



Updated North-Star Strategic Plan (September 2025)

Executive summary

Over the past year the business-empire plan outlined in the original **North Star** documents has progressed from theory to reality. You now have seven legal entities in place—**PNR Holdings LLC**, **CXI LLC**, **Kwode LLC**, **Obuke LLC** (series), **Lodging Connections LLC**, **Neat Circle LLC** and **Origin Eyes** (a 501(c)(3) public charity). Since July 2025 the U.S. tax landscape has also shifted dramatically: the **One Big Beautiful Bill Act** (OBBBA) permanently extended the estate-tax exemption to **\$15 million per person**, avoiding the planned 2026 reduction ¹; it restored **100 % bonus depreciation** for short-lived assets ²; and it reversed the tightening of interest-deduction limits ². In addition, new IRS guidance increased **Solo 401(k)** employee deferrals to **\$23 500** and total contributions up to **\$70 000** (with catch-ups raising the limit to \$81 250 for ages 60-63) ³.

These changes reduce some urgency around year-end estate planning but expand opportunities for accelerated depreciation and retirement savings. The updated North Star plan therefore refines the corporate architecture around your existing entities, aligns tax-planning actions with current law and sets out a clear roadmap for Q4 2025 and 2026.

Current realities and existing entities

Existing companies and their roles

Entity	State	Proposed role in the North-Star structure	Notes
PNR Holdings LLC	Wyoming	Holding company (HoldCo) - central treasury & capital allocator. Owns equity stakes in subsidiary LLCs and consolidates governance.	Formed in WY; high privacy; acts as parent for all other entities.
CXI LLC	Wyoming	IP/Media/SaaS company (IPCo & Tools OpCo) – owns intellectual property, software code, trademarks and micro-SaaS products; develops and licenses API services and software tools.	Wyoming pass-through; can elect S-Corp for payroll tax savings; holds software assets and collects royalties.

Entity	State	Proposed role in the North-Star structure	Notes
Kwode LLC	Wyoming	Directories & Media company (Directories OpCo & Media OpCo) – operates membership directories, lead-generation platforms and produces educational media such as podcasts or VR content.	Uses Brilliant Directories; fosters network effects; sells featured listings and membership subscriptions.
Obuke LLC (Series)	Wyoming	Property company (PropCo) – a series LLC with 10 series; each series holds one real-estate asset or business acquisition (OpCo/ PropCo model).	Series structure isolates liabilities between properties; each acquisition of a “boring” business plus its real estate can reside in a separate series.
Lodging Connections LLC	Pennsylvania	Hospitality Services Co – manages hospitality/ short-term rental operations and lodging directories; can hold licenses and manage hotel or rental service businesses.	Pennsylvania entity; can work with Obuke series that own lodging properties; will pay rent to PropCo.
Neat Circle LLC	Pennsylvania	Digital Services OpCo – delivers SuiteDash implementations, automation consulting and website development for MSPs, healthcare practices and local businesses.	Already developing portal packages using Lovable.dev; ready to generate revenue through “Portal in a Week” services.
Origin Eyes (501(c)(3))	Pennsylvania (public charity)	Non-profit/Foundation – conducts philanthropic projects, educational outreach and program-related investments; may qualify for charitable deductions.	Serves as philanthropic arm; can support community programmes and receive tax-deductible donations.

Legislative and tax updates affecting the strategy

- 1. Estate-tax exemption extended** – Under the OBBBA, the federal estate-tax exemption, which was scheduled to drop to about \$7 million per person in 2026, has been permanently extended and

increased to **\$15 million per decedent** with inflation indexing ¹. This eliminates the previous “use it or lose it” urgency but still encourages transferring appreciating assets into irrevocable trusts to lock in the higher exemption.

2. **100 % bonus depreciation restored** – The OBBBA restored and made permanent 100 % bonus depreciation for short-lived assets ². Businesses can deduct the full cost of equipment, improvements and qualified structures placed in service after January 19 2025 ². This enhances cash flow for acquisition targets and property improvements.
3. **Solo 401(k)/retirement contribution limits** – New IRS guidance increases the employee deferral limit to **\$23 500** for 2025 and allows total Solo 401(k) contributions up to **\$70 000** for those under age 50, **\$77 500** for ages 50+, and **\$81 250** for ages 60–63 ³. Catch-up contributions of \$11 250 are available for ages 60–63 ³. Couples can contribute up to **\$155 000** combined ³. This is higher than prior limits and should be incorporated into compensation planning through the management company.
4. **Interest-deduction rules and R&D expensing** – The OBBBA reversed the tightening of the interest-deduction limit (back to 30 % of EBITDA), restored immediate expensing for domestic R&D and created a temporary 100 % deduction for certain structures ². These provisions make debt-financed acquisitions and R&D investment more attractive.

