

**Offering Memorandum: Part II of Offering Document (Exhibit A to Form C)**

Reset IV Inc.  
1775 Village Center Circle, Suite 110  
Las Vegas, NV 89134  
[www.resetiv.com](http://www.resetiv.com)

Up to \$1,069,999.84 in Common Stock at \$1.04  
Minimum Target Amount: \$9,999.60

A crowdfunding investment involves risk. You should not invest any funds in this offering unless you can afford to lose your entire investment.

In making an investment decision, investors must rely on their own examination of the issuer and the terms of the offering, including the merits and risks involved. These securities have not been recommended or approved by any federal or state securities commission or regulatory authority. Furthermore, these authorities have not passed upon the accuracy or adequacy of this document.

The U.S. Securities and Exchange Commission does not pass upon the merits of any securities offered or the terms of the offering, nor does it pass upon the accuracy or completeness of any offering document or literature.

These securities are offered under an exemption from registration; however, the U.S. Securities and Exchange Commission has not made an independent determination that these securities are exempt from registration.

## Company:

**Company:** Reset IV Inc.

**Address:** 1775 Village Center Circle, Suite 110, Las Vegas, NV 89134

**State of Incorporation:** DE

**Date Incorporated:** October 31, 2017

## Terms:

### Equity

**Offering Minimum:** \$9,999.60 | 9,615 shares of Common Stock

**Offering Maximum:** \$1,069,999.84 | 1,028,846 shares of Common Stock

**Type of Security Offered:** Common Stock

**Purchase Price of Security Offered:** \$1.04

**Minimum Investment Amount (per investor):** \$100.88

*\*Maximum Number of Shares Offered subject to adjustment for bonus shares. See Bonus info below.*

### Company Perks\*

#### *All Investor Owners Club*

5% lifetime discount on product

Early access to products

Private owners group

#### *Early Bird*

First 4 days - Friends and Family Early Birds | 10% bonus shares

Next 5 days - Early Bird Bonus | 5% bonus shares

#### *Volume*

\$500+ LIFETIME 10% off

\$1,000 (Tier 2 perk) + 2% bonus shares + Swag + LIFETIME 15% off orders

\$2,500+ (Tier 3 perk) + 5% bonus shares + priority scheduling over other clients

\$5,000+ (Tier 4 perk) + 8% bonus shares

\$20,000+ (Final Tier) + 15% bonus shares

*\*All perks occur when the offering is completed.*

### The 10% Bonus for StartEngine Shareholders



Reset IV, Inc. will offer 10% additional bonus shares for all investments that are committed by investors that are eligible for the StartEngine Crowdfunding Inc. OWNER's bonus.

This means eligible StartEngine shareholders will receive a 10% bonus for any shares they purchase in this offering. For example, if you buy 100 shares of Common Stock at \$1.04 / share, you will receive 110 Common Stock, meaning you'll own 110 shares for \$104. Fractional shares will not be distributed and share bonuses will be determined by rounding down to the nearest whole share.

This 10% Bonus is only valid during the investors eligibility period. Investors eligible for this bonus will also have priority if they are on a waitlist to invest and the company surpasses its maximum funding goal. They will have the first opportunity to invest should room in the offering become available if prior investments are cancelled or fail.

Investors will only receive a single bonus, which will be the highest bonus rate they are eligible for.

## **The Company and its Business**

### *Company Overview*

Reset IV, Inc. (Delaware) (also referred to as “we”, “us”, “our”, or “Company”) was formed under the state laws of Delaware, to operate as the parent company to the Reset IV brand.

We are an on-demand, mobile infusion company. We allow people to order infusion services from our website or by phone. We dispatch medical professionals to customers' homes, hotel rooms, offices, etc. Our cliental includes a vast array of customers, from the average "joe" to the ultra-wealthy, including celebrities.

Although Reset IV, Inc. is involved in healthcare delivery, it is not owned by a physician. Since each state has its own Corporate Practice of Medicine Laws, the corporate structure and relationship of Reset IV and between its healthcare partners varies by State.

In California and Nevada (states that have Corporate Practice of Medicine laws) the Reset IV entities act as a management company in the form of a Management Services Organization (“MSO”) for the medical company (the PLLC owned by a physician or Nurse Practitioner), providing HR services, marketing services, accounting services, and other management related services. All the nurses, nurse practitioners, and other medical personnel work for the medical company and all medical services are carried out by the medical company. In addition, all fees from clients are collected by and paid to the medical company. In these states, the MSO collects a management fee from the medical company as a percentage of net revenue collected, typically around 70% of the gross revenue. There is Management Service Agreement (“MSA”) that exists between the medical company, and Reset IV in these states that provide for all medical-related expenses (medical personnel payroll, medical supplies, and

medications, etc.) to be provided by the Medical Company.

In Florida (where the Corporate Practice of Medicine allows for it), Reset IV is the sole company, and all medical personnel work for Reset IV and Reset IV collects 100% of sales revenue and pays 100% of expenses.

**The parent companies ownership structure of these subsidiaries is as follow:**

California: 94.5% (In addition, the Physician that owns the medical practice in this state has a buyout clause in the MSA that in the event that Reset IV, LLC California is sold while the MSA is in effect, Reset IV LLC California is required to "buyout" the medical practice from the MSA at 5% of the purchase price)

Nevada: 74.8% (In addition, the Nurse Practitioner that owns the medical practice in this state has a buyout clause in the MSA that in the event that Reset IV, LLC Nevada is sold while the MSA is in effect, Reset IV LLC Nevada is required to "buyout" the medical practice from the MSA at 5% of the purchase price)

Florida: 99%

In future states, the plan is for Reset IV, Inc. (Delaware) to own 98-100% of the Reset IV, LLC as subsidiaries in those states. We plan to partner with someone locally in different states with local relationships to help grow the brand in those states. We will likely offer them a small percentage of the company in exchange for their efforts. This would be why Reset IV would own 98-100% of future states.

Reset IV, Inc. (Delaware) owns the Reset IV trademarked brand, as well as the website and other brand assets. The Delaware corp also manages the operations of each Reset IV state subsidiary; currently in California, Nevada, and Florida. In exchange for the rights to use the Reset IV brand, website, and brand assets, and as payment for managing its operations, each Reset IV state subsidiary pays a monthly management fee of 5% of net sales to the Reset IV Delaware corporation.

*Competitors and Industry*

The IV Doc- Completely mobile like us and located in approximately 23 cities (including the cities in which we currently operate) in the United States and abroad. Our largest international competitor. Longest in the business, since about 2012.

Drip Hydration- Located mostly in California. Completely mobile. Not open 24 hours. Also have locations in New York, Ibiza, and a few other cities.

Hangover Heaven- Located only in Las Vegas. The largest competitor in Las Vegas. Been around since 2011.

Reviv- Mostly storefront/clinic-based model. Also can do mobile, but not core business. A large company with locations around the world.

The industry is mostly clinic/storefront based models. We believe the future is on-demand/concierge-like other service offerings.

To the best of our knowledge, the only two other decently sized mobile-only iv companies on a national/international level are Drip Hydration and The IV Doc.

### *Current Stage and Roadmap*

Our Company has been in existence for over two years. We currently have subsidiaries operating in 6 cities and 3 states and have treated over 13,000 clients. We plan on opening this year in more cities within California, as well as expanding to another state. The next steps are to open subsidiaries in more states and cities.

## **The Team**

### **Officers and Directors**

**Name:** Daniel Rubenstein

Daniel Rubenstein's current primary role is with the Issuer.

Positions and offices currently held with the issuer:

- **Position:** Chief Executive Officer; Director  
**Dates of Service:** October 31, 2017 - Present  
**Responsibilities:** Growth strategy, management, financial oversight, legal oversight, technology oversight and guidance, and marketing, oversight and guidance. Daniel's compensation is \$5,000/month salary.

Other business experience in the past three years:

- **Employer:** Prestige Sourcing Group, LLC  
**Title:** Chief Operating Officer  
**Dates of Service:** September 15, 2014 - Present  
**Responsibilities:** Project management, employee/contractor oversight, factory sourcing and oversight, and client management.

Other business experience in the past three years:

- **Employer:** Community Kollel Of Las Vegas  
**Title:** Jewish Outreach and Education  
**Dates of Service:** May 15, 2014 - Present  
**Responsibilities:** Giving classes to Jewish adults on Jewish philosophy, laws, and history.

**Name:** Elisheva Rubenstein

Elisheva Rubenstein's current primary role is with Prestige Sourcing Group, LLC. Elisheva Rubenstein currently services 1 hours per week in their role with the Issuer.

Positions and offices currently held with the issuer:

- **Position:** Secretary  
**Dates of Service:** January 01, 2019 - Present  
**Responsibilities:** Signing off on meeting minutes and bylaws. Elisheva does not currently take a salary from the Company.

Other business experience in the past three years:

- **Employer:** Prestige Sourcing Group, LLC  
**Title:** Chief Executive Officer  
**Dates of Service:** December 25, 2014 - Present  
**Responsibilities:** Strategy and oversight of business development.

Other business experience in the past three years:

- **Employer:** Steinberg Diagnostics Medical Imaging  
**Title:** Per-Diem Radiologic Technologist  
**Dates of Service:** October 15, 2017 - Present  
**Responsibilities:** Taking X-rays of patients

**Name:** Lori Parks

Lori Parks's current primary role is with the Issuer.

Positions and offices currently held with the issuer:

- **Position:** Treasurer  
**Dates of Service:** January 01, 2019 - Present  
**Responsibilities:** Financial oversight; Lori receives an hourly consulting fee from the Company.
- **Position:** Controller  
**Dates of Service:** May 25, 2018 - Present  
**Responsibilities:** Manage company books and finances; Lori receives an hourly consulting fee from the Company.

## Risk Factors

The SEC requires the company to identify risks that are specific to its business and its financial condition. The company is still subject to all the same risks that all companies in its business, and all companies in the economy, are exposed to. These include risks relating to economic downturns, political and economic events and technological developments (such as hacking and the ability to prevent hacking). Additionally, early-stage companies are inherently more risky than more developed

companies. You should consider general risks as well as specific risks when deciding whether to invest.

These are the risks that relate to the Company:

***Uncertain Risk***

An investment in the Company involves a high degree of risk and should only be considered by those who can afford the loss of their entire investment. Furthermore, the purchase of any of the Common Stock should only be undertaken by persons whose financial resources are sufficient to enable them to indefinitely retain an illiquid investment. Each investor in the Company should consider all of the information provided to such potential investor regarding the Company as well as the following risk factors, in addition to the other information listed in the Company's Form C. The following risk factors are not intended, and shall not be deemed to be, a complete description of the commercial and other risks inherent in the investment in the Company.

***Our business projections are only projections***

There can be no assurance that the Company will meet our projections. There can be no assurance that the Company will be able to find sufficient demand for our service, that people think it's a better option than competing services, or that we will be able to provide the service at a level that allows the Company to make a profit and still attract business.

***Any valuation at this stage is difficult to assess***

The valuation for the offering was established by the Company. Unlike listed companies that are valued publicly through market-driven stock prices, the valuation of private companies, especially startups, is difficult to assess and you may risk overpaying for your investment.

***The transferability of the Securities you are buying is limited***

Any common stock purchased through this crowdfunding campaign is subject to SEC limitations of transfer. This means that the stock/note that you purchase cannot be resold for a period of one year. The exception to this rule is if you are transferring the stock back to the Company, to an "accredited investor," as part of an offering registered with the Commission, to a member of your family, a trust created for the benefit of your family, or in connection with your death or divorce.

***Your investment could be illiquid for a long time***

You should be prepared to hold this investment for several years or longer. For the 12 months following your investment, there will be restrictions on how you can resell the securities you receive. More importantly, there is no established market for these securities and there may never be one. As a result, if you decide to sell these securities in the future, you may not be able to find a buyer. The Company may be acquired by an existing player in the medical industry. However, that may never happen or it may happen at a price that results in you losing money on this investment.

***We may not have enough capital as needed and may be required to raise more capital.***

We anticipate needing access to credit in order to support our working capital requirements as we grow. Although interest rates are low, it is still a difficult environment for obtaining credit on favorable terms. If we cannot obtain credit when we need it, we could be forced to raise additional equity capital, modify our growth plans, or take some other action. Issuing more equity may require bringing on additional investors. Securing these additional investors could require pricing our equity below its current price. If so, your investment could lose value as a result of this additional dilution. In addition, even if the equity is not priced lower, your ownership percentage would be decreased with the addition of more investors. If we are unable to find additional investors willing to provide capital, then it is possible that we will choose to cease our sales activity. In that case, the only asset remaining to generate a return on your investment could be our intellectual property. Even if we are not forced to cease our sales activity, the unavailability of credit could result in the Company performing below expectations, which could adversely impact the value of your investment.

***Terms of subsequent financings may adversely impact your investment***

We will likely need to engage in common equity, debt, or preferred stock financings in the future, which may reduce the value of your investment in the Common Stock. Interest on debt securities could increase costs and negatively impact operating results. Preferred stock could be issued in series from time to time with such designation, rights, preferences, and limitations as needed to raise capital. The terms of preferred stock could be more advantageous to those investors than to the holders of Common Stock. In addition, if we need to raise more equity capital from the sale of Common Stock, institutional or other investors may negotiate terms that are likely to be more favorable than the terms of your investment, and possibly a lower purchase price per share.

