JZZ Technologies, Inc.

Financial Statements as of March 31, 2020 and 2019 and For the Years Ended March 31, 2020 and 2019

JZZ TECHNOLOGIES, INC.

INDEX TO FINANCIAL STATEMENTS

(Unaudited)

TABLE OF CONTENTS

JZZ TECHNOLOGIES INC.

Balance Sheets

March 31, 2020 and 2019

(Unaudited)

	March 31, 2020	March 31, 2019
ASSETS		
Current Assets		
Cash	$ 7,034	$ 8
Total Current Assets	7,034	8
Total Assets	$ 7,034	$ 8
LIABILITIES AND STOCKHOLDERS' (DEFICIT)		
Current Liabilities		
Notes payable	$ 108,000	$ 98,000
Notes payable-Related party	180,000	360,000
Accounts payable and accrued expenses	47,070	35,689
Accounts payable and accrued expenses-Related party	166,140	135,418
Due to shareholders	200	200
Advances from related party	95,272	95,272
Derivative liability	324,631	229,000
Total Current Liabilities	921,313	953,579
Total Liabilities	921,313	953,579
Commitments and contingencies	-	-
Stockholder's (Deficit)		
Common stock, $.001 par value, 450,000,000 shares authorized; 253,641,917 and 233,141,917 shares issued and outstanding at March 31, 2020 and 2019	253,642	233,142
Additional paid-in capital	792,603	222,894
Retained (Deficit)	(1,960,524)	(1,409,607)
Total Stockholders' (Deficit)	(914,279)	(953,571)
Total Liabilities and Stockholders' (Deficit)	$ 7,034	$ 8

See Accompanying Notes

JZZ TECHNOLOGIES INC.
Statements of Operations
Years Ended March 31, 2020 and 2019
(Unaudited)

	Year Ended March 31, 2020	Year Ended March 31, 2019
Revenues	$ -	$ -
Total revenues	-	-
Operating Expenses		
Research and development costs	-	17,280
General and administrative	411,082	236,818
Total operating expenses	411,082	254,098
(Loss) before other expenses	(411,082)	(254,098)
Other (expense)		
Change in derivative liability	(95,631)	(90,000)
Interest (expense)	(8,105)	(7,840)
Interest (expense)-Related party	(36,099)	(21,817)
	(139,835)	(119,657)
(Loss) before income taxes	(550,917)	(373,755)
Income taxes	-	-
Net (loss)	$ (550,917)	$ (373,755)
(Loss) per share-Basic and diluted	$ (0.00)	$ (0.00)
Weighted average shares outstanding Basic and diluted	236,941,097	206,674,693

See Accompanying Notes

JZZ TECHNOLOGIES INC.
Statements of Cash Flows
Years Ended March 31, 2020 and 2019
(Unaudited)

	Years Ended March 31, 2020	Years Ended March 31, 2019
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net (loss)	$ (550,917)	$ (373,755)
Adjustments to reconcile net loss to net cash used in operating activities:		
Common stock issued for services	-	164,407
Conversion of services into common stock	180,000	180,000
Changes in assets and liabilities:		
(Decrease) in accounts payable and accrued expenses	104,979	(71,947)
(Decrease) in advances from related party	-	11,260
Increase in derivative liability	95,631	90,000
Net cash (used)/provided in operating activities	(170,307)	(35)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Increase in contributed capital	167,333	-
Increase in notes payable	10,000	-
Net cash provided by financing activities	177,333	-
Net (decrease)/increase in cash	7,026	(35)
CASH AT BEGINNING PERIOD	8	43
CASH AT END OF PERIOD	$ 7,034	$ 8
SUPPLEMENTAL CASH FLOW INFORMATION:		
Cash paid for interest	$ -	$ -
Cash paid for income taxes	$ -	$ -
NON-CASH TRANSACTIONS		
Common stock issued for services	$ -	$ 164,407
Conversion of services into common stock	$ 180,000	$ 180,000

See Accompanying Notes

JZZ TECHNOLOGIES INC.
Statements of Stockholders' (Deficit)
Years Ended March 31, 2020 and 2019
(Unaudited)

	Common Stock		Additional Paid-in	Retained	Stockholders'
	Shares	Amount	Capital	(Deficit)	(Deficit)
Balance-April 1, 2018	150,938,120	$ 150,938	$ 140,691	$ (1,035,852)	$ (744,223)
Common stock issued for services	82,203,797	82,204	82,203	-	164,407
Net (loss) for the year ended March 31, 2019	-	-	-	(373,755)	(373,755)
Balance-March 31, 2019	233,141,917	233,142	222,894	(1,409,607)	(953,571)
Common stock issued for cash	2,500,000	2,500	2,500	-	5,000
Conversion of debt to common stock	18,000,000	18,000	399,876	-	417,876
Contribution of additional paid-in capital	-	-	167,333	-	167,333
Net (loss) for the year ended March 31, 2020	-	-	-	(550,917)	(550,917)
Balance-March 31, 2020	253,641,917	$ 253,642	$ 792,603	$ (1,960,524)	$ (914,279)

See Accompanying Notes

JZZ TECHNOLOGIES, INC.

Notes to Financial Statements
March 31, 2020 and 2019

NOTE 1- Summary of History and Significant Accounting Policies

Nature of Operations

JZZ Technologies, Inc., ("the Company") a Nevada corporation was incorporated in the State of Nevada on October 5, 2004. The Issuer, is an internet website media and marketing company, focusing on the senior market. The business of the Company, through its on-line magazine, is to publish articles and other content directed to the senior market, as well as to provide a medium for specifically focused advertising within the senior market. The Company will also promote products and services through its on-line magazine directed to the senior market.

