

# AMERICAN GREEN



**AMERICAN GREEN, INC**  
**Consolidated Annual Financial Statements**  
**Amendment #1**  
(Unaudited)  
For the years ended  
June 30, 2021, and 2020

# AMERICAN GREEN, INC.

## Consolidated Balance Sheet at June 30, 2021 (Unaudited)

### ASSETS

#### CURRENT ASSETS:

Cash	\$	167,641
Receivables		19,203
Inventory		15,485
Total current assets		<u>202,329</u>

#### OTHER ASSETS:

Equipment smart machines		478,944
less accumulated depreciation		(85,318)
Investments		450,000
Leasehold improvements		3,993,392
less accumulated depreciation		(665,820)
Furniture and fixtures		25,639
Patents		93,665
Deposits		21,986
Note receivable		48,000
Other assets		250,000
Total assets	\$	<u>4,812,817</u>

### LIABILITIES

#### CURRENT

Accounts payable and accrued expenses	\$	718,799
Loans from shareholders		2,274,621
Debentures payable and accrued interest		11,590,134
Total current liabilities		<u>14,583,554</u>

#### LONG TERM

Acquisition Debt		530,064
Total Liabilities		<u>15,113,618</u>
Minority interest		40,000

### STOCKHOLDERS' DEFICIT

Common stock		319,110
Additional paid-in capital		34,354,402
Accumulated (deficit)		(45,014,313)
Total stockholders' deficit		<u>(10,340,801)</u>
Total liabilities and stockholders' deficit	\$	<u>4,812,817</u>

See accompanying notes to these unaudited consolidated financial statements.

# AMERICAN GREEN, INC.

## Consolidated Statements of Operations (Unaudited)

	For the years ended June 30,	
	2021	2020
<b>SALES REVENUE</b>		
Machine sales	\$ 307,250	\$ 79,975
Online store sales	139,003	137,619
Management revenue	1,930,293	1,558,065
Joint venture revenues	0	19,850
Total sales revenue	<u>2,376,546</u>	<u>1,795,509</u>
<b>COST OF SALES</b>		
Machine costs	305,208	34,094
Online store costs	66,247	88,820
Management costs	552,217	539,444
Joint venture costs	0	10,361
Total cost of sales	<u>923,672</u>	<u>672,719</u>
<b>GROSS PROFIT</b>	<b>1,452,874</b>	<b>1,122,790</b>
<b>OPERATING EXPENSES</b>		
General and administrative	182,026	58,108
Sales and marketing	0	40,967
Salaries & payroll taxes	492,783	419,363
Staff consultants	333,626	181,994
Outside consultants	202,654	81,848
Legal and accounting	273,129	183,749
Officer & Director compensation	201,000	192,000
Travel	0	553
Shareholder communication	5,150	5,166
Rent and utilities	404,004	370,162
Depreciation and amortization	294,124	294,124
Total operating expenses	<u>2,388,496</u>	<u>1,828,034</u>
(Loss) from operations	(935,622)	(705,244)
Interest expense	(781,723)	(850,925)
Net (loss) from Cannawke Corp.	(22,571)	(8,954)
Minority interest in Cannawake	0	0
Abandoned projects	1,044,500	(3,101,084)
Net (loss)	<u>\$ (695,416)</u>	<u>\$ (4,666,207)</u>

See accompanying notes to these unaudited consolidated financial statements.

