



The **GATEWAY**
Opportunity Funds

The
Project.

LIGHTHOUSE
LANDING

Shovel Ready

- 70 Acre \$400 million Commercial Real Estate Riverfront Destination Development.
- Land has no debt. Site has been removed from floodplain and FEMA flood maps. LOMR received 2016.
- Entire site located in Opportunity Zone Census Tract 1270.
- ½ mile of Mississippi River Frontage.
- Located directly on Interstate 270. Exit ramp terminates at foot of property (60,100 average daily vehicles).
- Site is Zoned, Entitled and ready for development.
- Senior management has over 100 years combined real estate development experience.
- Incentives: City of St. Louis Tax Sharing Agreement, CID & TDD.
- Sold 2 acre lot (\$1,000,000+ /acre) for Convenience Store. Infrastructure started Construction Spring 2019.
- St. Louis Zoo purchased 425 acres two miles north of our site, building a Safari Park (estimated 3 million annual visitors).
- Proposition Z passed to generate \$20 million revenue annually for Zoo expansion and Safari Park construction.

Shovel Ready

LOI – International Marina developer to build and operate:

1. 200 wet slip Marina and 500 Dry Stack storage facility
2. 100 riverfront room hotel and conference center
3. 20,000sf riverfront retail space

LOI – National resort developer to build and operate safari themed 350 room hotel with state of the art 80,000sf indoor water park

Competition:

- No marina on the Mississippi River within St. Louis city limits
- No indoor water parks within 250 miles / 4 hour drive time

Sites available to build:

1. Riverfront Boardwalk retail and hospitality
2. Additional Hotel space and Entertainment Venues
3. High traffic street frontage (2,500 lf) for retail and consumer food and beverage

Engaged PGAV Destinations (world class architects) for Master Planning

Engaged Francis Slay (retired 4 term St. Louis Mayor) of Spencer Fane as legal counsel

GATEWAY OPPORTUNITY FUND
70 ACRE MISSISSIPPI RIVER WATER FRONT DEVELOPMENT.
IMMEDIATE I-270 ACCESS



The Project...

...is Real.

**70 Acre Waterfront
Commercial Real Estate
– Shovel Ready!**

Shovel Ready

An aerial drone photograph of a large-scale construction site. The central area is a vast, cleared expanse of brown earth, marked with numerous tire tracks from heavy machinery. To the left, a multi-lane highway runs parallel to the site, with a small cluster of green-roofed buildings and parking lots nearby. In the background, a dense line of trees separates the construction area from a residential or commercial neighborhood. To the right, a body of water is visible, with a rocky shoreline in the foreground. The overall scene depicts a major infrastructure project in progress.

