

AMERICAN GREEN



AMERICAN GREEN, INC

Consolidated Quarterly Financial Statements

(Unaudited)

**For the nine months ended
March 31, 2022, and 2021**

AMERICAN GREEN, INC.

Consolidated Balance Sheet as of March 31, 2022

(Unaudited)

ASSETS

CURRENT ASSETS:

Cash	\$	192,461
Receivables		21,605
Inventory		10,935
Prepaid insurance		34,867
Total current assets		<u>259,868</u>

OTHER ASSETS:

Equipment smart machines		478,944
less accumulated depreciation		(109,516)
Investments		450,000
Leasehold improvements & grow equipment		4,973,364
less accumulated depreciation		(874,858)
Furniture and fixtures		25,639
Patents		93,665
Deposits		21,986
Note receivable		48,000
Other assets		250,000
Total assets	\$	<u>5,617,092</u>

LIABILITIES

CURRENT

Accounts payable and accrued expenses	\$	1,000,664
Loans from shareholders		2,933,671
Debentures payable and accrued interest		12,348,571
Unissued share liability		390,000
Total current liabilities		<u>16,672,906</u>

LONG TERM

Acquisition Debt		471,820
Total Liabilities		<u>17,144,726</u>
Minority interest		40,000

STOCKHOLDERS' DEFICIT

Common stock		384,775
Additional paid-in capital		34,770,424
Accumulated (deficit)		(46,722,833)
Total stockholders' deficit		<u>(11,567,634)</u>
Total liabilities and stockholders' deficit	\$	<u>5,617,092</u>

See accompanying notes to these unaudited consolidated financial statements.

AMERICAN GREEN, INC.

Consolidated Statements of Operations (Unaudited)

	For the three months ended March 31,		For the nine months ended March 31,	
	2022	2021	2022	2021
SALES REVENUE				
Machine sales	\$ 0	\$ 0	\$ 9,400	\$ 297,850
Online store sales	19,340	36,476	69,143	109,022
Management revenue	534,308	536,046	1,494,688	1,428,311
Total sales revenue	<u>553,648</u>	<u>572,522</u>	<u>1,573,231</u>	<u>1,835,183</u>
COST OF SALES				
Machine costs	0	0	5,000	297,688
Online store costs	11,400	18,700	38,650	50,427
Management costs	113,516	148,964	504,254	404,381
Total cost of sales	<u>124,916</u>	<u>167,664</u>	<u>547,904</u>	<u>752,496</u>
GROSS PROFIT	428,732	404,858	1,025,327	1,082,687
OPERATING EXPENSES				
General and administrative	50,026	36,282	70,107	146,747
Sales and marketing	29,273	0	45,094	0
Salaries & payroll taxes	142,515	152,369	481,449	350,573
Staff consultants	216,212	125,525	431,592	290,456
Outside consultants	87,219	92,519	212,890	127,544
Legal and accounting	24,354	77,413	83,383	139,199
Officer & Director compensation	51,000	51,000	153,000	150,000
Shareholder communication	2,000	0	10,817	5,150
Rent and utilities	112,759	80,427	346,010	268,177
Repairs and maintenance	0	0	25,319	0
Depreciation and amortization	86,174	73,531	233,236	220,593
Total operating expenses	<u>801,532</u>	<u>689,066</u>	<u>2,092,897</u>	<u>1,698,439</u>
(Loss) from operations	<u>(372,800)</u>	<u>(284,208)</u>	<u>(1,067,570)</u>	<u>(615,752)</u>
Interest expense	(242,144)	(187,093)	(640,950)	(586,889)
Net (loss)	<u>\$ (614,944)</u>	<u>\$ (471,301)</u>	<u>\$ (1,708,520)</u>	<u>\$ (1,202,641)</u>

See accompanying notes to these unaudited consolidated financial statements.

AMERICAN GREEN, INC.

