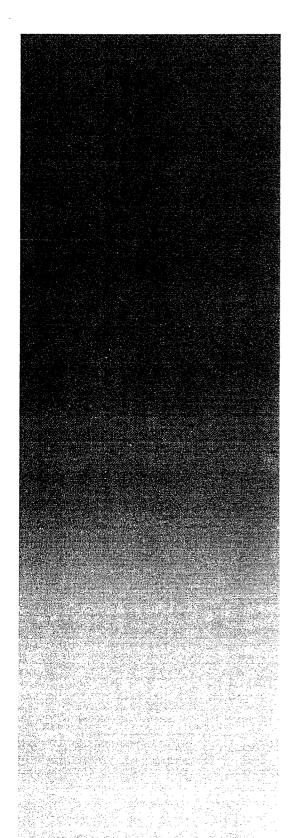
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CONSULTING REPORT:

Little Neck Ipswich, Massachusetts

PREPARED FOR:

Stephen M. Perry, Esq. Casner & Edwards, LLP 303 Congress Street Boston, MA 02210

PREPARED BY:

Steven R. Foster, MAI Lincoln Property Company 225 Franklin Street, 23rd Floor Boston, MA 02110

DATE OF REPORT:

November 22, 2011



November 22, 2011

Stephen M. Perry, Esq. Casner & Edwards, LLP 303 Congress Street Boston, MA 02210

RE: Little Neck, Ipswich, Massachusetts

Dear Attorney Perry:

The following consulting report has been completed to provide an indication of the potential cash flows to the Feoffees assuming the continued rental of the property to the owners of the cottages under a scenario consistent with the sales of the property. Therefore, all properties could be utilized on a year round basis.

This report relies upon materials completed by Landvest, Inc. and Peterson/LaChance Realty Advisors, and the audited financial statements of the Feoffees.

Potential Gross Income

Base Rent Revenue:

This, based on \$10,800 annually per lot, is \$1,803,600.

 $167 \times \$10,800 = \$1,803,600$

This rent, based on the current leases, adjusts to market every three years, but cannot decline. This, in my opinion, should be a net rent, with the tenants paying all utilities and real estate taxes associated with their lot.

It could be argued that this is a triple net rent, with the tenants paying an association fee (condominium fee if converted to condominiums) that covers the operation of the property (common area repairs and maintenance, common area utilities, common area real estate taxes, reserves, insurance, management and administration). Additionally, there would not be any common area real estate taxes if converted to a condominium.

Real Estate Tax Revenue:

This revenue is for tenant reimbursements on the real estate taxes for their lots. This is essentially a straight pass-through of the real estate tax expense on these lots. Therefore, I have not shown any revenue or expense related to real estate taxes on the lots.

Wastewater Haulage Fees:

This revenue is for wastewater haulage and is charged to the tenants based on use. Again, it is essentially a straight pass-through and, therefore, I have not shown any revenue or expenses for wastewater haulage in this analysis.

Wastewater Management Fees:

This revenue is \$40.00 per month per unit and has totaled \$64,800 annually and should total \$80,160 if charged to all the tenants. The tenants, in addition to rent, real estate taxes and haulage fees, should contribute to the operation and maintenance of the sewer system. Residents in other areas of town pay sewer charges or for the construction and maintenance of private septic systems, including many tight tanks in the Great Neck area of Ipswich. I have continued to carry user fees of \$64,800, which equates to around \$30.00 per month or \$360 per unit over the 167 lots.

Interest Income:

No interest income has been forecast in the analysis.

Effective Gross Income

Vacancy and Collection Loss:

I have not made any deductions for vacancies or collection loss as the tenants will generally pay their rent in order to protect their leasehold interest and rights under the leases. Liens could likely be placed on the leasehold improvements with any unpaid rents collected at the time of sale.

Operating Expenses

Real Estate Taxes:

As stated previously, the real estate taxes on the lots are paid by the tenants. The Feoffees pay the real estate taxes on the common areas, which are forecast at \$20,000.

Legal Fees:

The legal fees prior to the current litigation were relatively low. Assuming no litigation, I have forecast annual legal fees of \$20,000.

Wastewater Haulage: The income and expenses related to wastewater haulage has been

eliminated in the analysis, as it is essentially a straight pass-through to the

tenants.

