

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

Joyland Brewing Holdings, Inc
1300 Alden Rd
Orlando, FL 32803
<https://ivanhoeparkbrewing.com>

Up to \$124,000.00 in Class B Non-Voting Common Stock at \$2.00
Minimum Target Amount: \$124,000.00

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.

In the event that we become a reporting company under the Securities Exchange Act of 1934, we intend to take advantage of the provisions that relate to "Emerging Growth Companies" under the JOBS Act of 2012, including electing to delay compliance with certain new and revised accounting standards under the Sarbanes-Oxley Act of 2002.

Company:

Company: Joyland Brewing Holdings, Inc
Address: 1300 Alden Rd, Orlando, FL 32803
State of Incorporation: DE
Date Incorporated: November 12, 2024

Terms:

Equity

Offering Minimum: \$124,000.00 | 62,000 shares of Class B Non-Voting Common Stock
Offering Maximum: \$124,000.00 | 62,000 shares of Class B Non-Voting Common Stock
Type of Security Offered: Class B Non-Voting Common Stock
Purchase Price of Security Offered: \$2.00
Minimum Investment Amount (per investor): \$500.00

Alcohol Beverage Wholesale or Retailer Licenses Notice

Holders of alcohol beverage wholesale or retailer licenses, and their employees, are prohibited from participating in this investment. By participating in this offering you confirm that you are not a wholesale or retail licensee nor are you employed by such a license.

Investment Incentives and Bonuses*

Loyalty Bonus

If you are a predesignated member of Joyland Brewing Holdings, Inc., you are eligible for 30% additional bonus shares.

Time-Based Perks

Early Bird 1: Invest \$1,000+ within the first 2 weeks | 10% bonus shares

Early Bird 2: Invest \$5,000+ within the first 2 weeks | 15% bonus shares

Early Bird 3: Invest \$10,000+ within the first 2 weeks | 20% bonus shares

Early Bird 4: Invest \$20,000+ within the first 2 weeks | 25% bonus shares

Early Bird 5: Invest \$50,000+ within the first 2 weeks | 30% bonus shares

Mid-Campaign Perks (Flash Perks)

Flash Perk 1: Invest \$5,000+ between day 35 - 40 and receive 10% bonus shares

Flash Perk 2: Invest \$5,000+ between day 60 - 65 and receive 10% bonus shares

Amount-Based Perks

Tier 1 Perk: Invest \$1,000+ and receive an investor-exclusive Ivanhoe Park Brewing Co. branded hat.

Tier 2 Perk: Invest \$5,000+ and receive all prior perks + plus 25% off your bill at our Orlando brewery or when you place an order online through our website + 5% bonus shares.

Tier 3 Perk: Invest \$10,000+ and receive all prior perks plus a VIP brewery tour and tasting experience for you and up to 3 guests + 10% bonus shares.

Tier 4 Perk: Invest \$20,000+ and receive all prior perks plus an invite to a luxury exclusive dinner event for you + 1 guest where you get the experience of brewing your own beer for your personal consumption* + 15% bonus shares.

Tier 5 Perk: Invest \$50,000+ and receive all prior perks + the opportunity to collaborate on a limited-edition brew + 20% bonus shares.

*In order to receive perks from an investment, one must submit a single investment in the same offering that meets the minimum perk requirement. Bonus shares from perks will not be granted if an investor submits multiple investments that, when combined, meet the perk requirement. All perks occur when the offering is completed. Crowdfunding investments made through a self-directed IRA cannot receive perks due to tax laws. The Internal Revenue Service (IRS) prohibits self-dealing transactions in which the investor receives an immediate, personal financial gain on investments owned by their retirement account. As a result, an investor must refuse those perks because they would be receiving a benefit from their IRA account.

The 10% StartEngine Venture Club Bonus

Joyland Brewing Holdings, Inc will offer 10% additional bonus shares for all investments that are committed by investors that are eligible for the StartEngine Venture Club.

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 Class B Non-Voting Common Stock at \$2.00 / share, you will receive 110 shares of Class B Non-Voting Common Stock, meaning you'll own 110 shares for \$200.00. 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 investor's 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 canceled or fail.

Investors will receive the highest single bonus they are eligible for among the bonuses based on the amount invested and the time of offering elapsed (if any). Eligible investors will also receive the Venture Club bonus and] the Loyalty Bonus in addition to the aforementioned bonus.

The Company and its Business

Company Overview

Company Overview

Ivanhoe Park Brewing Co. is a successful craft brewery based in Central Florida, offering a diverse range of award-winning beers. From IPAs to stouts, lagers, and seasonal specialties, the brewery caters to the growing demand for unique, high-quality brews. Rooted in community engagement, Ivanhoe Park Brewing Co. has expanded from a local startup to a recognized brand with strong customer loyalty. The brewery operates multiple revenue streams, including taproom sales, distribution to bars and retail outlets, and hosting community events. With plans to expand its market reach and increase production capacity, the company is well-positioned for continued growth.

Corporate Summary

Joyland LLC purchased assets of the Ivanhoe brewery. Ivanhoe entity owns those assets. The raising entity, Delaware holding company, owns the existing LLC (Joyland Brewery) and a new LLC which holds the Ivanhoe Brewery Assets. The Company entered into a securities exchange with Joyland Brewing Company, LLC where each one (1) outstanding Unit of Membership interests of Joyland Brewing Company, LLC, shall be exchanged for 2,184.72974 share of Class A Voting Common Stock of the Company.

Competitors and Industry

Competitors

Ivanhoe Park Brewing Co. competes in the highly competitive craft beer industry, particularly in Central Florida. Key competitors include local breweries such as Crooked Can Brewing Company, Orlando Brewing, and Cigar City Brewing. On a national scale, the brewery faces competition from larger craft breweries like Sierra Nevada Brewing Co. and New Belgium Brewing Co. Ivanhoe Park Brewing Co. differentiates itself through its community-driven approach, strong local presence, and award-winning beer lineup. Its ability to maintain strong customer loyalty and establish strategic partnerships has allowed it to stand out in a crowded market.

Industry

The U.S. craft beer industry has seen significant growth over the past decade, with a market value of \$28.3 billion in 2020. This growth is driven by consumer demand for innovative, high-quality, and locally produced beers. The craft beer market is expected to continue expanding as consumers increasingly seek unique flavor profiles and brands with strong community ties. Florida has become a major player in the craft beer scene, offering breweries like Ivanhoe Park Brewing Co. the opportunity to capitalize on both local and tourist-driven markets. Despite competition from national craft beer brands and large-scale breweries, the craft beer segment remains resilient, with consumers supporting brands that offer authenticity, quality, and a personal connection to the community.

Current Stage and Roadmap

Current Stage

Ivanhoe Park Brewing Co. has achieved significant traction in the Central Florida market, expanding from a local startup to a recognized brand. The brewery currently distributes its award-winning beers to various bars, restaurants, and retail outlets across the region. Ivanhoe Park's beers have earned multiple accolades, including medals from the U.S. Open Beer Championship and Best Florida Beer. Additionally, the company has expanded its operations with the acquisition of Ivanhoe Park Lager House, increasing production capacity and enhancing the customer experience. Partnerships with local

brands like Track Shack and collaborations with the Orlando Solar Bears have helped further establish Ivanhoe Park as a community-focused brewery. The brewery's steady sales growth, loyal customer base, and strategic partnerships are strong indicators of continued success.

Future Roadmap

Looking ahead, Ivanhoe Park Brewing Co. is focused on scaling operations and expanding its market presence. Plans include increasing production capacity through the addition of Ivanhoe Park Lager House, expanding its distribution network to reach new markets, and enhancing the customer experience with new offerings like beer and food pairings. The brewery also plans to strengthen its community engagement through strategic partnerships and hosting more local events. By continuing to innovate and meet growing consumer demand for craft beer, Ivanhoe Park Brewing Co. aims to solidify its position as a leading brewery in the region while expanding nationally.

The Team

Officers and Directors

Name: Glenn Russell Closson

Glenn Russell Closson's current primary role is with the Issuer.

Positions and offices currently held with the issuer:

- Position: Co-Founder and CEO
Dates of Service: May, 2017 - Present
Responsibilities: As Co-Founder and CEO of Ivanhoe Park Brewing Company, Glenn spearheads the strategic vision and operational management of the brewery, driving growth and innovation while ensuring the highest quality of craft beer production. His leadership has positioned the company as a prominent player in the craft beer industry. Salary: 100,000

Other business experience in the past three years:

- Employer: Your Part Time Controller
Title: Associate
Dates of Service: February, 2024 - Present
Responsibilities: Part time controller for various non-profit clients. Reviewing and Consulting on financials and strategic planning.

Other business experience in the past three years:

- Employer: Real Capital Operations, LLC
Title: Controller
Dates of Service: July, 2023 - October, 2023
Responsibilities: Consultant Controller to help them through inventory audit and other tasks.

Name: Joshua Dustin Todd

Joshua Dustin Todd's current primary role is with the Issuer.

Positions and offices currently held with the issuer:

- Position: Director of Sales, Founder, & Board of Directors
Dates of Service: May, 2017 - Present
Responsibilities: Director of Sales & on Board of Directors

Other business experience in the past three years:

- Employer: Transcom Solutions
Title: VP Strategic Partnerships
Dates of Service: January, 2022 - Present
Responsibilities: Managing account management department. Sales and follow up.

Name: Brian Matthew Gentile

Brian Matthew Gentile's current primary role is with the Issuer.

Positions and offices currently held with the issuer:

- Position: Board Member
Dates of Service: May, 2024 - Present
Responsibilities: Board Member and investor in IPBC.

Other business experience in the past three years:

- Employer: KBP Brands
Title: Senior Vice President
Dates of Service: May, 2016 - Present
Responsibilities: Responsible for Operations of Restaurants

Name: Brian Scott Masters

Brian Scott Masters's current primary role is with the Issuer.

Positions and offices currently held with the issuer:

- Position: Board Member
Dates of Service: June, 2018 - Present
Responsibilities: Board Member

Name: Joseph Phiilip Bowling Jr.

Joseph Phiilip Bowling Jr.'s current primary role is with the Issuer.

Positions and offices currently held with the issuer:

- Position: Chief Operating Officer, Secretary, and Chairman of the Board
Dates of Service: August, 2017 - Present
Responsibilities: Responsible for improving operational efficiency and profitability, along with serving as a liason between the Board of Directors and day-to-day operations of the business.

Other business experience in the past three years:

- Employer: Dell Technologies
Title: Sr. Manager, Presales Solution Architects
Dates of Service: December, 2000 - August, 2024
Responsibilities: Managed a team of sales engineers/presales architects supporting the sales organization that covered a set of enterprise customers in the Central US.

Name: Kelly Lynn Turenne

Kelly Lynn Turenne's current primary role is with Lockheed Martin Corporation . Kelly Lynn Turenne currently services 10 hours per week in their role with the Issuer.

Positions and offices currently held with the issuer:

- Position: Director
Dates of Service: November, 2024 - Present
Responsibilities: Board of Directors member, providing oversight to high level company decisions and operations.

Other business experience in the past three years:

- Employer: Lockheed Martin Corporation
Title: Director of Legal
Dates of Service: September, 2020 - Present
Responsibilities: Oversee litigation, employment, government compliance and legal investigations for the RMS business area.

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 (also referred to as “we”, “us”, “our”, or 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 securities 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 research thoroughly any offering before making an investment decision and consider all of the information provided regarding the Company as well as the following risk factors, in addition to the other information 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, financial, 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 its projections. There can be no assurance that the Company will be able to find sufficient demand for its product or service, that people think it’s a better option than a competing product or service, or that we will be able to provide a product or service at a level that allows the Company to generate revenue, make a profit, or grow the business.

