

Youhuiba Industrial Group, Inc.

formerly known as

Absolute Health and Fitness, Inc.

A Nevada Corporation
50 West Liberty St

Suite 880
Reno, NV 89501

(212) 371-7799

9995

(Primary Standard Classification Code)

Quarterly Report

For the Quarter Ended: June 30, 2022
(the "Reporting Period")

As of August 09, 2022, the number of shares outstanding of our Common Stock are: 84,111,021

As of June 30, 2022 the number of shares outstanding of our Common Stock are: 84,111,021

As of December 31, 2021 the number of shares outstanding of our Common Stock was: 64,111,021

As of December 31, 2020 the number of shares outstanding of our Common Stock was: 64,111,021

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 ⁵ of the company has occurred over this reporting period:

Yes: ☐

No: ☒ *

⁵ "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 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.

Youhuiba Industrial Group – from March 2022 to present
Absolute Health and Fitness, Inc – from May 2004 to March 2022
Ornate Holdings, Inc. – September 2001 to May 2004
HawaiiLove.com – January 2000 to September 2001
Premier Enterprises Holding, Inc. – February 1999 – January 2000
Micronics International, Inc – August 1995 – February 1999

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):

Absolute Health and Fitness, Inc. ("the Company") was incorporated on August 1995, as a Delaware corporation under the name Micronics International, The issuer redomicile to the State of Nevada in August 1999. The issuer is incorporated in the State of Nevada in good standing and is "Active."

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

Trading was suspended for 10 days by the SEC pursuant to Section 12(k) of the Securities Exchange Act of 1934 from 9:30AM on 12-15-2004 until 11:59PM on 12-29-2004 because of questions raised regarding the accuracy of publicly disseminated information.

List any 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:

Unit 260, Building 6, No. 1, Jianshe Road
Chengdu, Chenghua District, Sichuan Province
China 610051

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:

Custodianship proceedings in Nevada: On June 7, 2021, the District Court of Clark County, Nevada, case number A21-833798-C, entered an Order Granting Application for Appointment (the "Order") of SSM Monopoly Corporation as Custodian of the Company. Pursuant to the Order, SSM Monopoly Corporation (the "Custodian") was given the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of the Company, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering into contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, was required to meet the requirements under the Nevada charter. On February 11, 2022, the Court ruled that the Custodian had performed its duties as required, and management of the Company was returned to the Company's Board of Directors.

2) Security Information

Trading symbol:	<u>AHFI</u>	
Exact title and class of securities outstanding:	<u>Common Stock ("Common Stock")</u>	
CUSIP:	<u>00387N102</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>100,000,000</u>	as of date: <u>August 9, 2022</u>
Total shares outstanding:	<u>84,111,021</u>	as of date: <u>June 30, 2022</u>

Number of shares in the public float⁶: 64,111,021 as of date: August 9, 2022
Total number of shareholders of record: 287 as of date: August 9, 2022

Additional class of securities (if any):

Trading symbol: N/A
Exact title and class of securities outstanding: Preferred Stock ("2021 Series A Preferred Stock")
CUSIP: N/A
Par or stated value: \$0.001

Total shares authorized: 1 as of date: August 9, 2022
Total shares outstanding: 1 as of date: June 30, 2022

Transfer Agent

Name: Issuer Direct Corporation
Email: Dominick.DalPizzol@issueraldirect.com
Address: 1 Glenwood Avenue, Suite 1001
Address 2: Raleigh, NC 27603
Tel.: 919-744-2722

Is the Transfer Agent registered under the Exchange Act⁷?

Yes: ☒ No: ☐

Item 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 periods: ☐

⁶ "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.

