Walgreens Net Lease Portfolio IV



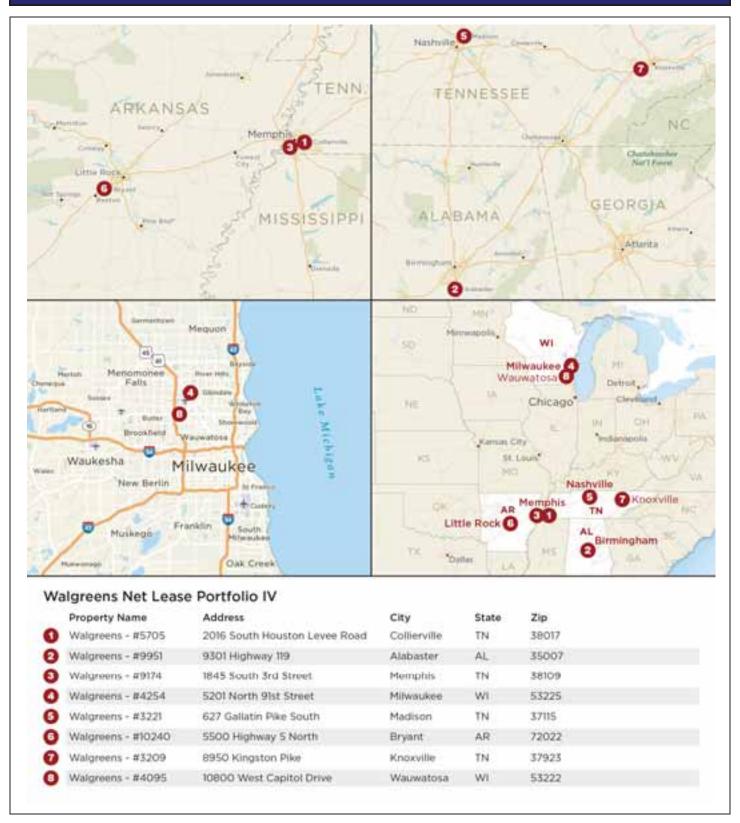








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Mortgage Loan Information

Mortgage Loan Seller: KeyBank **Original Principal Balance:** \$33,247,566 **Cut-off Date Principal Balance:** \$33,247,566 % of Pool by IPB: 2.9% Loan Purpose: Acquisition Borrower: WG DST 4

Interest Rate:

Original Term:

Original Amortization:

Note Date:

Sponsors: DFB Holdings, LLC and Douglas

F. Blough 4.22000% 12/19/2014 Anticipated Repayment Date(2): 1/1/2025 Interest-only Period: 120 months 120 months

None

Amortization Type: ARD-Interest Only **Call Protection:** L(27), Def(90), O(3)

Lockbox: Hard **Additional Debt:** Yes **Additional Debt Balance:** \$9,489,959 **Additional Debt Type:** Mezzanine Loan

Property Information

Single Asset / Portfolio: Portfolio Title: Fee

Property Type - Subtype: Retail - Freestanding

Net Rentable Area (SF): 115.123 Location: Various Year Built / Renovated: Various / N/A 100.0% Occupancy: **Occupancy Date:** 12/19/2014 **Number of Tenants:**

2012 NOI(1): N/A 2013 NOI(1): N/A 2014 NOI(1): N/A **UW Economic Occupancy:** 97.0% UW Revenues⁽³⁾: \$3.172.052 **UW Expenses:** \$578.578 UW NOI(3): \$2,593,475 UW NCF(3): \$2,569,960

Appraised Value / Per SF: \$47,990,000 / \$417 **Appraisal Date:** November 2014

Escrows and Reserves ⁽⁴⁾								
Initial Monthly Initial Ca								
Taxes:	\$0	Springing	N/A					
Insurance:	\$0	Springing	N/A					
Replacement Reserves:	\$0	\$0	N/A					
TI/LC:	\$0	\$0	N/A					
Other:	\$0	\$0	N/A					

