

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

ACTIVE HEALTH FOODS, INC.

6185 Magnolia Avenue Suite #403 Riverside, California 92506

(951) 454-0889

<https://partydipper.com/>

info@partydipperinc.com

ANNUAL Report **For the Period Ending: 12-31-2019** **(the "Reporting Period")**

As of December 31, 2018, the number of shares outstanding of our Common Stock was:

6,305,815,763

As of September 30, 2019, the number of shares outstanding of our Common Stock was:

6,305,815,763

As of December 31, 2019, the number of shares outstanding of our Common Stock was:

6,305,815,763

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: X No:

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

Yes: No: X

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: X

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.

ACTIVE HEALTH FOODS, 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):

WYOMING (ACTIVE STATUS)

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:

6185 MAGNOLIA AVENUE SUITE #403 RIVERSIDE, CALIFORNIA 92506

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: X

X

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

Yes: ☐ No: X

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:	<u>AHFD</u>
Exact title and class of securities outstanding:	<u>COMMON</u>
CUSIP:	<u>005051107</u>
Par or stated value:	<u>0.001</u>

Total shares authorized:	<u>20,000,000,000 as of: 12-31-2019</u>
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Total shares outstanding:	<u>6,305,815,763 as of: 12-31-2019</u>
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Number of shares in the Public Float²: 6,305,815,763 as of: 12-31-2019
Total number of shareholders of record: 87 as of: 12-31-2019

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

Trading symbol: NONE
Exact title and class of securities outstanding: PREFERRED CLASS A
CUSIP: N/A
Par or stated value: 0.001
Total shares authorized: 10,000,000 as of: 12-31-2019
Total shares outstanding: 0 as of: 12-31-2019

Transfer Agent

Name: OLDE MONMOUTH STOCK TRANSFER
Phone: 732-872-2727
Email: matt@oldemonmouth.com
Address: 200 MEMORIAL PARKWAY ATLANTIC HIGHLANDS, NEW JERSEY 07716

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>12/31/18</u> Common: <u>6,305,815,763</u> Preferred: <u>1</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance,	Number of Shares	Class of Securities	Value of shares issued	Were the shares issued at	Individual/ Entity Shares were issued to	Reason for share issuance (e.g. for cash or debt	Restricted or Unrestricted	Exemption or

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.

	cancellation, shares returned to treasury)	Issued (or cancelled)		(\$/per share) at issuance	a discount to market price at the time of issuance? (Yes/No)	(entities must have individual with voting / investment control disclosed).	conversion) -OR- Nature of Services Provided	as of this filing.	Registration Type.
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date <u>12/31/19</u>									
Common: <u>6,305,815,763</u>									
Preferred: <u>0</u>									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

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

N/A

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.)
<u>03/18/13</u>	<u>\$49,030</u>	<u>\$75,000</u>	<u>2,600</u>	<u>12/12/13</u>	<u>Convertible after 180 days, at price of 42% below the current market price</u>	<u>Adar Bays (Ari Goldstein)</u>	<u>LOAN</u>
<u>06/19/13</u>	<u>\$61,500</u>	<u>61,500</u>	<u>3,000</u>	<u>03/21/14</u>	<u>Convertible after 180 days, at price of 42%</u>	<u>Union Capital (William Ogden)</u>	<u>LOAN</u>

					<u>below the current market price</u>		
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Use the space below to provide any additional details, including footnotes to the table above:

N/A

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: Stacey Johnigarn

Title: Accountant

Relationship to Issuer: Accountant

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

- C. Balance Sheet;
- D. Statement of Income;
- E. Statement of Cash Flows;
- F. Statement of 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

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.

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

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

NO OPERATIONS

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

NONE

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

NONE

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.

