



City Centre Building

40 South Main Street
Dayton, Ohio 45402

NAI Bergman (“Broker”) has been retained by the Seller of the 40 S Main St in Dayton, Ohio (“Property”) as the exclusive broker for this opportunity.

This Offering Memorandum has been prepared by Broker for use by the principal (“Principal”) to whom Broker has provided this Offering Memorandum. The use of this Offering Memorandum and the information provided herein is to be kept Confidential. Although the information contained herein is based upon sources believed to be reasonably reliable, Owner and Broker, on their own behalf, and on behalf of their respective officers, employees, shareholders, partners, directors, members and affiliates, disclaim an responsibility or liability for inaccuracies, representations and warranties (expressed or implied) contained in, or omitted from, the Offering Memorandum or any other written or oral communication or information transmitted or made available to the recipient of this Offering Memorandum. In amplification of and without limiting the foregoing, summaries contained herein of any legal or other documents are not intended to be comprehensive statements of the terms of such documents but rather only outlines of some of the principal provisions contained therein, and no representations or warranties are made as to the

completeness and/or accuracy of the projections contained herein. Prospective purchasers of the Property should make their own investigations and conclusions without reliance upon this Offering Memorandum, the information contained herein or any other written or oral communication or information transmitted or made available. Additional information and an opportunity to inspect the Property will be made available upon written request by interested and qualified prospective purchasers.

Owner expressly reserves the right, exercisable in Owner’s sole and absolute discretion, to withdraw the Property from being marketed for sale at any time and for any reason. Owner and Broker each expressly reserves the right, exercisable in their sole and absolute discretion, to reject any and all expressions of interest or offers regarding the Property and/or to terminate discussions with any entity at any time with or without notice. Broker is not authorized to make any representations or agreements on behalf of Owner. Owner shall not have any legal commitment or obligation to any 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, delivered and approved by

Owner and the other party thereto and any conditions to Owner’s obligations hereunder have been satisfied or waived. If you have no interest in the Property at this time, return this Offering Memorandum immediately to:

NAI Bergman
4695 Lake Forest Drive, Suite 100,
Cincinnati, OH 45242
tel +1 513 769 1700
fax +1 513 769 1710
www.naibergman.com



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City Centre Building Opportunity Zone Investment

40 S Main St is a 287,728 square foot, 21 story class C office building that was originally built in 1904 and remodeled as recently as 1990. It is situated on approximately 0.53 acres on the corner of S Main St and E 4th St.

The City Centre Building was originally built in 1904 as a 14 story office structure but through 3 additions the building now stands at 21 stories tall and is a fixture on the Dayton skyline.

City Centre is part ideally located in the center of downtown Dayton. Within walking distance to The Schuster Performing Arts Center, Victoria Theatre, The Levitt Pavilion, The Dayton Convention Center, Fifth Third Field (Home of the Dayton Dragons), The Oregon District, Riverscape and much much more! City Centre is just a short bike or car ride to other locations such as The University of Dayton & Carillon Park. Downtown Dayton enjoys easy access to 3 major Hospitals; Miami Valley Hospital, Grandview and Kettering Medical Center.

Downtown Dayton has seen a large amount of growth in recent years in housing as well as restaurants and entertainment. Revitalization of older office and industrial properties are at the heart of this boom. The strategy employed focused on a nine block area with City Centre almost directly in the middle. This 9 block area is all centered around the newly constructed Levitt Pavilion (adjacent to City Centre).

At the back of this Offering Memorandum is the flyer for “The Nine” giving more information on the redevelopment as well as the 2017 housing demand analysis for more information



About Dayton, OH

With approximately one million residents, the Greater Dayton area is the fourth largest metropolitan region in Ohio. Excellent employment opportunities, diversity and low cost of living make Dayton an attractive Midwestern location. Dayton is one of the nation's top 90-minute markets, with access to more than 5.6 million people by car and more than 137 million people by air. With a strong and diverse economy, the Greater Dayton area is a regional hub for national and global commerce. Dayton is home to Wright-Patterson Air Force Base (WPAFB), which serves as a key nerve enter of the Air Force. It is considered among the most important military installations in the country, and has a \$2.3 billion annual economic impact on the Greater Dayton Region. Dayton is aggressively looking to the future, and is home to a thriving IT community with companies such as LexisNexis, Standard Register, and Reynolds & Reynolds, among others. These companies, as well as Wright-Patterson Air Force Base, both complement and capitalize on this churning hot-bed of talent and skills coming out of the local universities each year.

