THIS OFFERING CIRCULAR IS DATED AS OF MAY 1, 2018

Church Development Fund, Inc.
2050 Main Street, Suite 400
Irvine, California 92614
P.O. Box 19700
Irvine, California 92623-9700
Tel: (888) 540-7112
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www.CDFcapital.org

We – Church Development Fund, Inc. (sometimes "**CDF**") – are offering up to $750,000,000 in unsecured debt securities ("**Certificates**") to certain investors to raise money principally to make loans to Christian Churches, other independent churches or para-church ministries, and Christian educational institutions (collectively, "**Qualified Ministries**").

We will offer and sell the Certificates pursuant to the terms and conditions set forth in this Offering Circular (this "**Offering Circular**"). We may supplement this Offering Circular from time to time to provide you with updates of material information concerning us or the Certificates, and when so provided to you such supplements will be made a part of this Offering Circular.

OUR CERTIFICATES

Our Certificates are separated generally into two categories:

- ***Time Certificates,*** which have terms generally from six months to five years. They earn interest at a fixed rate depending on the amount and term of investments, subject to our right of adjustment. The minimum opening investment is $5,000, except for Custodial Time Certificates (which have minimum opening investments of $500).
- ***Flex Certificates,*** which are payable on demand generally within 60 days after your request for payment. They earn interest at a variable rate determined periodically. The minimum opening investment is $250.

For more information, see "Our Certificates" on page 7.

INTEREST RATES

You can find information concerning the interest rates at our website: www.CDFcapital.org ("**CDF Website**"). The current interest rates for our Certificates are posted on the CDF Website at www.CDFcapital.org/rates. Our current rates will be made available to you with our Offering Circular. Rates may change before you purchase a Certificate. You should call us or visit the CDF Website for updated information on interest rates before you invest in any Certificate.

LIMITED CLASS OF INVESTORS

We sell our Certificates only to investors who certify in their Purchase Application that they are, before receiving this Offering Circular, members of, contributors to, or participants in a Qualified Ministry, CDF, or in any program, activity or organization which constitutes a part of a Qualified Ministry or CDF, or in other religious organizations that have a programmatic relationship with a Qualified Ministry or CDF (the "**Limited Class of Investors**"). We, in our sole discretion, may determine that a potential investor is not in the Limited Class of Investors. We reserve the right to refuse to offer or sell any Certificate to any person or entity. For more information, see "Certificate Sales—Limited Class of Investors" on page 11.

OFFERING EXPENSES AND USE OF PROCEEDS

We offer and sell our Certificates through our employees. We will not pay any commissions or underwriting expenses in connection with this offering. After we pay offering expenses, which we expect to be less than $200,000, we will receive the remaining proceeds from the sale of the Certificates. For more information, see "Use of Proceeds" on page 6.

OFFERING PERIOD

This Offering Circular is intended to be used by investors from May 1, 2018 through April 30, 2019, or such other period as may be permitted by applicable law.

THIS OFFERING AND AN INVESTMENT IN THE SECURITIES OFFERED IN THIS OFFERING ARE SUBJECT TO RISKS. A DESCRIPTION OF CERTAIN OF THOSE RISKS IS SET FORTH IN THIS OFFERING CIRCULAR BEGINNING ON PAGE 2.

THESE SECURITIES MAY EITHER BE REGISTERED OR EXEMPT FROM REGISTRATION IN THE VARIOUS STATES OR JURISDICTIONS IN WHICH THEY ARE OFFERED OR SOLD BY THE ISSUER. THIS OFFERING CIRCULAR HAS BEEN FILED WITH THE SECURITIES ADMINISTRATORS IN SUCH STATES OR JURISDICTIONS THAT REQUIRE IT FOR REGISTRATION OR EXEMPTION.

THESE SECURITIES ARE ISSUED PURSUANT TO A CLAIM OF EXEMPTION FROM REGISTRATION UNDER SECTION 3(a)(4) OF THE FEDERAL SECURITIES ACT OF 1933, AS AMENDED. A REGISTRATION STATEMENT RELATING TO THESE SECURITIES HAS NOT BEEN FILED WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION.

THESE SECURITIES HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT DETERMINED THE ACCURACY, ADEQUACY, TRUTHFULNESS, OR COMPLETENESS OF THIS DOCUMENT AND HAVE NOT PASSED UPON THE MERIT OR VALUE OF THESE SECURITIES, OR APPROVED, DISAPPROVED OR ENDORSED THIS OFFERING. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE. IN MAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE TERMS OF THIS OFFERING, INCLUDING THE DISCLOSURES, MERITS, AND RISKS INVOLVED.

THESE SECURITIES ARE NOT SAVINGS OR DEPOSIT ACCOUNTS OR OTHER OBLIGATIONS OF A BANK AND ARE NOT INSURED BY THE FEDERAL DEPOSIT INSURANCE CORPORATION (FDIC), THE SECURITIES INVESTOR PROTECTION CORPORATION (SIPC), ANY STATE BANK OR INSURANCE FUND OR ANY OTHER GOVERNMENTAL AGENCY. THE PAYMENT OF PRINCIPAL AND INTEREST TO AN INVESTOR MAY BE CONSIDERED RISKY AND SPECULATIVE AND IS DEPENDENT UPON OUR FINANCIAL CONDITION. ANY PROSPECTIVE INVESTOR IS ENTITLED TO REVIEW OUR AUDITED FINANCIAL STATEMENTS, WHICH SHALL BE FURNISHED AT ANY TIME DURING OUR BUSINESS HOURS UPON REQUEST.

THESE SECURITIES ARE NOT OBLIGATIONS OF, NOR GUARANTEED BY, ANY OF OUR OTHER AFFILIATES, OR BY ANY CHURCH, CONFERENCE, INSTITUTION OR AGENCY.

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATION IN CONNECTION WITH THIS OFFERING OTHER THAN THOSE CONTAINED IN THIS OFFERING CIRCULAR AND IF GIVEN OR MADE, SUCH INFORMATION OR REPRESENTATION MUST NOT BE RELIED ON AS HAVING BEEN MADE BY CDF.

INVESTORS ARE ENCOURAGED TO CONSIDER THE CONCEPT OF INVESTMENT DIVERSIFICATION WHEN DETERMINING THE AMOUNT OF CERTIFICATES THAT WOULD BE APPROPRIATE FOR THEM IN RELATION TO THEIR OVERALL INVESTMENT PORTFOLIO AND PERSONAL FINANCIAL NEEDS.

IN MAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE TERMS OF THE OFFERING, INCLUDING THE DISCLOSURES, MERITS AND RISKS INVOLVED.

WHO SHOULD READ THIS SECTION?

Residents of the states listed in this section. Their home state

- gives its residents certain legal rights with regard to investments,
- requires us to disclose certain information to its residents, OR
- limits the features of Certificates we can offer in the state.

If you do not live in one of these states, this information will not apply to you.

STATE SPECIFIC INFORMATION

ALABAMA

These securities are offered pursuant to a claim of exemption from registration under section 8-6-10(8) of the Alabama Securities Act. A registration statement relating to these securities has not been filed with the Alabama Securities Commission.

ARKANSAS

The securities represented hereby have been executed pursuant to an exemption from registration under the Securities Act of 1933 and the Arkansas Securities Act in reliance upon the representation of the holder hereof that the same is acquired for investment purposes. These securities may accordingly not be resold or otherwise transferred or conveyed in the absence of registration of the same pursuant to the applicable securities laws or unless an opinion of counsel satisfactory to the issuer is first obtained that such is not then necessary. Any transfer contrary hereto is void.

CALIFORNIA

The offering of Certificates described in this Offering Circular has been authorized by a qualification by permit granted by the Commissioner of Corporations of the State of California. The Certificates have not been recommended or endorsed by the Commissioner of Corporations of the State of California.

Any reinvestment of Certificates by investors in California can only be made if there is a currently effective qualification.

We will provide California investors with at least 30 days prior written notice of the maturity date, then-existing interest rate information, and a copy of the then-existing Offering Circular (if different than this Offering Circular). You may elect to not renew your Certificate by providing us with your written notice prior to your Certificate's maturity date. If we receive your notice, we will pay you the funds due on your Certificate upon its maturity. If we do not receive your notice, your Certificate will renew at the then-existing terms and interest rate.

IT IS UNLAWFUL TO CONSUMMATE A SALE OR TRANSFER OF THE CERTIFICATES, OR ANY INTEREST THEREIN, OR RECEIVE ANY CONSIDERATION THEREFOR, WITHOUT THE PRIOR WRITTEN CONSENT OF THE CALIFORNIA COMMISSIONER OF THE DEPARTMENT OF BUSINESS OVERSIGHT, EXCEPT AS PERMITTED BY COMMISSIONER'S RULES. (See a copy of Rule 260.141.11 attached as an exhibit to this Offering Circular.)

FLORIDA

These securities have not been registered with the Florida Division of Securities and Investor Protection. These securities are being offered and sold pursuant to the exemption in section 517.051(9) of the Florida Securities and Investor Protection Act. We are registered to sell our own securities as an issuer/dealer in Florida and these securities will be offered solely through our corporate officers and employees who are registered in Florida as Issuer Dealer Agents.

GEORGIA

These securities are offered and sold pursuant to a claim of exemption from registration under Section 10-5-10(7) of the Georgia Uniform Securities Act of 2008. A registration statement relating to these securities has not been filed with the Georgia Securities Commission.

KENTUCKY

These securities are issued pursuant to a claim of exemption from registration under section KRS 292.400(9) of the Kentucky Securities Act.

LOUISIANA

We do not sell securities that are payable on demand in the State of Louisiana. Therefore, Flex Certificates offered in Louisiana have a one-year term, and are not subject to an early redemption fee.

We will provide Louisiana investors with at least 30 days prior written notice of the maturity date, then-existing interest rate information, and a copy of the then-existing Offering Circular (if different than this Offering Circular). If you do not desire to renew your Certificate, you must provide us with written notice of your intent not to renew on or prior to your Certificate's maturity date. If we do not receive such notice, your Certificate will renew at the then-existing terms and interest rate. If we receive such notice, we will pay you the funds due on your Certificate upon its maturity.

NORTH CAROLINA

These securities are subject to restrictions on transferability and resale and may not be transferred or resold except as permitted under the Securities Act of 1933, as amended, applicable state securities laws, or pursuant to registration or an exemption therefrom. Investors should be aware that they may be required to bear the financial risk of this investment for an indefinite period of time.

OREGON

We will provide Oregon investors with at least 30 days prior written notice of the maturity date of maturing Certificates, then-existing interest rate information, and a copy of the then-existing Offering Circular (if different than this Offering Circular). You may elect to not renew your Certificate by providing us with your written notice prior to your Certificate's maturity date. If we receive your notice, we will pay you the funds due on your Certificate upon its maturity. If we do not receive your notice, your Certificate will be converted to a Certificate with a maturity date, interest rate and other terms commensurate with a six-month Time Certificate. Thereafter, your Certificate will continue to renew for consecutive six-month periods unless you provide us with notice otherwise prior to your Certificate's maturity date. The interest rate in effect at the time of renewal may be higher or lower than the Certificate's previous interest rate. Further, with respect to IRA Certificates, if we do not receive your renewal notice prior to maturity, your IRA Certificate will be converted to an IRA Flex Certificate which is payable on demand and earns a variable interest rate determined periodically.

PENNSYLVANIA

It is the position of the Pennsylvania Department of Banking and Securities that indemnification in connection with violations of the securities law is against public policy and void.

This offering and investment in the securities offered in this offering are subject to risks. A description of certain of those risks is described in this Offering Circular beginning on page 2.

If you are a resident of the State of Pennsylvania, under section 207(m) of the Pennsylvania Securities Act of 1972, you may elect, within two (2) business days after your receipt of this Offering Circular and your initial payment for your investment, to withdraw your purchase of these securities and receive a full refund of all monies paid by you. Your withdrawal will be without further liability to any person. To accomplish this withdrawal, you need only send us a written notice (which may be by facsimile or electronic mail) indicating your intention to withdraw.

A registration statement with regard to the securities has been filed with the Pennsylvania Department of Banking and Securities in Harrisburg, Pennsylvania. The registration statement contains certain exhibits or other documents only summarized or alluded to in this Offering Circular. These additional documents are available for inspection at the Offices of the Pennsylvania Department of Banking and Securities during regular business hours. The address of the Pennsylvania Department of Banking and Securities is PA Dept. of Banking and Securities, 17 N. 2nd St., Suite 1500, Harrisburg, Pennsylvania 17101, and the phone number is 717-787-8061.

In this offering, our securities will be sold in Pennsylvania only to persons who we determine to be in the Limited Class of Investors as set forth under the heading "Limited Class of Investors" above and on page 11. For purposes of sales in the State of Pennsylvania, the term "family members" when used in connection with the Limited Class of Investors means any child, stepchild, grandchild, parent, stepparent, grandparent, spouse, an aunt, uncle, child, child of a spouse, sibling, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law or daughter-in-law, or as such term may be amended under applicable laws of the State of Pennsylvania.

SOUTH CAROLINA

Demand securities are not available for sale in the State of South Carolina. Therefore, Flex Certificates offered in South Carolina have a one year term. Investors will not have the right to redeem a Flex Certificate in South Carolina before its maturity. However, we may allow early redemption on any Certificate we sell and we do not assess an early redemption fee on Flex Certificates sold to South Carolina residents. Flex Certificates owned by South Carolina residents will automatically renew for successive one year terms upon maturity in the same manner as Time Certificates as described on page 9 under the heading "Time Certificates – Renewal and Redemption at Maturity."

The failure to pay either principal or interest when due shall constitute an event of default. The default in payment of principal or interest on any one security of an issue sold to an investor in South Carolina shall constitute a default of the entire issue sold to investors in South Carolina.

South Carolina holders of securities in default shall have the right to a list of names and addresses of all South Carolina holders of that issue of securities in default. South Carolina holders of securities in default of not less than twenty-five percent (25%) in principal amount of the outstanding issue in default shall have the right to declare such entire issue due and payable.

SOUTH DAKOTA

These securities are offered pursuant to a claim of exemption from registration under SDCL 47-31b-201(7)(b) of the South Dakota Securities Act. Neither the South Dakota Division of Insurance nor the United States Securities and Exchange Commission has passed upon the value of these securities, made any recommendations as to their purchase, approved or disapproved the offering, or passed upon the adequacy or accuracy of this Offering Circular. Any representation to the contrary is unlawful.

TENNESSEE

These securities are subject to restrictions on transferability and resale and may not be transferred or resold except as permitted under the Securities Act of 1933, as amended, applicable state securities laws, or pursuant to registration or an exemption therefrom. Investors should be aware that they may be required to bear the financial risk of this investment for an indefinite period of time.

TABLE OF CONTENTS

ATTACHMENTS

ABOUT THIS OFFERING CIRCULAR

WHY SHOULD I READ THIS OFFERING CIRCULAR?

We want you to make an informed decision about your investment in our Certificates. This Offering Circular includes important information about us, our Certificates, and our operations to help you make that important informed decision.

Date of Information. Unless another time is specified, the information in this Offering Circular is current as of May 1, 2018. Our audited consolidated financial statements and related footnotes contain financial information for our fiscal years ended December 31, 2017, 2016, and 2015 (the "**Audited Financial Statements**"), which are included as an attachment to this Offering Circular. Please also see the accompanying Independent Auditor's Report dated March 16, 2018. Because events that occur after those dates may affect us or the circumstances surrounding this offering, you should not assume that the information in this Offering Circular or in our Audited Financial Statements is accurate as of any later dates.

Fiscal Year. Our fiscal year commences on January 1st and ends on December 31st.

Right to Change Policies. At various points in this Offering Circular, we describe our policies, such as our loan policies described beginning on page 13. These descriptions are intended to help you understand our current operations. We reserve the right to change our policies and procedures in the future, including our loan and investment policies.

Consult Your Own Advisors. The information in this Offering Circular is not intended to be legal, investment, tax, or other advice. Each investor's unique circumstances—financial and otherwise—are important factors in determining the consequences of an investment in our Certificates. For information about the legal, investment or tax consequences of investing in our Certificates, you should consult your own attorney, accountant, investment advisor, or other advisor.

Information Not in this Offering Circular. From time to time, we may distribute advertising materials through Qualified Ministries, make audio and video presentations at Qualified Ministries, publish advertisements in national publications, and mail literature to potential investors. All advertising materials will be submitted to the applicable securities commission or regulatory authority for review or approval prior to our use as required by applicable laws. We also provide information on or through the CDF Website about our Certificates, including interest rates. We have not, however, authorized anyone to give any information or make any representation with regard to this offering or any Certificate that is inconsistent with the information in this Offering Circular. You should not rely on any information or representation that is contrary to the information in this Offering Circular.

Forward–Looking Statements. This Offering Circular contains forward-looking statements about our plans, strategies, objectives, goals, and expectations. These forward-looking statements are identifiable by words or phrases indicating that we "expect," "anticipate," "project," "plan," "believe," or "intend" that a particular event may or will occur in the future or similarly stated expectations. Forward-looking statements are subject to many factors, including the risk factors beginning on page 2 and other information contained in this Offering Circular that could cause actual results to differ materially from the stated expectations. We undertake no obligation to update or revise any forward-looking statements to reflect developments or information obtained after the date of this Offering Circular.

SUMMARY

About Us. We are a California non-stock, nonprofit religious corporation that was incorporated in 1953. We are associated with Christian Churches and other ministries within the definition of Qualified Ministries. We are recognized as a nonprofit organization under Section 501(c)(3) of the Internal Revenue Code. For more information, see "About Us" beginning on page 6.

Our Certificates. Our Certificates are categorized generally as Time Certificates or Flex Certificates. All of our Certificates have these key characteristics:

- We have the right to redeem your Certificate at any time.
- Certificates are not transferable without our permission.
- Certificates are unsecured subordinated debt obligations of CDF. Certificates are not FDIC or SIPC insured, not a bank deposit, and not guaranteed by any affiliate of CDF or any other person.

Time Certificates generally have these key characteristics:

- Terms between six months and five years.
- Minimum opening investment of $5,000 (except Custodial Time Certificates, which is $500).
- Interest rates are set at time of purchase based on amount and length of investment.
- Interest rates are subject to our Adjustment Right (as described on page 9).
- Automatic renewal upon maturity unless redeemed by you (unless prohibited by applicable law).
- Early redemption fee if redeemed prior to maturity (unless prohibited by applicable law).

Flex Certificates generally have these key characteristics:

- No fixed term or maturity period (unless prohibited by applicable law).
- Minimum opening investment of $250. .
- Variable interest rates subject to periodic adjustments.

Some of our Certificates may have differing interest rates and other terms, including as follows:

- **Custodial Time Certificates** are held as Time Certificates for the benefit of minors under the California Uniform Transfers to Minors Act.
- **Special Certificates** are offered periodically as Time or Flex Certificates with various terms and at a generally higher interest rate than our standard Certificates.
- **Presidential Certificates** apply to investments in Time Certificates and Flex Certificates available to investors with total aggregate investments equal to $250,000 or more.
- **Retirement Certificates** apply to Flex Certificates and certain Time Certificates held in Individual Retirement Accounts, with minimum investments of $5,000.
- **Pension Maximizer Retirement Certificates** apply with respect to employers or employees who participate in a 403(b) retirement plan or other retirement plan so that they may invest contributed funds in our Certificates.

For more information, see "Our Certificates" beginning on page 7.

Use of Proceeds. We are offering and selling our Certificates to raise money principally to make loans to Qualified Ministries. For more information, see "Use of Proceeds" on page 6.

Our Loans. We offer a variety of loans, including mortgages, construction loans and lines of credit. Our borrowers generally use these loans to buy land and to purchase, improve and build buildings and other facilities. For more information, see "Our Loans" beginning on page 13.

Limited Class of Investors. We sell our Certificates only to a Limited Class of Investors. This means investors who certify in their Purchase Application that they are, before receiving this Offering Circular, members of, contributors to, or participants in a Qualified Ministry, CDF, or in any program, activity or organization which constitutes a part of a Qualified Ministry or CDF, or in other religious organizations that have a programmatic relationship with a Qualified Ministry or CDF. We, in our sole discretion, may determine that a person is not in the Limited Class of Investors and we reserve the right to refuse to offer or to issue any Certificate to any person or entity. For more information, see "Limited Class of Investors" on page 11.

How to Purchase a Certificate. After you have read this Offering Circular and if you would like to purchase a Certificate, please complete the Purchase Application and Agreement, Simplified Purchase Application and Agreement, or the application found through accessing the CDF Website (each a "Purchase Application"). Follow the procedures described under the heading "How to Purchase a Certificate" on page 12.

THIS OFFERING AND AN INVESTMENT IN THE SECURITIES OFFERED IN THIS OFFERING ARE SUBJECT TO RISKS. A DESCRIPTION OF CERTAIN OF THOSE RISKS IS SET FORTH IN THIS OFFERING CIRCULAR BEGINNING ON PAGE 2.

SUMMARY CONSOLIDATED FINANCIAL INFORMATION

(All dollar figures are rounded to the nearest $1,000)

As of December 31, 2017		
ASSETS		
Cash and cash equivalents	$	31,495,000
Investments		35,884,000
Loans receivable held for investment, net		541,532,000
Real estate		17,051,000
Real estate held for lease		8,838,000
Other assets		5,842,000
Total assets	$	640,642,000
LIABILITIES		
Accounts payable and accrued expenses	$	2,227,000
Debt securities		591,895,000
Other liabilities		1,813,000
Total liabilities	$	595,935,000
NET ASSETS		
Unrestricted		43,122,000
Temporarily restricted		170,000
Permanently restricted		1,415,000
Total net assets		44,707,000
Total liabilities and net assets	$	640,642,000
For the year ended December 31, 2017		
Net operating income	$	2,578,000
Total nonoperating income, net		(985,000)
Change in unrestricted net assets		1,593,000
Change in temporarily restricted net assets		144,000
Total change in net assets	$	1,737,000
Net cash provided by operating activities	$	2,570,000
Net cash provided by investing activities	$	17,706,000
Net cash used in financing activities	$	(8,150,000)

The above Summary Consolidated Financial Information is derived from and should be read in conjunction with our Audited Financial Statements.

As of December 31, 2017, our net assets were approximately 7.0% of our total assets. As of December 31, 2017, our cash, cash equivalents, readily marketable securities and unused, available line of credit (up to 2% of our Certificates payable) represented approximately 13.4% of our debt securities payable.

As of December 31, 2017, there were six loans classified as delinquent with past due principal and/or interest payments greater than 90 days, which loans constituted approximately 3.5% of our total loans receivable held for investment.

As of December 31, 2017, we had unsecured loans in the amount of $415,000, constituting approximately 0.1% of our total loans receivable. During the fiscal year ended December 31, 2017, our investors redeemed Certificates in cash in the total principal amount of $109,251,000.

RISK FACTORS

(All dollar figures are rounded to the nearest $1,000)

FINANCIAL RISKS

We may experience negative net cash used in operating activities. In the fiscal years ended December 31, 2017, 2016, and 2015, we experienced net operating income of $2,578,000, $3,089,000, and $2,884,000, respectively. Also in the fiscal years ended December 31, 2017, 2016, and 2015, we experienced positive net cash provided by operating activities of $2,570,000, $2,894,000, and $2,531,000, respectively. If we experience negative net cash used in operations, especially over a period of years, our ability to repay Certificates as they mature could be adversely affected.

Our earnings may be at risk due to the uncertainty of changing interest rates. Our earnings are directly linked to our ability to effectively manage interest rate risk. As a lender of money and an issuer of debt securities, we are subject to interest rate exposure as well as mismatches in duration between loans and debt securities. Most of our term loans are made with maturities of approximately 5 years, with an interest rate reset period(s) prior to maturity, are amortized up to 30 years, and are often refinanced by us at maturity at then-prevailing interest rates. The nature of our loan terms can result in longer durations of our loans than our debt securities which have comparatively shorter durations. The interest rates attributable to loans and debt securities will move in the same direction but will differ in magnitude. The shorter durations of our debt securities will cause them to adjust more rapidly to changing interest rates when compared to our loans. Interest rate exposure and mismatches in duration contribute to volatility in net interest income. Net interest income is the interest earned primarily from loans less the interest paid on debt securities. Changes in the level or shape of the interest rate yield curve, and our ability to respond to changes could have a material impact on our net interest income and overall earnings.

