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

### 4CABLETV INTERNATIONAL, INC.

23100 SW 192ND Ave., Suite B, Miami, FL 33170

833-211-3200 4cabletvint.com info@4cabletvint.com 3999

**Annual Report** For the Period Ending: December 31, 2021 (the "Reporting Period")

As of December 31, 2021, the number of shares outstanding of our Common Stock was: 2,907,861,113 As of September 30, 2021, the number of shares outstanding of our Common Stock was: 2,850,655,938 As of December 31, 2020, the number of shares outstanding of our Common Stock was: 2,850,655,938 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>1</sup> of the company has occurred over this reporting period: Yes: No: ⊠

<sup>&</sup>lt;sup>1</sup> "Change in Control" shall mean any events resulting in:

<sup>(</sup>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:

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

<sup>(</sup>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

<sup>(</sup>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.

### 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.

Since inception and until May 2013 the Company operated under the name "Liberto, Inc"

On May 6, 2013 FINRA approved the name change from Liberto Inc to 4Cable TV International, Inc., as well as the symbol to CATV

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):

4Cable TV International, Inc.'s Certificate of Incorporation was filed in the State of Nevada on April 11, 2013, filed under Entity Number E0182682013-8

On March 25, 2016, the Company converted its jurisdiction of organization to the State of Florida, where was chartered under Document number P16000032682.

On July 22, 2016, the Company changed its name to WorldWide Entertainment Holdings, Corp., such name change was reverted on October 8, 2020 to 4CableTV International, Inc.

The Company's current status is Active.

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

### Not Applicable.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

### Not Applicable.

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

23100 SW 192<sup>nd</sup> Ave, Suite B, Miami, Florida 33170

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:

23100 SW 192<sup>nd</sup> Ave, Suite B, Miami, Florida 33170

Has the issuer or any of its predecessors been i	n bankruptcy, receivership	, or any similar p	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:

Not Applicable.

### Trading symbol: CATV Exact title and class of securities outstanding: Common Stock CUSIP: 351038104 Par or stated value: \$0.00001 Total shares authorized: 5,000,000,000 as of date: December 31, 2021 2,907,861,113 as of date: December 31, 2021 Total shares outstanding: Number of shares in the Public Float<sup>2</sup>: 2,825,824,268 as of date: December 31, 2021 Total number of shareholders of record: as of date: December 31, 2021 42 All additional class(es) of publicly traded securities (if any): Trading symbol: Exact title and class of securities outstanding: CUSIP: Par or stated value: \_\_ as of date: \_\_\_ Total shares authorized: Total shares outstanding: as of date: **Transfer Agent** Name: Integral Transfer Agency, Inc. Phone: 716-402-8539 ext 213 usa-support@integraltransfer.com Email: Address: 6335- 16th Street, Niagara Falls, NY 14301 Is the Transfer Agent registered under the Exchange Act?<sup>3</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 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: □

2)

**Security Information** 

<sup>&</sup>lt;sup>2</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>&</sup>lt;sup>3</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Shares Outstanding as of	Opening Bala	nce:		*R	ight-click the row	s below and selct "Insert"	to add rows as needed				
Second Most Recent Fiscal Year	Common: 1,777	7 049 225									
January 1, 2019	Preferred: Serie										
<u>bandary 1, 2010</u>	Preferred: Series										
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)	Shares were issued ot (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 (if applicable)	Restricted or Unrestricted as of this filing.	Exemption or Registration Type		
01/18/19	New Issuance	72,666,667	Common	\$ 0.00006	Yes	Vis Vires Group, Inc Kurt Kramer	Debt Conversion	Unrestricted	Exempt		
01/23/19	New Issuance	184,800,000	Common	\$ 0.00005	Yes	Typenex Co Invenstment, LLC - John Fife Typenex Co	Debt Conversion	Unrestricted	Exempt		
02/22/19	New Issuance	200,000,000	Common	\$ 0.00005	Yes	Invenstment, LLC - John Fife	Debt Conversion	Unrestricted	Exempt		
10/15/20	New Issuance	111,528,250	Common	\$ 0.00004	Yes	Auctus Private Equity Fund, LLC - Lou Posner	Debt Conversion	Unrestricted	Exempt		
10/22/20	New Issuance	117,093,500	Common	\$ 0.00004	Yes	Auctus Private Equity Fund, LLC - Lou Posner	Debt Conversion	Unrestricted	Exempt		
11/05/20	New Issuance	122,936,500	Common	\$ 0.00004	Yes	Auctus Private Equity Fund, LLC - Lou Posner	Debt Conversion	Unrestricted	Exempt		
11/30/20	New Issuance	129,071,012	Common	\$ 0.00004	Yes	Auctus Private Equity Fund, LLC - Lou Posner	Debt Conversion	Unrestricted	Exempt		
12/21/20	New Issuance	135,511,674	Common	\$ 0.00006	Yes	Auctus Private Equity Fund, LLC - Lou Posner	Debt Conversion	Unrestricted	Exempt		
12/31/20	New Issuance	576	Preferred Series B	\$ 425.34	NA	Shaheed Khan	Corporation Clinic Acquisition Healthcare & Wellnes	Restricted	Exempt		
12/30/20	New Issuance	741	Preferred Series B	\$ 425.10	NA	KK Family Investments, LLC -Shaheed Khan Central Health and Innovation - Michael	Clinics of America Acquistion Healthcare & Wellnes Clinics of America	Restricted	Exempt		
12/30/20	New Issuance	741	Preferred Series B	\$ 425.10	NA	Feldenkrais Central Health and	Acquistion	Restricted	Exempt		
02/09/21	New Issuance	1,595.60	Preferred Series B	\$ 1,864.70	Innovation - Michael CIGN Members 5 1,864.70 NA Feldenkrais Acquisition			Restricted	Exempt		
02/09/21	New Issuance	75.09	Preferred Series B	\$ 1,864.70	NA	Aleksander Bayrammedov	CIGN Membership Acquisition	Restricted	Exempt		
02/09/21	New Issuance	225.26	Preferred Series B	\$ 1,864.70	NA	Sergey Finkelshteyn	CIGN Membership Acquisition	Restricted	Exempt		
02/09/21	New Issuance	957.36	Preferred Series B	\$ 1,864.70	NA	Roberto Gonzalez	CIGN Membership Acquisition	Restricted	Exempt		
02/09/21	New Issuance	382.94	Preferred Series B	\$ 1,864.70	NA	KK Family Investments, LLC - Shaheed Khan	CIGN Membership Acquisition	Restricted	Exempt		
02/09/21	New Issuance	255.30	Preferred Series B	\$ 1,864.70	NA	Joseph Julien Craan Sono Holdings, LLC -	CIGN Membership Acquisition	Restricted	Exempt		
02/09/21	New Issuance	187.72	Preferred Series B	\$ 1,864.70	NA	Carlos Eduardo Maldonado	CIGN Membership Acquisition CIGN Membership	Restricted	Exempt		
02/09/21	New Issuance	75.09	Preferred Series B	\$ 1,864.70	NA	Valdislav Salaridze Group Riverland S.A.S -	Acquisition Green Bros S.A.S	Restricted	Exempt		
02/09/21	New Issuance	9	Preferred Series B	\$ 5,555.55	NA	Jorge Quipoz Masa Supply, LLC -	Equity Acquisition	Restricted	Exempt		
05/27/21	New Issuance	160	Preferred Series B	\$ 1,250.00	NA	Nelson Martinez	Cash Conversion of	Restricted	Exempt		
10/01/21	New Issuance	27,000,000	Common Stock	\$81,434.00	No	Adar Bay, LLC - Ari Goldstein	Convertible Promissory Note	Restricted	Exempt		
10/01/21	New Issuance	1,520,159	Common Stock	\$11,500.00	No	Steven Valencia	Conversion of Debt	Restricted	Exempt		
10/01/21	New Issuance	1,032,051	Common Stock	\$8,050.00	No	Barry Higdon	Conversion of Debt	Restricted	Exempt		
10/01/21	New Issuance		Common Stock Common Stock	\$23,000.00 \$17,250.00	No No	Eric Hough Hamler Enterprises LLC - Jerome A Hamler	Conversion of Debt  Conversion of Debt	Restricted Restricted	Exempt		
10/01/21	New Issuance		Common Stock	\$11,500.00	No	Hamler Enterprises LLC - Jerome A Hamler	Conversion of Debt	Restricted	Exempt		
10/01/21	New Issuance	9,324,324	Common Stock	\$69,000.00	No	99 Awareness LLC - Hodari Askari	Conversion of Debt	Restricted	Exempt		
10/01/21	New Issuance	1,064,111	Common Stock	\$8,050.00	No	Out the Door Transport LLC - Norlan Delgado Ownership Assets &	Conversion of Debt	Restricted	Exempt		
10/01/01	Now loave	0.400.544	Common Sta-I:	¢47.050.00	No	Education, LLC - Detrone Peoples	Conversion of Debt	Restricted	Exempt		
10/01/21 10/01/21	New Issuance New Issuance	2,183,544 1,032,051	Common Stock Common Stock	\$17,250.00 \$8,050.00	No No	Charles Fonseco	Conversion of Debt	Restricted	Exempt		
10/01/21	New Issuance		Common Stock	\$8,050.00	No	Andres Angel	Conversion of Debt	Restricted	Exempt		
10/01/21	New Issuance		Common Stock	\$8,050.00	No	Marie Simmons	Conversion of Debt	Restricted	Exempt		
10/01/21	New Issuance		Common Stock	\$17,250	No	Kimura Investments, LLC - Andre Suero	Conversion of Debt	Restricted	Exempt		
Shares Markets Outstanding PhBas	Group Inc. ic-Disclos Ending-Balar Common: 2,9	nce: Offines (v3 Fe 07,861,113									
12/31/21	i iciciica. Oc	110371 <u>0</u>									
2,907,861,113	Preferred Series E	5: <u>6,481</u>									

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:

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2020, would

Date of Note Issuance	standing ance (\$)	Prinicpal 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 individaul with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
12/13/13	\$ 28,000	\$ 50,000	\$ 47,340	12/1/2014	Outstanding balance divided by \$0.25	Marquis Trading, LLC / Miguel Lizausaba	Loan
10/24/14	\$ 54,837	\$ 87,500	\$ 85,869	11/24/2015	70% of the average pf 3 lowest bid prices of prior 20 days	Typenex Co-Investments LLC - John Fife	Loan
11/19/14	\$ 7,368	\$ 55,000	\$ 14,416	11/15/2016	60% of lowest for prior 25 days	JMJ Financial - Justin Keener	Loan
1/23/15	\$ 24,080	\$ 26,500	\$ 34,954	1/23/2016	58% lowest price for prior 15 days	LG Capital Funding, LLC/Gobe	Loan
8/19/15	\$ 27,000	\$ 27,000	\$ 42,367	8/18/2016	58% lowest price for prior 15 days	Sayegh	Loan
1/30/15	\$ 31,374	\$ 55,750	\$ 35,901	10/30/2015	55% average on lowest for 25 days	Auctus Private Equity Fund, LLC / Lou Posner	Loan
4/24/15	\$ 34,140	\$ 21,000	\$ 19,893	1/28/2016	55% of average of 3 lowest prices in 10 prior days	Vis Vires Group, Inc / Curt Kramer	Loan
7/9/15	\$ 28,000	\$ 28,000	\$ 15,509	4/12/2016			Loan
8/26/15	\$ 1,600	Partial acquisition from Karen Plattes Partial	\$ 1,718	01/00/00	Conversion dividing by \$0.25 equal to or greater than the Par Value of	DTS Partners (Acq. Plattes)	Loan
12/13/13	\$ 20,000	acquisition from Karen Plattes	\$ 18,851	12/1/2014	the Common Stock at the time of Conversion. conversion price which is no less \$.005	Marquis Trading, LLC / Miguel Lizausaba	Loan
3/15/15	\$ 2,500	\$ 2,500	\$ 3,531	3/15/2016	equal to or greater than the Par Value of the Common Stock at the time of Conversion. conversion price which is no less \$.005	Marquis Trading, LLC / Miguel Lizausaba	Loan
5/2/15	\$ 16,500	\$ 16,500	\$ 23,153	5/2/2016	conversion price which is no less \$.005.	Marquis Trading, LLC / Miguel Lizausaba	Loan
5/28/15	\$ 10,844	\$ 10,844	\$ 15,216	5/28/2016	conversion price which is no less \$.005.	Marquis Trading, LLC / Miguel Lizausaba	Loan
8/28/15	\$ 3,600	\$ 3,600	\$ 4,861	8/28/2016	conversion price which is no less \$.005.	Marquis Trading, LLC / Miguel Lizausaba	Loan
12/31/20	\$ 105,000	\$ 105,000	\$ 6,300	12/31/2021	Convertible into Series B Preferred Shares	Shareed Khan	Company acquisition
12/31/20	\$ 135,000	\$ 135,000	\$ 8,100	12/31/2021	Convertible into Series B Preferred Shares		Company acquisition
12/31/20	\$ 135,000	\$ 135,000	\$ 8,100	12/31/2021	Convertible into Series B Preferred Shares		Company acquisition
2/9/2021	\$ 1,275,000	\$ 1,275,000	\$ 68,274	2/9/2022	Convertible into Series B Preferred Shares	Central Health & Innovation, LLC - Michael Feldenkrais	CIGN LLC acquisition
2/9/2021	\$ 60,000	\$ 60,000	\$ 3,213	2/9/2022	Convertible into Series B Preferred Shares	Aleksander Bayrammedov	CIGN LLC acquisition
2/9/2021	\$ 180,000	\$ 180,000	\$ 9,639	2/9/2022	Convertible into Series B Preferred Shares	Sergey Finkelshteyn	CIGN LLC acquisition
2/9/2021	\$ 765,000	\$ 765,000	\$ 40,964	2/9/2022	Convertible into Series B Preferred Shares		CIGN LLC acquisition
2/9/2021	\$ 306,000	\$ 306,000	\$ 16,386	2/9/2022	Convertible into Series B Preferred Shares	KK Family Interests, LLC - Shaheed Khan	CIGN LLC acquisition
2/9/2021	\$ 204,000	\$ 204,000	\$ 10,924		Convertible into Series B Preferred Shares		CIGN LLC acquisition
2/9/2021	\$ 150,000		\$ 8,032	2/9/2022	Convertible into Series B Preferred Shares	Sono Holdings LLC - Carlos Eduardo Maldonado	CIGN LLC acquisition
2/9/2021	\$ 60,000	\$ 60,000	\$ 3,213	2/9/2022	Convertible into Series B Preferred Shares	Valdislav Salaridze	CIGN LLC acquisition

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

### 4) Financial Statements

A	. The following	financial statemen	ts were prepared	in accordance with:
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☑ U.S. GAAP☐ IFRS

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

Name: <u>Michael Feldenkrais</u>

Title: CEO

Relationship to Issuer: Chief Executive Officer of the Company

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.

### The unaudited condensed consolidated financial statements for the year ended December 31, 2021 are included at the end of this report.

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")

At the time of this filing, the Company combines integrative and complimentary care services to promote better, longer and healthier lives. Lifestyle Medicine involves the use of evidence-based lifestyle therapeutic approaches to prevent treat, and, in many cases, reverse lifestyle-related, chronic diseases that are so prevalent today.

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

As of December 31, 2021, the Company had the following subsidiaries:

Subsidiary	Business Scope
Healthcare & Wellness Clinics of America, LLC	Aesthetic services, alternative, Lifestyle Medicine

<sup>&</sup>lt;sup>4</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

Healthcare & Wellness of Florida, LLC	Medicine and chiropractic care in Florida
Get Medicated, LLC	Sale of CBD Flower and Delta 8 products.
Corporation Clinic, Inc.	Distributor of CBD products
CIGN, LLC	Cultivation and sale of Hemp seedlings, seeds, and flower
Green Bros, S.A.S	Holder of licenses pertaining to the growth and sale of cannabis in the country of Colombia

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

The Company will operate two franchise models in the CBD retail arm: one acting as a marketing company creating networking leads to the CBD industry, and the other, facilitating the sales and distribution of all CBD-based products manufactured by the Company and its subsidiaries. These acquisitions, together with the Company's acquisition of CIGN, LLC, during the quarter ended March 31, 2021, further the Company's new strategy of transforming the Company into a fully integrated global CBD/hemp 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.

23100 SW 192nd Ave Suite B Miami, FL 33170 is a leased management facility for operation of the Company.

### Agricultural Lease

In February 2021, the Company's subsidiary, CIGN, entered into an Agricultural Lease to lease land and greenhouse facilities in Miami Dade Country, Florida. The lease has a term of 2 years, with an option to renew,

### 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
Michael Feldenkrais	Sole Officer & Sole Director	<u>Davie, FL</u>	<u>5</u>	Series A Preferred	<u>100%</u>	This stock has voting rights at 61% of any amount of votes being cast at any time.

### 8) Legal/Disciplinary History

- A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:
  - 1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

### No

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

### No

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

#### No

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

### No

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

### Not Applicable.

### 9) Third Party Providers

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

### Securities Counsel

Name: Howard Mulligan Firm: Anderson Kill.

Address 1: <u>1251 Avenue of the Americas</u>

Address 2: New York, NY 10020
Phone: 212=278=1029

Email: <a href="mailto:hmulligan@anderonkill.com">hmulligan@anderonkill.com</a>

Accountant or Auditor

Name: Roberto Gonzalez

Firm:

Address 1: 3211 Ponce De Leon #200 Address 2: Coral Gables, FL 33134

Phone: <u>305-447-8886</u>

Email: <a href="mailto:rgonzalez@rgcpa.net">rgonzalez@rgcpa.net</a>

### **Investor Relations**

Name: <u>Diego Leiva</u>

Firm:

Address 1: <u>23100 SW 192<sup>nd</sup> Ave</u> Address 2: <u>Miami, FL 33170</u> Phone: 954-698-2374

Email: <u>diego.leiva@canitindustries.com</u>

### Other Service Providers

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

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

### 10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

- I, Michael Feldenkrais certify that:
  - 1. I have reviewed this <u>Annual Disclosure Report for the period ended December 31, 2021</u> of <u>4Cable TV International, Inc.</u>;
  - 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.

### March 31, 2022

/s/ Michael Feldenkrais [CEO's Signature]

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

### Principal Financial Officer:

- I, Roberto Gonzalez certify that:
  - 1. I have reviewed this <u>Annual Disclosure Report for the period ended December 31, 2021</u> of <u>4Cable TV</u> International, Inc.;
  - 2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
  - 3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

### March 31, 2022

/s/ Roberto Gonzalez [CFO's Signature]

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

### 4CABLE TV INTERNATIONAL, INC.

### CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (Unaudited)

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# 4Cable TV International, Inc. Condensed Consolidated Financial Statements For The Year Ended December 31, 2021 and 2020 (Unaudited)

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### 4CABLE TV INTERNATIONAL, INC. AND SUBSIDIARIES Condensed Consolidated Balance Sheets

