

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

## **Peer To Peer Network, Inc.**

30 N. Gould Street  
Suite R  
Sheridan, WY 82801

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(617) 481-1971  
[www.ptopnetwork.com](http://www.ptopnetwork.com)  
[info@freemobicard.com](mailto:info@freemobicard.com)  
SIC CODE: 7373

## **Quarterly Report**

**For the three months ended March 31, 2025 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

22,580,915,661 as of March 31, 2025

22,480,915,661 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 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)

Current name of the issuer is Peer To Peer Network, Inc..

- May 9, 2007 – Originally incorporated in the state of Nevada as Web Wizard, Inc.
- February 17, 2012 – Articles of incorporation were amended to change the name to Psychic Friends Network, Inc.
- August, 27, 2014 – Articles of incorporation were amended to change the name to Peer to Peer Network, Inc.
- January 12, 2016 – Articles of incorporation were amended to change the name to Mobicard, Inc.
- May 25, 2021 – Articles of incorporation were amended to change the name to Peer to Peer Network, Inc.

Current State and Date of Incorporation or Registration: Wyoming

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

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

The corporate history is provided in the previous section.

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

None noted.

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

The Company is in the process of completing 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:

Not applicable.

## 2) Security Information

### Transfer Agent

Name: Empire Stock Transfer  
Phone: (702) 818-5898  
Email: brian@empirestock.com  
Address: 1859 Whitney Mesa Drive, 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:	PTOP	
Exact title and class of securities outstanding:	Class A Common Stock	
CUSIP:	705 484 103	
Par or stated value:	\$0.001	
Total shares authorized:	24,000,000,000	as of date: March 31, 2025
Total shares outstanding:	22,580,915,661	as of date: March 31, 2025
Total number of shareholders of record:	163	as of date: March 31, 2025

**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:	Preferred Class A	
Par or stated value:	\$0.001	
Total shares authorized:	20,000,000	as of date: March 31, 2025
Total shares outstanding (if applicable):	17,800,000	as of date: March 31, 2025
Total number of shareholders of record:	15	as of date: March 31, 2025

**Security Description:**

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

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

Each share of Common Stock shall have the right to vote on a one-for-one basis. Shareholders of Common Stock are entitled to dividends as determined by the Board of Directors. The Common Stock has no pre-emptive rights.

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

Designation: There are 20,000,000 shares of preferred stock authorized, par value \$.01 per share.

Conversion: Each share of 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. The Preferred Class A stock is NOT subject to the aforementioned reverse split.

Voting Rights: Except as otherwise provided by law, each share of the Preferred Class A 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 Preferred Class A stock vote together with the Class A Common Stock shareholders and not as a separate class. So long as any shares of the Preferred Class A stock remains 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 Preferred Class A 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 Preferred Series A Stock whether by amendment of the Company's Certificate of Designation of Preferences or otherwise. At any meeting at which the holders of the Preferred Class A 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.

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

None

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

None

**3) Issuance History**

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

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

**A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.**

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

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

Shares Outstanding <u>Opening Balance</u> : Date <u>9/30/2022</u> Common: <u>16,707,492,261</u> Preferred: <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance ? (Yes/No)	Individual/ Entity Shares were issued to.  ***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.
10/28/2022	New Issuance	8,000,000	Common	\$0.00025	No	Dennis Blodgett	Subscription Agreement Investment	Restricted	
10/28/2022	New Issuance	10,000,000	Common	\$0.00025	No	Peter J Aastad	Subscription Agreement Investment	Restricted	

