

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

## **Bell Buckle Holdings, Inc.**

5660 Strand Court #107, Naples FL 34110

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(925) 783-5693

[www.bellbuckleholdings.com](http://www.bellbuckleholdings.com)

[info@bellbuckleholdings.com](mailto:info@bellbuckleholdings.com)

SIC Code - 2033

## **Quarterly Report**

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

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

893,437,539 as of March 31, 2023

830,023,254 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.

Bell Buckle Holdings, Inc – June 2007- Present

Digital Color Print, Inc. May 2004 - June 2007

MediaTelevision.tv, Inc. October 2000 - May 2004

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):

Florida - Active

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

None

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

On June 16, 2022, the Company executed an Interest Purchase Agreement, whereby it purchased a 60% interest in Jump Start Sports, LLC. The purchase price of \$3,000,000 was paid in Shares of Series C Preferred Stock.

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

5660 Strand Court. Unit #107, Naples, FL 34110

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: Transfer Online

Phone: 503-227-2950

Email: carolyn@transferonline.com

Address: 514 Salmon Street, Portland, OR

**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:	<u>BLLB</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>077867109</u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>5,000,000,000</u>	<u>as of date: March 31, 2023</u>
Total shares outstanding:	<u>893,437,539</u>	<u>as of date: March 31, 2023</u>
Total number of shareholders of record:	<u>130</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>

**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:	<u>Series A Preferred Stock</u>
CUSIP (if applicable):	_____
Par or stated value:	<u>\$100</u>
Total shares authorized:	<u>1</u> <u>as of date: March 31, 2023</u>
Total shares outstanding (if applicable):	<u>1</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:	<u>Series B Preferred Stock</u>
CUSIP (if applicable):	_____
Par or stated value:	<u>\$1.00</u>
Total shares authorized:	<u>99</u> <u>as of date: March 31, 2023</u>
Total shares outstanding (if applicable):	<u>99</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:	<u>Series C Preferred Stock</u>	
CUSIP (if applicable):		
Par or stated value:	<u>\$1.00</u>	
Total shares authorized:	<u>300</u>	<u>as of date: March 31, 2023</u>
Total shares outstanding (if applicable):	<u>300</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>

### **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.**

One voter per share. No other rights.

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

The Company has authorized one share of Series A preferred stock, par value \$100. The share of Series A preferred has no conversion rights and is not redeemable. As of each record date for the determination of the Corporation's shareholders entitled to vote on any matter (a "Record Date"), the Series A Voting Preferred shall have voting rights and powers equal to the number of votes that entitle the holder of the share of Series A Voting Preferred to exercise one vote more than one-half of all votes entitled to be cast as of such Record Date by all holders of capital stock of the Corporation so as to ensure that the votes entitled to be cast by the holder of the Series A Voting Preferred share shall be equal to at least fifty-one percent (51%) of all votes entitled to be cast.

The Company has authorized 99 shares of Series B preferred stock, par value \$100. The shares of Series B preferred are not redeemable and are convertible into shares of common stock at one preferred for 10,000,000 shares of common stock.

The Company has authorized 300 shares of Series C preferred stock, par value \$1.00. The shares of Series C preferred are convertible into shares of common stock at either 1) if, at the time of conversion the price of common stock is \$0.01 or higher, then each share of Series C converts into 1,000,000 shares of common stock, or 2) if, at the time of conversion the price of common stock is less than \$0.01, then each share of Series C converts into shares of common stock at  $1,000,000 \times (\# \text{ of Series C converted}) \times (.01/\text{market price})$ . The Series C have no voting rights.

