

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

### **Gourmet Provisions International Corporation**

A Delaware Corporation

322 Mall Blvd  
Monroeville PA 15146

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412-550-0173

GourmetProvisionsInternational.com  
Info@GourmetProvisionsInternational.com  
SIC Code: 5812

### **Quarterly Report For the Period Ending: 3/31/2024**

#### **Outstanding Shares**

As of 5/17/2024, the number of shares outstanding of our Common Stock was: 3,564,774,816

As of 3/31/2024, the number of shares outstanding of our Common Stock was: 2,944,774,816

As of 12/31/2023, the number of shares outstanding of our Common Stock was: 2,441,774,816

As of 3/31/2023, the number of shares outstanding of our Common Stock was: 191,818,150

#### **Shell Status**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒ (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

#### **Change in Control**

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

<sup>1</sup> "Change in Control" shall mean any events resulting in:

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

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

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

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

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

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

Gourmet Provisions International Corp. primary business locations: a lease and mailing address of: 322 Mall Blvd, suite 214 Monroeville PA 15146 and owns offices at 8 Westmoreland Rd Trafford PA 15239 also used as a shipping and storage facility for our Unique Foods various products.

Wholly owned subsidiary Jose Madrid Salsa Corp. owns the building and is used for all of our production, shipping facility and offices at 601 Putnam Ave Zanesville OH 43701.

Wholly owned subsidiary PopsyCakes LLC. with a manufacturing plant located at: Spanish River Plaza Office, 500 NE Spanish River Blvd #22 Boca Raton FL 33431. At that location we own the equipment to produce, package and store our PopsyCakes & PopsyBites, this location is covered in a \$2 million insurance policy and has \$15,000+ of our inventory.

Gourmet Provisions International Corp. owns 50% of Christopher Street Products which is located at: 578 Midland Ave Staten Island NY 10306 This warehouse is used for our CSP offices, product storage and shipping for our Christopher Street Products, wine, coffee, salad dressing, jams, jellies etc.

Gourmet Provisions International Corp. has a distribution agreement with the brand Cousin T's has a lease and mailing address of: 322 Mall Blvd, suite 214, Monroeville PA 15146 and owns offices at 8 Westmoreland Rd Trafford PA 15239

Wholly owned subsidiary Pizza Fusion has a lease and mailing address of: 322 Mall Blvd, suite 214, Monroeville PA 15146 and owns offices at 8 Westmoreland Rd Trafford PA 15239

Gourmet Provisions International Corp changed its name from Unique Foods Corp on 11/25/2020 had a lease and mailing address of: 322 Mall Blvd, suite 214, Monroeville PA 15146 and owned offices at 8 Westmoreland Rd Trafford PA 15239

Gourmet Provisions International Corp changed its stock symbol from UPZS to GMPR on 11/25/2020 had a lease and mailing address of: 322 Mall Blvd, suite 214, Monroeville PA 15146 and owned offices at 8 Westmoreland Rd Trafford PA 15239

Unique Foods Corp changed its name from Unique Pizza & Subs Corp on 5/20/2018 had a lease and mailing address of: 322 Mall Blvd, Monroeville PA 15146 and owned offices at 8 Westmoreland Rd Trafford PA 15239

The Company changed its name to Unique Pizza & Subs Corporation on or about March 5, 2006 had a lease and mailing address of: 322 Mall Blvd, Monroeville PA 15146 and owned offices at 8 Westmoreland Rd Trafford PA 15239

The company changed its name to Coastal Services Group, Inc, on March 18, 2004. Had a address 7925 Jones Branch Drive, 4<sup>th</sup> Floor, McLean VA 22102

The issuer was organized under the laws of the State of Delaware on November 20, 2003 as GBH Liberia, Inc. Had a address 7925 Jones Branch Drive, 4<sup>th</sup> Floor, McLean VA 22102

**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):**

Unique Global Innovative Solutions Corporation changed its name from Gourmet Provisions International Corp on 4/1/2024

The company is in Active Good Standing in the state of corporation, Delaware.

Gourmet Provisions International Corp changed its name from Unique Foods Corp on 11/25/2020

Gourmet Provisions International Corp changed its stock symbol from UPZS to GMPR on 11/25/2020

Unique Foods Corp changed its name from Unique Pizza & Subs Corp on 5/20/2018

The Company changed its name to Unique Pizza & Subs Corporation on or about March 5, 2006.

The company changed its name to Coastal Services Group, Inc, on March 18, 2004.

The issuer was organized under the laws of the State of Delaware on November 20, 2003 as GBH Liberia, Inc.

**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:**

The Authorized common shares changed from 3,000,000,000 to 6,000,000,000 on 4/1/2024

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

Gourmet Provisions International Corp. principal executive office: 8 Westmoreland Rd Trafford PA 15239.  
Mailing address of: 322 Mall Blvd, suite 214, Monroeville PA 15146

Wholly owned subsidiary Jose Madrid Salsa Corp. owns the building and is used for all of our production, shipping facility and offices at 601 Putnam Ave Zanesville OH 43701.

Wholly owned subsidiary PopsyCakes LLC. with a manufacturing plant located at: Spanish River Plaza Office, 500 NE Spanish River Blvd #22 Boca Raton FL 33431. At that location we own the equipment to produce, package and store our PopsyCakes & PopsyBites, this location is covered in a \$2 million insurance policy and has \$15,000+ of our inventory.

Gourmet Provisions International Corp. owns 50% of Christopher Street Products which is located at: 578 Midland Ave Staten Island NY 10306 This warehouse is used for our CSP offices, product storage and shipping for our Christopher Street Products, wine, coffee, salad dressing, jams, jellies etc.

Wholly owned subsidiary Pizza Fusion has a lease and mailing address of: 322 Mall Blvd, suite 214, Monroeville PA 15146 and owns offices at 8 Westmoreland Rd Trafford PA 15239

**The address(es) of the issuer's principal place of business:**

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

Same

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

Yes: ☐ No: ☒

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

N/A

## **2) Security Information**

### **Transfer Agent**

Name: Pacific Stock Transfer  
Phone: 702-361-3033  
Email: Joslyn@pacificstocktransfer.com  
Address: 6725 Via Austin Pkwy, Suite 300,  
Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act?<sup>2</sup> Yes: ☒ No: ☐

**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: GMPR

Exact title and class of securities outstanding: Common Shares

CUSIP: 38356C103

Par or stated value: \$.0001

Total shares authorized: 3,000,000,000 as of date: 3/31/2024

Total shares outstanding: as of date: 2,944,774,816 3/31/2024

Number of shares in the Public Float<sup>3</sup>: as of date: 3/31/2024

Total number of shareholders of record: 5,431 as of date: 3/31/2024

Total shares authorized: 3,000,000,000 as of date: 12/31/2023

Total shares outstanding: 2,441,774,816 as of date: 12/31/2023

Number of shares in the Public Float<sup>4</sup>: 1,499,001,482 as of date: 12/31/2023

Total number of shareholders of record: 5,255 as of date: 12/31/2023

Total shares authorized: 393,550,000 as of date: 3/31/2023

Total shares outstanding: 191,818,150 as of date: 3/31/2023

Number of shares in the Public Float<sup>5</sup>: 190,818,150 as of date: 3/31/2023

Total number of shareholders of record: 5,572 as of date: 3/31/2023

**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.*

Trading symbol: GMPR

Exact title and class of securities outstanding: Preferred Shares

CUSIP: 38356C103

Par or stated value: 1 to 25 of common

Total shares authorized: 50,000,000 as of date: 3/31/2024

Total shares outstanding: 45,350,000 as of date: 3/31/2024

Total shares authorized: 50,000,000 as of date: 12/31/2023

Total shares outstanding: 35,350,000 as of date: 12/31/2023

Total shares authorized: 50,000,000 as of date: 3/31/2023

Total shares outstanding: 35,350,000 as of date: 3/31/2023

**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:*

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<sup>2</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

<sup>3</sup> "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.

<sup>4</sup> "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.

<sup>5</sup> "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.

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

Shareholders of common stock do not current receive dividend. A holder of common stock will receive voting rights, which increases proportionally with the more shares the holder owns. Owners of common stock have preemptive rights to maintain the same proportion of ownership in the company by purchasing additional stock through the company or in the open market.

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

Preferred stock has full voting rights, converts 1 preferred share into 25 common shares and is liquidable upon approval of the BOD, has a redeemable call option that allows the issuer to forcibly redeem the shares on or after a specified call date.

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

n/a

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.

n/a

### 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct 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

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

Shares Outstanding on 12/31/2023	<b>Ending Balance:</b> Common: 2,441,774,816 Preferred: 35,350,000	*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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
1/4/2024	New Issuance	250,000,000	Common	250,000	yes	A & R Opportunity Fund, LLC.. Control person Alan Thomas	Note Conversion	Unrestricted	Aged

1/18/2024	Shares Cancelled	-20,000,000	Common	-20,000	no	<a href="#">James Vowler</a>	<a href="#">Converted to Preferred</a>	Restricted	Aged
1/19/2024	New Issuance	288,000,000	Common	288,000	yes	<a href="#">A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</a>	<a href="#">Note Conversion</a>	Unrestricted	Aged
1/31/2024	New Issuance	265,000,000	Common	265,000	yes	<a href="#">A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</a>	<a href="#">Note Conversion</a>	Unrestricted	Aged
1/31/2024	Shares Cancelled	-270,000,000	Common	-27,000	no	<a href="#">James Vowler</a>	<a href="#">Converted to Preferred</a>	Restricted	Aged
2/7/2024	Shares Cancelled	-270,000,000	Common	-27,000	no	<a href="#">James Vowler</a>	<a href="#">Converted to Preferred</a>	Restricted	Aged
2/9/2024	New Issuance	265,000,000	Common	265,000	yes	<a href="#">A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</a>	<a href="#">Note Conversion</a>	Unrestricted	Aged
2/23/2024	Shares Cancelled	-290,000,000	Common	-29,000	no	<a href="#">James Vowler</a>	<a href="#">Converted to Preferred</a>	Restricted	Aged
2/28/2024	New Issuance	285,000,000	Common	285,000	yes	<a href="#">A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</a>	<a href="#">Note Conversion</a>	Unrestricted	Aged
Shares Outstanding on 3/31/2024	<b>Ending Balance:</b> Common: 2,944,774,816 Preferred: 44,350,000								

