

B.E. LENDING

B.E. Fund III

First position real estate lending focused on conservatively underwritten bridge loans designed to deliver consistent monthly income and capital preservation.



Investment Summary

Senior Secured Real Estate Investment Opportunity

Residential and Commercial Hard Money Lender headquartered in Phoenix, Arizona. Active Lender in AZ, NC, CO, GA, TX, UT, TN, WA, and more.

Dear Prospective Investor,

B.E. Lending is pleased to present the following opportunity to obtain membership interest in B.E. FUND III, LLC (previously known as Brown Equity Fund III), a bridge loan fund operated by experienced principals that originates senior position deeds of trust on real estate to investors, builders, and developers with a primary focus in Phoenix, Arizona and other infill locations across major markets in the Southwest, Northwest, and South. Leveraging B.E. Lending's vertically integrated origination platform, all loans are sourced and underwritten exclusively in-house, and we are proud to have never lost a single dollar of principal or interest for any fund investor since inception.

Kindly,



Michael Bennett
CEO | Owner

Recipients should conduct their own independent investigation and due diligence and consult their own investment, legal, tax, accounting, and other professional advisers before making any investment decision. Wealth managers and other financial professionals are responsible for conducting their own due diligence and determining the suitability or appropriateness of any investment for their clients under applicable laws, regulations, and professional obligations. Investing involves risk, including the possible loss of some or all invested capital. There can be no assurance that any investment objective, targeted return, yield, distribution, or other anticipated result will be achieved.

BBB ACCREDITED BUSINESS

Establishing Market Context

Many investment properties are financed through short-term bridge loans, which serve as a crucial driver of the "fix-and-flip" industry. This form of capital enables investors to close transactions quickly, maximize returns, and conserve cash resources. However, institutional lenders often face challenges in meeting the tight timelines required in this market and are further constrained by restrictive lending guidelines, particularly when financing multiple investment properties.

Whether the goal is acquisition or unlocking equity from a stabilized remodel, one of the most significant obstacles is the availability of efficient, asset-based bridge loan financing. Many competitors in this space operate passively, lacking dedicated sales teams, well-structured loan programs, or proactive marketing strategies to attract and close new business consistently. In Phoenix alone, the annual volume of short-term bridge loans exceeds $1.5 billion (IMAP AZ), while the national bridge lending market surpasses $100 billion, highlighting the vast opportunities in this growing sector.



Value-Add Business Model

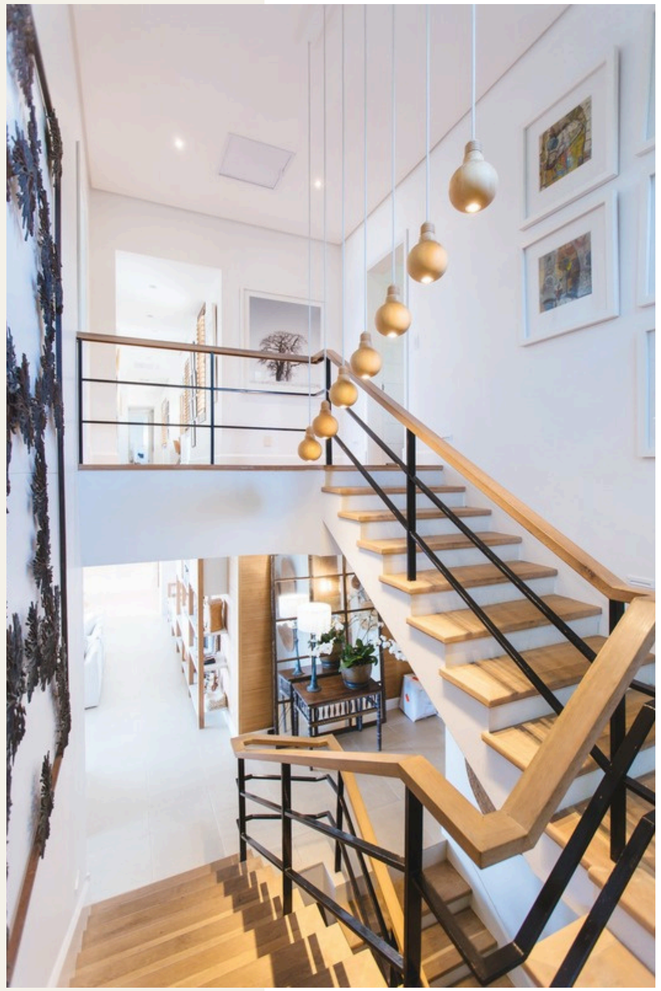
B.E. FUND III, LLC was established to address the growing demands of the residential and commercial real estate investment market. We achieve this by offering competitive pricing and leveraging a dedicated marketing and sales team focused on fostering client loyalty through intentional and personalized relationships.

Our extensive network of repeat borrowers spans not only Arizona but also the broader Southwest, Northwest, and Southern United States. These clients rely on our deep market expertise and access to capital to drive the success of their real estate investment ventures. With a streamlined and reliable closing process, we ensure borrowers have the confidence to trust us as their go-to partner for future opportunities.



“We pride ourselves on the fact that we’ve never lost investor principal or interest on a single loan.”

~ Ryan Beglin, Chief Financial Officer



Competitive Rates Accelerate Our Reach

The mission of B.E. FUND III, LLC is to deliver a consistent 9% preferred return to our capital investors while offering borrowers some of the most competitive terms in the marketplace. This strategic approach positions B.E. Lending as a leader in market share acquisition, backed by a conservative lending model that has never experienced a loss of investor principal or interest on any fund investment. Furthermore, our foreclosure rate remains exceptionally low, historically ranging between 0% and 1%, a level that outperforms typical conventional and hard-money lenders.

Unlike many institutional competitors who rely on bank financing to amplify yields, our approach is different. By avoiding the risks associated with leveraged bank debt, we maintain greater flexibility to structure creative, borrower-friendly solutions. This strategy not only ensures the long-term security of our capital investors but also builds trust and loyalty with our borrowing clients.

With a proven track record, secure investment strategy, and commitment to excellence, B.E. FUND III, LLC is the partner you can trust.



“With B.E.’s proven track record and competitive interest rates, we have created an investment vehicle for high-net- worth individuals that yields a risk-averse, steady rate of return, backed by real property.”

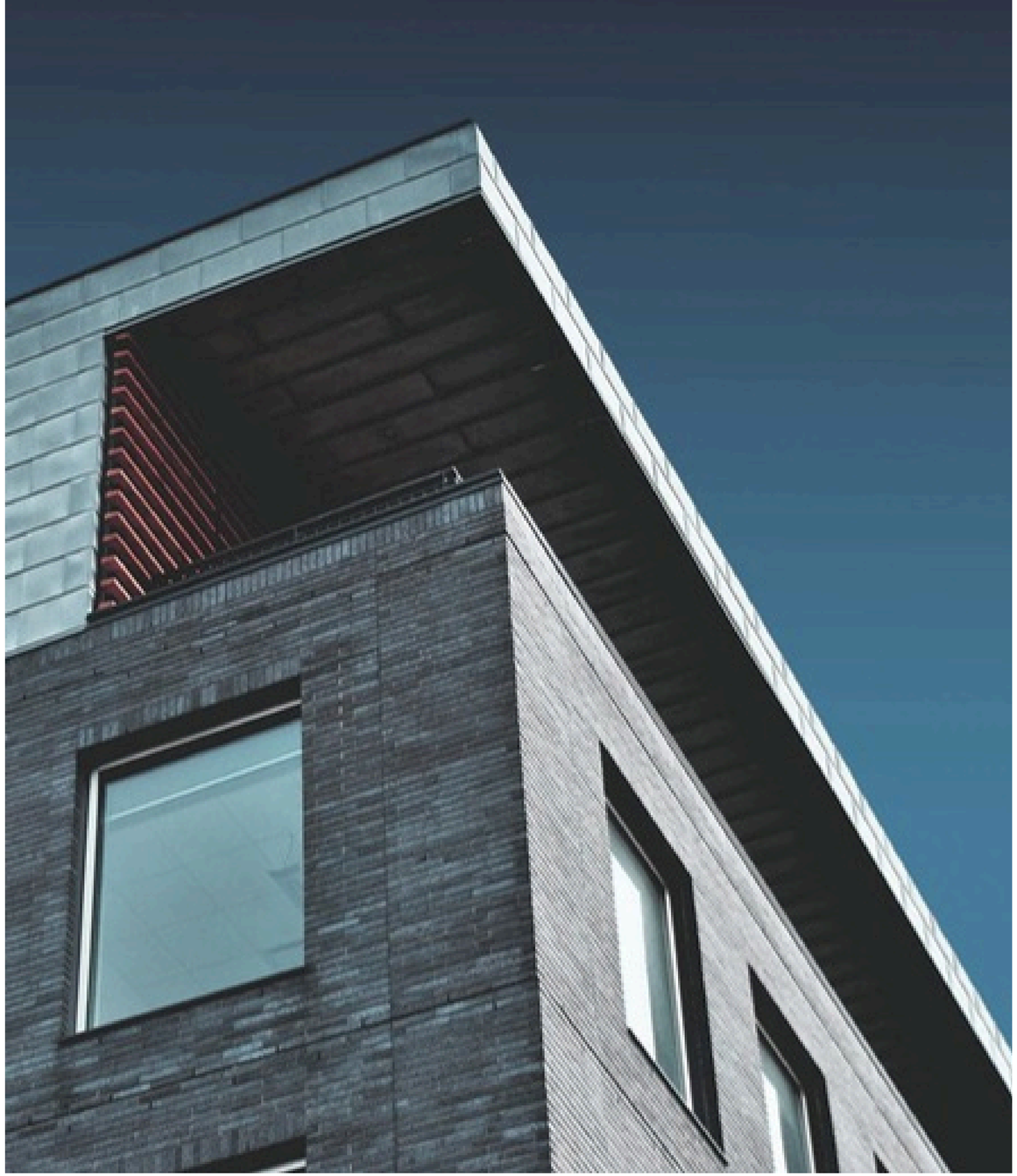
Michael Bennett · Founder & CEO

STRUCTURE

Let’s Accelerate Value Together

- B.E. Lending is offering an opportunity for Accredited Investor Membership in B.E. FUND III, LLC at a preferred, 9% annualized rate of return.
- All property types, including construction and land.
- Financed properties will be secured by a first position mortgage/deed of trust.
- Max leverage terms: 80% Loan-to-Value (LTV)
- Borrower rates will largely be offered from 9-13% annualized, which will allow B.E. Lending to aggressively compete with our “leveraged” competitors.
- B.E. FUND III, LLC’s current property mix is a ~60/40 split between commercial and residential.
- Vast majority (90-95%) of originated loans have 6-month initial terms

B.E. Lending is trending to increase overall assets under management of ~$85M in 2026 to $100M+ in 2027 and beyond.



UNLEVERAGED ADVANTAGE

Did you know? The vast majority of hard money lenders in Arizona and beyond are “leveraged” funds. Simply stated, that means they operate with the use of borrowed money in addition to investor capital, giving the bank a priority return, not the investor.

Why is this important? In a worst-case scenario, if a borrower defaults on a loan, the fund may end up owning the real estate it lent against. In an un-leveraged fund like most of our funds, the fund would own the real estate free and clear of any debt, without the obligation of answering to any senior creditors. **This is not the case for our competitors.** If the market turns abruptly and several loans were to default simultaneously, investors in a leveraged fund could potentially get wiped out by senior creditor(s) on a technicality, even if there is ample collateral. Having flexibility and control of the default process makes a big difference both from a profitability standpoint as well as the long-term risk management of the fund.

