OverIT – Multi-Location Retail UniFi Modernization

Year-1 Financial Prospectus (Lender / Investor Package)

Prepared: February 17, 2026

Confidential – For financing and underwriting discussions only.

Executive Summary

Business. OverIT designs and supervises standardized UniFi network, security camera, and access-control rollouts for multi-location retail brands. Physical installation is executed by a vetted MSP/subcontractor network; OverIT provides architecture, templates, training, and expert escalation for complex issues.

Customer. Multi-location small businesses with repeatable retail footprints (e.g., 10-site brands) seeking consistent, centrally managed networking and security across locations without the cost and complexity of bespoke enterprise solutions.

How OverIT gets paid. A 15% project uplift on the MSP implementation invoice per location (hardware + cabling materials + MSP labor). The uplift compensates OverIT for design and rollout expertise; no recurring support is assumed in Year 1.

Why this wins. A repeatable rollout playbook, UniFi trainer-level expertise, rapid time-to-live (pilot in ~2 days once scheduled), and scalable delivery via MSP partners. The model avoids heavy fixed headcount while capturing margin on every replicated location.

Economic credibility. Throughput is constrained by OverIT architect hours (not MSP availability). At 2 delivery staff x 20 hrs/week x 48 weeks, Year 1 capacity is ~270 locations (at ~7 OverIT hrs/location). Projections below are therefore capacity-capped.

Financing and repayment story (illustrative). Model assumes $500k SBA debt and $400k private note (interest-only at 10%, 36-month maturity). With SBA amortized on a typical 7(a) maturity (up to 10 years for working capital/equipment per SBA guidance), the Strong case produces DSCR >1.25 in Year 1 and positive cash after debt service. Repayment of the private note principal by month 36 requires either scaling beyond the Strong case (e.g., 3 new customers/month) or higher average invoice per location; sensitivities quantify the required levels.

Year-1 Snapshot (Capacity-Capped Scenarios)

Case	New customers signed (Yr1)	Locations delivered (Yr1)	Avg invoice/location (assumed)	OverIT fee (15%) per location	Revenue (Yr1)	EBITDA (cash basis)
Base	12	98	$5,435	$815	$79,894	$68,470
Strong	24	196	$6,625	$994	$194,775	$183,351
Stretch	36	294	$7,420	$1,113	$327,222	$315,798

Year-1 Financial Prospectus

Revenue Stream Definition

Single primary revenue stream in Year 1:

Stream	Architecture & Design Uplift (15% of MSP implementation invoice)
Payer	End-client brand (preferred) or MSP (pass-through); modeled as earned per location
Billing unit	Per location project
Trigger	Signed SOW with the end client; fee invoiced to MSP based on final project invoice
Included scope	Architecture/design, rollout templates, training/enablement, complex-issue escalation, remote supervision/config guidance
Recurring revenue	None modeled in Year 1; post-install support requires a separate contract

Unit Economics (Per Location)

Core per-location implementation cost (illustrative baseline from inputs; excludes permits/rentals and sales tax):

UniFi hardware (typical)	$3,000
Other materials (typical)	$300
MSP labor (typical)	10 hours x $75/hr = $750
Total MSP invoice (baseline)	$4,050
OverIT fee (15%) on invoice	$607.50
OverIT cash COGS	$0 assumed in Year 1 (owner time treated as distributions; see Appendix for normalization)
Gross margin on fee	100% cash gross margin (before operating expenses)

Important: DSCR and payback are highly sensitive to average invoice per location. Projections use an assumed package mix (Core network only vs Full Stack with cameras/access). See Sensitivity section.

Capacity Model (Throughput Constraints)

OverIT delivery staff	2 people
Available hours	20 hrs/week per person x 48 weeks/year = 1,920 hrs/year
OverIT effort per 10-location customer	70 hrs total (pilot-first: 10 hrs pilot + 6 hrs per additional location + 6 hrs governance)
Implied OverIT effort per location	~7 hrs/location average over first 10 locations
Implied annual capacity	~270 locations/year (1,920 / 7)
Quality guardrail	Stretch case requires additional capacity (extra architect hours or further standardization)

Funnel Model (Inputs and Conversions)

Pipeline is expressed in Qualified Opportunities (QOs) per month (ready for SOW). Co-selling with MSP partners is the dominant source.

Qualified opportunities per month (Base/Strong/Stretch)	Direct: 2/4/6; MSP channel: 4/8/15
Close rate QO -> Signed SOW (Base/Strong/Stretch)	20% / 40% / 60%
Capacity-capped new customers modeled	Base 1 per month; Strong 2 per month; Stretch 3 per month
Typical customer size	10 locations (pilot-first then replicate)
Sales cycle	Proposal to SOW within ~2 weeks; scheduling within ~1 month; full rollout targeted within ~2 months

Monthly Projections (Base / Strong / Stretch)

Assumptions: pilot-first rollout pattern of 2 locations in month 1 after SOW, then 4 and 4 in the next two months. Revenue is recognized on locations delivered.

