ANNUAL REPORT

Pursuant to Rule 15c2-(11)(a)(5)

For

NOHO, INC.

For the Period Ended September 30, 2016

Dated: November 17, 2016

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

NOHO, INC.

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NOHO, INC.
QUARTERLY REPORT

All information contained in this Annual Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

No dealer, salesman or any other person has been authorized to give any information or to make any representations not contained herein in connection with the Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Issuer's Annual Report.

ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The exact name of the Issuer is:

NOHO, Inc. (hereinafter referred to as "NOHO", "DRNK", "Issuer" or "Company").

The names and history of the Issuer's predecessors:

The Company was incorporated in the State of Wyoming on September 30, 2011 under the name RealEstate Pathways, Inc. On March 9, 2012 our registration statement filed on Form S-1 was deemed effective, registering 3,000,000 common stock shares at a fixed price of $0.04 per share.

On December 31, 2012, the Company effectuated a 15.2 to 1 forward split of the Company's common stock issued and unissued common stock as of January 16, 2013, the record date. Immediately after the forward split, the number of shares issued and outstanding increased to 22,861,676.

On January 4, 2013, the Company entered into a Distributor Agreement (the "Agreement") with Dolce Bevuto, Inc., a Nevada corporation (formerly Dolce Bevuto, LLC, a California limited liability company). Pursuant to the Agreement, the Company obtained the non-exclusive right to distribute a product named "NOHO®" – The Hangover Defense®. The term of the Agreement is for one year and allows the Company to use the NOHO® trademarks solely in connection advertising, distribution, marketing, and sale of the product throughout certain territories.

On January 9, 2013, the Company changed its name from RealEstate Pathways, Inc. to NOHO, Inc. The amendment occurred as a result of our stockholders approving the amendment at the 2012 Annual Meeting of Stockholders and a subsequent vote by the Board of Directors.

On January 31, 2013, the trading symbol for the Company's common stock, which is quoted on the OTC:QB, was changed from REPW to HANG. Subsequently, on February 21, 2013, the trading symbol for the Company's common stock was changed from HANG to DRNK.

On March 18, 2013, the Company entered into an Acquisition Agreement and Plan of Merger by and among, Dolce Sub Co, a Nevada corporation and wholly owned subsidiary of Company, ("Sub Co") and Dolce Bevuto, Inc., a Nevada corporation ("DB"); DB and Sub Co being the constituent entities in the Merger. The Company issued 12,713,763 shares of its Rule 144 restricted common stock in exchange for 100% of DB's issued and outstanding stock. Pursuant to the terms of the Merger, Sub co merged with DB and Sub Co ceased to exist; DB become a wholly owned-subsidiary of the Company. The Merger, which closed on April 1, 2013, provided the Company with the ownership of 100% of DB, as reported on Form 8-K filed with the Commission on April 2, 2013.

On September 9, 2016, NOHO, Inc., a Wyoming corporation (the "Company"), by and through its Board of Directors and majority shareholder entered into a share exchange agreement (the "Agreement") with Media360 Licensing, Inc., A Wyoming corporation ("Media360"). Pursuant to the Agreement, the shareholders of Media360 exchanged 100% of their shares of common stock of Media360 for 54,000,000,000 shares of common stock of the Company. As a result, Media360 shall become a wholly-owned subsidiary of the Company and the business of Media360 shall continue through the Company. Additionally, as a result of the Agreement, the Company will change its name to "Media360 Licensing, Inc." and will request an OTC symbol change from its current symbol "DRNK" to "MDLC" or to an alternative symbol if requested by FINRA.

ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES

Company Headquarters:
16000 N. 80th Street, Suite E
Scottsdale, AZ 85258
Telephone: 480-306-7319
www.nohodrink.com

Investor Relations Firm:
None

ITEM 3. SECURITY INFORMATION

Trading symbol
The Company's trading symbol is DRNK.

The Company's CUSIP
The Company's CUSIP as of September 30, 2016 is 65528C208. Former CUSIP was 65528C109.

Par or Stated Value:
The Company's Common Stock has a par value of $0.001.

Shares Authorized:

As of the date of this Report, the Issuer has two classes of securities; Common Stock and Preferred Stock, par value $0.001

On February 16, 2016, the Company increased the total number of authorized stock of the Company from 2,250,000,000 to 10,050,000,000 shares consisting of: (i) 10,000,000,000 shares of common stock, par value $0.001 per share ("Common Stock"); and (ii) 50,000,000 shares of preferred stock, par value $0.001 per share ("Preferred Stock"), the preferences, rights and limitations of classes or series of Preferred Stock may be designated from time to time by the Board of Directors.

On October 17, 2016, the Company increased the total number of authorized stock of the Company from 10,050,000,000 to 65,050,000,000 shares consisting of: (i) 65,000,000,000 shares of common stock, par value $0.001 per share ("Common Stock"); and (ii) 50,000,000 shares of preferred stock, par value $0.001 per share ("Preferred Stock"), the preferences, rights and limitations of classes or series of Preferred Stock may be designated from time to time by the Board of Directors.

As of November 16, 2016, there were 6,155,216,110 shares of common stock issued and outstanding and 0 shares of preferred stock issued and outstanding.

