

## **PROM RESOURCES, INC.**

6304 Benjamin Rd. Suite 503 Tampa FL 33634

813-240-4086

saeb@jannoun.com

SIC Code - 1041

# **QUARTERLY Report**

**For the period ending September 30, 2024**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

16,219,197,584 as of September 30, 2024

16,219,197,584 as of December 31, 2023

### **Shell Status**

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

Yes:  No:

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

Yes:  No:

### **Change in Control**

Indicate by check mark whether a Change in Control<sup>4</sup> of the company has occurred during this reporting period:

Yes:  No:

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

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

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

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

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

OTC Markets Group Inc.

Disclosure Guidelines for the Pink Market (v5 December 18, 2023)

**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.

October 6, 2011 to Present	Prom Resources, Inc.
May 3, 1996 to October 6, 2011	American Benefit Group, Inc.
February 26, 1996 to May 3, 1996	Lifeline Benefit Group, Inc

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

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

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:

The Company has applied to FINRA for approval of a reverse split of its common shares and is currently awaiting approval. The Company does not currently have a timeframe for when, or if, this action will be approved

Address of the issuer's principal executive office:

6304 Benjamin Rd. Suite 503 Tampa FL 33634

Address of the issuer's principal place of business:

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

\_\_\_\_\_

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

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

On July 2, 2021, the Circuit Court of the Ninth Judicial Circuit in and for Orange County, Florida, entered an order appointing a custodian for the issuer. The Custodianship was terminated on August 19, 2021.

**2) Security Information**

**Transfer Agent**

Name: Transfer Online  
Phone: 503-227-2950  
Email: carolyn@transferonline.com  
Address: 512 SE Salmon St, Portland, OR 97217

**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:	PRMO	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	743423204	
Par or stated value:	\$0.001	
Total shares authorized:	50,000,000,000	<u>as of date: September 30, 2024</u>
Total shares outstanding:	16,219,197,584	<u>as of date: September 30, 2024</u>
Total number of shareholders of record:	246	<u>as of date: September 30, 2024</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 A Preferred Stock</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>10,000,000</u>	<u>as of date: September 30, 2024</u>
Total shares outstanding:	<u>10,000,000</u>	<u>as of date: September 30, 2024</u>
Total number of shareholders of record:	<u>1</u>	<u>as of date: September 30, 2024</u>

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

\_\_\_\_\_

**Security Description:**

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

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

Common shares have 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.**

Each share of the Series A Preferred is convertible into 1,000 shares of common stock. In addition, each share of Series A Preferred stock holds 1,000 votes.

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 changes to the total shares outstanding of any class of the issuer's securities in the past two completed fiscal years and any subsequent interim period.*

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

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

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

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

Shares Outstanding <u>Opening Balance:</u> Date <u>December 31, 2021</u> Common: <u>16,219,197,584</u> Preferred: <u>10,000,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report:  <u>Ending Balance:</u> Date <u>September 30, 2024</u>									

Common: <u>16,219,197,584</u>	
Preferred: <u>10,000,000</u>	

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

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

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

\_\_\_\_\_

### B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

**\*\*\*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](http://www.OTCMarkets.com).

A. Summarize the issuer’s business operations (If the issuer does not have current operations, state “no operations”)

Prom Resources, Inc. is a holding company that specializes in the acquisition of franchise corporations in the food services industry, in addition to providing advisory service to related companies.

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

None

C. Describe the issuers’ principal products or services.

The Company provides financial analysis and consolidation services for food service acquisition targets

## 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.

The Company subleases office space for \$1,000 a month.

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

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

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Thirty 05 LLC – Saeb Jannoun	CEO, Majority Shareholder	Tampa, FL	10,000,000	Series A Preferred Stock	100%	Thirty 05 LLC – Saeb Jannoun
Thirty 05 LLC – Saeb Jannoun	CEO, Majority Shareholder	Tampa, FL	5,000,000,000	Common	30.8%	Thirty 05 LLC – Saeb Jannoun
Dror Maradov	5% owner	Bangkok, Thailand	2,262,252,000	Common	13.9%	Dror Maradov
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://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);

None

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

None

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

None

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

None

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

None

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

None

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

None

## 8) Third Party Service Providers

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

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://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: Clifford J. Hunt, Esquire  
Firm: Law Office of Clifford J. Hunt, P.A.  
Address 1: 8200 Seminole Boulevard  
Address 2: Seminole, Florida 33772  
Phone: (727) 471-0444  
Email: cjh@huntlawgrp.com

### Securities Counsel

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

### Accountant or Auditor

Name: Rachel Boulds  
Firm: Rachel Boulds, CPA, PLLC  
Address 1: 6371 S Glen Oaks St  
Address 2: Murray, UT, 84107  
Phone: 801-230-3945  
Email: rachelbouldscpa@hotmail.com

### Investor Relations

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

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

X (Twitter): \_\_\_\_\_  
Discord: \_\_\_\_\_  
LinkedIn: \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ] \_\_\_\_\_

### Other Service Providers

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



Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

## 9) Disclosure & Financial Information

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

Name: **Rachel Boulds**  
Title: **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:<sup>5</sup> **Licensed CPA in the State of Utah.**

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.

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

## 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, Saeb Jannoun certify that:

1. I have reviewed this Disclosure Statement for **Prom Resources, Inc;**
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

November 11, 2024

/s/ Saeb Jannoun

### *Principal Financial Officer:*

I, Saeb Jannoun certify that:

1. I have reviewed this Disclosure Statement for **Prom Resources, Inc;**
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

November 11, 2024

/s/ Saeb Jannoun

**PROM RESOURCES, INC.**  
**BALANCE SHEETS**  
**(Unaudited)**

	September 30, 2024	December 31, 2023
<b>ASSETS</b>		
Current Assets:		
Cash	\$ 116	\$ 904
Accounts receivable	62,000	39,000
Accounts receivable – related party	1,500	1,500
Total Assets	<u>\$ 63,616</u>	<u>\$ 41,404</u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
Current Liabilities:		
Accounts payable	\$ 750	\$ —
Due to related parties	41,165	28,975
Accrued rent expense	30,000	21,000
Total Current Liabilities	<u>71,915</u>	<u>49,975</u>
Total Liabilities	<u>71,915</u>	<u>49,975</u>
Commitments and contingencies	—	—
<b>Stockholders' Deficit:</b>		
Convertible Series A Preferred Stock, par value \$0.001, 10,000,000 shares authorized; 10,000,000 shares issued and outstanding, respectively	10,000	10,000
Common Stock, par value \$0.001, 50,000,000,000 shares authorized; 16,219,197,584 shares issued and outstanding	16,219,198	16,219,198
Additional paid-in capital	1,875,503	1,875,503
Accumulated deficit	<u>(18,113,000)</u>	<u>(18,113,272)</u>
Total Stockholders' Deficit	<u>(8,299)</u>	<u>(8,571)</u>
Total Liabilities and Stockholders' Deficit	<u>\$ 63,616</u>	<u>\$ 41,404</u>

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

**PROM RESOURCES, INC.**  
**STATEMENTS OF OPERATIONS**  
**(Unaudited)**

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2024	2023	2024	2023
<b>Revenue:</b>				
Service revenue	\$ 9,000	\$ 9,000	\$ 27,000	\$ 30,000
<b>Total revenue</b>	<b>9,000</b>	<b>9,000</b>	<b>27,000</b>	<b>30,000</b>
<b>Operating Expenses:</b>				
General and administrative	8,060	8,352	26,728	27,410
<b>Total operating expenses</b>	<b>8,060</b>	<b>8,352</b>	<b>26,728</b>	<b>27,410</b>
<b>Income from operations</b>	<b>940</b>	<b>648</b>	<b>272</b>	<b>2,590</b>
<b>Net Income</b>	<b>\$ 940</b>	<b>\$ 648</b>	<b>\$ 272</b>	<b>\$ 2,590</b>
<b>Income per share, basic and diluted</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>
<b>Weighted average common shares outstanding, basic and diluted</b>	<b>16,219,197,584</b>	<b>16,219,197,584</b>	<b>16,219,197,584</b>	<b>16,219,197,584</b>

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

**PROM RESOURCES, INC.**  
**STATEMENTS OF STOCKHOLDERS' DEFICIT**  
**For the Three and Nine Months Ended September 30, 2024 and 2023**  
**(Unaudited)**

	Convertible Series A Preferred Stock		Common Stock		Paid in Capital	Accumulated Deficit	Total Stockholders' Deficit
	Shares	Amount	Shares	Amount			
Balance, December 31, 2023	10,000,000	\$ 10,000	16,219,197,584	\$ 16,219,198	\$ 1,875,503	(18,113,272)	\$ (8,571)
Net income	—	—	—	—	—	1,283	1,283
Balance, March 31, 2024	10,000,000	10,000	16,219,197,584	16,219,198	1,875,503	(18,111,989)	(7,288)
Net loss	—	—	—	—	—	(1,951)	(1,951)
Balance, June 30, 2024	10,000,000	10,000	16,219,197,584	16,219,198	1,875,503	(18,113,940)	(9,239)
Net income	—	—	—	—	—	940	940
Balance, September 30, 2024	<u>10,000,000</u>	<u>\$ 10,000</u>	<u>16,219,197,584</u>	<u>\$ 16,219,198</u>	<u>\$ 1,875,503</u>	<u>\$ (18,113,000)</u>	<u>\$ (8,299)</u>
	Convertible Series A Preferred Stock		Common Stock		Paid in Capital	Accumulated Deficit	Total Stockholders' Deficit
	Shares	Amount	Shares	Amount			
Balance, December 31, 2022	10,000,000	\$ 10,000	16,219,197,584	\$ 16,219,198	\$ 1,875,503	\$ (18,118,951)	\$ (14,250)
Net income	—	—	—	—	—	1,670	1,670
Balance, March 31, 2023	10,000,000	10,000	16,219,197,584	16,219,198	1,875,503	(18,117,281)	(12,580)
Net income	—	—	—	—	—	272	272
Balance, June 30, 2023	10,000,000	10,000	16,219,197,584	16,219,198	1,875,503	(18,117,009)	(12,308)
Net income	—	—	—	—	—	648	648
Balance, September 30, 2023	<u>10,000,000</u>	<u>\$ 10,000</u>	<u>16,219,197,584</u>	<u>\$ 16,219,198</u>	<u>\$ 1,875,503</u>	<u>\$ (18,116,361)</u>	<u>\$ (11,660)</u>

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

**PROM RESOURCES, INC.**  
**STATEMENTS OF CASH FLOWS**  
**(Unaudited)**

	For the Nine Months Ended September 30,	
	2024	2023
Cash flows from operating activities:		
Net Income	\$ 272	\$ 2,590
Adjustments to reconcile net income to net cash used in operating activities:		
Changes in Operating Assets and Liabilities:		
Accounts receivable – related party	—	
Accounts receivable	(23,000)	(28,500)
Accounts payable	750	
Accruals	9,000	9,000
Net cash used in operating activities	<u>(12,978)</u>	<u>(16,910)</u>
Cash flows from investing activities:	<u>—</u>	<u>—</u>
Cash flows from financing activities:		
Cash advance – related party	12,190	13,900
Net cash provided by financing activities:	<u>12,190</u>	<u>13,900</u>
Net change in cash	(788)	(3,010)
Cash, beginning of period	904	3,325
Cash, end of period	<u>\$ 116</u>	<u>\$ 315</u>
Supplemental disclosure of cash flow information:		
Cash paid for taxes	\$ —	\$ —
Cash paid for interest	\$ —	\$ —

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

**PROM RESOURCES, INC.**  
**NOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2024**  
**(Unaudited)**

**NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS**

Prom Resources Inc. (the “Company”) was incorporated on February 26, 1996 under the laws of the State of Florida. On October 6, 2011 amended its Articles and changed its name to Prom Resources, Inc.

On June 28, 2021, the Circuit Court of the Ninth Judicial Circuit for Orange County, Florida, entered an order appointing a custodian, Small Cap Compliance, LLC (the “Custodian”) for the Company. On June 28, 2021, the Custodian appointed a new interim officer and a sole director, Rhonda Keaveney.

On July 15, 2021, the Custodian filed a Certificate of Designation with the Florida Secretary of State to authorize 10,000,000 shares of Convertible Series A Preferred Stock (“Series A Preferred”). The Custodian issued 10,000,000 shares of the Series A Preferred and 5,000,000,000 shares of Restricted Common Stock to Small Cap Compliance, LLC for custodian service and paying company debt. These shares represent a majority of the voting power of the Company.

On July 16, 2021, the Custodian filed an Amendment to the Company’s Articles of Incorporation and raised the total authorized Common Stock to 50,000,000,000.

On August 19, 2021, the Custodianship was terminated by the Circuit Court of the Ninth Judicial Circuit for Orange County, Florida.

On December 17, 2021, pursuant to the terms of a Stock Purchase Agreement, Small Cap Compliance, LLC, sold its 10,000,000 shares of Series A Preferred and 5,000,000,000 shares of common stock to Thirty 05 LLC. The Stock Purchase Agreement resulted in a change of control. Saeb Jannoun was appointed President, CEO and Director of the Company.

Prom Resources, Inc. is a holding company that specializes in the acquisition of franchise corporations in the food services industry.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Basis of presentation*

The Company’s unaudited financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America (“U.S. GAAP”), and pursuant to the rules and regulations of the Securities and Exchange Commission (the “SEC”) and reflect all adjustments, consisting of normal recurring adjustments, which management believes are necessary to fairly present the financial position, results of operations and cash flows of the Company as of and for the nine month period ending September 30, 2024 and not necessarily indicative of the results to be expected for the full year ending December 31, 2024. These unaudited financial statements should be read in conjunction with the financial statements and related notes included in the Company’s financial statements for the year ended December 31, 2023.

*Use of estimates*

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Significant estimates include the estimated useful lives of property and equipment. Actual results could differ from those estimates.

*Revenue Recognition*

The Company recognizes revenue under ASC 606, “Revenue from Contracts with Customers” (“ASC 606”). The Company determines revenue recognition through the following steps:

- Identification of a contract with a customer;
- Identification of the performance obligations in the contract;
- Determination of the transaction price;
- Allocation of the transaction price to the performance obligations in the contract; and
- Recognition of revenue when or as the performance obligations are satisfied.

Revenue is recognized when control of the promised goods or services is transferred to customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for those goods or services. As a practical expedient, the Company does not adjust the transaction price for the effects of a significant financing component if, at contract inception, the period between customer payment and the transfer of goods or services is expected to be one year or less.

#### Accounts Receivable

Revenues that have been recognized but not yet received are recorded as accounts receivable. Losses on receivables will be recognized when it is more likely than not that a receivable will not be collected. An allowance for estimated uncollectible amounts will be recognized to reduce the amount of receivables to its net realizable value when needed.

#### Recently issued accounting pronouncements

The Company has implemented all new 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 Company's unaudited financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not established any source of revenue to cover its operating costs and has an accumulated deficit. These conditions raise substantial doubt about the company's ability to continue as a going concern. The Company will engage in limited activities without incurring significant liabilities that must be satisfied in cash until a source of funding is secured. The Company will offer noncash consideration and seek equity lines as a means of financing its operations. If the Company is unable to obtain revenue producing contracts or financing or if the revenue or financing it does obtain is insufficient to cover any operating losses it may incur, it may substantially curtail or terminate its operations or seek other business opportunities through strategic alliances, acquisitions or other arrangements that may dilute the interests of existing stockholders.

### **NOTE 4 – RELATED PARTY TRANSACTIONS**

As of September 30, 2024, the Company has accounts receivable of \$1,500 due from Living 360 LLC, from a prior consulting agreement. Janet Jannoun, the managing member of Living 360 LLC is the wife of Saeb Jannoun, CEO.

Thirty 05 LLC has advanced the Company a total of \$28,375 to pay for general operating expenses. The advance is unsecured, non-interest bearing and due on demand.

As of September 30, 2024, the Company owes another company with the same management \$12,790, that was received as a short-term cash advance.

### **NOTE 5 – PREFERRED STOCK**

The Company has 10,000,000 shares designated Convertible Series A Preferred Stock. Each share of the Series A Preferred is convertible into 1,000 shares of common stock. In addition, each share of Series A Preferred stock holds 1,000 votes.