QUARTERLY REPORT

Pursuant to Rule 15c2-(11)(a)(5)

For

NOHO, INC.

For the Period Ended March 31, 2017

Dated: May 22, 2017

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

NOHO, INC.

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NOHO, INC.
QUARTERLY REPORT

All information contained in this Annual Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

No dealer, salesman or any other person has been authorized to give any information or to make any representations not contained herein in connection with the Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Issuer's Annual Report.

ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The exact name of the Issuer is:

NOHO, Inc. (hereinafter referred to as "NOHO", "DRNK", "Issuer" or "Company").

The names of the Issuer's predecessors:

The Company was incorporated in the State of Wyoming on September 30, 2011 under the name RealEstate Pathways, Inc.

On January 9, 2013, the Company changed its name from RealEstate Pathways, Inc. to NOHO, Inc. The amendment occurred as a result of our stockholders approving the amendment at the 2012 Annual Meeting of Stockholders and a subsequent vote by the Board of Directors.

ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES

Company Headquarters:
2122 E. Highland Avenue, Suite 425
Phoenix, AZ. 85016
Telephone: 480-306-7319
www.nohodrink.com

Investor Relations Firm:
None

ITEM 3. SECURITY INFORMATION

Trading symbol
The Company's trading symbol is DRNK.

Exact title and class of securities outstanding
Common stock

CUSIP
The Company's CUSIP is 65528C208.

Par or Stated Value:
The Company's Common Stock has a par value of $0.001.

Total Shares Authorized:

Common stock authorized as of May 19, 2017, 25,000,000,000

Preferred stock authorized as of May 19, 2017, 50,000,000

Total Shares Outstanding

Common stock outstanding as of May 19, 2017 and March 31, 2017: 8,243,553,970 and 5,549,380,373
Series A Preferred stock outstanding as of May 19, 2017 and March 31, 2017: 10,000,000
Series B Preferred stock outstanding as of May 19, 2017 and March 31, 2017: 21,600,000
Series C Preferred stock outstanding as of May 19, 2017 and March 31, 2017: 300,000

Transfer Agent
Interwest Transfer Company
1981 Murray Holladay Road, Suite 100
Salt Lake City, UT 84117
Tel: 801-272-9294
Fax: 801-277-3147
www.interwesttc.com

Restrictions on the transfer of any security:
None

Describe any trading suspension orders issued by the SEC in the past 12 months:
None

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

On September 9, 2016, NOHO, by and through its Board of Directors and majority shareholder entered into a share exchange agreement (the "Agreement") with Media360 Licensing, Inc., A Wyoming corporation ("Media360"). Pursuant to the Agreement, as amended, David Mersky ("Mersky"), the sole shareholder of Media360 exchanged 100% of his shares of common stock of Media360 for 54,000,000,000 shares of common stock of the Company. As a result, Media360 become a wholly-owned subsidiary of the Company and the business of Media360 shall continue through the Company. Subsequent to the Agreement, Mersky exchanged the 54,000,000 shares of common stock for 21,600,000 shares of Series B Preferred Stock. The Series B preferred stock has no voting rights and has conversion rights whereby each share of preferred stock converts to 140 shares of common stock.

On September 1, 2016, Media360 entered into a license agreement with Essential Marketing Systems, LLC. (the "EMS License"), an Arizona limited liability company ("EMS"). Pursuant to the EMS License Media360 was to pay EMS a royalty of 7.5% of revenues generated as a result of Media360's sales and marketing efforts, of EMS's in the states of Arizona, California, New York, Washington and Florida.

On November 28, 2016, Noho entered into an Asset Purchase Agreement with The Weaver Group, LLC (the "Weaver APA"), a Arizona limited liability company ("Weaver"). Weaver owns and operates a mobile marketing platform and application in the digital ad-tech space (the "Weaver Brand Assets"). Weaver licenses its brand assets in areas where it does not itself operate. Pursuant to the Weaver APA, Mersky issued 4,320,000 shares of Series B Preferred stock he owned in consideration for Noho acquiring the Weaver Brand Assets, including 1Tapp and all associated applications. David Weaver, the sole member of Weaver is a related party as he is a member of the Board of Directors of Noho.

On December 4, 2016, Noho entered into an Asset Purchase Agreement with EMS (the "EMS APA"). EMS owns 100% of Media360 LLC, which owns and operates multiple marketing platforms in the mobile advertising space (the "EMS Brand Assets"). EMS licenses its brand assets in areas where it does not itself operate. Pursuant to the EMS APA, Noho issued 300,000 shares of Series C Preferred Stock in exchange for the EMS Brand Assets, including approximately $1.2 million of inventory of tv's and tablet screens. Noho also agreed to assume a promissory note in the amount of $521,975 payable to Mersky (the "Mersky Note"). As a result of the EMS APA, the License Agreement between Media360 and EMS was terminated, as NOHO now owns the EMS Brand Assets. On December 28, 2016, Mersky allocated 2,160,000 shares of Series B Preferred stock he owned in exchange for the cancellation of the Mersky Note.

On December 9, 2016, Noho entered into an Asset Purchase Agreement with ChoiceAdz.com, Inc. (the "Choice APA"), a California corporation ("ChoiceAdz"). ChoiceAdz owns and operates a suite of business products and marketing services in the digital ad-tech space (the "Choice Brand Assets"). Pursuant to the Choice APA, Mersky issued 2,160,000 shares of Series B Preferred stock he owned in consideration for Noho acquiring the Choice Brand Assets.

On December 29, 2016, Noho entered into an Asset Purchase Agreement with Make It Rain Enterprises, Inc. (the "MIR APA"), an Arizona corporation ("Make It Rain"). Make It Rain owns and operates multiple marketing platforms in the mobile advertising space, including a license of the Placemaker product and program (the "MIR Brand Assets"). Pursuant to the MIR APA Mersky allocated 8,640,000 shares of Series B Preferred stock he owned, to represent the consideration for Noho to have acquired the MIR Brand Assets. Mersky, is the sole owner of Make It Rain. As a result of this APA, the prior distributor agreement between Make it Rain and Media360 Licensing resulted in the consolidation and elimination of all prior activity, including revenue.

On April 26, 2017, the Company filed Amended and Restated Articles of Incorporation with the Secretary of State Wyoming, reducing the authorized capital stock of the Company to 25,050,000,000; comprised of 25,000,000,000 shares of common stock and 50,000,000 shares of preferred stock.

ITEM 4. ISSUANCE HISTORY

Events by the Issuer Resulting in Changes in Total Outstanding Shares for the Past Two Fiscal Years:

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two-year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

For the three months ended March 31, 2017 the following shares were issued:

On March 2, 2017, the Company issued 259,217,958 free trading shares of common stock upon the partial conversion of $14,247 of the March 4, 2015 convertible debt. The shares were issued at $0.000055 per share.

Shares issued since April 1, 2017:

On April 26, 2017, the Company issued 183,217,958 shares of free trading common stock upon the conversion of $10,077 of a portion of a convertible debenture. The shares were issued at $0.000055 per share.

On April 28, 2017, the Company issued 500,000,000 shares of free trading common stock upon the conversion of $25,000 of a portion of a convertible debenture. The shares were issued at $0.00005 per share.

On May 1, 2017, the Company issued 503,839,276 shares of free trading common stock upon the conversion of $27,711 of a portion of a convertible debenture. The shares were issued at $0.000055 per share.

On May 8, 2017, the Company issued 275,000,000 shares of free trading common stock upon the conversion of $13,569 of a portion of a convertible debenture. The shares were issued at $0.00005 per share.

On May 15, 2017, the Company issued 437,192,909 shares of free trading common stock upon the conversion of $24,046 of a portion of a convertible debenture. The shares were issued at $0.000055 per share.

On May 17, 2017, the Company issued 440,000,000 shares of free trading common stock upon the conversion of $21,909 of a portion of a convertible debenture. The shares were issued at $0.00005 per share.

On May 18, 2017, the Company issued 354,923,454 shares of free trading common stock upon the conversion of $19,521 of accrued and unpaid interest of a convertible debenture. The shares were issued at $0.00005 per share.

