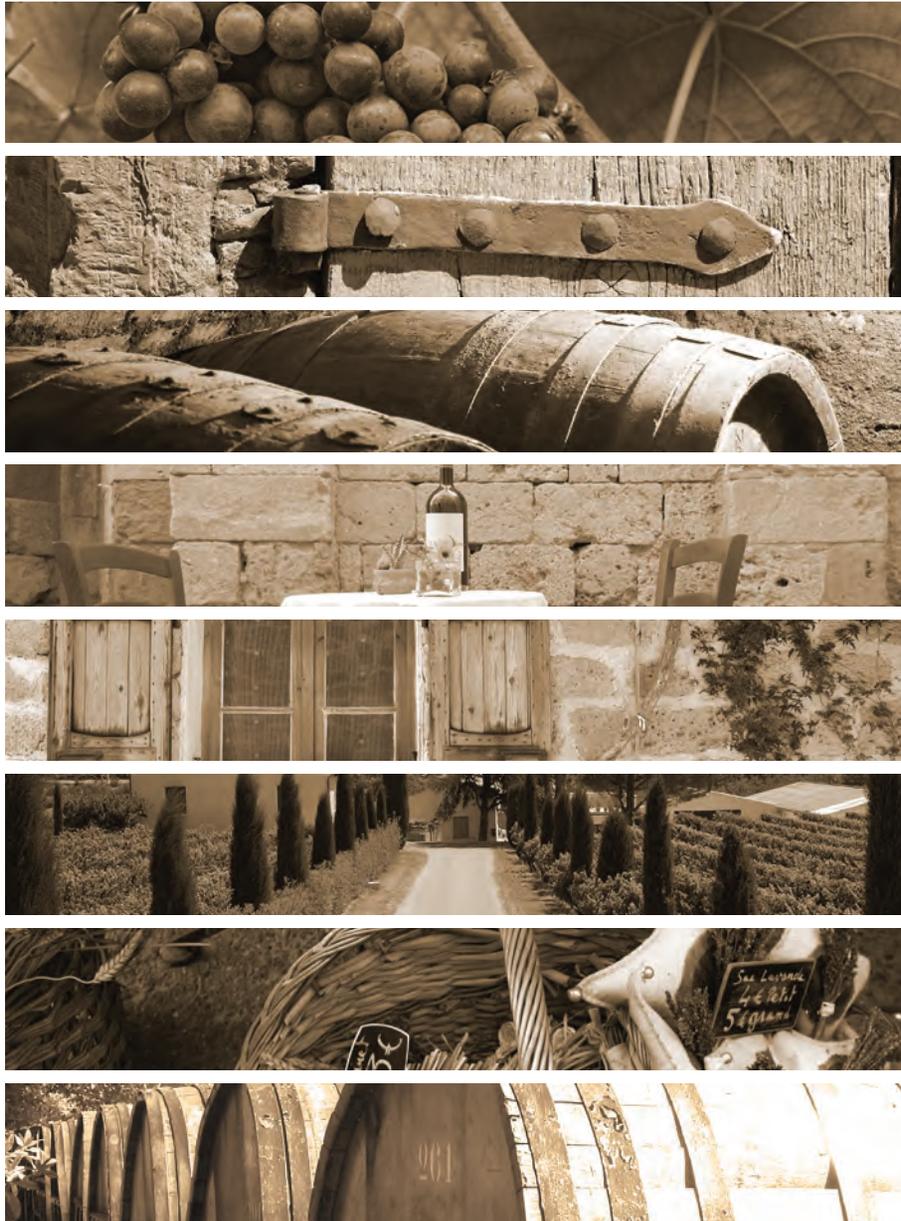


HRV HOTEL PARTNERS



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August 19, 2016

Dear Noah:

City of St. Helena
1480 Main Street
St. Helena CA 94574
Attn: Noah Housh,
Planning & Community
Improvement Director

In accordance with the City of St. Helena RFP we are pleased to present our Proposal for the acquisition and development of the Adams Street Property.

Our Respondent team is comprised of:

› HRV Hotel Partners	<i>Developer & Co-Sponsor</i>	(Richard Holland: 678.562.9510)
› Geolo Capital	<i>Co-Sponsor & Equity Investor</i>	(Jeff Reinstein: 415.694.5809)
› HKS Architects	<i>Architect and Interior Designer</i>	(Nunzio DeSantis: 214.969.3380)
› Koch Real Estate Investments	<i>Equity Investor</i>	(Jake Francis: 316.828.5994)
› HALL Structured Finance	<i>Construction Lender</i>	(Mike Jaynes: 214.269.9540)
› Commune Hotels + Resorts / Destination Hotels	<i>Resort Operator</i>	(Catie Mangels: 415.364.5434)

RE:
City of St. Helena
Request For Proposal

Development
Opportunity /
Adams Street Property

Our Proposal is to develop the Property with an ultra-luxury resort that will contain approximately 113 guest rooms and suites, a "signature" restaurant, an all-day restaurant, a ballroom, meeting rooms, 3 event lawns, a spa, 3 swimming pools, and communal firepit areas. The resort will be operated by Commune Hotels + Resorts / Destination Hotels under their luxury hotel and resort portfolio which includes: Carmel Valley Ranch, Terranea Resort (Rancho Palos Verdes) and Ventana Inn & Spa (Big Sur).

Due to the emphasis in the RFP on the financial qualifications of the Respondent, we have assembled our team to include members that will provide 100% of the financing needed to fund the acquisition of the Property and the completion of the proposed resort. As you will note, the financial qualifications of the financing members of our team are substantial.

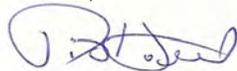
As you will note, our Proposal calls for acquiring the Property for \$20,000,000, plus acquiring the Teen Center property for \$2,000,000 and deeding half of that property back to the City for the new city hall and the other half to Our Town St. Helena as a site for new affordable housing construction. Additionally, our analysis of the economic impact to the City from the proposed resort shows that the City will gain approximately \$40,000,000 in added direct economic impact over the first five years of the resort operations.

We have endeavored to fulfill all of the Proposal requirements in the RFP, including detailed descriptions of each of the Respondent companies and their respective qualifications, the description of the proposed Project including preliminary detailed square footages of all Project building areas, the proposed site layout and architectural concept renderings, a detailed analysis of the economic benefits to accrue to the City from this Project, and our preliminary development timeline.

Our team embodies the development expertise and financial capability required to create a resort that would generate the highest and best economic impact for the City, as well as the design sensitivity to create a world-class resort that would be a hospitality asset that fits perfectly within the local community and culture.

We look forward to receiving the City's response to our Proposal, and we hope to have the opportunity to work with City to create this significant resort on the wonderful Adams Street Property.

Sincerely,



Richard F. Holland
Managing Partner | HRV Hotel Partners

Encl: 10 bound copies of the Proposal, 1 electronic copy of the Proposal



Respondent Team

Collectively, the development team has the capacity and extensive experience in developing, owning and managing full service hotels.

HRV Hotel Partners, as the Developer and Co-Sponsor of the proposed project, will lead the respondent team (the “HRV Team”). The HRV Team is comprised of the following team members:

HRV HOTEL PARTNERS **Developer and Co-Sponsor**

HRV is a hotel and resort development company, based in Atlanta with offices in Chicago and Cabo San Lucas, Mexico. HRV was founded in 1996 (as Hardin Capital) and has successfully developed numerous resort, urban and university-oriented hotels. Richard Holland is the Co-Founder and Managing Partner of HRV. HRV’s most indicative example of successfully developing a five-star quality resort is The Resort at Pedregal (Cabo San Lucas). This resort has received numerous accolades and awards including: The AAA Five-Diamond Award for 2013, 2014 and 2015; #1 Mexico Hotels and Resorts 2014 (Travel + Leisure); #15 World’s Top 100 Hotels 2014 (Travel + Leisure); #1 Top Spa in Mexico 2012 (Conde Nast); #8 World’s Greatest Hotel Spas 2013 (Trip Advisor Travelers Choice Awards).

HKS ARCHITECTS **Architect**

HKS is one of the largest architecture firms in the world. The HKS Hospitality Group designs hotels and resorts of all types in markets worldwide. The HKS Hospitality Group is led by Nunzio DeSantis. Mr. DeSantis, based in Dallas, will be the lead design architect for this resort.

GEOLO CAPITAL **Co-Sponsor/Equity Investor**

Geolo will be the Co-Sponsor for the development of this resort by providing equity investment capital for the resort. Geolo, based in San Francisco, is the private equity investment arm of the John A. Pritzker family office. Geolo focuses its investment activities on three core areas: hospitality, real estate and consumer companies. Geolo currently has active investments in ten hotels with a total enterprise value of approximately \$1.5 billion. Geolo brings a wealth of experience in the ownership and administration of hotel assets, and will be involved in all major decisions with regard to the development and ownership of this resort.





