

FLAGSHIP CARWASH

EXCLUSIVE NET-LEASE OFFERING



OFFERING MEMORANDUM



10765 Wawa Ln
White Plains, MD 20695

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Investment Highlights

PRICE: \$5,900,000 | CAP: 6.75% | RENT: \$398,250



About the Investment

- ✓ Long-Term, 20-Year Absolute Triple Net (NNN) Sale-Leaseback
- ✓ Corporate Guaranty from Flagship HoldCo LLC | 34+ Unit Guaranty
- ✓ 1.50% Annual Rental Increases
- ✓ Four (4), Five (5)-Year Tenant Renewal Options, Bringing the Potential Lease Term to 40 Years
- ✓ Accelerated & Bonus Depreciation | Properties Qualify for Both 60% Bonus Depreciation & 15 Year Accelerated Depreciation

About the Location

- ✓ Dense Retail Corridor | TJ Maxx, Dollar Tree, CVS, Wawa, Aldi, Target, Macy's, Auto Zone, Taco Bell, Chick-Fil-A and Many More
- ✓ Affluent Community | Average Household Income Exceeds \$123,700 Within a Five-Mile Radius of Subject Property
- ✓ Strong Demographics | Over 100,425 Individuals Within a Five-Mile Radius
- ✓ Strong Traffic Counts | Over 49,000 and 17,900 Vehicles Per Day Along Crain Highway and Billingsley Road
- ✓ Strong Academic Presence | Westlake High School Located Two Miles Away | Over 1,200 Students Enrolled

About the Tenant / Brand

- ✓ Spotless Brands was founded in 2019 with the purpose of revolutionizing the car wash industry by building best-in-class brands with leadership positions in premium markets.
- ✓ Spotless Brands is one of the fastest growing and largest car wash companies in the United States. The company currently operates over 160 car washes across the country in partnership with 4 industry-leading brands – Cobblestone Auto Spa, Okie Express Auto Wash, Flagship Carwash, and Ultimate Shine Car Wash.
- ✓ Flagship has been operating in the market for over 35 years and is the dominant leading car wash brand in the DMV market with 34+ locations and a robust development pipeline to bring total sites to 40+ locations in 2024

Representative Photo



Subject Property





Financial Analysis

PRICE: \$5,900,000 | CAP: 6.75% | RENT: \$398,250



PROPERTY DESCRIPTION

Concept	Flagship Carwash
Street Address	10765 Wawa Ln
City, State ZIP	White Plains, MD 20695
Year Built / Renovated	2023
Estimated Building Size (SF)	5,367
Estimated Lot Size (Acres)	1.12
Type of Ownership	Fee Simple

THE OFFERING

Price	\$5,900,000
CAP Rate	6.75%
Net Operating Income	\$398,250

LEASE SUMMARY

Property Type	Net-Leased Car Wash
Credit Type	Corporate
Tenant	Flagship Acquisition LLC
Guarantor	Flagship HoldCo LLC (34+ Units)
Original Lease Term	20 Years
Rent Commencement	At Close of Escrow
Lease Expiration	20 Years From Close of Escrow
Lease Term Remaining	20 Years
Lease Type	Triple Net (NNN)
Landlord Responsibilities	None
Rental Increases	1.50% Annually
Renewal Options Remaining	4, 5-Year Options

RENT SCHEDULE

Lease Year	Annual Rent	Monthly Rent	Rent Escalation
Year 1	\$398,250	\$33,188	-
Year 2	\$404,224	\$33,685	1.50%
Year 3	\$410,287	\$34,191	1.50%
Year 4	\$416,441	\$34,703	1.50%
Year 5	\$422,688	\$35,224	1.50%
Year 6	\$429,028	\$35,752	1.50%
Year 7	\$435,464	\$36,289	1.50%
Year 8	\$441,996	\$36,833	1.50%
Year 9	\$448,626	\$37,385	1.50%
Year 10	\$455,355	\$37,946	1.50%
Year 11	\$462,185	\$38,515	1.50%
Year 12	\$469,118	\$39,093	1.50%
Year 13	\$476,155	\$39,680	1.50%
Year 14	\$483,297	\$40,275	1.50%
Year 15	\$490,547	\$40,879	1.50%
Year 16	\$497,905	\$41,492	1.50%
Year 17	\$505,373	\$42,114	1.50%
Year 18	\$512,954	\$42,746	1.50%
Year 19	\$520,648	\$43,387	1.50%
Year 20	\$528,458	\$44,038	1.50%

INVESTMENT SUMMARY

NNN Pro Group and Marcus & Millichap are pleased to present the exclusive listing for Flagship Carwash, located at 10765 Wawa Ln in White Plains, MD. The site consists of roughly 5,367 total rentable square feet of building space on an estimated total of 1.12-acres of land. This Flagship Carwash is subject to a 20-year absolute triple-net (NNN) lease, which will commence at the close of escrow. The annual rent is \$398,250 and is scheduled to increase by 1.50% annually throughout the base term and in each of the 4, 5-year renewal options.



Concept Overview



Leading Car Wash company

Scarce asset of scale in a **large and growing company that is consolidating the fragmented car wash industry**

Strong company of scale with **four leading brands** and leadership positions

Membership base with recurring revenue stream representing **60%+ of total revenue**

Compelling unit economics in all geographies

Demonstrated ability to **continue growth** through **de novo development** and **M&A integration**

