



THE
BREEDEN STANDARD
FROM THE GROUND UP



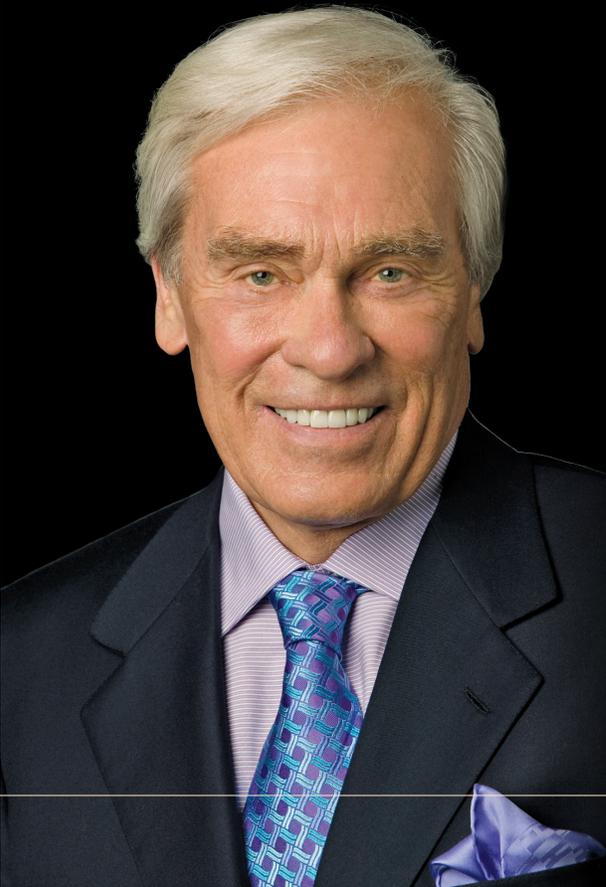
THE BREEDEN STANDARD

FROM THE GROUND UP

- 5 ***Introductory Letter***
A message from the founder
- 6 ***The Destiny of Generations***
A next-generation mindset defining destiny
- 10 ***Spotlight on the Executive Team***
“Your business is built on its people”
- 14 ***New Developments***
A reflection of tradition - A projection of the future
- 18 ***Enriched Lifestyle Communities***
Urban-edge meets high-end resort
- 20 ***Apartments***
Nearly 10,000 apartments, one single standard: excellence
- 22 ***Construction***
The hard hats behind construction collect no dust
- 24 ***Commercial***
Developing office, retail and entertainment destinations that deliver returns
- 26 ***Giving Back***
The Breeden difference
- 28 ***Charter***
Take off!
- 30 ***Capital***
Growing what works for the benefit of many
- 32 ***The Future***
A look ahead

“I think this organization has assembled some of the most incredible talent I have ever seen. Fortunately, we’ve got that group of people who are all very dedicated and very sincere in their work.”

~ RAMON W. BREEDEN JR. ~
FOUNDER AND CEO



THE SWEET SPOT: Where trusted foresight yields pride in hindsight

As The Breeden Company, Inc. continues to expand through innovative designs and forward thinking construction techniques, we are excited to celebrate 50 years of success. Each project we undertake reflects our commitment to community enhancement, economic impact, and regional recognition. Our diverse level of experience in residential home building, apartment development, and commercial retail components of real estate allows us to stand independently and successfully venture into new real estate endeavors.

Through our construction division we anticipate continued growth along the East Coast and expansion into other regions of the United States as one of the few vertically integrated developers. Breeden Construction has provided our organization with an additional element that has accelerated our progress and assures The Breeden Company will be widely recognized in the years to come. Our understanding of the construction industry exemplifies our proven ability to achieve success in all aspects of the real estate development process while surpassing the usual standard level of excellence.

We attribute our success to the hard work and unmatched employee dedication that reflect the values of our organization. We are a collection of individuals who demonstrate exceptional leadership and outstanding efforts on a continual basis. As a unit, we demonstrate the skillset and knowledge base that allows for “out of the box” thinking in an effective and consistent manner.

I extend much gratitude to all the employees and business partners involved in day-to-day operations and who contribute to the inspiring growth of The Breeden Company.

May your own best efforts reward you in turn,

A stylized, handwritten signature in white ink, appearing to read 'R. Breeden Jr.', positioned above the typed name.

Ramon W. Breeden Jr.
Founder and Chief Executive Officer
The Breeden Company, Inc.

WILLCOX SAVAGE

ATTORNEYS AT LAW

Our Congratulations to

The Breeden Company

*A Leader in Real Estate Development
for Over 50 Years*





PROUD PARTNERS WITH THE BREEDEN COMPANY FOR OVER 30 YEARS

Berkadia Commercial Mortgage LLC, is a leading lender, mortgage banker, investment sales advisor and research source for multifamily and commercial real estate nationwide.

Berkadia offers clients access to capital for the acquisition, construction, rehabilitation or refinance of commercial real estate properties including:

- Multifamily
- Retail
- Seniors
- Manufactured Housing
- Self-storage
- Student
- Office
- Healthcare
- Hospitality
- Land
- Industrial
- Medical Office

Berkadia is an originator and servicer for Freddie Mac, Fannie Mae, HUD, MAP and LEAN, as well as a highly rated master, primary and special servicer managing a portfolio of more than \$245 billion. Berkadia is a correspondent for 40 insurance companies and has origination and servicing agreements with major CMBS conduits.

David Blake
Senior Vice President
804.343.2358
david.blake@berkadia.com

Geoff McVeigh
Senior Vice President
804.780.9208
geoff.mcveigh@berkadia.com

BERKADIA.COM

a Berkshire Hathaway and Leucadia National Company



Ramon W. Breeden Jr. (right), founder and CEO of The Breeden Company, and his son, C. Torrey Breeden, executive vice president, take the organization's foundational values to heart and mind. Collectively, the tenets drive the incentive to "control your own destiny" in business and in life.

*"I was on a course
with destiny.*

I clearly knew that;
I never doubted that."



~ RAMON W. BREEDEN JR. ~

A next-generation mindset defining destiny

By many standards, Ramon W. Breeden Jr. wasn't born into wealth, but the founder and chief executive officer of one of today's most valuable U.S. real estate development companies sees things entirely differently. He always does.

"A dedicated and sincere father and mother . . . a dad who pitched ball with me every night" and who inspired his son in nearly as many words to "control your own destiny" as he grew — that had been young Ray Breeden's prosperity during his formative years in Richmond, he contended, thinking back: "That was my wealth."

As a young adult, Breeden entered the banking and mortgage industry. While he had understood the power of investing and reinvesting since graduating from the University of Virginia's McIntire School of Commerce and post-graduate studies at the University of Richmond, he'd also become attuned to his innate visionary aptitude and to an unwavering sense of self-reliance. Investment in life would surely be his ticket to success. And while that would always involve risk, he'd put his money first on the only sure bets he knew: good relationships, timeless values, strong guiding principles and an increasingly relentless drive to steer his own course.

In the early 1960s Breeden took a leap of faith, leaving his job with a mortgage company to establish his own. Building homes had also interested him, as had the resale potential. He wrangled a loan, bought land and built a house in Virginia Beach.

The thought of paying a sales commission compelled him to get his real estate license. He found a buyer, warehoused the loan and sold both the home and the loan, optimizing multiple opportunities for profit. He then repaid his own lender and settled into the realization that he'd taken full control of his vision and capabilities and orchestrated a lucrative and intensely rewarding real estate development business venture, all the way from concept to completion. Awed by the implications, Breeden returned to the lender with which he'd sown the seeds of trust, secured a loan to build two more houses and repeated the process.

"Then two houses became four houses," Breeden recalled recently. He sat slightly reclined in a leather chair alongside a commanding 16-foot-long polished conference table within The Breeden Company Inc.'s Virginia Beach headquarters — five decades and a far cry from the offices of his earliest days: his kitchen table, the trunk of his Pontiac convertible and a small room in the back of a grocery store. He and members of his executive team recounted Breeden pioneering the development of the Kempsville, Great Neck and North End areas of Virginia Beach and his progression into shopping centers, apartments and geographic expansion. "What I liked about it," Breeden contemplated, "was that I could control my own destiny. I could compete."

In that spirit, Breeden has built a reputation for breaking ground where others have overlooked the possibilities and for overcoming obstacles that have kept others at bay. He's continued to capitalize on his talent for recognizing potential in locations and ideas and embracing opportunities to take well-calculated risks.

"He has always driven the quality housing to attract people" to new areas, Tim Faulkner, company chief operating officer, said of Breeden. "And he's keen on being able to spot opportunity in underserved markets." Faulkner cited current plans for luxury apartments at two Portsmouth waterfront sites, which will align nicely with the city's ongoing redevelopment and revitalization efforts for this geographically vital locale.

The company's diversity has been a key factor in its growth and success through almost 50 years of economic flux. Its well-integrated business model, comprised of Breeden Realty, Breeden Construction and Breeden Property Management, has enabled the balance of supply and service across its multiple divisions

to shift appropriately to meet changing market demands during any given economic phase. While less diverse builders have succumbed to adverse circumstances beyond their control, Breeden has indeed survived multiple recessions by controlling his own circumstances.

"I think the combination of being a risk taker with a high level of intelligence is unique," said C. Torrey Breeden, Breeden's son and the company's executive vice president, of his father. "Often people are 'too smart' for their own advancement," he noted, "and they hastily reject valid opportunities for fear of the risks."

