



A Colorado Corporation

Disclosure Statement for Period End March 31, 2024

Information Provided Pursuant to
Rule 15c2-11 of the Securities and
Exchange Act of 1934, as Amended

Social Detention, Inc.

3000F Danville Blvd, Suite 145
Alamo, CA 94507

925.575.4433

www.sodetention.com

blegg@sodetention.com

Quarterly Report

For the period ending: March 31, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

197,753,333 as of March 31, 2024

197,753,333 as of December 31, 2023

Shell Status

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

Yes: ☐

No: ☒

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

Yes: ☐

No: ☒

Change in Control

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

Yes: ☐

No: ☒

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

Social Detention, Inc. (Current Name)

Chenghui Realty Holding Co. until 11-2016

Company was incorporated in the state of Colorado, May 20, 2015 and it is active

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

None

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

None

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

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

3000F Danville Blvd, Suite 145
Alamo, CA 94507

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

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

No proceedings

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer
Phone: 702.361.3033
Email: info@pacificstocktransfer.com
Address: 6725 Via Austi Parkway
Suite 300
Las Vegas, NV 89119

Publicly Quoted or Traded Securities:

Trading symbol:	<u>SODE</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>164119109</u>	
Par or stated value:	<u>0.0001</u>	
Total shares authorized:	<u>200,000,000</u>	as of date: <u>March 31, 2024</u>
Total shares outstanding:	<u>197,753,333</u>	as of date: <u>March 31, 2024</u>
Total number of shareholders of record:	<u>54</u>	as of date: <u>March 31, 2024</u>

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

Exact title and class of securities outstanding:	<u>Series A Preferred</u>	
Par or stated value:	<u>0.0001</u>	
Total shares authorized:	<u>1,000,000</u>	as of date: <u>March 31, 2024</u>
Total shares outstanding:	<u>1,000,000</u>	as of date: <u>March 31, 2024</u>
Total number of shareholders of record:	<u>1</u>	as of date: <u>March 31, 2024</u>
Exact title and class of securities outstanding:	<u>Series B Preferred</u>	
Par or stated value:	<u>0.0001</u>	
Total shares authorized:	<u>11,000,000</u>	as of date: <u>March 31, 2024</u>
Total shares outstanding:	<u>11,000,000</u>	as of date: <u>March 31, 2024</u>
Total number of shareholders of record:	<u>2</u>	as of date: <u>March 31, 2024</u>

Security Description:

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

Common shareholders are entitled to one vote per share held by the shareholder in matters brought before the board.

Common shareholders are entitled to dividends

Common shareholders are entitled to liquidation rights on a pro rata basis in the event of a liquidation of assets.

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

Series A Preferred Stock

Voting Rights.	Each Series A Share shall have one hundred thousand (100,000) votes for every one (1) share of Series A Stock in matters brought before the board.
Conversion Rights.	Each one (1) share of Series A Stock shall be convertible into one (1) share of common stock, at the option of the Holder.
Dividends:	Holders of Series A Preferred stock are not entitled to dividends.

Series B Preferred Stock

Voting Rights	Each Series B Share shall have one (1) vote for every one (1) share of Series B Stock in matters brought before the board.
Conversion Rights	Each one (1) share of Series B Stock shall be convertible into one hundred (100) shares of common stock, at the option of the Holder.
Dividends	Holders of Series B Preferred shares are not entitled to dividends.
Conversion Restrictions:	Holder of Series B Stock shall be restricted to not be allowed to convert and possess more than the equivalent of 4.9% of the current issued and outstanding common shares at the time of conversion.

3. Describe any other material rights of common or preferred stockholders.

No other material rights exist for the holders of common or preferred stockholders

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

No changes to rights have occurred during this reporting Year

3) Issuance History

A. Changes to the Number of Outstanding Shares

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

Shares Outstanding <u>Opening Balance</u> Date <u>12/31/2022</u> Common: 197,753,333 Preferred: 12,000,000			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
Shares Outstanding on Date of This Report: <u>Ending Balance</u> Date: <u>March 31, 2024</u> Common: <u>197,753,333</u> Preferred: <u>12,000,000</u>									

- Company acquired Danliv, Inc, for a total of 14,000,000 restricted common shares.

