

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

## **Full Alliance Group, Inc.**

14100 McCormick Drive, Tampa, Florida 33626

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809 – Miscellaneous Health and Allied Services

## **Quarterly Report**

**For the period ending 03/31/2023 (the “Reporting Period”)**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

106,410,711 as of March 31, 2023

102,410,711 as of December 31, 2022

### **Shell Status**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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: ☒

### **Change in Control**

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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<sup>1</sup> “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.

**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.

FULL ALLIANCE GROUP, INC.

Full Alliance Group, Inc. (fka Beverly Hills Group, Inc.) ("the Company") was incorporated in the State of Nevada on March 2, 2000 as The Motion Picture Hall of Fame, Inc., symbol (OTCPK: MHFM), and on June 5, 2014 the Company did a name change to Beverly Hills Group, Inc., and a symbol change to (OTCPK: BHGI), and on April 12, 2017 the Company did a name change to FULL ALLIANCE GROUP, INC., and a symbol change to (OTCPK: FAGI).

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):

Full Alliance Group, Inc., is currently active in the State of Nevada.

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

Full Alliance Group, Inc., and neither of its predecessors Beverly Hills Group, Inc., and The Motion Picture Hall of Fame, Inc., have not had any trading suspension orders issued by the SEC concerning the issuer since inception.

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 January 22, 2023, the Company entered into an Agreement and Plan of Merger with Bio Lab Naturals, Inc., a Florida corporation, manufacturing supplement products for white/private label customers and for its in-house brand Pure Factors, through its FDA-registered wholly owned subsidiary Pure Solutions, Inc., housed in a state-of-the-art 25,000 square foot facility in Tampa Florida. Pursuant to the Agreement, Full Alliance Group acquired all the outstanding shares of Bio Lab Naturals, Inc., in exchange for Twenty-five million (25,000,000) Class C Preferred Shares and Thirty-four million one hundred and thirty-six thousand nine hundred and ten (34,136,910) Class D Preferred shares, after the exchange, Full Alliance Group owns one hundred (100%) percent of Bio Lab Naturals common stock, and Bio Lab Naturals became a wholly-owned subsidiary of Full Alliance Group.

On January 22, 2023, a Special Meeting of the Shareholders of Full Alliance Group, Inc., voted and re-elected Ryan Gresham to the Board of Directors, Rudy Kiste was not re-elected.

On January 23, 2023, the Board of Directors held a meeting and voted in Ryan Gresham as President, CEO of the Company.

On January 27, 2023, a Special Meeting of the Shareholders of Full Alliance Group, Inc., voted and elected William Heneghan III and James Connell to the Board of Directors.

On January 27, 2023, the Board of Directors held a meeting and voted in William Heneghan III as COO of the Company.

On April 24, 2023, the Company executed a purchase agreement to acquire 100% of the outstanding interest of DYNAMAXX International LTD in exchange for Ten million (10,000,000) Class E Preferred shares, Three Hundred Thousand Dollar (\$300,000.00) Promissory Note with an interest rate of five (5%) percent per annum with a Maturity date of April 24, 2026 and a three-year employment contract with Jay Archer appointing him Chief Revenue Officer.

On April 20, 2023, the Board of Directors held a meeting and voted that as soon as practicable after the Closing of DYNAMAXX they would elect Jay Archer as the Chief Revenue Officer and to its Board of Directors.

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

14100 McCormick Drive, Tampa, Florida 33626

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

☒ Check 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?

No: ☒ Yes: ☐ If Yes, provide additional details below:

## 2) Security Information

### Transfer Agent

Name: ISSUER DIRECT CORPORATION  
Phone: 1 919 - 744 - 2722  
Email: julie.felix@issuereirect.com  
Address: One Glenwood Avenue Suite 1001, Raleigh, NC 27603

### Publicly Quoted or Traded Securities:

*The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.*

Trading symbol:	FAGI
Exact title and class of securities outstanding:	Common Stock
CUSIP:	35968K 101
Par or stated value:	\$0.001
Total shares authorized:	750,000,000 as of date: March 31, 2023
Total shares outstanding:	106,410,711 as of date: March 31, 2023
Total number of shareholders of record:	327 as of date: March 31, 2023

*All additional class(es) of publicly quoted or 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: _____
Total number of shareholders of record:	_____ as of date: _____

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: \_\_\_\_\_  
Total number of shareholders of record: \_\_\_\_\_ as of date: \_\_\_\_\_

**Other classes of authorized or outstanding equity securities:**

*The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

Exact title and class of the security: Preferred Shares  
CUSIP (if applicable): NONE  
Par or stated value: \$0.001  
Total shares authorized: 100,000,000 as of date: March 31, 2023  
Total shares outstanding (if applicable): 84,136,910 as of date: March 31, 2023  
Total number of shareholders of record (if applicable): 128 as of date: March 31, 2023

Exact title and class of the security: \_\_\_\_\_  
CUSIP (if applicable): \_\_\_\_\_  
Par or stated value: \_\_\_\_\_  
Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
Total shares outstanding (if applicable): \_\_\_\_\_ as of date: \_\_\_\_\_  
Total number of shareholders of record (if applicable): \_\_\_\_\_ as of date: \_\_\_\_\_

**Security Description:**

*The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:*

1. **For common equity, describe any dividend, voting and preemption rights.**

N/A

2. **For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.**

Class "A" Preferred Shares have 1 to 10 voting rights and 1 to 2 conversion rights into Common Shares  
Class "B" Preferred Shares have 0 voting and 0 conversion rights  
Class "C" Preferred Shares have 1 to 10 voting rights and 1 to 11.32 conversion rights into Common Shares  
Class "D" Preferred Shares have 1 to 1 voting rights and 1 to 1 conversion rights into Common Shares

3. **Describe any other material rights of common or preferred stockholders.**

N/A

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**
- 5.

On January 23, 2023, the Shareholders approved and on February 24, 2023 the Company completed its Nevada State filings for the following changes;

Increased the Authorized Common Shares from 500,000,000 to 750,000,000  
Increased the Authorized Preferred Shares from 50,000,000 to 100,000,000

Issued 25,000,000 Class "C" Preferred Shares  
Issued 34,136,910 Class "D" Preferred Shares

Amended 25,000,000 Class "A" Preferred Shares from 1 to 7 to 1 to 2 conversion rights into Common Shares  
Amended 25,000,000 Class "B" Preferred Shares to have 0 voting and 0 conversion rights

### 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any 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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>December 31, 2021</u> Common: <u>102,410,711</u> Preferred: <u>50,000,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
January 24, 2023	new issuance	10,403	Preferred	\$0.001	yes	A Darwin Boothe 7737 Still Lakes Dr. Tampa, FL 33556	Investment	Restricted	144
January 24, 2023	new issuance	7,911	Preferred	\$0.001	yes	Abraham Warga 1545 Beechcliff Dr. Atlanta, GA 30329	Investment	Restricted	144
January 24, 2023	new issuance	2,496,795	Preferred	\$0.001	yes	Admiral Advisors, LLC 5132 Land O Lakes Blvd, Suite 107	Investment	Restricted	144

						Land O Lakes FL 34639 Chris Phillips			
January 24, 2023	new issuance	27,629	Preferred	\$0.001	yes	Ajesh Patel 436 Tift Coolidge Dr Forysth GA 31029	Investment	Restricted	144
January 24, 2023	new issuance	83,227	Preferred	\$0.001	yes	Alan Hudlett 7813 Glen Crest Ln Orlando, FL 32836	Investment	Restricted	144
January 24, 2023	new issuance	166,453	Preferred	\$0.001	yes	Alyssa Powers 13620 Wright Circle Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	438,991	Preferred	\$0.001	yes	Bhanu Panchal 1460 George Busbee Pkwy Kennesaw, GA 30144	Investment	Restricted	144
January 24, 2023	new issuance	511,843	Preferred	\$0.001	yes	Brett Heneghan 12415 Seabrook Dr. Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	1,040,331	Preferred	\$0.001	yes	Brett Phillips 11129 Carla Drive Largo, FL 33774	Investment	Restricted	144
January 24, 2023	new issuance	104,033	Preferred	\$0.001	yes	Brian Degaldo 10503 N Hamner Avenue Tampa, FL 33612	Investment	Restricted	144
January 24, 2023	new issuance	166,453	Preferred	\$0.001	yes	Carlo Indovina 75 Standford Court Totowa, NJ 07512	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Champak Patel 526 Murfreesburo Road Nashville, TN 37210	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Chandanben Panchal 109 Old Wharf Rd Brunswick, GA 31523	Investment	Restricted	144
January 24, 2023	new issuance	4,161	Preferred	\$0.001	yes	Chris Beekman 13620 Wright Circle Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	154,119	Preferred	\$0.001	yes	Christopher Hakes 2750 Mall Drive Apt 336 Sarasota, FL 34231	Investment	Restricted	144
January 24, 2023	new issuance	54,534	Preferred	\$0.001	yes	Christopher Haynes 1125 Heritage Road Strafford MO 35757	Investment	Restricted	144
January 24, 2023	new issuance	43,627	Preferred	\$0.001	yes	Connie Buico 7940 N. Federal Hwy Boca Raton, FL 33487	Investment	Restricted	144
January 24, 2023	new issuance	1,863,525	Preferred	\$0.001	yes	Dale Phillips 3435 Williston Loop Land O Lakes, FL 34639	Investment	Restricted	144
January 24, 2023	new issuance	78,025	Preferred	\$0.001	yes	Damien Rogers 10935 North Dale Mabry Tampa, FL 33618	Investment	Restricted	144

