INDEX TO UNAUDITED FINANCIAL STATEMENTS

Priority Aviation, Inc.
Balance Sheet
December 31,
(Unaudited)

	2020	2019
ASSETS		
CURRENT ASSETS		
Cash	$ 26,871	$ 26,871
Total current assets	26,871	26,871
OTHER ASSETS		
Goodwill, net of accumulated amortization	362,557	394,149
Total other assets	362,557	394,149
Total Assets	$ 389,428	$ 421,020
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Wages payable	$ 1,050,000	$ 750,000
Third party convertible debt, including accrued interest	640,000	600,000
Total current liabilities	1,690,000	1,350,000
Commitments and Contingencies	-	-
STOCKHOLDERS' DEFICIT		
Preferred stock, Series A, $0.001 par value, authorized 6,000 shares, 2,056 and 2,056 shares issued and outstanding	2	2
Preferred stock, Series B, $0.001 par value, authorized 100,000 shares, 0 and 0 shares issued and outstanding	-	-
Preferred stock, Series C, $0.001 par value, authorized 12,000,000 shares, 0 and 0 shares issued and outstanding	-	-
Preferred stock, Series D, $0.001 par value, authorized 25,000 shares, 0 and 0 shares issued and outstanding	-	-
Preferred stock, Series E, $0.001 par value, authorized 25,000 shares, 0 and 0 shares issued and outstanding	-	-
Preferred stock, Series F, $0.001 par value, authorized 1,000 shares, 0 and 0 shares issued and outstanding	-	-
Common stock, $0.001 par value, authorized 1,000,000,000; 752,305,734 and 752,305,734 shares issued and outstanding	752,306	752,306
Additional paid-in capital	(13,396,167)	(13,396,167)
Retained earnings	11,343,287	11,714,879
Total stockholders' deficit	(1,300,572)	(928,980)
Total Liabilities and Stockholders' Equity	$ 389,428	$ 421,020

Priority Aviation, Inc.
Statements of Operations
Year ended December 31,
(unaudited)

	2020	2019
REVENUES, net	$ -	$ -
OPERATING EXPENSES:		
Compensation expense	300,000	300,000
Total expenses	300,000	300,000
Net loss before other income (loss)	(300,000)	(300,000)
OTHER INCOME (LOSS)		
Interest expense	(40,000)	(40,000)
Amortization of goodwill	(31,592)	(31,592)
Total other income (loss)	(71,592)	(71,592)
Net income (loss)	$ (371,592)	$ (371,592)
Income (loss) per weighted average common share	$0.000	$0.000
Number of weighted average common shares outstanding	752,305,734	752,305,734

Priority Aviation, Inc.
Statement of Stockholders' Deficit
(Unaudited)
For the year ended December 31, 2019

	Number of Shares		Par Value				
	Common	**Preferred Series A**	**Common**	**Preferred Series A**	**Additional Paid-in Capital**	**Retained Earnings**	**Total Deficiency in Stockholders' Equity**
BALANCE, January 1, 2019	752,305,734	2,056	$ 752,306	$2	$ 189,029	$ 12,086,471	$ 13,027,808
Net loss	-	-	-	-	-	(371,592)	(371,592)
BALANCE, December 31, 2019	752,305,734	2,056	752,306	2	189,029	11,714,879	12,656,216
Net loss	-	-	-	-	-	(371,592)	(371,592)
BALANCE, December 31, 2020	752,305,734	2,056	$ 752,306	$2	$ 189,029	$ 11,343,287	$ 12,284,624

Priority Aviation, Inc.
Statements of Cash Flows
Year ended December 31,
(Unaudited)

	2020	2019
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	$(371,592)	$(371,592)
Adjustments to reconcile net loss to net cash used in operating activities:		
Amortization of goodwill	31,592	31,592
Changes in operating assets and liabilities		
Increase (decrease) in accounts payable and accrued expenses	300,000	300,000
Increase (decrease) in accrued interest	40,000	40,000
Net cash provided (used) by operating activities	0	0
CASH FLOWS FROM INVESTING ACTIVITIES:	-	-
CASH FLOWS FROM FINANCING ACTIVITIES:	-	-
Net increase (decrease) in cash	0	0
CASH, beginning of period	26,871	26,871
CASH, end of period	$ 26,871	$ 26,871
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Interest paid in cash	$ 0	$ 0
Taxes paid in cash	$ 0	$ 0
Non-Cash Financing Activities:		
None		

