

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

CoroWare, Inc.

13110 NE 177th Place
Woodinville, WA 98072

(844) 641-2676
www.coroware.com
investor@coroware.com
SIC Code 335991

Annual Report **For the Period Ending: 12/31/2020** (the "Reporting Period")

As of July 2, 2021, the number of shares outstanding of our Common Stock was:

13,701,742,065

As of September 30, 2020, the number of shares outstanding of our Common Stock was:

13,701,742,065

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

13,701,742,065

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 Control¹ of the company has occurred over this reporting period:

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

Yes: ☐ No: ☒

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

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

CoroWare, Inc.

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

Delaware

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

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:

None

The address(es) of the issuer's principal executive office:

13110 NE 177th Place
Woodinville, WA 98072

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

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

Has the issuer or any of its predecessors 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:

None

2) Security Information

Trading symbol:	<u>COWI</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>219858404</u>
Par or stated value:	<u>\$0.0001</u>

Total shares authorized:	<u>35,000,000,000</u> as of date: <u>12/31/2020</u>
Total shares outstanding:	<u>13,701,742,065</u> as of date: <u>June 28, 2021</u>

Number of shares in the Public Float²: 13,514,823,648 as of date: June 28, 2021
Total number of shareholders of record: 227 as of date: June 28, 2021

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

Trading symbol: _____
Exact title and class of securities outstanding: _____
CUSIP: _____
Par or stated value: _____
Total shares authorized: _____ as of date: _____
Total shares outstanding: _____ as of date: _____

Transfer Agent

Name: Empire Stock Transfer Inc.
Phone: (702) 818-5898
Email: info@empirestock.com
Address: 1859 Whitney Mesa Dr., Henderson, NV 89014

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/2019</u> Common: <u>13,701,742,065</u> Preferred: <u>1,266,233</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	Individual/ Entity Shares were issued to (entities must have individual with voting / investment	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

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

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

					issuance? (Yes/No)	control disclosed).			
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report:									
<u>Ending</u> <u>Balance</u> <u>Ending</u>									
<u>Balance:</u>									
Date <u>12/31/2019</u>			Common: <u>13,701,742,065</u>						
Preferred: <u>1,266,233</u>									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

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

B. Debt Securities, Including Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
2/12/2003	16,287	-	16,287	12/8/2003	\$1.00 per share	Julian Herskowitz 775 Park Avenue Suite #155 Huntington, NY 11768	<u>Loan</u>
2/12/2003	171,914	50,000	121,914	12/8/2003	\$1.00 per share	Tim Burgess 226 Hamilton Rd Athens, GA 30606-5082	<u>Loan</u>
2/13/2003	171,914	50,000	121,914	12/8/2003	\$1.00 per share	Aziel Nagar 1825 8th Street Berkeley, CA 94710	<u>Loan</u>
07/26/10	13,877	7,500	6,377	1/23/11	\$0.015 per share	Richard Wynns 11731 Isle Of Palms Drive	<u>Loan</u>