January 24, 2023	new issuance	10,403	Preferred	\$0.001	yes	Daniel Byrne 10719 Out Island Dr Tampa, FL 33615	Investment	Restricted	144
January 24, 2023	new issuance	416,133	Preferred	\$0.001	yes	David Colden 12429 Bristol Common Cir Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	38,176	Preferred	\$0.001	yes	David Wurga 1850 Cotillion Dr. #3307 Atlanta GA 30338	Investment	Restricted	144
January 24, 2023	new issuance	191,421	Preferred	\$0.001	yes	Dennis Hudlet 1001 Bayshore Blvd #101 Safety Harbor, FL 38695	Investment	Restricted	144
January 24, 2023	new issuance	16,229	Preferred	\$0.001	yes	Derek Laboy 8325 Bay Point Drive Apt 1204 Tampa, Florida 33615	Investment	Restricted	144
January 24, 2023	new issuance	20,807	Preferred	\$0.001	yes	Devon Miller 14100 McCormick Drive, Tampa, Florida 33626	Investment	Restricted	144
January 24, 2023	new issuance	13,524	Preferred	\$0.001	yes	Donald Sutton 1570 SE 24 <sup>th</sup> Ave Pompano Beach, FL 33308	Investment	Restricted	144
January 24, 2023	new issuance	4,161	Preferred	\$0.001	yes	Doug Scanland 9927 NC HWY 27 Reidsville, NC 27320	Investment	Restricted	144
January 24, 2023	new issuance	416,133	Preferred	\$0.001	yes	Richard Goldfarb, MD FACS 9 Bayshore Drive Newtown, PA 18940	Investment	Restricted	144
January 24, 2023	new issuance	1,599,497	Preferred	\$0.001	yes	Driston Rice 620 Hattabaugh Drive Elkins, AR 72727	Investment	Restricted	144
January 24, 2023	new issuance	416,133	Preferred	\$0.001	yes	Fariboz Daemi 12841 Derby Ridge Drive Tampa, FL 33624	Investment	Restricted	144
January 24, 2023	new issuance	2,496,795	Preferred	\$0.001	yes	First Count, LLC 338 East Sixth Avenue Conshohocken, PA 19428 Theresa Degideo	Investment	Restricted	144
January 24, 2023	new issuance	68,167	Preferred	\$0.001	yes	Floyd Gelini 2676 Pine Ridge Way South Unit 522A Palm Harbor, FL 34684	Investment	Restricted	144
January 24, 2023	new issuance	2,730	Preferred	\$0.001	yes	Geeta Darji 2443 Winsley Place Duluth, GA 30097	Investment	Restricted	144
January 24, 2023	new issuance	4,161	Preferred	\$0.001	yes	Hector Morera 13620 Wright Circle Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Hemant Patel 4254 Galilee Drive	Investment	Restricted	144

						Kennesaw, GA 30144			
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Hermetic Investment LLC  Geeta Darji 2443 Winsley Place Duluth, GA 30097	Investment	Restricted	144
January 24, 2023	new issuance	416,133	Preferred	\$0.001	yes	Howard Cracower 12 Gordon Crescent Meaford, Ontario, N4L0A9	Investment	Restricted	144
January 24, 2023	new issuance	416,133	Preferred	\$0.001	yes	Hue Jackson 9845 Farmstead Drive Loveland, OH 45140	Investment	Restricted	144
January 24, 2023	new issuance	2,496,795	Preferred	\$0.001	yes	Hugh Buck 226 Deleon Road Debary, FL 32713	Investment	Restricted	144
January 24, 2023	new issuance	2,496,795	Preferred	\$0.001	yes	iConnect Media, LLC 209 S Trask Street Tampa, FL 33609 Johnathan Bergren	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Jagdish Patel 525 N Cobb Pkwy Marietta, GA 30062	Investment	Restricted	144
January 24, 2023	new issuance	104,033	Preferred	\$0.001	yes	Jahmal Steen 9140mLake Chase Island Way Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Jakishan Patel 45 Wellington Way Rome, GA 30161	Investment	Restricted	144
January 24, 2023	new issuance	41,613	Preferred	\$0.001	yes	James Cannon 14100 McCormick Drive, Tampa, Florida 33626	Investment	Restricted	144
January 24, 2023	new issuance	10,403	Preferred	\$0.001	yes	James Glase 6355 Hidden Oaks Lane Naples, FL 34119	Investment	Restricted	144
January 24, 2023	new issuance	5,317,616	Preferred	\$0.001	yes	James Powers Jr 14100 McCormick Drive, Tampa, Florida 33626	Investment	Restricted	144
January 24, 2023	new issuance	83,227	Preferred	\$0.001	yes	James L Powers Sr 3702 Kauna Point Drive Holiday, FL 34690	Investment	Restricted	144
January 24, 2023	new issuance	41,613	Preferred	\$0.001	yes	Jason Smith 1101 Bay Ave Point Pleasant Boro, NJ 08742	Investment	Restricted	144
January 24, 2023	new issuance	166,324	Preferred	\$0.001	yes	Jayantilal Panchal 204 Cooks Mill Crescent Maple Ontario L6A0K9	Investment	Restricted	144
January 24, 2023	new issuance	52,017	Preferred	\$0.001	yes	Jeanne Guglielmi 119 Heron Ave Naples, FL 34108	Investment	Restricted	144
January 24, 2023	new issuance	10,403	Preferred	\$0.001	yes	Jeffrey Glase 6355 Hidden Oaks	Investment	Restricted	144



						Lane Naples, FL 34119			
January 24, 2023	new issuance	1,664,530	Preferred	\$0.001	yes	Jeffrey Korentur 6237 NW 23 <sup>rd</sup> Rd Boca Raton, FL 33434	Investment	Restricted	144
January 24, 2023	new issuance	2,080,663	Preferred	\$0.001	yes	Jennifer Cook 802 Michigan Ave Palm Harbor, FL 34683	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Jerry Crosby 837 Centerwood Drive Charleston, SC 29412	Investment	Restricted	144
January 24, 2023	new issuance	208,066	Preferred	\$0.001	yes	Jesal Popat 6611 Buckingham Palms Way Tampa, FL 33647	Investment	Restricted	144
January 24, 2023	new issuance	166,453	Preferred	\$0.001	yes	Jaclyn Hoogmoed 233 River Road East Hanover, NJ 7936	Investment	Restricted	144
January 24, 2023	new issuance	832,265	Preferred	\$0.001	yes	Jessica Zuzak 1699 Elm Place Clearwater, FL 33755	Investment	Restricted	144
January 24, 2023	new issuance	2,429,161	Preferred	\$0.001	yes	Jimmy Connell 184 Sandy Hook Road Sarasota, FL 34242	Investment	Restricted	144
January 24, 2023	new issuance	49,936	Preferred	\$0.001	yes	Joe England 56 Milford Drive Hudson, OH 44236	Investment	Restricted	144
January 24, 2023	new issuance	1,040,331	Preferred	\$0.001	yes	John Atkinson 154 CR 1422 Tuscola, TX 79562	Investment	Restricted	144
January 24, 2023	new issuance	41,613	Preferred	\$0.001	yes	John Blalock 4101 San Beluga Way Rockledge, FL 32955	Investment	Restricted	144
January 24, 2023	new issuance	4,161	Preferred	\$0.001	yes	John Hannis Mize 3925 Thorntree Ct. Cumming, GA 30040	Investment	Restricted	144
January 24, 2023	new issuance	68,167	Preferred	\$0.001	yes	Jonathan Gauthier 1525 ½ Auline Lane Houston, TX 77055	Investment	Restricted	144
January 24, 2023	new issuance	2,730	Preferred	\$0.001	yes	Joy Panchal 1460 George Busbee Pkwy Kennesaw, GA 30144	Investment	Restricted	144
January 24, 2023	new issuance	208,066	Preferred	\$0.001	yes	Julian Braz 245 42 <sup>nd</sup> Avenue St. Pete Beach, FL 33706	Investment	Restricted	144
January 24, 2023	new issuance	208,066	Preferred	\$0.001	yes	Julian Slavinsky 5600 Chipper Drive New Port Richey, FL 34652	Investment	Restricted	144
January 24, 2023	new issuance	166,453	Preferred	\$0.001	yes	Justin Adair 10801 Starkey Rd	Investment	Restricted	144

						#104-307 Seminole, FL 33777			
January 24, 2023	new issuance	4,161	Preferred	\$0.001	yes	K Scott Work 13620 Wright Circle Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	2,496,795	Preferred	\$0.001	yes	Katarzyna Zuzak 209 S Trask Street Tampa, FL 33609	Investment	Restricted	144
January 24, 2023	new issuance	14,997	Preferred	\$0.001	yes	Kaushik Patel 14150 McCormick Dr. Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	104,033	Preferred	\$0.001	yes	Ken Park 2732 6 <sup>th</sup> Avenue St. Petersburg, FL 33712	Investment	Restricted	144
January 24, 2023	new issuance	45,775	Preferred	\$0.001	yes	Kenneth Diveley 1003 3 <sup>rd</sup> Street East Palmetto, FL 34221	Investment	Restricted	144
January 24, 2023	new issuance	842,668	Preferred	\$0.001	yes	Kimberly Cox 400 Pheasant Drive Sarasota, FL 34236	Investment	Restricted	144
January 24, 2023	new issuance	20,807	Preferred	\$0.001	yes	Kyle Rance 16129 Lytham Drove Odessa, FL 33556	Investment	Restricted	144
January 24, 2023	new issuance	166,453	Preferred	\$0.001	yes	Lacey Powers 13620 Wright Circle Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	122,697	Preferred	\$0.001	yes	Lanier Davenport 1120 North 18 <sup>th</sup> St. Lanett, AL 36863	Investment	Restricted	144
January 24, 2023	new issuance	136,333	Preferred	\$0.001	yes	Lanier M Davenport Trust 1120 North 18 <sup>th</sup> St. Lanett, AL 36863 Lanier Davenport	Investment	Restricted	144
January 24, 2023	new issuance	4,161	Preferred	\$0.001	yes	Larry Waldrep 146 Brooks Blvd Brewton, AL 36426	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Mahesh Patel 532 Edgefield Way Macon, GA 31210	Investment	Restricted	144
January 24, 2023	new issuance	1,498,077	Preferred	\$0.001	yes	Mary Davenport 1120 North 18 <sup>th</sup> St. Lanett, AL 36863	Investment	Restricted	144
January 24, 2023	new issuance	4,161	Preferred	\$0.001	yes	Maurice Johnson 13620 Wright Circle Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	2,704,861	Preferred	\$0.001	yes	Michael Laughlin 145 Sandy Hook Rd North Sarasota, FL 34242	Investment	Restricted	144
January 24, 2023	new issuance	4,161	Preferred	\$0.001	yes	Michael Thompson 3019 Sowell Road Brewton, AL 36426	Investment	Restricted	144
January 24, 2023	new issuance	46,353	Preferred	\$0.001	yes	Minesh Daya 2094 Kilbirnie Ct Kennesaw, GA 30152	Investment	Restricted	144
January 24, 2023	new issuance	552,466	Preferred	\$0.001	yes	Nancy Chamberlain 6547 Midnight Pass	Investment	Restricted	144

