Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

No Borders, Inc.

A Nevada Corporation

18716 E. Old Beau Trail,
Queen Creek, AZ 85142
(760) 582-5115
www.NBDR.co
Contact@NBDR.co
SIC Code: 8742

Annual Report
For the Period Ending: December 31, 2018
(the "Reporting Period")

As of December 31, 2018, the number of shares outstanding of our Common Stock was: 285,776,200

As of September 30, 2018, the number of shares outstanding of our Common Stock was: 283,176,200

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒ (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control[1] of the company has occurred over this reporting period:

[1] "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

Yes: ☒ No: ☐

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

The exact name of the Issuer is No Borders, Inc. No Borders Inc. (the “Company” or “NBDR”), was incorporated under the laws of the state of Nevada, on May 28, 1999 as Finders Keepers, Inc. The name No Borders, Inc., was adopted on October 18, 2004.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer’s current standing in its state of incorporation (e.g. active, default, inactive):

No Borders Inc. (the “Company”), was incorporated under the laws of the state of Nevada, on May 28, 1999 as Finders Keepers, Inc. The name No Borders, Inc., was adopted on October 18, 2004. No Borders, Inc. is currently active and in good standing with the State of Nevada.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

2) Security Information

Trading symbol:	NBDR	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	65486W105	
Par or stated value:	$0.001	
Total shares authorized:	750,000,000	as of date: 12.31.18
Total shares outstanding:	285,776,200	as of date: 12.31.18
Number of shares in the Public Float[2]:	27,235,215	as of date: 12.31.18
Total number of shareholders of record:	602	as of date: 12.31.18

Additional class of securities (if any):

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Series A Redeemable Preferred Stock	
CUSIP:	N/A	
Par or stated value:	$0.001	
Total shares authorized:	10,000,000	as of date: 12.31,18
Total shares outstanding:	9,250,000	as of date: 12.31.18

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

[2] “Public Float” shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a “control person”), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Transfer Agent

Name: Pacific Stock Transfer, Co.
Phone: 800-785-7782
Email: info@pacificstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?[3] Yes: ☒ No: ☐

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

None.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

On March 14, 2018, the Company entered into the share exchange agreement ("Agreement") with Lannister Holdings, Inc. a company incorporated under the laws of the State of Arizona (the "Lannister") and all of the shareholders of Lannister (the "Selling Shareholders") pursuant to the Agreement by and amongst the Company, Lannister and the Selling Shareholders. The Company acquired 100% of the issued and outstanding securities of Lannister Holdings, Inc. in exchange for the issuance of 20,000,000 shares of the Company's Restricted Common Stock, par value $0.001 per share.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Number of Shares outstanding as of 12.31.16	Opening Balance: Common: 199,785,734 Preferred: 0		*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)**	**Restricted or Unrestricted as of this filing?**	**Exemption or Registration Type?**

[3] To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

3.12.18	New issuance	38,738,000	Common stock	$0.0015	No	Lannister Holdings, Inc. – Joseph Snyder – CEO	Conversion of Debt	Restricted	4(a)(2)
3.14.18	New Issuance	20,000,000	Common stock	$0.001	Yes	Lannister Holdings, Inc., -- Joseph Snyder – CEO	Share Exchange Agreement	Restricted	4(a)(2)
3.26.18	New Issuance	1,500,000	Common Stock	$0.002	Yes	Dean Boguslawski	Stock Purchase Agreement	Restricted	4(a)(2)
3.28.18	New Issuance	4,982,466	Common stock	$0.03	Yes	Black Ice Advisors, LLC – Brent Fouch	Conversion of Debt	Restricted	4(a)(2)
5.4.18	New Issuance	5,000,000	Common stock	$0.02	Yes	Johanna Giumarra	Stock Purchase Agreement	Restricted	4(a)(2)
5.9.18	New Issuance	1,000,000	Common Stock	$0.0015	Yes	Clifford Forrest	Consulting Services	Restricted	4(a)(2)
5.9.18	New Issuance	500,000	Common Stock	$0.0015	Yes	Ronina Manny	Consulting Services	Restricted	4(a)(2)
5.9.18	New Issuance	100,000	Common Stock	$0.0015	Yes	Nicholas Harrington	Consulting Services	Restricted	4(a)(2)
5.9.18	New Issuance	200,000	Common Stock	$0.0015	Yes	Morissa Schwartz	Consulting Services	Restricted	4(a)(2)
5.9.18	New Issuance	20,000	Common Stock	$0.0015	Yes	Christopher Jagielski	Consulting Services	Restricted	4(a)(2)
5.14.18	New Issuance	600,000	Common Stock	$0.0015	Yes	BHP Capital NY, Inc., -- Bryan Pantofel – President	Consulting Services	Restricted	4(a)(2)
6.13.18	Cancellation	750,000	Series A Preferred Stock			Returned to Treasury	Conversion to Restricted Common Stock		
6.13.18	New Issuance	750,000	Common Stock	$0.11	No	Kyle Kummerle	Conversion of Series A Preferred	Restricted	4(a)(2)
6.25.18	New Issuance	3,000,000	Common Stock	$0.02	Yes	BVMH Enterprises, LLC – Valerie Miller Member / Manager	Stock Purchase Agreement	Restricted	4(a)(2)
9.10.18	New Issuance	5,000,000	Common Stock	$0.02	Yes	Johanna Giumarra	Stock Purchase Agreement	Restricted	4(a)(2)
9.10.18	New Issuance	500,000	Common Stock	$0.02	Yes	Joseph Giumarra	Stock Purchase Agreement	Restricted	4(a)(2)

