

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **GREEN LEAF INNOVATIONS, INC.**

15800 Pines Blvd., Suite 3200, Pembroke Pines, FL 33027

800-303-6268

www.greenleafinnovations.com

info@greenleafinnovations.com

SIC Code: 2100

## **Quarterly Report**

**For the period ending September 30, 2024 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

7,599,866,919 as of September 30, 2024 (*Current Reporting Period Date or More Recent Date*)

5,799,887,086 as of December 31, 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 Control<sup>1</sup> of the company has occurred over 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 any names used by predecessor entities, along with the dates of the name changes.

<sup>4</sup> "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

Green Leaf Innovations, Inc., 15800 Pines Blvd., Suite 3200, Pembroke Pines, LF 33027  
Formerly=Gold Coast Mining Corporation until 3-2015  
Formerly=Hot Web, Inc. until 7-2009  
Formerly=Snap 'N' Sold Corp. until 9-06  
Formerly=Raptor Investments, Inc. until 7-05  
Formerly=Paramark Enterprises, Inc. until 11-01  
Note=12-01 State of Incorporation Delaware changed to Florida  
Formerly=T.J. Cinnamons, Inc. from inception, 8-93, until 8-96

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

Florida - Active

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

None

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

Acquisitions of SOFLO Wholesaler Group, Inc., a wholly-owned subsidiary, has established itself as a prominent player in the cigar industry over the past four years. Renowned for distributing the #1 rated cigars among the Top 30 in the industry, SOFLO has built a robust reputation for quality and service. Under the guidance of its President, Miguel Pinto—an industry expert with over 20 years of experience—the company has expanded its market share significantly. Today, SOFLO serves a diverse and growing customer base of over 400, including cigar lounges, smoke shops, cigar distributors, convenience stores (C-stores), and duty-free shops.

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

15800 Pines Blvd., Suite 3200, Pembroke Pines, FL 33027

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

15800 Pines Blvd., Suite 3200, Pembroke Pines, FL 33027

*Check 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?

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

## 2) Security Information

### Transfer Agent

Name: Continental Stock Transfer & Trust Company  
Phone: 212-509-4000  
Email: [cstmail@continentalstock.com](mailto:cstmail@continentalstock.com)  
Address: 1 State Street Plaza, 30<sup>th</sup> Floor, New York, NY 10004

### **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:	<u>GRLF</u>
Exact title and class of securities outstanding:	Common Stock
CUSIP:	39310R103
Par or stated value:	\$0.00001
Total shares authorized:	60,000,000,000 as of date: 9/30/2024
Total shares outstanding:	7,599,886,919 as of date: 9/30/2024
Total number of shareholders of record:	139 as of date: 9/30/2024

### **Other classes of authorized or outstanding equity securities:**

*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). 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:	Series A Preferred Stock
CUSIP (if applicable):	n/a
Par or stated value:	\$0.001
Total shares authorized:	100,000,000 as of date: 9/30/2024
Total shares outstanding (if applicable):	41,000,000 as of date: 9/30/2024
Total number of shareholders of record (if applicable):	1 as of date: 9/30/2024

Exact title and class of the security:	Series B Preferred Stock
CUSIP (if applicable):	n/a
Par or stated value:	
Total shares authorized:	100,000,000 as of date: 9/30/2024
Total shares outstanding (if applicable):	862,500 as of date: 9/30/2024
Total number of shareholders of record (if applicable):	3 as of date: 9/30/2024

### **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.**

Shareholders of our common stock are entitled to one vote per share of common stock owned. Common Stock shareholder of other rights or preferences.

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

**Series A Preferred stock**, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions:

- a) not entitled to receive dividends
- b) liquidation rights: receive payment or distribution of a preferential amount before any other class of common or preferred stock
- c) conversion: each share is convertible at the option of the holder into 500 shares of common stock of the Company
- d) voting rights: each outstanding share is entitled to the number of votes equal to the result of: (1) 1.5 multiplies by the addition of: (A) the number of shares of common stock issued and outstanding at the time of such vote; and (B) the number of votes in the aggregate of any outstanding shares of any class of preferred stock (other than Series A Preferred stock, divided by (ii) the total number of shares of Series A Preferred stock issued and outstanding at the time of such vote.
- e) redemption features: none
- f) sinking fund features: none

**Series B Preferred stock**, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions:

- a) not entitled to receive dividends
- b) liquidation rights: none
- c) conversion: each share is convertible at the option of the holder into 500 shares of common stock of the Company
- d) voting rights: none
- e) redemption features: none
- f) sinking fund features: none

