

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

RAADR, INC.

1680 Michigan Avenue, Suite 700
Miami Beach, Florida 33139

954-456-3191
www.telvantis.com
dcontreras@telvantis.com

Quarterly Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

4,433,149,661 shares of common stock as of September 30, 2024, and 6,371,260,661 shares of common stock as of January 14, 2025, respectively.

2,346,499,236 shares of common stock 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.

The current name of the Issuer is Raadr, Inc.

Prior names used: From Inception, March 29, 2006, to January 7, 2013, White Dental Supply, Inc.; from January 7, 2013, to October 12, 2015, PITOOEY!, Inc.; since October 12, 2015, Raadr, Inc.

Current State and Date of Incorporation or Registration: **Incorporated in the State of Nevada on March 29, 2006.**

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

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

Effective October 8, 2024, a change in control of RDAR occurred, in connection with RDAR's acquisitions of Telvantis Voice Services, Inc. (formerly Mexedia, Inc.), a Florida corporation with its operations headquartered in Miami Beach, Florida, and Mexedia DAC, an Ireland corporation.

In connection with the Mexedia Acquisitions, Jacob DiMartino resigned as the Sole Director and Officer of RDAR and the following persons were appointed: Daniel Contreras, Chief Executive Officer; Orlando Taddeo, President and Director; and Daniel Gilcher, Chief Financial Officer, Secretary, Treasurer and Director.

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.

Address of the issuer's principal executive office:

1680 Michigan Avenue, Suite 700, Miami Beach, Florida 33139

Address of the issuer's principal place of business:

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

N/A

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:

N/A

2) Security Information

Transfer Agent

Name: Manhattan Transfer Registrar Co.

Phone: 631-928-7655

Email: dcarlo@mtrco.com

Address: 388 Sheep Pasture Rd, Port Jefferson, NY 11777

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:	RDAR
Exact title and class of securities outstanding:	Common Stock
CUSIP:	74979T 207
Par or stated value:	\$.001
Total shares authorized:	15,000,000,000 as of date: January 14, 2025
Total shares outstanding:	6,371,260,661 as of date: January 14, 2025
Total number of shareholders of record:	132 as of date: January 14, 2025

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:	Series A Convertible Preferred Stock
CUSIP (if applicable):	N/A
Par or stated value:	\$.001
Total shares authorized:	20,000,000 as of date: January 14, 2025
Total shares outstanding (if applicable):	0 as of date: January 14, 2025
Total number of shareholders of record	0 as of date: January 14, 2025

Exact title and class of the security:	Series E Convertible Preferred Stock
CUSIP (if applicable):	N/A
Par or stated value:	\$.001
Total shares authorized:	1,000,000 as of date: January 14, 2025
Total shares outstanding (if applicable):	0 as of date: January 14, 2025
Total number of shareholders of record	0 as of date: January 14, 2025

Exact title and class of the security:	Series F Preferred Stock
CUSIP (if applicable):	N/A
Par or stated value:	\$.001
Total shares authorized:	75,000 as of date: January 14, 2025
Total shares outstanding (if applicable):	75,000 as of date: January 14, 2025
Total number of shareholders of record	One (1) as of date: January 14, 2025

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.

The holders of the Company's common stock are entitled to one vote per share on all matters submitted to a vote of the shareholders, including the election of directors. Generally, all matters to be voted on by shareholders must be approved by a majority (or, in the case of election of directors, by a plurality) of the votes entitled to be cast by all shares of our common stock that are present in person or represented by proxy. Except as otherwise provided by law, amendments to the Company's Articles of Incorporation generally must be approved by a majority of the votes entitled to be cast by all outstanding shares of the Company's common stock. The Company's Article of Incorporation does not provide for cumulative voting in the election of directors. Holders of the Company's common stock will be entitled to such cash dividends as may be declared from time to time by the Board from funds available. Holders of the Company's common stock have no preemptive rights to purchase shares of the Company's common stock. The issued and outstanding shares of the Company's common stock are not subject to any redemption provisions and are not convertible into any other shares of the Company's capital stock. Upon liquidation, dissolution or winding up, the holders of the Company's common stock will be entitled to receive pro rata all assets available for distribution to such holders.

The Company has never declared or paid any cash dividends on its common stock.

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

Series A Convertible Preferred Stock. On January 3, 2013, the Company filed a Certificate of Designation with the State of Nevada to designate up to 20,000,000 shares of preferred stock as "Series A". The Series A holds no voting rights but is automatically convertible into shares of the Company's common stock immediately upon the effectiveness of a Certificate of Change filed by the Company to increase the number of shares of common stock the Company would become authorized to issue.

Series E Convertible Preferred Stock. On January 27, 2016, the Company filed a Certificate of Designation with the State of Nevada to designate up to 1,000,000 shares of preferred stock as "Series E". The Series E hold voting rights equal to twice the number of votes of all outstanding shares of capital stock such that the holders of outstanding shares of Series E shall always constitute 66.67% of the voting rights of the Corporation. All shares of Series E rank subordinate to all of the Company's common and preferred stock and are not entitled to participate in the distribution of the Company's assets upon liquidation.

Series F Preferred Stock. On October 8, 2024, the Company filed a Certificate of Designation with the State of Nevada to designate up to 75,000 shares of preferred stock as “Series F Preferred Stock.” The holders of the Series F Preferred Stock shall, as a class, have rights in all matters requiring shareholder approval to a number of votes equal to two (2) times the sum of: (a) the total number of shares of common stock which are issued and outstanding at the time of any election or vote by the shareholders; plus (b) the number of votes allocated to shares of Preferred Stock issued and outstanding of any other class that shall have voting rights. The Series F Preferred Stock shall be treated *pari passu* with the Company’s common stock, except that the dividend on each share of Series F Preferred Stock shall be equal to the amount of the dividend declared and paid on each share of the Company’s common stock multiplied by the conversion rate. The Series F Preferred Stock shall be convertible into shares of the Company’s common stock, as follows: each share of Series F Preferred Stock shall be convertible at any time into a number of shares of the Company’s common stock that equals 0.001 percent (0.001%) of the number of issued and outstanding shares of the Company’s common stock outstanding on the date of conversion, such that 1,000 shares of Series F Preferred Stock would convert into one percent (1%) of the number of issued and outstanding shares of the Company’s common stock outstanding on the date of conversion. A holder of shares of Series F Preferred Stock shall be required to convert all of such holder’s shares of Series F Preferred Stock, should any such holder exercise his, her or its rights of conversion.

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.

There have been no material modifications to rights of holders of the company’s securities that occurred over the reporting period covered by this report.

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: ☒ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date December 31, 2021 Common: 40,880,093 Preferred E: 1,000,000			*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 (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted of this filing?	Exemption or Registration Type?
<u>1/3/2022</u>	<u>New Issuance</u>	187,500	<u>Common</u>	0.0800	<u>Yes</u>	<u>Arin LLC (Adam Ringer)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>1/24/2022</u>	<u>New Issuance</u>	250,000	<u>Common</u>	0.0800	<u>Yes</u>	<u>Lynn Cole Capital Corporation (Lynn Cole)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>2/4/2022</u>	<u>New Issuance</u>	125,000	<u>Common</u>	0.0800	<u>Yes</u>	<u>Arin LLC (Adam Ringer)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>5/1/2022</u>	<u>New Issuance</u>	2,000,000	<u>Common</u>	0.0400	<u>Yes</u>	<u>Leonard Tucker LLC (Leonard Tucker)</u>	<u>Services</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>5/1/2022</u>	<u>New Issuance</u>	3,500,000	<u>Common</u>	0.0200	<u>Yes</u>	<u>Christina Upham</u>	<u>Services</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>6/1/2022</u>	<u>New Issuance</u>	111,577	<u>Common</u>	0.0400	<u>Yes</u>	<u>Leonard Tucker LLC (Leonard Tucker)</u>	<u>Services</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>6/2/2022</u>	<u>New Issuance</u>	3,000,000	<u>Common</u>	0.0400	<u>Yes</u>	<u>Elliot Polatoff</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>7/6/2022</u>	<u>New Issuance</u>	2,350,000	<u>Common</u>	0.0100	<u>Yes</u>	<u>GW Capital Ventures, LLC (Noah Weinstein)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>

<u>7/8/2022</u>	<u>New Issuance</u>	3,000,000	<u>Common</u>	0.0100	<u>Yes</u>	<u>Alumni Capital, LP (Ashkan Mapar)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>7/11/2022</u>	<u>New Issuance</u>	2,250,000	<u>Common</u>	0.0100	<u>Yes</u>	<u>Debtfund, LP (Christopher Shufeldt, John Busacca)</u>	<u>Note conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>7/19/2022</u>	<u>New Issuance</u>	4,000,000	<u>Common</u>	0.0100	<u>Yes</u>	<u>Geneva Roth Remarks Holdings (Curt Kramer)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>7/22/2022</u>	<u>New Issuance</u>	5,000,000	<u>Common</u>	0.0100	<u>Yes</u>	<u>Debtfund, LP (Christopher Shufeldt, John Busacca)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>9/14/2022</u>	<u>New Issuance</u>	3,300,000	<u>Common</u>	0.0100	<u>Yes</u>	<u>Debtfund, LP (Christopher Shufeldt, John Busacca)</u>	<u>Note conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>9/23/2022</u>	<u>New Issuance</u>	3,906,250	<u>Common</u>	0.0100	<u>Yes</u>	<u>Debtfund, LP (Christopher Shufeldt, John Busacca)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>10/11/2022</u>	<u>New Issuance</u>	4,296,875	<u>Common</u>	0.0100	<u>Yes</u>	<u>Debtfund, LP (Christopher Shufeldt, John Busacca)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>12/21/2022</u>	<u>New Issuance</u>	18,000,000	<u>Common</u>	0.3200	<u>Yes</u>	<u>Igala Commonweal th Limited (Noah Weinstein)</u>	<u>Services</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>12/28/2022</u>	<u>New Issuance</u>	4,296,875	<u>Common</u>	0.0100	<u>Yes</u>	<u>Scottsdale Capital Advisors LLD (John Busacca)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>1/03/2023</u>	<u>New Issuance</u>	30,000,000	<u>Common</u>	0.0041	<u>Yes</u>	<u>Brian McLain</u>	<u>Services</u>	<u>Unrestricted</u>	<u>Rule 144</u>

<u>1/18/2023</u>	<u>New Issuance</u>	12,000,000	<u>Common</u>	0.0025	<u>Yes</u>	<u>Janbella Group LLC (William Alessi)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>1/18/2023</u>	<u>New Issuance</u>	6,500,000	<u>Common</u>	0.0025	<u>Yes</u>	<u>Boot Capital LLC (Peter Rosten)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>1/20/2023</u>	<u>New Issuance</u>	4,710,713	<u>Common</u>	0.0001	<u>Yes</u>	<u>Leonard Tucker LLC (Leonard Tucker)</u>	<u>Services</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>1/20/2023</u>	<u>New Issuance</u>	3,710,713	<u>Common</u>	0.0001	<u>Yes</u>	<u>Elliott Polatoff</u>	<u>Services</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>1/25/2023</u>	<u>New Issuance</u>	6,000,000	<u>Common</u>	0.0025	<u>No</u>	<u>Boot Capital LLC (Peter Rosten)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>2/16/2023</u>	<u>New Issuance</u>	8,200,000	<u>Common</u>	0.0008	<u>Yes</u>	<u>Debtfund, LP (Christopher Shufeldt, John Busacca)</u>	<u>Conversion of Notes Payable</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>2/28/2023</u>	<u>New Issuance</u>	8,574,000	<u>Common</u>	0.0005	<u>Yes</u>	<u>Debtfund, LP (Christopher Shufeldt, John Busacca)</u>	<u>Conversion of Notes Payable</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>2/12/2023</u>	<u>New Issuance</u>	25,000,746	<u>Common</u>	0.002	<u>Yes</u>	<u>Steve Watson</u>	<u>Services</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>5/4/2023</u>	<u>New Issuance</u>	2,525,880	<u>Common</u>	0.0001	<u>Yes</u>	<u>Leonard Tucker LLC (Leonard Tucker)</u>	<u>Services</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>5/4/2023</u>	<u>New Issuance</u>	2,525,880	<u>Common</u>	0.0001	<u>Yes</u>	<u>Elliott Polatoff</u>	<u>Services</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>6/8/2023</u>	<u>New Issuance</u>	30,000,000	<u>Common</u>	0.0013	<u>No</u>	<u>Brenda Whitman</u>	<u>Services</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>6/12/2023</u>	<u>New Issuance</u>	25,000,000	<u>Common</u>	0.0013	<u>No</u>	<u>Brenda Whitman</u>	<u>Services</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>

<u>7/31/2023</u>	<u>New Issuance</u>	12,000,000	<u>Common</u>	0.00091	<u>Yes</u>	<u>IBH Capital LLC (Pinny Kievman)</u>	<u>Conversion of Notes Payable</u>	<u>Unrestricted</u>	<u>Section 4(a)(2)</u>
<u>8/2/2023</u>	<u>New Issuance</u>	3,713,952	<u>Common</u>	.0009	<u>No</u>	<u>Leonard Tucker LLC (Leonard Tucker)</u>	<u>Anti-dilution and ratchet provision</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>8/2/2023</u>	<u>New Issuance</u>	3,713,952	<u>Common</u>	.0009	<u>No</u>	<u>Elliott Polatoff</u>	<u>Anti-dilution and ratchet provision</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>9/5/2023</u>	<u>New Issuance</u>	500,000,000	<u>Common</u>	.0016	<u>No</u>	<u>Dean Richards</u>	<u>Sale of Common Stock</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>9/5/2023</u>	<u>New Issuance</u>	500,000,000	<u>Common</u>	.0016	<u>No</u>	<u>Brenda Whitman</u>	<u>Forbearance agreement</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>9/5/2023</u>	<u>New Issuance</u>	700,000,000	<u>Common</u>	.0016	<u>No</u>	<u>Christina Upham</u>	<u>Forbearance agreement</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>10/5/2023</u>	<u>New Issuance</u>	94,234,615	<u>Common</u>	.0014	<u>No</u>	<u>Elliott Polatoff</u>	<u>Anti-dilution and ratchet provision</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>10/5/2023</u>	<u>New Issuance</u>	94,234,615	<u>Common</u>	.0014	<u>No</u>	<u>Leonard Tucker LLC (Leonard Tucker)</u>	<u>Anti-dilution and ratchet provision</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>11/7/2023</u>	<u>New Issuance</u>	30,000,000	<u>Common</u>	.0005	<u>Yes</u>	<u>AES Capital Eli Safdieh, manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>11/22/2023</u>	<u>New Issuance</u>	10,000,000	<u>Common</u>	.0005	<u>Yes</u>	<u>Leonite Capital LLC Avi Gellar, manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>11/29/2023</u>	<u>New Issuance</u>	10,000,000	<u>Common</u>	.0005	<u>Yes</u>	<u>AES Capital Eli Safdieh, manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>12/6/2023</u>	<u>New Issuance</u>	15,000,000	<u>Common</u>	.0005	<u>Yes</u>	<u>AES Capital Eli Safdieh, manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>12/25/2023</u>	<u>New Issuance</u>	108,400,000	<u>Common</u>	.0005	<u>Yes</u>	<u>Leonite Capital LLC Avi Gellar, manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>3/20/2024</u>	<u>New Issuance</u>	200,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Rock Bay Partners, LTD Sam Oshana, manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>

<u>3/28/2024</u>	<u>New Issuance</u>	250,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Rock Bay Partners, LTD</u> <u>Sam Oshana,</u> <u>manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>4/26/2024</u>	<u>New Issuance</u>	100,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>William J. Tynan</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>5/3/2024</u>	<u>New Issuance</u>	100,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>William J. Tynan</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>4/18/2024</u>	<u>New Issuance</u>	218,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Gellar,</u> <u>manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>5/9/2024</u>	<u>New Issuance</u>	140,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Gellar,</u> <u>manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>5/14/2024</u>	<u>New Issuance</u>	100,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>William J. Tynan</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>5/23/2024</u>	<u>New Issuance</u>	100,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Gellar,</u> <u>manager</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>5/31/2024</u>	<u>New Issuance</u>	200,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>GW Capital Ventures, LLC,</u> <u>Noah Weinstein</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>6/4/2024</u>	<u>New Issuance</u>	125,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Arin, LLC, Adam Ringer</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>6/6/2024</u>	<u>New Issuance</u>	100,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>William J. Tynan</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>6/11/2024</u>	<u>New Issuance</u>	209,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC (Avi Gellar)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>6/21/2024</u>	<u>New Issuance</u>	94,750,468	<u>Common</u>	.0005	<u>No</u>	<u>Elliott Polatoff</u>	<u>Anti-dilution and ratchet provision</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>6/6/2024</u>	<u>New Issuance</u>	175,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC (Avi Gellar)</u>	<u>Sale of Common Stock</u>	<u>Unrestricted</u>	<u>Regulation A</u>
<u>7/19/2024</u>	<u>New Issuance</u>	400,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Robert Garrett</u>	<u>Services</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>

<u>8/16/2024</u>	<u>Cancellation</u>	(400,000,000)	<u>Common</u>	N/A	N/A	<u>Robert Garrett</u>	N/A	N/A	N/A
<u>10/1/2024</u>	<u>New Issuance</u>	200,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC (Avi Geller)</u>	<u>Conversion of Note Payable</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>10/2/2024</u>	<u>New Issuance</u>	220,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>FirstFire Global Opportunities Fund, LLC (Eli Fireman)</u>	<u>Conversion of Note Payable</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>10/7/2024</u>	<u>New Issuance</u>	280,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>FirstFire Global Opportunities Fund, LLC (Eli Fireman)</u>	<u>Conversion of Note Payable</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>10/8/2024</u>	<u>Cancellation</u>	(1,000,000)	<u>Series E Preferred Stock</u>	N/A	N/A	<u>JanBella Group, LLC (William Alessi)</u>	N/A	N/A	N/A
<u>10/8/2024</u>	<u>New Issuance</u>	75,000	<u>Series F Preferred Stock</u>	800	No	<u>Mexedia S.p.A. S.B (Orlando Taddeo)</u>	<u>Acquisition Transaction</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>10/8/2024</u>	<u>New Issuance</u>	231,611,000	<u>Common</u>	.0001	<u>Yes</u>	<u>JanBella Group, LLC (William Alessi)</u>	<u>Conversion of Note Payable</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>10/15/2024</u>	<u>New Issuance</u>	250,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC (Avi Geller)</u>	<u>Settlement Agreement</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>10/16/2024</u>	<u>New Issuance</u>	223,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>GW Capital Ventures, LLC (Noah Weinstein)</u>	<u>Settlement Agreement</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>10/22/2024</u>	<u>New Issuance</u>	464,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC (Avi Geller)</u>	<u>Settlement Agreement</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>10/30/2024</u>	<u>Cancellation</u>	(500,000,000)	<u>Common</u>	.0001	N/A	<u>Dean Richards</u>	N/A	N/A	N/A
<u>10/30/2024</u>	<u>Cancellation</u>	(700,000,000)	<u>Common</u>	.0001	N/A	<u>Christina Upham</u>	N/A	N/A	N/A
<u>11/07/2024</u>	<u>New Issuance</u>	375,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC (Avi Geller)</u>	<u>Settlement Agreement</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>11/13/2024</u>	<u>New Issuance</u>	84,702,639	<u>Common</u>	.0001	<u>Yes</u>	<u>FirstFire Global Opportunities Fund, LLC (Eli Fireman)</u>	<u>Settlement Agreement</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>

<u>11/13/2024</u>	<u>New Issuance</u>	15,297,361	<u>Common</u>	.0001	<u>Yes</u>	<u>FirstFire Global Opportunities Fund, LLC (Eli Fireman)</u>	<u>Settlement Agreement</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>11/13/2024</u>	<u>New Issuance</u>	375,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>IBH Capital LLC (Pinny Kievman)</u>	<u>Conversion of Notes Payable</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>11/15/2024</u>	<u>Cancellation</u>	(500,000,000)	<u>Common</u>	.0001	<u>N/A</u>	<u>Brenda Whitman</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
<u>11/21/2024</u>	<u>New Issuance</u>	375,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonite Capital LLC (Avi Geller)</u>	<u>Settlement Agreement</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>11/26/2024</u>	<u>New Issuance</u>	450,000,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Boot Capital, LLC (Peter Rosten)</u>	<u>Settlement Agreement</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>11/26/2024</u>	<u>New Issuance</u>	94,500,000	<u>Common</u>	.0001	<u>Yes</u>	<u>Leonard Tucker, LLC (Leonard Tucker)</u>	<u>Anti-dilution and ratchet provision</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
Shares Outstanding on Date of This Report Date: 1/14/2025									
Common	6,371,260,661								
Preferred E	0								
Preferred F	75,000								

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.

Any additional material details, including footnotes to the table are below:

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

☐ Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
7/12/2021	\$30,000	\$150,000	4/28/2022	50% discount to lowest bid price in the preceding 25 days	-0-	250,000,000	Tri-Bridge Ventures, LLC (John Forsythe)	Loan
12/11/2024	\$27,500	\$27,500	12/11/2024	25% discount to lowest bid price on day preceding conversion or offering price of Regulation A offering	-0-	8,333,333	Leonite Capital, LLC (Avi Geller)	Loan
12/9/2024	\$27,500	\$27,500	12/9/2025	25% discount to lowest bid price on day preceding conversion or offering price of Regulation A offering	-0-	8,333,333	FirstFire Global Opportunities Fund, LLC (Eli Fireman)	Loan
12/5/2024	\$27,500	\$27,500	12/5/2025	25% discount to lowest bid price on day preceding conversion or offering price of Regulation A offering	-0-	8,333,333	GW Holdings Group, LLC (Noah Weinstein)	Loan
Total Outstanding Balance:		\$232,500	Total Shares:		-0-	274,999,999		

Any additional material details, including footnotes to the table are below:

⁵ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

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.otcm Markets.com).

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

Our company now operates as a holding company in the telecommunications sector. Telvantis and Mexedia DAC are intermediary operators that sell "segments" of telephone connections, taking place between a "calling" user and a "called" user, to other Telco operator or mobile operators. As telco operators, the volume of their revenues is closely linked to the number of interconnection agreements entered into with commercial partners, e.g. commercial contracts between telecom operators with the aim of interconnecting networks and exchanging services.

Our customers and supplier entities are predominantly based in the United States and the principal service we provide is the termination of international voice communication between customer entities in the context of global communication. The service is provided on a strictly digital basis through the internet. The specific rates charged and destinations serviced change over time, depending on commercial opportunities and customer needs. Further, a part of our business consists of the aggregation of voice traffic from different customers to be delivered to the same supplier. We are, therefore, in principle, able to serve any network operator who generates international voice activity.

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

Parent company, Raadr, Inc.

Subsidiaries: Telvantis Voice Services, Inc., a Florida corporation, Mexedia DAC, an Ireland corporation.

C. Describe the issuer's principal products or services.

Recent Change in Control

Effective October 8, 2024, a change in control of our company, in connection with our acquisitions (the Mexedia Acquisitions) of Telvantis Voice Services, Inc. (formerly Mexedia, Inc.), a Florida corporation with its operations headquartered in Miami, Florida (Telvantis Florida), and Mexedia DAC, an Ireland corporation now wholly owned by Telvantis Florida (Mexedia DAC) (Telvantis Florida and Mexedia DAC are referred to as the Mexedia Companies). Following these transactions, Mexedia SPA controls our company. However, it is intended that, as soon as possible and in keeping with applicable Italian corporate laws and applicable Euronext Growth Paris exchange rules, Mexedia SPA would distribute to its shareholders the control shares issued to it pursuant to the Acquisition Agreements.

Also In connection with the Mexedia Acquisitions, Jacob DiMartino resigned as the Sole Director and Officer of our company and the following persons were appointed: Daniel Contreras, Chief Executive Officer and Director; Orlando Taddeo, President and Director; and Daniel Gilcher, Chief Financial Officer, Secretary, Treasurer and Director.

Acquisitions of the Mexedia Companies. Pursuant to separate Share Exchange Agreements (the “Acquisition Agreements”), we acquired 100% ownership of Telvantis Florida by the issuance of 40,000 shares of Series F Preferred Stock to Mexedia SPA and 100% ownership of Mexedia DAC by the issuance of 35,000 shares of Series F Preferred Stock to Mexedia SPA. Except for the consideration paid under the Acquisition Agreements, the Acquisition Agreements are substantially identical and contain the following provisions, among other customary provisions:

Regulation A Offering. Should we fail to have filed an Offering Statement on Form 1-A pursuant to Regulation A of the Securities and Exchange Commission (the “Reg A Offering”), on or before October 28th, Mexedia SPA has the right, but not the obligation, to rescind the Acquisition Agreements. This condition subsequent has been waived by Mexedia SPA.

Reg A Offering Proceeds. Should we fail to have obtained the sum of \$1,500,000 in proceeds from the Reg A Offering, on or before the date that is six (6) months from the date of the SEC’s qualification of the Reg A Offering, Mexedia SPA has the right, but not the obligation, to rescind the Acquisition Agreements.

Divestiture. Should we fail to have divested of our pre-closing operations, which divestiture shall include all debts, other than the trade payables of our company, as of the closing date of the Mexedia Acquisitions, on or before December 31, 2024, Mexedia SPA shall have the right, but not the obligation, to rescind the Acquisition Agreements. This condition has been satisfied by our company.

Redemption Agreement. In connection with the Acquisition Agreements, our company and JanBella entered into the Redemption Agreement, pursuant to which JanBella sold 100% of the then-outstanding shares of Series E Preferred Stock to our company in exchange for the Redemption Note.

The principal amount of the Redemption Note is \$540,000, with interest at 8% per annum and a maturity date of October 8, 2025. Under the Redemption Note, we are required to pay, on a monthly basis, 40% of the proceeds from the Reg A Offering that exceeds \$100,000, until the principal and interest shall have been paid.

Following the date of payment in full of the principal balance of the Redemption Note (the “Balance Date”), we are to pay JanBella up to an additional \$1,260,000 as additional principal (the “Additional Principal”), whether through monthly payments of 10% of Reg A Offering proceeds and/or, for a period of 18 months immediately following the issue date of the Redemption Note, 10% of funds obtained by our company from any third-party.

Pledge Agreement and Guaranty. In connection with the Acquisition Agreements, JanBella and Mexedia SPA entered into a pledge agreement (the “Pledge Agreement”) and a guaranty (“Guaranty”) with respect to our company’s obligations under the Redemption Note. Specifically, the Pledge Agreement and the Guaranty relate to our company’s timely payment of the \$540,000 principal balance and accrued interest on the Redemption Agreement.

Share Cancellation Agreements. In connection with the Acquisition Agreements, our company entered into three separate share cancellation agreement (the “Share Cancellation Agreements”) with Dean Richards, Brenda Whitman and Christina Upham, respectively. Pursuant to the Share Cancellation Agreements, a total of 1,700,000,000 shares of our common stock were cancelled.

Series F Preferred Stock. Also in conjunction with the Mexedia Acquisitions, we designated a new Series F Preferred Stock and issued a total of 75,000 shares of such Series F Preferred Stock to Mexedia SPA, which now controls our company through its ownership of the Series F Preferred Stock. (See “Description of Securities-Series F Preferred Stock”).

New Business Focus

Following the acquisitions of the Mexedia Companies, our company has adopted the business plan of the Mexedia Companies as our company's new business focus. Our prior business operations centered around an anti-bullying App known as "RAADR" are to be divested, in accordance with the Acquisition Agreements, which divestiture is expected to occur prior to the end of December 2024.

Our company now operates as a holding company in the telecommunications sector. Telvantis Florida and Mexedia DAC are intermediary operators that sell "segments" of telephone connections, taking place between a "calling" user and a "called" user, to other Telco operator or mobile operators. As telco operators, the volume of their revenues is closely linked to the number of interconnection agreements entered into with commercial partners, e.g. commercial contracts between telecom operators with the aim of interconnecting networks and exchanging services.

Figure 1 below depicts the structure of our company, following the acquisitions of the Mexedia Companies.

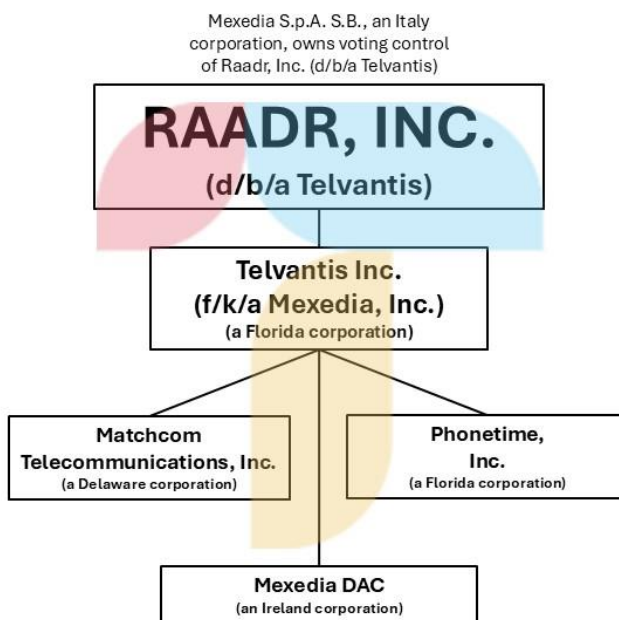


Figure 1

History of the Mexedia Companies

Phonetime, Inc. ("Phonetime") was incorporated in the State of Florida in 2006 and has operated as a telecommunications sales company since its incorporation. Prior to its being acquired by Telvantis Florida in 2023, Phonetime had established a robust wholesale voice services business on its proprietary digital infrastructure (or backbone).

Matchcom Telecommunication, Inc. ("Matchcom") was incorporated in the State of Delaware in 2018 and has operated as a telecommunications sales company since its incorporation.

Telvantis, Inc., Telvantis Florida (formerly Mexedia, Inc.), was incorporated on September 9, 2020, in the State of Florida as a wholly-owned subsidiary of Mexedia SPA. In forming Telvantis Florida, it was Mexedia SPA's stated purpose to seek acquisition opportunities in the telecommunications industry in the U.S. market.

Due to the lingering effects of the Covid-19 pandemic, these efforts were unsuccessful throughout 2020 and 2021. During 2022, however, Mexedia SPA engaged in extensive discussions and negotiations with Tellza, Inc., a telecommunications holding company and then-owner of our now subsidiaries, Phonetime and Matchcom Telecommunications.

As a combined enterprise, Phonetime and Matchcom had, at that time, an extensive history and a strong wholesale voice business portfolio, including well-known global operators and an excellent reputation in the telecommunications marketplace, as well as extensive network of contacts and stable agreements with customers and suppliers.

As a result of the negotiations with Tellza, Inc., effective January 1, 2023, Televantis Florida acquired 100% of the stock of both Phonetime and Matchcom Communications, with many of their employees continuing to work for Phonetime and Matchcom Communications to this day, driving the growth of Televantis Florida's voice business in the U.S. Since the acquisition, Televantis Florida has continued to expand its U.S.-based digital infrastructure to support its growth.

Plan of Business

In connection with our acquisitions of the Mexedia Companies, our company now operates as a holding company in the telecommunications sector. Televantis Florida and Mexedia DAC are intermediary operators that sell “segments” of telephone connections, taking place between a “calling” user and a “called” user, to other Telco operator or mobile operators. As telco operators, the volume of their revenues is closely linked to the number of interconnection agreements entered into with commercial partners, e.g. commercial contracts between telecom operators with the aim of interconnecting networks and exchanging services.

In addition, we believe that there are available significant business acquisition opportunities within our industry segment. It is our estimation that any such acquisition opportunity would require us to deliver funds as part of the acquisition. Should we sell at least 50% of the Offered Shares in this offering, our management believes our company would be positioned to make one or more such acquisitions (no current agreement, written or otherwise exists, in this regard). However, there is no assurance that we will obtain sufficient funds in this offering, or from other sources, that would permit us to make any such acquisition.

With the proceeds of this offering, we intend to increase our working capital position, such that we will be able to increase our revenues, which are, in large measure, a function of our levels of available working capital, from time to time.

We believe that the proceeds of this offering will satisfy our cash requirements for at least the next twelve months.

Principal Market

The principal market for our telecommunications services and products is the United States, with additional sales generated in other developed countries stemming from United States customer affiliations. Our business focus is purely one business-to-business communications and we engage with the world's largest network operators (mostly through their United States subsidiaries), as well as smaller local providers to send and receive large volumes of voice traffic between these entities.

Our customers and supplier entities are predominantly based in the United States and the principal service we provide is the termination of international voice communication between customer entities in the context of global communication. The service is provided on a strictly digital basis through the internet. The specific rates charged and destinations serviced change over time, depending on commercial opportunities and customer needs. Further, a part of our business consists of the aggregation of voice traffic from different customers to be delivered

to the same supplier. We are, therefore, in principle, able to serve any network operator who generates international voice activity.

Customers

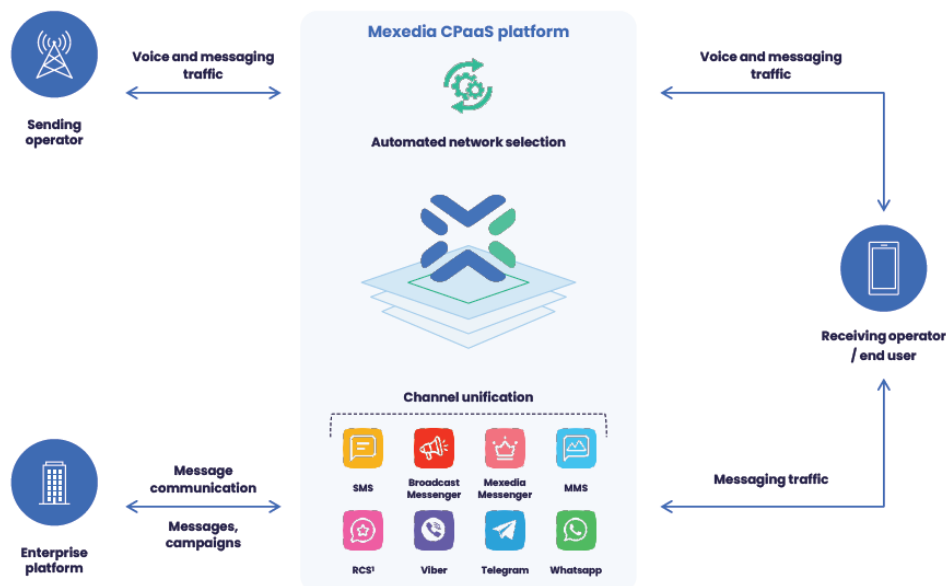
The overwhelming majority of Telvantis Florida's customers are U.S.-based companies or U.S.-based subsidiaries of international companies, with eight of our 10 largest customers falling into these categories. No single customer of Telvantis Florida represents more than 10% of its total revenues.

Current Operations

Overview. The Mexedia Companies provide connectivity for two distinct target customers: (1) mobile operators and (2) enterprises:

- Mobile operators are offered voice traffic wholesale services, while enterprises are provided messaging services and certain value-added services that are upsold to existing and new clients.
- Services are offered through a multichannel CPaaS platform which integrates different communication channels across voice and message and efficiently manages all customers' communication activities.

Mexedia Companies' Communication Platform as a Service (CPaaS). The Mexedia Companies' CPaaS is a cloud-based platform for mobile operators and enterprises which integrates different voice and messaging communication channels. Mobile operators are offered global network connectivity through the Mexedia Companies' proprietary voice wholesale software, a business that is continuously contracted on large volumes. Enterprises are provided with a range of messaging services to efficiently communicate with their customers through traditional SMS and messaging applications, e.g., Whatsapp and Viber, while being offered a range of additional value-added services within the same technical infrastructure.



