



Affiliated Resources Corp.

624 Tyvola Rd, Suite 103 #186, Charlotte, NC 28217

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Quarterly Report

For the period ending [6/30/24] (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

24,554,116 as of 6/30/24 (Current Reporting Period Date or More Recent Date)

24,554,116 as of 12/31/23 (Most Recent Completed Fiscal Year End)

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☒ No: ☐

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

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

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

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

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

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

The current name of the issuer is "Affiliated Resources Corp.", which has been the name since February 1999.

The issuer's name was "Synaptix Systems Corp." until February 1999.

The issuer's name was "Basic Natural Resources, Inc." until March 1997.

The issuer was incorporated as "Euram Capital Corporation" and held that name until Dec 1990.

Current State and Date of Incorporation or Registration: CO, incorporated on 12/31/1986

Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

The issuer has been domiciled in Colorado since it's incorporation. In 2005, the entity fell into inactive status in CO for failure to file a required Annual Report. On May 19th 2023, the Custodian reinstated the entity in CO and appointed a new Registered Agent. The entity remains active and in "good standing" with the state.

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

N/A

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

The Company plans to acquire an operating company via reverse merger.

Address of the issuer's principal executive office:

624 Tyvola Rd, Suite 103 #186, Charlotte, NC 28217

Address of the issuer's principal place of business:

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

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

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

On May 10th, 2023, the 2nd Judicial District Court in Denver County, Colorado entered an Order Granting Motion for Appointment of Custodian of Dave Duarte (as CEO of JUDD Holding Corp) as Custodian for Affiliated Resources Corp, case number 2022CV33057. Pursuant to the aforementioned order and Colorado Revised Statute § 7-114-303(3)(b), David Duarte may exercise all of the powers of the corporation, through or in place of it's Board of Directors, to the extent necessary to manage the business affairs of the corporation. On Sept 25th, 2023, the 2nd Judicial District Court granted the Custodian's motion to cancel 7,247,807 common shares, and the case was closed. David Duarte remains the sole officer and director.

2) Security Information

Transfer Agent

Name: Signature Stock Transfer, Inc.
Phone: (972) 612-4120
Email: jason@signaturestocktransfer.com
Address: 16801 Addison Road, Suite 247, Addison, TX 75001

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:	AFFL
Exact title and class of securities outstanding:	Common
CUSIP:	00827A108
Par or stated value:	0.001
Total shares authorized:	250,000,000 as of date: 6/30/24
Total shares outstanding:	24,554,116 as of date: 6/30/24
Total number of shareholders of record:	5 as of date: 6/30/24

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

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

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Preferred
Par or stated value:	.001
Total shares authorized:	10,000,000 as of date: 6/30/24
Total shares outstanding:	0 as of date: 6/30/24
Total number of shareholders of record:	N/A as of date: 6/30/24

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

Exact title and class of the security:	Special 2023 Series A Preferred
Par or stated value:	.001
Total shares authorized:	250,000 as of date: 6/30/24
Total shares outstanding:	250,000 as of date: 6/30/24
Total number of shareholders of record:	1 as of date: 6/30/24

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

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

Each common share receives one vote. There are no dividend or preemption rights.

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

Each share of Special 2023 Series A Preferred Stock is entitled to one thousand (1,000) votes per share with respect to any and all matters. The shares are not convertible into common stock.

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 changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.***

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

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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

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

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

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

Shares Outstanding <u>Opening Balance:</u> Date <u>12/31/2021</u> Common: <u>31,801,923</u> Preferred: <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>5/23/2023</u>	<u>New Issuance</u> <u>See * Below</u>	<u>36,000,000</u>	<u>Common</u>	<u>\$36,000 or .001 per share</u>	<u>No</u>	<u>David Duarte</u>	<u>Corp Revival Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>9/29/2023</u>	<u>Cancellation</u> <u>See ** Below</u>	<u>7,247,807</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	<u>Multiple Shareholders</u>	<u>District Court Order</u>	<u>N/A</u>	<u>N/A</u>
<u>11/13/2023</u>	<u>New Issuance</u> <u>See *** Below</u>	<u>250,000</u>	<u>Special 2023 Series A Preferred</u>	<u>\$36,000 or \$.144 per share</u>	<u>N/A</u>	<u>JUDD Holding Corp. (controlled by David Duarte)</u>	<u>Corp Revival Services</u>	<u>N/A</u>	<u>4(a)(2)</u>
<u>11/21/2023</u>	<u>Cancellation</u> <u>See *** Below</u>	<u>36,000,000</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	<u>David Duarte</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date <u>6/30/2024</u> Common: <u>24,554,116</u> Preferred: <u>250,000</u>									

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

*On May 23rd 2023, the Custodian, David Duarte, granted to himself 36,000,000 shares of restricted common stock, par value .001, for consideration of \$36,000 for services provided in reviving the Corporation.

