Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

UMC, Inc.

1770 Park Street, Suite 105
Naperville, Il 60563
630-229-6338
www.umcinc.com
info@umcinc.com
SIC code: 7389

Annual Report
For the Period Ending: December 31, 2023
(the “Reporting Period”)

Outstanding Shares
The number of shares outstanding of our Common Stock was:

642,232,383 as of December 31, 2023

199,480,092 as of December 31, 2022

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 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.

United Medicorp Texas, Inc. was incorporated in the State of Texas on March 13, 1989 ("UMC-Texas"). On July 10, 1989, in an exchange of stock, UMC-Texas was acquired by Gamma Resources, Inc., a publicly-owned Delaware shell corporation, which simultaneously changed its name to United Medicorp, Inc. On May 24, 2007, the Company filed "Articles of Amendment to the Articles of Incorporation of United Medicorp Inc. whereby United Medicorp Inc. was renamed UMC, Inc. (the "Company" or "UMC").

The Company has two wholly-owned subsidiaries. United MediCorp LLC, ("UMCL") formed July 30, 2016, and United MediCorp Acquisitions LLC ("UMAD"), formed July 22, 2020, (collectively, "SUBS"). Through its SUBS, the Company provides revenue cycle and accounts receivable management, debt purchasing, and collection services to independent healthcare providers.

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

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

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

None

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

The address(es) of the issuer's principal place of business:
Check box if principal executive office and principal place of business are the same address: ☒

1770 Park Street, Suite 105
Naperville, Il 60563

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

Yes: ☐ No: ☒

2) Security Information

Transfer Agent

Name: Equiniti Trust Company LLC (formerly American Stock Transfer & Trust, LLC)
Phone: 718-921-8300
Email: cleibell@astfinancial.com
Address: 6201 15th Avenue, Brooklyn, NY 11219

Publicly Quoted or Traded Securities:

Trading symbol:	UMCN	
Exact title and class of securities outstanding:	Common stock	
CUSIP:	902846104	
Par or stated value:	$0.01	
Total shares authorized:	750,000,000	as of date: December 31, 2023
Total shares outstanding:	642,232,383	as of date: December 31, 2023
Total number of shareholders of record:	185	as of date: December 31, 2023

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:	Preferred Stock	
Par or stated value:	$0.01	
Total shares authorized:	250,000,000	as of date: December 31, 2023
Total shares outstanding:	0	as of date: December 31, 2023
Total number of shareholders of record:	0	as of date: December 31, 2023

Security Description:

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

   Common stock – one vote per share, no other rights or privileges.

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

   No designations have been completed for the authorized preferred stock. Votes, rights, or privileges of preferred shares will be determined before issuance.

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

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 direct 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: Opening Balance Date: December 31, 2021 Common: 199,480,092 Preferred: -0-			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**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.**
December 21, 2023	New Issuance	442,752,291	Common	$0.01	No	Stevens Financial Group, LLC - Danniel Stevens	Conversion of debt	Restricted	Rule 144
______	______	______	______	______	______	______	______	______	______
Shares Outstanding on Date of This Report Ending Balance: Date: December 31, 2023 Common: 642,232,383 Preferred: -0-									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

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

____

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

No: X 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 disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
______	______	______	______	______	______	______	______

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. In answering this item, please include the following:

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

The Company offers medical insurance claims processing and accounts receivable management services to healthcare providers. The Company engages proprietary and purchased software to provide claims processing, management, and collection services to its customers, primarily independent healthcare providers. The Company offers processing and collection services for uncollected "backlog" (aged) claims that were not submitted initially through the Company's system. The Company also offers traditional collection services through its partners.

Management believes that it has developed proprietary software and a line of services that can effectively address healthcare providers' claims management and collection needs. The Company has partnered with other companies that provide enhanced software, computer hardware and maintenance, electronic claim clearinghouse services, financing, and other valuable services specifically designed to meet the needs of healthcare providers. Management believes these efforts will produce a system that provides the Company's customers with enhanced claims editing, error detection, and management capabilities. Management further believes its application and refinement of electronic and computer technologies in the healthcare claims industry will enable the Company to provide claims processing services that significantly improve its customers' cash flow.

The Company offers four primary services: Backlog Accounts Receivable Management Services, PayStream, Bad Debt Collection Services, and a Debt Purchasing Program.

Backlog Accounts Receivable Management Services: Customers using the "Backlog" service engage the Company to collect aged claims that are usually previously filed with an insurance carrier or governmental payer but remain uncollected. When a customer enters into a backlog collection agreement, the customer submits completed insurance claim forms to the Company. The claims are entered into the Company's claims management and collection system, and the Company's standard claims processing and collection procedures are applied to collect these backlog claims. The Company believes that this program is attractive to potential backlog collection customers because the Company collects outstanding claims at competitive rates. Backlog collection contracts generally involve a one-time placement of collection claims.

PayStream: Customers contracting to use the PayStream service upload their patient accounts onto a secure, cloud-based collections platform that allows patients three ways of satisfying their outstanding account balance, with little to no human interaction. Patients can elect (1) to pay their balance in full, (2) to pay under a preapproved payment plan, or (3) to negotiate a one-time, immediate, partial payment. Accounts placed on this platform are delinquent and have aged less than 180 days from the service date or discharge.

Bad Debt Collection Services: This service involves collections of accounts written off as bad debt.

Debt Purchasing Program: Healthcare providers participating in the Debt Purchasing Program agree to transfer ownership of accounts, or a portfolio of accounts, to the Company for an agreed-upon price significantly less than the face amount of the account, or portfolio of accounts. UMC and its affiliates assume all risks and receive all collections from such purchases.

B. Please list any subsidiaries, parents, or affiliated companies.

United MediCorp LLC, United MediCorp Acquisitions LLC

C. Describe the issuers’ principal products or services.

The Company offers four primary services: Backlog Accounts Receivable Management Services, PayStream, Bad Debt Collection Services, and its Debt Purchasing Program.

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.

The Company's corporate offices and operations are located in 1,500 square feet of leased office space in Naperville, Illinois. This space is provided rent-free. Management believes that its facilities are well-located and are in good condition. The Company's future facilities requirements will depend upon the success of its business, and management believes that there is adequate office space available should its space requirements increase.

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

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 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.

Name of Officer/Director or Control Person	**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**	**Note**
Stevens Financial Group, Danniel Stevens has voting control and beneficial ownership	Chairman & CEO	Aurora, Illinois	562,167,126	Common	87.5%	______
Cleston R. Lord Jr. Esq.	Corporate Secretary	Bronx, New York	6,670,000	Common	1.04%	______
Benjamin Willingham	Investor	Naperville, Illinois	45,830,000	Common	7.14%	______
	______	______	______	______	______	______

7) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, <u>in the past 10 years</u>, 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);

<u>None</u>

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 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 Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel (must include Counsel preparing Attorney Letters).

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

Accountant or Auditor

Name: Cicely A Parada-Obreque, CPA
Firm: Integrität Audit Accounting & Advisory, LLC
Address 1: 9858 Clint Moore Rd Ste C111-166
Address 2: Boca Raton, FL 33496
Phone: 561.210.7284
Email: cicely@integritatcpa.com

Investor Relations

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

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

Name: Vanessa J. Schoenthaler, Partner
Firm: Saul Ewing LLP
Nature of Services: Securities Attorneys
Address 1: 1270 Avenue of the Americas, Ste. 2800
Address 2: New York, New York 10020
Phone: (212) 980-7208
Email: vanessa.schoenthaler@saul.com

Name: Ann Leong, CPA
Firm: KCL Accounting Services, LLC
Nature of Services: Accounting & Bookkeeping services
Address 1: 1255 S. State Street, Unit 501
Address 2: Chicago, IL 60605
Phone: (312) 437-0645
Email: annleo38@yahoo.com

9) Financial Statements

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

Name: Rachel Boulds
Title: Outsourced CPA
Relationship to Issuer: Service Provider

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: Rachel Boulds
Title: Outsourced CPA
Relationship to Issuer: Service Provider
Describe the qualifications of the person or persons who prepared the financial statements:[5] Licensed CPA in the State of Utah.

Provide the following qualifying financial statements:

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

Financial Statement Requirements:

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

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

10) Issuer Certification

Principal Executive Officer:

I, Danniel Stevens, certify that:

1. I have reviewed this Disclosure Statement of UMC, 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.

February 23, 2024

/s/ Danniel Stevens

Principal Financial Officer:

I, Danniel Stevens, certify that:

1. I have reviewed this Disclosure Statement of UMC, 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.

February 23, 2024

/s/ Danniel Stevens

UMC, INC.

CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED
DECEMBER 31, 2023

Integrität
Audit, Accounting & Advisory, LLC

9858 Clint Moore Road, Suite C111-166, Boca Raton, FL 33496
Office: 561-210-7284 | **Fax:** 561-325-8205
Email: info@integritatcpa.com | **Website:** www.integritatcpa.com

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders
UMC, Inc

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheet of UMC, Inc (“the Company”, “UMC”) as of the years end December 31, 2023, and 2022, and the related consolidated statements of operations, changes in stockholders’ deficit, and cash flows for the years end, December 31, 2023, and 2022, and the related notes and schedules (collectively referred to as the financial statements). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of the years end December 31, 2023, and 2022, and the results of its operations and its cash flows for the years end December 31, 2023, and 2022, in conformity with accounting principles generally accepted in the United States of America.

Going Concern Uncertainty

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 3 to the financial statements, the Company’s losses from operations and accumulated deficit raise substantial doubt about its ability to continue as a going concern. Management’s plans in regard to these matters are also described in Note 3. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Basis for Opinion

These financial statements are the responsibility of the Company’s management. Our responsibility is to express an opinion on the Company’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB and in accordance with auditing standards generally accepted in the United States of America (GAAS). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audit, we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control over financial reporting. Accordingly, we express no such opinion.

Our audit included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

/S/ INTEGRITAT CPA (PCAOB ID 6624)

We have served as the Company’s auditor since 2022.

Boca Raton, Florida

February 23, 2024

UMC, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

	December 31, 2023	December 31, 2022
ASSETS		
Current Assets:		
Cash and cash equivalents	$ 11,975	$ 2,490
Prepaid expense	5,112	—
Total current assets	17,087	2,490
Total assets	$ 17,087	$ 2,490
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities:		
Accounts payable and accrued liabilities	13,033	20,974
Accrued interest	—	1,986,815
Convertible note payable – related party	—	1,912,782
Due to a related party	32,100	—
Total current liabilities	45,133	3,920,571
Total liabilities	45,133	3,920,571
Stockholders' deficit:		
Preferred stock, $0.01 par value; 250,000,000 shares authorized; no shares issued and outstanding,	—	—
Common stock, $0.01 par value; 750,000,000 and 200,000,000 shares authorized, respectively; 642,232,383 and 199,480,092, shares issued and outstanding, respectively	6,422,324	1,994,801
Additional paid in capital	19,062,952	19,062,952
Accumulated deficit	(25,513,322)	(24,975,834)
Total stockholders' deficit	(28,046)	(3,918,081)
Total liabilities and stockholders' deficit	$ 17,087	$ 2,490

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

UMC, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS

	For the Years Ended December 31	
	2023	2022
Operating Expenses:		
General and administrative	$ 94,012	$ 75,643
Total operating expenses	94,012	75,643
Loss from operations	(94,012)	(75,643)
Other Expenses:		
Interest expense	(443,476)	(514,304)
Total other expenses	(443,476)	(514,304)
Net Loss	$ (537,488)	$ (589,947)
Net loss per share	$ (0.00)	$ (0.00)
Weighted average shares outstanding, basic and diluted	212,823,312	199,480,092

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

UMC, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

	Common Stock		Additional Paid	Accumulated	Total Stockholders'
	Shares	Amount	in Capital	Deficit	Deficit
Balance, December 31, 2021	199,480,092	$ 1,994,801	$ 19,062,952	$ (24,385,887)	$ (3,328,134)
Net loss	—	—	—	(589,947)	(589,947)
Balance, December 31, 2022	199,480,092	1,994,801	19,062,952	(24,975,834)	(3,918,081)
Common stock issued for conversion of debt – related party	442,752,291	4,427,523	—	—	4,427,523
Net loss	—	—	—	(537,488)	(537,488)
Balance, December 31, 2023	642,232,383	$ 6,422,324	$ 19,062,952	$ (25,513,322)	$ (28,046)

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

UMC, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

	For the Years Ended December 31, 2023	2022
Cash flows from operating activities:		
Net loss	$ (537,488)	$ (589,947)
Adjustments to reconcile net loss to net cash used by operating activities:		
Changes in assets and liabilities:		
Deposits	(5,112)	—
Accounts payable and accrued liabilities	(7,941)	(136)
Accrued interest	440,926	511,378
Net cash used by operating activities	(109,615)	(78,705)
Cash flows from investing activities:	—	—
Cash flows from financing activities:		
Proceeds received from convertible note payable or related party	119,100	84,713
Payments on loan payable	—	(4,350)
Net cash provided by financing activities	119,100	80,363
Net change in cash	9,485	1,658
Cash at beginning year	2,490	832
Cash at end of year	$ 11,975	$ 2,490
Supplemental disclosure of cash flow information:		
Cash paid for interest	$ —	$ 434
Cash paid for taxes	$ —	$ —
Supplemental disclosure of non-cash activity:		
Common stock issued for conversion of principal and interest – related party	$ 4,427,523	$ —

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

UMC, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2023

NOTE 1 — NATURE OF OPERATIONS

United Medicorp Texas, Inc. was incorporated in the State of Texas on March 13, 1989 ("UMC-Texas"). On July 10, 1989, in an exchange of stock, UMC-Texas was acquired by Gamma Resources, Inc., a publicly-owned Delaware shell corporation, which simultaneously changed its name to United Medicorp, Inc. On May 24, 2007, the Company filed "Articles of Amendment to the Articles of Incorporation of United Medicorp Inc., whereby United Medicorp Inc. was renamed UMC, Inc. (the "Company", or "UMC").

The Company has two wholly-owned subsidiaries. United MediCorp LLC ("UMCL") was formed on July 30, 2016, and United MediCorp Acquisitions LLC ("UMAD") was formed on July 22, 2020 (collectively, "SUBS"). Through its SUBS, the Company provides revenue cycle and accounts receivable management, debt purchasing, and collection services to independent healthcare providers. The Company's fiscal year-end is December 31.

NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America or ("U.S. GAAP") as found in the Accounting Standards Codification ("ASC"), and the Accounting Standards Update ("ASU") of the Financial Accounting Standards Board ("FASB") and are expressed in US Dollars. Significant accounting policies applicable to the Company are summarized as follows:

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, UMCL and UMAD. All significant intercompany transactions and balances have been eliminated in consolidation.

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity date of three months or less at the time of purchase to be cash equivalents. The Company has cash and cash equivalents of $11,975 and $2,490 as of December 31, 2023 and 2022, respectively.

Related Party Transactions

Under ASC 850 "Related Party Transactions" an entity or person is considered to be a "related party" if it has control, significant influence or is a key member of management personnel or affiliate. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. The Company, in accordance with ASC 850 presents disclosures about related party transactions and outstanding balances with related parties.

NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value of Financial Instruments

The Company follows paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments and paragraph 820-10-35-37 of the FASB Accounting Standards Codification ("Paragraph 820-10-35-37") to measure the fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America under U.S. GAAP and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

Level 1: Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.

Level 2: Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.

Level 3: Pricing inputs that are generally unobservable inputs and not corroborated by market data.

The carrying amount of the Company's financial assets and liabilities, such as cash, prepaid expenses and accrued expenses approximate their fair value because of the short maturity of those instruments. The Company's notes payable approximate the fair value of such instruments as the notes bear interest rates that are consistent with current market rates.

Derivative Financial Instruments

The Company evaluates its convertible notes to determine if such instruments have derivatives or contain features that qualify as embedded derivatives. For derivative financial instruments that are accounted for as liabilities, the derivative instrument is initially recorded at its fair value and is then re-valued at each reporting date, with changes in the fair value reported in the statements of operations. For stock-based derivative financial instruments, the Company uses a weighted-average Black-Scholes-Merton option pricing model to value the derivative instruments at inception and on subsequent valuation dates. The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is evaluated at the end of each reporting period. The Company had a convertible note with a fixed conversion price at $0.01 per share and no derivative liability value was determinable.

Equity

In accordance with ASC 505 "Equity," the Company considers an equity instrument to be any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. The Company's common shares are classified as equity instruments. Incremental costs directly attributable to the issuance of new shares are recognized in equity as a reduction from the gross proceeds received from the issued shares. Share capital is reported on the balance sheet and statement of changes in shareholder's deficit.

Income Taxes

Income taxes are provided for the tax effects of the transactions reported in the financial statements and consist of taxes currently due plus deferred taxes related primarily to tax net operating loss carryforwards. The deferred tax assets and liabilities represent the future tax return consequences of these differences, which will either be taxable or deductible when assets and liabilities are recovered or settled, as well as operating loss carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. A valuation allowance is established against deferred tax assets when in the judgment of management, it is more likely than not that such deferred tax assets will not become available. Because the judgment about the level of future taxable income is dependent to a great extent on matters that may, at least in part, be beyond the Company's control, it is at least reasonably possible that management's judgment about the need for a valuation allowance for deferred taxes could change in the near term.

Tax benefits are recognized only for tax positions that are more likely than not to be sustained upon examination by tax authorities. The amount recognized is measured as the largest amount of benefit that is greater than 50 percent likely to be realized upon settlement. A liability for "unrecognized tax benefits" is recorded for any tax benefits claimed in the Company's tax returns that do not meet these recognition and measurement standards. As of December 31, 2023 and 2022, no liability for unrecognized tax benefits was required to be reported.

Basic and Diluted Loss Per Share

Under ASC 260 "Earnings Per Share," the Company presents basic and diluted earnings (loss) per share ("EPS") amounts on the face of the statements of operations. Basic EPS is computed by dividing income (loss) available to common stockholders (the numerator) by the weighted-average number of common shares outstanding (the denominator) during the period. Shares issued during the period and shares reacquired during the period are weighted for the portion of the period that they were outstanding. The computation of diluted EPS is similar to the computation of basic EPS except that the denominator is increased to include the number of additional common shares that would have been outstanding if the dilutive potential common shares had been issued. There were no potentially dilutive securities outstanding at December 31, 2023 and 2022. Additionally, diluted amounts are not presented when the effect of the computations are anti-dilutive due to the losses incurred. Accordingly, there is no difference in the amounts presented for basic and diluted loss per share.

Recent Accounting Pronouncements

The Company has implemented all new applicable accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

NOTE 3 — GOING CONCERN

The accompanying consolidated financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. On a consolidated basis, the Company has incurred significant operating losses since inception. For the year ended December 31, 2023, the Company incurred losses in the amount of $537,488. As of December 31, 2023, the Company has an accumulated deficit of $25,513,322, negative working capital of $28,046, and only $11,975 of cash.

The Company does not expect that existing operational cash flows will be sufficient to fund anticipated operations, this raises substantial doubt about the Company's ability to continue as a going concern. Therefore, the Company will need to raise additional funds and is currently exploring alternative sources of financing. Historically, the Company has raised capital through notes and convertible loans from a related party as an interim measure to finance working capital and will continue to do so. The Company plans to additionally raise capital through the sale of common stock or other securities and short-term loans.

The ability to recognize revenue and ultimately cash receipts is contingent upon, but not limited to, the acceptable performance of the delivered services. If the Company cannot raise additional capital and/or close on some of its revenue producing opportunities in the near term, the carrying value of its assets may be materially impacted. s. The consolidated financial statements do not include any adjustments related to the recovery and classification of asset carrying amounts or the amount and classification of liabilities that might result should the Company be unable to continue as a going concern.

NOTE 4 — CONCENTRATION AND CREDIT RISK

Financial instruments, which potentially subject the Company to credit risk, consist principally of cash. Cash is maintained with a major financial institution in the USA that is creditworthy. The Company maintains cash in a bank account insured up to $250,000 by the Federal Deposit Insurance Corporation ("FDIC"). At December 31, 2023 and 2022, no cash balances were held in excess of federally insured limits.

Currently, the Company's main source of capital to sustain operations comes from its CEO (a principal shareholder) and a related entity controlled by the CEO. On December 31, 2023 and 2022, amounts owed to the CEO and the related entity were 71.1% and 99.7% of total liabilities, respectively.

NOTE 5 — ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities were comprised of the following:

	December 31, 2023		December 31, 2022	
Trade accounts payable	$	4,056	$	5,118
Credit cards payable		8,977		15,856
Total accounts payable and accrued liabilities	$	13,033	$	20,974

NOTE 6 — RELATED PARTY TRANSACTIONS

The Company had a revolving note payable with Stevens Financial Group ("SFG") a related party. The note commenced on November 1, 2006. It had an annual interest rate of 15% and interest was compounded annually. Pursuant to the note's 13th amendment the maturity date was September 30, 2023. It is convertible into common shares at a fixed rate of $0.01 per share. It is a convertible note originally issued with attached warrants, all of which have been exercised or expired in prior years. The debt of the note principal limit was increased to $2,000,000 on October 28, 2021, by the note's 11th amendment.

On September 30, 2023, SFG executed a conversion notice to convert $4,427,523 (interest $2,427,741 and principal $1,999,782) into 442,752,291 shares of common stock. The shares were issued to SFG for this conversion on December 21, 2023.

On December 31, 2022, the note payable with SFG had a balance of $3,899,597 (interest $1,986,815 and principal $1,912,782).

All funds advanced by Danniel Stevens or SFG to assist with operations with an obligation for repayment, but are not under the note payable agreement, are non-interest bearing and due on demand. On December 31, 2023, the amount due to SFG from such advances had a balance of $32,100. No amount was owed to Danniel Stevens.

NOTE 7 – PREFERRED STOCK

On December 26, 2023, the Company filed an amended and restated Certificate of Incorporation with the Secretary of State of the State of Delaware, which created 250,000,000 shares of preferred stock, par value $0.01 per share. No shares have been issued as of December 31, 2023.

NOTE 8 — COMMON STOCK

On December 26, 2023, the Company filed an amended and restated Certificate of Incorporation with the Secretary of State of the State of Delaware, increasing the authorized number of common shares to 750,000,000 from 200,000,000. The par value remains at $0.01.

As of December 31, 2023 and 2022, there were 642,232,383 and 199,480,092 common shares issued and outstanding, respectively.

See Note 6 for issuance of 442,752,291 shares to SFG.

NOTE 9 — COMMITMENTS AND CONTINGENCIES

From time to time, the Company may be a defendant in pending or threatened legal proceedings arising in the normal course of its business. Management is not aware of any pending, threatened, or asserted claims.

See “Note 6 - Related Party Transactions”.

On February 14, 2023, the Company entered into a Buyer Consultant Agreement (“Agreement”) between United MediCorp Acquisitions LLC and an unrelated entity (“the Consultant”) whereby the Company will receive consulting services in the area of finding potential sellers of debt portfolios, that it may be interested in purchasing. The Agreement has an initial one-year term that automatically renews for another year unless either party provides the other party written notice of termination, which would be effective only on the expiration of the current term. As compensation for the services performed, the Company will pay the Consultant a fee of 5% of the gross funded amount for all charged-off portfolios purchased and 2% of the gross funded amount for all performing portfolios purchased.

Additionally, the Company is evaluating other opportunities to purchase accounts or arrangements that will generate revenues.

NOTE 10 — SUBSEQUENT EVENTS

Management has evaluated subsequent events and transactions occurring through the date the consolidated financial statements were issued and determined that there is no material subsequent event and therefore no required subsequent disclosure, aside from the issue mentioned below.

United MediCorp Acquisitions LLC (UMAD), the Company’s debt buying and cash flow enhancement entity, purchased two portfolios consisting of 498 and 116 charged-off patient accounts on January 4, 2024, and January 15, 2024, respectively. The broker, representing an independently owned provider of emergency medical services in Georgia, entered into a forward-flow agreement with UMAD whereby purchases will occur at least quarterly at a fixed percentage of face value.

Additionally, the Company is evaluating other opportunities to purchase accounts or arrangements that will generate revenues.