

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

STARSTREAM ENTERTAINMENT, INC.

A Nevada Corporation

1917 Bayview Drive
New Smyrna Beach, FL 32168
(833) 422-7300

facetimepromo.com

carla@facetimepromo.com

SIC Code 7389

Quarterly Report

FOR PERIOD ENDING SEPTEMBER 30, 2024

Outstanding Shares

The number of shares outstanding of our Common Stock was:

140,010,196 as of September 30, 2024

140,010,196 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 Control¹ of the company has occurred over this reporting period:

Yes: No:

¹ "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

Starstream Entertainment, Inc.

Formerly: Gelia Group Corp. until November 11, 2013.

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

The Company was incorporated on August 20, 2012, in the State of Nevada. The Company is currently active in Nevada.

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

There have been no suspension orders from the Securities and Exchange Commission nor has any recognized regulatory body imposed additional restrictions on the transfer.

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

There has been no stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

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

Starstream Entertainment Inc. 1917 Bayview Drive. New Smyrna Beach, FL 32168

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:

Starstream Entertainment Inc. 1917 Bayview Drive. New Smyrna Beach, FL 32168**S**

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

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

2) Security Information

Transfer Agent

Name: Tran share
Address: 2849 Executive Drive Suite 200
Clearwater, FL 33762

Phone: (303)662-1112
Email: kwhiteside@Transhare.com
web: <http://www.transhare.com>

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: SSET
 Exact title and class of securities outstanding: Common
 CUSIP: 0001561686

Par or stated value: \$.001
 Total shares authorized: 450,000,000 September 30, 2024
 Total shares outstanding: 140,010,196 September 30, 2024
 Total number of shareholders of record: 97 September 30, 2024

All additional class(es) of publicly quoted or traded securities (if any):

Trading symbol: _____
 Exact title and class of securities outstanding: _____
 CUSIP: _____
 Par or stated value: _____
 Total shares authorized: _____ as of date: _____
 Total shares outstanding: _____ as of date: _____
 Total number of shareholders of record: _____ as of date: _____

Trading symbol: _____
 Exact title and class of securities outstanding: _____
 CUSIP: _____
 Par or stated value: _____
 Total shares authorized: _____ as of date: _____
 Total shares outstanding: _____ as of date: _____
 Total number of shareholders of record: _____ as of date: _____

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security: Preferred A
 CUSIP (if applicable):
 Par or stated value: \$.001.
 Total shares authorized: 10,000,000 September 30, 2024
 Total shares outstanding (if applicable): 2 September 30, 2024
 Total number of shareholders of record (if applicable): 1 September 30, 2024

Exact title and class of the security: Preferred B
 CUSIP (if applicable):
 Par or stated value: \$.001.
 Total shares authorized: 1,000,000 September 30, 2024
 Total shares outstanding (if applicable): 6 September 30, 2024
 Total number of shareholders of record (if applicable): 1 September 30, 2024

Security Description:

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

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

The Company has 450,000,000 shares of Common Stock authorized: par value \$0.001.

Voting Rights. The holders of the Common Stock are entitled to one vote for each share held of record on all matters submitted to a vote of the shareholders. The holders of the Common Stock are entitled elect a majority of the board of directors. Nevada law provides for cumulative voting for the election of directors. As a result, any shareholder may cumulate his or her votes by casting them all for any one director nominee or by distributing them among two or more nominees. This may make it easier for minority shareholders to elect a director.

Dividends. Subject to preferences that may be granted to any then outstanding preferred stock, holders of Common Stock are entitled to receive ratably such dividends as may be declared by the Board of Directors out of funds legally available therefor as well as any distributions to the shareholders. The payment of dividends on the Common Stock will be a business decision to be made by our Board of Directors from time to time based upon results of our operations and our financial condition and any other factors that our Board of Directors considers relevant. Payment of dividends on the Common Stock may be restricted by loan agreements, indentures and other transactions entered into by us from time to time.

Liquidation Rights. In the event of our liquidation, dissolution or winding up, holders of Common Stock are entitled to share ratably in all of our assets remaining after payment of liabilities and the liquidation preference of any then outstanding preferred stock.

