

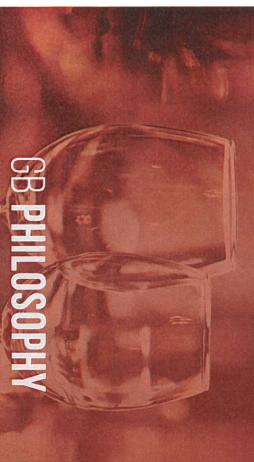
OUR ROOTS RUN DEEP

Grove Bay Hospitality Group is a dynamic restaurant owner, operator and boutique consulting firm based in Miami, Florida. Grove Bay was founded by Francesco Balli in 2010 with the vision becoming a restaurant industry leader in developing and operating innovative and profitable restaurant concepts, while enhancing the lives of its guests, employees, communities and investors. Grove Bay prides itself in delivering the highest quality ingredients and customer services to its patrons.

Grove Bay started in 2010 when it joined forces with the iconic Don Shula brand and opened Shula's 347 Grill in Coral Gables, which specializes in everything from gourmet salads to fresh specialty fish, and exclusively serves Premium Black Angus Beef' burgers and SHULA CUT' steaks. Grove Bay later expanded its footprint in the restaurant industry but in the non-traditional space. In 2013, through its ACDBE minority certification, Grove Bay acquired the Corona Beach House restaurant in the North Terminal at Miami International Airport, serving over 500 travelers per day.

In November of 2013, Grove Bay was awarded a 50-year lease with the City of Miami for a 7-acre property along the water's edge in Coconut Grove, Florida where it will resurrect three restaurants and a spectacular roof top event space, all overlooking Miami's amazing Biscayne Bay and expected to open by Fall of 2016.

Today. Grove Bay is poised to become a major restaurant player in the marketplace, with projected revenues of \$40M per year by the end of 2016 with over 400 employees.



"Being the richest man in the cemetery doesn't matter to me. Going to bed at night saying we've done something wonderful, that's what matters to me"

| Steve Jobs, founder and former CEO of Apple |

Our mission statement is as straightforward as it is impactful:

To become an industry leader in innovative and profitable restaurant concepts, while enhancing the lives of our guests, employees, communities and investors. We believe we can achieve all of those goals by adhering to four core values:

- Provide our customers with exceptional hospitality experiences.
- Foster workplace environments that encourage trust, respect and conscientiousness between employees, management and ownership.
- Be an upstanding corporate citizen and a responsible and involved member of every community we serve.
- Provide our investors with an excellent return on their investments.

At Grove Bay Hospitality Group, we are all in this together. We build and nurture teams whose daily assignment is to exceed every customer's expectations in every aspect of performance and service.

EXCEPTIONAL HOSPITALIT "Virtually nothing else is as important as how one is made" every need of every customer every day is our utmost priority. Our recipe for success involves three key ingredients:

Welcome to our evolving world of exciting hospitality concepts and venues, where meeting

Fresh and wholesome food, flavorful recipes, careful preparation and attractive presentation. Local vendors and ingredients are sourced whenever possible.

mission is to address guests' every need and provide an exceptional dining experience. A well-trained and thoughtful staff that extends from our front door to tableside, whose

excellent customer value and satisfaction. An ambiance and dining experience that is pleasant and engaging, and that represents

to feel in any business transaction. Hospitality exists when you believe the other person is on your side. The converse is just as true. Hospitality is present when

something happens for you. It is absent when something happens to you.

Those two simple prepositions - for and to - express it all"

Danny Meyer, founder and CEO of Union Square Hospitality

Our dedication to the very highest standards of hospitality has earned us a loyal client fo-llowing, for which we are most grateful. Each of our restaurants has a distinct personality, and our team of dedicated employees works hard to make them memorable. We hope you will visit us...we are confident you will become a fan.

RESPECT & TEAMWORK

"I am convinced that nothing we do is more important than hiring and developing people. At the end of the day you bet on people, not on strategies."

| Lawrence Bossidy, former COO of GE and author |

Our family of employees is based upon remarkably simple goals:

Recruit good and caring individuals.

Clearly establish and communicate workplace policies and ethics that make sense and are effective.

Treat everyone fairly and with respect, and reward them for work well done.

