



CONFIDENTIAL OFFERING FOR ACCREDITED INVESTORS
FLORIDA MEDICAL MARIJUANA FUND I LLC
A State of Florida Limited Liability Company

The Offering:

\$1,000,000 to \$2,000,000

8.00%

Senior Subordinated Deferred, Cumulative, Non-Compounding, Debentures

10% Participation

7-10 Years, Minimum Investment: \$100,000

For Accredited Investors Only

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FLORIDA MEDICAL MARIJUANA CONSTITUTIONAL AMENDMENT

Medical marijuana moved up the legislative agenda in many states this year -- even in the most conservative parts of the country.

In Florida, voters will consider a ballot measure in November to legalize medical marijuana. After approval, Floridians can expect medical marijuana dispensaries as soon as January 1, 2016.

A Quinnipiac poll conducted on November 21, 2013 showed that 82% of Floridians support the use of medical marijuana. Here are the results.

Do you support or oppose allowing adults in Florida to legally use marijuana for medical purposes if their doctor prescribes it?

	Tot	Rep	Dem	Ind	Men	Wom	Wht	Blk	Hsp
Support	82%	70%	87%	88%	83%	80%	83%	80%	78%
Oppose	16	26	11	11	15	16	14	17	20

MISSION

The mission of Florida Healthcare Marijuana Fund I, LLC is to effectively provide safe, affordable, and premium medical cannabis to our patients. For this reason, we will employ the best cultivation techniques as well as experienced on-site medical professionals who will handle patient issues and education. Our vision is to foster the growth of Florida's legitimate medical marijuana industry and to support surrounding communities through charitable donations and services. We strive to provide the highest quality products and services to our customers.

INVESTMENT OPPORTUNITY

Florida Medical Marijuana Fund I, LLC is a Florida limited liability company formed for the purpose of providing debt financing and equity participation and the potential to generate income through value-added opportunities in the cannaboid medical market.

Florida Healthcare Marijuana Fund I, LLC has partnered with Florida Medical Marijuana Management, LLC a leading consultant to wellness centers, growing facilities, dispensaries and key product developers within the cannabinoid medical product development and legal marijuana marketplace in Florida. The Company is based in Tampa, Florida.

Florida Healthcare Marijuana Fund I, LLC is an opportunity for select individuals to invest in the legalized, medical cannabis industry. Investment is through the purchase of \$1,000,000 to \$2,000,000 of Senior Subordinated Deferred, Cumulative, Non-Compounding, Debentures 10% Participation 7-10 Years, Minimum Investment: \$100,000

The outstanding balance of principal shall accrue interest at the rate of 8.0% per annum (the "Interest") Interest shall be computed on a three hundred sixty-five (365) day year, for the actual number of days in each period in which there is an outstanding balance of principal.

The outstanding principal sum and interest payment shall be as follows: A fully amortized payment of Principal and Interest shall begin six months from the date the first dispensary is open and shall be made monthly on the first day of each month on and end seven years later.

We are highly confident the vote will pass in November. If the vote does not pass and we are unsuccessful in achieving licenses to cultivate and/or dispense medical marijuana, investors will reclaim 90% of their total investment with no interest accrual, thus creating only a 10% risk factor.

CASH FLOW PROJECTIONS

It is difficult to project how many patients will use medical marijuana in the Tampa Bay area as there is no historical information. Equally difficult to predict is the quantity consumed per patient.

The Colorado Department of Revenue recently reported that \$96,000,000 of annual medical marijuana sales for the year ended June 30, 2013 occurred in the Denver metropolitan area (population of 2,645,000). Published reports indicate that between 2 - 4% of the population are patients consuming 4 – 5 ounces of medical marijuana a year.

With an even larger population of 2,870,000 in Hillsborough, Pinellas, Manatee, and Sarasota counties, it is reasonable this market could reach \$64 million dollars within four years of patients obtaining recommendations on January 1, 2016. We have conservatively estimated that 2.5% of the population will consume 3 ounces of marijuana per year in the Tampa Bay area.

This analysis projects a nearly 14% market share for Florida Healthcare Marijuana Fund I, LLC with sales of \$9,000,000 by 2020.