Financial Information					
Cut-off Date Loan / SF:	\$289				
Maturity Date Loan / SF(5):	\$289				
Cut-off Date LTV:	69.3%				
Maturity Date LTV ⁽⁵⁾ :	69.3%				
UW NCF DSCR:	1.81x				
UW NOI Debt Yield:	7.8%				

Sources and Uses							
Sources	Proceeds	% of Total	Uses	Proceeds	% of Total		
Mortgage Loan	\$33,247,566	72.1%	Purchase Price	\$45,012,257	97.6%		
Mezzanine Loan	9,489,959	20.6	Closing Costs	1,127,161	2.4		
Sponsor Equity	3,401,893	7.4					
Total Sources	\$46,139,418	100.0%	Total Uses	\$46,139,418	100.0%		

- (1) Historical financials are not available due to the loan sponsor acquiring the properties through a sale-leaseback.
- (2) The loan is structured with an anticipated repayment date ("ARD"). If the loan is not paid in full by the ARD, the interest rate will increase to 2.00000% per annum plus the greater of (i) 4.22000% or (ii) the 10-year treasury yield as of the first business day after the ARD. The additional interest will accrue, but the payment of said interest will be deferred until the maturity date.
- (3) UW Revenues, UW NOI and UW NCF assume a straight-line average of contractual rent due under the Walgreens Co. leases. Based on the in-place rent, the UW NOI and UW NCF are \$2,531,700 and \$2,508,185, respectively, and result in an UW NCF DSCR and UW NOI Debt Yield of 1.76x and 7.6%, respectively. Please refer to "Underwritten Net Cash Flow" table below.
- (4) For a full description of Escrows and Reserves, please refer to "Escrows and Reserves" below.
- (5) Maturity Date Loan / SF and Maturity Date LTV are as of the ARD.

The Loan. The Walgreens Net Lease Portfolio IV loan has an outstanding principal balance of approximately \$33.2 million and is secured by a first mortgage lien on a portfolio of eight properties, totaling 115,123 square feet, located throughout Alabama, Arkansas, Tennessee, and Wisconsin. The Walgreens Net Lease Portfolio IV loan is structured with an ARD of January 1, 2025 and a final maturity date of January 1, 2030, and is interest-only through the ARD.

The Borrower. The borrowing entity for the loan is WG DST 4, a Delaware statutory trust and special purpose entity.



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The Sponsors. The loan sponsors and nonrecourse carve-out guarantors are DFB Holdings, LLC and Douglas F. Blough. DFB Holdings, LLC is controlled by Douglas F. Blough, co-founder and CFO of Net Lease Capital Advisors, a real estate investment firm that specializes in credit tenant lease transactions. Since inception, Net Lease Capital Advisors has acquired over \$1.0 billion of net lease property and has closed over \$9.0 billion in transactions. The loan sponsors, along with entities owned by Cantor Fitzgerald Securities and Mesirow Financial, which have ownership interest in the borrower, contributed approximately \$3.4 million in cash equity to acquire the eight properties in a sale-leaseback transaction for approximately \$45.0 million.

The Properties. The Walgreens Net Lease Portfolio IV consists of eight freestanding Walgreens properties, totaling 115,123 square feet, which were purchased as part of a sale-leaseback from Walgreens. The assets are located in Tennessee, Wisconsin, Alabama and Arkansas within six metropolitan statistical areas ("MSA"). The properties were built between 1994 and 2006. As of December 19, 2014, the properties were 100.0% occupied.

