



ABRA INCOME INVESTMENT FUND

U.S. Real Estate Investment Fund (Preliminary Information)

Disclaimer

This presentation is only for briefing discussion purposes and it is neither an offer to purchase or sell, nor a request for an offer to purchase or sale, and it does not provide any guarantee concerning any of ABRA's entities described or mentioned in this presentation. This presentation is confidential and it may not be reproduced or distributed to any person. Should a securities offer be made, it shall be accomplished in accordance with ABRA's applicable confidential offer memorandum and the associated documents (the "Offer Documents") which contain important information not stipulated hereunder and which would totally replace the information disclosed in this presentation. In the event of conflict, the information contained in the Offer Documents shall prevail over any information contained in this document. Any investment decision must be made based only in the "Offer Documents" and not on the data contained hereunder. The investment decision is subject to many risks as established in the "Offer Documents" and an investment should only be accomplished by a person that understands the risks and other important considerations regarding the investment (including the risks and considerations established in the Risk Factors and Conflicts) submitted in the applicable sections of interest of the "Offer Documents" and by whoever is in position of losing all the investment made.



Index





Market Opportunity

Brief description of the Business Plan

Summary

Focus on the market of dwellings for lease and on medium and medium-low rentals in the U.S.



Business Structure

Investment structure and integrated operation in multifamily real estate assets.



Business Profitability

Initial investment, expected returns, income projection, conditions for investors.



Disclaimers and Risks Description of associated risks



Managers



Universidad de Ios Andes



Santiago Vásquez Obando



AKTIVOS

He has more than 15 years of experience in Colombia being involved in analysis and financial structuring, strategic management and investment banking in the real estate sector. He has participated in the structuring and implementation of commercial and financial strategies for rental real estate assets, maximizing the property value as Asset Manager.

UNIVERSIDAD DEL ROSARIO Cargio Hayor de Nuestra Sedera del Rosario - 1653



Jose Pablo Mesa Ramirez



He has more than 25 years of experience in Colombia through deals in the Stock Exchange and financial sector focused on the securities market, investment advice and management of both, institutional clients, and private banking investors. He has managed commercial and operative teams with regional responsibility. He is also a member of several Boards of Directors.





Juan Jose Cruz





He has more than 15 years of experience in the real estate market of South Florida. As Realtor and experienced builder he has participated in several residential and commercial transactions. He is the asset manager of 65 properties in the Miami-Dade, Broward and Palm Beach Counties in Florida.



External advisors



Leader Legal Counsel in the U.S. - Onshore Fund



Fund Administrator



Legal Tax Counsel in Colombia



Leader Legal Counsel in BVI- Offshore Fund

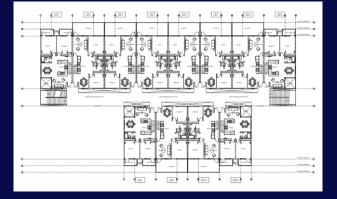
KAUFMAN ROSSIN

Taxes and Audit – Onshore Fund



Resumen









Duplex, triplex, fourplex or multifamily, with 2 or more independent units



Rented or vacant with good income potential for rent



Assets located in the State of Florida



Initial Capex investment need not exceeding 15% of the asset value.

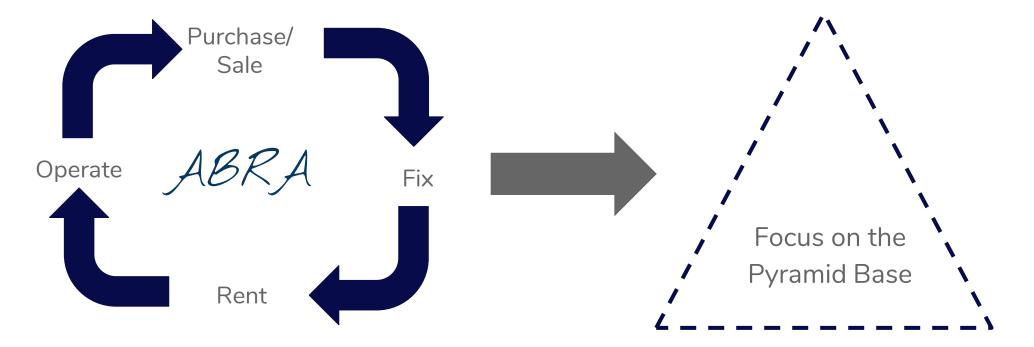


Real Case - Owned by Manager



Opportunity

"The American housing market has shown an increasing trend for renting rather than purchasing."



"Structure an integral investment and operation platform to purchase and operate (type B- and C(+,-) dwellings, generating economies of scale in order to decrease operating cost and asset risk, thus increasing profitability"



