Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Profitable Developments, Inc.
291 S. La Cienega Blvd.,
Beverly Hills, CA 90212

747-267-3341
tonyhicksceo@gmail.com
3674

Annual Report

For the period ending 06/30/2023
(the "Reporting Period")

Outstanding Shares
The number of shares outstanding of our Common Stock was:

4,989,672,411 as of 06/30/2023

4,989,672,411 as of 12/31/2022

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[1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

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

[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.

The name of issuer is Profitable Developments Inc. (Formerly Stratton Holdings, Inc. to Dec 2012, Formerly KIDSational, Inc. to May 2009).

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

The issuer was incorporated on July 14,1998 pursuant to the laws of the State of Nevada.

The issuer is incorporated in the State of Nevada in good standing and "Active".

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

N/A

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

As of the date this report was filed, the Company has engaged legal counsel in the State of Nevada to review the shareholder list and identify any outstanding common stock issued in certificate form that might possibly be eliminated. The Company will take appropriate action based on the results of the review.

The Company plans to acquire an operating company via reverse merger in the 4th quarter of 2021. The operating company and terms of a transaction have not yet been determined.

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

Profitable Developments Inc.
291 S. La Cienega Blvd.,
Beverly Hills, CA 90212

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:*

Profitable Developments Inc.
291 S. La Cienega Blvd.,
Beverly Hills, CA 90212

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:

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

On May 27, 2021, Alpharidge Capital, LLC, a shareholder of the Company, served a demand to the Company, at last address of record, to comply with the Nevada Secretary of State statues N.R.S. 78.710 and N.R.S. 78.150. On June 23, 2021, a petition was filed against the Company in the District Court of Clark County, Nevada, entitled "In the Matter of Profitable Developments Inc., a Nevada corporation" under case number A-20-836828-C by Alpharidge Capital, LLC, along with an Application for Appointment of Custodian, after several attempts to locate prior management and revive the Company's Nevada charter, which had been permanently revoked.

On July 21, 2021, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of Alpharidge Capital, LLC (the "Order"), as Custodian of the Company. Pursuant to the Order, the Alpharidge Capital, LLC (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter.

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer Company.
Phone: 702-581-8475.
Email: paul@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy., Ste. 300, Las Vegas, NV 89119

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:	PRDL	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	74317C106	
Par or stated value:	0.001	
Total shares authorized:	9,000,000,000	as of date: 06/30/2023
Total shares outstanding:	4,989,672,411	as of date: 06/30/2023
Number of shares in the Public Float[2]:	4,389,614,556.	as of date: 06/30/2023
Total number of shareholders of record:	2095	as of date: 06/30/2023

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

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Series A Convertible Super Preferred Stock	
CUSIP:	N/A	
Par or stated value:	0.001	
Total shares authorized:	10,000,000	as of date: 06/30/2023
Total shares outstanding:	5.000	as of date: 06/30/2023
Total number of shareholders of record:	N/A	

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: ____

[2] "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

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 securities outstanding:	Series A Convertible Super Preferred Stock	
CUSIP:	N/A	
Par or stated value:	0.001	
Total shares authorized:	10,000,000	as of date: 06/30/2023
Total shares outstanding:	500	as of date: 06/30/2023
Total number of shareholders of record:	1	as of date: 06/30/2023

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.**

   The Company's common stock has no special dividend, voting and preemption rights.

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

   On July 10, 2021, pursuant to a Securities Purchase Agreement (SPA) the Custodian granted to Community Economic Development Capital, LLC. (CED Capital), 500 Series A preferred shares (convertible at 1 into 200,000,000 common shares, and super majority voting rights of all votes) in exchange for $85,000 which the Company used to fund the reinstatement of the Company with the State of Nevada, settlement of the Stock Transfer Agent's balance. The Special 2021 Series A Preferred Stock has no special dividend or liquidation rights, and it has no redemption or sinking fund provisions.

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

   None

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.**

   There were no material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report. The purchaser of the 5 Series A preferred shares has control of the Company through 60% voting rights over all classes of stock and the 5 Series A preferred shares are convertible into 1,000,000,000 (5 Series A preferred shares multiplied by 200,000,000) shares of the Company's common stock.

