LINDEN PLACE APARTMENTS

1212 NE LINDEN AVENUE • GRESHAM, OREGON

OFFERING MEMORANDUM



OFFERING MEMORANDUM

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Exclusive Advisors

This Offering Memorandum contains select information pertaining to the business and affairs of the Property at 1212 NE Linden Ave, Gresham, Oregon. It has been prepared by Colliers International. This Offering Memorandum may not be all-inclusive or contain all of the information a prospective purchaser may desire. The information contained in this Offering Memorandum is confidential and furnished solely for the purpose of a review by a prospective purchaser of the Property.

For further information regarding the purchase and sale of this asset, to register to receive due diligence materials, schedule a tour, or to submit a bid, please contact the following Colliers International professionals:





851 S.W. Sixth Ave., Suite 1200 Portland, Oregon 97204 503.223.3123

LINDEN PLACE | OFFERING MEMORANDUM

> Investment Summary

INVESTMENT HIGHLIGHTS

Investment Summary

The Linden Place Apartments is a 58 Unit apartment community located in the submarket of Downtown Gresham. Built in 1972 Linden Place consist of eight standalone structures. The unit mix is comprised of two 450 sf Studio units, Twenty-Seven One Bedroom/One Bath units averaging 651 sf, Twenty-Eight Two Bedroom/One Bath units averaging 844 sf and a Single Family Two Bedroom/One Bath Home. Thirty-Two of the Fifty-Eight units have been remodeled with new or refurbished cabinets and granite countertops. Kitchens and bathrooms have been upgraded and new carpet and vinyl flooring on turnovers. Significant capital improvements have been completed in the last two years; New Vinyl

NE Burnside Rd

NE Division St

Windows and sliders, New Hardi-Plank siding and all new roofs.

The Gresham Market is highly sought after by investors. A bedroom community of the Portland metro; Gresham is considered a Top Tier market from agency lenders. It is located in a diverse job market with access to a large supply of high skilled manufacturing jobs and easy access to Downtown Portland. This submarket has seen minimal new multifamily development in the past ten years, while seeing significant growth in demand from tenants. There is a limited pipeline of future development currently slated making this asset well positioned to capitalize on market conditions.

APARTMENT HIGHLIGHTS:

- Significant Capital Improvements
- Significant Rental Upside
- New Roof, Siding & Windows
- Granite Counters
- Great Walk score
- Walking Distance to MAX Stop

> Property Information

Site Details

PRODUCT TYPE:	Multifamily
ADDRESS:	1212 NE Linden Ave, Gresham, OR, 97030
GROSS LAND AREA:	116,741/2.68 AC
OCCUPANCY:	97%
YEAR BUILT:	1972/2016
CONSTRUCTION:	Wood Frame/Concrete
STORIES:	2
APN:	1S3E03DC 02602





81 Walk Score



63 Transit Score



Exterior Improvements











Exterior Improvements Continued



New Windows





New Siding



Interior Improvements



Granite Countertops



New Cabinets



New Appliances



Interior Improvements Continued



Granite Countertops







Interior Improvements Continued









> Market Overview

City of Gresham

The City of Gresham is rich in history, diversity, and natural beauty. With a population of more than 109,000, it is the fourth largest city in Oregon and includes the youngest and most diverse neighborhood in the Portland metro region. Located between Portland and the Columbia River Gorge, Gresham was founded by pioneers and has preserved its natural heritage, with more than 900 acres of open space, 300 acres of parks, and 10 miles of trails. Ingenuity is a City hallmark. Gresham is home to a nationally-recognized wastewater treatment plant powered by renewable energy, an award-winning small business incentive program, and a model industrial development review process.

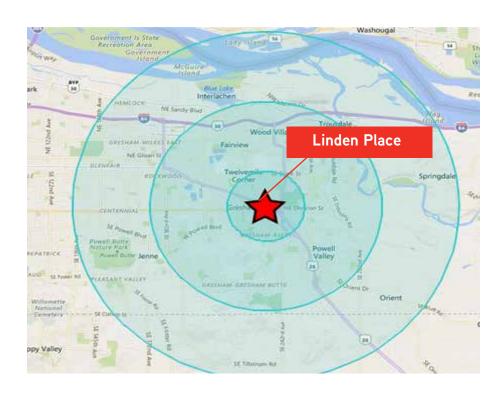
Nearby schools include Gordon Russell Middle School, Springwater Trail High School and Powell Valley Elementary School. The closest grocery stores are Orient Road Food Market, Fred Meyer and Walmart Neighborhood Market. Nearby coffee shops include Starbucks, 7-Eleven and Dill's Coffee Stop. Nearby restaurants include Five Guys, Chang's Mongolian Grill and Taco Del Mar. Nearby is East Gresham Park, Gradin Community Sports Park and Kane Road Park.