**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>December 31, 2020</u> Common: <u>719,023,254</u> Preferred: <u>0</u>									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>3/31/2021</u>	<u>New Issuance</u>	<u>1</u>	<u>Series A Voting Preferred</u>	<u>\$100</u>	<u>No</u>	<u>Kim Halvorson</u>	<u>Officer Services</u>	<u>Restricted</u>	<u>N/A</u>
<u>3/31/2021</u>	<u>New Issuance</u>	<u>99</u>	<u>Series B Preferred</u>	<u>\$99</u>	<u>No</u>	<u>Kim Halvorson</u>	<u>Officer Services</u>	<u>Restricted</u>	<u>N/A</u>
<u>3/29/2022</u>	<u>New Issuance</u>	<u>35,000,000</u>	<u>Common</u>	<u>0.0039</u>	<u>Yes</u>	<u>Kim Halvorson</u>	<u>Officer Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>3/29/2022</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>0.0043</u>	<u>No</u>	<u>Robert Clegg</u>	<u>Director Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>3/29/2022</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>0.0043</u>	<u>No</u>	<u>Don Zeppenfeld</u>	<u>Director Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/6/2022</u>	<u>New Issuance</u>	<u>75,000,000</u>	<u>Common</u>	<u>0.011</u>	<u>No</u>	<u>EROP Enterprises, LLC – Vince Sbarra</u>	<u>3(a)10 issuance</u>	<u>Unrestricted</u>	<u>3(a)10</u>
<u>12/5/2022</u>	<u>New Issuance</u>	<u>300</u>	<u>Series C Preferred</u>	<u>0.0001</u>	<u>n/a</u>	<u>Richard A Hart</u>	<u>Restricted</u>	<u>N/A</u>	

<u>1/10/2023</u>	<u>New Issuance</u>	<u>27,700,000</u>	<u>Common</u>	<u>0.0016</u>	<u>No</u>	<u>Torres Manny</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>1/10/2023</u>	<u>New Issuance</u>	<u>35,714,285</u>	<u>Common</u>	<u>0.0016</u>	<u>No</u>	<u>Cervitude LP - Nick Coriano</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
Shares Outstanding on Date of This Report:  <u>Ending Balance</u>  <u>Date: March 31, 2023</u> Common: <u>893,437,593</u> Preferred: Series A Voting: <u>1</u> Series B: <u>99</u> Series C: <u>300</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. <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.otcmarkets.com](http://www.otcmarkets.com)).

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

Bell Buckle Holdings, Inc. is a Florida corporation. It is a holding company, primarily focused on investments and business that can be scaled utilizing technology, management and strategic partnerships.

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

On June 16, 2022, the Company executed an Interest Purchase Agreement, whereby it purchased a 60% interest in Jump Start Sports, LLC.

JSSF LLC was organized as a limited liability company under the laws of Delaware for the purpose of acting as the Franchisor for the sale and operation of Jump Start Sports' franchises. Its ownership structure is identical to Jump Start Sports LLC, with Bell Buckle Holdings Inc having a 60% interest therein.

C. Describe the issuers' principal products or services.

Jump Start Sports provides recreational sports programs for children in an environment that is more focused on fun and learning than on competition. They offer summer camps, preschool sports programs, recreational sports leagues, and after-school programs that teach fundamentals, sportsmanship, and teamwork. Jump Start Sports programs are creative, age appropriate and considerate of the needs and time constraints of the whole family.

## 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.

None

## 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.

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>RG Barron Funds Ltd – Lily A. Rhodehamel</u>	<u>5% owner</u>	<u>New York City, NY</u>	<u>1</u>	<u>Series A Voting Preferred</u>	<u>100%</u>	<u>51% Voting Control of the Company. No conversion rights. Restricted</u>
<u>RG Barron Funds Ltd – Lily A. Rhodehamel</u>	<u>5% owner</u>	<u>New York City, NY</u>	<u>99</u>	<u>Series B Preferred</u>	<u>100%</u>	<u>Each share convertible into 10,000,000 shares of Common Stock. No voting rights until converted. Restricted</u>
<u>Kim Halvorson</u>	<u>Former CEO, CFO, Director</u>	<u>Marysville, WA</u>	<u>35,000,000</u>	<u>Common</u>	<u>4.2%</u>	
<u>Robert Clegg</u>	<u>Independent Director</u>	<u>Tulsa, OK</u>	<u>500,000</u>	<u>Common</u>	<u>0.1%</u>	
<u>Richard Hart</u>	<u>Independent Director</u>	<u>Hudson, OH</u>	<u>300</u>	<u>Series C Preferred</u>	<u>100%</u>	<u>Appointed June 16, 2022</u>
<u>Lori Hart</u>	<u>COO</u>	<u>Hudson, OH</u>				<u>Appointed June 16, 2022</u>
<u>Avenu SLS Holdings, LLC - Paul Colangelo</u>	<u>5% owner</u>	<u>Centreville, Virginia</u>	<u>48,705,000</u>	<u>Common</u>	<u>5.5%</u>	

## 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: Donald R. Keer, P.E., Esq  
Address 1: 3663 Greenwood Circle  
Address 2: Chalfont, PA, 18914  
Phone: 215-962-9378  
Email: don@keeresq.com

Accountant or Auditor

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), 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)<sup>2</sup>:

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 the State of 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, Robert Clegg certify that:

1. I have reviewed this Disclosure Statement for Bell Buckle Holdings, 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

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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.