Shares Outstanding on 9/30/2023	<b>Ending Balance:</b> Common: 525,044,816 Preferred: 35,350,000	*Right-click the rows below and select "Insert" to add rows as needed.
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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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
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10/4/2023	New Issuance	65,000,000	Common	65,000	yes	<a href="#">A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</a>	<a href="#">Note Conversion</a>	Unrestricted	Aged
10/18/2023	New Issuance	150,000,000	Common	150,000	yes	<a href="#">A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</a>	<a href="#">Note Conversion</a>	Unrestricted	Aged
10/27/2023	New Issuance	150,000,000	Common	150,000	yes	<a href="#">A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</a>	<a href="#">Note Conversion</a>	Unrestricted	Aged
11/12/2023	New Issuance	159,000,000	Common	159,000	yes	<a href="#">A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</a>	<a href="#">Note Conversion</a>	Unrestricted	Aged
12/7/2023	New Issuance	200,000,000	Common	200,000	yes	<a href="#">A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</a>	<a href="#">Note Conversion</a>	Unrestricted	Aged
10/2/2023	New Issuance	44,413,333	Common	44,413	Yes	<a href="#">GreenTree Financial Group Inc control person Chris Cottone</a>	<a href="#">Note conversion</a>	Unrestricted	Aged
11/2/2023	New Issuance	43,813,333	Common	43,813	Yes	<a href="#">GreenTree Financial Group Inc control person Chris Cottone</a>	<a href="#">Note conversion</a>	Unrestricted	Aged
12/12/2023	New Issuance	161,730,000	Common	161,730	Yes	<a href="#">GreenTree Financial Group Inc control person Chris Cottone</a>	<a href="#">Note conversion</a>	Unrestricted	Aged
<a href="#">2/5/2023</a>	<a href="#">New Issuance</a>	<a href="#">900,000,000</a>	<a href="#">Common</a>	<a href="#">900,000</a>	<a href="#">no</a>	<a href="#">James C Vowler</a>	<a href="#">Preferred conversion</a>	<a href="#">Restricted</a>	<a href="#">Aged</a>
Shares Outstanding on 12/31/2023	<b><u>Ending Balance:</u></b> Common: 2,399,001,482 Preferred: 35,350,000								

Shares Outstanding on 6/30/2023	<b><u>Ending Balance:</u></b> Common: 216,818,150 Preferred: 35,350,000	*Right-click the rows below and select "Insert" to add rows as needed.
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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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
8/3/2023	New Issuance	35,000,000	Common	35,000	yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
8/18/2023	New Issuance	40,000,000	Common	40,000	yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
8/28/2023	New Issuance	40,000,000	Common	40,000	yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
9/1/2023	New Issuance	45,000,000	Common	45,000	yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
9/6/2023	New Issuance	43,813,333	Common	43,813	Yes	<u>GreenTree Financial Group Inc control person Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
9/18/2023	New Issuance	44,413,333	Common	43,413	Yes	<u>GreenTree Financial Group Inc control person Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
9/22/2023	New Issuance	60,000,000	Common	60,000	yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
Shares Outstanding on 9/30/2023	<b>Ending Balance:</b> Common: 525,044,816 Preferred: 35,350,000								

Number of Shares Outstanding on 3/31/2023	<b>Ending Balance:</b> Common: 191,818,150 Preferred: 35,350,000	*Right-click the rows below and select "Insert" to add rows as needed.
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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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
4/19/2023	New Issuance	12,500,000	Common	12,500	yes	<u>Curt Dewitz</u>	<u>Note Conversion</u>	Unrestricted	Aged
6/15/2023	New Issuance	12,500,000	Common	12,500	yes	<u>The Brewer Group Inc. Control Person Jack Brewer</u>	<u>Note Conversion</u>	Unrestricted	Aged
Shares Outstanding on 6/30/2023	<b>Ending Balance:</b> Common: 216,818,150 Preferred: 35,350,000								

Number of Shares Outstanding on 12/31/2022	<b>Ending Balance:</b> Common: <u>182,818,150</u> Preferred: 35,350,000	*Right-click the rows below and select "Insert" to add rows as needed.							
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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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
1/8/2023	New Issuance	9,000,000	Common	9,000	yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
Shares Outstanding on 3/31/2023	<b>Ending Balance:</b> Common: 191,818,150 Preferred: 35,350,000								

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u>  Date <u>1/1/2021</u> Common: <u>33,909,403</u> Preferred: <u>35,350,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation,	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per	Were the shares issued at a discount	Individual/ Entity Shares were issued to.	Reason for share issuance (e.g. for cash or debt conversion) -OR-	Restricted or Unrestricted as of this filing.	Exemption or Registration

	shares returned to treasury)			share) at Issuance	to market price at the time of issuance? (Yes/No)	*You must disclose the control person(s) for any entities listed.	Nature of Services Provided		Type.
1/5/2021	New Issuance	2,782,533	Common	2,782	Yes	<u>GreenTree Financial Group Inc</u> <u>Control person</u> <u>Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
1/7/2021	New Issuance	3,600,000	Common	3,600	Yes	<u>GPL Ventures Control Person</u> <u>Cosmin Panait</u>	<u>Note conversion</u>	Unrestricted	Aged
1/20/2021	New Issuance	4,000,000	Common	4,000	Yes	<u>GPL Ventures Control Person</u> <u>Cosmin Panait</u>	<u>Note conversion</u>	Unrestricted	Aged
1/26/2021	New Issuance	3,022,056	Common	3,022	Yes	<u>L&amp;H Inc.,</u> <u>Control person</u> <u>Ke Li</u>	<u>Note conversion</u>	Unrestricted	Aged
1/28/2021	New Issuance	2,732,000	Common	2,732	Yes	<u>A &amp; R Opportunity Fund, LLC.,</u> <u>Control person</u> <u>Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
2/4/2021	New Issuance	5,000,000	Common	5,000	Yes	<u>GPL Ventures Control Person</u> <u>Cosmin Panait</u>	<u>Note conversion</u>	Unrestricted	Aged
<u>2/5/2021</u>	<u>Retired</u>	<u>(15,000,000)</u>	<u>Common</u>	<u>1,500</u>	<u>no</u>	<u>James C Vowler</u>	<u>Retired to the company treasury</u>	<u>Restricted</u>	<u>none</u>
2/5/2021	New Issuance	4,678,451	Common	4,678	Yes	<u>GreenTree Financial Group Inc</u> <u>control person</u> <u>Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
<u>2/5/2021</u>	New Issuance	2,200,000	<u>Common</u>	<u>2,200</u>	<u>yes</u>	<u>RB Capital Partners, INC control person</u> <u>Brett Rosen</u>	<u>Note conversion</u>	<u>Unrestricted</u>	<u>Aged</u>
2/10/2021	New Issuance	2,732,000	Common	2,732	Yes	<u>A &amp; R Opportunity Fund, LLC.,</u> <u>Control person</u> <u>Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
2/10/2021	New Issuance	5,000,000	Common	5,000	Yes	<u>Tony Nazarella</u>	<u>Note Conversion</u>	Unrestricted	Aged
2/16/2021	New Issuance	2,400,000	Common	2,400	Yes	Pizza Fusion  Control person Randy Romano	<u>Note Conversion</u>	Unrestricted	Aged
2/16/2021	New Issuance	2,400,000	Common	2,400	Yes	Pizza Fusion  Control person	<u>Note Conversion</u>	Unrestricted	Aged

						Vaughan Dugan			
2/16/2021	New Issuance	2,732,000	Common	2,732	Yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
2/21/2021	New Issuance	2,536,000	Common	2,536	Yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
<u>3/1/2021</u>	New Issuance	7,000,000	<u>Common</u>	<u>7,000</u>	<u>yes</u>	<u>RB Capital Partners, INC control person Brett Rosen</u>	<u>Note conversion</u>	<u>Unrestricted</u>	<u>Aged</u>
<u>3/1/2021</u>	New Issuance	3,400,000	<u>Common</u>	<u>3,400</u>	<u>yes</u>	<u>RB Capital Partners, INC control person Brett Rosen</u>	<u>Note conversion</u>	<u>Unrestricted</u>	<u>Aged</u>
<u>4/5/2021</u>	New Issuance	3,400,000	<u>Common</u>	<u>3,400</u>	<u>yes</u>	<u>RB Capital Partners, INC control person Brett Rosen</u>	<u>Note conversion</u>	<u>Unrestricted</u>	<u>Aged</u>
4/7/2021	New Issuance	1,000,000	Common	2,536	Yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
4/28/2021	New Issuance	3,000,000	Common	3,000	Yes	<u>GPL Ventures Control Person Cosmin Panait</u>	<u>Note conversion</u>	Unrestricted	Aged
4/29/2021	New Issuance	2,078,933	Common	3,321	Yes	<u>GreenTree Financial Group Inc Control person Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
7/5/2021	New Issuance	75,000	Common	750	Yes	<u>GreenTree Financial Group Inc control person Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
10/26/2021	New Issuance	75,000	Common	750	no	The Brewer Group control person Jack Brewer	commercial	restricted	none
12/8/2021	New Issuance	4,064,490	Common	4,064	Yes	<u>GreenTree Financial Group Inc control person Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
1/7/2022	New Issuance	5,000,000	Common	5,000	yes	<u>A &amp; R Opportunity Fund, LLC., Control person Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged

1/13/2022	New Issuance	6,000,000	Common	6,000	No	<u>Caro Partners LLC.</u> <u>Control Person</u> <u>Brian John</u>	<u>Consulting Agreement</u>	Unrestricted	Aged
2/9/2022	New Issuance	5,000,000	Common	5,000	yes	<u>A &amp; R Opportunity Fund, LLC.,</u> <u>Control person</u> <u>Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
2/18/2022	New Issuance	2,792,941	Common	2,793	Yes	<u>GreenTree Financial Group Inc</u> <u>control person</u> <u>Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
<u>3/8/2022</u>	New Issuance	5,247,958	<u>Common</u>	<u>5,300</u>	<u>yes</u>	<u>RB Capital Partners, INC control person</u> <u>Brett Rosen</u>	<u>Note conversion</u>	<u>Unrestricted</u>	<u>Aged</u>
3/15/2022	New Issuance	5,000,000	Common	5,000	yes	<u>A &amp; R Opportunity Fund, LLC.,</u> <u>Control person</u> <u>Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
4/6/2022	New Issuance	5,000,000	Common	5,000	yes	<u>A &amp; R Opportunity Fund, LLC.,</u> <u>Control person</u> <u>Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
5/18/2022	New Issuance	6,134,211	Common	6,134	Yes	<u>GreenTree Financial Group Inc</u> <u>control person</u> <u>Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
6/8/2022	New Issuance	5,000,000	Common	5,000	yes	<u>A &amp; R Opportunity Fund, LLC.,</u> <u>Control person</u> <u>Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
6/8/2022	New Issuance	5,000,000	Common	5,000	yes	<u>A &amp; R Opportunity Fund, LLC.,</u> <u>Control person</u> <u>Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
7/7/2022	New Issuance	5,000,000	Common	5,000	yes	<u>A &amp; R Opportunity Fund, LLC.,</u> <u>Control person</u> <u>Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
7/29/2022	New Issuance	5,000,000	Common	5,000	yes	<u>A &amp; R Opportunity Fund, LLC.,</u> <u>Control person</u> <u>Alan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
8/11/2022	New Issuance	13,352,324	Common	13,352	Yes	<u>GreenTree Financial Group Inc</u> <u>control person</u> <u>Chris Cottone</u>	<u>Note conversion</u>	Unrestricted	Aged
8/13/2022	New Issuance	10,000,000	Common	10,000	yes	<u>A &amp; R Opportunity</u>	<u>Note Conversion</u>	Unrestricted	Aged

						<u>Fund, LLC., Control personAlan Thomas</u>			
9/26/2022	New Issuance	9,000,000	Common	9,000	yes	<u>A &amp; R Opportunity Fund, LLC., Control personAlan Thomas</u>	<u>Note Conversion</u>	Unrestricted	Aged
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date <u>12/31/2022</u> Common: <u>182,818,150</u>									
Preferred: <u>35,500,000</u>									

**Example:** A company with a fiscal Quarterly of December 31<sup>st</sup>, in addressing this item for its Quarterly Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

n/a

## B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

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	Reason for Issuance (e.g. Loan, Services, etc.)
1/27/2016	30,000	<u>27,000</u>	<u>12,000</u>	<u>1/27/17</u>	\$12,000 initial interest. The note has an interest rate of 8% per annum	<u>Tom Kim</u>	<u>Loan</u>
<u>2/23/2017</u>	22,000	<u>22,000</u>	3,200	<u>2/1/07</u>	The note has an interest rate of 8% per annum	<u>Tom Kim</u>	<u>Loan</u>
<u>1/10/2022</u>	<u>0</u>	<u>25,000</u>	<u>2,320</u>	<u>1/10/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>2/10/2022</u>	<u>17,000</u>	<u>17,000</u>	<u>2,550</u>	<u>2/10/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>7/6/2022</u>	<u>20,000</u>	<u>20,000</u>	<u>3,000</u>	<u>7/6/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>

<u>7/22/2022</u>	<u>20,000</u>	<u>20,000</u>	<u>3,000</u>	<u>7/22/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>8/17/2022</u>	<u>10,000</u>	<u>10,000</u>	<u>1,500</u>	<u>8/17/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>9/22/2022</u>	<u>10,000</u>	<u>10,000</u>	<u>1,500</u>	<u>9/22/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>10/11/2022</u>	<u>15,000</u>	<u>15,000</u>	<u>2,250</u>	<u>10/11/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>10/28/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>525</u>	<u>10/28/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>11/17/2022</u>	<u>3,000</u>	<u>3,000</u>	<u>450</u>	<u>11/17/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>12/6/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>525</u>	<u>12/6/2023</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>6/21/2023</u>	<u>5,000</u>	<u>5,000</u>	<u>500</u>	<u>6/21/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>7/8/2023</u>	<u>5,000</u>	<u>5,000</u>	<u>500</u>	<u>7/8/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>

<u>7/27/2023</u>	<u>5,000</u>	<u>5,000</u>	<u>500</u>	<u>7/27/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>8/3/2023</u>	<u>5,000</u>	<u>5,000</u>	<u>500</u>	<u>8/3/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>8/21/2023</u>	<u>5,000</u>	<u>5,000</u>	<u>500</u>	<u>8/21/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>9/1/2023</u>	<u>3,000</u>	<u>3,000</u>	<u>300</u>	<u>9/1/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>9/12/2023</u>	<u>3,500</u>	<u>3,500</u>	<u>350</u>	<u>9/12/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>9/27/2023</u>	<u>3,000</u>	<u>3,000</u>	<u>300</u>	<u>9/27/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>10/10/2023</u>	<u>3,000</u>	<u>3,000</u>	<u>300</u>	<u>10/10/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>10/20/2023</u>	<u>3,000</u>	<u>3,000</u>	<u>300</u>	<u>10/10/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>10/27/2023</u>	<u>5,000</u>	<u>5,000</u>	<u>500</u>	<u>10/27/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>

<u>11/8/2023</u>	<u>4,000</u>	<u>4,000</u>	<u>400</u>	<u>11/8/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>11/20/2023</u>	<u>4,000</u>	<u>4,000</u>	<u>400</u>	<u>11/20/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>12/7/2023</u>	<u>4,000</u>	<u>4,000</u>	<u>400</u>	<u>12/7/2024</u>	The note has an 50% discount to market and an interest rate of 15% per annum of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Loan</u>
<u>2/14/2022</u>	<u>0</u>	<u>25,000</u>	<u>0</u>	<u>2/14/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>3/16/2022</u>	<u>23,125</u>	<u>25,000</u>	<u>2,312</u>	<u>3/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>4/1/2022</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>4/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>5/1/2022</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>5/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>6/1/2022</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>6/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>7/1/2022</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>7/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>8/1/2022</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>8/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated	A & R Opportunity Fund, LLC.,  Control person	<u>Services</u>



					balance sheet	Alan Thomas	
<u>9/1/2022</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>9/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>10/1/2022</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>10/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>11/1/2022</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>11/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>12/1/2022</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>12/1/2023</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>1/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>1/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>2/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>2/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>3/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>3/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>4/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>4/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>5/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>5/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC.,  Control person Alan Thomas	<u>Services</u>
<u>6/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>6/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of	A & R Opportunity	<u>Services</u>

					accrued interest payable on the loan which included in the accompanying consolidated balance sheet	Fund, LLC., Control person Alan Thomas	
<u>7/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>7/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC., Control person Alan Thomas	<u>Services</u>
<u>8/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>8/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC., Control person Alan Thomas	<u>Services</u>
<u>9/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>9/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC., Control person Alan Thomas	<u>Services</u>
<u>10/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>10/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC., Control person Alan Thomas	<u>Services</u>
<u>11/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>11/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC., Control person Alan Thomas	<u>Services</u>
<u>12/1/2023</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>12/1/2024</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC., Control person Alan Thomas	<u>Services</u>
<u>1/1/2024</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>1/1/2025</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC., Control person Alan Thomas	<u>Services</u>
<u>2/1/2024</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>2/1/2025</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	A & R Opportunity Fund, LLC., Control person Alan Thomas	<u>Services</u>
<u>3/1/2024</u>	<u>25,000</u>	<u>25,000</u>	<u>2,320</u>	<u>3/1/2025</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated	A & R Opportunity Fund, LLC., Control person Alan Thomas	<u>Services</u>

					balance sheet		
<u>10/19/20</u>	<u>120,000</u>	<u>120,000</u>	<u>12,000</u>	<u>10/19/21</u>	The note has an interest rate of 15% per annum. \$11,050 accrued interest payable on the loan which included in the accompanying consolidated balance sheet.	The Brewer Group Inc.,  Control person Jack Brewer	<u>Services</u>
<u>10/19/21</u>	<u>120,000</u>	<u>120,000</u>	<u>12,000</u>	<u>10/19/22</u>	The note has an interest rate of 15% per annum. \$11,050 accrued interest payable on the loan which included in the accompanying consolidated balance sheet.	The Brewer Group Inc.,  Control person Jack Brewer	<u>Services</u>
<u>10/19/22</u>	<u>120,000</u>	<u>120,000</u>	<u>12,000</u>	<u>10/19/23</u>	The note has an interest rate of 15% per annum. \$11,050 accrued interest payable on the loan which included in the accompanying consolidated balance sheet.	The Brewer Group Inc.,  Control person Jack Brewer	<u>Services</u>
<u>10/19/23</u>	<u>120,000</u>	<u>120,000</u>	<u>12,000</u>	<u>10/19/24</u>	The note has an interest rate of 15% per annum. \$11,050 accrued interest payable on the loan which included in the accompanying consolidated balance sheet.	The Brewer Group Inc.,  Control person Jack Brewer	<u>Services</u>
<u>3/15/19</u>	<u>30,000</u>	<u>40,000</u>	<u>5,000</u>	<u>3/15/20</u>	The note has an interest rate of 15% per annum.	Pizza Fusion  Control person Randy Romano	<u>Purchase of Pizza Fusion</u>
<u>3/15/19</u>	<u>35,000</u>	<u>40,000</u>	<u>5,000</u>	<u>3/15/20</u>	The note has an interest rate of 15% per annum.	Pizza Fusion  Control person  Vaughan Dugan	<u>Purchase of Pizza Fusion</u>
<u>2/15/2021</u>	<u>100,000</u>	<u>100,000</u>	<u>0</u>	<u>2/15/2022</u>	No interest per consulting agreement	Jatin V. Mehta	<u>Services</u>
<u>3/1/2021</u>	<u>500,000</u>	<u>500,000</u>	<u>0</u>	<u>3/1/2022</u>	No interest per consulting agreement	Curt Dewitz	<u>Services</u>
<u>10/14/2022</u>	<u>100,000</u>	<u>100,000</u>	<u>0</u>	<u>10/14/2023</u>	No interest per consulting agreement	Albert Cormier	<u>Services</u>
<u>12/15/2021</u>	<u>20,000</u>	<u>25,000</u>	<u>0</u>	<u>12/15/2022</u>	The note has an interest rate of 12% per annum. \$2,320 of accrued interest payable on the loan which included in the accompanying consolidated balance sheet	The Brewer Group Inc.,  Control person Jack Brewer	<u>Loan</u>

