



SUGAR HILL

AT TANGERINE PLAZA

May 22, 2020

Sugar Hill Group, LLC
146 2nd Ave N Suite 310
St. Petersburg, FL 33701

May 22, 2020

Rick D. Smith, AICP & CECD, Economic Development Manager
City of St. Petersburg, Economic & Workforce Development
Municipal Services Center, 9th Floor
One Fourth Street North
St. Petersburg, Florida, 33701

RE: RFP for City Owned Property
1794 22nd Street South, St. Petersburg

Dear Mr. Smith,

Thank you for the opportunity to present our proposal and qualifications for this redevelopment.

New Urban Development is partnering with Sugar Hill Group, LLC to create an augmented mixed-use project in support of the revitalization of the 22nd Street South Corridor. The project will be anchored by an affordable/workforce housing component. A grocery store and retail space will also be included to address the current market voids of the community.

New Urban Development is the housing development affiliate of the Urban League of Greater Miami and has established itself as an emerging leader in the real estate development market, based on its core principles of, sensitivity to community needs, minority & community participation and projects that are a catalyst for neighborhood revitalization. Historically, NUD has developed over 1,500 units and currently has over 600 units in various stages of its' development pipeline with an estimated Total Development Cost of \$250,000,000.00. NUD is currently engaged in two PPP for the development of a mixed-use development consisting of workforce/affordable residential along with a commercial/retail component and an elderly residential project respectively. Sugar Hill Group is comprised of two distinguished leaders in the community; Reverend Louis Murphy, Sr. has served the community for the past 21 years with a focus on revitalizing the Mid-Town area; Roy Binger, former City President of SunTrust Bank has been serving the community for the past 17 years. The two entities will form a joint venture with the mission to develop the Tangerine Plaza into a vibrant multi-purpose facility on the south side of the city.

Our project team will implement a well-defined development schedule, financing proposal and project scope for affordable workforce housing and a dynamic mix of retail tenants that will include a 13,000 square foot grocery store along with a Fresh Seafood storefront

and E-Gaming facility that supports the expanding world of video games. This will be an asset the neighborhood and the City of St.Petersburg can be proud of for generations.

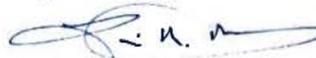
We have a proven track record of successful community-building working closely with community leaders and governmental entities to secure job creation and affordable housing within a Community Revitalization Area (CRA).

Thank you for your consideration, if you have any questions please contact me at 727-492-3411 or rbinger@bingerfinancial.com.

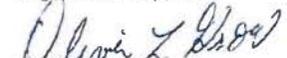
Sincerely,



Roy Binger, AMBR
Sugar Hill Group, LLC



Rev Louis Murphy, Sr., AMBR
Sugar Hill Group, LLC



Oliver L. Gross, President
New Urban Development, LLC

TABLE OF CONTENTS

Tab 1 Proposal Form 4

Tab 2 Project Team and Experience 6

Tab 3 Development Plan + Required Information 25

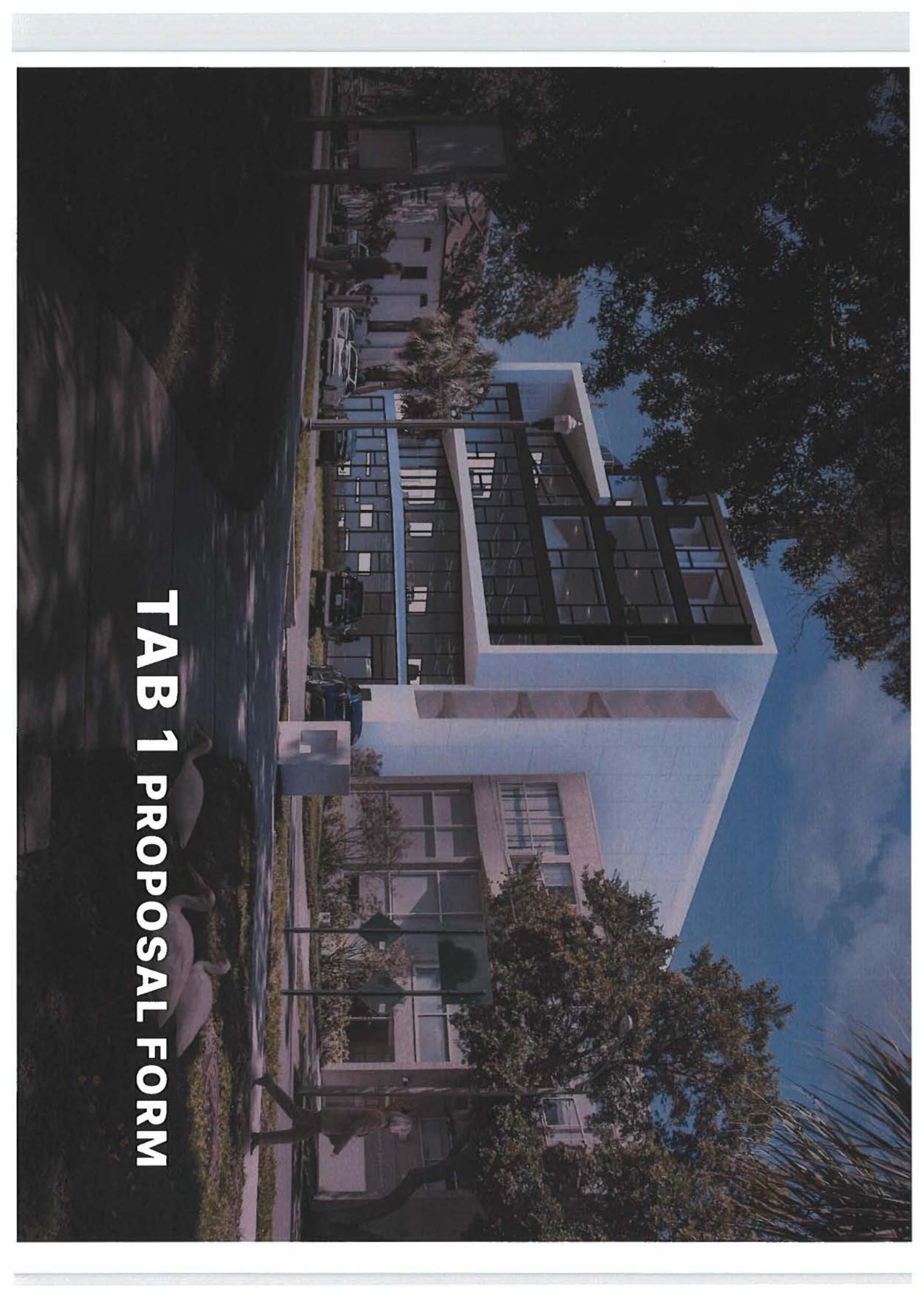
Tab 4 Letters of Intent 37

Tab 5 Letters of Interest for Commercial Space 43

Tab 6 Additional Information on Commercial Space + Use 48

Tab 7 Letters of Support 57





TAB 1 PROPOSAL FORM

8.25. PROPOSAL FORM

EXHIBIT "B" – PROPOSAL FORM

**REQUEST FOR PROPOSAL FOR
THE CITY-OWNED REAL PROPERTY
LOCATED AT
1794 - 22nd STREET SOUTH
ST. PETERSBURG, FLORIDA, 33712**

Issue Date
December 16, 2019

The undersigned certifies that the enclosed proposal is being submitted and is subject to the terms and conditions as outlined in the Request for Proposal as issued by the City of St. Petersburg on April 30, 2018.

Sugar Hill Group, LLC
Name of Company/Organization

Roy Binger
Proposal Contact Person

Roy Binger
Signature of individual submitting proposal
for above Company/Organization

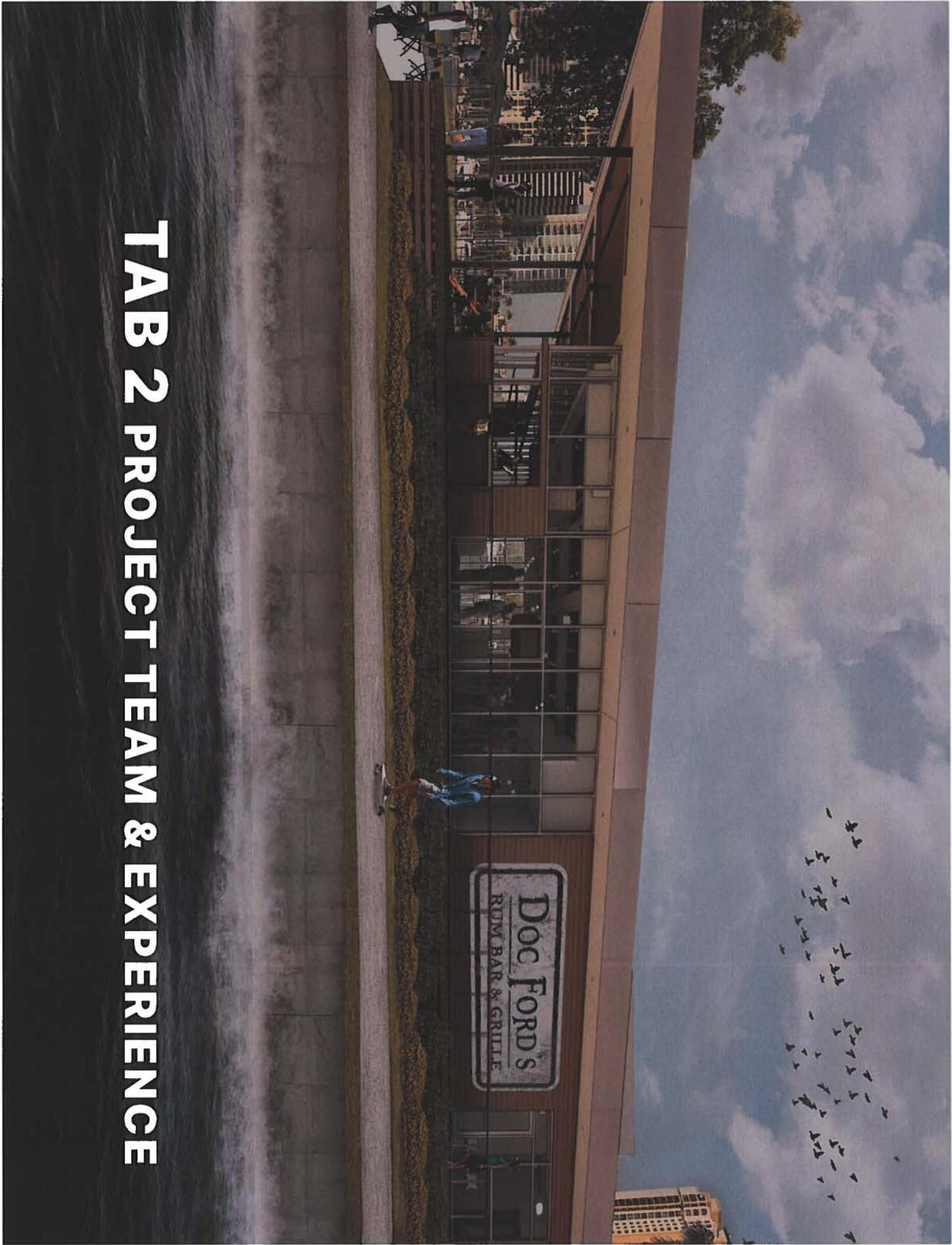
rbinger@bingerfinancial.com
Contact Person E-mail Address

Roy Binger
Printed Name of Individual

727-492-3411
Contact Person Phone

May 22, 2020
Date

727-350-9882
Contact Person Fax



TAB 2 PROJECT TEAM & EXPERIENCE

THE PROJECT TEAM

The project team possesses a combined 118 years of community development experience, including commercial project development and finance expertise; affordable and market rate housing development and finance (for ownership and rental properties); small business development and capital access; and human and social services aiding low-income residents of high-poverty communities, including East Tampa, South St. Petersburg, Overtown, Liberty City and Little Haiti (in Miami-Dade County).

Notable relevant projects by team members include the redevelopment and development two Tampa-based grocery store locations by Sanwa Growers, totaling over 105,000 square feet; Jason Jensen's design of the St Pete Pier Approach Park & Market, a 20-acre Waterfront Park connecting downtown to the new Pier District that includes a flexible multipurpose market that will serve as an active local artisan market during the week and a quiet art promenade during market off hours. Jensen's recent experience includes their design of adaptive reuse of an existing 1960's Publix of 23,000 square feet to serve as a flexible venue/forum/workshop/office space for local non-profit organizations.



8.18. DESCRIPTION OF PROPOSER AND IDENTIFICATION OF ALL PARTIES

The Proposer entity for purposes of this proposal is Sugar Hill Group, LLC. The Sugar Hill Group, LLC partners will include Rev. Louis Murphy, Sr., Roy Binger, and New Urban Development. This Partnership was created to ensure the success and financial feasibility of both the retail and housing program requirements. The group will also ensure strong local community support. The detailed resumes for each member are included in this response.

8.19. RESUME OF PROPOSERS EXPERIENCE

Below are brief bios and completed projects of our proposed Project Team.

Oliver L. Gross, President

Project Role: New Urban Development, LLC

Oliver Gross currently serves as President of New Urban Development, LLC a wholly owned subsidiary of the Urban League of Greater Miami, Inc. Mr. Gross, thru New Urban, has primary responsibility for the acquisition, development, construction oversight, financing and property management of the myriad of commercial and residential housing developments owned and/or managed by the Urban League of Greater Miami, Inc. and its subsidiary entities (the "League"). Mr. Gross has experience as a real estate developer, public administrator, and commercial banker. Mr. Gross has earned certifications as a Real Estate Development Professional and a U.S.HUD Certified Occupancy Specialist.

Roy Binger, CEO, Binger Financial Services, LLC

Project Role: Financial Strategy

Roy Binger is CEO and Founder of Binger Financial Services, LLC. The company specializes in property and casualty insurance, personal insurance, commercial lending, and commercial real estate solutions. Mr. Binger received his bachelor's degree in Economics from Holy Cross College in Massachusetts, an MBA at the University of Miami in Finance, and graduated from the Emory Executive Advanced Leadership Program, Guizueta Business School. He was the CEO for a local community bank Peoples Bank, Miami, Florida. As the Senior Vice President, Retail Group Executive for Huntington Bank, Roy oversaw the expansion of a loan portfolio of over \$1 billion while maintaining one of the lowest business banking delinquency ratios at the bank. He also served as Executive Vice President for one of SunTrust Bank's largest divisions, overseeing \$12 billion in assets, and as City President for SunTrust Bank St. Petersburg.

With over 25 years in the financial sector he is uniquely qualified to highlight risk management and commercial lending solutions to maximize profits within the guidelines of client's risk tolerance for growth. Some of the financial solutions provided to clients include directors and officers insurance, trade credit insurance, bonds, mergers, private equity and commercial loans, which help companies gain strong footing in the financial world. He has been awarded the Tampa Bay Business Innovator of 2013 award and was inducted into the Florida Business Hall of Fame. Roy currently serves on the boards of several organizations, including the Museum of Fine Arts and the University of South Florida, St. Petersburg.

Locally, he was instrumental in working with the City of St. Petersburg to bring a financial institution to the Midtown area. He worked on the TLM initiative that is bringing a gas station and convenience store to Midtown; and insured the St. Petersburg College Midtown building and the Isaiah project with the Brayboys. As a former member of the USF Board of Advisors, he was part of the process that led to the development of a student center and a school of business. Roy was also part of the team that led the sale of Bayfront Medical Center for \$205 million.

