

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines



VITA MOBILE SYSTEMS, INC.

2640 Main St
Irvine, CA 92614

(949) 864 -6902
www.vitamobilesystems.com
info@vitamobilesystems.com

Semi-Annual Report
For the Period Ending June 30, 2024
(the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

1,156,379,000 as of June 30, 2024 (Current Reporting Period Date)

1,156,379,000 as of December 31, 2023 (Most Recently Completed Fiscal Year End))

Shell Status

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

Yes: No:

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

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: No:

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

The name of the Corporation is **Vita Mobile Systems, Inc.**

The Company was originally incorporated in the State of California on April 28, 1995 under the name of Pacific Coast Apparel Company, Inc.

In July, 2005 the Company changed its name to BDW Holdings, Ltd.

In March, 2006 the Company further changed its name to International Energy Group, Inc.

Effective June 6, 2007 the Company moved its domicile from California to Florida.

In May, 2010 the Company changed its name to Standard Oil Company USA, Inc.

In March, 2012 the Company changed its name to Gold Mining USA, Inc.

On January 31, 2018 the Company changed its name to Vita Mobile Systems, Inc and its trading symbol to "VMSI".

The Company continues to be active and registered in Florida.

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

No trading suspensions

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

None currently anticipated or that have occurred within in past 12 months.

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

2640 Main St, Irvine, CA 92614

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 been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: No:

2) Security Information

Transfer Agent

Name: Empire Stock Transfer

Phone: (702) 818-5898

Email: info@empirestock.com

Address: 1859 Whitney Mesa Dr. Henderson, NV 89014

Is the Transfer Agent registered under the Exchange Act?² Yes: No:

Publicly Quoted or Traded Securities:

Trading symbol:	<u>VMSI</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>92846K100</u>
Par or stated value:	<u>0.0001</u>
Total shares authorized:	<u>3,500,000,000</u> as of date: <u>6/30/2024</u>
Total shares outstanding:	<u>1,156,379,000</u> as of date: <u>6/30/2024</u>
Total number of shareholders of record:	<u>498</u> as of date: <u>6/30/2024</u>

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

Exact title and class of securities outstanding:	<u>"Series A" Preferred Stock</u>
Par or stated value:	<u>0.0001</u>
Total shares authorized:	<u>200,000,000</u> as of date: <u>6/30/2024</u>
Total shares outstanding:	<u>100,100,000</u> as of date: <u>6/30/2024</u>

Security Description:

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

Dividend rights: None

Voting Rights: 1 vote per 1 common share

Preemption Rights: None

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

Dividend rights: None

Voting Rights: Each preferred share is entitled to 10 votes

Additional Rights: Each preferred share is entitled a 1 for 1 conversion right to common stock.

Preemption Rights: Preemptive rights over common stock

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

..Each preferred share is entitled a 1 for 1 conversion right to common stock.

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

None.

3) Issuance History

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years

Date of Transaction	Transaction type	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	Reason for share issuance	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
2/22/2022	New Issuance	1,000,000	Common Stock	\$0.005	No	Colin Walker	Purchase	Restricted	Section 4(a)(2) of the Securities Act of 1933as amended, and rules and regulations promulgated thereunder
Shares Outstanding as of December 31, 2021	Opening Balance: Common: <u>1,155,379,000</u> Preferred: 100,100,000								
Shares Outstanding as of 12/31/2022	Ending Balance: Common: 1,156,379,000 Preferred: 100,100,000								
Shares Outstanding as of 12/31/2023	Ending Balance: Common: 1,156,379,000 Preferred: 100,100,000								
Shares Outstanding as of 6/30/2024	Ending Balance: Common: 1,156,379,000 Preferred: 100,100,000								

B. Debt Securities, Including Promissory and Convertible Notes

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

No: Yes:

Date of Note Issuance	Outstanding Principal 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.)
1/31/2018	\$ 22,500	\$ 22,500.00	\$ 11.540	1/30/2019	\$ 0.03	North Coast Ventures, Inc. Control Person- Robert Rositano	Loan
2/28/2018	\$ 13,729	\$ 13,729	\$ 0	Demand	\$ 0.03	Nolan Quan	Loan