1/22/2021	<u>55,000</u>	<u>Accrued interest for 2021</u> <u>\$6,202.</u>  <u>Default accrued interest for 2022</u> <u>\$8,227</u>	The interest rate is 12% per annum, default rate 15%	<u>1/22/2022</u>	<p>Calculation of Conversion Price. The per share conversion price (the "Conversion Price") into which Principal Amount and interest (including any Default Interest) under this Note shall be convertible into shares of Common Stock hereunder shall be equal to: (i) if an Uplisting has occurred on or before 3:30 p.m. ET on August 31, 2021, 70% multiplied by the lower of (1) the volume weighted average of the closing sales price of the Common Stock on the date that the Uplisting is successfully consummated or (2) the lowest closing price for the five trading days following the date of Uplisting, not including the Uplisting day (subject to adjustment as provided herein), or (ii) if an Uplisting has not occurred on or before 3:30 p.m. ET on August 31, 2021, 50% multiplied by the lowest traded price of the Common Stock during the twenty (20) consecutive Trading Day period immediately preceding the date of the respective conversion; provided, further, and notwithstanding the above calculation of the Conversion Price, if, prior to the repayment or conversion of this Note, in the event the Borrower consummates a registered or unregistered primary offering of its securities for capital raising purposes (a "Primary Offering"), the Holder shall have the right, in its discretion, to (x) demand repayment in full of an amount equal to any outstanding Principal Amount and interest (including Default Interest) under this Note as of the closing date of the Primary Offering or (y) convert any outstanding Principal Amount and interest (including any Default Interest) under this Note into Common Stock at the closing of such Primary Offering at a Conversion Price equal to the lower of (i) the Conversion Price and (ii) a 20% discount to the offering price to investors in the Primary Offering. The Borrower shall provide the Holder no less than three (3) business days' notice of the anticipated closing of a Primary Offering and an opportunity to exercise its conversion rights in connection therewith. To the extent the Conversion Price is below the par value per share, the Borrower will take all steps necessary to solicit the consent of the stockholders to reduce the par value to the lowest value possible under law, provided however that the Borrower agrees to honor all conversions submitted pending this increase. If at any time the Conversion Price as determined hereunder for any conversion would be less than the par value of the Common Stock, then at the sole discretion of the Holder, the Conversion Price hereunder may equal such par value for such conversion and the Conversion Amount for such conversion may be increased to include Additional Principal, where "Additional Principal" means such additional amount to be added to the Conversion Amount to the extent necessary to cause the number of</p>	<u>GreenTree Financial Group Inc</u>  <u>control person</u> <u>Chris Cottone</u>	<u>Loan &amp; Services</u>
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					conversion shares issuable upon such conversion to equal the same number of conversion shares as would have been issued had the Conversion Price not been adjusted by the Holder to the par value price. In the event the Borrower has a "DTC Chill" on its shares, an additional discount of 10% shall apply to the Conversion Price while such "DTC Chill" is in effect.		
2/10/2021	<u>38,500</u>	<u>Accrued interest for 2021 \$4,101.</u> <u>Default accrued interest for 2022 \$5,759</u>	The interest rate is 12% per annum, default rate 15%	<u>2/10/2022</u>	Calculation of Conversion Price. The per share conversion price (the "Conversion Price") into which Principal Amount and interest (including any Default Interest) under this Note shall be convertible into shares of Common Stock hereunder shall be equal to: (i) if an Uplisting has occurred on or before 3:30 p.m. ET on August 31, 2021, 70% multiplied by the lower of (1) the volume weighted average of the closing sales price of the Common Stock on the date that the Uplisting is successfully consummated or (2) the lowest closing price for the five trading days following the date of Uplisting, not including the Uplisting day (subject to adjustment as provided herein), or (ii) if an Uplisting has not occurred on or before 3:30 p.m. ET on August 31, 2021, 50% multiplied by the lowest traded price of the Common Stock during the twenty (20) consecutive Trading Day period immediately preceding the date of the respective conversion; provided, further, and notwithstanding the above calculation of the Conversion Price, if, prior to the repayment or conversion of this Note, in the event the Borrower consummates a registered or unregistered primary offering of its securities for capital raising purposes (a "Primary Offering"), the Holder shall have the right, in its discretion, to (x) demand repayment in full of an amount equal to any outstanding Principal Amount and interest (including Default Interest) under this Note as of the closing date of the Primary Offering or (y) convert any outstanding Principal Amount and interest (including any Default Interest) under this Note into Common Stock at the closing of such Primary Offering at a Conversion Price equal to the lower of (i) the Conversion Price and (ii) a 20% discount to the offering price to investors in the Primary Offering. The Borrower shall provide the Holder no less than three (3) business days' notice of the anticipated closing of a Primary Offering and an opportunity to exercise its conversion rights in connection therewith. To the extent the Conversion Price is below the par value per share, the Borrower will take all steps necessary to solicit the consent of the stockholders to reduce the par value to the lowest value possible under law, provided however that the Borrower agrees to honor all conversions submitted pending this	<u>GreenTree Financial Group Inc</u>  <u>control person</u> <u>Chris Cottone</u>	<u>Loan &amp; Services</u>

					increase. If at any time the Conversion Price as determined hereunder for any conversion would be less than the par value of the Common Stock, then at the sole discretion of the Holder, the Conversion Price hereunder may equal such par value for such conversion and the Conversion Amount for such conversion may be increased to include Additional Principal, where "Additional Principal" means such additional amount to be added to the Conversion Amount to the extent necessary to cause the number of conversion shares issuable upon such conversion to equal the same number of conversion shares as would have been issued had the Conversion Price not been adjusted by the Holder to the par value price. In the event the Borrower has a "DTC Chill" on its shares, an additional discount of 10% shall apply to the Conversion Price while such "DTC Chill" is in effect.		
5/17/2018	<u>215,000</u> <u>(Line of Credit was amended from \$200k to \$215k on 1/11/23)</u>	<u>Total accrued interest/default interest as of 12/31/22 \$101,267</u>	The interest rate is 8% per annum, default rate 18%	<u>5/18/19</u>	Common shares at \$.0005 per share or 50% of the lowest trading price on the primary trading market on which the Company's Common Stock is quoted for the last twenty (20) trading days immediately prior to but not including the Conversion Date, whichever is lower.	<u>GreenTree Financial Group Inc</u>  <u>control person</u> <u>Chris Cottone</u>	<u>Line of Credit</u>

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

The Convertible Promissory Notes and Line of Credit interest owed to GreenTree Financial break down as follows:

2/10/21 \$38,500:

Accrued interest for 2021 \$4,101.

Default accrued interest for 2022 \$5,759.

1/22/21 \$55,000:

Accrued interest for 2021 \$6,202.

Default accrued interest for 2022 \$8,227.

5/17/2018

Principal funded as of 12/31/18 \$52,686.25.

Default accrued interest for 2018 \$7,559.

Principal funded as of 12/31/19 \$35,537.50.

Default accrued interest for 2019 \$14,094.

Principal funded as of 12/31/2020 \$11,680.00.

Default accrued interest for 2020 \$16,643.

Principal funded as of 12/31/21 \$60,525.

Default accrued interest for 2022 \$27,170.

Principal funded as of 12/31/22 \$54,571.25.

Default accrued interest for 2022 \$35,800.

Total principal balance as of 12/31/2022 \$215,000.

Total accrued interest/ default interest as of 12/31/2022 \$101,26



#### 4) **Issuer's Business, Products and Service**

The purpose of this section is to provide a clear description of the issuer's current operations. (Please ensure that these descriptions are updated on the Company's Profile on [www.otcmarkets.com](http://www.otcmarkets.com)).

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

#### **About Gourmet Provisions International Corporation:**

**Gourmet Provisions International Corp.** brought on **Jack Brewer as GMPR's Brand Ambassador & Brewer Media & Entertainment Group** in October of 2017. Brewer Media Group was brought on to help build all aspects of the many **Gourmet** brands. With a primary focus on the increase of online and retail sales, social media presence and overall content, public persona and awareness, acquire acquisition opportunities and much more.

The company has four wholly owned subsidiaries **Jose Madrid Salsa, Pizza Fusion, Unique Tap House & PopsyCakes**, has a Licensing agreement with **Christopher Street Products**, distribution agreement with **Cousin T's**.

**Jose Madrid Salsa** "The Healthy Fundraiser" has continued to dominate in the fundraising category, expanded its Ohio offices & production facility, recently purchased a custom delivery vehicle and will be expanding into many retail outlets throughout the US & Canada, now in 100+ grocery stores throughout Ohio.

**Pizza Fusion** Gourmet Provisions International Corp. acquired the multi award winning Pizza Fusion brand, with existing locations in the US & Saudi Arabia, in March, 2019. In 2006, Pizza Fusion changed the pizza industry with its award winning organic, gluten-free delicious healthy pizzas, with a big emphasis on every product and location keeping to the company's motto 'Saving the Earth one Pizza at a Time!'