Gresham Demographics

DISTANCE TO/FROM PROPERTY	1 MILE	3 MILE	5 MILE
2016 Total Population:	18,908	80,740	151,860
2021 Population:	19,860	84,814	159,471
Pop Growth 2016-2021:	5.02	5.05	5.01
Average Age:	47	47	47
HOUSEHOLDS			
2016 Total Households:	6,761	29,658	54,898
2021 Total Households:	7,061	30,991	57,343
HH Growth 2016-2021:	4.43	4.49	4.45
2016 Median Household Income:	\$57,965	\$61,714	\$59,939
2016 Average Household Size:	2.79	2.72	2.76
HOUSING			
2016 Median Home Value:	\$194,402	\$228,886	\$229,973
2016 Renter Occupied:	2,836	11,915	21,302



MARKET OVERVIEW

City of Portland

Crisscrossed by rivers, mountains and vineyards, Metropolitan Portland offers more than urban adventure. Within a few minutes' drive of downtown Portland are Pinot-producing wineries (most with year-round tasting rooms), kayak-friendly waterways that nudge wildlife



preserves and, of course, the glorious foothills of Mount Hood. And if it's urban adventure you crave, be warned that Portland, the Rose City, isn't your run-of-the-mill urban megapolis.

An effervescent arts community, dozens of urban parks and green spaces, a lively downtown, complete with an open air plaza that serves as the community's living room and a world-class public transportation system, are just few of the reasons that make this one of the country's most livable cities. And Oregon continues to top the list, for a consecutive year, as the top moving destination of 2016 according to the United Van Lines mover study.

Its mild climate, scenery, friendly people, vibrant culture and arts community has placed Portland on the "Best of" lists in many publications and online surveys.





Median Household income of \$60,000/year

Portland Metro Estimated Population Growth of 725,000 residents by 2035 - Metro Gov.

MARKET OVERVIEW

Employment

The Brookings Institute's January 2016 Metro Monitor composite index ranks the 100 largest MSA's across job growth, unemployment, gross product range and home prices. Portland ranked 15th for overall growth and also compares favorably to other top metropolitan areas.

- > 12th in average wage with a 5.3% increase over the past five years.
- > 15th in GMP per capita with a 9.4% increase over the past five years.
- > 22nd in jobs with a 9.7% increase over the past five years.
- > 25th in employment to population ratio with a 2.2% increase over the past five years.