On August 25, 2016, the current officer and director of the Company entered into a Share Exchange Agreement with the Company and the shareholders of Axihub, Inc.. The current officer and director of the Company acquired controlling interest in the Company's common stock. The Share Exchange was treated as a recapitalization. The financial statements as of March 31, 2020 and 2019 are presented under successor entity reporting and included the balance sheet of the Company from the acquisition date of August 25, 2016.

Basis of presentation

These financial statements have been prepared in accordance with the rules and regulations of the Securities and Exchange Commission, or the SEC, including the instructions to Form 10-Q and Regulation S-X. Certain information and note disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles in the United States of America ("U.S. GAAP") have been condensed or omitted from these statements pursuant to such rules and regulations and, accordingly, they do not include all the information and notes necessary for comprehensive financial.

The Company in accordance with ASC 810, and specifically ASC 810-10-15-8 which states, "[t]he usual condition for a controlling financial interest is ownership of a majority voting interest, and, therefore, as a general rule ownership by one reporting entity, directly or indirectly, or over 50% of the outstanding voting shares of another entity is a condition pointing toward consolidation." All inter-company transactions have been eliminated.

Concentration of Risk

The Company places its cash and temporary cash investments with established financial institutions. At times, such cash and investments may be in excess of the FDIC insurance limit.

Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with original maturities of three months or less to be cash equivalents.

Stock-based Compensation

The Company records stock-based compensation in accordance with ASC 718, *Compensation - Stock Based Compensation* and ASC 505, *Equity Based Payments to Non-Employees,* which requires the measurement and recognition of compensation expense based on estimated fair values for all share-based awards made to employees and directors, including stock options.

ASC 718 requires companies to estimate the fair value of share-based awards on the date of grant using an option-pricing model. The Company uses the Black-Scholes option-pricing model as its method of determining fair value. This model is affected by the Company's stock price as well as assumptions regarding a number of subjective variables. These subjective variables include, but are not limited to the Company's expected stock price volatility over the term of the awards, and actual and projected employee stock option exercise behaviors. The value of the portion of the award that is ultimately expected to vest is recognized as an expense in the statement of operations over the requisite service period.

All transactions in which goods or services are the consideration received for the issuance of equity instruments are accounted for based on the fair value of the consideration received or the fair value of the equity instrument issued, whichever is more reliably measurable.

Intangibles with Finite Lives

The Company applies the provisions of Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 360-10, *Property, Plant and Equipment,* where applicable to all long lived assets. FASB ASC 360-10 addresses accounting and reporting for impairment and disposal of long-lived assets. The Company periodically evaluates the carrying value of long-lived assets to be held and used in accordance with FASB ASC 360-10. FASB ASC 360-10 requires impairment losses to be recorded on long-lived assets used in operations when indicators of impairment are present and the undiscounted cash flows estimated to be generated by those assets are less than the assets' carrying amounts. In that event, a loss is recognized based on the amount by which the carrying amount exceeds the fair market value of the long-lived assets. Loss on long-lived assets to be disposed of is determined in a similar manner, except that fair market values are reduced for the cost of disposal.

The Company does not amortize any intangible assets with finite lives.

Goodwill and intangible assets are reviewed for potential impairment whenever events or circumstances indicate that their carrying amounts may not be recoverable.

Revenue Recognition

The Company applies ASC 606 — Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue from the commercial sales of products, licensing agreements and contracts to perform pilot studies by applying the following steps: (1) identify the contract with a customer; (2) identify the performance obligations in the contract; (3) determine the transaction price; (4) allocate the transaction price to each performance obligation in the contract; and (5) recognize revenue when each performance obligation is satisfied.

Advertising

Advertising costs are expensed as incurred. Advertising expenses for the years ended March 31, 2020 and 2019 were $0.

Research and Development Expenditure

Research expenditure is recognized as an expense when it is incurred. Development expenditure is recognized as an expense except that expenditure incurred on development projects are capitalized as long-term assets to the extent that such expenditure is expected to generate future economic benefits. Development expenditure is capitalized if, and only if an entity can demonstrate all of the following:

1. its ability to measure reliably the expenditure attributable to the asset under development;
2. the product or process is technically and commercially feasible;
3. its future economic benefits are probable;
4. its ability to use or sell the developed asset;
5. the availability of adequate technical, financial and other resources to complete the asset under development; and
6. its intention to complete the intangible asset and use or sell.

Capitalized development expenditure is measured at cost less accumulated amortization and impairment losses, if any. Development expenditure initially recognized as an expense is not recognized as assets in the subsequent period. The development expenditure is amortized on a straight-line method over a period of not exceeding 15 years when the products are ready for sale or use. In the event that the expected future economic benefits are no longer probable of being recovered, the development expenditure is written down to its recoverable amount.

Research and development costs represent the costs of developing and perfecting JZZ’s products as well as marketing and planning for those products. These costs are charged to expense as incurred.

The Company estimated these costs to be $0 and $17,280 in its operations for the the years ended March 31, 2020 and 2019, respectively.

Fair Value of Financial Instruments

The Company adopted FASB ASC 820, Fair Value Measurements and Disclosures, which provides a framework for measuring fair value under GAAP. 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. The standard also expands disclosures about instruments measured at fair value and establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

Level 1 — Quoted prices for identical assets and liabilities in active markets;
Level 2 — Quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets; and
Level 3 — Valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Management makes these estimates using the best information available at the time the estimates are made; however actual results could differ materially from those estimates.

Emerging Growth Company Critical Accounting Policy Disclosure

The Company qualifies as an "emerging growth company" under the 2012 JOBS Act. Section 107 of the JOBS Act provides that an emerging growth company can take advantage of the extended transition period provided in Section 7(a)(2)(B) of the Securities Act for complying with new or revised accounting standards. As an emerging grown company, the Company can delay the adoption of certain accounting standards until those standards would otherwise apply to private companies. The Company may elect to take advantage of the benefits of this extended transition period in the future.