Any valuation is difficult to assess

The valuation for the offering was established by the Company. Unlike listed companies that are independently valued through market-driven stock prices, the valuation of private companies, especially startups, is difficult to assess, may not be exact, and you may risk overpaying for your investment.

The transferability of the Securities you are buying is limited

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 the securities you purchase. More importantly, there are a limited number of established markets for the resale of these securities. As a result, if you decide to sell these securities in the future, you may not be able to find, or may have difficulty finding, a buyer, and you may have to locate an interested buyer when you do seek to resell your investment. The Company may be acquired by an existing player in the industry. However, that may never happen or it may happen at a price that results in you losing money on this investment.

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 are limited established markets for these securities. 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 same or a similar industry. However, that may never happen or it may happen at a price that results in you losing money on this investment.

The Company may undergo a future change that could affect your investment

The Company may change its business, management or advisory team, IP portfolio, location of its principal place of business or production facilities, or other change which may result in adverse effects on your investment. Additionally, the Company may alter its corporate structure through a merger, acquisition, consolidation, or other restructuring of its current corporate entity structure. Should such a future change occur, it would be based on management’s review and determination that it is in the best interests of the Company.

Your information rights are limited with limited post-closing disclosures

The Company is required to disclose certain information about the Company, its business plan, and its anticipated use of proceeds, among other things, in this offering. Early-stage companies may be able to provide only limited information about their business plan and operations because it does not have fully developed operations or a long history to provide more disclosure. The Company is also only obligated to file information annually regarding its business, including financial statements. In contrast to publicly listed companies, investors will be entitled only to that post-offering information that is required to be disclosed to them pursuant to applicable law or regulation, including Regulation CF. Such disclosure generally requires only that the Company issue an annual report via a Form C-AR. Investors are generally not entitled to interim updates or financial information.

Some early-stage companies may lack professional guidance

Some companies attribute their success, in part, to the guidance of professional early-stage advisors, consultants, or investors (e.g., angel investors or venture capital firms). advisors, consultants, or investors may play an important role in a company through their resources, contacts, and experience in assisting early-stage companies in executing their business

plans. An early-stage company primarily financed through Regulation Crowdfunding may not have the benefit of such professional investors, which may pose a risk to your investment.

If the Company cannot raise sufficient funds it will not succeed

The Company is offering Class B Non-Voting Common Stock in the amount of up to 1.235M in this offering, and may close on any investments that are made. Even if the maximum amount is raised, the Company is likely to need additional funds in the future in order to grow, and if it cannot raise those funds for whatever reason, including reasons relating to the Company itself or the broader economy, it may not survive. If the Company manages to raise only the minimum amount of funds sought, it will have to find other sources of funding for some of the plans outlined in "Use of Proceeds."

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. It is 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 Company. 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 or other securities. 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 security.

Management's 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 may not have been reviewed by our independent accountants. These projections are 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.

The amount raised in this offering may include investments from company insiders or immediate family members

Officers, directors, executives, and existing owners with a controlling stake in the Company (or their immediate family members) may make investments in this offering. Any such investments will be included in the raised amount reflected on the campaign page.

Reliance on a single service or product

All of our current services are variants of one type of service and/or product. Relying heavily on a single service or product can be risky, as changes in market conditions, technological advances, shifts in consumer preferences, or other changes can adversely impact the demand for the product or service, potentially leading to revenue declines or even business failure.

Supply Chain and Logistics Risks

The availability of raw materials, transportation costs, and supply chain disruptions can all impact the ability to manufacture and distribute products or services, leading to lost revenue or increased costs. Products and services that are not available when customers need them can lead to lost sales and damage to the brand's reputation.

Quality and Safety of our Product and Service

The quality of a product or service can vary depending on the manufacturer or provider. Poor quality can result in customer dissatisfaction, returns, and lost revenue. Furthermore, products or services that are not safe can cause harm to customers and result in liability for the manufacturer or provider. Safety issues can arise from design flaws, manufacturing defects, or improper use.

Minority Holder; Securities with No Voting Rights

The Class B Non-Voting Common Stock that an investor is buying has no voting rights attached to them. This means that you will have no rights in dictating how the Company will be run. You are trusting in management's 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's 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.

Insufficient Funds

The Company might not sell enough securities in this offering to meet its operating needs and fulfill its plans, in which case it may cease operating and result in a loss on your investment. Even if we sell all the Class B Non-Voting Common Stock we are offering now, the Company may need to raise more funds in the future, and if unsuccessful in doing so, the Company will fail. Even if we do make a successful offering in the future, the terms of that offering might result in your investment in the Company being worth less, if later investors have better terms than those in this offering.

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 with little or no notice. When such changes happen during the course of an offering, we must file an amendment 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.

Non-accredited investors may not be eligible to participate in a future merger or acquisition of the Company and may lose a portion of their investment

Investors should be aware that under Rule 145 under the Securities Act of 1933 if they invest in a company through Regulation Crowdfunding and that company becomes involved in a merger or acquisition, there may be significant regulatory implications. Under Rule 145, when a company plans to acquire another and offers its shares as part of the deal, the transaction may be deemed an offer of securities to the target company's investors, because investors who can vote (or for whom a proxy is voting on their behalf) are making an investment decision regarding the securities they would receive. All investors, even those with non-voting shares, may have rights with respect to the merger depending on relevant state laws. This means the acquirer's "offer" to the target's investors would require registration or an exemption from registration (such as Reg. D or Reg. CF), the burden of which can be substantial. As a result, non-accredited investors may have their shares repurchased rather than receiving shares in the acquiring company or participating in the acquisition. This may result in investors' shares being repurchased at a value determined by a third party, which may be at a lesser value than the original purchase price. Investors should consider the possibility of a cash buyout in such circumstances, which may not be commensurate with the long-term investment they anticipate.

Our new product could fail to achieve the sales projections we expect

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

We face significant market competition

We will compete with larger, established companies that currently have products on the market and/or various respective product 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 products earlier than us, or superior products than those developed by us. There can be no assurance that competitors will not render our technology or products obsolete or that the products developed 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.

We are an early stage company and have not yet generated any profits

Joyland Brewing Company, LLC was formed on June 2017. Accordingly, the Company has a limited history upon which an evaluation of its performance and future prospects can be made. Our current and proposed operations are subject to all business risks associated with new enterprises. These include likely fluctuations in operating results as the Company reacts to developments in its market, managing its growth and the entry of competitors into the market. We will only be able to pay dividends on any shares once our directors determine that we are financially able to do so. Joyland Brewing Company, LLC has incurred a net loss and has had limited revenues generated since inception, if any. There is no assurance that we

will be profitable in the near future or generate sufficient revenues to pay dividends to our shareholders.

We are an early stage company and have limited revenue and operating history

The Company has a short history, few customers, and effectively no revenue. If you are investing in our company, it's because you think that our product is a good idea, that the team will be able to successfully market, and sell the product or service, that we can price them right and sell them to enough people so that the Company will succeed. Further, we have never turned a profit and there is no assurance that we will ever be profitable.

We are an early stage company operating in a new and highly competitive industry

The Company operates in a relatively new industry with a lot of competition from both startups and established companies. As other companies flood the market and reduce potential market share, Investors may be less willing to invest in a company with a declining market share, which could make it more challenging to fund operations or pursue growth opportunities in the future.

Intense Market Competition

The market in which the company operates may be highly competitive, with established players, emerging startups, and potential future entrants. The presence of competitors can impact the company's ability to attract and retain customers, gain market share, and generate sustainable revenue. Competitors with greater financial resources, brand recognition, or established customer bases may have a competitive advantage, making it challenging for the company to differentiate itself and achieve long-term success.

Vulnerability to Economic Conditions

Economic conditions, both globally and within specific markets, can significantly influence the success of early-stage startups. Downturns or recessions may lead to reduced consumer spending, limited access to capital, and decreased demand for the company's products or services. Additionally, factors such as inflation, interest rates, and exchange rate fluctuations can affect the cost of raw materials, operational expenses, and profitability, potentially impacting the company's ability to operate.

Uncertain Regulatory Landscape

Due to the unestablished nature of the market the business operates within, the potential introduction of new laws or industry-specific standards can impose additional costs and operational burdens on the company. Non-compliance or legal disputes may result in fines, penalties, reputational damage, or even litigation, adversely affecting the company's financial condition and ability to operate effectively.

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

Our business depends on our ability to attract, retain, and develop highly skilled and qualified employees. As we grow, we will need to continue to attract and hire additional employees in various areas, including sales, marketing, design, development, operations, finance, legal, and human resources. However, we may face competition for qualified candidates, and we cannot guarantee that we will be successful in recruiting or retaining suitable employees. Additionally, if we make hiring mistakes or fail to develop and train our employees adequately, it could have a negative impact on our business, financial condition, or operating results. We may also need to compete with other companies in our industry for highly skilled and qualified employees. If we are unable to attract and retain the right talent, it may impact our ability to execute our business plan successfully, which could adversely affect the value of your investment. Furthermore, the economic environment may affect our ability to hire qualified candidates, and we cannot predict whether we will be able to find the right employees when we need them. 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 products is subject to various government regulations, including but not limited to, regulations related to the manufacturing, labeling, distribution, and sale of our products. Changes in these regulations, or the enactment of new regulations, could impact our ability to sell our products or increase our compliance costs. Furthermore, the regulatory landscape is subject to regular change, and we may face challenges in adapting to such changes, which could adversely affect our business, financial condition, or operating results. In addition to government regulations, we may also be subject to other laws and regulations related to our products, including intellectual property laws, data privacy laws, and consumer protection laws. Non-compliance with these laws and regulations could result in legal and financial liabilities, reputational damage, and regulatory fines and penalties. It is also possible that changes in public perception or cultural norms regarding our products may impact demand for our products, which could adversely affect our business and financial performance, which may adversely affect your investment.

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

Our business relies on a variety of third-party vendors and service providers, including but not limited to manufacturers, shippers, accountants, lawyers, public relations firms, advertisers, retailers, and distributors. Our ability to maintain high-quality operations and services depends on these third-party vendors and service providers, and any failure or delay in their performance could have a material adverse effect on our business, financial condition, and operating results. We may have limited control over the actions of these third-party vendors and service providers, and they may be subject to their own operational, financial, and reputational risks. We may also be subject to contractual or legal limitations in our ability to terminate relationships with these vendors or service providers or seek legal recourse for their actions. Additionally, we may face challenges in finding suitable replacements for these vendors and service providers, which could cause delays or disruptions to our operations. The loss of key or other critical vendors and service providers could materially and adversely affect our business, financial condition, and operating results, and as a result, your investment could be adversely impacted by our reliance on these third-party vendors and service providers.

The Company is vulnerable to hackers and cyber-attacks

As an internet-based business, we may face risks related to cybersecurity and data protection. We rely on technology systems to operate our business and store and process sensitive data, including the personal information of our investors. Any significant disruption or breach of our technology systems, or those of our third-party service providers, could result in unauthorized access to our systems and data, and compromise the security and privacy of our investors. Moreover, we may be subject to cyber-attacks or other malicious activities, such as hacking, phishing, or malware attacks, that could result in theft, loss, or destruction of our data, disruption of our operations, or damage to our reputation. We may also face legal and regulatory consequences, including fines, penalties, or litigation, in the event of a data breach or cyber-attack. Any significant disruption or downtime of our platform, whether caused by cyber-attacks, system failures, or other factors, could harm our reputation, reduce the attractiveness of our platform, and result in a loss of investors and issuer companies. Moreover, disruptions in the services of our technology provider or other third-party service providers could adversely impact our business operations and financial condition. This would likely adversely impact the value of your investment.

