

Looking for a new investment in the Bahamas?

Discovery Bay LLC, and a limited number of experienced resort operating companies have designed an investment vehicle that provides for direct real estate investment in a variety of resort-oriented property classes, located on +/- 60 acres in Grand Bahama Island.

The Discovery Bay project will feature a Hotel/Casino, timeshare units, condominiums, ocean & canal front homes, and a full-service marina that will offer both wet and dry boat slips, (for sale or for lease).

Additionally the resort will offer a yacht club and beach club for members looking for services and amenities that include swimming pools, exercise facilities, health spa and elegant dining.

Discovery Bay, LLC is using a combination of senior debt, land equity, a limited number owner/operators buying land-bays and a small number of passive equity investors.

The investment structure has been designed to meet the demand for high IRR's with low leverage.

Worldwide demand for the resort will come from tourist seeking beautiful beaches, Vegas style gambling, recreational boaters and fishermen from nearby Florida.

The Sponsor/Developer along with operating companies having extensive expertise in the design, development, construction and operation of resorts, casinos, hotels, timeshares, condominiums, and marinas will work with a solid team of investment bankers, attorneys, compliance experts, and accountants to develop this exceptional Five Star Resort.



Grand Lucayan Purchase Deal Signed March 2, 2020 Mega-Investment On The Way



THE purchase deal for the Grand Lucayan resort was signed on Monday March 2, 2020 setting plans in motion for a \$300m investment development by the Royal Caribbean International and ITM Group to transform Grand Bahama and revive its beleaguered economy.

This sets the stage for our Discovery Bay Investment

The signing of the sales and heads of agreement was held on the resort's great lawn on the Lucayan Beach, which is poised to be a "world premier tourist destination in the region".

Signing on behalf of the government was Cabinet secretary, Camille Johnson. The purchaser is Holistic Destinations, a joint venture formed between RCI and the ITM Group.

Michael Bayley, president and CEO of RCI; Mauricio Hamui, CEO of ITM; and Robert Shamosh, CEO of Holistica Destinations also signed the agreement.

The Grand Bahama project is Holistica's largest development. It comprises two major components – the Lucayan resort property and Freeport Harbor.

Mr. Shamosh revealed that the hotel property will be transformed into a world-class destination, with water-based entertainment, including a massive water and adventure theme park.

Other amenities include a shopping village, that will feature a variety of activities and family entertainment, and a 40,000 sq ft convention center.

The second component involves the redevelopment of the harbor into a new cruise facility, with three new additional berths capable of berthing the largest cruise ships in the world.