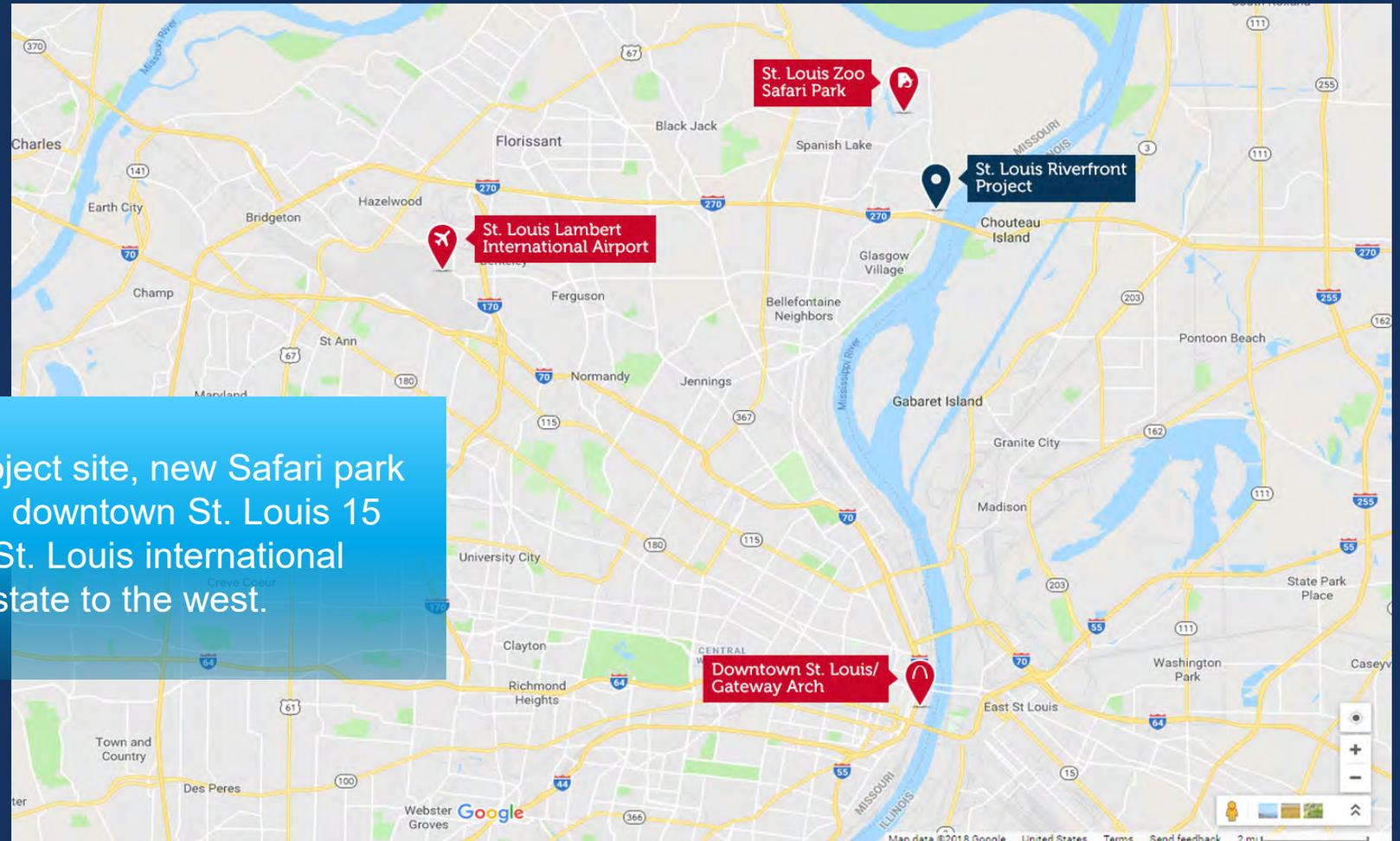
Drone picture from above
1-270 bridge, looking NW.

Shovel Ready

Drone picture from North end of property, looking SW.

Shovel Ready

Area map showing project site, new Safari park 1 ½ miles to the north, downtown St. Louis 15 min. to the south and St. Louis international airport 15 min all interstate to the west.



The Project

World Class Marina & Riverfront Boardwalk



The Project



State-of-Art 80,000 sq FT
Indoor Waterpark



The **GATEWAY**
Opportunity Fund



Proven Success

**First Pad Has
Been Sold**

**2+ Acres For
\$1,000,000 Per Acre**

**Infrastructure
Has Begun**

The Project

1

**70 Acres
Hard Assets**
That's Protection!

2

**3,500+
New Jobs**
That's Impactful!

3

19% IRR
(Before Tax Benefits)
That's A Great
Return!

FULLY QUALIFIED OPPORTUNITY FUND.

FULLY QUALIFIED OPPORTUNITY ZONE. Complete compliance for your tax benefits.

No Competition

✓ **NO other Marina on the Mississippi River within St. Louis city limits.**



✓ **NO indoor waterpark within 250 miles (4 hour drive time).**



✓ **NO support services for visitors to the Safari Park within 5 miles.**



The Impact.

2,000 CONSTRUCTION JOBS

3,500 PERMENANT JOBS

NEW INFRASTRUCTURE TO
UNDERSERVED AREA

The Plan.

Business Strategy.
Invest. Earn. Win.

Business Strategy

Gateway Opportunity Fund is a real estate secured Qualified Opportunity Fund. All investments made by the Fund will be in low risk real estate developments and businesses located in designated qualified opportunity zones.

