

Decentral Life, Inc.
6400 S. Fiddlers Green Circle
Suite 1180
Greenwood Village, Colorado 80111
(855) 933-3277
<https://www.wdlf.ai/>
Company Email: ir@WDLF.ai

Quarterly Report

For the period ending September 30, 2024 (the “Reporting Period”)

Decentral Life, Inc. is referred herein as the “Company”.

Outstanding Shares

The number of shares outstanding of our Common Stock was:

7,394,792,892 as of November 11, 2024 *(Current Reporting Period Date or More Recent Date)*

7,394,792,892 as of December 31, 2023 *(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: ☒

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.

Current Name: Decentral Life, Inc.

Current State and Date of Incorporation or Registration: Nevada

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

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

Social Life Network, Inc: Nevada, USA

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

None

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

On September 29, 2023, the Issuer completed a Binding Letter of Intent with MjLink.com, Inc. ("MjLink"), which had previously been spun-off from the Company on January 1, 2021 to reacquire MjLink via a Share Exchange, which is still in process.

Address of the issuer's principal executive office:

6400 S. Fiddlers Green Circle
Suite 1180
Greenwood Village, Colorado 80111

Address of the issuer's principal place of business:

x 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:

2) Security Information

Transfer Agent

Name: Clear Trust, LLC

Phone: (813) 235-4490

Email: inbox@cleartrusttransfer.com

Address: 16540 Pointe Village Dr, Suite 210, Lutz, FL 33558

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:	WDLF
Exact title and class of securities outstanding:	Common Stock
CUSIP:	83362T104
Par or stated value:	\$0.001
Total shares authorized:	10,000,000,000 as of date: September 30, 2024

Total shares outstanding:	7,394,792,892 as of date: September 30, 2024
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Total number of shareholders of record:	21,775 as of date: September 30, 2024
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Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

None

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 Stock
Par or stated value:	\$0.001
Total shares authorized:	300,000,000 as of date: September 30, 2024
Total shares outstanding:	0 as of date: September 30, 2024
Total number of shareholders of record:	0 as of date: September 30, 2024

Exact title and class of the security:	Series A Preferred Stock
Par or stated value:	\$0.001
Total shares authorized:	100,000,000 of 300,000,000 as of date: September 30, 2024
Total shares outstanding:	0 as of date: September 30, 2024
Total number of shareholders of record:	0 as of date: September 30, 2024

Exact title and class of the security:	Series B Preferred Stock
Par or stated value:	\$0.001
Total shares authorized:	100,000,000 of 300,000,000 as of date: September 30, 2024
Total shares outstanding:	0 as of date: September 30, 2024
Total number of shareholders of record:	0 as of date: September 30, 2024

Exact title and class of the security:	Class B Common Stock
Par or stated value:	\$0.001
Total shares authorized:	200,000,000 as of date: September 30, 2024
Total shares outstanding:	100,000,000 as of date: September 30, 2024
Total number of shareholders of record:	1 as of date: September 30, 2024

Exact title and class of the security:	Class C Common Stock
Par or stated value:	\$0.001
Total shares authorized:	500,000,000 as of date: September 30, 2024
Total shares outstanding:	0 as of date: September 30, 2024

Total number of shareholders of record: 0

as of date: September 30, 2024

Security Description:

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

Each Series A and Series C common stock share has one vote.

The Series B common stock has 100 votes per share.

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

The 300,000,000 authorized preferred stock consists of two series types: 100,000,000 Series A Preferred Shares and 100,000,000 Series B Preferred Shares, which leaves 100,000,000 Preferred Shares out of the 300,000,000 authorized, without the powers, designations, preferences and relative, participating, optional and other special rights, and the qualifications, limitations and restrictions affixed to them as of September 30, 2024.

Solely at the Board's discretion, the Corporation shall pay the holders of Series A and Series B Preferred Stock a 5% annual cash dividend.

The 100,000,000 authorized Series A provides for the right of the Series A Preferred Holder to convert each Series A Cumulative Convertible Preferred Share into twenty (20) Class A Common Stock Shares, if and only if, the Corporation becomes listed on a stock exchange and has liquidation rights over all other series of Preferred Stock. The Series A Preferred Stock does not have voting rights.

The 100,000,000 authorized Series B provides for the right of the Series B Preferred Holder to if and only if, at any time after the Corporation's Class C common stock shares become listed on a Stock Exchange, to convert each Series B Preferred Share into \$5.00 worth of Series C Common Stock Shares, based on the 10-day average trading price of the Series C Common Stock prior to the date of the conversion. The Series B Preferred Stock does not have voting rights.

Describe any other material rights of common or preferred stockholders.

None

Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None

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3) Issuance History

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)

Opening Balance (12/31/2022) Common (Class A) = 7,675,367,567 Common (Class B) = 75,000,000									
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.
01/25/2023	Issuance	25,000,000	Common (Class B)	N/A	N/A	Ken Tapp	N/A	Restricted	N/A
09/30/2022	Return to treasury	280,574,675	Common (Class A)	N/A	N/A	Shareholder	Shareholders returned to treasury	Restricted	N/A
Shares Outstanding on 6/30/2024: <u>Ending Balance:</u> Common: (Class A) = 7,394,792,892 Common (Class B) = 100,000,000									

Effective January 25, 2023, our Board unanimously approved the issuance of 25,000,000 Class B Shares to Ken Tapp, our Chief Executive Officer, which shares are equal to 2,500,000,000 votes and otherwise have no equity, cash value or any other value.

As of September 30, 2024, Ken Tapp holds 100,000,000 Class B Common Stock Shares.