***Management Discretion as to Use of Proceeds***

Our success will be substantially dependent upon the discretion and judgment of our management team with respect to the application and allocation of the proceeds of this Offering. The use of proceeds described below is an estimate based on our current business plan. We, however, may find it necessary or advisable to re-allocate portions of the net proceeds reserved for one category to another, and we will have broad discretion in doing so.

***Projections: Forward Looking Information***

Any projections or forward-looking statements regarding our anticipated financial or operational performance are hypothetical and are based on management's best estimate of the probable results of our operations and will not have been reviewed by our independent accountants. These projections will be based on assumptions that management believes are reasonable. Some assumptions invariably will not materialize due to unanticipated events and circumstances beyond management's control. Therefore, actual results of operations will vary from such projections, and such variances may be material. Any projected results cannot be guaranteed.

***Minority Holder; Securities with Voting Rights***

The Common Stock that an investor is buying has voting rights attached to them. However, you will be part of the minority shareholders of the Company and therefore will have a limited ability to influence management's decisions on how to run the business. You are trusting in management discretion in making good business decisions that will grow your investments. Furthermore, in the event of a liquidation of our company, you will only be paid out if there is any cash remaining after all of the creditors of our company have been paid out.

***You are trusting that management will make the best decision for the company***

You are trusting in management discretion. You are buying securities as a minority holder, and therefore must trust the management of the Company to make good business decisions that grow your investment.

***This offering involves "rolling closings," which may mean that earlier investors may not have the benefit of information that later investors have.***

Once we meet our target amount for this offering, we may request that StartEngine instruct the escrow agent to disburse offering funds to us. At that point, investors whose subscription agreements have been accepted will become our investors. All early-stage companies are subject to a number of risks and uncertainties, and it is not uncommon for material changes to be made to the offering terms, or to companies' businesses, plans or prospects, sometimes on short notice. When such changes happen during the course of an offering, we must file an amended to our Form C with the SEC, and investors whose subscriptions have not yet been accepted will have the right to withdraw their subscriptions and get their money back. Investors whose subscriptions have already been accepted, however, will already be our investors and will have no such right.

***Our new product could fail to achieve the sales projections we expected***

Our growth projections are based on an assumption that with an increased advertising and marketing budget our products will be able to gain further traction in the current marketplace at a faster rate than our current services have, and gain traction in additional cities. It is possible that our new services will fail to gain market acceptance for any number of reasons. If the new services fail to achieve significant sales and acceptance in these marketplaces, this could materially and adversely impact the value of your investment.

***We face significant market competition***

We will compete with larger, more established companies that currently have services on the market and/or various respective service development programs. They may have much better financial means and marketing/sales and human resources than us. They may succeed in developing and marketing competing equivalent services earlier than us, or superior service than those developed by us. There can be no assurance that competitors will render our technology or services obsolete or that the services offered by us will be preferred to any existing or newly developed technologies. It should further be assumed that competition will intensify.

***We are competing against other recreational activities***

Although we are a unique company that caters to a select market, we do compete against other recreational activities. Our business growth depends on the market interest in the Company over other activities.

***Our trademarks, copyrights and other intellectual property could be unenforceable or ineffective***

Intellectual property is a complex field of law in which few things are certain. It is possible that competitors will be able to design around our intellectual property, find prior art to invalidate it, or render the patents unenforceable through some other mechanism. If competitors are able to bypass our trademark and copyright protection without obtaining a sublicense, it is likely that the Company's value will be materially and adversely impacted. This could also impair the Company's ability to compete in the marketplace. Moreover, if our trademarks and copyrights are deemed unenforceable, the Company will almost certainly lose any potential revenue it might be able to raise by entering into sublicenses. This would cut off a significant potential revenue stream for the Company.

***The cost of enforcing our trademarks and copyrights could prevent us from enforcing them***

Trademark and copyright litigation has become extremely expensive. Even if we believe that a competitor is infringing on one or more of our trademarks or copyrights, we might choose not to file suit because we lack the cash to successfully prosecute a multi-year litigation with an uncertain outcome; or because we believe that the cost of enforcing our trademark(s) or copyright(s) outweighs the value of winning the suit in light of the risks and consequences of losing it; or for some other reason. Choosing not to enforce our trademark(s) or copyright(s) could have adverse consequences for the Company, including undermining the credibility of our intellectual property, reducing our ability to enter into sublicenses, and weakening our attempts to prevent competitors from entering the market. As a result, if we are unable to enforce our trademark(s) or copyright(s) because of the cost of enforcement, your investment in the Company could be significantly and adversely affected.

***The loss of one or more of our key personnel, or our failure to attract and retain other highly qualified personnel in the future, could harm our business***

To be successful, the Company requires capable people to run its day to day operations. As the Company grows, it will need to attract and hire additional employees in sales, marketing, design, development, operations, finance, legal, human resources, and other areas. Depending on the economic environment and the Company's performance, we may not be able to locate or attract qualified individuals for such positions when we need them. We may also make hiring mistakes, which can be costly in terms of resources spent in recruiting, hiring and investing in the incorrect individual and in the time delay in locating the right employee fit. If we are unable to attract, hire and retain the right talent or make too many hiring mistakes, it is likely our business will suffer from not having the right employees in the right positions at the right time. This would likely adversely impact the value of your investment.



***Our ability to sell our product or service is dependent on outside government regulation which can be subject to change at any time***

Our ability to sell our product is dependent on the outside government regulation such as the FDA (Food and Drug Administration), FTC (Federal Trade Commission) and other relevant government laws and regulations. The laws and regulations concerning the selling of our services, and our current business model may be subject to change and if they do then the selling of our services may no longer be in the best interest of the Company. At such point, the Company may no longer want to offer this service and therefore your investment in the Company may be affected.

***We rely on third parties to provide services essential to the success of our business***

We rely on third parties to provide a variety of essential business functions for us, including medical services. It is possible that some of these third parties will fail to perform their services or will perform them in an unacceptable manner. It is possible that we will experience delays, defects, errors, or other problems with their work that will materially impact our operations and we may have little or no recourse to recover damages for these losses. A disruption in these key or other suppliers' operations could materially and adversely affect our business. As a result, your investment could be adversely impacted by our reliance on third parties and their performance.

***The Company is vulnerable to hackers and cyber-attacks***

As an internet-based business, we may be vulnerable to hackers who may access the data of our investors and the issuer companies that utilize our platform. Further, we rely on a third-party technology provider to provide some of our back-up technology. Any disruptions of services or cyber-attacks either on our technology provider could harm our reputation and materially negatively impact our financial condition and business.

***Regulatory Restrictions***

Each state has its own laws addressing the Corporate Practice of Medicine that vary in its discussion and enforcement of these laws. In addition, each state varies in the authority given to Registered Nurses and Nurse Practitioners, as well as the requirements for the practice and reliance on telehealth. We will be required to structure our company in each state in a way the complies with the laws in each State. The different structures may affect our ability to operate in these states, as well as the level of profitability in these states. We are operating at the forefront of the merge between technology and the slowly evolving health care laws to support the advancement of technology and its role in healthcare. We may find ourselves in some states ahead of this evolution in local healthcare laws. This may affect the way we operate in some states

## Ownership and Capital Structure; Rights of the Securities

### Ownership

The following table sets forth information regarding beneficial ownership of the company's holders of 20% or more of any class of voting securities as of the date of this Offering Statement filing.

Stockholder Name	Number of Securities Owned	Type of Security Owned	Percentage
Daniel Rubenstein	9,533,700	Common Stock	99.0

### The Company's Securities

The Company has authorized equity stock. As part of the Regulation Crowdfunding raise, the Company will be offering up to 1,028,846 of Common Stock.

#### *Common Stock*

The amount of security authorized is 50,000,000 with a total of 9,630,000 outstanding.

#### *Voting Rights*

One vote per share on all matters that common shareholders are allowed to vote on.

#### *Material Rights*

There are no material rights associated with Common Stock.

### What it means to be a minority holder

As a minority holder of Common Stock of the Company, you will have limited rights in regards to the corporate actions of the Company, including additional issuances of securities, company repurchases of securities, a sale of the Company or its significant assets, or company transactions with related parties. Further, investors in this offering may have rights less than those of other investors and will have limited influence on the corporate actions of the Company.

### Dilution

Investors should understand the potential for dilution. The investor's stake in a company could be diluted due to the company issuing additional shares. In other words, when the company issues more shares, the percentage of the company that you own will go down, even though the value of the company may go up. You will own a smaller piece of a larger company. This increase in the number of shares outstanding could result from a stock offering (such as an initial public offering, another crowdfunding round, a venture capital round, angel investment), employees exercising stock options, or by conversion of certain instruments (e.g. convertible bonds, preferred shares or warrants) into stock. If the company decides to issue more shares, an investor could experience value dilution, with each share being worthless

than before, and control dilution, with the total percentage an investor owns being less than before. There may also be earnings dilution, with a reduction in the amount earned per share (though this typically occurs only if the company offers dividends, and most early-stage companies are unlikely to offer dividends, preferring to invest any earnings into the company).

## Transferability of securities

For a year, the securities can only be resold:

- In an IPO;
- To the company;
- To an accredited investor; and
- To a member of the family of the purchaser or the equivalent, to a trust controlled by the purchaser, to a trust created for the benefit of a member of the family of the purchaser or the equivalent, or in connection with the death or divorce of the purchaser or other similar circumstance.

## Recent Offerings of Securities

We have made the following issuances of securities within the last three years:

- **Name:** Reset IV, Inc. (Delaware) Common Stock  
**Type of security sold:** Equity  
**Final amount sold:** \$7,129.65  
**Number of Securities Sold:** 2,288,618  
**Use of proceeds:** Organizational expenses, start-up costs, and general operating expenses for Reset IV, LLC (Delaware)  
**Date:** December 31, 2017  
**Offering exemption relied upon:** Section 4(a)(2)
- **Name:** Reset IV, Inc. (Delaware) Common Stock  
**Type of security sold:** Equity  
**Final amount sold:** \$7,332.22  
**Number of Securities Sold:** 2,353,643  
**Use of proceeds:** Organizational expenses, start-up costs, and general operating expenses for Reset IV, LLC (Delaware)  
**Date:** December 31, 2018  
**Offering exemption relied upon:** Section 4(a)(2)
- **Name:** Reset IV, Inc. (Delaware) Common Stock  
**Type of security sold:** Equity  
**Final amount sold:** \$15,538.13  
**Number of Securities Sold:** 4,987,739  
**Use of proceeds:** Organizational expenses, start-up costs, and general operating

expenses for Reset IV, LLC (Delaware)

**Date:** December 31, 2019

**Offering exemption relied upon:** Section 4(a)(2)

- **Name:** Reset IV, LLC (Nevada) Membership Interest  
**Type of security sold:** Equity  
**Final amount sold:** \$134.00  
**Number of Securities Sold:** 134  
**Use of proceeds:** Organizational expenses for Reset IV, LLC (Nevada)  
**Date:** December 31, 2017  
**Offering exemption relied upon:** Section 4(a)(2)
- **Name:** Reset IV, LLC (Nevada) Membership Interest  
**Type of security sold:** Equity  
**Final amount sold:** \$6,139.00  
**Number of Securities Sold:** 6,139  
**Use of proceeds:** Operating expenses for Reset IV, LLC (Nevada)  
**Date:** December 31, 2018  
**Offering exemption relied upon:** Section 4(a)(2)
- **Name:** Reset IV, LLC (Florida) Membership Interest  
**Type of security sold:** Equity  
**Final amount sold:** \$100.00  
**Number of Securities Sold:** 100  
**Use of proceeds:** Organizational expenses for Reset IV, LLC (Florida)  
**Date:** December 31, 2018  
**Offering exemption relied upon:** Section 4(a)(2)

## Financial Condition and Results of Operations

### Financial Condition

*You should read the following discussion and analysis of our financial condition and results of our operations together with our financial statements and related notes appearing at the end of this Offering Memorandum. This discussion contains forward-looking statements reflecting our current expectations that involve risks and uncertainties. Actual results and the timing of events may differ materially from those contained in these forward-looking statements due to a number of factors, including those discussed in the section entitled "Risk Factors" and elsewhere in this Offering Memorandum.*

### Results of Operations

Circumstances which led to the performance of financial statements:

Year ended December 31, 2019 compared to year ended December 31, 2018 Reset IV, LLC

#### Revenue

The Company was formed under the state laws of Delaware on October 31, 2017, to operate as the parent company to the Reset IV brand. During this developmental period, the Company did not report any revenues.

On January 1, 2019, the Company acquired a majority interest in Reset IV, LLC (Nevada) and Reset IV, LLC (Florida). Reset IV, LLC (Nevada) was formed under the state laws of Nevada on August 16, 2017. Following the initial setup period, the Company began providing management and administration services to healthcare companies in October 2017. Reset IV, LLC (Florida) was formed under the state laws of Florida on May 4, 2018. After a period of company organization, hiring medical professionals, and setting up suppliers, the Company began advertising and providing IV services to customers in September 2018.

Immediately as a result of the Nevada and Florida acquisitions, the Company began recognizing revenue in the form of customer sales and management fees. Accordingly, revenue for the year ended 2019 was \$1,442,423 as compared to \$0 during 2018.

