



NOAH'S



Debt-Free TIC Property

2100 E Yeager Drive

Chandler, AZ 85286

Purchase Price \$4,300,000

The Tenant in Common (TIC) interests offered and sold by Rockwell Debt-Free Properties constitute interests in real property. They do not constitute securities. Consequently, federal and state laws regulating the sale of securities do not apply with respect to the sale of TIC interests, and purchasers of TIC interests will not be entitled to the protections afforded to purchasers of securities under federal and state securities laws. Nothing in the attached offering documents should be construed as an offer or a solicitation of an offer to buy or sell securities.

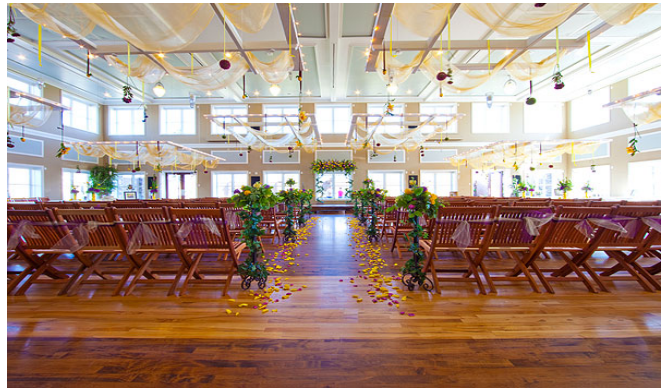
EXECUTIVE SUMMARY

NOAH'S

The Tenant:

Noah's develops and operates innovative event and conference space for business, corporate and community events as well as weddings, anniversaries, birthday parties and social gatherings. Noah's provides a refreshing experience for their customers by offering unmatched Four Star space that energizes and sparks the imagination. Noah's is best for delivering high tech, upscale, impeccably clean, well-managed, flexible space that is very best in their class.

Noah's is a great place for off-site meetings, trainings, expos, conferences or any other business activity. You can choose from fabulous board rooms, spacious conference rooms or game rooms for breakout sessions and break time. Noah's provides a space that allows brides to create the wedding of their dreams and a variety of rooms to help embrace all styles and designs.



Noah's is the first event center to take its business model and hit the road, nationally. Noah's provides a functionality that meets personal, business, and professional needs. Noah's is a unique gathering place that provides guests with a beautifully, fully-automated facility; resourcing the public with an event destination center, business venue, recreation center, reception hall, personal great room, and more; all in the hands of one state-of-the-art facility.

The Vision:

"Our unique, affordable, diverse, and creative accommodations allow guests an opportunity to spend quality, wholesome time with family, friends and business associates. Memorable experiences add wonderful variety to life. Our values and vision compel us to stay at the leading edge of technological advancements in customer service, building design, maintenance, and scheduling in order to enhance the Noah's experience for all our customers, employees, and investors."

-William "Bil" Bowser (Founder, Senior Executive)



**The Future:**

The small event and conference industry as it exists today is a “Mom and Pop” industry without product consistency. Noah Corporation believes it can consolidate this industry much like other industries such as Home Depot with the hardware industry have consolidated their respective markets. Noah’s has found the small meeting and event business to be recession resistant because the services they offer are one-time life events or necessary business events where our clients simply find the necessary resources to fulfill their needs.

Noah’s now has, and will continue to have a competitive advantage over the marketplace because they simply do not try to support more than its core business, which is the rental of facility time as needed by its patrons. Noah’s does not have food service as they allow their users to choose their cuisine, decorations, beverages and outside entertainment. This strategy allows them to partner with local entrepreneurs in order to provide the level of event services its patrons envision. This strategy has also proven remarkably effective in turning those same partnering talents into a tremendous marketing force for Noah’s. Noah’s is further unrestricted by the noise, and service limitations associated with hotels and one-off reception halls.

Risk Analysis:

Noah Corporation has demonstrated its’ ability to examine and modify its’ business to achieve maximum profitability. It has demonstrated its’ ability to build, market and pre-book events. Noah’s business is largely absent of accounts receivable. Reservations are generally paid in advance with less than 6% of its’ current sales as a receivable. Its business is also absent traditional inventory. Noah’s anticipates revenues to well exceed the debt service and operating cost with its breakeven well below its currently operating occupancy levels.

The Lease:

Noah’s has committed to lease the property for an initial term of 21 years, which expires the end of 2033. During the initial term of the lease the base rent shall increase by 2% each year. The lease also includes two consecutive options to extend the lease for a period of 10 years each.

