I-PASS Patient Safety Institute, Inc.

Financial Statements

Period from April 22, 2016 (inception) to December 31, 2016 and Year ended December 31, 2017

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Contents

I-PASS Patient Safety Institute, Inc.
Balance Sheets

		December 31, 2017		December 31, 2016
Current assets:				
Cash and cash equivalents	$	133,747	$	1,072,883
Accounts receivable		5,000		-
Prepaid expenses		8,904		6,673
Total current assets		147,651		1,079,556
Property and equipment:				
Cost		9,145		2,167
Accumulated Depreciation		(1,957)		(89)
		7,188		2,078
Security deposits		18,942		-
Trademark		99,104		50,694
Total Assets	$	272,885	$	1,132,328
Current liabilities:				
Accounts payable and accrued expenses	$	39,188	$	127,540
Deferred revenue		123,556		11,310
Convertible promissory notes and accrued interest		-		201,844
Total current liabilities		162,744		340,694
Stockholders' equity:				
Series A Preferred stock; $0.0001 par value; 282,769 shares authorized; 175,415 shares issued and outstanding (liquidation preference of $1,499,991)		1,499,991		1,298,147
Series B Preferred stock; $0.0001 par value; 119,283 shares authorized; no shares issued and outstanding (liquidation preference of $0)		-		-
Common stock; $0.0001 par value; 1,228,969 shares authorized; 864,272 shares issued and outstanding		86		84
Additional paid in capital		257,572		168,497
Accumulated deficit		(1,647,508)		(675,094)
Total stockholders' equity		110,141		791,634
Total liabilities and stockholders' equity	$	272,885	$	1,132,328

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

I-PASS Patient Safety Institute, Inc.
Income Statements

		Year ended December 31, 2017		Period from April 22, 2016 (inception) to December 31, 2016
Revenue	$	232,804	$	-
Cost of sales		152,547		2,167
Gross margin		80,257		(2,167)
Operating expenses:				
Research and development		260,657		348,240
Sales and marketing		563,488		187,590
General and administrative		228,535		128,929
Total operating expenses		1,052,680		664,759
Operating loss		(972,423)		(666,926)
Interest income (expense), net		9		(8,168)
Net loss	$	(972,414)	$	(675,094)

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

I-PASS Patient Safety Institute, Inc.

Statements of Changes in Stockholders' Equity

Period from April 22, 2016 (inception) to December 31, 2016 and Year ended December 31, 2017

	Series A Preferred Stock		Series B Preferred Stock		Common Stock				
	# Shares	**Par Value**	**# Shares**	**Par Value**	**# Shares**	**Par Value**	**Additional Paid in Capital**	**Net Loss**	**Total**
April 22, 2016 (inception)	-	$ -	-	$ -	-	$ -	$ -	$ -	$ -
Issuance of common stock to founders	-	-	-	-	810,000	81	137,619	-	137,700
Issuance of common stock for trademark	-	-	-	-	27,136	3	46,692	-	46,695
Issuance of Series A Preferred Stock	127,978	1,094,329	-	-	-	-	-	-	1,094,329
Conversion of promissory notes and accrued interest into Series A Preferred Stock	23,834	203,818	-	-	-	-	-	-	203,818
Costs incurred with the issuance of stock	-	-	-	-	-	-	(15,814)	-	(15,814)
Net loss	-	-	-	-	-	-	-	(675,094)	(675,094)
December 31, 2016	**151,812**	**1,298,147**	**-**	**-**	**837,136**	**84**	**168,497**	**(675,094)**	**791,634**
Issuance of common stock for trademark	-	-	-	-	27,136	2	46,693	-	46,695
Conversion of promissory notes and accrued interest into Series A Preferred Stock	23,603	201,844	-	-	-	-	-	-	201,844
Costs incurred with the issuance of stock	-	-	-	-	-	-	(11,884)	-	(11,884)
Stock-based compensation	-	-	-	-	-	-	54,266		54,266
Net loss	-	-	-	-	-	-	-	(972,414)	(972,414)
December 31, 2017	**175,415**	**$1,499,991**	**-**	**$ -**	**864,272**	**$ 86**	**$ 257,572**	**$ (1,647,508)**	**$ 110,141**