At the start and end of every day, and for every hour in between, our employees are not merely the face of our restaurants: they are the soul. We can never be more than the sum of all of our employees, their personalities, their skill sets and their devotion to excellence in all that we do.



"We make a living by what we get, but we make a life by what we give."

| Winston Churchill, former Prime Minister of the United Kingdom |

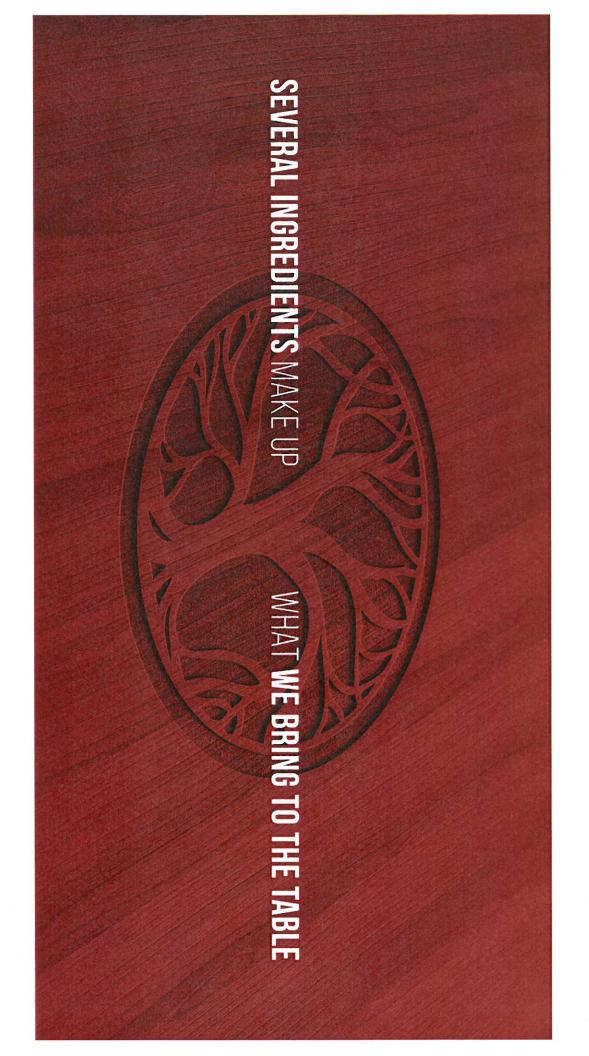
We succeed because members of our community step through our doors and allow us to serve them. Giving back to our community is the very least we can do in return.

Grove Bay Hospitality Group believes in leading by example. We provide direct financial support to a variety of charitable and educational organizations, and we offer hands-on involvement in youth programs and civic projects.

We are particularly proud of our annual commitment to provide at least \$30,000 in scholarships to help minority students attend local universities, as well as our on-site mentoring program for students pursuing careers in the hospitality industry, allowing them to work alongside our world-class chefs, restaurant executives and managers and providing real-world, hands-on experiences that enhance their classroom instruction.

As we grow and prosper, so will our ability to connect with our communities. We welcome new opportunities to invest time, talent and treasure – let us know about them. Grove Bay Hospitality Group believes in doing well...by doing good.

"A business that makes nothing but money is a poor business.." PERFORMANCE We believe that providing outstanding service to our clients, taking care of our employees and giving back to the community pave the way for restaurant profits and return on investment. When we look out for one another, our success in this highly competitive marketplace is virtually guaranteed.





IGNACIO GARCIA-MENOCAL

| Co-Founder and Chief Executive Officer |

Ignacio was recognized by South Florida Business Leader Magazine as one of its "Top Movers and Shakers" in 2012, reflecting a career both diverse and successful at every

Ignacio joined Grove Bay Hospitality Group as a managing partner in 2014. From 2011 to 2014, he joined 50 Eggs Restaurant Group as Executive Vice President and Chief Financial Officer, where he managed all business functions of the 400-employee company, including negotiating and closing the \$24-million sale of its Lime Fresh Mexican Grill division to Ruby Tuesday. He also negotiated development deals with the Sands Corp., and assisted in the development and operation of James Beard Award.

