

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

## **Jammin Java Corp.**

A Nevada Corporation

701 S CARSON ST  
STE 200  
Carson City, NV 89701

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424-224-5358

[www.jamncorp.com](http://www.jamncorp.com)

[info@jamncorp.com](mailto:info@jamncorp.com)

SIC Code # 6719

### **Annual Report**

**For the Period Ending: December 31, 2020<sup>1</sup>**  
(the "Reporting Period")

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

2,874,058,703

As of the previous reporting period, October 31, 2020, the number of shares outstanding of our Common Stock was:

2,874,058,703

As of the previous annual reporting period, January 31, 2020, the number of shares outstanding of our Common Stock was:

2,874,058,703

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<sup>2</sup> of the company has occurred over this reporting period:

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<sup>1</sup> Company changed its fiscal year end on 12/01/2020

<sup>2</sup> "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;

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.

- 9/27/2004 is incorporated in Nevada as Global Electronic Recovery Corp.
- 02/25/2008 Company changes name to Marley Coffee, Inc.
- 07/03/2009 Company changes name to Jammin Java Corp.

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):

- 9/27/2004: Incorporated in Nevada as Global Electronic Recovery Corp.
- 02/25/2008 Company changes name to Marley Coffee, Inc.
- 07/03/2009 Company changes name to Jammin Java Corp.
- The Company is currently **active** and in good standing in the state of Nevada.

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

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:

- The Company has been reorganized.
- Going forward, the Company anticipates it will seek to conduct one or more of the following actions; reverse/split, forward split, recapitalization, merger, SEC registration statement, acquisition.

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

The Company's principal executive office is located at 4230 So. MacDill Ave. Suite 203, Tampa, FL 33611.

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

The Company maintains a registered office located at 701 S CARSON ST STE 200, Carson City, NV 89701.

*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:

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(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.

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:	JAMN
Exact title and class of securities outstanding:	Common Shares
CUSIP:	<u>470751108</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>5,112,861,525 as of date: 12/31/2020</u>
Total shares outstanding:	<u>2,874,058,703 as of date: 12/31/2020</u>
Number of shares in the Public Float <sup>3</sup> :	<u>2,734,080,539 as of date: 12/31/2020</u>
Total number of shareholders of record:	<u>38 as of date: 12/31/2020</u>

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

Trading symbol:	N/A
Exact title and class of securities outstanding:	N/A
CUSIP:	N/A
Par or stated value:	N/A
Total shares authorized:	<u>0 as of date: 12/31/2020</u>
Total shares outstanding:	<u>0 as of date: 12/31/2020</u>

### Transfer Agent

Name: Liberty Stock Transfer, Inc.  
Phone: (732) 372-0707  
Email: info@@libertystocktransfer.com  
Address: 1041 Highway 36, Suite 310, Atlantic Highlands, NJ 07716

Is the Transfer Agent registered under the Exchange Act?<sup>4</sup> 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**

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<sup>3</sup> "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.

<sup>4</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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			*Right-click the rows below and select "Insert" to add rows as needed.						
Fiscal Year End: 1/31/2017 <u>Opening Balance</u> Common: 229,306,508 Preferred A: 0									
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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
04/10/2017	New Issuance	11,236,018	CS	\$0.00138	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/10/2017	New Issuance	10,400,000	CS	\$0.00081	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
04/10/2017	New Issuance	6,896,552	CS	\$0.00290	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
04/12/2017	New Issuance	22,463,768	CS	\$0.00069	Yes	Iconic Holdings, LLC- Michael Sobeck	Debt Conversion	Unrestricted	4(a)1
04/13/2017	New Issuance	27,977,667	CS	\$0.00161	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
04/17/2017	New Issuance	12,634,114	CS	\$0.00090	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/17/2017	New Issuance	22,807,107	CS	\$0.00114	YES	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
04/18/2017	New Issuance	13,734,839	CS	\$0.00090	YES	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/18/2017	New Issuance	27,752,688	CS	\$0.00093	Yes	Iconic Holdings, LLC- Michael Sobeck	Debt Conversion	Unrestricted	4(a)1
04/18/2017	New Issuance	12,300,000	CS	\$0.00146	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
04/19/2017	New Issuance	34,210,562	CS	\$0.00114	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
04/19/2017	New Issuance	17,150,000	CS	\$0.00094	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
04/20/2017	New Issuance	13,734,839	CS	\$0.00090	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/21/2017	New Issuance	15,000,000	CS	\$0.00094	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1