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

I-PASS Patient Safety Institute, Inc.
Statements of Cash Flows

	Year ended December 31, 2017	Period from April 22, 2016 (inception) to December 31, 2016
Cash flows from operating activities:		
Net loss	$ (972,414)	$ (675,094)
Adjustments to reconcile net loss to net cash used in operating activities:		
Share-based compensation	54,266	137,700
Interest expense	-	8,168
Depreciation expense	1,868	89
Changes in operating assets and liabilities:		
Accounts receivable	(5,000)	-
Prepaid expenses	(2,231)	(6,673)
Security deposits	(18,942)	-
Accounts payable and accrued expenses	(88,352)	127,540
Deferred revenue	112,246	11,310
Net cash used in operating activities	**(918,559)**	**(396,960)**
Cash flows from investing activities:		
Purchase of property and equipment	(6,978)	(2,167)
Trademark costs	(1,715)	(3,999)
Net cash used in investing activities	**(8,693)**	**(6,166)**
Cash flows from financing activities:		
Issuance of convertible notes	-	397,494
Issuance of Series A Preferred Stock	-	1,094,329
Costs incurred with the issuance of stock	(11,884)	(15,814)
Net cash generated from (used by) financing activities	**(11,884)**	**1,476,009**
Net change in cash and cash equivalents	(939,136)	1,072,883
Cash and cash equivalents at beginning of period	1,072,883	-
Cash and cash equivalents at end of period	**$ 133,747**	**$ 1,072,883**
Supplemental Disclosure of Non-Cash Financing Activities:		
Conversion of convertible notes and accrued interest to Series A Preferred Stock	**$ 201,844**	**$ 203,818**
Issuance of common stock for trademark	**$ 46,695**	**$ 46,695**

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

A. Description of Business

I-Pass Patient Safety Institute, Inc. (the "Company") was incorporated in the State of Delaware on April 22, 2016 ("Inception"). The Company provides software as a service ("SaaS") and professional services that provide hospitals with resources to enable their implementation of the I-PASS handoff method ("I-PASS"). I-PASS is an evidence-based bundle of interventions created to reduce communication failures during patient handoffs, thus improving patient safety. The Company is headquartered in Massachusetts, and its fiscal year ends on December 31.

Basis of Presentation

The Company is subject to risks common to companies in similar stages of development, including but not limited to, the need for successful market development, dependence on key personnel, fluctuations in operating results and its ability to obtain additional financing. The Company has incurred a net loss during the period from Inception through 2017, and as of December 31, 2017 had an accumulated deficit of $1,647,508. The Company's future is dependent upon its ability to achieve cash flow positive operations, raise additional financing, or both. The accompanying financial statements have been prepared assuming that the Company will continue as a going concern.

B. Summary of Significant Accounting Policies

1. <u>Concentrations of credit risk and significant customers</u> - The Company's financial instruments that are exposed to concentrations of credit risk consist primarily of cash and cash equivalents. The Company's deposits, at times, may exceed federally insured limits.

2. <u>Cash and cash equivalents</u> - For purposes of financial statement presentation, the Company considers all highly liquid instruments with maturities of three months or less to be cash equivalents.

3. <u>Property and equipment and depreciation</u> - Property and equipment are recorded at cost, less accumulated depreciation. Depreciation is computed using straight-line method over the estimated useful lives of the assets, generally three years. Depreciation expense for the year ended December 31, 2017 and the period ended December 31, 2016 was $1,868 and $89, respectively.

   The Company reviews long-lived assets, including property and equipment, for impairment annually or whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If the total of the expected future undiscounted cash flows is less than the carrying amount of the asset, impairment is recognized for the difference between the fair value and carrying value of the asset. To date, the Company believes that no impairments have occurred.

4. Income taxes - Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates in effect for the year 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 rate is recognized in income in the period that includes the enactment date. Valuation allowances are established when necessary to reduce deferred tax assets to the amounts more likely than not to be realized.