Investments

The initial offering of **\$30,000,000** is designated for investment in Lighthouse Landing Holdings, LLC, a Qualified Opportunity Zone Business organized under the laws of the State of Missouri, to acquire and develop approximately 70 acres of Mississippi River front land designated for the “shovel ready” Gateway Marina and Resort at Lighthouse Landing, which is located in a Qualified Opportunity Zone on the banks of the Mississippi River at I-270 in St. Louis, Missouri . The **commercial** development will consist of a first class marina and boardwalk, multiple hotels and a conference center. The project will be enhanced with additional retail and entertainment attractions including a world class Indoor Water Park and Hotel, and multiple riverfront Restaurants and Shops and much more.

Adding exceptional value to this project is the St. Louis Zoos' announcement of having acquired 425 acres two miles north just past our front door to build a new Safari Park. The existing downtown zoo attracts over 3 million visitors annually. Our development will serve as the main (and really only in the area) hospitality destination for visitors to the Safari Park. We will partner with the zoo to “theme” several of our attractions with wildlife characters and designs. Because of our location and amenities, Gateway Marina and Resort at Lighthouse Landing will become the “Go to Location” in the Center of America with unmatched riverfront views, activities, exceptional hospitality, and direct access to the Mississippi River. The Gateway Opportunity Fund will be fully secured with real estate through the purchase and development of the site.

The Founders of Gateway Opportunity Fund have the site secured, zoned, entitled with multiple incentives, and ready for development. In fact, the first sale on the site consisting of a two (2) acre tract, has been completed and site work has already begun. The lot sold for \$2,100,000 (a little over \$1,000,000 an acre, or approximately \$24.10 per sq. ft.)

The Founders have obtained a LOI from an international marina developer for the marina and riverfront amenities – dry stack boat storage, hotel, condos, restaurants & retail. The Founders also have obtained a LOI from a large resort developer for a 350 room themed Hotel and world class 80,000 sq ft Indoor Water Park. The Fund will partner with these developers to provide the required Equity to see these projects come to fruition. The Fund will also look to provide required equity to qualified developer/owners to complete the balance of the hospitality, food & beverage, entertainment and retail components of the Resort, insuring compatibility and consistency throughout the Lighthouse Landing development. These investments will all be in real estate secured qualified opportunity zone property.

Business Strategy

Experience

We have assembled an all-star management team consisting of seasoned real estate professionals, top proven entrepreneurs and respected local leaders.

Our development executives have “been there and done that” in most every area in the commercial real estate world.

With over 100 years combined experience in the Midwest, Las Vegas, California, Florida and the Caribbean, Gateway’s leadership has the experience and knowledge that turns commercial real estate developments into financial successes.



Jobs

We have entered discussions with the local trade unions regarding their job training programs and intend to partner with the St. Louis Job Corp. to provide job training, scholarships, and intern opportunities for their students leading to job opportunities in the market place as well as future permanent jobs that will be created as a result of our development.

In addition, the Founders have met with other regional community leaders to discuss investment in redevelopment projects in other area opportunity zones. These projects will lead to even more job creation and will be analyzed by our experienced management team to determine maximize returns while minimizing the risk through real estate secured investments.



Timing

The Fund will immediately invest in the land and site improvements to fully develop the site and create marketable lots. It is anticipated the marina and ancillary riverfront amenities and the hotel and indoor water park will begin construction soon after site completion.

We anticipate to in-fill the site with other hospitality, retail, entertainment and food & beverage businesses and invest additional Fund capital within 24 months.

All funds raised will be deployed within the 31 month “safe harbor” period.



Liquidity

The Founders and management of the Fund are keenly aware of the liquidity needs of the investors. The management will develop an annual liquidity plan to provide the long term cash needs of investors. The Plan will address among other items the cash flow needs to fund the following:

Investor’s Tax Liability on the original gain deferral due December 31, 2026. Provide adequate liquidity to fund investors’ desire to liquidate their investment upon completion of the minimum 10 year holding period.

