

**RHINO NOVI, INC.**  
**RNOV Annual Report Issuer's Initial Disclosure Obligation**  
**Year ended December 1, 2017-November 30, 2018**

ITEM 1. NAME OF THE ISSUER AND ITS PREDECESSORS

ITEM 2. ADDRESS OF ISSUERS PRINCIPAL EXECUTIVE OFFICES

ITEM 3. SECURITY INFORMATION

ITEM 4. ISSUANCE HISTORY

ITEM 5. FINANCIAL STATEMENTS

ITEM 6. DESCRIPTION OF BUSINESS, PRODUCTS AND SERVICES

ITEM 7. ISSUERS FACILITIES

ITEM 8. OFFICERS, DIRECTORS AND CONTROL PERSONS

ITEM 9. THIRD PARTY PROVIDERS

ITEM 10. ISSUER CERTIFICATIONS

**DISCLOSURE STATEMENT**  
**DISCLOSURE STATEMENT RHINO NOVI, INC. AND SUBSIDIARIES.**  
**(FORMERLY IFHR Rhino Human Resources, Inc.)**

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

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

**RHINO HUMAN RESOURCES, INC.**

IFHR-Rhino Human Resources, Inc. until 10-2017

INFE- Human Resources, Inc. until 8-2010

**2) Address of the issuer's principal executive offices**

Company Headquarters

Address 1: 2831 St. Rose Parkway #200

Address 2: Henderson, NV 89052

Address 3: \_\_\_\_\_

Phone: 775-981-0270

Email: info@rhinohrinc.com

Website(s): http://www.rhinointernationalcorp.com

IR Contact

Address 1:

Address 2:

Address 3:

Phone:

Email: info@rhinohrinc.com

Website(s):

**3) Security Information**

Trading Symbol: RNOV

Exact title and class of securities outstanding: Common Stock

CUSIP: 76219W106

Par or Stated Value: \$0.001

Total Shares authorized: 500,000,000 as of November 30, 2018

Total Shares outstanding: 19,450,109 as of November 30, 2018

Additional class of securities (if necessary):

Trading Symbol: N/A

Exact title and class of securities outstanding: Preferred Shares

CUSIP: N/A

Par or Stated Value: \$0.001

Total Shares authorized: 20,000,000 as of November 30, 2018

Total Shares outstanding: Nil as of November 30, 2018

Transfer Agent

Name: SIGNATURE STOCK TRANSFER, INC

Address 1: 14673 Midway Road, Suite 220

Address 2: Addison, Texas 75001

Address 3:

Phone: 972-612-4120

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

\*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of 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

#### 4) Issuance History

**Rhino Novi, Inc.**

**Stock Issued Table**

**For the Quarter Ended November 30, 2018**

Name	Issuance Date	Shares	Price	Amount Issued
<b>Total outstanding 11/30/2012</b>		<b>28 574 746</b>	0,0010	<b>28 575</b>
SOS Resources	2013-02-02	3 020 000	0,0010	3 020
<b>Total outstanding 11/30/2013</b>		<b>31 594 746</b>	<b>0,0010</b>	<b>31 595</b>
No issuance		-	-	-
<b>Total outstanding 11/30/2016</b>		<b>31 594 746</b>	<b>0,0010</b>	<b>31 595</b>
Issuance of shares	2016-12-16	300 000 000	0,0010	300 000
Conversion of debts	2017-07-11	2 163 461	0,0010	2 250
<b>Total outstanding 11/30/2017</b>		<b>333 758 207</b>	<b>0,0010</b>	<b>333 845</b>
Issuance of shares		15 000 000	0,0010	15 000
Consolidation 75:1		(329 308 098)		
<b>Total outstanding 11/30/2018</b>		<b>19 450 109</b>	<b>0,0179</b>	<b>348 845</b>

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

The Securities issued to the officer and director of the Company were issued pursuant to an exemption from registration contained in Section 4(2) of the Securities Act of 1933.

