<u>DISCLOSURE STATEMENT PURSUANT TO THE PINK BASIC DISCLOSURE GUIDELINES</u>

REELTIME RENTALS, INC.
A Washington Corporation

2926 184th Place SE
Bothell, WA 98012
(Company's Address)

(206) 579-0222
(Company's telephone number)
www.reeltime.com
(Company's Website)
info@reeltime.com
(Company's email)
4841 – Cable and Other Pay Television Services
(Company's SIC Code)

QUARTERLY REPORT
For the Period Ending March 31, 2022
(the "Reporting Period")

As of May 13, 2022, the number of shares outstanding of our Common Stock was:

85,852,256 shares

As of December 31, 2021, the Date At End of the Previous Reporting Period, the number of shares outstanding of our Common Stock was:

71,986,291 shares

As of December 31, 2021, the Most Recent Fiscal Year End Reporting Period, the number of shares outstanding of our Common Stock was:

71,986,291, shares

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 company status has changed since the previous reporting period:

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

PART A GENERAL COMPANY INFORMATION

Item 1. Name of the issuer and its predecessor (if any).

The name of the issuer is ReelTime Rentals, Inc. ("ReelTime" or "Company") which was incorporated in the State of Washington on June 24, 2004.

The Company is currently in good standing in the State of Washington.

ReelTime has not been, at any time, a "shell company" as that term is defined in Rule 12b-2 of the Exchange Act

Describe any trading suspension order issued by the SEC concerning the issuer or its predecessors:

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.

On January 1, 2021, the Company acquired Discount Ad Brokers, a 15-year-old media company operating in the advertising industry, which was owned by NWBB, Inc. Discount Ad Brokers focuses on providing clients top tier placements at pricing levels at or below remnant inventory rate structures through an inventory acquisition model utilizing contracted capacity buys and bulk inventory-based contracts with major US media properties. The acquisition was valued at $1,700,000 and the Company issued a convertible note payable for the purchase price. The $1,700,000 convertible promissory note bears interest at 8% and has a maturity date of January 1, 2022. After maturity, the interest rate increases to 15%. The subject Convertible Note may be converted by the holder, at its election, into shares of the Company's common stock at an exercise price of $.20 per share.

On April 26, 2021, the Company acquired 100 percent ownership of Loudmouth Media, Inc. from Conservative Broadcast Media & Journalism, Inc. "LoudMouth News", became the first, longest running and only syndicated terrestrial (over the air) radio program that focused on the news relating to the marijuana industry in the USA and Canada. The acquisition price was 1,000,000 restricted shares of the Company's common stock valued at $155,000 or $0.155 per share.

For more information and details concerning these acquisitions see Item 5A below.

The address of the issuer's principal executive office:

2926 184th Place SE.
Bothell, WA 98012

The address of the issuer's principal place of business:
Check box if principal executive office and principal place of business are the same address: ☒

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

Yes: ☐ No: ☒

Item 2. Security Information.

Trading Symbol:	RLTR
Exact title and class of securities outstanding:	Common Stock
CUSIP:	75845Y 20 5
Par or Stated Value:	No par value
Total Shares Authorized (1):	650,000,000 as of May 13, 2022
Total Shares Outstanding:	85,852,256 as of May 13, 2022
Number of shares in Public Float:	66,173,336 as of May 13, 2022
Total number of shareholders of record:	64 as of May 13, 2022.

Trading Symbol:	None
Exact title and class of securities outstanding:	Preferred Stock
CUSIP:	None
Par or Stated Value:	$0.001 par value
Total Shares Authorized:	50,000,000 as of May 13, 2022
Total Shares Outstanding:	60,000 shares as of May 13, 2022

(1) The number of shares required to satisfy the requirements of our outstanding convertible instruments exceeds the number of unissued shares. We currently have 650,000,000 shares of common stock authorized, but that number is insufficient for us to meet our obligations to certain individuals, officers, corporations and related corporations under the terms of our convertible promissory notes payable. Due to existing restrictions limiting the holder of a convertible note to receive, upon conversion, shares of common stock which will not exceed 4.99% of our issued and outstanding common stock, there is no imminent requirement that the number of our authorized capital stock be increased. At an appropriate time, we envision seeking shareholder approval of an increase in our authorized capitalization to some greater number of authorized shares, but we cannot provide any assurance that we will be able to obtain the necessary shareholder approval. If we fail to obtain shareholder approval for the increase in authorized capitalization, we may be in default under the terms of the convertible promissory notes payable. At May 13, 2022, the total shares issued and outstanding, issuable upon conversion of convertible notes payable and unissued shares to consultants and Company executives would be approximately 3,554,635,000 shares of our common stock which exceeded the number of unissued shares our common stock by approximately 2,904,635,000 shares. The Company has initiated negotiations to dramatically reduce the potential dilution with any note holders related to, or not related to, the Company. The Company anticipates that it will complete a substantial portion of its debt reduction plan during the second and third quarters of 2022.

The name and address of ReelTime's transfer agent is:

Pacific Stock Transfer, Inc.
6725 Via Austi Parkway, Suite 300
Las Vegas, Nevada 89119
Telephone no.: (702) 361-3033
FAX no.: (702) 433-1979
Email: ipstc@pacificstocktransfer.com

Is the Transfer Agent registered under the Exchange Act? Yes: ☒ No: ☐

Item 3. Issuance History.

Disclosure under this Item 3 includes, 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.

A. Changes in 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: ☐

Number of Shares Outstanding as of January 1, 2020:	Opening Balance: Common: 41,534,522 Preferred: 60,000								
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares issued (or cancelled)	Class of Securities	Value of shares issued ($/per share) at issuance	Were the shares issued at a discount to market price at the time of issuance? Yes or No	Individual/Entity Shares were issued to (entities must have individual with voting/investment control disclosed).	Reason for share issuance (e.g., for cash or debit conversion) OR Nature of Services Provided (if applicable	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
8/13/2020	New Issuance	1,800,000	Common	3,195	Yes	Jean Thrower	Debt Conversion (1)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
9/1/2020	New Issuance	2,072,572	Common	3,679	Yes	NWBB, Inc. (Marc Hatch has voting and investment control)	Debt Conversion (2)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
11/25/2020	New Issuance	2,198,635	Common	4,397	Yes	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Debt Conversion (3)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
1/31/2021	New Issuance	2,000,000	Common	5,000	Yes	AMJ Global Entertainment, LLC. (Art Malone has voting and investment control)	Debt Conversion (4)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
2/9/2021	New Issuance	1,740,000	Common	8,700	Yes	AMJ Global Entertainment, LLC. (Art Malone has voting and investment control)	Debt Conversion (5)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
2/19/2021	New Issuance	1,000,685	Common	2,001	Yes	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Debt Conversion (6)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
3/12/2021	New Issuance	2,375,000	Common	8,313	Yes	NWBB, Inc. (Marc Hatch has voting and investment control)	Debt Conversion (7)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act

4/15/2021	New Issuance	1,689,040	Common	3,378	Yes	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Debt Conversion (8)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
6/24/2021	New Issuance	1,000,000	Common	155,000	No	Conservative Broadcast Media & Journalism, Inc. (Mark Schaftlein has voting and investment control)	Acquire Loudmouth Media, Inc. (9)	Restricted	Section 4(a)(2) of 1933 Act
7/6/2021	New Issuance	407,707	Common	6,460	Yes	Rick Basse Consulting, PLLC. (Rick Basse has voting and investment control)	Consultant Compensation (10)	Restricted	Section 4(a)(2) of 1933 Act
7/21/2021	New Issuance	1,995,205	Common	3,990	Yes	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Debt Conversion (11)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
7/27/2021	New Issuance	800,000	Common	4,000	Yes	AMJ Global Entertainment, LLC. (Art Malone has voting and investment control)	Debt Conversion (12)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
8/6/2021	New Issuance	1,400,000	Common	7,000	Yes	AMJ Global Entertainment, LLC. (Art Malone has voting and investment control)	Debt Conversion (13)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
8/11/2021	New Issuance	5,000,000	Common	100,000	Yes	NWBB, Inc. (Marc Hatch has voting and investment control)	Consultant Compensation (14)	Restricted	Section 4(a)(2) of 1933 Act
9/2/2021	New Issuance	75,000	Common	8,048	No	Mikayla Pivec	Consultant Compensation (15)	Restricted	Section 4(a)(2) of 1933 Act
9/29/2021	New Issuance	2,489,265	Common	4,979	Yes	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Debt Conversion (16)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
10/26/2021	New Issuance	1,400,000	Common	7,000	Yes	AMJ Global Entertainment, LLC. (Art Malone has voting and investment control)	Debt Conversion (17)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
12/28/2021	New Issuance	1,008,660	Common	2,017	Yes	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Debt Conversion (18)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act

2/2/2022	New Issuance	3,220,000	Common	16,100	Yes	AMJ Global Entertainment, LLC. (Art Malone has voting and investment control)	Debt Conversion (19)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
2/15/2022	New Issuance	3,091,775	Common	6,184	Yes	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Debt Conversion (20)	Unrestricted	Sections 3(a)(9) & 4(a)(1) of 1933 Act
Shares Outstanding on March 31, 2022 (21)	Ending Balance: Common: 78,298,066 Preferred: 60,000								

Please note the following additional details, including footnotes to the table above:

(1) On August 13, 2020, noteholder converted $3,195 of accrued interest and principal into 1,800,000 unrestricted shares of the Company's common stock at $0.001775 per share to fully satisfy a convertible promissory note dated June 13, 2015 and to partially satisfy a convertible promissory note dated March 18, 2016.

(2) On September 1, 2020, noteholder converted $3,679 of principle into 2,072,572 unrestricted shares of the Company's common stock at $0.001775 per share to partially satisfy a convertible promissory note dated September 15, 2015.

(3) On November 25, 2020, noteholder converted $4,397 of interest into 2,198,635 unrestricted shares of the Company's common stock at $.002 per share to partially satisfy a convertible note dated June 3, 2014.

(4) On January 31, 2021, noteholder converted $5,000 of principal and interest into 2,000,000 unrestricted shares of the Company's common stock at $.0025 per share to partially satisfy a convertible note dated June 14, 2017.

(5) On February 9, 2021, noteholder converted $8,700 of principal into 1,740,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy a convertible note dated August 23, 2017.

(6) On February 19, 2021, noteholder converted $2,001 of interest into 1,000,685 unrestricted shares of the Company's common stock at $.002 per share to partially satisfy a convertible note dated June 3, 2014.

(7) On March 12, 2021, noteholder converted $8,313 of interest into 2,375,000 unrestricted shares of the Company's common stock at $.0035 per share to fully satisfy a convertible note dated May 29, 2018.

(8) On April 15, 2021, noteholder converted $3,378 of interest into 1,689,040 unrestricted shares of the Company's common stock at $.0020 per share to partially satisfy a convertible note dated June 3, 2014.

(9) On June 24, 2021, the Company issued 1,000,000 shares to acquire the assets of Loudmouth Inc from Conservative Broadcast Media & Journalism, Inc. The shares were valued at $155,000 or $0.155 per share.

(10) On July 6, 2021 the Company issued 407,707 restricted shares of the Company's common stock for accounting services to an entity. The shares were valued at $6,460 or $0.0158 per share.

(11) On July 21, 2021, noteholder converted $3,990 of principal and interest into 1,995,205 unrestricted shares of the Company's common stock at $.002 per share to partially satisfy a convertible note dated June 3, 2014.

(12) On July 27, 2021, noteholder converted $4,000 of principal into 800,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy convertible notes dated July 5, 2017 and August 8, 2017.

(13) On August 6, 2021, noteholder converted $7,000 of principal into 1,400,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy a convertible note dated December 3, 2018.

(14) On August 11, 2021 the Company issued 5,000,000 restricted shares of the Company's common stock for services to a corporation. The shares were valued at $100,000 or $0.02 per share.

(15) On September 2, 2021 the Company issued 75,000 restricted shares of the Company's common stock for services an individual. The shares were valued at $8,048 or $0.1073 per share.

(16) On September 29, 2021, noteholder converted $4,979 of principal and interest into 2,489,265 unrestricted shares of the Company's common stock at $.002 per share to partially satisfy a convertible note dated June 3, 2014.

(17) On October 20, 2021, noteholder converted $7,000 of principal into 1,400,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy a convertible note dated December 3, 2018.

(18) On December 28, 2021, noteholder converted $2,017 of principal and interest into 1,008,660 unrestricted shares of the Company's common stock at $.002 per share to fully satisfy a convertible note dated June 3, 2014.

(19) On January 31, 2022, noteholder converted $16,100 of principal and interest into 3,220,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy a convertible note dated December 3, 2018.

(20) On February 15, 2022, noteholder converted $6,184 of principal and interest into 3,091,775 unrestricted shares of the Company's common stock at $.002 per share to partially satisfy a convertible note dated September 23, 2014.

(21) The following sharers were not issued as of March 31, 2022:

- In 2015, James Hodge, the Company's former CEO, earned 172,859 restricted shares of the Company's common stock under his July 2012 employment agreement which have not been issued as of May 13, 2022. The estate of Elly Hodge, the recently deceased wife of James Hodge, now owns the shares. The shares were valued at $0.1750 per share or $30,250.
- On February 1, 2017, a consultant earned 500,000 restricted shares of the Company's common stock under a February 2017 consulting agreement for service to the Company. The shares have not been issued as of May 13, 2022. The shares were valued at $0.058 per share or $29,000.
- On January 15, 2018, two individuals each earned 500,000 restricted shares of the Company's common stock for an aggregate of 1,000,000 shares. The shares were earned for participating in a season of the "Really Twins" Virtual Reality show. The shares have not been issued as of May 13, 2022. The shares were valued at $0.0244 per share or $24,400.
- On January 20, 2018, an individual converted $158 of accrued interest into 630,000 unrestricted shares of the Company's common stock at $0.00025 per share to partially satisfy a convertible promissory note dated June 6, 2015. As of May 13, 2022, the 630,000 shares have not been issued to the individual.

- On March 27, 2018, the Company entered into a "Binding Letter of Agreement" with veteran detective/author John Cameron for 50% ownership rights to "It's Me Edward Wayne Edwards - The Serial Killer You Never Heard of" and the subsequent updated version "It Was Always ME! Edward Edwards - The Most Prolific Serial Killer of All Time" and or its derivatives. In exchange, the Company will issue the author 1,000,000 restricted shares of Company's common stock valued at $20,000 or $0.02 per share. At May 13, 2022, the shares have been earned but have not yet been issued.
- On June 1, 2018, Scott Steciw, the Company's former President and Treasurer, earned 1,000,000 restricted shares of the Company's common stock payable in accordance with his employment agreement. The shares were valued at $30,000 or $0.03 per share. At May 13, 2022, the shares have been earned but have not yet been issued. On December 31, 2018, Mr. Scott Steciw, the Company's CFO, resigned as officer and director of the Company, terminating his executive employment contract.
- On June 1, 2018, Barry Henthorn, Company's CEO, earned 1,000,000 restricted shares of the Company's common stock payable in accordance with his employment agreement. The shares were valued at $30,000 or $0.03 per share. At May 13, 2022, the shares have been earned but have not yet been issued.
- On June 1, 2019, Barry Henthorn, Company's CEO, earned 1,000,000 restricted shares of the Company's common stock payable in accordance with his employment agreement. The shares were valued at $9,400 or $0.0094 per share. At May 13, 2022, the shares have been earned but have not yet been issued.
- On October 1, 2019, a consultant earned 500,000 restricted shares of the Company's common stock under an October 2018 consulting agreement for service to the Company. The shares have not been issued as of May 13, 2022. The shares were valued at $0.01117 per share or $5,850.
- On November 1, 2019, a consultant earned 500,000 restricted shares of the Company's common stock under a November 2018 consulting agreement for service to the Company. The shares have not been issued as of May 13, 2022. The shares were valued at $0.0079 per share or $3,950.
- On January 7, 2020, a consultant earned 500,000 restricted shares of the Company's common stock under a January 2019 consulting agreement for service to the Company. The shares have not been issued as of May 13, 2022. The shares were valued at $0.01 per share or $5,000.
- On June 1, 2020, Barry Henthorn, Company's CEO, earned 1,000,000 restricted shares of the Company's common stock payable in accordance with his employment agreement. The shares were valued at $9,500 or $0.0095 per share. At May 13, 2022, the shares have been earned but have not yet been issued.
- On August 1, 2020, the Company granted a stock purchase agreement for 750,000 restricted shares of the Company's common stock to an attorney for patent services to the Company. The stock was valued at $7,500 or $0.01 per share. At May 13, 2022, the shares have been earned but have not yet been issued.
- On October 1, 2020, a consultant earned 500,000 restricted shares of the Company's common stock under an October 2019 consulting agreement for service to the Company. The shares have not been issued as of May 13, 2022. The shares were valued at $0.0080 per share or $4,000.
- On November 1, 2020, a consultant earned 500,000 restricted shares of the Company's common stock under a November 2019 consulting agreement for service to the Company. The shares have not been issued as of May 13, 2022. The shares were valued at $0.0140 per share or $7,000.
- On December 30, 2020, Barry Henthorn, Company's CEO, earned 550,500 restricted shares of the Company's common stock payable in accordance with his employment agreement dated October 1, 2020. The shares were valued at $38,885 or $0.07 per share. At May 13, 2022, the shares have been earned but have not yet been issued.

