

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Star8 Corporation

1100 Brickell Bay Dr. Suite 430

Miami, FL 33131

626.429.2780

pino@cafedominocoffee.com

Quarterly Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

263,573,782 as of March 31, 2025 (*Current Reporting Period Date or More Recent Date*)

263,573,782 as of December 31, 2024 (*Most Recent Completed Fiscal Year End*)

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

⁴ "Change in Control" shall mean any events resulting in:

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

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

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

Advanced Recording Instruments Inc to 1995
Instrumental Enterprises. To 1997
Immunis Corp Until July 18, 2007
Immunis Holding Corp Until September 27, 2010

Current State and Date of Incorporation or Registration: Delaware, July 15, 1987

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

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

None

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

None

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

None

Address of the issuer's principal executive office:

1100 Brickell Bay Dr . Suite 430
Miami, FL 33131

Address of the issuer's principal place of business:

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

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

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

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer
Phone: (800) 785-7782
Email: info@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy, Suite 300, Las Vegas, NV

Publicly Quoted or Traded Securities:

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

Trading symbol:	<u>STRH</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>85529C 106</u>	
Par or stated value:	<u>001</u>	
Total shares authorized:	<u>1,600,000,000</u>	as of date: <u>May 14, 2025</u>
Total shares outstanding:	<u>263,573,782</u>	as of date: <u>May 14, 2025</u>
Total number of shareholders of record:	<u>502</u>	as of date: <u>May 14, 2025</u>

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

None

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

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

Exact title and class of the security:	Series A	
Preferred Stock CUSIP (if applicable):	N/A	
Par or stated value:	0.001	
Total shares authorized:	1,100,000	as of date: <u>May 14, 2025</u>
Total shares outstanding (if applicable):	475,000	as of date: <u>May 14, 2025</u>
Total number of shareholders of record (if applicable):	<u>3</u>	as of date: <u>May 14, 2025</u>

Exact title and class of the security:	Series B	
Preferred Stock CUSIP (if applicable):	N/A	
Par or stated value:	0.001	
Total shares authorized:	100,000	as of date: <u>May 14, 2025</u>
Total shares outstanding (if applicable):	100,000	as of date: <u>May 14, 2025</u>
Total number of shareholders of record (if applicable):	<u>1</u>	as of date: <u>May 14, 2025</u>

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

None

Security Description:

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

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

Common Stock par value \$0.001 per share ("Common Stock"), each share of which is entitled to one vote on all matters. The holders of the Common Stock are entitled to receive dividends out of funds legally available therefor, when and as declared by the Board of Directors. The holders of the Common Stock do not have preemptive rights.

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

Series A Preferred Stock, par value of \$0.001, of which 1,100,000 shares authorized, each share of which is redeemable for equal to 400 common shares. The Class A Preferred Stock has not dividend rights or voting rights except as required by law. The Series A Preferred Stock has a liquidation preference equal to \$0.001 per share.

Series B Convertible Preferred Stock, par value \$0.001 ("Series B") of which 100,000 shares are authorized have, in the aggregate, voting power equal to Sixty Five Percent (65%) of the total of all shares able to vote on all matters. Series B is entitled to receive dividends that are declared on the Common Stock. The Series B is convertible in the aggregate into a number shares equal to 65% of the of the resulting common stock thereafter outstanding.

