Aquaterra Orlando Partnership, Inc. Deep Blue Development of Florida, Inc.

Presents:



The Aquaterra Hotel with Underwater Suites
The Aquaterra Ocean Dome
The Aquaterra Underwater Beatles Theatre
The "Yellow Submarine" Beatles Live Show

January 2022





Executive Summary

Synopsis

Orlando, Florida, home of Universal Studios Orlando theme park and the Walt Disney World theme park boasts a record amount of visitors to the area of over 72 Million. It is here that Aquaterra will be located on 35 acres of land located less than two miles from the entrance of Walt Disney World and close to Universal Studios.

Aquaterra is poised to make history and take its place as one of the most visited resort property in Orlando". Although, Orlando is replete with 2 major resort attractions, each offering a unique theme, none offer a totally unique experience. Aquaterra will forever change the Orlando resort landscape by being the first to provide more than a change in scenery for its guests. Those who seek a truly unique experience will come to Aquaterra to; spend a day at the beach in the immense ocean dome, , spend the night in an underwater hotel suite, take a ride on a real submarine, see the Beatles Live Underwater Show "Yellow Submarine", attend an Concert with a Major Superstar.. The Aquaterra Resort will provide an experience like no other in Orlando and will be the greatest "must see" attraction in Orlando specifically targeting the newest Orlando Tourist Demographics.

Imagine a salt water beach where the sky is always blue, it's never too hot or cold, the water isn't filled with pollution, and the surf is always perfect - welcome to Aquaterra's Ocean Dome. Visitors to Orlando are increasingly interested in bringing their families and are seeking venues that offer family oriented experiences. Aquaterra's Ocean Dome will give families the opportunity to spend a day at the beach anytime of the year. The massive 250 x 550 Ft. indoor beach and water-park with retractable roof will provide families with a unique experience in keeping with Aquaterra's goal of providing the ultimate Orlando vacation. 50 Luxury Cabana Suites face the Beach for overnight visitors. White sand beaches, rolling waves, pools, water slides, concerts, beach games and restaurants make a day at the Ocean Dome and unforgettable experience at any time of the year. Overlooking the beach the Wave nightclub will be the hottest new nightclub spot in Orlando with its incredible night view of the beach below.

The 1600 room Aquaterra Underwater Resort will be comprised of two towers, each with 572 rooms and a artificial lagoon containing up to 270 underwater suites, a first Worldwide. Each underwater suite will be approximately 500 square feet in size and have a 20-foot wide completely transparent wall that will look out on the underwater expanse of its lagoon. On the edge of the main lagoon, the two matching towers, 25 stories high, will rise from the depths of the lagoon and point skyward.

Aquaterra will boast the only underwater restaurant in the US with transparent walled and roofed underwater dome, attached to the towers by acrylic underwater walkways. Guests will be able to see the underwater reefs and sea life" when they take a tour of the lagoon in Aquaterra's all-acrylic submarine. From the moment one approaches the massive glowing aqua spires, crossing over the bridges to the blue glass entrances through the huge atrium lobby of the hotel, a spectacular futuristic water kingdom will overwhelm the senses. Large pools, fountains, waterfalls, and water sculptures adorn the interior and exterior. Spanning the two towers will be the spacious "bridge" suite for the ultimate in luxury accommodation. In keeping with the Aquaterra theme, moving walkways and elevators all made of clear acrylic will be used to transport guests throughout the towers and underwater facilities.

The resort will also host restaurants, nightclubs, and extraordinary shops. The restaurants will cater to any taste and budget, from casual dining to the finest five-star gourmet cuisine while the shops will take care of the guest's material requirements from personal items and sundries to the finest designer clothing and gifts.

The desirable location and extensive amenities of Aquaterra have also set the stage for the development of "The Towers at Aquaterra". Two Hotel/Condo towers offering 600 luxury units will surround pools and plush gardens. The Towers will serve as additional room rentals during times of Full Occupancy of the Hotel or Convention /Arena bookings. Renowned architect Charles Sieger has designed the Towers to be in concert with Aquaterra's unique water features. Tower visitors will have direct access to the Convention Center. and will also enjoy all that the Aquaterra Resort has to offer with easy access to the, the airport, shopping and health care facilities. With the unique location amenities, The Aquaterra Hotel, Convention Center and Ocean Dome, the condo/hotel units are "sure to rent" and sooner than later "sure to sell" to the astute real estate speculator and buyer.

Aquaterra is currently developing a working relationship with Universal Orlando ResortGroup. We have received a "conditional agreement" with the President of Universal Parks and Resorts in which Aquaterra has been invited to join the Universal Orlando Resort Group. The benefits of this relationship would be unlimited as there is now a plan to build Aquaterra next to the Main Entrance of the newest Universal Theme Park "Epic Universe". It is anticipated that there will be an increase of Gross Earnings to the Aquaterra Hotel Development of 30-40% based on this association.



March 17, 2021

Ms. Judy Lewis Aquaterra Orlando Partnership, Inc

Re: Aquaterra/Universal Orlando Resorts

Dear Ms. Lewis,

Thank you for your email further explaining the current status of and personnel involved with the Aquaterra project. We regret any confusion that may have been caused and we want to be clear that we believe that this project, if built as envisioned, will bring significant new opportunities for guest entertainment and immersion to central Florida. We hope that none of our emails have been interpreted as being critical or doubtful of the Aquaterra project, which we hope will be successful, as we believe it could help expand the entire Orlando tourism market.

We will keep the door open as you have requested and, when the Aquaterra project has been completed, we will be happy to consider it for inclusion in our Universal Partner Hotel program. Universal Partner Hotels are able to offer their guests significant Universal Orlando Resort benefits, including discounts on certain merchandise at select theme park locations, discounts on food and non-alcoholic beverages at select Universal CityWalk and theme park locations, and, in certain cases, scheduled transportation to the Universal Orlando theme parks. Some of the Universal Partner Hotels also have a concierge or guest service desk at which Universal Orlando theme park passes can be purchased. In addition, through Universal Orlando Vacations, guests can book packages that include guest rooms at Universal Partner Hotels and Universal Orlando theme park tickets, as well as, if desired by the guest, airfare and/or a rental car. For more information, please see http://www.universalorlandovacations.com/hotel-deals/partner-resort-hotels.

We would like to again thank you and Mr. Ingria for your interest in the Universal Orlando Resort and we look forward to following the progress of the Aquaterra project as its construction commences. As you have suggested, we will further discuss an association between Aquaterra and the Universal Orlando Resort, through the Universal Partner Hotel program, once construction of Aquaterra is complete and its management team is in place.

