



A Colorado Corporation

Disclosure Statement for Quarter End June 30, 2023

Information Provided Pursuant to
Rule 15c2-11 of the Securities and
Exchange Act of 1934, as Amended

Social Detention, Inc.

3000F Danville Blvd, Suite 145
Alamo, CA 94507

925.575.4433

www.sodetention.com

blegg@sodetention.com

SIC: 1542

Quarterly Report

For the Quarter Ending: June 30, 2023
(the "Reporting Quarter")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

197,753,333 as of June 30, 2023

197,753,333 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 Quarter:

Yes: ☐

No: ☒

Change in Control

Indicate by check mark whether a Change in Control of the company has occurred over this reporting Quarter:

Yes: ☐

No: ☒

1) Name 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.

Social Detention, Inc.

Chenghui Realty Holding Co. until 11-2016

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

Company was incorporated in the state of Colorado, May 20, 2015 and it is active

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

None

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

None

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

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

3000F Danville Blvd, Suite 145
Alamo, CA 94507

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

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

No proceedings

2) **Security Information**

Transfer Agent

Name: Pacific Stock Transfer
Phone: 702.361.3033
Email: info@pacificstocktransfer.com
Address: 6725 Via Austi Parkway
Suite 300
Las Vegas, NV 89119

Publicly Quoted or Traded Securities:

Trading symbol:	<u>SODE</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>164119109</u>	
Par or stated value:	<u>0.0001</u>	
Total shares authorized:	<u>200,000,000</u>	as of date: <u>June 30, 2023</u>
Total shares outstanding:	<u>197,753,333</u>	as of date: <u>June 30, 2023</u>
Total number of shareholders of record:	<u>54</u>	as of date: <u>June 30, 2023</u>

Other classes of authorized or outstanding equity securities:

Exact title and class of securities outstanding:	<u>Series A Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>0.0001</u>	
Total shares authorized:	<u>1,000,000</u>	as of date: <u>June 30, 2023</u>

Total shares outstanding:	<u>1,000,000</u>	as of date: <u>June 30, 2023</u>
Total number of shareholders of record:	<u>1</u>	as of date: <u>June 30, 2023</u>
Exact title and class of securities outstanding:	<u>Series B Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>0.0001</u>	
Total shares authorized:	<u>11,000,000</u>	as of date: <u>June 30, 2023</u>
Total shares outstanding:	<u>11,000,000</u>	as of date: <u>June 30, 2023</u>
Total number of shareholders of record:	<u>2</u>	as of date: <u>June 30, 2023</u>

Security Description:

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

Common shareholders are entitled to one vote per share held by the shareholder in matters brought before the board.

Common shareholders are entitled to dividends

Common shareholders are entitled to liquidation rights on a pro rata basis in the event of a liquidation of assets.

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

Series A Preferred Stock

Voting Rights.	Each Series A Share shall have one hundred thousand (100,000) votes for every one (1) share of Series A Stock in matters brought before the board.
Conversion Rights.	Each one (1) share of Series A Stock shall be convertible into one (1) share of common stock, at the option of the Holder.
Dividends:	Holders of Series A Preferred stock are not entitled to dividends.

Series B Preferred Stock

Voting Rights	Each Series B Share shall have one (1) vote for every one (1) share of Series B Stock in matters brought before the board.
Conversion Rights	Each one (1) share of Series B Stock shall be convertible into one hundred (100) shares of common stock, at the option of the Holder.
Dividends	Holders of Series B Preferred shares are not entitled to dividends.

Conversion Restrictions: Holder of Series B Stock shall be restricted to not be allowed to convert and possess more than the equivalent of 4.9% of the current issued and outstanding common shares at the time of conversion.

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

No other material rights exist for the holders 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 Quarter covered by this report.