3/1/2018	\$ 77,500	\$ 77,500.00	\$ 39,272	2/28/2019	\$ 0.15	North Coast Ventures, Inc. Control Person- Robert Rositano	Loan
6/7/2018	\$ 17,500	\$ 17,500.00	\$ 8,492	6/6/2019	\$ 0.05	North Coast Ventures, Inc. Control Person- Robert Rositano	Loan
7/5/2018	\$ 15,000	\$ 15,000.00	\$ 7,180	7/4/2019	\$ 0.035	North Coast Ventures, Inc. Control Person- Robert Rositano	Loan
10/19/2018	\$ 3,500	\$ 3,500.00	\$ 1,595	10/18/2019	\$ 0.02	North Coast Ventures, Inc. Control Person- Robert Rositano	Loan
10/22/2018	\$ 50,000	\$ 50,000.00	\$ 28,438	7/22/2019	\$ 0.01	Tangiers Global, LLC. Control Person - Michael Sobeck	Loan
5/20/2019	\$ 45,000	\$ 45,000.00	\$ 21,980				
9/11/2020	\$ 48,000.	\$ 48,000.00	\$ 18,240	07/10/2021	\$ 0.01	Tangiers Global, LLC. Control Person - Michael Sobeck	Loan
a/o 12/31//2020	\$ 10,950	\$ 10,950.00	\$ 0 -	Payable on Demand	Non-Convertible	Virtunet, Inc. Control Person- Mireille Rostamian	Loan
10/23/2017	\$ 96,000.	\$ 96,000.00	\$ 0 -	Payable on Demand	Non-Convertible	Nolan Quan	Loan
Totals at June 30, 2024*	\$ 399,679	\$ 399,679	\$ 136,737				

(* Presented as: Current liabilities: Convertible promissory notes \$ 291,950; and Other liabilities: Loan and promissory note \$ 107,729)

4) Issuer's Business, Products and Services

- A. Vita Mobile Systems, Inc. (OTC PINK: VMSI) is a data company focusing on digital imaging in mobile technology, collection of big data and development of artificial intelligence (AI) and advertising technologies (ad tech). Advertising Technology or “ad tech”, refers to different types of analytics and digital tools used in the context of targeted advertising, and previously created “VITA”. A traffic-based website.
- B. VMSI acquired MR Processing, LLC on September 30, 2017. MR Processing, LLC specializes in internet marketing technologies.
- VMSI also acquired My2tum on September 1, 2021 that brings proprietary Artificial Intelligence (AI) Resource Engine designed to analyze geolocation-based information and trends, complementing VMSI's own geolocation-based social application platforms.
- C. Vita Mobile Systems has developed artificial intelligence algorithms and tools which gather, categorize, analyze and augment digital content.
- D. The Company's most recent technology development is a new app called” KIPITA” which is planned to provide all the travel information you need in one spot.

5) Issuer's Facilities

The Company does not own any facilities but is able to locate its base at 2640 Main Street, Irvine, CA 92614 without cost through management's relationships.

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

The following table sets forth certain information regarding the beneficial ownership of the Company Common Stock and other classes of stock as of June 30, 2024 by (a) each stockholder who is known to us to own beneficially 5% or more of the Company outstanding Common Stock and any other classes of stock; (b) all directors; (c) the Company executive officers, and (d) all executive officers and directors as a group. Except as otherwise indicated, all persons listed below have (i) sole voting power and investment power with respect to their shares of class of stock, except to the extent that authority is shared by spouses under applicable law, and (ii) record and beneficial ownership with respect to their shares of class of stock.

For purposes of this table, a person or group of persons is deemed to have "beneficial ownership" of any shares of class of stock that such person has the right to acquire within sixty (60) days of June 30, 2024. Unless otherwise identified, the address of the Company directors and officers is c/o VITA, 2640 Main Street, Irvine, CA 92614.

(1) Percentages based on the 1,156,379,000 Common Stock outstanding

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>Martin R. Wade, III</u>	<u>Chairman, CFO, Director</u>	<u>Irvine, CA</u>	<u>66,550,000</u>	<u>Common Stock</u>	<u>5.76%</u>	_____
<u>Colin Walker</u>	<u>Director, CEO, Corporate Secretary</u>	<u>Irvine, CA</u>	<u>45,550,000</u>	<u>Common Stock</u>	<u>4.03%</u>	_____
<u>Son Pham</u>	<u>Director</u>	<u>Irvine, CA *</u>	<u>10,000,000</u>	<u>Common Stock</u>	<u>0.86%</u>	_____
<u>Kyle Kohler</u>	<u>CTO</u>	<u>Irvine, CA</u>	<u>50,000,000</u>	<u>Common Stock</u>	<u>4.32%</u>	_____

(1) Percentages based on the 100,100,000 Series A Preferred Stock outstanding

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
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<u>Martin. R. Wade, III</u>	<u>Chairman, CFO</u>	<u>Irvine, CA</u>	<u>5,000,000</u>	<u>Preferred Stock</u>	<u>5%</u>	_____
<u>Colin Walker</u>	<u>Director, CEO, Corporate Secretary</u>	<u>Irvine, CA</u>	<u>35,000,000</u>	<u>Preferred Stock</u>	<u>34.97%</u>	_____
<u>Joseph McElroy</u>	<u>Preferred Stock Holder</u>	<u>Irvine, CA</u>	<u>30,000,000</u>	<u>Preferred Stock</u>	<u>29.97%</u>	_____
<u>Herbert Quan</u>	<u>Preferred Stock Holder</u>	<u>Irvine, CA</u>	<u>30,000,000</u>	<u>Preferred Stock</u>	<u>29.97%</u>	_____
<u>Byedler Family Trust</u>	<u>Preferred Stock Holder</u>	<u>Irvine, CA</u>	<u>100,000</u>	<u>Preferred Stock</u>	<u>0.10%</u>	<u>Control Person – Lynette Mueller</u>

7) Legal/Disciplinary History

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

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

None

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

None

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

None

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

None

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

None

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

None

8) Securities Counsel

Alverson Taylor & Sanders
6605 Grand Montecito Parkway
Suite 200
Las Vegas, NV 89149

9) Disclosure & Financial Statements

A. This Disclosure Statement was prepared by:

Name: **Alan Bailey**
Title: **Accountant**
Relationship to Issuer: **Consultant**

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

- U.S. GAAP
 IFRS

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

Name: **Alan Bailey**
Title: **Accountant**
Relationship to Issuer: **Consultant**

Describe the qualifications of the person or persons who prepared the financial statements:⁵

Alan Bailey is a Chartered Accountant and CPA with more than 50 years as a senior accountant, senior auditor and financial executive in both public accounting and industry, and has maintained the books of account and prepared quarterly and annual financial reports, for both 12g SEC reporting and for alternative OTCMarkets reporting, for variety of businesses and enterprises for approximately 15 years.

Attached hereto are the following financial statements:

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

Vita Mobile Systems, Inc.
Consolidated Balance Sheets
(Unaudited)

	June 30,	December 31,
ASSETS	2024	2023
	(Restated, Note 3h)	(Restated, Note 3h)
Current Assets:		
Cash	\$ 50,384	\$ 1,885
Total Current Assets	<u>50,384</u>	<u>1,885</u>
Other Assets:		
Technology platforms and related software	485,500	485,500
	<u>485,500</u>	<u>485,500</u>
Total Assets	<u>\$ 535,884</u>	<u>\$ 487,385</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities:		
Accounts payable	\$ 280,855	\$ 276,930
Accrued note interest	136,738	136,738
Convertible promissory notes	291,950	291,950
Due to related party	74,603	24,603
	<u>784,146</u>	<u>730,221</u>
Other Liabilities:		
Loan and promissory note	107,729	107,729
Total Liabilities	<u>891,875</u>	<u>837,950</u>
Stockholders' Deficit:		
Preferred stock, 200,000,000 authorized, par value \$0.0001:		
Series A Preferred stock, 100,100,000 designated and is	10,010	10,010
Common stock: 3,500,000,000 authorized		
1,156,379,000 issued and outstanding	115,638	115,638
Treasury stock	(13,877)	(13,877)
Additional paid-in capital	7,332,820	7,332,820
Accumulated deficit	(7,800,582)	(7,795,156)
Total shareholders' deficit	<u>(355,991)</u>	<u>(350,565)</u>
Total Liabilities and Stockholders' Deficit	<u>\$ 535,884</u>	<u>\$ 487,385</u>

See accompanying notes to consolidated financial statements

Vita Mobile Systems, Inc.
Consolidated Balance Sheets
(Unaudited)

