

**Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

**Livewire Ergogenics, Inc.**

A Nevada Corporation  
1600 N Kraemer Blvd  
Anaheim, CA 92806-1410

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[info@livewireergogenics.com](mailto:info@livewireergogenics.com)  
SIC Code: 2060

**Quarterly Report**

**For the Period Ending: September 30, 2020  
(the "Reporting Period")**

As of September 30, 2020, the number of shares outstanding of our Common Stock was: 1,211,562,739

As of December 31, 2019, the number of shares outstanding of our Common Stock was: 1,193,471,830

As of December 31, 2018, the number of shares outstanding of our Common Stock was: 952,712,931

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 [x]

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

Yes [ ] No [x]

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

Yes [ ] No [x]

# Livewire Ergogenics, Inc.

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## 1) Name of the issuer and its predecessors

Livewire Ergogenics, Inc. 9/20/2011 to current  
SF Blu Vu, Inc 5/15/2009 to 9/20/2011  
Semper Flowers, Inc. 10/9/2007 to 5/15/2009

The Company was formed in Nevada on October 9, 2007 under the name Semper Flowers, Inc. and on May 15, 2009, the Company changed its name to SF Blu Vu, Inc. On September 20, 2011, the Company changed its name to LIVEWIRE ERGOGENICS INC.

Incorporated in Nevada on October 9, 2007, Status: Active

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes [ ] No [x]

## 2) Security Information

Trading symbol:	LVVV	
Exact title and class of securities outstanding:	Common	
CUSIP:	53838A 104	
Par or stated value:	\$0.0001	
Total shares authorized:	1,500,000,000	as of date: 9/30/2020
Total shares outstanding:	1,211,562,739	as of date: 9/30/2020
Number of shares in the Public Float <sup>2</sup> :	621,101,756	as of date: 9/30/2020
Total number of shareholders of record:	893+	as of date: 9/30/2020

*Additional class of securities (if any):*

Trading symbol:	n/a	
Exact title and class of securities outstanding:	Class B Preferred	
CUSIP:	n/a	
Par or stated value:	\$0.0001	
Total shares authorized:	100,000	as of date: 9/30/2020
Total shares outstanding:	32,820	as of date: 9/30/2020

Trading symbol:	n/a	
Exact title and class of securities outstanding:	Class C Preferred	
CUSIP:	n/a	
Par or stated value:	\$0.0001	
Total shares authorized:	75	as of date: 9/30/2020
Total shares outstanding:	75	as of date: 9/30/2020

### Transfer Agent

Name: Continental Stock Transfer & Trust  
Phone: 212-856-3218  
Email: [eyoung@continentalstock.com](mailto:eyoung@continentalstock.com)

Is the Transfer Agent registered under the Exchange Act? Yes [X] No [ ]

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

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

3) Issuance History in the past two completed fiscal years and any subsequent interim period.

A. Changes to the Number of Outstanding Shares

Number of Shares outstanding as of September 30, 2018	Opening Balance: Common: 986,349,630 Preferred: 32,895								
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	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 (if applicable)	Restricted or Unrestricted as of this filing	Exemption or Registration Type?
10/10/18	New	10,000,000	Com	0.02	Yes	Brian Barnes	Consultant	R	4(a)(2)
10/23/18	New	1,250,000	Com	0.02	Yes	Tom Baird	Asset Purchase	R	4(a)(2)
10/23/18	New	1,250,000	Com	0.02	Yes	Victor Echeverri	Asset Purchase	R	4(a)(2)
10/23/18	New	1,250,000	Com	0.02	Yes	Ron Ourashi	Asset Purchase	R	4(a)(2)
10/23/18	New	1,250,000	Com	0.02	Yes	Gary Latham	Asset Purchase	R	4(a)(2)
11/9/18	New	9,375,000	Com	0.02	Yes	Cliff Rusin	Consultant	R	4(a)(2)
11/9/18	New	1,000,000	Com	0.02	Yes	Parker Rusin	Consultant	R	4(a)(2)
11/9/18	New	2,500,000	Com	0.02	Yes	Ron Katz	Consultant	R	4(a)(2)
11/9/18	New	1,500,000	Com	0.02	Yes	Leon Fleyshman	Consultant	R	4(a)(2)
11/9/18	New	625,000	Com	0.02	Yes	Larry Acton	Consultant	R	4(a)(2)
11/9/18	New	500,000	Com	0.02	Yes	Kyle McKay	Consultant	R	4(a)(2)
12/5/18	New	5,000,000	Com	0.015	Yes	Jim Connors	Sponsorship	R	4(a)(2)
12/5/18	New	5,000,000	Com	0.015	Yes	Verde Newell	Compensation	R	4(a)(2)
12/5/18	New	1,250,000	Com	0.015	Yes	Eric Herrer	Cash	R	4(a)(2)
12/5/18	New	1,470,588	Com	0.015	Yes	Ron Katz	Cash	R	4(a)(2)
12/5/18	New	750,000	Com	0.015	Yes	Carter Terry	Consultant	R	4(a)(2)
12/5/18	New	425,000	Com	0.015	Yes	Alan Cabibi	Consultant	R	4(a)(2)
12/5/18	New	14,000,000	Com	0.015	Yes	Rainer Poertner	Consultant	R	4(a)(2)
12/5/18	New	40,000,000	Com	0.015	Yes	Bill Hodson	Employment	R	4(a)(2)
12/5/18	New	200,000	Com	0.015	Yes	Alex Esquivel	Cash	R	4(a)(2)