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 issuance 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: Opening Balance Date 12/31/2020 Common: 8,489,672,411 Preferred: 3			*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.**
07/21/2021	New Issuance	500	Series A Preferred	$70	No	Frank I Igwealor (for CED Capital, LLC)	Cash for Operating Capital	Restricted	None
2/23/2022	Cancellation	(4,100,000,000)	Common Stock	N/A	No	Easy Financial LLC	Court Ordered Cancellation	N/A	Court Ordered Cancellation
3/2/2022	New Issuance	150000000	Common Stock	N/A	No	Yaakov Fulda	Settlement Agreement	Restricted	Rule 144
3/4/2022	New Issuance	450,000,000	Common Stock	$0.000033	No	Frank I Igwealor	Cash for Operating Capital	Restricted	Rule 144

Shares Outstanding on Date of This Report:	
Ending Balance Ending Balance:	
Date 06/30/2023 Common: 4,989,672,411	
Preferred: 503	

Example: A company with a fiscal year end of March 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 June 30, 2023 pursuant to the tabular format above.

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

N/A

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.)
9/26/2022	250,000	250,000	6%	9/26/2024	50% of 25-day Volume Weighted Average closing price.	Frank I Igwealor (for CED Capital, LLC)	Merger and Acquisition
10/1/2022	91,263	91,263	12%	10/1/2024	50% of 25-day Volume Weighted Average closing price.	Frank I Igwealor	Operating Capital
______	______	______	______	______	______	______	______
______	______	______	______	______	______	______	______

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).

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

Profitable Development, Inc. (PRDL) is the holding company for Choosing Independence Enterprises, Inc. Choosing Independence Enterprises, Inc. is the owner of Intelligent Surface Systems (ISSC). Following the combination of the businesses of the two entities, ISSC became an operating subsidiary of PRDL. ISSC wants to become a top player in the emerging new Smart City and SmartRoad technology. ISSC is currently in negotiation with the owner of 22 patents in 32 countries of sensors that are placed in, on or near the road. If a deal could be reached with the owner of the patents. There are no guarantees and the Company is providing NO assurance that it could reach a deal with the patent owner. ISSC plans to form joint ventures with companies that install and repair 5G poles in the Midwest for its Smart City and SmartRoad technology installations. ISSC plans to let the Joint-Venture to handle the installation of its road sensors around the country and install and repair 5G poles. The joint-venture prospect / 5G installer has established relationships with Verizon, ATT, Nexus and other major 5G installers. There are no guarantees and the Company is providing NO assurance that it could be successful in integrating ISSC into its operations. Or that ISSC would become a top player in the emerging new Smart City and SmartRoad technology. Even if the Company is able to achieve the goals articulated above, the Company provides NO assurance that it could raise sufficient capital to finance the planned installations to take advantage of the relationship with the owner of 22 patents in 32 countries of sensors that are placed in, on or near the road. Our business is not currently profitable and it might never become profitable in the future. Our cash and liquid capital are dwindling steadily and we would need to issue stock and dilute current shareholders to be able to finance our ongoing operating expenses.

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

Intelligent Surface Systems (ISSC).

C. Describe the issuers' principal products or services.

ISSC wants to become a top player in the emerging new Smart City and SmartRoad technology. ISSC is currently in negotiation with the owner of 22 patents in 32 countries of sensors that are placed in, on or near the road. If a deal could be reached with the owner of the patents. There are no guarantees and the Company is providing NO assurance that it could reach a deal with the patent owner. ISSC plans to form joint ventures with companies that install and repair 5G poles in the Midwest for its Smart City and SmartRoad technology installations. ISSC plans to let the Joint-Venture to handle the installation of its road sensors around the country and install and repair 5G poles.

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 operates out of its administrative office facilities located at 291 S. La Cienega Blvd.,
Beverly Hills, CA 90212

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 that 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**
Tony Hicks	President, CEO, Treasurer, Secretary	Beverly Hills, CA 90212	See Below (1)(2)	See Below (1)(2)	See Below (1)(2)	See Below (1)(2)
Frank I Igwealor (for CED Capital, LLC) Enterprises, Inc.	Owner of more than 5%	Torrance, California	455	Preferred	91%	See Below (1)(2)
Frank I Igwealor	Owner of more than 5%	Torrance, California	509,837,103	Common Stock	10.22%	See Below (1)(2)
Alpharidge Capital LLC (Frank I Igwealor, CEO)	Owner of more than 5%	Torrance, California	161,614,689	Common Stock	3.24%	See Below (1)(2)
Frank I Igwealor	Owner of more than 5%	Torrance, California	45	Preferred	9.00%	See Below (1)(2)

1) As of June 30, 2023, the Company had no other Officers or Directors and no other control persons related to current management owned shares of any class of stock.

