Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

VIZCONNECT,Inc

(a Nevada corporation)

91 Auburn Street
Suite J-#289
Portland Maine 04103

855-849-2666
www.vizconnect.com
pcooleen@vizconnect.com

8748 / 874800
Annual Report
For the Period Ending: 12/31/2023
(the "Reporting Period")

Outstanding Shares
The number of shares outstanding of our Common Stock was:

4,771,752.860 as of December 31, 2022

4,421,129,070 as of December 31, 2021

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control
Indicate by check mark whether a Change in Control[1] 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 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.

NA

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):

State of Nevada is active

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

NA

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

NA

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

91 Auburn Street Portland ME 04103

The address(es) 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: X Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Securities Transfer Corporation
Phone: (469) 633-0101
Email: JStackhouse@stctransfer.com
Address: 2901 N. Dallas Parkway, Suite 380

Plano, Texas 75093

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: VIZC
Exact title and class of securities outstanding: Common Stock
CUSIP: 92856B206
Par or stated value: $0.00001
Total shares authorized: 5,000,000,000 as of date: 28 March 2023
Total shares outstanding: 4,771,752,860 as of date: 28 March 2023
Total number of shareholders of record: 80 as of date:

Other classes of authorized or outstanding equity securities:

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

Exact title and class of the security: Series A Preferred
CUSIP (if applicable): N/A
Par or stated value: $0.00001
Total shares authorized: 3 shares as of date: 28 March 2023
Total shares outstanding (if applicable): 3 shares as of date: 28 March 2023
Total number of shareholders of record (if applicable): 5 as of date: 28 March 2023

Exact title and class of the security: Series B Preferred
CUSIP (if applicable): N/A
Par or stated value: $0.00001
Total shares authorized: 10,000,000 as of date: 28 March 2023
Total shares outstanding (if applicable): -0- as of date: 28 March 2023
Total number of shareholders of record (if applicable): -0- as of date:

Exact title and class of the security: Series C Preferred
CUSIP (if applicable): N/A
Par or stated value: $0.00001
Total shares authorized: 10,000,000 as of date: 28 March 2023
Total shares outstanding (if applicable): -0- as of date: 28 March 2023
Total number of shareholders of record (if applicable): -0- as of date

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.**
   No unusual rights and no preferences. Voting is one vote per share

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

Only shares of Series A are issued.
Series A:
Dividends: No dividends.
Voting: Each share votes the number of shares of common stock issued and outstanding.
Conversion: No righto convert.
Liquidation: No liquidation rights.
Redemption: No right to redeem.
Sinking fund: No provision.

Series B:
Dividends: Right to receive dividends on equal basis with common stock.
Voting: Each share has 10 votes per share.
Conversion: Each share converts into 100,000 shares of common.
Liquidation: Preference equal to $1.00 per share for first $100,000; then, $0.007 per share.
Redemption: No right to redeem.
Sinking fund: No provision.

Series C:
Dividends: Right to receive dividends on equal basis with common stock.
Voting: Each share has one vote per share.
Conversion: Each share converts into 500 shares of common.
Liquidation: Preference equal to $1.00 per share for first $100,000; then, $0.007 per share.
Redemption: No right to redeem.
Sinking fund: No provision.

3. **Describe any other material rights of common or preferred stockholders.**
None

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**
None

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:
No: ☐ Yes: X (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year		
		Opening Balance
Date: December 31, 2020	Common:	3,116,216,692
	Preferred Stock A:	0
	Preferred Stock B:	0
	Preferred Stock C:	0

