

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

EQ LABS, INC

A Florida Corporation

1016 Baronet Drive, Las Vegas NV 89138

702-806-5943

MO@DRINKEQ.COM

2834 – Pharmaceutical Preparations

Quarterly Report

For the period ending June 30, 2024 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

2,536,416,005 Shares outstanding as of June 30, 2024

2,445,166,007 Shares outstanding 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 Control⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

⁴ “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)

EQ Labs, Inc – 1016 Baronet Drive, Las Vegas Nv 89138

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

The current issuer of common shares is EQ Labs, Inc under the symbol of "EQLB". On February 5, 2009, a symbol change was effective from RVCK to EQLB. The predecessor entity was River Creek Holdings.

Current State and Date of Incorporation or Registration: Florida – September 7, 2008

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

None

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

None

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

None

Address of the issuer's principal executive office:

1016 Baronet Drive, Las Vegas NV 89138

Address of the issuer's principal place of business:

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

Same

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: Pacific Stock Transfer Co.

Phone: 800-785-7782

Email: joslyn@pacificstocktransfer.com

Address: 6725 Via Austi Pkwy, Suite 300, Las Vegas NV 89119

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:	<u>EQLB</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>268826 104</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>2,700,000,000</u> as of date: <u>6/30/2024</u>
Total shares outstanding:	<u>2,536,416,005</u> as of date: <u>6/30/2024</u>
Total number of shareholders of record:	<u>732</u> as of date: <u>6/30/2024</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

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 that do not have a trading symbol). 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>	
Par or stated value:	<u>\$1.00</u>	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>6/30/2024</u>
Total shares outstanding (if applicable):	<u>2</u>	as of date: <u>6/30/2024</u>
Total number of shareholders of record (if applicable):	<u>2</u>	as of date: <u>6/30/2024</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

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.

Each share has one vote

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

The Preferred Stock has voting rights equal to 110% of all the voting power of the common shares issued and outstanding.

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 for the two most recently completed fiscal years and any subsequent period.

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: 12/31/2020 <u>Opening Balance</u> Date: 1/1/2021 Common: 2,060,156,007 Preferred: 1			*Right-click the rows below and select "Insert" to add rows as needed.						
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.
1/26/2021	New Issuance	3,000,000	Common	\$5,000	No	Henry Royal	Cash	Restricted	144

1/26/2021	New Issuance	1,250,000	Common	\$2,500	No	Gary Levitt	Cash	Restricted	144
1/26/2021	New Issuance	1,000,000	Common	\$1,500	No	Maria Lopez	Cash	Restricted	144
4/01/2021	New Issuance	1,000,000	Common	\$3,000	No	Danielle Avington	Cash	Restricted	144
4/09/2021	New Issuance	1,600,000	Common	\$1,000	No	Jamaal Avington	Cash	Restricted	144
4/09/2021	New Issuance	1,000,000	Common	\$5,000	No	William Patterson	Cash	Restricted	144
4/09/2021	New Issuance	1,000,000	Common	\$1,000	No	Henry Royal	Cash	Restricted	144
4/09/2021	New Issuance	10,000,000	Common	\$25,000	No	Michelle Dennis	Cash	Restricted	144
4/09/2021	New Issuance	3,000,000	Common	\$4,000	No	Gregory Voyticek	Cash	Restricted	144
4/09/2021	New Issuance	1,000,000	Common	\$3,000	No	Larry Sampsell	Cash	Restricted	144
4/09/2021	New Issuance	300,000	Common	\$1,000	No	Amber Carr	Cash	Restricted	144
4/19/2021	New Issuance	1,500,000	Common	\$2,000	No	Shadra Hawkins	Cash	Restricted	144
4/23/2021	New Issuance	1,300,000	Common	\$3,000	No	Henry Royal	Cash	Restricted	144
4/28/2021	New Issuance	1,000,000	Common	\$5,000	No	Mark Jones	Cash	Restricted	144
5/10/2021	New Issuance	1,000,000	Common	\$5,000	No	Mark Jones Julius Poole	Cash	Restricted	144
6/04/2021	New Issuance	1,000,000	Common	\$5,000	No	Lorenzo Silver	Cash	Restricted	144
6/17/2021	New Issuance	350,000	Common	\$500	No	Edith Larson	Cash	Restricted	144
6/17/2021	New Issuance	4,000,000	Common	\$15,000	No	Karen Wolstein	Cash	Restricted	144
8/4/21	New Issuance	1,250,000	Common	\$5,000	No	Michelle Mae Miller	Cash	Restricted	144
7/29/21	New Issuance	5,000,000	Common	\$24,500	No	FW & TB H LLC - Nicole Malone	Cash	Restricted	144

7/29/21	New Issuance	13,000,000	Common	\$63,700	No	AMJ Global Entertainment, LLC – Nicole Malone	Cash	Restricted	144
8/10/21	New Issuance	2,300,000	Common	\$7,000	No	Karen Wolstein	Cash	Restricted	144
8/4/21	New Issuance	5,000,000	Common	\$5,000	No	Michael Harter	Cash	Restricted	144
8/18/21	New Issuance	5,000,000	Common	\$1,500	No	Ryan Gomez	Cash	Restricted	144
8/18/21	New Issuance	5,000,000	Common	\$1,500	No	Ryan Gomez	Cash	Restricted	144
8/18/21	New Issuance	3,500,000	Common	\$1,000	No	Ryan Gomez	Cash	Restricted	144
8/20/2021	New Issuance	2,300,000	Common	\$7,360	No	Karen Wolstein	Service	Restricted	144
8/24/21	New Issuance	2,000,000	Common	\$5,000	No	CEGA Law Group - Carl Arnold	Cash	Restricted	144
8/30/21	New Issuance	1,000,000	Common	\$2,000	No	Nicholas Facciolla	Cash	Restricted	144
9/1/21	New Issuance	3,350,000	Common	\$1,500	No	Alisha Cohn	Cash	Restricted	144
8/9/21	New Issuance	300,000	Common	\$1,260	No	Michelle Mae Miller	Cash	Restricted	144
9/22/21	New Issuance	7,000,000	Common	\$10,000	No	Stephen Conklin	Cash	Restricted	144
9/7/21	New Issuance	5,000,000	Common	\$7,000	No	Michelle Dennis	Cash	Restricted	144
9/30/21	New Issuance	150,000	Common	\$1,250	No	Jacqueline Perry	Cash	Restricted	144
9/30/21	New Issuance	150,000	Common	\$1,250	No	Jevon Dennis	Cash	Restricted	144
10/08/21	New Issuance	5,000,000	Common	\$5,000	No	Rhonda Allen	Cash	Restricted	144
10/18/21	New Issuance	400,000	Common	\$1,000	No	Jordy Rankine	Cash	Restricted	144
10/20/21	New Issuance	5,000,000	Common	\$2,500	No	Michelle Dennis	Cash	Restricted	144
10/29/21	New Issuance	360,000	Common	\$1,404	No	Sasha Evanoski	Service	Restricted	144

10/29/21	New Issuance	500,000	Common	\$1,950	No	Sierra Range	Service	Restricted	144
11/16/21	New Issuance	250,000	Common	\$300	No	Alyssa Arnold	Cash	Restricted	144
11/16/21	New Issuance	250,000	Common	\$300	No	Morgan Arnold	Cash	Restricted	144
11/16/21	New Issuance	250,000	Common	\$300	No	David Arnold	Cash	Restricted	144
11/16/21	New Issuance	250,000	Common	\$300	No	Matthew Arnold	Cash	Restricted	144
11/16/21	New Issuance	250,000	Common	\$300	No	Michael Arnold	Cash	Restricted	144
11/18/21	New Issuance	3,000,000	Common	\$3,000	No	Gary Karen Levitt	Cash	Restricted	144
12/01/21	New Issuance	7,000,000	Common	\$3,000	No	Cega Law Group - Carl Arnold	Cash	Restricted	144
12/10/21	New Issuance	3,300,000	Common	\$750	No	Andrew Riposa	Cash	Restricted	144
12/10/21	New Issuance	3,300,000	Common	\$750	No	Danniel De Anda Fast	Cash	Restricted	144
12/10/21	New Issuance	3,400,000	Common	\$750	No	Amela Collins-Garza	Cash	Restricted	144
1/28/2022	New Issuance	5,000,000	Common	5,000	No	Michelle Dennis	Cash	Restricted	144
1/28/2022	New Issuance	2,000,000	Common	2,000	No	Rhonda Allen	Cash	Restricted	144
1/28/2022	New Issuance	400,000	Common	750	No	Jordy Rankine	Cash	Restricted	144
1/28/2022	New Issuance	3,300,000	Common	750	No	Andrew Riposa	Cash	Restricted	144
1/28/2022	New Issuance	3,400,000	Common	5,000	No	Pamela Garza	Cash	Restricted	144
1/28/2022	New Issuance	3,750,000	Common	3,000	No	Carl Arnold	Cash	Restricted	144
2/9/2022	New Issuance	2,000,000	Common	\$533	No	Larry Safely	Cash	Restricted	144
2/9/2022	New Issuance	3,000,000	Common	\$1,598	No	Zachary Quintana	Cash	Restricted	144