To provide the required liquidity and an exit for investors, the management anticipates utilizing the strategy of maintaining reasonable cash reserves, selling real estate assets held, recapitalization of business assets, as well as exploring the potential of taking the Fund public to generate requisite liquidity needs, and participating in the Entrex trading platform that allows investor to sell or trade their shares based on their investment strategies and needs.

Management will maintain direct relations with Investors to assist in their cash flow needs and liquidity requirements.



Returns

IRR:

Based on our cash flow and investment projections we forecast a return of 19% IRR.

Fees:

The Fund’s management is committed to operate the Fund at the lowest possible fees and operating expenses of any Opportunity Fund. The priority of Management is to maximize Investor returns by minimizing the operating expenses of the Fund.

We see many Opportunity Funds charging its investors 3.5% – 5% just for management fees.

Our forecasts are based on total overall fund operating expenses, including management fees, **not to exceed 2% of Fund Value.**

We believe this conservative style of expense management will provide adequate resources to operate the Fund and manage all of its investments and projects while maximizing its Investors’ returns.



Experienced Leadership

- 1 100 YEARS COMBINED DEVELOPMENT EXPERTISE**
- 2 INDUSTRY BEST LEGAL REPRESENTATION**
- 3 INDUSTRY BEST TAX AND ACCOUNTANCY REPRESENTATION**
- 4 INDUSTRY BEST 3RD PARTY FUND ADMINISTRATION**
- 5 WORLD CLASS SITE ARCHITECTS and THEME CONSULTANTS**

CONFIDENCE

Business Strategy

OUR PLEDGE

To create long lasting community assets, that create new employment opportunities and improve and enhance life experiences, while achieving our investment goals and protecting our investors capital.

3 Substantial Tax Benefits For Investors

1

DEFERRAL

of capital gain:

A tax deferral for any capital gains rolled over in an Opportunity Fund.

The deferred gain would be recognized on the earlier of December 31, 2026 or the date on which the investment in the Fund is sold.

2

REDUCTION

of the capital gains tax realized:

A step-up in basis for capital gains rolled into an Opportunity Fund.

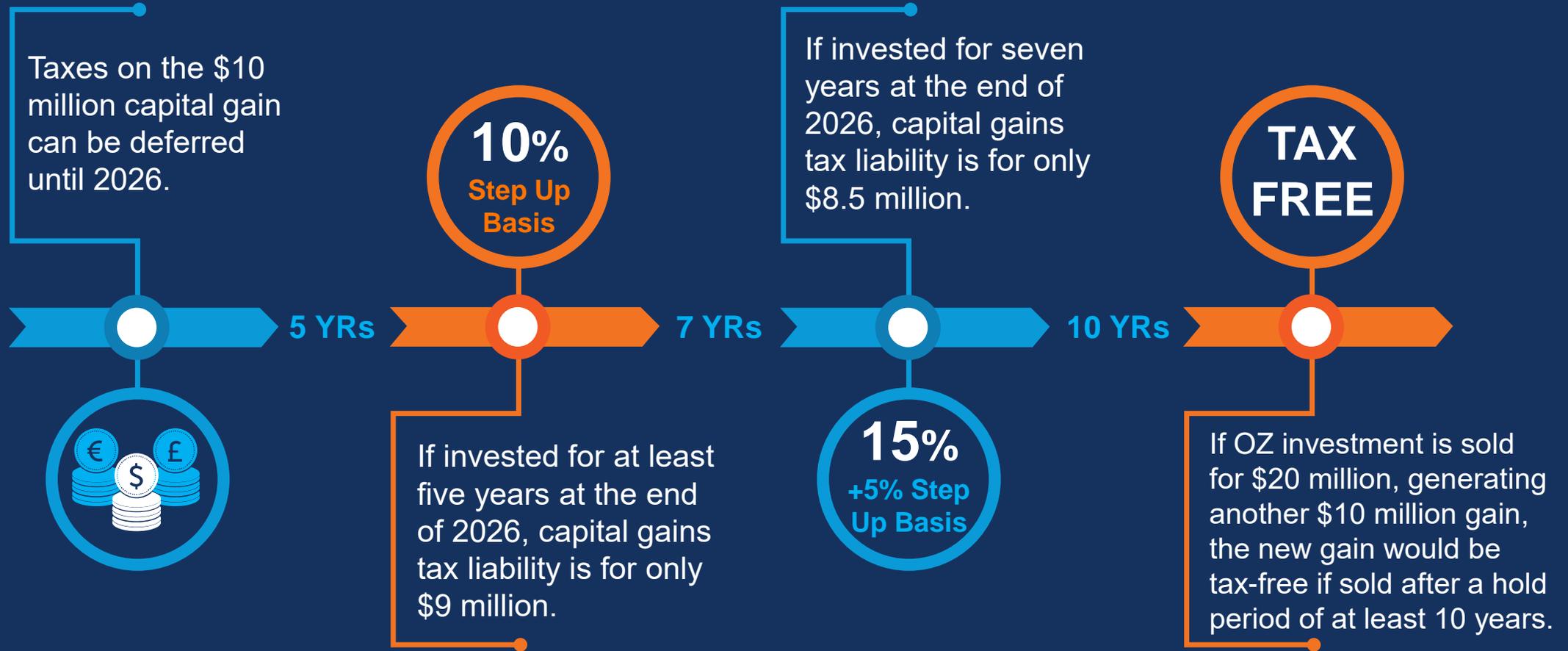
The basis of the original investment is increased by 10% if the investment is held by the taxpayer for at least 5 years, and by an additional 5% if held for at least 7 years.

