FIRST CHOICE HEALTHCARE SOLUTIONS, INC.
CONSOLIDATED UNAUDITED BALANCE SHEETS
DECEMBER 31, 2021 AND 2020

	2021	2020
ASSETS		
Current assets		
Cash	$ 152	$ 195,635
Accounts receivable, net	445,555	1,053,079
Accounts receivable, other	-	50,000
Prepaid and other current assets	382,163	130,147
Original issue discount	460,454	35,000
Total current assets	1,288,324	1,463,861
Property, plant and equipment, net	591,722	1,361,057
Right to use assets, net	4,667,717	5,666,439
Other assets		
Deferred tax asset	111,950	111,950
Deposits		18,353
Non current assets from discontinued operations (VIE)	-	-
Total other assets	111,950	130,303
Total assets	$ 6,659,713	$ 8,621,660
LIABILITIES AND EQUITY		
Current liabilities		
Accounts payable and accrued expenses	$ 4,320,370	$ 3,122,880
Accounts payable, related party	-	-
Tax payable	215,146	215,146
Line of credit, short term	-	1,100,000
Notes payable, current portion	879,182	72,557
Operating lease liabilities, short term	1,080,448	997,982
Unearned revenue	-	15,624
Total current liabilities	6,495,146	5,524,189
Long term liabilities:		
Deposits held	8,580	8,580
PPP Loan Payable	1,283,624	1,386,580
Notes Payable LT	-	-
Operating lease liabilities, long term portion	3,872,257	4,952,518
Convertable Notes	6,063,857	385,000
Total long term liabilities	11,228,318	6,732,678
Total liabilities	17,723,464	12,256,867
Temporary equity-2022 Put Option	7,500,000	7,500,000
Equity		
Preferred stock, $0.01 par value; 1,000,000 shares authorized, Nil issued and outstanding	-	-
Common stock, $0.001 par value; 100,000,000 shares authorized, 32,831,119 and 32,700,989 shares issued; 32,756,666 and 32,626,536 shares outstanding as of September 30, 2019 and December 31, 2018, respectively	32,958	32,958
Additional paid in capital	26,363,665	26,338,017
Treasury stock, 74,453 common shares, at cost	-	-
Accumulated deficit	(44,960,373)	(37,506,181)
Total stockholders' equity attributable to First Choice Healthcare Solutions, Inc.	(18,563,749)	(11,135,206)
Non-controlling interest (note 10)	-	
Total equity	(18,563,749)	(11,135,206)
Total liabilities and equity	$ 6,659,713	$ 8,621,660

See the accompanying notes to these unaudited consolidated financial statements

FIRST CHOICE HEALTHCARE SOLUTIONS, INC
CONSOLIDATED UNAUDITED STATEMENTS OF OPERATIONS

	Year ended December 31, 2021	2020
Revenues:		
Net patient service revenue	$ 1,470,495	$ 3,211,213
Rental revenue	260,364	412,819
Total revenue	1,730,859	3,624,032
Operating expenses:		
Salaries and benefits	4,349,249	3,914,819
Other operating expenses	2,759,560	3,125,789
General and administrative	2,572,758	2,388,203
Impairment of goodwill, patents and patient lists	-	-
Depreciation and amortization	283,798	394,231
Total operating expenses	9,965,365	9,823,042
Net loss from operations	(8,234,506)	(6,199,010)
	\	
Other income (expense):		
Loss on sale of equipment	(352,421)	(417,260)
Loss on Disposal of Crane Creek		(124,485)
PPP Loan Forgiveness	103,878	
Miscellaneous income (expense)		
Gain on Bankruptcy	1,897,726	443,412
Loss on disposal of VIE	-	(284,227)
Interest expense, net	(868,869)	(43,226)
Total other income	780,314	(425,785)
Net loss from continuing operations before provision for income taxes	(7,454,192)	(6,624,795)
Income taxes (benefit)	-	-
Net loss from continuing operations	(7,454,192)	(6,624,795)
Income from discontinued operations	-	-
Net (loss) income	(7,454,192)	(6,624,795)
Non-controlling interest (note 10)	-	74,361
NET (LOSS) INCOME ATTRIBUTABLE TO FIRST CHOICE HEALTHCARE SOLUTIONS, INC.	$ (7,454,192)	$ (6,550,434)
Net loss per common share, basic and diluted		
Continuing operations	$ (0.23)	$ (0.20)
Discontinued operations	-	-
Total	$ (0.23)	$ (0.20)
Weighted average number of common shares outstanding, basic and diluted	32,810,043	32,958,288

See the accompanying notes to these consolidated unaudited financial statements

FIRST CHOICE HEALTHCARE SOLUTIONS, INC.
CONSOLIDATED UNAUDITED STATEMENT OF STOCKHOLDERS' EQUITY
TWO YEARS ENDED DECEMBER 31, 2021