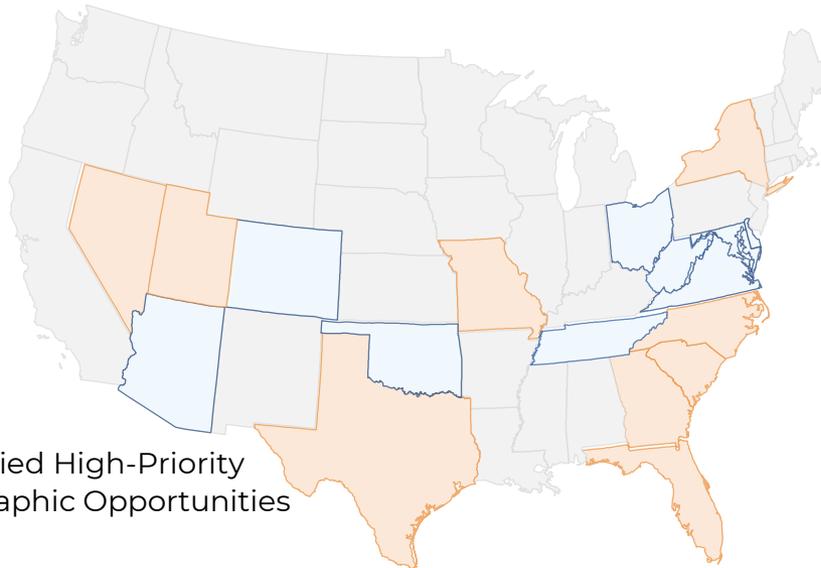
Growth focused company



Leadership In Highly Attractive Geographies

#1

Position in all geographies



25+ Identified High-Priority Geographic Opportunities

9 Geographic Clusters Today

160	2023 Locations ¹
520K	Active Members as of 2023 ¹
>\$2.5M	Average Revenue Per Wash ²
>60%	Recurring Revenue
~50%-60%	EBITDA Margin Per Mature Site ^{1,4}

Note: See Disclaimer for information about investment process, past performance, and projections.

1. Reflects actuals and estimates as of December 31, 2023.
2. Established locations include locations open >36 months.
3. Real Estate valuation based on appraisals for owned car wash locations across Cobblestone, Flagship, Okie, and Ultimate Shine companies.

4. Includes pro forma and maturity adjustments. Pro Forma adjustments related to Spotless corporate team compensation normalization. Maturity adjustments capture the embedded growth opportunity at recently opened and ramping locations (less than 36 months of operations).



Concept Overview



Market leading brands with attention to customer service, enables competitive advantages to grow memberships and sales

Geography Selection Criteria



Spotless – leader in top geographies with room for continued growth potential

Dedicated to identifying geographies that over-index against the national benchmark²

Key Selection Criteria

- Population size
- Population growth
- Good weather days
- Cars per capita
- Car utilization
- Personal income
- Retail development
- Cars per car wash

Denver

#1	35	41
Regional Position ¹	2023 Locations	2024E Locations

Organic expansion under the Cobblestone brand

High per capita income, fragmented car wash landscape



Oklahoma

#1	28	28
Regional Position ¹	2023 Locations	2024E Locations

Successful buy-and-build strategy to lead the state of Oklahoma



Greater Washington D.C. Metro Area ("DMV")

#1	34	48
Regional Position ¹	2023 Locations	2024E Locations

Decades of local experience and operational excellence allows Flagship to lead the DMV



Phoenix

#1	41	50
Regional Position ¹	2023 Locations	2024E Locations

High and growing per capita income, with consumers placing a high value on vehicle maintenance



Tennessee, Virginia, Ohio, & West Virginia

#1	22	30
Regional Position ¹	2023 Locations	2024E Locations

Recent acquisition with locations in East TN Western VA and WV

Actionable pipeline and exceptional development capabilities




Regional Density Strategy

Creating Meaningful Network Effects AND Related Efficiencies – Targeting 50+ Units per Metropolitan Statistical Area ("MSA")

Note: See Disclaimer for information about investment process, past performance, and projections.

1. Based on number of sites in each region.
2. Based on Access proprietary market mapping.



Concept Overview



Spotless is a differentiated car wash company with the #1 leadership position¹ in each of its 9 geographies



Seasoned Operator with Market Leading Positions:

- Spotless is positioned as an elite asset in the car wash industry, with compelling unit economics, platform scale, and market density / leadership
- Deploy a hub and spoke car wash model that provides our customers the option of express or full service wash (flex)



De Novo Capabilities:

- Strategic playbook to quickly build, open, and ramp de novo locations in existing markets; 6-8 month average build time, and deep bench of construction and development professionals to facilitate future growth in focus markets
- Data-driven approach places our washes on the best real estate available to maximize convenience for our customers and protect from competition



Growth Strategy:

- Spotless has historically driven growth by building density through sophisticated MSA selection & expansion, driving membership growth, increasing scale through de novos and strategic M&A, and driving same store sales growth & recurring revenue at existing locations
- Spotless has grown from 25 locations at entry (January 2020) to 160+ in 2023



Strong Unit Level Economics (“ULE”):

- Attractive ULEs on express models with average EBITDA of >\$900K per site
- Solid cash flows with EBITDA margins of ~50% as a result of labor light business model with low marginal costs (each site requires 2-3 employees; marginal cost per wash is ~\$0.80); >3,200 average members per site provides recurring revenue and future cash flow visibility



Owned Real Estate:

- Spotless owns >85% of its real estate with a ~\$1.0B appraised real estate value³, which provides potential downside protection as well as opportunity for potential sale-leaseback transactions



Economic Resilience:

- Industry showed resilience during the last recession; revenues only decreased 5.5% in 2009, and quickly recovered growing 4.3% in 2010⁴
- Express car wash as a touchless service showed resiliency through the pandemic with volumes quickly recovering in May 2020 once stay-at-home mandates were lifted



Well Invested Infrastructure and Capabilities:

- Digital tools and technology infrastructure allows Spotless to provide outstanding support to Field Operations, and also deepen relationships with customers through real-time analytics
- Leverage size and scale to reduce costs (procurement, marketing spend optimization, maintenance and repairs)



Committed Sponsor:

- Deep experience executing build-and-buy strategies and demonstrated success building car wash companies
- Access / Spotless have over \$1.1bn of committed 1L debt capital and \$400M junior debt capital to continue supporting Spotless' growth



Strong, Aligned Management Teams:

- Spotless has a comprehensive team supporting finance, operations, development, and talent management
- Leadership team has strong economic alignment with equity rollover and a management incentive option pool

Note: As of December 31, 2023.

