



# PURE HOSPITALITY SOLUTIONS, INC

(A Nevada Corporation)

3265 Johnson Avenue, Suite 213  
Riverdale, NY 10463

# ANNUAL REPORT

FOR THE YEAR ENDED DECEMBER 31, 2017

FEBRUARY 9, 2018

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## February 9, 2017

**Information required for compliance with the provisions of the  
OTC Markets Group Inc. (f/k/a Pink Sheets, LLC)  
OTC Pink Basic Disclosure Guidelines  
(Version 1.1 – April 25, 2013)**

The following information specifies forward-looking statements of our management; this Issuer Information Statement contains certain “forward-looking statements” (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended). These statements reflect our current expectations regarding our possible future results of operations, performance, and achievements. These forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, regulation of the Securities and Exchange Commission, and common law.

Wherever possible, we have tried to identify these forward-looking statements by using words such as “anticipate,” “believe,” “estimate,” “expect,” “plan,” “intend,” and similar expressions. These statements reflect our current beliefs and are based on information currently available to us. Accordingly, these statements are subject to certain risks, uncertainties, and contingencies, which could cause our actual results, performance, or achievements to differ materially from those expressed in, or implied by, such statements. These risks, uncertainties and contingencies include, without limitation, the factors set forth under “Item VI Describe the Issuer’s Business, Products and Services.” We have no obligation to update or revise any such forward-looking statements that may be made to reflect events or circumstances after the date of this Issuer Information Disclosure.

In preparing these unaudited financial statements in conformity with accounting principles generally accepted in the United States of America, management makes estimates and assumptions that affect the reported amounts of assets and liabilities in the consolidated balance sheet and revenues and expenses in the consolidated. Actual results could differ from those estimates. In the opinion of management, all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of financial position and the results of operations for the year end presented have been reflected herein.

## **Item I Name of the issuer and its predecessors**

The exact name of the Issuer is: PURE HOSPITALITY SOLUTIONS, INC. (the “Issuer” or “Company”).

Other than listed above, the Issuer has used the following names in the past five years: Formerly = Oriens Travel & Hospitality Management Corporation until 10-2014

## **Item II Address of the issuer’s principal executive offices**

The address of the Company is: Pure Hospitality Solutions, INC  
3265 Johnson Avenue, Suite 213  
Riverdale, NY 10463

The Company’s telephone number is: (800) 889-9509  
The Company’s facsimile number is: (800) 889-9509

The Company’s website: The Company maintains a corporate website, [www.purenw.solutions](http://www.purenw.solutions), which contains general information about the Company. The reference to our website is an interactive textual reference only, and the information contained on our website shall not be deemed incorporated by reference herein.

Investor relations contact: Jeffrey Staller  
President  
Heritage Corporate Services, Inc.  
3040 Canterbury Dr.  
Boca Raton, FL, 33434  
Telephone (561) 210-5675  
Email [ir@purenw.solutions](mailto:ir@purenw.solutions)

### **Item III Security Information**

The Issuer has authorized two (2) classes of securities: common stock and preferred stock.

1. Common Stock

Trading Symbol:	PNOW		
Exact title and class of securities outstanding:	Common Stock		
CUSIP:	74624K106		
Par or Stated Value:	\$0.001		
Total shares authorized:	6,500,000,000	as of:	December 31, 2017
Total shares issued:	6,499,400,094	as of:	December 31, 2017
Total shares outstanding:	3,742,994,858	as of:	December 31, 2017

The Company reports the unusual disparity between the total shares issued versus outstanding which is caused by the use of “Shareholder Reserves” that the Company is contractually obligated to hold for the benefit of the Company’s note holders with the Company’s Transfer Agent.

2. Preferred Stocks

Trading Symbol:	N/A		
Exact title and class of securities outstanding:	Preferred AA Stock		
CUSIP:	None		
Par or Stated Value:	\$0.001		
Total shares authorized:	1,000,000	as of:	December 31, 2017
Total shares outstanding:	1,000,000	as of:	December 31, 2017

Trading Symbol:	N/A		
Exact title and class of securities outstanding:	Preferred BB Stock		
CUSIP:	None		
Par or Stated Value:	\$0.001		
Total shares authorized:	1,000,000	as of:	December 31, 2017
Total shares outstanding:	277,930	as of:	December 31, 2017

Transfer Agent: Transfer Online, Inc.  
512 SE Salmon Street  
Portland, OR 97214

Transfer Agent's telephone number is: (503) 227-2950  
Transfer Agent's facsimile number is: (503) 227-6874

Transfer Agent's Website: [www.transferonline.com](http://www.transferonline.com)

Transfer Online, Inc. is registered under the Federal Exchange Act, and as such is regulated by the Securities and Exchange Commission, in conjunction with FINRA.

**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**

On November 16, 2016, the Company entered into an Agreement and Plan of Merger between the Company and Meso Numismatics Corp. The acquisition of Meso Numismatics Corp. is anticipated to support the Company's overall mission of specializing in ventures related to Central America and the Latin countries of the Caribbean; not limited to tourism. Meso Numismatics Corp. is a small but scalable numismatics operation that the Company can leverage for low cost revenues and product marketing. The Company anticipates that Meso Numismatics Corp. will ultimately come to play key role in the Company's overall business strategy. There are no other reclassifications, mergers, consolidations, purchases or sales of significant amounts of assets at this time, not in the ordinary course of business. On August 14, 2017 the acquisition was completed, by which Pure Hospitality Solutions absorbed all shares of Meso Numismatics in exchange for the issuance of Preferred BB shares. Meso Numismatics became a wholly owned subsidiary of Pure Hospitality Solutions, Inc.

The Issuer has however taken steps toward upgrading the Company from the OTC Pink Sheets to the OTCQB. In doing so, the Company will look to use the Form 10 filing as the method of upgrade. The Company has also created a class of preferred shares to (i) complete a debt-to-equity swap with the largest toxic convertible debtholder, who during June 2016, entered into a settlement agreement and forgave \$3,364,217.23 in debt, allowing the Company to immediately extinguish that debt obligation, and, (ii) support the Company's intended capital raise of up to \$3,500,000. This raise will ultimately lead to a reorganization of the Company to which the Issuer intends on offering dividends to all eligible common shareholders. As of December 31, 2017, the above debt has been extinguished and the Company remains on-track to upgrade to a more transparent stock exchange.

The Board of Directors was required to increase the number of authorized shares of common stock from (a) 200,000,000 to 500,000,000 during June 2015, (b) 500,000,000 to 1,500,000,000 during July 2015, and (c) 1,500,000,000 to 6,500,000,000 during March 2016, to adhere to the Company's contractual obligation to maintain the required reserve share amount for debtholders. The Company has employed considerable efforts to restructure or eliminate its shorter termed convertible debt as more fully explained herein below. As a result of the Company's restructuring of its debt, the Company increased its authorized capital and has currently placed 3,500,000,000 restricted shares into reserve on the behalf of the new longer termed debt.

The Company continues to manage its liabilities and the relationships with its debtholders, as of December 31, 2017, the Company believes that it is now in compliance with the Company's contractual obligations with its debtholders.

In May 2017, the Company filed with FINRA and the Company declared the Ex-Dividend Date, Record Date and Payment Date, of May 24, 2017, May 26, 2017, June 5, 2017, respectively, for the dividend for the Series BB Preferred Stock.

As of December 31st, 2017, the Company had issued 277,930 BB Preferred Shares.

The Company anticipates issuing additional Series BB Preferred Shares to the majority of its remaining debtholders [toxic notes, service debts, etc.] to complete a debt-to-equity swap which will further eliminate debt and support the Company's intended capital raise.

## **Item IV Issuance History**

1. During the first quarter of 2016, the Company entered into a Loan Agreement with Heritage Corporate Services (“HCS”) whereby HCS agreed to lend up to \$10,000 during 2016, to assist with operational capital needs. Subsequently, this Loan Agreement was amended during the fourth quarter of 2016 to reflect an increase to the facility of \$10,000 to \$20,000. The advance does not bear interest and has a one-year maturity date. The advance may be repaid in whole or in part any time prior to maturity. There are no common shares issuable upon the execution of this promissory note.
  - a) The agreement was entered into pursuant to Section 4(2) of the Securities Act of 1933, as amended, and Rule 506 promulgated thereunder;
  - b) The transaction was unregistered;
  - c) The transaction was executed via a private agreement and not a public offering;
  - d) The agreement called for conversion, at the investor’s sole discretion, into common shares at a variable conversion price;
  - e) As of June 30, 2017, advances under the Loan Agreement was approximately \$13,230.71
  - f) The Promissory Note Agreement is not publicly traded;
  - g) The Promissory Note Agreement and any converted shares issued under this agreement contain the appropriate restrictive legend.
2. On January 18th, 2016, Company entered into a \$38,000 Promissory Note Agreement with Ajene Watson LLC., for the purpose of funding the Company’s Debt Repurchase Program. The promissory note agreement bears interest at eight (8%) percent and has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. There are no common shares issuable upon the execution of this promissory note.
  - a) The agreement was entered into pursuant to Section 4(2) of the Securities Act of 1933, as amended, and Rule 506 promulgated thereunder;
  - b) The transaction was unregistered;
  - c) The transaction was executed via a private agreement and not a public offering;
  - d) The Issuer received no additional proceeds;
  - e) The Promissory Note Agreement is not publicly traded;
  - f) The Promissory Note Agreement and any converted shares issued under this agreement contain the appropriate restrictive legend.