The market value of our investment portfolio may decrease. Funds we receive from investors in this offering may be invested by us until they are used for the purposes described in this Offering Circular. See "Use of Proceeds" on page 6. Although we attempt to reduce the risks of the non-loan investments we make by diversifying our investment portfolio, this diversification cannot eliminate all risks. As of December 31, 2017, our non-loan investment portfolio was approximately $65,842,000, of which $35,884,000 was invested in agency bonds, certificates of deposits, municipal bonds, and mortgage-backed securities with original maturities greater than 90 days, and $29,958,000 was held in short-term money market mutual funds classified as cash and cash equivalents on our balance sheet. These investments may be subject to short-term, possibly significant, reductions in value. Downward fluctuations in our investments could have a material adverse impact upon our liquidity, which could affect our ability to repay the Certificates. In addition, changes in market conditions, changes in interest rates, and changes in the market's view of the securities in our investment portfolio could all contribute to a decrease in the market value of our investment portfolio. See "Investment Activities" beginning on page 15.

Future requests to redeem Certificates could exceed our available funds. As of December 31, 2017, approximately $279,374,000 (approximately 47%) of the Certificates outstanding are due on demand or will mature during 2018. Approximately $78,132,000 of our loans held for investment are contractually scheduled to mature during fiscal year 2018. Currently, our policy is to keep liquid funds and available unused line of credit borrowing (up to 2% of outstanding Certificates) equal to at least 8% of the outstanding principal amount of our Certificates as of the end of each fiscal year. Historically, most of our maturing Certificates have been renewed or rolled over into new Certificates with CDF, particularly Retirement Certificates which historically have low redemption rates. The percentages of our renewals and reinvestments of Certificates relative to maturing Certificates in the past three fiscal years were approximately 82%, 85% and 81% for 2017, 2016, and 2015, respectively. Although we have been able to pay all requests to redeem Certificates in the past, this historical redemption rate may not continue and future redemption requests could exceed our available liquid funds. If this happens, we might be required to sell or liquidate assets, including our loans receivable. We cannot assure you that the proceeds from any sale or liquidation of assets would cover all requests to redeem our Certificates at maturity or otherwise. See "Recent Sales and Redemptions" beginning on page 12 for further information on our Certificate sales, renewals, redemptions and amounts payable.

We may not be able to sell all of our properties for the amount we have estimated as their carrying value. We held 6 properties for sale with a total carrying value of $17,051,000 as of December 31, 2017 that were donated to us or received by deed-in-lieu of foreclosure or foreclosure. Our determination of the carrying value of these properties is based on a number of assumptions that are subject to economic and market uncertainties including, among others, demand for special purpose properties and costs to complete. As these factors are difficult to predict and are subject to future events that may alter our assumptions, the carrying values we have estimated may not be achieved. If this occurs, we may be required to recognize future impairment losses on one or more properties.

We may not be able to obtain or maintain a line of credit. As of December 31, 2017, we had a line of credit with Pacific Mercantile Bank with a total credit line limit up to $20,000,000 and a maturity date of July 2, 2018. As of December 31, 2017, there was no outstanding balance on this line. A line of credit is important for cash flow and liquidity purposes. In the event that we cannot maintain a line of credit, our liquidity could be negatively affected and this could have a material adverse effect on our ability to repay our Certificates. Notwithstanding the unavailability of a line of credit, we believe we will be able to generate funds through new investments in our Certificates, loan sales, loan participations and loan payoffs, to sustain our projected loan funding budgets. No assurance can be given, however, that new investments in our Certificates, loan sales, loan participations, loan payoffs, or other efforts will generate sufficient funds to sustain our projected loan funding budgets. See "Other Financing Activities – Line of Credit" on page 16.

Assets we hold as trustee are not available for repayment to our creditors, including investors in our Certificates. As of December 31, 2017, we held $716,000 in charitable remainder trust assets. These assets are held by us as trustee for the benefit of the trust beneficiaries and cannot be used to repay any Certificates.

We hold cash that is subject to substantial restrictions and is thus not available for repayment to our creditors, including our investors. As of December 31, 2017, we held $35,000 of cash that is subject to substantial restrictions. These funds would not currently be available to our creditors or investors in our Certificates.

Contributions and bequests in future years could be less than we have received in recent years. During fiscal years ended December 31, 2017, 2016, and 2015, we received unrestricted contributions and bequests totaling $1,347,000, $333,000, and $409,000, respectively. A material reduction in the contributions and bequests we receive could impair our ability to increase net assets in future years. See "Other Financing Activities – Contributions and Bequests" on page 16.

Economic conditions may not always be favorable. The overall economy, credit markets and financial conditions have experienced significant disruption and volatility. These economic conditions may persist or worsen, and may affect our borrowers' ability to make loan payments in accordance with the original terms of their loans and may cause material increases in loan delinquencies. In accordance with our Credit Policy, we may enter into forbearance agreements, modify the terms of the loans, pursue deeds-in-lieu of foreclosure, initiate foreclosure proceedings against delinquent borrowers, and take such actions we deem appropriate to protect our interest in the loans. Our experience has been favorable in carrying out these types of arrangements. If our borrowers, however, are unable to make timely payments on their loans, our ability to make payments on our Certificates could be materially adversely affected.

CERTIFICATE RISKS

Our Certificates are unsecured general debt obligations of CDF. We have not pledged any assets as collateral to secure repayment of the Certificates. Therefore, as a Certificate holder, you will have no greater claim to our assets than the claims of our other unsecured creditors, including other Certificate holders. You must rely solely on our financial condition and liquidity for repayment under the Certificates.

Our Certificates could be subordinated to senior secured indebtedness. From time to time, we may pledge assets to secure loans we obtain from banks or other lenders. We have a line of credit with Pacific Mercantile Bank. As of December 31, 2017, there was no outstanding balance on this line. As a condition to our line of credit, we are required to provide Pacific Mercantile Bank with a first priority security interest in all of our assets as collateral. See "Other Financing Activities – Line of Credit" on page 16. Because our Certificates are unsecured, our secured lenders will have the right to be paid from our assets that are pledged to them before you and other Certificate holders. It is our current policy to limit the amount of our senior secured indebtedness to no more than 10% of our total tangible assets.

We have not established a trust indenture for Certificate holders. Among other things, trust indentures provide for a trustee to monitor the affairs of securities issued on behalf of the securities holders, and often give investors the right to act jointly if the issuer fails to pay investors. Because we do not plan to establish a trust indenture, you will have neither of these protections nor any other protections trust indentures provide to investors.

We have not established an escrow or created a sinking fund to help pay principal and interest on the Certificates. Offering proceeds will not be placed in escrow or otherwise segregated from our other assets. Our ability to repay your Certificate will depend solely upon our financial condition and liquidity at the time the Certificate must be repaid. Currently, our policy is to keep liquid funds and available unused line of credit borrowing (up to 2% of outstanding Certificates) equal to at least 8% of the outstanding principal amount of our Certificates as of the end of each fiscal year. As of December 31, 2017, we have $67,379,000 in liquid assets comprising of cash, cash equivalents and readily-marketable securities and $20,000,000 in available unused line of credit.

You may not transfer our Certificates. Our Certificates are not transferable, except upon the Certificate holder's death. See "Our Certificates – Transfer of Certificates" on page 7. Because they cannot be transferred, there is no public market for our Certificates, nor is it likely that one will develop. You should, therefore, consider the purchase of a Certificate as an investment for the full term of the Certificate.

We are not required to redeem a Time Certificate before it matures. As a matter of practice, we have historically allowed a redemption request of a Time Certificate prior to its maturity upon a showing of need by an investor. We anticipate that we will continue to do so, but no assurance can be given that CDF will be able to continue this practice. If we do allow an early redemption request, we may assess a redemption fee. See "Early Redemption" beginning on page 9.

None of our affiliates have guaranteed payment of our Certificates. Therefore, you must rely solely on CDF for interest and principal payments on the Certificates.

We reserve the right to decrease the fixed interest rates of our Time Certificates with 30 days prior written notice. During that 30-day-period, you may choose to redeem all or part of your investment without being assessed an early redemption fee. If we exercise this right, any decrease in fixed interest rates will be applied uniformly to all similar Time Certificates. See "Our Certificates – Interest Rates" on page 7.

We may require that you give us 60 days' notice prior to any redemption request. If we were to exercise this notice requirement, funds from your Certificate would not be immediately available to you. Therefore, you may be unable to access funds when you need or in the event of an emergency or other event of hardship. See "Our Certificates – Redemption of Certificates by You" beginning on page 7.

We may redeem any outstanding Certificates at any time. Interest will be paid to you up to the date of redemption. See "Our Certificates – Redemption of Certificates by Us" on page 7.

Time Certificates automatically renew at maturity if not redeemed. Our Time Certificates automatically renew at maturity for an additional term if not redeemed by you prior to maturity. For example, a Time Certificate with a three year term will automatically renew for another three year term. To redeem a Time Certificate when it matures, you must follow our redemption procedures. See "Our Certificates – Redemption of Certificates by You" beginning on page 7 and "Renewal and Redemption at Maturity" on page 9.

Upon automatic renewal of your Time Certificate, your interest rate may decrease. If your Time Certificate automatically renews at maturity, it will renew for the same term and at the interest rate then in effect for that type of Time Certificate. Therefore, it is possible that the interest rate paid to you may decrease without further notice upon an automatic renewal of your Time Certificate. See "Renewal and Redemption at Maturity" on page 9.

Certificates are not bank instruments, protected by SIPC, or FDIC insured. Our Certificates are not bank deposits. They are neither issued by, nor obligations of, a bank. Therefore, they are not FDIC insured. In addition, they are not protected by the Securities Investor

Protection Corporation. Accordingly, our Certificates are not afforded these protections available to bank deposits and brokerage accounts. Further, the risks of investment in our Certificates may be greater than implied by relatively low interest rates on our Certificates.

Changes in state laws may affect our ability to sell our Certificates. While we intend to keep all required registrations and exemptions in states where we offer our Certificates, we may not always be able to do that for a variety of reasons, including changes in state securities laws. If we are unable to maintain the appropriate registrations or exemptions in one or more states, we would be unable to permit residents of those states to reinvest the proceeds of their Certificates at maturity, make additional investments in Certificates, or purchase new Certificates.

There are tax consequences associated with an investment in our Certificates. Interest paid or payable on each Certificate will normally be taxable as ordinary income to the holder regardless of whether interest is paid or allowed to accumulate, unless the holder is a tax-exempt organization. You cannot claim a charitable tax deduction for the purchase of your Certificate. We may be subject to certain reporting and withholding requirements as are other interest payers. You are urged to consult your tax advisors with respect to your own tax situation and the effects of an investment in our Certificates. In general, tax laws, rules and procedures are extremely complex and subject to change, which in some cases may have a retroactive effect. See "Tax Considerations" on page 20.

We expect to sell additional Certificates in other offerings. The Certificates to be offered or sold under this offering are not a limitation on the amount of Certificates we may sell in other offerings we may conduct at any time. We have sold our Certificates in other offerings in prior years and anticipate that we will continue to make additional offerings of our Certificates.

There may be special risks if you are an employee benefit plan investing in our Certificates. Special rules apply to prospective investors which are employee benefit plans within the meaning of Title I of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). Neither CDF nor anyone associated with CDF is making any representation or giving any advice regarding the suitability of an investment in our Certificates by a plan under ERISA. Further, CDF shall restrict sales of Certificates to benefit plan investors so that this offering and CDF will not be subject to ERISA. See also "Pension Maximizer Retirement Certificate" on page 11.

Your access or use of the CDF Website or the CDF Mobile Application may be impacted by downtime and service interruption. We believe we have taken reasonable steps to create and maintain the CDF Website and the CDF Mobile Application (other than normal or planned downtime). Difficulties with hardware, software, equipment and services may result in interruption or downtime of the CDF Website and the CDF Mobile Application or portions of it. It is also possible that some or all of the CDF Website, the CDF Mobile Application, its respective content and its respective functionalities may be corrupted and unusable due to the presence of "bugs" in software, viruses, malware, or other causes beyond our reasonable control. We cannot provide you any assurance that the CDF Website or the CDF Mobile Application will be error free or will always be available for your use. For more information about the CDF Website and the CDF Mobile Application, see "CDF Digital Access" on page 11.

We do not control the outside vendors or service providers that we use to provide certain functionalities available on the CDF Website or the CDF Mobile Application. We use services of third-party technology service providers in connection with some of the functionalities provided through the CDF Website and the CDF Mobile Application, such as the ability for you to electronically process your investment. We may provide, or you may be asked to provide, certain personal information about you to these providers, such as information in order to verify your identity. We use only providers we believe to be recognized in the industry and who we believe implement reasonable security practices to safeguard your information. We also require that these providers use your information only for authorized purposes. We cannot make any assurance, however, that such providers will comply with our requirements or that "hackers" or other perpetrators will not gain access to such provider's systems or your information or will not engage in improper conduct with respect to your information, such as committing identity theft or other fraudulent, illegal or improper activity.

We face cyber threats and cybersecurity risks that could have a material adverse effect on us, our operations, you and your investments. Cyber threats are rapidly evolving and we may not be able to anticipate or prevent all such threats. The CDF Website, the CDF Mobile Application, our computer systems and our network infrastructure are not immune to cyber-attacks, including denial of service attacks, hacking, terrorist activities, identity theft and other fraudulent, illegal or improper activity perpetrated by third parties. Despite our reasonable efforts in an attempt to ensure the integrity of our systems and your information, we will not be able to anticipate all security breaches of these types and we cannot make any assurance that such perpetrators will not gain such access or that such perpetrators will not engage in improper conduct with respect to our systems or your information or your investments. A successful penetration or circumvention of our security could cause material negative consequences, including significant disruption of our operations, damage to hardware and software systems (including your hardware or software), misappropriation of our confidential or proprietary information, and theft of your funds, personal information or identity.

Our operations are subject to disruption from external factors that are wholly or partially beyond our control. These factors may include (without limitation): acts of God; natural causes such as earthquakes, hurricanes, tornadoes, severe weather conditions, and other natural disasters or causes; fire and floods; electrical, telecommunications, or other utility outages; computer viruses and malware; labor strikes; events arising from local, regional or international politics; riot, war and terrorism; and unlawful acts of third parties, such as theft, arson and vandalism. Any of these factors could have a material adverse effect on our operations, including our ability to make loans, our ability to collect our receivables and the value of the collateral we hold, and our ability to make payments on your Certificates.

Investments through your IRA may have unique risks and other considerations. If you invest through your IRA, you should consider, at a minimum, (a) whether the investment is in accordance with the documents and instruments governing your IRA, plan or other account, (b) whether the investment satisfies the fiduciary requirements associated with your IRA, plan or other account, (c) the tax impact or ramification applicable to you or your IRA, plan or other account, (d) whether there is sufficient liquidity for that investment under your IRA, plan or other account, (e) the need to value the assets of your IRA, plan or other account annually or more frequently, and (f) whether the investment would constitute a non-exempt prohibited transaction under applicable law. You should consult with a financial and tax adviser before investing through your IRA.

LENDING RISKS

The nature of our borrowers could affect our ability to pay our Certificates. We make loans primarily to Qualified Ministries in accordance with our lending guidelines. See "Our Loans – Loan Policies" beginning on page 13. To repay us, our borrowers rely primarily on donations that they receive from their members. The number of members and amount of donations each borrower receives may vary. Contributions may fluctuate for any number of reasons, including, but not limited to, the strength of the economy, the health of employers, and population shifts in the region in which our borrowers are located. If our borrowers are unable to make timely payments on their loans, our ability to make payments on our Certificates could be materially adversely affected.

Foreclosure may not be an adequate remedy. If a borrower defaults on a loan, CDF generally does not foreclose immediately on the loan, but instead attempts to work with the borrower to try to resolve the borrower's difficulties in repaying the loan. In some circumstances, this may involve restructuring or refinancing the loan. In other circumstances, we may take a deed to the property in lieu of foreclosure. We always maintain our legal right to foreclose at any time during the workout or restructuring process. See "Property Received in Lieu of Foreclosure or Foreclosure" on page 15. Property securing our loans is generally real estate used primarily by churches or parachurch organizations. In some cases, such property may be considered special purpose or single purpose property, which has a limited market. If we make a loan that defaults, there can be no assurance that the value of the real property that secures the loan will be adequate to fully repay the loan. If a default occurs, there may be substantial periods of time during which we will receive no payments in satisfaction of the loan. These events could materially adversely affect our ability to make payments on our Certificates.

Our borrowers typically will be subject to risks associated with construction. Many of our borrowers use our loans to construct new facilities or to improve standing facilities. If any of the following risks related to construction and improvement occur, it could have a material adverse effect on a borrower's ability to repay its loan by increasing construction costs or delaying or preventing completion of the project:

- The contractor may not post or prevent a completion bond.
- Completion may be delayed or prevented due to, among other things, shortages of materials, strikes, acts of nature, delays in obtaining necessary building permits or architectural certificates, environmental regulations, or fuel or energy shortages.
- We may send out some construction payments without first obtaining architectural certification, relying instead on the borrower's representations.
- The borrower and its contractor may not sign a fixed-price construction contract.

The value of property securing our loans could be less than we believe. In the majority of our loans, we require an appraisal, broker opinion, or other valuation of the property before making the loan. Occasionally, however, we do not require such appraisals, broker opinions or other valuations on collateral. Therefore, the value of a secured property could be less than we believe. Similarly, the amount outstanding on a specific loan could be more than the value of the property securing it. See "Our Loans – Loan Policies" beginning on page 13.

We cannot be compared to a commercial lender. We have underwriting standards for our loans that we generally require borrowers to pass. We, however, make loans to borrowers that may not be able to get financing from commercial lending sources. In addition, because of our relationship with our borrowers, our loan terms and collateral requirements may be more favorable to the borrower and we may allow for partial, deferred or late payments from some of our borrowers.

Not all of the loans that we make are secured. We generally make loans that are secured by collateral or where a third-party guaranty is given. As of December 31, 2017, approximately 99.9% of our loans receivable are secured by collateral or have third-party guaranties. From time to time, however, we make loans that are not secured by collateral or where no guaranty is provided. This means that if an unsecured loan defaults, we would have no recourse against specific collateral or against a third party under a guaranty. As a result, this could materially adversely affect our ability to recover the loaned funds with respect to those unsecured loans. As of December 31, 2017, we had unsecured loans outstanding with an aggregate principal balance of $415,000, constituting approximately 0.1% of our total loans receivable. See "Outstanding Loans" on page 14.

We face significant competition. We may face competition from commercial lenders and private lenders, such as other church extension funds, mortgage funds and other persons engaged in real estate lending activities. Some of these lenders will have substantially greater resources than we do or offer more favorable terms than we can offer. Our success will be largely dependent on our ability to find the most favorable opportunities in a competitive market, while avoiding the marginal prospects. There can be no assurance that lending opportunities will be available to us with favorable terms.

There are significant risks associated with environmental compliance. Environmental laws often impose responsibility on the owner and operator of a site, without regard to culpability, for investigation and cleanup of hazardous substances and materials found on real property. Uncertainty as to whether properties which we have come to own are in compliance with such laws could materially adversely affect the value of such properties. In addition, we may choose not to foreclose on property in certain circumstances because of environmental risks associated with the ownership of such property. Although we intend to undertake appropriate and customary investigations of compliance with such laws in evaluating our borrowers before making loans, it is not possible to identify all instances of present or future noncompliance.

A majority of our loans are concentrated in loans to borrowers with aggregate loan balances that exceed $5,000,000. As of December 31, 2017, 66% of loans held for investment are made up of loans to 25 borrowers with aggregate loan balances for each borrower exceeding $5,000,000. While CDF seeks to mitigate concentration risk through various means, if we are unable to mitigate concentration risks and borrowers on these loans fail to timely make payments on their loans, our ability to make payments on our Certificates could be materially adversely affected.

We may not be able to recover amounts we have loaned to international borrowers in the event of default. We have made loans to three borrowers in Canada, Chile and Kosovo with a total outstanding principal balance of $17,720,000 as of December 31, 2017. All of our loans to international borrowers are secured by the underlying real estate. While we have taken reasonable steps to secure each of the loans we have made to international borrowers, in the event of default, we may not be able to recover the amounts we have loaned due to adverse actions that sovereign governments may take to seize property, prevent liquidation of property or prohibit the repatriation of funds back to us. While we have three international borrowers, we have not entered into any new international borrower relationships or made any international loans since 2010. We do not have any current plans to make any additional international loans.

Our borrowers may be concentrated in particular geographic regions. As of December 31, 2017, borrowers in California, Ohio, Nevada, Colorado, and Florida represented approximately 40%, 9%, 7%, 6%, and 6%, respectively, of the outstanding principal balance of our total loans held for investment. No other state exceeded 5% of the total outstanding principal balance of our loans held for investment. Concentrations of borrowers in particular geographic regions may result in higher impaired or delinquent loans if those regions are disproportionately impacted by significant adverse economic conditions. See "Our Loans – Outstanding Loans – Loans Held for Investment" on page 14.

USE OF PROCEEDS

We are offering up to $750,000,000 of Certificates. We will not pay any direct or indirect underwriting, sales or similar fees or commissions in connection with this offering. After we pay expenses associated with this offering, which we believe will be less than $200,000, we will receive the remaining proceeds from the sale of our Certificates. The primary expenses we anticipate to incur in connection with this offering are the following:

Estimated Expenses		Estimated Amounts
Legal	$	100,000
Printing		35,000
Accountant's fee		25,000
Marketing		10,000
	$	170,000

We plan to use the cash proceeds that we receive in this offering to make loans primarily to Qualified Ministries for the acquisition, construction, and renovation of their facilities, and other related projects, as well as to finance existing debt incurred for these purposes. We also may use the proceeds to fund our operating costs, and, if necessary, to pay principal and interest on redeemed Certificates. The proceeds also may be used to help us accomplish our policy of maintaining minimum liquid assets and, if any, available unused line of credit borrowing (up to 2% of outstanding Certificates) equal to at least 8% of our outstanding Certificates as of the end of each fiscal year. We expect to invest any remaining proceeds until needed for these purposes.

ABOUT US

CDF is a California non-stock, nonprofit religious corporation that was incorporated in 1953. We are organized and operated for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Our current principal place of business is at 2050 Main Street, Suite 400, Irvine, California 92614. Our lease at 2050 Main Street ends in September of 2018 and we will relocate our principal office to 17701 Cowan, Suite 100, Irvine, California 92614 (the "**Cowan Property**"). We will provide you notice after we relocate our principal office to the Cowan Property.

We are associated with Christian Churches or other ministries within the definition of Qualified Ministries. It is our principal purpose to encourage and aid the growth and spread of Christianity by offering financial and other assistance toward the establishment of Christian Churches or other ministries within the definition of Qualified Ministries.

We have offered our Certificates nationally and have sold certificates in all 50 states. We intend to offer and sell our Certificates under this Offering Circular in all 50 states to the extent permitted by applicable law. As of December 31, 2017, we have loans in 34 states.

CDF SUBSIDIARIES AND CONTROLLED ENTITIES

CDF wholly owns or controls the following companies:

- CDF Holdings, LLC and CDF Land, LLC. These nonprofit organizations hold land and real property CDF may have purchased or obtained through various means. See "Property Received in Lieu of Foreclosure or Foreclosure" on page 15.
- CDF Loan Servicing, LLC. This for-profit organization provides loan servicing for CDF's loans, including certain loans that CDF has sold. See "Loan Sales, Participations, and Servicing" beginning on page 14.
- Highway 119 Holdings, LLC. This nonprofit organization was formed for the purpose of acquiring certain real property received in lieu of foreclosure in Colorado. See "Property Received in Lieu of Foreclosure or Foreclosure" on page 15.
- Kairos Benevolence Fund, LLC. This nonprofit organization was formed for the purpose of providing relief primarily to ministers in, or approaching, retirement who have worked in Christian Churches and face financial hardship and distress.
- CDF Capital Ventures, Inc. This for-profit organization was formed in 2017 to assist churches with securing alternative revenue streams.

Each of the above CDF controlled entities are consolidated with CDF for financial reporting purposes. See note 1 of our Audited Financial Statements.

