PSH GROUP HOLDING, INC.

FINANCIAL REPORT FOR THE PERIOD ENDED JUNE 30, 2020

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

PSH GROUP HOLDING, INC.

A Nevada Corporation
1955 Baring Blvd
Sparks, NV. 89434
www.youractive world.com
psch@yahoo.com
SIC Code -7997

Quarterly Report
For the Period Ending: June 30, 2020
(the "Reporting Period")

As of June 30, 2020, the end of the reporting period, the number of shares outstanding of our Common Stock was: 72,000,000

As of March 31, 2020, the reporting period, the number of shares outstanding of our Common Stock was: 72,000,000

As of December 31, 2019, the end of our latest fiscal year, the number of outstanding shares of our Common Stock was: 72,000,000

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒ (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control[1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

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

The First name of the issuer was Golden Holdings Group, Inc changing its name to PSH Group Holding Inc in June of 2020, and approved by FINRA on September 22, 2020.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Incorporated in Nevada on October 26, 2010. Issuer is active.

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

Yes: ☐ No: ☒

2. Security Information

	June 30, 2020	December 31, 2019	Change
Common Shares			
Security Symbol:	GLHD	GLHD	
CUSIP Number:	38107T108	38107T108	
Stated Par Value:	$0.001	$0.001	
Total authorized:	100,000,000	100,000,000	
Total outstanding:	72,000,000	72,000,000	
Freely tradeable (Public Float)	3,668,990	3,668,990	
Number of record holders	195	195	

Preferred Shares

Security Symbol:	None	None
CUSIP Number:	None	None
Authorized:	10,000,000	10,000,000
Outstanding:	0	0
Freely Tradeable	0	0
Number of Record Holders	0	0

The Transfer agent is: Globex Transfer, LLC
780 Deltona Blvd., Suite 202
Deltona, FL 32725
Phone: (813) 344-4490
FAX: (386) 267-3124
E-mail: mt@globextransfer.com
Web site: www.globextransfer.com

Is the Transfer Agent registered under the Exchange Act? Yes: ☒ No: ☐
Globex Transfer, LLC is registered with the Securities and Exchange Commission as a Transfer Agent pursuant to Section 17A(c) of the exchange Act.

List any restrictions of on transfer of security: Rule 144 on 68,331,100 restricted shares

Describe any trading suspension orders issued by the SEC in past 12 months: None

On March 31, 2018, Golden Holdings Group acquired Your Active World Holdings, Inc. in exchange for one million shares of the Company's common stock. Control did not change but John Bambach assumed the sole directorship and Presidency of the Company. Effective June 20, 2020, the company has changed the control of the registrant from Roger L. Fidler to Xin Min Tian through a Stock Purchase Agreement.

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3. Issuance History-There were seventeen issuances during the past two years, but no issuances so far in 2020

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued ($/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption Registration Type
4/22/18	New Issuance	35,000,000	Common	$0.001	Yes	Roger L. Fidler	Legal Services	Restricted	Rule 144
5/10/19	New Issuance	6,000	Common	$1/share	Yes	75 Way Technologies, Inc., Lokesh Bansal, President	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	508,000	Common	$1/share	Yes	Bambach Enterprises John Bambach, President	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	50,000	Common	$1/share	Yes	Bruce Melanson	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	2,000	Common	$1/share	Yes	Doug Nail	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	50,000	Common	$1/share	Yes	Elizabeth Bambach	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	10,000	Common	$1/share	Yes	Eric Bambach	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	50,000	Common	$1/share	Yes	James Damm	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	3,000	Common	$1/share	Yes	James McDonough	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	50,000	Common	$1/share	Yes	Jane M. Bambach	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	50,000	Common	$1/share	Yes	Jennifer Bambach	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	50,000	Common	$1/share	Yes	John Bambach	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	40,000	Common	$1/share	Yes	Michael Werner and Vicki Werner	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	40,000	Common	$1/share	Yes	Mike Riley	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	50,000	Common	$1/share	Yes	Nils Stuart	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	1,000	Common	$1/share	Yes	Peggy Lee	Share Exchange	Restricted	Rule 144
5/10/19	New Issuance	40,000	Common	$1/share	Yes	Roger L. Fidler	Share Exchange	Restricted	Rule 144