**On September 29th 2023, the Corporation's transfer agent processed the court ordered cancellation of 7,247,807 legacy common shares. The court granted the motion for cancellation on September 25th, 2023.

***On November 13th 2023, JUDD Holding Corp, a private entity controlled by David Duarte, was issued 250,000 shares of Special 2023 Series A Preferred Stock. On November 21st 2023, David canceled and retired the 36,000,000 common shares, par value .001, that were held in his name. The aggregate \$36,000 cost basis remains the same for the preferred stock.

Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

Affiliated Resources Corp has been dormant for many years after unsuccessfully entering the energy industry. The company does not have current operations at this time but is restructuring for a new business direction and plans to acquire an operating company via reverse merger.

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

None.

- C. Describe the issuers' principal products or services.

The Company does not currently have any products or services.

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The company has no facilities at this time.

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

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

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

If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>David Duarte</u>	<u>CEO, President, Secretary, Treasurer, Director, Court Appointed Custodian</u>	<u>Charlotte, North Carolina</u>	<u>200,000</u>	<u>Common</u>	<u>0.81%</u>	See (1) Below
<u>JUDD Holding Corp.</u>	<u>Majority voting shareholder, Owner of more than 5%</u>	<u>Charlotte, North Carolina</u>	<u>250,000</u>	<u>Special 2023 Series A Preferred</u>	<u>100%</u>	See (1) Below

- (1) David Duarte, through JUDD Holding Corp, controls 250,000 shares of Special 2023 Series A Preferred Stock issued on 11/13/23 in exchange for cancellation of the 36,000,000 common shares issued to him personally as Custodian on 5/23/23. David also owns 200,000 shares of common stock purchased on the open market in a brokerage account held in his name.

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

7) Legal/Disciplinary History

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

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

N/A

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;

N/A

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;

N/A

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

N/A

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.

N/A

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.

N/A

- 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.

N/A

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	<u>Donald R. Keer</u>
Address 1:	<u>3663 Greenwood Circle</u>
Address 2:	<u>Chalfont, PA 18914</u>
Phone:	<u>212-962-9378</u>
Email:	<u>don@keeresq.com</u>

Accountant or Auditor

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

Investor Relations

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

All other means of Investor Communication:

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

Other Service Providers

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

Name: Cade Carter
Firm: Pyrrhic Capital
Nature of Services: Consulting
Address 1: _____
Address 2: _____
Phone: _____
Email: PyrrhicCapital@gmail.com

9) Disclosure & Financial Information

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

Name: Cade Carter
Title: _____
Relationship to Issuer: Consultant

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: **David Duarte**
Title: **CEO**
Relationship to Issuer: **Officer & Director**

Describe the qualifications of the person or persons who prepared the financial statements:⁵ **Business degree and previous experience preparing financials & disclosure statements for multiple issuers.**

Provide the following qualifying financial statements:

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

Financial Statement Requirements:

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

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

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, David Duarte certify that:

1. I have reviewed this Disclosure Statement for Affiliated Resources 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.

7/10/24 [Date]

 [CEO's Signature]

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

Principal Financial Officer:

I, David Duarte certify that:

1. I have reviewed this Disclosure Statement for Affiliated Resources 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.

