

## RISKS AND DISCLOSURES



- This Offering is made only to Accredited Investors per Regulation D, Rule 506c.
- This material is intended for Accredited Investors generally defined as an individual having a net worth of over 1 million dollars exclusive of primary residence, and certain entities with gross assets of greater than 5 million dollars or made up entirely of accredited individuals. If you are unsure if you or your entity is considered accredited, please verify with your CPA and attorney prior to considering an investment.
- There are significant limitations on the ability to sell or transfer interests.
- Securities offered through Growth Capital Services, member FINRA, SIPC Office of Supervisory Jurisdiction located at 582 Market Street, Suite 300, San Francisco, CA 94104. Cove Capital Investments, LLC and Growth Capital Services are unaffiliated entities.
- > The Internal Revenue Code Section 1031 contains complex tax concepts. You should consult your legal or tax professional regarding the specifics of your particular situation prior to considering an investment. This material is not to be interpreted as tax or legal advice.
- **>** Past performance is not indicative of future results.
- This material is obtained from sources believed to be reliable however Cove Capital and its principals/affiliates cannot guarantee that it is accurate or complete.
- Potential cash flows/ distributions/ appreciation are not guaranteed and could be lower than anticipated.
- There are material risks associated with investing in real estate, Limited Liability Company owned (LLC) properties, LLC interests, and real estate securities. These include illiquidity, tenant vacancies, general market conditions and competition, lack of operating history, the risk of new supply coming to market and softening rental rates, general risks of owning/operating properties, potential adverse tax consequences, loss of entire investment principal, declining market values, and general economic risks.

- Investors should read the entire PPM carefully, including the "Risk Factors" section of the PPM before investing.
- > The Sponsor and its Affiliates will all receive substantial fees and compensation relating to the syndication and sale of interests, as well as relating to the ongoing management and disposition of the properties.
- Principals and associates of Cove Capital Investments, LLC ("Cove Capital"), which are registered representatives of Growth Capital Services, may represent investors considering an investment in the LLC interests and may make offers and sales of LLC interests, thereby receiving an economic benefit from the sale of LLC interests.
- All real estate investments carry the risk of a complete loss of invested capital and that returns/cash flow/appreciation/distributions after appreciation are not guaranteed and could be lower than anticipated. Please read the entire Private Placement Memorandum (PPM) for a full discussion of the business plan and risk factors prior to investing. By accepting this material, you agree to keep all terms and provisions of this offering and the lease confidential, and you will not share or disseminate any of the information in this offering or the lease.
- Equity or financing in the form of a bridge loan, first mortgage, preferred equity or mezzanine financing regarding the acquisition of one or more of the properties may be utilized. This poses a level of risk to investors if the Sponsor was unable to raise the entire offering amount and retire the equity or financing, including foreclosure and a complete loss of investor capital.
- The offering is not a diversified investment. The properties or other real estate investments, including promissory notes, supporting the offering may not be diversified geographically or across different segments of the market. Investors will rely entirely on the offering, and its management, to identify properties or other investment opportunities.

## OFFERING HIGHLIGHTS



#### **OVERVIEW**

Cove Multifamily Income Fund 28, LLC (the "Fund") is a private placement real estate investment/Regulation D, Rule 506 C offering for accredited investors only.

#### **INVESTMENT STRATEGY**

Acquire and actively manage a diversified portfolio of debt-free multifamily assets across multiple U.S. markets that have valueadd potential through physical renovations and/or operational improvements.

### SAMPLE TARGET MARKETS

- Georgia Atlanta, Augusta,& Columbus
- ✓ Tennessee Nashville, Memphis, Knoxville, & Chattanooga
- South Carolina Charleston,
   Columbia, & Mount Pleasant
- ✓ North Carolina Charlotte, Raleigh-Durham, & Winston-Salem
- ✓ Ohio Cleveland, Columbus, Toledo, & Cinncinati
- Texas Austin, San Antonio, Dallas-Fort Worth, & Houston

Sponsor	Cove Capital Investments, LLC		
Offering Name	Cove Multifamily Income Fund 28, LLC		
Preferred Return	8%*		
Offering Size	\$100 Million		
Minimum Investment	\$100,000		
Distributions	Monthly*		
Objectives	Monthly income and appreciation potential*		

\*Preferred return and monthly distributions are not guaranteed and are subject to available cash flow. For further information about cash flow distributions from operations and capital events, please refer to the Private Placement Memorandum.

















