# **NASAA SCOR FORM**

(Insert Company Logo)

(Exact name of Company as set for	rth in the organization	al documents)
(Insert the names of	any DBAs, if applicable	)
nvesting in a small business is often risky. You should not invest nvestment. You may not earn any income such as dividends decurities or recover any part of your investment and may have readily sell the Company's securities. Following your investmen your investment. See Item 1 for a discussion of the risk factors the	or interest on this investn e to hold the securities ind it, you may receive little in	nent. You may not be able to sell you definitely because there is no market to formation about the Company or abou
he Offering	·	·
Type of securities offered	Price per security	
☐Common stock	\$	
□Preferred stock	\$	
☐Limited Liability Company Membership Interests	\$	
☐Limited Partnership Interests	\$	
$\square$ Other (specify):	\$	
ales commission, if any:		
Offering amount: Minimum: \$ Ma	aximum: \$	
he minimum offering deadline in this offering is		
Principal Place of Business Street Address Line 1	Street Address Line 2	
Street Address Line 1	Street Address Line 2	
City State		ZIP/Postal Code
Website	Phone	
Person to Contact at the Company with Respect to the	ne Offering	
Last Name First Nam	1e	Title
Firm Name Street Addr	ess Line 1	Street Address Line 2
City State/P	Province/Country	ZIP/Postal Code
erty State/1		
States		
Phone Fax	E-mail	

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# **Company's Certifications and Signature**

You should carefully review and rely only on the information in this Disclosure Document when making a decision about investing. If anyone gives you more or different information, you should ignore it.

No government regulator is recommending these securities. No government regulator has verified that this document is accurate or determined that it is adequate. It is illegal for anyone to tell you differently.

#### **RISK FACTORS**

Securities laws require that a company warn prospective purchasers of all material risks that apply to the company and its offering. A company that fails to disclose all material risks may face liability under state and federal law.

1. The following is a summary of the material risks that apply to the Company and this offering. The Company

has checked off risks that it has identified as applicable to this offering, and has included additional risk factors that are unique to the Company. You should carefully consider these risks prior to investing in this offering. Failure to disclose all material risks may cause the Company, its officers, directors, managers, and/or promoters to be liable for securities fraud. Operating History The Company has limited or no operating history. As a new enterprise, the Company is likely to be subject to risks that management has not anticipated. Because the Company has only been operating for a short period of time, it has produced little or no profit. There is no assurance that it will ever produce a profit. You may lose your entire investment. You should not invest in this offering unless you can afford to lose your entire investment. Limited Resources/Losses The Company has limited resources and will not be able to continue operating without the proceeds from this offering. It is possible that the proceeds from this offering and other resources may not be enough for the Company to continue operating. П The Company expects to experience losses from its operations and cannot predict when or if it will become profitable. If the Company becomes profitable, it may not be sustainable. The Company has incurred losses since inception and may incur future losses. The Company has not yet generated a profit from operations. As of the date of the Company's most recent financial statements, it had an accumulated deficit of \$ **Experience of Management** None of the Company's executive officers, directors, and/or managers has managed a company in this industry. The Company's ability to operate successfully may depend on its ability to attract and retain qualified personnel, who may be in great demand. None of the Company's executive officers, directors, and/or managers has experience in managing an enterprise that is in a development stage. Prior to organizing the Company, one or more of its executive officers, directors, and/or managers operated a business in which shareholders lost part or all of their investment. The Company's ability to operate successfully may depend on its executive officers, directors, and/or managers to succeed where they have failed before. The Company's executive officers, directors, and/or managers will continue to have substantial ownership and control over the Company after the offering. The Company's success depends substantially on the experience and knowedge of its executive officers, directors, and/or managers. The Company may be harmed if it loses their services and

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it is not able to attract and retain qualified replacements.

