Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

CONTINENTAL BEVERAGE BRANDS CORPORATION

A Nevada Corporation

20311 CHARTWELL CENTER DRIVE
SUITE 1469
CORNELIUS, NORTH CAROLINA

704-790-9799

Amended Quarterly Report
For the Period Ending: March 31, 2019
(the "Reporting Period")

As of March 31, 2019, the number of shares outstanding of our Common Stock was:

14,187,015

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

5,975,035

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:

Yes: ☒ No: ☐

On January 17, 2019 the District Court for Clark County Nevada appointed Hybrid Titan Management, LLC to be the Receiver of the Company pursuant to NRS 78.630.

[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

(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.

On January 25, 2019 Hybrid Titan Management was issued 8,211,980 shares of the Company's common stock in payment of amounts owed by the Company to Hybrid Titan Management.

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 Company was incorporated under the name Hermes Jets, Inc. In February 2015 the Company changed its name to Continental Beverage Brands Corporation.

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):

The Company was incorporated in Nevada on September 11, 2008. The Company's status in Nevada is Active.

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:	CBBB	
Exact title and class of securities outstanding:	COMMON	
CUSIP:	21116R107	
Par or stated value:	$0.001	
Total shares authorized:	100,000,000	as of March 31, 2019
Total shares outstanding:	14,187,015	as of March 31, 2019
Number of shares in the Public Float[2]:	5,975,035	as of March 31, 2019
Total number of shareholders of record:	67	as of March 31, 2019

Additional class of securities (if any):

Trading symbol:	CBBB	
Exact title and class of securities outstanding:	COMMON	
CUSIP:	21116R107	
Par or stated value:	$0.001	
Total shares authorized:	100,000,000	as of March 31, 2019
Total shares outstanding:	14,187,015	as of March 31, 2019

Transfer Agent

Name: VStock Transfer LLC
Phone: 212-828-8436
Email: www.vstocktransfer.com

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

[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.

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

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:

None

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 January 1, 2017	Opening Balance: Common: 5,975,035 Preferred: --		*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?**
1/25/19	New Issuance	8,211,980	Common	$0.001	Yes	Hybrid Titan Management, LLC (1)	Payment of debt	Restricted	4(a)(2)
Shares Outstanding on March 31, 2019:	Ending Balance: Common: 14,187,015 Preferred: --								

(1) This entity is controlled by William Alessi, the Issuer's sole officer and director.

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:

None

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.)
1/23/19	$15,000 (2)	$15,000	$217 (2)	7/23/19	Number of shares to be issued upon conversion will be determined by dividing the amount to be converted by $0.001	Hybrid Titan Management, LLC (1)	Working Capital
_____	_____	_____	_____	_____	_____	_____	_____

(1) This entity is controlled by William Alessi, the Issuer's sole officer and director.

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

(2) As of March 31, 2019.

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: **1227384 Ontario Inc.**
Title: **Outside financial consulting firm**
Relationship to Issuer: **None**

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 operations

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

Continental Beverage Inventory and Warehousing Ltd.

Continental Beverage Marketing and Promotion, Inc.

Subsidiaries have been inactive since 2016.

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

The Company does not have any products or services.

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.

The Company does not own or lease any assets, properties or facilities.

The Company uses the offices of its chief executive officer at no cost.

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
William Alessi	Acting CEO	Cornelus, NC	8,211,980	Common	57.9%	(1) (2)
_____	_____	_____	_____	_____	_____	_____

(1) Share ownership as of August 30, 2019.

(2) Shares are registered in the name of Hybrid Titan Management, LLC, a company controlled by Mr. Alessi.

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);

   No

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;

   No

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

   No

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.

   No

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: William T. Hart
Firm: Hart & Hart, LLC
Address 1: 1624 N. Washington Street
Address 2: Denver, CO 80203
Phone: (303) 839-0061
Email: harttrinen@aol.com

Accountant or Auditor

Name: 1227384 Ontario Inc.
Firm: Financial Consulting Firm
Address 1: 14 Pico Crescent
Address 2: Thronhill, ON L4J 8P4
Phone: (905) 731-0189
Email: smartworld1949@gmail.com

Investor Relations Consultant

N/A

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.

N/A

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, William Alessi certify that:

1. I have reviewed this quarterly disclosure statement of Continental Beverage Brands Corporation;

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.

October 9, 2019

William Alessi - Acting CEO

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

Principal Financial Officer:

I, William Alessi certify that:

1. I have reviewed this quarterly disclosure statement of Continental Beverage Brands Corporation;

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.

