

This brochure discloses information about the qualifications and business practices of “**MR. STEVE MUEHLER & STEVE MUEHLER HOLDINGS, LLC**”, (a *Limited Liability Company*) for the benefit of its clients and prospective clients. If you have any questions about the contents of this brochure, please contact Mr. Steven J. Muehler at the contacts given below.

Steve Muehler is a Paralegal Registered with the American Bar Association (ABA #05479183) and a California Insurance Agent (California Insurance License Number: 4093099)

ITEM 1: COVER PAGE FOR:

**STEVE MUEHLER &
STEVE MUEHLER HOLDINGS, LLC
1055 WEST 7TH STREET (ARCO TOWER)
LOS ANGELES, CALIFORNIA 90017**

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Email: Steve@SteveMuehler.com

Corporate: www.SteveMuehler.com

Annuities: www.SteveMuehlerAnnuities.com

Paralegal: www.SteveMuehlerParalegal.com

Investment Banking / Securities: www.SteveMuehlerSecurities.com

Debt Capital Markets: www.SteveMuehlerDebtCapital.com

Equity Capital Markets: www.SteveMuehlerEquityCapital.com

Commercial Real Estate Finance: www.SteveMuehlerLoans.com

Commercial Insurance: www.SteveMuehlerCommercialInsurance.com

Personal Insurance: www.SteveMuehlerInsurance.com

EquityLock Commercial: www.EquityLockCommercial.com

EquityLock Residential: www.EquityLockResidential.com

Bail Bonds / Immigration Bonds: www.SteveMuehlerBail.com

ITEM 2: Material Changes: If we amend this disclosure brochure, we are to send you either a new copy of the brochure or at least this *Item 2* describing the changes made so you can decide if you want us to send you a complete, new copy. A summary of material change is:

Attached as an exhibit to, or
 Included here as part of this updated brochure

The changes made are:

- NONE

ITEM 3: Table of Contents: Information that **STEVE MUEHLER & STEVE MUEHLER HOLDINGS, LLC** provides to prospective clients and to existing clients annually: *18 disclosure items* that describe this firm’s Investment Banking, Debt & Equity Underwriting, Private Placements & Capital Markets Advisory, Real Estate Lending, Commercial & Personal Insurance, Private Practice Paralegal, and Bail Bond / Immigration Bond business(es).

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ITEM 4. *This Firm's Business:*

STEVE MUEHLER and/or STEVE MUEHLER HOLGINS, LLC's Operations:

- Private Practice Paralegal / Legal Document Preparation:
 - Paralegal Member of the American Bar Association - #05479183
 - www.SteveMuehlerParalegal.com
 - Paralegal Services (*Law Firms & Corporations*):
 - Administrative Law Hearings
 - Bankruptcy (Ch. 7, Ch. 11, Ch. 13 & Sub Ch. 5)
 - Business & General Corporate
 - Civil Litigation
 - Commercial Real Estate
 - Construction Law
 - Contract Management
 - Estate Planning
 - Eviction Services for Landlords
 - Family Law
 - Immigration Law
 - Intellectual Property - Copyright
 - Intellectual Property – Trademark
 - International Subsidiary
 - Labor & Employment
 - Litigation Support
 - Mergers & Acquisitions
 - Personal Injury Support
 - Powers of Attorney
 - Secured Lending
 - Securities & Blue Sky
 - Small Claims Court
 - Social Security / Disability Benefits
 - Traffic Court – Trial by Declaration
 - Paralegal Investment Banking / Securities Legal Document Preparation:
 - www.SteveMuehlerSecurities.com:
 - Securities Industry Legal Document Preparation & Filing:
 - Private Placement & OTC:
 - Regulation D (504 & 506) Offerings
 - Regulation A+ (Tier I & Tier II) Offerings
 - Regulation S Offerings
 - EB5 Offerings
 - 144A Offerings
 - PIPE Offerings
 - Security Token Offerings
 - Family of Notes Offerings

- Public Offerings & IPO Registration Statements:
 - 506 Offering & Registration Statement
 - Regulation A+ (Tier I & Tier II) Offering & Registration Statement
 - Regulation S Offering & Registration Statement
 - F-1 (*Shares Registration Statement for IPO of a Foreign Company in the United States*) Offering & Registration Statement
 - S-1 (*Shares Registration Statement for IPO of a United States Company in the United States*) Offering & Registration Statement
 - S-3 (*Shares Registration Statement*) Offering & Registration Statement
 - S-4 (*Shares Registration Statement*) Offering & Registration Statement
 - S-6 (*Unit Registration Statement*) Offering & Registration Statement
 - S-8 (*Employee Benefit Shares Offering Statement*) Offering & Registration Statement
 - S-11 (*REIT Shares Registration Statement*) Offering & Registration Statement
 - 424A (*Amendment Registration*) Offering & Registration Statement
 - 424B (*Delayed Offering Registration*) Offering & Registration Statement
 - 20-F (*Foreign Issuer Registration*) Offering & Registration Statement
 - Form 10 (*Shares Registration*) Offering & Registration Statement
 - N-1A (*Mutual Fund*) Offering & Registration Statement
 - N-2 (*Closed-End Fund*) Offering & Registration Statement
 - N-14 Offering & Registration Statement
- Fund Formation & FINRA / SEC Registrations:
 - Broker Dealer Formation, Registration & Compliance.
 - Registered Investment Advisor Formation, Registration & Compliance.
 - EB5 Regional Office Formation, Registration & Compliance.
 - REIT Formation, Registration & Compliance

- Private Equity Fund Formation, Registration & Compliance.
 - Venture Capital Fund Formation, Registration & Compliance.

- Private & Public Debt Capital Markets Advisory:
 - Steve Muehler – Debt Capital Markets
 - www.SteveMuehlerDebtCapital.com
 - Investor Portal Access Only Accessible to Qualified Institutional Buyers (QIBs) and/or FINRA Registered Broker Dealers and/or Registered Investment Advisors with no less than \$50 Million USD under management.

