

CX REAGAN CROSSING, DST

FORM D/A

(Amended Small Company Offering and Sale of Securities Without Registration)

Filed 07/16/20

Address	4890 WEST KENNEDY BOULEVARD SUITE 200 TAMPA, FL, 33609
Telephone	(813) 263-5312
CIK	0001803518
Fiscal Year	12/31

UNITED STATES SECURITIES
AND EXCHANGE COMMISSION
Washington, D.C.

OMB APPROVAL
OMB Number: 3235-0076 Estimated Average burden hours per response: 4.0

FORM D

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number)

0001803518

Previous Name(s) ☒ None

Name of Issuer

CX Reagan Crossing, DST

Jurisdiction of
Incorporation/Organization

DELAWARE

Entity Type

☐

Corporation

☐

Limited Partnership

☐

Limited Liability Company

☐

General Partnership

☐

Business Trust

☒

Other

Delaware Statutory Trust

Year of Incorporation/Organization

☐

Over Five Years Ago

☒

Within Last Five Years (Specify Year)

2019

☐

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

CX Reagan Crossing, DST

Street Address 1

4890 WEST KENNEDY BOULEVARD

Street Address 2

SUITE 200

City

TAMPA

State/Province/Country

FLORIDA

ZIP/Postal Code

33609

Phone No. of Issuer

(813) 263-5312

3. Related Persons

Last Name	First Name	Middle Name
Whitaker, Jr.	Robert	Dallas
Street Address 1	Street Address 2	
4890 West Kennedy Boulevard	Suite 200	
City	State/Province/Country	ZIP/Postal Code
Tampa	FLORIDA	33609
Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director <input type="checkbox"/> Promoter
Clarification of Response (if Necessary)		
Executive Officer of the Sponsor of the Offering		

Last Name	First Name	Middle Name
Carter	John	E.
Street Address 1	Street Address 2	
4890 West Kennedy Boulevard	Suite 200	
City	State/Province/Country	ZIP/Postal Code
Tampa	FLORIDA	33609
Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director <input type="checkbox"/> Promoter
Clarification of Response (if Necessary)		
Executive Officer of the Sponsor of the Offering		

Last Name	First Name	Middle Name
Carter Exchange Fund Management Company, LLC	N/A	
Street Address 1	Street Address 2	
4890 West Kennedy Boulevard	Suite 200	
City	State/Province/Country	ZIP/Postal Code
Tampa	FLORIDA	33609
Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director <input type="checkbox"/> Promoter
Clarification of Response (if Necessary)		
Sponsor of the Issuer		

Last Name	First Name	Middle Name
CX Reagan Crossing Manager, LLC	N/A	
Street Address 1	Street Address 2	
4890 West Kennedy Boulevard	Suite 200	
City	State/Province/Country	ZIP/Postal Code
Tampa	FLORIDA	33609
Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director <input type="checkbox"/> Promoter
Clarification of Response (if Necessary)		
Manager and Signatory Trustee of the Offering		

Last Name	First Name	Middle Name
CX Reagan Crossing Depositor, LLC	N/A	
Street Address 1	Street Address 2	
4890 West Kennedy Boulevard	Suite 200	
City	State/Province/Country	ZIP/Postal Code
Tampa	FLORIDA	33609
Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director
		<input type="checkbox"/> Promoter
Clarification of Response (if Necessary)		
Depositor of the Issuer		