Kind regards,

Michael Silver
President, Global Business Development
Universal Parks & Resorts
100 Universal City Plaza, 1280/8
Universal City, CA 91608 USA
+1-818-777-5633 (office)



Proposed Hyatt Land Purchase

Description

Parcel 282401820000010 Name FUTURE HYATT HOTEL SITE

Acreage 45.004 Exemption

Owner Name H E ORLANDO LLC 93.21% INT

MILLER SCOTT 6.79% INT

DOR Code 1039

Situs Address 9000 UNIVERSAL BLVD

Owner Zip Code 60606

Owner Address 200 W MADISON ST STE 3900

Link to Parcel





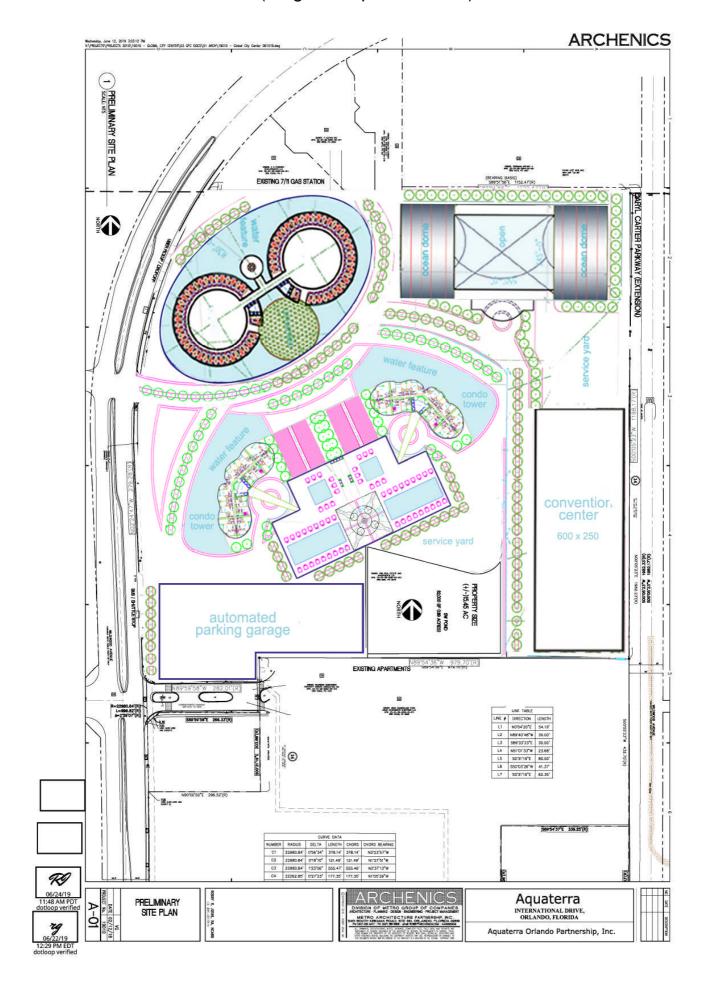


Overview

Aquaterra Orlando Partnership is currently in negotiations to acquire 45 acres of Prime Real Estatein Orlando, Fl. for the purposes of building the Aquaterra/Uinversal Orlando Resort Group development. This location is ideally located literally "down the street" from the Main Entrance of the Epic Universe Theme Park currently under construction.

We have offered Hyatt Hotels a Management position for the Aquattera Hotel in exchange for a favorable price for the land. We are also prepared to offer equity to Hyatt in exchange tor the land. If there is a price offered for a straight sale, Aquaterra Orlando Partnership will be seeking equity partners in order to buy the land. The land can be held as collateral to the buyer(s) with a suitable arrangement of resale, lease and Equity in the Aquaterra/Universal Hotel or a any combination of these.

The Site Plan (rough draft prior location)



Management Team Overview and Contact Information

Charles Sieger, Senior Partner of Sieger/Suarez Architectural Partnership, is a Master Architect, who has created and built the most magnificent luxury condominium towers and office buildings in South Florida. His Clients include Donald Trump, The Dezers, and Jorge Lopez of The Related Group, to name a few. Charles is the co-mentor and co-creator of the Aquaterra Project and was instrumental in its inception. Firm has over 20 Billion Dollars in Completed Projects. Currently, Charles is building a 1080 ft. Waldorf-Astoria Tower in Downtown Miami www.siegersuarez.com

The Sieger Suarez Architectural Partnership
14121 Southwest 119th Avenue Miami, Florida 33186
305.274.2702 (P)

Anna@SiegerSuarez.com

Michael Miller Senior Consultant for Aquaterra. Mr. Miller was formerly with Marnell-Carerro and Bovis Lend Lease, and was the Construction manager for many of the flagship hotel resorts in Las Vegas including, the Wynn Hotel, Bellagio, Mirage, NY,NY, The Turnberry Residences at MGM and the Allure Condominium. Michael has been with Aquaterra since the beginning and has created the financials on the construction. (see portfolio in Aquaterra Summary)

Michael Miller

Las Vegas, NV 89113

702-274-6007

miller1393@gmail.com

Ron Thompson Esq. is our legal consul and Senior Partner of Cotton Driggs Thompson et al, Mr. Thompson was directly involved with the financial partnership between MGM and Dubai World and the development of the City Center Resort, Las Vegas' largest at 9 Billion Dollars. I consider Ron to be the consummate legal expert in The Las Vegas arena. Ron has been the legal representative and advisor for the company since its inception. www.nevadafirm.com

Cotton, Driggs, Walch,
Holly, Woloson & Thompson
400 South Fourth Street, Third Floor
Las Vegas, Nevada 89101
(702) 791-0308
RThompson@NevadaFirm.com

Robert M. Ingria is the Creator of the Aquaterra Concept and Founder of Deep Blue Development of Nevada in association with Charles Sieger.

<u>www.robertingria.com</u> www.aquaterraresort.com

305 439-5799 (Cell)

Ingria@aol.com

Management Team Overview and Contact Information (cont.)

David A. Sinacola Mr. Sinacola has been a leader and visionary for many international public and private companies, specializing in providing both financial resources and operational expertise necessary to restructure undervalued and underperforming companies into international industry leaders. Mr. Sinacola and his teams have been involved in the successful management and development of domestic and international manufacturing, distribution, retail, wholesale, and production industries, as well as public & private construction, commercial, industrial & private development projects, theme parks, casinos, golf courses, themed environments, zoos & aquariums, sports & destination resorts. Mr. Sinacola and his related businesses have ultimately improved quality of life on an international scale, as an outcome of business success.

Significant Business Interests:

Sinacola Group International, Ltd. – Contractors, Managers, Consultants, & Developers – Chairman & CEO

Seaside Investment Fund, LP – Private Equity Venture Fund – General Partner & Director of Real Estate Development

Rock & Waterscape International, Inc. – Themed Environments Worldwide: Masters in the Art of Creating Natural Wonders – Chairman & CEO www.rockandwaterscapeinternational.com

511 Olde Towne Road P.O. Box 80734 Rochester, MI 48308 248-318-3855 (Cell) dsinacola8@gmail.com

Collectively, this team has over 60 years of expert experience in this industry and represent the best in their respective fields with over 50 Billion in completed projects.

Associate Partners (Beatles Yellow Submarine Show - Orlando)

Jack Douglas Mr. Douglas is one of the most respected record producers in the industry. Jack has worked with John Lennon, Aerosmith, The Who, Cheap Trick and Patti Smith.

He won a Grammy award for "record of the year" for John Lennon's Double Fantasy. Currently, he is producing a new album for Aerosmith and is soon to begin recording a new album for Ringo Starr. Jack is the Producer of the Yellow Submarine Soundtrack LP for the Yellow Submarine Live Show.

Giles Martin Mr. Martin, son of the infamous Beatles Record Producer George was the Producer and Engineer of the Beatles "Love" album for the hit Las Vegas production "Love". Giles was also the Producer of the latest Paul McCartney album "New". Giles along with Jack Douglas will be creating the Yellow Submarine Soundtrack LP for the Yellow Submarine Live Show.

