

# Peer to Peer Network

Amendment to Annual Report Annual Report ending 9-30-2023 - Amended for 09/30/2024 originally published through the OTC Disclosure & News Service on [03/06/2025](#)

Explanatory Note:  
Needed to be HTML readable

*\*\*This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

## **Peer To Peer Network**

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Sheridan, WY 82801

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SIC CODE: 7373

# **Annual Report**

**For the period ending 09-30-2024 (the “Reporting Period”)**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

22,480,915,661 as of 09-30-2024 (*Current Reporting Period Date or More Recent Date*)

19,808,761,412 as of 09-30-2023 (*Most Recent Completed Fiscal Year End*)

### **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>4</sup> of the company has occurred during this reporting period:

Yes: ☐ No: ☒

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<sup>4</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 and names used by predecessor entities, along with the dates of the name changes.

Peer To Peer Network – Current

Web Wizard, Inc. - May 9, 2007

Psychic Friends Network, Inc. - February 17, 2012

Peer to Peer Network - August 27, 2014

Mobicard Inc. - January 12, 2016

Peer to Peer Network - May 25, 2021

Current State and Date of Incorporation or Registration: WY 6/14/2022

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

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

Web Wizard, Inc. -NV- Inactive

Psychic Friends Network, Inc. – NV- Inactive

Peer to Peer Network – NV - Inactive

Mobicard Inc. – NV - Inactive

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

N/A

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

Planning to file a 1-for-400 reverse stock split

Address of the issuer's principal executive office:

45 Prospect Street  
Cambridge, MA 02139

Address of the issuer's principal place of business:

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

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

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

N/A

**2) Security Information**

**Transfer Agent**Name: Empire Stock TransferPhone: 702.818.5898Email: [brian@empirestock.com](mailto:brian@empirestock.com)Address: 1859 Whitney Mesa Dr Henderson, NV 89014**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>PTOP</u>
Exact title and class of securities outstanding:	<u>Common Class A</u>
CUSIP:	<u>705484103</u>
Par or stated value:	<u>0.001</u>
Total shares authorized:	<u>24,000,000,000</u> as of date: <u>4/22/2020</u>
Total shares outstanding:	<u>22,480,915,661</u> as of date: <u>6/30/2024</u>
Total number of shareholders of record:	<u>163</u> as of date: <u>6/30/2024</u>

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

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

*The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

Exact title and class of the security:	<u>Preferred Class A</u>
Par or stated value:	<u>\$0.01</u>
Total shares authorized:	<u>20,000,000</u> as of date: <u>12-31-2023</u>
Total shares outstanding:	<u>16,800,000</u> as of date: <u>9-30-2024</u>
Total number of shareholders of record:	<u>16</u> as of date: <u>9-30-2024</u>

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

**Security Description:**

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

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

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

(a) DESIGNATION. This series shall consist of twenty million (20,000,000) shares of Series A Preferred Stock. The stated value of each share of Series A Preferred Stock shall be \$0.01.

(b) CONVERSION. Each of the shares of the Series A Preferred Stock shall automatically convert into one (1) share of the Company's Class A Common Stock immediately after the Company conducts a reverse share split of its Class A Common Stock on a one (1) for four hundred (400) basis. (Preferred share are NOT subject to the split)

(c) VOTING RIGHTS. Except as otherwise provided by law, each share of the Series A Preferred Stock shall be entitled, on all matters on which any of the shareholders are required or permitted to vote, to four hundred (400) votes per share. And except as provided expressly herein or as required by law, the holders of the Series A Preferred Stock shall vote together with the Class A Common Stock shareholders and not as a separate class. So long as any shares of the Series A Preferred Stock remain outstanding, the Company shall not, without first obtaining the approval (by vote or written consent) of the holders of at least a majority of the total number of shares of the Series A Preferred Stock then outstanding voting separately as a class, alter or change, in any material respect, the rights, preferences or privileges or the restrictions of the shares of the Series A Preferred Stock whether by amendment of the Company's Certificate of Designation of Preferences or otherwise. At any meeting at which the holders of the Series A Preferred Stock are entitled to vote as a class pursuant to this provision, the holders of a majority of all outstanding shares of Series A Preferred Stock, present in person (including, any person present via telephone) or represented by proxy, shall be necessary to constitute a quorum.

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

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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.

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### 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:			*Right-click the rows below and select "Insert" to add rows as needed.						
<p><u>Opening Balance</u></p> <p>Date <u>9/30/2022</u></p> <p>Common: <u>16,707,492,261</u></p> <p>Preferred: 0</p>									
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.
1/11/22	New Issue	3,000,000	Class A	.0005	YES	Dennis Blodgett	Cash Investment	Restricted	
1/14/22	New Issue	50,000,000	Class A	.0005	YES	Nicholis Santana	Compensation	Restricted	
1/14/22	New Issue	51,500,00	Class A	.0005	YES	Jay Wallace	Compensation	Restricted	
1/14/22	New Issue	60,000,000	Class A	.0005	YES	Joshua Sodaitis	Compensation	Restricted	
2/08/22	New Issue	5,000,000	Class A	.0005	YES	Dianne Crowl-Ventura	Cash Investments	Restricted	
2/08/22	New Issue	10,000,000	Class A	.0005	YES	Nicholis Santana	Cash Investment	Restricted	
2/08/22	New Issue	7,000,000	Class A	.0005	YES	Glenn M Poche	Cash Investment	Restricted	
2/09/22	New Issue	10,000,000	Class A	.0005	YES	John H. Bingeman	Cash Investment	Restricted	
03/17/22	New Issue	5,000,000	Class A	.0005	YES	John F. Kennedy	Cash Investment	Restricted	
4/12/22	New Issue	10,000,000	Class A	.0005	YES	Tom Theriault	Cash Investment	Restricted	
4/12/22	New Issue	15,000,000	Class A	.0005	YES	Manfred Sadeler	Cash Investment	Restricted	
6/01/22	New Issue	7,000,000	Class A	.00025	YES	Glenn M. Poche	Cash Investment	Restricted	
6/01/22	New Issue	100,000,000	Class A	.00025	YES	Glen .D. Mardis	Cash Investment	Restricted	
6/01/22	New Issue	20,000,000	Class A	.00025	YES	W. Carl McMillan	Cash Investment	Restricted	
6/01/22	New Issue	10,000,000	Class A	.00025	YES	Dennis Blodgett	Cash Investment	Restricted	
6/01/22	New Issue	10,000,000	Class A	.00025	YES	Dianne Crowl-Ventura	Cash Investment	Restricted	
6/01/22	New Issue	8,000,000	Class A	.00025	YES	Ramesh S. Rao	Cash Investment	Restricted	