During the fourth quarter of 2017, the Company settled the aggregate unpaid balance by issuing Series BB Preferred Shares.

3. On January 21st, 2016, as part of a capital commitment of \$632,100, the Company entered into a \$45,465 Convertible Debenture with Union Capital, LLC, for the purpose of funding the Company’s Debt Repurchase Program and providing other operating capital. The promissory note agreement bears interest at eight (8%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. There are no common shares issuable upon the execution of this promissory note.
  - a) The agreement was entered into pursuant to Section 4(2) of the Securities Act of 1933, as amended, and Rule 506 promulgated thereunder;

- b) The transaction was unregistered;
- c) The transaction was executed via a private agreement and not a public offering;
- d) The agreement called for conversion, at the investor's sole discretion, into common shares at a variable conversion price;
- e) The Issuer received no additional proceeds;
- f) The Promissory Note Agreement is not publicly traded;
- g) The Promissory Note Agreement and any converted shares issued under this agreement contain the appropriate restrictive legend.

It should be further noted that on the same date, both the Company and Union Capital, LLC entered into two corresponding notes of an equal amount of \$45,465.

- a) The note issued by the Company is a Convertible Debenture which matures on January 21st, 2017. The note does not require the Company to establish any reserve shares until the note matures.
  - b) Union Capital, LLC issued the Company a note in lieu of cash, with the implicit requirement for Union Capital, LLC to fund the Company in the expressed amount on January 21st, 2017, provided certain events of cancellation were not triggered. If at any time the cancellation triggers in this note become effective, the Company's Note automatically becomes canceled and void.
4. On February 2nd, 2016, as part of capital commitment of \$632,100, the Company entered into a \$73,500 Convertible Debenture with Union Capital, LLC, for the purpose of funding the Company's Debt Repurchase Program. The promissory note agreement bears interest at eight (8%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. There are no common shares issuable upon the execution of this promissory note.
- a) The agreement was entered into pursuant to Section 4(2) of the Securities Act of 1933, as amended, and Rule 506 promulgated thereunder;
  - b) The transaction was unregistered;
  - c) The transaction was executed via a private agreement and not a public offering;
  - d) The agreement called for conversion, at the investor's sole discretion, into common shares at a variable conversion price;
  - e) The Issuer received no additional proceeds;
  - f) The Promissory Note Agreement is not publicly traded;
  - g) The Promissory Note Agreement and any converted shares issued under this agreement contain the appropriate restrictive legend.

It should be further noted that on the same date, both the Company and Union Capital, LLC entered into two corresponding notes of an equal amount of \$73,500.

- a) The note issued by the Company is a Convertible Debenture which matures on February 2nd, 2017. The note does not require the Company to establish any reserve shares until the note matures.

- b) Union Capital, LLC issued the Company a note in lieu of cash, with the implicit requirement for Union Capital, LLC to fund the Company in the expressed amount on February 2nd, 2017, provided certain events of cancelation were not triggered. If at any time the cancelation triggers in this note become effective, the Company's Note automatically becomes canceled and void.
5. On March 21st, 2016, as part of capital commitment of \$632,100, the Company entered into a \$63,000 Convertible Debenture with Union Capital, LLC, for the purpose of funding the Company's Debt Repurchase Program. The promissory note agreement bears interest at eight (8%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. There are no common shares issuable upon the execution of this promissory note.
- a) The agreement was entered into pursuant to Section 4(2) of the Securities Act of 1933, as amended, and Rule 506 promulgated thereunder;
  - b) The transaction was unregistered;
  - c) The transaction was executed via a private agreement and not a public offering;
  - d) The agreement called for conversion, at the investor's sole discretion, into common shares at a variable conversion price;
  - e) The Issuer received no additional proceeds;
  - f) The Promissory Note Agreement is not publicly traded;
  - g) The Promissory Note Agreement and any converted shares issued under this agreement contain the appropriate restrictive legend.

It should be further noted that on the same date, both the Company and Union Capital, LLC entered into two corresponding notes of an equal amount of \$63,000.

- a) The note issued by the Company is a Convertible Debenture which matures on March 21st, 2017. The note does not require the Company to establish any reserve shares until the note matures.
  - b) Union Capital, LLC issued the Company a note in lieu of cash, with the implicit requirement for Union Capital, LLC to fund the Company in the expressed amount on March 21st, 2017, provided certain events of cancelation were not triggered. If at any time the cancelation triggers in this note become effective, the Company's Note automatically becomes canceled and void.
6. On May 4, 2016, as part of a capital commitment of \$632,100, the Company entered into a \$134,085 Convertible Debenture with Union Capital, LLC, for the purpose of funding the Company's Debt Repurchase Program and providing other operating capital. The promissory note agreement bears interest at eight (8%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. There are no common shares issuable upon the execution of this promissory note.

It should be further noted that on the same date, both the Company and Union Capital, LLC entered into two corresponding notes of an equal amount of \$134,085.

- a) The note issued by the Company is a Convertible Debenture which matures on May 4th, 2017. The note does not require the Company to establish any reserve shares until the note matures.
  - b) Union Capital, LLC issued the Company a note in lieu of cash, with the implicit requirement for Union Capital, LLC to fund the Company in the expressed amount on May 4th, 2017, provided certain events of cancelation were not triggered. If at any time the cancelation triggers in this note become effective, the Company's Note automatically becomes canceled and void.
7. On October 23, 2017, the company issued 9,744 Preferred BB Shares to qualifying shareholders as part of the Preferred BB Share dividend program. Each holder of outstanding shares of Series BB Preferred Stock shall be entitled to convert any or all of their shares of Series BB Preferred Stock after a minimum of six (6) months has elapsed from the issuance of the preferred stock to the holder. Each share of Series BB Preferred Stock shall represent .035% of the Company's outstanding shares at any point in time in the future when converted by the holder. The Series BB Preferred Stock has no voting rights until the Holder redeems the preferred stock into the Company's common stock. The Series BB Preferred Stock shall not be adjusted by the Corporation.
  8. On December 19, 2017, the company issued 12,608 Preferred BB Shares to qualifying shareholders as part of the Preferred BB Share dividend program. Each holder of outstanding shares of Series BB Preferred Stock shall be entitled to convert any or all of their shares of Series BB Preferred Stock after a minimum of six (6) months has elapsed from the issuance of the preferred stock to the holder. Each share of Series BB Preferred Stock shall represent .035% of the Company's outstanding shares at any point in time in the future when converted by the holder. The Series BB Preferred Stock has no voting rights until the Holder redeems the preferred stock into the Company's common stock. The Series BB Preferred Stock shall not be adjusted by the Corporation.

## **Item V Financial statements**

The following unaudited financial statements are filed under "Exhibit 1-1 through Exhibit 1-3" and the unaudited notes to the unaudited financial statements are filed under "Exhibit 2-1 through Exhibit 2-18" which are included as part of this Disclosure:

### **Consolidated Financial Statements of the Company as for the year ended December 31, 2017 and 2016:**

- Unaudited Consolidated Balance Sheets
- Unaudited Consolidated Statements of operations
- Unaudited Consolidated Statements of Cash Flows
- Unaudited Notes to Consolidated Financial Statements

\*See Attached Exhibit 1-1 through Exhibit 1-3 and Exhibit 2-1 through Exhibit 2-18

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## **Item VI Describe the Issuer's Business, Products and Services**

### **A. Issuer's Mission;**

On September 4th, 2017, the Company decided to temporarily suspend its booking operations, Oveedia, to focus on continuing to build its numismatic business, Meso Numismatics. In the days leading up to this public announcement, management deemed that the cost to run Oveedia was much higher than any revenues generated by the OTA. The Company did however use its footprint within the Latin American Region to expand Meso Numismatics at a much quicker rate.

Upon launching Meso Numismatics, the venture was originally considered a low-cost marketing tool, to target a specific group of travelers to the Latin American Region, Numismatic Tourists – or Numismatourist. Management discovered that the cost of operating this marketing plan, resulted in unexpected growth potential. Weighed against the high cost of growing the online booking business and the significant amount of capital needed to cover those costs, Meso Numismatics quickly became the Company's core venture.

Since then, Meso Numismatics has continued to generate significant revenues with continual, month-over-month gains.

### **B. Description of the Issuer's business operations;**

Meso Numismatics was launched in September of 2016, as low-cost marketing tool, to target a specific group of travelers to the Latin American Region, Numismatic Tourists – or Numismatourist. This venture quickly became a business on its own, when the Company began testing the numismatic waters and found instant scalability. Pure Hospitality Solutions had stumbled upon a low-cost, high yielding venture, focused on the same Latin American Region, that its OTA had established deep-roots in. The difference was, the cost to run an industry-specific OTA can be quite vast, not including customer acquisition costs. With Meso Numismatics, customers began finding the Company, as vice versa with its OTA. It was at that time that the Company went full-throttle with its numismatic efforts, while slowly tapping the brakes of the OTA. The results proved to be quite astounding. The Company went from spending tens of thousands of dollars monthly in OTA related costs, to making tens of thousands of dollars monthly with Numismatic sales and acquisitions. The proof was in the pudding and the Company decided to evolve its numismatic business.

