TAKE 5 OIL CHANGE

OFFERING MEMORANDUM

Take 5 Oil Change

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CUSHMAN & WAKEFIELD | BOERKE

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OFFERING MEMORANDUM DISCLOSURE

This Confidential Offering Memorandum ("Memorandum") is being delivered subject to the terms of the Confidentiality Agreement (the "Confidentiality Agreement") signed by you and constitutes part of the Confidential Information (as defined in the Confidentiality Agreement). It is being given to you for the sole purpose of evaluating the possible investment in Take 5 Oil Change (the "Project") and is not to be used for any other purpose or made available to any other party without the prior written consent of Sun Prairie Real Estate Partners LLC ("Managing Member"), or its exclusive broker, Cushman & Wakefield | Boerke. This Memorandum was prepared by Cushman & Wakefield | Boerke based primarily on information supplied by Managing Member. It contains select information about the Project and the real estate market but does not contain all the information necessary to evaluate the Project.

The financial projections contained herein (or in any other Confidential Information) are for general reference only. They are based on assumptions relating to the overall economy and local competition, among other factors. Accordingly, actual results may vary materially from such projections.

Various documents have been summarized herein to facilitate your review; these summaries are not intended to be a comprehensive statement of the terms or a legal analysis of such documents.

While the information contained in this Memorandum and any other Confidential Information is believed to be reliable, neither Cushman & Wakefield | Boerke nor Managing Member guarantees its accuracy or completeness. Because of the foregoing and since the investment in the Project is being offered on an "As Is, Where Is" basis, a prospective investor or other party authorized by the prospective investor to use such material solely to facilitate the prospective purchaser's investigation, must make its independent investigations, projections and conclusions regarding the investment in the Project without reliance on this Memorandum or any other Confidential Information.

Although additional Confidential Information, which may include engineering, environmental or other reports, may be provided to qualified parties as the marketing period proceeds, prospective purchasers should seek advice from their own attorneys, accountants, engineers and environmental experts.

Neither Cushman & Wakefield | Boerke nor Managing Member guarantees the accuracy or completeness of the information contained in this Memorandum or any other Confidential Information provided by Cushman & Wakefield | Boerke and Managing Member. Managing Member expressly reserves the right, at its sole discretion, to reject any offer to invest in the Project or to terminate any negotiations with any party at any time with or without written notice. Managing Member shall have no legal commitment or obligations to any prospective investor unless and until a written sale agreement has been fully executed, delivered and approved by Managing Member and any conditions to Managing Member's obligations thereunder have been satisfied or waived.

Managing Member has retained Cushman & Wakefield | Boerke as its exclusive broker and will be responsible for any commission due to Cushman & Wakefield | Boerke in connection with a transaction relating to the Project pursuant to a separate agreement. Cushman & Wakefield | Boerke is not authorized to make any representation or agreement on behalf of Managing Member. Each prospective investor will be responsible for any claims for commissions by any other broker in connection with an investment in the Project if such claims arise from acts of such prospective investor or its broker.

This Memorandum is the property of Managing Member and all parties approved by Managing Member and may be used only by parties approved by Managing Member. No portion of this Memorandum may be copied or reproduced or disclosed to anyone except as permitted under the Confidentiality Agreement.

EXECUTIVE SUMMARY

Cushman & Wakefield | Boerke is pleased to present for sale Take 5 Oil Change located in Sun Prairie, Wisconsin (Madison MSA).

This location executed a fifteen (15) year absolute net lease that terminates on February 6th, 2034 and features zero landlord responsibility.

The lease for every location is corporately guaranteed by Driven Systems, LLC. Driven Brands was acquired by Roark Capital in 2015, an Atlanta based private equity firm with approximately $11 billion in equity capital raised since its inception.

INVESTMENT HIGHLIGHTS

- Absolute net structure
- NO landlord responsibility
- Internet resistant tenant
- Driven Systems, LLC ($540,000,000.00 NET WORTH) guaranty
- 10% rental escalations every five (5) years
- Located in Sun Prairie, WI (growing suburb northeast of Madison)
- Location has been rebranded with Take 5 corporate trade dress

TAKE 5 OIL CHANGE

Headquartered in Charlotte, NC and founded in 1984, Take 5 Oil Change is a leading fast lube chain in the United States, focused exclusively on oil changes and ancillary services including windshield wiper and air filter replacements. Since 2004, the company has rapidly increased its footprint, expanding from 13 to 568 stores and becoming an industry leader through living its mission to “change your oil, not your schedule.”

DRIVEN BRANDS

Driven Brands, headquartered in Charlotte, NC, is the parent company of North America’s leading automotive aftermarket brands across four distinct verticals: Repair & Maintenance, housing Meineke Car Care Centers and Merlin 200,000 Mile Shops; Paint & Collision, housing Maaco, CARSTAR North America and Drive N Style; Distribution, housing 1-800-Radiator & A/C; and Quick Lube, housing Pro Oil Change, Econo Lube N’ Tune, Driven Florida Lubes and Take 5 Oil Change. Driven Brands has more than 2,300 centers across North America, and combined, all businesses generate more than $2.1 billion in system sales.

DRIVEN SYSTEMS LLC (GUARANTOR)

Driven Systems LLC (the “Company”) is a single member limited liability company organized in the state of Delaware on June 9, 2015. The Company is a direct, wholly-owned subsidiary of Driven Brands Funding, LLC, (“Driven Funding”) which is a direct, wholly-owned subsidiary of Driven Funding Holdco, LLC (“Driven Holdco”), which is a direct, wholly-owned subsidiary of Driven Brands, Inc. (“Parent”), which is a direct, wholly-owned subsidiary of Driven Holdings, LLC (“Driven Holdings”), which is a direct, wholly-owned subsidiary of RC Driven Holdings LLC (“Ultimate Parent”). Driven Systems LLC had a 2019 net worth over $540,000,000.00.

