

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

NoHo, Inc.

**9535 E Doubletree Ranch Road, Ste 120
Scottsdale, AZ 85258**

Tel. (480) 407-6445

www.nohodrink.com
david@thecampusco.com

SIC Code:2080

Quarterly Report
For the Period Ending:
March 31, 2022
(the "Reporting Period")

As of March 31, 2022 the issuer's current reporting period, the number of shares outstanding of our Common Stock was:

10,345,420,117

As of December 31, 2021, our most recently completed fiscal year, the number of shares outstanding of our Common Stock was:

10,345,420,117

As of December 31, 2020, the Issuer's most recent year end, the number of shares outstanding of our Common Stock was: 9,179,258,493

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 Control¹ of the company has occurred over this reporting period:

¹ "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

Yes: No:

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

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

The name of the issuer is Noho, Inc. the original name of the issuer was RealEstate Pathways, Inc. which was changed to Noho, Inc on January 13, 2013

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The Company was incorporated in the State of Wyoming on September 30, 2011. The Company reinstated its current status by filing in Wyoming on March 18, 2021. The Issuer is active.

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

None

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

On June 17, 2021, the Company acquired Vestra, LLC, in a related party transaction, for 2,000,000 shares of its Series B Preferred shares valued at \$500,000. Vestra is a special purpose LLC established to hold the Rad8 brand and operate the site rad81ife.com for the sale of Delta 8 THC products and may be expanded to cover other products. The Company will evaluate its value during 2021 depending on its ability to realize value from the technology.

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

9535 E Doubletree Ranch Road, Ste 120, Scottsdale, AZ 85258

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

Check box if principal executive office and principal place of business are the same address:

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: No:

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

2) Security Information

Trading symbol: DRNK
 Exact title and class of securities outstanding: Common
 CUSIP: 65528C208
 Par or stated value: \$0.001

Total shares authorized: 15,000,000,000 as of March 31, 2022
 Total shares outstanding: 10,345,420,117 as of March 31, 2022
 Number of shares in the Public Float²: 10,215,411,908 as of March 31, 2022
 Total number of shareholders of record: 162 as of March 31, 2022

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

Trading symbol: _____
 Exact title and class of securities outstanding: _____
 CUSIP: _____
 Par or stated value: _____
 Total shares authorized: _____ as of date: _____
 Total shares outstanding: _____ as of date: _____

Transfer Agent

Name: Issuer Direct
 Phone: 919 744 2722
 Email: Julie.Felix@issuerdirect.com
 Address: 1 Glenwood Ave. Suite 1001, Raleigh, NC 27603

Is the Transfer Agent registered under the Exchange Act?³ 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:

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date 12/31/2020 Common: <u>9,179,258,493</u> Preferred: A <u>10,000,000</u> Preferred: B <u>21,600,000</u> Preferred C <u>300,000</u>	*Right-click the rows below and select "Insert" to add rows as needed.
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² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exempt or Registration Type.
<u>02/5/2020</u>	<u>New issuance</u>	<u>1,000,000</u>	<u>Preferred B</u>	<u>\$0.0014</u>	<u>No</u>	<u>Kevin Sakser</u>	<u>Consultant</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>05/04/2021</u>	<u>New issuance</u>	<u>169,084,483</u>	<u>Common</u>	<u>\$0.00113</u>	<u>Yes</u>	<u>Carebourn Capital Chip Rice</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)(2)</u>
<u>06/17/2021</u>	<u>New issuance</u>	<u>2,000,000</u>	<u>Preferred B</u>	<u>\$0.0018</u>	<u>Yes</u>	<u>Sibannac, Inc</u> <u>David Mersky</u>	<u>Asset Sale</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>08/25/2021</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Preferred B</u>	<u>\$0.30</u>	<u>No</u>	<u>Lifetime Branding Collaborative, LLC</u> <u>Eric Stoll, Manager</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/21/2021</u>	<u>New Issuance</u>	<u>392,277,141</u>	<u>Common</u>	<u>\$0.00113</u>	<u>Yes</u>	<u>Carebourn Capital Chip Rice</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)(2)</u>
<u>11/11/21</u>	<u>New Issuance</u>	<u>604,800,000</u>	<u>Common</u>	<u>\$0.0008</u>	<u>No</u>	<u>David Weaver</u>	<u>Conversion</u> <u>Series B Preferred</u>	<u>Unrestricted</u>	<u>4(a)(2)</u>
<u>12/09/21</u>	<u>New Issuance</u>	<u>400,000</u>	<u>Preferred B</u>	<u>\$0.07</u>	<u>No</u>	<u>David Johnson</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
Shares Outstanding on Date of This Report:									
Ending Balance									
Ending Balance:									
Date <u>03/31/2022</u>									
Common: <u>10,345,420,117</u>									
Preferred: A <u>10,000,000</u>									
Preferred: B <u>22,680,000</u>									
Preferred C <u>300,000</u>									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

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

Preferred Stock

The Company has authorized 75,000,000 shares of Preferred Stock. Notwithstanding the designation of the class of Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock, all described below; the designations, preferences, limitations, restrictions, and relative rights of any additional classes of Preferred Stock, and variations in the relative rights and preferences as between different series shall be established in accordance with the Wyoming Business Corporation Act by the board of directors of the Company ("Board of Directors").

