

## Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines



### **ONE STEP VENDING CORP.**

600 Mamaroneck Ave. Harrison, New York 10528

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[619 419 1220]

www.onestepvending.com

info@onestepvending.com

[SIC Code:7389]

#### **Annual Report**

**For the Period Ending:** December 31st, 2020  
(the "Reporting Period")

As of [December 31st, 2020], the number of shares outstanding of our Common Stock was:

[313,295,495]

As of [September 30th, 2020], the number of shares outstanding of our Common Stock was:

[298,795,495]

As of [December 31st, 2020], the number of shares outstanding of our Common Stock was:

[313,295,495]

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:

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

**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 exact name of the Issuer is One Step Vending, Corp. On March 19, 2015 the Company changed its name from Reward Nexus, Inc. to One Step Vending, Corp.

Previous name changes include:

Reward Nexus, Inc. (As of October 2013)

e-Rewards Network Inc. (As of July 23, 2013)

NIS Holdings Corp. (As of February 17, 2010)

Associated Media Holdings, Inc. (As of October 21, 2005)

El Tigre Development Corporation (As of June 2, 2005)

McGregor Energy Group (As of January 13, 2005)

El Tigre Development Corporation (As of June 21, 2004)

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 Nevada on June 21, 2004. The Issuer is currently active and in good standing with the State of Nevada.

Describe any trading suspension orders issued by the SEC 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

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

600 Mamaroneck Ave., Harrison, NY - Office Space provided by Davinci for mail correspondence and meeting space available for rent as required

The address(es) of the issuer's principal place of business:

<sup>1</sup> "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.

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:

Not applicable

## 2) Security Information

Trading symbol:	<u>KOSK</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>68246L104</u>	
Par or stated value:	<u>\$0.00025</u>	
Total shares authorized:	<u>750,000,000</u>	as of date: <u>12/31/2020</u>
Total shares outstanding:	<u>313,295,495</u>	as of date: <u>12/31/2020</u>
Number of shares in the Public Float <sup>2</sup> :	<u>110,853,898</u>	as of date: <u>12/31/2020</u>
Total number of shareholders of record:	<u>83</u>	as of date: <u>12/31/2020</u>

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

Trading symbol:	<u>None</u>	
Exact title and class of securities outstanding:	<u>Preferred</u>	
CUSIP:	<u>None</u>	
Par or stated value:	<u>\$0.00025</u>	
Total shares authorized:	<u>90,000,000</u>	as of date: <u>12/31/2020</u>
Total shares outstanding:	<u>22,000,000</u>	as of date: <u>12/31/2020</u>

### Transfer Agent

Name: Pacific Stock Transfer Company  
Phone: 800.785.7782  
Email: Joslyn@PacificStockTransfer.com  
Address: 6725 Via Austi Pkwy, #300, Las Vegas, Nevada 89119

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes:  No:

## 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.**

<sup>2</sup> "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.

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

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> Date <u>01/01/2019</u> Common: <u>298,795,495</u> Preferred: <u>22,000,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of 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>12/14/2020</u>	<u>New Issuance</u>	<u>14,500,000</u>	<u>Common Stock</u>	<u>0,001</u>	<u>Yes</u>	<u>PAG Group LLC / Gary Kouletas</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 4(a) (1)</u>
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date <u>12/31/2020</u> Common: <u>313,295,495</u> Preferred: <u>22,000,000</u>									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

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

N/A

**B. Debt Securities, Including Promissory and Convertible Notes**

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

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.)