04/21/2017	New Issuance	21,994,616	CS	\$0.00060	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/21/2017	New Issuance	39,461,538	CS	\$0.00078	Yes	Iconic Holdings, LLC- Michael Sobeck	Debt Conversion	Unrestricted	4(a)1
04/21/2017	New Issuance	22,395,000	CS	\$0.00084	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
04/24/2017	New Issuance	21,994,616	CS	\$0.00060	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/24/2017	New Issuance	8,000,000	CS	\$0.00500	Yes	Canyon International, Inc.- Bo Linton	Services	Restricted	N/A
04/25/2017	New Issuance	54,000,000	CS	\$0.00070	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
04/25/2017	New Issuance	27,511,330	CS	\$0.00042	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/25/2017	New Issuance	28,000,000	CS	\$0.00071	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
04/26/2017	New Issuance	40,000,000	CS	\$0.00061	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
04/26/2017	New Issuance	27,511,330	CS	\$0.00042	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/26/2017	New Issuance	55,833,333	CS	\$0.00051	Yes	Iconic Holdings, LLC- Michael Sobeck	Debt Conversion	Unrestricted	4(a)1
04/27/2017	New Issuance	34,970,000	CS	\$0.00045	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
04/27/2017	New Issuance	34,347,121	CS	\$0.00042	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/27/2017	New Issuance	40,000,000	CS	\$0.00056	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
04/28/2017	New Issuance	43,787,549	CS	\$0.00036	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
04/28/2017	New Issuance	60,000,000	CS	\$0.00048	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
04/28/2017	New Issuance	42,870,000	CS	\$0.00045	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
05/02/2017	New Issuance	97,396,970	CS	\$0.00033	Yes	Iconic Holdings, LLC- Michael Sobeck	Debt Conversion	Unrestricted	4(a)1
07/10/2017	New Issuance	57,706,220	CS	\$0.00018	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
07/13/2017	New Issuance	57,706,220	CS	\$0.00018	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
07/14/2017	New Issuance	57,706,220	CS	\$0.00018	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
07/24/2017	New Issuance	66,189,035	CS	\$0.00024	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1

08/09/2017	New Issuance	66,189,035	CS	\$0.00012	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
09/18/2017	New Issuance	56,034,842	CS	\$0.00012	Yes	JSJ Investments, Inc.-David Hirji	Debt Conversion	Unrestricted	4(a)1
09/18/2017	New Issuance	74,000,000	CS	\$0.00019	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
09/19/2017	New Issuance	80,000,000	CS	\$0.00019	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
09/22/2017	New Issuance	84,000,000	CS	\$0.00016	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
09/25/2017	New Issuance	55,000,000	CS	\$0.00013	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
09/26/2017	New Issuance	75,419,692	CS	\$0.00009	Yes	JMJ Financial-Justin Keener	Debt Conversion	Unrestricted	4(a)1
03/15/2018	New Issuance	190,538,462	CS	\$0.00013	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
03/16/2018	New Issuance	62,346,154	CS	\$0.00013	Yes	Vis Varies Group, Inc.- Curt Kramer	Debt Conversion	Unrestricted	4(a)1
03/19/2018	New Issuance	215,593,333	CS	\$0.00015	Yes	Duck Duck Spruce, LLC- Michael Sobeck	Debt Conversion	Unrestricted	4(a)1
04/05/2018	New Issuance	237,133,333	CS	\$0.00008	Yes	Duck Duck Spruce, LLC- Michael Sobeck	Debt Conversion	Unrestricted	4(a)1
04/29/2019	New Issuance	260,818,182	CS	\$0.00006	Yes	Iconic Holdings, LLC- Michael Sobeck	Debt Conversion	Unrestricted	4(a)1

