

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

AFFLUENCE CORPORATION

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Boulder, CO 80302

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SIC 4813

Quarterly Report

For the period ending March 31, 2025 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

2,237,020,213 as of December 31, 2024

1,270,087,348 as of December 31, 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 Control¹ of the company has occurred over this reporting period:

Yes: No:

¹ “Change in Control” shall mean any events resulting in:

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

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

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

Affluence Corporation, 2009 – to Present
BSA Satelink Inc. until 1-2009

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):

The Company was incorporated under the laws of the State of Colorado on November 23, 1994 and is currently active in the state of Colorado

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

None

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

None

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

Address: 1200 Harger Rd, Suite 500, Oak Brook, IL
60523
Phone: 702-295-6409

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

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

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

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

2) Security Information

Transfer Agent

Name: EQ Shareowner Services (Equiniti)
Phone: (651)-306-2920
Email: Jeff.Carlson@equiniti.com
Address: 1110 Centre Pointe Curve, Suite 101, Mendota Heights, MN 55120

Publicly Quoted or Traded Securities

Trading Symbol:	AFFU	
Title and class of securities:	Common Stock	
CUSIP:	00829V100	
Par or Stated Value:	\$.00001	
Total shares authorized:	4,000,000,000	as of: 3/31/2025

Total shares outstanding:	2,237,020,213	as of: 3/31/2025
Total number of shareholders of record:	<u>253</u>	as of: <u>3/31/2025</u>

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

None

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:	<u>Preferred Shares</u>	
CUSIP (if applicable):	_____	
Par or stated value:	<u>\$0.00001</u>	
Total shares authorized:	<u>100,000,000</u>	as of date: <u>3/31/2025</u>
Total shares outstanding (if applicable):	<u>0</u>	as of date: <u>3/31/2025</u>
Total number of shareholders of record (if applicable):	<u>0</u>	as of date: <u>3/31/2025</u>

Security Description:

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

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

Common shares are eligible for dividends if dividend payout is authorized and approved by the Board of Directors. To date, no dividends have been paid out. Each Common share has voting rights on a one-for-one basis. There are no preemptive rights.

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

N/A

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

N/A

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.

N/A

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: Date <u>12/31/2022</u> Opening Balance: Common: 511,045,033 Preferred: <u>0</u>									
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Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
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<u>1/31/23</u>	New Issuance	15,000,000	Common	<u>1.00</u>	<u>No</u>	Mercantile Companies – I. Steven Edelson	<u>Consulting Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>1/31/23</u>	New Issuance	5,000,000	Common	<u>1.00</u>	<u>No</u>	Mark Moon	<u>Advisory Board</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>1/31/23</u>	New Issuance	5,000,000	Common	<u>1.00</u>	<u>No</u>	Charles Millard	<u>Advisory Board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>1/31/23</u>	New Issuance	5,000,000	Common	<u>1.00</u>	<u>No</u>	John Hartman	<u>Advisory Board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>1/31/23</u>	New Issuance	5,000,000	Common	<u>1.00</u>	<u>No</u>	Donald Zoufal	<u>Advisory Board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4/28/23</u>	New Issuance	5,000,000	Common	<u>1.00</u>	<u>No</u>	Michael Balkin	<u>Debt Restructuring</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4/28/23</u>	New Issuance	10,000,000	Common	<u>1.00</u>	<u>No</u>	Valerian Capital -Dan Fried	<u>Debt Restructuring</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4/28/23</u>	New Issuance	10,000,000	Common	<u>1.00</u>	<u>No</u>	Senneca Global	<u>Debt Restructuring</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4/28/23</u>	New Issuance	400,000	Common	<u>1.00</u>	<u>No</u>	Keith Porter	<u>Consulting</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4/28/23</u>	New Issuance	200,000	Common	<u>1.00</u>	<u>No</u>	Andre Jobs	<u>Consulting</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4/28/23</u>	New Issuance	8,536,253	Common	<u>1.00</u>	<u>No</u>	Cicero Consulting – Michael Waloshin	<u>Preferred Conversion</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>5/1/23</u>	New Issuance	4,364,400	Common	<u>1.00</u>	<u>No</u>	Lual Deng	<u>Factoring Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>5/1/23</u>	New Issuance	1,090,800	Common	<u>1.00</u>	<u>No</u>	Steven Edelson	<u>Factoring Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>5/1/23</u>	New Issuance	1,090,800	Common	<u>1.00</u>	<u>No</u>	RG Investments – Robert Gerber	<u>Factoring Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>5/1/23</u>	New Issuance	2,181,600	Common	<u>1.00</u>	<u>No</u>	Merk !, LLC – Artur Gutterman	<u>Factoring Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>5/1/23</u>	New Issuance	2,181,600	Common	<u>1.00</u>	<u>No</u>	Ian Mack	<u>Factoring Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>5/1/23</u>	New Issuance	2,181,600	Common	<u>1.00</u>	<u>No</u>	John Hartman	<u>Factoring Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>5/1/23</u>	New Issuance	100,000	Common	<u>1.00</u>	<u>No</u>	Albert Pick Family Trust – Kay Pick	<u>Factoring Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/1/23</u>	New Issuance	500,000	Common	<u>1.00</u>	<u>No</u>	CleverComs LTD. c/o Rohan Chanmugan	<u>Board Director Shares</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/1/23</u>	New Issuance	500,000	Common	<u>1.00</u>	<u>No</u>	Dale Haase	<u>Board Director Shares</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/1/23</u>	New Issuance	500,000	Common	<u>1.00</u>	<u>No</u>	James E. Honan, Jr.	<u>Board Director Shares</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/1/23</u>	New Issuance	1,000,000	Common	<u>1.00</u>	<u>No</u>	Howard Isaacs	<u>Consulting Shares</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/1/23</u>	New Issuance	500,000	Common	<u>1.00</u>	<u>No</u>	Richard Cavalari	<u>Consulting Shares</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/3/23</u>	New Issuance	6,095,891	Common	<u>1.00</u>	<u>No</u>	Maverick Capital Partners, LLC. c/o Usama Almagarby	<u>Debt Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>12/1/23</u>	New Issuance	5,078,430	Common	<u>1.00</u>	<u>No</u>	Maverick Capital Partners, LLC. c/o Usama Almagarby	<u>Debt Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>12/1/23</u>	New Issuance	14,285,714	Common	<u>1.00</u>	<u>No</u>	Maverick Capital Partners, LLC. c/o Usama Almagarby	<u>Debt Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>

