Owner/User Gas Station

903 US-82 Gainesville, TX 76240

Retail
Investment Opportunity
Offering Memorandum

MATTHEWS™

Exclusively Listed By

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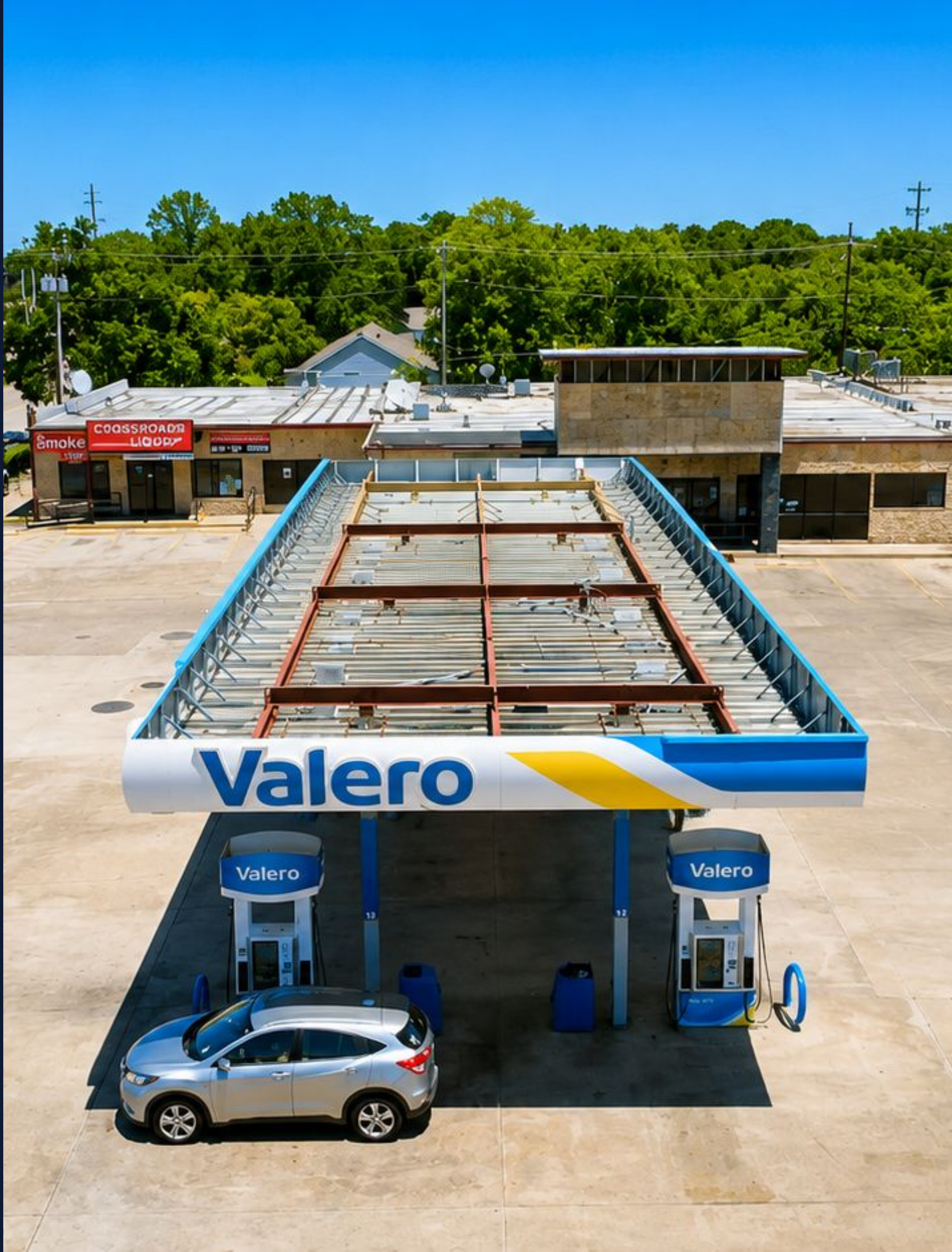


