

REG-S ACCREDITED INVESTOR QUESTIONNAIRE

INSTRUCTIONS: This Accredited Investor Questionnaire (this “**Questionnaire**”) is being provided to each individual or entity (each, a “**Purchaser**”) who intends to subscribe for Shares of Doradus Quantum Labs, Inc., a Colorado corporation (the “**Company**”). The purpose of this Questionnaire is to assure the Company that each Purchaser will meet the standards imposed by the laws and regulations of the Securities Act of 1933, as amended (the “**Securities Act**”), as the securities will not be registered either in any state or under the Securities Act. Securities will only be issued to Purchasers who qualify as “accredited investors” within the meaning of Rule 501 of Regulation D of the Securities Act.

Your answers will at all times be kept strictly confidential. However, by signing this Questionnaire, you agree that the Company may present this Questionnaire to such parties as it deems appropriate if called upon under the law to establish the availability of an exemption from registration of the issuance under the Securities Act or appropriate state laws.

Representation as to Investor Status. ***Please initial each category applicable to you.***

_____ (1) A natural person whose net worth, either individually or jointly with such person’s spouse, at the time of the undersigned’s purchase, exceeds \$1,000,000, provided that the undersigned shall not include the value of his or her primary residence as an asset, nor shall the undersigned include the value of any mortgage debt securing such residence. However, if the undersigned has mortgage debt that is in excess of the fair market value of his or her primary residence (also referred to as being “underwater”), and such excess mortgage debt is recourse debt, then the amount of such excess debt only shall be included as a liability when making the calculation in this Section (a)(1);

_____ (2) A natural person who had individual income in excess of \$200,000, or joint income with that person’s spouse in excess of \$300,000, in each of the last two calendar years and reasonably expects to have individual income reaching the same level in the current calendar year;

_____ (3) A savings and loan association or other institution as defined in Section 3(a)(5)(A) of the Securities Act of 1933, as amended, whether acting in its individual or fiduciary capacity;

_____ (4) A broker or dealer registered pursuant to Section 15 of the Securities Exchange Act of 1934, as amended;

_____ (5) A director or executive officer of the Company;

_____ **(6)** A plan established and maintained by a state, its political subdivisions, or any agency or instrumentality of a state or its political subdivisions, for the benefit of its employees, if such plan has total assets in excess of \$5,000,000;

_____ **(7)** An employee benefit plan within the meaning of Table I of the Employee Retirement Income Security Act of 1974, if the investment decision is made by a plan fiduciary, as defined in Section 3(21) of such act, which is a savings and loan association, or if the employee benefit plan has total assets in excess of \$5,000,000 or, if a self-directed plan, with investment decisions made solely by persons that are accredited investors;

_____ **(8)** A private business development company as defined in Section 202(a)(22) of the Investment Advisers Act of 1940, as amended;

_____ **(9)** A corporation, similar business trust, partnership, or an organization described in Section 501(c)(3) of the Internal Revenue Code, not formed for the specific purpose of acquiring the Shares, with total assets in excess of \$5,000,000;

_____ **(10)** A trust, with total assets in excess of \$5,000,000, not formed for the specific purpose of acquiring the Shares, whose purchase is directed by a sophisticated person who has such knowledge and experience in financial and business matters that such person is capable of evaluating the merits and risks of investing in the Company;

_____ **(11)** An entity in which all of the equity owners qualify under one or more of the above subparagraphs;

_____ **(12)** The undersigned does not qualify under any of the investor categories set forth in (1) through (11) above.

(b) Indicate the form of entity of the undersigned:

___ Individual

___ Limited Partnership

___ General Partnership

___ Corporation

___ Limited Liability Company

___ Revocable Trust

___ Other Type of Trust (indicate type of trust): _____

___ Other form of organization (indicate form of organization): _____

IN WITNESS WHEREOF, the undersigned has executed this Accredited Investor Questionnaire on the date set forth below.

Dated: _____

**FOR COMPLETION BY PURCHASERS WHO ARE NATURAL PERSONS:
(i.e., individuals)**

Purchaser's Name: _____
(print or type)

Purchaser's Signature: _____
(signature)

**FOR COMPLETION BY PURCHASERS WHO ARE NOT NATURAL PERSONS:
(i.e., corporations, partnerships, limited liability companies or other entities)**

Purchaser's Name: _____
(print or type)

By: _____
(signature of authorized representative)

Its: _____
(name and title of authorized representative)

Employee Identification Number:
