

Name of station:
Resolution & Technologies, Inc.

Legal status of issuer:
Form: **Corporation**
Jurisdiction of incorporation/Creation state: **DE**
Date of organization: **7/19/2019**

Physical address of issuer:
**8336 Pinyon Vista Dr
Las Vegas NV 89129**

Website of issuer:
<https://www.resolution.com>

Number of intermediary through which the offering will be conducted:
Wefunder LLC

CUSIP number of informed party:
0000070254

SEC ID number of intermediary:
00700033

CRD number, if applicable, of intermediary:
283503

Current number of employees:
5

	Most recent fiscal year-end	Prior fiscal year-end
Total Assets	\$124,648.00	\$728,24.00
Cash & Cash equivalents	199,194.00	48,593.00
Accounts receivable	50.00	\$5,659.00
Short-term debt	\$438,000.00	\$216,000.00
Long-term debt	\$7,470,562.00	\$1,068,386.00
Revenue (incl. license fees)	\$38,120.00	\$95,200.00
Cost of goods sold	\$9,320.00	\$9,000.00
Net income	(\$60,739.00)	(\$53,070.00)

be very careful and precise in answering all questions. Give full and complete answers so that they are not misleading under the circumstances involved. Do not discuss any future performance or other anticipated event unless you have a reasonable basis to believe that it will actually occur within the forecastable future. If an answer requiring significant information is materially inaccurate, incomplete or misleading, the Company, its management and principal shareholders may be liable to investors based on that information.

3. Has the issuer or any of its predecessors previously failed to comply with the ongoing reporting requirements of Rule 503 of Regulation Crowdfunding?

☐ Yes ☒ No

Director	Principal Occupation	Main Employer	Year Joined as Director
Sheila Tan	Co-founder and Board Chair	Resolution 8 Technologies, Inc.	2019
Scott Feldmiller	CEO	Resolution 8 Technologies, Inc.	2019

OFFICERS OF THE COMPANY

Officer	Position Held	Year Joined
Scott Seidewitz	CEO	2018
Scott Seidewitz	Treasurer	2019
Scott Seidewitz	Secretary	2019

NOTES TO THE FINANCIAL STATEMENTS

Name of Holder	No. and Class of Securities Now Held	% of Voting Power Prior to Offering
Shelia Tan	350000.0 Common shares	46.32
Scott Seidenstein	250000.0 Common shares	30.76

[illegible]

²For a description of our business and our business plan, please refer to the

RISK FACTORS

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.

8. Discuss the material factors that make an investment in the issuer speculative or risky.

Strong product-market fit but market traction has not yet been proven. We are still working on our customer acquisition model.

Financing - Successfully raised \$51.7M through friends, family, angels, and crowdfunding. May need to raise additional funds to finance our growth in other states beyond California.

Because we are not a law firm, BliSSolve's current practice law. We have been meticulous in the designing BliSSolve to be a CTV product that offers information out not legal advice. Ezech Seidewitz and Sheila Tan are experienced in this issue from their work with LegalZoom, and legal counsel has been imposed throughout the development process. However, we could face legal or regulatory challenges if we are perceived to be practicing law.

Online Dispute Resolution (ODR) tools are a key technology for delivering our value proposition. We have developed 11 tools and filed patents (pending to be published). However, these tools have not yet been fully tested in the market. There is the risk that they will not be successful in resolving all disputes in a dispute. This risk is mitigated by the planned use of human virtual mediators to work out disagreements that remain after use of the ODR tools.

One of our founders, Sheila Tan, is no longer full-time with the company. This limits available management resources and could impede fundraising efforts.

The Company may never receive a future equity financing or elect to convert the Securities into cash. Such future financing, if additional, the Company may never undergo a liquidity event such as a sale of the Company or an IPO. If neither the conversion of the Securities nor a liquidity event occurs, the Purchasers could be left holding the Securities in perpetuity. The Securities have no economic benefit for rescissions and will likely be highly illiquid, with no secondary market on which to sell them. The Securities can not equity interests, have no dividend rights, have no right to the Company's assets or profits, and have no voting rights or ability to direct the Company or its officers.

Our future success depends on the efforts of a small management team. The loss of services of the members of the management team may have an adverse effect on the company. There can be no assurance that we will be successful in offsetting and replacing other personnel, or required to successfully grow our business.