	The Company does not maintain key person life or disability insurance on executive officers, directors, and/or managers that are important to the Company's success. The loss of any of these individuals could have a substantial negative impact on the Company and your investment.
Competiti	on
	The Company operates in a highly technical industry which is characterized by frequent introductions of new products and services into the market. The Company's success will depend in part on its ability to improve on such products or services, develop new products or services and provide necessary support.
	A large number of enterprises provide products or services similar to the Company's. The Company will be competing with established businesses that have an operating history, and greater financial resources, management experience and market share than the Company. There can be no assurance that the Company will be able to compete or capture adequate market share. The Company may not be profitable if it cannot compete successfully with other businesses.
Regulator	v Risk
	The Company must comply with local, state and federal rules and regulations. If the Company fails to comply with a rule or regulation it may be subject to fines or other penalties, or its permit or license may be lapsed, revoked, or suspended. The Company may have to stop operating and you could lose your entire investment.
"Best-effo	rts" Offering
	The Company is offering these securities on a "best-efforts" basis. The Company has not contracted with an underwriter, placement agent, or other person to purchase or sell all or a portion of its securities and there is no assurance that it can sell all or any of the securities.
Dilution	
	The price of a share in this offering is significantly higher than the book value of the securities. If you invest in this offering, you will incur immediate and substantial dilution of the book value of your investment.
	To the extent that outstanding options or warrants to purchase securities are exercised, you will incur further dilution of the book value of your investment.
	There are no limits in place to restrict the Company's ability to issue securities in the future. If the Company issues additional securities, you may experience further dilution of the value of your investment.
Lack of Inv	vestor Control
	The Company's executive officers, directors, managers, and/or key persons will continue to have substantial control over the Company after the offering. As such, you may have little or no ability to influence the affairs of the Company.
No Existin	g Market
	Because there is no market for the Company's securities, you may not be able to sell your securities or recover any part of your investment. If you may need to sell your investment and obtain cash, you should not invest.

#### Offering Price

The offering price of the Company's securities has been arbitrarily set and as such should not be considered an indication of the actual value of the Company.

## Risks Related to the Business of the Company

Describe any risks that are specific to the business of the Company. Avoid generalized statements and ameliorative language, and include only those factors that are unique to the Company.

#### Litigation-related Risk

Describe any risks that relate to litigation, if any. Avoid generalized statements and ameliorative language, and include only those factors that are unique to the Company.

#### Other Risks

Describe any other risks that apply to the Company and/or the offering that have not yet been addressed above. Avoid generalized statements and ameliorative language, and include only those risk factors that are unique to the Company.

#### **OVERVIEW OF THE COMPANY**

#### The Business

#### 2. Business of the Company:

Briefly describe the Company's business, focusing on the products or services the Company sells or plans to sell. Include a description of the industry of the Company. Also include a description of the history and future objectives of the Company. Finally, describe how the Company plans to compete in the industry, naming and describing the principal competitors, and describing the Company's strategy (whether it competes on price, service, or another basis).

## 3. How the Company plans to carry out its activities:

Describe in detail the anticipated business plan of the Company. Summarize the major steps the Company will take to meet its business objectives, and the methods for achieving these steps. Also, describe the Company's research and development activities, if any, including the amounts spent on research and development in the last 12 months.

4.	Operations: The Company (se  has never conduct is in the developm is currently operat has shown a profit	ed operations. ent stage.
5.	Summary Financial Information	on (most recent fiscal year-end):
	Total Assets:	\$
	Cash & Cash Equivalent	
	Accounts Receivable:	\$
	Short-term Debt:	\$
	Long-term Debt:	\$
	Revenues/Sales	\$
	Cost of Goods Sold:	\$ \$ \$ \$ \$
	Taxes Paid:	\$
	Net Income:	\$
6.	Organizational Information  Date of incorporation/ford  Fiscal Year End (Month and	
	State of incorporation/for List any FKAs ("Formerly Know	
		•
	List the name of any FKAs.	
	☐ has had or anticipa off, or reorganizati ☐ has a parent, subsi	