7/10/24 [Date]

 [CFO's Signature]

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

**AFFILIATED RESOURCES CORP.
INDEX TO FINANCIAL STATEMENTS**

Balance Sheets as of June 30, 2024 and 2023

Statements of Operations for the Six Months Ended June 30, 2024, and 2023

Statements of Stockholders' Deficit from March 31, 2022, through June 30, 2024

Statements of Cash Flows for the Six Months Ended June 30, 2024, and 2023

Notes to the Financial Statements

**AFFILIATED RESOURCES CORP.
BALANCE SHEET**

	June 30, 2024	June 30, 2023
ASSETS		
CURRENT ASSETS:		
Cash	\$ —	\$ —
TOTAL ASSETS	\$ —	\$ —
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES:		
Accounts Payable	33,935	23,035
Accrued liabilities	\$ -	\$ -
Total Current Liabilities	33,935	23,035
STOCKHOLDERS' DEFICIT:		
Preferred stock, 10,000,000 shares authorized, \$0.001 par value on 6/30/24 and \$1.00 par value on 6/30/23, respectively	-	-
Special 2023 Series A Preferred stock, \$0.144 par value, 250,000 shares authorized, issued and outstanding on 6/30/24	36,000	-
Common stock, 250,000,000 shares authorized, \$0.001 par value with 24,554,116 issued and outstanding on 6/30/24, and, \$0.001 par value with 67,801,923 issued and outstanding on 6/30/23, respectively	24,554	67,802
Additional Paid in Capital	19,806,326	19,806,326
Accumulated deficit	(20,388,955)	(20,378,055)
Total Stockholders' Deficit	(522,075)	(503,927)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ —	\$ —

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

AFFILIATED RESOURCES, CORP.
STATEMENTS OF OPERATIONS

	For the Six Months Ended June 30,	
	2024	2023
Revenue	\$ —	\$ —
Expenses:		
General and administrative	8,126	20,535
Total operating expenses	8,126	20,535
Loss from operations	(8,126)	(20,535)
Other income (expense):		
Total other expense		
Net loss before income taxes		
Provision for income tax		
Net Loss	\$ (8,126)	(20,535)
Loss per share – basic and diluted	\$	
Weighted average shares outstanding – basic and diluted	24,554,116	67,801,923

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

AFFILIATED RESO USA, INC.
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT
(Unaudited)

	Common Stock		Preferred Stock		Additional	Accumulated	Total Equity
	Shares	Amount	Shares	Amount	Paid -in Capital	(Deficit)	(Deficit)
Balance on March 31, 2022	31,801,923	95,406	—	—	19,806,326	(20,355,020)	(453,288)
Net loss	—	—	—	—	—	—	—
Balance on June 30, 2022	31,801,923	95,406	—	—	19,806,326	(20,355,020)	(453,288)
Net loss	—	—	—	—	—	(2,500)	(2,500)
Balance on September 30, 2022	31,801,923	95,406	—	—	19,806,326	(20,357,520)	(455,788)
Net loss	—	—	—	—	—	—	—
Balance on December 31, 2022	31,801,923	95,406	—	—	19,806,326	(20,357,520)	(455,788)
Net loss	—	—	—	—	—	(2,363)	(2,363)
Balance on March 31, 2023	31,801,923	95,406	—	—	19,806,326	(20,359,883)	(458,151)
Net loss	—	—	—	—	—	(18,172)	(18,172)
Amendment of Par Value to .001	—	(63,604)	—	—	—	—	(63,604)
Issuance at Par for Custodian Services	36,000,000	36,000	—	—	—	—	36,000
Balance on June 30, 2023	67,801,923	67,802	—	—	19,806,326	(20,378,055)	(503,927)
Net loss	—	—	—	—	—	(1,784)	(1,784)
Cancellation of shares by court order	(7,247,807)	(7,248)	—	—	—	—	(7,248)
Balance on Sept 30, 2023	60,554,116	60,554	—	—	19,806,326	(20,379,839)	(512,959)
Net loss	—	—	—	—	—	(990)	(990)
Cancellation of Common control block	(36,000,000)	(36,000)	—	—	—	—	(36,000)
Issuance of Preferred control block	—	—	250,000	36,000	—	—	36,000
Balance on December 31, 2023	24,554,116	24,554	—	36,000	19,806,326	(20,380,829)	(513,949)
Net loss	—	—	—	—	—	(636)	(636)
Balance on March 31, 2024	24,554,116	24,554	—	36,000	19,806,326	(20,381,465)	(514,585)
Net loss	—	—	—	—	—	(7,490)	(7,490)
Balance on June 30, 2024	24,554,116	24,554	—	36,000	19,806,326	(20,388,955)	(522,075)

