

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

PROM RESOURCES, INC.

13935 Lynmar Blvd., Tampa, FL 33626

813-240-4086

saeb@jannoun.com

SIC Code - 1041

Quarterly Report

For the period ending March 31, 2023 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

16,219,197,584 as of March 31, 2023

16,219,197,584 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 Control¹ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

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

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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.

October 6, 2011 to Present	Prom Resources, Inc.
May 3, 1996 to October 6, 2011	American Benefit Group, Inc.
February 26, 1996 to May 3, 1996	Lifeline Benefit Group, Inc

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):

State of Florida - The Company is active.

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

None

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

None

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

13935 Lynmar BLvd., Tampa, FL 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:

On July 2, 2021, the Circuit Court of the Ninth Judicial Circuit in and for Orange County, Florida, entered an order appointing a custodian for the issuer. The Custodianship was terminated on August 19, 2021.

2) Security Information

Transfer Agent

Name: Transfer Online
Phone: 503-227-2950
Email: carolyn@transferonline.com
Address: 512 SE Salmon St, Portland, OR 97217

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:	PRMO	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>743423204</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>50,000,000,000</u>	<u>as of date: March 31, 2023</u>
Total shares outstanding:	<u>16,219,197,584</u>	<u>as of date: March 31, 2023</u>
Total number of shareholders of record:	<u>246</u>	<u>as of date: March 31, 2023</u>

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:	_____	<u>as of date: _____</u>
Total shares outstanding:	_____	<u>as of date: _____</u>
Total number of shareholders of record:	_____	<u>as of date: _____</u>

Trading symbol:	_____	
Exact title and class of securities outstanding:	_____	
CUSIP:	_____	
Par or stated value:	_____	
Total shares authorized:	_____	<u>as of date: _____</u>
Total shares outstanding:	_____	<u>as of date: _____</u>
Total number of shareholders of record:	_____	<u>as of date: _____</u>

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:	Convertible Series A Preferred Stock	
CUSIP (if applicable):	_____	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>10,000,000</u>	<u>as of date: March 31, 2023</u>
Total shares outstanding (if applicable):	<u>10,000,000</u>	<u>as of date: March 31, 2023</u>
Total number of shareholders of record (if applicable):	<u>1</u>	<u>as of date: March 31, 2023</u>

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.

Common shares have one vote per share. No other rights or privileges.

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

Each share of the Series A Preferred is convertible into 1,000 shares of common stock. In addition, each share of Series A Preferred stock holds 1,000 votes.

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

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.

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>January 1, 2021</u> Common: <u>11,218,197,584</u> Preferred: <u>0</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.
7/28/2021	New Issuance	5,000,000,000	Common	\$0.00001	yes	Small Cap Compliance, LLC - Rhonda Keaveney	Custodian Services	Restricted	144
7/28/2021	New Issuance	10,000,000	Series A Preferred	\$0.001	n/a	Small Cap Compliance, LLC - Rhonda Keaveney	Custodian Services	Restricted	
12/15/2021	New Issuance	1,000,000	Common	\$0.001	no	Small Cap Compliance, LLC - Rhonda Keaveney	Custodian Services	Restricted	144
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date <u>March 31, 2023</u> Common: <u>16,219,197,584</u> Preferred: <u>10,000,000</u>									

Example: A company with a fiscal year end of December 31st, 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. <small>*You must disclose the control person(s) for any entities listed.</small>	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

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).

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

Prom Resources, Inc. is a holding company that specializes in the acquisition of franchise corporations in the food services industry.

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

None

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

The Company provides financial analysis and consolidation services for food service acquisition targets

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 subleases office space for \$1,000 a month.

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
Thirty 05 LLC – Saeb Jannoun	CEO, Majority Shareholder	Tampa, FL	10,000,000	Series A Preferred Stock	100%	Thirty 05 LLC – Saeb Jannoun
Thirty 05 LLC – Saeb Jannoun	CEO, Majority Shareholder	Tampa, FL	5,000,000,000	Common	30.8%	Thirty 05 LLC – Saeb Jannoun
Dror Maradov	5% owner	Bangkok, Thailand	2,262,252,000	Common	13.9%	Dror Maradov
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

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: Clifford J. Hunt, Esquire
Firm: Law Office of Clifford J. Hunt, P.A.
Address 1: 8200 Seminole Boulevard
Address 2: Seminole, Florida 33772
Phone: (727) 471-0444
Email: cjh@huntlawgrp.com

Securities Counsel

Name: Mark Pena
Address 1: 4230 S MacDill Ave suite I
Address 2: Tampa, FL 33611
Phone: (813) 251-1289
Email: lpena001@tampabay.rr.com

Accountant or Auditor

Name: Rachel Boulds
Firm: Rachel Boulds, CPA, PLLC
Address 1: 6371 S Glen Oaks St
Address 2: Murray, UT, 84107
Phone: 801-230-3945
Email: rachelbouldscpa@hotmail.com

Investor Relations

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

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.