October 9, 2019

William Alessi - Acting CFO

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

Alessi Cont. Bev. March 2019 Disclosure Stmt. Chgs 10-7-19

CONTINENTAL BEVERAGE BRANDS CORPORATION

INDEX TO CONSOLIDATED FINANCIAL STATEMENTS

CONTINENTAL BEVERAGE BRANDS CORPORATION
CONSOLIDATED BALANCE SHEETS

(UNAUDITED)

	MARCH 31, 2019	DECEMBER 31, 2018
ASSETS		
CURRENT		
Cash	$ 601	$ -
TOTAL ASSETS	$ 601	$ -
LIABILITIES		
CURRENT		
Accounts payable	$ -	$ 8,212
Accrued interest	23,675	22,310
Convertible note payable	15,000	-
Notes payable	95,728	95,728
Total Liabilities	134,403	126,250
Commitments and Contingencies	-	-
STOCKHOLDER DEFICIT		
Common stock - 100,000,000 shares par value $.001 authorized issued and outstanding - 14,187,015, December 31, 2018 - 5,975,035	14,187	5,975
Additional paid-in capital	6,891,799	6,891,799
DEFICIT	(7,039,788)	(7,024,024)
Total Stockholder Deficit	(133,802)	(126,250)
TOTAL LIABILITIES AND STOCKHOLDER DEFICIT	$ 601	$ -

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

CONTINENTAL BEVERAGE BRANDS CORPORATION
CONSOLIDATED STATEMENT OF OPERATIONS

(UNAUDITED)

	THREE MONTHS ENDED MARCH 31, 2019	2018
REVENUE	$ -	$ -
OPERATING EXPENSES		
General and administrative	14,398	-
	14,398	-
Operating Loss	(14,398)	-
Other items		
Interest expense	(1,366)	(1,142)
Loss on discontinuance of operations	-	-
	(1,366)	(1,142)
NET LOSS	$ (15,764)	$ (1,142)
Weighted average number of shares outstanding	7,504,938	5,975,035
Net loss per share - basic and fully diluted	$ (0.00)	$ (0.00)

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

CONTINENTAL BEVERAGE BRANDS CORPORATION
CONSOLIDATED STATEMENT OF STOCKHOLDER DEFICIT
FOR THE THREE MONTHS ENDED MARCH 31, 2019
(UNAUDITED)

	Common Stock			Additional Paid-In		Accumulated		
	Issued		Amount		Capital		Deficit	Totals
Balance - January 1, 2019	5,975,035	$	5,975	$	6,891,799	$	(7,024,024) $	(126,250)
Common stock issued for debt	8,211,980		8,212		-		-	8,212
Net loss - March 31, 2019	-		-		-		(15,764)	(15,764)
Balance - December 31, 2018	14,187,015	$	14,187	$	6,891,799	$	(7,039,788) $	(133,802)

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

CONTINENTAL BEVERAGE BRANDS CORPORATION
CONSOLIDATED STATEMENT OF CASH FLOWS

(UNAUDITED)

	THREE MONTHS ENDED MARCH 31, 2019	THREE MONTHS ENDED MARCH 31, 2018
Cash Flows from Operating Activities:		
Net income(loss)	$ (15,764)	$ (1,142)
Adjustments to reconcile net income(loss) to net cash used in operating activities		
Items not requiring an outlay of funds	-	-
Changes in operating assets and liabilities		
Inventory	-	-
Accounts payable	-	-
Accrued interest	1,365	1,142
Net Cash Used In Operating Activities	(14,399)	-
Cash Flows from Investing Activities:		
Fixed assets	-	-
Goodwill	-	-
Net Cash Provided By Investing Activities	-	-
Cash Flows from Financing Activities:		
Notes payable	15,000	-
Issuance of stock for cash	-	-
Net Cash Provided By Financing Activities	15,000	-
Foreign Currency Translation	-	-
Net Change in Cash	601	-
Cash and Cash Equivalents - Beginning of Period	-	-
Cash and Cash Equivalents - End of Period	$ 601	$ -

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

CONTINENTAL BEVERAGE BRANDS CORPORATION
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2019 AND 2018
(UNAUDITED)

NOTE 1 - NATURE OF BUSINESS

ORGANIZATION

CONTINENTAL BEVERAGE BRANDS CORPORATION (Formerly Hermes Jets, Inc.) (the "Company") was incorporated in the State of Nevada on September 11, 2008. At that time the primary business of the Company was to act as a global broker for business and private jets by connecting travelers (corporations, institutions and wealthy private individuals) with executive aircraft that are independently owned and operated by third party companies or individuals. On February 5, 2015, the Company changed its name to better reflect its anticipated new business direction. The Company had received approval of its Federal Permit to distribute alcoholic beverages, which would be accomplished, through its subsidiaries, Continental Beverage Inventory and Warehousing Ltd., and promotional activities through Continental Beverage Marketing and Promotion Inc. In early 2016, the Company abandoned its activities and ceased to operate.