Absence of Other Rights or Assessments. Holders of Common Stock have no preferential, preemptive, conversion or exchange rights. There are no redemption or sinking fund provisions applicable to the Common Stock. When issued in accordance with our articles of incorporation and law, shares of our Common Stock are fully paid and not liable to further calls or assessment by us.

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

Preferred Stock

Designations, Preferences, Rights And Limitations of Series A Preferred Stock

10,000,000 shares of Series A Preferred Stock have been authorized with a \$0.001 par value per share.

Dividends. The holders of Series A Preferred Stock shall not be entitled to receive dividends except that in the event that a dividend is declared on the Company's Common Stock, the holders of the Series A Preferred Stock shall receive the dividends that would be payable if all then outstanding shares of Series A Preferred Stock were converted into Common Stock immediately prior to the declaration of a dividend if declared by the Board of Directors, in its sole discretion.

Voting Rights. With respect to all matters upon which the Company's stockholders shall vote, the holders of Series A Preferred Stock shall vote together as a single class with the holders of Common Stock, and the holders of any other class or series of shares entitled to vote with the Common Stock, and shall be entitled together to sixty six and seven-tenths percent (66.7%) of the total votes on all such matters. The holders of Series A Preferred Stock may only vote unanimously.

Conversion Rights. Each share of Series A Preferred Stock shall be convertible into one (1) share of Common Stock of the Company at the option of the holder. Shares of Series A Preferred Stock converted into Common Stock in accordance with the terms hereof shall be cancelled and may not be reissued.

Liquidation Rights. The Series A Preferred shareholders shall not have any right to participate in distributions or payments in the event of any liquidation, dissolution, or winding up, voluntary or involuntary, of the Company.

Status of Converted Stock. Upon the conversion or extinguishment of the Series A Preferred Stock, the shares converted or extinguished will be automatically returned to the status of authorized and unissued shares of preferred stock, available for future designation and issuance pursuant to the terms of the Company's Articles of Incorporation.

Limitations Upon Disposition. The Series A Preferred shares issuable may not be transferred, sold, offered for sale, pledged or otherwise hypothecated without the unanimous vote of the Board of Directors.

Designations, Preferences, Rights and Limitations of Series B Preferred Stock

1,000,000 shares of Series B Preferred Stock have been authorized with a par value \$0.001 per share.

Dividends. The Series B Preferred Stock is not entitled to receive any dividends in any amount during which such shares are outstanding.

Voting Rights. The holders of the Series B Preferred Stock are entitled to vote together with the holders of the Company's Common Stock and Series A Preferred Stock. The total aggregate issued shares of Series B Preferred Stock at any given time, regardless of their number, shall have voting rights equal to four times the sum of: i) the total number of shares of Common Stock which are issued and outstanding at the time of voting, plus ii) the total number of votes Preferred Series A holders are entitled. At no time can the combination of votes by Common Stock shareholders and Series A Preferred shareholders be equal to or greater than the votes entitled to Preferred Class B shareholders.

Conversion Rights. The holders of Series B Preferred Stock are entitled to 100,000,000 shares of Common Stock for every one (1) share of Series B Preferred Stock.

Liquidation Rights. In the event of any liquidation, dissolution or winding up of the Company, either voluntary or involuntary, after setting apart or paying in full the preferential amounts due to holders of senior capital stock, if any, the holders of Series B Preferred Stock and parity capital stock, if any, shall be entitled to receive, prior and in preference to any distribution of any of the assets or surplus funds of the Company to the holders of junior capital stock, including Common Stock, an amount equal to \$.001 per share (the "Series B Liquidation Preference"). If upon such liquidation, dissolution or winding up of the Company, the assets of the Company available for distribution to the holders of the Series B Preferred Stock and parity capital stock, if any, shall be insufficient to permit in full the payment of the Series B Liquidation Preference, then all such assets of the Corporation shall be distributed ratably among the holders of the Series B Preferred Stock and parity capital stock, if any.

Describe any other material rights of common or preferred stockholders.

Additional Rights. So long as any Series A Preferred shares remain outstanding, the Company shall not, without first obtaining the approval by vote or written consent of all holders of Series A Preferred shares; (i) alter or change the powers, preferences, privileges, or rights of the Series A Preferred shareholders; (ii) create any new series or class of shares having preferences prior to, or in parity with or superior to the Series A Preferred shares as to voting rights; (iii) authorize any additional shares of Series A Preferred stock; and (iv) amend any of these provisions.

