



Rustic Brick & Stone Company

For Sale

\$200,000

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Executive Summary

Business Description

Rustic Brick and Stone Company, Rustic Brick Mfg. Co. Inc., (Rustic) is a brick, stone, tile, fireplace, and concrete products provider to homeowners, contractors, and design professionals in Northern California.

Established in 1954, Rustic Brick and Stone offers a full line of indoor and outdoor products to beautify and enhance both residential and commercial properties. The business has been the go-



to source for homeowners and contractors all over the north state for decades, and continues to sustain its outstanding reputation.

Rustic operates on a spacious and well-positioned commercial lot of approximately 1.62 acres, zoned MRD-SWR. There is a ~5000 sq ft fully remodeled building with conditioned space, a full

restroom, offices, and storage rooms. Much of the building is a showroom showcasing products sold by Rustic - displaying various stones, tiles, bricks and other materials as finished goods.

Rustic has seen fairly steady revenues (about \$1.2M) over the last 5 years, with cash flow coming in at \$152,500 for 2025.

Rustic's leading position in the local market is recognizable with a long history of good business and ready availability of desirable products.

Rustic is currently experiencing a surge of business, and the year to come looks promising based on updated financial statements.

Rustic has a rich history of satisfied customers who have become trusted referrals sources. A new owner could easily take over Rustic’s broad customer base and expand it by ramping up marketing campaigns and hiring more staff. Rustic would make an excellent investment as the market continues to grow in the desirable Sacramento and surrounding areas.



Company Profile

Company – Rustic Brick Mfg. Co. Inc.

Owners – Michael B. Dawson and Bette Burrows Dawson

Founded / Incorporated – 1954

Legal Form – C Corporation

Fiscal Year End – March 31

Location – 3150 Power Inn Rd., Sacramento, Ca 95826

Employees – 3 full time, 1 part time independent contractor

Markets – Greater Sacramento, Northern California

Reason For Sale – succession planning



Financial Highlights

Rustic	2021	2022	2023	2024	2025
Revenue	\$1.3M	\$1.4M	\$1.2M	\$1.2M	\$1.2M
SDE ¹	\$273K	\$341K	\$267K	\$-563K	\$152K

For 2021 – 2025 summary of normalized P&L's, see **Exhibit A**.

Company Ownership

Rustic is a California C corporation, with Mike and Bette owning 100% of the shares.

History and Growth

From the company's origination in 1954, Rustic developed steadily. It began as a brick manufacturer where Rustic manufactured its own faux stone using a kiln located on its current property. The company was at the forefront of manufacturing used brick by tumbling over 50,000 bricks per day. These innovations helped establish Rustic as a leader in the industry.

In the mid-1990s, the company observed a shift in customer preferences for building supply yards and transformed its warehouse into a design showroom. This transition allowed Rustic Brick to showcase a variety of new products that were previously unseen in the Sacramento market. The expanded product range included thin stone, authentic clay tile, thin brick veneer, indoor and outdoor fireplaces, and more. Over time, the showroom grew with the expansion of fireplace displays and the introduction of a wider selection of custom handmade tiles.

Products

¹ SDE (Seller Discretionary Earnings) is defined as earnings before interest, taxes, depreciation, and amortization and adjusted for non-recurring gains and expenses, and owner salary.

- New & Used Brick
- Natural Stone
- Natural Stone Veneers
- Patio Flagstone
- Hearthstones
- Wall Caps
- Custom Concrete & Ceramic Tile
- Gas & Wood Fireplaces
- Electric Fireplaces
- Concrete Pavers
- Porcelain Pavers



Competitive Strengths

Not only has Rustic enjoyed a solid reputation for many decades, they have a long list of regular contractors, designers, and homeowners who do business with them year after year. With the expansive showroom, customers are able to see the product in a typical, live setting prior to making a purchase, making the decision process far easier.

Market

The greater Sacramento area is comprised of approximately 2.5 million people and growing. This area is considerably more affordable than the coastal or southern California regions, and it has seen growth despite the rising interest rates in 2022. With recent rate cuts and more on the horizon, it appears poised for continued growth in 2026 and to the foreseeable future.

Rustic's share of the total current market, in terms of brick and stone products in comparison to the competition, is difficult to estimate, but they are certain to have a leading edge in the custom home market due to their personal service, broad range of products, and seasoned relationships.

Competition

Rustic's closest competitors are Thompson's Building Materials and Brickyard.

Vendors/Suppliers

Rustic works with many vendors to provide the products they sell:

Regency Fireplace Products	Glaze N' Seal	Pacific Clay Brick
Halquist Stone	Lompoc Stone	Champlain Stone
Jacobs Stone	Meshoppen Stone	Montigo Fireplaces
H. C. Muddox	Napolean Fireplaces	Majestic Fireplaces
McNear Brick	Kingsman/Marquis	California Mantel
M. S. International	Town & Country Fireplaces	Rasmussen Gas Logs
Icon Tile	Realstone	Isokern
Daltile	Northern Stone Supply	Stone Universe
Castohn Concrete Products	Gladding McBean	Arto
Paulstone		

Project Percentages

Rustic business is broken down as follows by percentage of total work:

New Construction (homes) – 35%

Remodeling – 30%

Landscaping Projects – 10%

Fireplaces – 25%

Management and Workforce

There are 3 full-time employees at Rustic performing the following:

Mike Dawson - General Manager

Bryan Willoughby – Sales

Dewayne Hutcherson – Yard Manager

The bookkeeper is a part-time subcontractor.

Real Estate

Rustic operates out of 3150 Power Inn Rd., Sacramento, Ca 95826, a well-positioned, spacious, and functional industrial yard. The space is actually two separate but contiguous lots. The building comprises 5000 sq ft, and includes offices, storage rooms, and open areas for product displays. The owners have done extensive remodeling over the years, including a major renovation within the last year and a half. * Additional details in **Exhibit B**.



Please also see **Exhibit C** for a full Seller Disclosure.

Transition of Business

Mike Dawson oversees the company operations and provides direction for growth. A sale of the company is being pursued to transition the owner out of the growing demands of ownership. Ultimately, he wishes to move to another part of the state.

A buyer could easily transition into the company leadership, and Mike is willing to be involved for a reasonable number of months to ensure that occurs smoothly. Details of how that might look are negotiable.

A new owner could provide additional expertise and marketing, along with more staff, to better position Rustic to compete for larger scale projects.