PROPERTY INFORMATION AND INVESTMENT SUMMARY

Tenant / Guarantor	Take 5 / Driven Systems LLC
Business Type	Oil change
Site Size	1.00 AC / 46,560 SF
Initial Lease Term	Fifteen (15) years
Extension Options	Three (3) – five (5) year options
Lease Commencement	2/7/2019
Lease Expiration	2/6/2034
Rent Increases	10% every five years
Lease Type	Absolute triple net
Net Operating Income (NOI)	$84,056.09*
Cap Rate	6.00%
Pricing	$1,401,000* **NOI and Price are based on a rent increase taking place 2/7/2024. Seller will credit the Purchaser the difference in rent at closing.*

DEMOGRAPHICS

	3 Miles	5 Miles	10 Miles
Total Population	42,106	60,981	209,260
Total Households	17,241	24,963	91,247
Average Household Income	$92,480	$90,708	$90,146
Median Household Income	$86,001	$86,200	$81,213

RETAIL MAP – S GRAND AVE & W MAIN ST

CUSHMAN & WAKEFIELD | BOERKE

AERIAL PHOTO – FACING WEST

CUSHMAN & WAKEFIELD | BOERKE

AERIAL PHOTO – FACING SOUTH

CUSHMAN & WAKEFIELD | BOERKE

LOW FLY AERIAL PHOTO – FACING NORTH

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STATE OF WISCONSIN

DISCLOSURE TO NON-RESIDENTIAL CUSTOMERS

Prior to negotiating on your behalf the brokerage firm, or an agent associated with the firm, must provide you the following disclosure statement:

DISCLOSURE TO CUSTOMERS

You are a customer of the brokerage firm (hereinafter Firm). The Firm is either an agent of another party in the transaction or a subagent of another firm that is the agent of another party in the transaction. A broker or a salesperson acting on behalf of the Firm may provide brokerage services to you. Whenever the Firm is providing brokerage services to you, the Firm and its brokers and salespersons (hereinafter Agents) owe you, the customer, the following duties:

- (a) The duty to provide brokerage services to you fairly and honestly.
- (b) The duty to exercise reasonable skill and care in providing brokerage services to you.
- (c) The duty to provide you with accurate information about market conditions within a reasonable time if you request it, unless disclosure of the information is prohibited by law.
- (d) The duty to disclose to you in writing certain Material Adverse Facts about a property, unless disclosure of the information is prohibited by law. (See Definition of Material Adverse Facts below).
- (e) The duty to protect your confidentiality. Unless the law requires it, the Firm and its Agents will not disclose your confidential information or the confidential information of other parties.
- (f) The duty to safeguard trust funds and proposals in an objective and unbiased manner and disclose the advantages and disadvantages of the proposals. other property held by the Firm or its Agents.
- (g) The duty, when negotiating, to present contract proposals in an objective and unbiased manner and disclose the advantages and disadvantages of the proposals.
- Please review this information carefully. An Agent of the Firm can answer your questions about brokerage services, but if you need legal advice, tax advice, or a professional home inspection, contact an attorney, tax advisor, or home inspector. This disclosure is required by section 452.135 of the Wisconsin statutes and is for information only. It is a plain-language summary of the duties owed to a customer under section 452.133(1) of the Wisconsin statutes.

CONFIDENTIALITY NOTICE TO CUSTOMERS

The Firm and its Agents will keep confidential any information given to the Firm or its Agents in confidence, or any information obtained by the Firm and its Agents that a reasonable person would want to be kept confidential, unless the information must be disclosed by law or you authorize the Firm to disclose particular information. The Firm and its Agents shall continue to keep the information confidential after the Firm is no longer providing brokerage services to you.

- The following information is required to be disclosed by law:
    1. Material Adverse Facts, as defined in Wis. Stat. § 452.01(5g) (see “Definition of Material Adverse Facts” below).
    2. Any facts known by the Firm or its Agents that contradict any information included in a written inspection report on the property or real estate that is the subject of the transaction.

To ensure that the Firm and its Agents are aware of what specific information you consider confidential, you may list that information below. At a later time, you may also provide the Firm or its Agents with other Information you consider to be confidential.

CONFIDENTIAL INFORMATION:

_____

_____

_____

NON- CONFIDENTIAL INFORMATION (*the following information my be disclosed by the Firm and its Agents*):

_____

_____

_____

(Insert information you authorize to be disclosed, such as financial qualification information.)

DEFINITION OF MATERIAL ADVERSE FACTS

A "Material Adverse Fact" is defined in Wis. Stat. § 452.01(5g) as an Adverse Fact that a party indicates is of such significance, or that is generally recognized by a competent licensee as being of such significance to a reasonable party, that it affects or would affect the party's decision to enter into a contract or agreement concerning a transaction or affects or would affect the party's decision about the terms of such a contract or agreement.

An "Adverse Fact" is defined in Wis. Stat. § 452.01(1e) as a condition or occurrence that a competent licensee generally recognizes will significantly and adversely affect the value of the property, significantly reduce the structural integrity of improvements to real estate, or present a significant health risk to occupants of the property; or information that indicates that a party to a transaction is not able to or does not intend to meet his or her obligations under a contract or agreement made concerning the transaction.

NOTICE ABOUT SEX OFFENDER REGISTRY

You may obtain information about the sex offender registry and persons registered with the registry by contacting the Wisconsin Department of Corrections on the Internet at http://www.doc.wi.gov or by telephone at 608-240-5830.