Each Class B Common Share may be converted into 100 votes. The Issuer's Chief Executive Officer, Ken Tapp, controls approximately 57.5% of outstanding shareholder votes via its issuance of 100,000,000 Class B Common Stock Shares to him representing control of 10,000,000,000 votes out of the total of 17,394,792,892 outstanding common voting shares. The total of 17,394,792,892 outstanding votes is comprised of a total of 7,394,792,892 outstanding shares of Class A Common Stock representing one vote per each one Class A Common Stock Share held (7,394,792,892 Votes); and a total of 100,000,000 outstanding shares of Class B Common Stock representing one hundred votes per each one Class B Common Stock Share held (10,000,000,000 Votes).

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)

4) Issuer's Business, Products and Services

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

The Issuer is a Software-as-a-Service (SaaS) and Blockchain-as-a-Service (BaaS) technology company providing AI and Web3 solutions through license agreements with technology companies that participate in the Issuer's Technology Business Incubator Division ("TBI"). The Issuer's TBI division provides Emerging Growth Companies with executive leadership and C-suite Consulting Services to make it easier for their founders to focus on expanding their business growth.

List any subsidiaries, parent company, or affiliated companies.

None

Describe the issuers' principal products or services.

The Issuer's products and services are Consulting, Software-as-a-Service (SaaS), and Blockchain-as-a-Service (BaaS) solutions.

5) Issuer's Facilities

The Issuer's executive offices are located at 6400 S. Fiddlers Green Circle, Suite 1180, Greenwood Village, CO 80111, which offices are 2800 square feet composed of thirteen office spaces, a break room and conference room. The Issuer leases this space for \$12,000 per month, including utilities. The lease expires on December 31, 2024.

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

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
Ken Tapp	CEO/Director	Englewood, Colorado	0	Common	0%	
Ken Tapp	CEO/Director	<u>Englewood, Colorado</u>	<u>100,000,000*</u>	<u>Class B Common</u>	<u>100%</u>	
Brian Lazarus	Director	<u>Hunt Valley, Maryland</u>	<u>5,000,000</u>	<u>Common</u>	<u>.07%</u>	
Britt Glassburn	Director	Denver, Colorado	1,283,333	Common	.02%	

* Each Class B Common Share may be converted into 100 votes. The Issuer's s Chief Executive Officer, Ken Tapp, does not hold any common stock shares, or any other shares of value, but he does control approximately 57.5% of outstanding shareholder votes via the issuance of 100,000,000 Class B Common Stock Shares to him, thus controlling 10,000,000,000 votes out of the total of 17,394,792,892 outstanding common voting shares. The total of 17,394,792,892 outstanding votes is comprised of: (a) a total of 7,394,792,892 outstanding shares of Class A Common Stock representing one vote per each one Class A Common Stock Share held (7,394,792,892 Votes); and

(b) a total of 100,000,000 outstanding shares of Class B Common Stock representing one hundred votes per each one Class B Common Stock Share held (10,000,000,000 Votes).

7) Legal/Disciplinary History

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:

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

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

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

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

Material Legal Proceedings

LGH Investments, LLC

On April 19, 2021, the Issuer commenced legal action in the United States District Court for the Southern District of California against LGH Investments, LLC ("LGH") and Lucas Hoppel ("Hoppel," and together with LGH, the "LGH Parties").

On July 16, 2021, the Issuer filed its amended complaint against the LGH Parties, alleging claims under, *inter alia*, Sections 20(a) and 29(b) of the Securities Exchange Act of 1934 and the California State Constitution.

On July 13, 2022, the District Court granted the LGH Parties' Motion to Dismiss the Issuer's Amended Complaint. The Issuer promptly appealed the decision to the United States Court of Appeals for the Ninth Circuit.

On May 25, 2023, the United States Court of Appeals for the Ninth Circuit affirmed, in part, the District Court's decision, and reversed, in part, and remanded the case for further proceedings before the District Court.

This case is still actively being litigated. The Issuer intends to litigate its claims for relief against the LGH Parties.

Crown Bridge Partners, LLC

On September 23, 2022, the Issuer, alongside DarkPulse, Inc. and Redhawk Holdings Corp., commenced a join against Crown Bridge Partners LLC and its control persons—Soheil Ahdoot and Sepas Ahdoot (together, the "Crown Bridge Parties"). The joint complaint alleges claims under the Racketeer Influenced and Corrupt Organizations Act.

On September 29, 2023, the District Court granted the Crown Bridge Parties' Motion to Dismiss the Issuer's Complaint. The Issuer promptly appealed the decision to the United States Court of Appeals for the Second Circuit.

On September 9, 2024, the United States Court of Appeals for the Second Circuit reversed and vacated the District Court's decision and remanded the case for proceedings consistent with its decision.

The case is actively in discovery on a single issue, with an April 11, 2025, deadline for dispositive motion practice on that issue. The Issuer intends to litigate its claims for relief against the Crown Bridge Parties.

Alan Lamothe

On December 8, 2023, Alan Lamothe ("Lamothe") commenced legal action in the United States District Court of Colorado against the Issuer, MjLink.com, Inc., HuntPost.com, Inc., LikeRE.com, Inc., Ken Tapp and Gregory Todd Markey. Lamothe's complaint alleges the foregoing parties falsely represented material information and/or omitted material information, and such misstatements or omissions caused Lamothe to suffer injuries from his investments into the securities of the Issuer and MjLink.com, Inc.

On November 12, 2024, the District Court granted, in part, the motion to dismiss brought by the Issuer, MjLink.com, Inc., HuntPost.com, Inc., LikeRE.com, Inc., Ken Tapp and Gregory Todd Markey.

This case is actively in discovery. The Issuer vigorously denies the merits of Lamothe's claims and intends to defend itself.

* * *

The Issuer knows of no other material pending legal proceedings. In addition, the Issuer does not know of any such proceedings contemplated by any governmental authorities.