Management: This expense equates to 2.5% of effective gross income and is based on

the actual fee and management fee paid recently at the property.

Utilities: This expense is forecast at \$20,000. Much of this expense is reportedly

related to the operation of the sewer system. Expenses such as this are

essentially reimbursed through the \$64,800 in user fees.

Engineering Consulting: This expense, likely related to the sewer system, is forecast at \$5,000

annually based on recent experience.

Insurance: This expense is forecast at \$6,000 annually based on recent experience.

Police Details: Although this expense could likely be reduced with private security, I

have forecast \$6,000 annually based on recent experience.

Repairs and Maintenance: It appears that this category included wastewater haulage fees in a couple

of years. I have forecast \$30,000 annually for landscaping and road,

utility and other maintenance based on past experience at the property.

Other Expenses: The remaining expenses are relatively minor and are based on the recent

experience at the property.

The total expenses of \$197,460 are relatively close to the expenses presented in the Landvest appraisal of \$285,385, which includes \$120,000 in general legal fees and nets to around \$185,385 using \$20,000 in typical legal fees, and the net of \$230,543 in the Peterson/LaChance appraisal, which reflects an adjustment of \$465,502 for real estate taxes and \$107,000 for wastewater haulage. The \$197,460 in expenses is well above the \$100,000 in operating cost, which has been represented by the Feoffees in depositions.

Inflation Rates:

I have inflated both the income and the expenses at 3% annually.

Net Income Before Debt Service and Reserves: This equates to total revenues less operating expenses.

Reserves:

This expense is to create a fund to pay for major repairs or replacement of the roads and utilities. This is estimated at \$30,000 annually.

Debt Services:

The Feoffees have existing debt of around \$5,600,000. This debt has an interest rate of 6.75% and the annual payment is \$594,659, say \$595,000. It will be paid off as of March 7, 2026. The debt service for calendar year 2026 is \$545,000 times .18 or \$107,100, reflecting 66 days out of 365 days. The current interest rate was set in early 2011, is fixed through March 7, 2016, and represents the floor or minimum rate allowed under the mortgage. It is likely, if the tenants all signed long term leases, that the Feoffees could refinance this mortgage at a lower rate. For the purposes of this analysis, I have assumed that the mortgage will not be refinanced and that the interest rate will remain at 6.75% over the remaining term of the mortgage.

Other Cost:

I have not included any expenses for litigation or erosion control. I have assumed that these expenses will be funded from the Feoffees' claim of \$2,500,000 plus interest in back rent.

Current Dollars:

I have discounted the cash flows for distribution by 3.0% annually to provide an indication of the cash flows in current dollars.

The analysis has been run from January 1, 2013, assuming another year to resolve the rent issues. I have not inflated either the current rent or the current expenses to that date.

A summary of the audited financials and the 30-year cash flows are attached to this report.

Sincerely,

LPC COMMERCIAL SERVICES, INC.

Steven R. Foster, MAI Senior Vice President

MA Certified General Real Estate Appraiser License #104

	FY 2004	FY 2005	FY 2006	FY 2007	FY 2008	FY 2009	FY 2010	Stabilized
Gross Revenues	d					: freemanne annun annun	l	
Tenant Rents	493315	809500	847000	1001600	1006660	1006660	1023431	1803600
R E Tax Collections	475303		458746	· · · · · · · · · · · · · · · · · · ·		·	519680	1 (
Other Assessment	0		0					
Wastewater Haulage Fees	. 0	0	0		jeo •	******	116987	and the second s
Wastewater Maintenance Fees	i waa aa	0	0	gramma a servenia agranda.	d	,		64800
Interest	<u>7787</u>	<u>5015</u>	<u>19284</u>	<u>11817</u>	· · · · · · · · · · · · · · · · · · ·			
Total Gross Income	976405	1391463	1325030	1585854	1489075	1617374	1729480	1868400
Expenses	; }			: :	} 			
Real Estate Tax Collections	493397	480220	468628	530300	432291	469165	537736	20000
Legal Fees	17243	4430	3673	251714	287901	191505	232209	20000
Wastewater Haulage Fees	0	0	0	0	. 0	91193	116017	
Management	0	0	46442	73005	71068	74575	44006	46710
Utilities	0	0	6984	17781	18170	18658	19419	20000
Salaries	9600	22214	0	0	0	0	0	
Engineering Consulting	10015	0	0	19249	37432	6490	717	5000
Insurance	6244	5495	8519	8519	6348	5668	5450	6000
Police Details	5945	9353	6075	7289	9294	5983	5688	6000
Repairs & Maintenance	45008	31677	28410	113252	95829	27310	109652	30000
Accounting	2100	2300	3000	8000	8000	10000	12000	12000
Dock Removal & Storage	1500	2380	3975	2040	2325	2057	2000;	2500
Office Expense	1209	1766	1923	1622	6132	4303	4181	4000
Beach Sampling	665	760	666	728	800	450	645	750
Other Professional Fees	6856	0	9285	0	1588	10669	1000	4000
Other Inspections	0,	0.	0	5040	7456	6787	10080	7500
Mediation	0	0	0	2225	1600	0	0	
Billing	0	0	0	0	0	10653	11165	12000
Misc.	<u>743</u>	<u>868</u>	<u>1108</u>	<u>250</u>	<u>70</u>	<u>1570</u>	<u>750</u>	1000
Total Expense	600525	561463	588688	1041014	986304	937036	1112715	197460
Adjusted Net Income	375880	830000	736342	544840	502771	680338	616765	1670940