It was then that the Company's CEO, Mr. Pereira, decided to donate his \$50,000 numismatic collection to the Company, in hopes of speeding up growth and value. A relatively small eBay business would quickly evolve into what is today's Meso Numismatics, a Company boasting nearly \$100,000 in revenue and almost \$200,000 in owned inventory. The Company continues to realize multiple revenue streams, stemming from direct to consumer sales, to partnering with some of the largest numismatic auction companies in the world. What began as a regionally-based numismatics company, has quickly evolved into an industry known, global numismatic competitor.

2017 proved to be a powerful transitional year for Pure Hospitality Solutions, Inc. (the Company). Since the beginning of the year – up until December 31st, the shift to Meso Numismatics was very prevalent, including the assets and revenues generated by the numismatic venture. In January of 2017, the Company made it its overall mission to have its recently acquired numismatic venture, Meso Numismatics, become a recognized, ‘household’ name in the numismatic industry.

To make this new initiative effective, during the weekend of January 7th – 9th, 2017, Meso Numismatics attended the Florida United Numismatists (FUN) show, where the Company began to introduce Meso to over 1,500 registered dealers, 15,000 avid numismatic collectors, and graders from various organizations around the country. During this event, Meso became a Lifetime Member of the Florida United Numismatists Organization and made invaluable connections to those interested in the Company’s inventory, which at that time, primarily consisted of notes and coins from Central America and the Caribbean. One year following Meso’s introduction at the FUN show and the Company continues to maintain customers and clients met at the show.

As an up-and-coming numismatic business, Meso relies heavily on eBay as the primary source of consistent, daily revenue. Management of the Company, however, knew that more was needed to truly compete in the global numismatic markets. It was at that time that the Company aligned with Heritage Auctions, Lyn Knight Auctions and Stacks Bowers Auctions, to consign some of Meso’s rarer, more expensive inventory. Management began to prepare shipments for various global specialty auctions, hosted by Meso’s newly aligned auction powerhouses.

As January quickly turned into February, management took notice of the month-over-month gains which occurred since Meso’s inception in September of 2016. These continued revenue increases quickly proved the truly scalability of the business, pushing management to expand Meso’s operations and take into consideration a technical application which would disrupt the numismatic markets.

Around this same time, management began to consider the issuance of a special class of share, which would be awarded to long-term shareholders for their continued support of the Company. This would later be known as the Preferred BB shares, which will be discussed as they were issued. Management simultaneously realized a 52% customer retention rate with customers of Meso Numismatics. This further pointed out the growth viability to management, prompting an increased investment from Meso’s internal team.

February quickly rolled into March, and aside from another month-over-month gain in revenues, the Company was humbled and honored when Seeking Alpha picked up information about Meso and produced a feature article. This reaffirmed to management and shareholders alike that Pure Hospitality was headed in the best direction, focusing on its revenue producing entity, Meso Numismatics.

It was at the end of the month, during March 27th – March 30th when the Company began informing its shareholders of a new class of preferred shares – as a reward for being long-term

supporters of the Company. This new class of stock became known as the Series BB Preferred stock.

The new Series BB Preferred Stock was used (i) to complete the cancelling and settlement of most remaining debts, (ii) as compensation, and most important, (iii) to provide a preferred stock dividend to all participating shareholders. The features of the Series BB Preferred Stock include:

- Shareholders will receive a Preferred Stock dividend that cannot be diluted and therefore protected, against the issuance of any new capital stock [*common stock dilution protection*].
- Shareholders of the Preferred Stock dividend cannot be reversed or be affected by any type of capital stock restructuring [*shares are non-reversible; not affected by common stock reverse*].
- Participating Shareholders will receive close to 1/3 of all new Series BB Preferred Stock authorized as a stock dividend.
- Shareholders will be protected by restrictive covenants, which essentially guarantees that all the features and protections provided under the Series BB Preferred Stock, will never be amended.

On March 29th, 2017, the Company filed with the Secretary of the State of Nevada, the Company's Certificate of Designation, finalizing the creation of the new Series BB Preferred Stock, to be issued as a preferred stock dividend to participating shareholders.

April rolled through and proved to be an extremely productive month for the Company. Meso Numismatics prepared for its first major auction with powerhouse Heritage Auctions. Meso was prominently featured at the World Currency Signature Auction which took place in Chicago on April 28th to May 1st. To prepare for this auction, Meso sent some of its most prized inventory the first of the month, which ultimately sold for record numbers by the month's-end.

April also set the pace for the Company's best quarter ever – the best in all of Pure Hospitality's history. Revenues increased roughly 36% month-over-month from the first quarter alone. During this time, Pure's management also took the initiative to inform all shareholders about the newly created Preferred BB shares. The requirement to receive the Preferred BB shares is to own at least 1.2M shares of PNOW common stock by a certain date. The Company set an ex-dividend date by which all shareholders of record needed to own shares, in order to receive Preferred BB shares. The initial date was set for May 10th, 2017.

May quickly approached and shareholder outreach continued. In order to best accommodate all shareholders, and to allow extra time for shareholders to meet Preferred BB requirements, the ex-dividend date was moved until May 24th, 2017. To ensure that all shareholders had the opportunity to participate, the Company increased outreach by contacting shareholders more directly. Direct mail was sent to shareholders of record, emails and phone calls were conducted, all to ensure shareholders were fully made aware of the opportunity.

By June, the first Preferred BB share issuances were made. The Company spent the rest of the quarter remaining focused on growing operations. Revenues continued to grow month-over-month and customer acquisition remained at an all-time high.

The third quarter proved to be an incredibly productive and transformational time for the Company. One of management's main goals was officially accomplished after years of trying – the largest debtholder of the Company was officially converted into Preferred BB shares, with added contingencies (longer holding periods and leak-out agreements). With the issuance of 170,000 Preferred BB shares, \$3M in liabilities were officially transferred off the books of the Company. In addition, the Company reserved roughly 1/3 of the total Preferred BB shares for the benefit of shareholders. This allows shareholders to claim their preferred shares at any time, without the possibility of the Company not having enough shares in treasury.

On August 21, 2017, the Company filed its second quarter disclosures with OTC Markets, highlighting the debt reduction and the preferred BB share status. With this filing and issuance of the preferred shares, the acquisition of Meso Numismatics was formally completed at this time. The Preferred share structure was further discussed with this filing, ensuring that shareholders remained up-to-date with all issuances made.

It was also during this time that Meso Numismatics was contacted by and ultimately partnered with Daniel Frank Sedwick, LLC. (Sedwick), to consign some of Meso's rarer inventory. Sedwick is known globally as the world's premiere specialist in colonial coinage as well as shipwreck coins and artifacts. Sedwick had been featured on television specials about famous shipwrecks, as leading industry experts since 1981. Meso was proud to participate in Sedwick's Treasure, World, U.S. Coin & Paper Money Auction, which was later held on November 1-3, 2017, in Orlando, Florida.

It was towards the end of the 3rd quarter when the Company decided to temporarily suspend its OTA venture, Oveedia. Management had concluded that the cost to run the OTA, had greatly surpassed any revenues which could be generated in the same period. Furthermore, customer acquisition costs for Oveedia made the venture unsustainable at the time, without considerable investment. Management decided that it was in the best interest of the Company to halt operations and continue the project when the funds become readily available. By proceeding in this direction, the Company would save tens of thousands of dollars monthly and focus on its revenue-generating venture, Meso Numismatics.

During this same time, management started expanding its distribution and sales channels for Meso Numismatics. In addition to exporting inventory from Central America to the United States, Meso has begun importing inventory from the United States for sale in Central America. The idea for this expansion came largely from the Oxcart Phenomenon, which was developed in Costa Rica back in the 19th century. During that time, farmers would send ox carts with different coffees, fruits and vegetables, all the way to the docks, where the goods would be exported for sale. The ox cart would then return, empty, to retrieve its next load. Farmers soon began to realize that by sending the ox cart out with merchandise, then returning the same ox cart with newly imported items, businesses began to boom. As it relates to the Company, management discovered a void in

the Central American markets, where collectors were seeking US merchandise, but were unable to obtain it. Meso had now become a full-fledged, import/export numismatic company with revenues exceeding \$70,000 and inventory worth more than \$129,000.

It was at this time that management deemed the Company ready to undergo a PCAOB audit, to become a fully-reporting, fully-transparent organization. During the end of the 3rd quarter, the Company engaged an independent auditing firm to begin an audit of the Company's financials. The estimated time of completion was initially scheduled for late 4th quarter but was subsequently changed to the beginning of the 1st quarter, 2018.

