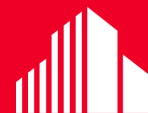




OFFERING MEMORANDUM | Take 5 Oil Change



**CUSHMAN &
WAKEFIELD**

BOERKE

OFFERING MEMORANDUM DISCLOSURE

For more information, please contact one of the following individuals:

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npowers@boerke.com

This Confidential Offering Memorandum (“Memorandum”) is being delivered subject to the terms of the Confidentiality Agreement (the “Confidentiality Agreement”) signed by you and constitutes part of the Confidential Information (as defined in the Confidentiality Agreement). It is being given to you for the sole purpose of evaluating the possible investment in the **Take 5 Oil Change properties** (the “Project”), and is not to be used for any other purpose or made available to any other party without the prior written consent of Wisconsin Physicians Service Insurance Corp. (“Managing Member”), or its exclusive broker, Cushman & Wakefield | Boerke. This Memorandum was prepared by Cushman & Wakefield | Boerke based primarily on information supplied by Managing Member. It contains select information about the Project and the real estate market but does not contain all the information necessary to evaluate the Project.

The financial projections contained herein (or in any other Confidential Information) are for general reference only. They are based on assumptions relating to the overall economy and local competition, among other factors. Accordingly, actual results may vary materially from such projections.

Various documents have been summarized herein to facilitate your review; these summaries are not intended to be a comprehensive statement of the terms or a legal analysis of such documents.

While the information contained in this Memorandum and any other Confidential Information is believed to be reliable, neither Cushman & Wakefield | Boerke nor Managing Member guarantees its accuracy or completeness. Because of the foregoing and since the investment in the Project is being offered on an “As Is, Where Is” basis, a prospective investor or other party authorized by the prospective investor to use such material solely to facilitate the prospective purchaser’s investigation, must make its independent investigations, projections and conclusions regarding the investment in the Project without reliance on this Memorandum or any other Confidential Information.

Although additional Confidential Information, which may include engineering, environmental or other reports, may be provided to qualified parties as the marketing period proceeds, prospective purchasers should seek advice from their own attorneys, accountants, engineers and environmental experts.

Neither Cushman & Wakefield | Boerke nor Managing Member guarantees the accuracy or completeness of the information contained in this Memorandum or any other Confidential Information provided by Cushman & Wakefield | Boerke and Managing Member. Managing Member expressly reserves the right, at its sole discretion, to reject any offer to invest in the Project or to terminate any negotiations with any party at any time with or without written notice. Managing Member shall have no legal commitment or obligations to any prospective investor unless and until a written sale agreement has been fully executed, delivered and approved by Managing Member and any conditions to Managing Member’s obligations thereunder have been satisfied or waived.

Managing Member has retained Cushman & Wakefield | BOERKE as its exclusive broker and will be responsible for any commission due to Cushman & Wakefield | Boerke in connection with a transaction relating to the Project pursuant to a separate agreement. Cushman & Wakefield | Boerke is not authorized to make any representation or agreement on behalf of Managing Member. Each prospective investor will be responsible for any claims for commissions by any other broker in connection with an investment in the Project if such claims arise from acts of such prospective investor or its broker.

This Memorandum is the property of Managing Member and all parties approved by Managing Member and may be used only by parties approved by Managing Member. No portion of this Memorandum may be copied or reproduced or disclosed to anyone except as permitted under the Confidentiality Agreement.



EXECUTIVE SUMMARY



TAKE 5 OIL CHANGE

Cushman & Wakefield | Boerke is pleased to present for sale this three-property portfolio of **Take 5 Oil Change** located in Wisconsin and Illinois.

Available as a portfolio or as individual assets, all locations recently executed fifteen (15) year absolute net leases that terminate on February 6th, 2034 and feature zero landlord responsibility.

Take 5 Oil Change is a leading fast lube chain in the southeastern United States and is exhibiting incredible growth. Focused exclusively on oil changes and ancillary services, Take 5 has grown to 250 plus stores since 2004 and is becoming an industry leader in the space.

The lease for every location is corporately guaranteed by Driven Systems, LLC. Driven Brands was acquired by Roark Capital in 2015, an Atlanta based private equity firm with approximately \$11 billion in equity capital raised since its inception.





