

Weed Growth Fund, Inc.

Amendment to Annual Report Annual Report ending May 31, 2024 for 05/31/2024 originally published through the OTC Disclosure & News Service on [09/13/2024](#)

Explanatory Note:
Amended d report

***This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

Kush, Inc. (1)

PO Box 1602

Mesquite, NV 89024

<https://wedg.info>

info@wedg.info

Annual Report

For the period ending May 31, 2024] (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

34,559,585 as of February 29, 2024

36,559,583 as of May 31, 2023, our *Most Recent Completed Fiscal Year End*

Shell Status

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

Yes: No:

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

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: No:

⁴ "Change in Control" shall mean any events resulting in:

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

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

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

Kush, Inc.
PO Box 1602
Mesquite, NV 89024

The Company was established in the State of Nevada on December 28, 2012, under the name Ovation Research, Inc. On September 24, 2014, the Company changed its name from Ovation Research, Inc. to Weed Growth Fund, Inc. On April 12, 2016, Weed Growth Fund, Inc. changed its name to Honeysuckle Research, Inc. On April 2, 2020, Honeysuckle Research, Inc. completed a merger with Kush, Inc. a Nevada corporation. The surviving entity retained the name Kush, Inc.

Current State and Date of Incorporation or Registration: Nevada, January 24th 2013
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:
None

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:

None

Address of the issuer's principal executive office:

355 West Mesquite Blvd C70
Mesquite, NV 89024

Address of the issuer's principal place of business:

x 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:

2) Security Information

Transfer Agent

Name: Colonial Stock Transfer Co., Inc.
Phone: (801) 355-5740
Email: jasoncarter@colonialstock.com
Address: 7840 South 700 East, Sandy, UT 84070

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:	WEDG	
Exact title and class of securities outstanding:	Common	
CUSIP:	50113K100	
Par or stated value:	.001	
Total shares authorized:	75,000,000	as of date: 02/29/2024
Total shares outstanding:	35,599,583	as of date: 02/29/2024
Total number of shareholders of record:	352	as of date:

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

None

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:	None	
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: _____

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.

Our common stock may receive dividends, if and when declared by the board of directors and when sufficient capital exists for the lawful payment of such dividends. Each share of common stock is entitled to one vote at a meeting of shareholders. Our common stock does not have any preemption rights.

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

Not applicable

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

Not applicable

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 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 May 31, 2022 Common: 28,754,099 Preferred: None			*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	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.

					issuance? (Yes/No)				
<u>1/21/2022</u>	<u>New Issuance</u>	<u>375,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/1/2022</u>	<u>New Issuance</u>	<u>375,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>06/29/2022</u>	<u>New Issuance</u>	<u>108,333</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Patrick Bilton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Bill Martin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Max Miller</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>David Tobias</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavette</u>	<u>Director & Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavette</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavette</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>25,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Patrick Bilton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>

<u>1/28/2022</u>	<u>New issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Bill Martin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>DavidTobias</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Max Miller</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>25,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Patrick Bilton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Bill Martin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>David Tobias</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavette</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavette</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Max Miller</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>740,739</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Director & Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>740,739</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Director & Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>

<u>10/12/2022</u>	<u>New Issuance</u>	<u>74,076</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Patrick Bilton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>74,076</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>74,076</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Bill Martin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>THC Pharmaceuticals, Inc. Sadia, Barrameda, Control Person, Bell Canyon, CA</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>266,663</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Max Miller</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>266,663</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>David Tobias</u>	<u>Consulting Service</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>66,670</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Director Service</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Patrick ton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Bill Martin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Max Miller</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavette</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavette</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>

<u>6/27/2023</u>	<u>New Issuance</u>	<u>162,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date <u>5/31/2024</u>	Common: <u>35,599,583</u>								
Preferred: None									

Example: A company with a fiscal year end of December 31st 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:

Note 1: Issuance exempt pursuant to Section 4(a) of the Securities Act of 1933

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)

