

# An Invitation to Invest & Partner with Amexco Capital

## Overview: A Strategic Proposal for Joint Venture, Investment, and E-2 Visa Sponsorship

Amexco Capital is pioneering a disruptive financial model that merges the stability of commercial real estate with the high-growth potential of a diversified retail and e-commerce enterprise. We are seeking partners to join us in a qualifying transaction that will culminate in a dual public listing on both Canadian (CSE/TSX) and U.S. (OTCQB) stock exchanges.

This document serves as an (LOI - letter of intent) and an invitation to three key groups:

- **Commercial Property Owners** seeking a strategic and lucrative PSA exit from our company as the buyer.
- **Accredited & Non-Accredited Investors** looking for a ground-floor opportunity in a scalable public company.
- **Canadian & Mexican Citizens** seeking a robust E-2 Treaty Investor Visa opportunity through a substantial U.S. business investment.

## The Amexco Vision: An Integrated Business Ecosystem

Our core strength lies in a powerful, synergistic structure that de-risks investment and accelerates growth.

- **A Modern eREIT Platform:** We utilize a tokenized electronic Real Estate Investment Trust (eREIT) combined with a Reg A+ Offering with a (SAFT- simple agreement for a future white label token) to acquire a diversified portfolio of commercial properties. This provides a stable, asset-backed foundation for the entire enterprise.
- **A High-Growth Operating Company:** These properties will be anchored by our own operating company focused on building a dynamic B2B/B2C Cash & Carry wholesale/retail brand, launching a franchise model for independent supermarkets, and developing proprietary private-label products for our online e-commerce platform.

This integration creates a powerful feedback loop: the eREIT owns the assets, and the retail operation provides consistent, lease-backed income, driving shareholder value and funding rapid expansion.

### Our Diversification Strategy Includes:

1. **Retail & E-Commerce:** Building a co-branded supermarket chain and a proprietary online marketplace.
2. **Affordable Housing Construction:** Developing prefabricated modular homes to meet North American housing demand.
3. **Global Supply Chain:** Establishing an OEM sourcing division to enrich our e-commerce and retail offerings.

## The Opportunity: Pathways to Partnership & Growth

We have structured clear, mutually beneficial opportunities for each of our prospective partners.

### 1. For Commercial Property Owners: A Strategic Exit & Partnership

Transform your illiquid real estate asset into immediate cash and a long-term equity stake in a publicly-traded international company.

• **Our Offer: Fair Market Value Purchase** We facilitate the acquisition of your property at its full, fair-market cash price.

• **Long-Term Equity Stake:** Receive **\$1.5 million USD in convertible debentures**, which convert into 1.5 million shares of the publicly-listed company (at an estimated \$0.50 USD per share).

• **Full Cost Reimbursement:** All closing and soft costs associated with the transaction are fully reimbursed upon our public launch.

• **Access to Working Capital:** A working line of credit of up to \$1.5 million USD can be made available, secured by the corporate debentures.

## 2. For Capital Investors: Foundational Seed Investment

Become a foundational partner in our public launch by providing the seed capital required to execute our final milestones.

- **Investment Ask:** A minimum of **\$150,000 USD**.
- **Use of Funds:** This capital is deployed for high-value, non-dilutive activities, including public shell acquisition, SEC/FINRA, Canadian CSE/TSX compliance, and legal counsel for the SPAC/RTO transaction to occur in North America both Canada and the USA.
- **Flexible Capital Contribution:** We can accept cross-collateralized real property (SFR, MFR, mixed-use, Industrial etc.) to meet the minimum investment requirement. Upon securing this capital, we can facilitate target property acquisitions within 45-60 days simultaneously with our company becoming publicly traded.

## 3. For E-2 Visa Applicants (Canadian & Mexican Citizens): Invest in Your Future in the U.S.

Amexco Capital offers a premier platform for Canadian and Mexican citizens seeking an E-2 Treaty Investor Visa. Our business model is ideally structured to meet the "active investment" requirement of U.S. immigration law.

### The E-2 Pathway with Amexco:

- **Make a Substantial Investment:** Your investment in Amexco helps capitalize a real, operating U.S. enterprise with significant economic impact and job creation potential.
- **Develop and Direct:** As an investor, you will have the opportunity to take on a qualifying executive or managerial role within our corporate structure, satisfying the E-2 requirement to actively develop and direct your investment.
- **Robust Sponsorship Framework:** We provide the legitimate corporate structure, comprehensive business plan, and all necessary documentation to support a strong and credible E-2 visa application.

## The Strategic Roadmap: Path to Public Liquidity

Our go-to-market strategy is designed for maximum value and liquidity for all founding partners. The vehicle is a **Qualifying Transaction** (via SPAC or RTO) to achieve a simultaneous public listing.

**The Dual Listing Advantage (Canada & U.S.) Provides:**

- **Immediate Liquidity:** Enables the conversion of private holdings into tradable public securities.
- **Broader Investor Access:** Taps into a deeper pool of institutional and retail capital across North America.
- **Transparent Valuation:** Establishes a clear, market-driven valuation for your equity stake.

**Next Steps (Forward Thinking)**

This proposal outlines our non-binding mutual interest as an introductory LOI. We are confident that our model offers a superior alternative for property owners, a compelling opportunity for investors, and a secure pathway for E-2 visa applicants.

If our vision aligns with your objectives, we invite you to move forward. Upon your expressed interest, we will provide a comprehensive 1) Operating Agreement, 2) MOU, 3) NCND specifically tailored to each potential Investor that will initiate our possible Joint-venture business relationship. Detailing the definitive terms and conditions for this landmark venture.

We look forward to building a prosperous future together.

Best Regards,

**Amexco Capital LLC**  
**Paul T. Watanabe Ouellette**  
COO / Managing Director