	Common stock		Additional Paid in	Treasury Stock		Accumulated	Non-controlling	
	Shares	Amount	Capital	Shares	Amount	Deficit	Interest	Total
Balance, December 31, 2018	32,700,989	$ 32,701	$ 25,744,510	74,453	$ (76,649)	$ (18,298,809)	$ 262,872	$ 7,664,625
Common stock issued for services rendered	275,052	275	57,638	-	-	-	-	57,913
Common stock previously issued returned to treasury and canceled	(74,453)	(75)	(76,574)	(74,453)	76,649	-	-	-
Adjustment for disposal of VIE	-	-	-	-	-	-	138,685	138,685
Stock based compensation	56,700	57	410,760	-	-	-	-	410,817
Net loss	-	-	-	-	-	(12,582,578)	(859,291)	(13,441,869)
Balance, December 31, 2019	32,958,288	32,958	26,136,334	-	-	(30,881,387)	(457,734)	(5,169,829)
Adjustment for disposal of VIE	-	-	129,388	-	-	-	457,734	587,122
Stock based compensation			72,295					72,295
Net loss	-	-	-	-	-	(6,624,795)	-	(6,624,795)
Balance, December 31, 2020	32,958,288	$ 32,958	$ 26,338,017	-	$ -	$ (37,506,182)	$ -	$ (11,135,207)
Adjustment for disposal of VIE	-	-						-
Stock based compensation			25,648					25,648
Net loss	-	-	-	-	-	(7,454,192)	-	(7,454,192)
Balance, December 31, 2021	32,958,288	$ 32,958	$ 26,363,665	-	$ -	$ (44,960,374)	$ -	$ (18,563,751)

See the accompanying notes to these consolidated unaudited financial statements

FIRST CHOICE HEALTHCARE SOLUTIONS, INC

CONSOLIDATED UNAUDITED STATEMENTS OF CASH FLOWS

	Year ended December 31, 2021	
	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income (loss)	$ (7,454,192)	$ (6,624,795)
Adjustments to reconcile net income to cash used in operating activities:		
Depreciation and amortization	283,798	394,211
Stock based compensation	25,648	56,695
Loss on disposal of VIE	-	284,227
Changes in operating assets and liabilities:		
Accounts receivable	657,524	2,626,431
Prepaid expenses and other current assets	(252,016)	598,516
Other assets	(18,353)	(37,650)
Accounts payable and accrued expenses	1,202,674	(289,910)
Income taxes payable	(0)	13,653
Deferred rent	(927)	490,531
Unearned income	(15,624)	(28,035)
Net cash used in operating activities	(5,571,467)	(2,516,126)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from sale of equipment		26,803
Loss on sale of Equipment	352,421	320,367
Purchase of equipment	(126,884)	(7,293)
Net cash used in investing activities	225,537	339,877
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from sale of common stock	-	-
Proceeds from notes payable	5,150,447	1,736,580
Payments on notes payable	-	(298,061)
Net cash (used in) provided by financing activities	5,150,447	1,438,519
Net (decrease) increase in cash and cash equivalents	(195,483)	(737,730)
Cash and cash equivalents, beginning of period		
Cash and cash equivalents from continuing operations	195,635	933,345
Cash and cash equivalents from discontinued operations	-	-
Total cash and cash equivalents, beginning of period	195,635	933,345
Cash and cash equivalents, end of period		
Cash and cash equivalents from continuing operations	152	195,615
Cash and cash equivalents from discontinued operations	-	-
Total cash and cash equivalents, end of period	$ 152	$ 195,615
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:		
Cash paid during the period for interest	$ -	$ 22,367
Cash paid during the period for taxes	$ -	$ -

See the accompanying notes to these consolidated unaudited financial statements

NOTE 1— ORGANIZATION, BUSINESS AND PRINCIPLES OF CONSOLIDATION

Basis of Presentation –

Business Description

First Choice Healthcare Solutions, Inc. ("FCHS," "the Company," "we," "our" or "us") is an integrated healthcare service platform which concentrates on treating patients in the following specialties: Orthopedics, Interventional Pain Medicine and related diagnostic and ancillary services in the Brevard County, Florida market.

Going Concern

The financial statements have been prepared on a going concern basis of presentation. During the year ended December 31, 2021, the Company experienced operating losses of $7,454,192 and corresponding cash outflows from operations of $5,614,803. This performance reflected challenges that confront a growing company in the healthcare market such as growing referral bases and negotiating favorable contract rates with third party payors for services rendered as well as the negative impact of the CEO indictment in November 2018. On June 15, 2020, the Company filed for bankruptcy protection under subchapter 5 of chapter 11 bankruptcy code in the Middle District of Florida, Orlando Division.

As a result of the CEO's alleged actions the Company has been subject to litigation which was stayed or settled in bankruptcy as well as incurred damage to its relationships with its employees and referral sources. The Company's ability to continue as a going concern is dependent upon the success of its continuing efforts to implement a business development plan to grow its revenue base, reduce operating costs, especially as related to physician services, and access additional sources of capital, and/or sell assets.

However, in order to execute the Company's business development plan, which there are no assurances can be achieved, the Company may need to raise additional funds through public or private equity offerings, debt financings, corporate collaborations or other means and potentially reduce operating expenditures. If the Company is unable to secure additional capital, it may have to curtail its business development initiatives and take additional measures to reduce costs in order to conserve its cash, thus raising substantial doubt about its ability to continue as a going concern more than one year from the date of issuance of the 2021 financial statements included in this filing.

Crane Creek Surgery Center

Effective October 1, 2015, the Company, through its wholly owned subsidiary, CCSC Holdings, Inc., acquired a 40% interest in Crane Creek Surgery Center ("Crane Creek"). In connection with the investment, the Company is entitled to 51% voting rights for all decisions that most significantly affect the economic performance of Crane Creek. The 40% equity interest acquired entitles the Company to 40% of the profit or loss of Crane Creek.

Non-controlling interests relate to the third-party ownership in a consolidated entity in which the Company has a controlling interest. For financial reporting purposes, the entity's assets, liabilities, and operations are consolidated with those of the Company, and the non-controlling interest in the entity is included in the Company's consolidated financial statements as a component of total equity.