B. Any jurisdictions where the offering was registered or qualified;

N/A

C. The number of shares offered;

On May 31, 2017, the company issued 300,000,000 common shares to a director of the company at a price of \$0.001.

On July 15, 2017, pursuant to the Conversion Notice dated July 11, 2017, the Company issued 2,163,461 shares of common stock to a debt holder in the amount of \$0.00104 per share for a total of \$2,250.

D. The number of shares sold;

N/A

E. The price at which the shares were offered, and the amount actually paid to the issuer;

On May 31, 2017, issuance for services at \$0.001

On July 15, 2017, conversion at \$0.00104

F. The trading status of the shares; and

On May 31, 2017, 300,000,000 shares were issued and restricted

On July 15, 2017, 2,163,461 shares were issued free trading

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

YES

## **5) Financial Statements:**

The following financial statements are attached hereto:

Balance Sheet

Statement of Income

Cash Flow

Equity statement

## **6) Describe the Issuer's Business, Products and Services**

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

### **A. A description of the issuer's business operations;**

Through March 2016, Rhino Novi, Inc. (RNOV) provided staffing solutions to niche independent contractor industries such as real estate and IT professionals. The Company was also working on an app for the staffing industry.

Rhino Novi, Inc. is in the development of both Mobile applications and VoIP services utilizing multiple channels of distribution.

It is our goal to become established as a distributor of VoIP communications services. In order to achieve this goal critical success factors will be to identify emerging trends and integrate them into of company operation. We need to respond quickly to technology changes, provide high-quality services, continue to invest time and money in marketing and advertising, continue to expand into specialty markets, and stay ahead of the "technology curve."

**B. Date and State (or Jurisdiction) of Incorporation:**

3/31/2000 - Nevada

**C. The issuer's primary and secondary SIC Codes:**

517919

**D. The issuer's fiscal year end date:**

11/30

**E. Principal products or services, and their markets:**

Rhino Staffing Solutions, And Mobile Applications

Rhino Staffing Solutions

Develop an application that allows skillful professionals to match their skills and experience with the ideal Company.

Products in Development

Rhino Novi's products in development includes virtual calling call products and social VOIP.

Rhino Novi has the solution VoIP service providers are looking for to offer new IP-based services such that they can boost their own competitive advantage and enrich the experience of their customers.

Rhino is working on a email service system that protect your privacy and keep your autonomy. A service that allows you to and secure the exchange of Data.

**7) Describe the Issuer's Facilities**

Leased office in public office building located at 2831 St. Rose Parkway, Suite 200, Henderson, NV, 89052. This office has been provided by an independent advisor of the company.

**8) Officers, Directors, and Control Persons**

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Itav Avital CEO/Chairman of the Board/Director

Dr. John Karamitsos, resigned as CEO on August 8, 2017

Itav Avital, owner of 19,000,000 shares of common stock (97.68%)

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five 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);

NONE

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;

NONE

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

NONE

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.

NONE

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Itav Avital  
COO/Chairman of the Board/Director  
2831 St. Rose Parkway #200  
Henderson, NV 89052

## **9) Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

### Legal Counsel

Name: Jonathan Leinwand, Esq.  
Firm: \_\_\_\_\_  
Address 1: 20900 NE 30th Ave. 8th Floor  
Address 2: Aventura, FL, 33180  
Phone: 954-491-1120  
Email: jonathan@jdlpa.com

### Accountant or Auditor Name

Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### Investor Relations Consultant Name

Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Firm: \_\_\_\_\_

Address 1: \_\_\_\_\_

Address 2: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

## **10) Issuer Certification**

I, Itav Avital certify that:

1. I have reviewed this Annual disclosure statement of Rhino Novi 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.

March 18, 2019

/s/ Itav Avital

Director/COO

**RHINO NOVI, INC.**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
**AS AT NOVEMBER 30, 2018 AND 2017**  
(Unaudited, expressed in US dollars)