Series A Preferred Stock

The Board of Directors have designated 10,000,000 shares as Series A Preferred Stock. The Designation of the Series A Preferred Stock, as amended, includes voting rights whereas, for so long as any shares of the Series A Preferred Stock remain issued and outstanding, the holders thereof, voting separately as a class, shall have the right to vote on all shareholder matters with a vote equal to fifty-one percent (51%) of all the issued and outstanding capital stock of the Corporation on a fully diluted basis of the total vote on matters to which all shareholders of the Corporation are entitled to vote. The Series A Preferred Stock does not have any conversion rights or liquidation rights.

As of March 31, 2022, there were 10,000,000 shares of Series A Preferred Stock issued and outstanding, owned by David Mersky, the Company's CEO.

10,000,000 shares of Series A Preferred Stock issued and outstanding, owned by David Mersky, the Company's CEO.

Series B Preferred Stock

As of August 25, 2021, the Board of Directors of the Company have designated 50,000,000 shares as Series B Preferred Stock. The Designation of the Series B Preferred Stock, as amended, includes conversion rights, whereby the holders of Series B Preferred Stock shall have the right to convert each share of Series B Preferred Stock into one hundred forty (140) shares of common stock of the Company. The Series B Preferred Stock has no voting rights or liquidation rights. On February 5, 2020, 1,000,000 shares were issued for consulting services valued at \$140,000. On June 17, 2021, 2,000,000 shares were issued in exchange for all the ownership interests of Vestra, LLC, including the rad8life.com website and all leads generated thereunder. See the Related Party and Intellectual Property Notes herein.

On August 25, 2021, 2,000,000 shares of Series B Preferred Stock, with a par value of \$2,000, together with 60,000 shares of Series C Preferred Stock, with a par value of \$6,000, were issued on August 25, 2021, in exchange for forgiveness of \$600,000 in debt related to Product Development.

On November 11, 2021, 4,320,000 shares of Series B Preferred Stock were converted into 604,800,000 shares of Common Stock.

On December 9, 2021, 400,000 shares of Series B Preferred Stock, with a par value of \$400 were issued in exchange for marketing consulting services totaling \$28,000.

As of March 31, 2022, there were 22,680,000 shares of Series B Preferred Stock issued and outstanding.

Series C Preferred Stock

The Board of Directors of the Company have designated 300,000 shares as Series C Preferred Stock. The Designation of the Series C Preferred Stock, as amended, includes a liquidation preference of \$10.00 per share. The Series C Preferred Stock has no voting rights and no conversion rights.

On August 25, 2021, 60,000 shares of Series C Preferred Stock, with a par value of \$6,000, together with 2,000,000 shares of Series B Preferred Stock, with a par value of \$2,000, in exchange for forgiveness of \$600,000 in debt related to Product Development.

As of March 31, 2022, there were 60,000 shares of Series C Preferred Stock issued and outstanding

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services etc.)
4/27/15	\$41,278	\$26,500	\$14,778	4/27/16	40% disc/mkt	LG Capital Joseph Lerman	Loan
2/5/16	120,204	80,000	40,204	2/5/17	40% disc/mkt	LG Capital Joseph Lerman	Loan
4/14/17	85,196	52,925	32,271	4/15/18	40% disc/mkt	Carebourn Capital Chip Rice	Loan
5/19/17	227,850	143,339	84,511	5/20/18	40% disc/mkt	Carebourn Capital Chip Rice	Loan
7/3/14	5,457	3,839	1,618	7/4/15	40% disc/mkt	Iconic Michael Sobeck	Loan
3/24/16	75,128	50,000	25,128	3/25/17	40% disc/mkt	Iconic Michael Sobeck	Loan
12/23/16	72,329	50,000	22,329	12/24/17	40% disc/mkt	Eagle Creek Dawson Johnson	Loan
2/8/16	19,439	13,000	6,439	2/8/17	40% disc/mkt	More Capital Daniel Wruck	Loan
4/29/16	27,222	18,000	9,226	<u>4/30/17</u>	40% disc/mkt	More Capital Daniel Wruck	Loan

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

4) Financial Statements

A. The following financial statements were prepared in accordance with:

U.S. GAAP

IFRS

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

Name: Albert Golusin, CPA

Title: Certified Public Accountant

Relationship to Issuer: Consultant

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance Sheet;
- D. Statement of Income;
- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial 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.