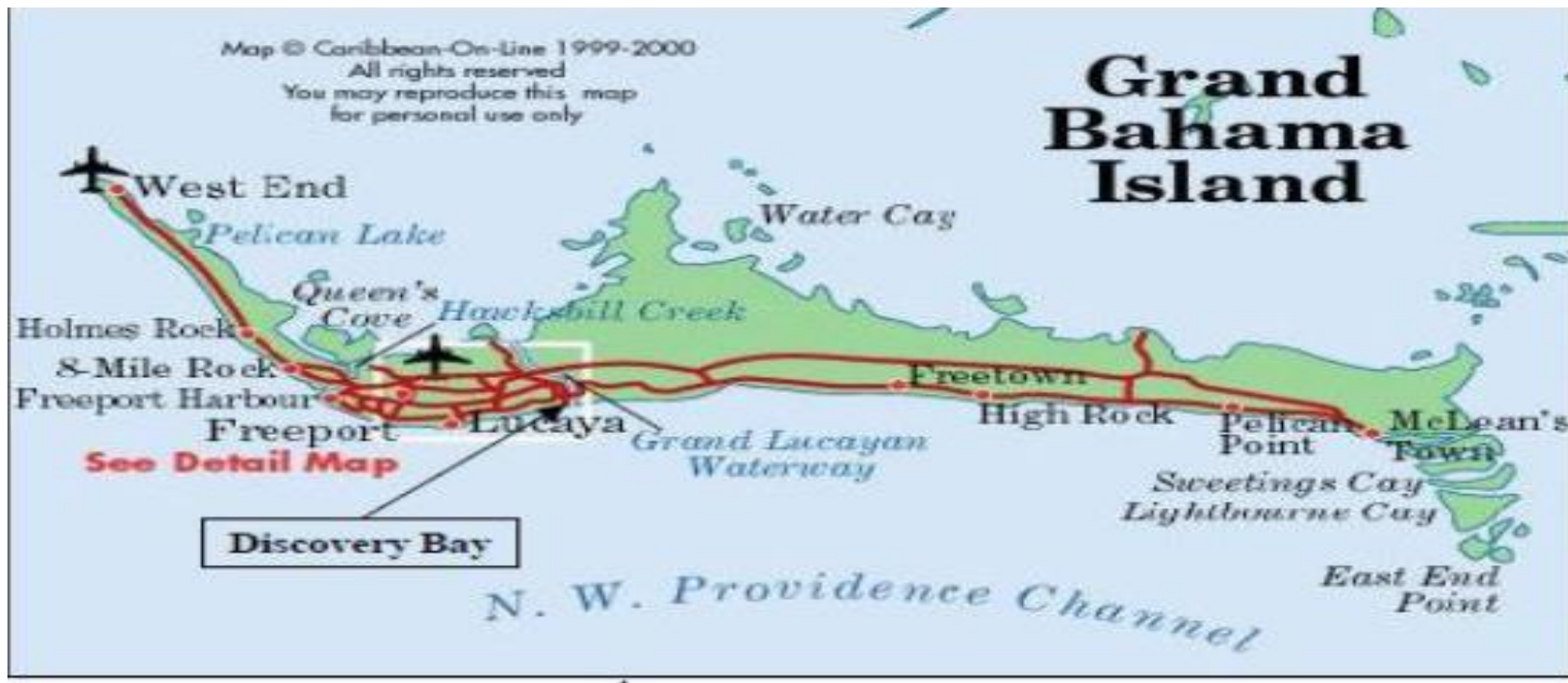
Executive Summary

Discovery Bay LLC is a to be formed Delaware limited liability company that will operate a company for the land development and land sales to developers and operating companies all wanting to build tourist related businesses on the Island of Grand Bahama.

Discovery Bay, when fully developed will be an integrated resort. The planned hotel/casino will be anchored by a well know casino operator that will also be an investor/owner in the Discovery Bay LLC entity.

Open Source Capital, LLC has been retained by the owner of Discovery Bay on Grand Bahama Island to provide consulting services to assist the owner in forming an LLC to syndicate the acquisition, development, and sale of parcels of land located on Grand Bahama Island referred to as "**Discovery Bay**", and establishing debt and equity investment parameters, and preparing operating investment documentation. Specifically Open Source Capital, LLC will assist the Company in implementing a real estate syndication for the development of Discovery Bay and the sale of land parcels, by (i) assisting the Company's management in sourcing purchasers for various parcels of the property, including, but not limited to one or more hotels, a casino, timeshare units, condominiums, a marina and other retail establishments, (ii) structuring various financing alternatives (each a "Financing") for the Company and potential land purchasers, (iii) developing joint venture programs, syndicated loan programs, and syndications, under which the Company or the related land purchasers that may require financing including, using Regulation D 506(c) offerings and (iv) preparing marketing material and acting as a syndication manager/advisor, all in a manner that will help to achieve the conclusion of various financial transactions which are needed to finance the acquisition, construction and operation of the entities formed to build and operate Discovery Bay.

Open Source Capital is reaching out to advisors, investors, and potential owner/developers of hotels, casinos, timeshare units, condominiums, marinas and other retail establishments that might want to be involved in the project.





Inlet



Beach front looking west



Canals and turning basin



Beach front looking east

Why Invest in Discovery Bay

Hotels and Marinas in the Bahamas when managed properly can offer investors a superior risk-adjusted return.

The Sponsors have developed a ground-breaking plan for developing a Five Star Resort that offers a solution for investors looking to make a direct, or indirect, investment in a resort development providing gambling yachting, fishing, club services and dining to members and guests.

The project is being financed by using a combination of senior debt, land equity, land bay sales, and a limited amount of passive investor's equity in order to produce an investment structure that meets the demands of sophisticated investors worldwide.

By having assembled a team of top-notch owner/operators and a group of accredited- investors, investment bankers, mortgage bankers, attorneys, compliance experts, and accountants, the Sponsors can produce an exciting resort property with a conservative risk-reward structure.