Investment Highlights

Contact Agent
Price

±12,600 SF
GLA

Property Highlights

- **High-volume sales supported by multiple diversified income streams.**
- **Immediate value-add opportunity** — Currently 78% occupied with a vacant drive-thru suite ready for lease-up, providing upside through increased occupancy and in-place rental income to enhance NOI.
- **Prime location at the I-35 & US-82 interchange** — Positioned along one of the nation's busiest freight corridors with approximately 55,000 vehicles per day, projected to increase to 88,000 vehicles per day by 2040, approximately 70 miles north of the Dallas–Fort Worth Metroplex.
- **Located in a rapidly expanding North Texas trade area** — Surrounded by significant economic development, including the $482 million I-35 expansion, the 7 million-square-foot Camp Howze industrial development, 815-acre Pace Ranch, and H-E-B's regional supply chain campus, supporting more than 1,500 planned homes and an average household income of approximately $89,108 within a 5-mile radius.

Financial Overview

2025 Profit & Loss (Jan – Dec 2025)	Amount	% Rev
Income		
Fuel Sales	$1,938,778	59.3%
Merchandise Sales (Beer/Wine, Tobacco, Other)	$930,012	28.4%
Lottery Sales	$335,671	10.3%
Commissions (ATM, Lottery, Bitcoin)	$23,550	0.7%
Other Income (incl. $36,000 Rental Income)	$43,987	1.3%
Total Income	**$3,271,998**	**100.0%**
Cost of Goods Sold		
Fuel COGS	$1,723,209	52.7%
Merchandise COGS	$528,232	16.1%
Lottery Purchases	$335,531	10.3%
Total Cost of Goods Sold	**$2,586,973**	**79.1%**
Gross Profit	**$685,025**	**20.9%**
Operating Expenses		
Rent Expense	$268,630	8.2%
Payroll, Payroll Tax & Fees	$76,510	2.3%
Repairs & Maintenance	$61,080	1.9%
Payment Processing Fees	$47,036	1.4%
Utilities	$36,465	1.1%
Insurance (incl. Tank Insurance)	$31,126	1.0%
Property Tax	$7,127	0.2%
Other Operating Expenses	$44,706	1.4%
Total Operating Expenses	**$572,681**	**17.5%**
Net Operating Income	**$112,343**	**3.4%**

$3,271,998
2025 Total Revenue

$685,025
2025 Gross Profit | 20.9% Margin

$112,343
2025 Net Operating Income

$380,974
NOI Excl. Rent (Owner/User)

Sales Mix & Gross Margin by Category

Category	Sales	Gross Profit	Margin
Fuel	$1,938,778	$215,569	11.1%
Merchandise	$930,012	$401,779	43.2%
Lottery	$335,671	$140	0.0%
Commissions	$23,550	$23,550	100.0%
Other Income	$43,987	$43,987	100.0%
Total	**$3,271,998**	**$685,025**	**20.9%**

Source: Owner-provided 2025 Profit & Loss (accrual basis). NOI Excl. Rent adds back $268,630 of rent expense paid under the current operating structure, which would not apply to an owner/user purchasing the real estate. Figures are unaudited; buyers should conduct their own due diligence.