Key Highlights

Excellent Demographics – The Property is downtown, a growing community of young professionals, retiring Daytonians and families with a 3 mile average HH income of \$42,129 and a population of 241,748 people within a 5 mile radius.

Premium Location – The Property is located in Montgomery County with easy access to Interstate 75 from multiple exits, US 35 and a short distance to Interstate 675 and Interstate 70. Only 12 miles from the Dayton International Airport.

Proposed Unit Mix– A variety of unit sizes from Studios to a 3100 SF/3 bedroom. Utilizing smaller and larger units this project will cater to almost all households!

Growing and Improving Market – Dayton is the sixth largest city in Ohio. The city is undergoing significant changes due to private investment and new development. The newly constructed Levitt Pavilion is slated to bring in a number of nationally know acts to perform in 2019. Downtown Dayton is also in the midst of a plan to remodel the Dayton Convention Center.

1 Executive Summary

Amenities Proximate to Property – The list of amenities within a short distance of City Centre is below:

Entertainment:

Schuster Performing Arts Center
Victoria Theatre
Levitt Pavilion
Fifth Third Field
Riverscape MetroPark
The Dayton Art Institute
Second Street Market

Restaurants:

Corner Kitchen	Salar Restaurant
Roost Modern Italian	Coco's Bistro
Wheat Penny	Jay's Seafood
Old Scratch Pizza	Tai 9
Dublin Pub	Table 33
And MORE	

Hotels:

Fairfield Inn & Suites	Crown Plaza
Inn Port	Marriott

Transportation:

Greater Dayton Regional Transit Authority (RTA)

Overview



ADDRESS 40 South Main St
Dayton, OH 45402

COUNTY Montgomery

SQUARE FOOTAGE ± 287,728

PARKING Over 2300 parking spaces within 2 blocks

FRONTAGE 99.5' S Main St & 201' E 4th St

CLASS C

FLOORS 21

OCCUPANCY 0%

ZONING CBD

LAND 0.5323 Acres

BUILT 1903, 1905, 1909 & 1922

ROOF Rubber Membrane

ELEVATORS 10 Total (Varying heights/locations, 1 Freight)

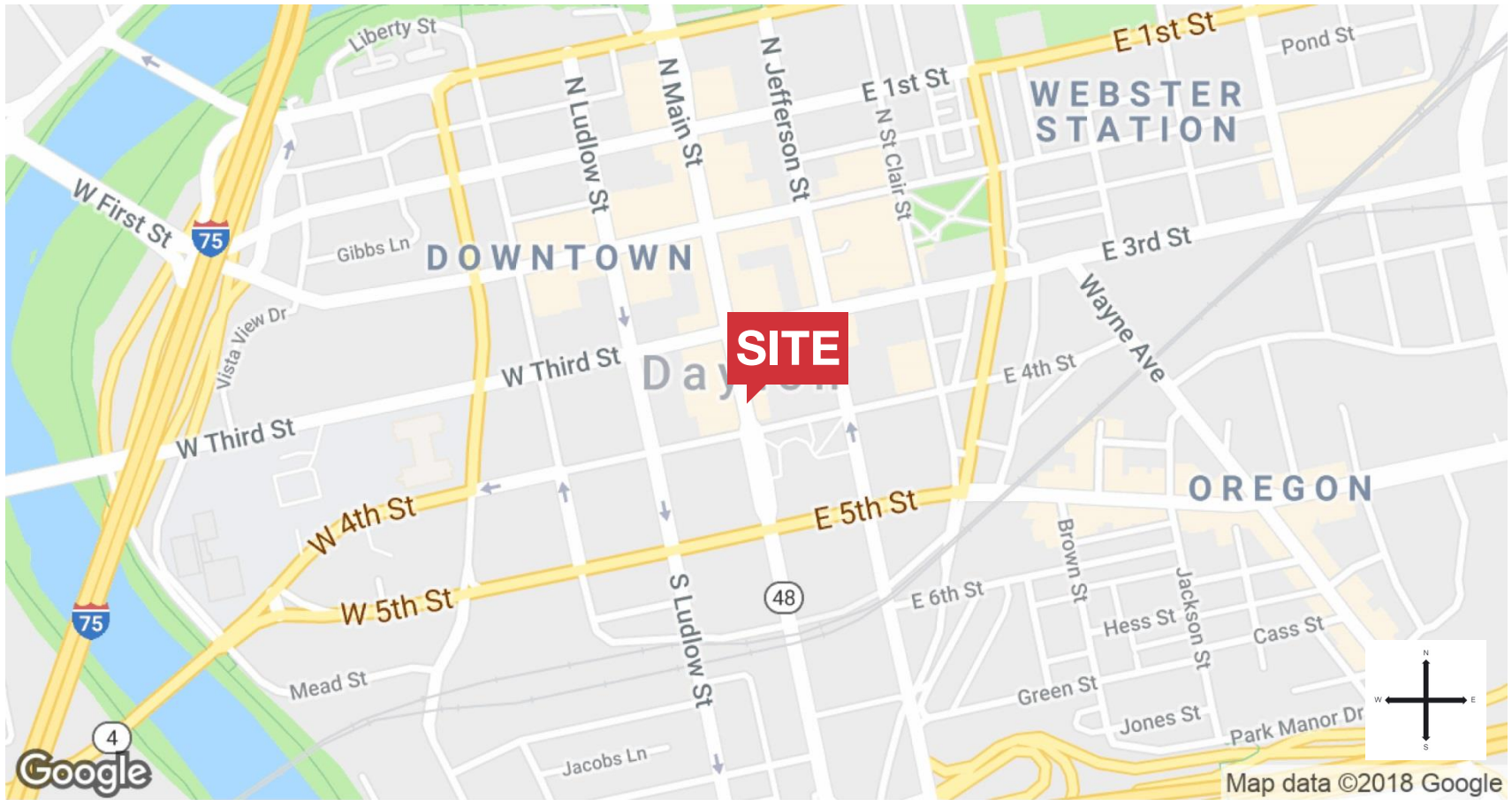
2018 TAX INFORMATION Parcel # R72-00507-0050
R72-00507-0058
Improvements - \$1,284,650
Land - \$390,350
TOTAL Value - \$1,675,000

