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SWITCH RIDES Inc.

An Oklahoma Corporation

**The Offering**

Type of stock offered	Price per share
<input checked="" type="checkbox"/> Common stock	\$.167
<input type="checkbox"/> Preferred stock	\$
<input type="checkbox"/> Limited Liability Company Membership Interests	\$0.167
<input type="checkbox"/> Limited Partnership Interests	\$
<input type="checkbox"/> Other (specify):	\$

[Empty box]

Sales commission, if any

Offering amount: Minimum:  Maximum:

The minimum offering deadline in this offering is

**Principal Place of Business**

Street Address Line 1

Street Address Line 2

2600 Lynnwood Circle

StateOk

ZIP/Postal Code

Norman

73072

Website

Phone

www.switchridesvip.com

405-795-9911

**Person to Contact at the Company with Respect to the Offering**

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Last Name

First Name

Title

Cotton

Charles

President

Firm Name

Street Address Line 1

Street Address Line 2

Switch Rides Vip, Inc.

2600 Lynnwood Circle

City

State/Province/Country

ZIP/Postal Code

Norman

OK

73072

Phone

Fax

E-mail

405-795-9911

405-310-5301

07/24/2024

chuck@switchridesvip.com

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The date of this Disclosure Document is

## **Overview of the Company**

The Business

## **Information About the Stock Offered**

Use of Proceeds

Description of Stock offered

How Stock will be Offered and Sold

Outstanding Stock and Principal Shareholders

## **Information About the Company's Management**

### **Other Relevant Information**

Litigation

Legal Proceedings

Financial Statements

## **Company's Certifications and Signature**

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

**No government regulator is recommending these stocks. 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

1. The following is a summary of the material risks that apply to the Company. The Company has checked off risks that it has identified as applicable, and has included additional risk factors that are unique to the Company. You should carefully consider these risks prior to joining this company as an owner.

## 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 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.
- The Company expects to experience losses from its operations and cannot predict when or if it will become profitable. If the Company becomes unprofitable, 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 knowledge of its executive officers, directors, and/or managers. The Company may be harmed if it loses their services and 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.

## Competition

- 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.

## Regulatory 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-efforts” Offering

- The Company is offering the stock 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 stock and there is no assurance that it can sell all or any of the stock

#### 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.
- There are no limits in place to restrict the Company’s ability to issue stock in the future. If the Company issues additional stock, you may experience further dilution of the value of your investment.

#### Lack of Investor 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 Existing Market

- Because there is no market for the Company’s stock, you may not be able to sell your stock or recover any part of your purchase. If you may need to sell your stock and obtain cash, you should not invest.

## Offering Price

- The offering price of the Company's stock 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

There is no guarantee of anything.

## Litigation-related Risk

There is no litigation against the company.

## Other Risks

There is no guarantee of future funding.

# OVERVIEW OF THE COMPANY

## The Business

### 2. Business of the Company:



This company's primary focus is switching independent rideshare drivers and their vehicles and passengers to our company.

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

Staffing as needed with assigned specialists spearheading key operations utilizing algorithms, social media in providing transportation services in passenger, courier, and delivery services.

4. Operations: The Company (select all that apply):

- has never conducted operations.
- is in the development stage.
- is currently operating.
- has shown a profit in the last fiscal year.

5. Summary Financial Information (most recent fiscal year-end):

Total Assets:	\$1100000
Cash & Cash Equivalents:	\$11576
Accounts Receivable:	
Short-term Debt:	\$11,5650
Long-term Debt:	\$483,791
Revenues/Sales	
Cost of Goods Sold:	
Taxes Paid:	\$0
Net Income:	

6. Organizational Information

02/07/2024

Date of incorporation/formation:

Fiscal Year End (Month and Day):

6/30/25

State of incorporation/formation:

OK

List any FKAs ("Formerly Known As"):

Company Organization: The Company (select all that apply):

- has had or anticipates having a stock split, dividend, recapitalization, merger/acquisition, spin-off, or reorganization.
- has a parent, subsidiary, or affiliate.

The company anticipates rendering a REG A-Tier Two, \$75,000,000 offering by 6/30/2025 or a public shell stock offering by 6/30/2025

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.

The app is proprietary and is the foundation of Switch Rides.

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 the Company' sales.
- has not yet had sales.

Sales are instant demand, repeat business, no contracts

9. Employees: Number of current employees:

1-10

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.

The company owns computers, office furniture, trade proprietary secrets, logos, copyrights, and an app. Good will is significant by founders.

11. Governmental Regulation (select all that apply):

- 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.

The company has USDOT operating authority with USDOT Permit # 542712, complys with US CODE 49-Transportation, Sec.300-399 and Oklahoma Title 13.

# INFORMATION ABOUT THE FOUNDER'S STOCK OFFERED



The bank account will be located at:

Bancfirst, Norman, OK

Simmons Bank, Tulsa, OK

## Use of Proceeds

12. The Company plans to use the proceeds of this offering in order to do the following:

The use of proceeds will be for general operating capital, app completion, advertising. REG A Stock offering, lawyer fees, miscellaneous public stock offering fees, miscel debt, short and long term debt.