						Road #42 Sarasota, FL 34242			
January 24, 2023	new issuance	57,260	Preferred	\$0.001	yes	Nanu Patel 765 Russell Strausse Road Cookville, TN 38501	Investment	Restricted	144
January 24, 2023	new issuance	2,496,795	Preferred	\$0.001	yes	Natalie Collins 4702 Alpine Road Land O Lakes, FL 34639	Investment	Restricted	144
January 24, 2023	new issuance	249,680	Preferred	\$0.001	yes	Nathan Gatton 2319 7 <sup>th</sup> St N St Pete, FL 33706	Investment	Restricted	144
January 24, 2023	new issuance	68,167	Preferred	\$0.001	yes	Nicole Buchanan 185 Banyan Bay Dr St. Petersburg, FL 33705	Investment	Restricted	144
January 24, 2023	new issuance	83,227	Preferred	\$0.001	yes	Patricia Trust 5860 Midnight Pass Road Sarasota, FL 34242	Investment	Restricted	144
January 24, 2023	new issuance	68,167	Preferred	\$0.001	yes	Patricia Geline 2676 Pine Ridge Way South Unit 522A Palm Harbor, FL 34684	Investment	Restricted	144
January 24, 2023	new issuance	5,455	Preferred	\$0.001	yes	Paul Shea 177 Prospect Ave Middletown, RI 02842	Investment	Restricted	144
January 24, 2023	new issuance	41,613	Preferred	\$0.001	yes	Pedro Garcia 26039 Birdpoint Ct Bonita Springs, FL 34135	Investment	Restricted	144
January 24, 2023	new issuance	13,524	Preferred	\$0.001	yes	Phil Grosdidier 9908 Skyview Lane Lenexa, KS 66220	Investment	Restricted	144
January 24, 2023	new issuance	54,534	Preferred	\$0.001	yes	Phoenix Capital Enterprises LLC Constance Buico 499 East Palmeto Park Rd Ste. 100 Boca Raton, FL 33432	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Prakash Patel 45 Bryant Ave Staten Island, NY 10306	Investment	Restricted	144
January 24, 2023	new issuance	291,293	Preferred	\$0.001	yes	Brian Devens 470 3 <sup>rd</sup> St south, Unit 709 St. Petersburg, FL 33701	Investment	Restricted	144
January 24, 2023	new issuance	98,032	Preferred	\$0.001	yes	Rajubhai Panchal 195 Golden Forest Road Maple, Ontario L6A 0S6	Investment	Restricted	144
January 24, 2023	new issuance	54,534	Preferred	\$0.001	yes	Raksha Panchal 2183 Misty Brook Ct Buford, GA 30519	Investment	Restricted	144
January 24, 2023	new issuance	83,227	Preferred	\$0.001	yes	Rebecca Smeltzer 22544 Cherokee Rose Place Land O Lakes, FL 34639	Investment	Restricted	144

January 24, 2023	new issuance	136,333	Preferred	\$0.001	yes	Richard Fisher 337 Rumstick Road Barrington, RI 02806	Investment	Restricted	144
January 24, 2023	new issuance	20,807	Preferred	\$0.001	yes	Robert Brown 12131 Bishopsford Dr Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	1,867,690	Preferred	\$0.001	yes	Roger Bergren 34812 Gardenia Way Ridge Manor, FL 33523	Investment	Restricted	144
January 24, 2023	new issuance	81,799	Preferred	\$0.001	yes	Roger Buchanan 510 Lewis Blvd SE St. Petersburg, FL 33705	Investment	Restricted	144
January 24, 2023	new issuance	832,265	Preferred	\$0.001	yes	Rovert Holdings Inc. 5132 Land O Lakes Blvd., Suite 107, Land O Lakes, FL 34639	Investment	Restricted	144
January 24, 2023	new issuance	208,066	Preferred	\$0.001	yes	Rudy Ganna 49 N Federal Hwy Pompano Beach, FL 33062	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Sarika Panchal 1460 George Busbee Pkwy Kennesaw, GA 30144	Investment	Restricted	144
January 24, 2023	new issuance	4,161	Preferred	\$0.001	yes	Sean McClutchy 10354 Carrollwood Lane Apt 197 Tampa, FL 33618	Investment	Restricted	144
January 24, 2023	new issuance	76,489	Preferred	\$0.001	yes	Sherri Acree PO Box 39 Dalton, GA 30722	Investment	Restricted	144
January 24, 2023	new issuance	2,496,795	Preferred	\$0.001	yes	Six Hearts, LLC Eden Scholle Gall 3173 Yattika Place Longwood, FL 32779	Investment	Restricted	144
January 24, 2023	new issuance	49,936	Preferred	\$0.001	yes	Stephen Geller 43 Sterling Road Greenwich, CT 06831	Investment	Restricted	144
January 24, 2023	new issuance	272,662	Preferred	\$0.001	yes	Stephen Hennessy 1734 Combahee Street Charleston, SC 29412	Investment	Restricted	144
January 24, 2023	new issuance	1,040,331	Preferred	\$0.001	yes	Steve Kushner 334 East Lake Road #207 Palm Harbor, FL 34685	Investment	Restricted	144
January 24, 2023	new issuance	291,293	Preferred	\$0.001	yes	Steve Pumilia Jr 4602 8 <sup>th</sup> Avenue St. Petersburg, FL 33713	Investment	Restricted	144
January 24, 2023	new issuance	27,269	Preferred	\$0.001	yes	Steven Strawder 28470 Winthrop Circle Bonita Springs, FL 43134	Investment	Restricted	144
January 24, 2023	new issuance	20,807	Preferred	\$0.001	yes	Steven Sulzer 2570 Gary Circle Dunedin, FL 34698	Investment	Restricted	144

January 24, 2023	new issuance	208,066	Preferred	\$0.001	yes	Terrence Ellis 1200 E Peppertree Lane #605 Sarasota, FL 34242	Investment	Restricted	144
January 24, 2023	new issuance	98,157	Preferred	\$0.001	yes	Thakor Panchal 3280 Kingston Road Scarborough, Ontario M1M1P8	Investment	Restricted	144
January 24, 2023	new issuance	41,613	Preferred	\$0.001	yes	Third Avenue Partners, LLC Gilbert Watts PO Box 682 Dalton GA 30722	Investment	Restricted	144
January 24, 2023	new issuance	10,403	Preferred	\$0.001	yes	Thomas W Kelley Jr 10413 Snowden Place Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	29,995	Preferred	\$0.001	yes	Usha Patel 41 SR 20 Spur Catersville, GA 30121	Investment	Restricted	144
January 24, 2023	new issuance	590,197	Preferred	\$0.001	yes	W Edward French III 126 Lakeland Dr NW Atlanta, GA 30305	Investment	Restricted	144
January 24, 2023	new issuance	204,496	Preferred	\$0.001	yes	W G Jones 2632 Ptarmigan #3 Walnut Creek, CA 94595	Investment	Restricted	144
January 24, 2023	new issuance	204,496	Preferred	\$0.001	yes	William E Hines PO Box 51886 Bowling Green, KY 42102	Investment	Restricted	144
January 24, 2023	new issuance	3,553,023	Preferred	\$0.001	yes	William Heneghan III 12415 seabrook Dr. Tampa, FL 33626	Investment	Restricted	144
January 24, 2023	new issuance	136,333	Preferred	\$0.001	yes	William J Lehmberg Jr 550 Natchez Bend Road Nashville, TN 37221	Investment	Restricted	144
January 24, 2023	new issuance	136,333	Preferred	\$0.001	yes	Writ M Cook 114 Cayon Drive Napa, CA 94558	Investment	Restricted	144
January 24, 2023	Canceled	25,000,000	Preferred	\$0.001	yes	Louie G. Yu 18455 Burbank Blvd # 110, Tarzana, CA 91356	Investment	Restricted	144
March 23, 2023	new issuance	4,000,000	Common	\$0.0025	yes	Pinnacle Consulting Services, Inc. (Robert Hymers)	Note conversion	Unrestricted	144
Shares Outstanding on Date of This Report:									
Ending _____ Balance									
Ending Balance:									
Date <u>March 31, 2023</u> Common: <u>106,410,711</u> Preferred: <u>84,136,910</u>									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

## B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

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.  *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
April 1, 2014	\$166,414.10	\$335,850.00	\$99,887.73	Mar 31, 2025	conversion price of two and one half tenths of a Cent (\$0.0025) per share	Global Force Trading Limited (Le Thank)	Convertible Note
July 1, 2019	\$28,500.00	\$25,000.00	\$0.00	July 1, 2024	conversion price of two and one half tenths of a Cent (\$0.0025) per share	Ryan Gresham	Convertible Note
July 1, 2019	\$25,000.00	\$25,000.00	\$0.00	July 1, 2024	conversion price of two and one half tenths of a Cent (\$0.0025) per share	Paul Brian Volpp	Convertible Note
Aug 20, 2019	\$25,000.00	\$25,000.00	\$0.00	Aug 20, 2024	conversion price of two and one half tenths of a Cent (\$0.003) per share	Sung Ho Lee	Convertible Note
Mar 31, 2020	\$236,000.00	\$200,000.00	\$36,000.00	Mar 31, 2025	conversion price of two and one half tenths of a Cent (\$0.0025) per share	GTMALLDAY LLC (Gabrielle Deborah Scholle)	Convertible Note
Sep 30, 2020	\$10,656.07	\$9,345.00	\$1,311.07	Mar 31, 2024	conversion price of two and one half tenths of a Cent (\$0.0025) per share	Palm Desert Management (Ryan Gresham)	Convertible Note
Mar 25, 2021	\$28,670.37	\$23,665.73	\$5,004.64	Mar 25, 2025	conversion price of two and one half tenths of a Cent (\$0.0025) per share	Pinnacle Consulting Services, Inc. (Robert Hymers)	Convertible Note

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

On July 1, 2019, a portion of the March 31, 2017 Note, originally in the amount of \$64,623.62, was assigned \$25,000.00 to Paul Brian Volpp and \$25,000.00 to Ryan Gresham.

