Legion Media I

Executive Summary

Company Overview

- Legion Media 1 LLC ("LM1" or the "Company") intends to create and monetize a portfolio of Niche Content Websites (NCWs).
- The NCWs cover topics in industries such as pets, celebrity gossip, fashion, food & beverage, travel, etc., and attract visitors via Google Search.
- Revenue is generated primarily through display ads and affiliate commissions, with the potential for additional revenue streams.
- Visitors turn to NCWs when exploring a topic of interest or researching purchase decisions (e.g. "best running shoes for heavier men").
- The Company is led by Paul Lemley, who has extensive experience in Search Engine Optimization (SEO) and content development, and is the cofounder & CEO of Digital Authority Group which owns and operates its own portfolio of NCWs.
- All portfolio operations will be managed by Paul & his team at Digital Authority Group.

Investment Overview

- An investment of \$1,000,000 will fund a portfolio of 50 new NCWs, each screened and validated by Paul, his Digital Authority Group team, and portfolio advisor, Ewen Finser.
- Capital is used to launch sites with original content and fund the operating expenses until the portfolio becomes cash flow positive.
- Once matured, portfolio sites can be opportunistically sold, either individually or in strategic bundles.

Investment Highlights

- Investors receive Preferred Units in Legion Media 1 LLC
- No management fee charged to Investors
- Forecast Investor Return on Capital: 200+%
- Forecast Investor net IRR: 38%

Investment Thesis

In partnership with Ewen Finser, an industry-leading Niche Content Website developer & operator, LM1 will launch a portfolio of 50 sites.

By creating a diversified portfolio of niche content brands through a disciplined approach to capital allocation, we believe we can create an ongoing stream of returns from the maturation of online commerce and the increasing value of digital assets.

Digital Authority Group

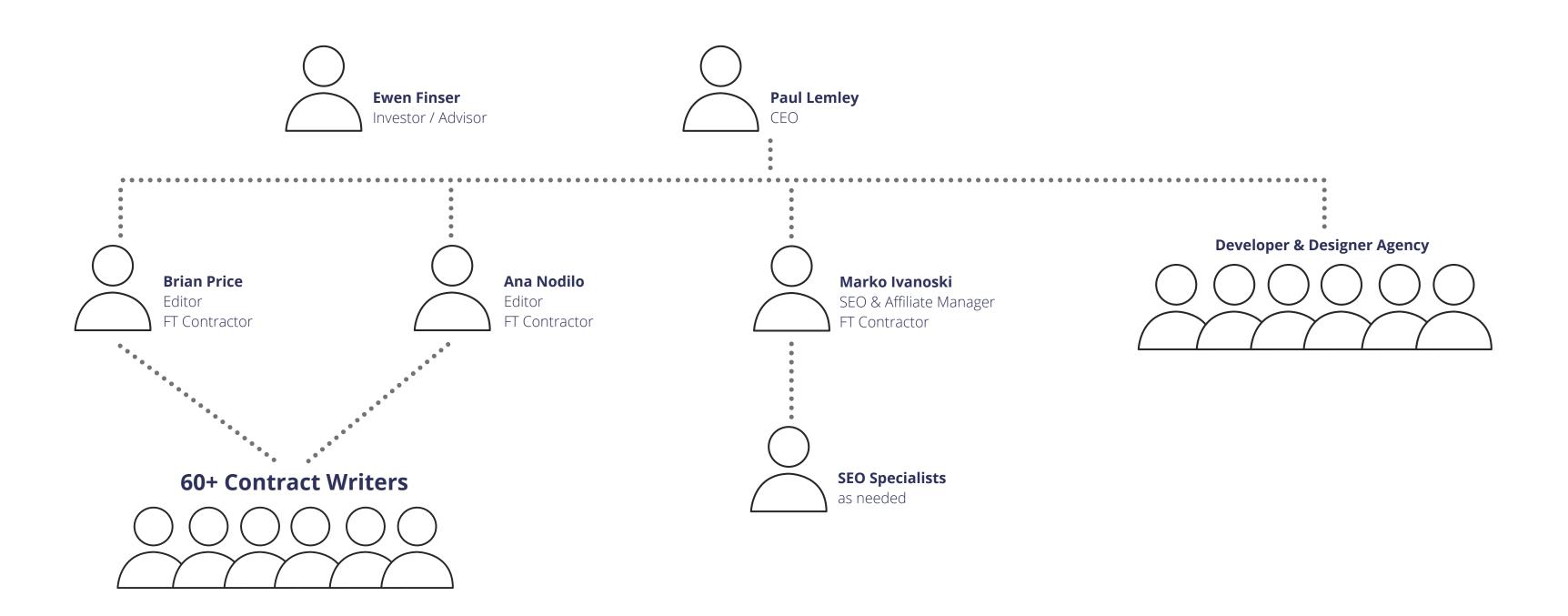
- Digital Authority Group (DAG) was established in 2020 as an investment vehicle for the acquisition and launch of Niche Content Websites. 15 sites were acquired in 3 separate acquisitions.
- Since inception, DAG has developed a competitive advantage in content creation and a scalable editorial process.
- DAG will leverage its expertise to help LM1 launch and grow a diverse portfolio of Niche Content Websites.
- Led by Paul Lemley, a veteran marketer & media operator. In partnership with lead investors Mike & Dave Kasdorf of Kaztex Enterprises.