03/29/2021	1,329.00	1,329.00	0	03/29/2022	The Conversion Price of the issuable shares shall equal \$0.001 per share.	Ronald Minsky	Loan
02/22/2021	30,000.00	30,000.00	0	02/22/2022	The Conversion Price of the issuable shares shall equal \$0.001 per share.	Ronald Minsky	Loan
01/11/2021	60,000.00	60,000.00	0	01/11/2022	The Conversion Price of the issuable shares shall equal \$0.001 per share.	PAG Group LLC/ Gary Kouletas	Loan
12/16/2020	2,200.00	2,200.00	0	12/16/2021	The Conversion Price of the issuable shares shall equal \$0.001 per share.	PAG Group LLC/ Gary Kouletas	Loan
11/13/2020	42,870.00	42,870.00	0	11/13/2021	The Conversion Price of the issuable shares shall equal \$0.001 per share.	PAG Group LLC/ Gary Kouletas	Loan
10/30/2020	3,500.00	3,500.00	0	10/30/2021	The Conversion Price of the issuable shares shall equal \$0.001 per share.	PAG Group LLC/ Gary Kouletas	Loan
7/17/2020	4,475.00	4,475.00	0	07/17/2021	The Conversion Price of the issuable shares shall equal \$0.01 per share.	PAG Group LLC/ Gary Kouletas	Loan
5/29/2020	3,500.00	3,500.00	0	05/29/2021	The Conversion Price of the issuable shares shall equal \$0.001 per share.	PAG Group LLC/ Gary Kouletas	Loan
05/20/2020	4,760.00	4,760.00	0	05/20/2021	The Conversion Price of the issuable shares shall equal \$0.001 per share.	Phoenix Trading LLC. (John Giavri)	Loan
01/01/2020	6,050.00	6,050.00	0	01/01/2021	The Conversion Price of the issuable shares shall equal \$0.001 per share.	PAG Group LLC Gary Kouletas	Loan
02/14/2019	5,748.60	5,748.60	0	02/15/2020	The Conversion Price of the issuable shares shall equal \$0.0128 per share.	Thunderfoot LLC. (Todd Schaeffer)	Loan
02/05/2019	10,000.00	10,000.00	0	02/06/2020	The Conversion Price of the issuable shares shall equal \$0.01 per share.	Phoenix Trading LLC. (John Giavri)	Loan
11/05/2015	44,060.00	44,060.00	0	11/05/2017	The Conversion Price of the issuable shares shall equal \$0.001 per share.	Progressive Designs, Pete Alexeas	Loan
10/03/2013	15,500.00	30,000.00	0	10/03/2014	The Conversion Price of the issuable shares shall equal \$0.001 per share.	John Papavasiliopoulos	Loan

02/08/2013	40,000.00	40,000.00	0	20/03/2014	The Conversion Price of the issuable shares shall equal \$0.001 per share.	John Pavasilopoulos	Loan
12/20/2012	40,000.00	40,000.00	0	12/20/2013	The Conversion Price of the issuable shares shall equal \$0.001 per share.	John Papavasilopoulos	Loan
10/09/2012	65,000.00	65,000.00	0	10/09/2013	The Conversion Price of the issuable shares shall equal \$0.001 per share.	John Papavasilopoulos	Loan
07/18/2012	84,000.00	120,000.00	0	07/18/2014	The Conversion Price of the issuable shares shall equal \$0.001 per share.	John Papavasilopoulos	Loan
06/07/2012	7,000.00	50,000.00	0	06/07/2013	The Conversion Price of the issuable shares shall equal \$0.001 per share.	John Papavasilopoulos	Loan

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

The promissory note dated 07/18/2012 in the original amount of \$120,000 has been partially paid off by shares conversion and the remaining balance is \$84,000. Part of the debt was converted to 28.8 million shares by the creditor Alpha Financing Group that bought the debt from the previous creditor. The promissory note dated 10/03/2013 in the amount of \$30,000 has been partially paid off by the conversion of 14.5 million shares in the name of PAG Group LLC and the remaining balance is \$15,500.

#### 4) Financial Statements

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

- U.S. GAAP  
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: **Joseph Himy, The CFO Squad LLC**  
Title: **CPA**  
Relationship to Issuer: **CPA**

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.

- C. Balance sheet;  
D. Statement of income;  
E. Statement of cash flows;  
F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)  
G. Financial notes; and  
H. Audit letter, if audited

<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

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.

