

## **CONTINENTAL BEVERAGE BRANDS CORPORATION**

A Nevada Corporation

800-855 West Georgia St

Vancouver, BC V6C 3H1

Canada

416-825-9367

SIC Code: 2080

### **Quarterly Report**

**For the Quarter Ending: March 31,  
2022 (the "Reporting Period")**

As of May 23, 2022, the number of shares outstanding of our Common Stock was 61,075,035.

As of March 31, 2022, the number of shares outstanding of our Common Stock was 61,075,035.

As of December 31, 2021, the number of shares outstanding of our Common Stock was 61,075,035.

As of December 31, 2020, the number of shares outstanding of our Common Stock was 62,475,035.

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

Yes:  No:

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

Yes:  No:

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

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<sup>1</sup>"Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

On September 11, 2008, the Company was incorporated under the name Hermes Jets, Inc. (HRMJ). On February 4, 2015 the Company filed an amendment with the Nevada Secretary of State to change its name to Continental Beverage Brands Corporation (CBBB). On February 25, 2015, FINRA provided a market acceptance date for the name change.

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

The Company was incorporated in Nevada on September 11, 2008. The Company's status in Nevada is Active. The next annual report is due with the Nevada Secretary of State on September 30, 2022.

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:

**Anticipated Merger with Everything Produce, Inc.**

On November 24, 2020, the Company announced the acquisition of 100% of the ownership equity of Everything Produce Inc. (a British Columbia, Canada Company) in exchange for 38,500,000 common shares of CBBB and the cancellation of 49,000,000 from a related party.

As a condition of the Merger, Nathan Nowak, the majority shareholder and President of Everything Produce, Inc., was appointed to serve as President, Chief Operating Officer, Secretary, Treasurer of the Company and as a member of our Board of Directors. Andrew Gaudet remains Chief Executive Officer and a Director.

On November 24, 2020, we issued 6,500,000 shares of common stock for debt reduction on the financial statements of Everything Produce, Inc.

We accounted for the acquisition on November 24, 2020, but the issuances for the acquisition occurred following the closing.

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

800-855 West Georgia St  
Vancouver, BC V6C 3H1  
Canada

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

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

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

Yes:  No:

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

On January 17, 2019 the District Court for Clark County Nevada (the "Court") appointed Hybrid Titan Management, LLC to be the Receiver of the Company pursuant to NRS 78.630. On October 7, 2019, the Court discharged Titan Management LLC as received over the Company having fulfilled its court ordered responsibilities.

## 2) Security Information

Trading symbol:	<u>CBBB</u>	
Exact title and class of securities outstanding:	<u>COMMON</u>	
CUSIP:	<u>21116R107</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>100,000,000</u>	as of <u>March 31, 2022</u>
Total shares outstanding:	<u>61,075,035</u>	as of <u>March 31, 2022</u>
Number of shares in the Public Float <sup>2</sup> :	<u>12,475,035</u>	as of <u>March 31, 2022</u>
Total number of shareholders of record:	<u>72</u>	as of <u>March 31, 2022</u>

*Additional class of securities (if any):* None

### Transfer Agent

VStock Transfer LLC  
18 Lafayette Place  
Woodmere, NY 11598  
Phone: (212) 828-8436  
Fax: (646) 536-3179  
Email: [info@vstocktransfer.com](mailto:info@vstocktransfer.com)  
Website: [www.vstocktransfer.com](http://www.vstocktransfer.com)

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes:  No:

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

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

### 3) Issuance History

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

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

#### A. Changes to the Number of Outstanding Shares

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

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

Number of Shares outstanding as of January 1, 2017		Opening Balance:		*Right-click the rows below and select "Insert" to add rows as needed.						
		Common: 5,975,035								
		Preferred: --								
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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?	
<u>01/25/19</u>	<u>New Issuance</u>	<u>8,211,980</u>	<u>Common</u>	<u>\$0.001</u>	<u>No</u>	<u>Hybrid Titan Management, LLC (William Alessi)</u>	<u>Payment of debt</u>	<u>Restrict</u> <u>d</u>	<u>4(a)(2)</u>	
<u>11/12/19</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>\$0.001</u>	<u>No</u>	<u>Andrew Gaudet</u>	<u>Purchase for cash</u>	<u>Restrict</u> <u>d</u>	<u>4(a)(2)</u>	
<u>11/19/19</u>	<u>Cancellation</u>	<u>8,211,980</u>	<u>Common</u>	<u>n/a</u>	<u>No</u>	<u>Hybrid Titan Management, LLC (William Alessi)</u>	<u>Cancellation</u>	<u>n/a</u>	<u>4(a)(2)</u>	
<u>12/15/20</u>	<u>New Issuance</u>	<u>6,500,000</u>	<u>Common</u>	<u>\$0.076</u>	<u>No</u>	<u>(1)</u>	<u>Payment of Debt</u>	<u>Restrict</u> <u>d</u>	<u>4(a)(2)</u>	
<u>2/4/21</u>	<u>New Issuance</u>	<u>2,800,000</u>	<u>Common</u>	<u>\$0.0907</u>	<u>Yes</u>	<u>Antevorta Capital Partners, Ltd. (Julius Csurgo)</u>	<u>Settlement Agreement</u>	<u>Unrestrict</u> <u>ed</u>	<u>3(a)(10)</u> <u>)</u>	
<u>2/16/21</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.05</u>	<u>Yes</u>	<u>(2)</u>	<u>Purchase for Cash</u>	<u>Restrict</u> <u>d</u>	<u>4(a)(2)</u>	
<u>2/23/21</u>	<u>New Issuance</u>	<u>31,400,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>(3)</u>	<u>Merger Consideration</u>	<u>Restrict</u> <u>d</u>	<u>4(a)(2)</u>	

<u>3/2/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.3186</u>	<u>No</u>	<u>Berkshire Finance Holdings Ltd (John Figliolini)</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/25/21</u>	<u>Cancellation</u>	<u>49,000,000</u>	<u>Common</u>	<u>n/a</u>	<u>No</u>	<u>Andrew Gaudet</u>	<u>Cancellation</u>	<u>n/a</u>	<u>n/a</u>
<u>6/29/21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.4989</u>	<u>No</u>	<u>Andrew Gaudet</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/29/21</u>	<u>New Issuance</u>	<u>4,900,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Nathan Nowak</u>	<u>Merger Consideration</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/29/21</u>	<u>New Issuance</u>	<u>2,200,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>No</u>	<u>Lisa Stallon</u>	<u>Merger Consideration</u>	<u>Restricted</u>	<u>4(a)(2)</u>
Shares Outstanding on <u>March 31, 2022</u>	<u>Ending Balance:</u> Common: <u>61,075,035</u> Preferred: <u>--</u>								

- (1) Includes 294,084 shares to Marlon Castillo, 1,790,642 shares to Lions Bay Holdings, Inc. (beneficially owned by Nathan Nowak), 917,268 shares to Muhammad Mujeeb Memon, 2,580,738 shares to Nathan Nowak, and 917,268 shares to Kiriaki Smith.
- (2) Includes 50,000 shares to Brandon James Sigmund, 50,000 shares to Lorraine Buhay, 50,000 shares to Summit Mann, 50,000 shares to Ronnel Mina, and 100,000 shares to Joseph Yngreso
- (3) Donna Downie, Luz Lu Abesamis, Pamela Aranas, Dalit Bhardwaj, Julius Buccat, Leilani Buccat, Lorraine Buhay, Adrian Carpenter, Genesis Castillo, Marlon Castillo, Matthew Castillo, Arlene Catubig, Marshall Chalmers, Yolanda Chao, Edwin Chow, Nina Egan, Alma Froggatt, John Jabat, Reynaldo Abesamis Jr., Ratcha Kengradomying, Terence Lam, Curtis Lau, Armand Lim, Katherine Lopac, Lions Bay Holdings, Inc. (beneficially owned by Nathan Nowak), Laurene Lu, Alisa Manion, Andrea Manion, Summit Mann, Chanelle Mendoza, Norman Mendoza, Taurean Mills, Ronnel Mina, Martin Negalkop, Mahn Nguyen, Alfonso Ocampp, Gurdeep Paul, Andy Pen, Roanne Rivera, Eric Roy, Gurmukh Sahota, Ullrich Schade, Neal Schuurman, Brandon Sigmund, Terence Soh, Amarveer Soos, Richard Stammers, Peter Stone, Jake Swift, James Tang, Bernadette Tidalgo, Michael Tran, Nga Tran, Nader Vatanchi, Khanh Vu, Kristina Vu, Timonhly Weaver, Virginia Weaver, Joseph Yngreso, Mirovic Yngreso, Vedesto Yngreso, Venandro Yngreso and Steven Zazuliak

