



IQINVEST
MORTGAGE INVESTMENT CORP.



IQInvest

Mortgage Investment Corporation

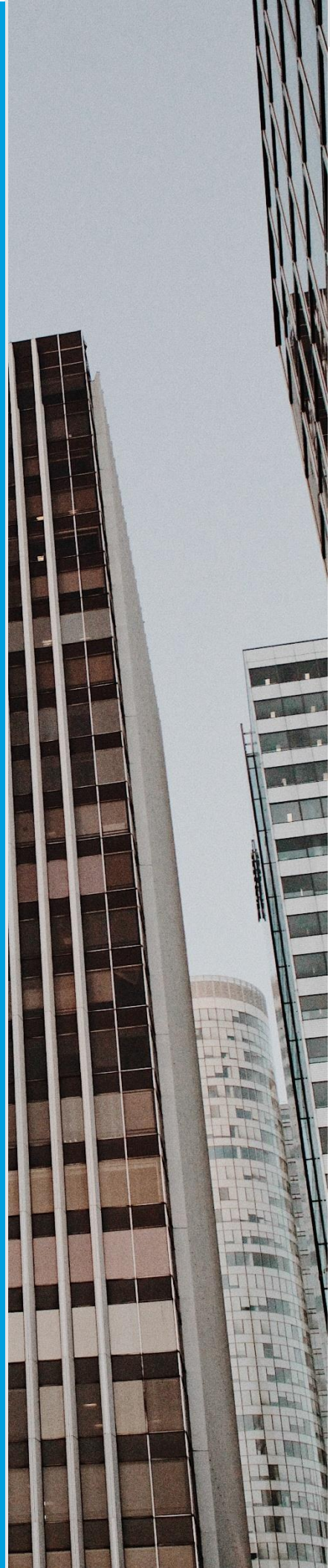
Mortgage Investment - Invest Smarter
Alternative Lending - Down to a Science



President and CEO **Jeffrey Hui**

B.Comm, CFP®, CIM®, FMA®, FCSI®, CIWM®, CSWP®

"At IQInvest Mortgage Investment Corporation, our people give us that competitive edge. IQI exemplifies integrity, honesty, trust and professionalism. Along with a strong vision of the future based on always doing the right things for our clients, we strongly believe in having an atmosphere of working with like-minded people who share our sense of purpose."



ABOUT US



www.IQInvest.ca

IQINVEST MIC

IQInvest Mortgage Investment Corporation, based in Toronto, Ontario, is a non-bank lender providing flexible and creative financing solutions to the real estate communities in Canada.

IQInvest Mortgage Investment Corporation is a mortgage investment corporation as defined under the Income Tax Act, which is managed and administered by CWF Group Mortgages Inc. (FSRA Administrator License No. 12944 and Brokerage License No. 12786). IQInvest offers investors an

opportunity to participate in a diversified portfolio of high yield Canadian residential mortgages primarily focused on owner-occupied residential real estate in Ontario in both urban and suburban markets.

We are experienced professionals, with over 50 years of experience in financial investing, real estate, financial lending, legal, and business development who have come together to provide investors and borrowers an attractive investment and borrowing solution.

BASICS

- ▶ High Returns - Target yield:
 - ▶ Class A: 5.00%
 - ▶ Class B: 8.50% Stable Investment
 - ▶ Low Volatility
- ▶ Registered Accounts available - RRSP, LIRA, RRIF, TFSA, LIF, LRIF
- ▶ All investments secured by real estate
- ▶ Manager is regulated by Financial Services Regulatory Authority of Ontario (FSRA)
- ▶ Audited Financial Statements are undertaken annually
- ▶ Quarterly Statements
- ▶ Superior Customer Service

OUR TEAM

IQInvest's Board of Directors is committed to thorough and effective corporate governance standards. The Corporation believes that sound corporate governance practices are in the interest of all stakeholders and contributes to prudent and effective decision-making by both the Board and Management. The Board regularly reviews and monitors IQInvest's governance policies and practices and is committed to delivering value to shareholders as it assumes the explicit responsibility of stewardship of the Corporation.