Among Breeden's assets shine two inspirational mainstays that keep him on track amid fierce competition and earthly uncertainty:

"I think the combination of being a risk taker with a high level of intelligence is unique.

Often people are 'too smart' for their own advancement, and they hastily reject valid opportunities for fear of the risks."

~ C. TORREY BREEDEN ~

"Generally people don't know that I'm a very . . . spiritual, person, if you will," Breeden admitted. "I devote time every day to meditating with a being higher than I am and asking for guidance from a being higher than I am," he said. "That is a big part of my life."

Nor could he have come this far without a dedicated, capable team, he affirmed. "You can't do it all yourself, so you hire good people," Breeden said. "You try to recognize in people the qualities that can get you to a different level," he explained. "The key to leadership (then) is leading them into a vision of your business that they can believe in.

"We take our work very seriously," Breeden continued. "We take it

very seriously because this is an organization of people. It's not me. I may be at the top because I started it years ago, but the success of this business is due to its people."

Today The Breeden Company is well-rooted throughout Hampton Roads, Richmond and part of North Carolina, and seeking to expand along the East Coast. The company employs between 250 and 500 at any time. Shared intrinsic values such as integrity, honesty and the organization's signature standard of quality reflect the founding principles that have helped anchor it as one of the healthiest real estate development companies nationwide.

None of his values have changed, Breeden says. "You don't reach a point in life unless you're honest and sincere in dealing with people, and you keep your word . . . you do what you say you're going to do," he said. "I'm really not any different from what I was 20, 30, 40 years ago. Same drive, same initiative," he insisted. "That's what brings you to this point in life." **B**



WE PROVIDE THE SIGNATURE OF YOUR NEW COMMUNITY.



WE WORK FOR THE BEST IN THE BUSINESS.



WE GO WHERE YOU GROW.



IDF/PEN SIGN IS A ONE OF A KIND DESIGN/BUILD COMPANY SINCE 1946. OUR CURRENT PROJECTS REACH FROM TEXAS TO NEW ENGLAND.

EMAIL WADE CRANE FOR MORE INFORMATION - WADE@IDFPENSIGN.COM

MR BREEDEN MET WITH US IN 2000, GAVE US A SHOT, AND WE CONTINUE TO WORK WITH AND PROVIDE SIGNAGE FOR THIS GREAT COMPANY.

BEST ENDORSEMENT EVER.



There's no better combination than a great Developer
and a great Architectural firm.

Here's the proof.



*We appreciate
all the support and
fun we've had with
The Breeden Company.*



JLA-Architects.com | 443.550.3136

Check us out on Facebook at Jeff Love & Associates 



C. Torrey Breeden
Executive Vice President
The Breeden Company

Breeden oversees all construction and development projects and is actively involved in land acquisition and development of new Breeden communities. He's the visionary behind iFLY Virginia Beach and The Breeden Company's Enriched Lifestyle Community® brand.



Timothy A. Faulkner
Chief Operating Officer,
The Breeden Company;
President,
Breeden Property Management

Faulkner's role encompasses all operating aspects and facilitation of management of The Breeden Company multifamily and commercial assets, as well as maintaining efficiency within the entire organization.



Terry M. Marshall
Chief Financial Officer
The Breeden Company

Among other things, Marshall's responsibilities encompass strategic planning and budget formulation for construction and acquisition proposals, as well as the financial structure for commercial and residential properties and property acquisitions.



Franklin R. Wiley
Senior Vice President
The Breeden Company

One of the organization's first employees, Wiley now manages all pre-construction and construction processes for commercial and residential projects.

“Growth requires a true appreciation for company talent and potential”

~ C. TORREY BREEDEN ~



Torrey Breeden supervises construction of The Breeden Company's 3-in-1 project at the Virginia Beach Oceanfront. The complex development includes simultaneously building an indoor skydiving venue (iFLY Virginia Beach), 147 luxury apartments (Aqua on 25th Street) and a municipal parking garage within a little over an acre of space.

Torrey Breeden was the driving force behind the development of Cambria at Cornerstone, a national award-winning property in Virginia Beach, Va. He gathered conceptual bits and pieces from major cities worldwide until the Enriched Lifestyle concept was born, and he's steadfastly stood behind the belief that the initial, up-front investment for extra amenities will ultimately result in added reward for all.

For an “extreme” example of Torrey Breeden's influence, look no further than the complex construction of iFLY Virginia Beach indoor skydiving facility, which a less-visionary, less-intrepid developer might consider an implausible challenge. “And so now,” Tim Faulkner said, “I always try to think about . . . ‘What if we did the opposite (of the expected)? What would that be like?’”

Say what you will about Ramon W. Breeden Jr.'s propensity for business — praise his ingenuity, admire his acumen, follow his lead, if you will. But the founder of one of Hampton Roads' most powerful and influential companies will always route you back to what he considers the real key to his success: the innovative, skilled and dedicated professionals who share his foundational values and vision for the organization.

Breeden believes that “everybody has a vital function in a business.” Select a team based on character, and everything else will align. “The key is honesty and integrity,” Breeden said. “There is no substitute for that.” And he should know; he's built an executive team on whom he'd bet his future any day.

But Even That Takes Vision.

In line with Breeden's unique ability to select locations for successful projects is an “uncanny ability to recognize (potential in the people) he hires and recognize their loyalty, their honesty, and their ability to perform and get the job done the way he wants it done,” said Franklin R. Wiley, one of The Breeden Company's first employees. Wiley has worked for Breeden since 1975. Like several other executives, he arrived with no prior real estate or construction experience. But Breeden had seen something in Wiley that he thought would transfer well: As a partner in charge of purchasing in a fried chicken franchise at the time, “I would get as many quotes as I could get, and if I could save a penny on a cup, I'd save it,”



Mark E. Pendleton

President
Breedon Realty

Pendleton’s responsibilities include commercial land acquisition and development, maximizing the income of the commercial-properties portfolio, marketing of commercial and retail properties and lease negotiations.



Brian K. Revere

President
Breedon Construction

Revere is responsible for overseeing the construction operations for in-house developments and third-party engagements for select clients. He’s well-known for bringing projects to completion on time and within budget.



Barry W. Tomlin

Vice President
Breedon Property Management

Tomlin is responsible for all operating aspects of the multifamily assets owned by The Breedon Company, in addition to all third-party property management. Tomlin oversees customer service, property conditions and property management for The Breedon Company and is responsible for delivering the results of the annual operating budget.



Lawrence E. Dunn

Chief Accounting Officer
The Breedon Company

With a diverse and extensive background in accounting and finance, Dunn is responsible for accounting, human resources, budgeting and financial reporting, employee benefits and company insurances.

Wiley recalled recently while chronicling his obsession with productivity back in the day.

Impressed by the man’s management skills between the counter and the supply room, Breedon whisked Wiley from the confines of the fast-food track and set him free to help manage expansion of real estate development throughout the region. The move has proven fruitful; today Wiley, Breedon Company senior vice president, manages the pre-construction and construction processes for all residential and commercial projects. His attention to detail has not only helped sustain the financial health of the organization, but it’s also been a model for Breedon standards over the years.

More recently, Barry Tomlin arrived from a senior-level position at a large telecommunications corporation.

“It was our perception of what we thought his customer service capabilities would be” that piqued the team’s interest in Tomlin, recalled Tim Faulkner, chief operating officer. “We felt like we could be better than we were” in that department, and that Tomlin’s skills “would immediately apply,” he explained. Today Tomlin is responsible for customer service and property conditions pertaining to all Breedon multi-family operations — a role that can only be effectively performed by someone who cares as much about the company’s residents as he does about the company itself.

Mark Pendleton and Brian Revere, now presidents of Breedon Realty and Breedon Construction, respectively, had each amassed experience in their fields but chose to approach The

Breedon Company for its history and potential.

“Looking at The Breedon Company (I appreciated) the stability and the growth of an organization,” Pendleton recalled. The industry “can be a little flashy,” he said, and unstable companies don’t last. “But looking at (Breedon), you could see the stability within the company, and you could see the potential of where he was going on the growth side.”

The company’s diversity sustains that stability, Revere added. “The markets are cyclical, and if you’re not with a company that’s diverse . . . it’s easy to get fouled up quickly,” he said. The Breedon model accounts for flux. “And I think we’ve proven that in recent years. With the single-family and the retail commercial market being down, the multi-family’s been going gangbusters and it’s allowed everybody to stay very busy because we just focused on the sector of the market that was performing well.”

Proficient command of such a dynamic business model demands flexibility and open-mindedness, and Faulkner considers this team “unequivocally” the best he’s ever experienced. The team’s success boils down to the diverse skill sets among highly competent people whose personalities mesh well, he said. Each member knows (s)he can depend upon the others and that they’re all responsible for the group’s success by virtue of this dedication. This directly impacts Breedon Company clients and residents by way of exceptional standards for products and services, and therefore perpetuates the prosperity of the organization and its individual members. The virtuousness is broad in scope and reciprocal in nature.

Stewards of the Philosophy

Of all the rewards the Breeden team reaps from their own efforts, their boss's confidence in them takes the prize. While Breeden may be patiently discerning during the selection process, once he's decided to invest in someone his faith has taken root. It makes no sense to limit his team's vision, professional growth or innovative thinking. Instead he inspires the ambition to "control your own destiny," a philosophy with magnetic appeal for Revere as he sought to join the company.

"I felt like . . . we truly could control our own destiny here because not only were we the developers of the property, which really interested me, but then we would also build it and manage it throughout the life cycle," Revere explained. "So there was a higher level of attention and care. When you're going to own and maintain something long-term, you tend to look into the details and the quality aspects of it."

