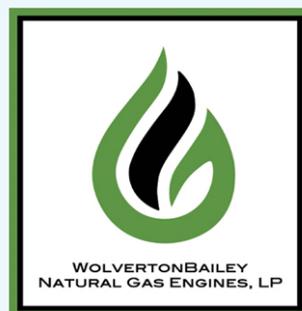


eBook

Let's Make A Billion Together: A GUIDE FOR OUR

CLUTCH PLAYERS

We're Using New Regulations Created Under The JOBS Act To Raise the Funds
We Need To Manufacture Our Engine and Make Our Fortune.
We Can't Do It Without You!!



CLUTCH PLAYER HANDBOOK: RULES & TOOLS

(For our CLUTCH shareholders, stakeholders, supporters, friends, and family)

Questions? Contact: Derek Bailey Ph. (202) 253-0043 Email: Dbailey@wolvertonbailey.com

Facebook business page: www.facebook.com/@pollutionfreeengines

Join the email list link: <http://eepurl.com/cTC1pL>

Friends,

I don't have to introduce myself because we are already friends or business partners, and you already know that Del and I have been working for 7-years to bring our Counterpoise engine to the world. You already know that we have been granted a Patent, and that we have been refining, testing and modeling our engine concept.

Now, it's NEXT-LEVEL time.

We've established WolvertonBailey Natural Gas Engines, LP to manage the development of engines, of all sizes, that are optimized to run on natural gas, and use our patented Counterpoise engine design. To fund the development of this Company, we are in the process of qualifying for a Tier 2 Regulation A+ registration, with the SEC, which will make WolvertonBailey Natural Gas Engines, LP a publicly traded company, and allow us to raise up to \$50,000,000, in a general Offering to accredited and non-accredited investors.

WE ARE DOING OUR OFFERING IN THREE PHASES:

- 1 a) Crowdfunding under SEC CF rules for \$1,070,000.00
 - b) Regulation D Offering for an UNLIMITED raise, and run concurrently
- 2) Tier 1 Regulation A+: we will expand the Offering to \$20 Million
- 3) Tier 2 Regulation A+: ticker symbol, over-the-counter listing, and expand Offering to \$50 Million

Phase 1 success is critical to overall success:

For Crowdfunding to work WE MUST BUILD A CROWD!!!!

**TO HAVE A SUCCESSFUL PHASE 1 OFFERING
WE WILL NEED EVERYONE TO JOIN US IN GETTING THE WORD OUT ABOUT
THE COMPANY AND OUR TECHNOLOGY.**

Getting to this level comes with new challenges and regulatory requirements that we must follow so that we don't impede our future ability to fundraise and grow.

Herein, you will find the basic rules we must follow, and approved tweets, Facebook postings, a tombstone ad, video, and comments that you can use to help us promote our Company and it's Offering without getting us into trouble with the SEC. Since all of our reputations and personal fortunes are connected, I know you will take these directives seriously, and will seek further guidance from me when necessary, or when the rules of potential actions might not be so clear.

FUNDRAISING GOAL AND PLAN

Our fundraising process will be broken into three phases:

1a) Regulation Crowdfunding – the raise is \$1,070,000.00 (We are doing this phase so that we can begin to engage our engine design partners, in work, while we continue the registration process with the SEC and FENRA to become fully reporting, which can take six to eight months, and will cost approximately \$120,000.00)

b) Regulation D Offering – the raise can be UNLIMITED (We have prepared Regulation D Offering Documents in the event larger investors become interested in investing at an early stage. Current rules allow us to run both types of Offerings concurrently or back-to-back. *Please refer potential wealthy investors directly to me.*)

2) Tier 1 Regulation A+: we will expand the Offering to \$20 Million. (Only requires a few additional compliance steps)

3) Tier 2 Regulation A+: ticker symbol, over-the-counter listing, and expand Offering to \$50 Million. (6-8 Months)

RULES TO LIVE BY DURING THE OPEN PERIOD OF OUR FUNDRAISING

Our first funding round is our Regulation CF Offering. These are the specific rules that pertain to communications and publicity rules prior to and during this phase. [Credit: Sara Hanks- CrowdCheck]

The idea behind crowdfunding is that the crowd — friends, family, and fans of a small business or startup company, even if they are not rich or experienced investors — can now invest in that company's securities. For a traditionally risk-averse area of law, that's a pretty revolutionary concept!

