

AMERICAN NORTEL COMMUNICATIONS, INC.

March 31, 2024

American Nortel Communications, Inc.
(Exact name of issuer as specified in its charter)

Nevada
(State of incorporation or organization)

The number of shares outstanding of each of the Registrant's classes of common equity, as of the date of this Information Statement, is as follows:

Common Stock, no par value
(Class of Securities Quoted)

65,305,087
(Number of Shares
Outstanding)

**AMERICAN NORTEL COMMUNICATIONS, INC.
FOR THE QUARTER ENDED MARCH 31, 2024**

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**PART I
FINANCIAL INFORMATION**

PART I - FINANCIAL INFORMATION

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AMERICAN NORTEL COMMUNICATIONS, INC.
BALANCE SHEETS

	(unaudited)	
ASSETS:		
	March 31, 2024	March 31, 2023
	(unaudited)	(unaudited)
CURRENT ASSETS		
Cash	\$ 3,239	\$ 10,689
Accounts receivables – net	-	-
Total current assets	3,239	10,689
Other Assets	9,900	9,900
1+ Certification	85,000	85,000
Investment in common stock	360,000	360,000
TOTAL ASSETS	<u>\$ 458,139</u>	<u>\$ 465,589</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable	18,695	29,549
Advances from shareholder	235,450	247,550
Total current liabilities	254,145	277,099
TOTAL LIABILITIES	<u>254,145</u>	<u>277,099</u>
COMMITMENT AND CONTINGENCIES	-	-
STOCKHOLDERS' EQUITY		
Common stock, no par value, 150,000,000 shares authorized,	25,833,612	25,802,112
65,305,087 issued and outstanding as of March 31, 2024 and 44,305,087 as of March 31, 2023		
Paid-in capital	51,795	51,795
Treasury stock	(759,773)	(759,773)
Accumulated deficit	(24,921,640)	(24,905,644)
Total stockholders' equity	<u>203,994</u>	<u>188,490</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 458,139</u>	<u>\$ 465,589</u>

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

AMERICAN NORTEL COMMUNICATIONS, INC.

STATEMENTS OF OPERATION

	(unaudited)	
	March 31, 2024	March 31, 2023
REVENUES:		
Revenues	\$ 0	\$ 0
COST OF SALES	0	0
GROSS PROFITS	0	0
OPERATING EXPENSES:		
General and administrative expenses	7,943	13,168
Total operating expenses	7,943	13,168
OPERATING (LOSS) INCOME	(7,943)	(13,168)
NET (LOSS) INCOME	(7,943)	\$ (13,168)
NET LOSS PER SHARE:		
Basic income per share:	(\$ 0.001)	(\$ 0.001)
Weighted average of number of shares outstanding	65,305,087	44,305,087

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

AMERICAN NORTEL COMMUNICATIONS, INC.
STATEMENTS OF CASH FLOW
FOR THE QUARTER ENDED MARCH 31, 2024 AND
QUARTER ENDED MARCH 31, 2023

	<u>March 31, 2024</u>	<u>March 31, 2023</u>
	(unaudited)	
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net (loss) income	\$ (7,943)	\$ (13,168)
Adjustments to reconcile net profit to net cash used in operating activities:		
Changes in operating assets and liabilities:		
Trade accounts receivables	0	0
Accounts payable	4,948	1,203
Advances from shareholder	2,200	12,000
Net cash provided by operating activities	<u>7,148</u>	<u>13,203</u>
INCREASE (DECREASE) IN CASH	(795)	35
CASH, BEGINNING OF QUARTER	4,034	10,654
CASH, END OF QUARTER	\$ <u><u>3,239</u></u>	\$ <u><u>10,689</u></u>
SUPPLEMENTAL CASH FLOW INFORMATION:		
Interest paid	<u><u>-</u></u>	<u><u>-</u></u>
Taxes paid	<u><u>-</u></u>	<u><u>-</u></u>

