

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

**TRINITY CAPITAL PARTNERS, Inc.**

A Nevada Corporation

1185 Avenue of the Americas, 3<sup>rd</sup> Floor  
New York, NY 10036

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SIC – 2834

**Quarterly Report**

**For the Period Ending: December 31, 2020**  
(the “Reporting Period”)

As of December 31, 2020 the number of shares outstanding of our Common Stock are:

1,238,660,350

As of S, 2020 the number of shares outstanding of our Common Stock was:

70,112,850

As of March 31, 2020 the number of shares outstanding of our Common Stock are:

70,112,850

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

Yes: ☒ No: ☐

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

Yes: ☐ \* No: ☒

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

Yes: ☒ No: ☐

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

Present: Trinity Capital Partners, Inc. herein referred to as “TCPP” or the “Company” formerly known as American Fidelity Financial Services, Inc. formerly known as Karrison Compagnie, Inc.

The jurisdiction(s) and date of the issuer’s incorporation or organization (if any)

Jurisdiction: Nevada  
Incorporation date: December 12, 2000  
Current standing: Active

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

Yes: ☐ No: ☒

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

N/A

**2) Security Information**

Trading symbol: TCPP  
Exact title and class of securities outstanding: Common Stock (“Common Stock”)  
CUSIP: 896446101  
Par or stated value: \$0.001  
  
Total shares authorized: 2,000,000,000 as of date: April 23, 2020  
Total shares outstanding: 1,238,660,350 as of date: December 31, 2020  
Number of shares in the public float: 814,800 as of date: April 23, 2020  
Total number of shareholders of record: 167 as of date: April 23, 2020

Trading symbol: N/A  
Exact title and class of securities outstanding: Series A Preferred Stock (“Preferred Stock”)  
CUSIP: N/A  
Par or stated value: \$0.00001  
  
Total shares authorized: 10,000,000 as of date: April 23, 2020  
Total shares outstanding: 10,000,000 as of date: December 31, 2020

Transfer Agent

Name: Old Monmouth Stock Transfer, LLC  
Address: 200 Memorial Parkway  
Address 2: Atlantic Highlands, NJ 07716  
Phone: +1 (732) 872-2727  
Email: transferagent@oldmonmouth.com

Is the Transfer Agent registered under the Exchange Act?

Yes: ☒ No: ☐

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

N/A

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

### 3) Issuance History

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

Number of Shares outstanding as of <u>03/31/2019</u>	<u>Opening Balance:</u> Common: <u>249,992,850</u> Preferred: <u>0</u>		*Right-click the rows below and select “Insert” to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
November 18, 2019	Cancellation	(179,880,000)	Common stock	\$0.001	No	David Lazar/ Custodia Ventures LLC	N/A	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
November 18, 2019	New Issuance	10,000,000	Series A Preferred Stock	\$0.00001	No	David Lazar/ Custodia Ventures LLC	Cash and Promissory Note	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
December 28, 2020	Cancellation	(10,000,000)	Series A Preferred Stock	\$0.00001	No	David Lazar/ Custodia Ventures LLC	Conversion	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
December 28, 2020	New Issuance	1,168,547,500	Common stock	\$0.001	No	David Lazar/ Custodia Ventures LLC	Conversion	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
Shares Outstanding on <u>12/31/2020:</u>	<u>Ending Balance:</u> Common: <u>1,238,660,350</u> Series A Preferred: <u>None</u>								

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

[illegible]

**4) Financial Statements**

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

- ☒ U.S. GAAP  
☐ IFRS

**B. The financial statements for this reporting period were prepared by (name of individual):**

Name: Elaine Zhao  
Title: Outside CPA, April 2, 2020 to present  
Relationship to Issuer: Independent, no relationship

The unaudited financial statements as of December 31, 2020 and March 31, 2020 and for the nine months ended December 31, 2020 and 2019, are included at the end of this report.

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

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

Trinity Capital Partners, Inc. currently has no operations.

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

Subsidiary Name	Domicile	Address	Officer/Director	% Owned	Owned By
N/A					

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

N/A.

**6) Issuers facilities**

Trinity Capital Partners, Inc. currently has no operating facility.