Executive Summary

Structure and Profitability	 - Vehicle: ABRA Investment Fund LP - Size: USD 50.000.000 (Min. USD 10.000.000) - IRR: 10%-13% EA - Preferential Return: 7% - Term: 5 years (+2 extension years) - Type of fund: Income generator - Redemptions: Biannually (March and September) 	 - Structuring Fee: 1% (Invested Value) - Asset Management fee: 2% per annum of the invested value (1.75% + USD 30.000.000 AUM) - Property Management fee: 6% per annum on gross income (5% + USD 30.000.000 AUM) - Success Fee: 80%/20% (IRR+14% = 70%/30%) 						
Investment Strategy and Opportunity	- Geography: Florida, EEUU - Type of Assets: Residential (commercial rental property) - Size of Assets: Multifamily units - Market Types: Open and Section 8 ("Plan B") - Táctics: Integral investment and operative platform	 -Rental market in US\$: \$540-\$650 B per year -Rental market: 36% of the population -Market of tenants' homes: 45.9 million -Rental expense: 30% of their income is destined to housing -Average rental: USD 850 – 2000/month 						
Managers and Advisors	 - Asset Manager: Abra Capital GP Investment and operative structure Financial valuation - Property Manager: Abra Property Management - Operation of the property - Maintenance and improvements 	 Fowler White Burnett: Legal structuring leader Conyers Dill & Pearman: Legal BVI Posse Herrera Ruiz: Legal Tax Colombia Kaufman Rossin: US Auditors and Taxes OPUS Fund Managers: Fund Administrators Banco: First Republic 						
Experience	 -55 years of experience in the real estate and capitals markets. - Experience in structuring real estate projects of over US\$150 Million - Investment counseling and management of private banking and institutional clients. 	-Experience in residential and commercial transactions -Property manager of 65 dwellings at present -Property manager of 7 different corporations of local and foreign investors						



Investment Thesis

Why?	 The annual rental market value amounts to USD 540B – 650B Rental market demand is increasing: 36%, 45.9M homes A large number of tenants are not eligible for bank loans to purchase dwellings Lack of supply of units for medium-low class people Atomized risk and stable income derived from contracts
How?	 Through an integrated investment structure With a professional management of real estate assets Through 1-year term lease agreements
Where?	 In the State of Florida, U.S.A. Multifamily dwellings between 2-50 units Urban and suburban areas Class B-, C+, C properties
Who?	 Tenants with family income up to US\$75.000 per year Focus on medium and medium-low class which is currently neglected Beneficiaries of Section 8 voucher program Tenants aged between 25 and 65



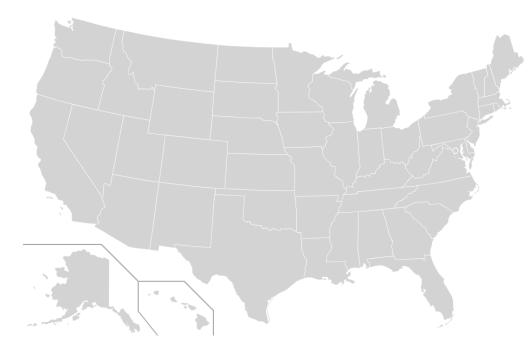




Market Opportunity

U.S. Market: Rented Dwellings

Key indicators



U.S.A.

US\$ 540B-650B per year* This is the value of the rental market

Annual vacancy rate 4.1%* Class C rented dwellings

45,9 million households live in rented dwellings * 18,4 million represent millenials' homes

36,6% of North Americans* Prefer to pay rent rather than buying a home

500,000 new homes annual increase* That is the number of homes with tenants between 2015 and 2025

57% of tenants * Have family income under US\$ 75.000 per year

Monthly average rentals of US\$850 - \$2.000* Per unit



Florida Market: Rented Dwellings

Florida may be within the third or fourth rented dwellings market

Miami-Fort Lauderdale,FL US\$ 11.9B per year Value of the rental dwellings market

Tampa, FL US\$ 5.0B per year Value of the rental dwellings market

Fort Lauderdale 4% increase in income For 2017

It annually increases by 16.200 new homes* Number of homes with tenants earning less than US\$75,000 per year

US\$1,370 monthly average rental* Per unit in Miami.



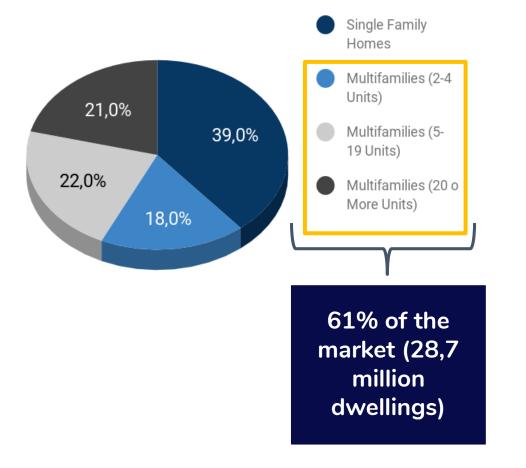


February 2019 V.07

Market: Size of Housing and Rental

"We focus on the most representative segment of the market"

Supply of Dwellings for Rent per Type of



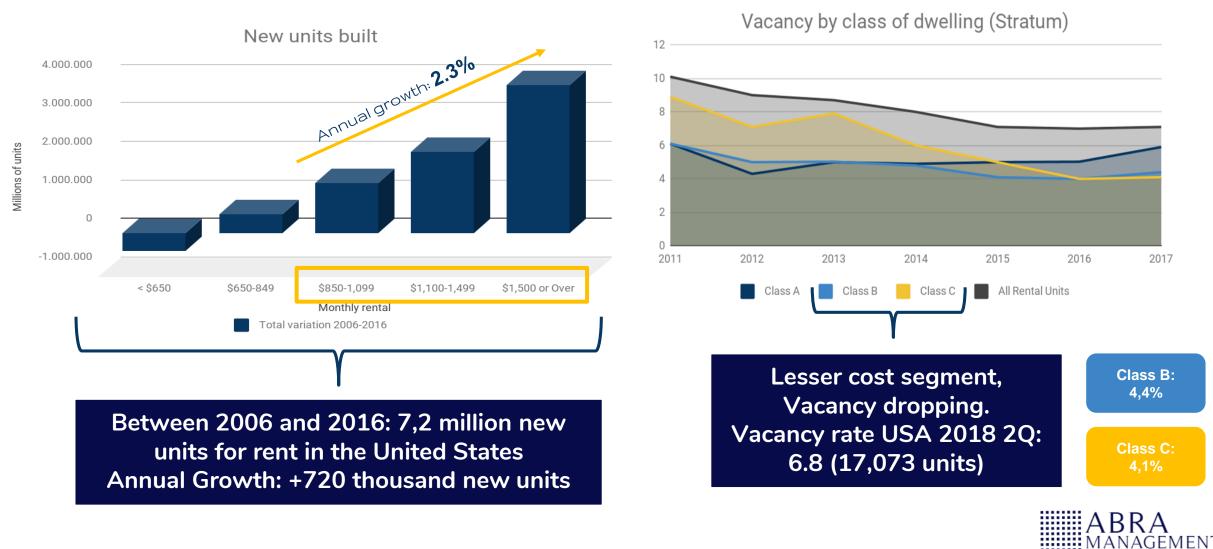
10,00 Mobile Home Other Multifamilies (20 o More Units) 8,00 Multifamilies (5-19 Units) 6.00 Multifamilies (2-4 Units) Single Family Homes 4,00 2,00 0,00 \$650 \$650-849 \$850-1.099 \$1.100-1.499 \$1.500 and Over Between US\$850 and US\$1,499: 17 million units Over US\$1.500: 8,5 million units