On Aug 20, 2019, a portion of the September 30, 2017 Note, originally in the amount of \$50,862.74, was assigned \$25,000.00 to Sung Ho Lee.

On March 31, 2020, Steven Joel Chrisco was assigned a portion, in the amount of \$200,000.00, of the original September 30, 2017 Palm Desert Management Note in the amount of \$241,239.60.

On March 31, 2020, the Company negotiated a deal with a related party Note holder, who was holding Notes totaling \$437,585.55 principle and \$188,926.51 interest, to convert the total principle and interest into the existing Preferred A shares already held by the related party note holder, by not increasing the amount of Preferred A shares issued, but by increasing only its convertibility from Preferred A shares to Common Shares, with an increase from 1 to 5 shares to 1 to 7 shares.

On March 25, 2021, the unrelated party Note Holder assigned and transferred a \$76,000.00 portion of the Convertible Note, after the transfer having an outstanding balance of principle plus interest of \$157,315.93 as of March 25, 2021, to another unrelated entity ("unrelated Holder" Pinnacle Consulting Services, Inc.), and permits the unrelated Holder to convert principal, into shares of common stock at a conversion price of \$0.0025 per share.

On January 22, 2023, under the terms of the FAGI – Bio Labs Agreement, the unrelated party Note Holder, Pinnacle Consulting Services, Inc., reduced and cancel 50% of the outstanding balance of its Convertible Note, thereby reducing the outstanding balance to \$38,683.52.

On January 23, 2023, Steven Joel Chrisco assigned his Note, in the amount of \$200,000.00 principal and \$33,041.10 accrued interest to GTMALLDAY LLC.

See Notes to the Financial Statements

#### 4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.  
(Please ensure that these descriptions are updated on the Company's Profile on [www.otcm Markets.com](http://www.otcm Markets.com)).

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

EBO2 provides treatments and alternative health protocols, tailored to address your specific health concerns. These protocols provide relief and support for the following health conditions: cardiovascular disease, anxiety and depression, auto immune and inflammatory conditions, mold related issues, nutritional deficiencies, general health and wellness, Lyme disease, gut health and digestive issues, cancer support, hormonal imbalances, chronic pain and many more.

Pure Solutions is a registered and certified vitamin and supplement manufacturer by the United States Food & Drug Administration, The State of Florida Health Department, and The Department of Agriculture. Producing a wide range of quality vitamin and supplement product formats, including; capsules, tinctures, stick packs, powders and liquids.

The company specializes in custom product development and FDA-compliant contract manufacturing, with a passion for cutting-edge formulations and innovative product selection. Pure Solutions is actively growing its customer base through joint ventures, partnerships, exclusive manufacturing agreements, by adding diversity to its in-house product line.

<https://fullalliance-group.com/our-companies/ebo2-treatment-2/>

<https://puresolutionsusa.com/>

<https://purefactorsusa.com/>

B. List any subsidiaries, parent company, or affiliated companies.

Full Alliance Group, Inc.,

Subsidiary companies:

EBO2, Inc.

Bio Lab Naturals, Inc.

Pure Solutions, Inc.

Trainers Elite Network, Inc.

C. Describe the issuers' principal products or services.

Complementary and alternative medicine (**CAM**) is the term for medical products and practices that are not part of standard **medical care**.

EBO2 treatments provide alternative health protocols, tailored to address your specific health concerns. These protocols provide relief and support for the following health conditions: cardiovascular disease, anxiety and depression, auto

immune and inflammatory conditions, mold related issues, nutritional deficiencies, general health and wellness, Lyme disease, gut health and digestive issues, cancer support, hormonal imbalances, chronic pain and many more.

"EBO2", is a modern high volume blood gas exchange unit for the treatment of 5-7 liters of blood with medical ozone, the unit allows extracorporeal blood and oxygenation and ozone exposure and blood filtration via the filter in a unique way by using the integrated diffusing membranes within the filter fibers to trap lipids and proteins which are in excess in the venous blood supply. The EBO2 unit is considered the world's most advanced medical ozone therapy performed today.

Bio Lab Naturals, Inc. through its FDA-registered wholly-owned subsidiary Pure Solutions, Inc. manufactures supplement products for white/private label customers and its in-house brand Pure Factors. Pure Solutions is a developer, manufacturer, wholesale distributor of dietary supplements and cosmeceuticals, having 22 years' experience in the industry. Located in a state-of-the-art 25,000 square-foot facility in Tampa Florida, Pure Solutions and is ready to expand its operations as it is seeking its cGMP certification.

## 5) 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 Company's subsidiary Bio Lab Naturals, Inc., through its subsidiary Pure Solutions, Inc., leases a combined total space of 25,625 square-feet, this state-of-the-art facility is located at 14100 McCormick Drive, Tampa, Florida 33626. The main lease for L1-L2-L3 is a combined total of 16,250 sq ft, this was executed on April 15, 2015 for 126 months (10.5 years) and is the 7<sup>th</sup> extension from the original lease executed on January 1, 2008. On March 11, 2019, the Company expanded and added L4B a 3,125 sq ft space, giving a total combined space of 19,375 sq ft at a monthly rate of \$22,593.56 for the next twelve months. On November 16, 2021, the Company further expanded and added L5, a 6,250 sq ft addition space, under a separate five-year lease, at a monthly rate for the next twelve months of \$8,349.53, bringing the total combined leased space to 25,625 sq ft and a total combined monthly payment of \$30,943.09. Currently, Pure Solutions occupies 30% of the space and pays \$19,800 per month and sublets 60% of the space to Aegus Group for \$6531.23 per month and 10% of the space to Total Logistics for \$1088.54 per month. The Company is under negotiations to sublet some space within L4B and anticipates executing this lease contract over the next few weeks.

This FDA-compliant, state-of-the-art, temperature-controlled, 25,625 sq ft facility, warehouses our manufacturing and fulfillment center along with our attentive 24/7 customer support team, allowing the Company to do custom product development and FDA-compliant contract manufacturing. Our manufacturing and fulfillment center is located in and operated out of L1-L2-L3-L4B and L5 houses the corporate offices.

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, 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.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.



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.

Names of All Officers, Directors and Control Persons	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	Names of control person(s) if a corporate entity
William Heneghan III	<b>Officer/Director</b>	14100 McCormick Drive Tampa, Florida 33626	3,553,023	Preferred	3.33%	
James Connell	<b>Director</b>	184 Sandy Hook Road Sarasota, FL 34242	2,429,161	Common	2.88%	
Palm Desert Management, Inc.	<b>Owner of more than 5%</b>	74040 HWY 111 SUITE 210 Palm Desert, CA 92260	4,766,634	Common	4.48%	<u>Ryan Gresham</u>
Palm Desert Management, Inc.	<b>Owner of more than 5%</b>	74040 HWY 111 SUITE 210 Palm Desert, CA 92260	25,000,000	Preferred	50%	<u>Ryan Gresham</u>
Ryan Gresham	<b>Officer/Director</b>	20906 Pricewood Manor Ct., Cypress TX 77433	556,633	Common	0.52%	
CARLO MAGNO & LYNN RIEDL	<b>Owner of more than 5%</b>	36388 N 110TH WAY SCOTTSDALE, AZ 85262	10,000,000	Common	9.39%	
Joel Casoria	<b>Owner of more than 5%</b>	2312 Walker Glen Buford, Georgia 30519	7,000,000	Common	6.57%	
James Powers Jr	<b>Owner of more than 5%</b>	14100 McCormick Drive, Tampa, Florida 33626	5,317,616	Preferred	6.32%	
Jay Archer	<b>Owner of more than 5%</b>	6288 Blakeford Dr. Windermere FL 34786	11,000,000	Preferred	11%	

## 7) Legal/Disciplinary History

A. 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

## 8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Alan Hawkins, Independent Law PLLC  
Phone: (352) 353-4048  
Email: ahawkins@independent.law

Accountant or Auditor

Name: Natalie Collins  
Firm: Total CFO, LLC  
Address 1: 5132 Land O' Lakes Blvd., Suite 107  
Address 2: Land O' Lakes, FL 34639  
Phone: (813) 909-9191  
Email: NCollins@TotalCFO.com

Investor Relations

None

*All other means of Investor Communication:*

Twitter:  
Discord:  
LinkedIn

Facebook:  
[Other ]

#### 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), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

None

### 9) Financial Statements

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

- ☐ IFRS  
☒ U.S. GAAP

B. The following financial statements were prepared by (name of individual)<sup>2</sup>:

Name: **William Heneghan III**  
Title: **Chief Financial Officer**  
Relationship to Issuer: **CFO**

Describe the qualifications of the person or persons who prepared the financial statements:

Provide the following financial statements 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.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

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<sup>2</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

## 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, Ryan Gresham certify that:

1. I have reviewed this Disclosure Statement for quarterly disclosure statement of FULL ALLIANCE GROUP, INC. FKA BEVERLY HILLS GROUP, INC. AND THE MOTION PICTURE HALL OF FAME, 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 11, 2023 [Date]

