

FSC GM Lebanon IN, DST, a newly formed Delaware statutory trust (the "Trust") and an affiliate of Four Springs Capital Trust, is hereby offering to sell to certain qualified, accredited investors (the "Investors") pursuant to this Confidential Private Placement Memorandum (the "Memorandum") 90% of the beneficial interests (the "Interests") in the Trust.

The Property

The subject property (the "Property") is 100% leased to and guaranteed by Gander Mountain under a ten year triple net lease that commenced in July 2012. The lease features rental increases every year and two (2), five (5) year renewal options.

The Property is a 226,756 sf free-standing Gander Mountain Distribution Center on 12.86 acres built in 2000. A build-to-suit for Gander Mountain, the property features state-of-the-art Class A building specifications, including a 32' clear height, 43' x 40' column spacing and a low 3.53% office finish.

The site area includes a 8.55 acre expansion parcel, which could accommodate a building expansion of approximately 138,000 square feet. One of two distribution facilities, Gander Mountain Distribution Center, 700 South Council Dr. represents the entire distribution for Gander Mountain apparel.



This rear-loaded distribution center features 35 dock doors, 1 drive-in-door, 155' truck court, 120 parking spaces and 68 trailer parking spaces. As a key transportation hub, more major interstate highways converge in Indianapolis than any other metropolitan area in the United States. In the last couple of years, the Indianapolis industrial market, containing 245 million square feet and an overall market vacancy rate of 7.1%, has solidified its place as a top tier industrial market.



Photos are representative of Gander Mountain and may not be the actual Lebanon, IN property

Gander Mountain

Gander Mountain operates the nation's largest network of outdoor specialty stores for hunting, fishing, camping, and marine products and accessories. Founded in 1960, the company has a workforce of approximately 4,000 employees in 127 stores throughout the nation. Gander Mountain's 127 retail locations provide 6.9 million square feet of retail space in 24 states from Colorado to Florida to New York. Gander Mountain is a fully integrated multi-channel retailer offering retail, catalog and internet sales.

In the last 18 months, Gander Mountain has opened 28 stores in 12 states and has already announced plans to open 7 more stores throughout the country in 2014.

The Lebanon Business Park serves as Gander Mountain's sole distribution location providing products from camping supplies, to fishing and marine products, to technical and rugged outdoor apparel to the company's retail locations.

The Sponsor

Four Springs TEN31 Xchange Sponsor, LLC is the "Sponsor" of the Trust. The Sponsor is focused on arranging for tax deferred Section 1031 exchanges of retail, industrial/warehouse, healthcare and other commercial properties. The Sponsor is a wholly owned subsidiary of the Four Springs Capital Trust, a real estate investment trust (REIT) that is focused on acquiring and managing a diversified portfolio of single tenant net leased properties that are leased to investment grade and other creditworthy tenants. The Sponsor's management team has significant experience in acquiring, financing and managing net lease real estate, as well as substantial experience in capital markets transactions and operations of publicly traded REITs.

FSC GM Lebanon IN, DST Structure Benefits

The REIT funds the acquisition of the DST properties in their entirety.



- Subscription risk is mitigated by complete Sponsor ownership.
- No Mezzanine Financing or Bridge Loans to be repaid, reducing overall expenses.

FSCT has a 10% co-investment while offering 90% beneficial interests for accredited investor ownership.



- Co-investment creates an alignment of interest between Sponsor and investor.
- The Sponsor is motivated to find the best possible exit for DST investors.

The Exchange Option Offers Added Flexibility

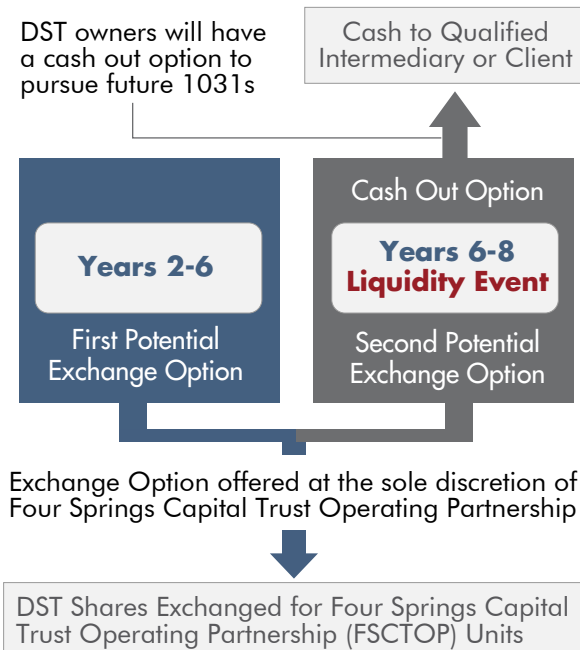
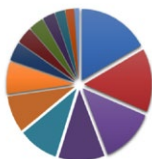


Client relinquishes their property and purchases DST shares through a Qualified Intermediary



