

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## Simulated Environment Concepts, Inc.

30 N Gould Street Ste 12029  
Sheridan WY 82801

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615-300-6991  
www.smevmerger.com  
ceo@nitroholdingllc.com  
SIC Code: 3999

### **Quarterly Report**

**For the Period Ending:** Sep 30, 2022  
(the "Reporting Period")

As of Nov 15, 2022, the number of shares outstanding of Common Stock was: 588,995,310

As of Jun 31, 2022, the number of shares outstanding of Common Stock was: 588,995,310

As of Dec 31, 2021, the number of shares outstanding of Common Stock was: 745,995,310

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 Control<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

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<sup>1</sup> "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

**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:

Simulated Environment Concepts. Until September 2007 - Simulated Environment Concepts, Inc. was a privately held company. On October 1, 2007 the Company was acquired on a stock for stock exchange with 5th Avenue Channel Corporation, with Simulated Environment Concepts, Inc. being the surviving corporation and the current issuer. Other than listed above, the corporation has used no other names in the past five years.

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):

Incorporated in the State of Florida, 2002 as privately held company.

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

NA

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

The Company acquired Nitro Holdings LLC, which subsequently acquired the assets of Aqua Plantations LLC.

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

30 N Gould Street Suite 12029 Sheridan WY 82021

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:*

\_\_\_\_\_

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:

NA

## 2) Security Information

Trading symbol:	<u>SMEV</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>829 20N 104</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>1,800,000,000</u>	as of date: <u>09/30/2022</u>
Total shares outstanding:	<u>588,995,310</u>	as of date: <u>09/30/2022</u>
Number of shares in the Public Float <sup>2</sup> :	<u>391,917,186</u>	as of date: <u>09/30/2022</u>
Total number of shareholders of record:	<u>158</u>	as of date: <u>09/30/2022</u>

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

Trading symbol:	<u>NA</u>	
Exact title and class of securities outstanding:	<u>Convertible Preferred</u>	
CUSIP:	<u>NA</u>	
Par or stated value:	<u>\$1.00</u>	
Total shares authorized:	<u>100,000</u>	as of date: <u>09/30/2022</u>
Total shares outstanding:	<u>50,000</u>	as of date: <u>09/30/2022</u>
Conversion Ratio to Common Stock	1 Preferred:2,000 Common	

### Transfer Agent

Name: Pacific Stock Transfer  
Phone: 800-785-7782  
Email: info@pacificstocktransfer.com  
Address: 6725 Via Austi Pkwy, Unit 300  
Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes:  No:

## 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

### 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:

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<sup>2</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

<sup>3</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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>12/31/2020</u> Common: <u>745,995,310</u> Preferred: <u>721,978</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.
05/23/2021	Cancel legacy Preferred stock	(721,928)	Preferred	NA	NA	Ella Frenkel Board Member	NA	Restricted	None
05/23/2021	Issue new Preferred Stock	410,500	Preferred	NA	NA	BGTV Direct, LLC Marvin Baker	NA	Restricted	None
09/20/2021	Issue new Preferred Stock	50,000	Preferred	NA	NA	Bryan Wilkinson	Acquisition	Restricted	None
10/22/2021	Cancellation	(60,000,000)	Common			Ella Frenkel	Previous Management	Restricted	None
10/22/2021	Cancellation	(60,000,000)	Common			Alexander Grichener	Previous Management	Restricted	None
10/22/2021	Cancellation	(60,000,000)	Common			Ilya Spivak	Previous Management	Restricted	None
05/25/2022	Cancellation	(410,500)	Preferred			BGTV Direct, LLC Marvin Baker	NA	Restricted	None
05/25/2022	New Issuance	20,000,000	Common	\$0.0079		BGTV Direct Marvin Baker	Replace BGTV Direct Preferred	Restricted	None
05/25/2022	New Issuance	3,000,000	Common	\$0.0079		Douglas Vaughn	Accounting & Corporate filings	Restricted	None
Shares Outstanding on Date of This Report:									
Ending Balance Ending Balance:									
Date <u>09/30/2022</u> Common: <u>588,995,310</u> Preferred: <u>50,000</u>									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

Marvin Baker purchased 700,000 Preferred shares from Ella Frenkel, which were then reduced by Board Resolution reducing Authorized Preferred Shares.

