



# Imagine The Possibilities

Our plan to succeed in the thriving Passion Economy



Si Quis Software  
empowering the passion economy

**Business Plan and Information**  
January 1, 2022

**Si Quis Software, LLC**

Brent Bostwick  
Founder, Managing Member  
[brent@siquisoft.com](mailto:brent@siquisoft.com)

Bryan Reed  
Founder, Member – Head of Technology  
[bryan@siquisoft.com](mailto:bryan@siquisoft.com)



Si Quis Software

empowering the passion economy

## 1 | FAST FACTS

**THIS IS NOT AN OFFER OR SOLICITATION TO SELL SECURITIES AND ANY SALE WOULD BE SUBJECT TO INVESTORS REVIEW OF COMPANY DISCLOSURE MATERIALS AND EXECUTION OF APPROPRIATE DOCUMENTS**

### SiQuis Software - Fast Fact

#### 1. Identity

SiQuis Software is a Pacific Northwest based software development company. We've created a digital framework for people to build, manage and grow “passion-based” businesses online.

#### 2. Target Market

Virtually anyone or any entity interested in following their passions as a career or business.

*Recently described as the: "Passion Economy". [1]*

#### 3. Problem

Without something tangible to monetize, entrepreneurs interested in following their passions as a career are unable to create sustainable businesses online. There are no turn-key, single-solution platforms available to combine community and commerce around knowledge, experiences and expertise alone.

#### 4. Our Solution

A customizable framework entrepreneurs can use to create branded and engaging websites focused on verticals within horizontal markets. We've created tools to generate website traffic, build community, create value and monetize that value.

#### 5. The Competition

There are quite a few platforms for creators, influencers and gig-economy professionals interested in monetizing a tangible product or service, but very few that have the infrastructure to create and monetize communities on experiences, expertise and knowledge alone.

Facebook - Direct competitor; Social Media - they control the monetization model. (everything actually!)

Kajabi - Indirect competitor; Coaching platform - you must create content to monetize

Mighty Networks - Indirect competitor; Creator/Coaching platform - must create content

Patreon - Indirect competitor; Creator platform - membership into a person's content

Revue - Indirect competitor; Writers' platform - publish content for a fee

teach:able - Indirect competitor; Instructor platform - create classes, courses

## 6. Revenue Streams

### Recurring Fees:

- SaaS Subscriptions fees
- Advertising revenue share
- Credit card processing and handling fees

### One-Time Fees:

- Setup and consulting fees
- Integration fees
- Custom programming fees

## 7. Marketing Activities

We will deploy a company-owned beta-site using the Si Quis platform: Aircraftwest, and use both "organic" (SEO optimization) and "paid methods" (paid advertising using agencies) to market and generate traffic to the Aircraftwest site. In addition, we will build metrics for best practices to market client sites as well as use similar tactics to generate Si Quis Software leads.

## 8. Financial Considerations

The SiQuis framework is still in development and will require investment to complete. Our three-phased approach will ensure a measured roll out with opportunity to adjust directionally as more data is developed. In summary, we are seeking \$500K - convertible note as described in the "Legal Information".

Email Brent Bostwick

[brent@siquisoft.com](mailto:brent@siquisoft.com)

## 9. Team & Roles

Brent Bostwick

Founder and Managing Member

Bryan Reed

Founder, Member - Head of Technology

# OVERVIEW

## 2 | Our Company and Purpose

Si Quis Software (Siquisoft.com) (1) is a Pacific Northwest based software development company. We create a customizable framework for people to build, manage and grow "passion-based" businesses online. Virtually any type of passion-based business is possible and virtually any number of unique websites can be built using our framework.

We view passion-based businesses as verticals within horizontal markets that are uniquely positioned to appeal to highly productive market segments (fiercely passionate individuals) by focusing on their core interests and commerce within these verticals.

The emergence of the “Passion Economy” — a new model of internet-powered entrepreneurship, [2] is gaining momentum in both number of participants and financial opportunity. It is the space in which Si Quis Software intends to operate. [3]

The Si Quis platform is different from other platforms operating within the Passion Economy. We not only enable creators, influencers and gig-economy professional to build new businesses or enhance their existing ones, we make it possible for virtually anyone who has experiences, expertise and knowledge about something they are truly passionate about to build a business, create community and monetize the audience.

### 3 | The Problem

#### **Two Sets Of Problems:**

Our client's problems, and their customer's problems. We solve for both of them.

#### **Problems Our Clients Face:**

Today, entrepreneurs (creators, influencers and merchants) have multiple options available to them to help set up and operate online businesses, each with a unique business proposition and revenue model. Yet they all have one thing in common; they need something tangible to monetize. Additionally, many of these entrepreneurs are looking for ways to monetize passively and not be constantly looking for their next engagement or product to sell.

For people or entities that do not have something tangible to monetize, there are few options beyond the Meta Platforms. In this scenario, building community, creating value and capturing that value requires multiple and likely disparate platforms to create financial critical mass, creating complexities in management and systems integration.

Of no less significance, the past 18 months has intensified work/life balance requirements for many and created a need to establish meaningful and sustainable work remotely. On a brighter side of this requirement many people are also interested in pursuing their passion as a career.

1. Today's platforms focus on tangible items to monetize.
2. Entrepreneurs are looking for ways to passively monetize their audiences.
3. Multi-platform complexities are barriers to entry.
4. Work/Life balance options are real necessities and desires.

In addition to our client's problems, their customers are looking for solutions to their problems as well.

The US is approaching 1.8 billion websites and growing at double digit rates and on average, 4.4 million blog posts occur every day in the US. Finding credible, relevant and timely information about individual interest is becoming complicated and time consuming. Although finding products (new and used) and services is relatively easy to do on-line, buying and selling remains primarily transactional and does little to foster the interactions that build community and trust around brands, products and services. Moreover, people are craving privacy, safety, and a respite from the throngs of people on social platforms. All of this and more represents an emerging dynamic that people are facing and looking to change. [3]

1. It's time consuming to follow interests on-line.
2. Consumers are finding it harder to distinguish fiction from fact.
3. Buying and selling products and services on-line is primarily transactional.
4. Large swaths of audiences have lost trust with Social Media giants.

## 4 | Our Solution

We envision thousands of our websites created and moderated by individuals and companies interested in sharing their knowledge and expertise about their passions. Each site creating value for its audiences and capturing that value in the form of monetization and personal fulfillment for its owners.

Si Quis Software accomplishes this by providing four fundamental functions within each website to address head-on the problems facing our clients and their customers.

Content, Resources, Conversations and Commerce

*[Read more...](#)*

### **Content:**

We provide functionality to create content and/or curate content. Our client's expertise and knowledge sets the bar for relevancy and trustworthiness and provides a distinct point of view on topic.

### **Resources:**

We provide tools to create directories of trusted companies, products and services. In addition, we provide interactive forums for companies to showcase, demonstrate, advertise and promote their products and services.

### **Communications:**

We provide functionality to empower member-to-member collaboration, communication, and sharing through our Forums module that gathers like minded individuals dedicated to an organization and its mission.