Shares Outstanding:

As of November 14, 2016

Class	Shares Authorized	Shares Outstanding	Freely Tradable Shares (Float)	Total Number of Beneficial Shareholders	Total Number of Shareholders of Record
Common	65,000,000,000	6,155,216,110	3,327,269,696	2	179
Preferred	50,000,000	10,000,000	0	1	1

As of September 30, 2016

Class	Shares Authorized	Shares Outstanding	Freely Tradable Shares (Float)	Total Number of Beneficial Shareholders	Total Number of Shareholders of Record
Common	65,000,000,000	59,459,765,775	2,881,819,361	2	179
Preferred	50,000,000	10,000,000	0	1	1

Transfer Agent
Columbia Stock Transfer Company
1869 E Seltice Way #292
Post Falls, ID 83854
Tel: 208-664-3544
Fax: 855-664-3544
wwwcolumbiastock.com

Restrictions on the transfer of any security:
None

Describe any trading suspension orders issued by the SEC in the past 12 months:
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:

On September 9, 2016, NOHO, Inc., a Wyoming corporation (the "Company"), by and through its Board of Directors and majority shareholder entered into a share exchange agreement (the "Agreement") with Media360 Licensing, Inc., A Wyoming corporation ("Media360"). Pursuant to the Agreement, the shareholders of Media360 exchanged 100% of their shares of common stock of Media360 for 54,000,000,000 shares of common stock of the Company. As a result, Media360 shall become a wholly-owned subsidiary of the Company and the business of Media360 shall continue through the Company. Additionally, as a result of the Agreement, the Company will change its name to "Media360 Licensing, Inc." and will request an OTC symbol change from its current symbol "DRNK" to "MDLC" or to an alternative symbol if requested by FINRA.

ITEM 4. ISSUANCE HISTORY

Events by the Issuer Resulting in Changes in Total Outstanding Shares for the Past Two Fiscal Years:

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two-year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

On November 15, 2016, the Company cancelled the 54,000,000,000 common shares issued pursuant to the Share Exchange Agreement dated September 9, 2016 and issued Series B Preferred Stock in place of the 54 billion shares. The Series B Preferred Shares carries the same ratio percentage as the 54 billion did for the Share Exchange Agreement.

Subsequent events to September 30, 2016, On October 25, 2016, the Company issued 250,000,000 restricted common shares to Estevan Lucero, Esq. in lieu of legal fees for settling the KBM Worldwide convertible debenture agreement. All of KBM notes were subsequently canceled as a result of the settlement.

During the three months ended September 30, 2016, On September 9, 2016, the Company issued 54,000,000,000 shares pursuant to the Share Exchange Agreement with Media360 Licensing, Inc.

Subsequent events to June 30, 2016, On July 13, 2016, the Company issued 271,896,335 shares of its common stock, pursuant to a conversion notice, at $.00006 per share.

One August 25, 2016, the Company issued 173,554,000 shares of its common stock, pursuant to a conversion notice, at $.00006 per share.

During the three months ended March 31, 2016, the Company authorized the issuance of a total of 145,099,910 shares of common stock in connection with convertible debenture in the amount of $109,676.

Subsequent events: From January 1, 2016 through May 20, 2016, the date the consolidated financial statements were issued. NOHO, Inc. issued 3,625,993,160 additional shares primarily upon request for conversion of convertible notes payable.

During the three months ended September 30, 2015, the Company authorized the issuance of a total of 128,774,948 shares of common stock in connection with convertible debenture in the amount of $59,228.

During the three months ended September 30, 2015, the Company issued 1,000,000 shares of its common stock for to various employees and consultants in exchange for services rendered. Upon receiving request for conversion of convertible notes payable the Company issued 228,390,400 shares retiring debts equal to $160,554. The total number of shares outstanding as of September 30, 2015 was 516,071,691.

During the three months ended March 31, 2015, the Company issued 350,000 shares of its common stock for to various employees and consultants in exchange for services rendered. Additionally, the Company issued and sold 150,000 shares of its common stock for an aggregate purchase price of $3,000. Further, the company issued 305,556 shares as incentives for debt financing. Upon receiving request for conversion of convertible notes payable the Company issued 259,312,862 shares retiring debts equal to $542,633. The total number of shares outstanding as of September 30, 2015 was 286,681,291.

For the twelve-month period ending December 31, 2014, the Company issued 2,990,830 shares of its common stock for to various employees and consultants in exchange for services rendered. Additionally, the Company issued and sold 297,167 shares of its common stock for an aggregate purchase price of $134,500. Further, the company issued 211,400 shares as incentives for debt financing. Upon receiving request for conversion of convertible notes payable the Company issued 6,143,476 shares retiring debts equal to $561,633.

ITEM 5. FINANCIAL STATEMENTS

Unaudited consolidated financial statements for the Company for the period ended September 30, 2016, are included herein. These financial statements were prepared by NowCFO with assistance of internal management of the Company

NOHO, INC.
Consolidated Balance Sheets
(Unaudited)

