OTC Markets

Alternative Reporting Standard: Pink® Basic Disclosure Guidelines

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 ("Exchange Act") as well as Rule 144 of the Securities Act of 1933 ("Securities Act"), and state Blue Sky laws, require issuers to provide *adequate current information* to the public markets. With a view to encouraging compliance with these laws, OTC Markets Group has created these Pink Basic Disclosure Guidelines ("Guidelines").[1] These Guidelines set forth the disclosure obligations that make up the "Alternative Reporting Standard" for Pink companies. These Guidelines have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator, although OTC Markets Group as a matter of policy welcomes comments from these and other regulators. We use information provided by companies under these Guidelines to designate the appropriate tier in the Pink Market: Current Information, Limited Information or No Information.[2] The information provided by companies under these Guidelines is subject to our Privacy Policy.

These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice.

Pink Current Information Tier

Companies that make the information described below publicly available on a timely basis (90 days after fiscal year end for Annual Reports; 45 days after each fiscal quarter end for Quarterly Reports) may qualify for the Current Information Tier.

Qualification Process:

1. Subscribe to the OTC Disclosure & News Service by submitting an OTCIQ Order Form (available on www.otciq.com).

2. Upload the following documents through OTCIQ:
    - **Quarterly Reports** for Current Fiscal Year– must include Disclosure Statement and Financial Reports listed below
    - **Annual Report** for Most Recently Completed Fiscal Year– must include Disclosure Statement and Financial Reports listed below
    - **Annual Report** for Prior Completed Fiscal Year – must include Financial Reports listed below
        - ***Disclosure Statements:*** Disclosure information pursuant to these Guidelines for the applicable period. (see the fillable form staring on Page 4).
        - ***Financial Statements:*** Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited. Required financial statements include:
            - Balance Sheet
            - Statement of Income
            - Statement of Cash Flows
            - Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
            - Notes to Financial Statements
            - Audit Letter, if audited

[1] This is not legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements.

[2] OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for the Pink Current Information tier.

3. If financial statements are not audited by a PCAOB registered firm, provide the following:
   - ***Attorney Letter Agreement:*** Submit a signed Attorney Letter Agreement according to the instructions on www.otcmarkets.com.
   - ***Attorney Letter:*** After following the appropriate procedures with a qualified attorney, upload an "Attorney Letter With Respect to Current Information" in accordance with the Attorney Letter Guidelines through OTCIQ. Attorney Letters must reference all required reports as set forth in Section 2 above.
4. Verified Profile: Verify the Company Profile through OTCIQ. Profile information includes, but is not limited to, a complete list of officers, directors and service providers, outstanding shares, a business description and contact information.
5. Allow OTC Markets Group to process the posted documents (typically three to five business days) and provide any comments.
6. Companies will be only be evaluated for Current Information once all required documentation has been submitted. A new Attorney Letter is required upon amendment of any referenced report.
7. To qualify for Current Information on an ongoing basis, companies must upload reports through OTCIQ on the following schedule:
   - Quarterly Report within **45** days of the quarter end
   - Annual Report within **90 days** of the fiscal year end
   - Attorney Letter within **120 days** of the fiscal year end.

Pink Limited Information Tier

Companies that make the information described below publicly available through OTCIQ for a period within the prior 6 months may qualify for the Limited Information Tier.

8. Financial Statements: Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.
   - Balance Sheet
   - Statement of Income
   - Statement of Cash Flows
   - Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
   - Notes to Financial Statements
   - Audit Letter, if audited
9. Verified Profile: The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors and service providers; outstanding shares; a business description and contact information.

Current Reporting of Material Corporate Events

Companies are expected to release quickly to the public any news or information regarding corporate events that may be material to the issuer and its securities. Persons with knowledge of such events would be considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release within 4 business days following their occurrence and posting such news release through an Integrated Newswire or OTCIQ.[3]

Material corporate events include:

- Entry into or termination of a material definitive agreement
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct financial obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities
- Material impairments
- Sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Amendments to articles of incorporation or bylaws; change in fiscal year
- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure regarding stock promotion campaigns deemed material by the issuer
- Other events the issuer considers to be of importance

[3] "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on www.otcmarkets.com.

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

AVEW HOLDINGS, INC.

13359 N. Highway 183, #406-1052
Austin, Texas 478750
(512) 554-4200
www.avewholidngs.com
chavezgroup@gmail.com
5094

Annual Report
For the Period Ending: December 31, 2019
(the "Reporting Period")

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

1,250,014,713

As of September 3, 2019, the number of shares outstanding of our Common Stock was:

1,250,014,713

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

1,250,014,713

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: ☒

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: ☒

[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.

