

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## WORLDWIDE NFT INC.

A NEVADA Corporation

3535 Executive Terminal Drive, Henderson, NV 89052

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702-840-4433

Website: NONE

EMAIL: NONE

SIC CODE:5181

**ANNUAL Report**  
**For the Period Ending: JUNE 30, 2024**  
(the "Reporting Period")

### Outstanding Shares

The number of shares outstanding of our Common Stock was:

534,750,000 as of July 23, 2024

534,750,000 as of June 30, 2024

### Shell Status

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

Yes:  No:

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

Yes:  No:

### Change in Control

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

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

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<sup>1</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.

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.

Exact Company Name: WORLDWIDE NFT, INC. (hereinafter referred to as “we”, “us”, or “our” or “the Issuer”).

Formerly known as: Goff Corp. until January 19, 2022

Current State and Date of Incorporation or Registration: State of Nevada – July 12, 2010; dissolved 2013; reinstated May 26, 2021

Standing in this jurisdiction: (e.g. active, default, inactive): Active and in good standing

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

N/A

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

NONE

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

June 29, 2022 a 3 for 1 forward stock split took place

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

3535 Executive Terminal Drive, Suite 110

Henderson, NV 89052

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

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

SAME

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

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

The Company had filed a certificate of dissolution in 2013. On May 26, 2021, the Company was revived in the State of Nevada.

## 2) Security Information

### **Transfer Agent**

Name: Empire Stock Transfer, Inc.  
Phone: 702-818-5898  
Email: casey@empirestock.com  
Address: 1859 Whitney Mesa Dr, Henderson, NV 89014

### **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>WNFT</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>36190U206</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>1,875,000,000</u>	as of date: <u>June 30, 2024</u>
Total shares outstanding:	<u>534,750,000</u>	as of date: <u>June 30, 2024</u>
Number of shares in the Public Float:	<u>531,750,000</u>	as of date: <u>June 30, 2024</u>
Total number of shareholders of record:	<u>4</u>	as of date: <u>June 30, 2024</u>

*Additional class of securities (if any):*

NONE

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

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Preferred – Series A</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>June 30, 2024</u>
Total shares outstanding:	<u>5,000,000</u>	as of date: <u>June 30, 2024</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.

NONE

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

Series A converts 1 share into 90 shares of common stock.

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

NONE

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

NONE

**3) Issuance History**

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

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

**A. Changes to the Number of Outstanding Shares**

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End:	<u>Opening Balance</u>
Date <u>June 30, 2022</u>	Common
534,750,000	Preferred: <u>5,000,000</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:									
Ending Balance:									
Date <u>June 30, 2024</u>	Common: <u>534,750,000</u>								
	Preferred: <u>5,000,000</u>								
Date <u>July 23, 2024</u>	Common: <u>534,750,000</u>								
	Preferred: <u>5,000,000</u>								

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2022, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2020 through September 30, 2022 pursuant to the tabular format above.

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

NONE

## 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.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

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

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

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

We were incorporated on July 12, 2010 under the laws of the State of Nevada under the name Goff Corp. We were never able to raise sufficient capital to engage in the business of providing web-based services to connect employers in and individuals seeking employment in the UK and Ireland. On February 26, 2013 our two founding officers and directors resigned and were replaced by Warwick Calasse who assumed the title of President, CEO, CFO, Secretary, Treasurer and sole member of our Board of Directors. We disclosed that on January 1, 2013 that we had entered into an Assignment Agreement with dated January 21, 2013 between Golden Glory Panama, as assignee, and Sertesaz Ltd. and C&ENER SA, the Colombian owners that owned 60% and 40% of the concession in return for shares of our common stock and cash payments through March 7, 2016 of over \$3,000,000 comprised of payments for the option to purchase 100% of the mining concessions and mining development expenditures.

On May 26, 2021, George Sharp was appointed as our Custodian by Order Granting Motion to (1) Intervene, (2) Remove Custodian, (3) Appoint George Sharp as Custodian, and (4) for Temporary Restraining Order and Preliminary Injunction on Order Shortening Time, Case No A-20-815182-B, Dept. No. XVI issued by the District Court of the State of Nevada in and for Clark County (the "Court Order"). Under his authority as Custodian, George Sharp appointed himself as the sole member of the Board and President, Secretary and Treasurer of the Company by resolutions of the registrant's Board of Directors on May 26, 2021.

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

NONE

C. Describe the issuers' principal products or services.

The Company currently has no products or services.

#### 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.

At this time the Company does not have any tangible assets and is in the process of identifying suitable targets for acquisition. The Company does not own or lease any real estate.