### **Commerce:**

We provide a "full-stack" content management system (CMS) to support commerce on the site. Our Classifieds Advertising module includes back-end management of listings, user accounts, billing information, scheduling, conflict resolution, marketing and more. In addition, our e-commerce module integrates to any number of existing e-commerce platforms to create a seamless user experience between platforms.

*Read less...*

Within these four fundamentals are digital tools designed to create customizable experiences for our client's customers. In addition, we provide our clients with tools to market and promote their sites and expand their passion-based communities.

As audiences grow, our clients will in turn have multiple opportunities to monetize their sites, including internal and external advertising revenue, membership fees, classified listing fees and e-commerce sales that generate recurring revenue from an assortment of intangible and tangible products.

While the look and feel of each website is unique, the infrastructure supporting them is not. Our back-end management systems provide administrative functionality to autonomously manage, maintain, market and monetize the websites.

In addition, our full-stack, multi-tenant system architecture ensures we are able to efficiently and cost effectively maintain our client's sites, keep track of billing information and grow our revenue streams as our client's businesses thrive.

### **Our Solution Summarized**

1. Fundamentals: Content, Resources, Communications and Commerce - necessary components to build community
2. Focused and authentic purpose: verticals within horizontal markets
3. Create and capture value: multiple ways to monetize site
4. Digital tools: modernized access to data, customized user experiences, tools to manage and grow businesses
5. ADMIN-1 structural components: our ability to maintain and monetize our client's sites

## **WHY NOW**

### **5 | The Passion Economy**

The digital era has given rise to a number of spectacular "economies". The attention economy, the gig-economy and the widget-economy, [4] to name just a few, are responsible for trillions of dollars in economic turn. As these economies mature, fractures in the mechanics of these economies are forcing people to re-address how they make money.

Take for example the gig economy. It's well understood the incredibly efficient digital tools powering it have commoditized freelancers and tied them to time sheets, trading hours for money. It's a race to the bottom, or lowest cost, truly a one-sided buyer's market. [5]

The attention economy has its critics as well. A quick look at Facebook's 2020 FORM 10-K Annual Report details gross advertising revenue of \$84.17 billion USD, roughly 98% of their total revenue. This implies a revenue stream heavily dependent upon advertising spends, most of which is becoming more and more interested in targeted audiences.

The Passion Economy [6] was largely born out of the waning interest put in the attention economy. Consumers have few illusions about how big social media is profiting from their attention and the practices are beginning to tire them. Emerging out of this exhaustion, the Passion Economy has created space for interactions that are based on sincere, shared passions and interests.

### **So Why Now?**

The Passion Economy is just now entering its expansion phase. Although there are numerous entities scrambling to create the right set of tools to address the market's rise, we've taken a step back and looked closely at how the Passion Economy thrived prior to it ever being defined.

We found two companies in particular that resonate with our vision of a thriving Passion Economy and took a deep look at the things driving their success.

### **Case Studies #1**

#### **The Samba Platform**

TheSamba.com, founded in 1997 by Everett Barnes, has grown into the largest and most dynamic air-cooled Volkswagen community online today, bringing together thousands of enthusiasts in one single site, accessible 24 hours a day, 7 days a week, 365 days a year. Yet, in those early days of the Internet, Everett just wanted a place to post his growing collection of VW photos and literature online.

With 1.6 million+ Gallery photos, 100,000+ free Classified ads, and over 7 million Forum posts, TheSamba.com has gained a global audience of Volkswagen enthusiasts, with over 50,000 unique daily visitors. In addition to the free classifieds, user gallery, and forums, the site currently includes an extensive archive of Volkswagen literature and manuals, a huge technical reference section, and worldwide listings for VW-related events, clubs, links, and businesses.

The Samba business model monetizes its site through advertising and e-commerce sales. Viewers can view the site but must be a registered member to join forms or post classifieds. Membership is free. In addition, the site maintains an older, "legacy" look and feel. Possibly out of necessity, as backend technologies could be decades old, or intentionally to retain their "vintage" brand presence.



## Case Studies #2

### Supercub.org Platform

April, 2000 marked the humble beginnings of SuperCub.org. Early versions of the site were dedicated to little bits of information about STC's (Supplemental Type Certificates issued by the FAA) and aircraft modifications, but mostly pictures of people going for rides in the owner's Super Cub, N197T.

Sometime in 2001, a small envelope addressed to the website owner arrived with a Yankton, SD postmark. There were no other markings. Inside was a one hundred-dollar bill wrapped in a hand-written note saying, "I like what you are doing, keep it up". Later, the site owner learned that the money was sent by Dave Tunge, who will always be known as the "Grandfather of SuperCub.Org". This singular generous gift inspired literally thousands of hours of work developing SuperCub.Org into an interactive pilot community and became the basis for the way SuperCub.Org operates today.

SuperCub.Org reaches a wide variety of pilots who are interested in not only Supercubs, PA-12's, and certificated and experimental variants, but also a great number of other airplanes used in bush operations and the pursuit of back country flying - as well as all the other necessities that go along with them.

SuperCub.org generates revenue through annual membership fees at varying levels from \$25 to \$1000 per member. In addition, the site generates revenue through advertising, classifieds listings and e-commerce sales. The site owner has created a niche, passion-based business, and is considered the epicenter for all things related to flying, owning, maintaining, building and storytelling about Super Cub aircraft.

SuperCub.Org receives approximately 95,000 unique visitors per month on their home page. The popular forums have received even more traffic. They have over 13,000 registered members, and nearly ten times as many "lurkers" that read and enjoy their forums and other information available on the site publicly.

In both case studies the site owners were not creators, influencers or merchants when they got started. They were individuals who early on followed their passions and created websites that contained four key fundamentals; **Content, Resources, Conversations and Commerce**, about things they were deeply interested in.

As noted above, "thousands of hours" went into creating their platforms and is an economic and technical barrier for others to create. We believe our platform is a turn-key solution to address these needs and play a leadership role in the thriving Passion Economy.



## 6 | Market Opportunity

The market opportunity for Si Quis Software is broad, under served and supported by financial opportunity for our clients. Moreover, our target audience is not age specific, location specific or industry specific. Virtually anyone can join the Passion Economy using our platform. [13]

Researchers have pegged the 2020 Passion Economy Total Addressable Market (TAM) at roughly USD \$38.16 Billion. [7] Although difficult to quantify at this early stage, we believe the TAM of the Passion Economy is larger and has greater potential than what's been reported. In general, we believe the Passion Economy is comprised of four components fueling it's potential; online advertising, classified advertising, e-commerce sales and the "gig" markets.

### TAM - Total Addressable Market

*Online and Global: [8]*

Advertising: \$378.16 B USD in 2020

Classified Advertising \$22.57 B USD in 2020

E-commerce \$5 T USD in 2020

Gig-economy \$297 B USD in 2020

### Passion Economy

\$38 B USD

2020

Each of the TAM segments will contribute to the Passion Economy's growth at varying degrees. In our analysis, we believe the Passion Economy will create incremental economic activity across all sectors but will disruptively migrate economic activity towards the "new owners" and away from the traditional norms of today.