Rented Units per Type of Dwelling and Monthly Cost



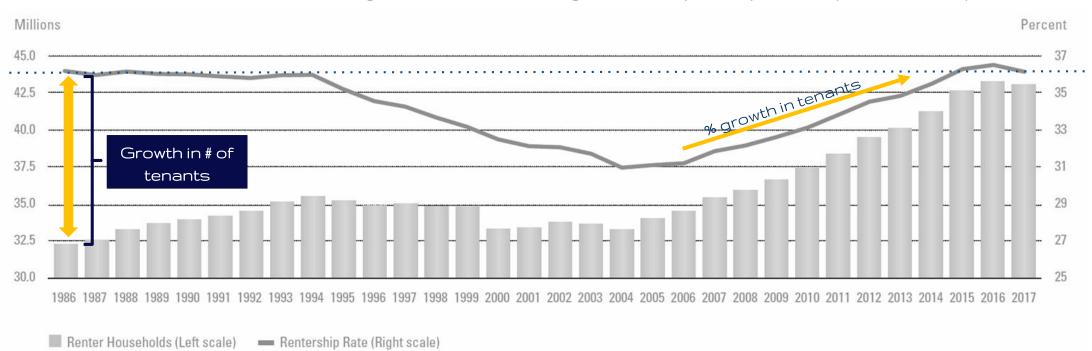
Market: Vacancy and Inventory

"We observe low risk given the vacancy rate and inventory" (2006-2016)



Market: Size and Rental Rate

"We are in an increasing market of dwelling size and participation" (2006-2016)

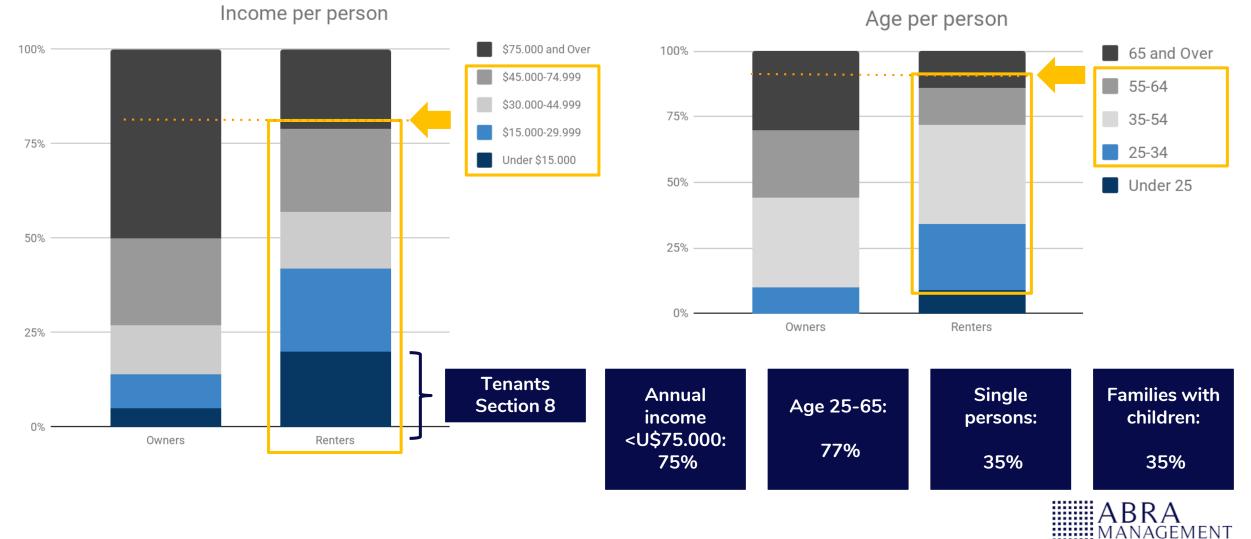


Rental Rate: 36,6% Growth in number of tenants 2006-2016: +10 million Annual growth of tenants: +1 million