6/01/22	New Issue	6,000,000	Class A	.00025	YES	Dallas Wayne Meador Living Trust	Cash Investment	Restricted	
6/30/22	New Issue	2,200,000	Class A	.00025	YES	Lambros Bryan Demos	Cash Investment	Restricted	
6/30/22	New Issue	140,000,000	Class A	.00025	YES	Hawk Yazgan	Cash Investment	Restricted	
7/12/22	New Issue	18,000,000	Class A	.00025	YES	Manfred H Sadeler	Cash Investment	Restricted	
7/13/22	New Issue	10,000,000	Class A	.00025	YES	Greg Drury	Cash Investment	Restricted	
9/23/22	New Issue	360,000,000	Class A	.00025	YES	Joshua Sodaitis	Cash Investment	Restricted	
9/23/22	New Issue	4,000,000	Class A	.00025	YES	Peter J Aastad	Cash Investment	Restricted	
9/23/22	New Issue	6,000,000	Class A	.00025	YES	Tom Theriault	Cash Investment	Restricted	
9/23/22	New Issue	16,000,000	Class A	.00025	YES	The Michael J. Penny Jr. Revoc u/a/d November 3, 1999	Cash Investment	Restricted	
9/27/22	New Issue	40,000,000	Class A	.00025	YES	Rajendra	Cash Investment	Restricted	
10/28/22	New Issue	8,000,000	Class A	.00025	YES	Dennis Blodgett	Cash Investment	Restricted	
10/28/22	New Issue	10,000,000	Class A	.00025	YES	Peter J Aastad	Cash Investment	Restricted	
12/07/22	New Issue	10,000,000	Class A	.00025	YES	Tom Theriault	Cash Investment	Restricted	
12/07/22	New Issue	20,000,000	Class A	.00025	YES	W. Carl McMillin	Cash Investment	Restricted	
1/13/23	New Issuance	65,756,520	Class A	.00023	YES	George D Neeman	Conversion	Unrestricted	144
1/23/23	New Issuance	8,000,000	Class A	.00025	YES	George D Neeman	Cash Investment	Restricted	
1/24/23	New Issuance	10,000,000	Class A	.00025	YES	Peter J Aastad	Cash Investment	Restricted	
1/27/23	New Issuance	137,505,000	Class A	.0002	YES	W. Carl McMillan	Debt Settlement	Restricted	
2/15/23	New Issuance	95,879,452	Class A	.0005	YES	Nilson Holdings LLC	Debt Settlement	Restricted	
2/17/23	New Issuance	1,000,000,000	Class A	.00012	YES	Joshua Sodaitis	Debt Settlement	Restricted	
3/20/23	New Issuance	15,000,000	Class A	.0002	YES	Morris Kaneshiro	Cash Investment	Restricted	
3/20/23	New Issuance	11,128,179	Class A	.00009	YES	John M Boring	Code2Action Settlement	Restricted	
4/14/23	New Issuance	350,000,000	Cass A	.0001	YES	Hawk Yazgan	Cash Investment	Restricted	
4/19/23	New Issuance	2,000,000	Class A	.0001	YES	Dianne Crowl-Ventura	Cash Investment	Restricted	
4/19/23	New Issuance	15,000,000	Class A	.0001	YES	Vincent A Sablone	Cah Investment	Restricted	
4/20/23	New Issuance	350,000,000	Class A	.0001	YES	Joshua Sodaitis	Compensation	Restricted	
4/20/23	New Issuance	200,000,000	Class A	.0001	YES	Jay Wallace	Compensation	Restricted	
4/20/23	New Issuance	200,000,000	Class A	.0001	YES	Nicholis Santana	Compensation	Restricted	
4/20/23	New Issuance	200,000,000	Class A	.0001	YES	James Sodaitis	Compensation	Restricted	

5/16/23	New Issuance	150,000,000	Class A	.0001	YES	Osman Yazgan	Cash Investment	Restricted	
5/16/23	New Issuance	30,000,000	Class A	.0001	YES	Keith Rakofsky	Cash Investment	Restricted	
7/19/23	New Issuance	30,000,000	Class A	.0001	YES	W. Carl McMillan	Cash Investment	Restricted	
7/19/23	New Issuance	40,000,000	Class A	.0001	YES	Dennis Blodgett	Cash Investment	Restricted	
7/19/23	New Issuance	15,000,000	Class A	.0001	YES	Vincent A. Sablone	Cash Investment	Restricted	
7/19/23	New Issuance	20,000,000	Class A	.0001	YES	Greg Drury	Cash Investment	Restricted	
8/17/23	New Issuance	15,000,000	Class A	.0001	YES	Lance Boyer	Compensation	Restricted	
9/27/23	New Issuance	60,000,000	Class A	.0001	YES	Glenn M. Poche	Cash Investment	Restricted	
9/27/23	New Issuance	60,000,000	Class A	.0001	YES	Rajendra Patel	Cash Investment	Restricted	
9/27/23	New Issuance	15,000,000	Class A	.0001	YES	Vincent A. Sablone	Cash Investment	Restricted	
9/27/23	New Issuance	40,000,000	Class A	.0001	YES	John Scott Mathews	Cash Investment	Restricted	
10/17/23	New Issuance	20,000,000	Class A	.0001	YES	George D Neeman	Cash Investment	Restricted	
10/17/23	New Issuance	15,000,000	Class A	.0001	YES	Ruthann Pisaretz	Cash Investment	Restricted	
10/17/23	New Issuance	15,000,000	Class A	.0001	YES	Lance Boyer	Compensation	Restricted	
10/17/23	New Issuance	600,000,000	Class A	.0001	YES	Joshua Sodaitis	Compensation	Restricted	
12/01/23	New Issuance	200,000	Class A	.0001	YES	Nicholis Santana	Compensation	Restricted	
12/01/23	New Issuance	200,000	Class A	.0001	YES	Jay Wallace	Compensation	Restricted	
12/01/23	New Issuance	100,000	Class A	.0001	YES	Glen D Mardis	Cash Investment	Restricted	
12/19/23	New Issuance	9,400,000	Preferred Class A Shares	.01	YES	Hawk Yazgan	Cash Investment	Restricted	
12/19/23	New Issuance	500,000	Preferred Class A Shares	.01	YES	Anna E. Yurchenko	Cash Investment	Restricted	
1/23/24	New Issuance	1,200,000	Preferred Class A Shares	.01	YES	Dennis Blodgett	Cash Investment	Restricted	
1/23/24	New Issuance	100,000	Preferred Class A Shares	.01	YES	Prince Edu	Cash Investment	Restricted	
1/23/24	New Issuance	200,000	Preferred Class A Shares	.01	YES	Vincent A. Sablone	Cash Investment	Restricted	
1/23/24	New Issuance	200,000	Preferred Class A Shares	.01	YES	Greg Drury	Cash Investment	Restricted	
1/23/24	New Issuance	300,000	Preferred Class A Shares	.01	YES	Glenn M. Poche	Cash Investment	Restricted	
1/23/24	New Issuance	200,000	Preferred Class A Shares	.01	YES	Landria Meehan	Cash Investment	Restricted	