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

None

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

None

3) Issuance History

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

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

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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date 12.31.21 Common: 293,873,782 Preferred: 475,000			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
1.26.22	New	656,250	Common	.01	No	Sean Kelly	Services	Restricted	4(a)(2)
1.26.22	New	1,312,500	Common	.01	No	Christopher Bosco	Services	Restricted	4(a)(2)
1.26.22	New	1,781,250	Common	.01	No	Bradley Reeser	Services	Restricted	4(a)(2)
1.26.22	New	937,500	Common	.01	No	Austin Mancuso	Services	Restricted	4(a)(2)
3.22.22	New	50,000	Class A Preferred	N/A	No	Mario Diez	Services	Restricted	4(a)(2)
5.18.22	New	500,000	Common	.001	No	Alejandro Perez	Services	Restricted	4(a)(2)
5.18.22	New	900,000	Common	.01	No	Bart Butler	Services	Restricted	4(a)(2)
5.18.22	New	1,000,000	Common	.01	No	Steven Siegel	Services	Restricted	4(a)(2)
7.1.22	Returned	(70,687,500)	Common	.01	No	Boosted Capital			
7.1.22	New	10,000,000	Common	.01	No	Mario Diez	Services	Restricted	4(a)(2)
11.4.22	New	100,000	Series B Preferred	N/A	No	Michael Knox	Services	Restricted	4(a)(2)
11.4.22	New	800,000	Common	.01	No	Steven Siegel	Services	Restricted	4(a)(2)
11.5.22	New	2,500,000	Common	.01	No	Steven Siegel	Services	Restricted	4(a)(2)

3.13.23	Returned	(100,000)	Series B Preferred	N/A	No	Michael Knox	Services	Restricted	4(a)(2)
3.13.23	New	100,000	Series B Preferred	N/A	No	Pino Impagliazzo	Services	Restricted	4(a)(2)
6.5.24	New	20,000,000	Common	.01	No	Sweetwater Park, Inc. – John Daley	Preferred Stock Conversion	Restricted	4(a)(2)
Shares Outstanding on Date of This Report: <u>Ending Balance</u> <u>Ending Balance:</u> <u>Date 3.31.25</u>			Common: <u>263,573,782</u> Preferred A & B: <u>625,000</u>						

B. Promissory and Convertible Notes

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

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁵	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>10.6.21</u>	<u>100,000</u>	<u>114,930</u>	<u>10.6.22</u>	<u>80% of VWAP to Common Stock</u>		<u>4,597,200</u>	<u>Blue Harmon LLC Sharon Robinson</u>	<u>Loan</u>
<u>3.22.21</u>	<u>50,000</u>	<u>56,242</u>	<u>3.22.22</u>	<u>50% of VWAP to Common Stock</u>		<u>2,249,680</u>	<u>F.A. Elimar LLC Francisco Deuringer</u>	<u>Loan</u>
<u>11.29.21</u>	<u>100,000</u>	<u>114,042</u>	<u>11.29.22</u>	<u>80% of VWAP to Common Stock</u>		<u>4,561,680</u>	<u>Highlife Inc Devon Robinson</u>	<u>Loan</u>
<u>10.6.21</u>	<u>100,000</u>	<u>114,950</u>	<u>10.6.22</u>	<u>80% of VWAP to Common Stock</u>		<u>4,598,000</u>	<u>RMR Investment Firm Inc Russel Robinson</u>	<u>Loan</u>
<u>10.6.21</u>	<u>100,000</u>	<u>114,950</u>	<u>10.6.22</u>	<u>80% of VWAP to Common Stock</u>		<u>4,598,000</u>	<u>.Robinson Network Inc Robert Robinson</u>	<u>Loan</u>
<u>6.23.23</u>	<u>50,000</u>	<u>53,333</u>	<u>6.23.24</u>	<u>80% of VWAP to Common Stock</u>		<u>2,133,320</u>	<u>Adha Fady Kadai</u>	<u>Loan</u>
<u>7.18.23</u>	<u>10,000</u>	<u>10,667</u>	<u>7.18.24</u>	<u>80% of VWAP to Common Stock</u>		<u>426,680</u>	<u>Lee Doucette</u>	<u>Loan</u>
<u>7.20.23</u>	<u>10,000</u>	<u>10,667</u>	<u>7.20.24</u>	<u>80% of VWAP to Common Stock</u>		<u>426,680</u>	<u>Craig Capurso</u>	<u>Loan</u>
<u>7.24.23</u>	<u>5,000</u>	<u>5,333</u>	<u>7.24.23</u>	<u>80% of VWAP to Common Stock</u>		<u>213,320</u>	<u>Susan Downing</u>	<u>Loan</u>
<u>11.9.23</u>	<u>25,000</u>	<u>26,042</u>	<u>11.9.24</u>	<u>80% of VWAP to Common Stock</u>		<u>1,041,680</u>	<u>Jaspreet Sekhon</u>	<u>Loan</u>