Companies that have largely kept advertising revenue for themselves will see competition for these dollars as the Passion Economy platforms provide better access to the audiences driving these spends. [9] To what degree the disruptive migration takes place remains unclear. But a quick look back at the "Passion Economy", from <\$5.0B to \$38B in 2 years, would suggest a groundswell afoot. [10] As previously stated, we believe big social media platforms are at risk and will experience an accelerating loss in existing and incremental revenue streams. We believe the Passion Economy TAM will eclipse \$50 billion by the end of December 2023, representing a CAGR of approximately 14.5%, generally on par with the CAGRs of the TAM segments mentioned above.

### Contributing Factors

The potential audience is large.

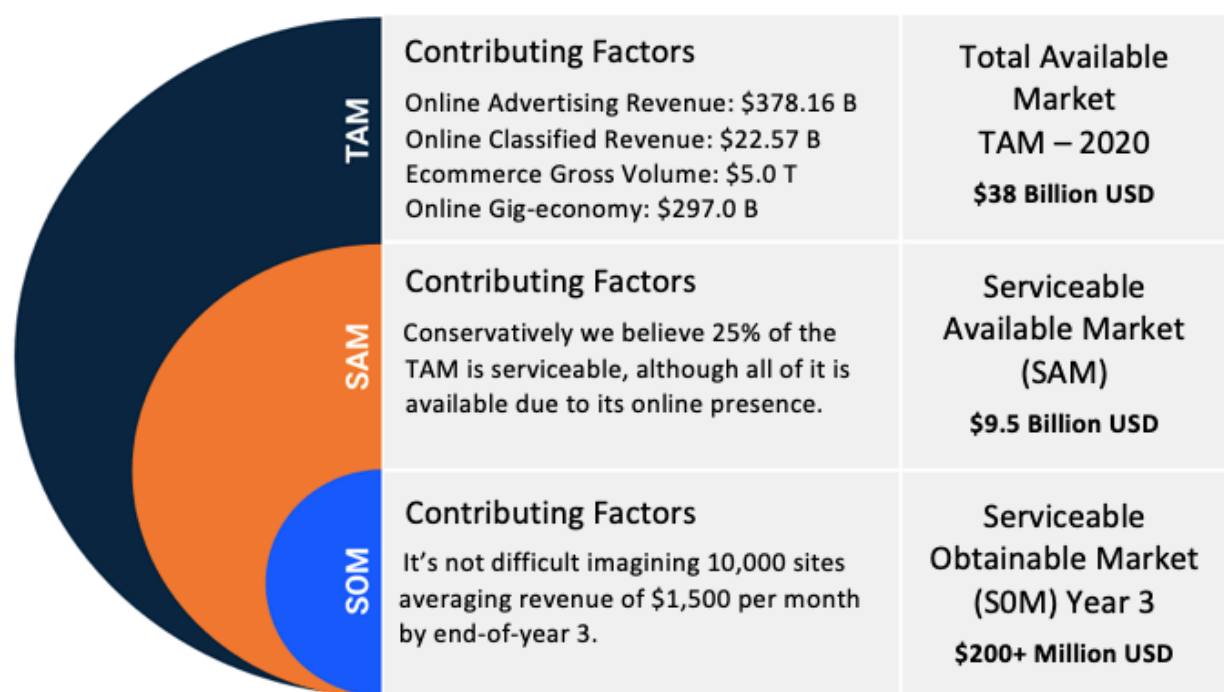
Participant in the Passion Economy are likely aligned with today's gig-economy workers. They are men and women, young and old, who live across the country and reflect the racial, ethnic, and socioeconomic diversity of the country. [11]

**A cultural shift in the way people work is underway.**

The COVID-19 pandemic has accelerated online economic activity and reconfigured the way in which people work. [12] Although not seamless, the financial and social impacts of working remotely has given rise to a collective desire to work differently across a broad spectrum of disciplines. Moreover, an increasing number of digital platforms are enabling individuals to create, foster and grow meaningful and sustainable businesses of all types ***never before imagined.***

Looking at a three-year horizon based upon the size of the Passion Economy TAM today, we see a serviceable obtainable market (SOM) size of ~\$200+ million for Si Quis Software.

## Passion Economy 2020



## 7 | Competitive Landscape

In our view, many of the technologies powering the Passion Economy today are focused on "creators". Examples of these platforms include:

Company	Company Description
KAJABI	Build, market and sell your online course, membership site or coaching program
Mighty networks	Bring your community, courses, memberships, and events together in one place under your brand.

Patreon	On Patreon, you can let your fans become active participants in the work they love by offering them a monthly membership. You give them access to exclusive content, community, and insight into your creative process.
Revue	Build a loyal audience. Revue makes it easy for writers and publishers to send editorial newsletters — and get paid.
Teach:able	Create online courses and coaching services. Transform your experience and know-how into a thriving knowledge business.

While many of these platforms are popular avenues for creators to earn an income, the reality is all of these platforms have a common denominator: the creation or procurement of something to be monetized.

We know that there is an under served segment of the Passion Economy yet to emerge. While its actually been around for quite some time, it is largely owned by a brave few (like The Samba, Subercub.org and others) who have had to build their own platforms.

We intend to perfect that platform, making it a turn-key and customizable platform for virtually anyone interested in following their passions.

## HOW IT'S DONE

### 8 | Our Business Model

Our business model is structured to meet high standards of social and environmental performance, public transparency, and legal accountability to balance profit and purpose for our clients and shareholders. In short, we embrace covenants similar to that of "B-Corporations" and when appropriate will incorporate as such.

We envision a global economy that uses business as a force for good.

This economy is comprised of passion-based businesses that are purpose-driven, creating benefits for all stakeholders.

As leaders of this emerging economy, we believe:

1. That we must be the change we seek in the world.
2. That all business ought to be conducted as if people and place mattered.

3. That, through their products, practices, and profits, businesses should aspire to do no harm and benefit all.
4. To do so requires that we act with the understanding that we are each dependent upon another and thus responsible for each other and future generations.

Our platform is positioned to address segments of the market that are under served, opening an untapped subset of people looking to join the Passion Economy. In addition, our platform is equally positioned to amplify existing passion-based business by providing functionality not present in the competitor landscape and provide avenues to generate passive income.

We've structured our revenue model to be approachable and flexible, allowing clients to invest in and grow their businesses, yet requiring "skin-in-the-game", in the form of setup fees, to launch their sites and remain engaged. We kept the model simple as well, making it a transparent and fair value proposition.

Our revenue model provides an ever-increasing and recurring stream of income, enabling us to leverage our existing resources and attract and hire the expertise we need to strengthen our team and grow shareholder value.

The tables below summarize the projected number of clients and revenue/expense generated for years 1 through 4. Assumptions that affect the projections can be modified to create a different set of projections, although the default represents our "envisioned" path.