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

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

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

Number of Shares outstanding as of <u>December 31, 2020</u>	<u>Opening Balance:</u> Common: 68,010,196 Preferred A: 2 Preferred B-1		*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 share s 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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
01/22/2021	Issuance	2,500,000	Common	\$.001	No	Tiger Trout Capital Puerto Rico LLC Alan Masley	Note Conversion	Unrestricted	Rule 144
01/27/2021	Issuance	1,000,000	Common	\$.001	No	Orlando Hernandez	Services	Restricted	
02/09/2021	Issuance	5,000,000	Common	\$.001	No	Donnell Suarez	Services	Restricted	
02/10/2021	Issuance	5,000,000	Common	\$.001	No	PNL Capital LLC Pedro Tome	REG A	Unrestricted	Rule 144
02/10/2021	Issuance	5,000,000	Common	\$.001	No	Leo's New Company LLC Miguel Santana	REG A	Unrestricted	Rule 144
03/03/2021	Issuance	5,000,000	Common	\$.001	No	Wong Hang	REG A	Unrestricted	Rule 144
5/19/2021	Issuance	3,500,000	Common	\$.001	No	FMW Media Works Vince Caruso	Services	Restricted	
5/24/2021	Issuance	5,000,000	Common	\$.001	No	Leo's New Company LLC Miguel Santana	REG A	Unrestricted	Rule 144
5/28/2021	Issuance	5,000,000	Common	\$.001	No	Wong Hang	REG A	Unrestricted	Rule 144
6/10/2021	Issuance	5,000,000	Common	\$.001	No	Leo's New Company LLC Miguel Santana	REG A	Unrestricted	Rule 144
6/24/2021	Issuance	5,000,000	Common	\$.001	No	Leo's New Company LLC	REG A	Unrestricted	Rule 144

						Miguel Santana			
7/21/2021	Issuance	25,000,000	Common	\$.001	No	Leo's New Company LLC Miguel Santana	REG A	Unrestricted	Rule 144
1/14/2022	Issuance	5	Preferred B	\$.001	No	Carla Rissell	Services	Restricted	
Shares Outstanding on <u>September 30, 2024</u>	<u>Ending Balance:</u> Common: <u>140,010.196</u> Preferred A: <u>2</u> Preferred B: <u>6</u>								

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

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. <small>*You must disclose the control person(s) for any entities listed.</small>	Reason for Issuance (e.g. Loan, Services, etc.)
<u>6/30/2020</u>	<u>113,285.12</u>	<u>98,500.00</u>	<u>14,785.12</u>	<u>6/20/2023</u>	<u>None</u>	<u>Small Business Administration</u>	<u>Loan</u>

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

4) Issuer's Business, Products and Services

A. The Company is service provider primarily focused in the on- demand event staffing industry. The Company's business strategy is to focus on event staffing and brand building for high profile clients.

B. The Company currently has one subsidiary. Our subsidiary, Facetime Consulting and Promotions LLC ("FCP") is primarily focused in the on- demand event staffing industry. The primary placements that FCP makes are to companies in the consumer goods industry. Facetime Consulting and Promotions LLC ("FCP"), a division of Starstream Entertainment, Inc., hand-picks and personally interviews Brand Ambassadors to ensure the ideal fit for its clients' programs. The Event Staffing and Experiential Marketing Industry has existed in its current form for 30 years and has operated with what amounts to an 'ad hoc' workforce. Brand Ambassadors, Field Managers, Promotional Models and other Experiential Marketing workers can join with FCP to legitimize their careers, gain accountability, receive career development, and increase the stability in the industry. FCP is positioning itself to become a cornerstone of the event marketing industry by partnering with not only individual workers but with companies throughout the industry. FCP works with clients to maximize brand messaging. FCP staff works to capture the key brand attributes and client messaging that are essential to telling our client's story and optimizing conversions. FCP personally interview each of brand ambassador to ensure we present the "optimal fit" for our client's brands. FCP strives to understand the importance of each client's brand.

