

How the stack actually layers (read this first)

These are different legal/commercial layers. Mixing them is how the story gets confused.

Layer	Who (public)	What it is
Public issuer	Labor Smart, Inc. → Kultura Brands, Inc. (OTCID: LTNC)	Wyoming public company; ticker never changed
Adios commercial home (company disclosure)	Next Gen AP, LLC (Wyoming)	OTC disclosure: “where our most recent brand launch, Adios resides / will be managed”
Brand / license	Cookies (Berner)	Jul 2025 PR: Cookies® license, <i>shared Adios trademark</i> , 5-year term + auto renewals
Tequila supply	Casa Rica (Jalisco; Justin Urich, CEO)	Ingredient on 2025 cans; earlier Jan 2025 LTNC–UPPR “nationwide tequila” PR
Operating / “national” partner	CKS Distro LLC (FL, filed 2024-07-01)	Named manufacturer/distributor partner in PRs; on 2025 canned-by line; still a “CKS Distro Collaboration” credit on 2026 Scofflaw label
2025 federal canner / COLA applicant	Brew Hub, LLC (DSP-FL-20108, Lakeland)	Four Adios COLAs approved 2025-08-20
2026 federal canner / COLA applicant	Scofflaw, LLC dba Scofflaw Beverage Co. (DSP-GA-20046, Atlanta)	Five Adios COLAs approved 2026-03-12 to 2026-03-30
State supplier of record (NM, SC)	Park Street Imports	Registers both 2025 <i>and</i> 2026 COLA series; never named in company Adios PRs
Wholesale (announced)	RNDC (GA, NM); Henry J. Lee / Reyes-aligned (SC); MS Walker (MA)	Company PRs + state portals

Layer	Who (public)	What it is
DTC	Flaviar (company misspells “Flavier”)	Presale Jul 2025; official DTC launch 2025-11-26 after canceled early orders

FACT (label, TTB Printable Version, 2026-09-13 pull):

- 2025 Lime (TTB 25219001000132): “Canned By Brew Hub, LLC Lakeland, FL for **CKS Distro LLC | Next Gen AP, LLC.**” Cookies + Casarica on face. “A CKS Distro Collaboration.” “A COOKIES BRAND.”
- 2026 Lime (TTB 26063001000132): “Canned By **Scofflaw Beverage Co. Atlanta GA.**” **Cookies and Casarica gone from the face.** Canned-by line no longer names CKS / Next Gen. Back still: “UNDER LICENSE FROM THE TRADEMARK OWNER” and “A CKS DISTRO COLLABORATION.”

INFERENCE (not a announced partner-exit): The 2026 COLA is the public “CKS/Cookies/Casa Rica fall off the can” event. Company PRs through May–Jul 2026 still name CKS as operating partner. Cookies is not in later Kultura Adios PRs the way it was in Jul 2025. No sourced Cookies-exit press release was found.

ADIOS Chronological timeline

2024 — Illumination team arrives; CKS Distro is born; Next Gen AP appears in disclosures

2024-07-01 — FACT. **CKS Distro LLC** filed in Florida (Doc **L24000296007**, FEI 99-3826892). Principal: 2751 Commerce Center Way, Suite 400, Pembroke Park, FL 33023. Manager: **A&M USA Resources 2015 LLC**, 2020 NE 135th St PH#2, North Miami. Registered agent: LMC Accounting Services, Palm Coast. Status ACTIVE on Sunbiz.

Sources: [Florida Sunbiz detail](#); [bisprofiles summary](#).

CKS ownership vs LTNC / Cookies — FACT / gap. No public filing found that makes CKS Distro a subsidiary or equity affiliate of LTNC or Cookies. Connecticut foreign registration (2025-12-08) lists **Adriana Shaw** as an officer of CKS Distro LLC. A&M USA Resources 2015 ULC was historically associated with Shaw in a 2021 Canadian early-warning filing (different issuer). **No sourced Cookies/Berner ownership of CKS.** Sources: [CT SOS / OpenGovUS](#); [CNW 2021-03-12 Shaw / A&M](#).

2024-07-23 / 2024-08-14 — FACT. LTNC LOI then close on **Illumination Holdings**. Consideration in later OTC narrative: **750,000,000** common shares. **Brad Wyatt** joins

board as Co-CEO; **Scott Darnell** joins as CSO and director (200M restricted each as board grants per close PR). Zarro remains Chairman. This is the management team that later runs Adios.

Sources: [Yahoo LOI 2024-07-23](#); [Access Newswire close](#); [OTC 548185 / 563694 narrative](#).

