

MONTROSE, CO OPPORTUNITY ZONE PROSPECTUS: INVITATION TO INVEST



Stay here. Play everywhere.






Prepared by the City and
County of Montrose for
the purpose of

*Demonstrating the readiness of the Montrose
community for successful investment.*



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Montrose, Colorado is a historic and picturesque city of nearly 20,000 residents on the Western Slope of the Rocky Mountains. Located approximately 60 miles south of Grand Junction, 60 miles north of Telluride, and 300 miles west of Denver, Montrose serves as a basecamp for visitors to the Mountain West, Black Canyon National Park, and mountain resorts such as Telluride and Crested Butte. The City was highlighted by Forbes Magazine in both 2016 and 2018 as the top ranking coworking space in the World and an Opportunity Zone to watch.

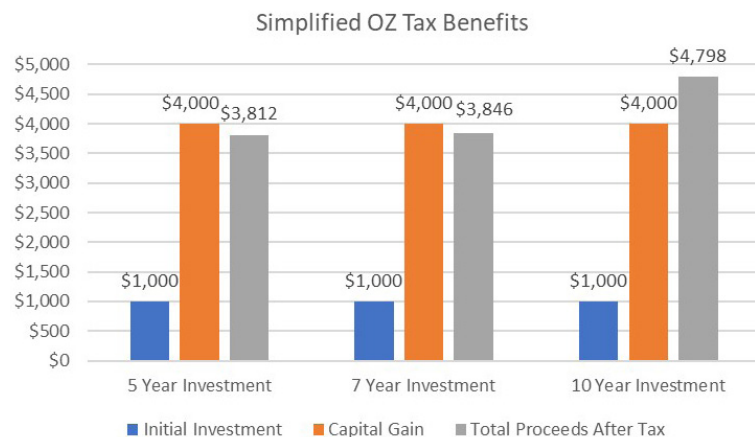
One of the City's core economic assets is its attractiveness as a place to live and work. Community assets include a robust regional airport, unconstrained interconnected and inexpensive broadband, wide open space for development, world class recreation and 300+ days of sunshine (solar powered). Downtown Montrose is an economic development asset that contributes to the diversity of retail offerings, residential experiences and the overall quality of life in the City. An active and successful downtown plays a vital economic and social role in Montrose, while helping it continue to be a regional service center.

WHAT ARE OPPORTUNITY ZONES?

OPPORTUNITY ZONES

Low income census tracts nominated by governors and certified by the U.S. Department of the Treasury into which investors can now put capital to work financing new projects and enterprises in exchange for certain federal capital gains tax advantages. The country now has over 8,700 Opportunity Zones in every state and territory.

WHAT ARE OPPORTUNITY FUNDS? Opportunity Funds are new private sector investment vehicles that invest at least 90 percent of their capital in qualifying assets in Opportunity Zones. U.S. investors currently hold trillions of dollars in unrealized capital gains in stocks and mutual funds alone—a significant untapped resource for economic development. Funds will enable a broad array of investors to pool their resources in Opportunity Zones, increasing the scale of investments going to underserved areas.

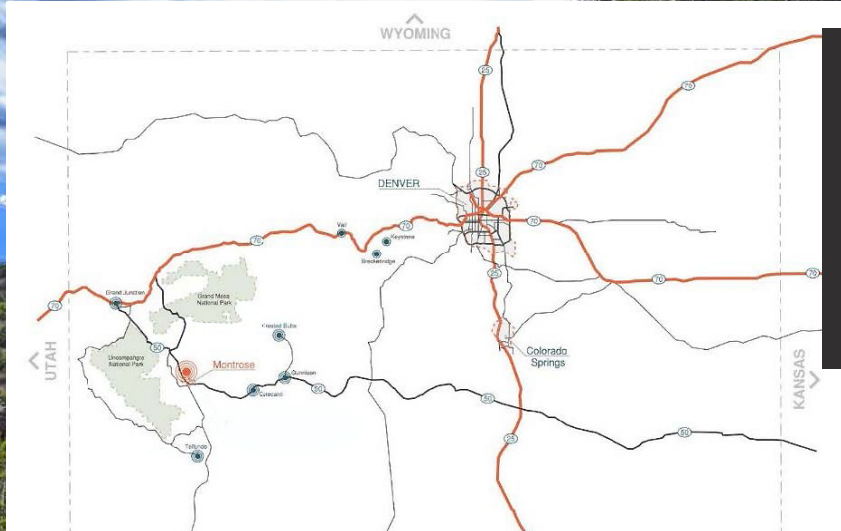


WHAT ARE THE INCENTIVES THAT ENCOURAGE LONG-TERM INVESTMENT IN ECONOMICALLY UNDERSERVED COMMUNITIES?

Opportunity Zones offer investors the following incentives for putting their capital to work in economically underserved communities:

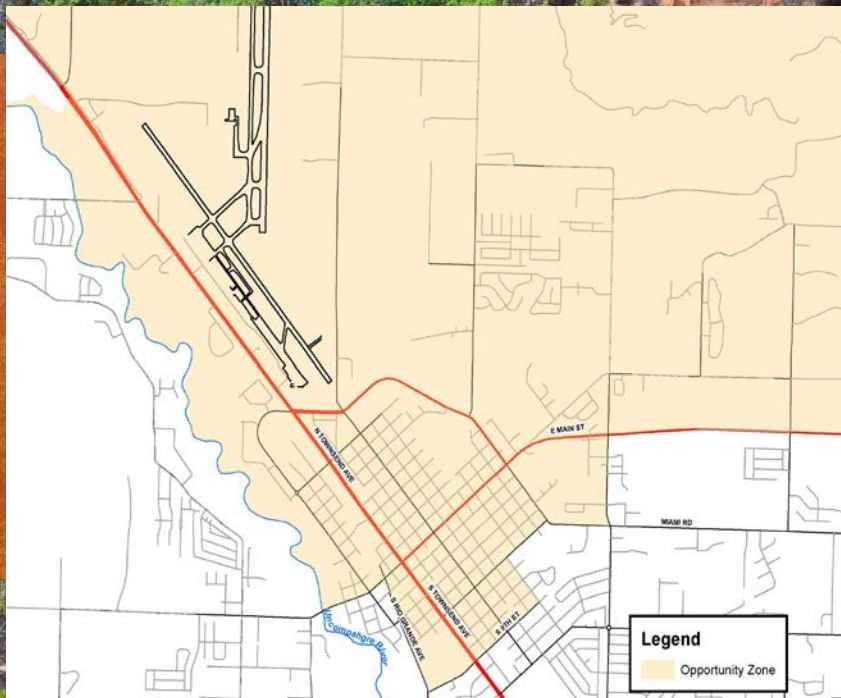
- A **temporary tax deferral** for capital gains reinvested in an Opportunity Fund. The deferred gain must be recognized on the earlier of the date on which the opportunity zone investment is sold or December 31, 2026.
- A **step-up in basis** for capital gains reinvested in an Opportunity Fund. The basis of the original investment is increased by 10% if the investment in the qualified opportunity zone fund is held by the taxpayer for at least 5 years, and by an additional 5% if held for at least 7 years, excluding up to 15% of the original gain from taxation.
- A **permanent exclusion from taxable income of capital gains** from the sale or exchange of an investment in a qualified opportunity zone fund, if the investment is held for at least 10 years. (Note: this exclusion applies to the gains accrued from an investment in an Opportunity Fund, not the original gains).