2) As of the date this report was filed, Frank I Igwealor owns and controls Community Economic Development Capital, LLC. (CED Capital), a California limited liabilities company, with an address at 370 Amapola Ave., Suite 200-A, Torrance, CA 90501. CED Capital owns Five (500) share of Special 2021 Series A Preferred Stock, at par value of $0.001, in exchange for $35,000. The Special 2021 Series A Preferred Stock has majority voting rights over all classes of stock. Each one (1) of the Special 2021 Series A Preferred Stock is convertible into 200,000,000 shares of the Company's common stock.

3) As of the date this report was filed, Frank has purchase from the open market, 59,837,103 shares of the Company's common stock at various market-based prices; Alpharidge Capital LLC had also purchased from the open market, 161,614,689 shares of the Company's common stock at various market-based prices.

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);

   No

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;

   No

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

   No

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.

   No

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.

   N/A

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: Udo Ekekeulu, Esq.
Firm: Alpha Advocate Law Group PC
Address 1: 11432 South Street, #373 Cerritos, CA 90703.
Address 2:
Phone: 310-866-6018
Email: alphaadvocatelaw@gmail.com

Accountant or Auditor

Name: N/A
Firm: N/A.
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

Investor Relations

Name: N/A
Firm: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A
All other means of Investor Communication:

Twitter: N/A
Discord: N/A
LinkedIn N/A
Facebook: N/A
[Other] N/A

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: N/A
Firm: N/A
Nature of Services: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

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)[3]:

Name: **Frank I Igwealor**
Title: **Corporate Controller**
Relationship to Issuer: **Principal Financial & Accounting Officer**

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

Mr. Igwealor has over twenty six years of management accounting and finance or consulting experience with OTC companies including more than fourteen years as senior management level such as CEO, CFO,

[3] 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.

Controller and Manager of several public or OTC companies including experience preparing financial reports for those public companies.

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.

C. Balance sheet;

D. Statement of income;

E. Statement of cash flows;

F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)

G. Financial notes; and

H. Audit letter, if audited

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, Tony Hicks certify that:

1. I have reviewed this Disclosure Statement for Profitable Developments 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.

8/13/2023

/s/ Tony Hicks

President and CEO

Principal Financial Officer:

I, *Frank I Igwealor* certify that:

1. I have reviewed this Disclosure Statement for Profitable Developments 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.

8/13/2023

/s/ Frank I Igwealor

Corporate Controller

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

Profitable Developments Inc.

INDEX TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

Profitable Developments, Inc.

CONDENSED CONSOLIDATED BALANCE SHEETS

(UNAUDITED)

	For the Period Ended	
	June 30, 2023	**December 31, 2022**
ASSETS		
Current Assets		
Cash	$ 9,748	$ 10,500
Prepaid expenses	-	-
TOTAL ASSETS	$ 9,748	$ 10,500
LIABILITIES & EQUITY		
Liabilities	$	$
Current Liabilities		
Accounts payable	$ 3,816	$ 3,816
Total Current Liabilities	107,447	87,447
Total Long Term Liabilities	111,263	91,263
Stockholders' deficit:		
Preferred Stock, $.001 par value, 3,000,000 authorized, 503 issued and outstanding as at June 30, 2023 and December 31, 2022 respectively.	5	5
Common Stock, $0.001 par value, 10,000,000,000 shares authorized, 4,989,672,411 and issued and outstanding as at June 30, 2023 and December 31, 2022 respectively.	498,967	498,967
Additional Paid-in Capital	1,231,246	1,231,246
Accumulated Deficits	(1,831,733)	(1,730,218)
Net Loss	(6,616)	(80,763)
Total Equity	(101,515)	(80,763)
TOTAL LIABILITIES & EQUITY	**$** 9,748	**$** 10,500

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

F-2

Profitable Developments Inc.