⁷ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Changes to the Number of Outstanding Shares

Number of Shares outstanding as of <u>12/31/2019</u>		Opening Balance: Common: <u>64,111,021</u> Preferred: <u>0</u>		*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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
<u>June 08, 2021</u>	<u>New Issuance</u>	<u>1</u>	<u>2021 Series A Preferred Stock</u>	<u>\$0.001</u>	<u>No</u>	<u>Kareem Monsour</u>	<u>Services</u>	<u>R</u>	<u>R</u>
<u>June 16, 2022</u>	<u>New Issuance</u>	<u>20,000,000</u>	<u>Common Stock</u>	<u>\$0.122</u>	<u>No</u>	<u>Jinfa Zhang</u>	<u>Services</u>	<u>R</u>	<u>R</u>

Shares Outstanding on June 30, 2022:	Ending Balance: Common: <u>84,111,021</u> Preferred: <u>1</u>	
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B. Debt Securities, Including Promissory and Convertible Notes

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

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):

Name: Mario Beckles
Title: Outside CPA, May 05 to present
Relationship to Issuer: Independent, no relationship

The unaudited Balance Sheets and Statements of Stockholders Deficit as of June 30, 2022 and December 31, 2021, Statements of Operations for the three and six months ended June 30, 2022 and 2021 and Statements of Cash flows the six months ended June 30, 2022 and 2021 are included at the end of this report.

5) Issuer's Business, Products and Services

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

No Operations.

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.

Subsidiary Name	Domicile	Address	Officer/Director	% Owned	Owned By
N/A					

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

None presently.

6) Issuer's Facilities

The Company uses the offices of its CEO at no cost.

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

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	Note
<u>Jinfa Zhang</u>	<u>Officer/Director/Owner of more than 5%,</u>	<u>Brooklyn, NY</u>	<u>-1-</u>	<u>Special 2021 Series A Preferred</u>	<u>100%</u>	<u> </u>
<u>Mike Clark</u>	<u>Officer/Director/Owner of more than 5%</u>	<u>Sugar Land, TX</u>	<u>36,000,000</u>	<u>Common Stock</u>	<u>42.80%</u>	
<u>John A Diaz</u>	<u>Officer/Director/Owner of more than 5%</u>	<u>Houston, TX</u>	<u>6,060,001</u>	<u>Common Stock</u>	<u>7.21%</u>	
<u>Carole D Hlozek</u>	<u>Officer/Director/Owner of more than 5%</u>	<u>Houston, TX</u>	<u>6,020,000</u>	<u>Common Stock</u>	<u>7.16%</u>	
<u>Ryzcek Investment GMBH</u>	<u>Officer/Director/Owner of more than 5%</u>	<u>Nassau, Bahamas</u>	<u>6,024,877</u>	<u>Common Stock</u>	<u>7.16%</u>	
<u>Jinfa Zhang</u>	<u>Officer/Director/Owner of more than 5%,</u>	<u>Brooklyn, NY</u>	<u>18,904,940</u>	<u>Common Stock</u>	<u>22.48%</u>	

8) Legal/Disciplinary History

A. Criminal and legal proceedings of Officers, Directors and Control Persons.

The person listed above has not, 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);
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 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.

None.

9) Third Party Providers

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

Securities Counsel

Name: John Lowy
Firm: John B. Lowy, P.C.
Address 1: 1345 Avenue of the Americas, Second Floor
Address 2: New York, NY 10105
Phone: +1 212-371-7799
Email: johnl@johnlowylaw.com

Accountant:

Name: Mario A. Beckles
Firm: Beckles & Co
Address 1: 1930 Harrison Street, Suite 501
Address 2: Hollywood, FL 33020
Phone: 954-251-2005
Email: mbeckles@becklescpa.com

Investor Relations Consultant: N/A

Other Service Providers: N/A

Item 10. Issuer Certification

Principal Executive Officer:

I, Jinfa Zhang, certify that:

1. I have reviewed this quarterly statement of Youhuiba Industrial Group, Inc., formerly Absolute Health and Fitness, 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 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.

Date: August ~~11th~~ 2022
Signature: /s/ Jinfa Zhang Jinfa Zhang
Name: Jinfa Zhang
Title: President and CEO

Principal Financial Officer:

I, Jinfa Zhang, certify that:

1. I have reviewed this quarterly statement of Youhuiba Industrial Group, Inc., formerly Absolute Health and Fitness, 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 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.