Revised corporate structure

Structural overview

1. **HoldCo – PNR Holdings LLC:** Holds membership interests in all subsidiaries. Centralizes treasury management, legal oversight and strategic capital allocation. Acts as the parent company for tax consolidation and provides a professional image to sellers and lenders. Will enter into management agreements with subsidiaries and allocate profits via dividends or inter-company loans.
2. **MgmtCo:** While not yet formed, a **Management Company** (could be a division within PNR Holdings or a new WY LLC) should elect S-Corp status to split income between salary and distributions. This entity will provide back-office services—accounting, HR, IT, marketing—to all operating companies under Master Services Agreements. Salaries should be set at reasonable levels to comply with payroll-tax rules.
3. **Digital Services OpCo – Neat Circle LLC:** Houses SuiteDash portal implementations, automation consulting and website development. Generates project-based and recurring subscription revenue. Should consider electing S-Corp status (deadline for 2025 election was March 15; elect for 2026 by March 15 2026) to reduce self-employment tax. Neat Circle will pay royalties to CXI LLC for software/IP and rent to Obuke series for office space.
4. **Directories & Media OpCo – Kwode LLC:** Operates Brilliant Directories platforms and produces media content (podcasts, VR courses, newsletters). Generates subscription and advertising revenue. Will license IP from CXI LLC and may co-market with Neat Circle. Should document arm’s-length pricing for directory membership and media services.
5. **SaaS & IP Company – CXI LLC:** Owns codebases, trademarks, curricula and any micro-SaaS products developed. Develops apps and API tools for sale via AppSumo or direct subscription. Collects

royalties from other OpCos. May hold patents or exclusive licences. Consider electing S-Corp status for payroll tax optimisation and establishing transfer-pricing documentation to support royalty rates.

6. **PropCo – Obuke LLC (Series):** Holds all real-estate assets. Each series of Obuke should own a single property or acquisition; real estate acquired with an operating business is immediately transferred into a new series. Operating companies lease property at market rates. Obuke collects rent and benefits from bonus depreciation ² and cost-segregation studies. The series structure isolates liabilities between properties.
7. **Hospitality Services – Lodging Connections LLC:** Operates lodging and short-term rental activities, hotel or serviced-accommodation businesses. May manage properties owned by Obuke series and pay rent accordingly. Could also run hospitality directories via Kwode.
8. **Non-profit Foundation – Origin Eyes:** Conducts charitable activities aligned with your mission; may sponsor educational programmes, workforce training or community development. Can receive donations and grant funding. Ensure strict separation between for-profit entities and the 501(c)(3) to maintain tax-exempt status.

Inter-company agreements

- **Master Services Agreements (MSAs):** PNR Holdings or MgmtCo provides administrative, legal and IT services to Neat Circle, Kwode, Lodging Connections and Obuke. Fees should be based on reasonable allocation metrics (e.g., revenue or headcount) and documented annually.
- **IP Licence Agreements:** CXI LLC licenses software and brand assets to Neat Circle and Kwode for market-rate royalties. Document royalty rates via market comps to satisfy transfer-pricing rules.
- **Lease Agreements:** Obuke series lease properties to operating companies at market rents. Document comparables to support deductions; rent is deductible for OpCos and offset by depreciation for PropCo ².
- **Management Agreements with Origin Eyes:** Ensure any shared resources (e.g., volunteers, content) are arm's length. The foundation should not confer excess benefits to for-profit entities.

Updated implementation timeline (Q4 2025 onwards)

Because today is **3 September 2025**, you are mid-way through your original implementation roadmap. Critical tasks still need completion before year-end and early 2026.

Q3-Q4 2025 (September–December 2025)

1. **Finalize trust and estate plan:** Even though the OBBBA extended the estate-tax exemption, transferring appreciating assets into irrevocable dynasty trusts locks in the \$15 million per-person exemption ¹. Work with an estate attorney to finalize trust documents, transfer ownership of PNR Holdings and Obuke membership interests into the trusts, and file gift-tax returns. Consider Spousal Lifetime Access Trusts (SLATs) to retain access to gifted assets.
2. **Establish MgmtCo and S-Corp elections:** If not already done, create a management company (Wyoming LLC) and file Form 2553 for S-Corp status effective 1 January 2026 (must file by March 15 2026). The MgmtCo will employ you and your spouse, pay reasonable salaries, and

distribute remaining profits as dividends. Update payroll systems to accommodate new Solo 401(k) deferral limits ³.

