



DRIFTWOOD
CAPITAL

Riverside Wharf Miami

Qualified Opportunity Zone Development

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Riverside Wharf Miami, a transformative hospitality & entertainment complex in the heart of Downtown Miami



Project Team

Co-Sponsors



General Contractor



Interior Designer



Architect



Brand



Flag



Riverside Wharf Miami

167
Guest Rooms

~18K SF
Of Meeting Space
including 3K Balcony

~100K SF
Nightclub, Day Club, Both
Restaurants & Wharf

\$267.8M
Projected Project
Cost

2026
Projected
Opening

Non-Union
Labor

Investment Terms

Projected Avg. Levered Cash-on-Cash Yield	18.3%
Projected Equity Multiple	3.54x net to investor
Projected Equity IRR	19.4% net to investor
Projected Investment Hold	10 years
Target Offering Amount	\$50.8M
Developer Fee ¹	5% of Total project costs (excludes land, carry costs, financing costs)
Operations Oversight Fee ¹	1% of total revenues from the project
Equity Management Fee ¹	3% capitalized upfront then 1.5% per annum accruing (from distributions)

Waterfall²

IRR Waterfall

- Tier 1 – 100% to investors pro rata and pari passu to an 8% IRR
- Tier 2 – 20% promote and remainder to investors from 8-12% IRR
- Tier 3 – 30% promote and remainder to investors from 12-16% IRR
- Tier 4 – 50% promote and remainder to investors over 16% IRR

Equity Multiple Waterfall

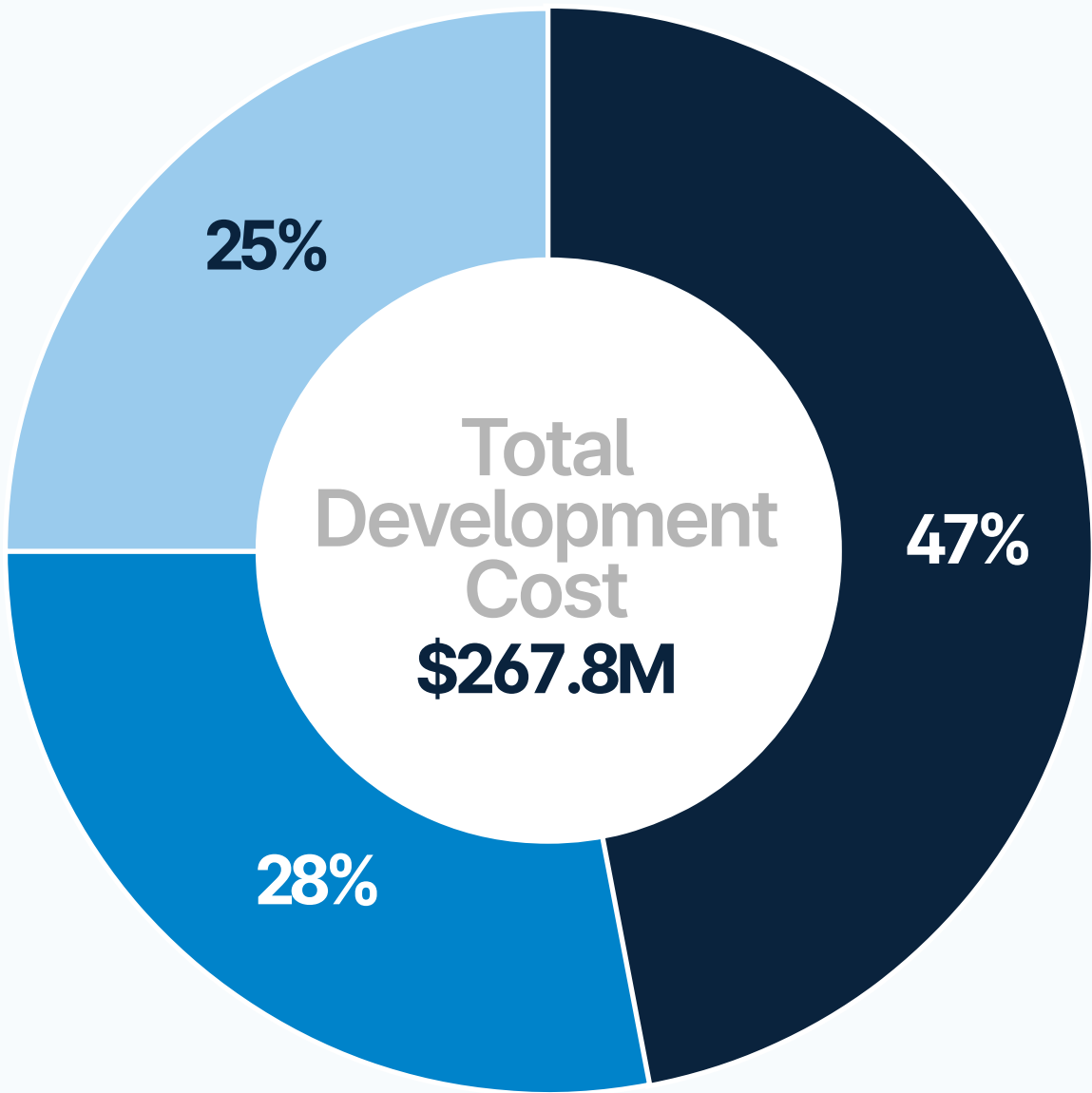
- Tier 1 – 100% to investors pro rata and pari passu to a 1.25x EM
- Tier 2 – 20% promote and remainder to investors from 1.25-1.5x EM
- Tier 3 – 30% promote and remainder to investors from 1.5x-1.75x EM
- Tier 4 – 50% promote and remainder to investors over 1.75x EM



1. Please see offering materials for more information about fees, cost, and expenses applicable to this investment.

2. Distributions are made pursuant to one of two waterfall structures, depending on the first to occur of QOF investors achieving (i) an 18%% IRR, in which instance the IRR waterfall applies, or (ii) a 1.5x equity multiple, in which instance the equity multiple waterfall applies. Note that the projections set forth above assume distributions are made through the IRR waterfall.

Projected Sources of Capital



Senior Loan	\$125.0M	47%
EB-5	\$76.0M	28%
Equity*	\$66.8M	25%

*Includes \$16M Sponsor Equity

Offering Highlights

Projected strong immediate cashflow

- ~49% of NOI in year 1 is anticipated to be generated by the leases and profit-sharing of the entertainment venues, supporting the hotel ramp-up.

Shovel-ready development

- Fully entitled, 80% completed construction documents and \$125M loan term sheet from a national bank.

Low-cost land basis

- 60% discounted land basis versus current market trades¹.



Anticipated Net QOF Return Metrics

19.4%

Target IRR

18.3%


Target Avg. Cash-on-Cash

3.54x

Target Equity Multiple

10 Yrs

Assumed Hold Period



Available Opportunity Zone tax benefits
+ efficient sources of capital through
the use of the EB-5 Program

Opportunity Zone Tax Benefits

Tax Exemption

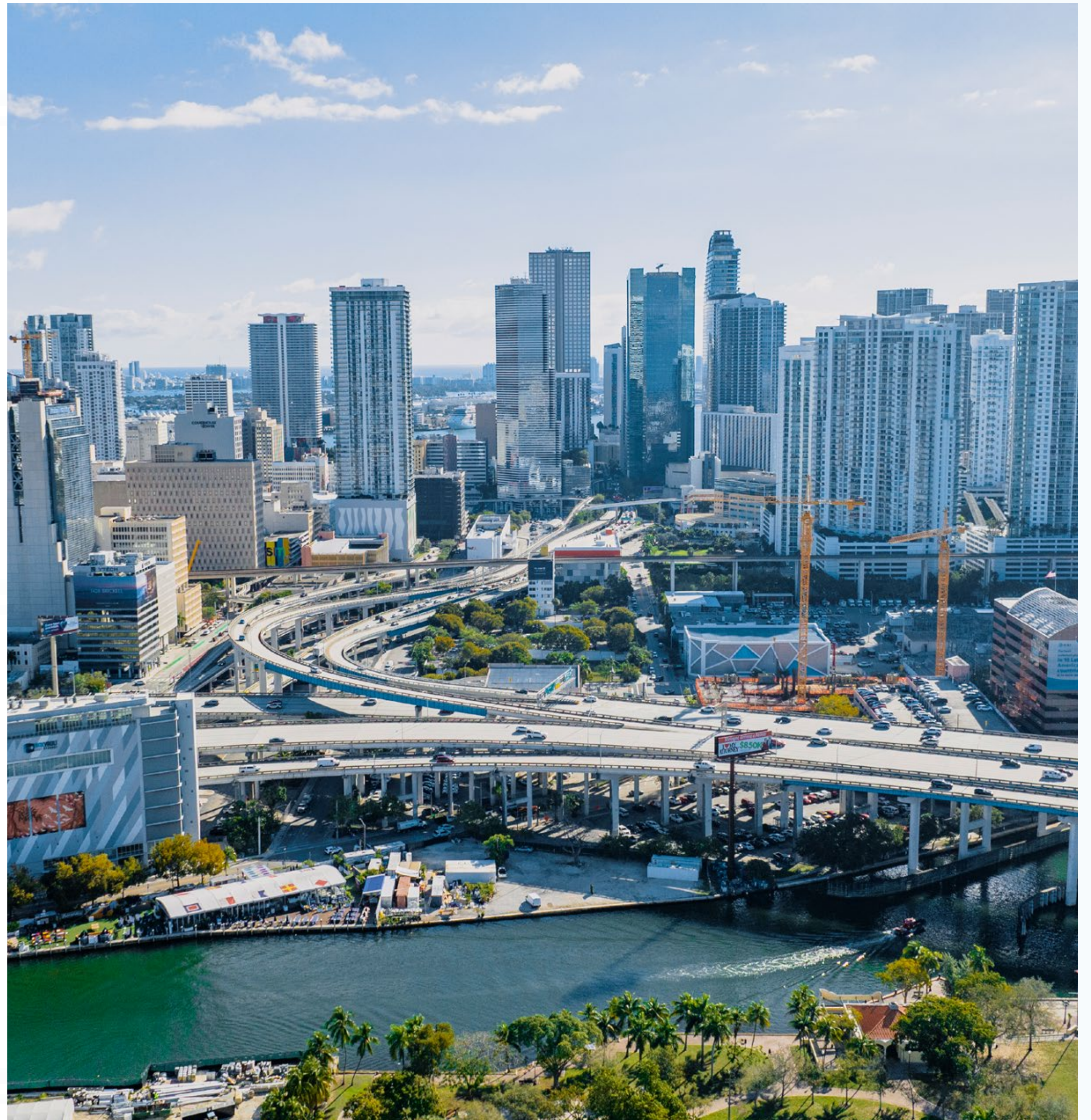
If investors hold a qualifying investment of capital gain in an Opportunity Zone Fund for at least 10 years, any capital gain in excess of the qualifying investment amount is not taxed upon disposition. This is the most significant tax benefit provided by Opportunity Zones.