	Denver, CO Year Ended 6/30/2013	Tampa Bay Year Ended 2016	Tampa Bay Year Ended 2017	Tampa Bay Year Ended 2018	Tampa Bay Year Ended 2019	Tampa Bay Year Ended 2020
Denver Colorado population'	<u>2,645,000</u>					
Hillsborough Co		1,250,000	1,250,000	1,250,000	1,250,000	1,250,000
Pinellas Co		900,000	900,000	900,000	900,000	900,000
Sarasota/Manatee Co		<u>720,000</u>	<u>720,000</u>	<u>720,000</u>	<u>720,000</u>	<u>720,000</u>
		<u>2,870,000</u>	<u>2,870,000</u>	<u>2,870,000</u>	<u>2,870,000</u>	<u>2,870,000</u>
Patient percent	3.00%	2.50%	2.50%	2.50%	2.50%	2.50%
Patients	79,350	71,750	71,750	71,750	71,750	71,750
Consumption Ounces per year	4.03	3	3	3	3	3
Annual consumption	320,000	215,250	215,250	215,250	215,250	215,250
Price per oz	300	300	300	300	300	300
Sales per year	96,000,001	64,575,000	64,575,000	64,575,000	64,575,000	64,575,000
Total	96,000,000	64,575,000	64,575,000	64,575,000	64,575,000	64,575,000
Recommendation delay		(35,000,000)	(20,000,000)	(10,000,000)	-	-
Tampa Bay Market		29,575,000	44,575,000	54,575,000	64,575,000	64,575,000
Market share		6.76%	8.97%	10.99%	12.39%	13.94%
Sales		<u>2,000,000</u>	<u>4,000,000</u>	<u>6,000,000</u>	<u>8,000,000</u>	<u>9,000,000</u>

USE OF PROCEEDS

Considering Florida Healthcare Marijuana Fund I, LLC is a development stage business, we have decided to place 90% of invested funds into an escrow account, for use at later scheduled time. The remaining 10% would be used immediately for operational business purposes to include the following:

- Florida Cultivation and Dispensary State Licensed Application
- Florida Cultivation and Dispensary Financial Plan
- Florida Cultivation and Dispensary Operations Plan
- Florida Cultivation and Dispensary Facility and Zoning Plan
- Florida Cultivation and Dispensary Security Plan
- Florida Cultivation and Dispensary Environmental Plan
- Florida Cultivation and Dispensary Patient Education Plan
- Florida Cultivation and Dispensary Inventory and Diversion Prevention Plan

Upon success of the ballot initiative and obtaining cultivation and dispensary licenses, the remaining \$900,000 to \$1,800,000 of proceeds will be used in the following:

1. Architect and Design Fees	10,000
2. Environmental Survey	5,000
3. Permits and Fees	5,000
4. Security Assessment	5,000
5. Lease deposit	10,000
6. Legal and professional fees	25,000
7. Inventory	100,000
8. Cultivation Build-out	500,000
9. Dispensary Build-out	150,000

Remaining funds will be maintained as working capital. Many states have mandated the existence of as much as \$400,000 of liquid assets just to be eligible for licensure.

Should you be interested in participating in this offering, the next step would be to provide a Statement of Accreditation, as required by the Securities and Exchange Commission. Florida Medical Marijuana Fund I, LLC is claiming exemption under 506(c) which allows us to advertise, and thus we have responsibility to ensure all investors are accredited.

The overwhelming levels of support from such diverse segments of the population, coupled with the potential largesse of the Florida market creates an unprecedented investment opportunity.

HISTORY AND MEDICAL COMMUNITY SUPPORT

Modern research suggests that cannabis is a valuable aid in the treatment of a wide range of clinical applications. These include pain relief, nausea, spasticity, glaucoma, and movement disorders. Marijuana is also a powerful appetite stimulant and emerging research suggests that marijuana's medicinal properties may protect the body against some types of malignant tumors.

Prior to 1937, at least 27 medicines containing marijuana were legally available in the United States. Many were made by well-known pharmaceutical firms that still exist today, such as Squibb (now Bristol-Meyers Squibb) and Eli Lilly. The Marijuana Tax Act of 1937 federally prohibited marijuana. The Controlled Substance Act of 1970 placed all illicit and prescription drugs into five "schedules" (categories). Marijuana was placed in Schedule I, defining it as having a high potential for abuse, no currently accepted medical use in treatment in the United States, and a lack of accepted safety for use under medical supervision. A substantial increase in the number of recreational users in the 1970s contributed to the rediscovery of marijuana's medical uses.