4. Industry Group

☐ Agriculture

☐ Banking & Financial Services

☐ Commercial Banking

☐ Insurance

☐ Investing

☐ Investment Banking

☐ Pooled Investment Fund

☐ Other Banking & Financial Services

☐ Business Services

☐ Energy

☐ Coal Mining

☐ Electric Utilities

☐ Energy Conservation

☐ Environmental Services

☐ Oil & Gas

☐ Other Energy

Health Care

☐ Biotechnology

☐ Health Insurance

☐ Hospitals & Physicians

☐ Pharmaceuticals

☐ Other Health Care

☐ Manufacturing

Real Estate

☐ Commercial

☐ Construction

☐ REITS & Finance

☐ Residential

☒ Other Real Estate

☐ Retailing

☐ Restaurants

Technology

☐ Computers

☐ Telecommunications

☐ Other Technology

Travel

☐ Airlines & Airports

☐ Lodging & Conventions

☐ Tourism & Travel Services

☐ Other Travel

☐ Other

5. Issuer Size

Revenue Range

☐ No Revenues

☐ \$1 - \$1,000,000

☐ \$1,000,001 - \$5,000,000

☐ \$5,000,001 - \$25,000,000

☐ \$25,000,001 - \$100,000,000

☐ Over \$100,000,000

☒ Decline to Disclose

☐ Not Applicable

Aggregate Net Asset Value Range

☐ No Aggregate Net Asset Value

☐ \$1 - \$5,000,000

☐ \$5,000,001 - \$25,000,000

☐ \$25,000,001 - \$50,000,000

☐ \$50,000,001 - \$100,000,000

☐ Over \$100,000,000

☐ Decline to Disclose

☐ Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

- | | |
|--|--|
| <input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii)) | <input type="checkbox"/> Rule 505 |
| <input type="checkbox"/> Rule 504 (b)(1)(i) | <input checked="" type="checkbox"/> Rule 506(b) |
| <input type="checkbox"/> Rule 504 (b)(1)(ii) | <input type="checkbox"/> Rule 506(c) |
| <input type="checkbox"/> Rule 504 (b)(1)(iii) | <input type="checkbox"/> Securities Act Section 4(a)(5) |
| | <input type="checkbox"/> Investment Company Act Section 3(c) |

7. Type of Filing

- | | | |
|---|--------------------------------------|--|
| <input type="checkbox"/> New Notice | Date of First Sale 2020-04-01 | <input type="checkbox"/> First Sale Yet to Occur |
| <input checked="" type="checkbox"/> Amendment | | |

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? ☐ Yes ☒ No

9. Type(s) of Securities Offered (select all that apply)

- | | |
|--|---|
| <input type="checkbox"/> Pooled Investment Fund Interests | <input checked="" type="checkbox"/> Equity |
| <input type="checkbox"/> Tenant-in-Common Securities | <input type="checkbox"/> Debt |
| <input type="checkbox"/> Mineral Property Securities | <input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security |
| <input type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security | <input type="checkbox"/> Other (describe) |

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? ☐ Yes ☒ No

Clarification of Response (if Necessary)