12/7/2022	New Issuance	10,000,000	Common	\$0.00025	No	Tom Theriault	Subscription Agreement Investment	Restricted	
12/7/2022	New Issuance	20,000,000	Common	\$0.00025	No	W Carl McMillin	Subscription Agreement Investment	Restricted	
1/13/2023	New Issuance	65,756,520	Common	\$0.00023	No	George D Neeman	Debt Conversion	Unrestricted	144
1/23/2023	New Issuance	8,000,000	Common	\$0.00025	No	George D Neeman	Subscription Agreement Investment	Restricted	
1/24/2023	New Issuance	10,000,000	Common	\$0.00025	No	Peter J Aastad	Subscription Agreement Investment	Restricted	
1/27/2023	New Issuance	137,505,000	Common	\$0.0002	No	W Carl McMillin	Debt Settlement	Restricted	
2/15/2023	New Issuance	95,879,452	Common	\$0.0005	No	Nilson Holdings, LLC – Todd Milson	Debt Settlement	Restricted	
2/17/2023	New Issuance	1,000,000,000	Common	\$0.00012	No	Joshua Sodaitis	Debt Settlement	Restricted	
3/20/2023	New Issuance	15,000,000	Common	\$0.0002	No	Morris Kaneshiro	Subscription Agreement Investment	Restricted	
3/20/2023	New Issuance	11,128,179	Common	\$0.0009	No	John M Boring	Code2Action Settlement	Restricted	
4/14/2023	New Issuance	350,000,000	Common	\$0.0001	No	Hawk Yazgan	Subscription Agreement Investment	Restricted	
4/19/2023	New Issuance	2,000,000	Common	\$0.0001	No	Dianna Crowl-Ventura	Subscription Agreement Investment	Restricted	
4/19/2023	New Issuance	15,000,000	Common	\$0.0001	No	Vincent A Sablone	Subscription Agreement Investment	Restricted	
4/20/2023	New Issuance	350,000,000	Common	\$0.0001	No	Joshua Sodaitis	Stock Based Compensation	Restricted	
4/20/2023	New Issuance	200,000,000	Common	\$0.0001	No	Jay Wallace	Stock Based Compensation	Restricted	
4/20/2023	New Issuance	200,000,000	Common	\$0.0001	No	Nicholis Santana	Stock Based Compensation	Restricted	
4/20/2023	New Issuance	200,000,000	Common	\$0.0001	No	James Sodaitis	Stock Based Compensation	Restricted	
5/16/2023	New Issuance	150,000,000	Common	\$0.0001	No	Osman Yagzgan	Subscription Agreement Investment	Restricted	
5/16/2023	New Issuance	30,000,000	Common	\$0.0001	No	Keith Rakofsky	Subscription Agreement Investment	Restricted	
7/19/2023	New Issuance	30,000,000	Common	\$0.0001	No	W Carl McMillan	Subscription Agreement Investment	Restricted	
7/19/2023	New Issuance	40,000,000	Common	\$0.0001	No	Dennis Blodgett	Subscription Agreement Investment	Restricted	
7/19/2023	New Issuance	15,000,000	Common	\$0.0001	No	Vincent A Sablone	Subscription Agreement Investment	Restricted	
7/19/2023	New Issuance	20,000,000	Common	\$0.0001	No	Greg Drury	Subscription Agreement Investment	Restricted	
8/17/2023	New Issuance	15,000,000	Common	\$0.0001	No	Lance Boyer	Stock Based Compensation	Restricted	
9/27/2023	New Issuance	60,000,000	Common	\$0.0001	No	Glenn M Poche	Subscription Agreement Investment	Restricted	
9/27/2023	New Issuance	60,000,000	Common	\$0.0001	No	Rajendra Patel	Subscription Agreement Investment	Restricted	
9/27/2023	New Issuance	15,000,000	Common	\$0.0001	No	Vincent A Sablone	Subscription Agreement Investment	Restricted	
9/27/2023	New Issuance	40,000,000	Common	\$0.0001	No	John Scott Mathews	Subscription Agreement Investment	Restricted	

10/4/2023	New Issuance	1,000,000	Preferred Class A	\$0.01	No	Nilson Holdings, LLC – Todd Milson	Subscription Agreement Investment	Restricted	
10/17/2023	New Issuance	20,000,000	Common	\$0.0001	No	George D Neeman	Subscription Agreement Investment	Restricted	
10/17/2023	New Issuance	15,000,000	Common	\$0.0001	No	Ruthann Pisaretz	Subscription Agreement Investment	Restricted	
10/17/2023	New Issuance	15,000,000	Common	\$0.0001	No	Lance Boyer	Stock Based Compensation	Restricted	
10/17/2023	New Issuance	600,000,000	Common	\$0.0001	No	Joshua Sodaitis	Stock Based Compensation	Restricted	
12/1/2023	New Issuance	200,000	Common	\$0.0001	No	Nicholis Santana	Stock Based Compensation	Restricted	
12/1/2023	New Issuance	200,000	Common	\$0.0001	No	Jay Wallace	Stock Based Compensation	Restricted	
12/1/2023	New Issuance	100,000	Common	\$0.0001	No	Glen D Mardis	Subscription Agreement Investment	Restricted	
12/19/2023	New Issuance	9,400,000	Preferred Class A	\$0.01	No	Hawk Yazgan	Subscription Agreement Investment	Restricted	
12/19/2023	New Issuance	500,000	Preferred Class A	\$0.01	No	Anna E Yurchenko	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	1,200,000	Preferred Class A	\$0.01	No	Dennis Blodgett	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	100,000	Preferred Class A	\$0.01	No	Prince Edu	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	200,000	Preferred Class A	\$0.01	No	Vincent A Sablone	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	200,000	Preferred Class A	\$0.01	No	Greg Drury	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	300,000	Preferred Class A	\$0.01	No	Glenn M Poche	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	200,000	Preferred Class A	\$0.01	No	Landria Mehan	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	500,000	Preferred Class A	\$0.01	No	Laurence E Fletcher	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	2,000,000	Preferred Class A	\$0.01	No	Harry Teague	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	200,000	Preferred Class A	\$0.01	No	Keith Rakofsky	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	500,000	Preferred Class A	\$0.01	No	Peter DePesa	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	500,000	Preferred Class A	\$0.01	No	Rajendra Patel	Subscription Agreement Investment	Restricted	
1/23/2024	New Issuance	1,000,000	Preferred Class A	\$0.01	No	57 Independence Ave LLC – Catherine Larkin	Subscription Agreement Investment	Restricted	
2/28/2024	New Issuance	1,200,000,000	Common	\$0.000025	No	57 Independence Ave LLC – Catherine Larkin	Subscription Agreement Investment	Restricted	
3/28/2024	New Issuance	200,000,000	Common	\$0.000025	No	Nicholis Santana	Stock Based Compensation	Restricted	
3/28/2024	New Issuance	200,000,000	Common	\$0.000025	No	Mark Napolitano	Stock Based Compensation	Restricted	
5/7/2024	New Issuance	600,000,000	Common	\$0.000025	No	57 Independence Ave LLC – Catherine Larkin	Subscription Agreement Investment	Restricted	