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

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)²:

Name: **Rachel Boulds**
Title: **CPA**
Relationship to Issuer: **Service Provider**

Describe the qualifications of the person or persons who prepared the financial statements: **Licensed CPA in Utah.**

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

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, Saeb Jannoun certify that:

1. I have reviewed this Disclosure Statement for **Prom Resources, 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 15, 2023

/s/ Saeb Jannoun

² 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.

Principal Financial Officer:

I, Saeb Jannoun certify that:

1. I have reviewed this Disclosure Statement for **Prom Resources, 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 15, 2023

/s/ Saeb Jannoun

PROM RESOURCES, INC.
BALANCE SHEETS
(Unaudited)

	March 31, 2023	December 31, 2022
<u>ASSETS</u>		
Current Assets:		
Cash	\$ 2,495	\$ 3,325
Accounts receivable	12,000	—
Accounts receivable – related party	3,000	3,000
Total Assets	<u>\$ 17,495</u>	<u>\$ 6,325</u>
<u>LIABILITIES AND STOCKHOLDERS' DEFICIT</u>		
Current Liabilities:		
Due to a related party	\$ 18,075	\$ 11,575
Accrued rent expense	12,000	9,000
Total Current Liabilities	<u>30,075</u>	<u>20,575</u>
Total Liabilities	<u>30,075</u>	<u>20,575</u>
Commitments and contingencies	—	—
Stockholders' Deficit:		
Convertible Series A Preferred Stock, par value \$0.001, 10,000,000 shares authorized; 10,000,000 shares issued and outstanding, respectively	10,000	10,000
Common Stock, par value \$0.001, 50,000,000,000 shares authorized; 16,219,197,584 shares issued and outstanding	16,219,198	16,219,198
Additional paid-in capital	1,875,503	1,875,503
Accumulated deficit	(18,117,281)	(18,118,951)
Total Stockholders' Deficit	<u>(12,580)</u>	<u>(14,250)</u>
Total Liabilities and Stockholders' Deficit	<u>\$ 17,495</u>	<u>\$ 6,325</u>

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

PROM RESOURCES, INC.
STATEMENTS OF OPERATIONS
(Unaudited)

	For the Three Months Ended March 31,	
	2023	2022
Revenue:		
Revenue – related party	\$ —	\$ 1,000
Service revenue	12,000	—
Total revenue	12,000	1,000
Operating Expenses:		
General and administrative	10,330	1,200
Total operating expenses	10,330	1,200
Income (loss) from operations	1,670	(200)
Net Income (Loss)	\$ 1,670	\$ (200)
Income (loss) per share, basic and diluted	\$ 0.00	\$ (0.00)
Weighted average common shares outstanding, basic and diluted	16,219,197,584	16,219,197,584

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

PROM RESOURCES, INC.
STATEMENTS OF STOCKHOLDERS' DEFICIT
For the Three Months Ended March 31, 2023 and 2022
(Unaudited)

	Convertible Series A Preferred Stock		Common Stock		Paid in Capital	Accumulated Deficit	Total Stockholders' Deficit
	Shares	Amount	Shares	Amount			
Balance, December 31, 2022	10,000,000	\$ 10,000	16,219,197,584	\$ 16,219,198	\$ 1,875,503	\$ (18,118,951)	\$ (14,250)
Net income	—	—	—	—	—	1,670	1,670
Balance, March 31, 2023	<u>10,000,000</u>	<u>\$ 10,000</u>	<u>16,219,197,584</u>	<u>\$ 16,219,198</u>	<u>\$ 1,875,503</u>	<u>\$ (18,117,281)</u>	<u>\$ (12,580)</u>

	Convertible Series A Preferred Stock		Common Stock		Paid in Capital	Accumulated Deficit	Total Stockholders' Deficit
	Shares	Amount	Shares	Amount			
Balance, December 31, 2021	10,000,000	\$ 10,000	16,219,197,584	\$ 16,219,198	\$ 1,875,503	\$ (18,103,701)	\$ 1,000
Net loss	—	—	—	—	—	(200)	(200)
Balance, March 31, 2022	<u>10,000,000</u>	<u>\$ 10,000</u>	<u>16,219,197,584</u>	<u>\$ 16,219,198</u>	<u>\$ 1,875,503</u>	<u>\$ (18,103,901)</u>	<u>\$ 800</u>

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

PROM RESOURCES, INC.
STATEMENTS OF CASH FLOWS
(Unaudited)

	For the Three Months Ended March 31,	
	2023	2022
Cash flows from operating activities:		
Net Income (Loss)	\$ 1,670	\$ (200)
Adjustments to reconcile net income (loss) to net cash used in operating activities:		
Changes in Operating Assets and Liabilities:		
Accounts receivable – related party	—	(1,000)
Accounts receivable	(12,000)	—
Accruals	3,000	—
Net cash used in operating activities	(7,330)	(1,200)
Cash flows from investing activities:	—	—
Cash flows from financing activities:		
Cash advance – related party	6,500	1,200
Net cash provided by financing activities:	6,500	1,200
Net change in cash	(830)	—
Cash, beginning of period	3,325	—
Cash, end of period	\$ 2,495	\$ —
Supplemental disclosure of cash flow information:		
Cash paid for taxes	\$ —	\$ —
Cash paid for interest	\$ —	\$ —

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

PROM RESOURCES, INC.
NOTES TO UNAUDITED FINANCIAL STATEMENTS
MARCH 31, 2023
(Unaudited)

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

Prom Resources Inc. (the “Company”) was incorporated on February 26, 1996 under the laws of the State of Florida. On October 6, 2011 amended its Articles and changed its name to Prom Resources, Inc.

