

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

AVVAA World Health Care Products, Inc.

1001 West Loop South, Suite 803
Houston, TX 77027

713-621-6466
<http://www.avvaaworldhealth.com/>
info@avvaaworldhealth.com
SIC: 6162

Annual Report
For the Period Ending: 8/31/2022
(the "Reporting Period")

As of **08/31/2022**, the number of shares outstanding of our Common Stock was:

966,442,572

As of **05/31/2022**, the number of shares outstanding of our Common Stock was:

966,442,572

As of **05/31/2022**, the number of shares outstanding of our Common Stock was:

966,442,572

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

Yes: No:

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

Yes: No:

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: No:

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

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

The name of the issuer is AVVAA World Health Care Products, Inc.

The previous name of the issuer was Sierra Gigante Resources until July 2002.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The issuer was incorporated in the State of Nevada in June 1998 as Sierra Gigante Resources, Inc. The issuer filed an Amendment to the Articles of Incorporation in July 2002 to change the name of the Company to AVVAA World Health Care Products, Inc.

The issuer is incorporated in the State of Nevada in good standing and "Active".

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

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

On June 14, 2021, the Custodian filed a Motion to Discharge Custodian with the District Court of Clark County, Nevada. Included with this motion, was a resolution and request to cancel 1,012,385,987 shares of common stock issued to former officers, directors, and service providers of the Company. 68,000,000 of these shares were later determined to not be subject to cancellation and were removed from the motion, leaving 944,385,987 shares to be considered by the Court.

On July 8, 2021, prior to the Court ruling on the motion, the Company entered an agreement with a former officer to purchase 565,000,000 shares owned by the officer and the officer's deceased spouse that were subject to cancellation by the Court. The former officer returned certificates representing 395,000,000 shares, which were officially cancelled by the transfer agent on July 28, 2021. The remaining 170,000,000 shares were still outstanding as of the date of this report.

On July 15, 2021, the District Court of Clark County, Nevada entered an Order of Final Discharge to discharge the Custodian and cancel 944,385,987 shares of common stock (including the 395,000,000 returned by the former officer). However, the transfer agent was not satisfied with the wording in the court order and refused to cancel the remaining 549,385,987 shares that were covered by the order. These shares were not canceled as of the date of this report.

On September 9, 2021, the Custodian filed a Petition and Motion for Amended Order with the District Court of Clark County, Nevada, to include language satisfactory to the Company's transfer agent for the cancellation of shares without a physical certificate. On September 10, 2021, the Court approved the amended order. Pursuant to the amended order, 549,385,987 shares were cancelled by the transfer agent on September 22, 2021, with an effective date of September 10, 2021.

On December 20, 2021, the Company executed a reverse merger agreement with Gold Quest Capital, Inc. Terms of the merger included the issuance of Preferred Series B stock, which has not been completed as of the date of this report.

The address(es) of the issuer's principal executive office:

AVVAA World Health Care Products, Inc.
c/o Omnis Public Capital Management LLC
1001 West Loop South, Suite 803
Houston, TX 77027

The address(es) of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address:

AVVAA World Health Care Products, Inc.
c/o Omnis Public Capital Management LLC
1001 West Loop South, Suite 803
Houston, TX 77027

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

Yes: No:

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

On January 25, 2021, the District Court of Clark County, Nevada, case number A20-825998-C, entered an Order Granting Application for Appointment (the "Order") of SSM Monopoly Corporation as Custodian of the Company. Pursuant to the Order, SSM Monopoly Corporation (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of the Company, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering into contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter.

On July 15, 2021, the District Court of Clark County, Nevada entered a Final Order Granting the Motion to Discharge Custodianship to dismiss the Custodian's authority and control over the Company under the Custodianship. On the same day, Omnis Public Capital Management LLC gained authority and control of the Company through voting rights and the court order.