Date: August ~~11th~~ 2022
Signature: /s/ Jinfa Zhang Jinfa Zhang
Name: Jinfa Zhang
Title: Chief Financial Officer

YOUHUIBA INDUSTRIAL GROUP, INC.
formerly
ABSOLUTE HEALTH AND FITNESS, INC.
BALANCE SHEETS
(Unaudited)

	June 30, 2022	December 31, 2021
ASSETS		
CURRENT ASSETS:		
Cash	-	-
TOTAL ASSETS	\$ -	\$ -
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	13,605	-
Notes payable	31,572	5,000
Total current liabilities	45,177	5,000
Commitments and Contingencies	-	-
STOCKHOLDERS' DEFICIT		
2021 Series A Preferred stock, par value \$0.001 per share; 1 shares authorized; 1 shares issued and outstanding as of June 30, 2022 and December 31, 2021	-	-
Common stock, par value \$0.001 per share; 25,000,000 shares authorized; 84,111,021 and 64,111,021 shares issued and outstanding as of June 30, 2022 and December 31, 2021, respectively	84,111	64,111
Additional paid in capital	224,000	-
Accumulated deficit	(353,288)	(69,111)
Total stockholders' deficit	(45,177)	(5,000)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ -	\$ -

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

YOUHUIBA INDUSTRIAL GROUP, INC.
formerly
ABSOLUTE HEALTH AND FITNESS, INC.
STATEMENTS OF OPERATIONS
(Unaudited)

	For the three months ended June 30,		For the six months ended June 30,	
	2022	2021	2022	2021
	\$	\$	\$	\$
	-	-	-	-
Operating expenses				
Consulting fees	244,000	-	244,000	-
Legal fees	9,500	-	27,293	-
Audit and accounting fees	1,500	-	3,300	-
Registration expense	3,605	-	6,105	-
General and administrative	3,479	-	3,479	-
Total operating expense	262,084	-	284,177	-
Net loss	<u>\$ (262,084)</u>	<u>\$ -</u>	<u>\$ (284,177)</u>	<u>\$ -</u>
Net loss per common share – basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average common shares outstanding – basic and diluted	67,407,724	64,111,021	65,759,373	64,111,021

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

YOUHUBA INDUSTRIAL GROUP, INC.
formerly
ABSOLUTE HEALTH AND FITNESS, INC.
STATEMENT OF STOCKHOLDERS' DEFICIT
FOR THE SIX MONTHS ENDED JUNE 30, 2022 AND 2021
(Unaudited)

Statement of Stockholders' Deficit for the six months ended June 30, 2022

	Preferred Stock		Common Stock		Capital	Accumulated	Total
	Number of Shares	Par Value	Number of Shares	Par Value	Deficiency	Deficit	Stockholders' Deficit
Balance - December 31, 2021	1	\$ -	64,111,021	\$ 64,111.02	\$ -	(69,111)	\$ (5,000)
Net loss						(22,093)	(22,093)
Balance - March 31, 2022	-	\$ -	64,111,021	\$ 64,111.02	\$ -	(91,204)	\$ (27,093)
Common stock issued for services			20,000,000	20,000.00	224,000		244,000
Net loss						(262,084)	(262,084)
Balance - June 30, 2022	1	\$ -	84,111,021	\$ 84,111	\$ 224,000	(353,288)	\$ (45,177)

Statement of Stockholders' Deficit for the six months ended June 30, 2021

	Common Stock		Capital	Accumulated		Total
	Number of Shares	Par Value		Deficiency	Deficit	
Balance - December 31, 2020	64,111,021	\$ 64,111	\$ -	(64,111)	\$ -	
Net loss	-	-	-	-	-	
Balance - March 31, 2021	64,111,021	\$ 64,111	\$ -	(64,111)	\$ -	
Net loss	-	-	-	-	-	
Balance - June 30, 2021	64,111,021	\$ 64,111	\$ -	(64,111)	\$ -	

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

YOUHUIBA INDUSTRIAL GROUP, INC.
formerly
ABSOLUTE HEALTH AND FITNESS, INC.
STATEMENTS OF CASH FLOWS
FOR THE PERIOD
(Unaudited)