For the year ended December 31, 2016 the following shares were issued:

Date	Name of Person or Entity	Shares	Price	Amount Converted	Nature	Trading Status
1/6/2016	Investor	125,408,356	$0.000090	11,261.67	R	Free trading
1/22/2016	Investor	71,256,000	$0.000055	3,919.08	R	Free trading

1/26/2016	Investor	131,553,365	$0.000055	7,235.44	R	Free trading
1/26/2015	MICHAEL HANSEN	25,000,000			R	Restricted
2/22/2016	DOLCE B INVESTMENTS	2,500,000,000			O	Restricted
2/22/2016	Investor	166,521,909	$0.000055	9,158.70	R	Free trading
3/10/2016	Investor	82,419,935	$0.000081	6,643.05	R	Free trading
3/11/2016	Investor	50,000,000	$0.000097	4,855.00	R	Free trading
3/17/2016	Investor	52,000,000	$0.000108	5,616.00	R	Free trading
3/22/2016	Investor	277,777,778	$0.000090	25,000.00	R	Free trading
3/21/2016	Investor	35,000,000	$0.000110	3,850.00	R	Free trading
3/28/2016	Investor	50,000,000	$0.000110	5,500.00	R	Free trading
3/28/2016	Investor	50,000,000	$0.000110	5,500.00	R	Free trading
4/5/2016	Investor	40,972,272	$0.000110	4,506.95	R	Free trading
4/5/2016	Investor	18,083,545	$0.000110	1,989.19	R	Free trading
4/24/2016	Investor	240,678,000	$0.000055	13,237.29	R	Free trading
4/28/2016	Investor	197,890,909	$0.000055	10,884.00	R	Free trading
5/23/2016	Investor	66,381,833	$0.000600	3,982.91	R	Free trading
7/13/2016	Investor	271,896,335	$0.000060	16,313.78	R	Free trading
8/25/2016	Investor	173,554,000	$0.000060	10,413.24	R	Free trading
10/25/2016	LUCERO, ESTEVAN R.	250,000,000	$0.000100	25,000.00	S	Restricted
11/16/2016	Investor	173,231,090	0.000055	9,527.71	R	Free trading
11/18/2016	Investor	51,702,000	0.000055	2,843.63	R	Free trading
11/21/2016	Investor	307,083,333	$0.000060	18,425.00	R	Free trading
11/28/2016	DOLCE B INVESTMENTS	(2,500,000,000)			O	Restricted
11/29/2016	Investor	181,818,000	$0.000055	10,000.00	R	Free trading
11/30/2016	Investor	93,621,636	$0.000055	5,149.19	R	Free trading
11/29/2016	Investor	179,105,589	$0.000055	9,850.81	R	Free trading
11/30/2016	Investor	288,333,333	$0.000060	17,300.00	R	Free trading
12/7/2016	Investor	217,073,041	$0.000060	13,686.22	R	Free trading

For the year ended December 31, 2015, the following shares were issued:

During the three months ended December 31, 2015, the Company authorized the issuance of a total of 145,099,910 shares of common stock in connection with convertible debenture in the amount of $109,676.

During the three months ended September 30, 2015, the Company authorized the issuance of a total of 128,774,948 shares of common stock in connection with convertible debenture in the amount of $59,228.

During the three months ended June 30, 2015, the Company issued 1,000,000 shares of its common stock for to various employees and consultants in exchange for services rendered. The aggregate fair value of these issuances was $1,100. Upon receiving request for conversion of convertible notes payable the Company issued 228,390,400 shares retiring debts equal to 160,554.

During the three months ended March 31, 2015, the Company issued 350,000 shares of its common stock for to various employees and consultants in exchange for services rendered. The aggregate fair value of these issuances was $3,043. Additionally, the Company issued and sold 150,000 shares of its common stock for an aggregate purchase price of $3,000. Further, the company issued 305,556 shares as incentives for debt financing. Upon receiving request for conversion of convertible notes payable the Company issued 259,312,862 shares retiring debts equal to 542,633.

Subsequent to March 31, 2017, the following shares of common stock have been issued:

On April 26, 2017, the Company issued 183,217,958 shares of free trading common stock upon the conversion of $10,077 of a portion of a convertible debenture. The shares were issued at $0.000055 per share.

On April 28, 2017, the Company issued 500,000,000 shares of free trading common stock upon the conversion of $25,000 of a portion of a convertible debenture. The shares were issued at $0.00005 per share.

ITEM 5. FINANCIAL STATEMENTS

Unaudited consolidated financial statements for the Company for the three months ended March 31, 2017, are included herein.

NOHO, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited)

	March 31, 2017	December 31, 2016
ASSETS		
Current assets:		
Cash	$ 1,403	$ 42,354
Accounts receivable	204,847	204,577
Inventory	160,875	162,000
Assets held for lease	1,012,967	1,012,967
Due from related party	-	2,000
Other receivables, net of allowance of $412,171	-	-
Total current assets	1,380,092	1,423,898
Long Term Assets:		
Fixed assets, net of accumulated depreciation of $1,086 (2017) and $388 (2016)	12,868	13,566
Intangible assets, net of accumulated amortization of $68,031 (2017) and $64,022 (2016)	2,810,254	2,814,263
Security deposit	6,035	6,035
Total assets	$ 4,209,249	$ 4,257,762
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 26,136	$ 14,772
Bank overdraft	192	-
Accrued interest	124,232	97,633
Derivative liability	1,678,273	1,563,412
Advances payable - related party	17,725	-
Convertible notes payable, net of discounts of $226,983 (2017) and $268,367 (2016)	754,256	681,770
Total current liabilities	2,600,814	2,357,587
Commitments & contingencies	410,216	412,170
Total liabilities	3,011,030	2,769,757
Stockholders' equity:		
Common stock, $0.001 par value, 25,000,000,000 shares authorized, 5,549,380,373 (2017) and 5,290,162,415 (2016), shares issued and outstanding	5,549,380	5,290,162
Preferred stock, $0.001 par value 50,000,000 authorized		
Series A, $0.001 par value,10,000,000 authorized and issued	10,000	10,000
Series B, $0.001 par value, 25,000,000 authorized and 21,600,000 issued	21,600	21,600
Series C, $0.001 par value, 300,000 authorized and issued	300	300
Additional paid in capital	(3,028,657)	(2,871,855)
Accumulated (deficit)	(1,354,404)	(962,202)
Total stockholders' equity	1,198,219	1,488,005
Total liabilities and stockholders' equity	$ 4,209,249	$ 4,257,762

See notes to condensed consolidated financial statements.

NOHO, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

		Three months ended March 31, 2017
Software sales	$	9,340
Product sales		2,625
Total revenue		11,965
Cost of goods sold		1,125
Gross profit		10,840
Operating expenses:		
Officer and director compensation expense	$	29,737
General and administrative		44,285
Professional fees		51,913
Promotional, sales and marketing expenses		45,823
Total operating expenses		171,758
Loss from continuing operations		(160,918)
Other (income) expenses:		
Gain on settlement		(54,000)
Dervative liability expense		142,475
Interest expense, net		142,809
Total other expenses		231,284
Net loss	$	(392,202)
Net loss per share - basic and fully diluted	$	(0.00)
Weighted average number of shares outstanding - basic and fully diluted		5,374,626,693

See notes to condensed consolidated financial statements.

NOHO, INC.

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited)

	Three months ended March 31, 2017
CASH FLOWS FROM OPERATING ACTIVITIES	
Net loss	$ (392,202)
Adjustments to reconcile net loss from operations to net cash used in operating activities:	
Non cash expenses	15,325
Depreciation and amortization	4,707
Gain on debt extinguishment	-
Initial expense for fair value of derivative liabilities	74,423
Change in fair values of derivative liabilities	68,052
Amortization of discounts on convertible notes	101,385
Changes in operating assets and liabilities:	
Increase in accounts receivable	(270)
Decrease in related party receivable	2,000
Decrease in inventory	1,125
Increase in accounts payable	11,908
Increase in accrued interest payable	26,599
Increase in bank overdraft	192
Decrease in commitments & contingencies	(1,954)
Net cash used in operating activities	(88,710)
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of fixed assets	-
Net cash used in investing activities	-
CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from advances, related parties	7,825
Proceeds from advances, other	9,900
Proceeds from convertible notes payable	60,000
Payments made on convertible notes	(29,966)
Net cash provided by financing activities	47,759
Net decrease in cash	(40,951)
Cash - beginning of period	42,354
Cash - end of period	$ 1,403
SUPPLEMENTAL NON-CASH DISCLOSURES:	
Conversion of notes payable and interest into common stock	$ 14,257

See notes to condensed consolidated financial statements.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

Noho, Inc. (the “Company” or “Noho”) was incorporated in the State of Wyoming on September 30, 2011 under the name RealEstate Pathways, Inc. On January 9, 2013, the Company changed its name from RealEstate Pathways, Inc. to NOHO, Inc.