McGhee Entertainment Doc McGhee is an <u>American music manager</u>, best known for working with <u>Kiss</u>, <u>Bon Jovi</u> and <u>Mötley Crüe</u>. Doc is an Executive Producer for the Yellow Submarine Live Show.

Apple Corps Ltd (informally known as Apple) is a multi-armed multimedia <u>corporation</u> founded in <u>London</u> in January 1968 by the members of <u>the Beatles</u> to replace their earlier company (Beatles Ltd) and to form a <u>conglomerate</u>.

Paul McCartney

Ringo Starr



Phase One
The Aquaterra Hotel and Underwater Suites



The Underwater Suites





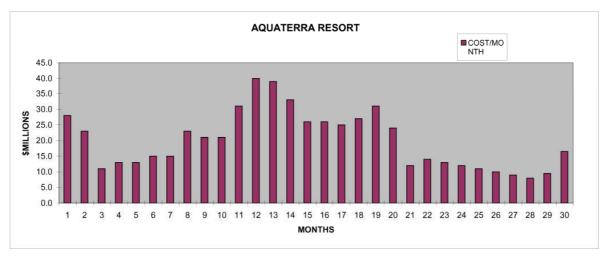
		AQUATERRA		
	Hotel Revenu	e and Expense Proje	ections	
			0.500	
Standard Rooms			2,500	
Underwater Suites			270	
ROOMS DEPT.				
Estimated Occupand	су %	80%		
Complimentary Roor	n %	3.0%		
# of Standard Rooms	B 0.	2,500		
# of Underwater Suit	10.1.	270		
Avg. Standard Room	Rate	\$175		
Avg. Undersea Suite		\$500		
Standard Room Reve			123,917,500	
Underwater Suite Re			38,237,400	
TOTAL ROOM REV		-	162,154,900	
e 57 ogto				
Room Dept. Expen	se	% Dept Revs.		
Bad Debt		0.10%	162,155	
Comps		1.10%	1,783,704	
Payroll Taxes		1.50%	2,432,324	
Payroll Officers			350,000	
Employee Benefits		5.10%	8,269,900	
Payroll Employees		15.60%	25,296,164	
Other expense		9.90%	16,053,335	
TOTAL ROOMS DE	PT. EXPENSE		54,347,582	
NET ROOM INCOM	IE .			107,807,318
F 15				
Food Dept.			60,000,000	
Food Sales			62,380,088	
Food Comps	PARTICIPATE OF THE PARTICIPATE O	<u> </u>	13,600,531	
TOTAL FOOD REVE	ENUES		75,980,619	
Cost of sales		30.69%	23,318,452	
GROSS MARGIN			52,662,167	
			CONTRACTOR (500)	
Food Dept. Expens	e	% Dept Revs.	2662-2762	
Bad Debt		0.02%	15,196	
Comp Expense		0.50%	379,903	
Payroll Taxes		4.30%	3,267,167	
Employee Benefits		12.50%	9,497,577	
Payroll Oficers			750,000	
Payroll Employees		38.90%	29,556,461	
Other Dept. Expense	9.1	7.10%	5,394,624	
TOTAL FOOD DEPT			48,860,928	
NET FOOD INCOM			:0.0.4.0.0.0.4.0.10.7k.:	3,801,239

298,079
) 198 N79
537,326

SUMMARY:			
REVENUES			
	SACTOR AND		
Rooms	162,154,900		
Food	75,980,619		
Beverage	28,348,467		
Other	77,480,452		
TOTAL REVENUES		343,964,438	
Cost of Sales		38,684,589	
GROSS MARGIN		305,279,849	
DEPARTMENTAL EXPENSE		144,835,886	
NET DEPARTMENTAL INCOME			160,443,962
GENERAL AND ADMINISTRATIVI	EXPENSE		
Advertising and Promotion	% Total Revs		
Bad Debt Expense (Est.)	1.60%	5,503,431	
Other Comp Expense	0.08%	264,853	
Energy Expense	0.60%	2,063,787	
Equipment Rental/Lease	1.60%	5,503,431	
Entertainment	0.20%	687,929	
Payroll Taxes	1.60%	5,503,431	
Employee Benefits	0.40%	1,375,858	
Payroll Officers	1.40%	4,815,502	
Payroll Employees	0.10%	343,964	
Taxes Real Estate	4.80%	16,510,293	
Other Tax & License	1.20%	4,127,573	
Other Utilities	1.00%	3,439,644	
Other G & A Expense	3.00%	10,318,933	
TOTAL G & A EXPENSE	4.80%	16,510,293	
	(1,0401,0894		76,968,922
NET BEFORE INTEREST, TAXES	, DEPRECIATION,		
& AMORTIZATION (EBITDA)			

AQUATERRA RESORT

	CONSTRUCTION COST	SHOP ENTERTAINMENT	LAGOON W/	COMMON AREA	SUB & SUPPORT	COST/ MONTH	ACCUM COSTS
<u>MONTH</u>	HOTEL	AREAS	SUITES	W/L&L	STRUCT	\$ MILLIONS	00010
1	13.0	1.0	12.0		2.0	28.0	28.0
2	11.0	2.0	6.0	2.0	2.0	23.0	51.0
3	5.0		6.0			11.0	62.0
4	7.0		6.0			13.0	75.0
5	7.0		6.0			13.0	88.0
6	9.0		6.0			15.0	103.0
7	9.0		6.0			15.0	118.0
8	9.0	4.0	6.0	4.0		23.0	141.0
9	11.0		6.0	4.0		21.0	162.0
10	11.0		6.0	4.0		21.0	183.0
11	12.0	8.0	9.0	2.0		31.0	214.0
12	12.0	8.0	18.0	2.0		40.0	254.0
13	12.0	6.0	17.0	4.0		39.0	293.0
14	13.0		16.0	4.0		33.0	326.0
15	12.0		10.0	4.0		26.0	352.0
16	13.0		9.0	4.0		26.0	378.0
17	13.0		8.0	4.0		25.0	403.0
18	13.0	6.0	7.0	1.0		27.0	430.0
19	16.0	7.0	7.0	1.0		31.0	461.0
20	12.0	7.0	4.0	1.0		24.0	485.0
21	8.0		4.0			12.0	497.0
22	10.0		4.0			14.0	511.0
23	9.0		4.0			13.0	524.0
24	9.0		3.0			12.0	536.0
25	8.0		3.0			11.0	547.0
26	8.0		2.0			10.0	557.0
27	6.0		3.0			9.0	566.0
28	5.0		3.0			8.0	574.0
29	5.0	2.0	2.5			9.5	583.5
30	9.0	5.0	2.5			16.5	600.0
TOTALS	297.0	56.0	202.0	41.0	4.0	600.0	



Phase One

Financial Summarization

Budget for Phase One	600 Million
Land Cost	25 Million
Time to Build	36 Months
Phase One Costs all Venues (Aquaterra Hotel, Underwater Suites)	600 Million
Revenue Earnings Start	36 Months
Gross Earnings Phase One (Annual)	160 Million*
Net Earnings Phase One Combined (Annual)	83.4 Million*

*Figures do not include expected association with Universal Resort Group projected additional earnings.