	June 30,	December 31,
ASSETS	2024	2023
	(Restated, Note 3h)	(Restated, Note 3h)
Current Assets:		
Cash	\$ 50,384	\$ 1,885
Total Current Assets	50,384	1,885
Other Assets:		
Technology platforms and related software	485,500	485,500
	485,500	485,500
Total Assets	\$ 535,884	\$ 487,385
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities:		
Accounts payable	\$ 280,855	\$ 276,930
Accrued note interest	136,738	136,738
Convertible promissory notes	291,950	291,950
Due to related party	74,603	24,603
	784,146	730,221
Other Liabilities:		
Loan and promissory note	107,729	107,729
Total Liabilities	891,875	837,950
Stockholders' Deficit:		
Preferred stock, 200,000,000 authorized, par value \$0.0001:		
Series A Preferred stock, 100,100,000 designated and is	10,010	10,010
Common stock: 3,500,000,000 authorized		
1,156,379,000 issued and outstanding	115,638	115,638
Treasury stock	(13,877)	(13,877)
Additional paid-in capital	7,332,820	7,332,820
Accumulated deficit	(7,800,582)	(7,795,156)
Total shareholders' deficit	(355,991)	(350,565)
Total Liabilities and Stockholders' Deficit	\$ 535,884	\$ 487,385

See accompanying notes to consolidated financial statements

Vita Mobile Systems, Inc.
Consolidated Statements of Income
(Unaudited)

	For the Three Months Ended		For the Six Months Ended	
	June 30,		June 30,	
	2024	2023	2024	2023
Revenue	\$ -	\$ -	\$ -	\$ -
Operating expenses:				
Consulting fees	1,000	-	1,000	2,000
General and administrative	2,580	18,008	4,426	27,914
	3,580	18,008	5,426	29,914
Loss from operations	(3,580)	(18,008)	(5,426)	(29,914)
Net loss	\$ (3,580)	\$ (18,008)	\$ (5,426)	\$ (29,914)
Average common shares outstanding	1,156,379,000	1,156,379,000	1,156,380,000	1,156,380,000

(Note: the loss per share is too small to calculate and is therefore negligible)

See accompanying notes to consolidated financial statements

Vita Mobile Systems, Inc.
Consolidated Statement of Changes in Stockholders' Deficit
For the Three and Six Months Ended June 30, 2024
(Unaudited)
(Restated, Note 3h)

	<u>Series A Preferred</u>		<u>Common Stock</u>		<u>Treasury Stock</u>	<u>Additional Paid-In Capital</u>	<u>Accumulated Deficit</u>	<u>Total Stockholders' Deficit</u>
	<u>Shares Issued</u>	<u>Amount</u>	<u>Shares Issued</u>	<u>Amount</u>				
Balance, December 31, 2023	100,100,000	\$10,010	1,156,379,000	\$115,638	\$ (13,877)	\$ 7,332,820	\$ (7,795,156)	\$ (350,565)
Net Loss	0	0	0	0	0	0	(1,846)	(1,846)
Balance, March 31, 2024	100,100,000	\$10,010	1,156,379,000	\$115,638	\$ (13,877)	\$ 7,332,820	\$ (7,797,002)	\$ (352,411)
Net Loss							(3,580)	(3,580)
Balance, June 30, 2024	<u>100,100,000</u>	<u>\$10,010</u>	<u>1,156,379,000</u>	<u>\$115,638</u>	<u>\$ (13,877)</u>	<u>\$ 7,332,820</u>	<u>\$ (7,800,582)</u>	<u>\$ (355,991)</u>

See accompanying notes to consolidated financial statements

Vita Mobile Systems, Inc.
Consolidated Statement of Changes in Stockholders' Deficit
For the Three and Six Months Ended June 30, 2023

(Unaudited)

(Restated, see Note 3h)

	Series A Preferred		Common Stock		Treasury Stock	Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Deficit
	Shares Issued	Amount	Shares Issued	Amount				
Balance, December 31, 2022	100,100,000	\$10,010	1,156,379,000	\$115,638	\$ (13,877)	\$ 7,332,820	\$ (7,754,603)	\$ (310,013)
Net Loss	0	0	0	0	0	0	(11,906)	(11,906)
Balance, March 31, 2023	100,100,000	\$10,010	1,156,379,000	\$115,638	\$ (13,877)	\$ 7,332,820	\$ (7,766,509)	\$ (321,919)
Net Loss	0	0	0	0	0	0	(18,008)	(18,008)
Balance, June 30, 2023	<u>100,100,000</u>	<u>\$10,010</u>	<u>1,156,379,000</u>	<u>\$115,638</u>	<u>\$ (13,877)</u>	<u>\$ 7,332,820</u>	<u>\$ (7,784,517)</u>	<u>\$ (339,927)</u>