<u>12/5/18</u>	<u>New</u>	<u>500,000</u>	<u>Com</u>	<u>0.015</u>	<u>Yes</u>	<u>Adrienne Joeut</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>9,000,000</u>	<u>Com</u>	<u>10k</u>	<u>No</u>	<u>Ira Gains</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>1,333,333</u>	<u>Com</u>	<u>10k</u>	<u>Yes</u>	<u>Eric Szyuk</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>2,083,333</u>	<u>Com</u>	<u>10k</u>	<u>Yes</u>	<u>Richard Bottner</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>1,333,333</u>	<u>Com</u>	<u>10k</u>	<u>Yes</u>	<u>Mike Arkin</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>3,246,753</u>	<u>Com</u>	<u>10k</u>	<u>Yes</u>	<u>Robert Basinoff</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>2,500,000</u>	<u>Com</u>	<u>10k</u>	<u>No</u>	<u>Ron Katz</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>2,617,558</u>	<u>Com</u>	<u>10k</u>	<u>No</u>	<u>James Eaton</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>9,375,000</u>	<u>Com</u>	<u>10k</u>	<u>No</u>	<u>Cliff Rusin</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>1,500,000</u>	<u>Com</u>	<u>10k</u>	<u>No</u>	<u>Leon Fleyshman</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>500,000</u>	<u>Com</u>	<u>10k</u>	<u>No</u>	<u>Kyle McKay</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>2/6/19</u>	<u>New</u>	<u>1,000,000</u>	<u>Com</u>	<u>10k</u>	<u>No</u>	<u>Parker Rusin</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/10/19</u>	<u>New</u>	<u>7,000,000</u>	<u>Com</u>	<u>0.013</u>	<u>No</u>	<u>Larry Whitehead</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/13/19</u>	<u>New</u>	<u>10,000,000</u>	<u>Com</u>	<u>0.0049</u>	<u>No</u>	<u>Rainer Poertner</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/14/19</u>	<u>New</u>	<u>21,000,000</u>	<u>Com</u>	<u>0.0048</u>	<u>No</u>	<u>Ira Gains /Peachtree</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/21/19</u>	<u>New</u>	<u>10,000,000</u>	<u>Com</u>	<u>0.004</u>	<u>No</u>	<u>Rick Darnell</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/21/19</u>	<u>New</u>	<u>1,000,000</u>	<u>Com</u>	<u>0.004</u>	<u>No</u>	<u>Kyle McKay</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/21/19</u>	<u>New</u>	<u>2,000,000</u>	<u>Com</u>	<u>0.004</u>	<u>No</u>	<u>Patrick Schweiker</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/21/19</u>	<u>New</u>	<u>10,000,000</u>	<u>Com</u>	<u>0.004</u>	<u>No</u>	<u>Tom Cling</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/21/19</u>	<u>New</u>	<u>1,587,302</u>	<u>Com</u>	<u>0.0063</u>	<u>No</u>	<u>Tom Owen</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/21/19</u>	<u>New</u>	<u>781,250</u>	<u>Com</u>	<u>0.0064</u>	<u>No</u>	<u>Jerry Prince</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/21/19</u>	<u>New</u>	<u>2,343,750</u>	<u>Com</u>	<u>0.0064</u>	<u>No</u>	<u>Chris Barnhardt</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
<u>11/21/19</u>	<u>New</u>	<u>2,000,000</u>	<u>Com</u>	<u>0.004</u>	<u>No</u>	<u>Wes Miyake</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>1/24/20</u>	<u>New</u>	<u>4,000,000</u>	<u>Com</u>	<u>0.0077</u>	<u>No</u>	<u>Ron Katz</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>7/09/20</u>	<u>New</u>	<u>5,000,000</u>	<u>Com</u>	<u>0.004</u>	<u>No</u>	<u>Jerry Bono</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/04/20</u>	<u>New</u>	<u>9,090,909</u>	<u>Com</u>	<u>0.0055</u>	<u>No</u>	<u>TriBridge/ John Forsythe</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
Shares Outstanding on <u>9/30/2020</u> <u>1,211,562,739</u>	Ending Balance: Common: <u>1,211,562,739</u> Preferred: <u>32,895</u>								

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

<b>Date of Note Issuance</b>	<b>Outstanding Balance (\$)</b>	<b>Principal Amount at Issuance (\$)</b>	<b>Interest Accrued (\$)</b>	<b>Maturity Date</b>	<b>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</b>	<b>Name of Noteholder</b>	<b>Reason for Issuance (e.g. Loan, Services, etc.)</b>
<u>4/22/14</u>	<u>\$196,341</u>	<u>\$230,000</u>	<u>0</u>	<u>12/15/16</u>	<u>None</u>	<u>Brad Nichols</u>	<u>Loan</u>
<u>8/16/13</u>	<u>\$156,281</u>	<u>\$100,000</u>	<u>\$56,281</u>	<u>8/16/16</u>	<u>0.25</u>	<u>Louise Uklea</u>	<u>Loan</u>
<u>10/3/13</u>	<u>\$83,316</u>	<u>\$50,000</u>	<u>33,316</u>	<u>10/26/16</u>	<u>0.25</u>	<u>Mishelle Herr</u>	<u>Loan</u>
<u>5/7/13</u>	<u>\$16,791</u>	<u>\$12,000</u>	<u>\$4,791</u>	<u>5/6/14</u>	<u>0.05</u>	<u>Michelle Breneman</u>	<u>Loan</u>
<u>8/1/12</u>	<u>\$16,419</u>	<u>\$10,000</u>	<u>\$6,419</u>	<u>n/a</u>	<u>Non</u>	<u>United Capital/Chris MacDougall</u>	<u>Loan</u>
<u>10/15/13</u>	<u>\$21,000</u>	<u>\$21,000</u>	<u>0</u>	<u>n/a</u>	<u>None</u>	<u>J&amp;K / Ken Kotchnik</u>	<u>Loan</u>
<u>9/29/17</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>0</u>	<u>10/15/19</u>	<u>None</u>	<u>Paradise Wire/Ira Gains</u>	<u>Loan</u>
<u>4/2/18</u>	<u>\$152,750</u>	<u>\$152,750</u>	<u>0</u>	<u>10/31/19</u>	<u>None</u>	<u>Ira Gains</u>	<u>Loan</u>
<u>4/16/18</u>	<u>\$150,000</u>	<u>\$100,000</u>	<u>\$50,000</u>	<u>12/16/18</u>	<u>None</u>	<u>JC Loans/Wm. Riley</u>	<u>Loan</u>
<u>7/26/18</u>	<u>\$71,631</u>	<u>\$65,000</u>	<u>\$6,631</u>	<u>4/26/19</u>	<u>None</u>	<u>Larry Whitehead</u>	<u>Loan</u>
<u>8/15/18</u>	<u>\$9,000</u>	<u>\$10,000</u>	<u>0</u>	<u>5/15/19</u>	<u>None</u>	<u>Addrianne Jouet</u>	<u>Loan</u>
<u>10/19/18</u>	<u>\$1,648</u>	<u>\$103,324</u>	<u>\$6,648</u>	<u>10/18/19</u>	<u>None</u>	<u>Verde/Mike Newell</u>	<u>Loan</u>
<u>12/16/18</u>	<u>\$151,000</u>	<u>\$151,000</u>	<u>0</u>	<u>12/16/19</u>	<u>None</u>	<u>Peachtree/Ira Gains</u>	<u>Loan</u>
<u>03/01/19</u>	<u>\$550,000</u>	<u>\$500,000</u>	<u>\$50,000</u>	<u>06/01/19</u>	<u>None</u>	<u>Tom Cling</u>	<u>Loan</u>
<u>4/1/2019</u>	<u>\$500,000</u>	<u>\$500,000</u>	<u>0</u>	<u>4/1/2020</u>	<u>None</u>	<u>Ira Gains</u>	<u>Loan</u>
<u>4/2/2019</u>	<u>\$13,000</u>	<u>\$50,000</u>	<u>\$1,000</u>	<u>6.2.2019</u>	<u>None</u>	<u>Wes Miyake</u>	<u>Loan</u>
<u>7/17/19</u>	<u>\$10,000</u>	<u>\$10,000</u>	<u>\$5,000</u>	<u>7/17/2020</u>	<u>None</u>	<u>Chris Barnhardt</u>	<u>Loan</u>
<u>7/17/19</u>	<u>\$5,000</u>	<u>\$5,000</u>	<u>\$2,500</u>	<u>7/17/2020</u>	<u>None</u>	<u>JE Prince</u>	<u>Loan</u>
<u>8.16.2019</u>	<u>\$100,000</u>	<u>\$100,000</u>	<u>0</u>	<u>9/16/2020</u>	<u>None</u>	<u>Peachtree / Ira Gains</u>	<u>Loan</u>
<u>10/1/19</u>	<u>\$10,000</u>	<u>\$10,000</u>	<u>0</u>	<u>7/1/20</u>	<u>None</u>	<u>Ymedia/Rainer Poertner</u>	<u>Loan</u>
<u>10/1/19</u>	<u>\$20,000</u>	<u>\$25,000</u>	<u>0</u>	<u>7/1/2020</u>	<u>None</u>	<u>Cont Capital/ Charles Cleland</u>	<u>Loan</u>
<u>11/1/19</u>	<u>\$215,900</u>	<u>\$215,900</u>	<u>0</u>	<u>4/27/2021</u>	<u>None</u>	<u>Peachtree/Ira Gains</u>	<u>Cons Loan</u>
<u>4/1/20</u>	<u>\$150,000</u>	<u>\$150,000</u>	<u>\$3,750</u>	<u>4/1/2020</u>	<u>None</u>	<u>Rainer Poertner</u>	<u>Cons Loan</u>
<u>05/26/20</u>	<u>\$300,000</u>	<u>\$300,000</u>	<u>0</u>	<u>12/1/2020</u>	<u>None</u>	<u>Donovan Anderson</u>	<u>Loan</u>
<u>05/27/20</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>0</u>	<u>9/27/2020</u>	<u>None</u>	<u>Jerry Bono</u>	<u>Loan</u>

