UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Form C: Offering Statement
UNDER THE SECURITIES ACT OF 1933

Form C: Offering Statement

Name of Issuer

Name of Issuer

Legal Status of Issuer

Form

Corporation

Jurisdiction of Incorporation/Organization

Delaware

Date of Incorporation/Organization

Month / Day / Year

Physical address of Issuer

Street 1 *

Street 2 *

City *

State/Province/Country *

Postal/Zip Code *

Website of Issuer

Is there a different portal site operated by or on behalf of the issuer of securities?

Yes

Name of the person or entity operating the portal

Compensation to be paid to the portal operator, directly or indirect

Compensation to be paid to the portal operator, directly or indirect, for the sale of securities in this offering

Ongoing / Other

Compensation to be paid to the portal operator, directly or indirect, for ongoing services in connection with the offering or the ongoing business of the issuer

Ongoing / Other

Compensation to be paid to the portal operator, directly or indirect, for other services related to the offering

Ongoing / Other

Compensation to be paid to the portal operator, directly or indirect, for other services related to the business of the issuer

Ongoing / Other

Type of security offered

Maximum number of securities offered

Minimum number of securities offered

Price (or method for determining price)

Target offering amount

Oversubscriptions accepted?

Yes

Oversubscriptions allocated?

Yes

Maximum offering amount (if different from target offering amount)

Deadline to reach the target offering amount

	Most recent fiscal year-end	Prior fiscal year-end
Total Assets	$0.00	$0.00
Cash and Cash Equivalents	$0.00	$0.00
Accounts Receivable	$0.00	$0.00
Short-term Debt	$0.00	$0.00
Long-term Debt	$0.00	$0.00
Revenues/Sales	$0.00	$0.00
Cost of Goods Sold	$0.00	$0.00
Taxes Paid	$0.00	$0.00
Net Income	$0.00	$0.00

Jurisdiction in which securities are being offered

Each broker or dealer at which securities are being offered

The Company hereby makes the following representations and agrees to the following:

(1) The Company qualifies for the offering pursuant to Section 4(a)(6) of the Securities Act of 1933, as amended (the "Act") and has met all requirements of Section 4(a)(6) of the Act and Regulation Crowdfunding promulgated thereunder ("Regulation Crowdfunding") and will continue to meet the requirements of Section 4(a)(6) of the Act and Regulation Crowdfunding until the offering is completed or terminated.

(2) The aggregate amount of securities sold to any investor in the offering does not exceed the investment limitation applicable to such investor under Section 4(a)(6) of the Act and Regulation Crowdfunding.

(3) The aggregate amount of securities offered and sold in reliance on Section 4(a)(6) of the Act and Regulation Crowdfunding, together with all securities issued by the Company in reliance on Section 4(a)(6) of the Act and Regulation Crowdfunding within the twelve (12) months preceding the date of this Form C, does not exceed the maximum offering amount specified by Regulation Crowdfunding.

(4) The Company has filed with the Commission, posted on its website and delivered to its investors, if applicable, all information required by Regulation Crowdfunding.

(5) The Company is not subject to the ongoing reporting requirements of Section 13 of the Securities Exchange Act of 1934, as amended, and has not been subject to such requirements for the 12 months preceding the date of this Form C.

(6) The Company is not an investment company, a company engaged in or proposing to engage in securities futures or commodity futures trading, a "bad actor" as described in Rule 506(d) and Rule 506(e) of the Act, or a company that has been subject to any of the regulatory or statutory disqualifications specified in Rule 506(d) of the Act.

(7) The Company is not a foreign company.

(8) The Company is not disqualified from relying on Section 4(a)(6) of the Act or Regulation Crowdfunding for any other reason.

(9) The Company hereby agrees to cooperate with the Commission and provide upon request, information regarding the number or aggregate amount of securities purchased or otherwise subscribed to pursuant to Section 4(a)(6) of the Act and Regulation Crowdfunding, the identities of holders of securities issued pursuant to Section 4(a)(6) of the Act and Regulation Crowdfunding, the terms of such securities, and the total amount of such securities held by all such holders.

Name

Name

Name

CONCLUDING INSTRUCTIONS

If The Person Will Be Unable Personally to Sign the Subscription Agreement, Then Such Person Should Execute a Power of Attorney Appointing Another Person to Act on Such Person's Behalf.

Accordingly, the undersigned hereby:

1. Represents that the undersigned has read and understands the Subscription Agreement, the Operating Agreement, and the Confidential Private Placement Memorandum;

2. Represents that the undersigned has consulted with his own tax, legal, and financial advisors with respect to the tax and other consequences of investing in the Company;

3. Represents that the undersigned has consulted with Company's Accountant, Consultant, Attorney, or other advisor with respect to the tax and other consequences of investing in the Company;

4. Represents that the undersigned has read and understands the Company's Confidential Private Placement Memorandum and all exhibits and attachments thereto.

SIGNATURE

Under penalties of perjury, I declare that I have examined the Subscription Agreement and to the best of my knowledge and belief it is true, correct, and complete. I further declare that I have the authority to execute this Subscription Agreement on behalf of the entity indicated below.

Andrew Schmeck

Signature

Name: Andrew Schmeck

Title: President & CEO

Date: 12/01/2021

Name of Entity: VIRAVISION, LLC

Appendix A - BUSINESS AND ANTICIPATED BUSINESS PLAN

VIRAVISION, LLC

EXECUTIVE SUMMARY

[illegible]

Company Overview

[illegible]

Mission Statement

[illegible]

Business Model Overview

[illegible]

Revenue Projections

[illegible]

Management Team

[illegible]

Advisory Board

[illegible]

Strategic Partnerships

[illegible]

Capital Requirements

[illegible]

MARKET ANALYSIS

[illegible]

Industry Overview

[illegible]

Competitive Landscape

[illegible]

Target Market

[illegible]

Market Trends

[illegible]

MARKETING STRATEGY

[illegible]

Brand Positioning

[illegible]

Digital Marketing

[illegible]

Partnerships and Alliances

[illegible]

Customer Acquisition

[illegible]

Retention and Loyalty

[illegible]

OPERATIONS

[illegible]

Production Process

[illegible]

Supply Chain Management

[illegible]

Quality Control

[illegible]

Technology and Infrastructure

[illegible]

FINANCIAL PROJECTIONS

[illegible]

Revenue Streams

[illegible]

Cost Structure

[illegible]

Profitability Analysis

[illegible]

Cash Flow Projections

[illegible]

RISK ANALYSIS

[illegible]

Market Risks

[illegible]

Operational Risks

[illegible]

Financial Risks

[illegible]

Regulatory Risks

[illegible]

Mitigation Strategies

[illegible]

CONCLUSION

[illegible]

Appendix B - RISK FACTORS

Risk Factors

An investment in the Company is speculative and involves a high degree of risk. Prospective investors should carefully consider the following risk factors in connection with an investment in the Company.

Risk Factors

The Company's business is subject to numerous risk factors, including the following:

The Company's Business Is Subject to Risks Associated with Developing Technology

The Company's business is subject to risks associated with developing technology. The Company's success will depend on its ability to develop and commercialize its technology and products. The Company's success will also depend on its ability to protect its technology and products from competition. The Company's technology and products may be subject to competition from other companies and institutions. The Company's technology and products may be subject to obsolescence and may be rendered obsolete by other technologies and products. The Company's technology and products may be subject to regulatory scrutiny and may be subject to regulatory restrictions and requirements. The Company's technology and products may be subject to intellectual property disputes and may be subject to infringement claims. The Company's technology and products may be subject to product liability claims and may be subject to recalls and withdrawals. The Company's technology and products may be subject to supply chain disruptions and may be subject to quality control issues. The Company's technology and products may be subject to cybersecurity risks and may be subject to data breaches. The Company's technology and products may be subject to environmental risks and may be subject to regulatory compliance issues. The Company's technology and products may be subject to market risks and may be subject to competitive pressures. The Company's technology and products may be subject to financial risks and may be subject to liquidity issues. The Company's technology and products may be subject to operational risks and may be subject to management issues. The Company's technology and products may be subject to strategic risks and may be subject to execution issues. The Company's technology and products may be subject to reputational risks and may be subject to brand issues. The Company's technology and products may be subject to legal risks and may be subject to litigation issues. The Company's technology and products may be subject to regulatory risks and may be subject to

Nathan S Zeleznick

Nathan Zeleznick
CEO, Vibravision, LLC
24 Apr 2020

VIBRAVISION, LLC
Balance Sheet (Unaudited)

Period Ending	31 Dec 2019	31 Dec 2018
ASSETS		
Current Assets:		
Cash	17,449	24,914
Petty Cash	41	41
Total Cash	17,490	24,955
Total Current Assets	17,490	24,955
Property and equipment		
Less accumulated depreciation	-	-
Net property and equipment	-	-
Other assets		
Due from Owner	-	-
TOTAL ASSETS	17,490	24,955
LIABILITIES		
Current Liabilities:		
Accounts Payable	-	-
Other Liability	-	-
Total Current Liabilities	-	-
Total Liabilities	-	-
EQUITY		
Opening Balance Equity	101	100
Owner Equity Accounts	29,999	29,999
Retained Earnings	(12,610)	(2,802)
Total Equity	17,490	27,297
TOTAL LIABILITIES & EQUITY	17,490	24,955

VIBRAVISION, LLC
Profit and Loss Statement (Unaudited)

Period	Jan to Dec, 2019	Jan to Dec, 2018
Income	58,142	48,597
Total Income	**58,142**	**48,597**
Cost of Goods Sold	**0**	**0**
Gross Profit	58,142	48,597
Expense		
Advertising and Promotion	1,941	2,580
Bank Service Charges	15	237
Charitable Donations 100	-	100
Computer and Internet Expenses	879	2,760
Continuing Education	2,380	-
Dues and Subscriptions	4,875	3,342
Equipment and Hardware	1,089	-
Marketing	82	-
Meals and Entertainment	1,017	544
Office Supplies	32	41
Payroll Expenses	26,000	-
Postage & Shipping	153	146
Professional Fees	7,642	345
Rent Expense	20,000	25,000
Research and Development	10,456	-
Software and Programming	935	763
Taxes and Licensing	231	214
Training Materials	804	3,800
Travel Expense	6,554	10,941
Uniform and Clothing	295	586
Total Expense	**85,380**	**51,399**
Net Ordinary Income	(27,238)	(2,802)
Other Income / Expense		
Other Income / Expense	0	0
Total Other Income	**15,000**	**0**
Net Income	**(12,238)**	**(2,802)**

VIBRAVISION, LLC
Statement of Cash Flows (Unaudited)

Period	Jan to Dec, 2019	Jan to Dec, 2018
Operating Activities		
Net income	(12,238)	(2,802)
Depreciation and Amortization	-	-
Changes in Accounts Payable	-	-
Other Items	4,773	-
Net Operating Cash Flow	**(7,465)**	**(2,802)**
Investing Activities		
Leasehold Improvement	-	-
Machine	-	-
Net Investing Cash Flow	-	-
Financing Activities		
Loans from Shareholders	-	-
Owners Equity & Other Financing	-	-
Net Financing Cash Flow	**0**	**0**
Net Change in Cash	**(7,465)**	**(2,802)**
Cash at beginning of period	**24,955**	**27,757**
Cash at the end of the period	**17,490**	**24,955**

VIBRAVISION, LLC
Statement of Changes in Equity (Unaudited)

	Share Capital	Retained Earnings	Revaluation Surplus	Total Equity
Balance at 31 Dec 2017				**27,757**
Changes in equity for the year 2018				
Owner Contribution				
Income for the year		(2,802)		
Other Income				
Dividends				
Balance at 31 December 2018				24,955
Changes in equity for the year 2019				
Owner Contribution				
Income for the year		(12,238)		
Other Income		4,773		
Dividends				
Balance at 31 December 2019				17,490

VIBRAVISION. LLC
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31.2019

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Vibravision. LLC (Company) provides training courses to individuals including energy budding exercises, meditations, and breathing techniques.

Revenue Recognition
Revenue is recognized on the accrual basis but there are no outstanding payments at the end of either period under review. Invoicing, payments, and services provided happen within the same reporting period

Accounts Receivable
The Company does not have an accounts receivable balance as of December 31. 2019 and 2018. As mentioned under Revenue Recognition, invoicing and payments happen within the same reporting period.

Use of Estimates
The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. No estimates were necessary in this reporting period.

Cash Equivalents
For purposes of the statement of cash flows, the Company considers cash in bank accounts and cash on hand as cash and cash equivalents.

Marketing and Promotion
Marketing and promotion costs are expensed as incurred.

Income Taxes
Vibravision, LLC operates as a flow-through entity for income tax purposes. As a flow-through entity, income tax liabilities are paid by the owners. No income tax estimates have been provided.

Inventory
There is no inventory accounted for and or used in the business operations. Interest Paid For the years under review, there was no interest paid or accrued.

Property and Equipment
Property and equipment are stated at cost when acquired. Currently, there is no property or equipment on the business financial statements. Depreciation is computed using various methods based on the estimated useful lives of the assets ranging from 3 to 39 years.
With the exception of certain major items, expenditures for maintenance and repairs are expensed as incurred. The capitalization limit is $500. When assets are sold or retired, the cost and accumulated depreciation are removed from the accounts.

NOTE 2 - RELATED PARTY TRANSACTIONS

Rent Expense During the 2018 review period, there was $25,000 of rent expense. This was paid to a related party, MP USA. One of the owners of the Company is also an owner of MP USA.

NOTE 3 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through the date the financial statements were available to be issued which was April 21, 2020.

As required by Regulation Crowdfunding Rule § 227.201 (t), if financial statements of the issuer are available that have either been reviewed or audited by a public accountant that is independent of the issuer, the issuer must provide those financial statements. Since the Company's financial statements of fiscal year 2018 were reviewed by an independent public accountant, we attached the complete CPA reviewed financial statements as follows:

VIBRAVISION, LLC

REVIEWED FINANCIAL STATEMENTS

DECEMBER 31, 2018

BEMENT & COMPANY
Certified Public Accountants

39 E Eagle Ridge Dr., Ste. 200
North Salt Lake, UT 84054
Ph: 801-936-1900
Fx: 801-936-1901

INDEPENDENT ACCOUNTANT'S REVIEW REPORT

May 21, 2019

To Management
Vibravision, LLC

Salt Lake City, Utah

We have reviewed the accompanying financial statements of Vibravision, LLC, which comprise the balance sheets as of December 31, 2018, and the related statements of income and retained earnings and cash flows for the year 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 control 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.

Bement & Company

VIBRAVISION, LLC

BALANCE SHEET
AS OF DECEMBER 31, 2018

ASSETS		December 31, 2018
Current assets		
Cash	$	24,914
Petty Cash		41
Total current assets		**24,955**
Property and equipment		-
Less accumulated depreciation		-
Net property and equipment		-
Other assets		
Due from Owner		-
Total other assets		-
Total assets	$	**24,955**
LIABILITIES AND SHAREHOLDERS' EQUITY		**December 31, 2018**
Current liabilities		-
Total liabilities		-
Shareholders' equity		
Opening Balance Equity		100
Owner Equity Accounts		29,999
Retained earnings		(5,144)
Total stockholders' equity		**24,955**
Total stockholders' equity and liabilitie	$	**24,955**

VIBRAVISION, LLC

STATEMENT OF INCOME
FOR THE YEAR ENDED DECEMBER 31, 2018

		December 31, 2018
Revenues		
Total Sales	$	48,597
Total revenue		**48,597**
Operating expenses		
Advertising and Promotion		2,580
Bank Card Charges		237
Charitable Donations		100
Computer and Internet Expenses		2,760
Dues and Subscriptions		3,342
Meals and Entertainment		544
Office Supplies		41
Postage & Shipping		146
Professional Fees		345
Rent Expense		25,000
Software & Programming		763
Taxes and Licensing		214
Training Materials		3,800
Travel Expense		10,941
Uniform & Clothing		586
Total operating expenses		51,399
Net income (loss)	$	**(2,802)**

VIBRAVISION, LLC

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2018

		December 31, 2018
Cash flows from operating activities		
Net income:	$	(2,802)
Adjustments to reconcile net loss to net cash used in operating activities		
Amortization		-
Depreciation		-
Changes in other assets and liabilities		
Decrease in accounts receivable		
Decrease in security deposit		-
(Decrease) increase in accounts payable		
Decrease in accrued payroll		
Increase in other accrued liabilities		
Decrease in prepaid services		
Net cash provided by (used in) operating activities		**(2,802)**
Cash flows from investing activities		
Cash loaned to related party		
Disposal of property and equipment		
Net cash provided by (used in) investing activities		-
Cash flows from financing activities		
Net cash provided by (used in) financing activities		-
Net increase (decrease) in cash		(2,802)
Cash at beginning of period		27,757
Cash at end of period	$	**24,955**

VIBRAVISION, LLC

STATEMENT OF CHANGES IN OWNERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2018

		Total
Balance at December 31, 2017	$	**27,757**
Add: Net income (loss)		(2,802)
Owner Contributions (distributions)		-
Balance at December 31, 2018	$	**24,955**

VIBRAVISION, LLC

NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2018

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Vibravision, LLC (Company) provides training courses to individuals including energy building exercises, meditations, and breathing techniques. The Company has relatively few accounts and uses a related party, Angie Anderson, as the bookkeeper.

Revenue Recognition

Revenue is recognized on the accrual basis but there are no outstanding payments at the end of either period under review. Invoicing, payments, and services provided happen within the same reporting perioc

Accounts Receivable

The Company does not have an accounts receivable balance as of December 31, 2018. As mentioned under Revenue Recognition, invoicing and payments happen within the same reporting period.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. No estimates were necessary in this reporting period.

Cash Equivalents

For purposes of the statement of cash flows, the Company considers cash in bank accounts and cash on hand as cash and cash equivalents.

Marketing and Promotion

Marketing and promotion costs are expensed as incurred. Total marketing and promotion expenses for the years ended December 31, 2018 were $2,580.

Income Taxes

Vibravision, LLC operates as a flow through entity for income tax purposes. As a flow through entity, income tax liabilities are paid by the owners. No income tax estimates have been provided.

Inventory

There is no inventory accounted for and/or used in the business operations.

Interest Paid

For the years under review, there was no interest paid or accrued.

Property and Equipment

Property and equipment are stated at cost when acquired. Currently, there is no property or equipment on the business financial statements. Depreciation is computed using various methods based on the estimated useful lives of the assets ranging from 3 to 39 years. With the exception of certain major items, expenditures for maintenance and repairs are expensed as incurred. The capitalization limit is $500. When assets are sold or retired, the cost and accumulated depreciation are removed from the accounts,

NOTE 2 - RELATED PARTY TRANSACTIONS

Rent Expense

During the 2018 review period, there was $25,000 of rent expense. This was paid to a related party, MP USA. One of the owners of the Company is also an owner of MP USA.

NOTE 3 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through the date the financial statements were available to be issued which was May 21, 2019.