	# of Common Shares Held	# of Preferred Shares Held
Shares at beginning of the year	72,000,000	-0-
Shares Issuances during the year	-0-	-0-
Share Redemption during the year	-0-	-0-
Shares at the end of the period	72,000,000	-0-

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
June 28th, 2011	15,867	10,300	5,567	June 28, 2023	Conversion Ratio divided by par value of $0.001	Pivo Associates, Inc./ Richard Oravec	Advance of Funds for companies Expenses

4. Financial Statements

The financial statements were prepared in accord with US GAAP.

The financial statements were prepared by:

John Della Donna, C.P.A.
JDDACPA LLC
3131 Piedmont Ave, Suite 203
Atlanta, Ga 30305
Mr. Della Donna is the member of Company's Accountant who prepares our financial statements and has no other relationship with the Company.

The Issuer is providing unaudited consolidated financial statements for the periods ending June 30, 2020 and December 31, 2019, respectively.

A. Consolidated Balance Sheets
B. Consolidated Statements of Operations
C. Consolidated Statements of Cash Flows; and
D. Financial Notes

These unaudited consolidated financial statements are incorporated by reference herein and attached as Exhibit 1.

5. Issuer's Business, Products and Services.

Forward-Looking Statements

This section of the report includes a number of forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, and Section 21E of the Securities Exchange Act of 1934 that reflect our current views with respect to future events and financial performance. Forward looking statements are often identified by words like: believe, expect, estimate, anticipate, intend, project and similar expressions, or words which, by their nature, refer to future events. You should not place undue reliance on these forward-looking statements, which apply only as of the date of this report. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from historical results or our predictions. Although we believe the expectations reflected in these forward- looking statements are reasonable, such expectations cannot guarantee future results, levels of activity, performance or achievements.

Forward-looking statements included in this report and all subsequent written or oral forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by these cautionary statements. The forward-looking statements speak only as of the date made, other than as required by law, and we undertake no obligation to publicly update or revise any forward-looking statements, whether because of new information, future events or otherwise.

Business operations:

On 12/13/17, the Company decided to return its Brunei wholly owned subsidiary, Golden Corporation Ltd., to its former owners. The Company acquired an online registration and event management company called Your Active World Inc. (**"**YAW**"**) on 3/31/18. Unfortunately, COVID 19 has had a significant effect on YAW's operations during 2020.

Date; State; and Jurisdiction of Incorporation:

Golden Holdings Group, (the "Company"), was incorporated under the laws of Nevada on October 26, 2010.

Issuer's Primary and Secondary SIC Codes;

7997 - Membership Sports and Recreation Clubs

Fiscal Year:
The Company's fiscal year ends on December 31.

Products:
Kindly note that the first quarter, due to the inclement weather is typically our slowest time of the year.

Your Active World's software makes Online Registration & Event Management more intuitive and less expensive for our Clients while providing them an incremental revenue stream. We drive business to our Clients by engaging the Registrant with our Community & Registrant-centric site. It is a safer haven for children to post pictures, videos for Family and Friends and it organizes Parents daily activities in a personalized online calendar. We create revenues for our Clients while disrupting the traditional way of interfacing with Registrants who pay for these events.

YAW offers an elegant web-based, redundant software solution that simplifies the event management process. Attendees and event managers in all industries will benefit from the numerous features that it provides. YAW brings social aspects into the forefront that keep the connections going long after the event is over and opens the door for an incredibly fruitful revenue stream – digital advertising.

6. Describe the Issuer's Facilities.

The Company is provided with minimal office space by its President at no charge at 735 Island Way, Clearwater, FL 33767.

7. Officers, Directors, and Control Persons

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note

*John Bambach	President, Director,	Clearwater, FL	558,000	Common	0.775%	Includes shares owned of record by Bambach Enterprises
Xin Min Tian	5% Owner	Xi'an, People's Republic of China	38,776,000	Common	53.86%	Investor
Hsi-Shan Chuang	5% Owner	Tapei, Taiwan	24,841,000	Common	34.5%	Former Officer and Director

* Reflects shares issued to Bambach Enterprises, Inc. (508,000) and to Mr. Bambach.