Shares Outstanding on  
December 31, 2020:  
Ending Balance:  
Common: 2,874,058,703  
Preferred A: 0

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, 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.)
09/09/2015	221,410.98	\$275,000	139,416.98	03/09/2021	12% Interest & conversion of > 40% to 3rd lowest trade in 10 trading days or \$0.00005	JSJ Investments, Inc.-David Hirji	Loan
09/10/2015	1,619,653.53	\$1,000,000	792,495.53	09/10/2017	12% interest and conversion of < \$0.75 or 35% discount to lowest trade in last 20 trade days	JMJ Financial- Justin Keener	Loan
03/08/2016	64,876.42	\$330,000	9,753.58	03/08/2017	5% interest & conversion < 35% discount to average of two lowest closing prices of last 10 trading days	Iconic Holdings, LLC- Michael Sobeck <sup>1</sup>	Loan
03/15/2016	220,535.54	\$220,000	535.54	03/15/2017	5% interest & conversion < 35% discount to average of two lowest closing prices of last 10 trading days	Duck Duck Spruce, LLC- Michael Sobeck	Loan
04/11/2016	0	\$225,000	0	12/15/2016	8% Interest & conversion of > \$0.00009 or 35% discount to lowest trade in 5 days	Vis Varies Group, Inc.- Curt Kramer	Loan
11/14/2016	135,153.65	\$110,000	25,153.65	11/14/2017	5% interest & conversion < 35% discount to average of two lowest closing prices of last 25 trading days	Iconic Holdings, LLC- Michael Sobeck	Loan

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

1. Acquired \$330,000 03/08/2016 Note from Duck Duck Spruce, LLC (managed by Michael Sobeck)

#### 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)<sup>5</sup>:

Name: Paul Strickland  
 Title: Secretary  
 Relationship to Issuer: Secretary

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.

- Balance sheet;
- Statement of income;
- Statement of cash flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial notes; and

<sup>5</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

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.

**See Attached**

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”)

- The Company is in the process of restructuring its business.

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

- N/A

C. Describe the issuers’ principal products or services.

- The Company is in the process of restructuring its business.

**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.

- The Company maintains offices located at 4230 So. MacDill Ave. Suite 203, Tampa, FL 33611.

**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% of 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
Scott Johnson	Director/ President	Denver, CO	N/A	N/A	N/A	As of February, 2017 until 8/24/2020
Chris Plant	Director/ Chief Executive Officer	Denver, CO	N/A	N/A	N/A	As of February, 2017 until 8/24/2020
Paul Strickland	Director, Secretary	Olympia, WA	N/A	N/A	N/A	As of 06/01/2017
Selkirk Global Holdings, LLC- Paul Strickland, Managing Member	5%+ Holder	Olympia, WA	1,958,318,719	CS	32.31%	as of 3/19/2021

## 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);

N/A

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;

N/A

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

N/A

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.

N/A

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.

- On June 8, 2017, an Amended Final Judgement against the Company was ordered by the UNITED STATES DISTRICT COURT CENTRAL DISTRICT OF CALIFORNIA WESTERN DIVISION by FIFTY-SIX HOPE ROAD MUSIC LIMITED, a Bahamian corporation, and HOPE ROAD MERCHANDISING, LLC, a Florida limited liability company for \$2,458,835 in damages.