#### Cost of sales

Cost of sales in 2019 was \$227,698, a 100% increase over costs of sales during 2018. The increase was directly related to the acquisition of the Nevada and Florida operations in January 2019. Our cost of goods sold includes treatment supplies, vitamins, medications, and direct nursing labor.

#### Gross margins

During 2019, our gross profit was \$1,214,725, or 84% of net revenue as compared to \$0 during 2018. This increase is directly related to the acquisition of the Nevada and Florida operations in January 2019.

#### Expenses

The Company's operating expenses consisted of general and administrative expenses in the amount of \$582,425 in 2019 compared to \$6,464 in 2018. This increase directly relates to the acquisition of the Las Vegas and South Florida operations in January 2019. During 2019 the major components of our general and administrative expenses were customer service and administrative staff in the amount of \$77,583, medical providers in the amount of \$43,350, and occupancy expenses in the amount of \$60,918. In addition, during 2019 the Company loaned money to a Nevada medical company for cost of goods sold and general operating expenses. In June 2019, the medical company ceased operations and the outstanding balance of \$230,853 was deemed uncollectable and written off as a bad debt. This loss accounts for 39% of our total general and administration expenses. By contrast, during 2018 the Company was dedicated to (1) market research, (2) developing best practices in compliance with

applicable regulations and oversight boards, and (3) developing our trademark, website, and brand.

The Company also incurred sales and marketing expenses in the amount of \$612,853 in 2019 compared to \$0 in 2018. During 2019, our major marketing expenses included (1) search marketing, (2) influencer marketing, (3) social media marketing, (4) event marketing, (5) promotional marketing, and (6) email marketing in our Las Vegas and South Florida markets.

During 2019, the Company earned interest income in the amount of \$9,103 as compared to \$0 in 2018. During 2019 the Company loaned money to a Nevada medical company for cost of goods sold and general operating expenses. The advances were borrowed at an interest rate of 10%, unsecured, and due on demand. In June 2019, the medical company ceased operations and the outstanding balance of \$230,853 was deemed uncollectable and written off as a bad debt.

Interest expense during the year ended 2019 was \$4,074 compared to \$29 during 2018. This increase relates to advances received from a shareholder during 2019 for general and administrative purposes. The advances are borrowed at an interest rate of 10%, unsecured, and due on demand. As of December 31, 2019, the outstanding balance of the note and accrued interest was \$26,262. During the year ended 2019, interest expense on the shareholder advances accounted for \$2,922 of the total interest incurred during the period.

#### **Historical results and cash flows:**

On January 1, 2019, the Company acquired a majority interest in the Los Angeles, Las Vegas and South Florida operations. Immediately as a result of these acquisitions, the Company began recognizing revenue in the form of customer sales and corporate management fees.

South Florida and Las Vegas began operations prior to 2019 and in 2020 will be entering their second and third full years of providing services, respectively. In January 2020, we began offering services in the Los Angeles market. With the expansion of our brand into California and the maturity of our brands in Nevada and Florida, we anticipate sales growth in the future.

During 2019 the Company recorded bad debt expense in the amount of \$230,853. This loss had a significant negative effect on our 2019 operations and accounted for 19% of our total operating expenses. This extraordinary item is isolated to our 2019 financials and not a recurring or anticipated expense in the future.

In March 2020, the Coronavirus Disease 2019 (COVID-19) pandemic forced most municipalities throughout our markets to shut down non-essential businesses. As healthcare providers, the Company and its medical partners feel fortunate to support consumers during this global pandemic. We remain open and operating 24 hours a day, 7 days a week providing medical support within our local communities. And now more than ever when leaving the house is not an option for most consumers, our

mobile business model provides an incredible opportunity to help. Although the financial impact of COVID-19 remains unknown, we are hopeful that we can capture this unexpected opportunity to assist the medical community by offering an alternative resource to overcrowded critical care facilities.

Based on the historical operations in our existing markets, we believe that our major operating expenses in the future will include cost of goods sold and marketing expenses. In addition to these major operating expenses, we also project spending a significant amount of resources toward growth and development in new territories. We see the investment in new locations as an opportunity to add additional revenue streams while expanding our brand into new markets under an efficient and low-risk model.

## **Liquidity and Capital Resources**

**What capital resources are currently available to the Company? (Cash on hand, existing lines of credit, shareholder loans, etc...)**

Our current collective capital resources include cash on hand, cash flow generated from operating activities, access to revolving lines of credit with US Bank totaling \$50,000, with a current outstanding balance of \$0, access to shareholder loans, and proceeds from the sale of our capital stock.

**How do the funds of this campaign factor into your financial resources? (Are these funds critical to your company operations? Or do you have other funds or capital resources available?)**

The funds from this campaign are not critical to the Company's operations but would help the expansion and growth of the Company. Specifically, the funds generated from this campaign will empower us to increase our marketing spend resulting in increased brand awareness, increased market share, and increased sales volume in our current locations.

As healthcare providers, the Company and its medical partners are fortunate to assist during the global COVID-19 pandemic. We remain open and operating 24 hours a day, 7 days a week providing medical support within our local communities. With the ability to increase our marketing spend, we increase our ability to spread this message to potential consumers.

Our current capital resources include cash flow generated from operating activities, access to existing lines of credit, and proceeds from shareholder loans.

**Are the funds from this campaign necessary to the viability of the company? (Of the total funds that your company has, how much of that will be made up of funds raised from the crowdfunding campaign?)**

The funds from this campaign are not necessary to the viability of the Company. Depending on the level of success of the crowdfunding campaign, the funds generated would constitute between 20% to 40% of the Company's funds.

**How long will you be able to operate the company if you raise your minimum? What expenses is this estimate based on?**

We believe that cash flow generated from operating activities, which as of January 1, 2019, includes a majority interest in the Los Angeles, Las Vegas, and South Florida operations, is more than sufficient to cover our contractual liabilities and what we require to maintain our existing operations. Based on our current projections, we believe that our operations will provide sufficient cash to maintain our existing operations indefinitely without regard to how much the Company raises on Start Engine's crowdfunding platform.

If we raise our minimum goal, we will be empowered to increase our marketing spend resulting in increased brand awareness, increased market share, and increased sales volume in our current locations.

**How long will you be able to operate the company if you raise your maximum funding goal?**

We believe that cash flow generated from operating activities, which as of January 1, 2019, includes a majority interest in the Los Angeles, Las Vegas, and South Florida operations, is more than sufficient to cover our contractual liabilities and what we require to maintain our existing operations. Based on our current projections, we believe that our operations will provide sufficient cash to maintain our existing operations indefinitely without regard to how much the Company raises on Start Engine's crowdfunding platform.

If we raise our maximum goal, in addition to increasing our marketing spend, we will also be able to increase the rate in which we expand our operations into new cities.

Currently, we are funding our expansion with operational revenues. However, if raise our maximum goal, we will be able to use some of the proceeds to invest in our growth and enter new markets at a more rapid rate.

**Are there any additional future sources of capital available to your company?  
(Required capital contributions, lines of credit, contemplated future capital raises, etc...)**

Our future sources of capital include, but are not limited to, cash flow generated from operating activities, access to existing lines of credit, shareholder loans, and future sales of capital stock.

In addition, we are utilizing the resources made available to small businesses during



the COVID-19 pandemic. The Company and its subsidiaries are currently in the process of applying for low interest loans through the U.S. Small Business Administration (SBA).

## Indebtedness

- **Creditor:** Daniel Rubenstein from Reset IV, LLC (Florida)  
**Amount Owed:** \$8,470.00  
**Interest Rate:** 10.0%
- **Creditor:** Daniel Rubenstein from Reset IV, LLC (Nevada)  
**Amount Owed:** \$50,715.00  
**Interest Rate:** 10.0%
- **Creditor:** Reset IV, LLC (Nevada) from Reset IV, LLC (Florida)  
**Amount Owed:** \$7,953.00  
**Interest Rate:** 0.0%

## Related Party Transactions

- **Name of Entity:** Daniel Rubenstein  
**Relationship to Company:** 20%+ Owner  
**Nature / amount of interest in the transaction:** As of December 31, 2018, Reset IV, LLC (Nevada) owed Daniel Rubenstein principal and accrued interest in the amounts of \$49,567 and \$1,148, respectively. As of December 31, 2018, Reset IV, LLC (Florida) owed Daniel Rubenstein principal and accrued interest in the amounts of \$8,372 and \$98, respectively.  
**Material Terms:** During the years ended December 31, 2018 and 2017, Reset IV, LLC (Nevada) and Reset IV, LLC (Florida) received advances from Daniel Rubenstein for general and administrative purposes. The advances are borrowed at an interest rate of 10%, unsecured, and due on demand.
- **Name of Entity:** Reset IV, LLC (Florida) and Reset IV, LLC (Nevada)  
**Relationship to Company:** intercompany transactions  
**Names of 20% owners:** Reset IV, LLC (Delaware)  
**Relationship to Company:** Reset IV, LLC (Florida) and Reset IV, LLC (Nevada) are both subsidiaries of the Company  
**Nature / amount of interest in the transaction:** During the year ended December 31, 2018, the Reset IV, LLC (Florida) paid management fees in the amount of \$7,221 to Reset IV, LLC (Nevada).  
**Material Terms:** The management fees, equivalent to 10% of gross sales generated in Florida, cover the shared corporate overhead costs.

## Valuation

**Pre-Money Valuation:** \$10,015,200.00

### Valuation Details:

In 2019, we generated approximately 2.5m in sales. We are seeking a conservative 4x multiple of our sales. We have achieved this volume of sales while only being open in 2 states and 2 major cities. From 2018-2019 we nearly doubled our sales in those cities. We expect to continue this trajectory of growth in those cities. In addition, we just launched in Los Angeles, California, and expect to launch throughout California in 2020, as well as entering an additional state. Each year we expect to expand to additional states and cities. Our goal is to be the leading on-demand elective infusion/IV company in the country.

(The 2.5m in sales generated in 2019 was a combination of revenue earned through sales in Florida and sales generated for the medical company in Nevada using the Reset IV brand. In Nevada, where there is Corporate Practice of Medicine restrictions that prevent us from owning the medical company, there is a separate medical company that collects the sales, and then pays Reset IV a management fee equal to approximately 70% of the gross collected revenue. As a result, the actual revenue collected for Reset IV Nevada for 2019 was \$840,000, and Reset IV Florida collected \$627,000, for a combined \$1,571,000 in collected revenue for Reset IV in 2019. The gross profit margin on collected revenue in Reset IV Nevada is nearly 95%, as the majority of the costs for providing service is paid for by the medical company. Since inception, Reset IV has generated over \$3,800,000 in sales on behalf of itself and its medical partners using the Reset IV brand, website, and other assets. Since October of 2017, the Company has earned over \$2,300,000 in revenue.

We feel this valuation is conservative based on the recent valuation of other on-demand health and wellness companies. For example, Soothe, an on-demand massage company has a most recent post-money-valuation of 272m (based on data from Crunchbase). Heal, an on-demand doctor house call service had a recent post-money valuation of 258m. We believe as we expand to more cities and further grow in each city we are already in, we can achieve and surpass the revenue of these companies.

An investment in Reset IV (DE) would reap the benefits from the total sales of all the subsidiaries through its ownership of each subsidiary, in addition to earning a monthly 5% management fee of the net sales of each subsidiary.

The Company set its valuation internally, without a formal-third party independent valuation

## Use of Proceeds

If we raise the Target Offering Amount of \$9,999.60 we plan to use these proceeds as follows:

- *StartEngine Platform Fees*  
3.5%

- *Marketing*  
96.5%

Funds will be used to increase spend on influencers. The remainder of the funds will be used to develop a better marketing video.

If we raise the over allotment amount of \$1,069,999.84, we plan to use these proceeds as follows:

- *StartEngine Platform Fees*  
3.5%

- *Marketing*  
20.0%

We expect to invest more heavily in influencer marketing. In addition, we expect to invest the funds to cover PPC marketing costs in each city.

- *Research & Development*  
12.0%

We may develop a mobile app to enhance our customer sales experience. If we do not develop an app, these funds will be used to improve our website and medical software.

- *Operations*  
6.5%

Funds will be used to expand/rent larger office space for our Las Vegas headquarters to accommodate our growing staff.

- *Inventory*  
7.5%

We will use these funds to buy inventory for additional cities that we will be expanding to

- *Working Capital*  
18.0%

Costs for expansion to additional cities and states, including, legal research costs, storage location rent, and furnishing, etc.

- *Company Employment*  
32.5%

We want to expand our operations team to include a marketing director and an HR director. In addition, we expect to soon hire more customer service reps to handle incoming calls/orders. We also expect to hire additional staff to handle payroll/bookkeeping. We also hope to invest in each city to hire on-the-ground sales teams.

The Company may change the intended use of proceeds if our officers believe it is in

the best interests of the company.

## **Regulatory Information**

### **Disqualification**

No disqualifying event has been recorded in respect to the company or its officers or directors.

### **Compliance Failure**

The company has not previously failed to comply with the requirements of Regulation Crowdfunding.