7.	Suppliers:	The Company (select all that apply):
		has material supply contracts.
		is currently, or expects to be, dependent upon a limited number of suppliers.
		has no suppliers.
	Describe	the Company's major suppliers and material supply contracts.
8.	Customer	sales and orders (products and services): The Company (select all that apply):
		has or anticipates having material sales contracts.
		had sales of products or services in the last 12 months.
		had, has, or anticipates having sales that are seasonal or cyclical.
		had, has, or anticipates having foreign sales.
		has a single customer or a limited number of customers that account(s) for a major portion of
	П	the Company' sales. has not yet had sales.
		nias not yet nad sales.
	Describe	the nature of the Company's sales and the material terms of major existing sales contracts.
9.	Employee	s: Number of current employees: Choose an item.
10.	Property/	Assets: The Company (select all that apply):
		owns or leases buildings/real estate.
		owns or leases equipment or other assets.
		owns or leases intangible property, such as patents, licenses, copyrights, trademarks, etc.
		has no property.
	Describe	the Company's buildings, real estate, equipment, and intangible property, or lack thereof.
11	Governme	ental Regulation (select all that apply):
11.		The Company and/or its products are subject to material regulation by a government agency.
		The Company is required to have a license or permit (other than organizational licenses) to
		conduct business.
		The Company has obtained any required licenses or permits to conduct business.
	Regulation	
	response	to this Item, you should first identify the type of regulation and then, if it is material, disclose the impact
	response of the reg	Ins can be imposed on a company by federal, state, or local government agencies. In completing your to this Item, you should first identify the type of regulation and then, if it is material, disclose the impact julation. Include additional risk factors in Item 1 as appropriate to highlight the risks that regulation tensing or permitting requirements may negatively impact the success of the Company.

## **INFORMATION ABOUT THE SECURITIES OFFERED**

	The Company must raise and place in an impound account \$\frac{\$}\$ ("minimum offering amount") before it can receive and use the offering proceeds. The Company cannot access any of the offering proceeds until this minimum offering amount has been raised.
	If the Company does not raise the minimum offering amount by all funds will be returned to investors.
	The impound account will be located at:
	Provide name and address of the financial institution maintaining the impound account in which offering proceeds will be deposited.
	will be deposited.
	will be deposited.  Does the Company reserve the right to extend the impound period? ☐ Yes ☐ No  If yes, describe the circumstances under which the Company might extend the impound period.  If the offering proceeds are returned to investors at the end of the impound period, will investors receive any interest earned on impounded funds during the impound period? ☐ Yes ☐ No
	will be deposited.  Does the Company reserve the right to extend the impound period?   If yes, describe the circumstances under which the Company might extend the impound period.  If the offering proceeds are returned to investors at the end of the impound period, will investors receive
Uso	will be deposited.  Does the Company reserve the right to extend the impound period? ☐ Yes ☐ No  If yes, describe the circumstances under which the Company might extend the impound period.  If the offering proceeds are returned to investors at the end of the impound period, will investors receive any interest earned on impounded funds during the impound period? ☐ Yes ☐ No

14. The net proceeds of the offering for the minimum and maximum offering amounts will be used as follows:

	Minimum Offering	Maximum Offering
Gross Proceeds from the Offering	\$	\$
Less: Offering Expenses	\$	\$
<ul> <li>Commissions and Finders Fees</li> </ul>	\$	\$
Legal fees	\$	\$
Accounting fees		
<ul> <li>Copying and Advertising</li> </ul>	\$	\$
Other (Specify):	\$	\$
Net Proceeds from the Offering	\$	\$

15. A detailed breakdown of how the Company intends to use the net offering proceeds is listed below in the order of priority, beginning with the highest priority.

Description of Use	Minimum Offering	Maximum Offering
	\$	\$

Total	\$ \$
	\$ \$
Advertising or marketing	\$ \$
Hiring employees or consultants	\$ \$
Developing new products or services	\$ \$
Discharging company debt	\$ \$
Purchasing equipment or other assets	\$ \$
Examples of uses of proceeds include:	\$ \$

16	Othor	cources	of fina	ncina ara	described	holow:
TO.	Other	sources	oi iina	ncing are	described	below:

Describe material sources of other funds that will be employed in conjunction with the offering funds. The Company may combine investor funds with other funding sources. Some of the typical outside sources of financing include bank loans and lines of credit, asset sales, lease financing, and consignment inventories.

