

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines
EDGEMODE CORPORATION F/K/A BUILDABLOCK CORPORATION

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Quarterly Report
For the Period Ending: May 31, 2024(the
“Reporting Period”)

As of May 31, 2024, the number of shares outstanding of our Common Stock was:

165,608,379

As of November 30, 2023, the number of shares outstanding of our Common Stock was:

165,608,379

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 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.

The issuer was incorporated as "Physicians Remote Solutions, Inc." on April 5, 2005. On July 7, 2008, the issuer's name was changed to "HIPSO Multimedia, Inc." On February 24, 2012, the issuer's name was changed to BuildablockCorporation. Finally, on June 30, 2021, the issuer's name was changed to EdgeMode Corporation.

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 issuer was incorporated in the State of Florida and remains in good standing with the State.

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

None.

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

None.

Address of the issuer's principal executive office:

21 Plymstock Road
Devon, United Kingdom PL9 7NX

Address of the issuer's principal place of business:

Check box 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?

Yes: No:

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

On May 9, 2021, Synergy Management Group, LLC was appointed custodian of the Issuer by order of the Circuit Court of the Eleventh Judicial Circuit, Miami-Dade County, Florida. Cause no. 2020-022548-CA-01. Pursuant to such order, the custodian was charged with, among other matters, reinstating the Issuer's corporate charter. The custodianship proceeding remains open as of the date of this report

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer
Phone: 702.361.3033
Email: info@pacificstocktransfer.com
Address: 6725 Via Austi Parkway, Ste 300, Las Vegas, NV 89119

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>BABL</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>12008D108</u>	
Par or stated value:	<u>\$0.00001</u>	
Total shares authorized:	<u>500,000,000</u>	<u>as of date: May 31, 2024</u>
Total shares outstanding:	<u>165,608,379</u>	<u>as of date: May 31, 2024</u>
Total number of shareholders of record:	<u>52</u>	<u>as of date: May 31, 2024</u>

All additional class(es) of publicly quoted or traded securities (if any): None

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:	<u>Special 2021 Series A Preferred</u>	
CUSIP (if applicable):	<u>NA</u>	
Par or stated value:	<u>\$0.00001</u>	
Total shares authorized:	<u>26</u>	<u>as of date: May 31, 2024</u>
Total shares outstanding (if applicable):	<u>26</u>	<u>as of date: May 31, 2024</u>
Total number of shareholders of record (if applicable):	<u>1</u>	<u>as of date: May 31, 2024</u>

Exact title and class of the security:	<u>Special 2021 Series B Preferred</u>	
CUSIP (if applicable):	<u>NA</u>	
Par or stated value:	<u>\$0.00001</u>	
Total shares authorized:	<u>2</u>	<u>as of date: May 31, 2024</u>
Total shares outstanding (if applicable):	<u>0</u>	<u>as of date: May 31, 2024</u>
Total number of shareholders of record (if applicable):	<u>0</u>	<u>as of date: May 31, 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.

Each Common Stock has 1 voting right.,

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

Each shareholder of Special 2021 Series A Preferred Stock is entitled to 60% of all votes including but not limited to common stock and preferred stock and the shares are convertible at one (1) into ten million (10,000,000) common Stock. No dividend or liquidation rights.

Special 2021 Series B Preferred – Shall not have any voting rights. Each one (1) Special 2021 Series B Preferred share is convertible into 2% of outstanding common shares at the date of conversion. Shall not be entitled to dividends.