BGTV Direct receive 10mm shares per 2021 and 2022 (will be reduced to 5mm respectively) as Marvin Baker acted as interim Chief Executive Officer

Douglas Vaughn compensation for April 2021 through 2022 Annual Report

## 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.)
<u>05/05/2021</u>	<u>\$26,889</u>	<u>\$23,359</u>	<u>\$3,530</u>	<u>05/05/2022</u>	<u>** 10% Interest with conversion rights</u>	<u>Jeff Mutual</u>	<u>Loan</u>
<u>12/14/2021</u>	<u>\$242,938</u>	<u>\$225,000</u>	<u>\$17,938</u>	<u>12/14/2022</u>	<u>-*10% Interest with conversion rights</u>	<u>Jeff Mutual</u>	<u>Loan</u>
<u>12/04/2021</u>	<u>\$244,506</u>	<u>\$227,410</u>	<u>\$17,096</u>	Open	10% Annual Interest, No conversion rights (cash only)	<u>Bryan Wilkinson</u>	<u>Cash to Nitro Holdings LLC for Asset purchase</u>
<u>03/17/2022</u>	<u>\$105,444</u>	<u>\$100,000</u>	<u>\$5,444</u>	03/17/2023	<u>*10% interest with conversion rights</u>	<u>Jeff Mutual</u>	<u>Loan</u>
<u>06/06/2022</u>	<u>\$25,819</u>	<u>\$25,000</u>	<u>\$819</u>	06/06/2023	<u>*10 % interest with conversion rights.</u>	<u>Jeff Mutual</u>	<u>Loan</u>
<u>08/15/2022</u>	<u>\$50,222</u>	<u>\$50,000</u>	<u>\$222</u>	08/15/2023	<u>*10 % interest with conversion rights.</u>	<u>Jeff Mutual</u>	<u>Loan</u>

Use the space below to provide any additional details, including footnotes to the table above:

\* Convertible to common stock using a 50% discount to the lowest trading price in a 10 day trading price or \$0.0025

\*\* Convertible to common stock using a 50% discount to the lowest trading price in a 10 day trading price or \$0.0011. Prior to new bank accounts being established BGTV Direct acted on behalf of SMEV to pay Pacific Transfer initial restructuring costs. BGTV acts as a 'pass through' entity with the loan payments ultimately going to Jeff Mutual.

#### 4) Financial Statements

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

- U.S. GAAP  
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: Douglas Vaughn  
Title: Accountant  
Relationship to Issuer: Contractor

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Quarterly Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

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Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Quarterly Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

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<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

## 5) 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:

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

Simulated Environment Concepts (SMEV) was acquired to act as a holding company to acquire cash flow generating businesses.

- B. Please list any subsidiaries, parents, or affiliated companies.

Nitro Holdings, LLC is a wholly owned subsidiary of SMEV and will be the primary repository of the initial acquisitions. The initial acquisition was the assets of an aquaculture firm in North Carolina. The hatchery ponds are being used for raising crawfish to sell into retail and wholesale markets. Land around the ponds will be used to raise Cornish Cross Chickens. Nitro Digital was formed as a new LLC. Other planned acquisitions will proceed throughout 2022.

- C. Describe the issuers' principal products or services.

Nitro Holdings LLC will raise Cornish Cross Chickens and Crawfish for sale to distributors and restaurants. Nitro Digital will acquire an investment portfolio of crypto assets.

## 6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases:

- a.) In North Carolina, Nitro Holdings has 88 acres of land and hatchery ponds including buildings for administration and processing.