9.13.18	New Issuance	1,500,000	Common Stock	$0.02	Yes	Glenn Suydam	Stock Purchase Agreement	Restricted	4(a)(2)
11.14.18	New Issuance	2,000,000	Common Stock	$0.0175	Yes	MJ Holdings Group, Inc. – Jessica Miller – CEO	Conversion of Debt	Restricted	4(a)(2)
12.4.18	New Issuance	600,000	Common Stock	$0.02	Yes	Michael Handelman	Consulting Services	Restricted	4(a)(2)
Shares Outstanding on 12.31.18:	Ending Balance: Common: 285,776,200 Preferred: 9,250,000								

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

____

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period**.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
3.9.18	0	35,000	0	9.9.18	50% discount to the lowest closing price over the past 20 days	MJ Holdings Group, Inc.	Consulting Services
9.9.18	0	18,000	0	12.31.18	45% discount to the lowest closing price over the past 20 days	MJ Holdings Group, Inc.	Consulting Services
10.31.18	150,000	150,000	2,758	10.31.23	Conversion Price $0.02	Johanna Giumarra	Loan

Use the space below to provide any additional details, including footnotes to the table above:

____

4) Financial Statements

A. The following financial statements were prepared in accordance with:

☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)[4]:

Name: **Brian Campbell, CPA of NOWCFO**
Title: **CPA**
Relationship to Issuer: **Outside Accounting Consultant**

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;
F. Financial notes; and
G. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

[4] The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

No Borders, Inc. is a multifaceted boutique brand development and marketing business focusing on impacting verticals with cutting edge software through product development, deployment, branding, program management, social media strategy and business consulting.

The Company, through its various subsidiaries and partnerships, aims to generate revenues and value growth by developing, acquiring and delivering technology enabled solutions to clients around the globe. The company focuses on deploying marketing, consulting, e-commerce, technology development and software products in verticals whose existing market participants are behind the curve of technological adoption, creating outsized disruption and profitability opportunities.

Because of its lean operating, remote work operating model, No Borders, Inc. and its subsidiaries can provide its teams with the freedom and tools to mindfully and creatively solve problems and ideate, create, test and deploy in-vertical solutions quickly within an agile system. It can then deliver impactful products and solutions to market quickly and efficiently. No Borders, Inc., strives to transform targeted industries from the inside out by partnering with or acquiring existing technical and non-technical business operations in those verticals.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

No Borders Dental Resources, Inc., d/b/a as MediDent Supplies, Inc. No Border Dental Resources, Inc. is a 75% owned subsidiary of the Company. Joseph Snyder is the President, CEO, Cynthia Tanabe is the Treasurer, Secretary, and Christopher Brown is the Director.

No Borders Naturals, Inc. is our Natural Health & Wellness subsidiary. No Borders Naturals, Inc. is a premium brand catering to active lifestyles, elder care and pet wellness. No Borders Naturals, Inc. is a wholly-owned subsidiary of the Company. Joseph Snyder is the President, CEO, Director, Cynthia Tanabe is the Treasurer, Secretary, Director, and Christopher Brown is a Director.

No Borders Education, Inc. No Borders Education, Inc. is dedicated to creating educational materials to assist in the instruction of software coding. Using our experience and knowledge in the software coding we are planning on creating educational courses on software coding to give back to the community. No Borders Education, Inc. is a 75% owned subsidiary of the Company. Juliana Rey is the President, CEO, Director, Cynthia Tanabe is the Treasurer, Secretary, Joseph Snyder is a Director and Christopher Brown is a Director.

No Border Labs, Inc. No Borders Labs, Inc. is dedicated to impacting and disrupting businesses with Web 3 technologies while providing No Borders, Inc.'s, portfolio companies with world class web, app analytics and technological innovation and support. No Borders Labs, Inc. is a wholly-owned subsidiary of the Company. Joseph Snyder is the President, CEO, Director, Cynthia Tanabe is the Treasurer, Secretary, Director, and Christopher Brown is a Director.

No Borders Funding, Inc. is a wholly-owned subsidiary dedicated to providing supporting capital to the subsidiaries of No Borders, Inc. while strategically reviewing external market opportunities around the Company's business ventures.

Joseph Snyder is the President, CEO, Director, Cynthia Tanabe is the Treasurer, Secretary, Director, and Christopher Brown is a Director.

C. Describe the issuers' principal products or services, and their markets

No Borders, Inc. deploys product offerings in multiple verticals and markets simultaneously. Dedicated to disrupting business verticals that are behind the curve of technological adoption, No Borders, Inc. strategically deploys resources to acquire, launch and scale product and service offerings in verticals which the company believes outsized returns can be realized by deploying the company's expertise aggressively. Current products include Healthcare Equipment, Dental Supplies, Medical Supplies, Dental Equipment, Wellness Cosmetics, Hemp Products, Animal Wellness Products, Digital Education Products, Software Products, Data Analytics & Digital Transformation Consulting. Current markets include american consumers with active lifestyles and pets. Medical and Dental professionals. Students with a STEM focus. Businesses which desire a technological, data based edge in their respective spaces.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

Our principal executive offices are located at 18716 E. Old Beau Trail, Queen Creek, AZ 85142, telephone (760) 582-5115. Our email address is Contact@NBDR.co. The No Borders, Inc., internet website is located at www.nbdr.co. The information contained in our website shall not constitute part of this report.

7) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Joseph Snyder	Officer / Director	Tehachapi, CA	2,400,000 14,097,120	Series A Preferred Common Stock	26% 4.9%	_____

Cynthia Tanabe	Officer / Director	Queen Creek, AZ	2,400,000 14,097,120	Series A Preferred Common Stock	26% 4.9%	_____
Christopher Brown	Officer / Director	Phoenix, AZ	2,400,000 14,097,120	Series A Preferred Common Stock	26% 4.9%	_____
BVMH Enterprises, LLC	Owner of more than 5%	Phoenix, AZ	1,300,000 7,905,940	Series A Preferred Common Stock	14% 3%	Valerie Miller -Member Manager
Glenn Clyde Suydam	Owner of more than 5%	Phoenix, AZ	750,000 4,405,350	Series A Preferred Common Stock	8% 1.5%	_____
InfoSpan, Inc.	Owner of more than 5%	Los Angeles, CA	95,945,339	Common Stock	33.5%	Farooq Baiwa – President

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None.

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None.

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: Andrew Coldicutt
Firm: Law Office of Andrew Coldicutt
Address 1: 1220 Rosecrans St., PMB 258
Address 2: San Diego, CA 92106
Phone: 619.228.4970
Email: Info@ColdicuttLaw.com

Accountant or Auditor

Name: Brian Campbell
Firm: NOW CFO
Address 1: 2424 S.E. Bristol St., Suite 280
Address 2: Newport Beach, CA 92660
Phone: 949.274.1861
Email: BCampbell@nowcfo.com

Investor Relations Consultant

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Name: _____

Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Joseph Snyder certify that:

1. I have reviewed this Annual Disclosure Statement of No Borders, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

March 25, 2019

/s/ Joseph Snyder [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Cynthia Tanabe certify that:

1. I have reviewed this Annual Disclosure Statement of No Borders, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

March 25, 2019

/s/ Cynthia Tanabe [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

NO BORDERS, INC.

NBDR

NO BORDERS

CONDENSED UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2018

No Borders, Inc.

TABLE OF CONTENTS

(UNAUDITED)

NO BORDERS, INC.
CONDENSED BALANCE SHEETS
(Unaudited)

	December 31, 2018	December 31, 2017
Assets:		
Current Assets:		
Cash in Bank	$238,571	$-
Inventory	300	-
Current assets from discontinued operations	-	53,005
Total Current Assets	238,871	53,005
Total Assets	$238,871	$53,005
Liabilities and Stockholders' Deficit:		
Current Liabilities:		
Accounts Payable and Accrued Expenses	$5,151	$-
Accrued Derivative	-	-
Note payable	-	-
Current liabilities from discontinued operations	-	161,632
Total Current Liabilities	5,151	161,632
Long term note payable	150,000	-
Total Liabilities	155,151	161,632
Stockholders' Equity (Deficit):		
Preferred Stock, series A par value $0.001, 10,000,000 shares authorized, 9,250,000 and 0 shares issued and outstanding, respectively	9,250	-
Common stock, par value $0.001, 750,000,000, and 1,800,000,000 shares authorized, 285,776,200 and 199,786,734 shares issued and outstanding, respectively	285,776	199,786
Common Stock Payable	5,500	5,500
Additional Paid in Capital	398,592	(207,285)
Dividends paid	(70,500)	-
Accumulated Deficit	(544,897)	(106,628)
Total Stockholders' Equity (Deficit)	83,721	(108,627)
Total Liabilities and Stockholders' Equity (Deficit)	$238,871	$53,005

The accompanying notes are an integral part of these condensed financial statements.

NO BORDERS, INC.
CONDENSED STATEMENTS OF OPERATIONS
(Unaudited)

	For the Year Ended December 31, 2018	For the Year Ended December 31, 2017
Revenues	$ 25,196	$ -
Costs of Services	9,480	-
Gross Margin	15,716	$ -
Operating Expenses:		
General and administrative	389,975	-
Total Operating Expenses	389,975	-
Loss From operations	374,259	-
Other Income (Expense)		
Interest expense	(5,150)	-
Amortization of debt discount	(53,000)	-
Financing costs	(17,838)	-
Change in fair value of derivatives	70,838	-
Warrant and stock grant expense	(25,000)	-
Gain on debt settlement	3,000	
Total Other Income (Expense)	(27,150)	-
Loss From Continuing Operations	(401,408)	$ (45,528)
Loss From Discontinued Operations:		
Loss from operations of discontinued business component	(1,031)	$ (45,528)
Loss from sale of discontinued business component	(35,830)	-
Total loss from discontinued operations	(36,861)	$ (45,528)
Net loss	$ (438,269)	$ (45,528)
Net loss from continuing operations per common share - basic and diluted	$ (0.00)	$ (0.00)
Net loss from discontinued operations per common share - basic and diluted	$ (0.00)	$ (0.00)
Net loss per share - basic and diluted	$ (0.00)	$ (0.00)
Weighted average common shares – basic and diluted	261,471,700	199,785,734

The accompanying notes are an integral part of these condensed financial statements.