   Under generally accepted accounting principles ("GAAP") the Company must recognize and disclose in its financial statements a liability for any uncertain tax reporting positions it has taken or expects to take when, despite the Company's belief that its tax return positions are supportable, it is possible that certain positions may not be fully sustained upon review by tax authorities. To the extent that the final tax outcome of these matters is different than the amounts recorded, such differences impact income tax expense in the period in which such determination is made. Interest and penalties, if any, related to accrued liabilities for potential tax assessments are included in income tax expense.

5. Revenue recognition - The Company's revenue is generated from subscription revenues professional services. Subscription revenues are comprised of subscription fees from customers accessing the Company's SaaS offerings. Professional services include both the Company's clinical team's process and implementation expertise and oversight along with its project management team's implementation services.

   The Company commences revenue recognition when all of the following conditions are satisfied:
   - There is persuasive evidence of an arrangement;
   - The service has been or is being provided to the customer;
   - The collection of the fees is reasonably assured; and
   - The amount of fees to be paid by the customer is fixed or determinable

   Subscription revenues are recognized ratably over the contract terms beginning on the date that the Company's service is made available to customers. Amounts that have been invoiced are recorded in accounts receivable and in deferred revenue or revenue, depending on whether the revenue recognition criteria have been met.

   Professional services revenues are recognized as the services are performed, provided that the services are determined to be a separate unit of accounting from any other deliverables in a given arrangement. Professional services that are included as a part of a multi-element arrangement are analyzed to determine the appropriate revenue recognition method, as described below.

5. Revenue recognition (continued) - The Company analyzes each multiple element arrangement, and identifies each deliverable in the arrangement, in order to determine the applicable revenue recognition method. If the delivered items in a multiple element arrangement have stand-alone value to the customer upon delivery, the Company accounts for each deliverable separately. If the delivered items in the arrangement do not have stand-alone value to the customer upon delivery, the Company accounts for the delivered and undelivered items as a single unit of accounting.

6. Deferred revenue - Deferred revenue consists primarily of payments received or invoices issued in advance of revenue recognition from subscription services described above and is recognized as the revenue recognition criteria are met.

7. Use of estimates - The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Significant estimates included in the financial statements include revenue earned under long-term contracts, and the estimated useful lives and recoverability of property and equipment and intangible assets. Actual results could differ from those estimates.

8. Sales taxes - Sales taxes, when charged to customers, are remitted directly to the applicable states. The Company's accounting policy is to exclude the sales taxes charged, collected and remitted to the various states from revenues and cost of sales.

9. Research and development costs - Research and development costs consist of salaries and related expenses as well as external consulting expenses incurred in the development of the Company's platform to deliver the subscription service. The Company expenses research and development costs as incurred. For the year ended December 31, 2017 and the period ended December 31, 2016 these costs were $260,657 and $348,240, respectively.

10. Fair value of financial instruments - Financial instruments including cash equivalents, accounts receivable, accounts payable, and convertible notes and accrued interest are carried in the financial statements at amounts that approximate their fair value based on the short-term maturities of those instruments.

11. Share-based compensation - The Company accounts for stock-based compensation arrangements in accordance with GAAP, which requires entities to recognize compensation expense for awards of equity instruments to employees and non-employees based on the grant-date fair value of those awards (with limited exceptions), measured using either current market data or an established option-pricing model over the requisite service period.

C. Trademark

The Company entered into an exclusive license arrangement with Boston Children's Hospital ("BCH") in December 2016 for the use of the "I-PASS" trademark in connection with handoffs in a clinical setting (the "License Agreement"). The Company has the exclusive right to use the trademark in the defined territory for an initial period of 48 months (the "Initial Period"). If the eligible sales, as defined in the agreement, exceed a defined amount over the Initial Period; the term is automatically extended for an additional 48-month period (the "Second Period"). If the eligible sales exceed a defined amount in the Second Period, the exclusive license will be extended until such time as the License Agreement is terminated or the license becomes non-exclusive as provided in the License Agreement.

