

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Rushnet, Inc.
12725 W Indian School Rd Suite 101
Avondale, AZ 85392
(916) 616-7037
Mcunha53@gmail.com
SIC CODE: 2000

Annual Report

For the period ended March 31, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

8,576,427,509 as of March 31, 2024

8,576,427,509 as of December 31, 2023

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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: ☒

Change in Control

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

Yes: ☒ No: ☐

¹ "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.

Original incorporation – RushNet, Inc. Currently a Colorado corporation incorporated in January 15, 1997 in Nevada and converted to the state of Colorado in July 2018– Active

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 Colorado – 1997 - Active

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:

12725 W Indian School Rd, E 101 Avondale, AZ 85392

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

☒ Check 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?

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Mountain Share Transfer LLC. .

Phone (404) 474-3110

Email: service@mountainsharetransfer.com

Address: 2030 Powers Ferry Road SE, Suite 212, Atlanta, GA, 30339

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol: RSHN
Exact title and class of securities outstanding: Common
CUSIP: 782074108
Par or stated value: \$0.0001
Total shares authorized: 9,000,000,000 as of 03/31/24
Total shares outstanding: 8,576,427,509 as of 03/31/24
Number of shares in Public Float 7,127,023,194 as of 03/31/24
Total number of shareholders of record: 133 as of 03/31/24

All additional class(es) of publicly quoted or traded securities (if any): None

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	<u>Series A Preferred</u>	
CUSIP (if applicable):	N/A	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>50,000,000</u>	<u>as of date: March 31, 2024</u>
Total shares outstanding (if applicable):	<u>35,000,000</u>	<u>as of date: March 31, 2024</u>
Total number of shareholders of record (if applicable):	<u>1</u>	<u>as of date: March 31, 2024</u>

Exact title and class of the security:	
CUSIP (if applicable):	N/A
Par or stated value:	
Total shares authorized:	<u> </u>
Total shares outstanding (if applicable):	<u> </u>
Total number of shareholders of record (if applicable):	<u> </u>

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Common shareholders have the right to vote on a one for one basis; are entitled to dividends as declared by the board of directors; have no pre-emptive rights .

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

Series A Voting Preferred - The number of votes that the holder of the Series A — convertible 500 to 1 in terms of voting rights.

No redemption or sinking fund rights..

3. Describe any other material rights of common or preferred stockholders.

None

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any 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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <div>Opening Balance</div>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date 12/31/20 Common: 7,764,641,795 Preferred A 35,000,000 Preferred B 32,000,000									
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. *You must disclose the control person(s) for any entities listed.	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.
8/21/21	New Issuance	240,000,000	Common	\$.002	Yes	Ashley Sweat	Acquisition	Restricted	4(a)(1)

<u>8/21/21</u>	<u>New Issuance</u>	<u>60,000,000</u>	<u>Common</u>	<u>.002</u>	<u>Yes</u>	<u>Daniel Bauer</u>	<u>Acquisition</u>	<u>Restricted</u>	<u>4 (a)1</u>
<u>10/21/21</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>.002</u>	<u>Yes</u>	<u>Fredrick Berger</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>12/16/21</u>	<u>New Issuance</u>	<u>60,000,000</u>	<u>Common</u>	<u>.002</u>	<u>Yes</u>	<u>New to Street hi a group LLC (Avi Azoulay)</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>12/28/22</u>	<u>New Issuance</u>	<u>400,000.000</u>	<u>Common</u>	<u>.002</u>	<u>Yes</u>	<u>Innovative Digital Investors Emerging Tech LP (control person Jonathan Bates)</u>	<u>Cash</u>	<u>Restricted</u>	<u>4(a)1</u>
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report: <u>Ending Balance</u> <u>Ending Balance:</u> Date <u>03/31/24</u> Common: <u>8,576,427,509</u> Preferred: A <u>35,000,000</u> Preferred B <u>37,000,000</u>									

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☒ Yes: ☐ (If yes, you must complete the table below)

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder.</u> <small>*You must disclose the control person(s) for any entities listed.</small>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
(Please ensure that these descriptions are updated on the Company's Profile on www.otcmarkets.com).

