



What is ListenUp?

The **Audio-First A.I. Storytelling Platform.**

ListenUp is ushering in the era of **audio-first*** computing!

As the first **unified audio app** we are front-running the shift to screenless operating systems with the power of AI/GPT. Using a web3 equity and accounting model, we've made a free mobile broadcasting marketplace built for the future.

Our first **killer-app** is a voice-bot that speaks 25 languages to deliver a highly curated audio feed based on location, activity, time of day, and various other detected signals.

Tuneable to user interests over time, the freemium system provides hyperlocal ad targeting and reporting.

*audio-first operating systems and programming platform are patent pending



Strategy

Lab Test in Scottsdale; Then go global!

ListenUp has chosen [Scottsdale](#) as the testing ground for its technology. As the home of the founding couple, and distant from Silicon Valley's toxic tech ecosystem, the area provides for an excellent diversity of historic (tribal), educational (ASU), architectural (Frank Lloyd Wright), political (purple state), and multilingual elements. This allows us to keep costs low.

As our technology is based on AI, we can scale up from the local footprint to a global scale in a matter of weeks, however, the cost would be up to 100,000 times more, so a good portion of our funding will be spent developing monetization models that can scale globally without any language barrier.





Still wondering what it is?

As a new technology that bucks the trends of previous ones, it may be hard to imagine one that delivers the exact experience or information you would enjoy or benefit from at any given time...

in Scottsdale's Old Town it can be a historical tour guide.

at Fashion Square mall it can be a shopping concierge.

on a Greenbelt jog it can play songs to the pace of your run.

on a Sedona hike it could guide you through meditation.

at Arizona State University it can be a campus ambassador.

in the Encanto neighborhood it can be your real estate advisor.

Or in corporate scenarios, it can also provide invaluable data:

in another country it can be a cultural respectfulness translator.

on a construction site it can report the status of each project.

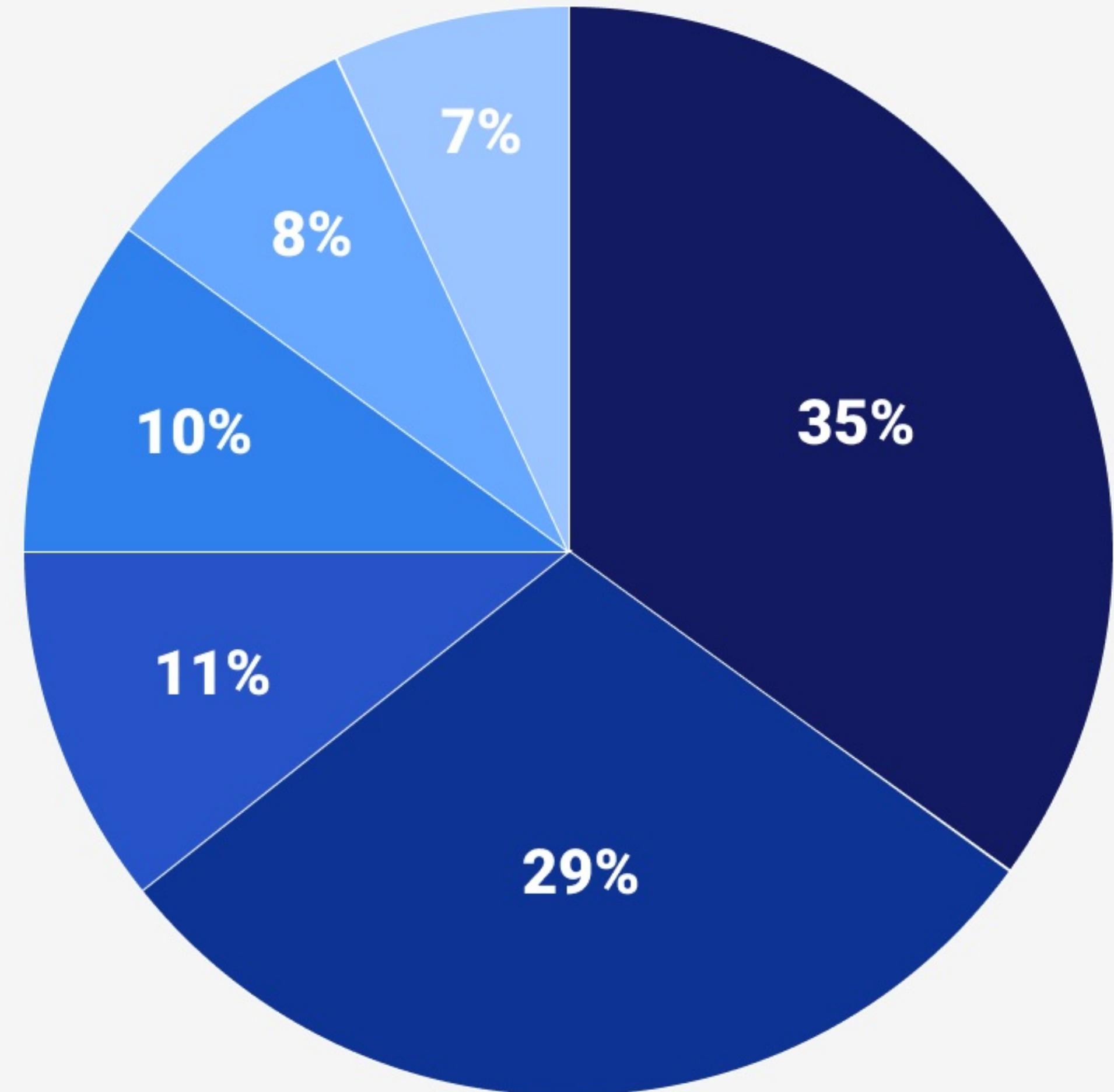
... and about 50 other use cases we have identified.