Note: See Disclaimer for information about investment process, past performance, and projections.

1. Based on number of sites in each region.

2. Total development spend divided by underwritten EBITDA.

3. Real Estate valuation based on appraisals for owned car wash locations across Cobblestone, Flagship, Okie and Ultimate Shine companies.

4. Federal Reserve Bank of St. Louis (FRED) (2021).



Concept Overview



Boosting Today's Share Of Recurring Revenue Since Acquisition



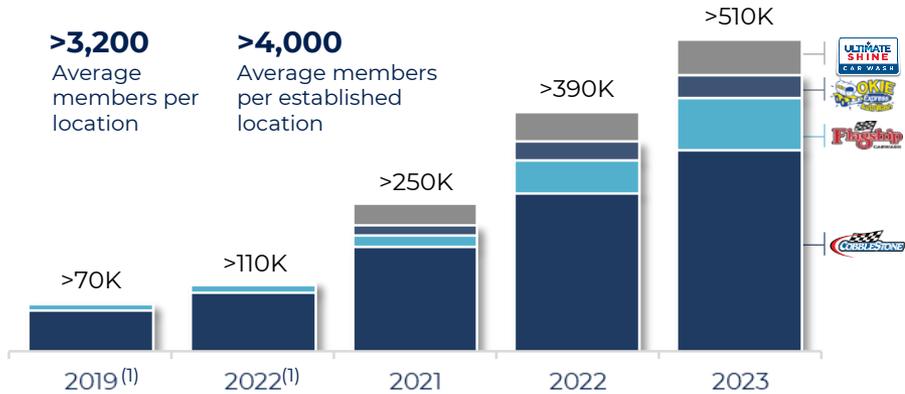
Strategies To Drive Membership Growth

- Engaging and educating customers to explain membership benefits
- Promotional campaigns targeted to convert single-visit customers into monthly members
- Training programs dedicated to sell point-of-sale memberships

60% of Revenue from Memberships provides strong recurring cash flows

Exponentially Growing Membership Base Throughout The company

Membership Count



Note: See Disclaimer for information about investment process, past performance, and projections.

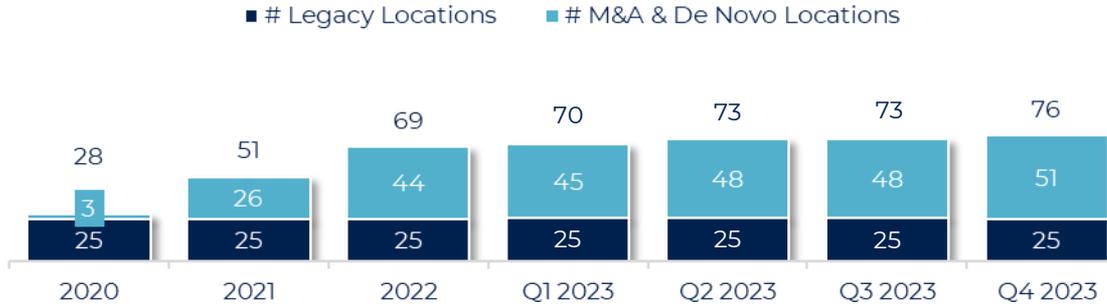
- Membership revenue as a % of total car wash revenue
- Excludes Ultimate Shine as membership data is not available.



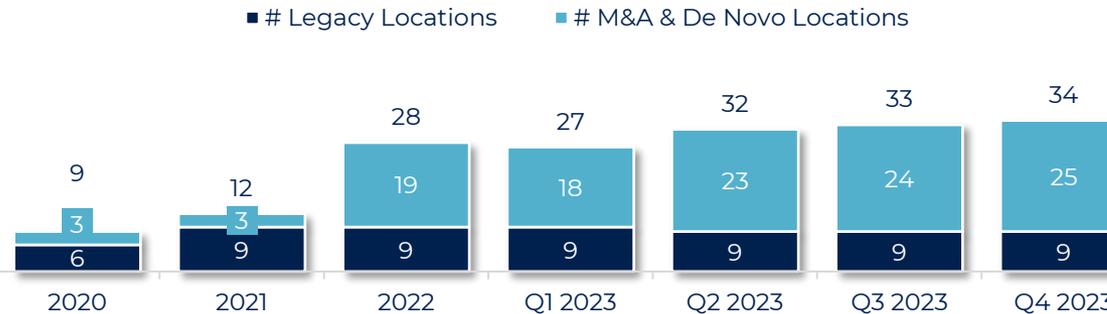
Concept Overview



Case Study: Opportunities For Continued Growth

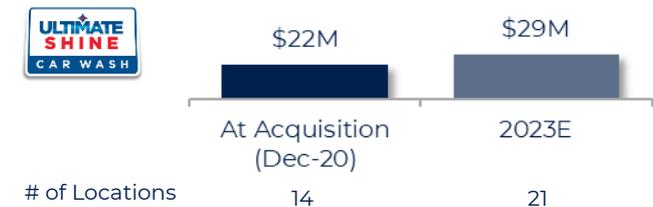
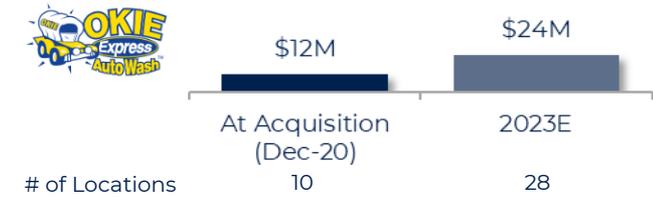
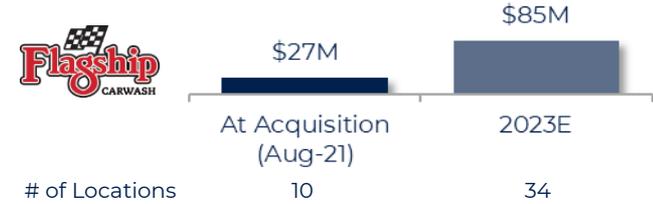


Case Study: Attacking DMV Growth



Strong Track Record Of Quickly Scaling

Pro Forma Adjusted Revenue (\$M)¹



Note: See Disclaimer for information about investment process, past performance, and projections.