B. Promissory and Convertible Notes

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

No: ☒ Yes: ☐

4) Issuer's Business, Products and Services

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

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

Social Detention is in the business of building infrastructure. With its acquisition of RL Consulting, it has a long history of successful contract awards, and has launched a program whereby it intends to grow through acquisition in the coming fiscal Year. The president, Mr Robert Legg has been able to build these companies in the past a from startup to companies that generate over \$15M in annual revenues. He intends to build a network of small providers into a large network that will both be able to provide synergistic support to the other parties, by means of production capabilities, financing and other relationships. To the bigger benefit of shared contracts. The goal in the next Year is to acquire 3-5 smaller entities that are generating between \$1-5M in revenue annually, and to be able to secure over \$15M in contracts for each in the coming 12 months.

The company intends to grow through acquisitions. It has plans to expand in the coming Years by acquiring strategically placed companies in the industry.

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

RL Consulting is owned 100% by parent.
DANLIV, Inc. is owned 100% by parent.

C. Describe the issuers' principal products or services.

Company provided construction contracting services and supplies, both directly and through subcontractors.

5) Issuer's Facilities

Our executive offices are located at 3000F Danville Blvd, Alamo CA 94507. This office space is leased on a month-to-month basis.

6) Officers, Directors, and Control Persons

The following are all officers/directors or beneficial owners of more than 5% in the company.

Name of Officer/Director or 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	Note
<u>Robert Legg</u>	<u>CEO</u>	Danville, CA	<u>98,760,260</u>	<u>Common</u>	<u>49.3%</u>	_____
<u>Robert Legg</u>	<u>CEO</u>	<u>Danville, CA</u>	<u>1,000,000</u>	<u>Series A</u>	<u>100%</u>	Provides <u>1,000,000,000</u> votes or 97.9% control
<u>Robert Legg</u>	<u>CEO</u>	<u>Danville, CA</u>	<u>10,000,000</u>	<u>Series B</u>	<u>90%</u>	Over 4.9% cant convert
<u>Hui Chen</u>	<u>shareholder</u>	<u>Shanghai, CHINA</u>	<u>53,138,400</u>	<u>Common</u>	<u>26.8%</u>	_____

7) Legal/Disciplinary History

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

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

No

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

No

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

No

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

No

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

No

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

No

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

None

8) Third Party Providers

Securities Counsel

Name:	Thomas Cook
Firm:	Law Offices of Thomas C Cook, Ltd.
Address 1:	<u>10470 W. Cheyenne Avenue, Suite 115</u>
Address 2:	<u>Las Vegas, NV 89129</u>
Phone:	<u>702.524.9151</u>
Email:	<u>tccesq@aol.com</u>

9) **Disclosure & Financial Information**

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

Name: **Robert Legg**
Title: CEO/CFO
Relationship to Issuer: **CEO/CFO to Issuer**

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

- ☐ IFRS
☒ U.S. GAAP

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

Name: **Robert Legg**
Title: CEO/CFO
Relationship to Issuer: **CEO/CFO to Issuer**
Describe the qualifications of the person or persons who prepared the financial statements: CFO

10) **Issuer Certification**

Principal Executive and Financial Officer:

The certifications shall follow the format below:

I, Robert Legg certify that:

1. I have reviewed this Disclosure Statement for Social Detention;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

March 31, 2024

/s/ Robert Legg

CEO and CFO



SOCIAL DETENTION, INC.

**PERIOD END REPORT
FOR THE PERIOD ENDED
MARCH 31, 2024**

FINANCIAL STATEMENTS



Social Detention, Inc.
(SOCIAL DETENTION)
3000 F Danville Blvd, Suite 145
Alamo, CA 94507

SOCIAL DETENTION UNAUDITED BALANCE
SHEET & FINANCIAL STATEMENTS

Issuer's most recent Consolidated Balance Sheet & Financial Statements for the
Period Ended March 31, 2024

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Social Detention , Inc.
Consolidated Balance Sheets
(Unaudited subject to change)