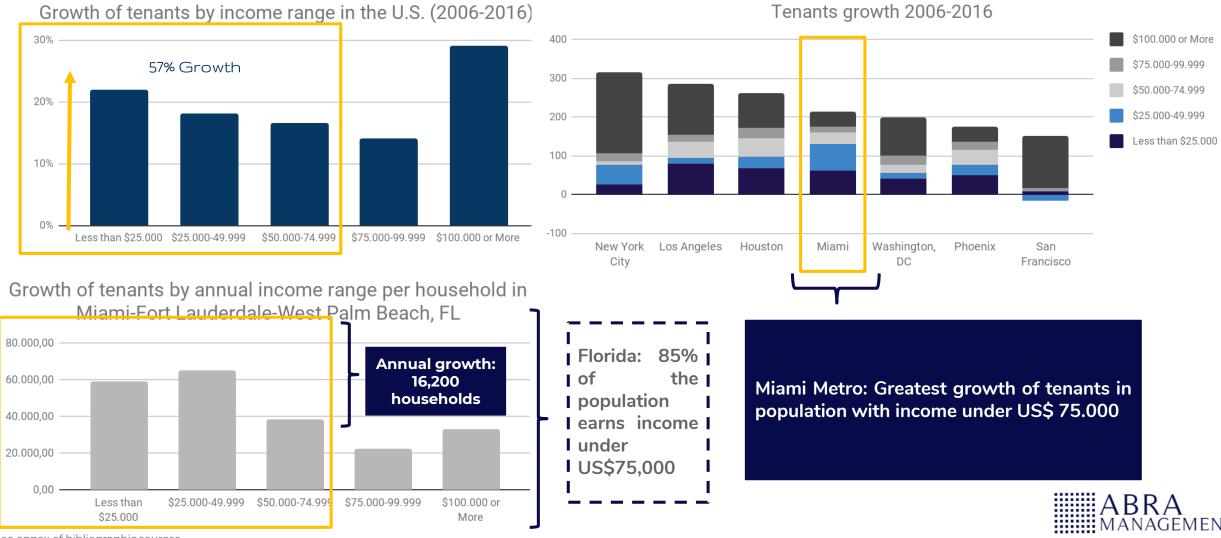
Market: Average Age and Income

"We focus on the working middle class which constitutes the largest portion of the market"



Market: Annual Income per Household

"Florida is characterized by having an important middle class participation" (2006-2016)



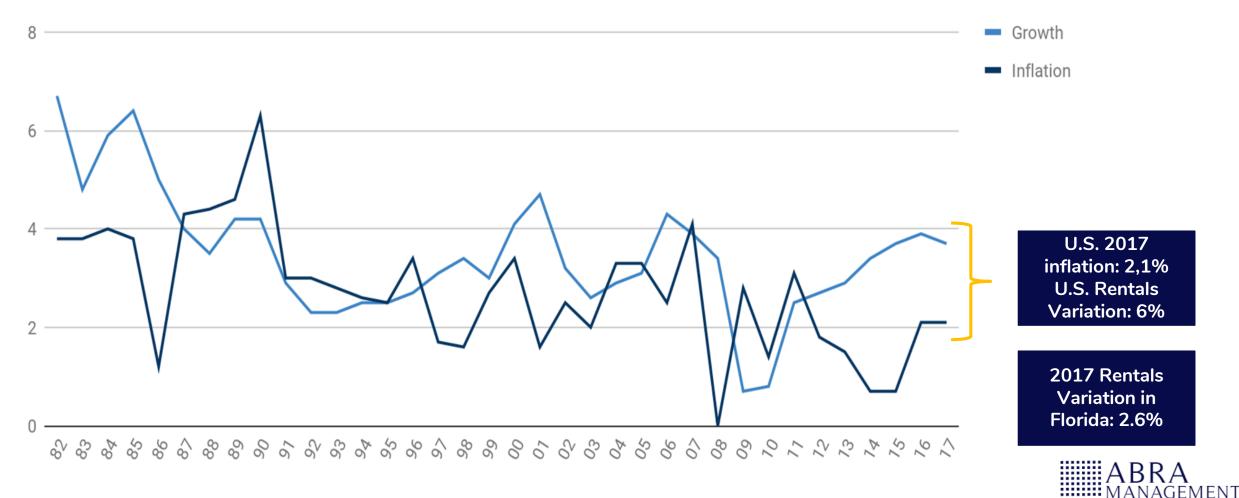
*See annex of bibliographic sources

February 2019 V.07

Market: Inflation vs. Renting % Growth

"Rented assets are shown as a "safe heaven" against inflation" (1982-2016)

Inflation vs. Rental Growth

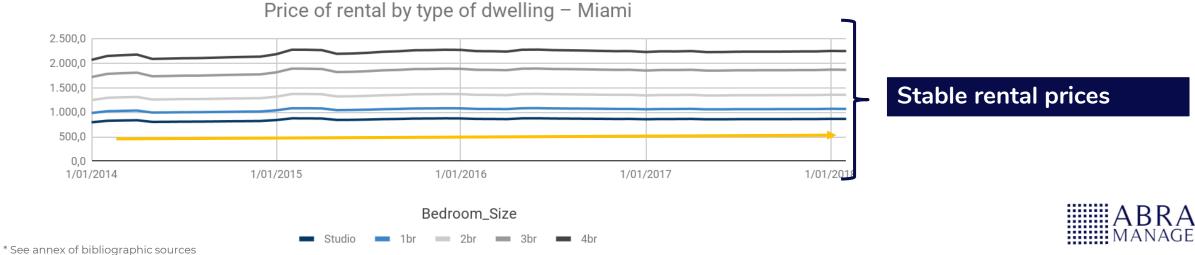


February 2019 V.07

Market: Rental Prices by city and Type of Housing

"Florida shows stability in rental prices" (2018)