<u>2/9/2022</u>	New Issuance	5,000,000	Common	<u>\$2,166</u>	No	Matthew Qunitana	Cash	Restricted	144
<u>2/9/2022</u>	New Issuance	1,000,000	Common	<u>\$433</u>	No	Riley Holderfield	Cash	Restricted	144
<u>2/9/2022</u>	New Issuance	1,000,000	Common	<u>\$433</u>	No	Linda Gagliardi and Jennifer Holderfield	Cash	Restricted	144
<u>2/9/2022</u>	New Issuance	2,000,000	Common	<u>\$866</u>	No	Michael Richardson	Cash	Restricted	144
<u>2/9/2022</u>	New Issuance	1,000,000	Common	<u>\$433</u>	No	Jason and Jennifer Holderfield	Cash	Restricted	144
<u>2/22/2022</u>	New Issuance	<u>3,000,000</u>	Common	<u>\$5,000</u>	No	<u>William Maze</u>	Cash	Restricted	144
<u>2/23/2022</u>	New Issuance	<u>4,000,000</u>	Common	<u>\$5,000</u>	No	<u>CNC Landscape - Chad Uthe</u>	Cash	Restricted	144
<u>3/9/2022</u>	New Issuance	<u>6,500,000</u>	Common	<u>\$10,000</u>	No	<u>Rob Ledgerwood</u>	Cash	Restricted	144
<u>3/16/2022</u>	New Issuance	<u>3,000,000</u>	Common	<u>\$30,000</u>	No	<u>Gary Levitt</u>	Cash	Restricted	144
<u>3/19/2022</u>	New Issuance	<u>5,000,000</u>	Common	<u>2,500</u>	No	<u>Jason Holderfield</u>	Cash	Restricted	144
<u>3/19/2022</u>	New Issuance	<u>2,000,000</u>	Common	<u>1,000</u>	No	<u>Riley Holderfield</u>	Cash	Restricted	144
<u>3/19/2022</u>	New Issuance	<u>5,000,000</u>	Common	<u>1,000</u>	No	<u>Zach Quintana</u>	Cash	Restricted	144
<u>3/19/2022</u>	New Issuance	<u>2,000,000</u>	Common	<u>2,000</u>	No	<u>Michael Richardson</u>	Cash	Restricted	144
<u>4/13/2022</u>	New Issuance	<u>3,200,000</u>	Common	<u>\$5,000</u>	No	<u>Tammy and Allen Finney</u>	Cash	Restricted	144
<u>4/21/2022</u>	New Issuance	<u>2,000,000</u>	Common	<u>\$3,000</u>	No	<u>Ronald Williams</u>	Cash	Restricted	144
<u>5/2/2022</u>	New Issuance	<u>4,200,000</u>	Common	<u>\$3,000</u>	No	<u>Matthew Mays</u>	Cash	Restricted	144
<u>5/3/2022</u>	New Issuance	<u>2,500,000</u>	Common	<u>\$3,000</u>	No	<u>Sean Toomey</u>	Cash	Restricted	144
<u>5/18/2022</u>	New Issuance	<u>2,857,143</u>	Common	<u>\$2,000</u>	No	<u>Daniel Deanda</u>	Cash	Restricted	144

<u>5/27/2022</u>	New Issuance	<u>2,142,857</u>	Common	<u>\$1,500</u>	No	<u>Daniel Deanda</u>	Cash	Restricted	144
<u>6/1/2022</u>	New Issuance	<u>12,500,000</u>	Common	<u>\$20,000</u>	No	<u>Cheryl Jobe</u>	Cash	Restricted	144
<u>6/22/2022</u>	New Issuance	<u>6,200,000</u>	Common	<u>\$10,000</u>	No	<u>Chad Holland</u>	Cash	Restricted	144
<u>7/13/2022</u>	New Issuance	<u>2,000,000</u>	Common		No	<u>Vicki Sanders</u>	Cash	Restricted	144
<u>7/21/2022</u>	New Issuance	<u>1,860,000</u>	Common	<u>\$3,000</u>	No	<u>Scott Bradford</u>	Cash	Restricted	144
<u>7/22/2022</u>	New Issuance	<u>3,100,000</u>	Common	<u>\$5,000</u>	No	<u>Michelle Winbush</u>	Cash	Restricted	144
<u>8/2/2022</u>	New Issuance	<u>10,540,000</u>	Common	<u>\$17,000</u>	No	<u>Scott Bradford</u>	Cash	Restricted	144
<u>8/4/2022</u>	New Issuance	<u>10,000,000</u>	Common	<u>\$10,000</u>	No	<u>Cheryl Jobe</u>	Cash	Restricted	144
<u>8/4/2022</u>	New Issuance	<u>2,000,000</u>	Common	<u>\$4,000</u>	No	<u>New Beginnings – Scott Doleman</u>	Cash	Restricted	144
<u>8/15/2022</u>	New Issuance	<u>10,000,000</u>	Common	<u>39,800</u>	No	<u>Cheryl Jobe</u>	Cash	Restricted	144
<u>8/15/2022</u>	New Issuance	<u>3,500,000</u>	Common	<u>\$4,000</u>	No	<u>Clifford Taylor</u>	Cash	Restricted	144
<u>8/29/2022</u>	New Issuance	<u>1,333,333</u>	Common	<u>\$2,500</u>	No	<u>Scott Bradford</u>	Cash	Restricted	144
<u>9/1/2022</u>	New Issuance	<u>666,667</u>	Common	<u>\$1,250</u>	No	<u>Scott Bradford</u>	Cash	Restricted	144
<u>9/1/2022</u>	New Issuance	<u>3,000,000</u>	Common	<u>\$3,750</u>	No	<u>Latwana Stephens</u>	Cash	Restricted	144
<u>9/2/2022</u>	New Issuance	<u>2,000,000</u>	Common	<u>\$2,500</u>	No	<u>Manu Lewis</u>	Cash	Restricted	144
<u>9/12/2022</u>	New Issuance	<u>2,000,000</u>	Common	<u>\$2,500</u>	No	<u>Nicholas Paolo</u>	Cash	Restricted	144
<u>9/16/2022</u>	New Issuance	<u>1,000,000</u>	Common	<u>\$1,500</u>	No	<u>Patrick Doleman</u>	Cash	Restricted	144
<u>10/11/22</u>	New Issuance	<u>440,000</u>	Common	<u>\$1,000</u>	No	<u>Aprile Abernathy</u>	Cash	Restricted	144

<u>10/12/22</u>	New Issuance	<u>660,000</u>	Common	<u>\$1,500</u>	No	<u>Aprile Abernathy</u>	Cash	Restricted	144
<u>10/20/22</u>	New Issuance	<u>2,000,000</u>	Common	<u>\$2,500</u>	No	<u>Scott Bradford</u>	Cash	Restricted	144
<u>11/4/22</u>	New Issuance	<u>3,500,000</u>	Common	<u>\$4,000</u>	No	<u>Clifford Taylor</u>	Cash	Restricted	144
<u>11/14/22</u>	New Issuance	<u>6,000,000</u>	Common	<u>\$6,000</u>	No	<u>Fortune Egbulefu</u>	Cash	Restricted	144
<u>12/16/22</u>	New Issuance	<u>1,000,000</u>	Common	<u>\$1,250</u>	No	<u>Charles Yien</u>	Cash	Restricted	144
<u>12/21/22</u>	New Issuance	<u>5,000,000</u>	Common	<u>\$25,000</u>	No	<u>Kristi Harter</u>	Cash	Restricted	144
<u>1/10/2023</u>	New Issuance	<u>20000000</u>	Common	<u>\$50,000</u>	No	<u>Double LLC – Mike Jobe</u>	Cash	Restricted	144
<u>1/10/2023</u>	New Issuance	<u>5000000</u>	Common	<u>\$25,000</u>	No	<u>Tammy Harter</u>	Cash	Restricted	144
<u>1/10/2023</u>	New Issuance	<u>1000000</u>	Common	<u>\$1,250</u>	No	<u>Brendan Doleman</u>	Cash	Restricted	144
<u>1/10/2023</u>	New Issuance	<u>1000000</u>	Common	<u>\$1,500</u>	No	<u>Patrick Doleman</u>	Cash	Restricted	144
<u>1/10/2023</u>	New Issuance	<u>1000000</u>	Common	<u>\$1,250</u>	No	<u>Selrahc Global – CJ Martin</u>	Cash	Restricted	144
<u>2/10/2023</u>	Reissue	<u>(4,500,000)</u>	Common		No	<u>Karen Wollstein</u>		Restricted	144
<u>2/22/2023</u>	New Issuance	<u>5000000</u>	Common	<u>\$5,000</u>	No	<u>Kristi Harter</u>	Cash	Restricted	144
<u>2/22/2023</u>	New Issuance	<u>1500000</u>	Common	<u>\$5,000</u>	No	<u>Linda Wrighton</u>	Cash	Restricted	144
<u>2/23/2023</u>	New Issuance	<u>2500000</u>	Common	<u>\$2,500</u>	No	<u>Michael Rawlings</u>	Cash	Restricted	144
<u>4/3/2023</u>	New Issuance	<u>3150000</u>	Common	<u>5000</u>	No	<u>Ryan Gomez</u>	Cash	Restricted	144
<u>6/2/2023</u>	New Issuance	<u>6000000</u>	Common	<u>8000</u>	No	<u>William Maze</u>	Cash	Restricted	144
<u>6/2/2023</u>	New Issuance	<u>2000000</u>	Common	<u>1500</u>	No	<u>Matthew Maze</u>	Cash	Restricted	144

