

VILLAGE PRESIDENT
Ray Danford

VILLAGE CLERK
Jerry Menard

VILLAGE TRUSTEES
Rita Baker
Seth Speiser
Charlie Mattem
Ray Matchett, Jr.
Steve Smith
Mike Blaies

VILLAGE OF FREEBURG

FREEBURG MUNICIPAL CENTER
14 SOUTHGATE CENTER, FREEBURG, IL 62243
PHONE: (618) 539-5545 • FAX: (618) 539-5590
Web Site: www.freeburg.com

VILLAGE ADMINISTRATOR
Dennis Herzing

VILLAGE TREASURER
Bryan A. Vogel

PUBLIC WORKS DIRECTOR
Ronald Dintelmann

POLICE CHIEF
Melvin E. Woodruff, Jr.

VILLAGE ATTORNEY
Weilmuenster Law Group, P.C.

April 8, 2013

NOTICE MEETING OF THE ELECTRIC COMMITTEE (Blaies/Smith/Matchett)

An Electric Committee Meeting of the Village of Freeburg will be held at the Municipal Center, Executive Board Room, **Wednesday, April 10, 2013, at 5:30 p.m.**

ELECTRIC COMMITTEE MEETING AGENDA

I. Items to be Discussed

A. Old Business

1. Approval of March 13, 2013 minutes
2. Franchise Fee (Ameren)
3. HAPS
4. Portable Generator replacement
5. Arc Flash
6. Safety Training
7. Digger truck
8. Charter Agreement
9. Wiegmann's project/Grade school project
10. Shed
11. Spreadsheet of agreements
12. Risk assessment conducted by insurance company
13. Combustion turbine
14. Spill Containment
15. Doors at old power plant

B. New Business

1. Landmark Dividend

C. General Concerns

D. Public Participation

E. Adjourn

—At said Electric Committee Meeting, the Village Trustees may vote on whether or not to hold an Executive Session to discuss the selection of a person to fill a public office [5 ILCS, 120/2 - (c) (3)], litigation [5 ILCS, 120/2 - (c)(11)] personnel [5 ILCS, 120/2 - (c) (1)]; or real estate transactions [5 ILCS, 120/2 - (c)(5)].

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ELECTRIC COMMITTEE MEETING
Wednesday, April 10, 2013 at 5:30 p.m.

The meeting of the Electric Committee was called to order at 5:30 p.m. on Wednesday, March 13, 2013 by Chairman Mike Blaies. Committee members present were Chairman Mike Blaies, Trustee Steve Smith, Trustee Ray Matchett, Mayor Ray Danford, Public Works Director Ron Dintelmann, Assistant Public Works Director John Tolan, Village Administrator Dennis Herzing and Office Manager Julie Polson. Guests present: Elizabeth Niebruegge, Sandy Dintelmann and Janet Baechle.

A. OLD BUSINESS:

1. Approval of March 13, 2013 Minutes: Trustee Steve Smith motioned to approve the March 13, 2013 minutes with corrections and Trustee Ray Matchett seconded the motion. All voting aye, the motion carried.
2. Franchise Fee (Ameren): Dennis said he has a list of 15-16 people still on Ameren in the Village. He stated about half of them have expressed an interest in switching their electric over to Freeburg. Julie will work on getting letters out to them to start the process. Dennis said Ron knows Todd Masten and will be able to work with him on this.
3. HAPS: Ron said we are waiting on the permit.
4. Portable Generator Replacement: Ron said Craig at Burr Oak has not given him the estimate on the labor for the bad generator. He will have that at the next committee meeting. Because of the weather, we need to get that portable generator fixed as quickly as possible.
5. Arc Flash Study: Ron said since the weather is improving, we will paint the switchgear and work on the doors soon. We still need to train on the new relays. John said Wiegmanns called wanting arc flash data and we were able to get that to them right away.
6. Safety Training: CPR training was completed and John said it was the best training they had ever had. They talked about purchasing an AED for each electric department truck and also a first aid kit in every truck. Ron said we have trenching/shorting set for April 24th. Julie sent Ron an email from the Illinois Electric Co-Op gauging interest in a trenching/shoring competent person session and Ron will contact them advising we are interested in attending that training. Trustee Blaies asked if we are going to purchase an arc flash suit and John said we don't really need one. We have 4 areas we could use it and all of them can be killed which would alleviate the need for a suit.