5/7/2024	New Issuance	120,000,000	Common	\$0.000025	No	Denny Blodgett	Subscription Agreement Investment	Restricted		
5/7/2024	New Issuance	400,000,000	Common	\$0.00025	No	Vicent A Sablone	Subscription Agreement Investment	Restricted		
5/7/2024	New Issuance	80,000,000	Common	\$0.00025	No	Thomas O'Brian	Subscription Agreement Investment	Restricted		
3/21/2025	New Issuance	50,000,000	Common	\$0.00005	No	Glenn M Poche	Subscription Agreement Investment	Restricted		
3/21/2025	New Issuance	50,000,000	Common	\$0.00005	No	Morris Kaneshiro	Subscription Agreement Investment	Restricted		
Shares Outstanding on Date of This Report:										
Date <u>3/31/2025</u>		<u>Ending Balances</u>								
		Common: <u>22,580,915,661</u>								
		Preferred: <u>17,800,000</u>								

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 2024, 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, 2023 through December 31, 2024 pursuant to the tabular format above.

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

None noted.

## B. Convertible Debt

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

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

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion <sup>5</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
9/3/2015	\$5,000	\$12,122	9/2/2020	Converts at lesser of \$3,000,000 company valuation or 50% of lowest trading price of the last 5 trading days	none	93,245,522	Constantine Moustakis	Investment
10/4/2015	\$5,000	\$12,069	9/4/2020	Converts at lesser of \$3,000,000 company valuation or 50% of lowest trading price of the last 5 trading days	none	92,840,885	Constantine Moustakis	Investment
11/16/2015	\$2,500	\$5,313	11/16/2020	Converts at lesser of \$3,000,000 company valuation or 50% of lowest trading price of the last 5 trading days	none	40,872,497	Zackary Barbara	Investment

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

11/17/2015	\$25,000	\$53,126	11/17/2020	Converts at lesser of \$3,000,000 company valuation or 50% of lowest trading price of the last 5 trading days	None	408,661,749	Robert Devito	Investment
8/24/2017	\$3,050	\$6,072	8/24/2020	40% of share price or a market valuation of \$120,000 whichever is lower	none	38,920,443	Momentum Capital Ventures, LLC – Joshua Sodaitis	Investment
9/6/2017	\$2,100	\$4,169	9/6/2020	40% of share price or a market valuation of \$120,000 whichever is lower	none	26,725,764	Joshua Sodaitis	Investment
12/20/2017	\$12,750	\$21,597	12/19/2020	Converts at company valuation of \$3,000,000 or at current market share price	none	83,064,436	Marc Laskey	Back Pay Settlement
6/28/2018	\$2,500	\$4,190	6/28/2020	70% of the average closing prices over the previous 14 trading days	none	53,723,217	John F. Kennedy	Investment
10/2/2018	\$2,500	\$4,125	10/2/2020	70% of the average closing prices over the previous 14 trading days	none	52,880,225	Brian Summer	Investment
11/20/2018	\$15,000	\$24,547	11/20/2020	70% of the average closing prices over the previous 14 trading days	none	314,699,684	David Wojciechowski	Investment
Total Outstanding Balance:		<u>\$147,330</u>	Total Shares:		none	1,205,634,422		

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

#### 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 and software sales.

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

None.

C. Describe the issuers' principal products or services.

Mobicard is the 1<sup>st</sup> of its kind digital contact/ business card. It facilitates the ability for 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.

The Company does not have any dedicated facilities at this time.

## 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.*

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, 5% Control person)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
Joshua Sodaitis	CEO, President, Director	Cambridge, MA	287,820,919	Common	1.27%
57 Independence Ave LLC – Catherine Larkin	>5% shareholder	Dorchester, MA	1,801,000,000	Common	7.98%
Think Latitude – Any Sanjnani	>5% shareholder	Chicago, IL	1,662,455,448	Common	7.36%
Vincent A Sablone	> 5% shareholder	Plymouth, MA	1,132,217,183	Common	5.01%
W Carl McMillan	> 5% shareholder	Concord, NC	1,136,661,256	Common	5.03%

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);

None noted.

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

None noted.

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

None noted.

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

None noted.

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

None noted.

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

None noted.

- 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 noted.

