

23. Our digital assets have no history.

Our digital assets will be newly formed and have no operating history and are entirely novel in type. Investors will not be able to compare them against other like instruments. An investment in our digital assets should be evaluated on the basis of the value and prospects of the digital assets, taking into account uncertainties as to the likelihood that the digital assets will be issued, and of the assessment of the prospects of the Company's business may not prove accurate, and the Company may not achieve its objectives. Past performance of the Company, or any similar token or SAFE issued by other companies, is not predictive of the Company's future results, the value and success of the Company's digital assets or the ability of the Company to ever pay dividends.

24. The Company does not expect there to be any market makers to develop a trading market in the digital assets.

Most securities that are publicly traded in the United States have one or more broker-dealers acting as "market makers" for the security. A market maker is a firm that stands ready to buy and sell the security on a regular and continuous basis at publicly quoted prices. In the event that an alternative trading system or exchange is created or developed, the Company does not believe that our digital assets will have any market makers, which could contribute to a lack of liquidity in our digital assets, and could have a material adverse effect on holders' ability to trade our digital assets.

25. Only certain persons and entities are able to acquire our digital assets.

Only limited categories of persons and entities may purchase our digital assets. The Company expects that these limitations will limit liquidity in our digital assets, and the limitations may have a material adverse effect on the development of any trading market in our digital assets. Our digital assets have not been registered under the Securities Act or any United States state securities laws or under the securities laws of any other jurisdiction and may not be offered or sold within the United States or to, or for the account or benefit of, United States persons except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws. In addition, in offshore transactions our digital assets may be purchased only by non-U.S. Persons in accordance with applicable restrictions under the securities laws of the jurisdictions in which they are sold. Generally, foreign securities laws restrict the categories of persons permitted to purchase securities, such as the digital assets, to specified classes of sophisticated investors. No action has been taken in any jurisdiction to permit a public offering of our digital assets. Moreover, in addition to legal restrictions, by acquiring digital assets, holders agree to additional transfer restrictions described in this Memorandum.