**COMMUNE HOTELS + RESORTS
& DESTINATION HOTELS**
Resort Operator

Commune and Destination recently merged in January of this year to form Commune Hotels + Resorts / Destination Hotels. Commune/Destination is jointly owned by Geolo Capital (San Francisco) and Lowe Enterprises (Los Angeles). Commune/Destination has 45+ years of independent and boutique hotel and resort management experience. The Commune/Destination portfolio currently includes 90+ hotels and resorts, including luxury resorts such as Carmel Valley Ranch, Terranea Resort (Rancho Palos Verdes) and Ventana Inn (Big Sur).

KOCH REAL ESTATE INVESTMENTS
Equity Investor

Koch Real Estate Investments (KREI) is the real estate investment arm of Koch Industries, Inc. Koch Industries is second largest privately held company in the U.S. with over \$100 billion in annual revenue. Since 2010 KREI has invested over \$1 billion in real estate, and is now strategically expanding its investments in hospitality real estate.

(A letter from KREI expressing its interest in providing the subject equity investment is included in the Exhibits section to this document.)

HALL STRUCTURED FINANCE
Construction Lender

HALL Structured Finance (HSF), a subsidiary of HALL Group, was founded in 1995 by Craig Hall (Hall Wineries) as a platform to provide debt capital to high-quality commercial real estate projects throughout the U.S., with a strong focus on the hospitality industry. HSF originates loans for its own account, typically in the form of first-lien construction loans.

(A letter from HSF expressing its interest in providing the subject financing is included in the Exhibits section to this document.)





Proposal

The HRV Team hereby proposes to the City to:

- › Acquire the Adams Street Property
- › Develop the Property with a top-quality resort hotel and related amenities including a signature restaurant, all-day restaurant, ballroom, meeting rooms, event lawns, spa and swimming pools. The resort is currently proposed to contain 113 guest rooms and suites. Refer to the Proposed Development Plan section of this document for the site plan, rendering sketches and photo images related to the proposed design.
- › Acquire the Teen Center Property as part of the community and affordable housing benefits being offered in this Proposal

Proposal Terms:

The HRV Team proposes to purchase the fee-simple title to the 5.6 acre tract of land referred to as the Adam Street Property, with the purchase price to be in the amount of TWENTY MILLION DOLLARS (\$20,000,000.00). The purchase price will be paid in immediately available funds as of the date of the closing.





The conditions to closing will include:

- › Re-zoning of the Property to Central Business classification for the entire Property, which is currently being undertaken as part of the City General Plan Update, and expected to be concluded by the end of the year.
- › Approval by the City of the Special Use Permit related to the herein Proposed Development Plan.
- › Approval of the Environmental Impact Report related to the herein Proposed Development Plan.

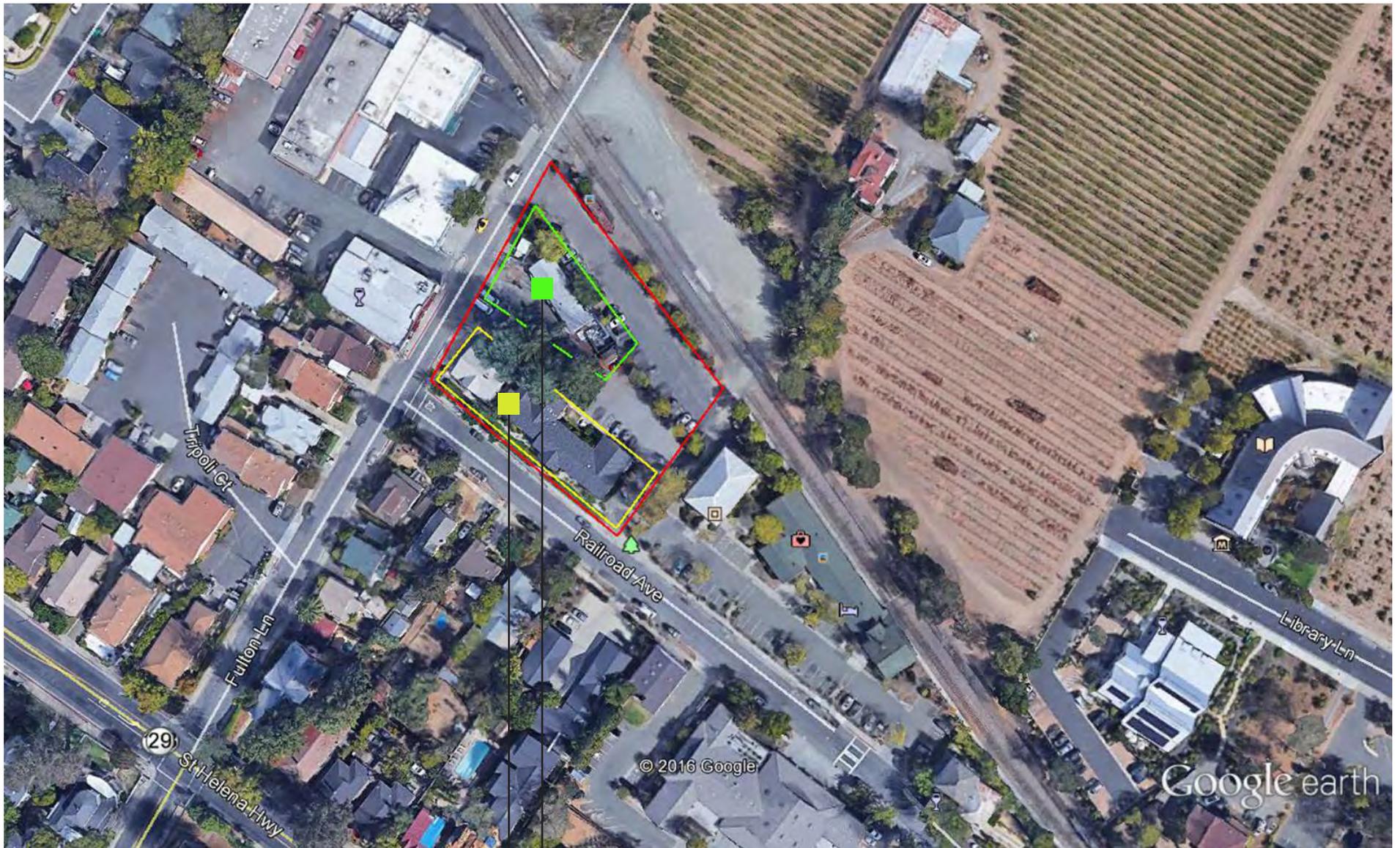
At the time of the full execution of the purchase and sale agreement the HRV Team will make an Earnest Money Deposit in the amount of ONE MILLION DOLLARS (\$1,000,000.00). This Earnest Money Deposit will be non-refundable, except in the event of a default under the purchase and sale agreement by the City. The Earnest Money Deposit will be released to the City, instead of being held in escrow, so the City can use those funds to pay for the design of the new City Hall (refer to the Main Street Proposal).

The closing of the purchase and sale agreement will occur within thirty (30) calendar days of the final approval of the EIR and the Special Use Permit.

Community Benefit and Affordable Housing Contributions

Concurrent with and subject to the agreement for the purchase of the Adams Street Property, the HRV Team proposes to purchase the property owned by the City known as the Teen Center Property. The purchase price will be in the amount of TWO MILLION DOLLARS (\$2,000,000.00). As soon as practicable upon the closing of the purchase of the Teen Center Property, the HRV Team will subdivide the property into two parcels, and will deed one parcel to Our Town St. Helena for affordable housing development use, and the other parcel back to the City for use for the new City Hall (refer to the Main Street Proposal). See the attached graphic to show the proposed subdivision.

HRV HOTEL PARTNERS



- City Hall Site
- Our Town St. Helena Site



Proposed Development Plan

PROJECT DESCRIPTION

While the HRV Team has not had the opportunity to fully engage site and market studies necessary to lead to the final plan and program for the project, the Proposed Development Plan reflects the HRV Team's collective experience with the planning, design and development of ultra-luxury resorts such as the subject project.

The resort will be programmed and designed to fit within the culture of Napa Valley and St. Helena, and will reflect the agrarian context of the surrounding vineyard areas. The plan will address the value to the resort and the neighborhood of the pedestrian access to the downtown and will provide for well-orchestrated automobile arrival, drop-off and onsite parking.

The program for the Proposed Development Plan includes approximately 105,505 square feet of total interior building area.

Preliminary Development Program Summary:

(see the detailed Preliminary Development Program in Exhibits)

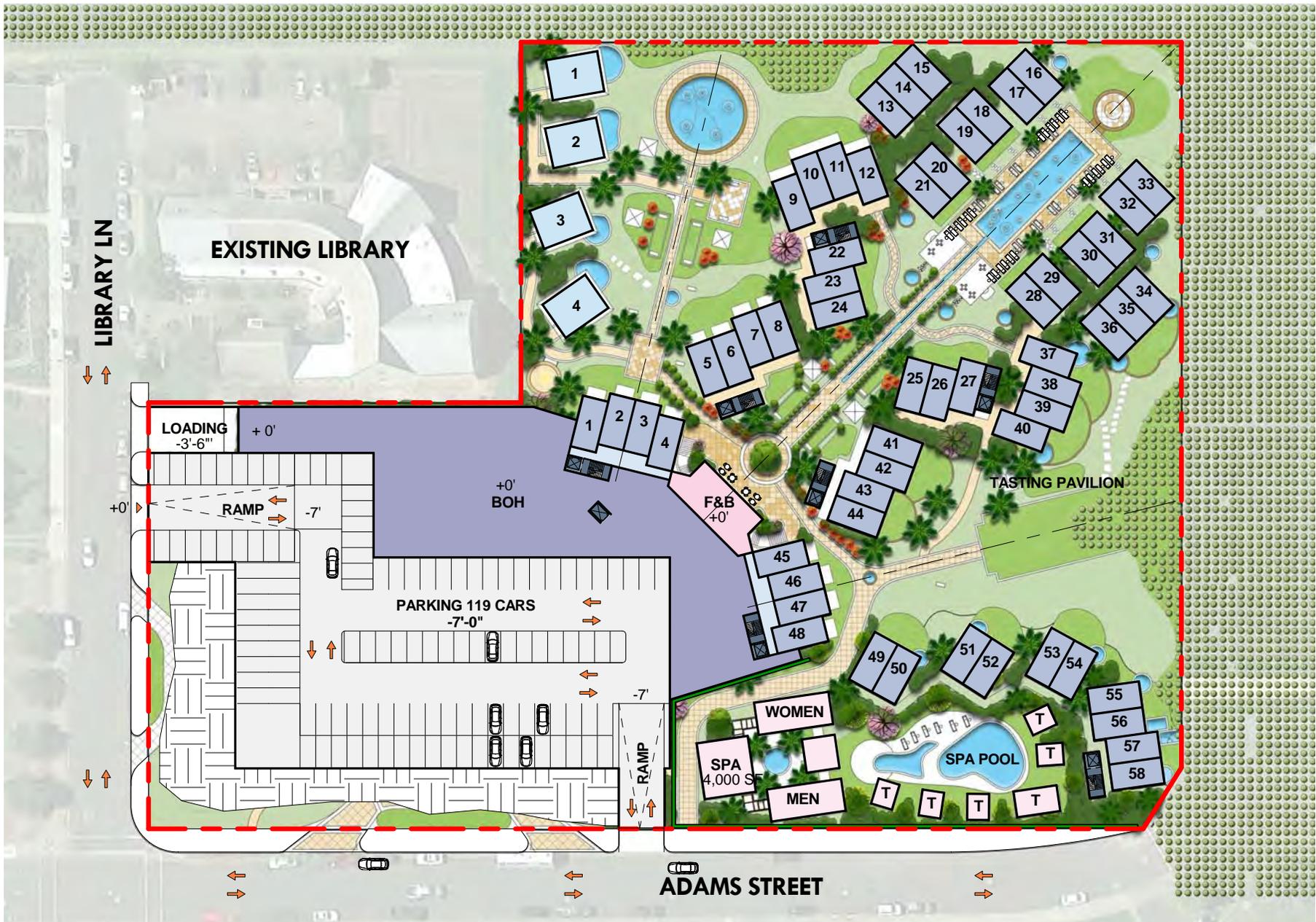
- › 113 guest rooms and suites, comprised of 102 standard rooms, 7 suites and 4 villa suites
- › Lobby/Reception Building (2,370 SF)
- › Restaurant (2,750 SF)
- › Signature Restaurant, including bar, rooftop bar, private dining and exterior terrace (6,550 SF)
- › Events Pavilion, including a ballroom (3,000 SF), meeting rooms (1,700 SF) and a boardroom (600 SF), with a total building area of 8,300 SF
- › Event Lawns (10,000 SF)
- › Spa, with 3,190 SF of interior area and 4,000 SF of exterior lounging and pool area
- › Fitness Studio (1,850 SF)
- › 2 outdoor swimming pools
- › Retail shop (200 SF)
- › Administrative office and back-of-house service areas (18,175 SF)



> LEVEL 01

Type	Area
58 Guestroom Modules	28,710 SF
4 Villas	2,800 SF
Dining	1,500 SF
Spa	7,190 SF
Tasting Pavilion	500 SF
Parking	119 Cars

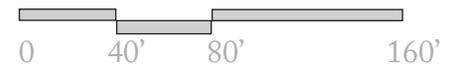
LEVEL 01 +0' - 0"



> LEVEL 02

Type	Area
46 Guestroom Modules	22,770 SF
Dining with Terrace	3,500 SF
Lobby	2,370 SF
Function Space & Event Lawn	18,300 SF

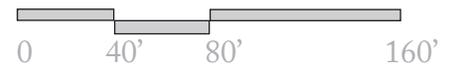
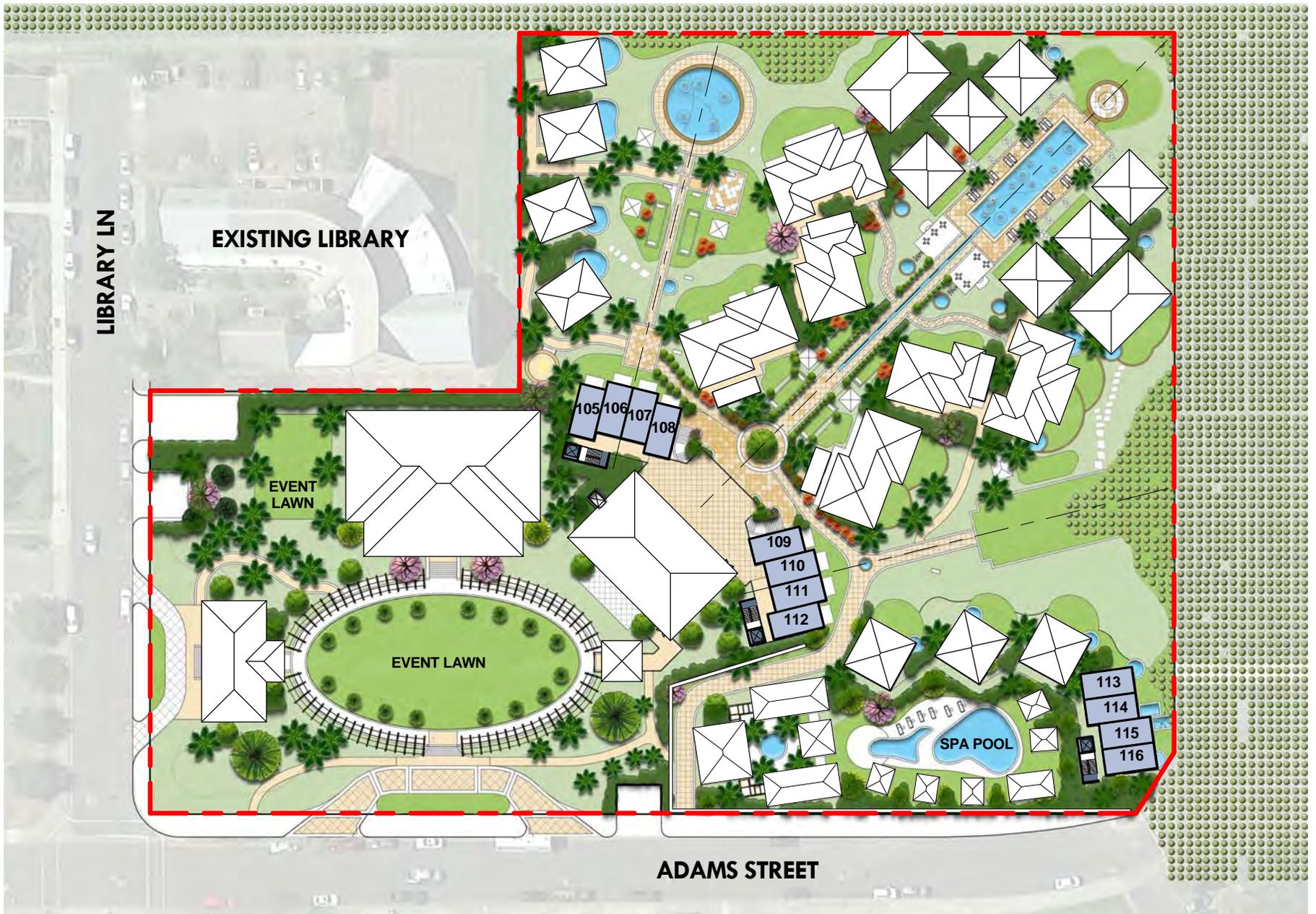
LEVEL O2 +12' - 0"



> LEVEL 03

Type	Area
12 Guestroom Modules	5,940 SF

LEVEL 03 +22' - 0"



ROOF PLAN



HRV HOTEL PARTNERS

RESTAURANT BUILDING



HRV HOTEL PARTNERS

CENTER COURTYARD

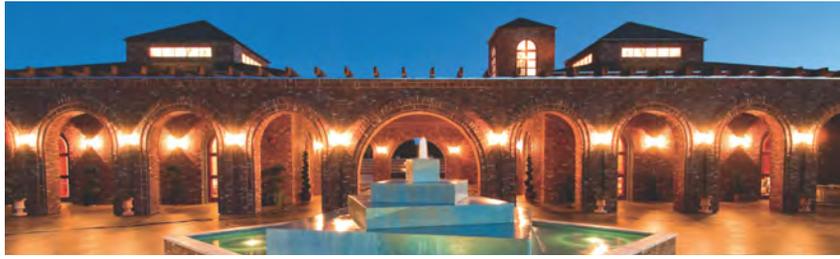
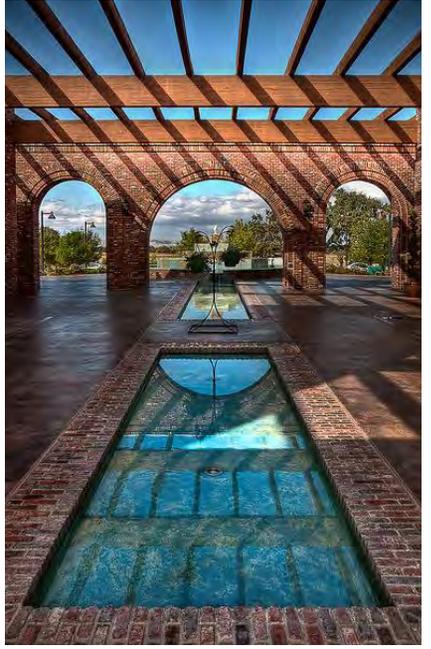


HRV HOTEL PARTNERS

GUESTROOM POOL COURTYARD



HRV HOTEL PARTNERS



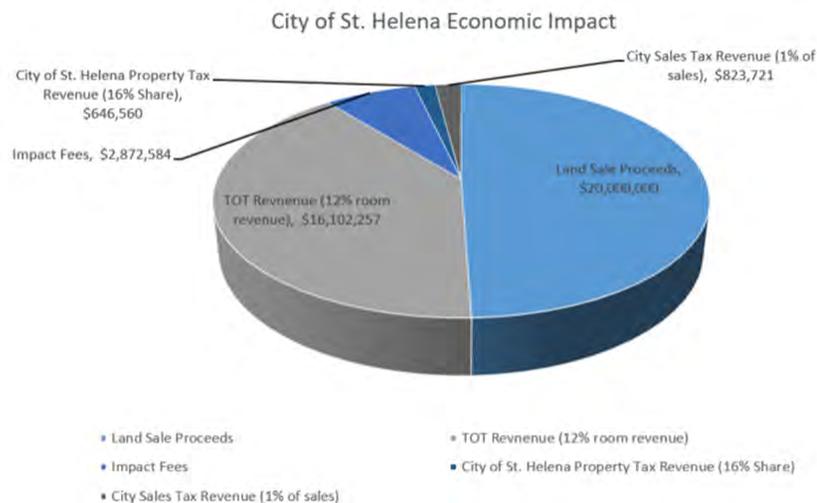




City of St. Helena Economics Benefits Analysis

The primary economic impacts of selling the Adams Street site for use as an ultra-luxury hotel include Land Sale Proceeds, ongoing Transient Occupancy Tax (TOT) Revenue, Property Tax Revenue, Direct & Indirect Sales Tax Revenue and Impact Fees. The ultimate sale of the property for other potential uses including residential, multi-family or commercial will likely provide similar economic impacts for Land Sale Proceeds and Property Tax Revenues. However, utilizing the site for an ultra-luxury hotel provides substantial ongoing economic benefits to St. Helena's by increasing the TOT revenue realized by the City. The projected overall impact is over \$40 million of additional Revenue to the City of St. Helena in the first 5 years of the hotels operations. Further, we project the TOT alone to be over \$3.5 million per year at stabilization.

ECONOMIC IMPACT - ST HELENA HOTEL (ADAMS STREET)								
Tax/Revenue Source	2016/2017	2017/2018	2018/2019	2019/2020	2020/2022	2022/2023	2023/2024	Total
Land Sale Proceeds	20,000,000	-	-	-	-	-	-	\$ 20,000,000
TOT Revenue (12% room revenue)	-	-	2,642,980	2,988,329	3,293,827	3,518,197	3,658,925	\$ 16,102,257
Impact Fees	-	2,872,584	-	-	-	-	-	\$ 2,872,584
City of St. Helena Property Tax Revenue (16% Share)	-	-	109,600	131,680	134,240	135,520	135,520	\$ 646,560
City Sales Tax Revenue (1% of sales)	-	-	122,498	147,738	170,941	187,522	195,023	\$ 823,721
Total Tax Revenue to City of St. Helena	20,000,000	2,872,584	2,875,077	3,267,747	3,599,008	3,841,239	3,989,468	\$ 40,445,122



Currently, St. Helena substantially trails Yountville and Calistoga in General Fund revenues from Transient Occupancy Tax (TOT), while at the same time producing a significantly larger amount of Property Tax and Sales Tax than both Yountville and Calistoga.

St. Helena General Fund 2015/2016 Expected Revenues			Yountville General Fund 2015/2016 Expected Revenues			Calistoga General Fund 2015/2016 Expected Revenues		
Property Taxes	\$ 3,250,387	32.5%	Property Taxes	\$ 1,156,200	11.3%	Property Taxes	\$ 1,879,597	19.7%
Sales Tax	\$ 2,800,418	28.0%	Sales Tax	\$ 1,120,000	10.9%	Sales Tax	\$ 932,422	9.8%
Transient Occupancy Tax (TOT)	\$ 1,863,950	18.6%	Transient Occupancy Tax (TOT)	\$ 6,500,000	63.4%	Transient Occupancy Tax (TOT)	\$ 5,311,540	55.7%
Business License Tax	\$ 149,200	1.5%	Business License Tax	Incl. in Other	N/A	Business License Tax	Incl. in Other	N/A
Motor Vehicle Tax	\$ 575,775	5.8%	Motor Vehicle Tax	Incl. in Other	N/A	Motor Vehicle Tax	Incl. in Other	N/A
Building & Planning Review	\$ 631,500	6.3%	Building & Planning Review	Incl. in Other	N/A	Building & Planning Review	Incl. in Other	N/A
Other	\$ 736,570	7.4%	Other	\$ 1,482,969	14.5%	Other	\$ 1,415,171	14.8%
Total General Fund Revenue	\$ 10,007,800	100.0%	Total General Fund Revenue	\$ 10,259,169	100.0%	Total General Fund Revenue	\$ 9,538,730	100.0%

While St. Helena, Yountville, and Calistoga all operate on similar annual General Fund revenues, a substantial difference exists in the source of the funds. Yountville and Calistoga receive approximately \$6.5 and \$5.3 million in TOT, respectively, versus only \$1.86 million received by the City of St. Helena. The difference highlights the potential

opportunity that exists for St. Helena in utilizing the Adams Street site as an ultra-luxury hotel, to compete with other Napa ultra-luxury hotels currently achieving ADR's between \$900 - \$1,200. The views and scenery of the Adams Street site provide the optimal setting for a hotel to compete with Calistoga Ranch, Auberge du Soleil,

Bardessono, and Meadowood which together achieved an ADR of \$900+ in 2015. Our base case projections for the Adams Street Hotel show the anticipated economic impact for the additional revenue created from the hotel to the City of St. Helena.

