

GALENFEHA, INC.

Quarter Ending June 30, 2022 and Fiscal Year Ending December 31, 2021 Quarterly Report

Address 1421 Oglethorpe Road
West Palm Beach, Florida 33405
Telephone 561-440-5660
CIK 0001574676
Symbol GLFH
SIC Code 6719- Offices of Holding Companies

Industry Sector Year Software Development
Technology12/31

The pronouns "we", "us", "our" and the equivalent used in this annual report mean Galenfeha, Inc. In the notes to our financial statements, the "Company" means Galenfcha, Inc. The pronoun "you" means the reader of this annual report.

FORWARD-LOOKING STATEMENTS

Certain statements made in this Annual Report are "forward-looking statements" (within the meaning of the Private Securities Litigation Reform Act of 1995) regarding the plans and objectives of management for future operations. Such statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. The forward-looking statements included herein are based on current expectations that involve numerous risks and uncertainties. Our plans and objectives are based, in part, on assumptions involving the continued expansion of business. Assumptions relating to the foregoing involve judgments with respect to, among other things, future economic, competitive and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and many of which are beyond our control. Although our management believes its assumptions underlying the forward-looking statements are reasonable, any of the assumptions could prove inaccurate and, therefore, there can be no assurance the forward-looking statements included in this Report will prove to be accurate. In light of the significant uncertainties inherent in the forward-looking statements included herein, the inclusion of such information should not be regarded as a representation that our objectives and plans will be achieved.

DESCRIPTION OF BUSINESS

Galenfeha was incorporated on March 14, 2013 in the state of Nevada. Our corporate office is located at 1421 Oglethorpe Drive West Palm Beach, Florida 33405 and our telephone number is 561-440-5660. Our website is www.galenfeha.com

Current Strategic Business Plan

The Registrant's current strategic business plan calls for it to operate as a consulting and holding company operating in three diverse areas through subsidiaries. The three diverse areas in which the Registrant intends to concentrate through subsidiaries are:

1. Software Services
2. Real Estate Services and Consulting

Through traditional acquisition of development stage and seasoned operating companies, the Company's Board of Directors will concentrate on positive business opportunities in the related industries stated above.

A condensed version of our 2022 Statement of Work is as follows:

1. Explore investments both private and public
2. Develop new technologies for engineering, manufacturers, and product life cycles
3. Formulate applications for new technologies recently developed
4. Commercialize new technology and products

Since our inception on March 14, 2013, through December 31, 2021, we have not been profitable on a consistent basis.

In December 2020, new management and directors were appointed to the Company. Ryan Tyszkow and Danell L. Peterson were added to the Board of Directors and became officers of the Company.

In January 2021, the Company executed employment contracts with Mr. Tyszkow and Mr. Peterson amounting to \$150,000 per person annually payable with common stock. The Company issued 1,500,000 shares each, to Mr. Tyszkow and Mr. Peterson in 2021 as payment for the employment of their services for fiscal year 2021.

On November 24, 2021 the Company entered into a definitive agreement with Ryan Tyszkow the then Chief Executive Officer and Director of the Company. The transaction resulted in the Company selling the subsidiaries acquired during 2021 to Mr. Tyszkow resulting in a total elimination of debt to him or his personal companies, a return of the shares received for the employment contract and a return of all shares issued for the transactions.

There is a substantial risk that we may never generate enough revenues to become profitable, and might have to discontinue operations, resulting in the loss of your entire investment.

ITEM 2 - DESCRIPTION OF PROPERTIES

We do not own any real property.

As of January 1, 2022 the Company changed headquarters to:

*1421 Oglethorpe Road West Palm Beach,
Florida 33405*

To date the Company's CEO and Director has provided the facilities at no cost to the shareholders, however, there are no assurances that the current arrangement will continue.

ITEM 3 – LEGAL PROCEEDINGS

We are not engaged in any legal or administrative proceeding and believe none are threatened against us.

ITEM 4- COMPENSATION AND DIVIDENDS

Dividends

To date, we have not paid dividends on shares of our common stock and we do not expect to declare or pay dividends on shares of our common stock in the foreseeable future. The payment of any dividends is within the discretion of our board of directors and will depend upon our future earnings, if any, our financial condition, and other factors deemed relevant by our Board of Directors.

Equity Compensation Plans

No shares were issued under this former agreement in Fiscal Year 2022.