As consideration for the License Agreement, the Company paid an initial fee of $4,000 and is responsible for payments for ongoing costs and expenses for maintaining the intellectual property. In 2017, the Company incurred $1,715 for ongoing costs to maintain the intellectual property. The trademark was issued by the United States Patent and Trademark office on October 17, 2017 (the "Trademark Date"). The Company owed royalties to BCH on eligible sales and sub-licensee net sales at a rate of 2% for sales made prior to the Trademark Date and owes 4% of the eligible sales and sub-licensee net sales for sales made after the Trademark Date. In the year ended December 31, 2017 and the period ended December 31, 2016, the Company expensed $10,819 and $226, respectively, for these royalties; the amount expensed in 2017 has been included in accrued expenses on the accompanying December 31, 2017 balance sheet and was paid to BCH in February 2018. In the event the License Agreement after the Trademark Date becomes non-exclusive, the royalty rates owed will be reduced by 50%. The Company will also owe to BCH 25% of all amounts received by the licensee or its affiliates for the permitted rights granted under each sub-licensee.

In addition to the cash royalties, the Company issued 27,136 shares of common stock to BCH upon the consummation of the License Arrangement in 2016 and issued an additional 27,136 shares of common stock dated as of the Trademark Date.

D. Convertible Promissory Notes

The Company issued convertible promissory notes for an aggregate principal amount of $397,492 during the period ended December 31, 2016. Those convertible promissory notes, plus interest accrued at an annual rate of 8.0% are convertible into shares of the Company's convertible Series A Preferred Stock. During the period ended December 31, 2016, interest accrued on the convertible promissory notes was $8,168. In November 2016, $203,818 of the convertible promissory notes and accrued interest was converted into 23,834 shares of convertible Series A Preferred Stock. The remaining $201,844 of convertible promissory notes and accrued interest was converted into 23,603 shares of convertible Series A Preferred Stock in January 2017.

E. Capital Structure

The Company has authorized a total of 1,631,021 shares of capital stock as of December 31, 2017, consisting of 1,228,969 shares of common stock, 282,769 shares of Series A Seed Convertible Preferred Stock ("Series A Preferred Stock") and 119,283 shares of Series B Seed Convertible Preferred Stock ("Series B Preferred Stock"). The Series A Preferred Stock and Series B Preferred Stock are collectively the "Preferred Stock".

Common Stock

As of December 31, 2017, 864,272 shares of common stock were issued and outstanding, of which 70,000 shares represented unvested restricted common stock.

Series A Preferred Stock

As of December 31, 2017, 175,415 shares of Series A Preferred Stock were issued and outstanding. Subsequent to December 31, 2017, in February 2018, an additional 9,939 shares of Series A Preferred Stock were issued. The rights, preferences and privileges of the Series A Preferred Stock are as follows:

Voting. Each holder of Series A Preferred Stock is entitled to vote along with holders of common stock, based on the number of shares into which the Series A Preferred Stock is convertible. Certain matters require a vote of the combined total shareholders who hold shares with voting rights, on an as converted basis, and certain matters require the affirmative vote of both the total shareholders who hold shares with voting rights, on an as converted basis, and also require the vote of the holders of Series A Preferred Stock.

Dividends. The holders of Series A Preferred Stock are entitled to dividends along with the holders of the Series B Preferred Shares, pari passu, when and if declared by the Company's Board of Directors. As of December 31, 2017, the Board of Directors has not declared any dividends.

Liquidation Preference. In the event of any voluntary or involuntary liquidation of the Company, the holders of Series A Preferred Stock, along with the holders of the Series B Preferred Shares, pari passu, shall be entitled to be paid out the net assets of the Company, up to the liquidation preference, before any payment shall be made to the holders of common stock. The remaining assets, if any, shall be then distributed to all shareholders of the Company, based on the number of shares of common stock that are outstanding, or would be outstanding had the Preferred Stock converted into common stock. The aggregate liquidation preference of the Series A Preferred Stock outstanding is $1,499,991 as of December 31, 2017.

Conversion. The Series A Preferred Stock is convertible into common stock, automatically upon an initial public offering of the Company's common stock, or upon the change of control of the Company at the conversion rate then in effect, which is currently one share of common stock for each share of preferred stock.

Transferability. The shares of Series A Preferred Stock are transferable subject, other than in defined circumstances such as when shares are transferred into a trust or similar reason, to a right of first refusal of the Company, certain holders of common stock and the other holders of Series A Preferred Stock. Additionally, certain holders of common stock and the other holders of Series A Preferred Stock shall have right of cosale with respect to such transfers. The shares of Series A Preferred Stock are subject to a drag along in the event of a sale of the Company.