A COUNTY		ecember 31, 2021 Unaudited)	December 31, 2020 (Unaudited)		
ASSETS					
Current assets:	Ф	5.050	¢.	4.054	
Cash and cash equivalents	\$	5,950	\$	4,054	
Accounts receivable		2,883,411		77,311	
Inventory Asset		575,913		14,894	
Other current assets		254,578			
Total current assets		3,719,853		96,259	
Property and equipment, net		1,419,106		53,800	
Goodwill		11,441,382		1,250,000	
Other assets		286,909		-	
Total assets	\$	16,867,250	\$	1,400,059	
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)					
Current liabilities:					
Accounts payable	\$	243,430	\$	169,526	
Credit card payable		27,095		29,537	
Auto loan payable		33,562		27,151	
Advances from Clients		4,051,419			
Convertible Notes		4,211,562		1,020,943	
Loans Payable		311,650		386,412	
Sales tax payable		606		13	
Other current liabilities		568,307		-	
Total current liabilities		9,447,630		1,633,581	
Long Term Liabiliites					
ROU - Lease Liability		215,130		_	
EIDL & SBA Loans		50,100		54,100	
Total liabilities		9,712,860		1,687,681	
<b>Commitments and Contingencies</b>					
Shareholder Loan		(12,975)		230	
Stockholders' Equity (Deficit)					
Common stock, \$0,00001 par value, shares authorized: 5,000,000,000 shares; issued and outstanding: 2,907,861,113 shares at December 31, 2021 and 2,850,655,938 shares at December 31, 2020, respectively		29,084		28,512	
Preferred Stock : Series A \$ 0.00001 par value, shares authorized: 5 shares; issued and outstanding: 5 shares at December 31, 2021 and December 31, 2020		-		-	
Preferred Stock : Series B \$ 0.00001 par value, shares authorized: 15,000,000 shares; issued and outstanding: 6,481 shares at December 31, 2021 and 2,558 shares at December 31, 2020, respectively		1,250		1,250	
Additional paid-in capital		10,038,499		2,439,688	
Accumulated Deficit		(2,828,522)		(2,713,775)	
Net Income (Loss)		(72,946)		(43,528)	
Total stockholders' equity (deficit)		7,154,390	-	(287,622)	
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	\$	16,867,250	\$	1,400,059	
TOTAL EMBELLIES AND STOCKHOLDERS EQUIT (DETCH)	Ψ	-0,007,200	Ψ	-, .00,007	

### 4CABLE TV INTERNATIONAL, INC. AND SUBSIDIARIES

### Condensed Consolidated Statements of Operation For the Years Ended December 31, 2021 and 2020 (Unaudited)

	2021	,	2020
REVENUES	7,116,438	\$	621,217
COST OF SALES	4,637,680		431,304
GROSS PROFIT	2,478,759	1	189,913
OPERATING EXPENSE		·	
General and Administrative expenses	2,021,147		149,700
Depreciation/Amortization	137,324		649
Total operating expense	2,158,470	,	150,349
Income from Operations	320,288		39,564
OTHER INCOME (EXPENSES)			
Loss on sale of PPE	(3,433)		-
Gain on extinguishment of debt	-		10,350
Interest Expense and amortization of debt discount	(389,801)	ı	(83,092)
Total other income (expense)	(393,235)		(72,742)
NET INCOME	(72,946)	\$	(33,178)
Net income (loss) per share applicable to common stockholders - basic		\$	-
Net income (loss) per share applicable to common stockholders - diluted		\$	
Weighted average number of common shares outstanding - basic	2,850,665,938		2,314,045,502
Weighted average number of common shares outstanding - diluted	6,508,979,049	;	8,350,071,142

### 4CABLE TV INTERNATIONAL, INC. AND SUBSIDIARIES

### Statements of Change in Stockholders' Equity (Deficit) (Unaudited)

		Series A Preferred Stock								ies B Preferred Stock		Common Stock		A	dditional Paid in	Contingencies &	-		Total Stockholders'	
	Shares	Amou	nt Shar	es		Amount	Shares	A	Amount		Capital	Co	omitments	Deficit	Equity (Deficit)					
BALANCE, DECEMBER 31, 2019	5	\$	-	500	\$	1,250	2,234,525,002	\$	22,350	\$	1,543,494	\$	170	(2,656,783)	\$ (1,089,518)					
Contingencies & commitments													60		\$ 60					
Convertible Notes conversions							616,140,936		6,161		21,194				27,355					
Companies acquisitions				2,058		0					875,000			(56,992)	818,008					
Net Loss														(43,528)	(43,528)					
BALANCE, DECEMBER 31, 2020		\$	-	2,558	\$	1,250	2,850,665,938	\$	28,512	\$	2,439,688	\$	230	\$ (2,757,303)	\$ (287,622)					
Series B Shares issued for Stock Purchase Agrreement			-	9		0.00	-		-		50,000		-	-	50,000					
Series B Shares issued for Stock Purchase Agrreement			-	3,754		0.04	-		-		7,000,000		-	-	7,000,000					
Series B Shares issued for Cash			-	160		0.00	-		-		200,000		-	-	200,000					
Adjustment to balance of Common Stock			-	-		-	(10,000)		0.10		-		-	-	0.10					
Equity Contributions			-	-		-	-		-		-		-	(70,600)	(70,600)					
Change in Commitments and Contigencies		-	-	-		-	-		-		-		(13,825)	-	(13,825)					
Shares issued for Converstion of Convertible Promisson			-	-		-	27,000,000		270		81,164		-	-	81,434					
Shares issued for Conversion of Advances From Clients		-	-	-		-	30,205,175		302		267,647		-	-	267,949					
Net Income		-	-	-		-	-		-		-		-	(72,946)	(72,946)					
BALANCE, December 31, 2021	5	\$	-	6,481	\$	1,250	2,907,861,113	\$	29,084		10,038,499	\$	(13,595)	(2,900,849)	\$ 7,154,390					

### 4CABLE TV INTERNATIONAL, INC. AND SUBSIDIARIES

### Condensed Consolidated Statements of Cash-Flow For the Years Ended December 31, 2021 and 2020 (Unaudited)

		2021	_	2020
CASH FLOWS FROM OPERATING ACTIVITIES:				
Net Income (loss)	\$	(72,946)	\$	(33,178)
Adjustment to reconcile net income (loss) to net cash provided operating activities:				
Companies acquisitions, accumulated losses				(56,991)
Depreciation and amortization expense		137,324		-
Loss on sale of fixed asset		3,433		
Change in operating assets and liabilities:				
Increase in Accounts receivable		(2,298,246)		(77,312)
Increase in Inventory		(462,883)		(14,894)
Increase in Other Assets		169,063		-
Increase in ROU Asset		(215,130)		-
Increase in Goodwill		-		(1,250,000)
Decrease in Accounts payable		50,440		42,888
Increase in Other Liabilities		761,392		190,729
Increase in Client Advances		2,461,317		-
Increase in ROU Liability		215,130		-
Net cash received from operating activities		748,894	_	(1,198,758)
CASH FLOWS FROM INVESTING ACTIVITIES:				
Acquisition of Property and Equipment		(1,322,868)		-
Cash Acquired in Acquisitions		348,083		(53,800)
Net cash used in investing activities		(974,785)		(53,800)
CASH FLOWS FROM FINANCING ACTIVITIES				
Funds from sales of Series B Preferred Shares		163,559		350,869
Proceeds from Common Stock		-		902,355
Proceeds from loans payable		-		3,384
EIDL & SBA loans		77,433		-
Shareholder loan		(13,205)		=
Net Cash provided by financing activities		227,787		1,256,608
			_	
NET CHANGE IN CASH		1,896		4,050
CASH, beginning of period		4,054	_	4
CASH, end of period	\$	5,950	\$	4,054
NON-CASH INVESTING AND FINANCING ACTIVITIES				
Issuance of Series B Preferred Shares for Acquisitions	\$	7,050,000	\$	875,000
Issuance of Convertible Promissory Notes for Acquisitions	\$	3,000,000	\$	375,000
Issauance of Common Shares for Conversion of Convertible Debt	\$	81,163	\$	6,161
Issuance of Common Shares in Settlement of Client Advances	\$	267,950	\$	-
		,0	_	
SUPPLEMENTAL DISCLOSURES:				
Cash paid for income taxes	\$	=	\$	_
Cash paid for interest	\$		\$	_
Cash para 101 interest	Ψ		Ψ	

#### NOTE I: NATURE OF ORGANIZATION

4Cable TV International, Inc (the "Company" or "4Cable TV") was initially incorporated in the State of Nevada, on November 8, 2007, having been established to develop a kind of artificial lobster meat.

On April 13, 2016, the Company was re-domiciled under the laws of the State of Florida. The Company's strategic direction was to focus on the acquisition, development, and marketing of proprietary patented products that are readily marketable internationally.

In December 2020, the Company's management and new shareholders decided to change strategic direction to focus on combine integrative and complimentary care services to promote a better, longer and healthier life. Lifestyle Medicine involves the use of evidence-based lifestyle therapeutic approaches, to prevent, treat, and, oftentimes, reverse lifestyle-related, chronic diseases that are so prevalent today. Rather than just treating symptoms with ever-increasing quantities of medication and procedures. With this change of focus and control, the Company identified and closed on 2 acquisition targets in 2020 and 2 additional acquisition targets during the three months ended March 31, 2021.

On December 31, 2020, the Company entered into a Membership Interest Purchase Agreement (the "HWCOA MIPA") to acquire 100% of the equity of Healthcare & Wellness Clinics of America, LLC, a Delaware limited liability company, devoted to the support of global CBD services and products through its subsidiaries. The purchase of the equity interests had a purchase price of \$900,000 payable through a \$270,000 promissory note and Series B Preferred Shares. Healthcare & Wellness Clinics of America's acquisition includes its subsidiaries Healthcare & Wellness Clinics of Florida, LLC and Get Medicated, LLC.

On December 31, 2020, the Company entered into a Stock Purchase Agreement (the "Corporation Clinic SPA") to acquire 100% of the common stock of Corporation Clinic, Inc., a Florida corporation, devoted to wholesale and online distribution of the products under the brands Chai and Hip. The shares were acquired for a purchase price of \$350,000, consisting of a promissory note for \$105,000 and the issuance of Series B Preferred Shares.

On February 9, 2021, the Company acquired 100% of the equity interest in CIGN, LLC. The Membership Purchase Agreement (the "CIGN MPA") provided for the purchase of equity interest in CIGN for \$10,000,000, consisting of convertible promissory notes totaling \$3,102,000 and a total of 3,754 shares of the Company's Series B Preferred Stock valued at \$7,000,000. CIGN is located in Florida and is involved in the cultivation and sale of Hemp seeds and Seedlings.

On March 21, 2021, the Company acquired 100% of the common stock in Green Bros. S.A.S. Green Bros S.A.S ("Green Bros") is a Colombian simplified stock corporation. The Stock Purchase Agreement ("Green Bros SPA") provided for the purchase of 100% of the equity in exchange for 9 shares of the Company's Series B Preferred Stock with a value of \$50,000. Green Bros does not have operations at this time, rather is holds licenses that permit the sale and grow of cannabis in Colombia.