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

**AFFILIATED RESOURCES CORP.
STATEMENTS OF CASH FLOWS**

	For the Six Months Ended June 30,	
	2024	2023
Cash Flows from Operating Activities:		
Net loss	\$ (8,126)	(20,535)
Adjustments to reconcile net loss to net cash used by operating activities:		
Changes in operating assets and liabilities:		
Accounts payable and accrued expenses	8,126	20,535
Accrued interest – related party		
Accrued interest		
Net cash used in operating activities	(8,126)	(20,535)
Cash Flows from Investing Activities:		
Cash Flows from Financing Activities:		
Additional paid in capital		
Proceeds from related parties	8,126	20,535
Net cash provided by financing activities	8,126	20,535
Net Change in Cash		
Cash beginning of year		
Cash end of year	\$	
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Cash paid during the period for:		
Interest	\$ —	\$ —
Income taxes	\$ —	\$ —

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

AFFILIATED RESOURCES CORP.
Notes to Unaudited Financial Statements
June 30, 2024

NOTE 1 – ORGANIZATION AND NATURE OF OPERATIONS

Affiliated Resources Corp (the “Company”), a Colorado corporation, has a fiscal year end of December 31 and is listed on the OTC Pink Markets under the trading symbol AFFL. The Company had abandoned its business and failed to take steps to dissolve, liquidate and distribute its assets. It had also failed to meet the required reporting requirements with the Colorado Secretary of State, hold an annual meeting of stockholders and pay its annual state tax from 2004 to 2023 which resulted in its Colorado charter being revoked.

The company was incorporated in the State of Colorado on December 31st 1986, as “Euram Capital Corporation.” In December 1990, the company’s name was changed to “Basic Natural Resources, Inc.” The issuer then renamed itself “Synaptix Systems Corp.” in March 1997. And in February 1999 the name was changed to “Affiliated Resources Corporation.”

On September 21st 2022, David Duarte, a shareholder of the Company, served a demand to the Company, at the last address of record, to comply with the Colorado Secretary of State statutes C.R.S. 7-114-301 and 7-107-101. On October 21st 2022, a petition was filed against the Company in the District Court of Denver County, Colorado, entitled “In the Matter of Affiliated Resources Corporation, a Colorado corporation” under case number 2022CV33057 by David Duarte, along with an Application for Appointment of Custodian, after several attempts to locate prior management and reinstate the Company’s Colorado charter, which had been revoked.

On May 10th 2023 the District Court of Denver County, Colorado entered an Order Granting Application for Appointment of David Duarte, (the “Order”), as Custodian of the Company. Pursuant to the Order, David Duarte (the “Custodian”) has the authority to take any actions on behalf of the Company, which are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock, and issuing new classes of stock, as well as entering in contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Colorado charter.

On May 19th 2023, the Custodian appointed David Duarte as CEO, President, Secretary, Treasurer and Director, and filed a Certificate of Reinstatement with the Secretary State of the State of Colorado, which reinstated the Company’s charter and appointed a new Registered Agent in Colorado. Additionally on May 19th, the Custodian filed Restated Articles of Incorporation, raising the authorized shares of common stock to 250,000,000 and amending the par value of common and preferred stock classes to .001.

On June 30th 2023, a Special Meeting of Stockholders was held by the Custodian at 624 Tyvola Road, Suite 103 #186, Charlotte NC 28217 as previously noticed to all shareholders of record on May 30th 2023. The following motions were approved by stockholders: appointment of David Duarte as Director, adoption of restated bylaws, and cancelation of certain shares held in the name of deceased parties & unclaimed property.

On September 25th 2023, the Denver County District Court approved the company’s motion to cancel 7,247,807 shares of the company’s common stock (Case Number: 2022CV33057). Signature Stock Transfer, the company’s transfer agent, subsequently processed this action on September 29th 2023.

On November 8th 2023, the Board determined it was in the best interest of the Corporation to create a new class of Preferred stock and designated 250,000 shares of Special 2023 Series A Preferred Stock, par value .001, with the Colorado Secretary of State.

On November 13th 2023, JUDD Holding Corp, a private entity controlled by David Duarte, was issued 250,000 shares of Special 2023 Series A Preferred Stock. On November 21st 2023, David canceled and retired the 36,000,000 common shares, par value .001, that were held in his name. The aggregate \$36,000 cost basis remains the same for the preferred stock.