<u>6/20/2023</u>	New Issuance	<u>4800000</u>	Common	<u>3000</u>	No	<u>Matthew Maze</u>	Cash	Restricted	144
<u>6/30/2023</u>	New Issuance	<u>2200000</u>	Common	<u>1000</u>	No	<u>Eugene Conklin</u>	Cash	Restricted	144
<u>7/5/2023</u>	New Issuance	<u>1500000</u>	Common	<u>1000</u>	No	<u>Matthew Mays</u>	Cash	Restricted	144
<u>7/5/2023</u>	New Issuance	<u>3000000</u>	Common	<u>2000</u>	No	<u>William Mays</u>	Cash	Restricted	144
<u>7/31/2023</u>	New Issuance	<u>1500000</u>	Common	<u>1000</u>	No	<u>Selrahc Global – Charles Martin</u>	Cash	Restricted	144
<u>8/9/2023</u>	New Issuance	<u>3375000</u>	Common	<u>1500</u>	No	<u>Stephen Conklin</u>	Cash	Restricted	144
<u>8/10/2023</u>	New Issuance	<u>1125000</u>	Common	<u>500</u>	No	<u>Stephen Conklin</u>	Cash	Restricted	144
<u>8/14/2023</u>	New Issuance	<u>5000000</u>	Common	<u>1500</u>	No	<u>GJM Repair – Gerald Bonaparte</u>	Cash	Restricted	144
<u>8/22/2023</u>	New Issuance	<u>1500000</u>	Common	<u>1500</u>	No	<u>Amber Touissant</u>	Cash	Restricted	144
<u>8/22/2023</u>	New Issuance	<u>400000</u>	Common	<u>300</u>	No	<u>Shannon Kady</u>	Cash	Restricted	144
<u>8/31/2023</u>	New Issuance	<u>1500000</u>	Common	<u>2000</u>	No	<u>Matthew Mays</u>	Cash	Restricted	144
<u>8/31/2023</u>	New Issuance	<u>6850000</u>	Common	<u>5000</u>	No	<u>Alicia Cohen</u>	Cash	Restricted	144
<u>9/8/2023</u>	New Issuance	<u>300000</u>	Common	<u>500</u>	No	<u>Tyler Snow</u>	Cash	Restricted	144
<u>9/25/2023</u>	New Issuance	<u>1500000</u>	Common	<u>1000</u>	No	<u>Tyler Snow</u>	Cash	Restricted	144
<u>10/27/2023</u>	New Issuance	<u>6750000</u>	Common	<u>10000</u>	No	<u>Carl Vincent</u>	Cash	Restricted	144
<u>11/1/2023</u>	New Issuance	<u>2750000</u>	Common	<u>5000</u>	No	<u>William Aynaym</u>	Cash	Restricted	144
<u>11/2/2023</u>	New Issuance	<u>6750000</u>	Common	<u>5000</u>	No	<u>Ohana Cash Mgmt – Marlo Vncenti</u>	Cash	Restricted	144

<u>11/16/2023</u>	New Issuance	<u>2750000</u>	Common	<u>5000</u>	No	<u>Scott Takemoto</u>	Cash	Restricted	144
<u>12/18/2023</u>	New Issuance	<u>6750000</u>	Common	<u>17000</u>	No	<u>Ronnie Hinkle</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>7000000</u>	Common	<u>5000</u>	No	<u>Scott Takemoto</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>11000000</u>	Common	<u>5000</u>	No	<u>Carl Vincenti</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>7000000</u>	Common	<u>5000</u>	No	<u>Greg Schneider</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>3666666</u>	Common	<u>1666.66</u>	No	<u>Marlo Vicenti</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>3666666</u>	Common	<u>1666.66</u>	No	<u>Kyle Okahara</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>3666666</u>	Common	<u>1666.66</u>	No	<u>Brandon Okahara</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>7000000</u>	Common	<u>5000</u>	No	<u>William Aynayim</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>6250000</u>	Common	<u>5000</u>	No	<u>Sanford Brown</u>	Cash	Restricted	144
<u>1/26/2024</u>	New Issuance	<u>6250000</u>	Common	<u>5000</u>	No	<u>Michelle Brown</u>	Cash	Restricted	144
<u>2/7/2024</u>	New Issuance	<u>3000000</u>	Common	<u>2000</u>	No	<u>Ronnie Hinkle</u>	Cash	Restricted	144
<u>2/14/2024</u>	New Issuance	<u>2500000</u>	Common	<u>1000</u>	No	<u>Donald Rollins</u>	Cash	Restricted	144
<u>2/28/2024</u>	New Issuance	<u>11000000</u>	Common	<u>5000</u>	No	<u>Eric Grant</u>	Cash	Restricted	144
<u>3/4/2024</u>	New Issuance	<u>3000000</u>	Common	<u>1000</u>	No	<u>Ochless Support c/o Greg King</u>	Cash	Restricted	144
<u>3/7/2024</u>	New Issuance	<u>2500000</u>	Common	<u>1000</u>	No	<u>Daniel Summers</u>	Cash	Restricted	144
<u>3/26/2024</u>	New Issuance	<u>1500000</u>	Common	<u>1500</u>	No	<u>Manu Lewis</u>	Cash	Restricted	144
<u>4/2/2024</u>	New Issuance	<u>5000000</u>	Common	<u>5100</u>	No	<u>William Avnayim</u>	Cash	Restricted	144

<u>4/15/2024</u>	New Issuance	<u>1500000</u>	Common	<u>500</u>	No	<u>Daniel Summers</u>	Cash	Restricted	144
<u>4/17/2024</u>	New Issuance	<u>3000000</u>	Common	<u>2000</u>	No	<u>Guidry Javelin</u>	Cash	Restricted	144
<u>5/30/2024</u>	New Issuance	<u>7500000</u>	Common	<u>5000</u>	No	<u>Desiree Gasior</u>	Cash	Restricted	144
<u>6/10/2024</u>	New Issuance	<u>15000000</u>	Common	<u>15000</u>	No	<u>Donald Oshea</u>	Cash	Restricted	144
<u>6/28/2024</u>	New Issuance	<u>10000000</u>	Common	<u>10000</u>	No	<u>Trampas Haman</u>	Cash	Restricted	144
Shares Outstanding on Date of This Report:									
<u>Ending</u> _____ <u>Balance</u>									
<u>Ending Balance:</u>									
Date: 6/30/2024									
Common: 2,536,416,005									
Preferred: 2									