## 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.

Name:	<u>Scott D. Olson</u>
Firm:	<u>Scott D. Olson Esq. Attorney at Law</u>
Address 1:	<u>274 Droadway</u>
Address 2:	<u>Costa Mesa, CA 92627</u>
Phone:	<u>(516) 713-9590</u>
Email:	<u>sdoesq@gmail.com</u>

#### Accountant or Auditor

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

#### Investor Relations

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

#### *All other means of Investor Communication:*

X (Twitter): @fremobicard  
Discord: \_\_\_\_\_  
LinkedIn @MobiCard  
Facebook: @freemobicard.com  
[Other ] [www.ptopnetwork.com](http://www.ptopnetwork.com) – website and investor message board  
[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: Peter Hellwig  
Firm: H-Squared Performance Financial  
Nature of Services: Consultant and Financial Report Preparation  
Address 1: 803 Clay Street  
Address 2: Fleming Island, FL 32003  
Phone: (904) 509-4227  
Email: peter@h2performancefinancial.com

### **9) Disclosure & Financial Information**

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

Name: H-Squared Performance Financial/Peter Hellwig  
Title: Managing Partner  
Relationship to Issuer: Consultant

#### 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: H-Squared Performance Financial/Peter Hellwig  
Title: Managing Partner  
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements:<sup>6</sup>

Mr. Hellwig has served as the CFO (both internally and on a consultancy basis) to numerous private and public entities (both alternative reporting and fully reporting/QB companies) since 1995. He is a seasoned professional with intricate knowledge of the financial reporting requirements, compliance and financial report preparation in the public and private sectors.

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.

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<sup>6</sup> 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.

## 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, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

June 27, 2025

/s/ Joshua Sodaitis  
CEO

### *Principal Financial Officer:*

I, Joshua Sodaitis certify that:

1. I have reviewed this Disclosure Statement for Peer To Peer Network, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

June 27, 2025

/s/ Joshua Sodaitis  
CFO

**PEER TO PEER NETWORK, INC.**  
**FINANCIAL STATEMENTS**  
**MARCH 31, 2025 and 2024**

	Pages
Balance Sheets as of March 31, 2025 and September 30, 2024	F-2
Statements of Operations for the three and six months ended March 31, 2025 and 2024	F-3
Statements of Stockholders' Equity (Deficit) for the six months ended March 31, 2025 and 2024	F-4
Statements of Cash flows for the six months ended March 31, 2025 and 2024	F-5
Notes to the Unaudited Financial Statements	F-6 to F-11

**PEER TO PEER NETWORK, INC.**  
**BALANCE SHEETS**

	<b>March 31, 2025</b>	<b>September 30, 2024</b>
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash	\$ 723	\$ 3,473
<b>Total Current Assets</b>	<b>723</b>	<b>3,473</b>
Software	224,781	224,781
<b>Total Assets</b>	<b>\$ 225,504</b>	<b>\$ 228,254</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</b>		
<b>Current Liabilities</b>		
Accounts payable	\$ 3,000	\$ 5,000
Accrued compensation	108,500	60,000
Accrued interest – other	66,839	62,536
Accrued interest – related party	5,091	4,706
Note payable – related party	400,000	400,000
Related party advances	59,631	46,131
Short-term loans	5,000	-
<b>Total current liabilities</b>	<b>648,061</b>	<b>578,373</b>
<b>Long-term liabilities</b>		
Notes payable - other	50,000	50,000
Convertible notes payable – related party	5,150	5,150
Convertible note payable - other	70,250	70,250
<b>Total Current Liabilities</b>	<b>125,400</b>	<b>125,400</b>
<b>Total Liabilities</b>	<b>773,461</b>	<b>703,773</b>
<b>Stockholders' Equity (Deficit)</b>		
Preferred Class A, \$0.001 par value, 20,000,000 shares authorized, 17,800,000 issued and outstanding at March 31, 2025 and September 30, 2024.	17,800	17,800
Class A Common Stock, \$0.001 par value, 24,000,000,000 shares authorized, 22,580,915,661 and 22,480,915,661 issued and outstanding at March 31, 2025 and September 30, 2024, respectively.	22,580,916	22,480,916
Subscriptions payable (Class A Common Stock)	16,500	12,500
Additional paid-in capital	2,108,957	2,203,956
Accumulated deficit	(25,272,130)	(25,190,691)
<b>Total Stockholders' Equity (Deficit)</b>	<b>(547,957)</b>	<b>(475,519)</b>
<b>Total Liabilities and Stockholders' Equity (Deficit)</b>	<b>\$ 225,504</b>	<b>\$ 228,254</b>