"We try to do things right, and what we do is not just one thing," Terry Marshall, chief financial officer, affirmed — hence the importance of compatibility and shared vision. "It's hard to come up with the right mix of people; it takes years," he said. "We all do very many different things" within the organization, "but they all interlock, and they all have to work perfectly together. It's very hard to accomplish that," he admitted, "but I think we are superb in our execution, and it comes as a resolve of daily focus and attention to detail while not letting the

attention to details limit your vision for what the overall goal is," he said. "And that is where I think we really excel."

Each member of the team credits others for some contribution to his personal and professional growth. What Faulkner has absorbed from C. Torrey Breeden, Breeden Company executive vice president, perfectly embodies the organization's second-generation leadership:

"It's getting outside the four walls of this building to understand that there's a whole lot more to life than Virginia Beach," Faulkner said, "and taking an opposing view of things just to make yourself think outside the box."

In turn, Torrey Breeden values the traditional wisdom and security that enables such free thinking. He praised Lawrence Dunn, chief accounting officer, for his precise execution of critical work: "You'd think something as mundane as getting an accounting report is really not (very interesting)," he noted, "but let me tell you, when it's (not done right)," it affects everyone.

In July 2012 The Breeden Company ranked among Inside Business news journal's Best Places to Work in Hampton Roads. At its core, the organization is considered a well-oiled machine with solid footing and a sound line to the future.

At its heart, Tomlin concludes, "This is a family." **B**

The Breeden Company *a nationally awarded real estate development company*

The Breeden Company is a nationally recognized real estate services company with over 50 years of expertise in every facet of the industry. Breeden Property Management, Breeden Realty and Breeden Construction are the three major subsidiaries of The Breeden Company, with a combined portfolio of nearly 10,000 apartment units, over 2 million square feet of retail and office space and an additional 1,700 residential homes. Both Breeden Property Management and Breeden Construction are national award winners on their own merit and provide third party services to select clients. Family-owned and operated since 1961, The Breeden Company has grown into one of the most valued real estate development firms on the East Coast.

*Cambria at Cornerstone
Virginia Beach, VA*



Development • Acquisitions • Construction • Design • Renovations • Property Management

SINGLE FAMILY – MULTIFAMILY – COMMERCIAL – MIXED-USE

VIRGINIA BEACH OFFICE:
560 Lynnhaven Pkwy,
Virginia Beach, VA 23452
757-486-1000



RICHMOND OFFICE:
4501 Marshall Run Circle,
Glen Allen, VA 23059
804-364-4600



www.thebreedencompany.com

**Proud supporters of The Breeden Company's
world class standards.**



Disasters Happen, We Take Care of Them All.

24 Hours: 757-499-1915

Protecting your most valuable assets.



**Multi-Family Housing • Shopping Centers • Residential
Private Detectives • Executive Protection Services with Limo Service**

*Over 100 officers strong, 30 marked & unmarked patrol vehicles,
covering Hampton Roads, Richmond, Northern Va. & Roanoke*

GUARDUS SECURITY | 757-961-1818

3795 BONNEY ROAD, VIRGINIA BEACH, 23452



GUARDUS

guardusandserve.com

1



A REFLECTION OF TRADITION a projection of the future

Aqua on 25th Street, Virginia Beach

1

Located at 25th Street and Pacific Avenue, Aqua will consist of 147 one-, two- and three- bedroom Enriched Lifestyle luxury apartments as part of a \$49 million, 1.8-acre mixed-use community constructed by Breeden Construction LLC. The community will also feature an indoor skydiving venue and municipal parking garage. Caution: residents may lose track of actual vacation time while in perpetual resort-destination mode.

Red Knot at Edinburgh, Chesapeake

2

Billed as an "E-Urban" residential retreat, this luxury community boasts close proximity to an array of natural and city settings between Virginia Beach, Downtown Norfolk and North Carolina. A signature Enriched Lifestyle Community, Red Knot features 897,336 square feet of upscale interiors within 336 apartments and carriage homes and high-end amenities for indoor, outdoor and poolside entertainment, 24/7 physical fitness, children's play and more. On-site car washes, optional parking garages and elevators, a specially designed dog park, an Internet café, a well-equipped business center and Wi-Fi throughout the vicinity add to the sense of luxury and productivity amid the serene and relaxing setting. A live tour is in order for anyone with a sense of curiosity about this affordable new-generation lifestyle. A \$45 million investment, this 20.6-acre community is slotted for completion in spring of 2015.

iFLY Virginia Beach, Virginia Beach

3

A true original, the 25th Street project will also boast a \$12 million, three-story iFLY branded indoor skydiving venue with 1,400-horsepower vertical wind tunnel powered by four high-efficiency electric fans. A year-round entertainment attraction for locals and tourists alike, iFLY is set to open in the fall of 2014 and will also be an element of the region's military free-fall training.

2



The Breeden Company is building with
conservation in mind,
trying to incorporate many
sustainable initiatives
in their new developments:

- Energy-efficient appliances
- Low-E windows
- LED site lighting
- Low-flow toilets and fixtures
- Compact fluorescent light bulbs
- On-site recycling centers

Marshall Springs at Gayton West, Richmond

4 Located within the Richmond area's historic Short Pump/Glen Allen district, Marshall Springs merges Southern-heritage architectural charm with more than 1.3 million square feet of high-end interior and exterior design and premier Enriched Lifestyle amenities. Gated entries, a finely appointed clubhouse, substantially equipped fitness center, a resort-style pool complete with a Splash Park, multiple grilling stations, a children's playground and a designated dog park with watering stations are just a few examples of the luxury apartment community's charm. Beautifully landscaped and situated amid 30 acres near prime shopping, dining and entertainment destinations, and only minutes from multiple major highways, this elegant 420-unit community represents a \$70 million investment with anticipated completion in summer of 2015.

Eagle Harbor West, Carrollton

5 The third phase of Eagle Harbor in Isle of Wight County, this elegant, gated Enriched Lifestyle Community will feature 208 one-, two- and three-bedroom luxury apartments and 64 detached garages on 15.93 acres only blocks from the James River and Batten Bay. Individual units boast open floor plans, designer kitchens and upscale interior elements, while community amenities include a 24-hour health and fitness center, putting green, tanning bed, sand volleyball court, playground, resort-style pool and clubhouse and more. Commuters appreciate the close proximity to Route 17 and the James River Bridge for access to the Peninsula and throughout South Hampton Roads. Scheduled for completion in December 2015.



4



5



6



7



Harbor Vista at Crawford Street, Portsmouth

6 Due to its rich history, portside location, quaint downtown, growing business sector and diverse, multigenerational demographics, Ramon W. Breeden Jr. sees Portsmouth as “a diamond in the rough,” worthy of an \$11 million investment in a new Breeden Enriched Lifestyle Community. Harbor Vista will feature 134 one- and two-bedroom luxury apartments with upscale interiors and amenities. Residents will enjoy a resort-style rooftop deck with misting stations for sunbathers, a state-of-the-art fitness facility and more at Harbor Vista. Only steps from the Elizabeth River, Ntelos Wireless Pavilion and an array of cultural, dining, entertainment and maritime venues, and within blocks of the Downtown Tunnel, the development is scheduled for completion by the summer of 2016.

Yorktown Arch, Yorktown

7 Historic York County is abuzz with rich culture, flourishing business development and natural geographic allure. Near the coast of Virginia’s Peninsula, minutes from where the York River meets the Chesapeake Bay, stands the \$16 million Yorktown Arch community, comprised of 92 beautiful two- and three-bedroom luxury town homes with attached garages and patios. This semi-rural environment, about halfway between Virginia Beach and Richmond, offers the best of all worlds for those needing both easy access to and escape from big-city life. Expected completion: autumn of 2014.

Cambria at Cornerstone, Virginia Beach

8 Winner of a National Association of Home Builders award for excellence in multi-family community lifestyle

design. Cambria at Cornerstone is turning heads nationwide for its focus on upscale, resort-style apartment living where neighbors connect in fun, activity and common space. Marked by such effects as high-tech media and fitness centers, two pools, plenty of outdoor living and entertainment space and a play park for dogs, the 456 units represent a \$69 million investment on 17 total acres of Enriched Lifestyle Community space. Completion date: summer of 2014.



Towne Center West, Richmond

9 In the heart of Short Pump, Towne Center West is situated next to the Short Pump Mall. TCW features a four-star Hilton Hotel and Spa, BJ's Restaurant & Brewhouse, Ethan Allen, Virginia Eye Institute, Honeybaked Hams, more than 60,000 square feet of retail shops and restaurants, with more than 800 luxury apartments between Reflections and Marshall Springs. Additionally, a five-story medical office building consisting of 105,000 square feet will commence construction in the autumn of 2014.

Parkside at Charles Street, Newport News

10 This new 148-unit one-, two- and three-bedroom apartment community will feature the Breeden standard of luxury interior design, top-notch fitness center, outdoor pool, 32 parking garages and more. A \$20 million total investment, the first apartments are set to be available by September of 2016, with project completion scheduled for the summer of 2017.