Financial statements for the period ending March 31, 2022 are attached hereto as Affidavit A and incorporated herein.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Company is focused on the production and sale of NOHO, a beverage for hangover defense. The Company purchases raw materials and outsources the manufacturing to a third party. The Company will be considered a Development Stage Company until it can realize value from its intangible assets and generate revenues from operations. The Issuer's software is an advertising technology platform providing point of sale and branding campaigns to advertisers on a local and national basis through digital signage and interactive touchscreens. The company has targeted the bar and restaurant industries to be subscribers to advertise so their ads would be displayed on touchscreen tablets in taxis or other areas where advertisers can track metrics, including impressions and touches, as well as the potential to convert actual purchases in real time.

The Company entered the development stage of activity on January 1, 2018. Prior to that time, the company had revenue generating operations from their software and product sales. The Company has a plan of operation to generate revenues from its software and beverage related intellectual properties.

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

None

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

The Issuer's principal products are NOHO, a beverage for hangover defense and its software which is an advertising technology platform providing point of sale and branding campaigns to advertisers.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Issuer leases office space at 9535 E Doubletree Ranch Road, Ste 120, Scottsdale, AZ 85258. The Issuer is the owner of intellectual property software, which is an advertising technology platform providing point of sale and branding campaigns to advertisers on a local and national basis through digital signage and interactive touchscreens.

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% or 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
<u>David Mersky</u>	<u>CEO, Director</u>	<u>Paradise Valley, AZ</u>	<u>10,000,000</u>	<u>Series A Preferred</u>	<u>100%</u>	<u>Series A Preferred has 51% of the voting rights</u>
<u>David Mersky</u>	<u>CEO, Director</u>	<u>Paradise Valley, AZ</u>	<u>15,120,000</u>	<u>Series B Preferred</u>	<u>62</u>	<u>Series B Preferred is convertible to 140 Common for each preferred and has no voting rights</u>
<u>David Weaver</u>	<u>More than 5%</u>	<u>Phoenix, AZ</u>	<u>604,800,000</u>	<u>Common</u>	<u>6.09</u>	<u>Converted form Series B Preferred</u>

<u>MDHC Johnson Family Partnership, LLP</u> <u>Dawson Johnson, General Partner</u>		Scottsdale, AZ 1	<u>2,160,000</u>	<u>Series B Preferred</u>	<u>10</u>	<u>Series B Preferred is convertible to 140 Common for each preferred and has no voting rights</u>
<u>Lifetime Branding Collaborative, LLC</u> <u>Eric Stoll, Manager</u>		<u>Irvine, CA</u>	<u>2,000,000</u>	<u>Series B Preferred</u>	<u>10</u>	<u>Series B Preferred is convertible to 140 Common for each preferred and has no voting rights</u>
<u>MDHC Johnson Family Partnership, LLP</u> <u>Dawson Johnson, General Partner</u>		Scottsdale, AZ	<u>300,000</u>	<u>Series C Preferred</u>	<u>100</u>	<u>Series C Preferred has no voting or conversion rights and carry a \$10 per share liquidation right.</u>

David A. Mersky, Chief Executive Officer, Secretary, CFO, Treasurer and Director

Mr. Mersky earned his Bachelor of Science in Marketing from the prestigious Stern School of Business at New York University. Upon graduation he was accepted to Brooklyn Law School, where he earned his Juris Doctor degree. Mr. Mersky was admitted to the New York Bar as well as the Federal U.S. District Courts for the Eastern and Southern Districts of New York. David practiced commercial litigation as a trial lawyer in the greater New York City area prior to relocating to Arizona for an opportunity to explore the merchant services industry. In addition to conventional payment processing, David expanded into other financial services products and forged cross-marketing partnerships, eventually combining his background in marketing, law and merchant services to form Time Jump Investments, catering to brick-and-mortar merchants as well as online sellers. David brings his multi-faceted background and experience to the Issuer, as the company aggressively pursues an innovative business model.

Eric Stoll, Director, Chief Marketing Officer

Over the past 6 years Eric Stoll, as the founder of Lifetime Branding, has acquired as part of this new Agency global brands like Coca-Cola, Titleist, Footjoy and AIG among others. Eric and his agency were brought in to build dynamic brand platforms within these organizations that would lead to accolades for the brands themselves, successful new product launches and exponential increase in sales. It's the trust in the relationship and collaboration along with the process Eric brings to each new endeavor that drives such success. Prior to Lifetime Eric founded Snap Infusion, a start-up functional food brand within the natural category. He Built out entire operations and creative vision across product platforms of "Supercandy" + "Smartcandy" and drove all product innovation and marketing to land over 33,000 doors nationwide including: Whole Foods, Costco, Target, Walmart, CVS and Walgreens. Eric designed and implemented all digital programming, merchandising and event execution. He negotiated the terms to be the Official "Supercandy of the New York Yankees" + "The U.S. Ski Team"

Eric is the Company's marketing officer and the Company has a contract with Eric's company Lifetime Branding Collaborative, LLC. Eric earned a Bachelors of Fine Arts from the School of Visual Arts in New York City.