Market Breakdown [TAM]

Unlike single-purpose utilities, a Geospatial AR platform extends the Total Addressable Market to between **\$50B & \$200B** per annum

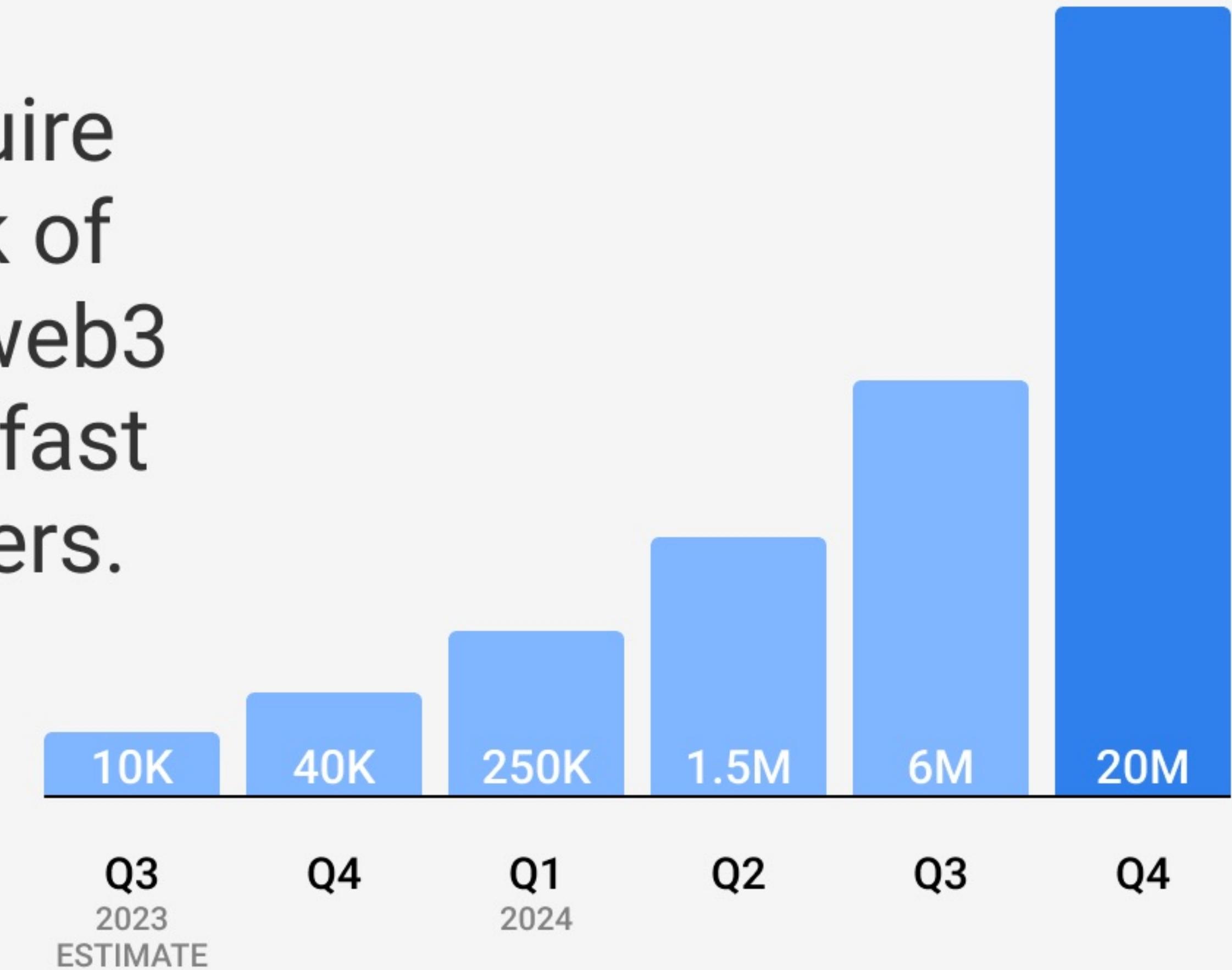
● DOMESTIC TRAVEL	35%	● EDUCATION	10%
● INTERNATIONAL	29%	● INDUSTRIAL	8%
● REAL ESTATE	11%	● UNKNOWN	7%



All numbers are future estimates based on anticipated funding being secured expeditiously. Startup investments are very high risk.

Estimated Growth [MAU]

