



OFFERING MEMORANDUM



EXCLUSIVELY LISTED BY

SENIOR VICE PRESIDENT

DIR: (214) 692-2289

MOB: (315) 730-6228

JOSH.BISHOP@MATTHEWS.COM

LICENSE NO. 688810 (TX)

KYLE MATTHEWS

Broker of Record

Lic No. 9005919 (TX)

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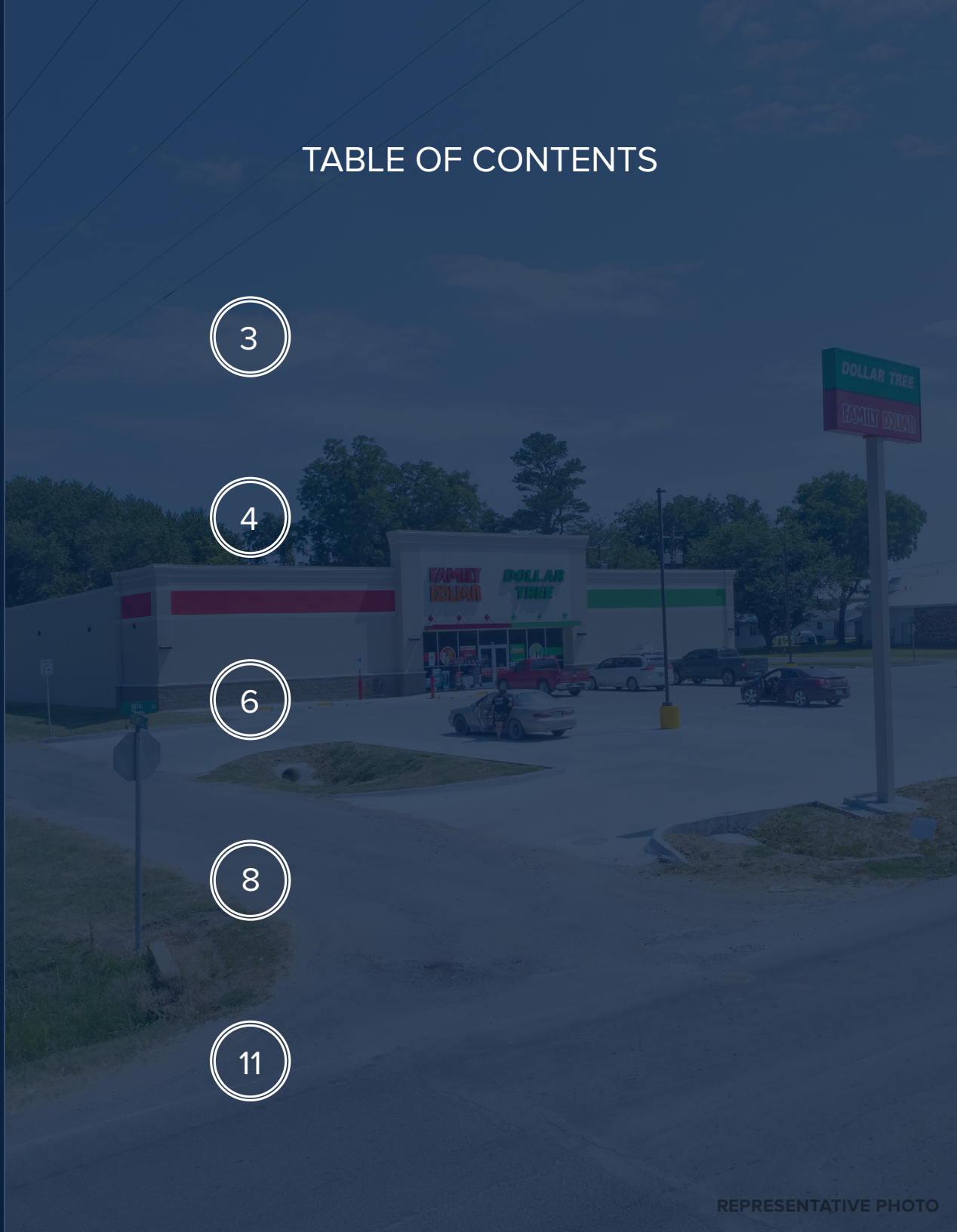
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8