Booker T. Evans, Jr., Esq., Director

Mr. Evans is a renowned trial attorney, having been a member of some of the leading law firms in the country over one of the most distinguished legal careers. Mr. Evan's practice has been concentrated in commercial litigation and white-collar criminal defense, product liability, insurance matters, criminal and civil RICO cases, and health law matters. Booker has substantial civil and criminal trial experience, along with post-conviction case experience in the federal court system and is often retained in matters involving the Federal Sentencing Guidelines.

He has been named to Arizona's Finest Lawyers, a Southwest Super Lawyer in Arizona, a Top 50 Super Lawyer and a Super Lawyer in White Collar Criminal Defense, a Top 100 Trial Lawyer and a Best Lawyer in America by *US News & World Report*.

Prior to entering private practice, he served as a Chief Deputy District Attorney in Las Vegas, Assistant United States Attorney in Nevada and Arizona, and Corporate Counsel for Arizona Public Service Company

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

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

None

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

None

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

None

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

None

9) Third Party Providers

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

Securities Counsel

Name: Carl P. Ranno
Firm: Law Office of Carl P. Ranno
2733 East Vista Drive
Phoenix, AZ 85032
Phone: (602).493.0369
Email: carlranno@cox.net

Accountant or Auditor

Name: Albert Golusin – Outside Accounting Support
Firm: Expedited Tax Services, LLC
14300 N Northsight Blvd, Ste 111
Scottsdale, AZ 85260
Phone: (480). 656. 2210
Email: aagolusin@mac.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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 David Mersky certify that:

1. I have reviewed this Quarterly disclosure of Noho, 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.

May 13, 2022

/s/ David Mersky, CEO

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

Principal Financial Officer:

IDavid Mersky certify that:

1. I have reviewed this Quarterly disclosure statement of Noho, 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.

May, 13 2022

/s/ David Mersky, Principal Financial Officer

(Digital Signatures

AFFIDAVIT A

NOHO, INC.

**Unaudited Balance Sheet
As of March 31,2022**

ASSETS

Current assets:		
Cash	\$	1,040
Inventory		15,018
Loans receivable		25,013
Total current assets		<u>41,071</u>
Other assets:		
Intangible assets		1,005,000
Product development-net		540,000
Total other assets		<u>1,545,000</u>
Total assets	\$	<u><u>1,586,071</u></u>

LIABILITIES AND STOCKHOLDERS' EQUITY

Current liabilities		
Account payable	\$	92,500
Officer compensation		125,000
Unissued common stock		64,170
Total current liabilities		<u>281,670</u>
Long term liabilities		
Convertible Notes		437,603
Notes payable		150,000
Accrued interest		236,503
Loans from related parties		12,057
Derivative liability		192,000
Total long-term liabilities		<u>1,028,163</u>
Total liabilities		<u>1,309,833</u>
Stockholders' equity (deficit)		
Preferred stock		38,680
Common stock		10,345,420
Additional paid-in capital		(5,104,343)
Accumulated (deficit)		(5,003,519)
Total stockholders' equity (deficit)		<u>276,238</u>
Total liabilities and stockholders' deficit	\$	<u><u>1,586,071</u></u>

See accompanying notes to these unaudited consolidated financial statements.

NOHO, INC.

Unaudited Statements of Operations For
the three months ended March 31,

	2022	2021
Sales revenue	\$ 1,907	\$ 0
Cost of sales	<u>433</u>	<u>0</u>
Gross profit	<u>1,474</u>	<u>0</u>
Operating expenses		
Sales expense	101	0
Licenses	62	0
Legal and accounting	20,000	0
Professional fees	1,095	45,000
Director & officer compensation	25,000	25,000
Website expenses	3,580	0
General and administrative expenses	322	0
Amortization expense	<u>30,000</u>	<u>0</u>
Total operating expenses	<u>80,160</u>	<u>70,000</u>
(Loss) from operations	(78,686)	(70,000)
Other income (expenses)		
Derivative liability (gain) expense	(10,115)	(368,595)
Interest expense	<u>(11,116)</u>	<u>(29,583)</u>
Total other expenses	<u>(21,231)</u>	<u>(398,178)</u>
Net (loss)	<u>\$ (99,917)</u>	<u>\$ (468,178)</u>
(Loss) per share		
Basic	\$ Nil	\$ Nil
Diluted	\$ Nil	\$ Nil

* Unissued common shares are anti-dilutive.

See accompanying notes to these unaudited consolidated financial statements.

NOHO, INC.