See accompanying notes to the financial statements

**PEER TO PEER NETWORK, INC.**  
**STATEMENTS OF OPERATIONS**

	For the Three Months Ended March 31,		For the Six Months Ended March 31,	
	2025	2024	2025	2024
<b>Revenue</b>	\$	\$	\$	\$
	-	-	-	-
<b>Total Revenue</b>	-	-	-	-
<b>Cost of Revenue</b>	-	-	-	-
<b>Gross Profit</b>	-	-	-	-
<b>Operating Expenses</b>				
General and administrative	6,464	130,275	12,037	125,172
Advertising and promotion	1,396	-	2,214	-
Legal and professional fees	-	10,226	2,500	39,226
Officer compensation	30,000	-	60,000	-
Stock-based compensation				181,500
<b>Total Operating Expenses</b>	37,860	140,501	76,751	345,898
<b>Loss from Operations</b>	(37,860)	(140,501)	(76,751)	(345,898)
<b>Other Income (Expense)</b>				
Interest expense – other	(2,128)	(4,373)	(4,303)	(8,794)
Interest expense – related party	(190)	-	(385)	-
Loss on derivative liability	-	(31,187)	-	(31,194)
<b>Total Other Income (Expense)</b>	(2,318)	(35,560)	(4,688)	(39,988)
<b>Net Loss Before provision for Income Taxes</b>	\$ (40,178)	\$ (176,061)	\$ (81,439)	\$ (385,886)
<b>Provision for Income Taxes</b>	-	-	-	-
<b>NET LOSS</b>	\$ (40,178)	\$ (176,061)	\$ (81,439)	\$ (385,886)
<b>Net Loss Per Share: Basic and Diluted</b>	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)
<b>Weighted Average Number of Shares Outstanding: Basic and Diluted</b>	22,492,151,616	21,465,926,248	22,486,440,523	21,247,154,856

See accompanying notes to the financial statements



**PEER TO PEER NETWORK, INC.**  
**STATEMENTS OF STOCK STOCKHOLDERS' EQUITY (DEFICIT)**  
**For the Three and Six Months Ended March 31, 2025 and 2024**

	Preferred Class A		Shares to be issued		Class A Common Stock		Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Equity (Deficit)
	Shares	Amount (\$)	Shares	Amount (\$)	Shares	Amount (\$)	(\$)	(\$)	(\$)
<b>Balance September 30, 2024</b>	<u>17,800,000</u>	<u>17,800</u>	<u>62,500,000</u>	<u>12,500</u>	<u>22,480,915,661</u>	<u>22,480,916</u>	<u>2,203,957</u>	<u>(25,190,691)</u>	<u>(475,519)</u>
Net loss	—	—	—	—	—	—	—	(41,261)	(41,261)
<b>Balance December 31, 2024</b>	<u>17,800,000</u>	<u>17,800</u>	<u>62,500,000</u>	<u>12,500</u>	<u>22,480,915,661</u>	<u>22,480,916</u>	<u>2,203,957</u>	<u>(25,231,952)</u>	<u>(516,780)</u>
Shares issued for cash	—	—	—	—	100,000,000	100,000	(95,000)	—	5,000
Subscriptions payable @ \$0.00005	—	—	40,000,000	2,000	—	—	—	—	2,000
Subscriptions payable @ \$0.0002 for crowd-funding	—	—	10,000,000	2,000	—	—	—	—	2,000
Net loss	—	—	—	—	—	—	—	(40,178)	(40,178)
<b>Balance March 31, 2025</b>	<u>17,800,000</u>	<u>17,800</u>	<u>112,500,000</u>	<u>16,500</u>	<u>22,580,915,661</u>	<u>22,580,916</u>	<u>2,108,957</u>	<u>(25,272,130)</u>	<u>(547,958)</u>

	Preferred Class A		Class A Common Stock		Stock Payable	Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Equity (Deficit)
	Shares	Amount (\$)	Shares	Amount (\$)		(\$)	(\$)	(\$)
<b>Balance September 30, 2023</b>	<u>—</u>	<u>—</u>	<u>19,880,761,412</u>	<u>19,880,761</u>	<u>255,268</u>	<u>4,275,009</u>	<u>(24,795,383)</u>	<u>(384,345)</u>
Shares issued for cash	—	—	135,000,000	135,000	(13,500)	(121,500)	—	—
Shares issued for cash	9,900,000	9,900	—	—	92,000	89,100	—	191,000
Shares issued for services	—	—	1,015,000,000	1,015,000	—	(913,500)	—	101,500
Net loss	—	—	—	—	—	—	(209,825)	(209,825)
<b>Balance December 31, 2023</b>	<u>9,900,000</u>	<u>9,900</u>	<u>21,030,761,412</u>	<u>21,030,761</u>	<u>333,768</u>	<u>3,329,109</u>	<u>25,005,208</u>	<u>(301,670)</u>
Shares issued for cash	7,900,000	7,900	1,200,000,000	1,200,000	(60,000)	(1,109,900)	—	38,000
Shares issued for services	—	—	400,000,000	400,000	—	(320,000)	—	80,000
Net loss	—	—	—	—	—	—	(176,061)	(176,061)
<b>Balance March 31, 2024</b>	<u>17,800,000</u>	<u>17,800</u>	<u>22,630,761,412</u>	<u>22,630,761</u>	<u>273,768</u>	<u>1,899,209</u>	<u>(25,181,269)</u>	<u>(359,731)</u>

