

# SALE ANNOUNCEMENT

## \$136,735,974 REO, Loan, and Deficiency Bulk Sale

**Collateral:** REO & Primarily Unsecured

**Location:** Nationwide

**Performance:** Non-Performing

### Overview Summary

\$136,735,974 REO, Loan, and Deficiency Bulk Sale (the “Asset Sale”) conducted by Mission Capital Advisors, LLC (“Mission” or “Marketing Advisor”) on behalf of three affiliated limited liability companies (“Sellers”).

### Sale Structure

Mission has been retained as the exclusive Marketing Advisor to the Sellers for the sale of a portfolio of REO and non-performing loans and deficiencies (the “Portfolio” or “Assets”). The Assets are being offered on a sealed bid basis.

On behalf of the Sellers, Mission is soliciting non-contingent bids from prospective bidders (the “Prospective Bidders”) for the purchase of **each pool individually** pursuant to the Asset Sale timeline attached hereto. Kick-outs will not be entertained.

Pool	Count	% Count	UPB	% UPB	Average Balance
2009-1	38	26.6%	\$36,567,255	26.7%	\$962,296
2010-1	46	32.2%	\$32,542,290	23.8%	\$707,441
2011-1	59	41.3%	\$67,626,429	49.5%	\$1,146,211
<b>Grand Total</b>	<b>143</b>	<b>100.0%</b>	<b>\$136,735,974</b>	<b>100.0%</b>	<b>\$956,196</b>

### Highlights & Asset Summary

- The Asset Sale offers Prospective Bidders the opportunity to acquire REO as well as primarily unsecured loans and deficiencies stemming from three separate FDIC Structured Sales.
- REO assets are concentrated in the Southeast and Midwest. Property types are a mix of commercial land, residential lots and land, and a religious facility. REO plot sizes range from 1.32 to 53.57 acres.
- All loans and deficiencies are non-performing.
- Pool level stratification can be found in Exhibit A (page 4).

## Sale Structure

Prospective Bidders are subject to qualification by Mission and/or the Sellers (qualification process will be initiated by Mission as deemed necessary). Access to the Due Diligence Materials will be provided to Prospective Bidders solely at the discretion of Mission and/or the Sellers and may be withheld for any reason.

The Sellers, in conjunction with Mission, have prepared a comprehensive array of due diligence data (the “Due Diligence Materials”), which will be made available to Prospective Bidders that have executed, and are subject to the terms of, the Confidentiality Agreement (the “Confidentiality Agreement”), which can be accessed in the transaction offering email or by visiting [www.missioncap.com/transactions](http://www.missioncap.com/transactions). Included in the Due Diligence Materials will be comprehensive bidding instructions, the terms of sale and the Seller’s required form of Asset Purchase and Sale Agreement for Sale and Purchase of Assets (the “Asset Sale Agreement”).

Mission is soliciting non-contingent bids on the Bid Date for the Assets (the acceptance of which by Seller will require immediate remittance of an earnest money deposit followed by execution of the Asset Sale Agreement by each winning Bidder). Prospective Bidders are encouraged to review the Due Diligence Materials and submit bids in accordance with the proposed timeline.

Additional information will be provided to Bidders via Mission’s online due diligence site. Such information may include detailed loan documents, pay histories, environmental reports, litigation documents (if applicable), and financial statements, in both computer file and imaged formats.

Please e-sign or return an executed Confidentiality Agreement to Katie Juarez at [fdic@missioncap.com](mailto:fdic@missioncap.com). **PLEASE NOTE THAT E-SIGNATURES WILL BE PROCESSED IN TOP PRIORITY WHILE EMAIL SIGNATURES ARE PROCESSED AT THE END OF EACH BUSINESS DAY.**

**All inquiries should be directed through Mission Capital. Neither the Sellers, Borrowers, Borrower affiliates or Guarantors are to be contacted. Prospective Bidders are required to strictly adhere to the terms of the Confidentiality Agreement.**

## Asset Sale Agreement

The Sellers will make the required form of Asset Sale Agreement available to Prospective Bidders. Pursuant to the Asset Sale Agreement, each Seller will sell its Assets subject only to those representations and warranties explicitly stated in the Asset Sale Agreement. No other representations or warranties, either expressed or implied, shall apply.