C. The Company is a service provider that is in the business of providing temporary staffing solutions for events and product branding. We provide temporary staff solutions to the consumer goods industry. We recruit, hire, train and oversee stilled brand ambassadors for our clients. By eliminating the administrative requirements of finding and employing skilled and unskilled workers our clients are afforded the ability to focus on the important task of managing and growing their business and not worry about staffing their projects.

5) Issuer's Facilities

Issuer is presently operating in facilities under a month-to-month rental agreement with rent being charged at the rate of \$800 per month plus utilities. Once the Company completes its' transition into a motion picture production company, the primary operations will be relocated, and new lease agreements will be entered into. Due to the nature of this agreement, the terms may be subject to change at any time and without notice.

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 issuers 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.

CEO, & Director, Carla Rissell

Ms. Rissell is not presently compensated for her position(s) and he beneficially owns 1 share of Preferred B Stock. (She has **NOT** been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses), nor has she been subject to 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 her involvement in any type of business, securities, commodities, or banking activities.

CFO, & Director, James DiPrima

Mr. DiPrima is not presently compensated for his position(s) and he beneficially owns no shares of Common Stock and no shares of Preferred Stock. (He has **NOT** been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses), nor has he been subject to 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 his involvement in any type of business, securities, commodities, or banking activities.

Name of Officer/Director and Control Person	Affiliation with Company (e.g., Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Carla Rissell	CEO	New Smyrna Beach, FL	6	Preferred B	100 %	Preferred shares

						Convertible to 100,000,000 shares of common
Carla, Rissell	CEO	New Smyrna Beach, FL	35,000,000	Common	24.998%	
James DiPrima	CFO	Omaha, NE	0			
Kim Ledford	5% OWNER	Monterey, CA	1	Preferred A	50%	
Charles Bonan	5% OWNER	Monterey, CA	1	Preferred A	50%	
Charles Bonan	5% OWNER	Monterey, CA	8,573,733	Common	6.0124%	

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.

Securities Counsel (must include Counsel preparing Attorney Letters).

Legal Counsel

Name: Chris Jeter

Massillamany, Jeter & Carson LLP

Address: 11650 Lantern Road Suite 204

Address: Fisher, IN 46038

Phone: (317) 576-8580

Email: www.mjattorneys.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: James C DiPrima
Title: CFO
Relationship to Issuer: Officer

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

- U.S. GAAP (see Note 1B Basis of Accounting)
 IFRS

C. The following financial statements were prepared by (name of individual):

Name: James C DiPrima
Title: CFO
Relationship to Issuer: Officer

Describe the qualifications of the person or persons who prepared the financial statements:⁵ 40 Years of Public and Private Accounting

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.

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, Carla Rissell certify that:

1. I have reviewed this Disclosure Statement for Starstream Entertainment, 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 18, 2024 [Date]

Carla Rissell [CEO's Signature]

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

Principal Financial Officer:

I, James C DiPrima certify that:

1. I have reviewed this Disclosure Statement for Starstream Entertainment, 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 18, 2024 [Date]

James C DiPrima [CFO's Signature]

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

STARSTREAM ENTERTAINMENT, INC.
UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2024, and September 30, 2023

	<u>Pages</u>
1) Consolidated Balance Sheets as of September 30, 2024, and September 30, 2023.	F-1
2) Consolidated Statement of Operations for the Three- and Nine-Months ended September 30, 2024, and September 30, 2023.	F-2
3) Consolidated Statements of Changes in Stockholders' Equity for the Nine Months ended September 30, 2024.	F-3
4) Consolidated Statements of Cash Flows for the Nine Months ended September 30, 2024, and September 30, 2023	F-4
5) Notes to Consolidated Financial Statements.	F-5 thru F-6

STARSTREAM ENTERTAINMENT, INC.
CONSOLIDATED BALANCE SHEETS
AT SEPTEMBER 30, 2023 & 2024
(UNAUDITED)