**Assumptions:**

Description	Base Package			Pro Package		
	Year 2	Year 3	Year 4	Year 2	Year 3	Year 4
Number of Clients	50	150	375	50	175	525
Client Growth Rate	-	200%	150%	-	200%	200%

**Projected Company Revenue/Expense:**

Description	Year 2	Year 3	Year 4
Total Clients:	100	325	900
Total Revenues:	\$1,162,500	\$5,745,000	\$17,440,000
Total Expenses:	\$1,511,250	\$6,319,500	\$13,952,000
Profit/Loss (Ops)	\$-348,750	\$-574,500	\$3,488,000
Investment:	\$500,000	\$2,000,000	
Cash End-of-Year:	\$151,250	\$1,576,750	\$5,064,750
Growth Rate:		394.19%	203.57%
Revenue/Client/Yr:	\$7,334	\$11,199	\$11,643

## Our go-to-market strategy is two-fold:

First, we intend to launch an initial beta-site; Aircraftwest. This is an aviation "passion-based" business, owned and operated by us. The site will provide us with real-time data regarding user experiences and monetization metrics.

Second, post launch of Aircraftwest, we will be focusing our resources on marketing and sales of the Si Quis Software platform, creating interest and building business. Building passionate teams to meet this demand will always remain our top priority.

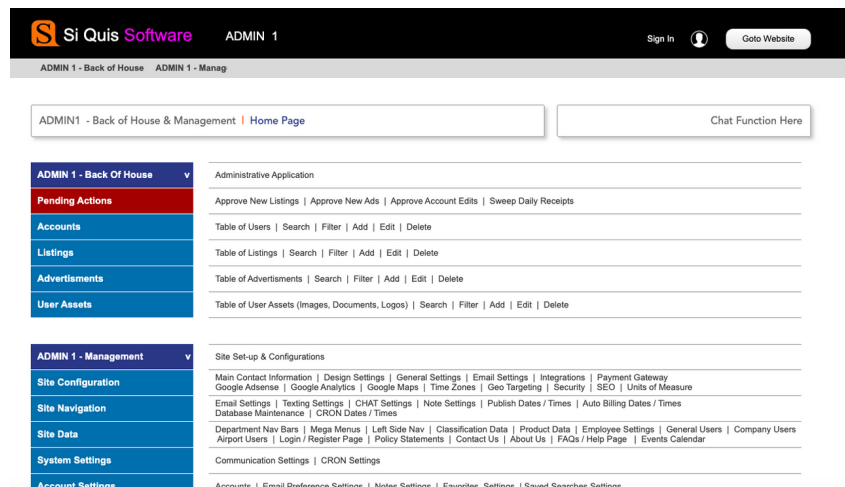
## 9 | Platform

The Si Quis Platform is comprised of three instances. ADMIN 1 for the Si Quis Software team to manage all accounts. Client ADMIN for our clients to set-up and configure their site, and the Front-end site that our clients customers access.

The ADMIN 1 site has the following:

- Account Set-up
- Account Credentials
- Billing module
- Advertising Manager
- Client Management Tools
- Front-End Settings
- User Set-up module
- Client Data Management
- Database Management
- Forums Management

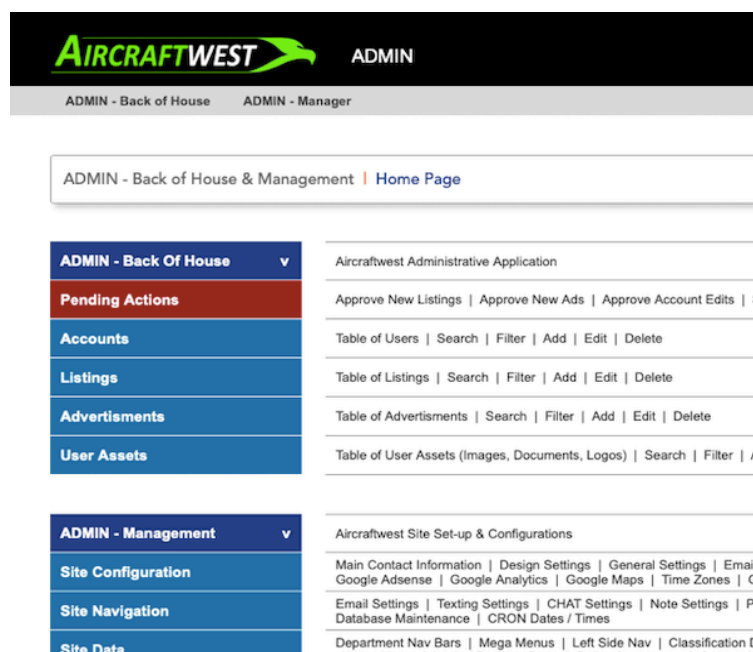
*And a whole lot more...*



The Client ADMIN site has the following:

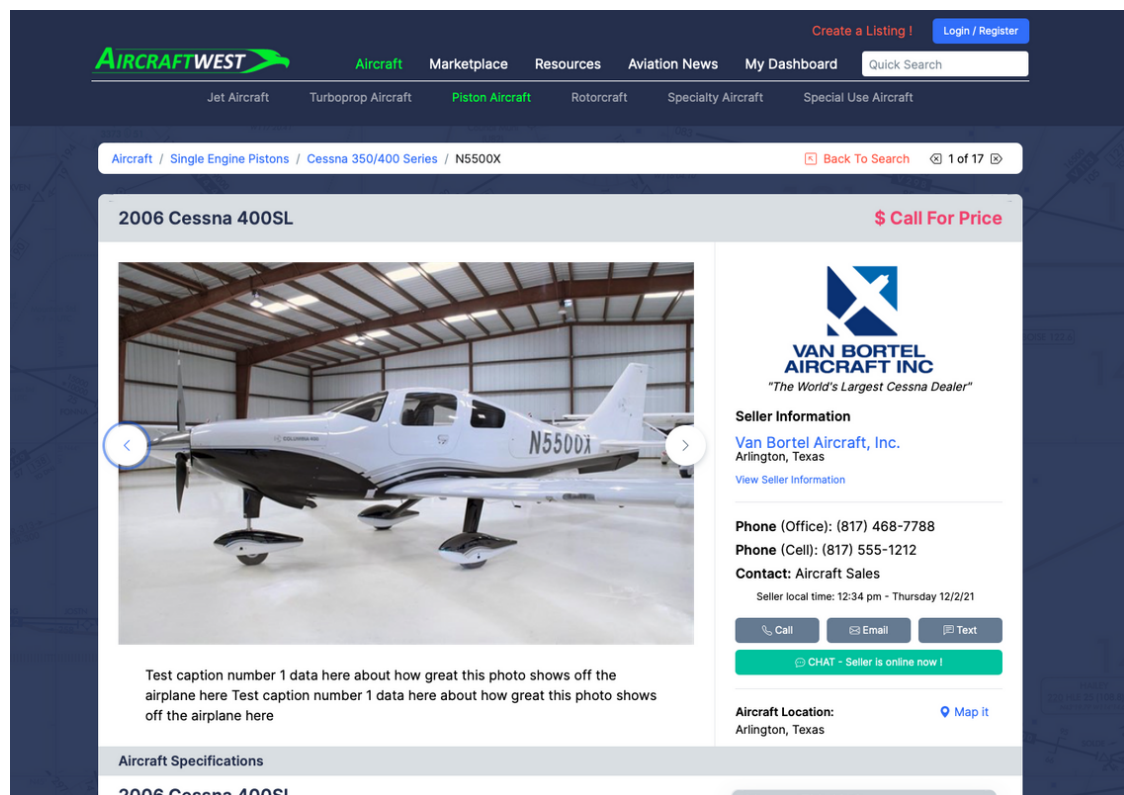
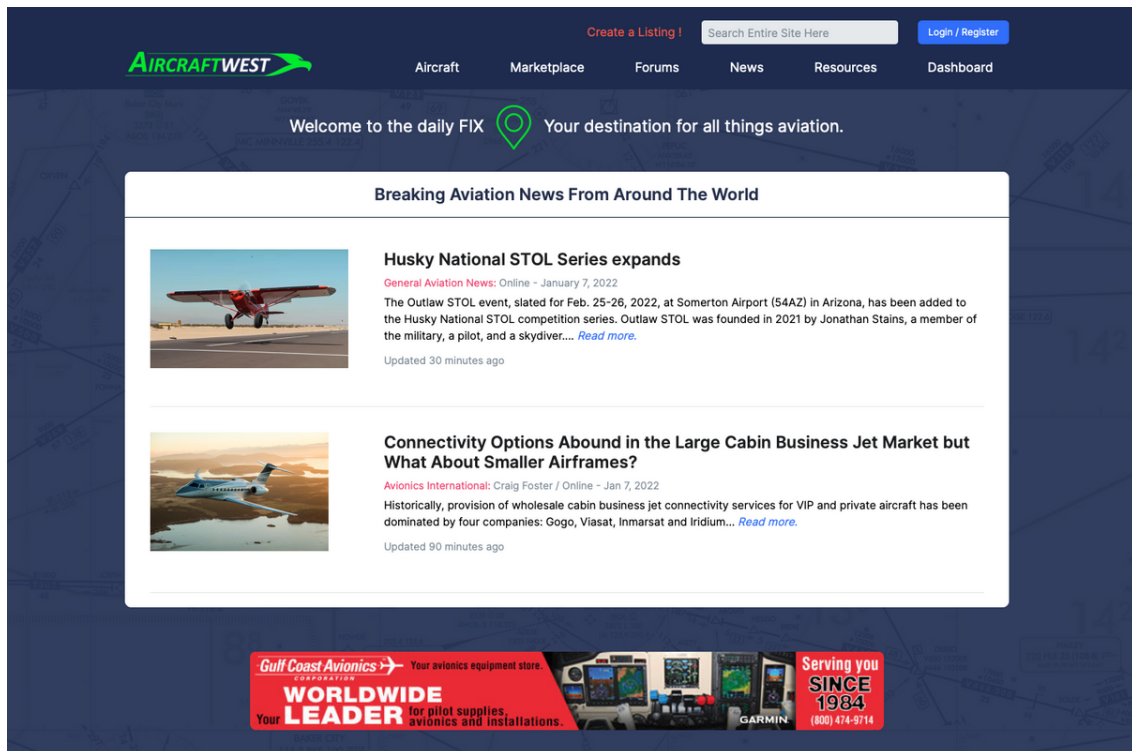
- Account Set-up
- Account Authorizations
- Billing module
- Advertising Manager
- Listings Management
- Front-End Settings
- User Set-up
- Data Management
- Database Management
- Forums Management

*And a whole lot more...*



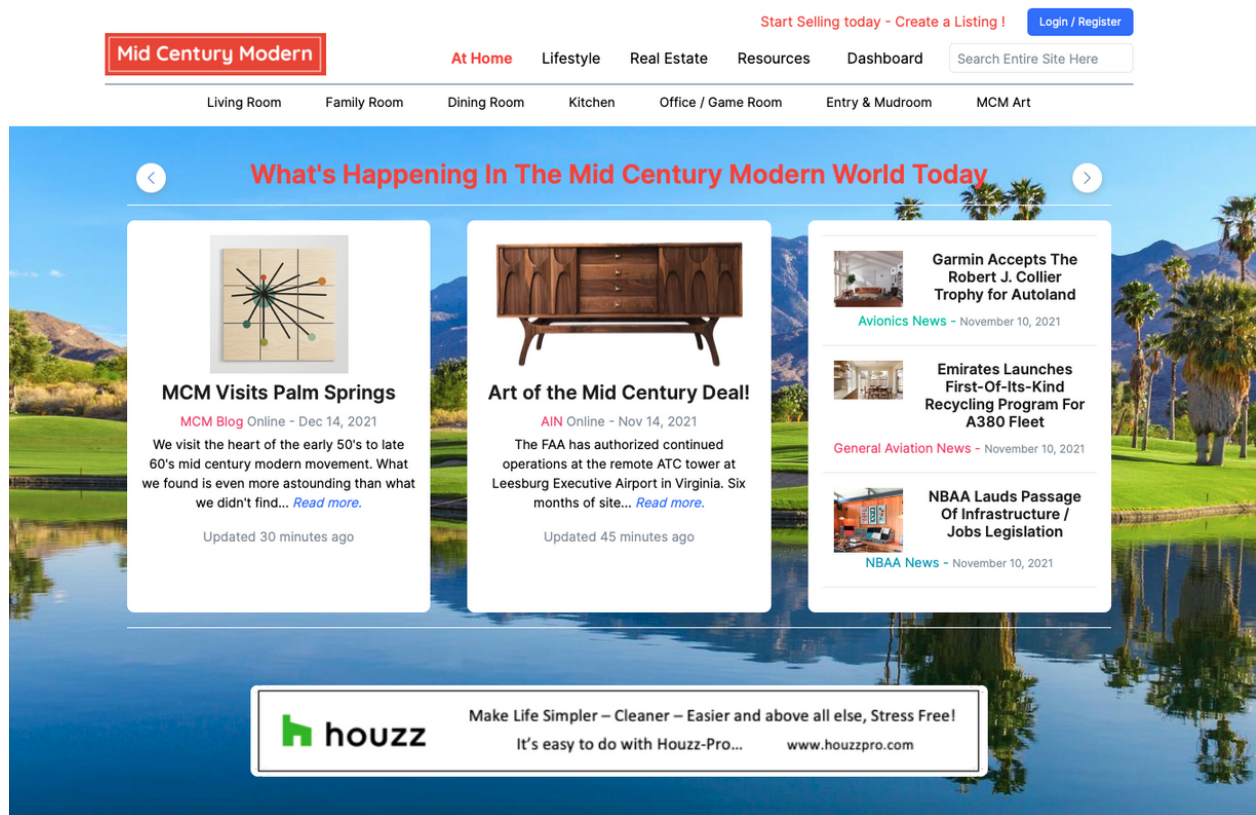
## Front-End:

Once configured, using the ADMIN 1 and ADMIN sites the Front-End site can be published. This is the customer facing website where all user activity resides.





An example of different client sites using the Si Quis Platform.



## 10 | Team

### **Brent Bostwick**, Founder and Managing Member

Brent is a passionate entrepreneur with years of experience running companies in the b2b software, alternative energy and multi-channel consumer products space. Brent's experiences include leading small organizations of 10 to larger organizations of 700+; revenues from \$1M to \$150M; and equity raises with angles to VC's of \$750K to \$134M. Brent is also a passionate and avid pilot with multiple ratings and over 6,000 hours of flight time in more than 35 different aircraft he has owned through the years. Brent can say unequivocally passions are strong motivators.

