

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM C-AR

UNDER THE SECURITIES ACT OF 1933

(Mark one.)

- Form C: Offering Statement
- Form C-U: Progress Update
- Form C/A: Amendment to Offering Statement
 - Check box if Amendment is material and investors must reconfirm within five business days.
- Form C-AR: Annual Report
- Form C-AR/A: Amendment to Annual Report
- Form C-TR: Termination of Reporting

Name of issuer

DCDT, LLC

Legal status of issuer

Form
LLC

Jurisdiction of Incorporation/Organization
Texas

Date of organization
April 06, 2016

Physical address of issuer

3317 El Salido Parkway, Ceder Park, TX 78613

Website of issuer

<https://www.optelos.com>

Current number of employees

10

	Most recent fiscal year-end	Prior fiscal year-end
Total Assets	\$1,090,575	\$577,587
Cash & Cash Equivalents	\$650,689	\$452,062
Accounts Receivable	\$169,247	\$112,2519
Short-term Debt	\$273,747	\$392,612
Long-term Debt	\$906,062	\$176,772
Revenues/Sales	\$1,711,222	\$593,434
Cost of Goods Sold	\$710,050	\$190,465
Taxes Paid	\$0	\$0
Net Income (Loss)	\$(345,324)	\$(245,913)

EXHIBITS

EXHIBIT A: Annual Report

EXHIBIT B: Financials

EXHIBIT A
OFFERING MEMORANDUM PART II OF OFFERING STATEMENT
(EXHIBIT A TO FORM C-AR)

April 27, 2022

DCDT, LLC



This disclosure document contains forward-looking statements and information relating to, among other things, the Company, its business plan and strategy, and its industry. These forward-looking statements are based on the beliefs of, assumptions made by, and information currently available to the Company's management. When used in this disclosure document and the Company Offering materials, the words "estimate", "project", "believe", "anticipate", "intend", "expect", and similar expressions are intended to identify forward-looking statements. These statements reflect management's current views with respect to future events and are subject to risks and uncertainties that could cause the Company's action results to differ materially from those contained in the forward-looking statements. Investors are cautioned not to place undue reliance on these forward-looking statements to reflect events or circumstances after such state or to reflect the occurrence of unanticipated events.

SUMMARY

The Business

The following summary is qualified in its entirety by more detailed information that may appear elsewhere in this Form C-AR and the Exhibits hereto. Each reader is urged to read this Form C-AR and the Exhibits hereto in their entirety.

DCDT, LLC ("the Company") is a Texas limited liability company, formed on April 06, 2016.

The Company is located at 3317 El Salido Parkway, Cedar Park, TX 78613.

The Company's website is <https://www.optelos.com>.

RISK FACTORS

The SEC requires the Company to identify risks that are specific to its business and its financial condition. The Company is still subject to all the same risks that all companies in its business, and all companies in the economy, are exposed. These include risks relating to economic downturns, political and economic events, and technological developments (such as hacking and the ability to prevent hacking). Additionally, early-stage companies are inherently more risky than more developed companies. You should consider general risks as well as specific risks when deciding whether to invest.

Risks Related to the Company's Business and Industry

The Company may be unable to maintain, promote, and grow its brand through marketing and communications strategies. It may prove difficult for the Company to dramatically increase the number of customers that it serves or to establish itself as a well-known brand. Additionally, the product may be in a market where customers will not have brand loyalty.

Failure to obtain new clients or renew client contracts on favorable terms could adversely affect results of operations. The Company may face pricing pressure in obtaining and retaining their clients. Their clients may be able to seek price reductions from them when they renew a contract, when a contract is extended, or when the client's business has significant volume changes. Their clients may also reduce services if they decide to move services in-house. On some occasions, pricing pressure results in lower revenue from a client than the Company had anticipated based on their previous agreement with that client. This reduction in revenue could result in an adverse effect on their business and results of operations.

Further, failure to renew client contracts on favorable terms could adversely affect the Company's business. The Company's contracts with clients generally run for several years and include liquidated damage provisions that provide for early termination fees. Terms are generally renegotiated prior to the end of a contract's term. If they are not successful in achieving a high rate of contract renewals on favorable terms, their business and results of operations could be adversely affected.