John Bambach, President & Secretary

John Bambach is a serial entrepreneur, having been involved in three successful startups and one that failed. He has over 20 years' experience as CEO and CFO. Won Startup of the Year award (1995) for his technology firm; led M&A, leveraged buyouts and equity funding for cable television partnerships; integration of ops following acquisitions; establishing financial controls & procedures and analyzing cost structures/capitalization issues. After sale of his companies in 2000, various VC's and Attorneys retained him as Chief Restructuring Officer during the dot.com implosion that led to other restructuring opportunities in many diversified industries. Engineered the successful turnaround of multiple companies, in and out of Chapter 11. John received a master's degree from New York Institute of Technology in 2001.

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 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.

NONE

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

Mr. Bambach was sanctioned in a matter dating back to 1983 by the New York Stock Exchange (NYSE). Upon Mr. Bambach's refusal to agree to heightened supervision and paying a fine to the respective parties referenced herein, he was barred by the NYSE and has not sought re-entry. In 2017 Mr. Bambach requested that the disqualifications under the provisions of Rule 506 and Regulation A been lifted. To date no response has been received to his petition. The Office of Small Business at the SEC has requested the letter be redrafted and has noted that there is no longer a Rule 506 disqualification.

9. Third Party Providers

Legal Counsel:

Accountant
JDDACPA LLC
3131 Piedmont Ave
Suite 203
Atlanta, Ga 30305
(404) 826-3902

Investor Relations Advisor
None.

10. Issuer Certification.

Principal Executive Officer:

I, John Bambach certify that:

1. I have reviewed this quarterly disclosure statement of Golden Holdings Group;

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.

8/15/2020

/s/ John Bambach

John Bambach

Principal Financial Officer:

I, John Bambach certify that:

1. I have reviewed this quarterly disclosure statement of Golden Holdings Group;

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.

8/15/2020

/s/ John Bambach

John Bambach

EXHIBIT I – UNAUDITED FINANCIAL STATEMENTS.

GOLDEN HOLDINGS GROUP

CONSOLIDATED BALANCE SHEETS

UNAUDITED

	6/30/2020	12/31/2019
ASSETS		
Current Assets		
Cash	$ -	$ 2,368
Total current assets	-	2,368
Other Assets		
Software development costs less accumulated amortization	41,161	59,139
Total fixed and other assets	41,161	59,139
TOTAL ASSETS	$ 41,161	$ 61,507
LIABILITIES AND SHAREHOLDERS' DEFICIENCY		
Current liabilities		
Accrued expenses	$ -	$ 7,250
Convertible notes payable	10,300	10,300
Interest payable	5,567	5,258
Advances payable to Bambach Enterprises LLC	275,756	275,756
Total current liabilities	291,623	298,564
Longterm liabilities		
Derivative liability	7,714,771	15,646,264
Total liabilities	8,006,394	15,944,828
SHAREHOLDERS' DEFICIENCY		
Preferred Stock; par value $0.001; authorized 10,000,000 shares; 0 and 0 issued & outstanding	-	-
Common Stock; 100,000,000 shares authorized, par value $0.001 as of June 30, 2020 and December 31, 2019, there are 71,000,000 shares outstanding, respectively; and 1,000,000 shares committed not yet issued as at June 30, 2020 and December 31, 2019, respectively.	72,000	72,000
Additional paid-in capital	7,300,558	7,293,308
Accumulated deficit	(15,337,791)	(23,248,629)
Total shareholders' deficiency	(7,965,233)	(15,883,321)
TOTAL LIABILITIES & SHAREHOLDERS' DEFICIENCY	$ 41,161	$ 61,507