Adams Street Hotel - Economic Impact Model (Initial 5 Years)					
	2018/2019	2019/2020	2020/2022	2022/2023	2023/2024
Adam's Street Hotel	-	-	-	-	-
Occupancy	60%	64%	67%	69%	69%
ADR	890	943.3	990.6	1030.2	1071.4
RevPar	534	603.7	663.7	710.8	739.3
Gross Income	22,024,830	24,902,741	27,448,556	29,318,308	30,491,041
TOT Revenue (12% room revenue)	2,642,980	2,988,329	3,293,827	3,518,197	3,658,925
Projected Property Tax	685,000	823,000	839,000	847,000	847,000
City of St. Helena Property Tax Revenue (16% Share)	109,600	131,680	134,240	135,520	135,520
Other Revenue (F&B, Spa, & Other)	12,249,765	14,773,761	17,094,109	18,752,188	19,502,275
City Sales Tax Revenue (1% of sales)	122,498	147,738	170,941	187,522	195,023

HRV HOTEL PARTNERS



We project the incremental impact on the City of St. Helena's annual General Fund budget to be over \$4 million (over \$5M with inflation) per year by year 5 of operation of the hotel, substantially

increasing the resources available to support the city in the near future and providing a recurring tax base to support City infrastructure and resources for future generations. The analysis excludes the

incremental increases in direct & indirect sales taxes and also excludes the addition of other new hotels in St. Helena.

City of St. Helena General Fund Revenue									
Growth Factor		2%	2%	2%	2%	2%	2%	2%	2%
	Budgeted	Projected	Projected						
St. Helena General Fund	2015/2016	2016/2017	2017/2018	2018/2019	2019/2020	2020/2022	2022/2023	2023/2024	
Property Tax	\$ 3,250,387	3,315,395	3,381,703	3,558,937	3,650,003	3,722,930	3,795,984	3,869,193	
Sales Tax and Sales Tax in Lieu	\$ 2,800,418	2,856,426	2,913,555	3,094,324	3,179,000	3,262,829	3,341,247	3,411,823	
Transient Occupancy Tax (TOT)	\$ 1,863,950	1,901,229	1,939,254	4,621,018	5,005,928	5,351,778	5,617,307	5,800,018	
Business License Tax	\$ 149,200	152,184	155,228	158,332	161,499	164,729	168,023	171,384	
Motor Vehicle Tax	\$ 575,775	587,291	599,036	611,017	623,237	635,702	648,416	661,384	
Building & Planning Review	\$ 631,500	644,130	657,013	670,153	683,556	697,227	711,172	725,395	
Other	\$ 736,570	751,301	766,327	781,654	797,287	813,233	829,497	846,087	
Total General Fund Revenue	\$ 10,007,800	\$ 10,207,956	\$ 10,412,115	\$ 13,495,435	\$ 14,100,511	\$ 14,648,428	\$ 15,111,647	\$ 15,485,284	

Other economic benefits not included in the analysis are impact fees, indirect sales tax revenue from increased visitors to the City and hotel staff spending at local businesses. The impact fees include \$1,091,591 for Traffic Mitigation, \$424,024

for Affordable Housing, \$116,826 for Public Safety, \$218,782 for Civil Improvements, \$685,986 for Water, \$97,854 for Sewer, and \$199,292 for Storm Drain. Lastly, the Developer is offering to purchase the Teen Center property for \$2,000,000

and deeding half of that property back to the City for the new city hall and the other half to Our Town St. Helena as a site for new affordable housing construction.



Plan for Full Funding of Project Costs



HRV has arranged indications of interest for 100% of the debt and equity financing needed to fully fund the subject project. If the HRV Team is chosen as the successful respondent under the subject RFP, HRV and the financing sources referenced below will quickly move to convert these indications of interest to firm financing commitments.

The HRV plan currently assumes that the capitalized cost of the project will be approximately \$90 million. \$36 million, or 40%, of project cost will be funded with equity investments from Koch Real Estate, Geolo Capital and HRV. Approximately \$54 million, or 60%, of project cost will be funded from a construction loan provided by HALL Structured Finance.

The current equity financing plan assumes that Koch Real Estate Investments will fund approximately 75% of the total equity and Geolo and HRV, as co-sponsors, will fund approximately 25% of the total equity.

Letters of Interest from Koch and HALL, documenting their interest in providing the above referenced financing for the subject project, are included in the Exhibit section of this document.





Team Member Qualifications

Please find the Corporate Profiles of the following:

- › HRV Hotel Partners
- › HKS Architects
- › Geolo Capital
- › Commune/Destination Hotels & Resorts





HRV Hotel Partners

The image features a modern hotel courtyard at dusk. In the foreground, a large, circular fire pit with several flames is surrounded by rocks and small plants. A paved walkway leads from the fire pit towards a covered outdoor seating area with palm trees. The courtyard is flanked by two-story buildings with balconies and large windows, some of which are illuminated from within. The sky is a deep blue with a hint of purple, suggesting twilight. The overall atmosphere is warm and inviting.

HRV HRV Hotel Partners



Renaissance Atlanta Midtown

Our Company

HRV Hotel Partners, LLC provides development and project management services to investors and owners of resort, commercial and university hotel projects in the U.S., Mexico, Canada and the Caribbean.

HRV is the successor entity to Hardin Capital, LLC, a successful, major hotel development company, which was founded in the mid-90's by Hardin Construction Company and Richard Holland, and later sold to an institutional investment company.

As of October 1, 2013 HRV acquired Advent pds, LLC. Advent was formerly a subsidiary of Hardin Construction Company, engaged in hospitality project management and is now a subsidiary of HRV.

Led by its partners, Richard Holland, Rod Radcliff, Tim Taylor, Lane Holland and Edgar Caballero, HRV offers the skills and resources of one of the most experienced hospitality development and project management teams in North America. These development professionals have worked together for many years to develop numerous successful hotel projects.

HRV's development and project management portfolio includes: 5-star mixed-use resorts; 4-star commercial, university and resort hotels; 3-star commercial hotels; and high-end resort residential.

Our Services

HRV provides full-scope hospitality Development and Project Management services for hotel, resort, and resort-residential projects across North America and the Caribbean.

Using a collaborative approach with all project stakeholders, HRV helps create highly marketable environments with lasting aesthetic, lifestyle and economic value.

The HRV team has the experience-based knowledge and performance-proven capability to manage all aspects of a project from design through construction, operator turnover and contractor closeout, including managing the flow and accuracy of communication and documentation between the owner, lender, design team, contractors, governmental authorities, consultants, and the operator.

HRV strives to add value at every level of the project process. Throughout the project, HRV drills down on organization, scope, cost, schedule, and constructibility, while maintaining the design integrity and operating efficiency of the product.

HRV's hospitality industry relationships allow it to assemble and manage the best and most project-appropriate design, engineering, construction, and specialty consultants for each project.

Development

HRV Development services typically include the Project Management scope listed below plus some or all of the following scope:

- Financial feasibility analysis, including financial modeling
- Project equity and debt financing
- Design and engineering team selection
- Strategic positioning, including assistance with brand/operator selection and negotiation
- Project and venture level accounting, cash flow forecasting and financial reporting

Project Management

HRV Project Management services typically include the following scope:

- Design program consultation and analysis
- Construction feasibility analysis, including parametric construction cost estimating
- Pre-development management, including infrastructure analysis, permitting and utility applications
- Design and engineering consultant selection and management, including contract negotiation and management
- Project management systems, including budget and schedule production and control and project status reporting
- Project cost accounting
- Contractor and consultant payment application review and recommendation
- Lender and equity investor draw funding request documentation
- FF&E and OS&E purchasing agent selection and management
- Operator interface, including technical services, pre-opening, and operator turnover
- Punch list and project close-out management and administration

Our Portfolio – Commercial Hotels



Urban Lifestyle Hotel
Tampa / Ybor City, Florida

A 180-room urban lifestyle hotel located in the culturally-vibrant Ybor City neighborhood. Amenities include: an indoor/outdoor restaurant, coffee bar, lounge, rooftop bar, and 16,129 square feet of meeting and event space including a 5,133 SF ballroom and a 1,911 SF junior ballroom in two historic buildings.

Scope – Co-Development
Type – Historic Renovation and New Construction
Status – Under Development



W Hotel Atlanta Downtown
Atlanta, Georgia

237-room hotel with 76 condos. Amenities include a full service restaurant, specialty lounge, a 4,000 SF spa, 12,000 SF ballroom, and meeting rooms.

