ANNUAL REPORT

Pursuant to Rule 15c2-(11)(a)(5)

For

NOHO, INC.

For the Period Ended March 31, 2016

Dated: May 20, 2016

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

NOHO, INC.

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NOHO, INC.
QUARTERLY REPORT

All information contained in this Annual Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

No dealer, salesman or any other person has been authorized to give any information or to make any representations not contained herein in connection with the Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Issuer's Annual Report.

ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The exact name of the Issuer is:

NOHO, Inc. (hereinafter referred to as "NOHO", "DRNK", "Issuer" or "Company").

The names and history of the Issuer's predecessors:

The Company was incorporated in the State of Wyoming on September 30, 2011 under the name RealEstate Pathways, Inc. On March 9, 2012 our registration statement filed on Form S-1 was deemed effective, registering 3,000,000 common stock shares at a fixed price of $0.04 per share.

On December 31, 2012, the Company effectuated a 15.2 to 1 forward split of the Company's common stock issued and unissued common stock as of January 16, 2013, the record date. Immediately after the forward split, the number of shares issued and outstanding increased to 22,861,676.

On January 4, 2013, the Company entered into a Distributor Agreement (the "Agreement") with Dolce Bevuto, Inc., a Nevada corporation (formerly Dolce Bevuto, LLC, a California limited liability company). Pursuant to the Agreement, the Company obtained the non-exclusive right to distribute a product named "NOHO®" – The Hangover Defense®. The term of the Agreement is for one year and allows the Company to use the NOHO® trademarks solely in connection advertising, distribution, marketing, and sale of the product throughout certain territories.

On January 9, 2013, the Company changed its name from RealEstate Pathways, Inc. to NOHO, Inc. The amendment occurred as a result of our stockholders approving the amendment at the 2012 Annual Meeting of Stockholders and a subsequent vote by the Board of Directors.

On January 31, 2013, the trading symbol for the Company's common stock, which is quoted on the OTC:QB, was changed from REPW to HANG. Subsequently, on February 21, 2013, the trading symbol for the Company's common stock was changed from HANG to DRNK.

On March 18, 2013, the Company entered into an Acquisition Agreement and Plan of Merger by and among, Dolce Sub Co, a Nevada corporation and wholly owned subsidiary of Company, ("Sub Co") and Dolce Bevuto, Inc., a Nevada corporation ("DB"); DB and Sub Co being the constituent entities in the Merger. The Company issued 12,713,763 shares of its Rule 144 restricted common stock in exchange for 100% of DB's issued and outstanding stock. Pursuant to the terms of the Merger, Sub co merged with DB and Sub Co ceased to exist; DB become a wholly owned-subsidiary of the Company. The Merger, which closed on April 1, 2013, provided the Company with the ownership of 100% of DB, as reported on Form 8-K filed with the Commission on April 2, 2013.

ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES

Company Headquarters:
16000 N. 80th Street, Suite E
Scottsdale, AZ 85258

Telephone: 480-306-7319
www.nohodrink.com

Investor Relations Firm:
None

ITEM 3. SECURITY INFORMATION

Trading symbol
The Company's trading symbol is DRNK.

The Company's CUSIP
The Company's CUSIP as of March 31, 2016 is 65528C208. Former CUSIP 65528C109.

Par or Stated Value:
The Company's Common Stock has a par value of $0.001.

Shares Authorized:

As of the date of this Report, the Issuer has two classes of securities; Common Stock and Preferred Stock, par value $0.001

On February 16, 2016, the Company increased the total number of authorized stock of the Company from 2,250,000,000 to 10,050,000,000 shares consisting of: (i) 10,000,000,000 shares of common stock, par value $0.001 per share ("Common Stock"); and (ii) 50,000,000 shares of preferred stock, par value $0.001 per share ("Preferred Stock"), the preferences, rights and limitations of classes or series of Preferred Stock may be designated from time to time by the Board of Directors.

As of May 20, 2016, there were 4,954,815,033 shares of common stock issued and outstanding and 0 shares of preferred stock issued and outstanding.

Shares Outstanding:

As of March 31, 2016

Class	Shares Authorized	Shares Outstanding	Freely Tradable Shares (Float)	Total Number of Beneficial Shareholders	Total Number of Shareholders of Record
Common	2,200,000,000	1,328,821,873	1,250,875,459	0	176
Preferred	50,000,000	0	0	0	0

As of May 20, 2016

Class	Shares Authorized	Shares Outstanding	Freely Tradable Shares (Float)	Total Number of Beneficial Shareholders	Total Number of Shareholders of Record
Common	10,000,000,000	4,954,815,033	2,376,868,619	1	176
Preferred	50,000,000	0	0	0	0

Transfer Agent
Columbia Stock Transfer Company
1869 E Seltice Way #292
Post Falls, ID 83854
Tel: 208-664-3544
Fax: 855-664-3544
wwwcolumbiastock.com

Restrictions on the transfer of any security:
None

Describe any trading suspension orders issued by the SEC in the past 12 months:
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

ITEM 4. ISSUANCE HISTORY

Events by the Issuer Resulting in Changes in Total Outstanding Shares for the Past Two Fiscal Years:

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two-year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

During the three months ended March 31, 2016, the Company authorized the issuance of a total of 145,099,910 shares of common stock in connection with convertible debenture in the amount of $109,676.