Our Team of professionals hold various designation, accreditations and degrees including:

- ▶ CFP® - Certified Financial Planner
- ▶ CFA® - Chartered Financial Analyst
- ▶ CIM® - Canadian Investment Manager
- ▶ FMA® - Financial Management Advisor
- ▶ PFP® - Personal Financial Planner
- ▶ FCSI® - Fellow of the Canadian Securities Institute
- ▶ CIWM® - Certified International Wealth Manager
- ▶ CSWP® - Chartered Strategic Wealth Professional
- ▶ LL.B. - Bachelor of Laws
- ▶ FRI - Fellow of the Real Estate Institute
- ▶ CRF - Certified in Real Estate Finance
- ▶ Master - ASA - Master Accredited Senior Agent
- ▶ ABR® - Accredited Buyer's Representative
- ▶ SRES® - Seniors Real Estate Specialist
- ▶ CREC - Certified Real Estate Consultant
- ▶ IFAS - Senior Appraiser Specialist

Administrator

CWF Group Mortgages Inc.

716 Gordon Baker Road, Suite 206
North York, ON M2H 3B4
888 293-8040 (ext. 501)

Securities Lawyers

WeirFoulds LLP

66 Wellington Street, Suite 4100.
P.O. Box 35, TD Bank Tower
Toronto, ON M5K 1B7
416 365-1110 F: 416 365-1876

Auditor

Rosenswig McRae Thorpe Chartered Professional

36 Toronto Street, Suite 800
Toronto, ON M5C 2C5
416 977-6600 F: 416 977-5874

Registered Plan Trustees

Olympia Trust

2200 125 – 9th Ave SE
Calgary, AB T2G 0P6
403 261-0900 F: 403 261-7523

Banking

TD Canada Trust Bank

31 Beckwith Street North
Smith Falls, ON K7A 2B4
613 284-1128



OUR TEAM



Jeffrey Hui
President & Chief Executive Officer

Mr. Hui obtained his B.Comm degree from the University of Toronto and holds the Financial Management Advisor (FMA) designation, the Certified Financial Planning (CFP) designation, the Fellow of the Canadian Securities Institute (FCSI) designation, the Chartered Professional (Ch.P.) Strategic Wealth designation, the Canadian Investment Manager (CIM) designation, the Chartered Strategic Wealth Professional (CSWP) designation and the Certified International Wealth Manager (CIWM) designation.

Mr. Hui has extensive working experience in the financial industry and is also a licensed mortgage agent, life insurance broker and registered insurance broker of Ontario. Mr. Hui is a member of both the Canadian Association of Accredited Mortgage Professionals (CAAMP) and Associate member of Association of International Wealth Management (AIWM).

Mr. Hui is also the founder and Executive Director of CWF Group Inc. and CWF Group Mortgages Inc., a franchisee of The Mortgage Centre (a division of CIBC) since their inception in 2004 and 2016 respectively.



Arif Khan
Director of Underwriting

Mr. Khan holds post graduate certification in Financial Services Underwriting with a specialist in fraud prevention and forensic underwriting. He has served as an industry advisor and contributing panelist to lenders, insurers, industry professional associations and regulators regarding market trends and policy development.

Mr. Khan is the founder and principal at Solid Ground Mortgage Solutions Inc. He has significant experience advising, structuring, and developing compliance practices and distribution suitability benchmarks, in the areas of real estate investment vehicles including Mortgage Investment Corporations (MICs), and Syndicated Mortgages products.

Additionally, Mr. Khan previously served as a City Councilor for the City of Barrie.



Kim Chan
Director, Sales/Client Service

Mr. Chan graduated from University of Saskatchewan majoring in microbiology. He joined the financial industry in 1996 and has witnessed the changes in the industry for the past 22 years including licensing, products and demutualization.

As an advisor, Mr. Chan has serviced a clientele of 850 clients and more than 1,500 contracts. He was an Associate Manager at Sun Life office of 95 advisors.

Mr. Chan holds the Certified Financial Planning (CFP) designation. Mr. Chan is a licensed life insurance broker, a registered insurance broker of Ontario (RIBO) and also an exempt market representative (EMR). Mr. Chan is also the Vice President of Business Operations at CWF Group Inc.