Portfolio Summary							
Property	Location	MSA	Net Rentable Area (SF)	Year Built	Allocated Loan Amount	% of Allocated Loan Amount	Appraised Value
Walgreens #5705	Collierville, TN	Memphis, TN	15,070	2000	\$4,591,817	13.8%	\$6,590,000
Walgreens #9951	Alabaster, AL	Birmingham, AL	14,820	2005	4,524,685	13.6	6,500,000
Walgreens #9174	Memphis, TN	Memphis, TN	14,820	2005	4,338,172	13.0	6,230,000
Walgreens #4254	Milwaukee, WI	Milwaukee, WI	13,905	1997	4,207,965	12.7	6,040,000
Walgreens #3221	Madison, TN	Nashville, TN	14,548	1994	4,186,817	12.6	6,010,000
Walgreens #10240	Bryant, AR	Little Rock, AR	14,820	2006	3,891,426	11.7	5,590,000
Walgreens #3209	Knoxville, TN	Knoxville, TN	13,235	1994	3,849,406	11.6	5,530,000
Walgreens #4095	Wauwatosa, WI	Milwaukee, WI	13,905	1997	3,657,278	11.0	5,500,000
Total			115,123		\$33,247,566	100.0%	\$47,990,000

Walgreens #5705 is a 15,070 square foot single-tenant freestanding building located in Collierville, Tennessee approximately 25 miles east of the city of Memphis. Primary access to the area is provided by U.S. Highway 72, which crosses the Memphis MSA in an east-west direction. Traffic reports indicate approximately 16,625 vehicles pass the property each day. The population within the property's 38017 zip code area is approximately 48,215, and has a median household income of \$100,218 as of 2013.

Walgreens #9951 is a 14,820 square foot single-tenant freestanding building located in Alabaster, Alabama approximately 25 miles south of the city of Birmingham. Primary access to the area is provided by Interstate 65, which crosses the Birmingham MSA in a north-south direction. Traffic reports indicate approximately 23,590 vehicles pass the property each day. The population within a three-mile radius of the property is approximately 26,969 and has a median household income of \$65,374 as of 2014.

Walgreens #9174 is a 14,820 square foot single-tenant freestanding building located in Memphis, Tennessee approximately four miles south of the Memphis central business district. Primary access to the area is provided by Interstate 65 and Interstate 264, which cross the Memphis MSA in a north-south direction and east-west direction, respectively. Traffic reports indicate approximately 20,257 vehicles pass the property each day. The population within the property's 38109 zip code area is approximately 46,668 and has a median household income of \$27,378 as of 2013.

Walgreens #4254 is a 13,905 square foot single-tenant freestanding building located in Milwaukee, Wisconsin approximately nine miles northwest of the Milwaukee central business district. Primary access to the area is provided by Interstate 894 and Interstate 43, which both cross the Milwaukee MSA in a north-south direction. Traffic reports indicate approximately 12,400 vehicles pass the property each day. The population within a three-mile radius of the property is approximately 120,814 and has a median household income of \$36,975 as of 2014.

Walgreens #3221 is a 14,548 square foot single-tenant freestanding building located in Madison, Tennessee approximately 10 miles northeast of the Nashville central business district. Primary access to the area is provided by Interstate 65, which crosses the Nashville MSA in a north-south direction. Traffic reports indicate approximately 31,825 vehicles pass the property each day. The population within a three-mile radius of the property is approximately 54,105 and has a median household income of \$37,181 as of 2014.



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Walgreens #10240 is a 14,820 square foot single-tenant freestanding building located in Bryant, Arkansas approximately 20 miles southwest of the Little Rock central business district. Primary access to the area is provided by Interstate 30, which crosses the Little Rock MSA in a northeast-southwest direction. Traffic reports indicate approximately 14,000 vehicles pass the property each day. The population within a three-mile radius of the property is approximately 26,635 and has a median household income of \$52,463 as of 2014.

Walgreens #3209 is a 13,235 square foot single-tenant freestanding building located in Knoxville, TN approximately 10 miles southwest of the Knoxville central business district. Primary access to the area is provided by Interstate 40, which crosses the Little Rock MSA in an east-west direction. Traffic reports indicate approximately 16,568 vehicles pass the property each day. The population within a three mile radius of the property is approximately 61,832 and has a median household income of \$60,344 as of 2014.