## B. Debt Securities, Including Promissory and Convertible Notes

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

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

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	Reason for Issuance (e.g. Loan, Services, etc.)
12/31/14-3/31/16	\$105,339.35	\$73,228	\$32,111.35	Demand	None	Hans Wadsack	Working Capital
6/30/15	\$2,979.45	\$2,500	\$479.45	Demand	None	Sterling Mayfield	Working Capital
3/31/16	\$20,000	\$20,000	\$0	Demand	None	Sterling Mayfield	Working Capital
1/23/19	\$17,607.12	\$15,000	\$2,607.12	7/23/19	Number of shares to be issued upon conversion will be determined by dividing the amount to be converted by \$0.001	Hybrid Titan Management Group, LLC (William Alessibeneficial owner)	Working Capital
8/09/19	\$11,391.78	\$10,000	\$1,391.78	2/02/20	Number of shares to be issued upon conversion will be determined by dividing the amount to be converted by \$0.001	JanBella Group, LLC (William Alessibeneficial owner)	Working Capital
11/12/19	\$91,543.54	\$75,000	\$15,960.27	11/12/20	May convert into 50,000,000 shares of common stock upon default only	Antevorta Capital Partners, Ltd. (Julius Csurgo beneficial owner)	Working Capital

#### 4) Financial Statements

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

- U.S. GAAP  
 IFRS

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

Name: **Jona Barnes**  
Title: **Mallett & Barnes Tax Service**  
Relationship to Issuer: **Accounting Consultant**

**See Exhibit A for Financial Statements**

#### 5) Issuer's Business, Products and Services

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

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

On November 24, 2020, the Company announced the acquisition of 100% of the ownership equity of Everything Produce Inc. (a British Columbia, Canada Company) in exchange for 38,500,000 common shares of CBBB and the cancellation of 49,000,000 from a related party.

As a condition of the Merger, Nathan Nowak, the majority shareholder and President of Everything Produce, Inc., was appointed to serve as President, Chief Operating Officer, Secretary, Treasurer of the Company and as a member of our Board of Directors. Andrew Gaudet remains Chief Executive Officer and a Director.

On November 24, 2020, we issued 6,500,000 shares of common stock for debt reduction on the financial statements of Everything Produce, Inc.

Everything Produce is a produce broker that is based out of Richmond, British Columbia. Everything Produce is focused on becoming a leader in fresh produce sales and creating a substantial value-add business where secondary produce can be turned into products with a longer shelf life.

Everything Produce concentrates its efforts on sourcing its produce from South America and Central America where costs are lower and the growing season is longer. Our goal is to find growers in countries like Mexico, Colombia, and Costa Rica and provide opportunities to sell their produce into the USA and Canadian markets, bringing buyers and sellers together. On the value-add side, Everything Produce looks to take the secondary produce that doesn't make it to the markets and looks to create products like concentrate, freeze dried, and powder. Currently, Everything Produce has a freeze-dried fruit label called Happy Child, a product targeted at parents of small children that are looking for a healthy snack that has nothing added...just fruit.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

**Subsidiaries:**

Continental Beverage Inventory and Warehousing Ltd.

Continental Beverage Marketing and Promotion, Inc.

Subsidiaries have been inactive since 2016.

C. Describe the issuers' principal products or services, and their markets

See response for Item 5 above.

**6) Issuer's Facilities**

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

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

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

The Company does not own or lease any assets, properties or facilities.

The Company uses the offices of its chief executive officer, Andrew Gaudet, at no cost.