8) Third Party Service Providers

Accountant or Auditor

Name: David Natan
Firm: Natan & Associates
Address 1: 6720 NW 74th Court, Parkland, Florida 33067
Address 2:
Phone: (786) 412-6085
Email: dn474747@aol.com

Securities Counsel

Name: Frederick M. Lehrer
Firm: Frederick M. Lehrer, P. A.
Address 1: 2108 Emil Jahna Road
Clermont Florida
Phone: (561) 706-7646
Email: flehrer@securitiesattorney1.com

Other Service Providers

Name: Frederick M. Lehrer
Firm: Frederick M. Lehrer, P. A.
Nature of Services: Legal
Address 1: 2108 Emil Jahna Road, Clermont, Florida 34711

Phone: (561) 706-7646
Email: flehrer@securitiesattorney1.com

9) Disclosure & Financial Information

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

Name: Ken Tapp
Title: CEO/CFO
Relationship to Issuer: CEO/CFO

The following financial statements were prepared in accordance with:

X U.S. GAAP

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

Name: David Natan
Title: Accountant
Relationship to Issuer: None-Outside Consultant

David Natan has 44 years of accounting experience and 32 years of experience preparing GAAP financial statements.

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.

10) Issuer Certification

Principal Executive Officer:

I, Ken Tapp, certify that:

I have reviewed this Disclosure Statement for Decentral Life, Inc.

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

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.

November 14, 2024

s/s/ Ken Tapp

Ken Tapp, CEO

Principal Financial Officer:

I, Ken Tapp, certify that:

I have reviewed this Disclosure Statement for Decentral Life, Inc.

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

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.

November 14, 2024

s/s/ Ken Tapp

DECENTRAL LIFE, INC.
CONDENSED BALANCE SHEETS
(Unaudited)

	September 30, 2024	December 31, 2023
ASSETS		
Current Assets:		
Cash	\$ -	\$ 12,598
Accounts receivable – related party	561,963	679,300
Accounts receivable other	1,950	-
Security deposits	17,618	17,618
Total current assets	<u>581,531</u>	<u>709,517</u>
Non-Current Assets:		
Investments	39,105	-
Total Assets	<u><u>\$ 620,636</u></u>	<u><u>\$ 709,517</u></u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable and accrued liabilities	\$ 720	\$ 720
Cash overdraft	785	-
Loans payable – related party	-	4,098
Total current liabilities	<u>1,505</u>	<u>4,818</u>
Non-Current Liabilities:		
EIDL loan	117,506	119,300
Total Liabilities	<u>119,011</u>	<u>124,118</u>
Stockholders' Equity:		
Common Stock par value \$0.001 10,000,000,000 shares authorized, 7,394,792,892 and 7,394,792,892 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively	7,394,793	7,394,793
Additional paid in capital	25,992,306	25,992,306
Accumulated deficit	<u>(32,885,474)</u>	<u>(32,801,700)</u>
Total Stockholders' Equity:	<u>501,625</u>	<u>585,399</u>
Total Liabilities and Stockholders' Equity	<u><u>\$ 620,636</u></u>	<u><u>\$ 709,517</u></u>

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

DECENTRAL LIFE, INC.
CONDENSED STATEMENTS OF OPERATIONS
(Unaudited)

	Three months ended September 30, 2024	Three months ended September 30, 2023	Nine months ended September 30, 2024	Nine months ended September 30, 2023
Revenues				
Licensing and software revenue – related party	\$ 191,918	\$ 173,187	\$ 497,543	\$ 489,150
Total revenue	191,918	173,187	497,543	489,150
Cost of goods sold	-	-	-	44,215
Gross margin	191,918	173,186	497,543	444,935
Operating expenses				
Sales and marketing	2,878	4,344	4,686	45,765
General and administrative	145,008	255,672	576,631	556,944
Total operating expenses	147,885	260,015	581,316	602,708
Loss from operations	44,032	(86,829)	(83,774)	(157,774)
Other income (expense)				
Other income (expense)	-	1	-	17
Total other income (expense)	-	1	-	17
Net income (loss)	<u>\$ 44,032</u>	<u>\$ (86,828)</u>	<u>\$ (83,774)</u>	<u>\$ (157,757)</u>
Net income (loss) per share				
Basic	<u>\$ 0.00</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Diluted	<u>\$ 0.00</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average number of shares outstanding				
Basic	<u>7,394,792,892</u>	<u>7,394,792,892</u>	<u>7,394,792,892</u>	<u>7,394,792,892</u>
Diluted	<u>7,394,792,892</u>	<u>7,394,792,892</u>	<u>7,394,792,892</u>	<u>7,394,792,892</u>

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

DECENTRAL LIFE, INC.
CONDENSED STATEMENTS OF STOCKHOLDERS EQUITY
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2024 AND SEPTEMBER 30, 2023
(Unaudited)