Portland-Metro's Largest Employers



Technology - 16,700 employees



Health Care - 9,896 employees



Health Care - 14,132 employees



LEGACY Health Care - 9,835 employees



Hospital & University - 14,106 employees



City of Portland - 9,318 employees



US Federal Government - 13,900 employees



State of Oregon - 7,559 employees



Retail Merchandising - 10,176 employees



Athletic Apparel - 7,000 employees

> Comparables

RENT & SALE COMPARABLES

Rent Comparables

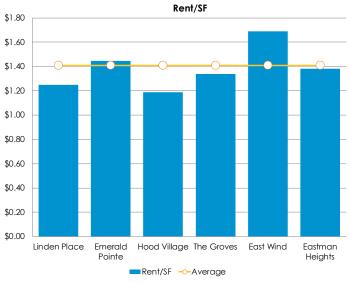
	YEAR BUILT/ REMODELED	UNIT TYPE	# OF UNITS	SF RANG	GE	RENT RANG	ĒΕ	RENT/SI	- OCCUPANCY	UTILITIES	WALKSCORE	TRANSITSCORE	W/D IN UNIT	LAUNDRY	AC	BIKE STORAGE	STORAGE	PARKING	PETS
Linden Place 1212 NE Linden Ave. Portland OR 97030	1972	Studio 1Bdr/1Bath 2Bdr/1Bath Single Family	2 27 28 1	450 625 800 1,684	450 \$ 680 \$ 955 \$ 1,684 \$	765 \$ 775 \$ 885 \$ 1,406 \$	955 956 1,125 1,406	\$ 1.3	3 5 97%	Landlord Pays WSG Tenant Pays Electric & \$59 Fee		63							Yes
		Total/Wtd Avg	58		772 \$		942	\$ 1.2	5										
Emerald Pointe 1122 NE Kelly Ave. Gresham, OR 97030	1998	Studio 1Bdr/1Bath 2Bdr/1Bth 2Bdr/1Bth TH	22 17 7 26	650 670 800 880	650 \$ 670 \$ 800 \$ 880 \$	999 \$ 1,049 \$ 1,100 \$ 1,154 \$	999 1,049 1,100 1,154	\$ 1.5 \$ 1.3	7 8 94% 11	Landlord Pays WSG Tenant Pays Electric	82	64	Yes	Yes	Yes	No	Yes	Yes	No
Hood Village 933 NE Hood Ave. Gresham, OR 97030	1971	1Bdr/1Bth 2Bdr/1Bath 3Bdr/1.5 Bath	21 30 23	800 900 1,000	800 \$ 900 \$ 1,000 \$	948 \$ 920 \$ 1,042 \$	1,010 1,200 1,300	\$ 1.1	8	Landlord Pays WSG Tenant Pays Electric	89	68	No	Yes	No	No	Yes	Yes	Yes
		Total/Wtd Avg	74		903 \$		1,072	\$ 1.1	9										
The Groves 3500 NE 17th St. Gresham, OR 97030	1974	1Bdr/1Bath 2Bdr/1Bath 3Bdr/1Bath	48 96 57	627 865 1,029	627 \$ 865 \$ 1,029 \$	950 \$ 1,080 \$ 1,100 \$	1,000 1,230 1,280	\$ 1.3	4	Landlord Pays WSG Tenant Pays Electric & \$40-\$60 Fee		36	Yes	No	No	No	\$25	\$85	\$ 25
		Total/Wtd Avg	201		855 \$		1,122	\$ 1.3	4										

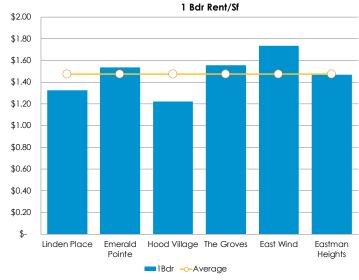
RENT & SALE COMPARABLES

Rent Comparables

		YEAR BUILT/ REMODELED	UNIT TYPE	# OF UNITS	SF RANG	Ε	RENT RA	NGE	RE	ent/sf	OCCUPANCY	UTILITIES	WALKSCORE	TRANSITSCORE	W/D IN UNIT	LAUNDRY	AC	BIKE STORAGE STORAGE	PARKING	PETS
Linden Place 1212 NE Linden Ave. Portland OR 97030		1972	Studio 1Bdr/1Bath 2Bdr/1Bath Single Family	2 27 28 1	450 625 800 1,684	450 \$ 680 \$ 955 \$ 1,684 \$	765 \$ 775 \$ 885 \$ 1,406 \$	956 1,125 1,406		1.91 1.33 1.15 0.83	97%	Landlord Pays WSG Tenant Pays Electric & \$59 Fee		63					√o Y	es Yes
			Total/Wtd Avg Total/Wtd Avg	58 201		772 \$ 855 \$				1.25 1.34										
East Wind 2950 NE 23rd St. Gresham, OR 97030		1971/2013	1Bdr/1Bath 2Bdr/1Bath 3Bdr/1Bath Total/Wtd Avg	59 85 6	546 650 750	550 \$ 675 \$ 812 \$	950 \$ 1,095 \$ 1,395 \$	1,095 1,395	\$	1.73 1.65 1.79	80%	Landlord Pays WSG Tenant Pays Electric	49	36	No	Yes	No	No 1	√o Y	es No
Eastman Heights 301 NW Eastman Pky Gresham, OR 97030		1991	1Bdr/1Bath 2Bdr/1Bath Total/Wtd Avş	26 50	749 899	749 \$ 899 \$	1,100 \$ 1,200 \$	1,200	\$	1.47 1.33	100%	Landlord Pays WSG Tenant Pays Electric & \$25 Fee	84	65	No	Yes	No	Yes Y	es Y	es Yes
Alexan Park Commons 1209 NE Linden Ave Gresham, OR 97030		1995	2Bdr/1Bath	40	770	800 \$	1,100 \$	1,125	\$	1.42	100%	Landlord Pays WSG Tenant Pays Electric Flat Fee	84	65	No	Yes	No	Yes Y	es Y	es Yes
_AVFRA	GE/TOTAL	1984	Total/Wtd Avg	40 115		785 \$ 796 \$		1,113 1,097		1.42	93%		71	54						
7 TV EIG		- 170 1						7-71			7070									