2) Security Information

Trading symbol:	AVVH	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	002432201	
Par or stated value:	0.001	
Total shares authorized:	4,000,000,000	as of date: 08/31/2022
Total shares outstanding:	966,442,572	as of date: 08/31/2022
Number of shares in the Public Float ² :	898,104,897	as of date: 08/31/2022
Total number of shareholders of record:	106	as of date: 08/31/2022

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

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Special 2021 Series A Convertible	
Preferred Stock CUSIP:	N/A	
Par or stated value:	0.001	
Total shares authorized:	1	as of date: 08/31/2022
Total shares outstanding:	1	as of date: 08/31/2022
Trading symbol:	N/A	
Exact title and class of securities outstanding:	Class A Convertible Super Preferred	

Stock
 CUSIP: N/A
 Par or stated value: 0.001
 Total shares authorized: 400,000,000 as of date: 08/31/2022
 Total shares outstanding: 1,250,000 as of date: 08/31/2022

Trading symbol: N/A
 Exact title and class of securities outstanding: Class B Convertible Preferred Stock
 CUSIP: N/A
 Par or stated value: 0.001
 Total shares authorized: 20,000,000 as of date: 08/31/2022
 Total shares outstanding: 15,000,000 as of date: 08/31/2022

Transfer Agent

Name: Signature Stock Transfer
 Phone: (972) 612-4120
 Email: jason@signaturestocktransfer.com
 Address: 14673 Midway Road - Suite 220, Addison, TX 75001

Is the Transfer Agent registered under the Exchange Act?³ Yes: No:

3) Issuance History

A. Changes to the Number of Outstanding Shares

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

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance Date <u>05/31/2020</u> Common: <u>1,910,828,559</u> Preferred: <u>1,250,000</u>									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>01/25/2021</u>	<u>New Issuance</u> <u>See (1)(2) Below.</u>	<u>1</u> <u>See (1)(2) Below.</u>	<u>Special 2021 Series A Preferred</u>	<u>11,300</u> <u>See (1)(2) Below.</u>	<u>N/A</u> <u>See (1)(2) Below.</u>	<u>SSM Monopoly Corporation (controlled by Kareem Mansour)</u>	<u>Custodian Services</u> <u>See (1)(2) Below.</u>	<u>Restricted</u> <u>See (1)(2) Below.</u>	<u>Exempt</u> <u>See (1)(2) Below.</u>

07/28/2021	Cancellation See (3) Below.	395,000,000 See (3) Below.	Common See (3) Below.	N/A See (3) Below.	N/A See (3) Below.	Jack Farley, Lorie Farley See (3) Below.	N/A See (3) Below.	Restricted See (3) Below.	Exempt See (3) Below.
09/10/2021	Cancellation See (4) Below.	549,385,987 See (4) Below.	Common See (4) Below.	N/A See (4) Below.	N/A See (4) Below.	Multiple shareholders See (4) Below.	N/A See (4) Below.	Restricted See (4) Below.	Exempt See (4) Below.
12/20/2021	New Issuance	15,000,000	Preferred Series B	\$71.02	No	Omni Public Capital Management LLC Miguel Sanchez	Purchase of Subsidiary	Restricted	Rule 144
Shares Outstanding on Date of This Report: <u>Ending Balance</u> Date <u>08/31/2022</u> Common: <u>966,442,572</u> Preferred: <u>16,250,001</u>									

- (1) On January 27, 2021, SSM Monopoly Corporation sold one (1) share of Special 2021 Series A Preferred Stock of the company for an agreed upon purchase price to Krisa Management, LLC. The Special preferred share controls 60% of the company's total voting rights. The issuance of the preferred share to Krisa Management, LLC. gave the controlling vote to control and govern the affairs of the company going forward.
- (2) On April 26, 2021, Krisa Management LLC sold one (1) share of Special 2021 Series A Preferred Stock of the company for an agreed upon purchase price to Omni Public Capital Management, LLC. The Special preferred share controls 60% of the company's total voting rights. The issuance of the preferred share to Omni Capital Management, LLC. gave the controlling vote to control and govern the affairs of the company going forward.
- (3) In July 2021, the Company entered an agreement with a former officer to purchase 565,000,000 shares owned by the officer and the officer's deceased spouse that were subject to cancellation by the Court. The purchase price was \$30,000.00. The former officer returned certificates representing 395,000,000 shares, which were officially cancelled by the transfer agent on July 28, 2021.
- (4) On September 9, 2021, the Custodian filed a Petition and Motion for Amended Order with the District Court of Clark County, Nevada, to include language satisfactory to the Company's transfer agent for the cancellation of shares without a physical certificate. On September 10, 2021, the Court approved the amended order. Pursuant to the order, 549,385,987 shares were cancelled by the transfer agent on September 22, 2021, with an effective date of September 10, 2021.

