Emerald Organic Products, Inc.
and Subsidiary

Consolidated Financial Statements

June 30, 2019
(Unaudited)

Accountants' Compilation Report

To the Stockholders and Board of Directors of
Emerald Organic Products, Inc.

Management is responsible for the accompanying consolidated financial statements of Emerald Organic Products, Inc. and Subsidiary, which comprise the consolidated balance sheet as of June 30, 2019 and the related consolidated statements of operations, changes in stockholders' equity and cash flows for the three months then ended, and the related notes to the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America. We have performed compilation engagements in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the consolidated financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. We do not express an opinion, a conclusion, nor provide any form of assurance on these consolidated financial statements.

Baker Tilly Virchow Krause, LLP

Melville, New York
September 5, 2019

Emerald Organic Products, Inc and Subsidiary

Consolidated Balance Sheet
June 30, 2019
(Unaudited)

Assets

Current Assets		
Cash	$	459,642
Accounts receivable		52,974
Inventories		97,456
Total current assets		610,072
Property and Equipment, Net		62,255
Investment in Joint Venture		79,449
Deposits		4,600
Total assets	$	756,376

Liabilities and Stockholders' Equity

Current Liabilities		
Accounts payable and accrued expenses	$	19,587
Notes payable - stockholder		586,881
Total current liabilities		606,468
Stockholders' Equity		
Common stock, $.001 par value; 2,000,000,000 shares authorized, 772,704,794 shares issued and outstanding		7,727
Preferred stock, $.001 par value; 100,000,000 shares authorized, no shares issued and outstanding		-
Additional paid-in capital		432,557
Stock subscription receivable		(130,000)
Accumulated deficit		(160,376)
Total stockholders' equity		149,908
Total liabilities and stockholders' equity	$	756,376

See notes to financial statements

Emerald Organic Products, Inc and Subsidiary

Consolidated Statement of Operations
Three Months Ended June 30, 2019
(Unaudited)

Net Sales	$ 73,209
Cost of Goods Sold	22,695
Gross profit	50,514
Operating Expenses:	
Consulting fees	101,431
Marketing and advertising	52,775
Rent	21,306
Trade shows	14,917
Travel	8,352
Office expense	2,595
Repairs and maintenance	1,800
Depreciation and amortization	3,988
Total operating expenses	207,164
Loss from operations	(156,650)
Other Expense:	
Interest expense - related party	1,881
Total other expenses	1,881
Loss before provision for income taxes	(158,531)
Provision for Income Taxes	-
Net loss	$ (158,531)
Net loss per share - basic and diluted	$ (0.00)
Weighted average number of common shares outstanding - basic and diluted	674,008,524

See notes to financial statements

Emerald Organic Products, Inc and Subsidiary

Consolidated Statement of Cash Flows
Three Months Ended June 30, 2019
(Unaudited)

Cash Flows from Operating Activities		
Net loss	$	(158,531)
Adjustments to reconcile net loss to net cash flows from operating activities		
Depreciation		3,988
Accrued interest - notes payable stockholder		1,881
Changes in operating assets and liabilities		
Accounts receivable		(52,974)
Inventories		(18,902)
Accounts payable and accrued expenses		4,404
Net cash flows from operating activities		(220,134)
Cash Flows from Financing Activities		
Proceeds fron notes payable - stockholder		585,000
Payment of stock subscription receivable		35,000
Net cash flows from financing activities		620,000
Net change in cash		399,866
Cash, beginning of period		59,776
Cash, end of period	$	459,642
Supplemental Disclosures of Cash Flow Information		
Cash paid during the year for		
Interest	$	-
Taxes	$	-
Non Cash Financing Activities		
Conversion of notes payable to common stock	$	439,500

See notes to financial statements

Emerald Organic Products, Inc and Subsidiary

Statement of Changes in Stockholders' Equity
Three Months Ended June 30, 2019

	Common Stock		Additional Paid In Capital	Stock Subscription Receivable	Accumulated Deficit	Total Stockholders' (Deficit) Equity
	Shares	Par Value				
Balance, April 1, 2019	78,391,132	$ 784	$ -	$ (165,000)	$ (1,845)	$ (166,061)
Acquisition of EMOR in reverse merger	694,313,662	6,943	(6,943)	-	-	-
Conversion of notes payable into common stock	-	-	439,500	35,000	-	474,500
Net loss	-	-	-		(158,531)	(158,531)
Balance, June 30, 2019	772,704,794	$ 7,727	$ 432,557	$ (130,000)	$ (160,376)	$ 149,908

See notes to financial statements

1. Organization and Nature of Business

Emerald Organic Products, Inc. (EMOR) was incorporated in October 1977 under the laws of the state of Nevada. Prior to the Acquisition (as defined below), EMOR was engaged in the retail sale of organic meat products, held minority interests in oil and gas property leases and owned production and marketing rights to a patented pet waste disposal product.