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/ Robert Clegg

*Principal Financial Officer:*

I, Robert Clegg certify that:

1. I have reviewed this Disclosure Statement for Bell Buckle Holdings, 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/ Robert Clegg

**BELL BUCKLE HOLDINGS, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
**(Unaudited)**

	March 31, 2023	December 31, 2022
<b><u>ASSETS</u></b>		
Current assets:		
Cash	\$ 488,479	\$ 397,945
Accounts receivable	102,715	104,070
Other receivable	—	750,000
Total Current Assets	591,194	1,252,015
Property and equipment	50,000	50,000
Goodwill	2,502,444	2,502,444
Total Assets	<u>\$ 3,143,638</u>	<u>\$ 3,804,459</u>
<b><u>LIABILITIES AND STOCKHOLDERS' (DEFICIT) EQUITY</u></b>		
Current liabilities:		
Accounts payable	\$ 20,147	\$ 21,866
Accruals	21,000	21,000
Loan payable	17,975	17,975
Total Liabilities	59,122	60,841
Commitments and contingencies	—	—
Stockholders' (Deficit) Equity:		
Series A preferred stock, \$100 par value; 1 share authorized, 1 share issued and outstanding	100	100
Series B preferred stock, \$1.00 par value; 99 shares authorized, 99 shares issued and outstanding	99	99
Series C preferred stock, \$1.00 par value; 300 shares authorized, 300 and 0 shares issued and outstanding, respectively	300	300
Common stock, \$0.0001 par value; 5,000,000,000 shares authorized, 893,437,539 and 830,023,254 shares issued and outstanding, respectively	89,343	83,002
Additional paid in capital	4,129,824	4,024,703
Accumulated deficit	(1,149,105)	(448,153)
Non-controlling interest	13,955	83,567
Total Stockholders' equity (deficit)	3,084,516	3,743,618
Total Liabilities and Stockholders' Equity	<u>\$ 3,143,638</u>	<u>\$ 3,804,459</u>

*See the accompanying notes to these unaudited consolidated financial statements.*

**BELL BUCKLE HOLDINGS, INC.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**(Unaudited)**

	For the Three Months Ended March 31,	
	2023	2022
Program revenue	\$ 235,939	\$ —
Revenue from franchisee	75,867	—
Total revenue	311,806	—
Operating Expenses:		
General & administrative expenses	158,858	4,980
Director compensation	—	4,300
Program fees	23,903	—
Contract labor	47,809	—
Total operating expenses	230,570	9,280
Income (loss) from operations	81,236	(9,280)
Other Income:		
Loss on write off of assets	(786,163)	—
Gain on extinguishment of accounts payable	3,975	—
Total other income	(782,188)	—
Net loss before non-controlling interest	(700,952)	(9,280)
Net income attributable to non-controlling interest	(69,612)	—
Net Loss	\$ (770,564)	\$ (9,280)
Basic and diluted loss per share	\$ (0.00)	\$ (0.00)
Basic and diluted weighted average shares	886,391,507	719,823,254

*See the accompanying notes to these unaudited consolidated financial statements.*

**BELL BUCKLE HOLDINGS, INC.**  
**CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT**  
**FOR THE THREE MONTHS ENDED MARCH 31, 2023 AND 2022**  
**(Unaudited)**