Priority Aviation, Inc.
Notes To Financial Statements
(Unaudited)

NOTE 1 - NATURE OF OPERATIONS

Priority Aviation, Inc. (the "Company") was organized under the laws of Nevada on March 25, 1999 as Thoroughbred Interests, Inc. On May 18, 2004, the Company changed its name to Phoenix Interests, Inc.; on July 14, 2009 the Company changed its name to NuMobile, Inc.; and on December 27, 2013, the Company changed its name to Priority Aviation, Inc.

In 2017, the Company elected to exit its business and divested its subsidiaries in exchange for the acquirer's assumption of the net liabilities. The Company recorded a net $17 million gain from this divestiture. The Company also acquired the business assets of Telluride Health Company, (THC), in exchange for a $500,000 convertible note payable.

The Company is working to develop the business model acquired from THC - designer bong waters. It is negotiating with several suppliers to contract for the production and bottling of these waters and drop-ship on behalf of the Company. The Company is also marketing the waters to a variety of wholesale and retail outlets.

NOTE 2 - BASIS OF PRESENTATION

a) Statement of Compliance: The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States ("GAAP") as issued by the Financial Accounting Standards Board ("FASB").

b) Basis of Measurement: The Company's financial statements have been prepared on the historical cost basis.

c) Use of Estimates: The preparation of financial statements in conformity with generally accepted accounting principles 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 financial statement date and the reported amounts of revenues and expenses during the reporting period. The Company regularly evaluates estimates and assumptions related to the useful life and recoverability of long-lived assets, fair value of convertible notes payable and derivative liabilities. The Company bases its estimates and assumptions on current facts, historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. To the extent there are material differences between estimates and the actual results, future results of operations will be affected.

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following summarize the more significant accounting and reporting policies and practices of the Company:

a) Revenue recognition: The Company adopted Accounting Standards Codification ("ASC") 606, Revenue From Contracts With Customers. This revenue recognition standard has a five step process: a) Determine whether a contract exists; b) Identify the performance obligations; c) Determine the transaction price; d) Allocate the transaction price; and e) Recognize revenue when (or as) performance obligations are satisfied.

Priority Aviation, Inc.
Notes To Financial Statements
(Unaudited)

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, continued

b) Stock compensation for services rendered: The Company may issue shares of common stock in exchange for services rendered. The costs of the services are valued according to generally accepted accounting principles and have been charged to operations.

c) Net income (loss) per share: Basic loss per share is computed by dividing the net income (loss) by the weighted average number of common shares outstanding during the period.

d) Property and equipment: All property and equipment are recorded at cost and depreciated over their estimated useful lives, using the straight-line method. Upon sale or retirement, the cost and related accumulated depreciation are eliminated from their respective accounts, and the resulting gain or loss is included in the results of operations. Repairs and maintenance charges, which do not increase the useful lives of the assets, are charged to operations as incurred.

e) Income Taxes: Provisions for income taxes are based on taxes payable or refundable for the current year and deferred taxes on temporary differences between the amount of taxable income and pretax financial income, and between the tax bases of assets and liabilities and their reported amounts in the financial statements. Deferred tax assets and liabilities are included in the consolidated financial statements at currently enacted income tax rates applicable to the period in which the deferred tax assets and liabilities are expected to be realized or settled as prescribed in FASB ASC 740. As changes in tax laws or rates are enacted, deferred tax assets and liabilities are adjusted through the provision for income taxes.

Tax positions initially need to be recognized in the financial statements when it is more-likely-than-not the positions will be sustained upon examination by the tax authorities.

f) Cash and equivalents: For purposes of the statement of cash flows, the Company considers all highly liquid investments with maturity of three months or less when purchased to be cash equivalents.

g) Financial Instruments: Financial Accounting Standards Board's (FASB) Accounting Standards Codification (ASC) 825, Disclosures about Fair Value of Financial Instruments, requires disclosures of the fair value of financial instruments. The carrying value of the Company's current financial instruments, which include cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities and shareholder loan, approximates their fair values because of the short-term maturities of these instruments.

h) Measurement: The Company initially measures its financial instrument at fair value, except for certain non-arm's length transactions.