## 9) Third Party Providers

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

### Securities Counsel

Name: Allen Tucci  
Firm: Archer & Greiner P.C.  
Address 1: Three Logan Square, 1717 Arch Street, Suite 3500  
Address 2: Philadelphia, PA 19103  
Phone: 215-246-3192  
Email: atucci@archerlaw.com

### Accountant or Auditor

Name: N/A  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### Investor Relations

Name: N/A  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### Other Service Providers

Provide the name of any other service provider(s) 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: N/A  
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, Paul Strickland certify that:

1. I have reviewed this **Annual disclosure report** of Jammin Java Corp.;
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: September 27, 2021

/s/Paul Strickland (Officer's signature)

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

### *Principal Financial Officer:*

I, Paul Strickland certify that:

1. I have reviewed this **Annual disclosure report** of Jammin Java Corp.;
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: September 27, 2021

/s/Paul Strickland (Secretary's signature)

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

**JAMMIN JAVA CORP.**  
**BALANCE SHEETS**  
(Unaudited)

	December 31, 2020	December 31, 2019
<b>ASSETS</b>		
CURRENT ASSETS		
Total Current Assets	-	-
PROPERTY AND EQUIPMENT, NET		
	-	-
OTHER ASSETS		
Total Other Assets	-	-
<b>TOTAL ASSETS</b>	<b>\$ -</b>	<b>\$ -</b>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
CURRENT LIABILITIES		
Accounts payable	\$ 772,886	\$ 772,886
Accrued expenses	266,727	266,727
Accrued interest	805,534	569,181
Notes payable	298,948	298,948
Convertible notes payable	1,656,870	1,656,870
Total Current Liabilities	3,800,965	3,564,612
COMMITMENTS AND CONTINGENCIES		
STOCKHOLDERS' DEFICIT		
Common stock, 5,112,861,525 shares authorized, \$0.001 par value; 2,874,058,703 and 2,874,058,703 issued and outstanding, respectively	2,874,059	2,874,059
Additional paid-in capital	22,496,285	22,496,285
Accumulated deficit	(29,171,309)	(28,934,956)
Total Stockholders' Deficit	(3,800,965)	(3,564,612)
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</b>	<b>\$ -</b>	<b>\$ -</b>

See accompanying notes to unaudited financial statements.

JAMMIN JAVA CORP.  
STATEMENTS OF OPERATIONS  
(Unaudited)

	Year Ended December 31,	
	2020	2019
REVENUES	\$ -	\$ -
EXPENSES		
	-	-
Total expenses	-	-
LOSS FROM OPERATIONS	-	-
OTHER INCOME (EXPENSE)		
Interest expense	(236,353)	(212,175)
Total other income (expense)	(236,353)	(212,175)
NET LOSS ATTRIBUTABLE TO COMMON SHAREHOLDERS	(236,353)	(212,175)
NET LOSS PER COMMON SHARE, BASIC AND DILUTED	\$ (0.00008)	\$ (0.00008)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING, BASIC AND DILUTED	2,874,058,703	2,698,284,394

See accompanying notes to unaudited financial statements.

JAMMIN JAVA CORP.  
STATEMENTS OF STOCKHOLDERS' DEFICIT  
(Unaudited)

	Common Stock		Additional Paid-in capital	Accumulated Deficit	Total Stockholders' (Deficit)
	Shares	Amount			
Balance, December 31, 2018	2,613,240,521	\$ 2,613,241	\$ 22,741,455	\$ (28,722,781)	\$ (3,368,085)
Common stock issued for payment on convertible promissory notes	260,818,182	260,818	(245,170)		15,648
Net Loss attributable to Common stockholder's, year ended December 31, 2019	-	-	-	(212,175)	(212,175)
Balance, December 31, 2019	2,874,058,703	\$ 2,874,059	\$ 22,496,285	\$ (28,934,956)	\$ (3,564,612)
Net Loss attributable to Common stockholder's, year ended December 31, 2020	-	-	-	(236,353)	(236,353)
Balance, December 31, 2020	2,874,058,703	\$ 2,874,059	\$ 22,496,285	\$ (29,171,309)	\$ (3,800,965)

See accompanying notes to unaudited financial statements.