	Series A Preferred Stock		Series B Preferred Stock		Series C Preferred Stock		Common Stock		Additional	Accumulated	Minority	Total
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Paid in Capital	Deficit	Interest	
Balance at December 31, 2022	1	\$ 100	99	\$ 99	300	\$ 300	830,023,254	\$ 83,002	\$ 4,024,703	\$ (448,153)	\$ 83,567	\$ 3,743,618
Stock issued for services	—	—	—	—	—	—	63,414,285	6,341	95,121	—	—	101,462
Shareholder contribution	—	—	—	—	—	—	—	—	10,000	—	—	10,000
Net loss	—	—	—	—	—	—	—	—	—	(700,952)	(69,612)	(770,564)
Balance at March 31, 2023	<u>1</u>	<u>\$ 100</u>	<u>99</u>	<u>\$ 99</u>	<u>300</u>	<u>\$ 300</u>	<u>893,437,539</u>	<u>\$ 89,343</u>	<u>\$ 4,129,824</u>	<u>\$ (1,149,105)</u>	<u>\$ 13,955</u>	<u>\$ 3,084,516</u>

	Series A Preferred Stock		Series B Preferred Stock		Common Stock		Additional	Accumulated	Total
	Shares	Amount	Shares	Amount	Shares	Amount	Paid in Capital	Deficit	
Balance at December 31, 2021	1	\$ 100	99	\$ 99	719,023,254	\$ 71,902	\$ 70,418	\$ (266,161)	\$ (123,642)
Stock issued for conversion of debt – related party	—	—	—	—	35,000,000	3,500	132,885	—	136,385
Stock issued for director services	—	—	—	—	1,000,000	100	4,200	—	4,300
Net loss	—	—	—	—	—	—	—	(9,280)	(9,280)
Balance at March 31, 2022	<u>1</u>	<u>\$ 100</u>	<u>99</u>	<u>\$ 99</u>	<u>755,023,254</u>	<u>\$ 75,502</u>	<u>\$ 207,503</u>	<u>\$ (275,441)</u>	<u>\$ 7,763</u>

*See the accompanying notes to these unaudited consolidated financial statements.*

**BELL BUCKLE HOLDINGS, INC.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(Unaudited)**

	For the Three Months Ended March 31,	
	2023	2022
Cash flows from operating activities:		
Net loss	\$ (770,564)	\$ (9,280)
Adjustments to reconcile net income (loss) to net cash provided (used) by operating activities:		
Common stock issued for services - related party	—	4,300
Common stock issued for services	101,462	—
Gain on extinguishment of accounts payable	(3,975)	—
Loss on write off of assets	786,163	—
Changes in assets and liabilities:		
Accounts receivable	(34,808)	—
Accounts payable	2,256	(1,550)
Net cash provided (used) by operating activities	80,534	(6,331)
Cash flows from financing activities:		
Shareholder contribution	10,000	—
Proceeds from loan payable	—	6,250
Net cash provided by financing activities	10,000	6,250
Net change in cash	90,534	(280)
Cash – beginning of period	397,945	280
Cash – end of period	\$ 488,479	\$ —
Supplementary cash flow information:		
Interest paid	\$ —	\$ —
Income tax paid	\$ —	\$ —
Supplemental non-cash disclosure:		
Common stock issued for accrued compensation and loan payable – related party	\$ —	\$ 136,385

*See the accompanying notes to these unaudited consolidated financial statements.*

**BELL BUCKLE HOLDINGS, INC.**  
**Notes to Consolidated Unaudited Financial Statements**  
**March 31, 2023**

**NOTE 1 - BUSINESS**

Bell Buckle Holdings, Inc. (the “Company”), was incorporated under the laws of the State of Florida on June 7, 2000. The Company was formally known as Digital Color Print, Inc., which was formerly Mediatelevision.tv, Inc., which was formed on October 11, 2000 under the laws of the State of Delaware.

Bell Buckle Holdings, Inc. is a Florida corporation. It is a holding company, primarily focused on investments and business that can be scaled utilizing technology, management and strategic partnerships.

On June 16, 2022, the Company executed an Interest Purchase Agreement, whereby it purchased a 60% interest in Jump Start Sports, LLC (“Jump Start”). The purchase price of \$3,000,000 was paid in Shares of Series C Preferred Stock.