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

GOLDEN HOLDINGS GROUP

CONSOLIDATED STATEMENTS OF OPERATIONS

UNAUDITED

	Six Months Ended June 30,		Three Months Ended June 30,	
	2020	2019	2020	2019
Revenue				
Gross billings for client service registrations	121,368	164,477	71,264	70,730
Remittances to clients	(120,640)	(163,352)	(70,836)	(70,167)
Net revenues	728	1,125	428	563
Operating Expenses				
Amortization expense of software dev. cost	17,979	19,701	9,850	9,851
General and administrative expenses	3,096	-	-	-
Total Operating Expenses	21,075	19,701	9,850	9,851
Operating Income/(Loss)	(20,347)	(18,576)	(9,422)	(9,288)
Other (Income) Expense				
Loss/(Gain) in change in fair value of derivative liability	(7,931,494)	(35,535,323)	(7,931,493)	(35,535,031)
Interest expense	309	309	155	155
Total Other (Income) Expense	(7,931,185)	(35,535,014)	(7,931,338)	(35,534,876)
Net income (loss) from continuing operations	7,910,838	35,516,438	7,921,916	35,525,588
Provision for taxes	-	-	-	-
Net income (loss) applicable to common shares	$ 7,910,838	$ 35,516,438	$ 7,921,916	$ 35,525,588
Income (loss) per share				
Basic	$ 0.11	$ 0.49	$ 0.11	$ 0.49
Diluted	$ 0.10	$ 0.43	$ 0.10	$ 0.43
Shares used in computing income (loss) per share:				
Basic	72,000,000	72,000,000	72,000,000	72,000,000
Diluted	82,300,000	82,300,000	82,300,000	82,300,000

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

GOLDEN HOLDINGS GROUP

CONSOLIDATED STATEMENTS OF CASH FLOWS

UNAUDITED

	Six Months Ended,	
	6/30/2020	6/30/2019
Cash Flows From Operating Activities		
Net income (loss)	$ 7,910,838	$ 35,516,438
Adjustments to reconcile net loss to net cash provided by operating activities.		
(Gain) loss derivative liability	(7,931,494)	(35,535,323)
Amortization	17,979	19,701
Changes in operating assets and liabilities		
Accrued expenses	(7,250)	-
Increase (decrease) accrued interest	309	309
Net cash provided in operating activities	(9,618)	1,125
Cash Flows from Financing Activities		
Contributed capital	7,250	-
Net cash provided by Financing activities	7,250	-
Cash Flows from Investing Activities		
Net cash provided by Investing activities	-	-
NET CHANGE IN CASH	(2,368)	1,125
Cash at beginning of period	2,368	677
Net cash at end of period	$ -	$ 1,802

GOLDEN HOLDINGS GROUP

CONSOLIDATED STATEMENT OF SHAREHOLDERS' DEFICIENCY
UNAUDITED

Date		Shares Common	Shares Preferred	Amount Common	Amount Preferred	Additional Paid-in Capital	Retained Earnings	Total Shareholder's Equity
	Balance, December 31, 2017	37,000,000	-	37,000	-	7,280,693	(16,633,546)	(9,315,853)
4/30/18	Stock based compensation	35,000,000	-	35,000	-	-	-	35,000
6/15/18	Payment of certain expenses by management	-	-	-	-	12,615	-	12,615
	Net loss for the year ended December 31 2018	-	-	-	-	-	(52,198,987)	(52,198,987)
	Balance, December 31, 2018	72,000,000	-	72,000	-	7,293,308	(68,832,533)	(61,467,225)
	Net income for the year ended December 31 2019	-	-	-	-	-	45,583,904	45,583,904
	Balance, December 31, 2019	72,000,000	-	72,000	-	7,293,308	(23,248,629)	(15,883,321)
6/30/20	Payment of certain expenses by management	-	-	-	-	7,250	-	7,250
	Net income for the six months ended June 30, 2020	-	-	-	-	-	7,910,838	7,910,838
	Balance, June30, 2020	72,000,000	-	72,000	-	7,300,558	(15,337,791)	(7,965,233)

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

GOLDEN HOLDINGS GROUP

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 – ORGANIZATION AND BASIS OF PRESENTATION