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(UNAUDITED)

	For the Period Ended	
	30-Jun-23	31-Dec-22
Ordinary Income/Expense		
Expense		
Advertising and Promotion	123	864
Automobile & Travel Expenses	205	1,436.90
Business Licenses and Permits: NV SoS	107	752
Bus. Licenses & Permits-Other	175	35,700.00
Community Outreach	166	1,165.00
Computer and Internet Expenses	223	1,562.97
Office Supplies	180	1,258.00
Accounting	298	2,085.00
Business Development	328	2,295.00
Investor Relations	207	1,450.00
Legal	1,607	11,250.00
OTC Markets	1,066	7,429.00
Stock Transfer Agents	857	6,000.00
Rent & Lease Expense	625	4,373.29
Telephone Expense	171	1,197
Training and Staff Development	278	1,945.00
Total Expense	6,616	80,762.86
Net Ordinary Income	(6,616)	(80,762.86)
BASIC AND DILUTED LOSS PER SHARE:	($0.0000)	($0.0000)
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING:		
Basic	4,989,672,411	4,989,672,411

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

F-3

Profitable Developments, Inc

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT

(UNAUDITED)

	Preferred Stock		Common Stock		Additional Paid-in	Accumulated	
	# of Shares	Amount	# of Shares	Amount	Capital	Deficit	TOTAL
Balance - December 31, 2018	3,000,000	$3,000	8,489,672,411	$825,467	$901,751	$ (1,730,218)	$ -
Balance - December 31, 2019	3,000,000	$3,000	8,489,672,411	$825,467	$901,751	$ (1,730,218)	$ -
Balance – **December 31, 2020**	3,000,000	$3,000	8,489,672,411	$825,467	$901,751	$ (1,730,218)	$ -
Net Income(Loss) - December 31, 2021			-	-	-	-	-
Balance - December 31, 2021	3,000,000	$3,000	8,489,672,411	$825,467	$901,751	$ (1,730,218)	$ -
Shares Cancellation	(2,999,500)	$(2,995)	(3,500,000,000)	(350,000)	$352,995		
Net Income(Loss) - December 31, 2022			-	-	-	(80,763)	(80,763)
Balance - December 31, 2022	500	$5	4,989,672,411	$498,967	$1,231,246	$ (1,810,981)	(80,763)
Prior Period Adjustments						(14,136)	(14,136)
Net Income(Loss) - June 30, 2023			-	-	-	(6,616)	(6,616)
Balance - June 30, 2023	500	$5	4,989,672,411	$498,967	$1,231,246	(1,831,733)	(101,515)

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

F-4

Profitable Developments Inc.

CONSOLIDATED STATEMENTS OF CASH FLOWS

(UNAUDITED)

	For the Period Ended	
	June 30, 2023	**December 31, 2022**
Cash Flows from Operating Activities:		
Net income(loss)	$ (6,616)	$ (80,762.86)
Adjustments to reconcile net income(loss) to net cash	-	-
used in operating activities	-	-
Depreciation and amortization	-	-
Other Payable and Accruals	-	-
Stock-based transaction expense	-	-
Loss on disposed fixed assets	-	-
Changes in operating assets and liabilities	-	3,816
Net Cash Used In Operating Activities	(6,616)	(76,817)
Cash Flows from Financing Activities:		
Note Payable-Golds. Franklin		87,447
Net Cash Provided By Financing Activities		87,447
Net Change in Cash for period	(6,616)	10,500
Prior Period Adjustments	5,864	
Cash and Cash Equivalents - Beginning of Year	10,500	-
Cash and Cash Equivalents - End of Year	$ 9,748	$ 10,500

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

F-5

Profitable Developments Inc, Ltd.
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
June 30, 2023

NOTE 1 – ORGANIZATION AND NATURE OF OPERATIONS

Profitable Developments Inc. herein "the Company" formerly known Stratton Holdings, Inc. until December 2012, and formerly KIDSational, Inc. until May 2009, used to seek to invest in key sections of the Property market such as: Atlanta, Orlando, Cape Coral as well as other, outside US markets. Until it stopped reporting in August 2014 and eventually abandoned its business, the opportunity that showed sufficient growth to make a significant investment did not materialize.