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

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 as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance									
Date <u>12/31/21</u> Common: 5,149,887,086 Preferred:41,000,000									
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.
<u>12/22/22</u>	<u>New issuance</u>	<u>100,000</u>	<u>Series B PS</u>	<u>\$10,000</u>	<u>No</u>	<u>Joe Canouse/JP Carey Co LLC</u>	<u>n/a</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>11/9/22</u>	<u>New issuance</u>	<u>400,000</u>	<u>Series B PS</u>	<u>\$40,000</u>	<u>No</u>	<u>Joe Canouse/JP Carey Co LLC</u>	<u>n/a</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>11/10/22</u>	<u>Conversion</u>	<u>(300,000)</u>	<u>Series B PS</u>	<u>\$0.02</u>	<u>No</u>	<u>Joe Canouse/JP Carey Co LLC</u>	<u>PS Conversion</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>11/10/22</u>	<u>Conversion</u>	<u>150,000,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>No</u>	<u>Joe Canouse/JP Carey Co LLC</u>	<u>PS Conversion</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>2/13/23</u>	<u>New issuance</u>	<u>200,000</u>	<u>Series B PS</u>	<u>\$0.10</u>	<u>No</u>	<u>Joe Canouse/JP Carey Limited Partners LP</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>1/11/2024</u>	<u>New issuance</u>	<u>500,000</u>	<u>Series B PS</u>	<u>\$20,000</u>	<u>No</u>	<u>Joe Canouse/JP Carey Limited Partners LP</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>1/29/2024</u>	<u>New issuance</u>	<u>(500,000)</u>	<u>Series B PS</u>	<u>\$0.02</u>	<u>No</u>	<u>Joe Canouse/JP Carey Limited Partners LP</u>	<u>PS Conversion</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>1/29/2024</u>	<u>New issuance</u>	<u>250,000,000</u>	<u>Common</u>	<u>\$25,000</u>	<u>No</u>	<u>Joe Canouse/JP Carey Limited Partners LP</u>	<u>PS Conversion</u>	<u>Unrestricted</u>	<u>144</u>
<u>2/22/2024</u>	<u>New issuance</u>	<u>433,333,333</u>	<u>Common</u>	<u>\$26,000</u>	<u>No</u>	<u>Joe Canouse/JP Carey Limited Partners LP</u>	<u>PS Conversion</u>	<u>Unrestricted</u>	<u>144</u>
<u>5/6/2024</u>	<u>New issuance</u>	<u>633,333</u>	<u>Series B PS</u>	<u>\$9,500</u>	<u>No</u>	<u>Ezzat Jallad</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>5/6/2024</u>	<u>Conversion</u>	<u>(633,333)</u>	<u>Series B PS</u>	<u>(\$9,500)</u>	<u>No</u>	<u>Ezzat Jallad</u>	<u>PS Conversion</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>5/6/2024</u>	<u>New issuance</u>	<u>316,666,500</u>	<u>Common</u>	<u>\$9,500</u>	<u>No</u>	<u>Ezzat Jallad</u>	<u>PS Conversion</u>	<u>Unrestricted</u>	<u>Reg A</u>

<u>5/10/2024</u>	<u>New Issuance</u>	<u>5,000,000.00</u> <u>0</u>	<u>Common</u>	<u>\$1,000.000</u>	<u>No</u>	<u>Roberto Mederos</u>	<u>Services Rendered</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/7/2024</u>	<u>New Issuance</u>	<u>600,000.000</u>	<u>Common</u>	<u>\$100.00</u> <u>0</u>	<u>No</u>	<u>Pacific Capital Markets – Zachary Logan</u>	<u>Services Rendered</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>3/23/23</u>	<u>New issuance</u>	<u>1,250,000</u>	<u>Series B PS</u>	<u>\$0.08</u>	<u>No</u>	<u>Scottsdale Capital Advisors</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>3/28/23</u>	<u>New issuance</u>	<u>212,500</u>	<u>Series B PS</u>	<u>\$0.08</u>	<u>No</u>	<u>Joe Canouse/JP Carey Limited Partners LP</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Reg A</u>
<u>01/29/2024</u>	<u>New Issuance</u>	<u>250,000,000</u>	<u>Common</u>		<u>No</u>	<u>JP Carey</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>144</u>
<u>02/08/2024</u>	<u>New Issuance</u>	<u>433,333,333</u>	<u>Common</u>		<u>No</u>	<u>JP Carey</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>144</u>
<u>7/5/2024</u>	<u>Cancellation</u>	<u>-5,000,000,000</u>	<u>Common</u>		<u>No</u>	<u>Roberto Mederos</u>	<u>Cancellation</u>	<u>Restricted</u>	<u>144</u>
<u>7/8/2024</u>	<u>New Issuance</u>	<u>200,000,000</u>	<u>Common</u>		<u>No</u>	<u>CV3 Group LLC – Ben Schaevitz</u>	<u>Marketing</u>	<u>Restricted</u>	<u>144</u>
Shares Outstanding on Date of This Report:									
<u>Ending Balance</u>									
<u>Ending Balance:</u>									
<u>Date 9/30/2024</u>			Common: 7,599,886,919 Preferred: 42,862,500						

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, 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, 2021 through December 31, 2022 pursuant to the tabular format above.

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

n/a

## 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)

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder (entities must have individual with voting / investment control disclosed).</u>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>

<u>8/20/15</u>	<u>60,000</u>	<u>60,000</u>	<u>47,193</u>	<u>8/20/16</u>	<u>Average of the closing bids in the three days prior to conversion</u>	<u>Donnell Vigil</u>	<u>Services</u>
<u>8/20/21</u>	<u>300,000</u>	<u>300,000</u>	<u>84,970</u>	<u>8/20/22</u>	<u>50% of the lowest trading price in the 20 days prior to the date of conversion</u>	<u>Joseph Canouse/ J P Carey Enterprises, Inc.</u>	<u>Services</u>
<u>1/26/2022</u>	<u>60,000</u>	<u>60,000</u>	<u>12,575</u>	<u>1/26/2023</u>	<u>Lower of 60% of the average of the lowest trading prices during the 15 trading days period ending on the last complete trading day prior to the conversion date or \$0.0003</u>	<u>Joseph Canouse/ J P Carey Enterprises, Inc.</u>	<u>Loan</u>
<u>1/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>628</u>	<u>1/1/2022</u>	<u>Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Julio Acosta/ Clicc, Inc.</u>	<u>Services</u>
<u>2/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>593</u>	<u>2/1/2022</u>	<u>Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Julio Acosta/ Clicc, Inc.</u>	<u>Services</u>
<u>3/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>561</u>	<u>3/1/2022</u>	<u>Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Julio Acosta/ Clicc, Inc.</u>	<u>Services</u>
<u>4/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>525</u>	<u>4/1/2022</u>	<u>Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Julio Acosta/ Clicc, Inc.</u>	<u>Services</u>
<u>5/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>490</u>	<u>5/1/2022</u>	<u>Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Julio Acosta/ Clicc, Inc.</u>	<u>Services</u>
<u>6/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>875</u>	<u>6/1/2023</u>	<u>Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Julio Acosta/ Clicc, Inc.</u>	<u>Services</u>
<u>6/23/22</u>	<u>16,500</u>	<u>16,500</u>	<u>4,348</u>	<u>6/23/2023</u>	<u>Lower of 75% of the average of the trading price on the date prior to the funding of the note and 60% of the lowest trading price during the 15 trading days period ending on the last complete trading day prior to the conversion date</u>	<u>Joseph Canouse/ J P Carey Enterprises, Inc.</u>	<u>Loan</u>
<u>7/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>840</u>	<u>7/1/2023</u>	<u>Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Julio Acosta/ Clicc, Inc.</u>	<u>Services</u>
<u>8/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>804</u>	<u>8/1/2023</u>	<u>Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Julio Acosta/ Clicc, Inc.</u>	<u>Services</u>
<u>9/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>769</u>	<u>9/1/2023</u>	<u>Lower of \$0.0003 or 50% of the lowest closing bid price during</u>	<u>Julio Acosta/ Clicc, Inc.</u>	<u>Services</u>