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

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

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u>			*Right-click the rows below and select “Insert” to add rows as needed.						
Date <u>11/30/2020</u>	Common: <u>165,608,379</u>	Preferred: <u>0</u>							
Date of Transaction	Transaction type (e.g. new issuance, cancellation, Shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of Shares Issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>5/9/2021</u>	<u>New Issuance</u>	<u>26</u>	<u>Special 2021 Series A Preferred</u>	<u>\$1.00</u>	<u>No</u>	<u>Synergy Management Group, LLC</u> Control person: Benjamin Berry	<u>Services rendered as court appointed custodian</u>	<u>Rest.</u>	<u>4(a)(2)</u>
Shares Outstanding on Date of This Report: <u>Ending Balance</u>									
Date <u>6/13/2024</u>	Common: <u>165,608,379</u>	Preferred: <u>26</u>							

² “Public Float” shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a “control person”), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

On or about June 4, 2021, Synergy Management Group, LLC transferred and sold twenty-six (26) shares of the Issuer's Special 2021 Series A Preferred Stock (convertible at one (1) into ten million (10,000,000) common shares) to Ben W. Quick.

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>5/15/2021</u>	<u>\$100,000</u>	<u>\$100,000</u>	<u>\$0</u>	<u>Upon closing of case number 2020-022548-CA-01</u>	<u>The lesser of (i) the average price at which the Maker sells its Common Stock during the sixty (60) days prior to the conversion or (ii) the par value of the Maker's common stock</u>	<u>Peter Smith</u>	<u>Services</u>

On May 15, 2021, the Issuer caused a non-interest-bearing promissory note in the principal amount of \$100,000 to be issued to Synergy Management Group, LLC as consideration for services rendered to the Issuer. The note was subsequently sold to Peter Smith on June 4, 2021. The Note matures upon the closing of the custodianship proceedings, cause number 2020-022548-CA-01. The note is convertible at the lesser of (a) the average price at which the Issuer sells its common stock during the sixty (60) days prior to the conversion or (b) the par value of the Issuer's common stock.

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

No operations

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

None.

C. Describe the issuers' principal products or services.

None.

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.

None.

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.

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Ben W. Quick</u>	Director, Chief Executive Officer, President, Secretary and Majority Stockholder	<u>21 Plymstock Road Devon, United Kingdom PL9 7NX</u>	<u>26</u>	<u>Special 2021 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);

NO

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;

NO

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; or

NO

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

NO

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; or

NO

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.

NO

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

None.

8) Third Party Providers

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

Securities Counsel (must include Counsel preparing Attorney Letters)

Name: Jonathan D. Leinwand
Firm: Jonathan D. Leinwand, P.A.
Address 1: 18305 Biscayne Blvd.
Address 2: Suite 200
Phone: 954-903-7856
Email: jonathan@jdlpa.com

Accountant or Auditor

Name: N/A
Firm: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

Investor Relations

Name: N/A
Firm: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

All other means of Investor Communication:

Twitter: N/A
Discord: N/A
LinkedIn: N/A
Facebook: N/A

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) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: N/A
Firm: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

9) Disclosure & Financial Information

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

Name: Ben W. Quick
Title: CEO & CFO
Relationship to Issuer: Officer

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

- U.S. GAAP
 IFRS

C. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Shoaib Rasool
Title: In-house accountant
Relationship to Issuer: Accountant

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

Provide the financial statements described below 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.

- D. Balance Sheet;
- E. Statement of Income;
- F. Statement of Cash Flows;
- G. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- H. Financial notes; and
- I. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

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

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Ben W. Quick certify that:

1. I have reviewed this Quarterly Report for the Period Ended May 31, 2024, of Buildablock Corporation;
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.

June 13, 2024

/s/ Ben W. Quick

Principal Financial Officer:

I, Ben W. Quick certify that:

1. I have reviewed this Quarterly Report for the Period Ended May 31, 2024, of Buildablock Corporation;
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.

