NEW YORK STATE
UNIFORM NOTICE FILING OF REGULATION A – TIER 2 OFFERING
Pursuant to Section 18(b)(3), (b)(4), and/or (c)(2) of the Securities Act of 1933

Item 1. Issuer's Identity

Name of Issuer

Jurisdiction of Incorporation/Organization

Previous Name(s)   ☐ None

Entity Type (Select one)
- ◉ Corporation
- ○ Limited Partnership
- ○ Limited Liability Company
- ○ General Partnership
- ○ Business Trust
- ○ Other (Specify)

Year of Incorporation/Organization:

CIK Number for Issuer:

Item 2. Principal Place of Business

Street Address Line 1

Street Address Line 2

City

State/Province/Country

ZIP/Postal Code

Phone No.

Item 3. Contact Person

Directions: Provide the name and contact information for the person to contact with questions about the filing of this notice.

Last Name

First Name

Firm Name

Street Address Line 1

Street Address Line 2

City

State/Province/Country

ZIP/Postal Code

Phone No.

Fax

E-mail

Item 4. Identification of Offering

Type of filing: ○ New Notice   ○ Amendment   ○ Renewal

SEC File Number for this offering:

Date of SEC qualification of this offering: **OR**   ☐ Not yet qualified by SEC

Item 5. Information about the Offering

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

Total offering amount $

Item 6. Related Persons

Directions: Provide contact information for all executive officers, directors, and promoters.

Last Name | First Name | Middle Name

Street Address Line 1 | Street Address Line 2

City | State/Province/Country | ZIP/Postal Code

Relationship(s): ☐ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary)☐

Last Name | First Name | Middle Name

Street Address Line 1 | Street Address Line 2

City | State/Province/Country | ZIP/Postal Code

Relationship(s): ☐ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary)☐

Last Name | First Name | Middle Name

Street Address Line 1 | Street Address Line 2

City | State/Province/Country | ZIP/Postal Code

Relationship(s): ☐ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary)☐

Identify additional related persons by checking this box ☐ and attaching Item 6 Continuation Page(s).

Item 7. Sales Compensation

Directions: Enter the requested information for each person that has been or will be paid directly or indirectly any commission or other similar compensation in cash or other consideration in connection with sales of securities in the offering, including finders. If more than five persons to be listed are associated persons of the same broker or dealer, enter only the name of the broker or dealer, its CRD number and street address, and the jurisdictions in which the named person has solicited or intends to solicit investors.

Recipient | Recipient CRD Number

☐ No CRD Number

(Associated) Broker or Dealer (if applicable)　　(Associated) Broker or Dealer CRD Number

[ ]

[ ]　☐ No CRD Number

Street Address Line 1　　　　　　　　　　　Street Address Line 2

[ ]　　　　[ ]

City　　　　　　　　　State/Province/Country　　　ZIP/Postal Code

[ ]　　[ ]　　[ ]

Jurisdictions of Solicitation:　　☐ All States

☐ AL	☐ AK	☐ AZ	☐ AR	☐ CA	☐ CO	☐ CT	☐ DE	☐ DC	☐ FL	☐ GA	☐ HI	☐ ID
☐ IL	☐ IN	☐ IA	☐ KS	☐ KY	☐ LA	☐ ME	☐ MD	☐ MA	☐ MI	☐ MN	☐ MS	☐ MO
☐ MT	☐ NE	☐ NV	☐ NH	☐ NJ	☐ NM	☐ NY	☐ NC	☐ ND	☐ OH	☐ OK	☐ OR	☐ PA
☐ RI	☐ SC	☐ SD	☐ TN	☐ TX	☐ UT	☐ VT	☐ VA	☐ WA	☐ WV	☐ WI	☐ WY	

☐ Puerto Rico　　☐ U.S. Virgin Islands

Identify additional person(s) being paid compensation by checking this box ☐ and attaching Item 7 Continuation Page(s).

Item 8. Jurisdictions where securities will be sold

Mark the jurisdictions below where securities will be sold and to which this notice filing is directed, and include the number of securities and offering amount for each jurisdiction:

Jurisdiction	No. of shares or Units	Amount ($)	Jurisdiction	No. of Shares or Units	Amount ($)
☐ 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		
☐ Hawaii			☐ Oregon		
☐ Idaho			☐ Pennsylvania		
☐ Illinois			☐ Puerto Rico		
☐ Indiana			☐ Rhode Island		
☐ Iowa			☐ South Carolina		
☐ Kansas			☐ South Dakota		
☐ Kentucky			☐ Tennessee		
☐ Louisiana			☐ Texas		

☐ Maine			☐ Utah		
☐ Maryland			☐ U.S. Virgin Islands		
☐ Massachusetts			☐ Vermont		
☐ Michigan			☐ Virginia		
☐ Minnesota			☐ Washington		
☐ Mississippi			☐ West Virginia		
☐ Missouri			☐ Wisconsin		
			☐ Wyoming		

Item 9. Signature and Submission

By filing this notice, the issuer hereby represents that:

- All documents previously or subsequently filed with the Securities and Exchange Commission under the file number for this offering indicated above are hereby incorporated by reference with this notice.