The Company

Golden Holdings Group was incorporated in the State of Nevada, USA on October 26, 2010 for the purpose of becoming the holding company of Golden Corporation Ltd. A Share Exchange Agreement was closed as of the November 22, 2010; the sole purpose of the transaction contemplated under the Agreement is the establishment of a U.S. Holding Company, i.e., Golden Holdings Group, by a Brunei operating entity, i.e., Golden Corporation Ltd. At the Closing, the Golden Corporation Ltd received from the Golden Holdings Group, and Golden Holdings Group agreed to issue to the shareholders of the Golden Corporation Ltd 36,000,000 Shares of Common Stock of the Golden Holdings Group in exchange for the transfer of 36,000,000 share of the Common Stock of the Golden Corporation Ltd. to the Golden Holdings Group on a one share for one share basis.

Golden Corporation Ltd. was a company organized in Brunei in 2004, and it is now Golden Holdings Group's wholly-owned subsidiary. The principal activities of the Company consist of the breeding, cultivation and sales of prawns. There have been no significant changes in the nature of these activities during the financial year. On 12/31/17, the Company decided to return its Brunei subsidiary, Golden Corporation Ltd., back to its former owners.

As of 3/31/18, the Company contracted to issue 1,000,000 shares to acquire 100% of Your Active World, Inc. and its wholly owned subsidiary Your Active World LLC. ("YAWL"). YAWL provides Online Registration and Event Management software to various business entities individuals, governments, non-profit organizations, clubs, schools, and other entities who offer and/or wish to offer paid Events in an Online Marketplace.

The acquisition did not result in a change of control of the Company, but control was changed due to the issuance of 35,000,000 shares of common stock to Roger L. Fidler in April 2018. Mr. Fidler has also acquired certain shares from the prior control person. Together these transactions resulted in Mr. Fidler having 53.9% of the voting stock of the Company. The stock issuance had been authorized in February, 2018. The consolidated financial statements include the operations of YAW from July 25, 2016 and the operations of YAWL from its inception on September 25, 2013. Mr. Roger L. Fidler resigned as the Company's president on September 30, 2018 and was replaced by John Bambach. During the second quarter of 2018 and the second quarter of 2020, management paid $12,615 and $7,250, respectively, on the Company's behalf to settle certain accrued expenses. This amount was recorded as additional paid-in capital. Effective June 20, 2020, the company has changed the control of the registrant from Roger L. Fidler to Xin Min Tian through a Stock Purchase Agreement.

Basis of Presentation

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in The United States of America and the rules and regulations of the Securities and Exchange Commission (“SEC”).

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

Conformity with GAAP requires the use of estimates and judgments that affect the reported amounts in the condensed consolidated financial statements and accompanying notes. These estimates form the basis for judgments we make about the carrying values of our assets and liabilities, which are not readily apparent from other sources. We base our estimates and judgments on historical information and on various other assumptions that we believe are reasonable under the circumstances. GAAP requires us to make estimates and judgments in several areas, including, but not limited to, those related to revenue recognition, collectability of accounts receivable, loss contingencies, fair value of financial instruments, fair value of acquired intangible assets and goodwill, useful lives of intangible assets and property and equipment, leases, and income taxes. These estimates are based on management's knowledge about current events and expectations about actions we may undertake in the future. Actual results could differ materially from those estimates.

Cash

Cash consists principally of currency on hand, and demand deposits at commercial banks. The Company had cash of $-0- on June 30, 2020 and $2,368 on December 31, 2019.

Revenue Recognition

The Company provides clients with a cloud-based online event registration and management system pursuant to agreements with automatically renewable terms. Under the agreements, the Company earns fees (typically a percentage of the transaction amounts subject to a minimum flat rate amount per transaction) on any registration event transaction that occurs through use of the Company’s electronic registration program. Such revenues are generally recognized when the registration event occurs.