The Area:

- **Established Travel Destination – The Bahamas Caribbean culture and tropical beauty has established it as a world-renowned tourist destination.**
- **Closest non-US recreational islands to the US**
- **Constrained ocean front real estate investment market in the US (– a lack of land coupled with severe restrictions on new development has created an imbalance with limited supply and high demand for ocean front real estate assets. This imbalance ensures consistent growth in property values.**
- **Worldwide Boating and Watersports Mecca – The Bahamas are considered part of the sport fishing capital of the world and home to some of the largest reefs within boating distance of the United States, making Grand Bahama Island a close domestic destination for all marine-based activities.**

DISCLAIMER:

In accordance with SEC rules and regulations the Sponsor is offering Accredited Investors a direct investment presentation that contain information to be used solely for the purpose of discussion. Under no circumstances is this presentation to be used to or considered as an offer to sell, or solicitate any offer to buy any security. Any such offer only be made pursuant to a prospectus, or other offering documents, meeting the requirement of applicable Federal and State securities laws.

For more information contact Kyle Meyer kmeyer@opensourcecap.com

Advantages of this type of Investment

- **Reduces the cost of entitling land for development**
- **Reduces the risk of purely speculative construction**
- **Reduces the risk of regulatory permitting issues**
- **Provides direct and indirect investment**
- **Allows investors to enjoy the use of their investment dollars**
- **Filters investing companies purchasing parcels to assure alignment of interest with other companies and investors**
- **Project built with materials and features which will make a building 'green'.**

These include:

- **Efficient use of energy, water and other resources**
- **Use of renewable energy, such as solar energy**
- **Pollution and waste reduction measures, and the enabling of re-use and recycling**
- **Good indoor environmental air quality**
- **Use of materials that are non-toxic, ethical and sustainable**
- **Consideration of the environment in design, construction and operation**
- **Consideration of the quality of life of occupants in design, construction and operation**
- **A design that enables adaptation to a changing environment**

Supporting Companies:

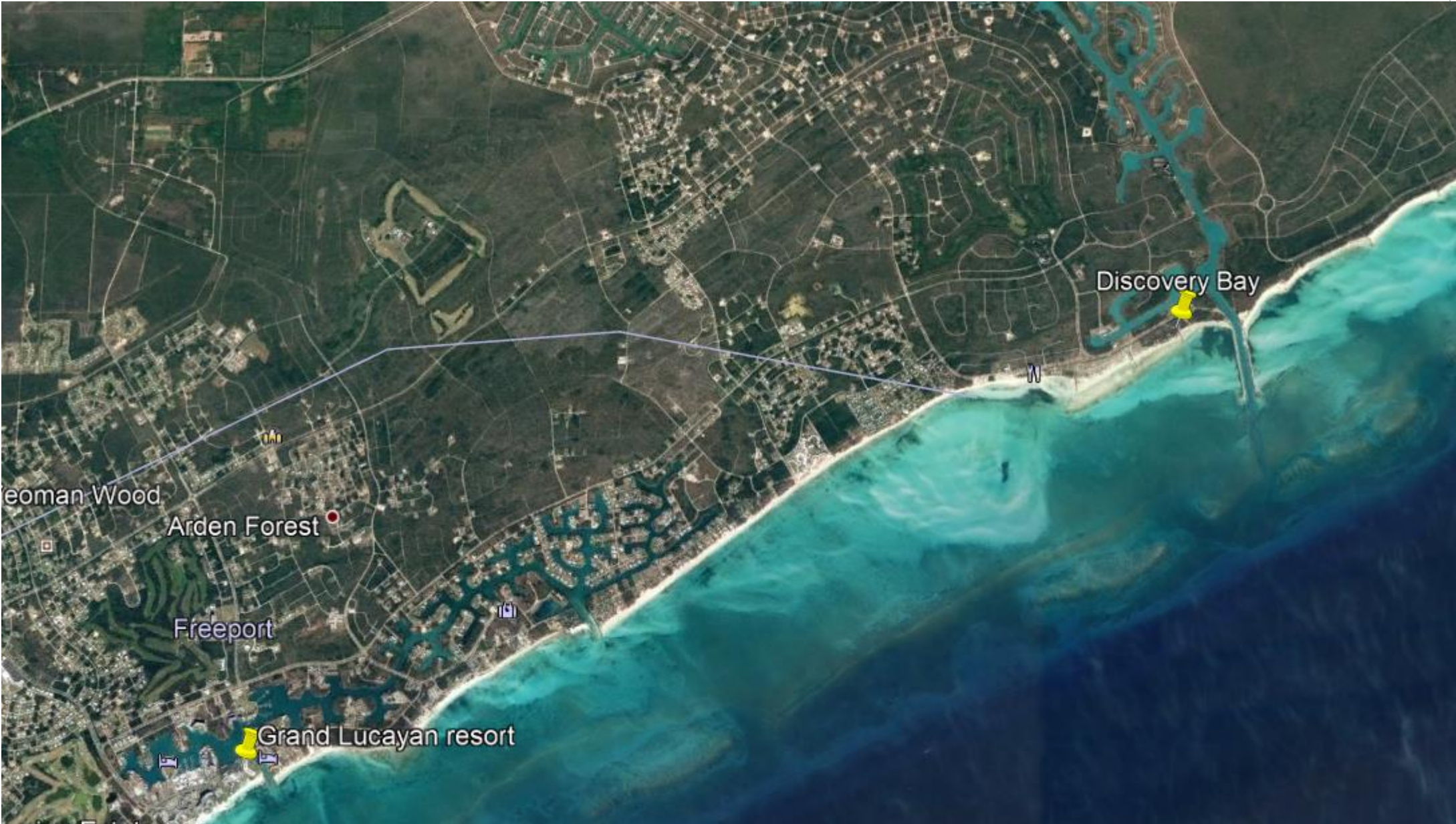
- **Land- Land Contributor**
- **Hotel/Casino- Owner Operator**
- **Land Developer-**
- **Timeshare- Owner/Developer**
- **Condominiums- Owner/Developer**
- **Residential- canal & ocean front Developer/Builder**
- **Marina- Owner Operator**
- **Premier UHPC, LLC**
- **Open Source Capital, LLC- Consultant for real estate syndication**