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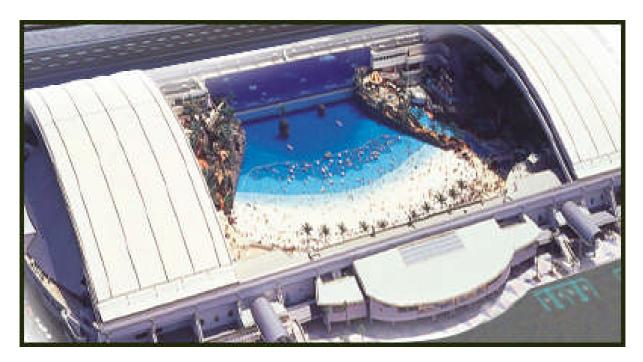
Phase Two

Aquaterra Ocean Dome and Beatles Show

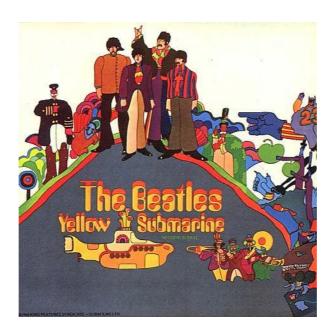
The Aquaterra Management has determined the most economically feasible and viable approach to fund the development with the least amount of risk and fastest return on investment. The plan calls for the building of the Aquaterra Ocean Dome and Beatles Underwater Theater.

The Phase Two venues will generate revenues in approximately 30 months from groundbreaking. The estimated **net revenues** from these venues should exceed 150 Million annually. Phase one has a nominal cost of 250 Million dollars. The construction period is estimated to be 24-30 months.

Under the current plan, a premier location has been located and preliminary negotiations have begun for acquisition of the land in a Joint Venture Partnership.. Revenues generated by the Phase Two, if reinvested, are sufficient to begin construction of the Aquaterra Convention Center



Aguaterra Ocean Dome and Beatles Theatre



Live Theatrical Show



OCEAN DOME

Orlando, Florida

The Ocean Dome, unique to Orlando is a climate controlled beach attraction operating 365 days a year, 24 hours a day. It features a wave machine, waterslides, pools, jacuzzis, shopping, bars, concert stages, beach accessory rentals and non-stop recreation for all ages. The Ocean Dome will be a welcome attraction for the Aquaterra Hotel adding to the many amenities offered by the resort.















Graphic: Robert Michael Ingria

General Information

The Ocean Dome at Aquaterra

- The state of the art Ocean Dome at Aquaterra is a year-round, 24 hour per day attraction.
- The Ocean Dome at Aquaterra encompasses 125,000 sq. ft. of beach venues and 75,000 sq. ft. of lease space.
- Fully equipped with two (2) amphitheaters, 5 restaurants, 4 specialty shops, water slides, wading pools, playgrounds, rain forests, Tiki Bars, and 2 Nightclubs..
- Multi-million dollar Wave Generator, Weather Controllers, Night Lighting and Closable Roof.
- Facilities accommodate a variety of public events including concerts, sporting events, family events, water shows and much more.
- The Ocean Dome at Aquaterra is also perfectly suited for various private events including sales and marketing seminars, receptions, charity events, graduations, weddings and annual meetings.
- Combination of space, amenities, and concert capabilities make the Ocean Dome at Aquaterra the perfect venue for any
 event.
- 10 concession stands; 5 permanent, 5 portable.
- Full self and valet parking
- Luxurious array of Private Cabanas for rent. Additional Services include, massages, scuba instructions, water sport rentals, beach games and health related activities.
- Special Events Department dedicated to creating, packaging and producing creative entertainment and special event
 packages for sporting events, concerts, family shows. Catering menus are custom designed to fit most themes and
 budgets.
- Enhanced environment displays with massive back wall projection of Sunrise, Sunset and Night/Day horizon imaging.
- The Ocean Dome at Aquaterra can provide a myriad of seating configurations to best facilitate your event, maximizing seat count and revenues, from Beach Seating to Amphitheatre Special Seating.
- The Ocean Dome at Aquaterra provides a full service marketing department with advertising expertise and relationships
 with local and national media outlets. In addition, clients receive internal marketing support, internet listing and direct
 email campaigns to the Ocean Dome database.
- The Ocean Dome can develop promotions combining the strength of an outside or internal sponsor with a media partner to promote your event creatively and economically.
- The Ocean Dome is a unique setting for both still photography and video shoots, both inside and outside the facility. This state-of-the art venue offers a variety of backdrops and panoramic views of the Ocean and Underwater scenes suitable for Movie Production.
- Ocean Dome Guest Services is the exclusive in-house provider for all Beverages and Liquor served at the Beach and Tiki Bars. Aquaterra Ocean Dome staff and professional planners will oversee every detail from start to finish, including menu planning, craft meal service for cocktail receptions, parties as well as any other catered event booked.
- Fully handicapped compliance and accessibility, first aid stations (EMS), baby changing stations and other amenities for the well being and safety of Ocean Dome guests.