As of September 17, 2021 the Company terminated the Employee Resale Restriction Agreement and the Equity Compensation Plan originally filed October 17, 2013.

Recent Sales of Unregistered Securities

The Company made no private sales of common stock in the three months ended June 30, 2022.

ITEM 5 - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Overview

During 2019 the Company paid off all outstanding obligations and notes except to the CEO/Director. In 2020 the Company paid out outstanding obligations to the then Chief Executive Officer. The Company has not borrowed nor has been under any obligation to a 3rd party as of quarter ending June 30, 2022 and year ended December 31, 2021.

A condensed version of our 2022 Statement of Work is as follows:

1. Explore investments both private and public
2. Develop new technologies for product development, engineering, and manufacturers
3. Formulate applications for new products recently developed
4. Commercialize new technology and products

Results of Activities

For the Fiscal Year Ending June 30, 2022 and December 31, 2021 Results

of Operations

Revenues

Our revenues were \$0 for the year ended June 30, 2022.

Cost of Revenues

Our cost of revenue was \$-0- for the year ended June 30, 2022. The cost of revenues were administrative functions in 2021 and most of the services were provided by the previous CEO, Ryan Tyszkow.

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Impact of Inflation

We believe that the rate of inflation has had a negligible effect on our operations.

Future Financings

We will continue to rely on equity sales of our common shares in order to continue to fund our business operations. Issuances of additional shares will result in dilution to existing stockholders. You have no assurance that we will achieve any additional sales of the equity securities for debt or other financing to fund planned acquisitions and Development activities.

Off-Balance Sheet Arrangements

We have no off-balance sheet arrangements that have or are reasonably likely to have a effect or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to stockholders.

Critical Accounting Policies

Our financial statements and accompanying notes have been prepared in accordance with United States generally accepted accounting principles applied on a consistent basis. 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, the disclosure of contingent assets and liabilities at the date of the financial statements and the related amounts of revenues and expenses during the reporting periods.

We regularly evaluate the accounting policies and estimates that we use to prepare our financial statements. A complete summary of these policies is included in the notes to our financial statements. In general, management's estimates are based on historical experience, on information from third party professionals, and on various other assumptions that are believed to be reasonable under the facts and circumstances. Actual results could differ from those estimates made by management.

Recently Issued Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company 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.

Contractual Obligations

None to report as of June 30, 2022.

FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA
Galenfeha, Inc.
3 Months Ending June 30, 2022 and Year Ended December 31, 2021

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GALENFEHA, INC.

CONSOLIDATED BALANCE SHEET
(UNAUDITED)

Quarter Ending June 30, 2022 and Year Ended December 31, 2021

	6/30/2022	12/31/2021
ASSETS:		
CURRENT ASSETS		
Cash and cash equivalents	\$ 55	\$ 55
Accounts receivable	\$ -	\$ -
Employee Receivable	\$ -	\$ -
Inventory	\$ -	\$ -
Other Current Asset	\$ -	\$ -
Due to Affiliates	\$ -	\$ -
Prepaid Asset	\$ -	\$ -
Total current assets	<u>\$ 55</u>	<u>\$ 55</u>
Property and equipment, (net of accumulated depreciation)	\$ -	\$ -
Goodwill	\$ -	\$ -
Deposits	\$ -	\$ -
Other	\$ -	\$ -
TOTAL ASSETS	<u>\$ 55</u>	<u>\$ 55</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	\$ 150,000	\$ 150,000
Credit Card Payable	\$ -	\$ -
State and Local Taxes Payable	\$ -	\$ -
Due to officer and related parties	\$ 5,450	\$ -
Total current liabilities	<u>\$ 155,450</u>	<u>\$ 150,000</u>
Long term notes payable	\$ -	\$ -
Total liabilities	<u>\$ 155,450</u>	<u>\$ 150,000</u>
STOCKHOLDERS' EQUITY (DEFICIT)		
Preferred stock		
Preferred A shares: Authorized: 20,000,000 shares		
\$0.001 par value		
19,300,000 issued and outstanding	\$ 19,300	\$ 19,300
Preferred B shares: Authorized: 29,000,000 shares		
\$0.001 par value		
12,700,000 issued and outstanding	\$ 12,700	\$ 12,700
Preferred C shares: Authorized: 1,000,000 shares		
\$0.001 par value		
1 share issued and outstanding	\$ 1	\$ 1
Common stock		
Authorized: 150,000,000 common shares,		
\$0.001 par value,		
83,825,679 issued and outstanding	\$ 83,825	\$ 83,825
Additional paid-in capital	\$ 3,794,169	\$ 3,794,169
Treasury Stock	\$ (70,437)	\$ (70,437)
Accumulated deficit	\$ (3,989,503)	\$ (3,931,610)
Net Income	\$ (5,450)	\$ (57,893)
Total stockholders' equity (deficit)	<u>\$ (155,395)</u>	<u>\$ (149,945)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY(DEFICIT)	<u>\$ 55</u>	<u>\$ 55</u>