Scope – Project Management
Type – New Construction
Status – Completed 2009



Renaissance Atlanta Midtown
Atlanta, Georgia

21 level, 304-room hotel. Included 5 levels of parking. Amenities include a full service restaurant and bar, 9,500 SF ballroom, meeting rooms, and fitness center.

Scope – Project Management
Type – New Construction
Status – Completed 2009

Hyatt Regency Riverwalk
San Antonio, Texas

15 level, 632-room hotel located on the Riverwalk. Amenities include a full-service restaurant and bar, 40,000 SF of meeting space, spa, retail, and a rooftop fitness center with swimming pool. Scope included guest room and public area renovation over two phases.

Scope – Project Management
Type – Renovation
Status – Completed in 2005 and 2011



Hilton Garden Inn Portfolio
Various locations

Hardin Capital worked with Hilton Hotels to create the Hilton Garden Inn brand prototype design and developed 10 of the first Hilton Garden Inns in Atlanta (2), Albany (NY), Orlando, Denver, Chicago (3), Raleigh, and Colorado Springs

Scope – Development
Type – New Construction
Status – Completed 1997-2004



Hilton Garden Inn
Chicago, Illinois

First urban HGI. 13 story hotel above a 10 level parking structure. 357 rooms, one block from Magnificent Mile in the Chicago River North mixed-use development. Amenities include a hotel restaurant, 3,000 SF meeting space, and a fitness center and indoor swimming pool. Also included a lease restaurant.

Scope – Development
Type – New Construction
Status – Completed 1999



Our Portfolio – Commercial Hotels



Renaissance Historic District
Charleston, South Carolina

166-room hotel located in the historic district of Charleston. Amenities include restaurant and bar, meeting space and boardroom, fitness center and outdoor swimming pool.

Scope – Development
Type – New Construction
Status – Completed 2000



Westin Birmingham
Birmingham, Alabama

294-room hotel. Amenities include a restaurant and bar, 9,500 SF of meeting space. The first Silver LEED hotel in Alabama.

Scope – Project Management
Type – New Construction
Status – Completed 2012



Hyatt Regency Atlanta
Atlanta, Georgia

22 story hotel with 1,260 rooms in downtown Atlanta. Scope included new pedestrian bridge and complete renovation of atrium and public areas.

Scope – Project Management
Type – Renovation
Status – Completed 2011

Hotel Marlowe
Cambridge, Massachusetts

First Kimpton Hotel on East Coast. 236-room, 8 story located adjacent to MIT. Amenities include a full restaurant and bar, meeting rooms, and fitness center.

Scope – Development
Type – New Construction
Status – Completed 2003



Hotel Adagio
San Francisco, California

170-room Joie de Vivre hotel, with restaurant and bar, meeting rooms, and fitness center.

Scope – Development
Type – Renovation & Reposition
Status – Completed 2003



Our Portfolio – Resorts



Bishop's Lodge

Santa Fe, New Mexico

Renovation and new construction redevelopment of a 1920's era resort into a 133-key 5-star luxury resort, with a spa, two restaurants, bar, conferencing & events center, fitness studio, horse stables and trout-habitat ponds and streams for flyfishing.

Scope – Development

Type – Renovation and New Construction

Status – Under Development



The Resort at Pedregal

Cabo San Lucas, Mexico

5-star resort with 66 rooms, 32 fractional ownership villas, and 20 full-ownership villas. Amenities include 3 pools, a spa, 2 restaurants, a beach club, a bar, meeting/function rooms, and a boutique.

Scope – Development

Type – New Construction

Status – Completed 2009



The Cape, a Thompson Hotel

Cabo San Lucas, Mexico

4-star resort with 115 rooms, 31 residential condos. Amenities include: 2 restaurants, 3 bars (including a rooftop bar), 2 pools, spa, and 3,000 SF of meeting/function space.

Scope – Co-Development

Type – New Construction

Status – Completed and Opened July 2015

Cachet Cabo

Cabo San Lucas, Mexico

New Cachet Deluxe tower includes approximately 29,000 square meters of enclosed area. The hotel building contains approximately 204 guestrooms, with two main restaurants, lobby and lobby lounge, specialty bar, rooftop bar, meeting room, board room, spa and fitness, pool amenities and back-of-house.

Scope – Project Management

Type – Renovation and New Construction

Status – Under Development



Key West Collection

Key West, Florida

Major renovation of four existing motels into a Hilton Garden Inn, Fairfield Inn & Suites, 24North, and an independent boutique hotel, The Gates. In total, the project includes 519 rooms, refurbished resort pools, new public areas, and renovated BOH throughout.

Scope – Project & Construction Management

Type – Renovation

Status – Completed 2016



One & Only Mandarin

Puerta Vallarta, Mexico

A 75-Key luxury hotel that is part of the Mandarin master development. The hotel will include an 8,000 SF spa, three pool environments, and three restaurants.

Scope – Project Management

Type – New Construction

Status – Under Development



Our Portfolio – Resorts



Eau Palm Beach Resort & Spa Palm Beach, Florida

Addition of a 41,000 SF “Eau Spa”, including a private exterior courtyard, wet lounges, 19 treatment rooms, locker rooms, men’s and women’s lounge rooms, and retail.

Scope – Project Management
Type – New Construction (Addition)
Status – Completed 2008



Tuckers Point Resort and Club Tuckers Point, Bermuda

5-star resort with 101 rooms, spa, townhomes, private homes, private estate homes, fractional-ownership residence club, golf course, golf clubhouse, tennis club and beach club.

Scope – Project Management
Type – New Construction
Status – Completed 2009

Hyatt Place Waikiki Honolulu, Hawaii

A full-scope renovation, including major structural work of a 426-room hotel. Amenities include 4,500 SF of meeting space, a restaurant, fitness center, and resort pool.

Scope – Project Management
Type – Renovation
Status – Completed 2012



Four Seasons Punta Mita Punta Mita, Mexico

New additions of two 15,000 SF suites, 24-room building, river pool, new pool complex, and restaurant. (a project of Tim Taylor while at Strategic Hotels & Resorts)

Scope – Project Management
Type – New Construction & Renovation
Status – Completed 2007



The Resort at Pedregal

(Formerly Capella Pedregal)

Cabo San Lucas, Mexico

5-star resort with 66 rooms, 32 fractional-ownership villas, and 20 full-ownership villas. Amenities include 3 pools, a spa, 2 restaurants, a beach club, a bar, meeting/function rooms, and a retail boutique.

Scope – Development

Type – New Construction

Status – Completed 2009





The Resort at Pedregal Spa



El Farallon Restaurant

Recognition for The Resort at Pedregal

(Formerly Capella Pedregal)

AAA

Five-Diamond Award 2013, 2014 and 2015

Travel+Leisure

- #1 "Mexico Hotels and Resorts" 2014
- #15 "World's Top 100 Hotels" 2014
- #11 "World's Best Beach Hotels" 2013
- #41 "World's Top 100 Hotels" 2013
- #1 Hotel Spa in Mexico 2012



Conde Nast Traveler

- Gold List "World's Best Beach Hotels" 2014
- #1 Top Spa in Mexico/Central America 2012

TripAdvisor Travelers' Choice Awards

- "Top Luxury Hotels" #1 Cabo; #2 Mexico 2014
- "Top Hotels for Romance" #1 Mexico 2014
- #2 in the World "10 Hotels with Incredible Views" 2013
- #8 in the World "World's Greatest Hotel Spas" 2013

Bishops Lodge

Santa Fe, New Mexico

Renovation and new construction redevelopment of a 1920's era resort into a 133-key 5-star luxury resort, with a spa, two restaurants, bar, conferencing & events center, fitness studio, horse stables and trout-habitat ponds and streams for flyfishing.

Scope – Development

Type – Renovation and New Construction

Status – Under Development





Flyfishing at Bishop's Lodge



The Kiva

The Cape, a Thompson Hotel

Cabo San Lucas, Mexico

4-star resort with 115 rooms, 31 residential condos.
Amenities include: 2 restaurants, 3 bars (including a rooftop bar), 2 pools, spa, and 3,000 SF of meeting/function space.

Scope – Co-Development

Type – New Construction

Status – Completed and Opened July 2015



Conde Nast Traveler

Hot List "World's Best Beach Hotels" 2015





Guest Room



Rooftop Lounge

Our Portfolio – University Hotels



Nashville Marriott at Vanderbilt University

Nashville, Tennessee

307-room hotel with 9,000 SF of meeting/function space. Located on the campus of Vanderbilt University.

