



Reg-D 506(c) PRIVATE PLACEMENT MEMORANDUM

\$100,000,000

OUR FAMILY FARM, LLC
(A South Dakota Limited Liability Company)

100,000,000 Shares of Common Stock offered at \$1.00 Per Share
Minimum Investment \$10,000

Accredited Investors Only

THESE SECURITIES ARE BEING SOLD IN TRANSACTIONS NOT INVOLVING A PUBLIC OFFERING. THE SECURITIES HAVE NOT BEEN REGISTERED WITH THE SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES ACT OF 1933, AS AMENDED, (THE "ACT") IN RELIANCE UPON EXEMPTIONS UNDER SECTION 4(2) AND (CE) AND UNDER SECTION 506 (c) REGULATION D OF THE ACT. THE SECURITIES AND EXCHANGE COMMISSION HAS NOT PASSED UPON OR ENDORSED THE MERITS OF THIS OFFERING OR THE ACCURACY OR ADEQUACY OF THIS MEMORANDUM, ANY REPRESENTATIONS TO THE CONTRARY IS A CRIMINAL OFFENSE.

100,000,000 Membership Units of Our Family Farm, LLC. (a South Dakota Limited Liability Company) (the "Company", "OUR FAMILY FARM."), are hereby being offered, on a best-efforts basis, by the Officers and Directors of OUR FAMILY FARM., (the "Issuer" and the "Offeror"). The Membership Unit is hereby offered at \$1.00 per Unit for a total aggregate offering price of \$100,000,000 (the "Offering").

For ease of purchase, the Company has allocated the offering into Blocks with each Block consisting of 10,000 Membership Units ("Block"). The minimum purchase is \$10,000 or 1 Block.

NOTICE TO ALL SUBSCRIBERS

THE SECURITIES ARE BEING OFFERED BY THE COMPANY PURSUANT TO THE EXEMPTION FROM REGISTRATION WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION ("SEC") CONTAINED IN SECTION 18(b)(4)(D) OF THE SECURITIES ACT OF 1933, AS AMENDED (THE "ACT"), AND RULE 506(c) OF REGULATION D PROMULGATED THEREUNDER, FOR CERTAIN LIMITED TRANSACTIONS NOT INVOLVING A PUBLIC OFFERING. NO APPLICATION TO REGISTER THE SECURITIES OFFERED HEREBY AND NO REGISTRATION STATEMENT HAS BEEN FILED WITH THE SEC OR ANY STATE SECURITIES OR SIMILAR REGULATORY COMMISSION HAVING JURISDICTION OVER THESE TRANSACTIONS. CERTAIN NOTICES WILL BE FILED FOR THE PURPOSE OF CLAIMING AN EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF FEDERAL SECURITIES LAWS AND "BLUE SKY" LAWS OF CERTAIN STATES.

AN INVESTMENT IN THE SECURITIES OFFERED HEREBY INVOLVES A VERY HIGH DEGREE OF RISK AND IMMEDIATE SUBSTANTIAL DILUTION. THE SECURITIES OFFERED HEREBY SHOULD NOT BE PURCHASED BY INVESTORS WHO CANNOT AFFORD THE LOSS OF THEIR ENTIRE INVESTMENT. SEE "RISK FACTORS" AND "SUITABILITY STANDARDS".

THE SHARES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION ("SEC") OR ANY STATE SECURITIES AGENCY NOR HAS THE COMMISSION OR ANY STATE AGENCY PASSED UPON THE ACCURACY OR THE ADEQUACY OF THIS MEMORANDUM. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

THIS MEMORANDUM DOES NOT CONSTITUTE AN OFFER IN ANY JURISDICTION IN WHICH AN OFFER IS NOT AUTHORIZED, OR TO ANY INDIVIDUAL WHO DOES NOT MEET THE INVESTOR SUITABILITY STANDARDS DESCRIBED IN THIS MEMORANDUM. PROSPECTIVE INVESTORS WILL BE REQUIRED TO REPRESENT THAT THEY MEET THE INVESTOR SUITABILITY STANDARDS AND THAT THEY ARE FAMILIAR WITH AND UNDERSTAND THE TERMS, RISKS AND MERITS OF THIS OFFERING. OFFERS ARE MADE ONLY TO PERSONS WHO MEET THE INVESTOR SUITABILITY STANDARDS SET FORTH UNDER "INVESTOR SUITABILITY STANDARDS".

THESE SECURITIES HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT AND ARE SUBJECT TO RESTRICTIONS ON THEIR TRANSFER OR RESALE BY AN INVESTOR. IN CERTAIN STATES THESE SECURITIES MAY NOT HAVE BEEN REGISTERED UNDER THE "BLUE SKY" SECURITIES LAWS OF SUCH STATE AND ARE BEING OFFERED AND SOLD IN RELIANCE UPON EXEMPTIONS CONTAINED IN

THE SECURITIES LAWS OF EACH STATE WHERE THE SECURITIES WILL BE OFFERED AND THE RULES AND REGULATIONS PROMULGATED PURSUANT TO THE NATIONAL SECURITIES MARKET IMPROVEMENT ACT ("NSMIA").

ACCORDINGLY, THE SECURITIES OFFERED HEREBY ARE SUBJECT TO RESTRICTIONS ON TRANSFERABILITY AND RESALE AND MAY NOT BE RE-OFFERED FOR SALE OR RESOLD OR OTHERWISE TRANSFERRED IN THE ABSENCE OF AN EFFECTIVE REGISTRATION STATEMENT FILED PURSUANT TO FEDERAL AND ANY APPLICABLE STATE SECURITIES LAWS, OR AN ACCEPTABLE OPINION OF COUNSEL THAT AN EXEMPTION FROM SUCH REGISTRATION REQUIREMENTS IS AVAILABLE.

NO APPLICATION TO REGISTER THESE SECURITIES AND NO REGISTRATION STATEMENT HAS BEEN FILED WITH THE COMMISSION OR WITH ANY STATE SECURITIES AGENCIES OR SIMILAR REGULATORY COMMISSIONS HAVING JURISDICTION OVER THESE TRANSACTIONS. CERTAIN NOTICES WILL BE FILED FOR THE PURPOSE OF CLAIMING AN EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE FEDERAL SECURITIES LAWS AND THE "BLUE SKY" SECURITIES LAWS OF CERTAIN STATES PERTAINING TO CERTAIN LIMITED TRANSACTIONS NOT INVOLVING A PUBLIC OFFERING.

INVESTMENT IN THESE SECURITIES INVOLVES A HIGH DEGREE OF RISK AS THE COMPANY HAS EXPERIENCED ONLY LIMITED OPERATIONS TO DATE AND IS CONSIDERED A "DEVELOPMENT STAGE" COMPANY WITHOUT SUFFICIENT OPERATIONS OR ASSETS TO MEET ITS ANTICIPATED ECONOMIC REQUIREMENTS. FURTHER, THE PROCEEDS OF THIS OFFERING MAY NOT BE SUFFICIENT TO ENABLE THE COMPANY TO ACHIEVE ITS INTENDED GOALS REQUIRING THE INFUSION OF ADDITIONAL FUNDS FROM OUTSIDE SOURCES PRESENTLY UNKNOWN OR FROM THE SALE OF ADDITIONAL SECURITIES. ACCORDINGLY, INVESTMENT IN THE SECURITIES OFFERED HEREBY IS SUITABLE ONLY FOR PERSONS WHO HAVE NO NEED FOR LIQUIDITY AND ARE FINANCIALLY ABLE TO WITHSTAND LOSING ALL OR A SUBSTANTIAL PORTION OF THEIR INVESTMENT. SEE "SUITABILITY STANDARDS" AND "RISK FACTORS" HEREIN FOR A DISCUSSION OF THE FACTORS THAT THE COMPANY BELIEVES ARE THE MOST SIGNIFICANT RISKS TO AN INVESTOR IN THIS OFFERING.

THE INFORMATION CONTAINED IN THIS MEMORANDUM AND ANY DOCUMENTS PROVIDED IN CONNECTION HERewith SHALL, AT ALL TIMES, REMAIN THE PRIVATE PROPERTY OF THE COMPANY AND IS BEING FURNISHED TO POTENTIAL INVESTORS ONLY ON A STRICTLY CONFIDENTIAL BASIS. ANY REPRODUCTION OR DISTRIBUTION OF ANY SUCH MATERIALS, IN WHOLE OR IN PART, OR THE DIVULGENCE OF ANY CONTENTS THEREOF, WITHOUT THE PRIOR WRITTEN CONSENT OF THE COMPANY, IS STRICTLY PROHIBITED. ANY SUCH REPRODUCTION, DISTRIBUTION OR DIVULGENCE MAY RESULT IN IRREPARABLE DAMAGE TO THE COMPANY. THEREFORE, THE RECIPIENT OF THIS

MEMORANDUM AGREES TO RETURN THIS MEMORANDUM PROMPTLY TO THE COMPANY WITHOUT MAKING OR RETAINING COPIES THEREOF IF THE RECIPIENT ELECTS NOT TO SUBSCRIBE.

NO PERSON OTHER THAN AN AUTHORIZED REPRESENTATIVE OF THE COMPANY HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR MAKE ANY REPRESENTATIONS OTHER THAN THOSE CONTAINED IN THIS MEMORANDUM, AND IF GIVEN OR MADE BY ANY OTHER SUCH PERSON, SUCH INFORMATION MUST NOT BE RELIED ON AS HAVING BEEN AUTHORIZED BY THE COMPANY.

THE SECURITIES OFFERED HEREBY ARE SUBJECT TO THE PROVISIONS OF, AND EACH OF THE INVESTORS PURCHASING ANY SECURITIES WILL BE REQUIRED TO EXECUTE A SUBSCRIPTION AGREEMENT, ATTACHED HERETO. PURCHASE OF ANY SECURITIES SHOULD BE MADE ONLY AFTER A COMPLETE AND THOROUGH REVIEW OF THE PROVISIONS OF SUCH DOCUMENTS. IN THE EVENT THAT ANY OF THE TERMS, CONDITIONS OR OTHER PROVISIONS OF SUCH DOCUMENTS ARE INCONSISTENT WITH OR CONTRARY TO THE DESCRIPTIONS OR TERMS IN THIS MEMORANDUM, SUCH DOCUMENTS WILL CONTROL.

IN MAKING A DECISION TO PURCHASE SECURITIES HEREUNDER, PROSPECTIVE INVESTORS MUST CONDUCT THEIR OWN INDEPENDENT INVESTIGATION OF THE COMPANY AND THE TERMS OF THIS OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED AND ARE CAUTIONED NOT TO CONSTRUE THE CONTENTS OF THIS MEMORANDUM, OR ANY PRIOR OR SUBSEQUENT COMMUNICATIONS FROM THE COMPANY, ITS OFFICERS, DIRECTORS AND AGENTS, AS CONSTITUTING INVESTMENT, LEGAL, ACCOUNTING OR TAX ADVICE, OR AS ANY INFORMATION WHICH IS NECESSARILY APPLICABLE TO A PROSPECTIVE INVESTOR'S PARTICULAR FINANCIAL SITUATION. EACH INVESTOR IS ADVISED AND ENCOURAGED TO CONSULT THEIR OWN FINANCIAL ADVISER, COUNSEL AND ACCOUNTANT AS TO THE LEGAL, TAX AND RELATED MATTERS CONCERNING THEIR INVESTMENT AS THEY WILL BE REQUIRED TO REPRESENT THAT THEY MEET CERTAIN MINIMUM FINANCIAL AND OTHER SUITABILITY STANDARDS, ARE FAMILIAR WITH, AND UNDERSTAND THE FUNDAMENTAL RISKS AND TERMS OF THIS OFFERING, AND ARE ABLE TO BEAR THE ECONOMIC RISK OF THEIR INVESTMENT FOR AN INDEFINITE PERIOD OF TIME.

WHO PURCHASE SECURITIES AND RESELL THE SECURITIES MAY BE DEEMED TO BE "UNDERWRITERS" UNDER SECTION 2(11) OF THE SECURITIES ACT AND MAY BE SUBJECT TO ALL LIABILITIES IMPOSED UPON "UNDERWRITERS" UNDER SUCH SECURITIES ACT IN CONNECTION WITH THE RESALE OF THE SECURITIES.

THIS OFFER CAN BE WITHDRAWN AT ANY TIME BEFORE ANY CLOSING AND IS

SPECIFICALLY MADE SUBJECT TO THE CONDITIONS DESCRIBED IN THIS MEMORANDUM. THE COMPANY, IN ITS SOLE DISCRETION, RESERVES THE RIGHT TO REJECT ANY SUBSCRIPTION IN WHOLE OR IN PART OR TO ALLOT TO ANY SUBSCRIBER LESS THAN THE AMOUNT FOR WHICH THE SUBSCRIBER HAS SUBSCRIBED.

THIS OFFERING MAY NOT BE CONDUCTED PURSUANT TO ANY GENERAL SOLICITATION OR ADVERTISING. INFORMATION CONTAINED ON THE COMPANY'S WEB SITE ON THE WORLD WIDE WEB (OR INTERNET) DOES NOT CONSTITUTE A PART OF THIS MEMORANDUM AND PROSPECTIVE INVESTORS ARE CAUTIONED NOT TO RELY ON ANY SUCH INFORMATION IN CONSIDERING AN INVESTMENT IN THE COMPANY.

THIS MEMORANDUM DOES NOT KNOWINGLY CONTAIN ANY UNTRUE STATEMENT OF A MATERIAL FACT OR OMIT A MATERIAL FACT. AS SUCH, THE COMPANY BELIEVES THAT THIS MEMORANDUM PRESENTS A FAIR SUMMARY OF THE MATERIAL TERMS OF ALL MATTERS, DOCUMENTS AND CIRCUMSTANCES MATERIAL TO THIS OFFERING. WHILE THE DATA AND STATEMENTS CONTAINED HEREIN ARE BASED UPON INFORMATION BELIEVED TO BE RELIABLE, NO WARRANTY CAN BE MADE AS TO THE ACCURACY OF SUCH INFORMATION OR THAT CIRCUMSTANCES HAVE NOT CHANGED SINCE THE DATE SUCH INFORMATION WAS SUPPLIED. NEITHER THE DELIVERY OF THIS MEMORANDUM NOR THE SALE OF ANY SECURITIES HEREUNDER SHALL, UNDER ANY CIRCUMSTANCES, CREATE ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE COMPANY SINCE THE DATE HEREOF OR THAT THE INFORMATION HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO ITS DATE.

THIS MEMORANDUM CONTAINS WHAT THE COMPANY CONSIDERS TO BE FAIR SUMMARIES OF CERTAIN PROVISIONS OF DOCUMENTS RELATING TO THE BUSINESS OF THE COMPANY AND THE PURCHASE OF THE SECURITIES OFFERED HEREBY, AS WELL AS SUMMARIES OF VARIOUS PROVISIONS OF RELEVANT STATUTES AND REGULATIONS. NEVERTHELESS, THE SUMMARIES DO NOT PURPORT TO BE COMPLETE AND ARE QUALIFIED IN THEIR ENTIRETY BY REFERENCE TO THE TEXTS OF THE ORIGINAL DOCUMENTS, STATUTES AND REGULATIONS. COPIES OF THE DOCUMENTS THAT HAVE BEEN REFERRED TO IN THIS MEMORANDUM ARE AVAILABLE FROM THE COMPANY UPON REQUEST, INVESTORS MUST NOT RELY UPON ANY REPRESENTATIONS OR INFORMATION OTHER THAN AS SET FORTH IN THIS MEMORANDUM AND IN THE TEXTS OF ANY ORIGINAL DOCUMENTS REFERRED TO HEREIN.

THIS OFFERING MEMORANDUM CONTAINS FORWARD LOOKING FINANCIAL STATEMENTS RELATING TO MANAGEMENT'S OPINION OF THE COMPANY'S FUTURE FINANCIAL PROSPECTS. ANY PROJECTIONS OR FORECASTS CONTAINED

HEREIN MUST BE VIEWED ONLY AS ESTIMATES. THE ACTUAL PERFORMANCE OF THE COMPANY WILL VARY AND WILL DEPEND UPON MANY FACTORS BEYOND THE CONTROL OF THE COMPANY. NO ASSURANCE CAN BE GIVEN THAT THE COMPANY'S ACTUAL PERFORMANCE WILL MATCH THE PROJECTIONS.

ACCORDINGLY, NO REPRESENTATION OR WARRANTY OF ANY KIND OR NATURE IS INTENDED, NOR SHOULD ANY BE INFERRED WITH RESPECT TO THE COMPANY'S FUTURE FINANCIAL PERFORMANCE OR THE ECONOMIC RETURN, IF ANY, WHICH MAY ACCRUE TO INVESTORS.

EACH PROSPECTIVE INVESTOR WILL BE GIVEN AN OPPORTUNITY TO ASK QUESTIONS OF AND RECEIVE ANSWERS FROM THE COMPANY AND ITS OFFICERS AND DIRECTORS CONCERNING THE TERMS AND CONDITIONS OF THIS OFFERING AND TO OBTAIN ANY ADDITIONAL INFORMATION, TO THE EXTENT THAT THE COMPANY POSSESSES SUCH INFORMATION OR CAN ACQUIRE IT WITHOUT UNREASONABLE EFFORT OR EXPENSE, AS NECESSARY TO VERIFY THE ACCURACY OF THE INFORMATION CONTAINED IN THIS MEMORANDUM OR DEEMED BY THE RECIPIENT AS NECESSARY TO MAKE AN INFORMED INVESTMENT DECISION.

FOR ILLINOIS RESIDENTS: THE SALE OF THE UNITS DESCRIBED IN THIS MEMORANDUM HAS NOT BEEN QUALIFIED UNDER THE ILLINOIS CORPORATIONS CODE WITH THE COMMISSIONER OF CORPORATIONS OF THE STATE OF ILLINOIS, NOR HAVE THE UNITS BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, BY THE REASON OF SPECIFIC EXEMPTION THEREUNDER RELATED TO THE LIMITED AVAILABILITY OF THE OFFERING. THE UNITS CANNOT BE SOLD, TRANSFERRED OR OTHERWISE DISPOSED OF TO ANY PERSON OR ENTITY UNLESS THEY ARE SUBSEQUENTLY REGISTERED OR AN EXEMPTION FROM REGISTRATION IS AVAILABLE. THE ISSUANCE OF UNITS OR THE PAYMENT OR THE RECEIPT OF CONSIDERATION THEREFORE PRIOR TO SUCH QUALIFICATION IS UNLAWFUL, UNLESS THE SALE THEREOF IS EXEMPT UNDER APPLICABLE LAW. THE COMPANY IS RELYING ON THE EXEMPTION FROM SUCH QUALIFICATION PROVIDED BY SECTION 130.420(d) OF THE ILLINOIS CORPORATIONS CODE

SUMMARY OF THE OFFERING

The Offering:	100,000,000 Membership Units
Purchase Price:	\$1.00 per Unit
Description of Securities:	Common Stock with a one-year first right of refusal on future offerings (see "Exhibit A: Shareholder Rights and Privileges")
Minimum Investment:	\$10,000 (10,000 Units

Offering Period:	The Offering Period will expire on July 1, 2024 (the “Termination Date”), although at its sole discretion, the company may close the offering earlier or extend the offering longer.
Plan of distribution:	Agents, officers, directors, and affiliates of the company will offer 100,000,000 shares of common stock on a “best efforts” basis. The company may also use the services of a broker/dealer licensed by the National Association of Securities Dealers (NASD) to assist in securing investors for the shares.
Investor Suitability:	The offering will be made only to accredited investors who meet certain suitability standards herein. See “Suitability Standards”.
Deposit of Funds:	All funds received from investors will be deposited into a company account with Wells Fargo Bank.
Use of Proceeds:	Assuming the entire offering is subscribed, the company will receive net proceeds of \$100,000,000. The company will use proceeds to fund marketing and promotion, to file to become a publicly traded entity, acquisition of farms, development and reworking of buildings, acquisition of vertical greenhouses, processing facilities, working capital, deployment of equipment, and other general corporate purposes.
Transferability:	The securities offered hereby have not been registered under the Securities Act or any state securities law and are being offered in reliance upon the exemptions available pursuant to section 4(2) of the act and rule 506 of regulation 18(b)(4)(d) as promulgated thereunder. The securities sold under this offering shall bear a restrictive legend substantially as follows: “The shares represented by this certificate have not been registered under the Securities Act of 1933 (the “ACT”) and are “Restricted Securities” as that term is defined in rule 144 under the act. The shares may not be offered for sale, sold or otherwise transferred except pursuant to an effective registration statement under the act or pursuant to an exemption from registration under the act, the availability of which is to be established to the satisfaction of the company”. Unless these securities are sold as Reg S shares whereas they will fall under the restrictions posed by Reg S.
Capital Stock:	The company has total authorized capital stock of 1,000,000,000 shares of stock, par value \$0.0001 per share, of which (i) 10,000,000 shares have been designated as Preferred “A” Stock of which 10,000,000 shares are issued and outstanding. The Preferred “A” Stock is restricted from public sales for an indefinite period of time. There is also (ii) 40,000,000 of Preferred ‘B’ stock,

which has a revenue participation structure, of which 0 shares are issued and outstanding (iii) The remainder of the stock are 950,000,000 designated as common stock (The Common Stock) of which 28,366,000 shares are issued and outstanding and are agreed upon to not cause dilution onto the public markets. The rights, privileges and preferences of the Preferred “A” Stock are as set forth in the company’s Certificate of Incorporation on and/or the Bylaws filed with the Secretary of State of South Dakota (the “Certificate”) and (the “Bylaws”)

Common Stock:

950,000,000 shares of Common Stock, par value \$0.0001 per share (“Common Stock”), of which 28,366,000 shares are issued and outstanding. The issued and outstanding shares of Common Stock and Preferred “A” Stock are all duly and validly authorized and issued, fully paid and non-assessable, and were issued in compliance with all applicable state and federal laws concerning the issuance of securities. There are not outstanding any options, warrants, rights (including conversion or preemptive rights) or agreements for the purchase or acquisition from the company of any shares of its capital stock.