7. Digger truck/demo: John said the delivery date is now the 22nd. We had a couple minor things that needed to be taken care of.
8. Charter Agreement: We are waiting to see if Charter agrees with our proposal. We are not willing to change our code regarding work done in the right-of-way.
9. Wiegmann's project/Grade School project: John said we are almost done with the first one. John talked to Tim Havel at the grade school and scheduled a meeting on Monday at 9:00 a.m. to show them what we are going to do. He did confirm with them they want to do the project over the summer months.
10. Shed: Ron said the bid date on the concrete floor is Friday, April 19th at 2:00 p.m. Pat Netemeyer drew up the specs for that. We will be using Ehert for the rough-in plumbing and Toennies for the radiant heat. Trustee Matchett had someone approach him about that and asked if he could submit a price and Ron said that would be fine. Due to the quotes that came in, only the concrete floor needed to be bid. Ron asked Ray to have Jay Krieg contact him so he could send Jay the specs. Both Ron and Dennis visited a 100 x 200 building with radiant heat installed by Toennies and said it was very nicely done. Dennis said the big difference in price on the radiant heat quotes is Belo and Ehert use tanks and heaters and Toennies uses point of use water heaters. Dennis said BHM&G is going to sketch up the electrical needs for the shed and also give us some suggestions on ventilation.
11. Spreadsheet of agreements: Julie revised the new sewer loan payments and said she will finalize it once we receive the loan payment schedule from IEPA. She also added Waste Management's agreement in there. Mike asked if she could show the differences between revenue-producing agreements and non revenue-producing agreements.
12. Risk assessment conducted by insurance company: Ron said we need to decide how often we want to conduct the inspections on the battery banks, switchyards and switchgear. He has not assigned the task of inspecting these items yet. He stated it should be implemented by the next committee meeting. He also stated this is not an OSHA regulation but rather more of an electric standard.
13. Combustion turbine: Nothing new.
14. Spill containment: John said we have pretty much everything out at the new containment area. We only have some electric cabinets and old reels of wire at the west plant. Shane has another list of transformers that he will be getting to Ron to test and get rid of. We are also going to build a rack at the north plant where we can store our utility poles.
15. Doors at old power plant: The doors are in and Mike asked if we've had any problems with them opening. Ron and John were aware of any problems. Mike said someone approached him with about the openers not working properly.

Ron found a 2012 F550 Diesel dump truck in Wisconsin on state bid. The dealer is willing to send it to Monroe Truck to have the strobe package installed and deliver it to us at a cost of \$48,500. We have allocated money in the budget to purchase a new truck. It won't only be used as a leaf truck. We can also hook up a snow plow or spreader. If we wait for a 2013 state bid truck, it will take at least 4 months to receive it.

Trustee Mike Blaies motioned to recommend to the full Board we purchase a 2012 F550 Diesel dump truck from Elkhart Motors at a cost of \$48,500 and Trustee Steve Smith seconded the motion. All voting aye, the motion carried.

B. NEW BUSINESS:

1. Landmark Dividend: Julie said this is another company that is interested in our cell tower. The committee requested financial information from them.

- C. GENERAL CONCERNS:** Administrator Herzing said we need to appoint someone else as IMEA Director since he is retiring. He recommended we give that appointment back to Ron. He suggested Shane or Clark to take him to the monthly meetings. This gives them the opportunity to see how IMEA works.