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder.</u> <small>*** You must disclose the control person(s) for any entities listed.</small>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>
<u>1/17/18</u>	<u>146,895</u>	<u>110,000</u>	<u>36,895</u>	<u>1/17/19</u>	<u>None</u>	<u>David Tobias</u>	<u>Loan</u>
<u>2/8/19</u>	<u>58,514</u>	<u>45,000</u>	<u>13,514</u>	<u>4/8/19</u>	<u>None</u>	<u>David Tobias</u>	<u>Loan</u>
<u>2/8/19</u>	<u>58,514</u>	<u>45,000</u>	<u>13,514</u>	<u>4/8/19</u>	<u>None</u>	<u>Cathy Carroll</u>	<u>Loan</u>
<u>5/5/21</u>	<u>1,042</u>	<u>1,000</u>	<u>42</u>	<u>5/5/22</u>	<u>None</u>	<u>David Tobias</u>	<u>Loan</u>

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

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

Kush, Inc. is a business acquisition and development company that focuses on using leading edge technology and proprietary intellectual property to build brand names in the holistic and wellness markets.

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

The issuer's sole subsidiary is Applied Business Management, a Nevada domiciled Business Management company.

C. Describe the issuers' principal products or services.

Kush, Inc. is a business acquisition and development company utilizing leading edge technology, patented and proprietary intellectual property and extensive market experience to develop and produce brand names, products and services to the health, wellness and legal cannabis markets.

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 issuer leases office space at 355 W Mesquite Blvd C70 in Mesquite, Nevada.

The company acquired 51% controlling interest in 11 acres of commercial property in Ukiah, California, as well as 60% controlling interest in a licensed entity that operates legal cannabis operations. The final terms of the agreement are in dispute following litigation.

The company owns an Apeks 2000-5LD CO2 extraction machine.

The company has marketing rights to Ecuadorian Sativa, the first patented cannabis strain in the US. As well as marketing rights for a patented lozenge delivery technology based on the patented strain. The company also has a patent for hemp silk.

The company owns: 357,000,000 shares of Direct Equity International (DEQI) stock, 295,337 shares of Cannabis Sativa, Inc. (CBDS) stock, and 10,835 shares of Bio Adaptives (BDPT) stock.

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
John Lee	CEO, Director, Owner of 5%+	San Jose, CA	2,737,966	Common	7.9	_____
Caty Carroll	CEO, Secretary, Director	Mesquite, NV	2,188,985	Common	6.3	
Patrick Bilton	Director	Boca Raton, FL	213,791	Common	.06	
William Martin	Director	Boca Raton, FL	200928	Common	0.6	
Robert Milstein	Director	Westlake Village, CA	300928	Common	0,09	
Nobia Kubby	Owner of 5%+	South Lake Tahoe, CA	3,222,223	Common	9.3	
David Tobias	Owner of 5%+	Islamorada, FL	3,220,085	Common	9.3	
New Compendium Corporation	Owner of 5%+	Bell Canyon, CA	6,555,760	Common	18.9	Sadia Barrameda, Bell Canyon, CA Control Person
Jennina Chiavetta	Director	Zephyr Cove, NV	1,166,376	Common	3.4%	

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

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. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	Marc Applebaum
Address 1:	Midway Law Firm APC
Address 2:	4275 Executive Sq Ste 200
Phone:	La Jolla, UCA 92037
Email:	marc@midwaylawfirm.com

Accountant or Auditor

Name:	Carolyn Merrill
Firm:	
Address 1:	1892 Winton Rd Ste100
Address 2:	Rochester, NY 92037
Phone:	585-703-8403
Email:	cmerrill11@gmail.com

Investor Relations

Name: None
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] info@wedg.info

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: John Lee
Title: CEO
Relationship to Issuer: Director

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: Carolyn Merrill
Title: Consultant
Relationship to Issuer: CPA

Describe the qualifications of the person or persons who prepared the financial statements:⁵ **CPA**

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.

Kush Inc.		
A Development Stage Company		
CONSOLIDATED BALANCE SHEETS - UNAUDITED		
	May 31, 2024	May 31, 2023
ASSETS		
Current Assets		
Cash and Cash Equivalents	\$ 1,537	\$ 4,206
Investments in Equity Securities, at Fair Value	636,837	1,904,822
Total Current Assets	638,374	1,909,028
Other Assets		
Intangible Asset - Website Domain, net	77,726	92,204
Intangible Asset - Patent, net	17,780	21,113

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.