T. Willard Fair, President and CEO

Project Role: New Urban Development, LLC

T. Willard Fair is President and CEO of the Urban League of Greater Miami, Inc. He has been a powerful voice in the community as he has served the Urban League since 1963. Through his stewardship, the Urban League of Greater Miami has evolved from a local community-based organization to a nationally recognized organization with a reputation for being on the cutting edge of community and economic development. Through the principles of social entrepreneurship, Mr. Fair has shaped the Urban League's development efforts. Through his leadership, the Urban League of Greater Miami has set a new standard in quality housing development. During his tenure, the Urban League has developed and managed more than 1,300 units with another 1,200 units currently in various stages of pre-development and construction.

Rev. Louis M. Murphy, Sr.

Project Role: Senior Equity Partners

Rev. Louis M. Murphy, Sr. has dedicated his pastoral career to kingdom building, inside and outside the walls of Mt Zion Progressive Missionary Baptist Church, where he was installed as Pastor in May 1999. He entered the ministry with a life-long track record in secular leadership. A one-time Drum Major for the famous Florida A&M Marching 100 band, a former non-commissioned Marine Corps officer, and a 4-year District Executive for the West Central Florida Council of Boy Scouts of America, Rev. Murphy brought his passion for service to Mt Zion Progressive. Rev. Murphy's business and experience includes over a decade in the corporate sector as a purchasing agent and manager for the St. Petersburg Housing Authority, the St. Petersburg Times and Florida Progress. In his role as Senior Pastor of Mt Zion Progressive Missionary Baptist, Rev. Murphy led the congregation to pay-off the church's \$2.1 million mortgage 13 years ahead of schedule, before spearheading a multi-year campaign to redevelop the Mt Zion campus. The effort has so far resulted in Mt Zion's acquisition of over 20 parcels of land in areas adjacent to Mt Zion's three-story headquarters, and the church's redevelopment of 50,000 square feet of space across multiple buildings owned by the congregation.

Rev. Murphy's has purchased and rehabilitated two residential properties in South St. Petersburg and acquired land to begin a third project.

Themis Michalakos, Chief Financial Officer

Project Role: New Urban Development, LLC

Themis Michalakos currently serves as the Chief Financial Officer of New Urban Development. A subsidiary of The Urban league of Greater Miami, New Urban specializes in building quality, affordable housing for families within Miami's urban core. Themis oversees all aspects of financial administration, including financial reporting, cash flow management, payroll, benefits & human resources. He assists in strategic planning and development goals. Themis is a CPA with a foundation in public accounting, followed by significant finance & accounting experience in the real estate & homebuilding industries in roles ranging from accounting supervisor to Controller and CFO. He has worked on projects with values ranging up to \$300 million.

Keith Franklin, Vice President of Development

Project Role: New Urban Development, LLC

Keith Franklin currently serves as the Vice President of Development to New Urban Development a subsidiary of The Urban league of Greater Miami, New Urban specializes in building quality, affordable housing for families within Miami's urban core, while meeting the highest quality standards for apartment living and designed to foster a sense of community. Keith is an accomplished real estate professional who is intricately involved in sourcing project funding, underwriting new developments and asset acquisitions. He brings a diverse experience to New Urban Development with over 15 years in the Finance, Construction Management, and Real Estate Development industries.

Ahmad J. Zachary, Project Manager

Project Role: New Urban Development, LLC

Ahmad currently serves a development manager to New Urban Development a subsidiary of The Urban league of Greater Miami, New Urban specializes in building quality, affordable housing for families within Miami's urban core, while meeting the highest quality standards for apartment living and designed to foster a sense of community. From concept through construction and lease up, Ahmad is intricately involved in sourcing project funding, underwriting new developments and asset acquisitions this includes developmental research, application submissions, narrative analysis and development financing.

Robert Kapusta, Jr., Managing Partner, Fisher & Saul's, PA

Project Role: Attorney

Rob Kapusta is Managing Partner of Fisher & Saul's, P.A. and the Chair of the firm's Corporate Department. He has practiced with the firm since 1987. He represents individuals and business entities in the areas of mergers and acquisitions, tax and estate planning, and business and corporate law. Kapusta received his Bachelor's degree from Cornell University, his Juris Doctor degree from Stetson University College of Law, and his Master of Laws degree in taxation from University of Florida College of Law. He is also a CPA. Kapusta is admitted to practice in all state of Florida courts. When not practicing law, Kapusta volunteers his time and talents to foster local business growth and economic vitality, arts education and appreciation, and capital school improvements and educational programming opportunities in St. Pete through numerous leadership and civic activities. He received the H. Bernice Lodge Lay Person of the Year Award for '08-'09 from the St. Pete Kiwanis Club and the "Hero Among Us" award in 2015 from the St. Pete Bar Foundation in recognition of his tireless community service.

SUPERIOR MANOR APARTMENTS, PHASE I

Located in Miami, Florida, Superior Manor is the first of a two-phased development plan to provide quality affordable housing to the neighborhood of Liberty City. Designed and financed to meet the needs of elderly, affordable housing, the units are leasable residents who meet the age requirement of 65+. The property consist of 139 residential units, with onsite amenities such as a community room, business center, in-unit washer and dryer, fitness center and rooftop terrace. Superior Manor Apartments was completed in November 2018.



THE VILLAGES MIAMI APARTMENTS, PHASE I

Located in Miami, Florida, The Villages Apartments is the first of a two-phased development plan to provide quality affordable housing to the neighborhood of Liberty City. The Villages Apartments is a multifamily 150-unit development for families who meet the necessary income limits. The property consist of 150 residential units across two buildings, with onsite amenities such as a community room, business center, in-unit washer and dryer, fitness center, outdoor playground and swimming pool. The property was completed in April 2018.



RENAISSANCE AT SUGAR HILL

Historically known as Sugar Hill Apartments, this property is a storied part of Miami's urban community. Built in 1956, many through the years have called its 12 buildings and 132 garden-style, walk-up apartments home. Later renamed Renaissance at Sugar Hill, in the 1990s it was purchased by the Urban League (and later New Urban Development) at the request of Miami-Dade County leaders. The organization operated it for some time, eventually moving all the residents out so the property could undergo a much-needed renovation. Renaissance now has enjoyed a renaissance of its own. Today, with all twelve buildings completed, it includes a new Community Center and a computer center. On-site staff, management and maintenance ensure the property's preservation and management's interaction with tenants to create a comfortable home for its residents.



Jason Jensen, AIA, LEED AP, Principal-in-Charge, Wannemacher Jensen Architects, Inc.

Project Role: Lead Architect

Jason joined the firm in 2002. After gaining experience in New York City, he returned to St. Petersburg with a goal to innovate architecture for this generation in the Tampa Bay area. Throughout his career, Jason has worked on a range of project types, styles, scales, and budgets. His work is highly awarded by various entities and recognized by a long roster of international media. His thorough approach focuses on respecting the space and its intended use, relating the building to its site, and adding value with purposeful, thoughtful, memorable designs. Jason manages processes and communications to translate visions and desires of clients into cohesive designs and master plans. A University of Florida graduate, Jason remains active with the UF School of Architecture as a guest critic and lecturer. He also has been a guest critic/lecturer at the University of South Florida, Pratt University, Urban Land Institute, and Green Building Council.

He earned a Master of Architecture from the University of Florida and is the recipient of numerous awards in the field, including the University of Florida Eduardo Garcia Award, the 2016 AIA Tampa Bay H. Dean Rowe FAIA Award for Design Excellence - Madeira Beach City Hall, the 2011 AIA Tampa Bay Environment Sustainability Award, COTE - Largo Community Center; and the 2009 AIA Tampa Bay H. Dean Rowe FAIA Award for Design Excellence - Roberts Recreation Center.

Alexis Duclos, LEED AP BD+C, Wannemacher Jensen Architects, Inc.

Project Role: Project Manager

Alexis is an Licensed Architect with an affinity for social and civic design. She's a gifted communicator, and as such, she is enthralled by the unique ability of design and architecture to communicate a narrative. She believes through the built environment, we can evoke emotions and stimulate senses that ultimately serve as a guide through life's experiences. Out of her thesis work on permanent supportive housing, Alexis found that architecture has an immense responsibility to take advantage of its opportunity to impact the culture around it. Alexis has over five years experience, ranging from community centers and libraries to academic research facilities, office towers and multi-family developments. Through her varied body of work, she has been able to witness, firsthand, the magnificent breadth of architecture and its' power to positively shape the stories of individuals and communities alike.

JAMESTOWN TOWNHOMES

The Jamestown development consists of several residential buildings housing one, two and three-bedroom units with associated parking and a large designated park space that houses a recreation center. WJA designed the site with the goals of increasing density, reestablishing the City Street grid and creating a safe new neighborhood with a sensible cohesive design.



FOUNDATION FOR A HEALTHY ST. PETERSBURG, CENTER FOR HEALTH EQUITY

The Social Change Center and coworking office project includes extensive interior and exterior renovations to repurpose an existing 1960s shopping center into a collaborative meeting space for organizations across Pinellas County working toward health equity. The new center will serve as a flexible venue, forum, workshop, and office for various community members and non-profit organizations to come together, share resources, develop strategies and carry out initiatives. The Social Change Center will be used to fuel community-led, multi-sector interventions for improvements in health equity for southern Pinellas County.

The architectural concept is closely tied to the client's ethos which focuses on fostering unique solutions for health equity that come from within the community. Honest architecture with flexible spaces has driven the special planning of a clear visibility of all activities within the flexible spaces and several large infographics that explain the mission of the space. This concept of honest architecture with flexible spaces promotes the structural details and electric motors that allow the space to function to be clearly visible and celebrated portions of the details. The partitioning of the spaces was done by using 7-layer acoustic motorized curtains that allow a flexible and fluid space as opposed to the typical operable partition. The curtains in their stacked position also help reduce the reverberation time of the large open space.

The project posed the design challenge that most adaptive reuse shopping buildings face. The existing structure was designed to be as efficient as possible and many of the existing structural members were already overstressed. This challenge provided the opportunity to incorporate several unique bracing details to deepen the structure and provide zero deflection for the acoustic tracks.

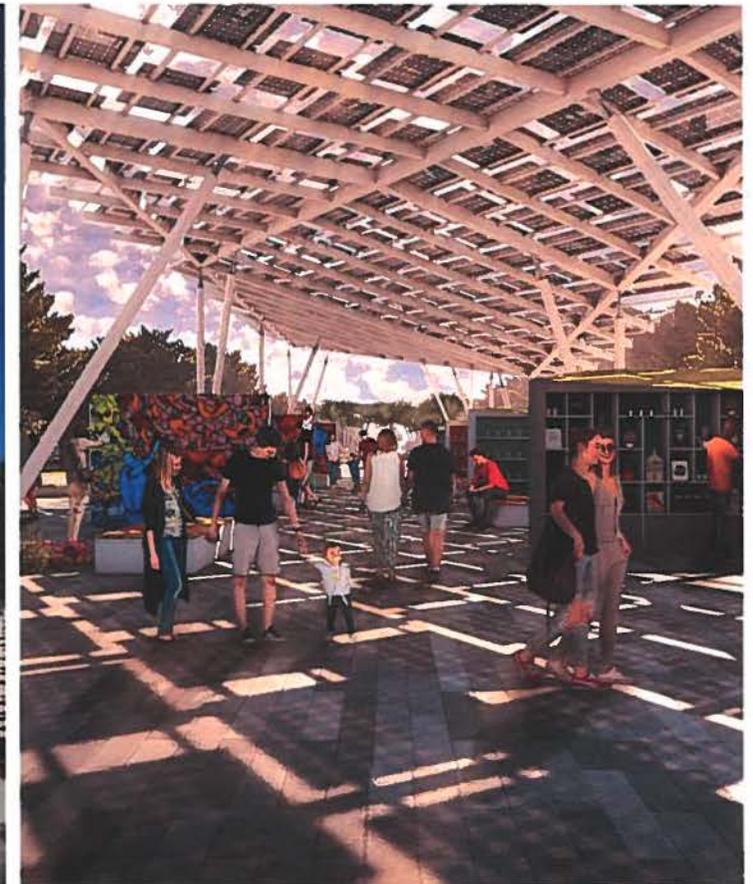




8.20. LIST OF CITY-PROJECTS TEAM WAS INVOLVED WITH

Two members of the project team have prior and current involvement with City projects. Jason Jensen of Wannemacher Jensen Architects, Inc. provided architectural and engineering services to the St Pete Pier Approach Park & Market project, a 20-acre Waterfront Park connecting downtown to the new Pier District. The park includes a flexible multipurpose market that will serve as an active local artisan market during the week and a quiet art promenade during market off hours. A unique characteristic of Wannemacher Jensen Architects is that they are one of the few architecture firms with a dedicated construction division, WJCreate.

Separately, Rev. Louis Murphy, Sr. has been involved with two City-supported projects. He was a board member with now defunct Urban Development Solutions, which developed Tangerine Plaza, and was an equity investor in Aracle Foods Corporation, the organization that spearheaded a brand licensing relationship with Sylvia's Queen of Soul Food Restaurant, tenant at the Historic Manhattan Casino.



8.21. AND 8.24. COMPLETE DEVELOPMENT TEAM AND PRIMARY CONTACTS

Project team members' roles and experience are summarized in previous sections. Below is their contact information.

Oliver L Gross ★

President
New Urban Development
8500 NW 25th Ave
Miami, FL 33147
Office: 305.696.4450
oliverg@nudllc.org
newurbandevlopment.org

Roy Binger, CEO ★

Sugar Hill Group, LLC
146 2nd Street N Suite 310 N
St. Petersburg, FL 33701
Cell: 727-492-3411
Office: 727-822-2719
rbinger@bingerfinancial.com
http://www.bingerfinancial.com

Rev. Louis M. Murphy, Sr.

Sugar Hill Group, LLC
2551 Tropical Shores Dr. S.E.
St. Petersburg, FL 33705
Cell: 727-415-1148
lmurphy@mzprogressive.org

Jason Jensen, AIA, LEED AP

Principal-in-Charge
Wannemacher Jensen Architects, Inc.
180 Mirror Lake Drive North
St. Petersburg FL 33701
Office: 727.822.5566
jason@wjarc.com
http://www.wjarc.com

John Crum

President
WJCreate
180 Mirror Lake Drive North
St. Petersburg FL 33701
Office: 727.822.5566
jcrum@wjcreate.com
http://www.wjcreate.com

Robert Kapusta, Jr.

Managing Partner
Fisher & Sauls, PA
100 2nd Ave S #701
St. Petersburg, FL 33701
Office: 727.822.2033
rkapusta@fishersauls.com
fishersauls.com

★ Indicates the project's primary contact.

Presented on the following page is a copy NUD's most recent balance sheet as of February 20, 2020. During the previous 4 fiscal years, New Urban Development has maintained an equity position ranging from \$21 million to \$23.5 million and is on track to do so again in this current fiscal year.

NEW URBAN DEVELOPMENT, LLC
BALANCE SHEET
February 29, 2020
UNAUDITED

Interim 8 mo
2/29/2020

Current Assets	3,795,865
Property & Equipment, Net	335,282
Other Assets	23,027,031
Total assets	<u>27,158,179</u>
Current Liabilities	440,944
Long-term Liabilities	4,398,615
Total liabilities	<u>4,839,559</u>
MEMBER'S EQUITY	<u>22,318,620</u>
Total liabilities and member's equity	<u>27,158,179</u>

SIMILAR MIXED USE DEVELOPMENT PIPELINE

In an effort to provide a holistic approach to servicing our target population we recognized a critical need for clean, quality, affordable housing. Over the past twenty years, we took a measured approach into housing development. Our desire to serve brought about the creation of our affordable housing arm, New Urban Development. New Urban is responsible for the acquisition, development, and operation of properties on behalf of the Urban League of Greater Miami.