NO BORDERS, INC.
CONDENSED STATEMENTS OF CASH FLOWS
(Unaudited)

	For the Year Ended December 31, 2018	For the Year Ended December 31, 2017
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net (Loss) for the Period	$(438,269)	$(45,528)
Adjustments to reconcile net loss to net cash		
provided by operating activities:		
Issuance of warrants	25,000	-
Issuance of common shares for services	15,630	-
Gain on settlement	(3,000)	-
Financing cost	22,988	-
Change in fair value of derivative liability	(70,838)	-
Amortization of debt discount and debt issuance cost	53,000	-
Changes in Operating Assets and Liabilities:		
(Increase) in Inventory	(300)	-
Increase in accounts payable	5,151	-
Net Cash Provided Used in Operating Activities of Continued Operations	(390,639)	(45,528)
Net Cash Used in Operating Activities of Discontinued Operations	(129,486)	(7,474)
Net Cash Used in Operating activities	(520,125)	(53,002)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Acquisition of subsidiary	323,487	-
Dividends paid	(70,500)	-
Net Cash Provided by Investing Activities	252,987	-
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from convertible debt	150,000	-
Repayments of convertible debt	(15,000)	-
Proceeds from sale of preferred stock	25,000	-
Proceeds from sale of common stock	330,000	-
Net Cash Provided by Financing Activities	490,000	-
Net Increase (Decrease) in Cash	222,862	(53,002)
Cash at Beginning of Period	15,709	68,711
Cash at End of Period	$238,571	$15,709

The accompanying notes are an integral part of these condensed financial statements.

NO BORDERS, INC.
SUPPLEMENTAL DISCLOSURE OF NON-CASH INVESTING AND FINANCING ACTIVITIES

Issuance of common stock upon conversion of notes payable	$155,487	-

The accompanying notes are an integral part of these condensed financial statements.

NO BORDERS, INC.
STATEMENT OF STOCKHOLDERS' EQUITY (DEFICIT)
DECEMBER 31, 2018

	Common shares, $0.001 Par Value		Series A Preferred, $0.001 Par Value			Additional			Total
	Shares Issued	Amount	Shares Issued	Amount	Stock Payable	Paid in Capital	Dividends	Accumulated Deficit	Stockholders' Deficit
Balance, December 31, 2016	199,785,734	$199,786	-	-	$5,500	$(207,285)	-	$(61,100)	$(63,099)
Net loss for year	-	-	-	-	-	-	-	(45,528)	(45,528)
Balance, December 31, 2017	199,785,734	199,786	-	-	5,500	(207,285)	-	(106,628)	(108,627)
Acquisition of Lannister Holdings, Inc.	20,000,000	20,000	-	-	-	130,000	-	-	150,000
Issuance of common stock for cash	19,670,000	19,670	-	-	-	313,960	-	-	333,630
Issuance of common stock for services	600,000	600	-	-	-	11,400			12,000
Issuance of preferred stock for cash	-	-	9,250,000	9,250	-	15,750	-	-	25,000
Conversion of notes payable into common shares	45,720,466	45,720	-	-	-	109,767	-	-	155,487
Warrant grants	-	-	-	-	-	25,000	-	-	25,000
Dividends paid	-	-	-	-	-	-	(70,500)	-	(70,500)
Net loss for year	-	-	-	-	-	-	-	(438,269)	(438,269)
Balance, December 31, 2018	285,776,200	$285,776	9,250,000	$9,250	$5,500	$398,192	$(70,500)	$544,897	$83,721

The accompanying notes are an integral part of these condensed financial statements.

NOTE 1 – ORGANIZATION AND DESCRIPTION OF BUSINESS

Description of Business:

No Borders, Inc., through its various subsidiaries and partnerships, aims to generate revenues and value growth by developing, acquiring and delivering technology enabled solutions to clients around the globe. The company focuses on deploying marketing, consulting, E-commerce, technology development and software products in verticals whose existing market participants are behind the curve of technological adoption, creating outsized disruption and profitability opportunities.

The Company's financial accounts include the financial accounts of No Borders, Inc., and its five subsidiaries; No Borders Naturals, Inc., No Borders Education, Inc., No Borders, Labs, Inc., No Borders Funding, Inc., and No Borders Dental Resources, Inc.

The Company is a boutique brand development and marketing business focusing on impacting verticals with cutting edge software and decentralized technologies, through branding, program management, social media strategy and business consulting. The Company is currently deploying product offerings in multiple verticals and markets simultaneously. The Company is dedicated to disrupting business verticals that are behind the curve of technological adoption, We strategically deploy our resources to acquire, launch and scale product and service offerings in verticals which the company believes outsized returns can be realized by deploying the company's expertise aggressively. Current products include Healthcare Equipment, Dental Supplies, Medical Supplies, Dental Equipment, Wellness Cosmetics, Hemp Products, Animal Wellness Products, Digital Education Products, Software Products, Data Analytics & Digital Transformation Consulting. Current markets include american consumers with active lifestyles and pets. Medical and Dental professionals. Students with a STEM focus. Businesses which desire a technological, data based edge in their respective spaces.

Because of its lean operating, remote work operating model, No Borders, Inc. and its subsidiaries can provide its teams with the freedom and tools to mindfully and creatively solve problems and ideate, create, test and deploy in-vertical solutions quickly within an agile system. It can then deliver impactful products and solutions to market quickly and efficiently. No Borders, Inc., strives to transform targeted industries from the inside out by partnering with or acquiring existing technical and non-technical business operations in those verticals.

Corporate History:

No Borders, Inc. the Company was incorporated on May 28, 1999 in the state of Nevada. On December 13, 2013, the Company purchased Action Sports Media, Inc. which was incorporated under the laws of the state of Nevada. On December 13, 2013, the Company executed an asset purchase agreement with Jason Fierro's sole proprietorship dba TYME, ("TYME"), a private marketing business. On March 6, 2018, the Company acquired Lannister Holdings, Inc. and renewed its business strategies.

On March 6, 2018, Lannister Holdings, Inc., an Arizona Corporation, acquired control of Ten Million (10,000,000) shares of the Series A Preferred Stock of the Company, representing 100% of the Company's total issued and outstanding Series A Preferred Stock, from MJ Holdings, Inc., a Florida Corporation, in exchange for $25,000, per the terms of a Stock Purchase Agreement (the "***Stock Purchase Agreement***") by and between MJ Holdings, Inc., and Lannister Holdings, Inc.