11



INVESTMENT HIGHLIGHTS

LEASE & LOCATION

- Brand new 2023 build-to-suit construction for Family Dollar Tree (Rent Commencement Date of March 2024)
- 10-Years remaining on the base term of the initial 10-Year lease
- Attractive NNN lease structure w/ minimal landlord responsibilities
- Tenant responsible for HVAC, CAM, Taxes, and Insurance
- The subject property will be delivered to a buyer with a 20-Year roof warranty
- The subject property comes with 10-year transferable parking lot warranty
- Corporately guaranteed lease
- Family Dollar Tree Combo stores have proven 20% higher sales volume than non co-branded stores
- Traffic counts exceed 15,000 vehicles daily
- Average household income of \$70,424 annually (considered to be their “sweet-spot”)
- Texas is an income tax free state
- Luling is located 60-miles East of San Antonio

TENANT

- Dollar Tree acquired Family Dollar in 2015 and they are considered to be the second-largest discount retailer in the United States with more than 16,000 locations
- Family Dollar is one of the few retailers that thrived through the COVID pandemic and witnessed a sharp increase in same-store sales/profitability
- Investment Grade Credit Tenant – S&P Rated BBB





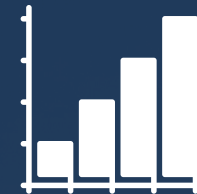
\$1,868,333

LIST PRICE



\$117,705

NOI



6.30%

CAP RATE

BUILDING INFO

| | |
|------------|--|
| | |
| Address | 1561 E Pierce Street Luling, TX 78648 |
| GLA | ±10,500 SF |
| Cap Rate | 6.30% |
| Year Built | 2023 |
| Lot Size | ±1.605 AC |

TENANT SUMMARY

| | |
|-------------------------|--|
| Tenant Trade Name | Family Dollar |
| Type of Ownership | Fee Simple |
| Lease Guarantor | Corporate |
| Lease Type | NNN |
| Roof and Structure | Landlord Responsibility (20-Yr Warranty) |
| Parking Lot | Landlord Responsibility (10-Yr Warranty) |
| Original Lease Term | 10 Years |
| Rent Commencement Date | 3/15/2024 |
| Lease Expiration Date | 4/30/2034 |
| Term Remaining on Lease | 10 Years |
| Increase | \$5,250 in Options (\$0.50 PSF) |
| Options | Four, 5-Year Options |