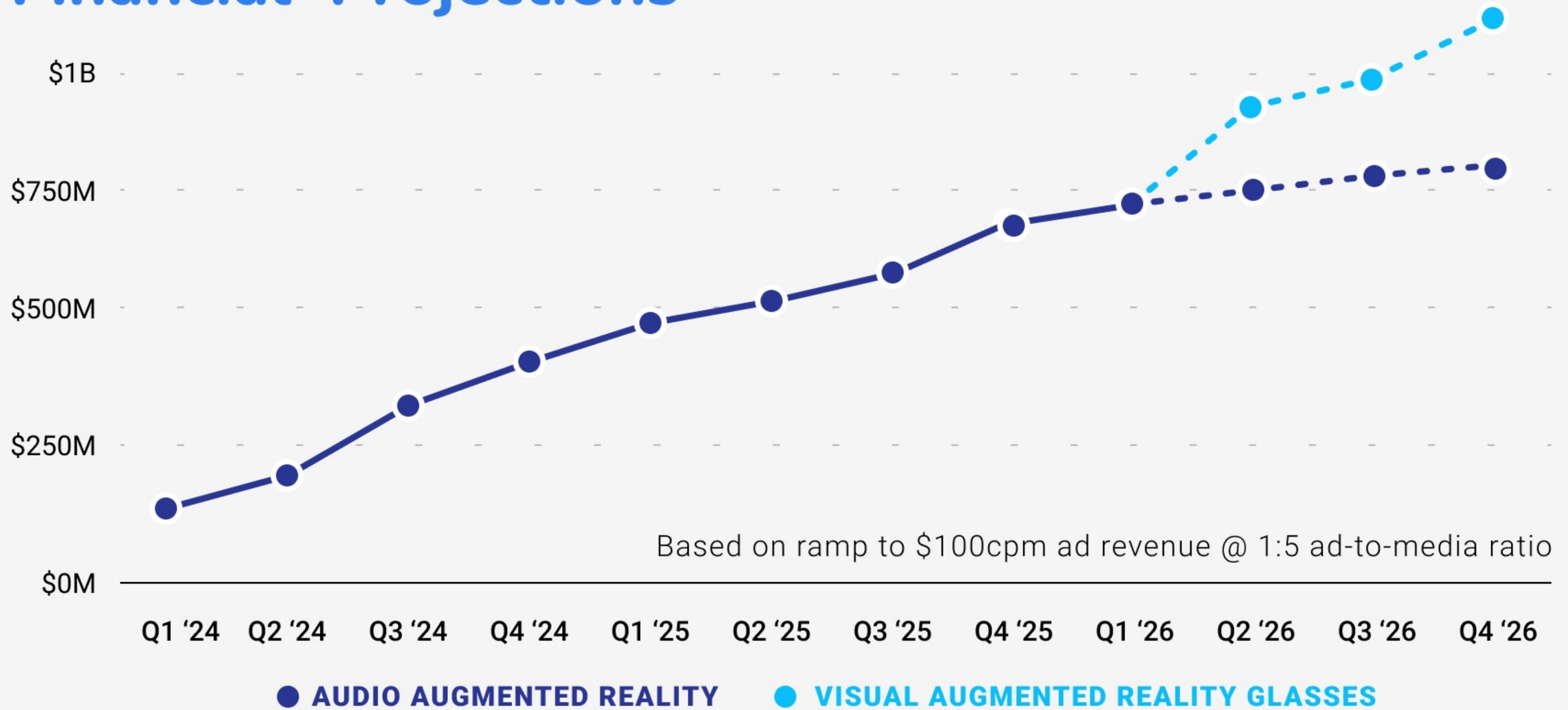
At global scale, our cost to acquire new users is lower due to a lack of competition, the use of AI and web3 equity incentives, so we expect fast growth within the first six quarters.



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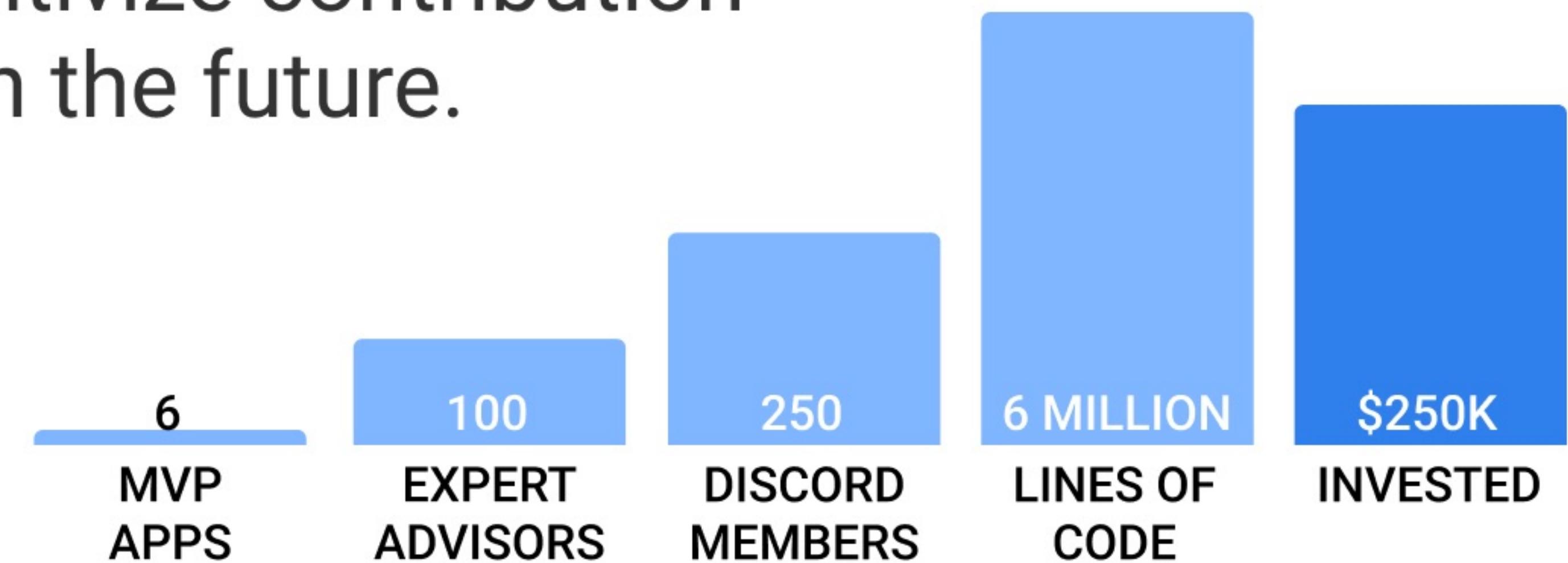
Financial Projections



All numbers are future estimates based on anticipated funding being secured expeditiously. Startup investments are very high risk.

Balance Sheet & Cap Table

With fewer than 5 records, ListenUp has a clean cap table. The founders have invested roughly \$250K of their own funds into the project so they can incentivize contribution with community equity in the future.