### **Ongoing Reporting**

The Company will file a report electronically with the SEC annually and post the report on its website no later than April 30 (120 days after Fiscal Year End). Once posted, the annual report may be found on the Company's website at [www.resetiv.com](http://www.resetiv.com) ([www.resetiv.com/annualreport](http://www.resetiv.com/annualreport)).

The Company must continue to comply with the ongoing reporting requirements until:

- (1) it is required to file reports under Section 13(a) or Section 15(d) of the Exchange Act;
- (2) it has filed at least one (1) annual report pursuant to Regulation Crowdfunding and has fewer than three hundred (300) holders of record and has total assets that do not exceed \$10,000,000;
- (3) it has filed at least three (3) annual reports pursuant to Regulation Crowdfunding;
- (4) it or another party repurchases all of the securities issued in reliance on Section 4(a)(6) of the Securities Act, including any payment in full of debt securities or any complete redemption of redeemable securities; or
- (5) it liquidates or dissolves its business in accordance with state law.

### **Updates**

Updates on the status of this Offering may be found at: [www.startengine.com/reset-iv](http://www.startengine.com/reset-iv)

### **Investing Process**

See Exhibit E to the Offering Statement of which this Offering Memorandum forms a part.

**EXHIBIT B TO FORM C**

**FINANCIAL STATEMENTS AND INDEPENDENT ACCOUNTANT'S REVIEW FOR Reset IV Inc.**

*[See attached]*

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# **RESET IV, INC.**

## **Delaware**

**CONSOLIDATED FINANCIAL STATEMENTS**  
**YEARS ENDED DECEMBER 31, 2019 AND 2018**  
*(UNAUDITED)*

*(Expressed in United States Dollars)*

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## INDEX TO FINANCIAL STATEMENTS

(UNAUDITED)

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## **INDEPENDENT ACCOUNTANT'S REVIEW REPORT**

To the Board of Directors of  
Reset IV, Inc.

We have reviewed the accompanying consolidated financial statements of Reset IV, Inc. (the "Company,"), which comprise the consolidated balance sheets as of December 31, 2019 and December 31, 2018, and the related consolidated statements of operations, statements of stockholders' equity (deficit), and cash flows for the year ended December 31, 2019 and December 31, 2018, and the related notes to the consolidated financial statements. A review includes primarily applying analytical procedures to management's financial data and making inquiries of company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the consolidated financial statements as a whole. Accordingly, we do not express such an opinion.

### **Management's Responsibility for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### **Accountant's Responsibility**

Our responsibility is to conduct the review in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for them to be in accordance with accounting principles generally accepted in the United States of America. We believe that the results of our procedures provide a reasonable basis for our conclusion.

### **Accountant's Conclusion**

Based on our review, we are not aware of any material modifications that should be made to the accompanying consolidated financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America.

### **Going Concern**

As discussed in Note 1, certain conditions indicate that the Company may be unable to continue as a going concern. The accompanying financial statements do not include any adjustments that might be necessary should the Company be unable to continue as a going concern.

*Set Apart FS*

April 25, 2020  
Los Angeles, California



**Reset IV, Inc.**  
**CONSOLIDATED BALANCE SHEETS**  
**(UNAUDITED)**

<b>As of December 31,</b>	<b>2019</b>	<b>2018</b>
(USD \$ in Dollars)		
<b>ASSETS</b>		
Current assets		
Cash	\$ 58,946	\$ -
Accounts receivable	6,720	-
Inventory	10,242	-
Prepaid expenses and other current assets	10,379	-
<b>Total current assets</b>	<b>86,287</b>	<b>-</b>
Property and equipment, net	1,791	-
Other assets		
Intangible assets, net	\$ 1,140	\$ 1,140
Notes receivable	162,575	-
<b>Total other assets</b>	<b>163,715</b>	<b>1,140</b>
<b>Total assets</b>	<b>\$ 251,793</b>	<b>\$ 1,140</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</b>		
Current liabilities		
Accounts payable	\$ 25,884	\$ 634
Credit cards payable	70,741	-
Notes payable, related party	26,262	-
Other current liabilities	24,989	-
<b>Total current liabilities</b>	<b>147,876</b>	<b>634</b>
Stockholders' equity (deficit)		
Common stock; \$.001 par value, 50,000,000 shares authorized, 9,630,000 and 0 shares issued and outstanding, respectively	30	-
Additional paid in capital in excess of par	71,275	-
Members' equity	-	14,462
Non-controlling interest	40,394	-
Accumulated earnings (deficit)	(7,782)	(13,956)
<b>Total stockholders' equity (deficit)</b>	<b>103,917</b>	<b>506</b>
<b>Total liabilities and stockholders' equity (deficit)</b>	<b>\$ 251,793</b>	<b>\$ 1,140</b>

*See accompanying notes to financial statements.*

**Reset IV, Inc.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**(UNAUDITED)**

<b>For the Year Ended December 31,</b>	<b>2019</b>	<b>2018</b>
<b>(USD \$ in Dollars)</b>		
Revenues, net	\$ 1,442,423	\$ -
Cost of goods sold	227,698	-
Gross profit	1,214,725	-
Operating expenses		
General and administrative expense	582,425	6,464
Sales and marketing	612,853	-
Total operating expenses	1,195,278	6,464
Earnings (loss) from operations	19,447	(6,464)
Interest income	9,103	-
Interest expense	4,074	29
<b>Net income (loss)</b>	<b>24,476</b>	<b>(6,493)</b>
Net income (loss) attributable to noncontrolling interest	18,302	-
<b>Net income (loss) attributable to shareholders of Reset IV, Inc.</b>	<b>\$ 6,174</b>	<b>\$ (6,493)</b>

*See accompanying notes to financial statements.*

**Reset IV, Inc.**  
**CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY**  
**(UNAUDITED)**

	Shares	Common Stock	Additional Paid-in Capital	Members' Equity	Non-controlling Interest	Accumulated Earnings (Deficit)	Total Stockholders' Equity (Deficit)
(USD \$ in Dollars)							
<b>Balance, December 31, 2017</b>	-	\$ -	\$ -	7,130	\$ -	\$ (7,463)	\$ (333)
Issuance of common stock	-	-	-	7,332	-	-	7,332
Net loss	-	-	-	-	-	(6,493)	(6,493)
<b>Balance, December 31, 2018</b>	-	-	-	14,462	-	(13,956)	506
Member contribution	-	-	-	15,538	-	-	15,538
Acquisition of entities under common control	-	-	-	41,305	22,067	-	63,372
Non-controlling interest contribution							
Reset IV, LLC (California)	-	-	-	-	25	-	25
Conversion from LLC to C Corporation	9,630,000	30	71,275	(71,305)	-	-	-
Net income	-	-	-	-	18,302	6,174	24,476
<b>Balance, December 31, 2019</b>	<b>9,630,000</b>	<b>\$ 30</b>	<b>\$ 71,275</b>	<b>\$ -</b>	<b>\$ 40,394</b>	<b>\$ (7,782)</b>	<b>\$ 103,917</b>

*See accompanying notes to financial statements.*

**Reset IV, Inc.****CONSOLIDATED STATEMENTS OF CASH FLOWS****(UNAUDITED)**

	For the Year Ended December 31,	2019	2018
	(USD \$ in Dollars)		
<b>Cash flows from operating activities:</b>			
Net income (loss)	\$	24,476	\$ (6,493)
Adjustments to reconcile net income to net cash used by operating activities:			
Depreciation		1,811	-
Bad debt expense on notes receivable		230,853	-
Changes in operating assets and liabilities:			
Accounts receivable		1,914	-
Inventory		(5,344)	-
Prepaid expenses and other current assets		(5,085)	-
Notes receivable		(176,729)	-
Accounts payable		(24,577)	(212)
Credit cards payable		6,364	-
Other current liabilities		23,026	-
<b>Net cash used by operating activities</b>		<b>76,710</b>	<b>(6,705)</b>
<b>Cash flows from investing activities:</b>			
Acquisition of intangible assets		-	(627)
Acquisition of entities under common control, net of cash acquired		7,549	-
<b>Net cash used by investing activities</b>		<b>7,549</b>	<b>(627)</b>
<b>Cash flows from financing activities:</b>			
Repayment on notes payable		(40,876)	-
Member contribution		15,538	7,332
Non-controlling interest contribution - Reset IV, LLC CA		25	-
<b>Net cash provided by financing activities</b>		<b>(25,213)</b>	<b>7,332</b>
Net change in cash		58,946	-
Cash, beginning of period		-	-
<b>Cash, end of period</b>	<b>\$</b>	<b>58,946</b>	<b>\$ -</b>
<b>Supplemental disclosure of cash flow information:</b>			
Interest paid	\$	4,074	\$ 29
Taxes paid	\$	-	\$ -

See accompanying notes to financial statements.

**Reset IV, Inc.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
**FOR YEARS ENDED DECEMBER 31, 2019 AND DECEMBER 31, 2018**

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*All amounts in these Notes are expressed in United States dollars (“\$” or “US\$”) unless otherwise indicated.*

## **1. SUMMARY**

Reset IV, L.L.C., was formed on October 31, 2017, in the State of Delaware. On December 16, 2019, Reset IV, LLC converted to Reset IV, Inc., a Delaware C Corporation. Reset IV, Inc. operates as the parent company to the Reset IV brand. The financial statements of Reset IV, Inc. (which may be referred to as the “Company”, “we”, “us”, or “our”) are prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”). The Company’s headquarters are located in Las Vegas, Nevada.

The Company owns and runs a platform and service that allows customers to order on-demand intravenous (“IV”) fluid, nutrition, and medication treatments delivered to them by medical professionals wherever they are, home, office, hotel, etc. The Company offers IV packages to treat a variety of medical conditions including migraines, stomach flu, food poisoning, and others, as well as IV vitamin and mineral “cocktails” for beauty and wellness.

On January 1, 2019, the Company acquired a majority interest in Reset IV, LLC (Nevada), Reset IV, LLC (Florida) and Reset IV, LLC (California). Reset IV, LLC (Nevada) was formed under the state laws of Nevada on August 16, 2017 and began providing management and administration services to healthcare companies in October 2017. Reset IV, LLC (Florida) was formed under the state laws of Florida on May 4, 2018 and began providing IV services to customers in September 2018. Reset IV, LLC (California), was formed on May 1, 2019, in the State of California and as of December 31, 2019, had not yet commenced operations.

### **Going Concern and Management's Plans**

The Company has recently commenced operations and lacks significant working capital. We will incur significant additional costs before significant revenue is achieved. These matters raise substantial doubt about the Company's ability to continue as a going concern. During the next 12 months, the Company intends to fund its operations with funding from our proposed Regulation Crowdfunding campaign, and additional debt and/or equity financing as determined to be necessary. There are no assurances that management will be able to raise capital on terms acceptable to the Company. If we are unable to obtain sufficient amounts of additional capital, we may be required to reduce the scope of our planned development, which could harm our business, financial condition, and operating results. The balance sheet and related financial statements do not include any adjustments that might result from these uncertainties.

## **2. SIGNIFICANT ACCOUNTING POLICIES**

### **Basis of Presentation**

The accounting and reporting policies of the Company conform to accounting principles generally accepted in the United States of America (“US GAAP”).

### **Basis of Consolidation**

The Company’s consolidated financial statements include the accounts of Reset IV, Inc., and owned subsidiaries over which Reset IV, Inc. exercises control. Intercompany accounts and transactions have been eliminated in consolidation.

**Reset IV, Inc.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
**FOR YEARS ENDED DECEMBER 31, 2019 AND DECEMBER 31, 2018**

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**Use of Estimates**

The preparation of financial statements in conformity with United States GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**Cash and Cash Equivalents**

Cash and cash equivalents include all cash in banks. The Company's cash is deposited in demand accounts at financial institutions that management believes are creditworthy.

**Accounts Receivable**

Accounts receivable are recorded at net realizable value or the amount that the Company expects to collect on gross customer trade receivables. We estimate losses on receivables based on known troubled accounts and historical experience of losses incurred. Receivables are considered impaired and written-off when it is probable that all contractual payments due will not be collected in accordance with the terms of the agreement. As of December 31, 2019, and December 31, 2018, the Company determined that no reserve was necessary.

**Inventories**

Inventories are valued at the lower of cost and net realizable value. Costs related to finished goods are determined on the first-in, first-out basis. Specific identification and average cost methods are also used primarily for certain packing materials and operating supplies.

**Property and Equipment**

Property and equipment are stated at cost. Normal repairs and maintenance costs are charged to earnings as incurred and additions and major improvements are capitalized. The cost of assets retired or otherwise disposed of and the related depreciation is eliminated from the accounts in the period of disposal and the resulting gain or loss is credited or charged to earnings.

Depreciation is computed over the estimated useful lives of the related asset type or term of the operating lease using the straight-line method for financial statement purposes. The estimated service lives for property and equipment are as follows:

<u>Category</u>	<u>Useful Life</u>
Equipment	5-7 years

**Intangible Assets**

The company intangibles include trademark filing and related attorney fees. Trademark costs are indefinite-lived.