Seller Financing & Value-Add

Seller Financing Available

25% Down
Down Payment

$25,000 / Mo
Monthly Payment

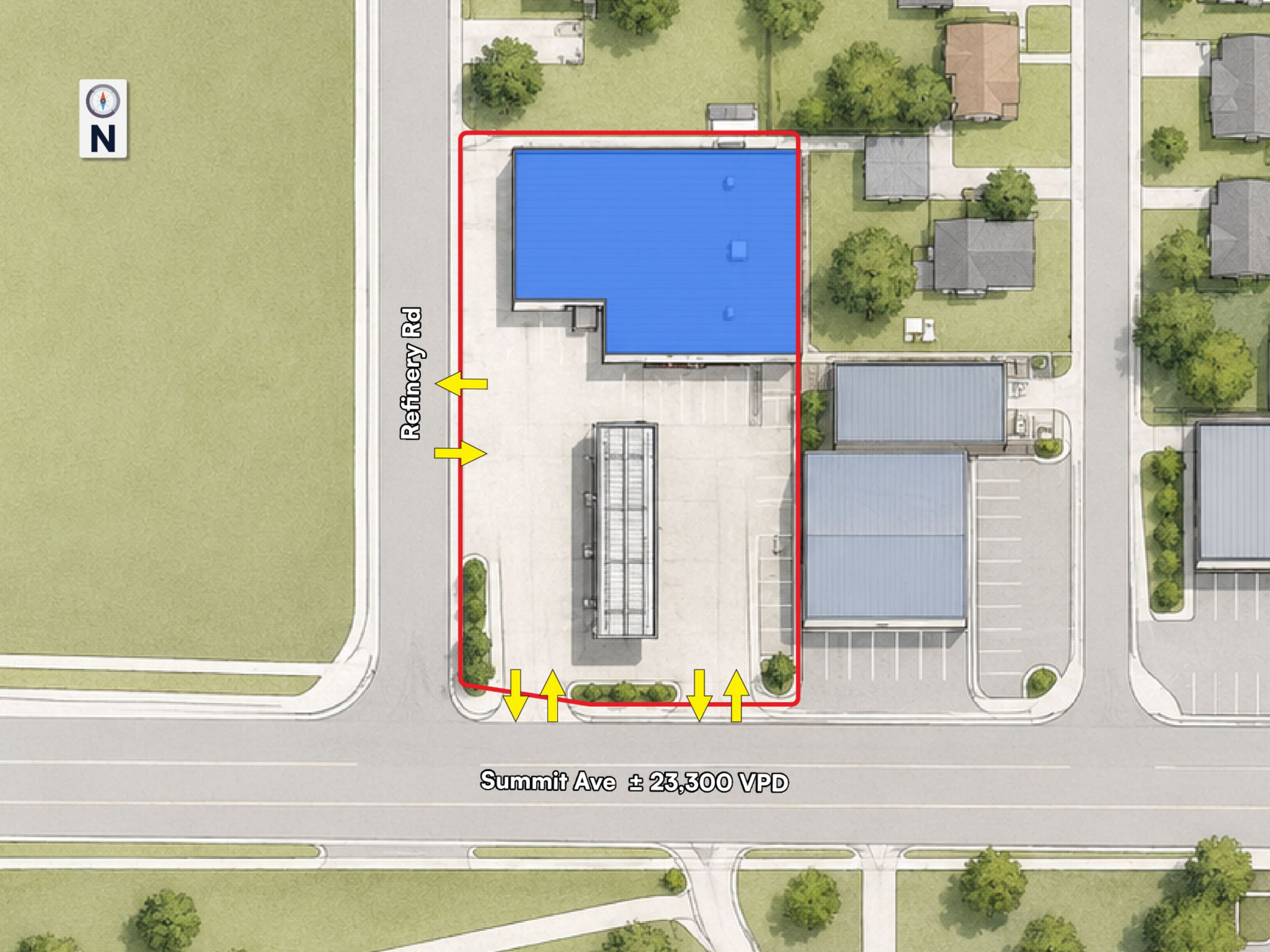
Terms	
Purchase Price	Reach Out to Agent for Pricing
Down Payment (25%)	-
Seller-Carried Note	**-**
Monthly Payment	$25,000
Term	5 – 7 Years
Balloon Payment	Remaining Balance at Maturity
Security	First Lien on Real Estate

Seller financing lowers the equity required and removes bank underwriting timelines, allowing an owner/user to close quickly and redirect capital toward inventory, kitchen launch, and lease-up. Terms are indicative and subject to seller approval.

Value-Add Components

- **Absentee ownership** — Currently run by an absentee owner. A hands-on owner/operator can tighten controls, pricing, and shrink, the most immediate lever on margin and sales.
- **Fully built-out kitchen, not operating** — Kitchen is completely finished and equipped but sits idle (only $936 of deli sales in 2025). Turning it on adds a high-margin food program and lifts in-store, fuel, and lottery traffic.
- **Under-stocked store** — Shelves and coolers are running thin on inventory. Restocking to full sets should drive an immediate step-up in merchandise sales (43% gross margin).
- **Skill game machines off the books** — On-site skill game machines generate income that does not appear on the P&L, additional upside a buyer can capture and document.
- **Vacant drive-thru suite** — Property is 78% occupied with a vacant drive-thru suite ready for lease-up. $36,000 of rental income is already in place; filling the vacancy adds passive income on top of store operations.
- **Traffic growth on the corridor** — I-35 & US-82 interchange carries ±55,000 VPD, projected to reach 88,000 VPD by 2040, backed by the $482M I-35 expansion and Camp Howze industrial development.
- **Ancillary income growth** — ATM, lottery commissions, and bitcoin kiosk already contribute $23,550; better management, added services, and pricing discipline expand this line with minimal capital.


I-35 Expansion
$482 million project to expand and widen I-35 through Cooke County and the Gainesville area
Camp Howze Industrial Development
489-acre master-planned industrial development located 3.6 Miles from Subject Property
North Texas Medical Center
±60 Beds | ±450 Employees
± 48,800 VPD
Subject Property
Summit Ave ± 23,300 VPD
N Grand Ave ± 12,600 VPD
H-E-B Supply Chain Campus - North Texas (Valley View)
this master-planned campus is designed to anchor and support H-E-B's massive logistics expansion across North and West Texas.


N
Refinery Rd
Summit Ave ± 23,300 VPD

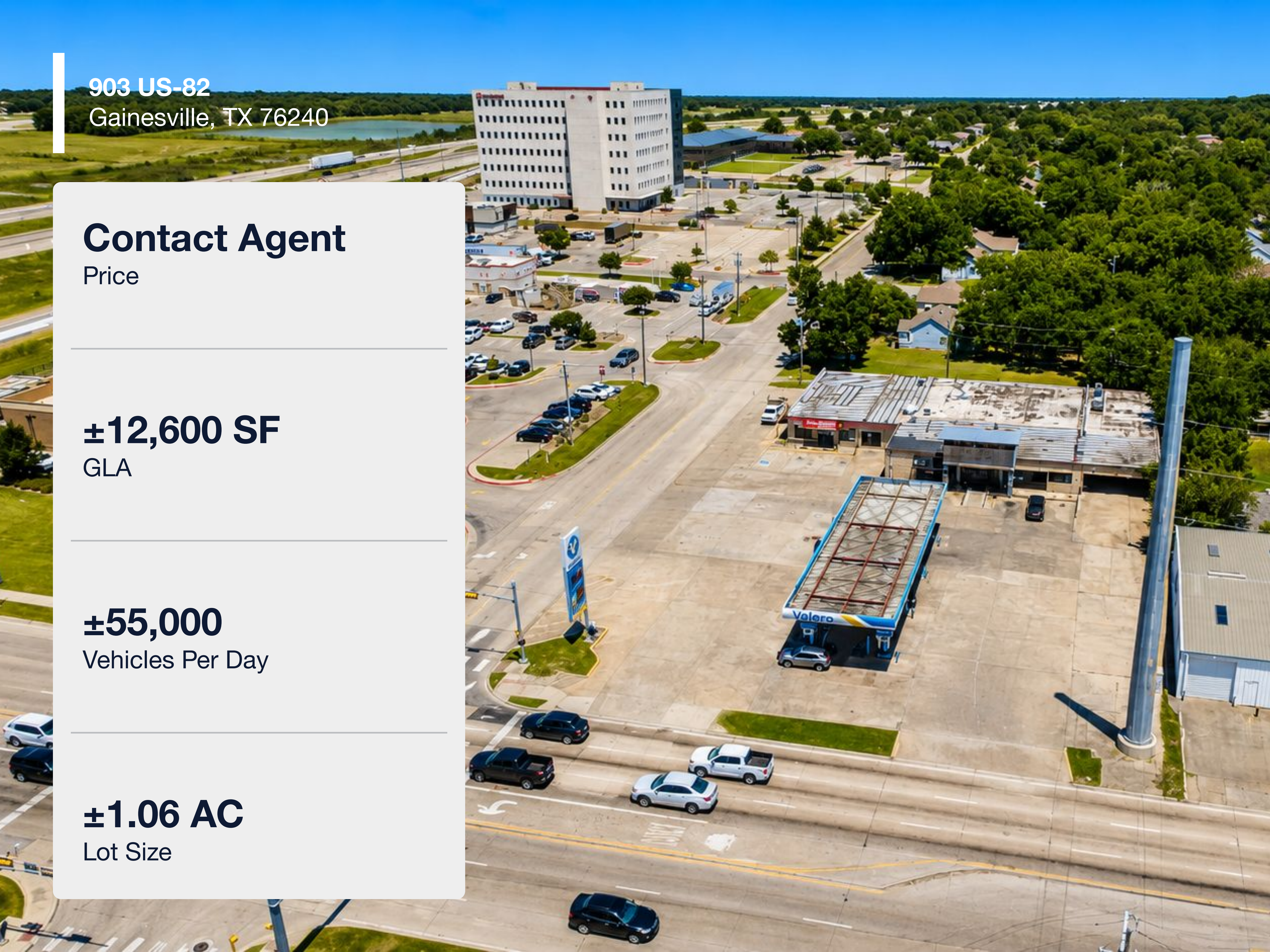
903 US-82
Gainesville, TX 76240

Contact Agent
Price

±12,600 SF
GLA

±55,000
Vehicles Per Day

±1.06 AC
Lot Size

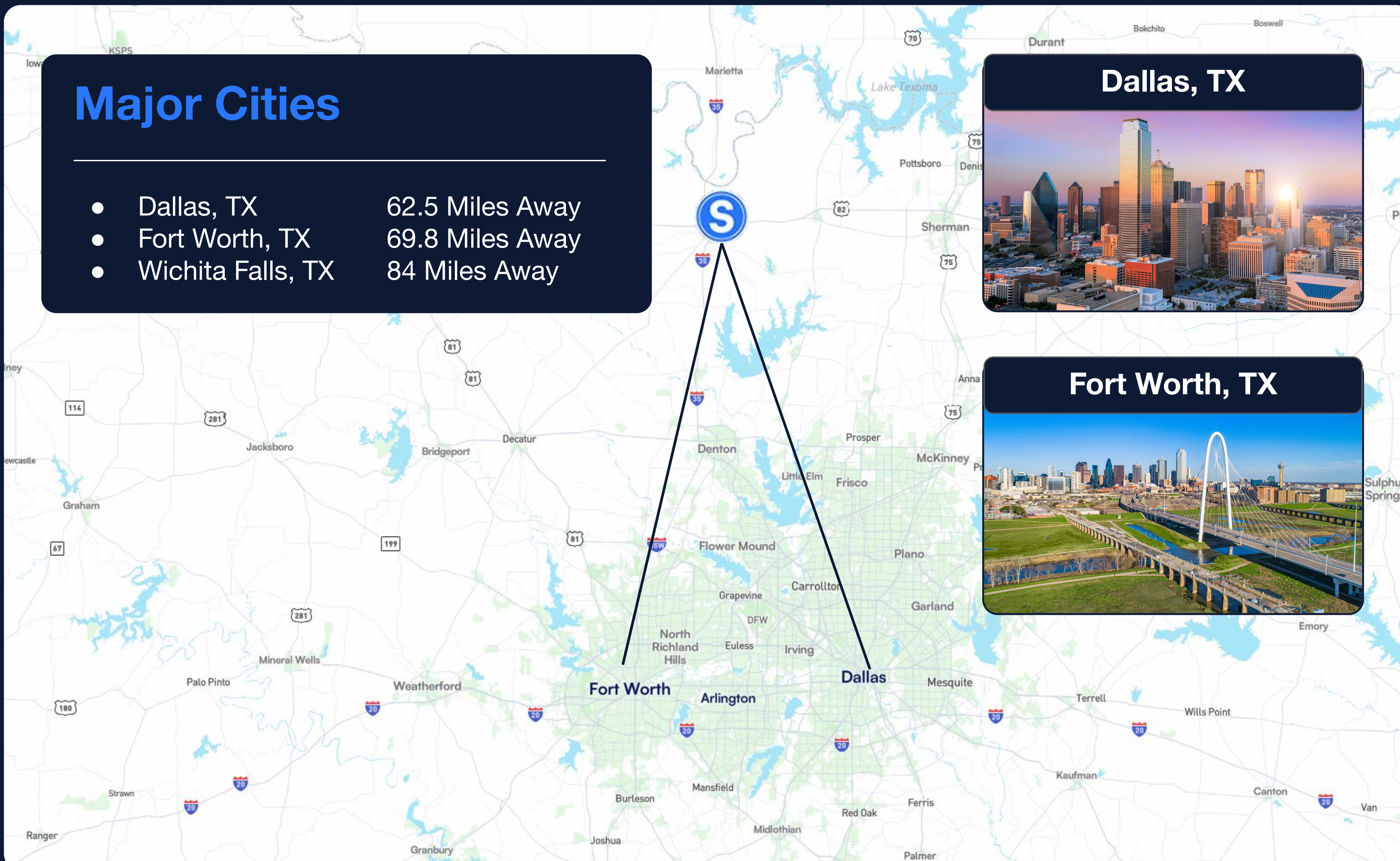


Market Overview

Owner/User Gas Station
903 US-82 Gainesville, TX 76240

Major Cities

- Dallas, TX — 62.5 Miles Away
- Fort Worth, TX — 69.8 Miles Away
- Wichita Falls, TX — 84 Miles Away



Dallas, TX

Fort Worth, TX

Gainesville , TX

Market Demographics

18,528
Total Population

$58,809
Median HH Income

8,500
Employed Population

5.3%
Retail Vacancy

Local Market Overview

Gainesville is a growing North Texas community strategically positioned along Interstate 35 near the Texas–Oklahoma border, approximately 70 miles north of the Dallas–Fort Worth Metroplex. Serving as the commercial hub for Cooke County and portions of southern Oklahoma, the city benefits from its location along one of the nation's busiest freight corridors, providing excellent regional connectivity for retail, industrial, and distribution users.

The local economy is anchored by advanced manufacturing, healthcare, education, tourism, and retail, with major employers including WinStar World Casino & Resort, Safran Seats, North Texas Medical Center, and North Central Texas College. Gainesville serves a broad trade area, attracting shoppers, visitors, and employees from surrounding communities throughout North Texas and southern Oklahoma. Continued residential development, business expansion, and ongoing investment along the I-35 corridor reinforce Gainesville's position as an important regional retail destination with stable consumer demand and strong long-term fundamentals.

Property Demographics

Population	1-Mile	3-Mile	5-Mile
Five-Year Projection	5,546	18,435	21,266
Current Year Estimate	5,518	18,313	20,994
2020 Census	5,368	18,040	20,504
Growth Current Year-Five-Year	0.50%	0.67%	1.29%
Growth 2020-Current Year	2.79%	1.52%	2.39%
Households	**1-Mile**	**3-Mile**	**5-Mile**
Five-Year Projection	2,172	6,966	8,048
Current Year Estimate	2,161	6,898	7,915
2020 Census	2,075	6,624	7,540
Growth Current Year-Five-Year	0.54%	1.00%	1.67%
Growth 2020-Current Year	4.14%	4.14%	4.97%
Income	**1-Mile**	**3-Mile**	**5-Mile**
Average Household Income	$69,861	$84,643	$89,108

Dallas-Fort Worth, TX

Dallas-Fort Worth ranks among the nation's premier commercial real estate investment markets, supported by a pro-business environment, a diversified economy, and sustained population and employment growth. As one of the largest metropolitan areas in the United States, the region continues to attract businesses and new residents, fueling demand across both the industrial and retail sectors. Strong consumer spending, expanding trade areas, and continued corporate investment create a favorable environment for long-term commercial growth. The region's strategic central location, extensive interstate highway network, major rail corridors, and international airports make it one of the country's leading hubs for logistics, manufacturing, warehousing, and distribution.

Source: U.S. Census Bureau, Visit Dallas, Texas Comptroller | **2025 Dataset**

8.5M+
Total Population

Top 3 Metros
in the U.S. for Annual Population Growth

No State Income Tax
Pro-Business Environment

Tourism with $10.9B in Economic Impact
with 27M+ Visitors Annually Supporting 60K+ Jobs (2024- 2025)

Transportation

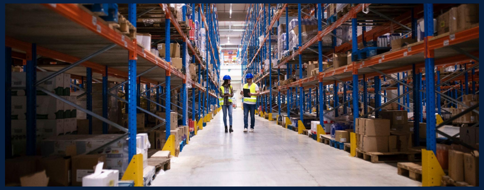
The Dallas-Fort Worth metro area has a well-developed transportation network, including major highways I-35, I-20, and I-30, supporting efficient regional movement. DFW Airport, one of the world's busiest, handled over 81 million passengers and 774,000 U.S. tons of cargo in 2023, reinforcing its role as a global air travel and logistics hub. Public transit options include Dallas DART light rail and Fort Worth's Trinity Metro. The region's strategic location drives growth in logistics and distribution, with companies like Amazon and FedEx expanding operations, ensuring strong connectivity and supporting ongoing economic growth.

Air Cargo Volume

±11.16 Million Tons

Airport Economic Impact

$67 Billion Annually



Logistics Employment

634,000 Workers in Transport & Warehousing

Annual Ridership for Public Transportation

81.8 Million Passengers

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This Offering Memorandum contains select information pertaining to the business and affairs of the property owner and its tenant for real property located at **903 US-82, Gainesville, TX, 76240** ("Property"). The Offering Memorandum may not be all-inclusive or contain all of the information a prospective purchaser may desire. The information contained in this Offering Memorandum is confidential and furnished solely for the purpose of a review by a prospective purchaser of the Property. It is not to be used for any other purpose or made available to any other person without the written consent of Seller or Matthews™. The material and information in the Offering Memorandum is unverified. Matthews™. has not made any investigation, and makes no warranty or representation, with respect to square footage, income and expenses, the future financial performance of the property, future rent, and real estate value market conditions, the condition or financial prospects of any tenant, or the tenants' plans or intentions to continue to occupy space at the property. All prospective purchasers should conduct their own thorough due diligence investigation of each of these areas with the assistance of their accounting, construction, and legal professionals, and seek expert opinions regarding volatile market conditions given the unpredictable changes resulting from the continuing COVID-19 pandemic. The information is based in part upon information supplied by the Owner and in part upon financial information obtained from sources the Owner deems reliable. Neither owner, nor their officers, employees, or real estate agents make any representation or warranty, express or implied, as to the accuracy or completeness of this Offering Memorandum, or any of its content, and no legal liability is assumed or shall be implied with respect thereto. Prospective purchasers should make their own projections and form their own conclusions without reliance upon the material contained herein.

By acknowledging your receipt of this Offering Memorandum for the Property, you agree:

1. The Offering Memorandum and its contents are confidential;

2. You will hold it and treat it in the strictest of confidence; and

3. You will not, directly or indirectly, disclose or permit anyone else to disclose this Offering Memorandum or its contents in any fashion or manner.

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Owner and Matthews™. expressly reserve the right, at their sole discretion, to reject any and all expressions of interest or offers to purchase the Property and to terminate discussions with any person or entity reviewing this Offering Memorandum or making an offer to purchase the Property unless and until a written agreement for the purchase and sale of the Property has been fully executed and delivered.

If you wish not to pursue negotiations leading to the acquisition of the Property or in the future you discontinue such negotiations, then you agree to purge all materials relating to this Property including this Offering Memorandum.

A prospective purchaser's sole and exclusive rights with respect to this prospective transaction, the Property, or information provided herein or in connection with the sale of the Property shall be limited to those expressly provided in an executed Purchase Agreement and shall be subject to the terms thereof. In no event shall a prospective purchaser have any other claims against Owner or Matthews™. or any of their affiliates or any of their respective officers, directors, shareholders, owners, employees, or agents for any damages, liability, or causes of action relating to this solicitation process or the marketing or sale of the Property.

This Offering Memorandum shall not be deemed to represent the state of affairs of the Property or constitute an indication that there has been no change in the state of affairs of the Property since the date of this Offering Memorandum.

Net Lease Disclaimer – There are many different types of leases, including gross, net, single net ("N"), double net ("NN"), and triple net ("NNN") leases. The distinctions between different types of leases or within the same type of leases, such as "Bondable NNN," "Absolute NNN," "True NNN," or other NNN leases, are not always clear. Labels given to different leases may mean different things to different people and are not defined legal terms. Buyers cannot rely on the labels or marketing descriptions given to any lease when making their purchasing decisions. Buyers must closely review all lease terms and are advised to seek legal counsel to determine the landlord and tenant's respective rights and duties under the lease to ensure the lease, regardless of how labeled or described, meets the buyers' particular needs.

11-2-2015

Information About Brokerage Services

Texas law requires all real estate license holders to give the following information about brokerage services to prospective buyers, tenants, sellers and landlords.

TREC
TEXAS REAL ESTATE COMMISSION

EQUAL HOUSING OPPORTUNITY

TYPES OF REAL ESTATE LICENSE HOLDERS:
- **A BROKER** is responsible for all brokerage activities, including acts performed by sales agents sponsored by the broker.
- **A SALES AGENT** must be sponsored by a broker and works with clients on behalf of the broker.

A BROKER'S MINIMUM DUTIES REQUIRED BY LAW (A client is the person or party that the broker represents):
- Put the interests of the client above all others, including the broker's own interests;
- Inform the client of any material information about the property or transaction received by the broker;
- Answer the client's questions and present any offer to or counter-offer from the client; and
- Treat all parties to a real estate transaction honestly and fairly.

A LICENSE HOLDER CAN REPRESENT A PARTY IN A REAL ESTATE TRANSACTION:

AS AGENT FOR OWNER (SELLER/LANDLORD): The broker becomes the property owner's agent through an agreement with the owner, usually in a written listing to sell or property management agreement. An owner's agent must perform the broker's minimum duties above and must inform the owner of any material information about the property or transaction known by the agent, including information disclosed to the agent or subagent by the buyer or buyer's agent.

AS AGENT FOR BUYER/TENANT: The broker becomes the buyer/tenant's agent by agreeing to represent the buyer, usually through a written representation agreement. A buyer's agent must perform the broker's minimum duties above and must inform the buyer of any material information about the property or transaction known by the agent, including information disclosed to the agent by the seller or seller's agent.

AS AGENT FOR BOTH - INTERMEDIARY: To act as an intermediary between the parties the broker must first obtain the written agreement of *each party* to the transaction. The written agreement must state who will pay the broker and, in conspicuous bold or underlined print, set forth the broker's obligations as an intermediary. A broker who acts as an intermediary:
- Must treat all parties to the transaction impartially and fairly;
- May, with the parties' written consent, appoint a different license holder associated with the broker to each party (owner and buyer) to communicate with, provide opinions and advice to, and carry out the instructions of each party to the transaction.
- Must not, unless specifically authorized in writing to do so by the party, disclose:
  - that the owner will accept a price less than the written asking price;
  - that the buyer/tenant will pay a price greater than the price submitted in a written offer; and
  - any confidential information or any other information that a party specifically instructs the broker in writing not to disclose, unless required to do so by law.

AS SUBAGENT: A license holder acts as a subagent when aiding a buyer in a transaction without an agreement to represent the buyer. A subagent can assist the buyer but does not represent the buyer and must place the interests of the owner first.

TO AVOID DISPUTES, ALL AGREEMENTS BETWEEN YOU AND A BROKER SHOULD BE IN WRITING AND CLEARLY ESTABLISH:
- The broker's duties and responsibilities to you, and your obligations under the representation agreement.
- Who will pay the broker for services provided to you, when payment will be made and how the payment will be calculated.

LICENSE HOLDER CONTACT INFORMATION: This notice is being provided for information purposes. It does not create an obligation for you to use the broker's services. Please acknowledge receipt of this notice below and retain a copy for your records.

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Licensed Supervisor of Sales Agent/ Associate	License No.	Email	Phone
Sales Agent/Associate's Name	License No.	Email	Phone

Buyer/Tenant/Seller/Landlord Initials   Date