	Common Stock B		Common Stock A		Additional Paid In Capital	Accumulated Deficit	Totals
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
Balance, December 31, 2022	<u>75,000,000</u>	<u>\$ -</u>	<u>7,394,792,892</u>	<u>\$ 7,394,793</u>	<u>\$ 25,992,306</u>	<u>\$ (32,793,526)</u>	<u>\$ 593,573</u>
Net loss						(53,208)	(53,208)
Balance, March 31, 2023	<u>75,000,000</u>	<u>\$ -</u>	<u>7,394,792,892</u>	<u>\$ 7,394,793</u>	<u>\$ 25,992,306</u>	<u>\$ (32,846,734)</u>	<u>\$ 540,364</u>
Net loss						(17,721)	(17,721)
Balance, June 30, 2023	<u>75,000,000</u>	<u>\$ -</u>	<u>7,394,792,892</u>	<u>\$ 7,394,793</u>	<u>\$ 25,992,306</u>	<u>\$ (32,864,455)</u>	<u>\$ 522,644</u>
Net loss						(86,828)	(86,828)
Balance, September 30, 2023	<u>75,000,000</u>	<u>\$ -</u>	<u>7,394,792,892</u>	<u>\$ 7,394,793</u>	<u>\$ 25,992,306</u>	<u>\$ (32,951,283)</u>	<u>\$ 435,816</u>
	Common Stock B		Common Stock A		Additional Paid In Capital	Accumulated Deficit	Totals
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
Balance, December 31, 2023	<u>100,000,000</u>	<u>\$ -</u>	<u>7,394,792,892</u>	<u>\$ 7,394,793</u>	<u>\$ 25,992,306</u>	<u>\$ (32,801,700)</u>	<u>\$ 585,399</u>
Net income						53,468	53,468
Balance, March 31, 2024	<u>100,000,000</u>	<u>\$ -</u>	<u>7,394,792,892</u>	<u>\$ 7,394,793</u>	<u>\$ 25,992,306</u>	<u>\$ (32,748,232)</u>	<u>\$ 638,866</u>
Net loss						(181,273)	(181,273)
Balance, June 30, 2024	<u>100,000,000</u>	<u>\$ -</u>	<u>7,394,792,892</u>	<u>\$ 7,394,793</u>	<u>\$ 25,992,306</u>	<u>\$ (32,929,506)</u>	<u>\$ 457,593</u>
Net income						44,032	44,032
Balance, September 30, 2024	<u>100,000,000</u>	<u>\$ -</u>	<u>7,394,792,892</u>	<u>\$ 7,394,793</u>	<u>\$ 25,992,306</u>	<u>\$ (32,885,474)</u>	<u>\$ 501,625</u>

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

DECENTRAL LIFE, INC.
CONDENSED STATEMENTS OF CASH FLOWS
(Unaudited)

	Nine months ended September 30, 2024	Nine months ended September 30, 2023
Cash flows used in operating activities		
Net income (loss)	\$ (83,774)	\$ (157,757)
Changes in assets and liabilities		
Accounts receivable -related party	117,338	80,950
Accounts receivable other	(1,950)	
Accounts payable and accrued expenses	-	89,280
Cash overdraft	785	-
Net cash provided by (used in) operating activities	32,399	12,473
Cash flows used in investing activities		
Investments	(39,105)	-
Net cash used in investing activities	(39,105)	-
Cash flows provided by (used in) financing activities		
Payments on EIDL loans	(1,794)	(4,200)
Related party loans (payments)	(4,098)	(129,673)
Net cash provided by (used in) financing activities	(5,892)	(133,873)
Net (decrease) increase in cash	(12,598)	(121,400)
Cash, beginning of period	12,598	199,310
Cash, end of period	\$ -	\$ 77,910
Supplemental disclosure of cash flow information:		
Cash paid for interest	-	-
Cash paid for taxes	-	-

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

DECENTRAL LIFE, INC.
NOTES TO CONDENSED FINANCIAL STATEMENTS
September 30, 2024 and 2023 (unaudited)

NOTE 1 – ORGANIZATION AND DESCRIPTION OF BUSINESS

Decentral Life is referred to in the following financial notes as the “Company.”

Organization

The Company was launched in January of 2013 and became t public through a reverse merger in June of 2016 in an effort to expand its business model as a technology business incubator (TBI).

The Company’s Technology Business Incubator program provides tech company founders with the option to license the Company’s technology from the Company and receive assistance in growing their business through the Company’s executive knowledge and leadership. The Company makes it easier for small business founders and C-suite executives to focus on raising capital, SEC, OTC Markets, and other regulatory filings, proving their business model, and fostering its growth and expansion. The Company provides technology and technology consulting, specializing in artificial intelligence (AI), blockchain, social networking, learning management systems, and ecommerce. The Company generates revenue from software as a service (SaaS), blockchain as a service (BaaS), and consulting as a service (CaaS).

Corporate Changes

On August 30, 1985, the Company was incorporated as a private corporation, CJ Industries, Inc., in California. On February 24, 2004, the Company merged with Calvert Corporation, a Nevada Corporation, changed its name to Sew Cal Logo, Inc., and moved its domicile from California to Nevada, at which time the Company’s common stock became traded under the ticker symbol “SEWC”.

In June 2014, Sew Cal Logo, Inc. was placed into receivership in Nevada’s 8th Judicial District (White Tiger Partners, LLC et al v. Sew Cal Logo, Inc. et al, Case No A-14-697251-C) (Dept. No.: XIII).

On January 29, 2016, the Company, as the Seller, completed a business combination/merger agreement (the “Agreement”) with the buyer, Life Marketing, Inc., a Colorado corporation (the “Buyer”), its subsidiaries and holdings, and all the Buyer’s securities holders. The Company acted through the court-appointed receiver and White Tiger Partners, LLC, its judgment creditor. The Agreement provided that the then current owners of the private company, Life Marketing, Inc., become the majority shareholders, pursuant to which an aggregate of 119,473,334 common stock shares were issued to the Company’s officers. On April 11th, 2016, the Company changed its name to Social Life Network, Inc. and changed its r ticker symbol from SEWC to WDLF.

On September 20, 2018, the Company incorporated MjLink.com, Inc. (“MjLink”), a Delaware Corporation and the Company’s wholly owned subsidiary, previously a division of the Company. On February 1, 2020, MjLink. filed its Form 1-A Offering Document for a Regulation A Tier 2 initial public offering, which the SEC qualified on September 28, 2020.

On March 4, 2020, the Company’s Board of Directors (the “Board”) increased its number of authorized Common Stock shares from 500,000,000 to 2,500,000,000 pursuant to an amendment to its Articles of Incorporation with the state of Nevada, and also submitted to Nevada the Company’s Certificate of Designation of Preferences, Rights and Limitations of its Class B Shares, providing that each Class B Share has one-hundred (100) votes on all matters presented to be voted by Common Stock Holders. The Class B Shares only have voting power and have no equity, cash value, or any other value.