Expenses exclude gifts to school and one time charges like alternative wastewater plan in 2004

			1																						· · · · · · · · · · · · · · · · · · ·	
/2013	1/1/2014	1/1/2015	1/1/2016	1/1/2017	1/1/2018	1/1/2019	1/1/2020	1/1/2021	1/1/2022	1/1/2023	1/1/2024	1/1/2025	1/1/2026	1/1/2027	1/1/2028	1/1/2029	1/1/2030	1/1/2031	1/1/2012	1/1/2033	1/1/2034	1/1/2025	1/1/2026	1/1/2037	1/1/2020	1/1/2039
					. 6		•		40									:						11 11 2037	1/1/2030	H H 2035
					, ,		0	9	10	11	12	13	14	15	16	17	18	19	. 20	21	22	23	24	25	26	27
167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167	167
\$10,800	\$10,800	\$10,800	\$11,801	\$11,801	\$11,801	\$12,895	\$12,895	\$12,895	\$14,091	\$14,091	\$14,091	\$15,397	\$15,397	\$15,397	\$16,824	\$16,824	\$16,824	\$18,384	\$18,384	\$18,384	\$20,088	\$20,088	\$20,088	\$21,950	\$21,950	\$21,950
															1											
303,600	\$1,803,600			\$1,970,794	\$1,970,794	\$2,153,486	\$2,153,486	\$2,153,486	\$2,353,114	\$2,353,114	\$2,353,114	\$2,571,248	\$2,571,248	\$2,571,248	\$2,809,603	\$2,809,603	\$2,809,603	\$3,070,053	\$3,070,053	\$3,070,053	\$3,354,647	\$3,354,647	\$3,354,647	\$3,665,623	\$3,665,623	\$3,665,623
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\$64,800	,	\$68,746	\$70,809	g		•			\$84,549	\$87,086	\$89,698				;			h		\$117,036		······································	\$127,888	\$131,725	Şu \$135,677	\$0 \$139,747
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\$20,000	\$20,600	\$21,218	\$21,855	\$22,510	\$23,185	\$23,881	\$24,597	\$25,335	\$26,095	\$26,878	\$27,685	\$28,515	\$29,371				622 OF 2	424.000	A25 070	Anc. 400	4		A			
\$20,000			1	1			\$24,597	\$25,335	\$26,095	\$26,878	\$27,685	\$28,515		\$30,252 \$30,252		,		\$34,049 \$34,049	\$35,070 \$35,070	\$36,122 \$36,122					\$41,876 \$41,876	\$43,132 \$43,132
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\$46,710 \$20,000		\$46,809 \$21,218	1 1	1 1 1	1 1 1		\$55,830 \$24,597	\$55,889 \$25,335	\$60,942 \$26,095	\$61,005	\$61,070	\$66,591	. ,	\$66,732					\$79,592	\$79,677		\$86,970		\$94,934	\$95,032	
\$5,000	** 1. 1 .	\$5,305	1 1 1 1 1 1	1.1	1 ' '	1.7	\$6,149	\$6,334	\$6,524	\$26,878 \$6,720	\$27,685 \$6,921	\$28,515 \$7,129		\$30,252 \$7,563				1 7 7 7	\$35,070 \$8,768	\$36,122 \$9.031	\$37,206 \$9,301	or or for the con-	\$39,472 \$9,868	\$40,656 \$10.164	\$41,876 \$10,469	\$43,132 \$10,783
\$6,000	\$6,180	\$6,365	4 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 1 1 1 1 1	B + 1.7		\$7,379	\$7,601	\$7,829	\$8,063	\$8,305	\$8,555		\$9,076	1 1 1		1 1 1	4 10 4 10	\$10,521	\$10,837	\$11,162	·	\$11,842	\$12,197	\$12,563	\$12,940
\$6,000		\$6,365		\$6,753	\$6,956	\$7,164	\$7,379	\$7,601	\$7,829	\$8,063	\$8,305	\$8,555	\$8,811	\$9,076	\$9,348	\$9,628	<u> </u>		\$10,521	\$10,837	\$11,162		\$11,842		\$12,563	\$12,940