Trustee Steve Smith motioned to recommend to the full Board Public Works Director Ron Dintelmann be appointed as the IMEA Director from the Village of Freeburg and Trustee Ray Matchett seconded the motion. All voting aye, the motion carried.

D. PUBLIC PARTICIPATION: None.

- E. ADJOURN:** *Trustee Steve Smith motioned to adjourn at 6:27 p.m. and Trustee Ray Matchett seconded the motion. All voting aye, the motion carried.*



Julie Polson
Office Manager

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ELECTRIC COMMITTEE MEETING
Wednesday, March 13, 2013 at 5:30 p.m.

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A. OLD BUSINESS:

1. Approval of February 13, 2013 Minutes: Trustee Steve Smith motioned to approve the February 13, 2013 minutes and Trustee Ray Matchett seconded the motion. All voting aye, the motion carried.
2. Franchise Fee (Ameren): Dennis said he has not done anything with this. He will work on this with Ron.
3. HAPS: Ron said we are waiting on the permit. John said BHM&G brought Breese and one other community over to see what we did on the HAPS program. The other communities were just getting started.
4. Portable Generator Replacement: Ron said the generator at Burr Oak has had the fuel pump and injector repaired. It will cost approximately \$2500 more in repairs to finish this one and we could then place it at the west plant as a stationary generator. The second generator would cost about \$10,000 in parts and labor to fix. Basically we would be spending \$16,000 to fix the two generators rather than spending approximately \$30,000 for a used one. The committee directed Ron to finish up the repairs on the one at Burr Oak and get a firmer price on the second generator. We can pour an 8 x 10 concrete pad to set the generator at the east plant. We won't need to get an air or construction permit to do that. We will purchase a double-wall 500 gallon tank from FS. Dennis will verify with Verbal at BHM&G that we don't need to get an above-ground tank permit.
5. Arc Flash Study: Ron said we still need to do the cutout on the doors.
6. Safety Training: Ron said our CPR training was rescheduled to April because the instructor was sick. We will be training on trenching/shoring and confined spaces on March 27th. Our insurance company is looking into finding a competent person at some other time for this training.

7. Digger truck/demo: John said Shane and Clark went to look over the truck today. It still needs to be painted. By the time we receive the truck, we won't have to make a payment until after the end of the next year's budget.
 8. Charter Agreement: Dennis said Attorney Manion has reviewed the contract. He and Dennis have agreed not to accept Charter's proposed language regarding work done in our right-of-way. We are sending it back to Charter advising them that they need to follow our code. We'll see what Charter comes back with.
 9. Wiegmann's project/Grade School project: Ron said we are working on the secondary and the work is progressing slowly. There is nothing new to report on the school project. Dennis believes they are waiting until summer to work on that project.
 10. Shed: Ron said the gutters were installed yesterday. He received pricing from Thermo Door for openers and installation on the 6 doors, they quoted a price of \$5472; Grainger wanted \$6643 for the openers only, and McMaster quoted \$5300 for the openers only. The committee agreed to have Thermo Door install the openers. Ron gathered pricing on the plumbing rough-in for the bathroom from Ehret - \$1525; Netemeyer - don't have yet; and Bello - \$3230; concrete floor from Fournie - \$44030; Yarber - \$38540; and Wolf - \$28,849; and radiant floor heat from Belo - \$39,360; Toennies - \$13,912; and Ehret - \$40,740. After seeing the prices, we may have to bid both the concrete floor and radiant heat. Ron will ask Toennies if we can see some other projects where they installed the radiant heat. Dennis suggested we have Netemeyer draw up the specs to formally bid the plumbing.
 11. Spreadsheet of agreements: The spreadsheet will be updated to reflect the new sewer loan with yearly payments of about \$38,000. This replaces the loan where we were paying \$9,000 in yearly payments.
 12. Risk assessment conducted by insurance company: Ron said there is nothing new to report.
 13. Combustion turbine: Nothing new.
 14. Spill containment: Ron said we are moving our equipment from the west plant out to the spill containment area at the north plant. After we get everything out there, we will inventory it to see what we have. He said we are getting low on the 25 kva transformers and may place an order soon. We are also going to build a rack at the north plant where we can store our utility poles.
 15. Doors at old power plant: Discussed above. Ron reported Thermo Door should finish up the doors next week.
- B. **NEW BUSINESS**: None.
- C. **GENERAL CONCERNS**: None.

