



PRIVATE PLACEMENT MEMORANDUM (PPM)

Invest 200 Sober Homes LLC

Everett, Massachusetts

Offering of Class B and Class C Interests

Important Notice

This Private Placement Memorandum ("PPM") relates to the offer and sale of limited liability company units ("Units") in Invest 200 Sober Homes LLC, a Massachusetts limited liability company (the "Company").

The Units are offered solely to (i) "accredited investors" as defined under Rule 501(a) of Regulation D, pursuant to the exemption provided by **Rule 506(c)** under the Securities Act of 1933, as amended (the "Securities Act"), and (ii) **non-U.S. persons** under the exemption provided by **Regulation S** of the Securities Act. This is a private offering exempt from registration with the U.S. Securities and Exchange Commission (SEC) and applicable state securities regulators. The Company may verify investor eligibility through reasonable steps, including third-party accreditation services or documentation as required by applicable laws and regulations.

This offering is made pursuant to a private placement exemption and is not subject to the same disclosure requirements as a public offering.

Investors should read this PPM carefully and consult with their own legal, tax, and financial advisors before investing.

Invest 200 Sober Homes LLC

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781.367.8210.

www.Invest200.com



1. Executive Summary

Invest 200 Sober Homes LLC ("Invest 200 Sober Homes LLC " or the "Company") is raising up to **\$50 million** to acquire, lease, and hold a portfolio of **200+ sober living residences** throughout Greater Boston, in partnership with **Middlesex Transitions LLC**.

The Company will:

- Own and lease properties to Middlesex Transitions LLC, an experienced sober home operator.
- Receive **rental income** plus **50% profit share** from Middlesex Transitions LLC's sober home operations.
- Distribute returns to investors according to a structured profit-sharing waterfall.

2. Offering Terms

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Class	Role	Units Authorized	Price/Unit	Rights & Returns
Class A	Founding/Managing GP/ Co-GP	1,000,000	\$1.00	Full control
Class B	Early Limited Partners	4,000,000	\$1.00	No voting; share of GP profits; Early LP incentives
Class C	Limited Partners (LPs)	45,000,000	\$1.00	8% preferred return + waterfall participation; no control rights

Minimum Investment:

- Class A: Negotiable (Invitation-only)
- Class B: \$50,000
- Class C: \$10,000

Use of Proceeds:

- Class A: Company operation expenses, acquisitions and renovations
- Class B & Class C: Property acquisitions and renovations (100%)



3. Investment Highlights

- **Stable rental income**
- **Additional upside**, 50% profits share from Middlesex Transitions LLC operations
- **Social impact investing**: Expanding quality sober housing access.
- **Attractive preferred returns**: 8% preferred return paid first to Early LP & LP
- **Structured profit waterfall**: Favorable distributions for investors.

4. Risk Factors

- Real estate investment risks.
- Sober home operator risk
- Illiquidity of investments.
- Regulatory and market risks.

Investors should be prepared for long-term illiquid investment.

5. Distributions & Waterfall

Tier	Distribution
1. Return of Capital	100% to LPs
2. Preferred Return (8% IRR)	100% to LPs
3. GP Catch-Up to 10%	100% to GP
4. Profits 10%-20%	80% LP / 20% GP
5. Profits 20%-30%	70% LP / 30% GP
6. Profits 30%+	50% LP / 50% GP

Limited Partners benefit from two major bonus profit streams:

1. Early Limited Partner Participation in the General Partners' 30% Profit Allocation:

Early LPs receive an additional share of profits derived from the General Partners' 30% profit pool, significantly boosting their overall returns.

2.

3. All Members Participation in Middlesex Transitions LLC 50% Operational Profits:

LP, Early LP's and GP Members also receive bonus profit distributions generated from the additional income earned through Invest 200 Sober Homes LLC's 50% share of Middlesex Transitions LLC's sober home operational profits.

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6. Subscription Process

- Complete Subscription Agreement.
- Complete Suitability Questionnaire.
- Provide KYC/AML documents (Valid ID, proof of address, source of funds).
- Wire transfer investment funds.

The Company reserves the right to accept or reject any subscription.

7. Legal Structure

- Massachusetts LLC
- Tax pass-through entity (no entity-level tax)
- Investors receive Schedule K-1 annually
- Limited liability for all investors

8. Management Team

- Managing GP: Suad Kantarevic
- Strategic Partnership: Middlesex Transitions LLC
- Legal Counsel: _____
- Accountant: _____

9. Contact Information

Invest 200 Sober Homes LLC,
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781.367.8210. Info@Invest200.com

Exhibits (to be attached)

1. Subscription Agreement
2. Operating Agreement (LLC Agreement)
3. Risk Disclosure and Suitability Questionnaire
4. Early LP Benefit Addendum
5. Source of Funds Declaration
6. Crypto Investment Acknowledgment (if applicable)