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

	<b>Maximum Offering</b>
<b>Gross Proceeds from the Offering</b>	\$3,750,000
Less: Offering Expenses	
• Accounts payable	\$115,650
• Legal fees	\$43,500
• Accounting fees	\$12,000
Long Term Debt	
\$483,791-----	
Advertising	
\$820,000 -----	
-----	
Other (Specify): Reg A fees and Exp. Or public shell acquisition	
\$250,000	
<b>Net Proceeds from the Offering</b>	
	<u>\$1,704,941</u>

14. 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		Maximum Offering
Reserve fund		
	\$	\$1,000,000
	\$0	\$0
	\$	\$
<b>Total</b>		\$1,000,000

15. Other sources of financing are described below:

No other sources of financing are expected.

16. Has the price in this offering been arbitrarily determined?  Yes  No

17. 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 per Share
	Number	Percent	Amount	Percent	



<b>Existing holders</b>	Min. offering					
	Max. offering	75000000	100%	\$75	100%	\$.000001
<b>New purchasers</b>	Min. offering	22,500,000	30%	\$3,750,000	30%	\$.16.7
	Max. offering			\$3,750,000		

## Description of Founder's Stock 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 stock by the Company, and potential changes to the capital structure or control of the Company.

18. The stock being offered are:

- Common Stock
- Preferred Stock
- Limited Liability Company Membership Interests
- Limited Partnership Interests
- Debt Securities
- Other (specify):

19. These securities have:

- Voting rights
- Preemptive rights or tag-along rights to purchase any new issue of stock.

- 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):

All stock holders have voting rights. Dividends are subject to board approval.

20. Is the offering subject to any purchaser restrictions?  Yes  No

21. Are the securities subject to any resale restrictions by the Company?  Yes  No

Upon a public stock offering, stock classification may be restricted status for a period of time.

22. Will the Company issue physical stock certificates in this offering?  Yes  No

Record of Stock Holders:

*All records will be under lock and key at the office.*

# How the Founder's stock will be Offered and Sold?

23. Name and contact information of the Company's Chief Compliance Officer:

<b>Name</b>	Charles Cotton
<b>Address</b>	2600 Lynnwood Circle, Norman, OK 73072
<b>Telephone</b>	918-607-6777
<b>E-mail</b>	chuck@switchridesvip.com

24. List of persons or companies who will offer and sell the securities on behalf of the Company:

Click to Add Table

<b>Name</b>	Charles Cotton
<b>Relationship to Company (if any)</b>	Co-founder and CEO, and co-CHM of Board, Sec/treasurer
<b>CRD #</b>	
<b>Address</b>	2600 Lynnwood Circle, Norman, OK 73072
<b>Telephone</b>	405-795-9911
<b>E-mail</b>	chuck@switchridesvip.com
<b>Internet Portal / website for offering</b>	www.switchridesvip.com

Compensation received for selling securities

0

## Outstanding Founder's Stock and Principal Shareholders

25. Below is a description of each class of the Company's securities, including the total number of outstanding securities and the total number of securities the Company is authorized to issue.

Class of Securities	Total Securities Outstanding	Total Securities the Company is Authorized to Issue
common	75,000,000	75,000,000

Description of founder's stock:

All stocks are subject to all laws in OK and US.

26. Are there any resale restrictions on the Company's outstanding stock?

Yes  No

27. Below is a list of the total number of stock reserved or subject to issuance under outstanding stock purchase agreements, stock options, warrants, or rights.

Class of Securities	Number of Securities that may be issued under Outstanding Securities Purchase Agreements, Options, Warrants, or Rights

28. Does the Company plan to issue or offer securities under purchase agreements, stock options, warrants, or rights in the future?     Yes    No

Additional shares may be authorized.

29. Has the Company sold or issued securities during the last 12 months?     Yes    No

30. Names of the principal shareholders, including each Executive Officer, Manager, Director, and person who beneficially owns at least a 20% interest of any class of securities in the Company:

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
Charles Cotton	President	common	38250000	\$.000001	51%

Greg Tater	Sr. VP	common	36750000	\$.000001	49%

**INFORMATION ABOUT THE COMPANY’S MANAGEMENT**

31. Information about each Executive Officer, Director, and key person (and any persons occupying a similar status or performing a similar function) of the Company is provided below.

[Click to Add Table](#)

<b>Name</b>	Greg Tater
<b>Age</b>	50
<b>Title</b>	Chm of Board & Exec VP
<b>Executive Officer/Director/Key Person (specify)</b>	Charles Cotton President. Board Director, Secretary/Treasurer
<b>Time Spent on Company Business (if less than full time)</b>	Full time-Cotton , part time-Tater
<b>Prior Experience</b>	Cotton, founder of Vip Limo and Limopreneur Co, Cotton Entities, VIP LIMOUSINE SERVICES, 33 years of livery experience and degreed in Traffic Safety Education  Tater--part time VIP Limo Services exec.-- American Airlines full time exec.

**Education**

Cotton, grad and undergrad studies in Safety and Traffic education, - Tater, Grad of Spartan School of Aeronautics with high honors.