# AMERICAN GREEN, INC.

## Consolidated Statements of Changes in Stockholders Deficit (Unaudited)

	Preferred Shares	Amount	Common Shares	Amount	Paid-In Capital	Accumulated (Deficit)	Total
Balance at June 30, 2018	13,900,000	\$139,000	22,594,484,903	\$22,594,483	\$7,197,403	(\$36,616,459)	(\$6,685,573)
Shares issued for debentures, principal & accrued interest			7,643,713,672	7,643,715	(6,181,545)		1,462,170
Net (loss) for the year ended Jun. 30, 2019						(\$3,036,231)	(3,036,231)
Preferred class B & C exchanged for class A no par	(11,120,000)	(139,000)			139,000		0
Balance at June 30, 2019	2,780,000	\$0	30,238,198,575	\$30,238,198	\$1,154,858	(\$39,652,690)	(\$8,259,634)
Balance at June 30, 2019	2,780,000	\$0	30,238,198,575	\$30,238,198	\$1,154,858	(\$39,652,690)	(\$8,259,634)
Shares issued for debentures before the reverse			1,889,630,000	\$1,889,630	(\$1,686,467)		203,163
Shares issued for debt to shareholders before reverse			461,598,897	\$461,599	(\$210,599)		251,000
Reverse stock split -September 23, 2019			(32,521,254,232)	(\$32,521,254)	\$32,521,254		0
Shares issued for debentures after the reverse			912,428,489	\$912,428	\$354,210		1,266,638
Shares issued on debt for services			15,995,680	\$15,996	\$104,004		120,000
Net (loss) for the year ended Jun. 30, 2020						(\$4,666,207)	(4,666,207)
Balance at June 30, 2020	2,780,000	\$0	996,597,409	\$996,597	\$32,237,260	(\$44,318,897)	(\$11,085,040)
Balance at June 30, 2020	2,780,000	\$0	996,597,409	\$996,597	\$32,237,260	(\$44,318,897)	(\$11,085,040)
Shares for director and officer services			51,131,851	\$51,131	\$44,869		96,000
Shares issued for debentures, principal & accrued interest	0	0	2,143,374,436	2,143,375	(799,720)	0	1,343,655
Amended par value on February 8, 2021 to \$.0001				(2,871,993)	2,871,993		0
Net (loss) for the year ended Jun. 30, 2021						(695,416)	(695,416)
Balance at June 30, 2021	2,780,000	\$0	3,191,103,696	\$319,110	\$34,354,402	(\$45,014,313)	(\$10,340,801)

See accompanying notes to these unaudited consolidated financial statements.

# AMERICAN GREEN, INC.

## Consolidated Statements of Cash Flows (Unaudited)

	For the years ended June 30,	
	2021	2020
<b>OPERATING ACTIVITIES</b>		
Net income (loss) for the period	\$ (695,416)	\$ (4,666,207)
Adjustments to reconcile net loss to net cash (used in) provided by operating activities:		
Minority interest	0	0
Abandoned land & improvements-Nipton	1,044,500	5,743,879
Abandoned mortgage payable-Nipton	0	(2,458,100)
Shares issued - debt & services	96,000	120,000
Depreciation & amortization	294,124	294,124
Changes in assets and liabilities		
(Incr)/decr -accounts receivable	0	797
(Incr)/decr - Inventory	(6,500)	2,515
(Incr)/decr - Equipment	5,000	0
Incr/(decr) in accounts payable	(135,183)	(210,794)
Incr/(decr) in accrued interest	504,684	306,799
Incr/(decr) in debentures payable	(1,811,961)	737,459
Incr/(decr) - loans from shareholders	71,000	(159,000)
Net cash (used in) provided by operating activities	(633,752)	(288,528)
<b>INVESTING ACTIVITIES</b>		
Abandoned project costs	0	351,414
Purchase leasehold improvements	0	(71,881)
Minority interest in net assets	0	(549,009)
Net cash (used in) provided by investing activities	0	(269,476)
<b>FINANCING ACTIVITIES</b>		
Issuance of debentures for cash	739,475	634,315
Acquisition liabilities	(20,000)	(7,034)
Net cash (used in) provided by financing activities	719,475	627,281
<b>INCREASE (DECREASE) IN CASH</b>	85,723	69,277
CASH, BEGINNING OF PERIOD	81,918	12,641
CASH, END OF PERIOD	\$ 167,641	\$ 81,918
<b>NON-CASH TRANSACTIONS IN COMMON SHARES</b>		
Common shares issued for debentures and interest	\$ 1,343,655	\$ 1,469,801

See accompanying notes to these unaudited consolidated financial statements.

# AMERICAN GREEN, INC.

## Notes to Unaudited Consolidated Financial Statements For the years ended June 30, 2021 and 2020 (Unaudited)

### NOTE 1. THE COMPANY AND ITS SIGNIFICANT ACCOUNTING POLICIES

#### The Company

The Company was formed on December 10, 1998 as the result of a Plan and Agreement of Reorganization in Nevada between Ti-Mail, Inc. and Whitney Corporation and became known as Desert Winds Entertainment, Inc. During 2000 the Company changed its name to SunnComm, Inc., during 2002 to SunnComm Technologies, Inc., and during 2004 to SunnComm International Inc. On June 14, 2007 the Company changed its name from SunnComm Technologies Inc. to The Amergence Group, Inc. On March 8, 2011 the Company changed its name to Altitude Organic Corporation. On January 6, 2012, the Company changed its name to Tranzbyte Corporation and on May 9, 2014 changed its name to American Green Inc. On May 10, 2016 the Company re-domesticated to Wyoming as American Green Inc.