TENANT OVERVIEW



TAKE 5 OIL CHANGE

Headquartered in Metairie, Louisiana and founded in 1984, Take 5 Oil Change is a leading fast lube chain in the southeastern United States, focused exclusively on oil changes and ancillary services including windshield wiper and air filter replacements. Since 2004, the company has rapidly increased its footprint, expanding from 13 to 250+ stores and becoming an industry leader in Louisiana and the Southeast through living its mission to “change your oil, not your schedule.”

DRIVEN BRANDS

Driven Brands, headquartered in Charlotte, NC, is the parent company of North America’s leading automotive aftermarket brands across four distinct verticals: Repair & Maintenance, housing Meineke Car Care Centers and Merlin 200,000 Mile Shops; Paint & Collision, housing Maaco, CARSTAR North America and Drive N Style; Distribution, housing 1-800-Radiator & A/C; and Quick Lube, housing Pro Oil Change, Econo Lube N’ Tune, Driven Florida Lubes and Take 5 Oil Change. Driven Brands has more than 2,300 centers across North America, and combined, all businesses generate more than \$2.1 billion in system sales.

ROARK CAPITAL GROUP

In 2015, Roark Capital Group acquired Driven Brands. Roark Capital Group is an Atlanta-based private equity firm with approximately \$11 billion in equity capital raised since inception. Roark focuses on family-owned business transfers, management/corporate buyouts, recapitalizations, going private transactions, and corporate divestitures. Roark focuses on consumer and business service companies, with a specialization in franchised and multi-unit business models in the restaurant, retail, consumer services, and business services sectors.

INVESTMENT HIGHLIGHTS

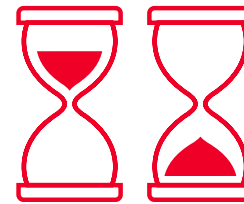
- Absolute Net Structure •
- NO Landlord Responsibility •
- Internet Resistant Tenant •
- Driven Systems Guaranty •
- 10% Rental Escalations Every 5 Years •
- Located in Wisconsin and Illinois •
- Remodels Scheduled for Locations •
- Over Next 24 Months

	NOI	PRICE	PRICE PSF	BLDG. SIZE	RENT PSF
834 W SUMNER ST. 1	\$48,744.43	\$812,400.00	\$492	1,650	\$29.54
2920 52ND ST. 2	\$55,411.18	\$923,500.00	\$538	1,716	\$32.29
7520 WOODWARD AVE. 3	\$41,128.52	\$685,475.00	\$326	2,100	\$19.59