Income Taxes

The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification. Deferred income tax assets and liabilities are determined based upon differences between the financial reporting and tax bases of 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. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. 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 the statements of operations in the period that includes the enactment date.

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

Segments

The Company operates in one business segment, namely the business of business in computer programming and data processing.

Loss Per Share

Net loss per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net loss per share is computed by dividing net loss by the weighted average number of shares of common stock outstanding during the period. Diluted net loss per share is computed by dividing net loss by the weighted average number of shares of common stock and potentially outstanding shares of common stock during each period. There were no potentially dilutive shares outstanding as of December 31, 2019 and March 31, 2019.

Recent Accounting Pronouncements

We do not expect the adoption of recently issued accounting pronouncements to have a significant impact on our results of operations, financial position or

NOTE 2 – Financial Condition and Going Concern

The Company's financial statements have been presented on the basis that it is a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has sustained operating losses in the current year and may not achieve the level of profitable operations to sustain its activities. These factors raise substantial doubt as to its ability to obtain debt and/or equity financing and achieve profitable operations.

Management intends to raise additional operating funds through equity and/or debt offerings. However, there can be no assurance management will be successful in its endeavors. Ultimately, the Company will need to achieve profitable operations in order to continue as a going concern.

There are no assurances that the Company will be able to either (1) achieve a level of revenues adequate to generate sufficient cash flow from operations; or (2) obtain additional financing through either private placement, public offerings and/or bank financing necessary to support its working capital requirements. To the extent that funds generated from operations and any private placements, public offerings and/or bank financing are insufficient, the Company will have to raise additional working capital. No assurance can be given that additional financing will be available, or if available, will be on terms acceptable to the Company. If adequate working capital is not available to the Company it may be required to curtail its operations.

NOTE 3 – Notes Payable

The Company's notes payable consists of the following:

	March 31, 2020	March 31, 2019
Note payable, 10% interest, interest and principle payable March 21, 2021, unsecured	$ 10,000	$ -
Notes payable, 8% interest, interest and principle due upon demand, unsecured	98,000	98,000
Total due	108,000	98,000
Current portion	108,000	98,000
Long-term portion	$ -	$ -

Principal repayments for the next five year are as follows:

March 31,	Amount
2021	$ 108,000
Thereafter	-
	$ 108,000

NOTE 4 – Notes Payable-Related Parties

The Company's notes payable consists of the following:

	March 31, 2020	March 31, 2019
Notes payable, 8% interest, interest and principle due upon demand, unsecured	$ 180,000	$360,000
Total due	180,000	360,000
Current portion	180,000	360,000
Long-term portion	$ -	$ -

Principal repayments for the next years are as follows:

March 31,	Amount
2021	$ 180,000
Thereafter	-
	$ 180,000

NOTE 5 – Income Taxes

The Company adopted the provisions of ASC 740-10 (formerly known as FIN No. 48, Accounting for Uncertainty in Income Taxes). ASC 740-10 clarifies the accounting for uncertainty in income taxes recognized in a company's financial statements. ASC 740-10 requires a company to determine whether it is more likely than not that a tax position will be sustained upon examination based upon the technical merits of the position. If the more-likely-than-not threshold is met, a company must measure the tax position to determine the amount to recognize in the financial statements. The application of income tax law is inherently complex. Laws and regulation in this area are voluminous and are often ambiguous. As such, we are required to make many subjective assumptions and judgments regarding the income tax exposures. Interpretations and guidance surrounding income tax laws and regulations change over time. As such, changes in the subjective assumptions and judgments can materially affect amounts recognized in the balance sheets and statements of income.

The Company has no unrecognized tax benefit, which would affect the effective tax rate if recognized. There has been no significant change in the unrecognized tax benefit during the period ended December 31, 2019.

We classify interest and penalties arising from the underpayment of income taxes in the statement of income under general and administrative expenses. As of March 31, 2020, we had no accrued interest or penalties related to uncertain tax positions.

Deferred taxes are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carry forwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

The components of deferred income tax assets (liabilities) at March 31, 2020, were as follows:

	Balance	Rate	Tax
Federal loss carryforward	$ 1,960,524	21%	$ 411,710
Valuation allowance			(411,710)
Deferred tax asset			$ -

Due to the passage of the “Tax Cuts and Jobs Act” on December 20, 2017 the rate of the U.S. Federal Income Tax dropped from 34% to 21%, which is a flat percentage tax rate used for the calculation of the deferred income tax assets.
The new law also changes the rules on NOL carry forward. The 20-year limitation was eliminated, giving the taxpayer the ability to carry forward losses indefinitely. However, NOL carry forward arising after January 1, 2018, will now be limited to 80 percent of taxable income.

NOTE 6 – Derivative Liability

The Company has a convertible note payable outstanding at March 31, 2020 is convertible into Company’s common stock to be issued upon conversion of notes payable based the current conversion formula into 9,000,000 shares of common stock.

Due to there being no explicit limit to the number of shares to be delivered upon settlement of the above conversion option embedded in the NP, the conversion feature is classified as derivative liabilities and recorded at fair value.

Pursuant to ASC 815, “Derivatives and Hedging,” the Company initially did not recognize the fair value of the embedded conversion feature of the NP on date of issuance due to limitations on the conversion feature of the security that have now expired and only the fair value of the securities were charged to operations. During the period of August 25, 2016 to March 31, 2020, the Company recorded a mark-to-market adjustment based on the fair value of the derivative liability on that date which has resulted in a charge of $324,631 to operations during this period of time. The fair value of the derivative liability was determined using the Black Scholes option pricing model with a quoted market price of $0.04, a conversion price of fifty percent of the closing bid price, high expected volatility, no expected dividends, an expected term of one year and a risk-free interest rate of 15%. As of March 31, 2020, the number of common shares that could be potentially issued to settle the conversion of the notes is 1,082,103 common shares.