	September 30, 2016	December 31, 2015
ASSETS		
Current assets:		
Cash	$ -	$ -
Accounts receivable	-	147,655
Prepaid expenses	-	17,605
Inventory	181,186	372,391
Total current assets	181,186	537,651
Long Term Assets:		
Notes Receivable	2,000,000	-
Fixed assets, net of accumulated depreciation of $0 and $12,084, respectively	-	21,600
Intangible assets, net of accumulated amortization of $98,993 and $62,146, respectively	2,113,325	114,263
Total assets	$ 4,294,511	$ 673,513
LIABILITIES AND STOCKHOLDERS' (DEFICIT)		
Current liabilities:		
Accounts payable	$ -	$ 577,508
Bank overdraft	-	1,176
Accrued Liabilities	-	236,410
Accrued Liabilities - related party	-	11,980
Accrued compensation - related party	-	822,506
Accrued interest	-	65,833
Accrued interest - related party	-	110,414
Related-party notes payable	58,000	-
Notes payable, net of discounts of $0.00 and $16,317 respectively	-	566,140
Convertible notes payable, net of discounts of $98,993 and $370,304, respectively	720,749	681,261
Total current liabilities	778,749	3,073,228
Commitments & contingencies	-	-
Total liabilities	778,749	3,073,228
Stockholders' equity/(deficit):		
Series A preferred stock, $0.001 par value, 50,000,000 shares authorized, 10,000,000, and 0 shares issued and outstanding at September 30, 2016 and December 31, 2015, respectively	10,000	-
Common stock, $0.001 par value, 10,000,000,000 shares authorized, 5,905,216,010 and 786,265,910 shares issued and outstanding at September 30, 2016 and December 31, 2015, respectively	5,905,352	786,266
Additional paid in capital	(108,250)	8,747,409
Accumulated (deficit)	(2,291,340)	(11,933,390)
Total stockholders' equity/(deficit)	3,515,762	(2,399,715)
Total liabilities and stockholders' equity/(deficit)	$ 4,294,511	$ 673,513

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

NOHO, INC.
STATEMENTS OF OPERATIONS
(Unaudited)

	For the Nine Months Ended Sept 30,	
	2016	**2015**
Sales Revenue, net	$ -	$ 609,957
Distributorship revenue	4,000,000	-
Total revenue	4,000,000	609,957
Cost of goods sold	418	143,631
Gross profit	3,999,582	466,326
Operating expenses:		
Consulting Fee	-	5,177
Compensation expense	90,000	339,930
General and administrative	65,667	656,616
Professional fees	129,824	48,546
Promotional and marketing	153	22,515
Selling expense	-	28,813
Total operating expenses	285,644	1,101,597
Loss from continuing operations	3,713,938	(635,271)
Other (income) expenses:		
Other (income)	20,000	(5,400)
Amortization of debt discount	-	379,809
Interest expense, net	58,974	79,861
Interest expense - related party	-	-
Total other income (expense)	78,974	454,270
Net Income/(loss)	$ 3,634,964	$ (1,089,541)
Earnings (loss) per share - basic and fully diluted	$ 0.00088	$ (0.00480)
Weighted average number of shares outstanding - basic and fully diluted	4,117,723,418	208,100,937

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

NOHO, INC.
STATEMENTS OF CASH FLOWS
(Unaudited)

	For the Nine Months Ended September	
	2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	$ 3,634,964	$ (1,089,541)
Adjustments to reconcile net loss from operations to net cash used in operating activities:		
Common stock issued for services	47,500	4,144
Common stock issued for compensation	250,000	83,625
Depreciation and amortization	2,814	3,490
Amortization of debt discount	98,993	105,323
Changes in operating assets and liabilities:		
Decrease (Increase) in accounts receivable	147,655	(106,296)
Decrease (Increase) in related party receivable	(2,000,000)	-
Decrease (Increase) in prepaid expenses	17,605	-
Decrease (Increase) in inventory	191,205	(93,944)
Increase (Decrease) in accounts payable	-	115,930
Increase (Decrease) in accrued payroll	-	143,167
Increase (Decrease) in accrued liabilities-Related Party	-	3,652
Increase (Decrease) in accrued compensation-Related Party	-	99,100
Increase (Decrease) in accrued interest payable	-	(74,000)
Increase (Decrease) in Line of Credit-Related Party	58,000	(135,446)
Increase (Decrease) in Convertible Notes Payable	-	414,051
Net cash (used in) operating activities	2,448,736	(526,745)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(2,000,000)	(10,893)
Disposal of fixed assets	19,724	-
Net cash (used in) investing activities	(1,980,276)	(10,893)
CASH FLOWS FROM FINANCING ACTIVITIES		
Bank overdraft	(1,176)	(2,302)
Proceeds from notes payable	(624,739)	500,836
Payments on notes payable	-	
Convertible notes payable	157,456	-
Proceeds from the sale of common stock	-	3,000
Net cash provided by financing activities	(468,459)	501,534
Net change in cash	-	(36,104)
Cash - beginning	-	36,104
Cash - ending	$ -	$ -
SUPPLEMENTAL INFORMATION:		
Interest paid	$ -	$ -
Income taxes paid	$ -	$ -
SUPPLEMENTAL NON-CASH DISCLOSURES:		
Shares issued in connection with convertible debenture	$ 130,955	$ 734,654

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

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

The Company was incorporated on December 3, 2010 (Date of Inception) under the laws of the State of California, as Dolce Bevuto, LLC. On February 8, 2013, the Company was domiciled from a California limited liability company to a Nevada corporation. As a result of conversion from a limited liability company to a corporation, the financial statements of the Company have been prepared retroactively as if the Company was a corporation as December 3, 2010.

On April 1, 2013, we acquired 100% of the issued and outstanding common stock of Dolce Bevuto, Inc. Under the share exchange agreement, Noho, Inc. issued 12,713,763 shares of its common stock to various individuals and entities in exchange for 100% of Dolce Bevuto, Inc. Additionally, under the share exchange agreement, the former officers and directors of Noho, Inc. agreed to cancel 19,760,000 shares of common stock. For accounting purposes, the acquisition of the Dolce Bevuto, Inc. by Noho, Inc. has been accounted for as a recapitalization, similar to a reverse acquisition except no goodwill is recorded, whereby the private company, Dolce Bevuto, Inc., in substance acquired a non-operational public company (Noho, Inc.) with nominal assets and liabilities for the purpose of becoming a public company. Accordingly, Dolce Bevuto, Inc. is considered the acquirer for accounting purposes and thus, the historical financials are primarily that of Dolce Bevuto, Inc. As a result of this transaction, Noho, Inc. changed its business direction and is now a beverage business. Dolce Bevuto, Inc. was incorporated on December 3, 2010 (Date of Inception) and accordingly, the accompanying financial statements are from the Date of Inception of Dolce Bevuto, Inc. through ending reporting periods reflected.

