



Department of Commerce, Community, and Economic Development
 Banking and Securities, Securities Section
 P.O. Box 110807
 Juneau, Alaska 99811-0807
 Telephone: (907) 269-8140
 Email: dbsc@alaska.gov

**Notice of Intrastate Securities Offering
 "Crowdfunding Exemption"
 AS 45.55.175**

The Alaska Crowdfunding Exemption under AS 45.55.175 is available only to issuers organized and based in Alaska, and all offers and sales of securities under the exemption must be limited to Alaska residents. All provisions of AS 45.55.175 and 3AAC 08.810.895 should be reviewed carefully to ensure that the requirements to claim the exemption have been met. Any material change to the information or responses to questions herein must be updated within 30 days of the change by filing an amendment with the Division of Banking and Securities.

Application

Amendment

Item 1. Issuer's Identity

Name of issuer: _____

Physical/Mailing address: _____

Telephone: _____ Email: _____

Website address where the issuer's securities will be offered, if applicable:

Name of website operator if applicable: _____

Alaska Business License #: _____

Item 2. Related Persons

Provide the following information for each of the issuer's directors, officers, and control persons. Please attach additional pages if needed.

Name: _____ Title: _____

Physical /Mailing Address: _____

Phone: _____ Email: _____

Name: _____ Title: _____

Address: _____

Phone: _____ Email: _____

Name: _____ Title: _____

Address: _____

Phone: _____ Email: _____

Name: _____ Title: _____

Address: _____

Phone: _____ Email: _____

Item 3. Sales Compensation

Provide the following information for each agent, broker dealer, or any other person that will be paid any type of compensation, either directly or indirectly, for the solicitation in this offering.

Name of broker firm: _____

Agent name: _____ CRD#: _____ if applicable

Physical/Mailing Address: _____

Phone: _____ Email: _____

Item 4. Offering Amount

Total offering amount: \$ _____

Minimum target offering amount (that must be escrowed before investment released from escrow):

\$ _____

Item 5. Escrow Account

Provide the name and address for the bank or other depository institution where investors' funds are to be escrowed.

Name: _____

Address: _____

Telephone: _____

Item 6. Advertising

Does the issuer intend to use any type of public advertising or general solicitation? Note the minimum advance time filing requirement next to your answer.

Yes This notice must be filed **10 days before** the use of any such advertising or general solicitation.

No This notice must be filed **no later than 15 days after** the first sale of the security under this exemption.

Item 7. Sales Date

Provide the date sales are to commence, or the date sales commenced if no general solicitation or advertising were used.

Date: _____

Item 8. Third Party Website

Provide the following information if the issuer intends to advertise, offer, or sell its securities through a third party website.

Name of website: _____

Website address: _____

Is the website registered with the Division of Banking and Securities? Yes No

Item 9. Issuer's Business

Briefly describe the issuer's business and proposed product or project that is the reason for the offering. Attach additional pages if needed.

Item 10. Additional Questions

Attach a statement of explanation if you answer "yes" to any of the following disclosure questions. These questions apply to the issuer and to any director, officer, person in control, or promoter of the issuer.

Criminal Disclosure

- | | Yes | No |
|--|--------------------------|--------------------------|
| I. Have you ever: | | |
| a) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any felony? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) been charged with a felony? | <input type="checkbox"/> | <input type="checkbox"/> |
| II. Based upon activities that occurred while you exercised control over it, has an organization ever: | | |
| a) been convicted of or pled guilty or nolo contendere ("no contest") | <input type="checkbox"/> | <input type="checkbox"/> |
| b) in a domestic or foreign court to any felony? | <input type="checkbox"/> | <input type="checkbox"/> |
| c) been charged with any felony? | <input type="checkbox"/> | <input type="checkbox"/> |
| III. Have you ever: | | |
| a) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to a misdemeanor involving: investments or an investment-related business or any fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) been charged with a misdemeanor specified in question III(a)? | <input type="checkbox"/> | <input type="checkbox"/> |
| IV. Based upon activities that occurred while you exercised control over it, has an organization ever: | | |
| a) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic or foreign court to a misdemeanor specified in question III(a)? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) been charged with a misdemeanor specified in question III(a)? | <input type="checkbox"/> | <input type="checkbox"/> |

Regulatory Action Disclosure

- | | | |
|---|--------------------------|--------------------------|
| V. Has the U.S. Securities and Exchange Commission or the Commodity Futures Trading Commission ever: | | |
| a) found you to have made a false statement or omission? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) found you to have been involved in a violation of its regulations or statutes? | <input type="checkbox"/> | <input type="checkbox"/> |
| c) found you to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted? | <input type="checkbox"/> | <input type="checkbox"/> |
| d) entered an order against you in connection with investment-related activity? | <input type="checkbox"/> | <input type="checkbox"/> |
| e) imposed a civil money penalty on you, or ordered you to cease and desist from any activity? | <input type="checkbox"/> | <input type="checkbox"/> |
| f) found you to have willfully violated any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any such Acts, or any of the rules of the Municipal Securities Rulemaking Board, or found you to have been unable to comply with any provision of such Act, rule, or regulation? | <input type="checkbox"/> | <input type="checkbox"/> |