Growth Funding

We are raising **up to \$2M**. The initial (pre-tokenization) fund will be offered via SAFE with a token warrant and no valuation cap; Checks will be accepted in monthly tranches with a deescalating monthly discount, followed by a SAFT at a \$27M FDMC pre-money valuation with a 50% token bonus offered to warrant converting accredited investors; A tokenized crowdfund (bootstrap liquidity pool) or traditional Equity CrowdFund (Reg-CF) may be deployed to fill out any remaining funding gaps. Current runway at slow burn is 9 months. This raise is expected to provide a 10-12 month runway at an expedited “first mover advantage” pace.

Seeking \$2 Million

Primarily to be used for development, moderation and expanding bounties. Up to \$.5M may be issued as a treasury for the DAO.



Early Investor ++

Earliest investors benefit from favorable valuation caps and token multiples.



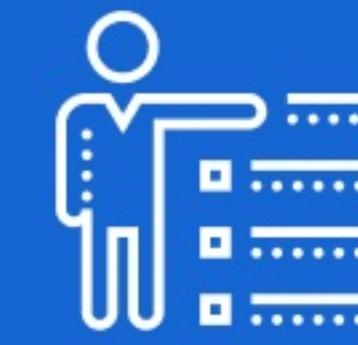
DeFi Investments

Rather than let them idle, treasury funds will provide liquidity for our token and we'll scour our network for Yield Farming pools.



Access to Alpha

As a collaborative crypto-native organization we get earliest access to world changing founders, technologies and projects.



Web3 is the wei...

We understand that adopting crypto is the best way to fight tyranny and censorship. We will do our part to get the world back to black.



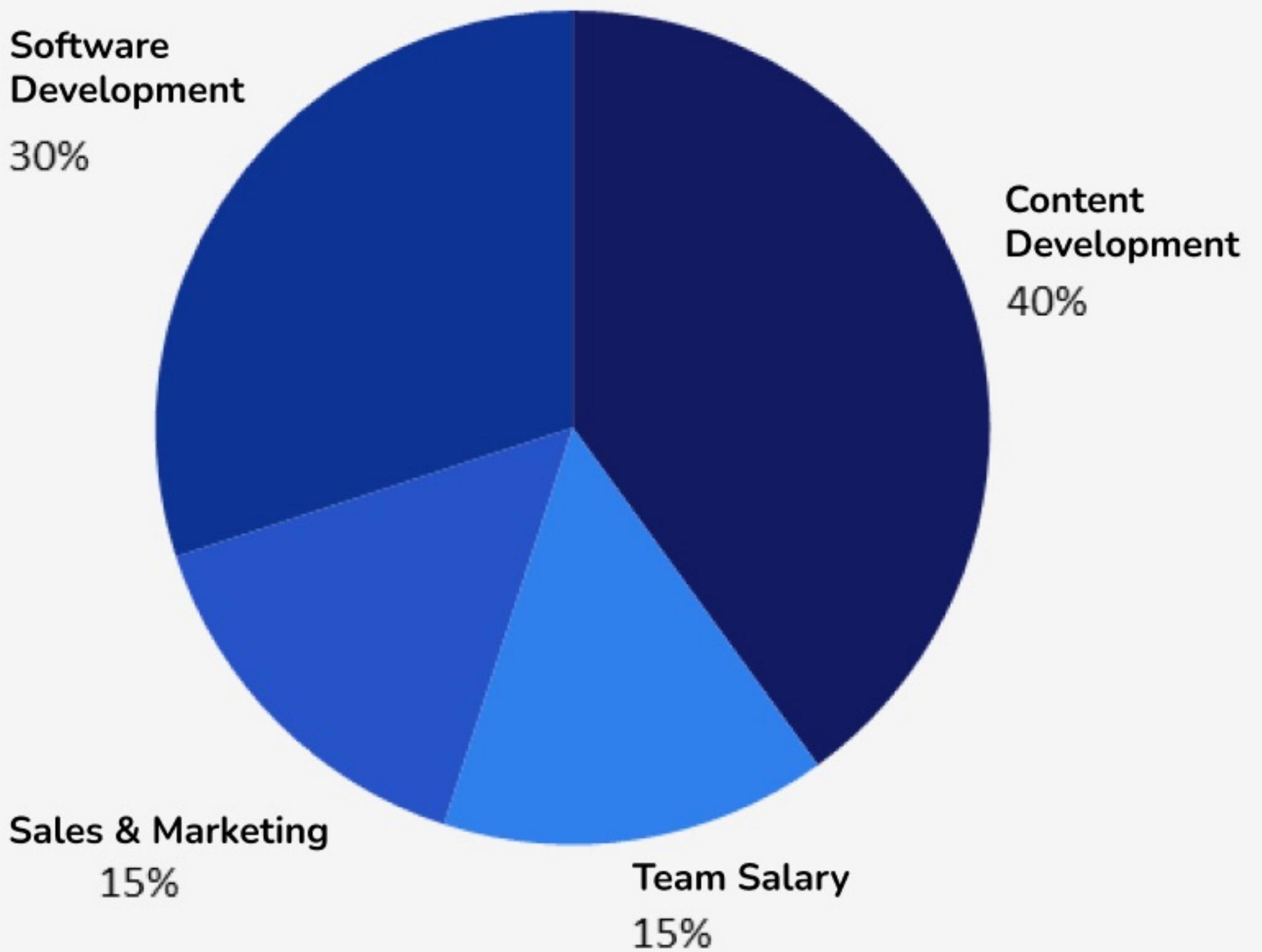
Raise & Use of Funds

- Raising up to **\$2M** Initial Pre-Seed
- **\$100K** Initial Minimum Investment
- Deescalating Monthly Discount (25% to 5%)
- Provides an additional **10-12 month** runway