June 13, 2024

/s/ Ben W. Quick

BUILDABLOCK CORPORATION
(A DEVELOPMENTAL STAGE COMPANY)
FINANCIAL STATEMENTS
FOR THE PERIOD ENDED MAY 31, 2024 AND NOVEMBER
30, 2023

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BUILDABLOCK CORPORATION
(A DEVELOPMENTAL STAGE COMPANY)
BALANCE SHEET
AS OF MAY 31, 2024

	May 31, 2024	November 30, 2023
ASSETS		
Current Assets		
Cash & Cash Equivalents	-	-
Accounts Receivable	-	-
Total Current Assets:	-	-
Fixed Assets		
Fixed Assets (Net)		
Intellectual Property	-	-
Total Fixed Assets:	-	-
TOTAL ASSETS	-	-
LIABILITIES & STOCKHOLDER'S EQUITY		
Current Liabilities		
Accounts Payable	21,600	21,600
Notes Payable	-	-
Total Current Liabilities:	21,600	21,600
Long Term Liabilities		
TOTAL LIABILITIES	21,600	21,600
Stockholder's Equity		
Preferred Stock, par value \$0.01, authorized 5,000,000		
Special 2021 Series A, stated value \$1.00, 26 authorized		
26 Issued as of 5/31/2024, 26 Issued as of 11/30/2023	26	26
Common Stock, par value \$0.00001, authorized 500,000,000		
165,608,379 Issued at 5/31/24, 165,608,379 Issued at 11/30/23	1,656	1,656
Additional Paid-In-Capital	2,402,690	2,402,690
Accumulated Earnings (Deficit)	(2,425,972)	(2,425,972)
Total Stockholder's Equity	(21,600)	(21,600)
TOTAL LIABILITIES & STOCKHOLDER'S EQUITY	-	-

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

BUILDABLOCK CORPORATION
(A DEVELOPMENTAL STAGE COMPANY)
STATEMENT OF OPERATIONS
FOR THE PERIOD ENDED MAY 31, 2024 AND MAY 31, 2023

	For the Period Ended	
	May 31, 2024	May 31, 2023
	(\$)	(\$)
Revenue	-	-
Operating Expenses	-	-
Net Income (Loss) From Operations	-	
Other Income (Expenses)	-	-
Net Income (Loss) Before Income Taxes	-	-
Tax Expense	-	-
Net Income (Loss)	-	-
Basic & Diluted Gain (Loss) Per Share	-	-
Weighted Average No. of Shares Outstanding	165,608,379	165,608,379

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

BUILDABLOCK CORPORATION
(A DEVELOPMENTAL STAGE COMPANY)
STATEMENT OF CASH FLOWS
FOR THE QUARTER ENDED MAY 31, 2024 AND MAY 31, 2023

	For the Quarters Ended	
	May 31, 2024	May 31, 2023
	(\$)	(\$)
Cash Flows from Operating Activities		
Net Gain (Loss)	-	-
Accounts Payable	-	-
Adj. to Reconcile Net Cash Used in Operating Activities		
Net Cash Used in Operating Activities	-	-
Cash Flows from Financing Activities		
Proceeds from Sale of Debt Securities	-	-
Proceeds from Sale of Equity Securities	-	-
Net Cash Provided by Financing Activities	-	-
Cash Flows from Investing Activities		
Change in Fixed Assets		
Net Cash Provided by Investing Activities	-	-
Net Increase (Decrease) In Cash	-	-
Cash - Beginning of Period	-	-
Cash - End of Period	-	-

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

BUILDABLOCK CORPORATION
(A DEVELOPMENTAL STAGE COMPANY)
STATEMENT OF STOCKHOLDER'S EQUITY
FOR THE PERIOD ENDED MAY 31, 2024 AND 2023