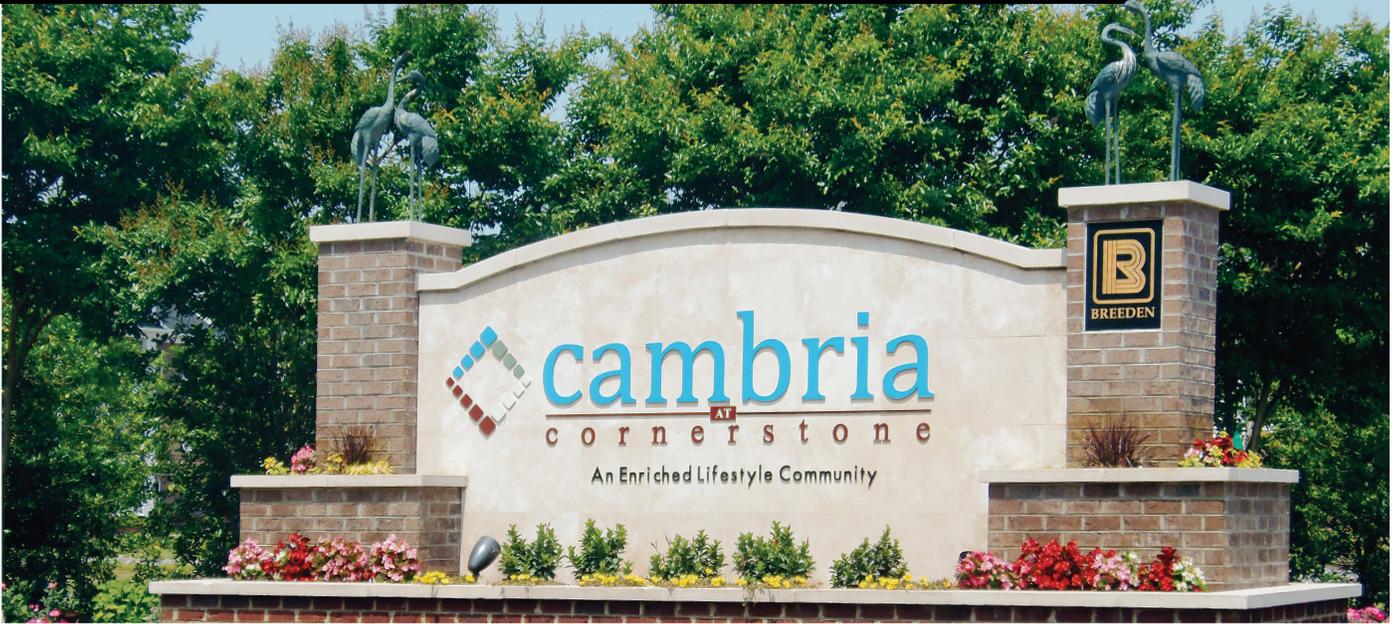
Cosner's Corner, Fredericksburg

11 Construction will begin in early 2016 on this 21-acre, 450-unit community defined by signature Breeden standards of high-end interior, exterior and lifestyle design. To be conveniently located off I-95, the planned one-, two- and three-bedroom luxury apartments are scheduled for delivery by Breeden Construction in spring of 2017.

Virginia Beach Municipal Parking Garage, Virginia Beach

Also attached to the 25th Street complex is a 564-space Virginia Beach municipal parking garage. The garage aligns with city planning and helps offset the increasing parking demand at the Oceanfront. 





Urban-edge meets high-end-resort for a new-generation lifestyle

Every era needs its pioneers — those with the ideas, abilities and vision to venture outside “the box” and run with the ribbon. And The Breeden Company has done it again, charting fresh conceptual territory with its Enriched Lifestyle Community™ brand, now a model nationwide for a new standard — a Breeden standard — in modern-day apartment living.

“Essentially, the idea is to be bigger, better and have amenities overflowing at every Enriched Lifestyle Community,” explained Peyton Tata, Breeden Company marketing and public relations manager. This exceeds the availability of flat screens and Wi-Fi, tipping the status quo with upscale apartment interiors and such amenities as on-site car washes, car-charging stations and an array of indoor and outdoor features designed to bring residents of a multi-family community together for fulfilling activities that promote engagement, enhanced lifestyle experiences and the cultivation of relationships among neighbors.

Clubhouses sport high-end interior design, well-equipped media centers, billiards, hospitality bars, business centers, com-

fortable seating vignettes and more. Outdoors, resort-style amenities include in-pool fire pits, “dive-in” movies, bocce courts, performance stages, courtyards, lounging spaces, grilling stations, playgrounds, poolside misting stations and kids’ splash parks. Community gardens appeal to food and flower naturalists, while off-leash dog parks cater to the neighborhood’s “best friends.”

Residents save time and increase productivity in the pursuit of health and well-being with a variety of cutting-edge innovations in fitness-center programs and equipment, including open-air workout rooms and interactive Wellbeats virtual-presentation facilities. Password-protected online forums promote extended socialization with activities schedules, community updates and more.

Virginia Beach’s Cambria at Cornerstone, which launched the trailblazing Enriched Lifestyle Community brand in 2011/12, turned the national spotlight on Hampton Roads as winner in the 2013 NAHB Multifamily Pillars of the Industry Awards’ new

MR. BREEDEN STARTS BUILDING SINGLE-FAMILY HOMES; CONSTRUCTION DIVISION IS BORN

THE BREEDEN COMPANY IS OFFICIALLY ESTABLISHED

1ST OF 5 CONSECUTIVE YEARS THAT PROFESSIONAL BUILDERS MAGAZINE LISTS MR. BREEDEN AMONG ITS TOP 500 BUILDERS NATIONALLY

MR. BREEDEN RECEIVES OUTSTANDING BUILDER AWARD IN RECOGNITION FOR PROFESSIONAL SKILLS, KNOWLEDGE AND FORESIGHT IN THE ADVANCEMENT OF HOUSING INDUSTRY TECHNOLOGY

1964

1967

1975

1978

"Best Lifestyle Programming" category. In addition to honoring excellence in design, the annual award by the National Association of Home Builders recognizes the roles of top developers, property managers and creative, effective marketing efforts.

The concept is spreading with the addition of several new Enriched Lifestyle communities under construction or on the drawing board. Amenities may vary, but luxury abounds throughout the brand with Eagle Harbor West in Carrollton, Marshall Springs at Gayton West in Glen Allen, Red Knot at Edinburgh in Chesapeake, Harbor Vista at Crawford Street in Portsmouth and Aqua, a mixed-use community in the heart of Virginia Beach's resort hub. Currently under construction at 25th Street and Pacific Avenue, Aqua will also feature iFLY Virginia Beach, the region's only non-military indoor skydiving simulator and a unique attraction in its own right.

In essence, the fresh brand offers a connected lifestyle for a mobile generation. But in an Enriched Lifestyle Community, new technology knows its place: to spark the verve that drives the human spirit. 



Clockwise from top: Marshall Springs amphitheatre, poolside deck and outdoor reading room; Cambria at Cornerstone clubhouse and poolside seating. Indoors, outdoors and even online, an Enriched Lifestyle Community design promotes relationships and activity among neighbors amid high-end architectural features, resort-style amenities and high-tech innovations that support the human mind, body and spirit.

MR. BREEDEN IS NAMED PRESIDENT OF TIDEWATER BUILDERS ASSOCIATION

INITIATION OF MOVES INTO WILLIAMSBURG AND RICHMOND

BREEDEN HEADQUARTERS MOVES TO ITS CURRENT LOCATION, MAKING IT THE FIRST OFFICE COMPLETED IN THE COMPANY'S LYNNHAVEN COMMONS OFFICE PARK DEVELOPMENT

TWO-DECADE MARK: THE COMPANY HAS AMASSED \$150 MILLION WORTH OF PROPERTY & RANKS AMONG THE REGION'S MAJOR DEVELOPERS

1980

1983

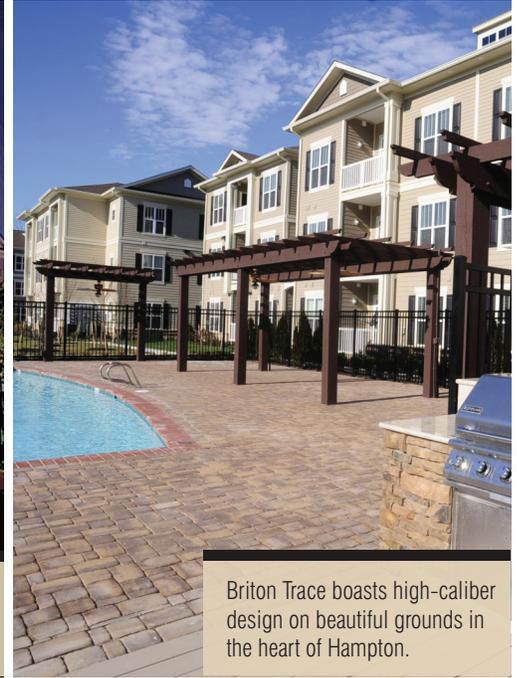
1984

1987

THE BREEDEN STANDARD // APARTMENTS



Red Mill Landing delivers high-end amenities and lifestyle convenience at the cross roads of some of Hampton Roads' most sought-after attractions.



Briton Trace boasts high-caliber design on beautiful grounds in the heart of Hampton.

Nearly 10,000 apartments and expanding, one single standard: excellence

Since 1961 The Breeden Company has valued experience, efficiency and innovative thinking, merits they apply to each of the approximately 9,500 apartments they own, operate or are developing. Strategic, integrated annual operating plans deliver outstanding net operating income (NOI) results for their multi-family entities, while comprehensive on-site training, pro-active maintenance programs, the implementation of advanced technology in operations, expertise in all local markets and submarkets, and a commitment to successful relationships with both vendors and tenants all enable positive results for owners.