No changes to rights have occurred during this reporting Quarter

3) Issuance History

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal Quarters and any subsequent Quarters: ☐

Shares Outstanding as of Second Most Recent Fiscal Quarter End: <u>Opening Balance</u> Date <u>12/31/2021</u> Common: 183,753,333 Preferred: 12,000,000			*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 (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>4/9/2022</u>	<u>New</u>	<u>7,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>No</u>	<u>Robert Legg</u>	<u>Acquisition¹</u>	<u>Restricted</u>	<u>144</u>
<u>4/9/2022</u>	<u>New</u>	<u>7,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>No</u>	<u>Joseph Scerbio</u>	<u>Acquisition¹</u>	<u>Restricted</u>	<u>144</u>
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report: <u>Ending Balance</u> Date: <u>June 30, 2023</u> Common: <u>197,753,333</u> Preferred: <u>12,000,000</u>									

1. Company acquired Danliv, Inc, for a total of 14,000,000 restricted common shares.

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: ☐

4) Issuer's Business, Products and Services

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

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

Social Detention is in the business of building infrastructure. With its acquisition of RL Consulting, it has a long history of successful contract awards, and has launched a program whereby it intends to grow through acquisition in the coming fiscal Quarter. The president, Mr Robert Legg has been able to build these companies in the past a from startup to companies that generate over \$15M in annual revenues. He intends to build a network of small providers into a large network that will both be able to provide synergistic support to the other parties, by means of production capabilities, financing and other relationships. To the bigger benefit of shared contracts. The goal in the next Quarter is to acquire 3-5 smaller entities that are generating between \$1-5M in revenue annually, and to be able to secure over \$15M in contracts for each in the coming 12 months.

The company intends to grow through acquisitions. It has plans to expand in the coming Quarters by acquiring strategically placed companies in the industry.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of such entity's business, contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

RL Consulting is owned 100% by parent.
DANLIV, Inc. is owned 100% by parent.

- C. Describe the issuers' principal products or services, and their markets

Company provided contracting services and supplies, both directly and through subcontractors.

5) Issuer's Facilities

Our executive offices are located at 3000F Danville Blvd, Alamo CA 94507. This office space is leased on a month-to-month basis.

6) Officers, Directors, and Control Persons

The following are all officers/directors or beneficial owners of more than 5% in the company.

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/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>Robert Legg</u>	<u>CEO</u>	Danville, CA	<u>98,760,260</u>	<u>Common</u>	<u>49.3%</u>	_____

<u>Robert Legg</u>	<u>CEO</u>	<u>Danville, CA</u>	<u>1,000,000</u>	<u>Series A</u>	<u>100%</u>	<u>Provides</u> <u>1,000,000,000</u> <u>votes or 97.9%</u> <u>control</u>
<u>Robert Legg</u>	<u>CEO</u>	<u>Danville, CA</u>	<u>10,000,000</u>	<u>Series B</u>	<u>90%</u>	Over 4.9% cant convert
<u>Hui Chen</u>	<u>shareholder</u>	<u>Shanghai,</u> <u>CHINA</u>	<u>53,138,400</u>	<u>Common</u>	<u>26.8%</u>	_____

7) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 Quarters, 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 Providers

Securities Counsel

Name: Thomas Cook
Firm: Law Offices of Thomas C Cook, Ltd.
Address 1: 10470 W, Cheyenne Avenue, Suite 115

Address 2: Las Vegas, NV 89129
Phone: 702.524.9151
Email: tccesq@aol.com

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: **Robert Legg**
Title: **CEO**
Relationship to Issuer: CEO to issuer
Person is chief executive and chief financial officer and as so maintains all the corporate records for these reports, and is uniquely qualified to present this report.

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).

The certifications shall follow the format below:

I, Robert Legg, certify that:

1. I have reviewed this Quarterly Report of Social Detention;
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 Quarter 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 Quarters presented in this disclosure statement.

June 30, 2023

/s/ Robert Legg

CEO and CFO



SOCIAL DETENTION, INC.

**QUARTER END REPORT
FOR THE QUARTER ENDED
JUNE 30, 2023**

FINANCIAL STATEMENTS



Social Detention, Inc.
(SOCIAL DETENTION)
3000 F Danville Blvd, Suite 145
Alamo, CA 94507

SOCIAL DETENTION UNAUDITED BALANCE
SHEET & FINANCIAL STATEMENTS

Issuer's most recent Consolidated Balance Sheet & Financial Statements for the
Quarter ended June 30, 2023

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Social Detention , Inc.
Consolidated Balance Sheets
(Unaudited subject to change)