**7) Officers Directors and Control Persons**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>I-Ju Su</u>	<u>Officer/Owner of more than 5%</u>	Zhuhai City, Guangdong Province, China	<u>422,663,632</u>	<u>Common Stock</u>	<u>34.12%</u>	_____
<u>Yueh-O Wang</u>	<u>Director/ Owner of more than 5%</u>	Zhuhai City, Guangdong Province, China	<u>372,941,934</u>	<u>Common Stock</u>	<u>30.11%</u>	_____
<u>I-Yun Su</u>	<u>Officer/Owner of more than 5%</u>	Kaohsiung City, 813 Taiwan ROC	<u>372,941,934</u>	<u>Common Stock</u>	<u>30.11%</u>	

**8) Legal/Disciplinary History**

**A. Criminal and legal proceedings of Officers, Directors and Control Persons.**

Neither of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;
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.

**B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject.**

None Noted

**9) Third Party Providers**

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

Securities Counsel

Name: William B. Barnett  
Firm: Barnett & Linn  
Address 1: 1600 E Florida Ave., Suite 214  
Address 2: Hemet, CA 92543  
Phone: (818) 436-6410  
Email: wbarnett@wbarnettlaw.com

Accountant:

Name: Elaine Zhao  
Firm: ELZ Accountancy Corp  
Address 1: 20651 Golden Springs Dr., #290  
Address 2: Walnut, CA 91789  
Phone: 909-594-1503  
Email: elaine.zhao@elzcpa.com

Investor Relations Consultant: N/A

Other Service Providers: N/A



## 10) Issuer Certification

*Principal Executive Officer:*

I, I-Ju Su certify that:

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

Date: April 23, 2020  
Signature: /s/ I-Ju Su  
Name: I-Ju Su  
Title: Chief Executive Officer

*Principal Financial Officer:*

I, I-Ju Su certify that:

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

Date: April 23, 2020  
Signature: /s/ I-Ju Su  
Name: I-Ju Su  
Title: Chief Financial Officer

**TRINITY CAPITAL PARTNERS, INC.**

**BALANCE SHEETS**  
**(Unaudited)**

	<b>December 31, 2020</b>	<b>March 31, 2020</b>
	<u>2020</u>	<u>2020</u>
<b>ASSETS</b>		
Current Assets		
Notes receivable	\$ -	\$ 20,608
Prepaid expenses	3,500	-
Total Current Assets	<u>3,500</u>	<u>20,608</u>
<b>TOTAL ASSETS</b>	<b>\$ <u>3,500</u></b>	<b>\$ <u>20,608</u></b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current Liabilities		
Accounts payable and accrued liabilities	\$ 100	\$ -
Due to related parties	-	7,335
Total Current Liabilities	<u>100</u>	<u>7,335</u>
<b>TOTAL LIABILITIES</b>	<b><u>100</u></b>	<b><u>7,335</u></b>
Commitments and contingencies		
Stockholders' Equity		
Series A Preferred Stock: 10,000,000 shares authorized; \$0.0001 par		
None issued and outstanding at December 31, 2020 and March 31,		
2020, respectively	-	100
Common stock: 2,000,000,000 shares authorized; \$0.001 par value		
1,238,660,350 and 70,112,850 shares issued and outstanding at		
December 31, 2020 and March 31, 2020, respectively	1,238,660	70,113
Paid in capital (Capital deficiency)	(1,136,563)	33,181
Accumulated deficit	<u>(98,697)</u>	<u>(90,121)</u>
Total Stockholders' Equity	<u>3,400</u>	<u>13,273</u>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>\$ <u>3,500</u></b>	<b>\$ <u>20,608</u></b>

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

**TRINITY CAPITAL PARTNERS, INC.**  
**STATEMENTS OF OPERATIONS**  
(Unaudited)

	For the Three Months Ended December 31,		For the Nine Months Ended December 31,	
	2020	2019	2020	2019
Revenue	\$ -	\$ -	\$ -	\$ -
Cost of revenue	-	-	-	-
<b>Gross Profit</b>	-	-	-	-
<b>Operating Expenses</b>				
Professional fees	100	-	9,364	-
<b>Total Operating Expenses</b>	100	-	9,364	-
Operating loss	(100)	-	(9,364)	-
<b>Other Income and Expense</b>				
Interest income	-	7,242	788	8,420
Total other income (expense)	-	7,242	788	8,420
<b>Net loss</b>	\$ <u>(100)</u>	\$ <u>7,242</u>	\$ <u>(8,576)</u>	\$ <u>8,420</u>
Basic and dilutive net loss per common share	\$ <u>(0.00)</u>	\$ <u>0.00</u>	<u>(0.00)</u>	<u>0.00</u>
Weighted average number of common shares outstanding - basic and diluted	<u>120,919,263</u>	<u>163,963,285</u>	<u>87,109,905</u>	<u>221,212,050</u>