Consolidated Statements of Changes in Stockholders Deficit (Unaudited)

	Preferred Shares	Amount	Common Shares	Amount	Paid-In Capital	Accumulated (Deficit)	Total
Balance at June 30, 2019	2,780,000	\$0	30,238,198,575	\$30,238,198	\$1,154,858	(\$39,652,690)	(\$8,259,634)
Shares issued for debentures before the reverse			1,889,630,000	\$1,889,630	(\$1,686,467)		203,163
Shares issued for debt to shareholders before reverse			461,598,897	\$461,599	(\$210,599)		251,000
Reverse stock split -September 23, 2019			(32,521,254,232)	(\$32,521,254)	\$32,521,254		0
Shares issued for debentures after the reverse			912,428,489	\$912,428	\$354,210		1,266,638
Shares issued on debt for services			15,995,680	\$15,996	\$104,004		120,000
Net (loss) for the year ended Jun. 30, 2020						(\$4,666,207)	(4,666,207)
Balance at June 30, 2020	2,780,000	\$0	996,597,409	\$996,597	\$32,237,260	(\$44,318,897)	(\$11,085,040)
Balance at June 30, 2020	2,780,000	\$0	996,597,409	\$996,597	\$32,237,260	(\$44,318,897)	(\$11,085,040)
Shares for director and officer services			51,131,851	\$51,131	\$44,869		96,000
Shares issued for debentures, principal & accrued interest	0	0	2,143,374,436	2,143,375	(799,720)	0	1,343,655
Amended par value on February 8, 2021 to \$.0001				(2,871,993)	2,871,993		0
Net (loss) for the year ended Jun. 30, 2021						(695,416)	(695,416)
Balance at June 30, 2021	2,780,000	\$0	3,191,103,696	\$319,110	\$34,354,402	(\$45,014,313)	(\$10,340,801)
Balance at June 30, 2021	2,780,000	\$0	3,191,103,696	\$319,110	\$34,354,402	(\$45,014,313)	(\$10,340,801)
Shares issued for debentures, principal & accrued interest			656,662,037	\$65,665	\$416,022		481,687
Net (loss) for the nine months ended March 31, 2022						(\$1,708,520)	(1,708,520)
Balance at March 31, 2022	2,780,000	\$0	3,847,765,733	\$384,775	\$34,770,424	(\$46,722,833)	(\$11,567,634)

See accompanying notes to these unaudited consolidated financial statements.

AMERICAN GREEN, INC.

Consolidated Statements of Cash Flows (Unaudited)

	For the three months ended March 31,		For the nine months ended March 31,	
	2022	2021	2022	2021
OPERATING ACTIVITIES				
Net income (loss) for the period	\$ (614,944)	\$ (471,301)	\$ (1,708,520)	\$ (158,141)
Adjustments to reconcile net loss to net cash (used in) provided by operating activities:				
Shares issued for debt and serices	0	96,000	0	96,000
Depreciation & amortization	86,174	73,531	233,236	220,593
Abandoned land & Improvements-Nipton	0	0	0	(1,044,500)
Changes in assets and liabilities				
(Incr)/decr -accounts receivable	0	37,851	(2,402)	0
(Incr)/decr - Inventory	(4,700)	(3,300)	4,550	(9,000)
(Incr)/decr - Prepaid Insurance	17,433	0	(34,867)	0
Incr/(decr) in accounts payable	(123,032)	(26,173)	281,868	(120,183)
Incr/(decr) in accrued interest	200,452	81,613	468,021	586,889
Incr/(decr) in debentures payable	0	0	0	0
Incr/(decr) - loans from shareholders	573,650	54,000	659,050	32,000
Net cash (used in) provided by operating activities	135,033	(157,779)	(99,064)	(396,342)
INVESTING ACTIVITIES				
Purchase of equipment for Virginia operation	0	0	(381,500)	0
Purchase of equipment for Cypress	(499,308)	0	(499,308)	0
Leasehold improvements for Cypress	(99,164)	0	(99,164)	0
Net cash (used in) provided by investing activities	(598,472)	0	(979,972)	0
FINANCING ACTIVITIES				
Issuance of debentures for cash	273,000	298,000	772,100	561,475
Unissued preferred shares for cash	0	0	390,000	0
Acquisition liabilities	(58,244)	0	(58,244)	(20,000)
Net cash (used in) provided by financing activities	214,756	298,000	1,103,856	541,475
INCREASE (DECREASE) IN CASH	(248,683)	140,221	24,820	145,133
CASH, BEGINNING OF PERIOD	441,144	86,830	167,641	81,918
CASH, END OF PERIOD	\$ 192,461	\$ 227,051	\$ 192,461	\$ 227,051

NON-CASH TRANSACTIONS IN COMMON SHARES

Common shares issued for debentures and interest	\$ 197,302	\$ 551,396	\$ 481,687	\$ 979,405
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See accompanying notes to these unaudited consolidated financial statements.

AMERICAN GREEN, INC.