Four Springs Capital Trust

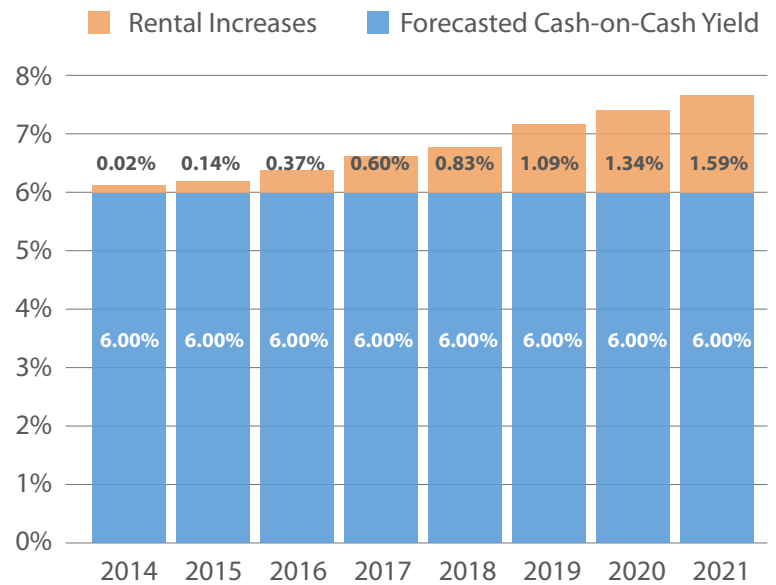
FSCTOP units are convertible to FSCT REIT shares. A taxable event does not occur until FSCTOP units are converted to FSCT shares.



Four Springs Capital Trust Operating Partnership, L.P. ("FSCTOP") will have a two-tiered Exchange Option that it may exercise after all Investors have held their Interests for one year. Years 2-6 If FSCTOP exercises the Exchange Option, you may (i) exchange your Interests for OP Units in FSCTOP or (ii) continue to hold your Interests. Years 6-8 If FSCTOP exercises the Exchange Option you will be required to (i) exchange your Interests for OP Units in FSCTOP or (ii) accept a cash amount equal to the then fair market value of your Interests.

The Offering

Offering Beneficial Interests:	\$5,675,000
Loan Proceeds:	\$5,605,875
Offering Price:	\$11,280,875
Loan-to-Offering Price Ratio:	49.69%
Minimum Purchase (1031):	\$100,000
Minimum Purchase (Cash):	\$25,000
Forecasted Cash-on-Cash Yield:	6.00%



The Trust is offering \$5,675,000 of beneficial Delaware Statutory Trust (“DST”) Interests for purchase by accredited investors for Section 1031 exchange or direct investment. Equity investments will be levered with a loan-to-offering price ratio of 49.69%. Current cash flow is 6.00% and is projected to remain constant throughout the holding period. Annual rental increases are expected to be accrued as cash reserves.

These numbers represent the anticipated cash-on-cash yield to be paid by the program as well as a yield reflecting an assumed roughly 2% rental increase every year. Rental increases will be allocated to the cash reserve account. An estimation of the tax equivalent yield is 10.02%. The tax equivalent yield factors in the 6.00% yield and what a comparable investment would be for an individual in a 39.6% Federal Tax Bracket, a 3.8% NII tax and an additional 5% State and Local Taxes and depreciation allowance on the property.

Program Highlights

Sponsor/Offering

- Experienced Net Lease Investor
- Co-Investor (10% DST Ownership) – Creates an Alignment of Interest
- Certainty of Completed Offering – Sponsor will Acquire any Unsold Interests
- Potential Opportunity to Exchange DST Interests for REIT OP Units

Tenant

- The nation’s largest network of outdoor specialty stores for hunting, fishing, camping, and marine products and accessories
- Operates 127 stores with over 4,000 employees

Lease

- Triple-Net
- Low Rent/Foot (\$3.15 psf); below market rent
- Rental Increases every year
- A recently executed new 10 year lease with 9+ years of remaining term and Two (2), 5-year renewal options

Financing

- Long Term Debt at 4.30%

Location

- Low Price Per Foot (\$49.94 psf); below replacement cost with over \$5 million invested in sorting equipment
- The Lebanon Business Park serves as Gander Mountain’s sole distribution location providing products from camping supplies, to fishing and marine products to technical and rugged outdoor apparel to the company’s retail locations
- As one of two distribution centers for stores, this facility is mission critical to Gander Mountain operations
- FedEx’s 2nd largest hub is located in Indianapolis

DST Structure

- Monthly income to investors by check or direct deposit
- Professional Property and Asset Management Services with No Investor Responsibilities
- Simplified Closing Process and Coordination with Qualified Intermediaries, Accountants and Advisors
- Financing is Non-Recourse to DST Investors
- No Annual LLC Fees

Summary of Risk Factors

An investment in Interests involves significant risk and is suitable only for Investors who have adequate financial means, desire a relatively long-term investment and who will not need immediate liquidity from their investment and can afford to lose their entire investment. The risks involved with an investment in Interests include, but are not limited to:

- Investors have limited control over the Trust.
- The Trustee (as defined in the Memorandum) and Trust Manager (as defined in the Memorandum) have limited duties to Investors and limited authority.
- There are inherent risks with real estate investments.
- The Trust will depend on the Tenant (as defined in the Memorandum) for revenue, and any default by the Tenant will adversely affect the Trust's operations.
- The costs of complying with environmental laws and other governmental laws and regulations may adversely affect the Trust.
- If the Trust is unable to sell or otherwise dispose of the Property before the Maturity Date (as defined in the Memorandum), it may be unable to repay the Loan (as defined in the Memorandum).
- The Loan contains various restrictive covenants, and if the Trust fails to satisfy or violates these covenants, the Lender may declare the Loan in default.
- There is no public market for the Interests.
- The Interests are not registered with the Securities and Exchange Commission or any state securities commissions.
- Investors may not realize a return on their investment for years, if at all.
- The Trust is not providing any prospective Investor with separate legal, accounting or business advice or representation.
- Various tax risks, including the risk that an acquisition of an Interest may not qualify as a Section 1031 Exchange.

Investors must read and carefully consider the discussion set forth in the Memorandum in the section captioned "RISK FACTORS".

Each Investor should read the Memorandum in its entirety and consult with his, her or its own tax advisor regarding an investment in the Interests and the qualification of his, her or its transactions under Section 1031 for his, her or its specific circumstances.

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