**Attached hereto.**

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

**5) 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")

One Step Vending, Corp. is a holding company focused on the acquisitions of market-changing and disruptive business models. The Company supports subsidiaries with key financial, sales, marketing and operation changes designed to accelerate growth. Currently the Company through its subsidiary Sofos CBD Inc., is focusing in the wholesale distribution and retail of CBD products forming strategic partnerships with suppliers and stores. The Company is also aiming to sell retail CBD products through the use of vending machines.

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

Sofos CBD, Inc. - Wholly-Owned Subsidiary

C. Describe the issuers' principal products or services.

The Company through its subsidiary is focusing on the wholesale and retail distribution of CBD infused products from American suppliers. The products of third-party suppliers include edibles such as tinctures, capsules, oils gummies and other products. The Company is developing a wholesale network with stores in order to supply CBD infused products for consumers and has formed strategic partnerships with certain suppliers to distribute their products. The Company is also aiming to sell retail CBD products through the use of vending machines.

**6) 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.

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## 7) Company Insiders (Officers, Directors, and Control Persons)

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

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
Daniel Garfinkel	Former CEO / CFO	Spring Valley, NY	2,000,000	Common Stock	0.007%	
Vasiliki Anagnostou	Former Secretary / Director	Brooklyn, NY	11,000,000	Preferred	50%	
Nikolaos Mangas	> 5%	Brooklyn, NY	11,000,000	Preferred	50%	
Progressive Designs, Inc.	>5%	Hempstead, NY	123,440,000	Common Stock	36%	Control Person: Peter Alexeas 13-17 Centre St, Hempstead, NY 11550
I Business Management, LLC.	> 5%	Zephyrhills, FL	52,500,000	Common Stock	15.3%	Control Person: Tereza Frei 4223 Autumn Palm Dr., Zephyrhills, FL 33542
Alpha Financing Group LLC	> 5%	Brooklyn, NY	28,800,000	Common Stock	8.4%	Control Person: Asterios Karamitas 1221 College Park Dr Ste 116, Dover, 19904 DE

## 8) Legal/Disciplinary History

A. Please 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);

None

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;



None

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

None

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.

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party 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

## 9) Third Party Providers

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

### Securities Counsel

Name: Andrew Coldicutt  
Firm: Law Office of Andrew Coldicutt  
Address 1: 1220 Rosecrans St., PMB 258, San Diego, CA 92106  
Address 2: \_\_\_\_\_  
Phone: 619.228.4970  
Email: info@ColdicuttLaw.com

### Accountant or Auditor

Name: Joseph Himy  
Firm: The CFO Squad LLC  
Address 1: 575 Lexington Avenue: 4th Floor, New York, NY 10022  
Address 2: \_\_\_\_\_  
Phone: 845.613.3399  
Email: info@theCFOSquad.com

### Investor Relations

Name: \_\_\_\_\_  
Firm: CAP LLC  
Address 1: 22800 Hall Road, Suite 520, Clinton Township, MI48036  
Address 2: \_\_\_\_\_  
Phone: 586-286-8900  
Email: capinc@comcast.net

### 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: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

## 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, [Ronald Minsky] certify that:

1. I have reviewed this annual disclosure statement of One Step Vending Corp.;
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.

05/03/2021 [Date]

Ronald Minsky [CEO's Signature]

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

*Principal Financial Officer:*

I, Ronald Minsky certify that:

1. I have reviewed this annual disclosure statement of One Step Vending Corp.;
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.

05/03/2021 [Date]

Ronald Minsky [CFO's Signature]

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

**ONE STEP VENDING CORP. (OTC: KOSK)**



**CONSOLIDATED UNAUDITED FINANCIAL STATEMENTS  
FOR THE ANNUAL REPORT OF 2020  
(January 1<sup>st</sup>, 2020 – December 31<sup>st</sup>, 2020)**

**(expressed in US Dollars)**

**ONE STEP VENDING CORP. (OTC: KOSK)**

**One Step Vending Corp. (OTC: KOSK)**  
**Period Ended December 31<sup>st</sup>, 2020 (Year End-Annual Report)**  
**Index to Consolidated Financial Statements**  
**(unaudited)**

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**One Step Vending  
Consolidated Balance Sheet  
As of December 31, 2020**