On January 31, 2018 (effective January 1, 2018), the Company entered into a Membership Interest Purchase Agreement (the "Purchase Agreement") with HMA Blue Chip Investments, LLC ("Blue Chip"). Pursuant to the terms of the Purchase Agreement, the Company acquired from Blue Chip 24.05 Class B Units of membership interest in the Center for cash consideration of $400,000 (the "Transaction"), representing a 25% ownership interest in the Center. As a result of the Transaction, the Company holds a 65% ownership interest in the Center.

As a result of the Purchase agreement described above, Crane Creek Surgical Partners, LLC became a majority-owned subsidiary of the Company effective January 1, 2018.

On February 29, 2020, the Company sold its interest in Crane Creek Surgical Partners, LLC.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

Use of estimates

The preparation of the financial statements in conformity with United States generally accepted accounting principles ("U. S. GAAP") requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates. Significant estimates include the recoverability and useful lives of long-lived assets, provision against bad debt, the fair value of the Company's stock, and stock-based compensation. Actual results may differ from these estimates.

Patient Service Revenue

Our revenues generally relate to net patient fees received from various payers and patients themselves under contracts in which our performance obligations are to provide services to the patients. Revenues are recorded during the period our obligations to provide services are satisfied. The contractual relationships with patients, in most cases, also involve a third-party payer (Medicare, Medicaid, managed care health plans and commercial insurance companies, including plans offered through the health insurance exchanges) and the transaction prices for the services provided are dependent upon the terms provided by (Medicare and Medicaid) or negotiated with (managed care health plans and commercial insurance companies) the third-party payers. The payment arrangements with third-party payers for the services we provide to the related patients typically specify payments at amounts less than our standard charges and generally provide for payments based upon predetermined rates for services or discounted fee-for-service rates. Management continually reviews the contractual estimation process to consider and incorporate updates to laws and regulations and the frequent changes in managed care contractual terms resulting from contract renegotiations and renewals.

Rental Revenue

As of December 31, 2021, in addition to housing our corporate headquarters and First Choice Medical Group, the building leases 33,663 square feet of commercial office space to non-affiliated tenants. Our corporate headquarters and FCID Medical offices currently utilize 8,945 square feet on the fifth floor of Marina Towers; and First Choice Medical Group, including its MRI center and physical therapy center, currently occupies 35,920 square feet on the ground, first and second floors.

Concentrations of credit risk

The Company's financial instruments that are exposed to a concentration of customer risk and accounts receivable risk. Occasionally, the Company's cash and cash equivalents in interest-bearing accounts may exceed FDIC insurance limits. The financial stability of these institutions is periodically reviewed by senior management. Revenues and accounts receivable are concentrated between two major payers with the approximate risk level outlined below.

Concentration of Risk

Revenue Concentration:				
	Year ended December 31,			
	2021		2010	
Government Payors	30.7	%	30.2	%
Commercial Payor 1	24.0	%	14.5	%

Receivable Concentration:

	December 31, 2021	December 31, 2020	December 31,
Government Payors	11.8 %	22.5 %	
Commercial Payor 1	27.2 %	16.5 %	

Accounts receivables

Accounts receivables are carried at their estimated collectible amounts net of doubtful accounts. The Company analyzes its history and identifies trends for each major payer sources of revenue to estimate the appropriate allowance for doubtful accounts and provision for bad debts. Management regularly reviews data about these major payer sources of revenue in evaluating the sufficiency of the contractual allowances.

Patient receivables are accounts receivables from services provided to patients who have third-party coverage. The Company analyzes contractually due amounts and provides a provision for bad debts, if necessary. The Company records a provision for bad debts in the period of service on the basis of past experience or when indications are the patients are unable or unwilling to pay the portion of their bill for which they are responsible. The difference between the standard rates (or the discounted rates if negotiated) and the amounts actually collected after all reasonable collection efforts have been exhausted, is charged off against the allowance for doubtful accounts.

Rental receivables from rental activities are periodically evaluated for collectability in determining the appropriate allowance for doubtful account and provision of bad debts.

Patents

Intangible assets with finite lives are amortized over their estimated useful lives. Intangible assets with indefinite lives are not amortized but are tested for impairment annually. The Company's intangible assets with finite lives are patent costs, which are amortized over their economic or legal life, whichever is shorter.

Net loss per share

Basic net loss per common share is based upon the weighted-average number of common shares outstanding. Diluted net income per common share is based on the weighted-average number of common shares outstanding and potentially dilutive common shares outstanding and computed as follows:

	Year ended December 31,	
	2021	**2020**
Numerator:		
Net loss attributable to First Choice Healthcare Solutions, Inc.	$ (7,454,192)	$ (6,550,434)
Denominator:		

Weighted-average common shares, basic		32,810,043		32,958,288
Weighted-average common shares, diluted		32,810,043		32,958,288
Basic:	$	(0.23)	$	(0.20)
Diluted:	$	(0.23)	$	(0.20)

The computation excludes potentially dilutive securities when their inclusion would be anti-dilutive, or if their exercise prices were greater than the average market price of the common stock during the period.

Stock-based compensation

The Company measures the cost of services received in exchange for an award of equity instruments based on the fair value of the award. For employees and directors, the fair value of the award is measured on the grant date and for non-employees, the fair value of the award is generally re-measured on vesting dates and interim financial reporting dates until the service period is complete. The fair value amount is then recognized over the period during which services are required to be provided in exchange for the award, usually the vesting period. Stock-based compensation expense is recorded by the Company in the same expense classifications in the consolidated statements of operations, as if such amounts were paid in cash. Upon exercise of a common stock equivalent, the Company issues new shares of common stock out of its authorized shares.