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

GALENFEHA, INC.
(UNAUDITED)
INCOME STATEMENT
For Fiscal Quarter Ended June 30, 2022 and December 31, 2021

	June 30, 2022	December 31, 2021
Revenues	\$ -	\$ 128,000
Less: Cost of Sales	\$ -	\$ -
	<u>\$ -</u>	<u>\$ 128,000</u>
Operating Expenses:		
General and administrative	\$ -	\$ 23,893
Payroll expenses	\$ -	\$ 150,000
Professional fees	\$ 5,450	\$ 12,000
Depreciation and amortization expense	\$ -	\$ -
Total operating expenses	<u>\$ 5,450</u>	<u>\$ 185,893</u>
 Income (loss) from operations	 <u>\$ (5,450)</u>	 <u>\$ (57,893)</u>
 Other (expense) income:		
Miscellaneous income	\$ -	0
Realized loss on sale of investments	\$ -	\$ -
Unrealized loss on investments	\$ -	\$ -
Interest expense	\$ -	\$ -
Gain on derivative instruments	\$ -	\$ -
Total other (expense)	<u>\$ -</u>	<u>\$ -</u>
Net income (loss)	<u>\$ (5,450)</u>	<u>\$ (57,893)</u>
 Net income per share, basis and diluted	 \$ (0.001)	 \$ 0.0010
 Weighted average number of common shares outstanding, basic and diluted	 <u>83,825,679</u>	 <u>80,942,773</u>

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

GALENFEHA, INC.
Consolidated Statements of Equity (Deficit)
For the Quarter Ending June 30, 2022, and Fiscal Year End 2021
(UnAUDITED)

	Preferred Series A		Preferred Series B		Preferred Series C		Common Stock		Additional Paid-in Capital		Accumulated Deficit		Total Equity (Deficit)	
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Amount	Amount	Deficit	Deficit	Equity	(Deficit)
Balance -	-													
31-Dec-19	-	19,300	12,000,000	\$ 12,001			83,025,679	\$ 83,025	\$ 3,763,437	\$ (3,879,923)	\$ (2,251)			
Conversion debt to shares														
Conversion Pfd to shares														
Conversion Common to Pfd		0 \$		0 \$										
Repurchase and			700,000	\$ 700			(700,000)	\$ (700)						0
cancellation of common shares														
Derivative liability														
extinguished on conversion														
Net income														
31-Dec-20	-	19,300	12,700,000	\$ 12,701			82,325,679	\$ 82,325	\$ 3,763,437	\$ (3,777,712)	\$ 99,960			
Prior Period adjustments														
Issue Pfd C shares														
Conversion Common to Pfd		0 \$		0 \$		1 \$								1
Repurchase and														
cancellation of common shares														
Employment stock Issued														
Sale of Subsidiaries							1,500,000	\$ 1,500	\$ 148,500	\$ (96,005)	\$ (213,773)			
Net income														
31-Dec-21	-	19,300	12,700,000	\$ 12,701.00			83,825,679	\$ 83,825	\$ 3,794,169	\$ (3,931,610)	\$ (149,945)			
Net Income														
6/30/2022		19,300	12,700,000	\$ 12,701.00		1 \$	83,825,679	\$ 83,825	\$ 3,794,169	\$ (3,937,060)	\$ (155,395)			

GALENFEHA, INC.
Consolidated Statements of Cash Flows
For the Fiscal Quarter Ending June 30, 2022 and Year Ended December 31, 2021
(UNAUDITED)