Unaudited Statement of Stockholders Equity

	Preferred		Preferred		Preferred		Common		Paid-In Capital	Accumulated (Deficit)	Total
	A	B	C		D		E				
	Shares	Amount	Shares	Amount	Shares	Amount		Shares			
Balance at December 31, 2019	10,000,000	\$10,000	21,600,000	\$21,600	0	0	9,179,258,493	\$9,179,258	(\$5,835,123)	(\$4,093,018)	(\$717,283)
Shares for services			1,000,000	1,000					139,000		140,000
Net (loss) for the year ended Dec 31, 2020										(239,468)	(239,468)
Balance as of December 31, 2020	10,000,000	10,000	22,600,000	22,600			9,179,258,493	9,179,258	(5,696,123)	(4,332,486)	(816,751)
Shares for website acquisition			2,000,000	2,000					498,000		500,000
Shares for website development			2,000,000	2,000	60,000	6,000			592,000		600,000
Shares issued for debt							561,361,624	561,362	74,660		636,022
Shares for marketing services			400,000	400					27,600		28,000
Conversion into common shares			(4,320,000)	(4,320)			604,800,000	604,800	(600,480)		0
Net (loss) for the year ended Dec 31, 2021										(571,116)	(571,116)
Balance as of December 31, 2021	10,000,000	10,000	22,680,000	22,680	60,000	6,000	10,345,420,117	10,345,420	(5,104,343)	(4,903,602)	376,155
Net (loss) for 3 months ended Mar 31, 2022										(99,917)	(99,917)
Balance as of March 31, 2022	10,000,000	\$10,000	22,680,000	\$22,680	60,000	\$6,000	10,345,420,117	\$10,345,420	(\$5,104,343)	(\$5,003,519)	\$276,238

See accompanying notes to these unaudited consolidated financial statements.

NOHO, INC.

Unaudited Statements of Cash Flows

For the three months ended

March 31

	<u>2022</u>	<u>2021</u>
OPERATING ACTIVITIES		
Net (loss) for the period	\$ (99,917)	\$ (468,178)
Adjustments to reconcile net loss to net cash (used in) provided by operating activities:		
Shares issued for services	0	
Amortization expense	30,000	
Changes in assets and liabilities:		
(Incr)/decr - Inventory	433	0
(Incr)/decr - Loan receivable	0	0
Incr/(decr) in accounts payable	20,000	45,000
Incr/(decr) in accrued compensation	25,000	25,000
Incr/(decr) in notes payable	0	0
Incr/(decr) in accrued interest	11,117	29,583
Incr/(decr) in unissued common stock	0	0
Incr/(decr) - in derivative liability	<u>10,115</u>	<u>368,595</u>
Net cash (used in) provided by operating activities	<u>(3,252)</u>	<u>0</u>
INVESTING ACTIVITIES		
NONE	<u>0</u>	<u>0</u>
Net cash (used in) provided by investing activities	<u>0</u>	<u>0</u>
FINANCING ACTIVITIES		
Notes payable issued for cash	<u>0</u>	0
Loans from related parties	<u>0</u>	<u>0</u>
Net cash (used in) provided by financing activities	<u>0</u>	<u>0</u>
INCREASE (DECREASE) IN CASH	(3,252)	0
CASH, BEGINNING OF PERIOD	<u>4,292</u>	<u>0</u>
CASH, END OF PERIOD	\$ <u>1,040</u>	\$ <u>0</u>

NON-CASH TRANSACTIONS IN COMMON SHARES NONE

Notes to unaudited financial statements

For the three months ended March 31, 2022, and 2021

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

Noho, Inc. (the “Company” or “Noho”) was incorporated in the state of Wyoming on September 30, 2011, under the name Real Estate Pathways, Inc. On January 9, 2013, the Company changed its name from Real Estate Pathways, Inc. to NOHO, Inc. The Company reinstated its current status by filing in Wyoming on March 18, 2021.

Summary of Significant Accounting Policies

The financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America and are expressed in U.S. dollars. The Company’s fiscal year end is December 31.

Nature of operations

Currently, the Company is focused on the production and sale of After Shot, a beverage for hangover defense. The Company purchases raw materials and outsources the manufacturing to a third party.

Use of estimates

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

Fair value of financial instruments

We utilize ASC 820-10, Fair Value Measurement and Disclosure, for valuing financial assets and liabilities measured on a recurring basis. Fair value is defined as the exit price, or the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants as of the measurement date. The guidance also establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are inputs market participants would use in valuing the asset or liability and are developed based on market data obtained from sources independent of our Company. Unobservable inputs are inputs that reflect our Company’s assumptions about the factors market participants would use in valuing the asset or liability. The guidance establishes three levels of inputs that may be used to measure fair value:

Level 1. Observable inputs such as quoted prices in active markets; and

Level 2. Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and

Level 3. Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

As of March 31, 2022, and March 31, 2021, there were no level 2 or 3 assets or liabilities.

Intangible assets

ASC 350 requires that goodwill and intangible assets with indefinite useful lives no longer be amortized, but instead tested for impairment at least annually in accordance with the provisions of ASC 350. This standard also requires that intangible assets with definite useful lives be amortized over their respective estimated useful lives to their estimated residual values and reviewed for impairment.

The Company's intangible assets consist of the costs of filing and acquiring various patents and trademarks. The trademarks are recorded at cost. The Company determined that the trademarks have an estimated useful life of approximately 11 years and will be reviewed annually for impairment. Amortization will be recorded over the estimated useful life of the assets using the straight-line method for financial statement purposes when their corresponding assets are in productive use.

