

FUNR

7660-H FAY AVENUE #826
LA JOLLA, CA 92037-4843

888 387 9278
https://FUNR.ai
ceo@FUNR.ai

Annual Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

9,022,570,787 as of December 31, 2023 *(Current Reporting Period Date or More Recent Date)*

8,447,642,216 as of December 31, 2022 *(Most Recent Completed Fiscal Year End)*

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 Control⁴ of the company has occurred during this reporting period:

Yes: No:

⁴ "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

- FUNR (August 24, 2022 to the present)
- Cuba Beverage Company (September 7, 2010 to August 24, 2022)
- Green Card Capital Corporation (October 30, 2008 to September 7, 2010)
- Green America Land Holdings, Inc. (March 27, 2008 to October 30, 2008)
- Innotelco, Inc. (April 29, 2005 to March 27, 2008)
- International Precious Metals Corporation (October 11, 1995 to March 28, 2005)
- International Platinum Corporation (December 31, 1987 to October 11, 1995)

Current State and Date of Incorporation or Registration: Wyoming (March 28, 2005 to the present)
Standing in this jurisdiction: (e.g. active, default, inactive): active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

none

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

none

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

none

Address of the issuer's principal executive office:

7660-H FAY AVENUE
STE 826
LA JOLLA, CA 92037-4843

Address of the issuer's principal place of business:

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

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

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

On June 12, 2019, the District Court of the First Judicial District of the State of Wyoming appointed Margaret Willett as custodian of the Company, thereby allowing her to exercise all of the powers of the corporation, through or in place of its board of directors, to the extent necessary to manage the business and affairs of the corporation.

On June 21, 2022, the District Court for the First Judicial District of the State of Wyoming ordered that Margaret Willett be discharged as custodian of FUNR (the "Company") and that the custodianship be dismissed.

2) Security Information

Transfer Agent

Name: Colonial Stock Transfer, Inc.
Phone: (801) 355-5740
Email: kalyshachandler@colonialstock.com
Address: 7840 S 700 E, Sandy, UT 84070

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: | FUNR | |
| Exact title and class of securities outstanding: | Common Stock | |
| CUSIP: | 126524107 | |
| Par or stated value: | 0.00001 per share | |
| Total shares authorized: | 10,000,000,000 | as of date: December 31, 2023 |
| Total shares outstanding: | 9,022,570,787 | as of date: December 31, 2023 |
| Total number of shareholders of record: | 299 | as of date: December 31, 2023 |

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

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 that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

| | | |
|---|-------|-------------------|
| Exact title and class of the security: | _____ | |
| 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: _____ |

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

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.

Each share of common stock:

- Has one vote per share on election of each direct and other matters submitted to a vote of stockholders
- Has equal rights with all holders of issued and outstanding common stock to receive dividends from funds legally available therefore, if any, when as and if declared from time to time by the Board of Directors.
- Is entitled to share equally with all holders of issued and outstanding common stock in all of our assets remaining after payment of liabilities, upon liquidation, dissolution or winding up of our affairs
- Does not have preemptive, subscription or conversion rights; and
- Does not have cumulative voting rights

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

None

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.

None

3) Issuance History

*The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.***

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

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 <u>Opening Balance:</u> | | | *Right-click the rows below and select "Insert" to add rows as needed. | | | | | | |
|--|--|--|--|---|--|--|--|---|---|
| Date <u>12/31/2022</u> Common: <u>8,447,642,216</u> Preferred: <u>0</u> | | | | | | | | | |
| Date of Transaction | Transaction type (e.g., new issuance, cancellation, shares returned to treasury) | Number of Shares Issued (or cancelled) | Class of Securities | Value of shares issued (\$/per share) at Issuance | Were the shares issued at a discount to market price at the time of issuance? (Yes/No) | Individual/ Entity Shares were issued to. *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. |
| <u>03/25/22</u> | <u>New Issuance</u> | <u>5,000,000,000</u> | <u>Common</u> | <u>\$0.0001148</u> | <u>Yes</u> | Margaret Willett | Satisfaction of Judgment; Satisfaction of Loans | Restriction | Section 4(a)(2) |
| <u>04/07/22</u> | <u>New Issuance</u> | <u>250,000,000</u> | <u>Common</u> | <u>\$0.0001148</u> | <u>Yes</u> | Graham Cox | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | Section 3(b), Rule 701, Section 4(a)(2) |
| <u>04/07/22</u> | <u>New Issuance</u> | <u>250,000,000</u> | <u>Common</u> | <u>\$0.0001148</u> | <u>Yes</u> | Ethan Zachadnyk | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | Section 3(b), Rule 701, Section 4(a)(2) |

