



Form D Realiste Fund I Lp

Notice of Exempt Offering of Securities, items 06c, 3C, and 3C.1

[SEC.report](#) / [Realiste Fund I LP](#) / [Form D](#)

/ (Filer)

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SEC FORM D

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

**UNITED STATES
SECURITIES AND
EXCHANGE
COMMISSION**

Washington, D.C. 20549

FORM D

**Notice of Exempt
Offering of
Securities**

OMB APPROVAL	
OMB Number:	3235-0076
Estimated average burden hours per response:	4.00

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names	<input checked="" type="checkbox"/> None	Entity Type
0001768113			<input type="checkbox"/> Corporation
Name of Issuer			<input checked="" type="checkbox"/> Limited Partnership
Realiste Fund I LP			<input type="checkbox"/> Limited Liability Company
Jurisdiction of Incorporation/Organization			<input type="checkbox"/> General Partnership
DELAWARE			<input type="checkbox"/> Business Trust
Year of Incorporation/Organization			<input type="checkbox"/> Other (Specify)
<input type="checkbox"/> Over Five Years Ago			
<input checked="" type="checkbox"/> Within Last Five Years (Specify Year) 2019			
<input type="checkbox"/> Yet to Be Formed			

2. Principal Place of Business and Contact Information

Name of Issuer			
Realiste Fund I LP			
Street Address 1		Street Address 2	
410 Central Avenue		Suite 203	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
Nashville	TENNESSEE	37211	6156967676

3. Related Persons

Last Name	First Name	Middle Name
Epstein	Stephen	A
Street Address 1	Street Address 2	
718 Thompson Lane	Suite 108-273	
City	State/Province/Country	ZIP/PostalCode
Nashville	TENNESSEE	37204
Relationship: <input checked="" type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Epstein	Megan	A
Street Address 1	Street Address 2	
718 Thompson Lane	Suite 108-273	
City	State/Province/Country	ZIP/PostalCode
Nashville	TENNESSEE	37204
Relationship: <input type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input checked="" type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

4. Industry Group

<input type="checkbox"/> Agriculture	<input type="checkbox"/> Banking & Financial Services	<input type="checkbox"/> Retailing
<input type="checkbox"/> Banking & Financial Services	<input type="checkbox"/> Biotechnology	<input type="checkbox"/> Restaurants
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- | | | |
|--|---|---|
| <input type="checkbox"/> Commercial Banking | <input type="checkbox"/> Health Insurance | <input type="checkbox"/> Banking & Financial Services |
| <input type="checkbox"/> Insurance | <input type="checkbox"/> Hospitals & Physicians | <input type="checkbox"/> Computers |
| <input type="checkbox"/> Investing | <input type="checkbox"/> Pharmaceuticals | <input type="checkbox"/> Telecommunications |
| <input type="checkbox"/> Investment Banking | <input type="checkbox"/> Other Health Care | <input type="checkbox"/> Other Technology |
| <input checked="" type="checkbox"/> Pooled Investment Fund | <input type="checkbox"/> Manufacturing | <input type="checkbox"/> Banking & Financial Services |
| <input type="checkbox"/> Hedge Fund | <input type="checkbox"/> Banking & Financial Services | <input type="checkbox"/> Airlines & Airports |
| <input checked="" type="checkbox"/> Private Equity Fund | <input type="checkbox"/> Commercial | <input type="checkbox"/> Lodging & Conventions |
| <input type="checkbox"/> Venture Capital Fund | <input type="checkbox"/> Construction | <input type="checkbox"/> Tourism & Travel Services |
| <input type="checkbox"/> Other Investment Fund | <input type="checkbox"/> REITS & Finance | <input type="checkbox"/> Other Travel |
| | <input type="checkbox"/> Residential | <input type="checkbox"/> Other |
| | <input type="checkbox"/> Other Real Estate | |

Is the issuer registered as an investment company under the Investment Company Act of 1940?