The liability has been increased for the conversion rate into common stock for the period ending March 31, 2020 and prior years and adjustments for the change in the derivative value based on the increase in the conversion to common shares. The amount of the increase for the year ended March 31, 2020 was $95,631 and for the year ended March 31, 2019 was $90,000.

The following table sets forth by level with the fair value hierarchy the Company’s financial assets and liabilities measured at fair value on March 31, 2020.

	Level 1	**Level 2**	**Level 3**	**Total**
Assets				
None	$ -	$ -	$ -	$ -
Liabilities				
Derivative Financial instruments	$ -	$ -	$ 324,631	$ 324,631

The total derivative liability relates to the conversion of the Company’s convertible notes payable outstanding.

NOTE 7 – Capital Changes

Common Stock

The Company issued 82,203,797 shares of its common stock for consulting services valued at $164,407 for the year ended March 31, 2019.

The Company issued 18,000,000 shares of its common stock for debt in the amount of $417,876 during the year ended March 31, 2020.

The Company issued 2,500,000 shares of its common stock for cash in the amount of $5,000 during the year ended March 31, 2020.

Two different entities contributed additional paid-in capital totaling $167,333 for no additional consideration in common stock.

NOTE 8 – Contingencies and Commitments and Legal Matters

Management of the Company has conducted a diligent search and concluded that there were no commitments, contingencies, or legal matters pending at the balance sheet dates that have not been disclosed.

NOTE 9 – Subsequent Events

In accordance with ASC 855-10, the Company has analyzed its operations subsequent to March 31, 2020 through the date these financial statements were issued and has determined that it does have two material subsequent events to disclose in these financial statement other than the events described immediately below.

> The Company on April 1, 2020 entered into an Acquisition and Share Exchange Agreement to acquire Senior Lifestyle Media LLC ("Senior Lifestyle")and thereafter closed the transaction for 2,250,000 common shares of the Company and future consideration for a percentage of the profits of the Company and shares based on the gross sales in the Company's business activities to be remitted to Robert Rosen (former managing member of Senior Lifestyle and proposed member of the Board of Directors of the Company): 80% of the first $100,000; 50% of the next $200,000 and $20% thereafter of profits from advertising and product sales; and 500,000 shares of the Company upon achieving advertising sales of $50,000 within 2 years, an additional 500,000 shares for achieving advertising sales of $250,000 within 3 years, an additional 500,000 shares for achieving advertising sales of $500,000 within 4 years and an additional $25,000 worth of shares for achieving advertising sales of $300,000 in each calendar beginning 2021 (priced at the closing price on the last trading day of the year.
>
> The Company, on April 1, 2020, entered into an Acquisition and Share Exchange Agreement to acquire Joshua Tree CBD Inc. ("Joshua Tree") and shortly thereafter closed the transaction for 950,000 common shares of the Company and future consideration for 66% of the first $120,000 in profits from the activities of Joshua Tree, thereafter 10% of the profits of all CBD products sold by the principal of the seller and shares based on the gross sales of Joshua Tree's products, as follows: 150,000 shares of the Company for $50,000 in sales within 1 year; an additional 300,000 shares of the Company for $200,000 in sales within 2 years; an additional 250,000 shares of the Company for $500,000 in sales within 3 years; and an additional 250,000 shares of the Company for $1,000,000 in sales within 3 years.

On April 29, 2020, the Company entered an agreement with Goodbye Book, Inc. ("Goodbye Book"), which provides a service for storing messages, videos, and important information (insurance policies, investments, etc.) to be distributed to family upon death; it is intended that members of Active Lifestyle will be provided with a free trial membership. The Company will receive a commission on revenue generated for Goodbye Book by the Company, as follows: 10% of revenue generated under $1,000,000 and 20% of revenue generated on $1,000,000 and above. The Company will also receive 5% (500,000) of the outstanding common shares of Goodbye Book and an option to purchase an additional 2,000,000 shares within the next 12 months at a 20% discount on its "most current fair market valuation within the next 12 months" to be paid for in shares of the Company at the most recent closing market price on the day of the transaction.

On May 8, 2020, the Company entered into a one year (which can be mutually extended for an additional 3 year period) marketing agreement with Choice Trade, an on-line investment brokerage firm, to provide members of Active Lifestyle with stock trading services at agreed upon fees, including certain commission-free listed stock. The Company will receive a $5.00 fee for each person who, through the Company, signs up with Choice Trade.

On May 29, 2020, the Company entered into a marketing agreement with Veterans Helping Veterans Inc. ("Veterans"), whose business is to provide services and products to veterans, pursuant to which the Company will have the exclusive right to market Veteran's services and products for which the Company will receive a commission of 10% of all sales. Additionally, the Company will purchase 10% of the outstanding common shares of Veterans in exchange for 4.5 million common shares of the Company. The Company will have the right to purchase an additional 10% of the outstanding common shares of Veterans for $200,000 and to purchase an additional 20% of Veterans for $1million in Company stock. Furthermore, the Company has the first right of refusal for any acquisition offer for Veterans. The term of the agreement is 3 years, which may be mutually extended for an additional term of 3 years.

On June 11, 2020, the Company entered into a marketing agreement with Avitas Bio Corp. ("Avitas"), a nutraceutical company, selling vitamin supplements and other supplements and nutraceutical products, pursuant to which the Company will be making private label sales for which it will receive between a 10% and 18% commission on sales. Additionally, Avitas agreed to compensate the Company for the use of the Company's database of seniors and others in exchange for the Company's right to use Avitas' database of United States and Canada customers, represented to be 30+ million; Avitas will also receive 400,000 common shares of the Company. The term of the agreement is 3 years and may be mutually extended for two additional periods of 3 years.