Annual Real Estate Taxes - \$32,251.25

Annual Assessments - \$4,445.98

Property Map

2 Property Description



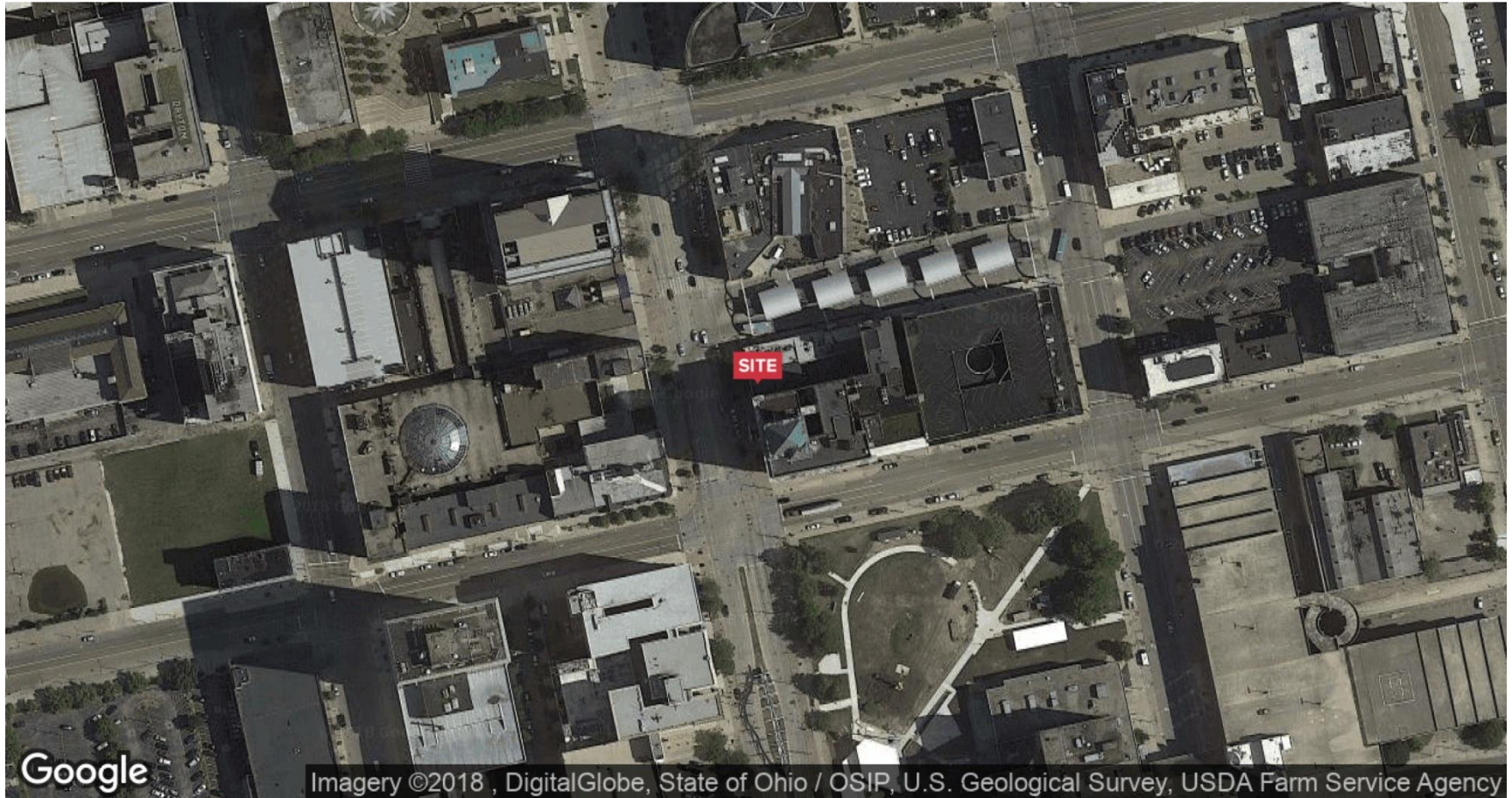
Property Map

2 Property Description



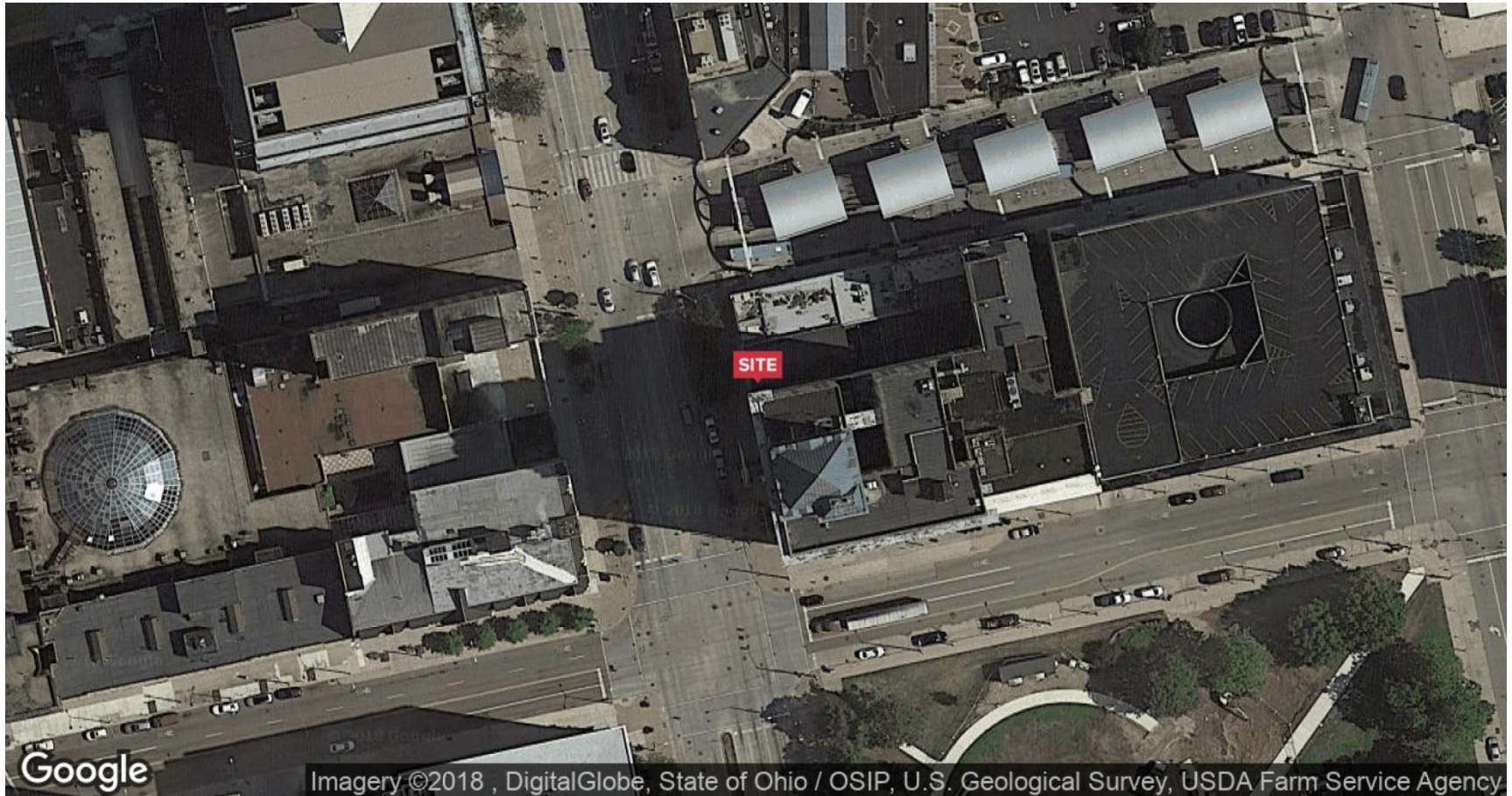
Property Aerial

2 Property Description



Property Aerial

2 Property Description



Property Downtown Map

2 Property Description



Property Photos



2 Property Description



Property Construction

2 Property Description



The first building was the 7-story manufacturing building located at the southeast corner of the complex. The 14-story office building west of the original building was added in 1905 (Photo Left). The office building was framed with structural steel with clay tile fireproofing. The 1909 manufacturing building along Market Street was framed using reinforcing concrete. The perimeter concrete frame was exposed on the exterior of the building and was infilled with masonry. Steel or cast iron columns may have been incorporated into the frame of the building. The edges of what appeared to be column splice plates could be observed on the east face of the building. The 1922 office building addition was constructed using a reinforced concrete frame with pan joists. The total height of the 1922 building is 21 stories with the center tower.



Asset Details

Overview

Centre City has a number of incentives already approved for the new owner/developer. The PACE funds as well as the Federal and State tax credits are approved with a total of over \$17,000,000 for the next owner to utilize in the redevelopment of this historic building. This asset also sits in the center of the Opportunity Zone for Downtown Dayton. Opportunity Zones introduced in the Tax Cuts and Jobs Act on December 22, 2017 offer many benefits for the owner. Visit www.irs.gov or www.cdfifund.gov for more information on Opportunity Zones and how they can benefit you.

Eligible Sources	Amount
PACE Funds	\$5,000,000
Historic Tax Credits - Federal	\$7,122,676
Historic Tax Credits - State	\$5,000,000