The Company had abandoned its business and failed to take steps to dissolve, liquidate and distribute its assets. It had also failed to meet the required reporting requirements with the Nevada Secretary of State, hold an annual meeting of stockholders and pay its annual franchise tax from September 2014 to 2021 which resulted in its Nevada charter being permanently revoked. The Company also failed to provide adequate current public information as defined in Rule 144, promulgated under the Securities Act of 1933, and was thus subject to revocation by the Securities and Exchange Commission pursuant to Section 12(k) of the Exchange Act. On June 23, 2021, a shareholder filed a petition for custodianship, with the District Court, Clark County, Nevada and was appointed as the custodian of the Company on July 21, 2021. The Company's Nevada charter was revived on August 4, 2021, and all required reports were filed with the State of Nevada soon after. The Company remains active as of the date of this report and is currently taking steps to provide adequate current public information to meet the requirements under the Securities Act of 1933. The custodian was not able to recover most of the Company's accounting records from previous management but was able to get a balance sheet, debt schedules, and the shareholder information hence the Company's outstanding common shares were reflected in the equity section of the accompanying unaudited financial statements for fiscal year ended 2022 and 2021, and for the quarters ending June 30, 2023.

Profitable Developments, Inc. (the Company), known Stratton Holdings, Inc. until December 2012, and formerly KIDSational, Inc. until May 2009, was incorporated on July 14, 1998 pursuant to the laws of the State of Nevada.

The company incurred operating losses over the years until it stopped reporting in August 2014, resulting in accumulated deficit of $1,730,218 as at March 31, 2014. After their quarterly reports of August 14, 2014, the Company stopped all forms of making public report of its operation and financial results.

On May 27, 2021, Alpharidge Capital, LLC, a shareholder of the Company, served a demand to the Company, at last address of record, to comply with the Nevada Secretary of State statues N.R.S. 78.710 and N.R.S. 78.150. On June 23, 2021, a petition was filed against the Company in the District Court of Clark County, Nevada, entitled "In the Matter of Profitable Developments Inc., a Nevada corporation" under case number A-20-836828-C by Alpharidge Capital, LLC, along with an Application for Appointment of Custodian, after several attempts to locate prior management and revive the Company's Nevada charter, which had been permanently revoked.

On July 21, 2021, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of Alpharidge Capital, LLC (the "Order"), as Custodian of the Company. Pursuant to the Order, the Alpharidge Capital, LLC (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter.

On July 10, 2021, pursuant to a Securities Purchase Agreement (SPA) the Custodian granted to Community Economic Development Capital, LLC. (CED Capital), 500 Series A preferred shares (convertible at 1 into 200,000,000 common shares, and super majority voting rights of all votes) in exchange for $85,000 which the Company used to fund the reinstatement of the Company with the State of Nevada, settlement of the Stock Transfer Agent's balance. CED Capital also undertook to make all reasonable efforts to provide adequate current public information to meet the requirements under the Securities Act of 1933.

On July 10, 2021, the Custodian appointed Frank I Igwealor, who is associated to Alpharidge Capital, LLC., as the Company's sole officer, secretary, treasurer and director.

The purchaser of the 500 Series A preferred shares has control of the Company through super majority voting rights over all classes of stock and the 500 Series A preferred shares are convertible into 100,000,000,000 (500 Series A preferred shares multiplied by 200,000,000) shares of the Company's common stock. However, the court appointed control still remains with the Custodian until the Custodian files a petition with the District Court of Clark County, Nevada to relinquish custodianship and control of the Company.

On July 16, 2021, the Company filed a Certificate of Revival with the Secretary State of the State of Nevada, which revived the Company's charter and appointed a new Resident Agent in Nevada.

On February 23, 2022, the Custodian obtained a court order to cancel net 3,500,000,000 shares of the Company's issued and outstanding common stock. The canceled shares were believed to be improperly issued by previous management of the company.

The company is currently a non-operating holding company.

The Company intends to go after the Toxic lenders and predatory lenders that have been milking the corporation and depriving the shareholders of stability because of the nonstop dilutions they had subjected the company to these past years.

The Company recently wrote down all of its assets to zero following a change of management because new management had doubts about the value of each assets and their availability for the Company's utilization. Following the management change, the Company has funded its operation with advances from the new management. The company hopes to continue with this arrangement until it could raise sufficient capital to stand on its own feet. The company has also engaged with forensic accountants and assets recovery consultants to help recover the assets of the company from previous management and predatory lenders to make shareholders whole again.

On April 4, 2022, the District Court of Clark County, Nevada entered an Order Discharging/Terminating Appointment of Alpharidge Capital, LLC because the custodian had satisfactorily completed the tasks outlined in the court order that granted the custodianship in the first place. The court handed the company back to the Company's Board of Directors to continue to manage the Company as a going concern.

