

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **Corporate Restaurant Concepts, Inc.**

6721 W 121st St., Ste. 200, Overland Park, KS 66209  
913 908 5845

[Mbell6948@gmail.com](mailto:Mbell6948@gmail.com)

[SIC Code]

## **Annual Report**

**For the period ending December 31, 2024 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

44,614,427 as of 12/31/2024

44,614,427 as of 09/30/2024

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

Yes:  No:

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

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

**1) Name and address(es) of the issuer and its predecessors (if any)**

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

Corporate Restaurant Concepts, Inc. – Corporate Cafe, Inc. (2006) – merged into Corporate Restaurant Concepts, Inc.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Delaware 09/18/2008

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

None

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

None, except the company may effect a reverse split within 9 months.

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

6721 W 121st St., Ste. 200, Overland Park, KS 66209

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

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

\_\_\_\_\_

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

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

\_\_\_\_\_

**2) Security Information**

**Transfer Agent**

Name: Globex Transfer, LLC  
Address: 780 Deltona Blvd., Ste 202, Deltona, FL 32725  
Contact Name: Efraim Rios  
Email: er@globextransfer.com  
Phone: 813-344-4490

**Publicly Quoted or Traded Securities:**

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

Trading symbol:	<u>CRSQ</u>	
Exact title and class of securities outstanding:	<u>common</u>	
CUSIP:	<u>22005 B104</u>	
Par or stated value:	<u>\$.0001</u>	
Total shares authorized:	<u>100,000,000</u>	as of date: <u>12/31/2024</u>
Total shares outstanding:	<u>44,614,427</u>	as of date: <u>12/31/2024</u>
Total number of shareholders of record:	<u>232</u>	as of date: <u>12/31/2024</u>

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

Trading symbol:	_____	
Exact title and class of securities outstanding:	_____	
CUSIP:	_____	
Par or stated value:	_____	
Total shares authorized:	_____	as of date: _____
Total shares outstanding:	_____	as of date: _____
Total number of shareholders of record:	_____	as of date: _____

Trading symbol:	_____	
Exact title and class of securities outstanding:	_____	
CUSIP:	_____	
Par or stated value:	_____	
Total shares authorized:	_____	as of date: _____
Total shares outstanding:	_____	as of date: _____
Total number of shareholders of record:	_____	as of date: _____

**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:	_____	
CUSIP (if applicable):	_____	
Par or stated value:	_____	
Total shares authorized:	_____	as of date: _____
Total shares outstanding (if applicable):	_____	as of date: _____
Total number of shareholders of record (if applicable):	_____	as of date: _____

Exact title and class of the security:	_____	
CUSIP (if applicable):	_____	
Par or stated value:	_____	
Total shares authorized:	_____	as of date: _____
Total shares outstanding (if applicable):	_____	as of date: _____
Total number of shareholders of record (if applicable):	_____	as of date: _____

**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.**

Shareholders have one share, one vote

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

None

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

None

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

None

**3) Issuance History**

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

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

**A. Changes to the Number of Outstanding Shares**

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

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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/2023</u> Common: <u>44,614,427</u> Preferred: <u>0</u>			*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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
Shares Outstanding on Date of This Report: <u>44,614,427</u> <u>Ending Balance: 12/31/2024</u> Date <u>12/31/2024</u> Common: <u>44,614,427</u> Preferred: <u>0</u>									

**B. Promissory and Convertible Notes**

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

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

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

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

\_\_\_\_\_

#### 4) Issuer's Business, Products and Services

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

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

None

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

None

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

None

#### 5) Issuer's Facilities

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

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

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

Our CEO provides an office address @ 6721 W 121st St., Ste. 200, Overland Park, KS 66209

**6) Officers, Directors, and Control Persons**

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

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

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

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	Names of control person(s) if a corporate entity
Mary Bell	President/Director	Overland Park, KS 66209	<u>4,252,000</u>	<u>Common</u>	<u>9.53</u>	_____
Lyle Phillips Trust (Lyle Phillips Trustee/Owner)	More than 10% owner	Leawood, KS 66224	<u>7,253,260</u>	<u>Common</u>	<u>16.26</u>	<u>Lyle Phillips</u>
Brett Boeger	More than 5% owner	Blue Springs, MO 64064.	<u>2,762,500</u>	<u>Common</u>	<u>6.19</u>	_____