This PPM (Private placement memorandum) also represents a second designation of stock known as Preferred B stock. The rights and conversion feature of this class of shares are indicated below.

Preferred B stock are convertible to common on a 2 to one basis, clarifying that for each Preferred B shares, 2 common shares are issued.

Voting rights of the Preferred B stock are on the converted basis, meaning that each Preferred B shares counts for 2 votes common.

The pricing of the Preferred B are the same as common as stated on this PPM.

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Risk Factors:

The securities offered hereby are very speculative, involve a high degree of risk and immediate substantial dilution, may prove to be not readily resalable or illiquid, and therefore should not be purchased by anyone who cannot afford the loss of their entire investment. Prospective investors should carefully review and consider the facts set forth under “Risk Factors” as well as all other information contained herein.

EXHIBIT A: SHAREHOLDER RIGHTS AND PRIVILEGES

1. **Rights of Members.** Membership Units are entitled to the rights of every other Unit including options and warrants, and have pre-emptive rights, each Unit is equal to any other Unit in all other respects. Membership Units include the Right of First Refusal granted to purchasers of Units in this offering.
 - a. Holders of Membership Units are entitled to one vote of each Unit held of record on all matters on which Members are entitled to vote
 - b. Holders of Membership Units are entitled to receive, as, when and if declared by the board of directors from time to time, such dividends and other distribution in cash, Units or property from assets or funds legally available for such purposes.
 - c. Holders of Preferred “A” Units have exemplary rights over common Members in terms of voting rights and distribution of assets
 - d. In any distribution of capital assets, whether voluntary or involuntary, holders of Preferred “A” Units are entitled to receive pro rate the assets remaining after creditors have been paid in full. Holders of common Membership Units, options and warrants are subordinated to the position of Preferred “A” Members. The outstanding common Membership Units, and upon issuance of the Units being sold in this offering, duly authorized, validly issued, fully paid and non-assessable.
2. **Right of First Refusal.** For a period of one (1) month form the close of this Offering, any holder who purchased shares in this Offering shall have the right of first refusal to purchase a pro rata number of shares of new securities (as defined below) which the Company may, from time to time, propose to sell and issue. For purposes of this right of first refusal, a pro rata number of shares is defined as the number of shares of new securities that would roughly convert into a number of Common Shares equal to the number of Common Shares actually purchased in this Offering.
 - a. “New Securities” shall mean any capital stock offered for sale (including Common Stock and/or Preferred Stock) of the Company.
 - b. In the event that the Company proposes to undertake an issuance of New Securities, it shall give each Holder written notice of its intention, describing the type of New Securities and their price and the general terms upon which the Company proposes to issue the same. Each Holder shall have twenty (20) days from the effective date of such notice to agree to purchase any portion of such Holder’s pro rata number of such New Securities for the price and upon the terms specified in the notice by giving written notice to the Company and stating therein the quantity of New Securities to be purchased.
 - c. The right of first refusal set forth above shall terminate on the earlier of July 1st , 2024 at 5:00 p.m. central standard time, Company buyout, or the closing of an initial public offering (IPO) or reverse merger.



OUR FAMILY FARM, LLC.

BERESFORD, SOUTH DAKOTA 57004

AG SECTOR: VERTICAL INTEGRATION IN FARMING

BUSINESS OUTLINE

Transforming the Meat Industry: Our Family Farm, LLC

Nourishing, Flavorful, and Sustainable Meats.

Introduction: Welcome to Our Family Farm, LLC where we are revolutionizing the beef and pork industry through our vertically integrated approach and innovative feeding program. We are passionate about producing healthier, more flavorful meats that delight consumers and meet the growing demand for high-quality, sustainable protein sources.

At Our Family Farm, LLC we believe that the key to exceptional meat lies in the very beginning – the feeding program. Our nutrient-dense feeding program ensures our animals receive optimal nutrition, resulting in meat that is not only packed with flavor but also delivers superior health benefits. We are committed to setting new standards for taste, nutrition, and sustainability, all while creating a seamless end-to-end supply chain.

Through this pitch deck, we will share our vision, outline the market opportunity, and present our compelling business model. We are seeking an investment of \$500,000 to fuel our growth and expand our operations, and we invite you to join us on this exciting journey as we prepare to reverse merge into a public company.

Let's dive in and explore how Our Family Farm, LLC is poised to disrupt the meat industry and deliver a truly exceptional meat experience to consumers around the world.

Problem Statement.

The Current Challenge: Meeting the Growing Demand for Healthier, Flavorful Meats

1. Lack of Nutritional Focus:
 - The traditional beef industry often prioritizes quantity over quality, resulting in meat with reduced nutritional value and flavor.
 - Consumers are increasingly seeking healthier food options but face limited choices when it comes to nutrient-dense meats.
2. Inconsistent Taste and Quality:
 - Many commercially available meats lack the rich, authentic flavors that discerning consumers desire.
 - Variations in animal feeding practices and lack of quality control in the industry contribute to inconsistent taste and quality.
3. Limited Traceability and Transparency:
 - Consumers are becoming more conscious about the source of their food and demand greater transparency regarding animal welfare, feeding practices, and environmental impact.

- Existing meat supply chains often lack comprehensive traceability, leaving consumers with unanswered questions about their food's origin and production methods.
- 4. Rising Health Concerns:
 - Health-conscious individuals are increasingly aware of the link between nutrition and well-being.
 - Concerns over additives, antibiotics, and hormones in conventionally produced meat have led to a demand for cleaner, more naturally raised alternatives.

At Our Family Farm we recognize these challenges and are determined to provide a solution that addresses the needs of both consumers and the industry. Through our innovative feeding program and vertically integrated model, we are poised to transform the beef market by delivering healthier, more flavorful meats while ensuring transparency, traceability, and sustainability.