On October 19, 2016, NOHO, Inc. entered into a spin-off agreement with Purple Investment Group, Inc., a Nevada corporation, ("Spin-Off Agreement"), to ostensibly spinoff its ownership in a multi-level marketing business named DRNK Direct, LLC, as well as, certain assets and liabilities of Dolce Bevuto, LLC, the wholly-owned subsidiary of NOHO, Inc. Of additional importance is that notes payable of approximately $608,000.00 have been assigned to the buyer and are no longer obligations of NOHO, Inc.

The financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America, and are expressed in U.S. dollars. The Company's fiscal year end is December 31.

Nature of operations

Currently, the Company is focused on the production and sale of NOHO, a beverage for hangover defense. The Company purchases raw materials and outsources the manufacturing to a third party.

Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ significantly from those estimates.

Fair value of financial instruments

We utilize ASC 820-10, Fair Value Measurement and Disclosure, for valuing financial assets and liabilities measured on a recurring basis. Fair value is defined as the exit price, or the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants as of the measurement date. The guidance also establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are inputs market participants would use in valuing the asset or liability and are developed based on market data obtained from sources independent of our Company. Unobservable inputs are inputs that reflect our Company's assumptions about the factors market participants would use in valuing the asset or liability. The guidance establishes three levels of inputs that may be used to measure fair value:

Level 1. Observable inputs such as quoted prices in active markets;
Level 2. Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and
Level 3. Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

As of September 30, 2016 and December 31, 2015, we did not have any level 2 or 3 assets or liabilities.

Cash and cash equivalents

For the purpose of the statements of cash flows, all highly liquid investments with an original maturity of three months or less are considered to be cash equivalents. The carrying value of these investments approximates fair value. As of September 30, 2016 and December 31, 2015, there are no cash equivalents.

Accounts receivable

The Company uses the allowance method to account for uncollectible accounts receivable. The allowance for doubtful accounts represents the Company's best estimate of the amount of probable credit losses in the Company's existing accounts receivable. The Company determines the allowance based on specific customer information, historical write-off experience and current industry and economic data. Account balances are charged off against the allowance when the Company believes it is probable the receivable will not be recovered. Management believes that there are no concentrations of credit risk for which an allowance has not been established. Although management believes that the allowance is adequate, it is possible that the estimated amount of cash collections with respect to accounts receivable could change. Accounts receivable are presented net of an allowance for doubtful accounts of $0 and $0 at September 30, 2016 and December 31, 2015, respectively.

Inventory

Inventories are stated at the lower of cost (first-in, first-out basis) or market (net realizable value).

Fixed assets

The Company records all property and equipment at cost less accumulated depreciation. Improvements are capitalized while repairs and maintenance costs are expensed as incurred. Depreciation is calculated using the straight-line method over the estimated useful life of the assets or the lease term, whichever is shorter. Leasehold improvements include the cost of the Company's internal development and construction department. Depreciation periods are as follows:

Computer equipment 3 years
Furniture and fixtures 7 years

Intangible assets

ASC 350 requires that goodwill and intangible assets with indefinite useful lives no longer be amortized, but instead tested for impairment at least annually in accordance with the provisions of ASC 350. This standard also requires that intangible assets with definite useful lives be amortized over their respective estimated useful lives to their estimated residual values, and reviewed for impairment. As of September 30, 2016 December 31, 2015, the Company recorded $0 and $0 of impairment of its intangible assets.

The Company's intangible assets consist of the costs of filing and acquiring various patents and trademarks. The trademarks are recorded at cost. The Company determined that the trademarks have an estimated useful life of approximately 11 years and will be reviewed annually for impairment. Amortization will be recorded over the estimated useful life of the assets using the straight-line method for financial statement purposes. The Company commenced amortization during March 2011.

Stock-based compensation

The Company records stock-based compensation in accordance with the guidance in ASC Topic 505 and 718 which requires the Company to recognize expenses related to the fair value of its employee stock option awards. This eliminates accounting for share-based compensation transactions using the intrinsic value and requires instead that such transactions be accounted for using a fair-value-based method. The Company recognizes the cost of all share-based awards on a graded vesting basis over the vesting period of the award.

The Company accounts for equity instruments issued in exchange for the receipt of goods or services from other than employees in accordance with FASB ASC 718-10 and the conclusions reached by the FASB ASC 505-50. Costs are measured at the estimated fair market value of the consideration received or the estimated fair value of the equity instruments issued, whichever is more reliably measurable. The value of equity instruments issued for consideration other than employee services is determined on the earliest of a performance commitment or completion of performance by the provider of goods or services as defined by FASB ASC 505-50.

Revenue recognition

The Company recognizes revenues from sale of products when the items have shipped and title has transferred to the purchaser.

As of September 30, 2016 and December 31, 2015, the Company had deferred revenue of $0.