**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)

Bill Hodson, CEO

LIVEWIRE ERGOGENICS, INC.  
CONSOLIDATED BALANCE SHEET  
FOR THE PERIOD ENDING SEPTEMBER 30, 2020 AND DECEMBER 31, 2019  
(UNAUDITED)

	September 30, 2020	December 31, 2019
<b>ASSETS</b>		
Current assets		
Cash	\$ 54,386	\$ -
Accounts receivable from related parties	234,831	60,000
Contract asset	94,000	360,000
Advances to Estrella Ranch	455,049	289,457
Loan to Estrella Ranch	557,694	-
Prepaid expense and other current assets	-	7,500
Current assets of discontinued operations	-	448,567
Total current assets	1,395,960	1,165,524
Fixed assets, net	474,347	619,206
Licenses	-	602,973
Investment in Estella Ranch	666,251	666,251
Investment in Mojave Jane	269,002	269,002
Total other assets	1,409,600	2,157,432
Total assets	\$ 2,805,560	\$ 3,322,956
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current liabilities		
Accounts payable and accrued liabilities	641,078	565,312
Convertible notes, net of unamortized discounts	243,250	236,949
Notes payable, net of unamortized discounts	2,552,627	1,992,162
Notes payable - related party	341,341	196,341
Derivative liability	20,000	39,636
Current liabilities of discontinued operations	-	73,150
Total current liabilities	3,798,296	3,103,550
Total liabilities	3,798,296	3,103,550
Stockholders' deficit		
Preferred stock; \$0.0001 par value; 10,000,000 shares authorized; 32,895 and 32,895 shares issued and outstanding as of September 30, 2020 and December 31, 2019, respectively	-	-
Common stock; \$0.0001 par value; 1,500,000,000 shares authorized; 1,211,562,739 and 1,193,471,830 shares issued and outstanding as of September 30, 2020 and December 31, 2019, respectively	121,158	119,349
Stock payable	78,500	277,000
Additional paid-in capital	23,437,264	23,343,073
Accumulated deficit	(24,629,658)	(23,365,463)
Total stockholders' deficit	(992,736)	373,959
Non-controlling interest	-	(154,553)
Total stockholders deficit to shareholders	(992,736)	219,406
Total liabilities and stockholders' equity	\$ 2,805,560	\$ 3,322,956

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



LIVEWIRE ERGOGENICS, INC.  
CONSOLIDATED STATEMENT OF OPERATION  
FOR THE PERIOD ENDING SEPTEMBER 30, 2020 AND 2019  
(UNAUDITED)

	For the Three Months Ended		For the Nine Months Ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Revenue	\$ 129,000	\$ 143,000	\$ 451,315	\$ 160,980
Cost of goods sold	-	\$ 5,680	40,000	10,189
Gross profit	<u>129,000</u>	<u>137,320</u>	<u>411,315</u>	<u>150,791</u>
Operating expenses				
Professional fees	52,009	44,601	160,976	182,921
Professional fees - related party	-	-	150,000	-
Stock based consulting expense	-	91,000	26,000	596,535
General and administrative expenses	25,850	30,413	406,548	91,891
Depreciation and amortization	30,914	34,666	92,072	102,350
Total operating expenses	<u>108,773</u>	<u>200,680</u>	<u>835,596</u>	<u>973,697</u>
Other income (expense)				
Gain on sale of GHC and related assets	-	-	77,957	-
Impairment of capitalized licenses	-	-	(602,973)	-
Gain on derivative	35,264	-	169,636	-
Gain on sale of stock	13,516	-	41,308	-
Loss on settlement of debt	-	-	(113,014)	-
Gain on sale of investment shares	-	400,000	-	400,000
Interest expense	(173,821)	(225,676)	(507,478)	(670,355)
Total other income (expense)	<u>(125,041)</u>	<u>174,324</u>	<u>(934,564)</u>	<u>(270,355)</u>
Net income (loss) from continuing operations	<u>\$ (104,814)</u>	<u>\$ 110,964</u>	<u>\$ (1,358,845)</u>	<u>\$ (1,093,261)</u>
Discontinued operations				
Income (loss) from operations of discontinued business units	\$ -	(60,618)	\$ 39,431	\$ (185,662)
Income tax expense	-	-	-	-
Income from discontinued operations net of income taxes	<u>-</u>	<u>(60,618)</u>	<u>39,431</u>	<u>(185,662)</u>
Net loss (income)	<u>\$ (104,814)</u>	<u>\$ 50,345</u>	<u>\$ (1,319,414)</u>	<u>\$ (1,278,924)</u>
Less: Net loss to noncontrolling interest		<u>(44,404)</u>	<u>\$ 19,321</u>	<u>\$ (105,675)</u>
Net income (loss) to shareholders	<u>\$ (104,814)</u>	<u>\$ 94,749</u>	<u>\$ (1,338,735)</u>	<u>\$ (1,173,249)</u>
Net income (loss) per common share - basic				
Loss from continuing operations	<u>\$ (0.00)</u>	<u>\$ 0.00</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Loss from discontinued operations	<u>\$ (0.00)</u>	<u>\$ 0.00</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Net loss	<u>\$ (0.00)</u>	<u>\$ 0.00</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average number of common shares outstanding - basic	<u>1,208,726,771</u>	<u>1,121,315,083</u>	<u>1,200,900,496</u>	<u>1,111,843,228</u>