834 W Sumner Street
HARTFORD, WI

2920 52ND Street
KENOSHA, WI

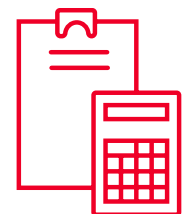
7520 Woodward Ave
WOODRIDGE, IL



**LEASE
COMMENCEMENT/
EXPIRATION**
2/7/2019 - 2/6/2034



CAP RATE
6.00%



**LEASE
STRUCTURE**
Absolute Net

1

834 W Sumner Street
HARTFORD, WI



PROPERTY INVESTMENT HIGHLIGHTS



PRICE
\$812,400.00



NOI
\$48,744.43



CAP RATE
6.00%



LEASE TYPE
Absolute Net



**LEASE
COMMENCEMENT/
EXPIRATION**

Begins: 2/7/2019
Ends: 2/6/2034



PRICE PSF
\$492.00



RENT PSF
\$29.54



BUILDING SF 1,650 SF
LOT SIZE 0.52 Acre

DEMOGRAPHICS

POPULATION

3 Mile

5 Mile

10 Mile

Total Population

17,679

23,479

54,933

Total Households

7,373

9,640

22,192

INCOME

3 Miles

5 Miles

10 Miles

Average Household Income

\$72,891

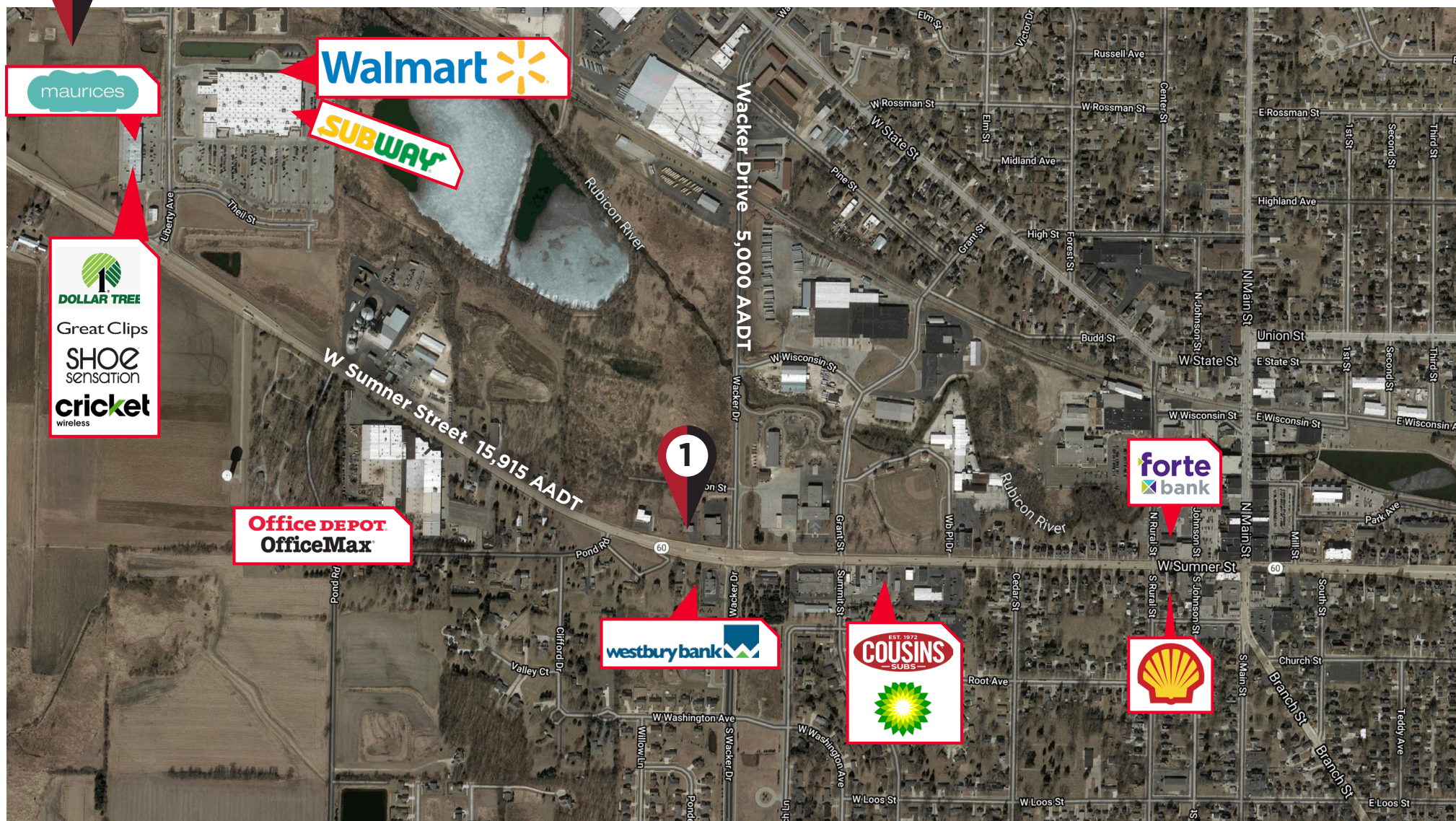
\$80,731

\$102,183



834 W Sumner Street
HARTFORD, WI

Hartford, Wisconsin is historically a commercial and industrial city that includes Pike Lake. The city is home to major industrial factories, including a Quad Graphics manufacturing plant as well as the headquarters for Broan-NuTone. Hartford is home to the Schauer Arts Center, a regional arts center that stages professional touring performances, offers arts classes for all ages, and hosts social and business functions. Hartford is also the nearest incorporated municipality to Erin Hills, a public golf course that hosted the 2017 United States Open.