Segment information

Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision maker, or decision-making group, in making decisions how to allocate resources and assess performance. In 2019, the Company determined it operated in a single segment healthcare service.

Long-lived assets

The Company follows a "primary asset" approach to determine the cash flow estimation period for a group of assets and liabilities that represents the unit of accounting for a long-lived asset to be held and used. Long-lived assets to be held and used are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. The carrying amount of a long-lived asset is not recoverable if it exceeds the sum of the undiscounted cash flows expected to result from the use and eventual disposition of the asset. Long-lived assets to be disposed of are reported at the lower of carrying amount or fair value less cost to sell.

Property and equipment are stated at cost. When retired or otherwise disposed, the related carrying value and accumulated depreciation are removed from the respective accounts and the net difference less any amount realized from disposition, is reflected in earnings. For financial statement purposes, property and equipment are recorded at cost and depreciated using the straight-line method over their estimated useful lives of 5 to 15 years.

The Company evaluates the recoverability of long-lived assets based upon forecasted undiscounted cash flows. Should impairment in value be indicated, the carrying value of intangible assets will be adjusted, based on estimates of future discounted cash flows resulting from the use and ultimate disposition of the asset. Assets to be disposed of are reported at the lower of the carrying amount or the fair value less costs to sell.

On December 31, 2019, the Company management performed an evaluation of its goodwill and other acquired intangible assets for purposes of determining the implied fair value of the assets. As a result of the evaluation the Company determined book value of its goodwill in connection with the consolidation of Crane Creek did exceeded its fair value at as a result wrote off the goodwill for the years ended December 31, 2019.

Income taxes

The Company recognizes deferred tax assets and liabilities for the expected future tax consequences of items that have been included or excluded in the financial statements or tax returns. Deferred tax assets and liabilities are determined on the basis of the difference between the tax basis of assets and liabilities and their respective financial reporting amounts ("temporary differences") at enacted tax rates in effect for the years in which the temporary differences are expected to reverse.

The Company follows a recognition threshold and measurement process for financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return.

Management has evaluated and concluded that there were no material uncertain tax positions requiring recognition in the Company's consolidated financial statements as of December 31, 2021 and 2020. The Company does not expect any significant changes in its unrecognized tax benefits within twelve months of the reporting date.

Treasury Stock

The Company uses the cost method when it purchases its own common stock as treasury shares and displays treasury stock as a reduction of shareholders' equity.

Fair Value of Financial Instruments

Accounting Standards Codification subtopic 825-10, Financial Instruments ("ASC 825-10") requires disclosure of the fair value of certain financial instruments. ASC 825-10 defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities required or permitted to be recorded at fair value, the Company considers the principal or most advantageous market in which it would transact and considers assumptions that market participants would use when pricing the asset or liability, such as inherent risk, transfer restrictions, and risk of nonperformance. ASC 825-10 establishes a fair value hierarchy that requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. ASC 825-10 establishes three levels of inputs that may be used to measure fair value:

- Level 1 – Quoted prices in active markets for identical assets or liabilities
- Level 2 - 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 (fewer 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 - Unobservable inputs to the valuation methodology that are significant to the measurement of fair value of assets or liabilities.

To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement is disclosed and is determined based on the lowest level input that is significant to the fair value measurement.

The carrying value of the Company's cash, accounts receivable, accounts payable, short-term borrowings (including lines of credit and notes payable), and other current assets and liabilities approximate fair value because of their short-term maturity.

As of December 31, 2021, and 2020, the Company did not have any items that would be classified as level 1, 2 or 3 disclosures.

Reclassifications

Certain reclassifications have been made to prior year data to conform to the current year's presentation. These reclassifications had no impact on reported income or losses.

Recent accounting pronouncements

In February 2016, the FASB issued ASU 2016-02—Leases (Topic 842), requiring lessees to recognize a right-of-use asset and a lease liability on the balance sheet for all leases except for short-term leases. For lessees, leases will continue to be classified as either operating or finance leases in the income statement. The effective date of the new standard for public companies is for fiscal years beginning after December 15, 2018 and interim periods within those fiscal years. Early adoption is permitted. The new standard must be adopted using a modified retrospective transition and requires application of the new guidance at the beginning of the earliest comparative period presented. The Company is evaluating the effect that the updated standard will have on its financial statements and related disclosures. In the first quarter 2019, the Company recorded right to use assets of approximately \$10.8 million, a lease liability of approximately \$11.6 million and the elimination of approximately \$0.8 million of deferred rent.

In August 2016, the FASB issued ASU 2016-15—Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments. ASU 2016-15 provides guidance for eight specific cash flow issues with respect to how cash receipts and cash payments are classified in the statements of cash flows, with the objective of reducing diversity in practice. The effective date for ASU 2016-15 is for annual periods beginning after December 15, 2017 and interim periods within those fiscal years. Early adoption is permitted. The Company adopted ASU 2016-15 in the first quarter of 2018 and such adoption did not have a material impact on the Company.

In June 2018, the FASB issued ASU 2018-07, Stock Compensation (Topic 718); Improvements to Non-employer Share-Based Payment Accounting. The amendment aligns the accounting for share based payments issued to employees and non-employees. The amendments in this update are effective for public companies for annual periods beginning after December 15, 2018, including interim periods within those periods. The Company is currently reviewing the impact of the adoption of ASU 2018-07 on its consolidated financial statements.

Subsequent events

The Company evaluates events that have occurred after the balance sheet date but before the financial statements are issued. Based upon the evaluation, the Company did not identify any recognized or non-recognized subsequent events that would have required adjustment or disclosure in the consolidated financial statements, except as disclosed.