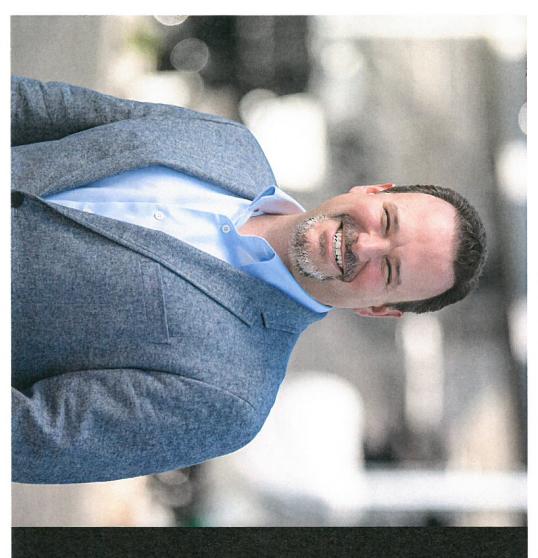
semi-finalists Yardbird Southern Table & Bar and Khong River House, among others.

Prior to joining 50 Eggs Inc., he worked with the Ft. Lauderdale-based Shula's Steak Houses

ned financial success. He became part owner of the Shula's 347 Grill in Coral Gables, FL.

Before delving into the restaurant industry, Ignacio served as Audit Manager at the "Big Four" firm Deloitte & Touche, where he helped make a positive impact for clients such as Direct TV, Perry Ellis, Florida Power & Light, Elizabeth Arden, Baptist Health System and the Miami Dolphins. After leaving Deloitte & Touche, he worked at MasterCard as the Director of Accounting for the Latin America Region. In just one year, he helped put policies and controls in place that elevated the region from a last place ranking to second place in terms of its finance and internal controls.

Ignacio holds a Bachelor of Science in Accounting from the University of Florida, a Master of Accounting from Florida International University, and a Certificate of Foodservice Management from Cornell University.



FRANCESCO BALLI

| Co-Founder and Chief Executive Officer |

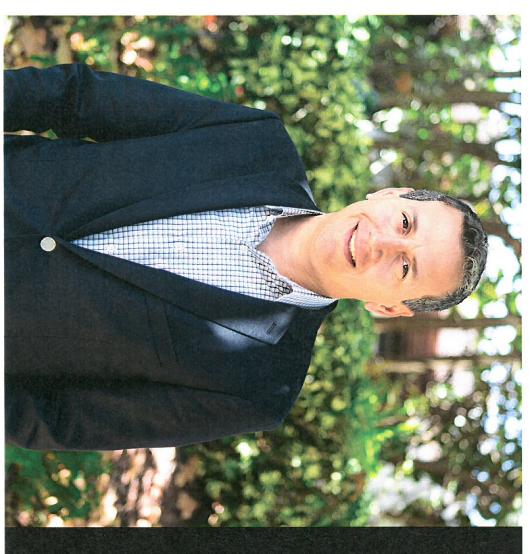
Since 2010, Francesco has co-owned and operated Shula's 347 Grill in Coral Gables, Florida and the Corona Beach House restaurant in Miami International Airport. He also co-owned and managed two Lime Fresh Mexican Grill restaurants located in Downtown and Midtown Miami, which were later sold as part of a \$24-million sale to Ruby Tuesdays.

During his time with Grove Bay, Francesco has worked closely with other restaurant brands providing consulting and administration services to clients like Sakaya Kitchen, Bulla Gastrobar and Novecento Restaurant Group. He was instrumental in winning a 50-year lease with the City of Miami for three restaurants, a marina, and retail space on a 7-acre water-tront property in Coconut Grove, currently known as the Charthouse and Scotty's Landing

Before joining Grove Bay, Francesco served as a Manager for Ernst & Young's Assurance Advisory and Fraud Investigation & Dispute Services department where he assisted clients such as DuPont. Royal Caribbean Cruises, Del Monte Foods, PNC Bank and Miami Air. After leaving the "Big Four" public accounting firm, he became the CFO and Vice President of Finance at Areas USA, Inc., an airport and turnpike concessions operator with over 125 points-of-sale across nine airports and two turnpikes. As the CFO and Vice President of Finance at Areas USA, Francesco oversaw 45 corporate personnel and helped generate over \$220 million in annual sales.