Effective March 4, 2020, our Board unanimously approved the issuance of 25,000,000 Class B Shares to Ken Tapp, the Company's Chief Executive Officer, in return for his services as our Chief Executive Officer from February 1, 2016, to February 29, 2020, which shares are equal to two billion five hundred million (2,500,000,000) votes and otherwise have no equity, cash value or any other value.

On May 8, 2020, the Company filed Amended and Restated Articles of Incorporation in Nevada to increase its authorized shares from 2,500,000,000 to 10,000,000,000 Shares and its Preferred Shares from 100,000,000 to 300,000,000 Shares.

On May 8 2020, the Company's wholly-owned subsidiary, MjLink, amended its articles of incorporation in the state of Delaware to authorize One Hundred Fifty Million (150,000,000) shares, having a par value of \$0.01 for the Class A Common Stock. The 150,000,000 shares are designated as follows. 100,000,000 Class A Common Stock Shares, 25,000,000 Preferred Stock Shares, and 25,000,000 Class B Shares.

On July 10, 2020, the state of Delaware approved the Certificate of Rights and Preferences of the MjLink Class B Shares, which provides that each Class B Share equals 100 votes and does not have any equity or other value.

On September 28, 2020, the SEC qualified MjLink's Form 1-A Offering Document for a Regulation A Tier 2 initial public offering.

On December 31, 2020, the Company issued 25,000,000 Class B Shares of MjLink to Ken Tapp, its Chief Executive Officer.

On December 31, 2020, the Company completed the subsidiary Spin-Off Agreement between MjLink and the Company whereby the Parties agreed that the Company would cease operating MjLink as a division. MjLink continued operations as an independent company in order to attempt to conduct its own initial public offering and qualify to trade on NASDAQ or the NYSE, in return for MjLink issuing the Company 15.17% of MjLink's outstanding Class A common stock shares. The Company recorded a loss from discontinued MjLink operations of \$27,700 during the year ended December 31, 2021. In connection with the December 31, 2020 Spin-Off, MjLink issued the Company 800,000 or 15.17% of its outstanding shares for MjLink's use of the Company's license from January 1st 2020 to December 31, 2020. Ken Tapp is the Company's and MjLink's Chief Executive Officer and the transaction was treated as a related party transaction. Thereafter, to reflect the true intention of the Parties to the Spin-Off Agreement, the Parties then agreed in an Amended Spin-Off Agreement to reflect an effective date of 12:01 am on January 1, 2021 of the Spin-Off transaction ("Effective Date"). Apart from the Effective Date, there were no further changes to the Spin-Off Agreement.

On June 30, 2021, our Board unanimously approved the adoption of the Certificate for Series A Cumulative Convertible Preferred Stock (the "Certificate"), which Certificate was filed in Nevada on June 30, 2021 and became effective on July 6, 2021. The Certificate provides that that each Preferred A Share has the right to convert each Series A Preferred Share into 20 Common Stock Shares and has liquidation rights over all other series of Preferred Stock.

On September 29, 2021, the MjLink Regulation A Tier 2 initial public offering that had been qualified by the SEC the year before on September 28, 2020, terminated, and MjLink was unsuccessful in going public on NASDAQ or the NYSE, of which the Company held 800,000 of its Class A common stock shares. MjLink's management team chose not to go public in 2021 and beyond, because the United States Congress was unable to pass the Bill H.R. 1595 ("The SAFE Banking Act"). Management predicted correctly that without the passing of SAFE Banking, taking the company public at any time from 2021 through present would have resulted in an eventual delisting of the company due to lack of institutional financial support in the public markets for cannabis related companies. Supporting that prediction, the online news publication Green Market Report, published a May 6th 2024 article highlighting that only two out of twenty-four public cannabis companies posted profits in 2022, with a cumulative loss of more than \$4 Billion that year, and an additional loss of \$2.3 Billion in 2023. Management's decision to hold off on going public and remain in business as a private company, has preserved the chance of going public at a more favorable time in the future if legislation can be passed to support the public markets with institutional investment. The SAFE Banking Act bill was first introduced on September 26th 2019, and would have created protections for depository institutions that provide financial services to cannabis-related legitimate businesses and service providers for such businesses. MjLink management identified the September 2019 introduction of the SAFE Banking Act bill as a signal that institutional investment and support in the

public markets would be favorable for the company to begin the process of going public. Unfortunately for the cannabis industry, the failure of passing the SAFE Banking Act and other similar congressional bills that would have provided cannabis-related legitimate businesses access to financial services and institutional investment has made it increasingly difficult for legitimate businesses to raise capital and conduct direct listing on U.S. stock market exchanges.

On September 25, 2022, MjLink prepared a conditional asset spinoff for two of its four dot com divisions in preparation of MjInvest.com and MjLink.com to be acquired by an existing public company. The conditional agreement provided for a one-year period ending September 24, 2023 to conduct the asset spinoff, contingent on completing the acquisition by an existing public company. On September 24, 2023, the conditional agreement expired, and no asset spinoff was completed.

Effective January 25, 2023, the Company's Board unanimously approved the issuance of 25,000,000 Class B Shares to Ken Tapp, our Chief Executive Officer, which shares are equal to 2,500,000,000 votes and otherwise have no equity, cash value or any other value.

On February 2, 2023, FINRA approved the Company's name change from Social Life Network, Inc. to Decentral Life, Inc.

On February 14, 2023, MjLink entered into a non-binding Letter of Intent to have its MjInvest.com and MjLink.com divisions acquired by an existing public company, with an expiration date of May 31, 2023 for the transaction to be completed. On May 29, 2023, MjLink withdrew from the non-binding Letter of Intent in an effort to find a more favorable path for MjLink to become a public traded company.