N/A

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
<u>Gregory C. Manos</u>	<u>CEO, President, Secretary, Treasurer, Sole Director</u>	<u>Riverside, California</u>	<u>10,000</u>	<u>Preferred Class A</u>	<u>100%</u>	<u>This super voting preferred was issued on 9/2/21</u>
_____	_____	_____	_____	_____	_____	_____

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: Alan T. Hawkins
Firm: INDEPENDENT LAW PLLC
Address 1: N/A
Address 2: N/A
Phone: (352) 353-4048
Email: ahawkins@independent.law

Accountant or Auditor

Name: Stacey Johnigarn
Firm: Pinnacle Tax Services
Address 1: 520 S. Grand Ave, Unit 320
Address 2: Los Angeles, CA 90071
Phone: 877-224-0217
Email: stacey@pinnacletaxandaccounting.com

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, Gregory C. Manos certify that:

1. I have reviewed this Annual Report of Active Health Foods, 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.

9-13-2021

/s/ Gregory C. Manos

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

Principal Financial Officer:

I, Gregory C. Manos certify that:

1. I have reviewed this Annual Report of Active Health Foods, 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.

9-13-2021

/s/ Gregory C. Manos

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

Active Health Foods, Inc
Consolidated Balance Sheets
(Unaudited)

	<u>December 31,</u> <u>2019</u>	<u>December 31,</u> <u>2018</u>
ASSETS		
Current assets:		
Cash	\$ -	\$ 214
Accounts receivable	-	21,889
Inventory	-	75,641
Total Current Assets	<u>-</u>	<u>97,744</u>
TOTAL ASSETS	<u>\$ -</u>	<u>\$ 97,744</u>
LIABILITIES & STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 166,361	\$ 166,361
Related party payables	101,924	101,924
Interest payable	12,810	12,810
Convertible debt, net	110,530	299,771
Derivative liability	589,721	589,721
Note payable	25,273	25,273
Other current liabilities	602,368	602,368
Total current liabilities	<u>1,608,987</u>	<u>1,798,228</u>
Total liabilities	<u>1,608,987</u>	<u>1,798,228</u>
Stockholders' Equity		
Common Stock, \$0.001 par value, 20,000,000,000 shares authorized, 6,305,815,763 shares issued and outstanding as of December 31, 2019 and December 31, 2018, respectively	6,305,816	6,305,816
Preferred Stock, \$0.001 par value, 10,000,000 shares authorized, 0 shares issued and outstanding as of December 31, 2019 and December 31, 2018, respectively	-	-
Additional paid-in capital	3,552,648	3,259,103
Accumulated deficit	<u>(11,467,451)</u>	<u>(11,363,147)</u>
Total stockholder's equity	<u>(1,608,987)</u>	<u>(1,798,228)</u>
TOTAL LIABILITIES AND STOCKHOLDER'S DEFICIT	<u>\$ 0</u>	<u>\$ 0</u>

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

Active Health Foods, Inc
Consolidated Statements of Operations
(Unaudited)

	For the Years Ended December 31,	
	2019	2018
Revenues	\$ -	\$ -
Cost of Sales	-	-
Gross profit	-	-
<u>Operating Expenses:</u>		
General and administratives	104,304	6,560
Total operating expenses	104,304	6,560
Operating loss	(104,304)	(6,560)
Other income (expense)		
Interest expense	-	-
Total other income (expense)	-	-
Net loss	\$ (104,304)	\$ (6,560)
Basic and diluted loss per common share	\$ (0.00)	\$ (0.00)
Weighted average common shares outstanding	6,305,815,763	6,305,815,763

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

Active Health Foods, Inc
Consolidated Statements of Stockholders' Equity
For The Three Years Ended December 31, 2019, 2018 and 2017

