

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

COMJOYFUL INTERNATIONAL COMPANY

12600 N. Featherwood Drive

Suite #225

Houston, Texas 77034

(713) 571-8300

No company website at this time

No company email at this time

SIC Code 7299

Quarterly Report

For the Period Ending: September 30,

2023 (the "Reporting Period")

As of September 30, 2023, the number of shares outstanding of our Common Stock was:

182,080,873 As of December 31, 2022, the number of shares outstanding of our Common Stock

was: 2,080,873 As of December 31, 2021, the number of shares outstanding of our Common Stock

was: 2,080,873

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

¹ "Change in Control" shall mean any events resulting in:

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

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

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

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

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

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

Bolyard Oil & Gas Ltd (until August 24, 1989)
Camelot Corp (until December 28, 2012)
Comjoyful International Co. (present)

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

Comjoyful International Co. is incorporated in the State of Nevada

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

None

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

None

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

12600 N. Featherwood Drive
Suite 225
Houston, Texas 77034

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

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

12600 N. Featherwood Drive
Suite 225
Houston, Texas 77034

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

Yes: ☐ No: ☒

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

N/A

2) Security Information

Trading symbol:	KJFI
Exact title and class of securities outstanding:	<u>Common stock</u>
CUSIP:	<u>20047F109</u>
Par or stated value:	<u>\$0.001</u>

Total shares authorized: 500,000,000 as of date: September 30, 2023

Total shares outstanding: 182,080,873 as of date: September 30, 2023
Number of shares in the Public Float²: 2,080,873 as of date: September 30, 2023
Total number of shareholders of record
[“S of R”]: 410 S of R as of date: September 30, 2023

Transfer Agent

Name: Empire Stock Transfer, Inc.
Phone: (702) 818-5898
Email: info@empirestock.com
Address: 1859 Whitney Mesa Drive, Henderson, NV 89014

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

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

<u>Name of Shareholder</u>	<u>Number of Shares</u>	<u>Certificate No.</u>	<u>Date of Issuance</u>	<u>Status</u>
Ben Arons	160,000,000	Book Entry	03/15/23	Restricted
Ben Arons	20,000,000	Book Entry	03/17/23	Restricted

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer’s equity securities.

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

² “Public Float” shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a “control person”), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>6/3/2013</u>	<u>\$687,539</u>	<u>\$464,550</u>	<u>\$222,989</u>	<u>3/31/2014</u>	<u>N/A</u>	<u>Teng Guoxiang</u>	<u>Loan</u>
<u>4/15/22</u>	<u>\$100,000</u>	<u>\$100,000</u>	<u>-0-</u>	<u>4/14/24</u>	<u>Share Price</u>	<u>William Roza</u>	<u>Loan</u>
<u>5/13/22</u>	<u>\$15,000</u>	<u>\$15,000</u>	<u>-0-</u>	<u>5/12/25</u>	<u>Share Price</u>	<u>Christiano Barthold</u>	<u>Loan</u>
<u>5/13/22</u>	<u>\$15,000</u>	<u>\$15,000</u>	<u>-0-</u>	<u>5/12/25</u>	<u>Share Price</u>	<u>Steffen Korbach</u>	<u>Loan</u>
<u>6/21/22</u>	<u>\$7,500</u>	<u>\$7,500</u>	<u>-0-</u>	<u>6/20/24</u>	<u>Share Price</u>	<u>Rolf Kaewel</u>	<u>Loan</u>
<u>6/30/22</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>-0-</u>	<u>6/29/24</u>	<u>Share Price</u>	<u>Robert Casale</u>	<u>Loan</u>

Use the space below to provide any additional details, including footnotes to the table above: None.

4) Financial Statements

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

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Paul Kirklin
Relationship to Issuer: CEO

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance Sheet;
D. Statement of Income;
E. Statement of Cash Flows;
F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
G. Financial notes; and
H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

The financial statements are attached hereto and incorporated by reference herein.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

5) Issuer's Business, Products and Services

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

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

Massage services.

- B. Please list any subsidiaries, parents, or affiliated companies.

None.

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

Massage services.

6) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

None.

7) Company Insiders (Officers, Directors, and Control Persons)

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

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

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Paul Kirklin	CEO and President Owner of Kirklin Properties LLC	11018 Kelly Hill Ct, Houston, TX 77034	100,000	Convertible Series A Preferred	100%	N/A

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None.