See accompanying notes to the financial statements

**PEER TO PEER NETWORK, INC.**  
**STATEMENTS OF CASH FLOWS**

	For the Three Months Ended March 31,	
	2025	2024
<b>Cash Flows From Operating Activities:</b>		
Net Loss	\$ (81,439)	\$ (385,886)
Adjustments to reconcile net loss to net cash used in operations		
Loss on derivative liability	–	31,194
Stock-based compensation	–	181,500
Changes in operating assets and liabilities:		
Accounts payable	(2,000)	–
Accrued compensation	48,500	(15,000)
Accrued interest – related party	4,305	–
Accrued interest – other	385	8,794
Due to related party	13,500	(2,167)
<b>Net Cash Used In Operating Activities</b>	<b>(16,750)</b>	<b>(181,565)</b>
<b>Cash Flows From Investing Activities:</b>		
	–	–
<b>Net Used In Investing Activities</b>	<b>–</b>	<b>–</b>
<b>Cash Flows From Financing Activities:</b>		
Proceeds for short-term loans	5,000	–
Proceed from crowd-funding (subscriptions payable)	2,000	–
Proceeds from subscriptions payable	2,000	31,000
Proceeds from the sale of preferred shares	–	198,000
Proceeds from the sale of common shares	5,000	–
<b>Net Cash Provided by Financing Activities</b>	<b>14,000</b>	<b>229,000</b>
<b>Net Increase (Decrease) in Cash</b>	<b>(2,750)</b>	<b>47,435</b>
Cash at Beginning of Year	3,473	194
<b>Cash at End of Period</b>	<b>\$ 723</b>	<b>\$ 47,629</b>
<b><u>Supplemental disclosure of cash flow information:</u></b>		
Cash paid for interest	\$ –	\$ –
Cash paid for taxes	\$ –	\$ –

See accompanying notes to the financial statements

**PEER TO PEER NETWORK, INC.**  
**NOTES TO THE UNAUDITED FINANCIAL STATEMENTS**  
**MARCH 31, 2025 and 2024**

**NOTE 1 – ORGANIZATION AND BUSINESS**

Peer to Peer Network (OTC: PTOF) 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"

**NOTE 2 – GOING CONCERN**

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 generated only nominal revenues to date and at March 31, 2025, has an accumulated deficit of \$25,272,130, and a net operating loss of \$81,439 for the six months ended March 31, 2025, and at March 31, 2025, the Company has a working capital deficit of \$647,338. These factors, among others, raise substantial doubt about the ability of the Company to continue as a going concern for a reasonable period of time. The Company's continuation as a going concern for one year after the audit report is dependent upon, among other things, its ability to generate greater revenues and its ability to obtain capital from third parties. No assurance can be given that the Company will be successful in these efforts.

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 financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

**NOTE 3 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Presentation**

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP"). The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Management further acknowledges that it is solely responsible for adopting sound accounting practices, establishing and maintaining a system of internal accounting control and preventing and detecting fraud. The Company's system of internal accounting control is designed to assure, among other items, that (1) recorded transactions are valid; (2) valid transactions are recorded; and (3) transactions are recorded in the proper period in a timely manner to produce financial statements which present fairly the financial condition, results of operations and cash flows of the Company for the respective periods being presented.

**Use of Estimates**

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

**Cash and Cash Equivalents**

The Company accounts for cash and cash equivalents under Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 305, "*Cash and Cash Equivalents*," and considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

### Advertising and Promotion Costs

Advertising and promotion costs are expensed as incurred. During the three months ended March 31, 2025 and 2024, this cost was \$1,396 and \$0, respectively.

### Revenue Recognition

The Company records transactions in accordance with ASU 2014-09, “*Revenue from Contracts with Customers*” and all subsequent amendments to the ASU (collectively, “ASC 606”). In accordance with ASC 606, revenues are recognized when control of the promised goods or services is transferred to our customers, in an amount that reflects the consideration we expect to be entitled to in exchange for those goods or services.

Our operations currently are not generating any revenues

### Costs of Revenues

Our policy is to recognize costs of revenue in the same manner in conjunction with revenue recognition. Cost of revenues include the costs directly attributable to revenue. Since we do not currently have any revenue, we do not incur any corresponding cost of goods sold.

### Income Taxes and Valuation Allowance

The Company accounts for income taxes under ASC 740, “*Income Taxes*”. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. All of the Company’s deferred tax assets were offset by a full valuation allowance at September 30, 2024.

### Financial Instruments

ASC 820, “*Fair Value Measurements and Disclosures*,” defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity’s own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of March 31, 2025. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments.

The Company does not have any assets or liabilities measured at fair value on a recurring basis.

## Related Parties

The Company follows ASC 850-10, “*Related Party Disclosures*,” for the identification of related parties and disclosure of related party transactions. The Company has received cash from its CEO on a periodic basis to support operations and provide working capital to the Company.

Pursuant to ASC 850-10-20, related parties include: a) affiliates of the Company; b) principal owners of the Company; c) management of the Company; d) 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; and e) other parties that can significantly influence the management or operating policies of the transacting parties or that have 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.

Material related party transactions are required to be disclosed in the financial statements, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of the financial statements is not required in those statements. The disclosures shall include: a) the nature of the relationship(s) involved; b) a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which statements of operation are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; c) the dollar amounts of transactions for each of the periods for which statements of operations are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and d) amounts due from or to related parties as of the date of each balance sheet presented and, if not otherwise apparent, the terms and manner of settlement.

## Earnings (loss) per share

Basic income (loss) per share is computed by dividing net income (loss) attributable to common stockholders by the weighted average common shares outstanding for the period. Diluted income (loss) per share is computed giving effect to all potentially dilutive common shares. Potentially dilutive common shares may consist of incremental shares issuable upon the exercise of stock options and warrants and upon the conversion of notes. In periods in which a net loss has been incurred, all potentially dilutive common shares are considered anti-dilutive and thus are excluded from the calculation.

## 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.

## Long-lived Assets

Long-lived assets such as fixed assets and identifiable intangibles are reviewed for impairment whenever facts and circumstances indicate that the carrying value may not be recoverable. When required impairment losses on assets to be held and used are recognized based on the fair value of the asset. The fair value is determined based on estimates of future cash flows, market value of similar assets, if available, or independent appraisals, if required. If the carrying amount of the long-lived asset is not recoverable from its undiscounted cash flows, an impairment loss is recognized for the difference between the carrying amount and fair value of the asset. When fair values are not available, the Company estimates fair value using the expected future cash flows discounted at a rate commensurate with the risk associated with the recovery of the assets. We did not recognize any impairment losses for any periods presented.

## Segment Reporting

Operating segments are components of an enterprise about which separate financial information is available and is evaluated regularly by management, namely the Chief Operating Decision Maker (“CODM”) of an organization, in order to determine operating and resource allocation decisions. By this definition, the Company has identified its Chief Executive Officer as the CODM. The CODM has identified that the Company operates as a single segment entity.

## Stock-Based Compensation

FASB ASC 718 “*Compensation – Stock Compensation*,” prescribes accounting and reporting standards for all stock-based payments award to employees, including employee stock options, restricted stock, employee stock purchase plans and stock appreciation rights, may be classified as either equity or liabilities. The Company determines if a present obligation to settle the share-based payment transaction in cash or other assets exists. A present obligation to settle in cash or other assets exists if: (a) the option to settle by issuing equity instruments lacks commercial substance or (b) the present obligation is implied because of an entity’s past practices or stated policies. If a present obligation exists, the transaction should be recognized as a liability; otherwise, the transaction should be recognized as equity.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of FASB ASC 505-50 “*Equity – Based Payments to Non-Employees*.” Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date. For the three months ended March 31, 2025 and 2024, the Company had share-based compensation of \$0 and \$0, respectively. At March 31, 2025 and 2024, the Company recorded stock-based compensation of \$0 and \$181,500, respectively.

## Recently Issued Accounting Pronouncements

We have reviewed the FASB issued ASU accounting pronouncements and interpretations thereof that have effectiveness dates during the periods reported and in future periods. The Company has carefully considered the new pronouncements that alter previous generally accepted accounting principles and does not believe that any new or modified principles will have a material impact on the corporation’s reported financial position or operations in the near term. The applicability of any standard is subject to the formal review of our financial management and certain standards are under consideration. We recently adopted and retroactively applied ASU 2023-07, “*Segment Reporting*.”

## NOTE 4 – INTANGIBLE ASSETS, NET

Intangible assets, net, consists of the following:

	March 31, 2024	September 30, 2024
Internally developed software	\$ 224,781	\$ 224,781
Less: Accumulated amortization	-	-
<b>Total Intangible Assets, Net</b>	<b>\$ 224,781</b>	<b>\$ 224,781</b>

## NOTE 5 – RELATED PARTY TRANSACTIONS

The CEO of the Company, has since his installment to management of the Company, has from time to time advanced funds to the Company for operations and covering certain overhead expenditures. At March 31, 2025, and September 30, 2024, the amounts due to the officer are \$59,631 and \$46,131, respectively.

In addition, since March 31, 2024, the Company has an agreement in place with the CEO of the Company to accrued \$10,000 per month in compensation. From time to time, when financially feasible, the Company makes payments towards the CEO’s accrued compensation. During the six months ended March 31, 2025, the Company paid \$11,500 towards the accrued compensation due. At March 31, 2025 and September 30, 2024, the accrued compensation due is \$108,500 and \$60,000, respectively.

## NOTE 6 – NOTES PAYABLE

On July 19, 2016, the Company issued a promissory note with a principal amount of \$50,000. The promissory note has a maturity date of July 19, 2017, and bears interest at 0% per annum. The full balance of the promissory note is due on the maturity date. The note has no convertibility feature. The notes is currently in default. At March 31, 2025, the total outstanding principal balance was \$50,000. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$0. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$0.

## **NOTE 6 – SHORT-TERM LOANS**

On February 14, 2025, the Company entered into a short-term loan agreement with a third party to receive \$2,500 in working capital for the Company. The short-term loan is due within six months, and bears no interest, and has no convertibility feature. At March 31, 2025, the total outstanding principal balance is \$2,500 with no interest due.

On March 10, 2025, the Company entered into a short-term loan agreement with a third party to receive \$2,500 in working capital for the Company. The short-term loan is due within six months, and bears no interest, and has no convertibility feature. At March 31, 2025, the total outstanding principal balance is \$2,500 with no interest due.

## **NOTE 7 – CONVERTIBLE NOTES PAYABLE – RELATED PARTY**

On August 24, 2017, the Company entered into a \$3,050 convertible note. Interest under the convertible note is 10% per annum and 15% per annum in case of default, and the principal and all accrued but unpaid interest are due on August 24, 2020. The note 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 offering. At March 31, 2025, the total outstanding principal balance is \$3,050. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$113 and \$459, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$3,022 and \$2,793, respectively.

On September 6, 2017, the Company entered into a \$2,100 convertible note. Interest under the convertible note is 10% per annum and 15% per annum in case of default, and the principal and all accrued but unpaid interest are due on September 6, 2020. The note 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 offering. At March 31, 2025, the total outstanding principal balance is \$2,100. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$78 and \$316, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$2,069 and \$1,912, respectively.

## **NOTE 8 – CONVERTIBLE NOTES PAYABLE – OTHER**

On September 3, 2015, the Company entered into a \$5,000 convertible note. Interest under the convertible note is 12% per annum and 18% per annum in case of default, and the principal and all accrued but unpaid interest are due on September 2, 2020. The note 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. At March 31, 2025, the total outstanding principal balance is \$5,000. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$222 and \$902, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$7,122 and \$6,673, respectively.

On October 4, 2015, the Company entered into a \$5,000 convertible note. Interest under the convertible note is 12% per annum and 18% per annum in case of default, and the principal and all accrued but unpaid interest are due on September 4, 2020. The note 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. At March 31, 2025, the total outstanding principal balance is \$5,000. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$222 and \$902, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$7,069 and \$6,621, respectively.

On November 16, 2015, the Company entered into a \$2,500 convertible note. Interest under the convertible note is 12% per annum, and the principal and all accrued but unpaid interest are due on November 16, 2020. The note 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. At March 31, 2025, the total outstanding principal balance is \$2,500. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$74 and \$301, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$2,813 and \$2,664, respectively.

On November 17, 2015, the Company entered into a \$25,000 convertible note. Interest under the convertible note is 12% per annum, and the principal and all accrued but unpaid interest are due on November 17, 2020. The note 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. At March 31, 2025, the total outstanding principal balance is \$25,000. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$740 and \$3,008, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$28,126 and \$26,630, respectively.

On December 20, 2017, the Company entered into a \$12,750 convertible note. Interest under the convertible note is 6% per annum and 12% per annum in the case of default, and the principal and all accrued but unpaid interest are due on December 19, 2020. The note is currently in default. The note is convertible at a \$3,000,000 Company valuation calculated by the total number of shares issued and outstanding multiplied by the current market share price. At March 31, 2025, the total outstanding principal balance is \$12,750. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$377 and \$1,534, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$8,847 and \$8,084, respectively.

On June 28, 2018, the Company entered into a \$2,500 convertible note. Interest under the convertible note is 10% per annum, and the principal and all accrued but unpaid interest are due on June 28, 2020. The note is currently in default. The note is convertible at 70% of the lowest closing price during the fourteen (14) preceding trading days. At March 31, 2025, the total outstanding principal balance is \$2,500. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$62 and \$251, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$1,690 and \$1,566, respectively.

On October 2, 2018, the Company entered into a \$2,500 convertible note. Interest under the convertible note is 10% per annum, and the principal and all accrued but unpaid interest are due on October 2, 2020. The note is currently in default. The note is convertible at 70% of the lowest closing price during the fourteen (14) preceding trading days. At March 31, 2025, the total outstanding principal balance is \$2,500. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$62 and \$251, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$1,625 and \$1,500, respectively.

On November 20, 2018, the Company entered into a \$15,000 convertible note. Interest under the convertible note is 10% per annum, and the principal and all accrued but unpaid interest are due on November 20, 2020. The note is currently in default. The note is convertible at 70% of the lowest closing price during the fourteen (14) preceding trading days. At March 31, 2025, the total outstanding principal balance is \$15,000. Interest expense for the three months ended March 31, 2025 and the year ended September 30, 2024 is \$370 and \$1,504, respectively. Total accrued interest at the three months ended March 31, 2025 and the year ended September 30, 2024, is \$9,547 and \$8,799, respectively.

#### **NOTE 9 – STOCKHOLDERS' EQUITY**

The Company is authorized to issue 24,000,000,000 shares of its \$0.001 par value Class A Common Stock. As of March 31, 2025 and September 30, 2024, the Company had 22,580,915,661 and 22,480,915,661 shares issued and outstanding, respectively.

On November 6, 2023, the Board of Directors (the Board), authorized the Company to amend its Articles of Incorporation Corporation to designate 20,000,000 shares of Preferred Class A Stock. Each of the shares of the Preferred Class A 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 six months ended March 31, 2025 and the year ended September 30, 2024, the Company issued 100,000,000 and 2,535,000,000 share of Class A Common Stock, respectively.

During the six months ended March 31, 2025 and the year ended September 30, 2024, the Company issued no additional shares of its Preferred Class A Stock.

#### **NOTE 10 – SUBSEQUENT EVENTS**

Management has evaluated subsequent events through the date these financial statements were available to be issued. Based on our evaluation, no material events have occurred that require further disclosure.