D. **PUBLIC PARTICIPATION:** None.

E. **ADJOURN:** *Trustee Steve Smith motioned to adjourn at 6:28 p.m. and Trustee Ray Matchett seconded the motion. All voting aye, the motion carried.*



Julie Polson
Office Manager

Agreements In Effect

Agreement	Term	Payments *Figures as of 2/10/12
Ameren Gas Franchise Ameren pays in August	8/15/2011 - 8/15/2021	2012: \$14,985 2013: \$12,475 2014: \$ 9,965 2015: \$7,455 2016-21: \$4,950
American Tower request to negotiate lease	Purchase price of \$86,000; perpetual easement	1/18/99 - 1/17/19 \$6,900 (thru 2010) \$7,935 (thru 2015) \$9,125 (thru 2019)
AT&T Land Line Contract	3 year term expires 12/23/2015	None, discount received on monthly bill
Charter - cable franchise	1/18/99 - 1/17/19; being negotiated	3% of gross revenue (\$18,000/yr)
Charter Pole Rental Agreement	\$5.00 per pole/800 poles	\$4,000.00 yearly
C.J. Schlosser & Company (audit)	3/31/11 - 3/31/13	\$9,050 (2011) \$9,300 (2012) \$9,550 (2013)
CellNet - Ameren/Landis & Gyr (Pole Meter Agreement)	6/6/11 - 6/5/13	\$480 yealy pole rental + utility cost
Citizens Bank	1/9/12 - 1/9/15	3 annual payments of \$12,864.59 beginning on 1/9/13 for 2011 Case backhoe
Citizens Bank	Pool loan - pending (approximately \$250,000)	Will be deleted since loan not needed
Citizens Bank	Sewer machine loan (\$46,000)	two payments of \$24,216.71
Citizens Bank	Electric digger truck	\$175,000; not financed yet.
Clean Uniform	3/1/12 - 2/28/18	Public works uniform agreement
IDOT Traffic Signal Master Agr.	7/1/11 - 6/30/21	No payments to us
IEPA - Wastewater Project L17-1760	Total due \$618,589.02; paid \$334,827.30 to date.	\$283,761.72 owed to be paid off in 18 semi annual payments of \$15,764.54 on 10/21/20
IEPA - Drinking Water L17-1284	Total due \$140,179.80; paid \$86,656.35 to date.	\$53,523.45 owed to be paid off in 15 semi annual payments of \$3,568.23 on 3/1/19
IEPA - Wastewater Project L	Haven't received paperwork yet	Approximately \$38,000 in yearly payments; don't have repayment schedule yet
KDL/Windstream (fiber through town)	6/6/11 - 6/5/16	Invoiced yearly \$10 pole/50 poles - \$500.00
North Power Plant Bond Issue	Refinanced \$4,780,000; have paid \$303,995.17 as of 12/12	\$440,000 paid yearly (principal & interest); ends December, 2025

Julie Polson

From: Suzette Banzo < >
Sent: Wednesday, March 06, 2013 2:38 PM
To: jpolson@freeburg.com
Subject: Landmark Dividend
Attachments: Landmark Dividend Company Profile.pdf

Hello Julie,

It was a pleasure speaking with you today. I have attached some information for you to review and have provided a brief description about the services that Landmark Dividend offers below:

Landmark Dividend works specifically with landlords to manage, protect and finance their long term interests by converting lease payments into large cash payments, thus eliminating any risk incurred by the landlord should the lease terminate.