The Company is managing a cultivation facility in Phoenix Arizona for medical marijuana, owns proprietary dispensing machines and all of the rights to line of health supplements under the label OneBode.

The unaudited financial statements included herein were prepared from the records of the Company in accordance with Generally Accepted Accounting Principles. These financial statements reflect all adjustments that are, in the opinion of management, necessary to provide a fair statement of the results of operations and financial position for the periods presented. Significant adjustments may be required upon the financial statements being audited to be in conformity with Generally Accepted Accounting Principles.

#### Going Concern

The Company operates in an industry that is subject to rapid change. The Company's operations will be subject to significant risk and uncertainties including financial, operational, technological, regulatory and other risks, including the potential risk of business failure.

The ability of the Company to continue as a going concern is dependent on the successful execution of Management's plans, which include sales of its products, further implementation of its business plan and continuing to raise funds through debt or equity financings. The Company will likely need to rely upon debt or equity financing in order to ensure the continuing existence of the business.

The accompanying unaudited 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.

#### Principles of Consolidation

The Company's consolidated financial statements include the assets, liabilities and operating results of the Company and its majority owned subsidiary named CannAwake Corporation. Minority interest is recorded for other shareholder interests in CannAwake Corporation.

#### Use of Estimates

The unaudited financial statements included herein were prepared from the records of the Company in accordance with Generally Accepted Accounting Principles. These financial statements reflect all adjustments that are, in the opinion of management, necessary to provide a fair statement of the results of operations and financial position.

#### Cash & Cash Equivalents

The company's policy is to consider cash and cash equivalents to consist of checking accounts, money market accounts or certificates of deposit having maturity dates of 180 days or less.

#### Financial Instruments

Financial instruments consist primarily of cash, security deposits and obligations under accounts payable and accrued expenses. The carrying amounts of cash, accounts receivable, security deposits, accounts payable and accrued expenses approximate fair value because of the short-term maturity of those instruments.

#### Income Taxes

The Company records its federal and state income tax liability as it is incurred. The company has accumulated net operating losses and does not have any outstanding income tax liabilities.

## NOTE 2. INVESTMENTS

At May 24, 2010, the company entered into a Joint Venture Production Agreement with PanPacific International Limited, "PanPacific", whereby it would receive 50% of the profits in three scheduled concerts with internationally known artists to be performed in Hong Kong, and other agreed-upon joint enterprises, for 60 million restricted common shares valued at \$2,400,000. On August 9, 2010, PanPacific and the company formed a Nevada corporation and named it PanPacific International, Inc., "Pan International". PanPacific contributed its business operation allowing Tranzbyte to establish a presence and capabilities in Hong Kong, Macao, and China mainland enabling the company to consider future joint ventures to be identified and its advertising network for 75% ownership and the company received 25% for its prior capital investment of 60 million common shares. During December 2010, the company issued a restricted stock dividend to its shareholders comprised of 80% of its holdings, which was 20% of Pan International's total outstanding common shares. The company reduced its investment in Pan International by 80% to 480,000 shares for the dividend. The company owns 10 million shares of Pan International representing 5% of Pan International's total outstanding common shares with a cost basis of \$480,000 and valued at \$400,000 after impairment.

On December 8, 2016, the Company invested \$50,000 in MediaTechnics Corporation in a class of preferred shares.

During September 2017 the Company formed a wholly owned subsidiary named Nipton Inc. and during March 2018 transferred all of the Nipton Assets and attached liabilities to Nipton Inc. On April 4, 2018 the Company sold all of Nipton Inc. to CannAwake Corporation for 160,000 shares of the CannAwake's Series A Convertible Preferred Stock resulting in the Company having approximately 84% voting control of CannAwake. On November 19, 2019, the Nipton township property, held by CannAwake's wholly owned subsidiary, Nipton, Inc. ("Nipton"), was foreclosed upon in a trustee's sale due to defaults in the payments provided for in the property's purchase agreement payment schedule for the balance of the purchase price for the property. Accordingly, Nipton no longer has title to the Nipton township property. American Green has consolidated the assets and liabilities of CannAwake less the minority interest in the financial statements.