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")
The company operates under the name HeliosDX, and is headquartered in Alpharetta Georgia. Services provided consist of high complexity urine drug testing.(UDT) Allergy droplet cards, oral fluids, PCR (Nail, wound,RPP, STI, G.I., UTI) and PGX testing through lab partners. Grandeza Healthcare Consultants, LLC. Grandeza was organized in the state of Tennessee on June 5, 2020, and is headquartered in Soddy Daisy, Tennessee. The company provides management services and insurance billing services principally to clinical reference laboratories.
- B. List any subsidiaries, parent company, or affiliated companies. HeliosDx LLC, Grandeza Healthcare Consultants LLC, and RushNet, Inc.
- C. Describe the issuers' principal products or services.(UDT), allergy droplet cards, oral fluids, PCR, (Nail, wound, our PP, STI, G.I., UTI), and PGX testing through Leo Partners. Additionally the company provides management services and insurance billing services principally to clinical reference laboratories.

5) 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.

12725 W Indian School Rd, E 101 Avondale, AZ 85392

6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, 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.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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.

Names of All Officers, Directors and Control Persons	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	Names of control person(s) if a corporate entity
Michael A. Cunha	CEO, President, Secretary, Director	Avondale, AZ	35,000,000		Preferred A	<u>100%</u>	<u>58% voting rights</u>
_____	_____	_____	_____		_____	_____	_____
_____	_____	_____	_____		_____	_____	_____

1) 7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);
None

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;
None

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;
None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or
None

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.
None

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.
None

- 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.

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Gary L. Blum ESQ
Address 1: 3278 Wilshire Blvd., Suite 603
Address 2: Los Angeles, CA 90010
Phone: (213) 369-8112
Email: gblum@gblumlaw.com

Accountant or Auditor

Name:
Firm:
Address 2:
Email:

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

Twitter: _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] _____

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), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____

Email: _____

9) Disclosure & Financial Information:

A. This Disclosure Statement was prepared by (name of individual):

Name: William Tynan
Title: Accountant
Relationship to Issuer: Consultant

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

- ☐ IFRS
☒ U.S. GAAP

B. The following financial statements were prepared by (name of individual)²:

Name: WILLIAM TYNAN
Title: Accountant
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements: 20 years experience as accountant, auditor and financial statement preparation. Graduate Pace University in accounting & PWC auditor.

Provide the following financial statements 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.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

² The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

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 Annual Report.

The certifications shall follow the format below:

I, Michael Cunha certify that:

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

March 31, 2024 [Date]

/s/ Michael A. Cunha [CEO's Signature]

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

Principal Financial Officer:

I, Michael Cunha certify that:

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

March 31, 2024 [Date]

/s/ Michael A. Cunha [CFO's Signature]

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

Rushnet, Inc.

Annual Financial Statements
For the Three Months Ended March 31, 2024
Unaudited

Contents

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Rushnet, Inc.

12725 W Indian School Rd Suite E101
Avondale, AZ 85392

August 14, 2024

I hereby certify that the accompanying unaudited financial statements and related footnotes hereto are based on the best information currently available to the Company. To the best of my knowledge, this information presents fairly, in all material respects, the financial position and stockholders' equity of Rushnet, Inc. as of March 31, 2024 and the results of its operations and cash flows for the Period ended March 31, 2024 in conformity with accounting principles generally accepted in the United States of America.

/s/ Michael Cunha
CEO

Rushnet Inc. Unaudited Consolidated Balance
Sheets

	March 31 2024	12/31/2023
ASSETS	(Unaudited)	(Unaudited)
Current Assets:	\$ 3,145	\$ 22,255
Cash		
Accounts receivable, net (note 3)	175,869	439,673
Prepaid expenses	0	19,162
Total Current Assets	179,014	481,090
Other Assets:		
Goodwill	4,109,796	5,550,933
Prepaid expenses other long term assets	0	15,580
Total Other Assets	4,109,796	5,566,513
Total Non-Current Assets	4,109,796	5,566,513
TOTAL ASSETS	4,288,810	6,047,603
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable and accrued expenses		
	95,745	1,196,822
Line of credit (note 7)	0	190,916
Deposit liability	0	81,150
Current portion of debt obligation	0	0
Operating lease obligations (note 6)	0	73,437
Finance lease obligations (note 6)	0	139,654
Total Current Liabilities	95,745	1,681,979
Non-Current Liabilities:		
Debt obligation	4,252,389	4,252,389
Deferred tax liability (note 5)	137,920	137,920
Operating lease obligations (note 6)	0	20,985
Finance lease obligations (note 6)	0	145,719
Total Non-Current Liabilities	4,390,309	4,557,013
TOTAL LIABILITIES	4,486,054	6,238,992
Shareholders' Equity:		
Additional paid in capital	426,678	426,678
Common stock (\$.0001 par value) (note 9)	58,573	58,573
Preferred stock, series A (\$.0001 par value)	3,500	3,500
Preferred stock, series B (\$.0001 par value)	-	-
Warrants outstanding	6,000	6,000
Retained Earnings	(691,995)	(686,140)
Total Shareholders' Equity	(197,244)	(191,389)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 4,288,810	\$ 6,047,603