| | | | | | | | | | |
|-----------------|---------------------|--------------------|---------------|-----------------|------------|-----------------|---|-------------|---|
| <u>10/27/22</u> | <u>New Issuance</u> | <u>35,000,000</u> | <u>Common</u> | <u>\$0.000</u> | <u>Yes</u> | Jarred Davidson | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | Section 3(b), Rule 701, Section 4(a)(2) |
| <u>09/05/23</u> | <u>New Issuance</u> | <u>43,500,000</u> | <u>Common</u> | <u>\$0.0002</u> | <u>Yes</u> | Kevin Ferguson | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | Section 3(b), Rule 701, Section 4(a)(2) |
| <u>09/05/23</u> | <u>New Issuance</u> | <u>20,000,000</u> | <u>Common</u> | <u>\$0.0002</u> | <u>Yes</u> | Steven King | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | Section 3(b), Rule 701, Section 4(a)(2) |
| <u>09/05/23</u> | <u>New Issuance</u> | <u>250,000,000</u> | <u>Common</u> | <u>\$0.0002</u> | <u>Yes</u> | Ethan Zachadnyk | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | Section 3(b), Rule 701, Section 4(a)(2) |

| | | | | | | | | | |
|--|------------------------------|--------------------|---------------|-----------|------------|-------------------|---|-------------|--|
| <u>09/19/23</u> | <u>New Issuance</u> | <u>45,000,000</u> | <u>Common</u> | \$0.0001 | <u>Yes</u> | Kevin Ferguson | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | <u>Section 3(b), Rule 701, Section 4(a)(2)</u> |
| <u>11/22/23</u> | <u>New Issuance</u> | <u>71,428,571</u> | <u>Common</u> | \$0.00007 | <u>Yes</u> | Casey Christensen | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | <u>Section 3(b), Rule 701, Section 4(a)(2)</u> |
| <u>11/22/23</u> | <u>New Issuance</u> | <u>35,000,000</u> | <u>Common</u> | \$0.00007 | <u>Yes</u> | Mark R Morrow | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | <u>Section 3(b), Rule 701, Section 4(a)(2)</u> |
| <u>12/22/23</u> | <u>New Issuance</u> | <u>110,000,000</u> | <u>Common</u> | \$0.00005 | <u>Yes</u> | Dean Hilderhoff | Vesting of RESTRICTED COMMON STOCK SHARES | Restriction | <u>Section 3(b), Rule 701, Section 4(a)(2)</u> |
| Shares Outstanding on Date of This Report: | | | | | | | | | |
| <u>Ending Balance:</u> | | | | | | | | | |
| Date <u>12/31/2023</u> | Common: <u>9,022,570,787</u> | | | | | | | | |
| Preferred: <u>0</u> | | | | | | | | | |

Example: A company with a fiscal year end of December 31st 2023, 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, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

B. Promissory and Convertible Notes

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

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

| Date of Note Issuance | Outstanding Balance (\$) | Principal Amount at Issuance (\$) | Interest Accrued (\$) | Maturity Date | Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares) | Name of Noteholder. *** You must disclose the control person(s) for any entities listed. | Reason for Issuance (e.g. Loan, Services, etc.) |
|-----------------------|--------------------------|-----------------------------------|-----------------------|---------------|--|---|---|
| 7/1/2022 | 60,992 | 60,992 | 0 | 10/12/2023 | none | Mark Hagen | Loan for work capital |
| 10/12/2022 | 15,000 | 15,000 | 0 | 10/12/2023 | none | Mark Hagen | Loan for work capital |
| 12/31/2022 | 44,360 | 44,360 | 0 | 7/1/2024 | none | Mark Hagen | Loan for work capital |
| 3/31/2023 | 45,350 | 45,350 | 0 | 7/1/2024 | none | Mark Hagen | Loan for work capital |
| 6/30/2023 | 44,000 | 44,000 | 0 | 12/31/2024 | none | Mark Hagen | Loan for work capital |
| 12/31/2023 | 5,500 | 5,500 | 0 | 12/31/2024 | none | Mark Hagen | Loan for work capital |

***Control persons for any entities in the table above must be disclosed in the table or in a footnote here.

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. 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")

The company's official direction is an intellectual property / brand licensing company with the goal of a unified brand direction under the FUNR umbrella. FUNR is building a specific lifestyle brand and developing proprietary AI technology to expand its umbrella and vision. In addition the Company aims to create a community of paid members-the FUNR community.