Advertising costs

Advertising costs are anticipated to be expensed as incurred. Advertising costs included in general and administrative expenses totaled $153 and $22,515 for the nine months ended September 30, 2016 and 2015, respectively.

Income taxes

We account for income taxes in accordance with ASC 740-10, Income Taxes. We recognize deferred tax assets and liabilities to reflect the estimated future tax effects, calculated at currently effective tax rates, of future deductible or taxable amounts attributable to events that have been recognized on a cumulative basis in the consolidated financial statements. A valuation allowance related to a deferred tax asset is recorded when it is more likely than not that some portion of the deferred tax asset will not be realized. Deferred tax assets and liabilities are adjusted for the effects of the changes in tax laws and rates of the date of enactment.

ASC 740-10 prescribes a recognition threshold that a tax position is required to meet before being recognized in the financial statements and provides guidance on recognition, measurement, classification, interest and penalties, accounting in interim periods, disclosure and transition issues. We classify interest and penalties as a component of interest and other expenses. To date, there have been no interest or penalties assessed or paid.

We measure and record uncertain tax positions by establishing a threshold for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. Only tax positions meeting the more-likely-than-not recognition threshold at the effective date may be recognized or continue to be recognized.

The Company has no income tax provision for the nine months ended September 30, 2016 and year ended December 31, 2015, due to recurring net losses.

Loss per common share

Net loss per share is provided in accordance with ASC Subtopic 260-10. We present basic loss per share (“EPS”) and diluted EPS on the face of the statements of operations. Basic EPS is computed by dividing reported losses by the weighted average shares outstanding. Loss per common share has been computed using the weighted average number of common shares outstanding during the year.

Recent pronouncements

In August 2014, the FASB issued Accounting Standards Update No. 2014-15, Presentation of Financial Statements—Going Concern, which requires management to evaluate, at each annual and interim reporting period, whether there are conditions or events that raise substantial doubt about the entity’s ability to continue as a going concern within one year after the date the financial statements are issued and provide related disclosures. ASU 2014-15 is effective for annual periods ending after December 15, 2016 and interim periods thereafter. Early application is permitted. Management is still in the process of assessing the impact of ASU 2014-15 on the Company’s consolidated financial statements

There are no other recently issued accounting pronouncements or standards updates that the Company has yet to adopt that are expected to have a material effect on its financial position, results of operations, or cash flows.

NOTE 2 – GOING CONCERN

The accompanying unaudited financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the recoverability of assets and the satisfaction of liabilities in the normal course of business. Since its inception, the Company has been engaged substantially in financing activities and developing its business plan and marketing. As a result, the Company incurred accumulated net losses from inception (December 3, 2010) through the nine months ended September 30, 2016 of $2,291,340.

The ability of the Company to continue as a going concern is dependent upon its ability to raise additional capital from the sale of common stock or through debt financing and, ultimately, the achievement of significant operating revenues. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or amounts and classification of liabilities that might result from this uncertainty.

NOTE 3 – INVENTORY

Inventories consist of the following:

	September 30, 2016	December 31, 2015
Raw materials	$ -	$ 155,894
Finished goods	181,186	216,497
	$ 181,186	$ 372,391

NOTE 4 – FIXED ASSETS

Fixed assets consisted of the following:

	September 30, 2016	December 31, 2015
Computer equipment	$ -	$ 10,642
Furniture and fixtures	-	23,162
Fixed assets, total	-	33,804
Less: accumulated depreciation	-	(12,205)
Fixed assets, net	$ -	$ 21,600

NOTE 6 – ASSET PURCHASE AGREEMENT

In March 2011, the Company purchased assets from Dajomi Brands, LLC. The assets acquired included vehicles, inventory and intangible assets. The carrying value of these assets is $176,409 with accumulated amortization of 62,146. Amortization expense for the period ended September 30, 2016 and December 31, 2015, were $2,814 and $2,248, respectively.

NOTE 7 – LINE OF CREDIT – RELATED PARTY

On November 15, 2011, the Company executed a revolving credit line with a related party for up to $150,000. The related party was an entity that is owned and controlled by an officer of the Company. On November 15, 2012, the lender agreed to increase the credit line up to $200,000, extend the maturity date to March 31, 2013 and to decrease the interest rate from 30% to 15% per annum. On April 1, 2013, the lender agreed to a further increase up to $300,000 and to extend the maturity date to December 31, 2013 which was subsequently extended to June 30, 2015. The outstanding balance as of September 30, 2016 and December 31, 2015, were $0 and $0, respectively.

NOTE 8 – CONVERTIBLE NOTES AND NOTES PAYABLE

Notes payable consisted of the following:

	September 30, 2016	December 31, 2015
Notes payable	$ 720,749	1,247,401
less discounts recognized:	-	(422,359)
Net notes payable	$ 720,749	$ 566,140

NOTE 9 – STOCKHOLDERS' DEFICIT

During the six months ended June 30, 2015, the Company issued 1,000,000 shares of its common stock for to various employees and consultants in exchange for services rendered. The aggregate fair value of these issuances was $1,100. Upon receiving request for conversion of convertible notes payable the Company issued 228,390,400 shares retiring debts equal to 160,554. The total number of shares outstanding as of June 30, 2015 was 516,071,691.

During the three months ended March 31, 2015, the Company issued 350,000 shares of its common stock for to various employees and consultants in exchange for services rendered. The aggregate fair value of these issuances was $3,043. Additionally, the Company issued and sold 150,000 shares of its common stock for an aggregate purchase price of $3,000.