The prices of blockchain assets are extremely volatile. Fluctuations in the price of digital assets could materially and adversely affect our business, and the Tokens or other blockchain assets may also be subject to significant price volatility. The market value of the Tokens and other blockchain assets may be subject to significant fluctuations, which may be caused by various factors beyond our control. The blockchain asset industry, including the Tokens, is relatively new and untested, and its future performance is uncertain. The market prices of blockchain assets, including the Tokens, may be influenced by various factors, such as regulatory actions, market adoption and acceptance, competition, global economic and political developments, and other unforeseeable events. A decline in the price of a single blockchain asset, such as Bitcoin or Ethereum, may cause volatility in the blockchain asset industry and may affect the market value of the Tokens or other blockchain assets. Moreover, the blockchain asset industry is susceptible to cyber-attacks, hacking, fraud, and other malicious activities, which may affect investor or user confidence in the industry and cause market volatility. A security breach or other cybersecurity incident involving the Tokens or other blockchain assets may cause their market value to fluctuate and adversely impact our business operations and financial condition.

Economic and market conditions

The Company's business may be affected by economic and market conditions, including changes in interest rates, inflation, consumer demand, and competition, which could adversely affect the Company's business, financial condition, and operating results.

Force majeure events

The Company's operations may be affected by force majeure events, such as natural disasters, pandemics, acts of terrorism, war, or other unforeseeable events, which could disrupt the Company's business and operations and adversely affect its financial condition and operating results.

Adverse publicity

The Company's business may be negatively impacted by adverse publicity, negative reviews, or social media campaigns that could harm the Company's reputation, business, financial condition, and operating results.

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
ABINBEVWHO, LLC. (100% owned by Glenn Russell Closson)	8,000	Unknown	23.0%
ABINBEVWHO, LLC. (100% owned by Glenn Russell Closson)	1,145,325	Class A Voting Common Stock	

The Company's Securities

The Company has authorized Class A Voting Common Stock, and Class B Non-Voting Common Stock. As part of the Regulation Crowdfunding raise, the Company will be offering up to 62,000 of Class B Non-Voting Common Stock.

Class A Voting Common Stock

The amount of security authorized is 5,000,000 with a total of 5,000,000 outstanding.

Voting Rights

one vote per share

Material Rights

There are no material rights associated with Class A Voting Common Stock.

Class B Non-Voting Common Stock

The amount of security authorized is 1,000,000 with a total of 0 outstanding.

Voting Rights

There are no voting rights associated with Class B Non-Voting Common Stock.

Material Rights

There are no material rights associated with Class B Non-Voting Common Stock.

What it means to be a minority holder

As a minority holder of Class B Non-Voting Common Stock of this offering, you have granted your votes by proxy to the CEO of the Company. Even if you were to receive control of your voting rights, as a minority holder, 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, or 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 worth less 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: Membership Units
Type of security sold: Equity
Final amount sold: \$275,000.00
Number of Securities Sold: 184
Use of proceeds: Acquiring another brewery production facility, kitchen, and taproom
Date: July 01, 2024
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:

Revenue

Revenue for fiscal year 2022 was \$1,102,665 compared to \$1,010,807 in fiscal year 2023.

While there was a reduction in Tasting Room Sales and Kegged Beer Sales, our Packaged Beer Sales saw a healthy increase, rising from \$116,193.80 in 2022 to \$124,209.50 in 2023. This growth in packaged sales highlights the increasing demand for our products in retail and take-home formats, signaling new opportunities for expansion in this area. Additionally, our commitment to enhancing the customer experience is evident through the success of Taproom Events, which brought in \$22,237.15 in 2023. These positive trends underscore our resilience and adaptability in a dynamic market, setting the stage for future growth.

Cost of Sales

Cost of Sales for fiscal year 2022 was \$454,820 compared to \$375,303 in fiscal year 2023.

Cost of Sales for fiscal year 2022 was \$454,820 compared to \$375,303 in fiscal year 2023, reflecting a significant decrease of \$79,517, or 17.5%. This reduction in costs can be attributed to several key factors. Notably, we saw a decrease in Taproom Transfer costs, dropping from \$90,439.17 in 2022 to just \$5,858.01 in 2023, likely due to improved efficiencies in our internal distribution processes. Additionally, Keg Rental Fees were significantly reduced from \$24,183.90 to \$823.09, reflecting better management and optimization of our keg inventory. Furthermore, our shift towards more cost-effective packaging and shipping strategies contributed to lower costs in these areas, as well as a reduction in Guest Beer COGS from \$12,019.94 to \$4,605.81. These strategic improvements have not only reduced our overall Cost of Sales but also positioned us to continue delivering quality products more efficiently.

Gross Margins

Gross margins for fiscal year 2022 were \$647,845. compared to \$635,503.

Gross margins for fiscal year 2022 were \$647,845 compared to \$635,503 in fiscal year 2023, reflecting a slight decrease of \$12,342 or 1.9%. This small dip in gross margins is primarily due to a modest decrease in total revenue, combined with strategic efforts to reduce costs that were not sufficient to entirely offset the drop in revenue. Specifically, while we

successfully reduced our Cost of Sales by \$79,517, the revenue decrease, particularly in Tasting Room Sales and Wholesale Sales, impacted our overall gross margins. Despite this, the relatively stable gross margin percentage indicates that our efforts to streamline operations and manage costs effectively are helping to maintain strong profitability even in the face of slight revenue fluctuations.

Expenses

Expenses for fiscal year 2022 were \$762,462 compared to \$798,523 in fiscal year 2023.

Expenses for fiscal year 2022 were \$762,462 compared to \$798,523 in fiscal year 2023, representing an increase of \$36,061 or about 4.7%. This rise in expenses is largely attributed to increases in key areas such as advertising and marketing, payroll wages, and rent and lease costs. Specifically, the most significant increase was in rent and lease expenses, which rose by approximately \$11,031, reflecting the inflationary pressures on property costs. Additionally, payroll expenses also saw a moderate increase, driven by slight wage adjustments and additional staffing needs to support operations. Other areas contributing to the rise include a notable uptick in insurance costs and expenses related to tasting room events, which are part of the ongoing efforts to maintain and grow the brand's presence in the market. Despite these increases, the controlled approach to managing other expenses, such as donations and miscellaneous expenses, demonstrates our commitment to balancing growth with financial prudence.

Historical results and cash flows:

The Company is currently in the growth stage and is revenue-generating. We are of the opinion that historical cash flows will not be fully indicative of the revenue and cash flows expected for the future due to our recent acquisition of another brewery with a tasting room and kitchen, which is expected to significantly boost both production capacity and customer engagement. Past cash was primarily generated through sales of our core beer products and equity investments. Our goal is to achieve sustained growth by diversifying our offerings, expanding distribution channels, and capitalizing on the newly acquired assets. Given the ongoing investments in scaling production, marketing, and integrating the new location, we anticipate a positive shift in future cash flows that is not entirely reflected in our historical data.

Liquidity and Capital Resources

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

As of Today, the Company has capital resources available in the form of \$75,000 cash on hand.

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?)

We believe the funds of this campaign are not critical to our company operations. We have other funds and capital resources available in addition to the funds from this Regulation Crowdfunding campaign.

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?)

We believe the funds from this campaign are not necessary to the viability of the Company. Of the total funds that our Company has, 7.5% will be made up of funds raised from the crowdfunding campaign, if it raises its maximum funding goal.

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

If the Company raises the minimum funding goal of \$15,000, we anticipate the Company will be able to operate for 2 years until the lease is up or renewed from there. This is based on a current monthly burn rate of \$2,500 for expenses related to payroll, rent, inventory, etc.

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

If the Company raises the maximum funding goal, we anticipate the Company will be able to operate for 33 years This is based on a projected monthly burn rate of \$2,500 for expenses related to payroll, rent, inventory, etc.

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

Currently, the Company has not contemplated additional future sources of capital including N/A

Indebtedness

- Creditor: SBA
Amount Owed: \$496,170.00
Interest Rate: 3.75%
Maturity Date: April 17, 2050

Related Party Transactions

- Name of Person: Glenn R. Closson II
Relationship to Company: Managing Member
Nature / amount of interest in the transaction: The company provided guaranteed monthly payments to Mr. Closson II.
Material Terms: The Related Party Payable balance had 28,445 and 21,362 as of December 31, 2023 and December 31, 2022 respectively.

Valuation

Pre-Money Valuation: \$10,000,000.00

Valuation Details:

This pre-money valuation was calculated internally by the Company without the use of any formal third-party evaluation. The pre-money valuation does not take into account any convertible securities currently outstanding and has been calculated on a fully diluted basis. Please see the Company Securities section for information on how any outstanding options, warrants or shares reserved for issuance under a stock plan may have been taken into account in the fully-diluted share calculation.

Use of Proceeds

If we raise the Target Offering Amount of \$124,000.00 we plan to use these proceeds as follows:

- StartEngine Platform Fees
5.5%
- StartEngine Service Fees
12.0%
Fees for certain creative design, legal, marketing, technical, and administrative support services provided by StartEngine, of which the final amount may vary.
- Research & Development
5.0%
We will use 5% of the funds raised for market and customer research, new product development and market testing.
- Inventory
22.0%
We will use 22% of the funds raised to purchase inventory for the Company's products in preparation of some huge opportunities to be announced soon.
- Company Employment
22.0%
We will use 22% of the funds to hire key personnel for daily operations, including the following roles: Office Admin, Brand Ambassador, and Warehouse Manager. Wages to be commensurate with training, experience and position.
- Working Capital
31.0%
We will use 31% of the funds for working capital to cover expenses for the continued product and distribution expenses as well as ongoing day-to-day operations of the Company.
- Marketing
2.5%
We will use 2.5% of the funds to market the crowdfunding campaign.

If we raise the over allotment amount of \$124,000.00, we plan to use these proceeds as follows:

- **StartEngine Platform Fees**
5.5%
- **Research & Development**
5.0%
We will use 5% of the funds raised for market and customer research, new product development and market testing.
- **Inventory**
22.0%
We will use 22% of the funds raised to purchase inventory for the Company's products in preparation of some huge opportunities to be announced soon.
- **Company Employment**
22.0%
We will use 22% of the funds to hire key personnel for daily operations, including the following roles: Office Admin, Brand Ambassador, and Warehouse Manager. Wages to be commensurate with training, experience and position.
- **Working Capital**
31.0%
We will use 31% of the funds for working capital to cover expenses for the continued product and distribution expenses as well as ongoing day-to-day operations of the Company.
- **Marketing**
2.5%
We will use 2.5% of the funds to market the crowdfunding campaign.
- **StartEngine Service Fee**
12.0%
Fees for certain creative design, legal, marketing, technical, and administrative support services provided by StartEngine, of which the final amount may vary.

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 <https://ivanhoeParkBrewing.com> (<https://www.IvanhoeParkBrewing.com/annual-reports>).

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/ivanhoe-park-brewing-company

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 OR AUDIT (AS APPLICABLE) FOR
Joyland Brewing Holdings, Inc**

[See attached]



Joyland Brewing Holdings, Inc.
(the "Company")
a Delaware Corporation

Financial Statements (unaudited) and Independent Accountant's Review Report

Inception - November 12, 2024

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Certified Public Accountants, Cyber Security, and Governance, Risk & Compliance Professionals

INDEPENDENT ACCOUNTANT'S REVIEW REPORT

To: Joyland Brewing Holdings, Inc. Management

We have reviewed the accompanying financial statements of Joyland Brewing Holdings, Inc. (the Company) which comprise the statement of financial position as of inception, November 12, 2024, and the related statements of operations, statement of changes in shareholders' equity, and statement of cash flows for the period then ended, and the related notes to the 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 financial statements as a whole. Accordingly, we do not express such an opinion.