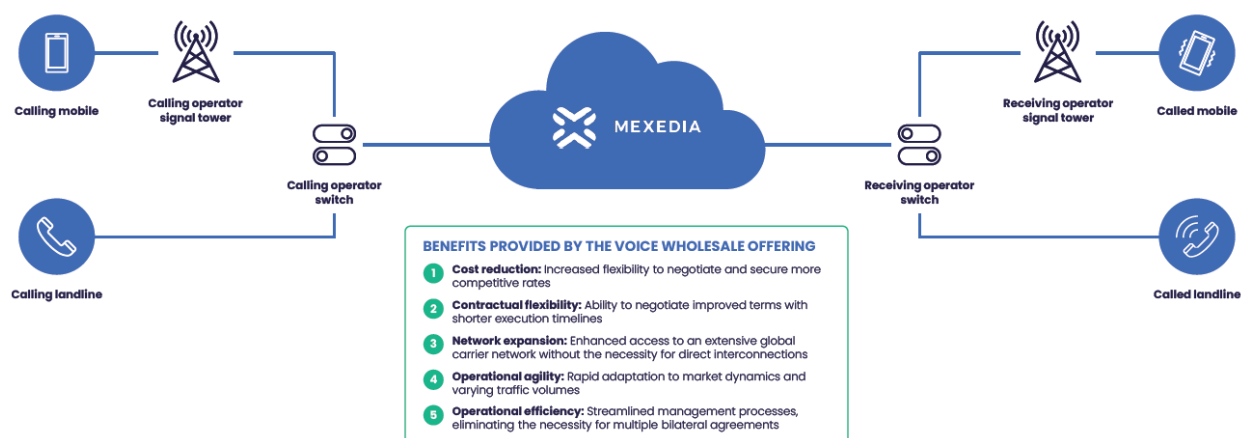
The Mexedia Companies' CPaaS platform offers a comprehensive suite of communication services for enterprises and mobile operators spanning both message and voice traffic. Hosted through a proprietary data platform in Stockholm, Sweden, the CPaaS platform minimizes reliance on third-party cloud services, to enable full system control and continuous maintenance by the Mexedia Companies. Mobile operators typically connect

to the platform via direct switches to the MNO cloud while enterprises typically connect via an API through their CRM, facilitating their direct communication with customers while bypassing intermediary operators.

Wholesale of voice traffic is offered to mobile operators and enabled through the Mexedia Companies' automated wholesale software. The wholesale software automatically selects the optimal route for each call and message based on certain criteria, e.g., cost, quality, capacity and availability. The software continuously monitors changes in price, quality, availability and traffic limits of traffic providers, adjusts routes accordingly and manages billing on behalf of its users.

Messaging services are offered to the Mexedia Companies' enterprise clients seeking an efficient way to communicate with its customers through different messaging channels. The CPaaS solution offers channel unification by integrating traditional application-to-peer ("A2P") SMS messaging and OTT messaging, e.g., Whatsapp and Viber, onto one platform. In addition, various add-on services are offered and upsold to enterprise clients on the platform, including number filtering, number validation and unsubscribing services.

Mobile Operators - Voice Wholesale. The Mexedia Companies offer large volume connectivity to mobile network operators ("MNOs") for voice traffic at a wholesale level. Wholesale of voice traffic is enabled through The Mexedia Companies' cloud-based automated wholesale software which is connected to the core digital switchboards of more than 300 MNOs globally. The Mobile Operator segment operates on a volume-based model and facilitates connections between sending and receiving operators across international networks.



The Mobile Operator segment mainly handles voice traffic and focuses on providing large volume connectivity to MNOs for voice traffic and text aggregation businesses for SMS traffic. The Mexedia Companies connect sending parties to receiving parties outside their network and generates a profit margin on each connection. The mobile operator offering is volume-based where the Mexedia Companies are connected to the core digital switchboards of more than 300 MNOs globally via a cloud-based wholesale software application. Voice and text traffic currently accounts for approximately 96% and 4%, respectively, of Mobile Operator revenues. Voice traffic remains stable, whereas text traffic is a fast-growing part of the Mobile Operator segment. The Mobile Operator segment maintains a consistent customer base of companies in the telecommunications sector and a relatively strong customer retention record.

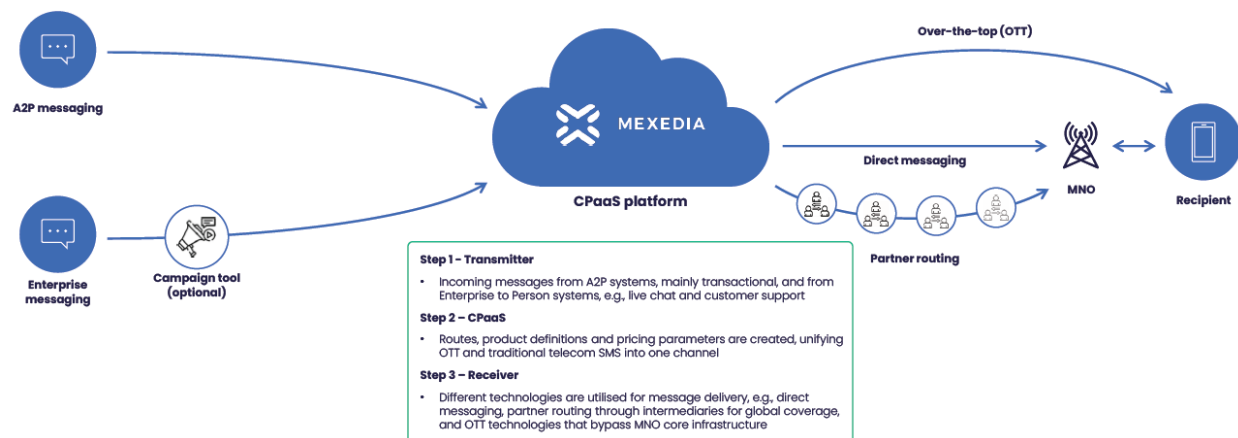
Automated Voice Wholesale Software. The Mexedia Companies' automated voice wholesale software delivers a comprehensive call routing solution for mobile operators, integrating essential functionalities to optimize traffic routing efficiency across different mobile networks. The voice wholesale software dashboard presents essential key operational statistics for a specified period, encompassing, e.g., total calls, revenues, connected calls, costs, margins, total minutes and live platform sessions. The dashboard provides a comprehensive overview of top suppliers, i.e., frequently used traffic providers, with additional information on quality, volumes,

costs and margins, as well as top destinations and customers, providing insights into routes, quality, volumes and margins.

Specifically, the automated voice wholesale software offers:

- Data Collection and Analysis: data collection and analysis of service providers, e.g., rates, connection quality, and available capacity.
- Call Routing Execution: following a routing decision, voice calls are routed via the selected provider to reach the desired destination.
- Monitoring and Adjustments: continuous monitoring and adjusting of routes based on changes in price, quality, availability and traffic limits.
- Billing: based on clients' contracts with providers.
- Credit and Traffic Control: ensures the credit limits and maximum routed volume thresholds of clients are not exceeded.
- Least-cost Routing Decision: selects the most efficient route for each voice call based on preceding analysis and clients' set limits.

Enterprises - Messaging. The Mexedia Companies leverage their technology, regulatory approvals and experience in the Mobile Operator segment to provide text-based communication to medium and large-sized enterprises. The Mexedia Companies' direct connectivity to operators eliminates the need for intermediary operators between enterprises and their customers, thereby reducing operational costs.



The Enterprise segment strategically leverages the Mexedia Companies' direct operator connectivity, technical infrastructure, and regulatory expertise to enable direct text-based communication between enterprises and customers, bypassing intermediary operators. The offering comprises both Messaging and Value-Added Services provided to enterprises for effective customer communication with customers via different channels. Messaging Services represent the core offering and include an SMS platform and a two-way SMS feature while Value-Added Services comprise of add-ons products, e.g., phone number filtering and subscription features, and are upsold to existing clients. The Enterprise segment actively triggers both revenue and cost synergies by harmonizing operations with the Mobile Operator segment, achieving operational efficiency and minimizing the investment required for organic growth.

Messaging Services. The Mexedia Companies' automated messaging software offers the services described below.

- Campaign Portal: Enables enterprises to automate SMS campaigns in real-time through a user-friendly API connection. Utilizing SS7 and SMPP connectivity, the Mexedia Companies ensure optimal routing for high-volume SMS traffic, enhancing reliability. Offers enterprises a simple interface for designing and sending SMS messages to customers without requiring an API interface.
- Two-Way SMS: Two-way SMS facilitates customer communication by enabling customers to provide feedback on support, sales and general inquiries. Enhances brand image and customer satisfaction, positively impacting the overall bottom-line business. Fosters a customer-centric approach by reinforcing the enterprise's commitment to personalized service.
- Voice Engage: Voice Engage enables enterprises to broadcast messages worldwide through direct voice calls to customer mobile or land line phones. Enterprises can broadcast pre-recorded audio or convert text to a chosen language through Text-To-Speech (TTS). The voice solution includes a control panel for making customer journeys, utilizing key-press responses for interactive experiences.
- Messaging Portal.
 - Broadcast Messenger. A robust white-label bulk communication tool offering cost-effective, compliant messaging that fosters creativity without compromising on restrictions.
 - Mexedia Messenger. A two-way messenger platform providing enterprises with full control of their communication in a branded, familiar and secure solution.
- 2FA & OTP: Empowers enterprises with an extra layer of security for user logins, mitigating the risk of fraudulent website access. The API facilitates user identity confirmation through OTP sent via SMS, ensuring a secure process where users validate received codes. Enables enterprises to bolster security, authenticate user identities and minimize the vulnerability to unauthorized access attempts.

Value-Added Services. The Mexedia Companies' automated messaging software offers the value-added services described below.

- Optimize™: Phone number verification and filtering solution integrated within the SMS platform for efficient database management. Particularly important for enterprises with large phone number databases that are constantly being updated. Continuous database maintenance and updates mitigates unnecessary costs, with an automatic provision of invalid numbers via API ensuring seamless, manual-free updates to in-house systems.
- Number Validation: Powerful tool ensuring an up-to-date customer number database, supporting smart decisions and cost savings crucial for business efficiency. Enterprises benefit from the tool's capability to facilitate smart decision-making, fostering cost savings. Streamline number validation with automated routines and logical checks, effortlessly filtering out invalid numbers from the phone number database.

- UN5UB™: Provides enterprises with an opt-out solution, allowing their customers to easily choose not to receive messages. Fully multilingual tool offering extensive customization options, including branding, 2FA message, buttons and an optional unsubscribe reason in various formats.
- Subscribe: Facilitates seamless engagement with subscribers, verifying mobile numbers via two-factor authentication. Facilitates a GDPR-compliant method to seamlessly and securely transition subscribers from various channels to a designated mobile number list, enabling subsequent messaging through SMS or IM campaigns.

Strengths and Weaknesses

We believe our company possesses the following competitive strengths and weaknesses:

Competitive Strengths

- we enjoy a strong customer retention track record.
- our Enterprise customer base engages in an array of industries, including fintech, igaming, banking, finance and healthcare.
- our services offerings are of a high quality and the quality of our customer service is high.
- we enjoy relatively low overhead costs.

Competitive Weaknesses

- our brand name recognition is not as strong as many of our competitors.
- our capital levels vary during operating periods, which causes our revenues to fluctuate and, during period of low capital levels, to be impaired.
- our debt payment obligations under our credit facility agreement could, over time, impair our cash flows available for operations.

Cyber Risk Management and Strategy

We use, store and process data for and about our customers, employees, partners and suppliers. We have not yet implemented a formal cybersecurity risk management program designed to identify, assess and mitigate risks from cybersecurity threats to this data, our systems and business operations. We intend to implement a cybersecurity risk management program during 2025.

Risks from cybersecurity threats have, to date, not materially affected us, our business strategy, results of operations or financial condition.

Regulatory Considerations

Telvantis Florida and Mexedia DAC are subject to varying degrees of regulation, as discussed below.