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:

C. The following financial statements were prepared in accordance with:

- U.S. GAAP
- (1) IFRS

D. The financial statements for this reporting period were prepared by (name of

individual)⁴: Name: **Tyrus C. Young**
Title: **Consultant**
Relationship to Issuer: **Consultant**

The financial statements described below are presented for the most recent quarter and year to date.

- E. Balance Sheets for the periods ended August 31, 2022 and May 31, 2022
- F. Statement of Income for the Years Ended August 31, 2022 and 2021
- G. Statement of Cash Flows for the Years Ended August 31, 2022 and 2021
- H. Statement of Changes in Stockholders' Equity for the period May 31, 2020 through August 31, 2022
- I. Notes to the Financial Statements for the Years Ended August 31, 2022 and 2021

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Capitalization of real estate lending

Please list any subsidiaries, parents, or affiliated companies.

None

Describe the issuers' principal products or services.

Real estate financing

5) Issuer's Facilities

*c/o Omnis Public Capital Management, LLC
1001 West Loop South, Ste 803
Houston, TX 77027*

6) Company Insiders (Officers, Directors, and Control Persons)

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Miguel Sanchez	President, CEO, Director	Houston, TX	1	Special 2021 Series A Preferred	100%	See Below (1)
John Paul Garzón	Treasurer, Director	Houston, TX	None	N/A	N/A	

Carey W. Cooley	Secretary, Director	Sugar Land, TX	None	N/A	N/A	
-----------------	---------------------	----------------	------	-----	-----	--

(1) Miguel Sanchez owns controlling interest in Omnis Public Capital Management LLC with an address at 1001 West Loop South, Suite 803, Houston, TX 77027. Omnis Public Capital Management LLC owns one (1) share of Special 2021 Series A Preferred Stock, which represents 100% of the issued and outstanding shares. The Special 2021 Series A Preferred Stock collectively have 60% voting rights and each share can be converted into 2,000,000,000 shares of common stock. And 15,000,000 million shares of the Class B Preferred Shares is owned by Omnis Public Capital Management LLC.

7) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

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

No

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

No

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

No

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

No

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

N/A

8) Third Party Providers

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

Name: Lloyd E. Ward
Firm: Ward Legal Group PLLC
Address 1: 12801 N. Central Expressway, Suite 460
Address 2: Dallas, TX 75243

Phone: 214-736-1846
Email: lloyd@wardlegalus.com

Accountant or Auditor

Name: Tyrus C Young
Firm: Factsco, LLC
Address 1: 11117 Saintsbury Place
Address 2: Charlotte, NC 28270
Phone: 727 470 8684
Email: factsco@gmail.com

Investor Relations

None

Other Service Providers

None

9) Issuer Certification

Principal Executive Officer:

I, Miguel Sanchez, certify that:

1. I have reviewed this Quarterly Disclosure Statement of AVVAA World Health Care Products, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

10/13/2022

/s/ Miguel Sanchez

Miguel Sanchez, President/CEO

Principal Financial Officer:

I, Jean Paul Garzón, certify that:

1. I have reviewed this Quarterly Disclosure Statement of AVVAA World Health Care Products, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