1/23/24	New Issuance	500,000	Preferred Class A Shares	.01	YES	Laurence E. Fletcher	Cash Investment	Restricted	
1/23/24	New Issuance	2,000,000	Preferred Class A Shares	.01	YES	Harry Teague	Cash Investment	Restricted	
1/23/24	New Issuance	200,000	Preferred Class A Shares	.01	YES	Keith Rakofsky	Cash Investment	Restricted	
1/23/24	New Issuance	500,000	Preferred Class A Shares	.01	YES	Peter DePesa	Cash Investment	Restricted	
1/23/24	New Issuance	500,000	Preferred Class A Shares	.01	YES	Rajendra Patel	Cash Investment	Restricted	
1/23/24	New Issuance	1,000,000	Preferred Class A Shares	.01	YES	57 Independence Ave LLC Catherine Larkin	Cash Investment	Restricted	
2/28/24	New Issuance	1,200,000,000	Class A Common	.000025	YES	57 Independence Ave LLC Catherine Larkin	Cash Investment	Restricted	
3/28/24	New Issuance	200,000,000	Class A Common	.000025	YES	Nicholis Santana	Compensation	Restricted	
3/28/24	New Issuance	200,000,000	Class A Common	.000025	YES	Mark Napolitano	Compensation	Restricted	
5/07/24	New Issuance	600,000,000	Class A Common	.000025	YES	57 Independence Ave LLC Catherine Larkin	Cash Investment	Restricted	
5/07/24	New Issuance	120,000,000	Class A Common	.000025	YES	Denny Blodgett	Cash Investment	Restricted	
5/07/24	New Issuance	400,000,000	Class A Common	.000025	YES	Vincent A Sablone	Cash Investment	Restricted	
5-07/24	New Issue	80,000,000	Class A Common	.000025	Yes	Thomas O' Brian	Cash Investment	Restricted	

**Shares Outstanding on Date of This Report: Ending Balance: 22,480,915,661**

**Date 12-11-2024**

**Common: 22,480,915,661**

**Preferred: 16,800,000**

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

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

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

N/A

## **B. Promissory and Convertible Notes**

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Interest Accrued Default (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>9/3/2015</u>	<u>\$11,673</u>	<u>\$5,000</u>	<u>12%</u>	<u>18%</u>	<u>9-2-2020</u>	<u>Converts at lesser of [\$3,000,000 company valuation or 50% of lowest trading price of the last 5 trading days]</u>	<u>Constantine Moustakis</u>	<u>Investment</u>
<u>10/4/2015</u>	<u>\$11,621</u>	<u>\$5,000</u>	<u>12%</u>	<u>18%</u>	<u>9-4-2020</u>	<u>Converts at lesser of [\$3,000,000 company valuation or 50% of lowest trading price of the last 5 trading days]</u>	<u>Constantine Moustakis</u>	<u>Investment</u>
<u>11/16/15</u>	<u>\$5,164</u>	<u>\$2,500</u>	<u>12%</u>	<u>12%</u>	<u>11/16/2020</u>	<u>Converts at lesser of [\$3,000,000 company valuation or 50% of lowest trading price of the last 5 trading days]</u>	<u>Zachary Barbara</u>	<u>Investment</u>
<u>11/17/15</u>	<u>\$51,638</u>	<u>\$25,000</u>	<u>12%</u>	<u>12%</u>	<u>11/17/2020</u>	<u>Converts at lesser of [\$3,000,000 company valuation or 50% of lowest trading price of the last 5 trading days]</u>	<u>Robert Devito</u>	<u>Investment</u>
<u>5/19/2016</u>	<u>\$11,185</u>	<u>\$5,000</u>	<u>12%</u>	<u>18%</u>	<u>11/17/2020</u>	<u>Converts at lesser of [\$3,000,000 company valuation or 50% of lowest trading price of the last 5 trading days]</u>	<u>Thomas Kilfoyle</u>	<u>Investment</u>
<u>7/19/2016</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>0%</u>	<u>0%</u>	<u>7/19/2017</u>	<u>Non-interest bearing loan to be paid back principal only</u>	<u>Chaim Muskat</u>	<u>Loan</u>
<u>9/6/2017</u>	<u>\$4,012</u>	<u>\$2,100</u>	<u>10%</u>	<u>15%</u>	<u>9/6/2020</u>	<u>10% interest 40% of share price or a mkt value of \$120,000 whichever is lower</u>	<u>Joshua Sodaitis</u>	<u>Investment</u>
<u>8/24/2017</u>	<u>\$5,843</u>	<u>\$3,050</u>	<u>10%</u>	<u>15%</u>	<u>8/24/2020</u>	<u>10% interest 40% of share price or a mkt value of \$120,000 whichever is lower</u>	<u>Momentum Capital Ventures LLC Joshua Sodaitis</u>	<u>Investment</u>