On September 9, 2016, NOHO, by and through its Board of Directors and majority shareholder entered into a share exchange agreement (the “SEA”) with Media360 Licensing, Inc., A Wyoming corporation (“Media360”). Pursuant to the SEA, as amended, David Mersky (“Mersky”), the sole shareholder of Media360 exchanged 100% of his shares of common stock of Media360 for 54,000,000,000 shares of common stock of the Company. As a result, Media360 become a wholly-owned subsidiary of the Company and the business of Media360 shall continue through the Company. The 54,000,000,000 shares represented approximately 90% of the outstanding common stock at the time of the SEA and represented a change in control of the Company. The SEA has been accounted for as a reverse acquisition and recapitalization of the Company whereby Media360 is deemed to be the accounting acquirer (legal acquiree) and the Company to be the accounting acquiree (legal acquirer). The accompanying consolidated financial statements are in substance those of Media360, with the assets and liabilities, and revenues and expenses, of the Company being included effective from the date of the SEA. The Company is deemed to be a continuation of the business of Media360. Accordingly, the financial position, results of operations, and cash flows of Media360 (accounting acquirer) for all periods presented as if the recapitalization had occurred at the beginning of the earliest period presented and the operations of the accounting acquiree from the date of the SEA. Subsequent to the SEA, Mersky exchanged the 54,000,000 shares of common stock for 21,600,000 shares of Series B Preferred Stock. The Series B preferred stock has no voting rights and has conversion rights whereby each share of preferred stock converts to 140 shares of common stock

Media360, initially formed as Best Innovations, Inc. on June 17, 2016, is an advertising technology platform providing point of sale and branding campaigns to advertisers on a local and national basis through digital signage and interactive touchscreens. The company serves the bar and restaurant industry and specializes in providing touchscreen tablets in taxis where advertisers can track metrics, including impressions and touches, as well as the potential to convert actual purchases in real time.

On September 1, 2016, Media360 entered into a license agreement with Essential Marketing Systems, LLC. (the “EMS License”), an Arizona limited liability company (“EMS”). Pursuant to the EMS License Media360 was to pay EMS a royalty of 7.5% of revenues generated as a result of Media360’s sales and marketing efforts, of EMS’s in the states of Arizona, California, New York, Washington and Florida.

On October 19, 2016, NOHO entered into a spin-off agreement with Purple Investment Group, Inc., a Nevada corporation, (“Purple IG”), to ostensibly spinoff (the Spin-off Agreement”) its ownership in a multi-level marketing business named DRNK Direct, LLC, as well as, certain assets and liabilities of Dolce Bevuto, LLC, the wholly-owned subsidiary of NOHO. Of additional importance is that notes payable of approximately $608,000.00 have been assigned to Purple IG and are no longer obligations of NOHO. Additionally, pursuant to the Spin-Off Agreement the Series A Preferred Stock was returned to the Company.

On November 28, 2016, Noho entered into an Asset Purchase Agreement with The Weaver Group, LLC (the “Weaver APA”), a Arizona limited liability company (“Weaver”). Weaver owns and operates a mobile marketing platform and application in the digital ad-tech space (the "Weaver Brand Assets"). Weaver licenses its brand assets in areas where it does not itself operate. Pursuant to the Weaver APA, Mersky issued 4,320,000 shares of Series B Preferred stock he owned in consideration for Noho acquiring the Weaver Brand Assets, including 1Tapp an all associated applications. David Weaver, the sole member of Weaver is a related party as he is a member of the Board of Directors of Noho.

On December 4, 2016, Noho entered into an Asset Purchase Agreement with EMS (the “EMS APA”). EMS owns 100% of Media360 LLC, which owns and operates multiple marketing platforms in the mobile advertising space (the "EMS Brand Assets"). EMS licenses its brand assets in areas where it does not itself operate. Pursuant to the EMS APA, Noho issued 300,000 shares of Series C Preferred Stock in exchange for the EMS Brand Assets, including approximately $1.2 million in assets of tv’s and tablet screens. Noho also agreed to assume a promissory note in the amount of $521,975 payable to Mersky (the “Mersky Note”). As a result of the EMS APA, the License Agreement between Media360 and EMS was terminated, as NOHO now owns the EMS Brand Assets. On December 28, 2016, Mersky allocated 2,160,000 shares of Series B Preferred stock he owned in exchange for the cancellation of the Mersky Note.

On December 9, 2016, Noho entered into an Asset Purchase Agreement with ChoiceAdz.com, Inc. (the “Choice APA”), a California corporation (“ChoiceAdz”). ChoiceAdz owns and operates a suite of business products and marketing services in the digital ad-tech space (the "Choice Brand Assets"). Pursuant to the Choice APA, Mersky issued 2,160,000 shares of Series B Preferred stock he owned in consideration for Noho acquiring the Choice Brand Assets.

On December 29, 2016, Noho entered into an Asset Purchase Agreement with Make It Rain Enterprises, Inc. (the "MIR APA"), an Arizona corporation ("Make It Rain"). Make It Rain owns and operates multiple marketing platforms in the mobile advertising space, including a license of the Placemaker product and program (the "MIR Brand Assets"). Pursuant to the MIR APA Mersky allocated 8,640,000 shares of Series B Preferred stock he owned, to represent the consideration for Noho to have acquired the MIR Brand Assets. Mersky, is the sole owner of Make It Rain.

The financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America, and are expressed in U.S. dollars. The Company's fiscal year end is December 31 All intercompany accounts and transactions have been eliminated in consolidation.

Nature of operations
Currently, the Company is focused on the production and sale of NOHO, a beverage for hangover defense. The Company purchases raw materials and outsources the manufacturing to a third party.

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

Fair value of financial instruments
We utilize ASC 820-10, Fair Value Measurement and Disclosure, for valuing financial assets and liabilities measured on a recurring basis. Fair value is defined as the exit price, or the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants as of the measurement date. The guidance also establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are inputs market participants would use in valuing the asset or liability and are developed based on market data obtained from sources independent of our Company. Unobservable inputs are inputs that reflect our Company's assumptions about the factors market participants would use in valuing the asset or liability. The guidance establishes three levels of inputs that may be used to measure fair value:

Level 1. Observable inputs such as quoted prices in active markets;
Level 2. Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and
Level 3. Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

As of March 31, 2017, we did not have any level 2 or 3 assets or liabilities.

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

Accounts receivable
The Company uses the allowance method to account for uncollectible accounts receivable. The allowance for doubtful accounts represents the Company's best estimate of the amount of probable credit losses in the Company's existing accounts receivable. The Company determines the allowance based on specific customer information, historical write-off experience and current industry and economic data. Account balances are charged off against the allowance when the Company believes it is probable the receivable will not be recovered. Management believes that there are no concentrations of credit risk for which an allowance has not been established. Although management believes that the allowance is adequate, it is possible that the estimated amount of cash collections with respect to accounts receivable could change. Accounts receivable are presented net of an allowance for doubtful accounts of $0 as of March 31, 2017 and December 31, 2016.

Inventory
Inventories are stated at the lower of cost (first-in, first-out basis) or market (net realizable value).

Fixed assets
The Company records all property and equipment at cost less accumulated depreciation. Improvements are capitalized while repairs and maintenance costs are expensed as incurred. Depreciation is calculated using the straight-line method over the

estimated useful life of the assets or the lease term, whichever is shorter. Leasehold improvements include the cost of the Company's internal development and construction department. Depreciation periods are as follows:

Computer equipment 3 years
Furniture and fixtures 7 years

Intangible assets
ASC 350 requires that goodwill and intangible assets with indefinite useful lives no longer be amortized, but instead tested for impairment at least annually in accordance with the provisions of ASC 350. This standard also requires that intangible assets with definite useful lives be amortized over their respective estimated useful lives to their estimated residual values, and reviewed for impairment. As of March 31, 2017, the Company recorded $0 of impairment of its intangible assets.

The Company's intangible assets consist of the costs of filing and acquiring various patents and trademarks. The trademarks are recorded at cost. The Company determined that the trademarks have an estimated useful life of approximately 11 years and will be reviewed annually for impairment. Amortization will be recorded over the estimated useful life of the assets using the straight-line method for financial statement purposes.

Stock-based compensation
The Company records stock-based compensation in accordance with the guidance in ASC Topic 505 and 718 which requires the Company to recognize expenses related to the fair value of its employee stock option awards. This eliminates accounting for share-based compensation transactions using the intrinsic value and requires instead that such transactions be accounted for using a fair-value-based method. The Company recognizes the cost of all share-based awards on a graded vesting basis over the vesting period of the award.