In order to make this leap, Congress wanted to ensure that all potential investors had access to the same information. The solution that Congress came up with in the JOBS Act was that there had to be one centralized place that an investor could access that information — the website of the funding portal or broker-dealer that hosts the crowdfunding Offering or a "funding platform."

This means (aside from some very limited exceptions that we'll describe below) most communications about the Offering can ONLY be delivered on the platform. This gives us the ability to control much of our message, and keeps us out of trouble.

So with that background in mind, I want to go through what you can and cannot say as far as communications prior to and during the Offering. Unfortunately, there are a lot of limitations. Securities law is a highly regulated area and is different from doing a Kickstarter Campaign. As the rules evolve, the Company will keep you informed.

We do understand that the restrictions are in many cases counter-intuitive and don't reflect the way people communicate these days. The problems derive from the wording of the statute as passed by Congress. The JOBS Act crowdfunding provisions are pretty stringent with respect to publicity; the SEC has "interpreted" those provisions as broadly as possible to give startups and small businesses more flexibility.

WHAT WE CAN SAY BEFORE WE LAUNCH OUR OFFERING

Before the point at which we file our Form C with the SEC, we can't make any "offers" of securities, either publicly or privately. Remember that the SEC interprets the term "offer" very broadly. Please, no meetings with potential investors, or giving out any information on forums which offer "sneak peeks" or "first looks" at our Offering. (This does not include our current shareholders – *you own the company*) No public announcements about the Offering and especially no discussions at a conference about our intentions to do a crowdfunding round. Any communication made prior to filing the Form C may be construed as an unregistered offer of securities made in violation of Section 5 of the Securities Act — a "Bad Act" that will prevent us from being able to use Regulation CF, Rule 506, or Regulation A in the future.

Our Form C has been submitted to our broker for filing with the SEC upon final approval. Prior to the broker's public filing of that form, we are limited to communications that don't mention the Offering at ALL (regardless of whether you mention any specific terms of the Offering), and that don't "condition the market" for the Offering. "Conditioning the

market” is any activity that raises public interest in your company, and could include suddenly heightened levels of advertising, although regular product and service information or advertising (see discussion below) is ok. This means no “coming soon” and no hints or winks. (WE WILL BE BEYOND THIS POINT VERY QUICKLY. AND DURING THIS PERIOD YOU CAN TALK TO PEOPLE WHO ARE FRIENDS – NOT FACEBOOK FRIENDS – REAL FRIENDS. Normal advertising of our company is permitted, within limits, and management will handle all Company advertising. *You may have noticed that we have already begun to increase our presence on social media.*

Genuine conversations with friends or family about what we are planning to do and getting their help and input on our Offering and how to structure it, are ok, even if those people invest later. You cannot be pitching to them as investors though. Not yet. But once we receive notification of the filing acceptance we are all good to go to ask people to go to our web-portal and invest. (The KEY to remember here is that potential investors MUST find the TERMS and INFORMATION on our Campaign site, and NOT get those TERMS or Investment information from YOU.)

For example, you can say “We have an Offering going, you can find the terms and information at (www.wbi-nge.com) - I’ve invested or I’m a WolvertonBailey shareholder, (if that’s a true statement), if you invest after reviewing the offer, please let me know.”

WHAT YOU CAN SAY AFTER WE TELL YOU OUR FORM C IS PROPERLY FILED

After we launch our Offering by filing our Form C with the SEC, there are only two types of communication permitted outside the platform (again, the platform is our online site for the Crowdfunding: StartEngine.):

- Communications that don’t mention the “terms of the Offering”; and
- Communications that just contain “tombstone” information.

We are calling these “non-terms” communications, although you can also think of them as “soft” communications. “Terms” in this context means the following, and are not allowed to be discussed:

- The amount of securities offered;
- The nature of the securities (i.e., whether they are debt or equity, common or preferred, etc.);
- The price of the securities; and
- The closing date of the Offering period.

There are two types of communication that fall into the non-terms category and CAN be discussed.

FIRST are regular communications and advertising. During our Reg. CF Offering, we can continue to run our business as normal and there is nothing wrong with creating press releases, advertisements, newsletters and other publicity to help grow our business. If these communications don’t mention any terms of the Offering, they are permitted. Once we’ve filed Form C, we don’t need to worry about “conditioning the market” but we must still stick to genuine business advertising. Typical business advertising would not mention financial performance, getting rich, or anything of this type.

SECOND, and more interestingly, Offering-related communications that don’t mention the terms of the Offering are permitted. You can talk about the Offering as long as you don’t mention the TERMS of the Offering. Yes, I realize that sounds weird but it’s the way the statute (the JOBS Act) was drafted. Rather than restricting the discussion of the “Offering” (which is what traditional securities lawyers would have expected) the statute restricts discussion of “terms,” and the SEC defined “terms” to mean only those four things discussed above. This means we can make any kind of communication or advertising in which we say we are doing an Offering, and include all sorts of soft information about the company’s mission statement, what it will use the money for, and how we think Derek, Del, Shel and the Team are fantastic people. But you wouldn’t discuss WHAT we are Offering. For example, you can’t tell people they can buy for \$20 per Unit. That would be a “term” and they have to learn that on the crowdfunding site. You can say “man, I’m all over this Offering from WolvertonBailey you have to check-out their Offering”

You can link your tweets, or Facebook post to OUR platform’s website ONLY- not to news articles or anything else that would help promote the Offering.

Whether you are identifying a “term” of the Offering can be pretty tricky. Avoid hints as to what we are Offering, and just drive interested people / investors to OUR crowdfunding site to find out more.

Even though non-terms communications can effectively include any information (other than terms) that you like, keep in mind they are subject, like all communications, to the securities antifraud rules. And since you are helping us, you are linked to us, so what you say means, technically, that we are saying it! So please, do not make statements or promises that are not authorized by us or not included in this document.

TOMBSTONE COMMUNICATIONS

A tombstone is really what it sounds like — just the facts — and a very limited set of facts at that. You should think of these communications as “hard” factual information.

An important point with respect to tombstone notices is that while content is severely limited, medium is not. Thus, notices containing tombstone information can be posted on social media, published in newspapers, broadcast on TV, slotted into Google Ads, etc. Craft breweries could publish notices on their beer coasters, and donut shops could have specially printed napkins.

To be clear: if you provide Tombstone information (terms information) then don't talk about the company's prospects in the same communication. It's either – only the facts, or only your opinion of the Company.

WHAT CONSTITUTES A “NOTICE”

When big things happen at the Company, and we let people know, it's a “Notice”. Our Tombstone Ad would be an example of a Notice that we are having an Offering.

It is important to note that (until we hear otherwise from the SEC) the “notice” is supposed to be a standalone communication. It can't be attached to or embedded in other communications. That means you cannot include it on your website (as all the information on your website will probably be deemed to be part of the “notice” and it will likely fail the tombstone rule) and you cannot include it in announcements about new products — again, it will fail the tombstone rule.

We have listed some examples of permissible communications in Exhibit A.

WEBSITES

Our website is www.WBI-NGE.com

You may send interested parties to our website to learn more about the Company. You will note that even on our Website, we do not talk about the TERMS of the Offering – It's not even allowed on our own Website. On the Website is an “Invest now” button, which will take viewers to our 'Offering page'.

Under the SEC's current interpretations as we understand them, having the “invest now” button on our website with a link to our Start Engine Crowdfunding platform is fine.

SOCIAL MEDIA

As we mention above, the medium of communication is not limited at all, even for tombstone communications. We can use social media to draw attention to our Offerings as soon as we file the Form C with the SEC. Social media posts are subject to the same restrictions as any other communications: either say great things about the Company and don't mention the Offering terms AT ALL, or simply post the tombstone ad we have created for you to use.

EMAILS

“Blast” emails that go out to everyone on your mailing list are subject to the same rules as social media: either don’t mention the Offering terms at all or paste the tombstone information. Personalized emails to people you KNOW will probably not be deemed to be advertising the terms of the Offering, so you can send them. You should be careful you don’t give your friends any more information than is on our crowdfunding site — remember the rule about giving everyone access to the same information. Keep insider information that you may know to yourself. Updates and communications to alert investors that important information is available must be delivered on the platform.

Official Notices and Updates MUST come from our crowdfunding portal. You can use communications that don’t mention the terms of the offering, to drive readers to our crowdfunding site to learn about updates (i.e. hey, the company posted some updates... go check them out). Remember, the goal is to not get caught giving information to people that EVERYONE does not have. Once posted to the Crowdfunding site, everyone has equal access to information.