Tax Deferral

Investors can elect to defer paying taxes on capital gain invested as a qualifying investment in an Opportunity Zone Fund until calendar year 2027, or when the investment in the Opportunity Zone Fund is sold, whichever comes earlier. Accordingly, investors may earn returns on the deferred tax liability – essentially investment capital financed at 0% by the federal government.

Created pursuant to the federal Tax Cuts and Jobs Act of 2017, Qualified Opportunity Zone Funds support the building and revitalization of underserved communities throughout the country. Qualified Opportunity Zone Funds aim to stimulate socioeconomic growth by injecting capital into these areas, primarily through commercial real estate projects that have the potential to attract new businesses, create jobs, and increase population.

Each prospective investor should consult its own tax adviser regarding all aspects of the Federal Qualified Opportunity Zone Program and the U.S. federal income and other tax consequences to it in light of such investor's particular circumstances with respect to an investment in the Project.



Tax Advantages Drive Potential for Superior Returns

Investing in an Opportunity Zone versus a non-Opportunity Zone presents clear tax advantages.

		Non-OZ Investment	OZ Investment
Original Capital Gain From sale of prior investment		\$1,000,000	\$1,000,000
2024 Long Term Capital Gains Tax Rate	-	20%	20%
Tax on Original Capital Gain	=	(\$200,000)	Deferred
Investable Amount	x	\$800,000	\$1,000,000
Compound Hypothetical Annual Return On investable amount	=	10%	10%
Appreciation Over 10 Years Over 10 years	-	\$2,074,994	\$2,593,742
Tax on Appreciation (assuming 20%) After 10 years	-	(\$414,999)	\$0
Long Term Capital Gains Taxes Paid in 2027 On original capital gain	=	\$0	(\$200,000)
Final Value After 10 years, net of taxes paid		\$1,659,995	\$2,293,742

44% Greater After-Tax Returns

EB-5 Program Eligible

Low-cost source of capital

Qualified Opportunity Zone

Tax incentives for investors



1. Miami Today News
2. Arquitectonica (Venue Architects)

Miami Beach →

Downtown

Brickell

Projects Under Development

- 1 Modera Riverside**
1,100 Units & 230K SF Mixed-Use Space
- 2 Chetrit Miami River**
1,843 Units & 230K SF Mixed-Use Space
- 3 Basel Miami**
36 Stories & 228K SF Mixed-Use Space
- 4 Lofty Brickell**
364 Units & 12K SF Mixed-Use Space
- 5 Kar Office**
467K SF Mixed-Use Space
- 6 Baccarat**
360 Units & 10K SF Restaurant Space
- 7 54 West**
391 Units & 6.6K SF Mixed-Use Space
- 8 Liquid Loft**
482 Units & 4.4K SF Mixed-Use Space
- 9 M Tower**
675 Units & 10.5K SF Mixed-Use Space
- 10 Downtown First**
560 Units & 13K SF Mixed-Use Space
- 11 Waldorf Astoria Miami**
140-Key Hotel & 400 Units
- 12 E11EVEN Residences**
461 Units & 30K SF Mixed-Use Space
- 13 Miami World Center**
World-class Urban Destination

Landmarks

- 14 Flagler Street Beautification**
\$27M¹ investment in the historic Miami location
- 15 Kaseya Center: Home of the Miami Heat**
19K+ seating¹ capacity multipurpose arena
- 16 Perez Art Museum & Frost Museum of Science**
Year-round cultural hubs for locals and tourists
- 17 Bayside Marketplace**
Year-round tourist and local attraction
- 18 Bayfront Park**
32-acre, iconic park in Downtown Miami

Dynamic MSA

#2

Miami MSA was the highest US city
YoY increase in private sector jobs¹

5%

Miami MSA GDP grew 5% in
2022, outpacing the national
average of 2.0%²

#1

MIA was the busiest airport for
international passenger traffic in
the US in 2021³

23M+

SF of office space is existing in
Downtown Miami⁴

~8M

People visit Brickell/Downtown
Miami each year⁵

79.4M

Total passengers in MIA and
FLL airports combined in 2022⁶

Notable businesses in the Downtown Miami area:



APOLLO

Uber



Microsoft



ByteDance



CITADEL

Morgan Stanley



The Blackstone Group[®]

THOMABRAVO

zumper

1. CoStar
2. PR Newswire
3. STR
4. CoStar
5. The Business Journals
6. Broward.org & MIA Website



Robust Hospitality Market

#3

Top 25 US RevPAR markets
of 2022

30%

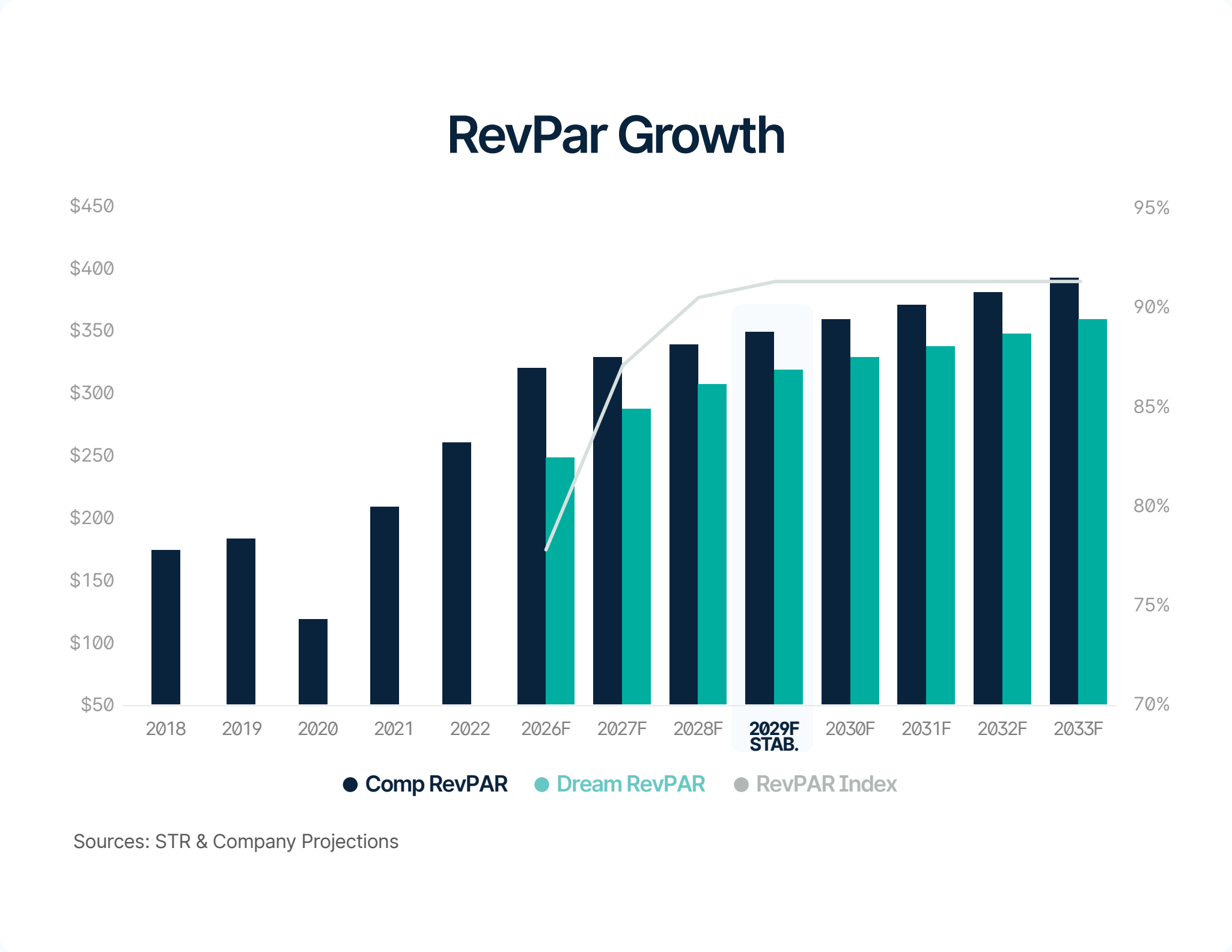
Miami market ADR
increase from 2019-2022