Subsequent events: From January 1, 2016 through May 20, 2016, the date the consolidated financial statements were issued. NOHO, Inc. issued 3,625,993,160 additional shares primarily upon request for conversion of convertible notes payable.

During the three months ended September 30, 2015, the Company authorized the issuance of a total of 128,774,948 shares of common stock in connection with convertible debenture in the amount of $59,228.

During the three months ended June 30, 2015, the Company issued 1,000,000 shares of its common stock for to various employees and consultants in exchange for services rendered. Upon receiving request for conversion of convertible notes payable the Company issued 228,390,400 shares retiring debts equal to $160,554. The total number of shares outstanding as of June 30, 2015 was 516,071,691.

During the three months ended March 31, 2015, the Company issued 350,000 shares of its common stock for to various employees and consultants in exchange for services rendered. Additionally, the Company issued and sold 150,000 shares of its common stock for an aggregate purchase price of $3,000. Further, the company issued 305,556 shares as incentives for debt financing. Upon receiving request for conversion of convertible notes payable the Company issued 259,312,862 shares retiring debts equal to $542,633. The total number of shares outstanding as of March 31, 2015 was 286,681,291.

For the twelve-month period ending December 31, 2014, the Company issued 2,990,830 shares of its common stock for to various employees and consultants in exchange for services rendered. Additionally, the Company issued and sold 297,167 shares of its common stock for an aggregate purchase price of $134,500. Further, the company issued 211,400 shares as incentives for debt financing. Upon receiving request for conversion of convertible notes payable the Company issued 6,143,476 shares retiring debts equal to $561,633.

ITEM 5. FINANCIAL STATEMENTS

Unaudited consolidated financial statements for the Company for the period ended March 31, 2016, are included herein. These financial statements were prepared by NowCFO with assistance of internal management of the Company

NOHO, INC.
Consolidated Balance Sheets
(Unaudited)

	March 31, 2016	December 31, 2015
ASSETS		
Current assets:		
Cash	$ 31,740	$ (1,176)
Accounts receivable	284,511	147,655
Prepaid expenses	17,605	17,605
Inventory	313,312	372,391
Total current assets	647,167	536,475
Fixed assets, net of accumulated depreciation of $13,085 and $12,084, respectively	20,599	21,600
Intangible assets, net of accumulated amortization of $62,870 and $62,146, respectively	113,305	114,263
Total assets	$ 781,071	$ 672,337
LIABILITIES AND STOCKHOLDERS' (DEFICIT)		
Current liabilities:		
Accounts payable	$ 691,224	$ 577,508
Accrued Liabilities	242,182	236,410
Accrued Liabilities - related party	11,980	11,980
Accrued compensation - related party	666,456	822,506
Accrued interest	61,783	65,833
Accrued interest - related party	110,414	110,414
Notes payable, net of discounts of $16,317.00	561,815	566,140
Convertible notes payable, net of discounts of $0 and $370,304, respectively	658,973	681,261
Total current liabilities	3,004,827	3,072,052
Total liabilities	3,004,827	3,072,052
Stockholders' (deficit):		
Common stock, $0.001 par value, 10,000,000,000 shares authorized, 4,897,066,590, and 786,265,910 shares issued . and outstanding at December 31, 2015 and 2014, respectively	4,897,067	786,266
Additional paid in capital	5,110,883	8,747,409
Accumulated (deficit)	(12,231,706)	(11,933,390)
Total stockholders' (deficit)	(2,223,756)	(2,399,715)
Total liabilities and stockholders' (deficit)	$ 781,071	$ 672,337

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

NOHO, INC.
STATEMENTS OF OPERATIONS
(Unaudited)

	For the Three Months Ended March 31, 2016	For the Three Months Ended March 31, 2015
Sales revenue, net	$ 196,109	$ 278,131
License fee	-	
Total revenue	196,109	278,131
Cost of goods sold	130,444	66,405
Gross profit	65,665	211,726
Operating expenses:		
Amortization and depreciation	-	
Consulting fees	-	
Compensation expense	125,115	136,073
General and administrative	109,411	321,404
Professional fees	26,052	17,990
Promotional and marketing	1,859	16,836
Selling expense	10,815	20,998
Total operating expenses	273,251	513,301
Loss from continuing operations	(207,587)	(301,575)
Other (income) expenses:		
Other (income)	63,025	600
(Gain) loss on derivaitives	-	
Amortization of debt discount	-	111,646
Financing costs	-	
Interest expense, net	26,487	11,753
Interest expense - related party	1,218	1,778
Total other income (expense)	90,730	125,777
Net loss	$ (298,317)	$ (427,352)
Net loss per share - basic and fully diluted	$ (0.0014)	$ (0.0100)
Weighted average number of shares outstanding - basic and fully diluted	208,100,937	56,505,895

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

DOLCE BEVUTO, INC.
STATEMENTS OF CASH FLOWS
(Unaudited)

	For the Three Months Ended March 31, 2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	$ (298,316)	$ (427,352)
Adjustments to reconcile net loss from operations to net cash used in operating activities:		
Common stock issued for services	2,500	3,044
Common stock issued for compensation	250,000	
Depreciation and amortization	1,959	8,869
Amortization of debt discount	29,487	111,646
Changes in operating assets and liabilities:		
Decrease (Increase) in accounts receivable	(136,857)	(40,907)
Decrease (Increase) in inventory	59,079	(28,413)
Increase (Decrease) in accounts payable	113,718	120,978
Increase (Decrease) in accrued liabilities-Related Party	5,772	3,598
Increase (Decrease) in accruedcompensation-Related Party	(156,050)	92,450
Increase (Decrease) in accrued interest payable	(4,050)	(37,550)
Increase (Decrease) in Convertible Notes Payable	83,039	-
Net cash used by (used in)operating activities	(49,719)	(193,637)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of fixed assets	-	(5,893)
Net cash used in investing activities	-	(5,893)
CASH FLOWS FROM FINANCING ACTIVITIES	-	
Proceeds from notes payable	52,300	
Proceeds from convertible notes payable	170,000	194,536
Proceeds from the sale of common stock	-	3,000
Capital distributions, net - related party	-	-
Net cash provided by financing activities	82,636	197,536
Net change in cash	32,917	(1,994)
Cash - beginning	(1,176)	36,104
Cash - ending	$ 31,740	$ 34,110
SUPPLEMENTAL NON-CASH DISCLOSURES:		
Shares issued for debt conversion	$ -	$ -
Shares issued in connection with convertible debenture	$ 474,274	$ 542,634

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

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

The Company was incorporated on December 3, 2010 (Date of Inception) under the laws of the State of California, as Dolce Bevuto, LLC. On February 8, 2013, the Company was domiciled from a California limited liability company to a Nevada corporation. As a result of conversion from a limited liability company to a corporation, the financial statements of the Company have been prepared retroactively as if the Company was a corporation as December 3, 2010.

On April 1, 2013, we acquired 100% of the issued and outstanding common stock of Dolce Bevuto, Inc. Under the share exchange agreement, Noho, Inc. issued 12,713,763 shares of its common stock to various individuals and entities in exchange for 100% of Dolce Bevuto, Inc. Additionally, under the share exchange agreement, the former officers and directors of Noho, Inc. agreed to cancel 19,760,000 shares of common stock. For accounting purposes, the acquisition of the Dolce Bevuto, Inc. by Noho, Inc. has been accounted for as a recapitalization, similar to a reverse acquisition except no goodwill is recorded, whereby the private company, Dolce Bevuto, Inc., in substance acquired a non-operational public company (Noho, Inc.) with nominal assets and liabilities for the purpose of becoming a public company. Accordingly, Dolce Bevuto, Inc. is considered the acquirer for accounting purposes and thus, the historical financials are primarily that of Dolce Bevuto, Inc. As a result of this transaction, Noho, Inc. changed its business direction and is now a beverage business. Dolce Bevuto, Inc. was incorporated on December 3, 2010 (Date of Inception) and accordingly, the accompanying financial statements are from the Date of Inception of Dolce Bevuto, Inc. through ending reporting periods reflected.

The financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America, and are expressed in U.S. dollars. The Company's fiscal year end is December 31.

Nature of operations

Currently, the Company is focused on the production and sale of NOHO, a beverage for hangover defense. The Company purchases raw materials and outsources the manufacturing to a third party.

Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ significantly from those estimates.

Fair value of financial instruments

We utilize ASC 820-10, Fair Value Measurement and Disclosure, for valuing financial assets and liabilities measured on a recurring basis. Fair value is defined as the exit price, or the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants as of the measurement date. The guidance also establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are inputs market participants would use in valuing the asset or liability and are developed based on market data obtained from sources independent of our Company. Unobservable inputs are inputs that reflect our Company's assumptions about the factors market participants would use in valuing the asset or liability. The guidance establishes three levels of inputs that may be used to measure fair value:

Level 1. Observable inputs such as quoted prices in active markets;
Level 2. Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and
Level 3. Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

As of March 31, 2016 and December 31, 2015, we did not have any level 2 or 3 assets or liabilities.

Cash and cash equivalents

For the purpose of the statements of cash flows, all highly liquid investments with an original maturity of three months or less are considered to be cash equivalents. The carrying value of these investments approximates fair value. As of March 31, 2016 and December 31, 2015, there are no cash equivalents.

Accounts receivable

The Company uses the allowance method to account for uncollectible accounts receivable. The allowance for doubtful accounts represents the Company's best estimate of the amount of probable credit losses in the Company's existing accounts receivable. The Company determines the allowance based on specific customer information, historical write-off experience and current industry and economic data. Account balances are charged off against the allowance when the Company believes it is probable the receivable will not be recovered. Management believes that there are no concentrations of credit risk for which an allowance has not been established. Although management believes that the allowance is adequate, it is possible that the estimated amount of cash collections with respect to accounts receivable could change. Accounts receivable are presented net of an allowance for doubtful accounts of $0 and $0 at March 31, 2016 and December 31, 2015, respectively.

Inventory

Inventories are stated at the lower of cost (first-in, first-out basis) or market (net realizable value).