## 7) Company Insiders (Officers, Directors, and Control Persons)

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

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

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
Bryan Wilkinson	Board Member/COO	New Bern, NC	50,000	Preferred	100%	Convertible at 2000 common:1 Preferred
Bryan Wilkinson	Board Member/COO	New Bern, NC	20,010,000	Common	3.5%	Open Market Purchases
Marvin Baker	Board Member	Angola, IN	20,000,000	Common	3.4%	See SCH 3A

**8) 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);

NA

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;

NA

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

NA

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.

NA

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.

NA

**9) Third Party Providers**

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

Securities Counsel

Name: Jonathan E. Leinwand, P.A.  
Firm:  
Address 1: 18305 Biscayne Blvd.  
Address 2: Aventura, FL 33180  
Phone: 954-903-7856  
Email: Jonathan@jdlpa.com

Accountant or Auditor

Name:  
Firm: Carr, Riggs, and Ingram (for Nitro Holdings)  
Address 1: 3105 Trent Road  
Address 2: New Bern, NC 28562  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

Investor Relations

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

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

## 10) Issuer Certification

*Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Quarterly Report.

The certifications shall follow the format below:

I, Bryan Wilkinson, Board Member and Principal Executive Officer certify that:

1. I have reviewed this Sep 30, 2022, Quarterly report of Simulated Environment Concepts;
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.

11/14/2022

Bryan Wilkinson /s/

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

## Simulated Environment Concepts

### Consolidated Balance Sheet

	9/30/2022	12/31/2021
Cash	\$ 17,726	\$ 136,629
Marketable securities	\$ -	\$ -
<u>Crypto/NFT Assets</u>	<u>\$ -</u>	<u>\$ -</u>
Total Current Assets	\$ 17,726	\$ 136,629
Land	\$ 157,209	\$ 157,208
Buildings	\$ 193,669	\$ 64,212
Machinery	\$ 122,573	\$ 22,500
FF&E	\$ 2,240	\$ 2,240
<u>Accum Depreciation</u>	<u>\$ (13,379)</u>	<u>\$ (1,385)</u>
Fixed Assets	\$ 462,312	\$ 244,775
Construction in Progress	\$ -	\$ 50,138
Start Up expenses	\$ 2,864	\$ 2,864
<u>Accum Amortization</u>	<u>\$ (255)</u>	<u>\$ (111)</u>
Other Long Term Assets	\$ 2,609	\$ 52,891
<b>Total assets</b>	<b>\$ 482,647</b>	<b>\$ 434,295</b>
Accounts payable	\$ -	\$ -
<u>Other Current Liabilities</u>	<u>\$ -</u>	<u>\$ -</u>
Current Liabilities	\$ -	\$ -
Notes Payable	\$ 659,073	\$ 484,295
Accrued Interest Payable	\$ 45,057	\$ -
<u>Other Misc Liabilities</u>	<u>\$ -</u>	<u>\$ -</u>
Long term Liabilities	\$ 704,130	\$ 484,295
Total Liabilities	\$ 704,130	\$ 484,295
Common Stock	\$ 588,995	\$ 566,745
Paid In Capital	\$ 1,765,788	\$ 1,309,538
Preferred Stock	\$ 50,000	\$ 510,500
Retained Earnings	\$ (2,447,369)	\$ (2,386,783)
<u>Net Income YTD</u>	<u>\$ (178,897)</u>	<u>\$ (41,474)</u>
Equity	\$ (221,483)	\$ (41,474)
<b>Total Lib &amp; Equity</b>	<b>\$ 482,647</b>	<b>\$ 434,295</b>