17. Has the price of the securities in this offering been arbitrarily determined? $\;\; \Box$	ַ ו	Yes□	No
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If no, explain the basis on which the price of the securities was determined. Typical factors include: the established public trading market that dictates the price, the net tangible book value per share or the earnings per share, or the stock prices of other similar companies.

18. The table below compares the existing shareholders' percentage ownership in the Company and the consideration paid for that ownership with that of purchasers in this offering.

		Shares Purchased		Total Consideration		Average Price
		Number	Percent	Amount	Percent	per Share
Existing	Min. offering					
holders	Max. offering					
New	Min. offering					
purchasers	Max.					
	offering					

# **Description of Securities Offered**

Your percentage of ownership in the Company may be reduced significantly due to a number of factors beyond your control, such as the rights and characteristics of other securities already issued by the Company, future offerings or other issuances of securities by the Company, and potential changes to the capital structure or control of the Company.

control of the	e company.
19. The secu	rities being offered are:
	Common Stock
	Preferred Stock
	Limited Liability Company Membership Interests
	Limited Partnership Interests
	Debt Securities
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		Other (specify):		
20.	These se	ecurities have:		
		Voting rights		
		Preemptive rights or tag-along rights to purchase	any new issue of securities	
		Rights as to dividends or interest		
		Restrictions on dividends or other distributions		
		Preference upon liquidation or dissolution		
		Anti-dilution rights		
		Conversion rights		
		Redemption rights		
		Other special rights or preferences (specify):		
	If you ch	hecked any box, please provide additional information.		
21.	Is the off	fering subject to any purchaser restrictions?	☐ Yes ☐ No	
22	Compar For exar franchis	lescribe the purchaser restrictions. Because purchasers of ny, you may want to place additional restrictions on who cample, a Company may choose to limit an offering to its ensees, or to investors who meet certain financial requireme	can invest for legal and administrative reasons. mployees, independent contractors, or ents.	
22.		securities subject to any resale restrictions by the Co	· · ·	-
		lescribe the transfer restrictions. The Company is responsibles and may want to restrict transfers for tax, administi		
	Stratetio	nacio ana may want to restrict transfers for tax, aanimisti	rative, or other purposes.	
23.		Company issue physical securities certificates in this of Security Holders:	offering? ☐ Yes ☐ No	
		describe the manner in which records of security ownershi	in will he maintained by the Company	
	w the S	ecurities will be Offered and Sold		
	Name			
	Addre			
	Teleph			
	E-mail			
25.	List of pe	ersons or companies who will offer and sell the secur	rities on behalf of the Company:	
	Click to	o Add Table		

RD # ddress elephone mail		
ternet Portal / website for offe ompensation received for sellin curities		
	Principal Shareholders class of the Company's securities, incluer of securities the Company is authorized.	_
ass of Securities	Total Securities Outstanding	Total Securities the Company is Authorized to Issue
_	s of outstanding securities, such as voting r ns on dividends, preference upon liquidatio	
If yes, describe the restrictions of	ber of securities reserved or subject to	
ass of Securities		ay be issued under Outstanding nts, Options, Warrants, or Rights

30. Has the Company sold	or issued securities o	during the last 1	.2 months?	☐ Yes ☐ No	
If yes, describe the type registration the securities	-	dollar amount so	d. Indicate under v	which exemption o	r form of
31. Names of the principal beneficially owns at lea		_		•	nd person who
Name of Shareholder	Manager, Executive Officer, or Director? (specify)	Class of Securities	Number Securities Currently Held	Average Purchase Price of Securities	% of Total Outstanding Securities
	ΡΑΜΑΤΙΩΝ ΔΒΩΙ	JT THE COME	PANY'S MANA	GEMENT	
	n Executive Officer,	Director, and k		any persons occu	pying a similar
32. Information about each status or performing a s	n Executive Officer,	Director, and k		any persons occu	ipying a similar
32. Information about each status or performing a second Click to Add Table  Name	n Executive Officer,	Director, and k		any persons occu	ipying a similar
32. Information about each status or performing a s	n Executive Officer,	Director, and k		any persons occu	pying a similar
32. Information about each status or performing a second Click to Add Table  Name Age	n Executive Officer,	Director, and k		any persons occu	pying a similar
32. Information about each status or performing a status or performance or performing a status or performance or perfo	n Executive Officer, similar function) of t	Director, and k		any persons occu	ipying a similar
32. Information about each status or performing a second control of the status of performing a second control of the status of performing a second control of the status o	Include employers	Director, and keep the Company is		nt dates for the las	t 5 years. If the