Updates that include information as to the progress of the Offering are permitted as “non-terms” communications, but please be careful about wording. “We have raised 25% of our target on Start Engine” is ok, but, “We have raised 25% of our \$1 million target” is NOT.

PRESS RELEASES

Press releases are permitted, and the Company will provide you authorized releases for your use.

WHAT ABOUT SIDE BY SIDE COMMUNICATIONS?

You may be wondering whether you could send a non-terms Tweet and follow it immediately with a tombstone Tweet. While the rules don’t address this yet, there is the possibility that if you tried to put a non-terms advertisement right next to a tombstone advertisement in print media or online, the SEC may view them collectively as one single (non-complying) “notice”. It is unclear how much time or space would need to separate communications to avoid this problem, or even whether it is a problem, but let’s make it OUR rule for now to leave an HOUR between non-term and tombstones communications.

“CAN I STILL TALK TO MY FRIENDS?”

Yes, you can still talk to your friends face to face, by phone or text (again, we are talking real friends, not people you only know from Facebook) and you can even tell them that we are planning a crowdfunding Offering, even before we file with the SEC. You aren’t even limited to the tombstone information. After we’ve launched the Offering, you can ask your friends to help spread the word (that’s the point of social media) but please do not pay them (not even in beer or donuts) because that would make them paid “stock touts.” Don’t ask them to make favorable comments on the platform’s chat board either, unless they say on the chat board that they are doing so because you asked them to. If they are journalists, don’t ask them to write a favorable piece about our Offering. If they do that’s their business, but if we ask them, and the print the terms of the Offering, it might be a violation. (whatever the press discovers on its own and prints is OK, that’s what they do.)

“WHAT IF PEOPLE EMAIL ME PERSONALLY WITH QUESTIONS?”

Best practice would be to respond “That’s a great question, Freddie. The Company has answered it here on the Crowdfunding site [give them a link]”. Remember the Congressional intent of having all investors have access to the same information. If there are questions that are NOT addressed on the crowdfunding site please let us know, so that we can get that information posted ASAP.

LINKS

As we’ve seen from the discussion above, you can’t link from a communication that does comply with the rule you are trying to comply with to something that doesn’t. For example, you can’t link from a Tweet that doesn’t mention the Offering terms to another article that does, and you can’t link from our tombstone Ad to anything other than OUR crowdfunding website.

EMOTICONS

PLEASE DO NOT USE THEM IF YOU ARE COMMUNICATING ABOUT OUR OFFERING

AFTER THE OFFERING

These limitations only last until the Offering is closed on October 30, 2017. Once that happens you are free to speak freely again, as long as you don't make any misleading statements.

THANKS FOR YOUR SUPPORT – WE CANNOT BE SUCCESSFUL WITHOUT YOUR HELP!!!

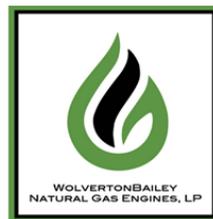
TEMPLATES YOU CAN SHARE

WolvertonBailey Natural Gas Engines, LP Tombstones: (A Terms Communication)

This announcement appears as a matter of record only

CF Offering

August 2017



\$1,070,000

WolvertonBailey Natural Gas Engines, LP

We are selling Partnership Units in our company at \$10 per Unit. The minimum raise amount is \$10,000 and the maximum amount is \$1,070,000. The offering will remain open until September 30, 2017.

WolvertonBailey Natural Gas Engines, LP is a technology company incorporated in Nevada in April 2017. We have been granted a global license from WolvertonBailey Innovations, Inc. to develop natural gas engines based on the Counterpoise Bi-Radial engine design patented by WolvertonBailey in July, 2015.

For additional information please visit:
[\[we will send the link name by email when active\]](#).

This offering is being made pursuant to Section 4(a)(6) of the Securities Act.

This graphic and the details may change. You will receive updates if we have your email.

You will receive the actual files in your email. Note the PDF has interactive links, so viewers will be able to link to the Campaign page with a simple click. We will email you the LINK NAME when the Campaign goes live.

TOMBSTONE TEXT YOU MAY USE IN EMAILS / POSTS:

We are selling Partnership Units in our company at \$20 per Unit. The minimum raise amount is \$10,000 and the maximum amount is \$1,070,000. The Offering will remain open until October 30, 2017.