#1

Top 25 US markets in 2021
RevPAR recovery

Miami lifestyle hotel lodging market

- ▶ Once open, the Dream Hotel is projected to stabilize around \$320 RevPAR while offering the newest hotel product by 10 years.
- ▶ From 2018 to 2022, competitive set RevPAR has grown by 50%¹.
- ▶ Upon stabilization, RevPAR is projected to be 14% higher than 2022 which equates to a cumulative average growth rate of 2.3%.
- ▶ Driftwood believes a Year-1 RevPAR of \$250—\$15 below what the competitive set actualized in 2022—is achievable.
- ▶ Driftwood forecasts the Hotel to stabilize at 91% RevPAR index relative to its competitive set.



1. STR

Designed Site Plan

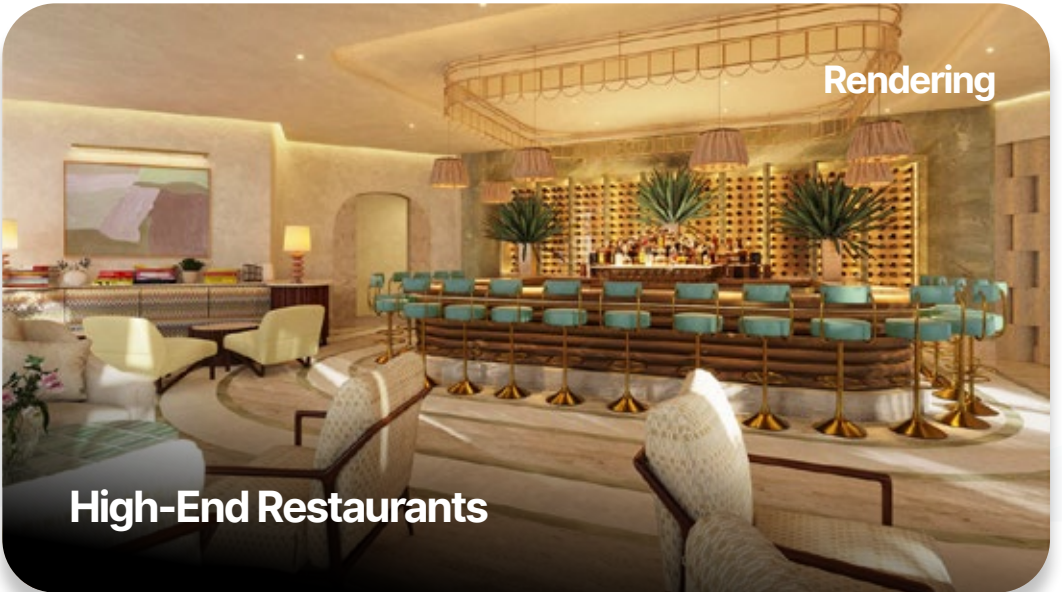
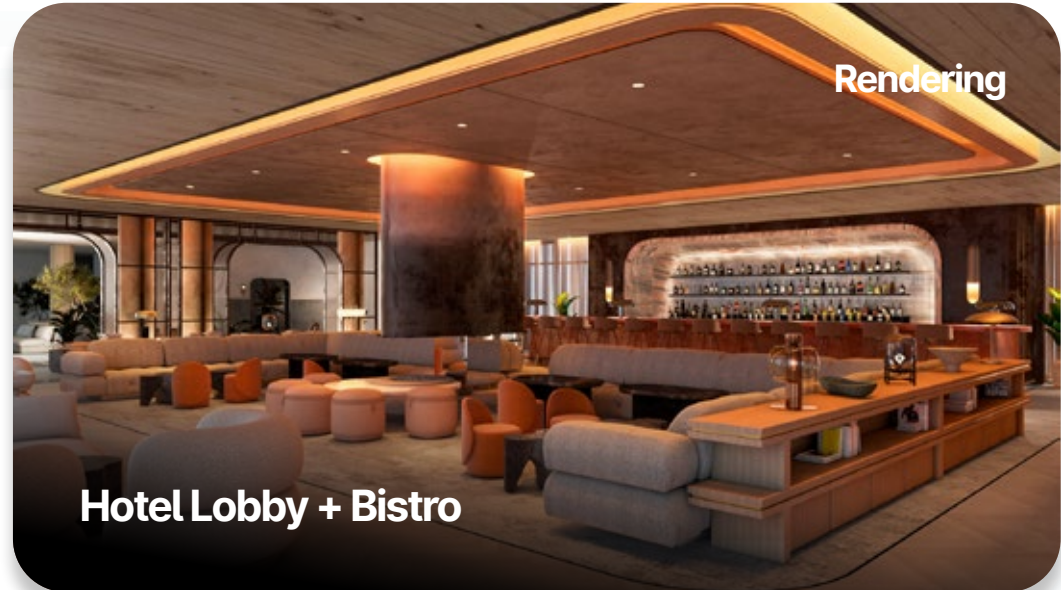
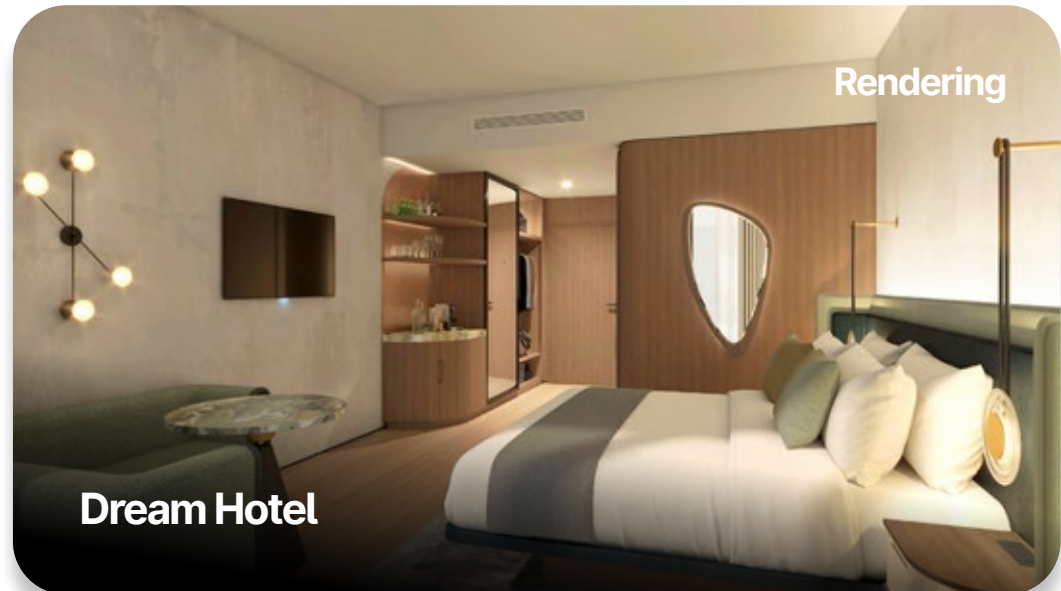
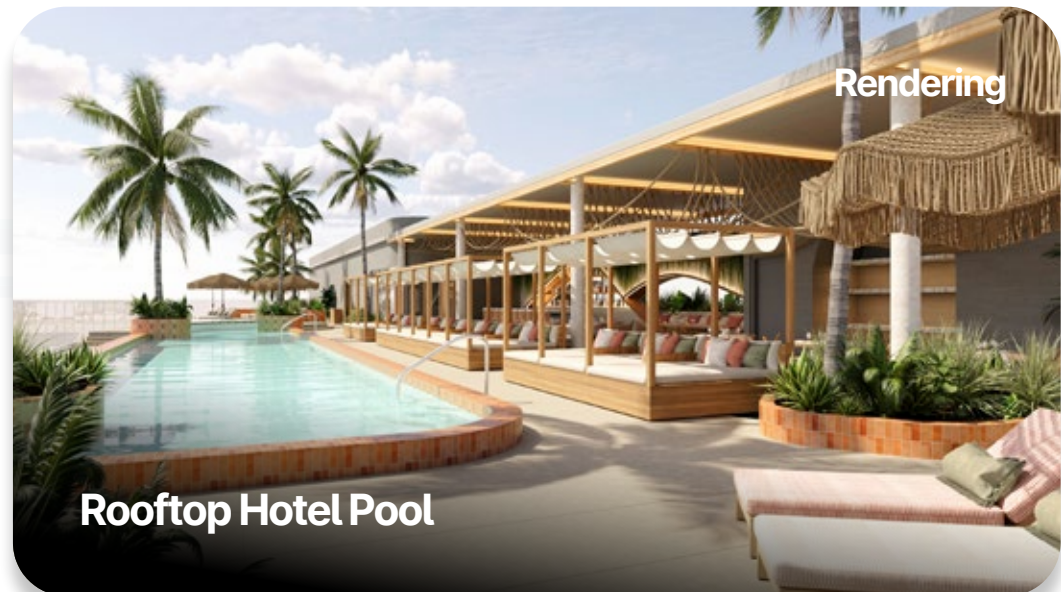
Renderings

Hotel Tower

Entertainment Tower

Ground Floor

Yacht Dockage



Development Status

Land assemblage

- 13-year effort to obtain the required land assemblage, zoning adjustments, and entitlements for the Project, which we believe significantly reduces the entitlement risk for all incoming investors and demonstrates the commitment of the project sponsors.

Design & Construction Documents (CDs) are 80% complete

- Fully detailed interior design and specified fixtures, furniture, and equipment. Working alongside brand and entertainment operators, promoting an efficient design process.

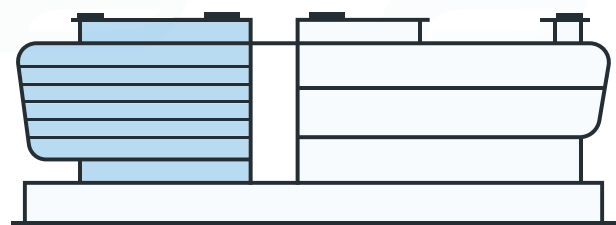
Permits

- Submitted permits through a third-party expeditor to accelerate the approvals with the City of Miami.

Construction Financing

- Secured a term sheet from a national bank for a \$125M construction loan; currently undergoing the bank's due diligence process.





Upper-upscale 167- key Dream Hotel, three-meal French bistro, rooftop pool, and lobby bar.



Rendering



Hotel Ground Floor Access

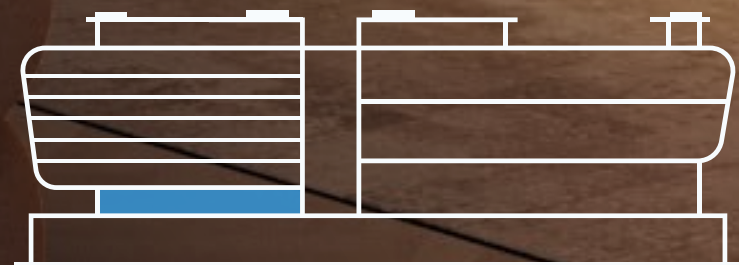
Crafted to emulate an underwater ambiance, the dual-height space is a captivating and dramatic arrival sequence at the hotel.





Hotel Lobby

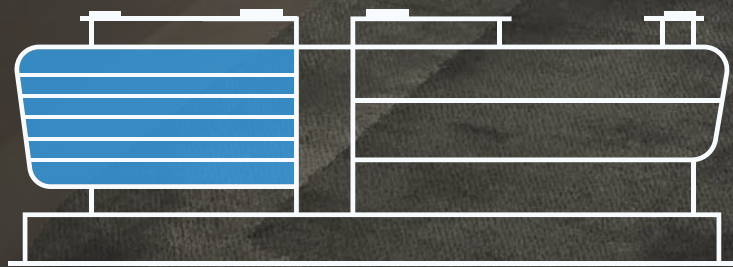
- Open concept 2-floor style lobby
- Lobby lounge
- Lobby bistro





Dream Hotel Guestrooms

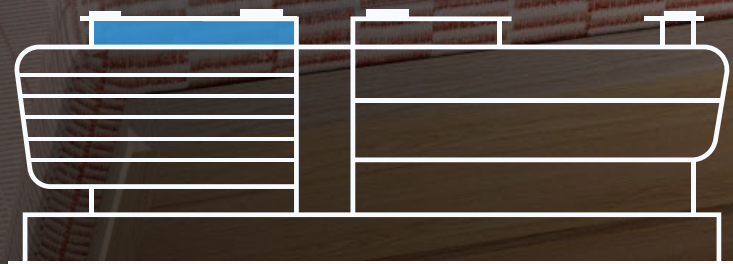
- Premium finishes
- Downtown & riverfront views



