



**BIGR**  
Exchange TRS

Delaware  
Statutory Trust  
**(DST)**

BLUEROCKEXCHANGE.COM

# BR Diversified Industrial Portfolio I, DST

AVAILABLE FOR 1031 EXCHANGE & DIRECT INVESTMENT

ESTIMATED EQUITY OFFERING AMOUNT: \$46,527,793 | MINIMUM INVESTMENT AMOUNT: \$100,000 (0.21493%) FOR 1031 EXCHANGE

## INVESTMENT OPPORTUNITY

**BR Diversified Industrial Portfolio I, DST** (the “Parent Trust”) represents an attractive investment opportunity in a geographically diverse portfolio of industrial properties in growth markets, leased to strong tenants with long-term net leases.

The Parent Trust seeks to provide attractive monthly cash flow distributions and the potential for capital appreciation due to high projected demand for industrial properties in desirable locations within high growth markets.

## KEY INVESTMENT CONSIDERATIONS

- **Geographically diversified industrial** portfolio in high demand regions leased to predominantly financially stable tenants in mission critical locations.
- **100% net leased portfolio** provides very few landlord responsibilities while tenants bear the cost of all operating expenses and rent.
- **Located in strong markets with exceptional distribution routes** which, due to demand for superb connectivity to population centers, have driven historical rent growth and low vacancy rates.
- **Value creation potential** with substantially below in-place market rents.
- **Five property portfolio** in the industrial real estate sector that has delivered the highest trailing 1, 5, 10, and 20 year total returns among all major property sectors. (*Source: National Council of Real Estate Investment Fiduciaries (NCREIF) Property Index as of 12.31.21*)

ENGLEWOOD, CO  
●

ADVANCE, NC ● BURLINGTON, NC  
● SANFORD, NC

## PROPERTY HIGHLIGHTS

Locations: Englewood (Denver Metro), Colorado  
Sanford (Raleigh-Durham Metro), North Carolina  
Advance (Winston-Salem Metro), North Carolina  
Burlington, North Carolina

Purchase Price\*: \$82,122,793

Loan Terms: 43.34% loan-to-capitalization; 5-year term, five 1-year extensions, full term interest only; 4.55% fixed interest rate\*\*

Cash Flow from the Parent Trust: 3.75%\*\*\*

Projected Hold Period: Approximately 7-10 years

\*Figure includes total purchase price, acquisition, offering fees and expenses and operating and capital reserves.

\*\* The loan has a floating rate, which is effectively capped at 4.55% for the first five years under a swap agreement; the loan has five 1-year extensions.

\*\*\*Figure reflects estimated funds available for distribution from the Parent Trust after relevant expenses at the Master Tenant level and at the level of the Trusts (expense for debt service, operating costs of each Property, and fees, including the asset management fee). This figure is not an assurance of future results and does not directly represent investor return. There is no guarantee Investors will receive distributions or the return of their capital. The rate shown is on an annualized basis as a percentage of equity invested in the Properties. See the Memorandum for additional detail.



**ADDRESS:**  
13202 East Adam Aircraft Circle  
Englewood, Colorado 80112

**YEAR COMPLETED:** 2019

**RENTABLE SQUARE FEET:**  
20,454 Square Feet and 6.50  
Acres of Outside Storage

**PROPERTY TYPE:**  
Warehouse/Office/  
Outdoor Storage

**TENANTS:**  
Wyatts Towing and Herc Rentals



**ADDRESS:**  
3020 Tucker Street  
Burlington, North Carolina 27215

**YEAR COMPLETED:** 1994,  
with addition in 2007

**RENTABLE SQUARE FEET:**  
101,393 Square Feet

**PROPERTY TYPE:**  
Distribution

**TENANT:**  
American Tire Distribution



**ADDRESS:**  
6015 Enterprise Park Drive  
Sanford, North Carolina 27330

**YEAR COMPLETED:** 2021

**RENTABLE SQUARE FEET:**  
117,659 Square Feet

**PROPERTY TYPE:**  
Distribution

**TENANT:**  
Liberty Tire Recycling



**ADDRESS:**  
6056 Enterprise Park Drive  
Sanford, North Carolina 27330

**YEAR COMPLETED:** 2021

**RENTABLE SQUARE FEET:**  
117,625 Square Feet

**PROPERTY TYPE:**  
Distribution

**TENANT:**  
Pfizer



**ADDRESS:**  
2016 Cornatzer Road  
Advance, North Carolina 27006

**YEAR COMPLETED:** 1967,  
expanded in 1985

**RENTABLE SQUARE FEET:**  
209,905 Square Feet

**PROPERTY TYPE:**  
Distribution

**TENANT:**  
DEX Truck Parts

**FOR ACCREDITED INVESTOR USE ONLY |** This is neither an offer to sell nor a solicitation of an offer to buy any securities. BR Diversified Industrial Portfolio I, DST is a recently formed Delaware statutory trust that is offering (the “Offering”) to sell 100% of its beneficial interests (the “Interests”) in the Parent Trust to “accredited investors” as that term is defined in Rule 501 promulgated under the Securities Act of 1933, as amended. Interests are only being offered pursuant to the Confidential Offering Memorandum (“Memorandum”). Capitalized terms not defined herein have the meaning given such terms in the Memorandum. This material must be reviewed in conjunction with the Memorandum to fully understand all of the implications and risks associated with the Offering and an investment in the Interests. Prospective Purchasers should carefully read the Memorandum and discuss with their own investment professionals prior to making an investment and should be able to bear the complete loss of their investment.