Accrual Basis	31-Dec-20	31-Dec-19
<b>CURRENT ASSETS</b>		
Cash and Cash equivalent	5,160	5,160
Inventory	2,655	2,655
Receivables	16,280	16,280
Prepaid Expenses	12,870	
From related Parties	553,470	553,470
<u>Total Current assets</u>	<u>590,435</u>	<u>577,565</u>
Property and equipment net of Depreciation	6,314	7,552
Total other current assets	6,314	7,552
<b><u>TOTAL ASSETS</u></b>	<b><u>596,749</u></b>	<b><u>585,117</u></b>
<b>LIABILITIES &amp; STOCK HOLDERS DEFICIT</b>		
Accounts Payable & Accrued liabilities	77,851	80,257
Convertibles Notes	414,664	361,808
Due to related Parties	10,279	10,279
Total Liabilities	502,794	452,344
<b>STOCKHOLDERS EQUITY</b>		
<u>Preferred Stock:</u>		
90,000,000 shares authorized, \$0.00025 par value		
22,000,000 shares issued & outstanding	5,500	5,500
<u>Convertible Preferred A stock:</u>		
10,000,000 shares authorized, \$0.00025 par value		
0 shares issued and outstanding		
<u>Common Stock:</u>		
750,000,000 common shares, \$0.00025 par value		
<u>313,295,495 shares issued &amp; outstanding</u>	78,323	74,698
Additional Paid in Capital	6,609,606	6,598,731
Prior Period Adjustments	501,761	501,759
Retained deficit	(7,101,235)	(6,545,159)
Total Equity	93,955	132,770
Total Liabilities & Equity	596,749	585,117

The accompanying notes are an integral part of these statements

**Consolidation One Step Vending Corp.**  
**Profit & Loss Accrual Basis**  
**January through December 2020**

Jan- Dec 2020

Sales	-
Cost of Sales	-
Gross Profit	-
Operating expenses	
Amortization & Depreciation	1,239
Computer and Internet Expenses	480
Dues and Subscriptions	10,000
Transfer Agent Fees	-
Rent a lease	2,142
Telephone Expense	231
Professional Fees	39,225
Total Operating expenses	53,317
Net Income/Loss before taxes	(53,317)
Provision for Income taxes	
Net Loss	(53,317)

The accompanying notes are an integral part of these statements

**One Step Vending Corp.**  
**Statement of Cash Flows**  
**January through December 2020**

	<b>Jan -Dec 20</b>
<b>OPERATING ACTIVITIES</b>	
Net Income	(53,317)
Adjustments to reconcile	
Amortization & Depreciation	1,238
Net Income to net cash provided by operations:	
Accounts Payable	(2,406)
Account receivables	-
Prepaid expenses	(12,870)
Inventory	0.00
Net cash provided by Operating Activities	-
<b>INVESTING ACTIVITIES</b>	
Fixed Assets	-
Net cash provided by Investing Activities	-
<b>Cash flow from Financing Activities</b>	
Convertibles Notes	67,355
Net cash increase for period	-
Cash at beginning of period	5,160.00
Cash at end of period	5,160.00

The accompanying notes are an integral part of these statements.

**ONE Step Vending Corp.**  
**Statement of Stockholders' Equity (Deficit)**  
**(Unaudited)**

	Preferred Stock		Class A Preferred Stock		Common Stock		Additional Paid-in Capital	Retained Deficit	Total Stockholders
	Shares	Amount	Shares	Amount	Shares	Amount			
Balance as of 31/12/2018	22,000,000	5,500			298,795,495	74,698	6,598,731	(6,537,469)	141,461
Balance as of 9/30/2019	22,000,000	5,500			298,795,495	74,698	6,598,731	(7,273) (6,544,742)	134,188
Balance as of 12/31/2019	22,000,000	5,500			298,795,495	74,698	6,598,731	(8,690) (6,545,159)	132,770
Balance as of 3/31/2020	22,000,000	5,500			298,795,495	74,698	6,598,731	(2,500) (6,548,658)	130,270
Balance as of 6/30/2020	22,000,000	5,500			298,795,495	74,698	6,598,731	(1,230) (6,549,890)	129,039
Balance as of 9/30/2020	22,000,000	5,500			298,795,495	74,698	6,598,731	(5,628) (6,555,516)	123,413
Balance as of 12/31/2020	22,000,000	5,500			313,295,495	78,323	6,609,606	(43,959) (6,599,475)	93,955

The accompanying notes are an integral part of these statement.