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

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

corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>George Sharp</u>	<u>President</u>	<u>Henderson NV</u>	<u>17,885,425</u>	<u>Common Stock</u>	<u>3%</u>	_____
<u>George Sharp</u>	<u>President</u>	<u>Henderson NV</u>	<u>5,000,000</u>	<u>Series A Preferred Stock</u>	<u>100%</u>	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

## 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 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.

We received a notice of appeal to the Nevada Supreme Court filed May 17, 2022 by Warwick Calasse. Mr. Calasse is appealing the decision by the District Court of the State of Nevada in and for Clark County (In the Matter of GOFF Corp., Case No. A-20-815182-B) by an Order dated February 22, 2022 to have the 50,000,000 shares of our common stock and 5,000,000 shares of its preferred stock issued to Mr. Calasse canceled on the grounds that there was no value provided by Mr. Calasse to justify their issuance to him. Mr. Calasse filed the notice of appeal following the denial of his motion for reconsideration by the District Court of the State of Nevada in and for Clark County. On November 8, 2022, the Supreme Court entered an order for Mr. Calasse to show cause why the appeal should not be dismissed for lack of jurisdiction. The parties briefed the jurisdiction issue, and on May 12, 2023, the Supreme Court, without ruling on the jurisdictional issue, reinstated the briefing schedule. Mr. Calasse filed his opening brief on July 25, 2023. The Company filed our answering brief on September 8, 2023. Mr. Calasse's reply brief was filed October 23, 2023. Given the extended briefing schedule, we do not anticipate a decision from the Supreme Court until mid-2024 at the earliest.

We filed an Amended Complaint against Warwick Calasse in the in the District Court for Clark County, Nevada (Case No.: A-22-858709-B) on September 29, 2022 seeking compensatory and punitive damages on our behalf against Mr. Calasse and alleging that he breached the Consulting Agreement he claims to have entered with us and that he breached the fiduciary duties he owed to us. The District Court entered a Business Court Scheduling Order Setting Civil Non-Jury Trial on October 16, 2023. Judge Williams scheduled a pretrial conference/calendar call for December 19, 2024, and a civil non-jury trial for January 13, 2025.

## **8) Third Party Service Providers**

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Ernest Stern  
Firm: Culhane Meadows PLLC



Address 1: 1701 Pennsylvania Avenue, NW, Suite 200  
Address 2: Washington, DC 20006  
Phone: 301-910-2030  
Email: estern@culhanemeadows.com

Accountant or Auditor

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

Investor Relations

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

*All other means of Investor Communication:*

Twitter: \_\_\_\_\_  
Discord: \_\_\_\_\_  
LinkedIn: \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ] \_\_\_\_\_

Other Service Providers

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

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

**9) Financial Statements**

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

Name: George Sharp  
Title: CEO  
Relationship to Issuer: CEO

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

- IFRS  
 U.S. GAAP

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

Name: George Sharp  
Title: CEO  
Relationship to Issuer: N/A

Describe the qualifications of the person or persons who prepared the financial statements: Chairman and CEO

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

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

## 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, George Sharp certify that:

1. I have reviewed this Disclosure Statement for Worldwide NFT, 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.

7/23/2024 [Date]

/s/ George Sharp [CEO's Signature]

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

*Principal Financial Officer:*

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<sup>2</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.

I, George Sharp certify that:

1. I have reviewed this Disclosure Statement for Worldwide NFT, 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.

7/23/2024 [Date]

/s/ George Sharp [CFO's Signature]

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

**WORLDWIDE NFT, INC.**  
**(FORMERLY GOFF CORP.) (UNAUDITED)**  
**CONSOLIDATED BALANCE SHEETS**

	<u>June 30, 2024</u>	<u>June 30, 2023</u>
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash	\$ -	\$ -
Prepaid expenses and other current assets	-	-
Total current assets	-	-
<b>TOTAL ASSETS</b>	<b>\$ -</b>	<b>\$ -</b>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
<b>CURRENT LIABILITIES</b>		
Accounts payable – related party	\$ 89,130	\$ 89,130
Accounts payable - officer	291,921	182,187
Accounts payable – non-related parties	38,233	3,450
Total current liabilities	419,284	274,767
<b>TOTAL LIABILITIES</b>	<b>419,284</b>	<b>274,767</b>
Commitments and contingencies	-	-
<b>STOCKHOLDERS' DEFICIT</b>		
Series A Preferred stock, par value \$0.001; 10,000,000 shares authorized; 5,000,000 and 5,000,000 shares issued and outstanding as of June 30, 2024 and June 30, 2023, respectively	5,000	5,000
Common stock, par value \$0.001; 1,875,000,000 shares authorized, 534,750,000 shares issued and outstanding as of June 30, 2024 and June 30, 2023, respectively	534,750	534,750
Additional paid in capital	20,127,300	20,127,300
Accumulated deficit	(21,086,334)	(20,941,817)
Total stockholders' deficit	(419,284)	(274,767)
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</b>	<b>\$ -</b>	<b>\$ -</b>

See notes to consolidated financial statements.

