Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Marketing Worldwide Corp.

16730 Creek Bend Drive
Sugar Land, TX 77478

1-800-722-6463
www.marketingworldwide.co
jasonsmwwc@gmail.com
5013

Quarterly Report
For the Period Ending: 09/30/2021
(the "Reporting Period")

As of 09/30/2021, the number of shares outstanding of our Common Stock was:

4,778,905,549

As of 06/30/2021, the number of shares outstanding of our Common Stock was:

2,778,905,549

As of 12/31/2020, the number of shares outstanding of our Common Stock was:

2,778,905,549

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[1] of the company has occurred over this reporting period:

Yes: No: X

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

Marketing Worldwide Corp. since inception. 16730 Creek Bend Drive, Sugar Land, TX 77478

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):

The issuer's state of incorporation is Wyoming as of 07/23/2021
The issuer was previously incorporated in Delaware from 07/23/2003 until 07/23/2021
The issuer's standing is active in the state of Wyoming

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:

16730 Creek Bend Drive, Sugar Land, TX 77478

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:	MWWC
Exact title and class of securities outstanding:	Common
CUSIP:	57061T300
Par or stated value:	.00001
Total shares authorized:	10,900,000,000 as of date: 04/02/2013
Total shares outstanding:	4,778,905,549 as of date: 09/30/2021

Number of shares in the Public Float[2]: 1,451,759, as of date: 09/30/2021
Total number of shareholders of record: 50 as of date: 09/30/2021

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

Trading symbol: MWWC
Exact title and class of securities outstanding: Series D Preferred
Par or stated value: .001
Total shares authorized: 1,000,000 as of date: 04/11/2012
Total shares outstanding: 90,002 as of date: 09/30/2021

Transfer Agent

Name: Issuer Direct
Phone: 919-744-2722
Email: info@issuerdirect.com
Address: One Glenwood Ave, Suite 1001, Raleigh, NC 27603

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

3) Issuance History

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: Opening Balance Date 01/01/2018 Common: 2,778,905,549 Preferred: 90,002			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided**	**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.

06/24/2021	Cancellation	39,062	Series D	.001`	No	Rainer Poertner	Debts	Restricted	None
06/24/2021	New Issuance	39,062	Series D	.001	No	Jason Schlenk	Control Block	Restricted	None
08/31/2021	New Issuance	2,000,000,000	Common	.0001	Yes	Jason Schlenk	Salary	Restricted	None
Shares Outstanding on Date of This Report Ending Balance: Date 09/30/2021 Common: 4,778,905,549 Preferred: 90,002									

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.)
08/29/2016	$365,882	$260,000	$105,882	08/29/2017	.0001 per share	Rainer Poertner	Loan

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: **Jason Schlenk**
Title: **CEO**
Relationship to Issuer: **President**

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 Statements are attached herein

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")

Since inception the issuer has operated in the design, manufacturing, painting and distribution of automotive accessories for motor vehicles in the automotive aftermarket and industrial components for the commercial machinery industries. The Company intends to expand as an acquisition incubator, purchasing companies and patents built by passionate visionaries.

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

The issuer has one subsidiary, Colotek, Inc.

[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.

C. Describe the issuers' principal products or services.

Since inception the issuer has operated in the design, manufacturing, painting and distribution of automotive accessories for motor vehicles in the automotive aftermarket and industrial components for the commercial machinery industries. The issuer intends to expand as an acquisition incubator, purchasing companies and patents built by passionate visionaries.

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 issuer currently utilizes a shared office space located at 16730 Creek Bend Drive, Sugar Land, TX 77478 at no cost to the issuer, until more adequate facilities are required.

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
Jason Schlenk	CEO / Owner of more than 5%	Lima, OH	39,062	Series D Preferred	43.4%	CEO as of 06/24/2021
			2,000,000,000	Common	41.9%	

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);

   None

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;

   None

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

   None

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.

   None

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:	Morgan Petitti
Firm:	Morgan E. Petitti, Esq.
Address 1:	118 W. Streetsboro Road, Suite 317, Hudson, OH 44236
Phone:	330-697-8548
Email:	petittilaw@gmail.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, Jason Schlenk certify that:

1. I have reviewed this quarterly disclosure statement of Marketing Worldwide 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.

10/18/2021

/s/ Jason Schlenk

Principal Financial Officer:

I, Jason Schlenk certify that:

1. I have reviewed this quarterly disclosure statement of Marketing Worldwide 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.