1. Includes pro forma and maturity adjustments. Pro Forma adjustments related to Spotless corporate team compensation normalization. Maturity adjustments capture the embedded growth opportunity at recently opened and ramping locations (less than 36 months of operations).



Concept Overview



Systematic approach to running high volume washes

➤ Experienced Local Operators

- Ability to run locations more efficiently than competitors due to extensive experience of 100+ collective years of local operating expertise
- Mastery of the 10,000 little things to run the best, most efficient washes including, custom-designed wash footprints, proprietary chemical programs, high-quality equipment increasing maintenance efficiency, among many others

➤ Traffic Flow Optimization

- Locations are designed to optimize traffic flow and reduce pinch points to create a fast and efficient wash experience while optimizing throughput

➤ Efficient Tunnel Operations

- Tunnel equipment designed and installed with focus on driving high volumes while maintaining top quality for a clean, dry, shiny car every time
- Ability to make tweaks real-time in the tunnels based on KPIs tracked by Operations Managers

➤ Trained On-site Operations Team

- **Adequate staffing across locations** to greet consumers, sell memberships, control traffic flow, guide consumers onto the conveyors and inspect quality / assist customers post-wash



Focused On Optimizing Throughput¹

>400

Average daily washes per location

>150K

Average annual washes per location

>20M

Annual total washes on Spotless company

Note: See Disclaimer for information about investment process, past performance, and projections.
1. Metrics represent 2023. Averages based on established locations (open >36 months).



Depreciation Benefits



Accelerated Depreciation (60%)

Assumptions	
Asset Type	Car Wash
Ownership	Fee Simple
Rent	\$368,750
Cap Rate	6.25%
Purchase Price	\$5,900,000
Depreciable Basis for Improvements	60.00%
Useful Life	15
Federal Tax Rate	37.00%
Year 1 Depreciation	\$236,000
Potential Tax Savings	\$87,320

Bonus Depreciation (60%)

Assumptions	
Asset Type	Car Wash
Ownership	Fee Simple
Rent	\$368,750
Cap Rate	6.25%
Purchase Price	\$5,900,000
Depreciable Basis for Improvements	60.00%
Useful Life	1
Federal Tax Rate	37.00%
Year 1 Depreciation	\$2,832,000
Potential Tax Savings	\$1,047,840

Standard Depreciation (60%)

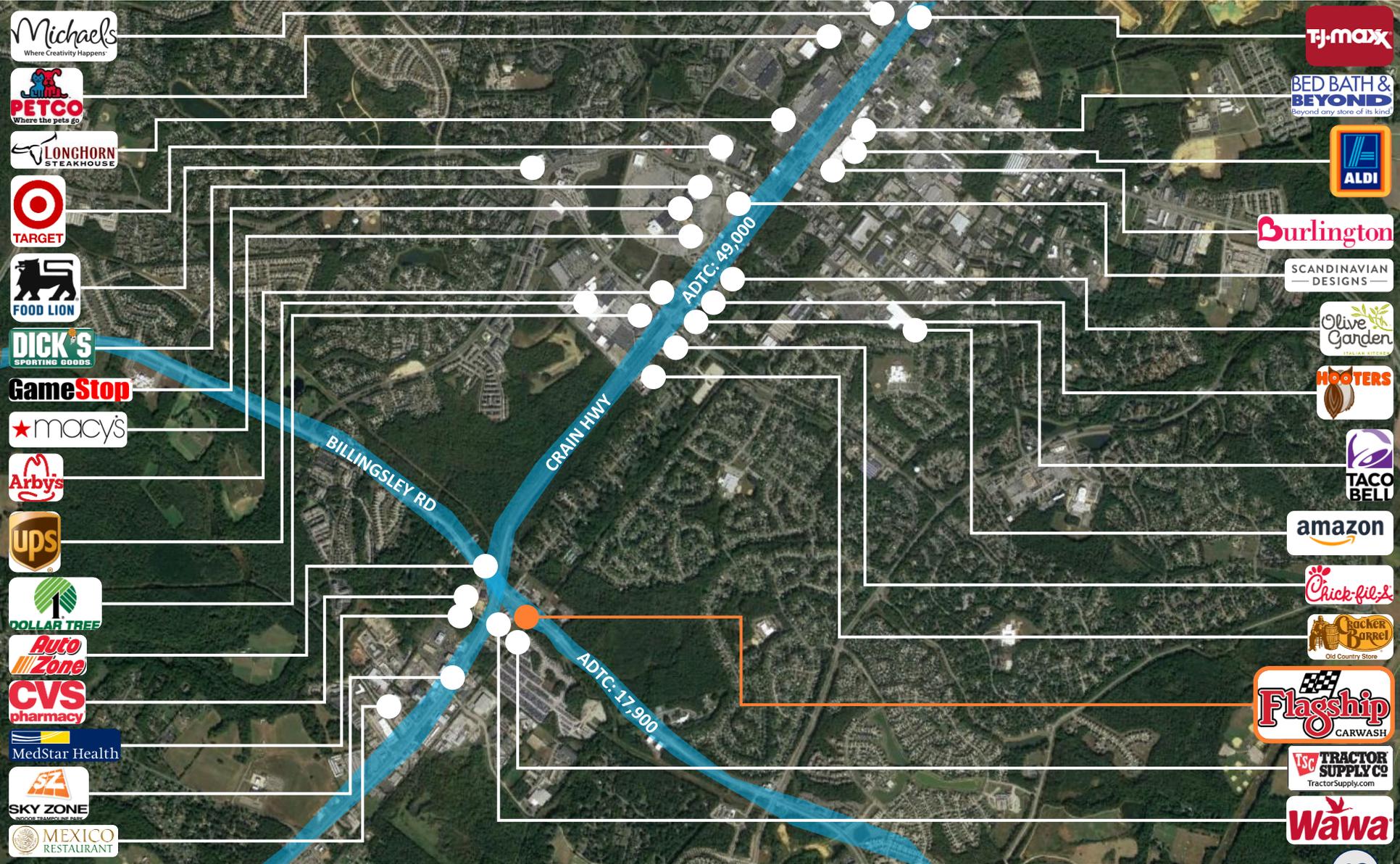
Assumptions	
Asset Type	Traditional Retail
Ownership	Fee Simple
Rent	\$368,750
Cap Rate	6.25%
Purchase Price	\$5,900,000
Depreciable Basis for Improvements	60.00%
Useful Life	39
Federal Tax Rate	37.00%
Year 1 Depreciation	\$90,769
Potential Tax Savings	\$33,585