Yes No

- Other Banking & Financial Services
- Business Services
- Energy
- Coal Mining
- Electric Utilities
- Energy Conservation
- Environmental Services
- Oil & Gas
- Other Energy

5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
<input checked="" type="checkbox"/> No Revenues		<input type="checkbox"/> No Aggregate Net Asset Value
<input type="checkbox"/> \$1 - \$1,000,000		<input type="checkbox"/> \$1 - \$5,000,000
<input type="checkbox"/> \$1,000,001 - \$5,000,000		<input type="checkbox"/> \$5,000,001 - \$25,000,000
<input type="checkbox"/> \$5,000,001 - \$25,000,000		<input type="checkbox"/> \$25,000,001 - \$50,000,000
<input type="checkbox"/> \$25,000,001 - \$100,000,000		<input type="checkbox"/> \$50,000,001 - \$100,000,000
<input type="checkbox"/> Over \$100,000,000		<input type="checkbox"/> Over \$100,000,000
<input type="checkbox"/> Decline to Disclose		<input type="checkbox"/> Decline to Disclose
<input type="checkbox"/> Not Applicable		<input type="checkbox"/> Not Applicable

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

<input checked="" type="checkbox"/> Investment Company Act Section 3(c)			
<input checked="" type="checkbox"/>	Section 3(c)(1)	<input type="checkbox"/>	Section 3(c)(9)
<input type="checkbox"/>	Sect	<input type="checkbox"/>	Secti

<input type="checkbox"/>	Rule 504(b)(1) (not (i), (ii) or (iii))	ion 3(c) (2)	on 3(c) (10)
<input type="checkbox"/>	Rule 504 (b)(1)(i)	Sect ion	Secti on
<input type="checkbox"/>	Rule 504 (b)(1)(ii)	3(c) (3)	3(c) (11)
<input type="checkbox"/>	Rule 504 (b)(1)(iii)	Sect ion	Secti on
<input type="checkbox"/>	Rule 506(b)	3(c) (4)	3(c) (12)
<input checked="" type="checkbox"/>	Rule 506(c)	Sect ion 3(c) (5)	Secti on 3(c) (13)
<input type="checkbox"/>	Securities Act Section 4(a)(5)	Sect ion 3(c) (6)	Secti on 3(c) (14)
		Section 3(c)(7)	

7. Type of Filing

New Notice Date of First Sale 2019-02-14 First Sale Yet to Occur
 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"/> Equity	<input checked="" type="checkbox"/> Pooled Investment Fund Interests
<input type="checkbox"/> Debt	<input type="checkbox"/> Tenant-in-Common Securities
<input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security	<input type="checkbox"/> Mineral Property Securities
<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 \$0 USD

12. Sales Compensation

Recipient

BA Securities, LLC

(Associated) Broker or Dealer

None

Street Address 1

200 Barr Harbor Drive

City

West Conshohocken

State(s) of Solicitation

(select all that apply)

Check "All States" or check individual States

ARIZONA
CALIFORNIA
COLORADO
CONNECTICUT
DELAWARE
GEORGIA
ILLINOIS
MARYLAND
MASSACHUSETTS
MINNESOTA
MISSOURI
NEVADA
NEW JERSEY
NEW MEXICO
NEW YORK
NORTH CAROLINA
OREGON
PENNSYLVANIA
RHODE ISLAND
SOUTH CAROLINA
TENNESSEE
TEXAS
UTAH
VIRGINIA

Recipient CRD Number None

153489

(Associated) Broker or Dealer CRD Number

None

Street Address 2

Suite 400

State/Province/Country

PENNSYLVANIA

ZIP/Postal Code

19428

 All States Foreign/non-US

13. Offering and Sales Amounts

Total Offering Amount \$100,000,000 USD or Indefinite

Total Amount Sold \$15,000,000 USD

Total Remaining to be Sold \$85,000,000 USD or Indefinite

Clarification of Response (if Necessary):

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the 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:

15. Sales Commissions & Finder's 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 \$2,200,000 USD Estimate

Finders' Fees \$0 USD 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.

\$0 USD Estimate

Clarification of Response (if Necessary):

Nothing directly from the gross proceeds of the offering other than reimbursement of expenses. Payments for functional services, e.g. investment management fees, development fees, and profits interests are estimated at \$15 million over the fund's life.