	November 30, 2018	November 30, 2017
<b>ASSETS</b>		
<i>Current assets</i>		
Cash and cash equivalents	1 320	12 337
	<b>1 320</b>	12 337
<b>LIABILITIES</b>		
<i>Current liabilities</i>		
Accounts payable and accruals	79 989	54 741
Convertible notes payable	75 550	74 050
	<b>155 539</b>	128 791
<i>Long term liabilities</i>		
Loans payable to shareholders	66 647	66 647
	<b>222 186</b>	195 438
<b>SHAREHOLDER'S EQUITY</b>		
Capital stock		
<b>Authorized:</b>		
Preference stock (20,000,000 @ par value of \$0.001)		
Common stock (500,000,000 @ par value of \$0.001)		
<b>Issued:</b>		
Preference stock	-	50
Common stock	348 845	333 845
Additional paid in capital	4 325 025	4 325 025
Accumulated deficit	(4 894 736)	(4 842 021)
	<b>(220 866)</b>	(183 101)
	<b>1 320</b>	12 337

""See accompanying notes to financial statements.""

**RHINO NOVI, INC.**  
**CONSOLIDATED CONDENSED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS**  
**FOR THE YEARS ENDED NOVEMBER 30, 2018 and 2017**

(Unaudited, expressed in US dollars)

	<b>November 30, 2018</b>	November 30, 2017
<b>Revenue</b>	-	-
Cost of goods sold	-	-
<b>Gross margin</b>	-	-
<b>Expenses</b>		
Selling, general and administrative	<b>42 284</b>	29 131
Interest expense	<b>10 431</b>	11 256
Stock based compensation	-	300 000
	<b>52 715</b>	340 387
<b>Loss from operations</b>	<b>(52 715)</b>	(340 387)
<b>Loss and comprehensive loss for the period</b>	<b>(52 715)</b>	(340 387)
<b>Net loss per share for the year</b>		
Basic	<b>(0,0027)</b>	(0,0010)
Diluted	<b>(0,0026)</b>	(0,0009)
<b>Weighted average number of shares outstanding</b>		
Basic	<b>19 450 109</b>	333 758 207
Diluted	<b>20 184 109</b>	388 808 207

""See accompanying notes to financial statements.""

**RHINO NOVI, INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDED NOVEMBER 30, 2018 and 2017**

(Unaudited, expressed in US dollars)

	<b>November 30, 2018</b>	November 30, 2017
<b>Cash used in operating activities</b>		
<b>Net loss for the year</b>	<b>(52 715)</b>	(340 387)
<u>Adjustments for items not involving cash:</u>		
Stock based compensation	-	300 000
Issuance of shares (net)	<b>14 950</b>	
<u>Changes in non-cash working capital items:</u>		
Accounts payable and accruals	<b>25 248</b>	21 756
	<b>(12 517)</b>	(18 631)
<b>Cash used in investing activities</b>	-	-
	-	-
<b>Cash flows from financing activities</b>		
Convertible notes payable	<b>1 500</b>	16 000
Loans payable to shareholders	-	14 968
	<b>1 500</b>	30 968
Increase (decrease) in cash and cash equivalents	<b>(11 017)</b>	12 337
Cash and cash equivalents, beginning of the period	<b>12 337</b>	-
<b>Cash and cash equivalents, end of the period</b>	<b>1 320</b>	12 337

""See accompanying notes to financial statements.""

