

HIGH QUALITY, NEWLY CONSTRUCTED
RESORT WITH FILL OPPORTUNITY

OFFERING MEMORANDUM

Willis RV Resort

WILLIS, TX

MONTGOMERY COUNTY



CAPITAL MARKETS | MANUFACTURED HOUSING & RV RESORTS
WILL SHEALY | NORM SANGALANG | JEZ LAWSON

CBRE

AFFILIATED BUSINESS DISCLOSURE

CBRE, Inc. ("CBRE") operates within a global family of companies with many subsidiaries and related entities (each an "Affiliate") engaging in a broad range of commercial real estate businesses including, but not limited to, brokerage services, property and facilities management, valuation, investment fund management and development. At times different Affiliates, including CBRE Global Investors, Inc. or Trammell Crow Company, may have or represent clients who have competing interests in the same transaction. For example, Affiliates or their clients may have or express an interest in the property described in this Memorandum (the "Property") and may be the successful bidder for the Property. Your receipt of this Memorandum constitutes your acknowledgement of that possibility and your agreement that neither CBRE nor any Affiliate has an obligation to disclose to you such Affiliates' interest or involvement in the sale or purchase of the Property. In all instances, however, CBRE and its Affiliates will act in the best interest of their respective client(s), at arms' length, not in concert, or in a manner detrimental to any third party. CBRE and its Affiliates will conduct their respective businesses in a manner consistent with the law and all fiduciary duties owed to their respective client(s).

TREC

The Texas Real Estate Commission (TREC) regulates real estate brokers and sales agents, real estate inspectors, home warranty companies, easement and right-of-way agents and timeshare interest providers. You can find more information and check the status of a license holder at www.trec.texas.gov. You can send a complaint against a license holder to TREC. A complaint form is available on the TREC website. TREC administers two recovery funds which may be used to satisfy a civil court judgment against a broker, sales agent, real estate inspector, or easement or right-of-way agent, if certain requirements are met. If you have questions or issues about the activities of a license holder, the complaint process or the recovery funds, please visit the website or contact TREC at: Texas Real Estate Commission: P.O. Box 12188, Austin, Texas 78711-2188 - (512) 936-3000.

CONFIDENTIALITY AGREEMENT

Your receipt of this Memorandum constitutes your acknowledgement that (i) it is a confidential Memorandum solely for your limited use and benefit in determining whether you desire to express further interest in the acquisition of the Property, (ii) you will hold it in the strictest confidence, (iii) you will not disclose it or its contents to any third party without the prior written authorization of the owner of the Property ("Owner") or CBRE, Inc. ("CBRE"), and (iv) you will not use any part of this Memorandum in any manner detrimental to the Owner or CBRE. If after reviewing this Memorandum, you have no further interest in purchasing the Property, kindly return it to CBRE.

DISCLAIMER

This Memorandum contains select information pertaining to the Property and the Owner and does not purport to be all-inclusive or contain all or part of the information which prospective investors may require to evaluate a purchase of the Property. The information contained in this Memorandum has been obtained from sources believed to be reliable, but has not been verified for accuracy, completeness, or fitness for any particular purpose. All information is presented "as is" without representation or warranty of any kind. Such information includes estimates based on forward-looking assumptions relating to the general economy, market conditions, competition and other factors which are subject to uncertainty and may not represent the current or future performance of the Property. All references to acreages, square footages, and other measurements are approximations. This Memorandum describes certain documents, including leases and other materials, in summary form. These summaries may not be complete nor accurate descriptions of the full agreements referenced. Additional information and an opportunity to inspect the Property may be made available to qualified prospective purchasers. You are advised to independently verify the accuracy and completeness of all summaries and information contained herein, to consult with independent legal and financial advisors, and carefully investigate the economics of this transaction and Property's suitability for your needs. ANY RELIANCE ON THE CONTENT OF THIS MEMORANDUM IS SOLELY AT YOUR OWN RISK.

The Owner expressly reserves the right, at its sole discretion, to reject any or all expressions of interest or offers to purchase the Property, and/or to terminate discussions at any time with or without notice to you. All offers, counteroffers, and negotiations shall be non-binding and neither CBRE, Inc. nor the Owner shall have any legal commitment or obligation except as set forth in a fully executed, definitive purchase and sale agreement delivered by the Owner.

THE OFFERING

Opportunity to acquire a high quality, newly constructed RV resort with fill opportunity in a growing market within the Houston metro.