New Urban Development, in its continuous pursuit to provide quality housing, has a current development pipeline that is on course to provide an approximately 1,000 more affordable/workforce units as well as furthering the goal to provide mixed use developments to areas that can benefit from a mixed use/mixed income product. The following two pages are two developments currently in the predevelopment stage. New Urban Development currently holds full site control of all our pipeline projects

VIEW 29

The proposed development located in the popular Miami area called Wynwood, which is home to mix of commercial, retail, residential and social orientated businesses. In keeping with the needs and culture of the neighborhood, the proposed development plan is proposing a mixed-use high-rise building, that consist of one hundred and sixteen (116) newly constructed residential housing units targeting the workforce/ affordable housing market. Of the 116 newly constructed units, fifty-seven (56), will target residents whose income qualify at the 120% or below AMI level, another thirty-six (36) units will target residents whose income qualify at the 80% or below AMI level, and the remaining twenty-four (24) units will target residents whose household incomes qualify at the 30% or below AMI level. The proposed income levels provide a true mix of affordable and workforce housing. The proposed plan also consist of approximately 8,600 sqft of commercial or retail space for a future tenant.

Type: Mixed Use Workforce/Affordable Housing

Units: 116

Retail/ Commercial Space: 9,000 sqft

Location: Miami, Florida

Expected Financial Closing: January 2021

Expected Construction completion: April 2022



3685 GRAND AVE

The proposed scope of the development is to bring a mixed use/mixed income development to the historical area of coconut grove while also closing the gap on the affordable housing shortage in the Miami-Dade County metropolitan area. The goal is to integrate income levels by creating a mixed income product that has the look, feel, services and amenities of a full-service market rate development. The proposed 100 units with ground floor commercial space will become an example of development that leverages grass roots community development to revitalize and transform a historically minority area of coconut grove without displacing those who have been long term residents and stakeholders of the local community. The proposed unit mix will comprise of a combination of one, two, and three-bedroom units ranging in size from 700 to 1200 square feet. The multi-family development, which will meet the green certification requirements of the County and construction lenders, is proposed to consist of an eight-story high-rise building with structured podium parking and ground floor retail/commercial space. The building will also feature class A amenities and finishes to the extent of what the final budget will support.

Type: Mixed Use Workforce/Affordable Housing

Units: 100

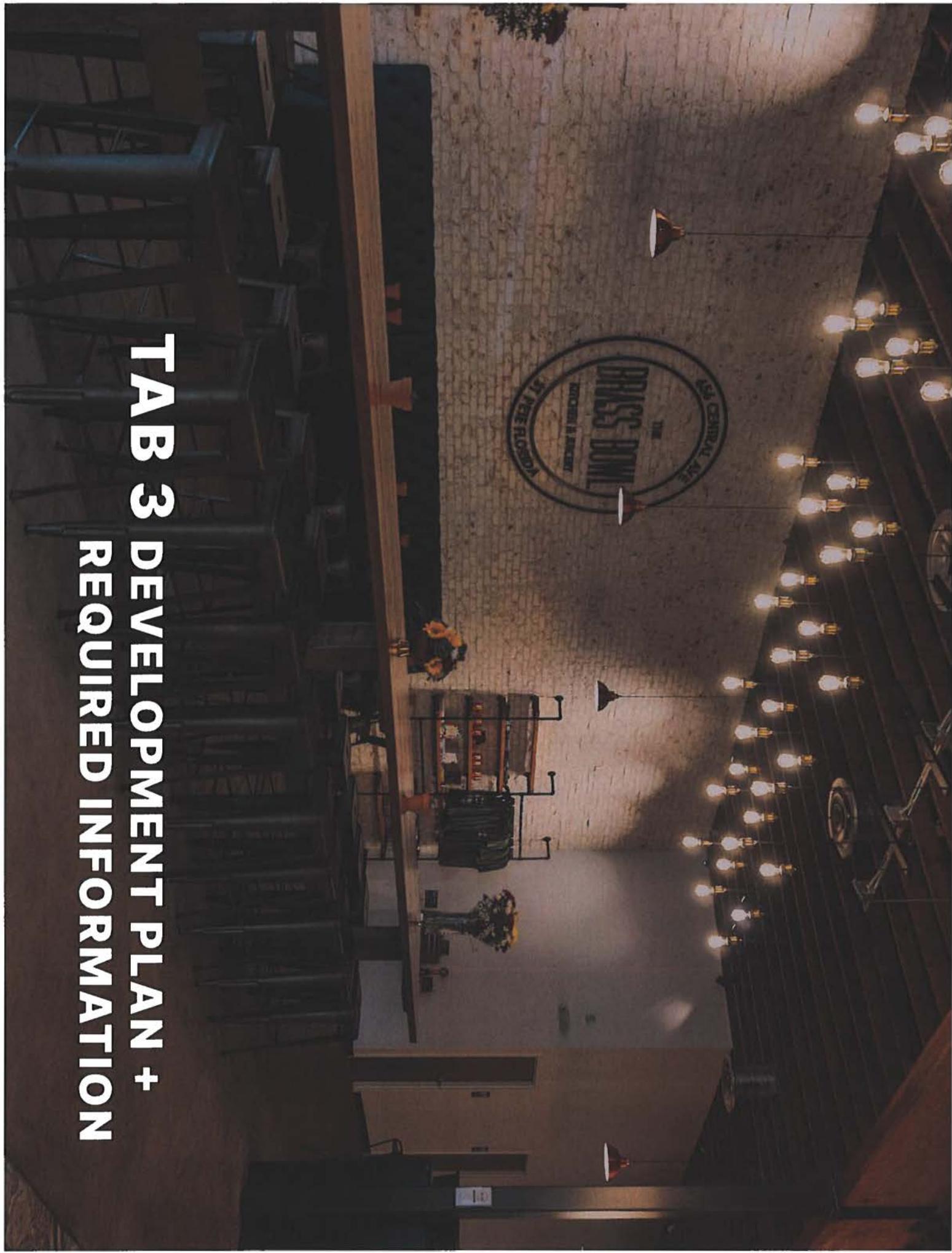
Retail/ Commercial Space: 5,500 sqft

Location: Miami, Florida

Expected Financial Closing: March 2021

Expected Construction completion: May 2022





**TAB 3 DEVELOPMENT PLAN +
REQUIRED INFORMATION**

9.1. PROPOSED LEASE TERM

The applicant proposes a 50 year lease minimum for purposes of the residential development.

9.2. MARKET DRIVEN PROPOSAL FOR ANNUAL BASE RENT

Our proposal is based upon the specific midtown and 22nd street market environment.

9.3. A PURCHASE OPTION

We agree to these terms with the final time and measure of goal completion to be defined with the City of St. Petersburg.

9.4. DEVELOPMENT TO PROVIDE SPACE TO DELIVER SERVICES TO SOUTH ST PETERSBURG COMMUNITY

We are specifically focusing on the area's of nutrition and cooking classes for the community. We intend to utilize the food hall and existing cooking infrastructure

9.5. CREATION OF THE HIGHEST NUMBER OF PERMANENT FULL-TIME JOBS FOR RESIDENTS

We are fully supportive of all efforts to maximize the number of full-time jobs for residents of the South St. Petersburg Community Redevelopment Area.

9.6. OCCUPANCY OF THE PROJECT SITE BY LOCAL BUSINESSES

All of our major tenants are based directly within the district.

9.7. HOUSING COMPONENT MIX OF AFFORDABLE AND MARKET RATE UNITS.

The project will consist of 86 units targeted towards workforce and affordable housing. The income level mix is between 30% AMI and 80% AMI (average median income)

Approximately 25% of the units at 30% AMI

Approximately 36% of the units at 60% AMI

Approximately 38% of the units at 80% AMI

The proposed income mix provides a true mixed income demographic that consist of both workforce and affordable housing while also keeping in line with the requirements necessary to be eligible to apply and utilize the various financial subsidy tools at the local, state and federal level.

9.8. DEVELOPMENT CONSISTENT WITH THE CITY'S GROW SMARTER INITIATIVE

In addition to the Grocery Store program. We have specially included a technology and gaming company within the tenant mix. We also intend to target financial institutions such as a bank and financial planners. Currently there is only one credit union within the district.

9.9. DEMONSTRATED EFFORT TO PARTNER AND COLLABORATE WITH LOCAL COMMUNITY GROUPS

Our team consists of community partners and leaders in direct contact with all of the entities listed. Our team is uniquely qualified to meet this project goal. We've also provided letters of support for our team.

9.10 DEVELOPMENT PLAN

The proposed project scope consist of affordable workforce housing and a dynamic mix of retail tenants that will include a 13,000 square foot grocery store along with a Fresh Seafood storefront and E-Gaming facility that supports the expanding world of video games. The proposed financing for the 86 workforce/ affordable housing units consist of 4% Tax Exempt Bonds from issued by Florida Housing Finance Corporation (FHFC), St. Pete Affordable Housing Redevelopment Loan Program Funds, FHFC SAIL subsidies, 4% Low Income Housing Tax Credit Equity, and deferred developers fee. The capital stack for the commercial space consist of traditional debt with the participation of the city of St. Pete to provide capital in the form of a soft loan, grant or other subsidy contribution.

New Urban Development LLC and Sugar Hill Group, LLC is proposing an 4-story multifamily housing development consisting of one and two bedroom apartments units. The residential unit mix that makes up the 86 total proposed units are thirty (30) one-bedroom units, and fifty-six (56) two-bedroom units. The one-bedroom units will be approximately 625-700 square feet in size, while the two-bedrooms will be at approximately 900-1,100 square feet. The demographic for the proposed units will be targeted for residents who qualify under the affordable and workforce housing income limits. All 86 units will be rent restricted to comply with the HUD regulated income limitation serving future residents who quality at the 30%, 60% and 80% Average Median Income (AMI) levels. This makes for a true blend of mixed income providing both affordable and workforce housing. The proposed 4 story building will be a newly constructed building designed to fit within the vacant space not occupied by the current commercial buildings, allowing for a mixed used master plan to create a mixed use development plan composed of both commercial and residential activity. Following is a list of features and amenities that we will attempt to utilize in each of its projects and will attempt to place here, subject to space and budget considerations.

General Features:

- Wood Cabinets
- Hard Surface Counter Tops
- Stainless Steel Appliances
- Increased Closet Space
- Washer & Dryers in the Units
- Ceiling Fans
- Dishwashers
- Gated access
- Exercise Room
- Community Room
- Computer Labs
- Library
- Carpet meets CRI emission levels
- Low VOC paint
- Smoke-free public spaces
- Secure bicycle storage for residents
- Pedestrian friendly design

Energy Conservation:

- Energy Efficient Air Conditioning Systems
- Energy Star appliances
- Energy Star lighting
- Energy Star efficient windows featuring low-emittance coatings
- Energy Star ceiling fans in all bedrooms and living areas
- Insulation featuring high R values to resist heat flow
- Motion detected lighting for public areas and corridors
- Photocell lighting for exterior buildings and the entire site
- Programmable thermostats in all units
- Apartment exterior doors located within breezeway, no direct solar radiation

Water Efficiency:

- Low-flow faucets, showerheads, and toilets.
- Reclaimed water for irrigation systems and drought-resistant plants

Site Sustainability:

- Centrally located sites
- Secure bicycle storage for residents
- Pedestrian friendly design
- Recycled playground, equipment, and outdoor furniture

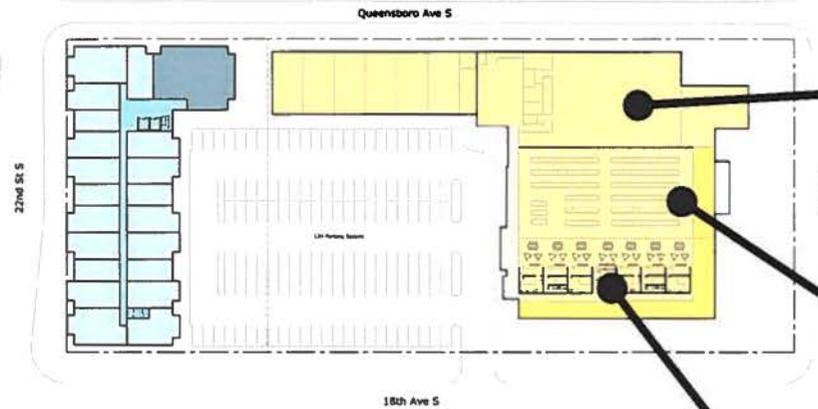
Storm water Treatment:

- Storm water protection plan & monitoring in place during construction.
- Silt fences erected around limits of clearing and grading

MIXED USE DEVELOPMENT

We're adding significant density to 22nd street with a multi-level residential space that has the potential for ground level retail components. We understand the importance of a pedestrian friendly streetscape. We intent to reflect and extend the streetscape being developed by the City along the 22nd street corridor.

GROUND LEVEL



EGAMES

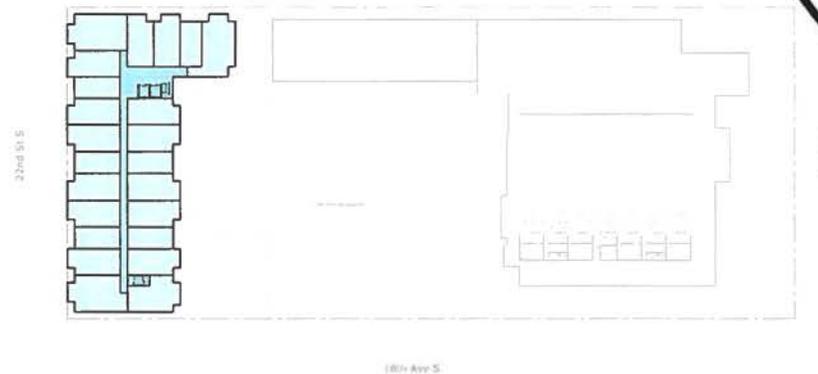


GROCER



FOOD HALL

SECOND LEVEL



9.11. NO REZONING OF ANY PART OF THE PROPERTY

We are working within the existing zoning. To meet the city goals for housing on site we would encourage a variance to the parking requirements. This would be specifically in regards to units below 750sf. We would ask that this development be treated as the rest of downtown and eliminate parking requirements for these units.

8.9. PREFERRED REAL ESTATE INTEREST TO BE CONVEYED AND SPECIFIC TERMS

The development team proposes a 50-year lease with a purchase option effective from the day of the financial closing for the residential transaction. While all purchase terms may be subject to negotiation, the project team envisions terms such as the following:

- \$1 per year site lease (encompassing ground lease and lease of improvements)
- Purchase option at a price of \$750,000 (against appraised value of \$1,175,000 by McCormick Seamon and Terrana Appraisers, April 16, 2018).
- \$25,000 reduction in purchase price for each new permanent, full-time, living wage 🌟 job created by the project and filled by a previously low-income person

🌟 The team defines “living wage” at 200% of federal poverty level for a single individual; and defines “previously low-income” as below federally defined low-income level at time of hire.

8.10. PROJECT PRO FORMA AND CONSTRUCTION BUDGET

See below for both pro forma and construction budgets.

8.11. CONFIRMED OR VERIFIABLE SOURCES OF FUNDS

See below for equity and debt LOI's.