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

**TRINITY CAPITAL PARTNERS, INC.**  
**STATEMENT OF STOCKHOLDERS' EQUITY**  
**FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2020 AND SEPTEMBER 30, 2019**  
**(Unaudited)**

	Preferred (Series A) Stock: Shares	Preferred (Series A) Stock: Amount	Common Stock: Shares	Common Stock: Amount	Additional Paid-in Capital	Accumulated Deficit	Totals
<b>Balance – March 31, 2020</b>	10,000,000	100	70,112,850	70,113	33,181	(90,121)	13,273
Net income	-	-	-	-	-	(8,476)	(8,476)
<b>Balance – September 30, 2020</b>	<u>10,000,000</u>	<u>100</u>	<u>70,112,850</u>	<u>\$ 70,113</u>	<u>\$ 33,181</u>	<u>\$ (98,597)</u>	<u>4,797</u>
Conversion of preferred stock		(100)	1,168,547,500	1,168,548	(1,168,548)		-
Due to related party written off upon change of control					20,100		20,100
Notes receivable from related party written off upon change of control					(21,396)		(21,396)
Net income	-	-	-	-	-	(100)	(100)
<b>Balance – December 31, 2020</b>	<u>10,000,000</u>	<u>-</u>	<u>1,238,660,350</u>	<u>\$ 1,238,661</u>	<u>\$ (1,136,563)</u>	<u>\$ (98,697)</u>	<u>3,400</u>
<b>Balance – March 31, 2019</b>	-	-	249,992,850	249,993	-	(99,246)	150,747
Net income	-	-	-	-	-	1,178	1,178
<b>Balance – September 30, 2019</b>	<u>-</u>	<u>-</u>	<u>249,992,850</u>	<u>\$ 249,993</u>	<u>\$ -</u>	<u>\$ (98,068)</u>	<u>151,925</u>
Net income	-	-	-	-	-	7,242	7,242
<b>Balance – December 31, 2019</b>	<u>-</u>	<u>-</u>	<u>249,992,850</u>	<u>\$ 249,993</u>	<u>\$ -</u>	<u>\$ (90,826)</u>	<u>159,167</u>

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

**TRINITY CAPITAL PARTNERS, INC.**  
**STATEMENTS OF CASH FLOWS**  
**FOR THE PERIOD**  
**(Unaudited)**

	<b>Years ended</b>	
	<b>December 31,</b>	
	<b>2020</b>	<b>2019</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net loss	\$ (8,576)	\$ -
Adjustments to reconcile net loss to net cash used in operating activities:		
Changes in operating assets and liabilities:		
Interest receivable	(788)	-
Prepaid expense	(3,500)	-
Accounts payable and accrued liabilities	100	-
Loan payable - related party	12,764	-
Net Cash Used in Operating Activities	<u>-</u>	<u>-</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>	-	-
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>	-	-
Net change in cash and cash equivalents for the year	-	-
Cash and cash equivalents at beginning of the year	<u>-</u>	<u>-</u>
Cash and cash equivalents at end of the year	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
<b>SUPPLEMENTAL CASH FLOW INFORMATION:</b>		
Cash paid for income taxes	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
Cash paid for interest	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
<b>NON-CASH INVESTING AND FINANCING ACTIVITIES</b>		
Written off notes receivable, related party	<u><u>\$ 21,396</u></u>	<u><u>\$ -</u></u>
Written off due to related party	<u><u>\$ 20,099</u></u>	<u><u>\$ -</u></u>
Conversion of preferred stock	<u><u>\$ 100</u></u>	<u><u>\$ -</u></u>

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

**TRINITY CAPITAL PARTNERS, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2020**  
**Unaudited**

**Note 1 – Organization and basis of accounting**

*Basis of Presentation and Organization*

Trinity Capital Partners, Inc. (the “Company”) is a development stage enterprise that was originally incorporated, on December 12, 2000, under the laws of the State of Nevada as Karrison Compagnie, Inc. The Company initially planned to acquire antiques, collectibles, and home and office furnishings for resale through periodic local showroom sales and web site sales; however, the Company was unable to emerge from the development stage using its original business plan and decided to abandon that plan to pursue a merger with a operating business. Accordingly, effective April 1, 2004, the Company signed a merger agreement with American Fidelity, Inc., an independent residential mortgage lender headquartered in Baton Rouge, Louisiana. Concurrent with the merger agreement, the Company changed its name from Karrison Compagnie, Inc. to American Fidelity Financial Services, Inc.