Ewen Finser - Advisor / Investor

- Ewen Finser is the Founder/CEO of Venture 4th Media and the owner/operator of multiple NCW portfolios (over 150 total sites under management).
- Ewen will be investing in, and serving as an advisor to, Legion Media 1, providing historical data, operational insight, and ongoing advice as appropriate.

Digital Authority Group

The DAG team is supported by a network of contractors (1099) and agencies, giving us cost effective scalability when it comes to writers, editors, developers, designers, and specialists.



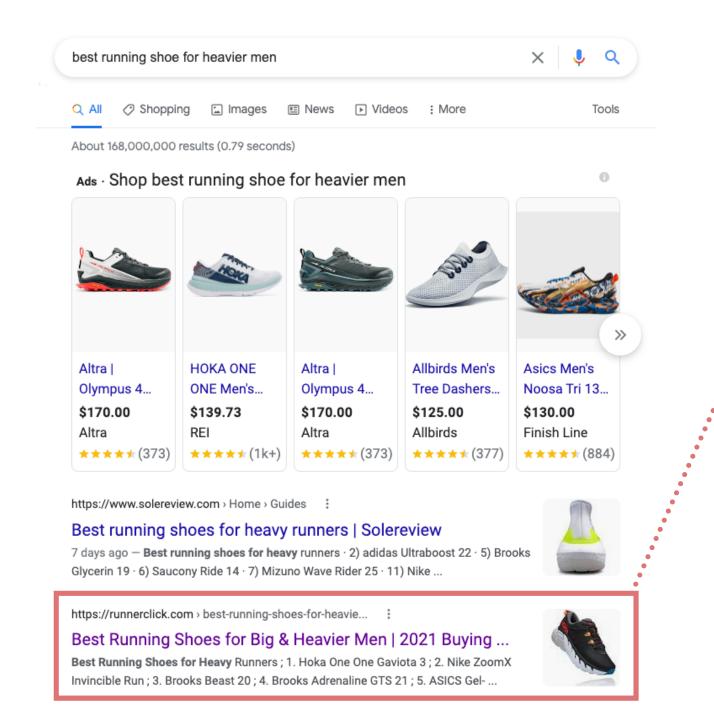
Growing NCW Acquisition Market

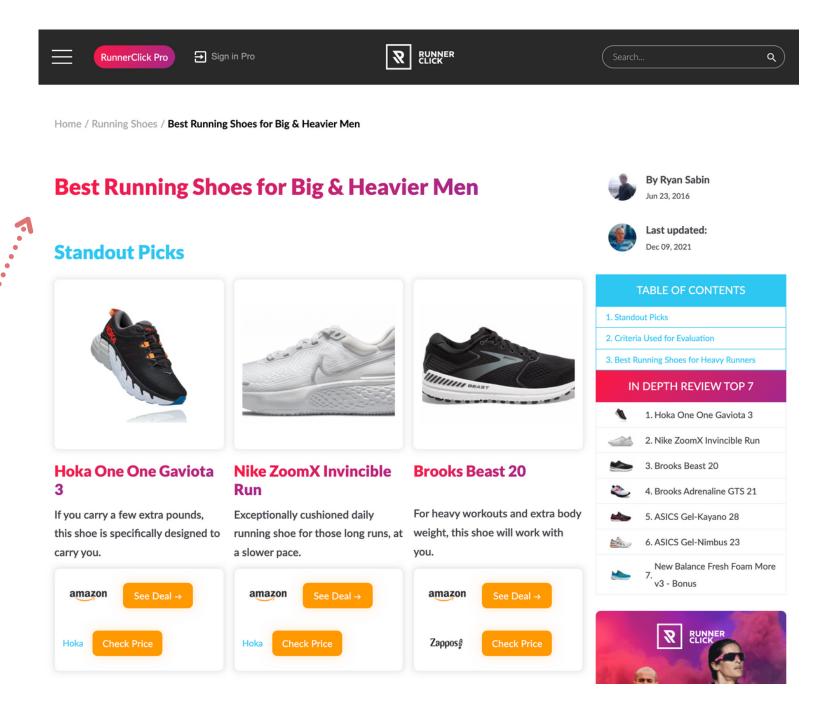
Niche Content Websites continue to grow as an attractive alternative investment.*

Individuals, large publishers, e-commerce brands, and e-commerce portfolio companies (e.g. Thrasio), all continue to acquire NCWs to drive search traffic, bolster revenue, and scale e-commerce sales.

LM1 plans to monetize niche information sites like <u>runnerclick.com</u>, which consumers use for advice on running shoe selections.

Revenue will be earned primarily through advertising (display ads) and affiliate marketing (product commissions). Additional revenue opportunities will be launched if prudent.





E-commerce sales continue to surge while traditional advertising methods are disrupted.

A growing number of consumers seek guidance from informative websites as e-commerce shopping grows over time.