The company is currently engaged in evaluating and assessing new business opportunities.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Use of Estimates

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

Stock-based Compensation

In June 2018, the FASB issued ASU 2018-07, *Compensation – Stock Compensation (Topic 718): Improvements to Nonemployee Share-Based Payment Accounting*. ASU 2018-07 allows companies to account for non-employee awards in the same manner as employee awards. The guidance is effective for fiscal years beginning after December 15, 2018, and interim periods within those annual periods.

Related Party Transactions

Under ASC 850 "Related Party Transactions" an entity or person is considered to be a "related party" if it has control, significant influence or is a key member of management personnel or affiliate. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. The Company, in accordance with ASC 850 presents disclosures about related party transactions and outstanding balances with related parties.

Derivative Financial Instruments

The Company evaluates its convertible notes to determine if such instruments have derivatives or contain features that qualify as embedded derivatives. For derivative financial instruments that are accounted for as liabilities, the derivative instrument is initially recorded at its fair value and is then re-valued at each reporting date, with changes in the fair value reported in the statements of operations. For stock-based derivative financial instruments, the Company uses a weighted-average Black-Scholes-Merton option pricing model to value the derivative instruments at inception and on subsequent valuation dates. The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is evaluated at the end of each reporting period.

Fair Value of Financial Instruments

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 under 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:

- Level 1: Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.
- 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.
- Level 3: Pricing inputs that are generally unobservable inputs and not corroborated by market data.

The carrying amount of the Company's financial assets and liabilities, such as cash, prepaid expenses and accrued expenses approximate their fair value because of the short maturity of those instruments. The Company's notes payable approximate the fair value of such instruments as the notes bear interest rates that are consistent with current market rates.

Basic and Diluted Income (Loss) Per Share

The Company computes income (loss) per share in accordance with FASB ASC 260. Basic earnings (loss) per share is computed using the weighted-average number of common shares outstanding during the period. Diluted earnings (loss) per share is computed

using the weighted-average number of common shares and the dilutive effect of contingent shares outstanding during the period.

Income Taxes

Income taxes are provided for the tax effects of the transactions reported in the financial statements and consist of taxes currently due plus deferred taxes related primarily to tax net operating loss carryforwards. The deferred tax assets and liabilities represent the future tax return consequences of these differences, which will either be taxable or deductible when assets and liabilities are recovered or settled, as well as operating loss carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. A valuation allowance is established against deferred tax assets when in the judgment of management, it is more likely than not that such deferred tax assets will not become available. Because the judgment about the level of future taxable income is dependent to a great extent on matters that may, at least in part, be beyond the Company's control, it is at least reasonably possible that management's judgment about the need for a valuation allowance for deferred taxes could change in the near term.

Tax benefits are recognized only for tax positions that are more likely than not to be sustained upon examination by tax authorities. The amount recognized is measured as the largest amount of benefit that is greater than 50 percent likely to be realized upon settlement. A liability for "unrecognized tax benefits" is recorded for any tax benefits claimed in the Company's tax returns that do not meet these recognition and measurement standards. As of June 30, 2024 and 2023, no liability for unrecognized tax benefits was required to be reported.

Recently Issued Accounting Pronouncements

The Company has implemented all new applicable accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

NOTE 3 - GOING CONCERN

The Company's financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business. As of June 30 2024, the Company has no source of revenue and has an accumulated deficit of approximately \$20,388,955 and requires additional funds to support its operations and to achieve its business development goals, the attainment of which are not assured.

These factors and uncertainties raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classification of liabilities that might incur in the event the Company cannot continue in existence. Management intends to seek additional capital from new equity securities offerings, debt financing and debt restructuring to provide funds needed to increase liquidity, fund internal growth and fully implement its business plan. However, management can give no assurance that these funds will be available in adequate amounts, or if available, on terms that would be satisfactory to the Company.

The timing and amount of the Company's capital requirements will depend on a number of factors, including maintaining its status as a public company and supporting shareholder and investor relations.

NOTE 3 – PROCEEDS FROM RELATED PARTY

During the six months ended June 30, 2024 and 2023, majority shareholder JUDD Holding Corp paid \$8,126 and \$20,535 in general & administrative expenses on behalf of the Company, respectively.

NOTE 4 – SUBSEQUENT EVENTS

The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued.