

DEPT. PLANNING & ZONING
THE ARAWANA GOLF COURSE
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The land parcels located in the Maromas section of Middletown that make up the property in this Request for Proposal offer a variety of topography and wonderful views of the Connecticut River and the City of Middletown. Unfortunately, few residents are aware of this land and even fewer are allowed to advantage of it. A substantial portion of the property is an active tree farm while another section is a material storage area for the Kleen Energy project. The Arawana Golf Course will change all of that, allowing the public to experience the natural beauty of the site while taking part in a popular, healthy pastime.

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ABOUT THE COURSE

The Arawana Golf Course will be a unique, affordable, daily fee, nine-hole layout that will play like 18 holes, and includes a large practice area. Using two distinct sets of tees, four holes will play as either a par-4 or a par-5, while one hole will be a par-3 or a par-4. On the remaining four holes, tees will vary the length enough so that while par remains the same during both trips around the layout, play will be distinctively different each time through.

The course will vary in length from just over 5,000 yards to just under 7,000 yards, accommodating all skill levels of players. Par will be 72.

The practice area will be one of the largest located on a public golf course in Connecticut. It will include a driving range that has a 50,000 square-foot grass tee as a short game practice area, as well as a practice putting green.

The clubhouse will be small and will have a pro shop and a small dining/bar area designed to service only golfers. The restaurant will not be open after golf course operating hours nor will it be open during the months when the golf course is closed.

(A copy of the golf course plans is included in this packet.)

ABOUT THE ARCHITECT

The golf course architect, Brian Silva, is Golf World Magazine's 1999 Architect of the Year. The layouts he's designed, as well as those he's restored, have received accolades from golf publications on the national and regional level. For instance, his most recent original golf course, Old Marsh Country Club in Wells, Maine, was named one of the 10 best new courses to open in the United States in 2008 by Golf Magazine.

Silva's design philosophy harkens back to the Golden Age of Architecture when men like Donald Ross, A.W. Tillinghast and Seth Raynor plied their trades. They not only produced visually interesting layouts but also ones that could be enjoyed by all golfers, from single-digit handicaps to the higher handicaps and even beginners. Silva, like his famous predecessors, wants golfers of varying skill levels to have fun during their time

on the golf course, while also having the opportunity to test their game. His design philosophy is predicated on options, offering multiple routes along each golf hole to accommodate all levels of play. Unlike the other public courses in the area, Arawana will invite golfers to challenge the course and themselves. More information on Brian's work can be found here: <http://www.bsilvadesign.com/index.php>

CONSTRUCTION OF THE COURSE

Only a minimal amount of earth will have to be moved to create the tees, fairways and greens of the course since the natural topography lends itself perfectly to golf. There will also be a minimal amount of tree removal since much of the land is open. A swath of trees that would have to be removed during course construction is already scheduled to be taken down during the installation of the Kleen Energy high-pressure oil pipeline. A large barren area that is being used to store building material and heavy equipment for the Kleen Energy project will be converted to grass as a result of the golf course.

ENVIRONMENTALLY FRIENDLY MAINTENANCE

The grassing and maintenance of the Arawana Golf Course will be environmentally friendly. We intend to turf the fairways with a mix of fescue and bent grasses. Usually, in this part of the country, golf courses are seeded with a mix of bluegrass and ryegrass because they grow quickly and are a rich green color. Arawana's turf varieties are more environmentally friendly; fescues and bents require less water than other varieties. As a result, they are less susceptible to disease and therefore require fewer pesticides to survive. The fescues will also create a look to which the vast majority of golfers who play Arawana will not be accustomed. Fescues and bents naturally lose their brilliant green color during the warmer months, changing to pale green and even light brown. Picture the great linksland courses of the United Kingdom and that will give you an idea of what the Arawana will look like during the summer and fall.

(The two photos included in this package show how the Arawana Golf Course will appear once it has matured. The photos were taken at Renaissance Golf Club in Haverhill, Mass., a Brian Silva design.)

In keeping with this environmentally friendly approach, out-of-play areas will not be manicured or maintained, but allowed to grow naturally. Varieties of fescues will be interspersed in those areas to grow along with and bolster the native species. The areas will be mowed two or three times a year, the result of which will be the gradual eradication of invasive and unwanted species, which will be accomplished without the use of herbicides.