Total Outstanding Balance: 621,156

Total Shares: 24,846,240

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

4) Issuer's Business, Products and Services

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

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

Provides coffee distribution and service

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

- (1) Caffè Lingo, Inc.
- (2) Impagliazzo Holdings Group, Inc.

C. Describe the issuers' principal products or services.

Cafe Domino is strategically positioned to capitalize on the financial strain experienced by consumers. Our company offers a remarkable product at a reasonable price, catering to the growing demand for high-quality coffee.

Our plan is to establish Cafe Domino as a leader in the coffee industry by embracing innovation and staying ahead of the market trends. To do this, we will take advantage of the current preferences of gourmet coffee enthusiasts while still maintaining affordable prices. One of the key strategies we will implement is expanding our reach into untapped markets.

5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

None – Office space supplied by management at no cost.

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

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

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

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

Leadership Structure

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Affiliation with Company (e.g. Officer Title/Director/ Owner of more than 5%)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
SEAN KELLY	5%	PLANTATION FL 33317-5002	29,700,000	COMMON	10.147%
CHRISTOPHER BOSCO	5%	FORT LAUDERDALE FL 33301-2714	27,060,000	COMMON	9.484%
WIRELESS TRADE GROUP, INC. (ROWLAND OKOTORE)	5%	MISSISSAUGA, ONTARIO, QC CANADA	19,146,238	COMMON	6.5018%
BRIGHT TALENT DEVELOPMENTS LIMITED (OLIVIA LAI)	5%	5TH FLOOR DAH SING LIFE BLDG 99-105 DES VOEUX ROAD CENTRAL HONG KONG	19,000,000	COMMON	6.452%
ELITE CHARM HOLDINGS LIMITED (OLIVIA LAI)	5%	5TH FLOOR DAH SING LIFE BLDG 99-105 DES VOEUX ROAD CENTRAL HONG KONG	19,000,000	COMMON	6.452%
LEUNG CHI MING	5%	TSIMSHATSUI KOWLOON SAR HONG KONG	18,000,000	COMMON	6.112%
PINO IMPAGLIAZZO	CEO	MIAMI, FL	100,000	SERIES B PREFERRED	100%
CHARTERED SERVICES, LLC (JOHNATON THAU)	5% Holder	Boca Raton, FL	250,000	SERIES A PREFERRED	52.6%
SWEETWATER PARK INC (JOHN DALEY)	5% Holder	Overland Park, LS	175,000	SERIES A PREFERRED	36.8%
SWEETWATER PARK INC (JOHN DALEY)	5% Holder	Overland Park, LS	20,000,000	COMMON	7.58%

7) Legal/Disciplinary History

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

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

No

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

No

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

No

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

No

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

No

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

No

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

None

8) Third Party Service Providers

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

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.
Securities Counsel (must include Counsel preparing Attorney Letters).