Example: A company with a fiscal year end of December 31st 2023, 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, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

None

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)

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. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>5/01/2009</u>	<u>\$851,305</u>	<u>\$560,000</u>	<u>\$846,694</u>	<u>Open</u>	<u>Demand Note</u>	<u>Maurice Owens</u>	<u>Operating Loan</u>
<u>5/27/2021</u>	<u>\$35,000</u>	<u>\$35,000</u>	_____	_____ —	<u>Demand</u>	<u>AMJ Global Entertainment – Nicole Malone</u>	<u>Product Investment</u>

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

None

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
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")

Brand: Last Shot® - www.lastshotdrinks.com
Market: Dietary supplement recovery – Detox – ENERGY
Target: 21-55 male and female
Flavor: Cranberry – Pineapple- Mango
Key Actives: Electrolytes, vitamins, caffeine, proprietary detox blend
Distribution: C-store, Drug, Web, Affiliate, Sports, Major distributions
Package: 1 – 8.4 oz can package 24 case.
Learned: Customer are very loyal – product works, multi-cases sell, non-caffeine needed, hangover claim issues, great workout and all-day drink, people want to make \$ selling it, brand name is liked but confusion on when to take, large export opportunity, \$2/can works, can exceed with program
Status: Creating no-caffeine Mango for early and late-night program, lose hangover claim, Re-work brand, add tubs to site, execute/partner with affiliate program, Vitamin World test

The Company presently distributes its products through national distributors, such as McLane Distributors, which distributes to the national convenience store chain, 7 - Eleven, and numerous other regional distributors, and has been approved by the Ministries of Health in Latin America countries such as Mexico, where EQ Labs sponsored the off-track racing team that won 1st Place (in its series) in the prestigious Baja 1000 in 2007.

B. List any subsidiaries, parent company, or affiliated companies.

None

C. Describe the issuers' principal products or services.

The company sells a product through retail stores called Las Shot which is a beverage drink for late night partiers.
The product is presently distributed in the western US.

5) Issuer's Facilities

The goal of this section is to provide investors 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. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

Rented Warehouse/Storage Facility at 4407 McGuire Street, North Bay #10, Las Vegas NV 89081

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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. 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 investors 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 owners.

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
Maurice Owens	<u>Officer & Director</u>	1016 Baronet Drive, Las Vegas NV 89138	<u>58,726,323</u>	<u>Common</u>	<u>3 %</u>	<u>Holds one share of Series A preferred with voting rights to 110% of all voting power of the shares issued and outstanding</u>
Darryl Rousen	Director	1016 Baronet Drive, Las Vegas NV 89138	<u>5,000,000</u>	<u>Common</u>	<u>0.00%</u>	_____

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

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);

No

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;

No

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

No

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

No

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.

No

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.

No

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to 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.

None

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.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	<u>Vern Evans</u>
Address 1:	<u>3430 East Russell Road</u>
Address 2:	<u>Suite 301 19</u>
	<u>Las Vegas NV 89120</u>
Phone:	<u>760-672-0208</u>
Email:	<u>vern.evans@hotmail.com</u>

Accountant or Auditor

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

Investor Relations

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

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] Investor Hub Newswire

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: Lowell Holden
Firm: _____
Nature of Services: Financial Consulting
Address 1: _____
Address 2: _____
Phone: 612-961-5656
Email: ltholden@comcast.net

9) Disclosure & Financial Information

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

Name: Lowell Holden
Title: Consultant
Relationship to Issuer: None

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

☐ IFRS
☒ U.S. GAAP

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

Name: Lowell Holden

Title: Consultant

Relationship to Issuer: None

Describe the qualifications of the person or persons who prepared the financial statements: Has prepared SEC filing for over 20 years.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- 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.

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, Maurice Owens certify that:

1. I have reviewed this Disclosure Statement for EQ Labs, 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.

August 21, 2024

/s/ Maurice Owens [CEO's Signature]

Principal Financial Officer:

I, Maurice Owens certify that:

1. I have reviewed this Disclosure Statement for EQ Labs, 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.

August 21, 2024

/s/ Maurice Owens [CEO's Signature]

EQ LABS, INC

UNAUDITED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED JUNE 30, 2024 AND 2023

(UNAUDITED)

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ITEM 1: FINANCIAL STATEMENTS

EQ LABS, INC BALANCE SHEETS (UNAUDITED)