The accompanying notes are an integral part of these financial statements

AMERICAN NORTEL COMMUNICATIONS, INC.
STATEMENT OF STOCKHOLDER EQUITY – UNAUDITED
FROM OCTOBER 1, 2000 THROUGH THE PERIOD ENDED MARCH 31, 2024

	Common Stock		Additional	Treasury	Accumulated	
	Shares	Amount	Paid in Capital	Stock	Deficit	Total
OCTOBER 1, 2000	15,920,785	\$ 22,134,402	\$ 51,795	\$(759,773)	\$ (17,596,979)	\$ 3,829,445
Net income					865,094	865,094
JUNE 30, 2001	15,920,785	\$ 22,134,402	\$ 51,795	\$(759,773)	\$ (16,731,885)	\$ 4,694,539
Net loss					(3,246,551)	(3,246,551)
JUNE 30, 2002	15,920,785	\$ 22,134,402	\$ 51,795	\$(759,773)	\$ (19,978,436)	\$ 1,447,988
Net income					674,030	674,030
JUNE 30, 2003	15,920,785	\$ 22,134,402	\$ 51,795	\$(759,773)	\$ (19,304,406)	\$2,122,018
Net income					18,668	18,668
JUNE 30, 2004	15,920,785	\$ 22,134,402	\$ 51,795	\$(759,773)	\$ (19,285,738)	\$2,140,686
Common stock issued for conversion of debt	4,340,132	1,692,651				1,692,651
Net loss					(248,800)	(248,800)
JUNE 30, 2005	20,260,917	\$ 23,827,053	\$ 51,795	\$(759,773)	\$ (19,534,538)	\$ 3,584,537
Net loss					(1,959,146)	(1,959,146)
JUNE 30, 2006	20,260,917	\$ 23,827,053	\$ 51,795	\$(759,773)	\$ (21,493,685)	\$1,625,390
Net loss					(924,098)	(924,098)
JUNE 30, 2007	20,260,917	\$ 23,827,053	\$ 51,795	\$(759,773)	\$ (22,417,783)	\$ 701,292
Common stock issued for pension plan	4,856,648	1,942,659				1,942,659
Net Loss					(1,980,229)	(1,980,229)
JUNE 30, 2008	25,117,565	\$ 25,769,712	\$ 51,795	\$(759,773)	\$ (24,398,012)	\$ 663,722
Net loss					(174,631)	(174,631)
JUNE 30, 2009	25,117,565	\$ 25,769,712	\$ 51,795	\$(759,773)	\$ (24,572,643)	\$ 489,091
Net loss					(46,276)	(46,276)
JUNE 30, 2010	25,117,565	\$ 25,769,712	\$ 51,795	\$(759,773)	\$ (24,618,919)	\$ 442,815
Net income					44,409	44,409
JUNE 30, 2011	25,117,565	\$ 25,769,712	\$ 51,795	\$(759,773)	\$ (24,574,510)	\$ 487,224