The year end of the Company is December 31.

BASIS OF PRESENTATION

The Company has not earned any revenues from limited principal operations. Accordingly, the Company's activities have been accounted for as those of a "Development Stage Enterprise" as set forth in Financial Accounting Standards Board Statement No. 7 ("SFAS 7"). Among the disclosures required by SFAS 7 are that the Company's financial statements be identified as those of a development stage company, and that the statements of operations, stockholders' equity (deficit) and cash flows disclose activity since the date of the Company's inception.

BASIS OF ACCOUNTING

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States. All intercompany transactions have been eliminated. Management is of the opinion that all necessary adjustments have been made to make these interim consolidated financial statements not misleading.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

GOING CONCERN

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company currently has no operations with an accumulated deficit of $7,039,788 and has no cash. The Company intends to find a merger target in the form of an operating entity or commence a new business with investment capital. The Company cannot be certain that it will be successful in this strategy nor does it know if it will have the ability to raise any investment capital.

These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (continued)

USE OF ESTIMATES

The preparation of financial statements in conformity with U.S. generally accepted accounting principles 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 consolidated financial statements, and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

CASH AND CASH EQUIVALENTS

For purposes of the statement of cash flows, cash equivalents include demand deposits, money market funds, and all highly liquid debt instructions with original maturities of three months or less.

FINANCIAL INSTRUMENTS

The FASB issued ASC 820-10, *Fair Value Measurements and Disclosures* , for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the NINE levels of inputs required by the standard that the Company uses to measure fair value:

- Level 1: Quoted prices in active markets for identical assets or liabilities

- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.

- Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

CONCENTRATIONS AND CREDIT RISKS

The Company's financial instruments that are exposed to concentrations and credit risk primarily consist of its cash.

Cash - The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (continued)

FOREIGN CURRENCY TRANSLATION

The accounts of the Company are accounted for in accordance with the Statement of Financial Accounting Statements No. 52 ("SFAS 52"), "Foreign Currency Translation". The financial statements of the Company are translated into US dollars as follows: assets and liabilities at year-end exchange rates; income, expenses and cash flows at average exchange rates; and shareholders' equity at historical exchange rate.

Monetary assets and liabilities, and the related revenue, expense, gain and loss accounts, of the Company are re-measured at year-end exchange rates. Non-monetary assets and liabilities, and the related revenue, expense, gain and loss accounts are re-measured at historical rates. Adjustments which result from the re-measurement of the assets and liabilities of the Company are included in net income.

SHARE-BASED COMPENSATION

ASC 718, *Compensation – Stock Compensation*, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized in the period of grant.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, *Equity – Based Payments to Non-Employees*. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

As of March 31, 2019 and 2018, respectively, there was $Nil of unrecognized expense related to non-vested stock-based compensation arrangements granted. There have been no options granted during the three months ended March 31, 2019 and 2018, respectively.

INCOME TAXES

The Company accounts for income taxes under ASC 740, *Income Taxes*. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. Deferred tax assets or liabilities were off-set by a 100% valuation allowance, therefore there has been no recognized benefit as of March 31, 2019 and 2018 respectively. Further it is unlikely with the change of control that the Company will have the ability to realize any future tax benefits that may exist.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (continued)

COMMITMENTS AND CONTINGENCIES

The Company follows ASC 450-20, *Loss Contingencies*, 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.

EARNINGS PER SHARE

Net income (loss) per share is calculated in accordance with ASC 260, *Earnings Per Share*. The weighted-average number of common shares outstanding during each period is used to compute basic earnings or loss per share. Diluted earnings or loss per share is computed using the weighted average number of shares and diluted potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at March 31, 2019 and 2018 respectively. Due to net operating loss, there is no presentation of dilutive earnings per share, as it would be anti-dilutive.

FORGIVENESS OF INDEBTEDNESS

The Company follows the guidance of AS 470.10 related to debt forgiveness and extinguishment. Debts of the Company are considered extinguished when the statute of limitations in the applicable jurisdiction expire or when terminated by judicial authority such as the granting of a declaratory judgment. Debts to related parties or shareholders are treated as capital transactions when forgiven or extinguished and credited to additional paid in capital. Debts to non-related parties are treated as other income when forgiven or extinguished.

RECENT ACCOUNTING PRONOUNCEMENTS

We have reviewed all the recently issued, but not yet effective, accounting pronouncements as set out below. We do not believe any of these pronouncements will have a material impact on the Company.