Rent Comparables





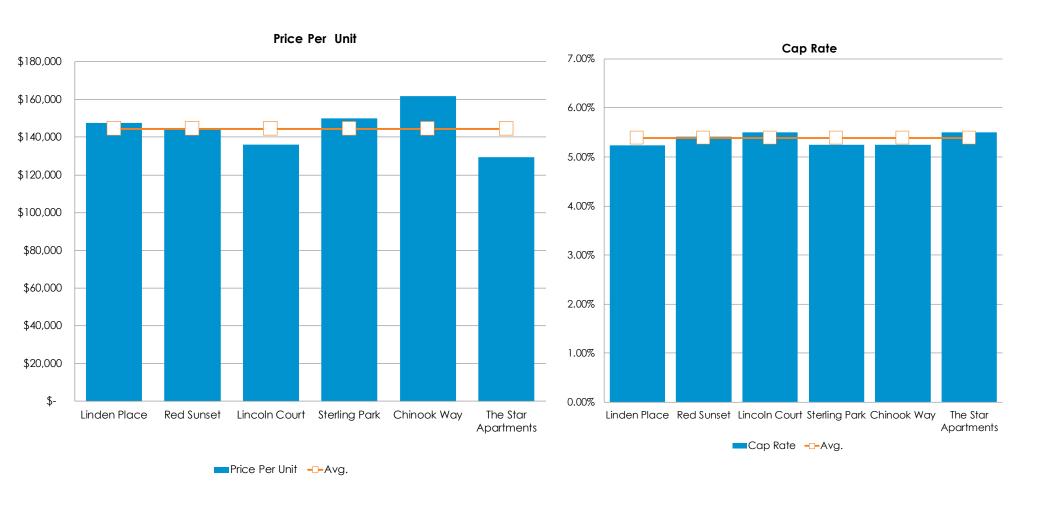


RENT & SALE COMPARABLES

Sale Comparables

Addre	ess Year Built	Price	# of Units	;	\$/Unit	Cap Rate	Sold Date	Utilities	Walk Score	Transit Score	W/D In unit	Parking
Linden Place 1212 NE Linden A Gresham, OR 976		\$ 8,550,000	58	\$	147,414	5.24%		Landlord Pays WSG Tenants Pay Electric & Reimbursement	81	63	Yes	Yes
Red Sunset Apa 2400 NE Red Sun Gresham, OR 970	nset Dr. 1990	\$ 15,000,000	104	\$	144,230	5.41%	Pending	Landlord Pays WSG Tenants Pay Electric	54	33	Yes	Yes
Lincoln Court Al 230 Lincoln St. Fairview, OR 970	1972/2014	\$ 2,175,000	16	\$	135,938	5.50%	4/21/2017	Landlord Pays WSG Tenants Pay Electric & \$79 Flat Fee	65	36	No	Yes
Sterling Park 16804-16824 SE Portland OR 9723		\$ 10,950,000	73	\$	150,000	5.25%	12/7/2016	Landlord Pays WSG Tenants Pay Electric & Flat Fee	62	39	Yes	Yes
Chinook Way Ap 21933-21989 NE Way Portland OR 9702	Chinook 2000	\$ 19,900,000	123	\$	161,789	5.25%	8/17/2016	Landlord Pays WSG Tenants Pay Electric & Flat Fee	74	35	Yes	Yes
The Star Apartm 815 SE 223rd Av Gresham, OR 970	e. 1968	\$ 4,275,000	33	\$	129,545	5.50%	4/28/2017	Landlord Pays WSG Tenants Pay Electric	60	50	No	Yes
		\$ 10,460,000	69.8	\$	144,300	5.38%			63	39		