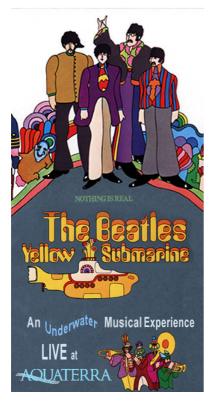
Ocean Dome Gross Revenue Projections

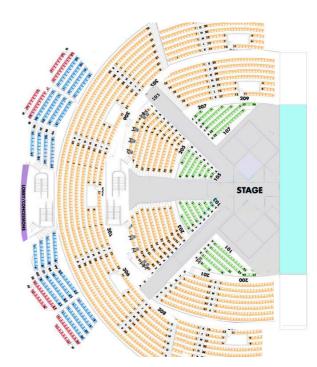
	Vol.x \$ x Days	Vol. x \$	Total	Yr.3(6mos)	Year 4	Year 5+10%	Year 6+10%
General	1050 00 005	75.000	07.075.000	10 007 500	07.075.000	00 440 500	00 400 750
Admissions	1250x60x365	75,000	27,375,000	13,687,500	27,375,000	30,112,500	33,123,750
Parking	312x15x365	4,680	1,708,200	854,100	1,708,200	1,879,020	2,066,922
Valet	60x25x365	1,500	547,500	273,750	547,500	602,250	662,475
Rentals							
Cabanas	75x75x365	5,625	2,053,125	1,026,563	2,053,125	2,258,438	2,484,281
Towels	1250x10x365	1,250	456,250	228,125	456,250	501,875	552,063
Lounge Chairs	625x15x365	18,750	6,843,750	3,421,875	6,843,750	7,528,125	8,280,938
Umbrellas	1250x15x365	18,750	6,843,750	3,421,875	6,843,750	7,528,125	8,280,938
Flotation Devices	500x10x365	5,000	1,825,000	912,500	1,825,000	2,007,500	2,208,250
Masks, Snorkels	250x20x365	5,000	1,825,000	912,500	1,825,000	2,007,500	2,208,250
Scuba Equip.	50x60x365	3,000	1,095,000	547,500	1,095,000	1,204,500	1,324,950
Surfboards	50x20x365	1,000	365,000	182,500	365,000	401,500	441,650
Boogie Boards	50x20x365	1,000	365,000	182,500	365,000	401,500	441,650
Beach Games	300x20x365	6,000	2,190,000	1,095,000	2,190,000	2,409,000	2,649,900
Concerts							
Admissions	1000x150x104	150,000	15,600,000	7,800,000	15,600,000	17,160,000	18,876,000
Merchandise	1000x35x104	35,000	3,640,000	1,820,000	3,640,000	4,004,000	4,404,400
Sponsorships	2x5000x104	20,000	2,080,000	1,040,000	2,080,000	2,288,000	2,516,800
Shows							
Admissions	1250x25x260	31,250	8,125,000	4,062,500	8,125,000	8,937,500	9,831,250
Merchandise	1250x20x260	25,000	6,500,000	3,250,000	6,500,000	7,150,000	7,865,000
Sponsorships	2x10000x260	20,000	5,200,000	2,600,000	5,200,000	5,720,000	6,292,000
Leasing							
60,000 sq.ft.@40			2,400,000	14,400,000	28,800,000	31,680,000	34,848,000
Services							
Massage	150x75x365	11,250	4,106,250	2,053,125	4,106,250	4,516,875	4,968,563
Surfing Lessons	10x100x365	1,000	365,000	182,500	365,000	401,500	441,650
Diving Instruction	10x300x52	3,000	156,000	78,000	156,000	171,600	188,760
Body Painting	25x20x365	400	146,000	73,000	146,000	160,600	176,660
Sunscreeners	500x10x180	5,000	900,000	450,000	900,000	990,000	1,089,000
Manicure, Pedi.	5x40x365	200	73,000	36,500	73,000	80,300	88,330
Beach Yoga	50x40x365	2,000	730,000	365,000	730,000	803,000	883,300
Beach Aerobics	50x40x365	2,000	730,000	365,000	730,000	803,000	883,300
Tai Chi Lessons	35x35x365	1,225	447,125	223,563	447,125	491,838	541,021
Muscle Beach	25x20x365	500	182,500	91,250	182,500	200,750	220,825
Readings	15x20x365	300	109,500	54,750	109,500	120,450	132,495
Sales			100,000	- 1,1 - 0	,	0	0
Beverage	1250x5x365	6,250	2,281,250	1,140,625	2,281,250	2,509,375	2,760,313
Liquor	575x15x365	8,625	3,148,125	1,574,063	3,148,125	3,462,938	3,809,231
Merchandise	625x20x365	12,500	4,562,500	2,281,250	4,562,500	5,018,750	5,520,625
Souvenirs	675x20x365	12,500	4,562,500	2,281,250	4,562,500	5,018,750	5,520,625
Souverins	073/20/300	12,500	4,302,300	2,201,200	4,302,300	3,010,730	3,320,023
TOTAL	S		119,537,325	72,968,663	145,937,325	160,531,058	176,584,163
Costs 45%	%		53,791,796	32,835,898	65,671,796	72,238,976	79,462,873
NET PROFI	т		65,745,529	40,132,764	80,265,529	88,292,082	97,121,290

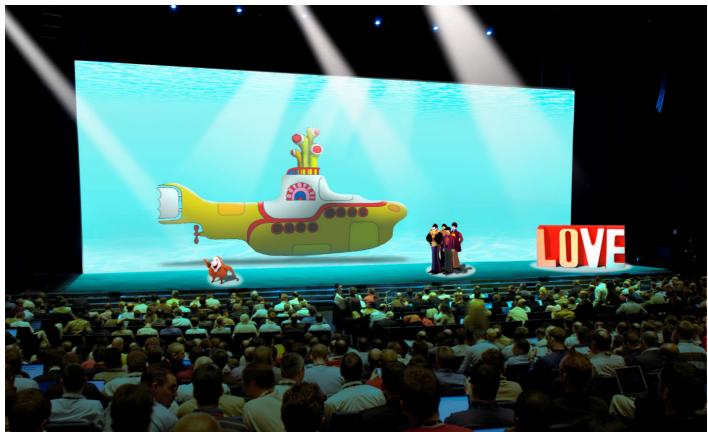


Yellow Submarine Underwater Theatre Show

"We all live in a Yellow Submarine..."







The Show

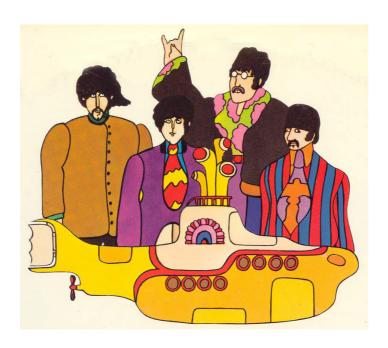
The Beatles are spirited away in the eponymous yellow submarine to save Pepperland from the dreaded Blue Meanies. Along the way, the singing saviors encounter a surreal feast for both the eyes and ears: phantasmagorical creatures, outrageous landscapes, and colors that throb and vibrate to each and every Beatle song on the soundtrack. It's a drug-free, hallucinogenic journey for the armchair tripper, the peak of which is undoubtedly (and not surprisingly) the "Lucy in the Sky with Diamonds" sequence. An incredible theatrical experience at all levels, "Yellow Submarine" manages to capture exquisitely and in visual form the beauty and madness of the incomparable Beatles.

When the music hating Blue Meanies take over Pepperland and freeze everyone within it, including the protectors, Sgt Peppers Lonely Hearts Club Band. Captain Fred and his Yellow Submarine recruit The Beatles to help save Pepperland. Along the way, they fall through the Sea of Time, Sea of Nothing, Sea of Holes and more. They meet Jeremy Hillary Boob Ph.D. and take him with them along the adventure. When at Pepperland, the Beatles "rally the land to rebellion" and take down the Blue Meanies, the four-headed Meanie dog and the Dreadful Flying Glove (with the songs "Sgt. Peppers Lonely Hearts Club Band", "With A Little Help From My Friends", "Hey Bulldog", "All You Need is Love"). In the end, we see all four live-action Beatles singing "All Together Now".

The "Live Action" Yellow Submarine Show will take place in the specially conceived and built Beatles Underwater Theater located beneath the Aquaterra Ocean Dome next to the Aquaterra Underwater Hotel in Orlando Florida. As you enter the theater portal, you descend into the underwater world of Pepperland. The show will incorporate the latest technical audio and visual systems, 3-D holographic displays and graphics, colorful costumes and pageantry to create a truly unique virtual realty environment. The show is designed to transport the audience into the world of the Yellow Submarine and to recreate all of the visual splendor of the original film production in a theatrical atmosphere.

The audience will delight in the sound score specially designed and produced and recorded by Giles Martin, son of George Martin, legendary Beatles Producer, and Jack Douglas, Producer of John Lennon's Double Fantasy and the latest album by Ringo Starr.

Utilizing digitized Beatle Masters, the sound score will feature all of the songs from the original animated film along with a host of newly arranged materials, utilizing the entire catalogue of Beatle songs, creating a unique Beatle music and show experience. The new Yellow Submarine Live Show Soundtrack album will be welcome addition to the Beatles record collections around the world.