### **Bryan Reed**, Founder and Member

Bryan is a passionate and self-motivated software engineer and developer who enjoys building end to end applications. He is focused on system architecture and system scaling to ensure smooth and seamless growth potential while ensuring maintainability through code efficiencies. In addition, Bryan has years of experience in large scale multi-tenant database driven applications and systems integrations. Bryan has held prominent positions in back-end software development for Commrse, Sitecrafting, Brightleaf Web and others. Bryan is currently



Senior Manager, ERP, Integrations and IT for a well-established international consumer products company.

## 11 | Financial Information

Financial projections are available upon request.

Email Brent Bostwick by clicking on the link below:  
[brent@siquisoft.com](mailto:brent@siquisoft.com)

**Round Information** We are seeking a Friends & Family round of investment in Si Quis Software in the amount of \$500K USD for roughly a 14.29% equity stake in the company post-money. We would consider accelerating team build and product roll-out with an initial investment of up to \$1.0M USD by keeping the round open but is subject to further planning requirements.

Use of funds are as follows:

1. Build international programming team
2. Build small team to support beta-site
3. Support existing team
4. Marketing activities to support beta-site and Si Quis Software launch.

Additional funding will be necessary in the form of a Series A round upon completion of the beta-site to move beyond Phase 1 of the project and is anticipated to be \$1.0M USD to \$3.0M USD, depending upon our go-to-market cadence.

## 12 | Vision

We believe our solution of combining core interests and commerce will transform the way people and companies balance work/life needs and turn their passions into profits. Now, more than ever, regardless of who coined the term, or how it's described, the "Passion Economy" is here and it is on the rise.

Sara Wilson, an LA-based digital strategist and founder of SW Projects described these passion-based business as "digital campfires. She writes in the Harvard Business Review:[14] "Without question, the digital campfire trend is firmly on the radar of the big social platforms... Mark Zuckerberg wrote in a March 2019 public post, announcing a strategic shift toward more closed, private modes of communication."

Zuckerberg is paying attention to this shift not only because the data shows that Facebook is losing young audiences, but because the re-direction of attention to more private modes of communication represents a major challenge for the company.

It is neither simple nor straightforward to reach audiences gathered around digital campfires. But as traditional social platforms grow, they become more crowded, and it becomes more difficult and expensive to reach people there anyway. In light of this, digital campfires become a much more attractive alternative — one that requires more groundwork and more careful tending, but one that could potentially have big payoffs for brands in terms of loyalty, retention, and long-term love.

In closing, thank you for your time and consideration, it is truly appreciated.

## LEGAL INFORMATION

Read about our confidentiality statement, investment summary, transaction, capitalization table and other important information regarding this plan and information provided.

### 13 | Confidentiality Statement

#### CONFIDENTIALITY STATEMENT

This document contains confidential information proprietary to Si Quis Software, LLC hereinafter frequently referred to as the "Company", "Siquis" or "Siquisoft.com". This information and related conversations are submitted solely for the purpose of introducing selected parties to the Company's Business Plan. The Company's disclosure of information contained herein and in related conversations does not constitute any subscription or authorization to use the information, ideas, or concepts presented, or to disclose any information to other parties. The Company retains ownership of this Plan, and the concepts and ideas described herein.

Each recipient of this document agrees to treat it in a strictly confidential manner. The recipient may not disclose, directly or indirectly, or permit any agent or affiliate to disclose any of the information contained herein, or reproduce this document in whole or part without the prior written consent of the Company.

Any party who accepts delivery of this Plan or any other document or verbal communication of confidential information from the Company agrees to be bound by the terms of this Confidentiality Statement and further agrees to promptly return documents to the Company upon request.

### 14 | Investment Summary

#### INVESTMENT SUMMARY

The following is a summary of certain facts and details regarding Si Quis Software, LLC dba "Siquisoft.com" ("Siquisoft" or the "Company"). Prospective investors should not consider this Investment Summary to be a complete statement of all factors material to making an investment decision. This Investment Summary is qualified in its entirety by the information made available through the Siquisoft on-line data room for the purpose of providing information to prospective investors. Investors are encouraged to review this information in its entirety.

Prospective investors are not to construe the contents of this Investment Summary or any prior or subsequent communication from Si Quis Software, LLC, (or employees, agents or affiliates thereof), as business, legal or tax advice. Each prospective investor must rely upon himself, herself, or his or her independent representatives (including his or her legal counsel and accountant) for advice as to business, legal, tax and related matters concerning a potential investment.

This investment Summary contains certain forward-looking statements within the meaning of Section 27 A of the Securities Act and Section 21 E of the U.S. Securities Exchange Act of 1934, (as amended). These statements appear in a number of places in this Investment Summary. These forward-looking statements include the plans and objectives of Siquisoft' management for future operations, including plans and objectives relating to the future economic performance of Siquisoft. The forward-looking statements set forth in this Investment Summary include or relate to the successful implementation and operation of the business plan of Siquisoft.

The forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance, or achievements expressed or implied by such forward-looking statements to differ. The information contained in this Investment Summary, including without limitation the information under "RISK FACTORS", identifies important factors that could cause or contribute to such difference.

These forward-looking statements are based on various assumptions regarding Siquisoft and its proposed operations, and are subject to risks and uncertainties. Such assumptions involve judgments with respect to, among other things, future economic, competitive and market conditions, and future business decisions. Although Siquisoft' management believes that the assumptions underlying the forward-looking statements are reasonable, any of the assumptions could prove inaccurate. As such, there can be no guarantee that the results contemplated in forward-looking information will be realized. In addition, as disclosed elsewhere in this Investment Summary, the business and operations of Siquisoft are subject to certain risks, which increase the uncertainty inherent in such forward-looking statements. In light of the uncertainties inherent in the forward-looking statements included herein the inclusion of such information should not be regard as a representation by Si Quis Software, LLC (or any of its affiliates), Siquisoft, or any other person that the objectives or plans of Si Quis Software will be achieved.

THE WORDS "MAY", "ESTIMATE", "ANTICIPATE", "PLAN", "INTEND", "EXPECT", "BELIEVE", "PROPOSED", AND SIMILAR EXPRESSIONS ARE INTENDED TO IDENTIFY FORWARD-LOOKING STATEMENTS, BUT ARE NOT THE EXCLUSIVE METHODS FOR IDENTIFYING SUCH STATEMENTS. THESE FORWARD-LOOKING STATEMENTS INVOLVE AND ARE SUBJECT TO KNOWN AND UNKNOWN RISKS, UNCERTAINTIES, AND OTHER FACTORS THAT COULD CAUSE THE ACTUAL RESULTS, PERFORMANCE (FINANCIAL OR OPERATING) OF SIQUIISOFT.COM, OR ACHIEVEMENTS TO DIFFER MATERIALLY FROM THE OUTCOMES, EXPRESSED OR IMPLIED, BY SUCH FORWARD-LOOKING STATEMENTS OR THE PROJECTIONS SET FORTH HEREIN. POTENTIAL INVESTORS ARE CAUTIONED NOT TO PLACE UNDUE RELIANCE ON THESE FORWARD-LOOKING STATEMENTS, WHICH SPEAK ONLY AS OF THE DATE HEREOF. SI QUIIS SOFTWARE, LLC AND ITS AFFILIATES SPECIFICALLY DISCLAIM ANY OBLIGATION TO RELEASE ANY REVISIONS TO THESE FORWARD-LOOKING STATEMENTS TO REFLECT EVENTS OR CIRCUMSTANCES AFTER THE DATE HEREOF OR TO REFLECT THE OCCURRENCE OF UNANTICIPATED EVENTS.