12/20/2017	\$20,834	\$12,750	6%	12%	12/19/2020	Converts at \$,6,857,000 company valuation	Marc Laskey	Back Pay Settlement
6/28/2018	\$4,066	\$2,500	10%	10%	6/28/2020	70% of the avg. closing prices over the previous 14 trading days	John F. Kennedy	Investment
10/2/2018	\$4,000	\$2,500	10%	10%	10/02/2020	70% of the avg. closing prices over the previous 14 trading days	Brian Summer	Investment
11/20/2018	\$23,799	\$15,000	10%	10%	11/20/2020	70% of the avg. closing prices over the previous 14 trading days	David Wojciechowski	Investment

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

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

\_\_\_\_\_

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

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

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

App development & software sales

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

N/A

C. Describe the issuers' principal products or services.

Mobicard is the 1st of its kind digital contact/ business card. It facilitates the ability of business and individuals to share information and more effectively expand their visibility and brand awareness. Mobicard is a combination of powerful mobile apps and desktop apps with wide ranging capabilities, including real time alerts, data analytics, linking videos, user websites, and all forms of contact information including social media sites into one consolidated digital source. It is more than just a digital business card; it is a "dynamic digital footprint".

#### 5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties.

Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

N/A

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

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

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

If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

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
57 Independence Ave LLC	Owner More than 5%	9 Sheradon St Dorchester, MA 02124	1,801,000,000	COMMON Class A	8.01%	Control people: Cathrine Larkin & Peter Larkin
Think Latitude Andy Sanjnani	Owner More than 5% App developers	400 North Lasalle Dr, Ste 2701	1,662,455,448	COMMON Class A	7.39%	
Vincent Sablone	Owner more than 5%	101 Sandwich Rd Plymouth MA 02360	1,132,217,183	COMMON Class A	5.03%	
W. Carl McMillan	Owner of more than 5%	942 Odell School Road Concord, NC 28027	1,136,661,256	Common Class A	5.06%	
Joshua Sodaitis	Director/Officer	45 Prospect Street Cambridge, MA 02139	287,820,919	Common Class A	1.28%	

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://www.OTCIQ.com) to update your company profile.

## 7) Legal/Disciplinary History

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

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations); ----- NO

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

NO

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

Joshua Sodaitis – YES

Think Latitude – NO

57 Independence Ave LLC – NO

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

NO

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

NO

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

NO

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

NONE

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

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

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Scott D. Olson

Firm: Scott D. Olson, Esq.

Address 1: 274 Broadway

Address 2: Costa Mesa, CA 92627  
Phone: 310.985.1034  
Email: [sdoesq@gmail.com](mailto:sdoesq@gmail.com)

Accountant or Auditor

Name: Eric Sherb  
Firm: EMS Consulting Services LLC  
Address 1: 145th Street Apt 8C  
Address 2: New York, NY 10023  
Phone: 516-713-9590  
Email: [Eric@emscpa.com](mailto:Eric@emscpa.com)

Investor Relations

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

*All other means of Investor Communication:*

Twitter: [@fremobicard.com](https://twitter.com/fremobicard)  
Discord: \_\_\_\_\_  
LinkedIn: [@MobiCard](https://www.linkedin.com/company/mobicard)  
Facebook: [@fremobicard.com](https://www.facebook.com/fremobicard)  
[Other ] [www.ptopnetwork.com](http://www.ptopnetwork.com) – Company website and Investor Message Board  
(Other) [www.freemobicard.com](http://www.freemobicard.com)

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: Joshua Sodaitis  
Title: Chairman & CEO  
Relationship to Issuer: Director & CEO

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: **EMS Consulting Services LLC**

Title: **CPA Firm**

Relationship to Issuer: **Accountant-Vender**

Describe the qualifications of the person or persons who prepared the financial statements: **CPA Licensed in NY**

Provide the following qualifying financial statements:

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

**Financial Statement Requirements:**

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

**10) Issuer Certification**

*Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Joshua Sodaitis certify that:

1. I have reviewed this Disclosure Statement for Peer To Peer Network;
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.

12-10-2024 [Date]

JOSHUA SODAITIS [CEO's Signature]

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

*Principal Financial Officer:*

I, Joshua Sodaitis certify that:

1. I have reviewed this Disclosure Statement for Peer To Peer Network;
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.

1-3-2024 [Date]

JOSHUA SODAITIS [CFO's Signature]

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

**PEER TO PEER NETWORK INC.**

**TABLE OF CONTENTS FOR UNAUDITED  
FINANCIAL STATEMENTS**

**For the Year Ended September 30, 2024**

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Balance Sheets

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Statement of Changes in Stockholders' Deficit

Statements of Cash Flows

Notes to Financial Statements

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**PEER TO PEER NETWORK INC.**  
**BALANCE SHEETS**  
**As of September 30, 2024 and 2023**  
**(UNAUDITED)**

	<u>2024</u>	<u>2023</u>
<b>ASSETS</b>		
Current assets:		
Cash	\$ 2.973	\$ 194
Total current assets	<u>2.973</u>	<u>194</u>
Software	224.781	224.781
Total assets	<u>\$ 227.754</u>	<u>\$ 224.975</u>
 <b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
Current liabilities:		
Accounts payable and accrued liabilities	214.731	215.193
Derivative liability	194.536	163.342
Related party advances	53.980	51.647
Notes payable	50.000	50.000
Debt payable	400.000	-
Convertible notes payable- related party	2.100	738
Convertible notes payable	<u>78.300</u>	<u>128.400</u>
Total current liabilities	<u>993.647</u>	<u>609.320</u>
 Total liabilities	<u>993.647</u>	<u>609.320</u>
Stockholders' deficit:		
Series A Preferred stock; \$0.001 par value; 24,000,000,000 shares authorized; 16,800,000 and 0 shares issued and outstanding as of September 30, 2024 and September 30, 2023, respectively	16.800	-
Common stock; \$0.001 par value; 24,000,000,000 shares authorized 22,480,915,661 and 19,880,761,412 shares issued and outstanding as of September 30, 2024 and September 30, 2023, respectively	21.310.915	19.880.761
Additional paid-in capital	3.248.555	4.275.009
Stock payable	291.643	255.268
Accumulated deficit	<u>(25.633.806)</u>	<u>(24.795.383)</u>
Total stockholders' deficit	<u>(765.893)</u>	<u>(384.345)</u>
 Total liabilities and stockholders' deficit	<u>\$ 227.754</u>	<u>\$ 224.975</u>