### **PRIMARY GOALS AND OBJECTIVES:**

- Preservation of capital
- Capital appreciation
- Monthly distributions
- Assemble a portfolio of primarily all- cash/debt-free multifamily real estate

- ✓ Diversification\*
- Tax advantages flow through to investors to provide shelter to potential income stream
- ✓ 8% preferred return\*

Cove Multifamily Income Fund 28 LLC is focused on acquiring, owning, and actively managing a portfolio of income-producing multifamily properties throughout the United States with the potential for income and equity appreciation.











\*Diversification does not guarantee profits or protect against losses. This material is a non-binding Indication of Interest brochure to assist the sponsor with the allocation of potential ownership interests. The offering is subject to revision, change, and cancellation. There is no guarantee that the offering will be made. Upon commencement of the offering, you will be provided with a Private Placement Memorandum (PPM) which will discuss the offerings business plan and risk factors which you are encouraged to read in its entirety prior to considering an investment. The offering is made available to accredited investors only under Regulation D Rule 506c. \*All real estate and LLC investments carry the risk of a complete loss of invested capital and that returns/cash flow/appreciation/distributions are not guaranteed and could be lower than anticipated. Please read the entire Private Placement Memorandum (PPM) for a full discussion of the business plan and risk factors prior to investing. Equity or financing in the form of a bridge loan, first mortgage, preferred equity or mezzanine financing regarding the acquisition of one or more of the properties may be utilized. This poses a level of risk to investors if the Sponsor was unable to raise the entire offering amount and retire the equity or financing, including foreclosure and a complete loss of investor capital. By accepting this material, you agree to keep all terms and provisions of this offering and the lease confidential, and you will not share or disseminate any of the information in this offering or the lease. Securities offered through Growth Capital Services, member FINRA, SIPC Office of Supervisory Jurisdiction located at 582 Market Street, Suite 300, San Francisco, CA 94104. Photos shown are Cove multifamily properties in other offerings and are meant to be an example of the types of assets the subject fund will purchase. Investors will not have an ownership interest in the properties shown in the photos.

## GENERATIONAL SHIFT IN HOMEOWNERSHIP



Millenials (Americans born between 1981 to 1997) make up the largest generation in US history, and are less likely to buy homes when compared to Gen X and Baby Boomers.

- ✓ Homeownership rate among millennials ages 25 to 34 is 8% lower than baby boomers and 8.4% lower than Gen Xers in the same age cohort.
- ✓ Homeownership delays are believed to be correlated with: rise of education debt, delayed marriage and childbearing, difficulty obtaining mortgages post-crisis, and limited supply of affordable housing in millenial hotspots.

#### Homeownership among Baby Boomers, Gen Xers, and Millennials in 2015

Generation	Years born	Age	Population	Current homeownership (%)	Homeownership at age 25–34 (%)
Millennials	1981-97	18-34	75,170,263	32.2%	37.0%
Gen Xers	1965-80	35-50	66,441,487	60.4%	45.4%
Baby boomers	1946-64	51-69	74,649,971	75.0%	45.0%

#### **Education Debt by Generation**

•		Receive financial				
	Borrowed money	<b>Currently owe</b>	assistance for	Average monthly		
Age category	for education	education debt	education debt	payment		
Millennials (18-34)	45.6%	36.3%	16.6%	\$420.20		
Gen Xers (35-50)	35.6%	18.0%	2.2%	\$374.00		
Baby boomers (51-69)	19.8%	4.1%	0.4%	\$253.00		
All	29.8%	16.6%				

