

RISK FACTORS

Each prospective investor is hereby advised (a) that investing in securities involves a high degree of risk, including risk of losing the entire investment, and (b) to carefully read and consider the following risk factors and all other materials provided in determining whether or not to invest.

The following list of risk factors is not intended and should not be understood as an exhaustive list of all risks related to an investment.

The Company faces competition from much larger, better resourced companies. The majority of revenue online is captured by massive enterprises. Google and Facebook account for about 50% of US online advertising revenues. Google and Facebook, and a large number of other companies, provide platforms for local online advertising. The Company is competing for local advertising revenue against established businesses like these that have an operating history and greater financial resources and management experience than the Company has. There is no guarantee that the Company will be able to retain or expand its market share in this environment.

The online news business is highly dynamic, and the Company's success will depend on its ability to develop and commercialize new products. The Company operates in an industry in the throes of rapid change, which is characterized by frequent introductions of new products, services and competitors into the market. The Company's future success will depend, in part, on its ability to improve its present products, to develop new products and to provide necessary services and support to its readers and customers. The Company may not have the financial or staff resources, creativity, skill or experience to develop and commercialize products and services that are sufficiently compelling to retain or expand its market share.

The Company may be adversely affected by changing technology and consumer habits. A substantial part of the Company's revenues currently comes from online banner advertising; however, technologies for ad blocking exist, and the use of such technologies is increasing, so this important revenue stream may decrease over time. In addition, a growing percentage of the Company's readers is accessing its products on mobile phones. Although the Company expects to improve its mobile offerings, in part through the use of proceeds of this offering, it has not yet demonstrated an ability to generate mobile-only advertising sales.

The Company relies heavily on a few key personnel. The Company's success depends substantially on the efforts of four people

_____. The Company does not have a detailed plan to replace any of these persons in the case of death or disability, although this risk

is mitigated to some extent by skill redundancies among them. The Company's success also depends on its ability to recruit, train, and retain qualified staff. The loss of the services of any of key personnel, or the Company's inability to recruit, train, and retain qualified staff, may have a material adverse effect on the Company's business and financial condition.

The Company has made only modest profits to date. The Company has been operating for six years and, in that time, has made only modest profits, while paying its founders only a minimal amount. There is no guarantee that the Company will be able to make profits in the future or ever increase the amount of profits that it makes.

The Company may need to raise additional capital. Although the Company expects that it will be able to raise in this offering an amount of capital that will be sufficient to meet its requirements for the foreseeable future, the Company is not working with an underwriter, placement agent or similar party, and so there is no guarantee that the Company will raise any particular amount in this offering. In addition, the Company's capital requirements could be greater than currently anticipated. Thus, it is possible that the Company would need to raise additional capital to expand or even continue operating its business, and there is no guarantee that, in such a scenario, such additional capital would be available on terms favorable to the Company or its shareholders, or at all.

The Company has not engaged any financial advisors. The Company has not engaged any financial advisors to conduct a due diligence examination of the Company, determine the amount of funds needed to conduct its business, or advise on other financial matters. As a result, investors are not able to rely on the results of any such examination or any such advice. In addition, the Company's financial statements and projections have been prepared internally and have not been reviewed or audited by a certified public accountant. Although the Company has endeavored to make financial statements as accurate and clear as possible, the statements may contain errors and may lead investors to make false assumptions about the financial status of the Company.

The Company is not required to pay cash dividends to investors. The Company is not required to, and there is no guarantee that the Company will, pay cash dividends on shares of Preferred Stock in any year or at all. Investors could be required to hold their investment indefinitely without receiving any cash distributions.

Investors have limited opportunities for exit. It is unlikely that there will ever be substantial secondary market trading in the Company's stock, and investors' ability to sell their shares are

further limited by significant transfer restrictions under applicable securities laws and the terms of the Subscription Agreement. Although investors may be able to recover their investment amount if the Company elects to redeem shares or enter into a merger or sale of assets transaction, the Company is not required, and has no current plans, to do any of those things. As a result, investors may be required to hold their shares indefinitely, with little or no ability to resell their shares or otherwise recover their investment amount.

Investors have very limited voting rights. Except as required by law, the Preferred Stock has no voting rights and all shareholder voting rights belong to holders of common stock. In addition, pursuant to the Subscription Agreement, holders of Preferred Stock are required to vote their shares in favor of certain sale of the Company transactions and certain amendments to the Company's articles of incorporation, to the extent that such actions are approved by the board of directors and holders of common stock. Currently 100% of the outstanding shares of common stock are held by the Company's officers and directors, and consequently these persons generally control all aspects of the Company's vision, strategy and day to day operations. Investors must rely on the common stock holders to elect qualified directors and on the Company's directors and officers to make strategic and operational decisions that will enable the Company to succeed.

Technology failures or natural disasters could adversely affect the Company. The Company relies on computers, servers and software to deliver content to its readers, and thus it is vulnerable to a possible equipment or technology failure or attack by malicious hackers. In addition, the Company operates in a geographic area that is exposed to earthquakes, weather-related problems, and other natural disasters. Such events could limit or shut down the Company's operations for a period of time, cause reputational damage or otherwise lead to a loss of revenue or an increase in costs for the Company.

The Company could be held to violate intellectual property rights of third parties. Although the Company is not aware of any third party rights that are infringed by its existing or contemplated business activities, the Company has not performed any freedom to operate analyses, and there is no guarantee that the Company will not be sued for infringement by third parties or that the Company will not need to modify its brands, products or services to avoid infringement.

The offering price of shares of Preferred Stock is arbitrary. The offering price of \$2 per share of Preferred Stock bears no relationship to established value criteria such as net tangible assets, or a multiple of earnings per share and accordingly should not be considered an indication of the actual value of the Company.

The Company may revise the use of proceeds of this offering. This offering memorandum describes the Company's current intentions regarding use of proceeds of this offering. However, the Company will remain free to use such proceeds in a different manner, based on the judgment of its officers and directors. Failure to use such proceeds effectively could harm the business and financial condition of the Company.

The Company's directors are required to consider factors other than the financial interests of its shareholders. The Company is a benefit corporation, and accordingly its directors have a legal duty to consider, in addition to the financial interests of its shareholders, the social and environmental impacts of its actions, including as such actions affect the Company's employees and other service providers, business partners, customers and local community. Therefore, the Company's directors may, consistent with their legal duties, take actions that are contrary to the financial interests of its shareholders, and its shareholders will have no recourse against the Company or its directors for taking such actions.

No tax advice. No representation or warranty of any kind is made by the Company or its officers, directors, counsel or other agents or advisors with respect to any tax consequences of any investment in the Company. EACH PROSPECTIVE INVESTOR IS HEREBY ADVISED TO SEEK HIS, HER OR ITS OWN TAX ADVICE CONCERNING THE TAX CONSEQUENCES OF AN INVESTMENT IN THE COMPANY.

The Company's legal counsel has not conducted any due diligence with respect to the offering. The Company has engaged _____ to assist the Company in determining legal requirements related to this offering, preparing this offering memorandum and obtaining required approvals under applicable securities laws. However, _____ has not conducted any independent due diligence on the Company or otherwise attempted to verify any representations or other statements made by the Company, herein or otherwise, with respect to its business, financial condition, prospects or plans. _____ does not represent investors with respect to this offering, and investors are hereby advised to consult their own legal and financial advisors in connection with their investment decisions.