On November 1, 2017, the Company was made aware of a default judgement which had been entered into in Fulton County, Georgia. This was based on a \$25,000 demand note that was entered into in the second quarter of 2015. However, since the services were never rendered, the Company believes that the debt is not valid. The issue is currently being challenged by an associate of the holder of the invalid debt. On November 8, 2017, the Company retained the Atlanta-based law firm of Graham & Jensen, LLC to fight the issue and have the default judgement rescinded.

Towards the end of the 4th quarter, in early December, the Company officially became a Registered Dealer with NGC and PMG. The Paper Money Guaranty (PMG) and the Numismatic Guaranty Corporation (NGC), are the recognized industry leaders, as well as the official grading services for the American Numismatic Association, PNG, eBay, and sixbid.com, to name a few. To become a dealer with NGC and PMG is not an easy task, however, due to the amount of disruption that Meso had already caused in the numismatic industry, the application to become a dealer was swiftly approved.

As a registered dealer, Meso was given access to additional products, services and discounts that it had not previously had access to. In addition to and quite significantly, Meso Numismatics is the only registered dealer in the Latin American region. The Company is using its 'on-the-ground' advantage in the region to not only educate the numismatic community, but to also submit inventory on others behalf's. Management had reported that at that time, roughly 75% of the Company's inventory was already graded by either PMG or NGC. The remaining inventory will be graded within the first quarter of 2018 and will subsequently be sold at auction.

In mid-December, Meso Numismatics was welcomed back to Stack's Bowers Galleries, to participate in the December Collectors Choice Sale. The December Collectors Choice Sale was made up of over 700 lots of U.S. Coins and Currency, valued at approximately \$700,000. In addition to this auction, Meso was asked to participate in Stack's Bower's Eldorado Collection of Colombian Coins and Paper Money, in New York City, on January 11-13, 2018. As a newly-designated, regionally-specialized dealer with PMG and NGC, the Company anticipates sending a large lot of inventory to the Eldorado Auction.

In the end of December and to successfully complete the final quarter of 2017, Meso was pleased to introduce new varieties of inventory to NGC and PMG. In addition, the Company has submitted

over 1,000 coins to NGC for grading and 500 banknotes to PMG. This process alone has yielded roughly \$90,000 in revenues.

### **C. Business Model**

The Company's business model is quite simple. Led by an avid numismatist, the goal of the Company is to generate continuous, scalable and growing revenues, while also teaching those interested in learning about numismatics.

The Company has an on-the-ground advantage, having locations in Costa Rica and Florida. With this advantage, the Company is able to export inventory from Costa Rica, to be sold in the U.S. and around the world. Likewise, the Company also imports items back to Costa Rica, to be sold throughout the local markets.

The procedure that the Company adheres to is fairly vigorous. It begins by selecting the best inventory, be it a rare coin from Latin America, or a banknote with an error from the United States. All inventory is carefully screened, then sent to be graded by the proper grading authority. For all coins, medals and bullion, the Company's inventory is sent to the Numismatic Guaranty Corporation for authentication and grading. For all banknotes, the Company utilizes the Paper Money Guaranty for authentication and grading, both Florida-based companies. Once graded, the inventory is sent to Meso's Florida-based location to then be sent around the world to one of the Company's many customers.

The Company will also be unveiling a new technology specifically for the numismatic industry which management believes will be a total game changer. The App is expected to be released in the first quarter, 2018.

### **Description of Business Opportunity;**

As indicated in the following chart, the opportunity for growth within the Latin American Region alone remains massive. If we take into account that Australia has a population of 24 million people; while Latin America has more than 626 million people, the Company has a lot of work to do in educating the region.

## Most Coins Graded

NGC has graded more than  
**38,000,000 coins**  
from virtually every past and  
present country



If one chooses to speak with collectors of Latin American coins, for instance, the collector will likely say that some of these coins are harder to come by.

The reason is quite simple, the postal systems throughout the various countries. Certain countries throughout the region are known globally to have corrupt postal systems, where many items will not make it out successfully. Having boots on the ground in Costa Rica, and associates throughout all of Latin America, we are able to procure almost any type of item and safely have it graded.

Successful importation and exportation of merchandise between Central America and the United States is crucial for the Company. Being able to acquire inventory at cost then selling the items for healthy profits once graded continues to be the key to growth.

### Revenue Opportunity

Meso Numismatics started with only \$50,000 in inventory and quickly grew to over \$ 90,000 in sales at the end of 2017, and a current inventory of \$122,446. We have clearly demonstrated that the Company is completely self-sustainable in this initial test stage.

Meso Numismatics continues to realize significant month-over-month gains since its inception in September of 2016.

In September of 2016, when Meso Numismatics first started selling items on eBay only, sales were a mere \$664.

In November of 2016, sales slipped slightly to \$611 due to the Company's adjustment to the business plan – beginning to incorporate some of the largest auction houses in the world, to increase overall sales. December of 2016 realized sales of \$965, or a 58% in month-over-month sales.

January 2017 then rolled around with sales topping \$1,261, another 30% gain from the previous month. We then entered February 2017, when the Company began expanding from direct sales to consigning with auction-house power players. Sales topped \$4,704 in February, bringing another considerable, 273% gain in sales from the previous month.

Following the success that Meso experienced with the various auction houses, the Company decided to send additional, significant amounts of inventory to their respective destinations for sale. With March and April primarily focused on direct sales via eBay, and awaiting upcoming auctions, sales were \$2,896 and \$1,755, respectively.

In May of 2017, the Company experienced its best month on record, with sales totaling \$21,260, from a combination of the different auction houses, as well as continued direct sales. In May alone, the Company experienced an incredible month-over-month gain of 1,111%, proving the absolute scalability that can be achieved by Meso Numismatics.

Sales remained consistent for the following month and quarter, with sales totaling \$9,221 for June 2017, \$5,344 for July 2017, \$9,799 for August 2017 and \$8,905 for the close of the quarter, September 2017.

Revenues remained consistent throughout the final quarter of 2017, with sales of \$6,516 in October, a whopping \$13,411 in November, and \$893 in December.

The Company anticipates continued growth and scalability. With additional revenue streams as well as a technology application which will soon be unveiled, the Company is confident in its decision to move forward. The Company has and will continue to reinvest capital in new inventory, further supporting its long-term goal of becoming a recognized, global numismatic brand.

## **D. Description of the Issuer's History**

The Company was originally founded in 1999 as Spectrum Ventures LLC, a private company, registered in Tacoma, WA, for the purpose of developing, marketing and selling voice over IP (at the time a cutting edge emerging technology) products and services.

During 2014, the Board of Directors deemed it in the best interests of the Company to rebuild the Company's business plan, operations, and public appearance as a means to reestablish public confidence.

- 2014: Completes Merger/Acquisition with E Network de Costa Rica;
- 2014: Named Melvin Pereira the new President and CEO.

During the first quarter of 2016, the Company achieved the following:

- Entered into debt settlement agreements to extinguish fourteen (14) of the Company's convertible notes;
- Secured a capital commitment in excess of \$600,000.
- Repurchased 12 of 14 outstanding convertible notes. The Company expects the remaining two convertible notes to be repurchased within the second quarter of 2016;
- Eliminated \$500,000 of accrued interest.

During the 2nd quarter of 2016, the Company achieved the following:

- Attended its first Expotur as a buyer, securing the interest of nearly 100 hotels, vacation properties and tour operators.
- Repurchased the remaining 2 of 14 outstanding convertible notes targeted within the Debt Repurchase Program; successfully extinguishing all 14 notes;
- Eliminated all of the remaining toxic convertible debt held by the Company's largest noteholder – approximately \$3,364,217.23;
- Launched an Affiliate Hotel Program; and,
- Began an initiative to develop and sponsor travel websites and resource pages for Central American tours, hotels and tourism organizations as part of its overall marketing campaign for the Affiliate Hotel Program.

During the 4th quarter of 2016, the Company achieved the following:

- Entered into an Agreement and Plan of Merger with startup venture, Meso Numismatics.
- Merged with startup venture, Meso Numismatics

## **E. Description of Issuer's Ongoing Development Plans and Assumptions**

Our current development plans are described in this disclosure document. Whether we continue developing the project will depend on the following factors:

- Availability and cost of capital;
- Costs and availability of equipment supplies and personnel necessary to conduct operations;
- Success or failure of activities in similar areas;

- Changes in the estimates of the costs to complete our projects; our ability to attract other industry partners to acquire a portion of the working interests, to reduce costs and exposure to risks;
- Our operations may adversely impact the business which could result in material liabilities to us; and,
- Obtaining governmental permits and approvals for operations, technology use and offerings, and/or operations which can be a costly and time-consuming process, can result in restrictions on our operations, and may delay or prevent us from obtaining necessary permits, licenses and/or other approvals and authorizations.

Management will undertake a three-stage approach to its additional technology and development costs. The initial stage will cost approximately \$45,000, the second stage will cost approximately \$100,000 with the third stage, consisting primarily of marketing, will cost upward of \$500,000. The Company has already secured the needed capital for the initial stage of the launch and roll-out. The Company intends to raise the majority of the remaining capital required through private placements.

Management will continue to gather data about our projects, and it is possible that additional information will cause us to alter our schedule or determine that a project should not be pursued. You should understand that our plans regarding our projects might change.