Fixed assets

The Company records all property and equipment at cost less accumulated depreciation. Improvements are capitalized while repairs and maintenance costs are expensed as incurred. Depreciation is calculated using the straight-line method over the estimated useful life of the assets or the lease term, whichever is shorter. Leasehold improvements include the cost of the Company's internal development and construction department. Depreciation periods are as follows:

Computer equipment 3 years
Furniture and fixtures 7 years

Intangible assets

ASC 350 requires that goodwill and intangible assets with indefinite useful lives no longer be amortized, but instead tested for impairment at least annually in accordance with the provisions of ASC 350. This standard also requires that intangible assets with definite useful lives be amortized over their respective estimated useful lives to their estimated residual values, and reviewed for impairment. As of March 31, 2016 December 31, 2015, the Company recorded $0 and $0 of impairment of its intangible assets.

The Company's intangible assets consist of the costs of filing and acquiring various patents and trademarks. The trademarks are recorded at cost. The Company determined that the trademarks have an estimated useful life of approximately 11 years and will be reviewed annually for impairment. Amortization will be recorded over the estimated useful life of the assets using the straight-line method for financial statement purposes. The Company commenced amortization during March 2011.

Stock-based compensation

The Company records stock-based compensation in accordance with the guidance in ASC Topic 505 and 718 which requires the Company to recognize expenses related to the fair value of its employee stock option awards. This eliminates accounting for share-based compensation transactions using the intrinsic value and requires instead that such transactions be accounted for using a fair-value-based method. The Company recognizes the cost of all share-based awards on a graded vesting basis over the vesting period of the award.

The Company accounts for equity instruments issued in exchange for the receipt of goods or services from other than employees in accordance with FASB ASC 718-10 and the conclusions reached by the FASB ASC 505-50. Costs are measured at the estimated fair market value of the consideration received or the estimated fair value of the equity instruments issued, whichever is more reliably measurable. The value of equity instruments issued for consideration other than employee services is determined on the earliest of a performance commitment or completion of performance by the provider of goods or services as defined by FASB ASC 505-50.

Revenue recognition

The Company recognizes revenues from sale of products when the items have shipped and title has transferred to the purchaser.

As of March 31, 2016 and December 31, 2015, the Company had deferred revenue of $0.

Advertising costs

Advertising costs are anticipated to be expensed as incurred. Advertising costs included in general and administrative expenses totaled $10,312 and $22,622 for the three months ended March 31, 2016 and 2015, respectively.

Income taxes

We account for income taxes in accordance with ASC 740-10, Income Taxes. We recognize deferred tax assets and liabilities to reflect the estimated future tax effects, calculated at currently effective tax rates, of future deductible or taxable amounts attributable to events that have been recognized on a cumulative basis in the consolidated financial statements. A valuation allowance related to a deferred tax asset is recorded when it is more likely than not that some portion of the deferred tax asset will not be realized. Deferred tax assets and liabilities are adjusted for the effects of the changes in tax laws and rates of the date of enactment.

ASC 740-10 prescribes a recognition threshold that a tax position is required to meet before being recognized in the financial statements and provides guidance on recognition, measurement, classification, interest and penalties, accounting in interim periods, disclosure and transition issues. We classify interest and penalties as a component of interest and other expenses. To date, there have been no interest or penalties assessed or paid.

We measure and record uncertain tax positions by establishing a threshold for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. Only tax positions meeting the more-likely-than-not recognition threshold at the effective date may be recognized or continue to be recognized.

The Company has no income tax provision for the three months ended March 31, 2016 and year ended December 31, 2015, due to recurring net losses.

Loss per common share

Net loss per share is provided in accordance with ASC Subtopic 260-10. We present basic loss per share ("EPS") and diluted EPS on the face of the statements of operations. Basic EPS is computed by dividing reported losses by the weighted average shares outstanding. Loss per common share has been computed using the weighted average number of common shares outstanding during the year.

Recent pronouncements

In August 2014, the FASB issued Accounting Standards Update No. 2014-15, Presentation of Financial Statements—Going Concern, which requires management to evaluate, at each annual and interim reporting period, whether there are conditions or events that raise substantial doubt about the entity's ability to continue as a going concern within one year after the date the financial statements are issued and provide related disclosures. ASU 2014-15 is effective for annual periods ending after December 15, 2016 and interim periods thereafter. Early application is permitted. Management is still in the process of assessing the impact of ASU 2014-15 on the Company's consolidated financial statements

There are no other recently issued accounting pronouncements or standards updates that the Company has yet to adopt that are expected to have a material effect on its financial position, results of operations, or cash flows.

NOTE 2 – GOING CONCERN

The accompanying unaudited financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the recoverability of assets and the satisfaction of liabilities in the normal course of business. Since its inception, the Company has been engaged substantially in financing activities and developing its business plan and marketing. As a result, the Company incurred accumulated net losses from inception (December 3, 2010) through the three months ended March 31, 2016 of $12,231,706.

The ability of the Company to continue as a going concern is dependent upon its ability to raise additional capital from the sale of common stock or through debt financing and, ultimately, the achievement of significant operating revenues. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or amounts and classification of liabilities that might result from this uncertainty.