On June 10, 2021 CIGN signed a Service Agreement with Freedom Town Holdings, LLC. (FTH) wherein CIGN was to provide materials and labor for the purpose of assisting FTH in the fulfillment and completion of FTH's Management Agreement with Fluent Servicing, LLC (FLUENT), to include specifically:

- a) Provide all labor related items to successfully produce sellable THC and CBD biomass in compliance with the MMTC Code:
- b) Provide all consumables/inputs to grow CBD and THC plants:
- c) Assist FTH with the materials necessary to meet the production schedules required of FTH.

On or about August 23, 2021, the Department of Health approved the facility leased by Fluent Servicing, LLC wherein

the service agreement was to be performed. FTH subsequently began planting with the assistance of CIGN. CIGN performed all of its obligations under the contract. On or about December 24, 2021, FTH and FLUENT decided to declare a harvest loss on the produced crop. On or about December 31, 2021, as per the Service Agreement, CIGN sent the invoices for their work to FTH and FLUENT (payment guarantor of the contract). FTH and FLUENT have refused to pay for the services performed under the contract. The outstanding invoices are over \$1,600,000.00.

#### **NOTE 2: GOING CONCERN**

These unaudited condensed consolidated 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 for the foreseeable future. As of December 31, 2021, the Company has an accumulated deficit of \$2,900,849 and recognized net loss of \$72,946 for the year ended December 31, 2021. This raises substantial doubt about the Company's ability to continue as a going ,concern.

Management's plans include raising capital through the equity markets to fund operations and eventually generate growth in revenue through its business; however, there can be no assurance that the Company will be successful in such activities. Management recognized revenues of \$7,116,438 during the year ended December 31, 2021. Management while focused on growth of revenue it has also focused on the reducing it liabilities in order to improve liquidity. These unaudited condensed consolidated financial statements do not include any adjustments relating to the recovery of the recorded assets or the classifications of the liabilities that might be necessary should the Company be unable to continue as a going concern.

#### NOTE 3: SUMMARY OF SIGNIFICANT ACCOUNT POLICIES

### **Principles of Consolidation**

The accompanying unaudited condensed consolidated financial statements of 4Cable TV International, Inc., for the years ended December 31, 2021 and 2020 include its wholly owned subsidiaries. All significant intercompany accounts and transactions have been eliminated in consolidation.

The unaudited condensed consolidated financial statements include the accounts of 4Cable TV International, Inc., and its subsidiaries Healthcare & Wellness Clinics of America, LLC (and its subsidiaries Healthcare & Wellness Clinics of Florida, LLC and Get Medicated, LLC., Corporation Clinic, Inc., CIGN, LLC and Green Bros S.A.S., which are controlled and owned 100% by 4Cable TV International, Inc.

### **Basis of Presentation**

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for financial statements and with the instructions for Alternative Reporting Standard for OTCPink. Accordingly, they do not contain all information and footnotes required by accounting principles generally accepted in the United States of America for annual financial statements.

In the opinion of the Company's management, the accompanying unaudited financial statements contain all the adjustments necessary (consisting only of normal recurring accruals) to present the financial position of the Company as of December 31, 2021 and the results of operations and cash flows for the periods presented. The results of operations for the year ended December 31, 2021 are not necessarily indicative of the operating results for the full fiscal year or any future period.

#### **Use of Estimates**

The preparation of unaudited condensed consolidated financial statements in conformity with Generally Accepted Accounting Principles ("GAAP") in the United States of America requires management to adopt accounting policies and make estimates and assumptions that affect amounts reported in the unaudited condensed consolidated financial statements.

### Goodwill

Goodwill represents the excess of fair value over identifiable tangible and intangible net assets acquired in business combinations. Goodwill is not amortized, instead goodwill is reviewed for impairment at least annually, or on an interim basis between annual tests when events or circumstances indicate that it is more likely than not that the fair value of a reporting unit is less than its carrying value.

### Carrying Value, Recoverability and Impairment of Long-Lived Assets

The Company evaluates the recoverability of its fixed assets and other assets in accordance with ASC 360, Impairment or Disposal of Long-Lived Assets. Long-lived assets are evaluated for impairment whenever events or changes in circumstances indicate the carrying value of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount to estimated undiscounted future net cash flows expected to be generated by the asset. If the carrying amount of an asset exceeds its estimated undiscounted future net cash flows, an impairment charge is recognized by the amount by which the carrying amount exceeds the fair value of the asset.

### **Cash and Cash Equivalents**

The Company's cash and cash equivalents are maintained with recognized financial institutions located in the United States. The Company considers all highly liquid investments with a maturity date of less than 90 days or less to be cash equivalents. In the normal course of business, the Company may carry balances with certain financial institutions that exceed federally insured limits. The Company has not experienced losses on balances in excess of such limits and management believes the Company is not exposed to significant risks in that regard.

#### Accounts Receivable and Allowance for Doubtful Accounts

Accounts receivable are recorded at the invoiced amount, net of an allowance for doubtful accounts. The Company performs on-going credit evaluations of its customers and adjusts credit limits based upon payment history and the customer's current credit worthiness, as determined by the review of their current credit information; and determines the allowance for doubtful accounts based on historical write-off experience, customer specific facts and general economic conditions that may affect a client's ability to pay.

Account balances are charged off against the allowance after all means of collection have been exhausted and the potential for recovery is considered remote. The Company determines when receivables are past due, or delinquent based on how recently payments have been received. The Company has net \$2,883,411 and \$77,311 in accounts receivable at December 31, 2021 and 2020, respectively.

### **Inventory**

Seed and Seedling Inventory

The Company does treat the seeds and seedlings as inventory and their value is recognized on a cost basis, in accordance with ASC Topic 303. The direct costs of plant cultivation and maintenance are capitalized, at the time of

each harvest, on a continuous basis. These costs typically include the initial seed cost, the costs of direct labor, the costs of growth additives and pest control products, any direct equipment costs plus utilities for maintenance of optimum climatic conditions for growth. Additional labor may be hired at harvest time and such costs capitalized.

After the seeds are harvested, the accumulated capitalized costs are divided by the number of seeds harvested to arrive at an inventory cost per seed which is then transferred from "growth in progress' to completed seed inventory pending future sale.

Inventory quantity adjustments are made at each harvest and each sale of product. Inventory cost is calculated using the "weighted average" method and is sold out of inventory based on FIFO (First in First out). Harvested seeds are packaged, dated, and marked with ownership information, and stored in a secure facility. Losses due to shrinkage, spoilage and damage will be monitored and recorded. Inventory is held at the lower of cost of Net Realizable Value.

#### Retail Products

The Company also carries inventory as it relates to the activities of HWCOA and its subsidiaries.

Inventory is stated at the lower of cost or net realizable value, determined using weighted average cost. Costs of inventory purchased from third party vendors for retail sales at dispensaries is determined using the first in first out method. Cost includes expenditures directly related to the wholesale purchase and distribution of the products. Primary costs include packaging, and shipping. The Company periodically reviews physical inventory for excess, obsolete, and potentially impaired items. The reserve estimate for excess and obsolete inventory is based on expected future use and on an assessment of market conditions. At December 31, 2021 and December 31, 2020, the Company's management determined that a reserve for excess and obsolete inventory was not necessary.

### **Property and Equipment**

Property and equipment are recorded at cost. Expenditures for major additions and betterments are capitalized over the remaining life of the asset.

Maintenance and repairs are charged to operations as incurred. Depreciation of property and equipment is computed by the straight-line method (after taking into account their respective estimated residual values shown in the table below) over the estimated useful lives of the respective assets.

	<b>Useful Life</b>
Fixed Asset	(Years)
Building	39
Improvements	5
Furniture and office equipment	3-5
Computer Equipment	3-5
Vehicles	5-7

During the years ended December 31, 2021 and 2020, the Company incurred depreciation expense of \$137,324 and \$18,084, respectively.

	December 31, 2021			nber 31, 020
Furniture and Office Equipment	\$	1,228,144	\$	-
Improvements		188,429		-
Vehicles		157,941		71,884
Total		1,574,514		71,884
Accumulated Depreciation		(155,408)	(	18,084)
Total		\$ 1,416,106	\$	53,800

### **Beneficial Conversion Feature**

If the conversion features of conventional convertible debt provide for a rate of conversion that is below market value at issuance, this feature is characterized as a beneficial conversion feature ("BCF"). A BCF is recorded by the Company as a debt discount pursuant to ASC 470-20 *Debt with Conversion and Other Options*. In those circumstances, the convertible debt is recorded net of the discount related to the BCF, and the Company amortizes the discount to interest expense over the life of the debt using the effective interest method.

#### **Embedded Conversion Features**

The Company evaluates embedded conversion features within convertible debt under ASC 815 Derivatives and Hedging to determine whether the embedded conversion feature(s) should be bifurcated from the host instrument and accounted for as a derivative at fair value with changes in fair value recorded in earnings. If the conversion feature does not require derivative treatment under ASC 815, the instrument is evaluated under ASC 470-20 Debt with Conversion and Other Options for consideration of any beneficial conversion features.

On July 19, 2016 the Company filed Form 15 as Certification and Notice of Termination of Registration under Section 12(g) of the Securities Exchange Act of 1934, or suspension of duty to file reports under Sections 13 and 15(d) of the Securities Exchange Act of 1934, therefore the Company is no longer applying embedded conversion features within convertible debt under ASC 815 Derivatives and Hedging to determine whether the embedded conversion feature(s) should be bifurcated from the host instrument and accounted foras a derivative at fair value with changes in fair value recorded in earnings.

### **Related Party Transactions**

The Company follows ASC 850, Related Party Disclosures, for the identification of related parties and disclosure of related party transactions.

In accordance with ASC 850, the Company's condensed unaudited consolidated financial statements include disclosures of material related party transactions, other than compensation arrangements, expense reimbursements, and other similar items in the ordinary course of business, as well as transactions that are eliminated in the preparation of the condensed unaudited consolidated financial statements.

Michael Feldenkrais, the Company's Chief Executive Officer, sole director and voting control shareholder, has had ownership in entities that have been acquired by the Company and as a result has received issuances of shares of Series B Preferred Stock and Convertible Promissory Notes through entities he owns. Additionally, entities in which Mr. Feldenkrais has ownership and management have been advanced funds from CIGN prior to the acquisition.