Effective January 1, 2018, Provision Ministry Group, a California non-profit religious corporation ("**Provision**") and CDF effectuated a governance change of control of Co:Mission Foundation, a California non-profit religious corporation ("**Co:Mission**") from Provision to CDF. Co:Mission provides Christian churches, their congregations, institutions and agencies a structure that offers donors options for charitable giving and assists these organizations in the management and oversight of reserve and endowment funds.

RELATED PARTY TRANSACTIONS

(All dollar figures are rounded to the nearest $1,000)

Provision was the parent company of CDF through March 31, 2017. Certain members of the management and Boards of Directors of CDF and Provision (while Provision was a related party) are either associated with or maintain senior positions at churches or parachurch organizations that have loans with or have purchased Certificates. These loans have been extended and Certificates offered and sold on the same terms and conditions as other loans and Certificates. These loans had an aggregate principal balance of approximately $5,108,000 and $55,535,000, unfunded commitments aggregating approximately $0 and $2,213,000, and a weighted average interest rate of 4.6% and 5.9% per annum as of December 31, 2017 and 2016, respectively. These Certificates had an aggregate outstanding balance of approximately $2,693,000 and $5,762,000 and a weighted average interest rate of 1.9% and 1.9% per annum as of December 31, 2017 and 2016, respectively.

In addition, there is one CDF board member who maintains a senior position at an institution where CDF has cash and an investment in a certificate of deposit. Such cash and investment totaled $1,330,000 and $1,317,000 as of December 31, 2017 and 2016, respectively.

Provision had common expenses with its subsidiaries, including CDF when it was a related party, which were allocated among the various subsidiaries based primarily on time studies. Total allocation of expenses paid by CDF to Provision, while CDF was a subsidiary of Provision, for the three months ended March 31, 2017 and the years ended December 31, 2016, and 2015 were $704,000, $3,295,000, and $3,409,000, respectively.

On July 1, 2016, CDF provided a line of credit of $1,757,000 at an interest rate of 9% per annum to Visioneering Studios, Inc. ("**Visioneering**"), a Delaware corporation which is a wholly-owned subsidiary of Provision. As of December 31, 2017, the line of credit remained in place, but Visioneering was no longer a related party to CDF effective April 1, 2017.

CDF made grants from our Church Planting Fund to Stadia: New Church Strategies ("**Stadia**"), a California nonprofit religious corporation and a wholly-controlled subsidiary of Provision through March 31, 2017. Stadia was no longer a subsidiary of Provision and a related party to CDF effective April 1, 2017. Grants made, while CDF was a related party, totaled $160,000, $704,000, and $692,000, for the three months ended March 31, 2017 and the years ended December 31, 2016, and 2015, respectively. Additional grants made to Stadia in 2017 totaled $505,000.

Certificates held by Stadia, while CDF was a related party, had an aggregate outstanding balance of $1,697,000 and a weighted average interest rate of 1.2% as of December 31, 2016.

CDF provided a line of credit of $425,000 at 9% per annum on January 20, 2016 to Slingshot Group, Inc. ("**Slingshot**"), a California non-stock nonprofit religious corporation and a wholly-controlled subsidiary of Provision. The line of credit had an outstanding principal balance of $353,000 as of December 31, 2016. As of December 31, 2017, the line of credit remained in place, but Slingshot was no longer a related party to CDF effective April 1, 2017.

CDF made grants to Kairos Legacy Partners ("**Kairos**"), a California non-stock nonprofit religious corporation and wholly-controlled subsidiary of Provision, totaling $132,000, $418,000, and $627,000 for the three months ended March 31, 2017 and the years ended December 31, 2016, and 2015 respectively. In addition, we provided a line of credit of $300,000 at 9% per annum to Kairos. The line of credit had no outstanding balance as of December 31, 2016 and was closed as of December 31, 2017. Kairos was no longer a related party to CDF effective April 1, 2017.

CDF made grants to Co:Mission totaling $406,000, $96,000, and $160,000 for the years ended December 31, 2017, 2016, and 2015 respectively. In addition, we provided a line of credit to Co:Mission of $300,000 at 9% per annum. The line of credit had an outstanding balance of $0 and $224,000 as of December 31, 2017 and 2016, respectively. Co:Mission continued to be a related party in 2017.

Co:Mission holds Certificates with an aggregate outstanding balance of $107,000 and $263,000 and a weighted average interest rate of 0.9% and 0.9% as of December 31, 2017 and 2016, respectively.

Interest income on related party loans for the years ended December 31, 2017, 2016 and 2015 was $674,000, $3,299,000, and $4,048,000, respectively.

OUR CERTIFICATES

GENERAL TERMS

Our Certificates are categorized generally as Time Certificates or Flex Certificates. Our Certificates are subject to the terms described under this section. You should review the state specific information applicable to your state of residency, which may have terms that supersede the terms described under this section to the extent there is any inconsistency. See "State Specific Information" beginning on page ii.

INTEREST RATES

We set the interest rates on our Certificates periodically. The interest rates for Time Certificates are set at the time of sale and are not changed during the term of investment, subject to our Adjustment Right as described under the heading "Adjustment Right" on page 9. The interest rates for Flex Certificates are variable and determined periodically.

The current interest rates for our Certificates are posted on the CDF Website at www.CDFcapital.org/rates. Our current rates will be provided to you with our Offering Circular. Interest rates may change before you purchase a Certificate. You should call us or visit the CDF Website for information on updated interest rates before you purchase our Certificates.

INTEREST COMPOUNDING

Interest on Certificates compounds on a quarterly calendar basis. Compounding is based on a 365-day year.

INTEREST PAYMENT OPTIONS

For all Certificates, you may choose to have the interest earned on your Certificate paid monthly or quarterly by electronic funds transfer, or added to the principal amount of your Certificate. We reserve the right to require that at least $25 of interest be earned for us to pay out interest. If the amount of earned interest is less than the minimum amount for pay out, then earned interest will be added to the principal amount of your Certificate. Investors may, subject to a 60 day notice requirement reserved by CDF, request payment of any amount of interest previously added to their Time Certificate during the current Certificate's term, without redeeming the principal of the Certificates or being subject to any penalty. For a discussion of tax consequences regarding interest earned, see "Tax Considerations" on page 20.

TRANSFER OF CERTIFICATES

Generally, you may not sell, gift, pledge, encumber, or otherwise transfer your Certificate or any portion of it. We will, however, permit transfers upon a Certificate holder's death to the holder's heirs or legal representatives. In addition, our borrowers may pledge Certificates (other than Retirement Certificates) as collateral for CDF loans.

REDEMPTION OF CERTIFICATES BY US

We reserve the right to redeem some or all of your Certificates at any time and from time to time by paying you the principal balance plus interest earned up to the date of redemption (less any interest already paid to you). We are not required to give you advance notice, and we do not need your consent before redeeming your Certificates.

REDEMPTION OF CERTIFICATES BY YOU

You may redeem a Flex Certificate by requesting redemption at any time. You may redeem a Time Certificate upon its maturity by requesting redemption. We are not otherwise required to redeem a Certificate. As a matter of practice, we have historically allowed a redemption request of a Time Certificate prior to its maturity upon a showing of need by an investor. We anticipate that we will continue to do so, but no assurance can be given that CDF will be able to continue this practice. Any redemption of a Time Certificate prior to its maturity may be subject to an early redemption fee charged by us based on the amount of interest earned on such redeemed Time Certificate.

You may request that we redeem your Certificate by delivering your manually signed written request of redemption to our address shown on the cover page in person or by mail, other carrier service, or facsimile, subject to our receipt of your written request.

You may also request that we redeem your Certificate by calling us at the telephone number shown on the cover page. In order to make a telephonic redemption request, (i) you must be an investor who is a natural person, (ii) we must have, at the time of your telephonic request, an effective written pre-authorization by you authorizing us to accept your redemption request by telephone, and (iii) your pre-authorization must indicate that we may accept a telephonic redemption request by one designated person. Certificates held as Individual Retirement Accounts ("**IRAs**") are ineligible for telephonic redemption requests.

You may also request redemptions by using certain functionalities we provide through the CDF Website and the CDF Mobile Application. You must comply with additional terms and conditions as posted on or through the CDF Website or the CDF Mobile Application, as applicable.

Before we process any redemption request, we may require that you verify your identity and, if applicable, your authority to act on behalf of the record holder(s) of the Certificate if it is held in a manner other than in your sole personal name. If an owner is deceased, has changed such owner's name, or such owner's identity is otherwise uncertain, we may require satisfactory documentary and other evidence of that owner's death, identity, or ownership rights in the Certificate before we process your redemption request.

Funds from your Certificate may not be immediately available to you when you make your redemption request. We generally process a redemption request within ten business days after we receive your redemption request. We reserve the right to take up to 60 days from the date we receive your redemption request to process your redemption request; provided, however, where additional verification, documentation or information may be required or any unusual circumstance exists, we may take longer than 60 days to process your redemption request. We have historically processed redemption requests before 60 days after our receipt of a redemption request.

Upon our completion of processing your redemption request, we will pay the amount due on your Certificate (i.e. outstanding principal and accrued but unpaid interest thereon) by check to the last address we have on record for you or by electronic funds transfer to a bank or other financial institution we have on record for you.

OWNERSHIP

In addition to holding a Certificate solely in your own name, you may also purchase and own a Certificate in the following ways (if permitted by your state of residency):

- ***Joint Tenants with Right of Survivorship.*** As a joint tenant, you will receive ownership of the entire Certificate if the other owner dies before you (where there are only two joint owners). Otherwise, the other owner will become the sole owner upon your death. Unless you specify otherwise in the Purchase Application, all joint owners must act to redeem the Certificate or take any other action with respect to the Certificate.
- ***Tenants in Common.*** As a tenant in common, you own a distinct, proportionate, undivided interest in the Certificate in common with the other owner(s). Upon an owner's death, the surviving owner has no right to ownership of the deceased owner's interest. Rather, the deceased owner's interest passes to his or her estate. Unless you specify otherwise in the Purchase Application, all owners must act to redeem the Certificate or take any other action with respect to the Certificate.
- ***Custodian for a Minor.*** We can facilitate the ownership of a Certificate by a minor under the California Uniform Transfers to Minors Act (the "UTMA"). Specifically, ownership will be in your name as custodian for the minor until the minor reaches from 18 to 21 years of age. The decision to purchase, transfer, or gift a Certificate for or to a minor under the UTMA is irrevocable. The UTMA requires that the custodian transfer ownership of the Certificate to the minor or the minor's estate at the earliest of (i) when the minor turns 18, unless otherwise specified in the Purchase Application, (ii) the age specified in the Purchase Application (which cannot exceed 21), or (iii) the death of the minor.
- ***Entity.*** We allow nonprofit and for-profit corporations, limited liability companies, and partnerships that are registered with the secretary of state's office (or other applicable governmental agency) of their place of organization to own Certificates, subject to certain limitations. Unless you specifically authorize otherwise in the Purchase Application, the signature of any officer, member or manager (as applicable), or general partner, as the case may be, whose name(s) are required on the Purchase Application, will be necessary to redeem the Certificate or take any other action with respect to the Certificate on behalf of the entity.
- ***Trusts.*** We allow trusts (both irrevocable and revocable) to own Certificates. Unless you specifically authorize otherwise in the Purchase Application, the signature of all trustees will be required to redeem the Certificate or take any other action with respect to the Certificate.

Nothing we provide in connection with how you may own or hold Certificates or the impact thereon is intended to or should be treated as legal, tax, financial, or other advice. You should consult with your legal, tax, financial or other advisors as to the impact of owning or holding a Certificate in any manner.

Your purchase of any Certificates does not entitle you to any equity or ownership interest, or any right to acquire any equity or ownership interest, in CDF or any of its affiliates.

PRIORITY RELATIVE TO OTHER CDF DEBT

Most of our debt is money we owe on Certificates we have sold. From time to time, we may also borrow from banks or other lenders. See "Other Financing Activities – Line of Credit" on page 16. Our Certificate holders, together with these banks and other lenders, are generally considered our creditors. If our assets were distributed to our creditors or sold to pay them (for instance due to financial insolvency, bankruptcy or liquidation), the relative priority of debt we owe our respective creditors would determine which creditors get paid first.

Your Certificate will be of equal priority to Certificates we have issued in the past, as well as those issued in this offering and those that we may issue in the future. Because Certificates are unsecured, however, your Certificate will be of lower priority than any secured debt we incur. Therefore, if our assets were distributed to our creditors or sold to pay them, our secured creditors would be paid before you and our other Certificate holders. Once our secured creditors are paid, our remaining assets could then be used to pay our general or unsecured creditors, including our Certificate holders. Because Certificates are of equal rank, each Certificate holder typically would receive a pro-rata payment based on the outstanding balance of each Certificate held by such holder.

As of December 31, 2017, we had a line of credit with Pacific Mercantile Bank that had no outstanding principal balance. See "Other Financing Activities – Line of Credit" on page 16.

It is our current policy to limit the amount of our total senior secured indebtedness to no more than 10% of our total tangible assets. In calculating this percentage, we do not include as "senior secured indebtedness" any obligations associated with the following types of security:

- Liens or charges for current taxes, assessments or other governmental charges that are not delinquent, that remain payable without penalty, or that are contested in good faith as invalid.
- Sureties, appeal bonds, bonds for the release of an attachment or for stay of execution, or liens made to secure statutory obligations of CDF.
- Purchase money security interests for property acquired after the date of this Offering Circular.
- Judgment liens.

DISCONTINUED CERTIFICATES

We may, from time to time, discontinue certain types of Certificates. When a discontinued Certificate matures, we expect to give you the option of redeeming the Certificate or reinvesting it in another Certificate. Should you do neither, we may, as a courtesy to you, continue to pay interest on your unredeemed funds at the rate in effect for our Flex Certificates.

BOOK ENTRY SYSTEM AND STATEMENTS

We use a book entry system to record ownership and invested balances for the Certificates. Under this system, we keep an electronic record of your investment in Certificates and send you an investment confirmation. We also send periodic statements showing any subsequent additions or redemptions and the balance of the amount you have invested with us.

TIME CERTIFICATES

MATURITY PERIODS

We offer Time Certificates with maturity periods of between six months and five years.

MINIMUM AND ADDITIONAL INVESTMENTS

In general, the minimum opening investment for a Time Certificate is $5,000. Additions to Time Certificates are only allowed through CDFdirect. See "Special Investor Options-CDFdirect" on page 10.

FIXED INTEREST

Subject to our Adjustment Right described below, the interest rate on each Time Certificate is fixed for its entire maturity period. The applicable interest rate for each Time Certificate will depend on the maturity period and on the level of your investment in such Time Certificate. Longer maturity periods may have higher interest rates. Time Certificates with the minimum opening investment of $5,000 will be designated Bonus Time Certificates and will earn the entry-level interest rate. We pay higher interest rates for: Premier Time Certificates (investments of $20,000 but less than $50,000); Mini-Jumbo Time Certificates (investments of $50,000 but less than $100,000); Jumbo Time Certificates (investments of $100,000 but less than $250,000); and Presidential Time Certificates (investments of $250,000 or more). Retirement Certificates may be held as Bonus Time Certificates, Jumbo Time Certificates, or Presidential Time Certificates, but not other types of Certificates. We may also pay higher interest rates for Special Time Certificates for a limited period of time.

ADJUSTMENT RIGHT

We reserve the right to decrease the fixed interest rates on our outstanding Time Certificates to meet market conditions at any time and from time to time. We call this our "Adjustment Right." If we exercise our Adjustment Right, any decrease in fixed interest rates will be applied uniformly to all similar Time Certificates. For example, the interest rate on all Time Certificates with a three-year term would be reduced uniformly. We will provide you with not less than 30 days prior written notice of our intent to exercise our Adjustment Right and, during that period, you may choose to redeem all or part of your investment in the affected Time Certificate without being assessed an early redemption fee. If CDF exercises the Adjustment Right, CDF will provide you with the adjusted interest rate with our notice of our intent to exercise the Adjustment Right. We will also post the adjusted interest rate on the CDF Website at www.CDFcapital.org/rates.

RENEWAL AND REDEMPTION AT MATURITY

Unless redeemed by you, your Time Certificates automatically renew at maturity for another term. For example, a Time Certificate with a three-year term will automatically renew for another three-year term.

If your Time Certificate is automatically renewed at maturity, it will earn interest at the rate then in effect for that type of Time Certificate, which could be higher or lower than the interest rate in effect prior to the renewal. Therefore, it is possible that the interest rate paid to you may increase or decrease without further notice upon an automatic renewal of your Time Certificate.

We will provide you with written notice of the maturity date of your Time Certificate and its automatic renewal at least 30 days before the Time Certificate's maturity date. If there have been changes to this Offering Circular, we will also provide you with the most recent copy of this Offering Circular or supplement, as applicable, prior to your Certificate's renewal. If you desire to redeem your Time Certificate upon maturity (so that it will not automatically renew), we must receive your redemption request on or prior to your Time Certificate's maturity date. If you do not provide us with your redemption request on or before your maturity date, your Time Certificate will automatically renew. Upon completion of processing your redemption request, we will pay the amount due on your Time Certificate (i.e. outstanding principal and accrued but unpaid interest thereon) by check to the last address we have on record for you or by electronic funds transfer to a bank or other financial institution we have on record for you. For additional information on how you may make a redemption request, see also "Our Certificates – Redemption of Certificates by You" beginning on page 7.

We set no limit on the number of times your Time Certificates may automatically renew at maturity.

EARLY REDEMPTION

You may redeem a Time Certificate upon its maturity by requesting redemption. We are not otherwise required to redeem a Time Certificate. As a matter of practice, we have historically allowed a redemption request of a Time Certificate prior to its maturity upon a showing of need by an investor. We anticipate that we will continue to do so, but no assurance can be given that CDF will be able to continue this practice. Any such redemption of a Time Certificate prior to its maturity may be subject to an early redemption fee charged by us based on the amount of interest earned on such redeemed Time Certificate. Our current early redemption fees are set forth in our investment yield sheet and are also available on the CDF Website at www.CDFcapital.org/rates.

CUSTODIAL TIME CERTIFICATES

You may purchase Custodial Time Certificates for the benefit of a minor to be held in accordance with the UTMA. All other terms applicable to Time Certificates apply to Custodial Time Certificates, except that Custodial Time Certificates have a $500 minimum investment and a $25 minimum for each addition to principal.

SPECIAL TIME CERTIFICATES

We may offer you the opportunity to purchase a Special Time Certificate. Special Time Certificates are offered for various terms at a generally higher interest rate than standard Time Certificates of a similar term. Unless redeemed by you at maturity, Special Time Certificates automatically renew upon maturity to a conventional Time Certificate. The specific renewal term for a Special Time Certificate will be defined at the time each Special Time Certificate is offered to you. We will give you notice not less than 30 days prior to maturity of your Special Time Certificate. In your maturity notice, you will be given the option to have funds returned to you or to have the Special Time Certificate automatically renew to the pre-defined conventional Time Certificate.

FLEX CERTIFICATES

Except as otherwise provided under "State Specific Information" beginning on page ii, Flex Certificates are subject to the following terms:

MINIMUM AND ADDITIONAL INVESTMENTS

The minimum opening investment for a Flex Certificate is $250. We generally permit investors to make additions of at least $25 increments to the principal amount of Flex Certificates If the principal amount of a Flex Certificate falls below $250, we reserve the right to charge a quarterly minimum balance fee or to cancel a Flex Certificate, in which case we will pay you the outstanding balance on that Flex Certificate.

VARIABLE INTEREST

The interest rate on Flex Certificates is variable and may be adjusted periodically.

PAYMENT ON DEMAND

You may redeem all or part of the outstanding principal and accrued but unpaid interest on a Flex Certificate at any time by providing us with your request for redemption. See also "Our Certificates – Redemption of Certificates by You" beginning on page 7.

SPECIAL INVESTOR OPTIONS

CDF*DIRECT*

You may make systematic monthly additions to your investments using electronic funds transfer. These "CDFdirect" investments must be made from your financial institution to CDF on the 5th and/or 20th calendar day of each month. You may terminate the scheduled monthly investments at any time upon 30 days written notice to us.

PRESIDENTIAL CERTIFICATES

If your total investment level is $250,000 or more, the Certificates you purchase may be designated by CDF as Presidential Certificates. These certificates generally earn higher interest rates than our standard Time Certificates and may be eligible for other terms not available for standard Time Certificates.

Your "total investment level" includes the outstanding balance of all of your Certificates, including Presidential Certificates. But only the funds held in Certificates designated as Presidential Certificates will be subject to the rates and terms applicable to the Presidential Certificate. For purposes of determining your total investment level, we will consider Certificates held in the following ways:

- Certificates in your name;
- Certificates in your spouse's name;
- Certificates in the name of your minor child held pursuant to UTMA;
- Certificates in the name of a business entity in which you control or have majority ownership; and
- Certificates held in 401(k) or 403(b) plans of Qualified Ministries.

We may, in our sole discretion, consider Certificates held in ways not described above for purposes of determining your total investment level. Certificates held jointly may only be attributed to one of the owners in determining either owner's total investment level.

Your existing Certificates do not automatically convert to Presidential Certificates when your total investment level reaches $250,000.

If your total investment level falls below $250,000, any Presidential Certificate that you hold will earn interest at the interest rate then in effect for standard Time Certificates applicable to your then-existing term and investment level. For example, a Presidential Certificate with a balance of less than $250,000, but equal to or more than $100,000, will earn interest at the interest rate then in effect for a one-year Jumbo Time Certificate.

RETIREMENT CERTIFICATES

You may purchase Certificates to hold in an IRA. These Certificates will be designated Retirement Certificates. There is a minimum investment of $5,000 for each Retirement Certificate. You are permitted to make additions in increments of at least $25 to Flex Certificates and $100 to Time Certificates that are Retirement Certificates, to the extent permitted by the Internal Revenue Code.

In 2015, CDF was granted non-bank custodial powers by the IRS. This enables CDF to operate as a non-bank Custodian for Retirement Certificates held in IRAs. As of December 30, 2015, CDF became the custodian of our investors' Retirement Certificates held in IRAs. We reserve the right to appoint a third-party custodian and to change the custodian from time to time; we will provide you with notice of any such appointment or change. You may open an IRA account with your own financial institution, trust company or other institutional custodian acceptable to us where such institution will act as custodian of your IRA. Once you establish this IRA, you may invest funds in your Retirement Certificate, which we will in turn notify the institutional custodian to hold for your IRA. We do not impose an early redemption fee if you choose to redeem some or all of the interest that you earn on your Retirement Certificate. We do not impose an early redemption fee on mandatory distributions of your Retirement Certificates from your IRA. We may, however, impose an early redemption fee for early redemptions of principal for a Retirement Certificate that is a Time Certificate. See "Time Certificates – Early Redemption" on page 9.

In addition to early redemption fees that may be imposed by us, the Internal Revenue Code may impose limitations and penalties on early redemptions. There may be severe tax penalties for early redemptions that do not meet the criteria set forth in the Internal Revenue Code and its Regulations. You should consult your tax advisors. Retirement Certificates are only transferable upon the death of the owner, and only to the beneficiaries of the IRA.

PENSION MAXIMIZER RETIREMENT CERTIFICATE

Employers or employees that contribute funds to a 403(b) retirement plan or other retirement plan, including the 403(b) retirement plan offered through CDF, may invest contributed funds in Certificates. These Certificates will be designated Pension Maximizer Retirement Certificates. There is a minimum investment of $25 that is applicable to the retirement plan as a whole.

Investment in our Pension Maximizer Retirement Certificate is limited to 403(b) plans that qualify as "church plans" as defined in Section 3(33)(A) of ERISA. Non-church plans are prohibited from investing in our Pension Maximizer Retirement Certificate. Further, we will restrict sales of Certificates to benefit plan investors so that this offering and CDF will not be subject to ERISA.

SPECIAL FEATURES

You may select the features described in this section for your Certificates, provided that you comply with our terms and conditions applicable to those features. Unless otherwise specified, these features are available on all Certificates. We may offer other features applicable to some or all Certificates from time to time, and we will inform you when such other features are available. We reserve the right to terminate any and all features at any time, in which case we will notify you if you have elected such terminated feature.

DESIGNATED INTEREST RATES

You can further the mission of CDF by choosing to receive interest on your Certificate at a reduced interest rate or to receive no interest at all. You may cancel your election by giving us 30 days written notice of cancellation.