PROPOSED RESIDENTIAL SOURCES AND USES AND PRO FORMA

Sugar Hill Apartments - St. Petersburg FL

1) Project Setup

Project Name	Sugar Hill Apartments
City, State	St. Petersburg FL
County	
Ownership Entity	
Project Manager	

Bond Deal:	YES
Type	Fixed Rate

Project Type	("x")
New Construction	X
Acquisition/Rehabilitation	
Rehabilitation	

Lease-up Information	
# of Leases upon initial C/O	20
# of Leases per Month	9

Qualifying Program	("x")
20% @ 50%	
40% @ 60%	X
% of Affordable Housing Units	100.00%

Financing Vehicle	("Y" or "N")	Credit %	Int. Rates
LIHTC 9%	N	9.00%	4.25%
TE Bonds/4% LIHTC	Y	3.08%	4.75%

Building Type	Mid Rise
---------------	----------

Utility Allowance	Amount
Studio	43
1 bedroom	69
2 bedroom	94
3 bedroom	123
4 bedroom	0
	76

Type	% Units	% SF	% Income	# of Units
30%	25.58%	21.65%	9.13%	22
60%	36.05%	32.90%	28.65%	31
80%	38.37%	34.87%	41.95%	33
120%	0.00%	0.00%	0.00%	0

Rent Schedule	# of Units	Unit Type VLI/LI/MKT	Rent Limit	Unit Sq. Ft.	Actual Rent	Net Rent	Total Rent Monthly	Total Rent Annual	Total Sq. Ft.	Rent P.S.F.	Rent Per Unit
1 Bedroom	11	ELI	30%	650	396	327	3,597	43,164	7,150	6.04	3,924
1 Bedroom	10	WF	80%	650	1,056	1,013	10,130	121,560	6,500	18.70	12,156
1 Bedroom	9	LIHTC	60%	650	792	723	6,507	78,084	5,850	13.35	8,676
2 Bedroom	11	ELI	30%	950	475	406	4,466	53,592	10,450	5.13	4,872
2 Bedroom	23	WF	80%	950	1,265	1,171	26,933	323,196	21,850	14.79	14,052
2 Bedroom	22	LIHTC	60%	950	949	855	18,810	225,720	20,900	10.80	10,260
Total	86			22,500			88,360	1,060,316	81,300	\$ 13.04	12,329

Operating Expenses	Total	Per Unit	P.S.F. (rentable)	Notes
Administrative	25,800	300.00	0.32	
Management Fee	50,365	585.64	0.62	5.00%
Utilities	83,850	975.00	1.03	
Payroll, Taxes & Benefits	103,200	1,200.00	1.27	
Repair & Maintenance	60,200	700.00	0.74	
Insurance	43,000	500.00	0.53	
Real Estate Taxes - Abatement	86,000	1,000.00	1.06	
HFA Monitoring Fee	2,700	31.40	0.03	
Replacement Reserves	25,800	300.00	0.32	
Total	480,915	5,592		486.26
Debt Service Coverage on 1st Mortgage		1.20%		

Other Income	Per Unit	Per Annum
Laundry	0	0
Cable	0	0
Garage	0	0
retail	0	0
Total Other Income	0	0

Vacancy Rate	5%	53,016
--------------	----	--------

Sugar Hill Apartments - St. Petersburg FL
Sources & Uses

86 # of Units

Sources	Ref.	Construction Phase		
		Total	%	Per Unit
Permanent Tax Exempt Bond		7,850,000	35.82%	91,279
Short Term Tax Exempt Bond		3,300,000	15.06%	38,372
CRA Soft Loan		860,000	3.92%	10,000
SAIL Funding/ SAIL ELI		4,000,000	18.25%	46,512
Limited Partner Equity (Federal)		3,423,600	15.62%	39,809
Deferred Developer Fee		2,480,613	11.32%	28,844
Total Sources		21,914,213	100.00%	254,816

Permanent Phase		
Total	%	Per Unit
7,850,000	35.82%	91,279
0	0.00%	0
860,000	3.92%	10,000
4,000,000	18.25%	46,512
7,608,000	34.72%	88,465
1,596,213	7.28%	18,561
21,914,213	100.00%	254,816

Uses		Construction Phase		
		Total	%	Per Unit
Hard Construction Costs		11,897,400	54.29%	138,342
GC Profit		720,000	3.29%	8,372
GC General Requirements		720,000	3.29%	8,372
GC Overhead		240,000	1.10%	2,791
P&P Bonds		102,600	0.47%	1,193
Hard Cost Contingency @:	5.0%	684,000	3.12%	7,953
Construction Period LOC Commitment Fee		55,750	0.25%	648
Construction Interest Carry Expense		812,448	3.71%	9,447
Construction Loan Origination Fee		223,000	1.02%	2,593
Insurance and Taxes Escrow		129,000	0.59%	1,500
Application Fees		8,790	0.04%	102
FHFC Bond Compliance Set up Fee		2,580	0.01%	30
FHFC Bond Administrative Fee		27,875	0.13%	324
FHFC Bond Financial Advisor fee		40,000	0.18%	465
FHFC Compliance Fee		95,395	0.44%	1,109
FHFC Admin Fee		44,050	0.20%	512
FHFC Credit Underwriting Fee		20,737	0.09%	241
FHFC Construction Inspection Fee		34,067	0.16%	396
FHFC Commitment Fee		40,000	0.18%	465
Bond Counsel Fees		55,000	0.25%	640
Accounting Fees, Cost Cert. 8609		45,000	0.21%	523
Reserves - 6 months DS + Op Ex		459,829	2.10%	5,347
Appraisal & Market Study		26,000	0.12%	302
Architect Fee-Design		350,000	1.60%	4,070
Architect Fee-Supervision		57,000	0.26%	663
Permit and Tap Fees		258,000	1.18%	3,000
Environmental Report		75,000	0.34%	872
Testing services		172,000	0.78%	2,000
Site Engineering		150,000	0.68%	1,744
Survey (including as-built)		30,000	0.14%	349
Marketing & Advertising		73,100	0.33%	850
FFE		146,200	0.67%	1,700
Title Insurance & Recording		150,000	0.68%	1,744
Insurance - Builders Risk / P&L slip and falls		107,500	0.49%	1,250
Legal Fees - Bond Counsel		75,000	0.34%	872
Legal Fees- Partnership		125,000	0.57%	1,453
Legal Fees Syndicator		50,000	0.23%	581
Legal Fees - Lender		50,000	0.23%	581
Legal Fees - HFA County Bond Counsel Fee		10,000	0.05%	116
Short Term Bond Redemption Fees		50,000	0.23%	581
Contingency (Soft Cost)	5.0%	159,006	0.73%	1,849
Sub-Total		18,571,328		
Land, To be Acquired		10	0.00%	0
Developers Fee	18.0%	3,342,875	15.25%	38,871
Total Project Cost		21,914,213	100.00%	254,816

Permanent Phase		
Total	%	Per Unit
11,897,400	54.29%	138,342
720,000	3.29%	8,372
720,000	3.29%	8,372
240,000	1.10%	2,791
102,600	0.47%	1,193
684,000	3.12%	7,953
55,750	0.25%	648
812,448	3.71%	9,447
223,000	1.02%	2,593
129,000	0.59%	1,500
8,790	0.04%	102
2,580	0.01%	30
27,875	0.13%	324
40,000	0.18%	465
95,395	0.44%	1,109
44,050	0.20%	512
20,737	0.09%	241
34,067	0.16%	396
40,000	0.18%	458
55,000	0.25%	640
45,000	0.21%	523
459,829	2.10%	5,347
26,000	0.12%	302
350,000	1.60%	4,070
57,000	0.26%	663
258,000	1.18%	3,000
75,000	0.34%	872
172,000	0.78%	2,000
150,000	0.68%	1,744
30,000	0.14%	349
73,100	0.33%	850
146,200	0.67%	1,700
150,000	0.68%	1,744
107,500	0.49%	1,250
75,000	0.34%	872
125,000	0.57%	1,453
50,000	0.23%	581
50,000	0.23%	581
10,000	0.05%	116
50,000	0.23%	581
159,006	0.73%	1,849
18,571,328		
10	0.00%	0
3,342,875	15.25%	38,871
21,914,213	100.00%	253,551

5-Year Operating Pro Forma

Income:	<u>Year 1</u>	<u>Per Unit</u>	<u>Year 2</u>	<u>Year 3</u>		
Net Rental Income	1,060,316	12,329	1,081,522	1,103,153		
Reserve for Vacancy @ 5.0%	(53,016)	(616)	(54,076)	(55,158)		
Laundry Income	0	0	0	0		
Other Income	0	0	0	0		
Total Income	1,007,300	11,713	1,027,446	1,047,995		
Expenses:						
Administrative	25,800	300	26,574	27,371		
Management Fee @ 5.0%	50,365	586	51,876	53,432		
Utilities	83,850	975	86,366	88,956		
Payroll, Taxes & Benefits	103,200	1,200	106,296	109,485		
R & M	60,200	700	62,006	63,866		
Insurance	43,000	500	44,290	45,619		
Real Estate Taxes	86,000	1,000	88,580	91,237		
Replacement Reserves	25,800	300	25,800	25,800		
HFA Monitoring Fee	2,700	31	2,781	2,864		
Total Expenses	480,915	5,592	494,568	508,632		
Net Operating Income	526,385	6,121	532,878	539,364		
Debt Service:						
Permanent Tax Exempt Bond	{a}	438,744	5,102	<u>D.S.C</u> 1.20% {a} only	438,744	438,744
CRA Soft Loan	{b}	8,600	100	1.18% {a+b}	8,600	8,600
SAIL Funding/ SAIL ELI	{c}	40,000	465	1.08% {a+b+c}	40,000	40,000
	{d}		0	1.08% {a+b+c+d}	0	0
Total Debt Service		487,344	5,667	1.08%	487,344	487,344
Distributable Cashflow		39,041	454		45,534	52,020
Debt Service Coverage						
{a - 1} As Per Standard Formula		1.20%			1.21%	1.23%
Cash Flow After First	\$	87,641.29		\$	94,133.84	\$ 100,619.71

5-Year Operating Pro Forma

<i>Income:</i>	<u>Year 4</u>	<u>Year 5</u>
Net Rental Income	1,125,216	1,147,720
Reserve for Vacancy @ 5.0%	(56,261)	(57,386)
Laundry Income	0	0
Other Income	0	0
Total Income	<u>1,068,955</u>	<u>1,090,334</u>
<i>Expenses:</i>		
Administrative	28,192	29,038
Management Fee @ 5.0%	55,035	56,686
Utilities	91,625	94,374
Payroll, Taxes & Benefits	112,769	116,153
R & M	65,782	67,756
Insurance	46,987	48,397
Real Estate Taxes	93,975	96,794
Replacement Reserves	25,800	25,800
HFA Monitoring Fee	2,950	3,039
Total Expenses	<u>523,116</u>	<u>538,036</u>
Net Operating Income	545,839	552,298
<i>Debt Service:</i>		
Permanent Tax Exempt Bond	438,744	438,744
CRA Soft Loan	8,600	8,600
SAIL Funding/ SAIL ELI	40,000	40,000
	0	0
Total Debt Service	<u>487,344</u>	<u>487,344</u>
Distributable Cashflow	<u>58,495</u>	<u>64,954</u>
Debt Service Coverage <i>{a - 1} As Per Standard Formula</i>	1.24%	1.26%
<i>Cash Flow After First</i>	\$ 107,094.67	\$ 113,554.28

COMMERCIAL PROPOSED SOURCES AND USES

A. Preliminary Sources and Uses

Sources	Amount
Permanent Debt	\$1,900,000
City of St. Petersburg /Walmart Lease Negotiation Funding	\$1,500,000
Deferred Developer Fee	\$116,719
Total	\$3,516,719

Uses	Amount
Hard Cost	\$2,081,484
Soft Cost	\$1,435,235
Total	\$3,516,719

B. Commercial Base Rent

Total Commercial SQFT	Average Base Rent Per SQFT	Total Annual Base Rent
47,389	\$8.85	\$419,388

Tangerine Plaza Commercial
St. Petersburg, FL
Sources & Uses

Sources	Construction Phase			Permanent Phase			Per Unit
	Total	%	Per Gross SFT	Total	%	Per Gross SFT	
Construction Loan	1,900,000	54%	40	-	0%	-	#DIV/0!
Perm. 1st Mortgage	-	0%	-	1,900,000	54%	40	#DIV/0!
City of St. Petersburg Funding	1,500,000	43%	32	1,500,000	43%	32	#DIV/0!
Deferred Developer Fee	23.01%	116,719	3%	23.01%	116,719	3%	#DIV/0!
Total Sources	3,516,719	100%	74	3,516,719	100%	74	#DIV/0!

Uses	Construction Phase			Permanent Phase			Per Unit	
	Total	%	Per Gross SFT	Total	%	Per Gross SFT		
Hard Costs								
Construction Costs		1,629,678	46%	34.39	1,629,678	46%	34.39	#DIV/0!
GC Profit	6.00%	97,781	3%	2.06	97,781	3%	2.06	#DIV/0!
GC General Requirements	6.00%	97,781	3%	2.06	97,781	3%	2.06	#DIV/0!
GC Overhead	2.00%	32,594	1%	0.69	32,594	1%	0.69	#DIV/0!
P&P Bonds		142,167	4%	3.00	142,167	4%	3.00	#DIV/0!
Hard Cost Contingency @:	5.00%	81,484	2%	1.72	81,484	2%	1.72	#DIV/0!
Soft Costs								
Accounting Fees		10,000	0%	0.21	10,000	0%	0.21	#DIV/0!
Architect Fee-Design/CA	12.50%	250,000	7%	5.28	250,000	7%	5.28	#DIV/0!
Permits, Impact & Tap Fees	-	75,000	2%	1.58	75,000	2%	1.58	#DIV/0!
Environmental Report		10,000	0%	0.21	10,000	0%	0.21	#DIV/0!
Construction Inspection Fee		10,000	0%	0.21	10,000	0%	0.21	#DIV/0!
Insurance - Builders Risk / P&L slip and falls	0.45	9,367	0%	0.20	9,367	0%	0.20	#DIV/0!
Legal Fees - Partnership		50,000	1%	1.06	50,000	1%	1.06	#DIV/0!
Marketing & Advertising	-	75,000	2%	1.58	75,000	2%	1.58	#DIV/0!
Survey (including as-built)		20,000	1%	0.42	20,000	1%	0.42	#DIV/0!
Title Insurance & Recording		20,000	1%	0.42	20,000	1%	0.42	#DIV/0!
Civil/Traffic/Landscape Engineering		10,000	0%	0.21	10,000	0%	0.21	#DIV/0!
Contingency (Soft Cost) @:	3.00%	16,181	0%	0.34	16,181	0%	0.34	#DIV/0!
Financing Costs								
Perm. Loan Origination Fee	2.00%	38,000	1%	0.80	38,000	1%	0.80	#DIV/0!
Perm. Loan Commitment Fee	0.50%	9,500	0%	0.20	9,500	0%	0.20	#DIV/0!
Capitalized Loan Fees/Interest #1		133,000	4%	2.81	133,000	4%	2.81	#DIV/0!
Reserves								
Operating Reserve	6 Mths	141,456	4%	2.98	141,456	4%	2.98	#DIV/0!
Debt Service Reserve	6 Mths	50,476	1%	1.07	50,476	1%	1.07	#DIV/0!
Acquisition								
Land Cost		100	0%	0.00	100	0%	0.00	#DIV/0!
Developer Fee	18.00%	507,156	14%	10.70	507,156	14%	10.70	#DIV/0!
Total Project Cost		3,516,719	100%	74	3,516,719	100%	74	#DIV/0!