## 15 | Transaction

### TRANSACTION

Si Quis Software, LLC, dba Siquisoft.com ("Siquisoft" or the "Company") is seeking to raise \$2,500,000 USD in the form of (a) convertible note of \$500,000 with the following terms: 8% interest, 1 year term, 20% discount at the next qualified investment or triggering event. The "first money" in minimum tranche size is \$250,000 and will receive an additional 5% discount. Second (and beyond) money in minimum tranche size is \$25,000 or the remainder of availability and (b) it is contemplated a Series A round of financing of \$2,000,000 will be needed to accelerate the growth of Si Quis Software.

The proceeds will be used to: (i) complete "front-end" programming of the siquisoft platform (the "beta-site"), (ii) launch a version of the beta-site (planned as "Aircraftwest"), (iii) operate the beta-site in real-time, (iv) accelerate back-end programming of the siquisoft platform and (v) fund general operations for approximately one year. The company may or may not offer shares in exchange for repayment at that time.

## 16 | Other Information

### ATTORNEY

Matthew P. Smith

FIKSO KRETSCHMER SMITH DIXON ORMSETH PS

901 5th Avenue | Suite 4000 | Seattle, WA 98121 206.374.7092 (direct)

206.448.3444 (fax) | 206.448.1818 (office) matt@fksdo.com

### OTHER INFORMATION

Company: Si Quis Software, LLC, dba Siquisoft.com

Type of instrument: Unsecured convertible note

Pre-Money Valuation: Not applicable

Minimum to Close: \$500,000

Conditions to Closing: None at this time

Liquidation Preference: None at this time

Conversion: The convertible note will convert at the next qualifying event.

Anti-dilution Provisions Voting: None at this time

Protective Provisions: None at this time

Information Rights:

Subject to customary exceptions, holders of a Convertible Note will be granted access to Si Quis Software's facilities and personnel during normal business hours and with reasonable advance notification. Additionally, the Company will deliver to holders of Convertible Notes: (a) Annual and quarterly financial statements, and (b) an operating budget forecasting Si Quis Software's revenues, expenses, and cash position on a month-to-month basis for each upcoming fiscal year.

Bring Along:

All current and future holders of greater than 1% of the Common Stock and all holders of Series A Preferred Stock and Series B Preferred Stock shall be required to enter into an agreement that provides that such stockholders will vote their shares in favor of a sale of the Company if such transaction is approved by the Company's board of directors and the holders of a majority of all outstanding Preferred and Common shares voting together as a single class.

Right of First Refusal and Co-Sale Board:

With respect to any proposed sales by current and future holders of greater than 1% of the Common Stock of Si Quis Software, (i) Si Quis Software first and the holders of Series B Preferred second will have a customary right of first refusal, and (ii) the holders of Series B Preferred will be granted a co-sale right on standard terms and conditions.

Board:

The board of directors will have five members: (i) three will be appointed by a majority of the Company's common stock, and (ii) two will be appointed by a majority of the Common Stock holders.

### CAPITALIZATION TABLE

Si Quis Software, LLC - Pre-Money

Member Name / Percent

Brent Bostwick 60%

Bryan Reed 40%

Option Pool 0%

### **COMPANY RISK FACTORS**

The following Risk Factors have been prepared by the Company and will be circulated to all prospective investors in the Convertible Note offering. Si Quis Software, LLC has not had an independent third party approved or disapproved of these Risk Factors and has not independently determined whether such Risk Factors are accurate or complete.

An investment in the Company involves a high degree of risk and is suitable only for investors of substantial means who have no immediate need for liquidity of the amount invested, and who can afford a risk of loss of all or a substantial part of such investment. In addition to the other information contained in this Agreement, you should carefully consider the following risks before making an investment decision. Due to the growth stage of the Company and these other risks, you could lose all or part of your investment. The risks and uncertainties described below are not the only ones the Company faces. Additional risks and uncertainties, including those not presently known to the Company or that the Company currently thinks are immaterial, may also impair the Company's business operations. If any of the following risks actually occur, the Company's business, financial condition and results of operations would likely suffer. In such case, you may lose all or part of the money you paid.

The Company has a product that has been proven with little adoption. The Company has spent the past 5 years developing and modifying the existing platform to meet the needs of wholesale-distributor clients. The company has not undertaken the task of marketing and selling the platform actively and can make no assurances the markets will adopt the technology.

The Company has a limited operating history. Since the Company was first formed, it has not produced a profit. There is no assurance that it will ever produce a profit or that, if it achieves profitability, it will be able to sustain it. As a new enterprise with a unique product offering, it is likely to be subject to risks its management has not anticipated, which may adversely impact its operations.

Financial forecasts are for illustrative purposes only. Any projected or pro forma financial statements delivered to prospective investors ("Financial Forecasts") are for illustrative purposes only and must not be relied upon by the prospective investor. The Financial Forecasts reflect estimates of future results of operations developed by the Company without independent evaluation or analysis, and are based upon assumptions that may or may not occur and over which the Company will have little or no control. For instance, the cost of capital and professional services are inherently difficult to predict, and the Company may have to spend more on these items than the budgeted amount. The assumptions made by the Company are inherently subjective. There can be no assurance that actual events will correspond with these assumptions, and costs in excess of budget will impact the Company's ability to achieve its projections. Actual results for any period may or may not substantially conform to the Financial Forecasts.

The Company has capital needs. The Company has limited resources. If it does not conclude the Convertible Note offering it will lack funds to grow the operations. Furthermore, the Company's operations are expected to continue to consume substantial amounts of cash following the Convertible Note offering, and the development and marketing of the Company's products will require a commitment of substantial additional funds. This may require additional financings. If the Company is unable to raise the funds sought in future financings, when needed, it may lack sufficient capital to execute its business plan. Additionally, unforeseen expenses, including such things as changing customer requirements or additional functionality required to remain relevant could cause the Company to consume funds more rapidly.

The Company may not have sufficient financial resources to successfully compete in the Passion Economy. There are a number of enterprises that are striving to provide products or services that are similar in nature to the Si Quis Software platform. The Company will be competing with established businesses that have an operating history, and greater financial resources, management experience and market share. There can be no assurance that Si Quis Software will be able to compete or capture adequate market share. The Company will not be profitable if it cannot compete successfully with other businesses.