Net income					23,195	23,195
JUNE 30, 2012	25,117,565	\$ 25,769,712	\$ 51,795	\$(759,773)	\$ (24,551,315)	\$ 510,419
Shares		3,900				3,900
Net loss					(53,064)	53,064)
JUNE 30, 2013	27,717,565	\$ 25,773,612	\$ 51,795	\$(759,773)	\$ (24,604,379)	\$ 461,255
Shares	9,000,000	13,500				13,500
Net loss					(41,222)	(41,222)
Treasury Stock	(2,412,478)					
JUNE 30, 2014	34,305,087	\$ 25,787,112	\$ 51,795	\$(759,773)	\$ (24,645,601)	\$ 433,533
Net Loss					(20,681)	(20,681)
JUNE 30, 2015	34,305,087	\$ 25,787,112	\$ 51,795	\$(759,773)	\$ (24,666,282)	\$ 412,852
Net Loss					(26,128)	(26,128)
JUNE 30, 2016	34,305,087	\$25,787,112	\$ 51,795	\$(759,773)	\$ (24,692,410)	\$ 386,724
Net Loss					(26,104)	(26,104)
JUNE 30, 2017	34,305,087	\$25,787,112	\$ 51,795	\$(759,773)	\$ (24,718,514)	\$ 360,620
Net Loss					(27,197)	(27,197)
JUNE 30, 2018	34,305,087	\$25,787,112	\$ 51,795	\$(759,773)	\$ (24,745,711)	\$ 333,423
Net Loss					(21,785)	(21,785)
JUNE 30, 2019	34,305,087	\$25,787,112	\$ 51,795	\$(759,773)	\$ (24,767,496)	\$ 311,638
Net Loss					(25,495)	(25,495)
JUNE 30, 2020	34,305,087	\$25,787,112	\$ 51,795	\$(759,773)	\$ (24,792,991)	\$ 286,143
Shares	10,000	15,000				15,000
Net Loss					(21,642)	(21,642)
JUNE 30, 2021	44,305,087	\$25,802,112	\$ 51,795	\$(759,773)	\$ (24,814,633)	\$ 279,501
					(32,276)	(32,276)
JUNE 30, 2022	44,305,087	\$25,787,112	\$ 51,795	\$(759,773)	\$ (24,846,909)	\$ 247,225
Shares	21,000,000	31,500				31,500
Net Loss					(49,296)	(49,296)
JUNE 30, 2023	65,305,087	\$25,833,612	\$ 51,795	\$(759,773)	\$ (24,886,205)	\$ 229,429
Net Loss_					(9,975)	(9,975)
SEPTEMBER 30, 2023	65,305,087	\$25,833,612	\$ 51,795	\$(759,773)	\$ (24,906,180)	\$ 219,454
Net Loss					(7,517)	(7,517)
DECEMBER 31, 2023	65,305,087	\$25,833,612	\$ 51,795	\$(759,773)	\$ (24,913,697)	\$ 211,937
Net Loss					(7,943)	(7,943)
MARCH 30, 2024	65,305,087	\$25,833,612	\$ 51,795	\$(759,773)	\$ (24,921,640)	\$ 203,994

**AMERICAN NORTEL COMMUNICATIONS, INC. NOTES TO FINANCIAL
STATEMENTS THREE MONTHS ENDED MARCH 31, 2024**

NOTE 1 - DESCRIPTION OF BUSINESS

The Company has existed in various forms since 1979 and has evolved from a mining exploration and development business to a telecommunications business to a social media platform. The Company has been known as American Nortel Communications, Inc. ("ANC") since 1992 and is a Nevada corporation. ANC operated in the telecommunications business, providing long distance telephone service as a reseller in combination with additional related services in the United States and a number of foreign countries. American Nortel Communications, Inc. has formed a division, NewborhoodTalks.com. NewborhoodTalks.com is a premier social media site providing easy sign up and promoting a safe and welcoming interaction among people all over the world. NewborhoodTalks.com is providing many connection features for the user. Upgrades are continuously underway to provide even more value to the users joining daily. Further, American Nortel Communications, Inc. continues to develop other social media investment opportunities.

Prior to September 14, 1994, ANC conducted almost all of its telecommunications business through NorTel Communications, Inc. ("NorTel-US"), a wholly-owned subsidiary in Salt Lake City, Utah. All subsidiaries, including NorTel-US, were not active and were sold for nominal consideration or were dissolved.

The Company has never been a shell and when ANC's current President, Chief Executive Officer and Board Chairman, William P. Williams achieved control of the Company on June 27, 1995, the company was operating in the telecommunications business. On that day, the former officers and directors resigned and assigned their rights under certain agreements to Mr. Williams.

ANC resold long distance telephone services to both small business and residential customers. As a reseller, it purchased long distance time from Sprint. ANC charged for the time it used beyond certain minimum requirements and in turn charged its customers a certain amount per minute. To a large extent, ANC's profits were dependent upon the spread between its cost per minute and the amount it charges its customers. Telemarketing was a recurring expense and was its sales and marketing expense. ANC out-sourced its marketing efforts to telemarketers and it paid those telemarketers a certain amount for each new customer obtained. The Company did not direct-bill its customers, but rather utilized the Local Exchange Carriers (LEC) which provided local area telephone service to the Company long-distance customers, for billing and collections. LECs received a fee based upon a certain percentage of amounts collected.

Management believed that the practice of billing through LECs had substantial advantages since it increased the likelihood and promptness of collections.

NOTE 2 - GOING CONCERN

The accompanying consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America, which contemplate continuation of the Company as a going concern. However, the Company has a net loss for the quarter ended March 31, 2024 of (\$7,943), an accumulated deficit at March 31, 2024 of \$24,921,640 and cash flows provided by operating activities of \$3,239.

These factors raise doubt about the Company's ability to continue as a going concern. The accompanying financial statements do not include any adjustments that might result from the outcome of this uncertainty. The Company's continued existence is dependent upon management's ability to develop profitable operations, continued contributions from the Company's executive officers to finance its operations and the ability to obtain additional funding sources to explore potential strategic relationships and to provide capital and other resources for the further development and marketing of the Company's products and business.

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Company prepares its financial statements in accordance with accounting principles generally accepted in the United States of America. Significant accounting policies are as follows:

Use of Estimates and Assumptions

The preparation of financial statements in conformity with accounting principles generally accepted in the United States ("GAAP") requires management to make estimates and assumptions that affect (i) the reported amounts of assets and liabilities, (ii) the disclosure of contingent assets and liabilities known to exist as of the date the financial statements are published, and (iii) the reported amount of net revenues and expenses recognized during the periods presented. Adjustments made with respect to the use of estimates often relate to improved information not previously available. Uncertainties with respect to such estimates and assumptions are inherent in the preparation of financial statements; accordingly, actual results could differ from these estimates.

Revenue Recognition

Revenue includes provision of services. The Company recognizes revenue from provision of services at the time evidence of an arrangement exists, fees are contractually fixed or determinable, collection is reasonably assured through historical collection results and regular credit evaluations, and there are no uncertainties regarding customer acceptance.

Accounts Receivable and Allowance for Uncollectible Accounts

Substantially all of the Company's accounts receivable balance is related to trade receivables and reserves. Trade accounts receivable are recorded at the invoiced amount and do not bear interest. The allowance for doubtful accounts is the Company's best estimate of the amount of probable credit losses in its existing accounts receivable. The Company will maintain allowances for doubtful accounts for estimated losses resulting from the inability of its customers to make required payments for services. Accounts with known financial issues are first reviewed and specific estimates are recorded. The remaining accounts receivable balances are then grouped in categories by the number of days the balance is past due, and the estimated loss is calculated as a percentage of the total category based upon past history. Account balances are charged off against the allowance when it is probable the receivable will not be recovered. The Company has not recorded allowance for doubtful accounts at March 31, 2024.

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents. At March 31, 2024, cash and cash equivalents include cash on hand and cash in the bank and the FDIC insures these deposits up to \$250,000.

Goodwill and Other Intangible Assets

Goodwill represents the excess of the purchase price and related costs over the value assigned to net tangible and identifiable intangible assets of businesses acquired and accounted for under the purchase method. Goodwill acquired in business combinations is assigned to reporting units that are expected to benefit from the synergies of the combination as of the acquisition date. Under this standard, goodwill and intangibles with indefinite useful lives are no longer amortized. The Company annually assesses goodwill and indefinite-lived intangible assets for impairment during the fourth quarter, or more frequently if events and circumstances indicate impairment may have occurred, in accordance with ASC Topic 350. If the carrying value of a reporting unit's goodwill exceeds its implied fair value, the Company records an impairment loss equal to the difference. ASC Topic 350 also requires that the fair value of indefinite-lived purchased intangible assets be estimated and compared to the carrying value. The Company recognizes an impairment loss when the estimated fair value of the indefinite-lived purchased intangible assets is less than the carrying value. The Company does not have any goodwill recorded at March 31, 2024.