Project Name Tangerine Plaza Commercial
Location St. Petersburg, FL
Total Commercial SFT 47,389
Vacancy 5.00%
1st Year of Stabilization 2

Commercial Rental Income Breakdown

Commercial Unit	Unit SFT	Rent Per SFT	Total Mthly Rent	Total Annual Rent
Unit 1754	1,310	15.00	1,638	19,650
Unit 1762	1,293	15.00	1,616	19,395
Unit 1766	1,293	14.50	1,562	18,749
Unit 1770	1,293	14.50	1,562	18,749
Unit 1778	1,293	14.50	1,562	18,749
Unit 1782	1,293	13.00	1,401	16,809
Unit 1786	536	13.00	581	6,968
Unit 1794	13,026	2.75	2,985	35,822
Unit 1795	13,026	11.00	11,941	143,286
Unit 1796	13,026	11.00	11,941	143,286
Total	47,389		36,788	441,462
Total Income after Vacancy			34,949	419,388

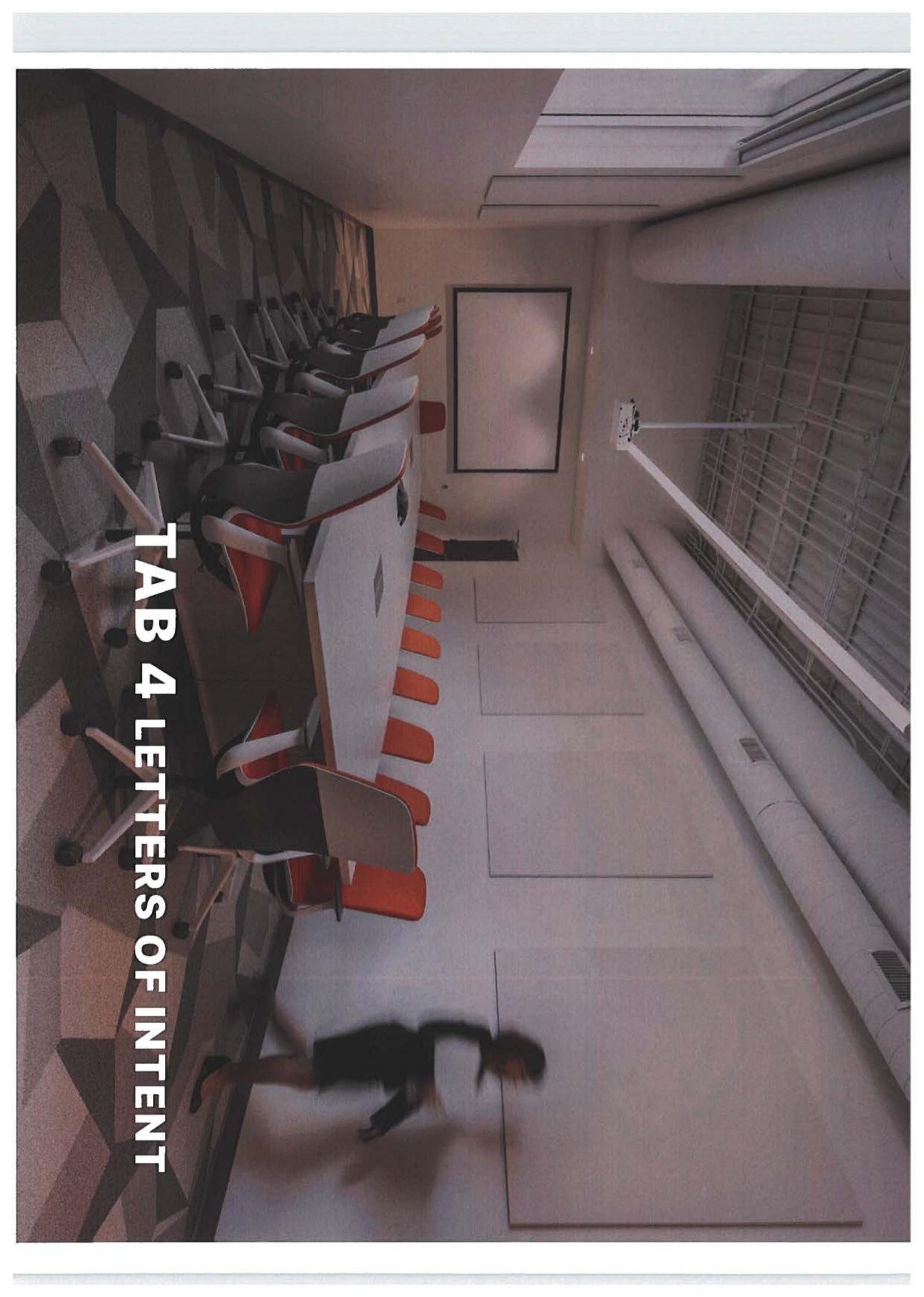
Commercial Operating Expense Breakdown

Expense Type	Exp./SFT	Total Annual Exp.
Property Management	10.00%	41,939
CAM Expenses		199,034
Broker Commission Fees	5.00%	20,969
Replacement Reserve	5.00%	20,969
Total Expenses	5.97	282,911

Tangerine Plaza Commercial
 St. Petersburg, FL
 Year of Stabilization

2

	Year 0	Year 1	Year 2	Year 3	Year 4	Year 5
Income						
Potential Income						
Income #1		-	441,461	454,705	468,346	482,396
Vacancy		-	22,073	22,735	23,417	24,120
Effective Gross Income (EGI)		-	419,388	431,970	444,929	458,277
Operating Expenses						
Total Expenses		-	282,911	288,989	295,201	301,550
Net Operating Income		-	136,477	142,981	149,728	156,727
Debt Service						
Total Debt Service		-	100,953	100,953	100,953	100,953
Property Cash Flows		-	35,524	42,028	48,775	55,774



TAB 4 LETTERS OF INTENT

REDSTONE

via e-mail

May 20, 2020

Oliver L. Gross
New Urban Development, LLC

Re: Sugar Hill Apartments
St. Petersburg, Florida
86 Units

Dear Mr. Gross,

Red Stone Tax Exempt Funding II, LLC ("Red Stone") is pleased to present Sugar Hill Group, LLC or its affiliates (the "Sponsor") with the following proposal to purchase up to \$11,150,000 of tax-exempt bonds which shall be used to construct the property and provide permanent financing as outlined below, issued by Florida Housing Finance Corporation (the "Issuer") for the benefit of the above referenced property (the "Property"). The bond purchase shall hereinafter be defined as the facility (the "Facility").

This letter sets forth the basic business terms and conditions of Red Stone's proposed financing, as well as summarizes key assumptions that Red Stone used in preparation of this proposal that were provided to us by the Sponsor or its representatives.

Structure	<p>Red Stone will provide the Facility by purchasing approximately \$11,150,000 of fixed rate tax-exempt bonds (the "Bonds") directly or through its designee. The Bonds shall mature 40 years after the closing, subject to redemption prior to maturity as described below.</p> <p>At or prior to Stabilization, as defined below, \$3,300,000 of Bonds shall be redeemed at par without any premium and the permanent bond amount shall be \$7,850,000 (the "Permanent Bond Amount").</p> <p>Red Stone will purchase the Bonds at issuance and the proceeds will be lent to the Borrower pursuant to the loan agreement (the "Loan Agreement") to be used to pay a portion of the costs incurred by the Borrower for the acquisition of the land and construction of the Property.</p> <p>The documents evidencing the Facility shall contain covenants, representations and warranties customarily provided in financing documents for bond financings of this size and nature.</p>
Borrower	<p>New Urban Development, LLC (the "Borrower"). The Borrower and [GP ENTITY] (the "General Partner") shall each be a single-purpose, bankruptcy-remote entity.</p>
Guarantors / Key Principals	<p>[GUARANTOR ENTITY] (the "Guarantor", Guarantors subject to Red Stone approval) shall provide guarantees of certain specific obligations of the Borrower, as described herein. Guarantors will be required to maintain a minimum amount of net worth and liquidity (cash & cash equivalents)</p>

350 West 5th Avenue, Suite 4830 | New York, NY 10118 | 212-297-1800
www.redstoneco.com

Property

through Stabilization (amount and forms to be reasonably determined during underwriting). The Guarantor shall be jointly and severally obligated for certain non-recourse carve-outs as described herein.

The Property, known as Sugar Hill Apartments, will be a newly constructed multifamily apartment complex, located in St. Petersburg, Florida and consisting of 86 units. The Property will consist of 30 one-bedroom units and 56 two-bedroom units comprising approximately 75,000 net rentable square feet. The units will rent between 30% and 80% of AMI.

Capital Expenditures

Funds necessary to construct the Property will be deposited into an escrow account (the "Project Fund") to fund capital expenditures on a schedule and with terms approved by Red Stone prior to the Closing Date.

The construction of the Property will be for a period no longer than 24 months from the Closing (the "Construction Period"). During the Construction Period, amounts in the Project Fund shall be disbursed to the Borrower from time to time, not more often than monthly, as the construction progresses upon submission of a proper requisition with proof of completion of work and approval of such requisition by Red Stone and its consulting engineer.

The Borrower will spend approximately \$1,900,000 (\$138,500 per unit) in hard costs for the construction of the Property. Any monies remaining in the Project Fund at the end of the Construction Period which are not needed for capital items approved by Red Stone prior to the Closing Date shall be used to pay developer fee then used to redeem Bonds.

NOI

Red Stone's proposal is based on the pro-forma NOI of \$526,385 (subject to Red Stone confirmation). This figure assumes a 5.00% vacancy rate, a 5.00% must-pay management fee, and \$300/unit/year in replacement reserves (subject to confirmation by Red Stone's underwriter and engineer).

Debt Sizing

Red Stone is sizing the Permanent Bond Amount based on a minimum 1.15x Debt Service Coverage Ratio and a maximum 90.0% Loan to Value Ratio. Upon completion of the Construction, the Loan Documents shall contain a stabilization requirement ("Stabilization") as defined below.

Stabilization

Stabilization shall mean the point at which the ratio of net operating income of the Property for the prior three months to a maximum principal and interest payable in any three month period equals or exceeds 1.15 to 1.0 and the average monthly occupancy in each of the three consecutive months equals at least 90%. For purposes of the foregoing, net operating income shall be (a) the lesser of (i) actual Property income or (ii) actual Property income adjusted to reflect 5.0% economic vacancy over (b) the greater of (i) actual Property expenses in the aggregate or (ii) projected expenses in the aggregate determined in Red Stone's underwriting (except for expense line items relating to property taxes, insurance and utilities which shall in all cases be actual).

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Notwithstanding the above, Stabilization of the Property will occur no later than 36 months from the Closing Date (the "Stabilization Period").

Extension	A one-time 6 month extension of both the Completion Period and Stabilization Period shall be allowed, provided the Borrower is not in default and the payment of an extension fee equal to 0.20% of the Bond Amount.
Bond Interest / Ongoing Fees	Beginning on the date of delivery of the Bonds (the "Closing") interest will be paid monthly at a fixed rate of 4.75% per annum on the Bonds. This rate is set to equal the sum of (i) the 17 year SIFMA Swap Rate (currently 1.40%) and (ii) a spread of 3.35% per annum on the Bonds. For every 0.05% of movement in the SIFMA Swap Rate, the Spread shall adjust in the opposite direction by 0.01%. For example, if the SIFMA Swap Rate increases 50bps, the Spread shall decrease 10bps. In addition to the above stated interest rate, the Borrower will pay all trustee and issuer fees associated with the transaction.
Term of Bond Purchase	Upon the 17 Year Anniversary of Closing, Red Stone shall have the option, with 6 months' notice, to require a mandatory tender of the Bonds.
Termination	Optional Prepayment of the Facility shall be prohibited until 16 years after the Closing Date. Thereafter, the Bonds may be paid off at par.
Interest Only Period	36 Months
Amortization	After the Interest Only Period, an amount of the Facility equal to Permanent Bond Amount shall be subject to mandatory redemption in part in monthly installments sufficient to amortize such Bonds fully over 40 years.
Origination Fee	1.00% of the Facility amount (\$111,500) payable to Red Stone at Closing.
Construction Administration Fee	1.00% of the Facility amount (\$111,500) payable to Red Stone at Closing.
Stabilization Fee	At the time the Borrower submits for Stabilization, the Borrower will pay a one-time fee of \$6,000 to cover the Stabilization costs of Red Stone Servicer, LLC.
Completion & Stabilization Guarantees	The Guarantors shall jointly and severally guarantee the lien-free completion of the construction prior to the end of the Construction Period, payment of all costs associated with the construction, and any payment required to achieve Stabilization.
LIHTC Equity	In addition to the Bonds, the acquisition and construction of the Property will be funded through the sale of Federal Low Income Housing Tax Credits (the "LIHTCs"). The Sponsor estimates that the proceeds from the sale of the LIHTCs will generate approximately \$7,608,000 of proceeds for investment

in the Property. The LIHTC investor is required to invest a minimum of 10% of their total LIHTC equity contributions at Closing. The additional terms and pay-in commitments of the LIHTC proceeds is subject to Red Stone review.

Other Sources The acquisition and construction of the Property shall also be funded with a \$860,000 Affordable Housing Redevelopment Loan, \$600,000 of SAIL ELI funds, and \$3,400,000 of SAIL Funds (the "Soft Funds"). Any payments due under the Soft Funds shall be subordinated to Red Stone's Facility.

MORTGAGE AND NOTE TERMS:

Security / Collateral The Facility shall be secured at all times by the following items: (a) first priority mortgage lien on the Property; (b) first priority assignment of leases and rents; (c) a collateral assignment of the management agreement and all project documents; (d) a general partner/managing member pledge; (e) a developer fee pledge; (f) the aforementioned guaranties; (g) assignment of capital contributions in respect of the tax credits; (h) an environmental indemnity from the Borrower and the Guarantors.

Other Costs Borrower shall be responsible for all closing costs and expenses of compliance with this proposal including, but not limited to costs of issuer, bond counsel, issuer's counsel, trustee's counsel, and Red Stone's counsel. During the Construction Period, the Borrower shall be responsible for third-party inspection draw fees in an amount estimated not to exceed \$1,500 per month per property. The Borrower shall also be responsible for any title and transfer costs associated with the transaction. In the event that the proposed transaction does not close for any reason other than the failure of Red Stone to comply with its obligations hereunder, Borrower shall be responsible for all third-party costs and out-of-pocket costs incurred by Red Stone not satisfied by the Application Deposit.

Property Management The property management company and the management contract shall be subject to approval by Red Stone. The property management fee shall be 5.00% of Effective Gross Income and any amount in excess of 5.00% shall be subordinate to payment of interest on the Bonds, third-party fees, and mandatory redemption/sinking fund payments.

Application & Legal Deposit Application Deposit: \$25,000

To be applied to the cost of preparing the third-party appraisal, engineering, and environmental reports, and Red Stone's out-of-pocket underwriting costs. Any unused portion of the deposit shall be returned to the Borrower. Said deposit is payable upon the execution of this financing proposal by Borrower.

Legal Deposit: \$25,000

An additional deposit is required to commence legal documentation. However, this deposit is not payable upon the execution of this financing proposal by the Borrower.

Reserves & Escrows

Monthly payments to escrow accounts held in the partnership name by the Bond Trustee will be required for taxes, insurance premiums, and replacement reserves. Any draws from the escrow accounts shall require Red Stone's consent. The initial replacement reserves will be set at \$300 per unit per year (subject to confirmation by Red Stone's underwriter and engineer).