- On December 9, 2020, the Company entered into a two-year agreement with Marc Hatch, to provide expertise as sales manager for Company's Discount AD Brokers acquisition. Mr. Hatch will be compensated with 1,000,000 shares of the Company's restricted common stock for each year of service for an aggregate of 2,000,000 shares. The subject shares will be earned on January 1, 2022 and January 1, 2023. The shares for year one were valued at $119,900 or $.1199 per share. At May 13, 2022, a total of 1,000,000 shares have been earned but such shares had not yet been issued. .
- On March 30, 2021, Barry Henthorn, Company's CEO, earned 550,500 restricted shares of the Company's common stock payable in accordance with his employment agreement dated October 1, 2020. The shares were valued at $38,885 or $0.07 per share. At May 13, 2022, the shares had not yet been issued.
- During March 2021, two consultants earned an aggregate of 112,500 restricted shares of the Company's common stock for services to the Company. The shares were valued at $.1026 per share or $14,920. The shares have not been issued as of May 13, 2022.
- During April 2021, a consultant earned 250,000 restricted shares of the Company's common stock for services to the Company. The shares were valued at $0.1273 per share or $31,825. The shares have not been issued as of May 13, 2022.
- On June 28, 2021, Barry Henthorn, Company's CEO, earned 555,500 restricted shares of the Company's common stock payable in accordance with his employment agreement dated October 1, 2020. The shares were valued at $38,885 or $0.07 per share. At May 13, 2022, the shares had not yet been issued.
- On September 26, 2021, Barry Henthorn, Company's CEO, earned 555,500 restricted shares of the Company's common stock payable in accordance with his employment agreement dated October 1, 2020. The shares were valued at $38,885 or $0.07 per share. At May 13, 2022, the shares have been earned but have not yet been issued.
- On October 1, 2021, a consultant earned 500,000 restricted shares of the Company's common stock under an October 2020 consulting agreement for service to the Company. The shares have not been issued as of May 13, 2022. The shares were valued at $0.1340 per share or $67,000.
- On November 1, 2021, a consultant earned 500,000 restricted shares of the Company's common stock under a November 2020 consulting agreement for service to the Company. The shares have not been issued as of May 13, 2022. The shares were valued at $0.01002 per share or $50,100.
- On December 26, 2021, Barry Henthorn, Company's CEO, earned 555,500 restricted shares of the Company's common stock payable in accordance with his employment agreement dated October 1, 2020. The shares were valued at $38,885 or $0.07 per share. At May 13, 2022, the shares have been earned but have not yet been issued.
- On December 31, 2021, two individuals each earned 500,000 restricted shares of the Company's common stock for an aggregate of 1,000,000 shares. The shares were earned for participating in season two of the "Really Twins" Virtual Reality show. The shares have not been issued as of May 13, 2022. The shares were valued at $0.0698 per share or $69,800.
- During January 2022, a consultant earned 500,000 restricted shares of the Company's common stock for services to the Company. The shares were valued at $0.1273 per share or $38,885. The shares have not been issued as of May 13, 2022.
- On March 25, 2022, Barry Henthorn, Company's CEO, earned 555,500 restricted shares of the Company's common stock payable in accordance with his employment agreement dated October 1, 2020. The shares were valued at $38,885 or $0.07 per share. At May 13, 2022, the shares have been earned but have not yet been issued.
- As of March 31, 2022, a consultant earned 172,855 restricted shares of the Company's common stock under a July 6, 2021 consulting agreement for accounting services to the Company. The shares were valued at $.0512 per share or $8,864. The shares have not been issued to the consultant at May 13, 2022.

B. Debt Securities, including Promissory and Convertible Notes.

The chart on the following page lists and describes all outstanding promissory notes, convertible promissory notes and any other debt instrument that may be converted into a class of the issuer's equity securities as of March 31, 2022.

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

Date of Note Issuance	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities disclose individual with voting/investment control)	Reason for Issuance (e.g., Loan, Services, etc.)
September 7, 2007	28,749	8,000	20,749	October 1, 2008	N/A	Mark Mclaughlin	Loan
December 15, 2008	874,235	184,960	689,274	December 15, 2009	N/A	Mark and Stephanie Felgenhauer	Loan (1)
January 1, 2009	119,698	72,000	47,698	December 31, 2010	N/A	Pepwith Company	Loan
March 24, 2014	1,078	3,500	578	March 24, 2015	Indebtedness convertible to common shares at $0.00025 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan (2)
April 8, 2014	7,526	3,500	4,026	April 8, 2015	Indebtedness convertible to common shares at $0.001 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
May 9, 2014	7,479	3,500	3,979	May 9, 2015	Indebtedness convertible to common shares at $0.001 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
June 18, 2014	455,266	273,000	182,266	June 18, 2015	Indebtedness convertible to common shares at $0.00025 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
June 27, 2014	17,588	10,000	7,588	June 27, 2015	Indebtedness convertible to common shares at $0.0025 per Share	XDTX Consulting	Loan
August 20, 2014	8,365	4,000	4,365	August 20, 2015	Indebtedness convertible to common shares at $0.002 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
September 23, 2014	4,048	5,000	1,548	September 23, 2015	Indebtedness convertible to common shares at $0.002 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan (3)

November 28, 2014	3,071	1,500	1,571	November 28, 2015	Indebtedness convertible to common shares at $0.0015 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
January 30, 2015	2,709	1,500	1,209	January 30, 2016	Indebtedness convertible to common shares at $0.0015 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
June 1, 2015	2,953	1,500	1,453	June 1, 2016	Indebtedness convertible to common shares at $0.0015 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
June 6, 2015	5,322	5,000	2,822	June 6, 2016	Indebtedness convertible to common shares at $0.00025 per Share	Megs McClean Inc. (Megs McClean. has voting and investment control)	Loan
June 6, 2015	9,844	5,000	4,844	June 6, 2016	Indebtedness convertible to common shares at $0.0015 per Share	Embark Capital, Inc. (Amber Finney. has voting and investment control)	Loan (4)
June 8, 2015	25,785	15,000	10,785	June 18, 2016	N/A	Megs McClean Inc. (Megs McClean. has voting and investment control)	Loan
June 13, 2015	2,580	2,500	1,330	June 13, 2016	Indebtedness convertible to common shares at $0.00025 per Share	John & Darlene Steciw	Loan
June 13, 2015	5,156	5,000	2,656	June 13, 2016	Indebtedness convertible to common shares at $0.00025 per Share	T. Scott Steciw	Loan (5)
August 28, 2015	2,977	1,500	1,477	August 28, 2016	Indebtedness convertible to common shares at $0.001 per Share	James and Stefanie Abbott	Loan (6)
September 15, 2015	9,889	5,000	4,889	September 15, 2016	Indebtedness convertible to common shares at $0.001 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
September 15, 2015	118,678	125,000	59,612	September 15, 2016	Indebtedness convertible to common shares at $0.00025 per Share	Henthorn Enterprises, Inc. (Ron Henthorn has voting and investment control)	Payment to acquire assets of Reeltime VR (7)
September 29, 2015	5,913	3,000	2,913	September 29, 2016	Indebtedness convertible to common shares at $0.001 per Share	James and Stefanie Abbott	Loan

October 1, 2015	12,615	6,400	6,215	October 1, 2016	Indebtedness convertible to common shares at $0.001 per Share	Embark Capital, Inc. (Amber Finney. has voting and investment control)	Loan
October 27, 2015	7,854	4,000	3,854	October 27, 2016	Indebtedness convertible to common shares at $0.0005 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
February 19, 2016	17,430	10,000	7,430	February 19, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan (8)
February 19, 2016	18,570	10,000	8,570	February 19, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Ron Henthorn	Loan
February 19, 2016	9,286	5,000	4,286	February 19, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Ron Henthorn	Loan
March 16, 2016	8,925	5,000	3,925	June 16, 2016	Indebtedness convertible to common shares at $0.0025 per Share	John & Darlene Steciw	Loan
March 18, 2016	8,245	5,000	3,245	March 18, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Jean Thrower	Loan (9)
March 18, 2016	8,897	5,000	3,897	March 18, 2017	Indebtedness convertible to common shares at $0.0005 per Share	Shari Ackerman	Loan
March 18, 2016	8,897	5,000	3,897	March 18, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Scott Weedman	Loan
March 21, 2016	9,220	5,000	4,220	March 21, 2017	Indebtedness convertible to common shares at $0.0005 per Share	Shari Ackerman	Loan
March 21, 2016	9,220	5,000	4,220	March 21, 2017	Indebtedness convertible to common shares at $0.0005 per Share	John & Darlene Steciw	Loan
March 29, 2016	18,374	10,000	8,374	March 29, 2017	Indebtedness convertible to common shares at $0.0005 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan

April 25, 2016	7,524	8,000	3,524	April 25, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan (10)
May 2, 2016	1,030	480	420	May 2, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Florence Montgomery	Loan
May 26, 2016	9,174	5,000	4,174	May 26, 2017	Indebtedness convertible to common shares at $0.0005 per Share	Supplier Development Systems, LLC (Jean Thrower, has voting and investment control)	Loan
May 26, 2016	17,097	9,000	8,097	May 26, 2017	Indebtedness convertible to common shares at $0.0005 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
June 6, 2016	4,744	2,500	2,244	June 6, 2017	Indebtedness convertible to common shares at $0.0005 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
June 6, 2016	4,744	2,500	2,244	June 6, 2017	Indebtedness convertible to common shares at $0.0005 per Share	Jean Thrower	Loan
June 16, 2016	28,358	15,000	13,358	June 16, 2017	Indebtedness convertible to common shares at $0.0005 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
July 12, 2016	8,959	5,000	3,959	July 11, 2017	Indebtedness convertible to common shares at $0.005 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
July 19, 2016	1,651	1,200	451	July 19, 2017	Indebtedness convertible to common shares at $0.005 per Share	Florence Montgomery	Loan
July 29, 2016	4,676	2,500	2,176	July 29, 2017	Indebtedness convertible to common shares at $0.005 per Share	Jean Thrower	Loan
August 5, 2016	12,850	7,000	5,850	August 5, 2017	Indebtedness convertible to common shares at $0.005 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan

September 15, 2016	3,534	2,000	1,534	September 15, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
September 15, 2016	5,298	3,000	2,298	September 14, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
October 3, 2016	7,034	4,000	3,034	October 3, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
October 7, 2016	4,397	2,500	1,897	October 7, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
October 17, 2016	43,802	25,000	18,802	October 16, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
November 10, 2016	4,336	2,500	1,861	November 9, 2017	Indebtedness convertible to common shares at $0.00025 per Share	Will & Victoria Provost	Loan
November 16, 2016	43,481	25,000	18,481	November 15, 2017	Indebtedness convertible to common shares at $0.0005 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
March 31, 2017	5,236	4,250	986	March 30, 2018	Indebtedness convertible to common shares at $0.005 per Share	Florence Montgomery	Loan
April 24, 2017	872	500	372	April 23, 2018	Indebtedness convertible to common shares at $0.005 per Share	Florence Montgomery	Loan
May 1, 2017	1,747	1,000	747	April 30, 2018	Indebtedness convertible to common shares at $0.005 per Share	Florence Montgomery	Loan
May 10, 2017	3,329	2,000	1,329	May 11, 2018	Indebtedness convertible to common shares at $0.0025 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
May 17, 2017	870	500	370	May 16, 2018	Indebtedness convertible to common shares at $0.005 per Share	Florence Montgomery	Loan

June 1, 2017	2,600	1,500	1,100	May 31, 2018	Indebtedness convertible to common shares at $0.0025 per Share	Florence Montgomery	Loan
June 14, 2017	572	5,000	572	June 13, 2018	Indebtedness convertible to common shares at $0.0025 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan (11)
June 29, 2017	3,011	1,750	1,261	June 28, 2018	Indebtedness convertible to common shares at $0.0025 per Share	T. Scott Steciw	Loan
July 5, 2017	1,128	2,000	1,128	July 4, 2018	Indebtedness convertible to common shares at $0.005 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan (12)
July 13, 2017	1,713	1,000	713	July 12, 2018	Indebtedness convertible to common shares at $0.005 per Share	Ron Henthorn	Loan
July 18, 2017	2,226	1,300	926	July 17, 2018	Indebtedness convertible to common shares at $0.005 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan
August 8, 2017	979	2,000	979	August 7, 2018	Indebtedness convertible to common shares at $0.005 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan (13)
August 23, 2017	3,589	8,700	3,589	August 22, 2018	Indebtedness convertible to common shares at $0.005 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan (14)
August 24, 2017	10,118	6,250	3,868	August 23, 2018	Indebtedness convertible to common shares at $0.005 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
September 7, 2017	16,126	10,000	6,126	September 6, 2018	Indebtedness convertible to common shares at $0.005 per Share	Scott Weedman	Loan
September 28, 2017	10,053	6,250	3,803	September 27, 2018	Indebtedness convertible to common shares at $0.005 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
November 5, 2017	7,924	5,000	2,924	November 4, 2018	Indebtedness convertible to common shares at $0.01 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan

December 20, 2017	6,854	4,250	2,604	December 19, 2018	Indebtedness convertible to common shares at $0.005 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
January 19, 2018	7,781	5,000	2,781	January 10, 2019	Indebtedness convertible to common shares at $0.0075 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
February 8, 2018	1,313	850	463	February 8, 2019	Indebtedness convertible to common shares at $0.0075 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
March 12, 2018	3,829	2,500	1,329	March 11, 2019	Indebtedness convertible to common shares at $0.005 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
March 27, 2018	1,876	1,230	646	March 26, 2019	Indebtedness convertible to common shares at $0.005 per Share	Ron Henthorn	Loan
March 28, 2018	15,274	8,976	6,298	March 28, 2018	Indebtedness convertible to common shares at $0.01 per Share	Bold IP, PLLC (JD Houvner has voting and investment control)	Loan
April 2, 2018	3,424	2,250	1,174	April 2, 2019	Indebtedness convertible to common shares at $0.01 per Share	Baristas Coffee Company, Inc. (Barry Henthorn has voting and investment control)	Loan
May 29, 2018	5,273	9,800	1,319	May 28, 2019	Indebtedness convertible to common shares at $0.0035 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan (15)
June 22, 2018	7,735	5,200	2,535	June 21, 2019	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
July 18, 2018	7,382	5,000	2,382	July 17, 2019	Indebtedness convertible to common shares at $0.01 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
November 27, 2018	11,679	8,000	3,679	November 26, 2019	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
December 3, 2018	116,617	107,642	36,975	December 3, 2019	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Payment to acquire assets of Doyen Communications (16)

December 31, 2018	11,205	7,500	3,705	March 1, 2019	Indebtedness convertible to common shares at $0.005 per Share	Florence Montgomery	Loan
April 2, 2019	9,555	7,000	2,555	April 2, 2020	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
April 30, 2019	10,824	8,000	2,824	April 30, 2020	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
May 15, 2019	8,080	6,000	2,080	May 15, 2020	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
June 5, 2019	13,111	9,800	3,311	June 5, 2020	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
July 5, 2019	5,300	4,000	1,300	July 5, 2020	Indebtedness convertible to common shares at $0.005 per Share	Ron Henthorn	Loan
July 12, 2019	10,576	8,000	2,576	July 12, 2020	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
August 2, 2019	7,878	6,000	1,878	August 2, 2020	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
August 21, 2019	6,525	5,000	1,525	August 21, 2020	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
September 13, 2019	5,181	4,000	1,181	September 13, 2020	Indebtedness convertible to common shares at $0.005 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan
November 8, 2019	12,461	9,800	2,661	November 8, 2020	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
November 13, 2019	3,809	3,000	809	November 13, 2020	Indebtedness convertible to common shares at $0.005 per Share	Ron Henthorn	Loan

November 13, 2019	12,440	9,800	2,640	November 13, 2020	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
December 5, 2019	5,039	4,000	1,039	December 5, 2020	Indebtedness convertible to common shares at $0.005 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan
December 6, 2019	7,558	6,000	1,558	December 6, 2020	Indebtedness convertible to common shares at $0.005 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan
December 17, 2019	11,295	9,000	2,295	December 17, 2020	Indebtedness convertible to common shares at $0.0025 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
January 16, 2020	4,959	4,000	959	January 16, 2021	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
January 29, 2020	8,639	7,000	1,639	January 29, 2021	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
February 10, 2020	8,604	7,000	1,604	February 10, 2021	Indebtedness convertible to common shares at $0.0025 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
April 22, 2020	10,491	8,500	1,991	April 22, 2021	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
June 12, 2020	4,708	4,000	708	June 12, 2021	Indebtedness convertible to common shares at $0.005 per Share	Ron Henthorn	Loan
June 25, 2020	9,053	7,500	1,553	June 25, 2021	Indebtedness convertible to common shares at $0.005 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan
June 25, 2020	6,035	5,000	1,035	June 25, 2021	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
August 5, 2020	35,683	30,000	5,683	August 5, 2021	Indebtedness convertible to common shares at $0.02 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan

September 24, 2020	9,064	8,000	1,064	September 24, 2021	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
October 27, 2020	4,040	3,500	540	October 27, 2021	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
November 3, 2020	5,756	5,000	756	November 3, 2021	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
November 4, 2020	11,275	9,800	1,475	November 4, 2021	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
November 6, 2020	5,749	5,000	749	November 6, 2021	Indebtedness convertible to common shares at $0.005 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
November 18, 2020	5,724	5,000	724	November 18, 2021	Indebtedness convertible to common shares at $0.005 per Share	Ron Henthorn	Loan
November 24, 2020	2,768	2,500	268	November 24, 2021	Indebtedness convertible to common shares at $0.005 per Share	Ron Henthorn	Loan
December 15, 2020	3,295	3,000	295	December 15, 2021	Indebtedness convertible to common shares at $0.005 per Share	Ron Henthorn	Loan
January 1, 2021	1,903,182	1,700,000	203,182	January 1, 2022	Indebtedness convertible to common shares at $0.2 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
January 21, 2021	27,709	25,000	2,709	January 21, 2022	Indebtedness convertible to common shares at $0.02 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan
February 10, 2021	8,269	7,500	769	February 10, 2022	Indebtedness convertible to common shares at $0.025 per Share	Ron Henthorn	Loan
March 11, 2021	21,802	20,000	1,802	March 11, 2022	Indebtedness convertible to common shares at $0.025 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan

March 11, 2021	16,352	15,000	1,352	March 11, 2022	Indebtedness convertible to common shares at $0.025 per Share	Ron Henthorn	Loan
March 11, 2021	16,352	15,000	1,352	March 11, 2022	Indebtedness convertible to common shares at $0.025 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan
March 11, 2021	16,352	15,000	1,352	March 11, 2022	Indebtedness convertible to common shares at $0.025 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
July 16, 2021	1,057	1,000	57	July 16, 2022	Indebtedness convertible to common shares at $0.025 per Share	Prime Victor, LLC (Barry Henthorn has voting and investment control)	Loan
July 22, 2021	9,498	9,000	498	July 22, 2022	Indebtedness convertible to common shares at $0.01 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
July 26, 2021	2,108	2,000	108	July 26, 2022	Indebtedness convertible to common shares at $0.025 per Share	Prime Victor, LLC (Barry Henthorn has voting and investment control)	Loan
August 2, 2021	1,580	1,500	80	August 2, 2022	Indebtedness convertible to common shares at $0.05 per Share	Prime Victor, LLC (Barry Henthorn has voting and investment control)	Loan
August 3, 2021	526	500	26	August 3, 2022	Indebtedness convertible to common shares at $0.05 per Share	Prime Victor, LLC (Barry Henthorn has voting and investment control)	Loan
August 23, 2021	7,427	5,000	2,427	August 23, 2022	Indebtedness convertible to common shares at $0.025 per Share	Florence Montgomery	Loan
September 8, 2021	10,238	9,800	438	September 8, 2022	Indebtedness convertible to common shares at $0.025 per Share	NWBB, Inc. (Marc Hatch has voting and investment control)	Loan
September 24, 2021	10,412	10,000	412	September 24, 2022	Indebtedness convertible to common shares at $0.025 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan
September 24, 2021	10,412	10,000	412	September 24, 2022	Indebtedness convertible to common shares at $0.025 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan

October 26, 2021	19,133	18,500	633	October 26, 2022	Indebtedness convertible to common shares at $0.025 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
November 17, 2021	3,707	3,707	-	May 17, 2022	N/A	Prime Victor, LLC (Barry Henthorn has voting and investment control)	Demand Loan
November 26, 2021	15,411	15,000	411	November 26, 2022	Indebtedness convertible to common shares at $0.025 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
January 6, 2022	10,184	10,000	184	January 6, 2023	Indebtedness convertible to common shares at $0.025 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
February 10, 2022	10,107	10,000	107	February 10, 2023	Indebtedness convertible to common shares at $0.02 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
March 21, 2022	10,022	10,000	22	March 21, 2024	Indebtedness convertible to common shares at $0.007 per Share	Capital Consulting, Inc. (Mark Schaftlein has voting and investment control)	Loan
March 31, 2022	20,000	20,000	-	March 31, 2023	Indebtedness convertible to common shares at $0.007 per Share	AMJ Global Entertainment, LLC. (Art Molone has voting and investment control)	Loan

Please note the following additional details, including footnotes to the table above:

(1) At December 31, 2020, the Company discovered the note dated December 15, 2008 from Mark and Stephanie Felgenhauer, was missing the 25% default interest rate. The Company recalculated the interest on the note and posted an adjustment for $377,348 to increase accrued interest and decrease retained earnings for the missing interest from the three months ended December 31, 2009 through December 31, 2019.

(2) On April 9, 2015, noteholder converted $3,879 of principal and accrued interest into 3,879,160 unrestricted shares of the Company’s common stock at $.0010 per share to partially settle the obligation.

(3) On February 15, 2022, noteholder converted $6,184 of principal and interest into 3,091,775 unrestricted shares of the Company’s common stock at $.02 per share to partially settle the obligation.

(4) On October 11, 2016, noteholder converted $2,500 of principal into 200,000 unrestricted shares of the Company’s common stock at $.0125 per share to partially settle the obligation.

(5) On October 11, 2016, noteholder converted $2,500 of principal into 200,000 unrestricted shares of the Company’s common stock at $.0125 per share to partially settle the obligation.

(6) On October 11, 2016, noteholder converted $4,000 of principal into 320,000 unrestricted shares of the Company’s common stock at $.0125 per share to partially settle the obligation.

(7) On October 13, 2016, Company's CEO converted $62,255 of principal into 4,980,400 unrestricted shares of the Company's common stock at $.0125 per share to partially settle the obligation. On January 31, 2020, the Company paid $1,101 of interest to partially satisfy the promissory note to the Company's CEO. On November 11, 2015, Henthorn Enterprises Inc, assigned $15,000 principal of a $125,000 convertible promissory note dated September 15, 2015 to NWBB, Inc. (Marc Hatch has voting and investment control). On October 20, 2017, the noteholder converted $162 of interest into 648,000 unrestricted shares of the Company's common stock at $.00025 per share to partially settle the obligation. On September 1, 2020, the noteholder converted $3,679 of principal into 2,072,572 unrestricted shares of the Company's common stock at $.001775 per share to partially settle the obligation.

(8) On October 25, 2017, January 3, 2018, February 15, 2018, May 4, 2018 and February 5, 2019, the noteholder converted an aggregate of $1,140 of accrued interest into 4,560,000 unrestricted shares of the Company's common stock at $.00025 per share to partially settle the obligation.

(9) On August 7, 2020, the noteholder converted $976 of interest into 549,859 unrestricted shares of the Company's common stock at $.001775 per share to partially settle the obligation.

(10) On October 11, 2015, noteholder converted $1,250 of principal into 527,452 unrestricted shares of the Company's common stock at $.00025 per share to partially settle the obligation.

(11) On September 28, 2018, noteholder converted $1,319 of principal and accrued interest into 527,452 unrestricted shares of the Company's common stock at $.0025 per share to partially settle the obligation. On January 31, 2021, noteholder converted $5,000 of principal and accrued interest into 2,000,000 unrestricted shares of the Company's common stock at $.0025 per share to partially settle the obligation.

(12) On June 13, 2021, noteholder converted $2,000 of principal into 400,000 unrestricted shares of the Company's common stock at $.005 per share to partially settle the obligation.

(13) On June 13, 2021, noteholder converted $2,000 of principal into 400,000 unrestricted shares of the Company's common stock at $.005 per share to partially settle the obligation.

(14) On February 9, 2021, noteholder converted $8,700 of principal and accrued interest into 1,740,000 unrestricted shares of the Company's common stock at $.005 per share to partially settle the obligation.

(15) On March 12, 2021, noteholder converted $8,313 of principal and accrued interest into 2,375,000 unrestricted shares of the Company's common stock at $.0035 per share to partially settle the obligation.

(16) During August and October 2021, noteholder assigned $14,000 of principal to AMJ Global Entertainment, LLC. (Art Malone has voting and investment control). On August 6, 2021, the assignee converted $7,000 of principal into 1,400,000 unrestricted shares of the Company's common stock at $.005 per share to partially settle the obligation. On October 20, 2021, the assignee converted $7,000 of principal into 1,400,000 unrestricted shares of the Company's common stock at $.005 per share to partially settle the obligation. During January 2022, noteholder assigned $16,100 of principal and interest to AMJ Global Entertainment, LLC. (Art Malone has voting and investment control). On January 31, 2022, the assignee converted $16,100 of principal and interest into 3,220,000 unrestricted shares of the Company's common stock at $.005 per share to partially settle the obligation.

Debt securities, including promissory and convertible notes issued after March 31, 2022:

(1) On April 26, 2022, the Company executed and delivered a $10,000 Convertible Promissory Note to Capital Consulting, Inc. (Mark Schaftlein has voting and investment control). The Convertible Note bears interest at 8% and has a maturity date of April 26, 2024 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 10%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at the noteholder's election, into shares of the Company's common stock at an exercise price of $.007 per share.

Item 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: Rick Basse, CPA
Title: Owner of Rick Basse Consulting, PLLC
Relationship to Issuer: Accountant engaged by Company

The following financial statements described below are provided and incorporated by this reference for the most recent fiscal year or quarter:

C. Consolidated Balance Sheets;
D. Consolidated Statements of Operations;
E. Statement of Changes in Shareholders' Equity
F. Statement of Cash Flows;
G. Financial Notes; and
H. Audit letter, if audited (the Company was not Audited)

Management's Discussion and Analysis or Plan of Operation.

A. <u>Plan of Operation.</u>

For the foreseeable future, our operating plan is to assimilate the January, 2021 acquisition of Discount Ad Brokers and its media business activities into the Company and its existing business operations. The amount of revenues which may be generated from our future business operations and activities is dependent on our successful assimilation of the Discount Ad Brokers business and the period of time necessary to restore media and other business to their pre-COVID 19 pandemic levels, but there are no assurances as to the amount of future revenues which may be generated.

We will be dependent upon both the ability to conserve existing cash resources, the ability to convert barter exchange assets into cash, and the ability to obtain additional capital through equity financing and/or debt financing in an effort to provide the necessary funds and cash flow to meet our obligations on a timely basis and to operate our business in an efficient and economical manner. In the event that we are unable to conserve existing cash resources and/or obtain the additional and necessary capital, the Company may have to cease or significantly curtail our operations. This could materially impact the Company's ability to continue as a going concern for a reasonable period of time.

Liquidity and Capital Resources

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. At March 31, 2022, we have an accumulated deficit since inception of $10,053,145. We generated $387,187 revenues and a net loss of $199,544 during the three months ended March 31, 2022. Revenues for the three months ended March 31, 2022, included approximately $326,000 of cashless barter sales and approximated $43,000 from our prior acquisition of Discount Ad Brokers on January 1, 2021. These factors, among others, indicate that the Company might be unable to continue as a going concern for a reasonable period of time.

As of March 31, 2022, we had cash and marketable securities of $36,857 and working capital deficit of $4,364,958. This compares to cash and marketable securities of $25,873 and a working capital deficit of $4,286,713 at December 31, 2021.

Based on anticipated operating and administrative expenses, the Company will not have sufficient cash resources to finance its operations except for several months unless we are able to raise additional equity financing and/or debt financing in the immediate future. We have commenced, and will continue to pursue, efforts to raise additional equity financing and/or debt financing from a variety of sources and means. In addition, we will attempt to convert barter exchange assets into cash, but any conversion of barter assets is very limited and, due to discount required, results in limited cash. There are no assurances that we will be able to obtain any additional financing and, even if obtained, that such financing will be in a sufficient amount to be able to continue operations for a sufficient period until the Company is able to generate sufficient revenues and become profitable.

B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Results of Operations for the three months ended March 31, 2022 compared to the three months ended December 31, 2021:

Overview. We had revenues of $387,187 and $1,339,744 for the three months ended March 31, 2022 and 2021, respectively. There were net losses of $199,544 and $55,630 for the three months ended March 31, 2022 and 2021, respectively. The increase in net loss of $143,914 is attributable to the factors discussed below.

Revenues. We had revenues from operations of $387,187 and $1,339,744 for the three months ended March 31, 2022 and 2021, respectively. Our March 31, 2022 and 2021 revenues includes $42,970 and $1,259,321, respectively, from our acquisition of Discount Ad Brokers on January 1, 2021. The decrease sales is a result of issues transitioning to the Reeltime sales team. In addition, our cashless bartering revenues were 326,146 and $44,400. The increase in the bartering business is a result of increased organic growth of our business. Our bartering revenues consisted primarily of various bartering transactions for virtual reality (VR) and media services. Our bartering revenues were down due to disruptions in business activities and a decline in media spending arising from the COVID 19 pandemic. . Our other business was revenues of $18,057 and $36,023, respectively.

Gross Margin. Once cost of revenue and other expenses to generate revenue are considered, we had gross margins of $67,113 or 17% of revenue and $59,306 or 4% of revenue from our operations for the three months ended March 31, 2022 and 2021, respectively. Our gross margin on the $1,257,321 revenues received from our acquisition of Discount Ad Brokers business produced only a .1% or $1,793 gross margin for the three months ended March 31, 2021 due to issues in the transition period. The volume and margins on our media business (former Discount Ad Brokers) were extremely low as we transition to the Reeltime sales team.

Expenses. Our operating expenses were $294,988 and $354,302 for the three months ended March 31, 2022 and 2021, respectively. The decrease of $59,314 was primarily attributable to a decrease of approximately $64,000 from stock-based compensation primarily from reduced stock grants to our CEO and others, an approximate $5,000 decrease in depreciation and amortization expense, offset by an approximate $10,000 increase in other general and administrative expenses.

Other Income (Expense). Our total other expense was $28,331 and $239,366 for the three months ended March 31, 2022 and 2021, respectively. The $211,035 decrease in other income was attributable to an $43,355 increase in interest expense from our notes payable, primarily a result of higher debt discount interest expense from convertible debt compared to the three months ended March 31, 2021 and a $165,680 decrease in other income related to the change in market value of our marketable securities and other investment.

Capital Structure and Resources

We had total assets of $2,834,304 as of March 31, 2022, which consisted of cash of $20,417, marketable securities of $16,240, prepaid expense of $42,800 from our prepaid media credits and other prepaid transactions, barter exchange assets of $1,436,107, related party notes receivables and accrued interest of $15,975, long-term investment of $400,000, intangible assets for our virtual reality business, our patent for "Simultaneous Spherical Panorama Image and Video Capturing System", the acquisition of Discount Ad Brokers and the acquisition of Loudmouth, Inc. (net of accumulated amortization) of $189,915 and goodwill of $712,850 from our Discount Ad Brokers acquisition. At December 31 2021, we reported an impairment loss of $911,852 for a partial impairment of our Ad Discount acquisition goodwill and intangible assets, a partial impairment of our Loudmouth acquisition intangible assets and impairment of other intangible assets.

We had total liabilities of $5,896,705 as of March 31, 2022 consisting of accounts payable of $88,122, accrued expenses of $2,348,414, amount due to related parties of $7,220, notes payable of $264,990, related party notes payable of $3,707, convertible notes payable of 2,423,396 (net of debt discounts), related party convertible notes payable of $398,078 (net of debt discounts), deferred revenue of $362,570 from our bartering business and other items and long-term convertible notes payable of $208 (net of debt discounts). For further information and details for the accrued expense see Note 5 (Accrued Expenses) to the financial statements attached hereto as Exhibit A. For further information and details on convertible notes and notes payable which have been issued, see Note 6 (Notes Payable) to the financial statements attached hereto as Exhibit A and information set forth in Item 3B above.

At March 31, 2022, we had total stockholders' deficiency of $3,062,401. We have had net losses since inception and had an accumulated deficit of $10,053,145 at March 31, 2022.

For the three months ended March 31, 2022, we had net cash used in operating activities of $30,656. Net cash of $50,000 was provided by financing activities for the three months ended March 31, 2022 from convertible notes payable issued to third parties of $50,000.

PART B BUSINESS INFORMATION

Item 5. Issuer's Business, Products and Services.

A. <u>Summary of the Issuer's Business Operations.</u>

Current Operations

On February 19, 2022, the Company signed an Engagement Agreement with a consultant to assist in preparation of a Form S-1 Registration Statement to be filed with the US Securities and Exchange Commission later in 2022. In connection with preparing and filing a Form S-1 Registration Statement, a PCAOB auditing firm will need to prepare necessary audited financial statements for inclusion in our Form S-1 Registration Statement. There is no assurances that we will be able to prepare and file a Form S-1 Registration Statement or complete an audit by a PCAOB auditing firm due to, among other factors, the substantial costs and expenses which must be paid in pursuing a public offering of our securities.

In 2014, ReelTime Rentals, Inc. ("ReelTime" or the "Company") shifted its focus and core business and formed strategic alliances and partnerships with various individuals in the media space with the intent and objective to develop specific technologies and entertainment-based products. Also, ReelTime takes a broad view of current advertising, marketing and public relations trends, video and broadcast media which allows ReelTime to focus upon, and identify, existing or emerging opportunities within the media and entertainment space which it can include in its suite of products and/or services. In addition, ReelTime's expertise and exposure enables it to assist individuals and entities to capitalize upon, and maximize the benefits from, when they are suddenly thrust into, or receive, public attention and/or media exposure from, among other things, being featured on a TV show, an impactful event, viral social media or other types of media exposure.

In furtherance of its business, ReelTime seeks to establish, and participate in, strategic alliances. Among its strategic alliances, ReelTime established the ReelTime Media Group which uses the collaborative efforts of various media experts ranging from Emmy award winning producers, media distribution companies, marketing, and social media influencers. Another similar collaborative arrangement is ReelTime Media Partners which has produced television pilots and shows which aired on WeTV and Special Features that have aired on CNBC. They also produced numerous television marketing spots and commercials which have aired nationally across many media distribution platforms.

ReelTime operates three distinct operational divisions each producing revenue streams which contribute to and provide quarterly revenues.

<u>The Media division.</u> The ReelTime Media brand was established in 2017 initially to monetize the ability to connect advertisers with the nation's major media properties with excess advertising capacity which has expanded to that of a traditional advertising agency model providing production, media planning and placement services to national, regional and local advertising clients.