In March 2016, the FASB issued Accounting Standards Update ("ASU") No. 2016–09, Compensation – Stock Compensation (Topic 718), which simplifies several areas of accounting for share–based compensation arrangements, including income tax consequences, classification of awards as either equity or liabilities, and classification on the statement of cash flows. ASU 2016–09 is effective for our fiscal year 2018, including interim periods within the fiscal year.

In August 2014, the FASB issued ASU No. 2014–15, *Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern*, which requires management to evaluate whether there is substantial doubt about an entity's ability to continue as a going concern and provide related footnote disclosures. ASU No. 2014–15 was effective for our fiscal year 2018, including interim periods within the fiscal year. As such, we adopted this standard in the first quarter of fiscal 2018. This standard did not have a significant effect on our accounting policies or on our consolidated financial statements and related disclosures.

In July 2015, the FASB issued ASU No. 2015–11, Inventory (Topic 330): *Simplifying the Measurement of Inventory*, which requires companies to measure inventory at the lower of cost and net realizable value, versus the lower of cost or market. Net realizable value is the estimated selling price in the ordinary course of business, less reasonably predictable costs of completion, disposal, and transportation. ASU 2015–11 was effective for our fiscal year 2018, with early adoption permitted and to be applied prospectively.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES(continued)

RECENT ACCOUNTING PRONOUNCEMENTS(continued)

In August 2016, the FASB issued ASU No. 2016–15, *Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments*. This standard is intended to address eight classification issues related to the statement of cash flows to reduce diversity in practice in how certain transactions are classified. ASU 2016–15 is effective for our fiscal year 2019, with early adoption permitted. This standard requires adoption based upon a retrospective transition method. We elected to early adopt this standard in the first quarter of fiscal 2018. This standard did not have a significant effect on our accounting policies or on our consolidated financial statements and related disclosures.

Between May 2014 and December 2016, the FASB issued ASU No. 2014–09, *Revenue from Contracts with Customers (Topic 606)*, and various related updates, establishing a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. This standard provides a five–step analysis in determining when and how revenue is recognized. The new model will require revenue recognition to depict the transfer of promised goods or services to customers in an amount that reflects the consideration a company expects to receive in exchange for those goods or services and will supersede most of the existing revenue recognition guidance, including industry–specific guidance. We have the option of applying this new standard retrospectively to each prior period presented ("full retrospective approach") or retrospectively with the cumulative effect recognized in retained earnings as of the date of adoption ("modified retrospective approach"). Topic 606 was effective for us beginning November 1, 2018 and we adopted it on that date using the modified retrospective approach.

Between February 2016 and July 2018, the FASB issued ASU No. 2016–02, *Leases (Topic 842)*, and various related updates, which establish a comprehensive new lease accounting model. ASU 2016–02 clarifies the definition of a lease, requires a dual approach to lease classification similar to current lease classifications, and requires lessees to recognize leases on the balance sheet as a lease liability with a corresponding right–of–use asset for leases with a lease–term of more than twelve months. ASU 2016–02 is effective for our fiscal year 2020, including interim periods within the fiscal year, and requires modified retrospective application. Early adoption is permitted.

In August 2017, the FASB issued ASU No. 2017–12, *Derivatives and Hedging (Topic 815) Targeted Improvements to Accounting for Hedging Activities*, which simplifies the application of hedge accounting and enables companies to better portray the economics of their risk management activities in their financial statements. ASU 2017–12 is effective for our fiscal year 2020, including interim periods within the fiscal year, and requires modified retrospective application. Early adoption is permitted.

In February 2018, the FASB issued ASU No. 2018–02, *Income Statement – Reporting Comprehensive Income (Topic 220): Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income*, which will allow a reclassification from accumulated other comprehensive income to retained earnings for the tax effects resulting from the Tax Reform Act that are stranded in accumulated other comprehensive income. This standard also requires certain disclosures about stranded tax effects. This ASU, however, does not change the underlying guidance that requires that the effect of a change in tax laws or rates be included in income from continuing operations. ASU 2018–02 will be effective for our fiscal year 2020, with the option to early adopt at any time prior to the effective date. It must be applied either in the period of adoption or retrospectively to each period in which the effect of the change in the U.S. federal corporate income tax rate in the Tax Reform Act is recognized.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES(continued)

RECENT ACCOUNTING PRONOUNCEMENTS(continued)

In February 2018, the FASB issued ASU No. 2018–03, *Technical Corrections and Improvements to Financial Instruments–Overall (Subtopic 825–10): Recognition and Measurement of Financial Assets and Financial Liabilities,* which clarifies the guidance in ASU No. 2016–01, *Financial Instruments – Overall (Subtopic 825–10)* on certain issues related to financial instruments including, among other things, forward contracts and presentation requirements. ASU 2018–03 will be effective for our fiscal year 2019, including interim periods within the fiscal year. We are assessing the impact this new accounting guidance will have on our consolidated financial statements and disclosures.