WolvertonBailey Natural Gas Engines, LP is a technology company incorporated in Nevada in April 2017. We have been granted a global license from WolvertonBailey Innovations, Inc. to develop natural gas engines based on the Counterpoise Bi-Radial engine design patented by WolvertonBailey in July, 2015.

For additional information please visit:

[we will send the link name by email when active].

TEMPLATES & SOCIAL MEDIA SUPPORT

PLEASE POST ABOUT US ON SOCIAL MEDIA TO FRIENDS, FAMILY AND POTENTIAL SUPPORTERS:

ASK THEM TO LIKE OUR FACEBOOK PAGE: WWW.FACEBOOK.COM/@POLLUTIONFREEENGINES

ASK THEM TO FOLLOW ME ON INSTAGRAM: derekwbailey

ASK THEM TO USE AS MANY OF THESE HASHTAGS AS THEY CAN WHEN POSTING ABOUT US:

[#makeamericangreenagain](#) [#godsinnovators](#) [#christianinnovators](#) [#trump](#) [#parisagreement](#) [#tech](#) [#technology](#) [#scientists](#) [#science](#) [#planet](#) [#parisaccord](#) [#globalwarming](#) [#news](#) [#change](#) [#world](#) [#parisclimate](#) [#donaldtrump](#) [#president](#) [#trumpclimate](#) [#breakingnews](#) [#bbcnews](#) [#foxnews](#) [#fox](#) [#today](#) [@realdonaldtrump](#) [#4change](#) [#bp](#) [#cleantech](#) [#climate](#) [#climatechange](#) [#climateaction](#) [#earthtweet](#) [#eco](#) [#FollowFriday](#) [#energy](#) [#cleanenergy](#) [#environment](#) [#econews](#) [#green](#) [#greenbiz](#) [#renewableenergy](#) [#sustainable](#) [#thinkgreen](#) [#usa](#) [#india](#) [#china](#) [#germany](#) [#france](#) [#japan](#) [#uk](#) [# Europe](#) [#hongkong](#) [#southafrica](#) [#africa](#) [#latinamerica](#) (and other hashtags you think will bring attention to us)

SAMPLE POSTS – “NON-TERMS”

WolvertonBailey Natural Gas Engines, LP: Sample “non-terms” communications for Email or Social Media Post (You can take a little more liberty in making changes to non-term communications, just keep it personal and don’t mention terms – everyone must get the terms on the Campaign page.)

POST SAMPLE 1

WolvertonBailey Natural Gas Engines, LP is doing a SEC CF Offering! We are going to use the proceeds of our Offering to build a NON-POLLUTING Class 7 Truck Engine that will knock the biggest truck engine maker in the world on its ass, to show that our invention is the biggest technology leap in 140 years. Do we have to tell you what happens when our engine beats the biggest firm in the world? Let’s just say, we think we are poised for tremendous growth. Unless you are already rich (i.e. an accredited investor), this is your chance to do what just a year ago you could not do – invest in a high-tech startup. Invest in us TODAY, while you still can, and help David beat Goliath, again! [LINK TO PLATFORM]. (This for after you receive notice the offering is live)

POST SAMPLE 2

My very good friend launched an exciting new startup called WolvertonBailey Natural Gas Engines, LP, and they are doing a crowdfunding Offering! Please check out their Offering, as a favor to me.

They are going to use the proceeds of the Offering to build a NON-POLLUTING Class 7 Truck Engine that will knock the biggest truck engine maker in the world on its ass, to show that their invention is the biggest leap in engine technology in 140 years. This project could have a huge impact on climate change, which is explained on their Campaign page. I think they are poised for tremendous success. This is your chance to support the environment and small business innovation at the same time - Invest in them TODAY, while you still can, and help Make America A Climate Change Leader Without Regulation! [LINK TO PLATFORM].

POST SAMPLE 3

My friend [name] launched an exciting new startup called WolvertonBailey Natural Gas Engines, LP, and they are doing a crowdfunding Offering! Please check out their Offering, as a favor to me.