Date of Transaction	Transaction type (e.g new issurance, cancellation, shared returned to treasury)	Number of Shares issued (or cancelled)	Class of Securities	Values of shares issued ($/shares) at issuance	Were the shares issued at a discount to market price at the time of issuance (Yes/No)	Indivdual/Entity Shares wered issued to (entries must have indivdual with voting/investment control disclosed	Reasons for shares issuance(e.g for cash or debt conversion- OR- Nature of Services Provided	Restricted or Unrestriced as of this filing:	Exemption of Registration Type
1/9/2021	New Issurance	150,000,000	Common	$ 0.0001	Yes	Loni Gravier	For Cash	Restricted	§4(a)(2)
1/26/2021	New Issurance	100,000,000	Common	$ 0.0001	Yes	Arthur Larocque	For Cash	Restricted	§4(a)(2)
3/11/2021	New Issurance	40,000,000	Common	$ 0.0001	Yes	Jeff Siekierski	For Cash	Restricted	§4(a)(2)
3/11/2021	New Issurance	50,000,000	Common	$ 0.0001	Yes	Frank Grade	For Cash	Restricted	§4(a)(2)
3/22/2021	New Issurance	200,000,000	Common	$ 0.0001	Yes	Richard Crews	For Cash	Restricted	§4(a)(2)
7/8/2021	New Issurance	50,000,000	Common	$ 0.0001	Yes	Angelo Coppola	For Cash	Restricted	§4(a)(2)
8/18/2021	New Issurance	200,000,000	Common	$ 0.0001	Yes	James Albert	For Cash	Restricted	§4(a)(2)
8/29/2021	New Issurance	250,000,000	Common	$ 0.0001	Yes	Clint Mackeen	For Cash	Restricted	§4(a)(2)
9/30/2021	New Issurance	63,788,329	Common	$ 0.00145	Yes	JSJ Investment Inc (Sameer Hirji	Debt Conversion	Unrestricted	§4(a)(2)
10/4/2021	New Issurance	92,801,139	Common	$ 0.0001	Yes	Coventry Enterprises LLC (Jack Bodenstein)	Debt Conversion	Unrestricted	§4(a)(2)
10/8/2021	New Issurance	32,000,000	Common	$ 0.0001	Yes	Coventry Enterprises LLC (Jack Bodenstein)	Debt Conversion	Unrestricted	§4(a)(2)
10/21/2021	New Issurance	21,124,975	Common	$ 0.00145	Yes	JSJ Investment Inc (Sameer Hirji	Debt Conversion	Unrestricted	§4(a)(2)
10/27/2021	New Issurance	35,111,725	Common	$ 0.001815	Yes	Adar Bays LLC (Ayreh Goldstein)	Debt Conversion	Unrestricted	§4(a)(2)
5/5/2022	New Issurance	200,000,000	Common	$ 0.0001	Yes	Imask	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	560,000	Common	$ 0.001000	Yes	Thomas Edward O'Brien	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	2,100,000	Common	$ 0.001000	Yes	Jamie Leigh Erickson	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	5,000,000	Common	$ 0.001000	Yes	Jeffrey R Oeschger and Bettina J Oeschger	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	10,000,000	Common	$ 0.001000	Yes	Joseph B. Bongiovanni	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	5,000,000	Common	$ 0.001000	Yes	James Simek and Susan Simek	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	5,000,000	Common	$ 0.001000	Yes	Cynthia J. Alexander	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	5,000,000	Common	$ 0.001000	Yes	Christi Bethards Fabian	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	20,000,000	Common	$ 0.001000	Yes	Stephen Goodrich	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	5,000,000	Common	$ 0.001000	Yes	James Pollard	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	15,000,000	Common	$ 0.001000	Yes	Frank Cerino	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	2,500,000	Common	$ 0.001000	Yes	Craig Blazejowski	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	2,500,000	Common	$ 0.001000	Yes	Scott Collins	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	2,500,000	Common	$ 0.001000	Yes	Jeff Siekierski	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	2,500,000	Common	$ 0.001000	Yes	Calvin Sydnor	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	2,500,000	Common	$ 0.001000	Yes	Garrett Cavanaugh	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	2,550,000	Common	$ 0.001000	Yes	Jeff Siekierski	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	2,500,000	Common	$ 0.001000	Yes	Gaylynn Roach	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	20,000,000	Common	$ 0.001000	Yes	Anthony L Mathis	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	2,500,000	Common	$ 0.001000	Yes	James Cummings	Debt Conversion	Unrestricted	§4(a)(2)
12/31/2022	New Issurance	58,000,000	Common	$ 0.001000	Yes	Meredith S Numes	Debt Conversion	Unrestricted	§4(a)(2)

Shares Outstanding as of the Date of this Report		
		Opening Balance
Date December 31, 2022	Common	4,771,752,860
	Preferred Stock A:	0
	Preferred Stock B:	0
	Preferred Stock C:	0

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: X Yes: ☐ (If yes, you must complete the table below)

4) Issuer's Business, Products and Services

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

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

To provide investments in operating companies in Medical Device and Real Estate industries

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

VizConnect Medical Development Company, LLC, a Maine Limited Liability Company

C. Describe the issuers' principal products or services.

Investment capital to newly formed operating companies

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.

The Company's principal executive office and principal place of business is located at 91 Auburn Street Suite J-269 Portland ME 04103. The company does not own any real property

6) Officers, Directors, and Control Persons

Name of Officer/ Director or Control Person	Affiliation with Company (e.g Officer/Director/Owner of more than 5%)	Residentil Address (City and State Only)	Number of Shares owned	Share Type/ Class	Ownership Percentage of Class Oustanding	Note
Paul Cooleen	Officer/Director/Owner	Falmouth, ME	100,201,613.50 0.50	Common. Series A Preferred	3.35% 16.67%	See Note 1 Below
Edward Carroll	Officer/Director/Owner	Longmeadpw, MA	100,201,613.50 0.50	Common. Series A Preferred	3.35% 16.67%	See Note 1 Below
Thomas Manning	Director/Owner	Portland, ME	100,201,613.50 0.50	Common. Series A Preferred	3.35% 16.67%	See Note 1 Below
Andrew Preston	Director/Owner	Portland, ME	100,201,613.50 0.50	Common. Series A Preferred	3.35% 16.67%	See Note 1 Below

Note 1: Each share of Series A Preferred Stock shall be entitled to the number of votes equal to the total number of Company's common stock outstanding as of the record date for the determination of stockholders entitled to vote at each meeting of stockholders of the Company and entitled to vote on all matters submitted or required to be submitted to a vote of the stockholders of the Company.