Other Sources to be accessed	Amount
Opportunity Zone	TBD by Purchaser
LIHTC	TBD

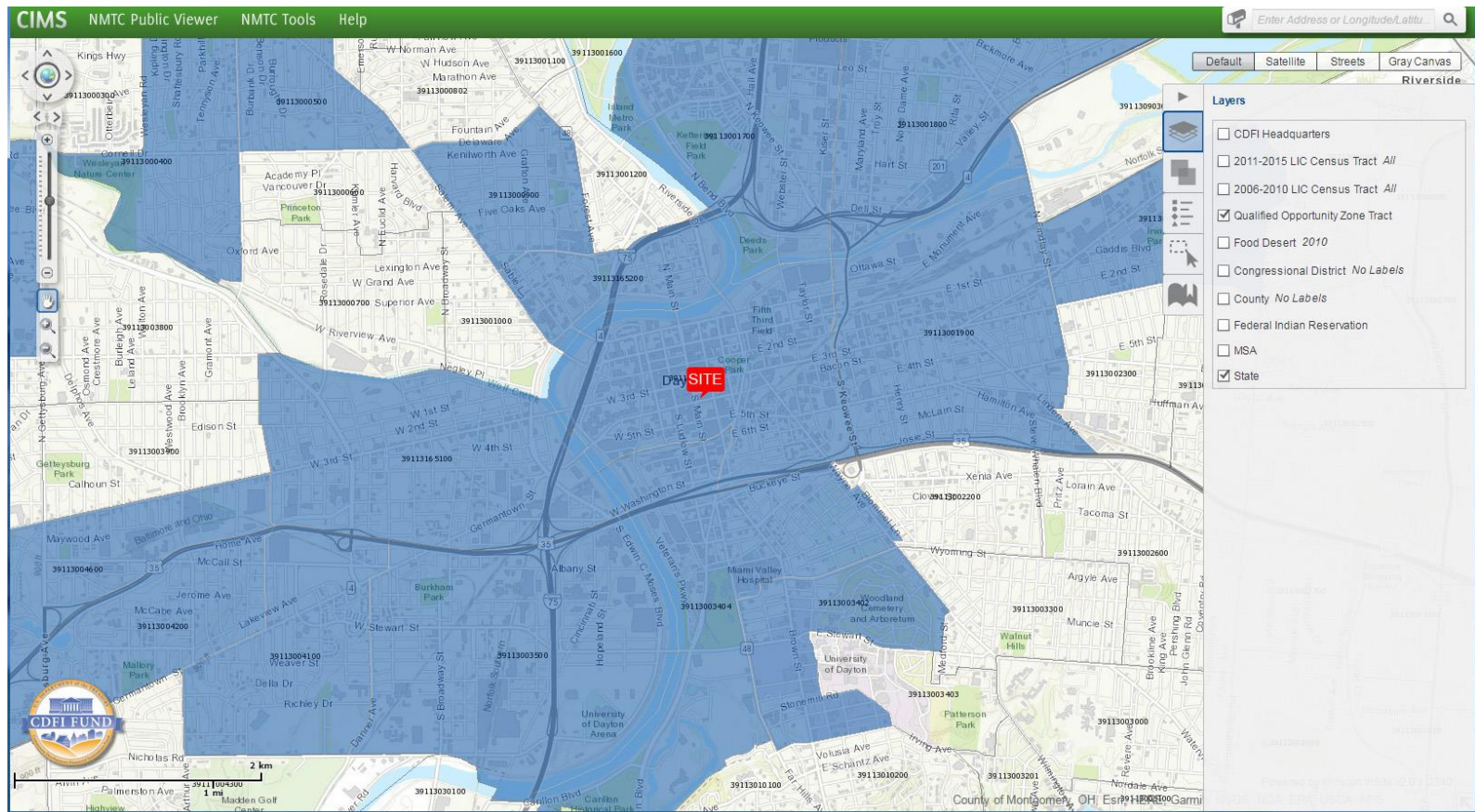
In addition to the Opportunity Zone designation this property (Should the owner choose to develop into multi-family) may choose to seek the Low Income Housing Tax Credit available for just such a redevelopment. LIHTC, established as part of the Tax Reform Act of 1986, provides tax incentives to encourage development and rehabilitation of affordable rental housing. Please refer to www.irs.gov or www.occ.gov for more information.

Combining all of these sources for funds and tax credits make Centre City an attractive investment for re-development!



Development Opportunity Zone

40 S Main St is located within the “Opportunity Zone” allowing for potentially more tax benefits. Please Visit <https://www.cdfifund.gov/Pages/Opportunity-Zones.aspx> for more information.



Information presumed to be correct, please rely upon individual inspections and conformation.

The Gem City

Dayton Market Overview

Dayton, or the “Gem City,” was founded in 1796. It is the third largest city in Ohio and the 28th largest city in the United States. The Greater Dayton region encompasses a 12 county area in Western Ohio. Dayton has a low cost of doing business and living. It is also home to the headquarters of several major corporations, including Lexis-Nexis, Mike-Sell’s, Motoman, Standard Register and Speedway corporation.

Greater Dayton is one of the most strategically located metropolitan regions in the United States for access by manufacturing and service industries. Air, highway, and rail transportation give Dayton ready access within 600 miles to 50 major metro markets, 54% of the nation’s population and 53% of the nation’s manufacturing capacity. Two interstate highway systems (I-75, and I-70) and one interstate connectors (I-675) serve the Dayton region and provide access to all geographic directions.

The accessibility combined with Dayton’s top-ranked business climate has made it a choice location for businesses small and large.

Demographics

- The 2010 estimated population is 799,232.
- The total civilian labor force is 275,600
- The estimated average HH income is \$49,504.