Here is a full description of our three signature Pizza Fusion Pizzas available at 175+ grocery stores near you:

**The "Four Cheese" Pizza** starts with our custom rich tomato sauce made from premium quality tomatoes & extra virgin olive oil, topped with real Mozzarella, Romano, savory Asiago and our hearty Parmesan cheeses all of this baked on top of OGGI Foods award winning, custom, gluten-free Spinach Crust;

**The "Founders Pie" Pizza** is topped with our custom made pizza sauce, extra virgin olive oil, Oregano, Basil, real Mozzarella, Romano, Asiago & Parmesan cheeses, imported cherry tomatoes from Italy, diced red onions, fresh spinach on top of OGGI Foods custom gluten-free Broccoli Crust;



**“The Vegan” Pizza** is what is for dinner if your family is looking for a restaurant quality, healthy, gluten-free vegan pizza, our new “The Vegan” pizza checks all of the boxes! This scrumptious pizza comes with our fresh tomato sauce, imported from Italy Grilled & Fire Roasted Zucchini, Eggplant, Red & Yellow Peppers, diced White Onions & Tomatoes, Beyond Meat Plant based Beef & Sausage Crumbles, topped with our signature Vegan Mozzarella & Parmesan Cheeses, all of this deliciousness on top of OGGI Foods custom gluten-free hand stretched Beets Crust.

**PopsyCakes** “The First & Only Cupcake on a Pretzel” debuted their new **PopsyBites** on Fox News Channel’s popular show **“The Five”** and the new bite size gourmet treat has been a big hit ever since in retail. The company signed a 50/50 partnership deal with a Pittsburgh based \$16 million Quarterly Candy Company that can handle nationwide production and distribution.

**Christopher Street Products** “Supporting the LGBT Community” sold out 15+ Unique products in HomeGoods, Wine Enthusiasts Magazine rated the Christopher Street Cabernet Sauvignon an outstanding 90, added distribution through Winelife Distributors NYC. Gourmet Provisions is partnering with a world-renowned cosmetic manufacturer to produce an exclusive line of high-end lipstick.

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

The company has four wholly owned subsidiaries **Jose Madrid Salsa, Pizza Fusion, Unique Tap House & PopsyCakes**, has a Licensing agreement with **Christopher Street Products**, distribution agreement with **Cousin T’s**.

C. Describe the issuers’ principal products or services.

**The “Four Cheese” Pizza** starts with our custom rich tomato sauce made from premium quality tomatoes & extra virgin olive oil, topped with real Mozzarella, Romano, savory Asiago and our hearty Parmesan cheeses all of this baked on top of OGGI Foods award winning, custom, gluten-free Spinach Crust;

**The “Founders Pie” Pizza** is topped with our custom made pizza sauce, extra virgin olive oil, Oregano, Basil, real Mozzarella, Romano, Asiago & Parmesan cheeses, imported cherry tomatoes from Italy, diced red onions, fresh spinach on top of OGGI Foods custom gluten-free Broccoli Crust;

**“The Vegan” Pizza** is what is for dinner if your family is looking for a restaurant quality, healthy, gluten-free vegan pizza, our new “The Vegan” pizza checks all of the boxes! This scrumptious pizza comes with our fresh tomato sauce, imported from Italy Grilled & Fire Roasted Zucchini, Eggplant, Red & Yellow Peppers, diced White Onions & Tomatoes, Beyond Meat Plant based Beef & Sausage Crumbles, topped with our signature Vegan Mozzarella & Parmesan Cheeses, all of this deliciousness on top of OGGI Foods custom gluten-free hand stretched Beets Crust.

## 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.

Gourmet Provisions International Corp. primary business locations: a lease and mailing address of: 322 Mall Blvd, suite 214 Monroeville PA 15146 and owns offices at 8 Westmoreland Rd Trafford PA 15239 also used as a shipping and storage facility for our Unique Foods various products.

Wholly owned subsidiary Jose Madrid Salsa Corp. owns the building and is used for all of our production, shipping facility and offices at 601 Putnam Ave Zanesville OH 43701.

Wholly owned subsidiary PopsyCakes LLC. with a manufacturing plant located at: Spanish River Plaza Office, 500 NE Spanish River Blvd #22 Boca Raton FL 33431. At that location we own the equipment to produce, package and store our PopsyCakes & PopsyBites, this location is covered in a \$2 million insurance policy and has \$15,000+ of our inventory.

Gourmet Provisions International Corp. owns 50% of Christopher Street Products which is located at: 578 Midland Ave Staten Island NY 10306 This warehouse is used for our CSP offices, product storage and shipping for our Christopher Street Products, wine, coffee, salad dressing, jams, jellies etc.

Gourmet Provisions International Corp. has a distribution agreement with the brand Cousin T's has a lease and mailing address of: 322 Mall Blvd, suite 214, Monroeville PA 15146 and owns offices at 8 Westmoreland Rd Trafford PA 15239

Wholly owned subsidiary Pizza Fusion has a lease and mailing address of: 322 Mall Blvd, suite 214, Monroeville PA 15146 and owns offices at 8 Westmoreland Rd Trafford PA 15239

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

- Names of Officers, Directors and Control Persons:**  
 James C. Vowler, Founder, President, CFO and CEO  
 William L. Vowler, GM and Vice President  
 Michael Zakany Founder of JMS COO  
 Vincent Viola President of Christopher Street Products COO  
 Kevin Serrano Unique Tap House COO  
 Susan Kravit PopsyCakes COO

Name of Officer/Director and 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
James C Vowler	<u>President/CEO/CFO/Director</u>	<u>Pittsburgh PA</u>	346,400 Common & 34,900,000 Preferred shares	<u>Common &amp; Preferred</u>	70%	Preferred shares converts to 25 common with full voting rights
William J Vowler	<u>GM/VP/Director</u>	<u>Pittsburgh PA</u>	<u>250,000</u>	<u>Common</u>	<u>Less than 1%</u>	
Bala Indurti	COO	<u>Atlanta GA</u>	<u>4,000</u>	<u>Common</u>	<u>Less than 1%</u>	
Michael Zakany	<u>Founder of Jose Madrid Salsa COO</u>	<u>Zanesville OH</u>	<u>950,000</u>	<u>Preferred</u>	<u>3.5%</u>	Preferred shares converts to 25 common with full voting rights
Dynamic Growth Media LLC	<u>Richard Silverman</u>	<u>Homestead FL</u>	<u>50,000</u>	<u>Preferred</u>	<u>Less than 1%</u>	Preferred shares converts to 25
Dr. M. S. Reddy	<u>Senior Advisor</u>	<u>Denver CO</u>	<u>2,000,000</u>	<u>Preferred</u>	<u>7.4%</u>	Preferred shares converts to 25
Vincent Viola	<u>Founder of Christopher Street Products COO</u>	<u>Brooklyn NY</u>	<u>0</u>	<u>n/a</u>	<u>n/a</u>	
Kevin Serrano	<u>Unique Tap House COO</u>	<u>Murrieta CA</u>	<u>4,000</u>	<u>Common</u>	<u>Less than 1%</u>	
Susan Kravit	<u>PopsyCakes COO</u>	<u>Boca Raton</u>	<u>0</u>	<u>n/a</u>	<u>n/a</u>	

**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.

**None**

## 8) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name: Clayton S Morrow Esq.  
Firm: Morrow & Artim, P.C.  
Address 1: 304 Ross Street  
Address 2: Pittsburgh PA 15219  
Phone: 412-281-1250  
Email: [cmorrow@allconsumerlaw.com](mailto:cmorrow@allconsumerlaw.com)

### Accountant or Auditor

Name: Traci Boyton CPA  
Address 1: 11840 Crooked Stick Place  
Address 2: Pineville NC 28134  
Phone: 704-904-0062  
Email: [traci4tax@traci4tax.com](mailto:traci4tax@traci4tax.com)

### Investor Relations Consultant

Name: Hank Zemla  
Firm: Complete Advisory Partners  
Address 1: 45670 Warwick Dr  
Address 2: Macomb, MI 48044  
Phone: 586-228-2290  
Email: [hank@capinc.net](mailto:hank@capinc.net)

### Other Service Providers

Name: Ira Branham  
Firm: Law Offices of Branham.  
Nature of Services: Sec Attorney  
Address 1: 645 Humley Blvd  
Address 2: Pikeville, KY 41501  
Phone: 606-253-3032  
Email: [Ira@uniquefood.co](mailto:Ira@uniquefood.co)

Name: Tom Beener  
Firm: Law Offices of Thomas J. Beener  
Nature of Services: Attorney  
Address 1: 2244 Faraday Ave  
Address 2: Carlsbad, CA 92008  
Phone: 760-603-1238  
Email: [Tom.Beener.Law@gmail.com](mailto:Tom.Beener.Law@gmail.com)

Firm: A&R Opportunity Fund LLC.  
Nature of Services: Consultant  
Address 1: 2821 N Ocean Blvd #604  
Address 2: Fort Lauderdale FL 33308  
Phone: 704-892-1375

## 9) Disclosure & Financial Information

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

Name: James Vowler  
Title: CFO  
Relationship to Issuer: CFO to the Company

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: Traci Boyton CPA  
Title: CPA  
Relationship to Issuer: Accountant

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup>  
Certified public accountant

Provide the following qualifying financial statements:

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

### 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.

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

**Gourmet Provisions International Corporation  
f/k/a Unique Foods Corp  
Unaudited Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023**

**Contents**

**Consolidated Financial Statements**

<b>Consolidated Balance Sheets.....</b>	<b>2</b>
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**GOURMET PROVISIONS INTERNATIONAL CORPORATION  
F/K/A UNIQUE FOODS  
CONSOLIDATED BALANCE SHEET (UNAUDITED)**

	<b>AS OF MARCH 31,</b>	
	<b>2024</b>	<b>2023</b>
<b>CURRENT ASSETS</b>		
Cash	\$ 60,060	\$ 129,539
Accounts Receivable	358,484	308,906
Deposits	179,200	179,200
Inventory--Salsa, PopsyCakes and Pizza	213,467	166,359
<b>TOTAL CURRENT ASSETS</b>	<b>811,211</b>	<b>784,004</b>
<b>PROPERTY AND EQUIPMENT</b>		
Cooking and Kitchen Equipment	129,560	129,560
Brew house Equipment	700,818	700,818
Delivery Vehicles	50,100	50,100
Computer and Office Equipment	23,147	23,147
<b>TOTAL PROPERTY AND EQUIPMENT</b>	<b>903,625</b>	<b>903,625</b>
Less: Accumulated Depreciation	(894,511)	(892,440)
<b>NET PROPERTY AND EQUIPMENT</b>	<b>9,114</b>	<b>11,185</b>
<b>GOODWILL</b>	<b>54,566</b>	<b>54,566</b>
<b>TOTAL ASSETS</b>	<b>874,891</b>	<b>849,755</b>
<b>LIABILITIES</b>		
<b>CURRENT LIABILITIES</b>		
Royalties Payable	\$ 403	\$ 403
Shareholder Loan Payable	-	-
Convertible Notes Payable	285,000	568,500
Derivative Liability	45,000	45,000
Accrued Interest and Late Fees	41,825	