Before leaving Areas USA in late 2009, Francesco assisted in winning the Florida Turnpike concession. Valued at over \$6 billion, it was the largest turnpike concession contract in history.

Francesco holds a Bachelor of Science degree in Accounting from the University of Florida and a Master of Business Administration degree from Florida International University.



DDIE U ACEVEDO

| Chief Operating Officer |

Eddie joined Grove Bay Hospitality Group as Chief Operating Officer in 2016. A veteran of the hospitality industry, he began his career in his hometown of Rincon, Puerto Rico at the renowned boutique hotel the Horned Dorset Primavera. Throughout his eleven year tenure, he apprenticed in all facets of upscale European hotel and restaurant operations.

Upon completing his University studies, he moved to New York City to serve as Director of Sales and Marketing for the resort and later served as a Sales Consultant to Relais & Chateau North America.

The emergence of a new craft beer and cocktail scene in New York City provided Eddie with the ideal platform to further his operational prowess, serving as an Independent Beverage Consultant to the city's top restaurants, bars and nightclubs and later serving as Multi-Unit Operations Manager for the critically acclaimed restaurants Kuma Inn and Umi Nom. In 2001, he relocated to Florida, first to work with James Beard Award-winning Norman Van Aken at his flagship restaurant located at the Ritz-Carlton Grand Lakes in Orlando and later

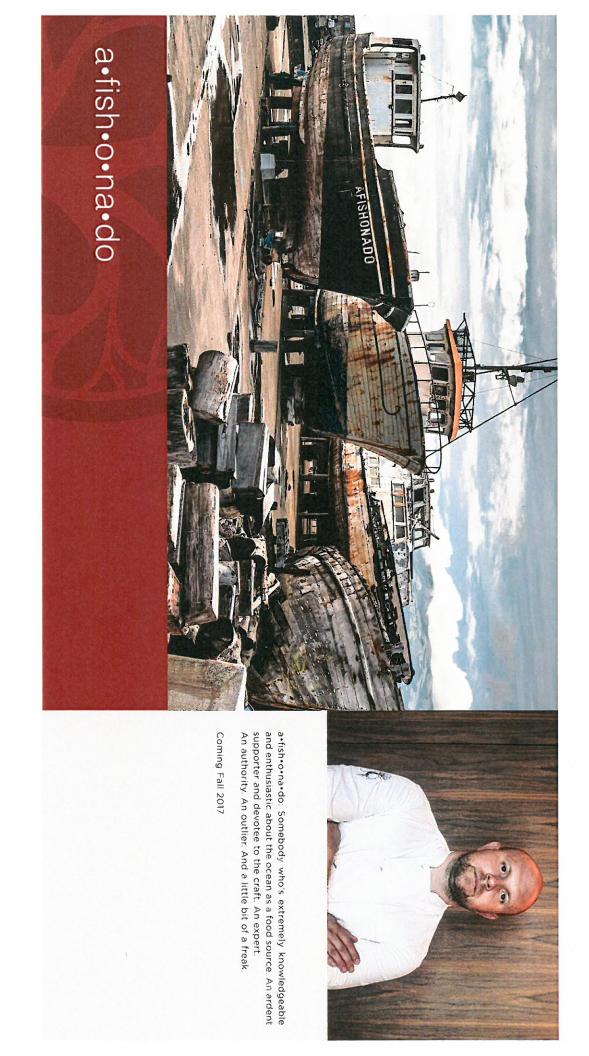
During his tenure as Chief Operating Officer at 50 eggs, the company evolved into an award winning and nationally acclaimed multi-brand restaurant group, earning James Beard nominations for Yardbird Southern Table and Bar as well as Khong River House and named one of the "50 Coolest Restaurant Companies in the Land" by Restaurant Hospitality Magazine. Other concepts developed during his term were Swine Southern Table and Bar, and most recently, the quick service restaurant Spring Chicken.