NOTE 3 – INVENTORY

Inventories consist of the following:

	March 31, 2016	December 31, 2015
Raw materials	$ 114,815	$ 155,894
Finished goods	198,497	216,497
	$ 313,312	$ 372,391

NOTE 4 – FIXED ASSETS

Fixed assets consisted of the following:

	March 31, 2016	December 31, 2015
Computer equipment	$ 10,642	$ 10,642
Furniture and fixtures	23,162	23,162
Fixed assets, total	33,804	33,804
Less: accumulated depreciation	(12,204)	(12,205)
Fixed assets, net	$ 21,600	$ 21,600

Depreciation expense for the period ended March 31, 2016 and December 31, 2015, was $1,001 and $1,242, respectively.

NOTE 6 – ASSET PURCHASE AGREEMENT

In March 2011, the Company purchased assets from Dajomi Brands, LLC. The assets acquired included vehicles, inventory and intangible assets. The carrying value of these assets is $176,409 with accumulated amortization of 62,146. Amortization expense for the period ended March 31, 2016 and December 31, 2015, were $958 and $2,248, respectively.

NOTE 7 – LINE OF CREDIT – RELATED PARTY

On November 15, 2011, the Company executed a revolving credit line with a related party for up to $150,000. The related party was an entity that is owned and controlled by an officer of the Company. On November 15, 2012, the lender agreed to increase the credit line up to $200,000, extend the maturity date to March 31, 2013 and to decrease the interest rate from 30% to 15% per annum. On April 1, 2013, the lender agreed to a further increase up to $300,000 and to extend the maturity date to December 31, 2013 which was subsequently extended to March 31, 2015. The outstanding balance as of March 31, 2016 and December 31, 2015, were $0 and $0, respectively.

NOTE 8 – CONVERTIBLE NOTES AND NOTES PAYABLE

Notes payable consisted of the following:

	March 31, 2016	December 31, 2015
Notes payable	$ 1,220,788	1,247,401
less discounts recognized:	-	(422,359)
Net notes payable	$ 1,220,788	$ 566,140

NOTE 9 – STOCKHOLDERS' DEFICIT

During the three months ended June 30, 2015, the Company issued 1,000,000 shares of its common stock for to various employees and consultants in exchange for services rendered. The aggregate fair value of these issuances was $1,100. Upon receiving request for conversion of convertible notes payable the Company issued 228,390,400 shares retiring debts equal to 160,554. The total number of shares outstanding as of June 30, 2015 was 516,071,691.

During the three months ended March 31, 2015, the Company issued 350,000 shares of its common stock for to various employees and consultants in exchange for services rendered. The aggregate fair value of these issuances was $3,043. Additionally, the Company issued and sold 150,000 shares of its common stock for an aggregate purchase price of $3,000. Further, the company issued 305,556 shares as incentives for debt financing. Upon receiving request for conversion of convertible notes payable the Company issued 259,312,862 shares retiring debts equal to 542,633.

During the three months ended September 30, 2015, the Company authorized the issuance of a total of 128,774,948 shares of common stock in connection with convertible debenture in the amount of $59,228.

During the three months ended December 31, 2015, the Company authorized the issuance of a total of 145,099,910 shares of common stock in connection with convertible debenture in the amount of $109,676.

During the three months ended March 31, 2016, the Company authorized the issuance of a total of 2,5000,000,000 shares of common stock in connection with convertible debenture in the amount of $250,000.

NOTE 10 – RELATED PARTY TRANSACTIONS

On January 1, 2014, the Company executed a five year employment agreement with John Grdina, Chief Executive Officer, and effective January 1, 2014 through December 31, 2018. The annual base salary is as follows:

Years Ended December 31,	Annual Base Salary	Annual Equity Compensation
2016	375,000	575,000 shares
2017	450,000	700,000 shares
2018	550,000	850,000 shares
2018 and thereafter	20% more than base salary in the prior year	1,200,000 shares

In addition, Mr. Grdina has an automobile allowance of $18,000 per year, a fuel allowance of $3,600 per year and a health insurance allowance of $4,200 per year.

Mr. Grdina can elect to extend his employment agreement for additional one year terms with an annual increase in base salary of 20% per year.

The employment agreement also has bonuses based on performance of the Company and the amounts are as follows:

Gross Sales Per Year	Bonus Amount	
$1.0M - $2.0M	$	50,000
$2.0M - $4.0M		200,000
$4.0M - $6.0M		250,000
$6.0M - $10.0M		500,000
More than $20.0M		5% of Gross Sales

On January 1, 2014, the Company executed a five year employment agreement with Sean Stephenson, President, and effective January 1, 2014 through December 31, 2018. The annual base salary is as follows:

Years Ended December 31,	Annual Base Salary	Annual Equity Compensation
2016	185,000	325,000 shares
2017	225,000	450,000 shares
2018	270,000	550,000 shares
2018 and thereafter	10% more than base salary in the prior year	

NOTE 11 – SUBSEQUENT EVENTS

On February 16, 2016, the Company increased the total number of authorized stock of the Company from 2,250,000,000 to 10,050,000,000 shares consisting of: (i) 10,000,000,000 shares of common stock, par value $0.001 per share ("Common Stock"); and (ii) 50,000,000 shares of preferred stock, par value $0.001 per share ("Preferred Stock"), the preferences, rights and limitations of classes or series of Preferred Stock may be designated from time to time by the Board of Directors.