/s/ RYAN GRESHAM [CEO's Signature]

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

### *Principal Financial Officer:*

I, William Heneghan III certify that:

1. I have reviewed this Disclosure Statement for quarterly disclosure statement of FULL ALLIANCE GROUP, INC. FKA BEVERLY HILLS GROUP, INC. AND THE MOTION PICTURE HALL OF FAME, 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 11, 2023 [Date]

/s/ WILLIAM HENEGHAN III [CFO & COO's Signature]

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

**Full Alliance Group, Inc.**  
**Consolidated Balance Sheets**  
**(Unaudited)**

	<b>March 31, 2023</b>	<b>December 31, 2022</b>
<b>ASSETS</b>		
Current Assets:		
Cash and Cash Equivalents	\$ 199,998	\$ -
Accounts Receivable	127,447	3,000
Inventory	397,521	-
Other Receivable	36,816	564,504
Total Current Assets	<u>761,783</u>	<u>567,504</u>
Other Assets:		
Equipment, net of Depreciation	558,190	5,500
Intangible Assets	37,500	37,500
Due from Subsidiaries	-	162,100
Goodwill	1,454,975	-
Investments in Subsidiaries	40,500	1,053,000
<b>TOTAL ASSETS</b>	<u><u>\$ 2,852,948</u></u>	<u><u>\$ 1,825,604</u></u>
<b>LIABILITIES &amp; STOCKHOLDERS' EQUITY</b>		
Current Liabilities:		
Accounts Payable and Accrued Liabilities	\$ 504,362	\$ 141,913
Subsidiaries Liabilities	-	558,141
Total Current Liabilities	<u>504,362</u>	<u>700,054</u>
Other Liabilities:		
Convertible Note Payable	66,526	66,526
Related Parties Payable	62,845	61,845
Non-Related Party Payable	824,130	25,000
Non-Related Party Payable - Convertible Notes	223,666	267,331
Total Liabilities	<u>1,681,529</u>	<u>1,121,756</u>
Stockholders' Equity		
Preferred Stock, \$0.001 par value, 100,000,000 shares authorized; 84,136,9100 and 50,000,000 shares issued and outstanding as of March 31, 2023, and December 31, 2022, respectively	84,136	50,000
Common Stock, \$0.001 par value, 500,000,000 shares authorized, 106,410,711 and 102,410, 711 shares issued and outstanding as of March 31, 2023, and December 31, 2022, respectively	228,421	224,421
Additional Paid-In Capital	11,237,506	10,343,607
Accumulated Deficit	<u>(10,378,645)</u>	<u>(9,948,061)</u>
Total stockholder's equity	<u>1,171,418</u>	<u>669,968</u>
Subsidiaries Equity	-	33,880
<b>TOTAL LIABILITIES AND STOCKHOLDER'S DEFICIT</b>	<u><u>\$ 2,852,948</u></u>	<u><u>\$ 1,825,604</u></u>

The accompanying notes are an integral part of these unaudited consolidated financial statements

**Full Alliance Group, Inc.**  
**Consolidated Statements of Operations**  
**(Unaudited)**

	<b>For The Three Months Ended March 31,</b>	
	<b>2023</b>	<b>2022</b>
Revenue	\$ 633,219	\$ -
Cost of Goods Sold	<u>102,157</u>	<u>-</u>
Gross profit	<u>531,062</u>	<u>-</u>
<b><u>Expenses:</u></b>		
Selling, General and Administrative Expenses	<u>772,335</u>	<u>4,500</u>
Total operating expenses	<u>772,335</u>	<u>4,500</u>
Operating loss	(241,273)	(4,500)
Other Income (Expense)		
Interest and Late Fees	(17,228)	(5,011)
Loss from Unwinding Subsidiary	<u>(172,083)</u>	<u>-</u>
Total Other Income (Expense)	<u>(189,311)</u>	<u>(5,011)</u>
Net Income (Loss)	<u>\$ (430,584)</u>	<u>\$ (9,511)</u>
Basic and diluted loss per common share	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average common shares outstanding	<u>102,766,267</u>	<u>102,410,711</u>

The accompanying notes are an integral part of these unaudited consolidated financial statements

**Full Alliance Group, Inc.**  
**Consolidated Statements of Cash Flows**  
**(Unaudited)**

**For The Three Months Ended**  
**March 31,**

	<u>2023</u>	<u>2022</u>
<b>Cash Flow From Operating Activities</b>		
Net Income (Loss)	\$ (430,584)	\$ (9,511)
<b>Adjustments to reconcile net loss to net cash used in operating activities:</b>		
Accrued Interest and Late Fees	17,228	5,011
Accrual due to Non-Related Party	(43,665)	4,500
<b>Net Cash Used in Operating Activities</b>	<u>(457,021)</u>	<u>-</u>
<b>Cash Flow From Investing Activities</b>		
<b>Net Cash From Investing Activities</b>	<u>-</u>	<u>-</u>
<b>Cash Flow From Financing Activities</b>		
Cash received in recapitalization transaction	657,019	
<b>Net Cash From Financing Activities</b>	<u>657,019</u>	<u>-</u>
<b>Net Change in Cash</b>	199,998	-
<b>Cash at Beginning of Period</b>	<u>-</u>	<u>-</u>
<b>Cash at End of Period</b>	<u><u>\$ 199,998</u></u>	<u><u>\$ -</u></u>
<b>Net cash paid for:</b>		
Interest	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
Income Taxes	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>

The accompanying notes are an integral part of these unaudited consolidated financial statements

**Full Alliance Group, Inc.**  
**Consolidated Statements of Stockholders' Equity**  
**For The Three Months Ended March 31, 2023 and The Four Years Ended December 31, 2022, 2021, 2020, and 2019**  
**(Unaudited)**

	<b>Preferred Stock</b>			<b>Common Stock</b>		<b>Additional</b>	<b>Accumulated</b>	<b>Total</b>
	<u>Shares</u>	<u>Par Amount</u>	<u>Shares (After Split)</u>	<u>Shares (Before Split)</u>	<u>Par Amount</u>	<u>Paid In Capital Amount</u>	<u>Deficit Amount</u>	<u>Amount</u>
<b>Balance, December 31, 2018</b>	<b>25,000,000</b>	<b>\$ 25,000</b>	<b>59,343,301</b>	<b>181,354,625</b>	<b>\$ 181,353</b>	<b>\$ 7,480,294</b>	<b>\$ (8,510,932)</b>	<b>\$ (824,284)</b>
Issuance of Preferred Shares for Investment	25,000,000	25,000	-	-	-	987,500	-	1,012,500
Issuance of Shares for Investment	-	-	5,000,000	5,000,000	5,000	35,500	-	40,500
Issuance of Shares for Debt	-	-	16,200,000	16,200,000	16,200	26,800	-	43,000
Issuance of Shares for Services	-	-	7,000,000	7,000,000	7,000	826,700	-	833,700
Net Loss	-	-	-	-	-	-	(975,174)	(975,174)
<b>Balance, December 31, 2019</b>	<b>50,000,000</b>	<b>\$ 50,000</b>	<b>87,543,301</b>	<b>209,554,625</b>	<b>\$ 209,553</b>	<b>\$ 9,356,794</b>	<b>\$ (9,486,106)</b>	<b>\$ 130,242</b>
<b>Balance, December 31, 2019</b>	<b>50,000,000</b>	<b>\$ 50,000</b>	<b>87,543,301</b>	<b>209,554,625</b>	<b>\$ 209,553</b>	<b>\$ 9,356,794</b>	<b>\$ (9,486,106)</b>	<b>\$ 130,242</b>
Issuance of Shares for Services	-	-	10,000,000	10,000,000	10,000	353,000	-	363,000
Increase of Preferred Shares								
Conversion Only for Investment	-	-	-	-	-	626,512	-	626,512
Net Loss	-	-	-	-	-	-	(413,997)	(413,997)
<b>Balance, December 31, 2020</b>	<b>50,000,000</b>	<b>\$ 50,000</b>	<b>97,543,301</b>	<b>219,554,625</b>	<b>\$ 219,554</b>	<b>\$ 10,336,306</b>	<b>\$ (9,900,103)</b>	<b>\$ 705,757</b>
<b>Balance, December 31, 2020</b>	<b>50,000,000</b>	<b>\$ 50,000</b>	<b>97,543,301</b>	<b>219,554,625</b>	<b>\$ 219,554</b>	<b>\$ 10,336,306</b>	<b>\$ (9,900,103)</b>	<b>\$ 705,757</b>
Issuance of Shares for Debt Conversion	-	-	4,867,410	4,867,410	4,867	7,301	-	12,169
Prior Period Adjustment to Deficit	-	-	-	-	-	-	(3,498)	(3,498)
Net Loss	-	-	-	-	-	-	(21,360)	(21,360)
<b>Balance, December 31, 2021</b>	<b>50,000,000</b>	<b>\$ 50,000</b>	<b>102,410,711</b>	<b>224,422,035</b>	<b>\$ 224,421</b>	<b>\$ 10,343,607</b>	<b>\$ (9,924,961)</b>	<b>\$ 693,068</b>
<b>Balance, December 31, 2021</b>	<b>50,000,000</b>	<b>\$ 50,000</b>	<b>102,410,711</b>	<b>224,422,035</b>	<b>\$ 224,421</b>	<b>\$ 10,343,607</b>	<b>\$ (9,924,961)</b>	<b>\$ 693,068</b>
Prior Period Adjustment to Deficit	-	-	-	-	-	-	6,373	6,373
Net Loss	-	-	-	-	-	-	(29,473)	(29,473)
<b>Balance, December 31, 2022</b>	<b>50,000,000</b>	<b>\$ 50,000</b>	<b>102,410,711</b>	<b>224,422,035</b>	<b>\$ 224,421</b>	<b>\$ 10,343,607</b>	<b>\$ (9,948,061)</b>	<b>\$ 669,967</b>
<b>Balance, March 31, 2023</b>	<b>50,000,000</b>	<b>\$ 50,000</b>	<b>102,410,711</b>	<b>224,422,035</b>	<b>\$ 224,421</b>	<b>\$ 10,343,607</b>	<b>\$ (9,948,061)</b>	<b>\$ 669,967</b>
Effect of Reverse Merger with Bio Lab Naturals, Inc.	59,136,910	59,136	-	-	-	1,875,399	-	1,934,535
Cancel of Preferred Shares for Investment	(25,000,000)	(25,000)				(987,500)		(1,012,500)
Issuance of Shares for Debt	-	-	4,000,000	4,000,000	4,000	6,000	-	10,000
Net Loss	-	-	-	-	-	-	(430,584)	(430,584)
<b>Balance, March 31, 2023</b>	<b>84,136,910</b>	<b>\$ 84,136</b>	<b>106,410,711</b>	<b>228,422,035</b>	<b>\$ 228,421</b>	<b>\$ 11,237,506</b>	<b>\$ (10,378,645)</b>	<b>\$ 1,171,418</b>

The accompanying notes are an integral part of these unaudited consolidated financial statements



## **Full Alliance Group, Inc.**

(fka Beverly Hills Group, Inc. and Motion Picture Hall of Fame, Inc.)