10/18/2021

/s/ Jason Schlenk

MARKETING WORLDWIDE CORP
(MWWC)

QUARTERLY REPORT
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021

October 18, 2021

16730 Creek Bend Drive
Sugar Land, TX 77478

MARKETING WORLDWIDE CORP

QUARTERLY REPORT

FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2021

(Unaudited)

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MARKETING WORLDWIDE CORP
Condensed Consolidated Unaudited Financial Statements
Balance Sheet

	Notes	As at September 30, 2021	As at December 31, 2020
ASSETS			
Current assets			
Cash and cash equivalents	2	$ -	$ -
Inventory		-	-
Other current assets		-	-
Total current assets		-	-
Fixed assets			
Goodwill	5	40,000	-
Other intangible assets	5	-	-
Accumulated amortization	5	-	-
TOTAL ASSETS		$ 40,000	$ -
LIABILITIES & STOCKHOLDERS' DEFICIT			
Current liabilities			
Accrued expenses		$ 63,592	$ 2,500
Loans & notes payable, short-term or current	6	365,882	350,267
Derivative liability	8	40,653	38,919
TOTAL LIABILITIES		$ 470,127	$ 391,686
STOCKHOLDERS' DEFICIT			
Preferred stock Series D: par value $0.001, 100,000,000 authorized and 90,002 issued and outstanding at September 30, 2021 and December 31, 2020	7	90	90
Common stock: par value $0.00001, 10,900,000,000 authorized and 4,778,905,549 and 2,778,905,549 issued and outstanding as at September 30, 2021 and December 31, 2020	7	47,789	27,789
Additional paid-in capital		18,351,729	14,371,729
Accumulated other comprehensive income (loss)		-	-
Accumulated deficit		(18,841,658)	(14,803,217)
TOTAL STOCKHOLDERS' DEFICIT		(430,127)	(391,686)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT		$ 40,000	$ -

See accompanying notes to these condensed consolidated unaudited financial statements.

MARKETING WORLDWIDE CORP
Condensed Consolidated Unaudited Financial Statements
Statement of Operations

	Three Months Ended September 30, 2021	Three Months Ended September 30, 2020	Nine Months Ended September 30, 2021	Nine Months Ended September 30, 2020
Revenues	$ -	$ -	$ -	$ -
Cost of goods sold	-	-	-	-
Gross profit	-	-	-	-
Operating expenses				
Selling, general & administrative expenses	4,005,000	313	4,021,092	938
Bad debt provision	-	-	-	-
Depreciation & amortization	-	-	-	-
Total operating expenses	4,005,000	313	4,021,092	938
Loss from operations	(4,005,000)	(313)	(4,021,092)	(938)
Other income (expenses)				
Financing costs	(5,243)	(5,243)	(15,615)	(15,615)
Gain (loss) on revaluation of derivative liability	(588)	(581)	(1,734)	(1,731)
Loss before income taxes	$ (4,010,831)	$ (6,137)	$ (4,038,441)	$ (18,284)
Provision for income taxes	-	-	-	-
Net loss	$ (4,010,831)	$ (6,137)	$ (4,038,441)	$ (18,284)
Net loss per share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
Weighted average shares outstanding	3,778,905,549	2,778,905,549	3,112,238,882	2,778,905,549

See accompanying notes to these condensed consolidated unaudited financial statements.

MARKETING WORLDWIDE CORP

Condensed Consolidated Unaudited Financial Statements

Statement of Cash Flow

	Nine Months Ended September 30, 2021	Nine Months Ended September 30, 2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	$ (4,038,441)	$ (18,284)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Stock issued for services	4,000,000	-
(Gain) loss on revaluation of derivative liability	1,734	1,731
Bad debt provision	-	-
Financing costs	15,615	15,615
Changes in operating assets and liabilities:		
Accounts payable and other current liabilities	61,092	938
Other current assets	-	-
NET CASH PROVIDED BY OPERATING ACTIVITIES	40,000	-
CASH FLOWS FROM INVESTING ACTIVITIES		
Sale (purchase) of intangible assets	-	-
Sale (purchase) of tangible assets	(40,000)	-
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	(40,000)	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuance of equity	-	-
Proceeds from (repayment of) debt instruments	15,615	15,615
Financing costs	(15,615)	(15,615)
NET CASH PROVIDED BY FINANCING ACTIVITIES	-	-
NET INCREASE IN CASH	-	-
Cash, beginning of period	-	-
Cash, end of period	$ -	$ -

See accompanying notes to these condensed consolidated unaudited financial statements.

MARKETING WORLDWIDE CORP
Condensed Consolidated Unaudited Financial Statements
Statement of Changes in Stockholders' Equity

	Preferred Stock		Common Stock		Additional Paid-in	Accumulated	
	Number	Value	Number	Value	Capital	Surplus (Deficit)	Total
Balance b/f as at January 1, 2020	90,002	$ 90	2,778,905,549	$ 27,789	$ 14,371,729	$ (14,778,854)	$ (367,323)
Net loss, year ending December 31, 2020	-	-	-	-	-	(24,363)	(24,363)
Balance b/f January 1, 2021	90,002	$ 90	2,778,905,549	$ 27,789	$ 14,371,729	$ (14,803,217)	$ (391,686)
Common stock issued for services	-	-	2,000,000,000	20,000	3,980,000	-	4,000,000
Net loss, nine months ended September 30,	-	-	-	-	-	(4,038,441)	(4,038,441)
Balance c/f as at September 30, 2021	90,002	$ 90	4,778,905,549	$ 47,789	$ 18,351,729	$ (18,841,658)	$ (430,127)

See accompanying notes to these condensed consolidated unaudited financial statements.

MARKETING WORLDWIDE CORP
Condensed Consolidated Unaudited Financial Statements Notes
For the Three and Nine Months Ended September 30, 2021

NOTE 1. NATURE AND BACKGROUND OF BUSINESS

The accompanying consolidated financial statements include Marketing Worldwide Corp (the 'Company', 'we' or 'us'), a Wyoming corporation, its wholly-owned subsidiaries and any majority controlled interests.

The Company was originally incorporated in Delaware in July 2003. Since inception the Company has operated in the design, manufacturing, painting and distribution of automotive accessories for motor vehicles in the automotive aftermarket and industrial components for the commercial machinery industries.

On May 24, 2007 the Company acquired Colortek, Inc. as a subsidiary. Colortek specializes in proprietary "class A" paint mix systems for the automotive industry. The technologies developed under Colortek remain assets of the Company.

In April of 2018 Charles Pinkerton resigned as CEO leaving the Company's majority shareholder, Rainer Poertner, as its control person. Since 2018 Mr. Poertner had sought to license certain technologies owned by the Company.

On June 24, 2021 Jason Schlenk became CEO of the Company.

The Company intends to expand as an acquisition incubator, purchasing companies and patents built by passionate visionaries.

On July 23, 2021 the Company re-domiciled to Wyoming.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying financial statements have been prepared for Marketing Worldwide Corp in accordance with accounting principles generally accepted in the United States of America (US GAAP).

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for fair presentation of the financial statements have been included. The financial statements include acquired subsidiaries, as discussed below, and include all consolidation entries required to include those subsidiaries.

Use of Estimates

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

Cash and Cash Equivalents

For the Balance Sheet and Statement of Cash Flows, all highly liquid investments with maturity of three months or less are considered to be cash equivalents. The Company had no cash equivalents as at December 31, 2019 or 2018.

Income Taxes

Income taxes are provided in accordance with the FASB Accounting Standards (ASC 740), Accounting for Income Tax. A deferred tax asset or liability is recorded for all temporary differences between financial and tax reporting and net operating loss carry forwards. Any deferred tax expense (benefit) resulting from the net change during the year is shown as deferred tax assets and liabilities. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it was more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

Basic and Diluted Net Income (Loss) Per Share

Net income (loss) per unit is calculated in accordance with Codification topic 260, “Earnings per Share” for the periods presented. Basic net loss per share is computed using the weighted average number of common shares outstanding. Diluted loss per share has not been presented because the shares of common stock equivalents have not been included in the per share calculations as such inclusion would be anti-dilutive. Diluted earnings per share is based on the assumption that all dilutive stock options, warrants and convertible debt are converted or exercised applying the treasury stock method. Under this method, options, warrants and convertible debt are assumed exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase shares of common stock at the average market price during the period. Options, warrants and/or convertible debt will have a dilutive effect during periods of net profit only when the average market price of the units during the period exceeds the exercise or conversion price of the items.

Convertible Instruments

The Company evaluates and accounts for conversion options embedded in its convertible instruments in accordance with professional standards for "Accounting for Derivative Instruments and Hedging Activities". Professional standards generally provide three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instruments are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur, and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument. Professional standards also provide an exception to this rule when the host instrument is deemed to be conventional as defined under professional standards as "The Meaning of Conventional Convertible Debt Instrument".

The Company accounts for convertible instruments when it has determined that the embedded conversion options should not be bifurcated from their host instruments in accordance with professional standards when "Accounting for Convertible Securities with Beneficial Conversion Features," as those professional standards pertain to "Certain Convertible Instruments." Accordingly, the Company records, when necessary, discounts to convertible notes for the intrinsic value of conversion options embedded in debt instruments based upon the differences between the fair value of the underlying shares of common stock at the commitment date of the note transaction and the effective conversion price embedded in the note. Debt discounts under these arrangements are amortized over the term of the related debt to their earliest date of redemption. The Company also records when necessary deemed dividends for the intrinsic value of conversion options embedded in preferred shares of common stock based upon the differences between the fair value of the underlying shares at the commitment date of the note transaction and the effective conversion price embedded in the note.

ASC 815-40 provides that, among other things, generally, if an event not within the entity's control could require net cash settlement, then the contract shall be classified as an asset or a liability.

Fair Value of Financial Instruments

We adopted the guidance of ASC-820 for fair value instruments, which clarifies the definition of fair value, prescribes methods for determining fair value, and establishes a fair value hierarchy to classify the inputs used in measuring fair value, as follows:

Level 1 Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.

Level 2 Inputs are quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data.

Level 3 Inputs are unobservable inputs which reflect the reporting entity's own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The carrying amounts for cash, accounts receivable, accounts payable and accrued expenses, and loans payable approximate their fair value based on the short-term maturity of these instruments. We identified assets or liabilities that are required to be presented on the balance sheet at fair value in accordance with the accounting guidance as at September 30, 2021 and December 31, 2020, as detailed in Note 11, Derivative Liabilities.

ASC 825-10 "Financial Instruments" allows entities to voluntarily choose to measure certain financial assets and liabilities at fair value (fair value option). The fair value option may be elected on an instrument-by-instrument basis and is irrevocable, unless a new election date occurs. If the fair value option is elected for an instrument, unrealized gains and losses for that instrument should be reported in earnings at each subsequent reporting date. We did not elect to apply the fair value option to any outstanding instruments.

Derivative Liabilities

Derivative financial instruments consist of convertible instruments and rights to shares of the Company's common stock. The Company assessed that it had derivative liabilities as at September 30, 2021 and December 31, 2020, as detailed in Note 11, Derivative Liabilities.

ASC 815 generally provides three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument subject to the requirement of ASC 815. ASC 815 also provides an exception to this rule when the host instrument is deemed to be conventional, as described.

Impact of New Accounting Standards

The Company does not expect the adoption of recently issued accounting pronouncements to have a significant impact on the Company's results of operations, financial position, or cash flow.

NOTE 3. GOING CONCERN

The Company's financial statements are prepared in accordance with generally accepted accounting principles applicable to a going concern. This contemplates the realization of assets and the liquidation of liabilities in the normal course of business. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Currently, the Company does not have significant cash or other material assets, nor does it have operations or a source of revenue sufficient to cover its operation costs and allow it to continue as a going concern.

The Company has a limited operating history and had a cumulative net loss from inception to September 30, 2021 of $18,841,658. The Company has a working capital deficit of $470,127 as at September 30, 2021.

These financial statements for the nine months ended September 30, 2021 have been prepared assuming the Company will continue as a going concern, which is dependent upon the Company's ability to generate future profits and/or obtain necessary financing to meet its obligations as they come due.

The management has committed to an aggressive growth plan for the Company. The Company's future operations are dependent upon external funding and its ability to execute its business plan, realize sales and control expenses. Management believes that sufficient funding will be available from additional borrowings and private placements to meet its business objectives including anticipated cash needs for working capital, for a reasonable period of time. However, there can be no assurance that the Company will be able to obtain sufficient funds to continue the development of its business operation, or if obtained, upon terms favorable to the Company.

NOTE 4. ACQUISITIONS AND DISPOSALS

During period ending September 30, 2021, the Company acquired a crypto-mining platform that is currently under development. When complete, this will form the basis of a new subsidiary of the Company.

The purchase price allocation for the acquisition was as follows:

		Allocation
Cash on hand	$	-
Current assets		-
Fixed assets		-
Current liabilities		-
Goodwill		40,000
Total	**$**	**40,000**

The assets and liabilities acquired totaled nil, with the balance of the purchase price of $40,000 allocated to Goodwill.

NOTE 5. INTANGIBLE ASSETS

During period ending September 30, 2021, the Company acquired a crypto mining platform under development, with the price paid for the goodwill created by the development to date.

Asset	Description		September 30, 2021		December 31, 2020
Goodwill	Goodwill	$	40,000	$	-
Amortization	Accumulated amortization		-		-
Total		**$**	**40,000**	**$**	**-**

Goodwill is not amortized, but is tested on an annual basis for impairment and the value of the goodwill written down accordingly if the value is below the carrying value in the financial statements.

There was no impairment test carried out during the period ending September 30, 2021.

NOTE 6. LOANS AND NOTES PAYABLE

The Company had loans and notes payable as at September 30, 2021 and December 31, 2020 totaling $365,882 and $350,267 respectively, as follows:

Description		Principal Amount	Date of Loan Note	Maturity Date		September 30, 2021		December 31, 2020
Convertible loan note to Rainer Portner for 12 months at interest rate of 8%, convertible at $0.0001 per share	$	260,000	8/29/2016	8/29/2017	$	365,882	$	350,267

Total	$ 365,882	$ 350,267
Long-term total	$ -	$ -
Short-term total	$ 365,882	$ 350,267

Loans and Notes Amortization	Amount Due
Due within 12 months	$ 365,882
Due within 24 months	-
Due within 36 months	-
Due within 48 months	-
Due after 48 months	-
Total	$ 365,882

NOTE 7. CAPITAL STOCK

As at September 30, 2021 and December 31, 2020, the Company was authorized to issue Preferred Stock and Common Stock as detailed below.

Preferred Stock

At September 30, 2021 the Company had authorized Preferred Stock in one designation totaling 100,000,000 shares:

Preferred Stock Series D	The Company is authorized to issue 100,000,000 shares of Series D, with a par value of $0.001 per share. As at January 1, 2019, the Company had 90,002 shares of Series D Preferred Stock issued and outstanding.

As at September 30, 2021, the Company had a total of 12,013,000 shares of Preferred Stock issued and outstanding.

Common Stock

As at September 30, 2021, the Company is authorized to issue up to 10,900,000,000 shares of Common Stock with par value $0.00001.

As at January 1, 2020, the Company had 2,778,905,549 shares of Common Stock issued and outstanding.

On August 30, 2021 the Company issued 2,000,000,000 shares of Common Stock to our CEO in consideration of 2 years salary.

As at September 30, 2021, there were 4,778,905,549 shares of Common Stock issued and outstanding.

NOTE 8. DERIVATIVE LIABILITIES

The Company applies the provisions of ASC Topic 815-40, Contracts in Entity's Own Equity ("ASC Topic 815-40"), under which convertible instruments, which contain terms that protect holders from declines in the stock price (reset provisions), may not be exempt from derivative accounting treatment. As a result, embedded conversion options in convertible debt are recorded as a liability and are revalued at fair value at each reporting date. If the fair value of the note exceeds the face value of the related debt, the excess is recorded as change in fair value in operations on the issuance date.

The Company identified embedded derivatives related to the Convertible Loan Note issued in August 2016 totaling $260,000. These embedded derivatives included certain conversion features. The accounting treatment of derivative financial instruments requires that the Company record the fair value of the derivatives as of the inception date of the Convertible Promissory Notes and to adjust the fair value as of each subsequent balance sheet date. At the inception of the Convertible Promissory Notes, the Company determined a fair value for the embedded derivative using the Black Scholes Model based on the following assumptions:

Dividend yield	0.00%
Volatility	133.00%
Risk-free rate	1.18%

The initial fair value of the embedded debt derivative was $283,469. The proceeds of the note of $260,000 was allocated as a debt discount. The amount in excess of the proceeds of the loan note of $23,469 was charged as interest to the Statement of Operations for the period.

The fair value of the embedded debt derivative was reviewed at December 31, 2017, using the following inputs:

Dividend yield	0.00%
Volatility	251.90%
Risk-free rate	2.21%

The initial fair value of the embedded debt derivative was $31,985, an increase in the valuation of the embedded debt derivative of $8,516 for the period. This increase was charged as a loss on revaluation of the derivative liability to the statement of operations.