**RHINO NOVI, INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDER'S EQUITY**  
**(DEFICIT)**  
**FOR THE YEAR ENDED NOVEMBER 30, 2018**  
(Unaudited, expressed in US dollars)

	PREFERRED STOCK		COMMON STOCK		ADDITIONAL PAID IN CAPITAL	DEFICIT	TOTAL
	Shares	Amount	Shares	Amount	Amount	Amount	Amount
<b>Balance - November 30, 2014</b>	<b>50 000</b>	<b>50</b>	<b>31 594 746</b>	<b>31 595</b>	<b>4 325 025</b>	<b>(4 454 779)</b>	<b>(98 109)</b>
Loss of the year	-	-	-	-	-	(27 680)	(27 680)
<b>Balance - November 30, 2015</b>	<b>50 000</b>	<b>50</b>	<b>31 594 746</b>	<b>31 595</b>	<b>4 325 025</b>	<b>(4 482 459)</b>	<b>(125 789)</b>
Loss of the year	-	-	-	-	-	(19 175)	(19 175)
<b>Balance - November 30, 2016</b>	<b>50 000</b>	<b>50</b>	<b>31 594 746</b>	<b>31 595</b>	<b>4 325 025</b>	<b>(4 501 634)</b>	<b>(144 964)</b>
Issuance of shares	-	-	300 000 000	300 000	-	-	300 000
Issuance of shares	-	-	2 163 461	2 250	-	-	2 250
Loss of the year	-	-	-	-	-	(340 387)	(340 387)
<b>Balance - November 30, 2017</b>	<b>50 000</b>	<b>50</b>	<b>333 758 207</b>	<b>333 845</b>	<b>4 325 025</b>	<b>(4 842 021)</b>	<b>(183 101)</b>
Consolidation 75:1	-	-	(329 308 098)	-	-	-	-
Issuance of shares	(50 000)	(50)	15 000 000	15 000	-	-	14 950
Loss of the year	-	-	-	-	-	(52 715)	(52 715)
<b>Balance - November 30, 2018</b>	<b>-</b>	<b>-</b>	<b>19 450 109</b>	<b>348 845</b>	<b>4 325 025</b>	<b>(4 894 736)</b>	<b>(220 866)</b>

""See accompanying notes to financial statements.""

**Rhino Novi, Inc.**  
**Notes Accompanying Financial Statements**  
**As of November 30, 2018 and 2017**

**NOTE 1- ORGANIZATION AND BASIS OF PRESENTATION**

Rhino Novi, Inc. formerly IFHR- Rhino Human Resources, Inc. (the “Company “or “Rhino”) was incorporated in the State of Nevada on March 31, 2000. The Company was organized to provide human resource administrative management, executive compensation plans and staffing services to client companies. The business became a publicly traded entity in late 2003 as a result of its acquisition of all of the common stock of Daniels Corporate Advisory Company, Inc. (“Daniels”), a publicly traded Nevada company.

The Corporate Financial Consulting Division (Daniels) has a growth goal of providing advisory services to payroll client as well as non-payroll client companies. This division was to work with companies seeking to create and/or acquire adjunct service businesses, whose services will initially provide better lifestyles for its existing workforce, and ultimately will be packaged, on an additional profit center basis, for sale to other small companies for the retention of their employees. The profits generated from all the financial consulting assignments were to be available for venture investment through the second division, The Merchant Banking Division.

The Merchant Banking Division had an in-house equity funding program, whereby Daniels will profit by helping finance the growth of client, payroll service companies, as well as non-payroll service companies. This division would have also profited by the purchase of equity in attractive small public companies whose growth strategies are in line with a philosophy of growth through leveraged acquisitions.

On December 20, 2005, the Company’s wholly owned subsidiary INFE Human Resources of New York (“InfeNY”) purchased all of the outstanding shares of Monarch Human Resources (“Monarch”) which had purchased the assets and the business of Business Staffing, Inc. on December 19, 2005, Monarch had also acquired Empire Staffing, Inc. by assuming certain liabilities in a transaction which we determined to be not material to the financial position of the Company. In addition, InfeNY purchased Express Employment Agency (“Express”) on March 28, 2006 in a transaction deemed to be not significant. All of the transactions of Express, Monarch, Business Staffing, Inc. and Empire Staffing, Inc. are included as part of these consolidated statements.