## NOTE 3. LEASEHOLD IMPROVEMENTS

Leasehold improvements will be amortized over the remaining life of the lease and its extension periods for the cultivation facility when it is put into productive use.

## NOTE 4. PATENTS

On August 6, 2014, the Company acquired the patent rights to technology supporting the Zazz Vending Machine. The patents will start being amortized when the Zazz machines are placed in service.

## NOTE 5. DEPOSITS

### Security Deposits

The Company has security deposits outstanding on lease space rentals.

## NOTE 6. DEBENTURES PAYABLE

### Outstanding Debentures

Date of Note Issuance	Principal Amount at Issuance (\$)	Principal Outstanding (\$)	Interest Accrued Outstanding (\$)	Principal & interest outstanding Balance (\$)	Maturity Date
09/30/14	127,177	61,177	32,407	93,584	10/01/15
06/30/15	226,966	226,966	136,258	363,224	06/30/16
06/30/15	120,000	120,000	72,041	192,041	06/30/16
05/31/16	107,500	107,500	54,641	162,141	06/01/17
06/30/16	17,500	17,500	8,751	26,251	07/01/17
08/31/16	48,000	48,000	23,188	71,188	09/01/17
09/30/16	89,600	89,600	42,548	132,148	10/01/17
10/31/16	36,000	36,000	16,789	52,789	11/01/17
11/30/16	50,000	50,000	22,908	72,908	12/01/17
12/31/16	50,000	50,000	22,483	72,483	01/01/18
01/31/17	32,000	32,000	14,117	46,117	02/01/18
02/28/17	350,000	350,000	151,723	501,723	03/01/18
02/28/17	25,000	25,000	10,837	35,837	03/01/18

04/30/17	90,000	90,000	37,510	127,510	05/01/18
05/31/17	50,000	50,000	20,414	70,414	06/01/18
07/30/17	100,000	100,000	39,185	139,185	07/31/18
08/31/17	285,000	285,000	109,178	394,178	09/01/18
09/13/17	2,200,000	1,186,750	-	1,186,750	09/14/18
09/30/17	200,000	200,000	74,973	274,973	10/01/18
10/30/17	165,000	110,000	27,500	137,500	10/31/18
10/31/17	165,000	74,331	2,831	77,162	11/01/18
11/15/17	140,000	140,000	50,716	190,716	11/16/18
11/15/17	140,000	40,162	1,004	41,166	11/16/18
11/30/17	80,000	80,000	28,652	108,652	12/01/18
11/30/17	80,000	80,000	28,652	108,652	12/01/18
12/15/17	125,000	125,000	44,255	169,255	12/16/18
12/15/17	125,000	125,000	44,255	169,255	12/16/18
12/31/17	250,000	250,000	87,414	337,414	01/01/19
01/02/18	250,000	250,000	87,414	337,414	01/01/19
01/12/18	450,000	450,000	155,866	605,866	01/13/19
01/16/18	110,000	110,000	37,980	147,980	01/17/19
01/31/18	175,000	175,000	59,704	234,704	02/01/19
01/31/18	175,000	175,000	59,704	234,704	02/01/19
02/15/18	125,000	125,000	42,132	167,132	02/16/19
02/16/18	125,000	125,000	42,098	167,098	02/17/19
02/28/18	150,000	150,000	50,024	200,024	03/01/19
03/01/18	100,000	100,000	33,322	133,322	03/02/19
03/15/18	120,000	120,000	39,526	159,526	03/16/19
03/15/18	120,000	120,000	39,099	159,099	03/16/19
03/28/18	120,000	120,000	39,066	159,066	03/29/19
03/29/18	120,000	120,000	39,526	159,526	03/30/19
04/30/18	310,000	310,000	98,202	408,202	05/01/19
04/30/18	150,000	150,000	47,517	197,517	05/01/19
05/31/18	170,000	170,000	52,409	222,409	06/01/19
06/30/18	350,000	350,000	105,024	455,024	07/01/19
06/30/18	50,000	50,000	15,003	65,003	07/01/19
07/15/18	150,000	150,000	44,394	194,394	07/16/19
11/23/18	35,000	35,000	9,102	44,102	11/24/19
12/11/18	40,000	40,000	10,205	50,205	12/12/19
12/18/18	8,500	8,500	2,152	10,652	12/19/19
12/31/18	55,000	55,000	13,731	68,731	01/01/20
03/04/19	108,000	108,000	25,099	133,099	03/04/20
02/27/19	69,300	69,300	16,200	85,500	02/28/20
01/15/19	16,500	16,500	4,052	20,552	01/16/20
11/30/19	77,550	77,550	12,279	89,829	11/29/20
12/31/19	139,500	139,500	20,925	160,425	12/30/20
12/31/19	32,300	32,300	4,845	37,145	12/30/20
03/31/20	84,750	84,750	10,594	95,344	03/30/21
03/31/20	59,000	59,000	7,375	66,375	03/30/21
06/30/20	91,500	91,500	9,150	100,650	06/29/21
06/30/20	38,000	38,000	3,800	41,800	06/29/21
06/30/20	54,715	54,715	5,472	60,187	06/29/21
09/30/20	40,000	40,000	3,000	43,000	09/29/21
09/30/20	48,475	48,475	3,636	52,111	09/29/21
12/31/20	88,500	88,500	4,425	92,925	12/30/21
12/31/20	86,500	86,500	4,325	90,825	12/30/21
03/31/21	154,500	154,500	3,863	158,363	03/30/22
03/31/21	143,500	143,500	3,588	147,088	03/30/22
06/30/21	105,500	105,500	-	105,500	06/30/22
06/30/21	72,500	72,500	-	72,500	06/30/22
			<u>\$9,119,076</u>	<u>\$2,471,058</u>	<u>\$11,590,134</u>