GIFT OF INTEREST EARNED

Except for Retirement and Custodial Certificates, you may elect to have the interest earned on your Certificate contributed directly to the Kairos Benevolence Fund or to a Qualified Ministry. You may cancel your election by giving us 30 days written notice of cancellation.

GIFT-OVER

At the time of purchasing a Certificate (except for Custodial Time Certificates and Retirement Certificates), you may elect to "gift-over" to us, or to a Qualified Ministry, your Certificate upon your death. If you make this election, you may revoke it at any time up to the time of your death by giving us written notice.

If you do not revoke this election, we will transfer ownership of your Certificate to your named donee once we receive notice of your death.

Unless you designate a particular purpose on the Purchase Application, the funds from your Certificate will benefit the general purposes of your donee.

Unless otherwise designated by you, a Certificate held by two or more persons will be held in joint tenancy with rights of survivorship under the laws of the State of California, and any gift-over will only be effective upon, and may be revoked prior to, the death of the survivor.

CDF DIGITAL ACCESS

You may access the CDF Website at www.CDFcapital.org where you will find information about us, including:

- a copy of this Offering Circular and supplements thereto (if any)
- investment options
- current Certificate rates
- a copy of the Purchase Application and other forms and documents related thereto
- retirement planning information and forms

You may sign up and access your investment information through the CDF Website (the "**Online Investment Access**") or through the CDF Mobile Application. The Online Investment Access allows you to:

- complete and submit the Purchase Application electronically
- make payment of your initial investment by electronic funds ACH transfer

The Online Investment Access and the CDF Mobile Application also offers various functionalities with respect to your Certificates, including functionalities that allow you to:

- access your balance and detailed history
- view and download up to two years of quarterly statements
- submit a redemption request
- submit an address correction
- set up e-mail alerts for designated balances
- download certain information
- submit a new e-mail address

The CDF Website, the Online Investment Access, and the CDF Mobile Application, including the functionalities that may be provided in connection therewith, are made available by CDF for your convenience, and are strictly voluntary. It is not a condition for investing in any Certificate. If you choose to use any of the functionalities provided through the Online Investment Access or the CDF Mobile Application, you must strictly comply with the terms and conditions as posted on or made available through the Online Investment Access or the CDF Mobile Application, as applicable. Certain functionalities may also have specific or additional terms and conditions applicable to such functionalities. Those conditions will be posted on or made available through the Online Investment Access or the CDF Mobile Application, as applicable, as such functionalities become available, and will require your acceptance prior to use. If there is information on or through the CDF Website, the Online Investment Center, or the CDF Mobile Application that is contrary to information in this Offering Circular, you should rely only on the information in this Offering Circular.

CERTIFICATE SALES

LIMITED CLASS OF INVESTORS

Our "Limited Class of Investors" is comprised of investors who are, before receiving this Offering Circular, members of, contributors to, or participants in a Qualified Ministry, CDF, or in any program, activity or organization which constitutes a part of a Qualified Ministry or CDF, or in other religious organizations that have a programmatic relationship with a Qualified Ministry or CDF. Our Certificates will be sold only to investors who certify in their Purchase Application that they are in the Limited Class of Investors.

The investors may also include (i) "family members" (as defined by applicable laws) of persons in the Limited Class of Investors, (ii) entities controlled by persons in the Limited Class of Investors, (iii) institutional investors who are nonprofit religious organizations, and (iv) employees of CDF or any of its affiliates.

The characteristics of a Qualified Ministry include:

- acceptance of the Bible alone as the authority for faith, practice;
- no extra-congregational governance or control of policy or property;
- believer's baptism;
- open communion for all believers;
- governance by elders selected by the congregation; and
- commitment to fulfill Christ's great commission to make disciples of all peoples.

We, in our sole discretion, may determine that an investor is not in the Limited Class of Investors. We reserve the right to refuse to offer or sell any Certificate to any investor.

DISTRIBUTION OF CERTIFICATES

Our officers and employees are responsible for the offer and sale of the Certificates. Our officers and employees are not registered as brokers or dealers with the Securities and Exchange Commission ("SEC"), but may be registered as agents or salespersons of CDF in certain states. Our officers and employees answer investors' questions and may occasionally give presentations to potential investors at conventions, meetings, and religious services.

We use this Offering Circular, together with brochures and other advertising materials, to promote the sale of Certificates. These materials will be provided to potential investors, which may include current and former investors. These materials may also be provided to Qualified Ministries as well as handed out at religious services, meetings, conventions, seminars, and retreats of Qualified Ministries. From time to time, we may run advertisements in national and regional religious publications and on related websites.

CDF is not registered with the SEC as a broker or dealer, but may be registered as an issuer-dealer in certain states. We do not pay any commissions or other compensation to our officers, employees or anyone else based upon the amount of Certificates sold. Our officers and employees who are responsible for the offer and sale of Certificates will receive only their regular salary compensation.

We have not hired and we do not have any agreement with any underwriters or outside selling agents to assist with this offering. Certificates will be offered and sold without the payment of any direct or indirect underwriting, sales or similar fees or commissions. We may work with registered investment advisers ("RIA") who are retained by our investors or potential investors with respect to our Certificates. The RIAs are not our underwriters, agents, or representatives.

HOW TO PURCHASE A CERTIFICATE

If, after reading this Offering Circular, you would like to purchase one or more Certificates, please complete and sign the Purchase Application included with this Offering Circular or complete and submit your Purchase Application electronically via the investment functionality through the CDF Website.

You may send your completed and manually signed Purchase Application along with a check made out to "Church Development Fund, Inc." or "CDF" in the amount of your initial investment to us to Church Development Fund, Inc., P.O. Box 19700, Irvine, CA 92623-9700.

You may sign up at the CDF Website to access certain functionalities to allow you to complete and submit your Purchase Application electronically and make payment of your initial investment by electronic funds ACH transfer by using the investment functionality through the CDF Website. For more information, see "CDF Digital Access" beginning on page 11.

Your purchase of our Certificate will be completed upon (i) our receipt of your Purchase Application or your electronic submission of your Purchase Application as described above, (ii) our receipt of the funds for your investment, (iii) our determination that you are in the Limited Class of Investors, and (iv) our delivery to you of our written acceptance of your investment (i.e. an investment confirmation). Your submission and our receipt of your Purchase Application and funds do not constitute acceptance of your investment. We reserve the right to not sell any Certificate to you and we will return your funds to you if we decide not to sell a Certificate to you.

RECENT SALES AND OUTSTANDING CERTIFICATES

(All dollar figures are rounded to the nearest $1,000)

RECENT SALES AND REDEMPTIONS

The following table shows the totals we received in cash proceeds from sales of Certificates, redemptions in cash from Certificates, amounts of Certificates renewed or reinvested in other Certificates, and outstanding payable on Certificates for fiscal years ended December 31, 2017, 2016 and 2015:

Certificate	2017	2016	2015
Cash sales	$ 100,767,000	$ 113,479,000	$ 103,360,000
Renewed/reinvested	$ 151,574,000	$ 140,686,000	$ 197,786,000
Redeemed in cash	$ 109,251,000	$ 98,824,000	$ 134,395,000
Payable	$ 591,895,000	$ 600,379,000	$ 585,722,000

INTEREST ON CERTIFICATES

The table below shows the weighted average interest rates, and interest incurred on outstanding Certificates compared to interest income earned by CDF for fiscal years ended December 31, 2017, 2016, and 2015:

Fiscal Year	Weighted Average Interest Rate	Interest Income	Interest Incurred on Outstanding Certificates
2017	2.8 %	$ 29,307,000	$ 16,590,000
2016	2.8 %	$ 30,145,000	$ 17,088,000
2015	2.9 %	$ 30,901,000	$ 18,541,000

The interest paid or accrued on our outstanding Certificates represented approximately 57%, 57%, and 60%, of our interest income for those periods, respectively.

OUTSTANDING CERTIFICATES

As of December 31, 2017, we had Certificates outstanding in the aggregate principal amount of $591,895,000. The following table shows the outstanding principal for Time Certificates and Flex Certificates and their respective weighted average interest rates for the fiscal year ended December 31, 2017:

Type of Certificate	Outstanding Amount	Weighted Average Interest Rate
Time certificates	$ 533,576,000	3.0 %
Flex certificates	$ 58,319,000	1.0 %

The combined weighted average interest rate for Time Certificates and Flex Certificates for fiscal year 2017 was 2.8%.

As of December 31, 2017, residents of the state of California represented approximately 38% and residents of the states of Ohio, Arizona, Oregon, and Colorado represented approximately 7%, 7%, 5%, and 5%, respectively, of our total Certificates outstanding. No other state exceeded 5% of our total Certificates outstanding. As of December 31, 2017, the aggregate balance in these five states was $363,350,000, which represented approximately 62% of all Certificates outstanding.

Further information on our outstanding Certificates can be found in note 8 of our Audited Financial Statements.

MATURITY INFORMATION

The following table shows the total principal balance scheduled to mature over the next five fiscal years and after the fiscal year ending December 31, 2022. For purposes of this table, we have assumed that interest owing on Certificates is not reinvested in principal.

Fiscal Year of Maturity	Weighted Average Interest Rate	Amount
Demand	1.0 %	$ 58,319,000
2018	2.9	221,055,000
2019	3.0	138,230,000
2020	2.7	86,461,000
2021	3.6	53,047,000
2022	3.0	34,593,000
Thereafter	2.4	190,000
	2.8 %	$ 591,895,000

OUR LOANS

(All dollar figures are rounded to the nearest $1,000)

We offer loans at competitive rates, but often on terms we believe to be more favorable than our borrowers could obtain from a commercial lender. Our primary borrowers are Qualified Ministries. Our borrowers generally use our financing to acquire land or buildings or construct or renovate worship facilities and other facilities necessary to carry out their ministry. This section provides a general description of some of our loan policies. This section also provides a general description of the types of loans we make, the loans we currently have outstanding, and other matters related to our lending activities. See "Related Party Transactions" beginning on page 6 for loans we may make to certain related parties that are not covered by these policies.

LOAN POLICIES

We have adopted certain loan policies, which have been approved by the CDF Board of Directors. Among other things, these policies guide us in deciding which loan applicants qualify for one of our loans, the amount of the loan they qualify for, and the terms of the loan. Our loan policies are subject to revision.

As part of our "due diligence" review, we require prospective borrowers to submit a completed loan application, along with supporting documentation. The loan assessment includes a thorough review of certain indicators, such as the following:

- Debt to Income Ratio
- Expense Coverage Ratio
- Loan-to-Value Ratio
- Debt per Attendee

Based on these indicators, we produce a rating, which is then reviewed at the appropriate level.

We have established levels of approval for prospective loans. Depending on the loan size and the rating produced as a result of the underwriting process, the loan may be approved by the Staff Loan Committee, the Executive Loan Committee, or the CDF Board of Directors, in each case as appropriate. The total borrowing for any one borrower is limited to the total net assets of CDF as reported in the consolidated financial statements, unless otherwise approved by the CDF Board of Directors.

Generally, we will not disburse any loan proceeds until a prospective borrower has submitted certain documentation, and satisfied certain lending criteria, including, without limitation, title insurance or an opinion from counsel indicating validity of title, adequate property liability insurance policy, and, if necessary, duly executed lien waivers. We may require an independent appraisal and an environmental assessment of any real property.

We may sell loan participations in existing loans to third parties. Generally, these participations will be on a non-recourse basis, which means that we will have no obligation to repurchase that portion of the loan sold, and that the purchaser will assume the risk of loss on that portion of the loan purchased. We may, however, on occasion sell a loan participation on a recourse basis.

We generally secure permanent loans, construction loans, and lines of credit by a first deed of trust or mortgage on real property in favor of us or, if we already hold a first place lien, by a second deed of trust or mortgage in favor of us or sell our first position deed of trust or mortgage.

The CDF Board of Directors has placed limits on our international loan portfolio and such loans are subject to the same or more stringent loan policies as domestic loans. All international loans require the approval of the CDF Board of Directors. While we have three international borrowers, we have not entered into any new international borrower relationships or made any international loans since 2010. We do not have any current plans to make any additional international loans.

LOAN TYPES

We currently offer several types of loans as generally described below. All of our loans bear interest and the applicable rate of interest will be established by us.

MORTGAGE (PERMANENT) LOANS

Permanent loans are generally for terms of three years to ten years, and are amortized over a period of up to thirty years. We generally charge a loan origination fee on the principal amount of the loan. Loans for the longer terms will often have rates that are adjustable every three to five years. A fee for early prepayment by refinance with another lender may be included in the loan terms.

CONSTRUCTION LOANS

Construction loans are generally for terms of up to two years. During the initial twelve to twenty-four months of the loan term, repayment is on an interest-only basis. We generally charge loan fees on the principal amount of the loan. This fee includes our fund control services. We monitor loan disbursements and the progress of the construction process. Upon completion of the construction process, these loans convert to permanent loans at no additional charge.

LINES OF CREDIT

Lines of Credit are generally for terms of up to six years. The borrower may draw on the line of credit up to the approved credit amount. We generally charge loan fees on the approved principal amount of the line of credit. Required monthly payments are on an interest-only basis.

PARTICIPATION LOANS

These are indirect loans that we may make from time to time by purchasing a participation interest in a loan made by a commercial lender to a Qualified Ministry. We generally require that these loans meet our loan policies. See "Our Loans – Loan Policies" beginning on page 13. Interest rates, maturity terms, and collateral for participation loans may differ from the other loans that we make.

NON-MORTGAGE SECURED LOANS

We make these loans without taking a security interest in real property. In making these loans, we require guaranties or other collateral that in our judgment are sufficient to protect our interests and to offset the risk involved. We typically secure these loans by requiring an investment in CDF debt securities or by taking a security interest in personal property acceptable to us. We only make these loans in very limited circumstances.

UNSECURED LOANS

We make these loans to borrowers generally for a term of up to ten years. We generally charge a loan origination fee for these loans on the principal amount of the loan. It is our policy to fund no more than $2,000,000 of total unsecured loans.

OUTSTANDING LOANS

OUR LOAN PORTFOLIO

We made loans, net of administration fees, of $50,890,000, $78,534,000, and $48,454,000, in fiscal years ended December 31, 2017, 2016, and 2015, respectively. We also received net proceeds of approximately $0, $8,081,000, and $2,422,000, on the sale of loans receivable in fiscal years ended December 31, 2017, 2016, and 2015, respectively.

PAYMENTS ON OUTSTANDING LOANS

During fiscal years ended December 31, 2017, 2016, and 2015, we received $56,030,000, $51,594,000, and $52,524,000, respectively, in payments of principal, and $29,130,000, $29,771,000, and $30,657,000, respectively, in payments of interest on our outstanding loans.

LOANS HELD FOR INVESTMENT

As of December 31, 2017, we had total loans held for investment as follows:

Aggregate Loan Balance	Number of Borrowers	Principal Outstanding	Percent of Loan Portfolio
Less than $1,000,001	105	$ 36,162,000	6 %
$1,000,001 - $5,000,000	63	$ 153,100,000	28 %
$5,000,001 - $10,000,000	14	$ 111,794,000	21 %
Over $10,000,000	11	$ 244,235,000	45 %
	193	$ 545,291,000	100 %

As of December 31, 2017, approximately 99.9% of our loans receivable held for investment were secured by real or personal property. As of December 31, 2017, four loans in aggregate outstanding principal amount of $415,000 were unsecured.

The table below sets forth the amount and approximate percentage of our loans receivable held for investment constituting unsecured loans for the fiscal years ended December 31, 2017, 2016, 2015, 2014, and 2013:

Fiscal Year	Amount	Approximate Percentage
2017	$ 415,000	0.1 %
2016	$ 577,000	0.1 %
2015	$ 326,000	0.1 %
2014	$ 245,000	0.1 %
2013	$ 532,000	0.1 %

As of December 31, 2017, we had no loans receivable held for investment in which our interests as secured lender were subordinated to third-party senior lenders.

As of December 31, 2017, the majority of loans held for investment were to borrowers located in the United States. The primary states in which we have made loans are California, Ohio, Nevada, Colorado, and Florida, which represented approximately 40%, 9%, 7%, 6%, and 6%, respectively, of the outstanding principal balance of our total loans held for investment as of December 31, 2017. No other state exceeded 5%. Further information on our loans receivable held for investment can be found in note 4 of our Audited Financial Statements.

Our loans held for investment as of December 31, 2017 are contractually scheduled to mature as follows:

Fiscal Year	Amount
2018	$ 78,132,000
2019	135,348,000
2020	37,547,000
2021	58,834,000
2022	117,083,000
Thereafter	118,347,000
	$ 545,291,000

LOAN SALES, PARTICIPATIONS AND SERVICING

CDF has sold and may continue to sell loans and loan participations to third parties. Generally, CDF has retained and will continue to seek to retain servicing rights in these transactions. Under limited circumstances, CDF will sell loans on a servicing released basis.

CDF has, and may in the future, sell loans and loan participations to financial institutions. These sales have been structured as "true sale" transactions (i.e. all ownership rights are transferred to the buyer but servicing is retained by us.)

We have engaged in loan sales and loan participation transactions as a way to increase our liquidity, which we expect will allow us to continue to address the positive demands for financing proposed by Qualified Ministries.

In 2017, CDF sold no participation interests in loans receivable held for investment.

In 2016, CDF sold participation interests of 41% to 75% with respect to four loans at par to a third party for total proceeds approximating $8,081,000. Based on the terms of the participation agreement, CDF maintains all records, performs all servicing requirements for a fee, and remits monthly the appropriate interest and principal amounts collected.

We perform all servicing requirements with respect to participation interests of less than 100% of the loan sold in exchange for the payment of servicing fees by the buyer. As of December 31, 2017 and 2016, the principal balance of these loans that we serviced for others totaled $16,342,000 and $17,183,000, respectively. We have received net service fees of $58,000, $63,000, and $23,000, for the fiscal years ended December 31, 2017, 2016, and 2015, respectively.

LOAN COMMITMENTS

As of December 31, 2017, we had outstanding loan commitments totaling approximately $44,942,000, which consisted of $17,503,000 of approved unfunded loan commitments, $7,984,000 of undrawn lines of credit, $19,310,000 of unfunded commitments for existing construction loans and the remaining $145,000 represented unfunded mortgage loan commitments. Since some of the commitments are expected to expire without being drawn upon or represent the refinancing of existing loans, the total commitment amounts do not necessarily represent future cash requirements.

DELINQUENT LOANS

If any payments of principal or interest are past due more than 90 days, we will deem such loan to be delinquent. Due to the nature of our relationship with our borrowers, we may be willing to accommodate borrowers whose payments fall behind, or refinance or restructure their loans to assist them with repayment. There were six delinquent loans as of December 31, 2017, six delinquent loans as of December 31, 2016, and six delinquent loans as of December 31, 2015. The table below sets forth the amounts of loans and approximate percentage of our loans receivable held for investment constituting delinquent loans for the fiscal years ended December 31, 2017, 2016, 2015, 2014, and 2013.

Fiscal Year	Amount	Approximate Percentage
2017	$19,004,000	3 %
2016	$ 11,783,000	2 %
2015	$ 18,288,000	3 %
2014	$ 6,377,000	1 %
2013	$ 6,011,000	1 %

IMPAIRED LOANS

We classify a loan as impaired if there has been a modification to the contractual terms of the loan or if we believe it is probable that we will not receive all principal and interest due under the loan in accordance with its terms. As of the fiscal year ended December 31, 2017, we had 16 impaired loans that totaled $65,644,000. These include Troubled Debt Restructured ("TDR") loans and loans over 120 days past due. Approximately $59,383,000 or 90% of our impaired loans are classified as impaired because CDF granted the borrower, who was in financial difficulty, a modification to the original terms of the note. CDF has maintained discussions with these borrowers, providing temporary or permanently modified loan terms designed to reduce the borrowers' cash flow obligations. TDRs made at current market terms will cease to be classified as TDRs, but will continue to be impaired in the year following the modification if the borrowers perform according to the terms of the modified loans for an extended period of time.

LOAN LOSS RESERVE

We have established an allowance for loan loss reserve that in management's judgment is adequate for probable incurred losses. We determine the reserve based on a risk level assigned during loan assessment. Periodic review of each loan adjusts the risk level and its reserve requirement. There is no assurance that the reserve will prevent loan losses.

In the fiscal years ended December 31, 2017, 2016, and 2015, we had net (provision) negative provision of ($506,000), $220,000, and $378,000, respectively. For the years ended December 31, 2017, 2016, and 2015, we charged off a total of $79,000, $0, and $0, respectively, against our loan loss reserves. As of December 31, 2017, 2016, and 2015, our loan loss reserve was $4,549,000, $4,122,000, and $4,342,000, respectively. This represented approximately 0.8%, 0.8%, and 0.8%, respectively, of the outstanding principal balance of our total loans held for investment. Included in the loan loss reserve are approximately $3,379,000, $2,890,000, and $3,134,000, as of December 31, 2017, 2016, and 2015, respectively, attributable to impaired loans.

PROPERTY RECEIVED IN LIEU OF FORECLOSURE OR FORECLOSURE

As of December 31, 2017, since our inception in 1953, five of the loans that we have made have resulted in a foreclosure. Further, from time to time, we have taken a deed to property in lieu of foreclosure. It is our general policy to attempt to work with the borrower for a certain period of time to give them an opportunity to repurchase the property. If we believe, however, that the borrower will be unable to repurchase the property, we either will sell the property at the highest price we can obtain or hold the property as an investment.

CDF Land, LLC and Highway 119 Holdings, LLC hold unimproved land, and CDF Holdings, LLC holds improved land, in each case that we obtain by deed in lieu of foreclosure or foreclosure. These properties are discussed in "Real Estate."

INVESTMENT ACTIVITIES

(All dollar figures are rounded to the nearest $1,000)

INVESTMENT POLICY

The CDF Board of Directors is responsible for establishing and altering CDF's investment policies. The Board of Directors may delegate some or all of this authority to the Audit Committee of the CDF Board of Directors (the "Audit Committee.") As of December 31, 2017, the majority of our investments were invested with UMB Bank and Pacific Mercantile Bank.

CDF's investment policy calls for a mix of short term fixed income investments. Investments permitted under CDF's short-term fixed income investment policy include U.S. Treasury Bills, U.S. Government Agency securities, money market accounts, investment grade corporate bond funds, church extension fund debt securities, corporate debt exchange-traded funds, FDIC insured bank CDs and overnight bank sweep accounts.

LIQUIDITY POLICY

CDF has a policy of maintaining minimum liquid assets and, available
CDF has a policy of maintaining minimum liquid assets and, available
unused line of credit borrowing (up to 2% of outstanding Certificates) equal to at least 8% of its outstanding Certificates as of the end of each fiscal year. See "Use of Proceeds" beginning on page 6. As of December 31, 2017, we had cash, cash equivalents, readily marketable securities and unused line of credit borrowing capacity (2% of outstanding Certificates) of $79,217,000. This represented approximately 13.4% of our outstanding debt securities as of December 31, 2017. See "Summary Consolidated Financial Information" beginning on page 1.

INVESTMENTS

Our cash, cash equivalents, and investments had an aggregate value of $67,379,000, $55,046,000, and $50,978,000, as of December 31, 2017, 2016, and 2015, respectively.

As of December 31, 2017, we had $31,495,000 in cash and cash equivalents and $35,884,000 in readily marketable investments. Our investments consisted of the following as of December 31, 2017:

Investment	Amount	Percent of Total Investments
Mortgage-backed securities	$ 14,186,000	40 %
Certificates of deposits	13,904,000	39
Agency bonds	6,287,000	17
Municipal bonds	1,507,000	4
	$ 35,884,000	100 %

For the year ended December 31, 2017, 2016, and 2015, we had net realized and unrealized losses totaling $205,000, $65,000, and $584,000, respectively.

REAL ESTATE AND REAL ESTATE HELD FOR LEASE

Certain properties we have received by contribution, purchase, deed in lieu of foreclosure, foreclosure, and quitclaim or grant deed are included as either "Real estate" or "Real estate held for lease" in our Audited Financial Statements.

REAL ESTATE

As of December 31, 2017, we held three properties with a carrying value of $13,661,000 acquired through deed in lieu of foreclosure or foreclosure and three properties with a carrying value of $3,390,000 donated to us. These properties are held for sale and are recorded as "Real estate" in our Audited Financial Statements.

During fiscal year 2017, we sold four properties for net proceeds of $17,272,000, and realized net losses totaling $440,000.