Management's Responsibility for the Financial Statements:

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

Accountant's Responsibility:

Our responsibility is to conduct the review engagement 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 financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

Substantial Doubt About the Entity's Ability to Continue as a Going Concern:

As discussed in Note 1, specific circumstances raise substantial doubt about the Company's ability to continue as a going concern in the foreseeable future. The provided financial statements have not been adjusted for potential requirements in case the Company cannot continue its operations. Management's plans in regard to these matters are also described in Note 1.

Emphasis of Matter on Successor Entity:

Joyland Brewing Holdings, Inc. was formed on November 12, 2024, in the State of Delaware. The Company will engage in a securities exchange with Joyland Brewing Holdings, Inc., which will serve as the successor entity.

A handwritten signature in black ink, appearing to read 'Rashellee Herrera', is positioned above the printed name.

Rashellee Herrera | CPA,CISA,CIA,CFE,CCAE | #AC59042

On behalf of RNB Capital LLC |Sunrise, FL

November 14, 2024

JOYLAND BREWING HOLDINGS, INC.
STATEMENT OF FINANCIAL POSITION

See Accompanying Notes to these Unaudited Financial Statements

	As of November 12 2024
ASSETS	
TOTAL ASSETS	-
LIABILITIES AND EQUITY	
<i>Accrued Expenses</i>	10,000
TOTAL LIABILITIES	10,000
EQUITY	
Retained Earnings (Accumulated Deficit)	(10,000)
TOTAL EQUITY	(10,000)
TOTAL LIABILITIES AND EQUITY	-

JOYLAND BREWING HOLDINGS, INC.
STATEMENT OF OPERATIONS

See Accompanying Notes to these Unaudited Financial Statements

	Inception- November 12, 2024
Operating Expenses	
General and Administrative Expenses	10,000
<i>Total Operating Expenses</i>	10,000
<i>Total Loss from Operations</i>	10,000
<i>Net Income (Loss)</i>	(10,000)

JOYLAND BREWING HOLDINGS, INC.
STATEMENT OF CHANGES IN EQUITY

See Accompanying Notes to these Unaudited Financial Statements

	Common Stock		APIC	Retained earnings (Deficit)	Total Shareholder's Equity
	# of Shares	\$ Amount			
Inception	-	-	-	-	-
Issuance of Common Stock	5,000,000	-	-	-	-
Additional Paid in Capital	-	-	-	-	-
Net income (loss)	-	-	-	(10,000)	(10,000)
Ending Balance 11/12/24	5,000,000	-	-	(10,000)	(10,000)

JOYLAND BREWING HOLDINGS, INC.
STATEMENT OF CASH FLOWS

See Accompanying Notes to these Unaudited Financial Statements

	Inception - November 12, 2024
OPERATING ACTIVITIES	
Net Income (Loss)	(10,000)
Adjustments to reconcile Net Income to Net Cash provided by operations:	
Accrued Expenses	10,000
<i>Total Adjustments to reconcile Net Income to Net Cash provided by operations:</i>	<i>10,000</i>
<i>Net Cash provided by (used in) Operating Activities</i>	<i>-</i>
INVESTING ACTIVITIES	-
<i>Net Cash provided by (used in) Investing Activities</i>	<i>-</i>
FINANCING ACTIVITIES	
<i>Net Cash provided by (used in) Financing Activities</i>	<i>-</i>
Cash at the beginning of period	-
Net Cash increase (decrease) for period	-
Cash at end of period	-

Joyland Brewing Holdings, Inc.
Notes to the Unaudited Financial Statements
Inception - November 12, 2024
\$USD

NOTE 1 – DESCRIPTION OF ORGANIZATION AND BUSINESS OPERATIONS

Joyland Brewing Holdings, Inc. ("the Company") was formed in Delaware on November 12, 2024. The Company earns revenue by brewing beer and selling it through the taproom and to distributors to be sold in the Florida market. The Company's headquarters is in Orlando, FL. The Company's customers will be located in the State of Florida.

The Company will conduct a crowdfunding campaign under regulation CF in 2024 to raise operating capital.

Concentrations of Credit Risks

The Company's financial instruments that are exposed to concentrations of credit risk primarily consist of its cash and cash equivalents. The Company places its cash and cash equivalents with financial institutions of high credit worthiness. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

Substantial Doubt About the Entity's Ability to Continue as a Going Concern:

The accompanying balance sheet has been prepared on a going concern basis, which means that the entity expects to continue its operations and meet its obligations in the normal course of business during the next twelve months. Conditions and events creating the doubt include the fact that the Company has commenced principal operations and realized losses since inception and may continue to generate losses. The Company's management has evaluated this condition and plans to generate revenues and raise capital as needed to meet its capital requirements. However, there is no guarantee of success in these efforts. Considering these factors, there is substantial doubt about the company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company's financial statements are prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). The Company's fiscal year ends on December 31.

Use of Estimates and Assumptions

In preparing these unaudited financial statements in conformity with U.S. GAAP, the Company's management makes estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported expenses during the reporting period.

Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the financial statements, which management considered in formulating its estimate, could change in the near term due to one or more future confirming events. Accordingly, the actual results could differ significantly from those estimates.

Fair Value of Financial Instruments

FASB Accounting Standards Codification (ASC) 820 "*Fair Value Measurements and Disclosures*" establishes a three-tier fair value hierarchy, which prioritizes the inputs in measuring fair value. The hierarchy prioritizes the inputs into three levels based on the extent to which inputs used in measuring fair value are observable in the market.

These tiers include:

Level 1: Observable inputs such as quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets and quoted prices for identical or similar assets or liabilities in markets that are not active.

Level 3: Unobservable inputs in which little or no market data exists, therefore developed using estimates and assumptions developed by us, which reflect those that a market participant would use.

There were no material items that were measured at fair value as of December 31, 2023 and December 31, 2022.

Cash and Cash Equivalents

The Company had \$0 in cash as of November 12, 2024.

Revenue Recognition

The Company will continue the revenue recognition model from its predecessor entity. It will recognize revenue from the sale of products and services in accordance with ASC 606, "Revenue Recognition" following the five steps procedure:

Step 1: Identify the contract(s) with customers

Step 2: Identify the performance obligations in the contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to performance obligations

Step 5: Recognize revenue when or as performance obligations are satisfied

The Company generate revenues from two streams. From taproom sales and from distributor sales. The Company's payments are generally collected at time of service or initiation of services for tap room sales and are collected net 10/net 30 for distributor sales. The Company's primary performance obligation is the delivery of

products. Revenue is recognized at the time of shipment, net of estimated returns. Coincident with revenue recognition, the Company establishes a liability for expected returns and records an asset (and corresponding adjustment to cost of sales) for its right to recover products from customers on settling the refund liability.

The Company's primary performance obligation is the delivery of products. Revenue is recognized at the time of shipment, net of estimated returns. Coincident with revenue recognition, the Company establishes a liability for expected returns and records an asset (and corresponding adjustment to cost of sales) for its right to recover products from customers on settling the refund liability.

General and Administrative

General and administrative expenses consist of legal and formation fees.

NOTE 3 – RELATED PARTY TRANSACTIONS

The Company follows ASC 850, "Related Party Disclosures," for the identification of related parties and disclosure of related party transactions. No transactions require disclosure.

NOTE 4 – COMMITMENTS, CONTINGENCIES, COMPLIANCE WITH LAWS AND REGULATIONS

The Company is not currently involved with or knows of any pending or threatening litigation against it or any of its officers. Further, the Company is currently complying with all relevant laws and regulations.

NOTE 5 – LIABILITIES AND DEBT

The Company does not have any long term debt or obligations.

NOTE 6 – EQUITY

The Company has authorized 6,000,000 shares of common stock at a par value of \$.0001 per share. Of the common stock, 5,000,000 are Class A Voting shares and 1,000,000 are Class B Non-Voting shares.

The Company entered into a securities exchange with Joyland Brewing Company, LLC where each one (1) outstanding Unit of Membership interests of Joyland Brewing Company, LLC, shall be exchanged for 2,184.72974 share of Class A Voting Common Stock of the Company.

As of November 12, 2024 5,000,000 shares of common stock were issued and outstanding.

Owners of Class A Voting Common stock shall be entitled to one vote for each share. Class B Non-Voting Common shares shall have no voting rights.

NOTE 7 – SUBSEQUENT EVENTS

The Company has evaluated events subsequent to November 12, 2024 to assess the need for potential recognition or disclosure in this report. Such events were evaluated through November 14, 2024, the date these financial statements were available to be issued. No transactions require disclosure.



Joyland Brewing Company, LLC dba "Ivanhoe Park Brewing Co."
(the "Company")
a Florida Limited Liability Company

Financial Statements (unaudited) and Independent Accountant's Review Report

Years ended December 31, 2023 & 2022

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Certified Public Accountants, Cyber Security, and Governance, Risk & Compliance Professionals

INDEPENDENT ACCOUNTANT'S REVIEW REPORT

To: Joyland Brewing Company, LLC Management

We have reviewed the accompanying financial statements of Joyland Brewing Company, LLC (the Company) which comprise the statement of financial position as of December 31, 2023 & 2022 and the related statements of operations, statement of changes in shareholders' equity, and statement of cash flows for the years then ended, and the related notes to the 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 financial statements as a whole. Accordingly, we do not express such an opinion.

Management's Responsibility for the Financial Statements:

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

Accountant's Responsibility:

Our responsibility is to conduct the review engagement 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 financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

Substantial Doubt About the Entity's Ability to Continue as a Going Concern:

As discussed in Note 1, specific circumstances raise substantial doubt about the Company's ability to continue as a going concern in the foreseeable future. The provided financial statements have not been adjusted for potential requirements in case the Company cannot continue its operations. Management's plans in regard to these matters are also described in Note 1.

Emphasis of Matter on Successor Entity:

Joyland Brewing Holdings, Inc. was formed on November 12, 2024 in the State of Delaware. The Company will engage in a securities exchange with Joyland Brewing Holdings, Inc., which will serve as the successor entity.

A handwritten signature in black ink, appearing to read 'Rashellee Herrera', is positioned above the printed name.