On May 9, 2022, the Company entered into an agreement to merge with CryptoConcerts, Inc., a Crypto, Blockchain, Metaverse operation controlled by a former NBA star Joe Wallace and his business partner David Howard Weaver. CryptoConcerts Inc., operates crypto-optimized event solution for ticketing, NFT integrations, and more for both in-person and virtual events in the metaverse. CryptoConcerts is expected to launch later in 2022 with a ticketing platform capable of handling both crypto and traditional payments. It will also provide services for NFTs linked to tickets and events, and other streaming and distribution support for XR / Metaverse events. In 2023, CryptoConcerts will launch an Initial Exchange Offering (IEO) with its own token called CC Coin, and a Decentralized Autonomous Organization (DAO) to incentivize ticket buyers to engage with the new coin. CryptoConcerts will also provide streaming and ticketing services for the coming hybrid in-person & metaverse events industry.

On September 26,2022, CryptoConcerts, Inc. assigned its interest in PRDL to Choosing Independence Enterprises, Inc. Choosing Independence Enterprises, Inc. is the parent company of Intelligent Surface Systems, Inc. (ISSC). Following the combination of the businesses of the two entities, ISSC became an operating subsidiary of PRDL. ISSC wants to become a top player in the emerging new Smart City and SmartRoad technology. ISSC is currently in negotiation with the owner of 22 patents in 32 countries of sensors that are placed in, on or near the road. If a deal could be reached with the owner of the patents. There are no guarantees and the Company is providing NO assurance that it could reach a deal with the patent owner. ISSC plans to form joint ventures with companies that install and repair 5G poles in the Midwest for its Smart City and SmartRoad technology installations. ISSC plans to let the Joint-Venture to handle the installation of its road sensors around the country and install and repair 5G poles. The joint-venture prospect / 5G installer has established relationships with Verizon, ATT, Nexus and other major 5G installers.

There are no guarantees and the Company is providing NO assurance that it could be successful in integrating ISSC into its operations. Or that ISSC would become a top player in the emerging new Smart City and SmartRoad technology. Negotiation with the owner of 22 patents in 32 countries of sensors that are placed in, on or near the road may stall or collapse and there could be NO DEAL now or in the future. Even if the Company is able to achieve the goals articulated above, the Company provides NO assurance that it could raise sufficient capital to finance the planned installations to take advantage of the relationship with the owner of 22 patents in 32 countries of sensors that are placed in, on or near the road. Our business is not currently profitable and it might never become profitable in the future. Our cash and liquid capital are dwindling steadily and we would need to issue stock and dilute current shareholders to be able to finance our ongoing operating expenses.

NOTE 2 – BASIS OF PRESENTATION AND GOING CONCERN

Basis of Presentation

The Company has earned insignificant revenues from limited principal operations. Accordingly, the Company's activities have been accounted for as those of a "Development Stage Enterprise" as set forth in Financial Accounting Standards Board Statement No. 7 ("SFAS 7"). Among the disclosures required by SFAS 7 are that the Company's financial statements be identified as those of a development stage company, and that the statements of operations, stockholders' equity (deficit) and cash flows disclose activity since the date of the Company's inception.

Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States. All intercompany transactions have been eliminated.

Going Concern

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company currently has no operations with an accumulated deficit of $1,831,733 as of June 30, 2023. The Company intends to commence operations as set out below and raise the necessary funds to carry out the aforementioned strategies. The Company cannot be certain that it will be successful in these strategies even with the required funding. These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements in conformity with U.S. 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 consolidated financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statement of cash flows, cash equivalents include demand deposits, money market funds, and all highly liquid debt instructions with original maturities of three months or less.

Financial Instruments

The FASB issued ASC 820-10, Fair Value Measurements and Disclosures, for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required by the standard that the Company uses to measure fair value:

- Level 1: Quoted prices in active markets for identical assets or liabilities
- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.
- Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Concentrations and Credit Risks

The Company's financial instruments that are exposed to concentrations and credit risk primarily consist of its cash, sales and accounts receivable. The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

Foreign Currency Translation

The accounts of the Company are accounted for in accordance with the Statement of Financial Accounting Statements No. 52 ("SFAS 52"), "Foreign Currency Translation". The financial statements of the Company are translated into US dollars as follows: assets and liabilities at year-end exchange rates; income, expenses and cash flows at average exchange rates; and shareholders' equity at historical exchange rate.