11. Minimum Investment

Minimum investment accepted from any outside investor **\$ 25000** USD

12. Sales Compensation

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Edward Fernandez		2956661	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Capulent, LLC		155155	
Street Address 1		Street Address 2	
1 Spectrum Pointe Drive		Suite 320	
City	State/Province/Country	ZIP/Postal Code	
Lake Forest	CALIFORNIA	92630	
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
CALIFORNIA			
COLORADO			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Joseph Michaletz		1327534	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
DAI Securities, LLC		36673	
Street Address 1		Street Address 2	
150 St. Andrews Court		Suite 210	
City	State/Province/Country	ZIP/Postal Code	
Mankato	MINNESOTA	56001	
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
ILLINOIS			
MINNESOTA			
TEXAS			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Mike O'Toole		6336251	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
DAI Securities, LLC		36673	
Street Address 1		Street Address 2	
150 St. Andrews Court		Suite 210	
City	State/Province/Country	ZIP/Postal Code	
Mankato	MINNESOTA	56001	
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
ILLINOIS			
MINNESOTA			
TEXAS			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Trawnegan Gall		6266415	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
WealthForge Securities, LLC		152550	
Street Address 1		Street Address 2	
1 City Boulevard West		Suite 870	
City	State/Province/Country	ZIP/Postal Code	
Orange	CALIFORNIA	92868	
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
CALIFORNIA			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Christina Nielson		4866971	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
DAI Securities, LLC		36673	
Street Address 1		Street Address 2	
650 Town Center Drive		Suite 1400	
City	State/Province/Country	ZIP/Postal Code	
Costa Mesa	CALIFORNIA	92626	
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
CALIFORNIA			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Alex Madden		7989201	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
WealthForge Securities, LLC		152550	
Street Address 1		Street Address 2	
21515 Hawthorne Boulevard		Suite 360	
City	State/Province/Country	ZIP/Postal Code	
Torrance	CALIFORNIA	90503	
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
CALIFORNIA			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Jack Michaletz		5773608	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
DAI Securities, LLC		36673	
Street Address 1		Street Address 2	
150 St. Andrews Court		Suite 210	
City		State/Province/Country	ZIP/Postal Code
Mankato		MINNESOTA	56001
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
MINNESOTA			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Timothy Sherer		833618	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Emerson Equity, LLC		130032	
Street Address 1		Street Address 2	
455 Los Gatos Boulevard		Suite 206	
City		State/Province/Country	ZIP/Postal Code
Los Gatos		CALIFORNIA	95032
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
CALIFORNIA			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Ryan Sherer		5952617	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Emerson Equity, LLC		130032	
Street Address 1		Street Address 2	
455 Los Gatos Boulevard		Suite 206	
City		State/Province/Country	ZIP/Postal Code
Los Gatos		CALIFORNIA	95032
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
CALIFORNIA			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
James Whitson		1353438	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Emerson Equity LLC		130032	
Street Address 1		Street Address 2	
155 Bovet Road		Suite 725	
City		State/Province/Country	ZIP/Postal Code
San Mateo		CALIFORNIA	94402
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
CALIFORNIA			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
David Dahill		6581024	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Thornhill Securities, Inc.		22333	
Street Address 1		Street Address 2	
111 Congress Avenue		Suite 1000	
City		State/Province/Country	ZIP/Postal Code
Austin		TEXAS	78701
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
FLORIDA			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
J. Callaway Halliburton		407116	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Kalos Capital, Inc.		44337	
Street Address 1		Street Address 2	
3525 Piedmont Road		Building 6, Suite 420	
City		State/Province/Country	ZIP/Postal Code
Atlanta		GEORGIA	30305
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
GEORGIA			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Patrick Healey		2816003	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Kalos Capital, Inc.		44337	
Street Address 1		Street Address 2	
239 Washington Street		Suite 304	
City		State/Province/Country	ZIP/Postal Code
Jersey City		NEW JERSEY	07302
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
NEW JERSEY			

Recipient		Recipient CRD Number	<input type="checkbox"/> None
Rodger McAlister		2676623	
(Associated) Broker or Dealer	<input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
Money Concepts Capital Corp.		12963	
Street Address 1		Street Address 2	
323 Townepark Circle			
City		State/Province/Country	ZIP/Postal Code
Louisville		KENTUCKY	40243
State(s) of Solicitation	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	
KENTUCKY			

13. Offering and Sales Amounts

Total Offering Amount	\$ 19964044 USD	<input type="checkbox"/>	Indefinite
Total Amount Sold	\$ 6189857 USD		
Total Remaining to be Sold	\$ 13774187 USD	<input type="checkbox"/>	Indefinite

Clarification of Response (if Necessary)
Regarding Item 11, the Issuer may accept smaller investments in the Issuer's sole discretion.

14. Investors

☐ Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors,
Number of such non-accredited investors who already have invested in the offering

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering: 19

15. Sales Commissions & Finders’ Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions	\$ 1846675 USD	<input checked="" type="checkbox"/>	Estimate
Finders' Fees	\$ 0 USD	<input checked="" type="checkbox"/>	Estimate

Clarification of Response (if Necessary)

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

	\$ 1390600 USD	<input checked="" type="checkbox"/>	Estimate
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Clarification of Response (if Necessary)

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
CX Reagan Crossing, DST	/s/ Robert Dallas Whitaker, Jr	Robert Dallas Whitaker, Jr.	Executive Officer of the Sponsor of the Offering	2020-07-16