DISCLOSURE TO BE PROVIDED TO ALL PURCHASERS OF SECURITIES AND TO ALL CREDITORS OF THE COMPANY THAT HAVE BEEN ISSUED OR WILL BE ISSUED BY THE COMPANY. THIS DISCLOSURE IS NOT A CONTRACT AND DOES NOT CONSTITUTE AN OFFER OF ANY SECURITIES. IT IS NOT A CONTRACT AND DOES NOT CONSTITUTE AN OFFER OF ANY SECURITIES. IT IS NOT A CONTRACT AND DOES NOT CONSTITUTE AN OFFER OF ANY SECURITIES.

Ownership and Capital Structure

DESCRIPTION OF ISSUER'S SECURITIES

17. What other securities or classes of securities of the issuer are outstanding? Describe the material terms of any other outstanding securities or classes of securities of the issuer.

Class of Security	Securities (or Amount) Authorized	Securities (or Amount) Outstanding	Voting Rights
Common Stock	10,000,000	8,419,375	Yes

Class of Security	Securities Reserved for Issuance upon Exercise or Conversion
Warrants	\$60,417
Options	\$16,875

24. Describe the material terms of any indebtedness of the issuer.

Lender	Sheila Tan
Issue date	02/25/19
Amount	\$50,000.00
Outstanding principal plus interest	\$55,512.33 as of 08/30/22
Interest rate	2.0% per annum
Maturity date	02/26/21
	Maturity date has been extended. On all loans from founders, the repayment plan is as follows:
Reason for late payments	If we raise \$1M this round - repay \$75K If we raise \$2M this round - repay \$200K
	Repayment of the rest to be deferred until there is a priced round of liquidation event.

Lender	Scott Seidewitz
Issue date	02/25/19
Amount	\$90,000.00
Outstanding principal plus interest	\$55,512.33 as of 08/30/22
Interest rate	2.0% per annum
Maturity date	02/26/21
	Maturity date has been extended. On all loans from founders, the repayment plan is as follows:
Reason for late payments	If we raise \$1M this round - repay \$75K If we raise \$2M this round - repay \$200K
	Repayment of the rest to be deferred until there is a priced round of liquidation event.

Lender	Scott Seidewitz
Issue date	10/30/21
Amount	\$80,000.00
Outstanding principal plus interest	\$82,880.82 as of 08/30/22
Interest rate	8.0% per annum
Maturity date	10/31/25
Current with payments	Yes

Lender	Scott Seidewitz
Issue date	01/02/22
Amount	\$75,000.00
Outstanding principal plus interest	\$77,465.75 as of 08/30/22
Interest rate	8.0% per annum
Maturity date	01/03/24
Current with payments	Yes

Lender	Scott Seidewitz
Issue date	02/24/22
Amount	\$86,000.00
Outstanding principal plus interest	\$88,203.01 as of 08/30/22
Interest rate	8.0% per annum
Maturity date	02/25/24
Current with payments	Yes

Lender	Scott Seidewitz
Issue date	04/04/22
Amount	\$40,000.00
Outstanding principal plus interest	\$40,810.68 as of 08/30/22
Interest rate	8.0% per annum
Maturity date	04/05/24
Current with payments	Yes

Lender	Sheila Tan
Issue date	04/12/22
Amount	\$5,000.00
Outstanding principal plus interest	\$5,103.07 as of 08/30/22
Interest rate	8.0% per annum
Maturity date	04/13/24
Current with payments	Yes

Lender	Scott Seidewitz
Issue date	04/12/22
Amount	\$4,000.00
Outstanding principal plus interest	\$4,076.71 as of 08/30/22
Interest rate	8.0% per annum
Maturity date	04/13/24
Current with payments	Yes

Lender	Scott Seidewitz
Issue date	04/22/22

Lender	Shella Tan
Issue date	09/31/22
Amount	\$17,000.00
Outstanding principal plus interest	\$17,187.5 as of 08/30/22
Interest rate	5.0% per annum
Maturity date	06/01/24
Current with payments	Yes

25. What other exempt offerings has the issuer conducted within the past three years?

1. a dividend or other payment on the issuer's securities controlled by or under common control with the issuer, or any of them, are transacted on any one date of the issuer's last fiscal year, or any currently proposed transaction, where the amount involved exceeds five percent of the aggregate amount of capital contributed by the issuer in reliance on Sections 4(a)(1) of the Securities Act during the preceding 12-month period including the date of the issuer's sale to or in reliance on the Act's offering exemption; any of the following persons: has or is to have, a direct or indirect material interest in:

- a dividend or other payment on the issuer;
- a person who is, as of the most recent practicable date, the beneficial owner of 10 percent or more of the issuer's outstanding voting equity securities, calculated on the basis of voting power;
- the issuer was incorporated or organized within the past three years, any promoter of the issuer;
- any investment adviser, member of any of the foregoing persons.