Walgreens #4095 is a 13,905 square foot single-tenant freestanding building located in Wauwatosa, Wisconsin within the Milwaukee MSA. Primary access to the area is provided by Interstate 94, which crosses the Milwaukee area in an east/west direction. Traffic reports indicate approximately 33,300 vehicles pass the property each day. The population within a three mile radius of the property is approximately 100,429 and has a median household income of \$46,494 as of 2014.

The Walgreens Net Lease Portfolio IV properties are 100.0% leased to Walgreens Co., a subsidiary of Walgreens Boots Alliance, Inc. (NASDAQ: WBA; Moody's: Baa2; S&P: BBB) ("Walgreens"), under eight separate 15-year pure net leases expiring on December 31, 2029, with each lease allowing for 12 five-year renewal options. Founded in 1901, Walgreens operates the largest drugstore chain in the United States with more than 8,300 locations. For the fiscal year ended August 31, 2014, Walgreens reported \$76.4 billion in net sales, \$1.9 billion in net income and \$37.2 billion in total assets. During the same period, Walgreens increased net sales 5.8% with same store sales increasing by 4.9%. The tenant reported average store sales for the portfolio of approximately \$10.5 million for the 12 months ended May 31, 2014.

Tenant Summary ⁽¹⁾							
Tenant	Ratings ⁽²⁾ Moody's/S&P/Fitch	Net Rentable Area (SF)	% of Total NRA	Base Rent	Base Rent PSF	% of Total Base Rent	Lease Expiration Date ⁽³⁾
Walgreens	Baa2 / BBB / NA	115,123	100.0%	\$2,691,579	\$23.38	100.0%	12/31/2029

- (1) Based on the underwritten rent roll.
- (2) Ratings provided are for the parent company of the entity listed in the "Tenant" field, whether or not the parent company guarantees the lease.
- (3) The portfolio is 100.0% leased to Walgreens under eight separate 15-year pure net leases, with each allowing for 12 five-year renewal options.

				Lease Rollover	Schedule ⁽¹⁾				
Year	Number of Leases Expiring	Net Rentable Area Expiring	% of NRA Expiring	Base Rent Expiring	% of Base Rent Expiring	Cumulative Net Rentable Area Expiring	Cumulative % of NRA Expiring	Cumulative Base Rent Expiring	Cumulative % of Base Rent Expiring
Vacant	NAP	0	0.0%	NAP	NAP	0	0.0%	NAP	NAP
2015 & MTM	0	0	0.0	\$0	0.0%	0	0.0%	\$0	0.0%
2016	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2017	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2018	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2019	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2020	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2021	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2022	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2023	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2024	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2025	0	0	0.0	0	0.0	0	0.0%	\$0	0.0%
2026 & Beyond	8	115,123	100.0	2,691,579	100.0	115,123	100.0%	\$2,691,579	100.0%
Total	8	115,123	100.0%	\$2,691,579	100.0%				

(1) Based on underwritten rent roll.



Walgreens Net Lease Portfolio IV

Underwritten Net Cash Flow ⁽¹⁾								
	Underwritten	Per Square Foot	% ⁽²⁾					
Rents in Place ⁽³⁾	\$2,691,579	\$23.38	82.3%					
Vacant Income	0	0.00	0.0					
Gross Potential Rent	\$2,691,579	\$23.38	82.3%					
Total Reimbursements	578,578	5.03	17.7					
Net Rental Income	\$3,270,157	\$28.41	100.0%					
(Vacancy/Credit Loss)	(98,105)	(0.85)	(3.0)					
Other Income	0	0.00	0.0					
Effective Gross Income	\$3,172,052	\$27.55	97.0%					
Total Expenses	\$578,578	\$5.03	18.2%					
Net Operating Income ⁽³⁾	\$2,593,475	\$22.53	81.8%					
Total TI/LC, Capex/RR Net Cash Flow ⁽³⁾	23,515 \$2,569,960	0.20 \$22.32	0.7 81.0%					

- Historical financials are not available due to the loan sponsors acquiring the properties through a sale-leaseback.
- (2) Percentage column represents percent of Net Rental Income for all revenue lines and represents percent of Effective Gross Income for the remainder of fields.
- (3) UW Revenues, UW NOI and UW NCF assume a straight-line average of contractual rent due under the Walgreens Co. leases. Based on the in-place rent, the UW NOI and UW NCF are \$2,531,700 and \$2,508,185, respectively, and result in an UW NCF DSCR and UW NOI Debt Yield of 1.76x and 7.6%, respectively.