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, in the accordance with applicable law, 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 the issuer 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
Realiste Fund I LP	Stephen Epstein	Stephen Epstein	Manager of General Partner	2019-02-22

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their

anti-fraud authority.

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Schema Version: X0708

Submission Type: D

Test Or Live: LIVE

Primary Issuer

Cik 0001768113

Entity Name Realiste Fund I LP

Issuer Address

Street1 410 Central Avenue

Street2 Suite 203

City Nashville

State Or Country TN

State Or Country Description TENNESSEE

Zip Code 37211

Issuer Phone Number 6156967676

Jurisdiction Of Inc DELAWARE

Issuer Previous Name List None

Edgar Previous Name List None

Entity Type Limited Partnership

Year Of Inc

Within Five Years true

Value 2019

Related Person Info

Related Person Name

First Name Stephen

Middle Name A

Last Name Epstein

Related Person Address

Street1 718 Thompson Lane

Street2 Suite 108-273

City Nashville

State Or Country TN

State Or Country Description TENNESSEE

Zip Code 37204

Relationship

0 Executive Officer

1 Director

2 Promoter

Related Person Name

First Name Megan

Middle Name A

Last Name Epstein

Related Person Address

Street1 718 Thompson Lane

Street2 Suite 108-273

City Nashville

State Or Country TN

State Or Country Description TENNESSEE

Zip Code 37204

Related Person Relationship List Relationship Promoter

Offering Data

Industry Group

Industry Group Type Pooled Investment Fund

Investment Fund Info

Investment Fund Type Private Equity Fund

Is40 Act false

Issuer Size Revenue Range No Revenues

Item

0 06c

1 3C

2 3C.1

Type Of Filing

New Or Amendment Is Amendment false

Date Of First Sale 2019-02-14

Duration Of Offering More Than One Year false

Types Of Securities Offered Is Pooled Investment Fund Type true

Business Combination Transaction

Is Business Combination Transaction false

Minimum Investment Accepted 0

Recipient

Recipient Name BA Securities, LLC

Recipient C R D Number 153489

Associated B D Name None

Associated B D C R D Number None

Recipient Address

Street1 200 Barr Harbor Drive

Street2 Suite 400

City West Conshohocken

State Or Country PA

State Or Country Description PENNSYLVANIA

Zip Code 19428

States Of Solicitation List

State

0 AZ

1 CA

2 CO

3 CT

4 DE

5 GA

6 IL

7 MD

8 MA

9 MN

10 MO

11 NV

12 NJ

13 NM

14 NY

15 NC

16 OR

17 PA

18 RI

19 SC

20 TN

21 TX

22 UT

23 VA

Description

0 ARIZONA

1 CALIFORNIA

2 COLORADO

3 CONNECTICUT

4 DELAWARE

5 GEORGIA

6 ILLINOIS

7 MARYLAND

8 MASSACHUSETTS

9 MINNESOTA

10 MISSOURI

11 NEVADA

12 NEW JERSEY

13 NEW MEXICO

14 NEW YORK

15 NORTH CAROLINA

16 OREGON

17 PENNSYLVANIA

18 RHODE ISLAND

19 SOUTH CAROLINA

20 TENNESSEE

21 TEXAS

22 UTAH

23 VIRGINIA

Foreign Solicitation false

Offering Sales Amounts

Total Offering Amount 100000000

Total Amount Sold 15000000

Total Remaining 85000000

Investors

Has Non Accredited Investors false

Total Number Already Invested 1

Sales Commissions Finders Fees

Sales Commissions

Dollar Amount 2200000

Is Estimate true

Finders Fees Dollar Amount 0

Use Of Proceeds

Gross Proceeds Used Dollar Amount 0

Clarification Of Response

Nothing directly from the gross proceeds of the offering other than reimbursement of expenses. Payments for functional services, e.g. investment management fees, development fees, and profits interests are estimated at \$15 million over the fund's life.

Signature Block

Authorized Representative false

Signature

Issuer Name Realiste Fund I LP

Signature Name Stephen Epstein

Name Of Signer Stephen Epstein

Signature Title Manager of General Partner

Signature Date 2019-02-22

Additional Files

File	Sequence	Description	Type	Size
0001768113-19-000001.txt		Complete submission text file		10643