	March 31, 2024	March 31, 2023
ASSETS		
Current assets		
Cash in bank	\$ 27,871	\$ 47,224
Accounts receivable	-	-
Total Current assets	27,871	47,224
Other assets		
Long term investment	28,300	28,300
Total other assets	28,300	28,300
Total Assets	<u>\$ 56,171</u>	<u>\$ 75,524</u>
LIABILITIES & STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable	\$ -	\$ -
Advances payable	-	-
Note payable - related party	-	-
Notes payable	72,000	72,000
Total current liabilities	72,000	72,000
Stockholders' Deficit		
Preferred stock, 25,000,000 shares authorized with \$0.001 par value. 12,000,000 shares issued or outstanding	12,000	12,000
Common stock, 200,000,000 shares authorized with \$0.001 par value. 197,753,333 issued and outstanding at each period respectively	197,753	197,753
Additional paid in capital	25,933	25,933
Consolidation accounting	-	-
Accumulated (deficit) Earnings	(247,345)	(243,302)
Net Income	(4,170)	11,140
Total Stockholders' Deficit	(15,829)	3,524
Total Liabilities and Stockholders' Deficit	<u>\$ 56,171</u>	<u>\$ 75,524</u>

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

Social Detention , Inc.
Consolidated Statements of Operations
(Unaudited subject to change)

	Period Ended March 31,	Period Ended March 31,
	2024	2023
REVENUE		
Income	\$ 5,797	\$ 51,523
Prepaid Expenses		
GROSS PROFIT	\$ 5,797	\$ 51,523
Operating Expenses:		
Advertising	1,765	1,318
Automobile	-	-
Contracted Legal Services	-	-
Dues	-	-
General and administrative	-	3,018
Goodwill Impairment	-	-
Insurance Expense	-	-
Materials	-	-
Office Supplies	775	75
Permits/Licenses	-	-
Subcontractors	5,637	35,973
Rental Equipment	-	-
Taxes	1,790	-
Total Interest Expenses	-	-
Travel Expenses	-	-
Total operating expenses	9,967	40,383
Income (loss) from operations	(4,170)	11,140
Other income (expense)		
Interest expense	-	-
Other income (expense) net	-	-
Net income (loss)	(4,170)	11,140
Net income (loss) per share (Basic and fully diluted)	\$ (0.0000)	\$ 0.0001
Weighted average number of common shares outstanding	197,753,333	197,753,333

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

Social Detention , Inc.
Consolidated Condensed Statement of Cash Flows
(Unaudited subject to change)

	For Period ended March 31,	For Period ended March 31,
	2024	2023
Cash Flows From Operating Activities		
Net Income (Loss)	\$ (4,170)	\$ 11,140
Amortization and Impairment		
Depreciation		
Net Cash Used In Operating Activities	\$ (4,170)	\$ 11,140
Accounts Payable	-	-
Accounts Receivable	-	-
Accrued Interest	-	-
Loan Payable	-	-
Changes in Operating Assets and Liabilities	\$ -	\$ -
Net Cash Used by Operating Activities	\$ (4,170)	\$ 11,140
All Capital Stock	-	-
Consolidated Accounting	-	-
Retained Earnings	(1,742)	(0)
Shares Issued for Cash	-	-
Cash Flows from Financing Activities	(5,912)	(0)
Net Increase /(Decrease) in Cash	(5,912)	11,140
Cash Beginning of Period	33,783	36,084
Cash, End of Period	\$ 27,871	\$ 47,224

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

Social Detention , Inc.
Condensed Consolidated Statement of Changes in Stockholders Equity (Deficit)
(Unaudited subject to change)

	Common Stock		Preferred Stock		Paid in	Accumulated	Net income	Stockholders'
	Amount	Value	Amount	Value	Capital	Equity		Equity
	Shares	(\$0.001 Par)	Shares	(\$0.001 Par)		(Deficit)		(Deficit)
Balances - December 31, 2023	197,753,333	\$197,753	12,000,000	\$ 12,000	\$ 25,933	\$ (245,603)	\$ -	\$ (9,917)
Changes	0	\$ -	0	\$ -	\$ -	\$ (1,742)	\$ (4,170)	\$ (5,912)
Balances - March 31, 2024	<u>197,753,333</u>	<u>\$197,753</u>	<u>12,000,000</u>	<u>\$ 12,000</u>	<u>\$ 25,933</u>	<u>\$ (247,345)</u>	<u>\$ (4,170)</u>	<u>\$ (15,829)</u>

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



NOTES TO FINANCIAL STATEMENTS

March 31, 2024

NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION

Organization and History

Social Detention, Inc. (the "Company" or "Social Detention") was incorporated in the State of Colorado on May 20, 2015.

It currently trades on the Pink Sheet under the symbol "SODE". The Company's fiscal Period End is December 31st.