3

NO TAX

on any capital gains from an investment in Opportunity Fund held by a taxpayer for at least 10 years, the basis of such property shall be equal to the fair market value of such investment on the date that the investment is sold or exchanged.

Suppose you bought stock for \$1 million, later sold it for \$11 million and rolled the entire \$10 million gain into an OZ investment...



The Gateway Opportunity Fund is raising:
\$30,000,000

To fund the acquisition and development of zone investments
focused on new real estate and community-based investments in
Qualified Opportunity Zones.

Featuring the **Premier Opportunity Zone** Project in the Country

LIGHTHOUSE LANDING

Cash Flow Financials

	2020	2021	2022	2023	2024
Revenues					
Net Income - Lighthouse Landing Holdings, LLC	821,045	4,997,882	5,490,377	7,888,926	6,224,098
Total Revenue	821,045	4,997,882	5,490,377	7,888,926	6,224,098
Expenses					
S G & A	424,009	432,489	441,139	449,962	458,961
Fund Administration	84,915	86,631	88,346	90,112	91,915
Other Expenses	57,176	58,320	59,486	60,676	61,889
Total Expenses (1.85%)	566,100	577,422	588,970	600,750	612,765

5 yr Operating Profit 254,945 4,420,460 4,901,407 7,288,177 5,611,333

	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029
Total Revenue	821,045	4,997,882	5,490,377	7,888,926	6,224,098	5,534,731	5,688,870	5,851,100	6,007,985	78,592,561
Total Expenses	566,945	577,422	588,970	600,750	612,765	625,020	637,521	650,271	663,276	676,542
10 yr Operating Profit	254,945	4,420,460	4,901,407	7,288,177	5,611,333	4,909,711	5,051,349	5,200,829	5,344,709	77,916,019

Use of Funds Financials

Use of Funds		Investment
Secure Land & Incentives		20,000,000
Development Infrastructure Costs		5,000,000
Water Park and Hotel Equity		2,500,000
Riverfront and Marina Equity		2,500,000
Total Use of Proceeds		30,000,000

The above is used as an example of how fund proceeds maybe used. The exact amounts per category are subject to Opportunity Zone regulations, current and proposed. Gateway Opportunity Fund is committed to full compliance with all Opportunity Zone regulations, and will heed the advice of our professional advisors.

**Working
Together.**

We Can Bring
Positive Change
To Our Community.



Please contact to us learn more about our fund and our project.
Better yet, call to schedule a site visit and come see for yourself why we call...

LIGHTHOUSE LANDING

The Premier Opportunity Zone project in the country!