10/13/2022

/s/ Jean Paul Garzón

Jean Paul Garzon, Treasurer

AVVAA World Health Care Products, Inc
Balance Sheet

	<u>August 31, 2022</u> (Unaudited)	<u>May 31, 2022</u> (Unaudited)
ASSETS		
Current assets		
Cash and cash equivalents	\$ 103,324	\$ 126,603
Total current assets	<u>103,324</u>	<u>126,603</u>
Fixed Assets, net of accumulated depreciation	-	-
Other assets		
Organizational Costs, Net	<u>144,009</u>	<u>146,450</u>
Total Assets	<u><u>\$ 247,333</u></u>	<u><u>\$ 273,053</u></u>
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
Current liabilities		
Accounts Payables	\$ 78,007	\$ 87,200
Shareholder Advances	<u>3,377</u>	<u>3,377</u>
Total current liabilities	81,384	90,577
Long Term Obligations	<u>-</u>	<u>-</u>
Total Liabilities	<u>81,384</u>	<u>90,577</u>
Stockholders' equity (deficit)		
Preferred stock, \$0.001 par value, 420,000,000 shares authorized; 16,250,001 and 1,250,001 shares issued and outstanding at August 31, 2022 and May 31, 2022, respectively	16,250	16,250
Common stock, \$0.001 par value; 4,000,000,000 shares authorized, 966,442,572 and 1,910,828,559 shares issued and outstanding at August 31, 2022 and May 31, 2022, respectively	966,443	966,443
Shares to be issued	150,000	150,000
Additional paid-in capital	29,979,732	29,979,732
Accumulated deficit	<u>(30,946,476)</u>	<u>(30,929,949)</u>
Total stockholders' Equity	<u>165,949</u>	<u>182,476</u>
Total Liabilities and Stockholders' Equity	<u><u>\$ 247,333</u></u>	<u><u>\$ 273,053</u></u>

The accompanying notes are an integral part of these financial statements

AVVAA World Health Care Products, Inc.
Statements of Income Statement

	For the Three Months Ended	
	August 31, 2022 <u>(Unaudited)</u>	August 31, 2021 <u>(Unaudited)</u>
Consulting Revenues	\$ <u>-</u>	\$ <u>-</u>
Operating Expenses		
General & Administrative	<u>14,086</u>	<u>-</u>
Total Operating Expenses	<u>14,086</u>	<u>-</u>
Net Operating Income	(14,086)	-
Other Income (Expense)		
Amortization expense	<u>(2,441)</u>	<u>-</u>
Total Other Income (Expense)	<u>(2,441)</u>	<u>-</u>
NET INCOME	\$ <u><u>(16,527)</u></u>	\$ <u><u>-</u></u>

The accompanying notes are an integral part of these financial statements

AVVAA World Health Care Products, Inc.
Statements of Cash Flows

	For the Three Months Ended	
	August 31, 2022 (Unaudited)	August 31, 2021 (Unaudited)
Cash flows from operations		
Net (loss)	\$ (16,527)	\$ -
Amortization expense	2,441	-
Increase in Organizational Costs	-	-
Increase in Accounts Payables	(9,193)	-
Increase in Shareholder Advances	-	-
Net cash provided (used) by operating activities	<u>(23,279)</u>	<u>-</u>
Cash flows from investing activities	<u>-</u>	<u>-</u>
Cash flows from financing activities		
Cash received from investors	<u>-</u>	<u>-</u>
Net cash provided (used) by financing activities	<u>-</u>	<u>-</u>
Net Increase (Decrease) in cash	(23,279)	-
Cash, Beginning of Period	<u>126,603</u>	<u>-</u>
Cash, End of Period	<u>\$ 103,324</u>	<u>\$ -</u>