- Private & Public Equity Capital Markets Advisory:
 - Steve Muehler – Equity Capital Markets
 - www.SteveMuehlerEquityCapital.com
 - Investor Portal Access Only Accessible to Qualified Institutional Buyers (QIBs) and/or FINRA Registered Broker Dealers and/or Registered Investment Advisors with no less than \$50 Million USD under management.

- A Commercial Real Estate Loan Underwriter & Portfolio Loan Servicer
 - Steve Muehler – Loans
 - www.SteveMuehlerLoans.com

- Residential & Commercial Real Estate Value Protection Contracts:
 - Equity Lock Commercial (www.EquityLockCommercial.com)
 - Equity Lock Residential (www.EquityLockResidential.com)

- An Alternative Class Investment Underwriter, Coordinator, Advisor and Investor Relations Firm to / for (Qualified Institutional Buyers, or “QIBs”):
 - Select Institutional Investment Banking Firms
 - Select Mutual Funds
 - Select Family Offices
 - Select Life Insurance Companies
 - Select Broker Dealers / Market Makers
 - Select Registered Investment Advisory Firms
 - Select Venture Capital Firms
 - Select Private Equity Firms
 - Select Foundations and/or Endowments
 - Select Real Estate Investment Trusts
 - Select Domestic and Foreign Securities Exchanges
 - Select International (foreign) Accredited Investors for EB5 Visa Program

- *NOTE: Steve Muehler & Steve Muehler Holdings, LLC do not provide, nor do either offer to provide, any Broker Dealer services.*

- A Capital Markets Advisor for the following Global Stock Exchanges:
 - The Private Placement Markets
 - New York Stock Exchange (NYSE-MKT)
 - NASDAQ
 - OTC Market
 - Toronto Stock Exchange (TSX)
 - Bermuda Stock Exchange (BSX)
 - Cyprus Stock Exchange
 - Cayman Islands Stock Exchange
 - Euronext
 - London Stock Exchange
 - NASDAQ OMX Nordic Exchange
 - Deutsche Borse (Frankfurt Exchange)
 - Shanghai Stock Exchange
 - Hong Kong Stock Exchange
 - SIX Swiss Exchange
 - Irish Stock Exchange
 - B3 Stock Exchange (Brazil)
 - Japan Exchange Group
 - Australian Securities Exchange
 - JSE Limited (South Africa)
 - BME Spanish Exchange
 - Singapore Stock Exchange (SGX)
 - Taiwan Stock Exchange
 - Korean Exchange (South Korea)
 - Bombay Stock Exchange (India)

- A Commercial Insurance Broker:
 - California Insurance License Number: *4093099*
 - www.SteveMuehlerCommercialInsurance.com
 - Commercial License & Permit Bonds
 - Construction Bonds:
 - Bid Bonds
 - Completion Bonds
 - Contractor License Bonds
 - Environmental Bonds
 - Labor & Materials Bonds
 - Performance Bonds
 - Site Improvement Bonds
 - Subdivision Bonds

- Court Bonds:
 - Administrator Bonds
 - Appeal Bonds
 - Attachment Bonds
 - Bail Bonds (*www.SteveMuehlerBail.com*)
 - Bankruptcy Bonds
 - Bid Protest Bonds
 - Child Custody Bonds
 - Condemnation Bonds
 - Conservatorship Bonds
 - Counter Replevin Bonds
 - Court Cost Bonds
 - Curator Bonds
 - Custodian Bonds
 - Distress for Rent Bonds
 - Executor Bonds
 - Garnishment Bonds
 - Guardianship Bonds
 - Immigration Bonds (*www.ImmigrationBonds.com*)
 - Indemnity-to-Sheriff Bonds
 - Injunction Bonds
 - Lis Pendens Bonds
 - Lost Instrument Bonds
 - Ne Exeat Bonds
 - Petitioning Creditor's Bonds
 - Receivership Bonds
 - Release of Lis Pendens Bonds
 - Replevin Bonds
 - Sequestration Bonds
 - Stay Pending Appeal Bonds
 - Supersedeas Bonds
 - Transfer of Lien Bonds
 - VA Custodian / Fiduciary Bonds
- Professional Liability Insurance:
 - Anesthesiologist Malpractice Insurance
 - Architects & Engineers Liability Insurance
 - Chiropractors Liability Insurance
 - Design Liability Insurance
 - Dentist Malpractice Insurance
 - Home Healthcare Liability Insurance
 - Laboratory Insurance
 - Lawyers Liability Insurance
 - Medical Malpractice Insurance
 - Nurses Liability Insurance

- Optometrist Malpractice Insurance
- Pharmacist Liability Insurance
- General Commercial Insurance, including (*but not limited to*):
 - Umbrella Insurance
 - General Liability
 - Products & Completed Operations Liability
 - Professional Liability & Business Owner's Policies
 - Property & Real Estate
 - Workers Compensation
 - Crime & Employee Dishonesty
 - Inland Marine
 - Employment Practices Liability
 - Directors & Officers Liability
 - Cyber Liability & Data Breach
 - Commercial Auto
 - Equipment Breakdown
 - Business Interruption
 - Insurance Policies for Specific Scenarios
 - Inland Marine
 - Commercial Surety
 - Kidnap & Ransom
- Industries of Specialization:
 - Agribusiness
 - Architects & Engineers
 - Associations & Franchises
 - Aviation (General Aviation & Commercial Aviation)
 - Chemicals
 - Construction
 - Defense
 - Energy & Power
 - Entertainment & Sports
 - Financial Services
 - Food Processing & Distribution
 - Food Service
 - Healthcare
 - Hospitality & Leisure
 - Infrastructure
 - Manufacturing
 - Marijuana & Cannabis
 - Mining & Mineral Rights
 - Motorsports
 - Non-Profit & Faith Based Organizations
 - Pharmaceuticals
 - Real Estate (Commercial)