As of December 31, 2016, we held four properties with a carrying value of $16,963,000 acquired through deed in lieu of foreclosure, three properties with a carrying value of $1,791,000 donated to us, and one property with a carrying value of $12,942,000 acquired through purchase. These properties are held for sale and are recorded as "Real estate" in our Audited Financial Statements.

During fiscal year 2016, we sold two properties for net proceeds of $8,231,000, and realized net gains totaling $133,000.

REAL ESTATE HELD FOR LEASE

As of December 31, 2017, we held one property with a carrying value of $1,300,000 that was donated to us, and two properties with a carrying value of $7,538,000 acquired through deed in lieu of foreclosure. These properties are recorded as "Real estate held for lease" in our Audited Financial Statements.

As of December 31, 2016, we held one property with a carrying value of $1,338,000 that was donated to us, and two properties with a carrying value of $7,781,000 acquired through deed in lieu of foreclosure. These properties are recorded as "Real estate held for lease" in our Audited Financial Statements.

During fiscal year 2016, we made the decision to sell one property in Arizona to the long term tenant. The property was included in "Real estate held for lease" and was transferred to "Real estate." We transferred the property, based on the negotiated sales price, at a fair value of $7,998,000 and recorded an impairment of $1,121,000.

OTHER FINANCING ACTIVITIES

(All dollar figures are rounded to the nearest $1,000)

LINE OF CREDIT

As of December 31, 2017, we had a line of credit with Pacific Mercantile Bank that allowed us to borrow up to $20,000,000. As a condition to our line of credit, we provided to Pacific Mercantile Bank a first priority security interest in all our assets as collateral and maintain compensating cash investments of at least $5,000,000. As of December 31, 2017, there was no outstanding balance on this line of credit.

During the years ended December 31, 2017, 2016, and 2015 we incurred short-term borrowing interest expense of $15,000, $56,000, and $17,000, respectively.

CONTRIBUTIONS AND BEQUESTS

Each year, we receive charitable contributions and bequests. The amount we receive will fluctuate from year to year. In some years, the fluctuations may be significant. These annual fluctuations typically are the result of extraordinary gifts or bequests we receive in any particular year.

CHARITABLE GIFT ANNUITIES

CDF has expanded its ability to offer charitable gift annuities to donors in various states. CDF is registered in several states so that CDF may enter into charitable gift annuity contracts with donors, to the extent required by applicable law. As of December 31, 2017, CDF is obligated to make aggregate annuity payments of approximately $3,000 on an annual basis.

OTHER ACTIVITIES

(All dollar figures are rounded to the nearest $1,000)

In addition to the activities described above, we also are engaged in the following other activities.

CHURCH PLANTING

We have created a Church Planting Fund that is designated to be used to support church planting activities. As of December 31, 2017, the CDF Board of Directors designated $13,344,000 to the Church Planting Fund. These funds have been donated to us without any restrictions on how they may be used. Accordingly, although we have currently designated these funds to be used to support church planting activities, we have the right to change this designation or to use the funds for other purposes at our discretion.

During fiscal years ended December 31, 2017, 2016, and 2015, we made total grants from the Church Planting Fund of $601,000, $622,000, and $620,000, respectively.

CDF received a donation for the Church Planting Fund that was designated as an endowment to assist with planting churches in Alabama. The donation was recorded as a permanently restricted net asset. The balance in the Church Planting Fund for Alabama as of December 31, 2017 and 2016, was $625,000. The balance earns interest and the interest is classified as temporarily restricted net assets if grants are not made in the same year. During fiscal years ended December 31, 2017, 2016, and 2015, we made total grants from the Alabama Church Planting Fund of $28,000, $29,000, and $26,000, respectively.

CDF received donations for the Church Planting Fund that were designated as an endowment to assist with planting churches in Georgia. The donations were recorded as a permanently restricted net asset. The balance in the Church Planting Fund for Georgia as of December 31, 2017 and 2016 was $790,000. The balance earns interest and the interest is classified as temporarily restricted net assets if grants are not made in the same year. During fiscal years ended December 31, 2017, 2016, and 2015, we made total grants from the Georgia Church Planting Fund of $35,000, $35,000, and $36,000, respectively.

DORNETTE MEMORIAL FUND

Our Board of Directors has designated the earnings from $3,796,000 of our unrestricted net assets to be used to make voluntary grants to support churches. The grants we made to churches from the Dornette Memorial Fund were $114,000, $67,000, and $80,000, during fiscal years ended December 31, 2017, 2016, and 2015, respectively.

TRUST MANAGEMENT

CDF holds title and acts as trustee for church properties to ensure proper distribution of church assets upon closure of the church. If the church is a viable organization, little or no involvement by us is required. If the church is near closing or is closed, we may be required, as trustee, to manage the property, facilitate the sale of trust assets, and then distribute the trust assets according to the terms of the trust. CDF may be named as a remainder beneficiary of these trusts, but otherwise does not receive any compensation in connection with its management of these church trusts.

CDF also serves as trustee of charitable remainder trusts. As trustee, we direct the investment of the trust assets and make distributions to the income and remainder beneficiaries according to the terms of the trust documents. CDF is sometimes named as a remainder beneficiary of these trusts, but otherwise does not receive any compensation in connection with the charitable remainder trusts. As of December 31, 2017, we were trustee for 9 charitable remainder trusts.

The assets of these trusts are held by us as trustee for the benefit of the income and remainder beneficiaries of the trusts. Until such time as we receive a distribution of assets from these trusts as a named remainder beneficiary, the assets of these trusts would not be available for payment of our creditors, including investors in our Certificates.

OTHER SERVICES

We provide a variety of consulting services to churches, including leadership and strategic planning.

OFFICE SPACE LEASES

We rent office space at one location. Our rent expense, net of sublease arrangements with Provision and Visioneering, totaled $55,000, $53,000, and $59,000, for the fiscal years ended December 31, 2017, 2016, and 2015, respectively. This lease will expire in September of 2018 and our minimum total lease payments in 2018 are $709,000.

In January 2018, we purchased the Cowan Property. On or before the termination of our current lease, we will relocate our principal office to the Cowan Property.

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SELECTED CONSOLIDATED FINANCIAL INFORMATION

(All dollar figures are rounded to the nearest $1,000)

The following tables provide selected historical consolidated financial information of CDF derived from our Audited Financial Statements for each of the five fiscal years ended December 31, 2017, 2016, 2015, 2014, and 2013. You should read the Audited Financial Statements and notes thereto included as an attachment to this Offering Circular.

	2017	2016	2015	2014	2013
ASSETS					
Cash and cash equivalents	$ 31,495,000	$ 19,369,000	$ 5,027,000	$ 19,121,000	$ 30,744,000
Investments	35,884,000	35,677,000	45,951,000	47,639,000	50,760,000
Loans receivable held for investment, net	541,532,000	545,463,000	526,339,000	528,159,000	477,396,00
Real estate	17,051,000	31,696,000	32,057,000	46,183,000	54,716,000
Real estate held for lease, net	8,838,000	9,119,000	18,772,000	12,817,000	52,822,000
Restricted cash and investments	35,000	35,000	3,498,000	4,993,000	10,773,000
Deferred purchase price on loans sold	-	-	-	-	1,826,000
Other assets	5,807,000	6,111,000	5,395,000	6,167,000	7,120,000
Total assets	$ 640,642,000	$ 647,470,000	$ 637,039,000	$ 665,079,000	$ 686,157,000
LIABILITIES					
Debt securities	$ 591,895,000	$ 600,379,000	$ 585,722,000	$ 616,758,000	$ 638,668,000
Other liabilities	4,040,000	4,121,000	9,814,000	8,281,000	8,842,000
Total liabilities	595,935,000	604,500,000	595,536,000	625,039,000	647,510,000
NET ASSETS					
Unrestricted	43,122,000	41,529,000	39,988,000	38,444,000	25,586,000
Temporarily restricted	170,000	26,000	100,000	181,000	11,646,000
Permanently restricted	1,415,000	1,415,000	1,415,000	1,415,000	1,415,000
Total net assets	44,707,000	42,970,000	41,503,000	40,040,000	38,647,000
Total liabilities and net assets	$ 640,642,000	$ 647,470,000	$ 637,039,000	$ 665,079,000	$ 686,157,000
Net operating income (loss)	$ 2,578,000	$ 3,089,000	$ 2,884,000	$ 813,000	$ 2,796,000
Total nonoperating income (expenses), net	(985,000)	(1,548,000)	(1,340,000)	12,045,000	(347,000)
Change in unrestricted net assets	1,593,000	1,541,000	1,544,000	12,858,000	2,449,000
Change in temporarily restricted net assets	144,000	(74,000)	(81,000)	(11,465,000)	(66,000)
Total change in net assets	$ 1,737,000	$ 1,467,000	$ 1,463,000	$ 1,393,000	$ 2,383,000
OTHER SELECTED FINANCIAL DATA					
Certificates Redeemed in Cash	$ 109,251,000	$ 98,824,000	$ 134,395,000	$ 141,352,000	$ 152,870,000
Amount and percentage of loans receivable held for investment constituting unsecured loans	$ 415,000	$ 577,000	$ 326,000	$ 245,000	$ 532,000
	0.1 %	0.1 %	0.1 %	Less than 0.1 %	0.2 %
Amount and percentage of loan delinquencies	$ 19,004,000	$ 11,783,000	$ 18,288,000	$ 6,377,000	$ 6,011,000
	3 %	2 %	4 %	1 %	1 %

BOARD MEMBERS AND EMPLOYEES

CDF BOARD OF DIRECTORS

The individuals serving on our Board of Directors do not receive compensation for serving as CDF directors. They are, however, reimbursed for expenses incurred in the performance of their duties as directors.

The following individuals currently serve as members of the CDF Board. (The ages of the following individuals have been determined as of January 1, 2018.)

J. KENNETH THOMPSON

Chairman of the Board

Age 66 – Current term ends in 2020

Mr. Thompson has served on numerous church committees since the 1980s and several terms on the Board of Trustees of Dallas Christian College in the 1990s and 2000-2008. He has taught leadership seminars in churches, Christian schools and colleges and served as a personal coach to pastors. He received a B.S. in Petroleum Engineering and an honorary Professional Degree from the Missouri University of Science & Technology. Mr. Thompson worked in various executive positions for a major oil company, ARCO, and is currently CEO/Owner of a private oil and natural gas investment firm, Pacific Star Energy, LLC. He currently serves on four public corporation boards of directors: Alaska Air Group, Coeur Mining, Pioneer Natural Resources and Tetra Tech, Inc. He served on the Provision Board of Directors from 2010 through 2015, serving as Chair of the Board in 2014-2015. He began service on the CDF Board in 2017.

ERIC R. SCHROEDER

Treasurer / Secretary

Age 51 – Current term ends in 2020

Mr. Schroeder has served as a member of the CDF Board since March of 2010. He is the Managing Director for Cross First Bank in Leawood, Kansas. He received a B.S. in Business Administration from Central Missouri State University.

ARTHUR B. DANA , CPA

Age 69 – Current term ends in 2020

Mr. Dana is a retired partner, of Counsel, with TJS Deemer, Dana, LLP, Certified Public Accountants. Formerly, he was Director of Corporate Development and Taxation with Savannah Foods & Industries, Inc. and a Partner with PricewaterhouseCoopers. He received a B.S. from the University of North Alabama and an MBA from the University of South Alabama. He served on the Provision Board of Directors from 2004 to 2011 and the Church Development Fund Board from 2004 to 2009. Mr. Dana currently serves on the Memorial Health, Inc. Board of Directors and is CFO of Point University. He began service on the CDF Board in 2017.

BRUCE E. ARICK

Age 53 – Current term ends in 2020

Mr. Arick has served at Butler University in Indianapolis, Indiana since 1990 and is currently Vice President of Finance and Administration. His previous employment includes serving as Controller, Assistant Controller, and Senior Accountant at the University, Controller at Southern Bells, Inc. in Indianapolis, Indiana, and Staff Accountant and Audit Senior with Ernst & Young LLP in Indianapolis, Indiana. Mr. Arick is a member of the American Institute of Certified Public Accountants, the Indiana CPA Society and National Association of College and University Business Officers. He currently serves on the Audit Committee of Independent Colleges of Indiana. He also served on the Provision Board of Directors from 2011 through 2017. He received a B.S. degree in Accounting from Indiana University. He became licensed as a Certified Public Accountant in Indiana in 1991. He began service on the CDF Board in 2017.

LAUS M. ABDO

Age 56 – Current term ends in 2020

Mr. Abdo was elected to serve on the CDF Board in December of 2012. He is President of AGP Capital. He received a Bachelor of Science Degree in Finance from Arizona State University. He serves as the Chairman of the Board of Elders at The Crossing, a Christian Church in Las Vegas, NV.

MICHAEL A. GERBER

Age 59 – Current term ends in 2020

Mr. Gerber currently works as a self-employed investor. Formerly, he served as the President and Chief Executive Officer with The Federal Agricultural Mortgage Corporation in Washington DC. Prior to that, he served in various lending and leadership positions as Executive Vice President, Chief Operating Officer, President, and Chief Executive Officer with Farm Credit of Western New York, ACA. Mr. Gerber received a B.A. in Agriculture from The Ohio State University and is a graduate of the Smeal School of Business Executive Development Program. He has also served in various ministries including; leadership, teaching, and missions. He has been an elder in churches in Connecticut and New York and served as an Executive Pastor at Journeys Crossing in Maryland. He has also served as a director for numerous boards, including the Provision Board of Directors from 2013 to 2017. He is currently a director for Asia Christian Services. He began service on the CDF Board in 2017.

AUDIT COMMITTEE

The CDF Board has established the Audit Committee.

This committee's primary responsibilities are to coordinate and oversee our annual audit process, work with our outside auditor, maintain a line of communication between our outside auditor and our Board of Directors, and to monitor our auditor for its capability to provide services. This committee also reviews our investment policies and annual operating and capital plan. The current members of the Audit Committee are Bruce Arick, Arthur Dana and Eric Schroeder.

CDF EXECUTIVE MANAGEMENT

The following individuals serve as the executive officers and management of CDF. (The ages of the following individuals have been determined as of January 1, 2018).

DUSTIN D. RUBECK

President, Age 56

Mr. Rubeck has served as President of CDF and President of Co:Mission Foundation since January 2014. Immediately prior to these roles, he served for over ten years as President of Dallas Christian College. Previously, he served as Chairman, President, and CEO of The Christian Network Inc. (The Worship Television network), Praise TV, and CNI Holdings and as Executive Director of the North American Christian Convention. He also previously served on the Provision and CDF Boards of Directors for seven years, three of which were as the Board Chair. He currently serves as an ex officio Executive Director of the CDF Board of Directors. He holds an M.B.A. from Indiana Wesleyan University as well as a B.A. in Bible and Pastoral Ministries and an Honorary Doctorate of Education from Dallas Christian College.

LOUIS J. MYERS

Executive Vice President, Lending and Investments, Age 66

Mr. Myers joined the staff of CDF in 2015 with over 35 years of banking and financial services experience both domestically and internationally. Prior to coming to CDF, Mr. Myers had served in a variety of executive positions in commercial banks. His responsibilities have included leadership roles in retail banking, commercial lending, corporate banking, private banking, as well as overall bank management, having served as CEO of two banks. He received a B.S. in Accounting from Clarion University and a Graduate Certificate from the Stonier Graduate School of Banking. He is a former trustee of Dallas Christian College.

PHILLIP J. PIKE

Executive Vice President of Operations, COO , Age 44

Mr. Pike joined the staff of Church Development Fund in 2002 with nearly a decade of experience in banks and credit unions. He worked as operations manager of Long Beach Schools Financial Credit Union and has held a number of positions with CDF, in both the investment and lending departments, including Senior Vice President of Operations. In 2015, Mr. Pike was appointed Executive Vice President of Operations, Chief Operating Officer. He holds a bachelor's degree from California State University Long Beach.

EMPLOYEES

As of December 31, 2017, we had 62 employees working for CDF.

We have established a defined-contribution retirement plan covering substantially all of our employees. CDF, in its sole discretion, may make either an employer-matching contribution after one year of service, or a basic contribution based on length of service, or both. The vesting in this plan is immediate. We made total contributions to the plan of $283,000 for the year ended December 31, 2017.

During the fiscal year ended December 31, 2017, CDF had fifteen officers. In the aggregate, our officers earned approximately $2,189,000 in salary and $515,000 in benefits, including health insurance, retirement contributions, and other benefits, for their services to CDF during the fiscal year ended December 31, 2017. In the aggregate, it is estimated that our officers will earn approximately $2,772,000 in salary and benefits combined during the fiscal year ending December 31, 2018.

The following table shows the approximate total compensation in 2017 of any person who served as an officer of CDF and who received compensation of $150,000 or more during the fiscal year ended December 31, 2017.

Officer	Salary	Benefits*	Total
Mr. Rubeck	$266,000	$51,000	$317,000
Mr. Pike	$191,000	$43,000	$234,000
Mr. Gest	$176,000	$47,000	$223,000
Mr. Pace	$175,000	$43,000	$218,000
Mr. Myers	$186,000	$27,000	$213,000
Mr. Dupray	$160,000	$45,000	$205,000
Mr. Briggs	$150,000	$49,000	$199,000
Mr. Morgan	$171,000	$24,000	$195,000
Mr. Rogers	$135,000	$35,000	$170,000
Mr. Elson	$126,000	$32,000	$158,000

** Benefits include medical, group life, disability, retirement savings plan and legally mandated benefits.*

TAX CONSIDERATIONS

By purchasing a Certificate, you may be subject to certain income tax provisions of the Internal Revenue Code. Some of the significant federal income tax consequences of purchasing a Certificate include the following:

Although CDF is a 501(c)(3) organization, you will not be entitled to a charitable deduction for your investment. Any interest on your Certificate will be taxed as ordinary income in the year it accrues or is paid to you. You will not be taxed on the return of any principal amount of your Certificate or on the payment of interest that was previously taxed.

In addition, if you (or you and your spouse together) have invested or loaned more than $250,000 in the aggregate with or to CDF and other charitable organizations that CDF controls, you may be deemed to receive additional taxable interest under Title 26, Section 7872 of the Internal Revenue Code if the interest paid or accrued is below the applicable federal rate. In that situation, the Internal Revenue Service may impute income up to the applicable federal rate. If you believe this applies to you and for further clarification, you should consult your tax advisor.

We will provide you a Federal Income Tax Form 1099-INT or the comparable form by January 31 of each year indicating the interest earned on your Certificates during the previous year.

If the law creating the tax consequences described in this summary changes, this summary could become inaccurate. This summary is based on the Internal Revenue Code, the regulations promulgated under the Code, and administrative interpretations and court decisions existing as of the date of this Offering Circular. These authorities could be changed either prospectively or retroactively by future legislation, regulations, administrative interpretations, or court decisions. Accordingly, this summary may not accurately reflect the tax consequences of an investment in our Certificates after the date of this Offering Circular.

In addition, this summary does not address every aspect of tax law that may be significant to your particular circumstances. For instance, it does not address special rules that may apply if you are a financial institution or tax-exempt organization, or if you are not a citizen or resident of the United States. It also does not address Certificates purchased through an IRA, SEP, 403(b) plan, or other retirement or benefit plan. Nor does it address any aspect of state or local tax law that may apply to you. Therefore, you should consult with your tax advisor to determine your federal, state, local, or foreign income or other tax consequences of an investment in our Certificates.

LEGAL PROCEEDINGS AND OTHER MATTERS

As of the date of this Offering Circular, there are no legal proceedings pending against us or any individual in his or her capacity as a director or executive officer of CDF or against our property that, individually or in the aggregate, is probable or reasonably possible to result in a material adverse effect upon CDF or our operations.

Our legal counsel has provided an opinion letter as to the legality, validity, and enforceability of the Certificates subject to this offering. The opinion has been filed with the applicable state authorities where required with respect to our applications for registration, qualification or exemption, as applicable, of our debt securities.

AUDITED CONSOLIDATED FINANCIAL STATEMENTS

Our audited consolidated financial statements as of December 31, 2017 and 2016 and for the fiscal years ended December 31, 2017, 2016 and 2015 are included as an attachment to this Offering Circular and consist of the Consolidated Statements of Financial Position, Consolidated Statements of Activities, Consolidated Statements of Cash Flows, and Notes to Consolidated Financial Statements. The consolidated financial statements as of and for the fiscal year ended December 31, 2017 have been audited by Crowe Horwath LLP, independent certified public accountants, and their report thereon is dated March 16, 2018. The consolidated financial statements as of December 31, 2016 and for the fiscal years ended December 31, 2016 and 2015 are also included with this Offering Circular and have been audited by CDF's prior independent auditors.

Our policy is to deliver our audited consolidated financial statements to current investors each year within 120 days of our fiscal year end, and upon written request. We will also post our current audited consolidated financial statements on the CDF Website.

We will provide interim consolidated financial statements, if available, to investors who request them from us. Interim consolidated financial statements, if any, will be prepared by our Controller and reviewed by our President and Chief Operating Officer and, based on their actual knowledge and belief will be true in all material respects. None of the interim consolidated financial statements will be reviewed or audited by our independent auditors. Our interim consolidated financial statements may be materially different from our annual audited consolidated financial statements.

THIS SECTION WAS INTENTIONALLY LEFT BLANK

EXHIBIT

§ 260.141.11. Restriction on Transfer.

(a) The issuer of any security upon which a restriction on transfer has been imposed pursuant to Section 260.141.10 or 260.534 shall cause a copy of this section to be delivered to each issuee or transferee of such security at the time the certificate evidencing the security is delivered to the issuee or transferee.

(b) It is unlawful for the holder of any such security to consummate a sale or transfer of such security, or any interest therein, without the prior written consent of the Commissioner (until this condition is removed pursuant to Section 260.141.12 of these rules), except:

1 to the issuer;

2 pursuant to the order or process of any court;

3 to any person described in Subdivision (i) of Section 25102 of the Code or Section 260.105.14 of these rules;

4 to the transferor's ancestors, descendants or spouse, or any custodian or trustee for the account of the transferor or the transferor's ancestors, descendants, or spouse; or to a transferee by a trustee or custodian for the account of the transferee or the transferee's ancestors, descendants or spouse;

5 to holders of securities of the same class of the same issuer;

6 by way of gift or donation inter vivos or on death;

7 by or through a brokerdealer licensed under the Code (either acting as such or as a finder) to a resident of a foreign state, territory or country who is neither domiciled in this state to the knowledge of the brokerdealer, nor actually present in this state if the sale of such securities is not in violation of any securities law of the foreign state, territory or country concerned;

8 to a brokerdealer licensed under the Code in a principal transaction, or as an underwriter or member of an underwriting syndicate or selling group;

9 if the interest sold or transferred is a pledge or other lien given by the purchaser to the seller upon a sale of the security for which the Commissioner's written consent is obtained or under this rule not required;

10 by way of a sale qualified under Sections 25111, 25112, 25113, or 25121 of the Code, of the securities to be transferred, provided that no order under Section 25140 or subdivision (a) of Section 25143 is in effect with respect to such qualification;by a corporation to a wholly owned subsidiary of such corporation, or by a wholly owned subsidiary of a corporation to such corporation;

11 by a corporation to a wholly owned subsidiary of such corporation, or by a wholly owned subsidiary of a corporation to such corporation;

12 by way of an exchange qualified under Section 25111, 25112 or 25113 of the Code, provided that no order under Section 25140 or subdivision (a) of Section 25143 is in effect with respect to such qualification;

13 between residents of foreign states, territories or countries who are neither domiciled nor actually present in this state;

14 to the State Controller pursuant to the Unclaimed Property Law or to the administrator of the unclaimed property law of another state; or

15 by the State Controller pursuant to the Unclaimed Property Law or by the administrator of the unclaimed property law of another state if, in either such case, such person (i) discloses to potential purchasers at the sale that transfer of the securities is restricted under this rule, (ii) delivers to each purchaser a copy of this rule, and (iii) advises the Commissioner of the name of each purchaser;

16 by a trustee to a successor trustee when such transfer does not involve a change in the beneficial ownership of the securities;

17 by way of an offer and sale of outstanding securities in an issuer transaction that is subject to the qualification requirement of Section 25110 of the Code but exempt from that qualification requirement by subdivision (f) of Section 25102; provided that any such transfer is on the condition that any certificate evidencing the security issued to such transferee shall contain the legend required by this section.