Securities Counsel

Name: Jonathan Leinwand, Esq.
Firm: Jonathan D. Leinwand, P.A.
Address 1: 18305 Biscayne Blvd., Suite 200
Address 2: Aventura, FL 33160
Phone: 954-903-7856
Email: jonathan@jdlpa.com

Accountant or Auditor

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

Investor Relations

N/A

All other means of Investor Communication:

Twitter _____
Discord: _____
LinkedIn _____
Facebook: _____
Instagram _____

Other Service Providers

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

Name: N/A
Firm: N/A
Address 1: N/A
Address 2: N/A

Phone: N/A
Email: N/A

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of

individual): Name: Gianluca Scarponi
Title: CEO
Relationship to Issuer: CEO

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

- ☐ IFRS
☒ U.S. GAAP

C. The following financial statements were prepared by (name

of individual): Name: Robert Hymers
Title: Accountant
Relationship to Issuer: Accounting Service Provider

Describe the qualifications of the person or persons who prepared the financial statements: Over 25 years of corporate finance and accounting experience in the film, television, and public relations sectors

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Gianluca Scarponi

1. I have reviewed this Disclosure Statement for Star8 Corporation;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

5/14/2025

/s/ Gianluca Scarponi

Principal Financial Officer:

I, Gianluca Scarponi certify that:

I have reviewed this Disclosure Statement for Star8 Corporation;

1. 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
2. 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.

5/14/2024

/s/ Gianluca Scarponi

Star 8 Corporation
Balance Sheet
As of March 31, 2025

	<u>As of Mar 31, 2025</u>	<u>As of Dec 31, 2024(PY)</u>
ASSETS		
Current Assets		
Bank Accounts	\$4,937	\$83,503
Accounts Receivable	43,116	194,059
Other Current Assets	519,689	905,404
Total Current Assets	<u>567,742</u>	<u>1,182,965</u>
Fixed Assets	128,014	137,608
TOTAL ASSETS	<u><u>695,756</u></u>	<u><u>1,320,573</u></u>
 LIABILITIES AND EQUITY		
Liabilities		
Current Liabilities	98,062	120,632
Long-Term Liabilities		
Accrued Interest	22,137	106,656
Long Term Loans	221,046	701,715
Total Long-Term Liabilities	<u>243,183</u>	<u>808,371</u>
Total Liabilities	<u>341,246</u>	<u>929,003</u>
Equity		
* Shareholders Equity	-	-
*Stock	326,074	306,074
Additional Paid Ip Capital	66,900	86,900
Caffe Lingo Equity	3,432	3,430
Impagliazzo - Equity	427,332	427,332
Retained Earnings	(469,227)	(432,166)
Total Equity	<u>354,511</u>	<u>391,570</u>
TOTAL LIABILITIES AND EQUITY	<u><u>\$695,757</u></u>	<u><u>\$1,320,573</u></u>

Star8 Corporation
Profit and Loss
January - March 2025

	Jan - Mar 2025	Jan - Mar 2024
Income		
Sales - Coffee Products	\$ 442,080	\$ 225,144
Total Income	<u>442,080</u>	<u>225,144</u>
Cost of Goods		
Sold	443,262	96,787
Coffee Products		
Total Cost of Goods Sold	<u>443,262</u>	<u>96,787</u>
Gross Profit	<u>(1,182)</u>	<u>128,357</u>
Expenses		
Accounting Fees	-	1,800
Bank Service Charges	-	46
Computer and Internet Expenses	2,513	150
Professional Fees	8,164	-
Rent	1,500	-
Taxes and Licenses	1,075	-
Insurance Expenses	439	-
Depreciation Expense	-	9,174
Meals & Entertainment	-	127
Contributions	3,980	-
Termination fees	1,047	-
Payroll	12,188	-
Expenses	-	66
Travel		8
Total Expenses	<u>30,906</u>	<u>11,965</u>
Net Operating Income	(32,088)	116,392
Other Expenses	4,804	12,250
Interest Expenses	169	-
Total Other Expenses	<u>4,973</u>	<u>12,250</u>
Net Other Income	<u>(4,973)</u>	<u>(12,250)</u>
Net Income	<u><u>\$(37,061)</u></u>	<u><u>\$ 104,142</u></u>

Star8 Corporation
STATEMENT OF STOCKHOLDERS' EQUITY
For the period ended March 31, 2025