**NEW**

**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; or

None

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

### **8) Third Party Service Providers**

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Michael A. Littman  
Firm: Attorney at Law  
Address 1: PO Box 1839  
Address 2: Arvada, CO 80001  
Phone: 720 800 1345  
Email: malattyco@aol.com

Accountant or Auditor

Name: David Cutler  
Firm: Cutler & Co LLC  
Address 1: 12136 W. Bayaud Ave.  
Address 2: #300, Lakewood, CO 80228  
Phone: 303 968 3281  
Email: d.cutler@cutlercpas.com

Investor Relations

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

*All other means of Investor Communication:*

Twitter: \_\_\_\_\_  
Discord: \_\_\_\_\_  
LinkedIn \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ] \_\_\_\_\_

Other Service Providers

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

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

**9) Disclosure & Financial Information**

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

Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Relationship to Issuer: \_\_\_\_\_

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

IFRS  
 U.S. GAAP

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

Name: **Cutler & Co. CPA's**  
Title: **Accountant**  
Relationship to Issuer: **None**

Describe the qualifications of the person or persons who prepared the financial statements: **CPA and PCAOB Accountant.**

Provide the following qualifying financial statements:

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

**Financial Statement Requirements:**

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

## 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, Mary Bell certify that:

1. I have reviewed this Disclosure Statement for Corporate Restaurant Concepts, 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.

03/28/2025 [Date]

/s/Mary Bell [CEO's Signature]

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

*Principal Financial Officer:*

I, Mary Bell certify that:

1. I have reviewed this Disclosure Statement for Corporate Restaurant Concepts, 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.

03/28/2025 [Date]

/s/Mary Bell [CFO's Signature]

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

**CORPORATE RESTAURANT CONCEPTS, INC.**  
**UNAUDITED FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**

**CORPORATE RESTAURANT CONCEPTS, INC.**  
**UNAUDITED FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**

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**CORPORATE RESTAURANT CONCEPTS, INC.**  
**BALANCE SHEETS**  
**(UNAUDITED)**

	<u>DECEMBER 31,</u> <u>2024</u>	<u>DECEMBER 31,</u> <u>2023</u>
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and Cash Equivalents	\$ 504	\$ 504
Prepaid Expenses	—	3,840
<b>Total Current Assets</b>	<u>504</u>	<u>4,344</u>
<b>Total Assets</b>	<u>\$ 504</u>	<u>\$ 4,344</u>
<b>LIABILITIES AND SHAREHOLDERS' DEFICIT</b>		
<b>Current Liabilities</b>		
Accounts Payable	11,246	2,450
Note Payable – Related Party	26,662	26,362
Note Payable	15,086	15,086
<b>Total Current Liabilities</b>	<u>52,994</u>	<u>43,898</u>
<b>Total Liabilities</b>	<u>52,994</u>	<u>43,898</u>
<b>Commitments and Contingencies (Note 9)</b>		
<b>Shareholders' Deficit</b>		
Common Stock, \$0.0001 par value, 100,000,000 shares authorized, 44,614,427 shares issued and outstanding as of December 31, 2024 and 2023.	4,461	4,461
Additional Paid in Capital	753,145	753,145
Accumulated Deficit	(810,096)	(797,160)
<b>Total Shareholders' Deficit</b>	<u>(52,490)</u>	<u>(39,554)</u>
<b>Total Liabilities and Shareholders' Deficit</b>	<u>\$ 504</u>	<u>\$ 4,344</u>

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

**CORPORATE RESTAURANT CONCEPTS, INC.**  
**STATEMENTS OF OPERATIONS**  
**(UNAUDITED)**

**FOR THE YEAR ENDED  
DECEMBER 31,  
2024**

**FOR THE YEAR ENDED  
DECEMBER 31,  
2023**

<b>REVENUE</b>	\$	—	\$	—
<b>OPERATING EXPENSES:</b>				
General and Administrative Expenses		12,936		16,765
<b>Total Operating Expenses</b>		<u>12,936</u>		<u>16,765</u>
<b>OPERATING LOSS</b>		<u>(12,936)</u>		<u>(16,765)</u>
<b>OTHER INCOME (EXPENSE)</b>		—		725
<b>LOSS BEFORE TAXES</b>		<u>(12,936)</u>		<u>(16,040)</u>
<b>TAXES</b>		—		—
<b>NET LOSS</b>	\$	<u>(12,936)</u>	\$	<u>(16,040)</u>
<b>Net Loss per Common Shares Outstanding – Basic and Diluted</b>	\$	<u>(0.00)</u>	\$	<u>(0.00)</u>
<b>Weighted Average Common Shares Outstanding – Basic and Diluted</b>		<u>44,614,427</u>		<u>44,614,427</u>