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

None.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None.

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None.

9) Third Party Providers

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

Securities Counsel

Name: John F. Wolcott
Firm: Law Offices of John F. Wolcott
Address 1: 3318 Del Mar, #202
Address 2: Rosemead, CA 91770
Phone: (626) 571-4444
Email: wolcottlaw@.com

Accountant or Auditor

Name: Paul Kirklin
Firm: President, KJFI
Address 1: 12600 N. Featherwood Drive, Suite 225
Address 2: Houston, TX 77034
Phone: (713) 571-8300
Email: kirklin@kirklinlaw.com

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, Paul Kirklin certify that:

1. I have reviewed this Quarterly disclosure statement of Comjoyful International Company for the period ending September 30, 2023;
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.

October 5, 2023 [Date]

/s/ Paul Kirklin [CEO's Signature]

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

Principal Financial Officer:

I, Paul Kirklin certify that:

1. I have reviewed this Quarterly disclosure of Comjoyful International Company for the period ending September 30, 2023;

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.

October 5, 2023 [Date]

/s/ Paul Kirklin [CFO's Signature]

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

COMJOYFUL INTERNATIONAL COMPANY
BALANCE SHEETS
(UNAUDITED)

	<u>September 30, 2023</u>	<u>September 30, 2022</u>
Assets		
Total assets	<u>\$ -</u>	<u>\$ -</u>
Liabilities and Stockholders' Deficit		
Current Liabilities		
Accounts payable and accrued expenses	\$ 1,517,750	\$ 1,517,750
Accrued Interest	268,140	247,514
Due to previous management	283,054	283,054
Notes Payable - in default	687,539	687,539
Total current liabilities	<u>2,756,483</u>	<u>2,735,857</u>
Total Liabilities	<u>2,756,483</u>	<u>2,735,857</u>
Stockholders' deficit		
Preferred stock, \$0.01 par value, 100,000,000 shares authorized, 100,000 issued and outstanding at September 30, 2023 and 2022, respectively	\$ -	\$ -
Common stock, \$0.01 par value, 500,000,000 shares authorized, 182,080,873 issued and outstanding at September 30, 2023	\$ 20,809	\$ 20,809
Additional paid-in capital	3,139,140	3,139,140
Accumulated deficit	(5,916,432)	(5,895,806)
Total stockholders' deficit	<u>(2,756,483)</u>	<u>(2,735,857)</u>
Total liabilities and stockholders' deficit	<u>\$ -</u>	<u>\$ -</u>

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

COMJOYFUL INTERNATIONAL COMPANY
STATEMENTS OF OPERATIONS
(UNAUDITED)

	For Quarters Ended September 30			
			2023	2022
				-
Revenue	\$ -	\$ -	\$ -	
Operating expenses				
Selling, general and administrative expenses	-	-	-	-
Operating loss before other expense	-	-	-	-
Other expense				
Interest expense			20,626	20,626
Total other expense			20,626	20,626
Net loss	\$	\$	\$ (20,626)	\$ (20,626)
Loss per common share - basic and diluted	\$	\$	\$ (0.01)	\$ (0.01)
Weighted average common shares:				
Basic and diluted			2,080,873	2,080,873

The accompanying notes are an integral part of these financial statements

COMJOYFUL INTERNATIONAL COMPANY
Statement of Changes in Stockholders Deficit
(UNAUDITED)

	For the Quarter ended September 30, 2023						Total stockholders' deficit
	Preferred stock Shares	Amount	Common shares Shares	Amount	Additional paid in Capital	Accumulated deficit	
Balance September 30, 2021	-	\$ -			\$ 3,139,140		\$ (2,694,605)
Net loss							(10,313)
Balance September 30, 2022	<u>-</u>	<u>\$ -</u>	<u></u>	<u>\$ 20,809</u>	<u>\$ 3,139,140</u>	<u>\$ (5,864,867)</u>	<u>(2,704,918)</u>
Net loss							-
Balance September 30, 2023	<u>-</u>	<u>\$ -</u>	<u></u>	<u>\$ 20,809</u>	<u>\$ 3,139,140</u>	<u>\$ (5,875,180)</u>	<u>(2,715,231)</u>

COMJOYFUL INTERNATIONAL COMPANY
STATEMENTS OF CASH FLOWS
(UNAUDITED)