Three Months Ended March 31, 2024 and 2023

(Unaudited)

	M arch 31, 2024	M arch 31, 2023
REVENUES		
Billing services	\$ -	-
Laboratory testing fees	0	621,897
Total Revenues	0	621,897
Cost of Revenues		
Direct labor	0	89,047
Other direct costs	0	210,437
Total Cost of Revenues	0	299,484
Gross Profit	0	322,413
EXPENSES		
Operating Expenses		
Selling and general and	5,855	571,273
Depreciation and amortization	0	79,034
Total Operating Expenses	5,855	650,307
INCOME (LOSS) FROM OPERATIONS	0	(327,894)
Other Income (Expense)		
Interest income	-	0
Interest expense	0	(107,429)
Other income	0	0
Total Other Income (Expense)	0	(107,429)
NET INCOME (LOSS) Before Taxes	(5,855)	(\$ 435,323)
Current income tax (expense)	-	-
Deferred income tax (expense)	0	-23,027
Total Income Tax (Expense)	0	-23,027
NET INCOME (LOSS) AFTER TAXES	(5,855)	(\$ 458,350)
Net Basic and Fully Diluted Earnings Per Share		
Share	(\$ 0.00)	(\$ 0.00)
Weighted average of common outstanding:		
Basic	8,576,427,509	8,174,641,795

No assurance provided - the notes are an integral part of these financial statements

Rushnet Inc. Unaudited Consolidated Stockholders Equity Statement

	common Stock		Preferred Stock-Series A						
	Shares	Amount (Par \$.000	Shares	Amount (Par \$.0001	Sh 32,000,000	(Par \$.0001)	Warr Outstanding	Paid- Capital	Retained Earnings (Deficit)
Balance, 8,174,641,795	\$ 18,395	35,000,000	\$ 3,500			\$		\$ 386,500	\$ 585,540
Issuance of common stock on									
21, 2022		-	-	-		-		40,000	-
Net income for the period									
-		-		-	-	-		-	-
Balance, March 31, 2022	8,574,641,795	5,000,000 \$	32,00 0,000	\$	-	\$		\$ 426,500	\$
Net income for the period									
	-	-	-	-	-	-		-	214,359
Balance, June 30, 2022	8,574,641,795	35,000,000	\$ 3,500	32,000,000	\$	6,000	\$ 426,500	\$ 542,810	
Net income for the period									
	-	-	-	-	-	-		-	(458,350)
Balance, September 30, 2022	8,574,641,795	35,000,000	\$ 3,500	32,000,000	\$	6,000	\$	\$ 84,460	
Net income for the period									
	-	-	-	-	-	-		-	(163,572)
Balance, December 31, 2022	8,574,641,795	35,000,000	\$ 3,500	32,000,000	\$	6,000	\$ 426,500	(\$ 79,112)	
Net income for the Year Ended 12/31/23									
	-	-	-	-	-	-		-	(607,028)
Share Issuance 1,785,714									
Balance, December 31, 2023	8,576,427,509	\$58,573	35,000,000	\$3,500	32,000,000	\$	-	6,000 \$426,678	\$ (686,140)

Net income for the Year Ended 3/31/24

(\$5,855)

Balance, March 31, 2024 8,576,427,509 \$ 58,573 35,000,000 \$ 3,500 32,000,000 \$ 6,000 \$ 426,678 \$ (691,995)