**Simulated Environment Concepts**  
**Consolidated Income Statement**

	Year to Date 9/30/2022	Quarter to Date 9/30/2022
Revenue	\$ 7,490	\$ 3,265
Other Misc Income	\$ -	\$ -
Gain/(Loss) Mkt securities	\$ (317)	\$ 7,683
<u>Total revenues</u>	<u>\$ 7,173</u>	<u>\$ 10,948</u>
	\$ -	\$ -
Cost of Sales	\$ 1,977	\$ 1,610
Adjustments to Gross Margin	\$ -	\$ -
<u>Total Cost of Sales</u>	<u>\$ 1,977</u>	<u>\$ -</u>
	\$ -	\$ -
Gross Profit	\$ 5,196	\$ 9,338
Salaries & wages	\$ -	\$ -
Operating Expenses	\$ 140,149	\$ 64,186
Restructuring Expenses	\$ -	\$ -
Other Non-Operating Expense	\$ -	\$ -
<u>Interest Expense</u>	<u>\$ 43,945</u>	<u>\$ 16,639</u>
Total Expense	\$ 184,094	\$ 80,825
		\$ -
Net profit	\$ (178,898)	\$ (71,487)

## Simulated Environment Concepts

### Consolidated Cash Flow Statement

	Year to Date 9/30/2022	Quarter to Date 9/30/2022
Net Income	\$ (178,897)	\$ (71,487)
Adjustments to reconcile		
Changes in A/R and A/P	\$ -	\$ -
<u>Changes in Other A/L</u>	<u>\$ 30,929</u>	<u>\$ 4,463</u>
Net Cash from Operations	\$ (147,968)	\$ (67,024)
Investing Activities		
Inter Company to Nitro Holdings	\$ (175,000)	\$ -
Property, Plant & Equipment	\$ (100,073)	\$ -
Construction in Progress	\$ -	\$ -
Other Investments	\$ (79,319)	\$ 33,446
<u>Other Investments</u>	<u>\$ -</u>	<u>\$ -</u>
Net Cash from Investing	\$ (354,392)	\$ 33,446
Financing Activities		
Inter Company	\$ -	\$ -
Loan Proceeds	\$ 183,304	\$ 23,886
Loan Repayments	\$ 25,154	\$ 9,660
Common Stock Issued	\$ -	\$ -
Preferred Stock Issued	\$ -	\$ -
Reduction in Common/Preferred	\$ -	\$ -
<u>Other Financing</u>	<u>\$ -</u>	<u>\$ -</u>
Net Cash from Financing	\$ 208,458	\$ 33,546
Net Cash Increase	\$ (293,902)	\$ (32)
<u>Cash At Beginning of Period</u>	<u>\$ 136,629</u>	<u>\$ 17,759</u>
Cash At End of Period	\$ 17,726	\$ 17,726

**Simulated Environmental Concepts  
Statements of Changes in Stockholders Equity**

	Preferred Stock		Common Stock		Additional	Retained	Total
	Shares	Amount	Shares	Amount	Paid-in Capital	Earnings	Stockholders Equity
Balance 12/31/2019	721,978	\$ 721,978	\$ 745,995,310	\$ 745,995	1,309,538	(2,869,735)	-
Net Income 2019						\$ -	
Prior Period Adjustment preferred stock	-	-	-	-	-	\$ -	\$ -
Common Stock	-	-	-	-	-	\$ -	\$ -
Purchase of Treasury	-	-	-	-	-	\$ -	\$ -
Dividends/Contributions	-	-	-	-	-	\$ -	\$ -
Net Income YTD 2020							\$ -
Balance 12/31/2020	721,978	\$ 721,978	745,995,310	\$ 745,995	1,309,538	(2,869,735)	-
Net Income YTD 2020						\$ -	
Prior Period Adjustment preferred stock	-	-	-	-	-	\$ -	\$ -
Common Stock	(211,478)	(211,478)	-	-	-	\$ -	\$ -
Common Stock	-	-	(180,000,000)	(180,000)	-	\$ 482,952	\$ -
Purchase of Treasury	-	-	-	-	-	\$ -	\$ -
Dividends/Contributions	-	-	-	-	-	\$ -	\$ -
Net Income YTD 2021						\$ -	\$ (41,474)
Balance 12/31/2021	510,500	\$ 510,500	565,995,310	\$ 565,995	1,309,538	(2,386,783)	(41,474)
Net Income YTD 2021						\$ (41,474)	
Prior Period Adjustment preferred stock	-	-	-	-	-	\$ (1,112)	\$ (1,112)
Common Stock	(460,500)	(460,500)	-	-	-	\$ -	\$ -
Common Stock	-	-	23,000,000	23,000	455,500.00	\$ -	\$ -
Purchase of Treasury	-	-	-	-	-	\$ -	\$ -
Dividends/Contributions	-	-	-	-	-	\$ -	\$ -
Net Income YTD 2022						\$ -	\$ (178,897)
Balance 09/30/2022	50,000	\$ 50,000	588,995,310	\$ 588,995	1,765,788	(2,447,369)	(221,483)