### **F. Shell Status**

Based on all of the foregoing, it has been reasonably determined that the Company is not now, nor at any time in the past, been a “shell company” as that term is defined by the Commission as per Release 33-8869, footnote 172, whereby the Company has always been a fully operative ongoing operation with an implemented business plan, revenues, assets, note payables, leases, rights, etc.

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

The Issuer was organized under the laws of the State of Washington in 1999.

### **H. The issuer’s primary and secondary SIC codes;**

The Issuer's primary SIC Code is 7011.

### **I. The Issuer’s fiscal year end date;**

The issuer’s year end date is December 31.

**J. Principal products or services, and their markets;**

Pure Hospitality Solutions, Inc., through its subsidiary, has established a quickly growing numismatics operation through the acquisition and merger of Meso Numismatics. Like the Company's online travel product, Meso Numismatics will focus on the Central American-Caribbean region with a concentration of products surrounding Mesoamerica (Mexico to Panama). The Company plans to build a sustainable business operation focused on low cost of operations, high profits and repeatable scalability. These operations may also double as an effective, low cost marketing tool for tourism to the region; targeting the Numismatic Tourist, often referred to as "The Numismatourist".

Meso Numismatics maintains an online store with eBay ([www.mesocoins.com](http://www.mesocoins.com)) and participates in live auctions with major companies such as Heritage Auctions, Stacks Bowers Auctions and Lyn Knight Auctions.

## **Item VII Describe the Issuer's Facilities**

The Company currently maintains its corporate registered offices at:

3265 Johnson Avenue, Suite 213  
Riverdale, NY 10463

## **Item VIII Officers, Directors, and Control Persons**

### **A – Officers and Directors**

Melvin Pereira  
Chief Executive Officer  
3265 Johnson Avenue, Suite 213  
Riverdale, NY 10463

Martin Chuah  
Treasurer  
3265 Johnson Avenue, Suite 213  
Riverdale, NY 10463

### **Directors**

Melvin Pereira  
Martin Chuah

## **B - Legal/Disciplinary History**

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 of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

- 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 a person's involvement in any type of business, securities, commodities, or banking activities;**

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities.

- 3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, 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;**

None of the foregoing persons have been the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law.

- 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 of the foregoing persons have been the subject of any 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

There is one registered shareholder(s) with 5% or more of the Company's issued and outstanding shares:

Name	Number of Shares Beneficially Owned	Percent of Class (1)
AJENE WATSON, LLC 3265 Johnson Avenue Suite 303 Riverdale, NY 10463	350,001,667	9.35%
E-Network De Costa Rica SA (Melvin Pereira, Principal) 2011 NW 79 <sup>th</sup> Avenue, Suite 380 Doral, FL 33122	1,500,000	0.04%
S & M Chuah Enterprises Ltd. (Gary Chuah, Principal) 2022 35 <sup>th</sup> Street SW Calgary, AB T3E 2x6 Canada	83,334	<0.01%

(1) - Based on 3,742,994,858 shares of common stock outstanding as of December 31, 2017.

## **Item IX Third Party Providers**

### **Legal Counsel**

John T. Root, Esq.  
Law Office of John T. Root  
P.O. Box 5666  
Jacksonville, AR 72078  
Telephone: (501) 529-8567

### **Accountant or Auditor**

M&K CPAS, PLLC  
4100 North Sam Houston Pkwy W Suite 200-B  
Houston, TX, 77086  
Telephone: (832) 242-9950  
Website: [www.mkacpas.com](http://www.mkacpas.com)

For the year ended December 31, 2017, financial reports and related footnote disclosures have not been reviewed or audited by independent auditors.

### **Investor Relations Consultant**

Heritage Corporate Services, Inc.  
3040 Canterbury Drive  
Boca Raton, FL 33434  
Telephone: (561) 210-5675  
Website: [www.heritagecorporateservices.com](http://www.heritagecorporateservices.com)

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

### **Financial reporting consultant**

Albeck Financial Services, Inc.  
11767 Katy Freeway Suite 830  
Houston, TX 77079  
Telephone (281)496-0540  
Website: [www.albeck.com](http://www.albeck.com)

## **Item X Issuer's Certifications**

### **CERTIFICATIONS**

I, Melvin Pereira, Chief Executive Officer of Pure Hospitality Solutions, Inc., hereby certify that:

1. I have reviewed this “Annual Company Information and Disclosure Statement” of Pure Hospitality Solutions, Inc. for the period through December 31, 2017; and
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 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, and for, the periods presenting this disclosure statement.

Date: February 9, 2018

/s/ Melvin Pereira .

By: Melvin Pereira  
Chief Executive Officer

**Item XI EXHIBIT 1**

**PURE HOSPITALITY SOLUTIONS, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
**(UNAUDITED)**

	<u>December 31, 2017</u>	<u>December 31, 2016</u>
<b>ASSETS</b>		
Current assets		
Cash and restricted cash	\$ 94,327	\$ 264,921
Inventory	114,345	-
Capitalized software costs	290,794	290,794
Other asset	109	8,552
Total assets	<u>\$ 499,575</u>	<u>\$ 564,267</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current liabilities		
Note payable – current portion related parties	\$ 854,111	\$ 1,396,131
Accrued officer compensation	168,000	164,871
Accrued consulting fees	327,727	327,727
Accrued interest	150,965	97,912
Derivative liability	1,368,536	3,134,145
Accounts payable and accrued liabilities	89,209	462,005
Stock payable	-	2,028,531
Total current liabilities	<u>2,958,548</u>	<u>7,611,322</u>
Total liabilities	<u>\$ 2,958,548</u>	<u>\$ 7,611,322</u>
Stockholders' equity		
Common stock, \$0.001 par value per share; 6,500,000,000 and 1,500,000,000 shares authorized; 6,499,700,094 shares issued and 3,742,994,858 outstanding, 5,370,619,921 shares issued and 2,360,618,518 outstanding for the year ended December 31, 2017 and December 31, 2016, respectively	3,742,995	2,360,619
Preferred stock, \$0.001 par value per share; 1,000,000 shares authorized of which 1,000,000 designated as Series AA; 1,000,000 shares issued and outstanding for the year ended December 31, 2017 and December 31, 2016, respectively	1,000	1,000
Preferred stock, \$0.001 par value per share; 1,000,000 shares authorized of which 1,000,000 designated as Series BB; 495,000 shares issued and 277,930 shares outstanding for the year ended December 30, 2017	410	
Additional paid in capital	15,929,415	12,978,444
Subscriptions receivable	(1,711,083)	(1,711,000)
Accumulated deficit	<u>(20,421,710)</u>	<u>(20,676,118)</u>
Total stockholders' equity	<u>(2,458,973)</u>	<u>(7,047,055)</u>
Total liabilities and stockholders' equity	<u>\$ 499,575</u>	<u>\$ 564,267</u>

**PURE HOSPITALITY SOLUTIONS, INC.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**(UNAUDITED)**

For the Year ended December 31

	<u>2017</u>	<u>2016</u>
<b>Revenue</b>	\$ 29,241	\$
<b>Cost of revenue</b>	4,809	
<b>Gross profit</b>	<u>24,432</u>	<u>-</u>
<b>Operating expenses</b>		
Licenses and Permits	6,214	7,273
Bank Service Charges	2,677	2,314
Stock transfer fees	-	4,943
Officer compensation	68,679	43,114
Dues and Subscriptions	114	168
Investor Relations	7,000	22,450
Marketing	2,719	14,728
Miscellaneous	20,302	38,225
Office Expense	13,245	36,223
Professional Fees	80,646	38,920
Rent	-	12,000
Travel & Ent	1,013	1,400
<b>Total operating expenses</b>	<u>202,609</u>	<u>221,758</u>
<b>Other income (expense)</b>		
Interest expense	(99,815)	(3,166,575)
Gain (loss) on debt settlement	506,396	(856,942)
Derivative financial instruments	-	(92,679)
Other income (expense)	2,226	(916)
<b>Net income (loss)</b>	<u>230,630</u>	<u>(4,338,870)</u>

See accompanying notes are an integral part of these unaudited consolidated financial statements.



**CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT  
(UNAUDITED)  
FOR THE YEAR ENDED DECEMBER 31, 2017**

	Common Stock		Series AA Preferred Stock		Series BB Preferred Stock		Additional	Subscription Receivable	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount	Shares	Amount	Paid In Capital			
		\$		\$		\$	\$			
Balance, December 31, 2016	2,360,618,518	\$ 2,360,619	1,000,000	\$ 1,000		\$	\$ 12,978,444	\$ (1,711,000)	\$ (20,676,118)	\$ (7,047,055)
Partial conversion of convertible debentures							917,799			917,799
Debt settlement	1,382,376,340	1,382,376			302,343	302	2,033,171	25		3,415,875
Preferred stock subscription					107,930	108		(108)		(0)
Investor relationship									23,778	23,778
Net income									230,630	230,630
Balance, December 31, 2017	<u>3,742,994,858</u>	<u>\$ 3,742,995</u>	<u>1,000,000</u>	<u>\$ 1,000</u>	<u>410,273</u>	<u>\$ 410</u>	<u>\$ 15,929,414</u>	<u>\$ (1,711,083)</u>	<u>\$ (20,421,710)</u>	<u>\$ (2,458,973)</u>

See accompanying notes are an integral part of these unaudited consolidated financial statements.