Effective as of March 6, 2018, the Company assigned and conveyed Action Sports Media, Inc. (d/b/a TYME) ("TYME") and all its assets and liabilities to Jason Fierro, as per the Agreement of Conveyance, Transfer, and Assignment of Assets and Assumption of Obligations ("Agreement"). As per the Agreement the Company will no longer be responsible for the obligations of TYME. The Company remains in the marketing industry.

On March 7, 2018, Mr. Jason Fierro resigned as the Corporation's sole Officer and Director. His resignation was not the result of any disagreement with the Corporation on any matter relating to the Corporation's operations, policies or practices. His resignation letter is attached as an exhibit as part of this Current Report on Form 8-K that was filed on March 20, 2018 with the Securities and Exchange Commission.

On March 7, 2018, Mr. Joseph Snyder was appointed to the Company's Board of Directors and as the Company's President, Chief Executive Officer.

On March 7, 2018, Ms. Cynthia Tanabe, was appointed to the Company's Board of Directors and as the Company's Chief Financial Officer, Treasurer, and Secretary.

On March 7, 2018, Mr. Christopher Brown, was appointed to the Company's Board of Directors and as the Vice President.

On March 12, 2018, The Company after review and recommendation from the Board, entered into an Agreement for Conversion of Indebtedness into Restricted Common Stock with Lannister Holdings, Inc., pursuant to which it was agreed that $53,107 of outstanding convertible indebtedness (the "Indebtedness") would be converted to 38,738,000 shares of the Company's restricted common stock at a price per share of $0.0015 (the "Agreement for Conversion").

On March 14, 2018, the Company signed the share exchange agreement ("Agreement") with Lannister Holdings, Inc., a company incorporated under the laws of the State of Arizona (the "Lannister") and all of the shareholders of Lannister (the "Selling Shareholders") pursuant to the Agreement by and amongst the Company, Lannister and the Selling Shareholders. The Company will acquire 100% of the issued and outstanding securities of Lannister Holdings, Inc. in exchange for the issuance of 20,000,000 shares of the Company's Restricted Common Stock, par value $0.001 per share.

As a result of the Agreement the Selling Shareholders will acquire up to approximately 8% of the voting rights of Company's currently issued and outstanding shares of common stock. Upon completion of the Agreement, Lannister Holdings, Inc., becomes a wholly-owned subsidiary of the Company and the Company will have acquired the business and operations of Lannister Holdings, Inc.

The Agreement includes customary representations, warranties and covenants of the Company, Lannister Holdings, Inc., and the Selling Shareholders, made to each other as of specific dates.

On March 28, 2018, the Company entered into an amended agreement of conversion ("Conversion Agreement"), with Black Ice Advisors, LLC (the "Holder") of a note in the principal amount of $62,380 (the "Note") with an original issuance date of March 24, 2015; whereby, the Holder of the Note agreed to convert the entire note and interest, based on a fifty percent discount to a share price of $0.03 per share, instead of using the Note's original conversion price of a fifty percent discount to the lowest traded price of the Common Stock over a ten trading day look back period, which would have given the Holder a conversion price of $0.005 per share. Based upon the Conversion Agreement the Company issued 4,982,466 shares to the Holder for the complete extinguishment of that Note.

On April 2, 2018, the Company filed a Certificate of Amendment with the Nevada Secretary of State to decrease its authorized capital of its common stock from One Billion Eight Hundred Eighty-Eight Million (1,888,000,000) shares of common stock to Seven Hundred Fifty Million (750,000,000) shares of Common Stock, par value $0.001 per share. The decrease in Authorized was effective with the Nevada Secretary of State on April 3, 2018, when the Certificate of Amendment was approved. The decrease in Authorized was approved by the Board of Directors and shareholders holding a majority of the total issued and outstanding shares of common stock on March 28, 2018.

On April 2, 2018, the Company filed an amended certificate of designation with the Nevada Secretary of State, designating 10,000,000 shares of the Preferred authorized as Series A Preferred Stock, par value, $0.001. Series A Preferred Stock has the voting rights to cast 100 votes per each share of Series A Preferred Stock outstanding, and the conversion ratio to 1:20 of Series A Preferred Stock to Common stock.

On April 27, 2018, Ms. Cynthia Tanabe resigned as the Corporation's Chief Financial Officer. Her resignation was not the result of any disagreement with the Corporation on any matter relating to the Corporation's operations, policies or practices.

On April 27, 2018, Mr. Michael Handelman was appointed as the Corporation's Chief Financial Officer.

On June 7, 2018, the Company received the resignation of Kyle Kummerle as a director of the Company. His resignation was not the result of any disagreement with the Corporation on any matter relating to the Corporation's operations, policies or practices.

On June 13, 2018, the Company's Board of Directors created an Advisory Board consisting of twelve possible members. The Corporation believes that the creation of the advisory board will be beneficial to the corporation as it will allow the corporation to more easily attract highly skilled personnel who will be able to help guide the Company's business strategies.

On October 30, 2018, No Borders Dental Resources, Inc. was incorporated in the State of Arizona and is a 75% owned subsidiary of No Borders, Inc. No Borders Dental Resources, Inc. will market and sell dental supplies to dental offices through a website and in person marketing programs.

On November 1, 2018, Mr. Michael Handelman's independent contractor agreement was completed. Therefore, Mr. Handelman effectively resigned as the Corporation's Chief Financial Officer as of that date. His resignation was not the result of any disagreement with the Corporation on any matter relating to the Corporation's operations, policies or practices. On November 1, 2018, Mrs. Cynthia Tanabe, our current Treasurer, Secretary and Director was re-appointed as our Chief Financial Officer.