Revenue Recognition

The Company has adopted ASC Topic 606, "Revenue from Contracts with Customers" ("ASC 606") and all the related amendments. The Company elected to adopt this guidance using the modified retrospective method. The adoption of this guidance did not have a material effect on the Company's financial position, results of operations or cash flows.

The core principle of ASC 606 requires that an entity recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services. ASC 606 defines a five-step process to achieve this core principle and, in doing so, it is possible more judgment and estimates may be required within the revenue recognition process than required under U.S. GAAP including identifying performance obligations in the contract, estimating the amount of variable consideration to include in the transaction price and allocating the transaction price to each separate performance obligation.

All the Company's revenue is associated with online sales of its After Shot drink product and do not represent an obligation to perform services. Since the Company's revenue is generated from online sales to multiple small buyers, the Company does not have material contract assets or liabilities that fall under ASC 606. As of December 31, 2021, 100% of the Company's revenues were generated through online sales of its After Shot drink product.

The Company recognizes revenue as goods are sold and are considered complete upon successful delivery of the product to the customer as the Company has no further performance obligations and collection is assured as the Company is paid 100% of the retail price of its products when they sold.

The Company's revenues accounted for under ASC 606, do not require significant estimates or judgments based on the nature of the Company's revenue stream. The sales price is generally fixed at the point of sale and all consideration from the sale is included in the transaction price. The Company's sales do not include multiple performance obligations or variable consideration.

Stock-based compensation

The Company records stock-based compensation in accordance with the guidance in ASC Topic 505 and 718 which requires the Company to recognize expenses related to the fair value of its employee stock option awards. This eliminates accounting for share-based compensation transactions using the intrinsic value and requires instead that such transactions be accounted for using a fair-value-based method. The Company recognizes the cost of all share-based awards on a graded vesting basis over the vesting period of the award.

The Company accounts for equity instruments issued in exchange for the receipt of goods or services from other than employees in accordance with FASB ASC 718-10 and the conclusions reached by the FASB ASC 505-50. Costs are measured at the estimated fair market value of the consideration received or the estimated fair value of the equity instruments issued, whichever is more reliably measurable. The value of equity instruments issued for consideration other than employee services is determined on the earliest of a performance commitment or completion of performance by the provider of goods or services as defined by FASB ASC 505-50.

Income taxes

We account for income taxes in accordance with ASC 740-10, Income Taxes. We recognize deferred tax assets and liabilities to reflect the estimated future tax effects, calculated at currently effective tax rates, of future deductible or taxable amounts attributable to events that have been recognized on a cumulative basis in the consolidated financial statements. A valuation allowance related to a deferred tax asset is recorded when it is more likely than not that some portion of the deferred tax asset will not be realized. Deferred tax assets and liabilities are adjusted for the effects of the changes in tax laws and rates of the date of enactment.

ASC 740-10 prescribes a recognition threshold that a tax position is required to meet before being recognized in the financial statements and provides guidance on recognition, measurement, classification, interest and penalties, accounting in interim periods, disclosure and transition issues. We classify interest and penalties as a component of interest and other expenses. To date, there have been no interest or penalties assessed or paid.

We measure and record uncertain tax positions by establishing a threshold for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. Only tax positions meeting the more-likely-than-not recognition threshold at the effective date may be recognized or continue to be recognized.

The Company has no income tax provision for the periods ended March 31, 2022 and March 31, 202, due to recurring net losses.

Loss per common share

Net loss per share is provided in accordance with ASC Subtopic 260-10. We present basic loss per share (“EPS”) and diluted EPS on the face of the statements of operations. Basic EPS is computed by dividing reported losses by the weighted average shares outstanding. Loss per common share has been computed using the weighted average number of common shares outstanding during the year.

NOTE 2. GOING CONCERN

The accompanying unaudited financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the recoverability of assets and the satisfaction of liabilities in the normal course of business. Since its inception, the Company has been engaged substantially in financing activities and developing its business plan and marketing.

The ability of the Company to continue as a going concern is dependent upon its ability to raise additional capital from the sale of common stock or through debt financing and, ultimately, the achievement of significant operating revenues. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or amounts and classification of liabilities that might result from this uncertainty.

NOTE 3. INTANGIBLE ASSETS

On September 9, 2016, NOHO, by and through its Board of Directors and majority shareholder entered into a share exchange agreement (the “SEA”) with Media360 Licensing, Inc., A Wyoming corporation (“Media360”). Pursuant to the SEA, as amended, David Mersky (“Mersky”), the sole shareholder of Media360 exchanged 100% of his shares of common stock of Media360 for 54,000,000 shares of common stock of the Company. As a result, Media360 became a wholly owned corporation of the Company. The Company subsequently dissolved the acquired corporation and the business of Media360 continued through the Company. The 54,000,000 shares represented approximately 90% of the outstanding common stock at the time of the SEA and represented a change in control of the Company. The SEA had been accounted for as a reverse acquisition and recapitalization of the Company whereby Media360 was deemed to be the accounting acquirer (legal acquiree) and the Company to be the accounting acquiree (legal acquirer). Subsequent to the SEA, Mersky exchanged the 54,000,000 shares of common stock for 21,600,000 shares of Series B Preferred Stock. The Series B preferred stock has no voting rights and has conversion rights whereby each share of preferred stock converts to 140 shares of common stock.