(c) The certificates representing all such securities subject to such a restriction on transfer, whether upon initial issuance or upon any transfer thereof, shall bear on their face a legend, prominently stamped or printed thereon in capital letters of not less than 10point size, reading as follows:

"IT IS UNLAWFUL TO CONSUMMATE A SALE OR TRANSFER OF THIS SECURITY, OR ANY INTEREST THEREIN, OR TO RECEIVE ANY CONSIDERATION THEREFOR, WITHOUT THE PRIOR WRITTEN CONSENT OF THE COMMISSIONER OF CORPORATIONS OF THE STATE OF CALIFORNIA, EXCEPT AS PERMITTED IN THE COMMISSIONER'S RULES."

STANDARD PURCHASE APPLICATION & AGREEMENT

CDF CAPITAL™

PO Box 19700, Irvine, CA 92623-9700
Fax: (866) 303-9360

If you have questions about this application please call (888) 540-7112. **Please print clearly using a ballpoint pen.**

The offer and sale of CDF securities ("Certificates") are subject to the terms and conditions of CDF's Offering Circular,dated May 1, 2018, as may be supplemented, amended and restated ("Offering Circular"), which is incorporated here in in full by this reference. CDF reserves the right to refuse your application and not offer or sell any Certificate to you for any reason.

FOR OFFICE USE ONLY

Security Number ____________________

Initial Interest Rates: ________________%

Representative: ____________________

Campaign: ____________________

☐ NEW APPLICATION ☐ CHANGE OF INFORMATION

HOW DID YOU YEAR ABOUT CDF CAPITAL ________________________________

1a) TYPE OF OWNERSHIP *(please choose one)*

☐ Individual ☐ Joint Tenancy ☐ Tenants in Common ☐ Trust ☐ Custodian
☐ For-Profit Corporation ☐ Non-Profit Organization ☐ Partnership ☐ Limited Liability Company ☐ Unincorporated Organization

1b) OWNER

Name | Social Security or Tax I.D. Number

☐ Single ☐ Married ☐ Widowed

Date of Birth: mo / day / year | E-Mail Address

Address (No P.O. Boxes, please) | City | State | Zip

(   ) Home Phone | (   ) Work Phone | (   ) Mobile Phone

1c) CO-OWNER *(if applicable) Please attach a separate sheet for additional co-owners.*

Name | Social Security or Tax I.D. Number

Date of Birth: mo / day / year | Relationship to Owner

Address (No P.O. Boxes, please) | City | State | Zip

(   ) Home Phone | (   ) Work Phone | (   ) Mobile Phone

1d) CUSTODIAL INVESTMENTS *Custodial investments are covered by the California Uniform Gift Transfers to Minors Act (UTMA).*

Minor's Name | Minor's Social Security Number

Minor's Date of Birth: mo / day / year | Relationship to Owner

Transfer investment to minor at age (cannot exceed age 21): _________

Age of majority dictated by California state law.

1e) INVESTMENTS HELD IN TRUST ONLY *Please attach copy of trust cover page, successor trustee provisions, and trust signature page.*

Name and Date of Trust | Tax I.D. Number

2) CHURCH AFFILIATION

Church Name | City | State

3) DISTRIBUTION UPON DEATH *(individual, co-tenant, or last surviving joint tenant only) Please attach a separate sheet for additional Beneficiaries & information.*

☐ My estate ☐ Church Development Fund, Inc. ☐ The following individual / institution:

Name | Relationship | Social Security or Tax I.D. Number

Address | City | State | Zip | Phone

This election will remain in place unless changed in writing. If selection is left blank, your election will default to your estate.

Form continued on next page.

4) SPOUSAL CONSENT *(AZ, CA, ID, LA, NV, NM, TX, WA and WI residents only)*

If you are married, reside in a community property or marital property state (listed above) and designate someone other than your spouse as your sole primary beneficiary, your spouse must sign below.

I am the spouse of the Certificate Owner named above. I give to the Owner any interest I have in the Certificate. Therefore, I agree to my spouse's naming of a primary beneficiary other than myself. I acknowledge that I have received a fair and reasonable disclosure of my spouse's property and financial obligations. I also acknowledge that I shall have no claim whatsoever against CDF for any payment to my spouse's named beneficiary(ies).

X

Signature of Certificate Owner's Spouse Date Spouse of

5) INVESTMENT TYPES AND TERMS *(If you have questions, please call (888) 540-7112.) See #6 for Electronic Transfer of Funds.*

☐ FLEX CERTIFICATE – $250 minimum

☐ TIME CERTIFICATE – $5,000 minimum

Investment Term [ ] 1 yr. [ ] 2 yrs. [ ] 3 yrs. [ ] 5 yrs.

[ ] Other Term (for Special Certificates) ____________(mos.)

☐ PRESIDENTIAL CERTIFICATE – $250,000 minimum

☐ Presidential Flex Certificate (no term) ___________% (yield)

☐ Presidential Time Certificate __________(term) __________% (yield)

Comments: ____

____

TOTAL INVESTMENT: $______________________________

6) ELECTRONIC FUNDS TRANSFER

☐ I desire to have Church Development Fund process any specific request for electronic transfers received in CDF's office for transfer to and/or from my account at the bank named below:

Bank Name

Bank Routing Number

Bank Account Number

Please attach a voided check from the account named here to this Purchase Application.

ELECTRONIC TRANSFERS TO CDF – RECURRING

☐ A transfer of $_____________ (Flex Certificate minimum: $25. Time Certificate minimum: $100.) shall be made to my CDF investment from the account at the bank named above on the (check one)

[ ] 5th [ ] 20th

of each month or the first business day thereafter.

ELECTRONIC TRANSFERS FROM CDF – RECURRING

☐ A transfer of $_____________ shall be made to the account at the bank named above on the first business day of each (check one)

[ ] Month [ ] Quarter

(early redemption fees may apply).

This authorization shall remain in effect until I notify CDF that I wish to end the electronic transfers, which I may do at any time with a minimum of thirty days prior written notice.

A record of each transfer to CDF will appear on your quarterly CDF investment statement. In the event of an erroneous debit or credit, CDF is authorized to make correction entries. A $10 fee will be charged to the investor's CDF investment for any transfer which is incomplete for lack of bank funds, closed, or incorrect bank information.

7) DISTRIBUTION OF INTEREST *(If none checked, default will be "Accumulate and compound in my investment")*

☐ Accumulate and compound in my investment

☐ Pay to me quarterly by electronic funds transfer (please complete Section 6 above and attach a voided check)

Form continued on next page.

8) ACKNOWLEDGEMENT / SIGNATURE CARD

Each person signing below certifies that such person(s): 1) meets the definition of “Limited Class of Investors” set forth in CDF’s Offering Circular, 2) has reviewed the Offering Circular and the financial statements reproduced therein and 3) agrees to the terms and conditions described in the Offering Circular. Furthermore, each person signing below acknowledges that their signature(s), as signed below, will be used for identity verification purposes when requesting investment activities.

This application serves as a Substitute W-9 Form. CDF is required to obtain your correct Social Security Number (SSN) in order to report to the Internal Revenue Service (IRS) interest paid to you. CDF, like any of other payer of interest or dividends, must withhold and pay to the IRS a percentage of the interest paid to you if you fail to furnish CDF with the correct SSN or if you fail to sign the acknowledgement at the bottom of this Purchase Application. This is referred to as “backup withholding.” For more information on backup withholding, visit www.IRS.gov.

Under penalties of perjury, I certify that: 1) The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and 2) I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and 3) I am a U.S. citizen or other U.S. person.

NOTE: You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return.

To complete your investment sign the Purchase Application here and either:

- Make a check for the amount of your investment payable to “CDF,” or
- Complete the Electronic Funds Transfer section (Section 6), attach a voided check and indicate the amount of investment in Section 5 (Investment Types and Terms).

We will use that information to draw the investment amount from your bank and transfer those funds to CDF.

How many signatures are required for transactions? ☐ One ☐ Two ☐ Three ☐ Four

X ______________________________
Signature

____
Print Name Date

X ______________________________
Signature

____
Print Name Date

X ______________________________
Signature

____
Print Name Date

X ______________________________
Signature

____
Print Name Date

The purchase of Certificates is subject to risks which are described in the Offering Circular. Offers to sell and solicitation of offers to buy Certificates are made only pursuant to the Offering Circular and only in those states where the Certificates may lawfully be offered or sold. The Certificates are not FDIC or SIPC insured nor are they bank deposits.

Interest rates are established according to policies set forth in the Offering Circular and are subject to change. For a complete listing of current investment rates call (888) 540-7112 or visit www.CDFcapital.org.

***Pennsylvania Residents:** You have the right to withdraw from this purchase agreement and receive a full refund of all monies paid by you. The right must be exercised within two business days. The procedure to be followed in exercising the right is explained in the Offering Circular.*

FOR OFFICE USE ONLY

RIM# ______________________________

Customer Name: ______________________________

Form continued on next page.

AUTHORIZING RESOLUTION FORM

CDF CAPITAL™

____

Name of Organization

RESOLVED, that this (check one)

☐ Corporation ☐ Limited Liability Company ☐ Partnership ☐ Unincorporated Association ☐ Other (specify) ______________________

is authorized to invest in securities offered by Church Development Fund, Inc. (CDF), and be it further

RESOLVED, that this authority will continue until revoked by further action of the governing body of this organization, and be it further

RESOLVED, that the following individuals, whose signatures appear below

____

Name and Title

____

Name and Title

____

Name and Title

____

Name and Title

____

Name and Title

each has authority to direct investments in CDF securities and to execute documents on behalf of the organization, and be it further

RESOLVED, that transactions in excess of $______________ of the organization's investments will require _____ authorized signatures, and be it further

RESOLVED, that this organization agrees to the terms printed on each Certificate, Note or Agreement issued in connection with its investment(s), and to CDF's Offering Circular, as to all investments with CDF and redemptions of such investments.

The undersigned certify that they are duly authorized officers of the organization or have due authority on behalf of the above-named organization, and that the foregoing is a true copy of the resolutions duly adopted by the organization's Board of Directors, or other governing body, and that the signatures appearing on this form are those of the persons authorized to bind the organization in accordance with said resolutions.

SIGNED BY

X ____

Signature

____

Print Name and Title Date

CONFIRMED BY

X ____

Signature

____

Print Name and Title Date

CDF CAPITAL

CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

(WITH INDEPENDENT AUDITOR'S REPORT THEREON)

TABLE OF CONTENTS

CROWE HORWATH LLP
Independent Member Crowe Horwath International

Independent Auditors' Report

To the Board of Directors

Church Development Fund, Inc.

Irvine, California

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Church Development Fund, Inc., which comprise the consolidated statement of financial position as of December 31, 2017, and the related consolidated statements of activities and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Church Development Fund, Inc. as of December 31, 2017, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

The financial statements of Church Development Fund, Inc. as of December 31, 2016 and for the years ended December 31, 2016 and 2015 were audited by other auditors whose report dated March 24, 2017, expressed an unmodified opinion on those statements.

Crowe Horwath LLP

Crowe Horwath LLP

Costa Mesa, California

March 16, 2018

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

December 31, 2017 and 2016 (Dollar amounts in thousands)

	2017	2016
Assets		
Cash and cash equivalents	$ 31,495	$ 19,369
Investments	35,884	35,677
Accounts and other receivables, net	677	1,341
Prepaid expenses and other assets	1,814	980
Accrued interest and dividends	2,139	2,283
Loans receivable held for investment, net	541,532	545,463
Real estate	17,051	31,696
Restricted cash and investments	35	35
Investments held for benefit of trustors	716	661
Real estate held for lease, net	8,838	9,119
Property, equipment, and leasehold improvements, net	461	846
Total assets	$ 640,642	$ 647,470
Liabilities and Net Assets		
LIABILITIES:		
Accounts payable and accrued expenses	$ 2,227	$ 2,293
Debt securities	591,895	600,379
Deferred income	138	152
Liabilities held under trust agreements	1,675	1,635
Deferred compensation liability	—	41
Total liabilities	$ 595,935	$ 604,500
Commitments and contingencies		
NET ASSETS:		
Unrestricted	43,122	41,529
Temporarily restricted	170	26
Permanently restricted	1,415	1,415
Total net assets	44,707	42,970
Total liabilities and net assets	$ 640,642	$ 647,470

See accompanying notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF ACTIVITIES

Years ended December 31, 2017, 2016, and 2015 (Dollar amounts in thousands)

	2017	2016	2015
CHANGES IN UNRESTRICTED NET ASSETS:			
INTEREST INCOME:			
Interest and fees on loans	$ 28,650	$ 29,643	$ 30,014
Interest and dividends on cash and investments	657	502	887
Total interest income	29,307	30,145	30,901
INTEREST EXPENSE:			
Interest on debt securities	(16,590)	(17,088)	(18,541)
Short-term borrowing interest	(15)	(56)	(17)
Total interest expense	(16,605)	(17,144)	(18,558)
Net interest income	12,702	13,001	12,343
Negative provision for loan losses, net	(506)	220	378
Net interest income after negative provision for loan losses	12,196	13,221	12,721
NONINTEREST OPERATING INCOME AND EXPENSES:			
Contributions and bequests	1,347	333	409
Rental income	438	1,540	2,027
Construction services	151	233	71
Loan servicing fee income	58	63	23
Other income	1,702	765	1,380
Grant expense to other ministries	(1,629)	(1,614)	(2,058)
General and administrative expenses	(11,685)	(11,452)	(11,689)
Total noninterest operating income and expenses	(9,618)	(10,132)	(9,837)
Net operating income	2,578	3,089	2,884
NONOPERATING INCOME AND EXPENSES:			
Net realized and unrealized losses on investments	(205)	(65)	(584)
Net realized and unrealized losses on real estate	(569)	(1,356)	(489)
Change in fair value of interest rate swaps	—	(120)	(295)
Net (losses) gains on sale of property, equipment, and leasehold improvements	(1)	(7)	28
Change in value of split-interest agreements	(210)	—	—
Total nonoperating income and expenses, net	(985)	(1,548)	(1,340)
Change in unrestricted net assets	1,593	1,541	1,544
CHANGES IN TEMPORARILY RESTRICTED NET ASSETS:			
Change in value of split-interest agreements	144	(74)	(81)
Change in net assets	1,737	1,467	1,463
Net assets, beginning of year	42,970	41,503	40,040
Net assets, end of year	$ 44,707	$ 42,970	$ 41,503

See accompanying notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

Years ended December 31, 2017, 2016, and 2015 (Dollar amounts in thousands)

	2017	2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES:			
Change in net assets	$ 1,737	$ 1,467	$ 1,463
Adjustments to reconcile change in net assets to net cash provided by operating activities:			
Provision (negative provision) for loan losses, net	506	(220)	(378)
Provision for bad debt	84	—	—
Amortization of deferred loan costs, net	280	254	398
Net realized and unrealized investment losses	205	65	584
Nets losses on real estate	569	1,356	489
Net loss (gains) on sale of property, equipment, and leasehold improvements	1	7	(28)
Change in fair value of interest rate swaps	—	120	295
Noncash contributions	(963)	—	(158)
Depreciation and amortization	731	974	823
Change in value of split-interest agreements	66	74	81
Changes in operating assets and liabilities:			
Accounts and other receivables, net	246	(492)	132
Accrued interest and dividends	144	(88)	143
Prepaid expenses and other assets	(834)	(242)	206
Accounts payable and accrued expenses	(66)	(264)	(1,423)
Deferred compensation liability	(41)	(38)	(35)
Deferred income	(14)	—	—
Other changes in trusts and church trust properties	(81)	(79)	(61)
Net cash from operating activities	2,570	2,894	2,531
CASH FLOWS FROM INVESTING ACTIVITIES:			
New loans made to churches, net of administration fees	(50,890)	(78,534)	(48,454)
Proceeds from loan principal repayments	56,030	51,594	52,524
Proceeds from the sale of loans receivable	—	8,081	2,422
Purchases of loans receivable	(3,000)	(375)	—
Purchases of investments	(15,466)	(24,211)	(53,304)
Proceeds from pay down, maturities and sale of investments	15,053	34,421	54,408
Acquisitions of real estate	(1,095)	(29)	(167)
Proceeds from the sale of real estate	17,130	8,231	2,896
Purchases of property, equipment, and leasehold improvements	(56)	(171)	(174)
Change in restricted cash and investments	—	3,463	1,495
Payments on interest rate swaps	—	(1,508)	(1,245)
Net cash from investing activities	17,706	962	10,401

Continued on next page

CONSOLIDATED STATEMENTS OF CASH FLOWS

Years ended December 31, 2017, 2016, and 2015 (Dollar amounts in thousands)

	2017	2016	2015
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from debt securities	86,313	98,507	86,948
Redemption of debt securities	(109,251)	(98,824)	(134,395)
Reinvested interest on debt securities	14,454	14,972	16,412
(Payments) proceeds from short-term borrowings	—	(4,000)	4,000
Proceeds (payments) from related-party entities	334	(169)	9
Net cash from financing activities	(8,150)	10,486	(27,026)
Change in cash and cash equivalents	12, 126	14,342	(14,094)
Cash and cash equivalents, beginning of year	19,369	5,027	19,121
Cash and cash equivalents, end of year	$ 31,495	$ 19,369	$ 5,027
Supplemental disclosure of cash flow information:			
Cash paid during the year for:			
Interest on interest-bearing liabilities and line of credit	$ 16,606	$ 17,149	$ 18,562
Supplemental disclosures of noncash investing and financing activities:			
Net investment in loans receivable transferred to real estate through foreclosure and deed-in-lieu of foreclosure	1,167	78	—
Real estate transferred to loans receivable held for investment	163	—	4,689
Net real estate transferred to real estate held for lease	—	—	6,361
Net real estate held for lease transferred to real estate	—	9,119	—

See accompanying notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

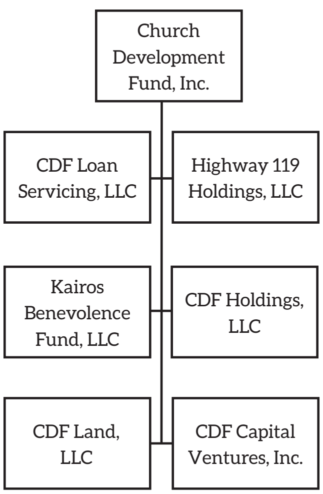
Years ended December 31, 2017, 2016, and 2015
(Dollar amounts in thousands)

1. NATURE OF ORGANIZATION

Church Development Fund, Inc. (CDF or Organization) is a California religious not-for-profit corporation that was established in 1953 and operates as a church extension fund, affiliated with independent Christian Churches. CDF's purpose is to help churches and ministries grow. It carries out this purpose by generating funds to finance the purchase, construction, and improvement of church related properties, to refinance existing debt incurred for these purposes, and to provide for operational needs. Funds for CDF's loan program are primarily generated through sales of debt securities, contributions, and borrowings. In addition, CDF provides a variety of consulting services to churches including leadership and strategic planning.

Principles of Consolidation: The consolidated financial statements include the accounts and operations of CDF and its subsidiaries. All significant intercompany accounts and transactions have been eliminated.

Prior to April 1, 2017, CDF was a wholly controlled subsidiary of Provision Ministry Group (Provision). Effective as of April 1, 2017, Provision and CDF effectuated a governance change of control to remove control of CDF by Provision such that the CDF Board has control over the governance of CDF as a separate and independent entity. There were no changes in CDF's subsidiaries as a result of the change in control. The following chart shows the current corporate organizational structure:



2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Accounting

The consolidated financial statements of CDF are prepared in accordance with U.S. generally accepted accounting principles (GAAP). All dollar amounts are presented in thousands unless otherwise noted.

(b) Cash and Cash Equivalents

Cash and cash equivalents include checking accounts, money market accounts, and other highly liquid investments with original maturities of 90 days or less when purchased.

(c) Investments

Investments are recorded at fair value. Valuation techniques are further discussed in Note 13. Unrealized gains and losses on investments are recorded on a net basis as nonoperating income or expense.

(d) Liquidity

It is CDF's policy to maintain liquidity equal to at least 8% of the principal amount of its outstanding debt securities. Liquid assets are generally held in interest bearing savings accounts, certificates of deposit, marketable securities, and money market accounts. Liquid assets are held primarily to provide CDF with liquidity and to fund redemptions of its outstanding debt securities.

(e) Property, Equipment, and Leasehold Improvements

Property, equipment, and leasehold improvements are carried at cost for expenditures over $1,000 (not in thousands) and an expected useful life of greater than one year. Depreciation expense is allocated on a straight line basis over the estimated useful lives of the assets ranging from 3 to 7 years for equipment and from 30 to 40 years for buildings. Leasehold improvements are depreciated over the lesser of the estimated useful life of the improvements or remaining term of the lease.

(f) Loans Receivable Held for Investment and Allowance for Loan Losses

Loans receivable held for investment are stated at their principal amount outstanding less the related allowance for loan losses and net of deferred loan fees and costs. Loans are generally collateralized by real estate. Interest is calculated using the simple interest method and interest rates on the majority of loans are subject to adjustment every 3 to 5 years when loans either mature or are reset in accordance with the terms of the loan. Loans are typically amortized over a period of 25 to 30 years. A portfolio segment is the level at which an entity develops and documents a systematic methodology to determine the allowance for credit losses, and a class of financing receivables is the level of disaggregation of portfolio segments based on the initial measurement attribute, risk characteristics, and methods for assessing risk. The Organization's portfolio segment is church, parachurch ministries, and related educational institution loans. The classes within this segment are mortgage, construction, and other, including lines of credit, other asset secured, and unsecured loans. Risk arises primarily due to the difference between expected and actual cash flows of the borrowers, specifically related to size of the organization and level of contributions and revenue they receive; however the ultimate recoverability of CDF's investment in these loans may also depend on other factors primarily such as the type of collateral securing these loans and its fair value, which may fluctuate as market conditions change.

The allowance for loan losses is established as losses are estimated to have occurred through a provision for loan losses charged to earnings. Loan losses are charged against the allowance when management deems a loan unable to be collected and there is insufficient collateral to recover the principal and accrued interest. Recoveries, if any, are credited to the allowance. The allowance for loan losses is based upon periodic and systematic detailed reviews of the loan portfolio by management to identify credit risks and to assess the overall inability to collect on each loan. This analysis includes, but is not limited to, the borrower's management, financial condition, cash flows, repayment program, and the existence of collateral. In addition, the historical experiences of payment patterns and general economic conditions have been considered in management's evaluation of the allowance for loan losses. This process is based on estimates, and ultimate losses may vary from current estimates. As changes in estimates occur, adjustments to the level of the allowance are recorded in the provision for loan losses in the period in which they become known.

Loans are classified as impaired if management believes it is probable that CDF will not receive all principal and interest due on the loan according to the contractual terms of the loan agreement or if a modification of the contractual terms is determined to be a troubled debt restructuring of the loan.

A loan is classified as a troubled debt restructuring when CDF grants a concession to a borrower experiencing financial difficulties. These concessions may include a reduction of the interest rate, principal or accrued interest, extension of the maturity date, or other actions intended to minimize potential losses. All loan modifications are evaluated on an individual basis to determine whether such modifications meet the criteria to be classified as a troubled debt restructuring. Loans restructured at a rate equal to or greater than that of a new loan with comparable risk at the time the loan is modified may be excluded from restructured loan disclosures in years subsequent to the restructuring if the loans are in compliance with their modified terms for a sustained period of time but will continue to be disclosed as impaired.

The allowance for loan losses includes an amount for impaired loans. The allowance for impaired loans is calculated as the difference between the carrying value of the loan and the fair value as of the reporting date. Fair value of impaired loans is determined by either discounted cash flows if the collection of principal and interest is primarily dependent on the operating cash flows of the borrower or the fair value of collateral if the collection of principal and interest is primarily dependent on the underlying collateral of the loan.

If payments on a loan become over 90 days past due, the loan is classified as delinquent. If payments on a loan become over 120 days past due, interest accrual ceases and the loan is classified as delinquent and impaired. However, in certain instances, CDF may place a particular loan on nonaccrual status earlier, depending upon the individual circumstances surrounding the loan's delinquency. When an asset is placed on nonaccrual status, previously accrued but unpaid interest is reversed against current income. Subsequent collections of cash are applied as principal reductions when received, except when the ultimate collection of principal is probable, in which case interest payments are credited to income. Nonaccrual assets may be restored to accrual status when principal and interest become current and full repayment is expected, generally after a period of six months of payment performance. Interest income is recognized on the cash basis for impaired loans not meeting the criteria for nonaccrual.

