

## **Advantaged Ventures LLC.**

**Operating: [Emerginggrowthfunding.com](http://Emerginggrowthfunding.com)**

**A Registered Reg. CF Crowdfunding Platform**

**Raising capital for new and small business**

### **Term Sheet**

#### **The Offering**

**Issue: Up to \$150,000 in Investor Preference Interests in Advantaged Ventures LLC, a newly formed Virginia LLC.**

**Price: \$1000 per Investor Preference Interest**

**Minimum Investment \$25,000 (25 Investor Preference Interests)**

**First closing upon subscription of two interests (\$50,000); immediate acceptance of subscriptions thereafter.**

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**Purchasers of the Investor Preference Interests are entitled to a pro-rata share of periodic distributions equal to 60% of gross revenue of the Company until the Purchasers' investment is returned and a conversion to ordinary Membership Interests in Advantaged Ventures LLC. thereafter on the basis that \$10,000 of their original investment equals 1%**

**Management believes that it can generate sufficient revenue to return those funds to the purchasers within the first 12 months of operation and convert the holders of the Investor Preference Interests into up to 15% of the company thereafter.**

**The intent is to provide the investors both a quick return of their capital investment and a significant income stream thereafter with no capital at risk.**

**Investment crowdfunding has already matured in Europe and Israel and is healthy and growing rapidly in the US. We see an opportunity to capitalize on that growth just as the market in the US begins to really take off.**

**In the US Regulation Crowdfunding (Reg. CF) is just 3 years old and already small companies have raised over \$200 million. There are currently 45 portals registered with FINRA. Three portals dominate the industry.**

**Advantaged Ventures LLC will create, register and operate an investment crowdfunding platform pursuant to SEC Reg. CF and compliant with FINRA's rules for funding portals, under the name of [Emerginggrowthfunding.com](http://Emerginggrowthfunding.com).**

**The SEC has provided a new simple type of crowdfunding specifically intended to help fund small business. Regulation CF allows smaller businesses to sell small amounts of debt or equity to small investors.**

### **The Problem**

**There are always a great many small companies that could benefit from a capital infusion of a lot less than \$1 million, the Reg. CF upper limit. Hundreds of thousands of small businesses are actively looking for that capital every year.**

**Most of these small businesses will get their funding from a bank and on the bank's terms. That often means personal guarantees and property liens. It always means a payment of principal and interest every month, like clockwork.**

### **The Solution**

**Management is a seasoned group of finance professionals each of whom has been helping to fund new and small businesses for decades. Working as a team we will help these small businesses structure a debt or equity offering on much better terms; terms that will protect the business owners' personal assets; terms that will improve their cash flow, fuel their growth and increase their bottom line; terms that will make their offering attractive to investors. We will then work with each of these small offerings to help them find the investors that they need.**

**We have already contacted a network of professional business and loan brokers who want one more item in their financing bag of tricks because a standard bank loan is not always the best route for a company to take. Several have suggested that they could keep our pipeline full all by themselves. Companies that offer and sell franchises want us to list and help provide funding for their new franchisees. We expect to develop multiple sources that can refer multiple offerings to keep our pipeline truly full.**

## Use of Proceeds

### **Marketing, marketing and more marketing**

**We intend to concentrate almost all of the money we are raising in this offering of Investor Preference Interests to one goal: Selling out the first ten offerings that we list on the Reg. CF platform. We want to emphatically demonstrate that investors will come to our platform and purchase these investments.**

**Every person that visits our platform will be a self-described investor willing to look at a crowdfunding platform for a potential investment. We will always be marketing, advertising and reaching out to many more potential investors than we actually need to sell out the offerings we host.**

**We expect it will take 4 months for FINRA to grant our license for the Reg. CF platform. In the interim we expect to begin marketing the platform with a “Coming Soon” advertising and public relations campaign will begin to introduce the platform to the world of investors.**

**We have a story to tell about a group of very bright, very experienced financial executives who want to demonstrate that crowdfunding is a viable and interesting mechanism for corporate finance. We will demonstrate that smaller investors can be attracted to crowdfunding platforms if you offer them better investments in real companies instead of pie-in-the-sky unicorns.**

**Our tag line: *In crowdfunding, no one wins unless the investors win.* And by winning we mean that investors should have some real world ROI.**

**These companies are actively seeking financing. They are speaking with banks before they would come to us. They already have what they think are “bankable” financial statements. They have a business plan or at least a story about how they are going to use this loan to make more money and how they will have the cash flow to make the payments.**

**Each of these companies will list on the platform with a marketing plan and marketing budget already agreed upon. We are prepared to work with each company and help them to develop the right investment product and to present it efficiently to a highly targeted audience of potential investors. We are prepared to spend some of own money to market these offerings and build our own brand. We want to be prepared to loan money to each company if their marketing is working just not well enough and their campaign needs an infusion to close the offering.**

### **Why are we fixated on the first 10 Reg. CF offerings?**

**Based upon our on-going discussions with business brokers about companies they would like to send to us, an average offering might raise \$500,000 for a small business seeking to expand.**

**Our fee for each Reg. CF offering that is completed would be 5% of that amount, well within the industry norm. Completing all 10 offerings would be a total of \$5 million raised from the public of which we would yield a gross profit of \$250,000.**

**Holder of the Investor Preference Interests in Advantage Ventures LLC will receive a distribution preference of 60% of each distribution that is made, pro rata, until such time as their actual distributions equal the amount they invested. Thereafter the Investor Preference Interests will automatically convert to ordinary Membership Interests in Advantaged Ventures LLC where ten thousand dollars (\$10,000) of original investment will equal 1% of the outstanding Membership Interests.**