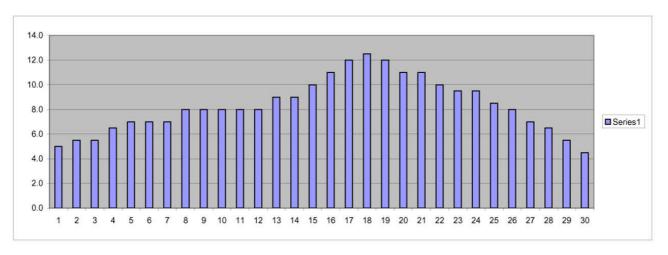
Yellow Submarine Beatles Show Revenue Projections

	Vol.x \$ x Days x 2 Shows	Vol. x \$	Total (Year)	Yr.3(6mos)	Year 4	Year 5+10%	Year 6+10%
General							
Parking	250x5.00x260x2	1,250	325,000	162,500	325,000	357,500	393,250
Valet	250x10.00x260x2	2,500	912,500	456,250	912,500	1,003,750	1,104,125
Admissions	90% Occupancy						
Rear	38x86.11x260x2	6,544	1,531,380	765,690	1,531,380	1,684,518	1,852,970
General	230x113.36x260x2	52,146	12,202,070	6,101,035	12,202,070	13,422,277	14,764,505
VIP	56x196.20x260x2	21,974	5,142,010	2,571,005	5,142,010	5,656,211	6,221,832
Premium	324x141.70x260x2	91,822	21,486,254	10,743,127	21,486,254	23,634,880	25,998,368
Special Premium	316x168.95x260x2	106,776	24,985,678	12,492,839	24,985,678	27,484,245	30,232,670
Super VIP	36x245.00x260x2	7,350	1,719,900	859,950	1,719,900	1,891,890	2,081,079
Sales							
Beverage	500x20x260	10,000	3,650,000	1,825,000	3,650,000	4,015,000	4,416,500
Liquor	500x30x260	15,000	5,475,000	2,737,500	5,475,000	6,022,500	6,624,750
Merchandise	500x20x260	20,000	7,300,000	3,650,000	7,300,000	8,030,000	8,833,000
Souvenirs	500x20x260	20,000	7,300,000	3,650,000	7,300,000	8,030,000	8,833,000
Food	500x15x260	15,000	5,475,000	2,737,500	5,475,000	6,022,500	6,624,750
Other	500x30x260	15,000	5,475,000	2,737,500	5,475,000	6,022,500	6,624,750
TOTALS		1,013,560	102,979,792	51,489,896	102,979,792	113,277,771	124,605,549
Costs 50%			51,489,896	25,744,948	51,489,896	56,638,886	62,302,774
NET PROFIT			51,489,896	25,744,948	51,489,896	56,638,886	62,302,774



OCEAN DOME COST SUMMARY

MONTH	PRECON MANAGEMENT	OCEAN DOME	COST MONTHLY	ACCUM COSTS \$ MILLIONS
1	1.5	3.5	5.0	5.0
2	1.5	4.0	5.5	10.5
3	1.5	4.0	5.5	16.0
4	1.0	5.5	6.5	22.5
5	1.0	6.0	7.0	29.5
6	1.0	6.0	7.0	36.5
7	1.0	6.0	7.0	43.5
8	1.0	7.0	8.0	51.5
9	1.0	7.0	8.0	59.5
10	1.0	7.0	8.0	67.5
11	1.0	7.0	8.0	75.5
12	1.0	7.0	8.0	83.5
13	1.0	8.0	9.0	92.5
14	1.0	8.0	9.0	101.5
15	1.0	9.0	10.0	111.5
16	1.0	10.0	11.0	122.5
17	1.0	11.0	12.0	134.5
18	1.0	11.5	12.5	147.0
19	1.0	11.0	12.0	159.0
20	1.0	10.0	11.0	170.0
21	1.0	10.0	11.0	181.0
22	1.0	9.0	10.0	191.0
23	0.5	9.0	9.5	200.5
24	0.5	9.0	9.5	210.0
25	0.5	8.0	8.5	218.5
26	0.5	7.5	8.0	226.5
27	0.5	6.5	7.0	233.5
28	0.5	6.0	6.5	240.0
29	0.5	5.0	5.5	245.5
30	0.5	4.0	4.5	250.0
TOTALS	27.5	222.5	250.0	



Phase Two

Financial Summarization

Budget for Phase Two 250 Million

Time to Build 24- 30 Months

Phase Two Costs All Venues
(Ocean Dome, Nightclub, Cabana Suites,
Shopping, Restaurants) * 250 Million

Revenue Earnings Start 30 Months

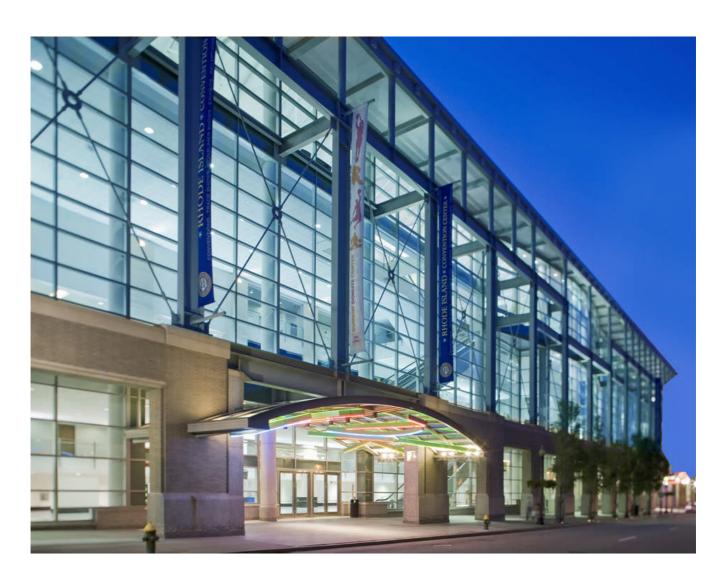
Gross Earnings Phase Two Combined (Annual) 249 Million

Net Earnings Phase Two Combined w/ Beatle Show (Annual) 131 Million



Phase Three

The Arena at Aquaterra



The Aquaterra Arena is located near the heart of downtown Orlando, Florida and is a multi-purpose facility. Capable of hosting trade shows, consumer shows, exhibits, receptions, banquets, meetings and, of course, conventions, event planners will enjoy a collaborative partnership with our knowledgeable and professional staff. The 150,000 sq. ft. facility is adjacent to the Aquaterra Ocean Dome and the Aquaterra Hotel. Orlando Convention Centers event venues in Florida are bringing over 200 events to Orlando each year, with 1.4 million attendees contributing over \$2.4 billion annually to the local economy. In addition to the revenues generated by the Convention Center, Aquaterra will have the added benefit of having the Convention Center generating room rentals for the Aquaterra Hotel.

Aquaterra Arena Revenue Projections

5 Years

Year plus 5% growth	1	2	3	4	5	Totals
Occupancy						
per year						
10%	1,916,250	2,012,063	2,112,666	2,218,299	2,329,214	10,588,491
20%	3,832,500	4,024,125	4,225,331	4,436,598	4,658,428	21,176,982
30%	5,748,750	6,036,188	6,337,997	6,654,897	6,987,642	31,765,473
40%	7,665,000	8,048,250	8,450,663	8,873,196	9,316,855	42,353,964
50%	9,581,250	10,060,313	10,563,328	11,091,495	11,646,069	52,942,454
60%	11,497,500	12,072,375	12,675,994	13,309,793	13,975,283	63,530,945
70%	13,413,750	14,084,438	14,788,659	15,528,092	16,304,497	74,119,436
80%	15,330,000	16,096,500	16,901,325	17,746,391	18,633,711	84,707,927
90%	17,246,250	18,108,563	19,013,991	19,964,690	20,962,925	95,296,418
100%	19,162,500	20,120,625	21,126,656	22,182,989	23,292,139	105,884,909

Facility Rental

.35 per ft. 150,000 Sq. Ft. available per day (fully booked) \$52,500

Additional Services

ConcessionsTBDAudio RentalTBDVisual ElectronicsTBDAdvertising and PrintingTBD

^{*} Note that revenues generated by Additional Services have not been calculated but will be added as soon as an applicable rate card has been determined by the various vendors. Parking fees are also not included.

