

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



## **No Borders, Inc.**

A Nevada Corporation

7931 E. Pecos Rd. Suite 156

Mesa, AZ, 85212

(760) 582-5115

www.NBDR.co

Contact@NBDR.com

SIC Code: 8742

## **Quarterly Report**

**For the Period Ending: March 31, 2022**  
(the "Reporting Period")

As of March 31, 2022, the number of shares outstanding of our Common Stock was: 583,681,283

As of December 31, 2021, the number of shares outstanding of our Common Stock was: 583,681,283

As of December 31, 2021, the number of shares outstanding of our Common Stock was: 583,681,283

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐

No: ☒ (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐

No: ☒

Indicate by check mark whether a Change in <sup>5</sup>Control of the company has occurred over this reporting period:

<sup>5</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.

Yes: ☐ No: ☒

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

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

The Company was incorporated in May 1999, as Finders Keepers, Inc.

In September 2001, the Company changed its name to Bauer Partnership, Inc.

In January 2003, the Company changed its name to Harbour Front Holdings, Inc.

In October 2003, the Company changed its name to American Eagle Manufacturing, Co.

In October 2004, The Company changed its name to No Borders, Inc.

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

No Borders Inc. was incorporated under the laws of the state of Nevada, on May 28, 1999 and is currently active and in good standing with the State of Nevada.

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

On April 6, 2020, the Company received an Order of Suspension of Trading dated April 3, 2020 (the "Order") from the United States Securities and Exchange Commission ("SEC"). The temporary suspension period is from 9:30 a.m. EDT on April 3, 2020, through 11:59 p.m. EDT on April 20, 2020. The Order refers to questions raised regarding the adequacy and accuracy of publicly available information concerning "NBDR, including, since at least March 11, 2020, among other things, statements about NBDR's products and business activities related to the COVID-19 pandemic, including NBDR's COVID-19 specimen collection kits, an agreement to bring COVID-19 test kits to the United States, and NBDR's activities related to the distribution of personal protective equipment. Those concerns relate to statements NBDR made in: (1) social media posts since at least March 11, 2020; (2) press releases since at least March 16, 2020; (3) NBDR's website since at least March 24, 2020; and (4) submissions to OTC Markets Group, Inc. since at least March 25, 2020."

In an effort to protect the interests of shareholders, the SEC has issued similar orders and suspensions recently to over two dozen registrants, with concerns over the validity of claims made in connection with the availability of COVID-19 tests and supplies.

The Company, along with its counsel, is cooperating fully with the SEC to substantiate the Company's recent public announcements and business endeavors and is addressing any questions and/or concerns raised regarding the accuracy of the assertions made in the Company's press releases.

Pursuant to Rule 15c2-11 under the Exchange Act, at the termination of the trading suspension, no quotation may be entered unless and until the Company has strictly complied with all provisions of the rule, including the filing of a new Form 15c2-11 with FINRA.

The Company must have a FINRA Member Market Maker file a 15c2-11 with FINRA in order for the Company's shares to resume trading on the OTC Markets. These actions do not impact or otherwise affect the Company's results of operations.

As of the date of filing, the trading suspension period expired, and the Company is in the process of compiling the information required for its 15c2-11 submission by a FINRA Member Market Maker. The Company anticipates the filing of a new Form 15c2-11 as soon as practicable.

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:

7931 E. Pecos Rd., Suite 156, Mesa, Arizona 85212

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

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

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

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

## 2) Security Information

Trading symbol:	<u>NBDR</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>65486W105</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>750,000,000</u>	as of date: <u>3.31.22</u>
Total shares outstanding:	<u>583,681,283</u>	as of date: <u>3.31.22</u>
Number of shares in the Public Float <sup>2</sup> :	<u>66,735,215</u>	as of date: <u>3.31.22</u>
Total number of shareholders of record:	<u>645</u>	as of date: <u>3.31.22</u>

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

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>N/A</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:		
Total shares authorized:		as of date:
Total shares outstanding:		as of date:

(v) 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.

<sup>2</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

### Transfer Agent

Name: Pacific Stock Transfer, Co.  
Phone: 800-785-7782  
Email: info@pacificstocktransfer.com

Address: 6725 Via Austi Parkway Suite 300, Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup>

Yes: ☒

No: ☐

### 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct 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

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Number of Shares outstanding as of <u>1.1.2019</u>	Opening Balance: Common: <u>285,776,200</u> Preferred: <u>9,250,000</u>		*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance ? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
<u>2.20.19</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common Stock</u>	<u>\$0.014</u>	<u>No.</u>	<u>Bo Hedfors</u>	<u>Advisory Board Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>2.20.19</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common Stock</u>	<u>\$0.014</u>	<u>No.</u>	<u>John White</u>	<u>Advisory Board Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>2.20.19</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common Stock</u>	<u>\$0.014</u>	<u>No.</u>	<u>Francine Hardaway</u>	<u>Advisory Board Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>2.20.19</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common Stock</u>	<u>\$0.014</u>	<u>No.</u>	<u>Michael Noel</u>	<u>Advisory Board Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>2.20.19</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common Stock</u>	<u>\$0.014</u>	<u>No.</u>	<u>Robert McNulty</u>	<u>Advisory Board Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>2.20.19</u>	<u>New Issuance</u>	<u>1,200,000</u>	<u>Common Stock</u>	<u>\$0.014</u>	<u>No</u>	<u>Thirty2 Holdings, LLC – Mariessa Mahfouz</u>	<u>Affiliate Program</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>2.20.19</u>	<u>New Issuance</u>	<u>550,000</u>	<u>Common Stock</u>	<u>\$0.014</u>	<u>No</u>	<u>Andrew Coldicutt</u>	<u>Gift for Legal Services previously Provided</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>2.22.19</u>	<u>New Issuance</u>	<u>1,800,000</u>	<u>Common Stock</u>	<u>\$0.0139</u>	<u>No</u>	<u>Clifford Forrest</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>2.22.19</u>	<u>New Issuance</u>	<u>1,450,000</u>	<u>Common Stock</u>	<u>\$0.0139</u>	<u>No</u>	<u>Nicholas Harrington</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>2.22.19</u>	<u>New Issuance</u>	<u>1,400,000</u>	<u>Common Stock</u>	<u>\$0.0139</u>	<u>No</u>	<u>Morissa Schwartz</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>2.22.19</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common Stock</u>	<u>\$0.0139</u>	<u>No.</u>	<u>Francine Hardaway</u>	<u>Gift for services previously provided</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4.17.19</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common Stock</u>	<u>\$0.011</u>	<u>No</u>	<u>Conner Doran</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.24.19</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.036</u>	<u>No</u>	<u>Joseph Snyder</u>	<u>Officer / Director Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.24.19</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.036</u>	<u>No</u>	<u>Cynthia Tanabe</u>	<u>Officer / Director Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.24.19</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.036</u>	<u>No</u>	<u>Christopher Brown</u>	<u>Officer / Director Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.24.19</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common Stock</u>	<u>\$0.036</u>	<u>No</u>	<u>Andrew Coldicutt</u>	<u>Gift for legal Services provided</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.30.19</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common Stock</u>	<u>\$0.036</u>	<u>No</u>	<u>Clinton Bailey</u>	<u>Stock Purchase Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.30.19</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common Stock</u>	<u>\$0.036</u>	<u>No</u>	<u>Christopher Garcia</u>	<u>CFO Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.30.19</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common Stock</u>	<u>\$0.036</u>	<u>No</u>	<u>Chantel Tucker</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.30.19</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common Stock</u>	<u>\$0.036</u>	<u>No</u>	<u>Julianna Rey</u>	<u>Stock Purchase Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11.13.19</u>	<u>New Issuance</u>	<u>600,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Kenneth Motolenich Salas</u>	<u>Attorney Agreement &amp; Patent Work</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.05.19</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Tri-Bridge Ventures, LLC - John Forsythe III</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>2.28.20</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Trillium Partners, LP – Narine Persaud</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>3.17.20</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Tri-Bridge Ventures, LLC - John Forsythe III</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>3.18.20</u>	<u>New Issuance</u>	<u>3,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>BHP Capital NY, Inc. – Bryan Pantofel</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>3.20.20</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>BHP Capital NY, Inc. -- Bryan Pantofel</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>3.24.20</u>	<u>New Issuance</u>	<u>3,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Trillium Partners, LP – Narine Persaud</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>3.24.20</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>BHP Capital NY, Inc. - Bryan Pantofel</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>3.25.20</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>FirstFire Global Opportunities Fund, -- Eli Fireman</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>3.30.20</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>FirstFire Global Opportunities Fund, -- Eli</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>