On June 1, 2006, the Company’s wholly owned subsidiary INFE Human Resources - Unity Inc. purchased Cosmo/Mazel Temps Corporations (“Cosmo/Mazel”) for the purpose of acquiring the rights to their current business activity and trade name. The Company did not assume any liabilities of the business and all of its transactions from the date of acquisition are included as part of these consolidated statements.

On May 31, 2007, the Company purchased Gilsor Technologies for the purpose of acquiring the rights to potential business acquisitions. The Company did not assume any liabilities of the business and all of its transactions from the date of acquisition are included as part of these financial statements.

During October of 2008 the Company discontinued its all of its staffing subsidiaries and locations and Gilsor Technologies as detailed in note (11), writing down all of their associated assets and currently was only operating its consulting subsidiary Daniels Corporate Advisory as its sole activity.

## **NOTE 1- ORGANIZATION AND BASIS OF PRESENTATION (Continued)**

On June 22, 2010, the Company spun off its remaining active subsidiary Daniels Corporate Advisory along with a majority of the NOL tax loss carry forward recorded by the company to its existing shareholder base in a tax-free distribution. At the same time, the company acquired 100% of Lone Staffing, Inc. an active nationwide staffing firm in a tax-free exchange of common stock for voting preferred stock in Rhino Human Resources.

On August 10, 2010, the Company performed a 100-1 reverse split which is reflected on the all financial statements and any information presented for comparative purposes only.

On July 23, 2018, the Company performed a 75-1 reverse split which is reflected on the all financial statements and any information presented for comparative purposes only.

## **NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### ***Principles of Consolidation:***

The consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, INFE Human Resources – Unity, Cosmo Temp and Mazel Temp (“Cosmo/Mazel”), INFE Human Resources of New York, Monarch Human Resources (“Monarch”), Express Employment Agency Corporation (“Express”), Empire Staffing Inc. (“Empire”), and Gilsor Technologies Inc. and Lone Staffing, Inc. All significant inter-company accounts and transactions have been eliminated in consolidation.

### ***Use of Estimates:***

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities 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 period. Actual results could differ from those estimates.

### ***Cash and Cash Equivalents:***

For financial statement presentation purposes, short-term, highly liquid investments with original maturities of three months or less are considered to be cash equivalents. The Company maintains its cash accounts at several financial institutions, which at times may exceed the insurable FDIC limit, but management believes that there is little risk of loss.

### ***Fair Value of Financial Instruments:***

In September 2006, the Financial Accounting Standards Board (FASB) introduced a framework for measuring fair value and expanded required disclosure about fair value measurements of assets and liabilities. The Company adopted the standard for those financial assets and liabilities as of the beginning of the 2008 fiscal year and the impact of adoption was not significant.

## **NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Codification (ASC) 820 “*Fair Value Measurements and Disclosures*” (ASC 820) defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity’s own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- Level 1—Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- Level 2—Inputs other than quoted prices included within Level 1 that are observable for the asset or liability; either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g. interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3—Inputs that are both significant to the fair value measurement and unobservable.

The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments. These financial instruments include investments in available-for-sale securities and accounts payable and accrued expenses. The Company has also applied ASC 820 for all non-financial assets and liabilities measured at fair value on a non-recurring basis. The adoption of ASC 820 for non-financial assets and liabilities did not have a significant impact on the Company’s financial statements.

### ***Comprehensive Income:***

ASC Topic 220 (SFAS No. 130) establishes standards for reporting comprehensive income and its components. Comprehensive income is defined as the change in equity during a period from transactions and other events from non-owner sources. Per the consolidated financial statements, the Company has purchased available-for-sale securities that are subject to this reporting.

### ***Other-Than-Temporary Impairment:***

All of our non-marketable and other investments are subject to a periodic impairment review. Investments are considered to be impaired when a decline in fair value is judged to be other-than-temporary. When events or changes in circumstances indicate that long-lived assets other than goodwill may be impaired, an evaluation is performed to determine if a write-down to fair value is required.