Further, the company issued 305,556 shares as incentives for debt financing. Upon receiving request for conversion of convertible notes payable the Company issued 259,312,862 shares retiring debts equal to 542,633.

During the nine months ended September 30, 2015, the Company authorized the issuance of a total of 128,774,948 shares of common stock in connection with convertible debenture in the amount of $59,228.

During the period ended December 31, 2015, the Company authorized the issuance of a total of 145,099,910 shares of common stock in connection with convertible debenture in the amount of $109,676.

During the three months ended March 31, 2016, the Company authorized the issuance of a total of 2,5000,000,000 shares of common stock in connection with convertible debenture in the amount of $250,000.

During the period ended September 30, 2016, the Company issued 10,000,000 share of its Series A Preferred Stock to President and CEO.

NOTE 10 – PREFERRED STOCK

On May 23, 2016, the Company amended its certificate of incorporation in the State of Wyoming, upon approval by the Board of Directors. The Company's President entered into a debt agreement conversion agreement, in which 10,000,000 shares converted $100,000 in related-party debt. The number of shares converted at a cost basis of $0.01.

NOTE 11 – CONTINGENT LIABILITY

On June 17, 2016, the Company entered into a settlement agreement with Phoenix Fund Management, LLC ("Phoenix"). Wherein the Company settled to pay Phoenix, $30,000.

NOTE 12 – RELATED PARTY TRANSACTIONS

On January 1, 2014, the Company executed a five year employment agreement with John Grdina, Chief Executive Officer, and effective January 1, 2014 through December 31, 2018. The annual base salary is as follows:

Years Ended December 31,	Annual Base Salary	Annual Equity Compensation
2016	375,000	575,000 shares
2017	450,000	700,000 shares
2018	550,000	850,000 shares
2018 and thereafter	20% more than base salary in the prior year	1,200,000 shares

In addition, Mr. Grdina has an automobile allowance of $18,000 per year, a fuel allowance of $3,600 per year and a health insurance allowance of $4,200 per year.

Mr. Grdina can elect to extend his employment agreement for additional one year terms with an annual increase in base salary of 20% per year.

The employment agreement also has bonuses based on performance of the Company and the amounts are as follows:

Gross Sales Per Year	Bonus Amount
$1.0M - $2.0M	$ 50,000
$2.0M - $4.0M	200,000
$4.0M - $6.0M	250,000
$6.0M - $10.0M	500,000
More than $20.0M	5% of Gross Sales

On January 1, 2014, the Company executed a five year employment agreement with Sean Stephenson, President, and effective January 1, 2014 through December 31, 2018. The annual base salary is as follows:

Years Ended December 31,	Annual Base Salary	Annual Equity Compensation
2016	185,000	325,000 shares
2017	225,000	450,000 shares
2018	270,000	550,000 shares
2018 and thereafter	10% more than base	

salary in the prior year

NOTE 13 – SUBSEQUENT EVENTS

On October 25, 2016, the Company issued 250,000,000 shares of its common stock valued at $30,000 in connection with litigation fee's pursuant to KBM lawsuit and settlement.

END NOTES TO FINANCIAL

ITEM 6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES

Date and State of Incorporation

The Company was incorporated in the State of Wyoming on September 30, 2011 under the name RealEstate Pathways, Inc. On January 9, 2013, the Company changed its name from RealEstate Pathways, Inc. to NOHO, Inc.

Primary and Secondary SIC Codes

Primary SIC Code: 2080

Issuers Fiscal Year End Date

The Issuer's fiscal year end is December 31.

Business Operations, Principal Products or Services, and Their Markets

Digital Advertising Business

In an ever more complex retail environment, customer engagement is essential but also challenging. Retailers must shift from a linear marketing approach of one-way communication to a value exchange model in which there is a two-way mutual dialogue and benefit-sharing between provider and consumer. Exchanges are more non-linear, free flowing and both one-to-many or one-on-one. The spread of information and awareness can occur across numerous channels such as the blogosphere, YouTube, Facebook, Instagram, Snapchat, Pinterest, and a wide variety of other platforms. Online communities and social networks allow individuals to easily become creators of their own content and publicly publish their opinions, experiences, thoughts and feelings about many topics and products, hyper-accelerating the diffusion of information.

The Nielsen Global Connected Commerce Survey conducted interviews in 26 countries to observe how consumers are using the Internet to make shopping decisions in stores and online. They reported that due to the internet and e-commerce, shoppers are increasingly looking to purchase internationally, with over 50% in the study who purchased online in the last six months stating they bought from an overseas retailer.

In addition to advertising online, point-of-sale digital marketing allows advertisers to engage with consumers in retail establishments, bars and restaurants, taxis and kiosks. In this way, an advertiser's messaging extends beyond the computer or mobile phone and targets customers where they travel and shop. Privately owned and operated networks are powerful revenue drivers that help to inform customers and convert them into buyers. Digital ad networks are also not restricted by the limitations on content that some advertisers face when dealing with the larger online ad exchanges like Google.

Using an omni-channel strategy is becoming increasingly important for enterprises to adapt to the changing expectations of consumers who are wanting ever-more sophisticated offerings throughout the purchasing journey, in which the internet is becoming an essential component. Retailers are increasingly focusing on their online presence, including online shops that operate alongside existing store-based outlets. This leads to the idea of "endless aisle" within the retail space, as retailers can lead consumers to purchasing products online that fit their needs without having to carry the inventory within the physical location of the store. Solely internet-based retailers are also entering the market, and some are establishing corresponding store-based outlets to provide personal services, professional help, and tangible experiences with their products.