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

VESL LLC, a wholly-owned subsidiary limited liability company in the State of Wyoming.

C. Describe the issuers' principal products or services.

Intellectual property / brand licensing

5) Issuer's Facilities

The goal of this section is to provide investors 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. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company leases a UPS mail box for \$40 per month to receive mail. The Company is researching the lease of offices with physical space.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. 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. 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 investors 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 owners.

| 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 |
|--|---|---|------------------------|------------------|---|--|
| Zachary Santee Kramer | Owner of more than 5% | Crestone, Colorado | 518,737,500 | Common | 5.69% | |
| Control Block LLC | Owner of more than 5% | Cheyenne, Wyoming | 5,000,000,000 | Common | 54.81% | Ethan Zachadnyk |
| Ethan Zachadnyk | Director, President | San Diego, California | 500,000,000 | Common | 5.48% | |

Control Block LLC owns 5,000,000,000 shares of FUNR stock as of December 31, 2023.

Control Block LLC has 1 member, Ethan Zachadnyk, the Issuer's CEO/CFO.

Ethan Zachadnyk
723 Reed Avenue
San Diego, CA 92109
(858) 456-4011

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

None

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None

5. Been the subject 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

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

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 to 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.

Litigation Descriptions

George Sharp Litigation Against the Issuer

On June 8, 2020, George Sharp, the Plaintiff, filed a complaint against the Issuer, Mark Hagen, Margaret Willett and Does 1-50 alleging breach of contracts for failure to pay the full value of agreements between George Sharp and the Issuer (George Sharp v. Cuba Beverage Company, Mark Hagen, Margaret Willett and Does 1-50, Superior Court of the

California, Central Division, Case No. 27-2020-00019244-CL-BC-CTL). On February 7, 2022, a notice of Entry of Judgment was entered regarding a February 7, 2022 judgment against the Company for \$26,476. On September 9, 2022, a Notice of Entry of Amended Judgment was entered in the amount of \$54,692 against the Company. On October 27, 2022, an Acknowledgement of Satisfaction of Judgment, in the amount of \$5,000, was entered by the court with respect to defendants Mark Hagen and Margaret Willett's total liability in this matter. The Company will not be filing an appeal.

Issuer's Litigation against Zachary Kramer, Alex Procopio, and Colonial Stock Transfer Co

On March 12, 2023, the Issuer filed a complaint against Zachary Kramer, Alex Procopio (the Issuer's former Chief Executive Officer from 2011 to 2016), and Colonial Stock Transfer Co alleging the fraudulent transfer of 518,737,500 common stock shares from Procopio to his nephew Kramer for the alleged purpose of conducting an illegal distribution of such shares upon the public (FUNR v. Zachary Kramer, Alex Procopio, Colonial Stock Transfer Co., Does 1-99, Superior Court of California, Central Division). The Complaint alleges that if defendant Procopio is allowed to continue to distribute the 518,737,500 ostensible shares to the public, by way of a work-around transfer to his defendant nephew, Zachary Kramer, the Issuer will be materially harmed by having the 518,737,500 shares be used as an instrumentality of fraud and thereby cause material harm to the Issuer and its shareholders. The Complaint further states that: (a) starting in 2012 Defendant Procopio participated in a fraudulent pump and dump scheme involving the Issuer to obtain illegal profits; (2) in 2019, criminal charges were filed against Defendant Procopio (US v. Alex Procopio SDCA Case No. 3:19-CR-04549-BTM) alleging a fraudulent scheme to commit securities fraud and in connection with such action on February 5, 2020 a judgment was entered against Defendant Procopio finding him guilty of one count of criminal conspiracy; (3) in 2019, the SEC filed an action against defendant Procopio (SEC v. Procopio et al SDCA Case No. CV-00182-BEN-LL) alleging a fraudulent kickback scheme involving the Issuer's shares to evade the registration and anti-fraud provisions and on or about May 2, 2020, Procopio was enjoined from future violations of the anti-fraud and registration provisions. An SEC order prohibits Procopio from acting as an officer or director of any issuer that has a class of securities registered pursuant to Section 12 of the Securities & Exchange Act of 1934, and bars Procopio from participating in an offering of penny stock, including engaging in activities with a broker, dealer, or issuer for purposes of issuing, trading, or inducing or attempting to induce the purchase or sale of a penny stock. The Parties executed a May 16, 2023 Release and Settlement Agreement providing for the Company's purchase of the Shares for \$45,000 to be paid to Kramer and a mutual release between the Parties. As of December 31, 2023 Kramer had the restricted legend removed from so said shares; thus the shares are unrestricted.

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.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Allan Cate, ESQ
Address 1: 888 Prospect Street, Suite 200
Address 2: La Jolla, California 92037
Phone: (858) 224-5865
Email: INFO@ACATELAW.COM

Accountant or Auditor

Name: Jack Runke, CPA
Firm:
Address 1: 7490 Opportunity Road, Suite 3394
Address 2: San Diego, CA 92111
Phone: (858) 245-9917
Email: jrunkecpa@yahoo.com

Investor Relations

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

All other means of Investor Communication:

X (Twitter): @CubaBevCompany
Discord: _____
LinkedIn: _____
Facebook: _____
[Other]: _____

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

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

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Ethan Zachadnyk
Title: CEO
Relationship to Issuer: CEO

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

- IFRS
 U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Jack Runke
Title: CPA
Relationship to Issuer: Accountant

Describe the qualifications of the person or persons who prepared the financial statements:⁵

Jack Runke has been a licensed Certified Public Accountant in California for 38 years and has 38 years experience preparing financial statements in accordance with GAAP.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be “machine readable”. Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Ethan Zachadnyk certify that:

1. I have reviewed this Disclosure Statement for FUNR;
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.

March 31, 2024 [Date]

s/s Ethan Zachadnyk [CEO's Signature]

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

Principal Financial Officer:

I, Ethan Zachadnyk certify that:

1. I have reviewed this Disclosure Statement for FUNR;
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.

March 31, 2024 [Date]

s/s Ethan Zachadnyk [CEO's Signature]

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

FUNR (CUBA BEVERAGE COMPANY)
Consolidated Financial Statements
December 31, 2023

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FUNR (FKA CUBA BEVERAGE COMPANY)

Consolidated Balance Sheet

December 31, 2023

| Assets | |
|--|---------------------------|
| Cash | \$ 5,003 |
| Capitalized Program Design Costs | 49,913 |
| Total Assets | \$ <u>54,916</u> |
| <hr/> | |
| Liabilities and Shareholder' Deficit | |
| Current Liabilities | |
| Accounts Payable | 7,926 |
| Interest Payable | \$ 23,397 |
| Settlement Payable | 26,476 |
| Due to Related Party | 215,202 |
| Total Current Liabilities | <u>273,001</u> |
| Shareholders' Deficit | |
| Preferred Stock - no par value, 800,000,000 shares authorized, none issued | - |
| Common Stock - no par value, 10,000,000,000 shares authorized, 9,022,570,787 shares issued and outstanding as of December 31, 2023 | 6,408,334 |
| Accumulated Deficit | <u>(6,626,419)</u> |
| | <u>(218,085)</u> |
| Total Liabilities and Shareholders' Deficit | \$ <u>54,916</u> |

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

FUNR (FKA CUBA BEVERAGE COMPANY)
Consolidated Statement of Operations and Shareholders' Deficit
For the Year Ended December 31, 2023

| | | |
|--|----|--------------------|
| Revenue | \$ | - |
| Operating Expenses | | 75,961 |
| Interest Expense | | 19,754 |
| Net Loss | | (95,715) |
| Accumulated Deficit January 1, 2023 | | (6,530,704) |
| Accumulated Deficit December 31, 2023 | | (6,626,419) |
| Net Loss per Share of Common Stock Basic and diluted | \$ | (0.0000113) |
| Weighted Average Shares of Common Stock Outstanding Basic and Diluted | | 9,022,570,787 |

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

FUNR (FKA CUBA BEVERAGE COMPANY)

Consolidated Statements of Stockholders' Deficit

For the Year Ended December 31, 2023

| | Preferred Stock | | Common Stock | | Accumulated Deficit | |
|------------------------------|-----------------|--------|---------------|-----------|---------------------|-----------|
| | Shares | Amount | Shares | Amount | Deficit | Total |
| Balance at January 1, 2023 | - | - | 8,447,642,216 | 6,408,334 | (6,530,704) | (122,370) |
| Issued Shares | | | 574,928,571 | | | |
| Net loss | | | | | (95,715) | (95,715) |
| Balance at December 31, 2023 | - | - | 9,022,570,787 | 6,408,334 | (6,626,419) | (218,085) |

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

FUNR (CUBA BEVERAGE COMPANY)

Consolidated Statement of Cash Flows

For the Year Ended December 31, 2023

| | |
|--|-----------------|
| Cash Flows from Operations | |
| Net Loss from Operations | \$ (95,715) |
| Less increase in Accounts Payable | <u>7,234</u> |
| Net Cash Used in Operating Activities | <u>(88,481)</u> |
| | |
| Cash Flows from Investing Activities | |
| Increase in Other Assets | <u>(45,903)</u> |
| Cash Flows from Financing Activities | |
| Capital Provided by Mark Hagen Loans | 94,850 |
| Capital Investment | <u>23,640</u> |
| Net Cash Provided by Financing Activities | <u>118,490</u> |
| | |
| Net Increase (decrease) in Cash | (15,894) |
| | |
| Cash Balance January 1, 2023 | <u>20,897</u> |
| | |
| Cash Balance December 31, 2023 | <u>\$ 5,003</u> |
| | |
| Interest Paid | - |
| Taxes Paid | - |

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

FUNR (FKA Cuba Beverage Company)

Notes to the Consolidated Financial Statements

NOTE 1 - NATURE OF OPERATIONS

Prior to 2016, Cuba Beverage Company, a Wyoming corporation (the "Company"), manufactured and sold an all-natural juice beverage in San Diego, California serving customers across the United States and internationally. Currently, the Company has no operations. The Company was incorporated on January 26, 2007 and is a continuation of Cuba Beverage Company, a California Corporation, which merged as a Delaware Corporation on September 8, 2008. On July 31, 2010, Green Card Capital, Inc., a Wyoming corporation changed its name to Cuba Beverage Company and completed a share exchange with Cuba Beverage Company, the Delaware corporation, and became its wholly owned subsidiary. On August 24, 2022 Cuba Beverage Company filed to change its name with Wyoming Secretary of State to FUNR, which name change was approved by FINRA on October 10, 2022. The financial statements contained herein are the consolidated results of FUNR (FKA Cuba Beverage Company), Wyoming.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

These financial statements are presented as unaudited and in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America. The Company believes that these financial statements present fairly, in all material respects, the financial position of the Company and the results of its operations and cash flows for the periods presented. The Company has a calendar year-end accounting period.

Revenue

During the year ended December 31, 2023 the Company had no revenues.

Accounts receivable

The Company is still a relative startup company and provides credit in the normal course of business to its customers and performs ongoing credit evaluations of those customers. There are no accounts receivables as of December 31, 2022.

Inventory & Cost of Goods Sold

There is no inventory as of December 31, 2023 as there are no operations.

Income Taxes

Deferred taxes are recognized for operating losses that are available to offset future federal income taxes.

Advertising

Advertising costs are expensed as incurred and included in operating expenses.

Use of Estimates

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

NOTE 3 - RELATED PARTY TRANSACTIONS

During the year ended December 31, 2019, the Company commenced OTC Markets reporting procedures and has been funded by a related party, who has helped with paying bills to keep the Company in compliance. As of December 31, 2023, the balance due of \$215,202 outstanding to this related party was converted to a note payable described in Note 4.

FUNR (FKA Cuba Beverage Company)

Notes to the Consolidated Financial Statements

NOTE 4 – LOAN PAYABLE

The Company has three notes payable to Mark Hagen as follows:

\$15,000, due in full, including interest at 10% per annum on October 12, 2023

\$60,992, due in full, including interest at 10% per annum on October 12, 2023

\$44,360, due in full, including interest at 10% per annum on July 1, 2024

\$45,350, due in full, including interest at 10% per annum on July 1, 2024

\$44,000, due in full, including interest at 10% per annum on December 31, 2024

\$ 5,500, due in full, including interest at 10% per annum on December 31, 2024

NOTE 5 - INCOME TAXES

The Company accounts for income taxes under ASC Topic 740: Income Taxes which requires the recognition of deferred tax assets and liabilities for both the expected impact of differences between the financial statements and the tax basis of assets and liabilities, and for the expected future tax benefit to be derived from tax losses and tax credit carryforwards. ASC Topic 740 additionally requires the establishment of a valuation allowance to reflect the likelihood of realization of deferred tax assets. The Company has a net operating loss carryforward for tax purposes that can be carried forward indefinitely under the Tax Cuts and Jobs Act. Internal Revenue Code Section 382 places a limitation on the amount of taxable income that can be offset by carryforwards after certain ownership shifts.

The Company has recorded a full valuation allowance against its net deferred tax asset. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible.

The Company has not completed a study to determine whether any ownership change per the provisions of Section 382 of the Internal Revenue Code of 1986, as amended, as well as similar state provisions, has occurred. Utilization of the Company's net operating loss and income tax credit carryforwards may be subject to a substantial annual limitation due to ownership changes that may have occurred or that could occur in the future. These ownership changes may limit the amount of the net operating loss and income tax credit carryover that can be utilized annually to offset future taxable income. In general, an "ownership change" as defined by Section 382 of the Code results from a transaction or series of transactions over a three-year period resulting in an ownership change of more than 50 percentage points of the outstanding stock of a company by certain stockholders.

FUNR (FKA Cuba Beverage Company)

Notes to the Consolidated Financial Statements

Uncertain tax positions

In accordance with authoritative guidance, the impact of an uncertain income tax position on the income tax return must be recognized at the largest amount that is more-likely-than-not to be sustained upon audit by the relevant taxing authority. An uncertain income tax position will not be recognized if it has less than a 50% likelihood of being sustained. The Company has no material uncertain tax positions as of December 31, 2023.

The Company recognizes interest and penalties related to unrecognized tax positions within the income tax expense line in the accompanying consolidated statement of operations. There were no accrued interest and penalties associated with uncertain tax positions as of December 31, 2023 and 2022.

The Company is subject to U.S. federal and state income tax, and in the normal course of business, its income tax returns are subject to examination by the relevant taxing authorities. As of December 31, 2022, the 2017 – 2020 tax years remain subject to examination in the U.S. federal tax and various state tax jurisdictions. However, to the extent allowed by law, the taxing authorities may have the right to examine the period from 2013 through 2020 where net operating losses and income tax credits were generated and carried forward and make adjustments to the amount of the net operating loss and income tax credit carryforward amount. The Company is not currently under examination by federal or state jurisdictions.

NOTE 6 - GOING CONCERN

Certain conditions indicate the Company may not be able to continue as a going concern. The Company's costs have far outweighed the income since the inception of the Company. The Company's costs have been solely supplemented by additional investments in the Company and may not be able to be sustained. The accompanying financial statements do not include any adjustments to the financial statements that might be necessary should the Company be unable to continue as a going concern.

NOTE 7 - CAPITAL STOCK

The Company has two classes of stock: common and preferred. The common stock has 9,022,570,787 shares issued and outstanding as of December 31, 2023; no shares of preferred stock are issued or outstanding at this time. In March of 2022, 5,000,000,000 shares were issued to two shareholders in settlement of a litigation awarded in 2021.

On April 7, 2022, the Company adopted its 2022 Equity Incentive Plan (the "Plan"), which provides for the grant, at the discretion of the Board (or a committee thereof), of incentive stock options, non-qualified stock options, stock appreciation rights, restricted awards, performance share awards, cash awards, and other equity-based awards, with a maximum of 1,200,000,000 shares of the Company's common stock that may be issued pursuant to the Plan.

On April 7, 2022, the Company issued 500,000,000 restricted stock units (RSU's) to each of its directors, of which 250,000,000 RSUs vested immediately and the remaining 250,000,000 RSUs vest upon the Company's filing of a Form 10 or S-1 with the United States Securities and Exchange Commission.

On October 27, 2022, the Company issued 35,000,000 restricted stock units (RSU's) to a former officer of the company of which 17,500,000 RSUs vested immediately and the remaining 17,500,000 RSUs vest upon the Company's filing of a Form 10 or S-1 with the United States Securities and Exchange Commission.

On September 9, 2023, the Company issued 358,500,000 restricted stock units (RSU's) to investors.

On December 22, 2023, the Company issued 216,428,571 restricted stock units (RSU's) to investors.

NOTE 8 - LITIGATION

On September 9, 2020, George Sharp ("Sharp"), a former consultant of the Company, filed an action against the Company alleging breach of contract. On January 21, 2022, the Court granted Sharp's motion for summary judgment against the Company, and on February 7, 2022, the Court entered judgment in favor of Sharp and against the Company for \$26,476 including interest. The Company is considering its options, including filing an appeal.