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

**CORPORATE RESTAURANT CONCEPTS, INC.**  
**STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIT**  
**FOR YEARS ENDED DECEMBER 31, 2024 AND 2023**  
**(UNAUDITED)**

	<u>Common Shares</u>		<u>Additional Paid-In Capital</u>	<u>Accumulat ed Deficit</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>			
<b>Balance at December 31, 2022</b>	43,644,427	\$ 4,364	\$ 753,145	\$ (781,120)	\$ (23,514)
Net loss for the year	—	—	—	(16,040)	(16,040)
<b>Balance at December 31, 2023</b>	44,614,427	\$ 4,461	\$ 753,145	\$ (797,160)	\$ (39,554)
Net loss for the year	—	—	—	(12,936)	(12,936)
<b>Balance at December 31, 2024</b>	<u>44,614,427</u>	<u>\$ 4,461</u>	<u>\$ 753,145</u>	<u>\$ (810,096)</u>	<u>\$ (52,490)</u>

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

**CORPORATE RESTAURANT CONCEPTS, INC.**  
**STATEMENTS OF CASH FLOWS**  
**(UNAUDITED)**

	<b>FOR THE YEAR ENDED</b>	
	<b>DECEMBER 31,</b>	
	<b>2024</b>	<b>2023</b>
<b>Cash Flows from Operating Activities:</b>		
Net Loss	\$ (12,936)	\$ (16,040)
Changes in working capital items:		
Prepaid Expenses	3,840	(173)
Accounts Payable	8,796	(2,150)
<b>Net Cash Flows Used in Operating Activities</b>	<b>(300)</b>	<b>(18,363)</b>
<b>Net Cash Flows Used in Investing Activities</b>	<b>—</b>	<b>—</b>
<b>Cash Flows from Financing Activities</b>		
Advances under Note Payable – Related Party	300	6,524
Advances under Note Payable	—	11,843
<b>Net Cash Flows from Financing Activities</b>	<b>300</b>	<b>18,367</b>
<b>Net Change in Cash:</b>	<b>—</b>	<b>4</b>
<b>Cash beginning of period:</b>	<b>\$ 504</b>	<b>\$ 500</b>
<b>Cash end of period:</b>	<b>\$ 504</b>	<b>\$ 504</b>
<b>Supplemental Disclosures of Cash Flow Information:</b>		
Cash paid for interest	\$ —	\$ —
Cash paid for tax	\$ —	\$ —

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

**CORPORATE RESTAURANT CONCEPTS, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**  
**(UNAUDITED)**

**NOTE 1. NATURE OF OPERATIONS**

**Nature of Business**

Corporate Restaurant Concepts, Inc. (“the Company”, “We”, “Us”, “Our” or “CRSQ”) was incorporated in the State of Kansas in 2006 as The Corporate Café, Inc. In 2008, we merged with Corporate Restaurant Concepts, Inc., a Delaware Corporation. As a result of the name change, our trading symbol on the Over-the-Counter Bulletin Board was changed to “CRSQ”.

We were organized to engage in any activity or business not in conflict with the laws of the State of Delaware of the United States of America.

On September 23, 2022, we entered into a cooperation agreement with Safe4R Inc. (“SAFE4R”), a Texas C Corporation, to act as a marketing agent for a proprietary program to outreach to the insurance industry, university campus, sporting events and others. SAFE4R is a mobile application company offering a personal protection service globally. We will share and promote SAFE4R application services at a discount to clients we attract and SAFE4R will pay us a commission of up to 15% of monthly user fees.

Effective, December 21, 2022, we believe that we are no longer a Shell Company under the SEC definition of a Shell Company as we now provide marketing services under the agreement with SAFE4R.