The impact on the small area of wetlands found on the property will also be minimal. Three bridges will cross Indian Hill Brook, one of the bridges will utilize the stream crossing created by the Kleen Energy Pipeline. The maintained areas of the golf course will not come near the brook.

Arawana Golf Course will also seek Audubon Cooperative Sanctuary status, an education and certification program for golf courses that requires participants to protect the environment and preserve the natural heritage of the game of golf; Audubon International administers it.

The golf course will be maintained using Integrated Pest Management, or IPM. IPM is a method of controlling pests (weeds, diseases, insects or others) in which pesticides are only applied when a pest is confirmed to be active, rather than applying pesticides in anticipation of pest problems or under the assumption there will be a pest problem, thus reducing the use of pesticides.

ABOUT THE DEVELOPERS

Arawana Golf Course LLC is developer of the project. AGC has hired the golf course architect, secured the consulting services of Southworth Golf, and entered into contract negotiations with Agri-Scape Golf Course Construction of Ellington, Conn. as well as beginning the process of securing investors.

Throughout the entire project Southworth Golf will act as construction/operations manager. Southworth Golf (SG) is a wholly owned subsidiary of Newton, Massachusetts based Southworth Development LLC. SG specializes in the management, construction management and operation of multi-faceted, full-service properties, often located within destination resort developments. <http://www.southworthdevelopment.com/golf/>

Southworth currently manages properties in Scotland, Puerto Rico, The Bahamas, the Dominican Republic and the United States.

Southworth Golf's construction management expertise focuses on multi-faceted golf and golf-related development. A typical scope of service would include the construction management of a golf course(s) and related facilities; management of the grow-in and pre-opening periods, and the financial documentation and reporting required of the project.

Anthony Pioppi is a 20-year resident of Middletown. Primarily a golf writer, Pioppi is also a golf course design consultant, having worked on the restoration process of existing golf courses, including the Fenwick Golf Course in Old Saybrook. He has written for a number of national and international golf magazines as well as authoring two golf books.

Arawana Golf Course LLC
c/o Anthony Pioppi
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Middletown, CT 06457
860.344.8895

Description of developer's current portfolio of similar projects

- Along with Arawana Golf Course LLC, Southworth Golf, a wholly owned subsidiary of Southworth Development LLC of Newton, Mass., will act as construction/operations manager. Southworth owns and manages properties in Scotland, Puerto Rico, The Bahamas, the Dominican Republic and the United States. Southworth Golf's detailed portfolio can be found on their website. <http://www.southworthdevelopment.com/golf/>

Letter from banks and other financial institutions demonstrating the developer's financial capacity

- A well-known golf course development/management company has expressed interest in a 50-percent stake of the Arawana Golf Course project. The remaining funds will come from investors who will purchase shares in the limited partnership. Investors are waiting for the land to be under the control of Arawana Golf Course LLC before committing capital to the project.

Evidence of the developer's qualifications and financial ability to finance the acquisition and development of the land shall be included

- The land will not be purchased

A detailed summary of funding sources for the project

- See information above.

A description of the developer's business plan and proposed future use(s) of the property

- The Arawana Golf Course will be an affordable, daily fee 9-hole, golf course and practice area, both of which will be open to the general public. The clubhouse will be small and operate only during the golf season. Along with a pro shop, there will be a small restaurant that will only be open during the hours of operation of the golf course and shut down when the course is closed for the season.

A description of proposed improvements to the property

- Improvement to the property will come in the form of the golf course and practice area. Currently, much of the land on which the golf course will be located is either an active tree farm, material and equipment storage area or open field. The golf course will allow the property that is being used solely for commercial purposes to be utilized by members of the public at large. Less than 100 acres of the parcel will be used for the Arawana Golf Course project. The remaining 100-plus acres are unsuitable for golf and there will be no expansion into that land, which will remain as open space.

A timetable for the completion of the project

- It is anticipated that the Arawana Golf Course will be open for play 33 months after the allocation of the land to the developer. Three factors can substantially alter that estimate: the City and State permitting process, and the weather during construction.

Anticipated Investment in the property

- The anticipated investment in the property is \$4 million, which includes construction of the golf course, the construction of a maintenance facility and leasing of maintenance equipment, the construction of a clubhouse and the lease or purchase of golf carts.

Any grants, loans, tax abatements and any other type of subsidy or financial benefit sought from the City or State

- At this point, no grants or loans will be sought from the City or State.