The fair value of the embedded debt derivative was reviewed at December 31, 2018, using the following inputs:

Dividend yield	0.00%
Volatility	191.85%
Risk-free rate	2.57%

The fair value of the embedded debt derivative at December 31, 2018 was $34,296, an increase in the valuation of the embedded debt derivative of $2,311 for the period. This increase was charged as a loss on revaluation of the derivative liability to the statement of operations.

The fair value of the embedded debt derivative was reviewed at December 31, 2019, using the following inputs:

Dividend yield	0.00%
Volatility	217.45%
Risk-free rate	1.68%

The fair value of the embedded debt derivative at December 31, 2019 was $36,607, an increase in the valuation of the embedded debt derivative of $2,311 for the period. This increase was charged as a loss on revaluation of the derivative liability to the statement of operations.

The fair value of the embedded debt derivative was reviewed at December 31, 2020, using the following inputs:

Dividend yield	0.00%
Volatility	203.89%
Risk-free rate	0.37%

The fair value of the embedded debt derivative at December 31, 2020 was $38,919, an increase in the valuation of the embedded debt derivative of $2,312 for the period.

	December 31, 2020	December 31, 2019
Balance, beginning of period	$ 36,607	$ 34,296
Additions	-	-
Mark-to-market at modification date	2,312	2,311
Reclassified to additional paid-in capital upon modification of term	-	-
Balance, December 31, 2020	$ 38,919	$ 36,607
Net loss due to change in fair value for the period included in statement of operations	$ (2,312)	$ (2,311)

This mark-to-market increase of $2,312 for the year was charged to the statement of operations as a loss on change in value of derivative liability of $2,312.

The fair value of the embedded debt derivative was reviewed at September 30, 2021, using the following inputs:

Dividend yield	0.00%
Volatility	249.20%
Risk-free rate	0.89%

The fair value of the embedded debt derivative at September 30, 2021 was $40,065, an increase in the valuation of the embedded debt derivative of $1,146 for the period.

The following table provides a summary of changes in fair value of the Company's Level 3 derivative liabilities as at September 30, 2021:

	September 30, 2021,	December 31, 2020,
Balance, beginning of period	$ 38,919	$ 36,607
Additions	-	-
Mark-to-market at modification date	1,734	2,312
Reclassified to additional paid-in capital upon modification of term	-	-
Balance, September 30, 2021	$ 40,653	$ 38,919
Net loss due to change in fair value for the period included in statement of operations	$ (1,734)	$ (2,312)

This mark-to-market increase of $1,734 for the period ended September 30, 2021 was charged to the statement of operations as a loss on change in value of derivative liabilities.

NOTE 9. INCOME TAXES
The Company uses the assets and liability method of accounting for income taxes pursuant to SFAS No. 109 "Accounting for Income Taxes". Under the assets and liability method of SFAS No. 109, deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. 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.

In June 2006, the FASB issued FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes." Specifically, the pronouncement prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken from year ended December 31, 2015 tax return onwards. The interpretation also provides guidance on the related derecognition, classification, interest and penalties, accounting for interim periods, disclosure and transition of uncertain tax positions. The Company adopted this interpretation effective on inception.

For the year ended December 31, 2020, the Company had available for US federal income tax purposes net operating loss carryovers of $14,764,298, all of which will expire by 2040.

The Company has provided a full valuation allowance against the full amount of the net operating loss benefit, since, in the opinion of management, based upon the earnings history of the Company, it is more likely than not that the benefits will not be realized.

	September 30, 2021	December 31, 2020
Statutory federal income tax rate	21.00%	21.00%
Statutory state income tax rate	0.00%	0.00%
Valuation allowance	(21.00%)	(21.00%)
Effective tax rate	0.00%	0.00%

Deferred income taxes result from temporary differences in the recognition of income and expenses for financial reporting purposes and for tax purposes. The tax effect of these temporary differences representing deferred tax assets result principally from the following:

Deferred Tax Assets (Gross Values)	September 30, 2021	December 31, 2020
Net operating loss carry forward	$ (18,801,005)	$ (14,764,298)
Less valuation allowance	18,801,005	14,764,298
Net deferred tax asset	$ -	$ -

NOTE 10. SUBSEQUENT EVENTS
The Company believes that there were no significant events to report subsequent to September 30, 2021.