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**Compensation Paid by Company During Last Fiscal Year** 

<u>To Whom Paid</u>	<u>Cash</u>	Other Compensation
	\$	\$
	\$	\$
	\$	\$

Description of any	v amount of other co	mpensation included	in the table above:

Describe the compensation and how it is valued. This description should include any non-cash compensation,

34	. The Com	pany (select all that apply):
		expects compensation to change in the next year.
		owes compensation for prior years.
	If you ch	hecked any box, please provide additional information.
35	. The Com	pany (select all that apply):
		has made loans to an Executive Officer, Manager, Director, or principal shareholder within the last two years.
		has one or more outstanding loans with an Executive Officer, Manager, Director, or principal shareholder.
		plans to make one or more loans to an Executive Officer, Manager, Director, or principal shareholder in the future.
		has done business with an Executive Officer, Manager, Director, or principal shareholder within the last two years.
		plans to do business with an Executive Officer, Manager, Director, or principal shareholder in the future.
		will use proceeds of the offering to acquire assets from an Executive Officer, Manager, Director, or principal shareholder in the future.
		will use proceeds of the offering to reimburse any Executive Officer, Manager, Director, or principal shareholder for assets previously acquired, services previously rendered, monies previously loaned or advanced, or for any other reason.
		has entered into employment or non-compete agreements with any Executive Officer, Manager, Director, or key person.
		plans to enter into employment or non-compete agreements with any Executive Officer, Manager, Director, or key person.
	transaci	hecked any box, please provide additional information, including the material terms of any such tions. Include additional risk factors in Item 1 as appropriate to highlight the risks of engaging in tions with affiliated parties on the potential profitability of the Company.

	has served as a manager, Executive Officer, or director for any business entity that was the subject of a petition for bankruptcy, receivership, or similar insolvency proceeding within the past five years.
	none of the above.
Provide of status.	details regarding any insolvency proceedings, including the court where filed, date filed, and current

#### OTHER RELEVANT INFORMATION

## Litigation

Litigation	
37. The 0	ny (select all that apply):
	has been involved in litigation or subject to administrative action in the last 5 years that has had a material effect upon the Company's business, financial condition, or operations.
	nas pending litigation or administrative action that may have a material effect upon the
	Company's business, financial condition, or operations.
	s currently threatened by litigation or administrative action that may have a material effect upon
	he Company's business, financial condition, or operations.
	none of the above.
only which inclu	y litigation that is likely to have a material effect on the Company. Disclosure includes information not present pending litigation, but also includes past concluded litigation, and future unasserted claims of Company is aware. Disclosure is not limited to actions in which the Company is a party, but also parate litigation filed against the Company's officers, directors, managers, or key persons if the likely to have a material effect on the Company.
	oond to this Item, you should include the name of the court where the proceeding is pending, a of the facts underlying the claim and the relief sought.

# **Certain Legal Proceedings**

Please answer the questions in this section with respect to the following persons associated with the Company:

- The Company, its predecessors, and affiliates
- All executive officers, other officers participating in the offering, directors, general partners, or managers of the Company
- All beneficial owners of 20% or more of any class of the Company's equity securities
- All promoters presently connected with the Company in any capacity
- Any selling agent, or any executive officer or other officer participating in the offering, director, or partner of such selling agent

38	3. Have any of the above-listed persons, within the last five years, filed an application for registration which is
	the subject of a currently effective registration stop order entered pursuant to any domestic or foreign
	securities law? ☐ Yes ☐ No
	If yes, explain in detail.