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

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

After incorporation in Nevada as ActionView International, Inc., on August 20, 2003, the Company changed its name to NYBO Holdings, Inc., on November 20, 2012. The Company then changed its name to AVEW Holdings, Inc., on February 25, 2014.

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 the state of Nevada under the name ActionView International, Inc., on August 20, 2003._ The Company is in good standing with the State of Nefada.

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

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

2) Security Information

Trading symbol:	AVEW
Exact title and class of securities outstanding:	Common
CUSIP:	00506R108
Par or stated value:	.001
Total shares authorized:	5,000,000,000 as of December 31, 2019
Total shares outstanding:	1,250,014,713 as of December 31, 2019
Number of shares in the Public Float[2]:	as of December 31, 2019
Total number of shareholders of record:	270 as of December 31, 2019

All additional class(es) of publicly traded securities (if any):

Trading symbol:	AVEW
Exact title and class of securities outstanding:	Preferred, Class A
CUSIP:	00506R208
Par or stated value:	.001
Total shares authorized:	50,000,000 as of December 31, 2019
Total shares outstanding:	100,000 as of December 31, 2019

<u>Transfer Agent</u>

Name: Transfer Online
Phone: (503) 227-2850
Email: info@transferonline.com

[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.

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:

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: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date 12/31/16 Common: 672,116,722 Preferred: 100,000	*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**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
2/9/17	Issuance	60,000,000	Common	$.001	Yes	Craig Coches	Debt conversion	Restricted	Rule 144
3/9/17	Issuance	50,000,000	Common	$.001	Yes	Michael Chavez	Debt conversion	Restricted	Rule 144
3/9/17	Issuance	75,000,000	Common	$.001	Yes	Michael Chavez	Debt conversion	Restricted	

[3] To be included in the Pink Current Informat9ion tier, the transfer agent must be registered under the Exchange Act.

3/22/17	Issuance	30,000,000	Common	$.001	No	Robert Roseits	Debt conversion	Restricted	Rule 144
6/15/17	Issuance	53,897,991	Common	$.001	No	Michael Steele	Debt conversion	Restricted	Rule 144
6/15/17	Issuance	94,000,000	Common	$.001	Yes	Michael Chavez	Debt conversion	Restricted	Rule 144
6/15/17	Issuance	50,000,000	Common	$.001	Yes	Don Mater	Debt conversion	Restricted	Rule 144
9/30/17	Issuance	30,000,000	Common	$.001	No	James Lang	compensation	Restricted	Rule 144
9/30/17	Issuance	20,000,000	Common	$.001	Yes	Jay Allen	compensation	Restricted	Rule 144
9/30/17	Issuance	2,000,000	Common	$.001	No	Margarita Hawkney	compensation	Restricted	Rule 144
9/30/17	Issuance	1,000,000	Common	$.001	No	Carlos Kempff	Debt conversion	Restricted	Rule 144
9/30/17	Issuance	1,000,000	Common	$.001	No	Jess Chavez	compensation	Restricted	Rule 144
9/30/17	Issuance	110,000,000	Common	$.001	Yes	Michael Chavez	Debt conversion	Restricted	Rule 144
9/30/17	Issuance	1,000,000	Common	$.001	No	Ninh Thuy Ngo	services	Restricted	Rule 144
Shares Outstanding on Date of This Report: Ending Balance: Date 12/31/19 Common: 1,250,014,713 Preferred: 100,000									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2019, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2017 through September 30, 2019 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 all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities..

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)

