Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

AFFLUENCE CORPORATION

A Colorado Corporation

1942 Broadway St, Suite 314C
Boulder, CO 80302

720.295.6409
info@affucorp.com

Quarterly Report
For the Period Ending: September 30, 2022

As of September 30, 2022, the number of shares outstanding of our Common Stock was:

475,551,524

As of June 30, 2022, the number of shares outstanding of our Common Stock was:

446,051,524

As of our most recent Fiscal Year End, December 31, 2021, the number of shares outstanding of our Common Stock was: 331,051,524

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 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.

Affluence Corporation, 2009 – to Present
BSA Satellink Inc. until 1-2009

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 Company was incorporated under the laws of the State of Colorado on November 23, 1994 and is currently active in the state of Colorado

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

None

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

None

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

Address: 1200 Harger Rd, Suite 500, Oak Brook, IL 60523
Phone: 702-295-6409

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:

N/A

2) Security Information

Trading Symbol:	AFFU		
Title and class of securities:	Common		
CUSIP:	00829V100		
Par or Stated Value:	$.0001		
Total shares authorized:	4,000,000,000		as of: 9/30/2022
Total shares outstanding:	475,551,524		as of: 9/30/2022
Number of shares in the Public Float:		37,971,336	as of 9/30/2022
Total number of shareholders of record:		230	as of 9/30/2022

Transfer Agent

Name: Equiniti
Phone: (651)-453-2139
Email: cheryl.kelly@equiniti.com
Address: 1110 Centre Pointe Curve, Suite 101Mendota Heights, MN 55120

Is the Transfer Agent registered under the Exchange Act? 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: ☐

Number of Shares outstanding as of December 31, 2019	Opening Balance: Common: 108,234,044 Preferred: 2,184,947	

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 or Registration Type?
01/31/2020	New Issuance	170,000	Series B Preferred	1.00	No	Cicero Transact Group, Inc. – c/o Michael Woloshin	Services	Restricted	4(a)(2)
04/15/2020	New Issuance	5,625,555	Common	.18	No	Christian DeMarco	Stock issued for purchase of private company	Restricted	4(a)(2)
04/15/2020	New Issuance	5,833,555	Common	.18	No	Raul Schwerdt	Stock issued for purchase of private company	Restricted	4(a)(2)
04/15/2020	New Issuance	50,000	Common	.17	No	Ann Marie Dietz	Stock issued for purchase of private company	Restricted	4(a)(2)
04/15/2020	New Issuance	150,000	Common	.17	No	James F. Dietz	Stock issued for purchase of private company	Restricted	4(a)(2)
04/15/2020	New Issuance	50,000	Common	.17	No	William Dietz	Stock issued for purchase of private company	Restricted	4(a)(2)
04/15/2020	New Issuance	50,000	Common	.17	No	William Dietz, Jr.	Stock issued for purchase of private company	Restricted	4(a)(2)
07/01/2020	New Issuance	8,000,000	Common	.01	No	James E Honan Jr.	Employment Agreement/Board Member	Restricted	4(a)(2)
07/01/2020	New Issuance	2,000,000	Common	.01	No	Dale Haase	Board Member	Restricted	4(a)(2)
07/02/2020	New Issuance	1,000,000	Common	.01	No	Cicero Consulting Group, LLC c/o Joe Abrams	Consulting	Restricted	4(a)(2)
07/28/2020	New Issuance	2,000,000	Common	.01	No	Sirbu Global Investment Corp c/o John Loguidice	Consulting	Restricted	4(a)(2)
07/29/2020	New Issuance	2,000,000	Common	.01	No	Clevercoms LTD c/o Rohan Chanmugan	Board Member	Restricted	4(a)(2)
09/28/2020	New Issuance	250,000	Common	.01	No	Keith Smith	Consulting	Restricted	4(a)(2)
10/15/2020	New Issuance	2,000,000	Common	.01	No	Dale Haase	Board Member	Restricted	4(a)(2)
10/15/2020	New Issuance	10,000,000	Common	.01	No	Clevercoms LTD c/o Rohan Chanmugan	Board Member	Restricted	4(a)(2)

10/15/2020	New Issuance	2,000,000	Common	.01	No	James E Honan Jr.	Employment Agreement/Board Member	Restricted	4(a)(2)
10/15/2020	New Issuance	750,000	Common	.20	No	Seneca Global c/o Ed Szofer	Purchased	Restricted	4(a)(2)
10/15/2020	New issuance	2,500,000	Common	1.00	No	Douglas Stukel	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	250,000	Common	1.00	No	Joseph Druzak	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	2,500,000	Common	1.00	No	Michael J. Profita	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	57,000	Common	1.00	No	James Nelson	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	2,500,000	Common	1.00	No	Dave Beamish	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	100,000	Common	1.00	No	Robert Strawbridge	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	250,000	Common	1.00	No	John Pittas	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	1,000,000	Common	1.00	No	Maria Miranda	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	25,000	Common	1.00	No	Mary Oehler	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	100,000	Common	1.00	No	Jeffry Grossman	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	250,000	Common	1.00	No	Steven Kubinski	Debt settlement	Restricted	4(a)(2)
10/15/2020	New issuance	1,000,000	Common	1.00	No	Peter Cummings	Consulting	Restricted	4(a)(2)
10/15/2020	New issuance	1,000,000	Common	1.00	No	Mark Moyer	Consulting	Restricted	4(a)(2)
10/15/2020	New issuance	1,000,000	Common	1.00	No	John McElligott	Consulting	Restricted	4(a)(2)
10/15/2020	New issuance	750,000	Common	1.00	No	Holmes, Watson & Doyle c/o John Malevitis	Consulting	Restricted	4(a)(2)
2/11/2021	New issuance	6,000,000	Common	1.00	No	Dale Haase	Loan	Restricted	4(a)(2)
2/11/2021	New Issuance	500,000	Common	1.00	No	Clevercoms LTC. c/o Rohan Chanmugam	Board Shares	Restricted	4(a)(2)