39.	Have any of the above-listed persons, within the last ten years, been convicted in the United States or in an
	foreign jurisdiction of any felony or misdemeanor in connection with the offer, purchase, or sale of an
	security or any felony involving fraud or deceit, including but not limited to forgery, embezzlement obtaining money under false pretenses, larceny, or conspiracy to defraud? $\Box$ Yes $\Box$ No
	If yes, explain in detail.
40.	Are any of the above-listed persons subject to court-imposed sanctions in the United States or in any foreign jurisdiction within the last five years due to a conviction on state, federal or international criminal charge for tax evasion or tax fraud, or subject to any of the following in connection with such conviction: tax liens court-ordered judgments; wage garnishments; bank levies; or treasury or refund offsets? $\square$ Yes $\square$ No
	If yes, explain in detail.
41.	Are any of the above-listed persons currently subject to any order, judgment, or decree of any court of competent jurisdiction, entered within the last five years in the United States or any foreign jurisdiction temporarily, preliminarily, or permanently restraining or enjoining such party from engaging in or continuing any conduct or practice:
	<ul> <li>In connection with the purchase or sale of any security;</li> </ul>
	<ul> <li>Involving the making of any false filing with any state or the Securities and Exchange</li> </ul>
	Commission; or
	<ul> <li>Arising out of the conduct of the business of an underwriter, broker, dealer, municipal</li> </ul>
	securities dealer, investment adviser, or paid solicitor of purchasers of securities?
	□ Yes □ No
	If yes, explain in detail.
42.	Are any of the above-listed persons subject to an order of a state securities commission (or an agency o officer performing like functions); a state authority that supervises or examines banks, savings associations or credit unions; a state insurance commission (or an agency or officer performing like functions); a appropriate federal banking agency; the U.S. Commodity Futures Trading Commission; the National Credi Union Administration; or any similar foreign regulatory authority that:  1. At the time of application, bars the person from:
	<ul><li>a. Association with an entity regulated by such commission, authority, agency, or officer;</li><li>b. Engaging in the business of securities, insurance or banking; or</li></ul>
	c. Engaging in savings association or credit union activities; or
	<ol> <li>Constitutes a final order based on a violation of any law or regulation that prohibits fraudulent,</li> </ol>
	manipulative, or deceptive conduct entered within ten years of the application?
	☐ Yes ☐ No
	If yes, explain in detail.
43.	Are any of the above-listed persons subject to any state administrative enforcement order, order of the

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Securities and Exchange Commission, or of a foreign jurisdiction that, at the time of application:

1. Suspends or revokes such person's registration as a broker, dealer, municipal securities dealer

		or investment adviser;
	2.	Places limitations on the activities, functions or operations of such person;
	3.	Bars such person from being associated with any entity or from participating in the offering of
		any penny stock? $\square$ Yes $\square$ No
If y	es, ex	xplain in detail.
simil	lar fo	of the above-listed persons subject to any order of the Securities and Exchange Commission or reign regulatory authority, entered within five years of application that, at the time of such in, orders the person to cease and desist from committing or causing a violation or future violation
	1.	Any scienter-based anti-fraud provision of the federal securities laws of the United States or
		any foreign jurisdiction, including without limitation section 17(a)(1) of the Securities Act of
		1933 (15 U.S.C 77q(a)(1)), section 10(b) of the Securities Exchange Act of 1934 (15 U.S.C. 78j(b))
		and 17 CFR 240.10b-5, section 15(c)(1) of the Securities Exchange Act of 1934 (15 U.S.C.
		78o(c)(1) and section 206(I) of the Investment Advisers Act of 1940 (15 U.S.C. 80b-6(1)), or any
		other rule or regulation thereunder; or
	2.	Any securities registration or prospectus requirements in the United States or any foreign
		jurisdiction, including without limitation section 5 of the Securities Act of 1933 (15 U.S.C. 77e)?
		☐ Yes ☐ No
If y	ies, ex	xplain in detail.
from affili cons	ated ated stituti	of the above-listed persons suspended or expelled from membership in, or suspended or barred ociation with a member of, a registered national securities exchange or a registered national or securities association in the United States or any foreign jurisdiction for any act or omission to act any conduct inconsistent with just and equitable principles of trade? $\square$ Yes $\square$ No applain in detail.
46 Have		of the short listed access filed (so a society of a size of a second society of a seco
any Com regu or o inve	regis missi latory order stigat es	of the above-listed persons filed (as a registrant or issuer), or been named as an underwriter in, tration statement or Regulation A offering statement filed with the Securities and Exchange on, state securities commission (or an agency performing like functions), or similar foreign authority that, within five years before application, was the subject of a refusal order, stop order suspending the Regulation A exemption, or is, at the time of application, the subject of an ion or proceeding to determine whether a stop order or suspension should be issued?
If y	es, ex	xplain in detail.
	•	of the above-listed persons subject to a United States Postal Service false representation order vithin five years before application, or, at the time of such application, subject to a temporary