See accompanying notes to consolidated financial statements

Vita Mobile Systems, Inc.
Consolidated Statements of Cash Flows
(Unaudited)

	For the Six Months Ended	
	June 30,	
	<u>2024</u>	<u>2023</u>
Cash from (used in) Operating Activities:		
Net loss	\$ (5,426)	\$ (29,914)
Change in operating assets and liabilities:		
Increase in accounts payable	3,925	3,151
Increase in accrued note interest	-	19,300
Net cash used in Operating Activities	<u>(1,501)</u>	<u>(7,463)</u>
Cash Flows used in Investing Activities :	<u>0</u>	<u>0</u>
Cash Flows from Financing Activities:		
Funds provided by related party	50,000	7,000
	<u>50,000</u>	<u>7,000</u>
Net increase in cash	48,499	(463)
Cash - beginning of period	1,885	1,837
Cash - end of period	<u>\$ 50,384</u>	<u>\$ 1,374</u>

See accompanying notes to consolidated financial statements

VITA MOBILE SYTEMS, INC.

Notes to the Consolidated Financial Statements for the 6 Months Ended June 30, 2024

(Unaudited)

1. Nature of Operations and Continuance of Business

VITA Mobile Systems, Inc. (the “Company”), formerly Gold Mining USA, Inc. was incorporated on April 28, 1995 under the laws of the state of California. In Sep of 2007 the Company filed Certificate of Domestication and Articles of Incorporation with the State of Florida and became governed by the laws of the state of Florida. The Company previously pursued various business opportunities. Effective March 9, 2012 the Company changed its operations to acquisition, exploration and packaging of mineral properties. By a Share Exchange Agreement (“Exchange Agreement”) dated Sep 30, 2017, the Company agreed to acquire all of the issued and outstanding membership units of MR Processing LLP d/b/a VITA Mobile Systems (“VITA”), in exchange for 800,000,000 shares of the Company’s common stock. VITA was incorporated in 2010 and is a privately held California limited liability company. The acquisition is a capital transaction in substance and therefore has been accounted for as a recapitalization. Pursuant to the Exchange Agreement, on Sep 30, 2016 the Company changed its name to VITA Mobile Systems, Inc. Because VITA is deemed to be the acquirer for accounting purposes, the consolidated financial statements are presented as a continuation of VITA and include the results of operations of VITA since incorporation in 2010, and the results of operations of the Company since the date of acquisition on Sep 30, 2017.

As a result of the Exchange Agreement, the Company divested its assets and liabilities related to the mining operations, and its resources are now dedicated to its sole line of operations, Vita Mobile Systems business. Going forward, the Company is operating as a data company focusing on digital imaging in mobile technology, collection of big data and development of artificial intelligence (AI) and advertising technologies (ad tech). Advertising Technology or “ad tech”, refers to different types of analytics and digital tools used in the context of targeted advertising. Vita Mobile Systems has developed artificial intelligence algorithms and tools which gather, categorize, analyze and augment digital content. Over the years, Vita Mobile Systems' strong foundation of successful entrepreneurs has used these proprietary marketing, social media, and data collection tools to generate significant amounts of internet traffic for advertising networks. Vita Mobile Systems aims to create a monumental library of crowdsourced content, a massive catalogue of predictive big data, and platform for ultra-targeted advertising. VMSI's AI tools are designed to analyze digital and social media content to interpret behavior, anticipate need and predict patterns, making it a robust, versatile service that can be leveraged by any industry to analyze trending data and analytical information. On January 31, 2018, the Company name and trading symbol were changed to Vita Mobile Systems, Inc. (OTC Pink: VMSI) and remains Vita Mobile Systems, Inc. (OTC Pink: VMSI) as of Dec 31, 2023.

In addition to development of its proprietary technologies, the Company’s growth path includes expansion of its AI and advertising technologies through strategic partnerships and acquisitions of platforms that add

synergistic value. On July 7, 2021 Company acquired Think Universal Solutions Associates, LLC (“Think USA”). Think USA was incorporated on 6/24/2021 in the state of Delaware and is privately held limited liability company. The Company acquired all of Think USA’s issued and outstanding membership units, in exchange for 100,000,000 shares of Company common stock and a shareholder transfer of 30,000,000 shares of Company preferred stock.

Think USA’s My2tum and other application technologies bring proprietary Artificial Intelligence (AI) Resource Engine designed to analyze geolocation-based information and trends, complementing VMSI’s own geolocation-based social application platforms.