I think they are poised for tremendous success. They are going to use the proceeds of the Offering to build a NON-POLLUTING Class 7 Truck Engine that will knock the biggest truck engine maker in the world on its ass, to show that their invention is the biggest leap in engine technology in 140 years. This project could have a huge impact on climate change, which is explained on their Campaign page. This is your chance to support the environment and small business innovation at the same time - Invest in them TODAY, while you still can! [LINK TO PLATFORM].

POST SAMPLE 4

Breathe the “clean-air”! WolvertonBailey Natural Gas Engines is doing a crowdfunding Offering on Startengine.com to raise funds to build a, NON-POLLUTING, Class 7 Truck Engine (that’s those big engines with the black smoke spewing out, you see every day) that will knock the biggest truck engine maker in the world on its ass, proving their invention is the biggest leap in engine technology in 140 years. Be a part of history. Small investors have been screwed out of these types of technology deals for years. This is your chance to ‘Join the Rich’ and buy securities in a business that has the global license to a newly patented engine that could exceed the EPA’s 10-year goal for big engines, right now, and have a huge impact on climate change. Check out the Campaign - [LINK TO PLATFORM].

SHORT POST SAMPLES (WE WILL EMAIL YOU THE LINKS WHEN ACTIVE)

- o WBI-NGE has launched its Crowdfunding Campaign, click here to find out more.
- o Interested in investing in Clean-air technology? Click here.
- o Thanks to Regulation CF, now everyone can own a stake in our zero-pollution engine. Click to find out more.

EASY WAYS TO SHARE OUR INFORMATION

- Retweet #Cleanengineman on Twitter
- Share post on www.facebook.com/@pollutionfreeengines
- Follow: DerekBailey on facebook.com, and share all my significant post and videos
- Like: Wolvertonbailey Natural Gas Partners on Facebook.com and repost /share video, post and information.

REMEMBER WE CAN TAKE INVESTMENTS FROM SOPHISTICATED “ACCREDITED INVESTORS” AT ANY TIME. THE CF OFFERING GIVES NON-ACCREDITED INVESTORS WHO ARE NOT FRIENDS OR FAMILY AN OPPORTUNITY TO INVEST.

CLUTCH PLAYER 40-DAY ACTION PLAN:

CROWD GOAL: A CROWD OF AT LEAST 5000

In the form of:

#1. Emails (the most important). We have 250 we need 2500 or more!

#2. Social Followers (Facebook, Instagram, twitter, etc). We have 820 we need 5000+

#3. Like on our FB Business Fan Page: @pollutionfreeengines We have 175 we need 2500

#4. Your Investor Interest list (List of people you have spoken to about investing in our company) 700 total

We have 180 Shareholders: **20%** of people do **80%** of the work = 36 Active supporters (**We need 100+**)

We have 820 Followers: **5% care** enough to help = 41 Supporters from the Crowd.

Total Team: 77 Supporters

77 to 80 of Us Will Do The Work To Get This Offering Jumpstarted,
and carry us to a future where we own the hottest industrial technology in 100 years.
(Please, let me know who you are by email: dbailey@wolvertonbailey.com)

Form	Needed to reach goal	Divided by each of us	Our personal targets	Success per day
Emails	2250	/ 77	29	1
Social Followers	4180	/ 77	54	2
Likes on Biz page	2325	/ 77	30	1
Investor List	924	/ 77	12	1 every 3 days

If we get the \$1,070,000 we start the engine **manufacturing** development, and fund the legal and accounting for the \$20 Million limit increase, which will continue the process to the \$50 million public listing.

WE CAN DO THIS WORK. WE ARE CLUTCH PLAYERS

It's very important that raise at minimum of 30% of our Offering amount on the opening day. This creates momentum and raises the interest level of Regulation D Investors.

SOCIAL MEDIA WIDGETS TO HELP YOU SUCCEED

(IF YOU HAVE IDEAS WE CAN USE, PLEASE SHARE THEM WITH ME)

Below is a link to an email capture widget: The viewer is offered an ebook: The Multi-Billion Dollar Engine: Why the experts are so excited. Simply, include this link in any email or in any posted link and the user will have to provide his email address in order to download the ebook:

<https://gleam.io/XowHl/the-new-multibillion-dollar-ic-engine-why-the-experts-are-so-excited>

The campaign will also offer the option to Like our Facebook page, so you can get two for one.

This link is a contest people can enter to Win 'Make American Green Again T-Shirts.

<https://gleam.io/fb/mV6SX>

[Company Press Release](#)