Normalized Seller's Discretionary Earnings

	Apr 24 - March 25	3/31/2024	3/31/2023	3/31/2022	3/31/2021	Source/Notes
Masonry Income	\$686,610	\$ 899,094	\$ 1,017,376	\$ 1,275,181	\$ 1,180,808	Financial Statements
Fireplaces	\$199,769	\$ 101,695				
Tiles	\$142,846	\$ 37,123				
Gallerie + Installations	\$2,910	\$ 8,776				
Delivery Income	\$91,675	\$ 123,920	\$ 155,604	\$ 175,474	\$ 159,173	
Cash Discounts	(\$11,792)					
Remaining Income	\$8,453	\$ 1,588	\$ 3,057	\$ 3,064	\$ 2,373	
Total Income	\$ 1,120,471	\$ 1,172,196	\$ 1,176,037	\$ 1,453,719	\$ 1,342,354	\$ 1,286,077 << This is the average of 4 years, not counting 3/31/25
<i>Less Cost of Sales - Masonry</i>	<i>\$402,520</i>	<i>\$ 479,569</i>	<i>\$ 522,507</i>	<i>\$ 668,288</i>	<i>\$ 648,295</i>	
Fireplaces	\$108,469	\$ 57,642				
Tiles	\$77,089	\$ 21,141				
Gallerie + Installations	\$1,821	\$ 2,418				
<i>Less Cost of Sales - Delivery</i>	<i>\$62,748</i>	<i>\$ 78,031</i>	<i>\$ 87,770</i>	<i>\$ 107,764</i>	<i>\$ 74,100</i>	
Inventory Adjustment expense	(\$683)	\$ 764,830	\$ (25,681)	\$ (8,246)	\$ (6,293)	
<i>Less Cost of Sales - Remaining</i>	<i>\$22,659</i>	<i>\$ 16,701</i>	<i>\$ 19,679</i>	<i>\$ 28,474</i>	<i>\$ 23,715</i>	
Total direct costs	\$ 674,623	\$ 1,420,332	\$ 604,275	\$ 796,280	\$ 739,817	\$ -
Gross Profit	\$ 445,848	\$ (248,136)	\$ 571,762	\$ 657,439	\$ 602,537	\$ -
<i>Less Operating Expenses</i>	<i>\$593,604</i>	<i>\$ 553,925</i>	<i>\$ 639,003</i>	<i>\$ 555,693</i>	<i>\$ 527,718</i>	Financial Statements
<i>Equals Income from Operations</i>	<i>\$ (147,756)</i>	<i>\$ (802,061)</i>	<i>\$ (67,241)</i>	<i>\$ 101,746</i>	<i>\$ 74,819</i>	<i>\$ -</i>
<i>Other Income - interest income</i>	<i>\$15,742</i>	<i>\$ 12,516</i>	<i>\$ 32</i>	<i>\$ 28</i>	<i>\$ 13</i>	
<i>PPP Loan Forgiveness</i>					\$ 66,509	
<i>Other Income -</i>	<i>\$1,232</i>	<i>\$ 1,023</i>	<i>\$ 1,618</i>	<i>\$ 7,531</i>	<i>\$ 7,395</i>	
<i>Total other Income</i>	<i>\$ 16,974</i>	<i>\$ 13,539</i>	<i>\$ 1,650</i>	<i>\$ 7,559</i>	<i>\$ 73,917</i>	<i>\$ -</i>
Net Income before income Tax	\$ (130,782)	\$ (788,522)	\$ (65,591)	\$ 109,305	\$ 148,736	\$ -
Net Income per Client Excel Spreadsheets	\$ (130,782)	\$ (788,522)	\$ (65,591)	\$ 109,305	\$ 148,736	
<i>Add back Depreciation</i>		\$ 10,837	\$ 40,029	\$ 28,981	\$ 12,359	
<i>Add back Interest for Loan and Mortgage only - not finance charges</i>	\$79,071	\$ 17,850	\$ 85,126	\$ 24,031	\$ 27,831	
<i>Add back Taxes</i>		\$ 800	\$ 800	\$ 800	\$ 800	
<i>Add back Amortization</i>		\$ 64	\$ 64	\$ 5,181	\$ 295	
EBITDA calculation	\$ (51,711)	\$ (758,971)	\$ 60,428	\$ 168,298	\$ 190,021	
<i>Plus Officer/Owner's Salary (SBA)</i>	<i>\$164,156</i>	<i>\$ 167,515</i>	<i>\$ 166,164</i>	<i>\$ 154,693</i>	<i>\$ 144,278</i>	
<i>Plus Officer/Owner's Payroll taxes</i>	<i>\$24,952</i>	<i>\$ 12,815</i>	<i>\$ 25,257</i>	<i>\$ 23,513</i>	<i>\$ 11,037</i>	<i>\$ -</i> approx 15.2% of salary
<i>Total Officers payroll costs</i>	<i>\$ 189,108</i>	<i>\$ 180,330</i>	<i>\$ 191,421</i>	<i>\$ 178,206</i>	<i>\$ 155,315</i>	
<i>Equals Preliminary Seller's Discretionary Earnings (SBA)</i>	<i>\$ 137,397</i>	<i>\$ (578,641)</i>	<i>\$ 251,849</i>	<i>\$ 346,504</i>	<i>\$ 345,336</i>	
<i>Seller's Discretionary Earnings will sometimes include the following additions/deletions - line items indicating cash flowing to or from the company to the owner</i>						
PPP Loan forgiveness		\$ -			\$ (66,509)	
Offiucer Life Insurance	\$16,355	\$ 16,355	\$ 16,302	\$ 1,841	\$ 1,905	
Other Income	\$ (1,232)	\$ (1,023)	\$ (1,618)	\$ (7,531)	\$ (7,395)	
Remaining items						
Sum of Discretionary Earnings Additions/Deletions	\$15,123	\$ 15,332	\$ 14,684	\$ (5,690)	\$ (71,999)	
Total Seller's Discretionary Earnings (SDE)	\$152,520	\$ (563,309)	\$ 266,533	\$ 340,814	\$ 273,337	

Exhibit B

FOR SALE

1.62 Acre Industrial Yard with \pm 5000 sq ft Multi-Purpose Building



Building: \pm 5000 sq ft, partly air-conditioned, high ceilings, space heater, fully updated

Land: 1.62 acres (two lots)

Zoning: MRD-SWR (manufacturing, research & development with regulations for waste recycling)

Parking: 10 designated spaces, plus much open area outside main fence which could serve as additional parking

Access: two major entries into the property from the streets Power Inn and Cucamonga Ave.