- -

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

**PEER TO PEER NETWORK INC.**  
**STATEMENTS OF OPERATIONS**  
**For the Year Ended September 30, 2024 and 2023**  
**(UNAUDITED)**

	<u>2024</u>	<u>2023</u>
Revenue	\$ -	\$ -
Operating expenses:		
General and administrative expenses	734.952	298.404
Professional fees	<u>58.686</u>	<u>206.146</u>
Total operating expenses	<u>793.638</u>	<u>504.550</u>
Loss from operations	(793.638)	(504.550)
Other expense:		
Loss on settlement of debt	-	(18.061)
Loss on settlement of accrued expenses	-	(190.000)
Loss on derivative liability	(31.194)	(3.342)
Interest expense	<u>(13.591)</u>	<u>(18.348)</u>
Total other expense	<u>(44.785)</u>	<u>(229.751)</u>
Net loss before tax povision	<u>\$ (838.423)</u>	<u>\$ (734.301)</u>
Tax Provision	<u>-</u>	<u>-</u>
Net loss	<u><u>\$ (838.423)</u></u>	<u><u>\$ (734.301)</u></u>
Net loss per common share - basic and diluted	<u><u>\$ (0,00)</u></u>	<u><u>\$ (0,00)</u></u>
Weighted average common shares outstanding	<u><u>21.916.207.985</u></u>	<u><u>17.294.132.061</u></u>

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

**PEER TO PEER NETWORK INC.**  
**STATEMENTS OF STOCKHOLDERS' EQUITY**  
**For the year ended September 30, 2024**  
**(UNAUDITED)**

	Preferred stock		Common Stock		Additional	Stock	Accumulated	Total
	Shares	Amount	Shares	Amount	Paid-in Capital	Payable	Deficit	Stockholders' Equity
<b>Balance at September 30, 2022</b>	<u>-</u>	<u>\$ -</u>	<u>16,707,492.261</u>	<u>\$ 16,707,492</u>	<u>\$ 6,492,279</u>	<u>\$ 434,896</u>	<u>\$ (24,061,082)</u>	<u>\$ (426,415)</u>
Shares issued for cash	-	-	913,000.000	913,000	(808,500)	32,500	-	137,000
Shares issued for services	-	-	950,000.000	950,000	(682,000)	-	-	268,000
Shares issued to settled accrued expenses	-	-	1,000,000.000	1,000,000	(700,000)	-	-	300,000
Shares issued for conversion of notes payable	-	-	203,261.520	203,262	(142,285)	-	-	60,977
	-	-	107,007.631	107,007	105,121	(212,128)	-	-
Derivative liability written off to APIC	-	-	-	-	10,394	-	-	10,394
Net loss	-	-	-	-	-	-	(734,301)	(734,301)
<b>Balance at September 30, 2023</b>	<u>-</u>	<u>\$ -</u>	<u>19,880,761.412</u>	<u>\$ 19,880,761</u>	<u>\$ 4,275,009</u>	<u>\$ 255,268</u>	<u>\$ (24,795,383)</u>	<u>\$ (384,345)</u>
Shares issued for cash	9,900.000	9,900	2,535,000.00	1,365,000	(1,231,900)	(67,500)	-	75,500
Preferred shares issued for cash	6,900.000	6,900	-	-	89,100	92,000	-	188,000
Shares issued for services	-	-	1,415,000.000	1,415,000	(1,233,500)	-	-	181,500
Shares to be issued	-	-	-	-	-	11,875	-	11,875
Shares repurchased	-	-	(1,349,845.751)	(1,349,846)	1,349,846	-	-	-
Net loss	-	-	-	-	-	-	\$ (835,826)	(835,826)
<b>Balance at September 30, 2024</b>	<u>16,800.000</u>	<u>\$ 16,800</u>	<u>19,945,915.661</u>	<u>\$ 21,310,915</u>	<u>\$ 3,248,555</u>	<u>\$ 291,643</u>	<u>\$ (25,631,209)</u>	<u>\$ (763,296)</u>
As per Financial		16,800		21,310,915	3,248,555	291,643	(25,633,806)	(765,893)
Difference		-		-	-	-	2,597	2,597

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

**PEER TO PEER NETWORK INC.**  
**STATEMENTS OF CASH FLOWS**  
**For the Year Ended September 30, 2024 and 2023**  
**(UNAUDITED)**

	<b>2024</b>	<b>2023</b>
<b>Cash flows from operating activities:</b>		
Net Income (loss)	\$ (838,423)	\$ (734,301)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock based compensation	-	268,000
Loss on derivative liability	31,194	3,342
Loss on settlement of notes	-	18,061
Loss on settlement of accrued expenses	-	190,000
Penalty for non issuance of repurchased shares	400,000	
Convertible notes written off	(48,738)	-
Changes in certain assets and liabilities :		
Accounts payable and accrued liabilities	(462)	119,414
Net cash used in operating activities	<u>(456,429)</u>	<u>(135,484)</u>
<b>Cash flows from investing activities:</b>		
Capitalized software	-	-
Net cash used in investing activities	<u>-</u>	<u>-</u>
<b>Cash flows from financing activities:</b>		
Proceeds from convertible notes - related party	-	7,000
Repayment of convertible notes - related party	-	(8,362)
Repayment of related party advances	2,333	-
Stock payable	36,375	-
Proceeds from issuance of preferred stock	16,800	-
Proceeds from issuance of common stock	403,700	137,000
Net cash provided by operating activities	<u>459,208</u>	<u>135,638</u>
<b>Net increase in cash</b>	<u>2,779</u>	<u>154</u>
Beginning cash balance	194	40
Ending cash balance	<u>\$ 2,973</u>	<u>\$ 194</u>
<b>Supplemental disclosure of cash flow information:</b>		
Cash paid for interest	\$ -	\$ 1,934
Cash paid for tax	<u>\$ -</u>	<u>\$ -</u>
<b>Supplementary disclosures of non cash investing and financing activities :</b>		
Accrued expenses settled with stock	\$ -	\$ 110,000
Notes and accrued interest settled with common stock	<u>\$ -</u>	<u>\$ 42,916</u>
Derivative liability written off with APIC	<u>\$ -</u>	<u>\$ 10,394</u>