**Impairment of Long-lived Assets**

Long-lived assets, such as property and equipment and identifiable intangibles with finite useful lives, are periodically evaluated for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. We look for indicators of a trigger event for asset impairment and pay special attention



**Reset IV, Inc.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
**FOR YEARS ENDED DECEMBER 31, 2019 AND DECEMBER 31, 2018**

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to any adverse change in the extent or manner in which the asset is being used or in its physical condition. Assets are grouped and evaluated for impairment at the lowest level of which there are identifiable cash flows, which is generally at a location level. Assets are reviewed using factors including, but not limited to, our future operating plans and projected cash flows. The determination of whether impairment has occurred is based on an estimate of undiscounted future cash flows directly related to the assets, compared to the carrying value of the assets. If the sum of the undiscounted future cash flows of the assets does not exceed the carrying value of the assets, a full or partial impairment may exist. If the asset carrying amount exceeds its fair value, an impairment charge is recognized in the amount by which the carrying amount exceeds the fair value of the asset. Fair value is determined using an income approach, which requires discounting the estimated future cash flows associated with the asset.

**Business Combination**

A business combination is defined as an acquisition of assets and liabilities that constitute a business. A business consists of inputs, including non-current assets and processes, including operational processes, that when applied to those inputs have the ability to create outputs that provide a return to the Company. Business combinations are accounted for using the acquisition method of accounting. The consideration of each acquisition is measured at the aggregate of the fair values of tangible and intangible assets obtained, liabilities and contingent liabilities incurred or assumed, and equity instruments issued by the Company at the date of acquisition. Key assumptions routinely utilized in the allocation of the purchase price to intangible assets include projected financial information such as revenue projections for companies acquired. As of the acquisition date, goodwill is measured as the excess of consideration given, generally measured at fair value, and the net of the acquisition date fair values of the identifiable assets acquired and the liabilities assumed.

The Company accounts for acquisitions and transfers of assets and liabilities between entities under common control at a historical cost.

**Income Taxes**

The Company is a C corporation for income tax purposes. The Company accounts for income taxes under the liability method, and deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying values of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates in effect for the year in which those temporary differences are expected to be recovered or settled. A valuation allowance is provided on deferred tax assets if it is determined that it is more likely than not that the deferred tax asset will not be realized. The Company records interest, net of any applicable related income tax benefit, on potential income tax contingencies as a component of income tax expense. The Company records tax positions taken or expected to be taken in a tax return based upon the amount that is more likely than not to be realized or paid, including in connection with the resolution of any related appeals or other legal processes. Accordingly, the Company recognizes liabilities for certain unrecognized tax benefits based on the amounts that are more likely than not to be settled with the relevant taxing authority. The Company recognizes interest and/or penalties related to unrecognized tax benefits as a component of income tax expense.

The Company converted from an LLC structure to a C Corporation structure on December 16, 2019. Tax provision and related deferred tax balances for the period from December 17, 2019 to December 31, 2019 were immaterial. The Company has filed tax returns from inception in 2017 through 2018 and is not subject to tax examination by the Internal Revenue Service or state regulatory agencies.

**Reset IV, Inc.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
**FOR YEARS ENDED DECEMBER 31, 2019 AND DECEMBER 31, 2018**

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**Revenue Recognition**

The Company will recognize revenues primarily from the sale of our services when (a) persuasive evidence that an agreement exists; (b) the service has been performed; (c) the prices are fixed and determinable and not subject to refund or adjustment, and (d) collection of the amounts due is reasonably assured.

**Operating Leases**

Operating leases relate to office space and storage facilities. Rent expense for operating leases is recognized on a straight-line basis over the term of the lease.

**Fair Value of Financial Instruments**

The carrying value of the Company's financial instruments included in current assets and current liabilities (such as cash and cash equivalents, restricted cash and cash equivalents, accounts receivable, accounts payable, and accrued expenses approximate fair value due to the short-term nature of such instruments.

The inputs used to measure fair value are based on a hierarchy that prioritizes observable and unobservable inputs used in valuation techniques. These levels, in order of highest to lowest priority, are described below:

**Level 1**—Quoted prices (unadjusted) in active markets that are accessible at the measurement date for identical assets or liabilities.

**Level 2**—Observable prices that are based on inputs not quoted on active markets but corroborated by market data.

**Level 3**—Unobservable inputs reflecting the Company's assumptions, consistent with reasonably available assumptions made by other market participants. These valuations require significant judgment.

**Subsequent Events**

The Company considers events or transactions that occur after the balance sheets date, but prior to the issuance of the financial statements to provide additional evidence relative to certain estimates or to identify matters that require additional disclosure. Subsequent events have been evaluated through April 25, 2020, which is the date the financial statements were issued.

**Recently Issued and Adopted Accounting Pronouncements**

In February 2016, the FASB issued ASU No. 2016-02, *Leases (Topic 842)*. The new standard introduces a new lessee model that brings substantially all leases onto the balance sheets. The amendments in the ASU are effective for fiscal years beginning after December 15, 2019. The Company is evaluating the potential impact of the adoption of ASU No. 2016-02 on its financial statements but generally would expect that the adoption of this new standard will not result in a significant change.

**3. ACQUISITIONS**

During January 2019, the Company acquired 89.0% of Reset IV, LLC (Florida) and 74.8% of Reset IV, LLC (Nevada). The transaction was consummated whereby the managing member in Reset IV, LLC (Florida) and Reset IV, LLC (Nevada) assigned his membership interest to Reset IV, Inc. The managing member is also the controlling



**Reset IV, Inc.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
**FOR YEARS ENDED DECEMBER 31, 2019 AND DECEMBER 31, 2018**

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shareholder in Reset IV, Inc. Since the acquisitions occurred between the entities under the common control, the acquisition was recorded at a historical cost as opposed to fair value.

The following table outlines net assets acquired for Reset IV, LLC (Florida):

Cash and cash equivalents	\$	6,318
Accounts receivable, net		8,634
Inventories		4,898
Prepaid expenses and other current assets		3,400
Accounts payable		(15,445)
Credit cards payable		(19,534)
Notes payable		(16,423)
<b>Net assets</b>		<b>(28,152)</b>
Net assets attributable to non-controlling interest		(3,097)
<b>Net assets attributable to shareholders of Reset IV, Inc.</b>	<b>\$</b>	<b>(25,055)</b>

The following table outlines net assets acquired for Reset IV, LLC (Nevada):

Cash and cash equivalents	\$	1,232
Prepaid expenses and other current assets		1,894
Property and equipment, net		3,603
Notes receivable		216,699
Accounts payable		(34,382)
Credit cards payable		(44,844)
Notes payable		(50,715)
Other current liabilities		(1,963)
<b>Net assets</b>		<b>91,524</b>
Net assets attributable to non-controlling interest		25,164
<b>Net asset attributable to shareholders of Reset IV, Inc.</b>	<b>\$</b>	<b>66,360</b>

#### **4. INVENTORY**

As of December 31, 2019 and 2018, inventory was comprised of the following items:

<b>As of Year Ended December 31,</b>	<b>2019</b>	<b>2018</b>
Medical treatment supplies	\$ 10,242	\$ -
<b>Total</b>	<b>\$ 10,242</b>	<b>\$ -</b>

**Reset IV, Inc.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
**FOR YEARS ENDED DECEMBER 31, 2019 AND DECEMBER 31, 2018**

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## **5. PROPERTY AND EQUIPMENT**

As of December 31, 2019 and 2018, property and equipment consist of:

<b>As of Year Ended December 31,</b>	<b>2019</b>	<b>2018</b>
Property and equipment, at cost	\$ 5,434	\$ -
Accumulated depreciation	(3,643)	-
<b>Property and equipment, net</b>	<b>\$ 1,791</b>	<b>\$ -</b>

Depreciation expense for the fiscal year ended December 31, 2019 and 2018 totaled \$1,811 and \$ 0.

## **6. INTANGIBLE ASSETS**

As of December 31, 2019 and 2018, intangible assets consist of:

<b>As of Year Ended December 31,</b>	<b>2019</b>	<b>2018</b>
<b>Intangible assets</b>		
Trademark, indefinite life	\$ 1,140	\$ 1,140
Accumulated amortization	-	-
<b>Intangible assets, net</b>	<b>\$ 1,140</b>	<b>\$ 1,140</b>

Amortization expense for trademarks for the fiscal years ended December 31, 2019 and 2018 totaled \$ 0 and \$ 0, respectively.

## **7. NOTES RECEIVABLE**

During the year ended December 31, 2019, the Company paid advances to the Nevada medical company, Mirkia IV, PLLC, for inventory purchases and general and administrative expenses. The advances were borrowed at an interest rate of 10%, unsecured, and due on demand. In June 2019, the medical company ceased operations and the outstanding balance of \$230,853 was deemed uncollectable and written off as a bad debt expense.

During the year ended December 31, 2019, the Company paid advances to the Nevada medical company, Snow IV, PLLC, for inventory purchases and general and administrative expenses. The advances are non-interest bearing, unsecured, and due on demand. As of December 31, 2018, the outstanding balance of the note was \$162,575.

## **8. STOCKHOLDERS' EQUITY**

The company is authorized to issue 50,000,000 shares of common stock at \$0.001 par value. As of December 31, 2019, the company had 9,630,000 shares of common stock issued and outstanding.

## **9. DEBT OBLIGATIONS**

### **Notes Payable – Related Party**

During the year ended December 31, 2018, the Company received advances from its officer and director, Daniel Rubenstein, for general and administrative purposes. The advances are borrowed at an interest rate of 10%,

**Reset IV, Inc.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
**FOR YEARS ENDED DECEMBER 31, 2019 AND DECEMBER 31, 2018**

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unsecured, and due on demand. As of December 31, 2018, the outstanding balance of the note and accrued interest was \$26,262. The entire note has been classified as current.

## **10. RELATED PARTY TRANSACTIONS**

### **Note Payable**

During the year ended December 31, 2019, the Company received advances from its officer and director, Daniel Rubenstein, for general and administrative purposes. The advances are borrowed at an interest rate of 10%, unsecured, and due on demand. As of December 31, 2018, the outstanding balance of the note and accrued interest was \$26,262. The entire note has been classified as current.

## **11. COMMITMENTS AND CONTINGENCIES**

### **Operating Leases**

The Company leases various properties for office space and storage facilities. The Corporate headquarters in Las Vegas, Nevada and the storage facilities are all leased on a month-to-month basis. The Company also rents office space near the Las Vegas strip on a one-year lease expiring in September 2020. Total rent expense and storage fees were \$52,802 and \$ 0 for the years ended December 31, 2019 and 2018, respectively.

Future minimum lease payments are expected to be as follows:

<b>As of Year Ended December 31,</b>	<b>Amount</b>	
2020	\$	9,819
<b>Total</b>	<b>\$</b>	<b>9,819</b>

### **Contingencies**

The Company's operations are subject to a variety of local and state regulations. Failure to comply with one or more of those regulations could result in fines, restrictions on its operations, or losses of permits that could result in the Company ceasing operations.

### **Litigation and Claims**

From time to time, the Company may be involved in litigation relating to claims arising out of operations in the normal course of business. As of December 31, 2019, there were no pending or threatened lawsuits that could reasonably be expected to have a material effect on the results of the Company's operations.

## **12. SUBSEQUENT EVENTS**

The Company has evaluated subsequent events through April 25, 2020, the date the financial statements were available to be issued.

Effective February 10, 2020, Kiarash L. Mirkia transferred his 10% membership interest in Reset IV, LLC (Florida) to Reset IV, Inc.

**Reset IV, Inc.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
**FOR YEARS ENDED DECEMBER 31, 2019 AND DECEMBER 31, 2018**

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On February 25, 2020, Reset IV, LLC (California) entered into a Membership Purchase Agreement with The Revocable Trust of Steven and Kelly Smith (the "Trust"). Under the terms of the agreement, the Trust desires to purchase a five percent (5%) membership interest in Reset IV, LLC (California) for a total of \$30,000. The purchase price is payable in six monthly installments beginning on February 25, 2020. In the event that the full purchase price is not paid on or August 24, 2020, the sale shall be null and void, and Reset IV, LLC (California) shall return the amount received from the Trust. As of April 25, 2020, Reset IV, LLC (California) had received \$10,000 from the Trust.

On March 5, 2020, the Company entered into an agreement with Adventure Media Digital Marketing, LLC for digital marketing services. The agreement includes monthly cash compensation in the amount of \$1,200 in addition to 750,000 shares of common stock which shall vest over a period of 18 months.

As of April 21, 2020, the Company had received gross cash of approximately \$38,984 from the sale of its shares through the crowdfunding platform StartEngine. The approximate number of shares associated with this offering to date is 39,936 shares.

On April 24, 2020, the Company received advances in the amount of \$23,835 from its officer and director, Daniel Rubenstein, for general and administrative purposes. The advances are borrowed at an interest rate of 10%, unsecured, and due on demand.

There have been no other events or transactions during this time which would have a material effect on these financial statements.

**EXHIBIT C TO FORM C**

**PROFILE SCREENSHOTS**

*[See attached]*



## Reset IV

Bringing health and wellness with the touch of a button



[Website](#) [Las Vegas, NV](#)

HEALTH TECH

We provide a platform and service that enables individuals to order restorative infusion/IV treatments on demand to their location. Reset IV supports recovery from common conditions like migraines, food poisoning, and hangovers. Reset IV also provides nutritional boosts for relaxation and sexual health as well as immune boosts for wellness. We offer beauty solutions and support through specific blends of nutrients tailored for our clientele which includes people from all socioeconomic statuses and professions. Our services, provided in the comfort of your home, allow customers to bypass the lines that plague emergency rooms and avoid the crowds in wellness clinics. We believe in simple, convenient, and comfortable healthcare.