Base Case – 1 new 10-location customer/month (avg invoice $5,435/location assumed)

Month	New customers signed	Locations delivered	Revenue	EBITDA (cash basis)
M1	1	0	$0	$-952
M2	1	2	$1,630	$678
M3	1	6	$4,892	$3,940
M4	1	10	$8,152	$7,200
M5	1	10	$8,152	$7,200
M6	1	10	$8,152	$7,200
M7	1	10	$8,152	$7,200
M8	1	10	$8,152	$7,200
M9	1	10	$8,152	$7,200
M10	1	10	$8,152	$7,200

M11	1	10	$8,152	$7,200
M12	1	10	$8,152	$7,200

Strong Case – 2 new 10-location customers/month (avg invoice $6,625/location assumed)

Month	New customers signed	Locations delivered	Revenue	EBITDA (cash basis)
M1	2	0	$0	$-952
M2	2	4	$3,975	$3,023
M3	2	12	$11,925	$10,973
M4	2	20	$19,875	$18,923
M5	2	20	$19,875	$18,923
M6	2	20	$19,875	$18,923
M7	2	20	$19,875	$18,923
M8	2	20	$19,875	$18,923
M9	2	20	$19,875	$18,923
M10	2	20	$19,875	$18,923
M11	2	20	$19,875	$18,923
M12	2	20	$19,875	$18,923

Stretch Case – 3 new 10-location customers/month (avg invoice $7,420/location assumed; exceeds current hour capacity without stretch resources)

Month	New customers signed	Locations delivered	Revenue	EBITDA (cash basis)
M1	3	0	$0	$-952
M2	3	6	$6,678	$5,726
M3	3	18	$20,034	$19,082
M4	3	30	$33,390	$32,438
M5	3	30	$33,390	$32,438
M6	3	30	$33,390	$32,438
M7	3	30	$33,390	$32,438
M8	3	30	$33,390	$32,438
M9	3	30	$33,390	$32,438
M10	3	30	$33,390	$32,438
M11	3	30	$33,390	$32,438
M12	3	30	$33,390	$32,438

Operating Expense Summary

Marketing/outreach hosting	$100/month
Software/subscriptions	$100/month
Insurance	$652/month
Travel/incidental	$100/month
Total modeled OpEx	$952/month ($11,424/year)

Owner payroll	Not modeled in cash-basis EBITDA; see Appendix for normalized salary view

Debt Service Illustration and DSCR

Illustrative assumptions (for underwriting discussion; final terms set by lenders/investors):

- Prime rate assumed 6.75% (Feb 2026).

- SBA debt: $500,000 at Prime + 1% (7.75%); baseline amortization shown at 10 years (typical 7(a) maturity is 10 years or less unless real estate/equipment with longer life).

- Private investor note: $400,000; 10% interest-only; 36-month maturity (balloon principal).

DSCR Summary (Year 1)

Case	EBITDA (Yr1)	Annual debt service (10-yr SBA + investor IO)	DSCR (10-yr SBA)	DSCR (3-yr SBA)
Base	$68,470	$112,006	0.61x	0.30x
Strong	$183,351	$112,006	1.64x	0.81x
Stretch	$315,798	$112,006	2.82x	1.39x

Note: A 3-year SBA amortization is shown as a conservative stress; SBA maturities are typically up to 10 years for working capital/equipment and up to 25 years for real estate, per SBA program guidance.

Sensitivity (Key Drivers)

One-way sensitivity around Strong case (2 new customers/month; SBA 10-yr amortization)

Driver	Setting	Year1 EBITDA	DSCR
Avg invoice	90%	$163,874	1.46x
Avg invoice	100%	$183,351	1.64x
Avg invoice	110%	$202,828	1.81x
New customers/mo	1	$85,964	0.77x
New customers/mo	2	$183,351	1.64x
New customers/mo	3	$280,738	2.51x
Fee %	12%	$144,396	1.29x
Fee %	15%	$183,351	1.64x
Fee %	18%	$222,306	1.98x

Break-even check (Strong case): to achieve DSCR 1.25x in Year 1, required average invoice per location is approximately $5,151 (assuming 15% fee, 196 locations delivered, and $11,424 annual OpEx).