During the year ended December 31, 2024, we made available 100 SAFE4R mobile application licenses to the congregation of a Church on a free trial basis to the congregants of the Church. The Church paid us \$0 during the year ended December 31, 2024, as compensation for the provision of these licenses on a free trial basis to its congregants which we recognized as Other Income in the period. It is believed that a number of congregants may have signed up to receive the SAFE4R mobile application on an ongoing paid basis. As of the date of these financial statements, the Company has no knowledge how many paid SAFE4R mobile application licenses have been, sold, if any, as a result of this program, the amount of any commission that may be due and payable to us by SAFE4R or when any such commission income may be paid to us by SAFE4R.

**Impact of the Ukrainian and Israeli Conflicts**

We believe that the conflicts involving Ukraine and Israel do not have any direct impact on our operations, financial condition, or financial reporting. We believe the conflicts will have only a general impact on our operations in the same manner as it is having a general impact on all businesses that have their operations limited to North America resulting from international sanction and embargo regulations, possible shortages of goods and goods incorporating parts that may be supplied from countries involved in the conflicts, supply chain challenges, and the international and US domestic inflation resulting from the conflict and government spending in relation to the conflicts. As our operations are related only to the small business loans in North America, we do not believe we will be targeted for cyber-attacks related to the conflicts. We have no operations in the countries directly involved in the conflict or are specifically impacted by any of the sanctions and embargoes, as we principally operate solely in the United States. We do not believe that the conflicts will have any impact on our internal control over financial reporting. Other than general securities market trends, we do not have reason to believe that investors will evaluate the company as having special risks or exposures related to the conflicts.

## **Inflation**

We anticipate that our business and financial position will be impacted by the current inflationary environment. To the extent that we use borrowed funds, we believe costs will increase for us. Access to capital will be impacted by increased interest rates and may affect our ability to obtain capital. Inflation will also have an impact on the cost of supplies of goods and services that we use with the consequence of an adverse impact on our operating costs.

## **NOTE 2. GOING CONCERN**

Our financial statements are prepared using accounting principles generally accepted in the United States of America (“GAAP”) applicable to a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. We have not established a profitable operating business as yet and for the year ended December 31, 2024 incurred a loss of \$12,936 and had an accumulated deficit of \$810,096 as of December 31, 2024. These conditions raise substantial doubt about our ability to continue as a going concern. The financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of these uncertainties. Our ability to continue as a going concern is dependent upon our ability to raise additional debt or equity funding to meet our ongoing operating expenses and ultimately in establishing a profitable business that will be able to fund our ongoing operating costs. No assurances can be given that we will be successful in achieving these objectives.

## **NOTE 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **Basis of Presentation**

This summary of significant accounting policies is presented to assist in the understanding of our financial statements. These policies conform to GAAP and have been consistently applied. The Company has selected December 31 as its financial year end. The Company has not earned any revenue to date.

### **Use of Estimates**

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### **Cash and Cash Equivalents**

We maintain cash balances in a non-interest-bearing account that currently does not exceed federally insured limits. For the purpose of the statements of cash flows, all highly liquid investments with a maturity of three months or less are considered to be cash equivalents. As of December 31, 2024 and 2023, our cash balances were \$504 and \$504, respectively.

### **Fair Value Measurements:**

ASC Topic 820, Fair Value Measurements and Disclosures ("ASC 820"), provides a comprehensive framework for measuring fair value and expands disclosures which are required about fair value measurements. Specifically, ASC 820 sets forth a definition of fair value and establishes a hierarchy prioritizing the inputs to valuation techniques, giving the highest priority to quoted prices in active markets for identical assets and liabilities and the lowest priority to unobservable value inputs. ASC 820 defines the hierarchy as follows:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reported date. The types of assets and liabilities included in Level 1 are highly liquid and actively traded instruments with quoted prices, such as equities listed on the New York Stock Exchange.

Level 2 – Pricing inputs are other than quoted prices in active markets but are either directly or indirectly observable as of the reported date. The types of assets and liabilities in Level 2 are typically either comparable to actively traded securities or contracts or priced with models using highly observable inputs.

Level 3 – Significant inputs to pricing that are unobservable as of the reporting date. The types of assets and liabilities included in Level 3 are those with inputs requiring significant management judgment or estimation, such as complex and subjective models and forecasts used to determine the fair value of financial transmission rights.

Our financial instruments consist of our prepaid expenses, accounts payable, note payable – related party and note payable. The carrying amount of our prepaid expenses, accounts payable, note payable – related party and note payable approximates their fair values because of the short-term maturities of these instruments.