Rashellee Herrera | CPA,CISA,CIA,CFE,CCAE | #AC59042

On behalf of RNB Capital LLC |Sunrise, FL

November 14, 2024

JOYLAND BREWING COMPANY, LLC
STATEMENT OF FINANCIAL POSITION

See Accompanying Notes to these Unaudited Financial Statements

	As of December 31,	
	2023	2022
ASSETS		
Current Assets:		
Cash & Cash Equivalents	67,906	72,049
Accounts Receivable	6,699	29,916
Prepaid Expenses	67,411	72,534
Inventory	384,321	399,338
Total Current Assets	526,338	573,837
Non-Current Assets:		
Fixed Assets, net	725,846	979,246
Intangible Assets, net	12,020	13,957
Security Deposit	84,500	84,500
Right of Use Assets - Operating Lease	210,659	303,261
Total Non-Current Assets	1,033,024	1,380,964
TOTAL ASSETS	1,559,361	1,954,800
LIABILITIES AND EQUITY		
Current Liabilities:		
Accounts Payable	78,479	136,651
Credit Cards Payable	112,443	28,582
Tax Payable	7,221	6,495
Tips Payable	3,754	2,700
Deferred Revenue	(13,273)	-
Lease Liabilities - Current Portion	105,533	100,911
Total Current Liabilities	294,155	275,338
Non-Current Liabilities:		
Related Party Payable	28,445	21,362
Deposit Payable	26,347	25,710
Notes Payable	-	8,000
Loans Payable	496,170	496,170
Lease Liabilities	126,883	232,415
Total Non-Current Liabilities	677,845	783,658
TOTAL LIABILITIES	972,000	1,058,996
EQUITY		
Owner's Equity	2,054,745	2,054,745
Retained Earnings	(1,467,384)	(1,158,941)
TOTAL EQUITY	587,361	895,804
TOTAL LIABILITIES AND EQUITY	1,559,361	1,954,800

JOYLAND BREWING COMPANY, LLC
STATEMENT OF OPERATIONS

See Accompanying Notes to these Unaudited Financial Statements

	Year Ended December 31,	
	2023	2022
Revenues		
Sales	1,011,012	1,103,259
Cost of Goods Sold	375,304	454,821
Gross Profit	635,709	648,439
Operating Expenses		
Advertising & Marketing	57,344	53,315
General and Administrative	308,629	308,717
Payroll Expenses	276,845	270,947
Rent and Lease	132,206	129,842
Total Operating Expenses	775,024	762,820
Total Loss from Operations	(139,315)	(114,382)
Other Income/Expense		
Interest Expense	14,520	-
Guaranteed Payments	100,000	100,000
Other Expense	672	-
Total Other Income/Expense	115,192	100,000
Earnings Before Income Taxes, Depreciation, and Amortization	(254,506)	(214,382)
Income Taxes	-	-
Depreciation and Amortization	53,937	66,361
Net Income (Loss)	(308,443)	(280,743)

JOYLAND BREWING COMPANY, LLC
STATEMENT OF CHANGES IN EQUITY

See Accompanying Notes to these Unaudited Financial Statements

	Owner's Equity		
	\$ Amount	Retained earnings (Deficit)	Total Equity
Beginning balance at 1/1/22	1,639,745	(878,198)	761,547
Contribution	415,000	-	415,000
Distribution	-	-	-
Prior Period Adjustment	-	-	-
Net income (loss)	-	(280,743)	(280,743)
Ending balance at 12/31/22	2,054,745	(1,158,941)	895,804
SAFE	-	-	-
Contribution	-	-	-
Distribution	-	-	-
Net income (loss)	-	(308,443)	(308,443)
Ending balance at 12/31/23	2,054,745	(1,467,384)	587,361

JOYLAND BREWING COMPANY, LLC
STATEMENT OF CASH FLOWS

See Accompanying Notes to these Unaudited Financial Statements

	Year Ended December 31,	
	2023	2022
OPERATING ACTIVITIES		
Net Income (Loss)	(308,443)	(280,743)
Adjustments to reconcile Net Income to Net Cash provided by operations:		
Depreciation and Amortization	53,937	66,361
Accounts Receivable	23,217	(23,637)
Prepaid Expenses	5,123	(38,197)
Inventory	15,016	(155,180)
Security Deposit	-	1,890
Accounts Payable	(58,171)	130,423
Credit Cards Payable	83,861	(16,170)
Tax Payable	725	(6,134)
Tips Payable	1,054	973
Deferred Revenue	(13,273)	-
Other Payable	-	(134)
Deposit Payable	637	13,380
Right of Use Assets - Operating Lease	92,603	89,968
<i>Total Adjustments to reconcile Net Income to Net Cash provided by operations:</i>	<i>204,728</i>	<i>63,545</i>
<i>Net Cash provided by (used in) Operating Activities</i>	<i>(103,715)</i>	<i>(217,198)</i>
INVESTING ACTIVITIES		
Fixed Assets, net	201,400	(244,334)
Intangible Assets, net	-	(15,250)
<i>Net Cash provided by (used in) Investing Activities</i>	<i>201,400</i>	<i>(259,584)</i>
FINANCING ACTIVITIES		
Related Party Payable	7,083	(90,154)
Notes Payable	(8,000)	-
Loans Payable	-	248,070
Lease Liabilities	(100,911)	(89,610)
Owner's Equity	-	415,000
<i>Net Cash provided by (used in) Financing Activities</i>	<i>(101,828)</i>	<i>483,306</i>
Cash at the beginning of period	72,049	65,525
<i>Net Cash increase (decrease) for period</i>	<i>(4,143)</i>	<i>6,524</i>
Cash at end of period	67,906	72,049

Joyland Brewing Company, LLC
Notes to the Unaudited Financial Statements
December 31, 2023
\$USD

NOTE 1 – DESCRIPTION OF ORGANIZATION AND BUSINESS OPERATIONS

Joyland Brewing Company, LLC dba Ivanhoe Park Brewing Co. ("the Company") was formed in Florida on June 9, 2017. The Company earns revenue by brewing beer and selling it through the taproom and to distributors to be sold in the Florida market. The Company's headquarters is in Orlando, FL. The Company's customers will be located in the State of Florida.

Concentrations of Credit Risks

The Company's financial instruments that are exposed to concentrations of credit risk primarily consist of its cash and cash equivalents. The Company places its cash and cash equivalents with financial institutions of high credit worthiness. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

Substantial Doubt About the Entity's Ability to Continue as a Going Concern:

The accompanying balance sheet has been prepared on a going concern basis, which means that the entity expects to continue its operations and meet its obligations in the normal course of business during the next twelve months. Conditions and events creating the doubt include the fact that the Company has commenced principal operations and realized losses since inception and may continue to generate losses. The Company's management has evaluated this condition and plans to generate revenues and raise capital as needed to meet its capital requirements. However, there is no guarantee of success in these efforts. Considering these factors, there is substantial doubt about the company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company's financial statements are prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). The Company's fiscal year ends on December 31.

Use of Estimates and Assumptions

In preparing these unaudited financial statements in conformity with U.S. GAAP, the Company's management makes estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported expenses during the reporting period.

Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the financial statements, which management considered in formulating its estimate, could change in the near term due to one or more future confirming events. Accordingly, the actual results could differ significantly from those estimates.

Fair Value of Financial Instruments

FASB Accounting Standards Codification (ASC) 820 "*Fair Value Measurements and Disclosures*" establishes a three-tier fair value hierarchy, which prioritizes the inputs in measuring fair value. The hierarchy prioritizes the inputs into three levels based on the extent to which inputs used in measuring fair value are observable in the market.

These tiers include:

Level 1: Observable inputs such as quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets and quoted prices for identical or similar assets or liabilities in markets that are not active.

Level 3: Unobservable inputs in which little or no market data exists, therefore developed using estimates and assumptions developed by us, which reflect those that a market participant would use.

There were no material items that were measured at fair value as of December 31, 2023 and December 31, 2022.

Cash and Cash Equivalents

The Company had \$67,906 and \$72,049 in cash as of December 31, 2023 and December 31, 2022, respectively.

Accounts Receivable

Trade receivables due from customers are uncollateralized customer obligations due under normal trade terms. Trade receivables are stated at the amount billed to the customer. Payments of trade receivables are allocated to the specific invoices identified on the customer's remittance advice or, if unspecified, are applied to the earliest unpaid invoices. Payments are generally collected upfront, but some of the merchants that products are sold through have a delay between collecting from the customer and sending to the Company.

Inventory

Inventory consisted primarily:

	2023	2022
Raw Materials	15,300	15,949
Work In Progress	5,572	2,171

Finished Goods	363,449	381,217
Total	384,321	399,338

Property and Equipment

Property and equipment are recorded at cost. Expenditures for renewals and improvements that significantly add to the productive capacity or extend the useful life of an asset are capitalized. Expenditures for maintenance and repairs are charged to expense. When equipment is retired or sold, the cost and related accumulated depreciation are eliminated from the accounts and the resultant gain or loss is reflected in income. Depreciation is provided using the straight-line method and double declining balance method.

The Company reviews the carrying value of property and equipment for impairment whenever events and circumstances indicate that the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. In cases where undiscounted expected future cash flows are less than the carrying value, an impairment loss is recognized equal to an amount by which the carrying value exceeds the fair value of assets. The factors considered by management in performing this assessment include current operating results, trends and prospects, the manner in which the property is used, and the effects of obsolescence, demand, competition, and other economic factors.

A summary of the Company's property and equipment is below.

Property Type	Useful Life in Years	Cost	Accumulated Depreciation	Disposals	Book Value as of 12/31/23
Equipment	7-39	582,151	(469,569)	-	112,583
Leasehold Improvements	7-39	701,558	(88,295)	-	613,263
Grand Total	-	1,283,710	(557,864)	-	725,846

Revenue Recognition

The Company recognizes revenue from the sale of products and services in accordance with ASC 606, "Revenue Recognition" following the five steps procedure:

- Step 1: Identify the contract(s) with customers
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to performance obligations
- Step 5: Recognize revenue when or as performance obligations are satisfied

The Company generate revenues from two streams. From taproom sales and from distributor sales. The Company's payments are generally collected at time of service or initiation of services for tap room sales and are collected net 10/net 30 for distributor sales. The Company's primary performance obligation is the delivery of products. Revenue is recognized at the time of shipment, net of estimated returns. Coincident with revenue

recognition, the Company establishes a liability for expected returns and records an asset (and corresponding adjustment to cost of sales) for its right to recover products from customers on settling the refund liability.

Advertising and Marketing

Associated with marketing the Company's products and services are expensed as costs are incurred.

General and Administrative

General and administrative expenses consist of independent contractors involved in general corporate functions, including accounting, finance, tax, legal, business development, and other miscellaneous expenses.

Payroll Expenses

The amount of salaries and wages paid to employees in exchange for services rendered to the Company. The employees had an employer-employee relationship with the Company as of the reporting period.

Recent Accounting Pronouncements

The FASB issues Accounting Standards Updates (ASUs) to amend the authoritative literature in ASC. There have been a number of ASUs to date that amend the original text of ASC. Management believes that those issued to date either (i) provide supplemental guidance, (ii) are technical corrections, (iii) are not applicable to us or (iv) are not expected to have a significant impact on our financial statements.

NOTE 3 – RELATED PARTY TRANSACTIONS

The Company follows ASC 850, "Related Party Disclosures," for the identification of related parties and disclosure of related party transactions.

Name of Person or Entity	Relationship	Description of related party transaction
Glenn R. Closson II	Managing Member	The Company provided guaranteed monthly payments to Mr. Closson II. The Related Party Payable balance had \$28,445 and \$21,362 as of December 31, 2023 and December 31, 2022, respectively

NOTE 4 – COMMITMENTS, CONTINGENCIES, COMPLIANCE WITH LAWS AND REGULATIONS

The Company is not currently involved with or knows of any pending or threatening litigation against it or any of its officers. Further, the Company is currently complying with all relevant laws and regulations.

On August 14, 2017, the Company entered into lease agreement for the use of the premises of 4,000 square feet in 1300 Alden Road lot under a 8-year lease, as amended, and will end on February 28, 2026. The commencement date of the lease is on March 1, 2018. The annual base rent for the first year is \$22.5 per square feet, with annual escalations.

FASB ASC 842 Footnote is shown below.

	Year Ending
Lease expense	2023-12
Operating lease expense	585,423
Total	585,423
Other Information	
Operating cash flows from operating leases	556,167
ROU assets obtained in exchange for new operating lease liabilities	709,509
Weighted-average remaining lease term in years for operating leases	2.17
Weighted-average discount rate for operating leases	2.78%
Maturity Analysis	
	Operating
2024-12	110,400
2025-12	110,400
2026-12	18,400
2027-12	0
2028-12	0
Thereafter	0
Total undiscounted cash flows	239,200
Less: present value discount	(6,785)
Total lease liabilities	232,415

NOTE 5 – LIABILITIES AND DEBT

Loans - On April 17, 2020, the Company entered into a loan agreement with SBA with a total outstanding principal balance of \$496,170 as of December 31, 2023 with an interest rate of 3.75% and a maturity date of April 17, 2050, 30-year period.

NOTE 6 – EQUITY

The Company is owned by several partners with varying percentages of ownerships. A summary is shown below.