The Company accounts for equity instruments issued in exchange for the receipt of goods or services from other than employees in accordance with FASB ASC 718-10 and the conclusions reached by the FASB ASC 505-50. Costs are measured at the estimated fair market value of the consideration received or the estimated fair value of the equity instruments issued, whichever is more reliably measurable. The value of equity instruments issued for consideration other than employee services is determined on the earliest of a performance commitment or completion of performance by the provider of goods or services as defined by FASB ASC 505-50.

Revenue recognition
The Company recognizes revenue in accordance with the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 605, Revenue Recognition. ASC 605 requires that the following four basic criteria are met (1) persuasive evidence of an arrangement exists, (2) delivery of products and services has occurred, (3) the fee is fixed or determinable and (4) collectability is reasonably assured.

Advertising costs
Advertising costs are anticipated to be expensed as incurred. Advertising costs included in general and administrative expenses totaled $13,157 for the three months ended March 31, 2017.

Income taxes
We account for income taxes in accordance with ASC 740-10, Income Taxes. We recognize deferred tax assets and liabilities to reflect the estimated future tax effects, calculated at currently effective tax rates, of future deductible or taxable amounts attributable to events that have been recognized on a cumulative basis in the consolidated financial statements. A valuation allowance related to a deferred tax asset is recorded when it is more likely than not that some portion of the deferred tax asset will not be realized. Deferred tax assets and liabilities are adjusted for the effects of the changes in tax laws and rates of the date of enactment.

ASC 740-10 prescribes a recognition threshold that a tax position is required to meet before being recognized in the financial statements and provides guidance on recognition, measurement, classification, interest and penalties, accounting in interim periods, disclosure and transition issues. We classify interest and penalties as a component of interest and other expenses. To date, there have been no interest or penalties assessed or paid.

We measure and record uncertain tax positions by establishing a threshold for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. Only tax positions meeting the more-likely-than-not recognition threshold at the effective date may be recognized or continue to be recognized.

The Company has no income tax provision for the three months ended March 31, 2017 due to a net loss.

Loss per common share

Net loss per share is provided in accordance with ASC Subtopic 260-10. We present basic loss per share ("EPS") and diluted EPS on the face of the statements of operations. Basic EPS is computed by dividing reported losses by the weighted average shares outstanding. Loss per common share has been computed using the weighted average number of common shares outstanding during the year.

Recent pronouncements

There are no recently issued accounting pronouncements or standards updates that the Company has yet to adopt that are expected to have a material effect on its financial position, results of operations, or cash flows.

NOTE 2 – GOING CONCERN

The accompanying unaudited financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the recoverability of assets and the satisfaction of liabilities in the normal course of business. Since its inception, the Company has been engaged substantially in financing activities and developing its business plan and marketing. As a result, the Company incurred accumulated net losses as of March 31, 2017 of $1,354,404.

The ability of the Company to continue as a going concern is dependent upon its ability to raise additional capital from the sale of common stock or through debt financing and, ultimately, the achievement of significant operating revenues. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or amounts and classification of liabilities that might result from this uncertainty.

NOTE 3 – INVENTORY

Inventories consist of the following:

		2017
Raw materials	$	152,000
Finished goods		8,875
Total inventory	$	160,875

NOTE 4 OTHER RECEIVABLES

Pursuant to the SEA entered into on September 9, 2016, the Company was indemnified from certain undisclosed liabilities. Since September 9, 2016, current management became aware of certain liabilities, including convertible notes and lawsuits that were not disclosed to the Company. In particular there were three lawsuits which named the Company as a defendant that were not disclosed to new management prior to the SEA. All three of these lawsuits have now become judgments against the Company. The total amount of the judgments (see note 8) is $412,171. The Company plans to pursue all legal remedies to recoup this from previous management, due to their misrepresentation in the SEA.

NOTE 5 – FIXED ASSETS

Fixed assets consisted of the following:

		2016
Computer equipment	$	3,675
Furniture and fixtures		10,279
		13,954
Less: accumulated depreciation		(388)
	$	13,566

NOTE 6 – ASSET PURCHASE AGREEMENTS

On November 28, 2016, Noho entered into an Asset Purchase Agreement with The Weaver Group, LLC (the "Weaver APA"), an Arizona limited liability company ("Weaver"). Weaver owns and operates a mobile marketing platform and application in the digital ad-tech space (the "Weaver Brand Assets"). Weaver licenses its brand assets in areas where it does not itself operate.

Pursuant to the Weaver APA, Mersky issued 4,320,000 shares of Series B Preferred stock he owned in consideration for Noho acquiring the Weaver Brand Assets, including 1Tapp an all associated applications. David Weaver, the sole member of Weaver is a related party as he is a member of the Board of Directors of Noho.

On December 4, 2016, Noho entered into an Asset Purchase Agreement with EMS (the "EMS APA"). EMS owns 100% of Media360 LLC, which owns and operates multiple marketing platforms in the mobile advertising space (the "EMS Brand Assets"). EMS licenses its brand assets in areas where it does not itself operate. Pursuant to the EMS APA, Noho issued 300,000 shares of Series C Preferred Stock in exchange for the EMS Brand Assets, including approximately $1.2 million of inventory of tv's and tablet screens. Noho also agreed to assume a promissory note in the amount of $521,975 payable to Mersky (the "Mersky Note"). As a result of the EMS APA, the License Agreement between Media360 and EMS was terminated, as NOHO now owns the EMS Brand Assets. On December 28, 2016, Mersky allocated 2,160,000 shares of Series B Preferred stock he owned in exchange for the cancellation of the Mersky Note.

On December 9, 2016, Noho entered into an Asset Purchase Agreement with ChoiceAdz.com, Inc. (the "Choice APA"), a California corporation ("ChoiceAdz"). ChoiceAdz owns and operates a suite of business products and marketing services in the digital ad-tech space (the "Choice Brand Assets"). Pursuant to the Choice APA, Mersky issued 2,160,000 shares of Series B Preferred stock he owned in consideration for Noho acquiring the Choice Brand Assets.

On December 29, 2016, Noho entered into an Asset Purchase Agreement with Make It Rain Enterprises, Inc. (the "MIR APA"), an Arizona corporation ("Make It Rain"). Make It Rain owns and operates multiple marketing platforms in the mobile advertising space, including a license of the Placemaker product and program (the "MIR Brand Assets"). Pursuant to the MIR APA Mersky allocated 8,640,000 shares of Series B Preferred stock he owned, to represent the consideration for Noho to have acquired the MIR Brand Assets. Mersky, is the sole owner of Make It Rain.

NOTE 7 – CONVERTIBLE NOTES

Pursuant to the SEA, the Company assumed $896,424 of face value of convertible notes.

On September 16, 2016, the Company completed the closing of a private placement financing transaction with an accredited investor, pursuant to a Securities Purchase Agreement (the "Purchase Agreement"). Pursuant to the Purchase Agreement, the investor purchased a 12% Convertible Debenture (the "Debenture") in the aggregate principal amount of $64,170, and delivered on September 16, 2016, gross proceeds of $50,300 excluding transaction costs, fees, and expenses. The terms of the Note include the Company's authorization for the investor to withdraw $267.38 a day for 240 days, through an ACH debit or otherwise.

On October 21, 2016, the Company completed the closing of a private placement financing transaction with an accredited investor, pursuant to a Securities Purchase Agreement (the "Purchase Agreement"). Pursuant to the Purchase Agreement, the investor purchased a 12% Convertible Debenture (the "Debenture") in the aggregate principal amount of $121,375, and delivered on October 21, 2016, gross proceeds of $100,000 excluding transaction costs, fees, and expenses. The terms of the Note include the Company's authorization for the investor to withdraw $505.52 a day for 240 days, through an ACH debit or otherwise.

On November 4, 2016, the Company completed the closing of a private placement financing transaction with an accredited investor, pursuant to a Securities Purchase Agreement (the "Purchase Agreement"). Pursuant to the Purchase Agreement, the investor purchased a 12% Convertible Debenture (the "Debenture") in the aggregate principal amount of $75,325, and delivered on November 4, 2016, gross proceeds of $60,000 excluding transaction costs, fees, and expenses. The terms of the Note include the Company's authorization for the investor to withdraw $500 a day for 151 days, through an ACH debit or otherwise. For the three months ended March 31, 2017, the lender received $16,000 and the principal balance of the note was $43,825 and $59,825 as of March 31, 2017 and December 31, 2106, respectively.