Notes to Financial Statements

March 31, 2023

(Unaudited)

### **1. DESCRIPTION OF BUSINESS AND BASIS OF PRESENTATION**

Full Alliance Group, Inc. (fka. Beverly Hills Group, Inc.) (“the Company”) was incorporated in the State of Nevada on March 2, 2000 as The Motion Picture Hall of Fame, Inc. to create, develop and manage a themed attraction dedicated to the history and art of making motion pictures, and to create, build and maintain a Motion Picture Hall of Fame (the “Themed Attraction Business”).

On August 22, 2014, the Company acquired assets and intellectual property related to a line of beauty and skin care and Nutraceuticals products (the “Cosmetic Assets”) that the Company intends to launch under the name “Latitud 32.” The Company intends to use these products as a base line portfolio and to continue researching, developing and launching natural ingredient products. Immediately after acquiring the Cosmetic Assets, the Company sold all assets and intellectual property related to the Themed Attraction Business. Accordingly, the Company changed its operational focus to developing the products related to the Cosmetic Assets and discontinued its operation in the Themed Attraction Business upon transfer of the related assets and intellectual property.

On June 5, 2014, the Company approved an amendment to its articles of incorporation to increase the authorized shares of common stock from 150,000,000 shares to 300,000,000 shares of common stock, each share having a par value of \$0.001 and issue two classes of preferred shares: Preferred Class A and Preferred Class B, each class with 25,000,000 shares with each share bearing a par value of \$0.001, each share bearing voting rights 1 to 10, and each share bearing conversion 1 to 5 into common shares once issued.

On July 8, 2014, the Company effected a 1-for-30 reverse stock split of its issued and outstanding shares of common stock. The par value and number of authorized shares of the common stock remained unchanged. All references in the accompanying financial statements as to the Company’s equity structure and to the number of shares outstanding and per-share amounts have been restated to reflect in the indicated amendment to the articles of incorporation and to the 1:30 reverse stock split.

On September 18, 2014, the Company approved the structuring of two subsidiaries, namely Beverly Hills Group Mexico Inc. and Beverly Hills Group Products Inc. As of December 31, 2014, the two subsidiaries are not capitalized and the Company does not possess any equity ownership or investment in these entities. Accordingly, the accounts of these two entities are not consolidated.

On October 1, 2014, the Company approved an amendment to its articles of incorporation to increase the authorized common and preferred shares from 300,000,000 shares to 500,000,000 shares. This amendment has not been filed with the Nevada Secretary of State; therefore, it is not affected as of September 30, 2016.

On April 12, 2017, the Company did a name change to Full Alliance Group, Inc., and a symbol change to (OTCPK: FAGI).

On October 17, 2016, the Company effected a 1-for-100 reverse stock split of its issued and outstanding shares of common stock. The par value and number of authorized shares of the common stock remained unchanged. All references in the accompanying financial statements as to the Company's equity structure and to the number of shares outstanding and per-share amounts have been restated to reflect in the indicated amendment to the articles of incorporation and to the 1:100 reverse stock split.

On February 1, 2019, the Company filed with the Nevada Secretary of State its amendment to its articles of incorporation to increase the authorized common and preferred shares from 300,000,000 common shares to 550,000,000 common shares, including the 50,000,000 preferred shares previously authorized.

On February 5, 2019, the Company entered into a Stock for Stock Acquisition Agreement with Dr. Louie Yu, sole shareholder of proprietary nutraceutical developer Nutra Yu, Inc. and innovative blood therapy company EB02, Inc. pursuant to which both Nutra Yu and EB02 have become wholly-owned subsidiaries of the Company. Pursuant to the Stock Acquisition Agreement, Full Alliance Group acquired all the outstanding shares of both Nutra Yu and EB02 in exchange for the issuance of 5,000,000 "restricted" shares of FAGI common stock and 25,000,000 shares of Series B Preferred Stock.

On July 21, 2020, the Company renegotiated its acquisition agreement with Dr. Louie G. Yu, and entered into a Redemption Agreement to be effective as of the 1<sup>st</sup> day of July 2020, to exchange 100% the issued shares of Nutra Yu, Inc., in tax free exchanges under §351 of the Internal Revenue Code, for the return to the Company, 5,000,000 shares of FAGI common stock, with one vote per share, issued to Dr. Louie G. Yu under the SECTION 368(a)(1)(B) STOCK FOR STOCK ACQUISITION AGREEMENT, with the Company maintaining a 2.5 % evergreen royalty on the net profits of all Nutraceutical products sold.

On January 22, 2023, the Company entered into an Agreement and Plan of Merger with Bio Lab Naturals, Inc., a Florida corporation, manufacturing supplement products for white/private label customers and for its in-house brand Pure Factors, through its FDA-registered wholly owned subsidiary Pure Solutions, Inc., housed in a state-of-the-art 25,000 square foot facility in Tampa Florida. Pursuant to the Agreement, Full Alliance Group acquired all the outstanding shares of Bio Lab Naturals, Inc., in exchange for Twenty-five million (25,000,000) Class C Preferred Shares and Thirty-four million one hundred and thirty-six thousand nine hundred and ten (34,136,910) Class D Preferred shares, after the exchange, Full Alliance Group owns one hundred (100%) percent of Bio Lab Naturals common stock, and Bio Lab Naturals became a wholly-owned subsidiary of Full Alliance Group.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **Basis of Presentation**

The consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). All intercompany accounts and transactions have been eliminated in consolidation.

## **Revenue Recognition**

The Company derives revenues from sales to wholesale customers, private label customers, its own finished goods through sales from physical locations and online channels, shipping and formulation services. It is the Company's policy that revenues from product sales is recognized in accordance with ASC 606 "Revenues from Contracts with Customers." Five basic steps must be followed before revenue can be recognized; (1) Identifying the contract(s) with a customer that creates enforceable rights and obligations; (2) Identifying the performance obligations in the contract, such as promising to transfer goods or services to a customer; (3) Determining the transaction price, meaning the amount of consideration in a contract to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer; (4) Allocating the transaction price to the performance obligations in the contract, which requires the company to allocate the transaction price to each performance obligation on the basis of the relative standalone selling prices of each distinct good or services promised in the contract; and (5) Recognizing revenue when (or as) the entity satisfies a performance obligation by transferring a promised good or service to a customer. The amount of revenue recognized is the amount allocated to the satisfied performance obligation.

The Company recognizes revenue when persuasive evidence of an arrangement exists, transfer of title has occurred or services have been rendered. The selling price is fixed or determinable, no other significant obligations of the Company exist, and the collectability is reasonably assured. The Company's sales arrangements are not subject to warranty.

## **Cash and cash equivalents**

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. The Company had \$199,998 as of March 31, 2023.

## **Account Receivable**

Accounts receivable are recorded at invoiced amount and generally do not bear interest. An allowance for doubtful accounts is established, as necessary, based on past experience and other factors which, in management's judgment, deserve current recognition in estimating bad debts. Such factors include growth and composition of accounts receivable, the relationship of the allowance for doubtful accounts to accounts receivable, and current economic conditions. The determination of the collectability of amounts due requires the Company to make judgments regarding future events and trends. Allowances for doubtful accounts are determined based on assessing the Company's portfolio on an individual customer and on an overall basis. This process consists of a review of historical collection experience, current aging status of the customer account, and the financial condition of the Company's customers. Based on a review of these factors, the Company establishes or adjusts the allowance for specific customers and the accounts receivable portfolio as a whole. At March 31, 2023, an allowance for doubtful accounts was not considered necessary as all accounts receivable were deemed collectible.

## **Inventories**

Inventories are valued at the lower of cost or market. Cost is determined using the first-in, first-out method for all inventories, which are valued using a weighted average cost method calculated for each production batch. The Company has entered into a joint venture profit sharing agreement with a tribal business development corporation. This joint venture will be operated under a separate subsidiary. Inventory was purchased on behalf of this joint venture while the subsidiary sets up. The company executives have decided not proceed with this joint venture project.

## **Property and Equipment**

Property and equipment are stated at cost. Expenditures for maintenance and repairs are charged to earnings as incurred. Additions, renewals and betterments are capitalized. When property and equipment are retired or otherwise disposed of, the related cost and accumulated depreciation are removed from the respective accounts, and a gain or loss is included in operations. Depreciation of property and equipment is provided using the straight-line method for substantially all assets with estimated lives of five to seven years.

