



NITTANY
RESIDENCE CLUB

EFFORTLESS LUXURY
DOWNTOWN STATE COLLEGE

321 WEST BEAVER AVENUE

WWW.NITTANYRESIDENCECLUB.COM



Disclaimer

The preliminary information contained herein is provided on a confidential basis to a limited number of sophisticated investors for information and discussion purposes only, is not complete, and is not, and may not be relied on in any manner as legal, tax or investment advice or as an offer to sell or solicitation of any offer to buy limited partnership interests in the investment program sponsored by the General Partner (the “General Partner”) of the project ownership entity (as defined below). A private offering of interests in the project ownership entity will only be made pursuant to a confidential private placement memorandum (the “Offering Memorandum”), which will be furnished to qualified investors on a confidential basis at their request for their consideration in connection with such offering.

The information contained herein will be superseded by and will be qualified in its entirety by reference to the Offering Memorandum, which will contain additional information about the investment objectives, terms and conditions of an investment, and will also contain tax information and risk disclosures that are important to any investment decision regarding the investment. No person has been authorized to make any statement concerning the investment other than as will be set forth in the Offering Memorandum and any such statements, if made, may not be relied upon. The information contained herein must be kept strictly confidential.

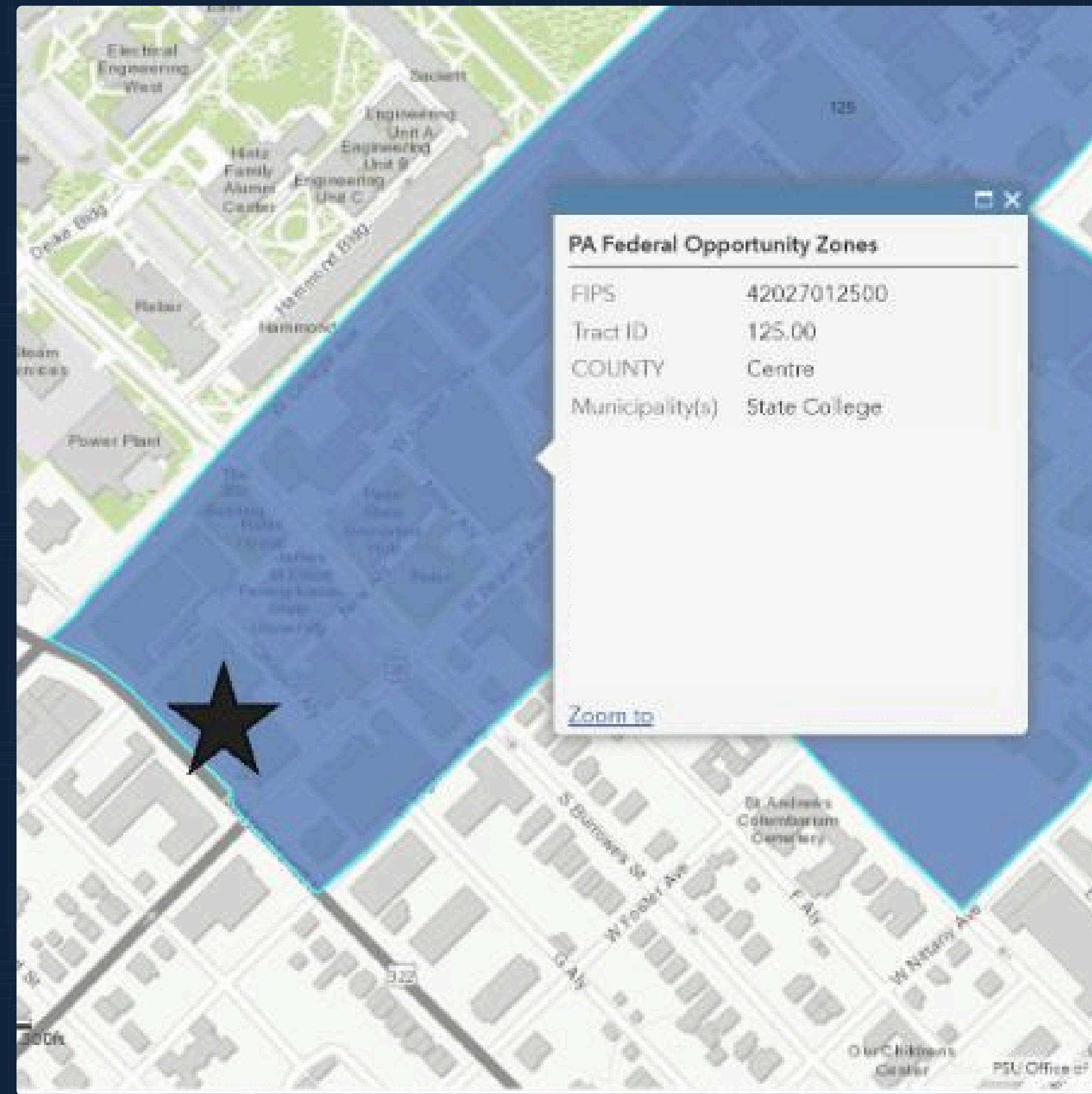
Overview

Welcome to the Preliminary Investment Overview for the Nittany Residence Club, a proposed luxurious condominium-hotel development project in State College, Pennsylvania (the “Project”). This Project offers a unique opportunity for investors to participate in a high-end residential development to be located in the center State College on West Beaver Avenue. The Project will appeal to a wide range of buyers, specifically alumni of Penn State University who desire ownership of a personal high-end residence downtown within short walking distance of campus. The Project will consist of a modern, luxurious building featuring a variety of unit types to suit different lifestyles and preferences. Offerings include spacious one-bedroom, two-bedroom and three-bedroom suites. The Project will also include amenities such as a private fitness center, covered parking, and retail space on the ground floor, enhancing the experience for residents and guests. Finally, the Project will operate as a condominium-hotel through an established Hotel Operator to provide Unit Owners (as defined below) the opportunity to earn consistent cashflow to offset operating costs and make a profit during ownership.

The investment discussed in this Preliminary Investment Overview is in the limited partnership (the “Project Ownership Entity”), yet to be formed, that is developing the Project. The ownership of condominium-hotel units in the Project (each, a “Unit”) is separate from the investment discussed in this Preliminary Investment Overview. Details of the condominium-hotel itself, and the investment risks associated with purchasing Units, will be contained in a separate Public Disclosure Statement to be provided to prospective purchasers of Units. However, each limited partner investor in the Project Ownership Entity will be required to purchase a Unit or Units pursuant to a separate agreement. For purposes of this Preliminary Investment Overview, limited partner investors in the Project Ownership Entity will be called “Investors”, and purchasers of condominium-hotel Units will be called Unit Owners, even though some Investors may also be Unit Owners.