The financial statements include the Company and its wholly owned subsidiaries; all significant inter- company balances and transactions are eliminated.

Management, Operations and Risk

Social Detention is in the business of building infrastructure. With its acquisition of RL Consulting, it has a long history of successful contract awards, and has launched a program whereby it intends to grow through acquisition in the coming fiscal Year. The president, Mr Robert Legg has been able to build these companies in the past a from startup to companies that generate over \$15M in annual revenues. He intends to build a network of small providers into a large network that will both be able to provide synergistic support to the other parties, by means of production capabilities, financing and other relationships. To the bigger benefit of shared contracts. The goal in the next Year is to acquire 3-5 smaller entities that are generating between \$1-5M in revenue a Year today, and to be able to secure over \$15M in contracts for each in the coming 12 months.

Authorized Common Stock

As of March 31, 2024, Social Detention had an authorized common stock capital of 200,000,000 shares with a par value of \$0.0001. Authorized preferred stands at 15,000,000 shares with a par value of \$0.0001. These numbers remain unchanged as of the date of this filing and the Company has no current plans for any increase thereof.

Issued and Outstanding Common Stock

On April 9 , 2022 the company issued 14,000,000 common shares in the acquisition of Danliv, Inc.

As of March 31, 2024, Social Detention had a total of 197,753,333 Common Shares outstanding.

The Company has not entered into any agreement to promote its stock nor has it authorized any third party to conduct any type of promotion on its behalf.

Authorized and Issued and Outstanding Preferred Stock

As of March 31, 2024, Social Detention had authorized 1,000,000 Series A Preferred Shares of which 1,000,000 are outstanding.

As of March 31, 2024, Social Detention had authorized 11,000,000 Series B Preferred Shares of which 11,000,000 are outstanding.

Transfer Agent

During the Period Ended March 31, 2024, the Company's transfer agent, Pacific Stock Transfer, and the Company have reconciled the transfer agent records with the records of the Company and those of the State of Colorado.

Additional Organizational Items

None

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Cash and cash equivalents

The Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties and all highly liquid investments with an original maturity of three months or less as cash equivalents.

Revenue recognition

The Company has realized revenues from operations. The Company recognizes revenues when a contract is awarded and work has been commenced and it is under a bond, there is a contract for services and acceptance has been approved by the customer, the fee is fixed or determinable based on the completion of stated terms and conditions, and collection of any related receivable is probable. Net sales will be comprised of gross revenues less expected returns, trade discounts, and customer allowances that will include costs associated with off-invoice markdowns and other price reductions, as well as trade promotions and coupons. The incentive costs will be recognized at the later of the date on which the Company recognized the related revenue or the date on which the Company offers the incentive.

Basic and Diluted Loss per Share

The Company computes loss per share in accordance with “ASC-260,” “Earnings per Share” which requires presentation of both basic and diluted earnings per share on the face of the statement of operations. Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of outstanding common share during the Year. Diluted loss per share gives effect to all dilutive potential common shares outstanding during the Year. Diluted loss per share excludes all potential common shares if their effect is anti-dilutive.

Income Taxes

The Company accounts for income taxes pursuant to ASC 740. Under ASC 740 deferred taxes are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss carry forwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases.

The Company maintains a valuation allowance with respect to deferred tax asset. Social Detention establishes a valuation allowance based upon the potential likelihood of realizing the deferred tax asset and taking into consideration the Company’s financial position and results of operations for the current Year. Future realization of the deferred tax benefit depends on the existence of sufficient taxable income within the carry-forward Year under Federal tax laws.

Changes in circumstances, such as the Company generating taxable income, could cause a change in judgment about the reliability of the related deferred tax asset. Any change in the valuation allowance will be included in income in the Year of the change estimate.

Carrying Value, Recoverability and Impairment of Long-Lived Assets

The Company has adopted paragraph 360-10-35-17 of FASB Accounting Standards Codification for its long-lived assets. The Company’s long –lived assets are reviewed for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable.

The company assesses the recoverability of its long-lived assets by comparing the projected undiscounted net cash flows associated with the related long-lived asset or group of assets over their remaining estimated useful lives against their

respective carrying amounts. Impairment, if any, is based on the excess of the carrying amount over the fair value of those assets. Fair value is generally determined using the assets expected future discounted cash flows or market value, if readily determinable. If long-lived assets are determined to be recoverable, but the newly determined remaining estimated useful lives are shorter than originally estimated, the net book values of the long-lived assets are depreciated over the newly determined remaining estimated useful lives.