**WORLDWIDE NFT, INC.**  
**(FORMERLY GOFF CORP.)**  
**CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)**  
**YEARS ENDED JUNE 30, 2024 AND 2023**

	2024	2023
REVENUES	\$ -	\$ -
COST OF REVENUES	-	-
GROSS PROFIT	-	-
OPERATING EXPENSES:		
Professional fees	131,413	97,605
General and administrative	13,104	-
Total operating expenses	144,517	97,605
LOSS FROM OPERATIONS BEFORE OTHER EXPENSES	(144,517)	(97,605)
OTHER INCOME (EXPENSE):		
Interest expense	-	-
Total other income (expense)	-	-
LOSS FROM OPERATIONS BEFORE BENEFIT (PROVISION) FOR INCOME TAXES	(144,517)	(97,605)
BENEFIT (PROVISION) FOR INCOME TAXES	-	-
NET LOSS	\$ (144,517)	\$ (97,605)
NET LOSS PER SHARE		
Basic and diluted	\$ (0.000)	\$ (0.000)
SHARES USED IN CALCULATION OF NET LOSS PER SHARE		
Basic and diluted	534,750,000	534,750,000

See notes to consolidated financial statements.

**WORLDWIDE NFT, INC.**  
**(FORMERLY GOFF CORP.)**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)**  
**YEARS ENDED JUNE 30, 2024 AND 2023**

	2024	2023
<b>Cash flows from operating activities:</b>		
Net loss	\$ (144,517)	\$ (97,605)
<b>Adjustments to reconcile net loss to net cash (used in) operating activities:</b>		
Consulting fees for preferred stock issued	-	-
<b>Changes in assets and liabilities</b>		
Accounts payable - officer	109,734	99,903
Accounts payable – non-related parties	34,783	(2,298)
Accounts payable and accrued expenses – related party	-	-
Net cash (used in) operating activities	-	-
<b>Cash flows from financing activities:</b>		
Proceeds from officer in consideration of preferred stock	-	-
Net cash provided by financing activities	-	-
<b>NET INCREASE (DECREASE) IN CASH</b>	<b>-</b>	<b>-</b>
Cash - beginning of period	-	-
Cash - end of period	\$ -	\$ -
<b>SUPPLEMENTAL DISCLOSURES:</b>		
Cash paid for interest	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -

See notes to consolidated financial statements.

**WORLDWIDE NFT, INC.**  
**(FORMERLY GOFF CORP.)**  
**CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT (UNAUDITED)**  
**YEARS ENDED JUNE 30, 2024 AND 2023**

	Preferred		Common		Additional	Accumulated	Total
	Shares	Amount	Shares	Amount	Paid-In Capital	Deficit	
Balances at June 30, 2022	5,000,000	\$ 5,000	534,750,000	\$ 534,750	\$ 20,127,300	\$ (20,844,212)	\$ (177,162)
Net loss for the period	-	-	-	-	-	(97,605)	(97,605)
Balances at June 30, 2023	5,000,000	\$ 5,000	534,750,000	\$ 534,750	\$ 20,127,300	\$ (20,941,817)	\$ (274,767)
Balances at June 30, 2023	5,000,000	\$ 5,000	534,750,000	\$ 534,750	\$ 20,127,300	\$ (20,941,817)	\$ (274,767)
Net loss for the period	-	-	-	-	-	(144,517)	(144,517)
Balances at June 30, 2024	5,000,000	\$ 5,000	534,750,000	\$ 534,750	\$ 20,127,300	\$ (21,086,334)	\$ (419,284)

See notes to consolidated financial statements.

**WORLDWIDE NFT, INC.**  
**(FORMERLY GOFF CORP.)**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
**JUNE 30, 2024 AND 2023**

**NOTE 1- NATURE OF OPERATIONS**

**Nature of Operations**

Worldwide NFT Inc. (the “Company”) was incorporated in the State of Nevada on July 12, 2010 under the name Goff Corp. The Company was an exploration stage mining company, that engaged in exploration and mining of mineral properties. They focused on gold and silver production. Since 2013, the Company has been dormant and in June 2021, a new custodian took over and will focus his efforts on developing a strategy for this company moving forward, including identifying suitable targets for acquisition.