Project's Competitive Advantages:

- **The primary barrier to competition is the limited amount of beachfront property that is zoned, approved, and entitled for casino operations and land well located for a marina. Given the nature of the property's entrance, by water or commercial air transportation, development of this type is limited and thus is an economic barrier to entry in the subject market which should limit new supply in the foreseeable future.**
- **Vegas style gambling and first-class marinas in desirable locations are experiencing very strong demand as is indicated by the limited number of available boat slips in Florida . Overall, it is our opinion that the demand for boat slips and dry racks in Discovery Bay will be strong with potential for appreciation over the long-term assuming interest rates remain low and the market continues to exhibit signs of strength.**

Grand Lucayan Purchase Deal Signed – Mega-Investment On The Way

The Grand Bahama project is Holistica’s largest development. It comprises two major components – the Lucayan resort property and Freeport Harbor.



Proforma

Land Sales only

Grand Bahamas - Discovery Bay Development						
Capital Stack				% of Total	Capital Accounts	
Land Sponsors		\$ 6,000,000		34.29%	\$ 6,000,000	26.667%
Hotels & Casino		\$ 7,500,000		42.86%	\$ 7,500,000	33.333%
Medical Center		\$ 1,000,000		5.71%	\$ 1,000,000	4.444%
Other land purchasers		\$ 3,000,000		17.14%	\$ 3,000,000	13.333%
Total Sponsor Equity		\$ 17,500,000		100%		37.63%
Presales Deposits		\$ -		0.00%		
Senior Debt - Bridge Loan		\$ 24,000,000		51.61%		
LP Equity		\$ 5,000,000		10.75%	\$ 5,000,000	22.222%
Total Sources of Funds		\$ 46,500,000		100.00%	\$ 22,500,000	100.000%
Use of Funds						
Property Purchase		\$ 34,000,000	60 acres			
Engineering		\$ 500,000				
Syndication Fees - 12 Months		\$ 240,000				
Work Product Fee		\$ 465,000				
Financing- Monetization		\$ 1,995,000				
Presales/marketing		\$ 300,000				
Development		\$ 9,000,000				
Total Costs		\$ 46,500,000				
Land Sales						
			Units			
Hotel/Casino		\$ 15,000,000	500	\$ 30,000	Presold	
Hotel		\$ 12,500,000	500	\$ 25,000	Presold	
Timeshare		\$ 2,250,000	150	\$ 15,000		
Condo Units interior		\$ 2,250,000	150	\$ 15,000		
Condo Docks & Dry Storage		\$ 15,000,000	150	\$ 50,000		
Medical Center		\$ 2,000,000				
Marina/watersports		\$ 3,000,000	1			
Retail/Restaurant		\$ 2,000,000	1			
Beach front & canel condo/ TH		\$ 26,000,000	26	\$ 1,000,000		
Total		\$ 80,000,000				
Land Sales		\$ 80,000,000				
Less: Sales Expense		\$ (2,000,000)	2.50%			
Total Costs		\$ (46,500,000)				
Gross Land Sales Profit		\$ 31,500,000				
Less: Developer Promote	\$ 6,300,000		20.00%			
Developer Profit Share	\$ 3,360,000					
Total Developer	\$ 9,660,000	\$ (9,660,000)				
Profit to Other Investors		\$ 21,840,000			Return on Cost	46.97%