An omni-channel approach not only benefits consumers but also benefits business bottom line as research suggests that customers spend more than double when purchasing through an omni-channel retailer as opposed to a single-channel retailer, and are often more loyal. This could be due to the ease of purchase and the wider availability of products in an omni-channel approach.

Customers are often researching online and then buying in stores and also browsing in stores and then searching for other options online. Online customer research into products is particularly popular for higher-priced items as well as consumable goods like groceries and make up. Consumers are increasingly using the internet to look up product information, compare prices and search for deals and promotions.

Corporate Summary:

Media360 Licensing, Inc. is an advertising technology platform providing point of sale and branding campaigns to advertisers on a local and national basis through digital signage and interactive touchscreens. Through its Sticky Media brand, the company serves the bar and restaurant industry and specializes in providing touchscreen tablets in taxis where advertisers can track metrics, including impressions and touches, as well as the potential to convert actual purchases in real time.

Placemaker™, ChoiceAdz and 1Tapp

The company offers a suite of Ad-Tech products to small businesses in an affordable package, including geo-targeted campaigns that reach customers through online search and email. For retail merchants, the company has an exclusive license to market and sell Placemaker™ in the Phoenix Metro area. Placemaker™ is a universal loyalty program for small businesses that allows consumers to earn merit points from network merchants and redeem them for products and services from others in the network throughout the United States. It is the first loyalty program of its kind that empowers small business by creating a network that allows local businesses to band together to compete with big box stores. In addition to offering loyalty redemptions, Placemaker™ also provides consumer buying metrics to member businesses that most are usually unaware even exist and could not afford. Through 1Tapp, the company builds and manages web-based, customized applications for local shops at a low monthly cost. In addition to offering affordable, bundled services, the company also offers financing and leasing options, enabling customers to amortize cost over time.

Cannabis Digital Advertising

Marijuana is a Schedule-I controlled substance and is illegal under federal law. Even in those states in which the use of marijuana has been legalized, its use remains a violation of federal laws. Accordingly, if the federal government decides to enforce the Controlled Substances Act in Colorado with respect to marijuana, persons that are charged with distributing, possessing with intent to distribute, or growing marijuana could be subject to fines and terms of imprisonment, the maximum being life imprisonment and a $50 million fine. In this industry state laws are in conflict with the federal Controlled Substances Act, which makes marijuana use and possession illegal on a national level.

Recently, the executive branch of the federal government has effectively stated that it is not an efficient use of resources to direct federal law enforcement agencies to prosecute those lawfully abiding by state-designated laws allowing the use and distribution of medical marijuana. However, there is no guarantee that the administration will not change its stated policy regarding the low-priority enforcement of federal laws. Additionally, any new administration that follows could change this policy and decide to enforce the federal laws strongly. Any such change in the federal government's enforcement of current federal laws could cause significant financial damage to us. While we do not intend to grow harvest, distribute or sell cannabis, we may be irreparably harmed by a change in enforcement by the Federal or state governments.

Marketing and Advertising

The company is heavily focused in the growing medical and recreational cannabis markets, offering advertising on its digital network. In addition to the company's digital signage, it also offers licensed sellers the ability to advertise online through partnership with a cannabis friendly ad exchange network. As most online networks and social media ban cannabis advertising, the company is positioned well to take advantage of the lack of advertising alternatives in the cannabis space. Through its digital signage network, online advertising capabilities and in-store point-of-sale solutions, the company has incorporated all of its core strengths to identify and drive traffic to licensed cannabis dispensaries. After patients or customers are inside a dispensary location, the company's digital menu boards and point-of-sale video displays increase purchases and revenues, while providing a loyalty rewards program redeemable at all non-cannabis merchants in the network. Thus, the company provides the only known full-service advertising technology platform catering to the cannabis industry.

The company also has relationships with firms developing complaint payment and banking solutions for licensed cannabis sellers which will be added into the sales funnel as they come online.

NOHO- Hangover Drink

NOHO is the one of the first liquid hangover protection products targeting persons from all walks of life including businessmen, socialites, college students, mothers, casual drinkers, and image and lifestyle conscious consumers. Our marketing strategies and sales tactics will incorporate the many attributes we believe are important to this target market and will include associative advertising and promotion by celebrity influencers and influential local consumers to proactively develop this underdeveloped and untapped market. "NOHO"—"The Hangover Defense is the first custom-marketed hangover protection liquid solution sold On-Premise, at the point of consumption.

The anti-hangover market is highly fragmented with many competing products most of which are not effective. This has created a perception in the minds of consumers that the categories of products generally do not work. The consumer continues to attempt to treat a hangover with over-the-counter medication that can potentially have dangerous side effects. For example, ibuprofen (Advil, Motrin) and acetaminophen (Tylenol) are not recommended to be taken with or after alcohol consumption.

Other products, used as alcohol mixers containing caffeine, can lead to the development of caffeine toxicity. This is caused by alcohol's ability to inhibit the metabolism of caffeine resulting in agitation, inability to sleep (a contributor to hangover), and a higher risk of cardiovascular side effects. However, we believe that preventing the effects of alcohol consumption by preventing alcoholic ketoacidosis (AKA) is the most effective method.