\$30,000			1 1 1	1 1 2 30	2 1 1		\$36,896	\$38,003	\$39,143	\$40,317	\$41,527	\$42,773		\$45,378				\$51,073	\$52,605	\$54,183	\$55,809	\$57,483	\$59,208	\$60,984	\$62,813	\$64,698
\$12,000 \$2,500	\$12,360 \$2.575	\$12,731 \$2,652	1 1	:	3 10 1	• •	\$14,758 \$3,075	\$15,201 \$3,167	\$15,657 \$3,262	\$16,127 \$3,360	\$16,611	\$17,109		\$18,151			1		\$21,042	\$21,673			\$23,683	\$24,394	\$25,125	\$25,879
\$4,000	, , , , ,	\$4,244			1 1			\$5,067	\$5,219	\$5,376	\$3,461 \$5,537	\$3,564 \$5,703		\$3,781 \$6,050					\$4,384 \$7,014	\$4,515 \$7,224		\$4,790 \$7.554	\$4,934	\$5,082	\$5,234	\$5,391
\$750	\$773	\$796			di en l'all a	9 1 1 1	\$922	\$950	\$979	\$1,008	\$1,038	\$1,069		\$1,134		2.00	San and Salaman a		\$1,315	\$1,355	\$1,395	\$7,664 \$1,437	\$7,894 \$1,480	\$8,131 \$1,525	\$8,375 \$1,570	\$8,626 \$1,617
\$4,000	\$4,120	\$4,244	\$4,371	\$4,502	\$4,637	\$4,776	\$4,919	\$5,067	\$5,219	\$5,376	\$5,537	\$5,703	\$5,874	\$6,050	\$6,232				\$7,014	\$7,224		\$7,664	\$7,894	\$8,131	\$8,375	\$8,626
\$7,500		\$7,957	ger in the second	1 1 1 1 1 1	1		\$9,224	\$9,501	\$9,786	\$10,079	\$10,382	4 1 4 1 4	4 4			\$12,035	\$12,396	\$12,768	\$13,151	\$13,546	\$13,952	\$14,371	\$14,802	\$15,246	\$15,703	\$16,174
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197,460		\$206,739	\$215,769					\$246,855	\$257,636	\$263,600	\$269,744						— —			\$351,948						to tak to come a come time
570,940	\$1,668,313	\$1,665,607	\$1,825,834	\$1,822,963	\$1,820,006	\$1,995,086	\$1,991,949	\$1,988,718	\$2,180,028	\$2,176,600	\$2,173,069	\$2,382,113	\$2,378,367	\$2,374,510	\$2,602,932	\$2,598,839	\$2,594,623	\$2,844,220	\$2,839,747	\$2,835,141	\$3,107,875	\$3,102,988	\$3,097,954	\$3,395,970	\$3,390,630	\$3,385,130
\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000	\$30,000
595,000	\$595,000	\$595,000	\$595,000	\$595,000	\$595,000	\$595,000	\$595,000	\$595,000	\$595,000	\$595,000	\$595,000	\$595,000	\$107,100	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
,045,940	\$1,043,313	\$1,040,507	\$1,200,834	\$1,197,963	\$1,195,006	\$1,370,086	\$1,366,949	\$1,363,718	\$1,555,028	\$1,551,600	\$1,548,069	\$1,757,113	\$2,241,267	\$2,344,510	\$2,572,932	\$2,568,839	\$2,564,623	\$2,814,220	\$2,809,747	\$2,805,141	\$3,077,875	\$3,072,988	\$3,067,954	\$3,365,970	\$3,360,630	\$3,355,130
9708738	0.9425959	0.9151417	0.8884870	0.8626088	0.8374843	0.8130915	0.7894092	0.7664167	0.7440939	0.7224213	0.7013799	0.6809513	0.6611178	0.6418619	0.6231669	0.6050164	0.5873946	0.5702860	0.5536758	0.5375493	0.5218925	0.5066917	0.4919337	0.4776056	0.4636947	0.4501891
.015,476	\$983,422	\$952,303	\$1,066,925	\$1,033,373	\$1,000,799	\$1,114,005	\$1,079,082	\$1,045,176	\$1,157,087	\$1,120,909	\$1,085,785	\$1,196,509	\$1,481,742	\$1,504,851	\$1,603,366	\$1,554,190	\$1,506,446	\$1,604,910	\$1,555,689	\$1,507,901	\$1,606,320	\$1,557,057	\$1,509,230	\$1,607,606	\$1,558,306	\$1,510,443