<u>Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines</u>

JZZ TECHNOLOGIES INC.

A Nevada Corporation

17 Sunny Line Drive
Calverton, NY 11933

(631) 721 5334
https://jzztech.com/
info@jzztech.com
SIC Code 731925
Annual Report
For the Period Ending: March 31, 2020
(the "Reporting Period")

As of March 31, 2020, the number of shares outstanding of our Common Stock was: 253,641,917

As of December 31, 2019, the number of shares outstanding of our Common Stock was: 244,641,917

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) 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.

[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.

JZZ Technologies Inc.

Originally incorporated as Innovisionix Inc. on October 5, 2004 in Nevada; on February 28, 2007 name of corporation changed to JZZ Technologies, Inc; on July 2, 2012 name of corporation changed to Sirius Financial Services, Inc.; on December 4, 2013, name of corporation changed to TK Agra, Inc.; on June 25, 2014, name of corporation changed back to JZZ Technologies, Inc.; on 9-21-16, name of corporation changed to Axihub, Inc.; on July 25, 2018, name of corporation changed back to current name, JZZ Technologies Inc. The Company only traded and issued stock certificates under the name JZZ Technologies, Inc., which is the only name for which CUSIP numbers were issued from 2007 to the present, i.e. 466299 30 2 to 6988IX 10 6 back to 466299 30 2.

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):

Incorporated on October 5, 2004 in the State of Nevada and its current standing is active.

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:

2) Security Information

Trading symbol:	JZZI	
Exact title and class of securities outstanding:	Common	
CUSIP:	466299 30 2	
Par or stated value:	$0.001 per share	
Total shares authorized[2] :	450,000,000	as of date: March 31, 2020
Total shares outstanding:	253,641,917	as of date: March 31, 2020
Number of shares in the Public Float[3]:	6,161,364	as of date: March 31, 2020
Total number of shareholders of record:	134	as of date: March 31, 2020

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

Trading symbol:
Exact title and class of securities outstanding:
CUSIP:
Par or stated value:
Total shares authorized: as of date:
Total shares outstanding: as of date:

2 It is the present intention of the Company to amend its certificate of incorporation to

(a) authorize 25,000,000 shares of blank check preferred stock, which shall give the Board of Directors absolute power to determine the term thereof. It is the presentation intention that the initial class of preferred shares, in an amount to be determined, will have voting rights equal to 10 votes for each preferred share and may be converted to 10 common shares for each preferred share; and

(b) to increase to 850,000,000 the number of authorized common shares.

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

Transfer Agent

Name: American Stock Transfer and Trust Company, Inc.
Phone: 602-759-5510
Email: jkane@astfinancial.com

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

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

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

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 March 31, 2018 Common: 97,120,000 Preferred: 0			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
04/10/18	New Issuance	10,000	Common Stock	$20	Yes	Adone, Diane	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	Bosque, Walter	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	1,200,000	Common Stock	$2,400	Yes	Cardona, Nicholas	Cash	Restricted	SEC Act 4(a)(2)

04/10/18	New Issuance	1,200,000	Common Stock	$2,400	Yes	Cardona, Matthew	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	1,200,000	Common Stock	$2,400	Yes	Cardona, Christopher	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	250,000	Common Stock	$500	Yes	Cichanowicz, Cynthia	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	680,000	Common Stock	$1,360	Yes	Custer Institute, Inc./Charles Cardona	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	600,000	Common Stock	$1,200	Yes	Fadule, John	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	3,800	Common Stock	$8	Yes	Giller, Michael	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	10,000	Common Stock	$20	Yes	LeBlanc, Janis	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	2,350,000	Common Stock	$4,700	Yes	Oliveras, Ursula	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	10,000	Common Stock	$20	Yes	Paduano, Laura	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	10,000	Common Stock	$20	Yes	Parker, Theresa	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	10,000	Common Stock	$20	Yes	Sheridan, Carol	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	10,000	Common Stock	$20	Yes	Ward, Ken	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	150,000	Common Stock	$300	Yes	Ward, Valerie	Cash	Restricted	SEC Act 4(a)(2)
04/10/18	New Issuance	10,000	Common Stock	$20	Yes	Gavrock, Elise	Cash	Restricted	SEC Act 4(a)(2)
04/30/18	New Issuance	2,500,000	Common Stock	$5,000	Yes	Blue Bridge Consulting LLC/	Cash	Restricted	SEC Act 4(a)(2)
04/30/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	Critical Edge Consulting LLC/	Consulting	Restricted	SEC Act 4(a)(2)
04/30/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	HNLMNL Consulting LLC/Joey S Pascual	Consulting	Restricted	SEC Act 4(a)(2)
04/30/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	Infocus Consulting LLC/Robert McFarland	Consulting	Restricted	SEC Act 4(a)(2)
04/30/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	Tailor Made Consulting LLC/William Hoffer	Consulting	Restricted	SEC Act 4(a)(2)
05/09/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	BFP Consulting LLC/Bruce R Poole	Consulting	Restricted	SEC Act 4(a)(2)
05/09/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	Lions Den Investments LLC/William Berry	Software Consulting	Restricted	SEC Act 4(a)(2)
05/30/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	AZB Consultants LLC/John Blake	Consulting	Restricted	SEC Act 4(a)(2)
05/30/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	D & P International Consulting LLC/Carmine DePalma	Consulting	Restricted	SEC Act 4(a)(2)