## **Investment**

In February 2019, The Company entered into a Stock for Stock Acquisition Agreement, pursuant to which two companies have become wholly owned subsidiaries of the Company. The Company issued out 25,000,000 series “B” Preferred stock and 5,000,000 Restricted Common Shares to the subsidiaries’ original sole shareholder. As part of the January 22, 2023, Agreement and Plan of Merger with Bio Lab Naturals, Inc. the Company cancelled 25,000,000 series “B” Preferred stock issued on February 2019 and issued out 25,000,000 series “C” Preferred stock and 34,136,910 series “D” Preferred stock to the Bio Lab Naturals’ original shareholders.

## **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 disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

## **Income Taxes**

The Company accounts for its income taxes under the provisions of ASC Topic 740, “Income Taxes.” The method of accounting for income taxes under ASC 740 is an asset and liability method. The asset and liability method requires the recognition of deferred tax liabilities and assets for the expected future tax consequences of temporary differences between tax bases and financial reporting bases of other assets and liabilities. The Company had no material unrecognized income tax assets or liabilities for the three months ended March 31, 2023. The Company recognizes income tax interest and penalties as a separately identified component of general and administrative expense. During the three months ended March 31, 2023, there were no income tax, or related interest and penalty items in the income statement, or liabilities on the balance sheet.

## **Issuance of shares for Service**

The Company accounts for the issuance of equity instruments to acquire goods and services based on the fair value of the goods and services or the fair value of the equity instrument at the time of issuance, whichever is more reliably measurable.

## **Stock-based Compensation**

The Company accounts for stock-based compensation under ASC Topic 505-50, formerly Statement of Financial Accounting Standards (“SFAS”) No. 123R, “Share-Based Payment” and SFAS No. 148, “Accounting for Stock-Based Compensation – Transition and Disclosure – An amendment to SFAS No. 123.” These standards define a fair-value-based method of accounting for stock-based compensation.

### **Basic and diluted net loss per Share**

The Company reports earnings (loss) per share in accordance with ASC Topic 260-10, “Earnings per Share.” Basic earnings (loss) per share is computed by dividing income (loss) available to common shareholders by the weighted average number of common shares available. Diluted earnings (loss) per share is computed similar to basic earnings (loss) per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. The Company did not have any dilutive instruments outstanding as of March 31, 2023.

### **Going Concern**

The accompanying 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. The Company has incurred net losses of \$10,378,645 from inception to March 31, 2023, and as of March 31, 2023 has working capital of \$257,420. In addition, the Company’s cash flow requirements have been met by the generation of capital through private placements of the Company’s common stock and loans. No assurance can be given that this source of financing will continue to be available to the Company and demand for the Company’s equity instruments will be sufficient to meet its capital needs. The financial statements do not include any adjustments relating to the recoverability and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. The Company’s continuation as a going concern is dependent upon its ability to generate sufficient cash flow to meet its obligations on a timely basis, to retain its current financing, to obtain additional financing, and ultimately to generate revenues.

### **3. INTANGIBLE ASSETS**

On August 22, 2014, Full Alliance Group Inc. acquired from a third party certain intangible assets pertaining to skin care and beauty products created by seller that the Company plans to manufacture and market. Under the terms of the agreement the Company is to issue seller 50,000 shares of its common stock. Seller agreed to execute a lock up agreement restricting the sale of the common shares purchased to no more than 10,000 shares during each of the three-month period for a total of the twelve months beginning at the closing date and no more than 20,000 shares during a three-month period for the next twelve-month period. The lock up agreement terminates 24 months from the closing date.

As the intangible assets have no defined life, the intangible assets acquired are not subject to amortization. In accordance with ASC 350, “Goodwill and Other Intangible Assets”, An intangible asset that is not subject to amortization shall be tested for impairment annually and more frequently if events or changes in circumstances indicate that it is more likely than not that the asset is impaired. As of March 31, 2023, the management considered that no impairment is required.

#### **4. LOAN PAYABLE AND CONVERTIBLE NOTE PAYABLE**

In August 2002, the Company received a loan from an unrelated individual ("original holder") amounting to \$180,000. Interest on this loan is \$1,050 per month and payable monthly. The loan was due and payable on October 30, 2007. On May 29, 2014, after the debt was assigned to another party ("new holder"), the Company issued a replacement convertible promissory note to the new holder of this debt in the principal amount of \$335,850 with due date on August 12, 2017. The new holder is a related party and is controlled by the major shareholder of the Company.

The face amount of the new note reflects the principal and accrued interest of the August 2002 loan payable through March 31, 2014, which was originally due to the old holder and subsequently transferred to the new holder. The convertible promissory note accrues interest at 6% per annum and permits the holder to convert principal, excluding accrued interest, subject to a 9.99% ownership limitation, into shares or common stock at a conversion price of \$0.0025 per share.

On August 1, 2014, the new holder assigned and transferred the note to another unrelated entity ("unrelated holder").

On November 15, 2014, the Company received a conversion notice requesting the issuance of 5,081,734 shares upon conversion of \$12,704.34 of the note's outstanding balance, leaving a principal amount of \$323,145.66. The Company issued out 5,081,734 shares on January 6, 2015.

On April 6 2015, the Company received a conversion notice requesting the issuance of 5,790,000 shares upon conversion of \$14,475.00 of the note's outstanding balance, leaving a principal amount of \$308,670.66. The Company issued out 5,790,000 shares on April 6, 2015.

On June 19, 2015, the Company received a conversion notice requesting the issuance of 6,315,200 shares upon conversion of \$15,788.00 of the note's outstanding balance, leaving a principal amount of \$292,882.66. The Company issued out 6,315,200 shares on June 19, 2015.

On July 17, 2015, the Company received a conversion notice requesting the issuance of 7,000,000 shares upon conversion of \$17,500.00 of the note's outstanding balance, leaving a principal amount of \$275,382.66. The Company issued out 7,000,000 shares on July 21, 2015.

On April 1, 2016, the Company received a conversion notice requesting the issuance of 5,588,800 shares upon conversion of \$13,972.00 of the note's outstanding balance, leaving a principal amount of \$261,410.66. The Company issued out 5,588,800 shares on April 6, 2016.

On August 23, 2016, the Company received a conversion notice requesting the issuance of 5,000,000 shares upon conversion of \$12,500.00 of the note's outstanding balance, leaving a principal amount of \$248,910.66. The Company issued out 5,000,000 shares on September 6, 2016.

On November 30, 2016, the Company received a conversion notice requesting the issuance of 720,000 shares upon conversion of \$1,800.00 of the note's outstanding balance, leaving a principal amount of \$247,110.66. The Company issued out 720,000 shares on November 30, 2016.

On December 19, 2016, the Company received a conversion notice requesting the issuance of 1,500,000 shares upon conversion of \$3,750.00 of the note's outstanding balance, leaving a principal amount of \$243,360.66. The Company issued out 1,500,000 shares on December 19, 2016.

On January 4, 2017, the Company received a conversion notice requesting the issuance of 1,700,000 shares upon conversion of \$4,250.00 of the note's outstanding balance, leaving a principal amount of \$239,110.66. The Company issued out 1,700,000 shares on January 4, 2017.

On April 17, 2017, the Company received a conversion notice requesting the issuance of 955,715 shares upon conversion of \$2,389.29 of the note's outstanding balance, leaving a principal amount of \$236,721.37. The Company issued out 955,715 shares on April 17, 2017.

On June 1, 2017, the Company received a conversion notice requesting the issuance of 500,000 shares upon conversion of \$2,500 of the note's outstanding balance, leaving a principal amount of \$234,221.37. The Company issued out 500,000 shares on June 1, 2017.

On August 3, 2017, the Company received a conversion notice requesting the issuance of 1,178,000 shares upon conversion of \$2,945 of the note's outstanding balance, leaving a principal amount of \$231,276.37. The Company issued out 1,178,000 shares on August 3, 2017.

On November 30, 2017, the Company received a conversion notice requesting the issuance of 1,200,000 shares upon conversion of \$3,000 of the note's outstanding balance, leaving a principal amount of \$228,276.37. The Company issued out 1,200,000 shares on November 30, 2017.

On December 4, 2017, the Company received a conversion notice requesting the issuance of 1,000,000 shares upon conversion of \$2,500 of the note's outstanding balance, leaving a principal amount of \$225,776.37. The Company issued out 1,000,000 shares on December 4, 2017.

On December 18, 2017, the Company received a conversion notice requesting the issuance of 1,200,000 shares upon conversion of \$3,000 of the note's outstanding balance, leaving a principal amount of \$222,776.37. The Company issued out 1,200,000 shares on December 18, 2017.

On January 19, 2018, the Company received a conversion notice requesting the issuance of 1,700,000 shares upon conversion of \$4,250 of the note's outstanding balance, leaving a principal amount of \$218,526.37. The Company issued out 1,700,000 shares on January 19, 2018.

On March 08, 2018, the Company received a conversion notice requesting the issuance of 1,800,000 shares upon conversion of \$4,500 of the note's outstanding balance, leaving a principal amount of \$214,026.37. The Company issued out 1,800,000 shares on March 08, 2018.

On March 26, 2018, the Company received a conversion notice requesting the issuance of 1,800,000 shares upon conversion of \$4,500 of the note's outstanding balance, leaving a principal amount of \$209,526.37. The Company issued out 1,800,000 shares on March 26, 2018.

On April 11, 2018, the Company received a conversion notice requesting the issuance of 2,100,000 shares upon conversion of \$5,250 of the note's outstanding balance, leaving a principal amount of \$204,276.37. The Company issued out 2,100,000 shares on April 11, 2018.

On May 10, 2018, the Company received a conversion notice requesting the issuance of 1,800,000 shares upon conversion of \$4,500 of the note's outstanding balance, leaving a principal amount of \$199,776.37. The Company issued out 1,800,000 shares on May 10, 2018.

On July 13, 2018, the Company received a conversion notice requesting the issuance of 2,200,000 shares upon conversion of \$5,500 of the note's outstanding balance, leaving a principal amount of \$194,276.37. The Company issued out 2,200,000 shares on July 13, 2018.