	<u>June 30, 2024</u>	<u>December 31, 2023</u>
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 10,213	\$ 2,673
Inventory	42,606	44,319
Prepaid	17,500	17,500
Total current assets	70,319	64,492
Other assets	500	500
Total assets	<u>\$ 70,820</u>	<u>\$ 64,992</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 29,051	\$ 28,465
Notes Payable	35,000	35,000
Accrued liabilities - Related party	846,695	804,371
Total current liabilities	906,786	867,835
Long term liabilities		
Note payable- related party	851,306	846,799
Total liabilities	<u>1,762,052</u>	<u>1,714,635</u>
Stockholders' deficit:		
Preferred stock, \$0.0001 par value, 10,000,000 authorized, one issue or outstanding		2
Common stock, \$0.0001 par value 2,090,000,000 authorized 2,524,166,005 and 2,445,166,007 issued and outstanding, respectively	253,642	244,516
Additional paid in capital	13,306,378	13,259,453
Accumulated deficit	(15,251,255)	(15,153,614)
Total stockholders' deficit	(1,691,233)	(1,649,643)
Total liabilities and stockholder deficit	<u>\$ 70,820</u>	<u>\$ 64,992</u>

The accompanying notes are an integral part of these unaudited financial statements.

F-1

EQ LABS, INC
STATEMENTS OF OPERATIONS (UNAUDITED)
AS OF JUNE 30,

	THREE		SIX	
	2024	2023	2024	2023
Revenue	\$6,547	\$ 6,424	\$ 10,288	\$ 6,424
Cost of sales	1,343	1,018	3,168	1,018
Gross profit	5,204	5,405	7,120	5,405
Operating expenses:				
General and administrative expense	44,816	21,961	62,437	31,573
Loss from operations	(39,612)	(16,556)	(55,317)	(26,168)
Other income (expense)				
Interest	(21,190)	(21,833)	(42,324)	(44,173)
Other income (expense)	(21,190)	(21,833)	(42,324)	(44,173)
Net income (loss)	\$ (60,805)	\$ (38,389)	\$ (97,641)	\$ (70,341)
Net loss per share, basic and diluted	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)
Weighted average number of shares outstanding; basic and diluted	2,524,166,005	2,376,475,348	2,395,936,418	2,373,173,699

The accompanying notes are an integral part of these unaudited financial statements.

EQ LABS, INC
STATEMENT OF SHAREHOLDERS DEFICIT
FOR THREE AND SIX MONTHS ENDED JUNE 30, 2024 and 2023

	Common Stock		Preferred Stock		Additional paid in	Accumulated Deficit	Shareholders Deficit
Balance at December 31, 2022	2,368,916,007	236,892	1	2	13,183,778	(14,983,344)	(1,562,672)
Common stock issued for cash	1,500,000	150	--	--	4,850	--	5,000
Net loss		--	--	--	--	(31,952)	(31,952)
Balance at March 31, 2023	2,370,416,007	237,042	1	2	13,188,628	(15,015,296)	(1,589,624)
Common stock issued for cash	1,500,000	150	--	--	4,580	--	5,000
Net loss	--	--	--	--	--	(38,389)	(38,389)
Balance at June 30, 2023	2,388,566,007	238,856	1	2	\$13,205,313	\$(15,053,685)	\$(1,609,514)
Balance at December 31, 2023	2,445,166,006	244,516	1	2	13,259,453	(15,153,614)	(1,649,643)
Common stock issued for cash	78,990,000	7,901	--	--	13,535	--	21,426
Net loss	--	--	--	--	--	(36,839)	(36,839)
Balance at March 31, 2024	2,524,166,006	252,417	1	2	\$13,272,978	(15,190,453)	(1,665,056)
Common stock issued for cash	12,249,000	1,225	--	--	33,400	--	34,625
Net loss	--	--	--	--	--	(60,805)	(60,805)
Balance at June 30, 2024	2,536,416,005	253,642	1	\$2	\$13,306,378	\$(15,251,255)	\$ (1,691,233)

The accompanying notes are an integral part of these unaudited financial statements.

EQ LABS, INC
STATEMENTS OF CASH FLOWS
FOR THREE AND SIX MONTHS ENDED JUNE 30,
(UNAUDITED)

	2024	2023
Cash flows from operating activities:		
Net loss	\$ (97,461)	\$ (70,341)
Adjustments to reconcile net income to net cash provided by (used in) operating activities:		
Changes in operating assets and liabilities:		
Inventory	1,713	12,946
Accounts payable and accrued expense	586	1,005
Accrued expense- related party	42,324	42,742
Net cash provided by (used) in operating activities	(53,018)	(13,648)
Cash flows from financing activities:		
Common stock issued for cash	56,051	23,449
Notes payable	4,507	--
Repayment of notes payable- related party	--	(15,715)
Net cash provided by (used in) financing activities	60,558	7,784
Net increase (decrease) in cash	7,540	(5,864)
Cash – beginning of period	2,673	7,769)
Cash – end of period	<u>\$10,213</u>	<u>\$ 1,905</u>
SUPPLEMENT DISCLOSURES:		
Interest paid	\$ --	\$ --
Income taxes paid	\$ --	\$ --

The accompanying notes are an integral part of these unaudited financial statements.