Phase Three

Financial Summarization

Budget for Phase Three	100 Million
Time to Build	22 Months
Phase Three Costs all Venues including Parking Garage	100 Million
Revenue Earnings Start	22 Months
Gross Earnings Phase Three (Annual - 80% Occupancy)	15.3 Million
Net Earnings (@35% Costs) Phase Three Combined (Annual)	10 Million

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Phase Four

The Towers at Aquaterra



The Aquaterra Condo Owner/Rental Program

Aquaterra's Residences (2 Condo Towers) each having 300 apartments, will be built simultaneously during the 30 month construction period for the Resort Hotel. When both towers are built, in 22 months, there will be 600 business opportunities available to the public. Offered as a Rentor/Owner program, the Development will share in the rental pool with the individual owners as well as service the units for rent. The Owners will be able to rent the apartment with the benefit of Aquaterra's recreational and commercial venues that will be built in close proximity. As each of the high visitor count venues are completed, increased rental demand will follow.

The Condominiums at Aquaterra Projections at \$395/sq. ft.

VARIABLES	Tower #1	Tower #2	TOTAL
Tower Size Total (sq. ft.)	500,000	500,000	1,000,000
Sellable Space (sq. ft.)	400,000	400,000	800,000
Number of Units	300	300	600
Cost to Build (sq. ft.)	\$240	\$240	\$480
Building Cost	\$120,000,000	\$120,000,000	\$240,000,000
Sales Price (sq. ft.)	\$395	\$395	\$395
PROJECTIONS			
Gross Sales Revenue	\$158,000,000	\$158,000,000	\$316,000,000
COSTS			
Building Cost	\$120,000,000	\$120,000,000	\$240,000,000
Marketing Costs (10% sales)	\$15,800,000	\$15,800,000	\$31,600,000
Architectural, Engineering & Planning	\$2,000,000	\$2,000,000	\$4,000,000
Special Water Features	\$1,000,000	\$1,000,000	\$2,000,000
Total Costs	\$138,800,000	\$138,800,000	\$277,600,000
PROFIT	\$19,200,000	\$19,200,000	\$38,400,000

Phase Four

Financial Summarization

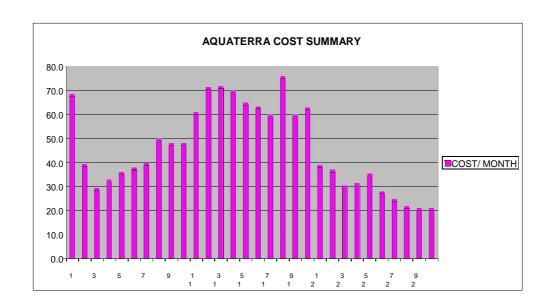
Budget for Phase Four (Condo Towers)	278 Million
Time to Build	22 Months
Gross Earnings Phase Four at Sell Out	316 Million
Net Earnings TwoTowers Combined	38.4 Millior
Net Earnings Annual Rentals	14.2 Million

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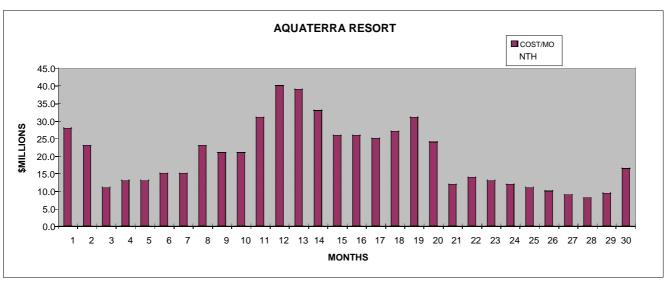
AQUATERRA COST SUMMARY

MONTH	LAND	PRECON/ MANAGEMENT	HOTEL	SHOPS ENTERTAINMENT	LAGOON W/	COMMON AREA	SUB &	OCEAN DOME E	BEATLES SHOW	ARENA CENTER	CONDOS	COST/ MONTH	ACCUM COSTS
				AREAS	SUITES		STRUCT						
1	25.0	1.5	13.0	1.0	12.0		2.0	3.0	2.0	1.0	7.0	67.5	67.5
2		1.5	11.0	2.0	6.0	2.0	2.0	6.0		1.0	7.0	38.5	106.0
3		1.5	5.0		6.0			6.0		2.0	8.0	28.5	134.5
4		1.0	7.0		6.0			6.0		3.0	9.0	32.0	166.5
5		1.0	7.0		6.0			6.0		4.0	11.0	35.0	201.5
6		1.0	9.0		6.0			5.0		4.0	12.0	37.0	238.5
7		1.0	9.0		6.0			5.0		4.0	14.0	39.0	277.5
8		1.0	9.0	4.0	6.0	4.0		5.0		5.0	15.0	49.0	326.5
9		1.0	11.0		6.0	4.0		5.0		5.0	15.0	47.0	373.5
10		1.0	11.0		6.0	4.0		5.0		5.0	15.0	47.0	420.5
11		1.0	12.0	8.0	9.0	2.0		6.0		6.0	16.0	60.0	480.5
12		1.0	12.0	8.0	18.0	2.0		6.5		6.0	17.0	70.5	551.0
13		1.0	12.0	6.0	17.0	4.0		8.0		6.0	17.0	71.0	622.0
14		1.0	13.0		16.0	4.0		10.0		7.0	18.0	69.0	691.0
15		1.0	12.0		10.0	4.0		11.0		7.0	19.0	64.0	755.0
16		1.0	13.0		9.0	4.0		11.5		7.0	17.0	62.5	817.5
17		1.0	13.0		8.0	4.0		10.0		7.0	16.0	59.0	876.5
18		1.0	13.0	6.0	7.0	1.0		9.0	18.0	7.0	13.0	75.0	951.5
19		1.0	16.0	7.0	7.0	1.0		8.0	3.0	5.0	11.0	59.0	1010.5
20		1.0	12.0	7.0	4.0	1.0		17.0	5.0	4.0	11.0	62.0	1072.5
21		1.0	8.0		4.0			10.0	5.0	3.0	7.0	38.0	1110.5
22		1.0	10.0		4.0			9.0	8.0	1.0	3.0	36.0	1146.5
23		0.5	9.0		4.0			8.0	8.0			29.5	1176.0
24		0.5	9.0		3.0			8.0	10.0			30.5	1206.5
25		0.5	8.0		3.0			13.0	10.0			34.5	1241.0
26		0.5	8.0		2.0			7.5	9.0			27.0	1268.0
27		0.5	6.0		3.0			6.5	8.0			24.0	1292.0
28		0.5	5.0		3.0			4.5	8.0			21.0	1313.0
29		0.5	5.0	2.0	2.5			4.0	6.0			20.0	1333.0
30		0.5	9.0	5.0	2.5			3.0				20.0	1353.0
Totals	25.0	27.5	297.0	56.0	202.0	41.0	4.0	222.5	100.0	100.0	278.0	1353.0	