On September 14, 2018, the Company received a conversion notice requesting the issuance of 3,500,000 shares upon conversion of \$8,750 of the note's outstanding balance, leaving a principal amount of \$185,526.37. The Company issued out 3,500,000 shares on September 14, 2018.

On February 22, 2019, the Company received a conversion notice requesting the issuance of 4,100,000 shares upon conversion of \$10,250 of the note's outstanding balance, leaving a principal amount of \$175,276.37. The Company issued out 4,100,000 shares on February 22, 2019.

On July 16, 2019, the Company received a conversion notice requesting the issuance of 5,000,000 shares upon conversion of \$15,000 of the note's outstanding balance, leaving a principal amount of \$160,276.37. The Company issued out 5,000,000 shares on July 16, 2019.

On November 22, 2019, the Company received a conversion notice requesting the issuance of 7,100,000 shares upon conversion of \$17,750 of the note's outstanding balance, leaving a principal amount of \$142,526.37. The Company issued out 7,100,000 shares on November 22, 2019.

On January 15, 2016, the Company signed a convertible promissory note of \$45,000 with an unrelated individual. The repayment date is within one year, with accrual interest at 12% per annum.

On August 16, 2017, the Company received a conversion notice requesting the issuance of 500,000 shares upon conversion of \$10,150 of the note's outstanding balance, leaving a principal amount of \$34,850. The Company issued out 500,000 shares on August 22, 2017.

On October 2, 2018, the Company received a conversion notice requesting the issuance of 5,756,971 shares upon conversion of \$59,872.50 of the note's outstanding balance, leaving a principal amount of \$0.00. The Company issued out 5,756,971 shares on October 2, 2018.



As part of the January 22, 2023, Agreement and Plan of Merger with Bio Lab Naturals, Inc. the Company assumed the following unrelated party notes (Balances as of March 31, 2023):

	<b>Principal Balance</b>	<b>Annual Interest Rate</b>	<b>Accrued Interest</b>	<b>Total Balance</b>
Admiral Advisors LLC	\$ 100,000	13.00%	\$ 3,250	\$ 103,250
Tetrad Consulting LLC	15,000	12.00%	1,050	16,050
Merchbot LLC	20,000	12.00%	1,400	21,400
SBA Loan	499,900	3.75%	26,349	526,249
<b>Total Outstanding</b>	<b>\$ 634,900</b>		<b>\$ 32,049</b>	<b>\$ 666,949</b>

#### UNRELATED PARTY NOTE ASSIGNED TO UNRELATED PARTY:

On March 25, 2021, the unrelated party Note Holder assigned and transferred a \$76,000.00 portion of the Convertible Note, having an outstanding balance of principle plus interest of \$157,315.93 as of March 25, 2021, to another unrelated entity ("unrelated Holder"), and permits the unrelated Holder to convert principal, into shares of common stock at a conversion price of \$0.0025 per share.

On May 25, 2021, the Company received a conversion notice requesting the issuance of 4,867,410 shares upon conversion of \$12,168.53 of the note's outstanding balance, leaving a principal amount of \$63,831.47. The Company issued out 4,867,410 shares on June 11, 2021.

On January 22, 2023, the unrelated party Note Holder, reduced and cancel 50% of the outstanding balance of its Convertible Note, thereby reducing the outstanding balance to \$38,683.52.

On March 8, 2023, the Company received a conversion notice requesting the issuance of 4,000,000 shares upon conversion of \$10,000.00 of the note's outstanding balance, leaving a principal amount of \$-28,683.52. The Company issued out 4,000,000 shares on March 23, 2023.

## 5. RELATED PARTY PAYABLE

As of September 30, 2022, the Company had related party payables in the amount of \$66,345.

A related third party made advances and directly paid Company expenses. The related party is controlled by the major shareholder of the Company. The Company issued convertible promissory notes which accrues interest at 6% per annum and permits the holder to convert principal, excluding any accrued interests, into shares of common stock at a conversion price of \$0.0025 per share.

On March 10, 2016, the Company received a conversion notice requesting the issuance of 35,000,000 shares upon conversion of \$87,500.00 of the note's outstanding balance, leaving a principal amount of \$744,611.52. The Company issued out 35,000,000 shares on March 10, 2016.

On November 25, 2016, the Company received a conversion notice requesting the issuance of 6,800,000 shares upon conversion of \$17,000.00 of the note's outstanding balance, leaving a principal amount of \$957,880.21. The Company issued out 6,800,000 shares on November 25, 2016.

On December 8, 2016, the Company received a conversion notice requesting the issuance of 7,200,000 shares upon conversion of \$18,000.00 of the note's outstanding balance, leaving a principal amount of \$939,880.21. The Company issued out 7,200,000 shares on December 8, 2016.

On September 30, 2017, the Company renegotiated with the debt holder to convert \$1,000,000 of the note's outstanding balance in exchange for 25,000,000 preferred shares, leaving a principal amount of \$241,239.60. The Company approved and issued out 25,000,000 preferred stock on September 30, 2017.

On November 28, 2017, the Company received a conversion notice requesting the issuance of 10,000,000 shares upon conversion of \$25,000.00 of the note's outstanding balance, leaving a principal amount of \$256,620.29. The Company issued out 10,000,000 shares on November 28, 2017.

**RELATED PARTY NOTE ASSIGNED TO RELATED PARTY:**

On July 1, 2019, the note holder assigned and transferred a \$25,000.00 portion of the note to another related entity ("related holder"), and permits the related holder to convert principal, into shares of common stock at a conversion price of \$0.0025 per share.

On July 1, 2019, the note holder assigned and transferred another \$25,000.00 portion of the note to a different related entity ("related holder"), and permits the related holder to convert principal, into shares of common stock at a conversion price of \$0.0025 per share.

**RELATED PARTY NOTE ASSIGNED TO UNRELATED PARTY:**

On August 20, 2019, the related party note holder assigned and transferred a \$25,000.00 portion of the note to another unrelated entity ("unrelated holder"), and permits the unrelated holder to convert principal, into shares of common stock at a conversion price of \$0.003 per share.

On March 31, 2020, the related party note holder assigned and transferred a \$200,000.00 portion of the note to another unrelated entity ("unrelated holder"), and permits the unrelated holder to convert principal, into shares of common stock at a conversion price of \$0.0025 per share.

On March 31, 2020, the Company negotiated a deal with a related party Note holder, who was holding Notes totaling \$437,585.55 principle and \$188,926.51 interest, to convert the total principal and interest into the existing Preferred A shares already held by the related party note holder, by not increasing the amount of Preferred A

shares issued, but by increasing only its convertibility from Preferred A shares to Common Shares, with an increase from 1 to 5 shares to 1 to 7 shares.

## **6. WARRANTS**

On February 15, 2017, the Company entered into an agreement to acquire DiMora Pods, Inc., a manufacturer and distributor of customizable, state of the art, modular hydroponic systems, based in Palm Springs, California.

On May 4, 2017 the Company, as part of the closing procedures for its acquisition of DiMora Pods, Inc., issued 23,500,000 Warrants to the directors of J-Deck, Inc., and DiMora Pods, Inc., pursuant to the agreement.

On May 5, 2017, the directors of J-Deck, Inc., and DiMora Pods, Inc., exercised a portion of their warrants as part of the acquisition consideration, respectfully 3,000,000 common shares have been issued to them on May 12, 2017. As of September 30, 2017, the warrants have been cancelled, and the shares shall be retrieved and returned to the treasury of the Company.

## **7. INCOME TAXES**

No provision has been made for income taxes. Through March 31, 2023, the Company incurred net operating losses for income tax purposes of approximately \$10,378.645. The net operating loss carryforwards maybe used to reduce taxable income through the year 2039, subject to limitations pursuant IRC Section 382. The net deferred tax asset balance due to net operating loss carryforward as of March 31, 2023, was approximately \$2,179,515. A 100% valuation allowance has been established against the deferred tax asset, as the utilization of the loss carryforward cannot reasonably be assured.

## **8. SHAREHOLDERS' EQUITY**

Effective October 17, 2003, the Company executed a 10 to 1 reverse stock split for all outstanding common stock with par value of \$0.0001.

Effective July 1, 2013 the Company increased its authorized capital to 150,000,000 common shares with \$0.0001 par value.

Effective June 5, 2014 the Company increased its authorized capital to 300,000,000 common shares with \$0.001 par value.

Effective July 8, 2014 the Company split its issued common shares 1 for 30 leaving the authorized capital unchanged.

Effective October 17, 2016 the Company split its issued common shares 1 for 100 leaving the authorized capital unchanged.

Effective February 24, 2023 the Company increased its authorized capital to 750,000,000 common shares with \$0.001 par value and 100,000,000 preferred shares with \$0.001 par value.

All common stock amounts have been retroactively restated to reflect this split as well as the weighted average and per share amounts.

## **9. DISCONTINUED OPERATIONS**

On August 22, 2014, the Company discontinued the operations of its Motion Picture Hall of Fame concept and sold all intellectual properties rights associated therein to an entity owned by the former management of the Company. As a result of the disposal of the business, the Company recorded a loss of \$25,000 in 2014.

As of December 31, 2014, and 2013, the discontinued business has no asset or liability with carrying values. As such, no asset or liability has been classified as held for sale.

## **10. SUBSEQUENT EVENTS**

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855 and has determined that no material subsequent events exist through the date of this filing apart from the following:

On April 24, 2023, the Company executed a purchase agreement to acquire 100% of the outstanding interest of DYNAMAXX International LTD in exchange for Ten million (10,000,000) Class E Preferred shares, Three Hundred Thousand Dollar (\$300,000.00) Promissory Note with an interest rate of five (5%) percent per annum with a Maturity date of April 24, 2026 and a three-year employment contract with Jay Archer appointing him Chief Revenue Officer.

On April 20, 2023, the Board of Directors held a meeting and voted that as soon as practicable after the Closing of DYNAMAXX they would elect Jay Archer as the Chief Revenue Officer and to its Board of Directors.