ENGAGE | SUSTAIN | ENTERTAIN



THE NINE: DEFINED

*Inspired by Cleveland and expanded in Dayton, “THE NINE” is a redevelopment strategy focused on any nine block area in an urban grid that is centered around a PLACE BASED opportunity. “THE NINE,” in Downtown Dayton is a 9 block, 36 acre, 100 parcel, 2 million sf, 5000 ± parking space area centered around Dave Hall Plaza, with 287 hotel rooms located at the south end of Dayton’s Central Business District. This part of downtown is prime for repositioning as a premier downtown **URBAN NEIGHBORHOOD** centered around a central park. It is comprised of unique urban fabric, including buildings built from the turn of the century to mid century modern and recent additions.*

“THE NINE” incorporates, Main Street and major assets such as Dave Hall Plaza, The Dayton Convention Center, Crowne Plaza Hotel and City of Dayton and Montgomery County parking garages. It is connected to the west end of the Fifth Street Entertainment District (Oregon), home to some of Dayton’s top restaurants.

No where else in the region do we have such a confluence of opportunity. The City of Dayton, Montgomery County, Dayton Public Schools and the Regional Transit Authority control key parcels in this area, enhanced by built assets owned by the private sector.

Our drivers are housing, the built environment and unique urban fabric, differentiating ourselves in the market place with an offering that only an authentic urban core can provide.

Our strategy is to forge new partnerships, leverage urban migration, inspire the region and re-create one of the Dayton areas most unique and vibrant urban neighborhoods.

Our focus will incorporate housing, adaptive reuse, incentive areas, sustainable solutions, energy efficiency and first floor vibrancy.

What are we Changing? Our Approach...

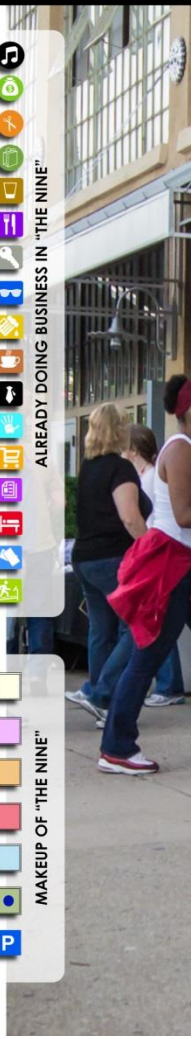
The first floor vibrancy initiative could be the single most important initiative we take on. This is about not only having businesses open, but orchestrating a strategy which creates synergistic first floor vibrancy through critical massing, area branding, and business development mentorship.

FOR MORE INFORMATION ABOUT OPPORTUNITIES IN “THE NINE” GO TO:

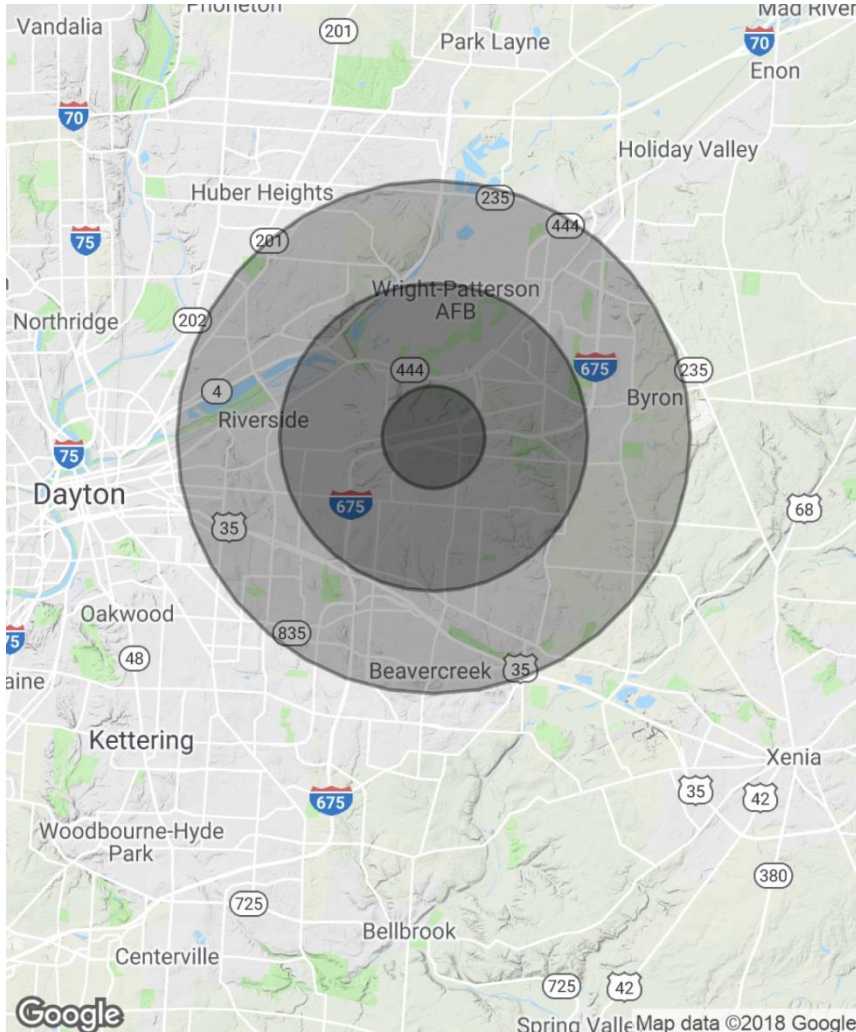
WWW.THENINEDAYTON.COM



- MUSIC
 - BANK
 - SALON
 - RETAIL
 - BOURBON BAR
 - RESTAURANT
 - LOCKSMITH
 - EYE GLASSES
 - BAR
 - COFFEE
 - CLOTHING
 - CHILD CARE
 - GROCERY
 - COPY CENTER
 - HOTEL
 - MOVIE
 - GYM
- ALREADY DOING BUSINESS IN “THE NINE”
- EXISTING COMMERCIAL
 - EXISTING HOUSING
 - INFILL SITES
 - ADAPTIVE REUSE/VACANT
 - ADAPTIVE REUSE/LOW OCC.
 - CITY PARK
 - GARAGE
- MAKEUP OF “THE NINE”



Property Demographics



	1 MILE	3 MILES	5 MILES
POPULATION			
Total population	4,901	40,546	119,944
Median age	27.1	32.9	35.8
Median age (male)	27.8	32.2	34.7
Median age (Female)	26.4	34.0	36.6
HOUSEHOLDS & INCOME			
Total households	1,796	16,415	47,724
# of persons per HH	2.7	2.5	2.5
Average HH income	\$66,684	\$69,057	\$64,543
Average house value	\$190,212	\$181,587	\$158,084

* Demographic data derived from 2010 US Census

Lofts Project

Overview

5 Centre City Lofts Project

Centre City Lofts was a project that was organized and developed to convert 40 S Main St structure into 164 unit Multi-Family property consisting of studio, 1, 2 and 3 bedroom apartments as well as almost 9,000 SF of Retail on the ground floor. Working with this model the developer was able to obtain Historical tax credits and Pace funds for the redevelopment. The new opportunity to use