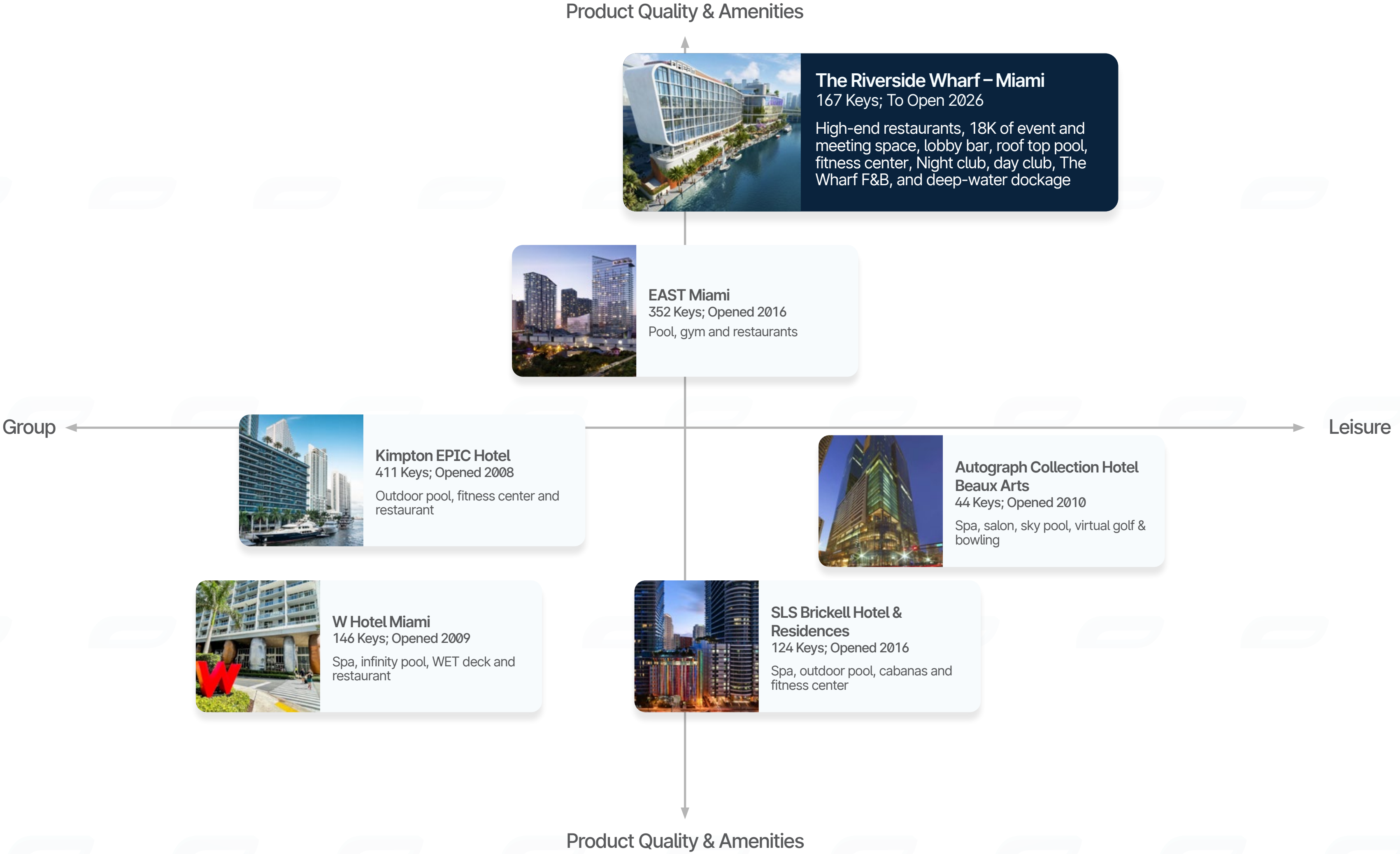


Dream Pool + Bar

- Multiple cabanas
- Large infinity-edge pool
- Extensive pool bar



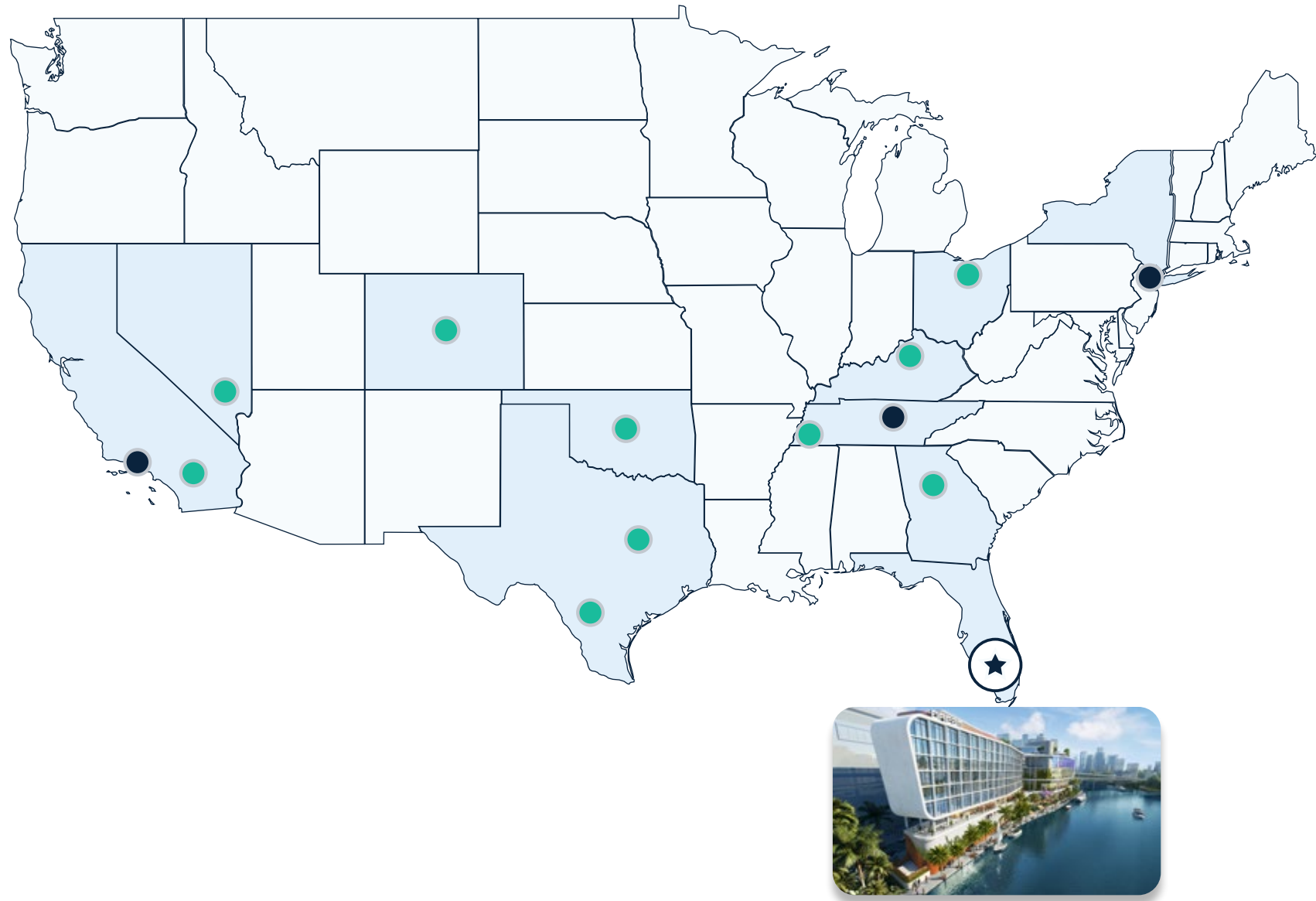
Anticipated Competitive Positioning



Dream Hotels

- Dream Hotels, part of the Hyatt family, is a premier lifestyle brand known for its upscale amenities, exceptional service, integrated nightlife, and dynamic urban energy that seamlessly complements one of the top hospitality markets nationwide.
- With extensive experience on lifestyle and F&B driven hotel operations, Dream Hotels historically drives non-room revenues north of 50% of the total hotel operational revenues¹.

Dream Hotels Portfolio & Pipeline



Dream Hotels

- Nashville, TN
- Hollywood, CA
- Downtown, NY
- Midtown, NY
- South Beach, FL

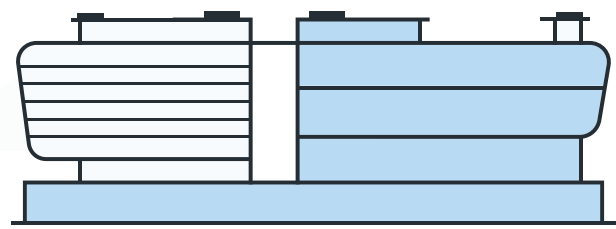
Pipeline

- Las Vegas, NV
- Louisville, KY
- Memphis, TN
- Atlanta, GA
- Cleveland, OH
- Dallas, TX
- San Antonio, TX
- Frisco, CO
- Oklahoma City, OK
- Doha, Qatar
- Valle de Guadalupe, México

1. According to Dream Hotels Group



Dream Hotels is expected to materially benefit from joining the World of Hyatt loyalty program



Entertainment complex with a rooftop day club, a night club, ~18K SF of meeting & event space including balcony, two high-end restaurants, and a renewed Wharf Miami—a proven local F&B concept.



State-of-the-art meeting & event space

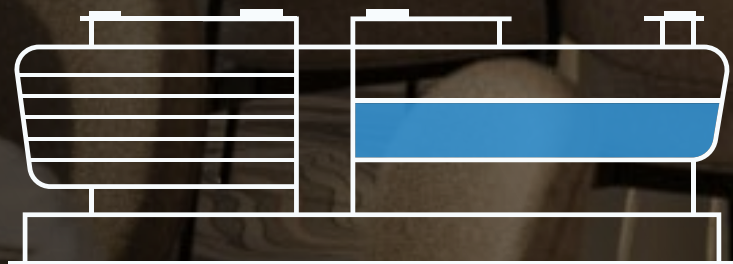
- Catering to both business and leisure demand with projected banquet revenue of \$6M in 2026 and expected to grow to \$8M in 2029.
- Anticipated to feature ~15K SF gross enclosed meeting space, this includes a Grand Ballroom, Bridal Room, Breakout Room, Pre-function area, and around 3K SF of balconies, providing premium views of Downtown Miami and the Miami River.





Meeting & Event Space

- Flexible event space
- River views
- Adaptive prefunction space



Unique high-end restaurant experiences

The Project is expected to feature two high-end restaurants, along with hotel F&B services, projecting \$13M in sales in the first year and stabilizing at around \$16M by the third year.

▸ **Asian Temple Restaurant Concept**

Two-story restaurant with a samurai garden, balcony terrace and private dining room.

▸ **Coastal Italian**

Desert room and private dining flex space, outdoor terrace overlooking river, gelato cart.

RESTAURANT	MARKET	SALES	AVG. CHECK (PP)
Komodo	Miami	\$41.0M	\$115
Swan	Miami	\$31.0M	\$85
Mila	Miami Beach	\$27.4M	\$134
Prime 112	Miami Beach	\$24.8M	\$155
Papi Steak	Miami Beach	\$22.0M	\$240
Marion	Miami	\$22.0M	\$85

Source: Restaurant Business Online Top 100 Independent Restaurants, 2022

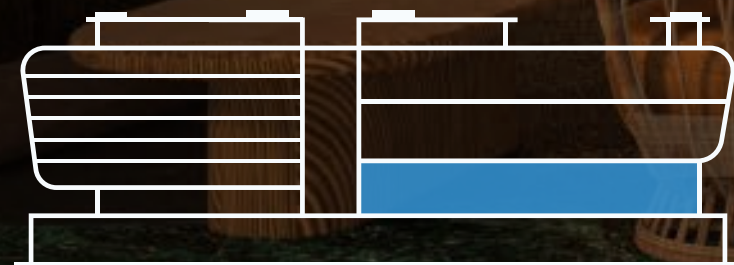


Rendering



Asian Temple Restaurant Concept

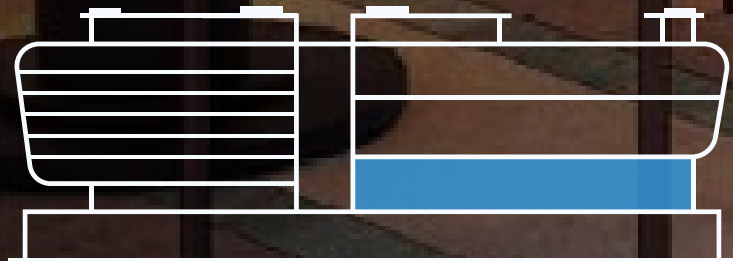
- 10,500 SF of front of house
- 196 people seating capacity
- Two-story restaurant with a samurai garden, balcony terrace and private dining room





Costal Italian

- 7,800 SF of front of house
- 180 people seating capacity
- Desert room and private dining flex space, outdoor terrace overlooking river, gelato cart



Signature Entertainment Venues

Breakwater Hospitality Group, an affiliate of Project co-sponsor MV Real Estate Holdings, is a leading force in Miami’s hospitality and marketing scene. Known for their exceptional food and drink curation, they specialize in creating unique dining spaces and vibrant community social hubs.