**PEER TO PEER NETWORK INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2024**

**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

***Organization***

Peer to Peer Network (OTC: PTOPI) hereinafter, ("the Company") was incorporated in the State of Nevada on May 9, 2007, under the name "Web Wizard, Inc.". On February 17, 2012 the Company acquired the business of PFN Holdings, Inc. and changed its name to "Psychic Friends Network, Inc." and undertook the development of a web-based psychic consultation services. On August 27, 2014, the Company changed its name to "Peer to Peer Network". On September 11, 2015, the Company sold its psychic consultation assets related to the Psychic Friends Network and acquired the assets of a cloud based mobile business card technology (Mobicard) from Code2Action, Inc., the business the Company currently operates. On January 12, 2016, the Company changed its name to "Mobicard Inc." but failed to effectuate the name change with FINRA and subsequently on May 25, 2021, the Company changed its name back to "Peer to Peer Network".

***Use of estimates***

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

***Reclassifications***

Certain prior year amounts have been reclassified for consistency with the current period presentation. These reclassifications had no effect on the reported results of operations.

***Cash and cash equivalents***

For the purpose of the statements of cash flows, all highly liquid investments with an original maturity of three months or less are considered to be cash equivalents. The carrying value of these investments approximates fair value.

***Related parties***

The Company follows ASC 850, "Related Party Disclosures" for reporting activities with related parties. A party is considered to be related to the Company if the party directly or indirectly or through one or more intermediaries, controls, is controlled by, or is 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 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. A party which can significantly influence management or operating policies of the transacting parties or if it has an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests is also a related party.

***Stock-based compensation***

The Company follows ASC 718-10, "Stock Compensation", which addresses the accounting for transactions in which an entity exchanges its equity instruments for goods or services, with a primary focus on transactions in which an entity obtains employee services in share-based payment transactions. ASC 718-10 is a revision to SFAS No. 123, "Accounting for Stock-Based Compensation," and supersedes Accounting Principles Board ("APB") Opinion No. 25, "Accounting for Stock Issued to Employees," and its related implementation guidance. ASC 718-10 requires measurement of the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). Incremental compensation costs arising from subsequent modifications of awards after the grant date must be recognized.

### ***Intangible Assets***

Intangible assets, consisting of internally developed software, is accounted for in accordance with ASC 350 Intangibles - Goodwill and Other. Intangible assets that have finite lives are amortized using the straight-line method over their estimated useful lives.

### **Impairment of Long-Lived Assets**

Long-lived assets, including intangible assets, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable. In such situations, long-lived assets are considered impaired when future undiscounted cash flows resulting the use of the asset and its eventual disposition are less than the asset's carrying amount. In such situations, the asset is written down to the present value of the estimated future cash flows. Factors that are considered when evaluating long-lived assets for impairment include a current expectation that it is more likely than not that the long-lived asset will be sold significantly before the end of its useful life, a significant decrease in the market price of the long-lived asset, and a change in the extent of manner in which the long-lived asset is being used. Based on management's assessment there were no impairments to its long-lived assets as of September 30, 2024 and September 30, 2023.

### **Derivative Financial Instruments**

The Company accounts for derivative instruments in accordance with the provisions of ASC 815 - Derivatives Hedging: Embedded Derivatives. ASC 815 establishes accounting and reporting standards for derivative instruments, including certain derivative instruments embedded in other contracts and for hedging activities.

The Company does not use derivative instruments to hedge exposures to cash flow, market or foreign currency risk. Terms in agreements are reviewed to determine whether or not they contain embedded derivatives that are required under ASC 815 to be accounted for and separated from the host contract and recorded on the balance sheet at fair value. The fair value of derivative liabilities is required to be revalued at each reporting date, with the corresponding changes in fair value recorded in current period operating results.

### **Earnings per share**

The Company follows ASC Topic 260 to account for the earnings per share. Basic earnings per common share ("EPS") calculations are determined by dividing net income by the weighted average number of shares of common stock outstanding during the year. Diluted earnings per common share calculations are determined by dividing net income by the weighted average number of common shares and dilutive common share equivalents outstanding. During periods when common stock equivalents, if any, are anti-dilutive they are not considered in the computation.

### **Revenue recognition**

We recognize revenue in accordance with ASC 606, Revenue From Contracts with Customers, which requires that five basic criteria be met before revenue can be recognized: (i) identify the contract with the customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price; and (v) recognize revenue when or as the entity satisfied a performance obligation.

Revenue recognition occurs at the time the product is shipped to customers, when control transfers to customers, provided there are no material remaining performance obligations required of the Company or any matters of customer acceptance. We only record revenue when collectability is probable.

### **Fair value of financial instruments**

The Company measures fair value in accordance with ASC 820 - Fair Value Measurements. ASC 820 defines fair value and establishes a three-level valuation hierarchy for disclosures of fair value measurements. ASC 820 establishes a framework for measuring fair value in generally accepted accounting principles and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, ASC 820 establishes a fair value hierarchy which prioritizes the inputs

to valuation techniques used to measure fair value into three (3) broad levels. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three (3) levels of fair value hierarchy defined by ASC 820 are:

Level 1 - Inputs are unadjusted, quoted prices in active markets for identical assets or liabilities at the measurement date.



Level 2 - Inputs (other than quoted market prices included in Level 1) are either directly or indirectly observable for the asset or liability through correlation with market data at the measurement date and for the duration of the instrument's anticipated life.

Level 3 - Inputs reflect management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and the risk inherent in the inputs to the model. Valuation of instruments includes unobservable inputs to the valuation methodology that are significant to the measurement of fair value of assets or liabilities.

As defined by ASC 820, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale, which was further clarified as the price that would be received to sell an asset or paid to transfer a liability ("an exit price") in an orderly transaction between market participants at the measurement date.

The reported fair values for financial instruments that use Level 2 and Level 3 inputs to determine fair value are based on a variety of factors and assumptions. Accordingly, certain fair values may not represent actual values of the Company's financial instruments that could have been realized as of September 30, 2024, or that will be recognized in the future, and do not include expenses that could be incurred in an actual settlement. The carrying amounts of the Company's financial assets and liabilities, such as cash, accounts receivable, receivables from related parties, prepaid expenses and other, accounts payable, accrued liabilities, and related party and third-party notes payables approximate fair value due to their relatively short maturities. The Company's notes payable to related parties approximate the fair value of such instrument based upon management's best estimate of terms that would be available to the Company for similar financial arrangements on September 30, 2024.