The development and commercialization of the Company's products and services are highly competitive. It faces competition with respect to any products and services that it may seek to develop or commercialize in the future. Its competitors include major companies worldwide. The market is an emerging industry where new competitors are entering the market frequently. Many of the Company's competitors have significantly greater financial, technical and human resources and may have superior expertise in research and development and marketing approved services and thus may be better equipped than the Company to develop and commercialize services. These competitors also compete with the Company in recruiting and retaining qualified personnel and acquiring technologies. Smaller or early stage companies may also prove to be significant competitors, particularly through collaborative arrangements with large and established companies. Accordingly, the Company's competitors may commercialize products more rapidly or effectively than the Company is able to, which would adversely affect its competitive position, the likelihood that its services will achieve initial market acceptance and its ability to generate meaningful additional revenues from its products and services.

Evolving government regulations may require increased costs or adversely affect the Company's results of operations. In a regulatory climate that is uncertain, the Company's operations may be subject to direct and indirect adoption, expansion, or reinterpretation of various laws and regulations. Compliance with these future laws and regulations may require the Company to change its practices at an undeterminable and possibly significant initial monetary and annual expense. These additional monetary expenditures may increase future overhead, which could have a material adverse effect on its results of operations. Additionally, the introduction of new services may require the Company to comply with additional, yet undetermined, laws and regulations. Compliance may require obtaining appropriate state medical board licenses or certificates, increasing security measures and expending additional resources to monitor developments in applicable rules and ensure compliance. The failure to adequately comply with these future laws and regulations may delay or possibly prevent some of the products or services from being offered to Clients and Members, which could have a material adverse effect on the business, financial condition and results of operations.

The Company's business could be negatively impacted by cybersecurity threats, attacks, and other disruptions. Like others in its industry, the Company continues to face advanced and persistent attacks on its information infrastructure where it manages and stores various proprietary information and sensitive/confidential data relating to its operations. These attacks may include sophisticated malware (viruses, worms, and other malicious software programs) and phishing emails that attack its products or otherwise exploit any security vulnerabilities. These intrusions sometimes may be zero-day malware that are difficult to identify because they are not included in the signature set of commercially available antivirus scanning programs. Experienced computer programmers and hackers may be able to penetrate the Company's network security and misappropriate or compromise its confidential information or that of its customers or other third-parties, create system disruptions, or cause shutdowns. Additionally, sophisticated software and applications that the Company produces or procure from third parties may contain defects in design or manufacture, including "bugs" and other problems that could unexpectedly interfere with the operation of the information infrastructure. A disruption, infiltration or failure of the Company's information infrastructure systems or any of its data centers as a result of software or hardware malfunctions, computer viruses, cyber attacks, employee theft or misuse, power disruptions, natural disasters or accidents could cause breaches of data security, loss of critical data and performance delays, which in turn could adversely affect the business.

The Company may face challenges maintaining, promoting, and growing its brand through marketing and communications strategies. It may prove difficult for the Company to dramatically increase the number of

customers that it serves or to establish itself as a well-known brand in the competitive industrial data space. Additionally, the product may be in a market where customers will not have brand loyalty.

The Company's expenses will significantly increase as they seek to execute their current business model. Although the Company estimates that it has enough runway for approximately 8 months, they will be ramping up cash burn to promote revenue growth, further develop R&D, and fund other Company operations after the raise. Doing so could require significant effort and expense or may not be feasible.

The Company projects aggressive growth. If these assumptions are wrong and the projections regarding market penetration are too aggressive, then the financial forecast may overstate the Company's overall viability. In addition, the forward-looking statements are only predictions. The Company has based these forward-looking statements largely on its current expectations and projections about future events and financial trends that it believes may affect its business, financial condition and results of operations. Forward-looking statements involve known and unknown risks, uncertainties and other important factors that may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements.

The reviewing CPA has included a "going concern" note in the reviewed financials. The accompanying consolidated financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the recoverability of assets and the satisfaction of liabilities in the normal course of business. The Company has incurred significant losses from inception which, among other factors, raises substantial doubt about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent upon management's plans to raise additional capital from the issuance of debt or the sale of stock, its ability to commence profitable sales of its flagship product, and its ability to generate positive operational cash flow. The accompanying financial statements do not include any adjustments that might be required should the Company be unable to continue as a going concern.