Name	Ownership %
B.M.	15%
B.H.	3%
AW, LLC	24%
G.H.	3%
J.C.	3%
J.B.	15%
J Holding	7%
J.T.	6%
MRSA	4%
R.S.	8%
Ro.H.	6%
Ru.H.	8%
Total	100%

NOTE 7 – SUBSEQUENT EVENTS

The Company has evaluated events subsequent to December 31, 2023 to assess the need for potential recognition or disclosure in this report. Such events were evaluated through November 14, 2024, the date these financial statements were available to be issued.

In June 2024, the Company acquired a new brewery and taproom in Orlando, FL.

On November 12, 2024, Joyland Brewing Holdings, Inc. was formed in the State of Delaware. The Company entered into a securities exchange with Joyland Brewing Holdings, Inc. where each one (1) outstanding Unit of Membership interests of the Company, shall be exchanged for 2,184.72974 share of Class A Voting Common Stock.

EXHIBIT C TO FORM C

PROFILE SCREENSHOTS

[See attached]

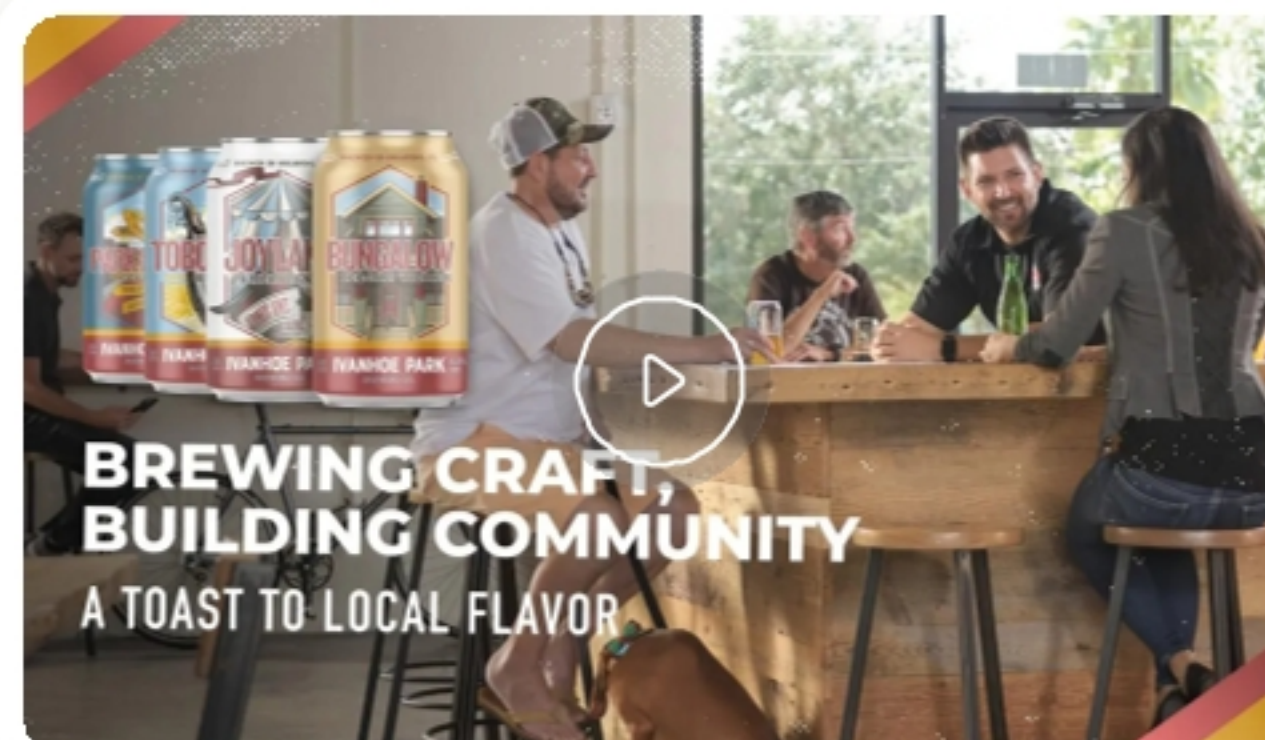
GET A PIECE OF IVANHOE PARK BREWING COMPANY

Committed to Community

Ivanhoe Park Brewing Co. is a community owned, established, and expanding craft brewery in Central Florida, known for its award-winning beers. We are currently in the process of expanding with the recent acquisition of our second location, Ivanhoe Park Lager House.

[Show less](#)[Get Equity](#)

This Reg CF offering is made available through StartEngine Primary, LLC. This investment is speculative, illiquid, and involves a high degree of risk, including the possible loss of your entire investment.



REASONS TO INVEST



Ivanhoe Park Brewing Co. offers a diverse lineup of award-winning, handcrafted beers, including IPAs, stouts, lagers, and seasonal specialties, catering to a growing demand for unique flavors.



With significant growth in sales, distribution, and community engagement, Ivanhoe Park Brewing Co. aims to expand its market presence, supported by strong customer loyalty and brand recognition.

increased production capacity.

TEAM



Glenn Closson • CEO/CFO, Founder, & Board of Directors

Glenn Closson, the dynamic CEO and CFO of Ivanhoe Park Brewing Co., began his journey in the brewing world with a passion for home brewing in 2010. This hobby led him to open his first brewery in Southern California in 2013, where he quickly found success before selling the majority of the business in 2016. He was the driving force that founded Ivanhoe Park Brewing Company in 2018 and assembled the leadership team we have today. At the helm, Glenn combines his financial expertise with his love for craft beer to grow the brewery into a vibrant community hub. Outside of work, he enjoys traveling, supporting local initiatives, and spending quality time with his wife and dog.

[Read Less](#)



Eric Van Wormer • Brewing Operations/Head Brewer

Eric Van Wormer, Director of Brewing Operations and Head Brewer at Ivanhoe Park Brewing Co., is the creative mind behind the brewery's award-winning beers. With years of experience and a passion for innovation, Eric leads the brewing team in crafting the exceptional brews that have garnered both local and national recognition. Under his leadership for the past 5 years, Ivanhoe Park's beers have won multiple awards, further cementing the brewery's reputation for quality and creativity. Eric ensures that every beer, from flagship offerings to experimental brews, reflects Ivanhoe Park's dedication to excellence. When not brewing, he enjoys exploring new techniques and supporting the vibrant Orlando beer community.

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Joe Bowling • COO/Secretary, Founder, & Chairman of the Board of Directors

Joe Bowling, COO, Secretary, and Chairman of the Board at Ivanhoe Park Brewing Co., brings over 30 years of experience in technology and business leadership to his role. His expertise in problem solving, operations, and analytics was honed through roles at Lexmark International and IBM Global Services. Prior to joining the brewing industry, Joe had a distinguished 23-year career at EMC and Dell Technologies in technical sales and sales leadership. Now at Ivanhoe Park, Joe combines his deep operational knowledge with his 25+ year passion for home brewing and craft beer to help steer the company's growth. When not focused on business, Joe enjoys outdoor activities,

**Josh Todd • Director of Sales, Founder, & Board of Directors**

Josh Todd, Director of Sales and Board Member at Ivanhoe Park Brewing Co., brings over a decade of experience in strategic partnerships and account management to the team. Prior to joining Ivanhoe Park, Josh held senior leadership roles in companies such as Transcom Solutions and Arch Care Consultants, where he honed his skills in brand management and client relationships. His career in sales and partnerships has spanned multiple industries, providing him with a broad perspective and a results-driven approach. At Ivanhoe Park, Josh is dedicated to expanding the brewery's presence and fostering strong relationships with distributors and customers alike. Outside of work, he enjoys exploring Florida's craft beer scene and engaging with the local community.

[Read Less](#)**Lisa Rain • Taproom, Events, & Marketing Manager**

Lisa Rain, Taproom, Events, and Marketing Manager at Ivanhoe Park Brewing Co., is a dynamic force behind the brewery's vibrant atmosphere and community engagement. With a background in event planning and marketing, Lisa excels at creating memorable experiences for guests, from themed events to taproom promotions. Her creativity and strategic thinking help amplify the brewery's brand and foster a welcoming environment for all. An active member of the community, Lisa sits on several local boards, further enhancing her connection to the Orlando area. When she's not managing the taproom or planning exciting events, Lisa enjoys traveling and spending quality time with her husband and dog.

[Read Less](#)**Brian Masters • Board of Directors & Founder**

Brian Masters, Director and Founder of Ivanhoe Park Brewing Co., is a passionate craft beer enthusiast dedicated to building a community-centric brewery. He envisioned Ivanhoe Park as a welcoming space where people could gather to enjoy exceptional beers and connect with one another. Brian's commitment to quality and innovation is reflected in the brewery's diverse lineup of brews, which have earned accolades and a loyal following. He fosters a collaborative environment that encourages creativity and excellence among his team. Outside of brewing, Brian enjoys engaging with the local community and exploring new beer styles with family and friends.

[Read Less](#)**Brian Gentile • Board of Directors**

Brian Gentile, Director at Ivanhoe Park Brewing Co., is a seasoned leader in the food and beverage industry with over 30 years of experience. Currently serving as Senior Vice President at KBP Foods, one of the largest YUM! franchisees in the nation, Brian oversees a vast network of restaurants, contributing to the company's reputation as one of the fastest-growing restaurant companies in the country. His expertise in operations and management has consistently driven significant revenue growth and operational excellence. At Ivanhoe Park, Brian applies his extensive experience to support the brewery's strategic initiatives and community engagement efforts. Outside

**Kelly Turenne • Board of Directors**

Kelly Turenne, Director at Ivanhoe Park Brewing Co., brings a wealth of legal expertise to the team, specializing in corporate law, contracts, alcohol beverage control law, litigation, and employment. During her time at Quarles & Brady LLP, Kelly represented one of the largest breweries in the country. With a strong background in corporate law, she applies her experience to support the brewery's operations while fostering a culture of integrity and accountability. Her strategic guidance plays a vital role in navigating the complex landscape of the brewing industry. Outside of work, Kelly enjoys travel, exploring craft beer, engaging with the local community, and advocating for responsible business practices.

[Read Less](#)[Show Less](#)**THE PITCH**

From Startup to Staple



Ivanhoe Park Brewing Co. is a thriving craft brewery in Central Florida, celebrated for its high-quality, award-winning beers and strong community ties. With years of industry experience, a successful taproom, and recent expansion into a second location, Ivanhoe Park is positioning for potential growth. Our unique brews and community-driven approach have earned us recognition, making us stand out in an increasingly competitive market.

the opportunity

Growing Beyond the Taproom

Ivanhoe Park Brewing Co. was born from a passion for brewing exceptional craft beer and fostering a sense of community. Our mission is to create a welcoming space where people can connect and celebrate life. What sets us apart is our commitment to quality, community engagement, and our historical roots, which are reflected in our brand and product offerings.

Our business model thrives on diverse revenue streams, including taproom sales, distribution to local bars and retail outlets, and hosting community events. With the addition of Ivanhoe Park Lager House, we are expanding our production capacity and introducing new experiences like beer and food pairings.

OUR BREWS

A DEVOTION TO THE CRAFT



JOYLAND
AMERICAN IPA
7% ABV



BUNGALOW
BELGIAN WITBIER
4.8% ABV



TOBOGGAN
BLONDE ALE
5% ABV

the market & our traction

Our Market Reach and Award-Winning Brews



The craft beer market in the U.S. was valued at \$28.3 billion in 2020¹, with continued growth driven by consumer demand for unique, high-quality brews. Ivanhoe Park Brewing Co. has successfully tapped into this market, expanding from a local startup to a well-recognized brand in Central Florida. Our beers are distributed across various local bars, restaurants, and retail outlets, and our customer base is steadily growing.