On December 6, 2016, the Company completed the closing of a private placement financing transaction with an accredited investor, pursuant to a Securities Purchase Agreement (the "Purchase Agreement"). Pursuant to the Purchase Agreement, the investor purchased a 12% Convertible Debenture (the "Debenture") in the aggregate principal amount of $75,525, and delivered on December 6, 2016, gross proceeds of $60,000 excluding transaction costs, fees, and expenses. The terms of the Note include the Company's authorization for the investor to withdraw $500 a day for 151 days, through an ACH debit or otherwise. For the three months ended March 31, 2017, the lender received $10,200 and the principal balance of the note was $60,125 and $70,325 as of March 31, 2017 and December 31, 2016, respectively.

The maturity date on the above convertible debentures is one year from their respective funding date, and the Debentures are convertible into shares of the Company's common stock beginning on the 180th day after the initial funding of each note, respectively, at a Variable Conversion Price (the "VCP"). The VCP is calculated as the average of the three lowest trading price during the fifteen (15) trading days immediately prior to the conversion date multiplied by fifty five percent (55%), representing a forty five percent (45%) discount.

The Company may prepay the above debentures, subject to prior notice to the holder within an initial 180 day period after issuance, by paying an amount equal to 130% multiplied by the amount that the Company is prepaying. From the 181st day to maturity, the Company may prepay the above debentures, by paying an amount equal to 150% multiplied by the amount that the Company is prepaying.

On December 23, 2016, the Company completed the closing of a private placement financing transaction with an accredited investor, pursuant to a Securities Purchase Agreement (the "Purchase Agreement"). Pursuant to the Purchase Agreement, the investor purchased an 8% Convertible Debenture (the "Debenture") in the aggregate principal amount of $50,000, and delivered on December 23, 2016, gross proceeds of $50,000.

Principal and interest on the December 23, 2016, debenture is due and payable June 23, 2017, and is convertible into shares of the Company's common stock beginning on the 180th day after the funding of the note, respectively, at a Variable Conversion Price (the "VCP"). The VCP is calculated as the average of the three lowest trading price during the fifteen (15) trading days immediately prior to the conversion date multiplied by sixty percent (60%), representing a forty percent (40%) discount.

The Company may prepay the December 23, 2016, debenture, subject to prior notice to the holder within an initial 180 day period after issuance, by paying an amount equal to 130% multiplied by the amount that the Company is prepaying.

2017 Convertible Notes

On February 3, 2017, the Company completed the closing of a private placement financing transaction with an accredited investor, pursuant to a Securities Purchase Agreement (the "Purchase Agreement"). Pursuant to the Purchase Agreement, the investor purchased a 12% Convertible Debenture (the "Debenture") in the aggregate principal amount of $75,525, and delivered on February 3, 2017, gross proceeds of $60,000 excluding transaction costs, fees, and expenses. The terms of the Note include the Company's authorization for the investor to withdraw $500 a day for 151 days, through an ACH debit or otherwise. For the three months ended March 31, 2017, the lender received $3,766 and the principal balance of the note is $71,559 as of March 31, 2017.

The maturity date on the above convertible debentures is one year from their respective funding date, and the Debentures are convertible into shares of the Company's common stock beginning on the 180th day after the initial funding of each note, respectively, at a Variable Conversion Price (the "VCP"). The VCP is calculated as the average of the three lowest trading price during the fifteen (15) trading days immediately prior to the conversion date multiplied by fifty five percent (55%), representing a forty five percent (45%) discount.

The Company may prepay the above debentures, subject to prior notice to the holder within an initial 180 day period after issuance, by paying an amount equal to 130% multiplied by the amount that the Company is prepaying. From the 181st day to maturity, the Company may prepay the above debentures, by paying an amount equal to 150% multiplied by the amount that the Company is prepaying.

A summary of the convertible notes payable balance as of March 31, 2017 is as follows:

		2017
Beginning Principal Balance	$	950,137
Convertible notes-newly issued		75,325
Conversion of convertible notes (principal)		(14,257)
Cash payments		(29,966)
Unamortized discount		(226,983)
Ending Balance	$	754,256

The Company determined that the conversion feature of the Convertible Notes represent an embedded derivative since the Notes are convertible into a variable number of shares upon conversion. Accordingly, the Convertible Notes were not considered to be conventional debt under ASC 815-40 (formerly EITF 00-19, Accounting for Derivative Financial Instruments Indexed to, and Potentially Settled in, a Company's Own Stock) and the embedded conversion feature was bifurcated from the debt host and accounted for as a derivative liability. Accordingly, the fair value of these derivative instruments being recorded as a liability on the consolidated balance sheet with the corresponding amount recorded as a discount to each Note. Such discount is being amortized from the date of issuance to the maturity dates of the Notes. The change in the fair value of the liability for derivative contracts are recorded in other income or expenses in the consolidated statements of operations at the end of each successive quarter, with the offset to the derivative liability on the balance sheet. The embedded feature included in the 2017 Convertible Notes resulted in an initial debt discount of $60,000, an initial derivative liability expense of $74,423 and an initial derivative liability of $134,423.

As of March 31, 2017, the Company revalued the embedded conversion feature of the Convertible Notes. The fair value of the Convertible Notes was calculated at March 31, 2017 based on the Black Scholes method consistent with the terms of the related debt.

A summary of the derivative liability balance as of March 31, 2017 is as follows:

Assumed derivative liability	$	1,563,411
Initial Derivative Liability on newly issued notes		134,432
Fair Value Change		68,052
Reduction for conversions and payments		(87,614)
Ending Balance	$	1,678,281

The fair value at the commitment date for the Convertible Notes and the re-measurement dates for the Company's derivative liabilities were based upon the following management assumptions as of March 31, 2017:

	Commitment date	Remeasurement date
Expected dividends	-0-	-0-
Expected volatility	243%-268%	246%
Expected term	12 months	1-12 months
Risk free interest	.44%-.68%	.48%-.85%

NOTE 8 – JUDGMENTS

On September 15 2015, a Default Judgment was obtained against John "Jay" Grdina ("Grdina") and Erin Naas, now known as Erin Grdina. Grdina was the CEO of the Company at the time. On April 12, 2016, the plaintiffs served a Writ of Garnishment upon the Company (the "Garnishee"). The Company did not respond to the garnishment, as well as the Company, under Grdina's management failing to appear and answer the April 27, 2016, Order Requiring Garnishee to Appear and Answer; on June 15, 2016, the court held a hearing, and the Company failed to file an Answer and failed to appear at the Hearing. Accordingly, the plaintiff was granted a judgment against the Garnishee (Noho, Inc.) in the amount of $43,231.55 plus interest at 4.25% from April 12, 2016, until paid. Current management was unaware of the judgment until March 2017.

On October 1, 2016, Typenex Co-Investment, LLC ("Typenex") was granted judgment against the Company for $223,803 (the "Judgment") plus interest at the rate of 22% per annum from October 1, 2016, until paid. The Judgment amount includes $26,676 of unpaid principal and $197,127 of penalties, interest and fees. The Company was originally named as a defendant prior to September 9, 2016, the date of the SEA, and prior management failed to respond to the Complaint, eventually resulting in the Judgment. Current management was unaware of the judgment until March 2017. On April 25, 2017, the Company entered into a Forbearance Agreement (the "Forbearance Agreement") with Typenex. Pursuant to the Forbearance Agreement, the Company entered into a $75,000 convertible note. The convertible note matures on October 25, 2017, the note is convertible into shares of the Company's common stock at the average of the three lowest trading prices during the twenty (20) trading days immediately prior to the conversion date multiplied by fifty percent (50%), representing a fifty percent (50%) discount and there are sales restrictions on the common stock received in any conversion, whereby, Typenex can only sell the greater of $5,000 or 15% of the daily dollar trading amount. Typenex has agreed to vacate the judgment upon the payment in full of the note.

On November 14, 2016, a judgment was entered for $130,963 to River North Equity, LLC. ("River North") against the Company. Prior to September 9, 2016, the date of the SEA, the Company was named in a Complaint filed by River North. Prior management of the Company failed to Answer the Complaint, eventually resulting in the Judgment. On or around December 23, 2015, River North acquired for $100, a promissory note the Company had issued to JMJ Financial ("JMJ"). The note balance to JMJ at the time River North purchased the note for $100 was $67,125. Current management was unaware of the judgment until March 2017.

The Company and its new management intends to attempt to have the Grdina and River North judgments vacated, and to have the opportunity to have its day in court, by responding to the initial complaints and with counterclaims, if necessary, including the collectability of the notes due to regulatory issues with the notes. The Company is also seeking indemnification, through any means available, as these complaints were not disclosed to the Company in the SEA dated September 9, 2016 (see Note 4).