Briton Trace, Hampton

Life's a little easier in a spacious two- or three-bedroom home only steps from the luxury of premium amenities and minutes from Peninsula Town Center, Interstate 64 and Hampton's natural parks and waterways. About half-way between the James River and the Chesapeake Bay, Briton Trace offers thoughtful apartment design with patios, balconies and private washers and dryers; a beautiful, Wi-Fi-equipped community clubhouse; fitness center; resort-style pool with grilling stations and lounging areas; children's playground, and more.

Eagle Harbor I & II, Carrollton

Set in the heart of quaint and rural Isle of Wight, Eagle Harbor boasts spacious one-, two- and three-bedroom pet-friendly apartments featuring high-end interior design and an array of upscale amenities. Apartments include nine-foot-high ceilings, crown molding, designer kitchens, garden tubs, high-speed Internet, digital cable, balconies, walk-in closets and more. Landscaped grounds host a fully appointed clubhouse, 24-hour fitness club, tanning bed, covered parking, resort-style swimming pool, barbeque stations, five-hole putting green, volleyball court, playground and concierge services.

C. TORREY BREEDEN, CURRENT EXECUTIVE VP, JOINS THE COMPANY

PURCHASE OF 863-UNIT EMERALD POINT APARTMENTS IN VIRGINIA BEACH, VA FOR \$68 MILLION, MARKING THE LARGEST APARTMENT ACQUISITION IN VIRGINIA BEACH'S HISTORY AT THE TIME

INITIATION OF MOVES INTO NORTH CAROLINA

MAJOR PROMOTIONS: BREEDEN REALTY, BREEDEN PROPERTY MANAGEMENT AND BREEDEN CONSTRUCTION ARE ALL APPOINTED PRESIDENTS. UNTIL NOW, MR. BREEDEN HAD BEEN PRESIDENT ACROSS ALL DIVISIONS

1997

2004

2006

2010

Red Mill Landing, Virginia Beach

Where the roads to the quiet beaches of Sandbridge, the rural scapes of Princess Anne and the bustling Oceanfront resort area meet, relax amid high-end design and amenities within this beautifully lit and landscaped community near an array of natural environments and modern-day dining, shopping and entertainment venues. Residents enjoy designer kitchens, washers and dryers, garden tubs, balconies and more, while the community offers 24-hour fitness and business centers, a swimming pool with waterfall cascade and grill stations, and on-site dining and retail shops.

Ashbrook, Virginia Beach

Enjoy life in downtown Virginia Beach, halfway between the Oceanfront and the City of Norfolk and within walking distance of the shopping, dining and entertainment venues and professional offices of Town Center and Pembroke Mall. Residents enjoy one-, two- and three-bedroom pet-friendly apartments with private balconies/patios and washers and dryers, and a fine sunlit clubhouse with Internet and business center, a 24-hour fitness facility, outdoor pool, playground, picnic area and sand volleyball court.



Location and design make Reflections of West Creek a prime Richmond community.

The Reflections of West Creek, Richmond

Part of The Breeden Company's upscale Towne Center West community, Reflections of West Creek features beautiful interior design within spacious one-, two- and three-bedroom residences and a host of community enhancements. Accommodations include well-designed kitchens and baths, washers and dryers, private balconies, master suites with walk-in closets, and optional wood-burning fireplaces and garages. Grounds feature two fully appointed and technology-equipped clubhouses and business centers, coffee bar, community great room with fireplace, billiards, two health and fitness clubs, tanning center, two pools, grilling stations, trellis-covered gathering spots, children's playground, pet park and much more, all conveniently located near an array of retail, dining, entertainment, university and professional-office destinations.

The Villages of Stoney Run, Newport News

This unique and burgeoning mixed-use community, not far from Interstate 64, is loaded with modern-day conveniences amid roomy one- to three-bedroom apartment units. Residences feature nine-foot-high ceilings, modern kitchens, private balconies, washers and dryers and more. Luxury enrichments, including an elegant clubhouse, community room, 24-hour health club, conference center, tanning salon, high-definition movie theater with surround sound, and pool with patios, picnic pavilion and grilling areas, all appeal to an active, mobile generation. Nearby shopping, education and entertainment destinations include Newport News Park, multiple colleges, restaurants, Patrick Henry Mall and several outlet malls.

The Townes at Jones Run, Newport News

Location, convenience and privacy appeal to residents of this popular townhome community, located within close proximity to some of the region's most notable historic, maritime and entertainment attractions and several military bases. These two-story homes feature private entrances, washers and dryers, patios with storage, eat-in kitchens, updated bathrooms and monitored intrusion alarms. Outside, neighbors gather amid paved walkways, pool, playground and picnic areas.

region's most notable historic, maritime and entertainment attractions and several military bases. These two-story homes feature private entrances, washers and dryers, patios with storage, eat-in kitchens, updated bathrooms and monitored intrusion alarms. Outside, neighbors gather amid paved walkways, pool, playground and picnic areas.

Woodbriar, Chesapeake

Set in the heart of bustling Greenbrier, Woodbriar features solid construction, a "woody" architectural feel and easy access to the area's flourishing business district, beautifully maintained parks, Chesapeake Regional Medical Center, Greenbrier Mall and an abundance of options among retail, entertainment, office, hotel and dining establishments. Pet-friendly one- and two-bedroom apartments include steel doors, energy-efficient heat pumps, washers and dryers, private balconies with storage; some feature vaulted ceilings with skylights. A roomy clubhouse with deck hosts a fitness center, friendly gatherings and outdoor pool. **B**

2 NEW DIVISIONS LAUNCH THAT WILL ENABLE THE BREEDEN COMPANY TO PROVIDE THIRD-PARTY CONSTRUCTION SERVICES AND THIRD-PARTY PROPERTY MANAGEMENT SERVICES

7 BREEDEN COMMUNITIES WIN APARTMENTRATINGS.COM NATIONAL 2012 TOP RATED AWARD

CAMBRIA AT CORNERSTONE WINS BEST LIFESTYLE PROGRAMMING IN THE NATION BY THE NATIONAL ASSOCIATION OF HOME BUILDERS

13 BREEDEN COMMUNITIES WIN APARTMENTRATINGS.COM NATIONAL 2013 TOP RATED AWARD

2011

2013

2014



The hard hats at Breeden Construction aren't collecting any dust

\$1.25 Billion in Current Development Will Nearly Double the Value of Company Portfolio

Much of The Breeden Company's growth to date can be attributed to the vast capabilities of Breeden Construction LLC, the construction arm that launched the organization, now one of the most dynamic firms of its kind on the East Coast. For decades prior to a 2010 restructuring that gave it wings as its own branch, Breeden Construction forged quite a path through the history of real estate development in Tidewater. Beginning in Virginia Beach founder Ramon W. Breeden Jr., a strong, visionary leader with a penchant for well-calculated risk, led the organization to break new ground with the development of landmark residential and commercial communities throughout Great Neck, Princess Anne, Kempsville, the Oceanfront and elsewhere. Notable complements included such projects as the Bayville Country Club and Cape Henry Racquet Club. Expansion to Chesapeake, Williamsburg, Yorktown, Richmond and other cities followed suit; it was only natural.

A new-millennium mindset pushed the envelope with 2004 ushering in "the attitude that we were going to grow the company" more intentionally, recalled Tim Faulkner, the chief operating officer of The Breeden Company. Opportunity struck that same year with the chance to purchase 863 units at Emerald Point Apartments and Townhomes in Virginia Beach. While it wasn't new construction, the acquisition made history for both The Breeden Company and Hampton Roads as the largest of its kind in terms of number of units and financial transaction size. This, Faulkner recalled, paved the way for momentous growth in construction and development.

"We continued to put deals together," Faulkner said, citing an average of two development deals and one or two acquisitions annually for the 10 years to follow, yielding such fresh company milestones as the development of Eagle Harbor, Towne Center West and The Villages of Stoney Run, located in Isle of Wight, Richmond and Newport News, respectively.

Towne Center West, a complex and expensive endeavor, incorporates a large-scale land assemblage comprised of a diverse array of land uses for a combination of luxury apartments, retail shops and restaurants. Commencement of the venture marked major advancement in the construction division, Faulkner explained. And he referred to Newport News' Stoney Run as "a pretty groundbreaking strategy" for the

company, as one of the first urban-vibe mixed-use designs developed within the local suburban environment.

Faulkner credits the leadership of C. Torrey Breeden, executive vice president of development for The Breeden Company, in the realm of "extremely high-end" residential apartment design for Breeden Construction's next evolutionary milestone: national award winner Cambria at Cornerstone in Virginia Beach. The 2011 groundbreaking at Cambria launched the company's new Enriched Lifestyle Community brand, designed to appeal to residents wanting a more connected-community feel living in suburbia. Torrey Breeden's role in purchasing and developing land has him perpetually tuned in to

new location opportunities and design inspirations, yet he takes the inspiration to his own heights, Faulkner said, adding, "He's always challenging us" to think and build innovatively. Since Cambria, recent projects reflect a new standard for the higher-end productions of Breeden Construction, with emphasis on upscale interior, exterior and community design.

But great innovative design can only be realized by precise planning, engineering and execution, the realm in which Brian Revere, president of Breeden Construction, moves concepts to reality.

"When you're going to own and maintain something long-term, you tend to dwell on the details and the quality aspects of the project. You're not just walking away from the deal when it's complete."