One of the many appealing aspects of this lease is that Noah’s pays directly all of the taxes, insurance premiums and all of the maintenance costs of the building. Therefore, the property co-owners have no active management duties rendering this triple-net lease property a passive, hassle-free, real estate investment.

Some of the lease specifics are:

-Lease payment schedule:	Monthly
-Lease guarantor:	Noah Corporation
-Initial lease term:	21 years
-Renewal options:	Two 10-year options
-Rent increases:	2% each year
-Rent per square foot:	\$24.97
-Building size:	12,490 square feet / 2.7 Acres

PROPERTY DESCRIPTION

NOAH'S

The Noah's Event Center is strategically positioned in the rapidly growing, pro-business community of Chandler, Arizona. Located in Maricopa County, Chandler and is a beautiful and increasingly prominent city within the Phoenix-Metro area. Since the early 1990s, Chandler has flourished as one of the fastest growing municipalities within the United States and was named an All-American city by the National Civic League in 2010. As the southernmost city in Maricopa County, Chandler is positioned to be the center of a New Mega-Region, called the "Sun Corridor" which is home to over 235,000 residents. It is easily accessible by four major freeways including US 60, Interstate 10, the Loop 202 Santan Freeway and Loop 101 Price Freeway and is located just 20 minutes away from Sky Harbor International Airport. Chandler has an international reputation as a premier location for high-end technology, "Idea-Industry" leaders, including semiconductor and advanced manufacturing. Chandler is also home to the thriving industries of Aerospace, Biosciences and Financial Services.

The property is surrounded by new commercial and residential development. This particular site was selected to serve the needs of both corporate and individual users in the area. Within a ten mile radius there are more than 794,000 residents with an average household income of approximately \$85,000. There are also more than 23,000 businesses in that same ten mile radius employing some 260,000 individuals.

The building itself is a new, attractive, 12,490 square foot facility that was completed in August of 2010. The materials and finishes are of the finest quality and extreme attention to detail is evident throughout.

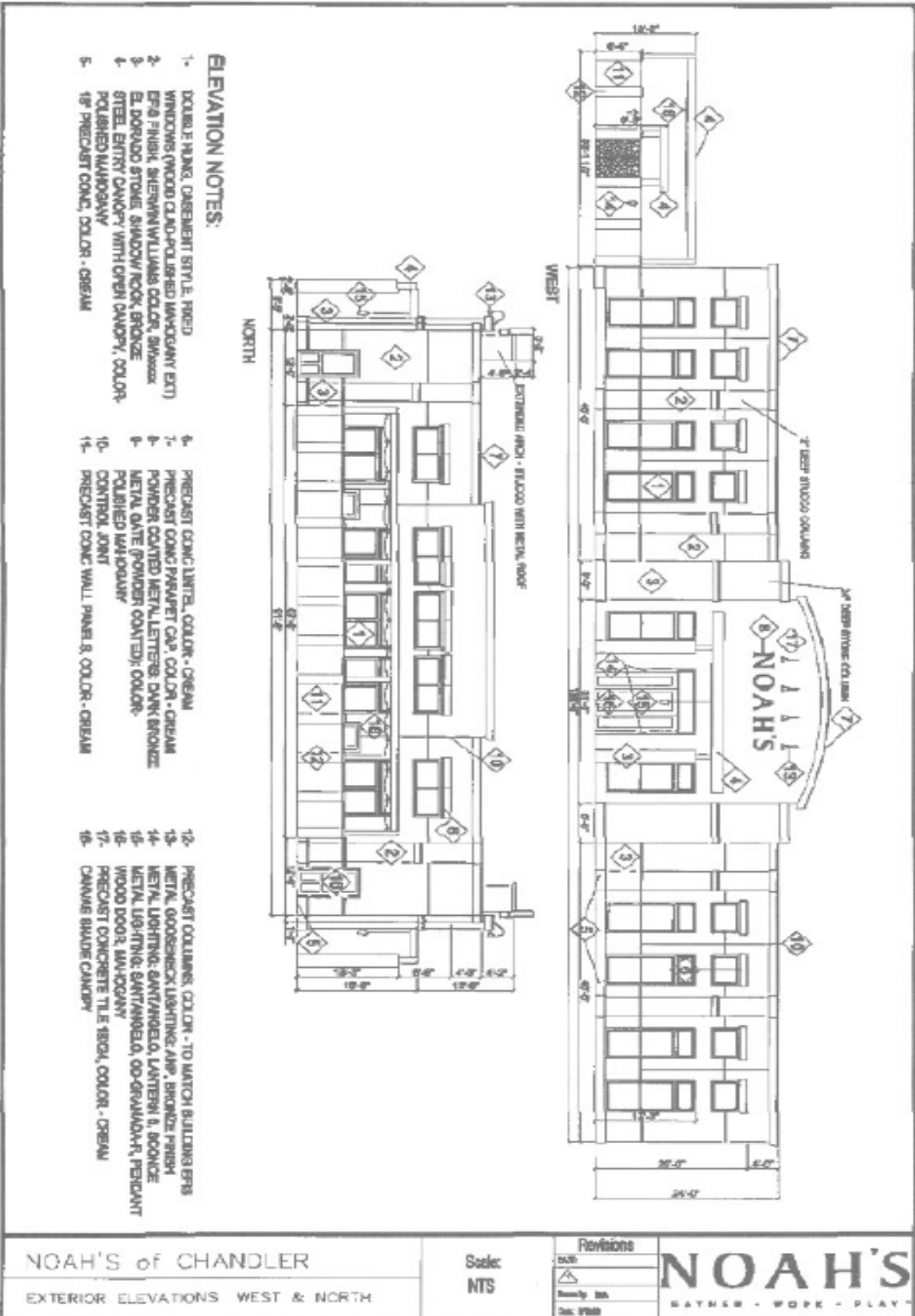
Included in the floor plan are the following; the main hall, the board room/bride's room, the game room, the theatre/small conference room and the medium conference room. The four-star interior and exterior are impeccably clean and well-maintained and provide a comfortable and classy environment for customers. Each room is also well equipped technologically with state of the art audio visual equipment as well as security and lighting.

