

A \$3 MILLION NON-OPERATING DRILLING FUND FROM RISING PHOENIX CAPITAL

JASPO



Fund at a glance

TOTAL OFFERING: \$3 million non-operating (non-op) drilling fund

INVESTMENT: \$120,000/unit

CLOSING DATE: August 31st, 2023

STRUCTURE: Sponsor earns a 25% reversionary interest after investor payout; \$1k/well per month

ongoing management; 3% deal origination fee

DISTRIBUTIONS: Monthly, with annual K-1s prepared

OPPORTUNITY: 3-well development program in the Barracuda #1, Riverbend #1, and Ten Mile #1 areas –

in the southeast corner of the state of Texas

RETURN PROFILE: 18 month payout; anticipated +120% IRR, with a 3:1 return in 72 months and

a 4:1 total return

TAX ADVANTAGES: Up to 75% of the full investment potentially written off in the first year due to

recoupmen of Intangible Drilling Costs (IDCs)

DISCLAIMER: Participation in this investment opportunity is restricted to only persons that qualify as "accredited investors" under federal and state securities laws. Each prospective investor will be required to provide information, including personal and financial information, to verify his or her accredited investor status. If you do not qual ify as an accredited investor, you agree that receipt of a brochure will not be considered an offer to participate in this opportunity. Qualifying as an accredited investor is a minimum requirement. The fact that you are an accredited investor does not necessarily mean this is a suitable investment for you. You should consult your financial and other professional advisors before deciding whether to invest.

The brochure is preliminary in nature, contains incomplete information that is subject to change, and is for informational purposes only. This information is subject to the confidential private offering memorandum of Rising Phoenix JASPO Development, LLC (the "Partnership"), and may be superseded by a supplement to such confidential private offering memorandum and related documentation.

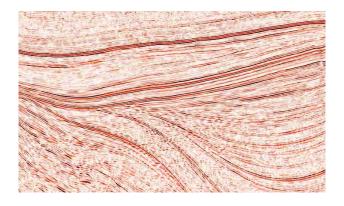
The brochure may include certain statements, estimates and forecasts of the Partnership's Manager with respect to the anticipated future performance of the Partnership and its prospective business, investment strategies and properties acquired by the Partnership. Such statements, estimates and forecasts represent the best estimates of the Partnership's management, based upon assumptions believed to be reasonable, but these assumptions may not prove to be correct. No representation or warranty is made as to the accuracy or completeness of such assumptions, and nothing contained herein should be relied upon as a promise or representation as to any future performance or events. Prospective investors are strongly advised to consult with their own independent legal, financial and tax advisors regarding the information contained in the brochure.

The brochure contains "forwarding-looking statements." Specifically, all statements other than statements of historical facts included in this document regarding the Partnership, the business plans and investment strategies of the Partnership, and anticipated or expected returns are forward-looking statements. These forward-looking statements are based on the beliefs of the General Partner as well as assumptions made by and information currently available to the Manager. The words "will," "anticipate," "estimate," "expect" and "intend" and words or phrases of similar import, as they relate to the Partnership, its business plans, investment strategies, the properties acquired by the Partnership, and the Manager, are intended to identify forward-looking statements. Although the Manager believes that the expectations reflected in such forward-looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct. Based upon changing conditions, should any one or more of these or other risks or uncertainties materiallize, or should any underlying assumptions prove incorrect, actual results may vary materially from those described in this document as anticipated, believed, estimated, expected or intended. The Manager does not intend to update these forward-looking statements.

Rising Phoenix Capital is proud to unveil its first "Growth" fund offering, the JASPO Non-Op Drilling Fund. This fund is part of a new suite of offerings aimed at providing our investors with a diverse range of investment opportunities based on return profile and risk.

JASPO is a three-well development program with the drilling of the Barracuda #1, Riverbend #1, and Ten Mile #1 wells. The 40 square mile area of mutual interest "AMI" surrounds the famous Flipper Field, which, to date, has produced over 1.7 million barrels of oil and 37 billion cubic feet of natural gas from five wells.