3. **Open and fund Solo 401(k) plan:** Use the increased contribution limits (employee deferral \$23 500 plus employer contribution \$39 000) to shelter income ³. If you or your spouse are 50+, maximize catch-up contributions (total limit \$77 500, or \$81 250 for ages 60–63) ³. Ensure contributions are made by December 31 (employee) and tax filing deadline (employer).
4. **Cost-segregation studies and bonus depreciation:** For any properties acquired since January 19 2025, commission cost-segregation studies to allocate 15–25 % of building basis to short-lived assets. Utilize 100 % bonus depreciation to deduct these amounts in 2025 ². Plan improvements on existing properties so they are placed in service before year-end to maximize deduction.
5. **SuiteDash implementation & marketing launch:** Continue building Neat Circle's pipeline: finalize "Portal in a Week" packages, publish service pricing, and begin targeted outreach to MSPs, healthcare practices and professional service firms. Aim to onboard at least five clients before December 31 to generate cash flow.
6. **Directory platform launches:** Kwode should launch at least one vertical-specific directory (e.g., regional contractors, hospitality services) by October. Use Brilliant Directories; seed membership with 20–30 free listings, then begin subscriptions. Integrate lead-generation forms to drive cross-sales into Neat Circle and Lodging Connections.
7. **Prepare acquisition pipeline:** Identify 5–10 target businesses in HVAC, laundromat or car-wash sectors with \$150 k+ EBITDA, real-estate ownership and seller-financing potential. Use brokers, networking and direct outreach. Build due diligence templates covering financials, customer concentration, leases and environmental issues.
8. **Compliance and documentation:**
9. Maintain contemporaneous logs of real-estate activities to qualify for Real Estate Professional Status (REPS). Document 750+ hours and >50 % of working time in property management.
10. Update the North Star Execution Dashboard: track tasks, deadlines, filings, risk logs and acquisition pipeline.
11. File annual reports for each Wyoming and Pennsylvania LLC; renew registered agent services; ensure series LLC compliance for Obuke.
12. Draft or update operating agreements to reflect inter-company relations and trust ownership.

2026 and beyond

1. **Close first acquisition (Q1 2026):** Execute LOIs for 1–2 platform acquisitions; close via Obuke series for property and new OpCo for operations. Use SBA 7(a) loans and seller financing; target 4–6× EBITDA multiples and DSCR >1.25. After closing, migrate operations to SuiteDash, implement lean processes and integrate marketing via Kwode.

2. **Scale revenue streams:** Expand Neat Circle's client base; introduce monthly retainer packages for automation maintenance. Develop micro-SaaS products via CXI and promote through AppSumo; aim for at least one product launch per quarter. Grow directory membership to 500+ paying members across multiple verticals. Launch new media products (podcasts, VR courses) under Kwode to support lead generation and brand authority.
3. **PropCo expansion:** Acquire additional real-estate assets within Obuke, including commercial buildings associated with acquisitions and stand-alone rental properties. Leverage 1031 exchanges to defer gains where possible. Continue cost-segregation studies and bonus-depreciation strategies.
4. **Dynasty trust maintenance:** Review trust funding annually, adjust valuations and consider additional gifts. Monitor IRS guidance for any future estate-tax changes. Maintain separate accounting records for trust-owned entities.
5. **Risk management:** Purchase appropriate general liability, professional liability and property insurance. Consider umbrella policies for the HoldCo. Keep each series of Obuke properly capitalised and maintain separate books to preserve liability protection. Conduct annual legal and tax reviews.
6. **Exit or recapitalisation planning:** By 2027-2028, as the portfolio matures, begin preparing data rooms for potential recapitalisation or partial sale to strategic or financial buyers. Document integration success (higher EBITDA multiples) to maximize valuation.

Entity-specific action plans

PNR Holdings LLC (HoldCo)

- **Treasury and governance** – centralise bank accounts, cash management and capital allocation decisions. Develop a treasury policy outlining when cash can be distributed versus reinvested. Use PNR Holdings to guarantee loans for acquisitions when necessary.
- **Equity ownership & trust transfers** – issue membership certificates to dynasty trusts and maintain ownership ledger. Formalise contributions of existing capital or IP assets to subsidiaries.
- **Management oversight** – schedule quarterly board meetings (include trustees where required) to review performance of each OpCo and PropCo. Use KPIs such as revenue, EBITDA, MRR growth and acquisition pipeline.