Condominium-hotels are primarily an investment. They are a vehicle to generate passive income. Investing in condominium-hotel properties offers investors a unique combination of rental income, professional management, amenities, flexibility, diversification, potential for capital appreciation, and minimal maintenance responsibilities. Condominium-hotels have many benefits for both their Unit Owners and their management companies. In addition to being revenue-producing properties with minimal management responsibilities on part of their Unit Owners, they also tend to be in highly sought-after areas, which make the units easy to resell with appreciation.

The Project has received Preliminary Approval from the Borough of State College but remains subject to material change as we pursue final design, approvals, entitlements, and financing.



—— Tax Benefit Investment Options

Project Located within a Federally Designated Qualified Opportunity Zone (QOZ)

Given that the Project will be structured as a Real Estate Investment and is also located within a Federally Designated Qualified Opportunity Zone, this allows various options for advantageous tax benefits if reinvesting proceeds from the sale of current assets.

While this project provides opportunities for Qualified Opportunity Zone investment and subsequent benefits for individual investors, this is not a requirement and has no bearing on ability to participate in the Project.



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TIERS OF LIMITED PARTNERSHIP OPPORTUNITIES

	TIER 1 Partner	TIER 2 Partner	TIER 3 Partner	TIER 4 Partner
Initial Investment	\$ 1,500,000.00	\$ 1,000,000.00	\$ 500,000.00	\$ 250,000.00
Lump Sum Owner / Investor Discount *	\$ 600,000.00	\$ 350,000.00	\$ 150,000.00	\$ 62,500.00
Unit Discount applied towards unit purchase (% ROI realized from Initial Investment)	40.0%	35.0%	30.0%	25.0%
Total of Initial Investment + Discount to be applied towards Unit Purchase	\$ 2,100,000.00	\$ 1,350,000.00	\$ 650,000.00	\$ 312,500.00
Owner Reserved Parking Space (\$25,000 Value)	Included	Included	Not Included	Not Included
On Site Storage Unit (\$15,000 Value)	Included	Included	Not Included	Not Included
Priority Group for Unit Selection	Group 1	Group 2	Group 3	Group 4

*Investor Discounts may be reduced on future offerings. Investor/Owner will be guaranteed discount available at time of AOI form submission.

- ** If interested, the Investor/Owner shall submit an Acknowledgement of Interest Form outlining the intention to invest into the project via a Unit Deposit.
- ** Initial Investment and commitment will not be requested until the Project is advanced towards final approval and permits from regulatory agencies.
- ** The Investor/Owner shall execute a minimum of one (1) pre-sale agreement for a Unit for each Investment Tier they select.
- ** The Investor/Owner is permitted to execute multiple purchase agreements under one Investment Tier selection, although the reserved parking space and storage unit, if applicable, will only be allocated towards one of those Units based upon Investment Tier.
- ** Individual Investor/Owners will be able to select Unit prior to investment deposit.
- ** Unit Selections will be made following Priority Groups for each tier, and within each Tier the selection position will be based upon the date of receipt of the investors acknowledgement to submit deposit.
- ** The Investor will be required to execute Promissory Note on difference in value between initial investment and value of unit selected.
- ** Only Tier 1 & Tier 2 Investors will have access to reserve a Duplex Suite during pre-investment stage of project.
- ** The total number of investors accepted into each tier will be limited.



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OPPORTUNITIES FOR INVESTMENT

We are offering a select number of Suitable Investors the ability to participate as a Limited Partner in the Project with a reduction from projected retail unit price while also securing the purchase of a Unit in the condominium-hotel upon completion.

- Each Investor must be a Sophisticated Investor.
- Investors will be limited partners (each a “Limited Partner”) in the Project Ownership Entity, which will be a limited partnership organized under Pennsylvania law. As a Limited Partner, each Investor will receive a reduction from the projected retail price based on their initial investment. The initial investment and reduction will be applied as equity towards the purchase of a Unit upon Project completion. The equity will vary depending upon the Investment Tier selected. There will be a limited number of spots available in each investment tier as determined by the General Partner.
- Each Investor will be required to commit to the purchase of a Unit upon Project completion. As a Limited Partner, the Investor will have priority selection for a Unit prior to public release. The Investor’s position in the priority selection will be based upon the committed level of investment tier. The Investor will also receive a reduction from the projected retail price on the Unit purchase, which will also be based upon the investment tier selected. The purchase price of the Unit for which the Investor executes a Unit Purchase Agreement must exceed the total projected Investor equity in the Project.
- Each Investor will also receive priority reservation opportunity for available Units in the building during peak times prior to public release.
- The Project is anticipated to take approximately 24-26 months to complete, which is estimated and includes government approvals, entitlements, and construction. This time frame may be adjusted (increased or decreased) based upon actual approval and construction schedule.
- Investment capital is currently anticipated to be due in Q1, 2025.



Disclaimer

The Preliminary Information Contained Herein Is Provided On A Confidential Basis To A Limited Number Of Sophisticated Investors For Information And Discussion Purposes Only, Is Not Complete, And Is Not, And May Not Be Relied On In Any Manner As Legal, Tax Or Investment Advice Or As An Offer To Sell Or Solicitation Of Any Offer To Buy Limited Partnership Interests In The Investment Program Sponsored The General Partner Of The Project Ownership Entity. A Private Offering Of Interests In The Project Ownership Entity Will Only Be Made Pursuant To A Confidential Private Placement Memorandum (The “Offering Memorandum”, Which Will Be Furnished To Qualified Investors On A Confidential Basis At Their Request For Their Consideration In Connection With Such Offering.

The Information Contained Herein Will Be Superseded By And Will Be Qualified In Its Entirety By Reference To The Offering Memorandum, Which Will Contain Additional Information About The Investment Objectives, Terms And Conditions Of An Investment, And Will Also Contain Tax Information And Risk Disclosures That Are Important To Any Investment Decision Regarding The Investment. No Person Has Been Authorized To Make Any Statement Concerning The Investment Other Than As Will Be Set Forth In The Offering Memorandum And Any Such Statements, If Made, May Not Be Relied Upon. The Information Contained Herein Must Be Kept Strictly Confidential.

Investment In The Project Ownership Entity Will Involve A High Degree Of Risk, Including The Risk Of Loss Of An Investor’s Entire Investment. Before Making A Decision To Investing In The Project Ownership Entity, An Investor Should Understand The Risks, Liquidity, Restrictions, Conflicts Of Interest, Fees, Expenses And Other Restrictions And Terms Of The Investment Before Deciding To Invest. Prospective Investors Should Read The Offering Memorandum And Pay Particular Attention To The Risk Factors That Will Be Contained In The Offering Memorandum. Investors Should Have The Financial Ability And Willingness To Accept The Risk Characteristics Of The Investment. Past Performance Or Transactions Are No Guarantee Of Future Results. Nothing Contained Herein Should Be Deemed To Be A Prediction Or Projection Of Future Performance Of The Investment, Except Where Otherwise Indicated Herein. The Information Provided Herein Is Based On Matters As They Exist As Of The Date Of Preparation And Not As Of Any Future Date And Will Not Be Updated Or Otherwise Revised To Reflect Information That Subsequently Becomes Available, Or Circumstances Existing Or Changes Occurring After The Date Hereof. Certain Information Contained In This Presentation Constitutes “Forward-looking Statements” Which Can Be Identified By The Use Of Forward-looking Terminology Such As “May”, “Will,” “Should,” “Expect,” “Anticipate,” “Target,” “Project,” “Estimate,” “Intend,” “Continue” Or “Believe” Or The Negatives Thereof Or Other Variations Thereon Or Comparable Terminology. Due To Various Risks, Uncertainties Or Actual Events The Actual Performance Of The Investment May Differ Materially From Those Reflected Or Contemplated In Such Forward-looking Statements.

The Project Ownership Entity’s General Partner And Its Affiliates Reserve The Right To Modify Any Of The Terms Of The Offering And Limited Partnership Interests Described Herein. The Information Contained In This Presentation Has Been Obtained From Sources Outside Of The General Partner. While Such Information Is Believed To Be Reliable For The Purposes Used Herein, Neither The General Partner Nor Any Of Its Affiliates Nor Any Of Their Respective Directors, Officers, Shareholders, Principals, Members, Manager, Employees, Or Agents Assume Any Responsibility For The Accuracy Of Such Information.

DATED 12/20/24



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To inquire about investment opportunity availability please contact
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