	Number of Common Shares	Par Value of Common Stock	Number of Preferred Shares	Par Value of Preferred Stock	Additional Paid in Capital	Accumulated Deficit	Total Shareholders' Equity
BALANCE AT DECEMBER 31, 2023	235,686,282	235,686	625,000	62,500	734,337	(722,244)	310,280
Issuance of Shares	7,887,500	7,888	-	-	(175,720)	-	-167,832
Net Income - March 31, 2024	-	-	-	-	-	104,142	104,142
BALANCE AT MARCH 31, 2024	243,573,782	243,574	625,000	62,500	558,617	(618,102)	246,509
BALANCE AT DECEMBER 31, 2024	263,573,782	263,574	625,000	62,500	497,662	(432,166)	391,570
Net Income - March 31, 2025	-	-	-	-	-	(37,061)	(37,061)
BALANCE AT MARCH 31, 2025	263,573,782	263,574	625,000	62,500	497,662	(469,227)	354,509

Star8 Corporation
Statement of Cash Flows
January - March, 2025

	Total
Cash flows from operating activities:	
Net income (loss)	\$ (37,061)
Adjustments to reconcile net income (loss) to net cash used in operating activities: Changes in operating assets and liabilities:	
Accounts Receivable	150,943
Other Current Assets	385,714
Current Liabilities	(22,570)
Accrued Interest	(84,519)
Net cash used in operating activities	<u>392,508</u>
Cash flows from investing activities:	
Proceeds from sale of fixed assets	<u>9,594</u>
Net cash (used in) provided by investing activities	<u>9,594</u>
Cash flows from financing activities:	
Repayment of loans	<u>(480,669)</u>
Net cash provided by financing activities	<u>(480,669)</u>
Net (decrease) increase in cash and cash equivalents	<u>(78,567)</u>
Cash and cash equivalents at beginning of year	83,503
Cash and cash equivalents at end of year	<u><u>\$ 4,937</u></u>

STAR8 Corporation
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

1. Organization and Formation

The Issuer was originally formed in the State of Delaware on July 15, 1987. Also, in 1987 the Issuer merged with A.R.I. Inc., and changed its name to Advanced Recording Instruments Inc. In 1995, the Issuer again changed its name to Instrumental Enterprises. In 1997, the Issuer changed its name to Immunis Holding Corp and operated as such until 2010. On September 28, 2010, the Issuer acquired 100% of 1664914 Ontario Limited, affected a 1 for 100 reverse-split and changed its name to Star8 Corporation. Star8 is preparing to launch a smart mobile phone that is targeted at the pre-paid mobile phone market delivering an ultralow cost mobile email and messaging phone. The solution will be broadly marketed to the pre-paid consumer market giving the Company a large potential market from which to draw customers. The Issuer is currently completing a technology acquisition to assist in the development of its lost cost mobile email phone. The Issuer has also begun to seek out potential financing required to execute on the business plan.

On February 22, 2023 the Company acquired two subsidiaries (1) Caffe Lingo, Inc. (Delaware) and Impagliazzo Holdings Group, Inc. (Delaware). Both entities filed to do business in the State of Florida under the name of Cafe Domino FL01 LLC.

Cafe Domino is strategically positioned to capitalize on the financial strain experienced by consumers. Our company offers a remarkable product at a reasonable price, catering to the growing demand for high-quality coffee.

Our plan is to establish Cafe Domino as a leader in the coffee industry by embracing innovation and staying ahead of the market trends. To do this, we will take advantage of the current preferences of gourmet coffee enthusiasts while still maintaining affordable prices. One of the key strategies we will implement is expanding our reach into untapped markets.

Basis of Presentation

The accompanying condensed consolidated financial statements have been prepared by us, without audit. In the opinion of our management, all adjustments considered necessary for a fair presentation have been included. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. We believe that the disclosures provided are adequate to make the information presented not misleading.