On September 29, 2023, the Company completed a Binding Letter of Intent with MjLink to reacquire the company via a share exchange for Decentral Life Preferred Class B Shares. The reacquisition of MjLink will provide the Company with a cost-effective way to provide a new line of Blockchain services to other public companies, and private companies looking to go public, that is not limited to just companies operating in the cannabis industry. As of September 30th, 2024, the Issuer's reacquisition of MjLink, which is still in process. The U.S. congressional election results as of November 14, 2024 are expected by management to be very favorable in supporting the new line of Blockchain services that can be sold as a result from the reacquisition of MjLink.

On October 10, 2023, the Company announced a Joint Venture Agreement with Indoor Harvest Corp. (OTC: INQD) to jointly work with the MjLink TBI company, that is in the process of being reacquired by Decentral Life as a division of Decentral Life.

On June 30, 2024, the Company filed Amended and Restated Articles of Incorporation in Nevada to increase its authorized Series B Common shares from 100,000,000 to 200,000,000 Shares and authorize 500,000,000 Series C Common shares. The Company has 10,000,000,000 Series A Common Stock shares, 200,000,000 Series B Common Stock shares, 500,000,000 Series C Common shares, and 300,000,000 Preferred Stock shares.

As of September 30, 2024 the Company's Chief Executive Officer controls approximately 57.5% of shareholder votes via its issuance of 100,000,000 Class B Common Stock Shares to Ken Tapp, thereby controlling 10,000,000,000 votes out of the total of 17,394,792,892 outstanding common voting shares.

The Company's Business

Decentral Life is a Software-as-a-Service (SaaS) and Blockchain-as-a-Service (BaaS) technology company providing AI and Web3 solutions through license agreements with technology companies that participate in the Issuer's Technology Business Incubator Division ("TBI"). The Issuer's TBI division provides Emerging Growth Companies with executive leadership and C-suite Consulting Services to make it easier for their founders to focus on expanding their business growth.

Revenue Generation

The Issuer's products and services are Consulting, Software-as-a-Service (SaaS), and Blockchain-as-a-Service (BaaS) solutions.

Global Operations

The Company provides cloud-based solutions to its clients, that in turn provide access to those cloud-based solutions globally.

Intellectual Property

The Company's technology platform and associated applications, features, and functionality are comprised of proprietary software, code and know-how that are of key importance to its business plan.

Better Practices

The Company spends a significant amount of time each year with its client companies, their founders, and their management teams, to help develop and implement better business practices in its effort to increase the probability of their success and eventual liquidity events.

Sources and Availability of Products and Names of Principal Suppliers

The Company currently rely on certain key suppliers and vendors in the support and maintenance of its business model. Management mitigates the associated risks of these single-source vendor relationships by ensuring that the Company has access to additional qualified vendors and suppliers to provide like or complementary services.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The Company's condensed 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 condensed financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed financial statements and the reported amounts of revenues and expenses during the reporting period. Significant estimates include the estimated useful lives of property and equipment. Actual results could differ from those estimates.

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").

Concentrations of Credit Risk

The Company maintains its cash in bank deposit accounts, the balances of which at times may exceed federally insured limits. The Company continually monitors its banking relationships and consequently have not experienced any losses in its accounts. The Company is not exposed to any significant credit risk on cash.

Cash and cash equivalents

The Company considers all highly liquid temporary cash investments with an original maturity of three months or less to be cash equivalents. On September 30, 2024 and December 31, 2023, the Company's cash equivalents totaled

\$-0- and \$12,598 respectively.

Accounts Receivable

Revenues that have been recognized but not yet received are recorded as accounts receivable. Losses on receivables will be recognized when it is more likely than not that a receivable will not be collected. An allowance for estimated uncollectible amounts will be recognized to reduce the amount of receivables to its net realizable value when considered necessary. Any allowance for uncollectible amounts is evaluated quarterly.

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 (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 (3) 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 (3) 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 observable inputs and not corroborated by market data.

The carrying amount of our financial assets and liabilities, such as cash, prepaid expenses and accrued expenses approximate their fair value because of the short maturity of those instruments. Our notes payable approximates the fair value of such instruments based upon management's best estimate of interest rates that would be available to us for similar financial arrangements.

The Company does not have any assets or liabilities measured at fair value on a recurring or a non-recurring basis as of September 30, 2024 and December 31, 2023.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue recognition

The Company follows paragraph 605-15-25 of the FASB Accounting Standards Codification for revenue recognition when the right of return exists. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) The seller's price to the buyer is substantially fixed or determinable at the date of sale, (ii) The buyer has paid the seller, or the buyer is obligated to pay the seller and the obligation is not contingent on resale of the product. If the buyer does not pay at time of sale and the buyer's obligation to pay is contractually or implicitly excused until the buyer resells the product, then this condition is not met., (iii) The buyer's obligation to the seller would not be changed in the event of theft or physical destruction or damage of the product, (iv) The buyer acquiring the product for resale has economic substance apart from that provided by the seller. This condition relates primarily to buyers that exist on paper, that is, buyers that have little or no physical facilities or employees. It prevents entities from recognizing sales revenue on transactions with parties that the sellers have established primarily for the purpose of recognizing such sales revenue, (v) The seller does not have significant obligations for future performance to directly bring about resale of the product by the buyer, and (vi) The amount of future returns can be reasonably estimated.

Income taxes

The Company follows Section 740-10-30 of the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the condensed financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which 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 fiscal 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 Income in the period that includes the enactment date.