11/11/14	14,642.58	22,000	3,642.58	11/11/15	$0.0001	Ridge Point Capital - Michael Chavez	Loan
11/25/14	26,562.19	20,000	6,562.19	11/25/15	$0.0001	Ridge Point Capital - Michael Chavez	Loan
12/12/14	2,648.77	2,000	648.77	12/1/15	$0.0001	Ridge Point Capital - Michael Chavez	Loan
2/23/15	6,541.92	5,000	1,541.92	2/23/16	$0.0001	Ridge Point Capital - Michael Chavez	Loan
3/16/15	9,126.47	7,000	2,126.47	3/16/16	$0.0056	Adolfo Yepez	Loan
3/16/15	9,126.47	7,000	2,126.47	3/16/16	$0.0056	Ramiro Yepez	Loan
4/11/15	12,980.82,	10,000	2,980.82	4/11/16	$0.0056	Jennifer Yepez	Loan
4/11/15	12,980.82	10,000	2,980.82	4/11/16	$0.0056	Ramiro Yepez	Loan
6/29/15	6,403.84	5,000	1,403.84	6/29/16	$0.0001	Jennifer Yepez	Loan
7/21/15	6,379.73	5,000	1,379.73	7/21/16	$0.0001	Ridge Point Capital - Michael Chavez	Loan
9/18/15	6,315.07	5,000	1,315.07	9/18/16	$0.0001	Ridge Point Capital - Michael Chavez	Loan
10/2/15	6,295.34	5,000	1,295.34	10/2/16	$0.0001	Ridge Point Capital - Michael Chavez	Loan
6/16/16	7,220.38	6,000	1,220.38	6/16/17	$0.0001	Don Maier	Loan
7/29/16	2,387.95,	2,000	387.95	7/29/17	$0.0001	Ridge Point Capital Michael Chavez	Loan
8/5/16	2,384.88	2,000	384.88	8/5/17	$0.0001	Ridge Point Capital - Michael Chavez	Loan
8/26/16	35,635.07	30,000	5,635.07	8/26/17	$0.0001	Ridge Point Capital - Michael Chavez	Loan
11/1/16	2,346.30	2,000	346.30	11/1/17	$0.0001	Ridge Point Capital - Michael Chavez	Loan
11/18/16	29,235.62	25,000	4,235.62	11/18/17	$0.0001	Ridge Point Capital - Michael Chavez	Loan
1/30/17	5,767.12	5,000	767.12	1/30/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
2/6/17	3,455.63	3,000	455.63	2/6/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
2/15/17	2,299.84	2,000	299.84	2/15/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
3/2/17	11,466.30	10,000	1,466.30	3/2/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan

5/5/17	2,265.21	2,000	265.21	5/5/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
5/22/17	1,128.58	1,000	128.58	5/22/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
6/6/17	1,688.38	1,500	188.38	6/6/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
6/13/17	22,481.10	20,000	2,481.10	6/13/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
6/30/17	2,801.82	2,500	301.82	6/30/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
7/10/17	11,421.92	10,000	1,421.92	7/10/18		Minh thuy Ngo	Loan
8/14/17	1,665.20	1,500	165.20	8/14/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
9/1/17	2,413.04	2,000,	413.04	9/1/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
10/4/17	1,758.86	1,600	158.86	10/4/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
11/11/17	2,184.99	2,000	184.99	11/1/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
12/4/17	2,171.84	2,000	171.84	12/4/18	$0.0001	Ridge Point Capital - Michael Chavez	Loan
12/24/17	1,621.32	1,500	121.32	12/24/18	$0.0001	Ridge Point Capital - Michael Chavez	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: Matthew Lourie/Fresh Nations Group
Title: CPA
Relationship to Issuer: Unaffiliated contract accountant.

[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.

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. Statement of Changes in Shareholders' Equity
G. Financial notes; and
H. 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. Financial Statements must be compiled in one document.

The Financial Statements begin at page 11

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")

The Company is a retail and wholesale dealer in precious metals. The Company also is a precious metals recovery operator and is exploring other viable market sectors.

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

None

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

Retail and wholesale precious metals dealer.

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 leases office space in Cedar Park, Texas.
The nature of the Company's business does not require extensive facilities other than general office equipment.

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, as of the period end date of this report, regarding any person or entity owning 5% of more of any class of the issuer's securities, 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 or 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
Jose Chavez	CEO/Director	Austin, Texas	50,000,000	Common	4%	
			60,000	Preferred	60%	
Jon Wooten	+5%	Las Vegas, NV	40,000	Preferred	40%	
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

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: Vic Devlaemnck
Firm: Attorney
Address 1: 10013 NE Hazel Dell Avenue, Suite 317
Address 2: Vancouver, WA 98685
Phone:
Email:

Accountant or Auditor

Name: Matthew Lourie
Firm: Fresh Nations
Address 1: P.O. Box 79897
Address 2: Houston, TX 77279
Phone: (832) 277-7816
Email:

Investor Relations

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

Other Service Providers

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

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, Jose Chavez, certify that:

1. I have reviewed this Annual Disclosure Statement of AVEW Holdings, 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.

April 9, 2020

<u>Jose Chavez</u> [CEO's Signature]

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

Principal Financial Officer:

I, Jose Chavez, certify that:

1. I have reviewed this Annual Disclosure Statement of AVEW Holdings, 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.