We have garnered numerous awards, including multiple medals from the U.S. Open Beer Championship and Best Florida Beer. The recent acquisition of Ivanhoe Park Lager House further strengthens our position, increasing production capacity and enhancing customer experience through food pairings and expanded event offerings.

In addition, we have established valuable partnerships with notable brands and local businesses, such as Track Shack and various non-profits, which continue to enhance our community presence. We are proud sponsors of the Orlando Solar Bears, with whom we have collaborated on several major events, including a Guinness World Record achievement for the most people wearing Hawaiian shirts. Our strategic partnerships with sports teams and venues, alongside these events, continue to strengthen our brand and expand our reach.

MEDAL-WORTHY EXCELLENCE

2019

Best Florida Beer Gold

Tupac ShaPorter

2020

US Open Beer Bronze

Bungalow Belgian Witbier

US Open Beer Bronze

Park Hopp'r Pilsner

Best Florida Beer Gold

Park Hopp'r Pilsner

2022

World Beer Cup Bronze

Half-Toberfest
Vienna

Best Florida Beer Gold

1915 California
Common

Best Florida Beer Silver

Half-Toberfest
Vienna

DRAFT Magazine Top 100 Beers

1915 California
Common (Q2)
and Dynastor-
Red Lager (Q2)

2021

Wine Enthusiast

Ivanhoe Park Guavacation
(Berliner Weisse) included
in the Top 100 Wines of 2021

2023

Best Florida Beer Gold

Guavacation

Best Florida Beer Silver

Tupac ShaPorter

US Open Beer Silver

Tupac ShaPorter

US Open Beer Bronze

Masquerade White Stout

2024

Best Florida Beer Gold

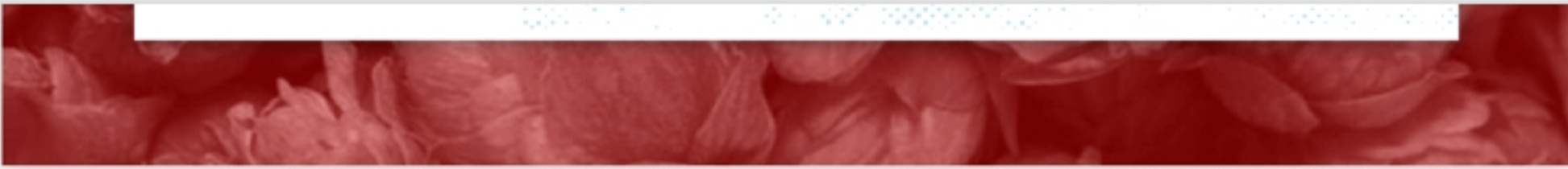
Guavacation

Best Florida Beer Silver

Tupac ShaPorter

Best of Orlando

Winner in 7 categories
in Orlando Weekly
Reader's Choice



WHY INVEST

Support a Thriving Craft Brewery



INVEST TODAY

Join us in crafting not just exceptional beer, but also a vibrant, inclusive, and connected community.

Investing in Ivanhoe Park Brewing Co. is an opportunity to be part of a thriving craft brewery with a strong community focus and a proven track record of success. With your support, we plan to expand operations, enhance our product offerings, and deepen our ties with the community.

**Join us in crafting not just exceptional beer, but also a vibrant, inclusive, and connected community.
Invest in Ivanhoe Park Brewing.**



HOPS



BODY



COLOR



HOPS



BODY



COLOR



HOPS



BODY



COLOR



HOPS



BODY



COLOR



ABOUT

HEADQUARTERS

1300 Alden Rd
Orlando, FL 32803

WEBSITE

[View Site](#)

Ivanhoe Park Brewing Co. is a community owned, established, and expanding craft brewery in Central Florida, known for its award-winning beers. We are currently in the process of expanding with the recent acquisition of our second location, Ivanhoe Park Lager House.

Overview

PRICE PER SHARE
\$2

VALUATION
\$10M

DEADLINE ⓘ
Feb. 18, 2025 at 7:59 AM UTC

FUNDING GOAL ⓘ
\$124k - \$124k

Breakdown

MIN INVESTMENT ⓘ
\$500

OFFERING TYPE
Equity

MAX INVESTMENT ⓘ
\$124,000

SHARES OFFERED
Class B Non-Voting Common Stock

MIN NUMBER OF SHARES OFFERED
62,000

MAX NUMBER OF SHARES OFFERED
62,000

Maximum Number of Shares Offered subject to adjustment for bonus shares

SEC Recent Filing	→
Offering Memorandum	→
Financials	^

Cash & Cash Equivalents	\$67,906	\$72,049
Accounts Receivable	\$6,699	\$29,916
Short-Term Debt	\$0	\$0
Long-Term Debt	\$294,155	\$275,338
Revenue & Sales	\$1,011,012	\$1,103,259
Costs of Goods Sold	\$375,304	\$454,821
Taxes Paid	\$0	\$0
Net Income	-\$308,443	-\$280,743

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.

If you are a predesignated member of Joyland Brewing Holdings, Inc., you are eligible for 30% additional bonus shares.

Time-Based Perks

Early Bird 1: Invest \$1,000+ within the first 2 weeks | 10% bonus shares

Early Bird 2: Invest \$5,000+ within the first 2 weeks | 15% bonus shares

Early Bird 3: Invest \$10,000+ within the first 2 weeks | 20% bonus shares

Early Bird 4: Invest \$20,000+ within the first 2 weeks | 25% bonus shares

Early Bird 5: Invest \$50,000+ within the first 2 weeks | 30% bonus shares

Mid-Campaign Perks (Flash Perks)

Flash Perk 1: Invest \$5,000+ between day 35 - 40 and receive 10% bonus shares

Flash Perk 2: Invest \$5,000+ between day 60 - 65 and receive 10% bonus shares

Amount-Based Perks

Tier 1 Perk: Invest \$1,000+ and receive an investor-exclusive Ivanhoe Park Brewing Co. branded hat.

Tier 2 Perk: Invest \$5,000+ and receive all prior perks + plus 25% off your bill at our Orlando brewery or when you place an order online through our website + 5% bonus shares.

Tier 3 Perk: Invest \$10,000+ and receive all prior perks plus a VIP brewery tour and tasting experience for you and up to 3 guests + 10% bonus shares.

Tier 4 Perk: Invest \$20,000+ and receive all prior perks plus an invite to a luxury exclusive dinner event for you + 1 guest where you get the experience of brewing your own beer for your personal consumption* + 15% bonus shares.

Tier 5 Perk: Invest \$50,000+ and receive all prior perks + the opportunity to collaborate on a limited-edition brew + 20% bonus shares.

**In order to receive perks from an investment, one must submit a single investment in the same offering that meets the minimum perk requirement. Bonus shares from perks will not be granted if an investor submits multiple investments that, when combined, meet the perk requirement. All perks occur when the offering is completed. Crowdfunding investments made through a self-directed IRA cannot receive perks due to tax laws. The Internal Revenue Service (IRS) prohibits self-dealing transactions in which the investor receives an immediate, personal financial gain on investments owned by their retirement account. As a result, an investor must refuse those perks because they would be receiving a benefit from their IRA account.*

The 10% StartEngine Venture Club Bonus

Joyland Brewing Holdings, Inc will offer 10% additional bonus shares for all investments that are committed by investors that are eligible for the StartEngine Venture Club.

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 Class B Non-Voting Common Stock at \$2.00 / share, you will receive 110 shares of Class B Non-Voting Common Stock, meaning you'll own 110 shares for \$200.00. Fractional shares will not be distributed and share bonuses will be determined by rounding down to the nearest whole share.

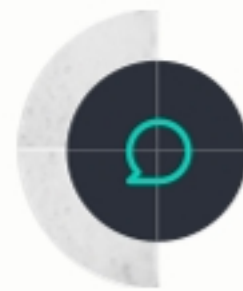
This 10% Bonus is only valid during the investor's eligibility period. Investors eligible for this bonus will also have priority if they are on a waitlist to invest and the company surpasses its maximum funding goal. They will have the first opportunity to invest should room in the offering become available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

Investors will receive the highest single bonus they are eligible for among the bonuses based on the amount invested and the time of offering elapsed (if any). Eligible investors will also receive the Venture Club bonus and] the Loyalty Bonus in addition to the aforementioned bonus.

What's on your mind?

0/2500

Post



Ice breaker! What brought you
to this investment?

HOW INVESTING WORKS

Cancel anytime before 48 hours before a rolling close or the offering end date.



WHY STARTENGINE?



SECURE

Your info is your info. We take pride in keeping it that way!



DIVERSE INVESTMENTS

Invest in over 200 start-ups and collectibles!

FAQS

How much can I invest?



With Regulation A+, a non-accredited investor can only invest a maximum of 10% of their annual income or 10% of their net worth per year, whichever is greater. There are no restrictions for accredited investors.

With Regulation Crowdfunding, non-accredited investors with an annual income or net worth less than \$124,000, are limited to invest a maximum of 5% of the greater of those two amounts. For those with an annual income and net worth greater than \$124,000, he/she is limited to investing 10% of the greater of the two amounts.

When will I receive my shares?



At the close of an offering, all investors whose funds have “cleared” by this time will be included in the disbursement. At this time, each investor will receive an email from StartEngine with their Countersigned Subscription Agreement, which will serve as their proof of purchase moving forward.

Please keep in mind that a company can conduct a series of “closes” or withdrawals of funds throughout the duration of the campaign. If you are included in that withdrawal period, you will be emailed your countersigned subscription agreement and proof of purchase immediately following that withdrawal.

What will the return on my investment be?



StartEngine assists companies in raising capital, and once the offering is closed, we are no longer involved with whether the company chooses to list shares on a secondary market, or what occurs thereafter. Therefore, StartEngine has no control or insight into your investment after the close of

Can I cancel my investment?



MIN INVEST ⓘ
\$500

VALUATION
\$10M

For Regulation Crowdfunding, investors are able to cancel their investment at any point throughout the campaign up until 48 hours before the closing of the offering. Note: If the company does a rolling close, they will post an update to their current investors, giving them the opportunity to cancel during this timeframe. If you do not cancel within this 5-day timeframe, your funds will be invested in the company, and you will no longer be able to cancel the investment. If your funds show as 'Invested' on your account dashboard, your investment can no longer be canceled.

For Regulation A+, StartEngine allows for a four-hour cancellation period. Once the four-hour window has passed, it is up to each company to set their own cancellation policy. You may find the company's cancellation policy in the company's offering circular.

Once your investment is canceled, there is a 10-day clearing period (from the date your investment was submitted). After your funds have cleared the bank, you will receive your refund within 10 business days.

Refunds that are made through ACH payments can take up to 10 business days to clear. Unfortunately, we are at the mercy of the bank, but we will do everything we can to get you your refund as soon as possible. However, every investment needs to go through the clearing process in order to get sent back to the account associated with the investment.

What is the difference between Regulation Crowdfunding and Regulation A+?



Both Title III (Regulation Crowdfunding) and Title IV (Reg A+) help entrepreneurs crowdfund capital investments from unaccredited and accredited investors. The differences between these regulations are related to the investor limitations, the differing amounts of money companies are permitted to raise, and differing disclosure and filing requirements. To learn more about Regulation Crowdfunding, [click here](#), and for Regulation A+, [click here](#).

More FAQs



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Important Message

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. INVESTMENTS ON STARTENGINE ARE SPECULATIVE, ILLIQUID, AND INVOLVE A HIGH DEGREE OF RISK, INCLUDING THE POSSIBLE LOSS OF YOUR ENTIRE INVESTMENT.

www.StartEngine.com is a website owned and operated by StartEngine Crowdfunding, Inc. ("StartEngine"), which is neither a registered broker-dealer, investment advisor nor funding portal.