NOHO, Inc. evaluated subsequent events from April 1, 2016 through May 15, 2016, the date the consolidated financial statements were issued. NOHO, Inc. issued 299,733,817 additional shares primarily upon request for conversion of convertible notes payable.

END NOTES TO FINANCIALS

ITEM 6. ISSUER’S BUSINESS, PRODUCTS, AND SERVICES

Date and State of Incorporation

The Company was incorporated in the State of Wyoming on September 30, 2011 under the name RealEstate Pathways, Inc. On January 9, 2013, the Company changed its name from RealEstate Pathways, Inc. to NOHO, Inc.

Primary and Secondary SIC Codes

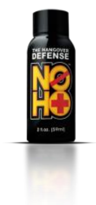
Primary SIC Code: 2080

Issuers Fiscal Year End Date

The Issuer’s fiscal year end is December 31.

Business Operations, Principal Products or Services, and Their Markets

NOHO, Inc. develops, markets, sells and distributes a functional lifestyle beverage category product named “NOHO®” – The Hangover Defense®. NOHO, Inc. has also recently launched “NOHO® Gold” a premium lifestyle beverage.



“NOHO®” – The Hangover Defense®

“NOHO® Gold”

Our flagship product NOHO® – The Hangover Defense® (“NOHO”) is a dietary supplement, taken before and after the consumption of alcohol that may help to prevent the symptoms associated with a hangover. NOHO was formulated by a Doctor of Pharmacy and comes in a 2 ounce “shot”. It is recommended that the 2 ounce shot be taken before and after drinking any alcoholic beverages. NOHO has a refreshing flavor, containing no caffeine or stimulants. Although the method by which NOHO works has not been confirmed through clinical testing, non-clinical field tests conducted throughout the country have demonstrated NOHO’s effectiveness. NOHO is intended to pre-plenish common electrolytes and trace elements lost by alcohol consumption.

Additionally, our product “NOHO Gold Premium Lifestyle Beverage” is currently developed and marketed as a healthy beverage that can be enjoyed day and night. NOHO Gold is currently offered to and sold in premier nightclubs “On Premise” bar and club venues in the United States including the Fontainebleau Hotel, LIV nightclub, Story nightclub, Day Light, Light, The Opium Group properties, and many others.

Enrich Your Life

Industry Overview

NOHO Hangover Defense is a functional lifestyle beverage. “Functional lifestyle” beverages are beverages that have a specific functions, including relaxation, health, weight management, digestion aid, alertness, detoxification, and joint health. The functional lifestyle beverage category includes relaxation drinks, and ready-to-drink (RTD) teas and coffees. Functional beverages play an important role in our everyday lives. They can help people stay hydrated, some are designed to prevent and help address health conditions, or simply contribute to overall nutritional well-being. These beverages include functional ingredients such as nutrients (vitamins, minerals, amino acids, nutraceuticals, etc.), zero-calories sweeteners and stabilizers.

The global functional drinks market has been forecast to increase at a compound annual growth rate (CAGR) of 8.7% for the five-year period 2011 - 2016, increasing from total revenues of $59,103.9 million in 2011, to a value of $89,665.6 million by the end of 2016. According to a new report titled '*Functional Drinks: Global Industry Guide*,' published on companiesandmarkets.com, market consumption volumes increased with a CAGR of 3.6% between 2007 and 2011.

According to a report published by MarketLine on companiesandmarkets.com on March 29, 2013, the US functional drinks market had total revenues of $22,864.7 million in 2011, representing a compound annual growth rate (CAGR) of 4.7% between 2007 and 2011.The performance of the market is forecast to accelerate, with an anticipated CAGR of 10.4% for the five-year period 2011 - 2016, which is expected to drive the market to a value of $37,446.3million by the end of 2016.

Manufacturing and Distribution

We do not directly manufacture our products, but instead outsource the manufacturing process to third-party bottlers and contract packers.

The Company’s distribution strategy is grounded in providing access to the product by initially penetrating key strategic metropolitan service areas. The Company’s plan is focused on developing a deep, versus wide distribution channel, by engaging in strategic partnerships. The Company’s goal is to develop local markets, drive demand locally in each of these markets, and create strong brand awareness and consumer loyalty.

Marketing and Advertising

NOHO is one of the first companies to market a liquid-based hangover protection beverage, positioned as “an over-the-counter proprietary formulation called “NOHO®”—“The Hangover Defense®.” NOHO has also the created a new beverage category branded as the “Premium Lifestyle Beverage.”

NOHO is the one of the first liquid hangover protection products targeting persons from all walks of life including businessmen, socialites, college students, mothers, casual drinkers, and image and lifestyle conscious consumers. Our marketing strategies and sales tactics will incorporate the many attributes we believe are important to this target market and will include associative advertising and promotion by celebrity influencers and influential local consumers to proactively develop this underdeveloped and untapped market. “NOHO”—“The Hangover Defense is the first custom-marketed hangover protection liquid solution sold On-Premise, at the point of consumption.