Between May 2017 and June 2018, the FASB issued ASU No. 2017–09 and ASU No. 2018–07, *Compensation – Stock Compensation (Topic 718)*, to include share–based payments issued to nonemployees for goods or services, as well to provide clarity and to reduce diversity in practice and cost and complexity when applying the guidance in Topic 718. These updates include guidance on determining which changes to the terms and conditions of share–based payment awards require a company to apply modification accounting under Topic 718 and to align the accounting for share–based payments to nonemployees and employees. These updates are effective for our fiscal year 2019. Early adoption is permitted, including adoption in any interim period.

NOTE 3 – NOTES PAYABLE

The Company had notes payable totaling $95,728 from certain related individuals. $73,228 bear interest at the rate of 6% per annum. $2,500 bear interest at the rate of 7% per annum and $20,000 of advances in 2016 are non-interest bearing. All notes are due on demand and are unsecured.

On January 23, 2019 the Company issued a convertible promissory note to cover up to $15,000 in advances by Hybrid Titan Management, LLC (“HTM”) which are to pay Company expenses. The note is due by June 23, 2019 and bears interest at the rate of 8% per annum. The note is convertible at any time at the option of HTM during the term to be converted at the par value of the common stock of $0.001.

NOTE 4 - COMMITMENTS AND CONTINGENCIES

Risks and Uncertainties
The Company’s operations are subject to significant risks and uncertainties including financial, operational and regulatory risks, including the potential risk of business failure.

The Company does not have employment contracts with its key employees, including the controlling shareholders who are officers of the Company.

Legal and other matters
In the normal course of business, the Company may become a party to litigation matters involving claims against the Company. The Company's management is unaware of any pending or threatened assertions and there are no current matters that would have a material effect on the Company’s financial position or results of operations.

NOTE 5 – EQUITY

We have 100,000,000 authorized shares of common stock with $0.001 par value. As of March 31, 2019 there was 14,187,015 common shares outstanding and as at December 31, 2018 there were 5,975,035 shares of common stock issued and outstanding. All shares are equal to each other with respect to liquidation and dividend rights. Holders of voting shares are entitled to one vote for each share that they own at any shareholders' meeting. Holders of our shares of common stock do not have cumulative voting rights.

Each share of common stock entitles the holder to one vote, either in person or by proxy, at meetings of shareholders. The holders are not permitted to vote their shares cumulatively. Accordingly, the shareholders of our common stock who hold, in the aggregate, more than fifty percent of the total voting rights can elect all of our directors and, in such event, the holders of the remaining minority shares will not be able to elect any of the such directors. The vote of the holders of a majority of the issued and outstanding shares of common stock entitled to vote thereon is sufficient to authorize, affirm, ratify or consent to such act or action, except as otherwise provided by law.

Holders of common stock are entitled to receive ratably such dividends, if any, as may be declared by the Board of Directors out of funds legally available. We have not paid any dividends since our inception, and we presently anticipate that all earnings, if any, will be retained for development of our business. Any future disposition of dividends will be at the discretion of our Board of Directors and will depend upon, among other things, our future earnings, operating and financial condition, capital requirements, and other factors.

Holders of our common stock have no preemptive rights or other subscription rights, conversion rights, redemption or sinking fund provisions. Upon our liquidation, dissolution or winding up, the holders of our common stock will be entitled to share ratably in the net assets legally available for distribution to shareholders after the payment of all of our debts and other liabilities. There are not any provisions in our Articles of Incorporation or our Bylaws that would prevent or delay change in our control. There are no conversion, preemptive or other subscription rights or privileges with respect to any shares.

On January 17, 2019 an order from the court was approved to the appointment of Hybrid Titan Management, LLC("HTM") as receiver of the Company in connection with monies owed to HTM for expenses paid totaling $8,211.98.

To settle the aforementioned debt, the Company entered into a settlement agreement with HTM on January 25, 2019 for the issuance of 8,211,980 shares at par value of $0.001.

NOTE 6 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through the date of filing the consolidated financial statements with OTC Markets, the date the consolidated financial statements were available to be issued. Management is not aware of any significant events that occurred subsequent to the balance sheet date that would have a material effect on the consolidated financial statements thereby requiring adjustment or disclosure.