JAMMIN JAVA CORP.  
STATEMENTS OF CASH FLOWS  
(Unaudited)

	Year Ended December 31,	
	2020	2019
Cash Flows From Operating Activities:		
Net loss attributable to controlling interests	\$ (236,353)	\$ (212,175)
Adjustments to reconcile net loss to net cash used in operating activities:		
Increase (decrease) in accrued interest	236,353	212,175
Net cash used in operating activities	-	-
Cash Flows From Financing Activities:		
Net cash provided by financing activities	-	-
Increase (decrease) in Cash	-	-
Cash and cash equivalents, beginning of period	-	-
Cash and cash equivalents, end of period	\$ -	\$ -
 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash paid during the period for:		
Interest	\$ -	\$ -
Income taxes	\$ -	\$ -

See accompanying notes to unaudited financial statements.

**JAMMIN JAVA CORP.**  
Notes to the Financial Statements  
Years Ended December 31, 2020 and 2019  
(Unaudited)

**Note 1 — Organization and Operations**

The Company was incorporated in Nevada on September 27, 2004 as Global Electronic Recovery Corp. On February 25, 2008, the Company changed its name to Marley Coffee, Inc. On July 3, 2009, the Company changed its name to Jammin Java Corp. The Company is currently active and in good standing in the state of Nevada.

**Note 2 — Basis of Presentation and Going Concern**

*Basis of Presentation*

The accompanying unaudited financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In our opinion, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation are included.

*Going Concern*

The Company's interim condensed unaudited financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.

As of December 31, 2020, the Company had an accumulated deficit of approximately \$29.2 million and requires additional funds to support its operations and to achieve its business development goals, the attainment of which are not assured. The Company has been able to satisfy certain liabilities with convertible debentures and common shares and enter into debt settlement arrangements. Convertible instruments have also been converted into equity. However, substantial indebtedness remains and recurring losses from operations and additional liabilities continue to be incurred.

These factors and uncertainties raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classification of liabilities that might incur in the event the Company cannot continue in existence. Management intends to seek additional capital from new equity securities offerings, from debt financing and debt restructuring to provide funds needed to increase liquidity, fund internal growth and fully implement its business plan. However, management can give no assurance that these funds will be available in adequate amounts, or if available, on terms that would be satisfactory to the Company.

The timing and amount of the Company's capital requirements will depend on a number of factors, including maintaining its status as a public company and supporting shareholder and investor relations.

**JAMMIN JAVA CORP.**  
Notes to the Financial Statements  
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**Note 3 — Summary of Significant Accounting Policies**

Accounting Estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (“GAAP”) 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 revenues and expenses during the reporting period. Actual results could differ from those estimates.

Stock-Based Compensation

The Company issues stock options and warrants, shares of Common Stock, and equity interests as share-based compensation to employees and non-employees. The Company accounts for its share-based compensation to employees in accordance with FASB ASC 718, Compensation – Stock Compensation. Stock-based compensation cost is measured at the grant date, based on the estimated fair value of the award, and is recognized as expense over the requisite service period.

The fair value of the Company's common stock option and warrant grants is estimated using the Black-Scholes option pricing model, which uses certain assumptions related to risk-free interest rates, expected volatility, expected life of the common stock options, and future dividends. Compensation expense is recorded based upon the value derived from the Black-Scholes option pricing model, and based on actual experience. The assumptions used in the Black-Scholes option pricing model could materially affect compensation expense recorded in future periods.

Fair Value of Financial Instruments

The Company follows paragraph 820-10-35-37 of the FASB Accounting Standards Codification (“Paragraph 820-10-35-37”) to measure the fair value of its financial instruments and paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The three (3) levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

- Level 1 Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.
- Level 2 Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.
- Level 3 Pricing inputs that are generally observable inputs and not corroborated by market data.