Impairment of Long-Lived Assets

Property and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to estimated undiscounted future cash flows expected to be generated by the asset. If the carrying amount of an asset exceeds its estimated future cash flows, an impairment charge is recognized in the amount by which the carrying amount of the asset exceeds the estimated fair value of the asset.

Income Taxes

Deferred income taxes are provided to reflect the tax consequences in future years of differences between the tax bases of assets and liabilities and their financial reporting amounts based on enacted tax laws and statutory tax rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

ASC Topic 740 contains a two-step approach to recognizing and measuring uncertain tax positions. The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates it is more likely than not, that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit as the largest amount, which is more than 50% likely of being realized upon ultimate settlement. The Company considers many factors when evaluating and estimating the Company's tax positions and tax benefits, which may require periodic adjustments. At March 31, 2024, the Company did not record any liabilities for uncertain tax positions.

Share-Based Compensation

The Company measures the cost of services received in exchange for an award of an equity instrument based on the grant-date fair value of the award. Compensation cost is recognized over the vesting or requisite service period. The Black-Scholes option-pricing model is used to estimate the fair value of options or warrants granted.

Basic and Diluted Net Loss Per Share

Basic income (loss) per share is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding during the reporting period. The weighted average number of shares is calculated by taking the number of shares outstanding and weighting them by the amount of time that they were outstanding. Diluted earnings per share reflects the potential dilution that could occur if stock options, warrants, and other commitments to issue common stock were exercised or equity awards vest resulting in the issuance of common stock that could share in the earnings of the Company.

Diluted loss per share is the same as basic loss per share during periods where net losses are incurred since the inclusion of the potential common stock equivalents would be anti-dilutive as a result of the net loss.

Concentration of Credit Risk

All of the Company's cash and cash equivalents are maintained in regional and national financial institutions. The Company has exposure to credit risk to the extent that its cash and cash equivalents exceed amounts covered by the U.S. federal deposit insurance; however, the Company has not experienced any losses in such accounts. In management's opinion, the capitalization and operating history of the financial institutions are such that the likelihood of material loss is remote.

Fair Value of Financial Instruments

The Company's financial instruments consist primarily of cash, accounts payable and accrued expenses, and debt. The carrying amounts of such financial instruments approximate their respective estimated fair value due to the short-term maturities and approximate market interest rates of these instruments.

ASC Topic 820, *Fair Value Measurements*, which defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. The standard provides a consistent definition of fair value which focuses on an exit price that would be received upon sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The standard also prioritizes, within the measurement of fair value, the use of market-based information over entity specific information and establishes a three-level hierarchy for fair value measurements based on the nature of inputs used in the valuation of an asset or liability as of the measurement date.

The three-level hierarchy for fair value measurements is defined as follows:

- ☐ Level 1 – inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets;
- ☐ Level 2 – inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability other than quoted prices, either directly or indirectly, including inputs in markets that are not considered to be active; or
- ☐ Level 3 – inputs to the valuation methodology are unobservable and significant to the fair value measurement

Recent Accounting Pronouncements

No accounting standards or interpretations issued recently are expected to have a material impact on the Company's consolidated financial position, operations or cash flows.

NOTE 5 - EQUITY

Common Stock

As of March 31, 2024 the Company had authorized 150,000,000 shares of common stock, at no par value and 65,305,087 common shares are issued and outstanding. During the quarter ended March 31, 2024 the Company issued no common stock, no options and no warrants.

NOTE 6 - RELATED PARTY TRANSACTIONS

The president will advance funds to the Company from time to time and there are advances as of March 31, 2024.

NOTE 7 - INVESTMENT

The company invested in MedCom USA Corporation (EMED.PK) of 2,000,000 common shares at \$.17 and Card Activation Technologies, Inc. (CVDT:PK) of 2,000,000 common shares at \$.01 and presented on a cost basis. The value of the investment is based on the cost of the original purchase of the common shares.

American Nortel Communications, Inc.