Operating Reserve

The Borrower has budgeted the funding of a permanent operating reserve (the "Operating Reserve") in the amount of approximately \$460,000. Upon Stabilization, the Borrower shall deposit this amount into a reserve held by the LITHC equity investor. The Operating Reserve shall be used for debt service payments and/or operating deficits during the Bond Term and Red Stone's approval shall be required for any other releases of the Operating Reserve during the Bond Term. The Operating Reserve shall be released to the Borrower per the following schedules, assuming the DSCR benchmarks below are met. Any amount of the Operating Reserve that is released will be supplemented with guarantees by the Guarantors that have combined net worth of \$5 million and liquidity of \$1 million at the time of the release, not including the reserve released.

Exclusivity

Upon execution of this financing proposal, the Sponsor agrees (i) to cease its efforts to obtain financing from other sources, (ii) to terminate any other financing proposals currently in process and (iii) to not sell, lease, or transfer the Property (or any interest therein). This exclusive arrangement shall terminate should Red Stone notify the Sponsor in writing that it does not intend to proceed with this transaction. Breach of this exclusivity clause shall cause both the Origination Fee and Construction Administration Fee, and any out-of-pocket due diligence costs and legal fees incurred by Red Stone, to be immediately due and payable to Red Stone.

**Due Diligence /
Conditions to Closing**

Red Stone and its agents shall have 45 days to perform due diligence from the later of the date on which Red Stone receives an executed copy of (i) this proposal and the Application Deposit and (ii) necessary preliminary due diligence information as requested by Red Stone. During the due diligence period, Red Stone's due diligence shall include, but not be limited to, engineering and environmental investigations, bond document review, title and survey review, market analysis, satisfactory review of borrower/sponsor financial statements, and other investigations deemed appropriate by Red Stone. At its sole discretion, Red Stone has the right, at any time during the due diligence period, to decline to proceed with this proposal and shall not be under any obligation to the Borrower. In the event Red Stone declines to proceed with this proposal, the Application Deposit (less actual out-of-pocket costs incurred by Red Stone and authorized hereby) and the Legal Deposit (less all fees and costs actually incurred by Red Stone's counsel) will be returned to the Borrower.

Budgets / Reporting

The Borrower shall provide Red Stone or its designee with an annual budget for operations and capital expenditures to be approved by Red Stone within 30 days of submission. Periodic reporting requirements shall include delivery of operating statements, occupancy reports, rent rolls, and other reports reasonably requested by Red Stone.

Borrower shall provide to Red Stone an annual audit report of each Property's financial statements from a firm approved by Red Stone not more than 120 days after the end of each fiscal year.

Other

At closing, Red Stone will purchase the Bonds directly or indirectly with a designee through a placement agent or underwriter at no cost to the Borrower. The designee (usually a large financial institution) will abide by all the terms included in this term sheet. To the extent permitted by the Issuer, the Bonds will be issued in book-entry-only form and purchased through a DTC participant selected by Red Stone.

Red Stone reserves the right to sell, assign, or participate all or part of their interests in the Facility in a form they find satisfactory, provided the sale does not adversely affect the Borrower or increase the costs, expenses, or obligations of Borrower. Red Stone shall notify the Borrower of any transfer.

The Borrower shall cooperate fully with Red Stone in this matter and shall take all actions reasonably requested by Red Stone and the new participant, but will not be required to enter into any documents which are materially adverse to the Borrower. The Borrower shall not incur any costs or additional liability from any such transfer or securitization.

Offer Expiration

If the terms set forth in this letter are satisfactory, please indicate your acceptance by executing and returning to Red Stone a copy of this letter and the Application Deposit before June 24, 2020. If you have not done so by such date, this proposal shall expire and be of no further effect.

This letter is a proposal to purchase of up to \$11,150,000 of tax-exempt bonds. This letter does not constitute a commitment or approval to lend or purchase in any manner. Any commitment by Red Stone to lend or purchase the Bonds is contingent upon the completion and ratification by Red Stone's Board of Directors of our due diligence review.

Very truly yours,

Red Stone Tax Exempt Funding II LLC



Cody Z. Langeness
President

Agreed and Accepted:

New Urban Development, LLC

By: 

Name: Oliver L. Gross

Title: Authorized Signatory

Date: 5/20/20

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7



May 21, 2020

Mr. Oliver L. Gross
 New Urban Development, LLC
 8500 NW 25th Ave
 Miami, FL 33147

Re: Sugar Hill Apartments
St. Petersburg, FL

Dear Mr. Gross,

We appreciate the opportunity to arrange for the equity capitalization of Sugar Hill Group, LLC (the "Company") which will develop 86 units of family housing to be known as Sugar Hill Apartments in St. Petersburg, FL (the "Property"). We understand that the development of the Property will be financed as follows: (i) approximately \$7,850,000 from the proceeds of a permanent loan derived from the sale of tax-exempt bonds (the "First Mortgage Loan"), (ii) approximately \$860,000 from the proceeds of funds provided by the Affordable Housing Redevelopment Loan program, (iii) approximately \$4,000,000 from the proceeds of funds provided by the Florida Housing Finance Corporation (the "State Agency") through its State Apartment Incentive Loan ("SAIL") program, comprising \$3,400,000 (the "SAIL Loan") and \$600,000 (the "SAIL ELI Loan"), and (iv) if necessary, the deferral of a portion of the Development Fee. The Property will be developed, owned and operated so that 100% of the apartment units will qualify for federal low-income housing tax credits (the "Tax Credits"). We have reviewed the materials that you have delivered to us and we have determined the status and financial needs of the Property and the Company.

Based on the materials that you have delivered to us to date, and assuming the accuracy and completeness thereof, we hereby commit to provide equity capital ("Equity Capital") to the Company and the Property in the amount of approximately \$7,608,000. The Equity Capital amount represents approximately 95% (\$0.95 per dollar of Tax Credits) of the anticipated \$8,009,178 of Tax Credits which will be available for a 99.99% ownership interest in the Company (of which 0.01% will be the Special Member ownership interest). The Special Member will be an affiliate of Stratford Capital or its designee.

We anticipate that the Equity Capital will be contributed as follows:

Contribution	Benchmark for Contribution	% of Equity	Equity Capital Contributed
First	Initial Closing	20.0%	\$1,521,600
Second	25% Completion	10.0%	\$760,800
Third	50% Completion	15.0%	\$1,141,200
Fourth	100% Completion	10.0%	\$760,800
Fifth	Final Closing and achievement of 100% Qualified Occupancy	35.0%	\$2,662,800
Sixth	Stabilization and receipt of IRS Forms 8609	10.0%	\$760,800
	TOTAL	100%	\$7,608,000

The Company will be required to fund an operating deficit reserve to be held by the Company in the approximate amount of \$459,829 (approximately equal to six months of stabilized operating expenses, replacement reserves and debt service on the First Mortgage Loan) and funded by the Fifth Installment of Equity Capital. In addition, the Company will reimburse Stratford Capital \$50,000 for legal fees and due diligence costs at Initial Closing.

We have reviewed your proposed rents and operating expenses used in preparing the operating budget which will be included in your Tax Credit application.

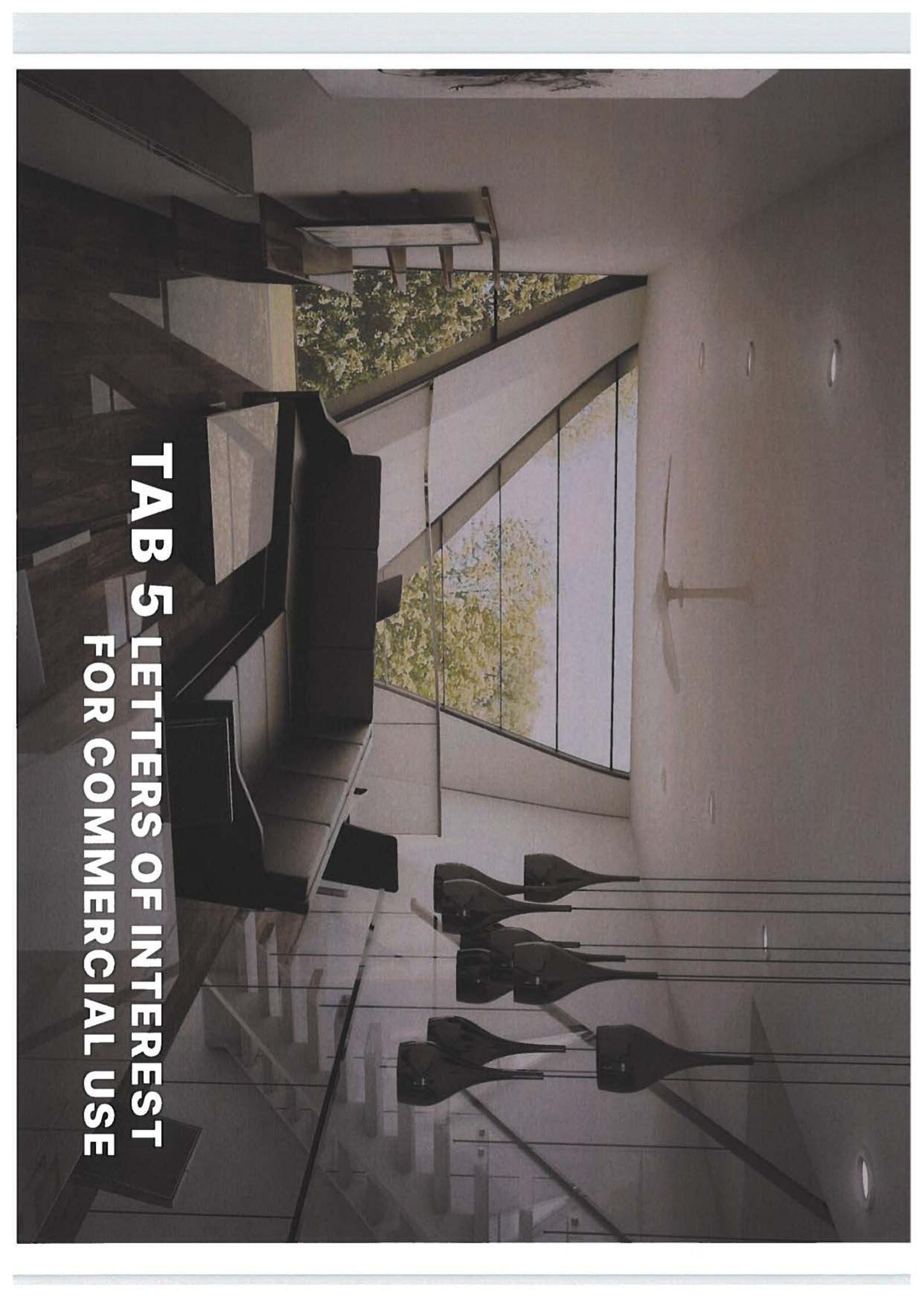
As you may know, the principals of Stratford Capital have arranged for the equity financing of over 230 multi-family residential properties, most of which benefit from Tax Credits. This commitment is conditioned upon: (i) the Property qualifying for Tax Credits in the amount of approximately \$8,009,178 (\$800.918 annually), (ii) the Property being developed and operated substantially as represented by Sugar Hill Group, LLC, (iii) our confirmation of the representations, warranties and information provided by you to us, (iv) execution of an Operating Agreement and other definitive documentation required by us, and (v) no materially adverse changes occurring in applicable laws, rules, regulations or market conditions.

Please call me at (978) 535-5600, extension 124 if you have any questions. We look forward to working with you and closing the transaction.

Sincerely,

STRATFORD CAPITAL GROUP

By: Miles M. Hapgood III
 Miles M. Hapgood, III
 Senior Vice President

A photograph of a modern interior space, likely a lounge or office area. The room features a curved wall with large windows that offer a view of greenery outside. The ceiling is white with recessed lighting. In the foreground, there is a dark, curved sofa and a glass-topped table. The overall atmosphere is clean, minimalist, and professional.

**TAB 5 LETTERS OF INTEREST
FOR COMMERCIAL USE**



EXPERTISE AND CAPITAL TO HELP YOUR PROJECT SUCCEED.

May 19, 2020

Leo Anderson
Taste of the Island Market Place
2219 34th Street South
Saint Petersburg, FL 33711

RE: Tangerine Plaza
1794 22nd Street South
St. Petersburg, FL. 33712

Dear Mr. Roy Binger:

Florida Community Loan Fund, Inc. (FCLF) will be pleased to consider a loan request to Taste of the Island Market Place Grocery Store subject to complete underwriting of the Project and Borrower, to develop a retail grocery store located at the Tangerine Plaza, 1794 22nd Street South, Saint Petersburg, Florida. The new retail grocery store will provide access to fresh food in a food desert.

A loan would likely offer terms as follows:

Borrower:	Taste of the Island Market Place
Loan Amount:	Up to \$600,000 to be funded in two notes with the following terms:
"A" Note:	\$300,000
Length:	7 years
Interest Rate:	5.25% fixed
Terms	Monthly interest only payments for one (1) year, followed by principal and interest payments based on an up to 7-year amortization.
"B" Note:	\$300,000
Length:	7 years
Interest Rate:	1.00% fixed
Terms	Monthly interest only payments for seven (7) years, with full principal subject to conversion to borrower equity if terms and conditions (see below) of the loan are met during the 7-year term.

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813 223 7400 ■ F: 813 223 7499 ■ www.fclf.org
Main Office: 501 N. Magnolia Ave. Suite 100 ■ Orlando, FL 32801-1364 ■ 407.246.0846
Orlando ■ Jacksonville ■ Sarasota ■ Tampa ■ Fort Lauderdale ■ Miami
This institution is an equal opportunity provider.

Terms/Cond.: Project must be kept in service for the purpose of providing a retail grocery store with fresh foods and job opportunities for neighborhood residents during the term of "B" Note.

Collateral: 1st priority lien on all business assets including but not limited to FFE and inventory

Loan to Value: not to exceed 90% loan-to-value

Fees: Loan origination fee - 0.50% of "A" Note loan amount
Loan application fee - \$300
All costs and expenses in connection with the Loan, including, but not limited to, the costs of attorneys, documentary stamp and intangible taxes, title insurance and recording fees, shall be paid by Borrower

Prepayment: No prepayment penalty for early repayment

FCLF is a Community Development Financial Institution (CDFI) with a strong social conscience that shares the mission of borrowers working to improve conditions and revitalize communities in both urban and rural low-income areas around the state.

While this letter of interest presents indicative terms for the Project, terms and conditions may change at any time. This letter shall terminate ninety (90) days from the date hereof.

We look forward to working with you to help make this a successful project.