06/11/18	New Issuance	2,500,000	Common Stock	$5,000	Yes	Blue Bridge Consulting LLC/	Cash	Restricted	SEC Act 4(a)(2)
06/11/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	Critical Edge Consulting LLC	Consulting	Restricted	SEC Act 4(a)(2)
06/14/18	New Issuance	2,500,000	Common Stock	$5,000	Yes	Blue Bridge Consulting LLC	Cash	Restricted	SEC Act 4(a)(2)
06/14/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	Critical Edge Consulting LLC	Consulting	Restricted	SEC Act 4(a)(2)
06/27/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	Tailor Made Consulting LLC/William Hoffer	Consulting	Restricted	SEC Act 4(a)(2)
		44,203,800	**Quarter Ending June 30, 2018**	**$88,408**					
07/05/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	HNLMNL Consulting LLC/Joey S Pascual	Consulting	Restricted	SEC Act 4(a)(2)
07/24/18	New Issuance	2,500,000	Common Stock	$5,000	Yes	Golden Yellow Consulting LLC/Paul Schrader	Consulting	Restricted	SEC Act 4(a)(2)
08/03/18	New Issuance	5,000,000	Common Stock	$10,000	Yes	AthenaSoft/Evan Solomon	Software Coding	Restricted	SEC Act 4(a)(2)
08/06/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	BFP Consulting LLC/Bruce R Poole	Consulting	Restricted	SEC Act 4(a)(2)
08/06/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	Tailor Made Consulting LLC/William Hoffer	Consulting	Restricted	SEC Act 4(a)(2)
08/13/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	ASCO Consulting LLC/Antonio Moura	Accounting Services	Restricted	SEC Act 4(a)(2)
08/13/18	New Issuance	2,500,000	Common Stock	$5,000	Yes	C&P Progressive Consulting LLC/Pamela Cohen	Consulting	Restricted	SEC Act 4(a)(2)
08/23/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	Digital Hub Consulting LLC/Gregory McCarthy	Consulting	Restricted	SEC Act 4(a)(2)
		23,000,000	**Quarter Ending September 30, 2018**	**$46,000**					
10/02/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	Tailor Made Consulting LLC/William Hoffer	Consulting	Restricted	SEC Act 4(a)(2)
10/22/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	MJ&J Consulting LLC/Craig Wong	Consulting	Restricted	SEC Act 4(a)(2)
11/05/18	New Issuance	2,000,000	Common Stock	$4,000	Yes	MJ&J Consulting LLC/Craig Wong	Consulting	Restricted	SEC Act 4(a)(2)
11/05/18	New Issuance	3,000,000	Common Stock	$6,000	Yes	Red Star Consulting LLC/Jon Xanthos	Consulting	Restricted	SEC Act 4(a)(2)
		11,000,000	**Quarter Ending December 31, 2018**	**$22,000**					
		0	**Quarter Ending March 31, 2019 June 30, 2019 September 30, 2019**						

12/05/2019	New Issuance	9,000,000	Common Stock	$212,825	Yes	Blue Bridge Consulting LLC	Debt Conversion	Free Trading	SEC Act 4(a)(2)
12/05/2019	New issuance	2,500,000	**Common Stock**	$5,000	Yes	Future Wave Solutions Inc./Marc Bryant	Cash	Restricted	SEC Act 4(a)(2)
03/26/2020	New issuance	9,000,000	**Common Stock**	$205,052	Yes	Blue Bridge Consulting LLC	Debt Conversion	Free Trading	SEC Act 4(a)(2)
Shares Outstanding on March 31, 2020	Ending Balance: Common: 253,641,917 Preferred: 0								

Shares Outstanding on Date of This Report: Ending Balance Ending Balance: Date March 31, 2020 253,641,917 Common: 253,641,917 Preferred: 0	

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:

____

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	Reason for Issuance (e.g. Loan, Services, etc.)
01/25/2016	$10,500	$ 10,500	$3,513	Demand note	50% of Closing Bid Price at Conversion	Elixir, LLC/Charles Cordona	Loan
07/26/2016	$25,000	$ 25,000	$7,363	Demand note	50% of Closing Bid Price at Conversion	Hector Lewis, Jr.	Loan
09/13/2016	$12,500	$ 12,500	$3,548	Demand note	50% of Closing Bid Price at Conversion	Hector Lewis, Jr.	Loan
11/21/2016	$25,000	$ 25,000	$6,616	Demand note	50% of Closing Bid Price at Conversion	Lincoln Lewis	Loan

12/12/2016	$25,000	$ 25,000	$6,601	Demand note	50% of Closing Bid Price at Conversion	Giselle or John Mery	Loan
08/25/2019	$180,000	$180,000	$8,640	Demand note	50% of Closing Bid Price at Conversion	Blue Bridge Consulting, LLC	Service Contract
03/24/2020	$10,000	$10,000	$249	March 24, 2021	50% of the lowest Trading Price During the 20 Trading Days prior to Conversion	Tri-Bridge Ventures LLC	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: Fred V. Schiemann
Title: Outside CPA
Relationship to Issuer: Contract Services

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.

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.

[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.

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 Issuer, is an internet website media and marketing company, focusing on the senior market. The business of the Company, through its on-line magazine, is to publish articles and other content directed to the senior market, as well as to provide a medium for specifically focused advertising within the senior market. The Company will also promote products and services through its on-line magazine directed to the senior market.

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

Senior Lifestyle Media LLC ("SLM"), a New York limited liability company, was acquired by the Company as of April 1, 2020 as a wholly owned subsidiary of the Company. The Company's internet website and marketing operations are operated by SLM. SLM maintains the brand "Active Lifestyle" and owns the following assets:

Active Lifestyle website (activelifestylemedia.com), which hosts all online content of SLM;
Active Lifestyle Magazine, a quarterly online and print magazine;
Family Caregiver Magazine, quarterly online magazine geared for information, products and services of interest to caregivers, whether they be nurses, aides or relatives of seniors or others requiring care;
Active Lifestyle Newsletter, a monthly online newsletter, features more topical content than Active Lifestyle Magazine;
Senior Business Magazine, which SLM shortly intends to publish online, as well as in print on a quarterly basis, and will target entrepreneurs over the age of 50.