MONTROSE OZ LOCATIONS



CENTRALIZED IN THE ROCKY MOUNTAIN REGION

This project is easily accessible to two major metropolitan areas: Salt Lake City and Denver. It is also located minutes from a regional airport with daily direct flights serving 12 major US cities including; New York, Newark, Charlotte, Atlanta, Chicago, Dallas, Houston, Phoenix, Los Angeles, San Francisco, Denver, and Salt Lake City.



The opportunity zones of focus for this prospectus include the areas of land in Montrose City and County primarily located to the north of Highway 50 and east of the Uncompaghe River and those in the Downtown Development Area in downtown Montrose. The designated zones focus new investment in the existing downtown and the areas between the airport and Main Street. While other areas of Montrose County outside the City of Montrose are also designated Opportunity Zones, this prospectus assesses development and investment market and potential around the core downtown.

SOCIAL OVERVIEW

Institutions



Local Government Institutions - The City of Montrose operates under a council/manager form of government. This system of local government combines the strong political leadership of elected officials in the form of a council, with the managerial experience of an appointed local government manager. The current City Manager has been in place since 2011, creating a culture of accountability, efficiency, professionalism, and achievement. The mission of the City leadership is to promote the Montrose Lifestyle by providing innovative and service-oriented leadership for a vibrant community.



Montrose County is a Colorado statutory county government operating under the direction of the Board of County Commissioners. This three member board represents all citizens of the county. The board is supported by a highly competent professional staff working under the direction of an appointed County Manager. The County Manager has served since 2014 after having had a lengthy and successful career in the private sector which included the design and construction of hundreds of millions of dollars in capital projects. The county is an outstanding fiscal position and considers maintenance of a business friendly environment to be a top priority.

City and County Economic Development Activity - The City of Montrose and the County's non-profit, Montrose Economic Development Corporation (MEDC), collaborate on projects of all sizes within the City and County limits. Both entities have been instrumental in creating a Downtown Development Authority (DDA), Urban Renewal Area, and Redevelopment Overlay District to assist with economic development in the hub of Montrose. Working closely together in the attraction of new development is a hallmark of the team, with the attrac-

tion and ongoing development of the Colorado Outdoors project and Ross Reels Headquarters as a major recent win for Montrose. This \$150 million development is the cornerstone of redevelopment along the Uncompaghere River, featuring mixed use residential and retail, along with new hotel space and recreational amenities.



The City of Montrose Development & Revitalization Team (DART), formerly the Main Street Program, has undertaken a number of critical steps in a short period of time to establish the organization and set a solid foundation on which to build a productive future. DART brought together various community development functions to help leverage individual efforts into something greater, and is working towards a city-wide approach to supporting businesses and promoting economic vitality.



County Economic Development Corporation - The Montrose Economic Development Corporation (MEDC) is a nonprofit organization governed by a volunteer board of directors, comprised of community business members and elected officials. The organization represents the communities of Montrose, Olathe, Nucla, and Naturita. Operating funds are provided by MEDC investments from businesses, local government, and individuals, who are united in their support of the future economic strength and diversity of the community.

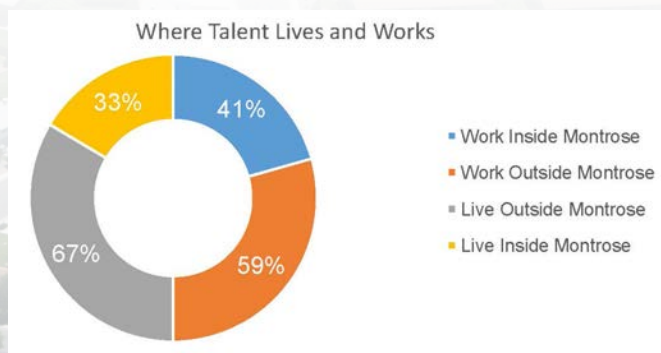
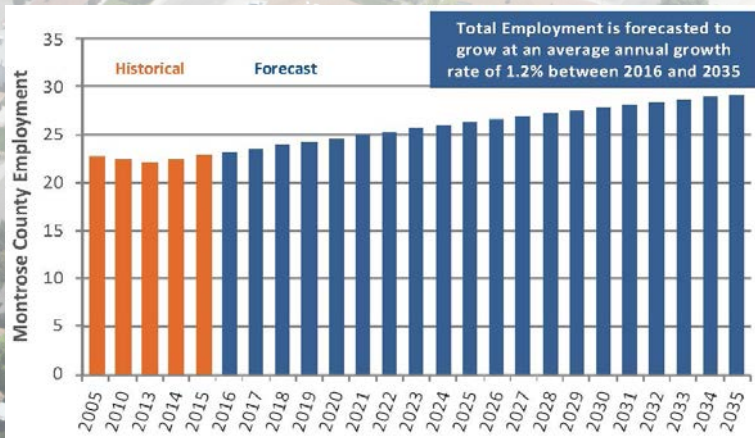
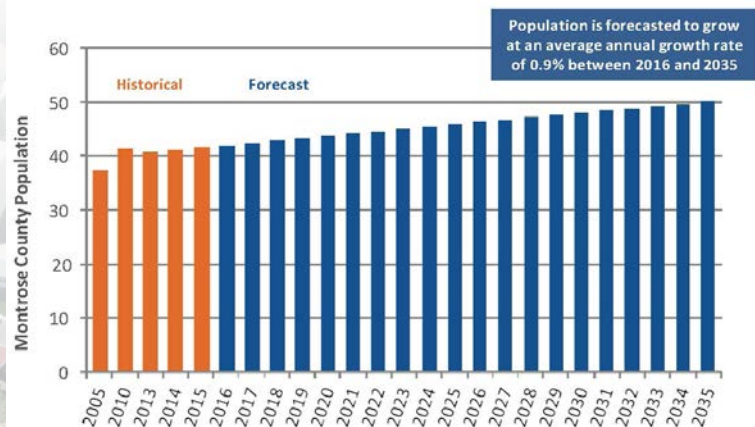
The Mission of MEDC is to strengthen Montrose County's economic base and increase the standard of living for all of its residents through the retention, expansion, attraction, and development of primary jobs and capital investments. This Mission includes the promotion of workforce enhancement, agriculture advancement, and other business development that provides economic diversification and stabilization.

Over the past decade, the City of Montrose has invested around \$1 million in development projects, creating over \$22 million in economic growth.

Demographics

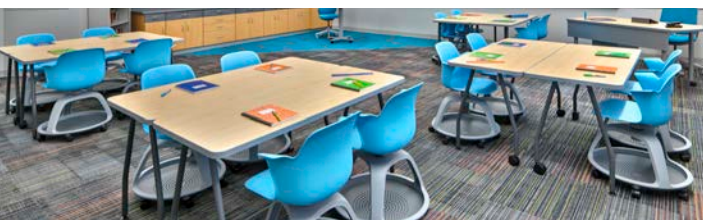
Recently released yearly economic indicators for Montrose County show an abundance of good news. Median household income had what can only be described as an amazing jump from a 2016 number of \$43,285 to a 2017 number of \$51,031. That is an incredible increase for one year and reflective of the type of economic boom that Montrose was having in 2017 and 2018. Note that Census data always has quite a lag, so 2018 data will not be available for some time. In line with this, the percentage of the population below the poverty line fell, and is now trending downwards for 3 years in a row after trending upwards from 2012-2015. Personal income, another measure of county growth, and a proxy for GDP at the county level is the type of economic prosperity that characterizes Montrose at the time this report was produced.