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

LIVEWIRE ERGOGENICS, INC.  
CONSOLIDATED STATEMENT OF CASH FLOW  
THE PERIOD ENDING SEPTEMBER 30, 2020 AND 2019  
(UNAUDITED)

	For the Nine Months Ended	
	September 30, 2020	September 30, 2019
Cash Flows from Operating Activities		
Net loss	\$ (1,338,735)	\$ (1,278,924)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock based compensation	26,000	596,535
Gain on derivative liabilities	(169,636)	-
Gain on sale of GHC and related assets	77,957	-
Impairment expense	602,973	-
Bad debt expense	360,000	-
Loss on settlement of debt	113,014	-
Depreciation and amortization	92,072	102,350
Amortization of debt discount	384,534	566,181
Changes in assets and liabilities		
(Increase) decrease in prepaid expenses and other current assets	7,500	(485,229)
Increase in accounts receivable	(174,831)	(30,000)
(Increase) decrease in contract assets	206,000	(360,000)
Increase in stock payable	-	147,000
Increase in accounts payable	78,106	110,777
Net cash used in operating activities	264,954	(631,310)
Cash Flows from Investing Activities		
Purchase of investments	(723,286)	(590,426)
Net cash used in investing activities	(723,286)	(590,426)
Cash Flows from Financing Activities		
Proceeds from issuance of common stock	50,000	30,000
Payments on promissory notes	(44,478)	(145,933)
Proceeds from promissory notes	-	1,300,000
Proceeds from related party promissory notes	357,196	-
Proceeds from related party convertible promissory notes	150,000	-
Net cash from financing activities	512,718	1,184,067
Cash Flows provided by Discontinued Operations	-	15,042
Net increase (decrease) in cash	54,386	(22,627)
Beginning cash balance	-	27,948
Ending cash balance	\$ 54,386	\$ 5,321
Supplemental disclosure of cash flow information		
Cash paid for interest	\$ -	\$ -
Cash paid for tax	\$ -	\$ -
Non-Cash investing and financing transactions		
Stock to be issued under promissory notes	\$ 78,500	\$ 1,166,900

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

**LIVEWIRE ERGOGENICS, INC.**  
**CONSOLIDATED STATEMENT OF STOCKHOLDER EQUITY**  
**THE PERIOD ENDING SEPTEMBER 30, 2020 AND 2019**  
**(UNAUDITED)**

For the Nine Months Ended September 30, 2019											
	Preferred Stock - B		Preferred Stock - C		Common Stock		Additional	Stock	Non-controlling	Accumulated	Total Stockholders'
	Shares	Amount	Shares	Amount	Shares	Amount	Paid-in Capital	Payable	Interest	Deficit	Equity (Deficit)
<b>Balance, December 31, 2018</b>	<b>32,820</b>	<b>\$ -</b>	<b>75</b>	<b>\$ -</b>	<b>1,085,270,218</b>	<b>\$ 108,529</b>	<b>\$ 21,306,608</b>	<b>\$ 230,400</b>	<b>\$ -</b>	<b>\$ (21,608,838)</b>	<b>36,699</b>
Shares issued for cash	-	-	-	-	16,996,752	1,699	228,701	(230,400)	-	-	-
Shares issued for services	-	-	-	-	17,492,558	1,750	503,785	-	-	-	505,535
Commitment shares issued with debt	-	-	-	-	-	-	-	400,000	-	-	400,000
Net loss	-	-	-	-	-	-	-	-	-	(928,578)	(928,578)
<b>Balance, March 31, 2019</b>	<b>32,820</b>	<b>\$ -</b>	<b>75</b>	<b>\$ -</b>	<b>1,119,759,528</b>	<b>\$ 111,978</b>	<b>\$ 22,039,094</b>	<b>\$ 400,000</b>	<b>\$ -</b>	<b>\$ (22,537,416)</b>	<b>13,656</b>
Commitment shares issued with debt	-	-	-	-	-	-	-	692,500	-	-	692,500
Net loss	-	-	-	-	-	-	-	-	-	(276,885)	(276,885)
<b>Balance, June 30, 2019</b>	<b>32,820</b>	<b>\$ -</b>	<b>75</b>	<b>\$ -</b>	<b>1,119,759,528</b>	<b>\$ 111,978</b>	<b>\$ 22,039,094</b>	<b>\$ 1,092,500</b>	<b>\$ -</b>	<b>\$ (22,814,301)</b>	<b>429,271</b>
Shares issued for cash	-	-	-	-	-	-	-	30,000	-	-	30,000
Shares issued for services	-	-	-	-	7,000,000	700	90,300	-	-	-	91,000
Commitment shares issued with debt	-	-	-	-	-	-	-	74,400	-	-	74,400
Net income	-	-	-	-	-	-	-	-	-	44,322	44,322
<b>Balance, September 30, 2019</b>	<b>32,820</b>	<b>\$ -</b>	<b>75</b>	<b>\$ -</b>	<b>1,126,759,528</b>	<b>\$ 112,678</b>	<b>\$ 22,129,394</b>	<b>\$ 1,196,900</b>	<b>\$ -</b>	<b>\$ (22,769,979)</b>	<b>668,993</b>

  