JSSF LLC was organized as a limited liability company under the laws of Delaware for the purpose of acting as the Franchisor for the sale and operation of Jump Start Sports' franchises. Its ownership structure is identical to Jump Start Sports LLC, with Bell Buckle Holdings Inc having a 60% interest therein.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Basis of presentation*

The Company’s unaudited financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America (“U.S. GAAP”), and pursuant to the rules and regulations of the Securities and Exchange Commission (the “SEC”) and reflect all adjustments, consisting of normal recurring adjustments, which management believes are necessary to fairly present the financial position, results of operations and cash flows of the Company as of and for the three months ending March 31, 2023.

*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. Actual results could differ from those estimates.

*Revenue Recognition*

Revenue is recognized when services are performed and is recognized in an amount that reflects the consideration that an entity expects to receive in exchange for those services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The amount of revenue that is recorded reflects the consideration that the Company expects to receive in exchange for those services. The Company applies the following five-step model in order to determine this amount: (i) identification of the promised services in the contract; (ii) determination of whether the promised services are performance obligations, including whether they are distinct in the context of the contract; (iii) measurement of the transaction price, including the constraint on variable consideration; (iv) allocation of the transaction price to the performance obligations; and (v) recognition of revenue when (or as) the Company satisfies each performance obligation.

For the three months ended March 31, 2023, the Company recognized net revenue generated by Jump Start and Jump Start Sports Franchisor, LLC, of \$184,698, less \$69,612 for the minority interests.

*Recently issued accounting pronouncements*

The Company has implemented all new applicable 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 accompanying unaudited financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the discharge of liabilities in the normal course of business for the foreseeable future. The Company has just begun operations and generating revenue. The Company's ability to raise additional capital through the future issuances of common stock and/or debt financing is unknown. The obtainment of additional financing, the successful development of the Company's contemplated plan of operations, and its transition, ultimately, to the attainment of profitable operations are necessary for the Company to continue operations. These conditions and the ability to successfully resolve these factors raise substantial doubt about the Company's ability to continue as a going concern. The unaudited financial statements of the Company do not include any adjustments that may result from the outcome of these aforementioned uncertainties.

#### **NOTE 4 – SIGNIFICANT TRANSACTION**

On October 8, 2020, the Company entered into a Purchase and Sale Agreement with Xcelerated Revenue LLC, ("Xcelerated") whereby the Company purchased outstanding delinquent debt obligations held by Xcelerated. Pursuant to the terms of the agreement the Company purchased approximately \$19,997,000 of outstanding delinquent debt obligations for a purchase price of \$750,000. As of March 31, 2023, no collections of the debt have been made and the full purchase price of \$750,000 has been recognized as a loss.

#### **NOTE 5 – COMMON STOCK TRANSACTIONS**

On January 10, 2023, the Company issued 63,414,285 shares of common stock for services. The shares were valued at \$0.0016, the closing stock price on the date of grant, for total non-cash expense of \$101,462.

#### **NOTE 6 – PREFERRED STOCK**

The Company has authorized one share of Series A preferred stock, par value \$100. The share of Series A preferred has no conversion rights and is not redeemable. As of each record date for the determination of the Corporation's shareholders entitled to vote on any matter (a "Record Date"), the Series A Voting Preferred shall have voting rights and powers equal to the number of votes that entitle the holder of the share of Series A Voting Preferred to exercise one vote more than one-half of all votes entitled to be cast as of such Record Date by all holders of capital stock of the Corporation so as to ensure that the votes entitled to be cast by the holder of the Series A Voting Preferred share shall be equal to at least fifty-one percent (51%) of all votes entitled to be cast.

The Company has authorized 99 shares of Series B preferred stock, par value \$100. The shares of Series B preferred are not redeemable and are convertible into shares of common stock at one preferred for 10,000,000 shares of common stock.

The Company has authorized 300 shares of Series C preferred stock, par value \$1.00. The shares of Series C preferred are convertible into shares of common stock at either 1) if, at the time of conversion the price of common stock is \$0.01 or higher, then each share of Series C converts into 1,000,000 shares of common stock, or 2) if, at the time of conversion the price of common stock is less than \$0.01, then each share of Series C converts into shares of common stock at  $1,000,000 \times (\# \text{ of Series C converted}) \times (.01/\text{market price})$ . The Series C have no voting rights.

#### **NOTE 7 - SUBSEQUENT EVENTS**

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855, from the balance sheet date through the date the unaudited financial statement were issued, and has determined that no material subsequent events exist.