ReelTime has built a significant inventory of advertising placement opportunities now totaling approximately $1,436,107 as of March 31, 2022. The Company's business model is to purchase incomplete advertising impressions with barter assets and sell completed advertising for barter assets or cash. The Company achieved revenues of $326,146 from 32 transactions ranging from $900 to $120,000 each, for the three months ended March 31, 2022 and achieved revenues of $44,400 from 20 transactions ranging from $750 to $9,000 each, for the three months ended March 31, 2021. The cost of revenues amounted to approximately 47% to 84% of the gross revenues for the three months ended March 31, 2022 and 2021. During the three months ended March 31, 2022, the recognized revenue from 11 transactions was $109,000 per month. The ability to monetize this pre-paid inventory balance is anticipated to produce a significant increase in sales and profits in 2022 and thereafter.

During the period from 2018 through 2022, as noted in its financial statements, ReelTime has participated in various barter transactions involving media advertising availability and placement activity with favorable financial results. A large portion of these barter transactions occurred through the iTrade Pay barter exchange. ReelTime intends to continue using various barter exchanges for a signification portion of its advertising/media placement activities in the future.

Acquisition of Discount Ad Brokers.

On January 1, 2021, the Company acquired Discount Ad Brokers, a 15-year-old media company operating within a unique niche of the advertising industry, which was owned by NWBB, Inc. In exchange for this acquisition, the Company issued and delivered a $1,700,000 convertible promissory note which bears 8% interest, has a maturity date of January 1, 2022 and may be converted, at the option of the holder, into shares of the Company's common stock at an exercise price of $.20 per share.

Discount Ad Brokers focuses on providing clients top tier placements at pricing levels at or below remnant inventory rate structures through a unique inventory acquisition model utilizing contracted capacity buys and aggressive bulk inventory-based contracts with major US media properties. Discount Ad Brokers has consistently been the agency of choice for discount media placements for notable marquis clients such as Hooters, Hard Rock Resorts International, Toys for Tots, Tony Robins, Glucose Health, SeaWorld, and numerous national brands within the hospitality, finance and As Seen On TV sectors generating over 30 million dollars in revenues from these accounts, which will be maintained in accordance with the agreement.

Discount Ad Brokers will maintain the majority of its current staff with operations expected to move from their current location in Washougal, Washington to the Company's current facilities whereby operations will be consolidated and combined with the Company's sales, support and production staff with the objective and intent to increase sales and overall capabilities of the combined operations. Currently, operations still occur both in Washougal, Washington and in Bothell, Washington. The primary difficulty in consolidation efforts has been due to delays in Discounts' primary sales directors moving near Bothell due to previous Covid concerns and a lack of suitable housing inventory. Other issues have been difficulty in transferring some legacy grandfathered DAB relationships into the Company name.

Annual gross billings of Discount Ad Broker ("DAB") during 2018, 2019 and 2020 averaged over $20 million per year resulting in net placement revenues averaging $2.6 million per year. Net revenues had historically risen from, $4.2 million in 2018, to $5.1 million in 2019, but declined to approximately $1.1 million in 2020 due to an elimination of ads from restaurant and travel clients during the COVID 19 pandemic that historically had been a large percentage of its mainstay business. This has begun to shift and may exceed past performance once restrictions on travel and dining are lifted which has commenced and is expected to continue throughout 2022. We believe that there is pent-up demand for travel and restaurant advertising driven from both an industry and a consumer demand standpoint. For the three months ended March 31, 2022, we generated revenues of approximately $43,000 and a gross margin of 20% from our Media business (former DAB business). We expect to generate revenues of $700,000 for the twelve months ended December 31, 2022, however, since volume and margins on our media business have been below expectations as we transitioned to the Reeltime sales team, there are no assurances of the amount of revenues which may be generated.

Development of ReelTime TV Digital Channels

In April 2021, ReelTime launched ReelTime TV, a digital TV channel. This channel contains a combination of ReelTime Media Original programming as well as serving up other additional cutting-edge content. The channel is currently available on Roku, Amazon Fire TV, Android TV, and is expected to go live on Apple TV later this year.

Now that the technical aspects have been worked out and the channel is live, ReelTime expects that it will be able to generate revenues from advertising as an addition to other placed media.

The Virtual Reality division. This division has been in operation since 2014 and is in the business of developing, producing and distributing Virtual Reality content and technologies. ReelTime has end-to-end production, editing, and distribution capabilities for internal and external 360° Virtual Reality projects.

ReelTime continues to be actively engaged in developing and producing an end-to-end state of the art Virtual Reality suite including our two, award winning, live action series "In Front of View" and "Really Twins". ReelTime also produced "The Making of Megs McLean" available on its own proprietary mobile platform via the ReelTime VR app. All content is available as well on the Samsung Gear VR, Oculus and Vive based distribution, Veer, Vimeo, LittlStar, IGTV, YouTube and Facebook. ReelTime continues to launch its content on additional distribution portals as they emerge.

ReelTime developed and, on July 19, 2016, filed a patent application for a "Simultaneous Spherical Panorama Image and Video Capturing System" [Application no. 62364262] which has been in continued development. ReelTime anticipates that it will be able to use this technology in consumer and commercial applications. On September 1, 2020, the patent was officially issued as U.S. Patent Number 10761303.

On September 3, 2020, the Company announced that the patent application number 15,654,613 titled "Simultaneous Spherical Panorama Image and Video Capturing System" had officially been issued on September 1, 2020 as U.S. Patent Number 10,761,303. The term of the patent is 20 years and 247 days from the earliest filing date of the patent application, calculated to be March 23, 2038.

Continuation "Child Patent"

In August 2020, ReelTime filed a continuation patent or "child patent application" under the ReelTime Parent Patent and it received a Notice of Allowance from the United States Patent and Trademark Office (USPTO) for their non-provisional patent pending application covering apparatus and method claims for technology involving simultaneous capturing of 360 X 360-degree Spherical Panorama Images and Video.

The USPTO Notice regarding the application No. 15/654,613 titled “Simultaneous Spherical Panorama Image and Video Capturing System” states that “the application identified above has been examined and is allowed for issuance as a Patent.” The Final granted Patent is expected to be issued shortly following the Child Patent Application depending on the USPTO’s schedule and workload.

In August 2021, the United States Patent and Trademark Office (USPTO) notified ReelTime that the continuation patent application for its Parent Patent previously issued for the revolutionary Simultaneous Spherical Panorama Image and Video Capturing System (U.S. Patent Number 10,761,303) was ready for examination.

The Child Patent Application is intended to further broaden the scope of the claims contained in the Parent, strengthen the enforceability against identified infringements, and such claims and disclosures shall benefit from the priority date of the Parent Patent.

The Content Production division. This division developed from the production, editing and audio management elements of the Virtual Reality division and was established in 2018 to engage in developing and producing Linear TV and Radio broadcasts of editorial support programing in a paid placement model including the flagship program title of “Special Featured Product Report” and the “Health Watch Minute” which have aired on cable networks such as CNBC.

Developing a revenue stream from both the media placement activity and the production of the content piece within the content production division produces the highest gross margins of the three ReelTime divisions.

In the future, the Company anticipates that it will continue with its core media-based business activities which may thereby generate sufficient revenues to expand and utilize emerging technologies and potential opportunities which may arise. The Company also anticipates that it may have the opportunity to acquire other similar media-based businesses that can help and assist it to advance its core activities as summarized herein.

The Company experiences no existing government regulation outside of general corporation law for the states in which it operates (or will operate) and federal regulations pertinent to it as an Issuer and in the course of daily business. Management perceives no probable government regulation that would otherwise restrict the business or the plans of the Company. In that context, management believes the Company is not significantly impacted by federal, state and local environmental laws and does not have significant costs associated with compliance with such laws and regulations. The Company has one officer and makes use of consultants on an as needed basis.

Acquisition of Loudmouth Media, Inc.

On April 26, 2021, the Company acquired 100 percent ownership of Loudmouth Media, Inc. from Conservative Broadcast Media & Journalism, Inc. “LoudMouth News", became the first, longest running and only syndicated terrestrial (over the air) radio program that focused on news content relating to the marijuana industry in the USA and Canada. The acquisition price was 1,000,000 restricted shares of the Company’s common stock valued at $155,000 or $0.155 per share.

LoudMouth News began as a two-minute syndicated news program and quickly grew to a five-minute segment running as news on a variety of stations across the nation. The news format can be listened to at www.loudmouthnews.com on over 700 radio stations in the USA and 128 radio stations in Canada. In addition to being broadcast over radio, LoudMouth News was broadcast by YouTube https://www.youtube.com/channel/UCVUtl_HEsKdZ1uTlnjmgB1Q and has been available as a podcast on all Android and Apple devices.

Moving forward, as part of the expansion from radio to TV, LoudMouth will endeavor to broaden the scope of its subject content from being marijuana specific to any content that is impactful, controversial, or simply interesting and entertaining.

Material Contracts

The material contracts arising from, or applicable to, the Media Division include the following:

- On September 15, 2017, the Company entered into an agreement with NWBB, Inc. to provide $2,000,000 in pre-paid media placement opportunities and services in exchange for a $2,000,000 convertible note with the right to convert indebtedness, at conversion rate of $1 per share, into shares of the Company's common stock. NWBB, Inc. may only convert indebtedness into shares consistent with the amount of media utilized by the Company as a direct result of signed insertion orders. The media assignments may be used on television, radio, out of home, digital display and print publications including airline magazines subject to normal placement terms excluding current contracted buys and existing agency specific or media property relationships previously entered into by the Company.
- On July 15, 2018, the Company entered into a five-year agreement with NWBB, Inc. to provide products for resale and valuable marketing business assistance to the Company. NWBB, Inc. will be compensated with 5,000,000 restricted shares of the Company's common stock for each year of service. The subject shares will not be issued until the anniversary date. The shares for year one were valued at $100,000 or $.02 per share and were earned in July 2019. The shares for year two were valued at $41,500 or $.0083 per share and were earned in July 2020. On May 25, 2021, the Company and the consultant modified the agreement to reduce the number of shares to an aggregate of 5,000,000 shares from 25,000,000 shares, which represents the shares earned in July 2019 for $100,000 or $0.02 per share. During July 2021, the 5,000,000 shares were issued to the Consultant to fully satisfy the agreement.
- On October 1, 2019, the Company entered into a twenty-four-month agreement with Baristas Coffee Company, Inc, a related corporation, to provide various services including product development, social media management, website development and other services. The contract was extended on a month-to-month basis after September 30, 2021. The Company will be paid $1,000 per month. As of April 30, 2022, we are fully paid under the agreement.
- On March 1, 2020, the Company entered into a twenty-four-month agreement with Munchie Magic, Inc., a related corporation, to provide various services including product development, social media management, website development and other services. The Company will be paid $5,000 for month one, $4,000 for month two and $3,500 per month thereafter. As of April 30, 2022, we are owed $50,870 under the agreement.
- On June 17, 2020, we entered into a 10-month Production Development and Marketing Agreement with VaporBrands International, Inc. Under this agreement, we provide research and development of a product mix, website development and ongoing website development, an Ecommerce solution, a fulfillment and shipping solution, developing a marketing and promotion plan and wholesale pricing structures on creative development. We were compensated with 20,000,000 restricted shares of common stock from VaporBrands International, Inc. The shares were valued at $80,000 or $0.004.

- On December 9, 2020, the Company entered into a two-year agreement with Marc Hatch, whereby he will provide expertise as sales manager for Company's Discount AD Brokers acquisition. Mr. Hatch will be compensated with 1,000,000 restricted shares of the Company's restricted common stock for each year of service for an aggregate of 2,000,000 restricted shares. The subject shares will be earned on January 1, 2022 and January 1, 2023. At May 13, 2022, 2,000,000 of the subject shares have been earned but not issued to the Mr. Hatch. In addition, Mr. Hatch is compensated with 3.5% of the gross advertising revenues generated by Discount Ad Brokers after certain milestones are met. As of March 31, 2022, Mr. Hatch has earned $3,411 in fees from the gross advertising revenues generated by our Media Business (formerly Discount Ad Brokers).
- On January 12, 2021, the Company signed a Worldwide Exclusive Limited Perpetual Technology, Business Model and Processes Licensing Agreement with a related corporation (Munchie Magic, Inc.) for developing, implementing, and marketing various technologies, business models and processes. Under the agreement, Munchie Magic, Inc. will pay a license fee to the Company equal to $.35 per transaction (customer order).
- On August 16, 2021, Munchie Magic DBA Thai Dah, a related corporation, signed a Worldwide Exclusive Limited Perpetual Technology, Business Model and Processes Licensing Agreement with the Company for developing, implementing, and marketing various technologies, business models and processes. Under the agreement, Thai Dah will pay a license fee to the Company equal to $.35 per transaction (customer order).
- On August 16, 2021, Munchie Magic DBA Mini Bar, a related corporation, signed a Worldwide Exclusive Limited Perpetual Technology, Business Model and Processes Licensing Agreement with Company for developing, implementing, and marketing various technologies, business models and processes. Under the agreement, Mini Bar will pay a license fee to the Company equal to $.35 per transaction (customer order).
- For the four months ended April 30, 2022, the license fees for the Worldwide Exclusive Limited Perpetual Technology, Business Model and Processes Licensing Agreements for Munchie Magic, Munchie Magic - Thai Dah, and Munchie Magic DBA MiniBar Magic were $2,248. As of April 30, 2022, all license fees have been paid to the Company.

The material contracts arising from, or applicable to, the Virtual Reality division include the following:

- On September 15, 2015, the Company entered into and consummated a Bill of Sale and Assignment and Assumption Agreement (the "Agreement") with Henthorn Enterprises Inc., a Washington corporation owned by Barry Henthorn. At the time of this transaction, Mr. Henthorn was not an officer, director or an affiliate of the Company. However, Mr. Henthorn is currently the Company's CEO and a director. On March 11, 2020 the ownership of Henthorn Enterprises Inc. was transferred to Ronald Henthorn, being the father of Barry Henthorn. Ronald Henthorn is not considered an affiliate. Pursuant to the Agreement, the Company acquired all assets and assumed all the contracts of a Virtual Reality Application known as ReelTime VR, and in exchange, the Company issued a $125,000 Convertible Promissory Note. The Convertible Notes bears interest at 5% and has a maturity date of 12 months. The Convertible Note is convertible by the holder, at its election, into shares of the Company's common stock at an exercise price of $.002. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.002 to $.00025 per share.

- During August 2016, the Company entered into 4 (four) "Work for Hire Performance Agreements" with actors to co-host the Virtual Reality travel shows "In Front of View" and "Really Twins". The contracts cover two seasons for both Virtual Reality shows defined as 6 (six) episodes per season. All work must be completed by December 31, 2019. The agreement may be terminated without cause by either party upon 30-day advance notice. For each season of the "In Front View" Virtual Reality show, the two actors are compensated with 1,500,000 restricted shares for an aggregate of 3,000,000 restricted shares of the Company's common stock. The first season was completed by August 30, 2016 and the shooting on Season 2 was completed in August 2018. For the first season, the 1,500,000 restricted shares were valued at $.01 per share or $15,000. For the second season, the 1,500,000 restricted shares were valued at $.019 per share or $28,500. For each season of "Really Twins" Virtual Reality show, the two actors are compensated with 1,000,000 restricted shares for an aggregate of 2,000,000 restricted shares of the Company's common stock. The first season was completed during January 2018 and the 1,000,000 restricted shares were valued at $.0244 per share or $24,400. As of May 13, 2022, the foregoing shares had not been issued to the actors. During December 2018, the contracts for season two of the "Really Twins" was extended to December 31, 2019. On June 1, 2019, the contract was extended to June 30, 2020. During June 2020, the agreement with the Really Twins for season two was further extended until June 30, 2022 due to complications of shooting during Covid-19. The production for season two has begun and is expected to be completed by June 30, 2022. The 1,000,000 restricted shares for season two will not be earned until production is completed.
- During December 2018, the Company entered into two consulting contracts with individuals for 1,000,000 restricted shares of the Company's common stock. The shares were valued at $9,800 or $.0098 per share. At May 13, 2022, the restricted shares have been earned but not issued to the consultants.
- During January 2019, the Company entered into a consulting contract with an individual for 750,000 restricted shares of the Company's common stock. The shares were valued at $7,500 or $.01 per share. At May 13, 2022, the restricted shares have been earned but not issued to the consultants.
- During May 2019, the Company entered into a consulting contract with an individual for 750,000 restricted shares of the Company's common stock for sales services to the Company. The shares were valued at $7,200 or $.0096 per share. At May 13, 2022, 750,000 restricted shares have been earned but not issued to the consultants. In addition, the consultant will be paid a 10% commission for sales generated by the consultant and may earn an additional bonus based on margins of sales.
- During October and November 2019, the Company entered into two consulting contracts with individuals for 1,000,000 restricted shares of the Company's common stock. The shares were valued at $9,800 or $.0098 per share. At May 13, 2022, 1,000,000 restricted shares have been earned but not issued to the consultants.
- During October and November 2020, the Company entered into two consulting contracts with individuals for 1,250,000 restricted shares of the Company's common stock. The shares were valued at $117,100 or $.0937 per share. At May 13, 2022, the 1,250,000 restricted shares have been earned but not issued to the consultants.
- During March 2021, two consultants earned an aggregate of 112,500 restricted shares of the Company's common stock for service to the Company. The shares were valued at $.1026 per share or $14,920. The shares have not been issued as of May 13, 2022.
- During April 2021, a consultant earned 250,000 restricted shares of the Company's common stock for services to the Company. The shares were valued at $0.1273 per share or $31,825. The restricted shares have not been issued as of May 13, 2022.
- During October and November 2021, the Company entered into two consulting contracts with individuals for 1,250,000 restricted shares of the Company's common stock. The shares were valued at $95,300 or $0.0762 per share. At May 13, 2022, the 1,250,000 restricted shares have not been earned by the consultants.