	<u>Common Stock</u>		<u>Preferred Stock</u>		<u>Additional</u>	<u>Accumulated</u>	<u>Total</u>
	<u>No. of Shares</u>	<u>Par Value</u>	<u>No. of Shares</u>	<u>Par Value</u>	<u>Paid In Capital</u>	<u>Deficit</u>	<u>Stockholder's</u> <u>Deficit</u>
Balance 11/30/2022	<u>165,608,379</u>	<u>\$1,656</u>	<u>26</u>	<u>\$26</u>	<u>\$2,402,690</u>	<u>(\$2,425,972)</u>	<u>(\$21,600)</u>
Net (Loss), 11/30/2023						-	-
Balance 11/30/2023	<u>165,608,379</u>	<u>\$1,656</u>	<u>26</u>	<u>\$26</u>	<u>\$2,402,690</u>	<u>(\$2,425,972)</u>	<u>(\$21,600)</u>
Net Income (Loss), 5/31/2024						-	-
Balance 5/31/2024	<u>165,608,379</u>	<u>\$1,656</u>	<u>26</u>	<u>\$26</u>	<u>\$2,402,690</u>	<u>(\$2,425,972)</u>	<u>(\$21,600)</u>

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

NOTES TO FINANCIAL STATEMENTS

Note 1. Organization, History and Business

The Company was incorporated as “Physicians Remote Solutions, Inc.” The corporate name was changed in July 2008 to “HIPSO Multimedia, Inc.”, and again February 24, 2012, to “Buildablock Corp.” On June 21, 2021, the Company changed its name to EdgeMode Corporation. The Company currently has no operations.

Note 2. Summary of Significant Accounting Policies

Revenue Recognition

Revenue is derived from contracts with our consumers. Revenue is recognized in accordance with ASC 605. As such, the Company identifies performance obligations and recognizes revenue over the period through which the Company satisfies these obligations. Any contracts that by nature cannot be broken down by specific performance criteria will recognize revenue on a straight line basis over the contractual term of period of the contract.

Accounts Receivable

Accounts receivable is reported at the customers’ outstanding balances, less any allowance for doubtful accounts. Interest is not accrued on overdue accounts receivable.

Allowance for Doubtful Accounts

An allowance for doubtful accounts on accounts receivable is charged to operations in amounts sufficient to maintain the allowance for uncollectible accounts at a level management believes is adequate to cover any probable losses. Management determines the adequacy of the allowance based on historical write-off percentages and information collected from individual customers. Accounts receivable are charged off against the allowance when collectability is determined to be permanently impaired.

Stock Based Compensation

When applicable, the Company will account for stock-based payments to employees in accordance with ASC 718, “Stock Compensation” (“ASC 718”). Stock-based payments to employees include grants of stock, grants of stock options and issuance of warrants that are recognized in the consolidated statement of operations based on their fair values at the date of grant.

The Company accounts for stock-based payments to non-employees in accordance with ASC 505-50, “Equity-Based Payments to Non-Employees.” Stock-based payments to non-employees include grants of stock, grants of stock options and issuances of warrants that are recognized in the consolidated statement of operations based on the value of the vested portion of the award over the requisite service period as measured at its then-current fair value as of each financial reporting date.

The Company calculates the fair value of option grants and warrant issuances utilizing the Binomial pricing model. The amount of stock-based compensation recognized during a period is based on the value of the portion of the awards that are ultimately expected to vest. ASC 718 requires forfeitures to be estimated at the time stock options are granted and warrants are issued to employees and non-employees, and revised, if necessary, in subsequent periods if actual forfeitures differ from those estimates. The term “forfeitures” is distinct from “cancellations” or “expirations” and represents only the unvested portion of the surrendered stock option or warrant. The Company estimates forfeiture rates for all unvested awards when calculating the expense for the period. In estimating the forfeiture rate, the Company monitors both stock option and warrant exercises as well as employee termination patterns. The resulting stock-based compensation expense for both employee and non-employee awards is generally recognized on a straight-line basis over the period in which the Company expects to receive the benefit, which is generally the vesting period.

Loss per Share

The Company reports earnings (loss) per share in accordance with ASC Topic 260-10, “Earnings per Share.” Basic earnings (loss) per share is computed by dividing income (loss) available to common shareholders by the weighted average number of common shares available. Diluted earnings (loss) per share is computed similar to basic earnings (loss) per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. Diluted earnings (loss) per share has not been presented since there are no dilutive securities.