	Class A Preferred Stock		Common Stock		Additional Paid In Capital	Accumulated Deficit	Total
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Amount</u>		<u>Amount</u>
Balance, December 31, 2016	-	\$ -	6,305,815,763	\$ 6,305,816	\$ 3,441,784	\$ (11,356,587)	\$ (1,608,987)
Prior year adjustment to deficit	-	-	-	-	-	-	-
Net Loss	-	-	-	-	-	-	-
Balance, December 31, 2017	<u>-</u>	<u>\$ -</u>	<u>6,305,815,763</u>	<u>\$ 6,305,816</u>	<u>\$ 3,441,784</u>	<u>\$ (11,356,587)</u>	<u>\$ (1,608,987)</u>
 Balance, December 31, 2017	-	\$ -	6,305,815,763	6,305,816	3,441,784	(11,356,587)	\$ (1,608,987)
Issuance of stock for services	-	-	-	-	-	-	-
Net Loss	-	-	-	-	(182,681)	(6,560)	(189,241)
Balance, December 31, 2018	<u>-</u>	<u>\$ -</u>	<u>6,305,815,763</u>	<u>\$ 6,305,816</u>	<u>\$ 3,259,103</u>	<u>\$ (11,363,147)</u>	<u>\$ (1,798,228)</u>
 Balance, December 31, 2018	-	\$ -	6,305,815,763	\$ 6,305,816	\$ 3,259,103	\$ (11,363,147)	\$ (1,798,228)
Issuance of stock for services	-	-	-	-	-	-	-
Prior Period Adjustment to RE	-	-	-	-	-	-	-
Net Loss	-	-	-	-	293,545	(104,304)	189,241
Balance, December 31, 2019	<u>-</u>	<u>\$ -</u>	<u>6,305,815,763</u>	<u>\$ 6,305,816</u>	<u>\$ 3,552,648</u>	<u>\$ (11,467,451)</u>	<u>\$ (1,608,987)</u>

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

Active Health Foods, Inc
Consolidated Statements of Cash Flows
(Unaudited)

	For the Years Ended December 31,	
	2019	2018
Cash Flow From Operating Activities		
Net loss	\$ (104,304)	\$ (6,560)
Adjustments to reconcile net loss to net cash used in operating activities:		
Common Stock Issued for Services	-	-
Changes in working capital		
Other current asset	97,744	-
Loan to affiliate	-	-
Accounts payable and accrued expenses	6,346	6,560
Other current liabilities	-	-
Net Cash Used in Operating Activities	<u>(214)</u>	<u>-</u>
Cash Flow From Investing Activities		
	-	-
Net Cash From Investing Activities	<u>-</u>	<u>-</u>
Cash Flow From Financing Activities		
0	-	-
Net Cash From Financing Activities	<u>-</u>	<u>-</u>
Net Change in Cash	(214)	-
Cash at Beginning of Period	<u>214</u>	<u>-</u>
Cash at End of Period	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
Net cash paid for:		
Interest	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
Income Taxes	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>

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

Active Health Foods

Notes to the Financial Statements

For the years ended December 31, 2019 and December 31, 2018

NOTE 1 - ORGANIZATION AND OPERATIONS

Current Operations

Active Health Foods is currently a shell company that began as a producer of organic beverages and organic energy bars. Active Health Foods (“ AHFD ” or the “ Company “, was incorporated in the State of California on January 9, 2008. AHFD has since re-incorporated in Wyoming, beginning with its initial filing with the Wyoming State of Secretary on September 15, 2015. Our principal business objective from inception has been providing competitively priced, premium quality, organic energy bars. The Company is operated by Gregory C. Manos, who serves as AHFD’s President, Secretary, CEO, and Treasurer.

Business Plan

Active Health Foods, Inc’s business objective from originally had been providing competitively priced, premium quality, organic energy bars. We developed the brand name “ Active X TM ” for our energy bars. The term “ Active X TM ” was trademarked on May 6, 2008. Our energy bars were made from a proprietary formula which uses natural and organic ingredients.