**JAMMIN JAVA CORP.**  
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Financial assets are considered Level 3 when their fair values are determined using pricing models, discounted cash flow methodologies or similar techniques and at least one significant model assumption or input is unobservable.

The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

The carrying amounts of the Company's other financial assets and liabilities, such as cash, prepaid expense, accounts payable and accrued payables and notes payable, approximate their fair values because of the short maturity of these instruments.

*Property and Equipment*

Expenditures for major equipment are capitalized when such costs are determined to extend the useful life of the asset or are part of the cost of acquiring the asset. Maintenance and repairs costs are charged to expense as incurred. Gains and losses on sales of property used in operations are classified within operating expenses.

For financial reporting purposes, we record depreciation and amortization of property and equipment on a straight-line basis over the asset's service life or related lease term, if shorter. For income tax purposes, depreciation is computed using accelerated methods when applicable.

*Derivative Financial Instruments*

The Company evaluates its financial instruments to determine if such instruments are derivatives or contain features that qualify as embedded derivatives. For derivative financial instruments that are accounted for as liabilities, the derivative instrument is initially recorded at its fair value and is then re-valued at each reporting date, with changes in the fair value reported in the statements of operations. The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is evaluated at the end of each reporting period. Derivative instrument liabilities are classified in the balance sheet as current or non-current based on whether or not net-cash settlement of the derivative instrument could be required within 12 months of the balance sheet date.

*Revenue Recognition*

The Company accounts for revenues in accordance with Accounting Standards Codification ("ASC") 606, *Revenue from Contracts with Customers*. The underlying principle of ASC 606 is to recognize revenue to depict the transfer of goods or services to customers at the amount expected to be collected. ASC 606 creates a five-step model that requires entities to exercise judgment when considering the terms of contract(s), which includes (1) identifying the

**JAMMIN JAVA CORP.**  
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contract(s) or agreement(s) with a customer, (2) identifying our performance obligations in the contract or agreement, (3) determining the transaction price, (4) allocating the transaction price to the separate performance obligations, and (5) recognizing revenue as each performance obligation is satisfied. Under ASC 606, revenue is recognized when performance obligations under the terms of a contract are satisfied, which occurs for the Company upon shipment or delivery of products or services to our customers based on written sales terms, which is also when control is transferred. Revenue is measured as the amount of consideration we expect to receive in exchange for transferring the products or services to a customer.

*Net Income (Loss) Per Share*

Basic earnings (loss) per share is computed using the weighted-average number of common shares outstanding during the period. Diluted earnings (loss) per share is computed using the weighted-average number of common shares and the dilutive effect of contingent shares outstanding during the period. Potentially dilutive contingent shares, which primarily consist of convertible notes, stock issuable to the exercise of stock options and warrants have been excluded from the diluted loss per share calculation because their effect is anti-dilutive.

*Income Taxes*

The Company accounts for income taxes using the asset and liability method, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Company's Statements of Operations in the period that includes the enactment date.

*Recently Issued Accounting Pronouncements*

Recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the Securities and Exchange Commission are not believed by management to have a material impact on the Company's present or future financial statements.