CASH FLOW

SE20200302.V.5 Discovery Bay

				Land Sales Cash Flows						
					Year 1	Year 2				
				Hotel/Casino	\$ 15,000,000					
				Hotel	\$ 12,500,000					
				Other	\$ 26,250,000	\$ 26,250,000				
				Utilized Deposits	\$ -					
				Sales Proceeds	\$ 53,750,000	\$ 26,250,000	\$ 80,000,000			
				Less: Sales Expense	\$ (1,343,750)	\$ (656,250)	\$ (2,000,000)			
				Principal Debt	\$ (24,000,000)		\$ (24,000,000)			
				Remaining Costs	\$ (22,500,000)		\$ (22,500,000)			
				Distributable Funds:	\$ 5,906,250	\$ 25,593,750	\$ 31,500,000			
				Developer Promote:	\$ (1,181,250)	\$ (5,118,750)	\$ (6,300,000)			
				Distributable to Investors:	\$ 4,725,000	\$ 20,475,000	\$ 25,200,000			
Capital	% of Sponsor Equity	% of Total Equity	Initial Investment	Year 1	Year 2	Total Cash Flow	IRR	Equity Multiple		
Land Sponsors	\$ 6,000,000	34.29%	26.67%	\$ (6,000,000)	\$ 7,260,000	\$ 5,460,000	\$ 6,720,000	96.38%	3.24	
Hotels & Casino	\$ 7,500,000	42.86%	33.33%	\$ (7,500,000)	\$ 9,075,000	\$ 6,825,000	\$ 8,400,000	96.38%	3.24	
Medical Center	\$ 1,000,000	5.71%	4.44%	\$ (1,000,000)	\$ 1,210,000	\$ 910,000	\$ 1,120,000	96.38%	3.24	
Other land purchasers	\$ 3,000,000	17.14%	13.33%	\$ (3,000,000)	\$ 3,630,000	\$ 2,730,000	\$ 3,360,000			
Developer Promote				\$ (3,000,000)	\$ 1,181,250	\$ 5,118,750	\$ 6,300,000			
Total Land Developer				\$ (3,000,000)	\$ 4,811,250	\$ 7,848,750	\$ 9,660,000	189.29%	7.44	
Total Sponsor Equity	\$ 17,500,000	100.00%								
LP Equity	\$ 5,000,000		22.22%	\$ (5,000,000)	\$ 6,050,000	\$ 4,550,000	\$ 5,600,000	96.38%	3.24	
Total	\$ 22,500,000		100.00%	\$ (22,500,000)	\$ 28,406,250	\$ 25,593,750	\$ 31,500,000			
Reconciliation:				Capital Funded Costs	\$ 22,500,000	\$ -	\$ 22,500,000			
				Developer Promote	\$ 1,181,250	\$ 5,118,750	\$ 6,300,000			
				Distributable to Investors	\$ 4,725,000	\$ 20,475,000	\$ 25,200,000			
					\$ 28,406,250	\$ 25,593,750	\$ 54,000,000			
				Sales Expense	\$ 1,343,750	\$ 656,250	\$ 2,000,000			
				Principal Debt	\$ 24,000,000	\$ -	\$ 24,000,000			
					\$ 25,343,750	\$ 656,250	\$ 26,000,000			
				Totals	\$ 53,750,000	\$ 26,250,000	\$ 80,000,000			