	<u>2024</u>	<u>2023</u>
ASSETS		
Cash	\$948,671	\$539,880
Inventory		5,064
Note Receivable	510,250	500,000
Prepaid expenses	-	17,500
TOTAL CURRENT ASSETS	1,458,921	1,062,444
FIXED ASSETS-net of depreciation	315,620	136,487
OTHER ASSETS	195,509	127,933
TOTAL ASSETS	\$ 1,970,050	\$1,326,864
LIABILITIES		
Accounts Payable & accrued expenses	\$105,916	\$664
Accrued Interest Payable	5,043	11,026
Other Current Liabilities	1,088	82,250
Due to Stockholder	19,990	21,290
Notes Payable (Note 2)	98,500	98,500
TOTAL CURRENT LIABILITIES	230,537	213,730
LONG TERM LIABILITIES	159,098	-
TOTAL LIABILITIES	389,635	213,730
STOCKHOLDERS' EQUITY		
Preferred A Stock \$.001 par value 10,000,000 Authorized 2 issued, and outstanding on September 30, 2024, and September 30, 2023, respectively		
Preferred B Stock \$.001 par value 1,000,000 Authorized 6 issued and Outstanding on September 30, 2024, and 1,000,000 authorized and 6 issued and Outstanding on September 30, 2023.		
Common Stock, \$.001 par value 450,000,000 Authorized 140,010,196 issued and outstanding on September 30, 2024, and 140,010,196 Issued and outstanding September 30, 2023.	140,010	140,010
Additional paid-in-capital	618,678	618,678
Accumulated earnings	821,727	354,446
TOTAL STOCKHOLDERS' EQUITY	1,580,415	1,113,134
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$1,970,050	\$1,326,864

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

STARSTREAM ENTERTAINMENT, INC.
CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2024 & 2023
(UNAUDITED)

	For the Three Months Ended September 30, 2024	For the Three Months Ended September 30, 2023	For the Nine Months Ended September 30, 2024	For the Nine Months Ended September 30, 2023
REVENUES:				
Sales	\$ 1,590,113	\$ 1,466,657	4,309,836	3,453,691
TOTAL REVENUE	1,590,113	1,466,657	4,309,836	3,453,691
COST OF SALES	869,793	582,686	3,352,098	2,616,602
GROSS MARGIN	720,350	883,971	957,738	837,089
OPERATING EXPENSES:				
General & administrative expenses	22,366	44,313	82,211	134,892
Depreciation & amortization	8,000	-	24,000	-
Marketing	3,084	9,708	24,716	30,012
Wages	51,908	58,790	140,387	147,119
Meals & entertainment	2,244	1,630	4,737	4,689
Professional Fees	38,780	20,338	58,332	38,850
Insurance	7,080	12,602	34,091	52,538
Travel	2,539	11,056	9,537	21,134
Rent & related expenses	11,767	11,187	26,041	33,043
Total Operating expenses	147,768	169,624	404,052	462,277
NET OPERATING INCOME/ (LOSS)	572,582	714,347	553,686	374,362
OTHER INCOME/(EXPENSE)				
Other income	10,163	11	20,694	27
Finance and interest fees	(12,986)	(3,694)	(13,803)	(7,388)
NET INCOME/ (LOSS)	\$ 569,759	\$ 710,664	560,577	366,984
Basic and Diluted Net Income/Loss per Common Share	**	**	**	**
Weighted Average Number of Common Shares Outstanding	140,010,196	140,010,196	140,010,196	140,010,196
** Less than \$.01				

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

STARSTREAM ENTERTAINMENT, INC.
CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024
(UNAUDITED)