Our company's Board of Directors appoints our executive officers. Our directors serve until the earlier occurrence of the election of their respective successors at the next meeting of shareholders, death, resignation, or removal by the Board of Directors. Officers serve at the discretion of our Board of Directors. There exist no family relationships between the listed officers and directors. Certain information regarding the background of our sole officer and director is set forth below.

Paul Cooleen. Mr. Cooleen serves as the Company's President, Acting Chief Financial Officer, Treasurer and Director. Mr.Cooleen has over 20 years of experience as an interdealer broker in the Bond Market. Paul started his Wall Street career in 1987 at ICAPi n New York City in the US Government Bond Market and helped build a successful Treasury Bill Desk until 2003. In January 2003, Mr. Cooleen moved his family to Maine and bought a restaurant in the Mid-Coast region. After renovating, staffing, and managing the business for three years, he sold the property and business and re-entered the bond market back in New York. While in New York, Mr. Cooleen started a Mortgage Bond and CDS/ABX Index Desk at BGC Partners, a subsidiary of Cantor Fitzgerald. As the mortgage market began to meltdown and the fail rate of banks began to rise, Mr. Cooleen saw an opportunity to start a desk that would buy bank asset paper from the FDIC and sell it out to the Wall Street Market. Mr. Cooleen has a Bachelor's of Science Degree from Plymouth State University and resides in Falmouth, Maine.

Edward Carroll. Mr. Carroll serves as the Company's Secretary and Director. A20-year+ veteran of media, Mr. Carroll leverages his video and media savvy to help businesses and entrepreneurs take advantage of video and mobile marketing. As an Associated Press and Emmy award winning on-air personality, Mr. Carroll has appeared on local television newscasts in Boston and throughout New England as well as the CBS Evening News and spent many years producing and appearing in weathercasts, news features and special programs. Mr.Carroll launched his own production company in 2005 developing special marketing pieces for the Cape Cod Chamber of Commerce and Bosse Sports Clubs as well as other web-based videos for smaller companies. Seeing the explosive growth in mobile marketing and the need for businesses to access customers on their mobile devices, Mr. Carroll was instrumental in the architecture of the Company's software platform.

Ed received a Bachelor of Science from Plymouth State University in 1986 and makes his home in Longmeadow, Massachusetts.

Thomas Manning. Mr. Manning possesses over 25 years of experience in various industries, including information technology, real estate development, business start-ups and company enterprise platform scaling. Mr. Manning earned a Bachelor's Degree in Finance and a Master's in Business Administration from Bentley College, Waltham, Massachusetts.

Andrew Preston. Mr. Preston possesses over 25 years of experience in various industries, including financial services, mortgage debt investments, commercial real estate acquisition and development. Mr. Preston took course towards bachelor's degree in Finance from Bentley College, Waltham, Massachusetts. He also has many years of experience as an investor experience developing residential housing communities.

7) Legal/Disciplinary History

A. Identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
   No

2. 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, or banking activities;

   No

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

   No

4. The entry 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.

   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 Service Providers

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Tomar Tal
Address 1: 101 Church Street Suite 22 Los Gatos California 95030
Phone: 408-560-9606
Email: tomar@newventureattorneys.com

Accountant or Auditor

Name: Aimee Garneau
Firm: Garneau and Associates
Address 1: 1 Dubois Drive Sanford ME 04073
Phone: 207-450-0457
Email: aimee@garneauandassociates.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

Twitter: _____
Discord: _____
LinkedIn _____
Facebook: _____
[Other] _____

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

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Financial Statements

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

☐ IFRS
☓ U.S. GAAP

B. The following financial statements were prepared by (name of individual)[2]:

Name: **Aimee Garneau**
Title: **Controller Consultant**
Relationship to Issuer: **Consultant**
Describe the qualifications of the person or persons who prepared the financial statements: **Aimee Garneau is an MBA and has a 20 year career in Accounting and Finance**

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

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

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Paul Cooleen certify that:

1. I have reviewed this Disclosure Statement for December 31, 2022;

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.

[2] 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.

