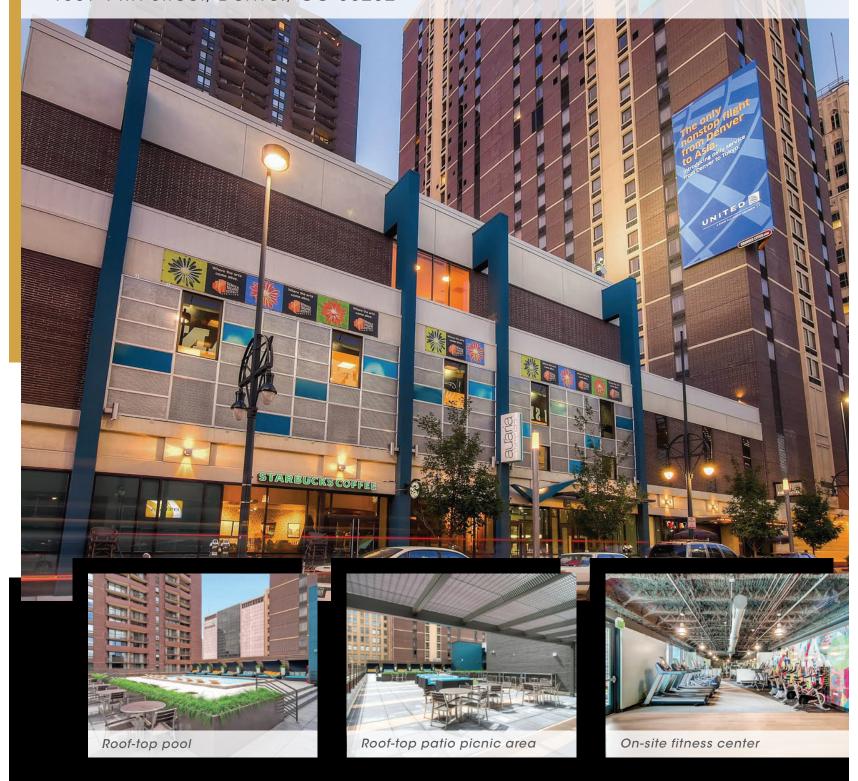
Nelson Brothers

STUDENT HOUSING AND ASSISTED LIVING INVESTMENTS

AURARIA STUDENT LOFTS 1051 14th Street, Denver, CO 80202









The Auraria Student Lofts are a high-end, fully amenitized student housing property with what we believe to be an ideal location within walking distance to the Auraria Campus in downtown Denver. The Auraria campus is the largest in the state of Colorado and boasts a current enrollment of over 43,000 students hosting three institutions: the University of Colorado Denver, Metropolitan State University and Community College of Denver.

In 2012, due to the high demand and limited supply for student housing in the downtown area, the Auraria Student Lofts were created as part of a \$1.2 million renovation plan at The Inn at Auraria. As a result, the first 14 floors were re-branded as the Curtis Hotel and the upper 16 floors were repurposed for the Lofts.

The Lofts consist of 438 bedrooms and 125 total units consisting primarily of 2 and 4 bedroom units. Each student has his or her own private bedroom and the units are furnished with a full size bed, full size kitchen, loft style accents and beautiful mountain and city views. Average rent per bed is currently \$674 per month.

NEW RENOVATIONS AND AMENITIES

In June 2013, an additional \$2 million in renovations were used to improve the facade, signage, units, lobby area and common areas. In addition, an impressive variety of new amenities were added to enhance the student experience. These include a new rooftop pool with an outdoor lounge, tanning space, a grill area and turf grass for lawn games. The upgrades also include a brand new state of the art, 2000 square foot fitness center, on-site laundry facilities, a clubhouse with flat screen TVs and a contemporary lobby space was added equipped with a fireplace, lounge area and iMacs.

LOCATION

The Auraria Student Lofts is centrally located in downtown Denver with numerous restaurants, bars, entertainment venues, shopping and nightlife within a few blocks. The property is just two blocks from the 16th street Mall, a pedestrian mall lined with outdoor cafes, historic buildings, sparkling glass-walled skyscrapers, shops, restaurants and retail stores.

LEASING

The Lofts are currently 100% leased for the 2013-14 school year and 99% leased for the 2014-15 school year. All leases are for 12-month terms. As the lease up was stronger than expected this year, management raised rents an additional 12% over previous rents for the last 20% of leases signed.









AURARIA STUDENT LOFTS

Number of Units 125 Number of Beds 438

Number of Stories 30 (Floors 1-16: Curtis Hotel,

Floors 17-30: ASL)

Year of Construction 1973 (Renovated 2012)

Net Rentable SF 114,338 SF

OFFERING DETAILS

1st Year Targeted Cash-on-Cash Return 7.5%
Offering Price \$40,145,000
Total Loan Amount \$27,225,000
Total Investor Equity \$12,920,000
Loan-to-Value 67.82%

Minimum Investment \$50,000

LOAN DETAILS

Non-recourse. 10-year loan, 30-year amortization, 3-years interest-only from Ladder Capital. DST structure.

The investment is for the Auraria Student Lofts (student housing floors) only and not the attached Hotel.