OUR TEAM



Allan Taube

Director of Operations

Mr. Taube graduated as a CA in 1974 and practiced as a public chartered accountant as a partner at Klayman & Taube CA and at Gilbert, Taube and Goldberg CA for over 10 years. He left public practice in 1984 to become a partner with the Philmor Group of Companies to develop, syndicate and manage various real estate syndications in the GTA. Over the next 12 years Mr. Taube has been involved in developing, syndicating and managing over \$200 million of real estate products investing in high-rise condos, town homes and a country club.

For approximately 10 years up until 2005 Mr. Taube developed a network of agents and distributors to sell and market in excess of \$100 million of numerous tax assisted projects in a variety business sectors.

From 2006 till the present he has been engaged as a consultant with various real estate developers to assist in the development and syndication of over \$85 million of specific residential & long term care real estate projects in both Canada and the United States.

Over the past 40 years Mr. Taube has developed a strong network of real estate lawyers, securities lawyers, real estate agents, securities agents, mortgage brokers and property managers with a focus on structuring and selling investments.



Benny Cheung

Director, Sales

Ms. Cheung immigrated to Canada in 1986 where she began her Canadian career at Manulife Financial. In 2004, Ms. Cheung founded Elegant Financial Inc., a financial brokerage managing over 50 agents and more than 3,000 clients worldwide. With over 25 years of experience in the financial industry Ms. Cheung actively helps clients meet and achieve their financial goals. Ms. Cheung is a member of the Canadian MDRT and is a licensed life insurance broker and a mortgage agent.

Ms. Cheung actively participates in the community. As one of the founding members of the Toronto Lions Club, Ms. Cheung serviced the club for over 10 years and was also nominated as the ninth President. Ms. Cheung was a member of the Chinese Chamber of Commerce in Toronto for 14 years and was elected as the President of the association. Ms. Cheung was also the Chairman of the Preparatory Committee for the Toronto International Dragon Boat Festival (TIDBRF) and is currently the acting President of the Federation of Transoceanic Chinese Canadian Association. Ms. Cheung initiated and organized two trade exchanges between the Canadian Chinese Chamber of Commerce and China while accompanied by the mayor and parliamentarians of Canada visiting all over China and meeting with local Chinese officials and business representatives to help bridge economic trade between Canada and China. As a member of SickKids Hospital Foundation Ms. Cheung help organize 4 annual fundraising events raising more than \$2.5 million in donations.

OUR TEAM

Advisory Board



Barry Lebow,
FRI, CRF, Master-ASA, ABR,
SRES, CREC, IFAS

*Professional Land Economist,
Arbitrator and Mediator
Advisor*

Starting his real estate career in 1968, Barry Lebow has evolved into one of Canada's most recognized real estate professionals. His articles circulate across Canada and around the world. As a popular guest speaker and instructor, he has appeared before real estate and legal audiences across Canada, the United States and international. He has trained thousands of real estate professionals over the years.

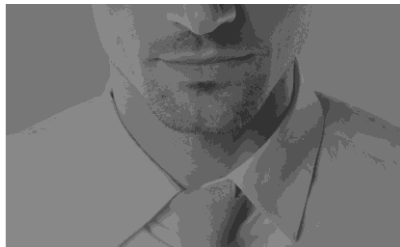
Barry is one of the most versatile of all real estate professionals, given his demonstrated experience in areas including real estate evaluation, brokerage, construction and renovation, mediation, arbitration, mortgage brokerage and of course, his passion - education. This extensive background has qualified him as an expert witness in more than 500 court proceedings plus hearings and arbitrations. Starting in the 1970s, he built Lebow, Hicks Appraisal Services Inc. into one of the best-recognized boutique real estate appraisal firms in Canada. He sold his interest in the firm to return to his passion, selling real estate in 2010. He is a broker with RE/MAX Ultimate Realty Inc. and is recognized by RE/MAX Ontario-Atlantic for being in the elite top 5% of RE/MAX agents.

Barry Lebow has earned 14 recognized real estate designations, with 3 specifics to appraisal and is a member of multiple real estate organizations. He was a former national director of the Real Estate Institute of Canada and has served as chair, president, or sat on the national boards of various professional associations. He is the author of various education programs and seminars which he teaches for real estate boards in Ontario.

In 2007 he founded the Society of Senior Agents and launched the Accredited Senior Agent designation program for Realtors across Canada. Thousands of Realtors have now taken the training for the ASA designation.