NOTE 1 - Organization and Operations

One Step Vending, Corp.

One Step Vending Corp. ("One Step Vending" or "The Company") was incorporated on June 21, 2004 under the laws of the state of Nevada. One Step Vending is a holding company focused on the acquisitions of market-changing and disruptive business models. The Company supports subsidiaries with key financial, sales, marketing, and operational changes designed to accelerate growth and shareholder value.

NOTE 2 - Significant and Critical Accounting Policies and Practices

The Management of the Company is responsible for the selection and use of appropriate accounting policies and the appropriateness of accounting policies and their application. Critical accounting policies and practices are those that are both most important to the portrayal of the Company's financial condition and results and require management's most difficult, subjective, or complex judgments, often as a result of the need to make estimates about the effects of matters that are inherently uncertain. The Company's significant and critical accounting policies and practices are disclosed below as required by generally accepted accounting principles.

**BASIS OF PRESENTATION**

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") and are stated in US dollars. 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(s) of the financial statements and the reported amounts of revenues and expenses during the reporting period(s). Critical accounting estimates are estimates for which

(a) the nature of the estimate is material due to the levels of subjectivity and judgment necessary to account for highly uncertain matters or the susceptibility of such matters to change and (b) the impact of the estimate on financial condition or operating performance is material. The Company's critical accounting estimate(s) and assumption(s) affecting the financial statements was (were):

(i) Assumption as a going concern: Management assumes that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.

(ii) Valuation allowance for deferred tax assets: Management assumes that the realization of the Company's net deferred tax assets resulting from its net operating loss ("NOL") carry-forwards for Federal income tax purposes that may be offset against future taxable income was not considered more likely than not and accordingly, the potential tax benefits of the net loss carry-forwards are offset by a full valuation allowance. Management made this assumption based on (a) the Company has incurred recurring losses, (b) general economic conditions, and (c) its ability to raise additional funds to support its daily operations by way of a public or private offering, among other factors. These significant accounting estimates or assumptions bear the risk of change due to the fact that there are uncertainties attached to these estimates or assumptions, and certain estimates or assumptions are difficult to measure or value. Management bases its estimates on historical experience and on various assumptions that are believed to be reasonable in relation to the financial statements taken as a whole under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Management regularly evaluates the key factors and assumptions used to develop the estimates utilizing currently available information, changes in facts and circumstances, historical experience and reasonable assumptions. After such evaluations, if deemed appropriate, those estimates are adjusted accordingly. Actual results could differ from those estimates.

**PRINCIPLES OF CONSOLIDATION**

The accompanying condensed consolidated financial statements include the accounts of Sofos CBD Inc. (100% stake) and of Earn IQ, Inc., the Company's wholly-owned subsidiary. All significant inter-company transactions have been eliminated.

## FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying values of cash, accounts receivable, accounts payable, promissory notes payable and due to related parties approximate fair value because of the short-term nature of these instruments. Management is of the opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

## STOCK ISSUED IN EXCHANGE FOR SERVICES

The valuation of common stock issued in exchange for services is valued at an estimated fair market value as determined by officers and directors of the Company based upon other sales and issuances of the Company's common stock within the same general time period.

## REVENUE RECOGNITION

The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable and (iv) collectability is reasonably assured.

## INCOME TAXES

The Company uses the assets and liability method of accounting for income taxes pursuant to FASB ASC 740 "Income Taxes". Under the asset and liability method of FASB ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

## NET INCOME (LOSS) PER COMMON SHARE

Net income (loss) per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock and potentially dilutive outstanding shares of common stock during the period to reflect the potential dilution that could occur from common shares issuable through contingent share arrangements, stock options and warrants.