Nightclub

- 34K SF multilevel design providing a dynamic and immersive atmosphere. Top-tier service and cutting-edge sound systems enhanced with special effects like cryogenic smoke and advanced lighting systems.

Day Club

- Rooftop venue designed with 21K SF with 8 plunge pools, equipped with a state-of-the-art sound and lighting system and 13 luxurious private cabanas with private bathrooms.

CLUB	MARKET	SALES
XS	Las Vegas	\$137.0M*
Hakkasan	Las Vegas	\$134.4M*
Marquee	Las Vegas	\$110.9M*
TAO	Las Vegas	\$71.7M*
LIV	Miami Beach	\$58.7M*
E11VEN	Miami	\$43.1M
Story	Miami	\$39.1M*
Strawberry Moon	Miami Beach	\$15.5M

Source: Forbes
*2014 sales figures normalized at a 3% year over year increase to a 2023 number

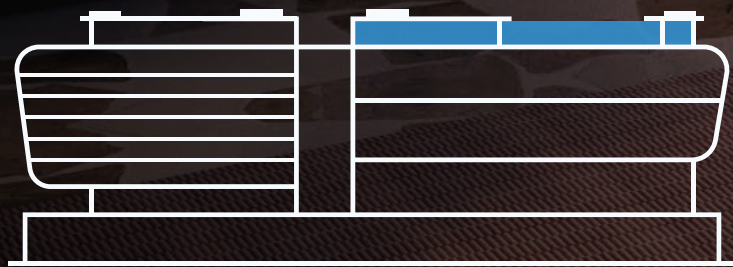


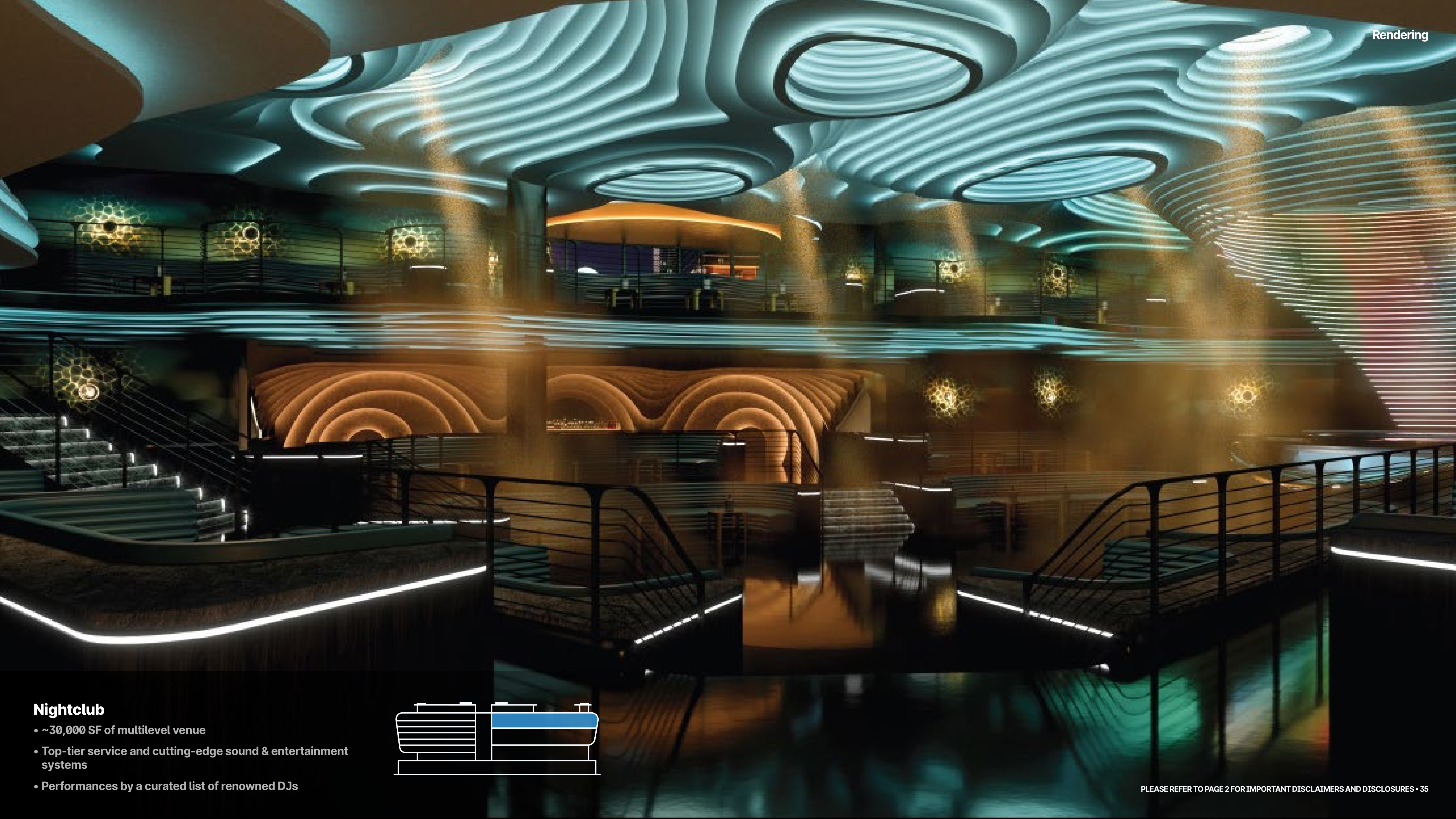
Rendering



Day Club (Rooftop)

- ~20,000 SF with 8 plunge pools
- 13 luxurious private cabanas with private bathrooms
- State-of-the-art sound & lighting system
- Live DJ booth for dynamic entertainment





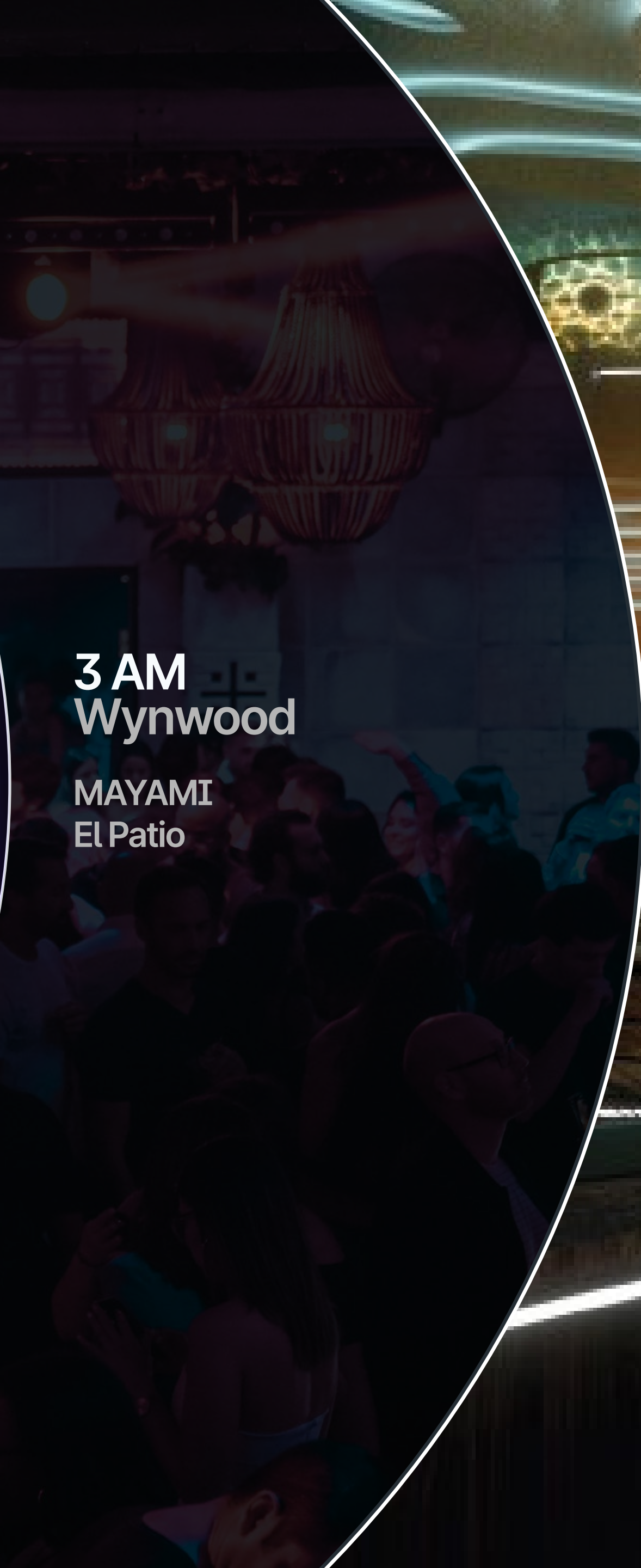
Nightclub

- ~30,000 SF of multilevel venue
- Top-tier service and cutting-edge sound & entertainment systems
- Performances by a curated list of renowned DJs





2 AM
Portions of
South Beach



3 AM
Wynwood
MAYAMI
El Patio



5 AM
Riverside Wharf
Miami

Special Zoning allowing operations
and liquor service until 5 AM for large
nightclub venues.