		146,882
<b>TOTAL CURRENT LIABILITIES</b>	<b>372,228</b>	<b>760,785</b>
<b>TOTAL LIABILITIES</b>	<b>372,228</b>	<b>760,785</b>
<b>COMMITMENTS AND CONTINGENCIES</b>	<b>\$ -</b>	
<b>STOCKHOLDER'S EQUITY</b>		
Preferred Stock (\$0.0001 par value; 50,000,000 shares authorized; 35,500,000 shares issued and outstanding at March 31, 2024 and March 31, 2023, respectively; convertible one for twenty-five into common shares)	\$ 3,550	\$ 3,550
Common stock (\$0.0001 par value; 3,000,000,000 shares authorized; 2,944,774,8162 shares issued and outstanding at March 31, 2024 and 191,818,150 shares issued and outstanding at March 31, 2023)	294,477	19,182
Common Stock to be Issued to a Related Party	1,871	1,871
Preferred Stock to be Issued to a Related Party	200	200
Additional Paid in Capital	5,567,564	5,739,759
Retained Earnings/(Accumulated Deficit)	(5,364,999)	(5,675,592)
<b>TOTAL STOCKHOLDER'S EQUITY (DEFICIT)</b>	<b>502,663</b>	<b>88,970</b>
<b>TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY/(DEFICIT)</b>	<b>\$ 874,891</b>	<b>\$ 849,755</b>

*Consolidated Financial Statements prepared by company management  
See Notes to Consolidated Financial Statements*

**GOURMET PROVISIONS INTERNATIONAL CORPORATION  
F/K/A UNIQUE FOODS  
CONSOLIDATED STATEMENT OF OPERATIONS (UNAUDITED)**

	<b>FOR THE THREE MONTHS ENDED MARCH 31</b>	
	<b><u>2024</u></b>	<b><u>2023</u></b>
<b>Revenue:</b>		
Sales	\$ 223,691	\$ 229,963
Total Revenue	223,691	229,963
<b>Cost of Goods Sold</b>	<b>126,288</b>	<b>152,153</b>

Gross Profit	97,403	77,810
Costs and Expenses:		
Travel	-	4,280
Rent	4,410	1,800
Depreciation Expense	518	518
Show Fees	30,545	-
Marketing	4,300	5,300
Consulting and Professional Fees	7,000	60,000
Stock Compensation	-	-
Wages and Contract Labor	684	13,192
Taxes and Licenses	745	745
Utilities	3,131	-
Other Selling, General and Admin	69,319	107,337
Total Costs and Expenses	120,652	193,172
Loss from Continuing Operations	(23,249)	(115,362)
Interest Expense	(7,800)	(20,800)
NET LOSS	(31,049)	(136,162)
Basic Loss per Common Share	\$ *	\$ *
Diluted Loss per Common Share	\$ *	\$ *

"\*" = less than \$.01

*Consolidated Financial Statements prepared by company management*  
*See Notes to Consolidated Financial Statements*

**GOURMET PROVISIONS INTERNATIONAL CORPORATION  
F/K/A UNIQUE FOODS  
CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)**

	<b>FOR THE THREE MONTHS ENDED MARCH 31,</b>	
	<b>2023</b>	<b>2022</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net loss	<b>(\$31,049)</b>	<b>(136,162)</b>
Commons Stock Issued for Services	-	-
Common Stock Exchanged for Convertible Notes Payable and Interest and Penalties	-	-
Amortization and Depreciation	<b>518</b>	<b>518</b>
(Increase)/Decrease in Inventory	<b>(50)</b>	-
(Increase)/Decrease in Accounts Receivable	<b>(21,195)</b>	<b>(11,406)</b>
(Decrease) in Accounts Payable and Accruals	<b>8,025</b>	<b>7,800</b>
<b>NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES</b>	<b>(43,751)</b>	<b>(139,250)</b>
<b>CASH FLOWS TO/(FROM) INVESTING ACTIVITIES:</b>		
Kitchen Equipment Purchase	-	-
<b>NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES</b>	<b>-</b>	<b>-</b>
<b>CASH FLOWS TO/(FROM) FINANCING ACTIVITIES:</b>		
Proceeds from Sale of Common Stock Subscriptions	<b>46,000</b>	-
Capital Contributions	-	-
Proceeds from the Issuance of Convertible Notes Payable	-	<b>70,000</b>
Repayment of Shareholder Note Payable	-	-
<b>NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES</b>	<b>46,000</b>	<b>70,000</b>
<b>NET INCREASE(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>2,249</b>	<b>(69,250)</b>
<b>CASH AND CASH EQUIVALENTS, BEGINNING OF THE PERIOD</b>	<b>57,811</b>	<b>198,789</b>
<b>END OF THE PERIOD</b>	<b>\$60,060</b>	<b>129,539</b>

**SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:**

**CASH PAID DURING THE PERIOD FOR:**

Interest

\$0

\$0

Taxes

\$0

\$0

*Consolidated Financial Statements prepared by company management*

*See Notes to Consolidated Financial Statements*

**GOURMET PROVISIONS INTERNATIONAL CORPORATION**

**F/K/A UNIQUE FOODS**

**CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY**

**FOR THE THREE MONTHS ENDED MARCH 31, 2024**

	Common Stock		Common Stock to be issued		Preferred Stock		Preferred stock to be issued		Additional Paid-in Capital	Accumulated Deficit
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount		
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount		
Balances, December 31, 2023	2,399,001,482	\$239,900	18,705,000	\$1,871	35,500,000	\$3,550	2,000	\$200	\$5,576,142	\$ (5,333,950)
Common Shares Sold	1,395,773,334	139,577	-	-	-	-	-	-	(93,578)	-
Common Shares Returned	(850,000,000)	(85,000)	-	-	-	-	-	-	85,000	-
Net Loss	-	-	-	-	-	-	-	-	-	(31,049)
Balances, March 31, 2024	2,944,774,816	294,477	18,705,000	\$1,871	35,500,000	\$3,550	2,000	\$200	\$5,567,564	\$ (5,364,999)

*Consolidated Financial Statements prepared by company management*

*See Notes to Consolidated Financial Statements*



**Gourmet Provisions International Corporation  
f/k/a Unique Foods Corp  
Notes to Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023**

**Note 1 – Organization**

Gourmet Provisions International Corporation (the “Company”) formerly Unique Foods Corp a Delaware corporation was incorporated November 20, 2003. The Company’s mission is to be a leading national franchiser. The Company has a store conversion strategy which targets existing pizza shops as potential franchisees. The Company will provide all franchisees with a customer call center, state-of-the-art point-of-sale system, economies of scale buying power and other services to potentially increase the new store’s profit margins. The Company has wholly owned subsidiaries—Jose Madrid Salsa and Pizza Fusion.

The Company was a party to a reverse merger on February 9, 2006. The reverse merger was between Gourmet Provisions International Corporation (formerly known as Unique Foods Corp) and their wholly owned subsidiary Coastal Communications, Inc. Because of the reverse merger, all existing assets of Coastal Communications, Inc. have been removed from the financial statements. In addition, all the liabilities of Coastal Communications, Inc. were removed from the financial statements. As a result, the financial statements include the following: The balance sheet consists of the net remaining assets at historical cost after the reverse merger. The statement of operations includes only the income and expenses of Gourmet Provisions International Corporation (formerly known as Unique Foods Corp).

**Note 2 – Summary of Significant Accounting Policies**

**Management’s Use of Estimates:** The Company’s consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America. The preparation of these consolidated financial statements requires that the Company make estimates and judgments that affect the reported amounts of assets, liabilities, revenue and expenses and related disclosures. On an ongoing basis, the Company evaluates its estimates, including those related to revenue recognition, the fair value and useful lives of intangible assets, property and equipment, income taxes, and contingencies, among others. Actual results could differ from those estimates.

**Revenue Recognition:** One of the Company’s business model is to sell franchise agreements to customers. The revenue from these sales are recorded when the agreement to purchase the franchise is executed by the customer. The Company also derives revenues from the sale of its food products consisting of salsa, pizza, restaurant food and candied pretzels.

**Gourmet Provisions International Corporation  
f/k/a Unique Foods Corp  
Notes to Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023**

**Note 2 – Summary of Significant Accounting Policies (continued)**

Revenue is recorded when all the following have occurred: (1) persuasive evidence of an arrangement exists, (2) asset is transferred to the customer without further obligation, (3) the sales price to the customer is fixed or determinable, and (4) collectability is reasonably assured.

**Cost of Sales:** Cost of sales represents costs directly related to the production and third-party manufacturing of the Company's products.

Products sold are typically sold directly to the customer at the point of sale; costs associated with shipping and handling is shown as a component of cost of sales.

**Basis of Presentation.** The financial statements include the accounts of Unique Foods Corp and its wholly owned subsidiaries along with a variable interest entity in the California restaurant prepared in accordance with accounting principles generally accepted in the United States of America. The accrual basis is the basis of accounting used. All significant intercompany balances and transactions have been eliminated.

**Risk and Uncertainties -** The Company is subject to risks common to companies in the service industry, including, but not limited to, litigation, development of new technological innovations and dependence on key personnel.