Redemption. The Series A Preferred Stock is not redeemable.

Information Rights. The holders of Series A Preferred Stock are entitled to receive limited information from the Company, including a semi-annual report on the business and financial results.

Series B Preferred Stock

As of December 31, 2017, no shares of Series B Preferred Stock were issued and outstanding. Subsequent to December 31, 2017, in February 2018, 16,611 shares of Series B Preferred Stock were issued. The rights, preferences and privileges of the Series B Preferred Stock are as follows:

Voting. Each shareholder of Series B Preferred Stock has no voting rights.

Dividends. The holders of Series B Preferred Stock are entitled to dividends along with the holders of the Series A Preferred Shares, pari passu, when and if declared by the Company's Board of Directors. As of December 31, 2017, the Board of Directors has not declared any dividends.

Liquidation Preference. In the event of any voluntary or involuntary liquidation of the Company, the holders of Series B Preferred Stock, along with the holders of the Series A Preferred Shares, pari passu, shall be entitled to be paid out the net assets of the Company, up to the liquidation preference, before any payment shall be made to the holders of common stock. The remaining assets, if any, shall be then distributed to all shareholders of the Company, based on the number of shares of common stock that are outstanding, or would be outstanding had the Preferred Stock converted into common stock. The aggregate liquidation preference of the Series B Preferred Stock outstanding is $0 as of December 31, 2017.

Conversion. The Series B Preferred Stock is convertible into common stock, automatically upon an initial public offering of the Company's common stock, or upon the change of control of the Company at the conversion rate then in effect, which is currently one share of common stock for each share of Preferred Stock.

Transferability. The shares of Series B Preferred Stock are not transferable other than in defined circumstances such as when shares are transferred into a trust or similar reason.

Redemption. The Series B Preferred Stock is not redeemable.

Information Rights. The holders of Series B Preferred Stock are entitled to receive limited information from the Company, including a semi-annual report on the business and financial results.

Restricted Stock

On June 9, 2016 the Company issued 600,000 shares of common stock to a related party, for services and other consideration rendered to the Company. The value of the shares at the date of the issuance was $0.17 per share and the total expense recognized was $102,000.

On June 9, 2016 through June 28, 2016 (each date being an "Issuance Date"), the Company entered into Restricted Stock Agreements ("RSAs") with certain employees and consultants for the issuance of a total of 210,000 shares of common stock. Each RSA contains restrictions on the transfer of the shares of common stock. These shares were valued at a price of $0.17, which was the per share value at the Issuance Dates. The RSAs contain repurchase options whereby if the employee or consultant relationship with the Company terminates for any reason, the Company will repurchase any unvested shares at the original price per share paid by the employee for such shares.

A total of 69,999 shares of the restricted stock vested on the Issuance Dates, and 70,001 shares vested at the respective anniversary of the Issuance Dates in June 2017. The remaining 70,000 unvested shares are scheduled to vest on the respective June 2018 anniversary of the Issuance Dates.

Compensation expense for restricted shares is recognized over the requisite service period. Of the 210,000 shares granted, 125,000 shares were granted to an employee. The total compensation expense to be recognized for these shares will be $21,250 of which approximately $7,027 and $10,710 has been recognized as an expense for the year ended December 31, 2017 and the period ending December 31, 2016, respectively. The remaining expense will be recognized over the service period in 2018.

The other restricted stock grants were to non-employees whereby the expense related to the shares is recognized at each reporting period. The expense for shares issued to non-employees is determined by multiplying the value of the share at the end of the reporting period by the number of shares that have been earned. The non-employees were granted a total of 85,000 shares. The expense for these shares for the year ended December 31, 2017 and the period from the date of the grants to December 31, 2016 is $28,025 and $24,990, respectively. Future expense for these non-employee shares will be determined at each reporting period.

Stock Option Plan

During 2016 the Company's Board of Directors approved the 2016 Equity Incentive Plan (the "Plan"). The Plan authorizes the grant of options to purchase up to 70,000 shares of common stock. The pricing of stock options is determined by the Board of Directors. Options granted under the plan will be subject to vesting terms as determined by the Board of Directors and expire no later than ten years from the date of grant.