	June 30, 2022	December 31, 2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income(loss)	\$ (5,450)	\$ (57,893)
Adjustments to reconcile net income(loss) to net cash provided by (used in) operating activities:		
Depreciation and amortization	\$ -	\$ -
Change in Equity from sale	\$ -	\$ 107,988
	\$ -	\$ -
Changes in operating assets and liabilities:		
Accounts receivable	\$ -	\$ -
Accrued Income	\$ -	\$ (456,000)
Due to (from) related party	\$ -	\$ -
Inventory	\$ -	\$ -
Prepaid expenses and other current assets	\$ -	\$ -
Accounts payable and accrued liabilities	\$ 5,450	\$ (150,000)
Net cash provided by (used in) operating activities	<u>\$ -</u>	<u>\$ (555,905)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
		\$ -
		\$ -
Purchase of property and equipment	\$ -	\$ -
Goodwill	\$ -	\$ -
Cash assumed in acquisition of subsidiary	\$ -	\$ -
Net cash provided by (used in) investing activities	<u>\$ -</u>	<u>\$ -</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments from credit cards	\$ -	\$ -
Net cash provided by (used in) financing activities	<u>\$ -</u>	<u>\$ -</u>
CHANGE IN CASH AND CASH EQUIVALENTS	\$ -	\$ 555,451
Cash and cash equivalents at beginning of period	\$ 55	\$ 509
Cash and cash equivalents at end of period	<u>\$ 55</u>	<u>\$ 555,960</u>
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION		
Cash paid for:		
Interest	\$ -	\$ -
Income Taxes	\$ -	\$ -
Non -Cash Transactions		\$ (150,000)
Common stock issued for debt conversion	0	0
Derivative liability extinguished on conversion	\$ -	\$ -
Fixed assets purchased through accounts payable	\$ -	\$ -
Fixed assets purchased through notes payable	\$ -	\$ -

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

Galenfeha, Inc.
Notes to Consolidated Financial Statements
June 30, 2022 and Year End December 31, 2021

NOTE 1 - BASIS OF PRESENTATION

Galenfeha was incorporated on March 14, 2013 in the state of Nevada. Our corporate office is located at 1421 Oglethorpe Road West Palm Beach, Florida 33409. Our website is www.galenfeha.com

Unless otherwise indicated, the "Company" as used throughout the remainder of the notes, refers to the C111Tent Company. A condensed version of our June 30, 2022 Statement of Work is as follows:

1. Explore investments both private and public
2. Develop new technologies for product development, engineering, and manufacturers
3. Formulate applications for new products recently developed
4. Commercialize new technology and products

NOTE 2 - GOING CONCERN

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. The Company has a working capital deficit and limited cash flows from operations. These conditions raise substantial doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon the Company's ability to achieve a level of profitability. The Company intends on financing its future development activities and its working capital needs largely from the cash flow from related party funding sale of public equity securities and some additional funding from traditional financing sources, including term notes and credit card facilities. The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PRESENTATION

The Financial Statements have been prepared using the accrual basis of accounting in accordance with Generally Accepted Accounting Principles ("GAAP") of the United States (See Note 2 regarding the assumption that the Company is a "going concern"). Certain prior period amounts have been reclassified to conform to current period presentation.

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 the 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 period. These estimates and assumptions also affect the reported amounts of revenues, costs, and expenses during the reporting period. Management evaluates these estimates and assumptions on a regular basis. Actual results could differ from those estimates.

REVENUE RECOGNITION

Prior to January 1, 2018, the Company recognized revenue when all of the following conditions were satisfied: (1) there is persuasive evidence of an arrangement; the service has been provided to the customer; (3) the amount of fees to be paid by the customer is fixed or determinable; and (4) the collection of its fees is reasonably assured, pursuant to the guidance provided by Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 605.

On January 1, 2018, The Company adopted FASB ASC Topic 606, Revenue from Contracts with Customers. The Company primarily earns revenue from services related to sewage and waste water construction projects. Revenue is recognized when control of the services is transferred to the customer in an amount that reflects the consideration the Company expects to be entitled to in exchange for the services.

Revenue is recognized based on the following five step model:

- Identification of the contract with a customer
- Identification of the performance obligations in the contract
- Determination of the transaction price
- Allocation of the transaction price to the performance obligations in the contract
- Recognition of revenue when, or as, the Company satisfies a performance obligation

Performance Obligations

Revenues are recognized when all the following criteria are satisfied: (i) a contract with an end user exists which has commercial substance; (ii) it is probable the Company will collect the amount charged to the end user; and (iii) the Company has completed its performance obligation whereby the end user has received the benefit of the services. A contract with commercial substance exists once the Company receives and accepts a purchase order or once it enters into a contract with a customer. If collectability is not probable, the sale is deferred and not recognized until collection is probable or payment is received. Control of products typically transfers when title and risk of ownership of the product has transferred to the customer. For contracts with multiple performance obligations, the Company allocates the total transaction price to each performance obligation in an amount based on the estimated relative standalone selling prices of the promised goods or services underlying each performance obligation. The Company uses an observable price to determine the stand-alone selling price for separate performance obligations or a cost plus margin approach when one is not available. Historically the Company's contracts have not had multiple performance obligations. The large majority of the Company's performance obligations are recognized at a point in time as services are provided.