The accompanying notes are an integral part of these financial statements

AVVA World Health Care Products, Inc.
Statement of Shareholder's Equity

	Common Stock		Series A Preferred Stock		Special 2021 Series A Preferred Stock		Series B Preferred Stock		Shares To Be	Additional	Accumulated	Total
	Shares	Par Value	Shares	Par Value	Shares	Par Value	Shares	Par Value	Issued	Paid in Capital	Deficit	Stockholder's Equity
Balance - May 31, 2020	1,910,828,559	\$ 1,910,829	1,250,000	\$ 1,250	-	\$ -	-	\$ -	\$ -	\$ 28,988,896	\$ (30,900,975)	\$ (0)
Issuance of Preferred Stock	-	-			1	-	-	-	-			-
Net Profit (Loss)											-	-
Balance - May 31, 2021	1,910,828,559	\$ 1,910,829	1,250,000	\$ 1,250	1	\$ -	-	\$ -	-	\$ 28,988,896	\$ (30,900,975)	\$ (0)
Stock issued from reserves	-	-			-	-	-	-	-			-
Share Cancellations	(944,385,987)	(944,386)								944,386		-
Shares issued for Gold Quest						-	15,000,000	15,000	-	46,450	-	61,450
Stock issued for Cash - not issued									150,000			150,000
Net Profit (Loss)											(28,974)	(28,974)
Balance - May 31, 2022	966,442,572	\$ 966,443	1,250,000	\$ 1,250	1	\$ -	15,000,000	\$ 15,000	\$ 150,000	\$ 29,979,732	\$ (30,929,949)	\$ 182,476
Net Profit (Loss)											(16,527)	(16,527)
Balance - August 31, 2022	966,442,572	\$ 966,443	1,250,000	\$ 1,250	1	\$ -	15,000,000	\$ 15,000	\$ 150,000	\$ 29,979,732	\$ (30,946,476)	\$ 165,949

The accompanying notes are an integral part of these financial statements

AVVAA WORLD HEALTH CARE PRODUCTS, INC.
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
August 31, 2022 and 2021
(Unaudited)

NOTE 1 – ORGANIZATION AND NATURE OF OPERATIONS

AVVAA World Health Care Products, Inc. (the “Company”, “we”, “us” or “our”), a Nevada corporation, has a fiscal year end of May 31 and is listed on the OTC Pink Markets under the trading symbol AVVH. The Company had ceased operations but not taken steps to dissolve, liquidate and distribute its assets. The Company was incorporated on June 3, 1998 in the State of Nevada as Sierra Gigante Resources, Inc.

In June 2002, the Company completed the acquisition of 100% of the common shares of Mind Your Own Skin Products Inc. (“MYOSP”), a company incorporated under the Company Act of the Province of British Columbia, Canada. This share issuance resulted in a reverse takeover of the Company by the shareholders of MYOSP. Certain directors and officers of MYOSP became directors and officers of the Company.

In July 2002, the Company filed an Amendment to the Articles of Incorporation to change its name to AVVAA World Health Care Products, Inc. The Company’s primary business was the distribution and sale of over-the-counter all-natural therapeutic skin care products designed to treat the symptoms of skin diseases such as eczema, psoriasis, and acne.

Required reporting requirements with the Nevada Secretary of State, the failure to hold an annual meeting of stockholders and pay its annual franchise tax from 2014 to 2020 resulted in its Nevada charter being revoked. The Company also did not provide adequate current public information as defined in Rule 144, promulgated under the Securities Act of 1933, and was thus subject to revocation by the Securities and Exchange Commission pursuant to Section 12(k) of the Exchange Act.

On November 5, 2020, SSM Monopoly Corporation, a shareholder of the Company, served a demand to the Company, at last address of record, to comply with the Nevada Secretary of State statutes N.R.S. 78.710 and N.R.S. 78.150. On December 8, 2020, a petition was filed against the Company in the District Court of Clark County, Nevada, entitled “In the Matter of AVVAA World Health Care Products, Inc., a Nevada corporation” under case number A-20-825998-C by SSM Monopoly Corporation, along with an Application for Appointment of Custodian, after several attempts to locate prior management and reinstate the Company’s Nevada charter, which had been revoked. The District Court, Clark County, Nevada and was appointed as the custodian of the Company in January 2021.

On January 25, 2021, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of SSM Monopoly Corporation (the “Order”), as Custodian of the Company. Pursuant to the Order, the SSM Monopoly Corporation (the “Custodian”) has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Company.

Also, on January 25, 2021, the Custodian granted to itself, one share of preferred stock, Special 2021 Series A Preferred Stock (“2021 Series A Preferred”) at par value of \$0.001. The 2021 Series A Preferred has 60% voting rights over all classes of stock and convertible into 2,000,000,000 shares of the Company’s common stock.

Also on January 25, 2021, the Custodian appointed Kareem Mansour as the Company’s sole officer and director.

On January 27, 2021, in a private transaction, the Custodian entered into a Securities Purchase Agreement (the “SPA”) with Krisa Management LLC, a Texas limited liability company, to sell the 2021 Series A Preferred. Upon closing of the SPA on January 27, 2021, Krisa Management LLC acquired 60% control of the Company.