Noah's had been open for business at this facility for two and a half years and is very well established as a premier venue in the community to host everything from weddings to conferences and family gatherings to corporate symposia. This is evidenced by the fact that they are consistently booked up several months in advance. Customers enjoy a great deal of flexibility as they are able to do their own event planning and catering or outsource it to a professional.

Noah's operations at this facility are very recession resistant as it serves to support important life events and essential business meetings while allowing patrons to customize the use of the space to meet their specific needs and conform to their individual budget.

In summary, this is a top quality, upscale, commercial building located in a highly desirable area that is experiencing tremendous growth. Noah's, an up and coming corporate tenant, has committed to a long-term lease and is already in place executing an innovative business model that is meeting a previously underserved need and is ideally positioned for strong and steady success now and in the future.



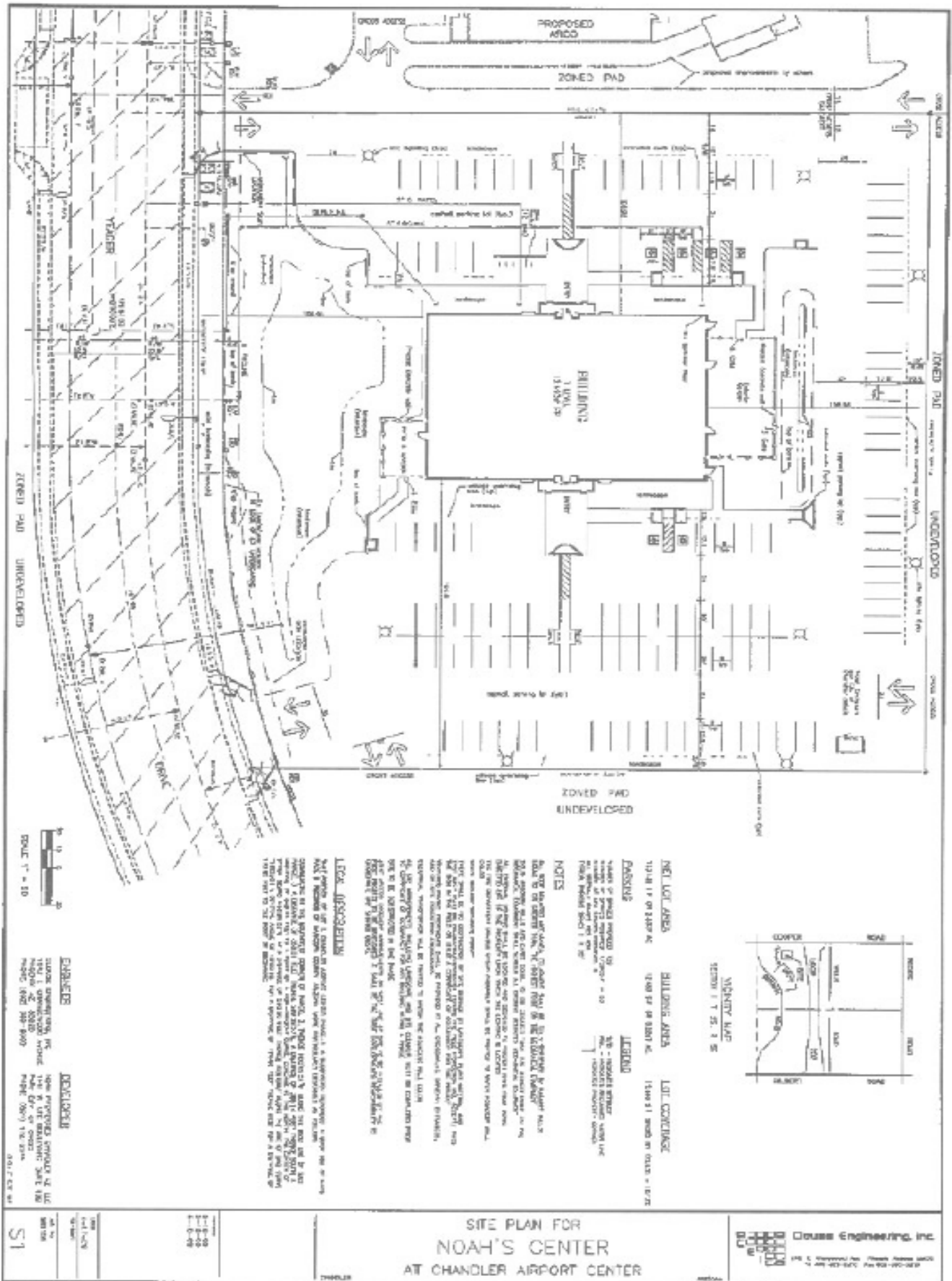


NOAH'S of CHANDLER
EXTERIOR ELEVATIONS WEST & NORTH

Scale:
NTS

Revisions	
DATE	
BY	
REVISION	
DATE	

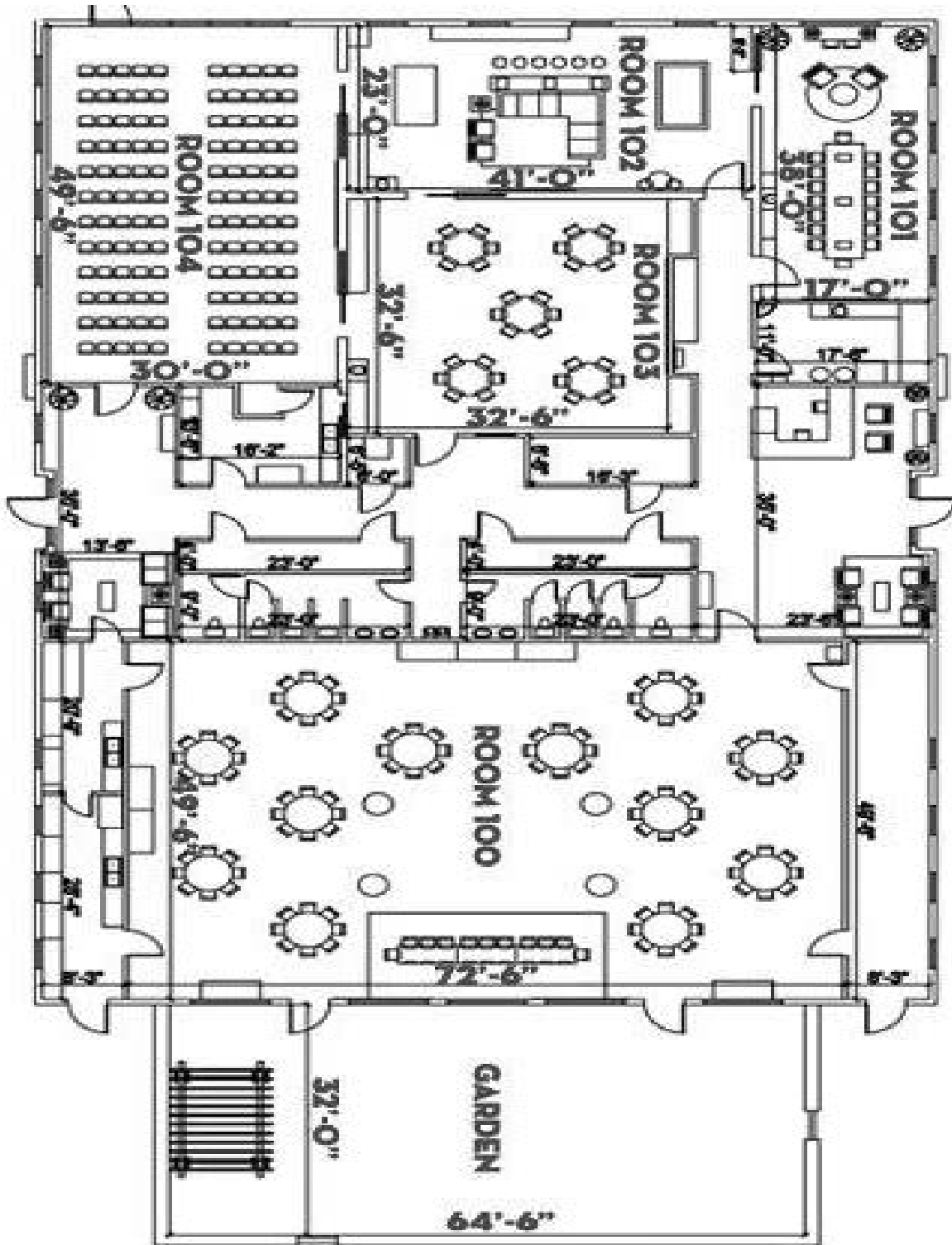
NOAH'S
BAYNE • WORK • PLAY



SITE PLAN FOR
 NOAH'S CENTER
 AT CHANDLER AIRPORT CENTER

Rockwell Engineering, Inc.
 1000 N. GAVELIN AVENUE
 CHANDLER, AZ 85226
 PHONE: (480) 248-8400
 FAX: (480) 248-8401
 WWW.ROCKWELLENGINC.COM

NOAH'S











LEASE PROFILE

NOAH'S

Lease Term: 21 year base term with 2.0% annual increases

<u>Year</u>	<u>Annual</u>	<u>Cap Rate</u>	<u>Year</u>	<u>Annual</u>	<u>Cap Rate</u>
2013	\$312,000	7.25%	2024	\$387,933	9.01%
2014	\$318,240	7.40%	2025	\$395,691	9.19%
2015	\$324,605	7.54%	2026	\$403,605	9.38%
2016	\$331,097	7.69%	2027	\$411,677	9.57%
2017	\$337,719	7.85%	2028	\$419,911	9.76%
2018	\$344,473	8.00%	2029	\$428,309	9.95%
2019	\$351,363	8.16%	2030	\$436,875	10.15%
2020	\$358,390	8.33%	2031	\$445,613	10.35%
2021	\$365,558	8.49%	2032	\$454,525	10.56%
2022	\$372,869	8.66%	2033	\$463,616	10.77%
2023	\$380,326	8.84%			

Average Cap Rate: 8.90% over the initial lease term

Renewal Options – Two 10- year options

Options to Extend: Lessee shall have the right and option to renew this lease for two additional periods of 10 years each, immediately following the expiration of the initial term of this lease. The base rent shall increase 2.0% each successive year during the renewal periods.

Operating Expenses and Utilities

Taxes: Tenant shall be responsible for all real property taxes, general and special assessments, water and sewer charges, or any other governmental charges and fees associated with membership in a property owners association that may be levied or assessed against the Premises, the Facility, or any improvements related thereto by any lawful authority for each calendar year or portion thereof commencing on the Commencement Date.

Insurance: Tenant agrees to carry, during the Initial Term and any Renewal Term hereof, all risk property insurance with the Landlord as the named insured (“Landlord’s Property Insurance”) covering fire and extended coverage, vandalism and malicious mischief, sprinkler leakage and all other perils of direct physical loss or damage insuring the improvements and betterments located in or on the Premises and all appurtenances thereto (excluding Tenant’s Property) for the full replacement value thereof. Tenant shall furnish Landlord with a certificate of such Landlord’s Property Insurance, and such insurance shall provide Landlord with thirty (30) days written before and termination or change in such insurance.