April 9, 2020[Date]

<u>Jose Chavez</u> [CFO's Signature]

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

AVEW HOLDINGS, INC.
BALANCE SHEETS
(UNAUDITED)

	December 31, 2019	December 31, 2018
Assets		
Current Assets		
Cash in bank	$ -	$ -
Other current assets	-	-
Total current assets	-	-
Plant and equipment at cost	19,545	18,225
Less: Accumulated depreciation and amortization	(14,922)	(11,763)
Total plant and equipment, net	4,623	6,462
Goodwill	-	-
Total Assets	$ 4,623	$ 6,462
Liabilities and Stockholders' Deficit		
Liabilities		
Current Liabilities		
Accrued liabilities	$ 249,690	$ 139,006
Convertible notes payable	226,600	226,600
Related party advances	8,545	7,225
Total current liabilities	484,835	282,831
Total Liabilities	484,835	282,831
Stockholders' Deficit		
Preferred stock - 50,000,000 shares authorized, $.001 par value, 100,000 issued and oustanding at December 31, 2019 and 2018	100	100
Common Stock - 5,000,000,000 shares authorized, $.001 par value; 1,250,014,713 issued and outstanding at December 31, 2019 and 2018	1,250,015	1,250,015
Additional paid-in capital	(565,255)	(565,255)
Accumulated deficit	(1,165,072)	(1,051,229)
Total Stockholders' Deficit	(480,212)	(276,369)
Total Liabilities and Stockholders' Deficit	$ 4,623	$ 6,462

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

AVEW HOLDINGS, INC.
STATEMENTS OF OPERATIONS
FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018
(UNAUDITED)

	December 31, 2019	December 31, 2018
Sales - Precious metals	$ -	$ 25,660
Cost of inventory sold	-	7,157
Gross margin	-	18,503
Operating Expenses:		
Depreciation expense	3,159	4,453
Professional Fees	92,356	92,354
General and administrative expense	-	20,910
Goodwill impairment	-	144,772
Total Operating Expenses	95,515	262,489
Loss from Operations	(95,515)	(243,986)
Other expenses:		
Interest expense	(18,328)	(30,651)
Total Other Expense	(18,328)	(30,651)
Loss before taxes	(113,843)	(274,637)
Provision for income taxes	-	-
Net loss	$ (113,843)	$ (274,637)
Net loss per share, basis and diluted	(0.00)	(0.00)
Weighted average shares outstanding	1,250,014,713	1,250,014,713

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

AVEW HOLDINGS, INC.
STATEMENT OF CHANGES IN STOCKHOLDERS DEFICIT
FOR THE YEAR ENDED DECEMBER 31, 2018 AND 2019
(UNAUDITED)

	Preferred Stock		Common Stock		Additional	Accumulated	
	Shares	Amount	Shares	Amount	Paid-In Capital	Deficit	Total
Balance, December 31, 2017	100,000	$ 100	1,250,014,713	$ 1,250,015	$ (565,280)	$ (776,592)	(91,757)
Contribution to capital	-	-	-	-	25	-	25
Net loss	-	-	-	-	-	(274,637)	(274,637)
Balance, December 31, 2018	100,000	100	1,250,014,713	1,250,015	(565,255)	(1,051,229)	(366,369)
Net loss	-	-	-	-	-	(113,843)	(113,843)
Balance, December 31, 2019	100,000	$ 100	1,250,014,713	$ 1,250,015	$ (565,255)	$ (1,165,072)	$ (480,212)

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

AVEW HOLDINGS, INC.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018
(UNAUDITED)

	December 31, 2019	December 31, 2018
Operating Activities		
Net income (loss)	$ (203,843)	$ (274,637)
Adjustments to reconcile net income (loss) to net cash used by operating activities:		
Depreciation	3,159	4,453
Goodwill impairment	-	144,772
Changes in operating assets and liabilities:		
Prepaid expenses and other current assets	-	3,454
Accrued liabilities	200,684	120,651
Net cash used in operating activities	-	(1,307)
Financing Activities		
Contribution to capital	-	25
Net cash provided by financing activities	-	25
Net change in cash	-	(1,282)
Cash at beginning of period	-	1,282
Cash at end of period	$ -	$ -
Supplemental Disclosures of Cash Flow Information:		
Cash Paid For:		
Income taxes	$ -	$ -
Interest	$ -	$ -
Non-Cash Financing and Investing Activities:		
Contributed assets for notes payable by shareholder	$ 1,320	$ 7,225
Shares issued for conversion of debt	$ -	$ -

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

NOTES TO FINANCIAL STATEMENTS
December 31, 2019 and 2018
(Unaudited)

NOTE 1 -BASIS OF PRESENTATION

AVEW Holding, Inc. (the "Company") is a precious metal dealer in retail, wholesale and precious metal recovery operations.

Unaudited Financial Statements

The accompanying unaudited financial statements have been prepared in accordance with United States generally accepted accounting principles. They may not include all information and footnotes required by United States generally accepted accounting principles for complete financial statement disclosure. In the opinion of Management, all adjustments considered necessary for a fair presentation consisting solely of normal recurring adjustments, have been made. These financial statements contain the balance sheet, statements of operations, stockholders' deficit and cash flows of AVEW Holdings, Inc.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accompanying financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") for financial information, and in accordance with the rules and regulations of the United States Securities and Exchange Commission (the "SEC"). The Company's fiscal year end is December 31.

Use of Estimates in Financial Statement Presentation

The preparation of these financial statements in conformity with accounting principles generally accepted in the United States of America 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. Actual results could differ from those estimates.

Going Concern

These financial statements have been prepared on a going concern basis, which assumes the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The continuation of the Company as a going concern is dependent upon the ability of the Company to obtain continued financial support from its stockholders, necessary equity or debt financing to continue operations and the attainment of profitable operations. As of December 31, 2019, the Company has incurred an accumulated deficit of $1,165,072 since inception, and had not yet generated sufficient revenue from operations. Additionally, management anticipates that its cash on hand as of December 31, 2019 is insufficient to fund its planned operations. These factors raise substantial doubt regarding the Company's ability to continue as a going concern. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. The Company may seek additional funding through a combination of equity offerings, debt financings, government or other third-party funding, collaborations, strategic alliances and licensing arrangements and delay planned cash outlays or a combination thereof. Management cannot be certain that such events or a combination thereof can be achieved.

Cash and Cash Equivalents

The Company considers all highly liquid accounts with original maturities of three months or less at the date of acquisition to be cash equivalents. Periodically, the Company may carry cash balances at financial institutions in excess of the federally insured limit of $250,000. The amount in excess of the FDIC insurance at December 31, 2019 and 2018 was $0.

Property and Equipment

Property and equipment will be recorded at cost and depreciated over their estimated useful lives using the straight-line depreciation method as follows:

Leasehold improvement	Shorter of estimated useful lives or the term of the lease
Computer equipment	1-3 years

Machinery and equipment	2-5 years
Furniture and office equipment	3-7 years

During the years ended December 31, 2019 and 2018, an officer contributed fixed assets of $1,320 and $7,225, respectively to the Company. These advances have no maturity date and are non-interesting bearing.

Goodwill, Intangible Assets, and Long-Lived Assets

Goodwill is carried at cost and is not amortized. The Company tests goodwill for impairment on an annual basis at the end of each fiscal year, relying on a number of factors including operating results, business plans, economic projections, anticipated future cash flows and marketplace data. Company management uses its judgment in assessing whether goodwill has become impaired between annual impairment tests according to specifications set forth in ASC 350. The Company completed an evaluation of goodwill during 2018 and recorded an impairment loss of $144,772 during the year ended December 31, 2018.

The fair value of the Company's reporting unit is dependent upon the Company's estimate of future cash flows and other factors. The Company's estimates of future cash flows include assumptions concerning future operating performance and economic conditions and may differ from actual future cash flows. Estimated future cash flows are adjusted by an appropriate discount rate derived from the Company's market capitalization plus a suitable control premium at date of the evaluation.

The financial and credit market volatility directly impacts the Company's fair value measurement through the Company's weighted average cost of capital that the Company uses to determine its discount rate and through the Company's stock price that the Company uses to determine its market capitalization. Therefore, changes in the stock price may also affect the amount of impairment recorded.

The Company recognizes an acquired intangible asset apart from goodwill whenever the intangible asset arises from contractual or other legal rights, or when it can be separated or divided from the acquired entity and sold, transferred, licensed, rented or exchanged, either individually or in combination with a related contract, asset or liability. Such intangibles are amortized over their useful lives. Impairment losses are recognized if the carrying amount of an intangible asset subject to amortization is not recoverable from expected future cash flows and its carrying amount exceeds its fair value.

The Company's long-lived assets, including intangibles, are reviewed for impairment whenever events or changes in circumstances indicate that the historical cost carrying value of an asset may no longer be appropriate. The Company assesses recoverability of the asset by comparing the undiscounted future net cash flows expected to result from the asset to its carrying value. If the carrying value exceeds the undiscounted future net cash flows of the asset, an impairment loss is measured and recognized. An impairment loss is measured as the difference between the net book value and the fair value of the long-lived asset. Long lived assets were evaluated for impairment and no impairment losses were incurred during the years ended December 31, 2019 and 2018, respectively.

Beneficial Conversion Feature

From time to time, the Company has issued convertible notes that have conversion prices that create an embedded beneficial conversion feature on the issuance date. A beneficial conversion feature exists on the date a convertible note is issued when the fair value of the underlying common stock to which the note is convertible into is in excess of the remaining unallocated proceeds of the note after first considering the allocation of a portion of the note proceeds to the fair value of any attached equity instruments, if any related equity instruments were granted with the debt. The Company estimated the fair value of its common stock on the dates issued. The intrinsic value of the beneficial conversion feature is recorded as a debt discount with a corresponding amount to additional paid-in capital, if any. The debt discount is amortized to interest expense over the life of the note using the effective interest method.

Fair Value of Financial Instruments

The carrying value of short-term instruments, including cash, accounts payable and accrued expenses, and short-term notes approximate fair value due to the relatively short period to maturity for these instruments. The long-term debt approximate fair value since the related rates of interest approximate current market rates.

Fair value is defined 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. Valuation techniques used to measure fair value maximize the use of observable inputs and minimize the use of unobservable inputs. The Company utilizes a three-level valuation hierarchy for disclosures of fair value measurements, defined as follows:

Level 1 - inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets

Level 2 - inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the assets or liability, either directly or indirectly, for substantially the full term of the financial instruments.

Level 3 - inputs to the valuation methodology are unobservable and significant to the fair value

The Company does not have any assets or liabilities that are required to be measured and recorded at fair value on a recurring basis.

Income Taxes

The Company uses the asset and liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are determined based on the differences between the financial reporting and the tax bases of reported assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. The Company must then assess the likelihood that the resulting deferred tax assets will be realized. A valuation allowance is provided when it is more likely than not that some portion or all of a deferred tax asset will not be realized.

The Company accounts for uncertain tax positions in accordance with the provisions of Accounting Standards Codification (ASC) 740-10 which prescribes a recognition threshold and measurement attribute for financial statement disclosure of tax positions taken, or expected to be taken, on its tax return. The Company evaluates and records any uncertain tax positions based on the amount that management deems is more likely than not to be sustained upon examination and ultimate settlement with the tax authorities in the tax jurisdictions in which it operates.

Revenue Recognition

The Company recognizes revenue in accordance with ASC Topic 606, Revenue From Contracts With Customers, which was adopted on January 1, 2018 using the modified retrospective method. Revenues are recognized when control of the promised goods or services is transferred to the customer in an amount that reflects the consideration the Company expects to be entitled to in exchange for transferring those goods or services. Revenue is recognized based on the following five step model:

- Identification of the contract 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, the Company satisfies a performance obligation

Product sales are recognized all of the following criteria are satisfied: (i) a contract with an end user exists which has commercial substance; (ii) it is probable the Company will collect the amount charged to the end user; and (iii) the Company has completed its performance obligation whereby the end user has obtained control of the product. A contract with commercial substance exists once the Company receives and accepts a purchase order or once it enters into a contract with an end user. If collectability is not probable, the sale is deferred and not recognized until collection is probable or payment is received. Control of products typically transfers when title and risk of ownership of the product has transferred to the customer. Net revenues comprise gross revenues less customer discounts and allowances, actual and expected returns. Shipping charges billed to customers are included in net sales. Various taxes on the sale of products and enrollment packages to customers are collected by the Company as an agent and remitted to the respective taxing authority. These taxes are presented on a net basis and recorded as a liability until remitted to the respective taxing authority.

Service revenues are recognized when (or as) the Company satisfies a performance obligation by transferring control of the performance obligation to a customer. Control of a performance obligation may transfer to the customer either over time or at a point in time depending on an evaluation of the specific facts and circumstances for each contract, including the terms and conditions of the contract as agreed with the customer, as well as the nature of the services to be provided. Control transfers over time when the customer is able to direct the use of and obtain substantially all of the benefits of our work as we perform. This typically occurs when services have no alternative use and the Company has a right to payment for performance completed to date, including a reasonable profit margin. The majority of our revenues are recognized at a point in time.

Contract Liabilities

The Company may at times receive payment at the time customer places an order. Amounts received for undelivered product or services not yet provided are considered a contract liability and are recorded as deferred revenue. As of December 31, 2019 and 2018, the Company had no deferred revenue related to unsatisfied performance obligations.

Cost of Revenues

Cost of revenue includes all direct expenses incurred to produce the revenue for the period. This includes, but is not limited to, raw materials, direct employee cost, direct contract labor, transportation costs, equipment rental, equipment maintenance, and fuel. Cost of revenues are recorded in the same period as the resulting revenue.