**7) Officers, Directors, and Control Persons**

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

Using the tabular format below, please provide information regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or 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
<u>Andrew Gaudet</u>	<u>CEO, CFO, Director</u>	<u>1189 Old Oak Dr. Oakville, ON Canada</u>	<u>6,000,000</u>	<u>Common</u>	<u>9.8%</u>	
<u>Daljit Bhardwaj</u>	<u>5% holder</u>	<u>7760 Gilley Ave. Burnaby BC V5J4Y2 Canada</u>	<u>4,900,000</u>	<u>Common</u>	<u>8.0%</u>	
<u>Bryan Teaton</u>	<u>5% holder</u>	<u>100 North 18<sup>th</sup> Street, Suite 300 Philadelphia, PA 19103</u>	<u>3,500,000</u>	<u>Common</u>	<u>5.7%</u>	
<u>Marlon Castillo</u>	<u>5% holder</u>	<u>309-8084 120A St. Surrey BC V3W 1V2 Canada</u>	<u>5,194,084</u>	<u>Common</u>	<u>8.5%</u>	
<u>John Jabat</u>	<u>5% holder</u>	<u>30 Falaise Pl Vancouver BC V5M 4C2 Canada</u>	<u>4,900,000</u>	<u>Common</u>	<u>8.0%</u>	
<u>Terrance Soh</u>	<u>5% holder</u>	<u>2101-33 Smithe St Vancouver BC V6B 0B5 Canada</u>	<u>4,800,000</u>	<u>Common</u>	<u>7.8%</u>	
<u>Peter Stone</u>	<u>5% holder</u>	<u>12632 113B Surrey BC V3V 3M9 Canada</u>	<u>4,900,000</u>	<u>Common</u>	<u>8.0%</u>	
<u>Nathan Nowak</u>	<u>5% holder</u>	<u>3849 154<sup>th</sup> St. Surrey BC V3Z0V3 Canada</u>	<u>7,480,738</u>	<u>Common</u>	<u>12.2%</u>	

(1) As of March 31, 2022 based on 61,075,035 shares outstanding.

(2) On October 23, 2020, Andrew Gaudet entered into a Share Cancellation Agreement in connection with the Company's Merger with Everything Produce, Inc. Under the terms of the Share Cancellation Agreement, Mr. Gaudet agreed to cancel 49,000,000 of his 50,000,000 shares of Common Stock, contingent upon the Company's Closing of the Merger with Everything Produce, Inc. Until that time, Mr. Gaudet's 49,000,000 shares are held in escrow. The shares have been cancelled. Following the planned share cancellation, Mr. Gaudet will retain 1,000,000 shares of the Company's Common Stock. He has a total of 6,000,000 shares of

common stock.

## 8) Legal/Disciplinary History

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

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

No

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;

No

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

No

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.

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

## 9) Third Party Providers

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

### Securities Counsel

Name: Scott Doney  
Firm: The Doney Law Firm  
Address 1: 4955 S. Durango Rd. Ste. 165  
Address 2: Las Vegas, NV 89113  
Phone: (702) 982-5686  
Email: scott@doneylawfirm.com

### Accountant or Auditor

Name: Jona Barnes.  
Firm: Mallett & Barnes Tax Service  
Address 1: 6136 Mission Gorge Road, Ste 125  
Address 2: San Diego, CA 92120  
Phone: (619) 326-0840  
Email: jonabarnes117@gmail.com

### Investor Relations Consultant

N/A

Other Service Providers

Provide the name of any other service provider(s) that that assisted, advised, prepared or provided information with respect to this disclosure statement. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

N/A

## 10) Issuer Certification

### *Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Andrew Gaudet certify that:

1. I have reviewed this Quarterly disclosure statement of Continental Beverage Brands Corporation;
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.

May 23, 2022

/s/ Andrew Gaudet

Andrew Gaudet - CEO

### *Principal Financial Officer:*

I, Andrew Gaudet certify that:

1. I have reviewed this Quarterly disclosure statement of Continental Beverage Brands Corporation;
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.

May 23, 2022

/s/ Andrew Gaudet

Andrew Gaudet - CFO

## Exhibit A

**CONTINENTAL BEVERAGE BRANDS CORPORATION**  
**Consolidated Balance Sheets**  
**(Unaudited)**

	<b>March 31, 2022</b>	<b>December 31, 2021</b>
<b>ASSETS</b>		
<b>Current assets:</b>		
Cash and cash equivalents	\$ 12	33
<b>Total current assets</b>	12	33
 <b>Total assets</b>	 \$ 12	 \$ 33
 <b>LIABILITIES AND SHAREHOLDERS' DEFICIT</b>		
<b>Current liabilities:</b>		
Accounts payable	\$ 167,550	\$ 116,149
Accrued expenses	92,355	82,620
Convertible Notes payable	25,000	25,000
Notes payable	109,950	109,950
Loans payable, related parties	137,200	102,069
<b>Total current liabilities</b>	532,054	435,788
<b>Shareholders' Deficit:</b>		
Common stock, \$ 0.001 par value; 100,000,000 shares authorized; 61,075,035 and 51,095,035 shares issued and outstanding at December 31, 2021 and 2020, respectively.	61,075	61,075
Reserved shares	8,825	8,775
Additional paid-in capital	15,446,436	15,441,486
Subscription receivable	-	(10,000)
Accumulated deficit	(16,048,378)	(15,937,091)
<b>Total shareholders' deficit</b>	(532,042)	(435,755)
 <b>Total liabilities and shareholders' deficit</b>	 \$ 12	 \$ 33