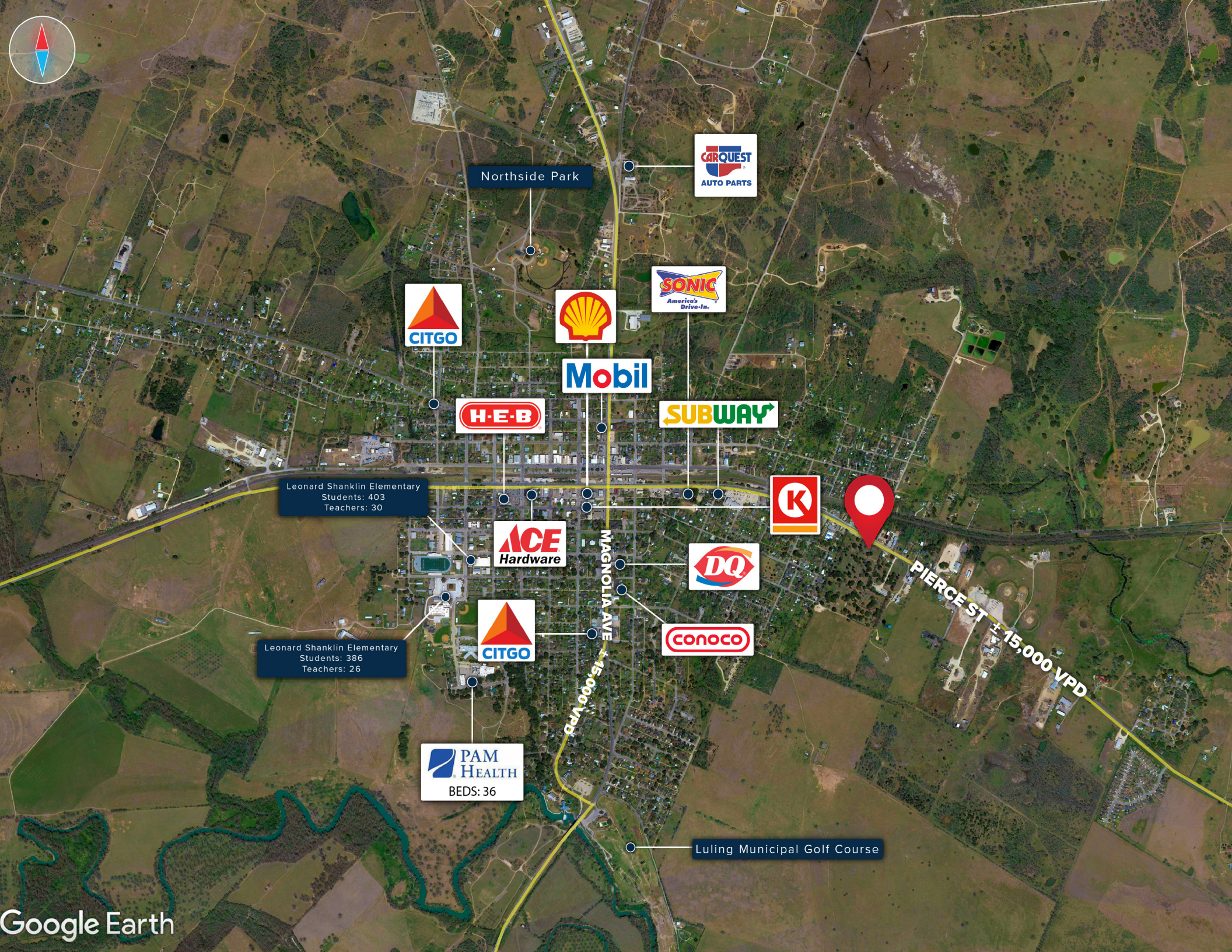
ANNUALIZED OPERATING DATA

| Date | Monthly Rent | Annual Rent | Cap Rate |
|---------------------|--------------|-------------|----------|
| Current - 4/30/2034 | \$9,808.75 | \$117,705 | 6.30% |
| Option 1 | \$10,246.25 | \$122,955 | 6.58% |
| Option 2 | \$10,687.50 | \$128,250 | 6.86% |
| Option 3 | \$11,121.25 | \$133,455 | 7.14% |
| Option 4 | \$11,558.75 | \$138,705 | 7.42% |

FINANCING INQUIRIES

For financing options reach out to:

Patrick Flanagan
patrick.flanagan@matthews.com
(214) 550-0277



Northside Park



Leonard Shanklin Elementary
Students: 403
Teachers: 30



Leonard Shanklin Elementary
Students: 386
Teachers: 26



MAGNOLIA AVE
15,000 VPD

PIERCE ST
15,000 VPD

Luling Municipal Golf Course

AREA OVERVIEW

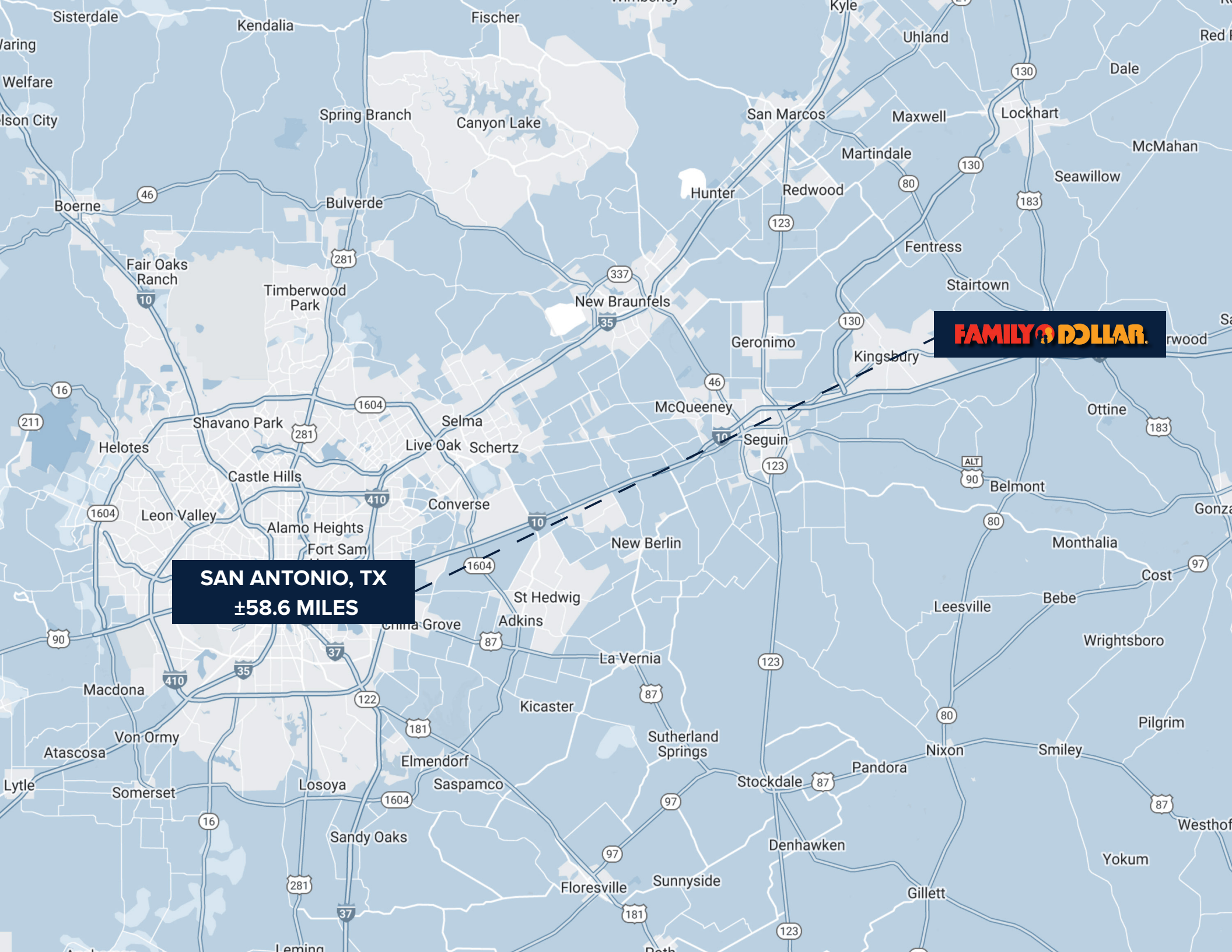
LULING, TX

Luling is a city in Caldwell and Guadalupe counties in Texas located along the San Marcos River. Covering 5.5 square miles, Luling is just 57 miles from the big city of San Antonio. The town offers residents and visitors a variety of things to do, such as visiting the Zedler Mill, Central Texas Oil Patch Museum, or the Luling Lavender Fields.

PROPERTY DEMOGRAPHICS

| DEMOGRAPHICS | 3-MILE | 5-MILE | 10-MILE |
|----------------------------|----------|----------|----------|
| 2027 Projection | 6,863 | 7,806 | 12,460 |
| 2022 Estimate | 6,673 | 7,552 | 11,900 |
| 2010 Census | 5,919 | 6,610 | 10,345 |
| HOUSEHOLDS | 3-MILE | 5-MILE | 10-MILE |
| 2027 Projection | 2,393 | 2,739 | 4,414 |
| 2022 Estimate | 2,328 | 2,655 | 4,229 |
| 2010 Census | 2,090 | 2,351 | 3,721 |
| INCOME | 3-MILE | 5-MILE | 10-MILE |
| 2022 Avg. Household Income | \$70,424 | \$73,714 | \$77,245 |





SAN ANTONIO, TX
±58.6 MILES

FAMILY DOLLAR

AREA OVERVIEW

SAN ANTONIO

TEXAS

San Antonio officially the City of San Antonio, is the seventh most populous city in the United States and the second most populous city in both Texas and the Southern United States. Straddling the regional divide between South and Central Texas, San Antonio anchors the southwestern corner of an urban megaregion colloquially known as the “Texas Triangle”.

San Antonio is the center of the San Antonio–New Braunfels metropolitan statistical area. Commonly called Greater San Antonio, the metro area has a population of 2,601,940, making it the 24th-largest metropolitan area in the United States and third-largest in Texas. Growth along the Interstate 35 and Interstate 10 corridors to the north, west, and east make it likely that the metropolitan area will continue to expand. With a strong economy, A vast amount of tourist amenities, and multiple institutions of higher education, San Antonio is the place for everyone to thrive.