2. Going Concern

These financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities in the normal course of our business. As reflected in the accompanying financial statements, Star8 had an accumulated deficit of \$469,227 as of March 31, 2025. Also, as of December 31, 2024, we had limited liquid and capital resources. We are currently largely dependent upon obtaining sufficient short and long term financing in order to continue running and expanding our operations. The foregoing factors raise substantial doubt about our ability to continue as a going concern. Ultimately, our ability to continue as a going concern is dependent upon our ability to attract new sources of capital, exploit the growing telecom services market in order to attain a reasonable threshold of operating efficiency and achieve profitable operations. The financial statements do not include any adjustments that might be necessary if we are unable to continue as a going concern.

3. Recent Accounting Pronouncements

In January 2010, the FASB issued ASU No. 2010-06 regarding fair value measurements and disclosures and improvement in the disclosure about fair value measurements. This ASU requires additional disclosures regarding significant transfers in and out of Levels 1 and 2 of fair value measurements, including a description of the reasons for the transfers. Further, this ASU requires additional disclosures for the activity in Level 3 fair value measurements, requiring presentation of information about purchases, sales, issuances, and settlements in the reconciliation for fair value measurements. This ASU is effective for fiscal years beginning after December 15, 2010, and for interim periods within those fiscal years. We are currently evaluating the impact of this ASU; however, we do not expect the adoption of this ASU to have a material impact on our consolidated financial statements.

In February 2010, the FASB issued ASU No. 2010-09 regarding subsequent events and amendments to certain recognition and disclosure requirements. Under this ASU, a public company that is a SEC filer, as defined, is not required to disclose the date through which subsequent events have been evaluated. This ASU is effective upon the issuance of this ASU. The adoption of this ASU did not have a material impact on our consolidated financial statements. In April 2010, the FASB issued ASU No. 2010-18 regarding improving comparability by eliminating diversity in practice about the treatment of modifications of loans accounted for within pools under Subtopic 310-30 – Receivable – Loans and Debt Securities Acquired with Deteriorated Credit Quality (“Subtopic 310-30”). Furthermore, the amendments clarify guidance about maintaining the integrity of a pool as the unit of accounting for acquired loans with credit deterioration. Loans accounted for individually under Subtopic 310-30 continue to be subject to the troubled debt restructuring accounting provisions within Subtopic 310-40, Receivables— Troubled Debt Restructurings by Creditors. The amendments in this Update are effective for modifications of loans accounted for within pools under Subtopic 310-30 occurring in the first interim or annual period ending on or after July 15, 2010. The amendments are to be applied prospectively. Early adoption is permitted. We are currently evaluating the impact of this ASU; however, we do not expect the adoption of this ASU to have a material impact on our consolidated financial statements.

In September 2009, in accordance with accounting pronouncements that applies to arrangements with multiple deliverables and provides another alternative for determining the selling price of deliverables. In addition, the residual method of allocating arrangement consideration is no longer permitted under this guidance. The guidance is effective for fiscal years beginning on or after July 15, 2010. We are currently evaluating the potential impact, if any, of the adoption of this guidance on our consolidated financial statements.

In September 2009, in accordance with accounting pronouncements which removes non-software components of tangible products and certain software components of tangible products from the scope of existing software revenue guidance, resulting in the recognition of revenue similar to that for other tangible products. It also requires expanded qualitative and quantitative disclosures. The guidance is effective for fiscal years beginning on or after June 15, 2010. We are currently evaluating the potential impact, if any, of the adoption of this guidance on our consolidated financial statements.