10265 E Cochise Drive
Scottsdale, AZ 85258

214 534-2615
Americannortel.com
bwilliams@americannortel.com

Quarterly Report

For the period ending March 31, 2024 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

65,305,087 of March 31, 2024 *(Current Reporting Period Date or More Recent Date)*

65,305,087 as of June 30, 2023 *(Most Recent 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 Control⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

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

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

American Nortel Communications, Inc. has been the name of this corporation for 31 years, since 1992.

⁴ “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.

Current State and Date of Incorporation or Registration: Nevada 1992
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:
None

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

None

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

None

Address of the issuer's principal executive office:

10265 E Cochise Drive, Scottsdale, AZ 85258

Address of the issuer's principal place of business:

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

Same

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

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

2) Security Information

Transfer Agent

Name: Computershare, Inc.
Phone: 303 262-0716
Email: sylvia.morales@computershare.com
Address: 150 Royall Street, Canton, Massachusetts 02021

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	ARTM
Exact title and class of securities outstanding:	Common
CUSIP:	02864L104
Par or stated value:	No Par
Total shares authorized:	150,000,000 as of date: 3/31/2024
Total shares outstanding:	65,305,087 as of date: 3/31/2024
Total number of shareholders of record:	370 as of date: 3/31/2024

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

N/A

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

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security: N/A
Par or stated value: _____
Total shares authorized: _____ as of date: _____
Total shares outstanding: _____ as of date: _____
Total number of shareholders of record: _____ as of date: _____

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

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

Voting rights are one vote per share. No dividends have been issued.

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

N/A

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

None

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

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

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

- A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.**

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance:</u> Date 7/1/22 Common: 44,305,087 Preferred: _____			*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. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
6/12/2023	Exercise Warrants	20,000,000	Common	\$.0015	Yes	Wilcom, Inc. William Williams	Salary	Restricted	_____
6/12/2023	New Issuance	1,000,000	Common	\$.0015	Yes	9482-1626 Quebec Inc. Christine Bieri	Salary	Restricted	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date 3/31/2024 Common: 65,305,087 Preferred: _____									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

B. Promissory and Convertible Notes

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

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
3/31/2024	235,450	235,450	5%	On Demand	N/A	Wilcom, Inc. William Williams	Loan

_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

Telecommunications and Social Media

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

NewborhoodTalks.com

C. Describe the issuers' principal products or services.

Telecommunications and Social Media, worldwide

5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

Issuer leases 1200 square feet for office space in Scottsdale, Arizona.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
William Williams	Officer	Scottsdale, AZ	0	_____	_____	_____
William P Williams	Owner of more than 5%	Santa Rosa, FL	5,000,000	Common	7.7%	_____
Wilcom, Inc. Bill Williams, President	Owner of more than 5%	Scottsdale, AZ	49,411,872	Common	76%	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

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

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

No

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

No

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

No

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

No

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

No

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

No

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

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Thomas J. Beener
Address 1: 2244 Farady Avenue
Address 2: Carlsbad, CA 92008
Phone: 760 603-1238
Email: tom.beener.law@gmail.com

Accountant or Auditor

Name: Bill Williams
Firm:
Address 1: 10265 E Cochise
Address 2: Scottsdale, AZ 85258
Phone: 214 534-2615
Email: wmwms123@gmail.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other]: _____

Other Service Providers

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

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

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

Name: William Williams
Title: CEO
Relationship to Issuer:

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

☐ IFRS
☒ U.S. GAAP

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

Name: William Williams
Title: CEO
Relationship to Issuer:

Describe the qualifications of the person or persons who prepared the financial statements:⁵ BA and MBA in Finance

Provide the following qualifying 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

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, William Williams certify that:

1. I have reviewed this Disclosure Statement for American Nortel Communications, 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.

May 3, 2024

/s/ William Williams

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, William Williams certify that:

1. I have reviewed this Disclosure Statement for American Nortel Communications, 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.

May 3, 2024

/s/ William Williams

(Digital Signatures should appear as "/s/ [OFFICER NAME]")