32. Compensation paid by the Company to executive officers, directors, managers, and key persons during the last fiscal year:

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

<u>To Whom Paid</u>	<u>Cash</u>	<u>Other Compensation</u>
Cotton		0
Tater		\$0

Description of any amount of other compensation included in the table above:

33. The Company (select all that apply):

- expects compensation to change in the next year.
- owes compensation for prior years.

*If you checked any box, please provide additional information.*

34. The Company (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.

Non-compete agreements will be signed by Cotton, and Tater prior to funding

35. An Executive Officer, Manager, Director, or key person of the Company (select all that apply):

- has filed a petition for bankruptcy, receivership, or a similar insolvency proceeding, or had such a petition filed against him or her, within the past five years.
- 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.



# OTHER RELEVANT INFORMATION

## Litigation

36. The Company (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.
- has pending litigation or administrative action that may have a material effect upon the Company's business, financial condition, or operations.
- is currently threatened by litigation or administrative action that may have a material effect upon the Company's business, financial condition, or operations.
- none of the above.

*Disclose any litigation that is likely to have a material effect on the Company. Disclosure includes information not only about present pending litigation, but also includes past concluded litigation, and future unasserted claims of which the Company is aware. Disclosure is not limited to actions in which the Company is a party, but also includes separate litigation filed against the Company's officers, directors, managers, or key persons if the litigation is likely to have a material effect on the Company.*

*To fully respond to this Item, you should include the name of the court where the proceeding is pending, a description 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

37. 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.*

38. Have any of the above-listed persons, within the last ten years, been convicted in the United States or in any foreign jurisdiction of any felony or misdemeanor in connection with the offer, purchase, or sale of any 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?  Yes  No

*If yes, explain in detail.*

39. 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 charges 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?  Yes  No

*If yes, explain in detail.*

40. 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:

- In connection with the purchase or sale of any security;
- Involving the making of any false filing with any state or the Securities and Exchange Commission; or
- Arising out of the conduct of the business of an underwriter, broker, dealer, municipal securities dealer, investment adviser, or paid solicitor of purchasers of securities?

Yes  No

*If yes, explain in detail.*

41. Are any of the above-listed persons subject to an order of a state securities commission (or an agency or 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); an appropriate federal banking agency; the U.S. Commodity Futures Trading Commission; the National Credit Union Administration; or any similar foreign regulatory authority that:

1. At the time of application, bars the person from:
  - a. Association with an entity regulated by such commission, authority, agency, or officer;
  - b. Engaging in the business of securities, insurance or banking; or
  - c. Engaging in savings association or credit union activities; or
2. Constitutes a final order based on a violation of any law or regulation that prohibits fraudulent, manipulative, or deceptive conduct entered within ten years of the application?

Yes  No

*If yes, explain in detail.*

42. Are any of the above-listed persons subject to any state administrative enforcement order, order of the 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.  Yes  No

*If yes, explain in detail.*

43. Are any of the above-listed persons subject to any order of the Securities and Exchange Commission or similar foreign regulatory authority, entered within five years of application that, at the time of such application, orders the person to cease and desist from committing or causing a violation or future violation of:

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(l) 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 yes, explain in detail.*

44. Are any of the above-listed persons suspended or expelled from membership in, or suspended or barred from association with a member of, a registered national securities exchange or a registered national or affiliated securities association in the United States or any foreign jurisdiction for any act or omission to act constituting conduct inconsistent with just and equitable principles of trade?  Yes  No

*If yes, explain in detail.*

45. Have any of the above-listed persons filed (as a registrant or issuer), or been named as an underwriter in, any registration statement or Regulation A offering statement filed with the Securities and Exchange Commission, state securities commission (or an agency performing like functions), or similar foreign regulatory authority that, within five years before application, was the subject of a refusal order, stop order or order suspending the Regulation A exemption, or is, at the time of application, the subject of an investigation or proceeding to determine whether a stop order or suspension should be issued?

Yes  No

*If yes, explain in detail.*

46. Are any of the above-listed persons subject to a United States Postal Service false representation order entered within five years before application, or, at the time of such application, subject to a temporary 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?  Yes  No

*If yes, explain in detail.*

47. 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

48. 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.

none

# Financial Statements

49. 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 certify 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.

There are no financial statements yet due to no actual operations of Switch Rides VIP, Inc.

This Disclosure document is for a solicitation of Founder's Stock for a partner indication of interest.

Any public Reg A offering investment or solicitation of a public shell offering will be made by an approved SEC offering to the public by licensed broker dealers.

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Chuck Cotton, President

July 24, 2024

2600 Lynnwood Circle

Norman, OK 73072

405-795-9911



# 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:

Charles Cotton

Name

2600 Lynnwood Circle, Norman, OK 73072

Address

Chief Executive Officer/President/Managing Member

Name of Signer (Print)

Charles Cotton

Charles Cotton

Title

Date

President

02/21/2025

Chief Financial Executive Officer/Manager

Name of Signer (Print)

Charles Cotton

Charles Cotton

Title

Date 02/21/2025

CFO

Charles Cotton

Director  
\_\_\_\_\_

Name of Signer (Print)  
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Director  
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