Rushnet Inc. Unaudited Consolidated Cashflow
Statement

OPERATING ACTIVITIES:		
Net income	(5,855)	-458350
Adjustments to reconcile net income to net cash (used in) provided by operating activities: Depreciation and amortization		
(Increase) decrease in		79034
Accounts Rec.:	0	23,027
		(59,762)
Prepays and other assets	0	-68,442
Right to use operating leases		-160
Increase (decrease) in:		
Accounts payable and accrued expenses	(13,255)	69,295
Net Cash Provided by Operating Activities	(19,110)	(244,092)
INVESTING ACTIVITIES:		
(Purchase) proceeds-fixed assets	-	0
Net Cash (Used in) Provided by Investing	-	0
FINANCING ACTIVITIES:		
Proceeds (payments) from line of credit, net		-67,682
Principal proceeds (payments) on debt	0	366633
Stock issuance & warrants		86,000
Net Cash proceeds in Financing Activities	0	298,951
Net Change in Cash and Cash Equivalents	\$ (19,110)	54,859
Cash and cash equivalents at the beginning of	22,255	33,716
Cash and Cash Equivalents at the End of the Period	\$ 3,145	\$ 88,575

Rushnet, Inc.
Notes to the Unaudited Annual Financial Statements
For the Period Ended March 31, 2024

Note 1: Organization and Nature of Operations and Presentation of Financial Statements

RushNet, Inc. was organized in Nevada on January 15, 1997, redomiciled to Colorado on January 2, 2015; its principal offices are in Alpharetta, Georgia. The consolidated financial statements include those of RushNet, Inc. and its legal subsidiaries; Chattahoochee Physicians Laboratory Services, LLC; doing business as HeliosDx (the Company), and Grandeza Healthcare Consultants, LLC (Grandeza).

HeliosDx was organized in Georgia on May 19, 2015, upon receipt of initial member contributions (the “date of inception”) as a limited liability company. The Company operates under the name of HeliosDx, and is headquartered in Alpharetta, Georgia. Services provided consist of high complexity urine drug testing (UDT), Allergy Droplet Cards, Oral Fluids, PCR (Nail, Wound, RPP, STI, GI, UTI), and PGX testing through Lab Partners. Grandeza was organized in the state of Tennessee on June 5, 2020, and is headquartered in Soddy Daisy, Tennessee. The Company provides management services and insurance billing services principally to clinical reference laboratories. The subsidiaries shall continue until dissolved in accordance with their operating agreements.

As a result of the combination of HeliosDx and RushNet, Inc. (see Note 11), which was accounted for as a reverse acquisition, HeliosDx is treated as the accounting acquirer and RushNet, Inc. is treated as the acquired company for financial reporting purposes. This determination was primarily based on current shareholders of HeliosDx having a relative majority of the voting power of the combined entity, the operations of HeliosDx prior to the acquisition comprising the only ongoing operations of the combined entity, and senior management of HeliosDx comprising the majority of the senior management of the combined entity. Accordingly, for accounting purposes, the financial statements of the combined entity represent a continuation of the financial statements of HeliosDx with the acquisition being treated as the equivalent of HeliosDx issuing stock for the net assets of the Company, accompanied by a recapitalization. Operations prior to the business combination are those of HeliosDx and retained earnings of HeliosDx have been carried forward after the business combination. Earnings per share calculations for all periods prior to the business combination have been retrospectively adjusted for the equivalent number of shares outstanding immediately after the business combination to effect the reverse acquisition.

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Note 2: Summary of Significant Accounting Policies

Recent Accounting Pronouncements to be Adopted:

In October 2021, the FASB issued ASU 2021-08, "Accounting for Contract Assets and Contract Liabilities from Contracts with Customers." ASU 2021-08 requires an acquirer in a business combination to recognize and measure contract assets and contract liabilities (deferred revenue) from acquired contracts using the revenue recognition guidance in Topic 606. Under this approach, the acquirer applies the revenue model as if it had originated the contracts. This is a departure from the current requirement to measure contract assets and contract liabilities at fair value. ASU 2021-08 is applied to business combinations occurring on or after January 1, 2023. We are currently evaluating the effect of adopting this pronouncement on our consolidated financial statements and disclosures.

Liquidity:

Since its inception, the Company has devoted substantially significant resources towards business planning and raising capital. Management's efforts to bring the Company into full compliance with its reporting and improving operations require a significant level of operating resources. As of September 30, 2023 and December 31, 2022, the Company had approximately \$22,000 and \$34,000 respectively, in cash and cash equivalents.