The two main industries driving employment and wage growth since the bottom of 2016 are construction and health care. Construction has added 323 jobs, while health care has added 209. In addition to jobs, these two industries have added the most in wages in this time horizon, accounting for 47% of new wages.



Colorado has some of the lowest property taxes in the nation for residential uses. Commercial property taxes are also competitively low compared to other states.

2016 Industry Sector	Average Establishments	Average Employment	Total Wage	Average Weekly Wage
Accommodation & Food Services	84	1,255	\$21,464,216	\$329
Administrative & Waste Services	70	494	\$13,453,380	\$524
Agriculture, Forestry Fishing & Hunting	44	242	\$7,299,233	\$580
Arts, Entertainment & Recreation	22	282	\$4,959,268	\$338
Construction	199	971	\$42,342,408	\$839
Educational Services	7	Confidential	Confidential	Confidential
Finance & Insurance	53	298	\$16,008,507	\$1,033
Health Care & Social Assistance	139	2,713	\$109,094,197	\$773
Information	20	192	\$6,715,143	\$673
Management of Companies & Enterprises	10	Confidential	Confidential	Confidential
Manufacturing	68	1,269	\$48,434,240	\$734
Mining	9	51	\$4,038,463	\$1,523
Other Services, Ex. Public Admin	91	376	\$14,334,724	\$733
Professional & Technical Services	116	435	\$23,778,346	\$1,051
Public Administration	35	1,024	\$55,948,509	\$1,051
Real Estate & Rental & Leasing	56	309	\$10,355,833	\$645
Retail Trade	158	2,095	\$58,641,459	\$538
Transportation & Warehousing	56	559	\$19,083,939	\$657
Unclassified	1	Confidential	Confidential	Confidential
Utilities	16	288	\$20,635,165	\$1,378
Wholesale Trade	71	471	\$21,670,108	\$885
Total All Industries	1,323	14,415	\$542,362,173	\$724



STRENGTHENING MONTROSE

Montrose saw strong growth in 2017 and 2018. Newly released median household income hits \$51,031 in Montrose, up from \$43,285 in 2016.

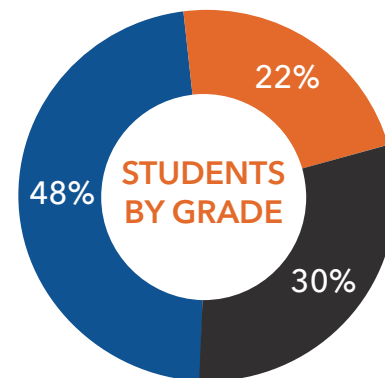
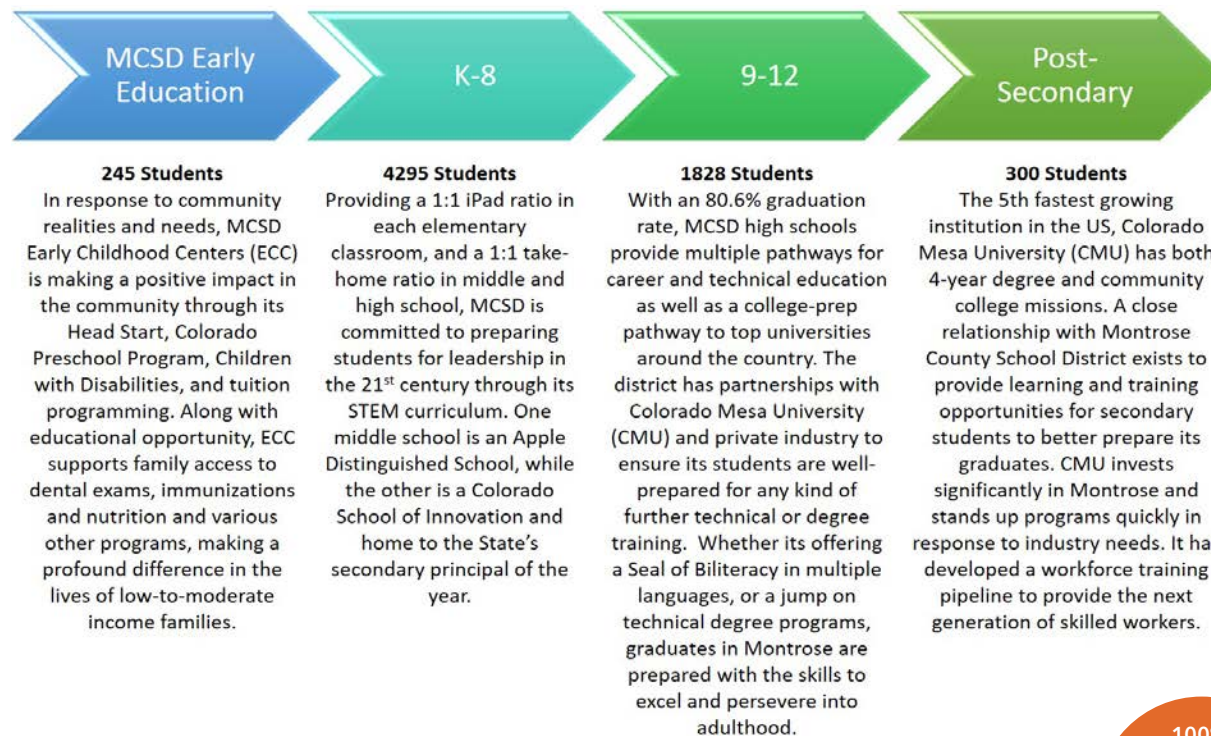
First STEM District in Colorado

Educational Attainment

19.8% of the selected Montrose regions' residents possess a Bachelor's Degree (1.1% above the national average), and 6.8% hold an Associate's Degree (1.2% below the national average).



	% of Population	Population
A Less Than 9th Grade	5.1%	3,773
A 9th Grade to 12th Grade	5.1%	3,791
A High School Diploma	29.8%	22,095
A Some College	23.4%	17,327
A Bachelor's Degree	19.8%	14,626
A Graduate Degree and Higher	10.0%	7,378



100% of teachers trained in STEM and Problem-Based Learning Practices

● Pre-K - 5 ● Grades 6-8 ● Grades 9-12

OPPORTUNITY ZONE DESIGNATION

FEDERAL TAX CREDITS

First approved zone in Montrose County as part of US Census Tract 9663

The project is approved as an official Opportunity Zone by the US Department of the Treasury. This federally-approved designation allows for:

- NO LONG TERM CAPITAL GAINS TAXES:** For an investment held for 10 years within the Zone. Investments include those made for operating businesses, equipment, and real property (both real estate or infrastructure).*
- 36% HIGHER RETURNS:** For investments within the zone, when compared to an alternative investment with an 8% annualized return.*



*Source: Economic Innovation Group | EIG.org

12 BUSINESS INCENTIVES FOR COMING TO MONTROSE

All incentives are subject to government approvals and successful applications.