Share-Based Payment Arrangements

The Company measures the cost of employee services received in exchange for an award of equity instruments (share-based payments, or SBP) based on the grant-date fair value of the award. That cost is recognized over the period during which an employee is required to provide service in exchange for the SBP award—the requisite service period (vesting period). For SBP awards subject to conditions, compensation is not recognized until the performance condition is probable of occurrence. The grant-date fair value of share options is estimated using the Black-Scholes-Merton option-pricing model. The Company adopted ASU 2018-07 in the second quarter of 2018 which aligns the accounting for share-based payment awards issued to employees and nonemployees.

Loss Per Common Share

Basic loss per common share is computed by dividing net loss available to common shareholders by the weighted-average number of common shares outstanding during the period. Diluted loss per common share is determined using the weighted-average number of common shares outstanding during the period, adjusted for the dilutive effect of common stock equivalents. In periods when losses are reported, the weighted-average number of common shares outstanding excludes common stock equivalents, because their inclusion would be anti-dilutive. As of December 31, 2019 and 2018, the Company's potentially dilutive shares and options, which were not included in the calculation of net loss per share, included 1,835,101,732 shares issuable under convertible notes.

Subsequent Events

The Company's management reviewed all material events through March XX, 2020 the date these financial statements were available to be issued for subsequent event disclosure consideration.

Recent Accounting Pronouncements

Compensation—Stock Compensation: On June 20, 2018, the FASB issued ASU No. 2018-07, *Compensation—Stock Compensation (Topic 718) - Improvements to Nonemployee Share-Based Payment Accounting,* which aligns the accounting for share-based payment awards issued to employees and nonemployees. Under ASU No. 2018-07, the existing employee guidance will apply to nonemployee share-based transactions (as long as the transaction is not effectively a form of financing), with the exception of specific guidance related to the attribution of compensation cost. The cost of nonemployee awards will continue to be recorded as if the grantor had paid cash for the goods or services. In addition, the contractual term will be able to be used in lieu of an expected term in the option-pricing model for nonemployee awards. The Company elected to early adopt this standard in the second quarter of 2018. The adoption had no impact on the Company's historic financial statements.

In February 2016, the FASB issued ASU No. 2016-02, Leases (Topic 842) (ASU 2016-02). Under ASU No. 2016-2, an entity will be required to recognize right-of-use assets and lease liabilities on its balance sheet and disclose key information about leasing arrangements. ASU No. 2016-02 offers specific accounting guidance for a lessee, a lessor and sale and leaseback transactions. Lessees and lessors are required to disclose qualitative and quantitative information about leasing arrangements to enable a user of the financial statements to assess the amount, timing and uncertainty of cash flows arising from leases. For public companies, ASU No. 2016-02 is effective for annual reporting periods beginning after December 15, 2018, including interim reporting periods within that reporting period, and requires a modified retrospective adoption, with early adoption permitted. The new standard provides a number of optional practical expedients in transition. The Company elected the 'package of practical expedients', which permitted the Company not to reassess under the new standard its prior conclusions about lease identification, lease classification and initial direct costs; the use of hindsight.; and all of the new standard's available transition practical expedients. The Company adopted this standard on January 1, 2019 with no material impact to the Company's financial statements.

The new standard also provides practical expedients for a company's ongoing accounting. The Company elected the short-term lease recognition exemption for its leases. For those leases that qualify, the Company will not recognize ROU assets or lease liabilities. This includes not recognizing ROU assets or lease liabilities for existing short-term leases of those assets in transition.

Effective January 1, 2018, the Company adopted the provisions of ASU 2017-01 – "Business Combinations (Topic 805): Clarifying the Definition of a Business" ("ASU 2017-01"). ASU 2017-01 provides revised guidance to determine when an acquisition meets the definition of a business or alternatively should be accounted for as an asset acquisition. ASU 2017-01 requires that, when substantially all of the fair value of an acquisition is concentrated in a single identifiable asset or a group of similar identifiable assets, the asset or group of similar identifiable assets does not meet the definition of a business and therefore is required to be accounted for as an asset acquisition. Transaction costs will continue to be capitalized for asset acquisitions and expensed as incurred for business combinations.

NOTE 3- CONVERTIBLE NOTES PAYABLE

At December 31, 2019 and 2018, the Company had convertible notes payable of $226,600 which are convertible, in aggregate, into 1,835,101,732 shares of common stock. These notes bear interest at rates between 8-10% per annum.