Investments - at Cost	2,793,507	2,843,507
Goodwill	3,595,765	3,595,765
Total Assets	\$ 7,123,152	\$ 8,461,617
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts Payable and Accrued Expenses	\$ 260,600	\$ 231,567
Due to Related Parties	295,242	296,302
Stock Payable	476,177	495,746
Total Current Liabilities	1,032,019	1,023,615
Stockholders' Equity		
Common Stock - \$0.001 Par; 75,000,000 Shares Authorized, 35,599,583 and 34,524,461 Issued and Outstanding, Respectively	35,600	34,525
Additional Paid-In-Capital	6,945,178	6,917,628
Accumulated Earnings (Deficit)	(889,645)	485,849
Total Stockholders' Equity	6,091,133	7,438,002
Total Liabilities and Stockholders' Equity	\$ 7,123,152	\$ 8,461,617

KUSH INC

(A DEVELOPMENT STAGE COMPANY)

Notes to Consolidated Financial Statements - Unaudited

Note 1: Organization and Basis of Presentation

Weed Growth Fund, Inc., formerly Ovation Research, Inc., (the Company;) is a for profit corporation established under the corporation laws in the State of Nevada United States of America on December 28, 2012.

The Company is in the start-up phase and intends to establish, acquire, oversee and/or operate companies and assets with high growth potential within the industries in which we focus. The Company's primary business to date has been focused on acquiring and overseeing certain companies and intellectual property that we have made investments into that are focused in the hemp, medical marijuana and legal marijuana industries. The Company has received a significant influx of cash and assets from its majority shareholder as discussed below. However, the Company is still a start-up phase company. As such, the Company is subject to all risks inherent to the establishment of a start-up business enterprise.

On September 25, 2014, the Company changed its name to Weed Growth Fund, Inc. with the Nevada Secretary of State and the name change and symbol change to WEDG was approved by FINRA on November 10, 2014.

In September 2014 the Company decided to transition its operations to the establishment and investment in, and the acquisition, operation and management of, intellectual property and business ventures in hemp, medicinal cannabis, legalized cannabis and related industries.

On September 30, 2014, the Company and New Compendium Corporation (NCC) entered into a Contribution Agreement whereby NCC contributed \$100,000 cash to and agreed to contribute its ownership interests in certain operating businesses to the Company in exchange for 5,000,000 shares of the Company's common stock. The Company plans to assist the management of these existing companies with their future growth, expansion (where applicable), management, and to a lesser extent, the operations to maximize the profitability of each business. As of the date of this report the Company has not yet issued these shares. Management has valued these shares to be \$575,000 which are on the balance sheet as stock payable at May 31, 2022 (See Note 10). On October 12, 2022, the Company issued 500,000 shares common stock to pay this debt in full. These shares were valued at \$60,000 or \$0.12 each. A gain of \$515,000 was recorded in the statement of operations for the year ended May 31, 2023 as a result of this transaction.

On October 20, 2014, the Company acquired the domain name Ebola.com for \$50,000 cash and 19,192 shares of the Company's CBDS common stock valued at \$164,000. The Company has developed a comprehensive website on that domain covering the Ebola pandemic. The Company plans to generate advertising revenue through this website during the next fiscal quarter.

KUSH INC

(A DEVELOPMENT STAGE COMPANY)

Notes to Condensed Consolidated Financial Statements - Unaudited

Note 2: Summary of Significant Accounting Policies – continued

Impairment of Long-lived Assets:

The carrying value of intangible assets and other long-lived assets are reviewed on a regular basis for the existence of facts or circumstances that may suggest impairment. The Company recognizes impairment when the sum of the expected undiscounted future cash flows is less than the carrying amount of the asset. Impairment losses, if any, are measured as the excess of the carrying amount of the asset over its estimated fair value. No impairment has been recognized as of this report date.

Net Income (Loss) per Share:

Net income (loss) per share is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding for the period and contains no dilutive securities. Diluted earnings per share reflect the potential dilution of securities that could share in the earnings of the Company. Potentially dilutive shares are excluded from the calculation of diluted net income (loss) per share because the effect is anti-dilutive.

Revenue:

The Company records revenue on the accrual basis when all goods and services have been performed and delivered, the amounts are readily determinable, and collection is reasonably assured.

The company has not generated any revenue since its inception.

Advertising:

The Company will expense its advertising when incurred. There has been no advertising since inception.

Note 3: Recent Accounting Pronouncements

The Company has evaluated all the recent accounting pronouncements through the date the financial statements and believe that none of them will have a material effect on the Company's financial statements.

Note 4: Legal Matters

The Company has a legal issue pending as noted below in Note 8.