**\$123,453** raised <sup>1</sup>

**140**  
Investors

**42**  
Days Left

**\$1.04**  
Price per Share

**\$10M**  
Valuation

**Equity**  
Offering Type

**\$100.88**  
Min. Investment

INVEST NOW



This Offering is eligible  
for the [StartEngine](#)  
[Owner's 10% Bonus](#)

*This Reg CF offering is made available  
through StartEngine Capital, LLC.*

Overview

Team

Terms

Updates <sup>5</sup>

Comments

Follow

## Reasons to Invest

- Over 3.7M in revenue in under 2 years combined from the company and its newly acquired subsidiaries.
- We operate in the national telemedicine market, which is anticipated to be valued at over \$43.37 Billion by 2025, with a CAGR of 19.90% per year between

## Bonus Rewards

Get rewarded for investing  
more into Reset IV

**\$100+**  
Investment



now and 2026. (Marketwatch)

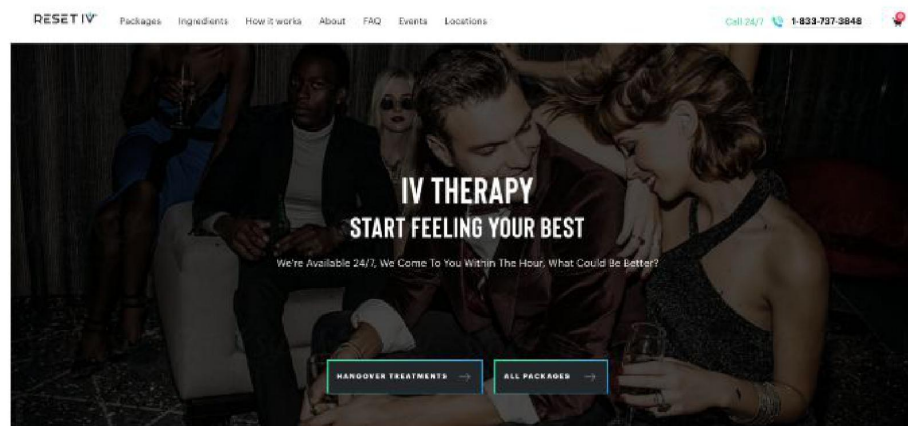
- Now entering our third year of operations, we boasted a 84.51% increase in sales from 2018 to 2019.

## “The vanguard of on-demand luxury wellness”

### OUR STORY

## Mobile healthcare solutions perfected in Las Vegas now serving both coasts

Our founder and CEO is both a businessman and a former healthcare provider. Reset IV is a business venture designed to simplify the process of getting high-quality health and wellness treatments; ***by delivering hospital-grade treatments to patients' doorsteps, we erase the vast majority of obstacles that keep people from seeking the care they deserve and offer a solution for those looking to boost their nutritional and immune systems to support wellness.***



We launched less than two years ago and have grown rapidly. After beginning in Las Vegas, we expanded to Florida and California. We are currently poised to diversify the services we provide even as we expand our operations into new states and cities.

### StartEngine Owner's Bonus

This offering is eligible for the StartEngine Owner's 10% Bonus program. For details on this program, please see the Offering Summary section below.

### \$100+

Investment

### All Investor Owners Club

5% lifetime discount on product E.  
access to products Private owners

### \$500+

Investment

### First Volume Tier

\$500+ LIFETIME 10% off

### \$1,000+

Investment

### Tier 2 perk

\$1,000 + 2% bonus shares + Swag  
LIFETIME 15% off orders

### \$2,500+

Investment

### Tier 3 perk

\$2,500+ + 5% bonus shares + prior  
scheduling over other clients

### \$5,000+

Investment

### Tier 4 perk

\$5,000+ 8% bonus shares



**\$20,000+**

Investment

Final Tier

\$20,000+ + 15% bonus shares

## THE PROBLEM

# A healthcare system often deemed inaccessible and wellness solutions with limited and untested impact

Getting medical care in the U.S. for non-life threatening maladies is often unjustifiable in terms of cost and time, leading people to weather the storm instead of seeking support when healing from illness. Even for those that **brave long lines and steep bills**, oral medications and vitamins traditionally relied upon by medical professionals are often destroyed by stomach acid and rendered largely inefficient and, sometimes, not effective at all. Retaining sufficient amounts of fluid and replacing electrolytes while sick can prove to be challenging.

“

In recent years social media has offered many a **gigantic megaphone**, even for things that are technically considered bull \*\*\*\*

**Forbes**

Source

We believe many popular health and wellness solutions require oral intake of



we believe, many popular beauty and wellness solutions require oral intake of vitamins and topical application of creams ([source](#)). As a result, only a small percentage of the product is being absorbed by the body. Those pursuing healthier lifestyles are seeking a solution with impactful hydration and nutrient intake.

THE SOLUTION

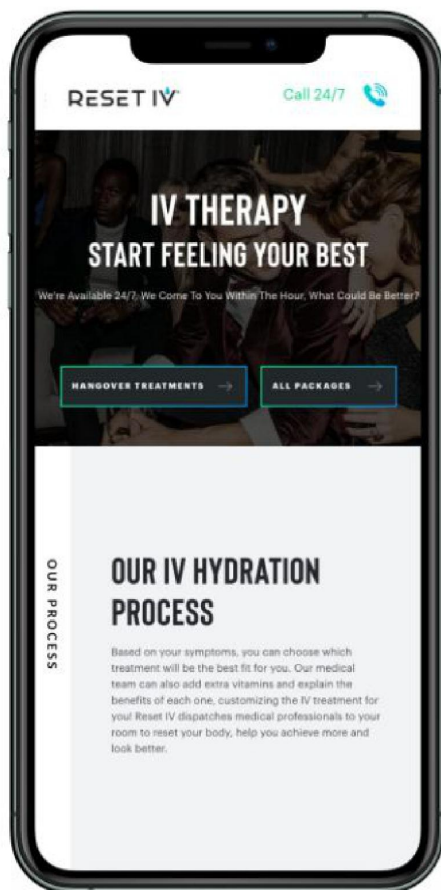
Accessible and effective care provided to your doorstep

Reset IV provides convenient *intravenous health and wellness solutions* that give an immediate boost in hydration and nutrients to our patients, helping them feel and look their best. A range of packages and custom treatments are available to meet the individual needs of our patients. We have packages to support recovery from the flu, jetlag, muscle fatigue, as well as hangover relief and general beauty and wellness support.

Providing convenient intravenous health and wellness solutions



We have a network of medical professionals able to provide **on-site evaluations and care to patients**. These practitioners have the training and tools necessary to properly assess the health and wellness needs that would otherwise bring a person to seek out urgent care or alternative remedies. We pride ourselves on being available all day every day and having arrival times faster than those of any other company. In the time it would take to get to urgent care or clinic, you could already be relaxing while receiving a treatment from us in the comfort of your home, hotel or office.



An appointment  
is always at your  
fingertips

## OUR TRACTION

---

### In two years, we have seen growing profits and raving reviews

We formed Reset IV in 2017 before investing almost a year building the perfect team of medical professionals and identifying the highest quality medical supplies prior to launch. Since our first sale in Las Vegas, in February 2018, we have achieved over 3.7M in revenue in under 2 years combined from the company and its newly acquired subsidiaries. In our second year of operations, 2019, **our sales**

**rose by 85.51%.** To date, we have treated over 13,000 clients. After our launch in Vegas, we expanded to serve South Florida and recently launched in Los Angeles.

## Yearly Total Net Sales



- 85.51% increase in sales from 2018 - 2019
- 13,000+ clients treated
- Over 3.7M in revenue in under 2 years combined from the companies newly acquired subsidiaries
- Average gross margin is 65%
- Perfect 5-star review from Yelp /Google

## Our 13,000+ Clients Love Us!

"They have been a lifesaver! Candice is a great IV tech. They are always at the house within 30 minutes to an hour, and always feel much better after! Not just for hungover people, helps with dehydration or while you are sick."

-Kadian S.  
San Diego, CA

"I usually hate any sort of needle but I desperately needed an IV after a long night in Vegas, Matt and Candice were super professional and the actual IV was quick and painless. 11/10 would recommend them for everyone hungover in Vegas."

-Claudia L.  
Irvine, CA

"What a great concept and service. Feeling the effects of LV heat; i needed help. They came to my house which saved the headache of getting out the door. Whole process [was]

"We spent last night in the ER and they...wouldn't do an IV because they were swamped and felt he could drink enough. My husband woke up feeling worse so I contacted Reset IV



out the door...whole process [was] quick easy. Will surely use this company again for sheer convenience."

-Nicole B.  
Las Vegas, NV

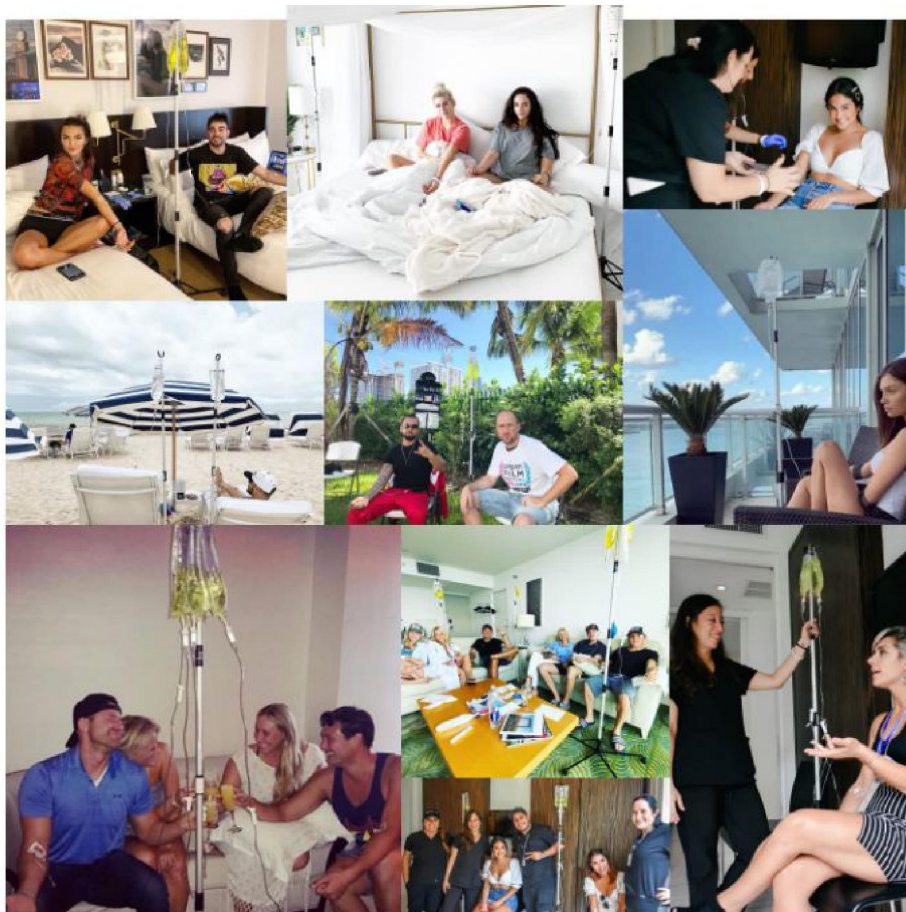
feeling worse so I contacted Reset IV and they were very accommodating...I definitely will be keeping their info..."

-Nicole Z.  
Las Vegas, NV

## WHAT WE DO

# House call intravenous infusions provided by on-call medical professionals

We run a platform and team of nurses and nurse practitioners that provide **24/7 on-demand health and wellness IV treatments**. Appointments are made either through our website or by phone, and our experienced team of contracted medical professionals is dispatched to the client's location to deliver intravenous hydration, nutrition, and medication. The treatment after the medical assessment takes between 25 and 45 minutes.

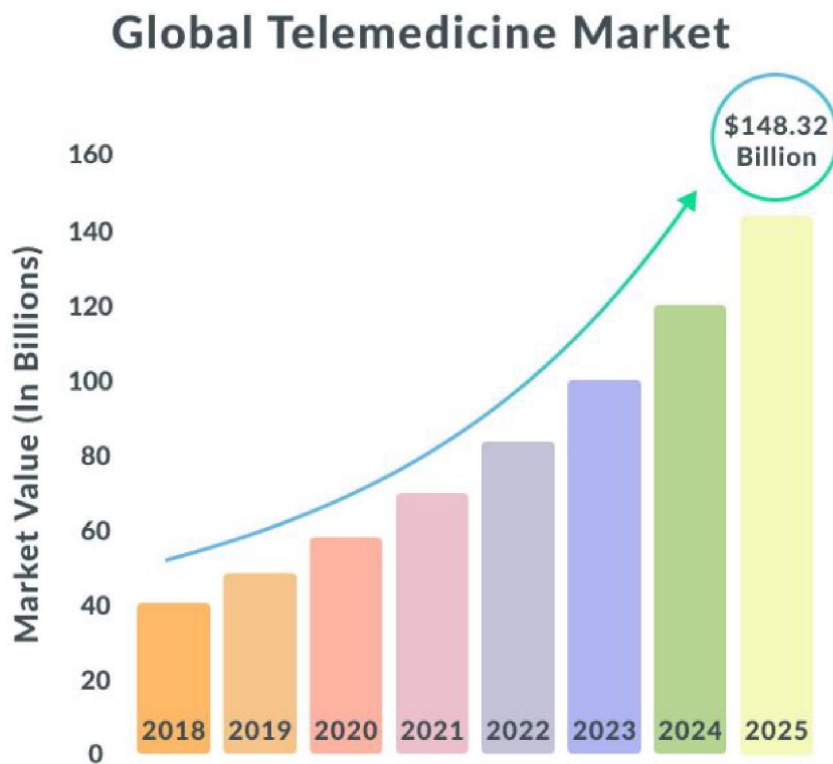


## THE MARKET

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### Pioneering the way for the on-demand IV nutrition market

The market value for health and wellness in the United States is on the rise, with people more committed to investing in their health than ever before. On-demand healthcare and health solutions provided through mobile devices are also becoming increasingly popular; the Global Telemedicine Market was valued at USD 40.11 billion in 2018 and expected to reach USD 148.32 billion by 2025.



The elective IV nutrition market is still in its infancy and we have seen our idea gain traction as celebrities give attention to products like ours on social media and TV. We believe, the market we are in is set to grow, and we hope to be in a position to control it.

## HOW WE ARE DIFFERENT

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### Rapid arrival and caring administration

The majority of our competition uses the "brick-and-mortar" model, meaning that they have clinics people travel to for treatment. Those that do offer mobile services charge exorbitant fees and require a booking far in advance. This model falls short of meeting the needs of an on-demand world that prioritizes convenience and rapid availability. To meet their demands, the economy is rapidly shifting to mobile, on-demand services like Lyft and Uber. While we have competitors in the on-demand mobile space, we are the only service that typically arrives within an hour of an order being submitted. The fastest possible time guaranteed by our competitors is two hours.

**We offer the convenience of uber with  
the professionalism of your doctor**



We also place a high value on quality customer service. Our staff is trained in building trusting relationships with clients, as our goal is to create a comfortable healing environment for our patients to recover. We first and foremost dedicate ourselves to customer satisfaction and express our commitment by fostering accessibility and accommodating different needs.







## THE BUSINESS MODEL

---

### Effective, on-demand care made easy

We provide the platform and the medical team to bring on-demand health and wellness solutions to wherever our patients need us.

We average around a **65% Gross Margin per treatment**.

Our model creates  
**65% gross margin per treatment**



## THE VISION

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### We aim to serve high-opportunity markets coast to coast

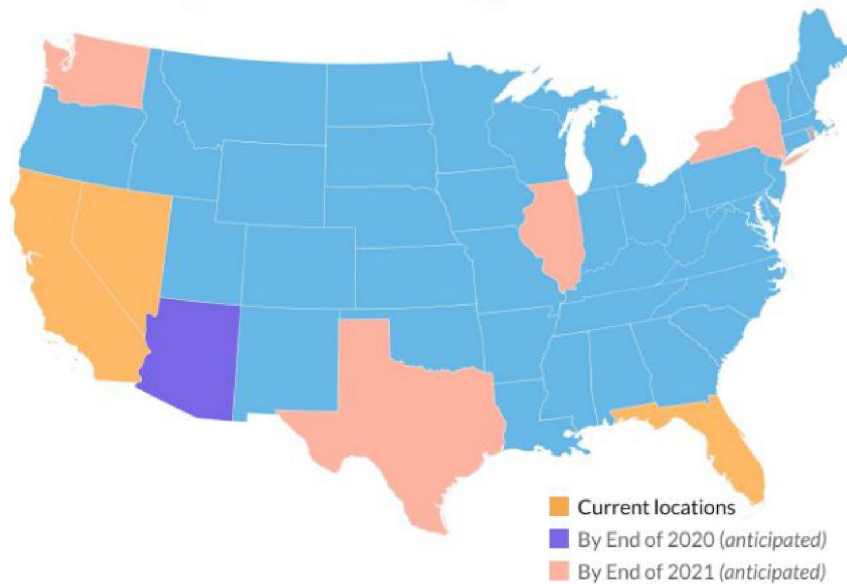
We hope to be in four states and ten cities by the end of 2020. In 2021 we plan to expand to two more states and seven more cities, and by the end of 2022 we expect to be in a total of nine states and between sixteen and twenty-two cities.

3 year plan





Las Vegas's and South Florida's answer to a common problem -- hangovers and more!



## OUR TEAM

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### An obsession with customer service and care

Our founding team believes that your lifestyle should not get in the way of feeling your best, and the way you feel should not get in the way of your lifestyle. We dedicate extensive time to researching all aspects of our treatments, including the medical devices used and the communication strategies of our practitioners. Our founding team has an obsession with customer service, and our consistently positive reviews on Yelp and Facebook prove our dedication to that mission.







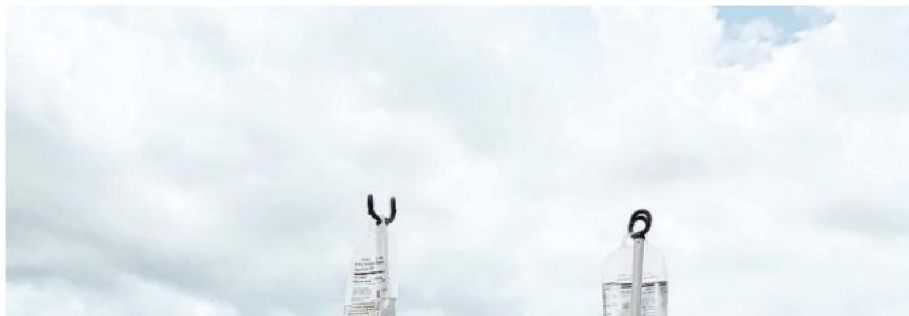
## WHY INVEST

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### **We are at the frontier of the on-demand, preeminent health, and wellness lifestyle**

Currently, we are in the process of raising money to allow us to expand to more states and more cities. We also are raising money to increase our marketing presence to bring the Reset IV name around the country and to enhance our technology.

**We are at the forefront of the next  
healthcare frontier**





The next frontier of healthcare is delivering leading treatments on-demand, conveniently, comfortably, and discreetly. We are at the forefront of this movement and growing rapidly. Our clients are diverse and include people from all socioeconomic status and professions. They trust our professionalism, care, and equally important, our obsession with confidentiality.



**RESET IV™**

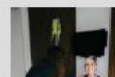
Company  
Formed

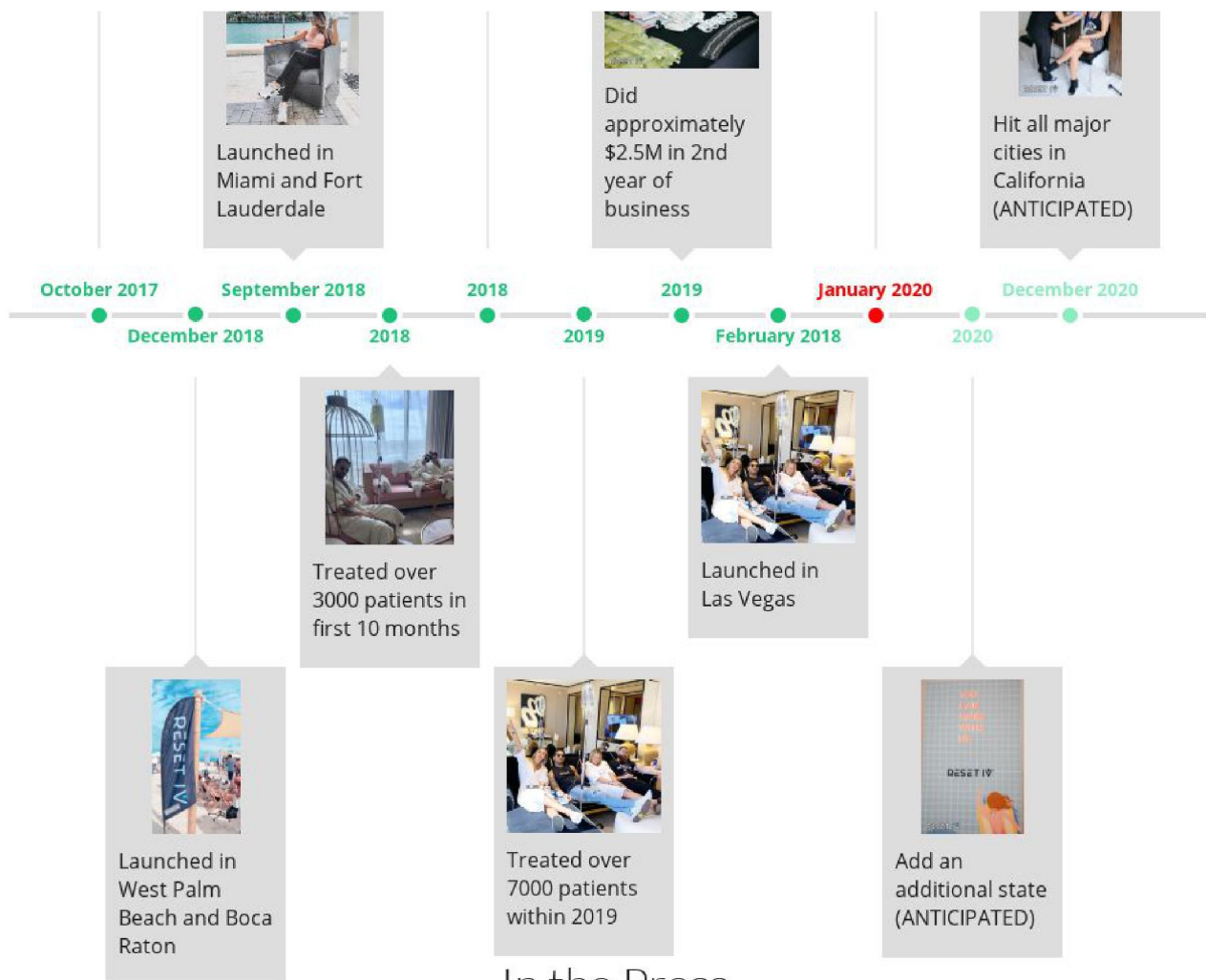


Did  
approximately  
\$1.1M in sales  
in the first 12  
months



Launched in  
Los Angeles





## In the Press

**boca**

SHOW MORE

## Meet Our Team







## Daniel Rubenstein

CEO

*As coo of an International sourcing business he multiplied the company's revenue by 150% year over year for 3 consecutive years and improved the company's profit margin by 50%. Daniel is a father of 3 and a leader in his community. Daniel is an ordained Rabbi and a former volunteer EMT for an ambulance company. Daniel started Reset IV and, together with his team took it from an idea to \$3.5 million sales and over 11,000 clients in 2 years by bootstrapping with only \$70,000 of his own money. Daniel is passionate about making healthcare and wellness treatments more accessible and comfortable for people. Daniel currently still acts as coo of Prestige Sourcing Group, the international sourcing company. In addition, Daniel still gives Jewish education classes in his community. Daniel's primary role is with Reset IV where he spends over 10 hours a day on the company.*



### Lori Parks

Controller/Treasurer

*Lori graduated from UNLV with a Bachelors in Business Administration with a Major in Accounting. Lori went on to work for U-Swirl helping to take them from a small, one store "mom and pop" shop, to a buyout by Healthy Fast Food Inc (OTCBB:HFFIW) including preparing their financials for 10K/10Q requirements. Lori has a scary love for numbers and an incredible dedication for detail.*



### Dr. David Sherman

Medical Advisor

*Dr. David Sherman is a Board Certified Internist who has been practicing Internal Medicine and Nephrology in Glendale California since 1981. Additionally, he has held the position of Medical Director of Care Coordination at Glendale Memorial Hospital, a Dignity Health facility, for more than 2 decades. Dr. Sherman joined Reset IV in 2019 as an additional demonstration of his pursuit of providing the highest quality health care and service. He and Reset IV share the same passion for excellence.*



### Elisheva Rubenstein

Secretary

*Elisheva is currently the CEO of Prestige Sourcing Group, an international sourcing company that helps Fortune 500 companies design and manufacture various categories of packaging.*

*In addition, Elisheva works per-diem as a Radiologic Technologist at SDMI in Las Vegas.*

*These two roles are her primary roles. She only spends about 1 hour per week with Reset IV*

## Offering Summary

**Company** : Reset IV Inc.

**Corporate Address** : 1775 Village Center Circle, Suite 110,  
Las Vegas, NV 89134

**Offering Minimum** : \$9,999.60

**Offering Maximum** : \$1,069,999.84

**Minimum Investment Amount** : \$100.88  
**(per investor)**

## Terms

**Offering Type** : Equity

**Security Name** : Common Stock

**Minimum Number of Shares Offered** : 9,615

**Maximum Number of Shares Offered** : 1,028,846

**Price per Share** : \$1.04

**Pre-Money Valuation** : \$10,015,200.00

*\*Maximum Number of Shares Offered subject to adjustment for bonus shares. See Bonus info below.*

### **Company Perks\***

#### *All Investor Owners Club*

5% lifetime discount on product

Early access to products

Private owners group

#### *Early Bird*

First 4 days - Friends and Family Early Birds | 10% bonus shares

Next 5 days - Early Bird Bonus | 5% bonus shares

#### *Volume*

\$500+ LIFETIME 10% off

\$1,000 (Tier 2 perk) + 2% bonus shares + Swag + LIFETIME 15% off orders

\$2,500+ (Tier 3 perk) + 5% bonus shares + priority scheduling over other clients

\$5,000+ (Tier 4 perk) + 8% bonus shares

\$20,000+ (Final Tier) + 15% bonus shares

*\*All perks occur when the offering is completed.*

### **The 10% Bonus for StartEngine Shareholders**

Reset IV, Inc. will offer 10% additional bonus shares for all investments that are committed by investors that are eligible for the StartEngine Crowdfunding Inc. OWNER's bonus.