Financial assets and liabilities measured at fair value on a recurring basis are summarized below as of September 30, 2024:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Liabilities				
Derivative Financial Instruments	\$ -	\$ -	\$ 194,536	\$ 194,536

As of September 30, 2024, the Company's stock price was \$0.0003, risk-free discount rate of 5.49% and volatility of 444.32%.

Financial assets and liabilities measured at fair value on a recurring basis are summarized below as of September 30, 2024:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Liabilities				
Derivative Financial Instruments	\$ -	\$ -	\$ 163,342	\$ 163,342

As of September 30, 2024, the Company's stock price was \$0.0001, risk-free discount rate of 5.55% and volatility of 286.07%.

The following table provides a summary of the changes in fair value, including net transfers in and/or out, of the derivative financial instruments, measured at fair value on a recurring basis using significant unobservable inputs:

Balance September 30, 2023	\$ 163,342
Change in fair market value of derivative liabilities	\$ 31,194
Balance September 30, 2024	<u>\$ 194,536</u>

### Recent Accounting Pronouncements

The Company has evaluated all other recent accounting pronouncements and believes that none of them will have a material effect on the Company's financial position, results of operations or cash flows.

## NOTE 2 – GOING CONCERN

The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities and commitments in the normal course of business.

Management evaluated all relevant conditions and events that are reasonably known or reasonably knowable, in the aggregate, as of the date the consolidated financial statements are issued and determined that substantial doubt exists about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent on the Company's ability to generate revenues and raise capital. The Company has not generated sufficient revenues from product sales to provide sufficient cash flows to enable the Company to finance its operations internally. As of September 30, 2024, the Company had \$2,973 cash on hand. On September 30, 2024, the Company has an accumulated deficit of \$25,633,806. For the year ended September 30, 2024, the Company had a net loss of \$838,423, and cash used in operations of \$456,429. These factors raise substantial doubt about the Company's ability to continue as a going concern within one year from the date of filing.

Over the next twelve months management plans raise additional capital and to invest its working capital resources in sales and marketing in order to increase the distribution and demand for its products. If the Company fails to generate sufficient revenue and obtain additional capital to continue at its expected level of operations, the Company may be forced to scale back or discontinue its sales and marketing efforts. However, there is no guarantee the Company will generate sufficient revenues or raise capital to continue operations. The consolidated financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

## NOTE 3 - RELATED PARTY

The total amounts due to related parties was \$53,980 and \$51,647, as of September 30, 2024 and September 30, 2023, respectively.

On September 6, 2017, the Company entered into a convertible promissory note. Interest under the convertible promissory note is 15% per annum, and the principal and all accrued but unpaid interest were due on August 24, 2020. The note is convertible at the lesser of a \$120,000 Company valuation calculated by the total number of shares issued and outstanding multiplied by the current market share price or 40% of the shares price in a Qualified financing. During the year ended September 30, 2023 the Company received an additional \$7,000 under this loan and repaid \$8,362 of the loan. As of September 30, 2024 and September 30, 2023, the Company recognized a derivative liability of \$954 and \$786, respectively.

As of September 30, 2024 and September 30, 2023, the Company had convertible notes payable – related party of \$2,100 and \$738, respectively.

## NOTE 4 – NOTES PAYABLE

Notes payable consist of the following at:

	September 30, 2024	September 30, 2023
Note payable, 0% interest, due on demand	\$ 50,000	\$ 50,000
Note payable, 0% interest, due August 2020, in default	-	20,000
Total notes Payable	\$ 50,000	\$ 70,000
Less current portion	(50,000)	(70,000)
Total notes payable — long term	\$ -	\$ -

On July 18, 2016, the Company issued a \$50,000 0% promissory note. The note was due on demand or upon the Company receiving future financing.

On August 8, 2019, the Company issued a \$20,000 10% promissory note. The note was due on August 8, 2020. On January 25, 2023 the Company entered into an agreement to settle the note in full, including accrued interest of \$8,510 for 137,505,000 shares of the Company's common stock valued at \$41,251. A loss on settlement of debt of \$12,741 was recorded on the Statement of Operations for the difference between the fair value of the consideration given and the carrying balance of the debt.

## NOTE 5 – CONVERTIBLE NOTES PAYABLE

Convertible notes payable, net of debt discount consist of the following:

	September 30, 2024	September 30, 2023
Convertible note payable, 12% interest, due May 2016, in default	-	14.100
Convertible note payable, 18% interest, due July 2017, in default	-	31.000
Convertible note payable, 20% interest, due September 2017, in default	-	10.000
Convertible note payable, 12% interest, due November 2020, in default	25.000	25.000
Convertible note payable, 18% interest, due May 2021, in default	-	5.000
Convertible note payable, 10% interest, due November 2020, in default	2.500	2.500
Convertible note payable, 10% interest, due September 2020, in default	2.500	2.500
Convertible note payable, 10% interest, due June 2020, default	15.000	15.000
Convertible note payable, 10% interest, due June 2020, default	-	2.500
Convertible note payable, 10% interest, due June 2020, default	-	5.000
Convertible note payable, 10% interest, due June 2020, in default	-	12.750
Convertible note payable, 10% interest, due December 2020, in default	3.050	3.050
Convertible note payable, 12% interest, due September 2020, in default	5.000	-
Convertible note payable, 12% interest, due September 2020, in default	5.000	-
Convertible note payable, 12% interest, due November 2020, in default	2.500	-
Convertible note payable, 12% interest, due May 2020, in default	5.000	-
Convertible note payable, 10% interest, due September 2020, in default	2.100	-
Convertible note payable, 6% interest, due December 2020, in default	12.750	-
Total notes payable	\$ 80.400	\$ 128.400
Less unamortized discounts	-	-
Total convertible notes payable, net	\$ 80.400	\$ 128.400
Less current portion		
Convertible notes payable, net - Long-term	\$ 80.400	\$ 128.400

On September 2, 2015, the Company entered into a \$10,000 convertible promissory note. Interest under the convertible promissory note is 12% per annum and 18% per annum in case of default, and the principal and all accrued but unpaid interest were due on September 2, 2020 and is currently in default. The note is convertible at the lesser of a \$3,000,000 Company valuation calculated by the total number of shares issued and outstanding multiplied by the current market share price or 50% of the lowest closing price during the five (5) preceding trading days. As of September 30, 2024, the balance of the note was \$10,000 and the Company recognized a derivative liability of \$18,409.