- During January 2022, a consultant earned 500,000 restricted shares of the Company's common stock for services to the Company. The shares were valued at $0.1273 per share or $63,650. The restricted shares have not been issued as of May 13, 2022.
- During January 2022, the Company entered into a consulting contract with an individual for 1,000,000 restricted shares of the Company's common stock. The shares were valued at $38,000 or $0.038 per share. At May 13, 2022, 250,000 restricted shares have been earned and the remaining 750,000 restricted shares have not been earned by the consultant.
- During January 2022, the Company entered into a consulting contract with an individual for 750,000 restricted shares of the Company's common stock. The shares were valued at $41,700 or $0.0556 per share. At May 13, 2022, the restricted shares have not been earned by the consultant.

The material contracts arising from, or applicable to, the Content Production Division include the following:

- On March 27, 2018, the Company entered into a "Binding Letter of Agreement" with veteran detective/author John Cameron for 50% ownership rights to "It's Me Edward Wayne Edwards - The Serial Killer You Never Heard of" and the subsequent updated version "It Was Always ME! Edward Edwards - The Most Prolific Serial Killer of All Time" and or its derivatives. In exchange, the Company will issue the author 1,000,000 restricted shares of Company's common stock valued at $20,000 or $0.02 per share and provide various multimedia services to market and sell the book. These services include websites, internet accessible portals complete with e-commerce, affiliate programs, TV, Radio spots. At May 13, 2022, the restricted shares have been earned but have not yet been issued.

B. ***Describe any subsidiaries, parents or affiliated companies, if applicable, and a description of their contact information for the business, officers, directors, managers or control persons.***

The Company conducts business under the names ReelTime Media, ReelTime VR, ReelTime Partners, and simply ReelTime. In addition, the Company, as a result of its purchase of Discount Ad Brokers, uses the name "Discount Ad Brokers a ReelTime Media Company" in its correspondence to provide familiarity with Discounts' clients while introducing such clients to the ReelTime Media Brand.

All managers and control persons are identical as to those of each business name. The business designations are for product and marketing differentiation purposes.

C. ***Principal Products or Services, and Their Markets*.**

ReelTime is in the business of developing, producing, and connecting client advertising with major media properties with excess advertising capacity. In furtherance of this business, ReelTime has participated in various barter transactions involving media advertising availability and placement. Also, based on its acquisition of Discount Ad Brokers ("DAB") in early 2021 and ongoing consolidation of DAB into its operations, ReelTime can provide clients with top tier advertising placements, through a unique remnant inventory acquisition model, with major US media properties. For additional information about our Media Division, see Item 5A above.

In addition to traditional media production and mainstream media outlets, ReelTime is a leader in Virtual Reality Content and technologies. We have end-to-end production, editing, and distribution capabilities for internal and external projects. ReelTime currently produces three ongoing series for the Samsung Gear VR platform and distributes them over numerous VR delivery portals including Gear VR, Oculas, Veer VR, HTC Vive, YouTube 360, Facebook, and others.

ReelTime Media also publishes the book "It Was Always Me – Edward Edwards - The Most Prolific Serial Killer of All Time" which has been the subject of a cover story on People Magazine, Rolling Stone, In Touch, and a six-part series on Paramount network, www.itwasalwaysme.com.

Item 6. Issuer's Facilities.

Description of Corporate Offices

The Company's corporate office is located at 2926 184th Place S.W. Bothell, Washington 98012. We believe that our current facilities are adequate for our corporate office and if additional facilities are required, that we could obtain them at commercially reasonable prices. Much of the work performed in the operation and development of ReelTime Media and Virtual Reality technologies is now done remotely. This reliance on remote work environment was enhanced because of Covid restrictions and, at this time, fewer physical facilities are required.

PART C MANAGEMENT STRUCTURE AND FINANCIAL INFORMATION

Item 7. Officers, Directors and Control Persons.

The table below provides information regarding any person or entity owning 5% of more of any class of the Company's equity securities as of May 13, 2022, as well as any officer, and any director of the Company, regardless of the number of shares owned. Also, if any listed person are corporate shareholders or entities, information is provided as to the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation of entity in the Note section.

Name of Officer/Director and Control Person	Affiliation with Company (e.g., Officer/Director/Owner of more than 5%)	Residential Address (City/State only)	Number of Shares owned	Share type/class	Ownership Percentage of Class Outstanding (1)	Note
Barry Henthorn	Chief Executive Officer, President, Chief Technology Officer, Chief Financial Officer, Secretary and Director	Bothell, Washington	7,794,378(2)(3)	Common	9.1%	
NWBB, Inc.	5%+ owner	Washougal, Washington	5,100,000	Common	5.9%	March Hatch has voting and investment control
Mark Sorenson	5%+ owner	Vancouver, BC	60,000	Preferred Stock	100.0%	

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

(1) As of May 13, 2022, there were 85,852,256 shares of common stock and 60,000 shares of preferred stock shares issued and outstanding.

(2) At June 30, 2021, Mr. Henthorn shares were reduced by 2,222,222 shares of the Company's common stock transferred pursuant to a legal settlement with his ex-wife.

(3) Number of shares does not reflect additional shares earned but not yet issued as noted in footnote (19) to table in Item 3A above.

Item 8. Legal/Disciplinary History.

A. At no time have any of the persons listed above, in the past 10 years, been subject to any of the following:

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

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;

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

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.

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incident 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 proceeding known to be contemplated by governmental authorities.

NONE

Item 9. Third Party Providers

1. Securities Counsel: Patrick J. Russell, Esq.
Allen Vellone Wolf Helfrich & Factor, P.C.
1600 Stout Street, Suite 1900
Denver, Colorado 80202
Phone no.: (303) 534-4499
Email: prussell@allen-vellone.com

2. Accountant: Rick Basse, CPA
Rick Basse Consulting, PLLC
244 Majestic Oak Drive
New Braunfels, Texas 78132
Phone no.: (210) 347-0374
Email: rick.basse@gmail.com

3. Investor Relations Consultant: None

Other Service Providers:

The name(s) of other service provider(s), including counsel, advisor(s) or consultant(s) that assisted, advised, prepared or provided information with respect to this disclosure statement, or provided assistance or services to the Company during the Reporting Period are as follows:

Name: Marc Hatch
Firm: NWBB, Inc.
Nature of Services: Consulting and Advisory Services for operations.
Address: P.O. Box 430, Washougal, WA 98671
Phone: (360)818-9318 Ext. 700
Email: marc@nwbbi.com

Name: Joshua Willeart
Firm:
Nature of Services: Production of marketing materials.
Address: 3814 237th Pl. SW Brier WA 98036
Phone: (507)317-7671
Email: joshwillaert@hotmail.com

Name: Lucas Kostenko
Firm:
Nature of Services: Technical and web development.
Address: 19210 2nd Ave SE Bothell WA 98012
Phone: (425)205-9999
Email: kirby317@gmail.com

Name: Laura Alvarez
Firm:
Nature of Services: Technology services related to video and audio editing, production, design and research.
Address: 3814 237th PL SW Brier, WA, 98036
Phone: (360)932-0435
Email: laura@reeltime.com

Item 10. Issuer's Certifications.

I, Barry Henthorn, as President and CEO, certify that:

1. I have reviewed this Quarterly Report of ReelTime Rentals, Inc.

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 restated financial statement, 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.

Dated: May 13, 2022

REELTIME RENTALS, INC.

By /s/ Barry Henthorn
Barry Henthorn, President,
Chief Executive Officer and Chief Financial Officer

Exhibit A

REELTIME RENTALS INC.
2926 184th PL SE
Bothell, WA 98012

Financial Statements and Notes
For the Three months ended March 31, 2022 and 2021

REELTIME RENTALS, INC.

Consolidated Balance Sheets (Unaudited)

	March 31, 2022	December 31, 2021 Restated
Assets		
Current assets:		
Cash	$ 20,417	$ 1,073
Marketable securities	16,240	24,800
Prepaid expenses	42,800	43,750
Barter exchange	1,436,107	1,143,130
Notes receivable - related parties	15,975	15,699
Total current assets	1,531,539	1,228,452
Other assets		
Investment	400,000	202,000
Property and equipment, net of a accumulated depreciation	-	25
Intangible assets, net of accumulative amortization of $162,470 and $147,975 at March 31, 2022 and December 31, 2021, respectively	189,915	204,410
Goodwill	712,850	712,850
Total other assets	1,302,765	1,119,285
Total Assets	$ 2,834,304	$ 2,347,737
Liabilities and Stockholders' Deficiency		
Current liabilities:		
Accounts payable	$ 88,122	$ 92,215
Accrued expenses	2,348,414	2,244,290
Due to related parties	7,220	5,254
Notes payable	264,990	264,990
Related party notes payable	3,707	3,707
Convertible notes payable, net of discount of $76,668 and $75,296 at March 31, 2022 and December 31, 2021, respectively	2,423,396	2,401,258
Related party convertible notes payable, net of discount of $1,522 and $2,695 at March 31, 2022 and December 31, 2021, respectively	398,078	396,905
Deferred Revenue	362,570	106,546
Total current liabilities	5,896,497	5,515,165
Long term liabilities:		
Convertible notes, net of discount of $9,792 and $-0- at March 31, 2022 and December 31, 2021, respectively	208	-
Total long term liabilities	208	-
Total liabilities	5,896,705	5,515,165
Commitments and contingencies	-	-
Stockholders' Deficiency:		
Preferred stock, $0 par value; 50,000,000 shares authorized, 60,000 Preferred stock shares issued and outstanding as of March 31, 2022 and December 31, 2021	30,000	30,000
Common stock, $0 par value, 650,000,000 shares authorized, 78,298,066 and 71,986,291 issued and outstanding as of at March 31, 2022 and December 31, 2021, respectively	4,553,191	4,530,907
Additional paid-in capital	1,466,424	1,416,474
Stock to be issued	941,129	708,792
Accumulated deficit	(10,053,145)	(9,853,601)
Total stockholders' deficiency	(3,062,401)	(3,167,428)
Total Liabilities and Stockholders' Deficiency	$ 2,834,304	$ 2,347,737

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

REELTIME RENTALS, INC.

Consolidated Statements of Operations (unaudited)

	For Three Months Ended	
	March 31, 2022	March 31, 2021
		Restated
Revenue	$ 387,173	$ 1,339,744
Cost of Revenue	320,060	1,280,438
Gross margin	67,113	59,306
Operating expenses:		
Stock based compensation	$ 219,325	$ 283,555
General and administrative expenses	61,143	51,098
Depreciation and amortization expense	14,520	19,649
Total operating expenses	294,988	354,302
Net operating income (loss)	(227,875)	(294,996)
Other income (expense):		
Other income (expense)	189,440	355,120
Interest income	276	276
Interest expense	(161,385)	(116,030)
Total other income (expense)	28,331	239,366
Net income (loss)	$ (199,544)	$ (55,630)
Basic income (loss) per share	$ (0.003)	$ (0.001)
Weighted average number of common shares outstanding - basic	75,537,159	51,229,645

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

REELTIME RENTALS, INC.
Statement of Changes in Stockholders' Deficiency (Unaudited)
As of March 31, 2022 and 2021

	Common Stock		Preferred Stock		Additional			Total
	Shares	Amount	Shares	Amount	Paid-In Capital	Common Stock To Be Issued	Accumulated Deficit	Stockholders' Deficiency
For the three months ended March 31, 2021								
Balance at December 31, 2020 (Restated)	47,605,729	$ 4,205,021	60,000	$ 30,000	$ 1,236,674	$ 414,318	$ (7,875,785)	$ (1,989,772)
Conversion of notes payable into shares of common stock	7,115,685	24,014	-	-	-	-	-	24,014
Stock based compensation	-	-	-	-	-	173,705	-	173,705
Discount on shares issued for notes payable	-	-	-	-	97,500	-	-	97,500
Net income	-	-	-	-	-	-	(55,630)	(55,630)
Balance at March 31, 2021 (Restated)	54,721,414	$ 4,229,035	60,000	$ 30,000	$ 1,334,174	$ 588,023	$ (7,931,415)	$ (1,750,183)
For the three months ended March 31, 2022								
Balance at December 31, 2021	71,986,291	$ 4,530,907	60,000	$ 30,000	$ 1,416,474	$ 708,792	$ (9,853,601)	$ (3,167,428)
Conversion of notes payable into shares of common stock	6,311,775	22,284	-	-	-	-	-	22,284
Stock based compensation	-	-	-	-	-	232,337	-	232,337
Discount on shares issued for notes payable	-	-	-	-	49,950	-	-	49,950
Net income	-	-	-	-	-	-	(199,544)	(199,544)
Balance at March 31, 2022	78,298,066	$ 4,553,191	60,000	$ 30,000	$ 1,466,424	$ 941,129	$ (10,053,145)	$ (3,062,401)

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

REELTIME RENTALS, INC.

Statements of Cash Flow (Unaudited)

	For Three Months Ended March 31, 2022	For Three Months Ended March 31, 2021 Restated
Cash flows from operating activities:		
Net Income (loss)	$ (199,544)	$ (55,630)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization expense	14,520	19,649
Stock based compensation	219,325	283,556
Non-cash interest	161,109	116,254
Unrealized (gain) loss on marketable securities	(189,440)	(355,120)
Changes in operating assets and liabilities:		
Prepaid expense	950	(25,193)
Barter exchange (Note 10)	(292,977)	(40,812)
Accounts payable	(4,094)	486,706
Accrued expenses and other current liabilities	1,505	(1,000)
Due to related party	1,966	5,200
Deferred Revenue	256,024	12,200
Net cash used in operating activities	(30,656)	445,810
Cash flows from financing activities		
Proceeds from convertible notes payable	40,000	97,500
Proceeds from long term convertible notes payable	10,000	-
Net cash provided by financing activities	50,000	97,500
Net increase (decrease) in cash	19,344	543,310
Cash - beginning of the year	1,073	5,399
Cash - end of the period	$ 20,417	$ 548,709
Supplemental disclosures:		
Interest paid	$ -	$ 500
Taxes paid	$ -	$ -
Supplemental disclosure for non-cash financing activities:		
Discount on convertible notes payable	$ 49,950	$ 123,776
Conversion of notes payable and accrued interest to common stock	$ 22,284	$ 11,271

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

NOTE 1 – ORGANIZATION AND BASIS OF PRESENTATION BASIS

Nature of organization & business

i) Organization

ReelTime headquartered in Bothell, Washington was incorporated on June 24, 2004, under the laws of the State of Washington.

ii) Business

In 2014, ReelTime Rentals, Inc. ("ReelTime" or the "Company") shifted its focus and core business and formed strategic alliances and partnerships with various individuals in the media space with the intent and objective to develop specific technologies and entertainment-based products. Also, ReelTime takes a broad view of current advertising, marketing and public relations trends, video and broadcast media which allows ReelTime to focus upon, and identify, existing or emerging opportunities within the media and entertainment space which it can include in its suite of products and/or services. In addition, ReelTime expertise and exposure enables it to assist individuals and entities to capitalize upon, and maximize the benefits from, when they are suddenly thrust into, or receive, public attention and/or media exposure from, among other things, being featured on a TV show, an impactful event, viral social media or other types of media exposure.

In furtherance of its business, ReelTime seeks to establish, and participate, in strategic alliances. Among its strategic alliances, ReelTime established the ReelTime Media Group which uses the collaborative efforts of various media experts ranging from Emmy award winning producers, media distribution companies, marketing, and social media influencers. Another similar collaborative arrangement is ReelTime Media Partners which has produced television pilots and shows which aired on WeTV and Special Features that have aired on CNBC. They also produced numerous television marketing spots and commercials which have aired nationally across many media distribution platforms.

ReelTime Media group operates three distinct operational divisions each producing revenue streams which provide the corporate quarterly revenues.

On January 1, 2021, the Company acquired Discount Ad Brokers, a 15-year-old media company operating in the advertising industry, which was owned by NWBB, Inc. Discount Ad Brokers focuses on providing clients top tier placements at pricing levels at or below remnant inventory rate structures through an inventory acquisition model utilizing contracted capacity buys and bulk inventory-based contracts with major US media properties. In 2019, this business generated annual revenues in excess of $5,000,000.

On April 26, 2021, the Company acquired 100 percent ownership of Loudmouth Media, Inc. from Conservative Broadcast Media & Journalism, Inc. "LoudMouth News", became the first, longest running and only syndicated terrestrial (over the air) radio program that focused on the news relating to the marijuana industry in the USA and Canada. The acquisition price was 1,000,000 restricted shares of the Company's common stock valued at $155,000 or $0.155 per share.

The Virtual Reality division in operation since 2014 and is in the business of developing, producing and distributing Virtual Reality content and technologies. ReelTime has end-to-end production, editing, and distribution capabilities for internal and external 360° Virtual Reality projects.

ReelTime continues to be actively engaged in developing and producing an end-to-end state of the art Virtual Reality suite including our two, award winning, live action series "In Front of View" and "Really Twins". ReelTime also produced "The Making of Megs McLean" available on its own proprietary mobile platform via the ReelTime VR app. All content is available as well on the Samsung Gear VR, Oculus and Vive based distribution, Veer, Vimeo, LittlStar, IGTV, YouTube and Facebook. ReelTime continues to launch its content on additional distribution portals as they emerge.

ReelTime developed and, on July 19, 2016, filed a patent application for a "Simultaneous Spherical Panorama Image and Video Capturing System" [Application no. 62364262] which has been in continued development. ReelTime anticipates that it will be able to use this technology in consumer and commercial applications. On September 1, 2020, the patent was officially issued as U.S. Patent Number 10761303.

The Media division The ReelTime Media brand was established in 2017 initially to monetize the ability to connect advertisers with the nation's major media properties with excess advertising capacity which has expanded to that of a traditional advertising agency model providing production, media planning and placement services to national, regional and local advertising clients.

During the period from 2018 through 2020, as noted in its financial statements, ReelTime has participated in various barter transactions involving media advertising availability and placement activity with favorable financial results. A large portion of these barter transactions occurred through the iTrade Pay barter exchange. ReelTime intends to continue using various barter exchanges for a signification portion of its advertising/media placement activities in the future.

The Content Production division developed from the production, editing and audio management elements of the VR division which was established in 2018 to engage in developing and producing Linear TV and Radio broadcasts of editorial support programing in a paid placement model including the flagship program title of "Special Featured Product Report" and the "Health Watch Minute" which aired on cable networks such as CNBC.

Developing a revenue stream from both the media placement activity and the production of the content piece within the content production division produces the highest gross margins of the three ReelTime divisions.

In the future, the Company anticipates that it will continue with its core media-based business activities which may thereby generate sufficient revenues to expand and utilize emerging technologies and potential opportunities which may arise. The Company also anticipates that it may have the opportunity to acquire other similar media-based businesses that can help and assist it to advance its core activities as summarized herein.

The Company experiences no existing government regulation outside of general corporation law for the states in which it operates (or will operate) and federal regulations pertinent to it as an Issuer and in the course of daily business. Management perceives no probable government regulation that would otherwise restrict the business or the plans of the Company. In that context, management believes the Company is not significantly impacted by federal, state and local environmental laws and does not have significant costs associated with compliance with such laws and regulations. The Company has one officer and makes use of consultants on an as needed basis.

Basis of Presentation

The Company generated its first revenue in September 2006. The revenues to date are primarily associated with bartering, and the Company has accumulated a significant deficit. The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America.

Reclassifications

Certain prior year amounts have been reclassified for comparative purposes to conform to the current-year financial statement presentation. These reclassifications had no effect on previously reported results of operations. In addition, certain prior year amounts from the restated amounts have been reclassified for consistency with the current period presentation.

Use of Estimates

In preparing financial statements, management makes estimates and assumptions that affect the reported amounts of assets and liabilities in the balance sheet and revenue and expenses in the statement of expenses. Actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid investments purchased with an original maturity of years or less to be cash equivalents. The cash balance was $20,417 and $1,073 at March 31, 2022 and December 31, 2021, respectively.

Marketable Securities

Marketable securities with determinable fair value are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Equity securities are valued at closing price at the end of the current period. The Company reported a gain (loss) on marketable securities of $189,440 and $355,120 for the three months ended March 31, 2022 and 2021, respectively.

Prepaid Expenses

The Company considers all items incurred for future services to be prepaid expenses.

Prepaid expenses consist of the following:

		March 31, 2022		December 31, 2021
Barter assets	$	5,000	$	5,000
Media credit		24,000		24,000
PCAOB audit fees		10,000		10,000
Other		3,800		4,750
	$	42,800	$	43,750

Concentrations of Risk

Cash and cash equivalents deposited with financial institutions are insured by the Federal Deposit Insurance Corporation ("FDIC"). The Company did not hold cash in excess of FDIC insurance coverage at a financial institution as of March 31, 2022.

Property and equipment

Property and equipment are recorded at cost and depreciated on the straight-line method over the estimated useful lives. Expenditures for normal repairs and maintenance are charged to expense as incurred. The cost and related accumulated depreciation of assets sold or otherwise disposed of are removed from the accounts, and any gain or loss is included in operations.

Capitalization

Only assets with a cost over $5,000 and a useful life of over 1 year are capitalized. All other costs are expensed in the period incurred.

Goodwill

We test goodwill for impairment on an annual basis, or more frequently if circumstances, such as material deterioration in performance, indicate reporting unit carrying values may exceed their fair values. When evaluating goodwill for impairment, we may first perform a qualitative assessment to determine if the fair value of the reporting unit is more likely than not greater than its carrying amount. If we do not perform a qualitative assessment or if the fair value of the reporting unit is not more likely than not greater than its carrying amount, we calculate the implied estimated fair value of the reporting unit. If the carrying amount of goodwill exceeds the implied estimated fair value, an impairment charge to current operations is recorded to reduce the carrying value to the implied estimated fair value. The Company performed a goodwill impairment test at December 31, 2021 and determined an impairment loss of $712,850 for our January 1, 2021 acquisition of Discount Ad Brokers to adjust the asset to fair value.

Valuation of Long-Lived and Intangible Assets

We assess the impairment of long-lived and intangible assets periodically, or at least annually, and whenever events or changes in circumstances indicate that the carrying value may not be recoverable. Factors considered important, which could trigger an impairment review, include the following: significant underperformance relative to historical or projected future cash flows; significant changes in the manner of use of the assets or the strategy of the overall business; and significant negative industry trends. When management determines that the carrying value of long-lived and intangible assets may not be recoverable, impairment is measured as the excess of the assets' carrying value over the estimated fair value. At December 31, 2021, the Company performed an impairment analysis of the Company intangible asset and determined a $199,002 impairment loss was necessary to adjust the intangible assets acquired from Doyen Communications, Discount Ad Brokers and Loudmouth Media to fair value.

Derivative Financial Instruments

The Company does not use derivative instruments to hedge exposures to cash flow, market, or foreign currency risks. The Company evaluates all of its financial instruments to determine if such instruments are derivatives or contain features that qualify as embedded derivatives. For derivative financial instruments that are accounted for as liabilities, the derivative instrument is initially recorded at its fair value and is then re-valued at each reporting date, with changes in the fair value reported as charges or credits to income. For option-based derivative financial instruments, the Company uses the Binomial option-pricing model to value the derivative instruments at inception and subsequent valuation dates. The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is re-assessed at the end of each reporting period. Derivative instrument liabilities are classified in the balance sheet as current or non-current based on whether or not net-cash settlement of the derivative instrument could be required within 12 months of the balance sheet date.

Fair Value Measurements

In September 2006, the FASB issued ASC 820 (previously SFAS 157) which defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. The provisions of ASC 820 were effective January 1, 2008.

As defined in ASC 820, fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (exit price). The Company utilizes market data or assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable. The Company classifies fair value balances based on the observations of those inputs. ASC 820 establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurement).

The three levels of the fair value hierarchy defined by ASC 820 are as follows:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. Level 1 primarily consists of financial instruments such as exchange-traded derivatives, marketable securities and listed equities.

Level 2 – Pricing inputs are other than quoted prices in active markets included in level 1, which are either directly or indirectly observable as of the reported date. Level 2 includes those financial instruments that are valued using models or other valuation methodologies. These models are primarily industry-standard models that consider various assumptions, including quoted forward prices for commodities, time value, volatility factors, and current market and contractual prices for the underlying instruments, as well as other relevant economic measures. Substantially all of these assumptions are observable in the marketplace throughout the full term of the instrument, can be derived from observable data or are supported by observable levels at which transactions are executed in the marketplace. Instruments in this category generally include non-exchange-traded derivatives such as commodity swaps, interest rate swaps, options and collars.

Level 3 – Pricing inputs include significant inputs that are generally less observable from objective sources. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value.

The Company did not identify any assets or liabilities that are required to be adjusted on the balance sheet at fair value as of March 31, 2022.

Revenue Recognition

Revenue is recognized when a customer obtains control of promised goods or services and is recognized in an amount that reflects the consideration that an entity expects to receive in exchange for those goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The amount of revenue that is recorded reflects the consideration that the Company expects to receive in exchange for those goods. The Company applies the following five-step model in order to determine this amount: (i) identification of the promised goods in the contract; (ii) determination of whether the promised goods are performance obligations, including whether they are distinct in the context of the contract; (iii) measurement of the transaction price, including the constraint on variable consideration; (iv) allocation of the transaction price to the performance obligations; and (v) recognition of revenue when (or as) the Company satisfies each performance obligation.

The Company only applies the five-step model to contracts when it is probable that the entity will collect the consideration it is entitled to in exchange for the goods and service transfers to the customer. Once a contract is determined to be within the scope of ASC 606 at contract inception, the Company reviews the contract to determine which performance obligations the Company must deliver and which of these performance obligations are distinct. The Company recognizes as revenues the amount of the transaction price that is allocated to the respective performance obligation when the performance obligation is satisfied or as it is satisfied. Generally, the Company's performance obligations are transferred to customers at a point in time, typically upon delivery.

Bartering transactions represent the exchange of Company services for other services. These transactions are recorded at the estimated fair market value of the services provided or the fair value of the services received, whichever is most readily determinable. Revenue is recognized on bartering transactions and trade transactions when the services are provided. Expenses are recorded ratably over a period that estimates when the service received is utilized, or when the event occurs. Bartering transactions and trade revenues and expenses from continuing operations are included in revenue and cost of revenues, respectively.

Income taxes

The Company's policy is to provide for deferred income taxes based on the difference between the financial statement and tax bases of assets and liabilities using enacted tax rates that will be in effect when the differences are expected to reverse. The U.S. Tax Cuts and Jobs Act (TCJA) legislation reduces the U.S. federal corporate income tax rate from 35.0% to 21.0% and is effective June 22, 2018 for the Company. We did not provide any current or deferred U.S. federal income tax provision or benefit for any of the periods presented because we have experienced operating losses since inception. When it is more likely than not that a tax asset cannot be realized through future income the Company must allow for this future tax benefit. We provided a full valuation allowance on the net deferred tax asset, consisting of net operating loss carryforwards, because management has determined that it is more likely than not that we will not earn income sufficient to realize the deferred tax assets during the carryforward period.

The Company is not aware of any uncertain tax position that, if challenged, would have a material effect on the financial statements for the years ended December 31, 2021 or during the prior three years applicable under FASB ASC 740. We did not recognize any adjustment to the liability for uncertain tax position and therefore did not record any adjustment to the beginning balance of accumulated deficit on the consolidated balance sheet. All tax returns for the Company remain open for examination.

At March 31, 2022, the Company had a net operating loss ("NOL's") carry forward in the amount of $10,053,145 available to offset future taxable income. The Company established valuation allowances equal to the full amount of the deferred tax assets due to the uncertainty of the utilization of the operating losses in future periods. The Company has not filed its federal tax returns since inception and therefore, the NOL's will not be available to offset future taxable income until the tax returns are filed with the respective federal tax authorities.

Basic and diluted net income per share

Basic net loss per common share is computed using the weighted average number of common shares outstanding. Diluted earnings per share (EPS) include additional dilution from common stock equivalents, such as stock issuable pursuant to the exercise of stock options warrants and convertible notes. Common stock equivalents are not included in the computation of diluted earnings per share when the Company reports a loss because to do so would be anti-dilutive for periods presented. As of March 31, 2022, the Company has no options or warrants outstanding. At March 31, 2022, the total shares issuable upon conversion of convertible notes payable and shares issuable to consultants and Company executives would be approximately 3,476,337,000 shares of the Company's common stock.

The number of shares required to satisfy the requirements of the Company outstanding convertible instruments exceeds the number of unissued shares of the Company. The Company currently has 650,000,000 shares of common stock authorized, but that number is insufficient to meet the Company's obligations to certain individuals, officers, corporations and related corporations under the terms of our convertible promissory notes payable. Due to existing restrictions limiting the holder of a convertible note to receive, upon conversion, shares of common stock which will not exceed 4.9% of our issued and outstanding common stock, there is no imminent requirement that the number of our authorized capital stock be increases, At an appropriate time, the Company envisions seeking shareholder approval of an increase in the Company's authorized capitalization to some greater number of authorized shares, but the Company cannot provide any assurance that the Company will be able to obtain the necessary shareholder approval. If the Company fails to obtain shareholder approval for the increase in authorized capitalization, the Company may be in default under the terms of the convertible promissory notes payable. At March 31, 2022, the total shares issued and outstanding, issuable upon conversion of convertible notes payable and other shares earned but not issued would be approximately 3,554,635,000 shares of the Company's common stock which exceeded the number of unissued shares of the Company's common stock by approximately 2,904,635,000 shares.

Stock Compensation

The Company accounts for share-based compensation in accordance with the fair value recognition provisions of the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") No. 718 and No. 505. The Company issues restricted stock to employees and consultants for their services. Cost for these transactions are measured at the fair value of the equity instruments issued at the date of grant. These shares are considered fully vested and the fair market value is recognized as expense in the period granted. The Company recognized consulting expenses and a corresponding increase to additional paid-in-capital related to stock issued for services. For agreements requiring future services, the consulting expense is to be recognized ratably over the requisite service period.

The Company uses the Black-Scholes option valuation model for estimating the fair value of traded options. This option valuation model requires the input of highly subjective assumptions including the expected stock price volatility. There were no options outstanding for the three months ended March 31, 2022 and 2021.

The Company recorded stock-based compensation of $219,325 and $283,555 for the three months ended March 31, 2022 and 2021, respectively, for the virtual reality business, bartering businesses and executive compensation. .

Recent Issued Accounting Standards

In August 2020, the FASB issued ASU 2020-06**,** Debt—Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging—Contracts in Entity's Own Equity (Subtopic 815-40)—Accounting for Convertible Instruments and Contracts in an Entity's Own Equity. ASU 2020-06 reduces the number of accounting models for convertible debt instruments and convertible preferred stock. For convertible instruments with conversion features that are not required to be accounted for as derivatives under Topic 815, *Derivatives and Hedging*, or that do not result in substantial premiums accounted for as paid-in capital, the embedded conversion features no longer are separated from the host contract. ASU 2020-06 also removes certain conditions that should be considered in the derivatives scope exception evaluation under Subtopic 815-40, *Derivatives and Hedging—Contracts in Entity's Own Equity*, and clarify the scope and certain requirements under Subtopic 815-40. In addition, ASU 2020-06 improves the guidance related to the disclosures and earnings-per-share (EPS) for convertible instruments and contract in entity's own equity. ASU 2020-06 is effective for public business entities that meet the definition of a Securities and Exchange Commission (SEC) filer, excluding entities eligible to be smaller reporting companies as defined by the SEC, for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. For all other entities, the amendments are effective for fiscal years beginning after December 15, 2023, including interim periods within those fiscal years. Early adoption is permitted, but no earlier than fiscal years beginning after December 15, 2020, including interim periods within those fiscal years. The Board specified that an entity should adopt the guidance as of the beginning of its annual fiscal year. The Company is currently evaluation the impact this ASU will have on its consolidated financial statements.

Management believes recently issued accounting pronouncements will have no impact on the financial statements of the Company.

NOTE 2 - ACQUISTIONS AND INTANGIBLE ASSETS

On January 1, 2021, the Company acquired Discount Ad Brokers, a 15-year-old media company operating in the advertising industry, which was owned by NWBB, Inc. Discount Ad Brokers focuses on providing clients top tier placements at pricing levels at or below remnant inventory rate structures through an inventory acquisition model utilizing contracted capacity buys and bulk inventory-based contracts with major US media properties. The acquisition was valued at $1,700,000 and the Company issued a convertible note payable for the purchase price. The $1,700,000 convertible promissory note payable bears interest at 8% and has a maturity date of January 1, 2022. After maturity the interest rate increases to 15%. The subject Convertible Note may be converted by the holder, at his election, into shares of the Company's common stock at an exercise price of $0.20 per share.

The purchase price has been allocated to the net assets acquired based upon their estimated fair values as follows:

Inventory acquisition model	$ 180,000
Company Website	1,500
URL	5,600
Image and content library	2,200
Sales database	85,000
Goodwill	1,425,700
Total	$1,700,000

On April 26, 2021, the Company acquired 100 percent ownership of Loudmouth Media, Inc. from Conservative Broadcast Media & Journalism, Inc. “LoudMouth News", became the first, longest running and only syndicated terrestrial (over the air) radio program that focused on the news relating to the marijuana industry in the USA and Canada. The acquisition price was 1,000,000 restricted shares of the Company’s common stock valued at $155,000 or $0.155 per share.

Proforma information for the Discount Ad Brokers acquisition has not been presented as it has been deemed immaterial.

The purchase price has been allocated to the intangible assets acquired based upon their estimated fair values as follows:

Website: loudmouthnews.com	$ 15,000
Fanbase and pixel base	35,000
Video content of audio shows	20,000
Brand logo and other video/audio	35,000
Syndication Distribution Network	50,000
Total	$155,000

Proforma information for the Loudmouth acquisition has not been presented as it has been deemed immaterial.

Intangible assets

Intangibles consist of intellectual property and derivative works of $125,000 acquired in the purchase of the assets of ReelTime VR from Henthorn Enterprises Inc. on September 15, 2015. The fair value of the intellectual property derivative works was calculated using the net present value of the projected gross profit to be generated over 84 months beginning in September 2015 with annual amortization of $17,857.

In addition, intangibles of intellectual property and other assets of $78,000 acquired in the purchase of the assets of Doyen Communication from NWBB, Inc. on December 3, 2019. The fair value of the intellectual property was calculated using the net present value of the projected gross profit to be generated over 48 months beginning in December 2018 with annual amortization of $19,500. At December 31, 2021, the Company reported an impairment loss of $17,875 which wrote-off the remaining unamortized balance of the Doyen intangible assets.

