

Testing the Waters - Solicitation of Interest Disclaimer

The following page is a generic disclaimer that can be used on your marketing materials prior to your offering is available for funding. The information contained therein is specific to the permitted language under Section 230.241 (Solicitations of Interest) of the Code of Federal Regulations which encompasses the Solicitation of Interest/ Testing the Waters regulations.

If you already have a business plan, brochure, or pitch deck prepared and available for discussion with prospective investors, we recommend incorporating the attached as a cover sheet to the marketing materials. Once you have finalized your offering, the disclaimer cover sheet can be removed, and the marketing document incorporated into the exhibits of the appropriate disclosure document.

Once we have completed your offering for funding, you are limited and obligated to the requirements under the specific Reg D, Reg A, or Reg CF offering exemption under which you are pursuing.

INDICATIONS OF INTEREST

The material contained herein is confidential and includes certain anticipated business operations or investment opportunity expectations of _____ (the "Company"). However, neither the Company's management nor its affiliates shall be deemed to have made any express or implied representations or warranties regarding this material whatsoever, including, without limitation, with regards to accuracy and completeness. In fact, the information, summaries, and forward-looking statements contained herein are subject to material adjustment prior to the availability or acceptance of any investment. Interested persons should make their own investigations, projections, and conclusions without reliance upon the material contained herein with regards to future investments opportunities offered by the Company. This information is not intended to be legal, tax, business, or financial advice. Please consult with your applicable professional for such advice.

The Company, through its management, is still considering an offering of securities exempt from registration under the Securities Act of 1933, but has not determined a specific exemption from registration the issuer intends to rely on for the subsequent offer and sale of the securities.

No money or other consideration is being solicited at this time and any information contained herein is subject to modification. Further, if any investment is sent in response to this information, such investments will not be accepted and shall be returned to the funding party.

No offer to buy the securities shall be accepted and no part of the purchase price can be received until the Company determines the exemption under which the offering is intended to be conducted and, where applicable, the filing, disclosure, or qualification requirements of such exemption are met, and any person's indication of interest to invest shall impose no obligation or commitment of any kind.