#### **Related Party Transactions:**

A related party is generally defined as (i) any person that holds 10% or more of our membership interests including such person's immediate families, (ii) our management, (iii) someone that directly or indirectly controls, is controlled by or is under common control with us, or (iv) anyone who can significantly influence our financial and operating decisions. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. See Notes 6 below for details of related party transactions in the period presented.

#### **Leases:**

We determine if an arrangement is a lease at inception. Operating leases are included in operating lease right-of-use (“ROU”) as assets, operating lease non-current liabilities, and operating lease current liabilities in our balance sheet. Finance leases are property and equipment, other current liabilities, and other non-current liabilities in the balance sheet.

ROU assets represent the right to use an asset for the lease term and lease liability represent the obligation to make lease payment arising from the lease. Operating lease ROU assets and liabilities are recognized at the commencement date based on the present value of lease payments over lease term. As most of the leases do not provide an implicit rate, we generally use the incremental borrowing rate on the estimated rate of interest for collateralized borrowing over a similar term of the lease payments at commencement date. The operating ROU asset also includes any lease payments made and excludes lease incentives. Lease expense for lease payment is recognized on a straight-line basis over lease term.

The Company was not party to any lease transaction for the years ended December 31, 2024 and 2023.

#### **Income Taxes:**

The provision for income taxes is computed using the asset and liability method, under which deferred tax assets and liabilities are recognized for the expected future tax consequences of temporary differences between the financial reporting and tax bases of assets and liabilities, and for operating losses and tax credit carry-forwards. Deferred tax assets and liabilities are measured using the currently enacted tax rates that apply to taxable income in effect for the years in which those tax assets are expected to be realized or settled. We record a valuation allowance to reduce deferred tax assets to the amount that is believed more likely than not to be realized.

#### **Uncertain Tax Positions:**

We evaluate tax positions in a two-step process. We first determine whether it is more likely than not that a tax position will be sustained upon examination, based on the technical merits of the position. If a tax position meets the more-likely-than-not recognition threshold, it is then measured to determine the amount of benefit to recognize in the financial statements. The tax position is measured as the largest amount of benefit that is greater than 50% likely of being realized upon ultimate settlement. We classify gross interest and penalties and unrecognized tax benefits that are not expected to result in payment or receipt of cash within one year as long-term liabilities in the financial statements.

**Revenue Recognition:**

Revenues are recognized when control of the promised goods or services are transferred to a customer, in an amount that reflects the consideration that the Company expects to receive in exchange for those goods or services. The Company applies the following five steps in order to determine the appropriate amount of revenue to be recognized as it fulfills its obligations under each of its agreements:

- Step 1: Identify the contract(s) with customers
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to performance obligations
- Step 5: Recognize revenue when the entity satisfies a performance obligation

On September 23, 2022, we entered into an agreement with SAFE4R to act as marketing agent and anticipate receiving commission income in due course.

During the years ended December 31, 2024 and 2023, we did not recognize any revenue.

**Advertising Costs:**

We expense advertising costs when advertisements occur. No advertising costs were incurred during the years ended December 31, 2024 and 2023.

**Stock Based Compensation:**

The cost of equity instruments issued to employees and non-employees in return for goods and services is measured by the grant date fair value of the equity instruments issued in accordance with ASC 718, Compensation – Stock Compensation. The related expense is recognized as services are rendered or vesting periods elapse.

**Net Loss per Share Calculation:**

Basic earnings (loss) per common share ("EPS") is computed by dividing net income (loss) available to common stockholders by the weighted-average number of common shares outstanding for the period. Diluted earnings (loss) per share is computed by dividing net income (loss) by the weighted average shares outstanding, assuming all dilutive potential common shares were issued. Dilutive loss per share excludes all potential common shares if their effect is anti-dilutive.

No potentially dilutive debt or equity instruments were issued or outstanding during the years ended December 31, 2024 and 2023.

**Recently Accounting Pronouncements:**

We have reviewed all the recently issued, but not yet effective, accounting pronouncements and do not believe any of these pronouncements will have a material impact on our financial statements.

**NOTE 4. PREPAID EXPENSES**

As of December 31, 2024 and 2023, the balance of prepaid expenses was \$0 and \$3,840, respectively, which related to the annual disclosure and news service subscription for OTC Markets which is being amortized monthly over the course of the year commencing September 1, 2023.