	PREFERRED SHARE	VALUE	COMMON SHARE	VALUE	ADDITIONAL PAID IN CAPITAL	ACCUMULATED EQUITY (DEFICIT)	TOTAL SHAREHOLDER EQUITY (DEFICIT)
BALANCE DECEMBER 31, 2021	<u>3</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$(206,391)</u>	<u>\$552,297</u>
Preferred B Shares issued for Services	5	\$0					
NET INCOME/(LOSS) MARCH 31, 2022						(68,956)	(68,956)
BALANCE MARCH 31, 2022	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$(275,347)</u>	<u>\$483,341</u>
NET INCOME) JUNE 30, 2022						95,189	95,189
BALANCE JUNE 30, 2022	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$(180,158)</u>	<u>\$578,530</u>
NET INCOME SEPTEMBER 30,2022						114,263	114,263
BALANCE SEPTEMBER 30, 2022	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$(65,895)</u>	<u>\$692,793</u>
NET INCOME DECEMBER 31, 2022						53,357	53,357
BALANCE DECEMBER 31, 2022	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$(12,538)</u>	<u>\$746,150</u>
NET INCOME MARCH 31, 2023						19,743	19,743
BALANCE MARCH 31, 2023	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$7,205</u>	<u>\$765,893</u>
NET LOSS JUNE 30, 2023						\$(363,423)	(363,423)
BALANCE JUNE 30, 2023	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$(356,218)</u>	<u>\$402,470</u>
NET INCOME SEPTEMBER 30, 2023						710,664	710,664
BALANCE SEPTEMBER 30, 2023	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$354,446</u>	<u>\$1,111,134</u>
NET LOSS DECEMBER 31,2023						(101,296)	(101,296)
BALANCE DECEMBER 31, 2023	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$253,150</u>	<u>\$1,011,838</u>
NET INCOME MARCH 31, 2024						126,928	126,928
BALANCE MARCH 31, 2024	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$380,078</u>	<u>\$1,138,766</u>
NET LOSS JUNE 30, 2024						(128,110)	(128,110)
BALANCE JUNE 30, 2024	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$251,968</u>	<u>\$1,010,656</u>
NET INCOME SEPTEMBER 30,2024						569,769	569,759
BALANCE SEPTEMBER 30, 2024	<u>8</u>	<u>\$0</u>	<u>140,010,196</u>	<u>\$140,010</u>	<u>\$618,678</u>	<u>\$821,727</u>	<u>\$1,580,415</u>

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

STARSTREAM ENTERTAINMENT, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024 & 2023
(UNAUDITED)

	<u>2024</u>	<u>2023</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income / (Loss)	\$ 560,577	\$ 366,984
Adjustments to reconcile net income to net cash provided. By operating activities:		
Depreciation & amortization	24,000	-
Stock Issued for Services		-
Changes in operating assets and liabilities:		
Increase/(decrease) in accrued interest payable	(2,337)	52
(Increase)/decrease in inventory		(5,064)
(Increase)/decrease in other assets	(71,362)	(91,296)
(Increase)/decrease in note receivable	(10,250)	(500,000)
Increase/(decrease) in other liabilities	(17,080)	-
Increase/ (decrease) in accounts payable & accrued expenses	38,479	(5,231)
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	\$522,027	\$ 234,555)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of fixed assets	(30,480)	(40,934)
NET CASH PROVIDED (USED) BY INVESTING ACTIVITIES	(30,480)	(40,934)
CASH FLOWS FROM FINANCING ACTIVITIES		
(Decrease)/Increase in notes payable	6,010	69,004
(Decrease)/Increase in Due to Stockholder	-	-
NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES	6,010	69,004
NET INCREASE (DECREASE) IN CASH	\$497,557	\$ 206,485)
CASH AND EQUIVALENTS, BEGINNING OF PERIOD	451,114	746,365
CASH AND EQUIVALENTS, END OF PERIOD	\$948,671	\$ 539,880
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		

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

STARSTREAM ENTERTAINMENT, INC.
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

A. ORGANIZATION AND OPERATIONS

Starstream Entertainment, Inc. (The "Company") is the successor entity to the business of Gelia Group Corp. a corporation formed in Nevada on August 20, 2012. The Corporation was the financing entity for various movie production projects. In November 2013 the Company changed its name to Starstream Entertainment, Inc.

In June of 2019, the Company acquired all of the assets of Facetime Consulting & Promotions. The merger requires that the Company divest itself of its media subsidiary and maintain the name to Starstream Entertainment, Inc. the Company retains the name Starstream Entertainment, Inc. and the symbol to SSET.