APN: 079-0270-020-000 & 070-0270-019-000

FEATURES

- multiple remodels to building (1996, 2004, 2023) at a cost exceeding \$200,000
- fully fenced with wrought iron and chain link
- corner location with access from both streets
- located 2 blocks south of Highway 50
- close to Starbucks, Home Depot, multiple restaurants, charging stations, gas stations





SELLER DISCLOSURE STATEMENT

Business: Rustic Brick & Stone
 Seller: Mike Dawson

Business Address: 3150 Power Inn Rd
 City, State, Zip: Sacramento, Ca 95826

This Seller Disclosure Statement (SDS) is used to inform prospective buyers about the Business. It does not take the place of a buyer's due diligence. The SDS may be incorporated into a purchase agreement as part of Seller representations and warranties. Advisor(s) do not verify or warrant the accuracy or completeness of the SDS.

EXPLAIN ALL "YES" ANSWERS IN THE SDS ADDENDUM

- | A. General Business | YES | NO |
|--|--------------------------|-------------------------------------|
| 1. Are there any revenues, expenses, assets or liabilities of the Business that are not clearly and accurately reflected in its financial statements or tax returns? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 2. Is the Business in default of any of its financial or contractual obligations? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 3. Has the Business or any of its owners been the subject of any bankruptcy filing, assignment for the benefit of creditors or insolvency proceeding of any kind during the last five years? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 4. Do any customers account for more than 10% of annual gross sales? If yes, indicate the approximate percentage of annual sales for each such customer. | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 5. Are there any commitments to employees or independent contractors regarding future compensation increases, promotions or ownership interests? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 6. Are there suppliers or customers who have a personal or family relationship with the Business or its owners? If yes, list each such person or entity, the nature of the relationship, the approximate amount of annual purchases or sales and any special discounts, pricing or other favorable terms that may not be available to a buyer of the Business. | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 7. Are any of the employees or independent contractors related to any of the owners of the Business or to one another? If yes, list them by name and describe the relationship. | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 8. Have you received notice of pending increases in workers compensation insurance premiums, revised billings for previous periods or any indication that your insurance carrier may terminate coverage? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 9. Have there been any workers compensation insurance claims in the past 3 years or injuries in the past 12 months that might lead to such claims? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| B. Facilities and Assets | | |
| 1. Have you had or do you anticipate any disputes with the landlord or problems with the condition of the premises that the Business occupies? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 2. Does the premises have any deferred maintenance for which the tenant is responsible? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 3. Are you aware of any work done to the premises without the proper permits? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

()	()	<i>(me)</i>	()
Buyer	Buyer	Seller	Seller

- 4. Are you aware of any pending zoning changes, redevelopment or nearby construction that might affect the Business?
- 5. Have there been any deaths or criminal activity on the premises in the last 3 years?
- 6. Are you aware of any substances, materials or products on or near the premises that may be an environmental hazard such as, but not limited to, asbestos, formaldehyde, radon gas, paint, solvents, fuel, medical waste, surface or underground storage tanks or contaminated soil or water?
- 7. Is there any equipment used in the Business that is not in good and operable condition, or for which maintenance has been deferred or that is not suitable for current usage?
- 8. Are there any items used in the Business that the Seller does not own, such as leased or loaned equipment, consigned resale inventory or employees' tools? *FORKLIFT*

C. Facilities and Assets

- 1. Is the Business or its owners, officers or employees required to have any licenses or permits other than a local business license?
- 2. Are there any alleged violations filed or under investigation by the following authorities?