On November 19, 2018, No Borders Education, Inc. was incorporated in the State of Arizona and is a 75% owned subsidiary of No Borders, Inc. No Borders Education will develop an online educational coding course for students of all ages.

The Company, reached a settlement agreement with MJ Holdings Group, Inc. to convert the MJ Holdings Group, Inc., note in the principal amount of thirty-five thousand dollars ($35,000) plus all accrued interest into two million shares of NBDR common stock at a conversion price of ($0.0175) per share, along with a contractual agreement that No Borders, Inc. will not execute a Reverse Split of its common stock within the next 12 months, thereby, canceling the note. The Company, also reached an additional agreement to pay off the MJ Holdings Group, Inc's eighteen thousand dollar ($18,000) variable conversion note plus all accrued interest for a single cash payment of fifteen thousand dollars ($15,000). These agreements have been fully executed with payment completed.

In December 2018, The Company cancelled its software development contract with Crypto Emporium, Ltd. The Company returned to Crypto Emporium the $5,000 initial payment from Crypto Emporium. The return of the $5,000 initial payment was netted against revenue in the fourth quarter. Company decided to end this contract due to questions regarding the use and deployment of its blockchain smart contracts.

On December 27, 2018, No Borders Naturals, Inc. was incorporated in the State of Arizona and is a wholly-owned subsidiary of No Borders, Inc. No Borders Naturals will develop and sell a line of wellness and cosmetics that are naturally based to distribute and sell nationwide.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") and all intercompany transactions have been eliminated in consolidation.

The accompanying unaudited quarterly financial statements have been prepared on a basis consistent with generally accepted accounting principles in the United States ("GAAP") for interim financial information and pursuant to the rules of the Securities and Exchange Commission ("SEC"). In the opinion of management, the accompanying unaudited financial statements reflect all adjustments, consisting of only normal and recurring adjustments, necessary for a fair presentation of the results of operations, financial position and cash flows for the periods presented. The results of operations for the periods are not necessarily indicative of the results expected for the full year or any future period. These statements should be read in conjunction with the Company's annual financial statements as posted on the Over the Counter Markets Website. .

Use of estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates. Such estimates include management's assessments of the carrying value of certain assets, useful lives of assets, and related depreciation and amortization methods applied.

Cash equivalents

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents. At December 31, 2018 and December 31, 2017, the Company had no cash equivalents.

Inventory

The Company's inventory consisting of Action Sports equipment is valued at the lower of cost or market under the FIFO method of costing.

Fair value of financial instruments

The Company adopted the provisions of FASB Accounting Standards Codification ("ASC") 820 (the "Fair Value Topic") which defines fair value, establishes a framework for measuring fair value under U.S. GAAP, and expands disclosures about fair value measurements.

The Fair Value Topic defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. It requires that valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs. It also establishes a fair value hierarchy, which prioritizes the valuation inputs into three broad levels.

Fair value of financial instruments

The following fair value hierarchy is used to classify assets and liabilities based on the observable inputs and unobservable inputs used in order to value the assets and liabilities:

A) Market approach—Uses prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities. Prices may be indicated by pricing guides, sale transactions, market trades, or other sources;

B) Cost approach—Based on the amount that currently would be required to replace the service capacity of an asset (replacement cost); and

C) Income approach—Uses valuation techniques to convert future amounts to a single present amount based on current market expectations about the future amounts (includes present value techniques, and option-pricing models). Net present value is an income approach where a stream of expected cash flows is discounted at an appropriate market interest rate.

Level 1: Quoted market prices available in active markets for identical assets or liabilities as of the reporting date. An active market for an asset or liability is a market in which transactions for the asset or liability occur with significant frequency and volume to provide pricing information on an ongoing basis.

Level 2: Observable inputs other than Level 1 inputs. Example of Level 2 inputs include quoted prices in active markets for similar assets or liabilities and quoted prices for identical assets or liabilities in markets that are not active.

Level 3: Unobservable inputs based on the Company's assessment of the assumptions that are market participants would use in pricing the asset or liability.

The carrying amount of the Company's financial assets and liabilities, such as cash, prepaid expenses, accounts payable, accrued expenses, and deferred revenue approximate their fair value because of the short maturity of those instruments. The Company's note payable approximates the fair value of such instruments based upon management's best estimate of interest rates that would be available to the Company for similar financial arrangements at December 31, 2018 and December 31, 2017.

The carrying amount of the Company's derivative liability of $ - and $41,974 as of December 31, 2018 and December 31, 2017, respectively was based on Level 3 measurements.

Property and equipment are recorded at cost. Expenditures for major additions and betterments are capitalized. Maintenance and repairs are charged to operations as incurred. Depreciation is computed by the straight-line method over the assets estimated useful life of three (3) years for equipment, five (5) years for automobile, and seven (7) years for furniture and fixtures. Upon sale or retirement of property and equipment, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is reflected in statements of operations.

Convertible Promissory Note

The Company accounts for convertible promissory notes in accordance with ASC 470-20, Debt with Conversion and Other Options. The Company evaluates embedded conversion features within convertible debt to determine whether the embedded conversion feature should be bifurcated from the host instrument and accounted for as a derivative at fair value with changes in fair value recorded in the Income Statement. If the conversion feature does not require recognition of a bifurcated derivative, the convertible debt instrument is evaluated for consideration of any beneficial conversion feature ("BCF") requiring separate recognition. When the Company records a BCF, the intrinsic value of the BCF is recorded as a debt discount against the face amount of the respective debt instrument with an offset to additional paid-in capital and amortized to interest expense over the life of the debt.

Commitments and contingencies

The Company follows subtopic 450-20 of the FASB ASC to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

Revenue recognition

The Company follows paragraph 605-10-S99-1 of the FASB ASC for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable and (iv) collectibility is reasonably assured. In addition, the Company records allowances for accounts receivable that are estimated to not be collected.

Income taxes

The Company follows Section 740-10-30 of the FASB ASC, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the temporary differences are expected to be recovered or settled. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company adopted section 740-10-25 of the FASB ASC ("Section 740-10-25") with regards to uncertainty in income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures. The Company had no material adjustments to its assets and/or liabilities for unrecognized income tax benefits according to the provisions of Section 740-10-25.

Stock-based compensation

In December 2004, the FASB issued FASB ASC No. 718, *Compensation – Stock Compensation* ("ASC No. 718"). Under ASC No. 718, companies are required to measure the compensation costs of share-based compensation arrangements based on the grant-date fair value and recognize the costs in the financial statements over the period during which employees are required to provide services.

Share-based compensation arrangements include stock options, restricted share plans, performance-based awards, share appreciation rights and employee share purchase plans. As such, compensation cost is measured on the date of grant at their fair value. Such compensation amounts, if any, are amortized over the respective vesting periods of the option grant. The Company applies this statement prospectively.

Equity instruments ("instruments") issued to other than employees are recorded on the basis of the fair value of the instruments, as required by ASC No. 718. FASB ASC No. 505, *Equity Based Payments to Non-Employees*, defines the measurement date and recognition period for such instruments. In general, the measurement date is when either (a) a performance commitment, as defined, is reached or (b) the earlier of (i) the non-employee performance is complete or (ii) the instruments are vested. The measured value related to the instruments is recognized over a period based on the facts and circumstances of each particular grant as defined in the FASB ASC.

Net income (loss) per share

The Company computes basic and diluted earnings per share amounts pursuant to section 260-10-45 of the FASB ASC. Basic earnings per share is computed by dividing net income (loss) available to common shareholders, by the weighted average number of shares of common stock outstanding during the period, excluding the effects of any potentially dilutive securities. Diluted earnings per share is computed by dividing net income (loss) available to common shareholders by the diluted weighted average number of shares of common stock during the period. The diluted weighted average number of common shares outstanding is the basic weighted number of shares adjusted as of the first day of the year for any potentially dilutive debt or equity.

There were no potentially dilutive shares outstanding as of December 31, 2018 and December 31, 2017, respectively.

Subsequent events

The Company follows the guidance in Section 855-10-50 of the FASB ASC for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued.

Recently issued accounting pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

NOTE 3 – GOING CONCERN

The Company's financial statements have been prepared on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. The financial statements do not include any adjustments relating to the recoverability and classification of recorded amounts of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company has a minimum cash balance available for payment of ongoing operating expenses. Its continued existence is dependent upon its ability to continue to execute its operating plan and to obtain additional debt or equity financing. There can be no assurance the necessary debt or equity financing will be available or will be available on terms acceptable to the Company.

NOTE 4– NOTES PAYABLE

On October 31, 2018, the Company issued a convertible note to a lender ("lender") for $150,000. The note incurs interest at 11% per year and the outstanding principal is due on October 31, 2023, the maturity date. Accrued interest on the note shall be paid quarterly by the Company. The note includes a conversion feature where, beginning 2 years after the issuance date, the lender may convert all or a portion of the outstanding principal into shares of the Company's common stock determined by dividing the conversion amount by the conversion price. The conversion price is at $0.02 per share. With that in mind no beneficial conversion feature exists and there is no debt discount on the related note. In conjunction with the issuance of the debt, 1,000,000 warrants were granted and are immediately exercisable at the date of issuance and remain exercisable until the maturity date of the note and have an exercise price of $0.025 per warrant. The cash balance on the note as December 31, 2018 was $150,000 with accrued interest of $2,758.

On November 14, 2018, the Company issued 2,000,000 restricted shares of common stock at $0.0175 per share to fully satisfy the balance of the $35,000 note payable that was originally issued on March 9, 2018 as discussed above. In addition, the $18,000 promissory note issued on the same date was settled for $15,000 on November 14, 2018. The gain on settlement of $3,000 will be recognized as a gain in other income in the Statements of Operations. After fully satisfying both notes, the Company determined that any derivative liability previously recognized will be reduced to a zero balance, and the change in fair value of the derivative liability will be recognized as a gain in other income in the Statements of Operations.

NOTE 5 – RELATED PARTY TRANSACTIONS

Free office space provided by Treasurer

The Company has been provided office space by its Treasurer, Cynthia Tanabe, at no cost. Management has determined that such cost is nominal and did not recognize the rent expense in its financial statements.

NOTE 6 – SHARE ISSUANCES

On September 10, 2018, the Company issued 5,000,000 shares of its common stock through a private placement to Johanna Giumarra, an accredited investor for total cash consideration of $100,000 or $0.02 per share.

On September 10, 2018, the Company issued 500,000 shares of its common stock through a private placement to Joseph Giumarra, an accredited investor for total cash consideration of $10,000 or $0.02 per share.

On September 13, 2018, the Company issued 1,500,000 shares of its common stock through a private placement to Glenn Suydam, an accredited investor for total cash consideration of $30,000 or $0.02 per share.