April 29, 2023 Date

/s/Paul Cooleen President

Principal Financial Officer:

I, Paul Cooleen certify that:

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

April 29, 2023

/s/Paul Cooleen Acting Chief Financial Officer

EXHIBIT A
FINANCIAL STATEMENTS

VIZCONNECT, INC.

Unaudited Financial Statements for the Twelve Months as of December 31, 2022

VIZCONNECT INC

BALANCE SHEET

	As of 31 December 2022 (unaduited)	As of 31 December 2021 (unaudited)
ASSETS		
CURRENT ASSETS		
Cash	18,095	53,179
Prepaid Expenses and other current assets	-	7,636
TOTAL Current Assets	18,095	60,815
Other Asset		
Investment in VizConnect Medical Device LLC	1,997	
TOTAL ASSETS	**20,092**	**60,815**
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accounts payable	-	-
Accrued expenses	-	1,391,988
Deferred revenues	-	18,000
Notes payable - related parties	-	30,406
Notes payable - third parties	-	557,244
Convertible notes payable	-	200,158
Derivative liability	-	296,400
TOTAL CURRENT LIABILITIES	-	2,494,196
TOTAL LIABILITIES	-	2,494,196
STOCKHOLDERS' DEFICIT		
Preferred Stock: \$.00001 par value, 50,000,000 shares authorized: 20,000,003 shares and 20,000,003 shares designated as of December 31, 2022 and December 31, 2021, respectively		
Preferred Stock Series A: \$.00001 par value, 3 shares authorized, 3 shares and 3 shares issued and outstanding as of December 31, 2022 and December 30, 2021 respectively	1	1
Preferred Stock Series B: \$.00001 par value, 10,000,000 shares authorized, 0 shares and 0 shares issued and outstanding as of and December 31, 2022, and December 31, 2021, respectively	-	-
Preferred Stock Series C: \$.00001 par value, 10,000,000 shares authorized, 0 shares and 0 shares issued and outstanding as of and December 31, 2022, and December 31, 2021, respectively	-	-
Common Stock: \$.00001 par value, 5,000,000,000 shares authorized, 4,771,752,860 shares and 4,421,129,070 shares issued and outstanding as of December 31, 2022, and December 31, 2021, respectively	416,919	44,209
Additional Paid In Capital	3,234,646	3,237,646
Accumulated deficit		
Stockholders' Deficit	(3,631,474)	(5,715,237)
TOTAL LIABILITIES AND STOCKHOLDERS DEFICIT	20,092	60,815

VIZCONNECT INC
STATEMENT OF OPERATIONS
FOR THE Twelve December 31, 2022 and 2021

	ThreeMonths Ended 12/31/22 (unaudited)	Three Months Ended 12/31/21 (unaudited)	Twelve Months Ended 12/31/22 (unaudited)	Twelve Months Ended 12/31/21 (unaudited)
REVENUE				
Revenue	$ -	$ -	$ -	$ -
Total Revenue	$ -	$ -	$ -	$ -
OPERATING EXPENSES				
General and Administrative	13,706	64,606	35,319	101,570
Total Operation Expenses	13,706	64,606	35,319	101,570
Loss from Operations	(13,706)	(64,606)	(35,319)	(101,570)
Debt Forgiveness	292,455		292,455	
Interest Expense	(196)	153,741		(153,741)
NET LOSS BEFORE INCOME TAX	278,945	(218,347)	257,136	(255,311)
Basic and diluted loss per common share	$0.00	$0.00	$0.00	$0.00
Basic and diluted weighted average shares outstanding	4,329,035,310	3,882,353,599	4,402,108,453	2,986,266,642

See accompanying notes to the unaudited financial statements.