NOTE 9 – STOCKHOLDERS' EQUITY (DEFICIT)

Common stock

The Company is authorized to issue 25,000,000,000 shares of common stock. As of March 31, 2017, there are 5,549,380,373 shares of common stock issued and outstanding.

During the three months ended March 31, 2017, the Company issued:

On March 2, 2017, the Company issued 259,217,958 free trading shares of common stock upon the conversion of $14,247 of convertible debt. The shares were issued at $0.000055 per share.

For the year ended December 31, 2016 the Company issued 3,593,362,259 shares of common stock upon the conversion of principal of convertible debt, accrued and unpaid interest and accounts payable of $275,873, as follows:

Date	Shares	Price	Amount Converted
1/6/2016	125,408,356	$0.000090	11,261.67
1/22/2016	71,256,000	$0.000055	3,919.08
1/26/2016	131,553,365	$0.000055	7,235.44
2/22/2016	166,521,909	$0.000055	9,158.70
3/10/2016	82,419,935	$0.000081	6,643.05
3/11/2016	50,000,000	$0.000097	4,855.00
3/17/2016	52,000,000	$0.000108	5,616.00
3/22/2016	277,777,778	$0.000090	25,000.00
3/21/2016	35,000,000	$0.000110	3,850.00
3/28/2016	50,000,000	$0.000110	5,500.00
3/28/2016	50,000,000	$0.000110	5,500.00
4/5/2016	40,972,272	$0.000110	4,506.95
4/5/2016	18,083,545	$0.000110	1,989.19
4/24/2016	240,678,000	$0.000055	13,237.29
4/28/2016	197,890,909	$0.000055	10,884.00
5/23/2016	66,381,833	$0.000600	3,982.91
7/13/2016	271,896,335	$0.000060	16,313.78
8/25/2016	173,554,000	$0.000060	10,413.24
11/16/2016	173,231,090	$0.000055	9,527.71
11/18/2016	51,702,000	$0.000055	2,843.63
11/21/2016	307,083,333	$0.000060	18,425.00
11/29/2016	181,818,000	$0.000055	10,000.00
11/30/2016	93,621,636	$0.000055	5,149.19
11/29/2016	179,105,589	$0.000055	9,850.81
11/30/2016	288,333,333	$0.000060	17,300.00
12/7/2016	217,073,041	$0.000060	13,686.22

In addition to the above, during the year ended December 31, 2016, the Company issued:

On January 26, 2016, the Company issued 25,000,000 shares of common stock pursuant to a settlement agreement with a previous contractor to the Company.

On February 22, 2016 the Company issued 2,500,000,000 shares to Dolce B Investments. The shares were cancelled and returned to treasury on November 28, 2016.

On October 25, 2016, 250,000,000 shares of common stock for legal fees related to a debt settlement with a convertible note holder. The shares were valued at $0.0001 per share, or $25,000.

During the year ended December 31, 2015, the Company issued the following shares each quarter:

During the three months ended December 31, 2015, the Company authorized the issuance of a total of 145,099,910 shares of common stock in connection with convertible debenture in the amount of $109,676.

During the three months ended September 30, 2015, the Company authorized the issuance of a total of 128,774,948 shares of common stock in connection with convertible debenture in the amount of $59,228.

During the three months ended June 30, 2015, the Company issued 1,000,000 shares of its common stock for to various employees and consultants in exchange for services rendered. The aggregate fair value of these issuances was $1,100. Upon receiving request for conversion of convertible notes payable the Company issued 228,390,400 shares retiring debts equal to 160,554.

During the three months ended March 31, 2015, the Company issued 350,000 shares of its common stock for to various employees and consultants in exchange for services rendered. The aggregate fair value of these issuances was $3,043. Additionally, the Company issued and sold 150,000 shares of its common stock for an aggregate purchase price of $3,000. Further, the company issued 305,556 shares as incentives for debt financing. Upon receiving request for conversion of convertible notes payable the Company issued 259,312,862 shares retiring debts equal to 542,633.

NOTE 10 – PREFERRED STOCK

The Company has authorized 50,000,000 shares of Preferred Stock. Notwithstanding the designation of the class of Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock, all described below; the designations, preferences, limitations, restrictions, and relative rights of any additional classes of Preferred Stock, and variations in the relative rights and preferences as between different series shall be established in accordance with the Wyoming Business Corporation Act by the board of directors of the Company ("Board of Directors").

Series A Preferred Stock

The Board of Directors have designated 10,000,000 shares as Series A Preferred Stock. The Designation of the Series A Preferred Stock, as amended, includes voting rights whereas, for so long as any shares of the Series A Preferred Stock remain issued and outstanding, the holders thereof, voting separately as a class, shall have the right to vote on all shareholder matters with a vote equal to fifty-one percent (51%) of all the issued and outstanding capital stock of the Corporation on a fully diluted basis of the total vote on matters to which all shareholders of the Corporation are entitled to vote. The Series A Preferred Stock does not have any conversion rights or liquidation rights. As of March 31, 2017 and December 31, 2016, there are 10,000,000 shares of Series A Preferred Stock issued and outstanding, owned by David Mersky, the Company's CEO.

Series B Preferred Stock

The Board of Directors of the Company have designated 25,000,000 shares as Series B Preferred Stock. The Designation of the Series B Preferred Stock, as amended, includes conversion rights, whereby the holders of Series B Preferred Stock shall have shall have the right to convert each share of Series B Preferred Stock into one hundred forty (140) shares of common stock of the Company. The Series B Preferred Stock has no voting rights or liquidation rights. As of March 31, 2017 and December 31, 2016, there are 21,600,000 shares of Series B Preferred Stock issued and outstanding.

Series C Preferred Stock

The Board of Directors of the Company have designated 300,000 shares as Series C Preferred Stock. The Designation of the Series C Preferred Stock, as amended, includes a liquidation preference of $10.00 per share. The Series C Preferred Stock has no voting rights and no conversion rights. As of March 31, 2017 and December 31, 2016 there are 300,000 shares of Series C Preferred Stock issued and outstanding.

NOTE 11 – COMMITMENTS AND CONTINGENCIES

The Company is renting approximately 4,519 square feet of office space in Phoenix, Arizona, pursuant to a two year sublease, expiring December 31, 2018. The monthly base rent is $5,649 for 2017 and $6,025 for 2018. Rent expense for the three months ended March 31, 2017 $17,438.

Currently, this space is sufficient to meet our needs; however, if we expand our business to a significant degree, we will have the necessity to find a larger space. We do not foresee any significant difficulties in obtaining any required additional space.

NOTE 12 – RELATED PARTY TRANSACTIONS

On November 28, 2016, Noho entered into an Asset Purchase Agreement with The Weaver Group, LLC (the "Weaver APA"), a Arizona limited liability company ("Weaver"). Weaver owns and operates a mobile marketing platform and application in the digital ad-tech space (the "Weaver Brand Assets"). Weaver licenses its brand assets in areas where it does not itself operate.

Pursuant to the Weaver APA, Mersky issued 4,320,000 shares of Series B Preferred stock he owned in consideration for Noho acquiring the Weaver Brand Assets, including 1Tapp an all associated applications. David Weaver, the sole member of Weaver is a related party as he is a member of the Board of Directors of Noho.

On December 29, 2016, Noho entered into an Asset Purchase Agreement with Make It Rain Enterprises, Inc. (the "MIR APA"), an Arizona corporation ("Make It Rain"). Make It Rain acts as a consulting firm advising on investment banking and recently acquired a license of the Placemaker product and program (the "MIR Brand Assets"). Pursuant to the MIR APA Mersky allocated 8,640,000 shares of Series B Preferred stock he owned, to represent the consideration for Noho to have acquired the MIR Brand Assets. Mersky, is the sole owner of Make It Rain.

NOTE 13 – SUBSEQUENT EVENTS

2017 Convertible Notes

On April 14, 2017, the Company completed the closing of a private placement financing transaction with an accredited investor, pursuant to a Securities Purchase Agreement (the "Purchase Agreement"). Pursuant to the Purchase Agreement, the investor purchased a 12% Convertible Debenture (the "Debenture") in the aggregate principal amount of $75,525, and delivered on February 3, 2017, gross proceeds of $60,000 excluding transaction costs, fees, and expenses.

2017 Share issuances

On April 26, 2017, the Company issued 183,217,958 shares of free trading common stock upon the conversion of $10,077 of a portion of a convertible debenture. The shares were issued at $0.000055 per share.

On April 28, 2017, the Company issued 500,000,000 shares of free trading common stock upon the conversion of $25,000 of a portion of a convertible debenture. The shares were issued at $0.00005 per share.