Scope – Development
Type – New Construction
Status – Completed 2001



Hotel Marlowe

Cambridge, Massachusetts

236-room Kimpton hotel located on the Charles River adjacent to the MIT campus. Amenities include 8,700 SF of meeting space and 170-seat signature restaurant.

Scope – Development
Type – New Construction
Status – Completed 2003



Hilton University of Florida Conference Center

Gainesville, Florida

248-room hotel with 15,000 SF of conference/function space. Located on the campus of the University of Florida.

Scope – Development
Type – New Construction
Status – Completed 2000



Our Leadership



Richard Holland

Managing Partner

Richard has over 30 years experience in leading the development of hotels and resorts in the U.S., Mexico and the Caribbean. Richard founded HRV Hotel Partners, LLC in 2003 as a platform to pursue the development of resorts, urban lifestyle hotels and university hotels. Prior to HRV, Richard was a co-founder and President of Hardin Capital, LLC from 1995 to 2002. Under his leadership the company grew from startup to a leading national developer, developing hotels and resorts under the flags of most of the leading U.S. hotel brands, including development of 10 of the first Hilton Garden Inn hotels as Hilton's strategic partner in the launch of that brand. His extensive experience and proven vision have led to the successful completion of more than 30 hotel and resort projects totaling over \$1 billion in capitalized cost.

Rod Radcliff

Partner / Managing Project Director

Rod has more than 35 years experience in design, construction and project management of hotels and restaurants. He joined Hardin Construction in 1994, moved to Hardin Capital in 1996. Rod's experience in hotels covers all regions of the United States, the Caribbean, Mexico, as well as Asia.



Tim Taylor

*Partner / Senior Project Director
(Chicago office)*

Tim has more than 27 years in the hospitality and construction industries. Tim previously worked for Strategic Hotels & Resorts as well as Hyatt Corporation. Tim has worked extensively with many of the major hotel brands including Hyatt, Four Seasons, Hilton, and Marriott.



Edgar Caballero

*Partner / Senior Project Director
(Mexico office)*

Edgar has worked on over 20 high-end resort or residential projects in Mexico and the Caribbean. Edgar runs the HRV Mexico offices. His multi-cultural and technical expertise adds exceptional value to the development of high-quality hotels and resorts. Edgar has worked in construction and project management positions on such significant Mexico resort projects as Capella Pedregal, One & Only Palmilla, Las Ventanas al Paraiso (a Rosewood Resort) and Rosewood San Miquel de Allende.



Lane Holland

Partner / Senior Development Director

Lane has 9 years of intensive hotel project management and development experience. He led the development management team on the Capella Pedregal resort (Cabo San Lucas) and led The Cape, a Thompson Hotel. Additionally, he led the residential development for the Aspen Valley Ranch property in Aspen, Colorado. Lane also served as Project Manager with Omni Hotels & Resorts in 2011 and 2012.



Contact Us



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The Resort at Pedregal, Cabo San Lucas, Mexico (Formerly Capella Pedregal)



HKS Architects



HKS | HOSPITALITY GROUP



“HKS approaches projects without a preconceived, stereotypical design solution. In the ultra-luxury market, fresh ideas are vital to set the stage for an innovative, revitalizing environment for guests. This thinking was key when designing Las Ventanas Al Paraiso in Cabo San Lucas, Mexico. Typically, the industry tells travelers what to enjoy. Las Ventanas responds to the travelers’ wants and desires. The project, the most publicized in the industry, truly surprised people. It has and continues to redefine luxury resorts. We have worked with HKS for 10 years now. Each year, we continue to blaze a trail of design excellence. We work with individuals that know our business and know us. As a matter of fact, they can practically finish my sentences.”

HAL THANNISCH, PRESIDENT
THANNISCH DEVELOPMENT
SERVICES, INC.



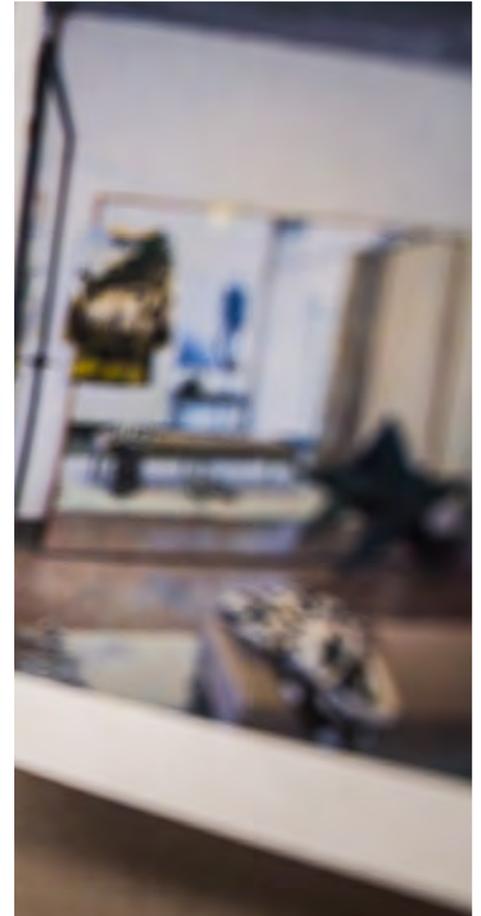
HKS Hospitality Group

Over the past two decades, the HKS Hospitality Group has designed projects in 45 countries, garnering numerous awards and coverage in national and international publications.

From arrival to departure, HKS Hospitality Group is known for hotel architecture and design that anticipates the guest's every need and desire, engaging the senses and creating an impeccable ambience for work, play and escape. We strive to craft environments that lift the guest, enhancing relaxation, adventure, celebration and invention – special places where guests long to return and love to recommend.

HKS Hospitality Group projects are frequently featured in travel and lifestyle media worldwide and are enduring favorites on “Best Hotel” guest-ranked lists and online reviews. Our studio and firm are recipients of numerous awards, achieving national and international distinction for providing a full range of architectural services.

And while it's great to focus on the end result, we're also keenly dedicated to our process and how our clients experience working with us. It's one of the reasons we've had the honor to work time and again with many of the same leading, recognized brand hospitality owners, operators and developers for decades.



Our Practice

HKS specializes in the design of hotels, luxurious destination resorts and spas, urban high-rise and mixed-use projects, entertainment, gaming and convention hotels, boutique properties and golf clubhouses. Our work spans the world's most desirable beaches, mountains, deserts, waterfronts and cities. HKS' designs are always carefully planned to respect both the local architectural character and natural site features.

Beach Resorts

- Mukul un Paraiso Secreto, Guacalito, Nicaragua
- Secrets Akumal, Akumal, Mexico
- Four Seasons Resort Hualalai at Historic Ka'upulehu, Hawaii
- Four Seasons Sharm El-Sheikh, Egypt
- Montage Laguna Beach, Laguna Beach, California
- Las Ventanas al Paraiso, Los Cabos, Mexico
- Grand Solmar Land's End, Cabo San Lucas, Mexico
- Tucker's Point, Hamilton Parish, Bermuda

Mountain and Desert Getaways

- Cedar Creek Spa at Big Cedar Lodge, Ridgedale, Missouri
- The Ritz-Carlton Bachelor Gulch, Avon, Colorado

- Montage Deer Valley, Park City, Utah
- Four Seasons Scottsdale at Troon North, Scottsdale, Arizona
- JW Marriott Hill Country Resort and Spa, San Antonio, Texas
- The Ritz-Carlton Dove Mountain, Tucson, Arizona
- Four Seasons Jackson Hole, Jackson Hole, Wyoming

Urban and Entertainment Hotels

- JW Marriott Convention Center Hotel, Austin, Texas
- MGM National Harbor, National Harbor, Maryland
- Omni Nashville Hotel, Nashville, Tennessee
- The Grand Venetian Macau, Macau, China
- W Dallas Victory Hotel and Residences, Dallas, Texas
- Montage Beverly Hills, Beverly Hills, California
- The Palazzo, Las Vegas, Nevada
- Four Seasons Resort at Walt Disney World Orlando, Florida

Our Process

Creating successful and profitable destinations that are also memorable, lift the spirit and create a true sense of place is the cornerstone of our design philosophy. We approach each project with enthusiasm, creativity, teamwork and a common-sense, pragmatic approach; a

successful project is one in which the design resonates for guests as well as the people who work there. We are committed to sustainable design practices – environmentally conscious architecture benefits our clients, community and planet. An increasing number of our hotel projects are LEED-certified and a majority of our designers are LEED accredited.

An experienced team is selected for each project to ensure completion on time and within budget. HKS offers clients the high-touch, personalized service of a boutique firm, with the resources and multi-disciplinary expertise of one of the largest architectural firms in the country. Beyond traditional architectural services, HKS provides state-of-the-art programming analysis and design standards assistance to hotel developers, owners and operators.