On July 26, 2019, the Corporation amended its Articles of Incorporation to raise its authorized stock to 450,000,000 (four hundred and fifty million). And the Corporation further amended its Articles of Incorporation to designate 1,000,000 Preferred Shares as Convertible Preferred Series B Stock with a par value of \$.001. The holders of the Convertible Preferred Series B Stock are entitled to vote together with the holders of the Company's Common Stock and Series A Preferred Stock. The total aggregate issued shares of Series B Preferred Stock at any given time, regardless of their number, shall have voting rights equal to four times the sum of: i) the total number of shares of Common Stock which are issued and outstanding at the time of voting, plus ii) the total number of votes Preferred Series A holders are entitled. At no time can the combination of votes by Common shareholders and Series A Preferred shareholders be equal to or greater than the votes entitled to Convertible Preferred Series B shareholders. The holders of the Convertible Preferred Series B Stock are entitled to 100,000,000 shares of Common Stock for every 1 share of Convertible Preferred Series B Stock. The Corporation issued 1 share of Convertible Series B Preferred Stock to Carla Rissell.

B. BASIS OF ACCOUNTING

The Company utilizes the cash method of accounting, whereby revenue is recognized when received and expenses when paid. The unaudited financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information with the exception of the utilization of the cash basis method rather than the accrual method. As such, the financial statements do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of management, all adjustments considered necessary for a fair presentation have been included and these adjustments are of a normal recurring nature. The results of operations for the nine months ended September 30, 2024, are not necessarily indicative of the results for the full fiscal year ending December 31, 2023.

C. 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 disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

D. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash on hand; cash in banks and any highly liquid investments with maturity of three months or less at the time of purchase. The Company maintains cash and cash equivalent balances at several financial institutions, which are insured by the Federal Deposit Insurance Corporation for up to \$250,000.

E. COMPUTATION OF EARNINGS PER SHARE

Net income per share is computed by dividing the net income by the weighted average number of common shares outstanding during the period.

F. INCOME TAXES Deferred Income Taxes and Valuation Allowance

The Company accounts for income taxes under ASC 740 Income Taxes. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. 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 the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. No deferred tax assets or liabilities were recognized at, September 30, 2024 and 2023.

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STARSTREAM ENTERTAINMENT, INC.
NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
SEPTEMBER 30, 2024

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES (continued)

G. REVENUE RECOGNITION

Revenue for license fees is recognized upon the receipt of the amount of the contract. Contract fees are generally due based upon various progress milestones. Revenue from contract payments is recorded as received. Any adjustments between actual contract payments and estimates are made to current operations in the period they are determined.

H. FAIR VALUE OF FINANCIAL INSTRUMENTS

Statement of Financial Accounting Standards No. 107, "Disclosures about Fair Value of Financial Instruments", requires disclosures of information about the fair value of certain financial instruments for which it is practicable to estimate the value. For purpose of this disclosure, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation. The carrying amounts reported in the balance sheet for cash, accounts receivable, inventory, accounts payable and accrued expenses, and loans payable approximate their fair market value based on the short-term maturity of these instruments.

NOTE 2 –NOTES AND OTHER LOANS PAYABLE

The Company borrowed \$10,990 as a demand note on December 31, 2017, from Carla Rissell. The note carries no interest, it was originally from a shareholder. On January 1, 2020, the note holder added \$3,000 to the demand note. The note is carried as a current liability and the noteholder could call it due at any time. The note was paid off in the second quarter of 2020. On February 18, 2020, the Company borrowed \$25,000 as a convertible promissory note from Tiger Trout Capital of Puerto Rico Inc. The note has a due date of February 18, 2021, and has a per annum interest rate of 12%. The note has a conversion option whereby the holder can convert all or any part of the principal face into Common Stock equal to a 50% discount of the lowest traded price of the market for the period of 30 days prior to the notice of conversion. On October 13, 2020, the note holder converted the note through the REG A for 2,500,000 shares. On June 30, 2020, the Company secured a \$98,500.00 from the Small Business Administration, the interest rate is 3.75% per annum and is a 30 year note with the first payment due in 2 months.

NOTE 3– ACCRUED SALARIES

There were no salaries accrued in the six months ended September 30, 2024, and September 30, 2023, respectively.

NOTE 4 – RELATED PARTIES

During the nine months ended September 30, 2024, members of management and shareholders have contributed capital to the Company by funding expenses incurred in the amounts of \$0.

NOTE 5- SUBSEQUENT EVENTS

Subsequent events were evaluated through November 18, 2024, which is the date the financial statements were available to be issued. There were no events that would require additional disclosure at the time of the financial statement presentation.