<u>6/1/24</u>	New Issuance	25,000,000	Common	<u>1.00</u>	<u>No</u>	Maverick Capital Partners, LLC. c/o Usama Almagarby	<u>Debt Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	6,000,000	Common	<u>1.00</u>	<u>No</u>	Macaddian Marketing, c/o Howard Issacs	<u>Consulting</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	6,000,000	Common	<u>1.00</u>	<u>No</u>	Valerian Capital -Dan Fried	<u>Debt Restructuring</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	6,000,000	Common	<u>1.00</u>	<u>No</u>	James E. Honan, Jr	<u>AFFU Board of Directors Allocation</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	3,000,000	Common	<u>1.00</u>	<u>No</u>	CleverComs, c/o Rohan Chanmugham	<u>AFFU Board of Directors Allocation</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	8,200,000	Common	<u>1.00</u>	<u>No</u>	John J. Profita	<u>Debt Restructuring</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	3,000,000	Common	<u>1.00</u>	<u>No</u>	James E. Honan, Jr	<u>In lieu of Deferred Compensation</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	3,000,000	Common	<u>1.00</u>	<u>No</u>	Dale Haase	<u>AFFU Board of Directors Allocation</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	3,000,000	Common	<u>1.00</u>	<u>No</u>	CleverComs, c/o Rohan Chanmugham	<u>OMT Board of Directors Allocation</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	3,000,000	Common	<u>1.00</u>	<u>No</u>	Ignasi Vilajosana	<u>OMT Board of Directors Allocation</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/13/2024</u>	New Issuance	3,000,000	Common	<u>1.00</u>	<u>No</u>	Peter Cummings	<u>OMT Board of Directors Allocation</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/25/24</u>	New Issuance	15,500,000	Common	<u>1.00</u>	<u>No</u>	Maverick Capital Partners, LLC. c/o Usama Almagarby	<u>Debt Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>

<u>9/24/24</u>	New Issuance	30,883,035	Common	<u>.0026</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>10/1/24</u>	New Issuance	20,000,000	Common	<u>.00169</u>	<u>Yes</u>	Traverse Opportunity Fund, LP c/o Chad Nelson	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>10/17/24</u>	New Issuance	21,151,650	Common	<u>.0005</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>10/29/24</u>	New Issuance	20,330,970	Common	<u>.0005</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>10/30/24</u>	New Issuance	60,000,000	Common	<u>.0005</u>	<u>Yes</u>	Invenire Capital, c/o Chad Nelson	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>11/1/24</u>	New Issuance	23,172,240	Common	<u>.0005</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>11/13/24</u>	New Issuance	30,545,490	Common	<u>.0005</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>11/19/24</u>	New Issuance	29,264,370	Common	<u>.0005</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>11/25/24</u>	New Issuance	27,353,250	Common	<u>.0005</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>12/5/24</u>	New Issuance	30,113,040	Common	<u>.0005</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>12/11/24</u>	New Issuance	37,620,390	Common	<u>.0005</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>12/13/24</u>	New Issuance	62,346,900	Common	<u>.0005</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>

<u>12/20/24</u>	New Issuance	36,012,215	Common	<u>.00049</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>12/24/24</u>	New Issuance	66,761,677	Common	<u>.00033</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>12/27/24</u>	New Issuance	60,000,000	Common	<u>.0005</u>	<u>Yes</u>	Invenire Capital, c/o Chad Nelson	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>1/2/25</u>	New Issuance	61,000,000	Common	<u>.0005</u>	<u>No</u>	Invenire Capital, c/o Chad Nelson	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>1/10/25</u>	New Issuance	41,068,096	Common	<u>.00026</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>1/30/25</u>	New Issuance	86,944,846	Common	<u>.00019</u> <u>5</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>2/3/25</u>	New Issuance	120,000,000	Common	<u>.0005</u>	<u>No</u>	Invenire Capital, c/o Chad Nelson	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>2/7/25</u>	New Issuance	113,185,692	Common	<u>.00019</u> <u>5</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>2/19/25</u>	New Issuance	112,425,000	Common	<u>.00013</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>3/10/25</u>	New Issuance	129,309,231	Common	<u>.00013</u>	<u>Yes</u>	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>3/17/25</u>	New Issuance	152,970,693	Common	<u>.0005</u>	<u>Yes</u>	Invenire Capital, c/o Chad Nelson	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
<u>3/25/25</u>	New Issuance	150,000,000	Common	<u>.0005</u>	<u>No</u>	Invenire Capital, c/o Chad Nelson	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>

