



INVESTMENT CLASS 'A' PREFERRED SHARES

1 Mar 2016

Up to 1,000,000 Class A Preferred 'Shares' are being offered at \$1.00 per share. Fewer shares will be sold at the Company's discretion.

Proceeds are to acquire and improve passenger railroad cars ("Cars") and are held until a minimum of \$100,000 is received. This is sufficient to acquire a selected Car. Thereafter, proceeds will be used when/as received, at the Company's option.

Company officers/managers have rights to 1,286,250 common shares in return for an investment of \$470,000; the transfer of exclusive, proprietary rights, knowledge and entrepreneurial opportunities at estimated replacement cost exceeding \$300,000; and, significant additional unpaid efforts (sweat equity).

Preferred Shares and common shares earn equal dividends.

Preferred Share Benefits:

- A relatively high return on investment (ROI) is projected for verified business reasons. Net income per \$1.00 share exceeds \$12.00 in three and \$45.00 in five years. Related high annual dividends are expected.
- All declared dividend amounts are paid to Preferred Shareholders until they receive full reimbursement of all invested amounts, from dividend payments or other valuable considerations. As common shareholders, officers/managers are further incentivized to achieve optimum Company earnings objectives because payment of dividends owed to them is delayed until after full Reimbursement has been paid to Preferred Shareholders.
- Collateralized Cars are pledged to Preferred Shareholders to secure payment of the Reimbursement in the improbable event that the business falters.
- Preferred Shareholders can acquire a right to sell Shares back to the Company during the 25th month after the Shares were purchased, for 1.4 times the total Original Purchase Price. If Preferred Shareholders acquire this right and do not opt to sell Shares back, the Company has a right, but not an obligation, to buy back the Shares during the 26th month after they were purchased for 1.4 times the Original Purchase Price.
- Preferred Shareholders receive vacation 'Credits' worth 50% of amounts paid for Shares. Credits can be used to pay 75% of the price of Journeys by Rail or resort vacations acquired through the Company's authorized vacation exchange company. This number of Credits is for early and will be less for later investors; such change will be made without further notice.
- Preferred Shareholders have preferred rights in the event of a sale, merger or the liquidation of the Company ("Liquidation Preference").

See the full Term Sheet at www.americantrainvacations.com/investor.