Although revenues generated from operations had increased each month, in order to support our operational activities, our revenues may need to be supplemented by the proceeds from the issuance of securities, including equity and debt issuances. At September 30, 2023, we had a working capital deficit of approximately \$3,300,000. We anticipate that our then current cash and revenue generated from operations would have been sufficient for day-to-day operations; however, we anticipate that we will need additional capital for business expansion. If our revenues continue to be insufficient to support our operational activities, we intend to raise additional capital through the sale of equity securities or borrowings from financial institutions and possibly from related and nonrelated parties who may in fact lend to us on reasonable terms and ultimately generating sufficient revenue from operations.

Our operating income and cash reserves will allow us to continue for several months until sufficient revenue is met. Management believes that its actions to secure additional funding will allow us to continue as a going concern. We currently do not have any binding sources of financing other than our line of credit and accounts receivable factoring agreement, each of which requires us to meet certain requirements to utilize. There can be no assurance that we will meet all or any of the requirements pursuant to our line of credit, and accounts receivable factoring agreement, and therefore those financing options may be unavailable to us. There is no guarantee we will be successful in raising capital outside of our current sources, and if so, that we will be able to do so on favorable terms. To implement our business plan, we may require additional financing. Further, current or future adverse capital and credit market conditions could limit our access to capital. We may be unable to raise capital or bear an unattractive cost of capital that could reduce our financial flexibility.

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Our long-term liquidity requirements will depend on many factors, including the rate at which we grow our business and footprint in the industry. To the extent that the funds generated from operations are insufficient to fund our activities in the long term, we may be required to raise additional funds through public or private financing. No assurance can be given that additional financing will be available or that, if it is available, it will be on terms acceptable to us.

Cash Equivalents:

For purposes of the Statement of Cash Flows, the Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Fair Value of Financial Instruments and Related Fair Value Measurements:

The carrying value amounts reflected in the balance sheet for cash, cash equivalents and obligations approximate their respective fair values based on the short-term measure of these instruments.

Use of Estimates:

The preparation of financial statements in conformity with US generally accepted accounting principles requires management to make estimates and assumptions that may affect the reported amounts of certain assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Although these estimates and assumptions are based on the Company's knowledge of current events and actions the Company may take in the future, actual results could ultimately differ from those estimates and assumptions and the differences could be material. The significant estimates include the allowance for credit losses, the incremental borrowing rate for the lease liability, goodwill, and the identification and valuation of assets acquired and liabilities assumed in connection with business combinations.

Revenues and Cost Recognition: / Net Patient Service Revenue

Revenue is reported at the amount that reflects the consideration the Company expects to receive in exchange for the services provided. Performance obligations are determined based on the nature of the services provided.

Revenue for services and the related accounts receivable, are recognized as services are provided and are billed monthly on the date of service at their estimated net realizable value. The Company derived a significant amount of its revenue from funds under federal Medicare and state Medicaid assistance programs, and are subject to audit risk and potential recoupment. Accounts receivable for laboratory services are reported at estimated net realizable amounts from

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patients and responsible third- party payors. Management periodically evaluates the collectability of its receivables and establishes reserves for potential uncollectible accounts based upon estimates of the net realizable value of the accounts. Management considers both the age of the invoice as well as the history with the payor in its evaluation. Management believes the reserves established at the period-end are adequate to cover potential future losses.

Billings for services under third-party payor programs are recorded net of estimated retroactive adjustments, if any, under reimbursement programs. Retroactive adjustments are accrued on an estimated basis in the period the related services are rendered and adjusted in future periods or as final settlements are determined. Contractual or cost related adjustments from Medicare or Medicaid are accrued when assessed (without regard to when the assessment is paid or withheld). Subsequent positive or negative adjustments to these accrued amounts are recorded in net revenues when known.

Business Change:

Rushnet experienced a significant loss of revenue in the 4th quarter of 2023 due to a loss of a government contract making its business model unstable. As a result, management considered other business options that would replace the lost revenue and provide the company with a longer more sustainable business. Late in the 4th quarter 2023, Rushnet began negotiations with Royal Caridea, LLC to secure investment and the potential licensing of the Royal Caridea LLC technology in a new market.