- | | Yes | No |
|---|--------------------------|--------------------------|
| g) found you to have willfully aided, abetted, induced, or procured the violation by any person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board? | <input type="checkbox"/> | <input type="checkbox"/> |
| h) found you to have failed reasonably to supervise another person subject to your supervision, with a view to preventing the violation of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board? | <input type="checkbox"/> | <input type="checkbox"/> |

VI. Has any other federal regulatory agency or any state regulatory agency or foreign financial regulatory authority ever:

- | | | |
|---|--------------------------|--------------------------|
| a) found you to have made a false statement or omission or been dishonest, unfair, or unethical? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) found you to have been involved in a violation of investment-related regulation(s) or statutes(s)? | <input type="checkbox"/> | <input type="checkbox"/> |
| c) found you to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted? | <input type="checkbox"/> | <input type="checkbox"/> |
| d) entered an order against you in connection with an investment-related activity? | <input type="checkbox"/> | <input type="checkbox"/> |
| e) denied, suspended, or revoked your registration or license or otherwise, by order, prevented you from associating with an investment-related business or restricted your activities? | <input type="checkbox"/> | <input type="checkbox"/> |

VII. Have you been subject to any final order of a state securities commission (or any agency or office performing like functions), state authority that supervises or examines banks, savings associations, or credit unions, state insurance commission (or any agency or office performing like functions), an appropriate federal banking agency, or the National Credit Union Administration, that:

- | | | |
|---|--------------------------|--------------------------|
| a) bars you from association with an entity regulated by such commission, authority, agency, or officer, or from engaging in the business of securities, insurance, banking, savings association activities, or credit union activities; or | <input type="checkbox"/> | <input type="checkbox"/> |
| b) constitutes a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? | <input type="checkbox"/> | <input type="checkbox"/> |

VIII. Has any self-regulatory organization ever:

- | | | |
|--|--------------------------|--------------------------|
| a) found you to have made a false statement or omission? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) found you to have been involved in a violation of its rules (other than a violation designated as a "minor rule violation" under a plan approved by the U.S. Securities and Exchange Commission)? | <input type="checkbox"/> | <input type="checkbox"/> |
| c) found you to have been the cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted? | <input type="checkbox"/> | <input type="checkbox"/> |
| d) disciplined you by expelling or suspending you from membership, barring or suspending your association with its members, or restricting your activities? | <input type="checkbox"/> | <input type="checkbox"/> |

- | | Yes | No |
|---|--------------------------|--------------------------|
| e) found you to have willfully violated any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board, or found you to have been unable to comply with any provision of such Act, rule, or regulation? | <input type="checkbox"/> | <input type="checkbox"/> |
| f) found you to have willfully aided, abetted, counseled, commanded, induced, or procured the violation by any person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board? | <input type="checkbox"/> | <input type="checkbox"/> |
| g) found you to have failed reasonably to supervise another person subject to your supervision, with a view to preventing the violation of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board? | <input type="checkbox"/> | <input type="checkbox"/> |
| IX. Have you ever had an authorization to act as an attorney, accountant, or federal contractor that was revoked or suspended? | <input type="checkbox"/> | <input type="checkbox"/> |
| X. Have you been notified, in writing, that you are now the subject of any: | | |
| a) regulatory complaint or proceeding that could result in a "yes" answer to any part of questions V, VI, VII, or VIII? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) investigation that could result in a "yes" answer to any part of questions I, II, III, IV, V, VI, VII, or VIII? | <input type="checkbox"/> | <input type="checkbox"/> |

Civil Judicial Disclosure

- | | | |
|--|--------------------------|--------------------------|
| XI. Has any domestic or foreign court ever: | | |
| a) enjoined you in connection with any investment-related activity? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) found that you were involved in a violation of any investment-related statutes(s) or regulation(s)? | <input type="checkbox"/> | <input type="checkbox"/> |
| c) dismissed, pursuant to a settlement agreement, an investment-related civil action brought against you by a state or foreign financial regulatory authority? | <input type="checkbox"/> | <input type="checkbox"/> |
| XII. Are you named in any pending investment-related civil action that could result in a "yes" answer to any part of question XI? | <input type="checkbox"/> | <input type="checkbox"/> |

Customer Complaint/Arbitration/Civil Litigation Disclosure

- | | | |
|---|--------------------------|--------------------------|
| XIII. Have you ever been named as a respondent/defendant in an investment-related, consumer-initiated arbitration or civil litigation which alleged that you were involved in one or more sales practice violations which: | | |
| a) is still pending? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) resulted in an arbitration award or civil judgment against you, regardless of amount? | <input type="checkbox"/> | <input type="checkbox"/> |
| c) was settled, prior to 05/18/2009, for an amount of \$10,000 or more? | <input type="checkbox"/> | <input type="checkbox"/> |
| d) was settled, on or after 05/18/2009, for an amount of \$15,000 or more? | <input type="checkbox"/> | <input type="checkbox"/> |