Monetary assets and liabilities, and the related revenue, expense, gain and loss accounts, of the Company are re-measured at year-end exchange rates. Non-monetary assets and liabilities, and the related revenue, expense, gain and loss accounts are re-measured at historical rates. Adjustments which result from the re-measurement of the assets and liabilities of the Company are included in net income.

Share-Based Compensation

ASC 718, Compensation – Stock Compensation, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized in the period of grant.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, Equity – Based Payments to Non-Employees. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

As of June 30, 2023 and 2018, respectively, there was $0.00 of unrecognized expense related to non-vested stock-based compensation arrangements granted. There have been no options granted during the three months ended June 30, 2023 and 2022, respectively.

Income Taxes

The Company accounts for income taxes under ASC 740, Income Taxes. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. Deferred tax assets or liabilities were offset by a 100% valuation allowance, therefore there has been no recognized benefit As of June 30, 2023 and 2018, respectively. Further it is unlikely with the change of control that the Company will have the ability to realize any future tax benefits that may exist.

Commitments and Contingencies

The Company follows ASC 450-20, Loss Contingencies, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

Earnings Per Share

Net income (loss) per share is calculated in accordance with ASC 260, Earnings Per Share. The weighted-average number of common shares outstanding during each period is used to compute basic earnings or loss per share. Diluted earnings or loss per share is computed using the weighted average number of shares and diluted potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at June 30, 2023 and 2022. Due to net operating loss, there is no presentation of dilutive earnings per share, as it would be anti-dilutive.

Forgiveness of Indebtedness

The Company follows the guidance of ASC 470.10 related to debt forgiveness and extinguishment. Debts of the Company are considered extinguished when the statute of limitations in the applicable jurisdiction expires or when terminated by judicial authority such as the granting of a declaratory judgment. Debts to related parties or shareholders are treated as capital transactions when forgiven or extinguished and credited to additional paid in capital. Debts to non-related parties are treated as other income when forgiven or extinguished.

Recent Accounting Pronouncements

We have reviewed all the recently issued, but not yet effective, accounting pronouncements and we do not believe any of these pronouncements will have a material impact on the Company.

In August 2017, the FASB issued ASU No. 2017-12, Derivatives and Hedging (Topic 815), which changes both the designation and measurement guidance for qualifying hedging relationships and the presentation of hedge results, in order to better align an entity's risk management activities and financial reporting for hedging relationships. The amendments expand and refine hedge accounting for both nonfinancial and financial risk components and align the recognition and presentation of the effects of the hedging instrument and the hedged item in the financial statements. FASB ASU No. 2017-12 is effective for annual reporting periods beginning after December 15, 2018, including interim periods within those annual reporting periods, with early adoption permitted. We are still evaluating the impact that this guidance will have on our financial position or results of operations, and we have not yet determined whether we will early adopt FASB ASU No. 2017-12.

In March 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2016-09, Compensation – Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting. This guidance changes how companies account for certain aspects of share-based payments to employees. Among other things, under the new guidance, companies will no longer record excess tax benefits and certain tax deficiencies in additional paid-in-capital ("APIC"), but will instead record such items as income tax expense or benefit in the income statement, and APIC pools will be eliminated. Companies will apply this guidance prospectively. Another component of the new guidance allows companies to make an accounting policy election for the impact of forfeitures on the recognition of expense for share-based payment awards, whereby forfeitures can be estimated, as required today, or recognized when they occur. If elected, the change to recognize forfeitures when they occur needs to be adopted using a modified retrospective approach. All of the guidance will be effective for the Company in the fiscal year beginning January 1, 2018. Early adoption is permitted. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

In February 2016, the FASB issued ASU No. 2016-02, Leases (Topic 842), which establishes new accounting and disclosure requirements for leases. FASB ASU No. 2016-02 requires lessees to classify most leases as either finance or operating leases and to initially recognize a lease liability and right-of-use asset. Entities may elect to account for certain short-term leases (with a term of 12 months or less) using a method similar to the current operating lease model. The statements of operations will include, for finance leases, separate recognition of interest on the lease liability and amortization of the right-of-use asset and for operating leases, a single lease cost, calculated so that the cost of the lease is allocated over the lease term on a straight-line basis. While we are in the early stages of our implementation process for FASB ASU No. 2016-02, and have not yet determined its impact on our financial position or results of operations, these leases would potentially be required to be presented on the balance sheet in accordance with the requirements of

FASB ASU No. 2016-02. FASB ASU No. 2016-02 is effective for annual reporting periods beginning after December 15, 2018, including interim periods within those annual reporting periods, with early adoption permitted. FASB ASU No. 2016-02 must be applied using a modified retrospective approach, which requires recognition and measurement of leases at the beginning of the earliest period presented, with certain practical expedients available.