					the 30 trading days preceding date of notice		
<u>9/26/22</u>	<u>27,500</u>	<u>27,500</u>	<u>6,101</u>	<u>9/26/2023</u>	Lower of 75% of the average of the trading price on the date prior to the funding of the note and 60% of the lowest trading price during the 15 trading days period ending on the last complete trading day prior to the conversion date	Joseph Canouse/ J P Carey Limited Partners LLC.	Loan
<u>10/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>734</u>	<u>9/1/2022</u>	Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice	Julio Acosta/ Clicc, Inc.	Services
<u>11/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>698</u>	<u>9/1/2022</u>	Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice	Julio Acosta/ Clicc, Inc.	Services
<u>12/31/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>664</u>	<u>12/31/2023</u>	Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice	Julio Acosta/ Clicc, Inc.	Services
<u>12/1/2022</u>	<u>3,500</u>	<u>3,500</u>	<u>664</u>	<u>9/1/2022</u>	Lower of \$0.0003 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice	Julio Acosta/ Clicc, Inc.	Services
<u>11/3/2023</u>	<u>11,000</u>	<u>11,000</u>	<u>723</u>	<u>11/3/2024</u>	Lower of 75% of the average of the trading price on the date prior to the funding of the note and 60% of the lowest trading price during the 15 trading days period ending on the last complete trading day prior to the conversion date	Joseph Canouse/ J P Carey Limited Partners LLC.	Loan
<u>12/15/2023</u>	<u>16,500</u>	<u>16,500</u>	<u>429</u>	<u>12/15/2024</u>	Lower of 75% of the average of the trading price on the date prior to the funding of the note and 60% of the lowest trading price during the 15 trading days period ending on the last complete trading day prior to the conversion date	Joseph Canouse/ J P Carey Limited Partners LLC.	Loan
<u>3/22/2024</u>	<u>10,800</u>	<u>10,800</u>	<u>296</u>	<u>3/22/2025</u>	Lower of 75% of the average of the trading price on the date prior to the funding of the note and 60% of the lowest trading price during the 15 trading days period ending on the last complete trading day prior to the conversion date	Joseph Canouse/ J P Carey Limited Partners LLC.	Loan
<u>4/18/2024</u>	<u>9,500</u>	<u>9,500</u>	<u>190</u>	<u>4/18/2025</u>	Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice	Roberto Mederos, CEO, Green Leaf Innovations	Operations



<u>4/24/2024</u>	<u>22,000</u>	<u>22,000</u>	<u>404</u>	<u>4/24/2025</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Roberto Mederos, CEO, Green Leaf Innovations</u>	<u>Operations</u>
<u>4/29/2024</u>	<u>7,000</u>	<u>7,000</u>	<u>119</u>	<u>4/29/2025</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Roberto Mederos, CEO, Green Leaf Innovations</u>	<u>Operations</u>
<u>4/30/2024</u>	<u>2,652</u>	<u>3,100</u>	<u>0</u>	<u>4/30/2025</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Roberto Mederos, CEO, Green Leaf Innovations</u>	<u>Operations</u>
<u>5/16/2024</u>	<u>2,000</u>	<u>2,000</u>	<u>25</u>	<u>5/16/2025</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Roberto Mederos, CEO, Green Leaf Innovations</u>	<u>Operations</u>
<u>5/21/2024</u>	<u>2,500</u>	<u>2,500</u>	<u>27</u>	<u>5/21/2025</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Roberto Mederos, CEO, Green Leaf Innovations</u>	<u>Operations</u>
<u>5/28/24</u>	<u>2,500</u>	<u>2,500</u>	<u>27</u>	<u>5/28/2025</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Roberto Mederos, CEO, Green Leaf Innovations</u>	<u>Operations</u>
<u>5/30/24</u>	<u>7,000</u>	<u>7,000</u>	<u>59</u>	<u>5/30/25</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Roberto Mederos, CEO, Green Leaf Innovations</u>	<u>Operations</u>
<u>6/7/24</u>	<u>2,500</u>	<u>2,500</u>	<u>16</u>	<u>6/7/2025</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Roberto Mederos, CEO, Green Leaf Innovations</u>	<u>Operations</u>
<u>6/20/24</u>	<u>7,000</u>	<u>7,000</u>	<u>19</u>	<u>6/20/2025</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Roberto Mederos, CEO, Green Leaf Innovations</u>	<u>Operations</u>
<u>8/15/2024</u>	<u>15,000</u>	<u>15,000</u>	<u>0</u>	<u>8/15/2025</u>	<u>Lower of 75% of the average of the trading price on the date prior to the funding of the note and 60% of the lowest trading price during the 15 trading days period ending on the last complete trading day prior to the conversion date</u>	<u>Joseph Canouse/ J P Carey Limited Partners LLC.</u>	<u>Loan</u>
<u>9/20/2024</u>	<u>5,000</u>	<u>5,000</u>	<u>0</u>	<u>9/20/2025</u>	<u>Lower of \$0.00005 or 50% of the lowest closing bid price during the 30 trading days preceding date of notice</u>	<u>Migule P Pinto</u>	<u>Note</u>

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

n/a

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

The purpose of this section is to provide a clear description of the issuer's current operations. (Please ensure that these descriptions are updated on the Company's Profile on [www.otcmarkets.com](http://www.otcmarkets.com)).