**NOTE 5. ACCOUNTS PAYABLE**

As of December 31, 2024 and 2023, the balance of accounts payable was \$11,246 and \$2,450, respectively which related to fees for accounting services and a balance due to our share transfer agent.

## NOTE 6. NOTE PAYABLE – RELATED PARTY

During the years ended December 31, 2024 and 2023, we received \$300 and \$6,524, respectively, by way of a note payable – related party to finance our working capital requirements from a greater than 10% shareholder of ours.

The note payable is interest free, unsecured, and due on demand.

As of December 31, 2024 and 2023, the balance outstanding under the note payable – related party was \$26,662 and \$26,362, respectively.

## NOTE 7. NOTE PAYABLE

As of December 31, 2024 and 2023, the balance outstanding under the note payable was \$15,086 and \$15,086, respectively.

The note payable is interest free, unsecured and due on demand.

During the years ended December 31, 2024 and 2023, we received \$0 and \$11,843, respectively as a loan from our corporate attorney.

## NOTE 8. INCOME TAXES

We did not recognize any current or deferred US federal income tax provision or benefit for the years ended December 31, 2024 or 2023 as we incurred tax losses in both years. When it is more likely than not, that a tax asset cannot be realized through future income, we must record an allowance against any future potential future tax benefit.

We have provided a full valuation allowance against the net deferred tax asset, consisting of net operating loss carry forwards, because management has determined that it is more likely than not that we will not earn income sufficient to realize the deferred tax assets during the carry forward periods.

The Company has not taken a tax position that, if challenged, would have a material effect on the financial statements for the years ended December 31, 2024 or 2023 as defined under ASC 740, "Income Taxes." We did not recognize any adjustment to the liability for uncertain tax position and therefore did not record any adjustment to the beginning balance of the accumulated deficit on the balance sheet.

The provision for income taxes differs from the amount computed by applying the statutory federal income tax rate to income before provision for income taxes.

The sources and tax effects of the differences for the periods presented are as follows:

	December 31, 2024	December 31, 2023
Statutory U.S. Federal Income Tax Rate	21%	21%
State Income Taxes	5%	5%
Valuation Allowance	(26%)	(26%)
Effective Income Tax Rate	0%	0%

A reconciliation of the income taxes computed at the statutory rate is as follows:

	December 31, 2024	December 31, 2023
Tax credit (expense) at federal and statutory rate (26%)	3,363	4,170
Increase in valuation allowance	(3,363)	(4,170)
Net deferred tax assets	—	—

As of December 31, 2024, we had a federal net operating loss carryforward of approximately \$810,000 (2023 - \$797,000). The federal net operating losses arising before December 31, 2017, if not utilized, will expire in the years 2028 through 2037. NOLs generated subsequent to December 31, 2017 do not expire but may only be used against taxable income to 80%. In addition, pursuant to Section 382 of the Internal Revenue Code of 1986, as amended, use of our NOLs carryforwards may be limited in the event of cumulative changes in ownership of more than 50% within a three-year period.

## **NOTE 9. COMMITMENTS AND CONTINGENCIES**

### **Legal Proceedings**

We were not subject to any legal proceedings during the years ended December 31, 2024 and 2023 and, to the best of our knowledge, no legal proceedings are pending or threatened.

### **Contractual Obligations**

On September 23, 2022, we entered into cooperation agreement with Safe4R Inc. (“SAFE4R”), a Texas C Corporation, to act as a marketing agent for a proprietary program to outreach to the insurance industry, university campus, sporting events and others. SAFE4R is a mobile application company offering a personal protection service globally. We will share and promote SAFE4R application services at a discount to clients we introduce and SAFE4R will pay us commission of up to 15% of monthly user fees.

## **NOTE 10. SHAREHOLDERS’ DEFICIT**

### **Common Stock**

We are authorized to issue 100,000,000 shares of common stock with a par value of \$0.0001.

As of December 31, 2024 and 2023, 44,614,427 shares of common stock were issued and outstanding.

No shares of common stock were issued during the years ended December 31, 2024 and 2023.

## **NOTE 11. SUBSEQUENT EVENTS**

The Company evaluated subsequent events after December 31, 2024, in accordance with FASB ASC 855 *Subsequent Events*, through the date of the issuance of these financial statements and has determined there have been no subsequent events for which disclosure is required.