						<u>Fireman</u>			
<u>3.31.20</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Cynthia Tanabe</u>	<u>Officer / Director Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.31.20</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Joseph Snyder</u>	<u>Officer / Director Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.31.20</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Christopher Brown</u>	<u>Officer / Director Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.31.20</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Andrew Coldicutt</u>	<u>Gift for legal Services provided</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.31.20</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Timothy Riemann</u>	<u>Gift</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.31.20</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Mediabundance, LLC – David Moreno</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.31.20</u>	<u>New Issuance</u>	<u>600,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Ronina Manny</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.31.20</u>	<u>New Issuance</u>	<u>3,150,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Stefan Lloyd</u>	<u>CFO – Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.31.20</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>01of01, LLC – Michael Giuliano</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.31.20</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Anna Snyder</u>	<u>Gift</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4.1.20</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common Stock</u>	<u>\$0.032</u>	<u>Yes</u>	<u>Bo Hedfors</u>	<u>Advisory Board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4.1.20</u>	<u>New Issuance</u>	<u>6,000,000</u>	<u>Common Stock</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Christina Elek Rivetti</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>4.1.20</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common Stock</u>	<u>\$0.032</u>	<u>Yes</u>	<u>Francine Hardaway</u>	<u>Advisory Board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4.1.20</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common Stock</u>	<u>\$0.032</u>	<u>Yes</u>	<u>Kevin Nash</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4.1.20</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common Stock</u>	<u>\$0.032</u>	<u>Yes</u>	<u>Benjamin England</u>	<u>Gift</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6.26.20</u>	<u>Cancellation</u>	<u>250,000</u>	<u>Common Stock</u>			<u>Christopher Garcia</u>	<u>Returned to Treasury</u>		
<u>7.1.20</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common Stock</u>	<u>\$0.032</u>	<u>No</u>	<u>Lana Snyder</u>	<u>Gift</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.1.20</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common Stock</u>	<u>\$0.032</u>	<u>No</u>	<u>Malia Snyder</u>	<u>Gift</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.1.20</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common Stock</u>	<u>\$0.032</u>	<u>No</u>	<u>01OF01 LLC – Michael Giuliano</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>9.2.20</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>Bo Hedfors</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>9.2.20</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>Ulf Sundberg</u>	<u>Regulation A Offering</u>	<u>Unrestricted</u>	<u>Regulation A Offering Exemption</u>
<u>10.22.20</u>	<u>New Issuance</u>	<u>833,333</u>	<u>Common Stock</u>	<u>\$0.012</u>	<u>No</u>	<u>Justin Mullins</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>12.30.20</u>	<u>New Issuance</u>	<u>246,750</u>	<u>Common Stock</u>	<u>\$0.005</u>	<u>No</u>	<u>Susan Andrew</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.30.21</u>	<u>New Issuance</u>	<u>2,775,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Benjamin Winski &amp; Ronnie Shalev</u>	<u>Conversion of Note</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.30.21</u>	<u>New Issuance</u>	<u>2,775,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Leanne Horler</u>	<u>Conversion of Note</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3.30.21</u>	<u>New Issuance</u>	<u>2,775,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Jennifer Andrew</u>	<u>Conversion of Note</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.2.21</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>Benjamin England</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.2.21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>Holly Richert</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.2.21</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>SFM Ventures, LLC – Tony Campos</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.2.21</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>Andrew Coldicutt</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.2.21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>Insight Funding Source, LLC – John Skandamis</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.2.21</u>	<u>New Issuance</u>	<u>3,500,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>Zachary Fickey</u>	<u>Conversion of Debt</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.2.21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>Brandan Tanabe</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.2.21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common Stock</u>	<u>\$0.01</u>	<u>No</u>	<u>Mariah Hile</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.8.21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common Stock</u>	<u>\$0.001</u>	<u>No</u>	<u>Angela Everhart</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.8.21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common Stock</u>	<u>\$0.001</u>	<u>No</u>	<u>Barry Alexander</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7.8.21</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common Stock</u>	<u>\$0.001</u>	<u>No</u>	<u>DreamFox Productions, LLC – Barry Alexander</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>8.5.21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.006</u>	<u>No</u>	<u>Joseph Snyder</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>8.5.21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.006</u>	<u>No</u>	<u>Cynthia Tanabe</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>8.5.21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.006</u>	<u>No.</u>	<u>Christopher Brown</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>8.5.21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.006</u>	<u>No</u>	<u>Stefan Lloyd</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>8.5.21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common Stock</u>	<u>\$0.006</u>	<u>No.</u>	<u>Mary Jane Pruett</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.27.21</u>	<u>New Issuance</u>	<u>30,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No.</u>	<u>Joseph Snyder</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.27.21</u>	<u>New Issuance</u>	<u>30,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No.</u>	<u>Cynthia Tanabe</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>12.27.21</u>	<u>New Issuance</u>	<u>30,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No.</u>	<u>Christopher Brown</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.27.21</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No.</u>	<u>Stefan Lloyd</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.27.21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No.</u>	<u>Benjamin England</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.30.21</u>	<u>New Issuance</u>	<u>4,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No</u>	<u>David Schwartz</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.30.21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No</u>	<u>Andrew Coldicutt</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.30.21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No</u>	<u>Alex Skelink</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.30.21</u>	<u>New Issuance</u>	<u>30,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No</u>	<u>RRSO Group, LLC – Robert Rosenberg</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12.30.21</u>	<u>New Issuance</u>	<u>4,000,000</u>	<u>Common Stock</u>	<u>\$0.0001</u>	<u>No</u>	<u>Trent Lapinsky</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
Shares Outstanding on <u>3.31.22</u> :	Ending Balance: Common: <u>583,681,283</u> Preferred: <u>9,250,000</u>								

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

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

## B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
<u>10.31.18</u>	<u>150,000</u>	<u>150,000</u>	<u>4,068</u>	<u>10.31.23</u>	<u>Conversion Price \$0.02</u>	<u>Johanna Giumarra</u>	<u>Loan</u>
<u>2.1.19</u>	<u>100,000</u>	<u>100,000</u>	<u>2,712</u>	<u>2.01.24</u>	<u>Conversion Price \$0.018</u>	<u>Johanna Giumarra</u>	<u>Loan</u>
<u>6.27.19</u>	<u>125,000</u>	<u>125,000</u>	<u>6,828</u>	<u>6.27.24</u>	<u>Conversion Price \$0.017</u>	<u>Charles &amp; Kayalla Riibe</u>	<u>Loan</u>
<u>10.1.19</u>	<u>20,000</u>	<u>20,000</u>	<u>5,503</u>	<u>10.1.24</u>	<u>Conversion Price \$0.01</u>	<u>BVMH Enterprises, LLC – Valerie Miller</u>	<u>Loan</u>
<u>7.30.21</u>	<u>2,898,295</u>	<u>2,898,259</u>	<u>333,118</u>	<u>7.30.22</u>	<u>Conversion Price \$0.01</u>	<u>Insight Funding Source, LLC – John Skandamis</u>	<u>Loan for Purchase of Inventory</u>
<u>10.25.21</u>	<u>2,853,678</u>	<u>2,853,678</u>	<u>356,282</u>	<u>10.25.22</u>	<u>Conversion Price \$0.03</u>	<u>DreamFox Productions, LLC – Barry Alexander</u>	<u>Loan for Purchase of Inventory</u>

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



#### 4) Financial Statements

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

- ☒ U.S. GAAP  
☐ IFRS

The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: **Andy Chow, CPA – I&I CPA's, PA**  
Title: **Financial Consultant**  
Relationship to Issuer: **Outsourced Accounting Consultant Firm**

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Statement of Changes in Shareholders' Equity
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

#### **Attached Hereto.**

<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

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

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

No Borders, Inc. is a multifaceted brand development, contract manufacturing, import, distribution and marketing business focusing on impacting verticals with cutting edge software and physical products through product development, deployment, branding, program management, social media strategy and global logistics expertise. The Company, through its various subsidiaries and partnerships, aims to grow revenues and value by developing,

acquiring, and delivering technology enabled solutions and physical products to clients in the USA and around the globe. No Borders, Inc. is a Registered FDA Medical Device Importer.

The company focuses on deploying its expertise in manufacturing, medical import, global supply, distribution, logistics and finance as well as marketing, e-commerce, technology development and software products in verticals whose existing market participants are behind the curve of technological adoption, creating outsized disruption and profitability opportunities.

Because of its lean functioning, primarily remote work operating model, No Borders, Inc. and its subsidiaries can provide its teams with the freedom and tools to mindfully and creatively solve problems, ideate, create, test and deploy in-vertical solutions quickly within an agile operation. It can then deliver impactful products and solutions to market quickly and efficiently. No Borders, Inc., strives to transform targeted industries from the inside out by partnering with or acquiring existing technical and non-technical business operations in multiple verticals.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers, or control persons. Subsidiary information may be included by reference.