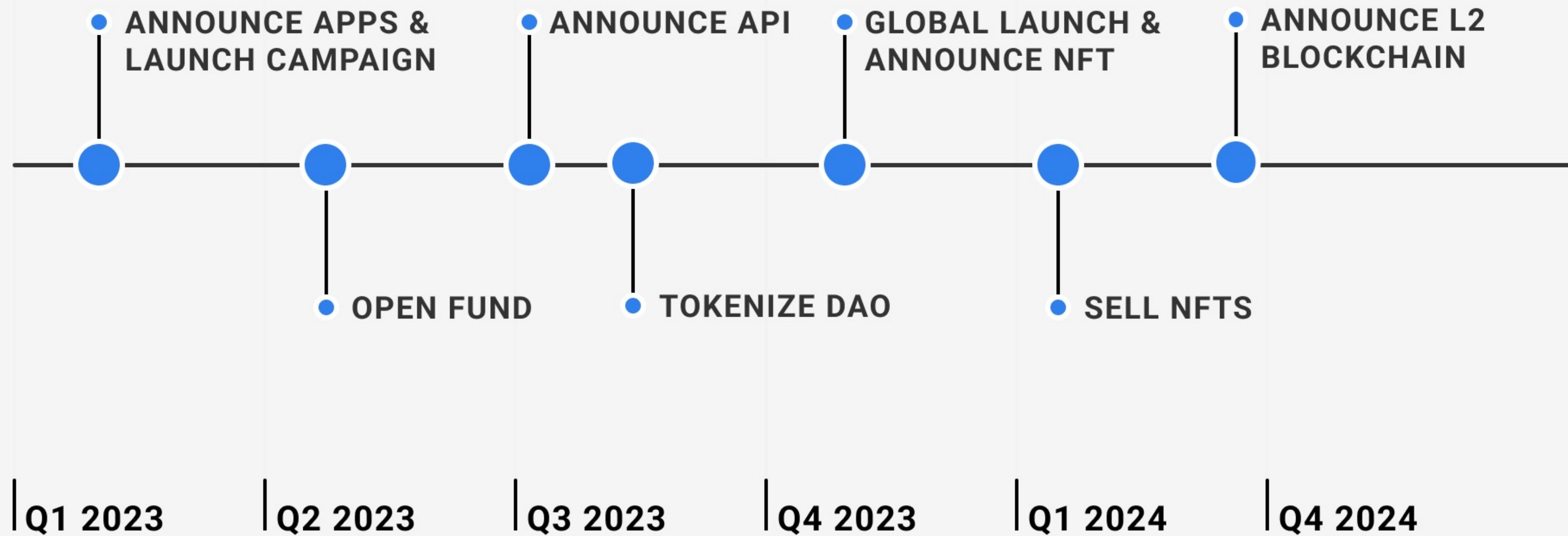
Current raise allows for an expedited global deployment through 2023.

Detailed funding budget allocation:

<https://joinlistenup.com/Funding.html>



Timeline



FOUNDING DIRECTOR

IGOR "ROGI" ILYINSKY

 listenUp
Key Player



FOUNDER
CODER
DESIGNER
BUILDER
UKRAINIAN
ARCHITECT
EVANGELIST
EXECUTIVE
INVENTOR
ARTIST
DAD
...





FOUNDING ADVISOR

DR. LOUIS ROSENBERG

listenUp

Key Player



AUGMENTED REALITY PIONEER

OVER 350 PATENTS

STANFORD DOCTORATE

SWARM AI INVENTOR

AWARD-WINNING SCREENWRITER

TENURED PROFESSOR

GRAPHIC NOVELIST

VC FUNDED FOUNDER

EXIT FOUNDER

FOUNDING DIRECTOR

IRINA D. ILYINSKY



CONNECTOR

EX-ARTHUR ANDERSEN

TOP SELLING REALTOR

CORPORATE SALES

MASTER NEGOTIATOR

SOVIET REFUGEE

MOTHER

listenUp



THE BUSINESS OF LOVE

The old adage says business and pleasure don't mix, but husband-and-wife teams around the world are becoming great successes in their co-owned ventures. A spouse is a person's greatest support system, so why just be romantic partners when you can be business partners, too? Here, we get to know five local married couples who share a passion for their work — and each other.



PHOENIX BUSINESS JOURNAL

AMY EDELEN
January 20, 2023
Covers technology, innovation and more

Turning the world into a museum

PROPTech
UNICORN BROADENS REACH WITH \$950M ACQUISITION

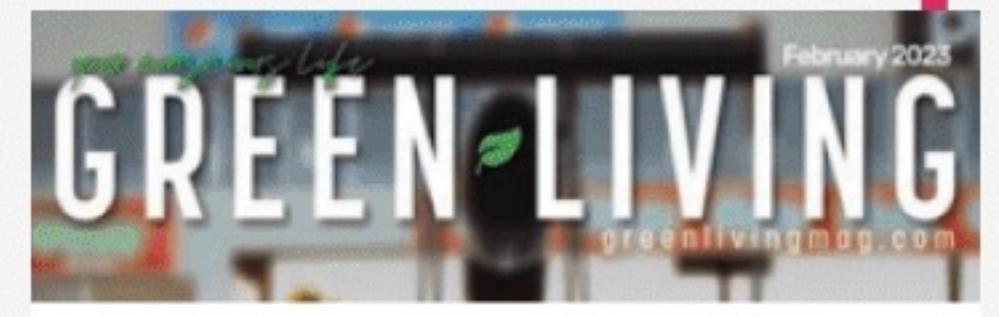
A Scottsdale-based unicorn company has acquired 3D6 Media, a fintech startup that provides AI-powered audio narration for video content. The deal values 3D6 at \$950 million.