For the Nine Months Ended September 30, 2020											
	Preferred Stock - B		Preferred Stock - C		Common Stock		Additional	Stock	Non-controlling	Accumulated	Total Stockholders'
	Shares	Amount	Shares	Amount	Shares	Amount	Paid-in Capital	Payable	Interest	Deficit	Equity (Deficit)
<b>Balance, December 31, 2019</b>	<b>32,820</b>	<b>\$ -</b>	<b>75</b>	<b>\$ -</b>	<b>1,193,471,830</b>	<b>\$ 119,349</b>	<b>\$ 23,343,073</b>	<b>\$ 277,000</b>	<b>\$ (154,553)</b>	<b>\$ (23,365,463)</b>	<b>219,406</b>
Shares issued for services	-	-	-	-	4,000,000	400	25,600	-	-	-	26,000
Divestiture of GHC	-	-	-	-	-	-	-	(277,000)	135,232	129,285	(12,483)
Net loss	-	-	-	-	-	-	-	-	19,321	(2,063,481)	(2,044,160)
<b>Balance, March 31, 2020</b>	<b>32,820</b>	<b>\$ -</b>	<b>75</b>	<b>\$ -</b>	<b>1,197,471,830</b>	<b>\$ 119,749</b>	<b>\$ 23,368,673</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ (25,299,659)</b>	<b>(1,811,237)</b>
Commitment shares issued with debt	-	-	-	-	-	-	-	98,500	-	-	98,500
Net income	-	-	-	-	-	-	-	-	-	774,815	774,815
<b>Balance, June 30, 2020</b>	<b>32,820</b>	<b>\$ -</b>	<b>75</b>	<b>\$ -</b>	<b>1,197,471,830</b>	<b>\$ 119,749</b>	<b>\$ 23,368,673</b>	<b>\$ 98,500</b>	<b>\$ -</b>	<b>\$ (24,524,844)</b>	<b>(937,922)</b>
Shares issued for cash	-	-	-	-	9,090,909	909	49,091	-	-	-	50,000
Commitment shares issued with debt	-	-	-	-	5,000,000	500	19,500	(20,000)	-	-	-
Net loss	-	-	-	-	-	-	-	-	-	(104,814)	(104,814)
<b>Balance, September 30, 2020</b>	<b>32,820</b>	<b>\$ -</b>	<b>75</b>	<b>\$ -</b>	<b>1,211,562,739</b>	<b>\$ 121,158</b>	<b>\$ 23,437,264</b>	<b>\$ 78,500</b>	<b>\$ -</b>	<b>\$ (24,629,658)</b>	<b>(992,736)</b>

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

## 5) Notes to Financial Statements

### Management's Discussion and Analysis of Financial Condition and Results of Operation

The following discussion and analysis should be read in conjunction with our consolidated financial statements. This discussion should not be construed to imply that the results discussed herein will necessarily continue into the future, or that any conclusion reached herein will necessarily be indicative of actual operating results in the future.

LiveWire has been operating in the health and wellness industry for several years, and in recent years has transitioned to focus on acquiring special purpose real estate properties conducive to discovering and developing high-end organic cannabinoid products for the health and wellness industry. The Company is in the process of centralizing operations from its different locations throughout California to its property Estrella Ranch in Paso Robles, California, according to its plan to develop the Ranch into the central hub for most of the the Company's operations. Buildout of the operations on the ranch has begun and the Company anticipates that this process will be concluded during the second half of 2020. This will further streamline and centralize operations true to management's mission statement to run a well organized and lean operation and keep overhead low. The Company's affiliate company, Estrella Ranch Partners, has facilitated the license application for the Estrella Ranch location in Paso Robles, which has been accepted "as complete" by the appropriate governing authorities. A county planning commission hearing is set for early December, 2020.

The Company's operator will cultivate advanced and unique hand-crafted organic cannabis products at this facility that will take advantage of a rapidly growing and maturing cannabis industry, accelerated by the advancing legalization and increasing public acceptance in California and throughout the country. The company is lead by a team of entrepreneurs, experienced cannabis operators and industry experts. This team applies the latest scientific knowledge and technology to cultivate and distribute hand-crafted, and rigorously tested organic cannabis products under strict legal and environmental compliance.

The Company will only acquire or work with carefully selected cannabis operators that are in complete compliance with Federal and State laws. LiveWire Ergogenics has established a unique profit-sharing business model for the cultivation of high-quality, handcrafted products under family-farm like conditions and strict quality control at its Estrella Ranch location. The Company strategically aligns itself with carefully selected businesses to become a vertically integrated company that will satisfy the fast-growing demand for high-quality and carefully tested products in the California cannabis market. The Company considers to expand its operations into other States as soon as Federal legislation permits. LiveWire does not sell or distribute any products anywhere that are in violation of the United States Controlled Substance Act.

### Critical Accounting Policies

The preparation of our consolidated financial statements in conformity with accounting principles generally accepted in the United States requires us to make estimates and judgments that affect our reported assets, liabilities, revenues, and expenses and the disclosure of contingent assets and liabilities. We base our estimates and judgments on historical experience and on various others assumptions we believe to be reasonable under the circumstances. Future events, however, may differ markedly from our current expectations and assumptions. While there are a number of significant accounting policies affecting our consolidated financial statements; we believe the following critical accounting policies involve the most complex and subjective estimates and judgments.

**Accounts Receivable** – We evaluate the collectability of our trade accounts receivable based on a number of factors. In circumstances where we become aware of a specific customer's inability to meet its financial obligations to us, a specific reserve for bad debts is estimated and recorded, which reduces the recognized receivable to the estimated amount we believe will ultimately be collected. In addition to specific customer identification of potential bad debts, bad debt charges are recorded based on our recent loss history and an overall assessment of past due trade accounts receivable outstanding.

**Inventories** – Inventories are stated at the lower of cost to purchase and/or manufacture the inventory or the current estimated market value of the inventory. We regularly review our inventory quantities on hand and record a provision for excess and obsolete inventory based primarily on our estimated forecast of product demand, production availability and/or our ability to sell the product(s) concerned. Demand for our products can fluctuate significantly. Factors that could affect demand for our products include unanticipated changes in consumer preferences, general market and economic conditions or other factors that may result in cancellations of advance orders or reductions in the rate of reorders placed by customers and/or continued weakening of economic conditions. Additionally, management's estimates of future product demand may be inaccurate, which could result in an understated or overstated provision required for excess and obsolete inventory.

**Long-Lived Assets** – Management regularly reviews property and equipment and other long lived assets, including certain definite-lived identifiable intangible assets, for possible impairment. This review occurs annually or more frequently if events or changes in circumstances indicate the carrying amount of the asset may not be recoverable. If there is indication of

impairment of property and equipment or amortizable intangible assets, then management prepares an estimate of future cash flows (undiscounted and without interest charges) expected to result from the use of the asset and its eventual disposition. If these cash flows are less than the carrying amount of the asset, an impairment loss is recognized to write down the asset to its estimated fair value. The fair value is estimated at the present value of the future cash flows discounted at a rate commensurate with management's estimates of the business risks.

**Revenue Recognition** – We recognize revenue when persuasive evidence of an arrangement exists, delivery has occurred, the sales price is fixed or determinable and collectability is reasonably assured. Generally, ownership of and title to our products pass to customers upon delivery of the products to customers. Net sales have been determined after deduction of promotional and other allowances in accordance with ASC 605-50. Amounts received pursuant to new and/or amended distribution agreements entered into with certain distributors, relating to the costs associated with terminating our prior distributors, are accounted for as revenue ratably over the anticipated life of the respective distribution agreement, generally 20 years. Management believes that adequate provision has been made for cash discounts, returns and spoilage based on our historical experience.

**Cost of Sales** – Cost of sales consists of the costs of products distributed, in-bound freight charges, as well as certain internal transfer and warehouse expenses incurred prior to delivery. Variable product costs account for the largest portion of the cost of sales.