*See accompanying notes to consolidated financial statements.*

**CONTINENTAL BEVERAGE BRANDS CORPORATION**  
**Consolidated Statements of Operations**  
**(Unaudited)**

	<b>For the Three Months Ended March 31, 2022</b>	<b>For the Three Months Ended March 31, 2021</b>
	<u>                    </u>	<u>                    </u>
<b>Operating expenses:</b>		
General and administrative	34,899	38,714
Consulting	2,404	-
Professional fees	24,139	55,150
<b>Total operating expenses</b>	<u>61,441</u>	<u>93,864</u>
 <b>Loss from operations</b>	 <u>(61,441)</u>	 # <u>(93,864)</u>
 <b>Other income (expense):</b>		
Interest expense	(3,097)	(3,736)
Gain/(loss) on exchange	(46,748)	125
<b>Total other income (expense)</b>	<u>(49,845)</u>	<u>(3,611)</u>
 <b>Net income (loss)</b>	 \$ <u>(111,287)</u>	 \$ <u>(97,475)</u>
 <b>Net loss per share - basic and diluted</b>	 \$ <u>(0.00)</u>	 \$ <u>(0.00)</u>
 <b>Weighted average shares outstanding - basic and diluted</b>	 <u>61,075,035</u>	 <u>51,975,035</u>

*See accompanying notes to consolidated financial statements*

**Continental Beverage Brands Corporation**  
**Unaudited Consolidated Statements of Changes in Shareholders' Deficit**  
**For the Three Months Ended March 31, 2022 and 2021**

	Common Stock Shares	Common Stock Amount	Reserved Common Stock Shares	Reserved Common Stock Amount	Subscription Receivable	Additional Paid-in Capital	Accumulated Deficit	Total
<b>Balance at January 1, 2021</b>	<b>55,975,035</b>	<b>\$ 56,075</b>	<b>8,225,000</b>	<b>\$ 8,225</b>	<b>\$ -</b>	<b>14,237,113</b>	<b>\$(14,623,445)</b>	<b>\$ (322,032)</b>
Common stock issued	1,300,000	1,300				59,274		60,574
Common stock issued for debt	2,800,000	2,800	(2,800,000)	(2,800)	-	-		-
Common stock subscribed			550,000	550	(10,000)	54,450		55,000
Net Loss							(97,475)	(97,475)
<b>Balance at March 31, 2021</b>	<b>60,075,035</b>	<b>\$ 60,175</b>	<b>5,975,000</b>	<b>\$ 5,975</b>	<b>\$ (10,000)</b>	<b>\$14,350,837</b>	<b>\$(14,720,920)</b>	<b>\$ (303,933)</b>
<b>Balance at January 1, 2022</b>	<b>61,075,035</b>	<b>\$ 61,075</b>	<b>8,775,000</b>	<b>\$ 8,775</b>	<b>\$ (10,000)</b>	<b>15,441,486</b>	<b>\$(15,937,091)</b>	<b>\$ (435,755)</b>
Common stock subscribed			50,000	50	-	4,950		5,000
Common stock subscription paid					10,000			10,000
Net Loss							(111,287)	(111,287)
<b>Balance at March 31, 2022</b>	<b>61,075,035</b>	<b>\$ 61,075</b>	<b>8,825,000</b>	<b>\$ 8,825</b>	<b>\$ -</b>	<b>\$15,446,436</b>	<b>\$(16,048,378)</b>	<b>\$ (532,042)</b>