3D6 is a property technology company that connects media companies and real estate partners, announced the acquisition last week.

Igor Rybinsky, CEO of ListenUp, the company that owns ListenUp, the audio storytelling app, said his wife Irina Rybinsky, co-founder of ListenUp, was instrumental in helping him make the acquisition. "It was her idea," he said.

"We wanted to make ListenUp a place where someone things 'I want to go there and have a good time,' and we made it our mission to allow businesses to do that by creating better audio guides. It's a very specific service."

With operations available in 30 languages, ListenUp offers three different types of audio guides, ranging from a basic tour to a more in-depth tour of availability. "We can have what we want it to sound like," she said.



WHAT'S HOT
Audio storytelling app launches just in time for busy tourism season

A free, new app developed by Scottsdale couple Irina and Igor Rybinsky introduces a new dimension of storytelling. It's called ListenUp, and it just launched in January. Local storytellers across multiple communities can record stories about the culture, natural beauty, historic neighborhoods, and destinations in their neighborhoods. Through crowdsourcing and artificial intelligence, users can hear these stories in 22 languages. The app also allows local businesses to participate and share stories and details about their locations to attract a passerby for a small fee. It's an immersive experience the founders hope visitors will use to learn about the Valley during the busy tourism season. For further information, visit www.listenup.com.

Russes founders launch ListenUp



INTEPRENEURS & INNOVATORS
ListenUp with This App That Tells Users All about Where They Are

ListenUp is a revolutionary free audio app that tells its user stories about where they are, wherever in the world they are. It uses artificial intelligence to assemble stories, then can translate them into up to 22 languages. In essence, the founders have discovered a way to source information about any location in the world, at almost no cost, and make it available to anyone to whom it may be relevant, regardless of language. Between stories, users will hear promotional clips featuring businesses within walking distance. This provides the app with a revenue stream unlike traditional advertising that is self-promotional, these stories are meant to either connect emotionally with users or empower users to promote their favorite businesses. Both uses can be sponsored through the website www.yourlistenup.com.

"A poor user experience while traveling internationally inspired us to build this app. We took an inventory of all the technology that is cheap or freely available, and infused it with a fundamental understanding of human tendencies and historical events," explains Irina Rybinsky, who co-founded the app with husband Igor. "The unique ability to build the next generation broadcasting platform using artificial intelligence with zero employees made it possible to launch this product in about six months."

The Rybinskys launched ListenUp last month after several months of collaborations and experiments in AI speech technologies. Specifically, the Rybinskys used the OpenAI tool Generative Pre-trained Transformer, which uses deep learning to produce human-like text.

As an added incentive and benefit for natural storytellers, educators, and social media users who love to post and share their favorite city finds, the founders have designed a blockchain-based incentivization model, where tokens will eventually be distributed in addition to experiences and benefits special to those in the ListenUp community. A user does not need to be set up with a cryptocurrency account, however, to experience or contribute to the audio app.

"Helping people understand a new paradigm shift when eliminating visuals is hard, and enabling them to participate — not just absorb — takes time," says Igor, comparing the disruption being experienced today to earlier societal disruptions from radio, telephone, and, more recently, the internet. "Now again we are seeing the beginning stages of this massive shift aided by artificial intelligence. We meet that challenge with a tremendous amount of patience."

They've also been inspired by this observation from Seth Gordis: "There's no shortage of remarkable ideas; what's missing is the will to execute them." Shares Igor. "Virtual reality is the will to execute them; it's a similar idea to ours. Some have even gone down the path of trying. It's not always their fault that they did not execute. It was probably bad timing, lack of scalability, poor margins, unfamiliarity with technology or all of the above. We have the will, and know the ways."

Igor and Irina Rybinsky are both Soviet immigrants who faced uncertainty from an early age. "It's a privilege to be able to help people learn about the places they visit or wherever they move to, especially refugees, such as those that recently arrived from Afghanistan or Ukraine," says Irina. "We don't take for granted that we now live in a safe country. Globally, people are still displaced daily, and many are finding their way to Phoenix. As much as we want to offer entertainment to tourists, our work will also expedite the assimilation of refugees. It can be quite a culture shock to move from Afghanistan to a fluctuating tourist destination like Scottsdale, and we hope ListenUp can help make the city feel less intimidating and more exciting and soon familiar to those finding their way here." ■ By Anne Marsh



VIRTUAL VALLEY

DISPATCH JAN

Igor and Irina Rybinsky's recently launched soft-startup ListenUp has arrived in one of their favorite cities: Phoenix and Scottsdale. After traveling through Europe with their average daughter, they decided to start ListenUp with the hopes of giving an interactive guided audio experience beyond the Valley's most interesting destinations. From outdoor activities to the best dining and shopping local businesses. Here, the Rybinskys share their story.

