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Traipse

Virginia, United States

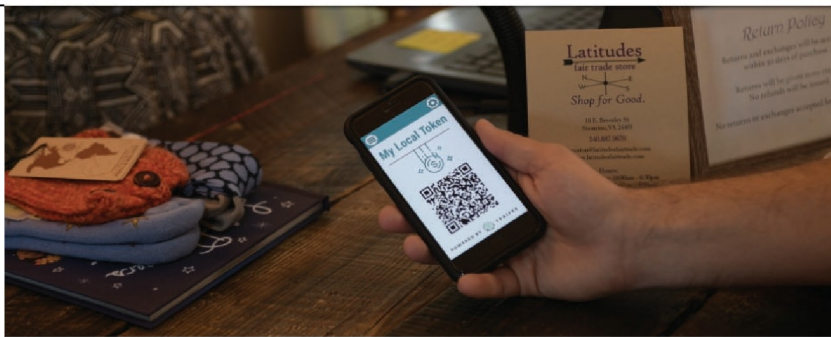
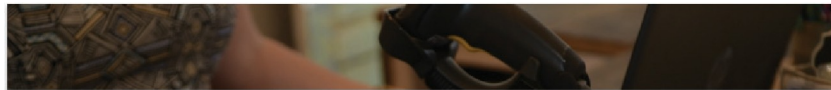
It's harder than ever for local, independent merchants and historic business districts, in a world of chain stores, online shopping, high rents and that was all *before* the global pandemic. We believe that our local-scale economies must be strong and equitable to weather the shocks of a changing world, and that means rebuilding, and in some cases reinventing, the infrastructure of community economic activity. We're helping to foster resilient communities by managing local tourism and economic development organizations (and the locally-owned businesses they represent) the tools they need to survive and thrive.

To that end, we are building My Local Token (MLT), an innovative Main Street transaction platform using a localized currency. MLT promotes historic business districts and independent merchants, replacing plastic gift cards, reducing transaction fees and other "leakages" of capital out of the community, and introduces a flexible loyalty program for local businesses. At the same time, it supports community charitable causes, enables a local safety net for the economically vulnerable, and symbiotically integrates with an existing geolocation gaming ecosystem.

With an eager local test market client and a pipeline of other client communities ready to implement the platform, we're poised to make MLT the currency of local exploration, local commerce, and the local community.

Everyday transactions, and the nature of money itself, are being revolutionized by new technologies. We are seeking your help to harness those innovations to benefit small business rather than further tip the playing field against it before these technologies worsen the inequities in our economy and further drain off the fruits of local enterprise.

Help us build the MLT platform by becoming an investor for as little as \$500! This offering accepts Bitcoin and Ethereum cryptocurrencies.



My Local Token (MLT) offers a comprehensive platform for local transactions, merchant loyalty programs, community organizations, and events, replacing physical gift cards and antiquated loyalty programs with blockchain-powered payments ecosystem.

MLT unique (combines digital payment technology with a social impact/small business focus, a multi-community ecosystem involving local partners, and an existing user base to propel adoption.



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or \$950,000 maximum target

:S300KMINIMUM

Investment Summary

Preferred Stock

Minimum Investm ent! \$500

Pre-MoneyValuation! \$2M (first \$300K); \$3M(next \$650K)

Price: \$0.40 (first \$300K); \$0.52 (next \$650K)

Dividend: 5%

*See [Offering](#) section below for disclosures

Offering

Equity

MylocarToken Developmentl Plan for Traipse .pdf

MLTfor Communities.pdf

Intro to MLT -Video Tran criptLdoo:

MLT Short Pitch -Video TrimScript.dOOQ

My Loc,111 To k nExecSummaryOnr Page.pdf

Traipse Financial Model -Version forOffering.xLSJC

April 2021 MLT Pitch Deck.pdf

UseofFundsNarr tive.pdf

Financial ModelWorks heft Guide. pdf

MLTforInvesto rt_.pdf

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Mission

We at Traipse believe that resilient, sustainable, local-s cak economies are critical to a prosperous future. We know that the presence of stable locally owned businesses is crucial to that economic health and resi liency.



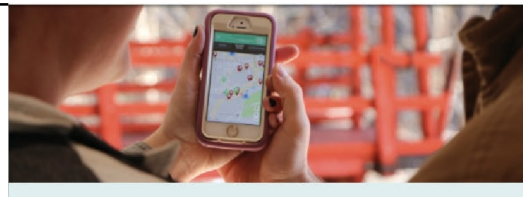
U.S. counties with the highest percentage of loca lly- owned businesses haYe the highest, oustall, economic growth rates.