NOHO has developed key relationships with influential nightclubs, local radio, Celebrities, DJs and athletes as part of its Marketing and Promotion strategy. In addition to traditional promotion, viral marketing campaigns, including Facebook, Twitter, YouTube, and Instagram and, finally, assimilation with product promotions with other products such as premium spirit brands will be employed. The Company’s marketing message will be effectively communicated while also advocating the safe and responsible consumption of alcoholic beverages. Sponsorship and promotion activities will portray an active lifestyle and hangover-free experience, utilizing adults, teams of NOHO representatives and various forms of local and regional promotion and product sampling. As part of its sales strategy and tactics, the Company is developing a team of experienced beverage sales personnel to form key relationships with On-Premise establishments, convenience and mass-market stores, and wholesalers/distributors.

Symptoms and Causes of Hangovers

The common term "hangover" describes the physiological effects following consumption of alcohol. It is associated with an assortment of symptoms that may include dehydration, fatigue, headache, nausea, and a variety of other symptoms (*see generally* http://www.mayoclinic.com/print/hangovers/DS00649). The symptoms vary person by person and may begin several hours after drinking. Hangovers are a frequent unpleasant experience among people who drink. Despite the prevalence of hangovers, this condition is not well understood scientifically. Multiple possible contributors to the hangover state have been investigated, and researchers have produced evidence that alcohol can directly promote hangover symptoms. (*see* http://www.mayoclinic.com/health/hangovers/DS00649/DSECTION=causes).

Anti-Hangover Remedies

The anti-hangover market is highly fragmented with many competing products most of which are not effective. This has created a perception in the minds of consumers that the categories of products generally do not work. The consumer continues to attempt to treat a hangover with over-the-counter medication that can potentially have dangerous side effects. For example, ibuprofen (Advil, Motrin) and acetaminophen (Tylenol) are not recommended to be taken with or after alcohol consumption. Other products, used as alcohol mixers containing caffeine, can lead to the development of caffeine toxicity. This is caused by alcohol's ability to inhibit the metabolism of caffeine resulting in agitation, inability to sleep (a contributor to hangover), and a higher risk of cardiovascular side effects. However, we believe that preventing the effects of alcohol consumption by preventing alcoholic ketoacidosis (AKA) is the most effective method.

According to Medline Plus, as service of the U.S. National Library of Medicine, AKA is a buildup of ketones, a type of acid that forms when the body breaks down fat for energy; generally caused by excessive alcohol use (*see* http://www.nlm.nih.gov/medlineplus/ency/article/000323.htm). This is where the Company's proprietary non-stimulant formulation comes into play. AKA is typically reversed by combining sugar, water, fats and a special blend of trace elements. NOHO is intended to help prevent hangover by placing and replacing some of these elements into the body prior to drinking alcohol.

Unlike other remedies that focus on reversing a hangover, which is a difficult task, NOHO seeks to help those taking it as a preemptive measure. It is also helpful in pre-plenishing the body with electrolytes to avoid the aggravating electrolyte disturbances. Unfortunately, diuresis (increased production of urine) removes many of the essential minerals from the body that may be useful in preventing a hangover. NOHO preloads your body with these vital elements. The addition of herbal remedies commonly believed to help alleviate other symptoms, most notably ginger's effect on nausea, allow NOHO to address many of the common contributing factors that characterize a hangover. Despite the incomplete scientific data related to hangover treatment, a sizeable market opportunity exists for an innovative product that can potentially prevent or mitigate the symptoms of a hangover. The Company has developed such a product, has sampled it with random consumers, and has received promising feedback on its effectiveness. NOHO can help fortify and protect the body from the adverse effects of alcohol. NOHO is recommended for use when consuming even small amounts of alcohol.

The Hangover Protection Market

People make a wide variety of choices about drinking including whether to drink at all, and how much to consume if they do decide to drink. According to the National Institute on Alcohol Abuse and Alcoholism, in the United States it is estimated that 17.1% of Americans (10.33% of men and 6.77% of women) over the age of 18 have at least one drink a week. As a result, hangovers may affect millions of people annually as a result of drinking and the hangover market has been cluttered with home remedies and various combinations of over-the-counter medications. The Company believes the liquid anti-hangover category, unlike the energy drink category, is underdeveloped and underserved. In addition, this category has never been developed using a proactive approach despite the many competing solid-dosage product offerings.

The Company believes that anti-hangover remedies have traditionally been marketed as medicinal remedies for those actively experiencing hangover symptoms. This approach has likely reduced the sales potential for these brands versus the Company's preventative approach. The Company, unlike its many potential competitors, will market and sell the product at the point of alcohol consumption ("On-Premise"), as well as in traditional retail outlets. On-Premise sales in establishments such as bars, restaurants, nightclubs and casinos, will be a focus of all Company promotional activities to help create market and brand awareness to a multitude of consumers. This is in addition to marketing and selling NOHO through the more traditional sales channels that include convenience stores, drug chains and mass retailers. There are currently about 50 products on the market that purport to cure hangovers, none of which are currently offered at "on premise" locations.

Competition

The beverage industry is highly competitive. A number of companies who market and distribute anti-hangover drinks have recently emerged, including Hangover Joe's Recovery Shot, Security Feel Better – Anti-Hangover Drink, and Mercy Hangover Prevention.

The principal areas of competition are pricing, packaging, development of new products and flavors as well as promotional and marketing strategies. NOHO competes with other hangover related drinks produced by a number of companies, many of which have substantially greater financial, marketing and distribution resources than we do.

Important factors affecting our ability to compete successfully include taste and flavor of products, trade and consumer promotions, rapid and effective development and marketing of new, unique cutting edge products, attractive and different packaging, branded product advertising, and pricing. We also compete for distributors who will give our products more focus than those of our competitors, provide stable and reliable distribution and secure adequate shelf space in retail outlets. Competitive pressures in the "lifestyle," "alternative" and "functional" beverage categories could cause our products to be unable to gain or to lose market share or we could experience price erosion, which could have a material adverse effect on our business and results of operations.

We are also subject to increasing levels of regulatory issues particularly in relation to the registration and taxation of our products in certain new international markets, which may put us at a competitive disadvantage.

ITEM 7. ISSUER'S FACILITIES

The Company is utilizing office warehouse space at 16000 N. 80th Street, Suite E, Scottsdale, AZ 85260. The Company's mailing address is 14747 N. Northsight Blvd., No. 111-44, Scottsdale, AZ 85260.

Currently, this space is sufficient to meet our needs; however, once we expand our business to a significant degree, we will have the necessity to find a larger space. We do not foresee any significant difficulties in obtaining any required additional space. We do not currently own any real estate.

ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS

A. Officers and Directors

The following table sets forth the names and ages of our current directors and executive officers:

Name	Age	Position with the Company	Officer/Director Since
John Grdina	46	President	December 17, 2012
		Chief Executive Officer	December 17, 2012
		Director	December 17, 2012
		Secretary	November 5, 2014
		Treasurer	November 5, 2014

Term of Office

Each director serves for a term of one year and until his successor is elected at the Annual Shareholders' Meeting and is qualified, subject to removal by the shareholders. Each officer serves at the pleasure of the Board of Directors, unless removed or replaced at the discretion of the Board of Directors.

Business Experience of Officers and Directors

JAY GRDINA, Age 47, President, Chief Executive Officer, Secretary, Treasurer and Director

Mr. Grdina is the CEO and majority shareholder in Dolce Bevuto, LLC ("Dolce"), which manufactures an anti-hangover product called "NOHO," which the Company intends to distribute. Mr. Grdina was the founder and former CEO of Club Jenna, Inc., which was sold to Playboy Enterprises. While at Playboy Enterprises from 2006 to 2012, Mr. Grdina was a Senior Vice President and the President of Production at Playboy responsible for all aspects of Television and Video

Production After serving as a Senior Vice President for Playboy, he went on to create the celebrity blogging sensations TheDirty.com and Kikster.com. Mr. Grdina was named one of Details Magazine's Most Successful Men (#10) under the Age of 37 in America. Additionally, he has been the subject of feature articles for both Forbes and Rolling Stone. Mr. Grdina was appointed as the President, CEO and sole Director of the Company on December 17, 2012.

B. Involvement in Certain Legal Proceedings

None of the officers, directors, promoters or control persons of the Issuer has been involved in the past five (5) years in any of the following:

(1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);

(2) The entry of an order, judgment, or decree, not subsequently reverse, 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 bank activities;

(3) A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

(4) The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Beneficial Shareholders

The following table sets forth certain information concerning the number of shares of our common stock owned beneficially as of the date of this Report by: (i) each of our directors; (ii) each of our executive officers; and (iii) each person or group known by us to beneficially own more than 5% of our issued and outstanding shares of common stock. Unless otherwise indicated, the shareholders listed below possess sole voting and investment power with respect to the shares they own.

As of March 31, 2016, there were 1,328,821,873 common shares issued and outstanding and 0 preferred shares. As of May 20, 2016, there were 4,954,815,033 common shares issued and outstanding and 0 preferred shares.

Name and Address of Beneficial Owner	**Title of Class**	**Amount and Nature of Beneficial Ownership (#)**	**Percent of Class (1) (%)**
John Grdina **(2)** 14747 N. Northsight Blvd., No. 111-44 Scottsdale, AZ 85260	Common	439,850	0.0089%
All Officers and Directors as a Group (1 Persons)	**Common**	**439,850**	**0.0089%**
Dolce B Investments **(3)** 14747 N. Northsight Blvd., No. 111-44 Scottsdale, AZ 85260	Common	2,609,527,445	52.67%

(1) Based on 4,954,815,033 issued and outstanding shares of common stock as of the date of this report.

(2) Mr. John Grdina is the Company's President, Chief Executive Officer, Secretary, Treasurer and sole Director.

(3) Dolce B Investments, Inc.'s beneficial ownership includes 2,609,527,445 common shares. Mr. John Grdina is the President, sole stockholder and a Director of Dolce B Investments, Inc. and has voting and dispositive control over the common shares owned by Dolce B. Investments, Inc.

ITEM 9. THIRD PARTY PROVIDERS

Counsel

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Accountant or Auditor

NowCFO
Sean Bryant
5251 S. Green Street Suite 350
Murray, UT 84123
Toll Free: 855.NOW.CFO1

ITEM 10. ISSUER CERTIFICATION

I, John Grdina, President and Chief Executive Office, certify that:

1. I have reviewed this annual disclosure statement of NOHO, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

Date: May 20, 2016
Signature: /s/ *John Grdina*
Title: President, Chief Executive Officer and Secretary