- Retail & E-Commerce
 - Technologies
 - Telecommunications
 - Transportation & Logistics
 - Utilities
 - Waste & Recycling
- An Individual & Small Business Insurance Broker:
 - California Insurance License Number: 4093099
 - www.SteveMuehlerAnnuities.com
 - Insurance Products Offered:
 - ATV & RV Insurance
 - Auto Insurance
 - Boat & Yacht Insurance
 - Condo Owners Insurance
 - Earthquake Insurance
 - Flood Insurance
 - Health Insurance
 - Homeowners Insurance
 - Life Insurance
 - Includes (www.SteveMuehlerAnnuities.com):
 - Fixed Annuities
 - Income Annuities
 - Variable Annuities
 - NOTE: FINRA Series 6 License Pending
 - Long Term Care / Disability Insurance
 - Medicare Supplement / Medigap Plans
 - Motorcycle Insurance
 - Renters Insurance
 - Pet Insurance
 - Travel Insurance
- An Investor Relations Firm
- Note: Term Underwriter, as used in this Brochure, is defined as *“an individual or institution that accesses risk in return for a fee, and suggests appropriate borrowing and investment rates / percentages / terms for investment offerings / loans being offered and or marketed by the firm and/or an issuer, and establishes a market for the interests of the offering and/or loan.”*

STEVE MUEHLER – DEBT CAPITAL MARKETS:

Steve Muehler – Debt Capital Markets (www.SteveMuehlerDebtCapital.com) is entrusted with the authority to preserve and strengthen the quality and public confidence in Alternative Lending / Alternative Investments. Steve Muehler – Debt Capital Markets stands for Integrity and Ethical practices in order to enhance Lender / Investor confidence in Alternative Lending and Alternative Investments, thereby contributing to the financial health of the overall economy and supporting the capital formation process. From Early and Developmental Stage Companies to Operating Companies of International Stature, each are recognized as sharing these important traits that we hold true.

Steve Muehler – Debt Capital Markets has broad discretionary authority over Alternative Loans / Alternative Investments associated with Steve Muehler – Debt Capital Markets in order to maintain the quality, the public confidence in Alternative Investments and Alternative Lending, and Steve Muehler – Debt Capital Markets, as well as to prevent manipulative acts and practices, to promote just and equitable principles of trade, and to protect investors and the public interest.

Steve Muehler – Debt Capital Markets may use such discretion to deny any application of any debt loan, apply additional or more stringent criteria for the debt loan, or suspend or deny particular debt loan requests based on any event, condition, or circumstance that exists or occurs that makes the proposed debt loan / debt investment inadvisable or unwarranted in the opinion of Steve Muehler – Debt Capital Markets, even though the borrower meets all enumerated criteria for debt loan / debt investment as proposed by Steve Muehler – Debt Capital Markets.

STEVE MUEHLER - EQUITY CAPITAL MARKETS:

Steve Muehler – Equity Capital Markets (www.SteveMuehlerEquityCapital.com) is entrusted with the authority to preserve and strengthen the quality and public confidence in Alternative Equity Investments. Steve Muehler – Equity Capital Markets stands for Integrity and Ethical practices in order to enhance Investor confidence in Alternative Equity Investments, thereby contributing to the financial health of the overall economy and supporting the capital formation process. From Early and Development Stage Companies to Operating Companies of International Structure, each are recognized as sharing these important traits that we hold true.

Steve Muehler – Equity Capital Markets has broad discretionary authority over Alternative Equity Investments associated with Steve Muehler – Equity Capital Markets in order to maintain the quality, the public confidence in Alternative Equity Investments, and Steve Muehler – Equity Capital Markets, as well as to prevent manipulative acts and practices, to promote just and equitable principles of trade, and to protect investors and the public interest.

Steve Muehler – Equity Capital Markets may use such discretion to deny any application of any equity offering, apply additional or more stringent criteria for the equity offering, or suspend or deny a particular equity offering based on any event, condition, or circumstance that exists or occurs that makes the proposed equity investment inadvisable or unwarranted in the opinion of Steve

Muehler – Equity Capital Markets, even though the issuer meets all enumerated criteria for any potential equity investment as proposed by Steve Muehler – Equity Capital Markets.

STEVE MUEHLER – LOANS - COMMERCIAL MORTGAGE LOAN SYNDICATIONS:

Steve Muehler – Loans - Syndication Division (www.SteveMuehlerLoans.com and/or www.SteveMuehlerDebtCapital.com) packages and syndicates mortgage loans to Qualified Institutional Buyers (“QIBs”) – Primarily consisting of (but not limited to): Life Insurance Companies, Insurance Companies, Pension Funds, Family Offices, Hedge Funds, Real Estate Investment Trusts, Mutual Funds, Commercial Banks, Foreign Institutions, Multilateral & Bilateral Development Financial Institutions, Venture Capital Funds, and Registered Investment Advisors – all of whom / which have verified assets under management of \$50 Million USD or more.

STEVE MUEHLER - IPO ADVISORY:

Steve Muehler - Securities has advised clients on numerous initial and secondary public equity offerings, and Steve Muehler - Securities evaluates issuer clients for its potential access to the public capital markets (www.SteveMuehlerParalegal.com, www.SteveMuehlerSecurities.com, www.SteveMuehlerEquityCapital.com & www.SteveMuehlerDebtCapital.com):

- IPO readiness assessment
- Key executive / CFO recruitment
- Financial modeling and projections
- Auditor evaluation, selection, and introduction
- Preparation of a presentation to Market Makers / Broker Dealers
- Market Makers / Broker Dealer selection and negotiation
- Prospectus Drafting, SEC Registration and Filings
- Transaction structuring and pricing
- IPO support

STEVE MUEHLER - SELL-SIDE ADVISORY / CAPITAL RAISE:

Steve Muehler - Securities has developed a highly customized sell-side process to extract maximum value of its sell-side clients (www.SteveMuehlerEquityCapital.com and/or www.SteveMuehlerDebtCapital.com). Steve Muehler - Securities sell-side process ideally positions its sell-side client to be most attractive to buyers world-wide in order to generate maximum value for all the elements of the client’s business regardless of current earning.