NOTE 3 – LIQUIDITY

During the year ended December 31, 2021, the Company experienced operating losses of \$7,454,1925 and corresponding cash outflows from operations of \$5,614,803. This performance reflected challenges that confront a growing company in the healthcare market such as growing referral bases and negotiating favorable contract rates with third party payors for services rendered as well as the negative impact of the CEO indictment in November 2018. As a result of the CEO's alleged actions the Company has been subject to litigation as well as incurred damage to its relationships with its employees and referral sources. The Company's ability to continue as a going concern is dependent upon the success of its continuing efforts to implement a business development plan to grow its revenue base, reduce operating costs, especially as related to physician services, and access additional sources of capital, and/or sell assets.

However, in order to execute the Company's business development plan, which there are no assurances can be achieved, the Company may need to raise additional funds through public or private equity offerings, debt financings, corporate collaborations or other means and potentially reduce operating expenditures. If the Company is unable to secure additional capital, it may have to curtail its business development initiatives and take additional measures to reduce costs in order to conserve its cash, thus raising substantial doubt about its ability to continue as a going concern more than one year from the date of issuance of the 2020 financial statements included in this filing.

NOTE 4 — NOTES PAYABLE

Line of credit, CT Capital

FCMG - Brevard entered into a Loan and Security Agreement (the "Loan Agreement") with CT Capital, Ltd., d/b/a CT Capital, LP, a Florida limited liability partnership (the "Lender"). Under the Loan Agreement, the Lender committed to make an accounts receivable line of credit in the maximum aggregate amount of $2,500,000 to FCMG - Brevard with an interest rate of 6% per annum (the "Loan"). Interest is due and payable monthly. The Lender may convert up to $2,000,000 of the outstanding principal amount or interest on the Loan into common stock of the Company at a conversion price of $0.75 per share.

On March 1, 2018, the Loan Agreement with CT Capital, Ltd. ("Lender") was amended to extend the Maturity Date to December 31, 2020 and further provide that neither the Company nor Lender shall effectuate any conversion of the Loan to the extent that after giving effect to any such conversion, the Lender would beneficially own in excess of 9.99% of the number of shares of our Company's shares of Common Stock outstanding immediately after giving effect to the issuance of shares of Common Stock issuable upon conversion of the Loan by the Lender.

As of December 31, 2021, the outstanding balance was zero as result of the Company's June 14, 2020 bankruptcy filing. On December 31, 2020, the outstanding balance was $1,100,000 and the remaining principal amount the Lender can convert into common stock is $600,000, subject to the limitations set forth above. The balance available on the line of credit is zero as a result of the Company's June 15, 2020 bankruptcy filing.

In May of 2020 the Company took three separate Payroll Protection loans totaling $1,386,580 the loans. Each loan will either be forgiven or paid back over five years at one percent interest.

LONG TERM INVESTMENTS

On 1/27/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Anthony Marchese (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $55,555.55 and 27,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 1/27/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with CLEJ Holdings (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $55,555.55 and 27,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 2/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Jerre Hills (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $222,222.22 and 110,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 2/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Jim Boyd (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $166,666.66 and 82,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 3/8/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Michael McCormick (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $55,555.55 and 27,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 3/18/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Legend Cap Opportunity Fund (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $55,555.55 and 27,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/7/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Robert Koch (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $55,555.55 and 27,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Insiders Trend Fund, LP (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $16,666.66 and 8,250 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Helaine L Menkin Declaration of Trust (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $17,777.77 and 8,800 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Leo E. Mindel Family Trust UA DTD 12/14/1984 (1) (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $11,111.11 and 5,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with New Village Associates, LP (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $11,111,11 and 5,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Anthony Marchese (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $88,888.88 and 44,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Meg J Marchese & Lee F Mindel TRS FBO Trust for Luke F Marchese UA Dec 1, 1994 (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $6,666.66 and 3,300 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Meg J Marchese & Lee F Mindel TRS FBO Trust for Lucy E Marchese UA Dec 1, 1994 (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $5,555.55 and 2,750 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Meg J Marchese & Lee F Mindel TRS FBO Trust for Margot L. Marchese UA Dec 1, 1994 (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $5,555.55 and 2,750 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Sunny Mindel (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $36,666.66 and 18,150 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Helaine Mindel & Meg Mindel (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $26,666.66 and 13,200 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet

Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 4/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Leo E. Mindel Family Trust UA DTD 12/09/1987 (2) (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $22,222.22 and 11,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 5/19/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Anthony Marchese (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $27,777.77 and 13,750 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 6/17/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Alan Chrzanowski (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $27,777.77 and 13,750 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 6/17/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Anthony Dang (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $27,777.77 and 13,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 7/19/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Michael McCormack (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $111,111.11 and 55,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 7/28/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Martin B Rowe and Angela D Rowe Trustees Under the Martin B Rowe Living Trust 12/22/2014 (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $55,555.55 and 27,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 8/4/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Jerre Hills (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $94,444.44 and 46,750 5-year cashless warrants to purchase the

Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 8/6/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Alan Chrzanowski (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $11,111.11 and 5,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 8/6/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Dianne Knapp (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $55,555.55 and 27,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 8/6/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Stephanie Clark (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $35,555.55 and 27,600 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 8/11/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Barbara Sher (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $27,777.77 and 13,750 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 8/12/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Cory Bataan (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $11,111.11 and 5,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 8/27/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with 622 Capital LLC (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $555,555.55 and 275,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 8/27/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Quick Capital, LLC (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $111,111.11 and 55,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 9/1/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Target Capital 5, LLC (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $2,333,333.33 and 1,137,400 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 9/30/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with First Fire Global Opportunities Fund LLC (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $333,333.33 and 165,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 12/10/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with William Davis (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $111,111.11 and 55,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 12/10/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Erik Cooper (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $111,111.11 and 55,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 12/13/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Robert H. Chicoine Jr. (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $55,555.55 and 27,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 12/14/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Mark Christiana (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $55,555.55 and 27,500 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights,

SHORT TERM INVESTMENTS

On 5/5/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with VIA Acquisition Corp (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $135,000.00 with a $27,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 5/9/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Anthony Marchese (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $125,000.00 with a $25,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 6/2/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Daniel J. Lowy (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $50,000.00 with a $10,000.00 Bonus Payment and 12,500 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 6/2/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Philip Rubinfeld MD (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $100,000.00 with a $20,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 6/7/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Philip Rubinfeld MD (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $40,000.00 with a $8,000.00 Bonus Payment and 20,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 6/17/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Larry Clifton Stradling II (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $125,000.00 with a $25,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 6/17/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Hygge Consulting LLC (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $120,000.00 with a $24,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 5/25/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Legend Cap Opportunity Fund LLC (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $75,000.00 with a $15,000.00 Bonus Payment and 30,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 7/7/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with First Fire Global Opportunities Fund LLC (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $150,000.00 with a $30,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 7/14/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Alvin Fund LLC (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $150,000.00 with a $30,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 7/28/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Craig Deligdish (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $150,000.00 with a $30,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 8/26/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Coastal Neurology Inc. (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $150,000.00 with a $30,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 9/8/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Blackstone Capital Inc (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $150,000.00 with a $30,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 10/20/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Blackstone Capital Inc (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $150,000.00 with a $30,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 10/25/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Jerre Hills (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $50,000.00 with a $10,000.00 Bonus Payment and 12,500 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 11/19/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Anthony Milone (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $50,000.00 with a $10,000.00 Bonus Payment and 30,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 9/8/2021, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Coastal Neurology Inc (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $150,000.00 with a $30,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

NOTE 5 — CAPITAL STOCK

Preferred stock

The Company is authorized to issue 1,000,000 shares $0.01 par value preferred stock. As of December 31, 2020, and 2019, none was issued and outstanding.

Common stock

During the year ended December 31, 2021 the Company did not issue any stock. During the year ended December 31, 2020, the Company issued an aggregate of 148,245 shares of its common stock to officers, employees, and service providers.

In the first quarter 2018, the Company and Steward Health Care System LLC (“Steward”) entered into a Stock Purchase Agreement (the “Purchase Agreement”). Pursuant to the terms of the Purchase Agreement, the Company issued five (5) million shares of common stock in exchange for cash proceeds of $7.5 million.

The Company agreed that, upon demand from Steward after the six month anniversary of the Closing Date, the Company shall use its reasonable best efforts to prepare and file with the SEC, a registration statement and such other documents as may be necessary in the advice of counsel for the Company, and use its commercially reasonable efforts to have such registration statement declared effective in order to comply with the provisions of the Securities Act of 1933, as amended, so as to permit the registered resale of the common shares.

In addition, the Company has agreed that, on or after April 1, 2022, upon ninety (90) days prior written notice, Steward may sell fifty percent (50%) of the common stock to the Company one-time during each of the following two (2) calendar years thereafter at a price equal to the purchase price under the Purchase Agreement pro-rated for the number of shares being purchased. Notwithstanding the foregoing, the put option shall automatically terminate and be of no further force and effect in the event the market capitalization (as defined in the Purchase Agreement) of the Company is equal to or more than $100,000,000 at any time after the date of the Purchase Agreement. As part of the confirmed bankruptcy plan filed in February of 2021 the Company reached a settlement with Steward Healthcare to eliminate Steward’s ability to sell the common stock back to the Company.

The Company has classified the net proceeds from the sale of the Company’s common stock as temporary equity, until the final bankruptcy order is issued. On April 27, 2022 the bankruptcy court approved the Company’s exit from bankruptcy.

Litigations, Claims and Assessments

The Company is involved in lawsuits and legal proceedings which arise in the ordinary course of business including potential disputes with patients, former employees, and investors. The following will summarize the current status of each active case.

On or about April 3, 2018, Beachside Physical Therapy, Inc. and its owner, Optimis Corp. (collectively, “Beachside”) instituted an action against among others, the Company’s subsidiary, First Choice Medical Group of Brevard, Inc. (“FCMG”) and Chris Romandetti, the Company’s former CEO, as a Counterclaim Defendant in ongoing litigation commenced by the former owner of Beachside (“Ryland”) and his wife in October 2016 against Beachside. The action was commenced in the Circuit Court of the Eighteen Judicial Circuit in and for Brevard County, Florida, and seeks damages from FCMG for tortious interference of the restrictive covenants of the Stock Purchase Agreement dated as of December 30, 2011 between the Plaintiff and Beachside, together with temporary and permanent injunctive relief to prevent further breaches of the restrictive covenants. Ryland has been employed by FCMG as Director of Physical Therapy since February 28, 2017. The Company has settled the case in bankruptcy court.

On February 1, 2019 Kris Romandetti, the former CEO's wife and Leading Edge Medical Consulting, LLC a company controlled by Kris Romandetti filed suit against the Company. The action was commenced in the Circuit Court of the Eighteen Judicial Circuit in and for Brevard County, Florida alleging (i) breach of contract, (ii) unpaid wages, (iii) unjust enrichment, and (iv) tortious interference for failure to pay money in connection with a separation of employment from First Choice. Ms. Romandetti and Leading Edge Medical Consulting, LLC are seeking $278,000 plus incurred legal fees.