2nd Largest
CITY IN TEXAS



26M
TOURISTS EACH YEAR



#4 Best
PLACES TO LIVE IN TEXAS



\$134B
GROSS METRO
PRODUCT



Four Fortune 500
COMPANY CORPORATE
HEADQUARTERS



2.6M
MILLION PEOPLE



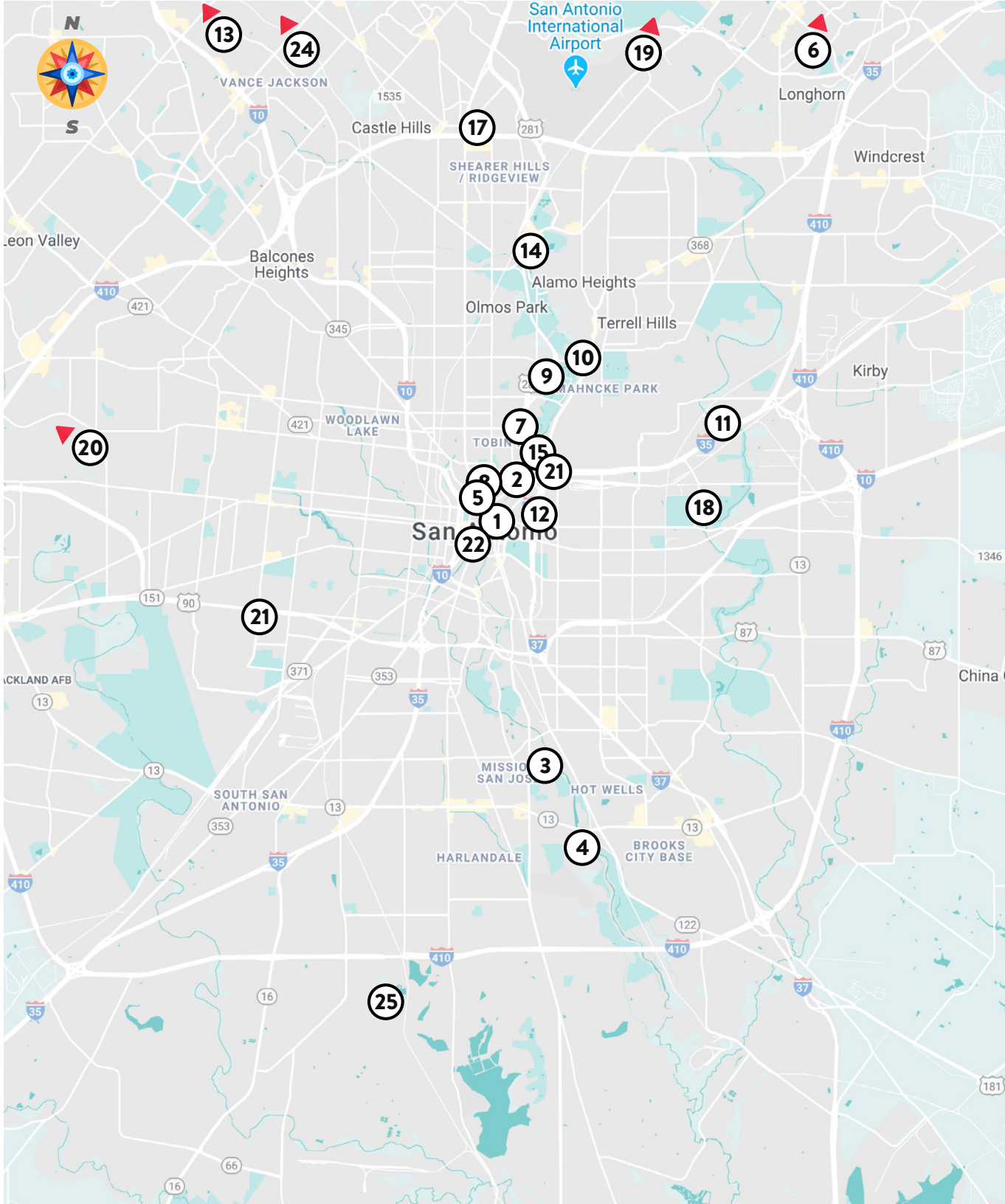


SAN ANTONIO CULTURE

San Antonio is a popular tourist destination. The Alamo Mission in San Antonio ("The Alamo"), located in Downtown, is Texas' top tourist attraction. Because of the mission, San Antonio is often called "Alamo City". The River Walk, which meanders through the Downtown area, is the city's second-most-visited attraction, giving it the additional nickname of "River City". Extended an additional 13 miles between 2009–2013, the landscaped walking and bike path line the San Antonio River from the "Museum Reach" beginning in Brackenridge Park through downtown, "Downtown Reach", past the Blue Star's "Eagleland" to the "Mission Reach" ending near Loop 410 South past Mission Espada. Lined with numerous shops, bars, and restaurants, as well as the Arneson River Theater, this attraction is transformed into an impressive festival of lights during the Christmas and New Year holiday period (except for the Mission Reach), and is suffused with the local sounds of folklorico and flamenco music during the summer, particularly during celebrations such as the Fiesta Noche del Rio.

SAN ANTONIO ATTRACTIONS

The city is home to three animal attractions. SeaWorld, 16 miles west of Downtown in the city's Westover Hills district, is the number 3 attraction and one of the largest marine life parks in the world. The very popular and historic San Antonio Zoo is in the city's Brackenridge Park. A third animal attraction is in development by British company Merlin Entertainments to accompany SeaWorld as a second aquarium attraction and indoor counterpart.