## Sale Timeline

The transaction contemplated herein has been scheduled as follows (and is subject to change):

<b>Sale Announcement Distributed</b>	<b>Wednesday, June 20, 2018</b>
<b>Initial Data Distribution</b>	<b>Wednesday, June 20, 2018</b>
<b>Cut-Off Date</b>	<b>Friday, July 6, 2018</b>
<b>Bid Date</b>	<b>Wednesday, July 18, 2018</b>
<b>Winning Bidder Selected</b>	<b>Wednesday, July 25, 2018</b>
<b>Earnest Money Deposit Due</b>	<b>Thursday, July 26, 2018</b>
<b>Closing Date on or Before</b>	<b>Friday, August 3, 2018</b>

## Disclaimer

NO OBLIGATION TO SELL SHALL BE BINDING ON SELLER UNLESS AND UNTIL A WRITTEN CONTRACT OF SALE OR ASSET SALE AGREEMENT IS SIGNED AND DELIVERED BY SELLER. THE SELLER RESERVES THE RIGHT, AT ITS SOLE AND ABSOLUTE DISCRETION, TO WITHDRAW THE ASSETS FROM THE ASSET SALE, AT ANY TIME. THIS SALE ANNOUNCEMENT HAS BEEN PREPARED TO ASSIST THE RECIPIENT IN DECIDING WHETHER TO PROCEED WITH FURTHER INVESTIGATION OF THE ASSETS. WHILE THE INFORMATION INCLUDED HEREIN IS BELIEVED TO BE ACCURATE AND RELIABLE, SELLER, MISSION AND THEIR RESPECTIVE SUBSIDIARIES, AFFILIATES, AGENTS, ASSIGNEES, OFFICERS, TRUSTEES, DIRECTORS, SERVICERS AND EMPLOYEES MAKE NO REPRESENTATIONS OR WARRANTIES, EXPRESS OR IMPLIED, AS TO THE ACCURACY OR COMPLETENESS OF SUCH INFORMATION, INCLUDING BUT NOT LIMITED TO THE VALIDITY OR PRIORITY OF ANY LIENS AND THE VALUE OF ANY COLLATERAL. ONLY THOSE REPRESENTATIONS AND WARRANTIES THAT ARE MADE BY THE APPLICABLE SELLER TO A PROSPECTIVE BIDDER IN A DEFINITIVE, EXECUTED ASSET SALE AGREEMENT SHALL HAVE ANY LEGAL EFFECT.

## Mission Capital Contacts

MISSION CAPITAL ADVISORS, LLC  
New York Office: 212 925 6692

### Asset Sale Discussions

Michael Britvan  
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### Data Requests

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## Exhibit A – Portfolio Stratification

### Total Portfolio

Pool	Count	% Count	UPB	% UPB	Average Balance
2009-1	38	26.6%	\$36,567,255	26.7%	\$962,296
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### 2009-1

Asset Type	Count	% Count	UPB	% UPB	Average Balance
Loan	18	47.4%	\$17,030,565	46.6%	\$946,142
REO	8	21.1%	\$0	0.0%	\$0
Deficiency	12	31.6%	\$19,536,690	53.4%	\$1,628,058
<b>Grand Total</b>	<b>38</b>	<b>100.0%</b>	<b>\$36,567,255</b>	<b>100.0%</b>	<b>\$962,296</b>

### 2010-1

Asset Type	Count	% Count	UPB	% UPB	Average Balance
Loan	37	80.4%	\$10,729,910	33.0%	\$289,998
Deficiency	9	19.6%	\$21,812,380	67.0%	\$2,423,598
<b>Grand Total</b>	<b>46</b>	<b>100.0%</b>	<b>\$32,542,290</b>	<b>100.0%</b>	<b>\$707,441</b>

### 2011-1

Asset Type	Count	% Count	UPB	% UPB	Average Balance
Loan	5	8.5%	\$3,486,190	5.2%	\$697,238
REO	2	3.4%	\$0	0.0%	\$0
Deficiency	52	88.1%	\$64,140,239	94.8%	\$1,233,466
<b>Grand Total</b>	<b>59</b>	<b>100.0%</b>	<b>\$67,626,429</b>	<b>100.0%</b>	<b>\$1,146,211</b>