	For the Quarter ended	
	September 30, 2023	September 30, 2022
Operating Activities		
Net loss	\$ (20,626)	\$ (20,626)
Adjustments to reconcile net loss to net cash used in operating activities:		
Changes in operating assets and liabilities:		
Accrued interest	20,626	20,626
Net cash used in operating activities	-	-
Net decrease in cash and cash equivalents	-	-
Cash at beginning of period	-	-
Cash and cash equivalents at end of period	\$ -	\$ -
Supplementary disclosure of cash flow information		
Cash paid during the year for:		
Interest	\$ -	\$ -
Taxes	\$ -	\$ -

The accompanying notes are an integral part of these financial statements

COMJOYFUL INTERNATIONAL COMPANY
FINANCIAL STATEMENTS
FOR THE QUARTER ENDED SEPTEMBER 30, 2023 AND 2022
(UNAUDITED)

COMJOYFUL INTERNATIONAL COMPANY
FINANCIAL STATEMENTS FOR THE QUARTER ENDED SEPTEMBER 31, 2023 AND 2022
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COMJOYFUL INTERNATIONAL COMPANY
BALANCE SHEETS
(UNAUDITED)

The accompanying footnotes are in integral part of these financial statements.

COMJOYFUL INTERNATIONAL COMPANY
STATEMENTS OF OPERATIONS
(UNAUDITED)

The accompanying footnotes are in integral part of these financial statements.

COMJOYFUL INTERNATIONAL COMPANY
STATEMENT OF CHANGES IN SHAREHOLDERS' DEFICIT
(UNAUDITED)

The accompanying footnotes are in integral part of these financial statements.

COMJOYFUL INTERNATIONAL COMPANY
STATEMENTS OF CASH FLOWS
(UNAUDITED)

The accompanying footnotes are in integral part of these financial statements.

COMJOYFUL INTERNATIONAL COMPANY
NOTES TO THE UNAUDITED FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

NOTE 1 – NATURE OF THE ORGANIZATION AND GOING CONCERN

Nature of the Business

Comjoyful International Company (the "Company"), formerly known as Camelot Corporation ("Camelot Colorado"), was incorporated pursuant to the laws of the State of Colorado on September 5, 1975, and completed a \$500,000 public offering of its common stock in March 1976. The Company made several acquisitions and divestments of businesses. The Company was delisted from NASDAQ's Small Cap Market on February 26, 1998. In July 1998 all employees of the Company were terminated.

On April 28, 2011, at the special meeting, a majority of the shareholders of Camelot Corporation approved the adoption of a proposed Agreement and Plan of Merger, to reincorporate Camelot Corporation, a Colorado corporation in the State of Nevada by merger with and into a Nevada corporation with the name Camelot Corporation ("Camelot Nevada") (the "Migratory Merger"). Camelot Colorado formed Camelot Nevada expressly for the purpose of the Migratory Merger.

On September 21, 2012, Andrea Lucanto ("Ms. Lucanto"), the sole officer and director of the Company agreed to assume the debt of \$74,345 owed by the company to a third party. In exchange Ms. Lucanto was issued 74,345 shares of the company's common stock. The stock was valued at \$1.00 per share, which was negotiated by both parties. Upon issuance of the shares Ms. Lucanto owns 1,784,497 shares of Common Stock, or approximately 85.76% of the issued and outstanding Common Stock.

On December 12, 2012, Comjoyful International Ltd., a company incorporated under the laws of the British Virgin Islands ("Comjoyful BVI"), and Ms. Lucanto entered into a Stock Purchase Agreement pursuant to which Ms. Lucanto sold to Comjoyful BVI 1,784,497 shares of the Common Stock, representing approximately 85.76% of the total issued and outstanding shares of Common Stock (the "Transaction"). At the closing of the Transaction, Ms. Lucanto resigned from her positions as officer and director of the Company. As a result, Comjoyful BVI attained voting control of the Company, and Mr. Yazhong Liao became the Chief Executive Officer, President and Chief Financial Officer, and was also appointed as a director of the Company.

On December 28, 2012, the Company and its wholly-owned subsidiary (the "Company Sub") entered into an Agreement and Plan of Merger and on January 2, 2013 filed with the Secretary of State of Nevada Articles of Merger, pursuant to which the Company Sub was merged with and into the Company (the "Name Change Merger"). The legal existence of the Company Sub, which had no assets or operations on the date of the Name Change Merger, was terminated effective as of the consummation of the Name Change Merger. Under Nevada law (NRS Section 92A.180), the Company may merge the Company Sub into itself without stockholder approval and effectuate a name change without stockholder approval. As a result, the Company changed its name to Comjoyful International Company.