- Sell-side readiness assessment
- Financial modeling and projections
- Transaction structure and pricing
- Prospectus Drafting, SEC Registration and Filings
- Unrealized and/or potential growth opportunities
- New or under-exploited intellectual property and knowhow
- Customers and/or market position coveted by competitors

- Real Estate or other valuable underutilized physical assets
- Potential operational costs savings
- Economies of scale or other merger synergies with buyers
- Turnaround, management transition, and other special situations

Steve Muehler – Debt Capital Markets (www.SteveMuehlerDebtCapital.com) and/or Steve Muehler – Equity Capital Markets (www.SteveMuehlerEquityCapital.com) Underwriting Services to Issuer Clients (*Capital Markets Advisory*) will be solely in regard to the following types of Investments:

- Exchange Listed Securities
- Private Corporate Debt Instruments
- Regulation D Securities
- Regulation S Securities
- Regulation A+ Securities
- Rule 144A Securities
- EB5 Securities
- PIPE Transactions
- Security Tokens Securities
- Family of Notes
- Certain Intra-State Exempt Securities
- Oil and Gas Interests
- Certain Real Estate Investments
- Certain over-the-counter securities
- Foreign Issuers
- Private Placements
- Mortgage Loans (CMBS, RMBS, MBS, etc.).

STEVE MUEHLER - BUY-SIDE ADVISORY:

If a QIB (*Qualified Institutional Buyer*) wishes to engage Steve Muehler – Debt Capital Markets for any of its Debt (www.SteveMuehlerDebtCapital.com) Advisory Services, or Steve Muehler – Equity Capital Markets (www.SteveMuehlerEquityCapital.com) for any of its Advisory Services, all as detailed in this brochure, a services agreement will be executed by both parties that clearly outlines the mutually agreed upon Debt and/or Equity Advisory Services to be offered. The Agreement must determine what risk tolerance the QIB is able to withstand, and the industry sectors in which the QIB investments. The level of risk a QIB agrees to will primarily dictate which portfolio of Debt and/or Equity Advisory Services that Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets will perform for the QIB. In addition to the risk profile, QIBs may also be provided an Advisory Policy statement which further confirms the agreed upon allocation and outlines the roles each party will play. Unless the services are clearly outlined in the signed agreement, Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets cannot be held responsible nor be expected to offer services on anything outside the scope of the agreement. None of the State Muehler Portfolio of Companies detailed in this Brochure are law firms or CPA Firms. Therefore, none of the Steve Muehler Portfolio of

Companies offer any tax or legal advice. The full portfolio of Steve Muehler Companies strongly recommend that all QIBs discuss all aspects of any potential investment with their CPA or attorney before implementing it.

Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets Advisory Services to QIBs will be solely in regard to the following types of Investments:

- Exchange Listed Securities (Pre-IPO Only)
- Private Corporate Debt Instruments
- Regulation D Securities
- Regulation S Securities
- Regulation A+ Securities
- Rule 144A Securities
- EB5 Securities
- PIPE Transactions
- Security Tokens Securities
- Family of Notes
- Certain Intra-State Exempt Securities
- Oil and Gas Interests
- Certain Real Estate Investments
- Certain over-the-counter securities (Pre-IPO Only)
- Foreign Issuers
- Private Placements
- Mortgage Loans (CMBS, RMBS, MBS, etc.).

By their nature, Steve Muehler – Equity Capital Markets and/or Steve Muehler – Debt Capital Markets Advisory services for each QIB must be based on each QIB's needs to have any useful validity. As Steve Muehler – Equity Capital Markets and/or Steve Muehler – Debt Capital Markets do *not* manage accounts, as an Advisor Steve Muehler – Equity Capital Markets and/or Steve Muehler – Debt Capital Markets can only make recommendations that the Advisor (Steve Muehler – Equity Capital Markets and/or Steve Muehler – Debt Capital Markets) feels are in the QIB's best interest, based on a QIB's stated and/or established goals, risk tolerance and investment time horizon. Steve Muehler – Equity Capital Markets and/or Steve Muehler – Debt Capital Markets seeks to establish this individualized dimension through a careful, fact-finding interview and series of discussions with each QIB's Chief Investment Advisor. QIBs will always make investments from their own accounts at their own direction, and that Steve Muehler – Equity Capital Markets and/or Steve Muehler – Debt Capital Markets is not a manager of accounts (no fiduciary controls), there is no restrictions that need to be imposed.

EQUITY LOCK RESIDENTIAL & EQUITY LOCK COMMERCIAL:

Steve Muehler Holdings, LLC is the owner / operator / and manager of Equity Lock Residential – Home Value Protection (www.EquityLockResidential.com – “Home Value Protection”) & Equity Lock Commercial – (www.EquityLockCommercial.com – “Value Protection”), each of which provide protection plans that hedge against a decline in the value of certain residential and commercial real estate properties.