On March 28, 2019, the Company filed a motion to dismiss. On April 26, 2019, the court set a mandatory mediation hearing on February 20, 2020 and set the trial date for December 20, 2020 along with various pretrial hearings beginning in May 2020. Ms. Romandetti and the Company have had preliminary conversations regarding a settlement but are not close to coming to agreement. The case was stayed in bankruptcy court.

On March 29, 2019, a putative class action was filed by plaintiff MAZ Partners LP ("MAZ") against the Company and former Company Chief Executive Officer Christian Romandetti ("Romandetti") in the U.S. District Court for the Middle District of Florida. MAZ alleges it purchased 250,859 shares of the Company's common stock. The action seeks certification of a class of persons who purchased the Company's common stock between April 1, 2014, and November 14, 2018, and seeks to recover damages against the Company for alleged violations of Section 10(b) of the Securities Exchange Act of 1934 in connection with alleged materially misleading statements made to the investing public. The case was settled in bankruptcy court.

On August 16, 2019, Donovan Davis, Jr. filed a lawsuit against First Choice Healthcare Solutions Inc. The action was commenced in the Circuit Court of the Eighteen Judicial Circuit in and for Brevard County, Florida alleging unjust enrichment and conspiring to aid in fraud and theft of Mr. Davis's possessions. Mr. Davis. On September 5, 2019, the Company filed a motion to dismiss the complaint. On October 22, 2019 Donovan Davis filed an amended complaint. The Company filed a motion to dismiss on November 1, 2019. The case was stayed in bankruptcy court.

<u>Guarantees</u>

Mr. Christian Romandetti, Sr. the Company's former CEO is a guarantor on the master lease of the property located at 709 South Harbor City Blvd and is also a guarantor on the Company's note with CT Capital.

NOTE 6 – SUBSEQUENT EVENTS

LONG TERM INVESTMENTS

On 1/11/2022, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Doraraju Kurusamy (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $27,777.77 and 13,750 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities.

On 1/14/2021, the Company entered into a 10% Senior Secured Convertible Note Agreement (the "Note") with Stephen J. Nicholas, MD (the "Investor") with respect to the sale and issuance to the Investor of a secured Note with a 10% OID and 50% warrant coverage with a total principal amount of $666,666.66 and 330,000 5-year cashless warrants to purchase the Company's common stock (the "Common Stock"). The underlying Common Stock of both the Note and Warrant have registration and piggyback rights, as the case may be. Each instrument has Full Rachet Anti-Dilution Rights, including without limitation not being subject to a reverse split until an effective registration of the Company's securities

On 4/22/2022, the Company entered into a Series A Convertible Preferred Stock with 10% Original Issue Discount ("OID") and 10% Coupon and 50% Warrant Coverage through a Securities Purchase Agreement (the "SPA") with Bing-McCullagh Limited Management (the "Investor") with respect to the sale and issuance to the Investor of Convertible Preferred Securities for the purchase amount of $54,000.00 convertible into 80,000 shares of Common Stock and 40,000 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 5/2/2022, the Company entered into a Series A Convertible Preferred Stock with 10% Original Issue Discount ("OID") and 10% Coupon and 50% Warrant Coverage through a Securities Purchase Agreement (the "SPA") with Sunlean Investments, LP (the "Investor") with respect to the sale and issuance to the Investor of Convertible Preferred Securities for the purchase amount of $54,000.00 convertible into 80,000 shares of Common Stock and 40,000 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 5/4/2022, the Company entered into a Series A Convertible Preferred Stock with 10% Original Issue Discount ("OID") and 10% Coupon and 50% Warrant Coverage through a Securities Purchase Agreement (the "SPA") with SLDK Inc. (the "Investor") with respect to the sale and issuance to the Investor of Convertible Preferred Securities for the purchase amount of $108,000.00 convertible into 160,000 shares of Common Stock and 80,000 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 5/5/2022, the Company entered into a Series A Convertible Preferred Stock with 10% Original Issue Discount ("OID") and 10% Coupon and 50% Warrant Coverage through a Securities Purchase Agreement (the "SPA") with Patrick N. Ciccone (the "Investor") with respect to the sale and issuance to the Investor of Convertible Preferred Securities for the purchase amount of $81,000.00 convertible into 120,000 shares of Common Stock and 60,000 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering

On 5/11/2022, the Company entered into a Series A Convertible Preferred Stock with 10% Original Issue Discount ("OID") and 10% Coupon and 50% Warrant Coverage through a Securities Purchase Agreement (the "SPA") with Vincent Solarino (the "Investor") with respect to the sale and issuance to the Investor of Convertible Preferred Securities for the purchase amount of $54,000.00 convertible into 80,000 shares of Common Stock and 40,000 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 5/5/2022, the Company entered into a Series A Convertible Preferred Stock with 10% Original Issue Discount ("OID") and 10% Coupon and 50% Warrant Coverage through a Securities Purchase Agreement (the "SPA") with Turov Mgmt LLC (the "Investor") with respect to the sale and issuance to the Investor of Convertible Preferred Securities for the purchase amount of $108,000.00 convertible into 160,000 shares of Common Stock and 80,000 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

SHORT TERM INVESTMENTS

On 2/8/2022, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Stephen J. Nicholas, MD (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $150,000.00 with a $30,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 3/18/2022, the Company entered into an Equity Plus Bonus Agreement instrument (the "EBA") with Anthony Milone (the "Investor") paying principal back within 30 days plus a bonus payment of 20%. Investor funded EBA with $100,000.00 with a $20,000.00 Bonus Payment and 50,000 5-year cashless warrants to purchase the Company's Common Stock ("Warrant"). The Warrant contains full rachet anti-dilution rights, including without limitation not being subject to a reverse stock split until exercised.