OEDIT* CREDITS

*Colorado Office of Economic Development & International Trade

- Up to \$10,000 Cash Job Incentive creation:**
Cash payments per net new job created and maintained for one year. Up to \$5,000 from the Strategic Fund / up to \$5,000 from the City of Montrose.
- 8 year exemption from BOTH Business and Employee State income taxes:**
The Rural-Jump Start program provides tax relief for companies & their employees relocating or expanding.
- Manufacturing Exemptions for Sales and Use Tax:**
Exemption from State sales & use tax on purchases of manufacturing machinery, machine tools & parts
- Colorado First Job Training Incentive - \$1,200 per full-time employee:**
For companies that are relocating or expanding in Colorado & provide funds only to net new hires.
- Job Growth Incentive - Tax Credit:**
Provides state income tax credit to businesses involved in job creation projects.

STATE TAX CREDITS

- New Enhanced Rural Areas Job Tax Credit - \$2,000/Job:**
Additional credit per new job located in Montrose County's Enhanced Rural Enterprise Zone.
- New Employer Health Insurance Tax Credit - \$1,000/Covered Employee:**
2 years for each employee insured under a qualified employer-sponsored health insurance program.
- Job Training Tax Credit - 12% of Eligible Training Costs:**
Employers who carry out a qualified job training program for their enterprise zone employees.
- Investment Tax Credit of Equipment Purchases - 3% of Equipment Purchases Cost:**
Excess credits may be carried back 3 years & forward 12 years.
- Commercial Vehicle Investment Tax Credit - 1.5% of Qualifying Vehicle Purchases**

REGIONAL & LOCAL INCENTIVES

- Personal Property Tax Abatement:**
Abatement of the County portion of the taxable personal property.
- Sales and Use Tax Abatement:**
Abatement from City 3.3% sales & use tax on manufacturing equipment brought in for the first 3 years.

"When they (Montrose) make up their mind to do something, or to get something, they go out of their way, and you'd better get out of their way, because they're going to get it."

CO State Representative, Marc Catlin, to CO State House of Representatives 3/29/19



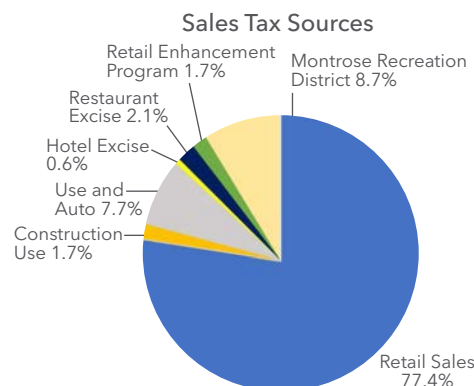
EXISTING DEVELOPMENT MARKET ENVIRONMENT

Public/Private Partnerships – The City of Montrose has a track record of successful partnerships with private and non-profit entities. The City's willingness to partner is strong, as is evidenced by its past performance in creating innovative incentive packages for willing partners, land purchases to clear the path for development projects, and streamlining the development review process to expedite favorable development to the community's mission.

State and Local Incentives – With twelve incentives at the federal, state, and local level available for stacking on top of the Opportunity Zone designation, investing in Montrose never was easier or more profitable. The City and County of Montrose are known for partnering in creative ways to bring business to town. A project that is beneficial to the economy and community always garners special attention, and the local governments will help you however they can to make your effort a success.

Private Investments – Investments in Montrose take all shapes and sizes. Colorado Outdoors is an example of a large, private investment in anchoring the redevelopment and growth of the City. Smaller investments by philanthropic groups, such as the Montrose Community Foundation, contribute to strengthening the social and economic fabric of the community. Growing investments and resiliency have been the focus of this Foundation for thirty years.

Tax Sources – The tax base in Montrose is largely composed of retail sales related to tourism and the service industry. This corresponds with Montrose's significant



tourist industry, with its proximity to 3 major ski resorts, world class recreation areas, and local mountain biking meccas. Recreation district taxing areas bring up a distant second, with other sources related to the service industry such as hotel and restaurant taxes rounding out the list.

Development Friendly Policy Encouraging Growth – Montrose City and County are surrounded by prime outdoor resources, attracting visitors year-round. Its access to these natural resources, coupled with a robust broadband network and efficient municipal governments, make it a unique location for private investments.

Providing adequate, cost-effective community infrastructure and services to meet growth needs is a primary goal of "Moving Montrose Forward" (MoveMo). MoveMo is all about equipping Montrose for a successful future by investing in public infrastructure improvements. This includes expansion of our transportation network (incl. pedestrian and bicycle facilities/trails), maintenance of existing roadways, and improvements/maintenance of water, sanitary sewer, and storm sewer utilities. In 2018, the City invested approximately \$18 million in public infrastructure as part of the MoveMo effort.

Challenges to Development

- Capturing tourist dollars passing through Montrose on way to Telluride, CO
- Downtown residential and retail development demand hampered by low rents, high storefront vacancy and high construction costs
- Residential and retail development may require additional economic incentives in the form of public improvements and in-kind property improvements, which we have in Montrose!

BROADBAND AND TECHNOLOGY



Forbes

PROXIMITY SPACE

According to the 2016 Forbes Magazine, it's the #1 coworking space in the world!

Over \$10M in State Broadband Investment

The Colorado State Department of Local Affairs (DOLA) has provided funding to Region 10 and grants to DMEA, which the City of Montrose has matched with budgeted funds. Since 2016, the City Council has budgeted over \$850,000 in the municipal budget to build a municipal fiber-optic network connecting up to 33 community anchor institutions in Montrose."


Goal of 1GB Symmetrical Service

In 2017, the City and Delta Montrose Electric Association (DMEA) signed a Memorandum of Understanding which provided assurances to the City of a commitment by DMEA to help reach the City's goal of having ubiquitous gigabit service available at affordable prices in Montrose within four years. DMEA is 40% complete in providing 1GB in its entire service area, and even higher in Montrose alone.

With a robust internet infrastructure in Montrose, individuals have an opportunity to work and learn remotely without leaving town. Proximity Space in Montrose is a great example of this work benefit in action. We are seeing numerous location-neutral employees taking advantage of our gigabit network to interact with distant employers and customers while enjoying the Montrose lifestyle. In education, an entire secondary school (Peak Academy) is devoted to online learning opportunities supporting alternative educational styles and outcomes. Students are afforded a flexible, innovative learning environment from the availability of this broadband, which supports budding entrepreneurs and young adults in the gig economy.

Wholesale costs reduced from up to \$50 per megabit per month to under \$0.50 per megabit per month

DMEA launched "Elevate Fiber" in 2016, a local, co-op, fiber internet company providing Montrose and surrounding communities with 1GB service.



Montrose's broadband has 1G speed at an accessible price point.

ELEVATE
FAST INTERNET ► (for real)

VISION FOR BROADBAND PLANNING

The Montrose community leverages economic, social, and environmental benefits from leading-edge, integrated information technologies. Synergies among residents, local businesses, industry, community groups, and institutions provide opportunities for significant economic and population growth downtown, while encouraging robust multi-modal transportation, mixed use development design, and land use design.



HOUSING

Factors affecting the residential housing market include rising demand for workforce and affordable housing as potential businesses eye Montrose for new opportunities and existing businesses seek to expand and recruit employees. More than 15,000 people, or about 32% of the workforce, commute daily to work in Montrose. The 55+ population is nearly 33% higher than the national average, opening opportunity for construction of low maintenance single family homes. Over the past 5 years Montrose has seen rent increase by 38%. Last year, the median price for rentals was \$839. Moving into 2019, median rental prices are approaching \$1275.