Also on January 27, 2021, the Custodian appointed Carey W. Cooley as the Company's sole officer and director. On January 27, 2021, Kareem Mansour resigned as an officer and director of the Company.

On February 5, 2021, the Company filed a Certificate of Revival with the Secretary State of the State of Nevada, which reinstated the Company's charter and appointed a new Resident Agent in Nevada.

On April 12, 2021, at a Specially Called Meeting of all of the Officers and Directors of the Company, a resolution was ratified and adopted canceling 1,012,385,987 shares of common stock issued by previous management after a Cease Trade Order issued by the British Columbia Securities Commission had gone into effect in Canada on October 1, 2009. The Court Appointed Custodian also ratified and adopted a resolution canceling certain shares as in the best interest of the Corporation.

On April 26, 2021, in a private transaction, Krisa Management LLC entered into a Securities Purchase Agreement (the "SPA") with Omnis Public Capital Management LLC, a Texas limited liability company, to sell the 2021 Series A Preferred. Upon closing of the SPA on May 3, 2021, Omnis Public Capital Management LLC acquired 60% control of the Company.

On June 14, 2021, the Custodian filed a Motion to Discharge Custodian (the "Motion") in the District Court of Clark County, Nevada. On July 1, 2021, the Motion was amended to remove 68,000,000 shares from the resolution canceling shares, leaving 944,385,987 shares of common stock to be canceled.

On July 8, 2021, prior to the Court ruling on the Motion to Discharge, the Custodian entered into an Agreement with a shareholder (the "Shareholder") to purchase back some of the shares covered by the resolution to cancel shares. Pursuant to the Agreement, 565,000,000 shares of common stock beneficially owned by the Shareholder were purchased back for \$30,000. On July 28, 2021, certificates for 395,000,000 of these shares were canceled by the Company upon return. The certificates for the other 170,000,000 of these shares were lost and were awaiting additional documentation from the Shareholder.

On July 15, 2021, the District Court of Clark County, Nevada entered a Final Order Granting the Motion to Discharge Custodianship to accept all actions taken by the Custodian (including the cancellation of 944,385,987 shares of common stock) and to dismiss the Custodian's authority and control over the Company under the Custodianship. On the same day, Omnis Public Capital Management LLC gained authority and control of the Company through voting rights and the court order.

On September 9, 2021, the Custodian filed a Petition and Motion for Amended Order with the District Court of Clark County, Nevada, to include language satisfactory to the Company's transfer agent for the cancellation of shares without a physical certificate. On September 10, 2021, the Court approved the amended order. Pursuant to the amended order, 549,385,987 shares were cancelled by the transfer agent on September 22, 2021, with an effective date of September 10, 2021.

On December 20, 2021, the Company executed a reverse merger agreement with GoldQuest Capital, Inc

The company is currently a nonoperating holding company but is poised to begin operations as a capital financing company for real estate borrowings.

NOTE 2 – BASIS OF PRESENTATION AND GOING CONCERN

Basis of Presentation

The Company has not earned any revenues from limited principal operations. Accordingly, the Company's activities have been accounted for as those of a "Development Stage Enterprise" as set forth in Financial Accounting Standards Board Statement No. 7 ("SFAS 7"). Among the disclosures required by SFAS 7 are that the Company's financial statements be identified as those of a development stage company, and that the statements of operations, stockholders' equity (deficit) and cash flows disclose activity since the date of the Company's inception.

Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States. All intercompany transactions have been eliminated.

Going Concern

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company currently has no operations with an accumulated deficit of \$30,946,476 as of August 31, 2022. The Company intends to commence operations as set out below and raise the necessary funds to carry out the aforementioned strategies. The Company cannot be certain that it will be successful in these strategies even with the required funding.

These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

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

Cash and Cash Equivalents

For purposes of the statement of cash flows, cash equivalents include demand deposits, money market funds, and all highly liquid debt instruments with original maturities of three months or less.