Capital leaks from communities, though, via transaction fees paid to big banks and profits that go to non-local executives, shareholders, and suppliers. Small businesses often turn to local government and economic development authorities for resources to help boost sales to residents and tourists alike. However, the organizations charged with sustaining local businesses have limited tools at their disposal that are affordable and effective. Particularly as local economies work to recover from the impacts of COVID-19, our solution shines a spotlight on locally owned businesses and gives people new ways to support and engage with their own communities and those they visit.

When people talk about the places they love, both to visit and to live in, the community character brought by locally owned businesses is almost always a top factor. We firmly believe that every community has stories to tell, and much of this heritage revolves around local, independent businesses. The Traipse app has been an effective tool for sharing those community stories with new audiences, fostering through interactive exploration an appreciation for a community's history and diversity as reflected in its business community.



My Local Token (MLT) will build on the success of Traipse to further promote historic business districts as destinations and enhance the competitiveness of independent merchants. MLT will provide independent merchants with affordable tools for loyalty programs, digital gift cards, and digital marketing, helping them compete in an economy dominated by large chains.

It's not only the business owners who benefit; individual users gain means to participate more fully in the local-scale economy without needing a credit card, along with possibilities to earn rewards. MLT will offer an off-the-shelf digital solution for plugging into an ecosystem of local commerce. A community currency offers an adaptable, quantifiable tool with limitless possibilities for user engagement, reminding tourists and locals of their affinity for small business and driving consumer spending toward local



merchants.



My Local Token represents an unprecedented harnessing of five key innovations:

1. Blockchain technology that enables secure digital transactions and remote distribution of alternative currencies, and the ability to limit usage to a (local) subset of economic activity;
2. "Proof-of-Store" advances that make it feasible and sustainable to process every day "micro" transactions on blockchains;
3. Automatically adjusting cryptocurrency stable coins pegged to the US Dollar, which enable a regulatorily compliant local currency platform at scale by avoiding the need to handle Dollars or provide liquidity.
4. Geofencing and geolocation gaming with mobile devices that allow for the mixing of real and virtual worlds
5. Incentivizing mobile gaming activities and user-generated content development with tangible, real-world rewards, tapping an existing user community as early adopters of a local currency

Your investment will build the technology for My Local Token, and establish a lasting positive economic effect on the communities you live in and love to visit.

(We are happy to accept both Bitcoin and Ethereum as payment for shares.)

Watch our pitch video:

https://youtu.be/D_s2Xhd7Cpg

Investment Perks

\$

Investing in Traipse and the My Local Token Project will not only put you on the exclusive list of our very favorite people in the world, it will also get you benefit from the economic resurgence of the supporter of local economies and independent merchants.

Depending on your investment level, you'll get an awesome gift, highlighting the power of Main Street involvement in the development and recognition of the MLT, and recognition of your significant contribution to the future of Downtown Staunton and local economies for years to come.

\$500

Tier 1 - "The Locavore"

Yum!! You put your money where your mouth is--you have an appetite not just for farmers markets, but for vital independent merchants that can hold their own against the big corporate chains.

- Gift package of select delightful delectables from Downtown Staunton, Va. (\$25 value)
- Exclusive Slack channel where investors can participate in ongoing conversation with MLT founders and staff
- Social media shout-out

\$1,000

Tier 2 - "The Pilot Producer"

You know this is a project that will succeed, and you're an iterative behind-the-scenes process as well as a direct participant. Your investment will enable a pilot that is truly "radically inclusive."

- All Tier 1 Perks
- Access to early testing, app versions, etc., with opportunity to give feedback
- Invitation to participate in app development user and/or merchant remote focus groups as appropriate
- \$50 to spend in Downtown Staunton post-launch (or additional items in lieu of gift, if that's the total \$75 value)

\$2,200

Tier 3 – "The Local"

Your investment in Main Street deserves to be recorded for posterity and exclaimed to all! You'll be recognized as a crucial sponsor of this groundbreaking project.

-All Tier 1-2 Perks
-Coffee/Zoom conversation with a founder. (Catch up or get to know us. We've had our heads down working for a while now and need some interaction.)
-Permanent recognition in Staunton (The exact forms to be determined along with local partners, but needless to say visitors to Downtown Staunton will know your name.)