**Investors' funds will be used to market the first 10 offerings that will list on the platform and provide sufficient revenue to return those funds to the investors within the first 12 months of operation offerings and convert the holders of the Investor Preference Interests into up to 15% of the company thereafter.**

**The intent is to provide the investors both a quick return of their capital investment and a significant income stream thereafter with no capital at risk.**

### **The Team**

**Jeffrey Brandon**



**Jeffrey Brandon has spent more than forty years helping bring financial services to investors, both retail and institutional and helping companies raise investment capital. Mr. Brandon has held numerous Security Industry licenses. Mr. Brandon earned a B.A. in International Economics and Organic Chemistry from The Ohio State University/Wright State University. From 1999-2006 Mr. Brandon was a branch manager and corporate Vice**

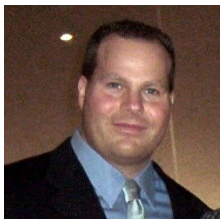
**President for Wedbush Morgan Securities in San Francisco. In this capacity, he participated in the due diligence efforts on private offerings, alternative investments and cash management to name a few. Since 2006 Mr. Brandon has worked as an executive vice-president for a succession of companies raising funds in the private equity markets.**

### **Bill Joyce**



**Bill Joyce is a visionary and crowdfunding pioneer. Mr. Joyce’s accounting, finance, and international banking background has served him well in both the banking and computer industries, where his primary focus was on organizational development and project management. Mr. Joyce remains very engaged in the development of team solutions for small and entrepreneurial opportunities. Mr. Joyce is the founder of CrowdFund Roundup and Vision Management. He is often sought out for insight by crowdfunding leaders because of his progressive thinking and his vision for start-up businesses because of his three decades experience in banking and management consulting.**

### **David L. Oldani**



**David Oldani’s entire business career has been in understanding the sales process and helping companies achieve results. Mr. Oldani has written and customized many sales training programs and is the author of a two thorough sales audits, “The Sellington Sales Audit” and “Sales Capture”. Some of his past clients include Ford Motor Company, Merrill Lynch, the St. Louis Cardinals, FedEx, and Scottrade, as well as hundreds of small to medium sized companies. In addition to working at several Fortune 500 companies, Mr.**

**Oldani has owned and operated several of his own businesses including his own sales consulting company**

### **Adam Pressman**



**Adam Pressman is a business builder and business transformation consultant with extensive national and global resources. He is a proven and skilled public speaker and an innovative facilitator. This allows him to build self-sustaining teams and help clients grow revenues while improving the alignment of their strategy, process, and people – all focused on the customer to get results quickly and consistently. The clients Mr. Pressman helped make millions will tell you that besides the best in professional performance development, he brought whatever differentiating little bit was needed to complete the success of the mission, product or project. Sometimes it was sales or marketing savvy. Sometimes it was systems thinking and the kind of strategy that avoids unintended consequences and delivers superlative results. Sometimes it was subject matter expertise in exactly what technology and people could do to always do the right thing, in the right way, at the right time, with the right people and for the right reasons.**

### **Irwin Stein**



**Irwin Stein has conducted due diligence investigations working with top-tier law firms, accountants and investment bankers preparing public and private offerings. Mr. Stein earned a B.A. from Rutgers University in American Economic History and a JD from the New York Law School. He has been a member of the New York bar since 1975. Mr. Stein was trained and licensed in all aspects of financial services industry operations as an in-**

house attorney for Paine Webber Jackson and Curtis, Inc. and EF Hutton & Company. From 1979-1987 he engaged in the private practice of law, representing financial industry firms, companies seeking capital and professional traders and investors. In 1988-89 Mr. Stein served as General Counsel of a real estate firm which operated multi-family housing units and assisted-living facilities worth \$1.5 billion in 23 states. During his tenure, he supervised 2 public and 5 private securities offerings. For ten years beginning in 1990, Mr. Stein taught Economics, Law and Economics, Finance and related courses, as an Adjunct Assistant Professor, to business school students at Golden Gate University in San Francisco. He was a member of the faculty budget committee for 5 years, serving one year as its chairperson. At the same time, Mr. Stein became active as an expert witness, helping litigants to dissect securities offerings that had failed. He has qualified and testified as an expert witness more than 100 times. From 2001-2014 Mr. Stein was a full-time advocate representing hundreds of investors who had lost their money in the 2001 tech wreck and 2008 financial meltdown.

### **Powered by Capital Engine**

Capital Engine™ is a financial technology company offering cloud-based capital raising software to organizations in the rapidly growing GLOBAL real estate and alternative investment markets with a special focus on investor management services.

### **Financial Information and Projections**

We could not expect investors to believe that we could structure “better” investments for other companies unless we offered purchasers of our Investor Preference Interests a very good and sensible financial arrangement.

Management will assume all salary and overhead costs and distribute 60% of the gross revenue to the purchasers of the Investor Preference Interests, pro rata. The intent is to use the investors’ funds to market the first 10 offerings, return those funds to the investors from the fees earned from those offerings and convert the investors into holders of up to 15% of the company thereafter. If successful, the intent is to provide the investors with a significant income stream thereafter with no capital at risk.

For example: We think that we can close 3 offerings (avg. \$500,000) per month and raise \$1.5 million per month at the end of one year of operations. We believe that close 6 offerings per month by the end of the second year (raising \$3 million per month). At this level, investors should get a distribution of 2X and more of their investment every year, after their original investment has been returned.

**You really should review our spreadsheet of financial projections to appreciate how much we can bring to the bottom line on a continuing basis.**

**Contact: A. Pressman**