Financial Instruments

The FASB issued ASC 820-10, *Fair Value Measurements and Disclosures*, for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required by the standard that the Company uses to measure fair value:

- Level 1: Quoted prices in active markets for identical assets or liabilities
- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.
- Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Concentrations and Credit Risks

The Company's financial instruments that are exposed to concentrations and credit risk primarily consist of its cash, sales and accounts receivable. The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

Foreign Currency Translation

The accounts of the Company are accounted for in accordance with the Statement of Financial Accounting Standards No. 52 ("SFAS 52"), "Foreign Currency Translation". The financial statements of the Company are translated into US dollars as follows: assets and liabilities at year-end exchange rates; income, expenses and cash flows at average exchange rates; and shareholders' equity at historical exchange rate.

Monetary assets and liabilities, and the related revenue, expense, gain and loss accounts, of the Company are re-measured at year-end exchange rates. Non-monetary assets and liabilities, and the related revenue, expense, gain and loss accounts are re-measured at historical rates. Adjustments which result from the re-measurement of the assets and liabilities of the Company are included in net income.

Share-Based Compensation

ASC 718, *Compensation – Stock Compensation*, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized in the period of grant.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, *Equity – Based Payments to Non-Employees*. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

As of August 31, 2022 and 2021, respectively, there was \$Nil of unrecognized expense related to non-vested stock-based compensation arrangements granted. There have been no options granted during the three months ended August 31, 2022 and 2021, respectively.

Income Taxes

The Company accounts for income taxes under ASC 740, *Income Taxes*. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. 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 income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. Deferred tax assets or liabilities were offset by a 100% valuation allowance, therefore there has been no recognized benefit as of August 31, 2022 and 2021, respectively. Further it is unlikely with the change of control that the Company will have the ability to realize any future tax benefits that may exist.

Commitments and Contingencies

The Company follows ASC 450-20, *Loss Contingencies*, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

Earnings Per Share

Net income (loss) per share is calculated in accordance with ASC 260, *Earnings Per Share*. The weighted-average number of common shares outstanding during each period is used to compute basic earnings or loss per share. Diluted earnings or loss per share is computed using the weighted average number of shares and diluted potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at August 31, 2022 and 2021. Due to net operating loss, there is no presentation of dilutive earnings per share, as it would be anti-dilutive.

Forgiveness of Indebtedness

The Company follows the guidance of AS 470.10 related to debt forgiveness and extinguishment. Debts of the Company are considered extinguished when the statute of limitations in the applicable jurisdiction expires or when terminated by judicial authority such as the granting of a declaratory judgment. Debts to related parties or shareholders are treated as capital transactions when forgiven or extinguished and credited to additional paid in capital. Debts to non-related parties are treated as other income when forgiven or extinguished.

Recent Accounting Pronouncements

We have reviewed all the recently issued, but not yet effective, accounting pronouncements and we do not believe any of these pronouncements will have a material impact on the Company.

In August 2017, the FASB issued ASU No. 2017-12, *Derivatives and Hedging (Topic 815)*, which changes both the designation and measurement guidance for qualifying hedging relationships and the presentation of hedge results, in order to better align an entity's risk management activities and financial reporting for hedging relationships. The amendments expand and refine hedge accounting for both nonfinancial and financial risk components and align the recognition and presentation of the effects of the hedging instrument and the hedged item in the financial statements. FASB ASU No. 2017-12 is effective for annual reporting periods beginning after December 15, 2018, including interim periods within those annual reporting periods, with early adoption permitted. We are still evaluating the impact that this guidance will have on our financial position or results of operations, and we have not yet determined whether we will early adopt FASB ASU No. 2017-12.

In March 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2016-09, Compensation – Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting. This guidance changes how companies account for certain aspects of share-based payments to employees. Among other

deficiencies in additional paid-in-capital ("APIC"), but will instead record such items as income tax expense or benefit in the income statement, and APIC pools will be eliminated. Companies will apply this guidance prospectively. Another component of the new guidance allows companies to make an accounting policy election for the impact of forfeitures on the recognition of expense for share-based payment awards, whereby forfeitures can be estimated, as required today, or recognized when they occur. If elected, the change to recognize forfeitures when they occur needs to be adopted using a modified retrospective approach. All of the guidance will be effective for the Company in the fiscal year beginning January 1, 2018. Early adoption is permitted. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