	For the Six Months Ended June 30,	
	2022	2021
OPERATING ACTIVITIES:		
Net Loss	\$ (284,177)	\$ -
Adjustments to reconcile net loss to net cash (used in) operating activities:		
Common stock issued for services	244,000	-
Changes in assets and liabilities		
Accounts payable and accrued expenses	13,605	-
Loan payable – related party	26,572	-
NET CASH USED IN OPERATING ACTIVITIES	-	-
INVESTING ACTIVITIES		
None	-	-
NET CASH USED IN INVESTING ACTIVITIES	-	-
FINANCING ACTIVITIES		
None	-	-
NET CASH PROVIDED BY FINANCING ACTIVITIES	-	-
FOREIGN CURRENCY TRANSLATION	-	-
NET (DECREASE) INCREASE IN CASH	-	-
CASH – BEGINNING OF PERIOD	987	-
CASH – END OF PERIOD	\$ 987	\$ -
SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:		
Cash paid during the periods for:		
Interest	-	-
Taxes	-	-
Non-cash investing and financing activities:		
None	-	-

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

YOUHUIBA INDUSTRIAL GROUP, INC.
Formerly
ABSOLUTE HEALTH AND FITNESS, INC.

NOTES TO FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2022
AND FOR THE YEAR ENDED DECEMBER 31, 2021
(Unaudited)

Note 1 – Organization and basis of accounting

Organization

Absolute Health and Fitness, Inc. (the “Company”, “we”, “us” or “our”), a Nevada corporation, has a fiscal year end of December 31 and is listed on the OTC Pink Markets under the trading symbol AHFI. The Company had abandoned its business and failed to take steps to dissolve, liquidate and distribute its assets. It had also failed to meet the required reporting requirements with the Nevada Secretary of State, hold an annual meeting of stockholders and pay its annual franchise tax from 2005 to 2021 which resulted in its Nevada charter being revoked. The Company also failed to provide adequate current public information as defined in Rule 144, promulgated under the Securities Act of 1933, and was thus subject to revocation by the Securities and Exchange Commission pursuant to Section 12(k) of the Exchange Act. On April 29, 2021, a shareholder filed a petition for custodianship, with the District Court, Clark County, Nevada and was appointed as the custodian of the Company on June 7, 2021. The Company’s Nevada charter was reinstated on June 10, 2021, and all required reports were filed with the State of Nevada soon after. The Company remains inactive as of the date of this report and is currently taking steps to provide adequate current public information to meet the requirements under the Securities Act of 1933. The custodian was not able to recover any of the Company’s accounting records from previous management but was able to get the shareholder information hence the Company’s outstanding common shares were reflected in the equity section of the accompanying unaudited financial statements for fiscal year ended 2021 and 2020.

The issuer was incorporated in the State of Delaware in August 1995 as Micronics International, Inc. The issuer amended its Articles of Incorporation to change its name to Premier Enterprises Holding, Inc. in February 1999. The issuer redomiciled to the State of Nevada in August 1999. The issuer amended its Articles of Incorporation to change its name to HawaiiLove.com in January 2000. The issuer amended its Articles of Incorporation to change its name to Ornate Holdings Inc. until September 2001. The issuer amended its Articles of Incorporation to change its name to Absolute Health and Fitness, Inc. in May 2004.

On February 11, 2021, SSM Monopoly Corporation, a shareholder of the Company, served a demand to the Company, at the last address of record, to comply with the Nevada Secretary of State statutes N.R.S. 78.710 and N.R.S. 78.150. On April 29, 2021, a petition was filed against the Company in the District Court of Clark County, Nevada, entitled “In the Matter of ABSOLUTE HEALTH AND FITNESS, INC., a Nevada corporation” under case number A-21-833798-C by SSM Monopoly Corporation, along with an Application for Appointment of Custodian, after several attempts to locate prior management and reinstate the Company’s Nevada charter, which had been revoked.

On June 7, 2021, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of SSM Monopoly Corporation LLC (the “Order”), as Custodian of the Company. Pursuant to the Order, the SSM Monopoly Corporation (the “Custodian”) has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter. On June 8, 2021, the Custodian appointed Kareem Mansour as the Company’s sole officer and director.

On June 8, 2021, the Custodian designated one share of preferred stock as Special 2021 Series A Preferred Stock at par value of \$0.001. The Special 2021 Series A Preferred has 60% voting rights over all classes of stock and is convertible into 100,000,000 shares of the Company’s common stock.