Convertible notes payable consisted of the following as of December 31, 2019 and 2018:

Name	Date of Issue	Original Amount	Conversion Price	Balance Remaining	Interest Rate
Ridge Point	11/11/2014	$22,000	0.0001	$11,000	8%
Ridge Point	11/25/2014	$20,000	0.0001	$20,000	8%
Ridge Point	12/12/2014	$5,000	0.0001	$2,000	8%
Ridge Point	2/23/2015	$5,000	0.0001	$5,000	8%
Yepez, Adolfo	3/16/2015	$7,000	0.0056	$7,000	8%
Yepez, Ramiro	3/16/2015	$7,000	0.0056	$7,000	8%
Yepez, Jennifer	4/11/2015	$10,000	0.0056	$10,000	8%
Yepez, Ramiro	4/11/2015	$10,000	0.0056	$10,000	8%
Yepez, Jennifer	6/29/2015	$5,000	0.0001	$5,000	8%
Ridge Point	7/21/2015	$5,000	0.0001	$5,000	8%
Ridge Point	9/18/2015	$5,000	0.0001	$5,000	8%
Ridge Point	10/6/2015	$5,000	0.0001	$5,000	8%
Don Maler	6/16/2016	$6,000	0.0001	$6,000	8%
Ridge Point	7/29/2016	$2,000	0.0001	$2,000	8%
Ridge Point	8/5/2016	$2,000	0.0001	$2,000	8%
Ridge Point	8/26/2016	$30,000	0.0001	$30,000	8%
Ridge Point	11/1/2016	$2,000	0.0001	$2,000	8%
Ridge Point	11/18/2016	$25,000	0.0001	$25,000	8%
Ridge Point	1/30/2017	$5,000	0.0001	$5,000	8%
Ridge Point	2/6/2017	$3,000	0.0001	$3,000	8%
Ridge Point	2/15/2017	$2,000	0.0001	$2,000	8%
Ridge Point	3/2/2017	$10,000	0.0001	$10,000	8%
Ridge Point	5/5/2017	$2,000	0.0001	$2,000	8%
Ridge Point	5/22/2017	$1,000	0.0001	$1,000	8%
Ridge Point	6/6/2017	$1,500	0.0001	$1,500	8%
Ridge Point	6/13/2017	$20,000	0.0001	$20,000	8%
Ridge Point	6/30/2017	$2,500	0.0001	$2,500	8%
Minh Thuy Ngo	7/30/2017	$10,000	0.0033	$10,000	10%
Ridge Point	8/14/2017	$1,500	0.0001	$1,500	8%
Ridge Point	9/1/2017	$2,000	0.0001	$2,000	8%
Ridge Point	10/4/2017	$1,600	0.0001	$1,600	8%
Ridge Point	11/4/2017	$2,000	0.0001	$2,000	8%
Ridge Point	12/4/2017	$2,000	0.0001	$2,000	8%
Ridge Point	12/27/2017	$1,500	0.0001	$1,500	8%
			Total Balance	$226,600	

NOTE 4 - EQUITY

During the year ended December 31, 2018, an officer of the Company contributed $25 to the Company for working capital needs.

Preferred Stock - The Company is authorized to issue 50,000,000 shares of $.001 par value preferred stock. As of December 31, 2018 and 2017, 100,000 shares of preferred stock were issued and outstanding.

Common Stock - The Company is authorized to issue 5,000,000,000 shares of $.00I par value common stock. As of December 31, 2018 and 2017, there were 1,250,014,713 shares issued and outstanding.

During the year ended December 31, 2017, the company issued 577,897,991 shares of restricted common stock on the conversion of $196,175 in notes payable.

NOTE 5 – INCOME TAXES

The Company is subject to United States federal income taxes at an approximate rate of 21%. The reconciliation of the provision for income taxes at the United States federal statutory rate compared to the Company's income tax expense as reported is as follows:

		Year Ended December 31, 2019		Year Ended December 31, 2018
Income tax benefit computed at the statutory rate	$	23,900	$	57,700
Non-deductible expenses		-		-
Change in valuation allowance		(23,900)		(57,700)
Provision for income taxes	$	-	$	-

Significant components of the Company's deferred tax assets after applying enacted corporate income tax rates are as follows:

		As of December 31, 2019		As of December 31, 2018
Deferred income tax assets				
Net operating losses	$	94,400	$	70,500
Valuation allowance		(94,400)		(70,500)
Net deferred income tax assets	$	-	$	-

The Company has an operating loss carry forward of approximately $450,000, which expires commencing in 2037.

NOTE 6 - SUBSEQUENT EVENTS