						Fort Myers Beach, FL 33931	
07/26/10	92,629	47,509	45,120	1/23/11	75% of the average of the 3 lowest closing trading prices in prior 10 day trading days prior the applicable conversion date.	Richard Wynns 11731 Isle Of Palms Drive Fort Myers Beach, FL 33931	<u>Loan</u>
07/26/10	90,641	46,489	44,152	1/23/11	75% of the average of the 3 lowest closing trading prices in prior 10 day trading days prior the applicable conversion date.	Richard Wynns 11731 Isle Of Palms Drive Fort Myers Beach, FL 33931	<u>Loan</u>
02/5/2016	4,567,327	2,740,990	1,826,337	4/30/16	The lesser of (a) \$0.0003 or (b) 50% of the lowest closing trading price for the 20 trading days prior the applicable conversion date. Per the Note, all calculations must be rounding to the nearest \$0.0001 per share.	YA Global Troy Rillo 1012 Springfield Avenue Mountainside, NJ 07092	<u>Debenture Consolidation</u>
01/12/10	1,279,913	537,318	742,595	11/2/10	85% of the lowest closing trading price in prior 30 day trading days prior the applicable conversion date or \$0.02 which ever is lower. Per the Note, all calculations must be rounding to the nearest \$0.0001 per share.	Westmount Holdings International Limited Christopher Alf 327 Plaza Real Suite 201 Boca Raton, FL 33432	<u>Assigned from YA Global</u>
01/28/11	44,494	10,750	33,744	7/28/2011	50% of the lesser of: (i) the closing bid price on the day before conversion or (ii) the average of the 5 trading prices prior to the applicable conversion date. In no case shall the conversion price be less than \$0.0001. There is a ceiling on the conversion rate of \$0.05 per share, but is discounted down based on a forward split.	Barclay Lyons, LLC Todd Violette 2911 Turtle Creek Blvd Suite 300 Dallas, TX 75219	<u>Loan</u>
03/21/11	242,562	123,935	118,627	3/18/13	85% of the lowest VWAP, or lowest price in this case, for the prior 30 trading days prior to the applicable conversion date, or \$0.02, whichever is lower. Per the Note, all	Redwood Management Gary Rogers 16850 Collins Ave # 112-341	<u>Loan</u>

					calculations must be rounding to the nearest \$0.0001 per share.	Sunny Isles, FL 33160	
04/02/11	84,540	6,985	77,555	5/2/11	The average of the 5 day trading days prior the applicable conversion date. The number of shares issued will be multiplied by 115%.	Blackbridge Capital #1 Alex Dillon 450 7th Avenue 6th Floor New York, NY 10123	<u>Loan</u>
02/21/14	7,803	5,000	2,803	9/21/14	The conversion price equals 60% of the lowest trading prices for the common stock during the (30) trading day period prior to the conversion.	Blackbridge Capital #3 Alex Dillon 450 7th Avenue 6th Floor New York, NY 10123	<u>Loan</u>
06/02/11	24,584	7,685	16,900	6/1/12	50% of the average of the 3 lowest closing trading prices in prior 20 day trading days prior the applicable conversion date.	Panache Capital #1 Mark Grober 1350 6th Avenue 2nd Floor New York, NY 10019	<u>Loan</u>
06/29/11	5,717	202	5,515	6/29/12	85% of the average of the 3 lowest closing trading prices in prior 20 day trading days prior the applicable conversion date.	Panache Capital #2 Mark Grober 1350 6th Avenue 2nd Floor New York, NY 10019	<u>Loan</u>
10/05/11	73,504	21,962	51,542	3/5/12	The average of the 5 day trading days prior the applicable conversion date. The number of shares issued will be multiplied by 115%.	Premier IT Solutions Vasu Devalla 801 E. Campbell Road Suite 270 Richardson, TX 75081	<u>Debt Repayment</u>
02/21/12	41,794	13,000	28,794	3/5/12	85% of the average of the 5 trading days prior to conversion.	Kelburgh Ltd. Robert Simpson P.O. Box 957 Offshore Incorporations Centre Tortola British Virgin Islands	<u>Assigned from YA Global</u>
08/03/12	20,606	7,000	13,606	2/3/13	The average of the 5 day trading days prior the applicable conversion date. The number of shares issued will be multiplied by 115%.	Raphael Cariou #2 3518 Fremont Ave N #252 Seattle, WA 98103	<u>Debt Repayment</u>
03/12/15	324,366	82,178	242,188	9/12/15	The average of the 5 day trading days prior the applicable conversion date.	Raphael Cariou #3 3518 Fremont Ave N	<u>Debt Repayment</u>