On January 17, 2014 (the "Signing Date"), through a series of contractual arrangements (the "VIE Agreements"), the Company acquired Wuxi Kangjiafu Royal Traditional Investment Management Co., Ltd. ("Wuxi KJF"), a company based in Wuxi, Jiangsu province, the People's Republic of China (the "PRC" or "China"), in the business of operating healthcare clubs specialized in providing Chinese traditional physiotherapy services and other relaxing treatments. For proposes of entering into the VIE Agreements, Nanjing Kangjiafu Investment Consulting Co., Ltd. (the "Nanjing KJF") was incorporated in June 2013 by our fully-owned subsidiary, Comjoyful Industrial Development Limited, a Hong Kong company incorporated in April 2013.

Between August 2015 and September 2019, no disclosure documents or financial statements were filed with the SEC, the OTC Markets or otherwise. The financial statements filed in 2020 for the year ended December 31, 2019 show no operations and no reasons therefore are stated. Further, no information is given respecting the status of the business of operating healthcare clubs specializing in offering traditional Chinese physiotherapy services and other relaxing treatments ["Prior Operations"]. The last SEC filing in 2015 and the new filings five [5] years later in 2020 contain very negative going concern information. By October 2018, the Company was suspended by Nevada for failure to pay annual fees and file the required Annual Report. A Custodian for the Company was appointed in September 2018 to (i) do the reinstatement in Nevada, (ii) negotiate a new business plan, (iii) appoint the sole officer, (iv) create a new name and

symbol and (v) a new issuance of Preferred Stock was authorized as Convertible Series A Preferred Stock ["A Preferred"]. All were adopted with shareholder approval. The A Preferred has super voting rights which controls the Company. The current CEO of the Company holds the A Preferred.

Notice of the appointment of the Custodian was given to prior Management and they were advised that unless they reinstated the Company in Nevada and call a shareholder meeting with a short pledge of term, they were presumed to have abandoned the Company. No response was ever received regarding the Custodian's requests. Current Management has determined that the lack of current information concerning the old operations warrant a total write-off of that business. Accordingly, the Company took a charge-off of \$687,539 in 2022 for the Prior Operations. [See paragraph right above]. Current Management is implementing the new business plan adopted by the new Custodian as aforesaid.

Going Concern

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP"), assuming the Company will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. For the three months ended September 30, 2023, the Company had a net loss of approximately \$26,626. As of September 30, 2023, the Company had an accumulated deficit of approximately \$5,906,600 and a working capital deficit of approximately \$2,746,345. These factors raise substantial doubt about the Company's ability to continue as a going concern, within one year from the issuance date of the financial statements. Management plans to raise equity capital and/or additional debt financing to fund the Company's long-term operating requirements. The Company's ability to continue as a going concern is dependent on its ability to raise the required additional capital or debt financing to meet short and long-term operating requirements. The Company may also encounter business endeavors that require significant cash commitments or unanticipated problems or expenses that could result in a requirement for additional cash. Additional financing may not be available upon acceptable terms, or at all. If adequate funds are not available or are not available on acceptable terms, the Company may not be able to take advantage of prospective business endeavors or opportunities, which could significantly and materially restrict our operations. The Company continues to pursue external financing alternatives to improve its working capital position. If the Company is unable to obtain the necessary capital, the Company may have to cease operations.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying financial statements are presented in conformity with GAAP.

Use of Estimates

Preparing financial statements in conformity with GAAP 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 financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Basic and Diluted Earnings/Loss per Common Share

Basic and diluted earnings or loss per share ("EPS") amounts in the financial statements are computed in accordance with ASC 260 – 10 "*Earnings per Share*", which establishes the requirements for presenting EPS. Basic EPS is based on the weighted average number of shares of common stock outstanding. Diluted EPS is based on the weighted average number of shares of common stock outstanding and dilutive common stock equivalents. Basic EPS is computed by dividing net income or loss available to common stockholders (numerator) by the weighted average number of shares of common stock outstanding (denominator) during the period. Potentially dilutive securities are excluded from the calculation of diluted loss per share if their effect would be anti-dilutive. For periods in which the Company reports net losses, diluted net loss per share is the same as basic net loss per share because potentially dilutive common shares are not assumed to have been issued if their effect is anti-dilutive. As of December 31, 2020 and 2019, the Company did not have any dilutive securities and other contracts that could, potentially, be exercised or converted into common stock and then share in the earnings of the Company. As a result, diluted loss per share is the same as basic loss per share for the periods presented.