24 Hours
District
E11EVEN
Space

Social Membership Comparables

Social Membership

Exclusive VIP membership program at Riverside Wharf anticipated to provide additional high-margin, recurring income.

Benefits

- › VIP access to clubs and reservations
- › Access to Dream’s fitness center and pool
- › Dockage and bottle service credit
- › Discount on all food and beverage offerings
- › Complimentary valet parking

\$6,000

Initiation Fee

\$12,000

Annual Fee



SOHO HOUSE



South beach

EDITION®

Exclusive Investor Benefits

Gold

\$100-250K Investments

25% off initiation fee
25% off first annual fee

Platinum

\$250-750K Investments

50% off initiation fee
50% off first annual fee
Hyatt Globalist status¹

Dream

\$750K+ Investments

Initiation fee waived
First annual fee waived
Hyatt Globalist status¹

1. Subject to confirmation with Hyatt

The Wharf Miami

- ▶ A re-imagined and expanded version of the proven “The Wharf Miami” concept which opened on the Project site in 2017. The Wharf Miami quickly became a top day & night destination in Miami with gross revenues consistently exceeding \$20M annually¹.
- ▶ Expected to span across the ground floor of both towers, expanding to ~25K SF along the waterfront with a food hall, outdoor activities, two bars and an elevated VIP section with a live DJ booth.





The Wharf Miami

- Nautically Themed F&B venue
- ~33,000 SF (inclusive of terrace) along the riverfront
- Two outdoor bars
- Elevated VIP section with a live DJ booth





Shovel-ready project with expected groundbreaking in Q2 2024

Anticipated Timeline

Q4 2023

Design Completion

2024

GMP Signed

Permit (Foundation)

Groundbreaking

2026

FF&E Installation

Operations Team Training

Temporary Certificate of Occupancy

Hotel Opening

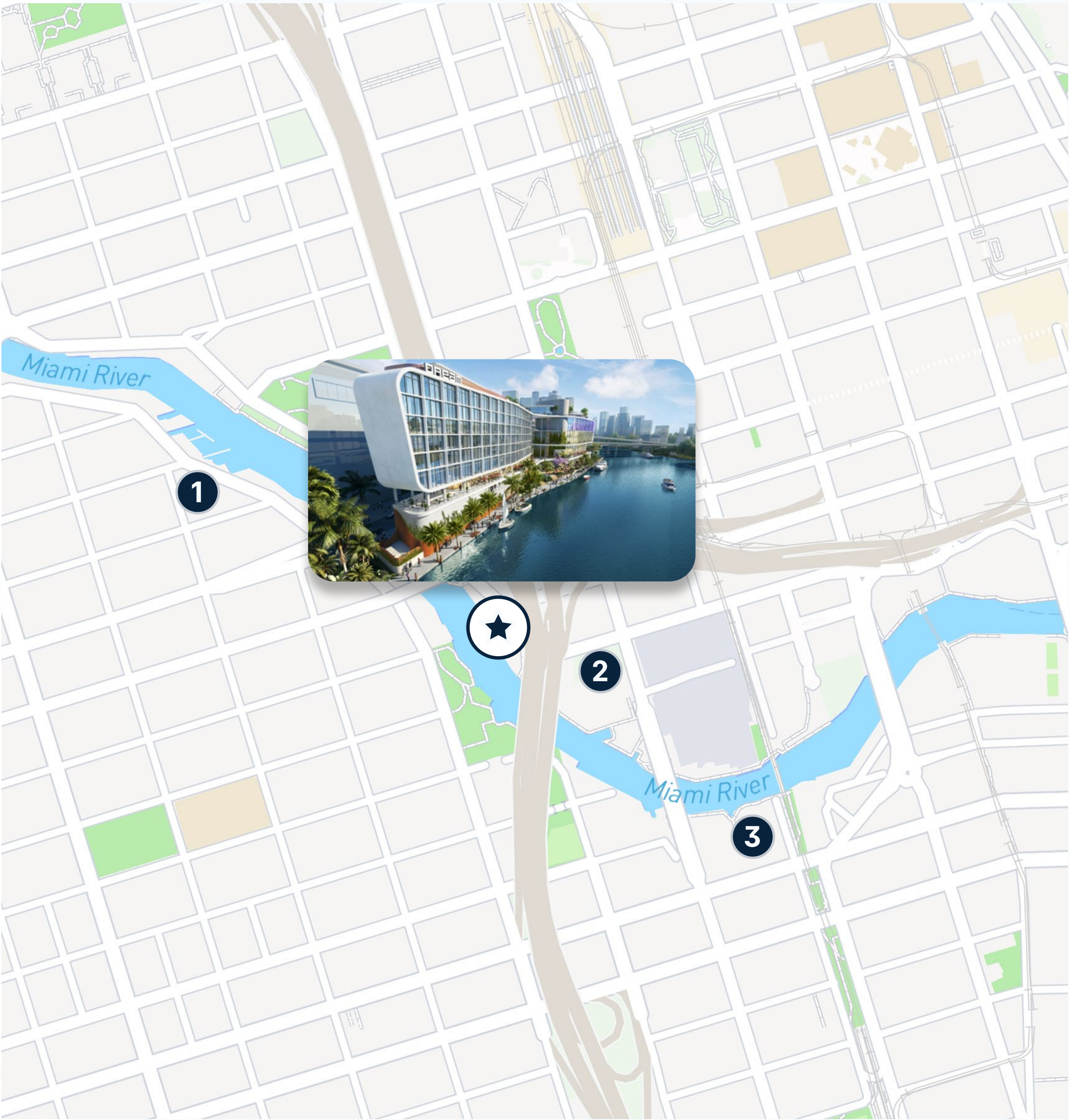
60% discounted land basis to current comps

Address	113 SW North River Dr.
Acres	1.79
Price	\$16,000,000
Zoning	Special Use District
Per Acre	\$8,953,291
Proposed Dev.	Mixed-Use

Address	125 NW South River Dr.
Acres	0.49
Price	\$15,499,999
Sales Date	03.01.2023
Zoning	D3
Per Acre	\$31,632,651
Proposed Dev.	Restaurant

Address	230 SW 3rd St
Acres	0.49
Price	\$15,000,000
Sales Date	12.29.2021
Zoning	T6-36B-O
Per Acre	\$21,739,130
Proposed Dev.	Mixed-Use

Address	99 SW 7th St
Acres	1.62
Price	\$50,500,000
Sales Date	09.03.2021
Zoning	T6-48B-O
Per Acre	\$31,172,840
Proposed Dev.	Mixed-Use