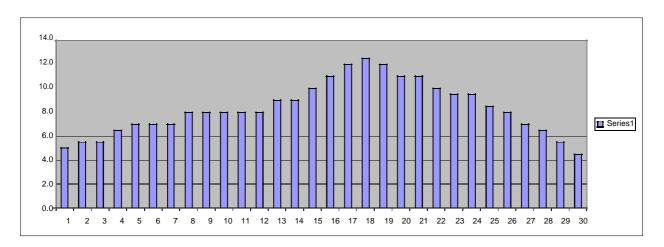
AQUATERRA RESORT

	CONSTRUCTION	<u>SHOP</u>	<u>LAGOON</u>	COMMON	SUB &	COST/	<u>ACCUM</u>
	COST	<u>ENTERTAINMENT</u>	<u>W/</u>	<u>AREA</u>	SUPPORT	<u>MONTH</u>	<u>COSTS</u>
MONTH	<u>HOTEL</u>	<u>AREAS</u>	SUITES	<u>W/L&L</u>	STRUCT	\$ MILLIONS	
4	42.0	4.0	40.0		2.0	20.0	20.0
1	13.0 11.0	1.0 2.0	12.0 6.0	2.0	2.0 2.0	28.0 23.0	28.0 51.0
2 3		2.0		2.0	2.0		
3 4	5.0 7.0		6.0 6.0			11.0	62.0 75.0
5			6.0			13.0	
6	7.0					13.0	88.0
7	9.0 9.0		6.0			15.0	103.0
		4.0	6.0	4.0		15.0	118.0
8 9	9.0 11.0	4.0	6.0 6.0	4.0 4.0		23.0 21.0	141.0 162.0
10	11.0		6.0	4.0		21.0	183.0
11	12.0	8.0	9.0	2.0		31.0	214.0
12	12.0	8.0	18.0	2.0		40.0	254.0
13	12.0	6.0	17.0	4.0		39.0	293.0
14	13.0	0.0	16.0	4.0		33.0	326.0
15	12.0		10.0	4.0		26.0	352.0
16	13.0		9.0	4.0		26.0	378.0
17	13.0		8.0	4.0		25.0	403.0
18	13.0	6.0	7.0	1.0		27.0	430.0
19	16.0	7.0	7.0	1.0		31.0	461.0
20	12.0	7.0	4.0	1.0		24.0	485.0
21	8.0	7.0	4.0	1.0		12.0	497.0
22	10.0		4.0			14.0	511.0
23	9.0		4.0			13.0	524.0
24	9.0		3.0			12.0	536.0
25	8.0		3.0			11.0	547.0
26	8.0		2.0			10.0	557.0
27	6.0		3.0			9.0	566.0
28	5.0		3.0			8.0	574.0
29	5.0	2.0	2.5			9.5	583.5
30	9.0	5.0	2.5			16.5	600.0
00	5.0	0.0	2.0			10.0	000.0
TOTALS	297.0	56.0	202.0	41.0	4.0	600.0	



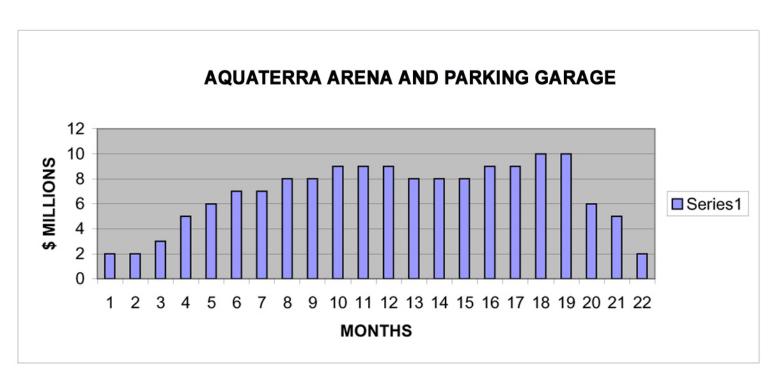
OCEAN DOME COST SUMMARY

MONTH	PRECON MANAGEMENT	OCEAN DOME	COST MONTHLY	ACCUM COSTS \$ MILLIONS
1	1.5	3.5	5.0	5.0
2	1.5	4.0	5.5	10.5
3	1.5	4.0	5.5	16.0
4	1.0	5.5	6.5	22.5
5	1.0	6.0	7.0	29.5
6	1.0	6.0	7.0	36.5
7	1.0	6.0	7.0	43.5
8	1.0	7.0	8.0	51.5
9	1.0	7.0	8.0	59.5
10	1.0	7.0	8.0	67.5
11	1.0	7.0	8.0	75.5
12	1.0	7.0	8.0	83.5
13	1.0	8.0	9.0	92.5
14	1.0	8.0	9.0	101.5
15	1.0	9.0	10.0	111.5
16	1.0	10.0	11.0	122.5
17	1.0	11.0	12.0	134.5
18	1.0	11.5	12.5	147.0
19	1.0	11.0	12.0	159.0
20	1.0	10.0	11.0	170.0
21	1.0	10.0	11.0	181.0
22	1.0	9.0	10.0	191.0
23	0.5	9.0	9.5	200.5
24	0.5	9.0	9.5	210.0
25	0.5	8.0	8.5	218.5
26	0.5	7.5	8.0	226.5
27	0.5	6.5	7.0	233.5
28	0.5	6.0	6.5	240.0
29	0.5	5.0	5.5	245.5
30	0.5	4.0	4.5	250.0
TOTALS	27.5	222.5	250.0	



AQUATERRA ARENA AND PARKING GARAGE

<u>MONTH</u>	COST/MONTH \$ MILLIONS	ACCUM COSTS \$ MILLIONS
1	1	1
2	1	2
3	2	4
4	2 3	7
5	4	11
6	4	15
7	4	19
8	5	24
9	5	29
10	5	34
11	6	40
12	6	46
13	6	52
14	7	59
15	7	66
16	7	73
17	7	80
18	7	87
19	5	92
20	4	96
21	3	99
22	1	100
	100	



SUMMATION

THE AQUATERRA/UNIVERSAL ORLANDO RESORT GROUP

DEVELOPMENT PROJECT

THE AQUATERRA/UNIVERSAL ORLANDO RESORT redefines the hospitality experience for quest visiting Orlando with luxury and new experience for families to enjoy.

Key Resort Points:

- 2000 Rooms Twin Tower Design on Separate Islands in a 35ft. deep artificial saltwater lagoon pond brings the tropic experience to our guests.
- 276 Underwater Suites are the perfect combination of comfort and sophistication.
 (This is the first of its kind)
- Domed Ocean Water Park with Restaurants, Nightclubs, Concert areas, Novelty Shops, Surfing, Water Sports, Diving Instruction, Rentals, Shopping and Condo Cabana Sales.
- Distinguished luxury twin condo towers with 600 Luxury Suites designed by the award-winning Charles Sieger.
- A 150,000 Sq. Ft. Arena suitable for Concerts, Marketing Shows, Social Gatherings, Movie Shoots, and any venue needing a large open area. A/V Equipment Rentals, Catering, Booth Rentals, Graphic Design and Signage Studios and other related rentals.
- An attraction for all ages with The Beatles Yellow Submarine Live Show in the Beatles Underwater Theatre, including, Memorabilia Sales, Souvenirs, and Royalties on The Yellow Album, (90 Mins. Soundtrack Album from the Yellow Submarine Live Show).
- Located next to the New Universal Studios largest attraction "Epic Universe".
- Wide range Demographic appeal. Potential to become the most visited hotel resort in all of Orlando, Florida.