For our operator, we have teamed up with the highly regarded Atoka Operating, Inc. With its five decades of drilling success, Atoka brings its wealth of experience and innovation to this venture, including advanced seismic technology.



Atoka has used a proprietary seismic process developed by Apex Spectral Technology called "ADF". This cutting-edge technology has proven pivotal in pinpointing hydrocarbon locations in order to safely maximize recovery.

Our \$3 million offering is divided into 25 units, each priced at \$120,000 (1/2 units are subject to approval). These units represent a ~12.5% working interest, translating to a 9.375% net revenue interest, providing an exciting opportunity to participate in this exciting prospect.

JASPO underwent a rigorous audit by our trusted third-party reservoir engineering firm, Haas Engineering. Their findings affirmed the favorable overall return profile we were aiming for, thus boosting our confidence in this project.

Investors stand to benefit from an 18 month payout with a 3:1 return in 72 months and a 4:1 return over the life of the project. Furthermore, this type of non-op drilling deal offers substantial tax advantages, with up to 75% of the full investment potentially written off in the first year due to the recoupment of Intangible Drilling Costs.

We believe this unique drilling opportunity offers an attractive blend of substantial returns, robust risk mitigation efforts by the operator, and significant tax advantages. With subscriptions now open until the end of August, we encourage our current investors and their friends and family to take advantage of this exciting opportunity.



Opportunity knocking

Dear Investors,

I am pleased to introduce Rising Phoenix's first "Growth" fund offering, the Rising Phoenix JASPO Development fund. This offering unveils a pathway to explore new opportunities for us as a company as well as our broad investor base.

Through meticulous research and a commitment to excellence, we have chosen a project operated by Atoka Operating, a renowned operator with five decades of successful drilling experience. Rising Phoenix Capital has ties with Atoka that run deep. Decades ago Atoka's founder, Scott Heape, completed the reserve work for my father's first big oilfield discovery, the "Blind Hog" field in 1977. It is an honor for us to continue this tradition and embark upon another successful venture together some 45 years later.

Atoka has conducted thorough research and is utilizing Apex Spectral Technology's ADF seismic technology to significantly reduce drilling risks. This groundbreaking approach is poised to revolutionize hydrocarbon location and recovery, instilling confidence in unlocking vast reserves and shaping the future of additional development.

Our \$3 million offering, divided into 25 units priced at \$120,000 each, provides a rare opportunity to secure your stake in this industry-leading prospect. With an estimated 3:1 return and a remarkable +120% internal rate of return (IRR) projected over 72 months (4:1 total return over project life), the return potential is truly compelling.

Furthermore, this non-op drilling opportunity offers significant tax advantages. With up to 75% of your investment potentially written off in the first year through the recoupment of Intangible Drilling Costs (IDCs), you can optimize your tax planning and maximize your returns.

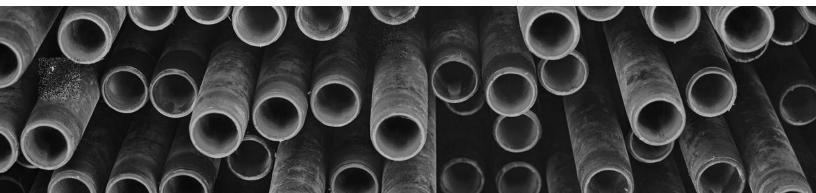
The Rising Phoenix JASPO Non-Op Drilling Opportunity has garnered substantial interest, and we invite you to join us on this exciting venture. Take the next step and explore this exceptional opportunity further. Together, let's embark on a journey that promises substantial rewards.

Sincerely,

Jace Graham

Jace Graham

CEO, Rising Phoenix Capital



Investor projected cash distributions and return on investment, for a total investment of \$3.0MM.