### **Revenue Recognition**

The Company recognizes revenue pursuant to Accounting Standards Update ("ASU") 2014-09, Revenue from Contracts with Customers (Topic 606). The Company recognizes revenues, net of sales incentives and sales returns, including shipping and handling charges billed to customers, upon delivery of goods to the customer—at which time the Company's performance obligation is satisfied—at an amount that the Company expects to be entitled to in exchange for those goods in accordance with the five-step analysis outlined in Topic 606:

- (i) identify the contract with the customer,
- (ii) identify the performance obligations in the contract,
- (iii) determine the transaction price,
- (iv) allocate the transaction price to the performance obligations, and
- (v) recognize revenue when (or as) performance obligations are satisfied.

#### **Product Sales**

We recognize revenue from sales of our products to our customers, including shipping fees, when title passes to the customer, which usually occurs upon shipment or delivery, depending upon the terms of the sales order; when persuasive evidence of an arrangement exists; when sales amounts are fixed or determinable; and when collectability is reasonably assured. Estimates of product returns for quality reasons and of price allowances (based on historical experience, product shipment analysis and customer contractual arrangements) are recorded when revenue is recognized. Allowances include volume-based incentives and special pricing arrangements.

We record allowances for accounts receivable that we believe may not be collected.

The "Output" method (ASC 606-10-55-17) of revenue recognition is applied to the sale of seeds and seedlings. The Company has, in most cases, full control of the sale or disposition of products it grows on behalf of its customers and, by holding responsibility for the sale of the client's seed or other by-products the Company is charged with returning the specific share of revenues to the client as specified in their contract. This gives the Company the ultimate measurement tool in that continued return of revenues consistent with timely production of products.

The Company also generates revenues by selling hemp seed and seedlings grown by the Company (or its consignment broker) for sale through its network of customers and brokers. As the Company assumes control of the goods and services provided by its clients "before they are transferred to the customer", the Company has adopted the Gross method of reporting its revenues "as a principal" in accordance with the amended rules of ASC 606.

The Company has entered into contractual relationships wherein they grow and sell hemp plants on behalf of clients. ASC 606 provides that a business can recognize the revenue generated for a contract when all these criteria are met.

- Both parties should approve the contract (in writing, orally, or via some other agreed-upon practice)
- Both parties can identify what goods or services are to be transferred to the customer
- Payment terms are identified and agreed upon
- The contract has commercial substance
- The business believes it is probable that they will collect on the payment agreed upon in exchange for the goods or services transferred to the customer.

### **Risks and Uncertainties**

The Company is subject to significant risks common to companies operating within the hemp and CBD industries, including, but not limited to, federal laws, government regulations and jurisdictional laws. Currently, under United States federal laws, the cultivation and sale of cannabis for both medical and recreational use is illegal. The Company is subject to uncertainty and risks that can have a material impact upon operations as there is no certainty as to when

or if federal laws will be changed as it pertains to the status of cannabis as an illegal Schedule I drug. If the federal government elects to enforce the last as currently written or otherwise changes the laws in an adverse way with respect to cannabis, it could have an adverse effect on the Company's operations, including potential prosecution under the laws and liquidation of the Company. Additionally, there are no guarantees the State of Florida and local municipalities where our operations are based will continue to allow for the legal growth and sale of cannabis for medical purposes.

#### **Income Taxes**

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Additionally, the recognition of future tax benefits, such as net operating loss carryforwards, is required to the extent that realization of such benefits is more likely than not. Deferred tax assets and liabilities are determined using enacted tax rates expected to apply to taxable income in the years in which the assets and liabilities are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income tax expense in the period that includes the enactment date.

In the event the future tax consequences of differences between the financial reporting bases and the tax bases of the Company's assetsand liabilities result in deferred tax assets, an evaluation of the probability of being able to realize the future benefits indicated by suchasset is required. A valuation allowance is provided for the portion of the deferred tax asset when it is more likely than not that some or all of the deferred tax asset will not be realized. In assessing the realizability of the deferred tax assets, management considers the scheduled reversals of deferred tax liabilities, projected future taxable income, and tax planning strategies.

The Company files income tax returns in the United States, Florida State, which are subject to examination by the tax authorities in this jurisdiction. Generally, the statute of limitations related to the Company's federal and state income tax return is three years. The state impact of any federal changes for prior years remains subject to examination for a period up to five years after formal notification to the states.

Management has evaluated tax positions in accordance with ASC 740, *Income Taxes*, and has not identified any significant tax positions, other than those disclosed. All of the Company's tax years since inception remain subject to examination by Federal and State jurisdictions.

### Earnings (Loss) Per Share

Basic net income (loss) per common share ("Basic EPS") excludes dilution and is computed by dividing net income by the weighted averagenumber of common shares outstanding during the period. Diluted net income per common share ("Diluted EPS") reflects the potential dilution that could occur if stock options or other contracts to issue shares of common stock were exercised or converted into common stock. The computation of Diluted EPS does not assume exercise or conversion of securities that would have an anti-dilutive effect on net income (loss) per common share.

### **NOTE 4: ACQUISITIONS**

### CIGN, LLC

On February 9, 2021, the Company acquired 100% of the equity interest in CIGN, LLC. The Membership Purchase Agreement (the "CIGN MPA") provided for the purchase of equity interest in CIGN for \$10,000,000, consisting of convertible promissory notes totaling \$3,000,000 and a total of 3,754 shares of the Company's Series B Preferred Stock valued at \$7,000,000. CIGN is located in Florida and is involved in the cultivation and sale of Hemp seeds and seedlings.

Mr. Feldenkrais, an officer, sole director and voting control shareholder of the Company, was an equity holder of CIGN through a related entity that he is an equity holder of.

The Company did not incur material acquisition costs associated with the CIGN MPA.

The following table represents the fair value of the consideration paid allocated to the assets and liabilities acquired in applying the acquisition method for the completion of the business combination.

Description	February 9	, 2021	-
3,754 shares of Series B Preferred Stock	\$ 7,000,000		
Convertible Promissory Notes	3,000,000		
Total Consideration		\$	10, 000,000
Assets Acquired:			
Cash	\$ 348,083		
Accounts Receivable, net	210,800		
Inventory, net	98,136		
Property and Equipment, net	183,195		
Other Assets	495,419		
Intangibles	99,696		
Goodwill	10,168,442		
Total Assets Acquired	\$ 11,603,771		
Less Liabilities Acquired:			
Accounts Payable	(23,464)		
Advances from Clients	(1,578,210)		
Other Accounts Payable and Accrued Expenses	(2,097)		
Total Liabilities Acquired	\$ (1,603,771)		
Total Assets and Liabilities Acquired	-	\$	10,000,000

The preliminary fair value of CIGN's identifiable intangible assets was \$10,168,442 at February 9, 2021.

The estimated fair values assigned to identifiable assets acquired assumed are provisional and are based on the information that was available as of the acquisition date to estimate the fair value of assets acquired and liabilities assumed. The Company believes that information provides a reasonable basis for estimating the fair values of assets acquired and liabilities assumed, but the Company is waiting for additional information necessary to finalize those fair values. Therefore, the provisional measurements of fair value reflected are subject to change and such changes could be significant. The Company expects to finalize the valuation and complete the purchase price allocation as soon as practicable, but no later than one year from the acquisition date.

### Green Bros, S.A.S.

On March 21, 2021, the Company acquired 100% of the common stock in Green Bros. S.A.S. Green Bros S.A.S ("Green Bros") is a Colombian simplified stock corporation. The Stock Purchase Agreement ("Green Bros SPA") provided for the purchase of 100% of the equity in exchange for 9 shares of the Company's Series B Preferred Stock with a value of \$50,000. Green Bros does not currently have operations, rather it holds licenses that permit the sale, grow and export of cannabis in Colombia.

The Company did not incur material acquisition costs associated with the Green Bros SPA.

<b>Description</b>	March	31, 2021
9 shares of Series B Preferred Stock	\$	50,000
Total Consideration	\$	50,000
Assets Acquired:		
Goodwill	\$	50,000
Total Assets Acquired	\$	50,000

The estimated fair values assigned to identifiable assets acquired assumed are provisional and are based on the information that was available as of the acquisition date to estimate the fair value of assets acquired and liabilities assumed. The Company believes that information provides a reasonable basis for estimating the fair values of assets acquired and liabilities assumed, but the Company is waiting for additional information necessary to finalize those fair values. Therefore, the provisional measurements of fair value reflected are subject to change and such changes could be significant. The Company expects to finalize the valuation and complete the purchase price allocation as soon as practicable, but no later than one year from the acquisition date.

#### **NOTE 5: NOTES PAYABLE**

### **Convertible Notes Payable**

### Typenex Co-Investment, LLC

On October 24, 2014, the Company entered into a convertible advance with Typenex Co-Investment, LLC. The advance, with a face value of \$87,500, bore interest at 8% per annum and was payable on November 18, 2015. The note is convertible at the holder's discretion into shares of the Company's common stock based on a conversion formula equal to \$0.20 (the "Lender Conversion Price). The net of proceeds received after issuance costs and fees was \$75,000. Typenex Co-Investment, LLC exercised the convertible option, resulting in the following transactions as disclosed in the chart below:

Conversion	Amount	Shares	Price Per
Date	Converted	Received	Share
07/01/15	\$14,548.52	1,407,954	\$0.01033
07/02/15	11,391.10	4,045,135	0.00282
08/31/15	7,785.90	21,100,000	0.00037
09/23/15	3,242.85	49,890,000	0.00007
10/09/15	5,188.63	79,825,000	0.00007
12/15/16	4,390.00	87,800,000	0.00005
02/21/17	4,825.00	96,500,000	0.00005
03/30/17	4,822.50	96,450,000	0.00005
04/14/17	4,820.00	96,400,000	0.00005
05/25/17	4,827.50	96,550,000	0.00005
06/13/17	6,755.00	135,100,000	0.00005
12/14/17	7,060.00	141,200,000	0.00005
01/16/18	7,430.00	148,600,000	0.00005
01/23/19	9,240.00	184,800,000	0.00005
02/22/19	10,000.00	200,000,000	0.00005

On December 16, 2016 Typenex Co-Investment LLC declared default in the amount of \$ 105,865. The balance of this Note as of December 31, 2021 for principal was \$54,837 and accrued interest \$87,500.