0%
Current
Montrose
vacancy
rate

Median
rental rates
are significantly
increasing
each year

25%
Amount
valuations of
vacant land
within city
limits have
risen

Housing prices are steadily increasing. Current multi-family valuations have risen 15-30%. Last year, the median price for rentals was \$839. Moving into 2019, median rental prices are approaching \$1275. Over the past 5 years Montrose has seen rent increase by 38%. Median prices for homes are currently \$250,000 and have increased by 42% in the past 5 years. Increasing the supply of attainable housing is a community priority.





indoor arena
bookings
are up
12.5%

from
2018-2019,
meeting
room rentals
are up
25%

MONTROSE COUNTY EVENT CENTER

Over 63,000 sq ft of free span building space, the indoor arena has the space and flexibility to host a myriad of events. The dirt floor configuration makes the space viable for equestrian shows, rodeos and motorized events like arena cross, tractor pulls and monster truck shows. The dirt can also be covered with a high impact stadium grade event floor for expos, festivals, concerts, sporting competitions, and large scale galas.

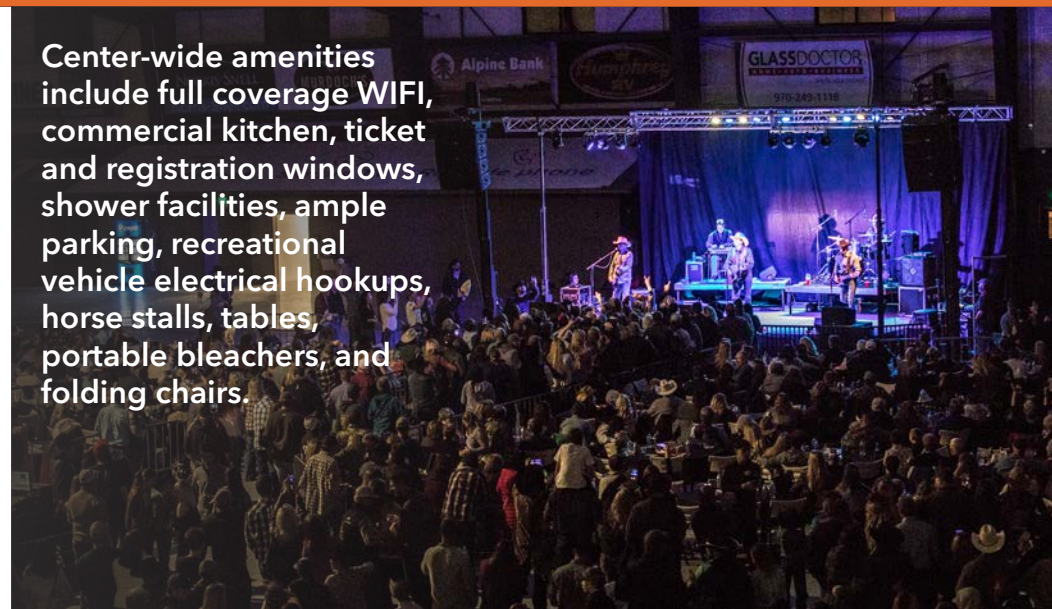
Multi-functional
arena floor meeting
space, fixed seating
for 1,727 attendees,
and parking area.

Liquor
license allowing
events to offer a full
variety of alcoholic
beverages
to attendees.

Meeting
space (3 rooms-
600 sqft and 1 room-
5,400 sqft), banquet
area, commercial
kitchen, and shower
facilities.



Center-wide amenities
include full coverage WIFI,
commercial kitchen, ticket
and registration windows,
shower facilities, ample
parking, recreational
vehicle electrical hookups,
horse stalls, tables,
portable bleachers, and
folding chairs.



AIRPORT

\$221.8
million in
output

2,775
jobs
provided

\$79
million
annual
payroll

Montrose Regional Airport (MTJ) is the fastest growing airport in Colorado, with the best hub service outside Denver International Airport (DIA). These hubs are diverse, with new major cities added each year. This broad range of service locations complements the growing business and investment attractiveness of Montrose, enabling both business and pleasure travelers direct access from some of the country's major financial hubs. Currently, direct flights arrive into Montrose from New York, Newark, Charlotte, Atlanta, Chicago, Dallas, Houston, Phoenix, Los Angeles, San Francisco, Denver, and Salt Lake City. Five major airlines serve Montrose with this nonstop service to these major destinations throughout the U.S. In FY 2018, 266,533 passengers were serviced at the airport.

Montrose serves three world class ski resorts and several natural wonders, such as the Black Canyon National Park, which is only a 20 minute drive. Plans for a significant terminal expansion in the near future will enable the airport to continue meeting the needs of its domestic and international customer base to the highest level.

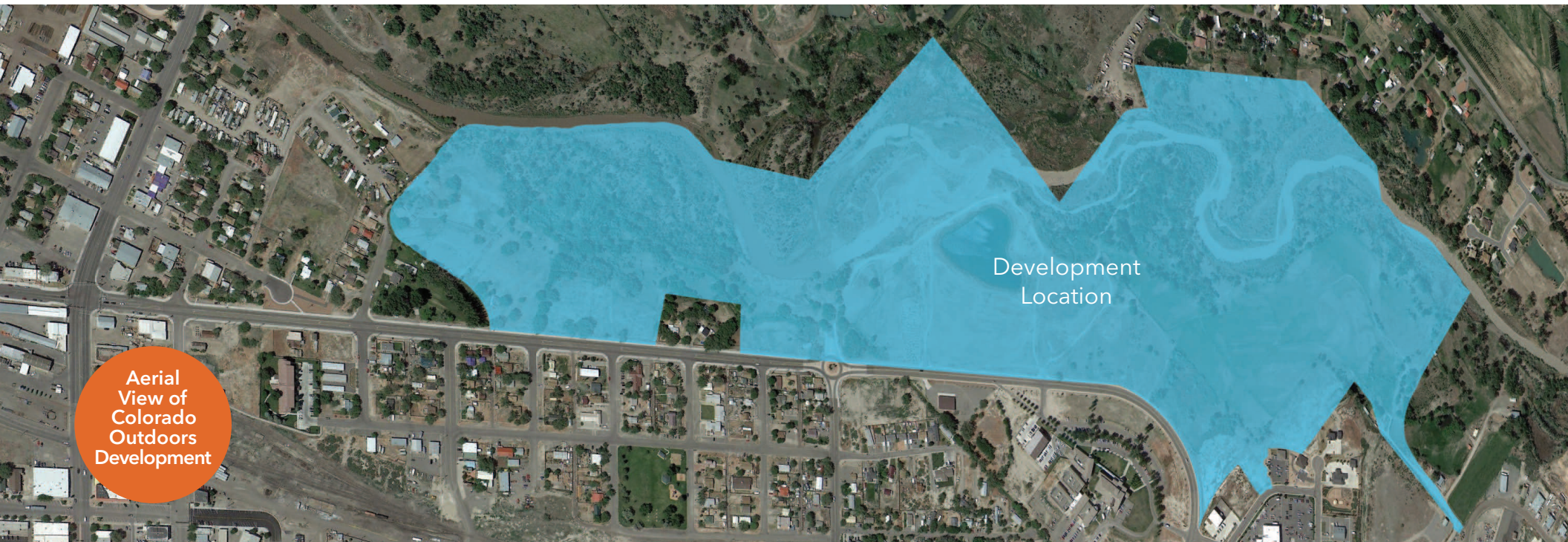
The airport's economic contribution to the communities it directly serves in Western Colorado totals \$221.8 million in output and 2,775 jobs, with an annual payroll of \$79 million.