Solution

Delivering Healthier, More Flavorful Meats through our Unique Feeding Program

1. Nutrient-Dense Feeding Program:
 - Our innovative feeding program focuses on providing optimal nutrition to our animals, resulting in meat that is exceptionally flavorful and nutrient-rich.
 - We carefully select high-quality feed ingredients and develop a proprietary blend that enhances the taste, tenderness, and overall quality of our beef.
2. Superior Flavor Profile:
 - By nourishing our animals with a balanced diet, we ensure that our meats have a rich, natural flavor that surpasses conventional products.
 - Our nutrient-dense feeding program enhances marbling, tenderness, and juiciness, delivering a truly exceptional eating experience.
3. Health Benefits:
 - Our emphasis on animal nutrition translates into meat products that offer enhanced health benefits.
 - The superior nutrient profile of our meats provides essential vitamins, minerals, and healthy fats, contributing to a well-balanced diet and supporting overall well-being.
4. Consistency and Quality Control:
 - Through our vertically integrated model, we maintain strict quality control measures at every step of the production process.
 - From animal rearing to processing, we ensure consistent quality, traceability, and adherence to rigorous standards.
5. Sustainability and Environmental Responsibility:
 - Our feeding program incorporates sustainable farming practices, minimizing environmental impact.

- By focusing on responsible sourcing, efficient resource utilization, and waste reduction, we contribute to a more sustainable food system.
- 6. Transparency and Traceability:
 - We are committed to transparency, providing consumers with detailed information about our feeding program, animal welfare practices, and production methods.
 - Through comprehensive traceability, consumers can have full confidence in the origin and quality of our meats.
- 7. Partnerships with Local Suppliers:
 - We collaborate with local farmers and suppliers who share our values and commitment to quality.
 - These partnerships strengthen our supply chain, support local economies, and ensure a consistent supply of premium ingredients.

At Our Family Farm, our solution lies in the implementation of our unique feeding program and our dedication to providing meats that are not only delicious but also contribute to a healthier lifestyle. By prioritizing nutrition, flavor, sustainability, and transparency, we are revolutionizing the beef industry and satisfying the discerning tastes and values of consumers.

Market Opportunity

Capturing the Growing Demand for Healthier, Flavorful Meats

1. Expanding Consumer Preferences:
 - The consumer landscape is shifting towards healthier and more sustainable food choices.
 - Increasing awareness of the impact of nutrition on well-being has led to a growing demand for high-quality, nutrient-dense meats.
2. Growing Health-Conscious Market:
 - Health-conscious individuals, fitness enthusiasts, and those following specific dietary lifestyles (e.g., paleo, keto) are seeking meats that align with their nutritional goals.
 - This market segment values clean labels, natural production methods, and a focus on animal welfare.
3. Premiumization and Culinary Exploration:
 - Discerning consumers are seeking unique and flavorful culinary experiences, driving the demand for superior-quality meats.
 - Premium restaurants, specialty butchers, and food enthusiasts are willing to pay a premium for meats that deliver exceptional taste and tenderness.
4. Sustainable and Ethical Sourcing:
 - The trend towards sustainable and ethical food sourcing continues to gain momentum.
 - Consumers are actively seeking products that align with their values, including environmentally responsible and ethically raised meats.
5. Untapped Niche Markets:

- Within the beef industry, there are untapped niche markets such as gourmet delis, high-end grocery stores, and direct-to-consumer channels that crave unique, high-quality meat offerings.

At Our Family Farm we recognize these market trends and the immense opportunity they present. With our nutrient-dense feeding program, commitment to quality and sustainability, and our vertically integrated operations, we are well-positioned to capture a significant share of this expanding market. By offering a range of flavorful, healthier meats, we aim to become the go-to choice for consumers seeking an exceptional and guilt-free meat experience.

Competitive Advantage

Setting Our Family Farm Apart from the Competition

1. Unique Nutrient-Dense Feeding Program:
 - Our proprietary feeding program sets us apart by delivering exceptional flavor and nutritional value in our meats.
 - Through meticulous attention to animal nutrition, we optimize the quality and health benefits of our beef products.
2. Vertically Integrated Model:
 - Our vertically integrated approach ensures control and traceability throughout the entire production process.
 - By owning and managing each stage, from animal raising to processing and distribution, we maintain consistent quality, reduce costs, and streamline operations.
3. Commitment to Quality and Sustainability:
 - We prioritize animal welfare, ethical practices, and sustainable farming methods.
 - Our commitment to environmentally responsible operations resonates with conscious consumers who seek transparent and eco-friendly choices.
4. Strategic Partnerships and Potential Contracts:
 - We have established strategic partnerships with key distributors, retailers, and food service providers, securing potential contracts.
 - These partnerships enable us to penetrate diverse market channels and gain a competitive edge in reaching a wider consumer base.
5. Exceptional Flavor and Consistency:
 - Our meats consistently deliver superior flavor, tenderness, and juiciness, satisfying the palates of even the most discerning consumers.
 - We employ rigorous quality control measures to ensure a consistently excellent product that exceeds customer expectations.
6. Strong Brand Identity:
 - Our brand is synonymous with premium quality, transparency, and exceptional taste.
 - We have invested in building a strong brand presence through effective marketing strategies, fostering brand loyalty and customer trust.
7. Scalability and Growth Potential:

- Our vertically integrated model allows for scalable growth and expansion into new markets.
- With a robust infrastructure and well-defined processes, we are positioned to meet increasing demand and capture new opportunities.

At Our Family Farm we are not only addressing the current market demands but also leading the way in transforming the beef industry. With our unique feeding program, vertically integrated operations, commitment to quality and sustainability, and strong market positioning, we have a distinct competitive advantage that differentiates us from the competition.

Business Model

Creating Value through a Comprehensive Business Model

1. Nutrient-Dense Feeding Program:
 - We source the highest quality feed ingredients and implement a proprietary feeding program that optimizes the nutritional content and flavor of our beef.
 - Our focus on nutrient density enhances the health benefits and taste profile, differentiating us from conventional meat producers.
2. Vertical Integration:
 - We control the entire value chain, from animal rearing to processing and distribution.
 - This vertical integration ensures quality control, traceability, and cost efficiencies throughout our operations.
3. Revenue Streams:
 - Sales to Distributors and Retailers: We secure contracts with leading distributors and retailers who value our premium quality meats. Our products will be available in both local, regional and international markets.
 - Direct-to-Consumer Channel: We leverage online platforms and e-commerce to reach health-conscious consumers directly, offering convenient home delivery and subscription services.
 - Food Service Partnerships: We establish partnerships with premium restaurants, hotels, and catering services to supply them with our superior-quality meats.
 - International Relationships: We have established a “Strategic Alliance” with key export companies that will create a demand for our beef products worldwide.
4. Pricing Strategy:
 - We position our products as premium offerings, reflecting their exceptional quality, flavor, and nutritional benefits.
 - Our pricing strategy considers the added value we provide, while remaining competitive within the premium meat market segment.
5. Scalability and Expansion:
 - Our vertically integrated model allows for scalability and geographical expansion.
 - As demand grows, we can establish additional feeding facilities and processing plants to accommodate increased production.
6. Operational Efficiency:

- o We leverage technology and efficient processes to optimize our operations.
 - o Streamlined logistics, automated systems, and standardized practices ensure productivity, quality control, and cost-effectiveness.
7. Marketing and Branding:
 - o We invest in targeted marketing campaigns to build brand awareness and highlight our unique selling points.
 - o Through storytelling and educational content, we connect with consumers who value premium meats and seek transparency in their food choices.
 8. Continuous Innovation:
 - o We stay ahead of industry trends and consumer preferences, consistently innovating to deliver new product offerings and meet evolving market demands.
 - o Research and development efforts focus on improving our feeding program, exploring sustainable packaging solutions, and developing new cuts and flavors.

At Our Family Farm, our comprehensive business model is designed to create value at every stage of the value chain. By integrating quality, traceability, and scalability, we are poised to deliver exceptional meats while generating sustainable revenue and profitability.

Operations and Infrastructure

Building a Robust and Efficient Supply Chain

1. Animal Rearing:
 - o We partner with local farms that follow our strict guidelines for animal welfare, nutrition, and sustainability.
 - o Our farmers provide the highest standard of care, ensuring the health and well-being of our animals throughout their lifecycle.
2. Nutrient-Dense Feeding Program:
 - o Our feeding program is meticulously designed and executed to optimize the nutritional content and flavor of our beef.
 - o We source high-quality feed ingredients, carefully formulated to deliver the ideal balance of nutrients for optimal animal health and meat quality.
3. Feeding Facilities:
 - o We operate state-of-the-art feeding facilities equipped with advanced technology to monitor and control feed quality, portion sizes, and feeding schedules.
 - o These facilities ensure that our animals receive a consistent and well-balanced diet, resulting in superior flavor and nutritional benefits.
4. Processing and Packaging:
 - o Our beef processing factories are equipped with modern equipment and adhere to stringent quality standards.
 - o We prioritize food safety, maintaining a clean and hygienic environment throughout the processing and packaging stages.
5. Quality Control and Traceability:

- o Our quality control processes are integrated at every stage of our operations.
 - o We conduct regular inspections and testing to ensure that our meats meet the highest standards of flavor, tenderness, and safety.
 - o Comprehensive traceability systems enable us to track each product back to its source, providing transparency and confidence to our customers.
6. Distribution and Logistics:
- o We have established strategic partnerships with reputable distributors, allowing us to efficiently distribute our products to retail outlets, restaurants, and other food service providers.
 - o Our logistics network is optimized for timely and cost-effective delivery, ensuring that our meats reach consumers in pristine condition.
7. Scalability and Expansion:
- o Our operations are designed to be scalable, allowing us to increase production capacity to meet growing demand.
 - o We have plans for the establishment of additional feeding facilities and processing plants in strategic locations to expand our reach and capture new markets.
8. Sustainability Initiatives:
- o We integrate sustainable practices into our operations, including energy-efficient facilities, responsible waste management, and water conservation measures.
 - o By minimizing our environmental footprint, we contribute to a more sustainable and resilient food system.

At Our Family Farm, our operations and infrastructure are built to deliver the highest quality meats while ensuring efficiency, sustainability, and scalability. From animal rearing to processing and distribution, we prioritize excellence, traceability, and responsible practices to create a seamless end-to-end supply chain.

Financial Projections

Driving Revenue Growth and Profitability

1. Revenue Projections:
 - o Year 1: We anticipate generating \$9,178,750 in revenue, primarily from sales from our beef sales to international contracts, retailers, direct-to-consumer channels and sales of feed to beef producers
 - o Year 2: With increased market penetration and expanded distribution networks, we project revenue to grow to \$20,690,000.
 - o Year 3: As our brand becomes more established and demand continues to rise, we forecast revenue to reach \$38,802,500.
2. Cost of Goods Sold (COGS):
 - o We carefully manage our cost structure, optimizing efficiencies while maintaining the highest quality standards.

- We project a stable and competitive COGS percentage over the forecasted period, with a focus on maintaining margins.
- 3. Gross Margin:
 - Our vertically integrated model and focus on premium products contribute to a strong gross margin.
 - We anticipate a healthy gross margin of 30% throughout the forecasted period.
- 4. Operating Expenses:
 - As we scale our operations, we plan to strategically invest in marketing, sales, and distribution to support revenue growth.
 - We forecast operating expenses to increase gradually in line with revenue growth while maintaining strict cost control measures.
- 5. Net Income:
 - Based on the projected revenue, gross margin, and operating expenses, we expect to achieve profitability by 10 months into Year 1.
 - Net income is projected to steadily increase as we capture a larger market share and benefit from economies of scale.
- 6. Cash Flow:
 - We anticipate positive cash flow from operations as our revenue grows and our operations become more efficient.
 - This will provide us with the financial stability to reinvest in our business, support expansion plans, and drive future growth.
- 7. Return on Investment (ROI):
 - We aim to deliver attractive returns to our investors.
 - Based on our financial projections, we project a strong ROI, reflecting the growth potential and profitability of our vertically integrated beef company.

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Investment Opportunity

Invest in the Future of Sustainable, Premium Beef

1. Market Potential:
 - The demand for high-quality, sustainably sourced beef is growing rapidly, driven by health-conscious consumers and increasing awareness of ethical and environmental concerns.
 - As a vertically integrated beef startup, we are well-positioned to capture this expanding market and provide a differentiated product offering.
2. Unique Value Proposition:

- Our vertically integrated model, which encompasses animal rearing, nutrient-dense feeding programs, and advanced processing facilities, offers a distinct competitive advantage.
- By investing in our company, you become part of a venture that is redefining the beef industry, delivering premium, sustainably produced beef to meet evolving consumer preferences.

3. Revenue Growth:

- We project significant revenue growth as we expand our market presence and distribution channels.
- With a strong focus on delivering superior flavor, quality, and transparency, we have the potential to capture a considerable market share and increase revenue generation.

4. Sustainability and Ethical Practices:

- Our commitment to sustainable farming practices, responsible sourcing, and animal welfare resonates with the growing number of environmentally conscious consumers.
- By investing in our company, you support the promotion of sustainable agriculture, ethical farming, and a more sustainable food system.

5. Scalability and Expansion:

- Our vertically integrated model allows for scalability, enabling us to efficiently increase production capacity and expand into new markets.
- As we establish a strong brand presence and build customer loyalty, we have plans to replicate our operations in strategic locations, further driving revenue growth.

6. Experienced Team:

- Our team brings together industry experts, experienced farmers, and professionals with a deep understanding of the beef industry.
- With their combined expertise and commitment to our mission, we have the necessary skills and knowledge to successfully execute our growth strategy.

7. Return on Investment (ROI):

- We offer an attractive ROI opportunity for investors who recognize the potential of our vertically integrated beef company and the demand for premium, sustainably sourced meats.
- Our financial projections, based on conservative estimates, demonstrate a path to profitability and the potential for substantial returns on investment.

8. Funding Allocation:

- The investment capital will be allocated towards expanding our animal rearing operations, investing in advanced feeding programs, optimizing processing facilities, and marketing the brand building activities.
- This will enable us to enhance product quality, increase production capacity, strengthen our market presence, and drive revenue growth.

By investing in Our Family Farms you join us in creating a sustainable future for the beef industry, providing consumers with premium, ethically produced beef while fostering environmental stewardship. Together, we can make a positive impact on the industry, the environment, and the well-being of consumers.

Conclusion

Join Us in Redefining the Future of Beef

At Our Family Farm, we are driven by a passion for delivering exceptional, sustainably sourced beef that meets the evolving needs of consumers. Our vertically integrated model, from animal rearing to processing, ensures the highest quality and sets us apart from traditional beef producers. As we conclude our pitch, we invite you to consider the following:

1. Market Potential:

- The demand for premium, sustainably sourced beef is rapidly growing, presenting a significant market opportunity.
- With our focus on quality, transparency, and sustainable practices, we are well-positioned to capture a considerable share of this expanding market.

2. Competitive Advantage:

- Our vertically integrated model, encompassing every stage of the beef production process, gives us full control over quality, flavor, consistency and animal welfare.
- We differentiate ourselves by offering a superior product that resonates with health-conscious consumers and those seeking ethically sourced meats.

3. Scalability and Growth:

- Our business model is designed for scalability, allowing us to efficiently increase production capacity and expand into new markets.
- With plans to replicate our success in strategic locations, we have the potential to achieve substantial revenue growth and market dominance.

4. Environmental and Social Impact:

- By investing in Our Family Farm, you support sustainable agriculture, responsible farming practices, and the reduction of environmental impact.

- Together, we can create a more sustainable future for the beef industry while meeting the increasing demand for premium, ethically sourced meats.

5. Return on Investment (ROI):

- We offer an attractive ROI opportunity, supported by our financial projections and the growth potential of the premium beef market.
- By investing in Our Family Farm, you can be part of a venture that delivers both financial returns and positive impact on society and the environment.

We invite you to join us in redefining the future of beef production. Your investment will help fuel our expansion, enhance our operations, and further establish Our Family Farm as a trusted brand in the premium beef market. Together, we can shape the industry, satisfy consumer demands, and promote sustainability.

Thank you for your time and consideration. We look forward to the opportunity to discuss how your investment can contribute to the success and growth of Our Family Farm.

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"Investment in the securities of smaller companies can involve greater risk than is generally associated with investment in larger, more established companies that can result in significant capital losses that may have a detrimental effect on the value of your investment. You can potentially lose your entire investment and so, it is advisable to make sure that you can handle the risk of this potential loss."

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