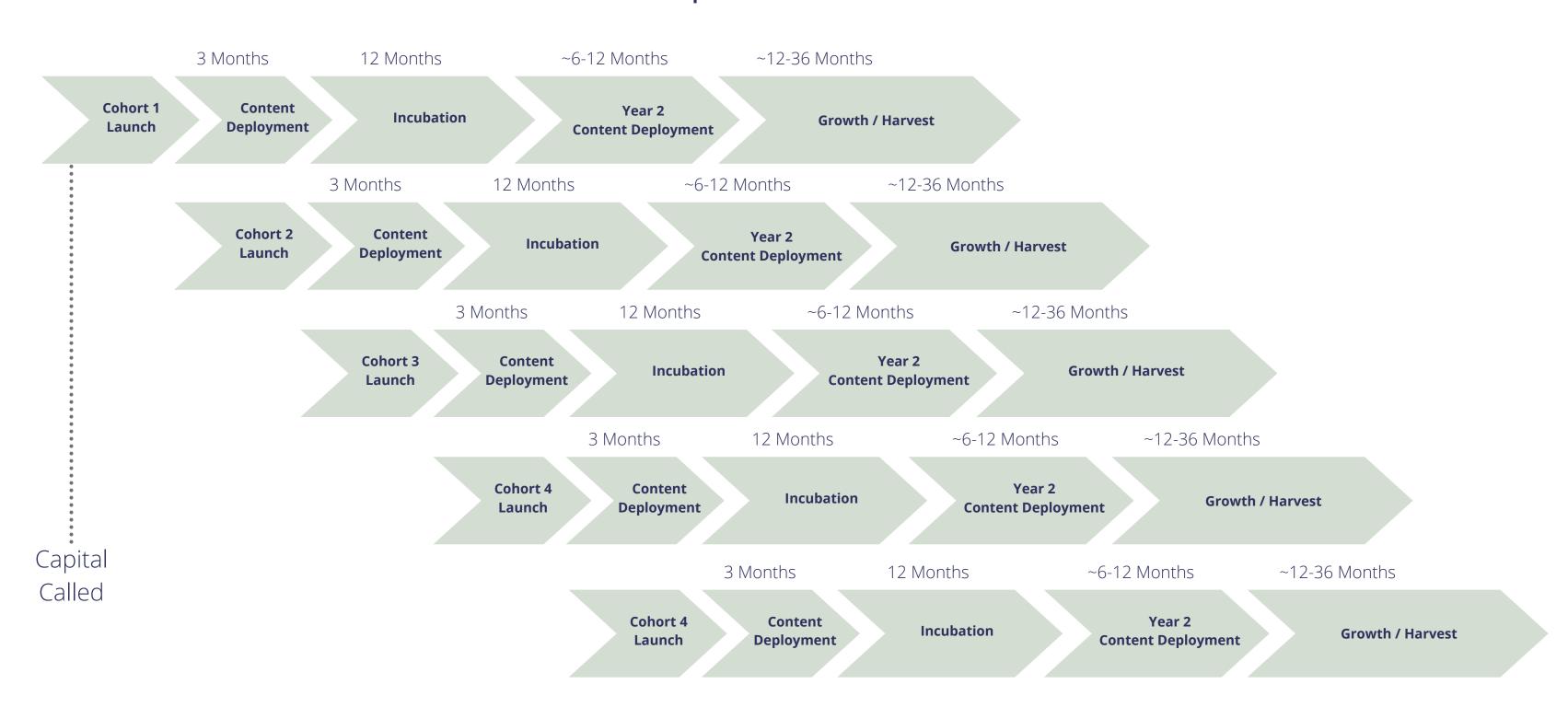


Multiple Niches = Diversity = Greater Odds of Success.

LM1 intends to diversify each block of sub-portfolio launches across multiple categories. Many of these categories offer extensive sub-niche opportunities due to the size of the market and the sub-markets within them. This vast array of site topics, combined with a strong data foundation, increases the portfolio's overall odds of success.

Niche Category Examples	Sub-Niche Examples				
Alcohol Food Travel Home & Garden Celebrity Fashion Pets Careers & Work Personal Finance Sports & Leisure Gaming	Whiskey Bourbon Tequila Indoor Gardening Vertical Farming Celebrity Street Style Dogs Cats Horses Small Animals Remote Work	Mindfulness & Meditation Senior Care Products Retirement Pickleball Golf World of Warcraft God of War Zelda Honeymoon Travel			

LM1 has developed a disciplined model to systematically guide each site portfolio from launch to exit.



Performance Breakdown

Reflects forecasted mix of site performance & revenue based on historical data.

Category	# of Sites	Forecasted Results	Est. Revenue After Maturation		
Barn Burner	3	 Gains early traction in incubation phase Breaks 350,000 pageviews per month Scales at faster rate than the all other sites Receives year 2 content investment 	\$400,000+		
Exceptional	8	 Gains traction during incubation phase Breaks 100K pageviews per month Receives year 2 content investment 	\$250,000		
Average	16	 Gains traction during incubation phase Breaks 50K pageviews per month May receive year 2 content investment 	\$150,000		
Lagger	12	 Gains traction in post-incubation phase Breaks 10K pageviews per month Treated as a "dud" until inflection Fire and forget (sell / merge / mothball) 	\$50,000		
Barking Dog	11	 Never exceeds 10K pageviews per month Fire and forget (sell / merge / mothball) 	\$0		