The Company has not prepared any audited financial statements. Therefore, investors have no audited financial information regarding the Company's capitalization or assets or liabilities on which to make investment decisions. If investors feel the information provided is insufficient, then they should not invest in the Company.

The company currently has approximately \$150,000 in secured debt. During May 2020, the Company entered into a loan agreement with the US Small Business Administration for a total amount of \$150,000 with an interest rate of 3.75% and maturity date of 30 years from the date of the agreement where payments shall begin 12 months from the date of the agreement. The company started payments in June 2021 and the current loan balance is \$149,783. This may require the Company to dedicate a substantial portion of its cash flow from operations or the capital raise to pay principal of, and interest on, indebtedness, thereby reducing the availability of cash flow to fund working capital, capital expenditures, or other general corporate purposes, or to carry out other business strategies. In addition, the terms of the Loan clarify that upon any event of default, the Lender may declare all or any portion of the Loan to be immediately due and payable. The Collateral in which this security interest is granted includes the following property that Borrower now owns or shall acquire or create immediately upon the acquisition or creation thereof: all tangible and intangible personal property, including, but not limited to: (a) inventory, (b) equipment, (c) instruments, including promissory notes (d) chattel paper, including tangible chattel paper and electronic chattel paper, (e) documents, (f) letter of credit rights, (g) accounts, including health-care insurance receivables and credit card receivables, (h) deposit accounts, (i) commercial tort claims, (j) general intangibles, including payment intangibles and software and (k) as-extracted collateral as such terms may from time to time be defined in the Uniform Commercial Code. The security interest Borrower grants includes all accessions, attachments, accessories, parts, supplies and replacements for the Collateral, all products, proceeds and collections thereof and all records and data relating thereto. One of the Events of Default, as defined in that agreement is a general inability to pay its debts.

The outbreak of the novel coronavirus, COVID-19, has adversely impacted global commercial activity and contributed to significant declines and volatility in financial markets. The coronavirus pandemic and government responses are creating disruption in global supply chains and adversely impacting many industries. The outbreak could have a continued material adverse impact on economic and market conditions and trigger a period of global economic slowdown. The rapid development and fluidity of this situation precludes any prediction as to the ultimate material adverse impact of the novel coronavirus. Nevertheless, the novel coronavirus presents material uncertainty and risk with respect to the Funds, their performance, and their financial results.

BUSINESS

Description of the Business

DCDT, LLC, d.b.a. Optelos, is a software-as-a-service company that helps industrial and enterprise companies organize, inspect, analyze and act on digital asset information at scale. Optelos helps provide data analysis and actionable insights for asset inspection and can deploy at scale.

Business Plan

Problem:

Asset inspections represent a significant cost for most industrial enterprises and enterprises are actively seeking ways to modernize asset inspection and data management to provide actionable insights. Inspecting, evaluating and auditing involves people, often in dangerous places. Drones, robotics, and advanced computer vision have largely replaced field inspectors.

This results in dramatically more content, especially video and images! Unstructured content and images are delivered to a centralized asset inspector – who rapidly became the bottleneck without efficient ways to process all of that information.

Solution:

Optelos' solution is to transform the high volume of unstructured images and meta-data into an information model married with reality modeling and automation to dramatically increase throughput and quality. It takes a bit of engineering, a bit of IT system know-how and the application of AI to lift productivity, throughput, and quality of asset inspection and insights. Optelos is enabling digital transformation of what has been an intractable problem. Our flagship offering, Enterprise Asset Advisor is one of the first products to offer an integrated solution.

Leveraging patented digital-twin IP to create a fully searchable and shareable digital asset repository of a physical asset. Optelos correlates telemetry, time, and other digital markers from images and videos to create this repository. Optelos combines data analysis with intuitive workflows to view multiple, selectable visualizations, in-process AI and enterprise system interoperability to deliver enterprise solutions – all at scale!

Litigation

None

DIRECTORS, OFFICERS, AND MANAGERS

The directors, officers, and managers of the Company are listed below along with all positions and offices held at the Company and their principal occupations and employment responsibilities for the past three (3) years.