Ground Lease

Assumptions	
Asset Type	Traditional Retail
Ownership	Ground Only
Rent	\$368,750
Cap Rate	6.25%
Purchase Price	\$5,900,000
Depreciable Basis for Improvements	0.00%
Useful Life	0
Federal Tax Rate	37.00%
Year 1 Depreciation	\$0
Potential Tax Savings	\$0



Surrounding Area





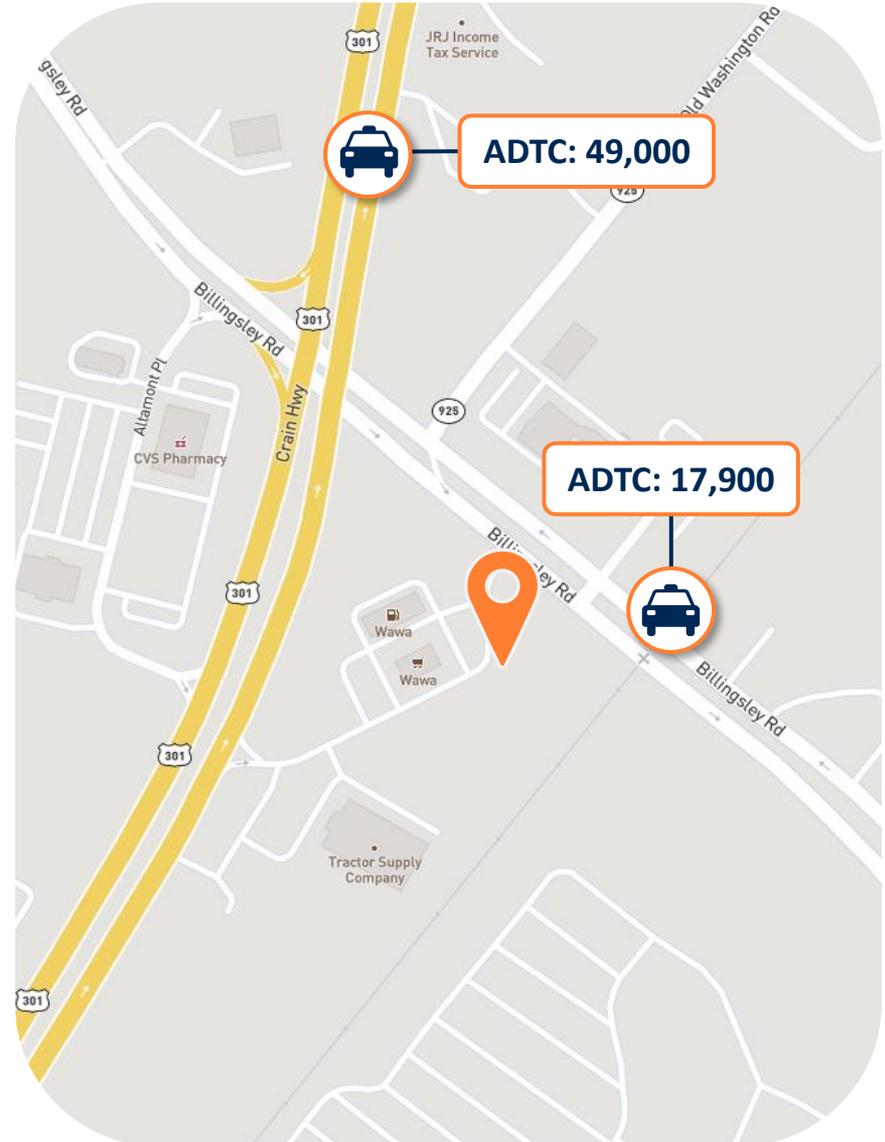
Location Overview



The subject investment property is a Flagship Car Wash situated on Wawa Lane. The property is placed at the intersection of Crain Highway and Billingsley Road, which experience average daily traffic counts of approximately 49,000 vehicles and 17,900 vehicles, respectively. There are more than 58,400 individuals residing within a three-mile radius of the property and more than 99,600 individuals within a five-mile radius. Furthermore, the property is surrounded by an extremely affluent suburban community where average household income exceeds \$122,600 for homes within five-miles of the site.

This Flagship Car Wash property benefits from being well-positioned in a dense retail corridor consisting of national and local tenants, academic institutions and shopping centers. Major national tenants in the area include: TJ Maxx, Dollar Tree, CVS, Wawa, Aldi, Target, Macy's, Auto Zone, Taco Bell, Chick-Fil-A, and many more. The subject property also benefits from compelling location fundamentals, due to its location at the intersection of Crain Highway and Billingsley Rd. This Flagship Car Wash therefore profits from high visibility and ease of access. The subject property also profits from a strong academic presence within the immediate area. Westlake High School is within two miles and has a student enrollment exceeding 1,200 students.