In 1992, in response to a flood of new applications from AIDS patients, The George H.W. Bush administration closed the program to new applicants, and pleas to reopen it were ignored by subsequent administrations. The IND program remains in operation only for the few surviving, previously approved patients.

Dr. Sanjay Gupta:

Gupta is one of the most recognizable medical professionals in the United States. He was among President Obama's top choices for surgeon general. He appears regularly on news and talk shows, has written three best-selling books and claims 1.77 million Twitter followers.

Gupta, a neurosurgeon and CNN's chief medical correspondent, penned a January 2009 TIME magazine article explaining "Why I Would Vote No on Pot." Since then he has become a reformed skeptic whose own research convinced him of medical marijuana's value.

In August 2013, Gupta produced "Weed," a CNN documentary on marijuana. He followed patients using medical marijuana and witnessed how the drug treated their symptoms. In one case marijuana was able to decrease a child's seizures from 1200 times a month to just two or three times a month.

Gupta expressed regret for his earlier opposition:

I apologize because I didn't look hard enough, until now. I didn't look far enough. I didn't review papers from smaller labs in other countries doing some remarkable research, and I was too dismissive of the loud chorus of legitimate patients whose symptoms improved on cannabis.

While Gupta acknowledges that marijuana has the potential for abuse, he says the value of medical marijuana cannot be ignored. Marijuana is far less addictive than prescription painkillers. Patients can also develop a tolerance to painkillers, thus limiting their effectiveness. He found in an earlier report that someone dies due to a prescription drug overdose every 19 minutes, while deaths from marijuana use are virtually unheard of.

American Nurses Association:

"The American Nurses Association (ANA) recognizes that patients should have safe access to therapeutic marijuana/cannabis. Cannabis or marijuana has been used medicinally for centuries. It has been shown to be effective in treating a wide range of symptoms and conditions."

Epilepsy Foundation:

The Epilepsy Foundation supports the rights of patients and families living with seizures and epilepsy to access physician directed care, including medical marijuana. Nothing should stand in the way of patients gaining access to potentially life-saving treatment. If a patient and their healthcare professionals feel that the potential benefits of medical marijuana for uncontrolled epilepsy outweigh the risks, then families need to have that legal option now -- not in five years or ten years. For people living with severe uncontrolled epilepsy, time is not on their side. This is a very important, difficult, and personal decision that should be made by a patient and family working with their healthcare team.

Others:

American College of Physicians • Institute of Medicine • American Public Health Association • American Nurses Association • American Academy of HIV Medicine • Leukemia and Lymphoma Society • Lymphoma Foundation of America • American Medical Student Association • The state medical societies of New York, Rhode Island, and California

The medical marijuana industry is expected to experience annualized revenue growth over 20% to \$3 billion dollars in 2014. It has been predicted that 14 more states will legalize marijuana for recreational adult use in the next five years, creating a potential \$10 billion dollar cannabis market by 2018.

LEGAL AND REGULATORY ENVIRONMENT

For decades, all marijuana transactions in the United States were conducted under explicit prohibition. States have increasingly moved to legalize marijuana for medical and recreational purposes, as well as to implement regulations for organizations that produce and distribute cannabis. The marijuana industry's growth coincides with a widespread shift in the public's attitude toward the substance. A Gallup poll found that for the first time in history, more than half of all Americans think marijuana should be legal for both medical and recreational purposes.

Marijuana is the third most popular recreational drug in America (behind only alcohol and tobacco), and has been used by nearly 100 million Americans. According to government surveys, some 25 million Americans have smoked marijuana in the past year, and more than 14 million do so regularly despite harsh laws against it. Approximately 50,000 people die each year from alcohol poisoning. Similarly, more than 400,000 deaths each year are attributed to tobacco smoking. By comparison, marijuana is nontoxic and cannot cause death by overdose.

More than 30 percent of the U.S. population lives under some form of marijuana decriminalization, and according to government and academic studies, these laws have not contributed to an increase in marijuana consumption nor negatively impacted adolescent attitudes toward drug use.

Enforcing marijuana prohibition costs taxpayers an estimated \$10 billion annually and results in the arrest of 740,000 individuals per year -- far more than the total number of arrestees for all violent crimes combined, including murder, rape, robbery and aggravated assault.