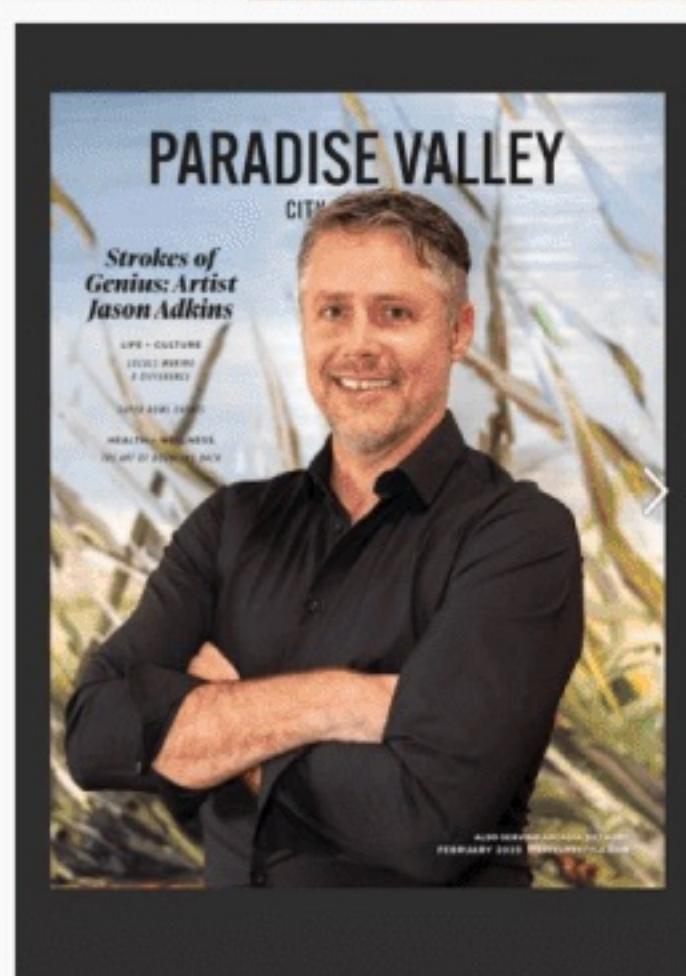
On your travels what inspired you to launch the app? ListenUp was created by the lack of info tools in those location based information. We wanted an app that could tell you stories about the area you're in, and the things you can do there. We wanted to give another outlet for the talented women back into our devices. We wanted to give them a platform to showcase their talents to a global audience.

How would a perfect day in Phoenix or Scottsdale be for you? For us, it would be a day in the mountains with a guided tour of Camelback's Trailhead, and then down the trail, learning about all of the history along the way. Then we'd stop at the top for a meal. The perfect evening would be dinner at Sora Sushi and Sake followed by a night at the Phoenix Zoo.

What's the most unique feature of ListenUp? ListenUp has a search function that allows users to search for specific locations and interests. It also has a feature that allows users to create their own audio guides and share them with others.

What are some things visitors to the area should know about before coming? Travel is a must since there are many great things to see and do in the area. The City of Scottsdale has a lot to offer, from the mountains to the desert. There are many great restaurants and bars to choose from, and the weather is perfect for outdoor activities like hiking and cycling.

What do you each have about ListenUp? Igor: The website, the people, the rich culture and the natural beauty.



FOX 10 PHOENIX

SCOTTSDALE COUPLE LAUNCHES LISTE
4:07 55"

FREE AUDIO STORYTELLING APP
LISTENUP
@ArizonaDailyMix aztv7.com

FOX10 SCOTTSDALE COUPLE LAUNCHES LISTE

PARADISE VALLEY CITY

Strokes of Genius: Artist Jason Jason

LIFE + CULTURE
LOCAL BEATS & DANCE

SUPER BOWL FESTIVAL

HEALTHY WELLNESS
BEAT IT: AZAZZI'S NEW

ART

2023

February 2023

20

Paradise Valley

On a family trip to India, Igor and Irina Rybinsky discovered a new app that told them stories about the places they visited. They fell in love with it and decided to create their own version. They started ListenUp, a mobile app that allows users to create and share audio stories about their travels. They think it's a great way to keep memories alive and share them with others. ListenUp is currently available in 30 languages and has over 100,000 users worldwide. The app is free to download and use. ListenUp is revolutionizing the way we travel and discover new places. It's a great way to stay connected and share your adventures with others. ListenUp is available on iOS and Android devices. To learn more about ListenUp, visit www.listenup.com.



Get In touch...

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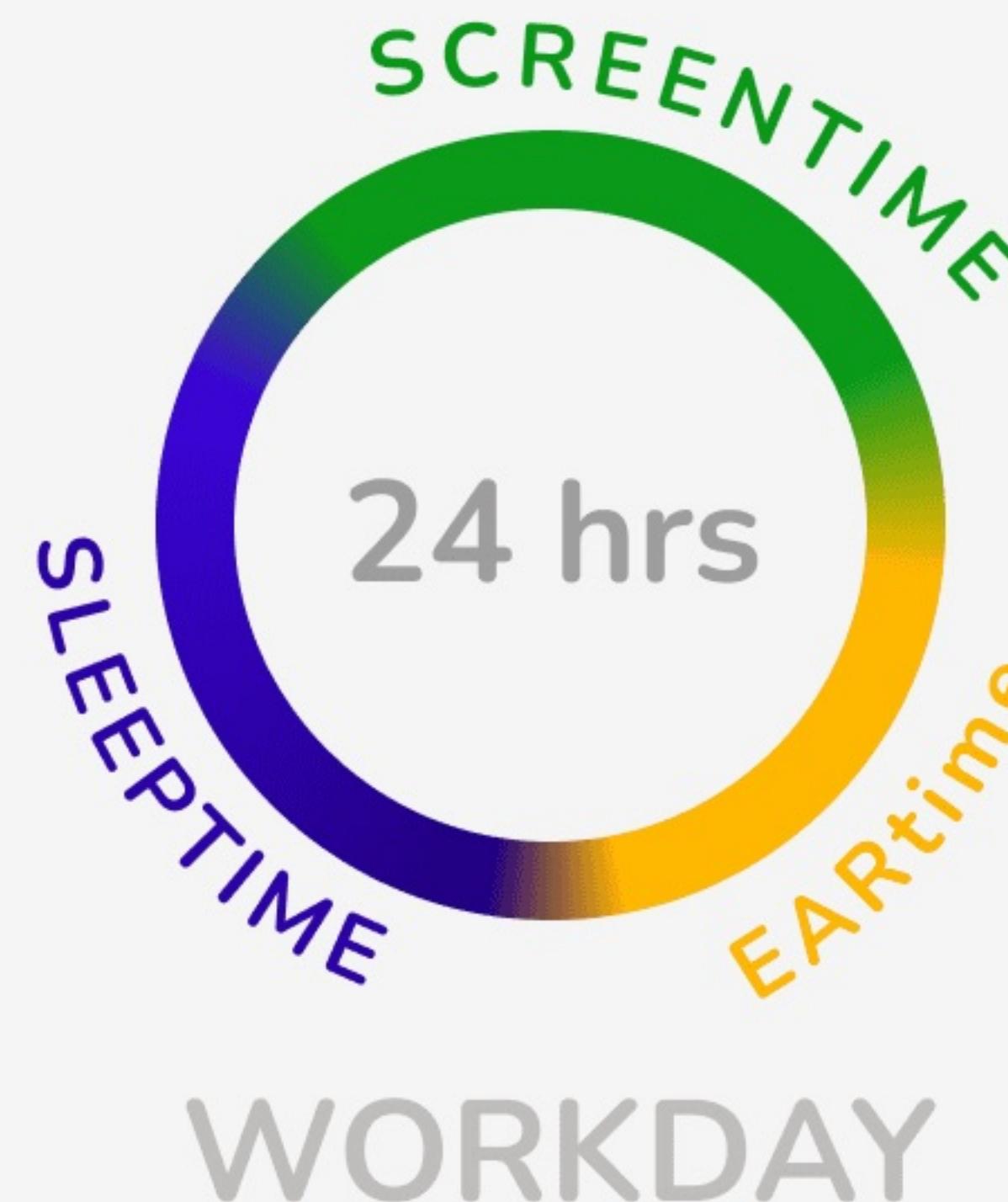
<https://linktr.ee/joinlistenup>