MgmtCo (to be formed)

- **S-Corp election and payroll** – file Form 2553 by March 15 2026. Hire yourself and spouse at reasonable salaries. Contribute to Solo 401(k) up to the new limits ³.
- **Shared services** – provide bookkeeping, HR, legal and IT support to subsidiaries. Invoice each entity monthly based on an allocation method. Maintain timesheets for REPS qualification and allocate your time across property and operating activities.

Neat Circle LLC (Digital Services OpCo)

- **SuiteDash implementations** – finalize service tiers (Foundation, Growth, Professional) and pricing. Standardize project templates for different industries. Develop case studies from early clients to support marketing.
- **Automation partnerships** – integrate additional tools (Boost.space, AITable, n8n) to enhance value. Offer white-label solutions to other consultants.
- **Sales & marketing** – build inbound marketing via content (blog posts, webinars). Use LinkedIn outreach to target MSPs, healthcare providers and professional services. Cross-sell directory members and micro-SaaS users.
- **Tax & compliance** – consider electing S-Corp status effective 1 January 2026 to lower self-employment tax. Keep separate books from HoldCo and MgmtCo. Pay royalties to CXI LLC and rent to Obuke series.

Kwode LLC (Directories & Media)

- **Directory platforms** – launch and scale multiple vertical directories. Use a freemium model to onboard users and convert to paid listings. Offer advertising packages and featured placements.
- **Media production** – develop VR courses, podcasts and newsletters targeting industries served by Neat Circle and Lodging Connections. Use content to drive leads to other OpCos.
- **Monetisation & analytics** – track monthly recurring revenue, churn and customer lifetime value. Adjust pricing and features based on data.
- **Compliance** – file any state-specific publication requirements in Wyoming; consider S-Corp election if profitable.

CXI LLC (SaaS & IP)

- **IP ownership and licensing** – register trademarks and copyrights for all software and content. Assign code and creative works developed by you or contractors to CXI. Execute licence agreements with Neat Circle and Kwode.
- **Micro-SaaS development** – identify pain points from directory members and automation clients; build lightweight tools (e.g., lead-scoring calculators, booking widgets). Launch through AppSumo to validate demand.
- **Royalty & transfer pricing** – set royalty rates comparable to market (e.g., 5-15 % of revenue). Document pricing rationale to satisfy IRS transfer-pricing rules.
- **Tax planning** – consider electing S-Corp status to reduce self-employment tax; allocate profits appropriately.

Obuke LLC (Series PropCo)

- **Series creation & property acquisitions** – for each new business or property, file a Series Certificate with the Wyoming Secretary of State and record property deeds in the name of the specific series. Maintain separate bank accounts and accounting records for each series.
- **Lease agreements** – negotiate market-rate leases with operating companies; adjust rents annually. Document comparables.
- **Cost segregation & bonus depreciation** – schedule studies for each property and track placed-in-service dates to maximize bonus depreciation ².

- **REPS qualification** – log hours spent on property acquisition, management and improvements. Aim for 750+ hours per year. Track hours separately for each series to demonstrate material participation.

Lodging Connections LLC (Hospitality Services)

- **Operations** – manage day-to-day operations of lodging properties (hotels, rentals or bed-and-breakfasts). Implement standardized SOPs for check-in/out, cleaning and customer service.
- **Marketing & booking** – integrate booking engines and distribution channels (Airbnb, Booking.com). Use Kwode directories to drive direct bookings.
- **Financial management** – monitor ADR (average daily rate), occupancy, RevPAR (revenue per available room). Work with Obuke series to set rents and coordinate capital improvements.
- **Licensing & compliance** – maintain Pennsylvania lodging permits, insurance and tax filings. Collect and remit hotel or occupancy taxes.

Origin Eyes (501(c)(3) foundation)

- **Mission alignment** – define philanthropic mission (e.g., education, workforce development, community revitalization). Develop programmes that also support pipeline building (e.g., training for trades used in acquisitions).
- **Funding** – solicit donations; allocate a percentage of profits from for-profit entities. Consider program-related investments (PRIs) in social enterprises aligned with your mission.
- **Compliance** – ensure strict separation from for-profit activities; avoid private benefit. File Form 990 annually; document board meetings and grant decisions.