Proposed lease terms

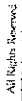
- The proposed lease term is for a minimum of 15 years with an option for a 50-year extension.

A \$10,000 fully refundable deposit (bank check or letter of credit)

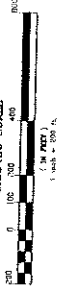
- A \$10,000 letter of credit is included in this packet.

Strategy Plan

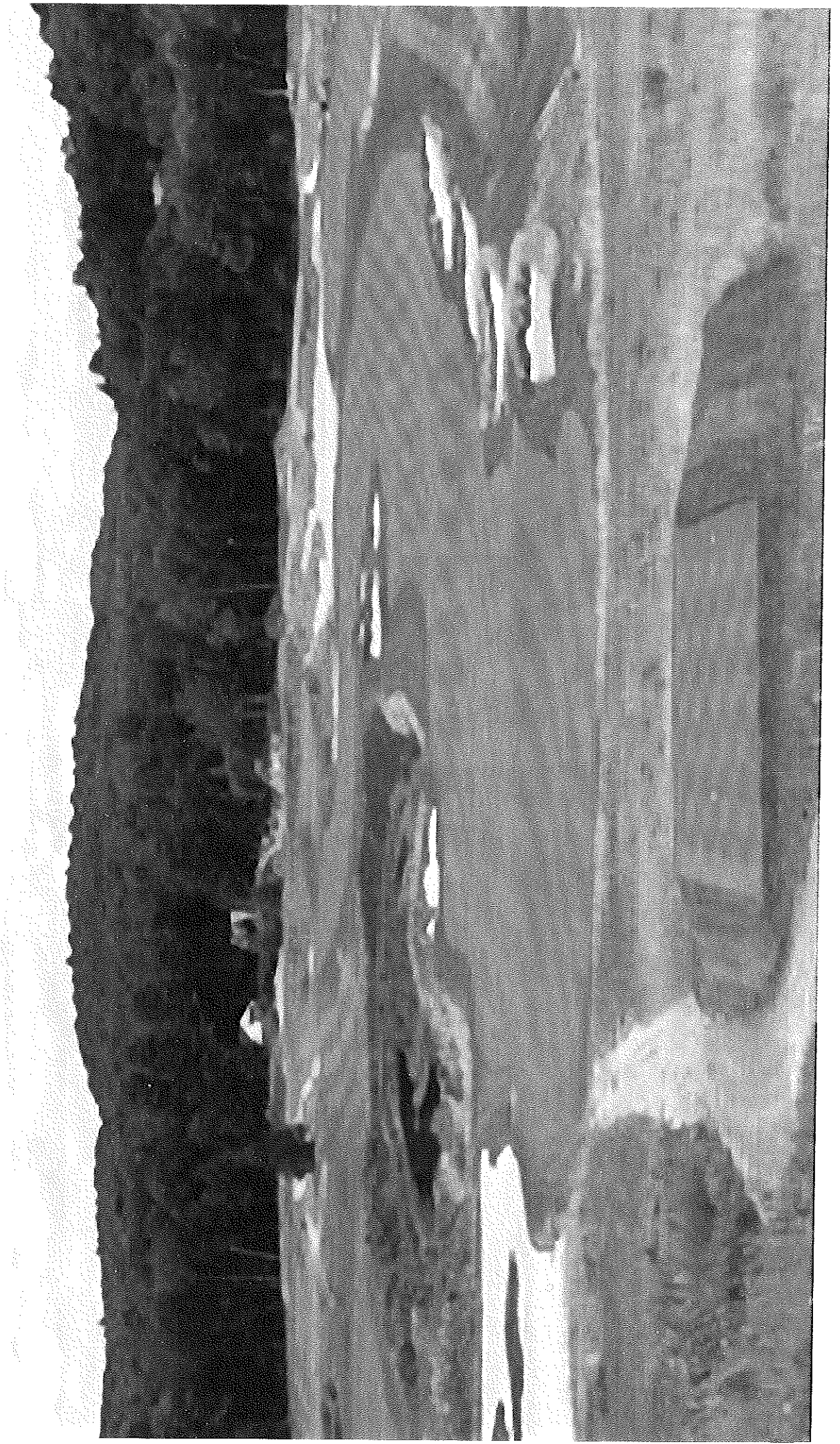
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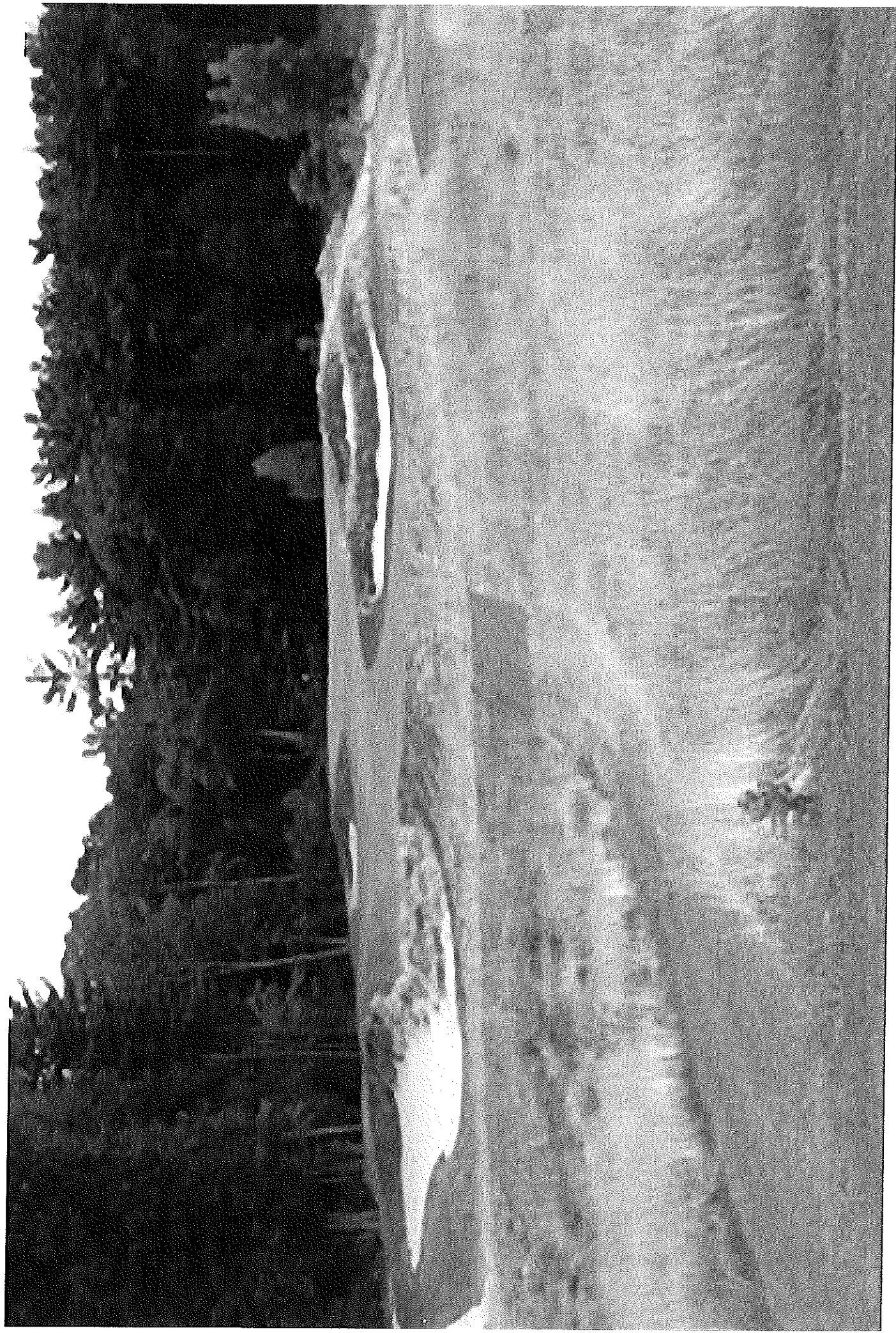


GRAPHIC SCALE



Proposed Scorecard	
100	100
90	90
80	80
70	70
60	60
50	50
40	40
30	30
20	20
10	10
0	0





July 6, 2009

Anthony Pioppi
35 Bretton Road
Middletown, CT 06457

Anthony Pioppi has accounts with Raymond James Financial that exceed \$10,000 in value.

Please contact me with any additional questions.

Thank you.

A handwritten signature in black ink, appearing to read "Paul Aquila", written in a cursive style.

Paul Aquila
Raymond James Financial Services
Registered Principal ~ Branch Manager