Sales Comparables

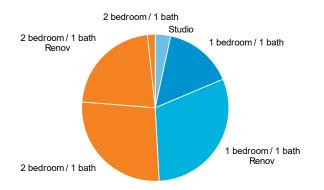


> Financial Overview

Rent Summary & Income

Mont	Monthly Scheduled Rent Income				Current								Pro-Forma					
No. of units	Unit Type	Approx. SF		Rer Min	nts	Max		Average Rent/SF		Income		Rents	Re	ent/PSF	ı	Income		
2	Studio	450	\$	955	\$	955	\$	2.12	\$	1,910	\$	955	\$	2.12	\$	1,910		
9	1 bedroom / 1 bath	649	\$	790	\$	840	\$	1.26	\$	7,354	\$	995	\$	1.53	\$	8,955		
18	1 bedroom / 1 bath Renov	653	\$	850	\$	956	\$	1.37	\$	16,055	\$	1,050	\$	1.61	\$	18,900		
16	2 bedroom / 1 bath	839	\$	885	\$	1,064	\$	1.14	\$	15,233	\$	1,095	\$	1.31	\$	17,520		
12	2 bedroom / 1 bath Renov	852	\$	925	\$	1,125	\$	1.20	\$	12,228	\$	1,245	\$	1.46	\$	14,940		
1	House	1,684	\$	1,406	\$	1,406	\$	0.83	\$	1,406	\$	1,500	\$	0.89	\$	1,500		
58									\$	54,186					\$	63,725		

Annualized Income			Current	Р	er Unit	F	Pro-Forma	F	Per Unit
Gross Potential Rent		\$	650,232	\$	11,211	\$	764,700	\$	13,184
Utilitiy Reimbursment	\$59/Unit/Month	\$	41,064	\$	708	\$	41,064	\$	708
Pet Rent	April 2017 T 12	\$	2,950	\$	51	\$	2,950	\$	51
Laundry Income	April 2017 T 12	\$	974	\$	17	\$	974	\$	17
Misc. Income	April 2017 T 12	\$	22,630	\$	390	\$	22,630	\$	390
Gross Potential Income		\$	717,850	\$	12,377	\$	832,318	\$	14,350
Vacancy Factor		5% \$	(35,892)			5% \$	(41,616)		
Effective Gross Income		\$	681,957	\$	11,758	\$	790,702	\$	13,633



Expense

Annualized Operating Expenses			Current		Per Unit	Р	ro-Forma	Р	Per Unit
Real Estate Taxes	Owner 2016 P&L - Inflated 3%	\$	33,967	4.98% \$	586	\$	33,967	4.30% \$	586
Insurance	April 2017 T 12	\$	7,980	1.17% \$	138	\$	8,219	1.04% \$	142
Water & Sewer	April 2017 T 12 Inflated 20%	\$	30,049	4.41% \$	518	\$	30,951	3.91% \$	534
Electricity	April 2017 T 12	\$	6,935	1.02% \$	120	\$	7,143	0.90% \$	123
Natural Gas	April 2017 T 12	\$	89	0.01% \$	2	\$	92	0.01% \$	2
Garbage & Recycle	April 2017 T 12	\$	9,392	1.38% \$	162	\$	9,674	1.22% \$	167
Management Fee	Market Expense @ 4% of EGI	4% \$	27,278	4.00% \$	470	4% \$	31,628	4.00% \$	545
Employee Expense	Market Expense @ \$750/Unit/Year	\$	43,500	6.38% \$	750	\$	43,500	5.50% \$	750
Administrative	Market Expense @ 1% of EGI	\$	6,820	1.00% \$	118	\$	7,907	1.00% \$	136
Landscaping	April 2017 T 12	\$	7,018	1.03% \$	121	\$	7,018	0.89% \$	121
Repairs & Maintenance	Market Expense @ \$600/Unit	\$	34,800	5.10% \$	600	\$	34,800	5.10% \$	600
Turnover Costs	Market Expense @ \$200/Unit	\$	11,600	1.70% \$	200	\$	14,500	2.13% \$	250
Reserves & Replacements	Market Expense @ \$250/Unit	\$	14,500	2.13% \$	250	\$	14,500	2.13% \$	250
Total Expenses		\$	233,928	\$	4,033	\$	243,898	\$	4,205
Expenses Per Sqaure Foot		\$	5.34			\$	5.57		
Expense Ratio of EGI			34%				31%		
Net Operating Income		\$	448,030	\$	7,725	\$	546,804	\$	9,428