Each energy bar was 1.8 net ounces and comes wrapped in a distinctive, decorated full color wrapping. Each flavor was packaged into a full color decorated display box, which is specifically designed to be used as a counter display for the retailer. Each uniquely designed display box holds 16 bars. There were eight display boxes to a case, for a total of 128 bars per case. The company now operates as a shell company, with various investors in the company, whom hold convertible debt in the form of promissory notes that can be converted to common stock upon conversion.

Corporate Management

The Company is operated by Gregory C. Manos, who serves as AHFD’s President, Secretary, CEO, and Treasurer.

Corporate History

The Company was incorporated in the State of California on January 9, 2008. AHFD has since re-incorporated in Wyoming, beginning with its initial filing with the Wyoming State of Secretary on September 15, 2015. The company currently operates as a shell company.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying unaudited financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for interim unaudited financial information. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. The unaudited financial statements include all adjustments (consisting of normal recurring adjustments) which are, in the opinion of management, necessary in order to make the condensed financial statements not misleading. Operating results for the quarters ended March 31, 2021, and June 30, 2021 are not necessarily indicative of the final results that may be expected for the year ended December 31, 2021. Notes to the financial statements which would substantially duplicate the disclosures contained in the annual financial statements for the most recent fiscal period, as reported in the Annual Report, have been omitted.

Income Taxes

The Company accounts for income taxes using the asset and liability approach that requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been recognized in the Company’s financial statements or tax returns. In estimating future tax consequences, the Company generally considers all expected future events other than enactments of changes in the tax law. For deferred tax assets, management evaluates the probability of realizing the future benefits of such assets. The

Company establishes valuation allowances for its deferred tax assets when evidence suggests it is unlikely that the assets will be fully realized. The Company recognizes the tax effects of an uncertain tax position only if it is more likely than not to be sustained based solely on its technical merits as of the reporting date and then only in an amount more likely than not to be sustained upon review by the tax authorities. Income tax positions that previously failed to meet the more likely than not threshold are recognized in the first subsequent financial reporting period in which that threshold is met. Previously recognized tax positions that no longer meet the more likely than not threshold are derecognized in the first subsequent financial reporting period in which that threshold is no longer met. The Company classifies potential accrued interest and penalties related to unrecognized tax benefits within the accompanying consolidated statements of operations and comprehensive income (loss) as income tax expense.

Recently Adopted Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new pronouncements that have been issued that might have a material impact on its financial position or results of operations.

NOTE 3 - GOING CONCERN

The accompanying financial statements have been prepared on a going concern basis which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. As shown in the financial statements, the Company has incurred recurring net losses since its inception and has raised limited capital. These factors raise substantial doubt regarding the Company's ability to continue as a going concern. The financial statements do not include any adjustment relating to the recoverability and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. The Company is taking certain steps to provide the necessary capital to continue its operations. These steps include but are not limited to: 1) focus on our new business model and 2) raising equity or debt financing.

NOTE 4 – PREFERRED STOCK

The Corporation is authorized to issue one class of Shares designated as "Preferred Stock" in the amount of Ten Million (10,000,000) Shares with a par value of \$0.001. The Board of Directors is authorized to determine or alter the rights, preferences, privileges, and restrictions granted to or imposed upon any wholly unissued Shares of "Preferred Stock".

NOTE 5 – DISCONTINUED OPERATIONS

As previously stated, the Company no longer acts on its initial operations, but instead is currently in the state of being a shell company. The Company holds no current assets as of the date of this filing.. There was no revenue produced within the period, as entity was acting as a shell for the period. Expenses incurred in period were related to OTC and Secretary of State prorated annual fees.

NOTE 6 – SUBSEQUENT EVENTS

On February 12, 2021, Adar Bays received 1,000,000,000 common shares on the conversion of their convertible note and accrued interest.

On March 1, 2021, Union Bay received 1,000,000,000 unrestricted common shares on the conversion of their convertible note and accrued interest.

On September 2, 2021 the Company issued 10,000 shares of Preferred Stock to CEO Gregory C. Manos.