The Company operates five subsidiaries, No Borders Naturals, Inc., a wholly owned subsidiary, No Borders Dental Resources, Inc., a wholly owned subsidiary, No Borders Education, Inc., an eighty (80%) subsidiary, No Borders Labs, Inc., and No Borders Funding, Inc. both of which are wholly owned subsidiaries.

No Borders Dental Resources, Inc., d/b/a as MediDent Supplies, Inc. is a wholly owned subsidiary of the Company focused on scaling a world class medical and dental equipment, PPE and supplies brand in the USA. Currently the Company has gained market share in the personal protective equipment, virus detection and protection segments of the medical industry. Joseph Snyder is the President, CEO, Cynthia Tanabe is the Treasurer, Secretary, and Christopher Brown is a Director.

No Borders Naturals, Inc. is a wholly owned subsidiary focused on the Natural Health & Wellness market. No Borders Naturals is a premium brand catering to active lifestyles, elder care, and pet wellness. Joseph Snyder is the President, CEO, Director, Cynthia Tanabe is the Treasurer, Secretary, Director, and Christopher Brown is a Director.

No Borders Education, Inc. is dedicated to creating educational materials for digital remote learning. No Borders Education, Inc. is an 80% owned subsidiary of the Company. Juliana Rey is the President, Joseph Snyder is the CEO, Director, Cynthia Tanabe is the Treasurer, Secretary and Christopher Brown is a Director.

No Borders Labs, Inc. is a wholly owned subsidiary dedicated to impacting and disrupting businesses with cutting edge technologies while providing No Borders, Inc.'s, portfolio companies with world class web tools, data analytics, technological innovation and tech support while strategically investigating market opportunities in the tech, hardware and crypto mining sectors. No Borders Labs, Inc. is a wholly owned subsidiary of the Company. Joseph Snyder is the President, CEO, Director, Cynthia Tanabe is the Treasurer, Secretary, Director, and Christopher Brown is a Director.

No Borders Funding, Inc. is a wholly owned subsidiary which aims to provide the No Borders, Inc. family of companies with the capital that they need for scalable growth and strategic investments while acting as a real asset holding entity for real estate, investments and non-liquid assets that the Company may acquire while working on utilizing smart contracts financing opportunities based on distributive ledger technology internally and externally as opportunities arise. Joseph Snyder is the President, CEO, Director, Cynthia Tanabe is the Treasurer, Secretary, Director, and Christopher Brown is a Director.

- C. Describe the issuers' principal products or services, and their markets.

#### **No Borders Naturals**

No Borders Naturals, Inc., is a purveyor of health and wellness cannabinoid (Hemp CBD) infused products for active consumers and their pets. With a discerning eye on quality, bioavailability and natural wellness, No Borders Naturals aims to be an industry leader in alternative wellness product offerings.

#### **No Borders Dental Resources**

No Borders Dental Resources, Inc., dba MediDent Supplies, manufactures, imports and sells PPE and medical/dental products in some of the most attractive segments of the medical/dental products industry, including x-rays, cleaning products, sanitizers, operating packages, personal protection equipment, face masks and many more items. We sell and market one of the most comprehensive portfolios of medical supplies providing high quality products to medical/dental professionals, first responders, government agencies, enterprise clients and consumers around the globe. Our medical & PPE consumables, and equipment choices that we offer to consumers and professionals cover a wide array of needs. As a medical products company, we also sell viral testing supplies and other highly regulated items such as needles, syringes and NIOSH N95s to qualified purchasers. MediDent Supplies has worked successfully throughout the pandemic in order to provide PPE to the agencies and responders in the Federal, State and Local Government ecosystems.

### **No Borders Labs**

No Borders Labs, Inc. is responsible for deploying all of the technologies, systems, data acquisition, analytics, digital engagement, and digital properties of the No Borders family of companies. Committed to pushing the edge of real-world technological deployment No Borders Labs is an integral part of the Company's mission to disrupt vertical's whose market participants are behind the curve of technological adoption or deployment. As a consultative and flexible software and data division No Borders Labs continues to review opportunities, projects & deals around software development, computer hardware such as GPUs and crypto mining computers as well as software development and consulting.

### **No Borders Education**

No Borders Education, Inc., is working to develop digital and event based educational courses with a focus on Professional Continuing Education, Adolescent Software Education & Vertical Specific Curriculum Development. With changes to education due to Covid-19 the Company believes that digital education models will grow exponentially in the next five years, currently the Education subsidiary is not actively developing new programs but plans to revisit deployment throughout 2022 and 2023 fiscal years.

### **No Borders Funding**

No Borders Funding, Inc., aims to provide the No Borders, Inc. family of companies with the capital that they need while acting as a real asset holding entity for real estate, investments and non-liquid assets that the Company may acquire while working on utilizing smart contracts financing opportunities based on distributive ledger technology internally and externally as opportunities arise.

## **6) 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.

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

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

Our principal executive offices are located at 7931 E. Pecos., Ste 156, Mesa, AZ 85212, telephone (760) 582- 5115. Our email address is [Contact@NBDR.co](mailto:Contact@NBDR.co). The No Borders, Inc., internet website is located at [www.nbdr.co](http://www.nbdr.co). The information contained in our website shall not constitute part of this report.

On May 19, 2020, the Company entered into a Standard Commercial-Industrial Gross Lease with the PECOS Commerce Center ("Lease"). The Lease is for a 4,176 square foot warehouse / office space located at 7931 East Pecos Road, Suite 156, Mesa, Arizona, 85212. The Lease is for a period of two (2) years, commencing June 1, 2020, at the monthly rental rate of \$3,674.88 per month.

On April 30, 2021, and effective as of April 22, 2021, the Company expanded its leased premises to include Suite 155, the adjacent suite to the currently leased Suite 156. As per the terms of the lease the Company will pay approximately \$4,672 per month for the approximately 4,158 square foot property. The sublease of Suite 155 ended prior to year-end 2021 and the Company no longer pays for or utilizes said Suite.

## 7) Officers, Directors, and Control Persons

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.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% of more of any class of the issuer's securities, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any 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 of an individual representing the corporation or entity in the note section.**

Name of Officer/Direct or and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Joseph Snyder</u>	<u>Officer / Director</u>	<u>Tehachapi, CA</u>	<u>2,400,000</u> <u>59,097,120</u>	<u>Series A Preferred</u> <u>Common Stock</u>	<u>26%</u> <u>10.10%</u>	_____
<u>Cynthia Tanabe</u>	<u>Officer / Director</u>	<u>Queen Creek, AZ</u>	<u>2,400,000</u> <u>59,263,636</u>	<u>Series A Preferred</u> <u>Common Stock</u>	<u>26%</u> <u>10.10%</u>	_____
<u>Christopher Brown</u>	<u>Officer / Director</u>	<u>Phoenix, AZ</u>	<u>2,400,000</u> <u>59,097,120</u>	<u>Series A Preferred</u> <u>Common Stock</u>	<u>26%</u> <u>10.10%</u>	_____
<u>BVMH Enterprises, LLC</u>	<u>Owner of more than 5%</u>	<u>Phoenix, AZ</u>	<u>1,300,000</u> <u>10,635,940</u>	<u>Series A Preferred</u> <u>Common Stock</u>	<u>14%</u> <u>1.8%</u>	Valerie Miller -Member Manager
<u>Glenn Clyde Suydam</u>	<u>Owner of more than 5%</u>	<u>Phoenix, AZ</u>	<u>750,000</u> <u>5,905,350</u>	<u>Series A Preferred</u> <u>Common Stock</u>	<u>8%</u> <u>.01%</u>	_____
<u>InfoSpan, Inc.</u>	<u>Owner of more than 5%</u>	<u>Los Angeles, CA</u>	<u>95,945,339</u>	<u>Common Stock</u>	<u>16.44%</u>	Farooq Baiwa – President

### Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None.

2. 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, or banking activities;

None.

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

None.

4. The entry 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.

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

On or about September 2, 2021, Copan Italia, S.p.A and Copan Industries, Inc. filed a patent infringement lawsuit with the United States International Trade Commission in regards to certain flocked swabs that are offered for sale against over two dozen companies, in order to prevent the further sale and use of those certain flocked swabs.

On or about October 13, 2021, the Company was notified about a lawsuit in Orange County, FL, in the amount of \$2,898,259 from Insight Funding Source, LLC related to terms of the July 30, 2021, Convertible Note.

## **8) Third Party Providers**

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name:

Firm:

Address 1:

Address 2:

Phone:

Email:

### Accountant

Name:

Andy Chow

Firm:

L&L CPA's, PA

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7951 SW 6<sup>th</sup> Street, Suite 216

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achow@llcpas.net

### Auditor

Name:

Michael Vendetti, CPA

Firm: Turner Stone & Company  
Address 1: 12700 Park Central Drive, Suite 1400  
Address 2: Dallas, TX 75251  
Phone: 972.239.1660  
Email: MichaelV@TurnerStone.com

#### Other Service Providers

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

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

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

#### **9) 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).

The certifications shall follow the format below:

I, Joseph Snyder certify that:

1. I have reviewed this Quarterly Disclosure Statement of No Borders, 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.