\$10,000

Tier 4 – "The AdVenture Capitalist"

Your investment helps to get us ready to scale out from Staunton to other towns! You know that in order to rebuild and reshape local economies you need to put your money to work at that level.

-All Tier 1-3 Perks
-Assistance with setup and/or administrative fees (up to \$250) for a self-directed IRA. Gain the ability to direct some of your investment away from Wall Street and into Main Street (including this project). Let us connect you with the experts and help you chart a course to feeling better about what your money is doing.
-Opportunity to contribute to design of planned collectible/souvenir bills and/or coins of MLT (Though MLT is primarily virtual, we plan to issue special souvenir versions that feature local landmarks, history, and sponsors.)

\$50,000

Tier 5 – "The Key to the City"

An investment at this level will make you a key to a changed paradigm for Main Street economies, and as such you're entitled to the full experience of the home of our pilot project in the beautiful Shenandoah Valley of Virginia! You'll also have the opportunity to be a key to getting MLT going in your city!

-All Tier 1-4 Perks
-Red Carpet Weekend in Staunton to see MLT in action. This includes two nights at one of Staunton's premier hotels or B&Bs, a performance at the world-renowned American Shakespeare Center's Blackfriars Theatre, meals at award-winning restaurants, and other Staunton highlights--plus the opportunity to experience the unique urban exploration that is Traipse.
-Discount on MLT implementation in your city. Want your Main Street to be the next adopter of MLT? Jump-start the process by earning 20% off of an MLT implementation contract for a local partner organization.

Key Facts & Financials

- 0 Traipse PBC is a Delaware Benefit Corporation, currently with sole founder ownership.
- 0 Our existing app, Traipse, boasts four content developed with local partners across the Mid-Atlantic and a community of 6,500 registered users, who have already demonstrated their interest in exploring historic business districts and supporting independent merchants.
- 0 Our team features expertise in urban planning, local economic development, digital marketing, geolocation gaming, database systems, FinTech regulation, and app development.
- 0 In early 2020 Traipse completed a comprehensive twelve-week accelerator program as part of the third cohort of the SEED SPOT Impact Accelerator, to prepare for the development of My Local Token (MLT) as a new service.

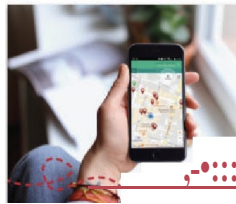
Traipse Financials and CPA Review Report

GJ Amended Articles of Incorporation for ...

- 0 We have a Memorandum of Understanding for an MLT pilot project with an eager local partner in the Staunton (Va.) Downtown Development Association, and a state agency partner in the Virginia Department of Housing and Community Development.
- 0 We project profitability in 2023 on ~\$1.1 million in revenue from MLT implementation, tapping a growing market for area-wide gift card/credit systems and local merchant loyalty programs with a timely solution.

Traipse Story

Since 2014 we at Traipse have been working with local partners to develop and deploy gamified walking tours in historic business districts and other local



Take your
brainf or
a walk.

The Traipse app highlights historic business districts and local cultural assets, while promoting independent merchants.

What users say about Traipse:

"I'm seeing things that I never noticed before."

"It was a really fun afternoon, we were able to discover a lot of new things in a fun way, as we are new to the area. I would love to see Traipse in [my city]."

"Traipse is such a fun idea. Hope you branch out to [my area]. @"

"We had so much fun with this app!! It was a great way to visit new places and learn about the town."

"Fun! I love this app, and look forward to being active in other places."

What local partner/clients say about Traipse:

"Traipse gave us such a great experience! We had a group of young professionals who didn't know much about the area and we stumbled across Traipse as we were looking for ways to make exploring fun. It was a HUGE hit - everyone had an awesome time and was talking about it for days afterward. And the staff couldn't have been any easier to work with. We highly recommend!" -Independent Insurance Agents of Virginia following an event in Staunton

"Traipse offered an innovative solution to drive economic activity throughout the downtown area and beyond the main shopping street. The program offered measurable results and opportunities for business owners to track the traffic they received directly as a result of the app. It was a flexible program that we used with different groups ranging from tourists to conference attendees to a local chamber of commerce leadership group." - Jennifer Bell, Tourism Manager, City of Harrisonburg, Va.