In addition, on September 1, 2020, the Company’s patent application number 15/654,613, titled “Simultaneous Spherical Panorama Image and Video Capturing System”, has officially been issued as U.S. Patent Number 10/761,303. The cost of the patent was $11,985 and recorded as an intangible asset in the accompanying consolidated balance sheets. The patent will be amortized over its estimated life of 12.5 years with an annual amortization of $959.

The acquisition of Discount Ad Brokers on January 1, 2021 contained intangibles of intellectual property and other assets of $274,300. The assets will be amortized over estimated lives from one year to 10 years with an annual amortization of $38,353 for year 1. At December 31, 2021, the Company reported an impairment loss of $117,973 which wrote the remaining unamortized balance of the Discount Ad Brokers intangible assets to fair value in the accompanying statement of operations. The adjusted annual amortization is $18,427.

The intangibles assets of Loudmouth, Inc. will be amortized over estimated lives from three year to 7 years with an annual amortization of $41,476 for year 1. At December 31, 2021, the Company reported an impairment loss of $63,154 which wrote the remaining unamortized balance of the Loudmouth intangible assets to fair value in the accompanying statement of operations. The adjusted annual amortization is $20,738.

The Company recorded amortization of $14,495 and $19,167 for the three months ended March 31, 2022 and 2021, respectively.

NOTE 3 - GOING CONCERN

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. Historically, the Company has incurred material recurring losses from operations. At March 31, 2022, the Company has an accumulated deficit since inception of $10,053,145. The Company generated $387,187 revenues and a net loss of $199,544 during the three months ended March 31, 2022. In addition, the Company is experiencing a continuing operating cash flow deficiency. These factors, among others, raise substantial doubt about The Company’s ability to continue as a going concern.

The Company is relying on investor funding to maintain operations. The Company will continue to pursue additional equity financing and/or debt financing while managing cash flow in an effort to provide funds and cash flow to meet its obligations on a timely basis.

The financial statements do not contain any adjustments to reflect the possible future effects on the classification of assets or the amounts and classification of liability that may result should the Company be unable to continue as a going concern.

NOTE 4 – RELATED PARTY ACTIVITY

Notes receivable
On May 27, 2016, the Company received a $2,500 promissory note from the Company's CEO. The loan bears interest at 10% and has a maturity date of May 26, 2017. In addition, provides for a loan fee of 5%. The unpaid balance including accrued interest was $4,084 and $4,021 at March 31, 2022 and December 31, 2021, respectively. The related party is in default with the repayment terms of the note.

On May 27, 2016, the Company received a $2,500 promissory note from the Company's CFO. The loan bears interest at 10% and has a maturity date of May 26, 2017. In addition, provides for a loan fee of 5%. The unpaid balance including accrued interest was $4,084 and $4,021 at March 31, 2022 and December 31, 2021, respectively. The related party is in default with the repayment terms of the note.

On September 12, 2017, the Company received a $2,000 promissory note from a related corporation. The loan bears interest at 5% and has a maturity date of September 11, 2018. After maturity the interest rate increases to 15%. In addition, at any time, the Company may convert the note into shares of the related corporation's common stock at an exercise price of $.01 per share. The unpaid balance including accrued interest was $3,171 and $3,096 at March 31, 2022 and December 31, 2021, respectively. The related party is in default with the repayment terms of the note.

On May 29, 2018, the Company received a $2,000 promissory note from a related corporation. The loan has a 5% loan fee and a maturity date of June 29, 2018. After maturity the interest rate increases to 15%. The unpaid balance including accrued interest was $3,225 and $3,150 at March 31, 2022 and December 31, 2021, respectively. The related party is in default with the repayment terms of the note.

Executive contracts
On June 1, 2016, the Company signed a five-year Executive Employment Contracts for the Company's CEO and CFO. Each executive will be compensated with $100,000 per year base compensation with 50% bonus opportunities and milestone incentives, payable in the Company's restricted common stock and 1,000,000 restricted shares of the Company's common stock payable on each anniversary beginning June 1, 2017. The provision for a $100,000 base with 50% bonus compensation was removed in December 2016 from both employment contracts. In addition, each executive was granted 4,000,000 incentive and other shares for an aggregate of 8,000,000 shares for meeting certain Company objectives. The objectives were achieved, and executives earned the shares. During August 2018, the Company issued 5,000,000 restricted shares of the Company's common stock to the Company's CEO and CFO for an aggregate of 10,000,000 shares for their June 1, 2017 anniversary and incentive shares. The shares were valued at $114,000 or $0.0114 per share. On June 1, 2018, the executives earned 1,000,000 restricted shares of the Company's common stock for an aggregate of 2,000,000 shares for their June 1, 2018 anniversary. The shares were valued at $60,000 or $0.03 per share. On December 31, 2018, the Company's CFO resigned from the Company and ceased accruing further shares. As of March 31, 2022, these shares have not been issued to the executives. On June 1, 2019, the Company's CEO earned 1,000,000 restricted shares of the Company's common stock for his June 1, 2019 anniversary. The shares were valued at $9,400 or $0.0094 per share. As of March 31, 2022, these shares have not been issued to the executive. On June 1, 2020, the Company's CEO earned 1,000,000 restricted shares of the Company's common stock for his June 1, 2020 anniversary. The shares were valued at $9,500 or $0.0095 per share. As of March 31, 2022, these shares have not been issued to the executive. Since the CEO received a new contract as of October 1, 2020, this employment agreements dated June 1, 2015, was cancelled as of June 1, 2020.

On October 1, 2020, the Company signed a two-year Executive Employment Contracts for the Company's CEO. The CEO will receive $4,000 per month for the first five months, $6,000 a month for months six through twelve and $12,000 per month for months twelve through twenty-four. Under the agreement, the CEO's compensation was $18,000 and $50,000 for the three and three months ended March 31, 2022. In-addition, the CEO will receive 4,440,000 restricted shares of the Company's common stock for the service period from October 1, 2020 through September 30, 2022. The shares were valued at $311,080 or $0.07 per share. A total of 555,500 shares vest each 90 days after the October 1, 2020 grant date. As of March 31, 2022, the CEO has earned 3,333,000 shares valued at $233,310 or $0.07 per share. As of March 31, 2022, these shares have not been issued to the executive.

Other

On November 16, 2018, the Company advanced $1,411 to a related corporation. The advance is due on demand.

On October 1, 2019 the Company entered into a twenty-four-month agreement with Baristas Coffee Company, Inc, a related corporation, to provide various services including product development, social media management, website development and other services. The Company will be paid $1,000 per month. The contact was extended on a month-to-month basis after September 30, 2021. The Company has earned $3,000 under the contract for the three months ended March 31, 2022 and December 31, 2021.

On March 1, 2020 the Company entered into a twenty-four-month agreement with Munchie Magic, a related corporation, to provide various services including product development, social media management, website development and other services. The Company will be paid $5,000 for month one, $4,000 for month two and $3,500 per month thereafter. The Company has earned $10,500 and $10,500 under the contract for the three months ended March 31, 2022 and 2021, respectively. The balance of unpaid fees amounted to $40,370 and $34,020 at March 31, 2022 and December 31, 2021, respectively and recorded as deferred revenue in the accompanying consolidated balance sheet.

On January 12, 2021, the Company signed a Worldwide Exclusive Limited Perpetual Technology, Business Model and Processes Licensing Agreement with a related corporation (Munchie Magic) for developing, implementing, and marketing various technologies, business models and processes. Under the agreement, Munchie Magic will pay a license fee to the Company equal to $.35 per transaction (customer order).

On August 16, 2021, Munchie Magic DBA Thai Dah, a related corporation, signed a Worldwide Exclusive Limited Perpetual Technology, Business Model and Processes Licensing Agreement with the Company for developing, implementing, and marketing various technologies, business models and processes. Under the agreement, Thai Dah will pay a license fee to the Company equal to $.35 per transaction (customer order).

On August 16, 2021, Munchie Magic DBA Mini Bar, a related corporation, signed a Worldwide Exclusive Limited Perpetual Technology, Business Model and Processes Licensing Agreement with Company for developing, implementing, and marketing various technologies, business models and processes. Under the agreement, Mini Bar will pay a license fee to the Company equal to $.35 per transaction (customer order).

For the three months ended March 31, 2022 and 2021, respectively, license fees for the Worldwide Exclusive Limited Perpetual Technology, Business Model and Processes Licensing Agreements for Munchie Magic, Munchie Magic - Thai Dah, and Munchie Magic DBA MiniBar Magic of $1,770 and $834, respectively, were earned and paid by the related corporation.

The Company provided executive direction, services and other administrative support to the related corporations.

NOTE 5– ACCRUED EXPENSES

Accrued expenses consist of the following:

		March 31, 2022		December 31, 2021
Accrued Compensation	$	328,666	$	340,174
Accrued Payroll Taxes		439,292		439,292
Accrued Interest		1,580,456		1,464,824
	$	2,348,414	$	2,244,290

The accrued payroll taxes represented unpaid federal income taxes including penalty and interest through March 31, 2022 from a liability incurred during 2006 through 2008 for former employees.

NOTE 6 – NOTES PAYABLE

Notes payable: non-convertible
The Company has issued a number of notes with various maturities dates from 2007 through 2009 to unrelated parties. The unpaid balance including accrued interest was $1,022,682 and $1,008,371 at March 31, 2022 and December 31, 2021, respectively. The promissory notes are reported in notes payable in the accompanying consolidated balance sheets. The Company is in default with the repayment terms of the notes.

At March 31, 2021, the Company discovered the noted dated December 15, 2008 was missing the 25% default interest rate. The Company recalculated the interest on the note and posted an adjustment for $377,348 to increase accrued interest and decrease retained earnings for the missing interest from the year ended December 31, 2009 through the year ended December 31, 2019 in the accompanying consolidated balance sheets. The adjustment was not considered material for any single year.

Notes payable: non-convertible related party
The Company has issued non-interest bearing demand note on November 14, 2021 for $3,707. The unpaid balance was $3,707 at March 31, 2022 and December 31, 2021.

Notes payable: convertible non-related parties
The Company has issued a number of convertible notes with various maturities dates to non-related parties. The loans bear interest at 5% to 10% and have various maturity date through March 31, 2023. After maturity, the interest rate increases to 10% or 15%. In addition, at any time, the individual or corporation may convert the note into shares of the Company's common stock at various exercise prices between $0.00025 to $0.20 per share. Due to the short-term nature of these loans, they are recorded as current liabilities. The Company calculates the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the notes added during three months ended March 31, 2022 was $39,950. The debt discounts are amortized through the term of the notes. The outstanding balances including accrued interest at March 31, 2022 and December 31, 2021 was $3,051,809 and $2,938,942, respectively. The outstanding principal balance, net of debt discount at March 31, 2022 and December 31, 2021 was $2,423,396 and $2,401,258, respectively. The Company is in default with the repayment terms for majority of these convertible notes payable.

As of March 31, 2022, the conversion price of the non-related party convertible notes were fixed and determinable on the date of issuance and as such in accordance with ASC Topic 815 "*Derivatives and Hedging*" ("ASC 815"), the embedded conversion options of the note were not considered derivative liabilities. The beneficial conversion features of certain convertible notes are at a price below fair market value. The Company recorded interest expense on the debt discount of $38,588 and $21,229 for the three months ended March 31, 2022 and 2021, respectively, in the accompanying consolidated statements of operations.

Notes payable: convertible related parties
The Company has issued a number of convertible notes to related parties. The loans bear interest at 5% to 10% and have various maturity date through August 3, 2022. After maturity, the interest rate generally increases to 10% or 15%. In addition, at any time, the related party may convert the note into shares of the Company's common stock at various exercise prices between $0.00025 to $0.05 per share. Due to the short-term nature of these loans, they are recorded as current liabilities. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. There were no new convertible promissory notes during the three months ended March 31, 2022. The debt discounts are amortized through the term of the notes. The outstanding balances including accrued interest at March 31, 2022 and December 31, 2021 was $670,559 and $658,626, respectively. The outstanding principal balances, net of debt discount at March 31, 2022 and December 31, 2021 were $398,078 and $396,905, respectively. The Company is not compliant with the repayment terms the majority of these notes payable.

As of March 31, 2022, the conversion price of the related party convertible notes were fixed and determinable on the date of issuance and as such in accordance with ASC Topic 815 "*Derivatives and Hedging*" ("ASC 815"), the embedded conversion options of the notes were not considered derivative liabilities. The beneficial conversion features of certain convertible notes are at a price below fair market value. The Company recorded interest expense on the debt discounts of $1,173 and $13,450 for the three months ended March 31, 2022 and 2021, respectively, in the accompanying consolidated statements of operations.

Long Term Notes payable: convertible non-related parties
The Company has issued a $10,000 convertible note payable to non-related party. The loan bear interest at 8% and a maturity date of have various maturity date of March 21, 2024. After maturity, the interest rate increases to 15%. In addition, at any time, the individual or corporation may convert the note into shares of the Company's common stock at various exercise prices of $.007 per share. Due to the short-term nature of these loans, they are recorded as current liabilities. The Company calculates the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the notes added during three months ended March 31, 2022 was $10,000. The debt discounts are amortized through the term of the notes. The outstanding balances including accrued interest at March 31, 2022 was $10,022. The outstanding principal balance, net of debt discount at March 31, 2022 was $208.

As of March 31, 2022, the conversion price of the non-related party convertible notes were fixed and determinable on the date of issuance and as such in accordance with ASC Topic 815 "*Derivatives and Hedging*" ("ASC 815"), the embedded conversion options of the note were not considered derivative liabilities. The beneficial conversion features of certain convertible notes are at a price below fair market value. The Company recorded interest expense on the debt discount of $208 for the three months ended March 31, 2022, in the accompanying consolidated statements of operations.

NOTE7 7 – EQUITY TRANSACTIONS

The Company was established with two classes of stock, 650,000,000 shares authorized of no-par value common stock and 50,000,000 shares authorized of no-par value preferred stock.

For year ended December 31, 2018 and prior years, consultants and executives earned 4,672,859 restricted shares of the Company's common stock for services to the Company. The shares were valued at $163,650 or $0.035 per share. As of March 31, 2022, the shares have not been issued to the consultants and executives.

During January 2018, an individual converted $158 of accrued interest into 630,000 restricted shares of the Company's common stock at $0.00025 per share to partially satisfy a convertible promissory note dated June 6, 2015. As of March 31, 2022, the shares have not been issued to the individual.

During April 2019, a consultant earned 250,000 restricted shares of the Company common stock under a consulting contract for virtual reality and bartering services to the Company. The shares were valued at $2,500 or $0.01 per share. As of March 31, 2022, the shares have not been issued to the individual.

During May 2019, a consultant earned 250,000 restricted shares of the Company common stock under a consulting contract for virtual reality and bartering services to the Company. The shares were valued at $2,400 or $0.096 per share. As of March 31, 2022, the shares have not been issued to the individual.

During May 2019, an individual converted $3,195 of accrued interest into 1,800,000 unrestricted shares of the Company's common stock at $0.001775 per share to satisfy a convertible promissory note dated June 14, 2015 and partially satisfy a convertible promissory note dated March 18, 2016. In addition, the individual has agreed to a lock-up whereas no shares will be sold for years from August 13, 2020. The shares were issued to the individual on August 13, 2020.

During June 2019, the Company's CEO earned 1,000,000 restricted shares of the Company common stock under an employment contract from the Company. The shares were valued at $9,400 or $0.0094 per share. As of March 31, 2022, the shares have not been issued to the CEO.

During July 2019, an individual earned 5,000,000 restricted shares of the Company common stock under a consulting agreement for services to the Company. The shares were valued at $100,000 or $0.02 per share. As of March 31, 2022, the shares have not been issued to the individual.

During October and November 2019, two consultants earned 1,000,000 restricted shares of the Company common stock under consulting contracts for virtual reality and bartering services to the Company. The shares were valued at $9,800 or $0.0098 per share. As of March 31, 2022, the shares have not been issued to the individuals.

During January 2020, a consultant earned 500,000 restricted shares of the Company common stock under a consulting contract for virtual reality and bartering services to the Company. The shares were valued at $5,000 or $0.01 per share. As of March 31, 2022, the shares have not been issued to the individual.

During May 2020, a consultant earned 500,000 restricted shares of the Company common stock under a consulting contract for virtual reality and bartering services to the Company. The shares were valued at $4,800 or $0.0096 per share. As of March 31, 2022, the shares have not been issued to the individual.

During June 2020, the Company's CEO earned 1,000,000 restricted shares of the Company common stock under an employment contract from the Company. The shares were valued at $9,400 or $0.0094 per share. As of March 31, 2022, the shares have not been issued to the CEO.

During July 2020, an individual earned 5,000,000 restricted shares of the Company common stock under a consulting agreement for services to the Company. The shares were valued at $100,000 or $0.02 per share. As of March 31, 2022, the shares have not been issued to the individual.

On August 1, 2020 the Company signed a stock purchase agreement with an attorney for 750,000 restricted shares of the Company's common stock. Under the agreement, the attorney agreed to provide legal fees of $7,500 to the Company for patent services. At March 31, 2022, the shares have not yet been issued to attorney.

On August 7, 2020, an individual converted $3,679 of principle into 2,072,572 unrestricted shares of the Company's common stock at $.001775 per share to partially satisfy a convertible promissory note dated September 15, 2015.

During October and November 2021, two consultants earned 1,000,000 restricted shares of the Company common stock under consulting contracts for virtual reality and bartering services to the Company. The shares were valued at $11,000 or $0.011 per share. As of March 31, 2022, the shares have not been issued to the individuals.