KEY ATTRACTIONS AND EVENTS

- 1 San Antonio River Walk
- 2 The Alamo
- 3 San Antonio Missions National Historical
- 4 Park & Mission Trail
- 5 San Fernando Cathedral
- 6 Natural Bridge Caverns
- 7 Pearl District and Farmers Market
- 8 Historic Market Square
- 9 Japanese Tea Garden
- 10 San Antonio Zoo & Aquarium
- 11 Splashtown San Antonio



SHOPPING

- 12 Shops at Rivercenter
- 13 Shops at La Cantera
- 14 Alamo Quarry Market
- 15 Pearl Farmers Market
- 16 Historic Market Square
- 17 North Star Mall



GOLF COURSES

- 18 Willow Springs Golf Course
- 19 JW Marriott San Antonio Hill Resort
- 20 Hyatt Regency Hill Country Resort



MUSEUMS

- 21 San Antonio Museum of Arts
- 22 The Guenther House Museum
- 23 La Villita Historic Arts Village



UNIVERSITIES

- 24 The University of Texas at San Antonio
- 25 Texas A&M

MAJOR EMPLOYERS



HEADQUARTERED IN SAN ANTONIO



3,000
Employees



1,245,000
SF of Office Space



Source: www.newsroom.heb.com/h-e-b-breaks-ground-on-its-largest-warehouse-facility/



SAN ANTONIO SUPER REGIONAL GROCERY WAREHOUSE
H-E-B's largest investment in manufacturing and supply-chain



2020
Expected Date of
Completion



1.6M
Square Feet



TOURISM

San Antonio is a popular tourist destination. The Alamo Mission in San Antonio (“The Alamo”), located in Downtown, is Texas’ top tourist attraction. Because of the mission, San Antonio is often called “Alamo City”.

The River Walk, which meanders through the Downtown area, is the city’s second-most-visited attraction, giving it the additional nickname of “River City”. Extended an additional 13 miles between 2009–2013, the landscaped walking and bike path line the San Antonio River from the “Museum Reach” beginning in Brackenridge Park through downtown, “Downtown Reach”, past the Blue Star’s “Eagleland” to the “Mission Reach” ending near Loop 410 South past Mission Espada. Lined with numerous shops, bars, and restaurants, as well as the Arneson River Theater, this attraction is transformed into an impressive festival of lights during the Christmas and New Year holiday period (except for the Mission Reach) and is suffused with the local sounds of folkloric and flamenco music during the summer, particularly during celebrations such as the Fiesta Noche del Rio.

The city is home to four animal attractions. SeaWorld, 16 miles west of Downtown in the city’s Westover Hills district, is the number 3 attraction and one of the largest marine life parks in the world. Located at the center of Leon Valley, the San Antonio Aquarium is filled with thousands of species of aquatic animals and features lots of interactive exhibits. The very popular and historic San Antonio Zoo is in the city’s Brackenridge Park. Another animal attraction is SEA LIFE San Antonio Aquarium inside the Shops at Rivercenter in Downtown San Antonio, which was created by Merlin Entertainments. San Antonio is also home to several commercial amusement parks, including Six Flags Fiesta Texas, Splashtown, and Morgan’s Wonderland, a theme park for children with special needs. Kiddie Park, featuring old-fashioned amusement rides for children, was established in 1925 and is the oldest children’s amusement park in the U.S.

San Antonio offers a vast amount of shopping destinations. Located near Six Flags Fiesta Texas, The Shops at La Cantera offer over 190 shopping and dining amenities. The open-air shopping center features high-end retailers such as Neiman Marcus, Burberry, Nordstrom, and many more. Situated in Downtown San Antonio, the Shops at Rivercenter, which is steps away from River Walk, features over 100 stores and restaurants, IMAX/AMC Theatres, and the San Antonio Marriott Rivercenter which offers over 1,000 hotel rooms. Situated on the southbank of the River Walk, the La Villita Historic Arts Village features local boutiques filled with lots of artisan finds. It occupies one square block in Downtown San Antonio and is registered as a Historic District on the U.S. government’s National Register of Historic Places.

San Antonio Spurs

Founded in 1967, the San Antonio Spurs is a professional basketball team based in San Antonio that competes in the National Basketball Association. Basketball games occur at the AT&T Center which has the capacity for 18,580 fans. An average of over 18,400 fans attend home games. The Spurs have won 5 NBA championships and possess 6 conference titles.

San Antonio FC

Founded in 2016, the San Antonio FC is a professional soccer team based in San Antonio that competes in the USL Championship. Soccer games occur at the Toyota Field which has the capacity for 8,300 fans. An average of over 6,700 fans attend home games.

CULTURE

ATTRACTIONS

SHOPPING

SPORTS

TENANT PROFILE

COMPANY NAME

Dollar Tree, Inc.