DEFINITION OF “UNDERWRITER: As an Underwriter for all transactions associated with the Steve Muehler Portfolio of Companies detailed in this Brochure, “*an Underwriter evaluates the risks of a particular debt loan or equity investment of a person or entity and uses that information to set a Market Price for the Loan or Investment.*”

Item 5. Fees and Compensation:

CUSTOM OFFERINGS, REGISTRATION STATEMENTS AND FILINGS	DUE AT ENGAGEMENT	AT COMPLETION OR POST CAPITALIZATION	TOTAL
Reg D 504 / 506 Offering (Equity Offering)	\$0.00 USD	\$1,750 USD	\$1,750 USD
Reg D 504 / 506 Offering (Debt Offering)	\$0.00 USD	\$1,750 USD	\$1,750 USD
Reg D 504 / 506 Offering (Structured Offering)	\$0.00 USD	\$2,750 USD	\$2,750 USD
Family of Notes Offering (Real Estate)	\$0.00 USD	\$1,750 USD	\$1,750 USD
Family of Notes Offering (Other)	\$0.00 USD	\$2,750 USD	\$2,750 USD
CA-1001 Offering (Equity Offering)	\$0.00 USD	\$1,750 USD	\$1,750 USD
CA-1001 Offering (Debt Offering)	\$0.00 USD	\$1,750 USD	\$1,750 USD
CA-1001 Offering (Structured)	\$0.00 USD	\$2,750 USD	\$2,750 USD
Reg A+ Tier 1 Offering (Equity Offering)	\$0.00 USD	\$5,000 USD	\$5,000 USD
Reg A+ Tier 1 Offering (Debt Offering)	\$0.00 USD	\$5,000 USD	\$5,000 USD
Reg A+ Tier 1 Offering (Structured Offering)	\$0.00 USD	\$7,500 USD	\$7,500 USD
Reg A+ Tier 2 Offering (Equity Offering)	\$0.00 USD	\$7,500 USD	\$7,500 USD
Reg A+ Tier 2 Offering (Debt Offering)	\$0.00 USD	\$7,500 USD	\$7,500 USD
Reg A+ Tier 2 Offering (OTC / NYSE / NASDAQ)	\$0.00 USD	\$10,000 USD	\$10,000 USD
Regulation S Offering (Equity Offering)	\$0.00 USD	\$10,000 USD	\$10,000 USD
Regulation S Offering (Debt Offering)	\$0.00 USD	\$10,000 USD	\$10,000 USD
Regulation S offering (Structured or Intl. Market Listing)	\$0.00 USD	\$20,000 USD	\$20,000 USD
EB-5 Offering (Equity Offering)	\$0.00 USD	\$10,000 USD	\$10,000 USD
EB-5 Offering (Debt Offering)	\$0.00 USD	\$10,000 USD	\$10,000 USD
EB-5 Offering (Structured)	\$0.00 USD	\$15,000 USD	\$15,000 USD
144a Offering (Equity Offering)	\$0.00 USD	\$10,000 USD	\$10,000 USD
144a Offering (Debt Offering)	\$0.00 USD	\$10,000 USD	\$10,000 USD
144a Offering (Structured)	\$0.00 USD	\$15,000 USD	\$15,000 USD

PIPE Offering (Equity Offering)	\$0.00 USD	\$15,000 USD	\$15,000 USD
PIPE Offering (Debt Offering)	\$0.00 USD	\$15,000 USD	\$15,000 USD
PIPE Offering (Structured)	\$0.00 USD	\$20,000 USD	\$20,000 USD
Security Token Offering	No Longer Offered	No Longer Offered	No Longer Offered
SEC F-1 Registration Statement	\$0.00 USD	\$20,000 USD	\$20,000 USD
SEC S-1 Registration Statement	\$0.00 USD	\$20,000 USD	\$20,000 USD
SEC S-3 Registration Statement	\$0.00 USD	\$20,000 USD	\$20,000 USD
SEC S-4 Registration Statement	\$0.00 USD	\$20,000 USD	\$20,000 USD
SEC S-6 Registration Statement	\$0.00 USD	\$25,000 USD	\$25,000 USD
SEC S-8 Registration Statement	\$0.00 USD	\$30,000 USD	\$30,000 USD
SEC S-11 Registration Statement	\$0.00 USD	\$20,000 USD	\$20,000 USD
SEC 424a Registration Statement (if S-1 not by SM)	\$0.00 USD	\$10,000 USD	\$10,000 USD
SEC 424a Registration Statement (if S-1 by SM)	\$0.00 USD	\$5,000 USD	\$5,000 USD
SEC 424b Registration Statement	\$0.00 USD	\$10,000 USD	\$10,000 USD
SEC 20-F Registration Statement	\$0.00 USD	\$2,000 USD	\$2,000 USD
SEC Form 10 Registration Statement	\$0.00 USD	\$10,000 USD	\$10,000 USD
SEC N-1A Registration Statement	\$0.00 USD	\$30,000 USD	\$30,000 USD
SEC N-2 Registration Statement	\$0.00 USD	\$30,000 USD	\$30,000 USD
SEC N-14 Registration Statement	\$0.00 USD	\$30,000 USD	\$30,000 USD
SEC Form D Filing (Debt Market Clients)	\$0.00 USD	\$0.00 USD	\$0.00 USD
SEC Form D Filing (Equity Market Clients)	\$0.00 USD	\$0.00 USD	\$0.00 USD
SEC Form D Filing (Not Clients of Firm)	\$50.00 USD	\$0.00 USD	\$50.00 USD
Blue Sky Filings – Per State (State Fee Plus Fee)	\$50.00 USD	\$0.00 USD	\$50.00 USD
Reg A+ Tier I – State Reg. (State Fee Plus Fee)	\$150.00 USD	\$0.00 USD	\$150.00 USD
GLOBAL CAPITAL MARKETS LISTING ADVISORY	DUE AT ENGAGEMENT	NET 30 OR UPON LISTING	TOTAL
Private Placement Debt Market	\$0.00 USD	\$0.00 USD	\$0.00 USD
Private Placement Equity Market	\$0.00 USD	\$0.00 USD	\$0.00 USD
OTC Market	\$0.00 USD	\$10,000 USD	\$10,000 USD
New York Stock Exchange	\$0.00 USD	\$20,000 USD	\$20,000 USD
NASDAQ	\$0.00 USD	\$20,000 USD	\$20,000 USD
Toronto Stock Exchange	\$0.00 USD	\$20,000 USD	\$20,000 USD
Bermuda Stock Exchange	\$0.00 USD	\$20,000 USD	\$20,000 USD
Cyprus Stock Exchange	\$10,000 USD	\$10,000 USD	\$20,000 USD
Cayman Islands Stock Exchange	\$10,000 USD	\$10,000 USD	\$20,000 USD
Euronext	\$15,000 USD	\$15,000 USD	\$30,000 USD
London Stock Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD
NASDAQ OMX Nordic Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD
Deutsche Borse (Frankfurt Exchange)	\$15,000 USD	\$15,000 USD	\$30,000 USD
Shanghai Stock Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD
Hong Kong Stock Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD
Shenzen Stock Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD
SIX Swiss Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD
Irish Stock Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD
B3 Stock Exchange (Brazil)	\$15,000 USD	\$15,000 USD	\$30,000 USD
Japan Exchange Group	\$15,000 USD	\$15,000 USD	\$30,000 USD
Australian Stock Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD
JSE Limited (South Africa)	\$15,000 USD	\$15,000 USD	\$30,000 USD
BME Spanish Exchange (Spain)	\$15,000 USD	\$15,000 USD	\$30,000 USD
Singapore Stock Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD
Taiwan Stock Exchange	\$15,000 USD	\$15,000 USD	\$30,000 USD