Pricing

Financing Year 1		Current Income & Expenses		Pro-Forma Income & Expenses
Price		\$ 8,550,000	\$	8,550,000
Down Payment	30%	\$ 2,565,000	30% \$	2,565,000
1st Loan Amount	70%	\$ 5,985,000	70% \$	5,985,000
Interest Rate		4.25%		4.25%
Amortization		30		30
Monthly Payment		\$ 29,443	\$	29,443
Total Debt Service		\$ 353,311.23	\$	353,311.23

Financial Anaylsis & Vital Data	Current	Pro-Forma
Cash Flow Before Debt Service (NOI)	\$ 448,030	\$ 546,804
Debt Service	\$ 353,311	\$ 353,311
Debt Coverage Ratio	1.27	1.55
Cash Flow After Debt Service	\$ 94,718	\$ 193,492
Cash-on-Cash Return	3.7%	7.5%
Capitalization Rate	5.24%	6.40%
Gross Rent Multiplier	13.15	11.18
Price Per Unit	\$ 147,414	\$ 147,414
Price Per Square Foot	\$ 195.14	\$ 195.14

Rent Roll

Init Number	Bedroom	Bathroom	SF	Rent	nt/SF	Note
A1	2	1	955	\$ 1,125	\$ 1.18	R
A2	2	1	955	\$ 1,014	\$ 1.06	
A3	1	1	680	\$ 821	\$ 1.21	
A4	1	1	680	\$ 875	\$ 1.29	R
A5	1	1	680	\$ 888	\$ 1.31	R
A6	1	1	680	\$ 956	\$ 1.41	R
A7	Studio	1	450	\$ 955	\$ 2.12	
A8	1	1	680	\$ 910	\$ 1.34	R
A9	2	1	955	\$ 959	\$ 1.00	
A10	2	1	955	\$ 950	\$ 0.99	
A11	1	1	680	\$ 900	\$ 1.32	R
A12	1	1	680	\$ 915	\$ 1.35	R
A13	1	1	680	\$ 805	\$ 1.18	
A14	1	1	680	\$ 811	\$ 1.19	
A15	1	1	680	\$ 837	\$ 1.23	
A16	1	1	680	\$ 850	\$ 1.25	R
B17	2	1	955	\$ 1,031	\$ 1.08	R
B18	2	1	955	\$ 975	\$ 1.02	
B19	1	1	680	\$ 900	\$ 1.32	R
B20	1	1	680	\$ 956	\$ 1.41	R
B21	2	1	955	\$ 1,065	\$ 1.12	R
B22	2	1	955	\$ 925	\$ 0.97	R
C23	2	1	800	\$ 924	\$ 1.16	
C24	2	1	800	\$ 999	\$ 1.25	R
C25	2	1	800	\$ 944	\$ 1.18	
C26	2	1	800	\$ 975	\$ 1.22	R
D27	2	1	800	\$ 1,080	\$ 1.35	R
D28	2	1	800	\$ 985	\$ 1.23	R
D29	1	1	625	\$ 894	\$ 1.43	R

D30	Bedroom 1	Bathroom 1	SF		Rent I	Rent/SF	Note R
			625	\$	900 \$	1.44	
D31	1	1	625	\$	875 \$	1.40	R
D32	1	1	625	\$	855 \$	1.37	R
D33	2	1	800	\$	1,024 \$	1.28	
D34	2	1	800	\$	885 \$	1.11	
D35	2	1	800	\$	1,064 \$	1.33	
D36	2	1	800	\$	950 \$	1.19	
D37	1	1	625	\$	800 \$	1.28	
D38	1	1	625	\$	909 \$	1.45	R
D39	1	1	625	\$	875 \$	1.40	R
D40	1	1	625	\$	790 \$	1.26	
D41	2	1	800	\$	960 \$	1.20	
D42	2	1	800	\$	1,009 \$	1.26	R
E43	2	1	800	\$	929 \$	1.16	
E44	2	1	800	\$	985 \$	1.23	R
E45	1	1	625	\$	875 \$	1.40	R
E46	1	1	625	\$	861 \$	1.38	R
E47	1	1	625	\$	825 \$	1.32	
E48	1	1	625	\$	840 \$	1.34	
E49	1	1	625	\$	825 \$	1.32	
E50	1	1	625	\$	861 \$	1.38	R
F51	2	1	800	\$	913 \$	1.14	
F52	2	1	800	\$	917 \$	1.15	
F53	2	1	800	\$	924 \$	1.16	
F54	2	1	800	\$	901 \$	1.13	
F55	2	1	800	\$	1,024 \$	1.28	R
F56	2	1	800	\$	1,025 \$	1.28	R
G1	Studio	1	450	\$	955 \$	2.12	
H1	2	1	1,684	S	1,406 \$	0.83	