## **NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

an asset is classified as held for sale, the asset's book value is evaluated and adjusted to the lower of its carrying amount or fair value less cost to sell. In addition, depreciation and amortization ceases while it is classified as held for sale.

The indicators that we use to identify those events and circumstances include:

- the investee's revenue and earnings trends relative to predefined milestones and overall business prospects;
- the general market conditions in the investee's industry or geographic area, including regulatory or economic changes;
- factors related to the investee's ability to remain in business, such as the investee's liquidity, debt ratios, and the rate at which the investee is using its cash; and
- the investee's receipt of additional funding at a lower valuation. If an investee obtains additional funding at a valuation lower than our carrying amount or a new round of equity funding is required for the investee to remain in business, and the new round of equity does not appear imminent, it is presumed that the investment is other than temporarily impaired, unless specific facts and circumstances indicate otherwise.

### ***Revenue and Cost Recognition:***

The Company applies paragraph 605-10-S1 of the FASB Accounting Standards Codification for revenue recognition. The company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria remit: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collect ability is reasonably assured. The Company also receives shares in certain companies for providing capital and investment services. Therefore, when this type of income is recognized, the benefits) are accrued as the wages are earned. Less than five percent of our revenue comes from permanent placements where the Company earns and accrues the revenue 30 days after a client hires an employee full time on their payroll as per the Company's hire agreement. The Company's only expense on this work is commissions, which are accrued and payable when the revenue is earned.

### ***Investments:***

Marketable securities are classified as available-for-sale. Accordingly, they are carried at fair value with unrealized gains and losses reported, net of deferred income taxes, in accumulated other comprehensive income, a separate component of stockholder's equity.

### ***Allowance for Doubtful Accounts:***

The Company establishes an allowance for doubtful accounts through a review of several factors, including historical collection experience, current aging status of the customer accounts and the financial condition of the customers.

## **NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

### ***Fixed Assets:***

Fixed assets are reported at cost less accumulated depreciation, which is generally provided on the straight-line method over the estimated useful lives of the assets. Upon sale or retirement of an asset, the related costs and accumulated depreciation are removed from the accounts and any gain or loss is recognized.

### ***Reclassifications:***

Certain reclassifications have been made to prior year balances to conform to the current year's presentation only in such cases where the impact in the prior year's financials would have been immaterial to that period.

### ***Financing Fees:***

Financing fees are being amortized over the life of the related liability on the straight-line method which is not materially different than using the effective interest method.

### ***Goodwill and Intangible Assets Arising from Acquisitions:***

The reported amounts of goodwill for each business reporting unit are reviewed for impairment on an annual basis and more frequently when negative conditions such as significant current or projected operating losses exist. The annual impairment test for goodwill is a two-step process and involves comparing the estimated fair value of each business reporting unit to the business reporting unit's carrying value, including goodwill. If the fair value of a business reporting unit exceeds its carrying amount, goodwill of the business reporting unit is not considered impaired, and the second step of the impairment test is unnecessary. If the carrying amount of a reporting unit exceeds its fair value, the second step of the goodwill impairment test would be performed to measure the amount of impairment loss to be recorded, if any. The Company's annual impairment tests as of November 30, 2008, resulted in recording an impairment of all of its goodwill and intangible assets and fixed assets of \$1,701,554 acquired prior to November 30, 2009. Additionally, impairment test done at November 30, 2011 resulting in a write-down of \$221,169 to the Company's acquisition of Lone Staffing, Inc.

### ***Evaluating Impairment of Long-lived Assets:***

When events or changes in circumstances indicate that long-lived assets other than goodwill may be impaired, an evaluation is performed. For an asset classified as held for use, the estimated future undiscounted cash flows associated with the asset are compared to the asset's carrying amount to determine if a write-down to fair value is required. When an asset is classified as held for sale, the asset's book value is evaluated and adjusted to the lower of its carrying amount or fair value less cost to sell. In addition, depreciation and amortization ceases while it is classified as held for sale.

## NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

### *Net Loss Per Share:*

Net loss per common share is computed using the weighted average number of common shares outstanding. Diluted earnings per share (EPS) includes additional dilution from common stock equivalents, such as stock issuable pursuant to the exercise of stock options and warrants. Common stock equivalents are not included in the computation of diluted earnings per share when the Company reports a loss because to do so would be anti-dilutive. The following is a reconciliation of the computation for basic and diluted EPS for the nine months ended November 30, 2018 and 2017:

	November 30, 2018	November 30, 2017
Net Income(Loss)	(52 715)	(340 387)
Weighted-average common stock - Basic	19 450 109	31 594 746
Income(Loss) per share - Basic	-0,0027	-0,0108
Equivalents		
Stock options	-	-
Warrants	-	-
Convertible Notes	734 000	734 000
Weighted-average common shares outstanding- diluted	20 184 109	32 328 746
Income (Loss) per share – Diluted	-0,0026	-0,0105

### *Income Taxes:*

The Company recognizes the amount of taxes payable or refundable for the year. In addition, deferred tax assets and liabilities are recognized for the expected future tax consequences of events that have been recognized in the financial statements or tax returns. A valuation allowance is provided for deferred tax assets if it is more likely than not that these items will not be realized.

In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. The Company is in the process of bringing its tax filings current.

## **NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

### ***Recently Issued Accounting Pronouncements:***

The Company has reviewed issued accounting pronouncements and plans to adopt those that are applicable to it. The Company does not expect the adoption of any other pronouncements to have an impact on its results of operations or financial position.

## **NOTE 3 - ACCOUNTS RECEIVABLE**

The Company has not had any sales for the Quarter ended November 30, 2018 and 2017, and as such its trade receivables were \$0 and \$0, respectively

## **NOTE 4 - ACQUISITIONS AND INTANGIBLES**

During the fiscal year ended November 30, 2006, the Company acquired Business Staffing, Inc. (Monarch), Express Employment Agency, Empire Staffing, Inc. and Cosmo/Mazel. The acquisitions of Express and Empire were determined by the Company to be not material to the financial position of the Company. The acquisitions were accounted for as business purchases and recorded at the estimated fair values of the net tangible and identifiable intangible assets acquired. The excess of the purchase price over the assets acquired was recorded as goodwill. Valuations generally were determined by an independent valuation expert. The Company, due to its current status and pursuant to its annual impairment test, has determined that all of its Goodwill, Intangibles and Fixed Assets had been impaired and should be carried at zero value for the years quarter ended November 30, 2018.

On April 27, 2007 INFE –Human Resources, Inc. purchased 100% of the outstanding stock of Gilsor in exchange for 150,000 fully vested shares of restricted common stock, which were valued at \$.35 per share or \$52,500 which was attributed to goodwill. This acquisition was deemed not material to the financial position of the Company. In addition, the shareholders of Gilsor were granted 4,000,000 contingent warrants for common stock of the Company. These warrants may not be vested unless INFE achieves \$7.5 million in additional quarterly revenue in its periodic SEC filings achieves and \$720,000 in additional quarterly Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA) also as reported in its SEC filings if the Company successfully refinances its existing debt on terms acceptable to IFHR’s Chairman. The Company has since ceased all Gilsor operations and all of the assets have been recorded at zero value as of November 30, 2008.

During the fiscal year ended November 30, 2010, the Company acquired Lone Staffing, Inc. The acquisitions were also accounted for as business purchases and recorded at the estimated fair values of the net tangible and identifiable intangible assets acquired. The Company, due to its current status and pursuant to its annual impairment test, has determined that all of Lone Staffing, Inc.’s Goodwill, Intangibles and Fixed Assets had been impaired and should be carried at zero value for the Quarter ended after November 30, 2018.