Korea Exchange (South Korea)	\$15,000 USD	\$15,000 USD	\$30,000 USD
Bombay Stock Exchange (India)	\$15,000 USD	\$15,000 USD	\$30,000 USD
INVESTMENT BANKING & INVESTMENT FUND SERVICES	DUE AT ENGAGEMENT	NET 30 OR UPON COMPLETION	TOTAL
FINRA / SEC Broker Dealer Formation & Registration	\$0.00 USD	\$1,500 USD	\$1,500 USD
FINRA / SEC RIA Formation & Registration	\$0.00 USD	\$900 USD	\$900 USD
EB-5 Regional Processing Center Formation	\$0.00 USD	\$30,000 USD	\$30,000 USD
Real Estate Investment Trust (S-11) Formation	\$0.00 USD	\$20,000 USD	\$20,000 USD
Hedge Fund Formation	\$0.00 USD	\$20,000 USD	\$20,000 USD
Private Equity Fund Formation	\$0.00 USD	\$20,000 USD	\$20,000 USD
Venture Capital Fund Formation	\$0.00 USD	\$20,000 USD	\$20,000 USD
Offshore Hedge Fund Formation	\$0.00 USD	\$30,000 USD	\$30,000 USD
STEVE MUEHLER - LOANS MORTGAGE LOAN TRANSACTIONS	DUE AT ENGAGEMENT	DUE AT CLOSING	TOTAL
Commercial Underwriting Commitment Fee • <i>After completion of Due Diligence</i>	¼ of 1%	\$0.00 USD	¼ of 1%
Commercial Underwriting Fee	\$0 USD	¾ of 1%	¾ of 1%
Loan Servicing Fee	0%	1%	1%
Loan Brokerage / Lender Fee	0%	1-2%	1-2%
Steve Muehler Debt Capital Markets & Steve Muehler Equity Market	DUE AT ENGAGEMENT	DUE AT COMPLETION	TOTAL
Debt Underwriting – Debt	0.00%	0.75%	0.75%
Loan Servicing - Debt	0.00%	0.25%	0.25%
Equity Market – Investor Relations (of Market Cap)	0.00%	0.10% (Qrtly)	0.10% (Qrtly)
Equity Market – Fund Control (of Average Bal.)	0.00%	0.05% (Qrtly)	0.05% (Qrtly)

ITEM 6: Performance Based Fees: Steve Muehler and Steve Muehler Holdings, LLC, nor any of its supervised persons, **do not accept compensation for the sale of any securities or other investment products. Steve Muehler and Steve Muehler Holdings, LLC cannot earn a commission from the sale of any security.** When necessary, Steve Muehler can recommend a number of Broker Dealers to any Issuer / Sell-Side Client needing the services of a Broker Dealer. Steve Muehler and Steve Muehler Holdings, LLC receive no revenues through commissions or other sales-based compensation from any associated Broker Dealers.

ITEM 7: Types of Advisory Clients:

QUALIFIED INSTITUTIONAL BUYERS (“QIBs”):

- Select Institutional Investment Banking Firms
- Select Mutual Funds
- Select Family Offices
- Select Pension Funds and Pension Fund Managers
- Select Life Insurance Companies
- Select Broker Dealers / Market Makers
- Select Registered Investment Advisory Firms
- Select Venture Capital Firms

- Select Private Equity Firms
- Select Foundations and/or Endowments
- Select Real Estate Investment Trusts
- Select Hedge Funds
- Select Domestic and Foreign Securities Exchanges
- Steve Muehler & Steve Muehler Holdings, LLC do not provide any services to individual investors outside of Select Family Offices.

ISSUER CLIENTS: Typically, our clients will include Private U.S. Companies with an equity value less than \$300 Million, which we refer to as “*nanocap companies*” (less than \$50 Million in Market Capitalization) and “*microcap companies*” (\$50 Million to \$300 Million in Market Capitalization). These Issuer Clients will be seeking to engage in some form of a securities offering utilizing one or more of the securities types detailed in Part II, Item 4.

ITEM 8. *Methods of Analysis:*

**CAUTION:
INVESTING IN ALTERNATIVE FINANCIAL INSTRUMENTS
INVOLVES RISK OF LOSS**

Steve Muehler & Steve Muehler Holdings, LLC must explain the material risks involved for each significant investment opportunity for which it is an underwriter, as well as the method of analysis used for its underwriting method, with more detail if those risks are significant or unusual (i.e., not otherwise apparent from reading this brochure).

Steve Muehler & Steve Muehler Holdings, LLC follows an “*open architecture*” approach to underwriting Alternative Debt and/or Equity Investments. Though underwriting will differ based on the needs of the QIB or Issuer, Steve Muehler & Steve Muehler Holdings, LLC’s goal is to underwrite debt or equity investments that generate strong risk-adjusted returns and are consistent with the stated objectives and risk tolerance of the QIB. To create consistency for our QIBs, we narrow the scope of investment opportunities for each QIB down to the market segments that Steve Muehler & Steve Muehler Holdings, LLC feels offer the best options with certain asset classes to the QIB. This process allows a level of due diligence to be performed on all Investments being underwritten for the QIB.