Notes to Unaudited Consolidated Financial Statements For the nine months ended March 31, 2022, and 2021 (Unaudited)

NOTE 1. THE COMPANY AND ITS SIGNIFICANT ACCOUNTING POLICIES

The Company

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

The Company is managing a cultivation facility in Phoenix Arizona for medical marijuana, owns proprietary dispensing machines and has an online sales operation for CBD products and apparel.

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

Going Concern

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

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

The accompanying unaudited financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

Principles of Consolidation

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

Use of Estimates

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

Cash & Cash Equivalents

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

Financial Instruments

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

Income Taxes

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

NOTE 2. INVESTMENTS

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

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

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

NOTE 3. LEASEHOLD IMPROVEMENTS

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

NOTE 4. PATENTS

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

NOTE 5. DEPOSITS

Security Deposits

The Company has security deposits outstanding on lease space rentals.

NOTE 6. DEBENTURES PAYABLE

Outstanding Debentures

Date of Note Issuance	Principal Amount at Issuance (\$)	Principal Outstanding (\$)	Interest Accrued Outstanding (\$)	Principal & interest outstanding Balance (\$)	Maturity Date	Noteholder	Reason for Issuance	Conversion Terms
09/30/14	127,177	61,177	36,995	98,172	10/01/15	Note 3A	Working Capital	See Note 1
06/30/15	226,966	226,966	153,280	380,246	06/30/16	Note 3A	Working Capital	See Note 1
06/30/15	120,000	120,000	81,041	201,041	06/30/16	Albert Golusin	Working Capital	See Note 1
05/31/16	107,500	107,500	62,704	170,204	06/01/17	Note 3B	Working Capital	See Note 1
06/30/16	17,500	17,500	10,065	27,565	07/01/17	Note 3A	Working Capital	See Note 1
08/31/16	42,000	42,000	26,650	68,650	09/01/17	Note 3B	Working Capital	See Note 1
09/30/16	98,000	98,000	53,900	151,900	10/01/17	Note 3B	Working Capital	See Note 1
10/31/16	36,000	36,000	19,489	55,489	11/01/17	Note 3B	Working Capital	See Note 1
11/30/16	50,000	50,000	26,658	76,658	12/01/17	Note 3B	Working Capital	See Note 1
12/31/16	50,000	50,000	26,233	76,233	01/01/18	Note 3B	Working Capital	See Note 1
01/31/17	32,000	32,000	16,517	48,517	02/01/18	Note 3B	Working Capital	See Note 1
02/28/17	350,000	350,000	177,973	527,973	03/01/18	Note 3A	Working Capital	See Note 1
04/30/17	40,000	40,000	24,333	64,333	05/01/18	Note 3B	Working Capital	See Note 1
05/31/17	50,000	50,000	24,164	74,164	06/01/18	Note 3B	Working Capital	See Note 1
07/30/17	100,000	100,000	46,685	146,685	07/31/18	Note 3B	Working Capital	See Note 1
08/31/17	285,000	285,000	130,553	415,553	09/01/18	Note 3B	Working Capital	See Note 1