2/11/2021	New Issuance	500,000	Common	1.00	No	Patrick R. Honan	Board Shares from JEHJR	Restricted	4(a)(2)
2/11/2021	New Issuance	2,000,000	Common	1.00	No	James E. Honan, Jr.	Exec Comp Shares	Restricted	4(a)(2)
3/1/2021	CANCELLATION	(58,344)	Series B Preferred	1.00	No	Doug Stukel	Converted to Common Stock	Restricted	4(a)(2)
3/1/2021	New Issuance	2,917,200	Common	1.00	No	Doug Stukel	Series B Conversion	Restricted	4(a)(2)
3/1/2021	CANCELLATION	(63,429)	Series B Preferred	1.00	No	Michael Profita	Converted to Common Stock	Restricted	4(a)(2)
3/1/2121	New Issuance	3,171,450	Common	1.00	No	Michael Profita	Series B Conversion	Restricted	4(a)(2)
3/31/21	New Issuance	2,500,000	Common	1.00	No	Bosak-Porter Realty Group – Cary Bosak	Loan	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(5,000)	Series B Preferred	1.00	No	Anne Smith	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(34,400)	Series B Preferred	1.00	No	David Worachek	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(5,000)	Series B Preferred	1.00	No	Richard Ward	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	New Issuance	10,000,000	Common	1.00	No	Crosslake Capital	Loan	Restricted	4(a)(2)
6/30/2021	New Issuance	4,500,000	Common	1.00	No	Maverick Ventures	Loan	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(265,803)	Series B Preferred	1.00	No	John Valavanis	Deferred Comp Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(37,000)	Series B Preferred	1.00	No	Mellon Enterprises – George Mellon	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(20,000)	Series B Preferred	1.00	No	Terrence McCaffrey	Converted to Common Stock	Restricted	4(a)(2)

6/30/2021	CANCELLATION	(38,000)	Series B Preferred	1.00	No	Douglas Stukel	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(170,000)	Series B Preferred	1.00	No	Premier Sales – Dave Beamish	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(116,000)	Series B Preferred	1.00	No	Imperium Capital – Dave Beamish	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(95,000)	Series B Preferred	1.00	No	Peter LaChapelle	Transferred to St. Patrick's Ventures	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(20,000)	Series B Preferred	1.00	No	Norman Siegel	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(61,000)	Series B Preferred	1.00	No	Michael J. Profita	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(13,600)	Series B Preferred	1.00	No	John Valavanis	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(5,000)	Series B Preferred	1.00	No	Paul Worachek	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(2,000)	Series B Preferred	1.00	No	James Nelson	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(5,000)	Series B Preferred	1.00	No	Michael Worachek	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(8,004)	Series B Preferred	1.00	No	Elizabeth Profita	Deferred Comp Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(4,000)	Series B Preferred	1.00	No	Patrick Brady	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(20,000)	Series B Preferred	1.00	No	Alandeen LLC – Larry Johnson	Converted to Common Stock	Restricted	4(a)(2)

6/30/2021	CANCELLATION	(20,000)	Series B Preferred	1.00	No	Pelham Partners LLC – Thomas Handler	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(2,000)	Series B Preferred	1.00	No	Bradley Bass	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(35,000)	Series B Preferred	1.00	No	Robert Geras	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(10,000)	Series B Preferred	1.00	No	Giangrasso Family Partners, LTD – Larry Johnson	Converted to Common Stock	Restricted	1444(a)(2)
6/30/2021	CANCELLATION	(10,000)	Series B Preferred	1.00	No	Giangrasso Profit Sharing Plan Direct Investment – Larry Johnson	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(40,000)	Series B Preferred	1.00	No	Larry W Johnson	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(40,000)	Series B Preferred	1.00	No	Jeffery A Grossman	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(11,000)	Series B Preferred	1.00	No	Michael McShane	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(361,802)	Series B Preferred	1.00	No	Michael J. Profita	Deferred Comp Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(350,957)	Series B Preferred	1.00	No	Douglas Stukel	Deferred Comp Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(31,214)	Series B Preferred	1.00	No	John Macleod	Deferred Comp Converted to Common Stock	Restricted	4(a)(2)

6/30/2021	CANCELLATION	(32,100)	Series B Preferred	1.00	No	David Worachek	Deferred Comp Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(28,000)	Series B Preferred	1.00	No	Tall Trees Capital – c/o Bernard Asher	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(20,000)	Series B Preferred	1.00	No	Joseph Druzak	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(50,000)	Series B Preferred	1.00	No	Tukaiz, LLC – c/o – Daniel Defino	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(15,000)	Series B Preferred	1.00	No	John K. McLaughlin	Converted to Common Stock	Restricted	4(a)(2)
6/30/2021	CANCELLATION	(13,000)	Series B Preferred	1.00	No	William Furlong	Converted to Common Stock	Restricted	4(a)(2)

6/30/2021	New issuance	250,000	Common	1.00	No	Anne Smith	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,605,000	Common	1.00	No	David Worachek	Series B Debt Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	250,000	Common	1.00	No	Richard Ward	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	13,290,150	Common	1.00	No	John Valavanis	Series B Comp Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,850,000	Common	1.00	No	Mellon Enterprises – George Mellon	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,000,000	Common	1.00	No	Terrence McCaffrey	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,615,000	Common	1.00	No	Douglas Stukel	Series B Debt Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	8,500,000	Common	1.00	No	Premier Sales – Dave Beamish	Series B Conversion	Restricted	4(a)(2)

6/30/2021	New issuance	5,800,000	Common	1.00	No	Imperium Capital – Dave Beamish	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	4,750,000	Common	1.00	No	St. Patrick's Ventures c/o Peter LaChapelle	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,000,000	Common	1.00	No	Norman Siegel	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	2,592,500	Common	1.00	No	Michael J. Profita	Series B Debt Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	550,000	Common	1.00	No	John Valavanis	Series B Debt Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	250,000	Common	1.00	No	Paul Worachek	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	100,000	Common	1.00	No	James Nelson	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	250,000	Common	1.00	No	Michael Worachek	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	400,190	Common	1.00	No	Elizabeth Profita	Series B Comp Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	200,000	Common	1.00	No	Patrick Brady	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,000,000	Common	1.00	No	Alandeen LLC – Larry Johnson	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,000,000	Common	1.00	No	Pelham Partners LLC – Thomas Handler	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	100,000	Common	1.00	No	Bradley Bass	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,750,000	Common	1.00	No	Robert Geras	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	500,000	Common	1.00	No	Giangrasso Family Partners, LTD – Larry Johnson	Series B Conversion	Restricted	1444(a)(2)
6/30/2021	New issuance	500,000	Common	1.00	No	Giangrasso Profit Sharing Plan Direct Investment – Larry Johnson	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	2,000,000	Common	1.00	No	Larry W Johnson	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	2,000,000	Common	1.00	No	Jeffery A Grossman	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	550,000	Common	1.00	No	Michael McShane	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	15,379,540	Common	1.00	No	Michael J. Profita	Series B Comp Conversion	Restricted	4(a)(2)