- Landmark Dividend does not charge any fees or expenses as part of the transaction.
- Landmark Dividend is not purchasing the future rights to additional leases or other types of revenue. If you were to procure a new lease, that revenue would flow to you, not Landmark Dividend.
- Landmark Dividend is not in any way interfering with the existing relationship between you and your tenant. All of these relationships would remain as they are.
- If the leases are cancelled, you would not owe the funds back to Landmark Dividend. We assume all of the risk from the existing tenants.

Most leases have termination clauses that allow tenants to terminate their lease at any time with approximately 90-days' notice. This can happen due to mergers, consolidation, changes in technology or simply due to prohibitive rent costs. Landmark Dividend in effect, ensures landlords security in their investment by providing sizeable cash payments that can be utilized however you see fit. If you would like additional information you can visit our website at www.landmarkdividend.com.

If you would like to know the value of your lease or simply discuss what options you may qualify for, please don't hesitate to reach out to us and we'd be happy to compile an analysis for your review. A specialist from Landmark Dividend will be reaching out to you in the near future to continue our conversation from today. In the meantime, if you have any questions feel free to contact us at any time. Landmark Dividend is here and ready to serve you.

Regards,

Suzette



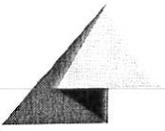
Suzette Banzo

TDS

Phone 888.430.6117

Fax 732.837.2066

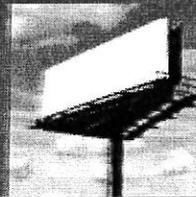
One Bridge Plaza North | Suite 360
Fort Lee, NJ 07024



LANDMARK
DIVIDEND

Maximizing Assets

for Landlords

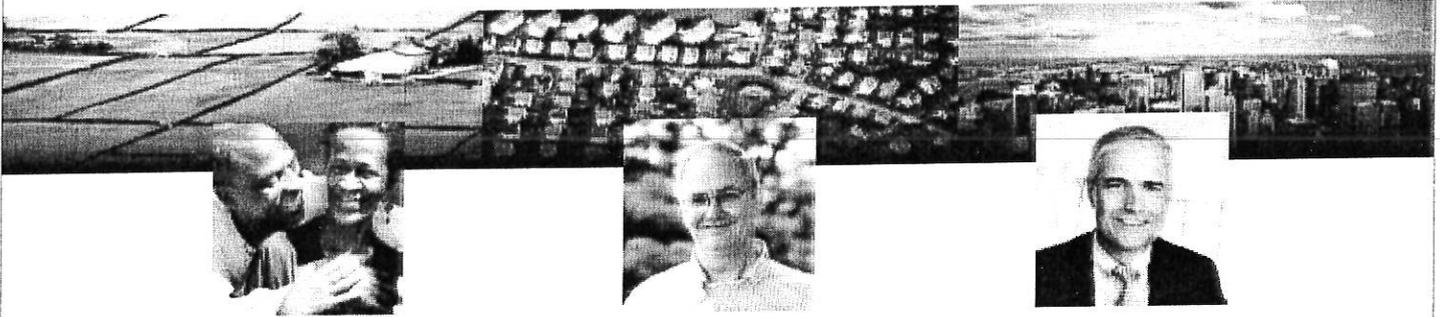


About Landmark Landmark Dividend LLC is the national industry leader in telecom and billboard ground-lease transactions providing value, capital, and liquidity to qualified property owners who lease land for cell tower and billboard assets. As the market leader, Landmark offers a wide variety of products and services to its clients from outright lease acquisitions to long-term financing.

Our track record?