*See accompanying notes to consolidated financial statements*

**CONTINENTAL BEVERAGE BRANDS CORPORATION**  
**Unaudited Consolidated Statements of Cash Flows**

	<b>For the Three Months Ended March 31, 2022</b>	<b>For the Three Months Ended March 31, 2021</b>
<b>Cash flows from operating activities</b>		
Net loss	\$ (111,287)	\$ (97,475)
Adjustments to reconcile net loss to net cash used in operating activities:		
Accrued interest, notes payable	3,097	3,736
Foreign currency adjustment	46,748	22,847
Changes in operating assets and liabilities:		
Inventory	-	(95)
Prepaid expenses	-	19,550
Accounts payable	51,401	(6,293)
Accrued expenses	9,735	(40)
<b>Net cash used in operating activities</b>	<b>(306)</b>	<b>(57,770)</b>
<b>Cash flows from financing activities</b>		
Payments from loans payable, related parties	(20,615)	-
Payments from loans payable		(168,964)
Proceeds from loans payable, related parties	5,900	-
Proceeds from loans payable		164,118
Proceeds from notes payable	-	18,322
Proceeds from reserve of stock	15,000	-
Proceeds from issuance of stock	-	44,266
<b>Net cash provided by financing activities</b>	<b>285</b>	<b>57,742</b>
Net increase (decrease) in cash	(21)	(28)
Cash at beginning of period	33	77
Cash at end of period	\$ 12	\$ 49
<b>Supplemental Cash Flow Information:</b>		
Cash paid for interest	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -
<b>Non-cash investing and financing information:</b>		
Common stock issued in conversion of accounts payable	\$ -	\$ 497,185
Common stock issued in conversion of convertible notes payable	\$ -	\$ 100,000

*See accompanying notes to consolidated financial statements*

**CONTINENTAL BEVERAGE BRANDS CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**THREE MONTHS ENDED MARCH 31, 2022**  
**(UNAUDITED)**

**NOTE 1 - NATURE OF BUSINESS**

**ORGANIZATION**

Continental Beverage Brands Corporation (Formerly Hermes Jets, Inc.) (the “Company or “CBBB”) was incorporated in the State of Nevada on September 11, 2008. At that time the primary business of the Company was to act as a global broker for business and private jets by connecting travelers (corporations, institutions and wealthy private individuals) with executive aircraft that are independently owned and operated by third party companies or individuals. On February 5, 2015, the Company changed its name to better reflect its anticipated new business direction. The Company had received approval of its Federal Permit to distribute alcoholic beverages, which would be accomplished, through its subsidiaries, Continental Beverage Inventory and Warehousing Ltd., and promotional activities through Continental Beverage Marketing and Promotion Inc. In early 2016, the Company abandoned its activities and ceased to operate.

On November 24, 2020, the Company announced the acquisition of 100% of the ownership equity of Everything Produce Inc. (a British Columbia, Canada Company) in exchange for 38,500,000 common shares of CBBB.

On November 24, 2020, we issued 6,500,000 shares of common stock for debt reduction on the financial statements of Everything Produce, Inc.

The year end of the Company is December 31.

**BASIS OF PRESENTATION**

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States. Management is of the opinion that all necessary adjustments have been made to make these interim consolidated financial statements not misleading.

On October 2, 2020, the Company entered into a settlement agreement and stipulation (“Settlement Agreement”) with Antevorta Asset Partners LTD (“Antevorta”) in connection with the settlement of \$100,000 of bona fide obligations the Company owed to certain of its creditors. The Settlement Agreement was subject to Federal court fairness hearing, and on November 16, 2020, a Federal court granted approval of the Settlement Agreement. If satisfied in full, pursuant to the Settlement Agreement the Company shall reduce the Company’s debt obligations in exchange for the issuance of 11,025,000 shares of Company’s common stock, in multiple tranches, pursuant to the terms of section 3(a)(10) of the Securities Act of 1933, as amended. At no time may Antevorta beneficially own more than 4.99% of the Company’s outstanding common stock. As of March 31, 2022, 2,800,000 shares have been converted.

**NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES**

**GOING CONCERN**

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company currently has no operations with an accumulated deficit at March 31, 2022, of \$16,048,378. The Company intends to seek additional investment capital. The Company cannot be certain that it will be successful in this strategy, nor does it know if it will have the ability to raise any investment capital.

**CONTINENTAL BEVERAGE BRANDS CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**THREE MONTHS ENDED MARCH 31, 2022**  
**(UNAUDITED)**

These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

**USE OF ESTIMATES**

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**CASH AND CASH EQUIVALENTS**

For purposes of the statement of cash flows, cash equivalents include demand deposits, money market funds, and all highly liquid debt instruments with original maturities of six months or less.

**FINANCIAL INSTRUMENTS**

The FASB issued ASC 820-10, *Fair Value Measurements and Disclosures*, for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required by the standard that the Company uses to measure fair value:

- Level 1: Quoted prices in active markets for identical assets or liabilities
- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.
- Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

**CONCENTRATIONS AND CREDIT RISKS**

The Company's financial instruments that are exposed to concentrations and credit risk primarily consist of its cash.