VIZCONNECT, INC

STATEMENT OF CHANGES IN DEFICIT

FOR THE Twelve MONTHS ENDED December 31,2022 and December 31, 2021

	Preferred Stock		Common Stock				
	Shares	Amount	Shares	Amount	Additional Paid in Capital	Accumulated Defict	Total Deficit
Balance as of 12/31/2021	3	$ 1	4,421,093,210	44,209	3,237,646	$ (5,681,123)	$ (2,448,811)
Common Stock Issued for Cash	-	-		-			-
Net Gain (Loss)	-	-	-	$ -	$ -	(36,524)	(36,524)
Balance as of 03/31/2022	3	1	4,421,093,210	$ 44,209	$ 3,237,646	(5,717,647)	(2,485,335)
Common Stock Issued for Cash	-						
Net Gain (Loss)	-	-	-	-	-	(55,142)	(55,142)
Balance as of 06/30/2022	3					(5,772,789)	(2,540,477)
Common Stock Issued for Cash	-		200,000,000	2,000	$ 3,000		5,000
Net Gain (Loss)	-	-	-	-	-	(128,958)	(128,958)
Balance as of 09/30/2022	3		200,000,000	$ 46,209	$ 3,240,646	(5,901,747)	(2,525,086)
Common Stock Issued in Debt Conversion			170,710,000	$ 370,710	$ -		370,710
Adjustment to Retained Earnings						1,991,328	1,991,328
Net Gain (Loss)						278,945	
Balance as of 12/31/2022	3		170,710,000	$ 372,710	$ 3,240,646	(3,631,474)	(163,048)
Balance as of 12/31/2020	3	$ 1	3,136,266,642	31,361	2,756,965	$ (5,537,557)	$ (2,749,230)
Common Stock Issued for Cash	-	-	540,000,000	5,400	48,600	-	54,000
Net Gain (Loss)	-	-	-	$ -	$ -	(66,643)	(66,643)
Balance as of 03/31/21	3	1	3,676,266,642	$ 36,761	$ 2,805,565	(5,604,200)	(2,761,873)
Common Stock Issued for Cash	-						
Net Gain (Loss)	-	-	-	-	-	(44,443)	(44,443)
Balance as of 06/30/2021	3	1	3,676,266,642	36,761	2,805,565	(5,648,643)	(2,806,306)
Common Stock Issued for Cash	-		500,000,000	$ 5,000	$ 45,000		50,000
Net Gain (Loss)	-	-	-	-	-	(45,511)	(45,511)
Balance as of 09/30/21	3	1	4,176,266,642	41,761	2,850,565	(5,694,154)	(2,801,817)
Common Stock Issued for Cash	-		244,826,568	2,448	387,081		389,529
Net Gain (Loss)	-	-	-	-	-	(21,083.00)	(21,083.00)
Balance as of 12/31/2021	3		4,421,093,210	44,209	3,237,646	(5,715,237)	(2,433,371)

See accompanying notes to the unaudited financial statements.

VIZCONNECT INC

STATEMENT OF CASH FLOWS

FOR THE Twelve ENDED December 31, 2022 and 2021

		Nine Months Ended 9/30/22 (unaudited)		Nine Months Ended 9/30/21 (unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES				
Net Loss	$	257,136	$	(255,311)
Adjustments to reconcile Net Los to Net Cash used in Operatng Activities:				
Depreciation Expeneass		-		
Investment in VizConnct Medical Development LLC		(1,997)		
Opearting Expenses				
Changess in Opearting Assets and Liabilities				
Accrued Interest		(2,608,031)		(1,723,762)
Net Cashed Used in Operating Expenses		(2,352,892)		(1,979,073)
CASH FLOWS FROM INVESTING ACTIVITIES				
Defrred Revenue		-		-
Net Cashed Used in Investing Activities		-		-
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from Sales of Common Stock		370,710		11,848
Proceeds from Notes Payable-third parties		(44,229)		-
Additional Paid in Capital				573,322
Retained Earnings		1,991,328		1,442,582
Non Cash Conversion				
Proceeds from Notes Payable-related parties				
Net Cashed Used in Operating Expenses		2,317,808		2,027,752
Net Increase (Decrease) in Cash		(35,084)		48,679
CASH AND CASH EQUIVALENTS AT BEGGINNING OF PERIOD		53,179		4,500
CASH AND CASH EQUIVALENTS AT ENDING OF PERIOD	$	18,095	$	53,179
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION				
Cash Paid for Interest	$	-	$	-
Cash Paid for Taxes	$	-	$	-

See accompanying notes to the unaudited financial statements.

NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2022
(unaudited)

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ORGANIZATION

Basis of Presentation
VizConnect, Inc. (the "Company") was incorporated in the State of Nevada on October 18, 2010. The Company's year-end is December 31.

The Company operates as a consulting firm specializing in assisting companies by providing first class business development consulting. The Company's portfolio of services encompasses a robust and innovative array of services, which include real estate acquisition, equity building, debt removal, revenue generation and asset acquirement. The Company's experienced team is driven to help customers increase value; maximize existing capabilities; improve shareholder performance and profitability; increase cost efficiency; and simplify business strategy.

In April 2022, the Company formed VizConnect Medical Development Company, LLC a Maine limited liability company(Medical) of which the company owns 51%. Medical was formed to conduct business generally as describe as investment. During an through the last six months of the company conducted the following activities with regard to Medical. As further described in Footnote 12 (Subsequent Events), below, during the first quarter of 2023 the Company has taken significant action to actively conduct for business of Medical.

Reverse Split
In September 2015, the Company effected a 1-for-2,500 reverse split of its common stock. Historical Information presented in the accompanying financial statements and in these notes has been adjusted to reflect this reverse stock split.

Use of Estimates
In preparing the consolidated financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses during the reported period. Actual results could differ from those estimates. Significant estimates include the determinations of fair values of certain financial instruments.

Cash and Cash Equivalents
The Company considers all highly liquid temporary cash investments with an original maturity of three months or less to be cash equivalents. At December 31, 2022 and December 31, 2021 the reconciled cash balance was $18,095 and $53,179 respectively.