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE QUARTER ENDING SEP 30, 2022.**

**NOTE—1 ORGANIZATION AND BUSINESS BACKGROUND**

Simulated Environment Concepts ("Company") was incorporated in the State Florida in 2002.

At inception the primary focus was on products to create an 'simulated environment' that would provide serene relaxation and reduce stress. This included proprietary massage technologies. This line of business was shut down in 2011 and the company had remained in 'shell status'.

**NOTE—2 CHANGE OF CONTROL**

On April 28, 2021 the Company held a Board meeting for the purpose of revitalizing the company. The Board voted on a Resolution authorization of the Board of Directors to resign and further resolved that Marvin J Baker would be the sole Board Member. Resigning Board members were Ella Frenkel, Alexander Grichener, Ilya Spivak, and Allan Licht. On June 29, 2021 the Preferred Stock authorized share count was reduced to 510,500 and the conversion ratio was reduced to 2,000 shares of common for each preferred share. The authorized Common Stock share count was reduced to 1.8 billion shares, down from the previous authorized share count of 11 billion.

**NOTE—3 NITRO HOLDINGS, LLC ACQUISITION**

On Sep 20, 2021 the company acquired Nitro Holdings, LLC with closing of Oct 5, 2021. Nitro Holdings LLC is managed by Bryan Wilkinson. Mr. Wilkinson was subsequently elected to the Board of Directors. Mr. Wilkinson will be engaged in acquiring 'turnkey' businesses which will be wholly owned subsidiaries of Nitro Holdings. Mr. Wilkinson is engaging a CPA firm to handle the consolidation accounting for the newly acquired companies.

**NOTE-4 AQUA PLANTATIONS ASSETS ACQUISITION**

On Sep 28, 2021 Nitro Holdings LLC purchased assets of Aqua Plantations LLC, subsequently closing Oct 22, 2021. Aqua Plantations was engaged in raising 'Carolina Striped Bass' and a participant in the roughly \$58 million aquaculture industry in North Carolina. During the second quarter of 2022 the facility was converted to raising Crawfish and the initial results have been excellent. The revenues are quite similar to the hybrid striped bass, but the operating overhead is lower. A few ponds have been retained to expand into other uses including Carolina Striped Bass as initial feedstock becomes more available. This line of business is making excellent progress.

Land around the hatchery ponds is now being used to raise Cornish Cross Hens. They grow faster than other chickens and the inventory can turn over in 7-9 weeks. They are also an excellent size as a 'broiler' chicken.

## **NOTE-5 NITRO DIGITAL LLC**

Nitro Digital LLC, A wholly owned subsidiary of Nitro Holdings LLC will focus on NFT, Crypto, and possible JVs in the BTC/NFT sector. Currently Nitro Digital has started purchasing NFT & Crypto assets and is actively looking for NFT/crypto investments to carry on the balance sheet going forward.

## **NOTE – 6 SHARES CANCELLED OWNED BY PREVIOUS AND CURRENT MANAGEMENT**

The 180 million shares owned by Alexander Grichener, Ilya Spivak, and Ella Frenkel were cancelled by consent before the closing of the 2021 year.

On May 25 Board Member Marvin Baker cancelled 460,500 shares of Preferred Stock convertible at 2,000:1 making the 921,000,000 potential shares available to use for acquisitions of larger cash flow positive companies.