6/30/2021	New issuance	14,915,640	Common	1.00	No	Douglas Stukel	Series B Comp Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,560,720	Common	1.00	No	John Macleod	Series B Comp Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,720,000	Common	1.00	No	David Worachek	Series B Comp Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,400,000	Common	1.00	No	Tall Trees Capital – c/o Bernard Asher	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,000,000	Common	1.00	No	Joseph Druzak	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	2,500,000	Common	1.00	No	Tukaiz, LLC – c/o – Daniel Defino	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	750,000	Common	1.00	No	John K. McLaughlin	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	650,000	Common	1.00	No	William Furlong	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	8,500,000	Common	1.00	No	Cicero Consulting Group Michael Woloshin	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	5,000,000	Common	1.00	No	WBC LLC – c/o Becky White	Management contract	Restricted	4(a)(2)
6/30/2021	New issuance	2,500,000	Common	1.00	No	Seneca Global c/o Ed Szofer	Series B Conversion	Restricted	4(a)(2)
6/30/2021	New issuance	1,200,000	Common	1.00	No	James Blomburg	Purchased	Restricted	4(a)(2)
6/30/2021	New issuance	200,000	Common	1.00	No	Jerome Blomburg	Purchased	Restricted	4(a)(2)
6/30/2021	New issuance	200,000	Common	1.00	No	Thomas Blomburg	Purchased	Restricted	4(a)(2)
6/30/2021	New issuance	800,000	Common	1.00	No	Grant Grable	Purchased	Restricted	4(a)(2)
6/30/2021	New issuance	200,000	Common	1.00	No	LHAM, Ltd. David Pringle	Purchased	Restricted	4(a)(2)
6/30/2021	New issuance	100,000	Common	1.00	No	Studio Project, LLC Andrew Hagerman	Purchased	Restricted	4(a)(2)
6/30/2021	New issuance	200,000	Common	1.00	No	Edward Michelson	Purchased	Restricted	4(a)(2)
6/30/2021	New issuance	200,000	Common	1.00	No	Donald Swanson	Purchased	Restricted	4(a)(2)
6/30/2021	New issuance	100,000	Common	1.00	No	Alan Wagner	Purchased	Restricted	4(a)(2)

6/30/2021	New issuance	160,333	Common	1.00	No	Christian DeMarco	Per Acquisition Agreement	Restricted	4(a)(2)
9/30/2021	New issuance	100,000	Common	1.00	No	Todd Heyden	Consulting	Restricted	4(a)(2)
9/30/2021	New issuance	100,000	Common	1.00	No	Dustin Tallisman	Consulting	Restricted	4(a)(2)
9/30/2021	New issuance	1,500,000	Common	1.00	No	Holmes, Watson & Doyle – John Malevitis	Consulting	Restricted	4(a)(2)
9/30/2021	New issuance	12,000,000	Common	1.00	No	Dale Haase	Loan	Restricted	4(a)(2)
9/30/2021	New Issuance	250,000	Common	1.00	No	Richard Ward	Loan	Restricted	4(a)(2)
11/1/2021	New Issuance	2,500,000	Common	1.00	No	Bosak-Porter Realty Group – Cary Bosak	Loan Extension	Restricted	4(a)(2)
12/30/2021	New Issuance	3,962,687	Common	1.00	No	Doug Stukel	Loan	Restricted	4(a)(2)
12/30/2021	New Issuance	2,349,960	Common	1.00	No	Michael J. Profita	Loan	Restricted	4(a)(2)
12/30/2021	New Issuance	33,000	Common	1.00	No	Rosiano Frechette	Per Acquisition Agreement	Restricted	4(a)(2)
1/4/2022	New Issuance	12,000,000	Common	1.00	No	Doug Stukel	Loan Extension	Restricted	4(a)(2)
1/4/2022	New Issuance	18,000,000	Common	1.00	No	Holmes, Watson & Doyle	Loan Extension	Restricted	4(a)(2)
1/4/2022	New Issuance	10,000,000	Common	1.00	No	Michael J. Profita	Loan Extension	Restricted	4(a)(2)
1/4/2022	New Issuance	6,000,000	Common	1.00	No	Melon Enterprises c/o George Mellon	Loan Extension	Restricted	4(a)(2)
1/4/2022	New Issuance	6,000,000	Common	1.00	No	Norman Siegel Living Trust c/o Norman Siegel	Loan Extension	Restricted	4(a)(2)
1/4/2022	New Issuance	5,000,000	Common	1.00	No	Dale Haase	Loan Extension	Restricted	4(a)(2)
1/4/2022	New Issuance	15,000,000	Common	1.00	No	James Vandenburghe	Loan	Restricted	4(a)(2)
1/4/2022	New Issuance	5,500,000	Common	1.00	No	Bosak, Porter Realty c/o Cary Bosak	Loan Extension	Restricted	4(a)(2)
1/4/2022	New Issuance	500,000	Common	1.00	No	Kaitlin Profita	Loan Extension	Restricted	4(a)(2)
1/4/2022	New Issuance	7,500,000	Common	1.00	No	Noah Clark	Consulting	Restricted	4(a)(2)