A loan that has been placed on nonaccrual status that is subsequently restructured will usually remain on nonaccrual status until the borrower is able to demonstrate repayment performance in compliance with the restructured terms for a sustained period, typically for six months. A restructured loan may return to accrual status sooner based on other significant events or mitigating circumstances. A loan that has not been placed on nonaccrual status may be restructured and such loan may remain on accrual status after such restructuring. In these circumstances, the borrower has made payments before and after the restructuring. Generally, this restructuring involves a reduction in the loan interest rate and/or a change to interest only payments for a period of time. The restructured loan is considered impaired despite the accrual status and a specific allowance is calculated. Subsequent collections of cash are credited to income under the cash basis if ultimate collection of principal is probable for restructured loans not meeting the criteria for nonaccrual.

(g) Concentration of Credit Risk

Financial instruments that potentially subject CDF to concentrations of credit risk consist principally of cash, cash equivalents, investment assets, loans receivable, and debt securities. CDF places substantially all of its cash and cash equivalents with high quality financial institutions and limits the amount of significant credit exposure to any one financial institution.

At December 31, 2017, CDF had significant deposits in excess of federal deposit insurance limits at three financial institutions. The management of CDF does not believe that CDF is exposed to any significant risk of loss due to this concentration.

At December 31, 2017, a significant portion of the investment portfolio was invested in money market accounts (classified as cash and cash equivalents), mortgage-backed securities, agency bonds, municipal bonds, and certificates of deposit held by UMB Bank, N.A, First Foundation Bank, PMB, and various other financial institutions.

Concentrations of credit risk with respect to loans receivable are limited to a certain extent by the secured position of CDF in most instruments, the number of organizations comprising CDF's loans receivable base, their dispersion across geographic area, and CDF's policy of limiting the maximum loan amount to any one borrower. CDF's loans are with churches and related organizations of the Christian Church and other independent church congregations. While CDF may be exposed to credit losses in the event of nonperformance by the above contracting parties, management has established an allowance for potential loan losses, which it believes is adequate to cover probable losses as of December 31, 2017.

(h) Deferred Loan Fees

Loan administration fees collected at the inception of loans held for investment, net of the costs of originating the loan, are deferred and amortized over the life of the loan as an adjustment of yield using a method that approximates the effective interest method. These loan administration fees are recorded as part of loans receivable held for investment, net, in the accompanying consolidated statements of financial position. Net amortization of such deferred costs was $280, $254, and $398 for the years ended December 31, 2017, 2016, and 2015, respectively, and was included in interest income in the accompanying consolidated statements of activities.

(i) Transfers and Servicing of Financial Assets

The transfer of financial assets in which the Organization surrenders control over the assets is accounted for as a sale to the extent that consideration other than beneficial interests is received in exchange. GAAP sets forth the criteria that must be met for control over transferred assets to be considered to have been surrendered, which includes, among others: (1) the assets must be isolated from creditors of the transferor, (2) the transferee must obtain the right (free of conditions that constrain it from taking advantage of that right) to pledge or exchange the transferred assets, and (3) the transferor cannot maintain effective control over the transferred assets through an agreement to repurchase them before their maturity. When the Organization transfers financial assets and the transfer fails any one of these criteria, the Organization is prevented from derecognizing the transferred financial assets and the transaction is accounted for as a secured borrowing.

Where de-recognition criteria are met and the transfer is accounted for as a sale, the Organization removes financial assets from the consolidated statements of financial position and a net gain or loss is recognized in income at the time of sale. In the ordinary course of business, as loans are sold, CDF makes standard industry representations and warranties about the loans. CDF may have to subsequently repurchase certain loans due to defects that occurred in the origination of the loans. Such defects are categorized as documentation errors, underwriting errors, or fraud. As of December 31, 2017, CDF has not been required or requested to repurchase any sold loans due to these circumstances and no reserve for repurchase has been recorded.

(j) Investments Held for Benefit of Trustors and Liabilities Held under Trust Agreements

CDF is the trustee for irrevocable trusts, including charitable remainder unitrusts and charitable remainder annuity trusts. These trusts provide for the payment of lifetime distributions to the grantor or other designated beneficiaries. Distributions to beneficiaries may be for a specified dollar amount or for a specified percentage of the trust's fair value as determined annually. Assets received under such agreements are typically fixed income securities or debt securities issued by CDF. The fixed income securities are recorded at fair value, and are included in investments held for benefit of trustors in the accompanying consolidated statements of financial position. Debt securities accounts held with CDF are eliminated upon consolidation of the trusts.

The present value of the income interests is reported as trust liabilities using discount and mortality tables at rates that approximate the risk adjusted rate of return at the time the agreement was established. At December 31, 2017, the risk adjusted rate of return ranged from 6% to 8%. At the death of the lifetime beneficiaries, the trusts provide for the distribution of assets to designated charitable organizations.

Changes in the fair value of the investments are combined with the changes in the estimated liability and are recorded in the consolidated statements of activities.

Certain trusts contain provisions to distribute assets to charitable organizations other than CDF. The portion attributable to others is reflected as a component of the liabilities held under trust agreements.

(k) Real Estate and Real Estate Held for Lease

Generally, assets acquired through deed in lieu of foreclosure, purchase, and donation are held for sale and are initially recorded at fair value, less estimated selling costs at the date of acquisition, establishing a new cost basis. Subsequent to acquisition, valuations are periodically obtained from independent sources. The assets are carried at the lower of carrying amount or fair value less costs to sell and included in real estate in the consolidated statements of financial position. Changes in the valuation allowance are included in net gain or loss on real estate in the consolidated statements of activities.

Certain assets acquired through deed in lieu of foreclosure, purchase, and donation are held for lease and are initially recorded at fair value at the date of acquisition, establishing a new cost basis. Subsequent to acquisition, the assets are subject to depreciation and assessments for impairment. The assets are carried at the net carrying amount and included in real estate held for lease in the consolidated statements of financial position.

(l) Debt Securities

CDF classifies reinvested interest on debt securities in cash flows from financing activities on the consolidated statements of cash flows. Reinvested interest on debt securities was $14,454, $14,972, and $16,412 for the years ended December 31, 2017, 2016, and 2015, respectively.

(m) Classes of Net Assets

The consolidated financial statements report amounts by classification of net assets as follows:

Unrestricted net assets are those currently available for use in CDF's operations, amounts designated by the Board for specific purposes and include those resources invested in property, equipment, and leasehold improvements. In addition, CDF maintains donor advised funds in which donors are given the opportunity to make recommendations for grants to approved charities to be paid from the funds. The Organization maintains control over the funds and makes grants at its sole discretion. Grants paid from donor advised funds totaled $87, $114, and $106 for the years ended December 31, 2017, 2016, and 2015, respectively.

The Organization's unrestricted net assets as of December 31 consist of the following:

	2017	2016
Undesignated	$ 23,552	$ 22,143
Board-designated endowments:		
Church Planting Fund	13,344	13,336
Dornette Memorial Fund	3,796	3,790
Kairos Benevolence Fund	738	648
Donor-advised funds	1,692	1,612
	$ 43,122	$ 41,529

Temporarily restricted net assets consist of contributions with donor stipulations for specific purposes or programs, or that impose certain time restrictions. Donor restricted contributions whose restrictions are met in the same reporting period as received are classified as unrestricted support. The amount of temporarily restricted net assets as of December 31, 2017 and 2016 consists of the balance of split interest agreements.

Permanently restricted net assets are those contributed with donor stipulations to invest the principal of the gift in perpetuity, with only the income to be utilized for unrestricted or temporarily restricted ministry purposes. Income generated by the principal of these gifts is to be used for the purpose of planting Christian churches in Georgia and Alabama.

The Organization's permanently restricted net assets as of December 31 consist of the following:

	2017	2016
Donor-restricted for planting Christian churches in Georgia and Alabama	$ 1,415	$ 1,415

(n) Income Taxes

CDF is an organization exempt from taxation under §501(a) of the Internal Revenue Code (IRC) and is classified as an exempt organization pursuant to §501(c)(3) and further described as a religious organization under §509(a)(1) and §170(b)(1)(A)(i). The Organization remains subject to income taxes on any net income that is derived from a trade or business, regularly carried on and not in furtherance of the purpose for which it was granted exemption. CDF's subsidiaries included in the reporting entity consist of entities wholly owned by CDF and, therefore, disregarded for income tax purposes, separate organizations exempt under §501(c)(3), and further described as supporting organizations under §509(a)(3) and separate taxable corporations subject to federal and state income taxes. The income tax provision recorded, in the opinion of management, is not material to the consolidated financial statements taken as a whole.

The Organization is required to determine whether it is more likely than not that a tax position will be sustained upon examination based on the technical merits of the position. A tax position that meets the more likely than not recognition threshold is measured to determine the amount of expense or benefit to recognize in the consolidated financial statements. The Organization has concluded that there are no significant uncertain tax positions requiring disclosure in the consolidated financial statements as of December 31, 2017 and 2016.

(o) Use of Estimates

The preparation of the consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could materially differ from those estimates. Significant estimates include the determination of loan loss reserves and the valuation of real estate.

3. INVESTMENTS

The fair value of amounts reported as investments consists of the following at December 31:

	2017	2016
Mortgage-backed securities	$ 14,186	$ 10,821
Certificates of deposits	13,904	19,189
Agency bonds	6,287	3,765
Municipal bonds	1,507	1,902
	$ 35,884	$ 35,677

All of the above securities are available for sale or redemption any time CDF determines liquidation is appropriate. The investments mature as follows:

Year ending December 31:	
2018	$ 7,570
2019	6,217
2020	4,010
2021	2,768
2022	992
Thereafter	14,327
	$ 35,884

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4. LOANS RECEIVABLE HELD FOR INVESTMENT

An age analysis of loans receivable held for investment, by class, at December 31, 2017, is as follows:

	Current or less than 31 days past due	31–60 days past due	61–90 days past due	91 days or more past due	Total
Mortgage loans	$ 473,752	$ —	$ —	$ 19,004	$ 492,756
Construction loans	24,402	—	—	—	24,402
Other loans	28,133	—	—	—	28,133
	$ 526,287	$ —	$ —	$ 19,004	$ 545,291
Percentage of loan portfolio	96.5 %	0.0 %	0.0 %	3.5 %	100.0 %

As of December 31, 2017, loans on nonaccrual included in 91 days or more past due are $17,580 for mortgage loans. Loans accruing interest included in 91 days or more past due are mortgage loans of $1,424.

An age analysis of loans receivable held for investment, by class, at December 31, 2016, is as follows:

	Current or less than 30 days past due	31–60 days past due	61–90 days past due	91 days or more past due	Total
Mortgage loans	$ 457,775	$ —	$ 8,724	$ 11,783	$ 478,282
Construction loans	54,147	—	—	—	54,147
Other loans	16,360	—	—	—	16,360
	$ 528,282	$ —	$ 8,724	$ 11,783	$ 548,789
Percentage of loan portfolio	96.3 %	0.0 %	1.6 %	2.1 %	100.0 %

As of December 31, 2016, loans on nonaccrual included in 91 days or more past due are $5,643 for mortgage loans. Loans accruing interest included in 91 days or more past due are mortgage loans of $6,140.

The Organization evaluates its loans receivable using conforming or nonconforming as the primary credit quality indicator. Nonconforming refers to those loans that are internally classified by the Organization as substandard. These assets pose higher risk and elevated probability of default. Conforming refers to all loans not considered nonconforming. The Organization evaluates various criteria for determining whether a loan is conforming or nonconforming on an annual basis. The allowance for loan loss is reviewed quarterly.

The table below presents credit quality indicators related to the Organization's loans by class at December 31, 2017:

	Mortgage Loans	Construction Loans	Other Loans	Total
Risk ratings:				
Conforming	$ 425, 763	$ 24,402	$ 25,913	$ 476,078
Nonconforming	66,993	—	2,220	69,213
Total	$ 492,756	$ 24,402	$ 28,133	$ 545,291
			Allowance for loan losses	(4,549)
			Unamortized premiums on loans	87
			Deferred loan fees, net	703
				$ 541,532

The table below presents credit quality indicators related to the Organization's loans by class at December 31, 2016:

	Mortgage Loans	Construction Loans	Other Loans	Total
Risk ratings:				
Conforming	$ 406,942	$ 54,147	$ 13,526	$ 474,615
Nonconforming	71,340	—	2,834	74,174
Total	$ 478,282	$ 54,147	$ 16,360	$ 548,789
			Allowance for loan losses	(4,122)
			Unamortized premiums on loans	170
			Deferred loan fees, net	626
				$ 545,463

A summary of the allowance for loans losses is as follows as of December 31:

	2017	2016	2015
Allowance for loan losses:			
Beginning of year	$ (4,122)	$ (4,342)	$ (4,720)
(Provision) negative provision for losses	(506)	220	378
Charge-offs	79	—	—
End of year	$ (4,549)	$ (4,122)	$ (4,342)

The following table present summaries of the activity in the allowance for loan losses by class for the years indicated:

Year ended December 31	2017				2016			
	Mortgage Loans	Construction Loans	Other Loans	Total	Mortgage Loans	Construction Loans	Other Loans	Total
Allowance for loan losses:								
Beginning balance	$ 3,978	$ 33	$ 111	$ 4,122	$ 4,281	$ 27	$ 34	$ 4,342
Charge-offs	(79)	—	—	(79)	—	—	—	—
Provision	(572)	7	1,071	506	(303)	6	77	(220)
Ending balance	$ 3,327	$ 40	$ 1,182	$ 4,549	$ 3,978	$ 33	$ 111	$ 4,122
Amount of the allowance applicable to loans:								
Individually evaluated for impairment	$ 2,250	$ —	$ 1,129	$ 3,379	$ 2,890	$ —	$ —	$ 2,890
Collectively evaluated for impairment	1,077	40	53	1,170	1,088	33	111	1,232
Total allowance for loan losses	$ 3,327	$ 40	$ 1,182	$ 4,549	$ 3,978	$ 33	$ 111	$ 4,122
Ending balance of loan portfolio composed of:								
Individually evaluated for impairment	$ 63,737	$ —	$ 1,907	$ 65,644	$ 65,787	$ —	$ —	$ 65,787
Collectively evaluated for impairment	429,019	24,402	26,226	479,647	412,495	54,147	16,360	483, 002
Total loan portfolio	$ 492,756	$ 24,402	$ 28,133	$ 545,291	$ 478,282	$ 54,127	$16,360	$ 548,789

The following is a summary of information pertaining to impaired loans:

December 31, 2017	Impaired loans without a valuation allowance	Impaired loans with a valuation allowance	Total recorded investment	Valuation allowance related to impaired loans	Average recorded investment in impaired loans	Unpaid principal balance
Mortgage loans	$ 22,387	$ 41,350	$ 63,737	$ 2,250	$ 64,116	$ 65,865
Construction loans	—	—	—	—	—	—
Other loans	—	1,907	1,907	1,129	477	—
Total	$ 22,387	$ 43,257	$ 65,644	$ 3,379	$ 64,593	$ 65,865
December 31, 2016						
Mortgage loans	$ 19,453	$ 46,334	$ 65,787	$ 2,890	$ 65,245	$ 65,852
Construction loans	—	—	—	—	—	—
Other loans	—	—	—	—	—	—
Total	$ 19,453	$ 46,334	$ 65,787	$ 2,890	$ 65,245	$ 65,852

Interest income recognized on impaired loans was $2,673, $2,835, and $3,149 for the years ended December 31, 2017, 2016, and 2015, respectively.

The Organization seeks to assist customers that are experiencing financial difficulty by renegotiating loans. The portfolio may include modifications, both short and long term, of interest rates, principal or accrued interest, payment amount, length of term, or a combination thereof. The Organization makes loan modifications utilizing internal renegotiation programs that manage debt exposures held only by the Organization via direct customer contact. The valuation allowance is based on the present value of projected cash flows discounted using the interest rate in effect prior to restructuring and prior to any risk based increase in rate. If management determines that the collection of a loan is primarily dependent on the underlying collateral, the valuation allowance is based on fair value of the collateral.

The following table presents new troubled debt restructurings for the periods indicated:

Year ended December 31	**2017**			**2016**		
	Number of loans	**Premodification outstanding recorded investment**	**Postmodification outstanding recorded investment**	**Number of loans**	**Premodification outstanding recorded investment**	**Postmodification outstanding recorded investment**
Troubled debt restructurings:						
Mortgage loans	—	$ —	$ —	2	$ 13,185	$ 13,251
Construction loans	—	—	—	—	—	—
Other loans	—	—	—	—	—	—
Total	—	$ —	$ —	2	$ 13,185	$ 13,251

For any of these loans, in the event that CDF provides a concession through a refinance or modification which CDF would not ordinarily consider, in order to protect as much of the investment as possible, such loan may be considered a troubled debt restructuring even though it was performing throughout its term. The circumstances regarding any modification and a borrower's specific situation, such as their ability to obtain financing from another source at similar market terms, are evaluated on an individual basis to determine if a troubled debt restructuring has occurred.

All performing restructured loans were on accrual status prior to the loan modifications and have remained on accrual status after the loan modifications due to the borrowers making payments before and after the restructurings. In these circumstances, generally, a borrower may have had a fixed rate loan that they continued to repay, but may be having cash flow difficulties. In an effort to work with certain borrowers, CDF has agreed to interest rate reductions, interest only payments for a period of time, and/or extensions of the loan maturity date. In these cases, CDF has not forgiven principal as part of the loan modification.

The following table provides a summary of troubled debt restructuring loans that defaulted within 12 months of their modification date:

Year ended December 31	**2017**		**2016**		**2015**	
	Number of loans	**Period end recorded investment**	**Number of loans**	**Period end recorded investment**	**Number of loans**	**Period end recorded investment**
Mortgage loans	1	$ 8,585	1	$ 4,660	—	$ —
Construction loans	—	—	—	—	—	—
Other loans	—	—	—	—		
Total defaulted troubled debt restructuring loan	1	$ 8,585	1	$ 4,660	—	$ —

There was one mortgage loan modified with payment defaults during each of the years ended December 31, 2017 and 2016, which included modifications to the repayment terms.

As of December 31, 2017 and 2016, there were no remaining commitments to lend additional funds to debtors whose terms have been modified in a troubled debt restructuring.

As of December 31, 2017 and 2016, CDF had no loans receivable held for investment in which CDF's interests as secured lender were subordinate to third party senior lenders.

As of December 31, 2017 and 2016, four loans totaling $415 and $577, respectively, were unsecured.

Loans receivable held for investment are contractually scheduled to mature as follows as of December 31, 2017:

Fiscal year:	
2018	$ 78,132
2019	135,348
2020	37,547
2021	58,834
2022	117,083
Thereafter	118,347
	$ 545,291

As of December 31, 2017, CDF had loans receivable held for investment to borrowers with balances as follows:

Aggregate loan balance	Number of borrowers	Principal outstanding (in thousands)	Percentage of loan portfolio
Less than $1,000,001	105	$ 36,162	6 %
$1,000,001–$5,000,000	63	153,100	28
$5,000,000–$10,000,000	14	111,794	21
Over $10,000,000	11	244,235	45
	193	$ 545,291	100 %

CDF has no geographic lending restrictions. Aggregate loans by state greater than or equal to 5% of the total loans receivable held for investment portfolio are concentrated in the following states as of December 31, 2017:

	Number of borrowers	Principal outstanding	Percentage of loan portfolio
California	45	$ 216,893	40 %
Ohio	22	48,887	9
Nevada	4	38,348	7
Colorado	9	34,488	6
Florida	8	34,120	6
	88	$ 372,736	68 %

During the year ended December 31, 2017, no participation interests in loans receivable held for investment were sold.

During the year ended December 31, 2016, CDF sold participation interests of 41%–75% consisting of four loans at par to a third party for total proceeds approximating $8,081. Based on the terms of the participation agreement, for a loan less than 100% sold, CDF maintains all records, performs all servicing requirements for a fee, and remits monthly the appropriate interest and principal amounts collected.

CDF's interests are included in loans receivable held for investment in the accompanying consolidated statements of financial position and total $15,334 and $15,770 at December 31, 2017 and 2016, respectively. The outstanding principal balances, including both CDF and third-party interests, of all sold and participated loans serviced by CDF total $31,676 and $32,953 at December 31, 2017 and 2016, respectively.

In connection with the participation and sales agreements, CDF earned $58, $63, and $23 of net loan servicing fee income for the years ended December 31, 2017, 2016, and 2015, respectively.

5. REAL ESTATE

Real estate, excluding real estate held for lease, consists of the following as of December 31:

	2017	Number of properties	2016	Number of properties
Land and buildings acquired by:				
Deed-in-lieu of foreclosure	$ 13,661	3	$ 16,963	4
Purchase	—	—	12,942	1
Donation	3,390	3	1,791	3
	$ 17,051	6	$ 31,696	8

As of December 31, 2017 and 2016, two properties represent undeveloped land and the remaining represent buildings and land. These properties are geographically dispersed among six and seven states, respectively.

The table below presents real estate activity for the years ended December 31, 2016 and 2017:

	Lower of cost or fair value	Number of properties
Real estate, January 1, 2016	$ 32,057	8
Acquired through: Deed-in-lieu of foreclosure	78	1
Additional costs capitalized	29	—
Valuation adjustments (5 properties)	(1,489)	—
Properties transferred from real estate held for lease	9,119	1
Properties sold	(8,098)	(2)
Real estate, December 31, 2016	31,696	8
Acquired through: foreclosure	1,172	1
Acquired through: propery gift	1,922	1
Additional costs captialized	116	—
Valuation adjustments (4 properties)	(143)	—
Properties sold	(17,712)	(4)
Real estate, December 31, 2017	$ 17,051	6

Activity in the real estate valuation allowance for the years ended December 31 is summarized as follows:

	2017	2016	2015
Beginning balance, January 1	$ 930	$ 562	$ 1,432
Additions	149	1,475	—
Sales	(77)	(1,121)	(903)
Valuation adjustments	(5)	14	33
Ending balance, December 31	$ 997	$ 930	$ 562

6. REAL ESTATE HELD FOR LEASE

Real estate held for lease consists of the following at December 31:

	2017	2016
Land	$ 2,281	$ 2,281
Land improvements	293	293
Buildings	6,741	6,741
Building improvements	218	215
Furniture, fixtures, and equipment	207	200
	9,740	9,730
Less accumulated depreciation and amortization	(902)	(611)
	$ 8,838	$ 9,119

In 2016, CDF made the decision to sell one property in Arizona to the long-term tenant. The property was included in real estate held for lease and was transferred to real estate on the Organization's consolidated statements of financial position. CDF transferred the property, based on the negotiated sales price, at a fair value of $7,998 and recorded an impairment of $1,121.

The following is a schedule by years of minimum future rentals on noncancelable operating leases where CDF is lessor:

Year ending December 31:	
2018	$ 74
2019	74
2020	55
	$ 203

Depreciation and amortization expense on real estate held for lease totaled $290, $534, and $407 for the years ended December 31, 2017, 2016, and 2015, respectively.

7. PROPERTY, EQUIPMENT, AND LEASEHOLD IMPROVEMENTS

Property, equipment, and leasehold improvements consist of the following at December 31:

	2017	2016
Leasehold improvements	$ 1,961	$ 1,961
Furniture and equipment	2,025	2,083
	$ 3,986	$ 4,044
Less accumulated depreciation and amortization	(3,525)	(3,198)
	$ 461	$ 846

Depreciation and amortization expense on property, equipment, and leasehold improvements totaled $440, $440, and $416 for the years ended December 31, 2017, 2016, and 2015, respectively.

8. DEBT SECURITIES

The major source of funds used to finance church loans during the years presented was received from the sale of debt securities to investors whom CDF considers to be associated with its mission of serving churches. These debt securities are not collateralized.

As of December 31, 2017, debt securities are contractually set to mature as follows:

Fiscal year of maturity	Weighted average rate	Amount
Demand	1.0 %	$ 58,319
2018	2.9	221,055
2019	3.0	138,230
2020	2.7	86,461
2021	3.6	53,047
2022	3.0	34,593
Thereafter	2.4	190
	2.8 %	$ 591,895

Amounts are presented in the above schedule based on the year in which the underlying debt securities are scheduled to mature. Notwithstanding the foregoing, CDF may require 60 day written notice for any redemption request. In addition, CDF may, but is not required to, permit redemption of debt securities prior to maturity, and if CDF elects to permit such early redemption, CDF may charge an early redemption fee.