Software development costs

Capitalized software development costs are carried at cost less accumulated amortization. Capitalized software development costs are amortized using the straight-line method over a period of seven years. The Company internally develops software for use by its clients, which is accessed via the Internet. The Company capitalizes software development costs incurred during the application development stage in accordance with accounting principles generally accepted in the United States of America. These principles provide guidance for the treatment of costs associated with software development and defines those costs to be capitalized and those to be expensed. Costs that qualify for capitalization are external direct costs, payroll, and payroll-related expenses. Costs related to general and administrative functions are not capitalized and are expensed as incurred. The Company capitalizes software development costs when the projects under development reach technological feasibility.

Net Income or (Loss) Per Share of Common Stock

Basic and diluted loss per common share is based upon the weighted average number of common shares outstanding during the period computed under the provisions of Accounting Standards Codification subtopic 260-10, Earnings per Share ("ASC 260-10"). Diluted income (loss) per share includes the dilutive effects of common stock equivalents on an "as if converted" basis.

Goodwill

The excess of the purchase price over the fair market value of assets acquired and liabilities assumed in acquisition transactions is classified as goodwill. In accordance with Statement No. 142, "Goodwill and Other Intangible Assets," the Company does not amortize goodwill, but performs impairment tests of the carrying value at least annually. As of September 30, 2018, the Company reduced the carrying value to zero.

Intangible Assets

Intangible assets are stated at the lesser of cost or fair value less accumulated amortization.

Income Taxes

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases, and operating loss and tax credit carry forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in operations in the period enacted. A valuation allowance is provided when it is more likely than not that a portion or all of a deferred tax asset will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income and the reversal of deferred tax liabilities during the period in which related temporary differences become deductible. The benefit of tax positions taken or expected to be taken in the Company's income tax returns are recognized in the condensed financial statements if such positions are more likely than not of being sustained.

In accordance with ASC 740-10, the Company recognizes the financial statement benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting this standard, the amount recognized in the financial statements is the largest benefit that has a greater than 50 percent likelihood of being realized upon ultimate settlement with the relevant tax authority.

Fair Value of Instruments

ASC 825-10, Financial Instruments requires disclosure of the fair value of certain financial instruments. The carrying value of cash, and accounts payable and accrued liabilities, as reflected in the balance sheets, approximate fair value because of the short-term maturity of these instruments. All other significant financial assets, financial liabilities and equity instruments of the Company are either recognized or disclosed in the financial statements together with other information relevant for making a reasonable assessment of future cash flows, interest rate risk and credit risk. Where practicable the fair values of financial assets and financial liabilities have been determined and disclosed; otherwise only available information pertinent to fair value has been disclosed.

The company follows ASC 820-10, Fair Value Measurements and Disclosures and Accounting Standards Codification subtopic 825-10, Financial Instruments ("ASC 825-10"), which permits entities to choose to measure many financial instruments and certain other items at fair value.

Recently Issued Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-09, Revenue from Contracts with Customers, which will supersede nearly all existing revenue recognition guidance under U.S. GAAP. The core principle of ASU 2014-09 is to recognize revenues when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity expects to be entitled for those goods or services. ASU 2014-09 defines a five-step process to achieve this core principle and, in doing so, more judgment and estimates may be required within the revenue recognition process than are required under existing U.S. GAAP. As amended by the FASB in July 2015, the standard is effective for annual periods beginning after December 15, 2017, and interim periods therein, using either of the following transition methods: (i) a full retrospective approach reflecting the application of the standard in each prior reporting period with the option to elect certain practical expedients, or (ii) a retrospective approach with the cumulative effect of initially adopting ASU 2014-09 recognized at the date of adoption (which includes additional footnote disclosures). We are currently evaluating the impact of ASU 2014-09 on our future financial statements.