On 2/15/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Target Captial 8, LLC in the total principal amount of $2,462,000.00 with 1,641,334 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 3/9/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Robert N. Hutcheson in the total principal amount of $115,385.00 with 57,692 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 3/10/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Stephen S Burns the total principal amount of $307,692.30 with 153,846 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 3/15/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Stephen J. Nicholas, MD the total principal amount of $276,923.00 with 138,462 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered.

On 3/24/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Stephen S Burns the total principal amount of $76,923.08 with 38,462 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 3/24/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with William Davis the total principal amount of $230,769.23 with 115,384 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering

On 4/13/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Craig Deligdish the total principal amount of $338,461.54 with 169,231 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 4/20/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Marco Caruso the total principal amount of $230,769.23 with 115,384 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering

NOTE 7 RELATED PARTY TRANSACTIONS

LONG TERM INVESTMENTS

The following notes have been personally guaranteed by Mr. Friedman, the Company's CEO ("Friedman").

On 6/17/2021, the Company entered into an Equity Plus Bonus Agreement ("EBA") with Larry Clifton Stradling II (the "Investor") in the principal amount of $125,000.00 along with a $30,000.00 bonus payment, 50,000 5-year Warrants. Friedman guaranteed the total amount due pursuant to the EBA.

On 6/17/2021, the Company entered into an Equity Plus Bonus Agreement ("EBA") with Hygge Consulting LLC (the "Investor") in the principal amount of $120,000.00 along with a $24,000.00 bonus payment with 50,000 5-year Warrants. Friedman guaranteed the total amount due pursuant to the EBA.

On 7/7/2021, the Company entered into an Equity Plus Bonus Agreement ("EBA") with First Fire Global Opportunities Fund LLC (the "Investor") in the principal amount of $150,000.00 along with a $30,000.00 bonus payment with 50,000 5-year Warrants. Friedman guaranteed the total amount due pursuant to the EBA.

On 7/14/2021, the Company entered into an Equity Plus Bonus Agreement ("EBA") with Alvin Fund LLC (the "Investor") in the principal amount of $150,000.00 along with a $30,000.00 bonus payment with 50,000 5-year Warrants. Friedman guaranteed the total amount due pursuant to the EBA.

On 7/28/2021, the Company entered into an Equity Plus Bonus Agreement ("EBA") with Craig Deligdish (the "Investor") in the principal amount of $150,000.00 along with a $30,000.00 bonus payment with 50,000 5-year Warrants. Friedman guaranteed the total amount due pursuant to the EBA.

On 8/26/2021, the Company entered into an Equity Plus Bonus Agreement ("EBA") with Coastal Neurology Inc. (the "Investor") in the principal amount of $150,000.00 along with a $30,000.00 bonus payment with 50,000 5-year Warrants. Friedman guaranteed the total amount due pursuant to the EBA.

On 10/25/2021, the Company entered into an Equity Plus Bonus Agreement ("EBA") with Jerre Hills (the "Investor") in the principal amount of $50,000.00 along with a $10,000.00 bonus payment with 12,500 5-year Warrants. Friedman guaranteed the total amount due pursuant to the EBA.

On 11/23/2021, the Company entered into an Equity Plus Bonus Agreement ("EBA") with Coastal Neurology Inc. (the "Investor") in the principal amount of $150,000.00 along with a $30,000.00 bonus payment with 50,000 5-year Warrants. Friedman guaranteed the total amount due pursuant to the EBA.

The following Notes have had pledged securities owned by Mr. Friedman, CEO of the Company as a guarantee.

SHORT TERM INVESTMENTS

On 2/15/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Target Captial 8, LLC in the total principal amount of $2,462,000.00 with 1,641,334 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 3/9/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Robert N. Hutcheson in the total principal amount of $115,385.00 with 57,692 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On 3/10/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Stephen S Burns the total principal amount of $307,692.30 with 153,846 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

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On 3/24/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with William Davis the total principal amount of $230,769.23 with 115,384 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering

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On 4/20/22, the Company entered into a 35% original issue discount Super Senior Secured Promissory Note, including a Securities Purchase Agreement, Intercreditor Agreement, Security, Warrant and Registration Rights Agreement (collectively the "Agreements") with Marco Caruso the total principal amount of $230,769.23 with 115,384 5-year cashless Warrants to purchase the Company's Common Stock. The underlying Common Stock have registration rights and full rachet anti-dilution protection including not being subject to a reverse split until such shares are converted in a registered offering.

On April 27, 2022 the Courts approved the Company's exit from bankruptcy.

HAN BENEFIT ADVANTAGE INC. STRTAEGIC PARTNERSHIP AND INVESTMENT.

As of 5/11/22 First Choice Healthcare Solutions, Inc. (FCHS"), acquired pursuant to a stock Purchase agreement $216,000.00 of Common Stock of HAN Benefit Advantage Inc at an $18mm pre-money valuation ("BENAdvance"). FCHS expects to acquire up to $1,000,000.00 of BENAdvance common stock pursuant to the strategic partnership: however such investment are voluntary and therefore FCHS has no compelled obligation to do so now or in the future.