Unlike other remedies that focus on reversing a hangover, which is a difficult task, NOHO seeks to help those taking it as a preemptive measure. It is also helpful in pre-plenishing the body with electrolytes to avoid the aggravating electrolyte disturbances. Unfortunately, diuresis (increased production of urine) removes many of the essential minerals from the body that may be useful in preventing a hangover. NOHO preloads your body with these vital elements. The addition of herbal remedies commonly believed to help alleviate other symptoms, most notably ginger's effect on nausea, allow NOHO to address many of the common contributing factors that characterize a hangover. Despite the incomplete scientific data related to hangover treatment, a sizeable market opportunity exists for an innovative product that can potentially prevent or mitigate the symptoms of a hangover. The Company has developed such a product, has sampled it with random consumers, and has received promising feedback on its effectiveness. NOHO can help fortify and protect the body from the adverse effects of alcohol. NOHO is recommended for use when consuming even small amounts of alcohol.

ITEM 7. ISSUER'S FACILITIES

The Company is utilizing office warehouse space at 16000 N. 80th Street, Suite E, Scottsdale, AZ 85260.

Currently, this space is sufficient to meet our needs; however, once we expand our business to a significant degree, we will have the necessity to find a larger space. We do not foresee any significant difficulties in obtaining any required additional space. We do not currently own any real estate.

ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS

A. Officers and Directors

The following table sets forth the names and ages of our current directors and executive officers:

Name	Age	Position with the Company	Officer/Director Since
David Mersky	46	President	September 9, 2016
		Chief Executive Officer	September 9, 2016
		Director	September 9, 2016
		Secretary	September 9, 2016
		Treasurer	September 9, 2016
David Weaver	50	Director	September 9, 2016

Term of Office

Each director serves for a term of one year and until his successor is elected at the Annual Shareholders' Meeting and is qualified, subject to removal by the shareholders. Each officer serves at the pleasure of the Board of Directors, unless removed or replaced at the discretion of the Board of Directors.

Business Experience of Officers and Directors

DAVID MERSKY, Age 46, President, Chief Executive Officer, Secretary, Treasurer and Director

David earned his Bachelor of Science in Marketing from the prestigious Stern School of Business at New York University. Upon graduation he was accepted to Brooklyn Law School, where he received his Juris Doctor degree. David practiced commercial litigation as a trial lawyer in the greater New York City area for 10 years prior to relocating to Arizona where he had an opportunity to explore the merchant services industry. He founded a national sales company offering payment services as a registered Independent Sales Organization of the major card brands. In addition to conventional payment processing, David expanded the business by adding other financial services products and forging strategic partnerships with other companies for cross-marketing. Eventually, David was able to combine his background in marketing, law and merchant services to form Time Jump Investments and provide a full stable of services for both brick-and-mortar merchants as well as online sellers. David brings his multi-faceted background and experience to NOHO, as the company aggressively expands its product lines and continues to make strategic acquisitions.

DAVID WEAVER, Age 46, Director

David Weaver is an innovative product executive with a proven ability to create highly profitable programs through marketing, training, and partner relationships.

He has spearheaded the acquisition of two competing companies, developed new marketing strategies, which increased customer base and annual sales.

David Weaver has been in the executive sales arena for over 16 years. He is a well-respected leader that forms tight bonds between support groups and highly tuned sales teams.

David is a Sales and Tech Executive with a proven ability to create highly profitable programs Respectable achievements in strategic business planning, marketing, new business development, and business expansion.

B. Involvement in Certain Legal Proceedings

None of the officers, directors, promoters or control persons of the Issuer has been involved in the past five (5) years in any of the following:

(1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);

(2) The entry of an order, judgment, or decree, not subsequently reverse, 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 bank activities;

(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

(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.

C. Beneficial Shareholders

The following table sets forth certain information concerning the number of shares of our common stock owned beneficially as of the date of this Report by: (i) each of our directors; (ii) each of our executive officers; and (iii) each person or group known by us to beneficially own more than 5% of our issued and outstanding shares of common stock. Unless otherwise indicated, the shareholders listed below possess sole voting and investment power with respect to the shares they own.

As of September 30, 2016, there were 59,459,765,775 common shares issued and outstanding and 10,000,000 preferred shares. As of November 14, 2016, there were 6,155,216,110 common shares issued and outstanding and 10,000,000 preferred shares.

Name and Address of Beneficial Owner	**Title of Class**	**Amount and Nature of Beneficial Ownership (#)**	**Percent of Class (1) (%)**
David Mersky **(2)** 8657 N. Caballo Circle Paradise Valley, AZ 85253	Series B Preferred	43,200,000,000	72.1%
David Mersky **(3)** 8657 N. Caballo Circle Paradise Valley, AZ 85253	Series A Preferred	10,000,000	51%
David Weaver 2113 E. Hearn Road Phoenix, AZ 85022	Series B Preferred	10,800,000,000	18.0%
All Officers and Directors as a Group (2 Persons)	**Series B Preferred**	**54,000,000,000**	**90.1%**

(1) Based on 6,155,216,110 issued and outstanding shares of common stock as of the date of this report.

(2) Mr. David Mersky is the Company's President, Chief Executive Officer, Secretary, Treasurer and Director.

(3) David Mersky beneficial ownership includes 10,000,000 Series A Preferred shares. Mr. Mersky has voting only and dispositive control over the Series A preferred shares.

ITEM 9. THIRD PARTY PROVIDERS

Counsel

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Accountant or Auditor

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Toll Free: 855.NOW.CFO1

ITEM 10. ISSUER CERTIFICATION

I, David Mersky, President and Chief Executive Office, certify that:

1. I have reviewed this annual disclosure statement of NOHO, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

Date: November 17, 2016
Signature: /s/ *David Mersky*
Title: President, Chief Executive Officer and Secretary