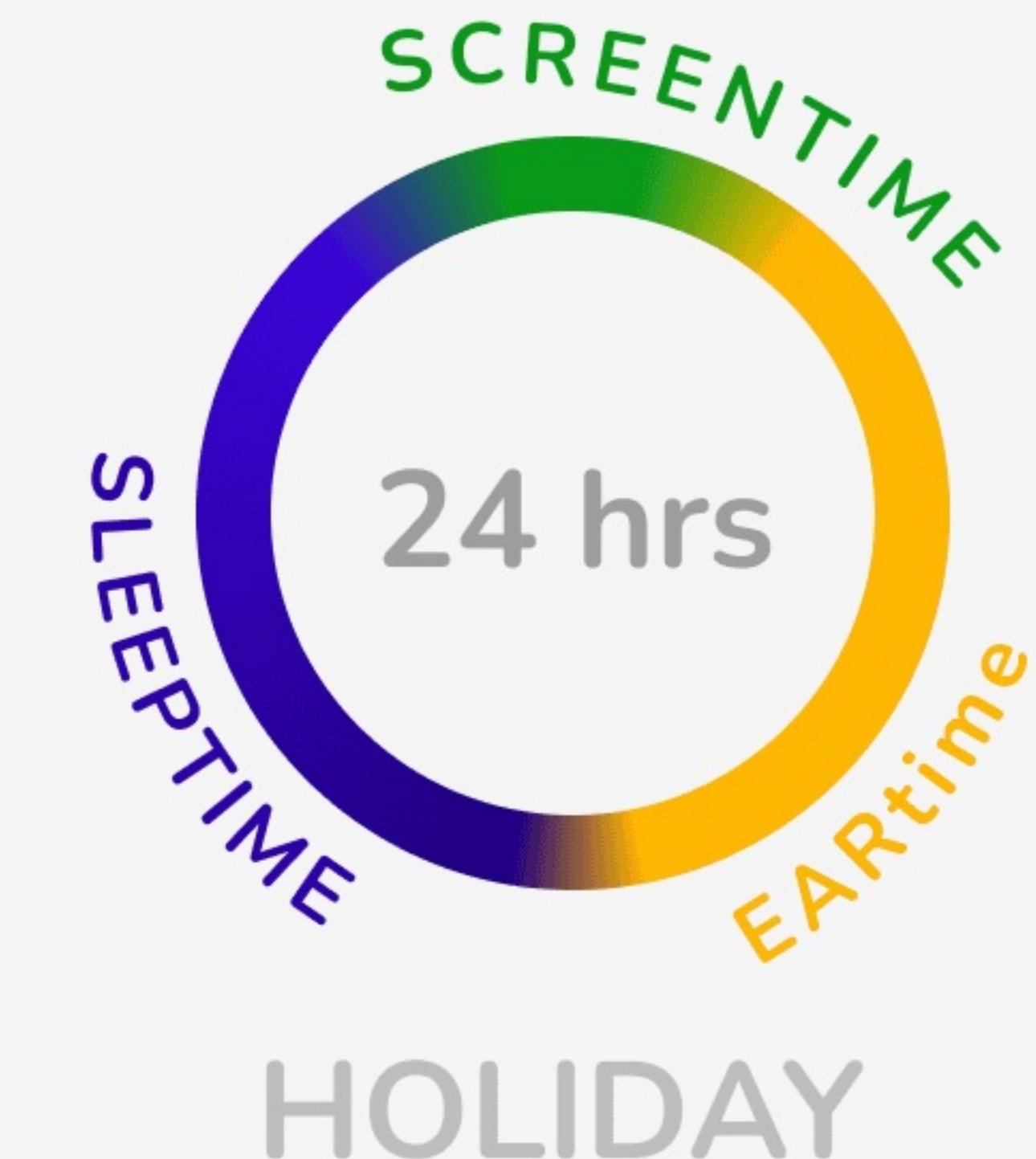


EARtime

a largely untapped market segment



WORKDAY



HOLIDAY

EARtime is when you drive, walk, or otherwise are unable to use a screen. A largely untapped segment set to grow as new wearable technologies emerge.