Risks, Mitigations, and Monitoring

1) Unknown existing wiring/ISP constraints	Mitigation: pre-design discovery checklist; remote ISP coordination playbook; escalation paths. Monitor: % of sites with scope changes after discovery.
2) Construction or landlord schedule slips	Mitigation: milestone-based scheduling windows; prioritize pilot and shift installer schedule. Monitor: average days from SOW to scheduled install.
3) MSP install quality variability	Mitigation: installer vetting, training requirements, standardized BOM + config templates, acceptance test checklist per site. Monitor: post-install rework hours per location.
4) Hardware availability / lead times	Mitigation: standardize SKUs; pre-order critical devices; maintain small buffer inventory at MSP. Monitor: lead time deltas on top SKUs.

Compliance / Eligibility / Use-of-Proceeds (Summary)

This operating model is a services business that designs and supervises low-voltage technology deployments executed by third-party installers. Key compliance considerations:

- Permits, lift rentals, and any trade licensing requirements are the responsibility of the installing MSP/subcontractor and vary by jurisdiction.
- Cameras/access-control deployments may implicate privacy and signage requirements; policies should be standardized per client and location.
- If SBA financing is used, the SBA 7(a) program allows proceeds for working capital and equipment; maturities are typically 10 years or less unless real estate/equipment warrants longer terms (see Sources).

Appendices

Appendix A — Assumptions List

Core offer: Architecture and design oversight for UniFi-based modernization; delivered via MSP/subcontractor install. One-time project fee.

Customer type: Multi-location retail brand (10 locations typical), pilot-first rollout.

Revenue model: OverIT earns 15% uplift on the MSP's implementation invoice per location (hardware + cabling materials + MSP labor). Excludes permits/rentals.

MSP install cost (core example): UniFi hardware ~$3,000; other materials ~$300; labor 8-12 hrs at $75/hr (typical 10 hrs). Sales tax excluded in base model.

Rollout cadence: Pilot-first; Month 1 after SOW: 2 locations; Month 2: 4 locations; Month 3: 4 locations (10 total).

OverIT effort (governance): Pilot location: 10 hrs; each additional location: 6 hrs; plus 6 hrs/customer rollout governance (assumption to reconcile to 70 hrs/customer).

OverIT capacity (Year 1): 2 people; 20 hrs/week each; 48 weeks/year = 1,920 hrs/year available for this line.

Operating expenses (cash basis): $952/month (marketing/outreach hosting $100; software $100; insurance $652; travel $100). Owner payroll not modeled; treated as distributions.

Pipeline inputs: Qualified opportunities per month (Direct/MSP): Base 2/4; Strong 4/8; Stretch 6/15. Close rates: 20%/40%/60%.

Modeled new customers/month: Capacity-constrained starts: Base 1/mo; Strong 2/mo; Stretch 3/mo (requires capacity stretch or additional architect).

Average invoice per location (pricing mix): Not fully specified; modeled as package mix assumptions: Base $5,435; Strong $6,625; Stretch $7,420. See sensitivity for invoice size impact.

Financing (illustrative): SBA loan $500k at Prime+1 (assume Prime 6.75% -> 7.75%); investor note $400k, 10% interest-only, maturity 36 months (balloon). SBA amortization assumed 10 years for baseline; 3-year shown as conservative alternate.

Appendix B — Definitions of Metrics

Qualified Opportunity (QO): An account with confirmed budget/timeline fit where an SOW can be issued.

Close rate: Signed SOWs divided by qualified opportunities.

Locations/customer: Average number of retail sites in a rollout account (10 assumed).

Utilization: Billable/available hours; here used to cap throughput based on OverIT architect hours.

DSCR: Debt Service Coverage Ratio = EBITDA divided by annual debt service (illustrative; lenders may adjust for taxes, capex, owner compensation).

Appendix C — Customer Personas and Premium Experience

Multi-location Owner/COO: Wants consistent uptime/security and predictable rollouts across locations. Premium experience: single pilot launch, clear standards, repeatable schedule, minimal disruption, consolidated documentation.

Ops/IT Lead (Brand-side): Needs standardized network segmentation, remote visibility, and clear escalation. Premium experience: pre-approved templates, clean handoff docs, rapid troubleshooting, consistent device naming and monitoring.

MSP/Subcontractor Partner: Wants a sellable, repeatable package and fast answers to edge cases. Premium experience: clear BOM, cabling plans, acceptance tests, live escalation during install windows, and predictable payment terms.

Appendix D — Sources (Plain URLs)

- **U.S. Small Business Administration – 7(a) Terms, conditions, and eligibility (maturity terms; interest rate maximums). Last updated Dec 5, 2024.**

https://www.sba.gov/partners/lenders/7a-loan-program/terms-conditions-eligibility

- **U.S. Small Business Administration – Types of 7(a) loans (program overview).**

https://www.sba.gov/partners/lenders/7a-loan-program/types-7a-loans

- **YCharts – US Bank Prime Loan Rate (prime rate data).**

https://ycharts.com/indicators/us_bank_prime_loan_rate