Telvantis Florida. Telecommunication operators in Florida are primarily regulated under Chapter 364, Florida Statutes and are subject to the supervisory powers of the Public Service Commission (“PSC”). Currently, With the approval of the “Regulatory Reform Act” (“Act”), effective July 1, 2011, most of the PSC retail oversight authority over the telecommunications wireline companies were eliminated, yet the PSC’s authority over telco operators issues was maintained. The Act eliminated most of the retail regulation of local exchange telecommunications services by the PSC, including the elimination of rate caps on all retail telecommunications services; elimination of telecommunications-related consumer protection and assistance duties of the PSC; and elimination of the PSC’s remaining oversight of telecommunications service quality.

Incumbent local exchange companies and competitive local exchange companies enter into interoperators contracts, which are generally called interconnection agreements. Parties to interconnection agreements are expected to negotiate rates, terms, and conditions wherever possible, and to petition the PSC in the event an agreement cannot be reached. Pursuant to Florida Regulation and U.S.A. Federal regulation, Telvantis Florida is entitled to freely carry out its telecommunication business without the need to obtain any authorization, license or certification.

Mexedia DAC.

The UE Regulatory Framework. At EU level, the framework on telecommunications regulation includes Directives, Regulations, Recommendations and Communications.

The telecommunication market started to be liberalized to competition in the early 90's and, in particular, the competition of public voice telephony and public network infrastructure began in 1998.

The previous regulatory framework proved to be inadequate towards the new market needs and, therefore, a new set of Directives was adopted in 2002, regulating all forms of fixed and wireless telecommunications, data transmission and broadcasting:

- Framework Directive (Directive 2002/21/EC of the European Parliament and of the Council of 7 March 2002), adopted in order to establish a common regulatory framework for electronic communications networks and services. The Framework Directive obliges, among other things, National Regulatory Authorities to run market analyses before imposing appropriate obligations on individual operators having Significant Market Power ("SMP"), to ensure a competitive market;
- Authorization Directive (Directive 2002/20/EC of the European Parliament and of the Council of 7 March 2002) concerning authorizations for electronic communications networks and services. Such Directive sets out that the provision of electronic communications networks or the provision of electronic communications services may only be subject to a general authorization. As a consequence, authorized undertakings are entitled to (i) provide electronic communications networks and services and (ii) have their application for the necessary rights to install facilities considered. Furthermore, undertakings providing for electronic communication networks have the right to negotiate interconnection with, and where applicable obtain access to or interconnection from, other providers of publicly available communications networks and services covered by a general authorization anywhere in the Europe under the conditions of and in accordance with the Access Directive;
- Access Directive (Directive 2002/19/EC of the European Parliament and of the Council of 7 March 2002) concerning the access to and interconnection of electronic communications networks and associated facilities. In this regard, operators of public communications networks have a right and, when requested by other authorized undertakings, an obligation to negotiate interconnection with each other for the purpose of providing publicly available electronic communications services, in order to ensure provision and interoperability of services throughout the Community;
- Universal Service Directive (Directive 2002/22/EC of the European Parliament and of the Council of 7 March 2002) regulating the universal service and users' rights relating to electronic communications networks and services;
- E-Privacy Directive (Directive 2002/58/EC of the European Parliament and of the Council of 12 July 2002) regarding the processing of personal data and the protection of privacy in the electronic communications sector. Aim of such Directive is to ensure an equivalent level of protection of fundamental rights and freedoms, and in particular the right to privacy, with respect to the

processing of personal data in the electronic communication sector and to ensure the free movement of such data and of electronic communication equipment and services in the Community.

Once again, the EU legal framework was revised in 2009, with the aim of defining a new European regulatory framework for the sector, adapting it to the constant evolving needs of the market. In particular the following Directives were adopted:

- Directive 2009/140/EC of the European Parliament and of the Council of 25 November 2009, which has partially amended the Framework Directives, the Access Directive and the Authorization Directive;
- Directive 2009/136/EC of the European Parliament and of the Council of 25 November 2009, which has partially amended the Universal Service Directive, the E-Privacy Directive and Regulation (EC) No 2006/2004 on cooperation between national authorities responsible for the enforcement of consumer protection laws.

Legislation in Ireland. The primary legal sources for the regulation of the telecommunications sector in Ireland are the following:

- the Telecommunications (Miscellaneous Provisions) Act, 1996, that made provision for the establishment of the office of Director of Telecommunications Regulation, for the transfer of functions from the Minister to the Director, for the imposition of a levy on providers of telecommunications services and for the regulation of tariffs for certain telecommunications services. In addition, the act amended the Postal and Telecommunications Services Act, 1983, and provided for related matters;
- the Communications Regulation Act, 2002 that provides for the establishment of a body to be known as the Commission for Communications Regulation, for the definition of its functions, for the dissolution of the office of the Director of Telecommunications Regulation, for the transfer of the functions of the Director of Telecommunications Regulation to the Commission for Communications Regulation. In addition, the act established further provisions in respect of the opening of public roads for electronic communications infrastructure, provided for the sharing of infrastructure, repealed certain enactments and provisions of enactments and provided for connected matters;
- the Communications Regulation (Amendment) Act 2007 that amended (i) the Communications Regulation Act 2002 in order to confer additional functions on the Commission for Communications Regulation;
- the S.I. No. 333/2011 - European Communities (Electronic Communications Networks and Services) (Framework) Regulations 2011, giving effect to the Framework Directive, and the amendments to that Directive as introduced by Directive 2009/140/EC of the European Parliament and of the Council of 25 November 2009;
- the S.I. No. 334/2011 - European Communities (Electronic Communications Networks and Services) (Access) Regulations 2011, giving effect to the Access Directive, and the amendments to that Directive as introduced by Directive 2009/140/EC of the European Parliament and of the Council of 25 November 2009;
- the S.I. No. 335/2011 - European Communities (Electronic Communications Networks and Services) (Authorization) Regulations 2011, giving effect to the Authorization Directive, and the

amendments to that Directive as introduced by Directive 2009/140/ EC of the European Parliament and of the Council of 25 November 2009;

- the S.I. No. 336/2011 - European Communities (Electronic Communications Networks and Services) (Privacy and Electronic Communications) Regulations 2011, giving effect to the Eprivacy Directive, and the amendments to that Directive as introduced by Directive 2009/136/EC of the European Parliament and of the Council of 25 November 2009.

Pursuant to the foregoing rules, Mexedia DAC was authorized to provide electronic communications services in Ireland by means of an authorization granted by the Irish Commission for Communications Regulation on April 26, 2018.

Competition

Our telco operations are conducted in a highly competitive market, characterized by the presence of numerous competitors that operate in the sector of telecommunications electronic termination services, both at national and international levels. We may not be successful in competing against these competitors, many of whom have longer operating histories, significantly greater financial stability and better access to capital markets and credit than we do. There is no assurance that we will be able to compete successfully against our competition.

Intellectual Properties

We do not own any patents. We are the owner of proprietary software programs and numerous tradenames, including “Mexedia” and “Telvantis,” for which we intend to apply for a trademark from the USPTO, in the near future.

Employees

We have 12 employees, including our executive officers. We believe our relations with our employees to be good and have never experienced a work stoppage.

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.

Telvantis Florida leases approximately 1,100 square feet of office space in Miami Beach, Florida, at a monthly rental of \$4,750. Our principal corporate offices are located at this location. These premises are expected to be adequate for the operations of Telvantis Florida, as well as for our company’s principal corporate officers, for the foreseeable future. In this regard, as our business provides services in the digital domain, we do not require a large office space to house our operations, as we lease our digital infrastructure, such as servers, in multiple secure locations. Additionally, many of our employees make use of the opportunity to work remotely, thereby lessening our need for office space. During 2025, it is possible that Telvantis Florida would add a small office in New York, to support increased sales. No final determination has been made in this regard.

Mexedia DAC leases approximately 1,000 square feet of office space in Dublin, Ireland, at a monthly rental of \$5,240. These premises are expected to be adequate for the operations of Mexedia DAC for the foreseeable future.

We own no real property.

6) Officers, Directors, and Control Persons

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.

Name of Officer, Director or Control Person	Affiliation with Company (e.g., Officer Title, Director, Owner of More Than 5%)	Residential Address (City/State Only)	Number of Shares Owned	Share Type/Class	Ownership Percentage of Class Outstanding	Note
Daniel Contreras	Director and Chief Executive Officer	Miami Beach, Florida	-0-	Common Stock	0%	
Orlando Taddeo	Director and President	Dublin, Ireland	-0-	Common Stock	0%	
Daniel Gilcher	Director and Chief Financial Officer	Frankfurt, Germany	-0-	Common Stock	0%	
Mexedia S.p.A. S.B. (Orlando Taddeo)	5% Owner	Rome, Italy	-0- 75,000	Common Stock Series F Preferred Stock	0% 100%	See Note A below.
Note A	The Series F Convertible Preferred Stock possesses 66.67% of the voting rights of the Company. each share of Series F Preferred Stock shall be convertible at any time into a number of shares of the Company's common stock that equals 0.001 percent (0.001%) of the number of issued and outstanding shares of the Company's common stock outstanding on the date of conversion, such that 1,000 shares of Series F Preferred Stock would convert into one percent (1%) of the number of issued and outstanding shares of the Company's common stock outstanding on the date of conversion.					

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 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;

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;

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.

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.

Securities Counsel (must include Counsel preparing Attorney Letters)

Name: Eric Newlan, Esq.
Firm: Newlan Law Firm, PLLC
Address 1: 2201 Long Prairie Road, Suite 107-762
Address 2: Flower Mound, Texas 75022
Phone: 940-367-6154
Email: eric@newlanpllc.com

Accountant or Auditor

Name:
Firm:
Address 1:
Phone:
Email:

Investor Relations

Name: N/A
Firm: N/A
Address 1: N/A
Phone: N/A
Email: N/A

All other means of Investor Communication:

Twitter: @Telvantis
Discord: N/A
LinkedIn: N/A
Facebook: N/A
Instagram: N/A

Other Service Providers

Provide the name of any other service provider(s) **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: **Eric Newlan**

Title: **Managing Member, Newlan Law Firm, PLLC**

Relationship to Issuer: **Outside Counsel**

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

☐ IFRS

☒ U.S. GAAP

C. The following financial statements were prepared by:

Name: **Daniel Gilcher**

Title: **Chief Financial Officer**

Relationship to Issuer: **Director and Executive Officer**

Describe the qualifications of the person or persons who prepared the financial statements⁽⁵⁾: **Mr. Gilcher has extensive experience in the preparation of financial statements.**

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.

[CERTIFICATION PAGE FOLLOWS]

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, Daniel Contreras, certify that:

1. I have reviewed this Disclosure Statement for **Raadr, 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.

Dated: January 15, 2025

/s/ Daniel Contreras
Chief Executive Officer

Principal Financial Officer:

I, Daniel Gilcher, certify that:

1. I have reviewed this Disclosure Statement for **Raadr, 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.

Dated: January 15, 2025

/s/ Daniel Gilcher
Chief Financial Officer

RAADR, INC.
Balance Sheets
(unaudited)

	<u>September 30, 2024</u>	<u>December 31, 2023</u>
ASSETS		
CURRENT ASSETS		
Cash	\$ 126	\$ 13,364
Prepaid expenses	3,780	---
TOTAL CURRENT ASSETS	<u>3,906</u>	<u>13,364</u>
TOTAL ASSETS	<u>\$ 3,906</u>	<u>\$ 13,364</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accounts payable	\$ 68,400	\$ 503,589
Credit card payable	62,033	---
Accrued expenses	699,999	316,452
Advances	5,000	105,700
Preferred stock to be issued	---	259,900
Common stock to be issued	---	1,066,138
Convertible notes payable	2,247,922	1,722,698
Derivative liabilities	1,033,933	2,616,951
Line of credit	---	38,998
Notes payable	---	757,863
Note payable - related party	---	118,104
TOTAL CURRENT LIABILITIES	<u>4,117,287</u>	<u>10,354,493</u>
LONG-TERM LIABILITIES		
Notes payable	---	146,769
TOTAL LONG-TERM LIABILITIES	<u>---</u>	<u>146,769</u>
TOTAL LIABILITIES	<u>4,117,287</u>	<u>10,501,262</u>
STOCKHOLDERS' DEFICIT		
Series A Preferred Stock, par value \$.001, 20,000,000 shares authorized, -0- shares and -0- shares issued and outstanding as of September 30, 2024, and December 31, 2023, respectively	1	1
Series E Preferred Stock, par value \$.001, 1,000,000 shares authorized, 1,000,000 shares and 1,000,000 shares issued and outstanding as of September 30, 2024, and December 31, 2023, respectively	1,000	1,000
Common Stock, par value \$.001 par value, 15,000,000,000 shares authorized, 4,458,249,704 shares and 2,346,499,236 shares issued and outstanding as of September 30, 2024, and December 31, 2023, respectively	4,458,252	2,346,501
Additional paid-in capital	22,297,893	24,170,213
Accumulated deficit	(30,870,527)	(37,005,613)
TOTAL STOCKHOLDERS' DEFICIT	<u>(4,113,381)</u>	<u>(10,487,898)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	<u>\$ 3,906</u>	<u>\$ 13,364</u>