OWNERSHIP

Public

INDUSTRY

Dollar Stores

HEADQUARTERS

Chesapeake, VA

NO. OF EMPLOYEES

±60,000



A DOLLAR TREE COMPANY

Dollar Tree, Inc. (NASDAQ: DLTR), North America's leading operator of discount variety stores, announced that it would buy Family Dollar for \$8.5 billion. On January 22, 2015, Family Dollar shareholders approved the Dollar Tree bid.

Dollar Tree, a Fortune 500 Company, now operates more than ±16,000 stores across 48 states and five Canadian provinces. Stores operate under the brands of Dollar Tree, Dollar Tree Canada, and Family Dollar.

FAMILY DOLLAR OVERVIEW

When it comes to getting value for everyday items for the entire family in an easy to shop, neighborhood location, Family Dollar is the best place to go. One of the nation's fastest-growing retailers, Family Dollar offers a compelling assortment of merchandise for the whole family ranging from household cleaners to name brand foods, from health and beauty aids to toys, from apparel for every age to home fashions, all for everyday low prices. While shoppers can find many items at \$1 or less, most items in the store are priced below \$10, which makes shopping fun without stretching the family budget.

GEOGRAPHIC REACH

Family Dollar serves families in more than 8,000 neighborhoods in 46 states. The Dollar Tree merger with Family Dollar now creates a combined organization with sales exceeding \$23 billion annually with more than 15,115 stores across 48 states and five Canadian Provinces. The merger has allowed Family Dollar to grow offering broader, more compelling merchandise assortments, with greater values, to a wider array of customers.

STRATEGY

Family Dollar offers a compelling mix of merchandise for the whole family. Ranging from an expanded assortment of refrigerated and frozen foods and health and beauty items to home décor and seasonal items, Family Dollar offers the lowest possible price, the name brand and quality private-brand merchandise customers need and use every day.



16,000+

LOCATIONS



\$26.3B

2021 REVENUE



1959

FOUNDED

CONFIDENTIALITY AGREEMENT & DISCLAIMER

This Offering Memorandum contains select information pertaining to the business and affairs of **Family Dollar** located at **1561 E Pierce Street, Luling, TX 78648** ("Property"). The Offering Memorandum may not be all-inclusive or contain all of the information a prospective purchaser may desire. The information contained in this Offering Memorandum is confidential and furnished solely for the purpose of a review by a prospective purchaser of the Property. It is not to be used for any other purpose or made available to any other person without the written consent of Seller or Matthews Retail Group, Inc.. The material and information in the Offering Memorandum is unverified. Matthews Retail Group, Inc. has not made any investigation, and makes no warranty or representation, with respect to square footage, income and expenses, the future financial performance of the property, future rent, and real estate value market conditions, the condition or financial prospects of any tenant, or the tenants' plans or intentions to continue to occupy space at the property. All prospective purchasers should conduct their own thorough due diligence investigation of each of these areas with the assistance of their accounting, construction, and legal professionals, and seek expert opinions regarding volatile market conditions given the unpredictable changes resulting from the continuing COVID-19 pandemic. The information is based in part upon information supplied by the Owner and in part upon financial information obtained from sources the Owner deems reliable. Owner, nor their officers, employees, or real estate agents make any representation or warranty, express or implied, as to the accuracy or completeness of this Offering Memorandum, or any of its content, and no legal liability is assumed or shall be implied with respect thereto. Prospective purchasers should make their own projections and form their own conclusions without reliance upon the material contained herein.

By acknowledging your receipt of this Offering Memorandum for the Property, you agree:

1. The Offering Memorandum and its contents are confidential;
2. You will hold it and treat it in the strictest of confidence; and
3. You will not, directly or indirectly, disclose or permit anyone else to disclose this Offering Memorandum or its contents in any fashion or manner detrimental to the interest of the Seller.

Matthews Retail Group, Inc. is not affiliated with, sponsored by, or endorsed by any commercial tenant or lessee in the Offering Memorandum. The presence of any corporation's logo or name is not intended to indicate or imply affiliation with, or sponsorship or endorsement by, said corporation of Matthews Retail Group, Inc..

Owner and Matthews Retail Group, Inc. expressly reserve the right, at their sole discretion, to reject any and all expressions of interest or offers to purchase the Property and to terminate discussions with any person or entity reviewing this Offering Memorandum or making an offer to purchase the Property unless and until a written agreement for the purchase and sale of the Property has been fully executed and delivered.

If you wish not to pursue negotiations leading to the acquisition of the Property or in the future you discontinue such negotiations, then you agree to purge all materials relating to this Property including this Offering Memorandum.