Revenue Recognition
The Company recognizes revenue on arrangements in accordance with FASB ASC No. 605, "Revenue Recognition". In all cases, revenue is recognized only when the price is fixed and determinable, persuasive evidence of an arrangement exists, the service is performed, and collection of the resulting receivable is reasonably assured.

Property and Equipment
Property and equipment is recorded at cost. Additions and betterments are capitalized; maintenance and repairs are expensed as incurred. Depreciation is calculated using the straight-line method over the asset's estimated useful life, which is 5 years for furniture. Depreciation for the nine months ended December 31,2022, and 2021 was $0 (unaudited) and $0 (unaudited), respectively.

Derivatives

ASC 815 requires we assess the fair market value of derivative liability at the end of each reporting period and recognize any change in the fair market value as other income or expense item. The Company assessed the classification of its derivative financial instruments as of September 30, 2022 which consist of convertible debt instruments and rights to shares of the Company's common stock, and determined that such derivatives meet the criteria for liability classification under ASC 815, Derivatives and Hedging, since the conversion option becomes effective at issuance resulting in there being no explicit limit to the number of shares to be delivered upon settlement of the conversion options

Re-classifications
Certain amounts from prior periods have been reclassified to conform to the current period presentation. These reclassifications had no impact on the Company's net loss or cash flows.

New Accounting Pronouncements
The Company has evaluated recent accounting pronouncements and believes none will have a material effect on its consolidated financial statements upon implementation.

2. GOING CONCERN
The Company had a net loss of $127,821(unaudited) for the nine months ended September 30,2022, an accumulated deficit of $5,808,944(unaudited) and a working capital deficit of $2,525,086(unaudited) as of September 30, 2022. This raises substantial doubt about its ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company's ability to raise additional capital. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Management believes that actions presently being taken to obtain additional funding through implementing its newly adopted business plan to expand operations will provide the opportunity for the Company to continue as a going concern.

3. FAIR VALUE OF INSTRUMENTS

The Company's capital structure includes the use of convertible debt features that are classified as derivative financial instruments. Derivative financial instruments are recognized as either assets or liabilities and are measured at fair value in accordance with FASB ASC 815 "Derivatives and Hedging". ASC 815 requires that changes in fair value of derivative financial instruments with no hedging designation be recognized as gains (losses) in the earnings statement. Fair value measurement and disclosures are determined in accordance with FASB ASC 820 "Fair Value Measurements and Disclosures".

FASB ASC 820 establishes a framework for measuring fair value by creating a hierarchy for observable independent market inputs and unobservable market assumptions and expands disclosures about fair value measurements. Considerable judgment may be required in interpreting market data used to develop the estimates of fair value. Accordingly, the estimates presented herein are not necessarily indicative of the amounts that could be realized in a current market exchange. The use of different market assumptions and/or estimation methodologies may have a material effect on the estimated fair value.

The following inputs are used in the valuation of the financial assets and liabilities:

Level 1 - Inputs represent unadjusted quoted prices for identical assets and liabilities exchanged in active markets.

Level 2 - Inputs include directly or indirectly observable inputs other than Level 1 inputs such as quoted prices for similar assets or liabilities exchanged in active or inactive markets; quoted prices for identical assets or liabilities exchanged in inactive markets; other inputs that are considered in fair value determinations of the assets or liabilities, such as interest rates or yield curves that are observable at commonly quoted intervals, volatilities, repayment speeds, loss severities, credit risks and default rates; and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - Inputs include unobservable inputs used in the measurement of assets and liabilities. Management is required to use its own assumptions regarding unobservable inputs, because there is little, if any, market activity in the assets or liabilities or related observable inputs that can be corroborated at the measurement date. Measurements of non-exchange traded derivative contract assets and liabilities are primarily based on valuation models, discounted cash flow models or other valuation techniques that are believed to be used by market participants. Unobservable inputs require management to make certain projections and assumptions about the information that would be used by market participants in pricing assets and liabilities.

The Company's financial instruments, including cash and cash equivalents, accounts receivable, accounts payable, note payable, due to related parties and accrued liabilities, are carried at historical cost. At December 31, 2022 and 2021, the carrying amounts of these instruments approximated their fair values because of the short-term nature of these instruments. Management determined that liabilities created by beneficial conversion features associated with the issuance of certain convertible notes payable meet the criteria of derivatives and are required to be measured at fair value. The fair value of these derivative liabilities was determined during the year based on management's estimate of the expected future cash flows required to settle the liabilities. As of the end of year, at December 31, 2022 and 2021, there were no derivative liabilities due to a combination of all convertible notes being either (i) converted into common stock; or, (ii) cancelled and of no further force and effect. This valuation technique involves management's estimates and judgment based on unobservable inputs and is classified in level 3.

4. NOTES PAYABLE - RELATED PARTIES

During 2011, the Company entered two notes payable for a total of $22,500. The notes have an interest rate of 10%, are unsecured, and due March 15, 2012. On February 14, 2014, these notes plus accrued interest were converted into a new note due on November 14,2014 with an interest rate of 15% and premium interest of 20% beginning November 14, 2014. During the three months ended March 31,2014, $2,500 was repaid. The Company also converted $4,848 of interest to principal on the notes. During 2014, the Company entered
into two notes payable for a total of $5,000 with no interest, are unsecured, and due on demand. During the year ended December 31, 2014, $5,000 was repaid. As of December 31, 2020, and 2021 the total amount outstanding is $24,849 (unaudited) and $24,848 (unaudited), respectively. As of December 31, 2021, and, September 30, 2022 all of these notes are past due.

5. NOTES PAYABLE - THIRD PARTIES

During 2011, the Company entered into a note payable for $15,000. The note has an interest rate of 2% monthly, is unsecured, and due on demand. As of December 31, 2021, and December 31, 2020, the total amount outstanding is $13,000 (unaudited) and $13,000 (unaudited), respectively. As of September 30, 2022, and December 31, 2021, these notes are past due.

In January 2014, the Company entered into two notes payable for a total of $20,000. The notes have an interest rate of 15% per year. In February 2014, the Company entered into a note payable for $10,000. The note has an interest rate of 15% per year. In March 2014, the Company entered into a note payable for $60,000. The note has a lump sum interest payment due of $4,000. In March 2014, the Company
entered a note payable for $100,000. The note has an interest rate of 10% with a lump sum of interest of $10,000 due upon repayment and is unsecured. During the year ended December 31, 2014, the Company accreted $10,000 of the original issuance discount. As of September 30, 2021, and December 31, 2020, the total principal amount outstanding is $67,671 (unaudited) and $67,671, respectively. In May 2014, the Company entered into a note payable for $100,000. The note has an interest rate of 10% with a lump sum of interest of $20,000 due upon repayment and is unsecured. As of June 30, 2021, and December 31, 2020, the total principal amount outstanding is $96,302 (unaudited) and $96,302 (unaudited), respectively. In July 2014, the Company entered into a $75,000 note with an interest rate of 15%. In October 2014, the Company entered into two notes payable for a total of $20,000. The notes have lump sum interest payments due totaling $6,667. In December 2014, the Company entered into a note payable for $5,000. The note has a lump sum interest payment due of $1,000, with an increase in the lump sum interest payment due of an additional $1,000. Also In 2014, the Company entered into two notes payable for a total of $164,272. As December 31, 2021, and September 30, 2022, respectively, all of these notes are past due.

As of December 31, 2022 the Company treated 30 of the notes as unenforceable and of no further force and effect. Under the statute of limitations for each of the notes, enough time has lapsed that each of the notes are unenforceable under applicable state law. As a result, the Company reduced $370,710.00

from its liabilities, and the Company recorded a gain on income from discharge of indebtedness in the amount of 132,873.

During the year ended December 31, 2022, the Company converted twenty (20) notes with principal amounts and accrued interest of $170,600.00 into 170,660,000 shares of common stock.

6. CONVERTIBLE NOTES PAYABLE

Date of Note Issuuance	Outstanding Balance	Principal Amount at Issurance ($)	Accrued Interest ($)	Maturity Date	Conversion Terms (e.g pricing mechanisn for determining conversion of instrument to shares	Name of Noteholder (entities must have indivdual with voiting /investment controll disclosed	Reason for Issuance (e.g Loan Services, etc)
7/2/2014	$ 62,833	$ 55,832	$ 31,662	7/2/2015	60% Discount to current market	JMJ Financial (Justin Keener d/b/a	Loan
7/3/2013	$ 116,550	$ 78,750	$ 128,436	7/3/2015	60% Discount to current market	LG Capital Funding LLC (Joseph Leman)	Loan
12/16/2014	$ 43,000	$ 25,000	$ 58,773	6/25/2016	60% Discount to current market	JMJ Financial (Justin Keener d/b/a	Loan

The amount of principal and accrued interest owing on the three notes was deemed to be zero, and all three notes were of no further force and effect. This was based upon the applicable statute of limitations for each of the notes. Each note was also held by a party which was not licensed as a broker or dealer. Under recent rulings and interpretations by the SEC, each holder will be deemed a dealer,making each of the notes unenforceable. As a result, the Company recorded a gain on income from discharge of indebtedness in the amount of $159,582.00

7. CAPITAL STOCK

Preferred Stock

As of December 31, 2022, the Company is authorized to issue 50,000,000 shares of preferred stock with a par value of $0.00001, of which, (i) 3 shares have been designated as Series A; (ii) 10,000,000 shares have been designated as Series B; and, (iii) 10,000,000 shares have been designated as Series C. As of December 31, 2022, 3 shares of Series A were issued and outstanding.

