Main-street auto businesses, and the real estate underneath them.

The Motorpool Auto Company buys established, cash-flowing auto service businesses in Texas together with the property they operate on, then runs them on the Motorpool playbook. MP Auto, a new special purpose vehicle, will buy two assets in Texas: an auto repair business and its building in the Houston MSA, and a self-service car wash in San Antonio.



Illustrative rendering.

36.9%	3.08x	$500K	8%
Projected LP net IRR, base case	Projected LP net multiple	LP equity raise	Preferred return

$2.14M	2 · 4	5 yrs	$0
Total capitalization	Assets · LLCs at closing	Target hold	Management fees

Returns are after everything: the acquisition fee, closing costs, all debt service and the sponsor's promote. Investors receive one K-1 from MP Auto Fund 1 LLC.

For information only. This is not an offer to sell or a solicitation of an offer to buy any security. Any offering will be made only to verified accredited investors under Rule 506(c) of Regulation D, through definitive offering documents. Figures are the sponsor's base-case projections, are not guaranteed, and actual results may differ materially. Images are illustrative 3D renderings, not photographs.

Two assets, each with its business and its real estate

Each asset will be split into an operating company and a real estate company, and both will run on the sponsor's existing systems.

Motorpool Store 3 Houston MSA



- About **$1.0M** of 2025 revenue and a ~48% average gross margin (2023–2025)
- To be bought with its ~5,300 SF building at about the building's as-is appraised value
- To be financed with a senior bank loan, a seller note and **$350K** of investor equity
- To be rebranded as The Motorpool, with fleet and membership programs added

Motorpool Wash Station 1 San Antonio



- Operating today at about **$90K** a year; plan reaches ~$135K by Year 2
- Repair, repave and rebrand; card readers in every bay
- **$150K** of investor equity; Year 2 refinance planned to return equity
- Near one of the sponsor's existing shops

Where the money goes, and where it comes from

	Motorpool Store 3	Motorpool Wash Station 1	Fund total
Purchase price (business + real estate)	$1,500,000	$300,000	$1,800,000
Repairs and rebrand	$0	$150,000	$150,000
Working capital	$78,750	$8,125	$86,875
Closing costs and loan fees	$41,250	$23,375	$64,625
Acquisition fee (2%)	$30,000	$6,000	$36,000
Total cost	**$1,650,000**	**$487,500**	**$2,137,500**
Paid for with			
Senior bank loan	$1,200,000	$337,500	$1,537,500
Seller note	$100,000	$0	$100,000
Investor (LP) equity · this raise	$350,000	$150,000	$500,000
Total sources	**$1,650,000**	**$487,500**	**$2,137,500**

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One fund, four companies, one K-1

Investors
Buy units · receive one K-1

↓

MP Auto Fund 1 LLC
Will own 100% of all four companies

↓

Operating co.	Real estate LLC	Operating co.	Real estate LLC
Repair business	Shop building	Wash business	Wash site

Each operating company pays market rent to its real estate company. Cash from all four pools at the fund and is paid out through one waterfall.

The waterfall

TIER 1	**Capital back + 8% preferred return** 100% to investors first
TIER 2	**Profits above the 8% pref** 80% investors · 20% sponsor
TIER 3	**Year 5 profits above a 30% deal IRR** 60% investors · 40% sponsor

No asset management fee, no disposition fee, and no sponsor salary from the deal. A one-time 2% acquisition fee at closing.

Projected distributions to investors · base case



$500,000 in, $1,537,731 back
36.9% net IRR and 3.08x over five years, after all fees and the sponsor's promote. Deal-level IRR before the promote: 43.7%.

A $50,000 investment	Projected
Year 1	$11,691
Year 2	$26,898
Year 3	$12,212
Year 4	$12,267
Year 5 · sale	$90,704
Total returned	**$153,773**

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Key terms

Issuer	MP Auto Fund 1 LLC (Texas)
Offering	Rule 506(c) · verified accredited investors only
LP equity raise	$500,000
Preferred return	8% per year, cumulative
Promote	20% above the pref; 40% on Year 5 profits above a 30% deal IRR
Fees	2% acquisition fee at closing · no management, disposition or loan-guarantee fees
Funding · closing	November 22 · December 1, 2026
Target hold	5 years
Leverage	Senior bank debt and a seller note at the asset level; the sponsor guarantees the loans
Reporting	One K-1 from the fund each year

What could go wrong

Operating risk

Sales could grow more slowly than planned, or costs could rise. The sponsor already runs two repair shops and a fleet service business and brings the same systems, training and marketing.

Market risk

Exit values depend on cap rates and buyer demand in Year 5. Returns are most sensitive to exit pricing; the investor login includes a live stress test.

Financing risk

Loans carry interest-rate and refinancing risk. The base case keeps the senior loan to the sale, except the planned Year 2 refinance of the car wash.

Liquidity

Units are restricted securities and should be expected to be held for the full term.

Next step

Verified investors get a login to the data room: photos of both locations, the full offering presentations, and the sponsor's three live Excel models (each asset plus the fund), with a calculator to change revenue, debt and exit assumptions. Request access at **office@motorpoolautorepair.com**.

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