The Company subsequently measures all its financial assets and financial liabilities at amortized cost, except for investments in equity instruments that are quoted in an active market, which are measured at fair value. Changes in fair value are recognized in earnings for the period in which they occur.

Financial liabilities include accounts payable and accrued liabilities.

i) Impairment: Financial assets measured at cost are tested for impairment when there are indicators of impairment. The amount of the write-down is recognized in earnings for the period. The previously recognized impairment loss may be reversed to the extent of the improvement, directly or by adjusting the allowance account, provided it is no greater than the amount that would have been reported at the date of the reversal had the impairment not been recognized previously. The amount of the reversal is recognized in earnings for the period.

Priority Aviation, Inc.
Notes To Financial Statements
(Unaudited)

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

j) Impairment of Long-Lived Assets: A long-lived asset is tested for impairment whenever events or changes in circumstances indicate that its carrying value amount may not be recoverable. An impairment loss is recognized when the carrying amount of the asset exceeds the sum of the undiscounted cash flows resulting from its use and eventual disposition. The impairment loss is measured as the amount by which the carrying amount of the long-lived assets exceeds its fair value.

k) Related Party Transactions: All transactions with related parties are in the normal course of operations and are measured at the exchange amount.

l) Intangible Assets The useful life of intangible assets is assessed as either finite or indefinite. Following the initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses, if any.

Intangible assets with finite useful lives are carried at cost less accumulated amortization. Amortization is calculated using the straight line method over the estimated useful lives.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis. If impairment indicators are present, these assets are subject to an impairment review. Any loss resulting from impairment of intangible assets is expensed in the period the impairment is identified.

n) Recent Accounting Pronouncements: Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force), the American Institute of Certified Public Accountants, and the SEC did not, or are not believed by management to, have a material impact on the Company's present or future financial position, results of operations or cash flows.

NOTE 4 - GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company’s financial position and operating results raise substantial doubt about the Company’s ability to continue as a going concern, as reflected by the net loss of $0.4 million for the year ended December 31, 2020 and $1.6 million negative working capital. The ability of the Company to continue as a going concern is dependent upon commencing operations, developing sales and obtaining additional capital and financing. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern. The Company is currently seeking additional capital to allow it to begin its planned operations

NOTE 5 - THIRD PARTY CONVERTIBLE LOANS

In 2017, the Company entered into a convertible note payable in the amount of $500,000, to complete the acquisition of the assets of Telluride Health Company. This note carries a8% interest rate and matures August 31, 2021.

.

NOTE 6 – STOCKHOLDERS EQUITY

The Company is authorised to issue 1,000,000,000 shares of $0.001 par value common stock and 6,000 shares of $0.001 par value preferred stock Series A, 100,000 shares of preferred Series B, 12,000,000 shares of Series C, 25,000 shares of Series D, 25,000 shares of Series E and 1,000 shares of Series F. The holders of the Class A Preferred Stock own 51% of the voting power of the shareholders vote of the Company.

Priority Aviation, Inc.
Notes To Financial Statements
(Unaudited)

NOTE 6 – STOCKHOLDERS EQUITY, continued

At December 31, 2020 and 2019, the Company had 752,305,734 and 752,305,734, respectively, shares of common stock issued and outstanding. At December 31, 2020 and 2019, the Company had 2,056 shares of Series A preferred stock issued and outstanding.

NOTE 11 - COMMITMENTS AND CONTINGENCIES

a) Legal Matters: From time to time, we may be involved in litigation relating to claims arising out of our operations in the normal course of business. As of December 31, 2020, there were no pending or threatened lawsuits that could reasonably be expected to have a material effect on the results of our operations.

NOTE 12 - SUBSEQUENT EVENTS

a) COVID-19: The full extent to which the COVID-19 pandemic may directly or indirectly impact our business, results of operations and financial condition, will depend on future developments that are uncertain, including as a result of new information that may emerge concerning COVID-19 and the actions taken to contain it or treat COVID-19, as well as the economic impact on local, regional, national and international customers and markets. We have made estimates of the impact of COVID-19 within our financial statements, and although there is currently no major impact, there may be changes to those estimates in future periods.