- The issuer 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

- The issuer has ensured that any broker-dealer, issuer-dealer, or securities salesperson licensing requirements have been satisfied in those jurisdictions that require such licensing.

- The issuer has included the required filing fees (if any) with the submission of this notice to each jurisdiction indicated.

The issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Signature

Name of Signer (Print)

Title

Date

Item 6. Related Persons, Continuation Page

Directions: Provide contact information for all executive officers, directors, and promoters. Attach additional continuation pages if necessary.

Last Name

First Name

Middle Name

Street Address Line 1

Street Address Line 2

City

State/Province/Country

ZIP/Postal Code

Relationship(s): ☐ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary) ☐

Last Name

First Name

Middle Name

Street Address Line 1

Street Address Line 2

City

State/Province/Country

ZIP/Postal Code

Relationship(s): ☐ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary) ☐

Last Name

First Name

Middle Name

Street Address Line 1

Street Address Line 2

City

State/Province/Country

ZIP/Postal Code

Relationship(s): ☐ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary) ☐

Last Name

First Name

Middle Name

Street Address Line 1

Street Address Line 2

NEW YORK STATE

City	State/Province/Country

ZIP/Postal Code

Relationship(s): ☐ Executive Officer ☐ Director ☐ Promoter

Clarification of Response (if Necessary) ☐

Item 7. Sales Compensation, Continuation Page

Directions: Enter the requested information for each person that has been or will be paid directly or indirectly any commission or other similar compensation in cash or other consideration in connection with sales of securities in the offering, including finders. If more than five persons to be listed are associated persons of the same broker or dealer, enter only the name of the broker or dealer, its CRD number and street address, and the jurisdictions in which the named person has solicited or intends to solicit investors. Attach additional continuation pages if necessary.

Recipient   Recipient CRD Number

☐ No CRD Number

(Associated) Broker or Dealer (if applicable)   (Associated) Broker or Dealer CRD Number

☐ No CRD Number

Street Address Line 1   Street Address Line 2

City   State/Province/Country   ZIP/Postal Code

Jurisdictions of Solicitation: ☐ All States

☐ AL   ☐ AK   ☐ AZ   ☐ AR   ☐ CA   ☐ CO   ☐ CT   ☐ DE   ☐ DC   ☐ FL   ☐ GA   ☐ HI   ☐ ID
☐ IL   ☐ IN   ☐ IA   ☐ KS   ☐ KY   ☐ LA   ☐ ME   ☐ MD   ☐ MA   ☐ MI   ☐ MN   ☐ MS   ☐ MO
☐ MT   ☐ NE   ☐ NV   ☐ NH   ☐ NJ   ☐ NM   ☐ NY   ☐ NC   ☐ ND   ☐ OH   ☐ OK   ☐ OR   ☐ PA
☐ RI   ☐ SC   ☐ SD   ☐ TN   ☐ TX   ☐ UT   ☐ VT   ☐ VA   ☐ WA   ☐ WV   ☐ WI   ☐ WY
☐ Puerto Rico   ☐ U.S. Virgin Islands

Recipient   Recipient CRD Number

☐ No CRD Number

(Associated) Broker or Dealer (if applicable)   (Associated) Broker or Dealer CRD Number

☐ No CRD Number

Street Address Line 1   Street Address Line 2

City   State/Province/Country   ZIP/Postal Code

Jurisdictions of Solicitation: ☐ All States

NEW YORK STATE

☐ AL ☐ AK ☐ AZ ☐ AR ☐ CA ☐ CO ☐ CT ☐ DE ☐ DC ☐ FL ☐ GA ☐ HI ☐ ID

☐ IL ☐ IN ☐ IA ☐ KS ☐ KY ☐ LA ☐ ME ☐ MD ☐ MA ☐ MI ☐ MN ☐ MS ☐ MO

☐ MT ☐ NE ☐ NV ☐ NH ☐ NJ ☐ NM ☐ NY ☐ NC ☐ ND ☐ OH ☐ OK ☐ OR ☐ PA

☐ RI ☐ SC ☐ SD ☐ TN ☐ TX ☐ UT ☐ VT ☐ VA ☐ WA ☐ WV ☐ WI ☐ WY

☐ Puerto Rico   ☐ U.S. Virgin Islands

Attach additional Item 7 continuation pages if necessary.