# BR Diversified Industrial Portfolio I, DST

## ABOUT BIGR EXCHANGE TRS, LLC (“BIGRX”)

BIGRX is a wholly owned taxable REIT subsidiary (“TRS”) of Bluerock Industrial Holdings, LP, a Delaware limited partnership. BIGR and BIGRX are externally managed by an affiliate of Bluerock Real Estate, L.L.C. and Bluerock Value Exchange, LLC (“BVEX”). BVEX is a national sponsor of syndicated Section 1031 Exchange offerings with a focus on residential and industrial properties that can deliver stable cash flows and that have the potential for value creation. Bluerock principals have a collective 100+ years of investing experience with more than \$48 billion real estate and capital markets experience and manage multiple well-recognized real estate private and public company platforms. Bluerock has more than \$14 billion in acquired and managed assets and offers a complementary suite of public and private investment programs, with both short and long-term goals, to individual investors seeking solutions aimed at providing predictable income, capital growth, and tax benefits.

## ABOUT 1031 EXCHANGES

Section 1031 of the Internal Revenue Code (“Section 1031”) provides that, in general, no gain or loss shall be recognized on the exchange of like-kind real property held for productive use in a trade or business, or for investment. A tax-deferred exchange is a method by which a property owner trades one or more relinquished properties for one or more replacement properties of “like-kind,” while deferring the payment of federal income taxes and some state taxes on the transaction. There are numerous Section 1031 rules and requirements, including, but not limited to: sellers cannot receive or control the net sales proceeds; replacement real property must be like-kind to the relinquished real property; the replacement real property must be identified within 45 days from the sale of the property; the replacement real property must be acquired within 180 days from the sale of the original real property; and the attributed debt placed or assumed on the real property must be equal to or greater than the attributed debt on the relinquished real property to avoid boot.

## RISK FACTORS

**The securities offered herein are highly speculative and involve substantial risks.** Do not acquire an Interest if you cannot afford to lose your entire investment. Carefully consider the risks described below, as well as the other information in the Memorandum before making a decision to purchase an Interest. Consult with your legal, tax and financial advisors about an investment in an Interest. The risks described below are not the only risks that may affect an investment in an Interest. Additional risks and uncertainties that we do not presently know or have not identified may also materially and adversely affect the value of an Interest, the Properties or the performance of your investment. The risks of purchasing an Interest include, but are not limited to, the following:

- the lack of liquidity of, or a public market for, the Interests or OP Units;
- the holding of a beneficial interest in the Parent Trust with no voting rights with respect to the management or operations of the Trusts or in connection with the sale of the Properties;
- risks associated with owning, financing, operating and leasing industrial properties and real estate generally;
- the impact of an epidemic in the areas in which the Properties are located, or a Pandemic, either of which could severely disrupt the global economy;
- economic risks with a fluctuating U.S. and world economy;
- performance of the Master Tenants under the Master Leases;
- the Parent Trust indirectly depends on the Master Tenants for revenue, and the Master Tenants will depend on the End Tenants for revenue. Any default by the Master Tenants or the End Tenants will adversely affect the Parent Trust's operations;
- reliance on the Master Tenants and the Property Manager (and in certain events a property sub-manager, if one is engaged) by the Master Tenants, to manage the Properties;
- risks associated with the Operating Partnership funding the Demand Notes that capitalizes the Master Tenants; The Operating Partnership is

- the entity through which Bluerock Industrial Growth REIT, Inc. (“**BIGR**”) conducts substantially all of its business and owns substantially all of its assets;
- risks relating to the terms of the financing for the Properties, including the use of leverage;
- the existence of various conflicts of interest among the Sponsor, the Trusts, the Master Tenants, the Manager, the Property Manager, BIGR, the Operating Partnership, and their affiliates;
- material tax risks, including treatment of the Interests for purposes of Code Section 1031 and the use of exchange funds to pay acquisition costs, which may result in taxable boot;
- the Interests not being registered with the Securities and Exchange Commission or any state securities commissions;
- risks relating to the costs of compliance with laws, rules and regulations applicable to the Property;
- risks related to competition from properties similar to and near the Properties;
- the Adam Aircraft Property is located in a “special wind zone,” which increases the risk of damage to such Property; and
- the possibility of environmental risks related to the Properties.

Additional risks apply. See “Risk Factors” section of the Memorandum for a more detailed discussion of the risks associated with the Interests. All terms capitalized, but not defined herein, shall have the meaning given in the Memorandum. Interests are offered to “accredited investors” only pursuant to Rule 506(b) of Regulation D of the Securities Act of 1933. Past performance is not an indicator of future results.

For more Information, please contact your financial advisor or Bluerock Capital Markets LLC at **877.826.BLUE (2583)**