2

2920 52nd Street
KENOSHA, WI



PROPERTY INVESTMENT HIGHLIGHTS



PRICE
\$923,500.00



NOI
\$55,411.18



CAP RATE
6.00%



LEASE TYPE
Absolute Net



**LEASE
COMMENCEMENT/
EXPIRATION**

Begins: 2/7/2019
Ends: 2/6/2034



PRICE PSF
\$538.00



RENT PSF
\$32.29



BUILDING SF 1,716 SF
LOT SIZE 0.51 Acre

DEMOGRAPHICS

POPULATION

3 Miles

5 Miles

10 Miles

Total Population

78,910

110,044

228,004

Total Households

31,532

44,306

90,065

INCOME

3 Miles

5 Miles

10 Miles

Average Household Income

\$63,624

\$71,127

\$73,854



2

2920 52nd Street KENOSHA, WI

Kenosha is the fourth-largest city in Wisconsin and a bedroom community to the Chicago and Milwaukee area. Recent developments in the area include a projected \$42.7M project for Gold Standard. Haribo announced an estimated total project cost of \$220M and is expected to create 385 jobs. FoxConn is 12 miles from Kenosha and is expected to bring 13,000 jobs. Kenosha is home to both Snap-on Tools World Headquarters and Jockey International Corporate Headquarters.



3

7520 Woodward Ave.
WOODRIDGE, IL



PROPERTY INVESTMENT HIGHLIGHTS



PRICE
\$685,475.00



NOI
\$41,128.52



CAP RATE
6.00%



LEASE TYPE
Absolute Net



**LEASE
COMMENCEMENT/
EXPIRATION**

Begins: 2/7/2019
Ends: 2/6/2034



PRICE PSF
\$326.00



RENT PSF
\$19.59



BUILDING SF 2,100 SF
LOT SIZE 0.56 Acre

DEMOGRAPHICS

POPULATION

3 Miles

5 Miles

10 Miles

Total Population

94,865

257,803

775,193

Total Households

37,630

99,247

296,094

INCOME

3 Miles

5 Miles

10 Miles

Average Household Income

\$113,064

\$118,695

\$132,232



3

7520 Woodward Ave. WOODRIDGE, IL

Woodridge grew from 459 residents in 1959 to 33,447 today due in large part to its centralized location and its connection to the regional transportation system. This growth includes a diverse mix of over 13,957 households and plentiful recreation opportunities. Recent growth in 2018 includes 35 new businesses and 300,000 square feet of new office and warehouse development. Top employers are The Morey Corporation, Woodridge School District and Orbus Exhibit & Display.





BROKER BIOGRAPHY

ROLES & RESPONSIBILITIES

Bill Bradley is a member of the investment team at The Boerke Company. His focus is on income producing and value-add real estate throughout the state of Wisconsin. Mr. Bradley ensures accurate underwriting to achieve the highest defensible valuation possible and takes owners through that process all the way to transaction in a hands-on manner to keep the client informed of the progress.

EXPERTISE

- Underwriting and valuations
- Market Research and Analysis
- Portfolio Analysis
- National Retail Lease/Renewal Negotiation
- Trade Identification
- Asset Disposition

AFFILIATIONS

- International Council of Shopping Centers (ICSC)
- Commercial Association of REALTORS® Wisconsin (CARW)

RECENT TRANSACTIONS

- Take 5 Portfolio - Nationwide
- Starbucks Anchored Center - Waukesha, WI
- Pizza Hut Portfolio - SD, IA
- Starbucks Anchored Center - Green Bay, WI
- Dollar General - Edgar, WI
- Dollar General - Two Rivers, WI
- Jimmy John's Anchored Center - Bellevue, WI
- Starbucks - Eau Claire, WI

BILL BRADLEY
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BROKER BIOGRAPHY

ROLES & RESPONSIBILITIES

Nathan Powers is a member of the Retail Team and a partner at The Boerke Company. Nathan specializes in user driven land development and tenant representation and has completed over \$100 million dollars worth of transactions since joining The Boerke Company.

EXPERTISE

- Land Development and Assemblage
- Entitlements and Municipal Approval
- Multi-Market Site Selection and Representation
- National Retail Tenant Representation
- Lease Negotiation

AFFILIATIONS

- International Council of Shopping Centers (ICSC)
- Commercial Association of REALTORS® Wisconsin (CARW)
- Licensed Real Estate Salesperson, Wisconsin

CLIENT RELATIONSHIPS

- Burger King
- Save A Lot
- IHOP
- Arby's
- Fresenius Medical Care
- Orange Theory Fitness
- Lupient Automotive Group, Inc.
- Milwaukee Burger Company
- Guggenheim Retail Real Estate Partners
- Outlook Development Group, LLC
- Prime Financial Credit Union
- Skechers USA, Inc.
- Farbman Group
- Marine Credit Union
- Mandel Group
- The Crown Group, Inc.
- Sweet | DeMarb, LLC
- J. Jeffers & Co.