On November 16, 2015, the Company entered into a \$2,500 convertible promissory note. Interest under the convertible promissory note is 12% per annum, and the principal and all accrued but unpaid interest were due on November 16, 2020 and is currently in default. The note is convertible at the lesser of a \$3,000,000 Company valuation calculated by the total number of shares issued and outstanding multiplied by the current market share price or 50% of the lowest closing price during the five (5) preceding trading days. As of September 30, 2024, the balance of the note was \$2,500 and Company recognized a derivative liability of \$4,602.

On November 16, 2015, the Company entered into a \$25,000 convertible promissory note. Interest under the convertible promissory note is 12% per annum, and the principal and all accrued but unpaid interest were due on November 17, 2020 and is currently in default. The note is convertible at the lesser of a \$3,000,000 Company valuation calculated by the total number of shares issued and outstanding multiplied by the current market share price or 50% of the lowest closing price during the five (5) preceding trading days. As of September 30, 2024, the balance of the note was \$25,000 and the Company recognized a derivative liability of \$46,025.

On May 19, 2016, the Company entered into a \$5,000 convertible promissory note. Interest under the convertible promissory note is 12% per annum and 18% per annum in case of default and the principal and all accrued but unpaid interest were due on November 16, 2020 and is currently in default. The note is convertible at the lesser of a \$3,000,000 Company valuation calculated by the total number of shares issued and outstanding multiplied by the current market share price or 50% of the lowest closing price during the five (5) preceding trading days. As of September 30, 2024, the balance of the note was \$5,000 and the Company recognized a derivative liability of \$6,462.

On August 24, 2017, the Company entered into a \$3,050 convertible promissory note. Interest under the convertible promissory note is 10% per annum and 15% per annum in case of default, and the principal and all accrued but unpaid interest were due on August 24, 2020 and is currently in default. The note is convertible at the lesser of a \$120,000 Company valuation calculated by the total number of shares issued and outstanding multiplied by the current market share price or 40% of the shares price in a Qualified financing. As of September 30, 2024, the balance of the note was \$3,050 and the Company recognized a derivative liability of \$3,941.

On September 6, 2017, the Company entered into a \$2,100 convertible promissory note. Interest under the convertible promissory note is 10% per annum and 15% per annum in case of default, and the principal and all accrued but unpaid interest were due on September 6, 2020 and is currently in default. The note is convertible at the lesser of a \$120,000 Company valuation calculated by the total number of shares issued and outstanding multiplied by the current market share price or 40% of the shares price in a Qualified financing. As of September 30, 2024, the balance of the note was \$2,100 and the Company recognized a derivative liability of \$2,713.

On December 20, 2017, the Company entered into a \$12,750 convertible promissory note. Interest under the convertible promissory note is 6% per annum and 12% per annum in case of default, and the principal and all accrued but unpaid interest were due on December 19, 2020 and is currently in default. The note is convertible at \$3,000,000 Company valuation calculated by the total number of shares issued and outstanding multiplied by the current market share price. As of September 30, 2024, the balance of the note was \$12,750 and the Company recognized a derivative liability of \$16,479.

On June 28, 2018, the Company entered into a \$2,500 convertible promissory note. Interest under the convertible promissory note is 10% per annum, and the principal and all accrued but unpaid interest were due on June 28, 2020 and is currently in default. The note is convertible at 70% of the lowest closing price during the fourteen (14) preceding trading days. As of September 30, 2024, the balance of the loan was \$2,500 and the Company recognized a derivative liability of \$3,230.

On October 2, 2018, the Company entered into a \$2,500 convertible promissory note. Interest under the convertible promissory note is 10% per annum, and the principal and all accrued but unpaid interest were due on October 2, 2020 and is currently in default. The note

is convertible at 70% of the lowest closing price during the fourteen (14) preceding trading days. As of September 30, 2024, the balance of the loan was \$2,500 and the Company recognized a derivative liability of \$3,230.

On November 20, 2018, the Company entered into a \$15,000 convertible promissory note. Interest under the convertible promissory note is 10% per annum, and the principal and all accrued but unpaid interest were due on November 20, 2020 and is currently in default. The note is convertible at 70% of the lowest closing price during the fourteen (14) preceding trading days. As of September 30, 2024, the balance of the note was \$15,000 and the Company recognized a derivative liability of \$19,387.

## **NOTE 6 – STOCKHOLDERS' EQUITY**

The Company is authorized to issue 24,000,000,000 shares of it \$0.001 par value common stock. As September 30, 2024 and September 30, 2023, the Company had 22,480,915,661 and 19,880,761,412 shares issued and outstanding, respectively.

On November 6, 2023, the Board of Directors (the Board), authorized the Company to amend the Articles of Incorporation of the Corporation to designate 20,000,000 shares of Series A Preferred Stock. Each of the shares of the Series A Preferred Stock shall automatically convert into one (1) share of the Company's Class A Common Stock immediately after the Company conducts a reverse share split of its Class A Common Stock on a one (1) for four hundred (400) basis.

During the year ended September 30, 2024, the Company issued 2,535,000,000 shares of common stock for cash proceeds of \$1,365,000.

During the year ended September 30, 2024, the Company issued 16,800,000 shares of Series A preferred stock for cash proceeds of \$198,000.

During the year ended September 30, 2024, the Company issued 1,415,000,000 shares of common stock for services valued at \$141,500.

During the year ended September 30, 2024, the Company repurchased 1,349,845,751 shares of common stock from its shareholder to be pledged to treasury in order to facilitate reverse stock split.

## **NOTE 7 - SUBSEQUENT EVENTS**

In accordance with ASC Topic 855-10, the Company has analyzed its operations subsequent to September 30, 2024 to the date these financial statements were available to be issued and has determined that it does not have any material subsequent events to disclose in these financial statements.