WE WOULD LOVE TO MEET YOU!

DISCLAIMER | NOTICE TO ALL OFFEREEES

This Confidential Management Presentation (the “**Memorandum**”) has been prepared solely for the benefit of prospective investors interested in purchasing Class A Membership Units (“**UNITS**”) described herein of Gateway Opportunity Fund, LLC, (the “**Company**”), a Missouri Limited Liability Company. The Company is established as a Qualified Opportunity Fund to capitalize upon the new national investment program created by the Tax Cuts and Jobs Act enacted on December 22, 2017. **Investing in the Company’s Shares is speculative and involves substantial risks. The Qualified Opportunity Zone legislation was recently enacted, and there are no implementing regulations and only limited Internal Revenue Service guidance has been provided. It is possible that the Company may fail to meet the requirements to be treated as a Qualified Opportunity Fund, and there can be no guarantee that any investor will realize any tax advantages of investing in a Qualified Opportunity Fund as a result of an investment in the Company. Investors should purchase these securities only if they can afford a complete loss of their investment.** The Shares in the Company are being offered (the “**Offering**”) exclusively to persons or entities that are “accredited investors” as defined in Rule 501(a) of Regulation D under the Securities Act of 1933, as amended (the “**Securities Act**”), and state securities laws. The Shares have not been, and will not be, registered under the Securities Act or the securities laws of any state or non-U.S. jurisdiction and are being offered and sold in reliance on exemptions from the registration requirements of the Securities Act and such laws. The Shares are subject to restrictions on transferability and resale and may not be transferred or sold except as permitted under the Company’s Bi-laws, the Securities Act and other applicable securities laws, pursuant to registration thereunder or exemption therefrom. The Shares have not been approved or disapproved by the U.S. Securities and Exchange Commission, any state securities commission or other regulatory authority nor have any of the foregoing authorities passed upon or endorsed the merits of this Offering or the accuracy or adequacy of this Memorandum. Any representation to the contrary is unlawful. This Memorandum does not constitute an offer to sell or a solicitation of an offer to buy a Share to anyone in any state or other jurisdiction (U.S. or foreign) in which it is unlawful to make such offer or solicitation. It is the responsibility of any investor purchasing a Share offered hereby to satisfy itself as to full observance of the laws of any relevant jurisdiction outside of the U.S. in connection with any such purchase, including obtaining any required governmental or other consents and observing any other applicable requirements. Any supplement furnished by the Company that specifically references this Memorandum shall be incorporated herein by this reference. Subject to the immediately preceding sentence, no person has been authorized in connection with this Offering to give any information or make any representation other than contained in this Memorandum, and any representation or information not contained herein must not be relied upon as having been authorized by the Company or any approved placement agent. The delivery of this Memorandum does not imply that the information contained herein is correct as of any time subsequent to the date on the cover page hereof. 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For this purpose, “tax structure” is limited to facts relevant to the U.S. federal income tax treatment of this Offering and does not include information relating to the identity of the Company. The Shares offered hereby may not be transferred or sold without the prior written consent of the Company, which consent may be given or withheld in the Managements sole discretion. This Offering is suitable only for sophisticated investors who have the financial ability and willingness to accept the high risks and lack of liquidity inherent in an investment in the Company. This Offering involves risks. Investors may lose all or substantially all of their investment. Investors should be aware that they may be required to bear the financial risks of this investment for an indefinite period of time. No assurance can be given that the Company’s investment objective will be achieved and its investment results may vary substantially on a monthly, quarterly or annual basis. In arriving at an investment decision, investors must rely on their own examination of the Company, the Bi-laws and the terms of this Offering, including the merits and risks involved. Prospective investors should carefully read and retain this Memorandum. Prospective investors are not, however, to construe the contents of this Memorandum as legal, accounting, business, investment, pension or tax advice. Prior to purchasing a Share offered hereby, prospective investors should consult with their own legal, accounting, business, investment, pension and tax advisors to determine the appropriateness and consequences of an investment in the Company and arrive at an independent evaluation of the merits of such investment. 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