In July 2015, the FASB issued ASU No. 2015-11, Inventory (Topic 330): Simplifying the Measurement of Inventory. The guidance requires an entity to measure inventory at the lower of cost or net realizable value, which is the estimated selling prices in the ordinary course of business, less reasonably predictable costs of completion, disposal, and transportation, rather than the lower of cost or market in the previous guidance. This amendment applies to inventory that is measured using first-in, first-out (FIFO). This amendment is effective for public entities for fiscal years beginning after December 15, 2016, including interim periods within those years. A reporting entity should apply the amendments prospectively with earlier application permitted as of the beginning of an interim or annual reporting period. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

In June 16014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers ("ASU 2014-09"), which requires an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. ASU 2014-09 will replace most existing revenue recognition guidance in U.S. generally accepted accounting principles when it becomes effective. In July 2015, the FASB deferred the effective date of the standard by an additional year; however, it provided companies the option to adopt one year earlier, commensurate with the original effective date. Accordingly, the standard will be effective for the Company in the fiscal year beginning January 1, 2018, with an option to adopt the standard for the fiscal year beginning January 1, 2017. The Company is currently evaluating this standard and has not yet selected a transition method or the effective date on which it plans to adopt the standard, nor has it determined the effect of the standard on its financial statements and related disclosures.

NOTE 4 - INCOME TAXES

Income taxes are provided based upon the liability method. Under this approach, deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and their financial reporting amounts at each year-end. A valuation allowance is recorded against deferred tax assets if management does not believe the Company has met the "more likely than not" standard imposed by accounting standards to allow recognition of such an asset.

Deferred tax assets/liabilities were as follows As of June 30, 2023 and December 31, 2022:

Description	30-Jun-23	31-Dec-22
Net operating loss carry forward	1,831,733	1,730,218
Valuation allowance	(1,831,733)	(1,730,218)
Total	**$ -**	**$ -**

As of June 30, 2023, the Company expected no net deferred tax assets to be recognized, resulting from net operating loss carry forwards. Deferred tax assets were offset by a corresponding allowance of 100%.

The Company experienced a change in control during the year, and therefore no more than an insignificant portion of this net operating allowance will ever be used against future taxable income.

NOTE 5 – NOTES PAYABLE – RELATED PARTIES

The following notes payable were from related parties:

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.)
9/26/2022	250,000	250,000	6%	9/26/2024	50% of 25-day Volume Weighted Average closing price.	Frank I Igwealor (for CED Capital, LLC)	Merger and Acquisition
10/1/2022	111,263	111,263	12%	10/1/2024	50% of 25-day Volume Weighted Average closing price.	Frank I Igwealor	Operating Capital

NOTE 6 – CONVERTIBLE NOTES PAYABLE

The convertible notes payable outstanding during the period are held by related parties.

NOTE 7 - COMMITMENTS AND CONTINGENCIES

Risks and Uncertainties

The Company's operations are subject to significant risks and uncertainties including financial, operational and regulatory risks, including the potential risk of business failure.

The Company has entered into no contracts during the year as follows:

Legal and other matters

In the normal course of business, the Company may become a party to litigation matters involving claims against the Company. The Company's management is aware of a garnishment order that was previously served to the Company's Stock Transfer Agents. The Company's attorneys are reviewing the garnishment order to ascertain its implication to the company's financial statements. Aside from the court order discussed above, The Company's management is unaware of any pending or threatened assertions and there are no current matters that would have a material effect on the Company's financial position or results of operations.

NOTE 8 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through the date of filing the consolidated financial statements with OTC Markets, the date the consolidated financial statements were available to be issued. Management is not aware of any significant events that occurred subsequent to the balance sheet date that would have a material effect on the consolidated financial statements thereby requiring adjustment or disclosure, other than those noted below:

None.