The Company considers the following to be some examples of important indicators that may trigger an impairment review; (i) significant under-performance or losses of assets relative to expected historical or projected future operating results; (ii) significant changes in the manner or use of assets or in the Company's overall strategy with respect to the manner of use of the acquired assets or changes in the Company's overall business strategy; (iii) significant negative industry or economic trends; (iv) increased competitive pressures; (v) a significant decline in the Company's stock price for a sustained Year of time; and (vi) regulatory changes. The Company evaluates acquired assets for potential impairment indicators at least annually and more frequently upon the occurrence of such events.

The impairment charges, if any, are included in operating expenses in the accompanying statements of operations.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting Year. Management bases its estimates on historical experience and on various assumptions that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.

The Company's significant estimates include income taxes provision and valuation allowance of deferred tax assets; the fair value of financial instruments; the carrying value and recoverability of long-lived assets, and the assumption that the Company will continue as a going concern. Those significant accounting estimates or assumptions bear the risk of change due to the fact that there are uncertainties attached to those estimates or assumptions, and certain estimates or assumptions are difficult to measure or value.

Management regularly reviews its estimates utilizing currently available information, changes in facts and circumstances, historical experience and reasonable assumptions. After such reviews, and if deemed appropriate, those estimates are adjusted accordingly. Actual results could differ from those estimates.

Fair value of Financial Instruments

The estimated fair values of financial instruments were determined by management using available market information and appropriate valuation methodologies. The carrying amounts of financial instruments including cash approximate their fair value because of their short maturities.

Long Lived Assets

In accordance with ASC 350 the Company regularly reviews the carrying value of intangible and other long lived assets for the existence of facts or circumstances both internally and externally that suggest impairment. If impairment testing indicates a lack of recoverability, an impairment loss is recognized by the Company if the carrying amount of a long lived asset exceeds its fair value.

Stock-based Compensation

The Company accounts for stock-based compensation issued to employees based on FASB accounting standard for Share Based Payment. It requires an entity to measure the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). That cost will be

recognized over the Year during which an employee is required to provide service in exchange for the award – the requisite service Year (usually the vesting Year). It requires that the compensation cost relating to share-based payment transactions be recognized in financial statements. That cost will be measured based on the fair value of the equity or liability instruments issued. The scope of the FASB accounting standard includes a wide range of share-based compensation arrangements including share options, restricted share plans, performance-based awards, share appreciation rights, and employee share purchase plans.

Recent pronouncements

Management has evaluated accounting standards and interpretations issued but not yet effective as of March 31, 2024, and does not expect such pronouncements to have a material impact on the Company's financial position, operations, or cash flows.

NOTE 3 – STOCKHOLDER'S DEFICIT

The total number of common shares authorized that may be issued by the Company is 200,000,000 shares with a par value of \$0.0001 per share. The Company is authorized to issue 15,000,000 shares of preferred stock with a par value of \$0.0001 per share. As at March 31, 2024 there are twelve million preferred shares had been issued.

As at March 31, 2024 the total number of common shares outstanding was 197,753,333. The Company has an ongoing program of private placements to raise funds to support the operations.

NOTE 4 – GOING CONCERN

The company has not been profitable and although these financial statements are not audited it is management's opinion that an auditor would not express a "going concern" statement. The Company has an accumulated equity of \$3,661 and while it is still reliant on raising money for operations by seeking loans and selling its common stock, the operations are profitable.

NOTE 5 – RELATED PARTY NOTE

As at March 31, 2024 the Company owes \$72,000 to Robert Legg on a zero interest note

NOTE 6 – CONVERTIBLE NOTES PAYABLE

In the Company's ongoing efforts to raise money for acquisitions and operations the Company has received \$28,300 in cash and has issued Convertible Notes Payable in like amount. In accordance with PCAOB standards these notes are considered to be a derivative instrument and accordingly have had a conversion expense recorded on the books of the Company of \$28,300. This expense was determined using the Black-Scholes valuation model.

NOTE 7 - SUBSEQUENT EVENTS

The Company has investigated and determined that there are no substantive events that have occurred since the end of this reporting Year and the date of the filing of these financial statements.