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

Green Leaf Innovations, Inc., a Florida corporation, is an emerging growth company engaged in the Marketing and Distribution of handmade premium cigars Manufactured out of Nicaragua. The company strategically imports and distributes handmade Premium Cigars and packaged whole leaf Tobacco to cigar lounges, smoke shops, C-stores and vape shops across the United States and International Markets.

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

**SOFLO Wholesaler Group, Inc.**, a wholly-owned subsidiary, has established itself as a prominent player in the cigar industry over the past four years. Renowned for distributing the #1 rated cigars among the Top 30 in the industry, SOFLO has built a robust reputation for quality and service. Under the guidance of its President, Miguel Pinto—an industry expert with over 20 years of experience—the company has expanded its market share significantly. Today, SOFLO serves a diverse and growing customer base of over 400, including cigar lounges, smoke shops, cigar distributors, convenience stores (C-stores), and duty-free shops.

C. Describe the issuers' principal products or services.

Wholesale distributor and manufacturer of handmade Premium Cigars.

#### 5) Issuer's Facilities

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

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

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

As of this filing date the address of the Issuer is 15800 Pines Blvd., Suite 3200, Pembroke Pines, FL 33027.

#### 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuer's securities, or any person that performs a similar function, regardless of the number of shares they own. **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 in the note section.**

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

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	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
Roberto Mederos	CEO/Chairman of the Board	Southwest Ranches, FL	41,000,000	Preferred A stock	100%	_____

## 7) Legal/Disciplinary History

A. Identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

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);

N/A

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;

N/A

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;

N/A

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

N/A

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.

N/A

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.

N/A

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

None

### 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.

#### Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Jeff Turner  
Firm: JDT Legal, PLLC  
Address 1: 897 W Baxter Drive  
Address 2: South Jordan, Utah 84095  
Phone: 801-810-4465  
Email: jeff@jdt-legal.com

#### Accountant or Auditor

Name: Ryan Medico  
Firm: Solutions Group Accounting Firm  
Address 1: 1275 Lake Heathrow Ln, Heathrow, FL 32746  
Address 2:  
Phone: 321-356-9721  
Email: accounting@solutionsgroupaccounting.com

#### Investor Relations

Name: NA  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

#### *All other means of Investor Communication:*

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) Financial Statements

A. The following financial statements were prepared by (name of individual)<sup>2</sup>:

Name: **Ryan Medico**  
Title: CFO | Solutions Group Accounting Firm  
Relationship to Issuer: Consultant

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)<sup>3</sup>:

Name: **Ryan Medico**  
Title: CFO | Solutions Group Accounting Firm  
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements: **Ryan Medico** with has over 16 years of experience in finance and accounting with over 8 years of experience in financial disclosure preparation for OTC Markets companies.

Provide the following financial statements for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- 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

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<sup>5</sup> 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.

**GREEN LEAF INNOVATIONS, INC.**  
**INDEX TO CONSOLIDATED FINANCIAL STATEMENTS**  
**Quarter End September 30, 2024**

**GREEN LEAF INNOVATIONS, INC.**  
**CONSOLIDATED BALANCE SHEET**  
**QUARTER ENDING SEPTEMBER 30, 2024**

	<b>September 30,</b>
	<b>2024</b>
<b>ASSETS</b>	
Cash	\$5,313,983
Accounts receivable	\$51,399
Inventory	\$ (243,338)
Shareholder loan	\$4,300
Investment in affiliate	\$ -
<b>Total assets</b>	<b>\$5,126,344</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIENCY)</b>	
<b>Current liabilities:</b>	
Accounts Payable	\$63,021
Accrued expenses	\$ -
Accrued interest payable	\$188,288
Accrued salary payable	\$1,330,936
<b>Total current liabilities</b>	<b>\$1,582,245</b>
<b>Convertible notes payable, net</b>	
Note payable to affiliate	\$640,970
Derivative liability	\$712,002
<b>Total Liabilities</b>	<b>\$1,352,972</b>
<b>Commitments and contingencies</b>	
<b>Capital Preferred stock \$0.001 par value; 42,862,500 issued and outstanding at September 30, 2024</b>	<b>\$576,250</b>
<b>Common stock, \$0.00001 par value; 6,483,220,419 shares issued and outstanding as of March 31, 2024</b>	<b>\$763,004</b>
Additional paid in capital	\$15,720,118
Accumulated deficit	\$(14,868,244)
<b>Total stockholders' equity (deficiency)</b>	<b>\$2,191,127</b>
<b>Total liabilities and stockholders' equity (deficiency)</b>	<b>\$5,126,344</b>



**GREEN LEAF INNOVATIONS, INC.**  
**STATEMENT OF OPERATIONS**  
**QUARTER ENDING SEPTEMBER 30, 2024**

	Quarter Ending September 30, 2024	Quarter Ending September 30, 2023
<b>Revenues</b>	1,124,801.90	47,593.00
<b>Costs of Goods Sold</b>	358,047	20,604
<b>Inventory Shrinkage</b>	(1,236,489)	
<b>Gross Profit</b>	2,003,244	26,989
<b>Expenses</b>		
<b>Operation expense</b>	29,143	18,861
<b>Change in derivative valuation</b>	-	
<b>Total expenses</b>	29,143	18,861
	-	
<b>Other Income</b>		
<b>Gain on Debt Forgiveness</b>	57,313	
<b>Net (income) / loss</b>	<b>\$2,031,414</b>	<b>\$8,128</b>
<b>Net loss per common share - basic and diluted</b>		
<b>Weighted average common shares outstanding - basic and diluted</b>		

**GREEN LEAF INNOVATIONS, INC.**  
**STATEMENT OF CASH FLOWS**  
**QUARTER ENDING SEPTEMBER 30, 2024**

	<b>3 Months Ending</b>
	<b>September 30, 2024</b>
<b>Cash flows from operating activities:</b>	
<b>Net Income (loss)</b>	<b>\$2,031,414</b>
<b>Adjustments to reconcile net loss to net cash used in operating activities:</b>	<b>3,650</b>
<b>Adjustments for Accounts Receivable</b>	20,363
<b>Amortization of debt discount</b>	-
<b>Change in derivative liability</b>	-
<b>Changes in operating assets and liabilities:</b>	-
<b>(Increase) / Decrease in assets:</b>	-
<b>Inventory</b>	(941,321)
<b>Shareholder loan</b>	-
<b>(Decrease) / Increase in accrued expenses</b>	-
<b>Net cash used in operating activities</b>	<b>\$1,114,107</b>
<b>Cash flows from investing activities:</b>	
<b>Net cash provided by financing activities</b>	
<b>Cash flows from financing activities:</b>	
<b>Issuance of related party note</b>	-
<b>Issuance of convertible notes payable, net</b>	(37,703)
<b>Shareholder advance</b>	67,379
<b>Proceeds from sale of preferred stock</b>	-
<b>Net cash provided by financing activities</b>	<b>\$29,676</b>
<b>Cash:</b>	
<b>Net increase</b>	<b>\$1,143,782</b>
<b>Beginning Balance</b>	<b>\$4,170,200</b>
<b>Ending Balance</b>	<b>\$5,313,983</b>

**GREEN LEAF INNOVATIONS, INC.**

**STATEMENT OF STOCKHOLDER'S EQUITY (DEFICIT)**

**QUARTER ENDING SEPTEMBER 30, 2024**

	Preferred		Preferred Stock,		Common		Additional Paid in	Accumulated	Stockholders'			
	Stock, Series A		Series B		Stock					Capital	Deficit	Equity
	Shares	Par Value	Shares	Par Value	Shares	Par Value						(Deficiency)
<b>Balance, December 31, 2022</b>	41,000,000	410,000	100,000	10,000	5,299,887,086	52,999	15,300,893	(16,183,412)	(409,520)			
<b>Stock issued for conversion of Preferred B</b>			(100,000)	(10,000)	500,000,000	50,000	(40,000)		(10,000)			
<b>Stock sold for cash</b>			1,662,500	166,250			(29,250)		137,000			
<b>Original discount on convertible note payable</b>							(4,607)		(4,607)			
<b>Cancellation of Cubanacan Acquisition</b>								(2,299,663)	0			
<b>Net Income</b>								(120,853)	(120,853)			
<b>Balance, December 31, 2023</b>	41,000,000	\$410,000	1,662,500	\$166,250	5,799,887,086	\$102,999	\$15,227,036	(\$18,603,928)	(\$2,628,891)			
<b>Stock issued for conversion of Preferred B</b>			(1,133,333)	(113,333)	566,666,500	56,667	56,666		0			
<b>Stock sold for cash</b>			1,133,333	113,333			(83,833)		29,500			
<b>Original discount on convertible note payable</b>							(6,914)					
<b>Stock issued for convertible note</b>					433,333,333	43,333	17,333					
<b>Stock issued for services</b>					5,600,000,000	560,000	540,000		1,100,000			
<b>Cash for stock subscription</b>							15,000					
<b>Net Loss</b>								(1,331,304)	(1,331,304)			
<b>Balance, June 30, 2024</b>	41,000,000	\$410,000	1,662,500	\$166,250	12,399,886,919	\$762,999	\$15,765,288	(\$19,935,232)	(\$2,830,695)			
<b>Cash for stock subscription</b>								14,980	14,980			
<b>Stock issued for services</b>					(5,000,000,000)		(49,666)		(49,666)			
<b>Cash for stock subscription</b>					200,000,000	5	4,496		4,500			
<b>Purchase of Solo</b>								5,018,877	5,018,877			
<b>Net Loss</b>								33,132	33,132			
<b>Balance, September 30, 2024</b>	41,000,000	\$410,000	1,662,500	\$166,250	7,599,886,919	\$763,004	\$15,720,118	(\$14,868,244)	\$2,191,127			

**GREEN LEAF INNOVATIONS, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**Year Quarter Ending September 30, 2024**

**1. Organization and Basis of Presentation**

***Basis Of Presentation***

The Company prepares its financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP"), which require 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 reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

***Use Of Estimates***

The Company prepares its financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP"), which require 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 reported amounts of revenues and expenses during the reporting year. Actual results could differ from those estimates.

***Reclassification Of Prior Period Presentation***

Certain prior period amounts have been reclassified for consistency with the current year presentation. These reclassifications had no effect on the reported results of operations.

***Cash And Cash Equivalents***

The Company considers all highly liquid investments with an original maturity of three months or less at the date of acquisition to be cash equivalents.

***Accounts Receivable And Allowance For Doubtful Accounts***

Trade receivables are recorded at net realizable value consisting of the carrying amount less the allowance for doubtful accounts, as needed. Factors used to establish an allowance include the credit quality of the customer and whether the balance is significant. The Company may also use the direct write-off method to account for uncollectible accounts that are not received. Using the direct write-off method, trade receivable balances are written off to bad debt expense when an account balance is deemed to be uncollectible. The Company believes that all accounts receivable are collectable as of September 30, 2024.

***Inventories***

Inventories are measured using the first-in, first-out method.

***Cash Flows Reporting***

The Company follows ASC 230, Statement of Cash Flows, for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method ("Indirect method") as defined by ASC 230, Statement of

Cash Flows, to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period.

***Related Parties***

The Company follows ASC 850, Related Party Disclosures, for the identification of related parties and disclosure of related party transactions. Related party transactions are summarized in Note 8.

***Leases***

The Company adopted Accounting Standards Update 2016-02, Leases (Topic 842) ("ASU 2016-02"), which requires a lessee to record a right-of-use asset and a corresponding lease liability at the inception of the lease initially measured at the present value of the lease payments. ASU 2016-02 requires recognition in the statement of operations of a single lease cost that is calculated as a total cost of the lease allocated over the lease term, generally on a straight-line basis. The Company did not have any leases within the scope of ASU 2016-02 at September 30, 2024.

***Concentrations Of Credit Risk And Significant Customers***

Financial instruments which potentially subject the Company to concentrations of credit risk consist primarily of cash and cash equivalents, marketable securities, accounts receivable and restricted cash. The Company limits its exposure to credit loss by placing its cash and cash equivalents with high credit-quality financial institutions in bank deposits, money market funds, U.S. government securities and other investment grade debt securities that have strong credit ratings. The Company has established guidelines relative to diversification of its cash and marketable securities and their maturities that are intended to secure safety and liquidity. These guidelines are periodically reviewed and modified to take advantage of trends in yields and interest rates and changes in the Company's operations and financial position. Although the Company may deposit its cash and cash equivalents with multiple financial institutions, its deposits, at times, may exceed federally insured limits.

***Financial Instruments***

The Company's consolidated balance sheet includes certain financial instruments. The carrying amounts of current assets and current liabilities approximate their fair value because of the relatively short period of time between the origination of these instruments and their expected realization.

ASC 820, Fair Value Measurements and Disclosures defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). 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	Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
Level 3	Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of September 30, 2024 and December 31, 2023. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments.

***Derivative Liabilities***

Derivative liabilities include the fair value of instruments such as common stock warrants, preferred stock warrants and convertible features of notes, that are initially recorded at fair value and are required to be re-measured to fair value at each reporting period under provisions of ASC 480, *Distinguishing Liabilities from Equity*, or ASC 815, *Derivatives and Hedging*. The change in fair value of the instruments is recognized as a component of other income (expense) in the Company's statements of operations until the instruments settle, expire or are no longer classified as derivative liabilities. The Company estimates the fair value of these instruments using the Black-Scholes pricing model. The significant assumptions used in estimating the fair value include the exercise price, volatility of the stock underlying the instrument, risk-free interest rate, estimated fair value of the stock underlying the instrument and the estimated life of the instrument.

As of September 30, 2024 and December 31, 2023, the Company had Level 3 financial instruments consisting of derivative liabilities relating to the conversion feature of convertible debt. The balance of the derivative liability at September 30 and December 31, 2023 was \$639,252 and \$638,899, respectively.

### **Revenue Recognition**

The Company follows ASC 606, Revenue From Contracts With Customers. ASC 606, has a five-step process: a) Determine whether a contract exists; b) Identify the performance obligations; c) Determine the transaction price; d) Allocate the transaction price; and e) Recognize revenue when (or as) performance obligations are satisfied.

Revenue is recognized when all of the following criteria are met:

- *Identification of the contract, or contracts, with a customer*  
A contract with a customer exists when (i) we enter into an enforceable contract with a customer that defines each party's rights regarding the goods or services to be transferred and identifies the payment terms related to these goods or services, (ii) the contract has commercial substance and the parties are committed to perform, and (iii) we determine that collection of substantially all consideration to which it will be entitled in exchange for goods or services that will be transferred is probable based on the customer's intent and ability to pay the promised consideration.
- *Identification of the performance obligations in the contract*  
Performance obligations promised in a contract are identified based on the goods or services that will be transferred to the customer that are both capable of being distinct, whereby the customer can benefit from the goods or service either on its own or together with other resources that are readily available from third parties or from us, and are distinct in the context of the contract, whereby the transfer of the goods or services is separately identifiable from other promises in the contract. To the extent a contract includes multiple promised goods or services, we apply judgment to determine whether promised goods or services are capable of being distinct and distinct in the context of the contract. If these criteria are not met the promised goods or services are accounted for as a combined performance obligation.
- *Determination of the transaction price*  
The transaction price is determined based on the consideration to which we will be entitled in exchange for transferring goods or services to the customer. Constraints are applied when estimating variable considerations based on historical experience where applicable.
- *Allocation of the transaction price to the performance obligations in the contract*  
All current contracts are of a single performance obligation thus the entire transaction price is allocated to the single performance obligation. We determine standalone selling price taking into account available information such as historical selling prices of the performance obligation, geographic location, overall strategic objective, market conditions and internally approved pricing guidelines related to the performance obligation.
- *Recognition of revenue when, or as, we satisfy performance obligation*  
We satisfy performance obligations either over time or at a point in time as discussed in further detail below. Revenue is recognized at or over the time the related performance obligation is satisfied by transferring a promised good or service to a customer.

Revenue for the six months ended September 30, 2024 and 2023 were \$2,544 and \$3,598, respectively. The performance obligation has been met as per ASC 606.

### **Income Taxes**

The Company accounts for income taxes in accordance with ASC 740, Accounting for Income Taxes, as clarified by ASC 740-10, Accounting for Uncertainty in Income Taxes. Under this method, deferred income taxes are determined based on the estimated future tax effects of differences between the financial statement and tax basis of assets and liabilities and net operating loss and tax credit carryforwards given the provisions of enacted tax laws. Deferred income tax provisions and benefits are based on changes to the assets or liabilities from year to year. In providing for deferred taxes, the Company considers tax regulations of the jurisdictions in which the Company operates, estimates of future taxable income, and available tax planning strategies. If tax regulations, operating results or the

ability to implement tax-planning strategies vary, adjustments to the carrying value of deferred tax assets and liabilities may be required. Valuation allowances are recorded related to deferred tax assets based on the “more likely than not” criteria of ASC 740.

ASC 740-10 requires that the Company recognize the financial statement benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting the “more-likely-than-not” threshold, the amount recognized in the financial statements is the largest benefit that has a greater than 50 percent likelihood of being realized upon ultimate settlement with the relevant tax authority.