The acquired software was an advertising technology platform providing point of sale and branding campaigns to advertisers on a local and national basis through digital signage and interactive touchscreens. The company has targeted the bar and restaurant industries to be subscribers to advertise so their ads would be displayed on touchscreen tablets in taxis or other areas where advertisers can track metrics, including impressions and touches, as well as the potential to convert actual purchases in real time.

The business has been inactive since its acquisition because no marketing efforts had been made to realize its value. Management has reduced the value of the software to \$500,000 and its patents and trademarks to \$5,000.

On June 17, 2021, the Company acquired Vestra, LLC, in a related party transaction, for 2,000,000 shares of its Series B Preferred shares valued at \$500,000. Vestra is a special purpose LLC established to hold the Rad8 brand and operate the site rad8life.com for the sale of Delta 8 THC products and may be expanded to cover other products.

NOTE 4. PRODUCT DEVELOPMENT

During the second quarter of 2021, the Company engaged Lifetime Branding to reformulate an existing drink product line and create a:

- Brand package for that drink product: NOHO: The After Shot; and
- Design and implement a website, www.nohoshot.com; and
- Devise a marketing campaign for it; and
- Secure a fulfillment arrangement to deliver it to the public.

This work was completed at a cost of \$600,000 which the Company capitalized. The Company began amortizing the cost over its estimated useful life of five years starting October 1, 2021.



	Cost	Amortization Q1 2022 Expense	Accumulated Amortization	Net Cost
Product development cost	\$600,000	\$30,000	\$60,000	\$540,000

NOTE 5. CONVERTIBLE NOTES & DERIVATIVE LIABILITY

A summary of the convertible notes payable balance as of March 31, 2022, is as follows:

Date of Note Issuance	Outstanding Principal (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms	Name of Noteholder	Reason for Issuance
4/27/15	\$26,500	\$26,500	\$14,778	4/27/16	40% disc/mkt	LG Capital	Loan
2/5/16	80,000	80,000	40,204	2/5/17	45% disc/mkt	LG Capital	Loan
4/14/17	52,925	75,325	32,271	4/15/18	45% disc/mkt	Carebourn Capital	Loan
5/19/17	143,339	159,275	84,511	5/20/18	45% disc/mkt	Carebourn Capital	Loan
7/3/14	3,839	3,839	1,618	7/4/15	40% disc/mkt	Iconic	Loan
3/24/16	50,000	50,000	25,128	3/25/17	40% disc/mkt	Iconic	Loan
12/23/16	50,000	50,000	22,329	12/24/17	40% disc/mkt	Eagle Creek	Loan
2/8/16	13,000	13,000	6,439	2/8/17	45% disc/mkt	More Capital	Loan
4/29/16	18,000	18,000	9,226	4/30/17	45% disc/mkt	More Capital	Loan
	<u>\$437,603</u>	<u>\$475,939</u>	<u>\$236,503</u>				

To the best of Management's knowledge:

- LG Capital is controlled by Joseph Lerman
- Carebourn Capital is controlled by Chip Rice
- Eagle Creek is controlled by Dawson Johnson
- More Capital is controlled by Daniel Wruck

The Company determined that the conversion feature of the Convertible Notes represent an embedded derivative since the Notes are convertible into a variable number of shares upon conversion. Accordingly, the Convertible Notes were not considered to be conventional debt under ASC 815-40 (formerly EITF 00-19, Accounting for Derivative Financial Instruments Indexed to, and Potentially Settled in, a Company's Own Stock) and the embedded conversion feature was bifurcated from the debt host and accounted for as a derivative liability. Accordingly, the fair value of these derivative instruments being recorded as a liability on the balance sheet with the corresponding amount recorded as a discount to each Note. Such discount is being amortized from the date of issuance to the maturity dates of the Notes. The change in the fair value of the liability for derivative contracts are recorded in other income or expenses in the statements of operations at the end of each presented period, with the offset to the derivative liability on the balance sheet.

As of March 31, 2022, the Company revalued the embedded conversion features of the Convertible Notes. The fair value of the Convertible Notes was calculated as of March 31, 2022, based on the Black-Scholes method consistent with the terms of the related debt. During the relevant period, volatility was 193.07% (previously 332.71%) as trading was lower than in 2021. and the price declined greatly over the prior quarter, while the federal discount rate was @ 0.33%.

A summary of the derivative liability balance as of March 31, 2021, is as follows:

	<u>Q1 2022</u>
Convertible Notes payable	\$ 437,603
Accrued interest	236,503
Derivative liability (gain)	<u>192,000</u>
Total Derivative Liability	<u>\$ 866,106</u>

NOTE 6. STOCKHOLDERS' EQUITY

Preferred Stock

The Company has authorized 75,000,000 shares of Preferred Stock. Notwithstanding the designation of the class of Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock, all described below; the designations, preferences, limitations, restrictions, and relative rights of any additional classes of Preferred Stock, and variations in the relative rights and preferences as between different series shall be established in accordance with the Wyoming Business Corporation Act by the board of directors of the Company ("Board of Directors").