**PURE HOSPITALITY SOLUTIONS, INC.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(UNAUDITED)**

	<b>For the Year Ended December 31,</b>	
	<b>2017</b>	<b>2016</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net income (loss)	\$ 230,630	\$ (4,338,870)
<b>Non-cash adjustments to reconcile net loss to net cash:</b>		
Amortization of debt discount	45,743	318,186
Discount on debt	-	(363,930)
Change in Derivative Liabilities	-	3,091,787
Gain (loss) on Debt Settlement	(506,396)	856,941
<b>Changes in Operating Assets and Liabilities:</b>		
Inventory	(114,345)	
Prepaid expenses	8,443	8,551
Accounts payable	44,253	(127,566)
Accrued officer compensation	3,129	(276,848)
Accrued interest	53,053	368,275
Accrued consulting fees	-	312,729
<b>CASH USED FOR OPERATING ACTIVITIES</b>	<b>(206,502)</b>	<b>(150,745)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Payments on notes payables	(107,250)	(272,737)
Proceeds from issuance of debt	143,157	677,545
<b>CASH PROVIDED BY FINANCING ACTIVITIES</b>	<b>35,908</b>	<b>404,808</b>
<b>Net increase (decrease) in cash</b>	<b>(170,595)</b>	<b>254,063</b>
<b>Cash, beginning of year</b>	<b>\$ 264,921</b>	<b>\$ 10,858</b>
<b>Cash, end of year</b>	<b>\$ 94,327</b>	<b>\$ 264,921</b>

See accompanying notes are an integral part of these unaudited consolidated financial statements.

**Item XII EXHIBIT 2**

**PURE HOSPITALITY SOLUTIONS, INC.  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
December 31, 2017**

**NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS***Unaudited Financial Statements*

The accompanying unaudited financial statements have been prepared by Pure Hospitality Solutions, Inc. (the “Company”) without being reviewed or audited by independent auditors. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, and cash flows at December 31, 2017, and for all the periods presented herein, have been made.

The summary of significant accounting policies of the Company is presented to assist in understanding the Company’s financial statements. The financial statements and notes are the representations of the Company’s management, which is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the unaudited balance sheets herein as of and for the quarter ended December 31, 2017 and year ended December 31, 2016.

The summary of significant accounting policies of the Company is presented to assist in understanding the Company’s financial statements. The financial statements and notes are the representations of the Company’s management, which is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the unaudited statements of operations herein as of and for the year ended December 31, 2017 and December 31, 2016.

The preparation of unaudited consolidated 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, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting periods. Actual results could differ from those estimates.

*Nature of Business*

Pure Hospitality Solutions, Inc. (the “Company”) was originally organized under the laws of Washington State in 1999, as Spectrum Ventures, LLC to develop, market and sell VOIP (Voice Over Internet Protocol) services. In 2002, the Company changed its name to Nxtech Wireless Cable Systems, Inc. In August 2007, the Company changed its name to Oriens Travel & Hotel Management Corp.

On November 16, 2016, the Company entered into an Agreement and Plan of Merger between the Company and Meso Numismatics Corp. (“Meso”). The acquisition of Meso is anticipated to support the Company’s overall mission of specializing in ventures related to Central America and the Latin countries of the Caribbean; not limited to tourism. Meso is a small but scalable numismatics operation that the Company can leverage for low cost revenues and product marketing.

Meso Numismatics maintains an online store with eBay ([www.mesocoins.com](http://www.mesocoins.com)) and participates in live auctions with major companies such as Heritage Auctions, Stacks Bowers Auctions and Lyn Knight Auctions.

The acquisition was complete on August 4, 2017 following the Company issued 25,000 shares of Series BB preferred stock to Meso to acquire one-hundred (100%) percent of Meso’s common stock. Therefore, going forward, all of the books will be appropriately consolidated with the revenue from Meso.

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

### *Basis of Presentation*

The Company’s unaudited financial statements are prepared in accordance with accounting principles generally accepted in the United States of America applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. While the Company did begin to generate revenues, those revenues have not yet proven to be a stable ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern. Therefore, the continuation of the Company as a going concern is dependent upon the continued financial support of its shareholders, the ability of the Company to obtain necessary financing to sustain operations and the attainment of profitable operations.

The Company has an accumulated deficit of approximately \$20,421,710 as of December 31, 2017. The Company had a working capital deficit of approximately \$5,864,221 as of December 31, 2017. In addition, the Company has total shareholders’ deficit of approximately \$2,458,973 as of December 31, 2017. These factors, among others, generally tend to raise substantial doubt as to its ability to obtain additional long-term debt or equity financing in order to have the necessary resources to further design, develop and launch the website and market the Company’s new service.

In order to continue as a going concern, the Company needs to develop a reliable source of revenues, and achieve a profitable level of operations.

To fund basic operations for the next twelve months, the Company projects a need for \$750,000 that will have to be raised through debt or equity.

Accordingly, the unaudited financial statements are accounted for as if the Company is a going concern and does not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amount and classification of liabilities or other adjustments that might be necessary should the Company be unable to continue as a going concern.

## *Principles of Consolidation*

The unaudited consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, E-Network de Costa Rica MA SA and Meso Numismatics Corp. All intercompany transactions have been eliminated.

## *Business Combinations*

As previously noted, during September 2014, the Company acquired the assets of E-Net (Note 1). In accordance with FASB ASC 805, business combinations are accounted for by applying the purchase method of accounting. Identifiable assets acquired and liabilities assumed in a business combination were measured at their estimated fair value at the acquisition date. In the third quarter of 2017, the Company issued 25,000 Series BB Preferred Stock to complete the acquisition of Meso Numismatics, the Company accounted for the acquisition as common control.

## *Software Development*

During 2007, the Company purchased a turnkey travel system for 50,000,000 common shares (estimated value \$200,000). The Company capitalized other software development costs incurred subsequent to the purchase date as Company management has determined that technological feasibility of the travel and hotel management software has generally been established.

Software product development costs incurred prior to reaching technological feasibility are expensed.

Upon commencement of operations, the Company will begin amortizing the software development costs using a straight line method over the estimated useful life of 10 years.

During the second quarter of 2015, the Company began enhancing its travel system software. During the third quarter of 2015, the Company began alpha testing its travel system software. During the fourth quarter of 2015, the Company released the Beta test version of its travel system software.

During the second quarter of 2016, the Company began onboarding properties and tours in a first round of shaping for that segment of the platform.

## *Use of Estimates*

In preparing financial statements in conformity with generally accepted accounting principles in the United States of America, management makes estimates and assumptions that affect the reported amounts of assets and liabilities in the balance sheet and revenue and expenses in the statement of operations. The accounting estimates that require our significant, difficult, and subjective judgments include:

- the assessment of recoverability of long lived assets;
- the valuation of derivative instruments; and,

Actual results may differ from those estimates and such differences may be material to the financial statements. The current economic environment has increased the degree of uncertainty inherent in these estimates and assumptions.

Company management is in the process of reviewing the new accounting pronouncements issued or effective during the year and has not yet determined, if any, is expected to have a material impact on the financial statements.

## **NOTE 3 – NOTES PAYABLE**

### **Convertible Notes Payable**

During the period 2003 through June 30, 2017, the Company entered into a series of convertible debentures, which bear interest at a rate varying from 8 to 10 percent, due on an annual basis, and are secured by a first priority interest in the Company's assets. Any amount of interest which is not paid when due shall bear interest at 8 to 10 percent until paid in full. These debentures are convertible, at the investors' sole option, into common shares at \$0.001 per share of the Company at either (i) a 40 percent discount to the 10 days average daily trading price immediately preceding the conversion date, or (ii) at a fixed conversion price of \$0.001 per share during any time whereby the current day market price is at or less than \$0.075. During the periods ended December 31, 2017 and December 31, 2016, the Company received \$-0- and \$-0- in advances, respectively.

It should be noted, that between 2013 and June 30, 2017, these particular convertible notes payable have been partitioned and sold in portions to multiple third parties in a combined amount totaling in excess of \$450,000. In the majority of cases, these convertible notes payable, because they were in default, were subject to term adjustments at the note holders' request. Thus, when the convertible notes payable were purchased, the new debt holders (generally) negotiated new terms with the Company. To this end, the Company would issue new notes, referred to as "replacement notes," which more often resulted in slightly better terms. New terms reflected (i) 20 day look-backs, (ii) discounts ranging between 50% and 75% to the lowest daily trading price or bid price, (iii) price resets, and (iv) mandatory common share reserves.

During the 1st quarter 2016, the Company entered into fourteen (14) separate Debt Settlement Lock-Up and Leak-Out Agreements with note holders as a result of its Debt Repurchase Program initiative – a subset of the Debt Reduction Program. As a result, in some cases, the Company was required to make issuances of stock as partial payment and repurchase of the aged debt obligations. As of December 31, 2017, the Company issued a total of 119,330,050 shares of its restricted common stock to these noteholders, with the issuances having Lock-Up and Leak-out holding requirements.

