

**ACCREDITED INVESTORS ONLY
SOLELY FOR DISCUSSION PURPOSES**

**BMG YIELD FUND II LLC
Summary of Terms
\$50,000,000 in Class A Units**

What follows is a summary of salient terms of the proposed issuance of \$50,000,000 of Class A Units of membership interests (Class A Units) in BMG Yield Fund II LLC, a Virginia limited liability company (the Issuer). This term sheet is for discussion purposes only. Any offering of securities discussed herein shall be made solely by Issuer s Confidential Private Placement Memorandum (PPM).

<i>Securities Offered:</i>	Membership interests in the Issuer, denominated as Class A Units
<i>Type of Offering</i>	Rule 506(c) of Reg D. Accredited investors only. Attestation required.
<i>Aggregate Offering</i>	\$50,000,000
<i>Price</i>	\$10,000 per Class A Unit
<i>Minimum Investment</i>	25 Class A Units (\$250,000)
<i>Target Assets</i>	Stabilized, single-tenant retail properties in the US. Focus on discount retailers located in secondary and tertiary markets.
<i>Manager</i>	MARF Management LLC, (The Manager is owned and managed by W. John Oliver, Michael A. Brumagin, and S Peter Stark.
<i>Track Record</i>	Through prior managed funds, the Manager and its principals have directed acquisition of 115 Target Assets, with aggregate cost basis of \$102 Million. The Manager and its principals have sourced approximately \$40mm of equity capital in their prior funds and approximately \$60mm in senior banks debt used to invest in the Target Assets. The Manager and its principals have paid out more than \$3.3 Million of preferred return to investors through their prior funds. None of the prior managed funds has yet gone full cycle.
<i>Preferred Return</i>	6% annual yield, paid in quarterly installments.
<i>Investor Carried Interest</i>	60% of cash from capital transactions following payment of Class A Member preferred return and return of Class A Member capital.
<i>Management Fees & Subordination</i>	Quarterly fee equal to 0.375% of the Issuer s cost basis in acquired assets. Subordinated to Class A Members