~ BRIAN K. REVERE ~

"What's unique about Breeden Construction," and what differentiates it from firms of its type, is the "thorough understanding of the operation side of your development," Faulkner said. He elaborated upon the depth of Revere's experience, knowledge and professional exactitude, explaining that Revere regularly interfaces with The Breeden Company's operations group, is typically involved in all phases of the organization's projects — from pre-development planning and design engineering through contracting and the management of top-notch construction — and consistently delivers on time and within budget.

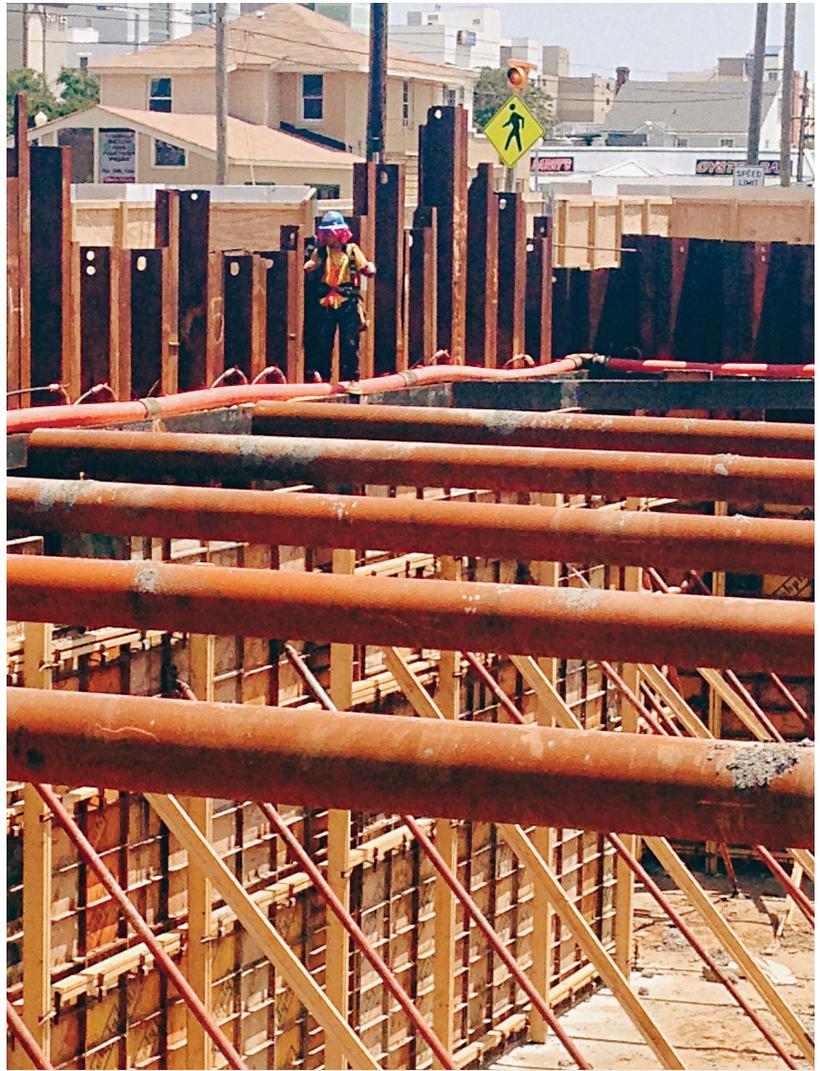
Revere noted two of many attributes that support the success of Breeden Construction: a "controlled-growth" approach enabling a high level of performance, and the fact that as owner-developers the company is fully invested in quality, and the construction team has the power to implement design improvements in midstream rather than having to adhere to strict plans that would restrict on-site innovation.

The company is well-known for its strict attention to detail and quality — a practice that has earned The Breeden Company much acclaim. Last year 17 Breeden residential properties received awards for excellence on both regional and national levels by organizations such as the Hampton Roads Association for Commercial Real Estate, the Central Virginia Apartment Association, the Peninsula Apartment Council, Apartmentratings.com and the National Association of Home Builders.

Highlighting its ability to undertake very complex and technically precise construction methodologies is the company's 25th Street development, under construction at Virginia Beach's Oceanfront. In a public-private partnership in association with the City of Virginia Beach, the development is anchored by iFLY Virginia Beach, a three-story skydiving simulator, and also features 147 high-end apartments and a 564-space municipal parking garage. Even though it made extensive use of preformed steel, precast concrete panels, as well as stick-built elements on site, this particular development presented the company with a few notable engineering challenges and construction demands: The basement of the building, which contains a massive underground 150-by-50 wind chamber, had to be installed 20 feet below the water table and only 10 feet away from pedestrians and traffic traveling along Pacific Avenue. This included a temporary, waterproof cofferdam installed 50 feet below grade, as well as a permanent triple layer of waterproofing, to avert any effect of the Atlantic Ocean on the underground infrastructure. The wind tunnel itself features complex curved shapes requiring precise conformity to aerodynamic models to obtain its required performance.

Torrey Breeden, an avid skydiver, has teamed with Robert Pizini, a service-disabled military veteran, to run the iFLY business in a disciplined, family-friendly manner that will appeal not only to recreational users of all skill levels and ages, but also to the more serious requirements of competitive skydivers and military forces seeking freefall training.

"Our reputation is leading people to us," Revere said. In 2006 Breeden Construction opened services to third-party clients in need of its expertise in all phases of the design, building and development of single-family homes and subdivisions,



Visionary thinking, innovative design and the confidence to take a well-calculated risk backed by knowledge, experience and a solid operating strategy mark such groundbreaking projects as The Breeden Company's 25th Street project at the Virginia Beach Oceanfront. Pictured above as under construction, the property will feature 147 high-end apartments, a municipal parking garage and iFLY, the region's first indoor skydiving simulator, upon 2015 completion.

multi-family townhomes and apartments, commercial office and retail properties, mixed-use communities and tenant up-fits. The company has already satisfied the demands of numerous retail clients, as well as several government agencies, in the residential and industrial sectors.

"We have certainly elevated our design criteria," Faulkner said, "and we've been very deliberate in our growth." As of summer 2014, The Breeden Company had 15 new projects in development, totaling \$1.25 billion and for which more than 1,000 job opportunities have been created. Their completion will render a company portfolio valued at \$2.2 billion. **B**



Towne Center West capitalizes on the popularity of established Short Pump destinations while adding to the appeal and growth of this flourishing Richmond suburb.

Developing office, retail and entertainment destinations that deliver returns

Red Mill Landing Shopping Center, Virginia Beach

Serving an estimated 28,325 households within a five-mile radius, including the development's own 96 homes of Red Mill Landing luxury apartments, this bright and beautifully maintained plaza features 24,000 square feet of retail, restaurant and office space within one of the city's most flourishing business and residential corridors. Strategically positioned at the intersection of General Booth Boulevard and Nimmo Parkway, Red Mill Landing is easily accessible to the 52,000 vehicles generating marketplace-area traffic daily.

For leasing information contact Claudine Usonis:
757-486-1000 or claudineu@thebreedencompany.com

Villages of Stoney Run Shopping Center, Newport News

An integral part of The Breeden Company's unique and elegant mixed-use development located at the intersection of Jefferson Avenue and Denbigh Boulevard, this plaza serves an estimated population of 140,583 from within a five-mile radius, including approximately 400 residents of the development's own Villages of Stoney Run Apartments and Condominiums.

Beautifully designed interiors and exteriors framed by well-maintained, lit and landscaped grounds are served by ample parking within an equally pedestrian-friendly setting. Major anchor tenants include Body & Sol Tanning, Super Cuts, Quaker Steak and Lube, Navy Federal Credit Union, Longboards Hawaiian Bar & Grill and Patient First.

Monument signs with tenant panels along both Jefferson Avenue and Denbigh Boulevard promote the center to occupants of some 84,000 vehicles daily. Nearby contributors of potential customers include Newport News/Williamsburg International Airport, Fort Eustis military installation and Bon Secours Mary Immaculate Hospital.

For leasing information contact Brenda Karp:
804-364-1006 or brendak@thebreedencompany.com

Towne Center West, Richmond

Strategically connected to Short Pump Town Center, one of Richmond's most premier shopping and entertainment destinations at 1.3 million square feet in size, Towne Center West capitalizes on the popular open-air mall's ideal location and history of success within this burgeoning metropolitan suburb. Perfect for enterprising start-ups and well-established ventures alike, TCW is home to multiple major anchor tenants, including a four-star Hilton Hotel and Spa, Ethan Allen home interiors center, Plaza Azteca Mexican Restaurant and Virginia Eye Institute. In addition to drawing patrons on its own merit, TCW benefits from traffic generated by Short Pump mall's array of 140-plus established venues, as well as hundreds of hotel rooms between the two centers and connectivity to residents of TCW's upscale Reflections of West Creek Apartments.

For leasing information, contact Brenda Karp:
804-364-1006 or brendak@thebreedencompany.com **B**

With nearly 10,000 apartment units, 2 million square feet of retail and office space, 1,700 residential homes and numerous other projects under their belt, Breeden Construction has provided high quality construction services to all of our clients for over four decades.



BREEDEN CONSTRUCTION

a nationally awarded general contractor

PRECONSTRUCTION SERVICES • VALUE ENGINEERING • GENERAL CONTRACTING
• DESIGN + BUILD • CONSTRUCTION MANAGEMENT



2013 WINNER

BREEDEN CONSTRUCTION
A division of The Breeden Company

4501 Marshall Run Circle
Glen Allen, VA 23059
804-364-4600



560 Lynnhaven Parkway
Virginia Beach, VA 23452
757-486-1000

www.thebreedencompany.com



Brian K. Revere
President
Breeden Construction

Ramon W. Breeden Jr. is known for his generous support of local humanitarian, educational and cultural endeavors, including the annual Virginia Beach Neptune Festival and its Symphony by the Sea Concert Series.