This means eligible StartEngine shareholders will receive a 10% bonus for any shares they purchase in this offering. For example, if you buy 100 shares of Common Stock at \$1.04 / share, you will receive 110 Common Stock, meaning you'll own 110 shares for \$104. Fractional shares will not be distributed and share bonuses will be determined by rounding down to the nearest whole share.

This 10% Bonus is only valid during the investors eligibility period. Investors eligible for this bonus will also have priority if they are on a waitlist to invest and the company surpasses its maximum funding goal. They will have the first opportunity to invest should room in the offering become available if prior investments are cancelled or fail.

Investors will only receive a single bonus, which will be the highest bonus rate they are eligible for.

### Irregular Use of Proceeds

Example - The Company might incur Irregular Use of Proceeds that may include but are not limited to the following over \$10,000: Vendor payments and salary made to one's self, a friend or relative; Any expense labeled "Administration Expenses" that is not strictly for administrative purposes; Any expense labeled "Travel and Entertainment"; Any expense that is for the purposes of inter-company debt or back payments.

[Offering Details](#)

[Form C Filings](#)

[SHOW MORE](#)

### Risks

A crowdfunding investment involves risk. You should not invest any funds in this offering unless you can afford to lose your entire investment. In making an investment decision, investors must rely on their own examination of the issuer and the terms of the offering, including the merits and risks involved. These securities have not been recommended or approved by any federal or state securities commission or regulatory authority. Furthermore, these authorities have not passed upon the accuracy or adequacy of this document. The U.S. Securities and Exchange Commission does not pass upon the merits of any securities offered or the terms of the offering, nor does it pass upon the accuracy or completeness of any offering document or literature. These securities are offered under an exemption from registration; however, the U.S. Securities and Exchange Commission has not made an independent determination that these securities are exempt from registration.

### Updates

#### Annual Report

19 days ago

Notice to our investors: We will be unable to meet our April 29, 2020, annual report filing requirements for securities sold pursuant to Regulation CF as a result of limited resources due to the COVID-19 pandemic. As such, we intend to rely on the temporary relief being provided by the Securities and Exchange Commission. We will continue to use our best efforts to comply with our ongoing reporting obligations.

#### Notice of Material Change in Offering

21 days ago

[The following is an automated notice from the StartEngine team].

Hello! Recently, a change was made to the Reset IV offering. Here's an excerpt describing the specifics of the change:

*Reset IV has extending their campaign and updated 2019 financials.*

When live offerings undergo changes like these on StartEngine, the SEC requires that certain investments be reconfirmed. If your investment requires reconfirmation, you will be contacted by StartEngine via email with further instructions.

## **An update for our StartEngine campaign followers during the COVID-19 outbreak.**

about 1 month ago

First, our thoughts go out to everyone that has been impacted by the pandemic. As healthcare providers, Reset IV and its partners remain as committed as ever to supporting its local communities. And now more than ever when leaving the house is not an option.

As we remain fully operational 24 hours a day and 7 days a week, we've established new processes informed by guidelines established by the CDC, WHO, and local health departments. We are performing mandatory screening procedures in order to protect the safety of our clients, nurses and communities. Additionally, we're requiring both nurses and clients to wear protective masks and gloves and perform hand hygiene before and after each treatment.

We will continue to monitor the outbreak and adhere strictly to our new infection prevention protocols. Please do feel free to reach out with any questions or concerns about our new operational procedures.

## **Notice of Funds Disbursement**

about 1 month ago

[The following is an automated notice from the StartEngine team].

Hello!

As you might know, Reset IV has exceeded its minimum funding goal. When a company reaches its minimum on StartEngine, it's about to begin withdrawing funds. If you invested in Reset IV be on the lookout for an email that describes more about the disbursement process.

This campaign will continue to accept investments until its indicated closing date.

Thanks for funding the future.

-StartEngine

## **Notice of Funds Disbursement**

about 2 months ago

[The following is an automated notice from the StartEngine team].

Hello!

As you might know, Reset IV has exceeded its minimum funding goal. When a company reaches its minimum on StartEngine, it's about to begin withdrawing funds. If you invested in Reset IV be on the lookout for an email that describes more about the disbursement process.

This campaign will continue to accept investments until its indicated closing date.

Thanks for funding the future.  
-StartEngine

END OF UPDATES

## Comments (26 total)

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0/2500



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Post

**Bruce Wade** 5 INVESTMENTS 12 days ago

For each state that you are currently doing business in, what is the furthest distance in miles that your staff would travel to provide your IV service ?

Thank you Daniel.

**Daniel Rubenstein** - Reset IV 6 days ago

Hi Bruce,

Great question! Thank you for your interest in our company!

Since we don't have physical locations, we are not really restricted on distance. We usually build teams in areas where we anticipate the most concentration of customers. However, sometimes our staff will travel over 90 minutes to get to client in need. It really depends on staff availability, and timing of the day.

Thanks again!

**Seung Yong Sung** 5 INVESTMENTS 12 days ago

What would you say are the barriers to entry in this industry?

**Neil Fraser** SE OWNER 11 INVESTMENTS INVESTED 20 days ago

yes they stay separate

**Tom Smock** 2 INVESTMENTS INVESTED 20 days ago

Does anyone know if you make more than one investment to the combined, or they always stay separate, Thanks

**Neil Fraser** SE OWNER 11 INVESTMENTS INVESTED 2 months ago

That is true. We do have both a great starting point and momentum to propel us forward.

**Neil Fraser** SE OWNER 11 INVESTMENTS INVESTED 2 months ago



Based on all I have seen in the offering circular, I am looking forward to being along for the ride as Reset IV is now entering into a wonderful decade of amazing success.

**Daniel Rubenstein** - **Reset IV** 2 months ago

Thank you Neil!! Happy to have you on board for the ride! Its going to be a great one (and already is!!

---

**Javnault Griffin** 2 months ago

Do investors receive dividends? If so when are the dividends due? Is it cash or more stock?

Do the % of bonus shares go to people that invest the minimum amount of 249\$? Or only for those in the thousands?

**Daniel Rubenstein** - **Reset IV** 2 months ago

Javnault,

Thank you for your questions!

If dividends are paid they are paid in cash. For further information on this please check the offering circular.

Bonus shares are offered as a perk at various levels of investment. For further information on this please check the offering circular.

Thank you again for your interest!

---

**Delbert Reynolds** **SE OWNER** **50 INVESTMENTS** 3 months ago

seems very misleading when reading about the % of bonus shares not interested in investing in a company that is shady right off the bat with the way things are worded. No thanks

**Daniel Rubenstein** - **Reset IV** 3 months ago

Delbert, We are not intending to be misleading at all. Unfortunately, the technology itself does not stack so it is just the greater of the two. This is what we have been advised by the Startengine team and is standard on the platform.

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## **EXHIBIT D TO FORM C**

### **VIDEO TRANSCRIPT**

Shelby Bay:

Hey guys. My name is Shelby Bay. I am a model. I live in Los Angeles, California. I really do need IV treatments in my life to keep me hydrated, my skin glowing, keep my immunity built up when I am traveling. Reset IV really came to the rescue. This is actually truly life-changing.

Ronnie Cardino:

We're here in town for a bachelor party.

Patrick Gilbert:

We use Reset IV every single time where we're going away for a weekend like this, whether it's a bachelor party or a music festival.

Ronnie Cardino:

And when I woke up this morning, the room was spinning. We called them up and they came to the room within 30 minutes and they hooked us all up with IVs and got us back on our feet.

Shelby Bay:

The nurses at Reset IV, they worked in ERs, which is really awesome. They're using needles that are three times more expensive than other people's needles.

Patrick Gilbert:

They go through an individualized screening of how you're feeling that day, previous medical history, what medications you take.

Shelby Bay:

I've never had a bad experience when it comes to putting the needle in. They really get it every single time, and I really genuinely felt like she wanted me to feel better.

Ronnie Cardino:

Reset IV, they have such a personal touch.

Patrick Gilbert:

Whenever they show up to one of these bachelor parties like, they treat us like Kings.

Shelby Bay:

You get this personalized, high-class luxury experience. As a professional model, what I put into my body is extremely important to me. I like to drink juices. I try to get things that have vitamin C in them and when it comes to Reset IV, I know that I'm getting the best medicine.

Ronnie Cardino:

I got a bunch of B vitamins, so a super dose of B complex, B12, B5 and 6 because I had such a bad headache. I also got some anti-inflammatories.

Shelby Bay:

I have a shoot coming up, so she put glutathione in here. I like to call it a facial in a bag. Helps my skin stay hydrated, makes me glow.

Patrick Gilbert:

I felt awful this morning, but I'm probably halfway through the bag. I feel a million times better than I did even just 20 minutes ago.

Shelby Bay:

I wish that you were here with me this morning when I woke up and I wish you could see what I looked like. I already feel just more energized and it's just so awesome. I highly recommend it to everyone.

Patrick Gilbert:

I've honestly tried everything else. It works and it's an incredible experience. You got to go Reset IV.

Reset IV

book a treatment today at [resetiv.com](https://resetiv.com)

Now you can be a shareholder for as little as \$250

## STARTENGINE SUBSCRIPTION PROCESS (Exhibit E)

### Platform Compensation

- As compensation for the services provided by StartEngine Capital, the issuer is required to pay to StartEngine Capital a fee consisting of a 6-8% (six to eight percent) commission based on the dollar amount of securities sold in the Offering and paid upon disbursement of funds from escrow at the time of a closing. The commission is paid in cash and in securities of the Issuer identical to those offered to the public in the Offering at the sole discretion of StartEngine Capital. Additionally, the issuer must reimburse certain expenses related to the Offering. The securities issued to StartEngine Capital, if any, will be of the same class and have the same terms, conditions and rights as the securities being offered and sold by the issuer on StartEngine Capital's website.

### Information Regarding Length of Time of Offering

- Investment Cancellations: Investors will have up to 48 hours prior to the end of the offering period to change their minds and cancel their investment commitments for any reason. Once within 48 hours of ending, investors will not be able to cancel for any reason, even if they make a commitment during this period.
- Material Changes: Material changes to an offering include but are not limited to: A change in minimum offering amount, change in security price, change in management, material change to financial information, etc. If an issuer makes a material change to the offering terms or other information disclosed, including a change to the offering deadline, investors will be given five business days to reconfirm their investment commitment. If investors do not reconfirm, their investment will be cancelled and the funds will be returned.

### Hitting The Target Goal Early & Oversubscriptions

- StartEngine Capital will notify investors by email when the target offering amount has hit 25%, 50% and 100% of the funding goal. If the issuer hits its goal early, and the minimum offering period of 21 days has been met, the issuer can create a new target deadline at least 5 business days out. Investors will be notified of the new target deadline via email and will then have the opportunity to cancel up to 48 hours before new deadline.
- Oversubscriptions: We require all issuers to accept oversubscriptions. This may not be possible if: 1) it vaults an issuer into a different category for financial statement requirements (and they do not have the requisite financial statements); or 2) they reach \$1.07M in investments. In the event of an oversubscription, shares will be allocated at the discretion of the issuer.
- If the sum of the investment commitments does not equal or exceed the target offering amount at the offering deadline, no securities will be sold in the offering, investment commitments will be cancelled and committed funds will be returned.
- If a StartEngine issuer reaches its target offering amount prior to the deadline, it may conduct an initial closing of the offering early if they provide notice of the new offering deadline at least five business days prior to the new offering deadline (absent a material change that would require an extension of the offering and reconfirmation of the investment commitment). StartEngine will notify investors when the issuer meets its

target offering amount. Thereafter, the issuer may conduct additional closings until the offering deadline.

#### Minimum and Maximum Investment Amounts

- In order to invest, to commit to an investment or to communicate on our platform, users must open an account on StartEngine Capital and provide certain personal and non-personal information including information related to income, net worth, and other investments.
- Investor Limitations: Investors are limited in how much they can invest on all crowdfunding offerings during any 12-month period. The limitation on how much they can invest depends on their net worth (excluding the value of their primary residence) and annual income. If either their annual income or net worth is less than \$107,000, then during any 12-month period, they can invest up to the greater of either \$2,200 or 5% of the lesser of their annual income or net worth. If both their annual income and net worth are equal to or more than \$107,000, then during any 12-month period, they can invest up to 10% of annual income or net worth, whichever is less, but their investments cannot exceed \$107,000.