Aggregate debt securities by state greater than or equal to 5% of the total debt securities outstanding as of December 31, 2017 are concentrated in the following states:

State	Number of investors	Aggregate balance	Percentage of total debt securities outstanding
California	2,774	$ 222,035	38 %
Ohio	768	43,848	7
Arizona	635	40,855	7
Oregon	536	29,674	5
Colorado	478	26,938	5
	5,191	$ 363,350	62 %

9. SHORT TERM BORROWINGS

On June 28, 2016, CDF established a revolving credit line totaling $20,000 with Pacific Mercantile Bank (PMB) that is usable upon delivery of adequate eligible collateral, as defined in the agreement. As a condition to the line of credit, CDF is required to provide PMB with a first priority security interest in all assets as collateral and maintain compensating cash investments of at least $5,000. Upon the establishment of this line of credit, the revolving credit line previously established with First Foundation Bank with an expiration of July 1, 2016 was closed. The line of credit with PMB expires on July 2, 2018. As of December 31, 2017 and 2016, there were no outstanding balances.

10. ENDOWMENTS

The Organization's endowment consists of five individual funds established for a variety of purposes. Its endowment includes both donor restricted endowment funds, and funds designated by the Board to function as endowments. Net assets associated with endowment funds, including funds designated by the Board to function as endowments, are classified and reported based on the existence or absence of donor imposed restrictions.

(a) Interpretation of Relevant Law

The Organization has interpreted the State of California Uniform Prudent Management of Institutional Fund Act (UPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Organization classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Organization in a manner consistent with the standards prescribed by UPMIFA.

In accordance with UPMIFA, the Organization considers the following factors in making a determination to appropriate or accumulate donor restricted endowment funds:

1. The duration and preservation of the fund
2. The purposes of the Organization and the donor restricted endowment fund
3. General economic conditions
4. The possible effect of inflation and deflation
5. The expected total return from income and the appreciation of investments
6. Other resources of the Organization
7. The investment policies of the Organization

Endowment net asset composition by type of fund is as follows as of December 31, 2017:

	Unrestricted	Permanently restricted	Total
Donor-restricted endowment funds	$ —	$ 1,415	$ 1,415
Board-designated endowment funds	17,878	—	17,878
Total funds	$ 17,878	$ 1,415	$ 19,293

Endowment net asset composition by type is as follows as of December 31, 2016:

	Unrestricted	Permanently restricted	Total
Donor-restricted endowment funds	$ —	$ 1,415	$ 1,415
Board-designated endowment funds	17,774	—	17,774
Total funds	$ 17,774	$ 1,415	$ 19,293

Changes in endowment net assets for 2016 and 2017 are as follows:

	Unrestricted	Permanently restricted	Total
Endowment net assets, January 1, 2016	$ 17,462	$ 1,415	$ 18,877
Investment income	811	—	811
Transfer to create board-designated endowment	312	—	312
Appropriation of endowment assets for expenditure	(811)	—	(811)
Endowment net assets, December 31, 2016	$ 17,774	$ 1,415	$ 19,189
Investment income	798	—	798
Transfer to create board-designated endowment	97	—	97
Appropriation of endowment assets for expenditure	(791)	—	(791)
Endowment net assets, December 31, 2017	$ 17,878	$ 1,415	$ 19,293

(b) Return Objectives and Risk Parameters

The Organization has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain preservation of the endowment assets. Endowment assets include investments in loans receivable and other assets held by the Organization. The Organization manages its endowment funds to achieve maximum long-term total return while preserving endowment assets. Actual returns in any given year available for distribution may vary significantly.

(c) Spending Policy

The Organization's policy for distribution of funds each year is to distribute earnings to programs based on a conservative projection of the current year's earnings of the fund. This allows for a predictable stream of funding while preserving the original value of assets of the endowment. Distributions from board designated endowment funds may exceed the yield on the underlying assets of the funds in any given year based on Board approval.

(d) Dornette Memorial Fund

CDF has established the Dornette Memorial Fund (DMF) consisting of a voluntary grant from board designated unrestricted net assets for gifts, which are available to provide funds to various churches each year. The total board designated unrestricted net asset balance was $3,796 and $3,790 as of December 31, 2017 and 2016, respectively. Grants from the DMF were $114, $67, and $80 during fiscal years ended December 31, 2017, 2016, and 2015, respectively.

(e) ***The Church Planting Fund***

In 2003, the Board of CDF created the Church Planting Fund. As of December 31, 2017 and 2016, the Board of CDF had designated $13,344 and $13,336, respectively, to the Church Planting Fund. These funds were donated to CDF without any restrictions on how they may be used. Although the Board has currently designated these funds to be used to support church planting activities, it has the right to change this designation or to use the funds for other purposes at its discretion.

During the years ended December 31, 2017, 2016, and 2015, grants from the Church Planting Fund totaled $601, $622, and $620, respectively.

In 2009, CDF received donations to the Church Planting Fund that were donor restricted as an endowment to assist with planting churches in Alabama. The donation was recorded as a permanently restricted net asset. As of December 31, 2017 and 2016, the balance in the Church Planting Fund for Alabama was $625. During the years ended December 31, 2017, 2016, and 2015, grants from the Alabama Church Planting Fund totaled $28, $29, and $26, respectively.

Also in 2009, CDF received donations to the Church Planting Fund that were donor restricted as an endowment to assist with planting churches in Georgia. The donation was recorded as a permanently restricted net asset. As of December 31, 2017 and 2016, the balance in the Church Planting Fund for Georgia was $790. During the years ended December 31, 2017, 2016, and 2015, grants from the Georgia Church Planting Fund totaled $35, $35, and $36, respectively.

(f) ***The Kairos Benevolence Fund***

In 2012, the Board of CDF created the Kairos Benevolence Fund to assist in meeting specific financial hardship ministerial needs. As of December 31, 2017 and 2016, the Board of CDF had designated $738 and $648, respectively, to the Kairos Benevolence Fund. These funds were donated to CDF without any restrictions on how they may be used. Although the Board has currently designated these funds to be used to support benevolence activities, it has the right to change this designation or to use the funds for other purposes at its discretion. During the years ended December 31, 2017, 2016, and 2015, grants from the Kairos Benevolence Fund totaled $19, $14, and $8, respectively.

11. COMMITMENTS AND CONTINGENCIES

(a) ***Loan Commitments***

In the normal course of business, CDF makes commitments to extend loans to churches and parachurch organizations. Commitments to extend credit are agreements to lend to a customer as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Since some of the commitments are expected to expire without being fully drawn upon, the amounts lent under such commitment will differ from the contractual obligations.

CDF evaluates each borrower's credit on a case by case basis. The amount of collateral obtained by CDF upon extension of credit is based on management's credit evaluation. Collateral held principally includes property and equipment. CDF controls the credit risk of its commitments by using credit approvals, limits, and monitoring procedures.

At December 31, 2017, CDF had outstanding loan commitments totaling approximately $44,942, which consisted of $17,503 of approved unfunded loan commitments, $7,984 of undrawn lines of credit, $19,310 of unfunded commitments for existing construction loans, and $145 of unfunded mortgage loan commitments.

(b) ***Leases***

CDF is a lessee on noncancelable commercial operating leases for office space at one location. The remaining minimum future lease payments are as follows:

Year ending December 31:		
2018	$	709
	$	709

Rent expense, net of sublease arrangements with Provision and Visioneering Studios, Inc. (Visioneering), totaled $55, $53, and $59 for the years ended December 31, 2017, 2016, and 2015, respectively.

(c) ***Legal Proceedings***

CDF may, from time to time, be involved in litigation proceedings arising out of its normal course of business. As of December 31, 2017, CDF had no significant lawsuits, actions, or other legal proceedings or pending claims against them.

12. RELATED PARTY TRANSACTIONS

As discussed in Note 1, Provision was the parent company of CDF in 2015, 2016 and through March 31, 2017. Certain executive officers of Provision were also officers of CDF. Several members of CDF's management team, Board, and Provision Board, while a related party, are either associated with or maintain senior positions at churches or affiliated organizations that have loans with or have purchased debt securities from CDF. Loans receivable and/or debt securities to affiliated churches and organizations are made at similar rates and terms as nonrelated parties. As of December 31, 2017 and 2016, such loans had an aggregate principal balance of approximately $5,108 and $55,535, unfunded commitments aggregating approximately $0 and $2,213, and a weighted average interest rate of 4.6% and 5.9% per annum, respectively. As of December 31, 2017 and 2016, such debt securities had an aggregate outstanding balance of approximately $2,693 and $5,762 and a weighted average interest rate of 1.9% and 1.9% per annum, respectively. In addition, there is one CDF Board member who maintains a senior position at an institution where CDF has cash and an investment in a certificate of deposit. Such cash and investment totaled $1,330 and $1,317 as of December 31, 2017 and 2016, respectively.

Provision had common expenses with its subsidiaries, including CDF, which were allocated based primarily on time studies. Total allocations paid by CDF to Provision, while it was a subsidiary were $704, $3,295, and $3,409 for the three months ended March 31, 2017 and the years ended December 31, 2016 and 2015, respectively, which represented 62%, 65%, and 69% of the total operating expenses of Provision for the related periods. CDF had various related party transactions with its sister organizations under Provision: Stadia: New Church Strategies (Stadia), Kairos Legacy Partners (KLP), Visioneering Studios, Inc. (Visioneering), Slingshot Group, Inc. (Slingshot), and Co:Mission Foundation (Co:Mission). Co:Mission continues to be a related party in 2017.

CDF provided financial support to Stadia through grants. Grants provided while a related party, totaled $160, $704, and $692 for the three months ended March 31, 2017 and the years ended December 31, 2016 and 2015, respectively. Additional grants to Stadia in 2017 totaled $505. Debt securities are offered to Stadia at similar rates and terms as nonrelated parties. Such debt securities offered while a related party had an aggregate outstanding balance of $1,697 and a weighted average interest rate of 1.2% as of December 31, 2016.

KLP received grants, while a related party, totaling $132, $418, and $627 for the three months ended March 31, 2017 and the years ended December 31, 2016 and 2015, respectively. CDF provided a line of credit to KLP of $300 at an interest rate of 9% per annum. As of December 31, 2016, the line of credit had no outstanding balance and was closed as of December 31, 2017. CDF's loan to KLP was at a similar rate and terms as nonrelated parties. KLP was no longer a related party to CDF effective April 1, 2017.

CDF provided a line of credit of $1,757 at an interest rate of 9% per annum to Visioneering on July 1, 2016. As of December 31, 2016, the line of credit had an outstanding balance of $1,757. CDF's loan to Visioneering is at a similar rate and terms as nonrelated parties. As of December 31, 2017, the line of credit remained in place, but Visioneering was no longer a related party to CDF effective April 1, 2017.

CDF provided a line of credit to Slingshot of $425 at an interest rate of 9% per annum on January 20, 2016. As of December 31, 2016, the line of credit had an outstanding balance of $353. CDF's loan to Slingshot is at a similar rate and terms as nonrelated parties. As of December 31, 2017, the line of credit remained in place, but Slingshot was no longer a related party to CDF effective April 1, 2017.

Co:Mission received grants from CDF totaling $406, $96, and $160 for the years ended December 31, 2017, 2016, and 2015, respectively. Debt securities are offered to Co:Mission at similar rates and terms as nonrelated parties. Such debt securities had an aggregate outstanding balance of $107 and $263 and a weighted average interest rate of 0.9% and 0.9% as of December 31, 2017 and 2016, respectively. CDF provided a line of credit to Co:Mission of $300 at an interest rate of 9% per annum. As of December 31, 2017 and 2016, the line of credit had an outstanding balance of $0 and $224, respectively. CDF's loan to Co:Mission is at a similar rate and terms as nonrelated parties.

Interest income on related-party loans for the years ended December 31, 2017, 2016, and 2015 was $674, $3,299, and $4,048, respectively.

13. FAIR VALUE DISCLOSURES

(a) Levels 1, 2, and 3 Valuation Techniques

Financial instruments are considered Level 1 when valuation can be based on quoted prices in active markets for identical assets or liabilities. Level 2 financial instruments are valued using quoted prices for similar assets or liabilities, quoted prices in markets that are not active, or models using inputs that are observable or can be corroborated by observable market data of substantially the full term of the assets or liabilities. Financial instruments are considered Level 3 when their values are determined using pricing models, discounted cash flow methodologies, or similar techniques and at least one significant model assumption or input is unobservable. Level 3 financial instruments also include those for which the determination of fair value requires significant management judgment or estimation.

(b) Assets and Liabilities Measured at Fair Value on a Recurring Basis

Assets and liabilities measured at fair value on a recurring basis as of December 31, 2017 are summarized below:

	Level 1	Level 2	Level 3	Total
Assets				
Investments:				
Certificates of deposit	$ –	$ 13,904	$ –	$ 13,904
Mortgage-backed securities	–	14,186	–	14,186
Agency bonds	–	6,287	–	6,287
Municipal bonds	–	1,507	–	1,507
Total assets	$ –	$ 35,884	$ –	$ 35,884

There were no assets and liabilities measured at fair value on a recurring basis using significant unobservable inputs (Level 3) during 2017.

A brief description of the valuation techniques used for assets and liabilities measured on a recurring basis is provided below:

Investments - Investments are classified as Level 2. Fair value for Level 2 is determined by quoted prices in less active markets for identical assets that the Organization has the ability to access at the measurement date.

(c) Assets Measured at Fair Value on a Nonrecurring Basis

Assets measured at fair value on a nonrecurring basis at December 31, 2017 are summarized below:

	Level 1	Level 2	Level 3	Total
Assets				
Impaired loans, net	$ –	$ –	$ 6,831	$ 6,831
Real estate	–	–	16,665	16,665
Total assets	$ –	$ –	$ 23,496	$ 23,496

A brief description of the valuation techniques used for assets measured on a nonrecurring basis is provided below:

Impaired Loans - Loans receivable held for investment are evaluated for impairment using Level 3 inputs. Loans receivable held for investment include impaired loans measured based on the estimated fair value of the underlying collateral. The fair value of each loan's collateral is generally based on estimated market prices from an independently prepared appraisal. These appraisals may utilize a single valuation approach or a combination of approaches including comparable sales and the cost approach. Adjustments are routinely made in the appraisal process to adjust for differences between the comparable sales and cost data available. Adjustments may also be made to an appraised value to reflect various factors such as the age of the appraisal or known changes in the market or the collateral, such valuation inputs are considered unobservable and the fair value measurement is categorized as a Level 3 measurement.

Impaired loans with a carrying amount of $8,201 were recorded at their fair value of $6,831 and a provision of $1,370 was included in earnings for the year ended December 31, 2017.

Real Estate - Real estate is evaluated using Level 3 inputs, which are generally based on estimated market prices from independently prepared current appraisals or negotiated sales prices with potential buyers, less estimated costs to sell. As discussed above and to the extent a negotiated sales price or reduced listing price represents a significant discount to an observable market price, such valuation inputs are considered unobservable and the fair value measurement is categorized as a Level 3 measurement.

In 2017, real estate with a carrying amount of $16,808 was written down to its fair value of $16,665, resulting in a loss of $143, which was included in earnings for the year ended December 31, 2017.

14. RETIREMENT PLANS

(a) ***Deferred Compensation:*** CDF offered its employees an unqualified deferred compensation plan created in accordance with IRC Section 83. The plan permitted them to defer a portion of their salary until future years. The deferred compensation is not available to employees until an allocation is determined by the Board. All amounts of compensation deferred under the plan, all property and rights purchased with those amounts, all income attributable to those amounts are, until paid or made available to the employee or other beneficiary, solely the property of CDF without being restricted, and are subject to the claims of CDF's general creditors. Participants' rights under the plan are equal to those of a general creditor of CDF in an amount equal to the fair market value of the deferred account for each participant. Effective January 1, 2006, there were no additional allocations allowed to this plan. The plan was closed as of December 31, 2017.

(b) ***Defined Contribution Plan:*** CDF has established a defined contribution retirement plan (the Plan), which covers substantially all employees. CDF, in its sole discretion, may make either an employer matching contribution after one year of service or a discretionary contribution based on length of service or both. The vesting for this plan is immediate. CDF's contributions to the Plan were $283, $77, and $195 for the years ended December 31, 2017, 2016, and 2015, respectively.

15. SUBSEQUENT EVENTS

Subsequent events have been evaluated through March 16, 2018, the date the consolidated financial statements were available to be issued.

THIS SECTION WAS INTENTIONALLY LEFT BLANK

SIMPLIFIED PURCHASE APPLICATION INSTRUCTIONS

1A TYPE OF OWNERSHIP

Check one box to indicate whether you are opening the investment alone or with someone else. If you are not sure which type of ownership to choose, please see "Ownership" on page 8 of the Offering Circular.

1B OWNER

Enter the information for the primary "owner" of the investment.

1C CO-OWNER

If the investment is being opened by more than one individual (i.e. husband and wife) enter the second individual's information in this section.

2 CHURCH AFFILIATION

Enter the name and location of your church in this section. Congregations with eligible CDF loans may receive reduced interest rates when members designate their investments in this section. (Investments do not serve as collateral on CDF loans.)

3 INVESTMENT TYPES AND TERMS

Choose the type of investment (or investments) you are opening. If you are opening a Flex Certificate, enter the amount you wish to invest on the "Total Investment" line. if you are opening a Time Certificate, choose the length of Time Certificate (or Certificates) you are opening and enter the amount you wish to invest on the "Total Investment" line.

4 DISTRIBUTION OF INTEREST

You may choose to have the interest earned on your CDF investment remain at CDF where it will continue to earn interest, or you may have it paid directly to you.

5 ELECTRONIC FUNDS TRANSFER

Complete this section only if you would like to have the ability to transfer funds electronically to or from your CDF investment. If you check the box in this section you must also attach a voided check from your bank.

6 DISTRIBUTION UPON DEATH

Complete this section to indicate how you would like the balance of your investment distributed in the event of your death.

7 INVESTMENTS HELD IN TRUST ONLY

Complete this section only if your new investment is being held in a living trust. If so, please attach copy of the trust cover page, successor trustee provisions and trust signature page.

8 ACKNOWLEDGEMENT

Simply sign and date this section. If the investment is being opened by more than one individual, both individuals (co-owners) must sign.

SIMPLIFIED PURCHASE APPLICATION & AGREEMENT

CDF CAPITAL

PO Box 19700, Irvine, CA 92623-9700
Fax: 866.303.9360

For individual, joint and trust applications. Corporations, custodial and other manners of account ownership should use CDF's standard form Purchase Application.

Detailed instructions for completing this application may be found at the back of the Offering Circular. If you have additional questions about this application please call (888) 540-7112. **Please print clearly using a ballpoint pen.**

The offer and sale of CDF securities ("Certificates") are subject to the terms and conditions of CDF's Offering Circular, dated May 1, 2018, as may be supplemented, amended and restated ("Offering Circular"), which is incorporated herein in full by this reference. CDF reserves the right to refuse your application and not offer to sell any Certificate to you for any reason.

FOR OFFICE USE ONLY

Security Number ____________________

Initial Interest Rates: ________________%

Representative: ____________________

Campaign: ____________________

☐ NEW APPLICATION ☐ CHANGE OF INFORMATION

IF NEW APPLICATION HOW DID YOU HEAR ABOUT CDF CAPITAL ____________________________

1a) TYPE OF OWNERSHIP *(please choose one)*

☐ Individual ☐ Joint ☐ Trust

1b) OWNER

Name ☐ Single ☐ Married ☐ Widowed Social Security Number

Date of Birth: mo / day / year E-Mail Address

Address (No P.O. Boxes, please) City State Zip

( ) ( ) ( )

Home Phone Work Phone Mobile Phone

1c) CO-OWNER

Name Social Security Number

Date of Birth: mo / day / year Relationship to Owner E-Mail Address

Address (No P.O. Boxes, please) City State Zip

( ) ( ) ( )

Home Phone Work Phone Mobile Phone

2) CHURCH AFFILIATION

Church Name City State

3) INVESTMENT TYPES AND TERMS *(If you have questions, please call (888) 540-7112.) See #5 for Electronic Transfer of Funds.*

☐ FLEX CERTIFICATE – $250 minimum

☐ TIME CERTIFICATE – $5,000 minimum

Investment Term [ ] 1 yr. [ ] 2 yrs. [ ] 3 yrs. [ ] 5 yrs.

[ ] Other Term (for Special Certificates) __________(mos.)

☐ PRESIDENTIAL CERTIFICATE – $250,000 minimum

☐ Presidential Flex Certificate (no term) __________% (yield)

☐ Presidential Time Certificate _________(term) _________% (yield)

Comments: ____

____

TOTAL INVESTMENT: $__________________________

4) DISTRIBUTION OF INTEREST *(If none checked, default will be "Accumulate and compound in my investment")*

☐ Accumulate and compound in my investment

☐ Pay to me quarterly by electronic funds transfer *(Section 5 of this application must be completed. Please attach a voided check.)*

Form continued on next page.

5) ELECTRONIC FUNDS TRANSFER

☐ I desire to have Church Development Fund process any specific request for electronic transfers received in CDF's office for transfer to and/or from my account at the bank named below:

Bank Name

Bank Routing Number

Bank Account Number

Please attach a voided check from the account named here to this Purchase Application.

RECURRING TRANSFERS

☐ A transfer of $____________________ shall be made to my CDF investment from my account at the bank every month.

Transfers shall occur on the

[ ] 5th [ ] 20th

of each month or the first business day thereafter.

6) DISTRIBUTION UPON DEATH *Please attach a separate sheet for additional Beneficiaries and information.*

☐ My estate ☐ Church Development Fund, Inc. ☐ The following individual / institution:

Name Relationship Social Security or Tax I.D. Number

Address City State Zip Phone

This election will remain in place unless changed in writing. If section is left blank, your election will default to your estate.

7) INVESTMENTS HELD IN TRUST ONLY

Is this investment being held in a living trust? If so, please attach copy of trust cover page, successor trustee provisions and trust signature page.

Name and Date of Trust Tax I.D. Number

8) ACKNOWLEDGEMENT

Each person signing below certifies that such person(s): 1) meets the definition of "Limited Class of Investors" set forth in CDF's Offering Circular, 2) has reviewed the Offering Circular and the financial statements reproduced therein and 3) agrees to the terms and conditions described in the Offering Circular. Furthermore, each person signing below acknowledges that their signature(s), as signed below, will be used for identity verification purposes when requesting investment activities.

This application serves as a Substitute W-9 Form. CDF is required to obtain your correct Social Security Number (SSN) in order to report to the Internal Revenue Service (IRS) interest paid to you. CDF, like any of other payer of interest or dividends, must withhold and pay to the IRS a percentage of the interest paid to you if you fail to furnish CDF with the correct SSN or if you fail to sign the acknowledgement at the bottom of this Purchase Application. This is referred to as "backup withholding." For more information on backup withholding, visit www.IRS.gov.

Under penalties of perjury, I certify that: 1) The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and 2) I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and 3) I am a U.S. citizen or other U.S. person.

NOTE: You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return.

To complete your investment sign the Purchase Application here and either:

- Make a check for the amount of your investment payable to "CDF," or
- Complete the Electronic Funds Transfer section (Section 5), attach a voided check and indicate the amount of investment in Section 3 (Investment Types and Terms).

We will use that information to draw the investment amount from your bank and transfer those funds to CDF.

How many signatures are required for transactions? ☐ One ☐ Two

X

Signature Date

X

Signature Date

The purchase of Certificates is subject to risks which are described in the Offering Circular. Offers to sell and solicitation of offers to buy Certificates are made only pursuant to the Offering Circular and only in those states where the Certificates may lawfully be offered or sold. The Certificates are not FDIC or SIPC insured nor are they bank deposits.

Interest rates are established according to policies set forth in the Offering Circular and are subject to change. For a complete listing of current investment rates call (888) 540-7112 or visit www.CDFcapital.org.

***Pennsylvania Residents:** You have the right to withdraw from this purchase agreement and receive a full refund of all monies paid by you. The right must be exercised within two business days. The procedure to be followed in exercising the right is explained in the Offering Circular.*