<u>2/10/25</u>	New Issuance	129,309,231	Common	<u>.00013</u>	Yes	Trillium Partners, LP c/o Steven Hicks	<u>Note Conversion</u>	<u>Free Trading</u>	<u>4(a)(2)</u>
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
<u>Date</u> <u>3/31/25</u>		<u>Ending Balance</u>							
		<u>Common: 2,237,020,213</u>							
		<u>Preferred: 0</u>							

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

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

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)

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder.</u> <i>*You must disclose the control person(s) for any entities listed.</i>	<u>Reason for Issuance (e.g., Loan, Services, etc.)</u>
<u>4/19/2021</u>	<u>\$1,000,000</u>	<u>\$1,000,000</u>	<u>* N/A</u>	<u>9/15/2023</u>	<u>Non-convertible</u>	<u>Bosak Porter Realty Group c/o Greg Bosak</u>	<u>Bridge Loan – Restructured</u>
<u>07/31/2021</u>	<u>600,000</u>	<u>600,000</u>	<u>\$167,803</u>	<u>09/15/2023</u>	<u>Non-convertible</u> <u>Interest - 8%</u>	<u>Mellon Enterprises /o George Mellon</u>	<u>Convertible Loan – Restructured</u>
<u>12/15/2021</u>	<u>\$150,000</u>	<u>\$150,000</u>	<u>* N/A</u>	<u>9/15/2023</u>	<u>Non-convertible</u>	<u>Doug Stukel</u>	<u>Bridge Loan - Restructured</u>
<u>6/6/2022</u>	<u>\$290,000</u>	<u>\$290,000</u>	<u>* N/A</u>	<u>8/15/2023</u>	<u>Non-convertible</u>	<u>Michael Profita</u>	<u>Bridge Loan - Restructured</u>
<u>9/8/2022</u>	<u>\$1,870,000</u>	<u>\$3,013,065</u>	<u>\$575,501</u>	<u>9/8/2023</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Invenire Capital LP - Chad Nelson</u>	<u>Loan</u>
<u>9/8/2022</u>	<u>\$770,000</u>	<u>\$1,284,476</u>	<u>\$300,110</u>	<u>9/8/23</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Invenire Capital LP - Chad Nelson</u>	
<u>9/8/2022</u>	<u>\$440,000</u>	<u>\$733,986</u>	<u>\$171,491</u>	<u>9/8/2023</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Traverse Opportunities Fund LP - Chad Nelson</u>	<u>Loan</u>
<u>9/8/2022</u>	<u>\$550,000</u>	<u>\$760,083</u>	<u>\$54,136</u>	<u>9/8/2023</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Trillium Partners LP – Steven Hicks</u>	<u>Loan</u>
<u>9/8/2022</u>	<u>\$137,500</u>	<u>\$275,245</u>	<u>\$64,309</u>	<u>9/8/2023</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Michael Balkin</u>	<u>Loan</u>
<u>12/1/2022</u>	<u>\$65,000</u>	<u>\$65,000</u>	<u>* N/A</u>	<u>1/1/2024</u>	<u>Non-convertible</u>	<u>Michael Profita</u>	<u>Bridge Loan</u>
<u>4/21/2023</u>	<u>\$65,000</u>	<u>\$65,000</u>	<u>* N/A</u>	<u>1/1/2024</u>	<u>Non-convertible</u>	<u>John J. Profita</u>	<u>Bridge Loan</u>
<u>4/21/2023</u>	<u>\$160,000</u>	<u>\$50,000</u>	<u>* N/A</u>	<u>1/1/2024</u>	<u>Interest - 8%</u>	<u>Michael Balkin</u>	<u>Bridge Loan</u>

<u>5/1/2023</u>	<u>\$275,000</u>	<u>\$275,000</u>	<u>* N/A</u>	<u>7/21/2023</u>	<u>Non-convertible</u>	<u>Mercantile Companies – Steven Edelson</u>	<u>Receivable Factoring</u>
<u>6/28/2023</u>	<u>\$60,000</u>	<u>\$60,000</u>	<u>* N/A</u>	<u>9/28/2023</u>	<u>Non-convertible</u>	<u>Valerian Capital -Dan Fried</u>	<u>Bridge Loan</u>
<u>4/15/24</u>	<u>\$230,000</u>	<u>\$230,000</u>	<u>\$11,532</u>	<u>7/15/24</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Traverse Opportunities Fund LP - Chad Nelson</u>	<u>Loan</u>
<u>10/16/24</u>	<u>\$85,000</u>	<u>\$85,000</u>	<u>\$1,770</u>	<u>4/30/25</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Traverse Opportunities Fund LP - Chad Nelson</u>	<u>Loan</u>
<u>10/31/24</u>	<u>\$35,000</u>	<u>\$35,000</u>	<u>\$642</u>	<u>4/30/25</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Traverse Opportunities Fund LP - Chad Nelson</u>	<u>Loan</u>
<u>11/1/24</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$411</u>	<u>10/31/25</u>	<u>Conversion – \$0.0005</u>	<u>Fronduer Partners LLC – William Gonyer</u>	<u>Services</u>
<u>12/1/24</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$205</u>	<u>11/30/25</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Fronduer Partners LLC – William Gonyer</u>	<u>Services</u>
<u>12/20/24</u>	<u>\$87,320</u>	<u>\$87,320</u>	<u>* N/A</u>	<u>2/28/25</u>	<u>Non-convertible</u>	<u>Traverse Opportunities Fund LP - Chad Nelson</u>	<u>Receivable Factoring</u>
<u>1/1/25</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$610</u>	<u>12/31/25</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Fronduer Partners LLC – William Gonyer</u>	<u>Services</u>
<u>1/6/25</u>	<u>\$61,180</u>	<u>\$20,000</u>	<u>* N/A</u>	<u>2/28/25</u>	<u>Non-convertible</u>	<u>Traverse Opportunities Fund LP - Chad Nelson</u>	<u>Receivable Factoring</u>
<u>2/1/25</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$397</u>	<u>1/31/26</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Fronduer Partners LLC – William Gonyer</u>	<u>Services</u>
<u>3/1/25</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$205</u>	<u>2/28/26</u>	<u>Interest - 10%</u> <u>Conversion – \$0.0005</u>	<u>Fronduer Partners LLC – William Gonyer</u>	<u>Services</u>

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

* N/A – Interest is based on original issue discount (i.e. face or principal amount greater than cash received). The discounted amount

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).

- A. Summarize the issuer’s business operations (If the issuer does not have current operations, state “no operations”)

Affluence Corporation is a technology company focused on Smart City Software, 5G and IoT solutions that will power the next generation internet.

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

OneMind Technologies, S.L. – is a wholly owned subsidiary of the Company and develops Smart City Software solutions which are deployed throughout the world.

Control Person: Ignasi Vilajosana; Interim CEO
Address: Variat 47
Tenth Floor:
Barcelona, Spain 08014
Phone: 34-93-418-05-85

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

The Company develops and markets smart city software solutions under the brand name of OneMind Technologies. The OneMind smart city software products include OneMind Hypervisor and OneMind NG. Both products are available in enterprise software and SaaS versions. The company also provides professional services which include consulting and installation services and software maintenance. The software is deployed throughout the world.

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.

Address: 1200 Harger Rd, Suite 500, Oak Brook, IL
60523 Phone: 702-295-6409

The Company uses this office free of rent and without a

lease. Address: Variat 47 Tenth Floor
Barcelona, Spain 08014
Phone: 34-93-418-05-85

The Company leases office space from Worldsensing Corporation for OneMind Technologies, S.L. and paid \$2,730 in rent expenses per month. The lease is an annual lease with an annual renewal on January 1 each year.

The Company's assets consist of desktop computers, laptops and printers. The fixed assets are in the Barcelona, Spain facility. All of the assets have been purchased and there are no equipment leases.

6) Officers, Directors, and Control Persons

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

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

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

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Maverick Capital Partners, LLC	Investor	West Palm, FL	65,930,035	Common	3%	Usama Algabarty
Trillium Partners, LP	Investor	Naples, FL	38,883,035	Common	8%	Steven Hicks

Dale Haase	Director	Burr Ridge, IL	31,000,000	Common	1%	
James E Honan Jr.	CEO	Hinsdale, IL	27,000,000	Common	1%	
Rohan Chanmugam (Note 1)	Director	London, UK	25,000,000	Common	1%	
William E Gonyer (Note 2)	CFO/Director	Redding, CT	0			

Note 1 – Rohan Chanmugam, the Board of Directors approved the issuance of 25,000 share of a new series of preferred stock having the rights to be designated by way of an amendment to the articles of incorporation filed on May 13, 2025.

Note 2 – William E Gonyer was appointed Chief Financial Officer on March 31, 2025.

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);

NA

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;

NA

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;

NA

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

NA

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.

NA

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.

NA

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.

NA

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: Jonathan Leinwand, Esq.
Firm: Jonathan D. Leinwand, P.A.
Address 1: 18305 Biscayne Blvd Suite 200
Address 2: Aventura, FL 33180
Phone: (954) 9037856
Email: jonathan@jdlpa.com

Accountant or Auditor

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

Investor Relations

N/A

All other means of Investor Communication:

Twitter: _____
Discord: _____
LinkedIn: www.linkedin.com/company/69224674
Facebook: _____
Website: https://affucorp.com

Other Service
Providers

N/A

9) Disclosure & Financial Information

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

Name: James E. Honan, Jr.
Title: CEO
Relationship to Issuer: CEO

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

IFRS

x U.S. GAAP

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

Name: William E. Gonyer

Title: CFO

Relationship to Issuer: CFO

Describe the qualifications of the person or persons who prepared the financial statements:⁵ Mr. Gonyer has over 25 years of investment banking and public accounting experience with Natixis Corporate and Investment Bank, UBS, and Price Waterhouse (PWC). Mr. Gonyer received an MBA in Public Accounting from the Lubin Graduate School of Business and a BS in Business Administration and Economics from The King's College.

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.

⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.
OTC Markets Group Inc.
OTC Pink Basic Disclosure Guidelines (v4.0 January 1, 2023)

Condensed Consolidated Financial Statements
of
AFFLUENCE CORPORATION

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AFFLUENCE CORPORATION

Condensed Consolidated Balance Sheets

	<u>December 31,</u> <u>2024</u>	<u>December 31,</u> <u>2024</u>
ASSETS		
Current Assets		
Cash	\$ 30,210	\$ 1,922
Accounts receivable	43,090	239,973
Prepaid expenses and other current assets	<u>1,058</u>	<u>1,764</u>
Total Current Assets	<u>74,358</u>	<u>243,659</u>
Property and equipment, net	7,480	8,372
Intangibles – software, net	749,177	745,605
Goodwill	2,647,258	2,647,258
Deferred tax assets - Spain	<u>443,365</u>	<u>443,365</u>
Total non-current assets	<u>3,847,580</u>	<u>3,844,600</u>
Total Assets	<u>\$ 3,921,938</u>	<u>\$ 4,088,259</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities:		
Accounts payable and other accrued expenses	\$ 261,818	\$ 491,904
Accrued interest	2,574,588	2,486,080
Note, affiliate	30,000	30,000
Loans and notes payable, net of discounts	2,655,983	2,721,303
Convertible notes payable – net of discounts and premiums	5,885,566	6,051,502
Derivative liabilities	<u>7,564,921</u>	<u>1,024,667</u>
Total Current Liabilities	<u>18,972,876</u>	<u>12,805,456</u>
Long-term Liabilities:		
Notes payable		-
Non-current other liabilities	<u>538,636</u>	<u>581,810</u>
Total Long-term Liabilities	<u>538,636</u>	<u>581,810</u>
Total Liabilities	<u>19,511,512</u>	<u>13,387,266</u>
Commitments and Contingencies (Notes)		
Stockholders' Deficit:		
Common stock to be issued	-	610
Common stock - \$0.00001 par value, 4,000,000,000 shares authorized, 1,270,087,348 and 607,546,407 shares issued and outstanding at December 31, 2024 and 2023, respectively	22,369	12,700
Additional paid-in capital	3,839,819	1,490,826
Cumulative translation adjustment	(106,789)	
Accumulated deficit	<u>(19,344,973)</u>	<u>(10,803,143)</u>
Total Stockholders' Deficit	<u>(15,589,574)</u>	<u>(9,299,007)</u>
Total Liabilities and Stockholders' Deficit	<u>\$ 3,921,938</u>	<u>\$ 4,088,259</u>

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

AFFLUENCE CORPORATION

Condensed Consolidated Statements of Operations

	For the Three Months Ended March 31,	
	2025	2024
Sales	\$ 113,490	\$ 52,924
Cost of Goods Sold	23,607	19,652
Gross Profit	89,883	33,272
Operating Expenses:		
Intangibles impairment	-	-
Selling, general, and administrative expenses	30,627	316,317
Compensation	40,346	-
Professional fees	84,030	-
Depreciation and amortization	65,393	-
Other operating expenses	8,989	-
Recovery of costs – capitalization of software	(105,341)	-
Total Operating Expenses	124,344	316,317
Loss Before Other (Income) Expense	(34,461)	(311,930)
Other (Income) Expense:		
Derivative expense	(53,232)	490,729
Loss on conversion of debt to common stock	(362,328)	-
Interest and financing costs	(211,656)	(443,881)
Gain (Loss) on change in fair market value of derivative	2,009,699	-
Total Other (Income) Expense	1,382,483	46,848
Net Loss before Provision for Income Tax	1,348,022	(283,045)
Provision for Income Tax	-	-
Net Loss	\$ 1,348,022	\$ (283,045)
Other Comprehensive income and (expense)		
Currency translation adjustment	247,040	-
Net Loss Attributable to Common Stockholders	\$ 1,595,062	\$ (283,045)
Basic and Diluted Loss Per Share	\$ 0.00	\$ (0.00)
Weighted Average Number of Common Shares Outstanding:		
Basic and diluted	1,751,329,411	612,255,983

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

AFFLUENCE CORPORATION
Consolidated Statement of Changes in Stockholders' Deficit

For the three months ended March 31, 2025

	Common Stock to be Issued		Common Stock		Additional Paid-in	Accumulated	Total Stockholders'
	Amount	Shares	Amount	Capital	Deficit	Deficit	
Balance –December 31, 2024	\$ 610	1,270,087,348	\$ 12,700	\$ 1,490,826	\$ (10,803,143)	\$ (9,299,007)	
Prior period adjustment	-	-	-	-	(10,136,892)	(10,243,682)	
Common stock to be issued	(610)	-	-	-	-	-	(610)
Warrants issued for financing	-	-	-	1,675,721	-	-	1,675,721
Conversion of debt, accrued interest and related fees, into common stock	-	966,932,865	9,669	310,945	-	-	320,614
Losses on conversion of notes to common stock	-	-	-	362,328	-	-	362,328
Other comprehensive income – foreign currency translation	-	-	-	-	247,040	-	247,040
Net loss	-	-	-	-	1,348,022	-	1,348,022
Balance – March 31, 2025	<u>\$ -</u>	<u>1,270,020,213</u>	<u>\$ 22,369</u>	<u>\$ 3,839,820</u>	<u>\$ (19,344,973)</u>	<u>\$ (15,589,574)</u>	

For the three months ended March 31, 2024

	Common Stock to be Issued		Common Stock		Additional Paid-in	Accumulated	Total Stockholders'
	Amount	Shares	Amount	Capital	Deficit	Deficit	
Balance –December 31, 2023	\$ -	607,546,407	\$ 6,075	\$ 739,670	\$ (1,954,947)	\$ (1,209,193)	
Shares issued for conversion of preferred to common	-	14,285,714	9,650	-	-	-	9,650
Net loss	-	-	-	-	(265,083)	-	(265,083)
Balance – March 31, 2024	<u>\$ -</u>	<u>621,832,121</u>	<u>\$ 60,754</u>	<u>\$ 685,000</u>	<u>\$ (1,954,947)</u>	<u>\$ (1,209,193)</u>	

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

AFFLUENCE CORPORATION
Consolidated Statements of Cash Flows

	<i>For the Years Ended</i> December 31,	
	2024	2023
Cash Flows from Operating Activities:		
Net loss	\$ 1,595,062	\$ (265,083)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation & amortization of intangibles	65,693	490,729
Amortization of debt discounts	88,169	-
Fee notes issued, charged to expense	75,000	-
Losses on conversions of debt to stock	362,328	-
Loss on issuance of securities charged to derivative expense	53,232	-
Gain on change in fair market value of derivative	(2,009,699)	-
Changes in Operating Assets and Liabilities:		
Accounts receivable	196,883	124,147
Prepaid expenses and other current assets	706	-
Accounts payable and accrued expenses and interest	(264,731)	(95,521)
Other liabilities	(43,174)	-
Cash Provided by (Used in) Operating Activities	119,809	(110,520)
Cash Flows from Investing Activities:		
Increase to intangible assets of subsidiary	(105,341)	-
Cash Used in Investing Activities	(105,341)	-
Cash Flows from Financing Activities:		
Proceeds from accounts receivable financing	55,000	-
Repayment of receivable financing	(41,180)	-
Cash Provided by Financing Activities	13,820	-
Net Increase (Decrease) in Cash	28,288	(110,520)
Cash – beginning of year	1,922	203,044
Cash – end of year	\$ 30,210	\$ 92,524
Supplemental Disclosures of Cash Flow Information:		
Cash paid for:		
Interest	\$ -	\$ -
Taxes	\$ -	\$ -
Supplemental Disclosures of Noncash financing and investing activities:		
Original issue discounts notes	\$ 53,516	\$ -
Issuance of common stock for note conversions	\$ 276,945	\$ -
Issuance of common stock for accrued interest of note	\$ 34,639	\$ -
Issuance of common stock for conversion expenses	\$ 9,030	\$ -

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

Notes to the Condensed Consolidated Financial Statements

Note A – Nature of Business, Going Concern and Summary of Significant Accounting Policies

The Company was incorporated in Colorado on November 23, 1994 as BSA SateLink Inc. On September 26, 2008, its wholly owned subsidiary (CBI Acquisition, Inc.) merged with Clear Blue Interactive, dba Affluence Corporation. On December 4, 2008, the Company filed a name change with the State of Colorado, changing its name to Affluence Corporation in order to better reflect the Company's business at that time. BSA Satelink was engaged in the business of satellite dish telemarketing and upon the merger with Affluence Corporation ceased operating in the satellite dish telemarketing business and the principal business became the social network site for affluent individuals. Affluence Corporation maintains a social media website on the internet. Affluence Corporation is now a telecom technology and smart cities company focused on 4G and 5G technology. The Company provides engineering and design services for telecom construction projects as well as smart cities applications worldwide.

Going Concern

The Company has evaluated whether there are certain conditions and events, considered in the aggregate, that raise substantial doubt and the Company's ability to continue as a going concern within one year after the date that the financial statements are issued.

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has not generated profits since inception, has sustained a net loss of \$5,958,175, for the year ended December 31, 2024, and has incurred negative cash flows from operations for the period. As of December 31, 2024, the working capital deficit, stockholders' deficit, and accumulated deficit was \$12,561,797, \$9,299,007 and \$10,803,143 respectively. These factors raise substantial doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern for the next twelve months is dependent upon its ability to generate sufficient cash flows from operations to meet its obligations. In the event that the Company cannot generate sufficient revenue to sustain its operations, the Company will need to reduce expenses or obtain financing through the sale of debt and/or equity securities. The issuance of additional equity would result in dilution to existing shareholders. If the Company is unable to obtain additional funds when they are needed or if such funds cannot be obtained on terms acceptable to the Company, the Company would be unable to execute upon the business plan or pay costs and expenses as they are incurred, which would have a material, adverse effect on the business, financial condition, and results of operations. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities as a result of this uncertainty.

Basis of Consolidation

The Company's financial statements consolidate those of the parent company and all its subsidiaries. The subsidiaries are all entities over which the Company has the power to control the financial and operating policies. The Company obtains and exercises control through all the voting rights of the subsidiaries.

Any intercompany receivables, payables, sales, purchases, and profits are eliminated.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents

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

Advertising

The Company expenses all advertising and marketing costs as incurred. Advertising and marketing costs for the three months ended March 31, 2025 was less than \$3,000.

Fair Value of Financial Instruments

The Company believes that the carrying value of its current assets and current liabilities approximate the fair value of such items due to their short-term nature. The carrying amounts of cash, accounts receivable, accounts payable and other liabilities are carried at amounts that reasonably approximate their fair values.

Property and Equipment

Property and equipment are stated at cost. The Company provides for amortization on the straight-line method and depreciation on the straight-line basis over the estimated useful lives of the related assets. Major classes of property and equipment and their related lives are as follows:

Intellectual Property – beginning in 2022 the Company amortizes software development expenses with the three months ended March 31, 2025 totaling approximately \$63,000.

Depreciation expense of computers and related hardware was less than \$3,000.

Maintenance and repairs are expensed as incurred. Replacements and betterments are capitalized.

Asset Impairment

When the Company has long-lived assets, which have a possible impairment indicator, the Company estimates the future cash flows from the operation of these assets. Because events and circumstances frequently do not occur as expected, there will usually be differences between the estimated and actual future cash flow and these differences may be material. If the estimated cash flows recoup the recorded value of the assets; they remain on the books at that value. If the net recorded value cannot be recovered, the assets are written down to their market value if lower than the recorded value.

Income Taxes

The Company is on a calendar year basis for tax purposes. For calendar year 2024 the Company would have an estimated tax liability of \$0 based on the net income for the period and current federal and state corporate income tax rates. A provision for income taxes was included in the financial statements. In addition, the Company's wholly owned subsidiary OneMind Technologies, SA files taxes in Spain and have deferred tax assets amounting to \$443,365.

Note B – Property and Equipment

At March 31, 2025, the Company had \$7,480 of property and equipment with approximately \$3,000 of depreciation expenses for the three months ended March 31, 2025.

Note C – Stockholders' Equity

During the three months ended March 31, 2025 common stock was issued for as outlined below.

During the three months ended March 31, 2025 Trillium Partners, LP converted principal and accrued interest and conversion costs into 482,962,172 shares of common stock.

During the year ended December 31, 2024 Invenire Capital, LP (including Traverse Opportunity Fund, managed by Invenire Capital LP) converted principal and accrued interest into 483,970,693 shares of common stock.

Warrant Issuances

On July 27, 2022 the Company executed a Convertible Loan Agreement with Invenire Capital, LP for a total principal of \$1,870,000. Invenire Capital, LP also received 85,000,000 warrants that convert into common stock on a one-for- one basis. In the event that the Company re-pays the amount due at maturity prior to July 27, 2023 the number of warrants available for conversion will be reduced by 50%. The warrants expire in five years.

On September 8, 2022 the Company executed a Convertible Loan Agreement with Invenire Capital LP for a total principal of \$770,000. Invenire Capital, LP also received 35,000,000 warrants that convert into common stock on a one-for- one basis. In the event that the Company re-pays the amount due at maturity prior to March 7, 2023 the number of warrants available for conversion will be reduced by 50%. The warrants expire in five years.

On September 8, 2022 the Company executed a Convertible Loan Agreement with Traverse Opportunity Fund, LP for a total principal of \$440,000. Traverse Opportunity Fund, LP also received 20,000,000 warrants that convert into common stock on a one-for- one basis. In the event that the Company re-pays the amount due at maturity prior to March 7, 2023 the number of warrants available for conversion will be reduced by 50%. The warrants expire in five years.

On September 8, 2022 the Company executed a Convertible Loan Agreement with Trillium Partners, LP for a total principal of \$550,000. Trillium Partners, LP also received 25,000,000 warrants that convert into common stock on a one-for- one basis. In the event that the Company re-pays the amount due at maturity prior to March 7, 2023 the number of warrants available for conversion will be reduced by 50%. The warrants expire in five years.

On September 8, 2022 the Company and Michael Balkin entered into an agreement to convert \$125,000 previously owed to Mr. Balkin into a Convertible Loan Agreement. The Company will owe \$137,500 on the maturity date. Mr. Balkin also received 6,250,000 warrants that convert into common stock on a one-for- one basis. In the event that the Company re-pays the amount due at maturity prior to March 7, 2023 the number of warrants available for conversion will be reduced by 50%. The warrants expire in five years.

On April 15, 2024 the Company executed a Convertible Loan Agreement with Traverse Opportunity Fund, LP for a total principal of \$230,000. Traverse Opportunity Fund, LP also received 20,000,000 warrants that convert into common stock on a one-for- one basis. The warrants expire in five years.

On October 16, 2024 the Company executed a Convertible Loan Agreement with Traverse Opportunity Fund, LP for a total principal of \$85,000. Traverse Opportunity Fund, LP also received 25,000,000 warrants that convert into common stock on a one-for- one basis. The warrants expire in seven years.

On October 25, 2024 the Company executed a Convertible Loan Agreement with Traverse Opportunity Fund, LP for a total principal of \$35,000. Traverse Opportunity Fund, LP also received 10,000,000 warrants that convert into common stock on a one-for- one basis. The warrants expire in seven years.

On December 20, 2024 the Company executed an Accounts Receivable Financing Agreement with Traverse Opportunity Fund, LP for a total principal of \$87,320. Traverse Opportunity Fund, LP also received 296,000,000 warrants that convert into common stock on a one-for- one basis. The warrants expire in seven years.

On January 16, 2025 the Company executed an Accounts Receivable Financing Agreement with Traverse Opportunity Fund, LP for a total principal of \$61,180. Traverse Opportunity Fund, LP also received 200,000,000 warrants that convert into common stock on a one-for- one basis. The warrants expire in seven years.

Note E – Related Party Transactions

William E. Gonyer was appointed Chief Financial Officer of the Company on March 31, 2025. A company (Frondeur Partners LLC, or the Consultant) that Mr. Gonyer has a management role and control over entered into a service agreement with the Company on November 1, 2024. The agreement states that

the Consultant will provide services for preparation of required disclosures, financial statements and footnotes as required by the Company. Compensation paid to the Consultant is billed monthly and paid by the Company in the form of a convertible note in the amount of \$25,000. Mr. Gonyer expects to receive compensation from the Consultant.

July 13, 2024 the Company issued 9,500,000 shares of restricted common stock to CleverComms (Rohan Chanmugam) in accordance with the terms of his compensation agreement. Mr. Chanmugam serves as a board member and senior officer of OneMind Technologies.

On July 13, 2024 the Company issued 3,000,000 shares of restricted common stock to Ignasi Vilajosana in accordance with the terms of his compensation agreement, as senior executive responsible for OneMind Technologies.

On April 28, 2023 Michael Balkin was issued 5,000,000 shares of restricted common stock for debt restructuring. Mr. Balkin serves as a board member of the Company.

On July 1, 2023 the Company issued 500,000 shares of restricted common stock to James E. Honan, Jr. in accordance with the terms of his compensation agreement. Mr. Honan serves as the Chief Executive Officer of the Company.

The CFO of OneMind Technologies, S.L. was awarded 3,000,000 shares of restricted common stock as compensation.

Mr. Rohan Chanmugam and the CFO of OneMind Technologies, S.L. were each awarded 25,000 shares of a new Series B preferred stock (designated on May 13, 2025) as compensation.

Note F – Commitments and Contingencies

In the normal course of its business, the Company is subject to litigation. Management, based upon discussions with its legal counsel, does not believe any claims, individually or in the aggregate, will have a material adverse impact on the Company's financial position.

The Company entered into a service agreement with Frondeur Partners LLC, or the Consultant on November 1, 2024. The agreement states that the Consultant will provide services for preparation of required disclosures, financial statements and footnotes as required by the Company. Compensation paid to the Consultant a billed monthly and paid by the Company in the form of a convertible note in the amount of \$25,000.

Note G – Subsequent Events

Acquisition

On May 19, 2025, the Company acquired Mingothings, SLU for preferred stock of the new Series B (designated on April 3, 2025).

Changes to Authorized Common Stock and Preferred Stock

On May 13, 2025, the Company submitted an amendment to articles of incorporation to the Secretary of State for Colorado to increase the number of authorized common stock to 25,000,000,000.

An April 3, 2025 amendment to the articles of incorporation designated that 200,000 preferred as a series B.

Securities Issued

The Company issued convertible notes for services totaling \$50,000. The notes convert to common stock at \$0.0005. The notes have one year maturity and bear interest at 10%. The note principal is \$25,000 and the notes were issued on the first day of each month starting in April.

The Company issued a convertible note to an investor that paid expenses of the Company totaling \$13,559 having an Original Issue Discount of \$2,441, principal of \$16,000. The note bears interest of 10% and is convertible into common stock at the lower of \$0.0001 or 65% of the average of the two lowest closing bid prices during 30 days prior to the conversion date. Due to the conversion price terms of the note a derivative shall be bifurcated and the change in market value will be reported on each reporting date. The Company issued 16,000,000 warrants to purchase common stock with an exercise price of \$0.0002 per share and have a seven-year term.

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, James E Honan Jr. certify that:

1. I have reviewed this Disclosure Statement for AFFLUENCE Corporation;
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.

May 23, 2025

/s/James E. Honan Jr. [CEO's Signature]

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

Principal Financial Officer:

I, William E. Gonyer certify that:

1. I have reviewed this Disclosure Statement for AFFLUENCE Corporation;
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.

May 23, 2025

/s/William E. Gonyer [CFO's Signature]

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