Tenant also agrees to carry commercial general liability insurance on the Premises during the Initial Term and any Renewal Term covering both Tenant and Landlord as their interest may appear, giving Landlord and Tenant a minimum of thirty (30) days written notice by the insurance company prior to cancellation, termination or change in such insurance. Such insurance may have a deductible of not more than \$10,000 and shall be for limits of not less than \$1,000,000 per person and \$1,000,000 per accident or occurrence for bodily injury and \$250,000 for property damage per accident or occurrence.

Repairs and Maintenance

Maintenance, Repair, and Replacement at Lessor's Sole Cost: (Absolute NNN-Lease)

Tenant agrees to keep all of the Premises, including without limitation, the roof, doors, window casements, glazing, interior walls, floors, ceilings, carpets, interior plumbing, interior pipes, electrical wiring, HVAC systems, alarms and fire suppression systems, utility lines, the exterior and interior of the Facility and the improvement's located therein, the interior walls and interior decorating in good condition and repair. Tenant agrees to repair or pay for the repair of any representatives, vendors, customers and invitees. Tenant shall also be responsible to pay all janitorial and cleaning costs to keep the Premises clean and free of debris, If repairs for which the Tenant is responsible are not completed within twenty days after Tenant has received written notice from landlord of such state of disrepair, or if such repairs cannot reasonably be completed within such twenty day period and Tenant shall fail to commence such repairs within twenty days after notice and proceed diligently thereafter, then Landlord may perform such repairs and charge 105% of the amount of the actual cost thereof to Tenant as Additional Rent.

*A full copy of the Noah's Lease provided upon request.



TENANT FINANCIAL OVERVIEW

NOAH'S

Year Ending 2012

**Consolidated Income Statement
for Chandler, AZ**

Income	
Management fees	14,337
Commissions	23,911
Sales	581,361
Related party interest	-
Total Income	619,609
Expenses	
Auto expenses	2,363
Bank service charges	-
Commissions	-
Dues & subscriptions	2,895
Consulting fees	-
Employee benefits	272
Event décor	14,609
Finance charge	-
Holding	-
Insurance	9,830
Insurance – life	-
Janitorial	9,389
Laundry & cleaning	15,215
Legal & professional	568
Management fees	82,269
Marketing	3,108
Merchant fees	7,963
Miscellaneous	-
Meals	-
Office supplies	1,003
Outside services	282
Payroll processing	-
Postage	129
Printing	-
Rent-real	286,490
Rent-personal	2,578
Repairs	10,627
Salaries	-
Security	434
Utilities	32,899
Loss on disposal	4,404
Total Expenses	496,543

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Year Ending 2012
Consolidated Income Statement
for Chandler, AZ

Earnings Before Interest, Taxes, Depreciation, and Amort.	123,066
Interest expense	-
Taxes	47,148
Depreciation	16,362
Amortization	-
Net Income	59,556
Depreciation	16,362
Converted/Accrued Interest	-
Unearned Income	131,384
Cash Flow	207,302





DESCRIPTION

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CHANDLER, ARIZONA

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ABOUT TENANTS-IN-COMMON

Tenants-in-Common or TIC ownership allows multiple buyers to purchase an undivided percentage of a single piece of property. Each buyer receives his own deed to the property and benefits from all of the income, tax shelters and appreciation it provides. Rockwell properties have the following characteristics:

- \$150,000 minimum investment amount
- Property is offered debt-free
- Long-term, corporate-guaranteed lease
- No closing costs
- Satisfies IRS requirements for 1031 exchanges

ROCKWELL TIC PROPERTIES

8494 South 700 East, Ste 200 · Sandy, UT 84070

Toll Free: 1-877-568-1031 | Phone 801-568-1031

Info@rockwelltic.com | www.rockwelltic.com



PROPERTY INFORMATION

TENANT	Noah Corporation
LOCATION	2100 E Yeager Drive, Chandler, AZ 85286
PROPERTY TYPE	Single-tenant, freestanding
TOTAL SQ FT	12,490 sq. ft. / 2.7 Acres
PURCHASE PRICE	\$4,300,000

LEASE INFORMATION

LEASE GUARANTOR	Noah's Corporation
LEASE TERM	20 years
RENT INCREASES	2% annual escalations
RENEWAL OPTIONS	Two 10-year options
LEASE TYPE	Absolute Triple Net (NNN)
AVERAGE RETURN	Initial Term: 8.90%

YEAR	TOTAL ANNUAL RENT	CAP RATE
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