In February 2016, the FASB issued ASU No. 2016-02, Leases (Topic 842), to provide guidance on recognizing lease assets and lease liabilities on the balance sheet and disclosing key information about leasing arrangements, specifically differentiating between different types of leases. The core principle of Topic 842 is that a lessee should recognize the assets and liabilities that arise from all leases. The recognition, measurement, and presentation of expenses and cash flows arising from a lease by a lessee have not significantly changed from previous GAAP. There continues to be a differentiation between finance leases and operating leases. However, the principal difference from previous guidance is that the lease assets and lease liabilities arising from operating leases should be recognized in the balance sheet. The accounting applied by a lessor is largely unchanged from that applied under previous GAAP. The amendments will be effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years, and early adoption is permitted. In transition, lessees and lessors are required to recognize and measure leases at the beginning of the earliest period presented using a modified retrospective approach. The modified retrospective approach includes a number of optional practical expedients that entities may elect to apply. These practical expedients relate to the identification and classification of leases that commenced before the effective date, initial direct costs for leases that commenced before the effective date, and the ability to use hindsight in evaluating lessee options to extend or terminate a lease or to purchase the underlying asset. An entity that elects to apply the practical expedients will, in effect, continue to account for leases that commence before the effective date in accordance with previous GAAP unless the lease is modified, except that lessees are required to recognize a right-of- use asset and a lease liability for all operating leases at each reporting date based on the present value of the remaining minimum rental payments that were tracked and disclosed under previous GAAP. The Company is currently evaluating the impact of these amendments on its financial statements.

In March 2016, the FASB issued ASU No. 2016-08, Revenue from Contracts with Customers (Topic 606): Principal versus Agent Considerations, to clarify the implementation guidance on principal versus agent considerations and address how an entity should assess whether it is the principal or the agent in contracts that include three or more parties. The effective date and transition requirements for these amendments are the same as the effective date and transition requirements of ASU 2014-09 (discussed above). The Company is currently evaluating the impact of these amendments on its financial statements.

In April 2016, the FASB issued ASU No. 2016-10, Revenue from Contracts with Customers (Topic 606): Identifying Performance Obligations and Licensing, to clarify the following two aspects of Topic 606: 1) identifying performance obligations, and 2) the licensing implementation guidance. The effective date and transition requirements for these amendments are the same as the effective date and transition requirements of ASU 2014-09 (discussed above). The Company is currently evaluating the impact of these amendments on its financial statements.

NOTE 2 - GOING CONCERN

Under ASC 205-40, we have the responsibility to evaluate whether conditions and/or events raise substantial doubt about our ability to meet our future financial obligations as they become due within one year after the date that the financial statements are issued. As required by this standard, our evaluation shall initially not take into consideration the potential mitigating effects of our plans that have not been fully implemented as of the date the financial statements are issued. In performing the first step of this assessment, we concluded that the following conditions raise substantial doubt about our ability to meet our financial obligations as they become due. We have a history of net losses for the period ended June 30, 2020; we had a cumulative net loss of $15,337,233. For the period ended June 30, 2020, we had negative working capital of $291,623. We expect to continue to incur negative working capital until such time as our operating segments generate sufficient cash to finance our operations and debt service requirements.

In performing the second step of this assessment, we are required to evaluate whether our plans to mitigate the conditions above alleviate the substantial doubt about our ability to meet our obligations as they become due within one year after the date that the financial statements are issued. Our future plans include securing additional funding sources that may include establishing corporate partnerships, establishing licensing revenue agreements, issuing additional convertible debentures and issuing public or private equity securities, including selling common stock through an at-the- market facility (ATM).

There is no assurance that sufficient funds required during the next year or thereafter will be generated from operations or that funds will be available through external sources. The lack of additional capital resulting from the inability to generate cash flow from operations or to raise capital from external sources would force the Company to substantially curtail or cease operations and would, therefore, have a material effect on the business. Furthermore, there can be no assurance that any such required funds, if available, will be available on attractive terms or they will not have a significant dilutive effect on the Company's existing shareholders.

The accompanying consolidated financial statements have been prepared on a going-concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The accompanying consolidated financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from uncertainty related to our ability to continue as a going concern.

NOTE 3 - PROVISION FOR INCOME TAXES

The Company files income tax returns in the United States federal jurisdiction and certain state jurisdictions. We did not provide any current or deferred U.S. Federal Income Tax provision or benefit for any of the periods presented because we have experienced operating losses since our date of incorporation. Accounting for the Uncertainty in Income Taxes when it is more likely than not that a tax asset cannot be realized through future income, the Company must allow for this future tax benefit. We provided full valuation allowance on the net deferred asset, consisting of net operating loss carry forwards, because management has determined that it is more likely than not that we will not earn income sufficient to realize the deferred assets during the carry forward period.