The federal government has no legal authority to prevent state governments from changing their laws to remove state-level penalties for medical marijuana use. Twenty states and the District of Columbia have already done so through their legislatures and the others by ballot initiatives to:

- Exempt seriously ill patients from state-level prosecution for medical marijuana possession and cultivation.
- Exempt doctors who recommend medical marijuana from prosecution or the denial of any right or privilege.

Medical marijuana is currently legal in 20 states and the District of Columbia. Washington and Colorado have begun implementing laws that permit the sale of marijuana to all adults for recreational use

The U.S. Supreme Court's June 2005 decision in *Gonzales v. Raich* preserved state medical marijuana laws but allowed continued federal enforcement, even in states with such laws.

The Justice Department issued guidance to federal prosecutors concerning marijuana enforcement under the Controlled Substances Act (CSA). This memo updates guidance in light of state ballot initiatives that legalize under state law the possession of small amounts of marijuana and provide for the regulation of marijuana production, processing, and sale. The guidance applies to all federal enforcement activity, including civil enforcement and criminal investigations and prosecutions, concerning marijuana in all states. In the memo, the Department prioritized enforcement activities that are particularly important to the federal government:

- Preventing the distribution of marijuana to minors;
- Preventing revenue from the sale of marijuana from going to criminal enterprises, gangs, and cartels;
- Preventing the diversion of marijuana from states where it is legal under state law in some form to other states;
- Preventing state-authorized marijuana activity from being used as a cover or pretext for the trafficking of other illegal drugs or other illegal activity;
- Preventing violence and the use of firearms in the cultivation and distribution of marijuana
- Preventing drugged driving and the exacerbation of other adverse public health consequences associated with marijuana use;
- Preventing the growing of marijuana on public lands and the attendant public safety and environmental dangers posed by marijuana production on public lands;
- Preventing marijuana possession or use on federal property

The memo serves as guidance to Department attorney and law enforcement to focus their enforcement resources and efforts, including prosecution, on persons or organizations whose conduct interferes with any one or more of these priorities, regardless of state law.

On February 14, 2014, the Department of Justice and the Financial Crimes Enforcement Network division of the Treasury Department released long anticipated guidance to banks and other financial institutions on how they can interact with marijuana businesses that are licensed under state law.

Under current regulations, financial institutions are required to file suspicious activity reports when they suspect the transaction has a drug connection. The new guidance creates a three tiered system for these reports: marijuana limited, marijuana priority, and marijuana termination. This will allow these institutions to work with marijuana businesses as long as they were operating in accordance with state laws and regulations. The Department of Justice reserved the right to pursue criminal charges when they suspect businesses are breaking the guidelines they released late last year and would still require banks to report any activity they suspect to be as operating outside of state regulations.

The guidance provides financial institutions with clarity on what they must do if they are going to provide financial services to marijuana businesses and what reporting will assist law enforcement.

The Marijuana Business Access to Banking Act is currently pending before the House of Representatives. While its passage is uncertain, the reversal of trends to decriminalize marijuana possession and cultivation seem unlikely. Consequently, the growing acceptance of medical marijuana is providing operators and investors with unprecedented opportunities.

MANAGEMENT

Marie Scolamiero, RN

Michael Hamby

Gregory Zwirn

ADVISORS

David Scolamiero, Certified Public Accountant

David earned his Bachelor of Science in Business Administration from Old Dominion University in 1988. Mr. Scolamiero has over twenty years of experience in the practice of public accountancy. He serves as the primary financial advisor to organizations and successful individuals providing tax, accounting, auditing, and financial information system consulting. He provides services to commercial nurseries and retail garden center clients. He represents clients before the Internal Revenue Service and the United States Tax Court. A significant practice area includes designing and testing Internal Controls and Financial Information Systems. His private sector experience includes serving as Chief Financial Officer for a multi-state general contractor; where he was responsible for financial reporting, tax planning/compliance, budgeting, financial information systems, investor, and lender relationships.

While practicing in Florida, he participated in engagements with notable not for profits in the Tampa Bay area including The Humane Society of Tampa Bay Humane Society and Visit Tampa Bay.



REQUEST A PRIVATE PLACEMENT PROSPECTUS

This document is an overview of the offering. In order to participate in this offering, you must request a Private Placement Prospectus from Florida Medical Marijuana Fund I, LLC

THE INTERESTS OFFERED HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, NOR QUALIFIED UNDER APPLICABLE SECURITIES LAW IN RELIANCE ON EXCEPTIONS THEREFROM.

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