**NOTE 4 - ACQUISITIONS AND INTANGIBLES (Continued)**

Intangible assets consist of the following:

	November 30, 2018	November 30, 2017
Trademarks	\$1,406,150	\$1,406,150
Non-compete agreement	180,070	180,070
Customer list	334,866	334,866
	<u>1,921,086</u>	<u>1,921,086</u>
Less: Accumulated amortization	(415,328)	(415,328)
Impairment	<u>(1,505,758)</u>	<u>(1,505,758)</u>
Intangible assets, net	<u>\$0</u>	<u>\$0</u>
 Goodwill	 \$440,600	 \$440,600
Less: Impairment	<u>(440,600)</u>	<u>(440,600)</u>
Goodwill, net	<u>\$0</u>	<u>\$0</u>

**NOTE 5 - CONVERTIBLE PROMISSORY NOTES**

Up through August 31, 2018, the Company issued convertible promissory notes, for a total of \$79,542. Up until January 10, 2015, SOS Resources Services Inc. had a convertible loan with a principal sum of \$64,900. SOS Resources Services Inc. did previously convert \$14,100 into 14,931,070 shares of common stock through the year ended November 30, 2013. These notes had remained unchanged until January 10, 2015. On January 10, 2015, KJV Property Group LLC entered into a convertible note agreement with the Company for \$50,000. In which, the loan was used to cancel SOS Resources Services, Inc's outstanding loan and accrued interest.

Additionally, the company entered into two separate convertible loan agreements with KJV Property Group LLC. On February 23, 2015, the company issued a convertible loan for \$6,500 with an interest rate of 7%. On February 3, 2017, the company issued a convertible loan for \$16,000 to KJV Property Group LLC with an interest rate of 7%.

On September 11, 2017, the company secured \$15,000 by issuing a convertible note from an investor. The note has an interest rate of 12%.

On February 17, 2016, the company issued a convertible loan for \$2,000 with an interest rate of 10%. On August 31, 2017, the note holder elected to convert the note at a conversion price of \$0.00104. On July 7, 2017, the company entered into a convertible debt for \$3,000 with an interest rate of 10%.

#### **NOTE 6 - LOANS PAYABLE TO SHAREHOLDERS**

As of November 30, 2018, and 2017 the Company had a balance of \$66,647 and \$66,647 represented loans payable, which was used for the company's working capital requirements. These loans as of November 30, 2018, are currently unsecured, non-interest bearing, and have no specific repayment terms.

#### **NOTE 7 - RELATED PARTY TRANSACTIONS AND ISSUENCE**

One December 16, 2016, the company appointed Itav Avital as Chief Operating Officer and Director. The company issued 300,000,000 restricted shares to Itav Avital.

On January 5, 2017, the accepted Tony Khoury's resignation from all positions with the company, in which Itav Avital was appointed Secretary, Treasurer and Chairman of the Board.

On September 18, 2018 the Company approved the cancellation of all 50,000 preferred shares for 15,000,000 common shares to its CEO and Chairman of the board Itav Avital.

#### **NOTE 8 - GOING CONCERN**

The Company has incurred operating losses, and as of November 30, 2018, the Company an accumulated deficit of \$4 894 736. These factors raise substantial doubt about the Company's ability to continue as a going concern.

Management has discontinued all staffing operations for a number of years, spun off its only operating subsidiary Daniels Corporate Advisory, in which was actively managed through 2010 and has limited operations. Management believes that the Company's capital requirements will depend on many factors including new sales initiatives in its active consulting subsidiary and possible new business combinations. Management also believes the Company needs to raise additional capital for working capital purposes. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

#### **NOTE 9 - COMMITMENTS AND CONTINGENCIES**

##### ***Commitments:***

None

##### ***Contingencies:***

None.

#### **NOTE 10 – SUBSEQUENT EVENT**

There are no subsequent events