## NOTE 7. LOANS FROM SHAREHOLDERS

Amounts owed to directors, officers or other consultants for services that are also shareholders are accrued as loans from shareholders.

## NOTE 8. STOCKHOLDERS EQUITY

### Preferred Stock

On January 20, 2012, David Gwyther obtained 6,500,000 Preferred Series B shares from the prior owner. The Preferred Series B shares held by the Company's Chairman; David Gwyther had voting control of the Company with 1,000 votes for each preferred share held. Each Preferred B share can convert into 20 shares of common stock.

On September 13, 2016 the Company issued 1,400,000 Preferred Series B shares to two non-affiliates for \$16,800.

On June 1, 2017 the Company amended its articles and designated 6,000,000 Preferred Series C class of shares that it sold. A total of 3 million shares were sold to both directors of the Company for \$36,000 and 3 million shares were sold to two non-affiliates for \$36,000. Each Preferred C share has 1,000 votes and can convert into 20 shares of common stock.

At March 31, 2018 the Company had authorized 30,000,000 preferred shares with 13,900,000 preferred shares outstanding at \$.001 par and can issue shares of preferred stock in such classes and with such preferences as may be determined by the board of directors or the bylaws of the Company.

On May 30, 2019 the Company amended its Class A Convertible Preferred Stock ("Class A Stock") Certificate of Designation, increasing the number of authorized shares of Class A Stock to 10,000,000 and granting each share 22,500 votes at any shareholder meeting where matters might be put to a vote of the Common Stock shareholders.

On May 31, 2019 the Company agreed to exchange all of its outstanding Class B & Class C Preferred Stock for Class A Stock to the persons listed below, and in the amounts listed.

	Class Exchanged	Shares Exchanged	Class A Shares Issued
David Gwyther	B	6,500,000	1,300,000
Albert Golusin	B	700,000	140,000
10th Planet Partners LP	B	700,000	140,000
David Gwyther	C	2,000,000	400,000
Libra Fund, LLC	C	1,000,000	200,000
Colleen Manley	C	1,000,000	200,000
Morgan Sanburg-Jacobs	C	2,000,000	400,000
Total		13,900,000	2,780,000

On March 27, 2020, the Company amended its Class A Convertible Preferred Stock ("Class A Stock") Certificate of Designation, decreasing the number of votes each share of Class A Stock votes can vote at any shareholder meeting where matters might be put to a vote of the Common Stock shareholders from 22,500 to 2,250.

At June 30, 2021 the total outstanding Preferred Shares are 2,780,000 class A Preferred. The Company is authorized to issue a total of 30,000,000 preferred shares.

### Common Stock

At June 30, 2019 the Company had 60,000,000,000 authorized common shares and 30,238,198,575 common shares outstanding.

On September 23, 2019, the Company announced that it had executed a reverse stock split with a ratio of 1 common share for 500 common shares. These financial statements have not adjusted the share amounts for the stock reverse. Subsequent financial statements will reflect the reverse stock split.