Earnings per share:

Basic earnings per share is computed by dividing the net income by the weighted average number of common shares outstanding during the period. Diluted earnings per share reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that shared in the earnings of the Company. Diluted earnings per share is computed by dividing the earnings available to stockholders by the weighted average number of shares outstanding for the period and dilutive potential shares outstanding unless consideration of such dilutive potential shares would result in anti-dilution.

Property and Equipment:

Property and equipment are recorded at cost. Depreciation is provided on the straight-line method over the estimated useful lives of the assets, which are generally five to seven years. Leasehold improvements are depreciated over the life of the lease including anticipated renewal periods, as determined upon lease inception. Leasehold improvements are being depreciated over three to eight years. When property and equipment is retired or otherwise disposed of, the cost and accumulated depreciation are relieved from the accounts and the net gain or loss is included in operating expenses.

The right-of-use asset (ROU) for finance leased assets are recorded as other non-current assets and included within the net fixed asset line item, and the liability is allocated between the current and non-current liabilities due under the leases.

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Impairment of Long-Lived Assets:

If an asset is considered impaired, it is written down to its fair value, which is determined based on the asset's projected discounted cash flows or appraised value, depending on the nature of the asset. For purposes of recognition of impairment for assets held for use, we group assets and liabilities at the lowest level for which cash flows are separately identifiable. There were no impairments of long-lived assets for the year ended December 31, 2023, and December 31, 2022.

Goodwill and Intangible Assets:

Goodwill represents the excess of the purchase price over the fair value of the net tangible and identifiable intangible assets acquired in each business combination.

The Company tests goodwill in the fourth quarter or more frequently if events or circumstances indicate that assets might be impaired. The Company uses a variety of methodologies in conducting impairment tests on goodwill, including, but not limited to, discounted cash flow models, which include assumptions we believe are consistent with those a market participant would use. There were no impairments of goodwill for the periods ended December 31, 2023 and 2022.

Stock based compensation:

The Company does not issue stock as compensation for staff, employees, and management. No plan for stock-based employee compensation exists as of March 31, 2024, and December 31, 2023. Stock issued for services is measured at fair value on the date of issue.

Leases:

The Company recognizes right-of-use assets and operating lease obligations at the net present value of the future lease obligations in excess of one year from inception. The initial assessment of the lease term includes the non-cancellable periods of the lease together with those periods covered by an option to extend if management is reasonably certain to exercise the option. The Company has elected to apply the short-term lease exception to all leases of one year or less and uses its incremental borrowing rate of 5% as the discount rate in determining the net present value of the obligation. The incremental borrowing rate is estimated based upon market conditions and managements' estimate of credit worthiness for the Company at the time of lease inception. Currently the company has no leases.

Rental expense is recognized on the straight-line method over the life of the leases. The differences between the amounts paid under the lease and the amounts expensed using the straight-line method are recorded as an adjustment to the right-of-use asset.

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Note 3: Income Taxes

The operations of the consolidated entity are subject to federal and state income taxes. The provision for income taxes includes federal and state taxes currently payable. Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due plus deferred taxes.

The Company and its legal parent file a consolidated federal income tax return. Income tax expense in the Company's consolidated income statements have been allocated to the separate entity's net taxable income.

Deferred taxes are recognized for differences between the basis of assets and liabilities for financial statement and income tax purposes. The differences result from the distinct financial and income tax methods in recording depreciation and amortization.

Note 4: Stockholders' Equity

The Company is authorized to issue 9,000,000,000 shares of \$.0001 par value common stock as of March 31, 2024 & December 31, 2023, 8,576,427,509 common shares are issued and outstanding. The Company is authorized to issue 50,000,000 preferred shares – series A with a par value of \$.0001, and 32,000,000 preferred shares – series B with a par value of \$.0001. As of March 31, 2024, the company has 35,000,000 shares of series A and 32,000,000 shares of Series B outstanding. Holders of series B preferred stock are entitled to dividends in the amount of 10% of the assets legally available, before the payments of dividends to the holders of common stock. In addition, holders of Series A preferred stock have priority over Corporation's assets available for distribution in the event of liquidation or dissolution of the Corporation. Each preferred share of series A carries voting rights of 500 common stock shares. The preferred shares – series B are convertible to six shares of common stock per series B preferred share and are exempt from stock splits.