On June 28, 2021, the Circuit Court of the Ninth Judicial Circuit for Orange County, Florida, entered an order appointing a custodian, Small Cap Compliance, LLC (the “Custodian”) for the Company. On June 28, 2021, the Custodian appointed a new interim officer and a sole director, Rhonda Keaveney.

On July 15, 2021, the Custodian filed a Certificate of Designation with the Florida Secretary of State to authorize 10,000,000 shares of Convertible Series A Preferred Stock (“Series A Preferred”). The Custodian issued 10,000,000 shares of the Series A Preferred and 5,000,000,000 shares of Restricted Common Stock to Small Cap Compliance, LLC for custodian service and paying company debt. These shares represent a majority of the voting power of the Company.

On July 16, 2021, the Custodian filed an Amendment to the Company’s Articles of Incorporation and raised the total authorized Common Stock to 50,000,000,000.

On August 19, 2021, the Custodianship was terminated by the Circuit Court of the Ninth Judicial Circuit for Orange County, Florida.

On December 17, 2021, pursuant to the terms of a Stock Purchase Agreement, Small Cap Compliance, LLC, sold its 10,000,000 shares of Series A Preferred and 5,000,000,000 shares of common stock to Thirty 05 LLC. The Stock Purchase Agreement resulted in a change of control. Saeb Jannoun was appointed President, CEO and Director of the Company.

Prom Resources, Inc. is a holding company that specializes in the acquisition of franchise corporations in the food services industry.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The Company’s unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”). The accompanying unaudited condensed financial statements reflect all adjustments, consisting of only normal recurring items, which, in the opinion of management, are necessary for a fair statement of the results of operations for the periods shown and are not necessarily indicative of the results to be expected for the full year ending December 31, 2023. These unaudited financial statements should be read in conjunction with the financial statements and related notes for the year ended December 31, 2022.

Use of estimates

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

Revenue Recognition

The Company recognizes revenue under ASC 606, “Revenue from Contracts with Customers” (“ASC 606”). The Company determines revenue recognition through the following steps:

- Identification of a contract with a customer;
- Identification of the performance obligations in the contract;
- Determination of the transaction price;
- Allocation of the transaction price to the performance obligations in the contract; and
- Recognition of revenue when or as the performance obligations are satisfied.

Revenue is recognized when control of the promised goods or services is transferred to customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for those goods or services. As a practical expedient, the Company does not adjust the transaction price for the effects of a significant financing component if, at contract inception, the period between customer payment and the transfer of goods or services is expected to be one year or less.

Accounts Receivable

Revenues that have been recognized but not yet received are recorded as accounts receivable. Losses on receivables will be recognized when it is more likely than not that a receivable will not be collected. An allowance for estimated uncollectible amounts will be recognized to reduce the amount of receivables to its net realizable value when needed.

Recently issued accounting pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

NOTE 3 - GOING CONCERN

The Company's unaudited financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not established any source of revenue to cover its operating costs and has an accumulated deficit. These conditions raise substantial doubt about the company's ability to continue as a going concern. The Company will engage in limited activities without incurring significant liabilities that must be satisfied in cash until a source of funding is secured. The Company will offer noncash consideration and seek equity lines as a means of financing its operations. If the Company is unable to obtain revenue producing contracts or financing or if the revenue or financing it does obtain is insufficient to cover any operating losses it may incur, it may substantially curtail or terminate its operations or seek other business opportunities through strategic alliances, acquisitions or other arrangements that may dilute the interests of existing stockholders.

NOTE 4 – RELATED PARTY TRANSACTIONS

The Company entered into a Consulting Agreement with Living 360 LLC, effective December 1, 2021. Janet Jannoun, the managing member of Living 360 LLC is the wife of Saeb Jannoun, CEO. During the three months ended March 31, 2022, the Company recognized \$1,000 of revenue per the terms of the agreement. As of March 31, 2023, the Company has accounts receivable of \$3,000 due from Living 360 LLC.

Thirty 05 LLC, has advanced the Company a total of \$18,075 to pay for general operating expenses. The advance is unsecured, non-interest bearing and due on demand.

NOTE 5 – PREFERRED STOCK

The Company has 10,000,000 shares designated Convertible Series A Preferred Stock. Each share of the Series A Preferred is convertible into 1,000 shares of common stock. In addition, each share of Series A Preferred stock holds 1,000 votes.