Joshua Tree LLC, a New York limited liability company, was acquired as a wholly owned subsidiary as of April 1, 2020, will market and sell CBD (cannabidiol) products geared to the senior market, mostly through the Active Lifestyle Website.

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

The Company business is to circulate (mostly via the Active Lifestyle website) online (Internet) newsletters, magazines and other content to provide a medium for on-line advertising, marketing and sales of products and services, all geared to the senior market. With its recently acquired database of over 5.7 million senior email addresses, and through its own advertising and marketing, the Company plans to reach a significant number of earmarked customers and subscribers, subdivided into particular interests for targeted marketing. The revenue model for the Company lies in four income streams: (1) subscription income, (2) advertising revenue, (3) marketing and sales commissions for products and services and (4) sharing of product marketing revenue with our strategic marketing partners.

The Company's additional properties and commercial rights are:

foodandfriendship.com, a website acquired in April 2020, providing food and drink related content and discounts, acquired for a nominal amount;

petsandpaw.com, a website acquired in April 2020, with articles and discount related to pets and pet ownership, acquired for a nominal amount;

latestdiscountcodes.com, a website acquired in April 2020, providing coupons, discounts and discounted products and services, acquired for a nominal amount.

Goodbye Book - The Company entered an agreement with Goodbye Book, Inc. on April 29, 2020, which provides a service for storing messages, videos, and important information (insurance policies, investments, etc.) to be provided to family upon death; it is intended that members of Active Lifestyle will be provided with a free, trial membership. The Company will receive a commission on revenue generated by the Company.

Choice Trade – On May 8, 2020, the Company has entered into a marketing agreement with Choice Trade, an on-line investment brokerage firm, to provide members of Active Lifestyle with stock trading services, including certain commission-free listed stock. The Company will receive a $5.00 fee for each person who, through the Company, signs up with Choice Trade.

Avitas Bio Corp – On June 11, 2020, the Company entered into a marketing agreement with Avitas Bio Corp., a nutraceutical company, selling vitamin supplements and other supplements and nutraceutical products, in which the Company will be making private label sales for which it will receive a commission.

Veterans Helping Veterans Inc. ("Veterans") – On May 29, 2020, the Company entered into a marketing agreement with Veterans Helping Veterans Inc., whose business is to provide services and products to veterans, where the Company will promote and receive a commission on sales of Veterans' services and products.

D. Subsequent Events

The Company on April 1, 2020 entered into an Acquisition and Share Exchange Agreement to acquire Senior Lifestyle Media LLC ("Senior Lifestyle")and thereafter closed the transaction for 2,250,000 common shares of the Company and future consideration for a percentage of the profits of the Company and shares based on the gross sales in the Company's business activities to be remitted to Robert Rosen (former managing member of Senior Lifestyle and proposed member of the Board of Directors of the Company): 80% of the first $100,000; 50% of the next $200,000 and $20% thereafter of profits from advertising and product sales; and 500,000 shares of the Company upon achieving advertising sales of $50,000 within 2 years, an additional 500,000 shares for achieving advertising sales of $250,000 within 3 years, an additional 500,000 shares for achieving advertising sales of $500,000 within 4 years and an additional $25,000 worth of shares for achieving advertising sales of $300,000 in each calendar beginning 2021 (priced at the closing price on the last trading day of the year.

The Company, on April 1, 2020, entered into an Acquisition and Share Exchange Agreement to acquire Joshua Tree CBD Inc. ("Joshua Tree") and shortly thereafter closed the transaction for 950,000 common shares of the Company and future consideration for 66% of the first $120,000 in profits from the activities of Joshua Tree, thereafter 10% of the profits of all CBD products sold by the principal of the seller and shares based on the gross sales of Joshua Tree's products, as follows: 150,000 shares of the Company for $50,000 in sales within 1 year; an additional 300,000 shares of the Company for $200,000 in sales within 2 years; an additional 250,000 shares of the Company for $500,000 in sales within 3 years; and an additional 250,000 shares of the Company for $1,000,000 in sales within 3 years.

On April 29, 2020, the Company entered an agreement with Goodbye Book, Inc. ("Goodbye Book"), which provides a service for storing messages, videos, and important information (insurance policies, investments, etc.) to be distributed to family upon death; it is intended that members of Active Lifestyle will be provided with a free trial membership. The Company will receive a commission on revenue generated for Goodbye Book by the Company, as follows: 10% of revenue generated under $1,000,000 and 20% of revenue generated on $1,000,000 and above. The Company will also receive 5% (500,000) of the outstanding common shares of Goodbye Book and an option to purchase an additional 2,000,000 shares within the next 12 months at a 20% discount on its "most current fair market valuation within the next 12 months" to be paid for in shares of the Company at the most recent closing market price on the day of the transaction.

On May 8, 2020, the Company entered into a one year (which can be mutually extended for an additional 3 year period) marketing agreement with Choice Trade, an on-line investment brokerage firm, to provide members of Active Lifestyle with stock trading services at agreed upon fees, including certain commission-free listed stock. The Company will receive a $5.00 fee for each person who, through the Company, signs up with Choice Trade.

On May 29, 2020, the Company entered into a marketing agreement with Veterans Helping Veterans Inc. ("Veterans"), whose business is to provide services and products to veterans, pursuant to which the Company will have the exclusive right to market Veteran's services and products for which the Company will receive a commission of 10% of all sales. Additionally, the Company will purchase 10% of the outstanding common shares of Veterans in exchange for 4.5 million common shares of the Company. The Company will have the right to purchase an additional 10% of the outstanding common shares of Veterans for $200,000 and to purchase an additional 20% of Veterans for $1million in Company stock. Furthermore, the Company has the first right of refusal for any acquisition offer for Veterans. The term of the agreement is 3 years, which may be mutually extended for an additional term of 3 years.