### JMJ Financial

On November 19, 2014, the Company entered into a convertible advance with JMJ Financial. The advance, with a face value of \$350,000was monetized for \$50,000, bore interest at 12% per annum and was payable on October 29, 2016. The net of proceeds received after issuance costs and fees was \$45,000. The note is convertible at the holder's discretion into shares of the Company's common stock based on a conversion formula as follows: the lesser of \$0.12 or 60% of the lowest trade price in the 25 trading days previous to the conversion. JMJ Financial exercised the convertible option, resulting in the following transactions as disclosed in the chart below:

Conversion	Amount	Shares	Price Per
Date	Converted	Received	Share
07/02/15	\$4,375	2,500,000	0.00175
7/8/15	6,355	4,100,000	0.00155
8/26/15	3,187.50	12,750,000	0.00025
8/31/15	3,500	14,000,000	0.00025
9/9/15	2,579.25	17,195,000	0.00015
9/16/15	2,100.00	21,000,000	0.00010
9/22/15	1,185.00	23,700,000	0.00005
9/29/15	1,430.00	28,600,000	0.00005
9/30/15	1,575.00	31,500,000	0.00005
10/2/15	1,650.00	33,000,000	0.00005

The balance of this Note as of December 31, 2021 for principal was \$7,368 and accrued interest of \$14,416, respectively.

### LG Capital Funding, LLC

On January 23, 2015, the Company entered into a convertible advance with LG Capital Funding, LLC. The advance, with a face value of \$26,500, bore interest at 8% per annum and was payable on January 23, 2016. The note is convertible at the holder's discretion into shares of the Company's common stock based on a conversion formula as follows:58% of the lowest closing bid price of the Common Stock as reported on the National Quotations Bureau OTCQB exchange which the Company's shares are traded or any exchange upon which the Common Stock may be traded in the future, for the fifteen prior trading days including the day upon which a Notice of Conversion is received by the Company. LG Capital Funding, LLC exercised the convertible option, resulting in the following transactions as disclosed in the chart below:

Conversion Date	Amount Converted	Shares Received	Price Per Share
10/2/15	\$1,970	33,658,275	0.00006
09/19/15	3,676	21,124,540	0.00017

On December 17, 2020 LG Capital Funding sold all of its potentially dilutive convertible note to Marquis Trading, LLC. The balance of this Note as of December 31, 2021 for principal and interest was \$24,080 and accrued interest of \$34,954.

### Auctus Private Equity Fund, LLC

On January 30, 2015, the Company entered into a convertible advance with Auctus Private Equity Fund, LLC.

The advance, with a facevalue of \$55,750, bore interest at 10% per annum and was payable on October 30, 2015. The note is convertible at the holder's discretion into shares of the Company's common stock based on the conversion price (the "Conversion Price") shall equal the Variable ConversionPrice (as defined herein) (subject to equitable adjustments for stock splits, stock dividends or rights offerings by the Borrower relating to the Borrower's securities or the securities of any subsidiary of the Borrower, combinations, recapitalization, reclassifications, extraordinary distributions and similar events). The "Variable Conversion Price" shall mean 55% multiplied by the Market Price (as defined herein) (representing a discount rate of 45%). "Market Price" means the average of the lowest Trading Price (as defined below) for the Common Stock during the twenty-five (25) Trading Day period ending on the latest complete Trading Day prior to the Conversion Date. "Trading Price" means, for any security as of any date, the closing bid price on the Over-the-Counter Bulletin Board (the "OTCBB"), OTCQB or applicable trading market as reported by a reliable reporting service ("Reporting Service") designated by the Holder or, if the OTCBB is not the principal trading market for such security, the closing bid price of such security on the principal securities exchange or trading market where such security is listed or traded or, if no closing bid price of such security is available in any of the foregoing manners, the average of the closing bid prices of any market makers for such security that are listed in the "pink sheets" by the National Quotation Bureau, Inc. The Conversion Price may be adjusted downward if, within three (3) business days of the transmittal of the Notice of Conversion to the Company, the Common Stock has a closing bid which is 5% or lower than that set forth in the Notice of Conversion. If the shares of the Borrower's Common Stock have not been delivered within three (3) business days to the Company, the Notice of Conversion may be rescinded.

On August 3, 2015 Auctus Private Equity Fund, LLC declared default in the amount of \$ 35,238. Auctus Private Equity Fund, LLC exercised the convertible option, resulting in the following transactions as disclosed in the chart below:

Conversion	Amount	Shares	Price Per
Date	Converted	Received	Share
12/21/20	\$8,131	135,511,674	\$0.00006
11/30/20	5,163	129,071,012	0.00004
11/05/20	4,917	122,936,500	0.00004
10/22/20	4,684	117,093,500	0.00004
10/15/20	4,461	111,528,250	0.00004
10/07/15	1,708	37,965,111	0.00005
10/02/15	1,418	31,512,222	0.00005
09/29/15	1,289	28,654,444	0.00005
09/24/15	1,121	24,920,666	0.00005
09/18/15	2,034	22,604,111	0.00009
09/15/15	1,806	20,063,222	0.00009
09/11/15	2,576	19,079,703	0.00014
09/04/15	3,457	15,363,111	0.00023
09/01/15	3,448	12,770,481	0.00027
08/27/15	3,448	12,770,370	0.00027
08/12/15	1,527	2,827,096	0.00054
08/07/15	6,266	9,282,888	0.00068
08/03/15	5,653	6,611,532	0.00086

The balance of this Note as of December 31, 2021 for principal was \$31,374 and accrued interest of \$35,901.

#### Adar Bays, LLC

On March 4, 2015, the Company entered into a convertible advance with Adar Bays, LLC. The advance, with a

face value of \$31,500,bore interest at 8% per annum and was payable on February 25, 2016. The net of proceeds received after issuance costs and fees was \$30,000. The note was convertible at the holder's discretion into shares of the Company's common stock based on the conversion price (the "Conversion Price") for each share of Common Stock equal to 60% of the lowest trading price of the Common Stock as reported on the National Quotations Bureau OTCQB exchange which the Company's shares are traded or any exchange upon which the CommonStock may be traded in the future, for ten prior trading days including the day upon which a Notice of Conversion is received by the Company. In October 2021, the Company issued 27,000,000 shares of common stock upon conversion of \$31,500 in principal and \$49,933 of accrued interest and penalties.

### LG Capital Funding, LLC

On August 19, 2015, the Company entered into a convertible advance with LG Capital Funding, LLC. The advance, with a face value of \$27,000, bore interest at 8% per annum and was payable on January 23, 2016. The note is convertible at the holder's discretion into shares of the Company's common stock based on a conversion price ("Conversion Price") for each share of Common Stock equal to 58% of the lowest closing bid price of the Common Stock as reported on the National Quotations Bureau OTCQB exchange which the Company's shares are traded or any exchange upon which the Common Stock may be traded in the future for the fifteen prior trading days including the day upon which a Notice of Conversion is received by the Company or its transfer agent. On December 17, 2020 LG Capital Funding sold all of its potentially dilutive convertible note to Marquis Trading, LLC, including penalties in the amount of \$3,226. The balance of this Note as of December 31, 2021 was principal \$27,000 and accrued interest of \$42,367.

### Vis Vires Group, Inc

On April 24, 2015, the Company entered into a convertible advance with Vis Vires Group, Inc. The advance, with a face value of \$21,000, bore interest at 8% per annum and was payable on January 28, 2016. The note is convertible at the holder's discretion into shares of the Company's common stock based on a conversion price ("Conversion Price"), which shall equal to the Variable ConversionPrice (as defined herein) (subject to equitable adjustments for stock splits, stock dividends or rights offerings by the Borrower relating to the Borrower's securities or the securities of any subsidiary of the Borrower, combinations, recapitalization, reclassifications, extraordinary distributions and similar events). The "Variable Conversion Price" shall mean 55% multiplied by the Market Price (as defined herein) (representing a discount rate of 45%) "Market Price" means the average of the lowest three (3) Trading Prices (as defined below) for the Common Stock during the ten (10) Trading Day period ending on the latest complete Trading Day prior to the ConversionDate. "Trading Price" means, for any security as of any date, the closing bid price on the Over-the-Counter Bulletin Board, Pink Sheetselectronic quotation system or applicable trading market (the "OTC") as reported by a reliable reporting service ("Reporting Service") designated by the Holder (i.e. Bloomberg) or, if the OTC is not the principal trading market for such security, the closing bid price of such security on the principal securities exchange or trading market where such security is listed or traded or, if no closing bid price of such security is available in any of the foregoing manners, the average of the closing bid prices of any market makers for such security that are listed in the "pink sheets". If the Trading Price cannot be calculated for such security on such date in the manner provided above, the Trading Price shall be the fair market value as mutually determined by the Borrower and the holders of a majority in interest of the Notes being converted for which the calculation of the Trading Price is required in order to determine the Conversion Price of such Notes. "Trading Day" shall mean any day on which the Common Stock is tradable for any period on the OTC, or on the principal securities exchange or other securities market on which the Common Stock is then being traded. Vis Vires Group, Inc., declared defaultadding \$17,500 for penalties. On January 18, 2019 Vis Vires Group, Inc, exercised the convertible option by converting \$4,360 into 72,666,667 shares of Common Stock. The balance of this Note as of December 31, 2021 for principal was \$34,140 and accrued interest of \$19,893.

### **DTS** Partners

On August 24, 2015 DTS Partners acquired \$2,000 of its potentially dilutive convertible note from Karen Plattes.

The note bore interest at 15% per annum and was payable on December 1, 2014. On August 26, 2015 DTS Partners, exercised the convertible option by converting \$400 into 10,000,000 shares of Common Stock. The balance of this partially acquired Note as of December 31, 2021 for principal was \$1,600 and accrued interest of \$1.718.