R: Remodeled, Refinished Hardwoods, Tile Bathrooms & Kitchen Floors

I: Rent Increase Initiated

> Transaction Guidelines

TRANSACTION GUIDELINES

Offering Procedure

The offering of 1212 NE Linden Avenue, Gresham, Oregon is being conducted exclusively by Colliers International. All questions and inquiries should be directed to the Colliers representatives listed in this memorandum.

Colliers will be available to assist prospective investors with their review of the offering. On-site inspections of the property and tours of the market area can be arranged directly with Colliers.

All prospective purchasers can receive the due diligence materials by contacting any one of the listing brokers to register and receive a Confidentiality Agreement. Once a signed Confidentiality Agreement is received prospective buyers will receive a link to the due diligence material folders.

Offers should include, at a minimum, the following:

- The purchase price and closing date;
- The source of capital, both equity and debt, for the transaction;
- The amount of earnest money deposit;
- A statement agreeing to the due diligence, Purchase and Sale Agreement, and closing processes; and
- A description of assumptions utilized for the offer.

Please address your offers to the brokers listed below.



851 S.W. Sixth Ave., Suite 1200 Portland, Oregon 97204 503.223.3123

KENNETH VERBECK

Associate kenneth.verbeck@colliers.com +1 503 499 0079

SEAN WORL

Senior Associate sean.worl@colliers.com +1 503 499 0082

SKIP ROTTICCI CCIM

Vice President skip.rotticci@colliers.com +1 503 499 0062

ALEX CHENG

Associate alexander.cheng@colliers.com +1 503 499 0075



TRANSACTION GUIDELINES

CONFIDENTIALITY & DISCLAIMER STATEMENT

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By acknowledging your receipt of this Offering Memorandum from Colliers, you agree:

- 1) The Offering Memorandum and its contents are confidential;
- 2) You will hold it and treat it in the strictest of confidence; and
- 3) You will not, directly or indirectly, disclose or permit anyone else to disclose this Offering Memorandum or its contents in any fashion or manner detrimental to the interest of the Seller.

Owner and Colliers International expressly reserve the right, at their sole discretion, to reject any and all expressions of interest or offers to purchase the Property and to terminate discussions with any person or entity reviewing this Offering Memorandum or making an offer to purchase the Property unless and until a written agreement for the purchase and sale of the Property has been fully executed and delivered.

If you wish not to pursue negotiations leading to the acquisition of the Property or in the future you discontinue such negotiations, then you agree to purge all materials relating to this Property including this Offering Memorandum.

A prospective purchaser's sole and exclusive rights with respect to this prospective transaction, the Property, or information provided herein or in connection with the sale of the Property shall be limited to those expressly provided in an executed Purchase Agreement and shall be subject to the terms thereof. In no event shall a prospective purchaser have any other claims against Seller or Colliers International or any of their affiliates or any of their respective officers, Directors, shareholders, owners, employees, or agents for any damages, liability, or causes of action relating to this solicitation process or the marketing or sale of the Property.

This Offering Memorandum shall not be deemed to represent the state of affairs of the Property or constitute an indication that there has been no change in the state of affairs of the Property since the date this Offering Memorandum.



851 S.W. Sixth Ave., Suite 1200 Portland, Oregon 97204 503.223.3123

Kenneth Verbeck Associate

DIRECT +1 503 499 0079

EMAIL kenneth.verbeck@colliers.com

Sean Worl

Senior Associate
DIRECT +1 503 499 0082

EMAIL sean.worl@colliers.com

Skip Rotticci CCIM
Vice President

DIRECT +1 503 499 0062

EMAIL skip.rotticci@colliers.com

Alex Cheng

Associate

DIRECT +1 503 499 0075

EMAIL alexander.cheng@colliers.com