Fair Value Measurements

ASC Topic 820, “*Fair Value Measurement*”, requires that certain financial instruments be recognized at their fair values at the balance sheet dates. However, other financial instruments, such as debt obligations, are not required to be recognized at their fair values, but GAAP provides an option to elect fair value accounting for these instruments. GAAP requires the disclosure of the fair values of all financial instruments, regardless of whether they are recognized at their fair values or carrying amounts in the balance sheets. For financial instruments recognized at fair value, GAAP requires the disclosure of their fair values by type of instrument, along with other information, including changes in the fair values of certain financial instruments recognized in income or other comprehensive income. For financial instruments not recognized at fair value, the disclosure of their fair values is provided below under “*Financial Instruments*.”

Nonfinancial assets, such as property, plant and equipment, and nonfinancial liabilities are recognized at their carrying amounts in the Company’s balance sheets. GAAP does not permit nonfinancial assets and liabilities to be remeasured at their fair values. However, GAAP requires the remeasurement of such assets and liabilities to their fair values upon the occurrence of certain events, such as the impairment of property, plant and equipment. In addition, if such an event occurs, GAAP requires the disclosure of the fair value of the asset or liability along with other information, including the gain or loss recognized in income in the period the remeasurement occurred.

Fair value is the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The Company applies the following fair value hierarchy, which prioritizes the inputs used to measure fair value into three levels and bases the categorization within the hierarchy upon the lowest level of input that is available and significant to the fair value measurement:

- Level 1 inputs: Based on unadjusted quoted prices in active markets for identical assets or liabilities.
- Level 2 inputs: Based on observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets with insufficient volume or infrequent transactions (less active markets); or model-derived valuations in which all significant inputs are observable or can be derived principally from or corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3 inputs: Based on unobservable inputs to the valuation methodology that are significant to the measurement of fair value of assets or liabilities, and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability.

The Company did not have any Level 1, Level 2 or Level 3 assets and liabilities as of December 31, 2022 and December 31, 2021.

Financial Instruments

The Company’s financial instruments include cash, payables, and debt and are accounted for under the provisions of ASC Topic 825, “*Financial Instruments*”. The carrying amount of these financial instruments as reflected in the balance sheets approximates fair value.

Cash and Cash Equivalents

For the purpose of the statements of cash flows, the Company considers all highly liquid instruments purchased with a maturity of three months or less to be cash equivalents. There were no cash equivalents at December 31, 2021 and 2020.

Concentration of Credit Risk

The Company maintains cash balances at financial institutions with accounts that are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. As of December 31, 2022 and December 31, 2021, the Company’s cash balance did not exceed FDIC coverage. The Company has not experienced any losses in such accounts and periodically evaluates the credit worthiness of the financial institutions and has determined the credit exposure to be negligible.

Commitments and Contingencies

Certain conditions may exist as of the date the consolidated financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company's management and its legal counsel assess such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or un-asserted claims that may result in such proceedings, the Company's legal counsel evaluates the perceived merits of any legal proceedings or un-asserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

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

Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the nature of the guarantee would be disclosed.

Stock-based Compensation

The Company measures compensation expense for all stock-based payment awards, including stock options and restricted stock units granted to employees, directors, and nonemployees, based on the estimated fair value of the awards on the date of grant. The compensation expense is adjusted based on actual forfeitures as necessary.