### Marquis Trading, LLC

On March 28, 2016 Michael Zoyes acquired \$20,000 of its potentially dilutive convertible note from Karen Plattes. The note bore interest at 15% per annum and was payable on December 1, 2014. On December 7, 2020, Michael Zoyes sold one hundred percent (100%) of its potentially dilutive convertible note to Marquis Trading, LLC. The balance of this partially acquired Note as of December 31, 2021 for principal was \$20,000 and accrued interest of \$18,851.

### Marquis Trading, LLC

On December 13, 2013, the Company entered into a convertible advance with Karen Plattes. The advance, with a face value of \$50,000, bore interest at 15% per annum and was payable on December 1, 2014. The note was convertible at the holder's discretion into shares of the Company's common stock based on a conversion formula to be determined by dividing the repayment amount by \$0.25 (the "Conversion Price"). On August 24, 2015 Karen Plattes sold \$2,000 of its potentially dilutive convertible note to DTS Partners, LLC. On March 28, 2016 Karen Plattes sold \$20,000 of its potentially dilutive convertible note to Michael Zoyes. Subsequent to that Mr. Zoyes transferred the Note to Marquis Trading, LLC. The balance of this Note as of December 31, 2021 for principal was \$28,000 and interest was \$47,340.

#### Vis Vires Group, Inc.

On July 9, 2015, the Company entered into a convertible advance with Vis Vires Group, Inc. The advance, with a face value of \$28,000,bore interest at 8% per annum and was payable on April 12, 2016. The note is convertible at the holder's discretion into shares of the Company's common stock based on a conversion price ("Conversion Price"), which shall equal to the Variable Conversion Price (as defined herein) (subject to equitable adjustments for stock splits, stock dividends or rights offerings by the Borrower relating to the Borrower's securities or the securities of any subsidiary of the Borrower, combinations, recapitalization, reclassifications, extraordinary distributions and similar events). The "Variable Conversion Price" shall mean 55% multiplied by the Market Price (as defined herein) (representing a discount rate of 45%) "Market Price" means the average of the lowest three (3) Trading Prices (as defined below) for the Common Stock during the ten (10) Trading Day period ending on the latest complete Trading Day prior to the Conversion Date. "Trading Price" means, for any security as of any date, the closing bid price on the Over-the-Counter Bulletin Board, Pink Sheets electronic quotation system or applicable trading market (the "OTC") as reported by a reliable reporting service ("Reporting Service") designated by the Holder (i.e. Bloomberg) or, if the OTC is not the principal trading market for such security, the closing bid price of such security on the principal securities exchange or trading market where such security is listed or traded or, if no closing bid price of such security is available in any of the foregoing manners, the average of the closing bid prices of any market makers for such securitythat are listed in the "pink sheets". If the Trading Price cannot be calculated for such security on such date in the manner provided above the Trading Price shall be the fair market value as mutually determined by the Borrower and the holders of a majority in interest of the Notes being converted for which the calculation of the Trading Price is required in order to determine the Conversion Price of such Notes. "Trading Day" shall mean any day on which the Common Stock is tradable for any period on the OTC, or on the principal securities exchange or other securities market on which the Common Stock is then being traded. The balance of this Note as of December 31, 2021 for principal of \$28,000 and accrued interest of \$15,509.

### Marquis Trading, LLC.

On April 2, 2016, the Company acquired Lion of Judah Capital, Inc., a State of Florida based company. Based on such acquisition process the following four (4) Convertible Promissory Notes were transferred as liability of the Company: (i) Issued date: March 15, 2015, maturity date March 15, 2016 \$2,500; (ii) issued date May 2, 2015, maturity date May 2, 2016 \$ 16,500, (iii) issued date: May 28, 2015, maturity date May 28, 2016 \$10,844 and (iv) issued date: August 28, 2015, maturity date: August 28, 2016 \$3,600. All notes accrued interest at the rate of 18% per annum. The Holders are entitled, at their option, at any time and in whole or in part, to convert the outstanding principal amount of this Note, or any portion of the principal amount hereof, and any accrued Interest, into shares of common stock of the Company. Any amounts a Holder elects to convert will be converted into common stock at a conversion price which is no less \$.005. (the "Conversion Price"). In the event The Company should at any time after the date hereof do either of the following: (i) fix a record date for the effectuation of a split or subdivision of the outstanding common stock of The Company, or (ii) grant the holders of The Company's common stock a dividend or other distribution payable in additional shares of common stock without the payment of any consideration by such holder for the additional shares of common stock ("Stock Adjustment"), then, as of the record date (or the date of such Stock Adjustments if no record date is fixed), the conversion price of this Note shall be appropriately adjusted so that the number of shares of common stock is suable upon conversion of this Note shall be adjusted in proportion to such change in the number of outstanding shares in order to insure such Stock Adjustment does not decrease the conversion value of this Note. On December 7, 2020, Green Led Technology, Inc., sold one hundred percent (100%) of all of the above described potentially dilutive convertible note to Marquis Trading, LLC. The balances of these Notes as of December 31, 2021, for principal and interest are disclosed in the chart below.

		December 31, 2021		De	cember 3	31, 20	19	
Note Issued Date	Face value		ncipal tanding	crued terest		cipal anding		crued erest
3/15/15	\$ 2,500	\$	2,500	\$ 3,531	\$	2,500	\$	2,611
5/2/15	16,500		16,500	23,153		16,500		17,104
5/28/15	5 10,844		10,844	15,216		10,844		11,241
8/28/15	3,600		3,600	4,861		3,600		3,570

### Loans Payable

The Company assumed certain debts back in the 2015 and before, which as of this filing are still under review, all the debt based on the documents provided by the previous board members are related to money the Company borrowed from each beneficiary. Interest on each loan is as follows: (i) Theresa Schnellman: 15%, (ii) Pasquale J Lausito: 15%, (iii) On Deck Capital, Inc: 6% and (iv) Elizabeth Stajniak: 6%. All loans are already due.

As of December 31, 2021, the aggregate principal balance and accrued interest on these loans totaled \$381,793, principal and interest were as disclosed in the chart below:

Decem		

Date	Lender	Face Value	Principal	Interest
1/9/15	Theresa Schnellman	\$71,083	\$71,083	\$135,515
Various	Various lenders	3,384	\$3,384	-
7/10/14	Pasquale J Lausito	25,000	25,000	51,421
1/19/15	On Deck Capital, Inc	133,356	133,356	83,774
12/5/13	Elizabeth Stajniak	13,802	13,802	12,188

### **CIGN Convertible Promissory Notes**

On February 9, 2021, as part of the consideration issued pursuant to the CIGN MIPA, the Company issued Convertible Promissory Notes totaling \$3,000,000 to the equity holders of CIGN.

The Convertible Promissory Notes have an interest rate of 6% per annum and a due date of February 9, 2022. The Convertible Promissory Notes are convertible into shares of the Company's Series B Preferred Stock. The Convertible Promissory Notes conversion price shall be an amount equal to the 30-day average of the stock price of the Company's common stock on the U.S. Over-The-Counter ("OTC") Market.

At December 31, 2021, the holders of the CIGN Convertible Promissory Notes and amounts due are:

	<b>December 31, 2021</b>	
Note Holder	Principal	Accrued Interest
Central Health and Innovations, LLC – Michael Feldenkrais	\$ 1,275,000	\$ 68,274
Aleksander Bayrammedov	60,000	3,213
Sergey Finkelshteyn	180,000	9,639
Roberto Gonzalez	765,000	40,964
KK Family Investments, LLC	306,000	16,386
Joseph Julien Craan	204,000	10,924
Vadislav Salirdze	60,000	3,213
Sono Holdings, LLC	150,000	8,032
Total	\$ 3,000,000	\$ 160,64

### Health & Wellness Clinics of America, LLC Convertible Promissory Notes

On December 31, 2020, the Company as part of the equity purchase of Healthcare & Wellness Clinics of America, LLC and its subsidiaries, Healthcare & Wellness Clinics of Florida, LLC and Get Medicated, LLC, \$270,000 in convertible promissory notes were issued.

At December 31, 2021, holders of the CIGN Convertible Promissory Notes and amounts due are:

_	<b>December 31, 2021</b>	
N.A. W.H	Deden des al	Accrued
Note Holder	Principal	Interest
Central Health and Innovations, LLC – Michael Feldenkrais	\$ 135,000	\$ 8,100
KK Family Investments, LLC	135,000	8,100
Total	\$ 270,000	\$ 16,200

### Corporation Clinic Inc. Convertible Promissory Note

On December 31, 2020, the Company as part of the Stock Purchase Agreement with the equity holder of Corporation Clinic, Inc., a Florida corporation, a convertible promissory note for \$105,000. At December 31, 2021, principal of \$105,000 was outstanding and the note had accrued interest of \$6,300.

### NOTE 6: RELATED PARTY LOANS AND RECEIVABLES

Michael Feldenkrais, the Company's Chief Executive Officer, sole director and voting control shareholder, has had ownership in entities that have been acquired by the Company and as a result has received issuances of shares of Series B Preferred Stock and Convertible Promissory Notes through entities he owns. Additionally, entities in which Mr. Feldenkrais has ownership and management have been advanced funds from CIGN prior to the acquisition.

The Company has identified the following Related Party Transactions during the year ended December 31, 2021:

- As part of the CIGN MPA, Central Health and Innovation, LLC, an entity in which Mr. Feldenkrais has an equity ownership in, was issued 1,577 shares of Series B Preferred Stock valued at \$2,940,597 and a convertible promissory note, convertible into shares of Series B Preferred Stock, in the amount of \$1,275,000. At December 31, 2021, the convertible promissory note has a principal balance of \$1,275,000 and accrued interest of \$49,149.
- In February 2021, CIGN entered into an Agricultural Lease Agreement with CIGN Real Estate, LLC, an entity in which Mr. Feldenkrais is the sole equity holder. The lease has a term of 2 years and provides for monthly rent payments of \$10,000.

Mr. Feldenkrais does not have an employment agreement with the Company.

### NOTE 7: LEASES

In February 2021, CIGN entered into an Agricultural Lease Agreement with CIGN Real Estate, LLC, an entity in which Mr. Feldenkrais is the sole equity holder. The lease has a term of 2 years and provides for monthly rent payments of \$10,000. The lease for land and greenhouses located in Miami Dade County, Florida.