Sincerely,

Dwayne Rankin
Community Development Loan Officer
(813) 784-2636





May 17, 2020

Leo Anderson
Taste of the Island Market Place
2219 34th Street South
Saint Petersburg, FL 33711

RE: Tangerine Plaza
1794 22nd Street South
St. Petersburg, FL 33712

Dear Mr. Roy Binger:

We are pleased to present the following proposal to lease the above referenced property on behalf of Taste of the Island Market Place Grocery Store:

PREMISES: 2219 34th Street South consisting of approximately 13026 square feet

TENANT: Taste of the Island Market Leo Anderson, President

LEASE TERM: 120 months, commencement (TBD)

RENT PROVISIONS: 13,026 sf NNN basis: base rent \$2.75 per month \$2,865.25 est. CAM \$1.40 per month \$1,519.70 plus a 2% of sales over a to be determined sales level

OPERATING EXPENSES:

ES: EARLY OCCUPANCY: Taste of the Island Market Place to apply for a \$600,000 Food Access Loan from the Florida Community Loan Fund for Tenant Improvement and Working Capital

TENANT IMPROVEMENTS: Receive immediate occupancy upon signing the lease.
Landlord shall provide Tenant with parking throughout the term of the lease

Sincerely,

Leo Anderson, President



May 21, 2020

Marcus Howard
2219 34th Street South
Saint Petersburg, FL 33711

RE: Tangerine Plaza
1794 22nd Street South
St. Petersburg, FL 33712

Dear Mr. Roy Binger:

We are pleased to present the following proposal to lease the above referenced property on behalf of Esports/STEAM lab:

PREMISES: 2219 34th Street South consisting of approximately 13026 square feet

TENANT/LEASE TERM: MetaQub Interactive Marcus Howard, CEO

RENT PROVISIONS: 120 months, commencement (TBD)

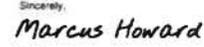
OPERATING EXPENSES: EARLY OCCUPANCY: 13,026 sf NNN basis: base rent \$5.50 per month \$5,970.30 est. CAM \$4.20 per month \$4,559.08 plus a 2% of sales over a to be determined sales level

TENANT IMPROVEMENTS:

Esports/STEAM lab to provide build out expenses for their space.

Receive immediate occupancy upon signing the lease.

Landlord shall provide Tenant with parking throughout the term of the lease

Sincerely,

CEO

STEAM/ESPORTS CENTER

Vision for 7,000 square foot STEAM/Esports Center

30-unit Computer Lab for Game Dev Classes & Esports Tournaments (\$60K)

- 30 Gaming Desks
- 30 Gaming Chairs
- 30 Computers
- 60 Monitors
- 6K Square Ft of Space

2. 5-Unit Arcade Zone for Casual Esports Tournaments (\$25K)

- Supports 5 to 10 Players Simultaneously
- 300 Sq Ft of Space

3. HADO Arena (\$12K)

- Supports 2 to 6 Players Simultaneously
- 600 Sq Ft of Space



12-Mo Revenue Projections STEAM/Esports Center

1. 30-unit Computer Lab for Game Dev Classes & Esports Tournaments

- \$85,500 from the 10-months of classes, for 90 minutes of content Monday through Friday.
- \$120,000 from the 10-months gaming, at 2 hrs each Mon-Fri, and 5-hrs each Sat-Sun

2. 5-Unit Arcade Zone for Casual Esports Tournaments

- \$50,000 from 10-months of arcades machines running 4 hours per day (\$9/hr), Mon-Sun

3. HADO Arena for Casual Play and Competitive Tournaments

- \$12,000 form 10 months of generating 5 revenue hours per week, at \$60/hr.



Business Model

1. 30-unit Computer Lab for Game Dev Classes & Esports Tournaments

- \$285 per month per class student, for 90 minutes of content Monday through Friday.
- \$5/hr to use the machines strictly for gaming, 2 hrs each Mon-Fri, 5-hrs each Sat-Sun

2. 5-Unit Arcade Zone for Casual Esports Tournaments

- \$3 to use machine for 10 minutes, \$5 to 20 minutes, open for 4 hours Monday-Sunday.
- After rev share for game licensing and payments, translate to \$9/hr of revenue.

3. HADO Arena for Casual Play and Competitive Tournaments

- \$5 per 5-minute match, translates to roughly \$60 per hour of revenue.
- Including discounts and free games to build demand, estimate 5 hours of revenue per week.

Estimate Revenue Year 1: \$267,500

Price for 7K Square Foot STEAM/Esports Center

1. 30-unit Computer Lab for Game Dev Classes & Esports Tournaments
\$60,000
2. 5-Unit Arcade Zone for Casual Esports Tournaments
\$25,000
3. HADO Arena for Casual Play and Competitive Tournaments
\$12,000
4. ProjectMQ Consulting for STEAM/Esports
\$3,000

Total Build Out Cost: \$100,000

Annual Operating Cost for STEAM/Esports Center

1. 2 Associates at \$12/hour, 6 hours per day from Mon-Sun, for 12 months.
\$12,000
2. 30-seat License to Game Dev Software for 12 months
\$90,000
3. Software to manage games/accounts on machines for 12 months
\$1,800
4. Fiber Optic Line for 12 months
\$6,000
5. Sanitizing/Disinfecting Costs

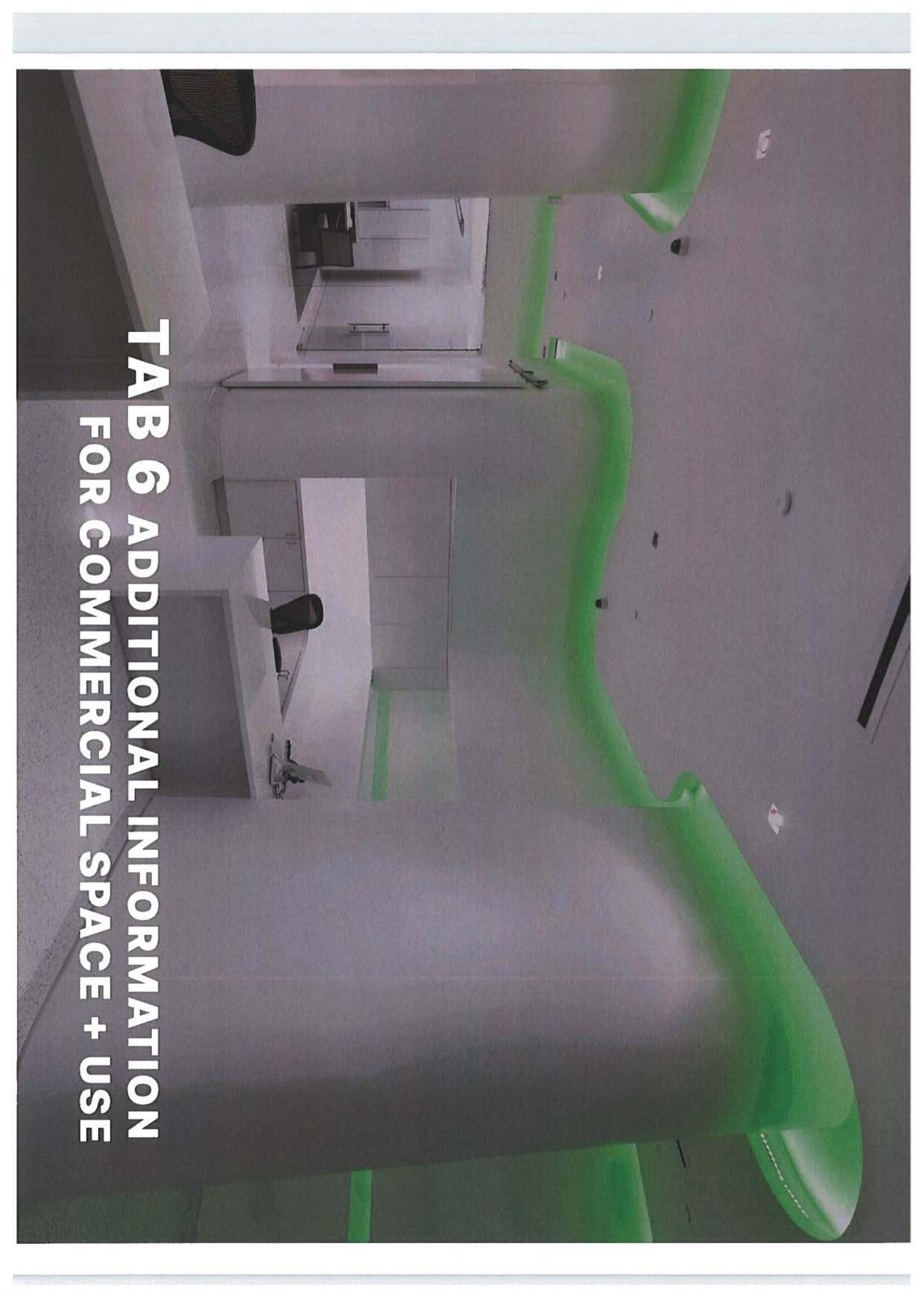
Annual Operating Cost: \$110,000

STEAM/Esports Profit Loss Projections For Yr 1 & 2

1. Build Out Cost
\$100,000
2. Annual Operating Cost
\$110,000
3. Annual Revenue
\$267,500

Estimated Net Profit for First 12 Months: \$57,500

Estimated Net Profit for Second 12 Months: \$167,500



**TAB 6 ADDITIONAL INFORMATION
FOR COMMERCIAL SPACE + USE**

8.1. COMMERCIAL SPACE

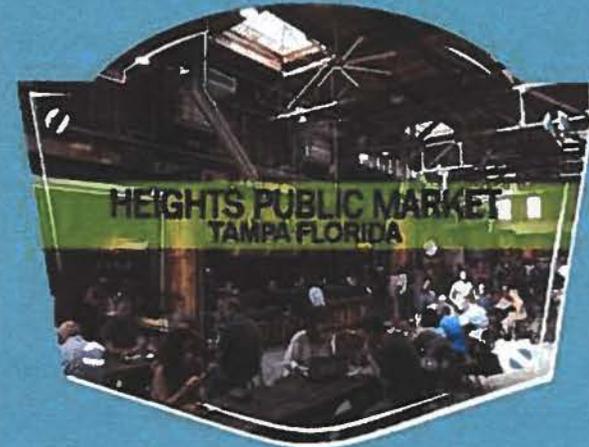
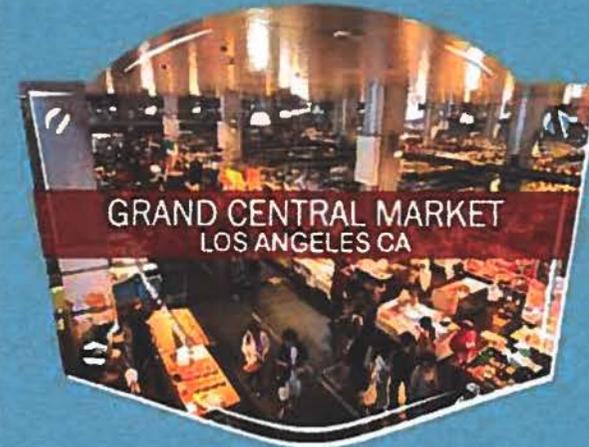
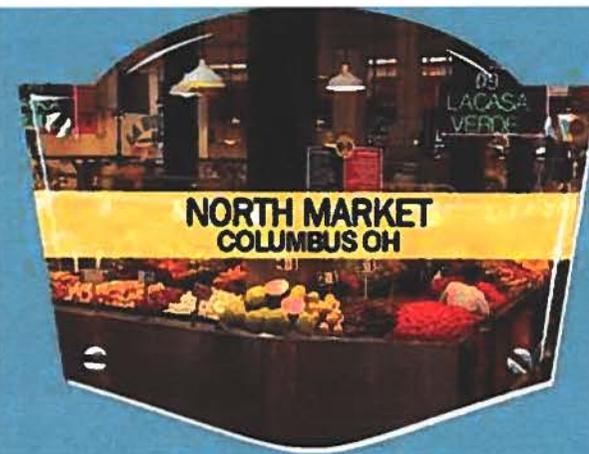
Our overarching strategy is to split the 39,079 square foot space formerly housing Walmart into three bays. The anchor bay of 13,027 sf will house a grocery store operated by Taste of the Island Market along with fresh seafood.

The second 13,026 bay will be converted to a Food Court. We will work with local restaurant owners to create healthy food options for take-out and dining preferences for consumers.

The third 13,026 bay will house a state of the art E Sports gaming facility. The facility will be able to accommodate casual play as well as competitive tournaments. This will be an attraction for the younger clientele.

The Sugar Hill Market & Food Court will replicate the strategies of the growing number of successful grocery store and food courts operating in urban centers across America. The accompanying tenants will complement the grocery store foot traffic and bring the Tangerine Plaza to the forefront as an attraction for the community at large.

We anticipate strong participation from prospective retail tenants such as UPS, Verizon, Lab Corp and Pharmacy candidates to ramp up available spaces in the retail corridor.



Brand Strategy

The name “Sugar Hill” was chosen by the project team to evoke the imagery and energy of the famed Sugar Hill district in Harlem, New York, so named in the 1920s for the “sweet life” of wealthy, prominent African Americans who lived there during the Harlem Renaissance. The district’s residents included greats such as W.E.B. DuBois, Thurgood Marshall, Adam Clayton Powell, Jr., Duke Ellington, Cab Calloway, and Roy Wilkins.

The lore of the Sugar Hill brand was heightened over the ensuing decades by authors, historians and artists. One of Duke Ellington’s small group bands – the Fifty-Second Street Stompers – recorded Sugar Hill Shim-Sham in 1937. Langston Hughes wrote of the area’s affluence in a 1944 essay published in *The New Republic*. Terry Mulligan’s 2012 memoir “Sugar Hill, Where the Sun Rose Over Harlem” chronicles the writer’s experiences growing up in the neighborhood.

The district’s history remains alive in popular culture as well, through renditions by The Sugarhill Gang, which was the first rap group to have a Top 40 single, and by the 1994 film *Sugar Hill*, starring actor Wesley Snipes.

In adopting the moniker, the project team’s vision is to end-cap the historic Deuces corridor (22nd Street), with a thriving hub of entrepreneurship and innovation located at its terminus, at the corner of 18th Avenue South.

Business Development Strategy

Sugar Hill Market & Food Court will create a “marketplace” that can help to manifest the retail and sales potential of community enterprises that either do not currently have a brick-and-mortar location, or that have the potential to expand to a second or satellite location. The project team has identified a dozen community-owned businesses with interest in leasing space to sell food and other products at the venue, once developed.

The concept also has the advantage of fulfilling the market need for fresh and healthy food. Consistent with Community Solutions Group’s trade area analysis (which found that the area can support an estimated 30,000 square feet of grocery sales space), Sugar Hill Market & Food Court will overcome the challenge of sustaining a grocery tenant in Tangerine Center’s big box space.



8.2. PROPOSED USE AND IDENTIFICATION OF THE END-USER

Space Uses

- Will develop 86 work force/affordable housing units.
- Space I will redevelop the 39,079 square feet of space formerly occupied by Walmart into three bays consisting of 13,027 square feet. We plan to have a grand opening in January 2021 as The Sugar Hill Market & Food Court housing a grocery store along with fresh seafood.
- Space II will consist of 13,026 square feet and will house a food court for at least 5 local restaurant vendors.
- Space III will consist of 13,026 square feet housing an E-Gaming arena.

End Users

The project will be led by Sugar Hill Group, LLC

Table 1: Space Uses

	<i>Square Feet</i>
86 Dwelling Units (New Construction)	88,000
Grocery Store/Seafood Market	13,027
Food Court	13,026
E-Games	13,026
Totals	127,079

8.5. DEVELOPMENT CONSISTENT WITH THE CITY'S INTEGRATED SUSTAINABILITY ACTION PLAN

The project will be designed to sustainable standards including LEED, Green Globes, Envision, and NGBS. We typically design to National Green Building standards for multi-family housing. Every NGBS Green Certified project is inspected in-person at least twice by an experienced NGBS Green Verifier; an inspector independent from the builder who has been accredited by Home Innovation. Before a verifier can award the project points for the green practices claimed by the builder, he or she must visually inspect nearly every one of the green practices, products, and technologies to ensure they are installed correctly. Verifiers conduct an inspection of the home before the drywall is installed so they can verify all the green practices, such as insulation installation, inside the wall. Then they come back for a final inspection when the home is complete to ensure all the green practices installed after their first inspection are correct. Home Innovation reviews every single verification report to ensure it is complete and accurate before the NGBS certification is issued.