09/13/17	2,200,000	1,066,750	-	1,066,750	09/14/18	Note 3C	Acquisition	See Note 2
09/30/17	200,000	200,000	89,973	289,973	10/01/18	Note 3B	Working Capital	See Note 1
10/30/17	165,000	110,000	35,750	145,750	10/31/18	Note 3F	Working Capital	See Note 1
11/15/17	140,000	140,000	61,216	201,216	11/16/18	Note 3D	Working Capital	See Note 1
11/30/17	80,000	80,000	34,652	114,652	12/01/18	Note 3D	Working Capital	See Note 1
11/30/17	80,000	80,000	34,652	114,652	12/01/18	Note 3B	Working Capital	See Note 1
12/15/17	125,000	125,000	53,630	178,630	12/16/18	Note 3D	Working Capital	See Note 1
12/15/17	125,000	125,000	53,630	178,630	12/16/18	Note 3B	Working Capital	See Note 1
12/31/17	250,000	250,000	106,164	356,164	01/01/19	Note 3D	Working Capital	See Note 1
01/02/18	250,000	250,000	106,164	356,164	01/01/19	Note 3B	Working Capital	See Note 1
01/12/18	450,000	450,000	189,616	639,616	01/13/19	Note 3D	Working Capital	See Note 1
01/16/18	110,000	110,000	46,230	156,230	01/17/19	Note 3B	Working Capital	See Note 1
01/31/18	175,000	175,000	72,829	247,829	02/01/19	Note 3D	Working Capital	See Note 1
01/31/18	175,000	175,000	72,829	247,829	02/01/19	Note 3B	Working Capital	See Note 1
02/15/18	125,000	125,000	51,473	176,473	02/16/19	Note 3D	Working Capital	See Note 1
02/16/18	125,000	125,000	51,507	176,507	02/17/19	Note 3B	Working Capital	See Note 1
02/28/18	150,000	150,000	61,274	211,274	03/01/19	Note 3B	Working Capital	See Note 1
03/01/18	100,000	100,000	40,822	140,822	03/02/19	Note 3D	Working Capital	See Note 1
03/15/18	120,000	120,000	48,526	168,526	03/16/19	Note 3B	Working Capital	See Note 1
03/15/18	120,000	120,000	48,526	168,526	03/16/19	Note 3D	Working Capital	See Note 1
03/28/18	120,000	120,000	48,066	168,066	03/29/19	Note 3B	Working Capital	See Note 1
03/29/18	120,000	120,000	48,099	168,099	03/30/19	Note 3D	Working Capital	See Note 1
04/30/18	310,000	310,000	121,452	431,452	05/01/19	Note 3B	Working Capital	See Note 1
04/30/18	150,000	150,000	58,767	208,767	05/01/19	Note 3D	Working Capital	See Note 1
05/31/18	170,000	170,000	65,159	235,159	06/01/19	Note 3B	Working Capital	See Note 1
06/30/18	350,000	350,000	131,274	481,274	07/01/19	Note 3B	Working Capital	See Note 1
06/30/18	50,000	50,000	18,753	68,753	07/01/19	Note 3D	Working Capital	See Note 1
07/15/18	150,000	150,000	55,644	205,644	07/16/19	Note 3B	Working Capital	See Note 1
11/23/18	35,000	35,000	11,727	46,727	11/24/19	Note 3D	Working Capital	See Note 1
12/11/18	40,000	40,000	13,205	53,205	12/12/19	Sean Prophet	Working Capital	See Note 1
12/18/18	8,500	8,500	2,790	11,290	12/19/19	Note 3A	Working Capital	See Note 1
12/31/18	55,000	55,000	17,856	72,856	01/01/20	Note 3D	Working Capital	See Note 1
03/04/19	108,000	108,000	33,199	141,199	03/04/20	Note 3A	Working Capital	See Note 1
03/08/19	69,300	69,300	21,398	90,698	03/07/20	Albert Golusin	Working Capital	See Note 1
01/15/19	16,500	16,500	5,290	21,790	01/16/20	Note 3B	Working Capital	See Note 1
11/30/19	77,550	77,550	18,095	95,645	11/29/20	Note 3A	Working Capital	See Note 1
12/31/19	139,500	139,500	31,388	170,888	12/30/20	Note 3A	Working Capital	See Note 1
12/31/19	14,800	14,800	3,330	18,130	12/30/20	Note 3B	Working Capital	See Note 1
03/31/20	59,000	59,000	11,800	70,800	03/30/21	Albert Golusin	Working Capital	See Note 1
06/30/20	91,500	91,500	16,013	107,513	06/29/21	Albert Golusin	Working Capital	See Note 1
06/30/20	38,000	38,000	6,650	44,650	06/29/21	Note 3A	Working Capital	See Note 1
06/30/20	54,715	54,715	9,575	64,290	06/29/21	Note 3B	Working Capital	See Note 1
09/30/20	48,475	48,475	7,271	55,746	09/29/21	Note 3B	Working Capital	See Note 1
12/31/20	76,500	76,500	9,563	86,063	12/30/21	Note 3A	Working Capital	See Note 1
03/31/21	154,500	154,500	15,451	169,951	03/30/22	Albert Golusin	Working Capital	See Note 1
03/31/21	143,500	143,500	14,351	157,851	03/30/22	Note 3A	Working Capital	See Note 1
06/30/21	105,500	105,500	7,913	113,413	06/30/22	Albert Golusin	Working Capital	See Note 1
06/30/21	72,500	72,500	5,438	77,938	06/30/22	Note 3A	Working Capital	See Note 1
09/30/21	175,050	175,050	8,752	183,802	09/30/22	Albert Golusin	Working Capital	See Note 1
09/30/21	86,550	86,550	4,328	90,878	09/30/22	Note 3A	Working Capital	See Note 1
12/31/21	142,750	142,750	3,569	146,319	12/30/22	Albert Golusin	Working Capital	See Note 1
12/31/21	94,750	94,750	2,369	97,119	12/30/22	Note 3A	Working Capital	See Note 1
03/31/22	112,500	112,500	-	112,500	03/30/23	Albert Golusin	Working Capital	See Note 1
03/31/22	160,500	160,500	-	160,500	03/30/23	Note 3A	Working Capital	See Note 1
				<u>\$9,343,333</u>	<u>\$3,005,238</u>	<u>\$12,348,571</u>		