May 20, 2022

/s/ Joseph Snyder [CEO's Signature]

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

##### *Principal Financial Officer:*

I, Cynthia Tanabe certify that:

1. I have reviewed this Quarterly Disclosure Statement of No Borders, 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.

May 20, 2022

/s/ Cynthia Tanabe [CFO's Signature]

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

**NO BORDERS, INC.**



**CONDENSED UNAUDITED FINANCIAL STATEMENTS  
FOR THE  
PERIOD ENDED MARCH 31, 2022**



# No Borders, Inc.

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No Borders, Inc. and Subsidiaries  
Condensed Consolidated Balance Sheets  
March 31, 2022 and December 31, 2021

	<u>ASSETS</u>	
	(Unaudited) March 31, 2022	(Unaudited) December 31, 2021
<b>CURRENT ASSETS:</b>		
Cash and equivalents	\$ 546,125	\$ 946,961
Accounts receivable	1,239,049	991,096
Inventory	12,280,542	12,940,406
Prepaid expense	4,660	4,660
Right-of-use asset - current	<u>109,679</u>	<u>64,064</u>
Total current assets	<u>14,180,054</u>	<u>14,947,187</u>
<b>NON-CURRENT ASSETS:</b>		
Right-of-use asset - non-current	241,317	80,551
Property and equipment, net	73,410	64,361
Deposits	<u>9,324</u>	<u>9,324</u>
Total other assets	<u>324,051</u>	<u>154,236</u>
Total assets	<u>\$ 14,504,106</u>	<u>\$ 15,101,423</u>
<b><u>LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIENCY)</u></b>		
<b>CURRENT LIABILITIES:</b>		
Accounts payable and accrued expense	\$ 6,956,087	\$ 6,757,221
Accrued interest	708,512	405,007
Right-of-use liability - finance and operating	76,500	57,764
Notes payable	200,000	276,000
Convertible notes payable	5,751,937	5,751,937
Loans payable, current	6,662	10,263
Contingent liabilities	43,655	43,655
Common stock to be issued	104,000	104,000

Other current liabilities	=	=
Total current liabilities	<u>13,847,353</u>	<u>13,405,847</u>
LONG TERM LIABILITIES:		
Convertible notes payable	395,000	395,000
Loans payable, non-current	36,386	39,227
Right-of-use liability - finance and operating	<u>218,676</u>	<u>69,340</u>
Total long term liabilities	<u>650,062</u>	<u>503,567</u>
Total liabilities	<u>14,497,415</u>	<u>13,909,414</u>
STOCKHOLDERS' EQUITY (DEFICIT):		
Preferred stock, Series A, par value \$.001; 10,000,000 shares authorized; 9,250,000 and 9,250,000 shares issued and outstanding at March 31, 2022 and	9,250	9,250
December 31, 2021, respectively		
Common stock, par value \$.001; 1,500,000,000 shares authorized; 583,681,283 and 583,681,283 shares issued and outstanding as of March 31, 2022 and		
December 31, 2021, respectively	583,681	583,681
Subscriptions payable	-	-
Additional paid in capital	2,856,363	2,856,363
Accumulated deficit	(4,390,986)	(3,250,580)
Non-controlling interest	<u>948,383</u>	<u>993,295</u>
Net stockholders' deficit	<u>6,691</u>	<u>1,192,009</u>
Total liabilities and stockholders' deficit	<u>\$ 14,504,106</u>	<u>\$ 15,101,423</u>
The accompanying notes are an integral part of these unaudited consolidated financial statements.		

No Borders, Inc. and Subsidiaries  
Condensed Consolidated Statements of Operations

	(Unaudited) For the Quarter Ended March 31, 2022	(Unaudited) For the Quarter Ended March 31, 2021
Net sales	\$ 5,493,785	\$ 5,441,789
Cost of sales	<u>4,254,978</u>	<u>2,377,181</u>
Gross profit	1,238,807	3,064,608
Operating expenses:		
Advertising and promotion	447,857	96,987
Outside services	6,301	90,194
Professional fees	79,573	-
Salaries and related costs	291,728	255,535
Shipping and delivery	178,236	360,801
General and administrative	<u>1,046,701</u>	<u>427,738</u>
Total operating expenses	<u>2,050,396</u>	<u>1,231,255</u>
Operating income (loss)	<u>(811,589)</u>	<u>1,833,353</u>
Other income(expense):		
Interest expense	(374,171)	(437,180)
Other income (expense)	<u>442</u>	-
Total other income (expense)	<u>(373,729)</u>	<u>(437,180)</u>
Net income (loss) before Income Taxes	<u>(1,185,318)</u>	<u>1,396,173</u>
Provision for Income Taxes	-	-
Net income (loss)	<u>(1,185,318)</u>	<u>1,396,173</u>

Net income (loss) attributed to non-controlling interest	<u>(44,912)</u>	<u>439,326</u>
Net income (loss) attributed to No Borders, Inc.	<u>(1,140,406)</u>	<u>956,847</u>
Basic net income per common share	<u>\$ (0.00)</u>	<u>\$ 0.00</u>
Weighted average number of common shares outstanding - Basic	<u>583,681,283</u>	<u>384,356,000</u>
Diluted net income per common share	<u>\$ (0.00)</u>	<u>\$ 0.00</u>
Weighted average number of common shares outstanding - Diluted	<u>583,681,283</u>	<u>384,356,000</u>
The accompanying notes are an integral part of these unaudited consolidated financial statements.		

No Border, Inc. and Subsidiaries  
Consolidated Statements of Stockholders' Deficit  
For the Quarter Ended March 31, 2022 and 2021  
(Unaudited)

	Preferred Stock		Common Stock		Subscription Payable	Additional Paid-in Capital	Noncontrol ling Interest	Accumulate d Deficit	Total Stockholder s' Equity (Deficit)
	Shares	Amount	Shares	Amount					
<b>Balance, December 31, 2021</b>	<b>9,250,000</b>	<b>\$ 9,250</b>	<b>583,681,283</b>	<b>\$ 583,681</b>	<b>\$ -</b>	<b>\$ 2,856,363</b>	<b>\$ 993,295</b>	<b>\$(3,250,580)</b>	<b>\$ 1,192,009</b>
Net loss	-	-	-	-	-	-	(44,912)	(1,140,406)	(1,185,318)
<b>Balance, March 31, 2022</b>	<b><u>9,250,000</u></b>	<b><u>\$ 9,250</u></b>	<b><u>583,681,283</u></b>	<b><u>\$ 583,681</u></b>	<b><u>\$ -</u></b>	<b><u>\$ 2,856,363</u></b>	<b><u>\$ 948,383</u></b>	<b><u>\$(4,390,986)</u></b>	<b><u>\$ 6,691</u></b>
<b>Balance, December 31, 2020</b>	<b>9,250,000</b>	<b>\$ 9,250</b>	<b>384,356,283</b>	<b>\$ 384,356</b>	<b>\$ -</b>	<b>\$ 2,788,215</b>	<b>\$ 484,790</b>	<b>\$(3,025,203)</b>	<b>\$ 641,408</b>
Issuance of conversion	-	-	8,325,000	8,325	-	74,925	-	-	83,250
Net loss	-	-	-	-	-	-	439,326	956,848	1,396,174
<b>Balance, March 31, 2021</b>	<b><u>9,250,000</u></b>	<b><u>\$ 9,250</u></b>	<b><u>392,681,283</u></b>	<b><u>\$ 392,681</u></b>	<b><u>\$ -</u></b>	<b><u>\$ 2,863,140</u></b>	<b><u>\$ 924,116</u></b>	<b><u>\$(2,068,355)</u></b>	<b><u>\$ 2,120,832</u></b>

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

No Borders, Inc. and Subsidiaries  
Consolidated Statement of Cashflows

	(Unaudited) For the Quarter Ended March 31, 2022	(Unaudited) For the Quarter Ended March 31, 2021
<b>OPERATING ACTIVITIES:</b>		
Net income/(loss)	\$(1,140,406)	\$ 956,848
Adjustments to reconcile net loss to net cash used in operating activities:		439,326
Net income/(loss) attributable to non-controlling interest	(44,912)	-
Depreciation	(9,049)	-
Changes in operating assets and liabilities:		
Accounts receivable	(247,952)	(715,209)
Inventory	659,864	-
Prepaid Expenses	-	(8,306,821)
Right-of-use asset	(206,381)	-
Accounts payable and accrued expenses	198,865	4,892,234
Accrued interest	303,505	430,305
Right-of-use liabilities	168,072	-
Other current liabilities	-	290,485
Net cash used in operating activities	(318,394)	(2,012,832)
<b>INVESTING ACTIVITIES:</b>		
Purchase of property and equipment	-	(62,641)
Net cash used in investing activities	-	(62,641)
<b>FINANCING ACTIVITIES:</b>		
Proceeds from notes payable	-	2,121,677
Payment on notes payable	(76,000)	-
Payments on loans payable	(6,442)	-
Net cash provided by financing activities	(82,442)	2,121,677

NET INCREASE (DECREASE) IN CASH	(400,836)	46,204
CASH BEGINNING BALANCE	946,961	102,056
CASH ENDING BALANCE	<u>\$ 546,125</u>	<u>\$ 148,260</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Taxes paid	=	=
Interest paid	<u>63,375</u>	<u>6,875</u>
NON-CASH TRANSACTIONS AFFECTING OPERATING, INVESTING AND FINANCING ACTIVITIES:		
Shares issued for conversion of principal and interest	=	=
Retirement of common shares	=	=
The accompanying notes are an integral part of these unaudited consolidated financial statements.		



**NO BORDERS, INC. NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE QUARTER ENDED MARCH 31, 2022 AND 2021**

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**NOTE 1 – ORGANIZATION AND DESCRIPTION OF BUSINESS**

No Borders, Inc. (the “Company”) was incorporated on May 28, 1999, in the state of Nevada. On December 13, 2013, the Company purchased Action Sports Media, Inc. which was incorporated under the laws of the state of Nevada. On December 13, 2013, the Company executed an asset purchase agreement with the Company’s former CEO and his sole proprietorship dba TYME, (“TYME”), a private marketing business. On March 6, 2018, the Company acquired Lannister Holdings, Inc. and renewed its business strategies as a holding company with subsidiaries in the cannabinoid, dental, education, software, and distributive ledger industries. The Company’s current primary focus verticals are the US human and pet wellness CBD market and the medical/dental equipment and supplies vertical. The Company’s motivation is to create outsized results by utilizing best in class technologies, sales systems and data based digital marketing initiatives to simultaneously build multiple dominate brands across many different industries, while utilizing the Company’s lean operating and remote work models to achieve streamlining of the front and back-end procedures in those industries.

The Company currently operates five subsidiaries, No Borders Naturals, Inc., a wholly owned subsidiary, No Borders Dental, Inc., a wholly owned subsidiary, No Borders Education, Inc., an eighty (80%) percent owned subsidiary, No Borders Labs, Inc., and No Borders Funding, Inc. both of which are wholly owned subsidiaries. The subsidiaries will concentrate on online sales, tradeshow, and scalable distribution channels, in order to sell the Company’s products and to market the Company’s brands.

**No Borders Dental Resources**

No Borders Dental Resources, Inc., dba MediDent Supplies, manufactures, imports and sells PPE and medical/dental products in some of the most attractive segments of the medical/dental products industry, including x-rays, cleaning products, sanitizers, operating packages, personal protection equipment, face masks and many more items. We sell and market one of the most comprehensive portfolios of medical supplies providing high quality products to medical/dental professionals, first responders, government agencies, enterprise clients and consumers around the globe. Our medical & PPE consumables, and equipment choices that we offer to consumers and professionals cover a wide array of needs. As a medical products company, we also sell viral testing supplies and other highly regulated items such as needles, syringes and NIOSH N95s to qualified purchasers. MediDent Supplies has worked successfully throughout the pandemic in order to provide PPE to the agencies and responders in the Federal, State and Local Government ecosystems.

**No Borders Naturals**

No Borders Naturals, Inc., is a purveyor of health and wellness cannabinoid (Hemp CBD) infused products for active consumers and their pets. With a discerning eye on quality, bioavailability and natural wellness, No Borders Naturals aims to be an industry leader in alternative wellness product offerings.

CBD hemp oil is extracted from the cannabis varieties that are naturally abundant in CBD and low in THC (the principal psychoactive constituent (or cannabinoid) of cannabis). A specialized extraction process is used to yield highly concentrated CBD oil that also contains other potentially nutritious materials such as omega-3 fatty acids, terpenes (a class of organic compounds which when modified are used in a variety of medicines and alternative medicines such as aromatherapy), vitamins, chlorophyll, and amino acids. Our products have less than the federal legal limit of 0.3% THC.

Our hemp-derived CBD is independently lab tested to ensure all of our individual product batches are below 0.3% THC content. Marijuana and Cannabinoid (CBD) derived from Marijuana is regulated under the Controlled Substances Act. We do not believe that our hemp-derived CBD products are regulated under the Controlled Substances

Act, but under the Agricultural Act of 2018, known as the “Farm Bill”.

The 2018 Farm Bill allows for the interstate sale and transfer of hemp-derived products for commercial or other purposes. It also puts no restrictions on the sale, transport, or possession of hemp-derived products, so long as those items are produced in a manner consistent with the law. The Farm Bill ensures that any cannabinoid—components of CBD—that is derived from hemp will be legal, if that hemp is produced in a manner consistent with the Farm Bill, associated federal regulations, associated state regulations, and by a licensed grower as defined in the Farm Bill.

### **No Borders Labs**

No Borders Labs, Inc. is responsible for deploying all of the technologies, systems, data acquisition, analytics, digital engagement, and digital properties of the No Borders family of companies. Committed to pushing the edge of real-world technological deployment No Borders Labs is an integral part of the Company’s mission to disrupt vertical’s whose market participants are behind the curve of technological adoption or deployment. As a consultative and flexible software and data division No Borders Labs continues to review opportunities, projects & deals around software development, computer hardware such as GPUs and crypto mining computers as well as software development and consulting.

### **No Borders Education**

No Borders Education, Inc., is working to develop digital and event based educational courses with a focus on Professional Continuing Education, Adolescent Software Education & Vertical Specific Curriculum Development. With changes to education due to Covid-19 the Company believes that digital education models will grow exponentially in the next five years, currently the Education subsidiary is not actively developing new programs but plans to revisit deployment throughout 2022 and 2023 fiscal years.

### **No Borders Funding**

No Borders Funding, Inc., aims to provide the No Borders, Inc. family of companies with the capital that they need while acting as a real asset holding entity for real estate, investments and non-liquid assets that the Company may acquire while working on utilizing smart contracts financing opportunities based on distributive ledger technology internally and externally as opportunities arise.

No Borders, Inc. and its subsidiaries are hereinafter referred to as the “Company.”

## **NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **Basis of presentation**

The Company’s unaudited consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) and all intercompany transactions have been eliminated in consolidation. In the opinion of management, the accompanying unaudited consolidated financial statements reflect all adjustments, consisting of only normal and recurring adjustments, necessary for a fair presentation of the results of operations, financial position and cash flows for the periods presented.

### **Use of estimates**

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and 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. Accordingly, actual results could differ from those estimates. Such estimates include management’s assessments of the carrying value of certain assets, useful lives of assets, and related depreciation and amortization methods applied.

### **Cash equivalents**

The Company considers all highly liquid investments with an original maturity of three months or less when purchased

to be cash equivalents. At March 31, 2022 and December 31, 2021, the Company had no cash equivalents besides what was in the cash balances as of those dates.

#### Accounts Receivable

Trade receivables are carried at their estimated collectible amounts. Trade credit is generally extended on a short-term basis; thus, trade receivables do not bear interest. Trade accounts receivable are periodically evaluated for collectability based on past credit history with customers and their current financial condition. The balance as of March 31, 2022 and December 31, 2021 was \$1,239,049 and \$991,096, respectively.

#### Allowance for Doubtful Accounts

Any charges to the allowance for doubtful accounts on accounts receivable are charged to operations in amounts sufficient to maintain the allowance for uncollectible accounts at a level management believes is adequate to cover any probable losses. Management determines the adequacy of the allowance based on historical write-off percentages and the current status of accounts receivable. Accounts receivable are charged off against the allowance when collectability is determined to be permanently impaired. As of March 31, 2022 and December 31, 2021 allowance for doubtful accounts was \$-0- and \$-0- respectively.

#### Inventory

The Company's inventory is valued at the lower of cost or market under the FIFO method of costing. All inventory included in the balance sheets as of March 31, 2022 and December 31, 2021, are made up of finished goods. Total value of finished goods inventory as of March 31, 2022 and December 31, 2021, was \$12,280,542 and \$12,940,406, respectively. No allowance as necessary as of March 31, 2022 and December 31, 2021.

#### Fair value of financial instruments

The Company measures assets and liabilities at fair value based on an expected exit price as defined by the authoritative guidance on fair value measurements, which represents the amount that would be received on the sale of an asset or paid to transfer a liability, as the case may be, in an orderly transaction between market participants. As such, fair value may be based on assumptions that market participants would use in pricing an asset or liability. The authoritative guidance on fair value measurements establishes a consistent framework for measuring fair value on either a recurring or nonrecurring basis whereby inputs, used in valuation techniques, are assigned a hierarchical level.

The following are the hierarchical levels of inputs to measure fair value:

- Level 1 – Observable inputs that reflect quoted market prices in active markets for identical assets or liabilities.
- Level 2 - Inputs reflect quoted prices for identical assets or liabilities in markets that are not active; quoted prices for similar assets or liabilities in active markets; inputs other than quoted prices that are observable for the assets or liabilities; or inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 – Unobservable inputs reflecting the Company's assumptions incorporated in valuation techniques used to determine fair value. These assumptions are required to be consistent with market participant assumptions that are reasonably available.

The carrying amounts of the Company's financial assets and liabilities, such as cash, accounts receivable, other current assets, accounts payable & accrued expenses, other current liabilities, certain loans payable and convertible notes payable approximate their fair values because of the short maturity of these instruments.

#### Intangible Assets

Intangible assets with indefinite useful lives are measured at their respective fair values as of the acquisition date. We

do not amortize intangible assets with indefinite useful lives. Intangible assets with finite useful lives are amortized over their estimated useful lives, primarily on a straight-line basis, and are reviewed for impairment when facts or circumstances suggest that the carrying value of these assets may not be recoverable.

#### Property and Equipment

Property and equipment is stated at cost, less accumulated depreciation and is reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable.

Expenditures for major additions and betterments are capitalized. Maintenance and repairs are charged to operations as incurred. Depreciation is computed by the straight-line method over the assets estimated useful life of three (3) years for equipment, five (5) years for automobile, and seven (7) years for furniture and fixtures. Upon sale or retirement of property and equipment, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is reflected in statements of operations. At March 31, 2022, property and equipment totaling \$73,410 with accumulated depreciation of \$26,949. Depreciation expense for the quarter ended March 31, 2022, was \$6,318 and depreciation expense for the quarter ended March 31, 2021, was \$4,063.

#### Convertible Promissory Note

The Company accounts for convertible promissory notes in accordance with ASC 815, Derivatives and Hedging since the conversion feature is not indexed to the Company's stock and cannot be classified in equity. The Company evaluates embedded conversion features within convertible debt to determine whether the embedded conversion feature should be bifurcated from the host instrument and accounted for as a derivative at fair value with changes in fair value recorded in the Income Statement. If the conversion feature does not require recognition of a bifurcated derivative, the convertible debt instrument is evaluated for consideration of any beneficial conversion feature ("BCF") requiring separate recognition. When the Company records a BCF, the intrinsic value of the BCF is recorded as a debt discount against the face amount of the respective debt instrument with an offset to additional paid-in capital and amortized to interest expense over the life of the debt. There were no notes as of March 31, 2022 and December 31, 2021, with a BCF that would warrant the recording of a debt discount and/or derivative liability.

#### Commitments and contingencies

The Company follows subtopic 450-20 of the FASB ASC to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

#### Revenue recognition

Effective January 1, 2018, the Company adopted ASC 606 – Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue from the commercial sales of products, licensing agreements and contracts to perform pilot studies by applying the following steps: (1) identifying the contract with a customer; (2) identify the performance obligations in the contract; (3) determine the transaction price; (4) allocate the transaction price to each performance obligation in the contract; and (5) recognize revenue when each performance obligation is satisfied.

#### Advertising and Promotion

The Company follows the policy of charging the costs of advertising and promotion to expense as incurred. Accordingly, the Company charged to operations in amount of \$447,857 and \$96,987 for the quarter ended March 31, 2022 and 2021, respectively.

#### Income taxes

The Company follows Section 740-10-30 of the FASB ASC, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the

temporary differences are expected to be recovered or settled. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company adopted section 740-10-25 of the FASB ASC (“Section 740-10-25”) with regards to uncertainty in income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures. The Company had no material adjustments to its assets and/or liabilities for unrecognized income tax benefits according to the provisions of Section 740-10-25.

#### Stock-Based Compensation

The Company recognizes compensation costs to employees under FASB Accounting Standards Codification 718 “Compensation - Stock Compensation” (“ASC 718”). Under ASC 718, companies are required to measure the compensation costs of share-based compensation arrangements based on the grant-date fair value and recognize the costs in the financial statements over the period during which employees are required to provide services. Share based compensation arrangements include stock options and warrants. As such, compensation cost is measured on the date of grant at their fair value. Such compensation amounts, if any, are amortized over the respective vesting periods of the option grant.

On July 27, 2018, the inception date, the Company adopted ASU No. 2018-07 “Compensation - Stock Compensation (Topic 718): Improvements to Nonemployee Share-Based Payment Accounting.” These amendments expand the scope of Topic 718, Compensation - Stock Compensation (which currently only includes share-based payments to employees) to include share-based payments issued to nonemployees for goods or services. Consequently, the accounting for share-based payments to nonemployees and employees will be substantially aligned.

#### Noncontrolling Interest

The Company records “Noncontrolling interest,” which has historically related to consolidated subsidiaries, on its consolidated balance sheets. The Company records “Loss (income) attributable to noncontrolling interest” on its consolidated statements of operations, reflecting the subsidiaries’ net loss (income) for the reporting period, adjusted for changes in the noncontrolling interest holders’ claim to net assets, including contingent milestone, royalty and option payments, each of which is evaluated each reporting period.

#### Net loss per share

The Company computes basic and diluted earnings per share amounts pursuant to section 260-10-45 of the FASB ASC. Basic earnings per share is computed by dividing net loss available to common shareholders, by the weighted average number of shares of common stock outstanding during the period, excluding the effects of any potentially dilutive securities. Diluted earnings per share is computed by dividing net loss available to common shareholders by the diluted weighted average number of shares of common stock during the period. The diluted weighted average number of common shares outstanding is the basic weighted number of shares adjusted as of the first day of the year for any potentially dilutive debt or equity.

There were no potentially dilutive shares outstanding as of March 31, 2022 and December 31, 2021, respectively.

#### Reclassifications

Certain prior period amounts have been reclassified to conform to the current period presentation.

#### Related Parties

The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.

Pursuant to Section 850-10-20 the related parties include a. affiliates of the Company; b. Entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825-10-15, to be accounted for by the equity method by the investing entity; c. trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; d. principal owners of the Company; e. management of the Company; f. 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 g. 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.

The consolidated financial statements shall include disclosures of material related party transactions, 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 consolidated or combined 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 income statements 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 income statements 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. A material related party transaction has been identified in Note 9 in the financial statements.

#### Subsequent events

The Company follows the guidance in Section 855-10-50 of the FASB ASC for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued.

#### Recently issued accounting pronouncements

From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (“FASB”) or other standard setting bodies that are adopted by the Company as of the specified effective date. Unless otherwise discussed, the Company believes that the effect of recently issued standards that are not yet effective and will not have a material effect on its consolidated financial position or results of operations upon adoption.

In December 2019, the FASB issued ASU No. 2019-12, “Simplifying the Accounting for Income Taxes (Topic 740)”. This standard simplifies the accounting for income taxes. This standard is effective for fiscal years beginning after December 15, 2020, including interim periods within those fiscal years. Early adoption is permitted for all entities. The Company is currently assessing the impact of adopting this standard on its consolidated financial statements. The Company adopted ASU No. 2019-12 effective on January 1, 2021 and it did not have a material impact on the Company’s consolidated financial statements.

In August 2020, the FASB issued ASU 2020-06, “*Debt – Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging – Contracts in Entity’s Own Equity (Subtopic 815 – 40)*” (“ASU 2020-06”). ASU 2020-06 simplifies the accounting for certain financial instruments with characteristics of liabilities and equity, including convertible instruments and contracts on an entity’s own equity. The ASU is part of the FASB’s simplification initiative, which aims to reduce unnecessary complexity in U.S. GAAP. The ASU’s amendments are effective for fiscal years beginning after December 15, 2023, and interim periods within those fiscal years. The Company is currently evaluating the impact of ASU 2020-06 on its financial statements.

#### **NOTE 3 – GOING CONCERN**

The Company's financial statements are prepared using U.S. GAAP to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. However, the Company has negative working capital, recurring losses, and does not have a source of revenues sufficient to cover its operating costs. These factors raise substantial doubt about the Company's ability to continue as a going concern.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully execute the business plan and attain profitable operations. The accompanying financial statements do not include any adjustments that may be necessary if the Company is unable to continue as a going concern.

In the coming year, the Company's foreseeable cash requirements will relate to continual development of the operations of its business, maintaining its good standing and making the requisite filings of financial statements, and the payment of expenses associated with operations and business developments. The Company may experience a cash shortfall and be required to raise additional capital.

Historically, it has mostly relied upon loans, convertible notes payable and cash flows from operations to finance its operations and growth. Management may raise additional capital by retaining net earnings or through future private offerings of the Company's stock or through loans from private investors, although there can be no assurance that it will be able to obtain such financing. The Company's failure to do so could have a material and adverse effect upon it and its shareholders.

#### **NOTE 4: ACCOUNTS PAYABLE AND ACCRUED EXPENSES**

Accounts payable and accrued expenses as of March 31, 2022 and December 31, 2021, were \$6,956,087 and \$6,757,221, respectively.

#### **NOTE 5 – CONVERTIBLE NOTES PAYABLE**

On October 31, 2018, the Company issued a convertible note to Johanna Giumarra ("Ms. Giumarra") for \$150,000. The note incurs interest at 11% per year and the outstanding principal is due on October 31, 2023, the maturity date. Accrued interest on the note shall be paid quarterly by the Company. The note includes a conversion feature where, beginning 2 years after the issuance date, the Ms. Giumarra may convert all or a portion of the outstanding principal into shares of the Company's common stock determined by dividing the conversion amount by the conversion price. The conversion price is at \$0.02 per share which was the share price on the date of issuance, as such there is no debt discount on the related note. In connection with the issuance of the debt, 1,000,000 warrants were granted and are immediately exercisable at the date of issuance and remain exercisable until the maturity date of the note and have an exercise price of \$0.25 per warrant (see Note 12). The cash balance on the note as of March 31, 2022 and December 31, 2021, was \$154,068 and \$150,000, respectively, with accrued interest of \$4,068 and interest paid of \$16,500, respectively. Interest expense for the quarter ended March 31, 2022 and 2021, was \$4,068 and \$4,068, respectively.

On February 1, 2019, the Company issued a second convertible note to Johanna Giumarra for \$100,000. The note incurs interest at 11% per year and the outstanding principal is due on February 1, 2024, the maturity date. Accrued interest on the note shall be paid quarterly by the Company. The note includes a conversion feature where, beginning 2 years after the issuance date, Ms. Giumarra may convert all or a portion of the outstanding principal into shares of the Company's common stock determined by dividing the conversion amount by the conversion price. The conversion price is at \$0.018 per share which was the share price on the date of issuance, as such there is no debt discount on the related note. The cash balance on the note as of March 31, 2022 and December 31, 2021, was \$100,000, respectively, with accrued interest of \$2,712 and \$17,875, respectively. Interest expense for the quarter ended March 31, 2021 and December 31, 2021, was \$2,712 and \$2,712, respectively.

On June 27, 2019, the Company issued a convertible note to Charles and Kayalla Riibe ("the Riibe Family") for \$125,000. The note incurs interest at 11% per year and the outstanding principal is due on June 27, 2024, the maturity date. Accrued interest on the note shall be paid quarterly by the Company. The note includes a conversion feature where, beginning 2 years after the issuance date, the Riibe Family may convert all or a portion of the outstanding principal into shares of the Company's common stock determined by dividing the conversion amount by the conversion price. The conversion price is at \$0.017 per share which was the share price on the date of issuance, as such there is no debt discount on the related note. In connection with the issuance of the debt, 1,000,000 warrants were

granted and are immediately exercisable at the date of issuance and remain exercisable until the maturity date of the note and have an exercise price of \$0.25 per warrant (see Note 12). The cash balance on the note as of March 31, 2022 and December 31, 2021, was \$131,828 and \$128,438, respectively, with accrued interest of \$6,828 and \$3,438, respectively. Interest expense for the quarter ended March 31, 2022 and 2021 \$3,390 and \$3,390, respectively.

On October 1, 2019, the Company issued a convertible note to BVMH Enterprises, LLC (“BVMH”) for \$20,000. The note incurs interest at 11% per year and the outstanding principal is due on October 1, 2024, the maturity date. Accrued interest on the note shall be accrued on the note until BVMH is repaid or decides to convert said note into common stock. The note includes a conversion feature where, beginning 2 years after the issuance date, BVMH Enterprises, LLC may convert all or a portion of the outstanding principal into shares of the Company’s common stock determined by dividing the conversion amount by the conversion price. The conversion price is at \$0.01 per share which was the share price on the date of issuance, as such there is no debt discount on the related note. The cash balance on the note as of March 31, 2022 and December 31, 2021 was \$25,503 and \$24,961, respectively, with accrued interest of \$5,503 and \$4,961, respectively. Interest expense for the quarter ended March 31, 2022 and 2021 was \$542 and \$542, respectively.

On July 30, 2021, the Company issued a convertible note to Insight Funding Source, LLC for \$2,898,259. The note incurs interest at 20% per year and the outstanding principal is due in a year from the effective date of the note, or July 30, 2022. Accrued interest on the note shall be accrued until the note is repaid or to convert said note into common stock. The note includes a conversion feature that may convert all or a portion of the outstanding principal into shares of the Company’s common stock determined by dividing the conversion amount by the conversion price. The conversion price is at \$0.01 per share which was the share price on the date of issuance, as such there is no debt discount on the related note. The cash balance on the note as of March 31, 2022 and December 31, 2021, was \$3,231,377 and \$3,142,824 respectively, with accrued interest of \$333,118 and \$244,565, respectively. Interest expense for the quarter ended March 31, 2022 and 2021 was \$333,118 and \$244,565. The Company received notice on October 13, 2021, that the Noteholder has filed a lawsuit in Orange County, FL regarding payment of this note.

On October 25, 2021, the Company modified a profit sharing note with a noteholder. The note is for 12 months, with an automatic extension of 12 months if the note is not repaid or converted by the initial maturity date. The note is convertible immediately at \$0.03 per share, at the discretion of the noteholder and accrues interest of 60%. The note Principal balance of the note as of March 31, 2022 and December 31, 2021, was \$2,853,678 and accrued interest as of March 31, 2022 and December 31, 2021, was \$356,282 and \$152,043. Interest expense for the quarter ended March 31, 2022 and 2021 was \$204,238 and \$-0-. (see Note 10).

#### **NOTE 6 – NOTES PAYABLE WITH PROFIT SHARING**

During the year of 2020, the Company entered into a series of simple loan agreements for total of \$2,729,928 with various loan holders to finance medical equipment/ PPE goods and agreed to give the loan holders a portion of the net profits from the product sales which was paid for with the certain loans (“Profit Sharing”). The Profit Sharing will be due within 72 hours of receiving the funds from the customer. The Company entered to simple loan agreements in the year ended December 31, 2021, totaling \$427,500. The Company repaid principal and Profit Sharing for the quarter ended March 31, 2021, totaled \$76,000 and the year ended December 31, 2021, totaled \$100,000 and recorded interest expenses of \$9,000 and \$631,446, respectively. The Company also converted \$35,000 in principal and modified \$1,608,000 of principal, accrued interest of \$1,075,095 and profit sharing of \$170,583 into a convertible note during the year 2021, with one of its noteholders (see Note 10). As of March 31, 2022 and December 31, 2021, the outstanding balance of notes payable was \$200,000 and \$276,000, respectively, and accrued interest was \$-0- and \$-0-, respectively.

#### **NOTE 7 – OPERATING AND FINANCE RIGHT-OF-USE LEASE LIABILITY**

On January 1, 2019, the Company adopted Accounting Standards Update No. 2016-2, Leases (Topic 842), as amended, which supersedes the lease accounting guidance under Topic 840, and generally requires lessees to recognize operating and financing lease liabilities and corresponding right-of-use (ROU) assets on the balance sheet and to provide enhanced disclosure surrounding the amount, timing and uncertainty of cash flows arising from leasing arrangements.



As of March 31, 2022, the Company had four (4) leasing agreements subject to Accounting Standards Codification (ASC) 842.

On June 30, 2020, the Company recognized an operating right-of-use asset in the amount of \$100,514 and an operating lease liability in the amount of \$100,514 in connection with a lease located Peco Commerce Center. The lease term is twenty-four (24) months and expires in May 2022. On March 14, 2022, the Company extended its lease by thirty-six (36) months and expires in May 2025

The following is a schedule, by year, of maturities of the operating lease liabilities, as of March 31, 2022

2022	38,360.10
2023	58,505.76
Thereafter	85,273.92
Total undiscounted cash flows	182,139.78
Less imputed interest (11%)	(27,245.95)
Present value of lease liability	<u>\$ 154,893.83</u>

On January 18, 2021, the Company recognized an operating right-of-use asset in the amount of \$53,205 and an operating lease liability in the amount of \$53,205 in connection with an automobile lease. The lease term is thirty-five (35) months and expires in December 2023.

The Company determined that this automobile leases should be accounted for as an operating lease based on the following:

1. Although the lease grants the lessee an option to purchase the vehicle at the end of the lease, the lessee is not likely to exercise the option.
2. The lease term is not the major part of the remaining economic life of the vehicle.
3. The present value of the lease payments and residual value did not equal or exceed the fair value of the vehicle.