## **NOTE-7 Management Shares as Compensation**

As compensation for acting as interim CEO 20,000,000 shares were issued to BGT Direct, LLC which is managed by Marvin Baker. 10,000,000 shares will be returned to be used for future acquisitions. Final compensation will be 5,000,000 shares for 2021 and 5,000,000 shares 2022.

Bryan Wilkinson was issued 50,000 Preferred Shares (convertible at 2,000:1) as compensation for Nitro Holdings LLC and duties as CEO and Board Member.

## **NOTE- 8 BUSINESS PLAN**

The company will acquire cash flow positive businesses in diverse markets. Management has identified multiple accredited investors willing to help finance the target acquisitions. Acquisitions throughout 2022 and 2023 will be primarily financed with Preferred stock paying slightly above market rates of dividend yield. The cancellation of Mr. Baker's 460,500 shares of preferred stock allows the potential 921mm (460,500 \* 2,000) shares to be used for acquisitions as opposed to management dilution.

The Nitro Holdings acquisition is the first of multiple planned acquisitions. Some of the planned acquisitions may have strategic ties to LIG Assets, Inc. of which Board Member Marvin Baker is currently President. Nitro Digital LLC was formed instead of acquired and consolidates into the Nitro Holdings financial statements.

## **NOTE-9 ACCOUNTING OPERATIONS**

Consolidation of various subsidiaries into Nitro Holdings LLC are performed by Carr, Riggs & Ingram, LLC in Bern, NC. New acquisitions financed by preferred stock will be wholly owned subsidiaries and will consolidate financials into the holding company. Although not required by OTC Markets, Annual reports after major acquisitions will include a 'segment report' so investors can see the relative contributions of each subsidiary.

## **NOTE-10 MANAGEMENT OPEN MARKET STOCK PURCHASE**

In January of 2022, Bryan Wilkinson announced he repurchased 17,575,000 shares in the open market of SMEV stock since his arrival and has continues purchasing stock from time to time. His current holdings are 20,010,000 and are reflected in the section 7 table and are governed by rules that apply to insider/affiliate shareholders with all applicable restrictions and limits.

**NOTE-11 CASH INTO NITRO HOLDINGS, LLC**

Mr. Wilkinson has agreed to fund the company from time to time at a rate of 10% on a cash for cash loan basis. In the 2nd Q of 2022, Mr. Wilkinson pledged an additional 34,428.59 to the company. Balances will be consolidated at year's end and may be exchanged for Preferred shares at a later date.

**NOTE-12 SUBSEQUENT EVENTS**

Subsequent to Sep 30, 2022 reporting date CEO Marvin Baker was replaced by COO Bryan Wilkinson. Mr. Baker is now an independent director.

The Board approved the issuance to CEO Bryan Wilkinson of Non-Convertible Preferred stock representing 51% voting control of the commons stock. Filings are in process at Florida Secretary of State.

**MANAGEMENT DISCUSSION and ANALYSIS**

SMEV plans to use Preferred Stock to acquire multiple cash flow positive businesses. The acquisitions will be in diversified markets with enough cash flow to easily cover the quarterly dividend payments to the Preferred Stockholders. Larger acquisitions will remain wholly-owned subsidiaries of the holding company and retain their management team and accounting operations. Nitro Holdings LLC has been raising and selling Crawfish to restaurants and distributors. The initial results have been excellent, and a few ponds have been retained for Carolina Hybrid Striped Bass. Using the 'dry' acreage to raise Cornish Cross Hens effectively doubles the asset utilization of the property. The poultry business is continuous whereas the crawfish business is seasonal. Nitro Digital has been acquiring NFT & Crypto assets and will continue to add digital assets to the balance sheet going forward.

Due diligence on new acquisitions is currently in progress. Though there can be no assurances, the company expects at least one acquisition early 2023. Mr. Baker will return 10mm shares to treasury to further facilitate future acquisitions. Management will continue to buy back stock in open market as necessary.

Electing Bryan Wilkinson as Chief Executive Officer and the issuance of a control block of preferred stock has cleared the way to begin the planned acquisitions and expansion.