## CASH FLOWS REPORTING

The Company adopted paragraph 230-10-45-24 of the FASB Accounting Standards Codification for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method ("Indirect method") as defined by paragraph 230-10-45-25 of the FASB Accounting Standards Codification to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period pursuant to paragraph 830-230-45-1 of the FASB Accounting Standards Codification.

## SUBSEQUENT EVENTS

The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued.

## RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

On June 10, 2014, the Financial Accounting Standards Board ("FASB") issued update ASU 2014-10, Development Stage Entities (Topic 915). Amongst other things, the amendments in this update removed the definition of development stage entity from Topic 915, thereby removing the distinction between development stage entities and other reporting entities from US GAAP. In addition, the amendments eliminate the requirements for development stage entities to (1) present inception-to-date information on the statements of income, cash flows and shareholders' equity, (2) label the financial statements as those of a development stage entity; (3) disclose a description of the development stage activities in which the entity is engaged and (4) disclose in the first year in which the entity is no longer a development stage entity that in prior years it had been in the development stage. The amendments are effective for annual reporting periods beginning after December 31, 2014 and interim reporting periods beginning after December 15, 2015, however entities are permitted to early adopt for any annual or interim reporting period for which the financial statements have yet to be issued. The Company has elected to early adopt these amendments and accordingly have not labeled the financial statements as those of a development stage entity and have not presented inception-to-date information on the respective financial statements. Management does not believe that any other recently issued, but not yet effective, accounting standard if currently adopted would have a material effect on the accompanying financial statements.

### NOTE 3 - Going Concern

The financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business. As reflected in the financial statements, the Company had an accumulated deficit at the end of the period 12.31.2020 and expects to incur further losses in the development of its business.

These factors raise substantial doubt about the Company's ability to continue as a going concern. Although the Company has recognized some nominal amount of revenues since inception, the Company is devoting substantially all of its efforts on establishing the business and its planned principal operations have not commenced. The Company is attempting to commence operations and generate sufficient revenue; however, the Company's cash position may not be sufficient to support its daily operations. While the Company believes in the viability of its strategy to commence operations and generate sufficient revenue and in its ability to raise additional funds, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon its ability to further implement its business plan and generate sufficient revenue and its ability to raise additional funds by way of a public or private offering. Due to the above, the Company may consider sale or merger arrangement in the future. The financial statements do not include any adjustments related to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

### NOTE 4 – Acquisitions

The Company acquired Sofos CBD Inc., a New York company, on October 26, 2018, signing an acquisition agreement for the whole equity stake (100%) and issued two million restricted shares in exchange. No debt was assumed by this transaction.

### NOTE 5 – Stockholders' Equity

#### SHARES AUTHORIZED

Upon formation the total number of shares of all classes of stock which the Company is authorized to issue is Eight Hundred Fifty Million (850,000,000) shares of which Seven Hundred Fifty Million (750,000,000) shares shall be Common Stock, par value \$0.00025 per share, Ninety Million (90,000,000) shares shall be Preferred Stock, par value \$0.00025 per share and Ten Million (10,000,000) shares shall be Convertible Preferred Stock Class A, par value \$0.00025 per share.

#### COMMON STOCK

As of December 31<sup>st</sup>, 2020, the Company has 313,295,495 total outstanding common stock. The 187,941,597 shares of the outstanding common stock are restricted in accordance with Rule 144. The float as of December 31<sup>st</sup>, 2020 has 110,853,898 shares.

## ADVANCES FROM STOCKHOLDER

From time to time, the members of the Board of Directors and the beneficial stockholder of the Company advance funds to the Company for working capital purpose. Those advances are unsecured and non-interest bearing.