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restraining order or preliminary injunction with respect to conduct alleged by the United States Postal

	Service to constitute a scheme or device for obtaining money or property through the mail by means of false
	representations? $\square$ Yes $\square$ No
	If yes, explain in detail.
48.	. Have any of the above-listed persons been found to have violated any other law governing or regulating any
	aspect of the business of securities or banking or, within the past five years, been the subject of an action of a securities regulator denying, revoking, or suspending the right to engage in the business of securities as
	a broker-dealer, agent, or investment adviser or been the subject of an action of any securities exchange or
	self-regulatory organization operating under the authority of the securities regulator suspending or expelling
	such person from membership in such exchange or self-regulatory organization in the United States or any
	foreign jurisdiction?
	☐ Yes ☐ No
	If yes, explain in detail.

#### **Other Material Factors**

49. Describe any other material factors that will or could affect the Company or its business or which are necessary to make any other information in this Disclosure Document not misleading or incomplete.

This section is a "catch all." Items in this Disclosure Document do not cover all industries and types of businesses. You may find it necessary to add material disclosure under this Item that is not covered elsewhere. If there is nothing further to include, please include an affirmative statement explaining there is no further information to be disclosed.

Any material misstatements or omissions may subject the Company, its officers, directors, managers, or promoters to liability for securities fraud.

#### **Financial Statements**

50. Attach the Company's financial statements for the most recently completed fiscal year, plus interim financial statements if the Company's fiscal year ended more than 120 days from the date of the filing of this document. The Company's Chief Executive Officer and Chief Financial Officer must cerify that the financial statements are true and complete in all material respects. If the aggregate offering amount is more than \$500,000 but less than \$1 million, the annual financial statements must be compiled by an independent certified public accountant. If the aggregate offering amount is more than \$1 million but not more than \$2 million, the annual financial statements must be reviewed by an independent certified public accountant. For offerings of more than \$2 million, the annual financial statements must be audited. All financial statements must be prepared in accordance with U.S. GAAP, complete with appropriate footnote disclosure. If you do not have experience preparing financial statements in accordance with U.S. GAAP, you may want to obtain a compilation or review of your financial statements from a certified public accountant.

#### **COMPANY'S CERTIFICATIONS AND SIGNATURE**

The Company's executive officers, directors, and/or managers must sign this Disclosure Document. When they sign this Disclosure Document, they represent that they have diligently attempted to confirm the accuracy and completeness of the information in the Document. Failure to disclose material risks and other information may subject the Company, its officers, directors, and/or managers to liability for securities fraud.

When the Chief Financial Officer or Manager signs this Disclosure Document, he or she represents that the financial statements in the Document have been prepared in accordance with United States Generally Accepted Accounting Principles which have been consistently applied, except where explained in the notes to the financial statements and represents that the financial statements fairly state the Company's financial position and results of operations, or receipts and disbursements, as of the dates and period(s) indicated. He or she also represents that year-end figures include all adjustments necessary for a fair presentation under the circumstances.