**Operating Expenses** – Operating expenses include selling expenses such as distribution expenses to transport products to customers and warehousing expenses, as well as expenses for advertising, commissions and other marketing expenses. Operating expenses also include payroll costs, travel costs, professional service fees including legal fees, entertainment, insurance, postage, depreciation and other general and administrative costs.

**Income Taxes** – We utilize the liability method of accounting for income taxes as set forth in ASC 740. Under the liability method, deferred taxes are determined based on the temporary differences between the financial statement and tax basis of assets and liabilities using tax rates expected to be in effect during the years in which the basis differences reverse. A valuation allowance is recorded when it is more likely than not that some of the deferred tax assets will not be realized. In determining the need for valuation allowances we consider projected future taxable income and the availability of tax planning strategies. If in the future we determine that we would not be able to realize our recorded deferred tax assets, an increase in the valuation allowance would be recorded, decreasing earnings in the period in which such determination is made.

We assess our income tax positions and record tax benefits for all years subject to examination based upon our evaluation of the facts, circumstances and information available at the reporting date. For those tax positions where there is a greater than 50% likelihood that a tax benefit will be sustained, we have recorded the largest amount of tax benefit that may potentially be realized upon ultimate settlement with taxing authority that has full knowledge of all relevant information. For those income tax positions where there is less than 50% likelihood that a tax benefit will be sustained, no tax benefit has been recognized in the financial statements.

**Derivative Liabilities** The Company assessed the classification of its derivative financial instruments as of June 30, 2020, which consist of Convertible 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. The Company has agreed with the largest note holder to eliminate the conversion feature to reduce derivative liability, which will be reflected in the financial report for the quarter ending June 30, 2020.

ASC 815 generally provides three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument subject to the requirements of ASC 815. ASC 815 also provides an exception to this rule when the host instrument is deemed to be conventional, as described.

**Fair Value of Financial Instruments** - The Company has adopted FASB ASC 820 Fair Value Measurements and Disclosures, or ASC 820, for assets and liabilities measured at fair value on a recurring basis. ASC 820 establishes a common definition for fair value to be applied to existing generally accepted accounting principles that require the use of fair value measurements. The adoption of ASC 820 did not have an impact on the Company's financial position or operating results, but did expand certain disclosures. ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly

transaction between market participants at the measurement date. Additionally, ASC 820 requires the use of valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. These inputs are prioritized below:

- Level 1: Observable inputs such as quoted market prices in active markets for identical assets or liabilities
- Level 2: Observable market-based inputs or unobservable inputs that are corroborated by market data
- Level 3: Unobservable inputs for which there is little no market data, which require the use of the reporting entity's own assumptions.

The Company did not have any Level 2 or Level 3 assets or liabilities as of March 2020, with the exception of its convertible notes payable and derivative liability. The carrying amounts of these liabilities at March 30, 2020 approximate their respective fair value based on the Company's incremental borrowing rate.

Cash is considered to be highly liquid and easily tradable as of June 30, 2020 and therefore classified as Level 1 within our fair value hierarchy.

In addition, FASB ASC 825-10-25 Fair Value Option, or ASC 825-10-25, was effective for January 1, 2008. ASC 825-10-25 expands opportunities to use fair value measurements in financial reporting and permits entities to choose to measure many financial instruments and certain other items at fair value. The Company did not elect the fair value options for any of its qualifying financial instruments.

**Convertible Instruments** - The Company evaluates and accounts for conversion options embedded in its convertible instruments in accordance with professional standards for "Accounting for Derivative Instruments and Hedging Activities". Professional standards generally provides three criteria that, if met, require companies to bifurcate conversion option from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument. Professional standards also provide an exception to this rule when the host instrument is deemed to be conventional as defined under professional standards as the Meaning of "Conventional Convertible Debt Instrument".

The Company accounts for convertible instruments (when it has determined that the embedded conversion options should not be bifurcated from their host instruments) in accordance with professional standards when "Accounting for Convertible Securities with Beneficial Conversion Features," as those professional standards pertain to "Certain Convertible Instruments". Accordingly, the Company records, when necessary, discounts to convertible notes for the intrinsic value of conversion options embedded in debt instruments based upon the differences between the fair value of the underlying common stock at the commitment date of the note transaction and the effective conversion price embedded in the note. Debt discounts under these arrangements are amortized over the term of the related debt to their earliest date of redemption. The Company also records when necessary deemed dividends for the intrinsic value of conversion options embedded in preferred shares based upon the differences between the fair value of the underlying common stock at the commitment date of the note transaction and the effective conversion price embedded in the note.

ASC 81540 provides that, among other things, generally, if an event is not within the entity's control could or require net cash settlement, then the contract shall be classified as an asset or a liability.

## Results of Operation

### Comparison of the Results of Operations for the quarter ended September 30, 2020 and 2019.

During the quarter ending September 30, 2020 and 2019, sales of our products amounted to \$129,000 and \$143,000, respectively, a decrease of \$14,000. The decrease in sales is due to less income from the distribution revenue of GHC Ventures, which had been sold in Q2 2020. The decrease was balanced somewhat by increased revenues generated through rental, licensing and management of its intellectual and real estate properties. For the nine months period ending in September 2020 sales increased to \$451,415 compared to \$160,980 during the same period in 2019, an increase of \$290,335. The increase is mainly due to sales revenue from GHC Ventures that was still recognized in the period.

**Gross Profit.** For the quarter ended September 30, 2020, our gross profit was \$129,000 compared to a gross profit of \$137,320 for the quarter ended September 30, 2019, a decrease of \$8,320. For the nine months period ending September 2020 Gross Profit increased to \$411,315 from \$150,791 during the same period in 2019, an increase of \$260,524. The increase is based on management's efforts in streamlining operations, supported by revenue still being recognized from GHC Ventures.

**Profit (Loss) from Operations.** During the quarter ending September 30, 2020 and September 30, 2019, we incurred a net loss of \$104,814 compared to a profit of \$94,749 respectively, a decrease of \$199,563. The decrease was mainly due to expenses for the continuing infrastructure improvement of Estrella Ranch. During the nine months period ending September 30, 2020 our net loss increased to \$1,338,735 compared to a loss of \$1,173,249 in the same period in 2019, and increase of \$165,486 with the majority of cost for infrastructure improvements occurring in Q3 2020.

## Costs and Expenses

**General and Administrative.** For the quarter ending September 30, 2020 general and administrative expenses amounted to \$25,848 compared to \$30,413 for the quarter ended September 2019, a decrease of \$4,565, based on the Company's efforts to continue reducing G&A expenses and utilize outside sources whenever economical. In the nine month period ending September 30, 2020 G&A Expenses increased to \$406,546 compared with \$ \$91,891 in the same period in 2019, due to increase in activity and expenses related to permitting and licensing process during the first and second quarter of 2020.