CERTIFICATION

- I, Steven Foster, certify that, to the best of my knowledge and belief,
- 1) The statements of fact contained in this report are true and correct.
- 2) The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions and are my personal, impartial, and unbiased professional analyses, opinions, and conclusions.
- 3) I have no present or prospective interest in the property that is the subject of this report and no personal interest with respect to the parties involved.
- 4) I have no bias with respect to the property that is the subject of this report or to the parties involved with this assignment.
- 5) My engagement in this assignment was not contingent upon developing or reporting predetermined results.
- 6) My compensation for completing this assignment is not contingent upon the development or reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value opinion, the attainment of a stipulated result, or the occurrence of a subsequent event directly related to the intended use of this appraisal.
- 7) My analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the *Uniform Standards of Professional Appraisal Practice*.
- 8) The use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.
- 9) No one provided significant professional assistance to the persons signing this report other than those so noted in the report.
- 10) I have personally inspected the property on several occasions.
- 11) As of the preparation of this report, Steven Foster, MAI, has complied with the continuing education requirements of the Appraisal Institute.
- 12) I have provided other appraisal and consulting services on this property over the last three years.

Steven R. Foster, MAI

MA Certified General Real Estate Appraiser License #104

CURRICULUM VITAE STEVEN R. FOSTER, MAI

Mr. Foster joined Lincoln Property Company as a Senior Vice President in 2003 and has more than 25 years of experience in the real estate appraisal and consulting field. He began his real estate career in his family-owned real estate business and joined R. M. Bradley & Co., Inc. in 1981. In 1984, he began work at Dolben Appraisal and Consulting Co., Inc. as a vice president. In 1991, he established the Appraisal Division of Lynch Murphy Walsh & Partners. In 1999, the firm was acquired by Insignia/ESG (now CB Richard Ellis/Whittier Partners) with the goal of expanding its service base in Boston and New England.

Mr. Foster is a member of the Appraisal Institute, having received the MAI designation in 1987, and is currently certified under its continuing education program. He is a past regional representative of the New England Chapter of the Appraisal Institute, a past Director and past Candidate Guidance Chairman of the Boston Chapter of the American Institute of Real Estate Appraisers. Mr. Foster has been a licensed real estate broker in Massachusetts since 1976 (license is currently classified as inactive). He is a licensed real estate appraiser in Massachusetts, and has been licensed in Rhode Island, New Hampshire, and Maine. He served for several years as a member of the Commonwealth of Massachusetts Board of Registration, Real Estate Appraisers Compliance Subcommittee.

Mr. Foster has significant experience in the evaluation of investment property in conjunction with acquisitions, sales and financing matters. In addition, he has prepared appraisals for lease renegotiations, estate and federal tax matters, property tax disputes, eminent domain actions, site contamination cases and reuse purposes. A significant amount of his practice includes litigation support involving complex valuation issues, and he has appeared as an expert witness. Mr. Foster also has broad experience in highest and best use studies, project feasibility, and re-use strategies. In many counseling assignments, he has acted as part of multi-disciplinary teams with expertise across a broad spectrum of real estate matters.