Name	Positions and Offices Held at the Company	Principal Occupation and Employment Responsibilities for the Last Three (3) Years
David Tran	Chief Executive Officer, Founder & Chief Technical Officer	Responsible for leading Optelos' business strategy, technology and development as well as overall management
David Collmann	Founder & Chief Financial Officer	Responsible for leading Optelos' financing strategy and industry outreach

CAPITALIZATION AND OWNERSHIP

Capitalization

The Company has issued the following outstanding Securities:

Type of security	Amount outstanding	Voting rights	AntiDilution Rights	How this security may limit, dilute, or qualify the Securities issues pursuant to this Offering	Percentage ownership of the Company by the holders of such securities prior to the Offering	Other material terms
Common Membership Units	14,565.22	YES	N/A	N/A	100%	N/A
Convertible Note	928,609	Yes, when converted	N/A	N/A	N/A	N/A

The Company has the following debt outstanding:

During May 2020, the Company entered into a loan agreement with the US Small Business Administration for a total amount of \$150,000 with an interest rate of 3.75% and maturity date of 30 years from the date of the agreement where payments shall begin 12 months from the date of the agreement. The Companies' current loan balance is \$149,783.

During June 2020, the Company entered into a convertible note agreement in the amount of \$100,000 with an interest rate of 6% per annum and a maturity date within 12 months.

During 2021, the Company recognized an interest expense of \$13,948.

Ownership

A majority of the Company is owned by one individual and one entity. That individual is David Tran and that entity is LDDF, Inc.

Below are the beneficial owners of 20% percent or more of the Company's outstanding voting membership units, calculated on the basis of voting power, listed along with the amount they own.

Name	Number and type/class of security held	Percentage ownership
David Tran	4,734.729 Membership Units	32.51%
LDDF, Inc.	3,744.505 Membership Units	25.71%

FINANCIAL INFORMATION

Please see the financial information listed on the cover page of this Form C-AR and attached hereto in addition to the following information. Financial statements are attached hereto as Exhibit B.

Operations

DCDT, LLC (“the Company”) is a limited liability company organized on April 6, 2016 under the laws of the State of Texas, and is headquartered in Cedar Park, Texas. The Company provides SaaS solutions for enterprise asset management.

Liquidity and Capital Resources

The company has approximately \$650,689 in cash on hand as of December 31, 2021.

Capital Expenditures and Other Obligations

The Company does not intend to make any material capital expenditures in the future.

The Company currently does not have any additional outside sources of capital other than the proceeds from the Combined Offerings.

Trends and Uncertainties

After reviewing the above discussion of the steps the Company intends to take, the reader should consider whether achievement of each step within the estimated time frame is realistic in their judgment. The reader should also assess the consequences to the Company of any delays in taking these steps and whether the Company will need additional financing to accomplish them.

The financial statements are an important part of this Form C-AR and should be reviewed in their entirety. The financial statements of the Company are attached hereto as Exhibit B.

Previous Offerings of Securities

We have made the following issuances of securities within the last three years:

Previous Offering	Date of Previous Offering	Offering Exemption Relied Upon	Type of Securities Offered	Amount of Securities Sold	Use of Proceeds of the Previous Offering
Pre-Seed	2018	Reg D 506(b)	Convertible Note	\$250,000	Funding continuing operations (converted)
Seed	2021	Reg CF	Convertible Note	\$828,609.26	Continuing company operations

Related Person Transactions

From time to time the Company may engage in transactions with related persons. Related persons are defined as any manager, director, or officer of the Company; any person who is the beneficial owner of 10 percent or more of the Company’s outstanding voting equity securities, calculated on the basis of voting power; any promoter of the Company; any immediate family member of any of the foregoing persons or an entity controlled by any such person or persons.

Conflicts of Interest

The Company has engaged in the following transactions or relationships, which may give rise to a conflict of interest with the Company, its operations and its security holders: None.

Bad Actor Disclosure

None.

SIGNATURE

Pursuant to the requirements of Sections 4(a)(6) and 4A of the Securities Act of 1933 and Regulation Crowdfunding (§ 227.100 et seq.), the issuer certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form C and has duly caused this Form to be signed on its behalf by the duly authorized undersigned.