Our process begins with a design charrette – an active, fluid give-and-take dialogue between all project stakeholders and the design team. As this process unfolds, we identify your overall needs and translate them into a design response that establishes the building as an inspiring and integral part of the business at hand. We realize the relationship between

the built and natural environments is unique to each site and situation.

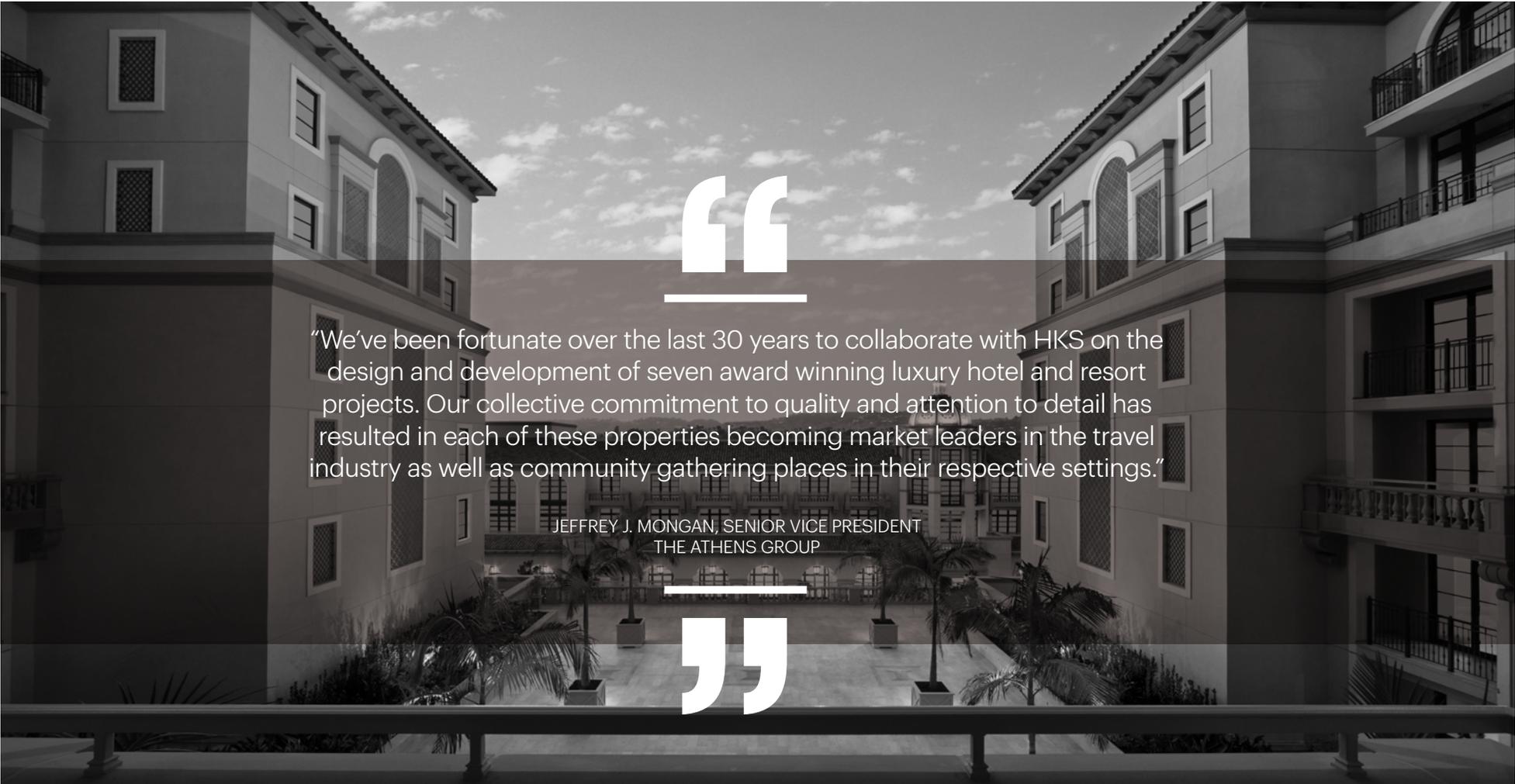
We offer a collaborative, integrated project delivery model that is focused on sustainability, value and quality.

Project management, honed through decades of experience, is our strong suit. Our project management process includes design-quality management reviews and consultant coordination, budget management, monthly reporting, design scheduling and design-fee cash flow forecasting and trending. Our technical expertise and construction administration background contribute to streamlined, on-time, within-budget results.

Firm Background

For 77 years, HKS has nurtured a culture that reveres both invention and client focus. The top-six architectural firm operates from 24 offices worldwide.

Our firm's experience includes hospitality, commercial, convention center, healthcare, sports, aviation, governmental, educational, interiors, urban design, science and technology, retail and industrial projects located in 1,742 cities throughout 88 countries.



“

“We’ve been fortunate over the last 30 years to collaborate with HKS on the design and development of seven award winning luxury hotel and resort projects. Our collective commitment to quality and attention to detail has resulted in each of these properties becoming market leaders in the travel industry as well as community gathering places in their respective settings.”

JEFFREY J. MONGAN, SENIOR VICE PRESIDENT
THE ATHENS GROUP

”

HKS Hospitality Group is the top ranking hospitality design firm (based on hotel construction starts 2011 to 2014) in *Architectural Record*





> Our Markets

Advisory Practice
Arts & Entertainment
Aviation
Convention Centers
Corporate/Office
Education
Government
Healthcare
Hospitality
Interiors
Mixed-Use
Residential
Science & Technology
Sports
Urban Design

HKS IS A GLOBAL FIRM.

**WE HAVE OFFICES
STRATEGICALLY
LOCATED AROUND THE
WORLD TO OFFER THE
BEST INTELLECTUAL
CAPITAL AND
RESOURCES FOR YOUR
PROJECT.**

70

**OVER 70 PERCENT OF
OUR WORK IS REPEAT
WORK REPRESENTING
USER SATISFACTION**

> Our Offices

Abu Dhabi
Atlanta
Chicago
Dallas (HQ)
Denver
Detroit
Fort Worth
Houston
London

Los Angeles
Mexico City
Miami
New Delhi
New York City
Orlando
Phoenix
Richmond
Sao Paulo

Salt Lake City
San Diego
San Francisco
Shanghai
Singapore
Tampa
Washington, D.C.



NUNZIO DESANTIS

FAIA, LEED AP | EXECUTIVE VICE PRESIDENT

Nunzio is involved in the marketing, design and overall project delivery of hotels, resorts and commercial related projects. His approach to architecture is based on 33 years of experience and an understanding of the requirements related to developing truly unique and memorable environments in accordance with clients' goals, budgets and schedules. Nunzio's approach to each project challenges designers, consultants and owners to establish early concepts, which determine a project's individuality, style and attitude.



ZACK LAMP

ASSOCIATE

Zack has experience in a wide range of architectural disciplines, including conceptual design, master planning, schematic design and the interface of design development with construction documents. He specializes in the design of commercial and corporate office, hospitality, residential, retail and mixed-use urban and entertainment projects. Zack has contributed to HKS' international design portfolio by participating in a number of design competitions and projects including Convention Center and Hotel in Amador, Panama, Lenovo Science and Technology City in Daqing City, Heilongjiang, China and Waterfront development in Xiamen, China.



MELISSA VOELKER

AIA, LEED AP BD+C | VICE PRESIDENT

Melissa has spent over 10 years providing high quality design for luxury resorts and hotels worldwide. During this time, her focus has ranged from initial conceptual design and continues through to final completion. With experience in mountain resorts, luxury urban hotels, unique-destination resorts and boutique hotels, Melissa understands the intricacies that come with developing a final product that meets the clients needs yet surpasses their expectations. She understands that as an Architect, designer and ultimately a visionary - it is her job to make the invisible visible.



PEYTON BOTH

VICE PRESIDENT

Since joining HKS, Peyton has specialized in the design of hospitality, commercial office and mixed-use projects in various parts the world. She has experience in a wide range of architectural disciplines, including master planning, conceptual design, schematic design and the interface of design development.



MICHAEL LUNGREN

VICE PRESIDENT

For 32 years Michael has built a career upon his ability to synthesize and communicate abstract architectural concepts. His architectural background, combined with a critical eye and skill in watercolor rendering, allow Michael to visualize each client's architectural intent and transform it into a mood-provoking artistic representation. He is involved in the early conceptual design of many HKS projects and is responsible for client presentations and illustrations for publication.