Name	Scott Seidewitz
Amount invested	\$4,000.00
Transaction type	Loan
Issue date	04/12/22
Outstanding principal plus interest	\$4,076.71 as of 08/30/22
Interest rate	5.0% per annum
Maturity date	04/15/24
Current with payments	Yes
Relationship	Founder

Name	Scott Seidenwitz
Amount Invested	\$17,500.00
Transaction type	Loan
Issue date	04/27/22
Outstanding principal plus interest	\$17,769.66 as of 08/30/22
Interest rate	5.0% per annum
Maturity date	04/28/24
Current with payments	Yes
Relationship	Founder

Name	Shella Tan
Amount Invested	\$17,500.00
Transaction type	Loan
Issue date	06/02/22
Outstanding principal plus interest	\$17,767.67 as of 08/30/22
Interest rate	5.0% per annum
Maturity date	08/03/24
Current with payments	Yes
Relationship	Founder

Name	Scott Seidenwitz
Amount Invested	\$12,900.00
Transaction type	Loan
Issue date	08/25/22
Outstanding principal plus interest	\$12,866.10 as of 08/30/22
Interest rate	5.0% per annum
Maturity date	08/26/24
Current with payments	Yes
Relationship	Founder

Name	Shella Tan
Amount Invested	\$17,500.00
Transaction type	Loan
Issue date	06/31/22
Outstanding principal plus interest	\$17,718.15 as of 08/30/22
Interest rate	5.0% per annum
Maturity date	06/01/26
Current with payments	Yes
Relationship	Founder

INSTRUCTIONS TO QUESTION 21: The responses include, but are not limited to, any private accounts, correspondence, e-mail, or any other data or possession of information in any form or by any means, regardless of whether it is in electronic or physical form.

INSTRUCTIONS TO QUESTION 21: Multiple responses are allowed. You may select all that apply. (21 does not refer to the 21st item of the list of questions but rather to the question number.)

The responses to this question should be provided in a separate document, not as part of the responses to this question. The responses should be provided in a separate document, not as part of the responses to this question. The responses should be provided in a separate document, not as part of the responses to this question.

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FINANCIAL CONDITION OF THE ISSUER

21. Does the issuer have an operating history?

☒ Yes
☐ No

26. Describe the financial condition of the issuer, including, to the extent material, liquidity, capital resources and historical results of operations.

Management's Discussion and Analysis of Financial Condition and Results of Operations

You should read the following discussion and analysis of our financial condition and results of operations together with our financial statements and the related notes and other financial information included elsewhere in this offering. Some of the information contained in this discussion and analysis, including information regarding the strategy and plans for our business, includes forward-looking statements that involve risks and uncertainties. You should review the "Risk Factors" section for a discussion of important factors that could cause actual results to differ materially from the results described in or implied by the forward-looking statements contained in the following discussion and analysis.

Overview

Such a discussion is required without the aid of legal counsel.

We're been through divorce. We've seen friends and family go through divorce. It's a high conflict, expensive process, where no one wins. We want to reduce the pain and time involved in divorce, preserve family wealth and help people move on with their lives.

Using patented relational online dispute resolution (ODR) technology, Resolution & Technologies, through a streamlined online process to reach a divorce agreement and move on without the time, cost and frustration of attorneys. By employing our tools, even those in a contentious divorce, to resolve disagreements with our ODR tools, we are the first and only platform able to compete directly with the dominant market player, divorce lawyers.

We want to end no divorce in the U.S. Instead of hiring expensive attorneys, which increases conflict and stress, divorcing couples can use our ODR tools to work out the best agreement for themselves in a contentious divorce. We believe this will reduce the cost of divorce, which is a major barrier to entry for many couples. Our platform is a growing business to build from, just 8% share of the 78 largest U.S. states generates \$160M in revenue. We believe there is a multi-billion \$ opportunity in other markets (EU) and by applying our ODR technology to other legal work.

Milestones

Resolution & Technologies, Inc. was incorporated in the State of Delaware in January 2018.