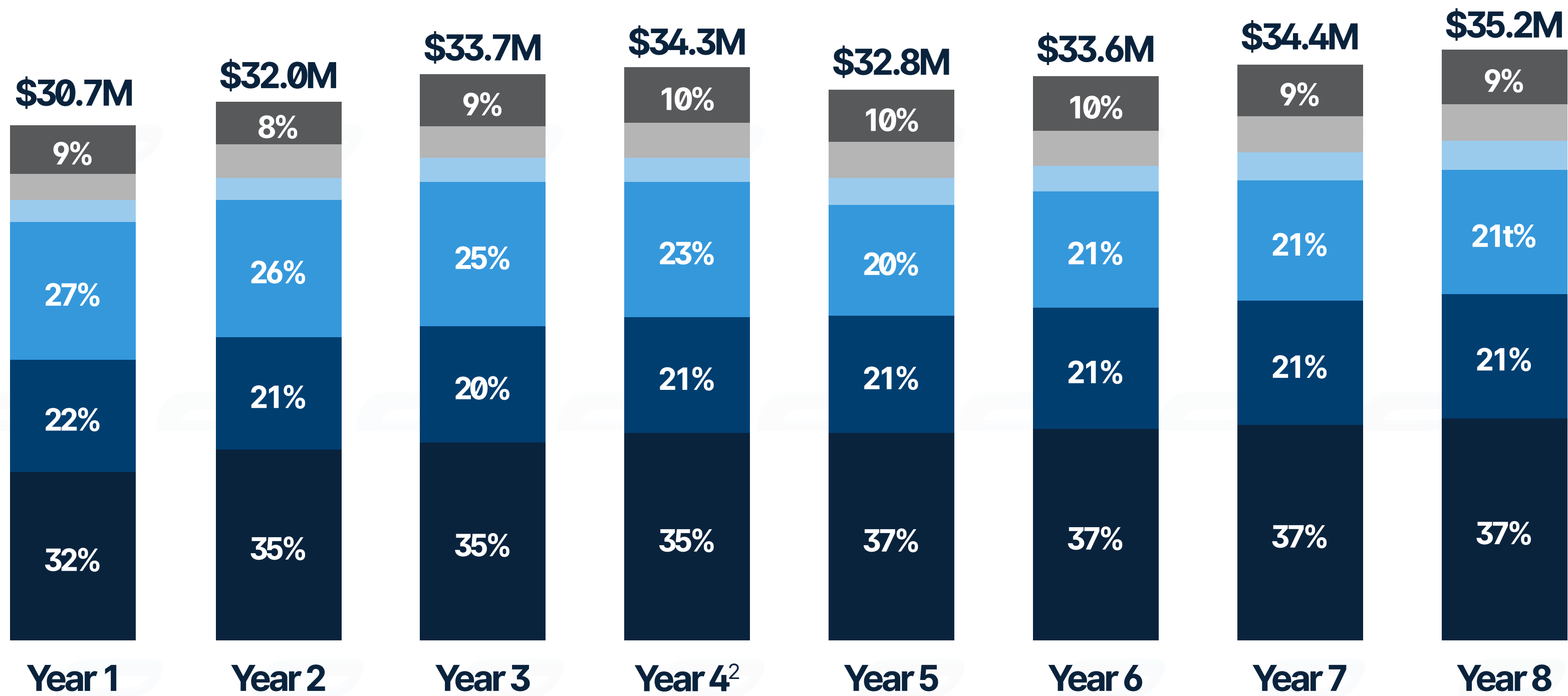
Riverside Wharf

Projected \$9.5M cost savings
through off-site parking



Personal completion guarantee by Driftwood's Chairman & CEO

Projected Stabilized Cash-Flow Through Diversified Net Income Streams¹



● Dream Hotel ● Wharf, Day Club & Nightclub Lease Income ● Wharf, Day Club & Nightclub Profit Share ● Parking (~5%)
● Yacht Dockage (~6%) ● Social Memberships

1. Entertainment Tower Net Income excludes approximately ~5% of shared expenses below the line, e.g., Property Taxes, Insurance, and Ground Lease.

2. The accelerated repayment of the investments through the profit splits in entertainment venues revenue is expected to begin to sunset following year 4 of operations as the hotel revenues are anticipated to stabilize.

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Ancillary Income Streams

Social Membership

- Recurring high-margin income.

Valet Parking

- Off-site parking lowers construction costs and generates an additional source of income.

Yacht Dockage

- Short-term slip rentals.

Boat Valet

- Only hotel & entertainment complex in the Miami River with direct ocean access.



Why we like it



**Opportunity
Zone**



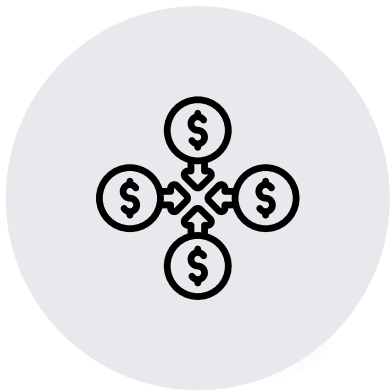
**Fully Entitled &
Shovel-ready**



**Senior Loan
Term Sheet**



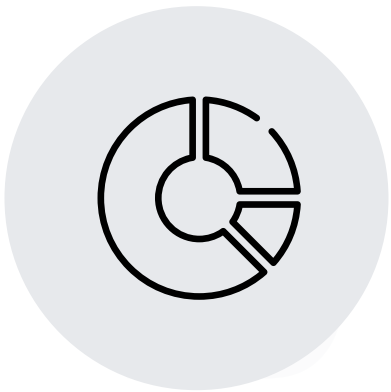
**Low-Cost
Land Basis**



**Diversified
Income**



**24-hour
Complex**



**Efficient
Sources**

Sponsor Overview

Driftwood Capital is a vertically integrated commercial real estate acquisition, development, lending, and management platform specializing in hospitality.

The principals of Driftwood Capital boast a 30+ year track record transacting on more than \$5B in hospitality assets through various affiliated management and ownership entities.

Driftwood’s goal is to create long-term partnerships with its investors through successful transactions while targeting attractive returns.

25 Years
History

±1,200
Active Investors

\$3B+
Hospitality Assets Under Management²

5,000+
Employees¹

87
Hotels Owned/Managed²

16,700+
Keys²

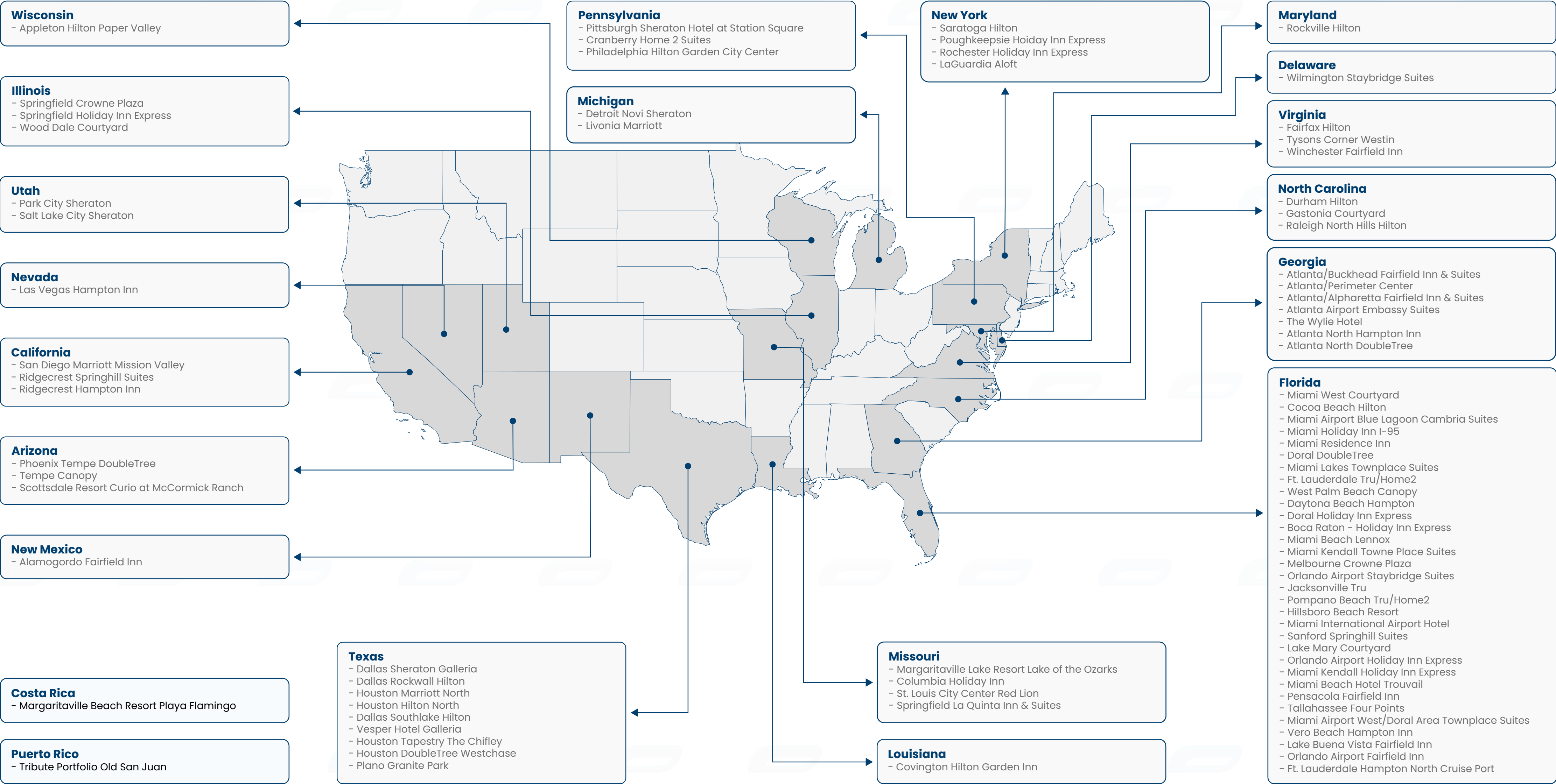
1. Includes employees of Driftwood Capital, LLC and controlled subsidiaries.
2. Includes hotels controlled by Driftwood Capital, LLC and its affiliates, as well as those managed by Driftwood Hospitality Management, as property manager as of October 2023.



Platform Key Milestones



Portfolio Map



Includes hotels controlled by Driftwood Capital and those managed by controlled subsidiaries as of October 2023

The Driftwood Capital Advantage

All-in-one Ecosystem

Driftwood brings investment industry knowledge and deep relationships in acquisitions, development and lending, plus a 25-year track record in hospitality management, to every investment opportunity.

Management Partnership Model

Driftwood and affiliates have partnered with investment funds, banks, servicers, brands and other sponsors to operate and/or invest in and asset manage hotels.

Known Industry Player

With deep contacts across the hospitality industry, and by leveraging DHM's history in turnaround and receivership, Driftwood believes it has significant access to deal flow seeking to transact on a wide range of hospitality assets across the US.

Systems and Data-driven Methodology

Driftwood believes its complete integration of systems, including a robust investor portal, assists in all aspects of investment and management.



Wylie Hotel



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