On November 14, 2018, the Company entered settlement agreement with MJ Holdings Group, Inc.; wherein, the Company issued 2,000,000 shares of its common stock through to MJ Holdings Group, Inc. to settle an outstanding note payable of $35,000 for $0.0175 per share.

On December 4, 2018, the Company issued 600,000 shares of its common stock through a private placement to Michael Handelman, the Company's former Chief Financial Officer for consideration of services rendered in the amount of $12,000 or $0.02 per share.

NOTE 7 –DISCONTINUED OPERATIONS

On March 6, 2018, the Company entered into an Agreement of Conveyance, Transfer, and Assignment of Assets and Assumption of Obligations ("Agreement") with TYME, a California company. Pursuant to the Agreement, the Company agreed to assign and convey to TYME all of the assets and liabilities of TYME a business owned by the Company. Pursuant to current accounting guidelines, the business component is reported as discontinued operations.

The following table summarizes the assets and liabilities of our former subsidiary's discontinued operations as of December 31, 2017:

ASSETS:	**December 31, 2017**
Current assets	
Cash	$ 15,709
Accounts receivable	13,720
Total Current Assets	29,429
Deposits	23,576
Total Assets	$ 53,005

LIABILITIES:

Current liabilities		
Accounts payable and accrued expenses	$	7,224
Derivative liability		41,974
Notes payable		112,434
Total Liabilities	$	161,632

The following table summarizes the results of operations of our former subsidiary for the year ended December 31, 2018 and 2017 and is included in the condensed consolidated statements of operations as discontinued operations:

	For the Year Ended December 31,	
	2018	**2017**
Revenue	$ 7,961	$ 262,743
Cost of goods sold	58	33,901
Gross Profit	7,903	228,842
Operating Expenses:		
General and administrative	8,934	284,390
Total operating expenses	8,934	284,390
Loss from operations	(1,031)	(55,548)
Other Income (Expense)		
Change in fair value of derivative liability	-	10,020
Total Other Income (Expense)	-	10,020
Income (Loss) From Operations of Discontinued Business Component	$ (1,031)	$ (45,528)

NOTE 8 – SUBSEQUENT EVENTS

On January 2, 2019 the Company filed for four trademarks. The four trademarks that the Company filed for are for are RetainerRabbit, our dental client retainer program, No Border Labs, and a trademark as well as designmark for MediDent Supplies.

On January 7, 2019, the Company filed for a trademark for its Aardvark Coding educational software program.

On January 8, 2019, the Company filed for a designmark for its Aardvark Coding educational software program. The Company also filed for a trademark for its No Borders Funding brand.

On February 13, 2019, The Company entered into an exclusive Affiliate Program with SYLK USA, Inc., whereby the Company will distribute and sell the SYLK personal lubricant products along with its own health care products. In exchange for the exclusive agreement the Company agreed to issue SYLK one million two hundred thousand shares of its common stock with a cost basis of $0.015 per share.

On February 15, 2019, the Company issued 1,200,000 shares of Restricted Common Stock to Thirty2 Holdings, LLC, which are being issued as per the Affiliate Agreement signed by and between the Company and SYLK USA, on or about February 13, 2019.

On February 15, 2019, the Company issued 550,000 shares of Restricted Common Stock to Andrew Coldicutt., which are being issued for services previously provided to the Company by Mr. Coldicutt.

On February 16, 2019, the Company issued 100,000 shares of Restricted Common Stock to Bo Hedfors, which are being issued as per the Board of Advisors Agreement for his services in 2018.

On February 16, 2019, the Company issued 100,000 shares of Restricted Common Stock to Francine Hardaway, which are being issued as per the Board of Advisors Agreement for her services in 2018.

On February 16, 2019, the Company issued 100,000 shares of Restricted Common Stock to John White, which are being issued as per the Board of Advisors Agreement, for his services in 2018.

On February 16, 2019, the Company issued 100,000 shares of Restricted Common Stock to Robert McNulty, which are being issued as per the Board of Advisors Agreement, for his services in 2018.

On February 16, 2019, the Company issued 100,000 shares of Restricted Common Stock to Michael Noel, which are being issued as per the Board of Advisors Agreement, for his services in 2018.

On February 21, 2019, the Company issued 1,800,000 shares of Restricted Common Stock to Clifford Forrest, as per the Consulting Agreement; whereby he agreed to serve as the Dev-Ops and Enterprise Relations Manager to the Company in 2018.

On February 21, 2019, the Company issued 1,400,000 shares of Restricted Common Stock to Morissa Schwartz., which are being issued as per the Independent Contractor Agreement for her services as the Communications and Public Relations Manager, to the Company.

On February 21, 2019, the Company issued 1,450,000 shares of Restricted Common Stock to Nick Harrington, which are being issued as part of his ongoing contract with the Company.

On February 21, 2019, the Company 500,000 shares of Restricted Common Stock to Francine Hardaway., which are being issued as a bonus for services previously provided to the Company by Mrs. Hardaway.

On February 27, 2019, the Company filed for a trademark for its No Borders Naturals, natural product brands.

On February 28, 2019, the Company entered into a promissory note by and between the Company and Johanna Giumarra in the principal amount of $100,000. The Note is for one year and accrues simple interest at 11%, which is to be paid quarterly. The Note also has a non-varying conversion price of $0.018 per share.

On March 3, 2019, The Company filed for a trademark and designmark for the Company's use of its GOTCBD? line and logo for the Company's CBD advertising campaign.

We evaluated subsequent events after the balance sheet date through the date the financial statements were issued. We did not identify any additional material events or transactions occurring during this subsequent event reporting period that required further recognition or disclosure in these financial statements.