On June 8, 2021, the Custodian granted to itself, one share of preferred stock, Special 2021 Series A Preferred Stock at par value of \$0.001. On June 10, 2021, the Company filed a Certificate of Revival with the Secretary State of the State of Nevada, which reinstated the Company's charter and appointed a new Resident Agent in Nevada. The company is currently a nonoperating shell.

On March 03, 2022, the Company changed its name to Youhuiba Industrial Group, Inc.

Note 2 – Summary of significant accounting policies

Basis of presentation

The accompanying unaudited quarterly financial statements have been prepared in accordance with generally accepted accounting principles for financial information and with the instructions to OTC Markets Alternative Reporting Standard.

Use of Estimates

The preparation of the financial statements in conformity with 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 financial statements and the reported amount of revenues and expenses during the reporting period. The management makes its best estimate of the outcome for these items based on information available when the financial statements are prepared. Actual results could.

Subsequent Event

The Company evaluated subsequent events through the date when financial statements are issued for disclosure consideration.

Adoption of Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

Note 3- Going Concern

The accompanying financial statements have been prepared assuming the continuation of the Company as a going concern. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and is dependent on debt and equity financing to fund its operations. The accompanying financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

Management anticipates that the Company will be dependent, for the near future, on borrowings from related party to fund operating expenses. In light of management's efforts, there are no assurances that the Company will be successful in any of its endeavors or become financially viable and continue as a going concern. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or amounts and classification of liabilities that might result from this uncertainty.

Note 4 – Related party transactions

During the six months ended June 30, 2022, the Company Custodian paid a total of \$26,572 in company related expenses such as legal and registration fees. As of June 30, 2022, a total of \$31,572 was owed to the Custodian. This loan is unsecured, non-interest bearing, and has no specific terms for repayment.

Note 5 – Common stock

On June 16, 2022, the Company issued 20,000,000 shares of common stock to its CEO for services valued at \$0.12 per share or a total of \$244,000.

As of June 30, 2022, a total of 84,111,021 shares of common stock with par value \$0.001 are issued and outstanding.

Note 6 – Preferred stock

Preferred Stock

On June 8, 2021, the Custodian granted to itself, one share of preferred stock, Special 2021 Series A Preferred Stock at par value of \$0.001.

The following is a description of the material rights of our Special 2021 Series A Convertible Preferred Stock: Each share of Series A convertible Preferred Stock shall have a par value of \$0.001 per share. The Series A Preferred Stock shall vote on any matter that may from time to time be submitted to the Company's shareholders for a vote. The 2021 Series A Preferred Stock stockholder is entitled to 60% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis)) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action or consideration. The 2021 Series A Preferred Stock shall not be divided into fractional shares, on a one for one basis. If the Company effects a stock split which either increases or decreases the number of shares of Common Stock outstanding and entitled to vote, the voting rights of the Series A shall not be subject to adjustment unless specifically authorized.

Each share of Special 2021 Series A Convertible Preferred Stock shall be convertible into 1,000,000,000 share of Common Stock ("Conversion Ratio"), at the option of a Holder, at any time and from time to time, from and after the issuance of the Series A Preferred Stock.

In the event of any liquidation, dissolution or winding up of the Corporation, either voluntary or involuntary, subject to the rights of any existing series of Preferred Stock or to the rights of any series of Preferred Stock which may from time to time hereafter come into existence, the holders of the Series A Preferred Stock shall not be entitled to receive, prior and in preference to any distribution of any of the assets of the Corporation to the holders of Common Stock by reason of their ownership thereof, an amount per share equal to the price per share actually paid to the Corporation upon the initial issuance of the Series A Preferred Stock (each, the "the Original Issue Price") for each share of Series A Preferred Stock then held by them, plus declared but unpaid dividends. Unless the Corporation can establish a different Original Issue Price in connection with a particular sale of Series A Preferred Stock, the Original issue price shall be \$0.001 per share for the Series A Preferred Stock. If, upon the occurrence of any liquidation, dissolution or winding up of the Corporation, the assets and funds thus

As of June 30, 2022, 1 shares of 2021 Series A convertible preferred stock, with par value of \$0.001, remains outstanding.

Note 7 – Subsequent Event

The Company's management evaluated subsequent events through the date the financial statements were issued and there were no subsequent events to report.