**Professional Fees.** For the quarter ending September 30, 2020 and 2019, Professional Fees totaled \$52,009 and \$44,601 respectively, an increase of \$10,408. The increase is primarily due to the use of additional outside consultants in an effort to accelerate the final permit approval process with the appropriate government authorities. During the nine months ending September 30, 2020 Professional Fees totaled \$160,976, compared to \$182,921 in the same period 2019.

**Interest expense.** For the quarter ending September 30, 2020 interest expense decreased to \$173,821 from \$225,676 during the quarter ending September 30, 2019, an decrease of \$48,855. The primary reason for the decrease is reduced use of short term loan instruments. Interest expense for the nine months period ending September 2020 was \$507,478 compared to \$670,355 during the same period in 2019.

**Sale of Apple Rush Shares.** LiveWire entered into an agreement with The Apple Rush Company (APRU) whereby APRU agreed to purchase shares of common stock that LiveWire held in APRU for the purchase price of \$400,000, payable in monthly installments of \$30,000. APRU is a non-SEC reporting sub-penny stock and due to the general difficulty in clearing such sub-penny stocks for trading and establishing a reliable projected value, complicated by APRU's trading volatility specifically, LiveWire felt it was in the best interest of clarity to agree to a fixed price for the position. Shortly after executing the agreement, APRU defaulted on its payments and after several requests to rectify the default did not result in a resolution, LiveWire transferred the shares to a third-party for an interest of the proceeds generated from sale of the shares by the third party. So far, we reported the \$16,477 derived from the sale of stock as other income in our financial statements for the quarter ended March 31, 2020, \$11,315 for the quarter ending June 30, 2020 and \$13,516 for the quarter ending September 2020.

**Sale of GHC Ventures LLC.** In accordance with the Company's plan to centralize all operations throughout California at its Paso Robles facility and establish and maintain all licenses required for operation at that location, the company agreed to sell its stake in GHC Ventures, LLC, located in Coachella, California, and the underlying license expiring in July 2020, to SJ Venture, LLC for a purchase price of \$300,000 payable in monthly installments of \$25,000. LiveWire will maintain an ownership position until all outstanding installment payments are received. After careful review of potential income from the remaining timeframe on the license, the expense of relocating the license to Paso Robles, the Company's management felt this agreement to be in the best interest on the Company. For accounting purposes revenue generated by GHC Ventures during the quarter has not been recognized by LiveWire according to the GAAP accounting rules for discontinued operations. This will be handled retroactively for income statement purposes. When an operation is classified as a discontinued operation, the comparative Consolidated Statement of Operations, Consolidated Statement of Cash Flows, and Consolidated Balance Sheets are presented as if the operation had been discontinued from the start of the comparative year. Accordingly, revenue for the nine months ending September 30, 2020 has been adjusted retroactively to reflect this.

**Gain on change in fair value of derivative liability.** As described in our accompanying consolidated financial statements, we may have issued convertible notes with certain conversion features that have certain reset provisions. All of which, we are required to bifurcate from the host financial instrument and mark to market each reporting period. We recorded the initial fair value of the reset provision as a liability with an offset to equity or debt discount and subsequently mark to market the reset provision liability at each reporting cycle. For the quarter ending September 30, 2020, we recorded a gain of \$169,636 in fair value of the derivative liability as compared to a gain/loss of \$0 in the quarter ending September 30, 2019.

**Going Concern.** The Company's consolidated financial statements are prepared using U.S. GAAP applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. We have an accumulated earnings deficit of \$24,789,275 and our current liabilities exceeded our current assets by \$2,152,353 as September 30, 2020. We may require additional funding to sustain our operations and satisfy our contractual obligations for our planned operations. Our ability to establish the Company as a going concern is may be dependent upon our ability to obtain additional funding in order to finance our planned operations.

In order to continue as a going concern, develop a reliable source of revenues, and achieve a profitable level of operations the Company will need, among other things, additional capital resources. Management's plans to continue as a going concern include raising additional capital through increased sales of product and by sale of common shares. However, management cannot provide any assurances that the Company will be successful in accomplishing any of its plans. The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying

consolidated financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

## **6) Issuer's Business, Products and Services**

LiveWire Ergogenics, Inc. was originally formed as LiveWire MC2, LLC ("LVWR") and was organized under the laws of the State of California on January 7, 2008 as a limited liability company. LVWR was formed for the purpose of developing and marketing consumable energy supplements. LVWR adopted December 31 as the fiscal year end.

On June 30, 2011, LVWR, together with its members, entered into a purchase agreement (the "Purchase Agreement"), for a share exchange with SF Blu Vu, Inc., ("SF Blu"), a public Nevada corporation. SF Blu Vu Inc. was formed in Nevada on October 9, 2007 under the name Semper Flowers, Inc. On May 15, 2009, Semper Flowers, Inc. changed its name to SF Blu Vu, Inc. The Purchase Agreement was ultimately completed on August 31, 2011. Under the terms of the Purchase Agreement, SF Blu issued 36,000,000 (30,000,000 shares pre stock split of 1 (one) additional share for every five shares held of their common shares for 100% of the members' interest in LVWR. Subsequent to the Purchase Agreement, the members of LVWR owned 60% of common shares of SF Blu, effectively obtaining operational and management control of SF Blu. For accounting purposes, the transaction has been accounted for as a reverse acquisition under the purchase method of business combinations, and accordingly the transaction has been treated as a recapitalization of LVWR, the accounting acquirer in this transaction, with SF Blu as the legal acquirer.

Subsequent to the Purchase Agreement being completed, SF Blu as the legal acquirer and surviving company, together with their controlling stockholders from LVWR changed the name of SF Blu to LiveWire Ergogenics, Inc. ("LiveWire") on September 20, 2011. Hereafter, SF Blu, LVWR, or LiveWire are referred to as the "Company", unless specific reference is made to an individual entity.

LiveWire has been operating in the health and wellness industry for several years, and is focused on acquiring and managing special purpose real estate properties conducive to discovering and developing high-end, handcrafted organic cannabinoid products for the health and wellness industry. The Company is also in the early preparational stages of establishing research partnerships to explore the application of cannabinoid-based products to target specific ailments or conditions with large "sufferer" populations for human and veterinarian applications. The advanced product development and subsequent commercialization that could potentially arise out of these research projects will take advantage of a rapidly growing and maturing cannabis industry, accelerated by the advancing legalization and increasing public acceptance in California and throughout the country. The company is led by a team of entrepreneurs, experienced cannabis industry expert and operators who apply the latest scientific knowledge and technology to deliver hand-crafted, organic and rigorously tested cannabis products.