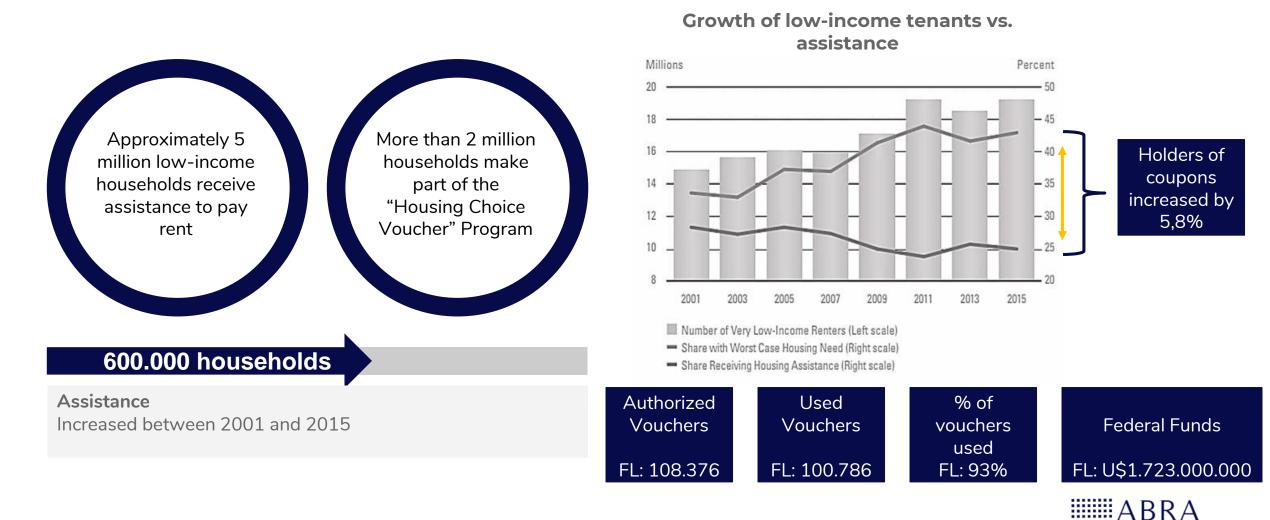


* See annex of bibliographic sources

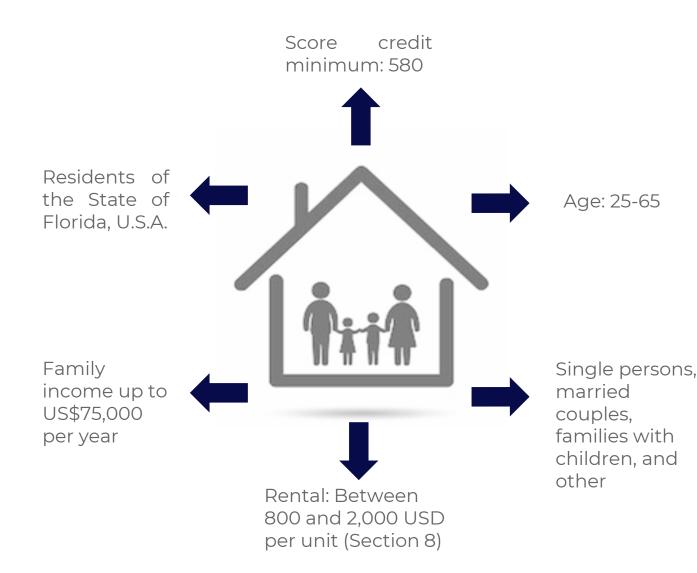
MANAGEMENT

Market: "Housing Choice Voucher" Program

Investment B Plan (in case of a crisis)



Lessee's Profile



Households with a life-style **(tenants by selection)** are wealthy enough to become owners, but have chosen to rent. **Discretional** households associated with renting instead of acquiring the burden of obligations derived from owning.

Households with a **tenant by need** are encompassed within a range. In descending order, such type of households is described herein below:

• A young professional family, with double income, without children, with substantial income but not wealthy enough to purchase a house or a condominium;

Students, who may also be encompassed within an income-capacity that includes both, the rich and those who hardly survive; range, Medium-low income households ("gray collar"), made up by office clerks. technicians. police officers. firemen. teachers. etc.: Blue collar households that may scarcely meet the monthly demands so it is probable they are destining a disproportionate part of their income to pay rent; Subsidized households that destine a percentage of the family income to pay the rest of the rental covered by a subsidy received from a government agency, although they are typically made up of low-income people, may extend to mediumincome homes in certain high-cost markets, such as the city of New York; Military households, subject to relocation frequency.

Market Position	Improvement Ratings
Discretionary	A+ / A
High Mid-Range	A- / B+
Low Mid-Range	B / B-
Workforce	C+/C/C-/D