KUSH INC

(A DEVELOPMENT STAGE COMPANY)

Notes to Condensed Consolidated Financial Statements - Unaudited

Note 5: New Company Assets

The Company holds a minority position in the form of shares in Hemp, Inc. (HEMP), a publicly traded

company.

The Company invested in the production of a sizzle reel to be produced by Ganja Earth Entertainment LLC. Repayment will be made with a 15% premium upon the successful funding of a pilot episode plus additional incentives for further funding.

The Company purchased the website, www.ebola.com, which it intends to use to generate advertising revenue.

Note 6: Investments

The Company owns shares in various publicly traded companies.

The company owns shares of Cannabis Sativa Inc., (ticker: CBDS). At May 31, 2024 and 2023, the Company owned 294,440 and 295,377 shares, respectively, with a cost basis of \$467,541 and \$467,770, respectively and market values of \$5,830 and \$11,816, respectively.

The Company also owns shares of Bio Adaptives Inc., (ticker: BDPT). At May 31, 2024 and 2023 the Company owned 10,835 shares with a cost basis of \$-0- and market values of \$6 and \$6, respectively.

The Company also owns shares of Direct Equity International Inc., (ticker: DEQI). At May 31, 2024 and 2023, the Company owned 315,500,000 shares respectively, with a cost basis of \$35,301 and market values of \$631,000 and \$1,893,000, respectively.

KUSH INC

(A DEVELOPMENT STAGE COMPANY)

Notes to Condensed Consolidated Financial Statements - Unaudited

Note 7. Intangibles and Goodwill

The Company's intangibles were as follows at May 31, 2024 and 2023:

Website Domains	May 31, 2024	May 31, 2023
Domain Name (Kush)	\$ 3,169	\$ 3,169
Domain Name (Ebola)	214,000	214,000
Total Intangibles – Website Domains	217,169	217,169
Less: Accumulated Amortization (139,443)	(124,965)	
Net Intangible Assets – Website Domain	\$ 77,726	\$ 92,204

Amortization expense for each of the years ended May 31, 2024 and 2023 was \$14,478.

The Company also has a patent in Hemp Silk with a cost basis of \$50,000 with accumulated amortization of \$32,220 and \$28,887 at May 31, 2024 and 2023, respectively. Amortization expense for each of the years ended May 31, 2024 and 2023 was \$3,333.

Goodwill in the amount of \$3,595,765 was recorded as part of the acquisition of Kush Inc., that occurred on April 2, 2020.

Note 8. Investments at Cost

Investments at cost are \$2,793,507 and \$2,843,507 at May 31, 2024 and 2023. These investments are amounts invested in Mendocino Green, Van Vranken Enterprises and North Cal Wood. These companies are all owned by the same person and were given in anticipation of the purchase of controlling interest in these assets. The purchase of these assets are now in litigation as the seller breached the purchase contract. The Company intends to fully pursue this matter until the assets are obtained. During the year ended May 31, 2024, \$50,000 was received from the pending lawsuit.

Note 9. Due to/from Related Parties

Due to related parties consisted of various amounts advanced to the Company by four (4) shareholders of the Company. At May 31, 2024 and 2023 these amounts were \$295,242 and \$296,302, respectively. The Company also owes related parties stock – see Note 10.

KUSH INC

(A DEVELOPMENT STAGE COMPANY)

Notes to Consolidated Financial Statements - Unaudited

Note 10: Stock Payable

At May 31, 2024 and 2023 the Company owed various vendors stock payable of \$40,177 and \$59,746,

respectively. The Company also owes related parties stock in the amount of \$436,000 at May 31, 2024 and 2023.

Note 11: Going Concern

The financial statements and notes have been prepared assuming that the Company will continue as a going concern.

At May 31, 2024, the Company had an accumulated deficit of \$889,645. The Company's ability to continue as a going concern is dependent upon the Company's ability to generate sufficient revenues to operate profitably or raise additional capital through debt financing and/or through sales of common stock or from what will be generated from the Ukiah asset.

The failure to achieve the necessary levels of profitability or obtain the additional funding would be detrimental to the Company.

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, John Lee certify that:

1. I have reviewed this Disclosure Statement for Kush, 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.

9 /30/24

/s/ John Lee

Principal Financial Officer:

I, Cathy Carroll certify that:

1. I have reviewed this Disclosure Statement for Kush, 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.

9/30/24

"/s/ Cathy Carroll