The Company recognizes expenses for tax penalties and interest assessed by the Internal Revenue Service and other taxing authorities upon receiving valid notice of assessments. The Company has received no such notices as of September 30, 2024.

In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all the deferred tax assets will be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences will become deductible. The Company considers the scheduled reversal of deferred tax liabilities, projected future taxable income and tax planning strategies in making this assessment. The Company has recorded a full valuation allowance against its net deferred tax assets because it is not currently able to conclude that it is more likely than not that these assets will be realized. The amount of deferred tax assets considered to be realizable could be increased in the near term if estimates of future taxable income during the carryforward period are increased.

As of September 30, 2024, the Company had unused net operating loss carry forwards of \$1,186,000 available to reduce federal taxable income. The Company’s ability to offset future taxable income, if any, with tax net operating loss carryforwards may be limited due to the non-filing of tax returns. Under the CARES act, net operating losses arising after 2017 are able to be carried forward indefinitely. Furthermore, changes in ownership may result in limitations under Internal Revenue Code Section 382.

No deferred tax assets or liabilities were recognized as of September 30, 2024 or December 31, 2023.

#### ***Net Income (Loss) Per Common Share***

Net income (loss) per share is calculated in accordance with ASC 260, Earnings Per Share. The weighted-average number of common shares outstanding during each period is used to compute basic 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 at September 30, 2024 and 2023. As of June 30, 2024 and 2023, the Company had no dilutive potential common shares.

#### ***Share-Based Expense***

ASC 718, Compensation – Stock Compensation, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the consolidated 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 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.

Share-based expense was \$1,100,000 and \$0 for the six months ending September 30, 2024, and 2023, respectively.

#### ***Commitments And Contingencies***

The Company follows ASC 450-20, Loss Contingencies, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated. There were no known commitments or contingencies as of September 30, 2024 and December 31, 2023.

### Recent Accounting Pronouncements

The Company has reviewed the FASB issued Accounting Standards Update (“ASU”) accounting pronouncements and interpretations thereof that have effectiveness dates during the periods reported and in future periods. The Company has carefully considered the new pronouncements that alter previous generally accepted accounting principles and does not believe that any new or modified principles will have a material impact on the corporation’s reported financial position or operations in the near term. The applicability of any standard is subject to the formal review of our financial management and certain standards are under consideration.

### 3. Accrued Compensation

The Company’s accrued compensation consisted of the following:

		<b>September 30, 2024</b>		<b>December 31, 2023</b>
<b>Roberto Mederos</b>	\$	1,330,936	\$	1,264,656
<b>Total Accrued Compensation</b>	\$	1,330,936	\$	1,264,656

### 4. Convertible Notes Payable

At September 30, 2024 and December 31, 2023, the Company had issued \$10,800 and \$27,500 in convertible notes payable, respectively. All notes have an interest rate of 10% per annum and maturity dates between November 2, 2024 and March 22, 2025. Default terms are not defined within the notes.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal and accrued interest amount into Common Stock. The conversion is set at a price equal to lower of 75% of the average of the trading price on the date prior to the funding of the note and 60% of the lowest trading price during the 15 trading days period ending on the last complete trading day prior to the conversion date. The convertible notes are currently not in repayment as of the date of this report and are accruing interest per the terms of each individual note. Total accrued interest on all convertible notes is disclosed in the table below. Although certain notes have maturity dates prior to the date of this report, the notes are not in default. There is not a default clause associated with any note that has a maturity date prior to this report.

The Company accounts for this embedded conversion feature as a derivative under ASC 815-10-15-83 and valued separately from the note at fair value. The embedded conversion feature of the note is revalued at each subsequent reporting date at fair value and any changes in fair value will result in a gain or loss in those periods. On September 30, 2024, the derivative liability associated with all convertible note payable was \$639,252.

<b>Convertible Notes payable consisted of the following:</b>		<b>September 30, 2024</b>		<b>December 31, 2023</b>
<b>Convertible notes payable:</b>	\$	552,253	\$	561,501
<b>Debt discount</b>		4,833		20,669
<b>Convertible notes payable net of debt discount</b>		547,420		540,832
<b>Accrued interest</b>		212,791		190,118
<b>Current portion of convertible note payable and interest</b>	\$	760,211	\$	730,950

### 5. Derivative liability

The fair value of the Company’s derivative liabilities is estimated at the issuance date and is revalued at each subsequent reporting date. The Company estimates the fair value of these instruments using the Black-Scholes pricing model. The significant assumptions used in estimating the fair value include the exercise price, volatility of the stock underlying the instrument, risk-free interest rate, estimated fair value of the stock underlying the instrument and the estimated life of the instrument.

A summary of the activity of the derivative liability for the notes above is as follows:

	<b>September 30, 2024</b>	<b>December 31, 2023</b>
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<b>Balance at Beginning of period</b>	\$	638,899	\$	625,524
<b>Increase in derivative due to new issuances</b>		14,914		29,389
<b>Derivative income due to mark to market adjustment</b>		(14,561)		(16,014)
<b>Balance at end of period</b>	\$	639,252	\$	638,899

A summary of quantitative information about significant unobservable inputs (Level 3 inputs) used in measuring the Company's derivative liability that are categorized within Level 3 of the fair value hierarchy as of September 30, 2024 and December 31, 2023 is as follows:

<b>Inputs</b>	<b>September 30, 2024</b>	<b>December 31, 2023</b>	<b>Initial Valuation</b>
<b>Stock price on the valuation date</b>	\$ 0.0053	\$ 0.0001	\$ 0.0005 – 0.0001
<b>Conversion price</b>	\$ 0.0045	\$ 0.0001	\$ 0.0001 – 0.0001
<b>Risk-free interest rate</b>	0.39% - 4.98%	0.39% - 4.98%	0.39% - 4.98%
<b>Years to maturity</b>	0.75 - 0.00	0.92 - 0.00	1
<b>Volatility (annual)</b>	120.2%	115.9%	120% – 316%

## 6. Stockholders' Equity

### *Series A Preferred Stock*

At September 30, 2024, Series A Preferred Stock has 100,000,000 shares designated and 41,000,000 shares outstanding, has no conversion rights and the total aggregate issued shares, regardless of their number, shall have voting rights equal to one and one half (1.5) times the sum of i) the total number of shares of Common Stock which are issued and outstanding at the time of voting, plus ii) the total number of shares of Series B Preferred Stocks which are issued and outstanding at the time of voting.

### *Series B Preferred Stock*

At September 30, 2024, Series B Preferred Stock has 50,000,000 shares designated and 1,662,500 shares outstanding. Each share of Series B Preferred Stock is convertible into 500 shares of Common Stock.

### *Warrants And Options*

On January 26, 2022, the Company issued one (1) Warrant to JP Carey Limited Partners, LLC., which contains standard anti-dilution protections in the event of subsequent rights offerings, stock splits, stock dividends or other extraordinary dividends, or other similar changes in the Company's Common Stock or capital structure, the warrant has no participating rights for any losses: The Warrant was issued in connection with the convertible note executed on January 26, 2022. The Warrant is convertible into the Company's Common Stock at an Exercise Price equal to \$0.0003 price per share of the Company's Common Stock. At September 30, 2024 there are 200,000,000 Common stock underlying the Warrant.

On September 23, 2022, the Company issued one (1) Warrant to JP Carey Limited Partners, LLC., which contains standard anti-dilution protections in the event of subsequent rights offerings, stock splits, stock dividends or other extraordinary dividends, or other similar changes in the Company's Common Stock or capital structure, the warrant has no participating rights for any losses: The Warrant was issued in connection with the convertible note executed on September 23, 2022. The Warrant is convertible into the Company's Common Stock at an Exercise Price equal to \$0.0004 price per share of the Company's Common Stock. At September 30, 2024 there are 37,500,000 Common stock underlying the Warrant.

On September 26, 2022, the Company issued one (1) Warrant to JP Carey Limited Partners, LLC., which contains standard anti-dilution protections in the event of subsequent rights offerings, stock splits, stock dividends or other extraordinary dividends, or other similar changes in the Company's Common Stock or capital structure, the warrant has no participating rights for any losses: The Warrant was issued in connection with the convertible note executed on September 26, 2022. The Warrant is convertible into the Company's Common Stock at an Exercise Price equal to \$0.0004 price per share of the Company's Common Stock. At September 30, 2024 there are 50,000,000 Common stock underlying the Warrant.

On November 3, 2023, the Company issued one (1) Warrant to JP Carey Limited Partners, LLC., which contains standard anti-dilution protections in the event of subsequent rights offerings, stock splits, stock dividends or other extraordinary dividends, or other similar changes in the Company's Common Stock or capital structure, the warrant has no participating rights for any losses: The Warrant was issued in connection with the convertible note executed on November 3, 2023. The Warrant is convertible into the Company's Common Stock at an Exercise Price equal to \$0.00005 price per share of the Company's Common Stock. At September 30, 2024 there are 220,000,000 Common stock underlying the Warrant.

On December 15, 2023, the Company issued one (1) Warrant to JP Carey Limited Partners, LLC., which contains standard anti-dilution protections in the event of subsequent rights offerings, stock splits, stock dividends or other extraordinary dividends, or other similar changes in the Company’s Common Stock or capital structure, the warrant has no participating rights for any losses: The Warrant was issued in connection with the convertible note executed on December 15, 2023. The Warrant is convertible into the Company’s Common Stock at an Exercise Price equal to \$0.00005 price per share of the Company’s Common Stock. At September 30, 2024 there are 220,000,000 Common stock underlying the Warrant.

The Company accounts for warrants in accordance with ASC 480, Distinguishing Liabilities from Equity, depending on the specific terms of the warrant agreement. The Company determined the fair value of the warrants using the Black-Scholes pricing model and treated the valuation as equity instruments. The warrants are marked-to-market each reporting period, which will have an impact to earnings. Any future exercises of the warrants will be recorded as cash received and recorded in cash, with a corresponding increase to Common Stock and additional paid-in capital in equity.

As of September 30, 2024, the warrant liability had an initial value of \$72,750 based on 727,500,000 shares of Common Stock underlying the Warrants, the following assumptions were observed:

<i>Fair value assumptions – warrant liability</i>	<b>6/30/2024</b>
Risk-free interest rate	0.7% - 5.29%
Expected lives (years)	5.0 to 7.0
Expected price volatility	257.74%

**7. 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.

**8. Related Party Transactions**

**Equity**

On May 10, 2024, the Company issued 5,000,000,000 shares of Common Stock at FMV of \$1,000,000 or \$0.0002 per share to our CEO, Roberto Mederos as per his employment agreement for services rendered.

On July 5, 2024, Robert Mederos returned the 5,000,000,000 shares of Common Stock in exchange for Preferred Stock of the Company. This was done through and exchange agreement.

**Notes Payable**

From time to time, Roberto Mederos, our CEO will advance funds to the Company for operations. Roberto Mederos advanced \$69,900 during the periods ended September 30, 2024 and \$0, during the period ending December 31, 2023.

The balance of notes payable, related party at September 30, 2024 and December 31, 2023 was \$69,900 and \$0, respectively.

The balance of accrued interest – related party at September 30, 2024 and December 31, 2023 was \$1,009 and \$0, respectively.

**9. Subsequent Events**

## 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, Roberto Mederos certify that:

1. I have reviewed this Disclosure Statement for Green Leaf Innovations, 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.

November 14, 2024

/s/ Roberto Mederos

Roberto Mederos

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

### *Principal Financial Officer:*

I, Roberto Mederos certify that:

I have reviewed this Disclosure Statement for Green Leaf Innovations, Inc.;

1. 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
2. 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.
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.

November 14, 2024

/s/ Roberto Mederos

Roberto Mederos

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