*Cash* - The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited

**CONTINENTAL BEVERAGE BRANDS CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**THREE MONTHS ENDED MARCH 31, 2022**  
**(UNAUDITED)**

**SHARE-BASED COMPENSATION**

ASC 718, *Compensation – Stock Compensation*, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights.

Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized in the period of grant.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, *Equity – Based Payments to Non-Employees*. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

As of March 31, 2022, and 2021, respectively, there was \$0.0 of unrecognized expense related to non-vested stock-based compensation arrangements granted. There have been no options granted during the three months ended March 31, 2022, and 2021, respectively.

**INCOME TAXES**

The Company accounts for income taxes under ASC 740, *Income Taxes*. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. Deferred tax assets or liabilities were off-set by a 100% valuation allowance, therefore there has been no recognized benefit as of March 31, 2022, and December 31, 2021, respectively. Further it is unlikely with the change of control that the Company will have the ability to realize any future tax benefits that may exist.

**COMMITMENTS AND CONTINGENCIES**

The Company follows ASC 450-20, *Loss Contingencies*, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

**CONTINENTAL BEVERAGE BRANDS CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**THREE MONTHS ENDED MARCH 31, 2022**  
**(UNAUDITED)**

**EARNINGS PER SHARE**

Net income (loss) per share is calculated in accordance with ASC 260, *Earnings Per Share*. The weighted-average number of common shares outstanding during each period is used to compute basic earnings or loss per share. Diluted earnings or loss per share is computed using the weighted average number of shares and diluted potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at March 31, 2022, and 2021, respectively. Due to net operating loss, there is no presentation of dilutive earnings per share, as it would be anti-dilutive.

**FORGIVENESS OF INDEBTEDNESS**

The Company follows the guidance of AS 470.10 related to debt forgiveness and extinguishment. Debts of the Company are considered extinguished when the statute of limitations in the applicable jurisdiction expire or when terminated by judicial authority such as the granting of a declaratory judgment. Debts to related parties or shareholders are treated as capital transactions when forgiven or extinguished and credited to additional paid in capital. Debts to non-related parties are treated as other income when forgiven or extinguished.

**RECENT ACCOUNTING PRONOUNCEMENTS**

We have reviewed all the recently issued, but not yet effective, accounting pronouncements as set out below. We do not believe any of these pronouncements will have a material impact on the Company.

In August 2017, the FASB issued ASU No. 2017-12, *Derivatives and Hedging (Topic 815) Targeted Improvements to Accounting for Hedging Activities*, which simplifies the application of hedge accounting and enables companies to better portray the economics of their risk management activities in their financial statements. ASU 2017-12 is effective for our fiscal year 2020, including interim periods within the fiscal year, and requires modified retrospective application. This standard did not have a significant effect on our accounting policies or on our consolidated financial statements and related disclosures.

In February 2018, the FASB issued ASU No. 2018-02, *Income Statement – Reporting Comprehensive Income (Topic 220): Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income*, which will allow a reclassification from accumulated other comprehensive income to retained earnings for the tax effects resulting from the Tax Reform Act that are stranded in accumulated other comprehensive income. This standard also requires certain disclosures about stranded tax effects. This ASU, however, does not change the underlying guidance that requires that the effect of a change in tax laws or rates be included in income from continuing operations. ASU 2018-02 will be effective for our fiscal year 2020, with the option to early adopt at any time prior to the effective date. It must be applied either in the period of adoption or retrospectively to each period in which the effect of the change in the U.S. federal corporate income tax rate in the Tax Reform Act is recognized.

**CONTINENTAL BEVERAGE BRANDS CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**THREE MONTHS ENDED MARCH 31, 2022**  
**(UNAUDITED)**

In February 2018, the FASB issued ASU No. 2018-03, Technical Corrections and Improvements to Financial Instruments—Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities, which clarifies the guidance in ASU No. 2016-01, Financial Instruments – Overall (Subtopic 825-10) on certain issues related to financial instruments including, among other things, forward contracts and presentation requirements. ASU 2018-03 will be effective for our fiscal year 2019, including interim periods within the fiscal year. This standard did not have a significant effect on our accounting policies or on our consolidated financial statements and related disclosures.

**NOTE 3 – CONVERTIBLE NOTES PAYABLE**

On January 23, 2019, the Company issued a convertible note payable for \$15,000 with an interest rate of 24%. The note has a conversion rate of \$0.001.