DENVER METRO MARKET

During the 4th quarter of 2012, the average vacancy rate in Downtown Denver fell to 4.93%, down from 5.60% in the same quarte of 2011. In addition, rents increased 9.5% year-over-year, to an average of \$1.73 per square foot. The Downtown Denver submarket remains one of what we believe to be the strongest in metro Denver as demand grows for young professionals to live downtown.

Source: 4Q 2012 Apartment Insights Metro Denver Market Report.

THE CITY OF DENVER'S NOTABLE RANKINGS

- Denver is the #1 city where 25-34 year olds are moving (Brookings Institution, 2011)
- Denver is the 2nd best city for doing business (Area Development Magazine, 2011)
- Denver is the 4th best city for recent college graduates (CareerBuilder.com, 2011)
- 2nd most educated population, by percentage of residents with a BA or higher (U.S. Census Data, 2010)
- 2nd top state for high-tech business (U.S. Chamber of Commerce, 2012)

TARGETED FINANCIAL PRO FORMA*

	Y1	Y 2	Y3	Y4	Y5	Y6	Y 7
Revenue	\$3,687,502	\$3,835,002	\$3,950,052	\$4,068,554	\$4,190,610	\$4,316,329	\$4,445,819
Expenses	\$1,330,493	\$1,370,408	\$1,397,816	\$1,425,772	\$1,454,288	\$1,483,373	\$1,513,041
NOI	\$2,357,009	\$2,464,594	\$2,552,236	\$2,642,782	\$2,736,323	\$2,832,955	\$2,932,778
Debt Service	\$1,321,625	\$1,321,625	\$1,725,552	\$1,725,552	\$1,725,552	\$1,725,552	\$1,725,552
Cash Flow After Debt Service	\$1,035,384	\$1,142,969	\$826,684	\$917,229	\$1,010,770	\$1,107,403	\$1,207,225

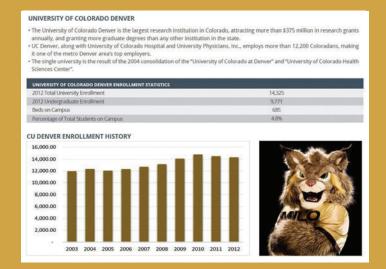
TARGETED CASH-ON-CASH DISTRIBUTION

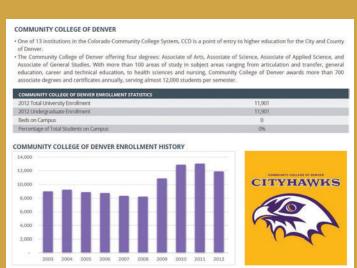
7.50% 7.50% 7.75% 7.75% 8.00% 8.00% 8.50%

For more information on the future events and circumstances that may cause actual results to materially differ from our assumptions, please review the section of the PPM under the caption "Risk Factors," including "Forward-Looking Statements."

^{*}There is no guarantee the property will achieve these results. Actual results will vary, based on assumptions from historical performances and estimates of 3% annual revenue growth and 2% annual expense growth, which management believes are reasonable. Please review the Private Placement Memorandum for detailed risk factors to be considered and for details on financial targets.

AURARIA CAMPUS STATISTICS







NELSON BROTHERS INVESTMENT STRATEGY

Nelson Brothers believes the Lofts offer the potential for a wide array of investment benefits. The target strategy is to provide monthly cash flow, tax efficiency and long-term appreciation potential on what we feel is a high end asset in a high demand metro area. The key to executing this strategy will be working to preserve high occupancy levels and securing healthy rental rate growth.

Nelson Brothers views the Lofts' downtown location and close proximity to the largest college campus in the state of Colorado as key to providing a stable demand anchor. With a core infill, urban location, upgraded features and a modern look and feel, Nelson Brothers believes it may be difficult for prospective competitors to duplicate or compete which provides us with a potential competitive advantage going forward.



STUDENT HOUSING AND ASSISTED LIVING INVESTMENTS

16B Journey | Aliso Viejo, CA 92656 (800) 580-1031

Information about the property contained in this material is provided solely for the use of participating broker-dealers and accredited investors who have been pre-qualified to receive offering materials with respect to this investment opportunity. Any unauthorized reproduction of this information is strictly prohibited. This is neither an offer to sell nor a solicitation of an offer to buy any security. Any such offer can only be made by the Confidential Private Placement Memorandum and all exhibits, attachments and supplements thereto ("PPM"), and the securities may be sold only by participating broker-dealers who are licensed to do so. This investment opportunity has not been registered under the Securities Act of 1933 and is being offered pursuant to an exemption therefrom and from applicable state securities laws. Please read the PPM carefully before you request to participate in this investment opportunity. There is no assurance that the investment objectives of this program will be attained. Past performance is no guarantee of future results. All information is subject to change. Consult the PPM for investment conditions, risk factors, minimum requirements, fees and expenses and other pertinent information with respect to this investment. Past performance is not indicative of future results. All real estate investments involve risk. Please consult the offering memorandum and risk factors contained therein before

investing. Securities offered only to accredited investors and only in states where Emerson Equity LLC is registered. Always consult a tax professional regarding tax benefits of any product before investing

Nelson Brothers and Emerson Equity LLC are not affiliated.

Securities offered through Emerson Equity LLC, member FINRA, SIPC.