EQ LABS, INC
NOTES TO FINANCIAL STATEMENTS
(UNAUDITED)

NOTE 1 – NATURE OF BUSINESS

EQ Labs, Inc. formerly known as River Creek Holdings, Inc. (hereinafter referred to as the “Company”) was incorporated in 2008 in the State of Florida. On September 7, 2008, the Company entered into a Plan of Share Exchange (the “Exchange Agreement”) with EQ Labs, LLC., a Nevada limited liability company (“EQL”). Pursuant to the Exchange Agreement, the Company acquired all of EQL interests from the EQL holders in exchange for 54,105,272 shares of common stock, representing 83.66% of the 64,672,800 issued and outstanding shares of the Company’s common stock. The exchange of shares with EQL was accounted for as a reverse acquisition under the purchase method of accounting since the holders of EQL obtained control of the Company. On October 15, 2008 River Creek Holdings, Inc. changed its name to EQ Labs, Inc. EQL is a wholly owned subsidiary of the Company.

On March 22, 2016 the Company increased the number of authorized shares to 1,500,000,000 shares of which 1,490,000,000 consisted of common shares and 10,000,000 consisted of preferred shares both share classes with a par value of \$0.0001.

During the year ended December 31, 2017 the Company increased the authorized shares of common stock to 1,790,000,000.

On April 24, 2018 the Company increased the authorized shares of common stock to 2,090,000,000 with a par value of \$0.001.

The Company manufactures and distributes energy drink products. The Company’s products are the “LAST SHOT” ready to go 8.4oz Hangover Protection, 3 in 1 Energize, Hydrate, Detox mixable cold beverage and the EQ Energy Tab.

NOTE 2- ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the balance sheet. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

Revenue Recognition

The Company recognizes revenue when the product has been shipped to the customer and invoiced by the Company

Impairment of Long-Lived Assets

The Company reviews the carrying value of its long-lived assets annually or whenever events or changes in circumstances indicate that the historical cost carrying value of an asset may no longer be appropriate. The Company assesses recoverability of the asset by comparing the undiscounted future net cash flows expected to result from the asset to its carrying value. If the carrying value exceeds the undiscounted future net cash flows of the asset, an impairment loss is

measured and recognized. An impairment loss is measured as the difference between the net book value and the fair value of the long-lived asset. Fair value is estimated based upon either discounted cash flow analysis or estimated salvage value.

Estimates and Assumptions

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. The Company's significant estimates include the fair value of common stock issued for services. Actual results could differ from those estimates.

Income Taxes

Deferred tax assets and liabilities are determined based on the differences between the financial reporting and tax bases of assets and liabilities using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. A valuation allowance is established when necessary to reduce deferred tax assets to the amounts expected to be realized.

The Company accounts for income taxes under the provisions of Financial Accounting Standards Board) Accounting Standards Codification 740, *Accounting for Income Taxes*. It prescribes a recognition threshold and measurement attributes for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. As a result, the Company has applied a more-likely-than-not recognition threshold for all tax uncertainties. The guidance only allows the recognition of those tax benefits that have a greater than 50% likelihood of being sustained upon examination by the various taxing authorities.

The Company classifies penalties and interest related to unrecognized tax benefits as income tax expense in the Consolidated Statements of Operations.

Basic and diluted net loss per share

Basic and diluted net loss per share calculations is calculated on the basis of the weighted average number of common shares outstanding during the year. Diluted loss per share calculations includes the dilutive effect of common stock. Basic and diluted net loss per share is the same due to the absence of common stock equivalents.

Fair Value of Financial Instruments

The Company's financial instruments consisting of accounts payable, accrued expenses and notes payable approximate their fair value due to their short-term maturities.

Recent Accounting Pronouncements

The Company does not expect the adoption of any recently issued accounting pronouncements to have a significant impact on their financial position, results of operations or cash flows.

NOTE 3 - GOING CONCERN

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company, as shown in the accompanying consolidated balance sheets has an accumulated deficit of \$15,251,255 as of June 30, 2024. The Company has established a source of revenue, but it does not cover its operating costs. These factors raise substantial doubt about the company's ability to continue as a going concern. The Company will

offer noncash consideration and seek equity lines as a means of financing its operations. If the Company is unable to obtain revenue producing contracts or financing or if the revenue or financing it does obtain is insufficient to cover any operating losses it may incur, it may substantially curtail or terminate its operations or seek other business opportunities through strategic alliances, acquisitions or other arrangements that may dilute the interests of existing stockholders.

NOTE 4 – RELATED PARTY TRANSACTIONS

On December 5, 2016, the Company granted a security interest in the assets of the Company to a related party for the advances due the related party. The advance is non-interest bearing and due on demand payable in U.S. Dollars or converted into shares of stock as designated in the Note. As of June 30, 2024 the balance due the related party was \$851,306 plus accrued interest of \$846,695.

NOTE 5 – EQUITY

During the three months ended June 30, 2024, the Company issued 12,249,999 shares of common stock with a value of \$34,625 for cash.

NOTE 6 - SUBSEQUENT EVENTS

The Company has evaluated subsequent events to determine events occurring after June 30, 2024 through the date of this filing that would have a material impact on the Company's financial results or require disclosure and have determined none exist other than those noted above in this footnote.