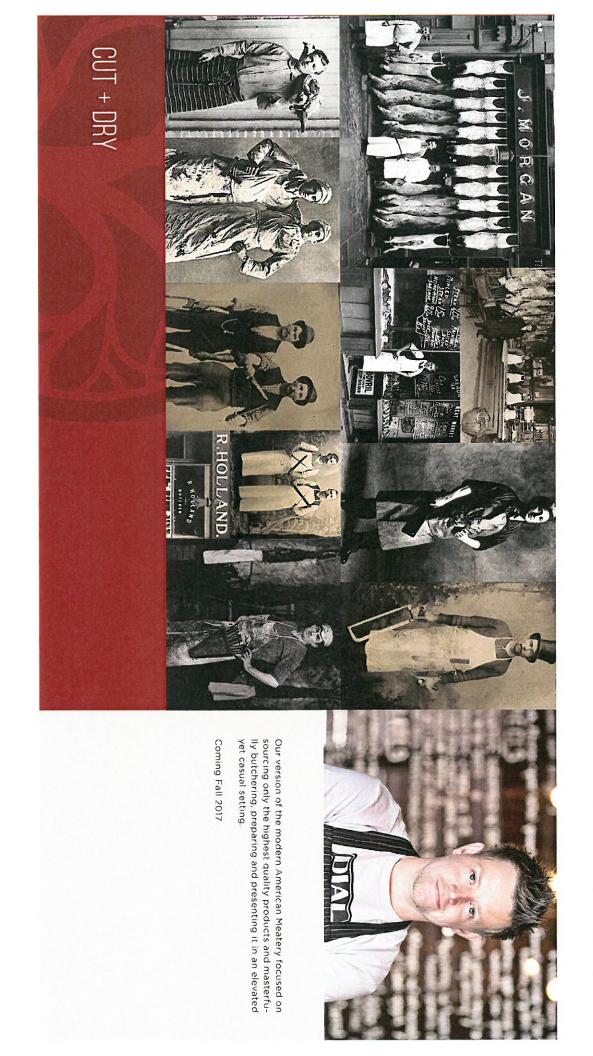
Eddie attended the University of Puerto Rico where he majored in Accounting & Marketing. He is also a First Level Cicerone, an avid craft beer afficionado, and has served as a Board Member for the Miami Chapter of the Florida Restaurant and Lodging Association.

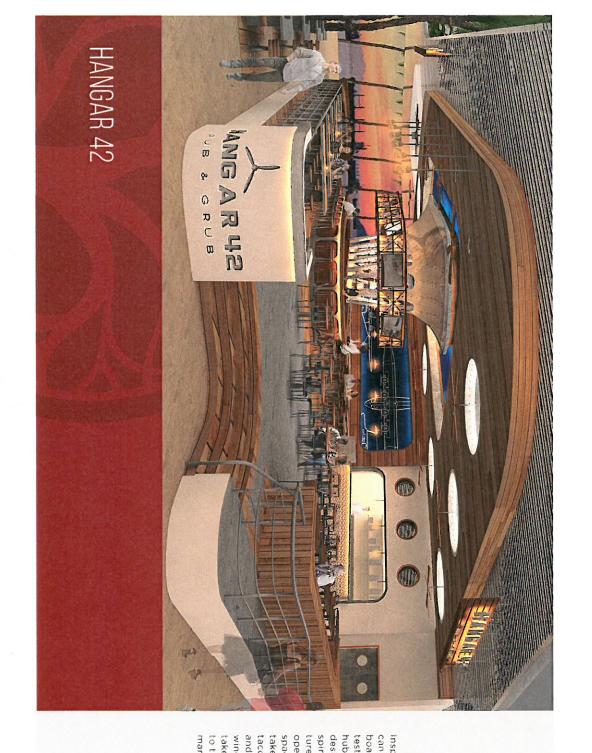












can World Airways' famous Sikorsky S-42 "flying boats" in the 1930s and 1940s, Hangar 42 serves as a testament to Coconut Grove's rich history as a dynamic hub for air transportation. A casual dining experience designed to capture the nautical and aeronautical spirit of old Coconut Grove. Hangar 42 Pub & Grill features high ceilings and a mixture of covered and open-air space to invite light and bay breezes into the space while incredible views of the bay allow nature to take center stage. The restaurant will feature fish tacos, burgers, fresh grilled fish, salads, sandwiches and other light fare, along with a wide selection of wines and craft beers. Offering "dockside service" and take-away meals, Hangar 42 Pub & Grub nods its head to the days when aviators and mariners frequented the marina as a popular lunch spot.



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