The Company must submit all advertising and marketing materials to the state for review prior to use. Any advertisement must include or be accompanied by a disclaimer explaining (1) the advertisement does not constitute an offer to sell nor a solicitation of an offer to buy securities, (2) that securities are offered through the SCOR Form only, and (3) an investment in the Company is risky and investors should read the SCOR Form in its entirety before investing.

The Company must amend and resubmit the SCOR Form whenever there is a material change to the information contained herein. Amendments must be filed as soon as reasonably possible, and in any case, before the further offer and sale of securities under the SCOR Form.

Commissions, fees, or other remuneration for soliciting any prospective purchaser in connection with the offering in the state may only be paid to persons who, if required to be registered or licensed, the Company believes, and has reason to believe, are appropriately registered or licensed in the state.

The Company hereby irrevocably appoints the Securities Administrator or other legally designated officer of the jurisdiction(s) in which this notice is filed as its agent for service of process upon whom may be served any notice, process or pleading in any action or proceeding against it arising out of, or in connection with, the sale of securities and the undersigned does hereby consent that any such action or proceeding against it may be commenced in any court of competent jurisdiction and proper venue within the jurisdiction in which this notice is filed by service of process upon the officers so designated with the same effect as if the undersigned was organized or created under the laws of that jurisdiction and have been served lawfully with process in that jurisdiction. It is requested that a copy of any notice, process, or pleading served hereunder be mailed to:

Name
Address

Chief Executive Officer/President/Managing Member	Name of Signer (Print)
Title	Date
	'
Chief Financial Executive Officer/Manager	Name of Signer (Print)
Title	Date
Director	Name of Signer (Print)
Director	Name of Signer (Print)
Director	Name of Signer (Print)
Director	Name of Signer (Print)
Director	Name of Signer (Print)
Director	Name of Signer (Print)
Director	Name of Signer (Print)
p.	P.

# **LIST OF EXHIBITS**

Exhibit A - Financial Statements
Exhibit B - Articles of Organization
Exhibit C - Company Bylaws
Exhibit D — Escrow Agreement
(Insert Reference to Exhibit E)
(Insert Reference to Exhibit F)
(Insert Reference to Exhibit G)

# **FINAL REPORT OF SALES**

(Ex	act name of Comp	oany as set forth	in the organizational d	locuments).	
	(Insert	the names of any	y DBAs, if applicable)		
The Company named a	bove completed a	SCOR offering in	n the jurisdictions chec	ked below.	
The offering began on	Click to select	date. and end	led on: Click to sele	ect date.	
The Company sold secueach jurisdiction in the		offering to the r	number of investors an	d in the amounts	indicated for
Jurisdiction	Number of Investors	Amount (\$)	Jurisdiction	Number of Investors	Amount (\$)
☐ Alabama			☐ Montana		
Alaska			Nebraska		
☐ Arizona			☐ Nevada		
Arkansas			☐ New Hampshire		
☐ California			New Jersey		
☐ Colorado			☐ New Mexico		
☐ Connecticut			New York		
☐ Delaware			☐ North Carolina		
☐ District of Columbia			North Dakota		
☐ Florida			Ohio		
Georgia			Oklahoma		
Guam			Oregon		
☐ Hawaii			☐ Pennsylvania		
Idaho			☐ Puerto Rico		
Illinois			Rhode Island		
☐ Indiana			South Carolina		
□ Iowa			South Dakota		
☐ Kansas			☐ Tennessee		
☐ Kentucky			☐ Texas		
Louisiana			Utah		
Maine			U.S. Virgin Islands		
☐ Maryland			☐ Vermont		
☐ Massachusetts			☐ Virginia		1
Michigan			☐ Washington		

☐ Minnesota		☐ West Virginia		
		Wisconsin		
Missouri		☐ Wyoming		
The undersigned indiv Company and that the knowledge.	•		•	
Signature		Name of Signer (Prin	t)	
Title		Date		