	June 30, 2023	June 30, 2022
ASSETS		
Current assets		
Cash in bank	\$ 38,935	\$ 50,164
Accounts receivable	-	-
Total Current assets	38,935	50,164
Other assets		
Long term investment	28,300	28,300
Total other assets	28,300	28,300
Total Assets	\$ 67,235	\$ 78,464
LIABILITIES & STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable	\$ -	\$ -
Advances payable	-	-
Note payable - related party	-	-
Notes payable	72,000	72,000
Total current liabilities	72,000	72,000
Stockholders' Deficit		
Preferred stock, 25,000,000 shares authorized with \$0.001 par value. 12,000,000 shares issued or outstanding	12,000	12,000
Common stock, 200,000,000 shares authorized with \$0.001 par value. 197,753,333 issued and outstanding at each period respectively	197,753	197,753
Additional paid in capital	25,933	25,933
Consolidation accounting	-	-
Accumulated (deficit) Earnings	(240,450)	(229,222)
Total Stockholders' Deficit	(4,765)	6,464
Total Liabilities and Stockholders' Deficit	\$ 67,235	\$ 78,464

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

Social Detention , Inc.
Consolidated Statements of Operations
(Unaudited subject to change)

	Period Ended June 30,	Period Ended June 30,
	2023	2022
REVENUE		
Income	\$ 10,262	\$ 25,000
Prepaid Expenses		
GROSS PROFIT	\$ 10,262	\$ 25,000
Operating Expenses:		
Advertising	4,538	-
Automobile	-	-
Contracted Legal Services	2,100	-
Dues	-	3,865
General and administrative	-	-
Goodwill Impairment	-	-
Insurance Expense	-	9,283
Materials	-	18,963
Office Supplies	580	910
Permits/Licenses	400	3,014
Subcontractors	10,210	3,200
Rental Equipment	-	-
Taxes	825	2,609
Total Interest Expenses	-	-
Travel Expenses	-	-
Total operating expenses	18,653	41,844
Income (loss) from operations	(8,391)	(16,844)
Other income (expense)		
Interest expense	-	-
Other income (expense) net	-	-
Net income (loss)	(8,391)	(16,844)
Net income (loss) per share (Basic and fully diluted)	\$ (0.0000)	\$ (0.0001)
Weighted average number of common shares outstanding	197,753,333	197,753,333

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

Social Detention , Inc.
Consolidated Condensed Statement of Cash Flows
(Unaudited subject to change)

Cash Flows From Operating Activities		
Net Income (Loss)	\$ (8,391)	\$ (16,843)
Amortization and Impairment		
Depreciation		
Net Cash Used In Operating Activities	\$ (8,391)	\$ (16,843)
Accounts Payable	-	(29,719)
Accounts Receivable	-	32,962
Accrued Interest	-	-
Loan Payable	-	-
Changes in Operating Assets and Liabilities	\$ -	\$ 3,243
Net Cash Used by Operating Activities	\$ (8,391)	\$ (13,600)
All Capital Stock	-	-
Consolidated Accounting	-	-
Retained Earnings	103	25
Shares Issued for Cash	-	-
Cash Flows from Financing Activities	103	25
Net Increase /(Decrease) in Cash	(8,288)	(13,576)
Cash Beginning of Period	47,224	64,400
Cash, End of Period	\$ 38,935	\$ 50,164

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

Social Detention , Inc.
Condensed Consolidated Statement of Changes in Stockholders Equity (Deficit)
(Unaudited subject to change)

	<u>Shares</u>	<u>Amount</u> <u>(\$0.001 Par)</u>	<u>Shares</u>	<u>Amount</u> <u>(\$0.001 Par)</u>	<u>Paid in</u> <u>Capital</u>	<u>Accumulated</u> <u>Equity</u> <u>(Deficit)</u>	<u>Stockholders'</u> <u>Equity</u> <u>(Deficit)</u>
Balances December 31 2022	197,753,333	\$197,753	12,000,000	\$ 12,000	\$ 25,933	\$ (243,302)	\$ (7,616)
Changes					\$ -	\$ 11,140	\$ 11,140
Balances - March 31, 2023	197,753,333	197,753	12,000,000	12,000	25,933	\$ (232,162)	\$ 3,524
Changes	0	\$ -			\$ -	\$ (8,288)	\$ (8,288)
Balances - June 30, 2023	197,753,333	197,753	12,000,000	12,000	25,933	\$ (240,450)	\$ (4,765)



NOTES TO FINANCIAL STATEMENTS

June 30, 2023

NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION

Organization and History

Social Detention, Inc. (the "Company" or "Social Detention") was incorporated in the State of Colorado on May 20, 2015.

It currently trades on the Pink Sheet under the symbol "SODE". The Company's fiscal Quarter end is December 31st.

The financial statements include the Company and its wholly owned subsidiaries; all significant inter- company balances and transactions are eliminated.

Management, Operations and Risk

Social Detention is in the business of building infrastructure. With its acquisition of RL Consulting, it has a long history of successful contract awards, and has launched a program whereby it intends to grow through acquisition in the coming fiscal Quarter. The president, Mr Robert Legg has been able to build these companies in the past a from startup to companies that generate over \$15M in annual revenues. He intends to build a network of small providers into a large network that will both be able to provide synergistic support to the other parties, by means of production capabilities, financing and other relationships. To the bigger benefit of shared contracts. The goal in the next Quarter is to acquire 3-5 smaller entities that are generating between \$1-5M in revenue a Quarter today, and to be able to secure over \$15M in contracts for each in the coming 12 months.

Authorized Common Stock

As of June 30, 2023, Social Detention had an authorized common stock capital of 200,000,000 shares with a par value of \$0.0001. Authorized preferred stands at 15,000,000 shares with a par value of \$0.0001. These numbers remain unchanged as of the date of this filing and the Company has no current plans for any increase thereof.

Issued and Outstanding Common Stock

On April 9 , 2022 the company issued 14,000,000 common shares in the acquisition of Danliv, Inc.

As of June 30, 2023, Social Detention had a total of 197,753,333 Common Shares outstanding.

The Company has not entered into any agreement to promote its stock nor has it authorized any third party to conduct any type of promotion on its behalf.

Authorized and Issued and Outstanding Preferred Stock

As of June 30, 2023, Social Detention had authorized 1,000,000 Series A Preferred Shares of which 1,000,000 are outstanding.

As of June 30, 2023, Social Detention had authorized 11,000,000 Series B Preferred Shares of which 11,000,000 are outstanding.

Transfer Agent

During the quarter ended June 30, 2023, the Company's transfer agent, Pacific Stock Transfer, and the Company have reconciled the transfer agent records with the records of the Company and those of the State of Colorado.

Additional Organizational Items

None

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Cash and cash equivalents

The Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties and all highly liquid investments with an original maturity of three months or less as cash equivalents.

Revenue recognition

The Company has realized revenues from operations. The Company recognizes revenues when a contract is awarded and work has been commenced and it is under a bond, there is a contract for services and acceptance has been approved by the customer, the fee is fixed or determinable based on the completion of stated terms and conditions, and collection of any related receivable is probable. Net sales will be comprised of gross revenues less expected returns, trade discounts, and customer allowances that will include costs associated with off-invoice markdowns and other price reductions, as well as trade promotions and coupons. The incentive costs will be recognized at the later of the date on which the Company recognized the related revenue or the date on which the Company offers the incentive.

Basic and Diluted Loss per Share

The Company computes loss per share in accordance with “ASC-260,” “Earnings per Share” which requires presentation of both basic and diluted earnings per share on the face of the statement of operations. Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of outstanding common share during the Quarter. Diluted loss per share gives effect to all dilutive potential common shares outstanding during the Quarter. Diluted loss per share excludes all potential common shares if their effect is anti-dilutive.

Income Taxes

The Company accounts for income taxes pursuant to ASC 740. Under ASC 740 deferred taxes are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss carry forwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases.

The Company maintains a valuation allowance with respect to deferred tax asset. Social Detention establishes a valuation allowance based upon the potential likelihood of realizing the deferred tax asset and taking into consideration the Company’s financial position and results of operations for the current Quarter. Future realization of the deferred tax benefit depends on the existence of sufficient taxable income within the carry-forward Quarter under Federal tax laws.

Changes in circumstances, such as the Company generating taxable income, could cause a change in judgment about the reliability of the related deferred tax asset. Any change in the valuation allowance will be included in income in the Quarter of the change estimate.

Carrying Value, Recoverability and Impairment of Long-Lived Assets

The Company has adopted paragraph 360-10-35-17 of FASB Accounting Standards Codification for its long-lived assets. The Company’s long –lived assets are reviewed for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable.

The company assesses the recoverability of its long-lived assets by comparing the projected undiscounted net cash flows associated with the related long-lived asset or group of assets over their remaining estimated useful lives against their

respective carrying amounts. Impairment, if any, is based on the excess of the carrying amount over the fair value of those assets. Fair value is generally determined using the assets expected future discounted cash flows or market value, if readily determinable. If long-lived assets are determined to be recoverable, but the newly determined remaining estimated useful lives are shorter than originally estimated, the net book values of the long-lived assets are depreciated over the newly determined remaining estimated useful lives.

The Company considers the following to be some examples of important indicators that may trigger an impairment review; (i) significant under-performance or losses of assets relative to expected historical or projected future operating results; (ii) significant changes in the manner or use of assets or in the Company's overall strategy with respect to the manner of use of the acquired assets or changes in the Company's overall business strategy; (iii) significant negative industry or economic trends; (iv) increased competitive pressures; (v) a significant decline in the Company's stock price for a sustained Quarter of time; and (vi) regulatory changes. The Company evaluates acquired assets for potential impairment indicators at least annually and more frequently upon the occurrence of such events.

The impairment charges, if any, are included in operating expenses in the accompanying statements of operations.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect 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 Quarter. Management bases its estimates on historical experience and on various assumptions that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.

The Company's significant estimates include income taxes provision and valuation allowance of deferred tax assets; the fair value of financial instruments; the carrying value and recoverability of long-lived assets, and the assumption that the Company will continue as a going concern. Those significant accounting estimates or assumptions bear the risk of change due to the fact that there are uncertainties attached to those estimates or assumptions, and certain estimates or assumptions are difficult to measure or value.

Management regularly reviews its estimates utilizing currently available information, changes in facts and circumstances, historical experience and reasonable assumptions. After such reviews, and if deemed appropriate, those estimates are adjusted accordingly. Actual results could differ from those estimates.

Fair value of Financial Instruments

The estimated fair values of financial instruments were determined by management using available market information and appropriate valuation methodologies. The carrying amounts of financial instruments including cash approximate their fair value because of their short maturities.

Long Lived Assets

In accordance with ASC 350 the Company regularly reviews the carrying value of intangible and other long lived assets for the existence of facts or circumstances both internally and externally that suggest impairment. If impairment testing indicates a lack of recoverability, an impairment loss is recognized by the Company if the carrying amount of a long lived asset exceeds its fair value.

Stock-based Compensation

The Company accounts for stock-based compensation issued to employees based on FASB accounting standard for Share Based Payment. It requires an entity to measure the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). That cost will be

recognized over the Quarter during which an employee is required to provide service in exchange for the award – the requisite service Quarter (usually the vesting Quarter). It requires that the compensation cost relating to share-based payment transactions be recognized in financial statements. That cost will be measured based on the fair value of the equity or liability instruments issued. The scope of the FASB accounting standard includes a wide range of share-based compensation arrangements including share options, restricted share plans, performance-based awards, share appreciation rights, and employee share purchase plans.

Recent pronouncements

Management has evaluated accounting standards and interpretations issued but not yet effective as of June 30, 2023, and does not expect such pronouncements to have a material impact on the Company's financial position, operations, or cash flows.

NOTE 3 – STOCKHOLDER'S DEFICIT

The total number of common shares authorized that may be issued by the Company is 200,000,000 shares with a par value of \$0.0001 per share. The Company is authorized to issue 15,000,000 shares of preferred stock with a par value of \$0.0001 per share. As at June 30, 2023 there are twelve million preferred shares had been issued.

As at June 30, 2023 the total number of common shares outstanding was 197,753,333. The Company has an ongoing program of private placements to raise funds to support the operations.

NOTE 4 – GOING CONCERN

The company has not been profitable and although these financial statements are not audited it is management's opinion that an auditor would not express a "going concern" statement. The Company has an accumulated equity of \$3,524 and while it is still reliant on raising money for operations by seeking loans and selling its common stock, the operations are profitable.

NOTE 5 – RELATED PARTY NOTE

As at June 30, 2023 the Company owes \$72,000 to Robert Legg on a zero interest note

NOTE 6 – CONVERTIBLE NOTES PAYABLE

In the Company's ongoing efforts to raise money for acquisitions and operations the Company has received \$28,300 in cash and has issued Convertible Notes Payable in like amount. In accordance with PCAOB standards these notes are considered to be a derivative instrument and accordingly have had a conversion expense recorded on the books of the Company of \$28,300. This expense was determined using the Black-Scholes valuation model.

NOTE 7 - SUBSEQUENT EVENTS

The Company has investigated and determined that there are no substantive events that have occurred since the end of this reporting Quarter and the date of the filing of theses financial statements.