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

RAADR, INC.
Statements of Operations
(unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
REVENUES, NET	\$ 16,074	\$ ---	\$ 16,074	\$ ---
COST OF SALES	---	---	---	---
GROSS PROFIT	16,074	---	16,074	---
OPERATING EXPENSES				
Executive compensation	45,000	135,000	135,000	225,000
General and administrative expenses	99,321	10,103	277,051	334,709
TOTAL OPERATING EXPENSES	144,321	145,103	412,051	559,709
OPERATING PROFIT (LOSS)	(128,247)	(145,103)	(395,977)	(559,709)
OTHER INCOME (EXPENSE)				
Loss on forbearance agreement	---	(2,720,000)	---	2,720,000
Loss on anti-dilution clause	(18,950)	(270,542)	(18,950)	270,542
Gain from write-off of debt	---	---	5,460,066	---
Change in fair value of derivative liability	(262,359)	(97,400)	1,375,659	(3,112,948)
Interest expense	(120,036)	(87,600)	(311,762)	261,852
TOTAL OTHER INCOME (EXPENSE)	(401,345)	(3,175,542)	6,205,013	(139,446)
NET PROFIT (LOSS)	<u>\$ (529,592)</u>	<u>\$ (3,320,645)</u>	<u>\$ 5,809,036</u>	<u>\$ (699,155)</u>
NET LOSS PER COMMON SHARE				
Basic and Diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING				
Basic and Diluted	<u>4,458,249,704</u>	<u>739,878,693</u>	<u>3,256,273,672</u>	<u>364,979,144</u>

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

RAADR, INC.
Statement of Changes in Equity
For the Nine Months Ended September 30, 2024 and 2023
(unaudited)

	Preferred Stock									
	Series A				Series E		Common Stock			
	Shares	Amount	Shares	Amount	Shares	Amount	Additional Paid-in Capital	Accumulated Deficit	Total	
Balance, December 31, 2023	---	\$ 1	1,000,000	\$ 1,000	2,346,499,236	\$ 2,346,501	\$ 24,170,213	\$ (37,005,613)	\$ (10,487,898)	
Issuance of common stock for cash	---	--	---	---	450,000,000	450,000	(405,000)	---	45,000	
Net loss	---	---	---	---	---	---	---	(237,100)	(237,100)	
Balance, March 31, 2024	---	1	1,000,000	1,000	2,796,499,236	2,796,501	23,765,213	(37,242,713)	(10,679,998)	
Common stock for conversion of convertible notes	---	---	---	---	427,000,000	427,000	(375,520)	---	51,480	
Issuance of common stock for cash	---	---	---	---	1,040,000,000	1,040,000	(936,000)	---	104,000	
Issuance of common stock for anti-dilution clause	---	---	---	---	94,750,468	94,750	(75,800)	---	18,950	
Issuance of common stock for compensation	---	---	---	---	100,000,000	100,000	(80,000)	---	20,000	
Net loss	---	---	---	---	---	---	---	6,901,778	6,901,778	
Balance, June 30, 2024	---	1	1,000,000	1,000	4,458,249,704	4,458,252	22,297,893	(30,340,935)	(3,583,789)	
Net loss	---	---	---	---	---	---	---	(529,592)	(529,592)	
Balance, September 30, 2024	---	\$ 1	1,000,000	\$ 1,000	4,458,249,704	4,458,252	22,297,893	(30,870,527)	(4,113,381)	
Balance, December 31, 2022	---	\$ 1	1,000,000	\$ 1,000	82,634,170	\$ 82,636	\$ 23,005,273	\$ (36,954,799)	\$ (13,865,889)	
Common stock for conversion of convertible notes	---	---	---	---	16,774,000	6,774	(6,337)	---	10,437	
Issuance of common stock for services	---	---	---	---	127,820,746	127,821	173,703	---	301,524	
Issuance of common stock for cash	---	---	---	---	24,500,000	24,500	36,750	---	61,250	
Issuance of common stock for anti-dilution clause	---	---	---	---	13,473,186	13,473	(13,473)	---	---	
Net profit	---	---	---	---	---	---	---	2,621,490	2,621,490	
Balance, June 30, 2023	---	1	1,000,000	1,000	265,202,102	2,656,204	23,195,916	(34,333,309)	(10,871,188)	
Common stock for conversion of convertible notes	---	---	---	---	16,774,000	6,774	(6,337)	---	10,437	
Issuance of common stock for services	---	---	---	---	127,820,746	127,821	173,703	---	301,524	
Issuance of common stock for cash	---	---	---	---	24,500,000	24,500	36,750	---	61,250	
Issuance of common stock for anti-dilution clause	---	---	---	---	13,473,186	13,473	(13,473)	---	---	
Net profit	---	---	---	---	---	---	---	2,621,490	2,621,490	
Balance, September 30, 2023	---	1	1,000,000	1,000	265,202,102	2,656,204	23,195,916	(34,333,309)	(10,871,188)	

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

RAADR, INC.
Statements of Cash Flows
(unaudited)

	Nine Months Ended September 30,	
	2024	2023
Cash Flows from Operating Activities		
Net profit (loss)	\$ 5,809,036	\$ (699,155)
Adjustments to reconcile net profit (loss) to net cash used in operating activities:		
Gain on write-off of debt	(5,460,066)	---
Loss on anti-dilution clause	(18,950)	270,542
Depreciation	---	1,828
Change in fair value of derivative liability	(262,359)	(3,112,948)
Loss on forbearance agreement	---	2,720,000
Stock-based compensation	20,000	301,524
Effect of changes in:		
Prepaid expenses	(3,780)	---
Accounts payable and accrued expenses	(162,465)	355,941
Net Cash Used in Operating Activities	(78,584)	(162,268)
Cash Flows from Investing Activities	---	---
Net Cash Provided by (Used In) Investing Activities	---	---
Cash Flows from Financing Activities		
Proceeds from issuance of convertible notes payable	---	76,150
Payments on line of credit	---	(2,936)
Proceeds from notes payable	78,710	27,036
Proceeds from sale of common stock	---	61,250
Net Cash Provided by Financing Activities	78,710	161,500
Net Increase (Decrease) in Cash	23	(768)
Cash at Beginning of Period	103	871
Cash at end of period	<u>\$ 126</u>	<u>\$ 103</u>

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

RAADR, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
For The Nine Months Ended September 30, 2024 and 2023
(unaudited)

Note 1 – NATURE OF OPERATIONS

Overview

Basis of Presentation

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial statements (“U.S. GAAP”). Accordingly, they do not contain all information and footnotes required by accounting principles generally accepted in the United States of America for annual financial statements.

In the opinion of the Company’s management, the accompanying unaudited financial statements contain all of the adjustments necessary (consisting only of normal recurring accruals) to present the financial position of Raadr, Inc., a Nevada corporation (the “Company”) as of September 30, 2024, and the results of operations and cash flows for the periods presented. The results of operations for the nine months ended September 30, 2024, are not necessarily indicative of the operating results for the full fiscal year or any future period.

Management acknowledges its responsibility for the preparation of the accompanying unaudited financial statements which reflect all adjustments, consisting of normal recurring adjustments, considered necessary in its opinion for a fair statement of its financial position and the results of its operations for the periods presented.

Note 2 - GOING CONCERN AND MANAGEMENT’S LIQUIDITY PLANS

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

As shown in the accompanying financial statements, as of September 30, 2024, the Company had cash on hand of \$126 and working capital deficit of \$4,117,161. During the nine months ended September 30, 2024, the net income was \$5,809,036 of which \$5,460,066 was from the gain from write off of debt and a gain \$1,683,018 was from the change in derivative liabilities and net cash used in operating activities was \$180,648.

The Company has incurred significant losses since its inception and has not demonstrated an ability to generate sufficient revenues from the sales of its products or services to achieve profitable operations. There can be no assurance that profitable operations will ever be achieved, or if achieved, could be sustained on a continuing basis. In making this assessment we performed a comprehensive analysis of our current circumstances including: our financial position, our cash flows and cash usage forecasts for the twelve months ended December 31, 2024, and our current capital structure including equity-based instruments and our obligations and debts.

The Company expects to continue to incur significant losses from operations and have negative cash flows from operating activities for the near-term. These losses could be significant as the Company has not yet generated revenues, but has continuing operating expenses including, but not limited to, compensation costs, professional fees, software development costs and regulatory fees.

The Company's primary source of operating funds has been from cash proceeds from the sale of common stock and the issuances of promissory notes and other debt. The Company has experienced net losses from operations since inception, but it expects these conditions to improve in the future as it develops its business model. The Company had an accumulated deficit of \$4,113,381 at September 30, 2024, and requires additional financing to fund future operations.

Management's current business plan is primarily to: (i) pursue additional capital raising opportunities, (ii) continue to explore and execute prospective partnering ; and (iii) identify unique market opportunities that represent potential positive short-term cash flow.

The Company's existence is dependent upon management's ability to develop profitable operations and to obtain additional funding sources. There can be no assurance that the Company's financing efforts will result in profitable operations or the resolution of the Company's liquidity problems.

If the Company does not obtain additional capital, the Company will be required to reduce the scope of its business development activities or cease operations. The Company continues to explore obtaining additional capital financing and the Company is closely monitoring its cash balances, cash needs, and expense levels.

These factors create substantial doubt about the Company's ability to continue as a going concern within the twelve-month period subsequent to the date that these financial statements are issued. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Note 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Business Segments and Concentrations

The Company uses the "management approach" to identify its reportable segments. The management approach requires companies to report segment financial information consistent with information used by management for making operating decisions and assessing performance as the basis for identifying the Company's reportable segments. The Company manages its business as one reportable segment.

Organization

The Company was organized March 29, 2006, under the laws of the State of Nevada, as White Dental Supply, Inc. On December 27, 2012, the Company formed two wholly owned subsidiaries, Choice One Mobile, Inc. and PITOOEY! Mobile, Inc., under the laws of the State of Nevada. On January 7, 2013, the Board of Directors of the Company authorized and a majority of the stockholders of the Company ratified, by written consent, resolutions to change the name of the Company to PITOOEY!, Inc. The name change was effective with the State of Nevada February 7, 2013. On February 6, 2013, the Company formed a wholly owned subsidiary, Rockstar Digital, Inc., under the laws of the State of Nevada. On October 31, 2013, the Company, as part of its settlement agreement with the employees of Rockstar Digital, ceased operations of its wholly owned subsidiary, Rockstar Digital, Inc. On July 29, 2015, the Company changed their name to Raadr, Inc. The name change was effective with the State of Nevada on July 29, 2015.

Business

Until October 8, 2024, the Company offered a unique software tool in www.raadr.com that allows individuals to monitor social media activity online.

Effective October 8, 2024, a change in control of the Company, in connection with our acquisitions (the Mexedia Acquisitions) of Telvantis Voice Services, Inc. (formerly Mexedia, Inc.), a Florida corporation with its operations headquartered in Miami, Florida (Telvantis Florida), and Mexedia DAC, an Ireland corporation now wholly owned by Telvantis Florida (Mexedia DAC) (Telvantis Florida and Mexedia DAC are referred to as the Mexedia Companies). Following these transactions, Mexedia SPA controls the Company. However, it is intended that, as soon as possible and in keeping with applicable Italian corporate laws and applicable Euronext Growth Paris exchange rules, Mexedia SPA would distribute to its shareholders the control shares issued to it pursuant to the Acquisition Agreements.