Our team is very familiar with sustainable design, energy modeling, and commissioning required for a successful project.

The new building design will meet or exceed all wind and hurricane code requirements.

The retail space is flexible to meet business recovery needs after future events or crisis.

8.6. DEVELOPMENT CONSISTENT WITH COMPLETE STREETS IMPLEMENTATION PLANS

Our landscape and street scape will be compatible with the CSIP. Pedestrian friendly waiting zones and connections to the building will be provided to transit. We will also encourage future means of micro mobility such scooters.

8.7. DEVELOPMENT CONSISTENT WITH COMPLETE STREETS IMPLEMENTATION PLANS

Safe Bicycle storage and pathways will be provided to both the existing and new structures. Wall hanging bike racks within or adjacent to units can also provide secure storage for residents.

8.8. DEVELOPMENT THAT REFLECTS THE HERITAGE AND CULTURE OF ST. PETERSBURG

Our team reflects the heritage and culture of South St. Petersburg. We intend to have community involvement in the process and leverage the respected community leaders that are essential to this team.

Architecturally Wannemacher Jensen Architects has completed the renovation of Manhattan Casino, The Healthy St. Petersburg social equity Center and is currently working on the Woodson Museum. They will continue to listen deliver architecture reflecting the communities history and ambitions.

8.12. PROJECT TIME LINE AND MILESTONES

	Year 1	Year 2	Year 3	
Development Agreement Executed	✓			The Phase I Quarterly Work Plan seen in the chart to the left.
Execute Sub-Lease Agreements	✓	✓		
Architecture & Engineering Work Begun	✓			
Secure Federal Development Grant	✓			This work plan reflects Sources Scenario 1 of the project's financing plan (see Appendices for scenarios).
Construction Bid & Quote Solicitations	✓			
Approval of Schematic Design Drawings		✓		
Approval of Design Development Drawings		✓		
Approval of Civil Engineering Drawings		✓		
Approval of Constructions Document Drawings		✓		
Select General Contractor		✓		
Application for Building Permit		✓		
Construction Financing Closed		✓		
Issuance of Building Permit		✓		
Construction Work Started		✓		
Major Renovation / Remodel Done-Shell		✓		
Internal Build-Out & Site Landscaping Done		✓		
Final Inspections/Certify. of Occup. Secured		✓		
Owner Turnover		✓		
Grand Opening Hosted		★		
TARGET JOBS TO LOW-INCOME PEOPLE		✓	✓	
Screen and Select New Hires		✓	✓	
Complete Employment Skills Training		✓	✓	
Conduct Wrap Around Supports w. New Hires		✓	✓	
Track, Report, and Evaluate Results	✓	✓	✓	

DEVELOPMENT TIMELINE

	Start Date	Completion Dates	Duration (days)	Duration (months)
Overall Project Timeline	5/22/20	7/8/22	766	25.5
1 City of St. Pete- Application Submission	5/22/20	5/22/20	0	0.0
2 City of St. Pete- Applicant Selection	5/22/20	7/22/20	60	2.0
3 Executed Lease Agreement with City of St. Pete	7/22/20	8/14/20	22	0.7
4 Environmanal and Soil Reports	7/23/20	8/23/20	30	1.0
5 Schematic Design	8/22/20	9/22/20	30	1.0
6 Design Documents	9/23/20	10/23/20	30	1.0
7 Construction Drawings	10/24/20	12/24/20	60	2.0
8 Tax Exempt Bond Application (FHFC)	10/30/20	11/30/20	30	1.0
9 Affording Housing Subsidy Applicaton- City of St. Pete	10/31/20	10/31/20	0	0.0
10 Tax Exempt Bond Inducement	11/30/20	11/30/20	0	0.0
11 City Site Plan Approval/ Permitted Plan Submission	12/1/20	12/24/20	23	0.8
12 Construction Bids Solitation and Process	1/2/21	1/16/21	14	0.5
13 Selection of General Contractor	1/16/21	1/30/21	14	0.5
14 FHFC SAIL/ FHFC ELI SAIL Submission	12/30/20	12/30/20	0	0.0
15 FHFC SAIL/ FHFC ELI SAIL Award	3/1/21	3/1/21	0	0.0
16 Permit Approval	3/30/21	3/30/21	0	0.0
17 Financial Closing Due Diligence	2/4/21	4/5/21	61	2.0
18 Start of Construction	4/8/21	7/23/21	105	3.5
19 50% Construction Completion	7/23/21	11/8/21	105	3.5
20 75% Construction Completion	11/8/21	2/23/22	105	3.5
21 100% Construction Completion	2/23/22	7/8/22	135	4.5
22 Unit Leased to 90% Occupancy	7/12/21	12/12/21	150	5.0
Financial Closing		4/5/21		
Construction Completion		7/8/22		
Stabilization		7/8/22		

8.4., 8.13. and 8.14. DEVELOPMENT CONSISTENT WITH COMMUNITY REDEVELOPMENT PLAN WITH ESTIMATED NEW JOBS AND EXISTING JOB TO BE RELOCATED

The new Sugar Hill Farmers Market, E Game and Seafood Market will create an estimated 56 new jobs, 34 of them full-time (of 30 hours per week or more). Jobs created by the ownership group and tenants will offer benefits to include health insurance plans, retirement benefits and paid leave. Timeline for jobs will be first three months the group takes control of the project to commence hiring from tenants and sponsor. Job creation should be complete within the first 18 months of the engagement and thereafter.

	# Jobs	# FT*	Vendor-Tenant Jobs		Avg Hrly Wage	Health Ins.?	Retirement Benefits?	Paid Leave Offered?
			# Jobs	# FT*				
Enterprise Owners	0	0	2					
Accountants	1	1			\$20.00	Y	401K	Vacation + Sick
Accounts Payable Clerk	1	1			\$13.00	Y	401K	Vacation + Sick
Warehouse Managers	1	1			\$20.00	Y	401K	Vacation + Sick
Store Manager	2	2	3	2	\$25.00	Y	401K	Vacation + Sick
Assistant Managers	3	3	3	3	\$18.00	Y	401K	Vacation + Sick
Cashiers/Customer Service Reps	3	3	22	16	\$12.00	Y	401K	Vacation + Sick
E Games	1	3	5		\$26.00	Y		
Property Manager	1	1	1	1	\$20.00	Y		
Food Service Workers (multiple titles)			20	10	\$12.00			
Delivery Drivers			2	2	\$12.00			
Maintenance Workers	2	2			\$12.00	Y	401K	Vacation + Sick
Human Resource Supervisor	1	1			\$15.00	Y	401K	Vacation + Sick
Operations Manager	1	1			\$30.00	Y	401K	Vacation + Sick
TOTALS	17	18	56	34	\$17.85			
TOTALS (All jobs, Cols 2-5)			56	34	<i>*FT=Full-Time</i>			
Newly Created			56	34	<i>Source for job titles & wages: Florida Department of Economic Opportunity</i>			

8.15. AFFIRMATIVE AGREEMENT BY PROPOSER TO ENTER INTO A BINDING AGREEMENT TO ENSURE THE COMPLETION AND OCCUPANCY OF THE DEVELOPMENT AND TO ENSURE THE CITY'S OBJECTIVES FOR THE PROPERTY ARE ACHIEVED

The Proposer (Sugar Hill Group, LLC) hereby affirms that the project team will enter into a binding agreement to ensure the completion and occupancy of the development, and to ensure that the City's objectives for the property are achieved.

8.16. WORKING WITH THE CITY ON HIRING NEEDS

Our teams community leadership and inclusion is a proven quantity. We intend to have extensive advertisement of opportunities using, Churches, the Weekly Challenger, and a project website to assist with this effort.

8.17. EFFORTS TO ENGAGE IN THE CITY'S SMALL BUSINESS ENTERPRISE PROGRAM

The team is dedicated to the SBE goal. The MEP and structural engineers are anticipated to meet this goal during the design phase. During the construction phase we will have extended outreach to SBE sub contractors. We will also give bid incentives for individual hiring within the CRA.

8.22. ANY EXTRAORDINARY TERMS OR CONDITIONS

The project team is fully versed in and committed to the workforce development strategies of the City of St. Petersburg and will be a devoted partner to the St. Pete Works! Initiative to target jobs and business opportunities to residents of the South St. Petersburg CRA and surrounding areas. Notably, the team will also support and help fund wrap-around services to in-poverty and low-income hires of Sugar Hill's ownership group and of vendor-tenants who locate there. This will include financial literacy training, career skills training, and financial support to help workers complete training programs that permanently improve their earning capacity. The team will also support a robust community benefit agreement, targeting construction contracting, investing and vendor opportunities to community-owned and locally-owned enterprises.

8.23. AN AFFIRMATIVE STATEMENT

The proposer is not party to or affected by any litigation, administrative action, investigation or other governmental or quasi-governmental proceeding which would or could have an adverse effect upon the Property or upon the ability of Sugar Hill Group, LLC to fulfill its obligations under any agreement relating to this RFP, and there are no lawsuits, administrative actions, governmental investigations or similar proceedings pending or, to Sugar Hill Group's actual knowledge, threatened against or affecting the Proposer's interest herein.



TAB 5 LETTERS OF SUPPORT

LETTERS OF SUPPORT



COMMUNITY SERVICE FOUNDATION, INC.

Affordable Housing Services

925 Lakeview Road • Clearwater, FL 33756-3420 • (727) 461-0618 • Fax (727) 443-6287
mail@csfhome.org • www.csfhome.org

May 18, 2020

Mr. Roy Binger
Sugar Hill Group, LLC
146 2nd Street N., Suite 310N
St. Petersburg, Florida 33701

Sent via email to: rbinger@bingerfinancial.com
roy.binger@seacoastbank.com

RE: Tangerine Plaza

Dear Mr. Binger:

The 2020 Plan /One Community Plan is pleased to support the partnership and joint venture of Sugar Hill Group, LLC and New Urban Development, LLC, to develop much needed affordable housing and a bring a grocery store to Tangerine Plaza. We welcome the opportunity to consider partnerships with organizations that seek to relocate to the 22nd Street South corridor.

The 2020 Plan is a 7-year collective impact initiative to reduce the African American poverty rate in St. Petersburg by 30% by the end of the year 2020. Over the years the initiative engaged the support of over 100 organizations and supported the creation of 30 programs to help community residents grow their income, contributing to a 46% reduction in the city's black poverty rate as of the most recent Census data.

In 2018, with the year 2020 rapidly approaching, leaders of The 2020 Plan – with support from the City of St. Petersburg – engaged over 500 community leaders to participate in creating a new **economic growth plan** for South St. Petersburg. That vision – called The One Community Plan – recently took flight as a 10-year initiative (2020-2030) to develop 10 "Big Ideas" that to accelerate income and asset growth for African Americans in St. Petersburg.

Community-led development of the kind reflected in your proposal for Sugar Hill is central to that goal.

We welcome the opportunity to consider partnerships with organizations that seek to relocate to the 22nd Street South corridor.

Please let us know if any additional information is needed.

Sincerely,

Harvey Landress
Co-Chair
The 2020 Plan Taskforce

*The 2020 Plan, Inc. is housed at The Pinellas County Urban League
333 31st Street North, St. Petersburg, FL 33713*

To: Tangerine Plaza Proposal Review Committee
Re: Letter of Support
Date: May 18, 2020

This is in support of the Sugar Hill Group LLC and New Urban Development proposal to develop Tangerine Plaza, located at 1794 -22nd Street South St. Petersburg. In September 2019, the Community Service Foundation Inc. acquired 21 single family properties within the South St. Petersburg Community Redevelopment Area. Our Foundation is dedicated to community and the acquisition provided an opportunity to preserve affordable housing in perpetuity.

This transaction is directly attributed to the leadership of Roy Binger and Pastor Murphy, whom facilitated the process to secure the funding. Sugar Hill Group LLC and New Urban Development has the financial capacity to fulfill its proposed multi-purpose affordable housing and retail development.

Also, being embedded in the South St. Petersburg Community means that the Sugar Hill Group and New Urban Development have lived experiences with community members. This will ensure that its proposed development reflects the heritage and culture of South St. Petersburg.

Most importantly, the Tangerine Plaza project represents a unique opportunity to fill the gap of a fresh grocery option; this aligns with Pastor Murphy's and Roy Binger's commitment to the health and wellness of South St. Petersburg residents.

For these reasons, the Community Service Foundation Inc.'s Board of Trustees strongly endorses the Sugar Hill Group LLC and New Urban Development proposal to develop Tangerine Plaza. We respectfully request your consideration to award the Tangerine Plaza Development to Sugar Hill Group LLC and New Urban Development.

Sincerely,

Edward A. Thiebe
Executive Director

A COPY OF THE OFFICIAL REGISTRATION AND FINANCIAL INFORMATION MAY BE OBTAINED FROM THE DIVISION OF CONSUMER SERVICES BY CALLING TOLL-FREE WITHIN THE STATE, (800) 435-7353. REGISTRATION DOES NOT IMPLY ENDORSEMENT, APPROVAL OR RECOMMENDATION BY THE STATE. THE FLORIDA DEPARTMENT OF AGRICULTURE AND CONSUMER SERVICES REGISTRATION NUMBER IS CH7452. COMMUNITY SERVICE FOUNDATION RECEIVES 100 PERCENT OF ALL CONTRIBUTIONS.



Pinellas County Urban League, Inc.
Building for Equal Opportunity

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 LINDA MARCELLI
 LUCKY'S REAL TOMATOES

FIRST VICE-CHAIRPERSON
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COUNSEL TO THE BOARD
 JOHN R. THOMPSON
 GOODE THOMPSON & MILLER



Mr. Roy Binger
 Sugar Hill Group, LLC
 146 2nd Street No. Suite 310N
 St. Petersburg, Florida 33701

333 - 31st Street North
 St. Petersburg, FL 33713
 Phone: (727) 327-2081
 Fax: (727) 321-8349
 Website: www.pcul.org
 E-Mail: info@pcul.org

Re: Tangerine Plaza
 May 20, 2020

Dear Mr. Binger:

I am very much excited to hear of the plans you have for the development of affordable housing and a grocery store to Tangerine Plaza on 18th Avenue South.

For many years there has been a need to create a systematic approach to the development of economic projects in south St. Petersburg. The joint venture of the Sugar Hill Group, LLC with the New Urban Development, LLC will lend itself to a solid partnership.

I have known The New Urban Development, LLC for over two decades and their work and accomplishments in the Miami, Florida area has been exceptional.

I stand ready to do what I can to make tis a successful project if selected.

I strongly support this project.

Sincerely,

Rev. Watson L. Haynes, II
 President & CEO

AFFILIATED WITH THE NATIONAL URBAN LEAGUE, INC.



501c 3 Non-Profit
 833B 22nd St. South
 St. Petersburg, FL 33712

Phone: (727) 1Deuces
 (727) 433-8237

Board President
 Antwaun Wells

Vice President
 Tony Macon

Secretary/Treasurer
 Misty Mack

Executive Director
 Veatrice Farrell



May 21, 2020

Mr. Alan DeLisle, Administrator
 City of St. Petersburg Development
 P.O. Box 2842
 St. Petersburg, Florida 33731

RE: Sugar Hill Group, LLC

Dear Mr. DeLisle:

The Deuces Live, Inc., is a certified Florida Main Street, operating on the historic 22nd Street South corridor in St. Petersburg, Florida.

On behalf of the Board of the Deuces Live, Inc., we welcome and are open to partner with organizations that seek to relocate on the 22nd Street South corridor.

Sincerely,

Veatrice Farrell

Veatrice Farrell
 Executive Director