Deal Details

Legal Structure

- Corporate Entity Type: Wisconsin LLC
- The Manager: Legion Partners LLC (the partnership between DAG, Paul Lemley, and Ewen Finser)

Details

- Target equity funds required: \$1,000,000
- Minimum commitment per investor: \$50,000
- Expected timeframe: 6-8 years
- All dollars contributed are classified as preferred units in the LLC

Deal

- \$1,000,000 of preferred equity investment for economic interest in Legion Media 1 LLC
- Cash Proceeds to be distributed as follows:
 - 0.0x 1.0x investor return: 90% investors / 10% manager
 - 1.0x 2.5x investor return: 65% investors / 35% manager
 - 2.5x+ investor return: 50% investor / 50% manager

Reporting

Investors will receive quarterly updates

This Executive Summary is not a complete description of the proposed offering or the Preferred Units potentially being offered in the proposed offering and does not constitute either an offer to sell or an offer to purchase securities.

Forecasted Performance & Returns

Reflects a conservative growth forecast based on historical results.

Investor IRR 38%

Investor ROI 2.08X

	Year 1	Year 2	Year 3	Year 4	Year 5	<u>Year 6</u>	Year 7	Year 8
Gross Revenue	-	55,459	369,655	643,364	704,790	602,193	256,659	105,127
Less Content Expenses	(360,000)	(346,500)	(18,000)	-	-	-	-	-
Less Operating Overhead	(78,552)	(155,781)	(109,640)	(91,582)	(95,616)	(99,852)	(104,299)	(45,262)
Net Income/EBITDA	(438,552)	(446,822)	242,015	551,783	609,174	502,342	152,359	59,865
Beginning Cash	-	61,448	114,626	101,681	166,104	230,937	323,711	196,389
Plus Investor Contributions	500,000	500,000	-	-	-	-	-	-
Plus/Less Net Income (Loss)	(438,552)	(446,822)	242,015	551,783	609,174	502,342	152,359	59,865
Plus Site Sale Proceeds	-	-	151,762	177,056	379,405	885,279	505,873	-
Less Distributions	-	-	(406,723)	(664,415)	(923,746)	(1,294,845)	(785,555)	(205,003)
Ending Cash	61,448	114,626	101,681	166,104	230,937	323,711	196,389	51,251
# Active Sites	30	50	46	44	30	14	5	5
Plus Investor Contributions	500,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000
Distributions Paid Out	-	-	406,723	664,415	923,746	1,294,845	785,555	205,003
Distribution Waterfall #1	500,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000
Balance til Payback		500,000	633,950	35,976	-	-	-	-
Investors - 90%		-	366,050	597,974	35,976	-	-	-
Manager - 10%		-	40,672	66,442	3,997	-	-	-
Distribution Waterfall #1	750,000	1,500,000	1,500,000	1,500,000	1,500,000	1,500,000	1,500,000	1,500,000
Balance til Payback		750,000	1,500,000	1,500,000	837,170	-	-	-
Investors - 75%		-	-	-	662,830	837,170	-	-
Manager - 25%			-	-	220,943	279,057	-	-
Distribution Waterfall #1								
Investors - 50%		-	-	-	-	89,309	392,778	102,501
Manager - 50%					-	89,309	392,778	102,501
Total Investor Cash Flows	(500,000)	(500,000)	366,050	597,974	698,806	926,479	392,778	102,501

50 SITES LAUNCHED IN 15 MONTHS

10-15
SITES EARN ADDITIONAL CONTENT INVESTMENT

YEAR 2 ALL SITES MONETIZED VIA DISPLAY ADS & AFFILIATE COMMISSIONS

Summary

Sites are allowed to incubate and cash flow without the burden of overhead, allowing us to maximize profits and future site sale price.



Contact

Direct all investment inquiries to:

Paul Lemley

paul@digitalauthoritygroup.com 414-534-6723

Legal Documents

Coordinated by:

Mike Kasdorf

mkasdorf@kaztexcos.com

And drafted by:

JB Koenings of



Legal Disclaimer

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