MONTROSE OPPORTUNITY ZONE FOCUS



Downtown
Mixed Use
Retail and Loft
Building



Aerial
View of
Colorado
Outdoors
Development

Colorado
Outdoors
Development
Masterplan

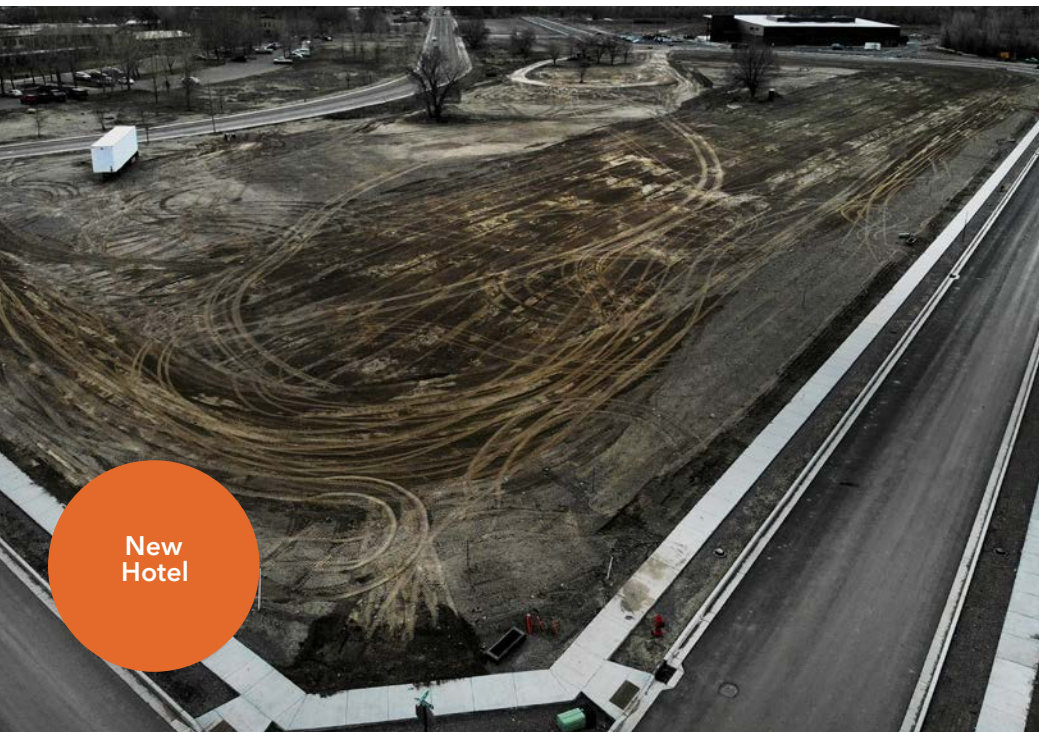


DOWNTOWN COLORADO

inc.

Montrose Urban Renewal Authority (MURA)
2019 Governor's Award for Excellence

Best Urban Renewal Project



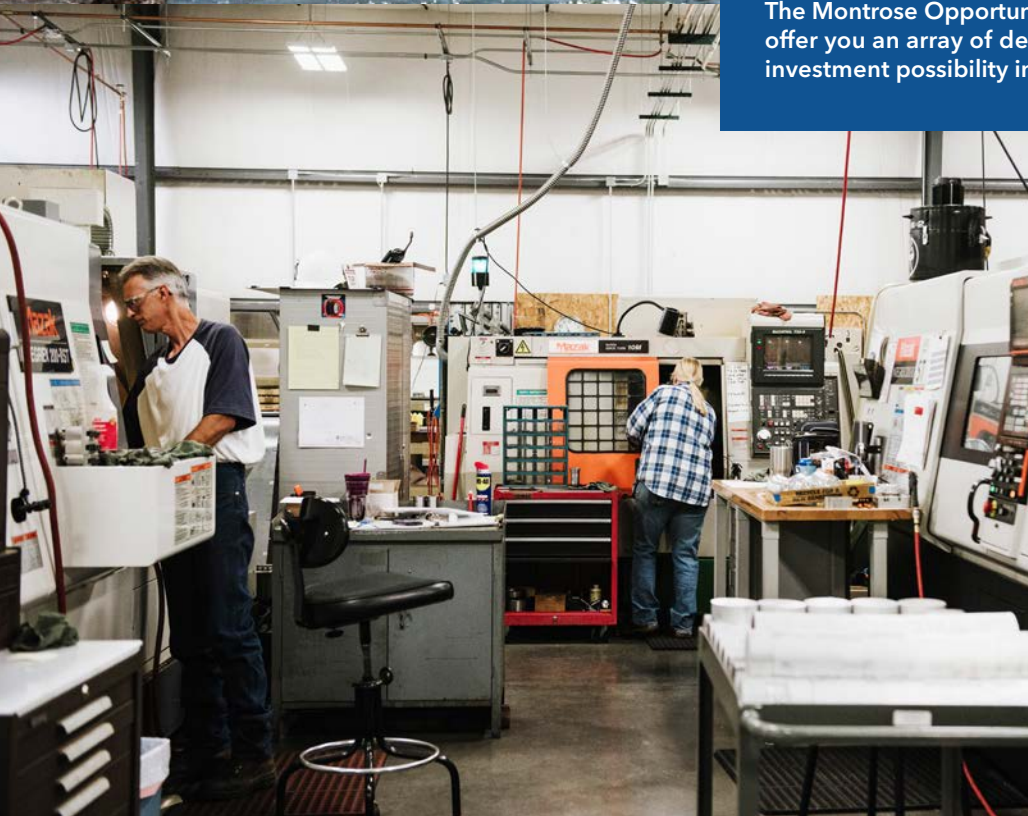
Downtown
Historic Mixed
Use Building





ENDLESS OPPORTUNITIES IN MONTROSE, CO

The Montrose Opportunity Zones "MO-ZONES" offer you an array of development and investment possibility in our corner of paradise.





COLORADO OUTDOORS^{LLC}

Mission: Transform Montrose into a compelling destination for business. Our focus is on the revitalization of the famed Uncompahgre River corridor in Montrose, Colorado. Our goal is to provide the region with three things:

- A desirable location for business relocation and commercial enterprise, bringing skilled jobs;
- A restored and enhanced river for the benefit of our community;
- Quality, workforce housing for local residents.

Mayfly Outdoors, a leading manufacturer of the high-performance, precision fishing tackle brands Abel® and Ross Reels®, is one of the first occupants of this outdoor industry and enthusiast center and the first to break ground with its state-of-the-art, 41,000 square foot headquarters now under construction.

The Western Slope is a central economic engine for Colorado's outdoor recreation economy. One of our main strategies is to recruit and expand primary jobs within the outdoor industry to Montrose.

- 71% of Colorado residents participate in outdoor recreation each year.
- \$2.19 billion is spent each year on outdoor recreation on the Western Slope & 241 outdoor businesses currently call the region home.*
- Camping, Trail Sports, and Fishing are the most popular outdoor activities.