NOTE 4 – CONVERTIBLE NOTES PAYABLE

The Company has entered into a convertible note payable agreement with a third party which had advanced funds to pay the Company's expenses. The note carries a separately dated promissory note that bears interest of 6%. The note can be converted at any time by the holder into common shares of the company at the rate of$.001/share.

Convertible Notes						
	Issue date	**Maturity**	**Principal**	**Interest Rate**	**Interest 2019**	**Interest 2018**
(A)	6/28/11	6/28/23	$10,300	6%	$309	$309

On June 28, 2011, the Company executed a Convertible Note payable to Pivo Associates, Inc. in the principal amount of $ 10,300 in exchange for $10,300 cash. Pivo Associates, Inc. who is the registered holder hereof and its successors and assigns (the "Holder" or Holders"), the principal sum of $10,300 on the Maturity Date, (June 28, 2023) and (except as otherwise herein stated) to pay interest on the principal sum outstanding at the rate of six percent (6%) per annum due and payable on the Maturity Date with interest in arrears. Accrual of interest on the outstanding principal amount, payable in cash or Common Stock (defined hereinafter) at the Holder's option, shall commence with respect to each of the amounts set forth on the date of this Note and shall continue until payment in full of the outstanding principal amount has been made or duly provided for. The holder of this Note is entitled, at his option, pursuant to the Agreement of the Company at the time of each of the Original Note amounts was incurred, at any time commencing on the date first written above, to convert all or a portion of the original principal face amount and/or interest of this Note into shares (the "Conversion Shares") of common stock (the "Common Stock") in the Company, at a conversion ratio (the "Conversion Ratio") which shall equal the dollar amount Holder is electing to convert divided by the par value, which is $0.001, of the Company's Common Stock as of the date of this Note. However, at no time shall so much of this Note be converted so that the Holder(s) shall own at any time given more than 9.9% of the Company's then issued and outstanding common stock.

NOTE 5 - DERIVATIVE LIABILITY

The derivative liability at June 30, 2020 and December 31, 2019 consisted of:

	6/30/20	12/31/19
Convertible Promissory Note dated June 28, 2011, payable to Pivo Associates, Inc. including accrued interest of $5,567 and $5,258, respectively.	$ 7,714,771	$15,646,264

The embedded conversion option of the convertible notes qualifies for derivative accounting under ASC 815-15, Derivatives and Hedging. The Company records the fair value of the conversion price of the convertible debentures in accordance with ASC 815, Derivatives and Hedging. The fair value of the derivative liability is revalued on each balance sheet date or upon conversion of the underlying convertible debenture into equity with corresponding gains and losses recorded in the consolidated statement of operations. The fair value of the derivative liability as of June 30, 2020 was determined using the Black Scholes Option Pricing Model with the following assumptions:

Dividend yield:	0
Volatility	10 %
Risk free rate:	0.230 %

NOTE 6 – ADVANCES PAYABLE TO BAMBACH ENTERPRISES LLC

Bambach Enterprises LLC ("BE"), which is affiliated with our president and secretary, made cash expenditures on the Company's behalf and received cash collections on the Company's behalf. The net balance owed by the Company to BE at June 30, 2020, and December 31, 2019, was $275,756 and $275,756, respectively, and such amounts are due on demand.

NOTE 7 – SUBSEQUENT EVENTS

On June 26th, 2020, The Company's Board of Directors with majority Shareholder vote, elected to change the Company's name to PSH Group Holding, Inc, approved the sale of Roger L. Fidler's controlling equity ownership to Mr. Xin Min Tian, and accepted the resignation of Mr. Roger L. Fidler from the Board of Directors.

On July 1, 2020, the outstanding convertible note due to Pivo Associates, Inc. issued on June 28, 2011 along with all accumulated interest has been redeemed at initial face value for a cash payment.

On September 22, 2020, FINRA approved the name change to PSH Group Holding, Inc.