Common Stock

As of December 31, 2021 and 2022, the Company is authorized to issue 5,000,000,000 shares of common stock with a par value of $0.00001. All shares have equal voting rights, are non-assessable, and have one vote per share. The total number of shares of Company common stock issued and outstanding as of December 31, 2021 and 2022, respectively, was 4,401.042,860 and 4,771,752,860 shares, respectively.

During the year ended December 31, 2021, the Company issued a total of 1,040,000,000 shares of common stock in exchange for (i) $104,000 of cash proceeds; and, (ii) $389,529 of debt converted. During the year ended December 31, 2022, the Company issued a total of 200,000,000 shares of common stock in exchange for $5,000 of cash proceeds.

Correcting Entry

During the year ended December 31, 2022, the Company identified an error in the number of shares allocated to a shareholder. The actual shares were not yet delivered to the shareholder, though the shares were treated as being issued by the Company. The Company corrected the entry by reducing the number of issued shares by 20,036,210 shares. The Company determined that the correction did not have a material effect on the financials on the Company.

8. AMENDMENTS TO ARTICLES OF INCORPORATION

During 2015, the Company filed a Certificate of Amendment to the Articles of Incorporation to increase the authorized shares of common stock and preferred stock to 5,000,000,000 and 50,000,000, respectively. The Company reduced the par value per share of common stock and preferred stock from $0.001 to $0.00001 per share. All share and per share amounts have been retroactively restated in these financial statements.

During 2015, the Company filed a Certificate of Designation of Preferences, Rights and Limitations of Series A Preferred Stock, designating three (3) shares of a new series of preferred stock, par value $0.00001 per share, as "Series A Preferred Stock." Holder(s) of outstanding shares of Series A Preferred Stock shall be entitled to the number of votes equal to the total number of Company's common stock outstanding as of the record date for the determination of stockholders entitled to vote at each meeting of stockholders of the Company and entitled to vote on all matters submitted or required to be submitted to a vote of the stockholders of the Company.

During 2015, the Company filed a Certificate of Designation of Preferences, Rights and Limitations of Series B Preferred Stock, designating 10,000,000 shares of a new series of preferred stock, par value $0.00001 per share, as "Series B Preferred Stock." The Series B Preferred Stock has a liquidation preference of $1.00 per share; is convertible at any time into shares of common stock at a conversion price of $.00001 per share of common stock; has an initial established sale price of $2.50 per share; each share of Series B Preferred Stock is entitled to 10 votes at each meeting of stockholders of the Company and is entitled to vote on all matters submitted or required to be submitted to a vote of the stockholders of the Company.

During 2015, the Company filed a Certificate of Designation of Preferences, Rights and Limitations of Series C Preferred Stock, designating 10,000,000 shares of a new series of preferred stock, par value $0.00001 per share, as "Series C Preferred Stock." The Series C Preferred Stock has a liquidation preference of $1.00 per share; is convertible at any time into shares of common stock at a conversion rate of 500 shares of common stock for each shares of Series C Preferred Stock converted; has an initial established sale price of $2.00 per share; each share of Series C Preferred Stock is entitled to one vote at each meeting of stockholders of the Company and is entitled to vote on all matters submitted or required to be submitted to a vote of the stockholders of the Company.

9. INCOME TAXES

The Company provides for income taxes under ASC Topic 740, Accounting for Income Taxes. Under ASC Topic 740, the liability method is used in accounting for income taxes. Under this method, deferred tax assets and liabilities are determined based on differences between financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse.

For the years ended December 31, 2020, and 2019, the Company did not record a current or deferred income tax expense or benefit.

10. TERMINATION OF FILING REQUIREMENTS UNDER SECURITIES EXCHANGE ACT OF 1934

In February 2021, the Company filed with the U.S. Securities and Exchange Commission(SEC) a Form15 Certification and Notice of Termination of Registration Under Section 12(g) of the Securities Exchange Act of 1934 Suspension of Duty to File Reports under Sections 13 and
15(d) of the Securities Exchange Act of 1934.

11. Regulation A Offering

Effective December 15,2021, the Company qualified an offering statement on Form 1-A with the SEC (File No. 024-11734), pursuant to Regulation A of the SEC. The company is offering up to 750,000,000 share with its common stock at an offering price of $.001 per share.

12. Subsequent Events

The Company initiated various actions and activities for the commencement of business of Medical. While not yet generating any revenues. Medical can be described as a start up business. The company has taken the following steps amount others to commence business under Medical: Legal cost of creating LLC, setting up bank accounts and making initial investments in Medical device company.