White Plains is located in Charles County, Maryland. It is situated approximately 25 miles south of Washington, D.C. and about 10 miles southeast of the city of La Plata, which is the county seat of Charles County. White Plains offers a variety of shopping, dining, and entertainment options, as well as numerous parks and recreational areas. It is located approximately 10 miles away from the St. Charles Towne Center, a large indoor shopping mall with over 130 stores and restaurants. White Plains offers a suburban lifestyle with easy access to both the amenities of the Washington, D.C. metropolitan area and the natural beauty of Southern Maryland.





Property Photos



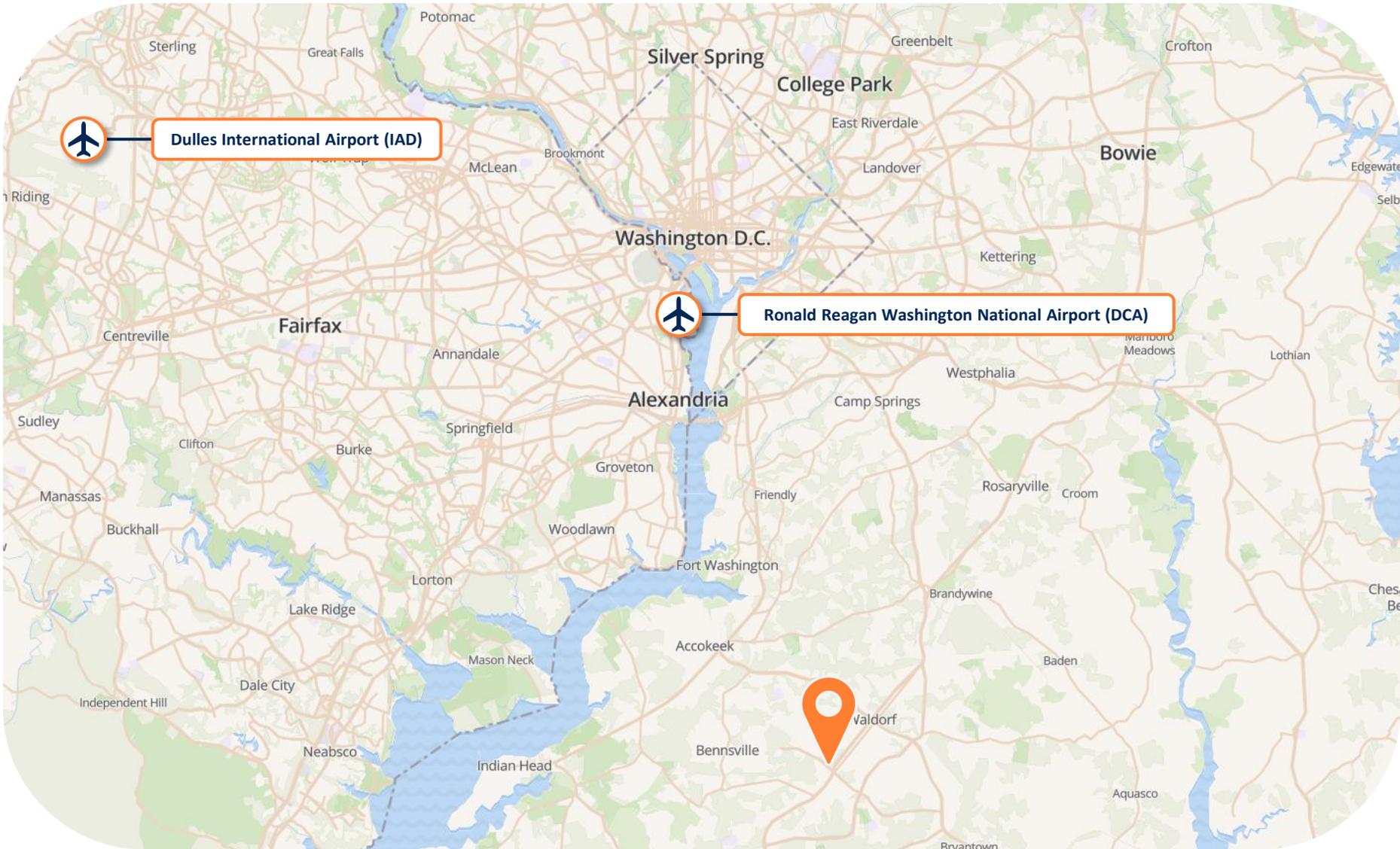


Surrounding Area Photos



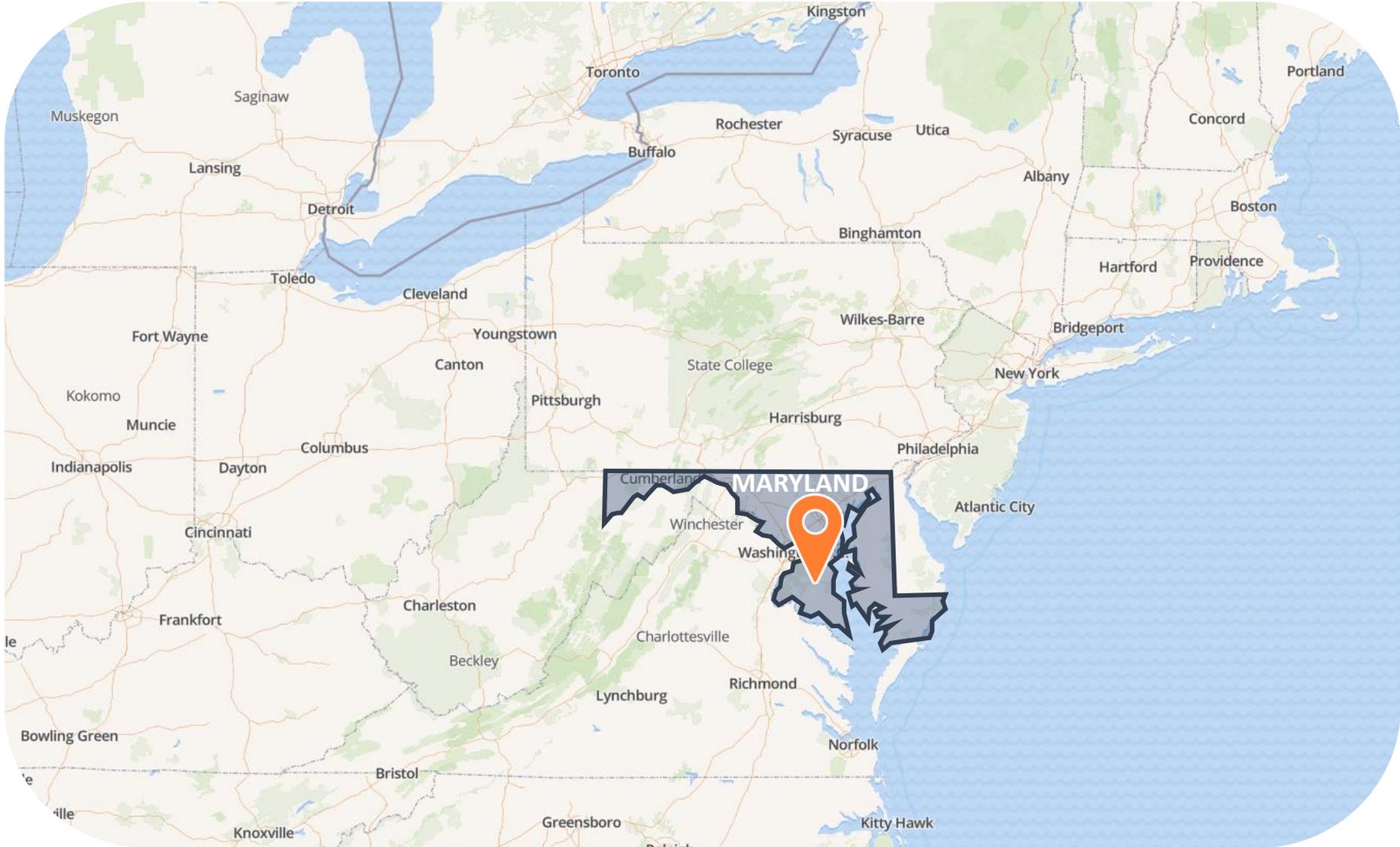


Local Map



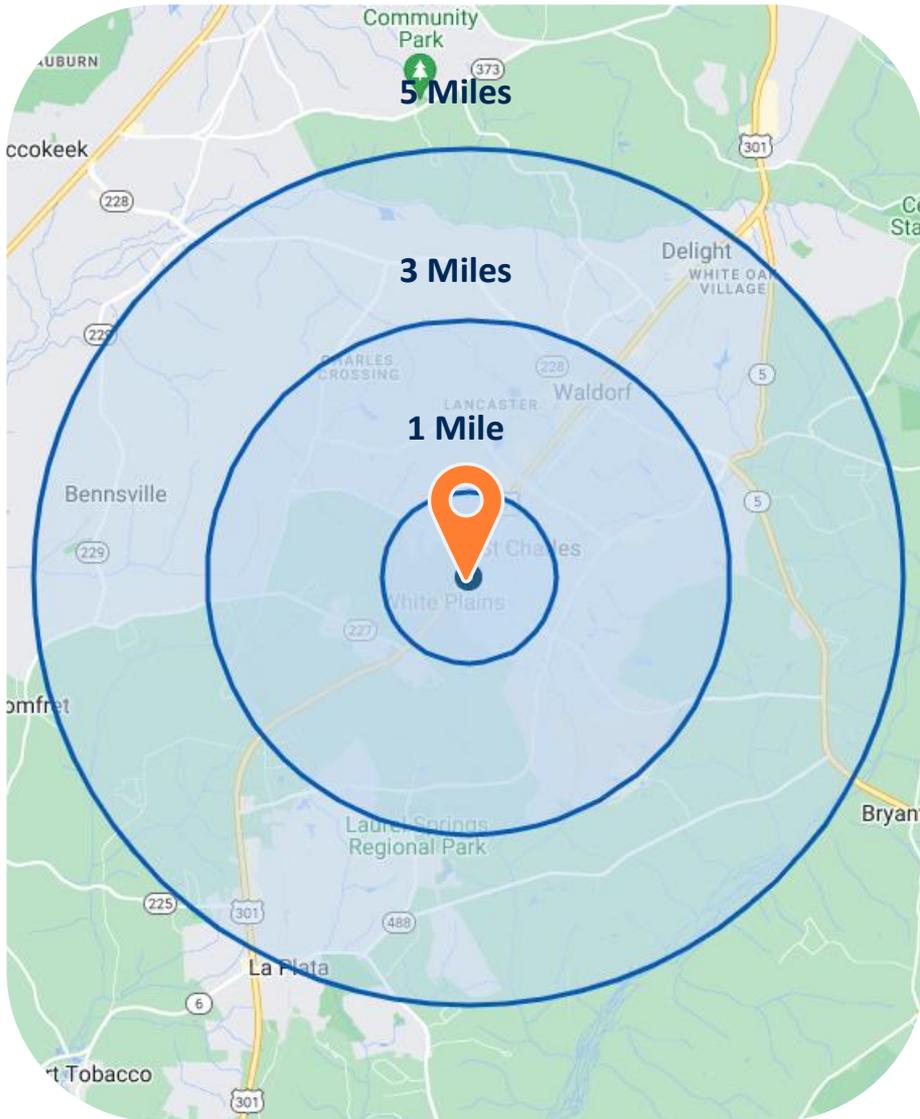


Regional Map





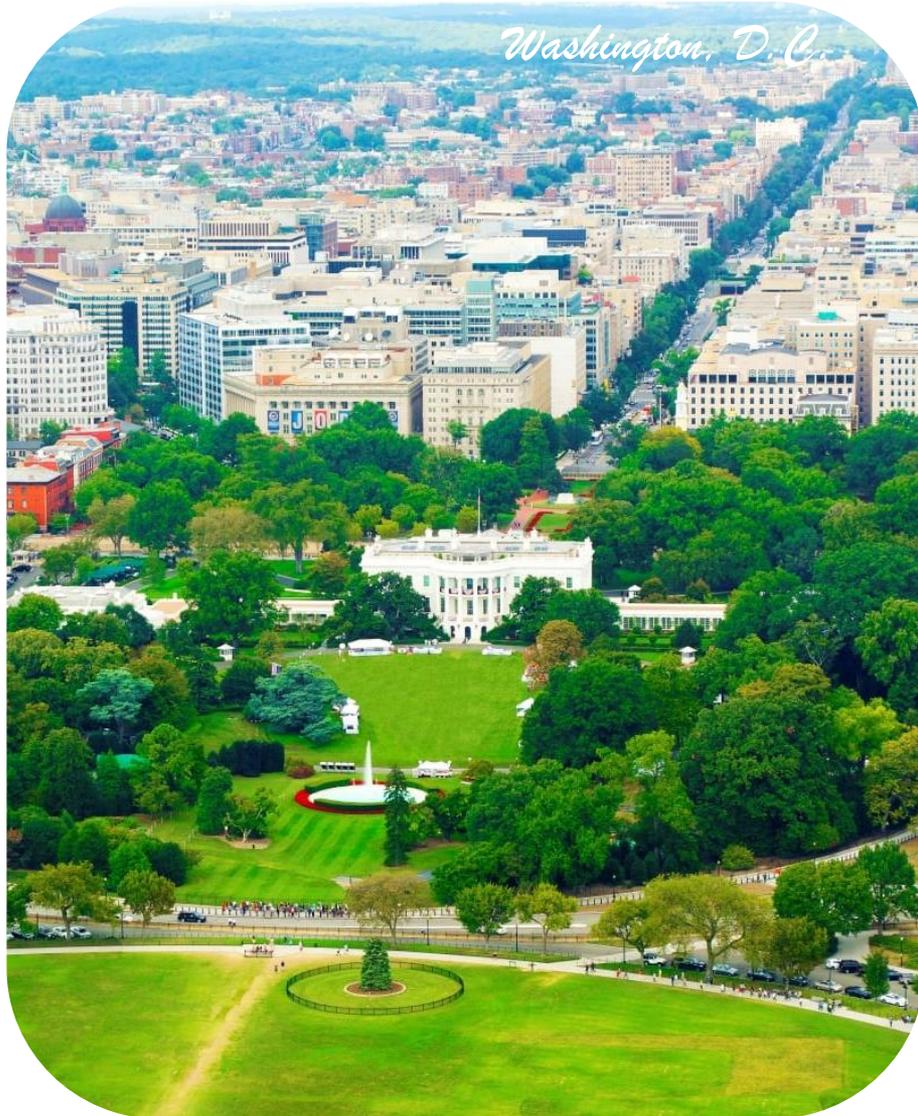
Demographics



	1 Mile	3 Miles	5 Miles
POPULATION TRENDS			
2010 Population	5,344	47,292	81,611
2023 Population	5,997	59,243	100,425
2028 Population Projection	6,195	62,125	105,066
Annual Growth 2010-2023	0.90%	1.90%	1.80%
Annual Growth 2023-2028	0.70%	1.00%	0.90%
HOUSEHOLD TRENDS			
2010 Households	1,817	16,789	28,588
2023 Households	2,069	20,996	35,206
2028 Household Projection	2,142	22,014	36,838