	Un-Leveraged (B.E. Lending)	Leveraged (Other Hard Money Lenders)
Definition	Operating WITHOUT the use of borrowed money	Operating WITH the use of borrowed Bank debt
Risk	Risk Averse	Risk of Total Loss
Repayment	Flexible, subject only to the investors	Inflexible, subject to a short maturity or note acceleration by the Bank
Obligations	Primary obligation to the investors, no Bank	Priority obligation to the Bank, then secondary obligation to investors

Our Track Record for Wise, Conservative Lending

Construction & Underwriting

Maximum allowable LTV ratio is 80%, respectively. However, on average, our overall portfolio ratios are much lower, in the 60-70% range. In-house valuations, not reliant on third-party or on-site opinion of value.

Secured in 1st Position

B.E. demands a first lien position on the property. We are the first and most senior lien-holder to be repaid at payoff.

Short-Term, Flexible Standards

With short-term loans, B.E. can update underwriting standards for new originations based on market trends. Previously originated loans that are maturing within 6 months generally would pay off prior to any significant market shift.

Loan Adjustments at Maturity

In a dramatic market decline, B.E. may be able to accelerate the note at maturity or earlier for breaching a loan covenant. We can also require principal reductions and/or raise rates to offset new potential market exposure at maturity as a requirement for extension.



Managing Shifting Markets

Real estate markets take time to react and don’t crash overnight. In a declining market, residential home sales can take several months to close. Residential real estate values are generally based on a comparable sales approach to value. It takes time for new lower sales to dictate a shifting market. B.E. Lending tracks market indicators and structures loans accordingly at the onset to be able to act quickly in changing markets.

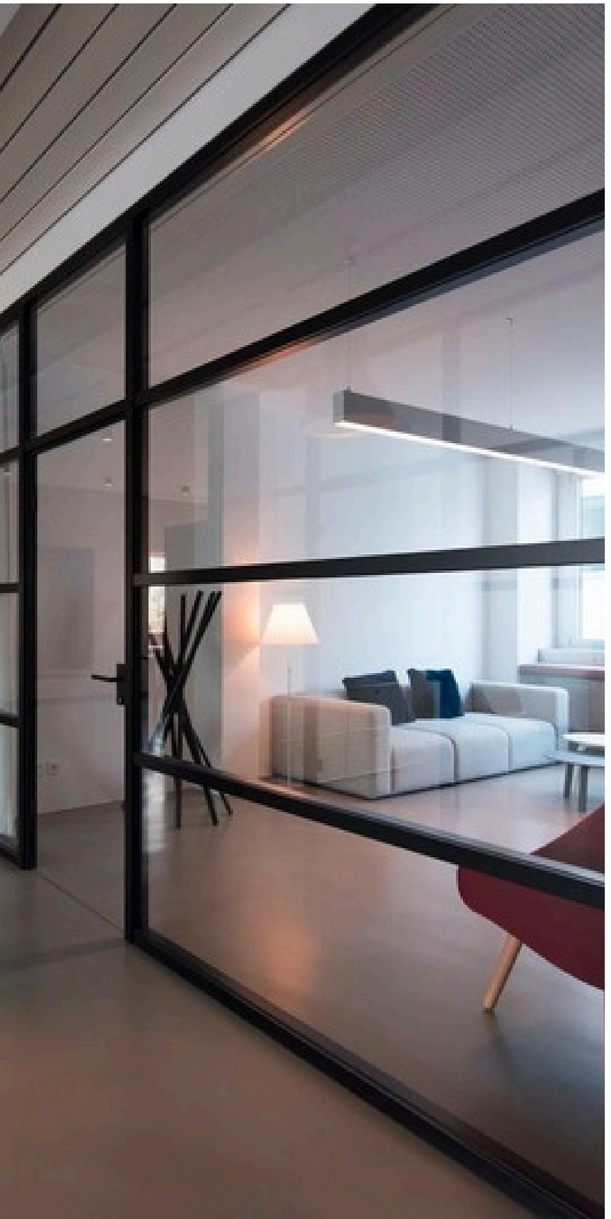


Property Specific

- Residential or Small Balance Commercial Properties
- All loans are for business purposes - not for personal, family, or household use
- 6-Month Initial Term (typically): A short loan term mitigates market exposure
- Loan Term Extensions: Offered on a case-by-case basis
- Property Value: All property values are evaluated internally. We typically do not rely on 3rd party valuations, though we occasionally compare our values with available appraisals.
- 80% LTV Max
- 50-70% ARV Target
- ALTA Title Insurance Policy Required with Extended Lender Policy
- Pre-Paid Property/Hazard Insurance Required
- Asset-Based Lending (generally non-recourse)