1/4/2022	New Issuance	500,000	Common	1.00	No	Blake Murcheson	Consulting	Restricted	4(a)(2)
1/4/2022	New Issuance	250,000	Common	1.00	No	Stephen P. Martin	Consulting	Restricted	4(a)(2)
1/4/2022	New Issuance	250,000	Common	1.00	No	Richard P. Martin	Cobsulting	Restricted	4(a)(2)
1/4/2022	New Issuance	2,500,000	Common	1.00	No	CRP Financial c/o Clyde Parks	Consulting	Restricted	4(a)(2)
1/4/2022	New Issuance	6,000,000	Common	1.00	No	James E. Honan, Jr.	Employment Agreement	Restricted	4(a)(2)
1/4/2022	New Issuance	3,000,000	Common	1.00	No	CleverComs LTD. c/o Rohan Chanmugan	Per Management Agreement	Restricted	4(a)(2)
1/4/2022	New Issuance	500,000	Common	1.00	No	Peter Cummings	Per Employment Agreement	Restricted	4(a)(2)
1/4/2022	New Issuance	500,000	Common	1.00	No	CleverComs LTD. c/o Rohan Chanmugan	Board Director Shares	Restricted	4(a)(2)
1/4/2022	New Issuance	500,000	Common	1.00	No	Dale Haase	Board Director Shares	Restricted	4(a)(2)
1/4/2022	New Issuance	500,000	Common	1.00	No	James E. Honan, Jr.	Board Director Shares	Restricted	4(a)(2)
6/1/2022	New Issuance	8,000,000	Common	1.00	No	Michael Balkin	Bridge Loan	Restricted	4(a)(2)
6/1/2022	New Issuance	3,000,000	Common	1.00	No	CleverComs LTD. c/o Rohan Chanmugan	Per Management Agreement	Restricted	4(a)(2)
6/1/2022	New Issuance	2,000,000	Common	1.00	No	Macaddian Marketing	Consulting	Restricted	4(a)(2)
6/1/2022	New Issuance	1,375,000	Common	1.00	No	Howard Isaacs	Consulting	Restricted	4(a)(2)
6/1/2022	New Issuance	625,000	Common	1.00	No	Richard Cavalli	Consulting	Restricted	4(a)(2)
7/25/2022	New Issuance	5,000,000	Common	1.00	No	Beachin Company	Consulting	Restricted	4(a)(2)

7/25/2022	New Issuance	10,000,000	Common	1.00	No	Valerian Capital	Consulting	Restricted	4(a)(2)
7/25/2022	New Issuance	5,500,000	Common	1.00	No	Doug Stukel	Debt Restructuring	Restricted	4(a)(2)
7/25/2022	New Issuance	5,000,000	Common	1.00	No	Bosak-Porter Realty Group	Debt Restructuring	Restricted	4(a)(2)
7/25/2022	New Issuance	4,000,000	Common	1.00	No	Mellon Enterprises – George Mellon	Debt Restructuring	Restricted	4(a)(2)
Total at 9/30/22	475,551,524 Common Shares 0 Preferred Shares								

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	Reason for Issuance (e.g., Loan, Services, etc.)
4/19/2021	$500,000	$500,000	N/A	9/15/2023	$1,000,000 due at maturity	Bosak Porter Realty Group c/o Greg Bosak	Bridge Loan – Restructured

07/31/2021	600,000	600,000	-0-	09/15/2023	Interest at Eight Percent (8%) per annum	Mellon Enterprises	Convertible Loan – Restructured
12/15/2021	$78,500	$78,500	N/A	9/15/2023	$150,000 due at maturity	Doug Stukel	Bridge Loan - Restructured
6/6/2022	$187,000	$187,000	N/A	9/15/2023	$290,000 due at Maturity	Michael Profita	Bridge Loan - Restructured
9/8/2022	$2,480,000	$2,480,000	$0	9/8/2023	$2,640,000 due at Maturity; 10% interest rate and warrants for 120,000,000 shares	Invenire Capital LP - Chad Nelson	Convertible Note
9/8/2022	$405,000	$405,000	$0	9/8/2023	$440,000 due at Maturity; 10% interest rate and warrants for 20,000,000 shares	King's Wharf Opportunities Fund LP - Chad Nelson	Convertible Note
9/8/2022	$505,000	$505,000	$0	9/8/2023	$550,000 due at Maturity; 10% interest rate and warrants for 25,000,000 shares	Trillium Partners LP – Steven Hicks	Convertible Note
9/8/2022	$125,000	$125,000	$0	9/8/2023	$137,500 due at Maturity; 10% interest rate and warrants for 6,000,000 shares	Michael Balkin	Convertible Note

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):

Name: **James E. Honan Jr.**
Title: **CEO**
Relationship to Issuer: **Officer**

Compiled Consolidated Financial Statements
of
AFFLUENCE Corporation
For the Quarter Ended September 30, 2022

AFFLUENCE Corporation
Consolidated Statement of Assets, Liabilities and Equity
As of September 30, 2022

		As of September 30, 2022
Assets		
Current Assets		
Bank – Operating Account	$	554,359
Accounts Receivable		548,898
Deposit – Rent		
Cash and Cash Equivalents		29,138

Total Current Assets		1,132,395
Fixed Assets		
Furniture and Equipment		
Scientific Equipment		-
Payable		-
Tangible		449,006
Intangibles		2,031,965
Goodwill		1,504,411
Total Fixed Assets		3,985,382
Total Assets	**$**	**5,117,777**

AFFLUENCE Corporation
Consolidated Statement of Assets, Liabilities and Equity
As of the September 30, 2022

		As of September 30, 2022
Liabilities & Equity		
Current Liabilities		
Accounts Payable	$	300,589
Deferred Revenue		
Accrued Interest		
Total Current Liabilities		300,589
Long Term Liabilities (Section 3B)		
Notes Payable		4,880,500
Other Current Liabilities		600,000
Total Long-Term Liabilities		5,480,500
Total Liabilities		5,781,089
Stockholders' Equity (Note C)		
Common Stock: $.0001 par value, 500,000,000 shares authorized, 474,551,524 issued and outstanding		47,555
Additional Paid in Capital		685,000
Retained Earnings		(1,528,537)
Net Income (Loss)		132,670
Total Stockholders' Equity		(663,312)
Total Liabilities and Stockholders' Equity	**$**	**5,117,777**

AFFLUENCE Corporation
Consolidated Statement of Operations
For the Period July 1, 2022 to September 30, 2022

	3 Months Ended September 30, 2022
Revenue	
Income	$ 453,005
Total Revenue	453,005
Cost of Goods Sold	
Cost of Goods Sold	141,047
Total Cost of Goods Sold	141,047
Gross Profit	311,958
Operating Expenses	
Operating Expenses	245,627
Total Operating Expenses	245,627
Operating Income (Loss)	66,331
Other Income	
Other Income	
Total Other Income	
Other Expenses	
	(66,340)
Total Other Expenses	(66,340)
Net Other Income	66,340
Net Income (Loss)	**$ 132,671**