“Mr. Breeden is one of the most authentic people I know.

He remains true to himself and has never forgotten where he came from.”

~ BARRY W. TOMLIN ~

The Breeden difference: Remain fully vested in company and community alike

“The “Breeden Standard”

When people ask C. Torrey Breeden what the company’s building around town, they don’t always catch the full description. Most often, he said, they faithfully conclude something such as, *Well, I know that if Breeden’s doing it, it’s going to be quality, and it’s going to look right.*

That’s important to Torrey Breeden, son of founder Ramon W. Breeden Jr. and the company’s executive vice president and CEO of Lynnhaven Homes, the single-family-home construction arm of the organization. People who know his company best understand the depth of knowledge, expertise and care invoked for every Breeden project, from start to finish. And they know that for The Breeden Company, a project’s completion often marks the beginning of its vital management and relationships path. As long-term holders of almost every property they build or acquire, the organization bears a level of accountability rarely seen in an industry marked by the get-it-done-and-sell-it-fast model.

While caring about quality makes sense from an investment perspective as long-term owners, the motivation goes deeper than the company having to live with its own decisions, Torrey Breeden explained.

“When you design something, it affects everyone around you, even if they’re not a financial stakeholder,” he said. This includes the property’s tenants, as well as neighboring communities. Attention to detail and longevity of design are key.

The company has earned a solid reputation for upholding high standards of quality and integrity and for doing what they say they’ll do — an expectation that, back when Ramon W. Breeden Jr. founded the company, would be ratified by a gentlemen’s handshake, he noted. The collective adherence to these core values through development and/or ownership of more than 1,700 houses, 2 million square feet of commercial space and a pending total of more than 9,500 apartments has come to be

known as “the Breeden standard.” And the heart of the standard is the people who uphold it.

“We treat people the way we want to be treated,” said Mark Pendleton, president, Breeden Realty, “and we’re always trying to do the right thing. Here you have a good group of people who really care about what they do, and they care about the decisions and the impacts that those decisions have on people outside of the organization.”

Franklin Wiley, The Breeden Company senior vice president, agreed, reiterating the reach of impact. While people expect quality, they also want to live where it’s clean, well-maintained and safe, he said. “And I think that adds value to the (entire) community . . . they can be proud of what’s around them.”

A Heart For Philanthropy

Ramon W. Breeden Jr.’s team says his generosity is a direct reflection of his own success. Breeden’s long-standing support of the people — and animals — within the communities where his company puts down roots encompasses gifts of time and funds to some 100 charitable organizations each year. Causes range from arts, education and the environment to support of animal shelters, children’s health care, community development and the military.

Breeden also serves on multiple boards, including those of the Virginia Beach Education Foundation and the Hampton Roads Military and Federal Facilities Alliance. In 2013 and 2014 alone, he sponsored the VBEF with \$18,000 to fund innovative educational initiatives and scholarships.

His donations to the VBEF traditionally equal 15 percent of the \$75,000 it grants annually to teachers who design creative, hands-on learning projects to enhance existing classroom curriculums, according to Debbie Thomas, the foundation’s executive director. Thomas estimates Breeden’s 2013 and 2014 gifts have directly impacted some 5,000 students from 86 schools citywide.

Breeden’s also no stranger to awards of honor and distinction for his leadership and impact. Recently, the Virginia Beach Jaycees named Breeden Virginia Beach’s First Citizen of 2013 for his widespread commitment to the citizens of Hampton Roads. This year Virginia Business magazine named him one of the “50 most influential Virginians,” a status based largely on the growth and impact of businesses and their leaders throughout the Commonwealth, and Breeden has ranked within the top 25 of Inside Business news journal’s Power List of 75 most influential people in Hampton Roads for 2012, 2013 and 2014.

“Mr. Breeden is one of the most authentic people I know,” stated Barry Tomlin, vice president of Breeden Property Management. “He remains true to himself and has never forgotten where he came from.”

Renovation Projects

Current renovation efforts mark one measure of Breeden’s vested commitment to community development. A \$20 million reinvestment into existing Breeden properties will enhance several local communities, including Virginia Beach’s Emerald Point, Pembroke Lake and Chapel Lake apartments. Each will receive interior upgrades to include kitchen and bath cabinets, counters, fixtures and lighting; Chapel Lake will receive new HVAC units, windows and sliding doors; and Emerald Point, the largest upgrade at \$11.5 million, will include landscaping and exterior facelift. 



Tide Light Rail

Ramon W. Breeden Jr., long-standing promoter of community development throughout the region, has invested much time and money in the effort to extend light rail transportation from Norfolk to the Virginia Beach oceanfront.

Ramon W. Breeden Jr., through recommendation by George Dragas Jr., is a selected contributor to Old Dominion University’s 2014 State of the Region report. The annual publication, spearheaded by James V. Koch, ODU Board of Visitors professor of economics and president emeritus, aims to stimulate thought and discussion “that ultimately will make Hampton Roads an even better place to live,” according to Koch’s introductory letter to the 2013 report.



An often understated form of “giving” is the significant contribution to public coffers by a company as successful as The Breeden Company. The organization generates millions annually in real estate taxes and development fees alone, for the benefit of citizens within and beyond the communities they help develop.

The Breeden Company's elegant Challenger 601-3A/ER, SN 5021 is capable of non-stop flights to Europe.



So your business is taking off... Excellent!

The Breeden Company understands the myriad and often spontaneous needs of fellow business owners. And when speed and convenience matter, a private jet can save the day—or the deal. In the spirit of sharing luxury assets that might otherwise be underutilized, the company makes its own corporate aircraft available for charter by others.

Based at Norfolk International Airport, The Breeden Company's elegant and roomy 12-passenger, twin-turboprop Canadair Challenger 601-3A/ER is available through International Jet Charter, a locally owned, FAA-approved full-service and professionally staffed jet charter operator and management company. 

To arrange a trip, contact IJC at (800) 590-1159
or visit www.intljetcharter.com/challenger



We are proud to have worked with The Breeden Company on the following best in class projects!

Towne Center West
Cambria at Cornerstone
Aqua on 25th Street

Eagle Harbor Apartments
Marshall Springs at Gayton West
Harbor Vista



TIMMONS GROUP

YOUR VISION ACHIEVED THROUGH OURS.

WWW.TIMMONS.COM

Site Development | Residential | Infrastructure | Technology

SINK / SWIM or CALL JES!

www.jeswork.com

- Foundation & Structural Repair
- Crawlspace Moisture Control
- Basement Waterproofing Systems
- Professional Engineers on Staff

FREE Inspections & Estimates!

888-695-3115



JES
Foundation Repair
Waterproofing ★ Crawl Spaces

Jesse Waltz, PE & Stella Waltz, Owners

HOUSING
STUDIO



ARCHITECTURE

WWW.HOUSINGSTUDIO.COM

333 WEST TRADE STREET, SUITE 300
CHARLOTTE, NC 28202
704.333.7862

ARCHITECTURAL PARTNER
TO THE BREEDEN COMPANY

Proudly Getting
Results for
The Breeden Company

Results Unlimited, Inc.

APARTMENT COLLECTIONS

VIRGINIA BEACH, VIRGINIA

757-486-4447

RUI@RUIVA.COM

Growing what works for the benefit of many

From a financial perspective, The Breeden Company has remained strong as a result of several factors, according to Lawrence Dunn, chief accounting officer. Among them, “accurate estimates of costs and stabilized performance allow us to provide adequate funding to each job” from the start, Dunn explained. Therefore, “subcontractors, suppliers and lenders get paid in a timely manner . . . contributing to a solid reputation for the company and making it one that others want to do business with,” he said. That ability to attract multiple bidders “allows us to get the best value from our vendors and business partners.”

Adding to the organization’s financial strength, the company has cultivated a solid reputation with lenders and investors and maintains adequate capital reserves for each individual job as well as in The Breeden Company itself, Dunn said. “With the backing of its owner, Ramon W. Breeden Jr., and a number of lenders, we are able to react quickly to opportunities in the marketplace when they arise,” he explained. These opportunities include acquisitions.

Years of successful implementation of The Breeden Company’s financing model for strategic property acquisitions moved the company to expand this branch of operations in 2006, with the official formation of Breeden Capital LLC.

Employing a combination of internal, joint-venture and institutional capital, Breeden Capital seeks to acquire, to recapitalize and to manage existing apartment and commercial/retail assets within the mid-Atlantic and southeastern regions of the United States, leveraging the organization’s diverse capital resources and its 50-year history of successful property management to propel net operating income, or NOI, and returns for the company and its investors.

Breeden Capital welcomes inquiries from investors in pursuit of new opportunities in capital ventures, property management operations, and land, multi-family residential and commercial shopping center development and construction projects.

Property owners, speculators, lenders and servicers seeking buyers, investors, recapitalization, property management or the acquisition of land to develop within the mid-Atlantic and southeastern U.S. are also encouraged to inquire.

Interested parties should contact Ramon W. Breeden Jr., Breeden Company CEO, or C. Torrey Breeden, executive vice president, at 757-486-1000 to discuss opportunities. 



Visionary thinking, innovative design and the confidence to take a well-calculated risk backed by knowledge, experience and a solid operating strategy mark such groundbreaking projects as The Breeden Company’s 25th Street project at the Virginia Beach Oceanfront. Currently under construction, the property will feature 147 high-end apartments, a municipal parking garage and iFLY, the region’s first indoor skydiving simulator, upon 2015 completion.