Barry is also a community leader who has continually been active raising money or volunteering for various charities or community groups and he sits as an advisor to three nonprofit housing complexes and has acted as an advisor to many charitable organizations. He is active in raising money for Alzheimer's research at Baycrest Hospital and supports various other charities.

IMPLEMENTATION



High

Returns

We provide you with the potential to earn higher returns since most mortgages in the MIC have a

9-15% annual interest rate.

Targeted annual yield of 5.00% (Class A) & 8.50% (Class B).

Our Preferred Shares are also redeemable by investors upon advance notice.

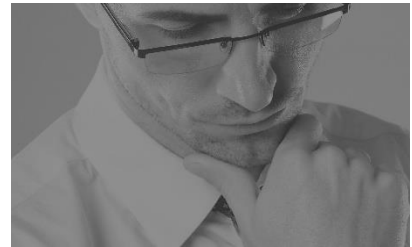


Stable

Secure

As a lender in the real estate industry, our assets are strategically allocated and secured

in physical properties that will always have a value. Therefore, unlike investment options which can have a high level of price volatility, the MIC generally has a more stable value over time.



Transparent

Process

You will never be left in the dark. It is your money, so you should know everything that is involved.

You will always know how your investment is doing, with dividend announcements every quarter, incredibly friendly and knowledgeable staff, and annual audited financial statements.

INVESTMENT OBJECTIVES

IQInvest Mortgage Investment Corporation invests primarily in first, second and third mortgages secured by residential and commercial properties located in Canada. Mortgage terms are typically 3 to 12 months which minimizes real estate price fluctuation risk, interest risk and duration risk.

To maintain a stable yield on our mortgage portfolio, we manage risk through maintenance of a diversified mortgage portfolio, conservative underwriting and diligent and aggressive mortgage servicing. Our objectives are: (i) to preserve our shareholders' equity, and (ii) to provide our shareholders with stable and secure dividends from our investments in mortgage loans within the criteria mandated for a MIC. Working within conservative risk parameters, we endeavour to maximize yields dividends through the sourcing and efficient management of our mortgage investments. The Corporation's mortgages are all secured by properties.

Our fund is distributed through Exempt Market Dealers and Securities Dealers. Our MIC is available on a private placement basis to qualified investors who purchase through registered dealers.

Why Invest in IQI MIC?

- ▶ Secured by real estate in Canada
- ▶ Consistent yield of 5% per annum for Class A fund and 8.5% per annum for Class B fund since inception
- ▶ Low volatility that gives you peace of mind
- ▶ Low development risk - portfolio consists of existing properties
- ▶ Financial statements are audited each year
- ▶ Minimum investment is only \$25,000

This Investment is for Investors Who:

- ▶ Seek regular income from their investment
- ▶ Want investment secured by Canadian real estate
- ▶ Seek passive income with potential higher yield
- ▶ Wish to diversify their Cash, RRSP, RRIF, TFSA, LIRA, LIF or LRIF investment portfolio
- ▶ Plan to hold their investment for medium to long term
- ▶ Want flexibility to access their investment

Dividend Distribution

The Corporation's policy is to pay a substantial part of its earnings to its shareholders. The Corporation currently expects to declare dividends quarterly, on the last day of each quarter. Once declared, dividends are payable by the Corporation, and will be paid on a quarterly basis on or about each of November 30, February 28, May 31 and August 31 and paid on the 15th day of the month following such quarter end. Additional dividends may be declared by the Corporation from time to time.

Dividend Re-Investment Plan (DRIP)

Our Dividend Reinvestment Plan (DRIP) provides a convenient and cost-effective method for eligible holders in Canada to maximize their investment in IQInvest MIC (IQI) by reinvesting their quarterly cash dividends to acquire additional IQI preferred shares.

For more information with respect to the particulars of our DRIP Program, please contact our office or your representative.

Account Types: Available: CASH / RRSP / RRIF / TFSA / LIRA / LIF / LRIF

TESTIMONIALS

I am a real estate investor and quite cautious about my investments. I have been delighted with my investments with IQInvest. All payments and interest have been received as scheduled. I currently have my investments with IQI and am happy to continue my relationship with them.
D.P., *Investor*

I received my investment fund update this morning and wow - you guys are doing a great job. I'm kicking myself for not putting more into this deal. IQInvest offers a generous return and flexible investment opportunities.