During March 2016, in adhering to a provision of that certain Debt Settlement Lock-Up and Leak-Out Agreement executed between the Company and OA Fund, LP ("OAF"), the Company issued an aggregate amount of 3,600,000 shares of its restricted common stock to

OAF. In addition to the Rule 144 Holding restriction, these shares were subject additional corporate restrictions – Lock-Up and Leak-Out. The restrictions required that these shares be Locked-up until March 31st, 2016. Thereafter, the shares would be subject to a Leak-out (daily sales limitations) of the lessor of (i) 5% of the previous day’s trading volume of the Company’s common stock, or, (ii) 2,500,000 shares per pay; expiring on April 30th, 2016.

During March 2016, in adhering to a provision of that certain Debt Settlement Lock-Up and Leak-Out Agreement executed between the Company and Southridge Partners II LP (“Southridge”), the Company issued an aggregate amount of 7,735,000 shares of its restricted common stock to Southridge. In addition to the Rule 144 Holding restriction, these shares were subject additional corporate restrictions – Lock-Up and Leak-Out. The restrictions required that these shares be Locked-up until March 31st, 2016. Thereafter, the shares would be subject to a Leak-out (daily sales limitations) of the lessor of (i) 5% of the previous day’s trading volume of the Company’s common stock, or, (ii) 2,500,000 shares per pay; expiring on April 30th, 2016.

During March 2016, in adhering to a provision of that certain Debt Settlement Lock-Up and Leak-Out Agreement executed between the Company and Summit Trading Capital, LLC (“Summit”), the Company issued an aggregate amount of 9,379,110 shares of its restricted common stock to Summit. In addition to the Rule 144 Holding restriction, these shares were subject additional corporate restrictions – Lock-Up and Leak-Out. The restrictions required that these shares be Locked-up until March 31st, 2016. Thereafter, the shares would be subject to a Leak-out (daily sales limitations) of the lessor of (i) 5% of the previous day’s trading volume of the Company’s common stock, or, (ii) 2,500,000 shares per pay; expiring on April 30th, 2016.

During March 2016, in adhering to a provision of that certain Debt Settlement Lock-Up and Leak-Out Agreement executed between the Company and Asten Wyman International, LLC (“Asten”), the Company issued an aggregate amount of 18,750,000 shares of its restricted common stock to Asten. In addition to the Rule 144 Holding restriction, these shares were subject additional corporate restrictions – Lock-Up and Leak-Out. The restrictions required that these shares be Locked-up until March 31st, 2016. Thereafter, the shares would be subject to a Leak-out (daily sales limitations) of the lessor of (i) 5% of the previous day’s trading volume of the Company’s common stock, or, (ii) 2,500,000 shares per pay; expiring on April 30th, 2016.

During March 2016, in adhering to a provision of that certain Debt Settlement Lock-Up and Leak-Out Agreement executed between the Company and OA Fund, LP (“OAF”), the Company earmarked 18,750,000 shares of its common stock for OAF; placing these shares into a Balance Account and accounting for them within the Company’s Capitalization Table (under Issued Shares). The physical certificate was to be issued on May 5th, 2016. However, at the request of OAF, the shares remained in the balance account. When the aforementioned shares are actually issued in certificate form, in addition to the Rule 144 Holding restriction, these shares were subject to additional corporate restrictions – Lock-Up and Leak-Out. The restrictions required that these shares be Locked-up until May 31st, 2016. Thereafter, the shares would be subject to a Leak-out (daily sales limitations) of the lessor of (i) 5% of the previous day’s trading volume of the Company’s common stock, or, (ii) 2,500,000 shares per pay; expiring on December 31th, 2016

During March 2016, in adhering to a provision of that certain Debt Settlement Lock-Up and Leak-Out Agreement executed between the Company and Gel Properties, LLC (“GEL”), the Company earmarked 25,042,200 shares of its common stock for GEL; placing these shares into a Balance Account and accounting for them within the Company’s Capitalization Table (under Issued Shares). The physical certificate was issued by July 6th, 2016. When the aforementioned shares are actually issued in certificate form, in addition to the Rule 144 Holding restriction, these shares were subject to additional corporate restrictions – Lock-Up and Leak-Out. The restrictions required that these shares be Locked-up until May 31st, 2016. Thereafter, the shares would be subject to a Leak-out (daily sales limitations) of the lessor of

(i) 5% of the previous day’s trading volume of the Company’s common stock, or, (ii) 2,500,000 shares per pay; expiring on December 31th, 2016.

On June 27th, 2016, the Company entered into a debt settlement equity swap agreement with Wanda Chan to settle those convertible promissory notes issued between 2003 and 2013 for the total amount of \$3,936,077.23. Both parties agreed to a future exchange of equity as payment for a settlement amount of \$2,018,530.34 in the form of a newly created class of Series BB Preferred shares that will constitute approximately 17% of the preferred class, the issuance of the preferred shares shall take place on or before February 5, 2018. The Company recorded a gain on extinguishment of \$506,396 as other income in the current year’s consolidated statements of operations.

For the year ended December 31, 2017 and 2016, the Company recorded other expense of \$0 and \$92,679, respectively, related to the derivative features of the convertible debt.

The balance of the carrying value of the derivative liability as of September 30, 2017 is as follows:

\$ 3,134,145	December 31, 2016 value of derivative
(1,765,609)	Increase in value of derivative liability
	- Initial recognition
<u>\$ 1,368,536</u>	December 31, 2017 value of derivative

The balance of the carrying value of the derivative liability as of December 31, 2016 is as follows:

\$ 42,358	December 31, 2015 value of derivative
<u>3,091,787</u>	Increase in value of derivative liability
<u>\$ 3,134,145</u>	December 31, 2016 value of derivative

In connection with the convertible notes, the Company had approximately \$150,965 and \$97,912 of accrued interest at September 30, 2017 and December 31, 2016, respectively, which is included in these unaudited financial statements.

## **Line of Credit**

### *Line of Credit – Ajene Watson, LLC*

During August 2014, the Company entered into a \$100,000 Line of Credit Agreement with Ajene Watson, LLC. The line of credit agreement bears interest at 10 percent and has a December 31, 2016 maturity date. Accrued interest is payable on a quarterly basis no later than the 5th business day following the end of such quarter.

During the fourth quarter of 2017, the Company settled the aggregate unpaid balance of \$89,902 as part of the Promissory Note settlement entered into with Ajene Watson during the last quarter of 2017.

As of December 31, 2016, advances under the line of credit was \$87,902.

### *Line of Credit – Digital Arts Media Network*

During April 2015, the Company entered into a \$100,000 Line of Credit Agreement with Digital Arts Media Network, Inc., which was subsequently amended during the 3rd QT to reflect an increase of \$50,000 to the facility. The line of credit Agreement bears interest at 10 percent and has a December 31, 2016 maturity date. Accrued interest is payable on a quarterly basis no later than the 5th business day following the end of such quarter.

Upon the occurrence of an event of default, as defined, the lender has the right to terminate the agreement. The line of credit agreement does not include any limitations on borrowings or restrictive debt covenants.

As of December 31, 2017, and December 31, 2016, advances under the line of credit were approximately \$128,556 and \$128,556, respectively.

## **Promissory Note Agreements**

### *Note Agreement – Ajene Watson LLC*

During June 2014, the Company entered into three Promissory Note Agreements with Ajene Watson LLC for an aggregate principal amount of \$257,769.

On January 18th, 2016, Company entered into a \$38,000 Promissory Note Agreement with Ajene Watson LLC., for the purpose of funding the Company's Debt Repurchase Program. The promissory note agreement bears interest at eight (8%) percent and has a one (1) year maturity date.

During the fourth quarter of 2017, the Company settled the aggregate unpaid balance of \$221,627 by issuing 62,094 Series BB Preferred Shares.

As of December 31, 2017, and 2016, the balance outstanding under the Promissory Notes was \$- and \$236,282.

### *Note Agreement -Tarpon Bay Partners, LLC*

During the second quarter of 2015, the Company issued a \$25,000 Demand Note for the benefit of Tarpon Bay Partners, LLC, a subsidiary of Southridge Advisors II, LLC, in connection with a Liability Purchase Agreement that the Company entered into with Southridge Advisors II, LLC for services. The promissory note agreement bears interest at ten (10%) percent and has a one-year maturity date.

As of December 31, 2017, and 2016, the outstanding balance was \$25,000.

**NOTE: The above services were never rendered, so we believe this debt is not valid. The issue is currently being challenged by an associate of the holder of the invalid debt.**

#### *Note Agreement – Coastal Shore Consulting, LLC*

During 2015, the Company issued a \$25,000 Demand Note to the benefit of Coastal Shore Consulting, LLC. The promissory note agreement bears interest at ten (10%) percent and has a one-year maturity date.

During the fourth quarter of 2017, Coastal Shore Consulting LLC agreed to cancel the debt for no consideration.