*Outdoor Industry Association (OIA) statistics from Colorado's 3rd Congressional District. [See the statistics here.](https://coloradooutdoors.co)

BY THE NUMBERS

164.3
ACRES
of land

1.45
MILES
of pristine riverfront

83.3
MILLION
in total infrastructure investment

670k
SQ. FT.
of non-residential construction



<https://coloradooutdoors.co>

SUMMARY OF OZ PROJECT MODELING

**Hotel
10-year
OZ ROI 8-9%
annual**

In order to provide potential investors an in-depth financial understanding of the potential projects available for investment and development now in downtown Montrose, the prospectus summarizes a detailed opportunity zone analysis for the key properties listed in the focus area. The team performed detailed modeling on a potential hotel in the downtown and a historic downtown building envisioned for mixed use development. This exercise provides the extra level of comfort for any potential investor that seasoned real estate experts have performed the usual and customary background financial assessment required to move further with a property. The team of local and national experts with significant experience in private hotel, retail, and residential development, downtown redevelopment, tax implications, and now Opportunity Zones, created these models for the City and County to work directly with investors in finding mutually beneficial scenarios for investment. High level assumptions for the modeling are listed on the facing page, with more detailed

**Historic
mixed use
10-year OZ
ROI 5%
annual**

assumptions and the model available with the City of Montrose Director of Business Innovation.

Modeling results showed a compelling return on investment for hotel development within the OZ. Ten-year return on investment (ROI) ranged from 80%-90% at the project level and 8%-9% on an annual basis within the OZ. Project ROIs for 5 and 7-year projects in the OZ remain strong, bettering 60% and 8-9% annually. Even outside the OZ, modeled project returns are attractive approaching 50% with an annual ROI of 4-6%. The market for hotel development is strong in Montrose, and investor interest is high. The new Event Center, coupled with a rapidly growing airport and tourist economy, have resulted in significant shortages of hotel space throughout the year.

Downtown mixed use retail and high-density residential development in historic buildings is also favorable for development. Models show more modest returns, but still desirable from an investment perspective. 10-year OZ investments near a project ROI of 50% and 5% annually, while 5 and 7-year OZ developments better 30% project ROI and 2-3% annually.





Modeling Assumptions for Project Type: Hotel and Mixed Use

1. Hotel development model is assumed to be a branded limited service hotel built within the Montrose Opportunity Zone as designated by Section 1400Z-1 of the 2017 Tax Cuts and Jobs Act.
2. Downtown historic building mixed use retail and high-density renovation development model is assumed to be an existing state registered historic building in downtown Montrose and within the Montrose Opportunity Zone as designated by Section 1400Z-1 of the 2017 Tax Cuts and Jobs Act.
3. As of right entitlements assumed for both the hotel and historic building mixed use development options.
4. Real estate market data used in developing the financial models, including but not limited to land cost, construction costs, construction timeframe, retail and apartment rent rates, hotel room rates, stabilization and absorption rates and capitalization rates were obtained from local and regional developers, commercial real estate brokers, construction contractors and national real estate and brokerage services.
5. Estimated stabilized net operating income and market capitalization rate were used to estimate investor's potential return on the investment.
6. Net operating income developed for the financial models was treated as ordinary income and not included in investors potential return on the investment.
7. Total project costs of \$155/SF (acquire and renovate) and an exit sale price \$200/SF after stabilization.
8. Hotel development option assumed to be constructed on a pad ready lot.
9. Historic building mixed use development option assumed to have fully functioning utilities to the building structure.
10. Opportunity Zone income tax incentives and assumptions used in the financial model are based on Section 1400Z-2 of the 2017 Tax Cuts and Jobs Act, and subsequent revisions.
11. The hotel and historic building mixed use development options were modeled on Opportunity Zone ten, seven and five-year tax incentive investment horizons. For comparison purposes the two development scenarios were also modeled as real estate investments not benefiting from Opportunity Zone tax incentives.
12. Applicable economic incentives identified and quantified based on publicly available information provided by the national, state, regional and local entity(s)/ agency(s) responsible for administering such incentives.

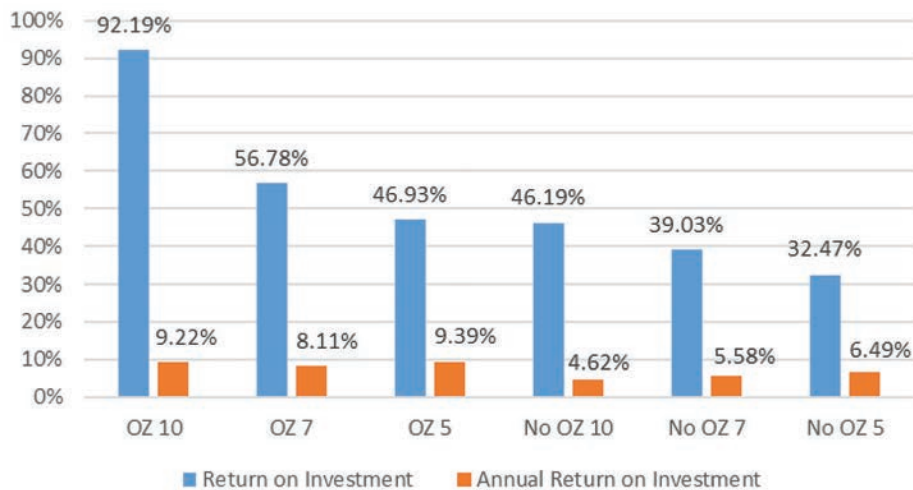
Potential Hotel

A potential hotel in Montrose is modeled as a profitable development option as part of this prospectus. Modeled returns are highest in the OZ, with 10-year project returns over 90%. The siting of the hotel is flexible, with locations available both inside and outside the Opportunity Zone.

Locations within the OZ have the potential to capitalize on proximity to the new event center and serve the visitors year round. Locations on the south end of Townsend Blvd are not within the OZ, but would serve visitors wanting more affordable accommodations in closer access to Telluride. Modeled with a project return of approximately 45%, development in this area of town can still be profitable.



Hotel Project ROI and Annual ROI



Use	Hotel Development					
	OZ			No Oz		
Investment Terms (Yrs)	10	7	5	10	7	5
Pre- / Post-tax Investment	\$12,800,000	\$12,800,000	\$12,800,000	\$16,758,659	\$16,758,659	\$16,758,659
Return on Investment	92.2%	56.8%	46.9%	46.2%	39%	32.5%
Annual Return on Investment	9.2%	8.1%	9.4%	4.6%	5.6%	6.5%
Project Equity Multiple	1.71	1.37	1.31	1.46	1.39	1.32
Profit	\$11,800,000	\$7,300,000	\$6,000,000	\$7,800,000	\$6,600,000	\$5,400,000
After Tax Proceeds	\$24,500,000	\$20,000,000	\$18,800,000	\$24,500,000	\$23,300,000	\$22,200,000