Use of Estimates and Assumptions

Preparing financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses during the reported period. Actual results could differ from those estimates, and those estimates may be material.

Changes in estimates are recorded in the period in which they become known. The Company bases its estimates on historical experience and other assumptions, which include both quantitative and qualitative assessments that it believes to be reasonable under the circumstances.

Significant estimates during the nine months ended September 30, 2024 and 2023, respectively, include, allowance for doubtful accounts and other receivables, inventory reserves and classifications, valuation of loss contingencies, valuation of stock-based compensation, estimated useful lives related to property and equipment, impairment of intangible assets, implicit interest rate in right-of-use operating leases, uncertain tax positions, and the valuation allowance on deferred tax assets.

Cash

For purposes of the statements of cash flows, the Company considers all highly liquid instruments with a maturity of six months or less at the purchase date and money market accounts to be cash equivalents.

At September 30, 2024, and December 31, 2023, respectively, the Company did not have any cash equivalents.

The Company is exposed to credit risk on its cash and cash equivalents in the event of default by the financial institutions to the extent account balances exceed the amount insured by the FDIC, which is \$250,000.

At September 30, 2024, and December 31, 2023, respectively, the Company did not experience any losses on cash balances in excess of FDIC insured limits.

Fair Value of Financial Instruments

The Company accounts for financial instruments under Financial Accounting Standards Board (“FASB”) ASC 820, *Fair Value Measurements*. ASC 820 provides a framework for measuring fair value and requires disclosures regarding fair value measurements. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, based on the Company’s principal or, in absence of a principal, most advantageous market for the specific asset or liability.

The Company uses a three-tier fair value hierarchy to classify and disclose all assets and liabilities measured at fair value on a recurring basis, as well as assets and liabilities measured at fair value on a non-recurring basis, in periods subsequent to their initial measurement. The hierarchy requires the Company to use observable inputs when available, and to minimize the use of unobservable inputs, when determining fair value.

The three tiers are defined as follows:

- Level 1 – Observable inputs that reflect quoted market prices (unadjusted) for identical assets or liabilities in active markets;
- Level 2 – Observable inputs other than quoted prices in active markets that are observable either directly or indirectly in the marketplace for identical or similar assets and liabilities; and
- Level 3 – Unobservable inputs that are supported by little or no market data, which require the Company to develop its own assumptions.

The determination of fair value and the assessment of a measurement's placement within the hierarchy requires judgment. Level 3 valuations often involve a higher degree of judgment and complexity. Level 3 valuations may require the use of various cost, market, or income valuation methodologies applied to unobservable management estimates and assumptions. Management's assumptions could vary depending on the asset or liability valued and the valuation method used. Such assumptions could include estimates of prices, earnings, costs, actions of market participants, market factors, or the weighting of various valuation methods. The Company may also engage external advisors to assist us in determining fair value, as appropriate. Although the Company believes that the recorded fair value of our financial instruments is appropriate, these fair values may not be indicative of net realizable value or reflective of future fair values. The Company's financial instruments, including cash, accounts payable and accrued expenses, and convertible notes payable, are carried at historical cost. As of September 30, 2024, and December 31, 2023, respectively, the derivative liabilities are considered a level 2 item.

ASC 825-10 "*Financial Instruments*" allows entities to voluntarily choose to measure certain financial assets and liabilities at fair value ("fair value option"). The fair value option may be elected on an instrument-by-instrument basis and is irrevocable unless a new election date occurs. If the fair value option is elected for an instrument, unrealized gains and losses for that instrument should be reported in earnings at each subsequent reporting date. The Company did not elect to apply the fair value option to any outstanding financial instruments.

Leases

We determine if an arrangement is a lease at inception. Operating leases are included in operating lease right-of-use ("ROU") assets, operating lease liabilities – current and operating lease liabilities - noncurrent on the balance sheets. The initial lease liability is equal to the future fixed minimum lease payments discounted using the Company's incremental borrowing rate, on a secured basis. The initial measurement of the right-of-use asset is equal to the initial lease liability plus any initial direct costs.

ROU assets represent our right to use an underlying asset for the lease term and lease liabilities represent our obligation to make lease payments arising from the lease. Operating lease ROU assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term.

Derivative Liabilities

The Company analyzes all financial instruments with features of both liabilities and equity under FASB ASC Topic No. 480, (“ASC 480”), “*Distinguishing Liabilities from Equity*” and FASB ASC Topic No. 815, (“ASC 815”) “*Derivatives and Hedging*”. Derivative liabilities are adjusted to reflect fair value at each reporting period, with any increase or decrease in the fair value recorded in the results of operations (other income/expense) as a gain or loss on the change in fair value of derivative liabilities. The Company uses a binomial pricing model to determine fair value of these instruments.

Upon conversion or repayment of a debt instrument in exchange for shares of common stock, where the embedded conversion option has been bifurcated and accounted for as a derivative liability (generally convertible debt and warrants), the Company records the shares of common stock at fair value, relieves all related debt, derivative liabilities, and any remaining unamortized debt discounts, and where appropriate recognizes a net gain or loss on debt extinguishment (debt based derivative liabilities). In connection with any extinguishments of equity based derivative liabilities (typically warrants), the Company records an increase to additional paid-in capital for any remaining liability balance extinguished.

Equity instruments that are initially classified as equity that become subject to reclassification under ASC Topic 815 are reclassified to liabilities at the fair value of the instrument on the reclassification date.

Income Taxes

The Company accounts for income tax using the asset and liability method prescribed by ASC 740, “*Income Taxes*”. Under this method, deferred tax assets and liabilities are determined based on the difference between the financial reporting and tax bases of assets and liabilities using enacted tax rates that will be in effect in the year in which the differences are expected to reverse. The Company records a valuation allowance to offset deferred tax assets if based on the weight of available evidence, it is more-likely-than-not that some portion, or all, of the deferred tax assets will not be realized. The effect on deferred taxes of a change in tax rates is recognized as income or loss in the period that includes the enactment date.

The Company follows the accounting guidance for uncertainty in income taxes using the provisions of ASC 740 “*Income Taxes*”. Using that guidance, tax positions initially need to be recognized in the financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities.

At September 30, 2024 and December 31, 2023, respectively, the Company had no uncertain tax positions that qualify for either recognition or disclosure in the financial statements.

The Company recognizes interest and penalties related to uncertain income tax positions in other expense. No interest and penalties related to uncertain income tax positions were recorded for the six months ended September 30, 2024 and 2023, respectively.

Advertising Costs

Advertising costs are expensed as incurred. Advertising costs are included as a component of general and administrative expense in the statements of operations.

The Company recognized \$-0- in marketing and advertising costs during the three and nine months ended September 30, 2024 and 2023, respectively.

Stock-Based Compensation

The Company accounts for our stock-based compensation under ASC 718 “*Compensation – Stock Compensation*” using the fair value-based method. Under this method, compensation cost is measured at the grant date based on the value of the award and is recognized over the service period, which is usually the vesting period. This guidance establishes standards for the accounting for transactions in which an entity exchanges its equity instruments for goods or services. It also addresses transactions in which an entity incurs liabilities in exchange for goods or services that are based on the fair value of the entity’s equity instruments or that may be settled by the issuance of those equity instruments.

The Company uses the fair value method for equity instruments granted to non-employees and uses the Black-Scholes model for measuring the fair value of options.

The fair value of stock-based compensation is determined as of the date of the grant or the date at which the performance of the services is completed (measurement date) and is recognized over the vesting periods.

When determining fair value of stock options, the Company considers the following assumptions in the Black-Scholes model:

- Exercise price,
- Expected dividends,
- Expected volatility,
- Risk-free interest rate; and
- Expected life of option

Basic and Diluted Earnings (Loss) per Share

Basic earnings per share is calculated using the two-class method and is computed by dividing net earnings available to common shareholders by the weighted average number of common shares outstanding and certain other shares committed to be, but not yet issued. Net earnings available to common shareholders represent net earnings to common shareholders reduced by the allocation of earnings to participating securities. Losses are not allocated to participating securities. Common shares outstanding and certain other shares committed to be, but not yet issued, include restricted stock and restricted stock units (“RSUs”) for which no future service is required.

Diluted earnings per share is calculated under both the two-class and treasury stock methods, and the more dilutive amount is reported. Diluted earnings per share is computed by taking the sum of net earnings available to common shareholders, dividends on preferred shares and dividends on dilutive mandatorily redeemable convertible preferred shares, divided by the weighted average number of common shares outstanding and certain other shares committed to be, but not yet issued, plus all dilutive common stock equivalents outstanding during the period (stock options, warrants, convertible preferred stock, and convertible debt).

Preferred shares and unvested share-based payment awards that contain nonforfeitable rights to dividends or dividend equivalents (whether paid or unpaid) are participating securities and, therefore, are included in the earnings allocation in computing earnings per share under the two-class method of earnings per share.

Unvested shares of common stock are excluded from the denominator in computing net loss per share.

Restricted stock and RSUs granted as part of share-based compensation contain nonforfeitable rights to dividends and dividend equivalents, respectively, and therefore, prior to the requisite service being rendered for the right to retain the award, restricted stock and RSUs meet the definition of a participating security. RSUs granted under an executive compensation plan are not considered participating securities as the rights to dividend equivalents are forfeitable.

Related Parties

Parties are considered to be related to the Company if the parties, directly or indirectly, through one or more intermediaries, control, are controlled by, or are under common control with the Company. Related parties also include principal owners of the Company, its management, members of the immediate families of principal owners of the Company and its management and other parties with which the Company may deal with if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests.

On June 3, 2021 the Company entered into an executive employment agreement with an individual to be its President, Secretary, Treasurer, Interim Chief Financial Officer and Chief Executive Officer of the Company. The term of the agreement is for three years with compensation at \$180,000 per year.

Recent Pronouncements

Management does not believe that any other recently issued, but not yet effective, authoritative guidance, if currently adopted, would have a material impact on the Company's consolidated financial statement presentation or disclosures.

Note 4 - Convertible Promissory Notes

Commencing in December 2015 and through June 2018, the Company issued various convertible promissory notes to third parties in the amount of \$276,838 to be used for operations. In addition, these convertible promissory notes include various default provisions in which increase the interest rate to rates ranging from 12% to 35% and at times the principal balance at rates ranging from 5% to 50%. Additionally, most convertible promissory notes have prepayment penalties in which range from 15% to 50%.

In April, 2020, a total of \$90,000 in convertible notes were received. The notes bear an interest rate of 10% and mature on April 1, 2021. The notes are convertible into common stock based upon a 50% discount to the lowest traded price within the 20 trading days preceding the conversion. The note contains various prepayment and default provisions, similar to those disclosed above.

On July 23, 2020, the Company entered into a convertible note payable with a third party for proceeds of \$25,000. The convertible note incurs interest at 20% per annum, is due 180 days from the date of issuance and is convertible upon issuance into shares of the Company's common stock at a 50% discount to the average closing bid price during the preceding 10 trading days. The note contains various prepayment and default provisions, similar to those disclosed above.

During the year ended December 31, 2021, the Company entered into convertible notes payable totaling \$329,536. The terms of the notes range from six months to one year, interest ranging from 8-20% and conversion prices with discounts of up to 50% of the lowest bid prices in the ten days prior to conversion.

At various times during the year ended December 31, 2022, the Company entered into convertible notes payable totaling \$150,900 receiving proceeds of \$126,150. The terms of the notes range from six months to one year, interest ranging from 8% - 20% and conversion prices ranging from \$0.00005 - \$0.000025.

During the year ended December, 2023, the Company entered into convertible notes payable totaling \$927,646 receiving proceeds of \$927,646. The terms of the notes range from six months to one year, interest ranging from 8% - 20% and conversion prices with discounts of up to 65% of the average lowest bid prices in the ten days prior to conversion.

During the six months ended June 30, 2024, the Company entered into two convertible notes payable totaling \$21,250, receiving proceeds of \$21,250. The terms of the notes are for six months, interest at 20% and conversion prices with discounts of up to 65% of the average lowest bid prices in the ten days prior to conversion.