NATHAN POWERS

Principal
Retail Team

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STATE OF WISCONSIN

Disclosure To Non-Residential Customers

Prior to negotiating on your behalf the brokerage firm, or an agent associated with the firm, must provide you the following disclosure statement:

DISCLOSURE TO CUSTOMERS

You are a customer of the brokerage firm (hereinafter Firm). The Firm is either an agent of another party in the transaction or a subagent of another firm that is the agent of another party in the transaction. A broker or a salesperson acting on behalf of the Firm may provide brokerage services to you. Whenever the Firm is providing brokerage services to you, the Firm and its brokers and salespersons (hereinafter Agents) owe you, the customer, the following duties:

- (a) The duty to provide brokerage services to you fairly and honestly.
- (b) The duty to exercise reasonable skill and care in providing brokerage services to you.
- (c) The duty to provide you with accurate information about market conditions within a reasonable time if you request it, unless disclosure of the information is prohibited by law.
- (d) The duty to disclose to you in writing certain Material Adverse Facts about a property, unless disclosure of the information is prohibited by law. (See Definition of Material Adverse Facts below).
- (e) The duty to protect your confidentiality. Unless the law requires it, the Firm and its Agents will not disclose your confidential information or the confidential information of other parties.
- (f) The duty to safeguard trust funds and proposals in an objective and unbiased manner and disclose the advantages and disadvantages of the proposals. other property held by the Firm or its Agents.
- (g) The duty, when negotiating, to present contract proposals in an objective and unbiased manner and disclose the advantages and disadvantages of the proposals.
- Please review this information carefully. An Agent of the Firm can answer your questions about brokerage services, but if you need legal advice, tax advice, or a professional home inspection, contact an attorney, tax advisor, or home inspector. This disclosure is required by section 452.135 of the Wisconsin statutes and is for information only. It is a plain-language summary of the duties owed to a customer under section 452.133(1) of the Wisconsin statutes.

CONFIDENTIALITY NOTICE TO CUSTOMERS

The Firm and its Agents will keep confidential any information given to the Firm or its Agents in confidence, or any information obtained by the Firm and its Agents that a reasonable person would want to be kept confidential, unless the information must be disclosed by law or you authorize the Firm to disclose particular information. The Firm and its Agents shall continue to keep the information confidential after the Firm is no longer providing brokerage services to you.

- The following information is required to be disclosed by law:
 1. Material Adverse Facts, as defined in Wis. Stat. § 452.01(5g) (see “Definition of Material Adverse Facts” below).
 2. Any facts known by the Firm or its Agents that contradict any information included in a written inspection report on the property or real estate that is the subject of the transaction.

To ensure that the Firm and its Agents are aware of what specific information you consider confidential, you may list that information below. At a later time, you may also provide the Firm or its Agents with other Information you consider to be confidential.

CONFIDENTIAL INFORMATION:

NON- CONFIDENTIAL INFORMATION *(the following information may be disclosed by the Firm and its Agents):*

(Insert information you authorize to be disclosed, such as financial qualification information.)

DEFINITION OF MATERIAL ADVERSE FACTS

A "Material Adverse Fact" is defined in Wis. Stat. § 452.01(5g) as an Adverse Fact that a party indicates is of such significance, or that is generally recognized by a competent licensee as being of such significance to a reasonable party, that it affects or would affect the party's decision to enter into a contract or agreement concerning a transaction or affects or would affect the party's decision about the terms of such a contract or agreement.

An "Adverse Fact" is defined in Wis. Stat. § 452.01(1e) as a condition or occurrence that a competent licensee generally recognizes will significantly and adversely affect the value of the property, significantly reduce the structural integrity of improvements to real estate, or present a significant health risk to occupants of the property; or information that indicates that a party to a transaction is not able to or does not intend to meet his or her obligations under a contract or agreement made concerning the transaction.

NOTICE ABOUT SEX OFFENDER REGISTRY

You may obtain information about the sex offender registry and persons registered with the registry by contacting the Wisconsin Department of Corrections on the Internet at <http://www.doc.wi.gov> or by telephone at 608-240-5830.