The Company’s most recent technology development is a new app called” KIPITA” which is planned to provide all the travel information you need in one spot.

As a result of acquisition of Think USA, Company has undergone a management restructuring. The nomination and appointment of Colin G. Walker as the Company CEO has been finalized and was effective with the completion of the Agreement and has continued under the said management to date.

2. 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. As of June 30, 2024 the Company does not have revenues sufficient to execute its business plan. While the Company presently has sufficient cash resources to sustain its existence for the next 12 months, the Company intends to fund future business development through additional equity financing arrangements. There is no assurance however that raising additional financing will be successful.

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.

3. Summary of Significant Accounting Policies

a) Basis of Presentation

These consolidated financial statements and related notes for the period ended June 30, 2024 are presented in accordance with accounting principles generally accepted in the United States, and are expressed in U.S. dollars. The Company’s fiscal year end is December 31. The financial statements include the accounts of the Company and its subsidiary MR Processing LLC. All significant intercompany transactions and accounts have been eliminated in consolidation.

b) Use of Estimates

The preparation of consolidated 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 the reported amounts of revenues and expenses during the reporting period. The Company regularly evaluates estimates and assumptions related to useful life and recoverability of long-lived assets, and deferred income tax asset valuations. The Company bases its

estimates and assumptions on current facts, historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. To the extent there are material differences between the estimates and the actual results, future results of operations will be affected.

c) Cash and Cash Equivalents

Cash includes cash on hand and cash held with banks. The Company considers all highly liquid instruments with maturity of three months or less at the time of issuance to be cash equivalents.

d) Value of Financial Instruments

The Company measures and discloses the estimated fair value of financial assets and liabilities using the fair value hierarchy in accordance with ASC 820, "Fair Value Measurements and Disclosures". The fair value hierarchy has three levels, which are based on reliable available inputs of observable data. The hierarchy requires the use of observable market data when available.

The three-level hierarchy is defined as follows:

Level 1 – quoted prices for identical instruments in active markets.

Level 2 – quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model derived valuations in which significant inputs and significant value drivers are observable in active markets.

Level 3 – fair value measurements derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

Financial instruments consist principally of cash and cash equivalents, accounts receivable, accounts payable, loans payable, due to related party, promissory notes and convertible notes. There were no transfers into or out of "Level 3" during the period ended June 30, 2024. The recorded values of all financial instruments approximate their current fair values because of their nature and respective relatively short maturity dates or durations.

Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial statement. These estimates are subjective in nature and involve uncertainties and matters of significant judgment and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

e) Earnings (Loss) Per Share

The Company computes earnings (loss) per share ("EPS") in accordance with ASC 260, "Earnings per Share". ASC 260 requires presentation of both basic and diluted earnings per share on the face of the statement of operations. EPS is calculated using the weighted-average number of common shares outstanding during the period. Diluted EPS if applicable is calculated by dividing net income available to common stockholders for the period by the diluted weighted-average number of common shares outstanding during the period. Diluted EPS would reflect the potential dilution from common shares

issuable through stock options, performance-based restricted stock units that have satisfied their performance factor and restricted stock units using the treasury stock method.

f) Income Taxes

Potential benefits of income tax losses are not recognized in the accounts until realization is more likely than not. The Company has adopted ASC 740, Income Taxes as of its inception. Pursuant to ASC 740 the Company is required to compute tax asset benefits for net operating losses carried forward. The potential benefits of net operating losses have not been recognized in these consolidated financial statements because the Company cannot be assured it is more likely than not it will utilize the net operating losses carried forward in future years. As of June 30, 2024 the Company had no accrued interest or penalties related to uncertain tax positions.

g) 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 for the period ended June 30, 2024.

(h) Restatements

Certain restatements have been made to the presentation of Stockholders' Equity and Liabilities. However, such changes were to condense information to achieve clearer presentation and do not change the overall totals of these categories.

10) Issuer Certification

Principal Executive Officer:

I, Colin Walker certify that:

1. I have reviewed this Disclosure Statement for Vita Mobile Systems, 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.

August 14, 2024

/s/ Colin Walker, Chief Executive Officer

Principal Financial Officer:

I, Martin R. Wade, III certify that:

1. I have reviewed this Disclosure Statement for Vita Mobile Systems, 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.

August 14, 2024

/s/ Martin R. Wade, III, Chief Financial Officer