Property Management. The properties are self-managed by the tenant.

Escrow and Reserves. At origination, the borrower was not required to deposit any funds into escrow.

Tax and Insurance Escrows - The borrower will be required to deposit 1/12 of annual taxes and insurance premiums upon (i) an event of default, (ii) the borrower or Walgreens, and any replacement tenant that is acceptable to lender ("Major Tenant"), failing to pay taxes and insurance premiums pursuant to the Major Tenant lease, (iii) any Major Tenant lease no longer being in full force and effect in respect of taxes, and the applicable individual property Major Tenant lease in respect of insurance collections, (iv) with respect to monthly insurance collections only, any property no longer being self-insured by Walgreens or the Major Tenant failing to maintain a credit rating from S&P of at least BBB-, or (v) with respect to monthly tax collection only, debt service coverage ratio falling below 1.55x based on a trailing three-month period.

Lockbox / Cash Management. The loan is structured with a hard lockbox. The borrower was required to send tenant direction letters to each Walgreens tenant instructing them to deposit all rents and payments into the lockbox account controlled by the lender. The funds are then returned to an account controlled by the borrower after the deduction of the scheduled monthly debt service. Upon the occurrence of a Cash Sweep Event (as defined below), all rents will be swept to a segregated cash management account and held for the benefit of the lender. The lender will have a first priority security interest in the cash management account and such account will be under the lender's sole control and the borrower will have no rights of withdrawal with respect to such account.

A "Cash Sweep Event" means: (i) the occurrence and continuance of an event of default, (ii) the borrower or the tenant becomes the subject of a bankruptcy, insolvency or similar action, (iii) the debt service coverage ratio as calculated in the loan agreement falls below 1.55x based on a trailing three-month period until such time the debt service coverage ratio is at least 1.60x for two consecutive quarters, (iv) the loan was not paid in full three months prior to the ARD, (v) the Major Tenant ceases to operate at two or more individual properties and the senior unsecured debt rating of the Major Tenant issued by Moody's falls below Ba2 or the long term foreign issuer credit rating by S&P falls below BB, or (vi) the senior unsecured debt rating of the Major Tenant issued by Moody's falls below B2 or the long term foreign issuer credit rating by S&P falls below B.

Release of Property. None.



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Additional Debt. Mezzanine debt of \$51.4 million ("Acquisition Mezzanine Debt") was used to finance the sale leaseback of 41 Walgreens properties including the eight properties that serve as collateral for the Walgreens Net Lease Portfolio IV loan and the eight properties that serve as collateral for Walgreens Net Lease Portfolio III loan, as well as 25 properties that do not serve as collateral for the aforementioned loans. The lender allocated \$9,489,959 of the Acquisition Mezzanine Debt to the Walgreens Net Lease Portfolio IV properties for illustration of combined debt metrics ("Walgreens Net Lease Portfolio IV Mezzanine Debt"). 50.0% of the Acquisition Mezzanine Debt is interest-only and accrues interest at a rate of 16.43000% per annum with payment obligations only from various sources of distributable amounts payable to the mezzanine borrowers pursuant to its existing joint venture agreement. The remaining 50.0% of the Acquisition Mezzanine Debt is interest-only with a 15.00000% per annum internal rate of return and a current interest rate of 5.00000% per annum. Including the Walgreens Net Lease Portfolio IV Mezzanine Debt, the Cut-off Date LTV is 89.1%, the UW NCF DSCR is 1.55x and the UW NOI Debt Yield is 6.1%. The combined debt metrics were calculated using the current interest rate of 5.00000% on 50.0% of the Walgreens Net Lease Portfolio IV Mezzanine Debt.