Ideally situated just off I-45, near Lake Conroe, national parks, golf courses, retail, outdoor recreational activities, premier medical facilities, and downtown Houston, this resort provides a comprehensive array of nearby amenities and attractions.

The brand-new resort includes paved full hookup RV sites with 30' wide interior roads with clubhouse, business center, fitness facilities, sport courts, laundry facilities, and swimming pool. Utilities are public with electricity submeters in-place meaning there is

an immediate upside opportunity in passing through electric to monthly guests. Currently 22% occupied and in lease-up phase, there is tremendous fill opportunity to reach market occupancy and achieve a 10%+ cap rate on the newly constructed park. The park has in-place branding with a full summer event schedule for guests to enjoy. Snowbirds, on-location workers and extended vacationers benefit from long-term accommodations. The resort's spacious RV sites boast top amenities on nearly 20 prime acres, all designed for continual enjoyment.

Please do not visit or contact anyone in the community without approval from the listing brokers.



OFFERING OVERVIEW

WILLIS RV RESORT MH COMMUNITY

Site Address	13421 E FM 1097 Road
City, State, Zip	Willis, TX 77378
County	Montgomery County
Site Area	±20 acres
Total Units	171
Community Type	All-Age
Occupancy	Currently in Lease-Up

UTILITY & BILLING SUMMARY

Service	Provider/Type	Paid By	Tenant Billing
Water	Public	Park	N/A
Sewer	Public	Park	N/A
Electric & Gas	Public	Park	Sub-Metered
Trash	Local	Park	N/A
Storm Drainage			

THIS OFFERING IS UNPRICED

Please do not contact anyone at the property or visit the property without approval from listing brokers.

Please refer to the Information Process page.

INVESTMENT HIGHLIGHTS



PURCHASE FINANCING

- The property is being offered allowing for new financing.
- Please contact our Debt & Structured Finance team for more information on available financing.

LISTING CONTACTS

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will.shealy@cbre.com
TX Licensee

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Jez Lawson
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jez.lawson@cbre.com

Debt & Structured Finance Contacts:

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brent.crawford@cbre.com

Erik Edwards
Senior Vice President
+1 760 402 1942
erik.edwards@cbre.com

This listing will be sold through the Texas licensed real estate broker(s) above. All questions, comments, or other communication should be directed through accordingly.

WILLIS, TX MARKET

Willis, TX, offers significant locational advantages due to its strategic position in Montgomery County just north of Houston. The city enjoys immediate access to major transportation corridors, most notably Interstate 45, which provides direct routes south to Houston and north to Dallas, as well as connections to FM 1097 and Highway 75 for regional travel. This connectivity places Willis within a 45-minute drive of downtown Houston, just 10 minutes from Conroe, and 15 minutes from The Woodlands, making it highly accessible to major employment nodes and business centers in the Greater Houston area. The proximity to The Woodlands—a major

employment and commercial hub—offers residents convenient access to a diverse range of job opportunities in industries such as healthcare, energy, technology, and retail. Additionally, Willis benefits from its location near Lake Conroe and the Sam Houston National Forest, attracting tourism and supporting local hospitality and recreation industries. The area's growing population, affordable housing, and lower property taxes further enhance its appeal for both residents and businesses seeking access to regional economic activity while enjoying a peaceful, nature-rich environment.













OFFERING PROCESS

THIS OFFERING IS PRICED BY MARKET

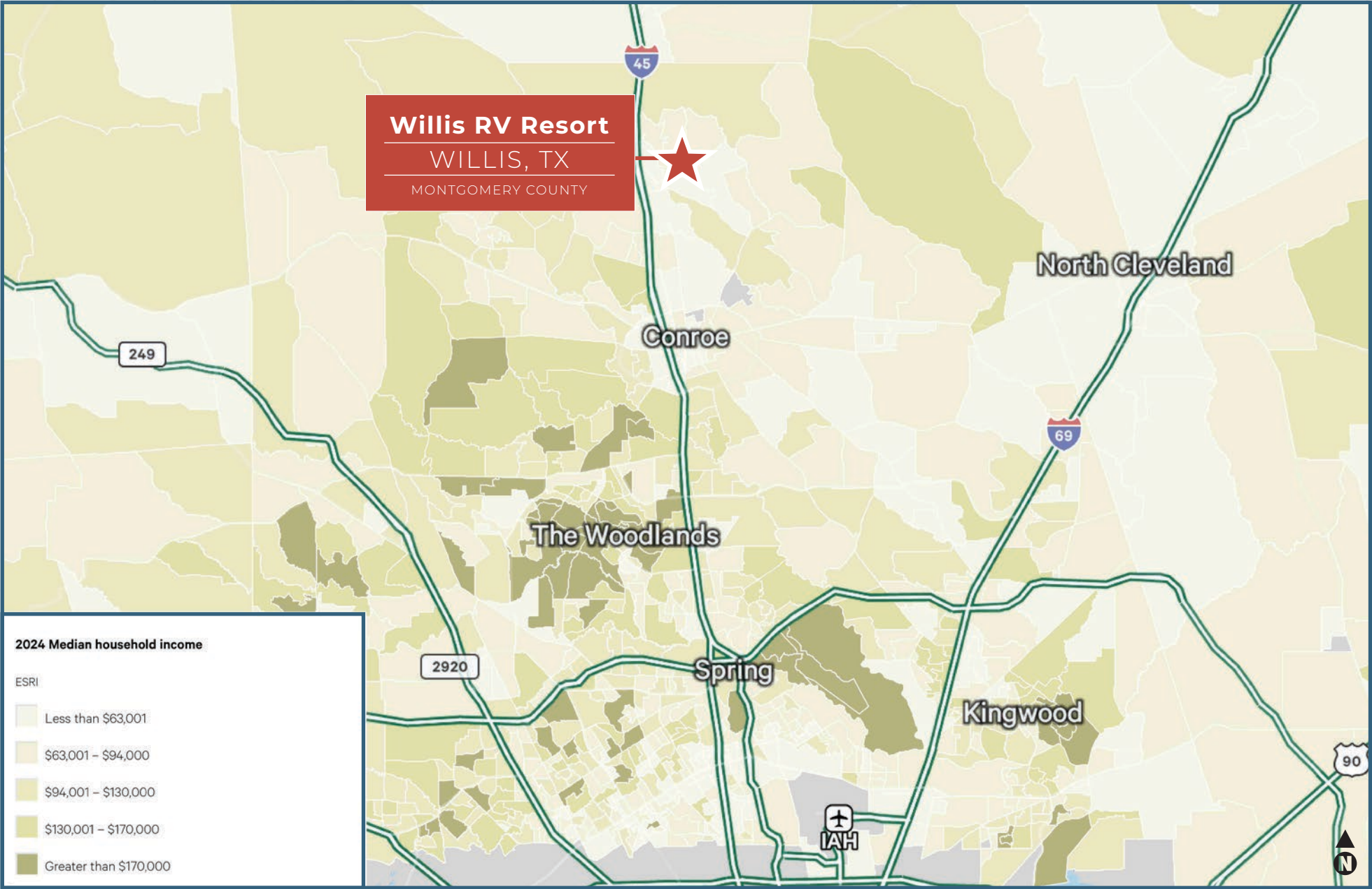
- Offers can be submitted in LOI format but preferred in PSA format.
- Due diligence materials provided with acceptance of confidentiality agreement.
- Additional detail and guidance may be forthcoming and will be noticed to all interested parties.
- Seller may request an interview call with the most qualified offers.
- Any relevant buyer information or experience is encouraged to be submitted with offers, but is not required.



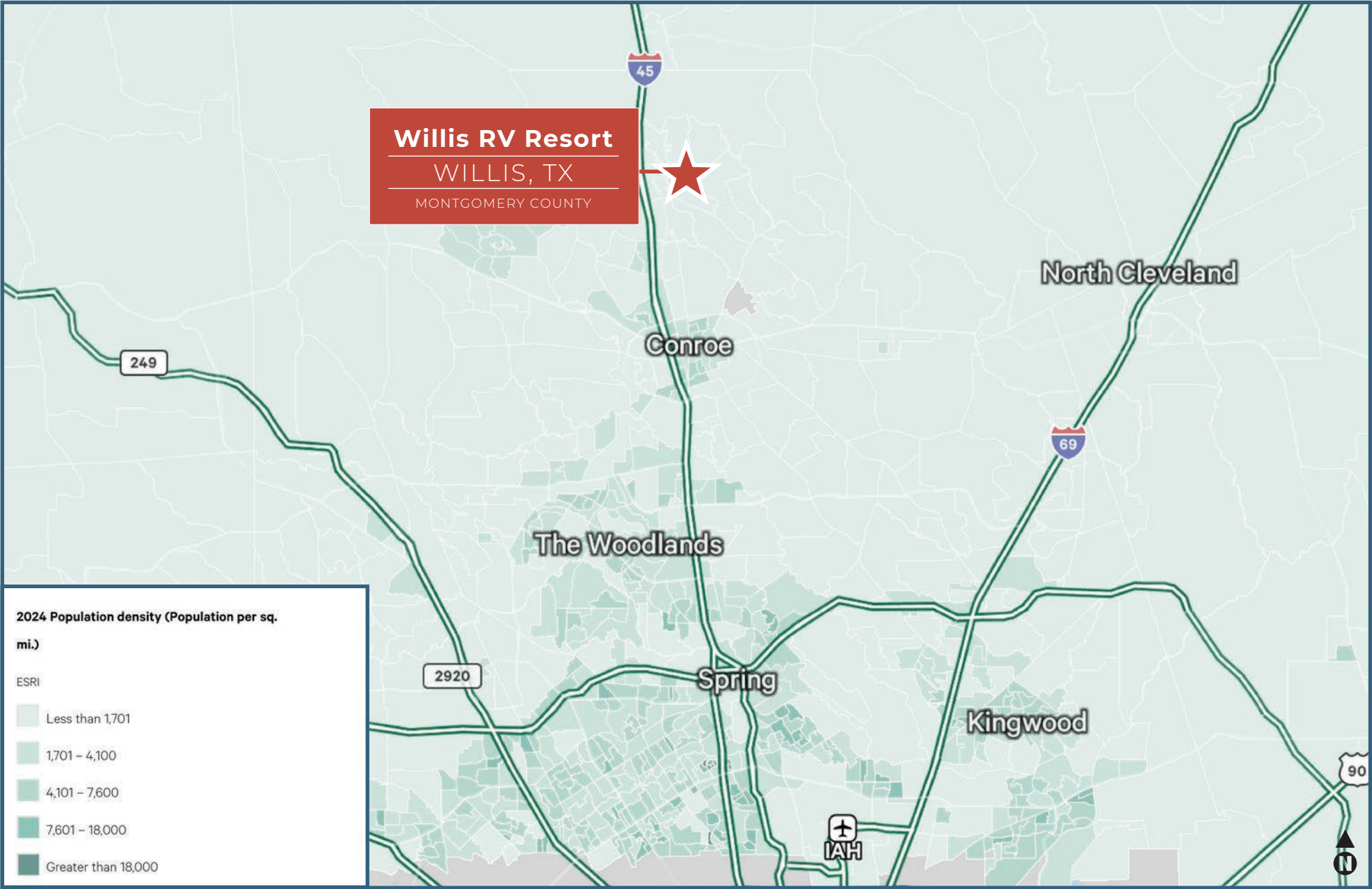
LOCAL TRADE AREA MAP



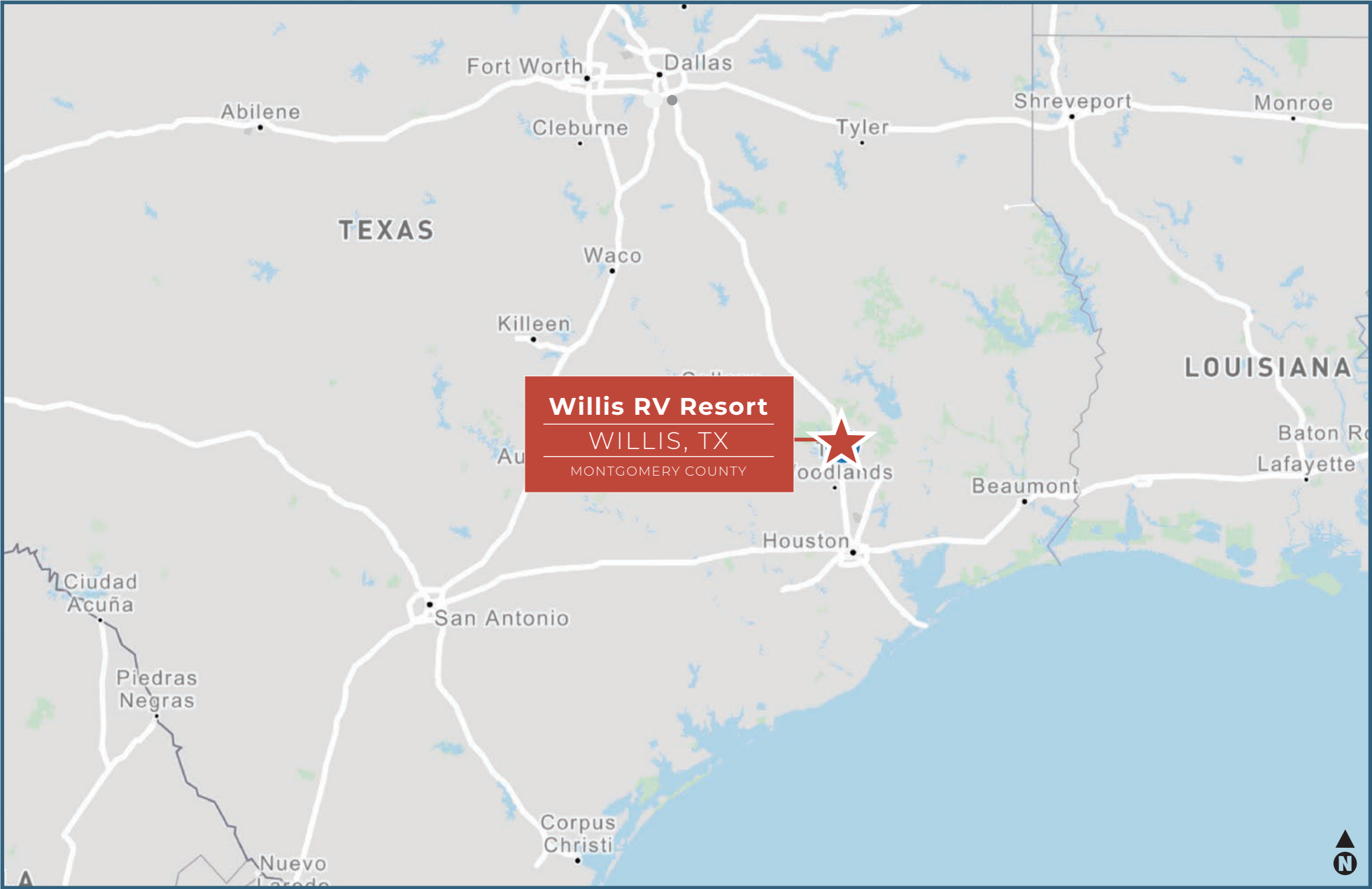
MEDIAN HOUSEHOLD INCOME AREA MAP



POPULATION DENSITY AREA MAP



REGIONAL AREA MAP



PROPERTY SITE MAP



PROPERTY AMENITIES



**ON-SITE
MANAGER
AND
MAILBOXES**



**HIGH-SPEED
WI-FI
THROUGHOUT
PROPERTY**



**PAVED RV
SITES**



**30/50
AMP FULL
HOOKUPS**



**COMMUNITY
CLUBHOUSE
AND
BUSINESS
CENTER**



**FITNESS
FACILITIES &
LIBRARY**



**BASKETBALL
AND PICKLE
BALL**



**SHUFFLE-
BOARD**



**DOG WALK
AREA**



**LAUNDRY
FACILITIES
AND
COMMUNITY
SHOWERS**



**OUTDOOR
HEATED
SWIMMING
POOL AND
HOT TUB**



INFORMATION PROCESS



OFFERING DATA / VDR (VIRTUAL DEAL ROOM)

Investors agreeing to the terms and conditions set forth in the confidentiality agreement can expect an invitation to a password protected document center containing electronic forms of the offering memorandum, operating statements, rent roll and other information that should be useful in the evaluation of the property. For questions regarding the document center, please contact:

Jez Lawson | jez.lawson@cbre.com | +1 858 546 4689



PROPERTY VISITS

All tours or site visits are to be arranged exclusively through CBRE. Please do not contact on-site staff directly or go to the property without scheduling a visit. To schedule a tour please contact:

Will Shealy | will.shealy@cbre.com | +1 832 920 4884



EXCLUSIVE REPRESENTATION

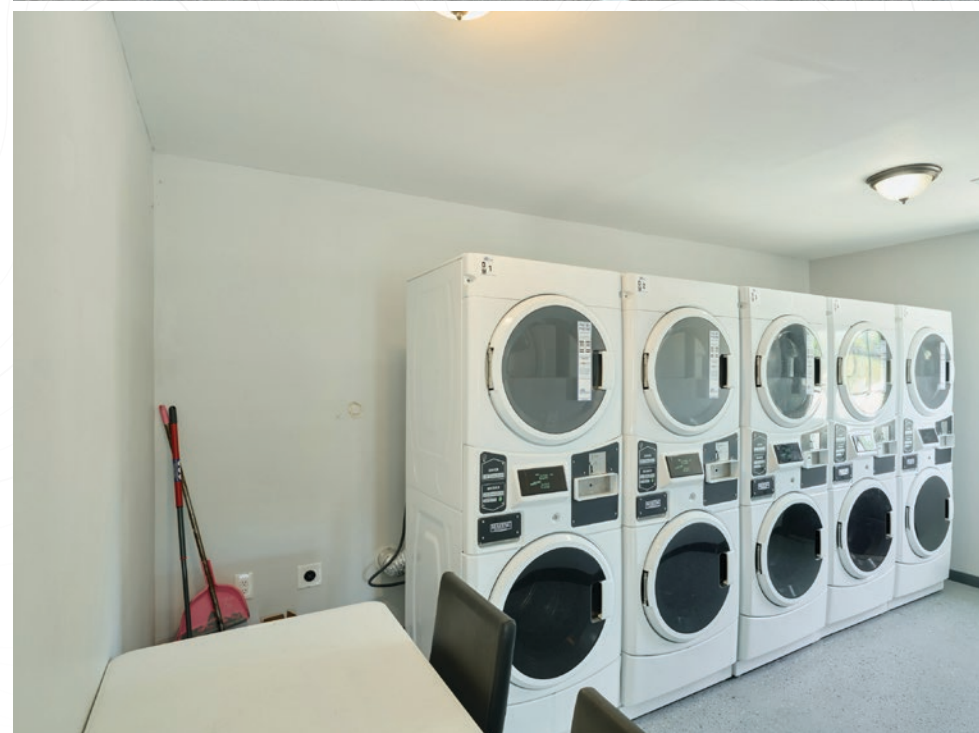
CBRE is exclusively representing the seller in the disposition of Willis RV Resort.



COMMUNICATION

All communication, inquiries and requests should be addressed to the CBRE Team, as representatives of the seller. Management at the property should not be contacted directly. Seller reserves the right to remove the property from the market. Seller expressly reserves the right, in its sole and absolute discretion, to reject any and all proposals or expressions of interest in the property, to terminate discussions with any party at any time or to extend the deadlines set forth in the time schedule.

You are solely responsible for independently verifying information in this confidential memorandum. ANY RELIANCE ON IT IS SOLELY AT YOUR OWN RISK.



CONFIDENTIALITY AGREEMENT

Willis RV Resort - 13421 E FM 1097 Road, Willis, TX 77378

The property owner has requested that all interested parties agree to this Confidentiality Agreement. Upon execution of this agreement, any additional information will be provided only at the discretion of the property owner(s) and their instructions to CBRE (listing brokers). "Due Diligence" level materials may only be released with an accepted proposal or at the discretion of the property owner(s).

I,hereby understand that the salient property "Information" for the property referenced in this offering package is intended for the sole use as a qualified investor and/or as a representing broker. I acknowledge that the information herein and any additional "Information" about this property will be kept confidential and is not to be redistributed.

Broker acknowledges that a new Confidentiality Agreement must be submitted and

accepted by CBRE for each prospective investor individually.

I also agree that neither I nor any affiliated party will visit the property or discuss park matters with park occupants, employees, or government agencies without expressed approval. Neither I nor any affiliated party will attempt to contact ownership and will direct all communications through CBRE only.

All property visits must be approved by the listing brokers. Absolutely no contact with tenants, management, ownership, or governmental agency shall occur without approval from the listing brokers.

This agreement is to remain in effect for one (1) year from the date of signature(s).

DO NOT CONTACT MANAGEMENT OR DISTURB OCCUPANTS. Please contact listing brokers before any visit to the site.

Prospective Investor

Company Name:
Print Full Name:
Email (optional):
Phone Number:
Signature: Date:

Representing Broker (Optional)

Company Name:
Print Full Name:
Email (optional):
Phone Number:
Signature: Date:

Willis RV Resort

WILLIS, TX

MONTGOMERY COUNTY

LISTING CONTACTS

CBRE MANUFACTURED HOUSING & RV RESORT SPECIALISTS

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DEBT AND STRUCTURED FINANCE CONTACTS

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CBRE



Information About Brokerage Services

2-10-2025

Texas law requires all real estate license holders to give the following information about brokerage services to prospective buyers, tenants, sellers and landlords.

TYPES OF REAL ESTATE LICENSE HOLDERS:

- **A BROKER** is responsible for all brokerage activities, including acts performed by sales agents sponsored by the broker.
- **A SALES AGENT** must be sponsored by a broker and works with clients on behalf of the broker.

A BROKER'S MINIMUM DUTIES REQUIRED BY LAW (A client is the person or party that the broker represents):

- Put the interests of the client above all others, including the broker's own interests;
- Inform the client of any material information about the property or transaction received by the broker;
- Answer the client's questions and present any offer to or counter-offer from the client; and
- Treat all parties to a real estate transaction honestly and fairly.

A LICENSE HOLDER CAN REPRESENT A PARTY IN A REAL ESTATE TRANSACTION:

AS AGENT FOR OWNER (SELLER/LANDLORD): The broker becomes the property owner's agent through an agreement with the owner, usually in a written listing to sell or property management agreement. An owner's agent must perform the broker's minimum duties above and must inform the owner of any material information about the property or transaction known by the agent, including information disclosed to the agent or subagent by the buyer or buyer's agent. **An owner's agent fees are not set by law and are fully negotiable.**

AS AGENT FOR BUYER/TENANT: The broker becomes the buyer/tenant's agent by agreeing to represent the buyer, usually through a written representation agreement. A buyer's agent must perform the broker's minimum duties above and must inform the buyer of any material information about the property or transaction known by the agent, including information disclosed to the agent by the seller or seller's agent. **A buyer/tenant's agent fees are not set by law and are fully negotiable.**

AS AGENT FOR BOTH - INTERMEDIARY: To act as an intermediary between the parties the broker must first obtain the written agreement of *each party* to the transaction. The written agreement must state who will pay the broker and, in conspicuous bold or underlined print, set forth the broker's obligations as an intermediary. A broker who acts as an intermediary:

- Must treat all parties to the transaction impartially and fairly;
- May, with the parties' written consent, appoint a different license holder associated with the broker to each party (owner and buyer) to communicate with, provide opinions and advice to, and carry out the instructions of each party to the transaction.
- Must not, unless specifically authorized in writing to do so by the party, disclose:
 - that the owner will accept a price less than the written asking price;
 - that the buyer/tenant will pay a price greater than the price submitted in a written offer; and
 - any confidential information or any other information that a party specifically instructs the broker in writing not to disclose, unless required to do so by law.

AS SUBAGENT: A license holder acts as a subagent when aiding a buyer in a transaction without an agreement to represent the buyer. A subagent can assist the buyer but does not represent the buyer and must place the interests of the owner first.

TO AVOID DISPUTES, ALL AGREEMENTS BETWEEN YOU AND A BROKER SHOULD BE IN WRITING AND CLEARLY ESTABLISH:

- The broker's duties and responsibilities to you, and your obligations under the representation agreement.
- Who will pay the broker for services provided to you, when payment will be made and how the payment will be calculated.

LICENSE HOLDER CONTACT INFORMATION: This notice is being provided for information purposes. It does not create an obligation for you to use the broker's services. Please acknowledge receipt of this notice below and retain a copy for your records.

CBRE, Inc.	299995	texaslicensing@cbre.com	210-225-1000
Licensed Broker/Broker Firm Name or Primary Assumed Business Name	License No.	Email	Phone
Jeremy McGown	620535	jeremy.mcgowan@cbre.com	214-979-6100
Designated Broker of Firm	License No.	Email	Phone
Russell Hodges	559183	russell.hodges@cbre.com	713-577-1600
Licensed Supervisor of Sales Agent/Associate	License No.	Email	Phone
Will Shealy	732835	will.shealy@cbre.com	832-920-4884
Sales Agent/Associate's Name	License No.	Email	Phone

Regulated by the Texas Real Estate Commission

Buyer/Tenant/Seller/Landlord's Initials

Date

Information available at www.trec.texas.gov
IABS 1-1