On May 1, 2017, the Company issued 503,839,276 shares of free trading common stock upon the conversion of $27,711 of a portion of a convertible debenture. The shares were issued at $0.000055 per share.

On May 8, 2017, the Company issued 275,000,000 shares of free trading common stock upon the conversion of $13,569 of a portion of a convertible debenture. The shares were issued at $0.00005 per share.

On May 15, 2017, the Company issued 437,192,909 shares of free trading common stock upon the conversion of $24,046 of a portion of a convertible debenture. The shares were issued at $0.000055 per share.

On May 17, 2017, the Company issued 440,000,000 shares of free trading common stock upon the conversion of $21,909 of a portion of a convertible debenture. The shares were issued at $0.00005 per share.

On May 18, 2017, the Company issued 354,923,454 shares of free trading common stock upon the conversion of $19,521 of accrued and unpaid interest of a convertible debenture. The shares were issued at $0.00005 per share.

Other

On April 25, 2017, the Company entered into a Forbearance Agreement (the "Forbearance Agreement") with Typenex. Pursuant to the Forbearance Agreement, the Company entered into a $75,000 convertible note. The convertible note matures on October 25, 2017, the note is convertible into shares of the Company's common stock at the average of the three lowest trading prices during the twenty (20) trading days immediately prior to the conversion date multiplied by fifty percent (50%), representing a fifty percent (50%) discount and there are sales restrictions on the common stock received in any conversion, whereby, Typenex can only sell the greater of $5,000 or 15% of the daily dollar trading amount. Typenex has agreed to vacate the judgment upon the payment in full of the note. As of May 18, 2017, the remaining balance of the note is $14,522.

On April 26, 2017, the Company filed Amended and Restated Articles of Incorporation with the Secretary of State Wyoming, reducing the authorized capital stock of the Company to 25,050,000,000; comprised of 25,000,000,000 shares of common stock and 50,000,000 shares of preferred stock. The Company also reduced the conversion feature of the Series B Preferred Stock, whereby each share of Series B Preferred Stock now converts into 140 shares of common stock, instead of 2,500 shares of common stock.

On April 27, 2017, the Company signed a letter of intent with DMR Biologic, LLC, of Schonfield, Wisconsin, to acquire the rights to market and sell its homeopathic OTC drug registered with the FDA. This new formulation is taken via a patented, gel-based delivery method contained in a small stick pack. The product is taken sublingually *(under the tongue)*, offering fast and effective relief from Hangover pain and headache. In bypassing the digestive system, the product is absorbed much faster than liquid or pill-based formulas and has no contraindicated drug interactions. The product's effectiveness is confirmed by multiple Double-blind/Placebo controlled clinical trials. Developed as a drug to treat migraine headaches, under the proposed deal, NOHO would have exclusive rights to the product in the Hangover market and register the new brand with the FDA and obtain a National Drug Code number. The proposed terms also include distribution for a re-branded migraine product which NOHO would market and sell through its new distributor, BNG Enterprises.

On May 4, 2017, the Company and Carebourn Capital (the Company's largest convertible debt holder) executed a standstill agreement to freeze conversions on all notes issued to Carebourn after March 2015. The agreement will allow the parties to continue to extend the freeze on conversions, as well as negotiate a leak-out agreement to restrict sales in the future.

On May 4, 2017 the Company formed and is the sole member of Cherry Hill Financial, LLC ("Cherry Hill"), an Arizona Limited Liability Company. As the pilot transaction, this is anticipated to be the first of numerous future transactions of its kind for NOHO, whereby, NOHO as the facilitator, and a financial division of the Company (Cherry Hill being the first) will deliver a large base of employees and efficiently enroll them into free life insurance policies. Cherry Hill financial has signed a Memorandum of Understanding with Greenfield Farms Food Inc. (OTC PINK: GRAS). The transaction contemplates GRAS acquiring a 100% membership interest in Cherry Hill from Noho, in exchange for 49% of the issued and outstanding shares of GRAS. The agreement will call for GRAS to divest itself of its restaurant assets as well as all current operations in anticipation of bringing in new staff and brokers to facilitate the enrollments. This initial program will mark the launch of an insurance syndication where companies having net operating losses with medium to large employee bases will offer life insurance coverage to their mid-level and lower-level employees and pay their premiums for two years. NOHO will match target entities that satisfy these criteria with insurers in a rate arbitrage where employers will use their accumulated losses to offset tax liabilities. Under this model, NOHO will acquire stock in many of these target companies. These assets will be booked corporately in NOHO's investment account, as negotiable securities. Management believes this plan will provide potential income and liquidity, and bring value to the Company's shareholders.

The Company has analyzed its operations subsequent to March 31, 2017 to the date these financial statements were issued, and has determined that it does not have any material subsequent events to disclose in these financial statements, other than those disclosed.

ITEM 6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES

Business Operations, Principal Products or Services, and Their Markets

Corporate Summary:

The Company utilizes its' advertising technology platform providing point of sale and branding campaigns to advertisers on a local and national basis through digital signage and interactive touchscreens. The company serves the bar and restaurant industry and specializes in providing touchscreen tablets in taxis where advertisers can track metrics, including impressions and touches, as well as the potential to convert actual purchases in real time.

Digital Advertising Business

In an ever more complex retail environment, customer engagement is essential but also challenging. Retailers must shift from a linear marketing approach of one-way communication to a value exchange model in which there is a two-way mutual dialogue and benefit-sharing between provider and consumer. Exchanges are more non-linear, free flowing and both one-to-many or one-on-one. The spread of information and awareness can occur across numerous channels such as the blogosphere, YouTube, Facebook, Instagram, Snapchat, Pinterest, and a wide variety of other platforms. Online communities and social networks allow individuals to easily become creators of their own content and publicly publish their opinions, experiences, thoughts and feelings about many topics and products, hyper-accelerating the diffusion of information.

The Nielsen Global Connected Commerce Survey conducted interviews in 26 countries to observe how consumers are using the Internet to make shopping decisions in stores and online. They reported that due to the internet and e-commerce, shoppers are increasingly looking to purchase internationally, with over 50% in the study who purchased online in the last six months stating they bought from an overseas retailer.

Using an omni-channel strategy is becoming increasingly important for enterprises to adapt to the changing expectations of consumers who are wanting ever-more sophisticated offerings throughout the purchasing journey, in which the internet is becoming an essential component. Retailers are increasingly focusing on their online presence, including online shops that operate alongside existing store-based outlets. This leads to the idea of "endless aisle" within the retail space, as retailers can lead consumers to purchasing products online that fit their needs without having to carry the inventory within the physical location of the store. Solely internet-based retailers are also entering the market, and some are establishing corresponding store-based outlets to provide personal services, professional help, and tangible experiences with their products.

An omni-channel approach not only benefits consumers but also benefits business bottom line as research suggests that customers spend more than double when purchasing through an omni-channel retailer as opposed to a single-channel retailer, and are often more loyal. This could be due to the ease of purchase and the wider availability of products in an omni-channel approach.

Customers are often researching online and then buying in stores and also browsing in stores and then searching for other options online. Online customer research into products is particularly popular for higher-priced items as well as consumable goods like groceries and make up. Consumers are increasingly using the internet to look up product information, compare prices and search for deals and promotions.

The Shot

On April 19, 2017, the Company signed a national sales and distribution agreement with BNG Enterprises, Inc. (“BNG”). BNG, based in Tempe, AZ., pursuant to the agreement, has the exclusive rights to sell the NOHO 2 oz Shot, thru its’ nationwide retail stores as well as online sales thru Amazon. This is a fully integrated solution that provides unparalleled efficiencies and logistics by offering a manufacturing solution, warehousing and existing sales force, with hundreds of retailers around the country. In addition to retail, online sales will be managed under a related agreement and all product will be stored and managed from one location. Online sales will be fulfilled through Amazon, which will open the Shot to a much larger target market and allow buyers to take advantage of Amazon’s Prime shipping and other benefits.

The Company has developed a new formulation for the Shot to compete in the energy drink market, as a line extension. It is a caffeinated product that is combined with a vitamin formulation, in addition to the original formula’s prickly pear and ginger extracts. That product is currently being sampled and is in pre-production at this time.

In addition, on April 27, 2017, the Company signed a letter of intent with DMR Biologic, who has developed and patented a silicone based, gel formulation to combat hangover headache and related symptoms. The formulation is registered with the FDA as a homeopathic drug. The parties are negotiating a licensing agreement to create a new product as a line extension of the Shot. This new formulation for Hangover Defense® has been tested and validated by numerous clinical studies. Not only does the formulation offer improved efficacy due to this delivery system, but it also offers significant savings in manufacturing costs, physical space and weight.