S.H., *Investor*

One of the most compelling presentations I have seen. I thought I was never investing in real estate again... Until I heard your story. Well done.

J.K., *Investor*



RESOURCES & TOOLS

Investing in Mortgages

Mortgages make up a big part of a Canadian bank's business model. This is a good indication that investing in mortgages is not only lucrative but also secure compared to many other alternative investment options. It's our mission to open up the mortgage investment market to the public and add mortgages to your investment portfolio as an alternative to stock market-based assets, such as mutual funds.

The IQInvest MIC provides a way for individuals and corporate investors to access Canadian real estate markets and take advantage of economies of scale not available to them as individuals. Investors pool their money by buying shares in a company called a Mortgage Investment Corporation (MIC). The MIC invests these funds in mortgages that generate a yield through interest rates and fees charged to the borrowers. This yield produces quarterly cash flow for its investors.

The MIC's management is responsible for all facets of the MICs operations: sourcing of mortgage opportunities, analysis and underwriting of mortgages, and structuring and facilitating the related legal transactions. The MIC then manages and administers the entire mortgage portfolio comprised of these individual mortgage investments. Extensive oversight from different regulatory bodies ensures transparency and security. The Financial Services Regulatory Authority of Ontario (FSRA) regulates the mortgage brokering and lending activities of MICs under the Mortgage Brokers, Lenders and Administrators Act, 2006. We file our Offering Memorandum and audited financial statements annually with the Ontario Securities Commission.

A Guide to the Mortgage Investment Corporation (MIC)

It is important for investors in a Mortgage Investment Corporation (MIC) to know as much as possible about the background, intent, structure, regulations and tax-exempt flow-through aspects of the MIC.

Let's define what a MIC is.

A MIC is an investment that lets people pool their money to be invested in mortgages. All of the MIC's net profit from the mortgages flows through to the MIC investors.

MICs have been around since 1973 when federal legislation was enacted to promote private financing and make it easier to invest in mortgages.

MICs are one of the lesser known asset classes despite yielding solid long-term returns and despite being RRSP, TFSA, RRIF and RESP eligible in most cases.

A Mortgage Investment Corporation as defined under Section 130.1 of the Income Tax Act pay no corporate income tax and act as a flow-through entity, provided 100% of its taxable income gets paid out as dividends.

IQInvest Mortgage Investment Corporation is managed and administered by CWF Group Mortgages Inc. (FSRA Administrator License No. 12944 and Brokerage License No. 12786)

RESOURCES & TOOLS

Advantages of Investing in a MIC

Investing in a MIC spreads the investment among a diversified group of mortgages, mitigating concentration risk that can arise from holding a single mortgage or small number of mortgages.

MIC Manager actively manages the investments and mortgages, providing an investor with a hands-off investment experience.

The MIC is subject to the Canadian Income Tax Act along with the Ontario Securities Commissions oversight.

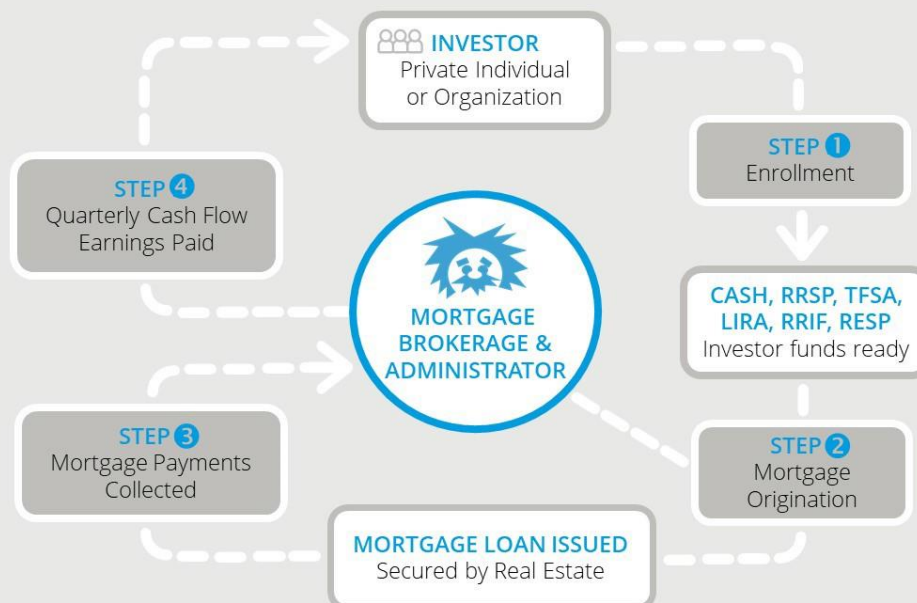
A MIC invests in mortgages secured by real estate whereas a real estate investment trust (REIT) invests in the property itself. A MIC draws its income from mortgage payments by the property owners, whereas a REIT draws its income through rents collected from tenants.

Mortgage payments provide for predictable, steady, monthly income while providing safety and security to the investor. A MIC's financial statements must be audited each year, the applicable audit standards are the International Financial Reporting Standards, or IFRS, which is the same standard that applies to publicly traded companies.

MICS can also be a more secure and safe option compared to investing directly in real estate.

When you invest in a MIC, you are investing in mortgages, which are less vulnerable to fluctuating property values.

IQInvest Process



FREQUENTLY ASKED QUESTIONS

Q. What is the size of the MIC market?

A. The Canadian residential mortgage market surpassed 1.6 trillion dollars in 2016. It has been growing at an annual growth rate of 7% compounded every year for the last 10 years. The Banks and Trust Companies focus on 80% of the market. Due to tighter restrictions due to the recent OSFI B-20 Guideline, the Banks and Trust Companies have restricted their lending practices. This has created a larger opportunity for MICs.

Q. How is the MIC market regulated?

A. In the province of Ontario, the Financial Services Regulatory Authority of Ontario (FSRA) licenses and regulates all mortgage brokers, agents, and administrators. MICs are subject to the Income Tax Act and OSC oversight.

Q. What risks are associated with investing in a MIC?

A. All property investments are subject to elements of risk. Property value is affected by general economic conditions, local real estate markets, the attractiveness of the property to tenants, competition from other available properties, and other factors. While independent appraisals are required before MICs may make any mortgage investment, the appraised values provided therein, even where reported on an "as in" basis, are not necessarily always reflective of the market value of the underlying property, which may fluctuate.

The MIC's income and funds available for distribution to security holders would be adversely affected if a significant number of borrowers were unable to pay their obligations. Upon default by a borrower, MICs may experience delays in enforcing its' rights as a lender and could incur costs in protecting its investment.

Additional risk considerations include:

- Lender inexperience through credit cycles
- Lender does not have any workout experience
- The province in which the MIC invests is an important consideration with respect to the real estate market and the ability to enforce lender rights
- Size and Term of the mortgage
- Loan-to-value ratio
- Proportion of the MICs assets in first vs. second vs. third mortgages
- Proportion on the MICs assets in residential vs. commercial vs. land

For further information on risks associated with investing in a MIC please refer to the Offering Memorandum.

Q. Who borrows from IQI MIC?

A. While banks are readily available sources of loans, recent legislation has required banks to adjust and restrict their mortgage lending policies. Borrowers who previously qualified for bank loans may now be rejected. This is where IQI MIC can step in and fill the gap. IQI is more efficient than a conventional bank, credit union, or trust company and can provide financing on a timelier basis. Additionally, IQI has greater flexibility in managing its relationships with borrowers and can tailor solutions to each borrower's situation. Investors, through the MIC, can assist these individuals, while earning a healthy and stable return.

FREQUENTLY ASKED QUESTIONS

Q. What kind of mortgages does IQI invest in?

A. Our mortgages are secured by Canadian real estate located in Canada, primarily in Ontario. We lend based on the value of property and credit-worthiness of our borrowers.

Q. Why does IQI focus on financing mortgages in Ontario?

A. IQI is pro-active in working with borrowers and has a structured process in place in the event legal action is required. In situations where the borrower is unable to service the loan, IQI will send a demand letter if the mortgage is more than 16 days arrears. The power of sale can commence in Ontario after 37 days compared with much longer periods (6+ months) in other provinces.

Q. How does IQI MIC originate mortgages?

A. IQI originates deals through licensed mortgage brokers and licensed agents in Ontario. The Manager is retained to manage the mortgage portfolio. IQI MIC does not broker mortgages for a fee or pay origination fees.

Q. Is financing real estate as secure as owning it?

A. While the real estate values may change, investors do not have the same concerns as owners about possible value losses. If the financing opportunities are well selected, the return is fixed over the life of the financing.

Q. Is leverage utilized?

A. IQI MIC has the option to incur indebtedness secured by the Corporation's assets to purchase or make mortgage investments. Historically, IQI has used leverage as a cash management tool to even out investor inflows with outflows. See the Offering memorandum for further detail.

Q. How am I taxed?

A. Your returns are taxed as interest, not dividends.

Q. Can I invest through my RRSP or TFSA as well as cash?

A. Yes, IQInvest MIC is an investment for all Canadian registered plans, examples being the RRSP and Spousal RRSP, RRIF, TFSA, LIF, LRIF, and LIRA. Many IQI investors invest both cash and registered funds.

Q. Can I transfer my registered plan to IQI?

A. Yes, you can. We handle the transfer for you.

Q. How long is my money committed?

A. Your funds are committed for 1 year when investing in our Class A Shares and 3-years when investing in our Class B Shares. You choose. Our Class B Shares offers an Early Redemption clause to redeem the investment earlier than its due date (subject to an early redemption penalty).

Q. What are the start-up fees associated with opening an account?

A. At IQInvest there are no start-up fees associated with opening a cash account. For registered accounts please refer to the Trustee's fee schedule.

FREQUENTLY ASKED QUESTIONS

Q. How is my investment secured?

A. IQI Investors are value investors. They are long-term thinkers who have faith in the enduring value of Canadian real estate property. They are not interested in the quick buck, volatility, and its associated risks. They like regular income and growth through compound interest. IQI's investment is secured by valuable Canadian real estate and personal guarantees of mortgage borrowers.

Q. What is the typical investment amount?

A. There is no 'typical' investment amount. You may invest as little as \$25,000 and you may make monthly contributions to your investment account.

Q. How are dividends received?

A. Investors can choose to take advantage of the automatic dividend reinvestment plan (DRIP) and gain the benefit of compounding their return. Alternatively, investors can receive their quarterly dividends by cash.

Q. How do I benefit from compound interest?

A. By reinvesting dividends compound interest increases your investment exponentially without any work. Unlike most banks that compound your interest once a year, IQI compounds your interest four times a year.

Q. How do I subscribe?

A. An investor wishing to subscribe for Offered Shares must ensure that a duly completed and executed subscription agreement (a "Subscription Agreement") in the form provided by, or on behalf of, the Corporation is received by the Corporation (or its agent) by 4:00 p.m. (EST) within two (2) business days before the applicable Subscription Date for the subscription to be processed as of such Subscription Date.

- Please speak to your financial advisor regarding your interest in investing in the IQI MIC.
- Your advisor will have you fill out our Subscription Document and help you determine suitability.
- Upon completion of the Subscription Document, your advisor will post the trade.
- Dealers/Advisors are required for all initial purchases to deliver a copy of the completed Subscription Agreement to IQI MIC via Email to info@iqinvest.ca.
- Please contact our office or refer to our Offering Memorandum for a detailed subscription process.

Q. How do I retract my shares?

A. Subscriber wishing to retract all or any portion of his, her or its Shares on a Retraction Date must submit written notice of such intention to the Corporation a minimum of six (6) months before the Retraction Date (which period may be varied or waived by the directors of the Corporation in their sole discretion).

Q. Is there a lock-up period?

A. Yes, 12 months.

Disclaimer - Please note that this FAQ has been completed accurately to the best of our abilities and knowledge as of June 2020. As market conditions evolve, the answers can change over time. This is not a legal document. Please refer to the Offering memorandum for the full legal term.

CONTACT

SEMINAR DATES

We hold investor seminars throughout the year, for dates and time refer to our website at:

<http://www.iqinvest.ca/investors>

MORTGAGE AGENTS

Our established and growing network of mortgage partners has allowed us to build steady stream of qualified mortgage opportunities. For more info visit:

www.iqinvest.ca/mortgages



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5.0%
Class A

RETURN
Annual Target

8.5%
Class B

RETURN
Annual Target





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