Opportunity Zones was not originally factored in but can be a great advantage to the new owner. In the pages that follow the purposed unit mix for the original project as well as the draft pro-forma and the Greater Dayton Report for Housing Demand are all included.

The beauty of a project such as this is that the new owner may choose to use the tax credits, PACE Funds and Opportunity Zone designation which are already put in place but may modify this project to include more units, change the mix and/or the design all together.



Tenant Information

Proposed Unit Mix

APARTMENT UNIT COUNTS

	Net Square Footage	FLOOR LEVEL														BUILDING TOTALS	
		Ground Floor	Floor 2	Floor 3	Floors 4 & 5	Floor 6	Floor 7	Floor 8	Floor 9	Floor 10	Floor 11	Floors 12 & 13	Floor 14	Floors 16-19	Floor 20	Total Unit Count	Total Net SF
Studio Units		0	2	3	6	4	3	1	1	1	1	2	1	0	0	25	12,721 SF
1-Bedroom Units		0	7	7	16	8	9	10	7	7	7	14	6	0	0	98	78,743 SF
2-Bedroom Units		0	5	5	10	4	4	2	1	1	1	2	1	4	0	40	47,426 SF
3-Bedroom Units																	
3-A	3,122 SF	0	0	0	0	0	0	0	0	0	0	0	0	0	1	1	3,122 SF
BUILDING TOTAL		0	14	15	32	16	16	13	9	9	9	18	8	4	1	164	138,890 SF

Scott Kaster

+1 937 673 4366 Cellular

+1 513 769 1700 Main

scott@bergman-group.com

NAI Bergman

4695 Lake Forest Drive

Cincinnati, OH 45242

+1 513 769 1700

naibergman.com