**Fair Value of Financial Assets and Financial Liabilities-** The Company follows paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments and paragraph 820-10-35-37 of the FASB Accounting Standards Codification ("Paragraph 820-10-35-37") to measure the fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP) and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

Gourmet Provisions International Corporation  
f/k/a Unique Foods Corp  
Notes to Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023

Note 2 – Summary of Significant Accounting Policies (continued)

Level 1	Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.
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Level 2	Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.
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Level 3	Pricing inputs that are generally observable inputs and not corroborated by market data.
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The carrying amounts of the Company's consolidated financial assets and liabilities, such as cash, accounts receivable, inventory, goodwill, accounts payable, accrued interest, derivative liabilities, notes payable and customer deposits approximate their fair values because of the short maturity of these instruments. The Company's bank note payable approximates the fair value of such instrument based upon management's best estimate of interest rates that would be available to the Company for similar consolidated financial arrangement at March 31, 2024.

The Company does not have any assets or liabilities measured at fair value on a recurring or a non-recurring basis, consequently, the Company did not have any fair value adjustments for assets and liabilities measured at fair value at March 31, 2024, nor gains or losses are reported in the statement of operations that are attributable to the change in unrealized gains or losses relating to those assets and liabilities still held at the reporting date for the periods ended March 31, 2024 and 2023.

**Cash and Cash Equivalents** - For the purposes of the Consolidated Statements of Cash Flows, the Company considers highly liquid investments with an original maturity of years or less to be cash equivalents.

**Impairment of Long-Lived Assets:** The Company evaluates the recoverability of its fixed assets and other assets in accordance with section 360-10-15 of the FASB Accounting Standards Codification for disclosures about Impairment or Disposal of Long-Lived Assets. Disclosure requires recognition of impairment of long-lived assets in the event the net book value of such assets exceeds its expected cash flows. If so, it is impaired and is written down to fair value, which is determined based on either discounted future cash flows or appraised values. The Company adopted the statement on inception. No impairments of these types of assets were recognized during the periods ended March 31, 2024 and 2023.



**Gourmet Provisions International Corporation  
f/k/a Unique Foods Corp  
Notes to Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023**

**Note 2 – Summary of Significant Accounting Policies (continued)**

**Income Taxes:** The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification. Deferred income tax assets and liabilities are determined based upon differences between the financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. 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 the statements of operations in the period that includes the enactment date.

**Fixed Assets:** The Company's property and equipment consisting of building improvements, restaurant and office equipment, software, and furniture are stated at cost and depreciated over their estimated useful lives ranging from 5-7 years of the respective assets. Depreciation is computed using the straight-line method. Book depreciation for the periods ended March 31, 2024 and 2023 is \$518 and \$518, respectively. Expenditures for maintenance and repairs are charged to expense as incurred.

Property and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable.

Upon sale or retirement of property and equipment, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is reflected in the statements of operations.

**Advertising Costs -** Advertising costs are expensed as incurred. The Company does not incur any direct-response advertising costs.

**Income(Loss) Per Share -** Net income(loss) per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net income(loss) per share is computed by dividing net income(loss) by the weighted average number of shares of common stock outstanding during the period. Diluted net income(loss) per share is computed by dividing net loss by the weighted average number of shares of common stock and potentially outstanding shares of common stock during each period. There were no potentially dilutive shares outstanding as of March 31, 2024 and 2023.

**Gourmet Provisions International Corporation  
f/k/a Unique Foods Corp  
Notes to Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023**

**Note 2 – Summary of Significant Accounting Policies (continued)**

**Inventory** - Inventory, consisting of finished food products purchased, is located on the premises of our respective subsidiaries, and is stated at the lower of cost or market using the first in first out method. No allowances were necessary at March 31, 2024. The Company periodically reviews historical sales activity to determine potentially obsolete items and evaluates the impact of any anticipated changes in future demand.

**Share-Based Payments** - The Company acquires nonmonetary assets including goods for its common stock. The goods are recorded at the fair value of the nonmonetary asset exchanged or at an independent quoted market price for items exchanged.

The Company accounts for stock-based compensation using the fair value method following the guidance set forth in section 718-10 of the FASB Accounting Standards Codification for disclosure about Stock-Based Compensation. This section requires a public 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 period during which an employee is required to provide service in exchange for the award- the requisite service period (usually the vesting period). No compensation cost is recognized for equity instruments for which employees do not render the requisite service.

**Comprehensive Income (Loss)** - The Company reports comprehensive income and its components following guidance set forth by section 220-10 of the FASB Accounting Standards Codification which establishes standards for the reporting and display of comprehensive income and its components in the consolidated financial statements. There were no items of comprehensive income (loss) applicable to the Company during the period covered in the consolidated financial statements.

**Accounts Receivable and Allowance for Doubtful Accounts** – We grant credit to customers based on an evaluation of their financial condition but most of our sales are immediately collected in cash at the point of sale. The estimate of the allowance for doubtful accounts, which is charged off to bad debt expense, is based on management’s assessment of current economic conditions and historical collections experience.

As of March 31, 2024 and 2023, the Company did not have an allowance for doubtful accounts. For the periods ended March 31, 2024 and 2023 the Company had \$-0- in bad debt expense.

**Gourmet Provisions International Corporation  
f/k/a Unique Foods Corp  
Notes to Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023**

**Note 2 – Summary of Significant Accounting Policies (continued)**

Pursuant to Section 850-10-20 the related parties include a. affiliates of the Company; b. Entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825–10–15, to be accounted for by the equity method by the investing entity; c. trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; d. principal owners of the Company; e. management of the Company; f. other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests; and g. Other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

The consolidated financial statements shall include disclosures of material related party transactions, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of consolidated or combined financial statements is not required in those statements. The disclosures shall include: a. the nature of the relationship(s) involved; b. a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which income statements are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; c. the dollar amounts of transactions for each of the periods for which income statements are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and d. amounts due from or to related parties as of the date of each balance sheet presented and, if not otherwise apparent, the terms and manner of settlement.

**Contingencies—**The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the consolidated financial statements are issued, which may result in a loss to the Company, but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

**Gourmet Provisions International Corporation  
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Notes to Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023**

**Note 2 – Summary of Significant Accounting Policies (continued)**

If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed. However, there is no assurance that such matters will not materially and adversely affect the Company's business, consolidated financial position, and consolidated results of operations or consolidated cash flows.

**Principles of Consolidation** – The consolidated financial statements include the accounts of Jose Madrid Salsa and Pizza Fusion. All inter-company accounts and transactions have been eliminated in consolidation.

**Recent Accounting Pronouncements** - The Company has reviewed all recently issued, but not yet effective, accounting pronouncements and do not believe the future adoption of any such pronouncements may be expected to cause a material impact on its consolidated financial condition or the results of its operations.

***FASB Accounting Standards Codification***

In August 2020, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2020-06, Debt — Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging — Contracts in Entity's Own Equity (Subtopic 815-40) ("ASU 2020-06") to simplify accounting for certain financial instruments. ASU 2020-06 eliminates the current models that require separation of beneficial conversion and cash conversion features from convertible instruments and simplifies the derivative scope exception guidance pertaining to equity classification of contracts in an entity's own equity. The new standard also introduces additional disclosures for convertible debt and freestanding instruments that are indexed to and settled in an entity's own equity. ASU 2020-06 amends the diluted earnings per share guidance, including the requirement to use the if-converted method for all convertible instruments. ASU 2020-06 is effective January 1, 2022 and should be applied on a full or modified retrospective basis, with early adoption permitted beginning on January 1, 2021. The Company is currently assessing the impact, if any, that ASU 2020-06 would have on its financial position, results of operations or cash flows.

Gourmet Provisions International Corporation  
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Notes to Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023

Note 2 – Summary of Significant Accounting Policies (continued)

Other pronouncements issued by the FASB or other authoritative accounting standards groups with future effective dates are either not applicable or are not expected to be significant to the Company's financial position, results of operations or cash flows.

Stock Compensation

In March 2016, the FASB issued ASU 2016-09, *Stock Compensation*, which is intended to simplify the accounting for share-based payment award transactions. The new standard will modify several aspects of the accounting and reporting for employee share-based payments and related tax accounting impacts, including the presentation in the statements of operations and cash flows of certain tax benefits or deficiencies and employee tax withholdings, as well as the accounting for award forfeitures over the vesting period. The guidance is effective for fiscal years beginning after December 15, 2016, including interim periods within that year, and will be adopted by the Company in the first year of fiscal 2018. The Company anticipates the new standard will not result in an increase in the number of shares used in the calculation of diluted earnings per share and will not add volatility to the Company's effective tax rate and income tax expense due to its net operating loss carryforward. The magnitude of such impacts will depend in part on whether significant employee stock option exercises occur.

Subsequent Events

*(Included in Accounting Standards Codification ("ASC") 855 "Subsequent Events", previously SFAS No. 165 "Subsequent Events")*

SFAS No. 165 established general standards of accounting for and disclosure of events that occur after the balance sheet date, but before the consolidated financial statements are issued or available to be issued ("subsequent events"). An entity is required to disclose the date through which subsequent events have been evaluated and the basis for that date. For public entities, this is the date the consolidated financial statements are issued. SFAS No. 165 does not apply to subsequent events or transactions that are within the scope of other GAAP and did not result in significant changes in the subsequent events reported by the Company. SFAS No. 165 became effective for interim or annual periods ending after September 15, 2009 and did not impact the Company's consolidated financial statements. The Company evaluated for subsequent events through the issuance date of the Company's consolidated financial statements. No recognized or non-recognized subsequent events were noted.

**Gourmet Provisions International Corporation  
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Notes to Consolidated Financial Statements  
For the Three Months Ended March 31, 2024 and 2023**

**Note 3 – Shareholders' Equity**

**Common Shares**

The Company's is authorized to issue 3,000,000,000 shares of \$.0001 par common stock. As of March 31, 2024, there were 29,447,481 shares outstanding. As of March 31, 2023, there were 191,818,150 shares outstanding.

During the 1<sup>st</sup> Quarter 2023, the Company issued 9,000,000 shares in settlement of a debt.

During the 2<sup>nd</sup> Quarter 2023, the Company issued 12,500,000 shares in settlement of a debt.

During the 3<sup>rd</sup> Quarter 2023, the Company issued 320,726,666 shares in settlement of debt.

During the 4<sup>th</sup> Quarter 2023, the Company issued 1,873,956,666 shares in settlement of debt and raising capital.

During the 1<sup>st</sup> Quarter 2024, the Company issued 1,395,773,334 and cancelled 850,000,000 shares.