The Company is in the process of centralizing all operations currently in different locations throughout California at Estrella Ranch in Paso Robles, California that it facilitated the acquisition for in May 2019, according to its plan to develop the Ranch into the hub for most of the Company's operations. The Company anticipates that this process will be concluded during the late part of 2020 and result in further streamlining and centralizing operations in accordance with management's mission statement to run a lean operation and keep overhead low.

The Land Use Permit application for its Estrella Ranch location in Paso Robles, California has been submitted and "accepted as complete" by the appropriate city authorities and all required site visits have been concluded. A public hearing at the San Luis Obispo City Council's planning commission has been set for early December 2020, as the final step for approval of the permitting process. As a subsequent step, the Company will manage the follow-up application to the State of California immediately after local jurisdiction approval and expects that this application will be processed and approved shortly thereafter.

The Company has contracted with carefully selected cannabis operators and will only work with, or have ownership in companies that are in complete compliance with Federal and State laws and have the required expertise, track record and permits to operate legally. LiveWire's operation is focused on the management of cultivating products to satisfy the fast-growing demand for family-farmed, organic products in the California cannabis market. The Company may expand its operations nationwide as soon as Federal legislation



permits. The Company does not sell or distribute any products anywhere that are in violation of the United States Controlled Substance Act.

Together with its affiliate companies and contractual partners, the Company is pursuing a family-farm-style “Estate Grown Weedery” business model for the production and distribution of high-quality and handcrafted organic products. The Company will enter strategic alliances and seek the cooperation of the most experienced operators in the cannabis industry to accelerate product development, cultivation, and revenue generation under a unique revenue sharing model. After carefully vetting several potential partners

the Company has entered into its first definitive agreement with QDG Agricultural, an experienced agricultural company and highly specialized cannabis operator, with a successful track record for the cultivation of its proprietary cannabis strains. QDG has been designing and constructing all necessary infrastructure improvements required for phase one of the Estrella Ranch self-sustained and scalable growth operation within the constraints of the Paso Robles property. As soon as all final permits and licenses for these buildouts and operations have been awarded, QDG will immediately begin with the cultivation of its existing and marketable strains as allowed under California law under LiveWire’s unique revenue-sharing model. LiveWire owns and manages all real estate, completes the permit application process, and maintains all operating permits through its subsidiaries or affiliated companies.

QDG is an agricultural company that specializes in state-of-the-art cannabis cultivation practices backed by academia and proven results, with a long track record of success. QDG uses a propriety premium soil blend that is 100% organic living soil. This blend uses 60% less water, 50% less fertilizer and zero toxic pesticides, creating an ultra-efficient regenerative plant environment in strict compliance with all environmental rules and the rules that LiveWire has established for all operators on the Ranch. QDG uses state of the art technology and science executed by professionals with 20 years of experience. The QDG system is proven to be cost effective and scalable, offering a 100% organic “tractor-less farming”. QDG employs a highly experienced group of experts to get our Estrella Weedery operation off the ground quickly and successfully.

LiveWire does not sell or distribute any products anywhere that are in violation of the United States Controlled Substance Act and will only work with or have ownership in companies that are in complete compliance with Federal and State laws and have the required permits to operate.

## 7) Issuer’s Facilities

The Company leases space at the following location:

LiveWire Ergogenics, Inc.  
1600 N Kreamer Boulevard  
Anaheim, CA

This 1,500-square foot space currently serves as our administration headquarters and the Chief Executive Officer, Bill Hodson works full-time at this location. This is a month-to-month lease at \$1,500 per month.

LiveWire Ergogenics  
5165 Estrella Rd  
Paso Robles, CA 93446

The Company is in the process to consolidate all cannabis operations to its Estrella Ranch facility in Paso Robles and is occupying an 1800 square foot office space on the Ranch.

## 8) Officers, Directors, and Control Persons

We currently have one full-time contracted employee and several consultants and independent sales representatives who are based in California. Together they oversee day-to-day operations of the Company in Anaheim and Paso Robles to support management, engineering, and administration teams.

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding
Bill Hodson	Board Member, Chief Executive Officer, Treasurer	<u>Orange, CA</u>	54,629,000	<u>Comm</u>	<u>5%</u>

Bill Hodson	Board Member, Chief Executive Officer, Treasurer	<u>Orange, CA</u>	75	Preferred C	<u>100%</u>
William Riley	President, Director	<u>Las Vegas, NV</u>	0	n/a	n/a
Michael Corrigan	Director	<u>Carlsbad, CA</u>	0	n/a	n/a

## 9) Legal/Disciplinary History

A. Please identify whether any of the persons 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. On May 3, 2018, American E Group LLC (AEG) commenced a lawsuit against the Company in the United States District Court Southern District of New York. The lawsuit seeks to enforce a promissory note (the "Note") in the amount of \$30,000 that required the Company to issue \$50,000 worth of restricted stock to AEG. The Company retained Gusrae Kaplan Nusbaum, PLLC as litigation counsel. Pursuant to the Company's motion to dismiss the complaint, on October 29, 2018, the Court eliminated the provision of the Note that required the delivery to AEG of \$50,000 worth of restricted stock because it violates Section 190.40 of New York's Penal Law against criminal usury. On December 7, 2018, AEG's moved to amend its complaint to re-assert its claims seeking Livewire restricted stock that were previously dismissed. By Order dated August 2, 2019, the Court denied AEG motion to amend to the extent it sought to re-assert claims against Livewire seeking the restricted stock. On April 19, 2019, the Company filed amended counterclaims against AEG, which includes a claim for a declaratory judgment that the Note is void and AEG cannot recover any principal or interest on the loan. The Company also filed third party claims against JS Barkats PLLC ("JSB") and Sunny Barkats (the law firm and lawyer who represented the Company in connection with the Note transaction). The Company also filed third party claims against Elana Hirsch. AEG and related parties have dismissed their counsel numerous times and the Company is exploring further possibilities to dismiss the claim.

## 10) Third Party Providers

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

### Securities Counsel

Name: Michael Corrigan, Esq.  
Firm: Corrigan Law

Address 1: 10525 Vista Sorrento Pkwy, #200  
Address 2: San Diego, CA 92121  
Phone: 619-535-1100  
Email: mike@corriganlaw.net

Accountants

Name: BLUECHIP ACCOUNTING, LLC  
Title: CPA  
Address 2: Las Vegas Office  
Phone: 702.625.6406  
Email: [info@consultbc.com](mailto:info@consultbc.com)

Consulting Services

Name: Rainer Poertner  
Firm: Alliance Consulting  
Nature of Services: Business Consulting  
Address 1: 4712 Admiralty Way, #173|  
Address 2: Marina del Rey, CA 90292  
Phone: 442.287.5059  
Email: rpoertner@dynamicmarketconcepts.com

**11) Issuer Certification**

I, Bill Hodson, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Livewire Ergogenics, 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.

Dated: November 16, 2020

By: /s/ Bill J. Hodson  
Chief Executive Officer  
Chief Accounting Officer