On October 16, 2006, the Company changed its name from American Fidelity Financial Services, Inc. to Trinity Capital Partners, Inc. and raised its authorized shares from 20,000,000 to 250,000,000.

On February 21, 2019, the eight judicial District Court of Nevada appointed Custodian Ventures, LLC as custodian for Trinity Capital Partners, Inc., proper notice having been given to the officers and directors of Trinity Capital Partners, Inc. There was no opposition.

On March 04, 2019, the Company filed a certificate of revival with the state of Nevada, appointing David Lazar as, President, Secretary, Treasurer and Director.

A change of control of the Company was completed on December 28, 2020, control was obtained by the sale of 1,168,547,500 common shares from Custodian Ventures, LLC to three individuals. After December 28, 2020, the Company’s operations are determined and structured by the new major shareholders.

The accompanying financial statements are prepared on the basis of accounting principles generally accepted in the United States of America (“GAAP”). The Company is a development stage enterprise devoting substantial efforts to establishing a new business, financial planning, raising capital, and research into products which may become part of the Company’s product portfolio. The Company has not realized significant sales through since inception. A development stage company is defined as one in which all efforts are devoted substantially to establishing a new business and, even if planned principal operations have commenced, revenues are insignificant.

The accompanying financial statements have been prepared assuming the continuation of the Company as a going concern. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and is dependent on debt and equity financing to fund its operations. Management of the Company is making efforts to raise additional funding until a registration statement relating to an equity funding facility is in effect. While management of the Company believes that it will be successful in its capital formation and planned operating activities, there can be no assurance that the Company will be able to raise additional equity capital, or be successful in the development and commercialization of the products it develops or initiates collaboration agreements thereon. The accompanying financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

**Note 2 – Summary of significant accounting policies**

*Cash and Cash Equivalents*

For purposes of reporting within the statements of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less to be cash and cash equivalents.

*Employee Stock-Based Compensation*

The Company accounts for stock-based compensation in accordance with ASC 718 Compensation - Stock Compensation (“ASC 718”). ASC 718 addresses all forms of share-based payment (“SBP”) awards including shares issued under employee stock purchase plans and stock incentive shares. Under ASC 718 awards result in a cost that is measured at fair value on the awards’ grant date, based on the estimated number of awards that are expected to vest and will result in a charge to operations.

### *Loss per Share*

Basic earnings (loss) per share are computed by dividing income available to common shareholders by the weighted-average number of common shares available. Diluted earnings (loss) per share is computed similar to basic earnings per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. The Company's diluted loss per share is the same as the basic loss per share for the nine months ended December 31, 2020 and 2019, as there are no potential shares outstanding that would have a dilutive effect.

### *Income Taxes*

Income tax expense is based on pretax financial accounting income. Deferred tax assets and liabilities are recognized for the expected tax consequences of temporary differences between the tax bases of assets and liabilities and their reported amounts. Valuation allowances are recorded to reduce deferred tax assets to the amount that will more likely than not be realized. The Company recorded a valuation allowance against its deferred tax assets as of December 31, 2020 and 2019.

The Company accounts for uncertainty in income taxes using a two-step approach to recognizing and measuring uncertain tax positions. The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates that it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit as the largest amount that is more than 50% likely of being realized upon settlement. The Company classifies the liability for unrecognized tax benefits as current to the extent that the Company anticipates payment (or receipt) of cash within one year. Interest and penalties related to uncertain tax positions are recognized in the provision for income taxes.

### *Recent Accounting Pronouncements*

In February 2016, the FASB issued an accounting standards update for leases. The ASU introduces a lessee model that brings most leases on the balance sheet. The new standard also aligns many of the underlying principles of the new lessor model with those in the current accounting guidance as well as the FASB's new revenue recognition standard. However, the ASU eliminates the use of bright-line tests in determining lease classification as required in the current guidance. The ASU also requires additional qualitative disclosures along with specific quantitative disclosures to better enable users of financial statements to assess the amount, timing, and uncertainty of cash flows arising from leases. The pronouncement is effective for annual reporting periods beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020, for nonpublic entities using a modified retrospective approach. Early adoption is permitted. The Company is still evaluating the impact that the new accounting guidance will have on its consolidated financial statements and related disclosures and has not yet determined the method by which it will adopt the standard.