On December 22, 2018, the Tax Cuts and Jobs Act (TCJA) was signed into law by the President of the United States. TCJA is a tax reform act that among other things, reduced corporate tax rates to 21 percent effective January 1, 2018. FASB ASC 740, Income Taxes, requires deferred tax assets and liabilities to be adjusted for the effect of a change in tax laws or rates in the year of enactment, which is the year in which the change was signed into law. Accordingly, we adjusted its deferred tax assets and liabilities at June 30, 2020, using the new corporate tax rate of 21 percent.

The Company adopted section 740-10-25 of the FASB Accounting Standards Codification ("Section 740-10-25") with regards to uncertainty income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the condensed financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the condensed financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures. The Company had no material adjustments to its liabilities for unrecognized income tax benefits according to the provisions of Section 740-10-25.

Stock-based Compensation

The Company accounts for equity-based transactions with nonemployees under the provisions of ASC Topic No. 505-50, *Equity-Based Payments to Non-Employees* ("ASC 505-50"). ASC 505-50 establishes that equity-based payment transactions with nonemployees shall be measured at the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable. The fair value of common stock issued for payments to nonemployees is measured at the market price on the date of grant. The fair value of equity instruments,

other than common stock, is estimated using the Black-Scholes option valuation model. In general, the Company recognizes the fair value of the equity instruments issued as deferred stock compensation and amortize the cost over the term of the contract.

The Company accounts for employee stock-based compensation in accordance with the guidance of FASB ASC Topic 718, *Compensation—Stock Compensation*, which requires all share-based payments to employees, including grants of employee stock options, to be recognized in the condensed financial statements based on their fair values. The fair value of the equity instrument is charged directly to compensation expense and credited to additional paid-in capital over the period during which services are rendered.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Basic and Diluted Earnings 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 common 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 common share is computed by dividing net income (loss) by the weighted average number of shares of common stock and potentially outstanding shares of common stock during the period.

Recently issued accounting pronouncements

The Company has implemented all new accounting pronouncements that are in effect and that may impact its condensed financial statements and does not believe that there are any other new 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 on a going concern basis, which assumes that it will be able to realize its assets and discharge its liabilities and commitments in the normal course of business for the foreseeable future. As of September 30, 2024, the Company had no cash, an accumulated deficit of \$32,885,474. As of September 30, 2024, the Company had \$581,316 of general and administrative operating expenses, of which \$451,012 was spent on legal fees related to all Material Legal Proceedings. The Material Legal Proceedings will continue throughout 2024 and will continue to add to the general and administrative operating expenses each quarter. These factors raise substantial doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon it generating profitable operations in the future and/or to obtain the necessary financing to meet obligations and repay liabilities arising from normal business operations when they come due. The Company's management intends to finance operating costs over the next year with the public issuance of common stock and related party loans. While the Company believes that it will be successful in obtaining the necessary financing and generating revenue to fund its operations, meet regulatory requirements and achieve commercial goals, there are no assurances that such additional funding will be achieved or that it will succeed in its future operations. The Company's condensed financial statements do not include any adjustments that may result from the outcome of these uncertainties.

NOTE 4 – INVESTMENTS

Pursuant to the License Agreement dated January 1, 2018 as later amended on September 30, 2022 between Decentral Life, Inc. ("Decentral Life") and LikeRE.com, Inc. ("LikeRE") (the "Agreement"), LikeRE is required to issue a fee equal to 15% in the form of LikeRE's Class A Common Stock issuable no less than 90 days prior to LikeRE going public or being acquired/merged with one or more companies. Therefore 15% of LikeRE's Class A common stock, or 20,329,422 Class A common shares, were issued Decentral Life on July 3rd, 2024. These shares were issued at par value of \$0.001, totaling \$20,329 added to the financials under Non-Current Assets: Investments. At such time in the future that the shares can be valued at fair market value, the adjusted share value will be changed in the Company financials.

Pursuant to the License Agreement dated May 1, 2023 between Decentral Life, Inc. ("Decentral Life") and Outdoorsmen.com, Inc. ("Outdoorsmen") (the "Agreement"), Outdoorsmen is required to issue a fee equal to 15% in the form of Outdoorsmen's Class A Common Stock issuable no less than 90 days prior to Outdoorsmen going public or being acquired/merged with one or more companies. Therefore 15% of its Class A Common Stock, or 18,775,670 Class A common shares, were issued to Decentral Life on July 3rd, 2024. These shares were issued at par value of \$0.001, totaling \$18,726 added to the financials under Non-Current Assets: Investments. At such time in the future that the shares can be valued at fair market value, the adjusted share value will be changed in the Company financials.

As a result, during the three months ended September 30, 2024 the Company recorded revenues of \$39,105 on its Statement of Operations

As of September 30, 2024 the Company's total investment in these entities, recorded at par value for the shares, amounted to \$39,105.

NOTE 5 – ACCRUED LIABILITIES

On October 13, 2023, in the Peak One Opportunity Fund, L. P. litigation (See Part II, Item 1 below), the Parties attended a telephonic mediation before Matthew Hodes, at which the Parties reached a settlement as to the Litigation, the Order, the Appeal, and the Final Judgment. The Parties mutually agreed to resolve any and all issues relating to the Litigation, the Order, the Appeal, and the Final Judgment, and generally between them. On October 17, 2023, the Parties executed a Settlement Agreement containing the following material terms: (a) within 2 business day of the execution of the Agreement, we will file a notice of dismissal of the Appeal pending in the United States Court of Appeals for the 11th Circuit with prejudice; (b) if the Court requires a stipulation, both Parties' counsel agree to cooperate in providing whatever signatures or documents necessary to dismiss the Appeal with prejudice; and (c) within 7 calendar days of the execution of the Agreement, the Company shall pay Peak One \$90,000.

The \$90,000 payment was made by the Company on October 20, 2023 and the case was dropped on October 23, 2023. The balance was \$-0- as of September 30, 2024.