The Company had a subsidiary Golden Glory Resources, Inc. This entity was in the business of the aforementioned gold and silver production efforts. There had been no operations in this entity since 2013 until June 9, 2021 when custodianship was awarded to George Sharp.

On June 9, 2021, custodianship of the Company was awarded to George Sharp. By Order dated June 14, 2021, all liabilities other than George Sharp’s judgement have been discharged by the Nevada District Court, Clark County.

On January 19, 2022, the Company registered with the Secretary of State in Nevada to change its name to Worldwide NFT Inc. FINRA approved the name change, and a forward 3 for 1 stock split of the common shares on June 29, 2022. All common shares have been restated retroactively in accordance with SAB Topic 4C.

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

**Basis of Presentation**

These consolidated financial statements are presented as unaudited and in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America. The Company believes that these consolidated financial statements present fairly, in all material respects, the financial position of the Company and the results of its operations and cash flows for the periods presented.

The consolidated financial statements include the accounts of the Company as well as their wholly owned subsidiary, Golden Glory Resources, Inc. All inter-company transactions have been eliminated in consolidation.

The Company has a fiscal June 30 year end.

**Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the U.S. 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 reported amounts of revenues and expenses during the reporting period. These estimates include, but are not limited to, management’s estimate of provisions required for permanent and temporary differences related to income taxes, liabilities to accrue, and determination of the fair value of stock awards. Actual results could differ from those estimates.

**Cash**

Cash consists of cash and demand deposits with an original maturity of three months or less. The Company holds no cash equivalents as of June 30, 2024 and June 30, 2023, respectively.



## **Receivables and Concentration of Credit Risk**

When the Company records an allowance for doubtful accounts it is based on management's estimate of the overall collectability of accounts receivable, considering historical losses, credit insurance and economic conditions. Based on these same factors, individual accounts are charged off against the allowance when management determines those individual accounts are uncollectible. Credit extended to customers is generally uncollateralized. Past-due status is based on contractual terms. The Company recorded an allowance for their note receivable for the full amount as collection of this note is uncertain.

## **Revenue Recognition**

The Company will account for a contract with a customer that is within the scope of this Topic only when the five steps of revenue recognition under ASC 606 are met.

The five core principles will be evaluated for each service provided by the Company and is further supported by applicable guidance in ASC 606 to support the Company's recognition of revenue.

The Company has not recognized any revenue to date.

## **Income Taxes**

Income taxes are accounted under the asset and liability method. The current charge for income tax expense is calculated in accordance with the relevant tax regulations applicable to the entities. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and for operating loss and tax credit 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. Differences between statutory tax rates and effective tax rates relate to permanent tax differences.

## **Uncertain Tax Positions**

The Company follows ASC 740-10 Accounting for Uncertainty in Income Taxes. This requires recognition and measurement of uncertain income tax positions using a "more-likely-than-not" approach. Management evaluates their tax positions on an annual basis.

The Company files income tax returns in the U.S. federal tax jurisdiction and various state tax jurisdictions. The federal and state income tax returns of the Company are subject to examination by the IRS and state taxing authorities, generally for three years after they were filed.

## **Earnings (Loss) Per Share of Common Stock**

Basic net income (loss) per common share is computed using the weighted average number of common shares outstanding. Diluted earnings per share ("EPS") include additional dilution from common stock equivalents, such as convertible notes, preferred stock, stock issuable pursuant to the exercise of stock options and warrants.

Common stock equivalents are not included in the computation of diluted earnings per share when the Company reports a loss because to do so would be anti-dilutive for periods presented, so only the basic weighted average number of common shares are used in the computations.

## **Fair Value Measurements**

ASC 820 Fair Value Measurements defines fair value, establishes a framework for measuring fair value in accordance with GAAP, and expands disclosure about fair value measurements. ASC 820 classifies these inputs into the following hierarchy:

Level 1 inputs: Quoted prices for identical instruments in active markets.

Level 2 inputs: Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations whose inputs are observable or whose significant value drivers are observable.

Level 3 inputs: Instruments with primarily unobservable value drivers.

Financial instruments consist principally of accounts payable and accrued liabilities, notes payable, and amounts due to related parties. We measure our investments at cost less any impairment, and our notes receivable are at cost less any reserve for uncollectible amounts. The fair value of cash is determined based on Level 1 inputs. There were no transfers into or out of “Level 3” during the periods ended June 30, 2024 and June 30, 2023. The recorded values of all other financial instruments approximate their current fair values because of their nature and respective relatively short maturity dates or durations.

Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial instrument. These estimates are subjective in nature and involve uncertainties and matters of significant judgment and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

## **NOTE 3-STOCKHOLDERS’ DEFICIT**

There have been no common or preferred stock transactions since 2013 until August 29, 2021 when the Company issued 300,000 shares of the authorized “blank check” preferred stock to George Sharp with 30,000 common votes for each share of preferred stock.

There were no shares of common or preferred stock issued in the years ended June 30, 2024 and 2023.

The preferred shares convert to common at a ratio of 1 share of preferred stock to 90 shares of common stock.

There are no stock options or warrants granted during the periods ended June 30, 2024 and 2023 and none outstanding as of June 30, 2024 and 2023.

As of June 30, 2024, 5,000,000 shares of Series A Preferred Stock that are authorized have been issued and 534,750,000 shares of common stock are issued and outstanding.

## **NOTE 4 – ACCOUNTS PAYABLE - OFFICER**

The Company had a judgment filed against it on July 23, 2012 by George Sharp in the amount of \$57,450. This complaint was filed in Superior Court of California, County of San Diego on December 22, 2015. The judgment amount added accrued interest of \$28,049 on January 5, 2021 increasing the total liability to \$85,499 and then the final judgement on June 9, 2021 was increased again by \$3,631 to a final figure of \$89,130. All other liabilities were canceled by the court.

The Company has incurred additional expenses up through the period ended June 30, 2024 that either have been paid by George Sharp or will be paid by George Sharp. Those advances are included in this account and are non-interest bearing.

## **NOTE 5 – GOING CONCERN**

The Company concluded that due to the lack of operating history, large accumulated deficit, change in management and revival of the entity, these conditions raise substantial doubt about the Company's ability to continue as a going concern for one year from the date the financial statements are issued.

Management intends to identify potential merger candidates to provide operating revenues and profitability. Our ability to effectively identify, develop and implement a viable plan for our business may be hindered by risks and uncertainties which are beyond our control, including without limitation, the continued negative effects of the coronavirus pandemic on the U.S. and global economies. Even though management believes this plan will allow the Company to continue as a going concern, there are no guarantees to the successful execution of this plan.

These financial statements of the Company have been prepared assuming that the Company will continue as a going concern, which contemplates, among other things, the realization of assets and the satisfaction of liabilities in the normal course of business over a reasonable period of time.

#### Impact of COVID-19

The COVID-19 pandemic has not had a material impact on the Company, particularly due to our lack of operations.

#### **NOTE 6 – LEGAL PROCEEDINGS**

The Company received a notice of appeal to the Nevada Supreme Court filed May 17, 2022 by Warwick Calasse. Mr. Calasse is appealing the decision by the District Court of the State of Nevada in and for Clark County (In the Matter of GOFF Corp., Case No. A-20-815182-B) by an Order dated February 22, 2022 to have the 50,000,000 shares of its common stock and 5,000,000 shares of its preferred stock issued to Mr. Calasse canceled on the grounds that there was no value provided by Mr. Calasse to justify their issuance to him. Mr. Calasse filed the notice of appeal following the denial of his motion for reconsideration by the District Court of the State of Nevada in and for Clark County. On November 8, 2022, the Supreme Court entered an order for Mr. Calasse to show cause why the appeal should not be dismissed for lack of jurisdiction. The parties briefed the jurisdiction issue, and on May 12, 2023, the Supreme Court, without ruling on the jurisdictional issue, reinstated the briefing schedule. Mr. Calasse filed his opening brief on July 25, 2023. The Company filed our answering brief on September 8, 2023. Mr. Calasse's reply brief was filed October 23, 2023. Given the extended briefing schedule, the Company does not anticipate a decision from the Supreme Court until mid-2024 at the earliest.

The Company filed an Amended Complaint against Warwick Calasse in the in the District Court for Clark County, Nevada (Case No.: A-22-858709-B) on September 29, 2022 seeking compensatory and punitive damages on behalf of the Company against Mr. Calasse and alleging that he breached the Consulting Agreement he claims to have entered with the Company and that he breached the fiduciary duties he owed to the Company. The District Court entered a Business Court Scheduling Order Setting Civil Non-Jury Trial on October 16, 2023. Judge Williams scheduled a pretrial conference/calendar call for December 19, 2024, and a civil non-jury trial for January 13, 2025.