AFFLUENCE Corporation
Consolidated Statement of Cash Flows

As of the September 30, 2022

	3 Months Ended September 30, 2022
Cash flows from Operating Activities:	
Net Income	$ 132,671
Adjustments to Reconcile Net Income (Loss) to Net Cash:	
Amortization	(79,913)
(Increase) Decrease in:	
Accounts Receivable	(128,756)
Increase (Decrease) in:	
Accounts Payable	(114,627)
Accruals	72,576
Total Adjustments	(395,872)
Net Cash Provided By (Used In) Operating Activities	(263,201)
Cash Flows from Investing Activities:	
Loss on Investment	-
Net (Purchase) Disposal of Equipment and Software	-
Net Cash Provided By (Used in) Investing Activities	-
Cash Flows from Financing Activities:	
Note(s) Payable.	787,403
Additional Paid in Capital	-
Capital Stock	-
Net Cash Provided By (Used in) Financing Activities	787,403
Net Cash Increase (Decrease) in Cash	524,202
Cash at Beginning of Period	30,157
Cash at End of Period	**$ 554,359**

Affluence Corporation
Statement of Changes in Stockholder's Equity

	Number of Shares	Common Stock	Preferred A Stock	Preferred B Stock	Additional Paid – in Capital	Stock Subscription Receivable	Retained Earnings	Total
Balance at June 30, 2022	446,051,524	44,605	0	0	685,000	0	(1,528,537)	(798,933)
Company amended shares issued as follows:								
Issued Stock Common	29,500,000	2,950				-	-	2,950
Issued Stock Preferred			)					
Adjustment to Preferred Stock				-				-
Adjustment to Retained Earnings	-	-		-	-	-		-
One-time accounting adjustment	-	-		-	-	-	-	
Net Income	-	-		-	-	-	132,671	132,671
Balance at September 30, 2022	475,551,524	47,555	0		685,000	0	(1,395,866)	(663,312)

For the Period ended September 30, 2022

Notes to the Financial Statements

Special Note Concerning New Management Review of these Consolidated Financials

Further review will continue of the Company's books and records, and while no other corrections or adjustments are contemplated, management reserves the right to make them should any be discovered.

Note A – Nature of Business and Summary of Significant Accounting Policies

The Company was incorporated in Colorado on November 23, 1994 as BSA SateLink Inc. On September 26, 2008, its wholly owned subsidiary (CBI Acquisition, Inc.) merged with Clear Blue Interactive, dba Affluence Corporation. On December 4, 2008, the Company filed a name change with the State of Colorado, changing its name to Affluence Corporation in order to better reflect the Company's business at that time. BSA Satelink was engaged in the business of satellite dish telemarketing and upon the merger with Affluence Corporation ceased operating in the satellite dish telemarketing business and the principal business became the social network site for affluent individuals. Affluence Corporation maintains a social media website on the internet. Affluence Corporation is now a telecom technology and smart cities company focused on 4G and 5G technology. The Company provides engineering and design services for telecom construction projects as well as smart cities applications worldwide.

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting. Revenues are recognized at the time when the services are provided and earned, and expenses are recorded when incurred.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents.

Income Taxes

The Company files as a regular C Corporation for Federal tax purposes.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Advertising

The Company expenses all advertising and marketing costs as incurred. Advertising and marketing costs for the Third Quarter 2022 was $25,000.

Fair Value of Financial Instruments

The Company believes that the carrying value of its current assets and current liabilities approximate the fair value of such items due to their short-term nature. The carrying amounts of cash, accounts receivable, accounts payable and other liabilities are carried at amounts that reasonably approximate their fair values.

Property and Equipment

Property and equipment are stated at cost. The Company provides for amortization on the straight-line method and depreciation on the straight-line and MACRS methods over the estimated useful lives of the related assets. Major classes of property and equipment and their related lives are as follows:

Intellectual Property – not currently amortized

Maintenance and repairs are expensed as incurred. Replacements and betterments are capitalized.

Asset Impairment

When the Company has long-lived assets, which have a possible impairment indicator, the Company estimates the future cash flows from the operation of these assets. Because events and circumstances frequently do not occur as expected, there will usually be differences between the estimated and actual future cash flow and these differences may be material. If the estimated cash flows recoup the recorded value of the assets; they remain on the books at that value. If the net recorded value cannot be recovered, the assets are written down to their market value if lower than the recorded value.

Note B – Property and Equipment

For the Third Quarter 2022, the Company had $30,866 of property and equipment and $350 of amortization expenses.

Note C – Stockholders' Equity

On September 29. 1994, the Company incorporated in the State of Colorado with 1,000,000 authorized Common shares, at zero par value.

On April 21, 1998, the Company amended its Articles of Incorporation by increasing the number of authorized Common shares to 100,000,000 with a par value of $.0001.

On August 25, 2009, management, and certain members of the Affluence board of directors of Affluence Corporation entered into an agreement to purchase all 9,000,000 shares of the founder and largest shareholder, Scott Mitchell and issued a promissory note for &1.1 million secured by the 9,000,000 shares ("the Mitchell Note"). Under the terms of the agreement Mr. Mitchell would no longer have a role in the operations of the company and agreed to resign his seat as a board member. Also, under the agreement Charles Fink, Marc Mitchell and John Linden would resign their board seats as well. Doug Stukel became interim CEO and he, Lee Wiskowski and David Beamish maintained their board seat. In December 2010, the agreement was restructured to provide a monthly payment against the note and a percentage of capital raised to be applied against the obligation owed under the note.

On January 1, 2010, the company agreed to acquire SearchChannel, Inc. The company exchanged 1,500,000 shares of stock, agreed to assume SearchChannel's line of credit of approximately $62,000 and issued a promissory note for $100,000 to its founder and lone shareholder William Furlong. As part of the agreement, Mr. Furlong agreed to assume the President's role of the company once the company reached funding levels of $3 million in operating cash.

On January 1, 2011 Mr. Wiskowski resigned his board seat and Mr. Profita was elected to serve as CEO and on the Board of Directors.

On January 1, 2012 William Furlong resigned as CEO of the company and forfeited a $100,000 promissory note issued to Mr. Furlong in conjunction with the acquisition of SearchChannel. Michael J. Profita was named CEO of the company.

On June 3, 2012, the Board of Directors unanimously approved to increase the number of authorized shares to 300,000,000. However, this increase was never filed with the State of Colorado, so there was no change made to the Company's Articles of Incorporation, and as such the number of authorized Common shares was never increased.

On September 30, 2012, the board of directors approved the formation of Affluence Connect, PLC a UK based subsidiary formed with the intention of listing its stock on the London

GXG Stock Exchange in 2013. In conjunction, the Company issued 2,854,635 shares of stock to Small Cap Consulting, GMbH to facilitate the listing. This transaction was never consummated, and the Company was never listed on the London GX Stock Exchange.

On June 1, 2013, the board of directors approved the purchase of the art collection of Matt Lamb from the Matt Lamb Gallery for $685,000 in cash and 1 million shares of common stock. The Company financed the purchase through debt funding. It was the intention of the Company to sell the art to premium members once the premium site was built, but due to legal issues the artwork was never delivered to the Company.

On December 31, 2018, the Company amended its Articles of Incorporation by creating 1,000,000 Series A Preferred shares with a par value of $.00001 and 5,000,000 Series B Convertible Preferred shares with a par value of $.00001. The two series were created for the purpose of setting up a voting control block (Series A) and to settle long term debt (Series B).

On December 31, 2018, the Company issued 942,700 shares of Series B Convertible Preferred stock to settle $8,079,268 worth of debt stemming from a long-standing convertible bridge loan. After the settlements, the Company has only $249,221 of remaining debt.

On December 31, 2018, the Company issued 1,052,247 shares of Series B Convertible Preferred stock to settle $5,261,237 worth of deferred compensation owed to officers, directors, and past employees of the Company. After the settlements, the Company has $-0- deferred compensation owed.

As part of a proposed reorganization and business management plan, on January 24, 2019, the Company issued 1,000,000 Series A Preferred shares to NDMI, a business consulting, sales, and third-party management company.

On April 30, 2019, Ryan Prince Kennedy was appointed as the Company's CEO and also as a Director.

On April 30, 2019, the Company bought 50% of MTAC Branding & Talent Solutions Inc. for 40,000 Shares of the Company's Series B Convertible Preferred stock. However upon further review of the transaction by management in Q4, 2019, it was discovered there were numerous inconsistencies and discrepancies with the transaction, including that the transaction was not approved by executive management nor by the Board of Directors on that date, and as such, new management cancelled and unwound the entire transaction, has cancelled the Series B Convertible Preferred Stock and has returned all assets and ownership back to their original owners and/or holders.

On April 30, 2019, the Company bought 50% of Streetbeatz Urban, Inc. for a combination of $150,000 in the form of a convertible promissory note and 2,000,000 shares of the Company's Common. After the Note defaulted, the Company negotiated a Consent to Judgment with the Holder. On November 14, 2019, new management negotiated a settlement with the Holder and the Note is due in full on or before December 29, 2019. However, upon further review of the transaction by management in Q4 2019, it was discovered there were numerous inconsistencies and discrepancies with the transaction, including that the transaction was not approved by executive management nor was the transaction approved by the Board of Directors on that date. Additionally, it was discovered that the transaction may not have been an arm's length transaction, and as such, new management cancelled and unwound the entire transaction, including the settlement agreement, has cancelled the shares of common stock, and has returned all assets and ownership back to their original owners and/or holders.

On May 1, 2019, per his tendered resignation letter, Michael Profita resigned from all positions with the company.

On May 1, 2019, per his tendered resignation letter, Douglas Stukel resigned from all positions with the company.

On May 1, 2019, per his tendered resignation letter, David Beamish resigned from all positions with the company.

On May 20, 2019, Ryan Prince Kennedy, the Company's then President, bought 500,000 Shares of the Company's Series A Preferred stock from Next Dimension Marketing, Inc. These shares were never fully paid for and as such became part of the settlement agreement referred to in relationship to the April 30, 2019 transaction, which was subsequently cancelled and unwound.

On May 20, 2019, the Company purchased the remaining 500,000 Shares of the Company's Series A Preferred stock from Next Dimension Marketing, Inc. for $250,000, payable in a Promissory Note, and immediately retired the shares. These shares were never fully paid for and as such became part of the settlement agreement referred to in relationship to the April 30, 2019 transaction, which was subsequently cancelled and unwound.

On September 6, 2019, the Company acquired 50% of Summer Hill Beverage Group LLC for 3,000,000 shares of restricted common stock.

On November 14, 2019, Ryan Prince Kennedy resigned from all positions with the Company.

On November 14, 2019, James E. Honan Jr. was appointed the Company's sole Officer and Director.

On November 20, 2019, in recognition of previously approved and unpaid compensation debt owed to a former Officer and Director, a Convertible Promissory Note was issued to Michael Profita in the amount of $250,000.

On November 20, 2019, in recognition of previously approved and unpaid compensation debt owed to a former Officer and Director, a Convertible Promissory Note was issued to Douglas Stukel in the amount of $250,000.

On November 20, 2019, in recognition of previously approved and unpaid compensation debt owed to a former Officer and Director, a Convertible Promissory Note was issued to David in the amount of $250,000.

On December 18, 2019, Dale Haase was appointed as a Director of the Company.

On December 31, 2019, the Company acquired RAS, Inc. as a wholly owned subsidiary for stock and compensation to be determined at a future date.

On December 31, 2019, the Company acquired 5-Stems, LLC as a wholly owned subsidiary for stock and compensation to be determined at a future date.

On December 31, 2019, the Company acquired the assets of Vibe Wireless, LLC for stock and compensation to be determined at a future date.

On January 20, 2020, after further reviewing the Series A Preferred shares, the Company's management and Board of Directors voted unanimously to cancel the issuances of these shares and to further cancel the entire class.

On January 21, 2020, Rohan Chanmugam was appointed as a Director of the Company.

On February 15, 2020, the Company issued a promissory note in the amount of $450,000 as compensation for the acquisition of RAS, Inc.

On March 27, 2020, the Company issued a promissory note in the amount of $1,000,000 as compensation for the acquisition of the assets of Vibe Wireless, LLC. These assets included a Telecommunications License for Grenada. Currently, the Company is working with both US and Grenada legal counsel to clarify with the Grenada Telecommunications Ministry (i) transfer restrictions associated with the Grenada License,

and (ii) extend the time period which Affluence has under the License to initiate and commercially deploy business operations in Grenada under the License. In the event the Company is not able to favorably clarify the aforementioned transfer restrictions and extend such time period, Affluence might be required to revise downward the value of the Vibe License in its financial statements.

On April 27, 2020, the Company cancelled the acquisition of 5-Stems, LLC due to an inability to come to final financial terms acceptable to all parties.

On June 24, 2020, the Company entered into a Letter of Intent to acquire the assets of Flexiscale, LTD for stock and compensation to be determined at a future date.

On June 24, 2020, the Company was served with a lawsuit from a third party claiming that he is owed $250,000 based on a contract issued by the previous CEO who was dismissed in November 2019. The Company is vigorously defending the lawsuit and is contemplating further legal action against the individual involved.

On June 30, 2020, the Company engaged with Kirkland & Ellis to perform all of the legal requirements necessary to file a Regulation D funding and to provide legal counsel for pending acquisitions.

On July 7, 2020, the Company appointed Joe Abrams to serve on its Advisory Board.

On October 6, 2020, the Company appointed several new Officers to the Company, which included Rohan Chanmugam as CEO of Affluence Global, John McElligott as COO and Peter Cummings as CFO.

On October 2, 2020, the Company acquired OneMind Smart City business unit from Worldsensing and established OneMind Technologies S.L. which is a wholly owned subsidiary of Affluence Corporation. The Company acquired OneMind Technologies for $1.755 million (1.5 million Euro) and executed an asset purchase agreement including a promissory note to Worldsensing for $1.755 million (1.5 million Euro) and six percent (6%) interest.

On December 15, 2020, the Company named Stephane Eyme as CEO of OneMind Technologies, S.L.

On January 28, 2021, the Company agreed to acquire Flexiscale, Ltd. and Flexing, Ltd. The two companies are in the process of negotiating the definitive acquisition agreement.

On February 17, 2021, the Company announced it intended to establish a legal entity in Singapore in response to several business opportunities in Asia.

On March 31, 2021, the Company and Flexiscale, Ltd. and Flexient, Ltd. agreed to cancel the June 24, 2020 Letter of Intent for the Company to acquire the assets of Flexiscale, Ltd. and Flexient, Ltd. and agreed to terminate all acquisition negotiations.

On April 21, 2021 the Company and ISLP Technologies of India agreed to a Letter of Intent for the purchase of ISLP Technologies. The companies are in the process of negotiating the definitive acquisition agreement.

On June 30, 2021, the Company converted 1,994,907 shares of Series B Preferred Stock into 99,745,350 shares of Common Stock. The Series B Preferred Stock was originally issued on 12/31/2018. The Series B Preferred Stock was eligible for conversion as of 1/1/2021. The Company believes it is in the best interest of the Company to simplify the capital structure by eliminating the overhang. The Company also believes it was in the best interest of the individual shareholder to execute the one time conversion. After the conversion there is no Preferred Stock issued or outstanding.

On July 28, 2021 the Company increased the number of authorized shares to 500,000,000.

On September 20, 2021 the Company executed a term sheet with Vell Holdings Ltd. to enter into a joint venture for Vell Holdings, Ltd. to provide up to $40 million for project funding for various projects in Asia. The Company has subsequently chosen to allow the term sheet to expire.

On October 5, 2021 the Company executed a Letter of Intent to acquire Saamarthya Management Consultancy P Ltd, India. The Company has subsequently chosen to allow the Letter of Intent to expire.

On October 28, 2021 the Company's OneMind Technologies subsidiary entered into a global master services agreement with Dell Technologies.

On October 28, 2021 the Company's OneMind Technologies subsidiary entered into a global master services agreement with Orange Business Services.

On November 1, 2021 the Company issued 2,500,000 shares of restricted common stock to the Bosak-Porter Realty Group in conjunction with a loan extension.

On December 12, 2021 the Company announced that OneMind Technology received a $1.6 million contract award for phase 1 of the NEOM Smart City Project. OneMind Technology is a subcontractor on the project through Dell Technologies.

On December 31, 2021 the Company cancelled the Vibe Wireless acquisition through a signed letter agreement and has restated the 2020 financial statements to reflect the cancellation.

On January 13, 2022 the Company executed a Letter of Intent to acquire SiteWhere, LLC. The Company has subsequently chosen to allow the Letter of Intent to expire.

On June 1, 2022 the Company issued 8,000,000 shares of restricted common stock to Michael Balkin as part of the terms of a loan to the Company.

On June 1, 2022 the Company issued 3,000,000 shares of restricted common stock to Rohan Chanmugan as part of the terms of a management consulting agreement.

On June 1, 2022 the Company issued 1,375,000 shares of restricted common stock to Howard Isaacs as part of the terms of a management consulting agreement.

On June 1, 2022 the Company issued 2,000,000 shares of restricted common stock to Macadam Marketing as part of the terms of a management consulting agreement.

On June 1, 2022 the Company issued 625,000 shares of restricted common stock to Richard Cavali as part of the terms of a management consulting agreement.

On July 1, 2022 the Company unwound the RAS subsidiary purchase agreement. Under the terms of the new agreement the Company gave control back to the original owners in exchange for the cancelation of $450,000 of debt due to the original owners of RAS.

On July 25, 2022 the Company's board of directors approved increasing the number of authorized shares to 4,000,000,000.

On July 25, 2022 the Company issued 5,000,000 shares of restricted common stock to the Beachin Company as part of the terms of a management consulting agreement.

On July 25, 2022 the Company issued 10,000,000 shares of restricted common stock to Valerian Capital as part of the terms of a management consulting agreement.

On July 25, 2022 the Company issued 5,500,000 shares of restricted common stock to Doug Stukel in conjunction with the restructuring of debts owed to Mr. Stukel from the Company.

On July 25, 2022 the Company issued 4,000,000 shares of restricted common stock to Mellon Enterprises in conjunction with the restructuring of debts owed to Mellon Enterprises from the Company.

On July 25, 2022 the Company issued 5,000,000 shares of restricted common stock to Bosak-Porter Realty Group in conjunction with the restructuring of debt owed to Bosak-Porter Realty Group from the Company.

On July 28, 2022 the Company entered into a funding agreement with Invenire Capital to provide $3,300,000 of funding in a Convertible Loan Agreement.

On July 29, 2022 the Company completed the purchase of OneMind Technologies, SL from WorldSensing Corporation.

On September 8, 2022 the Company executed a Convertible Loan Agreement with Invenire Capital, LP. The Company received a total of $2,395,000 net of legal and professional fees. The Company will owe $2,640,000 on the maturity date. Invenire Capital, LP also received 120,000,000 warrants that convert into common stock on a one-for- one basis. In the event that the Company re-pays the amount due at maturity prior to March 7, 2023 the number of warrants available for conversion will be reduced by 50%.

On September 8, 2022 the Company executed a Convertible Loan Agreement with King's Wharf Opportunity Fund. The Company received a total of $395,000 net of legal and professional fees. The Company will owe $440,000 on the maturity date. King's Wharf Opportunity Fund also received 20,000,000 warrants that convert into common stock on a one-for- one basis. In the event that the Company re-pays the amount due at maturity prior to March 7, 2023 the number of warrants available for conversion will be reduced by 50%.

On September 8, 2022 the Company executed a Convertible Loan Agreement with Trillium Partners, LP. The Company received a total of $495,000 net of legal and professional fees. The Company will owe $550,000 on the maturity date. Trillium Partners, LP also received 25,000,000 warrants that convert into common stock on a one-for- one basis. In the event that the Company re-pays the amount due at maturity prior to March 7, 2023 the number of warrants available for conversion will be reduced by 50%.

On September 8, 2022 the Company and Michael Balkin entered into an agreement to convert $125,000 previously owed to Mr. Balkin into a Convertible Loan Agreement . The Company will owe $137,500 on the maturity date. Mr. Balkin also received 6,000,000 warrants that convert into common stock on a one-for- one basis. In the event that the Company re-pays the amount due at maturity prior to March 7, 2023 the number of warrants available for conversion will be reduced by 50%.

On September 15, 2022 the Company engaged Accell Audit and Compliance, PA as its auditors.

Note D – Subsequent Events

N/A

Note E – Related Party Transactions

On April 30, 2019, the Company entered into two purchase agreements with Companies partially owned by the then CEO of the Company. Both of these transactions have since been cancelled and unwound.

Note F – Commitments and Contingencies

Contingent Liabilities – Operating Leases

The Company leases office space from Worldsensing for OneMind Technologies, S.L. and paid $2,730 in rent expenses for the current period.

In the normal course of its business, the Company is subject to litigation. Management, based upon discussions with its legal counsel, does not believe any claims, individually or in the aggregate, will have a material adverse impact on the Company's financial position.

Note H – Income Taxes

The Company files federal and state income tax returns on a calendar year basis. For calendar year 2022 the Company would have an estimated tax liability of $0 based on the net income for the period and current federal and state corporate income tax rates. A provision for income taxes was included in the financial statements.

Note I – Basis of Consolidation

The Group financial statements consolidate those of the parent company and all its subsidiaries. The subsidiaries are all entities over which the Group has the power to control the financial and operating policies. The Company obtains and exercises control through all the voting rights of the subsidiaries.

Any intercompany receivables, payables, sales, purchases, and profits are eliminated.

5) Issuer's Business, Products and Services

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

Affluence Corporation is a technology company focused on 5G and IoT solutions that will power the next generation internet.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers, or control persons. Subsidiary information may be included by reference.

1. OneMind Technologies, S.L. – is a wholly owned subsidiary of the Company and develops Smart City Software solutions which are deployed throughout the world.

Control Person: Stephane Eyme
Address: Variat 47 Tenth Floor
Barcelona, Spain 08014
Phone: 34-93-418-05-85

Describe the issuers' principal products or services, and their markets.

The Company develops and markets smart city software solutions. The software is deployed throughout the world.

6) Issuer's Facilities

Address: 1200 Harger Rd, Suite 500, Oak Brook, IL 60523
Phone: 702-295-6409
The Company uses this office free of rent and without a lease.

Address: Variat 47 Tenth Floor
Barcelona, Spain 08014
Phone: 34-93-418-05-85

7) Officers, Directors, and Control Persons

Using the tabular format below, please provide information regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any 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 of an individual representing the corporation or entity in the note section.

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
Michael J Profita	Owner of more than 5% of a class	Elmhurst, IL	35,685,138	Common	7.5%	
David Beamish	Owner of more than 5% of a class	New Lenox, IL	24,500,000	Common	5.2%	
ONE-SEVEN LLC (Douglas Stukel)	Owner of more than 5% of a class	Orland Park, IL	34,999,946	Common	7.4%	
Dale Haase	Director	Burr Ridge, IL	27,500,000	Common	5.7%	Control Person
James E Honan Jr.	CEO and Director	Hinsdale, IL	18,000,000	Common	3.9%	Control Person
Rohan Chanmugam	Director	London, UK	19,000,000	Common	4.0%	Control Person

8) Legal/Disciplinary History

A. Please identify whether any of the persons 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).
N/A

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.
N/A

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
N/A

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.
N/A

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

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 Leinwand
Firm:	
Address 1:	18305 Biscayne Blvd Suite 200
Address 2:	Aventura, FL 33180
Phone:	(954) 9037856
Email:	jonathan@jdlpa.com

Accountant or Auditor

Name:	Christopher Hiestand
Firm:	Accell Audit and Compliance, PA
Address 1:	4806 W. Gandy Blvd
Address 2:	Tampa, FL 33611
Phone:	(813) 367-3527
Email:	chiestand@accell-ac.com

Investor Relations Consultant

N/A

Other Service Providers
N/A

10) Issuer Certification

Principal Executive Officer/Principal Financial 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).

The certifications shall follow the format below:

I, James E Honan Jr. certify that:

1. I have reviewed this Quarterly Disclosure Statement of AFFLUENCE Corporation.

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.

November 20, 2022
/s/ James E. Honan Jr.
CEO/Principal Financial Officer