Incidental items that are immaterial in the context of the contract are recognized as expense. Payment terms between invoicing and when payment is due are less than one year. As of December 31, 2019, none of the Company's contracts contained a significant financing component.

The Company elected the practical expedient to not adjust the amount of revenue to be recognized under a contract with an end user for the effects of time value of money when the timing difference between receipt of payment and recognition of revenue is less than one year.

Contract Liabilities

At a given point in time, the Company may have collected payment for future services to be provided. These transactions are deferred until the services are provided and control transfers to the customer, and the performance obligation is considered complete. At June 30, 2022 there was no revenue expected to be recognized in the future related to performance obligations that are unsatisfied (or partially unsatisfied) at the end of the reporting period.

CASH AND CASH EQUIVALENTS

All cash, other than held in escrow, is maintained with a major financial institution in the United States. Deposits with this bank may exceed the amount of insurance provided on such deposits. Temporary cash investments with an original maturity of three months or less are considered to be cash equivalents.

ACCOUNTS RECEIVABLE

Accounts receivable represents the uncollected portion of amounts recorded as revenues. Management performs periodic analyses to evaluate all outstanding accounts receivable to estimate an allowance for doubtful accounts that may not be collectible, based on the best facts available to management. Management considers historical collection patterns, accounts receivable aging trends and specific identification of disputed invoices in its analyses. After all reasonable attempts to collect a receivable have failed, the receivable is directly written off. As of March 31, 2022 the balance of the allowance for doubtful accounts was \$0.

INVENTORIES

Inventories are stated at the lower of cost, using an average cost method, or net realizable value.

MARKETABLE SECURITIES

The Company reports investments in marketable securities at fair value on a recurring basis in accordance with ASC 820. Realized and unrealized gains and losses on equity securities are included in net income (loss). Equity securities are periodically reviewed for impairment using both quantitative and qualitative criteria.

PROPERTY AND EQUIPMENT

Property and equipment is recorded at cost. Depreciation is computed using the straight-line method overestimated useful lives of three to ten years for furniture, fixtures, and equipment and for 15 years for improvements. Expenditures for repairs and maintenance are charged to expense as incurred.

LONG-LIVED ASSETS

The Company reviews and evaluates long-lived assets for impairment when events or changes in circumstances indicate the related carrying amounts may not be recoverable. An impairment loss is recognized when estimated future cash flows expected to result from the use of the asset and its eventual disposition is less than its carrying amount. When impairment is identified, the carrying amount of the asset is reduced to its estimated fair value. Assets to be disposed of are recorded at the lower of net book value or fair market value less cost to sell at the date management commits to a plan of disposal. There were no impairment losses recognized in any period presented.

ADVERTISING EXPENSES

Advertising expenses are expensed as incurred.

DEFERRED INCOME TAXES AND VALUATION ALLOWANCE

The Company accounts for income taxes under FASB ASC 740 Topic "Income Taxes." Under the asset and liability method, 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. No deferred tax assets were recognized at June 30, 2022.

NET INCOME (LOSS) PER COMMON SHARE

Net income (loss) per share is calculated in accordance with FASB ASC 260 topic, "Earnings Per Share." The weighted-average number of common shares outstanding during each period is used to compute basic earning 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 for the period from March 31, 2021 through March 31, 2022.

FAIR VALUE ACCOUNTING

As required by the Fair Value Measurements and Disclosures Topic of the FASB ASC 820, fair value is measured based on a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows: (Level 1) observable inputs such as quoted prices in active markets; (Level 2) inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and (Level 3) unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

The three levels of the fair value hierarchy are described below:

Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities; Level 2 Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability; Level 3 Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

SHARE-BASED EXPENSES

FASB ASC 718 "Compensation—Stock Compensation" prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include 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 over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period).

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of FASB 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.

RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

In preparing the financial statements, management considered all new pronouncements through the date of the report.

In January 2016, the FASB issued Accounting Standards Update ("ASU") 2016-01, Financial Instruments - Overall: Recognition and Measurement of Financial Assets and Financial Liabilities. ASU 2016-01 affects the accounting for equity investments, financial liabilities under the fair value option and the presentation and disclosure requirements of financial instruments. ASU 2016-01 is effective for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years. The Company adopted this standard as of January 1, 2018. The adoption of this standard did not have a significant impact on the Company's financial statements.

In August 2016, the FASB issued ASU 2016-15, Statement of Cash Flows (Topic 230). This ASU applies to all entities that are required to present a statement of cash flows under Topic 230. The amendments provide guidance on eight specific cash flow issues and includes clarification on how these items should be classified in the statement of cash flows and is designed to help eliminate diversity in practice as to where items are classified in the cash flow statement. Furthermore, in November 2016, the FASB issued additional guidance on this Topic that requires amounts generally described as restricted cash and restricted cash equivalents to be included with cash and cash equivalents when reconciling the statement of cash flows. This ASU is effective for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years, with earlier application permitted for all entities. The Company adopted this standard as of January 1, 2018. The adoption of this standard did not have a significant impact on the Company's financial statements.

In June 2018, the FASB issued ASU No. 2018-07, *Compensation-Stock Compensation (Topic 718) -Improvements to Non-employee Share-Based Payment Accounting*, which aligns the accounting for share-based payment awards issued to employees and nonemployees. Under ASU No. 2018-07, the existing employee guidance will apply to nonemployee share-based transactions (as long as the transaction is not effectively a form of financing), with the exception of specific guidance related to the attribution of compensation cost. The cost of nonemployee awards will continue to be recorded as if the grantor had paid cash for the goods or services.

Effective January 1, 2018, the Company adopted the provisions of ASU 2017-01 - "Business Combinations (Topic 805): Clarifying the Definition of a Business" ("ASU 2017-01"). ASU 2017-01 provides revised guidance to determine when an acquisition meets the definition of a business or alternatively should be accounted for as an asset acquisition. ASU 2017-01 requires that, when substantially all of the fair value of an acquisition is concentrated in a single identifiable asset or a group of similar identifiable assets, the asset or group of similar identifiable assets does not meet the definition of a business and therefore is required to be accounted for as an asset acquisition. Transaction costs will continue to be capitalized for asset acquisitions and expensed as incurred for business combinations. The adoption of this standard did not have a material impact on the Company's consolidated financial statements.

The Company does not believe that any other recently issued effective pronouncements, or pronouncements issued but not yet effective, if adopted, would have a material effect on the accompanying financial statements.

NOTE 4 - PROPERTY AND EQUIPMENT

Property and equipment are stated at cost, less accumulated depreciation. Depreciation is recorded using the straight-line method over the estimated useful lives of the related assets, ranging from three to fifty years.

NOTE 5 - CONVERTIBLE LOANS

There were no convertible notes outstanding as of March 31, 2022 and year ending December 31, 2021.

NOTE 6 - SHAREHOLDERS' EQUITY

PREFERRED STOCK

The authorized stock of the Company consists of 20,000,000 Preferred A shares and 29,000,000 preferred B shares with a par value of \$0.001 and 1,000,000 shares of Class C shares with a par value of \$0.001

On December 20, 2016, shareholders of the company approved an amendment to the Bylaws for the creation of Preferred stock. The preferred class of stock will consist of two (2) series, Series A, and Series B. All affiliates of the company who purchased stock during the formation of the company and who purchased stock for financing activities at prices below market will move their common shares into the Series B preferred stock, effective immediately. The Series B votes 1:1; is subject to all splits the same as common; converts back to common 1:1; and cannot be converted back to common for resale in the open market until a 30 day VWAP (volume weighted average price) of \$.45 cents has been met in the Company's public trading market. All future sales of company securities by affiliates will adhere to rules and regulations of the Commission.

Affiliates who purchased stock at offering prices that were current at the time of purchase, and affiliates who make open market purchases and are directly responsible for a merger/acquisition that brings retained earnings to the company, can convert these common shares 1:1 into Series A Preferred stock. Series A votes 1:1; converts back to common 1:1; is not subject to splits in order to facilitate mergers, acquisitions, or meeting the requirements of a listed exchange; and cannot be converted back to common for resale in the open market until a 30 day VWAP of \$3.50 per share has been met in the Company's public trading market. All future sales of company securities by affiliates will adhere to rules and regulations of the Commission.