	YES	NO		YES	NO
a. Police Department	<input type="checkbox"/>	<input checked="" type="checkbox"/>	i. IRS	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b. Health Department	<input type="checkbox"/>	<input checked="" type="checkbox"/>	j. Franchise Tax Board	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c. Department of Fair Employment and Housing	<input type="checkbox"/>	<input checked="" type="checkbox"/>	k. Department of Tax & Fee Administration (formerly BOE)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d. Local, state, or federal environmental agencies	<input type="checkbox"/>	<input checked="" type="checkbox"/>	l. Bureau of Alcohol, Tobacco, Firearms & Explosives	<input type="checkbox"/>	<input checked="" type="checkbox"/>
e. Fire Department	<input type="checkbox"/>	<input checked="" type="checkbox"/>	m. Alcoholic Beverage Control	<input type="checkbox"/>	<input checked="" type="checkbox"/>
f. Building/Zoning Department	<input type="checkbox"/>	<input checked="" type="checkbox"/>	n. Immigration & Naturalization Service	<input type="checkbox"/>	<input checked="" type="checkbox"/>
g. OSHA or Cal OSHA	<input type="checkbox"/>	<input checked="" type="checkbox"/>	o. Other:		
h. EDD	<input type="checkbox"/>	<input checked="" type="checkbox"/>	p. Other: _____		

- 3. Is the Business otherwise out of compliance with any laws or regulations that you know of?

D. Other Conditions

Does the Business have any of the following?

	YES	NO
1. Employment agreements	<input type="checkbox"/>	<input checked="" type="checkbox"/>
2. Union or collective bargaining agreements	<input type="checkbox"/>	<input checked="" type="checkbox"/>
3. Any employees without a completed INS Form I-9 on file	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4. Employee stock ownership plan (ESOP)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5. Underfunded pension liabilities	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Buyer *Buyer* *Seller* *Seller*

- | | | |
|--|-------------------------------------|-------------------------------------|
| 6. Profit sharing or bonus plan | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 7. Accrued back wages, <u>vacation pay</u> or sick leave or claims for same | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 8. Past due medical or other insurance premiums | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 9. Equipment or vehicle leases <i>Forklift</i> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 10. Equipment maintenance agreements | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 11. Franchise, distributorship or dealership agreement | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 12. Advertising contracts (including Yellow Pages) | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 13. Customer warranty obligations | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 14. Pending or threatened litigation | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 15. Unresolved insurance claims | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 16. Unresolved employment-related claims | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 17. Unresolved product liability claims | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 18. Pending tax or Workers Compensation refunds | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 19. Anticipated supplier rebates | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 20. Outstanding gift certificates, coupons or <u>customer credits</u> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 21. Customer deposits for prepaid goods or services | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 22. Past due federal, state, local or other taxes | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 23. Registered intellectual property (patents, trademarks or copyrights) | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 24. Software or other IP that is licensed to or from a third party | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 25. IP infringement claims by or against the Business | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 26. Any contracts or agreements not disclosed above | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 27. Liabilities not shown on the balance sheet (contingent or otherwise) and not disclosed above | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

E. Other Disclosures

Are you aware of any business, regulatory, industry or market conditions or facts not disclosed above that may materially and adversely affect the future sales or profitability of the Business?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

EXPLAIN ALL "YES" ANSWERS IN THE SDS ADDENDUM

()	()	<i>me</i>	()
<i>Buyer</i>	<i>Buyer</i>	<i>Seller</i>	<i>Seller</i>



No representation is made as to the legal validity or adequacy of any provision of this form in any specific transaction. The above information has been provided by the Seller and not through any recommendation of the advisor(s). Advisors are not licensed or qualified to give legal, accounting or tax advice, and the parties should consult appropriate professionals.

SELLER WARRANTS THAT THE ABOVE REPRESENTATIONS ARE TRUE AND CORRECT, AND UNTIL CLOSING AGREES TO NOTIFY ADVISORS AND SELLER IMMEDIATELY IN WRITING OF ANY MATERIAL CHANGES.

Name: <u>Mike Dawson</u>	Signature: <u></u>	Date: <u>9/25/25</u>
Name: _____	Signature: _____	Date: _____
<u>Rustic Brick and Stone</u>		Date: _____
Corporation, LLC, or other Entity	By (Signature and Title)	

BUYER ACKNOWLEDGES HAVING REVIEWED THE INFORMATION CONTAINED IN THIS DISCLOSURE STATEMENT AND HAVING RECEIVED A COPY.

Name: _____	Signature: _____	Date: _____
Name: _____	Signature: _____	Date: _____
_____		Date: _____
Corporation, LLC, or other Entity	By (Signature and Title)	

()	()	(<u>me</u>)	()
Buyer	Buyer	Seller	Seller