Building the Foundation for your Success

- Field Exploration Services
- Laboratory Testing Services
- Foundations, Earthwork and Geotechnical Related Design Services
- Construction Materials Testing Services
- Special Inspection Services
- Environmental Services



Office locations:

Virginia Beach, VA, 757-518-1703
 Williamsburg, VA, 757-564-6452
 Elizabeth City, NC, 252-335-9765
 Jacksonville, NC, 910-478-9915

www.getsolutionsinc.com

BRINGING YOUR LAND & MARINE DREAMS TO LIFE...



iFly Virginia Beach & Aqua on 25th Street Apartments

We specialize in residential, commercial and industrial land development for both private and governmental clients, and we enjoy a niche in marinas, dredging, regulatory permits and waterfront projects.

757-463-4306

tlangley@langleymcdonald.com

309 Lynnhaven Parkway
 Virginia Beach, VA 23452



TURN TO US FOR YOUR NEXT PROJECT!



Our Services Include:

- Vinyl Siding
- Vinyl Shakes
- Fiber Cement Siding and Trim
- Replacement Windows
- Trim & Soffit
- 5" and 6" Seamless Gutters
- Shutters & Decorative Trim Accents

We also offer:

- Free Estimates
- Free Brochures/Literature
- Professional References
- Licensed & Insured
(Exceeding Industry Standard)
- Lifetime Warranties on Materials
- Trustworthy Professional Staff

QUALITY

Serving Hampton Roads and Southside Contractors for over 20 Years

Whether you have a small repair at your house or need help with a 1,000 unit project, we deliver quality service. Kelly's Construction is small enough to give your project the personal attention it deserves, yet large enough to stand behind every job. Intelligent design, creative problem solving, and uncompromising integrity are integral to our work ethic.



105 Production Drive
 Yorktown, VA 23693

757.596.2526

www.kellysconstructioninc.com

“Our customers demand more features to replace houses they may have left behind.

And we’ve realized there needs to be a way to signify the amenities level offered at each community. It’s tough to duplicate developments; each location has its own reason why we selected it. This simply means that we must continually evolve and reinvent our product.”



~ C. TORREY BREEDEN ~

A look ahead

If history is any indicator, based upon the model by which they have operated for half a century it’s not a stretch to envision The Breeden Company being as vital 100 years from now as it is today. As the Breeden standard for quality and integrity remains an integral element of daily decision making and operations, adherence to such time-honored values continues to strengthen the company’s regional standing, national ranking and widespread reputation, making growth, geographic expansion and long-term stability virtually inevitable.

Hence the company’s active — but never hasty — pursuit of new development and acquisition opportunities along the East Coast, from Florida to Maryland, noted Tim Faulkner, chief operating officer.

“We’re very selective,” Faulkner said of finding those that best suit the company on both economic and target-geography fronts. Because The Breeden Company retains what it develops, each property must reflect the company’s plans for the future. And famously, “Ray (W. Breeden Jr.) and his son, Torrey, have an uncanny ability to select excellent locations,” Faulkner noted.

C. Torrey Breeden, company executive vice president, plays an integral role in land purchasing and development and brings to the table a renowned visionary prowess, cutting-edge ideas and the leadership to help drive the organization forward as part of a first-rate executive team.

2014 marked the company’s ingress to Fredericksburg, Va., with one property under contract for development of a new 450-unit apartment community similar to Marshall Springs in Glen Allen.

“Growth of The Breeden Company over the past five years has averaged nine percent, based on net operating income,” said Lawrence Dunn, chief accounting officer. “That growth rate was significantly higher in the most recent year, reaching over 14 percent,” he added, predicting that, “counting only properties currently under development with scheduled deliveries of units over the next three years, we will continue that more recent average growth rate of nearly 14 percent annually.”

Ramon W. Breeden Jr., company founder and CEO, believes that the success of his business has been framed by a strong, capable and cohesive team with a shared vision for the direction of the organization. He pondered the practices in place to keep The Breeden Company thriving in the future: “The key to the business is that you establish goals and aspirations and ideals, and the people you employ — your executives — believe in those same goals,” he explained. “In this business we try to have a plan, years ahead, to do more of what we’ve already been doing, to build more housing for the people, and to be good at what we’re doing. We always try to tweak the organization to manage better, to provide a better product, to be on the cutting edge of housing, apartments and so forth” in terms of development, construction and property management, he said. “And I think if you do that, you will be successful.”

Regarding the people within his organization: “They’re the ones who will carry the business into the future and, hopefully, with the guidelines that I have established in leading the business to this point,” he said. “That’s the way I see it,” Breeden concluded. “It doesn’t stop with me.”

This visionary sees his company growing “ad infinitum into buying, building and developing apartments and housing and (more),” as good people lead, and timeless values prevail. ■

Dominion Pools is proud to partner with The Breeden Company

Providing award-winning construction and innovative designs for commercial and residential pools, patios and fountains for over 30 years!

www.dominionpools.com | 757.481.5551 |

WE SPECIALIZE IN GUNITE, NEW CONSTRUCTION AND RENOVATIONS



POPE Carpet & Floor Center



Specializing in multi-family new construction, rehab and replacement work. We furnish and install all types of floor coverings

Now Servicing the Tidewater Area.

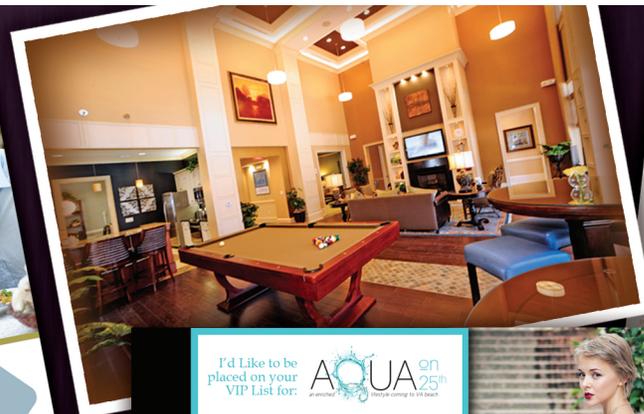


m pope@popefloors.com
804-231-0300

cambria cornerstone



ENRICHED LIFESTYLE COMMUNITY™
The very first of its kind in all of Hampton Roads!



I'd Like to be placed on your VIP List for: **AQUA on 25th**

From: * Required field

First Name *

Last Name *

Email Address *

Confirm Email Address *

Telephone *

Contact Me Via *

I am most interested in the following size apartment *

MESSAGE TO:

I would like to be placed on your VIP list!

Click the Submit button to send the default message. You may edit the message before clicking the Submit button.



Like Us on Facebook for Pre-opening Incentives
Facebook.com/FLYvabeach



Proud to serve The Breeden Company

Marketing & Advertising • PR • Web • Social Media • Interiors
MarketingSpecifics.com (800) 717-8999

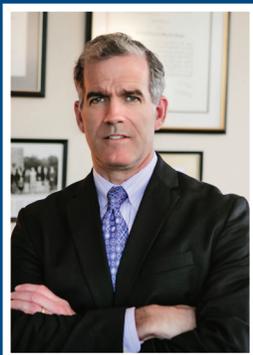


**The Attorneys of
Bischoff Martingayle**
*are Proud to Have Represented
The Breeden Company for
the Past 28 Years*

For a half-century, Ray Breeden and his team have enhanced the lives of Hampton Roads residents through their outstanding residential and commercial developments. We applaud Ray's vision and corporate leadership in our region.

Bischoff Martingayle P.C.

represents clients throughout southeastern Virginia in business, real estate and construction litigation, administrative and local government matters and in pursuing and protecting creditors' rights.



“ Bischoff Martingayle helps companies big and small with their legal needs. We are committed to providing the sound counsel that is critical to protect your business and personal interests. ”

Kevin Martingayle

PARTNER, BISCHOFF MARTINGAYLE
CURRENT PRESIDENT, VIRGINIA STATE BAR



BISCHOFF MARTINGAYLE

A REPUTATION FOR RESULTS™

(757) 233.9991 | www.bischoffmartingayle.com
3704 Pacific Avenue, Suite 300 | Virginia Beach, VA 23451
34 Market Street | Onancock, VA 23417



Trust us to make it right!

We are proud to do business with **The Breeden Company.**

At Newtown Building Supplies, we offer an extensive line of exterior products to meet the needs of everyone from the professional to the homeowner. In addition to providing a large selection, we have one of the best installation and service teams in the industry.

- We perform all work in accordance with accepted industry standards.
- Every product comes with a limited lifetime warranty on parts and labor.
- Our full-service exterior door shop offers the convenience of customizing units for small jobs and the resources necessary to produce and install door units on a larger scale.



NEWTOWN BUILDING
SUPPLIES INC.

Call on Newtown
Building Supplies
for all of your
installation needs:

- Windows
- Doors
- Siding
- Installation services
- Builders
- Remodelers

5789 Arrowhead Drive, Virginia Beach, VA 23462
(757) 383-6627 office (757) 390-4246 fax
www.newtownbuildingsupplies.com

“The key to the business

is that you establish goals,
aspirations and ideals; and
that the people you employ
— your executives —
believe in those same goals.”

~ RAMON W. BREEDEN JR. ~
FOUNDER AND CEO



The Breedon Company, Inc.
560 Lynnhaven Parkway, Virginia Beach, VA 23452 | 4501 Marshall Run Circle, Glen Allen, VA 23059
www.thebreedoncompany.com