Cash and Cash Equivalents

For purpose of the statements of cash flows, the Company considers cash and cash equivalents to include all stable, highly liquid investments with maturities of three months or less.

Concentration of Credit Risk

The Company primarily transacts its business with one financial institution. The amount on deposit in that one institution may from time to time exceed the federally-insured limit.

Use of Estimates

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

Business segments

ASC 280, “*Segment Reporting*” requires use of the “*management approach*” model for segment reporting. The management approach model is based on the way a company’s management organizes segments within the company for making operating decisions and assessing

performance. The Company determined it has one operating segment as of May 31, 2024.

Income Taxes

The Company accounts for its income taxes under the provisions of ASC Topic 740, "Income Taxes." The method of accounting for income taxes under ASC 740 is an asset and liability method. The asset and liability method requires the recognition of deferred tax liabilities and assets for the expected future tax consequences of temporary differences between tax bases and financial reporting bases of other assets and liabilities.

Recent Accounting Pronouncements

The Company continually assesses any new accounting pronouncements to determine their applicability to the Company. Where it is determined that a new accounting pronouncement affects the Company's financial reporting, the Company undertakes a study to determine the consequence of the change to its financial statements and assures that there are proper controls in place to ascertain that the Company's financials properly reflect the change. The Company currently does not have any recent accounting pronouncements that they are studying and feel may be applicable.

Note 3. Income Taxes

Deferred income tax assets and liabilities are computed annually for differences between financial statement and tax bases of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. Income tax expense is the tax payable or refundable for the period plus or minus the change during the period in deferred tax assets and liabilities. On an interim basis, the Company has a net operating loss carryover of zero (\$0.00) available to offset future income for income tax reporting purposes.

The Company adopted the provisions of ASC 740-10-50, formerly FIN 48, and "Accounting for Uncertainty in Income Taxes". The Company had no material unrecognized income tax assets or liabilities as of May 31, 2024.

The Company's policy regarding income tax interest and penalties is to expense those items as general and administrative expense but to identify them for tax purposes. During the period ending May 31, 2024, there were no income tax, or related interest and penalty items in the income statement, or liabilities on the balance sheet. The Company files income tax returns in the U.S. federal jurisdiction and Delaware state jurisdiction. We are not currently involved in any income tax examinations.

Note 4. Related Party Transactions

None as of our balance sheet date.

Note 5. Stockholders' Equity Common Stock

As of May 31, 2024, the Company had 165,608,379 shares of common stock issued and outstanding.

The holders of the Company's common stock are entitled to one vote per share of common stock held.

Preferred Stock

As of May 31, 2024, the Company had 26 shares of preferred stock issued and outstanding.

The holders of the Company's common stock are entitled to 10,000,000 votes per share of common stock held.

Note 6. Commitments and Contingencies

Commitments:

The Company currently has no long-term commitments as of our balance sheet date.

Contingencies:

None as of our balance sheet date.

Note 7 – Net Income (Loss) Per Share

The Company recorded no income / loss for the period ending May 31, 2024.

Note 8. Notes Payable

None.

Note 9. Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. Currently, the Company has no operating history and has incurred operating losses, and as of May 31, 2024, the Company had a working capital deficit and an accumulated deficit. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management believes that the Company's capital requirements will depend on

many factors including the success of the Company's development efforts and its efforts to raise capital. Management also believes the Company needs to raise additional capital for working capital purposes. There is no assurance that such financing will be available in the future. The conditions described above raise substantial doubt about our ability to continue as a going concern. The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

CERTIFICATION

I, Ben Quick, President hereby certify that I have prepared the accompanying unaudited financial statements and notes hereto, and that these financial statements and accompanying notes present fairly, in all material respects, the financial position of the issuer and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied.

/s/ Ben Quick

Ben Quick, President

Dated: June 13, 2024