On January 23, 2019, the Company issued a convertible note payable for \$10,000 with an interest rate of 8%. The note has a conversion rate of \$0.001.

**NOTE 4– NOTES PAYABLE**

The Company had notes payable totaling \$95,728 from certain related individuals. \$73,228 bear interest at the rate of 6% per annum. \$2,500 bear interest at the rate of 7% per annum and \$20,000 of advances in 2016 are non-interest bearing. All notes are due on demand and are unsecured.

On November 12, 2019, the Company issued a note payable in amount of \$75,000 with an Interest is payable at the rate of 10%. On, October 2, 2020, the Company entered into a settlement agreement and stipulation (“Settlement Agreement”) in connection with the settlement of \$100,000 of bona fide obligations the Company owed to this note. The Settlement Agreement was subject to Federal court fairness hearing, and on November 16, 2020, a Federal court granted approval of the Settlement Agreement. As of March 31, 2022, 2,800,000 shares have been converted. The balance due at March 31, 2022, is \$14,222.

**NOTE 5 - COMMITMENTS AND CONTINGENCIES**

**Risks and Uncertainties**

The Company’s operations are subject to significant risks and uncertainties including financial, operational and regulatory risks, including the potential risk of business failure.

The Company does not have employment contracts with its key employees, including the controlling shareholders who are officers of the Company.

**Legal and other matters**

In the normal course of business, the Company may become a party to litigation matters involving claims against the Company. The Company’s management is unaware of any pending or threatened assertions and there are no current matters that would have a material effect on the Company’s financial position or results of operations.

**CONTINENTAL BEVERAGE BRANDS CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**THREE MONTHS ENDED MARCH 31, 2022**  
**(UNAUDITED)**

**NOTE 6 – EQUITY**

We have 100,000,000 authorized shares of common stock with \$0.001 par value. As of March 31, 2022, there were 61,075,035 common shares issued and outstanding and as at March 31, 2022, there were 51,975,035 shares of common stock issued and outstanding. All shares are equal to each other with respect to liquidation and dividend rights. Holders of voting shares are entitled to one vote for each share that they own at any shareholders' meeting. Holders of our shares of common stock do not have cumulative voting rights.

Each share of common stock entitles the holder to one vote, either in person or by proxy, at meetings of shareholders. The holders are not permitted to vote their shares cumulatively. Accordingly, the shareholders of our common stock who hold, in the aggregate, more than fifty percent of the total voting rights can elect all of our directors and, in such event, the holders of the remaining minority shares will not be able to elect any of such directors. The vote of the holders of a majority of the issued and outstanding shares of common stock entitled to vote thereon is sufficient to authorize, affirm, ratify or consent to such act or action, except as otherwise provided by law.

Holders of common stock are entitled to receive ratably such dividends, if any, as may be declared by the Board of Directors out of funds legally available. We have not paid any dividends since our inception, and we presently anticipate that all earnings, if any, will be retained for development of our business. Any future disposition of dividends will be at the discretion of our Board of Directors and will depend upon, among other things, our future earnings, operating and financial condition, capital requirements, and other factors.

Holders of our common stock have no preemptive rights or other subscription rights, conversion rights, redemption or sinking fund provisions. Upon our liquidation, dissolution or winding up, the holders of our common stock will be entitled to share ratably in the net assets legally available for distribution to shareholders after the payment of all of our debts and other liabilities. There are not any provisions in our Articles of Incorporation or our Bylaws that would prevent or delay change in our control. There are no conversion, preemptive or other subscription rights or privileges with respect to any shares.

On February 4, 2021, we issued 2,800,000 shares of common stock, valued at \$0.00907 per share for debt reduction.

On February 23, 2021, 31,400,000 shares were issued regarding the acquisition of Everything Produce Inc. Recorded in financial statements on November 24, 2020.

On February 16, 2021, we issued 300,000 shares of common stock, valued at \$0.05 per share, for an investment in the Company's Private Placement.

On March 2, 2021, we issued 1,000,000 shares of common stock, valued at \$0.02 per share, for an investment in the Company's Private Placement.

On June 29, 2021, we issued 5,000,000 shares of common stock, valued at \$0.01 per share for services.

As of March 31, 2022, there were 600,000 shares subscribed for a total of \$60,000.

**NOTE 7 - SUBSEQUENT EVENTS**

Management has evaluated subsequent events through the date of filing the consolidated financial statements with OTC Markets, the date the consolidated financial statements were available to be issued.