On December 30, 2020, the Company's CEO earned 555,500 restricted shares of the Company's common stock shares under an executive compensation agreement dated October 1, 2020. The shares were valued at $38,885 or $0.07 per share. As of March 31, 2022, these shares have not been issued to the executive.

During January 2021, a consultant earned 500,000 restricted shares of the Company common stock under a consulting contract for services to the Company. The shares were valued at $5,000 or $0.01 per share. As of March 31, 2022, the shares have not been issued to the individual.

On January 31, 2021, a corporation converted $5,000 of principal and accrued interest into 2,000,000 unrestricted shares of the Company's common stock at $.0025 per share to partially satisfy a convertible promissory note dated June 14, 2017. The shares were issued to the corporation on January 31, 2021.

On February 1, 2021, a corporation converted $8,700 of principal into 1,740,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy a convertible promissory note dated August 23, 2017. The shares were issued to the corporation in February 2021.

On February 9, 2021, a corporation converted $2,001 of interest into 1,000,685 unrestricted shares of the Company's common stock at $.002 per share to partially satisfy a convertible promissory note dated June 3, 2014. The shares were issued to the corporation in February 2021.

On February 19, 2021, a corporation converted $8,313 of principal and interest into 2,375,000 unrestricted shares of the Company's common stock at $.0035 per share to partially satisfy a convertible promissory note dated May 29, 2018. The shares were issued to the corporation in March 2021.

On March 18, 2021, a corporation converted $3,378 of interest into 1,689,040 unrestricted shares of the Company's common stock at $.002 per share to partially satisfy a convertible promissory note dated June 3, 2014.

On March 30, 2021, the Company's CEO earned 555,500 shares valued at $38,885 or $.07 per share under his October 1, 2020 employment agreement. As of March 31, 2022, these shares have not been issued to the executive.

On March 31, 2021, a consultant earned 100,000 restricted shares of the Company common stock under a consulting contract for services to the Company. The shares were valued at $11,990 or $0.1199 per share. As of March 31, 2022, the shares have not been issued to the individual.

During April 2021, a consultant earned 250,000 restricted shares of the Company's common stock for services to the Company. The shares were valued at $0.1273 per share or $31,825. The shares have not been issued as of March 31, 2022.

On June 13, 2021, a corporation converted $4,000 of principal into 800,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy convertible promissory notes dated July 5, 2017 and August 8, 2017. The shares were not issued to the corporation at March 31, 2022.

On June 28, 2021, the Company's CEO earned 555,500 shares valued at $38,885 or $.07 per share under his October 1, 2020 employment agreement. As of March 31, 2022, these shares have not been issued to the executive.

On July 6, 2021 the Company issued 407,707 restricted shares of the Company's common stock for accounting services to the Company. The shares were valued at $6,460 or $0.0158 per share.

On July 21, 2021, a corporation converted $3,990 of principal and interest into 1,995,205 unrestricted shares of the Company's common stock at $.002 per share to partially satisfy a convertible note dated June 3, 2014.

On July 27, 2021, a corporation converted $4,000 of principal into 800,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy convertible notes dated July 5, 2017 and August 8, 2017.

On August 6, 2021, a corporation converted $7,000 of principal into 1,400,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy a convertible note dated December 3, 2018.

On August 11, 2021 the Company issued 5,000,000 restricted shares of the Company's common stock to an individual to settle an agreement dated July 15, 2018. The shares were valued at $100,000 or $0.02 per share.

On September 2, 2021 the Company issued 75,000 restricted shares of the Company's common stock to a consultant for services to the Company. The shares were valued at $8,048 or $0.1073 per share.

On September 26, 2021, the Company's CEO earned 555,500 shares valued at $38,885 or $.07 per share under his October 1, 2020 employment agreement. As of March 31, 2022, these shares have not been issued to the executive.

On September 29, 2021, a corporation converted $4,979 of principal and interest into 2,489,265 unrestricted shares of the Company's common stock at $.002 per share to partially satisfy a convertible note dated June 3, 2014.

On October 20, 2021, a corporation converted $7,000 of principal into 1,400,000 unrestricted shares of the Company's common stock at $.005 per share to partially satisfy a convertible note dated December 3, 2018.

During October and November 2021, two consultants earned 1,000,000 restricted shares of the Company common stock under consulting contracts for virtual reality and bartering services to the Company. The shares were valued at $117,100 or $0.1171 per share. As of March 31, 2022, the shares have not been issued to the individuals.

On December 26, 2021, the Company's CEO earned 555,500 shares valued at $38,885 or $.07 per share under his October 1, 2020 employment agreement. As of March 31, 2022, these shares have not been issued to the executive.

On December 28, 2021, a corporation converted $2,017 of principal and interest into 1,008,660 unrestricted shares of the Company's common stock at $.002 per share to fully satisfy a convertible note dated June 3, 2014.

During January 2022, a consultant earned 500,000 restricted shares of the Company common stock under a consulting contract for services to the Company. The shares were valued at $63,650 or $0.1273 per share. As of March 31, 2022, the shares have not been issued to the individual.

On February 2, 2022, the Company issued 3,220,000 unrestricted shares of the Company's common stock to a corporation, which partially satisfy the principal and interest under convertible promissory notes dated December 3, 2018. The shares were values at $16,100 or $0.005 per share.

On February 15, 2022, the Company issued 3,091,775 unrestricted shares of the Company's common stock to a corporation, which partially satisfy the principal and interest under convertible promissory notes dated September 23, 2014. The shares were values at $6,184 or $0.002 per share.

On March 22, 2022, the Company's CEO earned 555,500 shares valued at $38,885 or $.07 per share under his October 1, 2020 employment agreement. As of March 31, 2022, these shares have not been issued to the executive.

As of March 31, 2022, a consultant earned 172,855 restricted shares of the Company common stock under a consulting contract for July 6, 2021 for accounting services to the Company. The shares were valued at $8,846 or $0.0512 per share. As of March 31, 2022, the shares have not been issued to the individual.

The Company had 78,298,066 and 71,986,291 shares issued and outstanding as of March 31, 2022 and December 31, 2021, respectively.

NOTE 8 – MATERIAL CONTRACTS

During August 2016, the Company entered into 2 (two) "Work for Hire Performance Agreements" with actors to co-host the Virtual Reality travel show "Really Twins". The contracts cover two seasons for the Virtual Reality show defined as 6 (six) episodes per season. All work must be completed by December 31, 2020. The agreement may be terminated without cause by either party upon 30-day advance notice. For each season of "Really Twins" Virtual Reality show, the two actors are compensated with 1,000,000 shares for an aggregate of 2,000,000 shares of the Company's unregistered common stock. The first season was completed during January 2018 and the 1,000,000 shares were valued at $.0244 per share or $24,400. During June 2019, the contracts for season two of the "Really Twins" was extended to June, 30 2020. During June 2020, the agreement with the Really Twins for season two was extended until December 31, 2021 due to complications of shooting during Covid-19. At December 31, 2021, the 1,000,000 shares have been earned and valued at $.0244 per share or $69,800. As of March 31, 2022, the 2,000,000 shares have not been issued for the first and second season the of the " Really Twins".

On September 15, 2017, the Company entered into an Agreement with NWBB, Inc., to provide $2,000,000 in pre-paid media placement opportunities and services in exchange for a $2,000,000 convertible note with right to convert indebtedness, at conversion price of $1 per share, into shares of the Company's common stock. NWBB, Inc. may only convert shares consistent with the amount of media utilized by the Company as a direct result of signed insertion orders. The media assignments may be used on television, radio, out of home, digital display and print publications including airline magazines subject to normal placement terms excluding current contracted buys and existing agency specific or media property relationships previously entered into by the Company. As of March 31, 2022, no work has been performed on the contract.

On March 27, 2018, the Company entered into a "Binding Letter of Agreement" with veteran detective/author John Cameron for 50% rights to "It's Me Edward Wayne Edwards - The Serial Killer You Never Heard of" and the subsequent updated version "It Was Always ME! Edward Edwards - The Most Prolific Serial Killer of All Time" and or its derivatives. In exchange, the Company will pay the author 1,000,000 of unregistered shares of Company's common stock valued at $20,000 or $0.02 per share and provide various multimedia services to market and sell the book. The services include websites, internet accessible portals complete with e-commerce, affiliate programs, TV, Radio spots, etc. At March 31, 2022, the 1,000,000 shares have not been issued to the Mr. Cameron.

On July 15, 2018, the Company entered into a five-year agreement with NWBB, Inc. to provide products for resale and valuable marketing business assistance to the Company. NWBB, Inc. will be compensated with 5,000,000 restricted shares of the Company's common stock for each year of service. The subject shares will not be issued until the anniversary date. The shares for year one were valued at $100,000 or $.02 per share and were earned in July 2019. The shares for year two were valued at $41,500 or $.0083 per share and were earned in July 2020. On May 25, 2021, the Company and the consultant modified the agreement to reduce the number of shares to an aggregate of 5,000,000 share from 25,000,000 shares, which represents the shares earned in July 2019 for $100,000 or $0.02 per share. During July 2021, 5,000,000 shares were issued to the Consultant to fully satisfy the agreement.

On June 17, 2020, the Company entered into a 10-month Production Development and Marketing Agreement with VaporBrands International, Inc. Under the agreement, the Company provided research and development of a product mix, website development and ongoing website development, an Ecommerce solution, a fulfillment and shipping solution, developing a marketing and promotion plan and wholesale pricing structures on creative development. The Company was compensated with the 20,000,000 shares of common stock from VaporBrands International, Inc. The shares were valued at $80,000 or $0.004. The shares are reported as investment in the accompanying consolidated balance sheets and are adjusted to fair market value at each reporting date. For the three months ended March 31, 2021, the Company earned $24,000, under the agreement.

On December 9, 2020, the Company entered into a two-year agreement with NWBB, Inc., to provide expertise as sales manager for Company's Discount AD Brokers acquisition. NBWW, Inc. will be compensated with 1,000,000 shares of the Company's restricted common stock for each year of service for an aggregate of 2,000,000 shares. The subject shares will be earned on January 1, 2021 and January 1, 2022. The shares for year one were valued at $119,900 or $.1199 per share. The shares for year two were valued at $59,000 or $.059 per share. At March 31, 2022, the 2,000,000 shares have been earned but have not yet been issued. In addition, NBWW, Inc. is compensated with 3.5% of the gross advertising revenues generated by the media business (former Discount Ad Brokers) after meeting certain milestones. During the three months ended March 31, 2022, NBWW, Inc. has earned $3,411 under the agreement for 3.5% of the gross advertising revenues.

During October and November 2021, the Company entered into two consulting contracts with individuals for 1,250,000 restricted shares of the Company's common stock. The shares were valued at $95,300 or $0.0762 per share. At March 31, 2022, the 1,250,000 shares have not been earned by the consultants.

During January 2022, the Company entered into a consulting contract with an individual for 1,000,000 restricted shares of the Company's common stock. The shares were valued at $38,000 or $0.038 per share. At March 31, 2022, the shares have not been earned by the consultant.

During January 2022, the Company entered into a consulting contract with an individual for 750,000 restricted shares of the Company's common stock. The shares were valued at $41,700 or $0.0556 per share. At March 31, 2022, the shares have not been earned by the consultant.

NOTE 9 – BARTERING TRANSACTIONS

In 2017, the Company began providing media services using two on-line bartering websites and third-party providers. The Company's business model is to purchase incomplete advertising impressions with barter assets and sell completed advertising for barter assets or cash. The Company achieved revenues of $326,146 from 32 transactions ranging from $900 to $120,000 each, for the three months ended March 31, 2022 and achieved revenues of $44,400 from 20 transactions ranging from $750 to $9,000 each, for the three months ended March 31, 2021. The cost of revenues amounted to approximately 47% to 84% of the gross revenues for the three months ended March 31, 2022 and 2021.

The unused service received of $1,436,107 and $1,143,130 for barter exchange and related prepaid expenses of $5,000 at March 31, 2022 and December 31, 2021, respectively, were recorded on the accompanying consolidated balance sheet. In addition, deferred revenue of $322,200 and $72,526 for completed but unearned bartering transactions was recorded on the accompanying consolidated balance sheet at March 31, 2022 and December 31, 2021, respectively.

NOTE 10 – SUBSEQUENT EVENTS

On April 18, 2022, the Company issued 3,759,400 unrestricted shares of the Company's common stock to a corporation, which fully satisfy the principal and interest under convertible promissory notes dated July 18, 2017, September 13, 2019, December 5, 2019 and December 6, 2019. The shares were values at $18,797 or $0.005 per share.

On April 18, 2022, the Company issued 3,794,790 unrestricted shares of the Company's common stock to a corporation, which partially satisfy the principal and interest under convertible promissory notes dated August 20, 2014. The shares were values at $7,590 or $0.002 per share.

On April 26, 2022, the Company executed and delivered a $10,000 Convertible Promissory Note to a corporation. The Convertible Note bears interest at 8% and has a maturity date of April 26, 2024 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 10%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at the noteholder's election, into shares of the Company's common stock at an exercise price of $.007 per share.

The Company evaluated all events or transactions that occurred through May 13, 2022. During this period, the Company did not have any other material recognizable subsequent events.

NOTE 11 – RESTATEMENT

The Company inadvertently excluded 20,000,000 shares of common stock received from VaporBrands International, Inc. for services provided by the Company. The shares were earned under a 10-month Production Development and Marketing Agreement dated June 17, 2020. The shares were valued at $80,000 or $0.004. The Company restated the financials statement for the three months ended March 31,2021.

The following is a summary of the changes for the three months ended March 31, 2022:

The following table summarizes changes made to the March 31, 2021 consolidated statements of operations:

	Three Months Ended March 31, 2021		
	As Reported	Adjustment	As Restated
Consolidated Statements of Operations:			
Revenue	$ 1,315,744	$ 24,000	$ 1,339,744
Cost of Revenue	1,280,438	-	1,280,438
Gross margin	35,306	24,000	59,306
Total operating expenses	354,302	-	354,302
Net operating income (loss)	(318,996)	24,000	(294,996)
Other income (expense):			
Other income (expense)	29,120	326,000	355,120
Interest expense	276	-	276
Loss on extinguishment of notes receivable	(116,030)	-	(116,030)
Gain (loss) on derivative financial instruments	-	-	-
Total other income (expense)	(86,634)	326,000	239,366
Net income (loss)	$ (405,630)	$ 350,000	$ (55,630)
Basic income (loss) per share	$ (0.008)		$ (0.001)
Weighted average number of common shares outstanding - basic	51,229,645		51,229,645

The following table summarizes changes made to the March 31, 2021 consolidated statements of cash flows:

	Year Ended March 31, 2021		
	As Reported	Adjustment	As Restated
Consolidated Statements of Cash Flows:			
Cash flows from operating activities:			
Net Income (loss)	$ (405,630)	$ 350,000	$ (55,630)
Adjustments to reconcile net loss to net cash used in operating activities:			
Depreciation and amortization expense	19,649	-	19,649
Stock based compensation	283,556	-	283,556
Non-cash interest	116,254	-	116,254
Impairment loss on prepaid expenses	-	-	-
Loss on conversion of related party notes receivable	-	-	-
Unrealized (gain) loss on marketable securities	(29,120)	(326,000)	(355,120)
Changes in operating assets and liabilities	461,101	(24,000)	437,101
Net cash used in operating activities	445,810	-	445,810
Cash flows from financing activities			
Proceeds from related party convertible notes payable	15,000	-	15,000
Proceeds from convertible notes payable	82,500	-	82,500
Proceeds from related party notes payable	-	-	-
Payments on related party notes payable	-	-	-
Payments on related party convertible notes payable	-	-	-
Net cash provided by financing activities	97,500	-	97,500
Net increase (decrease) in cash	543,310	-	543,310
Cash - beginning of the year	5,399	-	5,399
Cash - end of the period	$ 548,709	$ -	$ 548,709
Supplemental disclosures:			
Interest paid	$ 500	$ -	$ 500
Taxes paid	$ -	$ -	$ -
Supplemental disclosure for non-cash financing activities:			
Discount on convertible notes payable	$ 123,776	$ -	$ 123,776
Conversion of notes payable and accrued interest to common stock	$ 11,271	$ -	$ 11,271

The following table summarizes changes made to the December 31, 2021 consolidated balance sheets:

	As of December 31, 2021		
	As Reported	Adjustment	As Restated
Consolidated Balance Sheets:			
Current assets	$ 1,228,452	$ -	$ 1,228,452
Other assets:			
Investments	-	202,000	202,000
Property and equipment, net of a accumulated depreciation	25	-	25
Intangible assets, net of accumulative amortization	204,410	-	204,410
Goodwill	712,850	-	712,850
Total other assets	917,285	202,000	1,119,285
Total assets	$ 2,145,737	$ 202,000	$ 2,347,737
Current Liabilities:			
Accounts payable	$ 91,515	$ -	$ 91,515
Accrued expenses	2,244,290	-	2,244,290
Due to related parties	5,954	-	5,954
Notes payable	264,990	-	264,990
Related party notes payable	3,707	-	3,707
Convertible notes payable, net of discount	2,401,258	-	2,401,258
Related party convertible notes payable	396,905	-	396,905
Deferred Revenue	106,546	-	106,546
Total current liabilities	5,515,165	-	5,515,165
Total stockholders' equity	(3,369,428)	202,000	(3,167,428)
Total liabilities and stockholders' equity	$ 2,145,737	$ 202,000	$ 2,347,737

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