Sales Center

As a result of our recent Asset Purchase Agreements detailed below, in January 2017, the company entered into a two year sublease, of approximately 4,519 square feet, expires December 31, 2018. The company is utilizing the space as a sales call center and has installed 20 work stations and purchased predictive dialing software to launch various sales programs.

Weaver/1Tapp

On November 28, 2016, Noho entered into an Asset Purchase Agreement with The Weaver Group, LLC (the “Weaver APA”), a Arizona limited liability company (“Weaver”). Weaver owns and operates a mobile marketing platform and application in the digital ad-tech space (the "Weaver Brand Assets"). The Weaver Brand Assets, included 1Tapp and all associated applications. The Company is currently servicing clients of the 1Tapp mobile application and will be promoting enhanced services and offerings to the existing user base.

Make it Rain/Placemaker

On December 29, 2016, Noho entered into an Asset Purchase Agreement with Make It Rain Enterprises, Inc. (the “MIR APA”), an Arizona corporation (“Make It Rain”). Make It Rain owns and operates a mobile marketing platform and application in the digital ad-tech space including a license of the Placemaker product and program (the “MIR Brand Assets”). On March 3, 2017, the Company announced, we are now beta testing the Easy Pay program, which is a state of the art consumer financing solution, allowing small business owners to offer customers an instant approval, third-party loan to finance their larger ticket purchases. The Company will charge enrollment fees as well as monthly fees to manage these new accounts and build a residual portfolio. In addition, the Company will be paid fees based on the volume of loans placed through our business clients. We are currently selling lending services in two verticals with large merchant segments that have not traditionally been offered consumer financing in the past.

As the portfolio of merchants develops, the call center will begin to market secondary products, including digital signage from Media360 as well as Placemaker.

Placemaker is the first universal loyalty program that allows the consumer to redeem points from any enrolled merchant throughout the country. Merchants do not have to have any proprietary equipment to participate, as the program is contained on a secured web-based solution and does not charge merchants any transaction fees. In addition, all merchants will be listed and advertised in the Placemaker national directory, which gives local merchants an online presence for users to find them. The platform also provides first-of-its-kind metrics to small business merchants that track customer engagement and tell merchants what customers they share with other Placemaker businesses.

Choice Adz

On December 9, 2016, Noho entered into an Asset Purchase Agreement with ChoiceAdz.com, Inc. (the "Choice APA"), a California corporation ("ChoiceAdz"). ChoiceAdz owns and operates a suite of business products and marketing services in the digital ad-tech space (the "Choice Brand Assets"). ChoiceAdz offers an affordable service providing search engine results, so that all business listings are consistent across the internet and thereby provide improved organic search rankings by over 50 search engines. These services are marketed by a growing boots-on-the-ground salesforce, but can also be marketed directly to existing clients of our consumer financing products.

Date and State of Incorporation

The Company was incorporated in the State of Wyoming on September 30, 2011 under the name RealEstate Pathways, Inc. On January 9, 2013, the Company changed its name from RealEstate Pathways, Inc. to NOHO, Inc.

Primary and Secondary SIC Codes

Primary SIC Code: 2080

Issuers Fiscal Year End Date

The Issuer's fiscal year end is December 31.

ITEM 7. ISSUER'S FACILITIES

The Company is currently renting office space at 2122 E. Highland Avenue, Suite 425, Phoenix, AZ. 85016.

Currently, this space is sufficient to meet our needs; however, once we expand our business to a significant degree, we will have the necessity to find a larger space. We do not foresee any significant difficulties in obtaining any required additional space. We do not currently own any real estate.

ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS

A. Officers and Directors

The following table sets forth the names and ages of our current directors and executive officers:

Name	Age	Position with the Company	Officer/Director Since
David Mersky	45	President	September 9, 2016
		Chief Executive Officer	September 9, 2016

		Director	September 9, 2016
		Secretary	September 9, 2016
		Treasurer	September 9, 2016
David Weaver	44	Director	September 9, 2016

Term of Office

Each director serves for a term of one year and until his successor is elected at the Annual Shareholders' Meeting and is qualified, subject to removal by the shareholders. Each officer serves at the pleasure of the Board of Directors, unless removed or replaced at the discretion of the Board of Directors.

Business Experience of Officers and Directors

DAVID MERSKY, Age 45, President, Chief Executive Officer, Secretary, Treasurer and Director

David earned his Bachelor of Science in Marketing from the prestigious Stern School of Business at New York University. Upon graduation he was accepted to Brooklyn Law School, where he received his Juris Doctor degree. David practiced commercial litigation as a trial lawyer in the greater New York City area for 10 years prior to relocating to Arizona where he had an opportunity to explore the merchant services industry. He founded a national sales company offering payment services as a registered Independent Sales Organization of the major card brands. In addition to conventional payment processing, David expanded the business by adding other financial services products and forging strategic partnerships with other companies for cross-marketing. Eventually, David was able to combine his background in marketing, law and merchant services to form Time Jump Investments and provide a full stable of services for both brick-and-mortar merchants as well as online sellers. David brings his multi-faceted background and experience to NOHO, as the company aggressively expands its product lines and continues to make strategic acquisitions.

DAVID WEAVER, Age 44, Director

David Weaver is an innovative product executive with a proven ability to create highly profitable programs through marketing, training, and partner relationships.

He has spearheaded the acquisition of two competing companies, developed new marketing strategies, which increased customer base and annual sales.

David Weaver has been in the executive sales arena for over 16 years. He is a well-respected leader that forms tight bonds between support groups and highly tuned sales teams.

David is a Sales and Tech Executive with a proven ability to create highly profitable programs Respectable achievements in strategic business planning, marketing, new business development, and business expansion.

B. Involvement in Certain Legal Proceedings

None of the officers, directors, promoters or control persons of the Issuer has been involved in the past five (5) years in any of the following:

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

(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 bank activities;

(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

(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.

C. Beneficial Shareholders

The following table lists the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agent of the corporate shareholders.

As of May 22, 2017, there were 8,243,553,970 common shares issued and outstanding, 10,000,000 Series A preferred shares issued and outstanding, 21,600,000 shares of Series B preferred shares issued and outstanding and 300,000 Series C preferred shares issued and outstanding.

Name and Address of Beneficial Owner	**Common Stock**		**Series A Preferred Stock (2)**		**Series B Preferred Stock (3)**		**Series C Preferred Stock (4)**	
	Number	**% (1)**	**Number**	**% (2)**	**Number**	**% (3)**	**Number**	**% (4)**
David Mersky 8657 N. Caballo Circle Paradise Valley, AZ 85253	-0-	-0-	10,000,000	100%	15,120,000	70%	-0-	-0-
David Weaver 2113 E. Hearn Road Phoenix, AZ 85022	-0-	-0-	-0-	-0-	4,320,000	20%	-0-	-0
Seymour Chelliah 2122 E Highland Ave. Phoenix, AZ 85016	-0-	-0-	-0-	-0-	2,160,000	10%	-0-	-0-
MDHC Johnson Family Partnership, LLP (5) 8541 East Anderson Dr. Scottsdale, AZ. 85251	-0-	-0-	-0-	-0-	-0-	-0-	300,000	100%
All Officers and Directors as a Group (2 Persons)	**-0-**	**-0-**	**10,000,000**	**100%**	**19,440,000**	**90%**	**-0-**	**-0-**

(1) Based on 8,243,553,970 issued and outstanding shares of common stock as of May 22, 2017.

(2) The Series A Preferred Shares has no conversion rights and carries 51% voting rights. Based on 10,000,000 issued and outstanding shares.

(3) The Series B Preferred Shares have no voting rights and each share converts to 140 shares of common stock. Based on 21,600,000 issued and outstanding shares'

(4) The Series C Preferred Shares have no voting or conversion rights and carry a $10 per share liquidation right. Based on 300,000 issued and outstanding shares.

(5) Ray Benyage, General Partner, is the individual in control of MDHC Johnson Family Partnership, LLP.

ITEM 9. THIRD PARTY PROVIDERS

Counsel

Luke C. Zouvas, Esq.
2907 Shelter Island Drive, Suite 105
San Diego, CA 92106
Phone: 619.300.6971
Email: lzouvas@zouvaslaw.com

ITEM 10. ISSUER CERTIFICATION

I, David Mersky, President and Chief Executive Office, certify that:

1. I have reviewed this annual disclosure statement of NOHO, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

Date: May 22, 2017
Signature: /s/ *David Mersky*
Title: President, Chief Executive Officer and Secretary