Si Quis Software depends on the services of key employees that would be difficult to replace. The Company's success depends substantially on the services of key personnel, Brent Bostwick, Managing Member and Bryan Reed, Member and Technology Officer. The Company's success depends on the performance of these personnel and on its ability to retain and motivate high quality personnel, especially its management. The Company's future success depends on its continuing ability to identify, attract and retain highly qualified personnel and the failure to do so could have a material adverse effect on the Company's business, operating results and financial condition.

Previous to the closing of the Convertible Note, the Company's financial statements have been unaudited. While the Company believes its current and previous financial statements are accurate, they have not been audited by an independent qualified organization. Errors or misunderstandings in those statements could misrepresent the Company's current financial position. (Following the closing of this Convertible Note offering, the financial statements will be annually audited by an independent qualified organization).

There is control by Principal Stockholders. The Company's founders currently control a large majority of the Company's outstanding voting shares, and, accordingly, they are able to exert substantial influence over the Company.

There will likely be a lack of Dividends or Other Distributions. It is unlikely that the Company will pay cash dividends or make any other distributions in respect of the Convertible Note in the foreseeable future.

## Footnotes - Business Plan

[1]

The Passion Economy - The New Rules for Thriving in the Twenty-First Century

Adam Davidson, author of The Passion Economy lays out the emergence of an economic paradigm offering new ways of making money, fresh paths toward professional fulfillment, and unprecedented opportunities for curious, ambitious individuals to combine the things they love with their careers.

by Adam Davidson, Penguin Random House | ISBN 9780804172776 - November 24, 2020

The Passion Economy - Defined:

Simply put, the passion economy is a new wave of niche communities that are challenging traditional social media giants. Instead of the generalized and non-specific content of larger social media platforms, the niche communities focus on creating and sharing content that resonates with individuals.

by Benjamin Vaughan, Contributor, FORBES - July 17, 2020

[2]

The Passion Economy and the Future of Work

by Li Jin, a16z.com, Andreessen Horowitz - October 8, 2019

[3]

How the Passion Economy will disrupt media, education, and countless other industries

Clayton Christensen's disruption theory and what it means for the Passion Economy

by Li Jin [Newsletter], Clayton Christensen - May 14, 2020

[4]

The Passion Economy: A Conversation with Adam Davidson

Adam Davidson, author of The Passion Economy defines the "widget-economy"

by Jon Jachimowicz, Behavioral Scientist | February 17, 2020

[5]

The Gig-Economy - Defined

The gig-economy is a free market system in which temporary, flexible jobs are commonplace and companies bring on independent contractors and freelancers instead of full-time employees, and in many cases, for short-term engagements.

What Is The gig-economy?

Embroker Insurance Services, LLC - 2020

[6]

What is the Passion Economy? - Exploring the creator economy

by Casey Botticello, Digital Marketing Lab, - March 6, 2020

[7]

Digital Disruption - Passion economy is now worth over \$38bn globally

According to Disciple Media, the industry grew to a global market value of \$38.66bn in 2019. The London-based company brought together forecast data from sources including OfCom, Deloitte and Forbes.

by Robert Scammell, Verdict - September 25, 2020

[8]

Total Addressable Market - TAM

Digital advertising spending worldwide 2018-2023

Digital advertising spending worldwide amounted to 378.16 billion U.S. dollars in 2020, increasing and not contracting versus the 2019 figure in spite of the economic impact of the covid-19 pandemic.

Statista Research Department, - May 28, 2021

Worldwide Online Classifieds Industry to 2024

The global online classified market is expected to reach US \$32.33 billion in 2024, increasing at a CAGR of 9.40%, for the duration spanning 2020-2024.

Businesswire, A Berkshire Hathaway Company, - January 5, 2021

gig-economy Size

It is estimated that the Global gig-economy will be worth 347 billion dollars in 2021. On a global scale, design and tech freelance jobs are the most popular with 59% of gig workers doing them, but over saturation of talent in these fields is bringing down the pay.

by Kris Broda, brodmin.com - January 5, 2021

Global e-commerce Forecast 2021

Following a 25.7% surge in 2020, to \$4.213 trillion, we expect retail e-commerce sales worldwide to climb a further 16.8% this year, to \$4.921 trillion.

by Arin von Abrams, Insider Intelligence - July 7, 2021

[9]

Evolution of Ad Spend and the Dynamics of Digital

Pressure on digital native advertisers will only get more intense as traditional media companies increasingly exploit the benefits of personalized digital advertising ... This kind of competition likely means continued value gains for advertisers, plentiful opportunities for creative content producers, and lots of great content for consumers.



by Kay Jebelli, Verdict - May 4, 2020

[10]

Digital Disruption - Passion economy is now worth over \$38bn globally

According to Disciple Media, the industry grew to a global market value of \$38.66bn in 2019. The London-based company brought together forecast data from sources including OfCom, Deloitte and Forbes.

by Robert Scammell, Verdict - September 25, 2020

[11]

Who participates in the gig-economy?

It is estimated that the global gig-economy will be worth 347 billion dollars in 2021. On a global scale, design and tech freelance jobs are the most popular with 59% of gig workers doing them, but over saturation of talent in these fields is bringing down the pay.

by Kris Broda, brodmin.com - January 5, 2021

[12]

How COVID-19 triggered the digital and e-commerce turning point

In years to come, we will look back at 2020 as the moment that changed everything. Nowhere else has unprecedented and unforeseen growth occurred as in the digital and e-commerce sectors, which have boomed amid the COVID-19 crisis.

by Andrey Popov, Verdict - March 15, 2021

[13]

gig-economy Size

It is estimated that the Global gig-economy will be worth 347 billion dollars in 2021. On a global scale, design and tech freelance jobs are the most popular with 59% of gig workers doing them, but over saturation of talent in these fields is bringing down the pay.

by Kris Broda, brodmin.com - January 5, 2021

[14]

The Era of Antisocial Social Media

When you look at who is — and more importantly, who is not — driving the growth and popularity of social platforms, a key demographic appears to be somewhat in retreat: young people. They're craving privacy, safety, and a respite from the throngs of people on social platforms and gravitating toward more intimate destinations.

by Sara Wilson, Harvard Business Review - February 05, 2020

(1)

About Our Name: "Si Quis" Software

The concept of classified ads began appearing in England in the 1600s. Handwritten messages were nailed to posts by scribes and became known as "Si Quis", [5] a term borrowed from ancient Rome where most posted notices began with the words Si Quis — meaning "If anybody knows of..."

Today the sheer number and variety of classifieds worldwide has grown exponentially into broad, albeit fragmented horizontal markets. Never before has creating and posting a "Si Quis" been so easy and affordable with a reach far beyond the street posts of the 17th century.

Most importantly however, never before have individuals had the resources to pursue things they are passionate about, which brings us back to our name... Si Quis Software.

We've taken liberty to expand upon the definitions of "Si Quis", taking it beyond the concept of classifieds in the 1600's and associating it with the emergence of the Passion Economy of the 21st century. "If anybody knows of something related to my passions..."

Under the Influence - The first classified ads ever published

Classified ads began appearing in England in the 1600s. They were handwritten, and nailed to posts. Scribes made their living writing announcements, which were, for all intents and purposes, classified ads. And these ads weren't called ads — they were called Si quis.

by CBC Radio - Feb 13, 2020