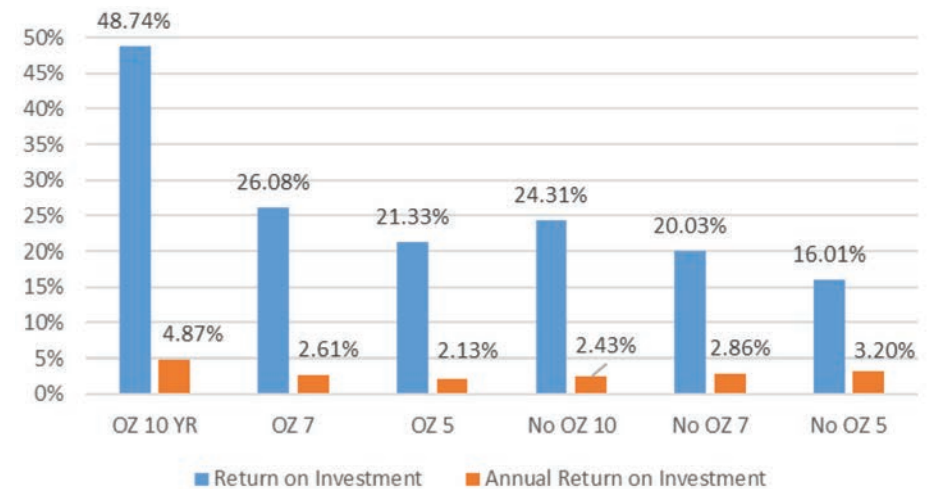


Historic Mixed Use Building

Several buildings on Main Street and in its immediate vicinity are historic and integral parts of the City's history. This prospectus modeled a specific historic building, located next to City Hall, as an example for the entire downtown. Architectural features inherent to existing properties such as these enhance the streetscape and character of downtowns. Financially, additional incentives are often available for renovation of such properties, as in the building modeled in Montrose. A 10-year ROI of nearly 50% is the most profitable development option, with other investment options predicted to perform at ROIs in the 20% range. The City is highly motivated to further incentivize redevelopment of these properties, working closely with potential developers to make projects such as this example successful.

Use	Mixed Use Historic Downtown Building Renovation					
	OZ			No Oz		
Investment Terms (Yrs)	10	7	5	10	7	5
Pre- / Post-tax Investment	\$1,856,500	\$1,856,500	\$1,856,500	\$2,436,352	\$2,436,352	\$2,436,352
Return on Investment	48.7%	26.1%	21.3%	24.3%	20%	16%
Annual Return on Investment	4.9%	2.6%	2.1%	2.4%	2.9%	3%
Project Equity Multiple	1.62	1.55	1.49	1.24	1.20	1.16
Profit	\$1,033,217	\$623,985	\$507,691	\$592,183	\$623,985	\$507,691
After Tax Proceeds	\$2,889,717	\$2,480,485	\$2,364,191	\$3,028,535	\$2,924,431	\$2,826,304

Historic Building Project ROI and Annual ROI



INVESTMENT OPTIONS

The Western Slope is a unique place; a dichotomy of its historical rural, ranching communities and the innovation, creativity, and entrepreneurship of the booming Front Range communities. Economic promise and potential are unique in these areas, where communities value a more deliberate pace of life focused on outdoor amenities, while keeping in step with many urban areas thanks to amenities such as broadband. To meet this climate of rural innovation, leaders on the Western Slope have created several venture funds and Opportunity Zone Funds that are now available for assisting investors and developers in realizing profits while supporting positive social impact in rural Colorado. These funds support economic development in rural communities where urban amenities meet rural resilience. The managers of the funds aim to assist needs often overlooked in rural

communities like Montrose. They are managed by leaders who live in and understand the Western Slope.

Funds on the Western Slope today are assessing opportunities in residential, hotel, and mixed use development. Some focus on rentals and renovation, while others are working primarily with new real estate built by established developers. Investment and fund sizes vary, with some in the smaller range for the average investor and some at a larger scale due to the size of development. Desired returns are in the double digits across investment type. New Opportunity Funds are under development and creating new linkages with communities like Montrose, thus, interested investors can access the opportunities directly through City and County representatives.

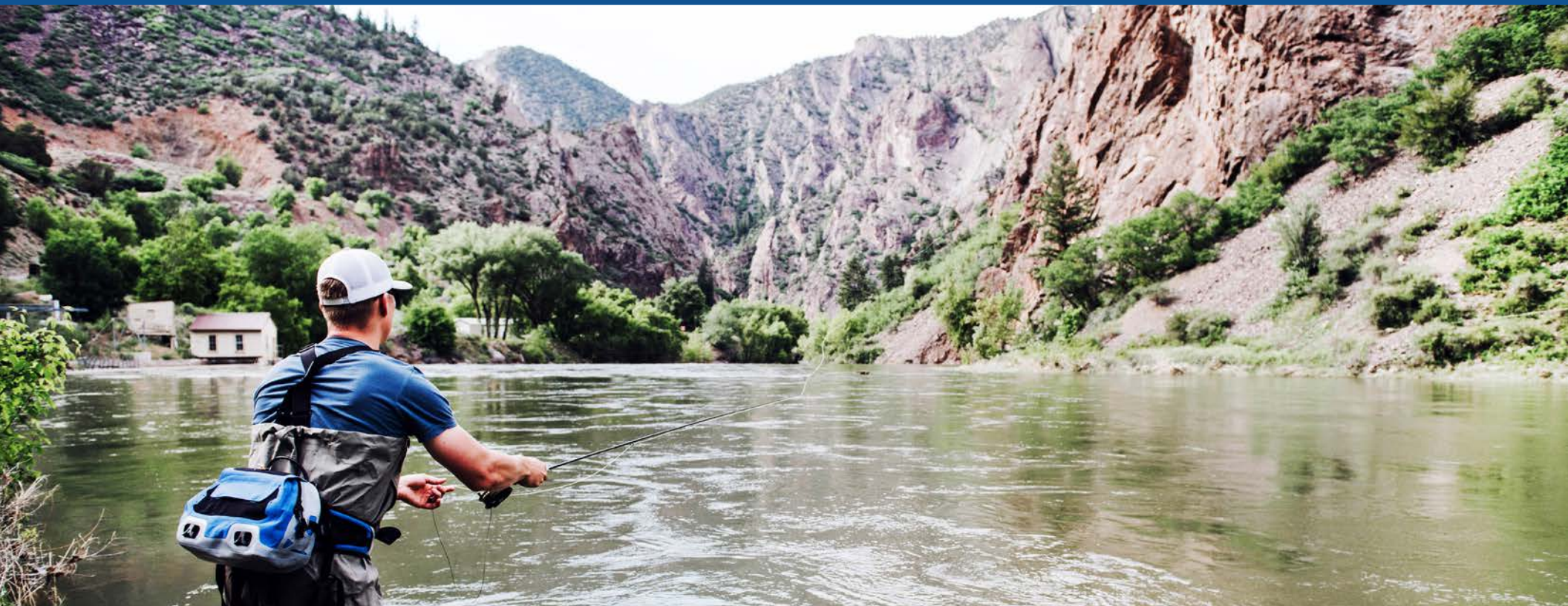






Disclaimer

All investments, including real estate, are speculative in nature and involve substantial risk of loss. The prospectus and information contained in it should not be relied upon as investment advice. Investors are encouraged to seek the advice of a professional investment advisor and to make independent investigations before acting on information published in this prospectus. Much of the information is derived directly from information published by companies and other sources believed to be reliable but are without formal independent verification. It cannot be assured that the information is accurate or complete. There is no warrant or guarantee of the success of any action an investor would take in reliance on statements provided in the prospectus.





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