In February 2016, the FASB issued ASU No. 2016-02, *Leases (Topic 842)*, which establishes new accounting and disclosure requirements for leases. FASB ASU No. 2016-02 requires lessees to classify most leases as either finance or operating leases and to initially recognize a lease liability and right-of-use asset. Entities may elect to account for certain short-term leases (with a term of 12 months or less) using a method similar to the current operating lease model. The statements of operations will include, for finance leases, separate recognition of interest on the lease liability and amortization of the right-of-use asset and for operating leases, a single lease cost, calculated so that the cost of the lease is allocated over the lease term on a straight-line basis. While we are in the early stages of our implementation process for FASB ASU No. 2016-02, and have not yet determined its impact on our financial position or results of operations, these leases would potentially be required to be presented on the balance sheet in accordance with the requirements of FASB ASU No. 2016-02. FASB ASU No. 2016-02 is effective for annual reporting periods beginning after December 15, 2018, including interim periods within those annual reporting periods, with early adoption permitted. FASB ASU No. 2016-02 must be applied using a modified retrospective approach, which requires recognition and measurement of leases at the beginning of the earliest period presented, with certain practical expedients available.

In July 2015, the FASB issued ASU No. 2015-11, Inventory (Topic 330): Simplifying the Measurement of Inventory. The guidance requires an entity to measure inventory at the lower of cost or net realizable value, which is the estimated selling prices in the ordinary course of business, less reasonably predictable costs of completion, disposal, and transportation, rather than the lower of cost or market in the previous guidance. This amendment applies to inventory that is measured using first-in, first-out (FIFO). This amendment is effective for public entities for fiscal years beginning after December 15, 2016, including interim periods within those years. A reporting entity should apply the amendments prospectively with earlier application permitted as of the beginning of an interim or annual reporting period. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers ("ASU 2014-09"), which requires an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. ASU 2014-09 will replace most existing revenue recognition guidance in U.S. generally accepted accounting principles when it becomes effective. In July 2015, the FASB deferred the effective date of the standard by an additional year; however, it provided companies the option to adopt one year earlier, commensurate with the original effective date. Accordingly, the standard will be effective for the Company in the fiscal year beginning January 1, 2018, with an option to adopt the standard for the fiscal year beginning January 1, 2017. The Company is currently evaluating this standard and has not yet selected a transition method or the effective

date on which it plans to adopt the standard, nor has it determined the effect of the standard on its financial statements and related disclosures.

NOTE 4 - INCOME TAXES

Income taxes are provided based upon the liability method. Under this approach, deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and their financial reporting amounts at each year-end. A valuation allowance is recorded against deferred tax assets if management does not believe the Company has met the “more likely than not” standard imposed by accounting standards to allow recognition of such an asset.

As of August 31,2022, the Company expected no net deferred tax assets to be recognized, resulting from net operating loss carry forwards. Deferred tax assets were offset by a corresponding allowance of 100%.

The Company experienced a change in control during the year, and therefore no more than an insignificant portion of this net operating allowance will ever be used against future taxable income.

NOTE 4 – NOTES PAYABLE – RELATED PARTIES

The Company has no Notes Payable to Related Parties, however, during the year ended May 31,2022, one shareholder advanced \$3,377 for expenses.

NOTE 5 – CONVERTIBLE NOTES PAYABLE

There were no convertible notes payable during the period:

NOTE 6 - COMMITMENTS AND CONTINGENCIES

Risks and Uncertainties

The Company’s operations are subject to significant risks and uncertainties including financial, operational and regulatory risks, including the potential risk of business failure.

Legal and other matters

In the normal course of business, the Company may become a party to litigation matters involving claims against the Company. The Company’s management is unaware of any pending or threatened assertions and there are no current matters that would have a material effect on the Company’s financial position or results of operations.

NOTE 7 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through the date of filing the consolidated financial statements with OTC Markets, the date the consolidated financial statements were available to be issued. Management is not aware of any significant events that occurred subsequent to the balance sheet date that would have a material effect on the consolidated financial statements thereby requiring adjustment or disclosure.