- 100 years of combined experience in the financial services, telecom, and outdoor advertising industries
- 4,000 telecom and billboard ground-lease transactions completed
- \$10 billion+ in total acquisitions and financings
- \$100 million+ capital base

liquidity
capital



Unmatched Opportunity

Creating Value for Property Owners

As a landlord and property owner, you have assets of considerable value — what we call “untapped wealth.” Whether you own the land to billboard ground leases that have been in your family or business for generations, or own a cell site with a single wireless tenant or have multiple telecom leases, these assets are important to you. We understand that. Yet with the uncertain financial climate and ever-changing regulatory environment, you may be questioning the potential risks of relying on the income from these assets. What if you could simplify your life and get the liquidity you need in a lump-sum payout — right now? What if you had the upfront cash to invest in another real estate asset or business, send your kids to college, fund your retirement, pay off your second home or explore other opportunities? With Landmark Divident and our capital solutions and programs, you can.

In 2002, our management team pioneered the ground-lease acquisition business and developed products and services that have led the industry ever since. We have years of experience in financial services, telecom, and the outdoor advertising industry so we do understand the challenges you face every day. And we have worked with individuals and businesses of all sizes, in all industries, so we can provide capital solutions that will meet your specific needs.

During the past 20 years, Landmark Divident’s management team has directly funded billions of dollars of acquisitions of commercial real estate and small business loans, and acquired more than 4,000 telecom and billboard ground leases totaling in excess of \$650 million. With a capital base surpassing \$100 million, you can be assured that we have the financial resources and expertise to provide you with the most efficient and reliable source of funding in the industry.

At Landmark, we have a passion for creating value for property owners just like you. It’s our only business.

Wealth Advantage

Providing Landlords with Capital, Liquidity, and Opportunity

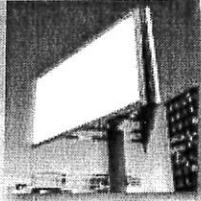
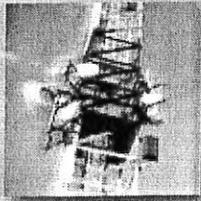
As a property owner, you may be generating income with your leases today, but are you building significant wealth for tomorrow? Landmark can help you maximize your property today in order to secure your future. Having converted thousands of unsecured leases for wireless and billboard assets into secure lump-sum investment opportunities, we know what it takes and how to structure these deals to your advantage. Here are just a few of the key advantages of a Landmark transaction.

A Fair Value Perhaps most important, we understand and recognize the fair value of your property. Unlike traditional lenders who often don't place a value on cellular or billboard ground leases because, in part, they can be cancelled, we do see the inherent value in these assets. We have worked with many landlords just like you — and have the expertise you require. Landmark can help you maximize the equity in your property.

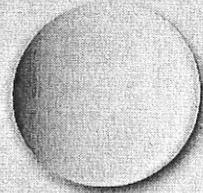
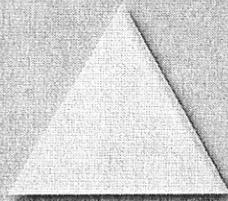
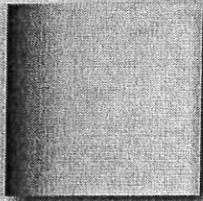
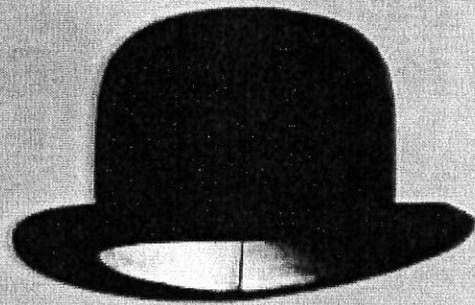
A High Payout Our customized structures and tailored solutions allow us to provide you with some of the highest payouts in the industry. Once the Landmark ground-lease purchase is complete, you receive a lump-sum payment in full. It provides a way for you to turn your unsecured lease into cash that can be used for any purpose — purchasing a hard real estate asset, paying off a more expensive debt, setting up a trust fund for your children's education, adding to your funds for retirement or simply preserving your wealth.