On May 20, 2020 the Company increased its authorized common shares to 1,470,000,000.

On August 20, 2020 the Company increased its authorized common shares to 1,965,000,000.

On December 8, 2020 the Company increased its authorized common shares to 2,850,000,000.

On February 8, 2021 the Company increased its authorized common shares to 4,850,000,000.

During the quarter ended September 30, 2018 the Company issued 837,298,630 common shares to retire four debentures to two non-affiliates comprised of; (1) 438,279,452 common shares to a partnership for retiring \$175,000 of principal and

\$44,139 of accrued interest and; (2) 399,019,178 common shares to an accredited individual investor for retiring \$180,000 of principal and \$19,510 of accrued interest.

During the quarter ended December 31, 2018 the Company issued 1,478,843,509 common shares. Two debentures held by two separate unaffiliated Holders were retired that collectively had \$185,000 of principal and \$39,708 of accrued interest by issuing 690,510,476 common shares to the Holders. Partial payments on three debentures held by three separate unaffiliated Holders were made by issuing 788,333,333 common shares to pay \$147,667 of principal and \$33,833 in accrued interest.

During the quarter ended March 31, 2019 the Company issued 4,036,571,233 common shares. Six debentures held by three separate unaffiliated Holders were retired that collectively had \$365,000 of principal and \$176,754 of accrued interest by issuing 3,636,571,233 common shares to the Holders. A partial payment on one debenture held by an unaffiliated Holder was made by issuing 400,000,000 common shares to pay \$40,000 of principal.

During the quarter ended June 30, 2019 the Company issued 1,291,000,000 common shares valued at \$129,100. The shares were issued for partial payments on two debentures held by two separate unaffiliated Holders.

During the quarter ended September 30, 2018 the Company issued 1,889,630,000 common shares. One debenture was retired that had \$80,000 of principal and \$8,663 of accrued interest by issuing 888,663,000 common shares to its Holder. A partial payment on a debenture held by a separate unaffiliated Holder was made by issuing 1,003,000,000 common shares to pay \$114,500 of principal. Also, during the quarter, the Company issued 48,553,534 common shares to an officer for past services valued at 35,000 and 413,047,363 common shares to directors for past services valued at \$216,000. All shares issued during the quarter were prior to the reverse stock split on September 23, 2019.

On September 23, 2019, the Company announced that it had executed a reverse stock split with a ratio of 1 common share for 500 common shares. Disclosures of common share issuance amounts after September 23, 2019 will be after the reverse stock split. All disclosures of share issuances are on a post split basis after September 23, 2019.

During the quarter ended December 31, 2019 the Company issued 66,571,370 common shares. One debenture was retired that had \$26,000 of principal and \$2,600 of accrued interest by issuing 1,368,421 common shares to its Holder. Partial payments were made to three unaffiliated debenture holders totaling 65,189,170 common shares to pay \$321,868 of principal and \$68,030 of interest. Also, during the quarter, the Company issued 13,779 common shares to certain shareholders so that after the reverse split so they could still own one common share.

During the quarter ended March 31, 2020 the Company issued 307,923,175 common shares. One debenture was retired that had \$56,000 of principal and \$21,020 of accrued interest by issuing 31,297,745 common shares to its Holder. Partial payments were made to three unaffiliated debenture holders totaling 276,625,430 common shares to pay \$363,617 of principal and \$28,970 of interest.

During the quarter ended June 30, 2020 the Company issued 553,929,624 common shares. A total of 537,933,944 common shares reduced debentures and accrued interest by \$411,033 and 15,995,680 common shares were issued to reduce shareholder debt by \$120,000 for accrued officer and director compensation.

During the quarter ended September 30, 2020 the Company issued 229,049,435 common shares to four holders to reduce their debenture and accrued interest by \$177,725.

During the quarter ended December 31, 2020 the Company paid off three debentures with remaining outstanding principal balances of \$223,208 and \$27,076 of accrued interest totaling \$250,284 by issuing 390,331,667 common shares.

During the quarter ended March 31, 2021 the Company issued 51,131,851 common shares valued at \$96,000 to directors and officers for their services thru December 31, 2020. Also during the quarter the Company issued an additional 918,993,334 common shares for debenture conversions from four different holders resulting in the paying \$445,916 in principal and \$105,480 in accrued interest.

At June 30, 2021, the Company had 4,850,000,000 common shares authorized and 3,191,103,696 common shares issued and outstanding.