					The number of shares issued will be multiplied by 115%.	#252 Seattle, WA 98103	
03/12/15	364,436	94,178	270,258	9/12/15	The average of the 5 day trading days prior the applicable conversion date. The number of shares issued will be multiplied by 115%.	Raphael Cariou #4 3518 Fremont Ave N #252 Seattle, WA 98103	<u>Debt Repayment</u>
02/25/13	116,524	31,389	85,135	2/25/14	35% of the lowest closing trading price in prior 20 day trading days prior the applicable conversion date.	AGS Capital Group- Note #1 Al Silberstein 801 Brickell Avenue Suite 902 Miami, FL 33131	<u>Loan</u>
02/25/13	108,965	42,000	66,965	2/25/14	35% of the lowest closing trading price in prior 20 day trading days prior the applicable conversion date.	AGS Capital Group- Note #2 Al Silberstein 801 Brickell Avenue Suite 902 Miami, FL 33131	<u>Loan</u>
11/13/13	36,147	17,000	19,147	11/12/14	50% of the lowest closing trading price in prior 20 day trading days prior the applicable conversion date. Per the Note, all calculations must be rounding to the nearest \$0.0001 per share.	Tangiers Investment Group #7 Michael Sobeck 501 W Broadway Suite 800 San Diego, CA 92101	<u>Loan</u>
03/27/14	152,219	75,000	77,219	3/27/15	The conversion price equals 50% of the lowest trading prices for the common stock during the (20) trading day period prior to the conversion.	Tangiers Investment Group #5 Michael Sobeck 501 W Broadway Suite 800 San Diego, CA 92101	Assigned from Zoom Marketing
03/27/14	134,255	72,000	62,255	3/27/15	The conversion price equals 50% of the lowest trading prices for the common stock during the (20) trading day period prior to the conversion or \$0.001 which ever is lower.	Tangiers Investment Group #6 Michael Sobeck 501 W Broadway Suite 800 San Diego, CA 92101	<u>Loan</u>
08/23/13	107,819	65,000	42,819	1/23/14	85% of the average of the 3 lowest closing trading price in prior 5 day trading days prior the applicable conversion date.	Zoom Marketing Nick Copping 436 Waverley Street Palo Alto CA 94301- 1718	<u>Debt Repayment</u>

03/11/14	72,777	32,000	40,777	3/11/15	The conversion price equals 50% of the lowest trading prices for the common stock during the (10) trading day period prior to the conversion, including the date of conversion.	LG Capital #1 Eli Alan Safdieh 1218 Union Street, Suite 2 Brooklyn, NY 11225	<u>Loan</u>
03/11/14	54,583	24,000	30,583	3/11/15	The conversion price equals 50% of the lowest trading prices for the common stock during the (10) trading day period prior to the conversion, including the date of conversion.	LG Capital #2 Eli Alan Safdieh 1218 Union Street, Suite 2 Brooklyn, NY 11225	<u>Assigned from David Ratzker</u>
01/07/15	42,819	20,625	22,194	1/7/16	The conversion price equals 45% of the lowest trading prices for the common stock during the (20) trading day prior trading days including the day upon which a Notice for Conversion is given.	LG Capital #3 Eli Alan Safdieh 1218 Union Street, Suite 2 Brooklyn, NY 11225	<u>Loan</u>
04/02/14	57,481	25,000	32,481	10/1/14	The conversion price equals 60% of the lowest trading prices for the common stock during the (20) trading day period prior to the conversion or \$0.01 whichever is lower.	Burrington Capital #2 Jason McLane 295 Madison Avenue 43rd Floor New York, NY 10017	<u>Loan</u>
04/03/14	54,262	26,825	27,437	12/31/14	The conversion price equals 50% of the average of the 3 lowest trading prices for the common stock during the (30) trading day period prior to the conversion or \$0.02 which ever is lower. Per the Note, all calculations must be rounding to the nearest \$0.0001 per share.	Patrick Ferro 1037 Central Ave. Westfield, NJ 07090-1648	<u>Assigned from YA Global</u>
04/08/14	360,482	200,000	160,482	12/31/14	The conversion price equals 50% of the lowest trading prices for the common stock during the (30) trading day period prior to the conversion or \$0.02 which ever is lower. Per the Note, all calculations must be rounding to the nearest \$0.0001 per share.	Dakota Capital Jon Cook Level 18, 126 Phillip Street Sydney, NSW, 2000 Australia	<u>Assigned from YA Global</u>