A Reduced Tax Burden A Landmark transaction can create an opportunity for favorable tax treatment. With your current monthly lease income, you pay ordinary income tax. But when you convert your lease with Landmark, the lump-sum payment, in most cases, is eligible for the capital gains tax rate. This can significantly lower your taxes, in some cases by 50 percent. In addition, you may qualify for a 1031 exchange, allowing for full tax-deferral. Landmark helps you evaluate all of these tax and business planning issues, and, of course, we recommend that you discuss this with your tax advisor.

A Long-Term Value Tenants come and go, and most leases can be terminated within 30 to 90 days. And given the mergers and acquisitions taking place in the wireless space, and the consolidation underway with media companies, there is no guarantee that your revenue stream will continue in the future. The good news is that by receiving a full upfront payment from Landmark, you can reduce these risks and your reliance on receiving monthly rent checks. Best of all, you retain ownership of your land so you can build long-term value and net worth.



untapped
wealth



solutions
tailored

Tailored Solutions

Thoughtfully Assessing Your Needs as a Property Owner

Landmark Dividend works tirelessly as your financial partner to offer customized capital solutions that will meet your particular financial needs as a landlord. We offer products and programs that include outright ground-lease acquisitions and long-term financing. And with every step of the way, we ensure that you understand the entire process, and that we have helped you reach your long-term goals.

How does a Landmark transaction work?

First, Initial Review: Our team works closely with you to complete a risk assessment of your site. We conduct a comprehensive analysis and review of factors such as site location, tenant, site type, rental rate, lease structure, comparable rent market analysis, area demographics, and much more. There is no charge for our consultation, and no obligation on your part.

Second, Detailed Proposal: We map out the details of converting your unsecured lease into a secure lump-sum investment, and provide you with a comprehensive, tailored proposal that includes the terms that will address your specialized needs. During this process, we review all options, and strive to always find the best solution to our client's problems. We call it "chasing perfection" so we can achieve excellence in all that we do for you. As pioneers of this industry, we are constantly looking for new ways to improve and innovate. We provide guidance every step of the way, answering your questions and ensuring that the process is as transparent, easy, and efficient as possible.

Third, Closing and Funding: A dedicated, experienced team will be assigned to your deal and will use standardized documentation to conduct due diligence through a series of checklists, and then process, document, and finalize your transaction. At every point in time, you will know exactly where your transaction stands and what we are doing to complete it. By leveraging our experience and advanced technology, Landmark works hard to create an easy and straightforward closing process which is simple, efficient, and satisfying for our clients.

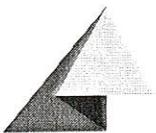
Through this transaction, you only transfer easement and lease rights to us, not your property as a whole. You still own it.

Long-Term Partnership

Cultivating the Relationship that Every Transaction Deserves

At Landmark, once we agree on the terms of a transaction, we make it a priority to close quickly and efficiently — typically within 30 days from clear title. We can achieve this goal because every document, process, and procedure we use has been designed specifically from the very beginning for ground-lease transactions, and has already been fine-tuned in more than 4,000 asset purchases. The Landmark team has years of experience in the ground-lease industry in the areas of legal, underwriting, closing, and servicing transactions — and this means you benefit from our expertise, knowledge, and transparency throughout the entire process. And with a capital base surpassing \$100 million and strong institutional partners, we have the financial strength and expertise to provide the most efficient and reliable source of funding in the industry. We will give your transaction the attention it deserves.

No other management team has this track record of success. And no other company is so committed to its business principles. We do what we say and we're always looking for ways to improve everything we do. With us, your interests always come first. We hope the transaction we complete with you will be one of many, and the start of our continued relationship. While you may be a client today — we hope you will be long-term partner with us tomorrow.



Landmark Dividend LLC

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El Segundo, CA 90245

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E: info@landmarkdividend.com