



Alternative Reporting Standard: Disclosure Guidelines for the Pink[®] Market

Federal and state securities laws require issuers to provide *current information* to the public markets. With a view to facilitating compliance with these laws, OTC Markets Group has created these Disclosure Guidelines (“Guidelines”)¹ that set forth the disclosure obligations that make up the “Alternative Reporting Standard” for Pink companies. Companies on the Pink Market that do not make disclosure directly to the SEC (via EDGAR), a banking regulator, or a non-U.S. regulatory authority may provide disclosure under our “Alternative Reporting Standard.” We use information provided by companies under these Guidelines to designate the appropriate tier in the Pink Market: Current Information or Limited Information.²

Pink Current Information Tier

To qualify for the Current Information Tier:

1. **Subscribe to the OTC Disclosure & News Service:** To submit an application, visit [Gateway](#) to sign in or create a new account. Allow OTC Markets Group 2-4 weeks to process your application and provide authorized user credentials to OTCIQ.
2. **Publish Initial Disclosure:** Upload the following documents through OTCIQ:

- Annual Report for the most recently completed fiscal year.
- All Quarterly Reports for the Current Fiscal Year.

Annual or Quarterly Reports are composed of:

- **Disclosure Statements:** Disclosure information pursuant to these Guidelines for the applicable period. Available as a fillable form beginning on page 4 of these Guidelines.
- **Financial Statements:** Qualifying Financial Statements in accordance with the Financial Statement Requirements specified in Item 9 of these Guidelines.

Qualifying Financial Statements include:

- Audit Letter, if audited
- Balance Sheet
- Statement of Income
- Statement of Cash Flows
- Statement of Retained Earnings (Statement of Changes in Stockholders’ Equity)
- Notes to Financial Statements

3. **Publish Attorney Letter:** If financial statements are not audited by a PCAOB registered firm, companies must retain U.S. counsel to review their disclosure and provide a letter to OTC Markets Group with respect to adequate current information by providing the following:
 - Attorney Letter Agreement: The attorney for the company must submit a signed Attorney Letter Agreement according to the [Attorney Letter Agreement Instructions](#).

¹ These Guidelines have been designed to encompass the “current information” requirements under state and federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”) as well as Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws. However, these Guidelines have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator. These Guidelines do not constitute legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements. These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice.

² OTC Markets Group may require companies with securities designated as “Caveat Emptor” or other compliance flags to make additional disclosures to qualify for the Pink Current Information tier.

- **Attorney Letter:** After the attorney reviews the company's disclosure, publish the "Attorney Letter With Respect to Current Information" through OTCIQ. Attorney Letters must be in accordance with the [Attorney Letter Guidelines](#).
4. **Verify Profile:** Verify the Company Profile through OTCIQ. This includes the complete list of current officers, directors, and service providers; outstanding shares; a business description; contact information; and the names of all company insiders and beneficial owners of 10% or more of the outstanding units or shares of any class of any equity security of the issuer.
 5. **OTC Markets Group Processing of Reports:** Allow OTC Markets Group to process the posted documents (typically three to five business days) and provide any comments. Companies will only be evaluated for Current Information once all required documentation has been submitted. A new Attorney Letter is required upon amendment of any referenced report.
 6. **Ongoing Requirements:** To qualify for Current Information on an ongoing basis, companies must:
 - Publish reports through OTCIQ on the following schedule:
 - Quarterly Report within **45 days** of the quarter end
 - Annual Report within **90 days** of the fiscal year end
 - Attorney Letter within **120 days** of the fiscal year end if financial statements are unaudited.
 - Maintain a Verified Profile. At least once every six months, review and verify the Company Profile through OTCIQ.
 - Maintain Transfer Agent Verified share data. If your transfer agent participates in the [Transfer Agent Verified Shares Program](#), then your securities must have current share data verified by the transfer agent.
 - Maintain an Active standing in the Company's State of Incorporation.

Pink Limited Information Tier

Companies that do not meet the requirements of the Pink Current Information tier set forth above may still qualify for the Pink Limited Information Tier by meeting the following minimum disclosure requirements.

1. **Annual Financial Statements:** Publish one set of Qualifying Annual Financial Statements which cover the past 2 completed fiscal years, provided the most recently completed fiscal year is within the past 16 months.
2. **Verified Profile:** The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors, and service providers; outstanding shares; a business description; contact information; and the name of all company insiders. "Company Insiders" shall include the beneficial owner of 10% or more of the outstanding units or shares of any class of any equity security of the issuer.
3. **Ongoing Requirements:** To qualify for Limited Information on an ongoing basis, companies must:
 - Publish reports on the following schedule:
 - Annual Financial Statements as outlined in Item 9 within 120 days of the fiscal year end. Should a change in FYE occur, no more than 16 months may elapse from the fiscal year end of the prior Annual Financial Statement.
 - Review and Verify the Company's profile information through OTCIQ at least once every 12 months.
 - Maintain Transfer Agent Verified share data. If your transfer agent participates in the [Transfer Agent Verified Shares Program](#), then your securities must have current share data verified by the transfer agent.

Current Reporting of Material Corporate Events

In addition to the disclosure requirements above, all companies on the Pink market are expected to promptly release to the public any news or information regarding corporate events that may be material to the issuer and its securities (including adverse information). Persons with knowledge of such events are considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents, or if the material events occurs after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release **within four (4) business days** following their occurrence and posting such news release through an Integrated Newswire or the OTC Disclosure & News Service.³

Material corporate events may include:

- Changes to the company's shell status. Please refer to our [FAQ on Shell Companies](#)
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Entry into or termination of a material definitive agreement or material agreement not made in the ordinary course of business
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct or contingent financial obligation including any default or acceleration of an obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities including material write-offs and restructuring; Material impairments
- Unregistered sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Change in a company's fiscal year; Amendments to articles of incorporation or bylaws that were not previously disclosed in a proxy statement or other such disclosure statement.
- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure of investor relations, marketing, brand awareness, and stock promotion activities which might reasonably be expected to materially affect the market for its securities or otherwise deemed material by the issuer
- A company's bankruptcy or receivership
- Termination or reduction of a business relationship with a customer that constitutes a specified amount of the company's revenues
- Any material limitation, restriction, or prohibition, including the beginning and end of lock-out periods, regarding the company's employee benefits, retirement and stock ownership plan
- Earnings releases
- Other materially different information regarding key financial or operation trends from that set forth in periodic reports
- Other events the issuer determines to be material

³ "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on <https://www.otcmarkets.com/corporate-services/ir-tools-services>

Medican Enterprises Inc.

6320 Canoga Avenue, #1564, Woodland Hills California, 91367

818-835-0558
Immediateproperties.net
ir@immediateproperties.net

Annual Report

For the period ending December 31, 2023 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

38,944,976,296 as of December 31, 2023 (Current Reporting Period Date or More Recent Date)

38,944,976,286 as of December 31, 2022 (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:

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.

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.

Medican Enterprises Inc.

Formerly TCX Calibur, Inc. until 9-2013

Formerly Sentinel Scientific, Inc. to 8-93

Current State and Date of Incorporation or Registration: Nevada

Standing in this jurisdiction: (e.g. active, default, inactive): Revoked

Prior Incorporation Information for the issuer and any predecessors during the past five years:

Not applicable

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:

As of January 26th, 2019, the Company sold approximately \$20 million of assets to The Now Corporation (OTC:NWPN) in exchange for a convertible note of \$20 million.

As of July 19th, 2019, the Company acquired all of Immediate Properties LLC, a California real estate company that has over \$15 million in real estate assets.

As of November 6th, 2019, the Company cancelled its \$5,000,000 of convertible debt in Green Stream Holdings Inc. (OTC:GSFI) with Green Stream Holdings Inc. cancelling its debt in the exact same amount in the Company. In addition, Green Stream Holdings Inc. assigned \$10,000,000 of debt it owned in The Now Corporation (OTC:NWPN) to the Company.

Pursuant to a Mutual Recission and Amendments of Purchase and Sale Agreements dated May 13, 2020, Michel Jollant, Pierre Belleau and RBA Pharma Inc. cancelled their debt plus accrued interest in the Company. The Company cancelled \$10,000,000 of its debt plus accrued interest in The Now Corporation.

Pursuant to a Purchase and Sale dated March 18, 2021, the Company acquired 49% of the membership interest in R & B Property Development LLC, a California real estate company in exchange for a convertible note of \$50,000.

Pursuant to a Purchase and Sale dated March 18, 2021, the Company acquired 49% of the membership interest in RM Developments, LLC, a California real estate company in exchange for a convertible note of \$50,000.

Pursuant to a Share Purchase Agreement dated August 13, 2021 between the Company and Carl Dawson, the Company acquired a 10% non dilutable equity stake in Equity Apple Inc. for \$50,000.

Pursuant to an Acquisition and Merger Agreement dated March 3rd, 2023 between the Company, Sam Fenten and the Majority Shareholders (Xavier Mitchell and Dana Belle), the Company acquired Venice Dynamics Inc. This Montana company specializes in the development of artificial intelligence (AI) technologies for various industries. They offer a range of AI solutions, including natural language processing, image recognition, and predictive analytics. As consideration, the majority shareholders were to cancel the control block of preferred shares and reissue them to Sam Fenten. Xavier Mitchell and Dana Belle will receive all of the real estate assets of the Company as consideration for the significant reduction of their equity stake in the company. Xavier Mitchell resigned as an Officer and Director and contemporaneously appointed Sam Fenten as sole Officer and Director. Pursuant to a Resignation Letter with the contemporaneous Board Resolution dated April 1st, 2024, Sam Fenten resigned as an Officer and Director and appointed Xavier Mitchell as Chief Executive Officer and Director. In addition, Venice Dynamics shall remain as a wholly owned subsidiary.

Address of the issuer's principal executive office:

6320 Canoga Avenue, #1564, Woodland Hills California, 91367

Address of the issuer's principal place of business:

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

X

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: **Standard Registrar & Transfer Co., Inc.**

Phone: 801-571-8844

Email: amy@standardregistrar.com

Address: 440 East 400 South

Suite 200

Salt Lake City, UT 84111

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>MDCN</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>58464T202</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>50,000,000,000 as of date:12/31/2023</u>
Total shares outstanding:	<u>38,944,976,286 as of date: 12/31/2023</u>
Total number of shareholders of record:	<u>220 as of date: 12/31/2023</u>

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

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:	<u>Convertible Series B Preferred Stock</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>1,000,000 as of date:12/31/2023</u>
Total shares outstanding:	<u>1,000,000 as of date:12/31/2023</u>
Total number of shareholders of record:	<u>5 as of date:12/31/2023</u>

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

Exact title and class of the security:	<u>Preferred Shares</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>5,000,000 as of date:12/31/2023</u>
Total shares outstanding:	<u>5,000,000 as of date:12/31/2023</u>
Total number of shareholders of record:	<u>4 as of date:12/31/2023</u>

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.

Dividends are declared by management. Each common share is entitled to one vote. There are no preemptive rights.

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

With respect to Convertible Series B Preferred Stock, it has no dividend rights, liquidation rights nor redemption or sinking fund provisions. However, it does have the following provisions;

A) Can vote on an as-converted basis

B) Can convert into common shares based on a 1:1,000,000 ratio (each Convertible Series B Preferred tock will convert into 1,000,000 common stock) that can never be adjusted

C) Are not subject to dilution

D) Not subject to any adverse effects as a result of any reverse splits

E) Holders that are non-directors can only convert their Convertible Series B Preferred stock into common shares so that their beneficial ownership never exceeds 9.9% of the current issued and outstanding common share count.

With respect to the Preferred Shares, it has no dividend rights, liquidation rights nor redemption or sinking fund provisions. However, it does have the following provisions;

It has its conversion ratio changed to 1000:1 so that 1000 preferred stock will be convertible into 1 common share.

The corporation's Preferred Shares shall be convertible into common shares at a ratio so that 1000 preferred stock will be convertible into 1 common share.. These preferred shares shall not be subject to any dilution or the effects as a result of any reverse splits. Further these shares shall have voting rights valued as if converted at the above-stated ratio but without the need to do so but shall, in no event, be allowed to out-vote Kenneth Williams at any time that he serves as a director of the corporation.

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

Pursuant to a Certificate Of Amendment filed with the Secretary of State of Nevada on February 26, 2021, the conversion ratio for the preferred shares was changed to 1000 Preferred stock (not the Convertible Series B Preferred Shares) for each common share making them practically worthless with respect to conversion and voting rights.

This class of Preferred shares will eventually be not authorized with the Secretary of State of Nevada

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.

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)

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 (entities must have individual with voting / investment control disclo).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>04/17/2018</u>	<u>697,387</u>	<u>450,000</u>	<u>247,387</u>	<u>04/17/2019</u>	<u>50% discount to market</u>	<u>CBDVITAPETZ Inc. (Jose Hernandez)</u>	<u>Joint Venture Agreement</u>
<u>06/07/2019</u>	<u>710,643</u>	<u>500,000</u>	<u>210,643</u>	<u>06/07/2020</u>	<u>50% discount to market</u>	<u>Vintage Scripts Pharmacy (Robin Brown)</u>	<u>Purchase and Sale Agreement</u>
<u>04/17/2018</u>	<u>77,487</u>	<u>50,000</u>	<u>27,487</u>	<u>04/17/2019</u>	<u>50% discount to market</u>	<u>VitaCig Latino Inc. (Jose Hernandez)</u>	<u>Joint Venture Agreement</u>
<u>09/01/2018</u>	<u>1,505,667</u>	<u>1,000,000</u>	<u>505,667</u>	<u>09/01/2019</u>	<u>50% discount to market</u>	<u>Augustus Redmond</u>	<u>Purchase and Sale Agreement</u>
<u>10/25/2018</u>	<u>583,703</u>	<u>1,600,000</u>	<u>1,016,297</u>	<u>10/25/2019</u>	<u>50% discount to market</u>	<u>Green Gold Acquisitions Inc. (Curtis Philpot)</u>	<u>Joint Venture</u>
<u>02/12/2018</u>	<u>236,224</u>	<u>150,000</u>	<u>86,224</u>	<u>02/12/2019</u>	<u>50% discount to market</u>	<u>Curtis Philpot</u>	<u>Consulting and Services Agreement</u>
<u>07/20/2016</u>	<u>88,946</u>	<u>50,000</u>	<u>38,946</u>	<u>07/20/2017</u>	<u>50% discount to market</u>	<u>Wendy Williams</u>	<u>Purchase and Sale Agreement</u>

<u>07/27/2019</u>	<u>282,299</u>	<u>200,000</u>	<u>82,299</u>	<u>07/27/2020</u>	<u>50% discount to market</u>	<u>Lavelle Mitchell</u>	<u>Consulting and Services Agreement</u>
<u>08/01/2019</u>	<u>294,165</u>	<u>210,000</u>	<u>84,165</u>	<u>08/01/2020</u>	<u>50% discount to market</u>	<u>Rodney Belle, Jr.</u>	<u>Consulting and Services Agreement</u>
<u>06/02/2016</u>	<u>358,077</u>	<u>200,000</u>	<u>158,077</u>	<u>06/02/2017</u>	<u>50% discount to market</u>	<u>Ken Williams</u>	<u>Amendment to Employment Agreement</u>
<u>12/31/2016</u>	<u>60,253</u>	<u>35000</u>	<u>25,253</u>	<u>12/31/2017</u>	<u>50% discount to market</u>	<u>Ken Williams</u>	<u>Settlement Agreement</u>
<u>07/01/2018</u>	<u>305,029</u>	<u>200,000</u>	<u>105,029</u>	<u>07/01/2019</u>	<u>50% discount to market</u>	<u>Alex Desousa</u>	<u>Consulting and Services Agreement</u>
<u>01/01/2020</u>	<u>136,661</u>	<u>100,000</u>	<u>36,661</u>	<u>01/01/2021</u>	<u>50% discount to market</u>	<u>Henry Ramsey</u>	<u>Consulting and Services Agreement</u>
<u>03/18/2021</u>	<u>62,234</u>	<u>50,000</u>	<u>12,234</u>	<u>03/18/2022</u>	<u>50% discount to market</u>	<u>Randy Morgan</u>	<u>Purchase and Sale Agreement</u>
<u>03/18/2021</u>	<u>62,234</u>	<u>50,000</u>	<u>12,234</u>	<u>03/18/2022</u>	<u>50% discount to market</u>	<u>Rodney Belle, Jr.</u>	<u>Purchase and Sale Agreement</u>
<u>02/22/2021</u>	<u>59,051</u>	<u>47,250</u>	<u>11,801</u>	<u>02/22/2022</u>	<u>\$0.0001</u>	<u>Eagle Equities LLC (Yanky Borenstein)</u>	<u>Loan</u>
<u>02/11/2021</u>	<u>25,718</u>	<u>20,500</u>	<u>5,218</u>	<u>02/11/2022</u>	<u>\$0.0001</u>	<u>Adar Bays LLC (Ari Goldstein)</u>	<u>Loan</u>
<u>10/01/2021</u>	<u>1,550,129</u>	<u>1,300,000</u>	<u>250,129</u>	<u>10/01/2022</u>	<u>65% discount to market</u>	<u>Paul Khan</u>	<u>Consulting and Services Agreement</u>

<u>10/01/2021</u>	<u>596,203</u>	<u>500,000</u>	<u>96,203</u>	<u>10/01/2022</u>	<u>\$0.00005</u>	<u>Ken Williams</u>	<u>Settlement Agreement</u>
<u>10/01/2022</u>	<u>1,101,600</u>	<u>1,000,000</u>	<u>101,600</u>	<u>10/01/2023</u>	<u>65% discount to market</u>	<u>Paul Khan</u>	<u>Settlement Agreement</u>
<u>10/01/2022</u>	<u>330,480</u>	<u>300,000</u>	<u>30,480</u>	<u>10/01/2023</u>	<u>50% discount to market</u>	<u>David Nokes</u>	<u>Consulting and Services Agreement</u>
<u>10/03/2022</u>	<u>330,401</u>	<u>300,000</u>	<u>30,401</u>	<u>10/03/2023</u>	<u>50% discount to market</u>	<u>Henry Ramsey</u>	<u>Consulting and Services Agreement</u>
<u>10/03/2022</u>	<u>440,581</u>	<u>400,000</u>	<u>40,581</u>	<u>10/03/2023</u>	<u>50% discount to market</u>	<u>Taryn Mitchell</u>	<u>Consulting and Services Agreement</u>
<u>10/05/2022</u>	<u>330,369</u>	<u>300,000</u>	<u>30,369</u>	<u>10/05/2023</u>	<u>50% discount to market</u>	<u>Rodney Belle</u>	<u>Consulting and Services Agreement</u>
<u>10/07/2022</u>	<u>440,523</u>	<u>400,000</u>	<u>40,523</u>	<u>10/07/2023</u>	<u>50% discount to market</u>	<u>Lavelle Mitchell</u>	<u>Consulting and Services Agreement</u>
<u>10/07/2022</u>	<u>330,316</u>	<u>300,000</u>	<u>30,316</u>	<u>10/07/2023</u>	<u>50% discount to market</u>	<u>Arnetha Belle</u>	<u>Consulting and Services Agreement</u>
<u>10/09/2022</u>	<u>440,448</u>	<u>400,000</u>	<u>40,448</u>	<u>10/09/2023</u>	<u>50% discount to market</u>	<u>Dana Belle</u>	<u>Consulting and Services Agreement</u>
<u>10/01/2023</u>	<u>510,000</u>	<u>500,000</u>	<u>10,000</u>	<u>10/01/2024</u>	<u>50% discount to market</u>	<u>Paul Khan</u>	<u>Consulting and Services Agreement</u>

Some previous convertible notes were cancelled for non-performance or the Statute of Limitations pursuant to Nevada Law.
*****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")

The Company specializes in residential and commercial real estate investment and development. Our Company's success has worked to form lasting, concrete relationships with top equity suppliers, such as individual, commercial and institutional sources. These relationships enable Immediate Properties to provide beyond typical market approaches to finding and acquiring income-producing projects.

The company specializes in value-add investment and development in "A" locations in urban infill areas. It has expertise in multifamily, retail, office, mixed-use, adaptive re-use of industrial buildings and historic renovations. Immediate's current investment portfolio includes properties across Northern and Southern California, Atlanta, and Nevada. The Company is actively investing in California and other select metro areas where we believe relatively high cap rates are not justified due to strong fundamentals.

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

The Company owns Immediate Properties LLC

Pursuant to a Purchase and Sale dated March 18, 2021, the Company acquired 49% of the membership interest in R & B Property Development LLC, a California real estate company in exchange for a convertible note of \$50,000.

Pursuant to a Purchase and Sale dated March 18, 2021, the Company acquired 49% of the membership interest in RM Developments, LLC, a California real estate company in exchange for a convertible note of \$50,000.

Pursuant to a Share Purchase Agreement dated August 13, 2021 between the Company and Carl Dawson, the Company acquired a 10% non dilutable equity stake in Equity Apple Inc. for \$50,000.

Pursuant to an Acquisition and Merger Agreement dated March 3rd, 2023 between the Company, Sam Fenten and the Majority Shareholders (Xavier Mitchell and Dana Belle), the Company acquired Venice Dynamics Inc. This Montana company specializes in the development of artificial intelligence (AI) technologies for various industries. They offer a range of AI solutions, including natural language processing, image recognition, and predictive analytics. As consideration, the majority shareholders were to cancel the control block of preferred shares and reissue them to Sam Fenten. Xavier Mitchell and Dana Belle will receive all of the real estate assets of the Company as consideration for the significant reduction of their equity stake in the company. Xavier Mitchell resigned as an Officer and Director and contemporaneously appointed Sam Fenten as sole Officer and Director.

C. Describe the issuers' principal products or services.

Immediate's investment strategy is to acquire infill properties in "A" locations within markets that are core, core adjacent or gentrifying to core. Immediate implements value-accretive improvements to achieve above-market returns.

Immediate currently is focused on multifamily, retail, mixed-use and urban housing investments. We believe these product types will deliver above-market returns.

Immediate investment strategies are tailored to the individual property and specific location. We are currently growing our investor base through prudent, low risk acquisitions as we seek to grow our portfolio with our investor partners.

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.

As of January 26th, 2019, the Company sold approximately \$20 million of assets to The Now Corporation (OTC:NWPN) in exchange for a convertible note of \$20 million.

As of July 19th, 2019, the Company acquired all of Immediate Properties LLC, a California real estate company that has over \$15 million in real estate assets.

As of November 6th, 2019, the Company cancelled its \$5,000,000 of convertible debt in Green Stream Holdings Inc. (OTC:GSFI) with Green Stream Holdings Inc. cancelling its debt in the exact same amount in the Company. In addition, Green Stream Holdings Inc. assigned \$10,000,000 of debt it owned in The Now Corporation (OTC:NWPN) to the Company.

Pursuant to a Mutual Rescission and Amendments of Purchase and Sale Agreements dated May 13, 2020, Michel Jollant, Pierre Belleau and RBA Pharma Inc. cancelled their debt plus accrued interest in the Company. The Company cancelled \$10,000,000 of its debt plus accrued interest in The Now Corporation.

Pursuant to a Purchase and Sale dated March 18, 2021, the Company acquired 49% of the membership interest in R & B Property Development LLC, a California real estate company in exchange for a convertible note of \$50,000.

Pursuant to a Purchase and Sale dated March 18, 2021, the Company acquired 49% of the membership interest in RM Developments, LLC, a California real estate company in exchange for a convertible note of \$50,000.

Pursuant to a Share Purchase Agreement dated August 13, 2021 between the Company and Carl Dawson, the Company acquired a 10% non dilutable equity stake in Equity Apple Inc. for \$50,000.

Pursuant to an Acquisition and Merger Agreement dated March 3rd, 2023 between the Company, Sam Fenten and the Majority Shareholders (Xavier Mitchell and Dana Belle), the Company acquired Venice Dynamics Inc. This Montana company specializes in the development of artificial intelligence (AI) technologies for various industries. They offer a range of AI solutions, including natural language processing, image recognition, and predictive analytics. As consideration, the majority shareholders were to cancel the control block of preferred shares and reissue them to Sam Fenten. Xavier Mitchell and Dana Belle will receive all of the real estate assets of the Company as consideration for the significant reduction of their equity stake in the company. Xavier Mitchell resigned as an Officer and Director and contemporaneously appointed Sam Fenten as sole Officer and Director.

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.

Name 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
<u>Ken Williams</u>	+5%	<u>Palm Beach, Florida</u>	3,000,000 99,000	<u>Preferred</u> <u>Preferred B</u>	<u>60</u> <u>9.9</u>	_____
<u>Dana Belle</u>	+5%	<u>Woodland Hills, California</u>	<u>200,000</u>	Preferred B	<u>20</u>	_____
<u>Del Riley</u>	+5%	<u>Harrisburg, Pennsylvania</u>	<u>1,755,000</u>	<u>Preferred</u>	<u>35</u>	_____
<u>Juan Salazar</u>	+5%	<u>Homestead, Florida</u>				_____

			99,000	<u>Preferred</u> <u>B</u>	9.9	
<u>Paul Khan</u>	<u>+5%</u>	Toronto, Ontario	<u>245,000</u>	<u>Preferred</u>	<u>4.9</u>	
			99,000	<u>Preferred</u> <u>B</u>	9.9	
<u>Xavier Mitchell</u>	<u>+5%</u>	Los Angeles, California	<u>503,000</u>	<u>Preferred</u> <u>B</u>	<u>50.3</u>	
<u>Sam Fenten</u>	<u>CEO/Director</u>	Los Angeles, California	<u>0</u>			

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);

Yes

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

None

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

None

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

None

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

None

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

None

- 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.

On 08/03/2015, a Judgment against the company was awarded to Porter Levar & Rose Inc. in the amount of \$69,040.50.

On June 26, 2018, a judgment was awarded to LG Capital Funding against the company in the amount of \$157,046.97. However, subsequent stock conversions appear to have been fraudulently issued. Efforts to obtain clarification from Joseph Lerman, the control person, have been met with silence. The company intends to pursue legal remedies and will contest any efforts to enforce the judgment.

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: Vic Devlaeminck PC
Address 1: 10013 N.E. Hazel Dell Avenue, Suite 317
Address 2: Vancouver, Washington, 98685
Phone: 503-806-3533
Email: jevic321@aol.com

Accountant or Auditor

Name: Vic Devlaeminck PC
Address 1: 10013 N.E. Hazel Dell Avenue, Suite 317
Address 2: Vancouver, Washington, 98685
Phone: 503-806-3533
Email: jevic321@aol.com

Investor Relations

Name: _____
Firm: _____

Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): @medicaninc
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: Paul Khan
Firm: _____
Nature of Services: Consultant
Address 1: _____
Address 2: _____
Phone: _____
Email: paulkhanstein@yahoo.ca

9) Disclosure & Financial Information

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

Name: Paul Khan
Title: Consultant
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):

Name: Xavier Mitchell
Title: CEO
Relationship to Issuer: CEO and Director

Describe the qualifications of the person or persons who prepared the financial statements:⁵ **CEO and involved in small cap publicly traded stocks for a period of four years.**

The Financial Statements presented herein are not fully accurate, as they do not reflect the complete divestiture of the Company's real estate assets pursuant to the Acquisition and Merger Agreement dated March 3, 2023. Adjustments to account for this divestiture have not yet been incorporated. Consequently, the financial statements as of September 30, 2022, have been utilized.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- 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.

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, Xavier Mitchell, certify that:

1. I have reviewed this Disclosure Statement for Medican Enterprises Inc.;

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.

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.

10/24/24
_____[Date]

/s/Xavier Mitchell [CEO's Signature]

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

Principal Financial Officer:

I, Xavier Mitchell, certify that:

1. I have reviewed this Disclosure Statement for Medican Enterprises 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.

10/24/24
_____[Date]

/s/Xavier Mitchell [CFO's Signature]

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

Medican Enterprises Inc.
Financial Statements
Balance Sheet
For the Periods Ended December 31, 2023 and December 31, 2022

	Dec. 31 <u>2023</u>	Dec. 31 <u>2022</u>
ASSETS		
Current Assets		
Cash on hand, in bank	0	<u>75,304</u>
Total Current Assets	0	75,304
 Property, Plant & Equipment		
Real Estate	0	14,300,000
Vehicles	0	421,000
Furniture & Equipment	0	1,050,700
Building Materials	0	200,000
Land	0	2,500,000
Timeshares	0	1,100,000
Residential Real Estate	0	4,700,000
Depreciation	<u>0</u>	<u>-2,232,915</u>
Total Property, Plant & Equipment	0	22,038,785
 Other Assets		
10% Equity Apple	0	50,000
Note Receivable - Now Corp.	26,602,174	26,080,563
Venice Dynamics Inc.	<u>555,000</u>	<u>0</u>
Total Other Assets	27,157,174	26,130,563
 Total Assets	 <u>27,157,174</u>	 <u>48,244,652</u>
 LIABILITIES AND STOCKHOLDERS' EQUITY		
LIABILITIES		
Current Liabilities		
Accounts Payable	0	<u>0</u>
Total Current Liabilities	0	0
 Long Term Liabilities		
Mortgage Debt	0	9,084,388
Notes Payable	<u>11,946,828</u>	<u>10,733,388</u>
Total Long Term Liabilities	11,946,828	19,817,776
Total Liabilities	11,946,828	19,817,776
 STOCKHOLDERS' EQUITY		
Preferred Shares, par value \$0.001 5,000,000 authorized, issued and outstanding at 12/31/22 and 12/31/23	5,000	5,000
Preferred Series B, par value \$0.001 1,000,000 authorized, issued and outstanding at 12/31/22 and 12/31/23	1,000	1,000

Common Stock, par value \$0.001 50,000,000,000 Authorized, 38,944,976,286 Issued and outstanding at 12/31/22 and 12/31/23	38,944,976	38,944,976
Additional Paid In Capital	-31,879,977	-17,988,133
Accumulated Deficit	7,464,033	1,111,900
Current Earnings	<u>675,314</u>	<u>6,352,133</u>
Total Stockholders' Equity	<u>15,210,346</u>	<u>28,426,876</u>
 Total Liabilities and Stockholders' Equity	 <u>27,157,174</u>	 <u>48,244,652</u>

MEDICAN ENTERPRISES INC.
Statement of Income and
Retained Earnings (Deficit)
For the Twelve Months Ended
December 31, 2023 & December 31, 2022
(Unaudited)

	Dec. 31 2023	Dec. 31 2022
Revenue	0	2,608,851
Cost of Sales		
Materials	0	56,157
Wages & Direct Costs	<u>0</u>	<u>662,677</u>
Total Cost of Sales	<u>0</u>	<u>718,834</u>
Gross Profit	0	1,890,017
Operating Expenses		
Management	0	121,286
Rent	0	54,000
Supplies	0	23,168
Equipment Expense	0	23,474
IT & Web Costs	0	2,400
Legal & Accounting	0	18,991
Intern Costs	0	4,790
Interest & Bank Fees	925,146	83,372
Travel	0	2,400
Advertising & Promotion	0	4,540
Repairs & Maintenance	0	239,479
Utilities	0	10,547
Office Expense	0	16,023
Depreciation	<u>0</u>	<u>630,256</u>
Total Expenses	925,146	1,234,726
 Net Operating Gain	 -925,146	 655,291
Extraordinary Gain-Debt Settlement	1,600,460	5,696,842
 Net Income	 <u>675,314</u>	 <u>6,352,133</u>
Retained Earnings;		
Beginning of Period	<u>7,464,033</u>	<u>1,111,900</u>
 End of Period	 <u>8,139,347</u>	 <u>7,464,033</u>

MEDICAN ENTERPRISES INC.
Statement of Cash Flows
For the Twelve Months Ended
December 31, 2023 & December 31, 2022
Unaudited

	2023	2022
OPERATING ACTIVITIES		
Net Income	675,314	6,352,133
Adjustments to Reconcile Net Income to Net Cash Provided by Operations		
Decrease in Depreciation	0	630,256
Decrease in Accounts Payable		
Decrease in Accrued Payroll		
Decrease in Notes Receivable	<u>-521,611</u>	<u>-1,009,113</u>
	-521,611	-378,857
Net Cash Provided by Operating Activities	153,703	5,973,276
Investing Activities		
Asset Acquisition/Divestment	0	<u>-4,641,700</u>
Net Cash Provided by Investment Activity	0	-4,641,700
Financing Activities		
Decrease in Convertible Debt	-7,870,948	-5,608,325
Decrease in Notes Payable		
Stock Issuance		6,000
Paid In Capital	<u>-13,891,844</u>	<u>3,992,247</u>
Net Cash From Financing Activity	<u>-21,762,792</u>	<u>-1,610,078</u>
Net Cash Increase For Period	-75,304	-284,502
Cash at Beginning of Period	<u>75,304</u>	<u>359,806</u>
Cash at End of Period	<u>0</u>	<u>75,304</u>

MEDICAN ENTERPRISES INC.
Statement of Stockholders' Equity
31-Dec-23

	<u>Shares</u>	<u>Common Stock Amount</u>	<u>Shares</u>	<u>Preferred Stock Amount</u>	<u>Paid-In Capital</u>	<u>Accum. Earnings</u>	<u>Total Stockholders' Equity</u>
31-Dec-17	5,536,941,030	5,536,941			-20,173,519	-2,099,960	-1,380,287
Stock Issuance	3,040,417,082	3,040,417	5,000,000		12,315,834		15,356,251
Net Income -FYE 12/31/2018	8,577,358,112	8,577,358			-7,857,685	-3,006,089	-2,286,416
Stock Issuance	1,515,773,333	1,515,773			9,404,116		10,919,889
Net Income - FYE 12/31/2019	10,093,131,445	10,093,131			1,546,431	-2,887,668	8,751,894

MEDICAN ENTERPRISES, INC.
NOTES TO UNAUDITED FINANCIAL STATEMENTS
December 31, 2023

NOTE 1. GENERAL ORGANIZATION

Medican Enterprises, Inc. (The Company) was originally organized in the state of Nevada in October 27, 1988, as Sentinel Scientific, Inc. In August on 1993, the company's name was changed to TCX Calibur, Inc. In September of 2013, the Company's name was changed to Medican Enterprises, Inc.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING PRACTICES

Financial Statement Presentation

The balance sheet presentation herein includes all assets and liabilities at historical cost. The Company has on occasion issued shares of its common stock in exchange for certain services from the Company's Officers & Directors, business consultants and vendors. The stock has been issued at the fair-valued-based method. The cost of these services has been expensed in the period when the services were performed. No costs of services that were paid with stock have been capitalized.

Accounting Basis

The statements were prepared following generally accepted accounting principles of the United States of America consistently applied.

Fiscal Year

The Company operates on a December 31st fiscal year end.

Stock Based Compensation

The Company has on occasion issued equity and equity linked instruments to non-employees in lieu of cash to various vendors for the receipt of goods and services and, in certain circumstances, the settlement of short-term loan arrangements. The applicable GAAP guidance establishes that share-based payment transactions with nonemployees shall be measured at the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Recent Accounting Guidance

The Company has evaluated the recent accounting pronouncements through ASU 2015-16. The Company believes that none of the other pronouncements will have a material effect on the company's financial statements.

NOTE 3. GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of its assets and the liquidation of its liabilities in the normal course of business. Management plans to continue to seek funding from its shareholders and other qualified investors to pursue its business plan. The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish this and eventually attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 4. STOCKHOLDERS' EQUITY

Common Stock

The Company is authorized to issue 50,000,000,000 shares of common stock, par value \$0.001 and as of December 31, 2022, had 38,944,976,286 common shares issued and outstanding. The Company is authorized to issue 5,000,000 shares of preferred series A stock, par value \$0.001 and as of December 31, 2022, had 5,000,000 preferred shares issued and outstanding. The Company is authorized to issue 1,000,000 shares of preferred series B stock, par value \$0.001 and as of December 31, 2022, had 1,000,000 preferred shares issued and outstanding.

NOTE 5. REAL ESTATE ASSETS

The Company specializes in residential and commercial real estate investment and development. Our Company's success has worked to form lasting, concrete relationships with top equity suppliers, such as individual, commercial, and institutional sources. These relationships enable Immediate Properties to provide beyond typical market approaches to finding and acquiring income-producing projects.

The company specializes in value-add investment and development in "A" locations in urban infill areas. It has expertise in multifamily, retail, office, mixed-use, adaptive re-use of industrial buildings and historic renovations. Immediate's current investment portfolio includes properties across Northern and Southern

California, Atlanta, and Nevada. The Company is actively investing in California and other select metro areas where we believe relatively high cap rates are not justified due to strong fundamentals.

NOTE 6. ADJUSTMENTS FOR REAL ESTATE DIVESTITURE

The financial statements presented for the period ending December 31, 2022, do not reflect the complete divestiture of the Company's real estate assets pursuant to an Acquisition and Merger Agreement dated March 3, 2023. Adjustments related to this divestiture have not yet been incorporated into the financial statements. As such, the current balance sheet and income statement figures may not accurately represent the Company's financial position or performance as of the latest date available. Management intends to update the financial statements in a subsequent filing to properly reflect these adjustments. Users of these financial statements should exercise caution when relying on the reported figures.