#### *Note Agreement – RDW Capital LLC*

During the fourth quarter of 2015, the Company issued a \$30,000 Convertible Debenture with RDW Capital, LLC. The promissory note agreement bears interest at ten (10%) percent, has a six (6) month maturity date and an original issue discount of five (5%) percent. The note may be repaid in whole or in part any time prior to maturity. There are no common shares issuable upon the execution of this promissory note.

Subsequently, during the fourth quarter of 2017, the Company repurchased and canceled this note, eliminating the liability.

#### *Note Agreement Union Capital LLC*

During 2016, the Company entered into a Convertible Debenture with Union Capital LLC with capital commitment of \$632,100. The promissory note agreement bears interest at eight (8%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. There are no common shares issuable upon the execution of this promissory note. The note is convertible, at the investors' sole discretion, into common shares at variable conversion prices.

During 2016, the Company advance a total of \$551,942 for the purpose of funding the Company's Debt Repurchase Program and providing other operating capital.

The conversion price of the convertible note is considered to be a derivative instrument and is accounted for as such (see above).

The number of common shares issuable upon the conversion of the note is limited to 9.9 percent. The note does not automatically convert to common shares on its due date.

As of December 31, 2017, advances under the note were approximately \$551,942.

## **NOTE 4 – STOCKHOLDERS EQUITY**

### *Common Shares*

The Board of Directors was required to increase the number of authorized shares of common stock from (a) 200,000,000 to 500,000,000 during June 2015, (b) 500,000,000 to 1,500,000,000 during July 2015, and (c) 1,500,000,000 to 6,500,000,000 during March 2016, to adhere to the Company's contractual obligation to maintain the required reserve share amount for debtholders.

As of December 31, 2017, the Company has 3,742,994,858 common shares issued and outstanding.

### *Designation of Series AA Super Voting Preferred Stock*

On June 30, 2014, the Company filed with the Secretary of State with Nevada an amendment to the Company's Articles of Incorporation, as amended (the "Articles of Incorporation"), authorizing the issuance of up to eleven million (11,000,000) of preferred stock, par value \$0.001 per share.

On May 2, 2014, the Company filed with the Secretary of State with Nevada in the form of a Certificate of Designation that authorized the issuance of up to one million (1,000,000) shares of a new series of preferred stock, par value \$0.001 per share, designated "Series AA Super Voting Preferred Stock," for which the board of directors established the rights, preferences and limitations thereof.

Each holder of outstanding shares of Series AA Super Voting Preferred Stock shall be entitled to ten thousand (10,000) votes for each share of Series AA Super Voting Preferred Stock held on the record date for the determination of stockholders entitled to vote at each meeting of stockholders of the Company.

The holders of the Series AA Super Voting Preferred Stock shall not be entitled to receive dividends paid on the Company's common stock.

Upon liquidation, dissolution and winding up of the affairs of the Company, whether voluntary or involuntary, the holders of the Series AA Super Voting Preferred Stock shall not be entitled to receive out of the assets of the Company, whether from capital or earnings available for distribution, any amounts which will be otherwise available to and distributed to the common shareholders.

The shares of the Series AA Super Voting Preferred Stock will not be convertible into the shares of the Company's common stock.

As of December 31, 2017, the Company had 1,000,000 preferred shares of Series AA Preferred Stock issued and outstanding.

### *Designation of Series BB Preferred Stock*

On March 29, 2017, the Company filed with the Secretary of State with Nevada in the form of a Certificate of Designation that authorized the issuance of up to one million (1,000,000) shares of a new series of preferred stock, par value \$0.001 per share, designated “Series BB Preferred Stock,” for which the board of directors established the rights, preferences and limitations thereof.

Each holder of outstanding shares of Series BB Preferred Stock shall be entitled to convert any or all of their shares of Series BB Preferred Stock after a minimum of six (6) months has elapsed from the issuance of the preferred stock to the holder. Each share of Series BB Preferred Stock shall represent .035% of the Company’s outstanding shares at any point in time in the future when converted by the holder. The Series BB Preferred Stock has no voting rights until the Holder redeems the preferred stock into the Company’s common stock. The Series BB Preferred Stock shall not be adjusted by the Corporation.

The holders of the Series BB Preferred Stock shall not be entitled to receive dividends paid on the Company’s common stock.

The Series BB Preferred Stock has a liquidation value of \$1.00. Upon liquidation, dissolution and winding up of the affairs of the Company, whether voluntary or involuntary, the holders of the Series BB Preferred Stock shall be entitled to share equally and ratably in proportion to the preferred stock owned by the holder to receive out of the assets of the Company, whether from capital or earnings available for distribution, any amounts which will be otherwise available to and distributed to the common shareholders. The Company may redeem the Series BB Preferred Stock at 120% plus any accrued and unpaid dividends.

On June 30, 2017, the Company and Meso Numismatics have agreed to a payment in the mutually agreed upon amount of 25,000 shares of Series BB Preferred Stock of the Corporation, par value \$0.001 per share, which amounts to 2.5% of the authorized shares of this class of preferred, fully satisfying the Merger Agreement, which was first entered into on November 16, 2016. These shares were issued on August 4, 2017.

On October 23, 2017, the company issued 9,744 Preferred BB Shares to qualifying shareholders as part of the Preferred BB Share dividend program. Each holder of outstanding shares of Series BB Preferred Stock shall be entitled to convert any or all of their shares of Series BB Preferred Stock after a minimum of six (6) months has elapsed from the issuance of the preferred stock to the holder. Each share of Series BB Preferred Stock shall represent .035% of the Company’s outstanding shares at any point in time in the future when converted by the holder. The Series BB Preferred Stock has no voting rights until the Holder redeems the preferred stock into the Company’s common stock. The Series BB Preferred Stock shall not be adjusted by the Corporation.

On December 19, 2017, the company issued 12,608 Preferred BB Shares to qualifying shareholders as part of the Preferred BB Share dividend program. Each holder of outstanding shares of Series BB Preferred Stock shall be entitled to convert any or all of their shares of Series BB Preferred Stock after a minimum of six (6) months has elapsed from the issuance of the preferred stock to the holder. Each share of Series BB Preferred Stock shall represent .035% of the Company’s outstanding shares at any point in time in the future when converted by the

holder. The Series BB Preferred Stock has no voting rights until the Holder redeems the preferred stock into the Company's common stock. The Series BB Preferred Stock shall not be adjusted by the Corporation.

On December 29, 2017, the Board had determined that it was in the best interests of the Company to enter into certain Debt Settlement Agreements with 7 Note Holders, to extinguish any and all debts held by these Note Holders, in exchange for shares of the Company's Series BB Convertible Preferred Stock. The Board felt that this action would significantly lower the Company's derivative liabilities, in addition to making the Company a more attractive investment / acquisition target.

### *Subscriptions Receivable*

During 2004 and 2005, the Company loaned \$1,711,000 to various consultants / executives to purchase 71,750,796 common shares from Treasury. The loans are non-interest bearing and as of September 30, 2017 and December 31, 2016 have not yet been collected. Company management is actively pursuing the collection of these receivables but is unsure at this time how much will ultimately be collected.

## **NOTE – 5 RELATED PARTY TRANSACTIONS**

### **Subscriptions Receivable**

In connection with the \$1,711,000 the Company loaned to various consultants / executives to purchase common shares from Treasury, a relative of a Company Officer received approximately 40,084,000 shares of common stock (estimated value \$615,000 at date of issuance) which has not yet been collected.

**Office space:** The Company currently shares its corporate registered offices with Ajene Watson LLC at 3265 Johnson Avenue, Suite 213, Riverdale, NY 10463. The lease is for a year to year term.

## **NOTE – 6 SEVERANCE PAYMENT**

### *Overseas Hotel Management*

In 2015, the Company entered into a \$50,000 settlement over severance pay for the closure of its Overseas Hotel Management investment. As of December 31, 2017, unpaid severance pay was approximately \$30,000.

## **NOTE 7 –COMMITMENTS AND CONTINGENCIES**

None

## **NOTE 8 – SUBSEQUENT EVENTS**

In early January, 2018, the Company began beta testing its new, revolutionary, Numismatic Application. The test results continue to yield incredible results and management expects the App to be available on iTunes and the Google Play Store during the start of the 2nd quarter.

During January 11-13, 2018, the Company participated in Stack's Bower's Eldorado Collection of Colombian Coins and Paper Money, which was held in New York City. Sales from the auction totaled \$9,120.

On January 22, 2018, the Company issued 3,073 Preferred Series BB shares to qualifying shareholders as part of the Preferred BB Share dividend program. Each holder of outstanding shares of Series BB Preferred Stock shall be entitled to convert any or all of their shares of Series BB Preferred Stock after a minimum of six (6) months has elapsed from the issuance of the preferred stock to the holder. Each share of Series BB Preferred Stock shall represent .035% of the Company's outstanding shares at any point in time in the future when converted by the holder. The Series BB Preferred Stock has no voting rights until the Holder redeems the preferred stock into the Company's common stock. The Series BB Preferred Stock shall not be adjusted by the Corporation.

During February, 2018, the Company issued 132,343 Preferred Series BB shares pertaining to the debt settlement entered into in December 2017.

*[end of report]*