



CANNABIS MEDIA FUND, INC.

Cannabis Media Fund, Inc. is a media investment company formed to finance, develop, and distribute original and existing intellectual property (“IP”) brands, content and technologies and maximize the global revenue opportunities.

Cannabis Media Fund, Inc. operates as a holding company of stocks and intellectual property. The company focuses on the establishment and investment in, acquisition, operation, and management of intellectual property and business ventures in CBD, hemp, medicinal cannabis, legalized cannabis, and related industries. CMF is an investor in Trolion, Inc./Rush49 an online marketplace for events that include Cannabis and CBD.. The company was formed as a Delaware Corporation in 2018 with corporate headquarters in Las Vegas, Nevada and offices in Los Angeles.

CMF provides professional consulting services to companies that include capital raising services, business development, marketing, sales and investor and consumer lead generation.

Pricing options for services are a combination of hourly rate, monthly retainer, commission for sales, and equity shares of company stock based on contribution to the anticipated company's growth in value.

Lead generation services are a combination of upfront media campaign development costs and delivered lead price.

Services

- Branding
- Call Center Services
- Capital Raising Services
- Equity Investing
- Event Marketing
- Influencer Marketing
- IP Product Development
- Lead Generation
- Licensing
- Marketing Technology
- Media Buying
- Real Estate Development
- Sales
- Telemarketing

Capital Raising Summary

• **Convertible Note - Seed Round – June to September 2018**

CMF will start to raise capital in May and will be presenting accredited investors the opportunity to invest in a \$1,000,000 Seed Round offering of a Unsecured, Subordinate, Convertible Promissory Note with terms of eight percent (8%) simple interest paid semi-annually. Convertible to CMF common shares in the following \$10M Private Offering. Expected hold period of two years.

• **\$5,000,000 Private Placement Offering of Common Stock / October 2018 to June 2019**

This note offering will be followed by presenting accredited, corporate, institutional investors and business entities the opportunity to invest in a \$10,000,000 private placement offering of Cannabis Media Fund, Inc. Common Stock

• **\$25,000,000 Reg A+ Offering / July 2019 to July 2021**

The \$10M Private Placement Offering will be followed by a \$50,000,000 Reg “A+ Private Placement Offering of Cannabis Media Fund, Inc. Common Stock.

- **\$25,000,000 CMF Real Estate Fund, LP – January 2019 to December 2019**

The company plans to form a \$25 million real estate investment fund to invest in Cannabis Real Estate opportunities and to develop vertically integrated Cannabis Retail Centers that will include Exhale Cafes and Blaze Now Experience, cannabis retail stores, and co-working incubator offices.

CMF Growth Strategies and Revenue

- CMF plans to generate revenue during the process of raising capital from advertising sales, professional consulting fees, investor and consumer lead generation sales.
- CMF is projecting to generate revenue of \$1,100,000 in 2018, \$12,000,000 in 2019, over the next 30 months, \$29,000,000 in 2020, and \$300,000,000 over the next 120 months.

Cannabis Media Fund

CMF Revenue Description	2018	2019	2020	2021	2022	2023	2024	2018 -2024
Revenue								
Blaze Now	\$ 1,000,000	\$ 6,000,000	\$12,000,000	\$24,000,000	\$ 36,000,000	\$ 48,000,000	\$ 5,000,000	\$ 132,000,000
Call Center Services	\$ -	\$ 1,000,000	\$ 3,000,000	\$ 5,000,000	\$ 6,000,000	\$ 7,000,000	\$ 8,000,000	\$ 30,000,000
Influencer Marketing	\$ -	\$ 1,000,000	\$ 3,000,000	\$ 4,000,000	\$ 5,000,000	\$ 6,000,000	\$ 7,000,000	\$ 26,000,000
Lead Generation & Media	\$ -	\$ 1,000,000	\$ 2,000,000	\$ 4,000,000	\$ 5,000,000	\$ 6,000,000	\$ 7,000,000	\$ 25,000,000
Licensing Services	\$ -	\$ 500,000	\$ 1,000,000	\$ 1,500,000	\$ 2,000,000	\$ 2,500,000	\$ 3,000,000	\$ 10,500,000
CMF Consulting Services	\$ 100,000	\$ 500,000	\$ 1,000,000	\$ 2,000,000	\$ 3,000,000	\$ 4,000,000	\$ 5,000,000	\$ 15,650,000
Cannabis Product 1	\$ -	\$ 1,000,000	\$ 3,000,000	\$ 4,000,000	\$ 5,000,000	\$ 6,000,000	\$ 7,000,000	\$ 26,000,000
Cannabis Product 2	\$ -	\$ -	\$ 1,000,000	\$ 3,000,000	\$ 4,000,000	\$ 5,000,000	\$ 6,000,000	\$ 19,000,000
Cannabis Product 3	\$ -	\$ -	\$ -	\$ 1,500,000	\$ 2,000,000	\$ 2,500,000	\$ 3,000,000	\$ 9,000,000
Real Estate Project 1	\$ -	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 6,000,000
Real Estate Project 2	\$ -	\$ -	\$ 2,000,000	\$ 2,000,000	\$ 2,000,000	\$ 2,000,000	\$ 2,000,000	\$ 10,000,000
Real Estate Project 2	\$ -	\$ -	\$ -	\$ 3,000,000	\$ 3,000,000	\$ 3,000,000	\$ 3,000,000	\$ 14,100,000
Total Revenue	\$ 1,100,000	\$12,000,000	\$29,000,000	\$55,000,000	\$ 74,000,000	\$ 93,000,000	\$57,000,000	\$ 323,250,000

\$2,000,000 Convertible Note Description

The convertible note is being offered to an accredited, institutional, and corporate investors and business entities.

Total Investment Amount	\$2,000,000
Fractional Investments	\$25,000
Form	Unsecured, Subordinate, Convertible Promissory Note
Annual Interest Rate	Eight percent (8%) simple interest paid semi-annually
Term	Two (2) Years
First payment start date	January 31 st , 2019
Conversion Feature	Converts to Cannabis Media Fund, Inc. Common Stock (the “Securities”) that is priced at \$7.25 per share.
Conversion Options	Option to convert note over the next two years into Cannabis Media Fund, Inc. common stock being offered in the \$10,000,000 Private Offering.

CANNABIS MEDIA FUND, INC.

CMF investors own
Real Estate Limited Partnerships

Investors own 30% equity interest in CMF
70% Owned by Management.

Receive:
Preferential Return
Priority Distribution

Value of CMF common shares projected to grow 10x

- Revenue is generated from: Blaze Now, Branding, Call Center Services, Consulting Services, IP Product Development, Licensing, Marketing, Media and sales.
- Equity ownership in other companies.

Real Estate Company

Intellectual Property Branding,
Product Development

Media Agency

CMF REAL ESTATE 1, LP
Year 2019
Project Cost \$1 M
Project Completion 2019
Revenue 2019 – 2024 **\$6M**

CMF IP Product Lines
Blaze Now
Cannabis Product 1
Cannabis Product 2
Cannabis Product 3

Services
Affiliate Marketing, Call Center Support, Event Marketing, Lead Generation, Influencer Marketing, Media Buying, Sales

CMF REAL ESTATE 2, LP
Year 2020
Project Cost \$5 M
Project Completion 2020
Revenue 2020 – 2024 **\$10M**

Third Party Projects / Companies
Services by Contract, Investments

Internal Marketing
Blaze Now

Clients / Third Party Projects

CMF REAL ESTATE 3, LP
Year 2021
Project Cost \$10M
Project Completion 2021
Revenue 2020 – 2024 **\$14M**

Products / Projects / Services – Revenue Year

- Blaze Now (2018)
- Cannabis Product 1 (2019)
- Cannabis Product 2 (2020)
- Cannabis Product 3 (2021)
- CMF Real Estate 1 (2019)
- CMF Real Estate 2 (2020)
- CMF Real Estate 3 (2021)

- Call Center Services (2019)
- Influencer Marketing (2019)
- Lead Generation (2019)
- Licensing Services (2019)
- Consulting Services (2019)

PRINCIPAL UNITHOLDERS & SHAREHOLDERS
(For Discussion Purposes Only)

The following table sets forth certain information regarding the beneficial ownership of the Company's Common Shares as of May __, 2018, and as adjusted to reflect the sale by the Company of 2_____CMF Common Stock (_____ Shares (30%) of _____ total shares) Offering of \$5,000,000 being offered to investors (not including over-allotments to purchase Additional Shares.)

<u><i>Company Ownership</i></u>	Number of Units Beneficially Owned	Percent of Total Shares
David Goldsmith	-----	----- %
Marketing Completion Fund, Inc.	-----	-----
Dan Oswald	-----	-----
Key Management	-----	-----
Key Management	-----	-----
Note Investors (\$2M)	-----	-----
CMF PPM (\$10M Investors) (1)	-----	-----
Officer Compensation Plan (2)	-----	-----
Incentive Bonus Fund (3)	-----	-----
Employee Option Plan (4)	-----	-----
Stock Treasury (5)	-----	-----
Total	-----	100.00%

1. Assuming complete selling of the _____ CMF Shares being offered to investors, not including over-allotments and Additional Shares.
2. The Officer Compensation Plan consists of _____ Shares and compensates the Officers for services rendered or to be rendered on behalf of the Company. The Company has issued or agreed to issue all _____ Units as of _____, 2018. Officer compensation agreements contain restrictions that grant the Company an option to repurchase unvested Shares in the event of termination of services on behalf of the Company or failure to achieve performance milestones.
3. The Incentive Bonus Fund consists of _____ Shares and provides an incentive to compensate Company employees, advisors, and consultants for services rendered or to be rendered. The Company has issued or agreed to issue all _____ Shares as of _____, 2018. Certain agreements contain restrictions that grant the Company an option to repurchase unvested Shares in the event of termination of services on behalf of the Company or failure to achieve performance milestones.
4. The Company has set aside _____ Shares as the basis of its Employee Option Plan, yet to be established. The Company anticipates that the Employee Option Plan will be formalized within the first full year of operations.
5. The Company plans to offer the _____ Shares in Treasury to raise an additional \$5,000,000 in capital commencing _____, 2018.

Executive Officers

Name	Age	Position Held with Company
David Goldsmith	00	President & CEO
Open	00	CFO
Brad Turner	62	Corporate Finance
Open	70	Financial Public Relations
Open	00	Chief Technology Officer
Open	00	Vice President, Public Relations
Open	00	Vice President, Business Development
Open	00	Vice President, Marketing
Open	00	Vice President, Sales

Compensation Discussion

The Company intends to operate by limiting Officer Compensation in the initial stages of Company operations. The Company intends to increase compensation of Officers to market rates as Company operations are able to support such compensation. At this time, the Company is accruing deferred compensation for Officers and consultants to be paid from a percentage of proceeds provided by offerings the Company has planned. Such compensation from proceeds provided by this Offering is expected to be from \$20,000 to \$120,000 if the maximum Offering is achieved.

As of _____, 2018, no Officer of the Company has been paid salary or received cash compensation in excess of \$_____ for their services rendered on behalf of the Company. Therefore, the "Summary Compensation Table" is omitted.

The Company has issued or agreed to issue _____Shares in its Officer Compensation Plan as of _____, 2018, to compensate the Officers for services rendered or to be rendered on behalf of the Company. Officer compensation agreements contain restrictions that grant the Company an option to repurchase unvested Member Units in the event of termination of services on behalf of the Company or failure to achieve performance milestones.

1. The President and Chief Executive Officer of the Company will earn _____Shares over a three year period – vesting _____, _____, and _____Units in the first, second, and third year respectively.
2. The General Counsel will earn _____Shares over a three year period – vesting 40,000, _____, and _____Shares in the first, second, and third year respectively.
3. Compensation agreements for other Officers provide for the issuance of Shares in equivalent or lesser amounts, and contain similar restrictions and vesting terms.

Options and Warrants

The Company intends to establish option plans for the grant of both incentive and non-qualified options to the Manager, Officers, advisors, consultants, and employees. No option plan has yet been established, and the Company has not yet issued any options to purchase Shares. However, the Company may grant options to purchase Shares.



CANNABIS MEDIA FUND

Capital Raising Services

- Advisors
- Capital Advisory Services
- Business Plan
- Associations and Investment Groups
- Capital Structuring
- Compensation Structuring
- Capital Raising Planning
- Capital Raising Strategy
- Capital Sourcing
- Company Management Team Building
- Consulting
- Corporate Finance
- Deferred Compensation Structuring
- Evaluate Financing Structuring Options
- Financial Projections
 - Review Financial Projections
 - Enhance Financial Projections
 - Improve the projections by identifying additional assumptions
 - Compare key assumptions against external trends, benchmarks and competitive environments (started - on hold)
- Research and analyze competitive companies
- Financing Conferences and Events
- Financial PR
- Hiring Finders
- Investment Document Drafting and Research
- Bank Escrow Agreement
- Broker Dealer Agreement
- Consultants Agreement
- Executive Summary
- Finders Agreement
- Investment Summary
- Investor Direct Mail Drip Campaign
- Quick Look Summary
- Private Placement Memorandum
- Risk Factors
- Selling Agreements
- Syndication Agreement
- Investment Document Drafting and Research
- Term Sheets
- Underwriter Broker Dealer Agreement
- Legal Referral
- Marketing Presentations
- Investor Booklets
- Direct Mail
- Multiple Capital Sourcing Strategy
- Private Equity
- Qualified Investor Leads
- Research
- Script Writing
- Syndication Wholesalers