In most cases, these convertible promissory notes are convertible upon issuance into a variable number of shares of common stock. Based on the requirements of ASC 815, we determined that a derivative liability was triggered upon issuance due to the variable conversion price. Using the Black-Scholes pricing model, we calculated the derivative liability upon issuance and recorded the fair market value of the derivative liability as a discount to the convertible promissory notes. When a derivative liability associated with a convertible note is in excess of the face value of the convertible note, the excess of fair value of derivative is charged to the statement of operations. The derivative liability is required to be revalued at each conversion event and at each reporting period. The Company doesn't account for the derivative liability until the convertible promissory note is convertible.

On July 13, 2020, the Company entered into a \$150,000 loan with the Small Business Administration. The note incurs interest at 3.75% per annum with principal and interest due over the period of thirty years. The note is secured by substantially all of the Company's asset and requires the funds to be used for operational purposes. As of December 31, 2023, the remaining principal balance was \$147,500. As of June 30, 2024, the Company has determined that the debt exceeds the statute of limitations for collection and as such as written off the amount owed and it is included in the gain from write off of debt.

During the year ended December 31, 2022, the Company issued \$209,145 in short-term promissory notes to various parties with interest rates ranging from 20%-50%. The Company also issued approximately \$40,000 in short-term promissory notes to various third parties for expenses paid by the third parties on behalf of the Company. These mature on demand or on various dates from April 2022 through September 2022. During the year ended December 31, 2022, the Company repaid approximately \$37,558 of these promissory notes. As of June 30, 2024, the Company has determined that the debt exceeds the statute of limitations for collection and as such as written off the amount owed and it is included in the gain from write off of debt.

During the year ended December 31, 2022, the Company also entered into two 18-month business loan agreements totaling \$160,000. The loans require fixed weekly payments of principal and interest totaling \$2,897 through November 2023 and have effective interest rates ranging from 34% to 63%. These loans are also secured by substantially all assets of the Company and have various default provisions as defined within the agreement, whereby the debt can be called immediately. As certain of these default provisions have been triggered, the full amount of the remaining principal balance of the loans of \$145,942 as of December 31, 2023 has been presented as current although default has not been called by the lender. Net proceeds of \$158,175 were received from these loans. An additional \$8,000 was paid to a third party for brokering the deal. The on-issuance discount and additional fees paid were recorded as a discount to the loans and are being amortized over the life of the loan. During the year ended December 31, 2022, all of the discount was amortized to interest. As of June 30, 2024, the Company has determined that the debt exceeds the statute of limitations for collection and as such as written off the amount owed and it is included in the gain from write off of debt.

Demand Notes Issued to Related Parties

The Company has various notes outstanding to related parties totaling \$30,659 as of December 31, 2023. These notes are due on demand and have no stated interest rate. The Company records imputed interest in connection with these related party notes. As of June 30, 2024, the Company has determined that the debt exceeds the statute of limitations for collection and as such as written off the amount owed and it is included in the gain from write off of debt.

Advances

As of December 31, 2023, the Company previously received advances from a third parties totaling \$105,700. These advances bear interest at 20% per annum and are due 90 days after the funds are received. As of the date of this filing, these advances are considered in default as they are past their maturity date. As of June 30, 2024, the Company has determined that the debt exceeds the statute of limitations for collection and as such as written off the amount owed and it is included in the gain from write off of debt.

Line of Credit

During the year ended December 31, 2022, the Company took out a business line of credit with a financial institution that provides a credit line of up to \$35,000. Advances under this line incur interest as an annual rate of 12.25% plus various other periodic finance charges. As of December 31, 2023, \$38,998 was outstanding on the line of credit, respectively. As of June 30, 2024, the Company has determined that the debt exceeds the statute of limitations for collection and as such as written off the amount owed and it is included in the gain from write off of debt.

Note 5 - Stockholders' Deficit

Authorized Shares

As of September 30, 2024, the Company is authorized to issue 15,000,000,000 shares of \$0.001 par value common stock and 101,000,000 shares of \$0.001 par value preferred stock (of which 20,000,000 have been designated as Series A Preferred Stock, 1,000,000 have been designated as Series E Preferred Stock, and 8,000,000 shares of preferred stock available for the Company to assign or designate such provisions or preferences as may be assigned by the Board of Directors). Effective December 20, 2022, the Company had enacted a 100 to 1 reverse stock split. All share and per share amount have been revised to reflect the reverse stock split.

Series E Preferred Stock

On January 27, 2016, the Company filed a Certificate of Designation with the State of Nevada to designate up to 1,000,000 shares of preferred stock as "Series E". The Series E hold voting rights equal to twice the number of votes of all outstanding shares of capital stock such that the holders of outstanding shares of Series E shall always constitute 66.67% of the voting rights of the Corporation. All shares of Series E rank subordinate to all of the Company's common and preferred stock and are not entitled to participate in the distribution of the Company's assets upon liquidation.

Note 8 - Related Party Transactions

As of September 30, 2024, and December 31, 2023, amounts included within accrued liabilities related to payroll due to Jacob DiMartino, our Chief Executive Officer, were \$752,921 and \$617,921, respectively. The Company accrues \$15,000 per month in connection with the CEO's services.

Executive compensation for the six months ended June 30, 2024 was \$90,000. The Company has determined that the amount owing to the CEO should be written off and was included in the gain on write off of debt.

Note 9 – Subsequent Events

Certificate of Designation of Series F Preferred Stock

On October 8, 2024, the Company filed a Certificate of Designation with the State of Nevada to designate up to 75,000 shares of preferred stock as "Series F Preferred Stock." The holders of the Series F Preferred Stock shall, as a class, have rights in all matters requiring shareholder approval to a number of votes equal to two (2) times the sum of: (a) the total number of shares of common stock which are issued and outstanding at the time of any election or vote by the shareholders; plus (b) the number of votes allocated to shares of Preferred Stock issued and outstanding of any other class that shall have voting rights. The Series F Preferred Stock shall be treated *pari passu* with the Company's common stock, except that the dividend on each share of Series F Preferred Stock shall be equal to the amount of the dividend declared and paid on each share of the Company's common stock multiplied by the conversion rate. The Series F Preferred Stock shall be convertible into shares of the Company's common stock, as follows: each share of Series F Preferred Stock shall be convertible at any time into a number of shares of the Company's common stock that equals 0.001 percent (0.001%) of the number of issued and outstanding shares of the Company's common stock outstanding on the date of conversion, such that 1,000 shares of Series F Preferred Stock would convert into one percent (1%) of the number of issued and outstanding shares of the Company's common stock outstanding on the date of conversion. A holder of shares of Series F Preferred Stock shall be required to convert all of such holder's shares of Series F Preferred Stock, should any such holder exercise his, her or its rights of conversion.

Change in Control

Effective October 8, 2024, a change in control of our company, in connection with our acquisitions (the Mexedia Acquisitions) of Mexedia, Inc., a Florida corporation with its operations headquartered in Miami, Florida (Telvantis Florida), and Mexedia DAC, an Ireland corporation now wholly owned by Telvantis Florida (Mexedia DAC) (Telvantis Florida and Mexedia DAC are referred to as the Mexedia Companies). Following these transactions, Mexedia SPA controls our company. However, it is intended that, as soon as possible and in keeping with applicable Italian corporate laws and applicable Euronext Growth Paris exchange rules, Mexedia SPA would distribute to its shareholders the control shares issued to it pursuant to the Acquisition Agreements.

Also In connection with the Mexedia Acquisitions, Jacob DiMartino resigned as the Sole Director and Officer of our company and the following persons were appointed: Daniel Contreras, Chief Executive Officer and Director; Orlando Taddeo, President and Director; and Daniel Gilcher, Chief Financial Officer, Secretary, Treasurer and Director.

Acquisitions of the Mexedia Companies. Pursuant to separate Share Exchange Agreements (the "Acquisition Agreements"), we acquired 100% ownership of Telvantis Florida by the issuance of 40,000 shares of Series F Preferred Stock to Mexedia SPA and 100% ownership of Mexedia DAC by the issuance of 35,000 shares of

Series F Preferred Stock to Mexedia SPA. Except for the consideration paid under the Acquisition Agreements, the Acquisition Agreements are substantially identical and contain the following provisions, among other customary provisions:

Regulation A Offering. Should we fail to have filed an Offering Statement on Form 1-A pursuant to Regulation A of the Securities and Exchange Commission (the “Reg A Offering”), on or before October 28th, Mexedia SPA has the right, but not the obligation, to rescind the Acquisition Agreements. This condition subsequent has been waived by Mexedia SPA.

Reg A Offering Proceeds. Should we fail to have obtained the sum of \$1,500,000 in proceeds from the Reg A Offering, on or before the date that is six (6) months from the date of the SEC’s qualification of the Reg A Offering, Mexedia SPA has the right, but not the obligation, to rescind the Acquisition Agreements.

Divestiture. Should we fail to have divested of our pre-closing operations, which divestiture shall include all debts, other than the trade payables of our company, as of the closing date of the Mexedia Acquisitions, on or before December 31, 2024, Mexedia SPA shall have the right, but not the obligation, to rescind the Acquisition Agreements. This condition has been satisfied by our company.

Redemption Agreement. In connection with the Acquisition Agreements, our company and JanBella entered into the Redemption Agreement, pursuant to which JanBella sold 100% of the then-outstanding shares of Series E Preferred Stock to our company in exchange for the Redemption Note.

The principal amount of the Redemption Note is \$540,000, with interest at 8% per annum and a maturity date of October 8, 2025. Under the Redemption Note, we are required to pay, on a monthly basis, 40% of the proceeds from the Reg A Offering that exceeds \$100,000, until the principal and interest shall have been paid.

Following the date of payment in full of the principal balance of the Redemption Note (the “Balance Date”), we are to pay JanBella up to an additional \$1,260,000 as additional principal (the “Additional Principal”), whether through monthly payments of 10% of Reg A Offering proceeds and/or, for a period of 18 months immediately following the issue date of the Redemption Note, 10% of funds obtained by our company from any third-party.

Pledge Agreement and Guaranty. In connection with the Acquisition Agreements, JanBella and Mexedia SPA entered into a pledge agreement (the “Pledge Agreement”) and a guaranty (“Guaranty”) with respect to our company’s obligations under the Redemption Note. Specifically, the Pledge Agreement and the Guaranty relate to our company’s timely payment of the \$540,000 principal balance and accrued interest on the Redemption Agreement.

Share Cancellation Agreements. In connection with the Acquisition Agreements, our company entered into three separate share cancellation agreement (the “Share Cancellation Agreements”) with Dean Richards, Brenda Whitman and Christina Upham, respectively. Pursuant to the Share Cancellation Agreements, a total of 1,700,000,000 shares of our common stock were cancelled.

Recent Transactions Affecting the Company’s Balance Sheet

Credit Facility. Effective October 31, 2024, Mexedia DAC, Phonetime and Matchcom became obligors under a \$45 million credit facility (the “Fasanara Facility”) established to supplement the cash flow of Telvantis Florida (Mexedia DAC is only an administrative support entity). The liquidity provided by the Fasanara Facility is expected to facilitate sales growth of Telvantis Florida. Substantially all of the assets of the Mexedia Companies

are pledged to securitize the Fasanara Facility. The credit facility agreement is with Fasanara Securitisation S.A. (“Fasanara”). An uncured default under the Fasanara Facility could result in our company’s losing ownership of the Mexedia Companies pursuant to a foreclosure action of Fasanara. If such an event were to occur, our company would no longer have any business operations. (See “Risk Factors- Risks Related to Our Company”).

Share Cancellation Agreements. In connection with the Acquisition Agreements, our company entered into the Share Cancellation Agreements, pursuant to which a total of 1,700,000,000 shares of our common stock were cancelled in October 2024.

Settlement of Convertible Promissory Notes. During October and November 2024, we entered into settlement agreements with each holder of our outstanding convertible promissory notes, all of which had conversion rights at conversion prices averaging approximately 60% below market prices for our common stock. Pursuant to these agreements, we issued a total of 2,273,000,000 shares in payment of a total of approximately \$1,053,817 of indebtedness, including default interest and penalties, represented by such convertible promissory notes.

*** * * End of Report * * ***