February 2019 V.07

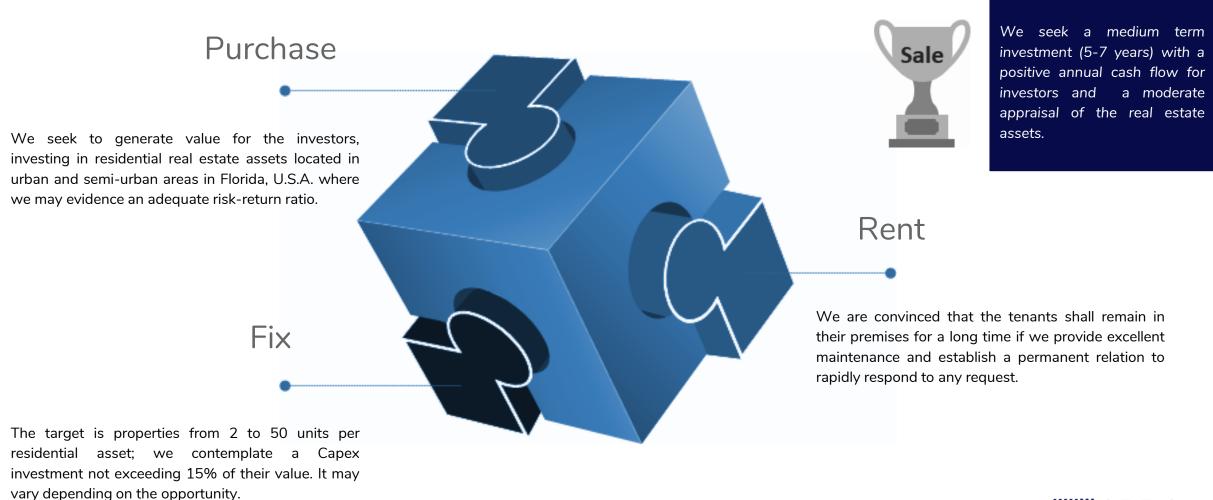


Business Structure

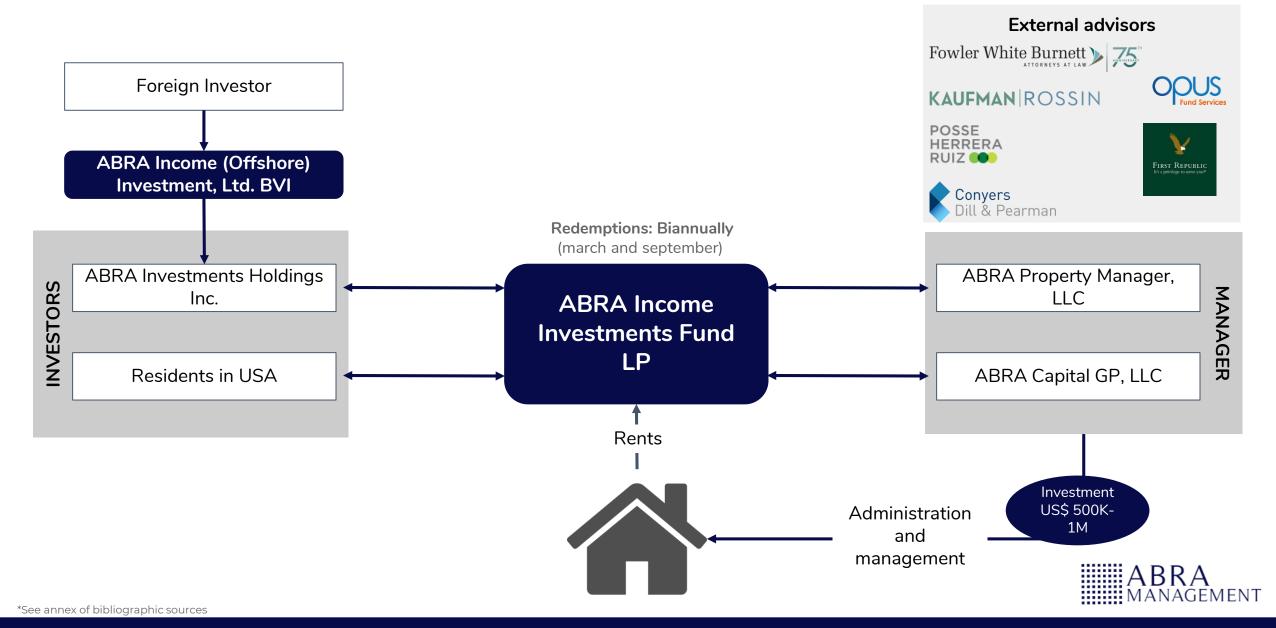
* Ver anexo de fuentes bibliográficas

Business Structure

Investment Strategy



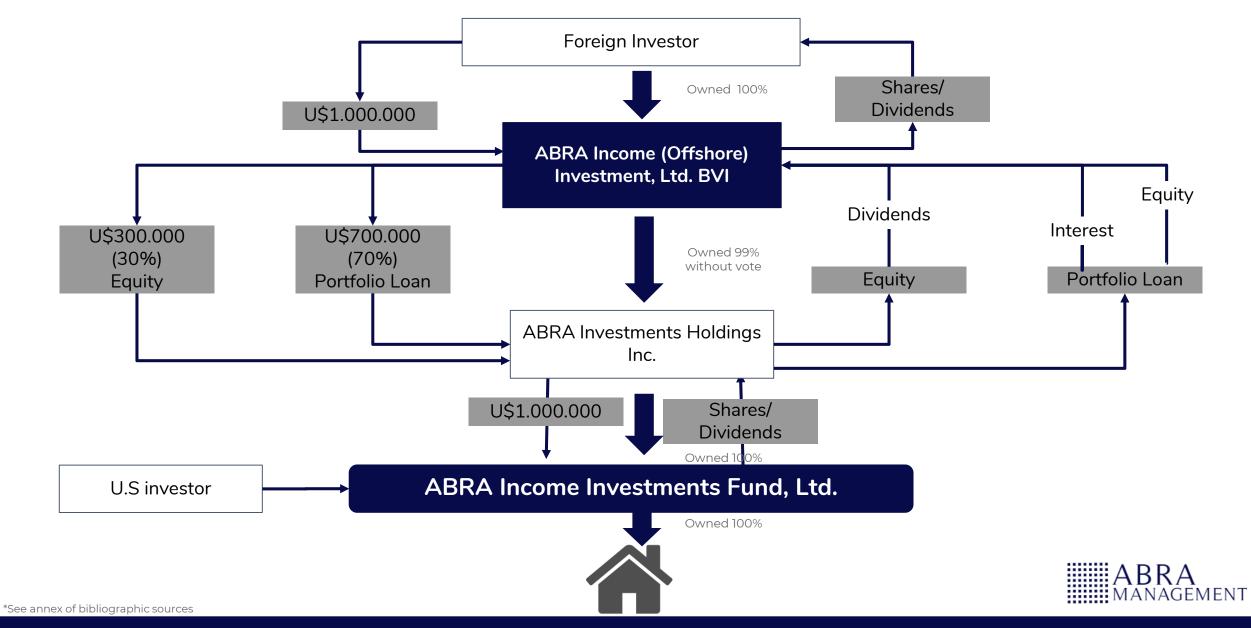




Business Structure

Investment Structure

February 2019 V.07







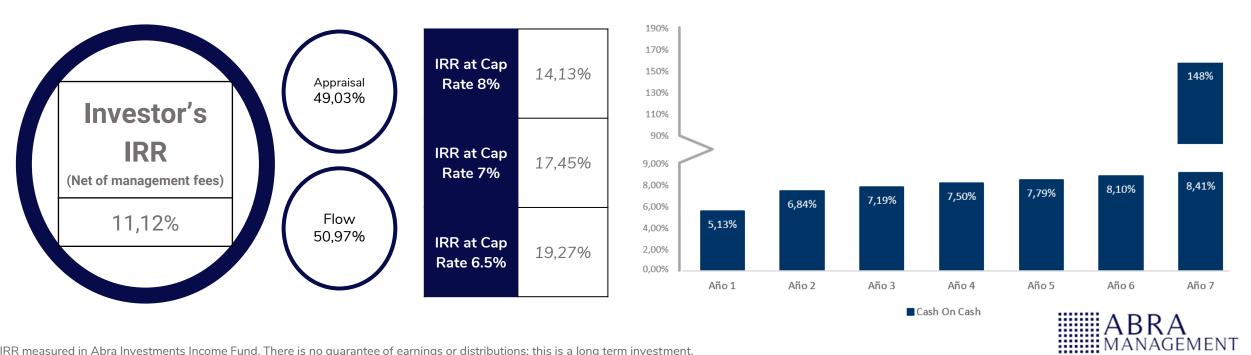
Business Profitability

Profitability

Financial Indicators

70% Capital – 30% Debt





*IRR measured in Abra Investments Income Fund. There is no guarantee of earnings or distributions; this is a long term investment.

Real Case

Owned by Manager

	abr-17	may-17	jun-17	jul-17	ago-17	sep-17	oct-17	nov-17	dic-17	ene-18	feb-18	mar-18	abr-18	may-18	jun-18	jul-18	ago-18	Ago. 17 a Ago. 18
Income																		
Total Rental Income	0	465	2.060	3.940	4.100	4.100	4.180	4.100	4.100	4.100	4.100	4.100	2.900	4.300	4.300	4.300	4.300	52.980
Total Income	0	465	2.060	3.940	4.100	4.100	4.180	4.100	4.100	4.100	4.100	4.100	2.900	4.300	4.300	4.300	4.300	52.980
Gross Profit	0	465	2.060	3.940	4.100	4.100	4.180	4.100	4.100	4.100	4.100	4.100	2.900	4.300	4.300	4.300	4.300	52.980
Expense																		
Boundary Survey Expense	• 0	0	0	0	0	0	0	0	0	0	315	0	0	0	0	0	0	315
Bank Service Charges	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	130
Business Licenses and Pe	ı 0	0	0	0	0	0	0	0	0	0	276	0	820	0	0	0	0	1.096