Annual Growth 2010-2023	0.90%	1.80%	1.70%
Annual Growth 2023-2028	0.70%	1.00%	0.90%
AVG HOUSEHOLD INCOME	\$110,647	\$119,193	\$123,731
MEDIAN HOUSEHOLD INCOME	\$101,202	\$104,795	\$108,006
HOUSEHOLDS BY HOUSEHOLD INCOME (2023)			
<\$25,000	203	1,365	2,389
\$25,000 - 50,000	214	2,453	3,645
\$50,000 - 75,000	287	2,802	4,887
\$75,000 - 100,000	313	3,258	4,879
\$100,000 - 125,000	364	3,230	5,625
\$125,000 - 150,000	276	2,733	4,620
\$150,000 - 200,000	248	3,017	4,859
\$200,000+	164	2,137	4,299



Market Overview



Washington, D.C., formally the District of Columbia, is the capital of the United States of America. Washington has been described as an important political capital, owing to its status as the seat of the United States Federal government. Washington is one of the most visited cities in the world, with more than 20 million tourists every year. Commuters from the surrounding Maryland and Virginia suburbs raise the city's daytime population to more than one million during the workweek.

All three branches of the U.S. federal government are centered in the district: U.S. Congress (legislative), President (executive) and the U.S. Supreme Court (judicial). Washington is home to many national monuments and museums, which are primarily situated on or around the National Mall. The city hosts 177 foreign embassies as well as the headquarters of many international organizations, trade unions, non-profit lobbying groups and professional associations, including the organization of American States, AARP, the National Geographic Society, the Human Rights Campaign, the International Finance Corporation and the American Red Cross. The District has growing industries not directly related to government, especially in the areas of education, finance, public policy, and scientific research. Georgetown University, George Washington University, Washington Hospital Center, Children's National Medical Center and Howard University are the top five non-government-related employers in the city. In the 2017 Global Financial Centres Index, Washington was ranked as having the 12th most competitive financial center in the world, and fifth most competitive in the United States.

Washington, D.C. is also one of the most underserved car wash markets in the United States as well as one of the most restrictive in terms of permitting and zoning approval for car washes. Due to the many rules and regulations that car wash operators must follow, as well as the scarcity of available land, the availability of car wash services is extremely limited.

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