Tax planning & retirement actions

- **Dynasty trust funding** – gift membership interests of PNR Holdings and Obuke to trusts up to the \$15 million per-person exemption ¹. Use valuation discounts (minority, lack-of-marketability) to maximise value transferred. File gift-tax returns (Form 709) by April 15 2026. Continue to monitor legislative changes for potential repeal or further increases.
- **Solo 401(k)/retirement contributions** – maximize contributions through MgmtCo. Under current limits, contribute up to \$70 000 if under age 50, \$77 500 if 50+, or \$81 250 if ages 60–63 ³. Encourage spouse participation to double contributions to \$140 000/\$155 000 ³. Invest funds in low-cost index funds or self-directed options (real estate, private placements) for diversification.
- **Depreciation & cost recovery** – take full advantage of 100 % bonus depreciation for assets placed in service after January 19 2025 ². Plan property improvements to qualify; accelerate purchases of equipment or renovations by year-end. Keep detailed fixed-asset schedules.
- **Interest deductibility & financing** – because the interest limitation reverted to 30 % of EBITDA ², debt-financed acquisitions remain attractive. Structure acquisition financing to maximize deductible interest while maintaining DSCR above 1.25. Consider interest-only periods to improve initial cash flows.

- **REPS documentation** – maintain logs of hours spent on property management, acquisition analysis and real-estate decision-making to qualify for Real Estate Professional Status. The 750-hour requirement and >50 % of personal working time should be met annually.

Growth, acquisition & revenue generation strategies

1. **Automation services (Neat Circle)** – scale “Portal in a Week” packages; upsell ongoing maintenance and automation consulting. Develop industry-specific templates (healthcare, legal, manufacturing) to shorten implementation times and justify higher pricing.
2. **Directories & lead generation (Kwode)** – launch multiple niche directories; monetize through subscriptions, featured listings and lead-generation fees. Provide value by curating high-quality listings and offering integrated booking or payment tools developed by CXI.
3. **Micro-SaaS products (CXI)** – build lightweight SaaS tools that address common pain points (e.g., scheduling, quoting, customer feedback). Use AppSumo for marketing; cross-sell to directory members. Aim for at least one new product each quarter.
4. **Business acquisitions** – target recession-resistant “boring” businesses (HVAC, laundromats, car washes) that include real estate. Focus on deals with seller financing ($\geq 50\%$ of purchase price) and potential for operational improvement via SuiteDash automation. Use search-fund methodology; maintain pipeline of 5-10 active deals.
5. **Real-estate portfolio growth (Obuke)** – continue acquiring properties that can be leased to operating companies or used for lodging operations. Evaluate opportunities for 1031 exchanges to defer gains. Identify undervalued commercial real estate where automation and management improvements can increase cash flow.
6. **Media & education (Kwode & Origin Eyes)** – develop VR courses, podcasts and educational content to position the group as a thought leader in automation for traditional businesses. Use this content to drive brand recognition and attract clients and acquisition leads.

Risk management & governance

- **Liability separation** – ensure each LLC maintains separate bank accounts, books and records. Do not commingle funds. Adopt formal operating agreements. For Obuke series, treat each series as a distinct entity by executing separate contracts and keeping separate accounting.
- **Insurance** – maintain adequate general liability, property, professional liability and directors and officers (D&O) insurance. Evaluate umbrella coverage to protect against catastrophic losses.
- **Regulatory compliance** – file annual reports in Wyoming and Pennsylvania; maintain foreign qualification where required. Renew registered agent services. File Form 990 for Origin Eyes.
- **Transfer pricing and documentation** – prepare annual transfer-pricing studies to support royalties, management fees and leases. Keep board minutes and inter-company agreements up to date.
- **Cybersecurity & data protection** – implement two-factor authentication, password management, encryption and regular audits. Protect client and employee data to comply with privacy laws.

Conclusion and next steps

The updated North-Star plan reflects new realities: you have established multiple entities, and U.S. tax law has shifted to your advantage. The extension of the estate-tax exemption to **\$15 million per person** ¹ and permanent restoration of **100 % bonus depreciation** ² provide greater flexibility for wealth transfer and capital investment. Increased Solo 401(k) limits allow more tax-deferred retirement savings ³ . By

aligning each existing LLC with a specific role, establishing a management company, and executing inter-company agreements, you can build a robust corporate infrastructure that supports aggressive acquisition and growth.

Immediate priorities for Q4 2025 include finalizing dynasty trusts, forming the management company and electing S-Corp status, maximizing retirement contributions, launching directories and portal services, performing cost-segregation studies and building an acquisition pipeline. With disciplined execution, you can create an integrated business empire that generates diversified income, protects assets and builds generational wealth.

  **Big Beautiful Bill Explained: Tax Changes FAQ | Tax Foundation**

<https://taxfoundation.org/research/all/federal/one-big-beautiful-bill-act-tax-changes/>

 **2025 Solo 401(k) Contribution Limits - IRA Financial**

<https://www.irafinancial.com/blog/what-are-the-solo-401k-contribution-limits/>