"We approach every opportunity with a growth mindset and an underwriter's discipline. The goal isn't simply to originate more loans, it's to originate the right loans, structure them intelligently, and protect capital through every market cycle."

~ Ranette Oliver, Chief Growth Officer



B.E. FUND III, LLC
Preferred Membership

- Preferred investor return = 9% annualized
- Investors can compound all or a portion of their principal monthly, increasing their effective annualized returns, up to ~9.38%
- Investors can request to liquidate a portion, or all, of their capital contributions at anytime, up to 4 times per year.
- The offering has similarities to both a semi-liquid high-yield savings account and a long-term debt bond.
- Secured in a low-leverage Senior debt position similar to a AAA Real Estate Debt bond, liquidation events are typically available monthly, if not weekly, to investors.
- Generally, capital can be returned within 3 weeks with prior notice and dependent upon demand within the current pipeline, though liquidity time frames cannot be guaranteed.
- Investors can add additional funds anytime on demand with fund manager's approval.



Membership Criteria

- **Accredited Investors Only:** $1M minimum Net Worth excluding Primary Residence, two years of annual income over $200,000 (individually) or $300,000 jointly, or other criteria outlined by the SEC
- **Payment Priority:** Investors are always paid monthly before Fund Manager is compensated
- **Monthly Payments:** Investors are paid on the 15th of every month for the previous month's earned interest (ACH or compound)
- **Monthly Statements:** Principal and accrued interest are disclosed on each statement along with active loan data for each Deed of Trust, including loan amount, property address, LTV, etc
- **Security:** 1st Deeds of Trust against Real Estate. B.E. FUND III, LLC is the recorded Beneficiary or a pro rata member of the Beneficiary entity on each Deed of Trust originated by B.E. FUND III, LLC until payoff.
- **Duration:** This Fund terminates December 31, 2035, though will likely be extended with majority investor approval. Early capital returns will be accommodated on a priority request basis as funds are made available (See PPM for more details).
- **Required Documentation:**
  - Private Placement Memorandum (Review)
  - Operating Agreement (Review/Sign Counterpart)
  - Subscription Agreement (Review/Sign)
  - Accredited Investor Questionnaire and Verification (Complete/Sign)



EXECUTIVE TEAM

Our Executive Leadership Team brings 30 combined years of experience building and leading B.E. Lending.



Ryan Beglin

CHIEF FINANCIAL OFFICER

Ryan serves as Chief Financial Officer of B.E. Lending, overseeing the company's financial and business operations and the investment portfolio of the Fund. He plays a key role in financial strategy, investor relations, capital management, and supporting the company's continued growth.



Michael Bennett

FOUNDER & CEO

Michael founded B.E. Lending in 2015 and leads the company's overall vision, investment strategy, and lending policies. As Fund Manager, he provides strategic direction across the business, guiding B.E. Lending's continued growth and long-term success in the real estate lending and investment sectors.



Ranette Oliver

CHIEF GROWTH OFFICER

Ranette oversees business development and growth at B.E. Lending, driving capital raising, investor relationship development, loan originations, and relationships with borrowers, brokers, and strategic partners. She also plays an active role in deal structuring and risk assessment while helping shape the strong team and culture behind the company's continued growth.

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B.E. LENDING

Let's Build Together.

Built on trust. Backed by real estate.
Designed to help your capital grow.

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Michael Bennett:
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Ranette Oliver:
Ranette@belending.com

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