/s/David Tran

(Signature)

David Tran

(Name)

Founder, CEO, CTO

(Title)

Pursuant to the requirements of Sections 4(a)(6) and 4A of the Securities Act of 1933 and Regulation Crowdfunding (§ 227.100 et seq.), this Form C has been signed by the following persons in the capacities and on the dates indicated.

/s/David Tran

(Signature)

David Tran

(Name)

Founder, CEO, CTO

(Title)

04/27/2022

(Date)

/s/David Collmann

(Signature)

David Collmann

(Name)

Founder & CFO

(Title)

04/27/2022

(Date)

Instructions.

1. The form shall be signed by the issuer, its principal executive officer or officers, its principal financial officer, its controller or principal accounting officer and at least a majority of the board of directors or persons performing similar functions.

2. The name of each person signing the form shall be typed or printed beneath the signature.

Intentional misstatements or omissions of facts constitute federal criminal violations. See 18 U.S.C. 1001.

EXHIBIT B: Financials



DCDT, LLC DBA OPTTELOS

A TEXAS LIMITED LIABILITY COMPANY

Financial Statements (unaudited, company certified)

December 31, 2021

The financial statements provided herein are company certified to be true and complete in all material aspects.



By: David Collmann

Name: David Collmann

Title: CFO

April 30, 2022

Balance Sheet
As of December 31, 2021 (unaudited)

	2021
ASSETS	
Current Assets	
Cash and Cash Equivalents	\$650,689
Accounts Receivable	\$169,247
Inventory	\$0
Other Current Assets	\$8,364
Total Current Assets	\$828,300
Property and Equipment, Net	\$31,889
Other Assets, Net	\$230,386
TOTAL ASSETS	\$1,090,575
 LIABILITIES AND MEMBERS' EQUITY CURRENT LIABILITIES	
Accounts Payable	\$9,070
Accrued Expenses	\$101,880
Deferred Revenue	\$62,797
Convertible notes payable	\$100,000
Total Current Liabilities	\$273,747
Long-Term Liabilities	\$906,062
Total Liabilities	\$1,179,809
Total Member Equity	-\$89,234
TOTAL LIABILITIES AND EQUITY	\$1,090,575

STATEMENTS OF OPERATIONS AND CHANGES IN MEMBERS' EQUITY

For the Year Ended December 31, 2021 (unaudited)

Revenue Sales, net	\$1,711,222
Cost of goods sold	\$710,050
Gross Profit	\$1,001,172
Operating expenses	
Research and development	\$198,625
Payroll expenses	\$834,799
Marketing expenses	\$45,347
Commission Expense	\$53,322
Professional expenses	\$209,223
Travel expenses	\$24,873
General and administrative expenses	\$4,344
Amortization	\$0
Depreciation	\$0
Total Operating expenses	\$1,370,532
Loss from operations	-\$369,360
Other expenses interest expense	\$13,948

Interest Income	\$0
Total other income (expense)	\$37,984
Net loss before income taxes	-\$345,324
Provision for income taxes	-
Net loss	<u>-\$345,324</u>

STATEMENT OF CASH FLOWS

For the Year Ended December 31, 2021 (unaudited)

CASH FLOWS FROM OPERATING ACTIVITIES

Net loss	-\$345,324
Adjustments to reconcile net loss to net cash used by operating activities:	
Depreciation and Amortization	\$0
Equity issued for consulting services	\$0
Changes in operating assets and liabilities:	
Accounts receivable	-\$56,728
Other assets	-\$5,033
Inventory	\$0
Accounts payable and accrued expenses	\$89,181
Deferred revenue	-\$192,545
Net cash used by operating activities	-\$510,449

CASH FLOWS FROM FINANCING ACTIVITIES

Proceeds from long-term debt	-\$21,872
Proceeds from government loan	-\$5,117
Proceeds from convertible notes	\$756,279
Net cash provided by financing activities	\$729,290

CASH FLOWS FROM INVESTING ACTIVITIES

Drone and Drone accessories	-\$9,000
Computers and Equipment	-\$11,214
Net cash provided by investing activities	-\$20,214

NET CASH INCREASE FOR PERIOD	\$198,627
Cash at beginning of period	\$452,062
CASH AT END OF PERIOD	<u>\$650,689</u>