- XIV. Have you ever been the subject of an investment-related, consumer-initiated (written or oral) complaint, which alleges that you were involved in one or more sales practice violations, and which:**
- | | Yes | No |
|--|--------------------------|--------------------------|
| a) was settled, prior to 05/18/2009, for an amount of \$10,000 or more? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) was settled, on or after 05/18/2009, for an amount of \$15,000 or more? | <input type="checkbox"/> | <input type="checkbox"/> |

- XV. Within the past twenty four (24) months, have you been the subject of an investment-related, consumer-initiated, written complaint, not otherwise reported under any part of question XIV which:**
- | | | |
|---|--------------------------|--------------------------|
| a) alleged that you were involved in one or more sales practice violations and contained a claim for compensatory damages of \$5,000 or more (if no damage amount is alleged, the complaint must be reported unless the firm has made a good faith determination that the damages from the alleged conduct would be less than \$5,000)? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) alleged that you were involved in forgery, theft, misappropriation or conversion of funds or securities? | <input type="checkbox"/> | <input type="checkbox"/> |

Answer questions XVI and XVII below only for arbitration claims or civil litigation filed on or after 05/18/2009.

- XVI. Have you ever been the subject of an investment-related, consumer initiated arbitration claim or civil litigation which alleged that you were involved in one or more sales practice violations, and which:**
- | | | |
|---|--------------------------|--------------------------|
| a) was settled for an amount of \$15,000 or more? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) resulted in an arbitration award or civil judgment against any named respondent(s)/defendant(s), regardless of amount? | <input type="checkbox"/> | <input type="checkbox"/> |

- XVII. Within the past twenty four (24) months, have you been the subject of an investment-related, consumer-initiated arbitration claim or civil litigation not otherwise reported under any part of question XVI:**
- | | | |
|---|--------------------------|--------------------------|
| a) alleged that you were involved in one or more sales practice violations and contained a claim for compensatory damages of \$5,000 or more (if no damage amount is alleged, the arbitration claim or civil litigation must be reported unless the firm has made a good faith determination that the damages from the alleged conduct would be less than \$5,000)? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) alleged that you were involved in forgery, theft, misappropriation or conversion of funds or securities? | <input type="checkbox"/> | <input type="checkbox"/> |

Termination Disclosure

- XVIII. Have you ever voluntarily resigned, been discharged, or permitted to resign after allegations were made that accused you of:**
- | | | |
|---|--------------------------|--------------------------|
| a) violating investment-related statutes, regulations, rules, or industry standards of conduct? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) fraud or the wrongful taking of property? | <input type="checkbox"/> | <input type="checkbox"/> |
| c) failure to supervise in connection with investment-related statutes, regulations, rules, or industry standards of conduct? | <input type="checkbox"/> | <input type="checkbox"/> |

Financial Disclosure

- | | Yes | No |
|--|--------------------------|--------------------------|
| XIX. Within the past 10 years: | | |
| a) have you made a compromise with creditors, filed a bankruptcy petition or been the subject of an involuntary bankruptcy petition? | <input type="checkbox"/> | <input type="checkbox"/> |
| b) based upon events that occurred while you exercised control over it, has an organization made a compromise with creditors, filed a bankruptcy petition or been the subject of an involuntary bankruptcy petition? | <input type="checkbox"/> | <input type="checkbox"/> |
| c) based upon events that occurred while you exercised control over it, has a broker or dealer been the subject of an involuntary bankruptcy petition, or had a trustee appointed, or had a direct payment procedure initiated under the Securities Investor Protection Act? | <input type="checkbox"/> | <input type="checkbox"/> |
| XX. Has a bonding company ever denied, paid out on, or revoked a bond for you? | <input type="checkbox"/> | <input type="checkbox"/> |
| XXI. Do you have any unsatisfied judgments or liens against you? | <input type="checkbox"/> | <input type="checkbox"/> |

Item 11. Signature and Submission

In filing this notice, the issuer:

Hereby irrevocably appoints the Alaska Director of Banking and Securities or other legally designated officer 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.

Acknowledges that the requirements of the federal exemption for intrastate offerings set out in Section 3(a)(11) of the Securities Act of 1933, 15 U.S.C. 77c(a)(11), and SEC Rule 147, 17 C.F.R. 230.147, must be met to claim the Alaska Crowdfunding Exemption and affirms that all the requirements of AS 45.55.175 and 3AAC 08.810-895 have been met to date and will continue to be met during the offering period. I certify that the foregoing is true and correct.

Date: _____ Representative of Issuer: _____
Signature: _____

Printed name: _____ Title _____

Filing Instructions

Send a completed notice form to:

Department of Commerce, Community, and Economic Development
Banking and Securities, Securities Section
P.O. Box 10807
Juneau, Alaska 99811-0807

Enclose the following with the submission of this form:

- \$150 non-refundable filing fee made payable to the State of Alaska.
- Copies of any advertising to be used in this offering.
- A copy of the offering document and disclosures to be provided to prospective investors.
- A copy of the escrow agreement where investors' funds are to be escrowed.
- A registration form for a third party website, if applicable.