Insurance Expense	0	2.086	0	0	0	0	0	0	0	0	U	0	U	2.748	0	0	0	2.748
Postage and Delivery	0	0	0	0	0	0	0	0	0	0	0	0	0	111	0	27	0	137
Property Taxes	0	0	0	0	0	0	0	0	2.902	0	0	0	0	0	0	0	0	2.902
Utilities	0	80	173	140	140	140	140	145	84	171	171	277	206	186	376	412	189	2.635
Total Expense	10	2.176	183	150	150	150	150	155	2.995	181	772	287	1.036	3.055	386	449	199	9.963
Net Ordinary Income	-10	-1.711	1.877	3.790	3.950	3.950	4.030	3 945	1.105	3.919	3.328	3.813	1 864	1.245	3.915	3.851	4 101	43.017
Capex	326.391	4.620	502	566	225	162	203	1.682	0	0	0	0	2.880	0	0	156	1.691	7.000
Asset Management	0	544	544	544	544	544	544	544	544	544	544	544	544	544	544	544	544	7.073
Property Management	0	0	103	197	205	205	209	205	205	205	205	205	145	215	215	215	215	2.649
Back Office	65	65	65	65	65	65	65	65	65	65	65	65	65	65	65	65	65	845
NOI After Management	-326.466	-6.940	663	2.417	2.911	2.974	3.009	1.449	291	3.105	2.514	2.999	-1.771	421	3.090	2.871	1.586	25.450
Free Cash Flow	-326.466	-6.940	663	2.417	2.911	2.974	3.009	1.449	291	3.105	2.514	2.999	-1.771	421	3.090	2.871	1.586	25.450
Cash On Cash		-2,13%	0,20%	0,74%	0,89%	0,91%	0,92%	0,44%	0,09%	0,95%	0,77%	0,92%	-0,54%	0,13%	0,95%	0,88%	0,49%	7,80%
М	ay 17.	Aug Preoperative 17.				Operative/ Stabilized										Aug 18.		
		·				7.8% net accumulated flow												