NOTE 6 – RELATED PARTY TRANSACTIONS

Other than as disclosed below, there has been no transaction, since January 1, 2021, or currently proposed transaction, in which the Company was or is to be a participant and the amount involved exceeds \$5,000 or one percent of our total assets on September 30, 2024, and in which any of the following persons had or will have a direct or indirect material interest:

- (a) any director or executive officer of our company;
- (b) any person who beneficially owns, directly or indirectly, more than 5% of any class of our voting securities;
- (c) any person that is part of a group, consisting of two or more persons that agreed to act together for the purpose of acquiring, holding, voting or disposing of our common stock, that acquired control of our company when it was a shell company; and
- (d) any member of the immediate family (including spouse, parents, children, siblings and in-laws) of any of the foregoing persons.

As of December 31, 2023, the Company has Technology Business Incubator (TBI) license agreements with MjLink.com Inc., LikeRE.com Inc., and Outdoorsmen.com, Inc., which agreements provide its TBI licensees to pay the Company a

Software as a Service and a Consulting as a Service license fee each quarter, and 15% of their common stock, issuable immediately prior to a liquidity event such as a merger, acquisition, RTO, IPO, or sale of 51% or more, of a TBI licensee's common stock. The 15% common stock payment is non-dilutive prior to a liquidity event described above. Our CEO, Ken Tapp, owns less than 4.99% of the outstanding common stock in each of the Company's licensees. Pricing for the license agreements was established by the Company's board of directors. This type of licensing agreement is standard for technology incubators and tech start-up accelerators.

The Company's related party revenue for the three months ended September 30, 2024 and 2023, were \$497,543 and \$489,150, respectively.

From January 1, 2022 through December 31, 2022, Ken Tapp, from time-to-time, provided short-term interest free loans totaling \$213,450 for the Company's operations. That amount has been substantially repaid. At September 30, 2024 and December 31, 2023 the Company owed \$-0- and \$4,098 respectively to Ken Tapp.

NOTE 7 – STOCK WARRANTS

The Company has not granted any warrants since 2020. All vested warrants that had been outstanding expired during the year ended December 31, 2023. As of September 30, 2024 there are no warrants issued and outstanding.

NOTE 8 – COMMON STOCK. -

Common Stock

Class A

As of September 30, 2024 and December 31, 2023, there were 7,394,792,892 Class A Common Stock shares issued and outstanding.

Class B

Effective March 4, 2020, the Board authorized the issuance of 25,000,000 Class B Common Stock Shares to Ken Tapp, the Company's Chief Executive Officer, in return for his services as the Company's Chief Executive Officer from February 1, 2016 to February 29, 2020, which shares are equal to two billion five hundred million (2,500,000,000) votes and have no equity, cash value or any other value.

On May 8, 2020, the Company filed Amended and Restated Articles of Incorporation in Nevada to increase its authorized shares from 2,500,000,000 to 10,000,000,000 Shares and its Preferred Shares from 100,000,000 to 300,000,000 Shares.

Effective March 28, 2021, the Company's Board unanimously approved the issuance of fifty million (50,000,000) Class B Common Stock Shares to Ken Tapp, the Company's Chief Executive Officer, in return for his services as its Chief Executive Officer from March 1, 2020 to February 28, 2021, which shares are equal to five billion (5,000,000,000) votes and otherwise have no equity, cash value or any other value.

On January 25, 2023, the Company's Board unanimously approved the issuance of twenty-five million (25,000,000) Class B Shares to Ken Tapp, its Chief Executive Officer, which shares are equal to two billion five hundred million (2,500,000,000) votes and otherwise have no equity, cash value or any other value.

On June 30, 2024, the Company filed Amended and Restated Articles of Incorporation in Nevada to increase its authorized Series B Common shares from 100,000,000 to 200,000,000 Shares.

As of September 30, 2024, the Company's Chief Executive Officer controls approximately 57.5% of shareholder votes via its issuance of 100,000,000 Class B Common Stock Shares to Ken Tapp, thereby controlling 10,000,000,000 votes out of the total of 17,394,792,892 outstanding common voting shares. The total of 17,394,792,892 outstanding votes is comprised of: (a) a total of 7,394,792,892 outstanding shares of Class A Common Stock representing one vote per each one Class A Common Stock Share held (7,394,792,892 Votes); and (b) a total of 100,000,000 outstanding shares of Class B Common Stock representing one hundred votes per each one Class B Common Stock Share held (10,000,000,000 Votes).

Class C

On June 30, 2024, the Company filed Amended and Restated Articles of Incorporation in Nevada to create 500,000,000 Series C Common shares.

Preferred Stock

As of September 30, 2024 and December 31, 2023, the Company had 300,000,000 shares of preferred stock authorized with no preferred shares outstanding.

On June 30, 2021, the Board unanimously approved the adoption of the Certificate for 100,000,000 Series A Cumulative Convertible Preferred Stock (the "Certificate"), which Certificate was filed in Nevada on June 30, 2021 and became effective on July 6, 2021. The Stock Certificate, provides that, among other things, that each Preferred A Share has the right to convert each Series A Preferred Share into 20 Common Stock Shares, and has liquidation rights over all other series of Preferred Stock.

On June 30, 2024, the Board unanimously approved the adoption of the Certificate for 100,000,000 Series B Cumulative Convertible Preferred Stock (the "Certificate"). The Certificate, provides that, among other things, that each Preferred B Share has the right to convert each Series B Preferred Share into \$5.00 worth of Series C Common Stock Shares, If and only if, and at any time after the Corporation's Class C Common Stock Shares become listed on a Stock Exchange.

As of September 30, 2024, the Company has 10,000,000,000 Series A Common Stock shares, 200,000,000 Series B Common Stock shares, 500,000,000 Series C Common shares, and 300,000,000 Preferred Stock shares.