Conference attendees enjoy a Traipse tour in Downtown Staunton, Virginia

A Happy Coincidence of Client Need and Business Ambition

Along the way as Traipse grew we had many interactions with locally-owned small businesses. We also got to know even better the local tourism agencies and business development organizations that support them, with few effective or quantifiable tools at their disposal. We increasingly saw a need for something more.

We've always planned to build an incentive mechanism within the Traipse app to reward users and content creators, but hadn't yet been able to implement that system. Meanwhile, one of our local partners came to us asking for help to improve their downtown gift card and small business discount program. As we discussed their needs and began speaking with other clients about what we were working on, the unbridled enthusiasm we received in response to the project made us realize that we had just discovered a large, untapped opportunity.



We have a keen awareness of the competing demands on local government leaders and staff, and have designed solutions that not only address established needs, but provide quantitative information on community impacts. We have existing public- and nonprofit-sector clients in communities small and large across the Mid-Atlantic, including one that is ready and eager to be the test market for My Local Token. We have established credibility, networks, and sales pipelines in this region and beyond.

We have on our team decades of marketing experience in the local cultural space, decades of urban planning and economic development experience at the local and regional levels, and a proven ability to develop and iterate an effective, popular product. We have an existing community of more than 6,500 users of our gamified tour app Traipse - people who have already demonstrated their interest in exploring historic business districts and supporting independent merchants.



In the last several months, we have learned that in many ways the large-scale institutions we have trusted to keep us safe and prosperous are on shaky footing, and that when they do try to help it seems like the people who benefit are the people who need it the least. Our company mission of supporting local merchants and business districts, and strengthening the connection people feel to those businesses and places, could not be better suited to this moment in our country's history.

We are uniquely positioned to shape the future of communities such that local economies are more resilient and economic benefits are more equitably shared. It won't be easy, but we don't think it's hyperbole to say that our collective future depends on it, and that platforms like My Local Token will play an important part in achieving that vision.

The Founders



Darren Smith
Founder/CEO

Former urban planning/economic development professional; experience in policy, advocacy, technical assistance, and grants.
[linkedin.com/in/local/darren](https://www.linkedin.com/in/local/darren)

The Team

**Austin Auclair**

VP of Creative Content
Digital marketing executive with 18+ years of marketing and communications experience.
linkedin.com/in/austin-auclair-b578f75

Michael Jacobides

VP of Strategy
Chair of Entrepreneurship & Innovation, Professor of Strategy, MIT London Business School; Academic Lead in MIT's Digital Economic Forum
Digital Platform & Ecosystems project.

Daniel Wright

Director of Technology Adviser
Experienced developer, senior administrator, and researcher; Library and Information Science PhD with expertise in high-performance computing, database systems, and application development.

Christina Cain

Adviser, Community Economic Development & Finance
Chief Executive Officer at Affinity Capital Union in Itasca, NY; previously Executive Director of the Stamford City of Stamford Community Fund, a regional economic development nonprofit. He works at the local level with community development, social enterprise, and other initiatives.

AnnMarie Flamenco

Brand Strategist
Founder and Creative Director of Brand Standard, a holistic brand experience agency; works with companies and organizations to build vibrant brand identities; specializes in physical and digital brand touchpoints, making the brand relevant for customers, employees, and shareholders.

Jenny Kassan

Counselor for Capital
Over 25 years of experience as an attorney and advisor for minority-owned enterprises; J.D. from Yale Law School and Masters degree in City and Regional Planning from the University of California at Berkeley; served on the Securities and Exchange Commission Advisory Committee on Small and Emerging Companies; co-founder of Crowd Fund Mainstreet and the Force for Good Fund; President of Community Ventures, a nonprofit organization dedicated to promoting the economic and social development of communities; co-founder of the Sustainable Economic Literacy Center.

Darius Hinton

Adviser, Accounting and Finance
CPA/CMA/MBAs; owner and manager of SD Financial Services; over 20 years in financial management and strategy development in the

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CPA/CMA/MBAs; owner and manager of SD Financial Services; over 20 years in financial management and strategy development in the

Bob Visnov

Adviser, Blockchain Technologies
Senior entrepreneur, digital technologist, strategic advisor, providing C-level business insight, planning, architecture, technical and operational consulting services for web startups and larger organizations; deep experience with fintech, full stack architectures, mobile development, cloud infrastructure, large data environments, information security, and operational processes.

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