# AnnaBidiol Corp. dba; First Harbor Capital A Delaware Corporation (833) 266-2833

# For the Years Ended December 31, 2018 and 2017

Prepared in accordance with OTC Pink Basic Disclosure Guidelines

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#### **Forward Looking Statements**

This Company Profile contains forward-looking statements, within the meaning of the Private Securities Litigation Reform Act of 1995. Statements made herein that may be considered forward-looking include statements incorporating terms such as "expects," "believes," "intends," "anticipates" and similar terms that relate to future events, performance, or results of the Company, including, without limitation, statements made regarding expected future results. Forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from management's present expectations or projections. These risks and uncertainties include, but are not limited to, customer and supplier relationships; prices; competition; ability to realize anticipated benefits from initiatives taken; market demand; litigation and other liabilities; and economic, political, governmental, and technological factors affecting the Company's operations, tax rate, markets, products, services, and prices, among others.

#### **Organizational Structure**

AnnaBidiol Corp. (the" Company" or "Asiana") was incorporated in the State of Delaware on Sept. 22, 2009 as DragonTel Holding, Inc. which thereafter changed its name to Asiana Dragons, Inc. The Company again changed its name to Strategic Pharma Information Sciences, Inc. on July 25, 2016, and then to AnnaBidiol Corp. effective upon FINRA approval on January 8, 2018.

#### Management

**Ken Martin** - Mr. Martin was appointed Chief Financial Officer and interim Chief Executive Officer effective January 2018. Effective May 7, 2018, Mr Martin was appointed the sole director of the Company. In addition to Mr. Martin's role with AnnaBidiol Corp. dba; First Harbor Capital, Ken is the founder and serves as CEO/CFO for KM Accounting & Business Consultants, Inc., a leading Massachusetts accounting firm. He plays a key role in the increasing financial stability and cash flow forecasting of the firm's variety of clients in a vast array of industries. Mr. Martin also held leadership roles at American Blue Ribbons Holdings and T & P Entertainment, Inc.

Ken is a QuickBooks ProAdvisor. Ken completed his Master's Degree in Accounting from the University of Massachusetts; his undergraduate degree is from Salem State University.

# ANNABIDIOL CORP. DBA; FIRST HARBOR CAPITAL UNAUDITED BALANCE SHEETS

	Dec	eember 31, 2018	D	ecember 31, 2017
ASSETS				
Current Assets				
Cash Total Current Assets		<u>-</u>		<del>-</del>
Total Current Assets		-		-
Total Assets	\$		\$	
LIABILITIES AND STOCKHOLDERS' DEFICIT				
Current Liabilities	Φ.	1 4 4 0 4 5	Φ.	
Accounts payable and accrued expenses  Total Liabilities	\$	144,047 144,047	\$	<del>-</del>
Total Liabilities		144,047		<del>-</del>
Commitments and Contingencies		-		-
Stockholders' Deficit				
Preferred Series A, \$0.0001 par value; 5,000,000 shares authorized, 500,000				
shares issued and outstanding as of December 31, 2018 and 2017		50		50
Preferred Series B, \$0.0001 par value; 5,000,000 shares authorized, 600,000 shares issued and outstanding as of December 31, 2017		_		60
Common Stock, \$0.0001 par value; 495,000,000 shares authorized,				00
39,950,306 and 41,943,306 shares issued and outstanding as of December 31,				
2018 and 2017		3,995		4,194
Additional paid-in capital Accumulated deficit		5,265,625		5,244,566
Total Stockholders' Deficit		(5,413,717) (144,047)		(5,248,870)
Total Liabilities and Stockholders' Deficit	\$	-	\$	<del>-</del>

	For the Years Ended		
	December 31, 2018	December 31, 2017	
Revenue	\$ -	\$ -	
Cost of Goods Sold	<del>_</del> _	<u>-</u> _	
Gross Profit	-	-	
Operating Expenses:			
General administrative	10,163	-	
Professional and consulting fees	150,815	-	
Travel	3,869		
Total operating expenses	164,847		
Loss from operations	(164,847)		
Other Income (Expense)			
Interest expense	-	-	
Total other income (expense)	-	-	
Net Loss Before Income Taxes	(164,847)		
Income tax	<u>-</u>	_	
Net Loss After Income Taxes	\$ (164,847)	\$ -	
Weighted Average Number of Common Shares			
Outstanding - Basic and Diluted	40,638,301	41,943,306	
Loss per Common Share - Basic and Diluted	\$ (0.00)	\$ -	

# ANNABIDIOL CORP. DBA; FIRST HARBOR CAPITAL UNAUDITED STATEMENTS OF STOCKHOLDERS' DEFICIT

	Shares		Shares		Shares		Additional		Total
	Outstanding	Preferred	Outstanding	Preferred	Outstanding	Common	Paid-In	Accumulated	Stockholders'
	Preferred A	A	Preferred B	B	Common	Stock	Capital	Deficit	Deficit
Balance as of December 31, 2016	500,000	\$ 50	600,000	\$ 60	41,943,306	\$ 4,194	\$ 5,244,566	\$ (5,248,870)	\$ -
Net loss									
Balance as of December 31, 2017	500,000	50	600,000	60	41,943,306	\$ 4,194	5,244,566	(5,248,870)	-
Common shares returned to treasury Preferred B shares returned to	-	-	-	-	(2,013,000)	(201)	201	-	-
treasury	-	-	(600,000)	(60)	-	-	60	-	-
Issuance of common stock for consulting agreements Net loss	- -	- 	<u>-</u>	<u>-</u>	20,000	2	20,798	(164,847)	20,800 (164,847)
Balance as of December 31, 2018	500,000	\$ 50		\$ -	39,950,306	\$ 3,995	\$ 5,265,625	\$ (5,413,717)	\$ (144,407)

# ANNABIDIOL CORP. DBA; FIRST HARBOR CAPITAL UNAUDITED STATEMENTS OF CASH FLOWS

	Years Ended December 31,			
		2018	2017	
Cash Flows From Operating Activities  Net loss  Adjustments to reconcile net loss to net cash used in operating activities:	\$	(164,847)	\$	-
Stock issued for consulting agreements Changes in operating assets and liabilities:		20,800		
Accounts payable and accrued expenses		144,047		
Net Cash Used In (Provided By) Operating Activities				
Cash Flows From Investing Activities				
Cash Flows From Financing Activities				
Net Increase (Decrease) In Cash Cash, Beginning of Period	ф.	<u>-</u>	ф.	- -
Cash, End of Period	\$		\$	
Supplemental Disclosure of Cash Flow Information:				
Cash paid for interest	\$		\$	
Cash paid for income taxes	\$	-	\$	_
Non-Cash Activities:				
Common shares returned to treasury	\$	201	\$	
Preferred B shares returned to treasury	\$	60	\$	

# ANNABIDIOL CORP. DBA; FIRST HARBOR CAPITAL NOTES TO UNAUDITED FINANCIAL STATEMENTS December 31, 2018

#### NOTE 1 – ORGANIZATION AND BASIS OF PRESENTATION

AnnaBidiol Corp. (the" Company" or "Asiana") was incorporated in the State of Delaware on Sept. 22, 2009 as DragonTel Holding, Inc. which thereafter changed its name to Asiana Dragons, Inc. The Company again changed its name, to Strategic Pharma Information Sciences, Inc. on July 25, 2016, and then to AnnaBidiol Corp. effective on FINRA approval on January 8, 2018. The Company is a Delaware corporation organized for the purpose of engaging in any lawful business.

The Company has had no business operations or activity since 2011 when it was associated with GJC Holdings, Inc. a wholly owned subsidiary which was divested. The subsidiary's activities ceased in June of 2011 with the liquidation of all remaining assets and liabilities.

#### NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **Basis of Presentation**

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP").

#### **Use of Estimates**

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported and disclosed in the consolidated financial statements and accompanying notes. Such estimates include, but are not limited to, allowance for doubtful accounts and valuations of intangible assets, among others. Actual results could differ from those estimates.

Management regularly reviews its estimates utilizing currently available information, changes in facts and circumstances, historical experience and reasonable assumptions. After such reviews, and if deemed appropriate, those estimates are adjusted accordingly. Actual results could differ from those estimates.

#### Concentrations and credit risk

Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of cash and accounts receivable. The Company minimizes its credit risk associated with cash by periodically evaluating the credit quality of its primary financial institution. The cash balance may at times may exceed federally insured limits. Management believes the financial risk associated with these balances is minimal and has not experienced any losses to date.

#### **Risk and Uncertainties**

The Company operates in an industry that is subject to rapid change and intense competition. The Company's operations are subject to significant risk and uncertainties including financial, operational, technological, regulatory and other risks, including the potential risk of business failure.

#### **Cash and Cash Equivalents**

The Company considers all highly liquid investments purchased with an original maturity of three months or less at the date of purchase and money market accounts to be cash equivalents. As of December 31, 2018 and 2017, the Company had no cash or cash equivalents.

# **Revenue Recognition**

The Company currently has no realized revenue from operations. We account for product revenue in accordance with Accounting Standards Codification 606, Revenue Recognition, and all related interpretations. Revenue is recognized when the following criteria are met:

- Identification of the contract, or contracts, with a customer
- Identification of the performance obligations in the contract
- Determination of the transaction price
- Allocation of the transaction price to the performance obligations in the contract

• Recognition of revenue when, or as, we satisfy performance obligation

Any revenue received that does not yet meet the above recognition standards is recorded to unearned revenue and held as a liability until recognition occurs.

### **Impairment of Long-Lived Assets**

The Company reviews long-lived assets, at least annually, to determine if impairment has occurred and whether the economic benefit of the asset (fair value of assets to be used and fair value less disposal cost for assets to be disposed of) is expected to be less than the carrying value. Triggering events, which signal further analysis, consist of a significant decrease in the asset's market value, a substantial change in the use of an asset, a significant physical change in the asset, a significant change in the legal or business climate that could affect the asset, an accumulation of costs significantly in excess of the amount originally expected to acquire or construct the asset, or a history of losses that imply continued loss associated with assets used to generate revenue.

#### **Income Taxes**

Income taxes are provided in accordance with ASC 740 Accounting for Income Taxes. A deferred tax asset or liability is recorded for all temporary differences between financial and tax reporting and net operating loss carry forwards. Deferred tax expense (benefit) results from the net change during the year of deferred tax assets and liabilities. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion of all of the deferred tax assets will be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

Provision for income taxes consists of federal and state income taxes in the United States. Due to the uncertainty as to the realization of benefits from our deferred tax assets, including net operating loss carry-forwards and other tax credits, we have a full valuation allowance reserved against such assets. We expect to maintain this full valuation allowance at least in the near term.

The Company records interest and penalties related to unrecognized tax benefits in income tax expense. There were no interest or penalties related to unrecognized tax benefits for years ended December 31, 2018 and 2017.

## **Earnings per Share Policy**

The basic computation of loss per share is based on the weighted average number of shares outstanding during the period presented in accordance with ASC 260, "Earnings Per Share". The computation of diluted earnings per common share is based on the weighted average number of shares outstanding during the period plus the common stock equivalents which would arise from the exercise of stock options and warrants outstanding using the treasury stock method and the average market price per share during the period. Common stock equivalents are not included in the diluted earnings per share calculation when their effect is antidilutive.

#### **Share-Based Payments and Stock-Based Compensation**

Share-based compensation awards, including stock options and restricted stock awards, are recorded at estimated fair value on the applicable award's grant date, based on estimated number of awards that are expected to vest. The grant date fair value is amortized on a straight-line basis over the time in which the awards are expected to vest, or immediately if no vesting is required. Share-based compensation awards issued to non-employees for services are recorded at either the fair value of the services rendered or the fair value of the share-based payments whichever is more readily determinable. The fair value of restricted stock awards is based on the fair value of the stock underlying the awards on the grant date as there is no exercise price.

#### **Recent Accounting Pronouncements**

Management believes the impact of recently issued standards and updates, which are not yet effective, will not have a material impact on the Company's financial position, results of operations or cash flows upon adoption.

#### NOTE 3 – STOCKHOLDERS' EQUITY

The total number of common shares authorized that may be issued by the Company is 495,000,000 shares with a par value of \$0.0001 per share. The Company is authorized to issue 5,000,000 shares of preferred Series A stock with a par value of \$0.0001 per share. The Company is authorized to issue 5,000,000 shares of preferred Series B stock with a par value of \$0.0001 per share. As of December 31, 2018 and 2017 there were 39,950,306 and 41,943,306 shares of Common Stock issued and outstanding, respectively, 500,000 Preferred Series A shares issued and outstanding, and none and 600,000 Preferred Series B shares issued and outstanding, respectively. On May 28, 2018, the Company approved the return of all 600,000 outstanding shares of the Company's Series B Preferred shares. These shares were returned to treasury upon their receipt by the Company.

The company approved a reverse split of the issued and outstanding common stock on a one for 5 basis, which became effective on FINRA approval on January 8, 2018.

#### Series A and Series B Preferred Stock

The outstanding shares of Series A Preferred Stock of the Company is owned by PRLTA, LLC. Such shareholder is also the control shareholder of the common stock. The shareholder may at some time elect to return or cancel some or all of the preferred.

Series A – There are 5,000,000 shares of this Series authorized, and 500,000 shares issued and outstanding, with a deemed purchase price of \$1.00 per share, for liquidation purposes, and the shares have priority over all other preferred stock in liquidation.

The Series A has Super Majority voting power, voting with the common stock as one class, the equivalent of 60% of the common stock at all times. It cannot have the rights and privileges changed unless 75% of the shares of Series A vote to do so. There are no redemption rights, no cumulative dividends, and no conversion rights under the Series A Certificate of Designation.

Series B – There are 5,000,000 shares of this series authorized, and no shares issued and outstanding. The shares are junior to the Series A in priority on liquidation, but senior to all other shares. They have a deemed purchase price of \$1.00 per share for purposes of liquidation and payment of dividends. Dividends are payable at 15% per annum, cumulative, in cash or common stock. The shares are convertible to common stock on a one for one basis, at the option of the holder, or automatically, as a forced conversion, if the common shares are traded at a daily closing price of \$1.00 per share or more for 45 consecutive trading days. The shares are redeemable at \$1.00 per share plus accrued and unpaid dividends, on notice by the Company. The shares are secured by a Pledge on the assets of the Company for liquidation and merger purposes.

## **NOTE 4 – SUBSEQUENT EVENTS**

We have evaluated all events that occurred after the balance sheet date through the date when our financial statements were issued to determine if they must be reported. Management has determined that there were no additional reportable subsequent events to be disclosed.

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

AnnaBidiol Corp. Strategic Pharma Information Sciences Inc. Asiana Dragons, Inc. DragonTel Holding, Inc. January 8, 2018 - Present July 25, 2016 - January 8, 2018 April 26, 2011 - July 25, 2016 September 22, 2009 - April 26, 2011

#### ITEM 2: Address of the issuer's principal executive offices

Company Headquarters P.O. Box 174 Marblehead, MA 01945 (833) 266-2833

### **ITEM 3: Security Information**

Trading symbol: ACBD

Exact title and class of securities outstanding: Common equity CUSIP: 03571L106

Par or Stated Value: \$0.0001

Total common shares authorized: 495,000,000 as of: March 27, 2019 Total common shares outstanding: 39,950,306 as of: March 27, 2019

Preferred Stock Series A Par or Stated Value: \$0.0001

Total common shares authorized: 5,000,000 as of: March 27, 2019 Total common shares outstanding: 500,000 as of: March 27, 2019

Preferred Stock Series B Par or Stated Value: \$0.0001

Total common shares authorized: 5,000,000 as of: March 27, 2019 Total common shares outstanding: none as of: March 27, 2019

Transfer Agent

Madison Stock Transfer Inc. 2500 Coney Island Ave, Sub Level Brooklyn, NY 11235

Phone: (718) 627-4453

The Transfer Agent is registered under the Exchange Act

There are no restrictions on the transfer of the security other than those imposed on certificated shares bearing restrictive legends.

There have not been any trading suspension orders issued by the SEC in the past 12 months.

On January 8, 2018, the Company effected a 5 to 1 reverse stock split in which every shareholder received one new share of the Company's common stock for every five shares previously held, rounded up to the nearest whole share.

#### **ITEM 4: Issuance History**

On May 7, 2018, the Company approved the return and cancellation of 2,013,000 shares of the Company's common stock from an unrelated party

On May 7, 2018, the Company issued an aggregate 20,000 shares of common stock valued at \$20,800 to multiple vendors for services rendered.

On May 28, 2018, the Company approved the return to treasury of all 600,000 outstanding shares of the Company's Series B Preferred shares.

## ITEM 5: Financial Statements - Unaudited

The issuer is providing the following financial statements:

- A. Unaudited Balance Sheets as of December 31, 2018 and 2017;
- B. Unaudited Statements of Operations for the years ended December 31, 2018 and 2017;
- C. Unaudited Statement of Stockholders' Equity for the years ended December 31, 2018 and 2017;
- D. Unaudited Statements of Cash Flows for the years ended December 31, 2018 and 2017;
- E. Notes to the unaudited financial statements.

#### **ITEM 6: Business, Products and Services**

The Company does not currently have any business operations

#### **ITEM 7: Facilities**

The Company has not yet leased office space although it intends to sometime in the future.

## **ITEM 8: Officers, Directors and Control Persons**

(A) Names of Officers, Directors and Control Persons.
Ken Martin – Chief Financial Officer, Interim Chief Executive Officer, Director and shareholder PRLTA, LLC –significant shareholder

#### (B) Legal/Disciplinary History.

None of the foregoing persons have, in the last five 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); (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; (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 or commodities law, which finding or judgment has not been reversed, suspended or vacated; or (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.

## (C) Beneficial Shareholders

Name	Address	No. of Common Shares	Ownership %(1)
PRLTA, LLC <sup>(2)</sup>	PO Box 264 Salem, MA 01970	36,820,000	92.165%
Ken Martin	PO Box 1266 Marblehead, MA 01945	5,000	*
Name	Address	No. of Preferred A Shares	Ownership %
PRLTA, LLC <sup>(2)</sup>	PO Box 264 Salem, MA 01970	500,000	100%

<sup>\*</sup> Represents ownership of less than 1%

- (1) Based on 39,950,306 shares of common stock outstanding as of March 27, 2019
- (2) David D Peralta is the Managing Member of PRLTA, LLC

#### ITEM 9: Third Party Providers

<u>Legal Counsel</u>
Michael A. Littman, Attorney at Law
P.O. Box 1839
Arvada, CO 80001

#### **ITEM 10: Certification**

I, Ken Martin, as Chief Executive Officer and Chairman, ("the Company) certify that:

- 1. I have reviewed the Disclosure Statements for the years ended December 31, 2018 and 2017 of AnnaBidiol Corp. dba; First Harbor Capital;
- 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 represent 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 document.

March 29, 2019

/s/ Ken Martin

Ken Martin

Chief Executive Officer