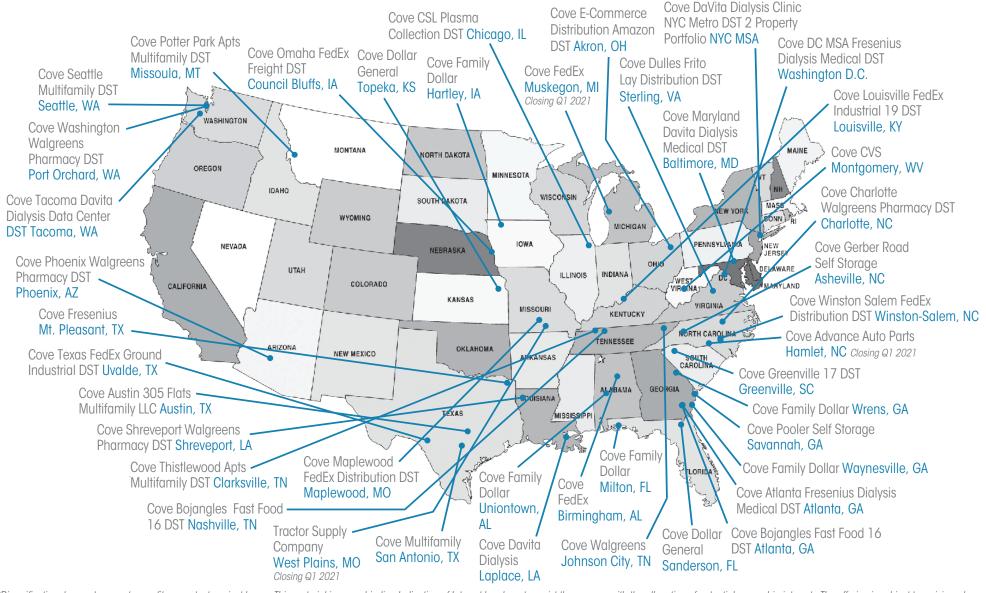
Source: Urban Institute; Millenial Homeownership, 2018



## **CURRENT COVE PORTFOLIO**

Investors in the Fund will not necessarily have an ownership interest in the properties shown.





## 8 REASONS TO CONSIDER ALL-CASH/DEBT-FREE REAL ESTATE OFFERINGS



- 1 No refinancing risk.
- Provides investors the ability to diversify a portion of their investment dollars into an all-cash/debt-free property in an effort to reduce potential risk.

\*Diversification does not guarantee profits or protect against losses.

- Flexibility to hold through any potential market downturns, credit crunches, recessions and /or depressions.
- Oftentimes, an all-cash/debt-free offering can have a higher projected cash flow than leveraged real estate offerings due to there being no monthly debt service that needs to be paid to a lender.
- Allows investors to protect themselves from the financial catastrophe of a complete loss of their principal due to a lender foreclosure.
- 6 No "balloon mortgage maturity" which is typically found in most leveraged offerings.
- No lender prepayment penalties, defeasance costs and/or yield maintenance.
- 8 Lower fees Oftentimes, all-cash/debt-free offerings can have lower fees than leveraged offerings.

# COVE MULTIFAMILY INCOME FUND 28, LLC POTENTIAL EXIT STRATEGY



At Cove, due to our primarily debt free offerings, we are free to pursue whichever exit strategy provides the most potential opportunity for our investors. We also are not constricted by lender prepayment penalties, lender yield maintenance and vast defeasance costs that other offerings with loans are bound to, allowing us to be more flexible in selling assets when the right opportunities present themselves.

Cove's Exit Strategy Provides for Multiple Potential Options\*

- ✓ Individual Asset Sales to 1031 Exchange Investors
- ✓ Individual Asset Sales to REITs, Family Offices, Investment Funds and other Professional Investors
- Portfolio Sales of Assets
- ✓ 721 UPREIT Rollup
- ✓ Hold for long-term income and appreciation potential
- Cash out refinance to provide investors with a large amount of invested capital back in the form of a refinance as well as to enhance cash on cash returns on remaining equity

<sup>\*</sup> Please note that there is no guarantee that these exit strategies may be utilized. Please also note that there is no guarantee for a profitable exit or sale of any real estate investment or offering.

## ABOUT COVE CAPITAL INVESTMENTS, LLC



## A COMMITMENT TO PROVIDING INVESTORS WITH ALL-CASH/DEBT-FREE INVESTMENT OPTIONS:

- At Cove Capital Investments we seek to provide our investors with debt free real estate investment options for their 1031 exchange and direct investments.
- We believe that this provides a level of risk mitigation to investors that is not found in most levered investments. The principals of Cove Capital Investments have sponsored and co-sponsored the syndication of over 2.3 million square feet of properties in the multifamily, net lease, industrial and office sectors as well as they seek to invest side by side their investors in each of the Cove Capital offerings.

Cove Capital Investments creates real estate investments for accredited investors.

Our offerings are attractive to those investors seeking to mitigate risk through debt free offerings with no long term mortgages encumbering the property which is a contrarian investment approach to most other real estate offerings.



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# COVECAPITAL INVESTMENTS, LLC

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