A prospective purchaser's sole and exclusive rights with respect to this prospective transaction, the Property, or information provided herein or in connection with the sale of the Property shall be limited to those expressly provided in an executed Purchase Agreement and shall be subject to the terms thereof. In no event shall a prospective purchaser have any other claims against Seller or Matthews Retail Group, Inc. or any of their affiliates or any of their respective officers, Directors, shareholders, owners, employees, or agents for any damages, liability, or causes of action relating to this solicitation process or the marketing or sale of the Property.

This Offering Memorandum shall not be deemed to represent the state of affairs of the Property or constitute an indication that there has been no change in the state of affairs of the Property since the date this Offering Memorandum.



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Lic No. 9005919 (TX)



Information About Brokerage Services

Texas law requires all real estate license holders to give the following information about brokerage services to prospective buyers, tenants, sellers and landlords.

TYPES OF REAL ESTATE LICENSE HOLDERS:

- **A BROKER** is responsible for all brokerage activities, including acts performed by sales agents sponsored by the broker.
- **A SALES AGENT** must be sponsored by a broker and works with clients on behalf of the broker.

A BROKER'S MINIMUM DUTIES REQUIRED BY LAW (A client is the person or party that the broker represents):

- Put the interests of the client above all others, including the broker's own interests;
- Inform the client of any material information about the property or transaction received by the broker;
- Answer the client's questions and present any offer to or counter-offer from the client; and
- Treat all parties to a real estate transaction honestly and fairly.

A LICENSE HOLDER CAN REPRESENT A PARTY IN A REAL ESTATE TRANSACTION:

AS AGENT FOR OWNER (SELLER/LANDLORD): The broker becomes the property owner's agent through an agreement with the owner, usually in a written listing to sell or property management agreement. An owner's agent must perform the broker's minimum duties above and must inform the owner of any material information about the property or transaction known by the agent, including information disclosed to the agent or subagent by the buyer or buyer's agent.

AS AGENT FOR BUYER/TENANT: The broker becomes the buyer/tenant's agent by agreeing to represent the buyer, usually through a written representation agreement. A buyer's agent must perform the broker's minimum duties above and must inform the buyer of any material information about the property or transaction known by the agent, including information disclosed to the agent by the seller or seller's agent.

AS AGENT FOR BOTH - INTERMEDIARY: To act as an intermediary between the parties the broker must first obtain the written agreement of *each party* to the transaction. The written agreement must state who will pay the broker and, in conspicuous bold or underlined print, set forth the broker's obligations as an intermediary. A broker who acts as an intermediary:

- Must treat all parties to the transaction impartially and fairly;
- May, with the parties' written consent, appoint a different license holder associated with the broker to each party (owner and buyer) to communicate with, provide opinions and advice to, and carry out the instructions of each party to the transaction.
- Must not, unless specifically authorized in writing to do so by the party, disclose:
 - that the owner will accept a price less than the written asking price;
 - that the buyer/tenant will pay a price greater than the price submitted in a written offer; and
 - any confidential information or any other information that a party specifically instructs the broker in writing not to disclose, unless required to do so by law.

AS SUBAGENT: A license holder acts as a subagent when aiding a buyer in a transaction without an agreement to represent the buyer. A subagent can assist the buyer but does not represent the buyer and must place the interests of the owner first.

TO AVOID DISPUTES, ALL AGREEMENTS BETWEEN YOU AND A BROKER SHOULD BE IN WRITING AND CLEARLY ESTABLISH:

- The broker's duties and responsibilities to you, and your obligations under the representation agreement.
- Who will pay the broker for services provided to you, when payment will be made and how the payment will be calculated.

LICENSE HOLDER CONTACT INFORMATION: This notice is being provided for information purposes. It does not create an obligation for you to use the broker's services. Please acknowledge receipt of this notice below and retain a copy for your records.

| | | | |
|---|---------------|-----------------------------------|-----------------------|
| Kyle Matthews/Matthews Retail Group Inc. | 678067 | kyle.matthews@matthews.com | (310) 919-5757 |
| Licensed Broker /Broker Firm Name or Primary Assumed Business Name | License No. | Email | Phone |
| Kyle Matthews | 678067 | kyle.matthews@matthews.com | (310) 919-5757 |
| Designated Broker of Firm | License No. | Email | Phone |
| _____ Licensed Supervisor of Sales Agent/ Associate | License No. | _____ Email | _____ Phone |
| _____ Sales Agent/Associate's Name | License No. | _____ Email | _____ Phone |

Buyer/Tenant/Seller/Landlord Initials

Date