Note 1: These Debentures convert at 50% of lowest price in the 52 weeks preceding any demand for conversion. Holder is prohibited from demanding any conversions that would result in the Holder owning over 9.9% of the outstanding common shares of the Company after the conversion.

Note 2: This Debenture converts at 50% of lowest price in 90 days preceding any demand for conversion. Holder is prohibited from demanding any conversions that would result in the Holder owning over 9.9% of the outstanding common shares of the Company after the conversion.

Note 3A: Sunrise Communications LLC is the Holder and controlled through voting and investment control by Jillian Sanburg-Jacobs.

Note 3B: 10th Planet Partners LP is the Holder and controlled through voting and investment control by Morgan Sanburg-Jacobs.

Note 3C: Mammoth Corporation is the Holder and controlled through voting and investment control by Brad Hare.

Note 3D: X Finance LP is the Holder and controlled through voting and investment control by Albert Golusin.

Note 3E: Libra AGI is the Holder and controlled through voting and investment control by Sean Daly.

Note 3F: Information Investments LLC is the Holder and controlled through voting and investment by Albert Golusin.

NOTE 7. LOANS FROM SHAREHOLDERS

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

NOTE 8. UNISSUED STOCK LIABILITY

On December 24, the company executed subscription agreements with two shareholders in the amount of \$390,000 in exchange for shares of a to-be-designated class of Preferred Stock ("New Class") which has been recorded as an unissued stock liability.

These funds were used to purchase high-efficiency LED Grow Lights for use at the Company's Sweet Virginia grow facility.

In order to issue shares of the New Class, the Company must a) amend the Certificate of Designation of its Class A Convertible Preferred Stock ("Class A Stock") to allow for the issuance and ranking of the New Class (which requires the affirmative vote of 80% of the holders of the voting power of the issued Class A Stock); b) file a Certificate of Designation for the New Class; and c) amend its Articles of Incorporation ("Articles") to list the New Class. Wyoming law does not require a vote of the holders of Common Stock to amend the Articles to amend a Certificate of Designation, nor is it required to designate a new class or series of preferred stock, as this power is granted to the Board in the Articles.

NOTE 9. STOCKHOLDERS EQUITY

Preferred Stock

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

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

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

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

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

On May 31, 2019, the Company agreed to exchange all of its outstanding Class B & Class C Preferred Stock for Class A Stock.

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

As of March 31, 2022, the total outstanding Preferred Shares are 2,780,000 class A Preferred. The Company is authorized to issue a total of 30,000,000 preferred shares.

Common Stock

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

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

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

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

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

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

During the quarter ended September 30, 2019, the Company issued 1,889,630,000 common shares. One debenture was retired that had \$80,000 of principal and \$8,663 of accrued interest by issuing 888,663,000 common shares to its Holder. A

partial payment on a debenture held by a separate unaffiliated Holder was made by issuing 1,003,000,000 common shares to pay \$114,500 of principal. Also, during the quarter, the Company issued 48,553,534 common shares to an officer for past services valued at 35,000 and 413,047,363 common shares to directors for past services valued at \$216,000. All shares issued during the quarter were prior to the reverse stock split on September 23, 2019.

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

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

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

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

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

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

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

During the quarter ended September 30, 2021, the Company paid off two debentures with remaining outstanding principal balances of \$114,493 and \$5,673 of accrued interest totaling \$120,166 by issuing 200,380,667 common shares.

During the quarter ended December 31, 2021, the Company paid off one debenture with a remaining outstanding principal balance of \$40,000 and \$4,219 of accrued interest totaling \$44,219 by issuing 73,698,333 common shares. The Company also paid down a debenture by \$60,000 by issuing 100,000,000 common shares.

During the quarter ended March 31, 2022, the Company issued 182,687,037 common shares for debenture conversions from two different holders resulting in the paying \$173,250 in principal and \$24,052 in accrued interest.

As of March 31, 2022, the Company had 4,850,000,000 common shares authorized and 3,847,765,733 common shares issued and outstanding.