**Preferred Shares**

As of March 31, 2024, there were 35,500,000 shares of preferred stock issued and outstanding to the Company's officer, director, and majority shareholder. As of March 31, 2023, there were 35,500,000 shares of preferred stock issued and outstanding to the Company's officer, director, and majority shareholder. In the 1<sup>st</sup> Quarter 2020, the Company issued 12,550,00 shares at par. These are convertible into shares of common stock at a rate of one preferred share into twenty-five common shares. Therefore, there are potentially 550,000,000 additional shares of common stock that could be issued in the future upon conversion from preferred shares by this person. The Company affected a one for two hundred and fifty reverse stock splits on March 6, 2014. The consolidated financial statements herein have been retroactively restated in compliance with US SEC staff accounting bulletin topic 4.C. The effects of these shares are non-dilutive at March 31, 2024 due to the net loss recorded.

**Gourmet Provisions International Corporation  
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For the Three Months Ended March 31, 2024 and 2023**

**Note 4 – Convertible Notes Payable**

**2022 Notes Payable Activity**

During October and November 2022, the Company issued \$40,000 in Convertible Notes Payable. The Convertible Notes Payable bear interest at 12% per year and are convertible at the share price of .01 or the lowest trade of the Company's stock on the primary trading market on which the Company's Common Stock is quoted for the twenty (20) trading days immediately prior to but not including the Conversion Date, whichever is lower ("Conversion Price").

In December of 2022, the Company issued a \$150,000 Convertible Note Payable. This Convertible Note bears 12% interest per year and will be converted into Common Stock of the Company at a 30% discount to the lowest share price quoted for the Company's Common Stock during the ten (10) trading days immediately prior to but not including the Conversion Date. If, however, an Uplisting has not occurred on or prior to the Conversion Date, then the amount so converted by Holder will be converted into Common Stock of the Company at a 50% discount to the lowest per share price quoted for the Company's Common Stock during the thirty (30) trading days immediately prior to but not including the Conversion Date.

**2023 Note Payable Activity**

In February 2023, the Company issued \$70,000 in Convertible Notes Payable. This Convertible Note bears 12% interest per year and will be converted into Common Stock of the Company at a 30% discount to the lowest share price quoted for the Company's Common Stock during the ten (10) trading days immediately prior to but not including the Conversion Date. If, however, an Uplisting has not occurred on or prior to the Conversion Date, then the amount so converted by Holder will be converted into Common Stock of the Company at a 50% discount to the lowest per share price quoted for the Company's Common Stock during the thirty (30) trading days immediately prior to but not including the Conversion Date.

In May 2023, the Company issued \$5,000 in Convertible Notes Payable. This Convertible Note bears 12% interest per year and will be converted into Common Stock of the Company at a 30% discount to the lowest share price quoted for the Company's Common Stock during the ten (10) trading days immediately prior to but not including the Conversion Date. If, however, an Uplisting has not occurred on or prior to the Conversion Date, then the amount so converted

**Gourmet Provisions International Corporation  
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**Note 4 – Convertible Notes Payable (continued)**

by Holder will be converted into Common Stock of the Company at a 50% discount to the lowest per share price quoted for the Company's Common Stock during the thirty (30) trading days immediately prior to but not including the Conversion Date.

In July and August 2023, the Company issued \$20,000 in Convertible Notes Payable. These Convertible Notes bear 12% interest per year and will be converted into Common Stock of the Company at a 30% discount to the lowest share price quoted for the Company's Common Stock during the ten (10) trading days immediately prior to but not including the Conversion Date. If, however, an Uplisting has not occurred on or prior to the Conversion Date, then the amount so converted by Holder will be converted into Common Stock of the Company at a 50% discount to the lowest per share price quoted for the Company's Common Stock during the thirty (30) trading days immediately prior to but not including the Conversion Date.

The balance outstanding of principal was \$285,000 and accrued interest was \$41,825 on the Convertible Notes Payable as of March 31, 2024.

ASC Topic 815 ("ASC 815") requires that all derivative financial instruments be recorded on the balance sheet at fair value. Fair values for exchange traded securities and derivatives are based on quoted market prices. Where market prices are not readily available, fair values are determined using market-based pricing models incorporating readily observable market data and requiring judgment and estimates. The Company has evaluated the terms and conditions of the conversion features contained in the notes and warrants to determine whether they represent embedded or freestanding derivative instruments under the provisions of ASC 815.

The Company determined that the conversion features contained in the notes and warrants represent freestanding derivative instruments that meet the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instruments in the notes and warrants is reflected in the Company's balance sheet as a liability. The fair value of the derivative financial instruments of the convertible notes and warrants was measured at the inception date of the notes and warrants and each subsequent balance sheet date. Any changes in the fair value of the derivative financial instruments are recorded as non-operating, non-cash income or expense at each balance sheet date.

The Company valued the conversion features in its convertible notes using the Black-Scholes model. The Black-Scholes model values the embedded derivatives based on a risk-free rate of return ranging from 0.02% to 0.02%, grant dates at the beginning of the year, the term of convertible note, conversion prices is lesser of 1) \$0.015, or 2) 50% of stock bid price at date



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For the Three Months Ended March 31, 2024 and 2023

Note 4 – Convertible Notes Payable (continued)

of note issuance, current stock prices on the measurement date ranging from \$0.005 to \$0.011, and the computed measure of the Company's stock volatility, ranging from 221.61% to 359.23%. Included in the March 31, 2024 consolidated financial statements is a derivative liability in the amount of \$45,000 to account for this transaction.

Included in the Consolidated Statement of Operations for the previous year end consolidated financial statements was a \$45,000 in change of fair value of derivative and \$45,000 of debt discount amortization in non-cash charges pertaining to the derivative liability as it pertains to the gain on derivative liability and debt discount, respectively.

Note 5 – Income (Loss) Per Share

Income (loss) per share is computed by dividing the net income (loss) by the weighted average number of common shares outstanding during the period. Basic and diluted loss per share was less than \$.01 for the three months ended March 31, 2024 and 2023.

Note 6 – Supplemental Cash Flow Information

Supplemental disclosures of cash flow information for the three months ended March 31, 2024 and 2023 are summarized as follows:

Cash paid during the periods for interest and income taxes:

<u>2024</u>	<u>2023</u>		
Income Taxes	\$ --	\$ --	
Interest	\$ --	\$ --	

Note 7 – Going Concern and Uncertainty

The Company has suffered recurring losses from operations since inception. In addition, the Company has yet to generate an internal cash flow from its business operations. These factors raise substantial doubt as to the ability of the Company to continue as a going concern.

Management's plans about these matters encompass the following actions: 1) obtain funding from new investors to alleviate the Company's liquid working deficiency, and 2) implement a plan to generate sales. The Company's continued existence is dependent upon its ability to resolve its liquidity problems and increase profitability in its current business operations. However, the outcome of management's plans cannot be ascertained with any degree of certainty. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of these risks and uncertainties.

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**Note 8 – Goodwill**

On August 15, 2015, the Company acquired 100% of the capital stock of Jose Madrid Sales Corporation, an Ohio corporation, in exchange for the issuance of 950,000 shares of the Company's preferred stock. The fair value of this stock issuance was determined using the fair value of the Company's common stock on the closing date, at a market quoted price of \$.008.

Accordingly, the Company recognized goodwill of \$53,011 as follows:

Fair value of the consideration transferred	\$ 190,000	
Net of identifiable assets acquired and liabilities assumed	<u>(136,989)</u>	
Goodwill		\$ 53,011

The Company subsequently evaluated the goodwill for impairment and assessed the goodwill was not impaired since there was significant operating revenue and profits generated from Jose Madrid Salsa during the subsequent period thereto.

On December 31, 2015, the Company acquired 100% of the capital stock of PopsyCakes Distributing, LLC, a Florida corporation, in exchange for the issuance of 2,000,000 shares of the Company's common stock. The fair value of this stock issuance was determined using the fair value of the Company's common stock on the closing date, at a market quoted price of \$.0031. Accordingly, the Company recognized goodwill of \$1,555 as follows:

Fair value of the consideration transferred	\$ 6,200	
Net of identifiable assets acquired and liabilities assumed	<u>(4,645)</u>	
Goodwill		\$ 1,555

The Company subsequently evaluated the goodwill for impairment and assessed the goodwill was not impaired since there was significant operating revenue and profits generated from Popsy Cakes during the subsequent period thereto.

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**Note 9—Segment Reporting**

The Company follows the guidance set forth by section 280-10 of the FASB Accounting Standards Codification for reporting and disclosure on operating segments of the Company.

The Company's segment information is as follows:

For the Three Months Ended March 31, 2024

	<u>GMPR</u>	<u>Jose Madrid</u> <u>Salsa</u>	<u>Pizza Fusion</u>	<u>Christopher</u> <u>Street</u>
Revenue	\$ 1,371	\$ 222,320	\$ -	\$ -
Operating Profit/(Loss)	\$ (53,349)	\$ 21,194	\$ -	\$ -

For the Three Months Ended March 31, 2023

	<u>GMPR</u>	<u>Jose Madrid</u> <u>Salsa</u>	<u>Pizza Fusion</u>	<u>Christopher</u> <u>Street</u>
Revenue	\$ 6,645	\$ 223,318	\$ -	\$ -
Operating Profit/(Loss)	\$ (158,421)	\$ 22,259	\$ -	\$ -

**Note 10— Subsequent Events/Material Event**

**Subsequent Events**

The Company evaluated for subsequent events through the issuance date of the Company's financial statements and has determined no subsequent events have occurred.

## 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, James C. Vowler certify that:

1. I have reviewed this Quarterly Disclosure Statement of Gourmet Provisions International Corp.;
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.

5/17/2024

/s/ James C. Vowler

James C. Vowler  
President/CEO/CFO

### *Principal Financial Officer:*

I, James C. Vowler certify that:

1. I have reviewed this Quarterly Disclosure Statement of Gourmet Provisions International Corp;
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.

5/17/2024

/s/ James C. Vowler

James C. Vowler  
President/CEO/CFO