The following is a schedule, by year, of maturities of the operating lease liabilities, as of March 31, 2022

2022	17,050.50
2023	23,329.00
Total undiscounted cash flows	40,379.50
Less imputed interest (29.28%)	(9,178.13)
Present value of lease liability	<u>\$ 31,201.37</u>

On April 22, 2021, the Company recognized a finance right-of-use asset in the amount of \$97,678 and a finance lease liability in the amount of \$97,678 in connection with an automobile lease. The lease term is forty-eight (48) months and expires in March 2025.

The Company determined that this automobile leases should be accounted for as finance leasing based on the following:

1. Although the lease grants the lessee an option to purchase the vehicle at the end of the lease, the lessee is not likely to exercise the option.
2. The lease term is not the major part of the remaining economic life of the vehicle.
3. The present value of the lease payments and residual value did not equal or exceed the fair value of the vehicle.

The following is a schedule, by year, of maturities of the finance liabilities, as of March 31, 2022

2022	16,505.28
2023	22,007.04
Thereafter	<u>27,508.80</u>

Total undiscounted cash flows	66,021.12
Less imputed interest (3.2%)	(3,191.28)
Present value of lease liability	<u>\$ 62,829.84</u>

Total rental expense related to this location and the lease payments for the vehicles for the quarter ended March 31, 2022 and 2021 was \$31,229 and \$20,477, respectively. The operating lease and financing lease right-of-use asset net balance at March 31, 2022 and December 31, 2021, related to this location and the vehicles was \$350,996 and \$144,615, respectively. The operating lease and financing lease right-of-use liabilities net balance at March 31, 2022 and December 31, 2021, related to this location and the vehicles was \$295,176 and \$127,104, respectively.

#### **NOTE 8 – LOANS PAYABLE**

On April 14, 2021, the Company entered in to purchase agreement for an automobile. The principal amount of the loan was \$58,350 at 3.10% interest for 60 months. As of March 31, 2022, the principal balance was \$43,048

#### **NOTE 9 – RELATED PARTY TRANSACTIONS**

##### *Free office space provided by Treasurer*

The Company has been provided office space by its Treasurer, Cynthia Tanabe, at no cost. Management has determined that such cost is nominal and did not recognize the rent expense in its financial statements.

##### *Common stock issued to related parties*

On August 5, 2021, the Company issued 20,000,000 shares of the Company's common stock in consideration for consulting services, to related parties to the Company. The shares were valued at \$0.001 per share or \$20,000 based on the market price on the date of issuance.

During the year ended December 31, 2021, the Company issued 90,000,000 shares of the Company's common stock in consideration for consulting services, to related parties to the Company. The shares were valued at \$0.0001 per share or \$9,000 based on the market price on the date of issuance.

##### *Due to related party*

During the year ended December 31, 2021, Cynthia Tanabe, Treasurer, advanced \$40,000 to No Borders to pay for certain operating expenses of the Company. The related party liability was satisfied in full as of December 31, 2021.

#### **NOTE 10 – DEBT EXTINGUISHMENT**

On October 25, 2021, the Company modified a profit sharing note with a noteholder. The Company considered ASC 470-50 and determined that the note should be accounted for as a debt extinguishment and modification. The note is for 12 months, with an automatic extension of 12 months if the note is not repaid or converted by the initial maturity date. The note is convertible immediately at \$0.03 per share, at the discretion of the noteholder and accrues interest of 60%. The Company reported a loss on debt extinguishment of \$95,123. As of December 31, 2021, the original note consisted \$1,608,000 of principal, accrued interest of \$1,075,095 and profit sharing of \$170,583. The new convertible note principal balance of the note is \$2,853,678 and accrued interest of \$356,282 and \$152,043 as of March 31, 2022 and December 31, 2021, respectively.

#### **NOTE 11 – COMMITMENTS AND CONTINGENCIES**

As of March 31, 2022 and December 31, 2021, the Company had contingent liabilities of \$43,655 and \$43,655, respectively, representing the unpaid portion of Profit Sharing in connection with the simple loan agreements with various loan holders (see Note 6).

#### **NOTE 12 – COMMON STOCK TO BE ISSUED**

During the quarter ended March 31, 2022, the Company had common stock to be issued under liability in total amount of \$104,000. The shares were related to the services performed by various individuals for prior years. As of March 31, 2022 and December 31, 2021, the outstanding balance was \$104,000 and \$104,000, respectively.

### **NOTE 13 – STOCKHOLDERS' DEFICIT**

#### **Preferred stock**

The Company has 10,000,000 shares of Preferred Stock Class A authorized, with a par value of \$0.001. As of March 31, 2022 and December 31, 2021, there were 9,250,000 shares outstanding.

#### **Common stock**

On August 16, 2021, the board of directors approved a resolution to amend the Company's Certificate of Incorporation to increase the Company's authorized shares to 1,500,000,000 shares of capital stock, designated as "Common Stock," with a par value of \$0.001 per share. As of March 31, 2022 and December 31, 2021, there were 583,681,283 and 583,681,28, respectively.

#### **2021 Issuances**

On February 4, 2021, the Company issued 2,775,000 shares of the Company's common stock for conversion of notes payable, at the request of the noteholder. The price per share was \$0.01 on the conversion date, with a total principal reduction of \$27,750.

On March 4, 2021, the Company issued 2,775,000 shares of the Company's common stock for conversion of notes payable, at the request of the noteholder. The price per share was \$0.01 on the conversion date, with a total principal reduction of \$27,750.

On March 18, 2021, the Company issued 2,775,000 shares of the Company's common stock for conversion of notes payable, at the request of the noteholder. The price per share was \$0.01 on the conversion date, with a total principal reduction of \$27,750.

On March 15, 2021, the Company issued 3,500,000 shares of the Company's common stock for conversion of notes payable, at the request of the noteholder. The price per share was \$0.01 on the conversion date, with a total principal reduction of \$35,000.

On July 2, 2021, the Company issued 9,500,000 shares of the Company's common stock in consideration for consulting services. The shares were valued at \$0.001 per share or \$9,500 based on the market price on the date of issuance.

On July 8, 2021, the Company issued 4,000,000 shares of the Company's common stock in consideration for consulting services. The shares were valued at \$0.001 per share or \$4,000 based on the market price on the date of issuance.

On August 5, 2021, the Company issued 21,000,000 shares of the Company's common stock in consideration for consulting services. The shares were valued at \$0.001 per share or \$21,000 based on the market price on the date of issuance. 20,000,000 of these shares were to related parties, valued at \$20,000.

During the three months ended December 31, 2021, the Company issued 90,000,000 shares of the Company's common stock in consideration for consulting services, to related parties to the Company. The shares were valued at \$0.0001 per share or \$9,000 based on the market price on the date of issuance.

During the three months ended December 31, 2021, the Company issued 43,000,000 shares of the Company's common stock in consideration for consulting services. The shares were valued at \$0.0002 per share or \$8,600 based on the market price on the date of issuance.

### Warrants

Warrants may be issued to third parties as payment for services, debt financing compensation and conversion, and in conjunction with the issuance of common stock. The fair value of each common stock warrant issued is estimated on the date of grant.

There was \$-0- and \$-0- of stock compensation expense recognized related to warrants for the quarter ended March 31, 2022 and 2021, respectively.

### **NOTE 14 – LEGAL**

On or about September 2, 2021, Copan Italia, S.p.A and Copan Industries, Inc. filed a patent infringement lawsuit with the United States International Trade Commission in regards to certain flocked swabs that are offered for sale against over two dozen companies, in order to prevent the further sale and use of those certain flocked swabs.

On or about October 13, 2021, the Company was notified about a lawsuit in Orange County, FL, in the amount of \$2,898,259 from Insight Funding Source, LLC, in order to collect on the July 30, 2021, Convertible Note.

### **NOTE 16 – SUBSEQUENT EVENTS**

On April 10, 2022, the Company issued 10,000,000 shares as per the Independent Contractor Consultant Agreements (the “Agreements”) with One Site Global Solutions, LLC and 360 Health Service LLC for 8,000,000 restricted shares and 2,000,000 restricted shares, entered into on April 1, 2022, at \$0.001 per share, respectively. The terms of the Agreements are for one year and are to help the Company with the growth of its sales and distribution of its products.

On April 19, 2022, the Company issued 164,000,000 restricted shares to its Officers, Directors, related parties and service providers at a price per share of \$0.0006, for services rendered during the first quarter of 2022.

On December 29, 2021, the Company resolved to issue 30,000,000 shares to Royal Enterprizes 888, LLC as per the terms of the independent contractor agreement, entered into on November 18, 2021, at a price per share of \$0.0001. The term of the contract is for one year and are to help the Company with the growth of its sales and distribution of its products. These shares are being issued subsequent to the end of the first quarter.

We evaluated subsequent events after the balance sheet date through the date the financial statements were issued. We did not identify any additional material events or transactions occurring during this subsequent event reporting period that required further recognition or disclosure in these financial statements.