Pursuant to ASC 842 – Leases, the Company has capitalized the asset and recognized a liability in connection with the operational lease. At December 31, 2021, the Right Use of Asset had a net value of \$210,515 and the corresponding liability had a balance of \$215,129.

### **NOTE 8: EQUITY**

#### **Common Stock**

At December 31, 2021, the Company had issued and outstanding shares of common stock of 2,907,861,113 shares of common stock.

### Year Ended December 31, 2021

On January 11, 2021, the Company issued 2,148,820,062 shares of restricted common stock were issued to an escrow account as determined by Marquis Trading, LLC as a reserve for the possible conversion of the convertible promissory notes held by Marquis Trading, LLC. Pursuant to a January 7, 2021 agreement between the Company and Marquis Trading, LLC, the Company agreed to provide shares for the coverage of the conversion of the convertible promissory notes for principal and accrued interest totaling \$111,322. The shares were issued and placed into escrow, but are not considered outstanding, as Marquis Trading has no rights to the shares unless they choose to convert the outstanding debt.

During the quarter ended March 31, 2021, management adjusted common stock for the issuance of 10,000 shares in order to tie to Transfer Agent Records.

In October 2021, the Company issued 27,000,000 shares to Adar Bay for the conversion of their outstanding convertible promissory note of \$81,434 in connection with the settlement on the lawsuit.

In October 2021, the Company converted \$267,950 in funds owed to clients under contracts into 30,205,175 shares of its restricted common stock at \$0.00001 par value.

### Year Ended December 31, 2020

On October 15, 2020, the Company issued 111,528,250 shares of common stock valued at the conversion price of \$0.00004. The shares were issued to convert \$4,461 of the principal and interest amount of the note dated on January 30, 2015 to Auctus Private Equity Fund,LLC.

On October 22, 2020, the Company issued 117,093,500 shares of common stock valued at the conversion price of \$0.00004. The shareswere issued to convert \$4,684 of the principal and interest amount of the note dated on January 30, 2015 to Auctus Private Equity Fund, LLC.

On November 5, 2020, the Company issued 122,936,500 shares of common stock valued at the conversion price of \$0.00004. The shareswere issued to convert \$4,917 of the principal and interest amount of the note dated on January 30, 2015 to Auctus Private Equity Fund,LLC.

On November 30, 2020, the Company issued 129,071,012 shares of common stock valued at the conversion price of \$0.00004. The shares were issued to convert \$5,163 of the principal and interest amount of the note dated on January 30, 2015 to Auctus Private Equity Fund, LLC.

On December 21, 2020, the Company issued 135,511,674 shares of common stock valued at the conversion price of \$0.00006. The shares were issued to convert \$8,131 of the principal and interest amount of the note dated on January 30, 2015 to Auctus Private Equity Fund, LLC.

### **Preferred Shares**

#### Series A Preferred Stock

At December 31, 2021, the Company had 5 shares of its super majority voting Series A Preferred Shares issued and outstanding. The shares are held by the Company's sole officer and director, Michael Feldenkrais.

#### Series B Preferred Stock

### Year Ended December 31, 2021

On May 27, 2021, the Company entered into a Shares Purchase Agreement with Masa Supply LLC for the purchase of a total of 160 shares of its Series B Preferred Stock at \$1,000 per share.

On February 9, 2021, the Company acquired 100% of the equity interest in CIGN, LLC. The CIGN MPA provided for the purchase of equity interest in CIGN for \$10,000,000, consisting of convertible promissory notes totaling \$3,000,000 and a total of 3,754 shares of the Company's Series B Preferred Stock valued at \$7,000,000. Of the 3,7,54 shares of Series B Preferred Stock, 1,577 shares of Series B Preferred Stock were issued to an entity, which Michael Feldenkrais, the Company's sole officer, director and controlling shareholder has ownership of.

On March 21, 2021, the Company acquired 100% of the common stock in Green Bros. S.A.S. Green Bros S.A.S. ("Green Bros") is a Colombian simplified stock corporation. The Stock Purchase Agreement ("Green Bros SPA") provided for the purchase of 100% of the equity in exchange for 9 shares of the Company's Series B Preferred Stock with a value of \$50,000.

### Year Ended December 31, 2020

On December 31, 2020, the Company executed a Membership Interest Purchase Agreement, for the acquisition of one hundred percent (100%) of the membership of Healthcare & Wellness Clinics of America, LLC., and its subsidiaries Healthcare & Wellness Clinics of Florida, LLC and Get Medicated, LLC, of the total purchase price of \$900,000, \$270,000 was paid with a promissory note and the remaining \$630,000 was paid by issuing 1,482 Series B Preferred Shares at a price of \$425 each share Series B Preferred.

On December 31, 2020, the Company executed a Stock Purchase Agreement for the acquisition of one hundred percent (100%) of the Common Stock of Corporation Clinic, Inc., of the total purchase price of \$350,000, \$105,000 was paid with a promissory note and the remaining \$245,000 was paid by issuing 576 Series B Preferred Shares at a price of \$425 each share Series B Preferred.

#### **NOTE 9: COMMITMENTS AND CONTINGENCIES**

During the normal course of business, the Company may be exposed to litigation. When the Company becomes aware of potential litigation, it evaluates the merits of the case in accordance with ASC 450-20-50, *Contingencies*. The Company evaluates its exposure to the matter, possible legal or settlement strategies and the likelihood of an unfavorable outcome. If the Company determines that an unfavorable outcome is probable and can be reasonably estimated, it establishes the necessary accruals. As of December 31, 2021, and December 31, 2020, the Company had \$0 in contingent liabilities, and the below outstanding lawsuits against the Company:

As of December 31, 2019, the Company was informed of a Civil Action initiated by On Deck Capital Inc., at the Arlington Circuit Court, Civil Division, Case # 013CL16002837-00 where the plaintiff claims a debt of \$133,356 and an interest of 6% per year pursuantto Virginia Code §6.2-301, the Company accrued such interest up to

current. The Company understands that a settlement in the near future may be possible.

On December 31,2020, the Company acquired all of the Membership Interests on Healthcare & Wellness Clinics of America, LLC, which includes in its liabilities a lawsuit initiated by Dr. David Fink, the Company understand that a settlement in the near future may be possible.

On June 11, 2021, Adar Bays, LLC, filed suit against the Company and Michael Feldenkrais, an officer, director and majority shareholder of the Company in U.S. District Court. Adar Bays is suing for collection on outstanding debt in the amount of \$1,494,500 plus attorney fees.

On September 2021, the Auctus Fund, LLC filed suit for breach of contract against the Company in the United States District Court for the District of Massachusetts, the complaint has asked for relief and damages against the Company, though no specific monetary amounts were requested.

On June 10, 2021 CIGN signed a Service Agreement with Freedom Town Holdings, LLC. (FTH) wherein CIGN was to provide materials and labor for the purpose of assisting FTH in the fulfillment and completion of FTH's Management Agreement with Fluent Servicing, LLC (FLUENT), to include specifically:

- a) Provide all labor related items to successfully produce sellable THC and CBD biomass in compliance with the MMTC Code:
- b) Provide all consumables/inputs to grow CBD and THC plants:
- c) Assist FTH with the materials necessary to meet the production schedules required of FTH.

On or about August 23, 2021, the Department of Health approved the facility leased by Fluent Servicing, LLC wherein the service agreement was to be performed. FTH subsequently began planting with the assistance of CIGN. CIGN performed all of its obligations under the contract. On or about December 24, 2021, FTH and FLUENT decided to declare a harvest loss on the produced crop. On or about December 31, 2021, as per the Service Agreement, CIGN sent the invoices for their work to FTH and FLUENT (payment guarantor of the contract). FTH and FLUENT have refused to pay for the services performed under the contract. The outstanding invoices are over \$1,600,000.00.

### NOTE 10: SUBSEQUENT EVENTS AFTER DECEMBER 31, 2021

The Company has evaluated subsequent events that occurred through the date these financial statements were issued and has determined the following subsequent events.

Marquis Trading Convertible Promissory Note

As of January 21, 2022 all its outstanding convertible notes, and all amounts due thereunder with Marquis Trading, LLC have been settled and released. These debts were resolved with no dilution of the stock.

### Preferred B Conversions

Certain holders of shares of the Series B Preferred Stock, that received their shares as part of the Healthcare and Wellness Clinics of America and Corporation Clinic acquisitions, converted their outstanding Series B Preferred Shares into shares of the Company's common stock. The new common shareholders include Central Health and Innovation, LLC, partly owned by the CEO, Michael Feldenkrais, and the remainder was issued to KK Family Investments, LLC. The total shares issued for the conversion from the 2,058 Preferred B shares issued for the acquisition of Healthcare and Wellness Clinics of America and Corporation Clinic resulted in the conversion to 514,705,882 common shares. Of these, Central Health and Innovation, LLC received 185,294,117 common shares

and KK Family Investments, LLC received 329,411,765 common shares. The \$375,000 in promissory notes that were also part of the purchase price of that transaction, were likewise converted into common shares. The shares were converted at a market price resulting in the issuance an additional 144,440,408 common shares. Of these, Central Health and Innovation, LLC received 51,998,547 common shares while, KK Family Investments, LLC received 92,441,861 common shares.

#### **Debt Conversions**

During the first quarter of 2022, debts owed by CIGN to third parties were converted into common shares as settlement of payment. The total conversion of debt from CIGN to common shares of the Company amounted to 104,222,516 common shares in exchange for release of debt of \$511,714.00.

Hip Wynwood

On March 2, 2022, Hip Wynwood, a healthy oriented restaurant was opened. The restaurant is partially owned by Healthcare and Wellness Clinics of America, a wholly owned subsidiary of the Company.

### FTH/FLUENT Lawsuit

On March 3, 2022, CIGN served FTH and FLUENT collectively the "Defendants" with a complaint initiating a lawsuit for, among other claims, breach of contract. CIGN exercised its right to accelerate the contract seeking damages in excess of \$16,000,000.00. On March 22, 2022, Defendants filed an answer and counterclaims against CIGN. The case is currently pending in the 11<sup>th</sup> Judicial Court of Miami Dade County.