**JAMMIN JAVA CORP.**  
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**Note 4 – Convertible Notes Payable**

	December 31, 2020	December 31, 2020
<p>Convertible promissory notes issued on September 9, 2015 with an interest rate of 12%. The conversion price shall be equal to the lower of \$.00005 or 40% of the lowest trading price of the Company’s common stock during the 10 consecutive trading days prior to the date on which Holder elects to convert all or part of the Note.</p>	\$149,609	\$149,609
<p>Convertible promissory note issued September 10, 2015 with an interest rate of 12%. The conversion price shall be the lower of \$.75 or 35% of the lowest trading price of the Company’s common stock during the 20 consecutive trading days prior to the date on which Holder elects to convert all or part of the Note.</p>	\$1,000,000	\$1,000,000
<p>Convertible promissory note issued March 8, 2016 with an interest rate of 5%. The conversion price shall be 35% discount to average of the lowest trading price of the Company’s common stock during the 10 consecutive trading days prior to the date on which Holder elects to convert all or part of the Note.</p>	\$204,860	\$204,860
<p>Convertible promissory note issued March 15, 2016 with an interest rate of 5%. The conversion price shall be 35% discount to average of the lowest trading price of the Company’s common stock during the 10 consecutive trading days prior to the date on which Holder elects to convert all or part of the Note.</p>	\$192,401	\$194,401
<p>Convertible promissory note issued November 14, 2016 with an interest rate of 5%. The conversion price shall be 35% discount to average of the lowest trading price of the Company’s common stock during the 25 consecutive trading days prior to the date on which Holder elects to convert all or part of the Note.</p>	\$110,000	\$110,000
<p><b>Total Convertible Debt</b></p>	\$1,656,870	\$1,656,870

**JAMMIN JAVA CORP.**  
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**Note 5 – Loans Payable**

	December 31, 2020	December 31, 2019
Loans payable	\$298,948	\$298,948

**Note 6– Stockholders’ Equity**

The Company is authorized to issue 5,112,861,525 shares of \$0.001 par value common stock. During the year ended December 31, 2019 the Company issued 260,818,162 shares for the conversion of notes payable and interest in the amount of \$15,648. The Company has 2,874,058,703 common shares issued and outstanding as of December 31, 2020 and December 31, 2019.

**Note 7– Resignation of Directors and Officers**

Effective August 24, 2020, the board of directors accepted the resignations of Scott Johnson as Director to the Company and President of the Company Chris Pratt as Director to the Company and Chief Executive Officer of the Company. The resignation leaves Paul Strickland as the sole remaining Director of the Company.

**Note 8– Fiscal Year End Change**

On December 1, 2020, The Company’s board of directors voted to change the Company’s fiscal year end of January 31st to a calendar year end of December 31st. These financial statements reflect the results of operations on a calendar year basis. Additionally, the board of directors voted to adopt new bylaws for the company.

**Note 9 – Subsequent Events**

On February 5, 2021, the Company issued 185,818,182 million shares of its common stock in settlement of \$20,440 of the Company’s outstanding debt.

On March 8, 2021 the Company entered into an 8% on demand convertible promissory note with an entity controlled by its sole Director & Officer having a maturity date of March 18, 2021.

On March 12, 2021, in order to fully satisfy the terms and conditions of the March 8, 2021 Note, the Company’s Board of Directors increased the authorized common stock from 5,112,861,525 to 7,072,861,525 in accordance with the provisions of the Restated Articles of Incorporation duly filed on March 28, 2014.

On March 19, 2021, the Company issued 1,958,318,719 shares of its common stock in

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settlement of \$1,116,241.67 of the Company's outstanding debt.

On March 22, 2021, the Company and its controlling shareholders voted to create a voting control class of shares, designated Series A Preferred Shares, totaling 100 shares, and filed an amendment and certificate of designation with the Nevada Secretary of State.

On March 31, 2021, the Company and its Board of Directors issued all 100 of the authorized Series A Preferred Shares to Endicott Holdings Group, LLC. in accordance with certain agreements signed by and between the Company, its management and Endicott Holdings, Group, LLC.

On March 31, 2021 the Company, its Board of Directors and its controlling shareholder voted to approve a 1:1,000 reverse stock split that has yet to be completed with FINRA.

On August 4, 2021 the Company and its Board of Directors voted to change transfer agents to Liberty Stock Transfer, Inc.

On August 4, 2021 the Company completed a 3a10 court settlement.

On August 20, 2021, the Company issued 496,801,364 million shares of its common stock in settlement of \$158,976 of the Company's outstanding debt.

On August 24, 2021, the Company issued 545,984,700 million shares of its common stock in settlement of \$174,715 of the Company's outstanding debt.

On August 30, 2021, the Company has converted to a Florida Corporation.