Income Taxes

The Company records income taxes under the asset and liability method, whereby deferred tax assets and liabilities are recognized based on the future tax consequences attributable to temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases, and attributable to operating loss and tax credit carryforwards. The carrying amounts of deferred tax assets are reduced by a valuation allowance if, based on available evidence, it is more likely than not that such assets will not be realized. Accordingly, the need to establish valuation allowances for deferred tax assets is assessed periodically based on the more-likely-than-not recognition threshold. This assessment considers, among other matters, the nature, frequency, and severity of current and cumulative losses, the duration of statutory carryforward periods, and tax planning alternatives. The Company assesses the likelihood that uncertain tax positions will be accepted by the applicable taxing authority based on the technical merits of the position. Tax positions meeting the more-likely-than-not recognition threshold are measured and recognized in the financial statements at the largest amount of benefit that has a greater than 50% likelihood of being realized upon measurement of a tax position taken in a prior annual period, including interest and penalties, and are recognized during the period in which the change occurs. This evaluation is required to be performed for all open tax years, as defined by the various statutes of limitations, for federal and state purposes. No uncertain tax position has been identified in 2020 and 2019. There were no unrecognized tax benefits and no amounts accrued for interest and penalties as of December 31, 2022 and 2021.

Risks and Uncertainties

On January 30, 2020, the World Health Organization ("WHO") announced a global health emergency because of a new strain of coronavirus (the "COVID-19 outbreak"). In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in exposure globally. The full impact of the COVID-19 outbreak continues to evolve. The impact of the COVID-19 outbreak on the Company's financial position will depend on future developments, including the duration and spread of the outbreak and related advisories and restrictions. These developments and the impact of the COVID-19 outbreak on the financial markets and the overall economy are highly uncertain and cannot be predicted. If the financial markets and/or the overall economy are impacted for an extended period, the Company's financial position may be materially adversely affected.

NOTE 3 – NOTE PAYABLE

On June 3, 2013, Wuxi KJF borrowed \$464,550 from individual investor Teng Guoxiang for Jintan Club decoration with annual interest rate 4.2%, matured on March 31, 2014. On the same day, Wuxi KJF and individual investor Teng Guoxiang extended the maturing date of the borrowing to December 31, 2014 with annual interest rate 18.0%. On December 31, 2014, Wuxi KJF repaid \$81,357 to Teng Guoxiang. On the same day, Wuxi KJF and individual investor Teng Guoxiang extended the maturing date of the borrowing to September 30, 2015 with annual interest rate 6%. During the six months ended June 30, 2015, Wuxi KJF borrowed \$112,825 from Teng Guoxiang for Jintan Club decoration with annual interest rate 5.75%, No additional payments on these notes have been paid to date and as such, the notes are in default. The Company has made numerous attempts to locate the noteholder in order to settle the notes due. To date, all attempts have been unsuccessful.

Interest expense for the above loans was \$10,313 and \$20,626 for the years ended December 31, 2022 and 2021, respectively.

The table below lists promissory notes issued during the fiscal year ending December 31, 2022. No notes were issued during the first quarter of 2023.

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>4/15/22</u>	<u>\$100,000</u>	<u>\$100,000</u>	<u>-0-</u>	<u>4/14/24</u>	<u>Share Price</u>	<u>William Roza</u>	<u>Loan</u>
<u>5/13/22</u>	<u>\$15,000</u>	<u>\$15,000</u>	<u>-0-</u>	<u>5/12/25</u>	<u>Share Price</u>	<u>Christiano Barthold</u>	<u>Loan</u>
<u>5/13/22</u>	<u>\$15,000</u>	<u>\$15,000</u>	<u>-0-</u>	<u>5/12/25</u>	<u>Share Price</u>	<u>Steffen Korbach</u>	<u>Loan</u>
<u>6/21/22</u>	<u>\$7,500</u>	<u>\$7,500</u>	<u>-0-</u>	<u>6/20/24</u>	<u>Share Price</u>	<u>Rolf Kaewel</u>	<u>Loan</u>
<u>6/30/22</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>-0-</u>	<u>6/29/24</u>	<u>Share Price</u>	<u>Robert Casale</u>	<u>Loan</u>

Use the space below to provide any additional details, including footnotes to the table above: None.

NOTE 4 – RELATED PARTY TRANSACTIONS

Previous management has advanced the Company total proceeds of \$283,054 in prior years in order to assist in funding the operations of the Company. Current management has made numerous attempts to contact the previous management in order to settle these liabilities but has been unsuccessful in locating them to date. As such, the Company continues carry the liabilities on the balance as of December 31, 2022 and 2021, respectively. These advances carry no interest rate and are considered due on demand. The proceeds from each of the Roza, Korbach, Barthold, Casale and Kaewel notes were used for working capital purposes.

NOTE 5 – SUBSEQUENT EVENTS

Management has evaluated the subsequent events through the date of these financial statements and determined there are no events that require additional disclosure.