Types of Risks that Steve Muehler & Steve Muehler Holdings, LLC Underwrites for:

Private Corporate Debt Securities	Higher Risk than an Exchange Listed Corporate Bond, Generally Nanocap or Microcap Companies with Limited Operating History and Limited assets and revenues, May Lose Entire Amount, Not Covered by SIPC
Regulation D Securities	Restricted Securities, No Liquid Secondary Market, No Required Reporting Requirements, Generally Early Stage or Development Companies, May Lose Entire Amount, Not Covered by SIPC
Regulation A Securities	Unrestricted Securities, No Liquid Secondary Market, No Required Reporting Requirements, Generally Early Stage or Development Companies, May Lose Entire Amount, Not Covered by SIPC
Over-the-Counter Securities	More Susceptible to Market Fluctuations; Higher Risk than and Exchange Listed Company, May Lose Entire Amount, Not Covered by SIPC
Intra-State Exempt Securities	Restricted Securities, No Liquid Secondary Market, No Required Reporting Requirements, Generally Early Stage or Development Companies, May Lose Entire Amount, Not Covered by SIPC
Oil and Gas Interests	A Notably Volatile Industry Sector; Historically Prone to Bubble and After Effects; May Lose Entire Amount Invested; Not Covered by SIPC
Real Estate	A Notably Volatile Industry Sector; Historically Prone to Bubble and After Effects; May Lose Entire Amount Invested, Not Covered by SIPC
Foreign Issuers	May Not be Subject to U.S. Financial Reporting Standards, Higher Risk than an Exchange Listed Company, May Lose Entire Amount Invested, Not Covered by SIPC

Many of the debt & equity investments underwritten by Steve Muehler & Steve Muehler Holdings, LLC have certain risks that are borne by the QIB. Steve Muehler & Steve Muehler Holdings, LLC's debt & equity underwriting approach constantly keeps the risk of loss in mind. QIBs face the following investment risks.

- *Interest-Rate Risk* – Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- *Market Risk* – The price of a security may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular

underlying circumstances. For example, political, economic and social conditions may trigger market events.

- *Inflation Risk* – When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- *Currency Risk* – Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment’s originating country. This is also referred to as exchange risk.
- *Reinvestment Risk* – This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income investments.
- *Business Risk* – These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. These companies carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- *Liquidity Risk* – Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- *Financial Risk* - Excessive borrowing to finance a business’ operations increases the risk of the profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Item 9. Other Financial Industry Activities and Affiliations:

- Steve Muehler and No Member of Steve Muehler Holdings, LLC is registered as a broker-dealer, nor does Steve Muehler or any Member of Steve Muehler Holdings, LLC act as a representative of a broker dealer. Steve Muehler and No Member of Steve Muehler Holdings, LLC performs, or does offers to perform, any activities of a broker dealer. When necessary, Steve Muehler can recommend a number of Broker Dealers to any Issuer / Sell-Side Client needing the services of a Broker Dealer
- Steve Muehler and No Member of Steve Muehler Holdings, LLC is registered as a future commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of any of these entities.
- Steve Muehler and No Member of Steve Muehler Holdings, LLC do not have any “related person(s)” – a person or a firm that is controlled by Steve Muehler and No Member of Steve Muehler Holdings, LLC; or that controls Steve Muehler Holdings, LLC through ownership, or as

an officer – with whom Steve Muehler Holdings, LLC has a material relationship, any arrangement that may cause a conflict of interest when providing any QIB with any Advisory Services. NOTE: Related Persons are: (1) the Officers, or Directors (or any person performing similar functions); (2) all persons directly or indirectly controlling, controlled by, or under common control; (3) all current employees; and (4) any person providing services on behalf of Steve Muehler Holdings, LLC.

- Steve Muehler and/or Steve Muehler Holdings, LLC does not recommend or select other Investment Advisors for our QIBs.
- Steve Muehler and/or Steve Muehler Holdings, LLC does not receive compensation from other advisers for its referrals.
- Steve Muehler and/or Steve Muehler Holdings, LLC does not have any other business relationships that could cause a conflict of interest.

Item 10. Code of Ethics:

Steve Muehler and Steve Muehler Holdings, LLC have adopted a Code of Ethics. The Firm has created a Code of Ethics in April of 2021 which addresses primarily issues involved in monitoring proprietary “investment underwriting”, “capital markets” and “debt & equity servicing” activities. A Copy is available upon written request to approved QIBs.

Please note that using any insider information, information that is not readily available to all participants in a securities marketplace (upon making a reasonable effort to obtain that information), for any person, ourselves or relatives or clients or any other person, is strictly illegal and punishable by fines and imprisonment.

How Steve Muehler & Steve Muehler Holdings, LLC Controls Sensitive Information:

- Building Security: Controlled Entrances, Visitor Screening, Security Monitoring devices, including (but not limited to); security cameras, motion detectors, pass codes, and alarms
- Office Door Locks
- Locked File Cabinets
- Password Protected Computer Screens and Databases; Computer “sleep” if left unused
- Fire Prevention Equipment
- Office area under continual supervision

Item 11. Brokerage Practices:

Steve Muehler and/or Steve Muehler Holdings, LLC, nor any of its supervised persons, do not accept compensation for the sale of any securities or other investment products. Steve Muehler and/or Steve Muehler Holdings, LLC cannot earn a commission from the sale of any security. When necessary, Steve Muehler can recommend a number of Broker Dealers to any Issuer / Sell-Side

Client needing the services of a Broker Dealer. Steve Muehler and/or Steve Muehler Holdings, LLC receives no revenues through commissions or other sales-based compensation from any associated Broker Dealers.

ITEM 12. Review of Accounts:

Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets Advisory services for each QIB must be based on each QIB’s needs to have any useful validity. As Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets does *not* manage accounts, as an Advisor Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets only makes recommendations that the Advisor (Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets) feels are in the QIB’s best interest, based on a QIB’s stated and/or established goals, risk tolerance and investment time horizon. Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets seeks to establish this individualized dimension through a careful, fact-finding interview and series of discussions with each QIB’s Chief Investment Advisor. QIBs will always make investments from their own accounts at their own direction, and that Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets is not a manager of accounts (no fiduciary controls), there are no restrictions that need to be imposed. Steve Muehler – Debt Capital Markets and/or Steve Muehler – Equity Capital Markets will perform periodic “performance reviews” as requested by any QIB.

ITEM 13. Client Referrals and Other Compensation:

Steve Muehler and/or Steve Muehler Holdings, LLC does not pay (directly or indirectly) any brokers, or provide any forms of economic benefit to any brokers referring any types of clients to Steve Muehler and/or Steve Muehler Holdings, LLC.

ITEM 14: Custody:

Steve Muehler and/or Steve Muehler Holdings, LLC does not have discretionary authority over any QIBs assets.

ITEM 15: Investment Discretion:

Steve Muehler and/or Steve Muehler Holdings, LLC does not have Investment Discretion over a QIBs assets.

ITEM 16: *Voting QIBs Securities:*

Steve Muehler and/or Steve Muehler Holdings, LLC does not undertake to vote any proxies to any investment holdings of a QIB. It remains the QIBs right to vote all proxies; voting proxies is an important means for the QIB to understand the companies in which they are invested. Steve Muehler and/or Steve Muehler Holdings, LLC to read and participate in the voting process tied to all investments.

ITEM 17: *Legal & Financial Information:*

Steve Muehler and/or Steve Muehler Holdings, LLC does not have any financial condition that could reasonably seem likely to impair our ability to meet our contractual commitments to QIBs. Steve Muehler and/or Steve Muehler Holdings, LLC, nor any of its Managers, have ever filed for bankruptcy. Steve Muehler and/or Steve Muehler Holdings, LLC has never been convicted of any felonies or misdemeanors related to any financial crimes.

Steve Muehler was subject to an Administrative Hearing / Civil Court proceeding with the United States Securities and Exchange Commission in 2016 and 2018 in-regards to the “Public Solicitation of Investments without a Broker Dealer License”. Both matters were settled privately. Greater disclosure is available here: (<https://www.stevenmuehler.com/sec>)

ITEM 18: About Steve Muehler

Steve Muehler is a true pioneer in the Private and Public Capital Markets industry with more than twenty years of industry experience. Steve Muehler has extensive experience in structuring private and public securities offerings, and coordinating both public and private securities offerings through a syndicate network of FINRA Registered Broker Dealers and Qualified Institutional Buyers. His areas of experience and expertise are in Commercial and Residential Real Estate, Energy, Mining & Mineral Rights, Oil & Natural Gas, Medical Device, Pharmaceuticals and New Technology for Growth Stage Companies.

Prior to his now twenty plus years in the Private and Public Capital Markets industry, Steve Muehler honorably served four years in the United States Marine Corps (1995 to 1999) before attending college in South Carolina and California.

After college, Steve Muehler held positions in the Finance Sales and Operations Departments of two community banks in the Greater Minneapolis-St. Paul area of Minnesota. Mr. Muehler also worked for WCI Communities in Bonita Springs, Florida for approximately two year where he was a member of the Company's Financial Resources Division, and then Allied Capital Corporation where he was head of residential lending operations for the Firm's Minneapolis, Minnesota branches.

From 2012 to 2015, Mr. Muehler was the founder, creator and operator of the "ASM" in Los Angeles, California, which was / is an Alternative Trading System ("ATS").

It was through his time with the "ASM" and other Alternative Trading Systems that Steve has worked on, worked for, and consulted over the last six years that has given him extensive relationships with many multinational finance and investment banking firm, primarily Family Offices, FINRA Broker Dealers and Qualified Institutional Buyers ("QIBs").

In 2019, Steve Muehler with a group of Investors and Capital Markets Industry professionals began work on what is today the Steve Muehler Portfolio of Companies.

- **Paralegal:** www.SteveMuehlerParalegal.com
- **Investment Banking:** www.SteveMuehlerSecurities.com
- **Annuities & Life:** www.SteveMuehlerAnnuities.com
- **Debt Capital Markets:** www.SteveMuehlerDebtCapital.com
- **Equity Capital Markets:** www.SteveMuehlerEquityCapital.com
- **Real Estate Loans:** www.SteveMuehlerLoans.com
- **Insurance:** www.SteveMuehlerInsurance.com
- **Commercial Insurance:** www.SteveMuehlerCommercialInsurance.com
- **Equity Lock Residential:** www.EquityLockResidential.com
- **Equity Lock Commercial:** www.EquityLockCommercial.com
- **Bail Bonds:** www.SteveMuehlerBail.com

Mr. Steven J. Muehler's Education, Licenses & Certificates:

- 110 College Course Credits in Corporate Finance & Accounting
- Paralegal (*Registered with the American Bar Association: #05479183*):
 - with Advanced Legal Topics of:
 - Business Law
 - Real Property Law

- Immigration Law
- Estate Planning
- Intellectual Property &
- Criminal Law & Criminal Procedure
- Insurance Courses: (*California License #4093099*)
 - CA Commercial Insurance
 - CA Bail Bonds
 - CA Life, Health & Disability
 - CA Property & Casualty
- Investment Courses:
 - Series 6
 - Series 7
 - Series 65

The whole portfolio of Companies each provide cutting edge, industry leading, and trend setting financial services industry products and services that were considered 'radical' at the time of inception, but are quickly becoming mainstream today, but we still do not think and/or act mainstream like most other financial institutions.