### NOTE 6 - Intangible Assets

Our recorded identifiable intangible assets primarily include customer lists, trademarks and trade names. Identifiable intangible assets with finite lives are amortized over their estimated useful lives cash flows. We have no indefinite-lived intangibles other than goodwill. The determination of the fair value of the intangible assets and the estimated useful lives are based on an analysis of all pertinent factors including (1) the use of widely-accepted valuation approaches, the income approach, or the cost approach, (2) our expected use of the asset, (3) the expected useful life of related assets, (4) any legal, regulatory, or contractual provisions, including renewal or extension periods that would cause substantial costs or modifications to existing agreements, and (5) the effects of demand, competition, and other economic factors. Should any of the underlying assumptions indicate that the value of the intangible assets might be impaired, we may be required to reduce the carrying value and subsequent useful life of the asset. If the underlying assumptions governing the amortization of an intangible asset were later determined to have significantly changed, we may be required to adjust the amortization period of such asset to reflect any new estimate of its useful life. Any write-down of the value or unfavorable change in the useful life of an intangible asset would increase expense at that time. There were no impairments of identifiable intangible assets during the Year End of 2020.

### NOTE 7 – Convertible Notes Payable

The Company is obligated under a series of no-interest bearing Convertible Notes payable. The Notes were issued at different times and are all convertible at a conversion rate of not less than \$0.001 per share and would convert into common shares.

The outstanding unconverted Notes as of December 31<sup>st</sup>, 2020 are as follows:

- Promissory notes between the Issuer and John Papavasiliopoulos - \$272,000 based on convertible promissory notes dated 06/7/2012, in the amount of \$50,000 (remaining balance \$7,000), 07/18/2012 in the amount of \$120,000 (remaining balance \$84,000), 10/03/2013 in the amount of \$30,000 (remaining balance \$15,500), 02/08/2013 in the amount of \$40,000, 12/20/2012 for the amount of \$40,000, 10/09/2012 for the amount of \$65,000; Conversion rates: \$0.001 or more.
- Promissory notes between the Issuer and Progressive Designs dated 11/05/15 - \$44,060; Conversion rate \$0.01 or more.
- Promissory note between the Issuer and Phoenix LLC dated 02/05/2019 – in the amount of \$10,000.00; Conversion rate \$0.01 or more.
- Promissory note between the Issuer and Thunderfoot LLC. dated 02/14/2019- for the amount of \$5,748.60; Conversion rate \$0.01 or more.
- Promissory note between the Issuer and PAG Group LLC, dated 01/01/2020, in the amount of \$6,050, conversion rate \$0,001 or more, no bearing interest.
- Promissory note between the Issuer and Phoenix Trading Company LLC, dated 05/20/2020, in the amount of \$4,760, conversion rate \$0,001 or more, no interest bearing.
- Promissory note between the Issuer and PAG Group LLC, dated 05/29/2020, in the amount of \$3,500, conversion rate \$0,001, or more, no interest bearing.
- Promissory note between the Issuer and PAG Group LLC, dated 07/17/2020, in the amount of \$4,475, conversion rate \$0,001, or more, no interest bearing.
- Promissory note between the Issuer and PAG Group LLC, dated 10/30/2020, in the amount of \$3,500, conversion rate \$0,001, or more, no interest bearing.
- Promissory note between the Issuer and PAG Group LLC, dated 11/13/2020, in the amount of \$42,870, conversion rate \$0,001, or more, no interest bearing.
- Promissory note between the Issuer and PAG Group LLC, dated 12/16/2020, in the amount of \$2,200, conversion rate \$0,001, or more, no interest bearing.

NOTE 8 – Subsequent Events

The Company changed its Board of Directors and appointed Mr. Ronald Minsky as the new President and Treasurer of the Company as of February 9, 2021.

The Company has issued 28,800,000 common shares on 01/28/2021 to its creditor Alpha Financing Group LLC.

The Company announced on 02/11/2021 that it has entered into agreement with the investor's relations firm CAP LLC.

The Company announced on 03/24/2021 that it entered into a Sales and Management Agreement with JET Collection for the placement and management of vending machines.

The Company has evaluated all other events that occurred after the balance sheet date through the date when the financial statements were issued to determine if they must be reported. The Management of the Company determined that there were no other reportable subsequent event(s) to be disclosed besides those noted above.