On April 4, 2019 (the "Closing Date"), pursuant to an agreement and plan of merger agreement (the "Agreement"), EMOR acquired 100% of the membership interests in Pura Vida Health, LLC (Pura Vida), in exchange for the issuance of 694,313,662 shares of EMOR common stock (the "Acquisition") to the members of Pura Vida ("Sellers"), whereby Pura Vida became a wholly-owned subsidiary of EMOR (collectively EMOR and Pura Vida are defined as the "Company").

Pursuant to the Agreement, and immediately prior to the completion of the Acquisition, the remaining assets of EMOR were contributed into a newly formed subsidiary, whose stock was then distributed to the existing stockholders of EMOR. As a result, as of the Closing Date, the previous business of EMOR was ceased, and the existing operations of Pura Vida will continue as the business of the Company.

Pura Vida was organized in Oregon in March 2018 with headquarters based in Long Island, New York. Pura Vida is engaged in the development, manufacture and distribution of health and wellness supplements, sports nutrition, functional foods and cosmetic products.

As a result of the Acquisition, the Sellers, as the former members of Pura Vida, became the controlling shareholders of the Company. The Acquisition was accounted for as a reverse merger, and for accounting purposes, Pura Vida is deemed the acquiring entity. The consolidated financial statements include the accounts of Pura Vida since inception (March 1, 2018) and EMOR from the date of acquisition (April 4, 2019), and resulted in the Company changing its fiscal year end to March 31 for both financial reporting and tax purposes.

2. Summary of Significant Accounting Policies

Basis of Presentation

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

Principles of Consolidation

The consolidated financial statements include the accounts of Emerald Organic Products, Inc. and all of its wholly-owned subsidiary. All inter-company balances and transactions have been eliminated in consolidation.

Cash and Cash Equivalents

Cash consists of cash on hand and cash deposits at the bank. The Company considers all highly liquid investments with an original maturity date of three months or less when purchased a cash equivalent. At June 30, 2019 the Company had no cash equivalents.

Accounts Receivable and Allowance for Doubtful Accounts

Management makes allowances for doubtful accounts and other reserves against its accounts receivable by analyzing historical bad debts, customer concentrations, customer credit-worthiness, current economic trends, customer deals, and changes in customer payment terms to determine the adequacy of the reserve. As of June 30, 2019 accounts receivable are considered fully collectible and no allowance for doubtful accounts has been provided.

Inventories

Inventories which consist of vitamin supplements and other wellness products (finished goods), raw materials, and packaging material, are stated at the lower of costs or net realizable value, with cost being determined using historical average costing on the first-in, first-out ("FIFO") basis. Management has not recorded a reserve for obsolete and slow-moving inventories based on historical and projected future sales of specific items in inventories. Write-downs and write-offs of inventories are recorded in cost of goods sold in the statement of operations.

Property and Equipment

Property and equipment are stated at original cost, net of accumulated depreciation or amortization. Depreciation and amortization are recorded on a straight-line basis over the estimated useful life of the assets.

Maintenance and repairs are charged to expense in the year incurred. Expenditures which significantly improve or extend the useful life of an asset are capitalized. Cost and accumulated depreciation of property retired or disposed of are removed from the accounts and the resulting gains or losses are recorded to income.

Investments in Unconsolidated Subsidiaries

The equity method of accounting is used for investments of 50 percent or less in which the Company has the ability to exercise significant influence, but not control. These investments are recorded initially at cost and subsequently adjusted for equity in earnings (losses) and cash contributions and distributions.

Impairment of Long-Lived Assets

The Company assesses the impairment of long-lived assets whenever events or changes in business circumstances indicate that the carrying amount of an asset may not be recoverable. When such events occur, management determines whether there has been impairment by comparing the anticipated undiscounted net future cash flows to the related asset's carrying value. If impairment exists, the asset is written down to its estimated fair value. As of June 30, 2019, there was no impairment noted.

Income Taxes

Deferred income taxes are recognized based on the differences between the tax bases of assets and liabilities and their reported amounts in the financial statements which will result in taxable or deductible amounts in future years. Further, the effects of enacted tax law or rate changes are included in income as part of deferred tax expense or benefit in the period that includes the enactment date. A valuation allowance is recognized if it is more likely than not that some portion or all of a deferred tax asset will not be realized. At June 30 ,2019, the Company has fully reserved all deferred tax assets.

It is the Company's policy to provide for uncertain tax positions and the related interest and penalties based upon management's assessment of whether a tax benefit is more-likely-than-not to be sustained upon examination by taxing authorities. To the extent that the Company prevails in matters for which a liability of an unrecognized tax benefit is established or is required to pay amounts in excess of the liability; the Company's effective tax rate in a given financial statement period may be affected. The Company recognizes accrued interest and penalties related to unrecognized income tax benefits in selling, general and administrative expenses. As of June 30, 2019, the Company does not believe it has any uncertain tax positions that would require either recognition or disclosure in the accompanying financial statements.

Revenue Recognition

The Company recognizes revenue in accordance with Accounting Standards Codification ("ASC"), Topic 606, *Revenue from Contracts with Customers*, which the Company adopted effective April 1, 2019. Accordingly, the Company recognizes revenue when its customers obtain control of its products or services, in an amount that reflects the consideration that the Company expects to receive in exchange for those goods and services. The adoption of ASC 606 did not have a material impact on the Company's financial statements.

The Company is engaged in one line of business: the development, manufacture, and distribution of consumer health and wellness products.

Revenue is recognized upon transfer of control of promised products to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products. The Company typically transfers control at a point in time upon shipment or delivery of the product.

Typically timing of revenue recognition coincides with the timing of invoicing to the customers, at which time the Company has an unconditional right to consideration. As such, the Company typically records a receivable when revenue is recognized.

The contract with the customer states the final terms of the sale, including the description, quantity, and price of each product purchased. Payment for product sales is typically due within 30 days of the delivery date.

The Company records provisions for estimated returns and allowances at the time of shipment.

Advertising and Marketing

Advertising and marketing costs are charged to selling and marketing expense as incurred. The Company incurred approximately $52,775 in advertising and marketing costs during the three months ended June 30, 2019, which was comprised primarily of social marketing, public relations and print and web advertising.

Net Income Per Share

Basic net income (loss) per common share (Basic EPS) is computed by dividing net income (loss) by the weighted average number of common shares outstanding. Diluted net income (loss) per common share (Diluted EPS) is computed by dividing net income by the weighted average number of common shares and dilutive common share equivalents and convertible securities then outstanding. At June 30, 2019 the Company had no dilutive stock equivalents.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Estimates recorded during the year include the allowance for doubtful accounts, reserve on inventory, useful lives of fixed assets, and provision for deferred taxes. Actual results may differ from those estimates.

Evaluation of Subsequent Events

Management has evaluated subsequent events through September 5, 2019, the date these consolidated financial statements were available to be issued, and determined that all subsequent events have been disclosed, and there were no other subsequent events requiring disclosure in or adjustment to these consolidated financial statements.

Recently Issued Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2014-09, *Revenue from Contracts with Customers (Topic 606)*. ASU 2014-09 provides a single comprehensive revenue recognition framework and supersedes existing revenue recognition guidance. Included in the new principles based revenue recognition model are changes to the basis for deciding on the timing for revenue recognition. In addition, the standard expands and improves revenue disclosures. The FASB subsequently issued ASU 2015-14, *Revenue from Contracts with Customers (Topic 606): Deferral of the Effective Date*, in August 2015, which defers the effective date of ASU 2014-09. After the deferral, ASU 2014-09 is effective retroactively for annual or interim reporting periods beginning after December 15, 2018, with early adoption permitted for reporting periods beginning after December 15, 2016. The Company adopted ASU 2014-09 effective April 1, 2019 using the modified retrospective method applied to contracts that were not completed as of March 31, 2019.

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*. ASU 2016-02 was issued to increase transparency and comparability among organizations by recognizing lease assets and lease liabilities on the balance sheet and disclosing key information about leasing arrangements. Under the provisions of ASU 2016-02, a lessee is required to recognize a right-to-use asset and lease liability, initially measured at the present value of the lease payments, in the balance sheet. In addition, lessees are required to provide qualitative and quantitative disclosures that enable users to understand more about the nature of the Companies' leasing activities. The Company will be required to retrospectively adopt the guidance in ASU 2016-02 for years beginning after December 15, 2019. Early adoption is permitted. The Company is currently evaluating the impact of adopting ASU 2016-02.

4. Inventories

Inventories consist of the following as of June 30, 2019:

Finished goods	$ 66,270
Raw materials	18,517
Packaging materials	12,669
Total inventories	$ 97,456

5. Property and Equipment

Property and equipment consist of the following as of June 30, 2019:

	Estimated Useful Lives		
Computer equipment	5 years	$	13,453
Furniture and fixtures	5 years		10,049
Machinery and equipment	5 years		13,675
Leasehold improvements	Lease term		29,066
			66,243
Less: Accumulated depreciation and amortization			3,988
Net property and equipment		$	62,255

Depreciation and amortization of property and equipment charged to operations amounted to $3,988 for the three months ended June 30, 2019.

6. Investment in Joint Venture

In April 2018, the Company entered into a joint venture agreement with Golden Development Solutions, Inc. to form Pura Vida Vitamins, LLC ("PV Vitamins") a limited liability company. The Company's investment in PV Vitamins aggregated $79,449 at June 30, 2019. There were no equity earnings or losses recorded from this investment during the three months ended June 30, 2019. The Company's 50 percent joint venture interest is accounted for under the equity method.

7. Convertible Notes Payable

Prior to April 1, 2019, Pura Vida issued $439,500 of convertible notes (the "Notes"). The Notes bore interest at 6% per annum and were set to mature on June 30, 2019, unless they were converted into membership interests prior to the maturity date. The Notes provided for mandatory conversion into membership units of Pura Vida upon a sale or merger of Pura Vida that resulted in more than 50% change of the ownership of the membership interests of Pura Vida.

Pursuant to the Acquisition, on April 4, 2019 the Notes were converted into membership interests in Pura Vida and then immediately exchanged for shares of the Company as part of the Acquisition.

Included in stockholders' equity at June 30, 2019 is $130,000 of subscription receivable related to the sale of one of the Notes. The receivable was fully collected subsequent to June 30, 2019.

8. Related Party Transactions

Notes Payable - Stockholder

Notes payable – stockholder is comprised of the following at June 30, 2019:

Note payable – April 10, 2019	$ 85,000
Note payable – June 24, 2019	400,000
Note payable – June 10, 2019	100,000
	585,000
Accrued unpaid interest	1,881
Total Notes Payable - Stockholder	$ 586,881

The notes all bear interest at a fixed rate of 6% per annum and mature on July 1, 2020, when the entire principal balance plus all unpaid accrued interest is due and payable.

Consulting Fees

Included in consulting fees is approximately $25,000 which was paid to a stockholder for strategic planning and product development services.

9. Equity

Capitalization

On December 28, 2018, the Company amended its Articles of Incorporation to increase the number of authorized shares to 2,100,000,000, which consists of 2,000,000,000 shares of $.001 par value common stock and 100,000,000 shares of $.001 par value preferred stock. The preferred stock can be issued in one or more series or classes at the discretion of the Board of Directors.

Warrants

The Company has 78,391,132 outstanding common stock purchase warrants, which provides the warrant holders the ability to purchase an equal number of shares of the Company's common stock at an exercise price of $.10 per share. The warrants expire on December 31, 2020.

10. Commitments and Contingencies

Operating Leases

In February 2019, the Company entered into two non-cancelable lease obligations for office and manufacturing facilities which expire in July 2022.

The total rent expense charged to operations under these leases for the three month period ended June 30, 2019 amounted to $21,306.

Approximate future minimum lease payments under leases with non-cancelable lease terms in excess of one year are as follows:

Twelve Months ending June 30:		
2020	$	74,100
2021		74,100
2022		74,100
2023		6,200
Total	$	228,500

Concentration of Credit Risk

Cash - Financial instruments that potentially subject the Company to concentration of credit risk consist principally of cash balances deposited in financial institutions in accounts that exceed the Federal Deposit Insurance Corporation ("FDIC") insurance limits. The Company has historically selected high quality financial institutions and to date has not experienced any losses resulting from such insurance limits.

Accounts receivable and customer concentrations - The Company sells its products to a geographically diverse group of U.S. customers and generally does not require collateral for these sales. The Company performs ongoing credit evaluations of its top customers and maintains an allowance for potential credit losses. For the three month period ended June 30, 2019, the Company's sales were all to one customer and the amounts outstanding in accounts receivable at June 30, 2019 were due from that customer.