What makes our business promising:

- Successful Fundraising — Raised over \$17 million
- Exceptional Team — Strong product/technical founders with C-level Legal/Tech experience
- Large Stable Market — 8M divorces, \$27B per year
- Urgent Needs — High dissatisfaction with excessive cost, lengthy time, and high conflict of attorneys
- Disruptive Tech — AI-based dispute resolution resolves disagreements even in contentious divorces
- Major Benefits — Get divorced 10 months faster and for \$20K less vs. attorneys
- High Growth Potential — Market share of just 5% in top 25 US states = \$150M annual revenue (not guaranteed)

The Company is subject to risks and uncertainties common to early-stage companies. Given the Company's limited operating history, the Company cannot reliably estimate how much revenue it will receive in the future.

Historical Results of Operations

Revenue & Losses: For the period ended December 31, 2022, the Company had revenue of \$18,022 compared to \$14 year ended December 31, 2021, when the Company had revenue of \$109,206. Our gross margin was 49.44% in fiscal year 2022, compared to 46.44% in 2021.

Assets: As of December 31, 2022, the Company had total assets of \$17,264, including \$99,014 in cash. As of December 31, 2021, the Company had \$178,24 in total assets, including \$5,519 in cash.

Losses: The Company had net losses of \$105,739 and net losses of \$53,070 for the fiscal years ended December 31, 2022 and December 31, 2021, respectively.

Liabilities: The Company's liabilities totaled \$186,242 for the fiscal year ended December 31, 2022 and \$1,266,280 for the fiscal year ended December 31, 2021.

Related Party Transaction

Refer to Question 26 of this Form C for disclosure of all related party transactions.

Liquidity & Capital Resources

To date, the company has been financed with \$486,000 in debt and \$1,430,342 in SAFEs.

We will likely require additional financing in excess of the proceeds from the offering in order to perform operations over the lifetime of the company. We plan to raise capital in 6 months. Except as otherwise disclosed in this Form C, we do not have additional sources of capital other than the proceeds from the offering. Because of the complexities and uncertainties in establishing a new business strategy, it is not possible to adequately project whether the proceeds of this offering will be sufficient to enable us to implement our strategy. This uncertainty and uncertainty will be increased if less than the maximum amount of securities offered in this offering is sold. The Company intends to raise additional capital in the future from investors. Although capital may be available for early-stage companies, there is no guarantee that the Company will receive any investments from investors.

Runway & Short/Mid Term Expenses

Resolution & Technologies, Inc. cash in hand is \$196,037 as of April 2023. Over the last three months revenues have averaged \$2,750/month, cost of goods sold has averaged \$1,275/month, and operational expenses have averaged \$34,910/month.

[illegible]

Scott Seidewitz
CEO

DISTINCTIONS TO QUESTION 29: Information is presented in its source in a format, medium or other manner not able to be referred to in or possible document forms, the answer should include:

- (a) a description of the essential content of such information;
- (b) a description of the format in which such information is presented; and
- (c) in the case of electronic version, audio or video compact disks or tapes, a statement of distribution of such information.

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

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Add new Foreword Attachment (admin only)

Signatures

Intentional misstatements or omissions of facts constitute federal criminal violations. See 18 U.S.C. 1001.

The following documents will be filed with this SEC

[Cover Page XML](#)

[Offering Statement \(this page\)](#)

[Appendix A: Business Description & Plan](#)

[Appendix B: Investor Contracts](#)

[SPV Subscription Agreement - Early Bird](#)

[Early Bird Bliss Divorce SAFE - Early Bird](#)

[SPV Subscription Agreement](#)

[Bliss Divorce SAFE](#)

[Appendix C: Financial Statements](#)

[Financials 1](#)

[Financials 2](#)

[Appendix D: Director & Officer Work History](#)

[Scott Seidewitz](#)

[Sheila Tan](#)

[Appendix E: Supporting Documents](#)

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Pursuant to the requirements of Sections 404(b) and 41 of the Securities Act of 1933 and Regulation Crowdfunding, (17 CFR 227.106 et seq.), the issuer certifies that it has made this disclosure to the best of its knowledge and belief in this Annual Report and has duly caused this Form to be signed on its behalf by the duly authorized undersigned.

Resolution 8 Technologies, Inc.

By

Scott Seidewitz

Founder/CEO

Pursuant to the requirements of Sections 404(b) and 41 of the Securities Act of 1933 and Regulation Crowdfunding (17 CFR 227.106 et seq.), this Annual Report and Transfer Agent Agreement has been signed by the following persons in the capacities and on the dates indicated.

Sheila K Tan

Chairman

5/1/2023

Scott Seidewitz

Founder/CEO

4/29/2023