



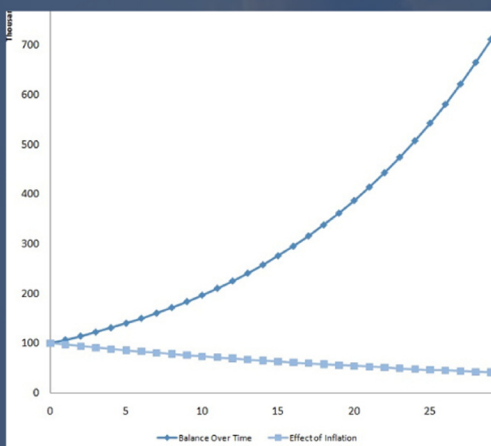
Tax Deferred Cash Outs Installment Sales to a Value Added Dealer

Deferring the tax and keeping the cash

Liquidity & Tax Deferral on Highly Appreciated Assets

- 30 Year Tax Deferral
- Direct Access & Control
- 93.5% of Proceeds (vs. 75% after tax)

30 Year Comparison



Our installment sale structure allows sellers of highly appreciated assets to enjoy tax deferral along with liquidity and access to capital for ongoing business needs.

We acquire appreciated assets via 'installment sale' under IRC 453 and resell the asset to the end buyer.

Concurrently, a third party financial institution invests in the seller's investment company via a fixed income instrument, as desired, (e.g. loan or preferred equity) equal to approximately 93.5% of the value of the asset. This transaction has been implemented by dozens of large companies and is based on IRS Notice 20123401f.

The transaction provides liquidity in a very efficient manner.



Benefits

This transaction is as simple as described above. You net approximately 93.5%, rather than the 70%-75% you would in paying the tax. And, if you compare this transaction to other transactions in the market place (that typically require insurance, complicated estate planning vehicles or charity), you can see how attractive it is from other perspectives as well, including liquidity, control, access, ease of administration, etc.

More Liquidity

Some transactions leave the cash locked up in complicated entities or 100% in land; this transaction leaves the net proceeds fully liquid.

Easy Administration

Many other strategies require substantial ongoing structural compliance and costs, such as valuation, audit, entity management or other fees.

No Insurance, Charity, Money Management Fees or Transfers Out of Your Control or Estate

Some strategies require you to acquire insurance, gift a portion or all of the proceeds to charity, pay significant ongoing money management fees, or outside of your estate, leaving you to 'manage' but not own the assets.

Our Value Added Services - A Safe Harbor for the Economic Substance Doctrine

In our role as a dealer, sellers have free access to additional services that offer substantial non tax related benefits, in some instances, exceeding the value of the tax savings.

These are only available through our proprietary platform and act as a 'safe harbor' in the event that the IRS were to determine that installment sales require additional non tax benefits - although the public companies that have done this had were not required to demonstrate non tax benefits.

I(RC 7701(o) requires that in such instances, a transaction change in a meaningful way the taxpayer's economic position, and that he have a nontax purpose for doing so).