On June 11, 2020, the Company entered into a marketing agreement with Avitas Bio Corp. ("Avitas"), a nutraceutical company, selling vitamin supplements and other supplements and nutraceutical products, pursuant to which the Company will be making private label sales for which it will receive between a 10% and 18% commission on sales. Additionally, Avitas agreed to compensate the Company for the use of the Company's database of seniors and others in exchange for the Company's right to use Avitas' database of United States and Canada customers, represented to be 30+ million; Avitas will also receive 400,000 common shares of the Company. The term of the agreement is 3 years and may be mutually extended for two additional periods of 3 years.

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 issuer does not currently own or lease any assets, properties or facilities.

7) Officers, Directors, and Control Persons[1]

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 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
Charles A. Cardona	Chairman/CEO/CFO	17 Sunny Line Drive, Calverton, New York 11933	11,100,000*	Common	4.5%	_____

Blue Bridge Consulting, LLC	Owner of more than 5%	14140 Passage Way, Seminole, FL 33776	22,850,000**	Common	9.0%	_____
James Wheeler	Owner of more than 5%	300 West Orange Heights Lane, Corona, CA 92882	20,000,000***	Common	7.8%	_____
Critical Edge Consulting LLC	Owner of more than 5%	2583 Limaburg Road, Burlington, KY 41005	14,000,000	Common	5.5%	
Tailor Made Consulting LLC	Owner of more than 5%	8975 W Warm Springs Road #1012, Las Vegas, NV 89148	15,000,000	Common	5.9%	

* Includes 5,700,000 shares owned by Charles Cardona and 5,400,000 shares owned by his spouse and children, but does not include a $10,500 note convertible into shares of the Issuer at 50% of the closing bid at the time of conversion.
.

** Does not include shares issuable pursuant to a $180,000 note convertible at 50% of the closing bid at the time of conversion.

*** These shares are to be surrendered and become treasury shares pursuant to the August 23, 2016 Share Exchange Agreement between JZZ Technologies, Inc. and Axihub, Inc.

It is the present intention of the Company to enter into an employment agreement with Charles A. Cardona, the Company's Chairman and CEO, to provide for his services for a five year, seven month term, effective as of June 1, 2020. As part of his compensation, it is presently intended that he will receive 1,250,000 Common Shares of the Company and warrants to purchase an additional 1,250,000 Common Shares, at a nominal exercise price. His annual salary is intended to be $120,000, payable on achieving certain monthly revenues, with Mr. Cardona receiving option for or shares of ferred stock hares for unpaid salary.

Charles A. Cardona (B.S. University of Arizona and PhD Astrophysics Stony Brook University) serves as President, CEO, CFO and sole Director of the Company. He has served as CEO since August 2016 and was appointed to the Board of Directors effective August 2016. Mr. Cardona has served as an officer, director and consultant to various public and nonpublic companies. He is also a member of the Board of Directors of ISMedia 360. Mr. Cardona has served as Director of Corporate Development for Ammo Analytical Laboratory and Vice Chairman of the Ammon Foundation and is a member of the board of directors of the Custer Institute Observatory, Long Island, New York's oldest public observatory. He is also a member of the Board of Directors of Pet Adoption World Foundation and an advisor to Kids Adopt a Shelter.

It is the present intention of the Company to add two additional directors to the Board of Directors, James S. Toreson and Robert Rosen.

James S. Toreson (University of Michigan – BSEE and MSEE; University of Nevada – Doctorate of Science; University of Pennsylvania – PhD EE) has previous experience at Xebec, Hewlett-Packard, Spectra-Physics and Bell Telephone Laboratories. At Xebec, he led the creation and management of a state-of-the-art automated factory in Nevada that employed over 1,000 employees. His recent activities include: design and deployment of utility-scale solar PV power plants; AI and IOT-based bioinformatics in the healthcare field; and research and deployment of cannabis related technologies.

Robert Rosen is a graduate of the Newhouse School of Public Communications at Syracuse University and was a television producer and director of an Emmy award winning business television program. Through an affiliation with the local dental societies in New York, New Jersey and Connecticut, he began DR Administrative Services, Inc. 22 years ago and became one of the largest TPA's for Direct Reimbursement dental plans in the country. Several years ago Mr. Rosen started Senior Lifestyle Media to create Active Lifestyle magazine for the senior community. More recently he became Executive Director of Caregiver Resource Network, a 501(c)(3) not for profit and began publishing Family Caregiver magazine. He is currently publisher of Active Lifestyle magazine and newsletter for Senior Lifestyle Media, LLC, a subsidiary of the Company.

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

* No knowledge as to James Wheeler, Critical Edge Consulting LLC and Tailor Made Consulting LLC.

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.

N/A

9) Third Party Providers

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

Securities Counsel

Name: Edward C. Kramer
Firm: Law Offices of Kramer, LLC
Address 1: 260 Madison Avenue, 16th Floor, New York, NY 10016
Address 2:
Phone: 212-490-1616
Email: eck@lawkram.com

Accountant or Auditor

Name: Fred V. Schiemann, CPA
Firm:
Address 1: 429 W. Plumb Lane, Reno, NV 89509
Address 2:
Phone: 775-830-3663
Email: fschiemann@yahoo.com

Investor Relations n/a

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: _____

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, Charles A. Cardona III certify that:

1. I have reviewed this annual disclosure report of JZZ Technologies 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.

July 10, 2020 [Date]

[CEO's Signature]

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

Principal Financial Officer:

I, Charles A. Cardona III certify that:

1. I have reviewed this annual disclosure report of JZZ Technologies 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.

July 10, 2020 [Date]

[CFO's Signature]

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