No stock options were granted in 2016. The following table summarizes the activity of the Company's stock options for the year ended December 31, 2017:

	Shares	Weighted Average Exercise Price	Weighted Average Remaining Contractual Term (Years)
Outstanding, December 31, 2016	-	$ -	-
Granted	46,750	1.72	
Forfeited	(9,375)	1.72	
Outstanding, December 31, 2017	37,375	$ 1.72	9.1
Exercisable, December 31, 2017	25,078	$ 1.72	9.1

The Company calculates the value of stock options using the black-scholes method. The 2017 grants assumed the following assumptions: a volatility rate of 43.6%, a risk-free interest rate of 1.9%, a dividend rate of 0.0%, and expected lives ranging from 5.5 to 6.3 years. The weighted average grant-date fair value of options granted during 2017 was $0.82.

The fair value of options recorded as compensation expense for the year ended December 31, 2017 was $19,214, net of estimated forfeitures. As of December 31, 2017, there was $10,197 of unrecognized compensation cost for stock options that had not yet vested. The cost is expected to be recognized over a weighted average period of 1.4 years.

F. Income Taxes

The Company did not provide for a current or deferred provision for or benefit from federal or state income taxes during the period ended December 31, 2016 or the year ended December 31, 2017.

Although the outcome of tax audits is always uncertain, management has analyzed the Company's tax positions taken for all open tax years and has concluded that no liability from uncertain tax positions is required in the Company's financial statements.

On December 22, 2017, the President of the United States signed into law the Tax Cuts and Jobs Act ("TCJA") tax reform legislation. This legislation makes significant changes in U.S. tax law including a reduction in the corporate tax rates, changes to net operating loss carryforwards and carrybacks, and a repeal of the corporate alternative minimum tax. The legislation reduced the U.S. corporate tax rate from the current rate of 35% down to 21% starting on January 1, 2018.

As of December 31, 2017, the Company has federal and state net operating loss carryforwards of approximately $1,535,000, which results in a deferred tax asset of approximately $445,000. These net operating losses begin to expire in 2036. The Company also has federal and state R&D tax credits of approximately $12,000, which expire at various dates between 2031 and 2037. The Company has provided a valuation allowance for the full amount of its deferred tax assets since realization of any future benefit from deductible temporary differences and net operating loss and tax credit carry-forwards cannot be sufficiently assured.

The Company has provided a valuation allowance of approximately $457,000 for the full amount of its net deferred tax assets since realization of any future benefit from deductible temporary differences and net operating loss and tax credit carryforwards cannot be sufficiently assured. Under provisions of the Internal Revenue Code Section 382, certain substantial changes in the Company's ownership may limit the amount of net operating loss carryforwards which can be utilized to offset future taxable income.

G. Commitments and Contingencies

In 2016, the Company leased it facility under a non-cancelable lease which expired in March 2017. In February 2017, the Company entered into a non-cancelable lease arrangement that commences on April 1, 2017 and runs through April 30, 2019. This lease requires minimum lease payments and the lease contains a provision whereby the lessor will abate one month of rent on the new space along with an allowance of $8,795 to be used for leasehold improvements, provided the Company fulfills all of its obligations. Should the Company default on the lease resulting in its termination; the Company will be liable for the unamortized portion of all sums previously abated.

Total rent expense for the year ended December 31, 2017 and the period ended December 31, 2016 was $52,845 and $30,161, respectively.

Future minimum lease payments for years ending December 31, are as follows:

2018	$ 53,201
2019	17,883
Total	$ 71,084

H. Concentrations

The Company maintains cash in bank deposit accounts that, at times, exceed federally insured limits. The Federal Deposit Insurance Corporation ("FDIC") provides a $250,000 guarantee per depositor for accounts held at insured banks. At December 31, 2017, the Company had $133,747 of cash or cash equivalents held in a commercial bank. Management believes that the Company is not exposed to significant credit risk in these accounts.

I. Subsequent Events

The Company has evaluated all subsequent events through April 13, 2018, the date the financial statements were available to be issued.

In February 2018, the Company issued 9,939 shares of Series A Preferred Stock and 16,611 shares of Series B Preferred Stock for aggregate gross proceeds of $224,039.