### **Note 3- Going Concern**

The accompanying financial statements have been prepared assuming the continuation of the Company as a going concern. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and is dependent on debt and equity financing to fund its operations. Management of the Company is making efforts to raise additional funding until a registration statement relating to an equity funding facility is in effect. While management of the Company believes that it will be successful in its capital formation and planned operating activities, there can be no assurance that the Company will be able to raise additional equity capital or be successful in the development and commercialization of the products it develops or initiates collaboration agreements thereon. The accompanying financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

### **Note 4 – Related party transaction**

On February 21, 2019, the eight judicial District Court of Nevada appointed Custodian Ventures, LLC as custodian for Trinity Capital Partners, Inc., proper notice having been given to the officers and directors of Trinity Capital Partners, Inc. There was no opposition.

On March 04, 2019, the Company filed a certificate of revival with the state of Nevada, appointing David Lazar as, President, Secretary, Treasurer and Director.

On March 28, 2019, the Company issued 179,880,000 shares of common stock to Custodian Ventures, LLC at par for shares valued at \$179,880 in exchange for settlement of a portion of a related party loan for amounts advanced to the Company in the amount of \$22,350, and a promissory note due to the Company in the amount \$157,530. The note bears an interest of 3% and matures in 180 days following written demand by the holder. On November 18, 2019, the Company has determined that it is the best interest to redeem the 179,880,000 common shares from Custodian Ventures, LLC.

Also on November 18, 2019, the Company issued 10,000,000 shares of Series A Preferred Stock, par value \$0.00001, to Custodian Ventures, LLC in exchange for a promissory note of \$19,391 due to the Company. The note bears an interest of 3% and matures in 180 days following written demand by the holder. At December 31, 2020, the note receivable with a balance of \$21,396, which consists of principle of \$19,391 and accrued interest of \$2,005, was written off because the collectability of the note is unlikely after the change of control on December 28, 2020.

During the six months ended September 30, 2020, Custodian Ventures, LLC advanced a total of \$12,763 to the Company for payment of OTC market registration fees, filing fees and legal fees. At December 31, 2020, the remaining loan balance of \$20,099 to Custodian Ventures, LLC was waived upon the change of control on December 28, 2020 per the stock purchase agreement.

#### **Note 5 – Common stock**

On March 28, 2019, the Company issued 179,880,000 shares of common stock to Custodian Ventures, LLC at par for shares valued at \$179,880 in exchange for settlement of a portion of a related party loan for amounts advanced to the Company in the amount of \$22,350, and a promissory note due to the Company in the amount \$157,530. On November 18, 2019, the Company has determined that it is the best interest to redeem the 179,880,000 common shares from Custodian Ventures, LLC.

On December 23, 2020, the Company filed a Certificate of Amendment to its Articles of Incorporation to increase the authorized common shares to 2,000,000,000.

On December 28, 2020, Custodian Ventures, LLC converted its 10,000,000 shares of Series A Preferred Stock into 1,168,547,500 shares of common stock.

As of December 31, 2020, a total of 1,238,660,350 shares of common stock with par value \$0.001 remain outstanding.

#### **Note 6 – Preferred Stock**

On November 18, 2019 the Company's Board of Directors designated 10,000,000 shares of Series A Preferred Stock for issuance. Each share of Series A Preferred Stock shall have a par value of \$0.0001 per share, which series shall have the powers, designations, preferences and relative participation, optional and other special rights, limitations and restrictions in accordance with the Certificate of Designation filed with the Nevada Secretary of State.

On December 23, 2020, the Company filed a Certificate of Amendment to its Certificate Of Designation Of Series A Preferred Stock which states that each share of Series A Preferred Stock shall be convertible, at the option of the holder(s) thereof only, at any time after the date of issuance of such share, at the office of the Corporation or any transfer agent for such stock, into 116.85475 fully paid and nonassessable shares of Common Stock.

On December 28, 2020, Custodian Ventures, LLC converted its 10,000,000 shares of Series A Preferred Stock into 1,168,547,500 shares of common stock.

As of December 31, 2020, the Company held 10,000,000 authorized shares of Series A Preferred Stock, \$0.00001 par value, of which none is issued and outstanding.

#### **Note 7 – Subsequent Event**

None noted. The Company's management evaluated subsequent events through the date the financial statements were issued and there were no subsequent events to report