Unless indicated otherwise with respect to a particular issuer, all securities-related activity is conducted by regulated affiliates of StartEngine: StartEngine Capital LLC, a funding portal registered [here](#) with the US Securities and Exchange Commission (SEC) and [here](#) as a member of the Financial Industry Regulatory Authority (FINRA), or StartEngine Primary LLC ("SE Primary"), a broker-dealer registered with the SEC and **FINRA / SIPC**. You can review the background of our broker-dealer and our investment professionals on FINRA's BrokerCheck [here](#). StartEngine Secondary is an alternative trading system (ATS) regulated by the SEC and operated by SE Primary. SE Primary is a member of SIPC and explanatory brochures are available upon request by contacting SIPC at (202) 371-8300.

StartEngine facilitates three types of primary offerings:

1) Regulation A offerings (JOBS Act Title IV; known as Regulation A+), which are offered to non-accredited and accredited investors alike. These offerings are made through StartEngine Primary, LLC (unless otherwise indicated). 2) Regulation D offerings (Rule 506(c)), which are offered only to accredited investors. These offerings are made through StartEngine Primary, LLC. 3) Regulation Crowdfunding offerings (JOBS Act Title III), which are offered to non-accredited and accredited investors alike. These offerings are made through StartEngine Capital, LLC. Some of these offerings are open to the general public, however there are important differences and risks.

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Investing in private company securities is not suitable for all investors. An investment in private company securities is highly speculative and involves a high degree of risk. It should only be considered a long-term investment. You must be prepared to withstand a total loss of your investment. Private company securities are also highly illiquid, and there is no guarantee that a market will develop for such securities. Each investment also carries its own specific risks, and you should complete your own independent due diligence regarding the investment. This includes obtaining additional information about the company, opinions, financial projections, and legal or other investment advice. Accordingly, investing in private company securities is appropriate only for those investors who can tolerate a high degree of risk and do not require a liquid investment. See additional general disclosures [here](#).

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California Investors Only – **Do Not Sell My Personal Information** (800-317-2200). StartEngine does not sell personal information. For all customer inquiries, please write to contact@startengine.com.

StartEngine Marketplace

StartEngine Bulletin Board ("SE BB") is a bulletin board platform on which users can indicate to each other their interest to buy or sell shares of private companies that previously executed Reg CF or Reg A offerings not necessarily through SE Primary. As a bulletin board platform, SE BB provides a venue for investors to access information about such private company offerings and connect with potential sellers. All investment opportunities on SE BB are based on indicated interest from sellers and will need to be confirmed. Even if parties express mutual interest to enter into a trade on SE BB, a trade will not immediately result because execution is subject to additional contingencies, including among others, effecting of the transfer of the shares from the potential seller to the potential buyer by the issuer and/or transfer agent. SE BB is distinct and separate from SE Secondary. SE Secondary facilitates the trading of securities by matching orders between buyers and sellers and facilitating executions of trades on the platform. By contrast, under SE BB, SE Primary assists with the facilitation of a potential resulting trade off platform including, by among other things, approaching the issuer and other necessary parties in relation to the potential transaction. The term "Extended", when used in relation to transactions on SE Marketplace denotes that these transactions are conducted via SE BB, and that these transactions may involve longer processing times compared to SE Secondary for the above-stated reasons.

Even if a security is qualified to be displayed on SE Marketplace, there is no guarantee an active trading market for the securities will ever develop, or if developed, be maintained. You should assume that you may not be able to liquidate your investment for some time or be able to pledge these shares as collateral.

The availability of company information does not indicate that the company has endorsed, supports, or otherwise participates with StartEngine. It also does not constitute an endorsement, solicitation or recommendation by StartEngine. StartEngine does not (1) make any recommendations or otherwise advise on the merits or advisability of a particular investment or transaction, (2) assist in the determination of the fair value of any security or investment, or (3) provide legal, tax, or transactional advisory services.

VIDEO TRANSCRIPT

Campaign Script

Ivanhoe Park Brewing has been a part of Central Florida for six years, and now we're looking to take things to the next level.

And as an independent craft brewery, we've taken great pride in capturing the pioneering spirit of Lake Ivanhoe founder George Russell. Like Joyland, named after Orlando's first water park in 1910, that was located right here in Lake Ivanhoe.

<https://www.yourcommunitypaper.com/articles/gaston-edwards-park-and-lake-ivanhoe/#:~:text=In%201910%20he%20built%20Russell's,operated%20for%20about%20nine%20years.>

During our time, we've brewed more than just a collection of award-winning beers.

<https://bungalower.com/2022/05/08/ivanhoe-park-brewing-co-wins-big-at-international-beer-competition/>

<https://www.orlandosentinel.com/2021/02/26/best-brewery-2021-orlando-sentinel-foodie-awards/>

We've also brewed a strong presence with the folks that live here through our commitment to community. As a family-owned and operated business, it's always been important to us to build a culture of kinship at Ivanhoe Park Brewing.

So now we look to the future and we explore new ways to expand our community and continue our growth, like the recent opening of our newest location, Ivanhoe Park Lager House.

<https://www.yelp.com/biz/ivanhoe-park-lager-house-orlando>

Through this campaign, we could evolve Ivanhoe Park Brewing into a community-owned business and make it as integral to Florida as the water park was over 100 years ago.

Giving us the resources to create more jobs and introduce so many more people to our award-winning beers.

By investing in us, you're also investing in the pioneering spirit that continues to inspire us.

Not only through our commitment to brewing great craft beers with quality ingredients, but also through our steadfast role in building strong community. Cheers.

STARTENGINE SUBSCRIPTION PROCESS (Exhibit E)

Platform Compensation

- As compensation for the services provided by StartEngine Capital or StartEngine Primary, as identified in the Offering Statement filed on the SEC EDGAR filing system (the “Intermediary”), the issuer is required to pay to Intermediary a fee consisting of a 5.5-13% (five and one-half to thirteen) commission based on the dollar amount of securities sold in the Offering and paid upon disbursement of funds from escrow at the time of 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 the Intermediary. Additionally, the issuer must reimburse certain expenses related to the Offering. The securities issued to the Intermediary, 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’s platform.
- As compensation for the services provided by StartEngine, investors are also required to pay the Intermediary a fee consisting of a 0-3.5% (zero to three and a half percent) service fee based on the dollar amount of securities purchased in each investment.

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 canceled and the funds will be returned.

Hitting The Target Goal Early & Oversubscriptions

- The Intermediary 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, 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 the 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 \$5M in investments. In the event of an oversubscription, shares will be allocated at the discretion of the issuer, with priority given to StartEngine Venture Club members.
- 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 canceled 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, commit to an investment or communicate on our platform, users must open an account on StartEngine and provide certain personal and non-personal information including information related to income, net worth, and other investments.
- **Investor Limitations:** There are no investment limits for investing in crowdfunding offerings for accredited investors. Non-accredited investors are limited in how much they can invest in 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 \$124,000, then during any 12-month period, they can invest either \$2,500 or 5% of their annual income or net worth, whichever is greater. If both their annual income and net worth are equal to or more than \$124,000, then during any 12-month period, they can invest up to 10% of annual income or net worth, whichever is greater, but their investments cannot exceed \$124,000.

EXHIBIT F TO FORM C

ADDITIONAL CORPORATE DOCUMENTS

[See attached]

Exhibit G to Form C

Test The Waters Materials

[OUR BREWS](#)[OUR BREWERY](#)[TASTING ROOM](#)[COMMUNITY](#)[SHOP ONLINE](#)[CONTACT](#)

IVANHOE PARK BREWING CO. IS LAUNCHING AN EQUITY CROWDFUNDING CAMPAIGN ON STARTENGINE!

[COMMUNITY > NEWS](#)

We're thrilled to announce that Ivanhoe Park Brewing Co. is about to launch a capital-raising campaign on StartEngine, and we can't wait to share this exciting moment with you. This campaign is a major milestone in our journey to grow and expand our vision, all while opening our doors to you—our community of supporters, beer enthusiasts, and investors.

Be the first to know! Follow us on Facebook, Twitter, and Instagram for the latest news and updates.

Reflecting on how far we've come, we're truly humbled by the passion and support of everyone who has been part of our journey so far. Now, as we look forward to the future, we're inviting you to join us in an entirely new way through equity crowdfunding on StartEngine!

What Exactly is Equity Crowdfunding?

Equity crowdfunding allows eligible companies to raise capital from the public, offering a rare opportunity for everyday investors to own a part of the business. Traditionally, raising capital was limited to accredited investors who met strict requirements, but with the passing of [the JOBS Act](#), companies can now offer their securities directly to the public through platforms like StartEngine. This opens up the exciting opportunity for a broader audience—our community included—to invest in our brewery.

Through [Regulation Crowdfunding](#), we're able to share our mission and growth plans with you, giving our supporters a chance to become part-owners of Ivanhoe Park Brewing Co. As an investor, you'll hold a piece of our company and, if we continue to grow and succeed, you'll have the chance to benefit from our success.

Why Should I Invest in Ivanhoe Park Brewing Co.?

Here are just a few reasons why investing in Ivanhoe Park Brewing Co. could be a great choice:

- **Reason #1: A Proven Track Record of Success**

Ivanhoe Park Brewing Co. has established a strong local presence and has won accolades for our unique brews. We're consistently expanding our product line and growing our reach within the Orlando community and beyond.

- **Reason #2: Strong Community Ties**

We've built our brand around community values and deep local connections. By

investing, you're supporting a company that truly values its community and actively contributes to the local culture.

- **Reason #3: Exciting Growth Potential**

With increasing demand for our products, recent partnerships, and expanding distribution channels, we're poised for significant growth. New developments in the surrounding area mean new opportunities for expanding our audience, both locally and regionally.

What's Next?

If you're excited to learn more about our campaign and potentially become an investor, here's how to get involved:

1. **Follow our Social Media**

We will be updating when we are live on Start Engine on our Social Media, where you'll find detailed information on our growth plans, financials, investor benefits, and much more.

2. **Sign Up for a Free StartEngine Account**

Creating an account on [StartEngine](#) is free and easy. Once you're signed up, you'll have full access to our campaign and the opportunity to make an investment if you choose to.

3. **Add Us to Your Watchlist**

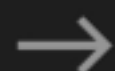
Stay in the loop by clicking the "Watchlist" button on our campaign page. You'll receive updates throughout the campaign, including progress milestones and announcements.

Now that you know more about Ivanhoe Park Brewing Co. and what equity crowdfunding is all about, we hope you'll consider joining our investor community. This is more than just an investment—it's a chance to be part of our mission, growth, and future.

Thank you for being a part of our story. We can't wait to see what we'll accomplish together!

*Cheers,
The Ivanhoe Park Brewing Co. Team*

NO MONEY OR OTHER CONSIDERATION IS BEING SOLICITED, AND IF SENT IN RESPONSE, WILL NOT BE ACCEPTED. NO OFFER TO BUY THE SECURITIES CAN BE ACCEPTED AND NO PART OF THE PURCHASE PRICE CAN BE RECEIVED UNTIL THE OFFERING STATEMENT IS FILED AND ONLY THROUGH AN INTERMEDIARY'S PLATFORM. AN INDICATION OF INTEREST INVOLVES NO OBLIGATION OR COMMITMENT OF ANY KIND. "RESERVING" SECURITIES IS SIMPLY AN INDICATION OF INTEREST.



RECEIVE UPDATES ON Special Beer Releases, Events, and More...

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IVANHOE PARK BREWING CO.

1300 Alden Road
Orlando, FL 32803

407-270-6749
Email Us

TASTING ROOM HOURS

Mon - Thurs: 4:00pm - 10:00pm
Fri: Noon - 12:00am
Sat: Noon - 12:00am
Sun: Noon - 8:00pm