Series A Preferred Stock

The Board of Directors have designated 10,000,000 shares as Series A Preferred Stock. The Designation of the Series A Preferred Stock, as amended, includes voting rights whereas, for so long as any shares of the Series A Preferred Stock remain issued and outstanding, the holders thereof, voting separately as a class, shall have the right to vote on all shareholder matters with a vote equal to fifty-one percent (51%) of all the issued and outstanding capital stock of the

Corporation on a fully diluted basis of the total vote on matters to which all shareholders of the Corporation are entitled to vote. The Series A Preferred Stock does not have any conversion rights or liquidation rights.

As of March 31, 2022, there were 10,000,000 shares of Series A Preferred Stock issued and outstanding, owned by David Mersky, the Company's CEO.

Series B Preferred Stock

As of August 25, 2021, the Board of Directors of the Company have designated 50,000,000 shares as Series B Preferred Stock. The Designation of the Series B Preferred Stock, as amended, includes conversion rights, whereby the holders of Series B Preferred Stock shall have the right to convert each share of Series B Preferred Stock into one hundred forty

(140) shares of common stock of the Company. The Series B Preferred Stock has no voting rights or liquidation rights. On February 5, 2020, 1,000,000 shares were issued for consulting services valued at \$140,000.

On June 17, 2021, 2,000,000 shares were issued in exchange for all the ownership interests of Vestra, LLC, including therad8life.com website and all leads generated thereunder. See the Related Party and Intellectual Property Notes herein.

On August 25, 2021, 2,000,000 shares of Series B Preferred Stock, with a par value of \$2,000, together with 60,000 shares of Series C Preferred Stock, with a par value of \$6,000, were issued on August 25, 2021, in exchange for forgiveness of \$600,000 in debt related to Product Development.

On November 11, 2021, 4,320,000 shares of Series B Preferred Stock were converted into 604,800,000 shares of Common Stock.

On December 9, 2021, 400,000 shares of Series B Preferred Stock, with a par value of \$400 were issued in exchange for marketing consulting services totaling \$28,000.

As of March 31, 2022, there were 22,680,000 shares of Series B Preferred Stock issued and outstanding.

Series C Preferred Stock

The Board of Directors of the Company have designated 300,000 shares as Series C Preferred Stock. The Designation of the Series C Preferred Stock, as amended, includes a liquidation preference of \$10.00 per share. The Series C Preferred Stock has no voting rights and no conversion rights.

On August 25, 2021, 60,000 shares of Series C Preferred Stock, with a par value of \$6,000, together with 2,000,000 shares of Series B Preferred Stock, with a par value of \$2,000, in exchange for forgiveness of \$600,000 in debt related to Product Development.

As of March 31, 2022, there were 60,000 shares of Series C Preferred Stock issued and outstanding

Common Stock

As of December 31, 2020, there were 15,000,000,000 common shares authorized and 9,179,258,493 shares issued and outstanding.

There were 169,084,483 common shares issued during the three months ended June 30, 2021, in exchange for the conversion of \$227,000 in convertible notes and the extinguishment of \$126,449 in accrued interest. The company reported the extinguishment of interest as a gain and is not included in the paid in capital accrued under this transaction.

There were 392,277,141 common shares issued during the three months ended September 30, 2021, with an additional 56,637,246 shares converted, but not yet issued and recorded as an Unissued Stock Liability (valued at \$64,170), in exchange for the conversion of \$508,620 in convertible notes and the extinguishment of \$258,192 in accrued interest. The company reported the extinguishment of interest as a gain and is not included in the paid in capital accrued under this transaction.

There were 604,800,000 common shares issued during the three months ended December 31, 2021, in exchange for the conversion of 4,320,000 shares of Series B Preferred Stock.

As of December 31, 2021, there were 15,000,000,000 common shares authorized and 10,345,420,117 shares issued and outstanding.

As of March 31, 2022, there were 10,345,420,117 shares of Common Stock issued and outstanding.

NOTE 7. RELATED PARTY TRANSACTIONS

On June 17, 2021, a non-arm's-length related party transaction occurred between the Company and Sibannac Inc. The Company and Sibannac are related because the Chief Executive Officer and Chief Financial Officer of each entity is the same as is a majority of the directors that have the power to execute transactions for each respective company.

Sibannac sold intellectual property described above in "Note 3-Intangible Assets" to the Company for two million of the Company's convertible Preferred B shares for a deemed value of \$500,000 based upon the non-discounted convertible value. In the event Sibannac were able to convert the Preferred B shares into common shares of the Company and sell the common shares into the trading market of the Company on the day of the transaction, it would have realized approximately \$500,000.