Fund's General Risks:	 Our strategy has not been proven. If we are not able to gather substantial funds, we will encounter limitations regarding the number and type of investments made, which could negatively affect your investment. We are subject to investment risks in general. It may happen that we cannot obtain debt financing, but if we can, we will be subject to additional risks. We will make a series of assumptions and estimates to acquire properties that could be inaccurate. Our investments in Residential Properties shall be liquid. 	 We may incur non-insured losses We may form part of litigations We run the risk of our tenants entering default We will be subject to environmental risks We will be subject to interest rate risks We will be subject to inflation risk
Market Risks:	• The general market and economic conditions may deteriorate.	• Terrorist attacks and the war may have a negative impact in our objectives and strategies.
Deterioration and Structure of the Fund:	 The term of the Fund makes it difficult to predict market behavior. It may happen that the investors do not receive all the information they desire. Our interest is not generally liquid or transferable. Investors rely on the general partner and on the key persons. We are subject to conflicts of interest We have agreed to restrict liability and to indemnify the General Partner and ABRA's Property Administration members 	 Investors are subject to transferability restrictions. Investors in default may be substantially diluted Investors lack management control The Association Agreement may be amended. We may establish allowances for liabilities
Fiscal issues:	 Investors may be diluted by subsequent closings The Onshore Fund has the intention to qualify as a limited partnership without being obliged to pay taxes. Treatment as a corporation 	 There is the possibility that the income may be reported to the investors without the corresponding distribution. There could be restrictions in the use of the losses.
Note: "The Association	will subject us and our investors to double taxation. and Administration Agreement of the Fund shall control the terms in conflict wit	h this investment teaser."

Disclaimers and Risks

Administrator

Opus Fund Services (Bermuda) Itd. (the "Administrator") shall, under no circumstance acting as guarantor or officer in charge of interests or of any underlying investment, be liable for actions of the clients or brokers of the Fund. The administrator is not responsible for any investment decision of the Fund (all of which shall be made by the Investments Counsel). The administrator shall not provide any advising service and shall not manage the investments of the Fund; hence, it shall not be liable for the Fund's performance. The administrator shall not be responsible for following up any investment restriction or compliance with investment limitations, so it shall not be liable for any default.

Legal Counsel and Accountants

The law firms Fowler White Burnett pa, Conyers Dill & Pearman, Posse Herrera Ruiz and the accountants Kaufman Rossin (collectively, "Professional Advisors") who are advising the Fund or any of its affiliates in function of the scope contracted by every vehicle, shall in no event act as agents and/or providers of interest or of any underlying investment, and neither shall they be liable under any circumstance for actions concerning the manager of the fund, the custodian, the brokers, or any agent or third party. The Professional Advisors did not prepare this presentation, nor they investigated or checked the accuracy or scope of the project. The Professional Advisors are not liable for any investment decision of the Fund, whether made in affiliated vehicles or dealing with potential investors. The Professional Advisors shall not provide any investment decision of the Fund, whether made in affiliated vehicles or dealing with potential investors. The Professional Advisors shall not provide any investment advice or management service to the Fund or to potential investors; therefore they shall not be liable for any investment or for compliance with investment restrictions; therefore, they will not be liable for any default, recklessness or negligence. The information contained in this presentation does not constitute financial, investment, legal or fiscal advice, or any default, recklessness or negligence. The information contained in this presentation purposes and it is not intended to replace or substitute any professional, tax, financial and legal advice that each investor shall independently obtain. Every potential investor shall procure him/herself any applicable counseling of any nature he/she deems convenient for the effects of his/her investment.



Bibliography

- 1. <u>http://www.jchs.harvard.edu/sites/default/files/05_harvard_jchs_americas_rental_housing_2017.pdf</u> pagina 1
- 2. https://www.apartmentlist.com/fl/miami#rent-report
- 3. <u>https://www.forbes.com/sites/forbesrealestatecouncil/2018/04/13/why-now-is-the-best-time-to-become-a-landlord/#71fde5503dd4</u>
- 4. <u>http://www.pewresearch.org/fact-tank/2017/07/19/more-u-s-households-are-renting-than-at-any-point-in-50-years/</u>
- 5. U.S. Bureau of the Census, Rental Vacancy Rate for the United States [RRVRUSQ156N], retrieved from FRED, Federal Reserve Bank of St. Louis; https://fred.stlouisfed.org/series/RRVRUSQ156N, September 27, 2018.
- 6. <u>http://www.jchs.harvard.edu/sites/default/files/03_harvard_jchs_americas_rental_housing_2017.pdf</u> page 2
- 7. <u>http://www.jchs.harvard.edu/sites/default/files/03_harvard_jchs_americas_rental_housing_2017.pdf</u> page 4
- 8. http://www.jchs.harvard.edu/ARH_2017_change_in_rental_units
- 9. <u>http://www.jchs.harvard.edu/sites/default/files/02_harvard_jchs_americas_rental_housing_2017.pdf</u> page 2
- 10. <u>http://www.jchs.harvard.edu/sites/default/files/02_harvard_jchs_americas_rental_housing_2017.pdf</u> page 4
- 11. <u>http://www.jchs.harvard.edu/sites/default/files/02_harvard_jchs_americas_rental_housing_2017.pdf</u> page 3
- 12. http://www.jchs.harvard.edu/ARH_2017_change_in_renter_households
- 13. https://www.apartmentlist.com/fl/miami#rent-repor



Email: <u>investors@abramanagement.us</u> Of: 2645 Executive Park Dr Weston, Broward County 33331 USA



November 2018 V.06