On August 12, 2021 the Company amended the maximum number of Preferred Series B stock to 29,000,000, and authorizes the issuance of up to 1,000,000 Preferred Series C stock with the following rights:

Series C share votes together with the holders of the common stock and Preferred stock on all matters submitted to a vote of Company shareholders, with the share of Series C Preferred Stock being entitled to one vote more than one-half of all votes entitled to be cast by all holders of voting capital stock of the Company on any matter submitted to shareholders so as to ensure that the votes entitled to be cast by the holder of the Series C Preferred Stock are equal to at least a majority of the total of all votes entitled to be cast by the common shareholders.

In consideration for advances made to the company that are guaranteed by Mr. Tyszkow, and for all associated loans, advances, or financial guarantees made by Mr. Tyszkow for the exchange of 1 share of Series C preferred Series stock.

Upon the extinguishment of all aforementioned obligations extended to the Company by Mr. Tyszkow, the Preferred Series C stock will be cancelled and returned to company treasury and the Voting rights on Preferred Series B increased to a ratio of 4:1 (4 votes to 1 share).

The Company subsequently approved a change in the preferences for the Preferred C stock, as of November 25, 2021 whereby in exchange for eliminating the 4 for 1 increase in voting rights of the Series B, the Preferred C will stay in place.

As of June 30, 2022 19,300,000 shares of the Company's Preferred stock Series A were issued and outstanding. As of June 30, 2022, 12,700,000 shares of the Company's Preferred stock Series B were issued and outstanding. As of June 30, 2022 there was 1 share issued and outstanding for preferred stock Series C.

COMMON STOCK

The authorized stock of the Company consists of 150,000,000 common shares with a par value of \$0.001. As of June 30, 2022 and Year End December 31, 2021, 83,825,679 shares of the Company's common stock were issued and outstanding.

NOTE 6 - COMMITMENTS AND CONTINGENCIES

From time to time the Company may be a party to litigation matters involving claims against the Company. Management believes that there are no current matters that would have a material effect on the Company's financial position or results of operations.

NOTE 7-RELATED PARTY TRANSACTIONS

As of November 24, 2021, the Company entered into a Definitive Agreement to sell all of the issued and outstanding shares of Nexgen Environmental Inc. And Eminent Auto Group, Inc. The sale was closed on November 25, 2021 with the then Chief Executive Officer and majority owner of the Company.

NOTE 8-INCOME TAX

We did not provide any current or deferred U.S. federal income tax provision or benefit for any of the periods presented because we have experienced cumulative operating losses since inception. When it is more likely than not that a tax asset cannot be realized through future income the Company must allow for this future tax benefit. We provided a full valuation allowance on the net deferred tax asset, consisting of net operating loss carry forward, because management has determined that it is more likely than not that we will may not earn income sufficient to realize the deferred tax assets during the carry forward period.

The Company has not taken a tax position that, if challenged, would have a material effect on the financial statements for the period March 14, 2013 (date of inception) through March 31, 2022 applicable under FASB ASC 740. We did not recognize any adjustment to the liability for uncertain tax position and therefore did not record any adjustment to the beginning balance of accumulated deficit on the consolidated balance sheet. The Company is in the process of filing appropriate returns for the Company.

The approximate net operating loss carry forward was approximately \$1,871,200 as of December 31, 2021 and will start to expire in 2033. The Company did not pay any income taxes during 2021 or 2020.

Name

Age

Darrell Peterson - Director

Currently serves as Galenfeha, Inc. Director and Chief Financial Officer. Mr. Peterson is currently the Chief Financial Officer for a number of Mr. Tyszkow's companies, including Nexgen Surveying, LLC. Mr. Peterson has an extensive career in initiating and re-organizing private and public companies serving in capacities ranging from Chief Executive Officer, Chief Financial Officer and as a consultant. Mr. Peterson holds a degree in accounting from Long Island University and started his career with the then Big 8 firm Peat Marwick, now KPMG.

Board Committees

We do not have standing audit, nominating and compensation committees. We believe our board is sufficiently small that the entire board can consider matters that would otherwise be considered by such committees.

Stockholder Nominations and Communications

Our board of directors does not have a policy governing nominations of directors by stockholders. We do not have a process by which stockholders may communicate with the board of directors.