04/14/14	52,800	52,800	-	12/31/14	The conversion price equals 50% of the average of the 3 lowest trading prices for the common stock during the (30) trading day period prior to the conversion or \$0.02 which ever is lower. Per the Note, all calculations must be rounding to the nearest \$0.0001 per share.	Barry Liben 119 West 40 th 14th Floor New York, NY 10018	<u>Assigned from</u> <u>YA Global</u>
12/10/14	41,476	20,000	21,476	6/10/15	The conversion price equals 60% of the lowest trading prices for the common stock during the (20) trading day period prior to the conversion or \$0.01 which ever is lower.	Jared Robert 1323 N 100 E Lehi, UT 84043	<u>Debt</u> <u>Repayment</u>
_____	_____	_____	_____	_____	_____	_____	_____

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

4) Financial Statements

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

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Melissa Juhasz
Title: CPA
Relationship to Issuer: Contractor

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

- C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;

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

- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

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

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

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

5) Issuer's Business, Products and Services

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

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

In 2021, the Company began investigating emerging technologies, strategic intellectual property partnerships, and sustainable growth business opportunities related to the production of hydrogen and high value carbon products from organic waste streams. Working cooperatively with Oxford University Innovation, CoroWare plans to implement proven and patented technologies to add value to organic waste streams. By utilizing these proven proprietary technologies, collected and captured plastic waste material can be upcycled to high value products such as carbon nanotubes ("CNTs") and hydrogen gas.

CNTs can be used for improved electrical conduction and reinforcing materials that are used in a wide variety of industries including the automotive industry, aviation industry, medical industry, and construction. The number one growth driver is the increasing need for high performance batteries for the electric vehicle market.

The global hydrogen market is expected to more than double by the end of the decade. Plastic waste is a cheap and abundant feedstock that will allow the Company to scale quickly and produce hydrogen gas for a competitive price.

- B. Please list any subsidiaries, parents, or affiliated companies.

Carbon Source (Wyoming Corporation)

- C. Describe the issuers' principal products or services.

Processing plastic and organic waste proprietary technologies to produce high value products such as carbon nanotubes ("CNTs") and hydrogen gas.

6) Issuer's Facilities

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

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

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

Licensed intellectual property through an agreement with Oxford University Innovation.

7) Company Insiders (Officers, Directors, and Control Persons)

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note: Percentage of Voting Rights
Lloyd Spencer	Director, President	Woodinville, WA	60,606,335	Common	0.44%	0.4%
Lloyd Spencer	Director, President	Woodinville, WA	60,000	Series D Preferred	60%	43.8%
Lloyd Spencer	Director, President	Woodinville, WA	25,000	Series G Preferred	100%	912.3%
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities 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);

No

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;

No

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

No

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.

No

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

None

9) Third Party Providers

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

Securities Counsel

Name: Gary Blum
Firm: Law Offices of Gary L. Blum
Address 1: 3278 Wilshire Boulevard, Suite 603
Address 2: Los Angeles, CA 90010
Phone: (213) 381-7450
Email: gblum@gblumlaw.com

Accountant or Auditor

Name: Melissa Juhasz
Firm: Juhasz Consulting, LLC
Address 1: 205 Lakeside Farms Drive
Address 2: Duncan, SC 29334
Phone: (727) 692-9369
Email: mjuhasz.ils@gmail.com

Investor Relations

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

Other Service Providers

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

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Lloyd T. Spencer certify that:

1. I have reviewed this Annual Report of CoroWare, 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.

6/28/2021 [Date]

/s/ Lloyd T. Spencer [CEO's Signature]

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

Principal Financial Officer:

I, Lloyd T. Spencer certify that:

1. I have reviewed this Annual Report of CoroWare;

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.

6/28/2021 [Date]

/s/ Lloyd T. Spencer [CFO's Signature]

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