In June 2009, in accordance with accounting pronouncements for determining whether an entity is a variable interest entity (“VIE”) and requires an enterprise to perform an analysis to determine whether the enterprise's variable interest or interests give it a controlling financial interest in a VIE. Under this guidance, an enterprise has a controlling financial interest when it has a) the power to direct the activities of a VIE that most significantly impact the entity's economic performance and b) the obligation to absorb losses of the entity or the right to receive benefits from the entity that could potentially be significant to the VIE. The guidance also requires an enterprise to assess whether it has an implicit financial responsibility to ensure that a VIE operates as designed when determining whether it has power to direct the activities of the VIE that most significantly impact the entity's economic performance. The guidance also requires ongoing assessments of whether an enterprise is the primary beneficiary of a VIE, requires enhanced disclosures and eliminates the scope exclusion for qualifying special-purpose entities. The guidance is effective for fiscal years beginning after November 15, 2009. We are currently evaluating the potential impact, if any, of the adoption of this guidance on our consolidated financial statements. Management does not believe that there are any recently-issued, but not yet effective, accounting standards that could have a material effect on the

accompanying financial statements.

4. Commitments and Contingencies

The Company has no long-term lease commitments or contingencies.

5. Related Party Transactions

Loans:

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. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>10.6.21</u>	<u>114,930</u>	<u>100,000</u>	<u>17,930</u>	<u>10.6.22</u>	<u>80% of VWAP to Common Stock</u>	<u>Blue Harmon LLC</u> <u>Sharon Robinson</u>	<u>Loan</u>
<u>3.22.21</u>	<u>56,242</u>	<u>50,000</u>	<u>7,742</u>	<u>3.22.22</u>	<u>50% of VWAP to Common Stock</u>	<u>F.A. Elimar LLC</u> <u>Francisco</u> <u>Deuringer</u>	<u>Loan</u>
<u>11.29.21</u>	<u>114,042</u>	<u>100,000</u>	<u>17,042</u>	<u>11.29.22</u>	<u>80% of VWAP to Common Stock</u>	<u>Highlife Inc</u> <u>Devon Robinson</u>	<u>Loan</u>
<u>10.6.21</u>	<u>114,950</u>	<u>100,000</u>	<u>17,950</u>	<u>10.6.22</u>	<u>80% of VWAP to Common Stock</u>	<u>RMR Investment Firm Inc</u> <u>Russel Robinson</u>	<u>Loan</u>
<u>10.6.21</u>	<u>114,950</u>	<u>100,000</u>	<u>17,950</u>	<u>10.6.22</u>	<u>80% of VWAP to Common Stock</u>	<u>.Robinson</u> <u>Network Inc</u> <u>Robert</u> <u>Robinson</u>	<u>Loan</u>

6. Issuer's Business, Products and Services/ Management Discussion and Analysis

The following management's discussion and analysis ("MD&A") should be read in conjunction with Star8 Corporations financial statements for the year ended December 31, 2024, and the notes thereto. Additional information relating to Star8 Corporation. ("Star8" or the "Issuer") is available at www.star8corp.com.

The subsidiaries Rari, Palm Nutrition and Vibe Holdings have been sold. The assets, liabilities, shares and equity issued has been reverted back to each individual company.

7. Subsequent Events

A change in company control is currently underway. The terms of this change are currently being negotiated. This change is expected to be completed by end of year 2025.

Forward-looking Statements

Certain statements included in this document constitute forward-looking statements, including those identified by the expressions anticipate, believe, plan, estimate, expect, intend, and similar expressions to the extent they relate to Star8 or its management. These forward-looking statements are not facts, promises, or guarantees; rather, they reflect current expectations regarding future results or events. These forward-looking statements are subject to risks and uncertainties that could cause actual results, activities, performance, or events to differ materially from current expectations. These include risks related to revenue growth, operating results, industry, products, and litigation, as well as the matters discussed in Star8's MD&A under Risk Factors. Readers should not place undue reliance on any such forward-looking statements. Star8 disclaims any obligation to publicly update or to revise any such statements to reflect any change in the Company's expectations or in events, conditions, or circumstances on which any such statements may be based, or that may affect the likelihood that actual results will differ from those set forth in the forward-looking statemen