2024 (no exact formation date found) — FACT (existence) / [CONFIRM]

(date). Next Gen AP, LLC first appears in Active OTC disclosures on **2025-05-21** (Q1'25, ids [466600](#) / [466583](#)): “set up in Wyoming to handle our health-based alternative lifestyle brands that work in conjunction with our Next Gen lines.” **No Adios language yet**. Later packages add “where our most recent brand launch, **Adios resides** / will be managed” — earliest “Adios resides” in the Active set is **2025-12-11** id [514772](#) (Q3'25 amended); “will be managed” in Q2'26 [587508](#). Distinct from Next Gen Beverage LLC (Jun 14, 2023) and Next Gen Distribution, LLC (Creager sale vehicle). Wyoming SOS formation date **not recovered**.

Sources: LOCAL DISK; also [548185](#), [563694](#).

Early 2025 — Casa Rica tequila, Creager in-and-out, rebrand teed up, CKS manufacturing deal

2025-01-15 — FACT. LTNC + **Upper Street Marketing (OTC: UPPR)** announce a partnership to launch **Casa Rica Tequila** (Blanco / Rosado / Reposado / Añejo) “across 30 states.” Tom Zarro: “beginning of a new era.” Quotes also include **Javier Leal** as LTNC CMO (heritage/branding). This is **bottled tequila**, not yet Adios RTD.

Sources: [Nasdaq / ACCESSWIRE 2025-01-15](#); [StockTitan](#).

2025-01-17 — FACT. LTNC announces acquisition of **Creager Mercantile Co.** (Denver wholesaler) for 400M restricted shares, effective retroactive to 2024-11-01. Company later claimed ~\$22M 2024 Creager revenue (company claim).

Sources: [Nasdaq 2025-01-17](#); [StockTitan](#).

2025-01-25 — FACT (PR). UPPR announces it is **acquiring Casa Rica Tequila** for 10M restricted UPPR shares. Casa Rica CEO **Justin Ulrich** quoted. UPPR projects ~\$5.3M first-year gross (UPPR claim).

Source: [OTC / UPPR release](#).

2025-02-18 — FACT (UPPR share table). UPPR issues multiple restricted common lots labeled “**Casa Rica Acquisition – Founders Shares / Debt Conversion / SAFE Conversion**” (incl. Justin Ulrich ~2.15M).

Source: UPPR amended Q2'26 / AR restatements [591791](#), [591788](#); LOCAL DISK.

UPPR ↔ Casa Rica close — FACT (issuer self-report, High on “closed as disclosed”). UPPR’s **amended** OTC filings correct the acquisition date to **November 5, 2024**, state Casa Rica Tequila, LLC is a **wholly-owned subsidiary consolidated from that date**, and say consideration was **10M UPPR common** (3M founders / 7M Casa Rica debt-SAFE holders). The Jan 25, 2025 PR was the public announcement; books later date the deal earlier and paper the stock in Feb 2025. Apr 29, 2025 Casa Rica interim-CEO PR has John D. Quinn as “Owner of Casa Rica Tequila” (UPPR contact). Caveat: OTC alternative-reporting self-disclosure, not an audited 8-K/SPA pulled here.

How UPPR ties to Adios — FACT + INFERENCE.

- **FACT:** Casa Rica is the named tequila in the Jul 17, 2025 Adios launch PRs and on the **2025** can face.
- **FACT:** UPPR is **not** named in the Jul 17 LTNC/Cookies launch PRs.
- **FACT:** Aug 28, 2025 EIN Presswire (UPPR/Casa Rica) later frames Adios as a Casa Rica partnership with Cookies / CKS / LTNC (see that date).
- **INFERENCE:** UPPR is the **early Casa Rica ownership/vehicle** into the LTNC orbit (bottled tequila Jan 2025), not a documented Adios equity owner. Treat as backstory unless a filing shows otherwise.

2025-01-31 / 2025-02-06 / 2025-03-11 — FACT (OTC narrative, not Adios-core). Figueroa partnership; LOCK’DIN / ME by Meliá Dubai; Romano Brothers distributor. Background only.

Source: [OTC 563694](#).

2025-03-14 — FACT. LTNC announces it will rebrand and apply for a **new name and ticker**, shifting identity toward snack/beverage. Name “Kultura” not yet used.

Sources: [Nasdaq 2025-03-14](#); [Newswire](#).

2025-06-03 — FACT. LTNC / Next Gen Distribution **sell 100% of Creager** to Prima Verde, LLC. Creager leaves the LTNC board. LTNC to issue 150M restricted shares for amounts still owed. **Same day / simultaneous:** Next Gen Distribution buys assets and equipment at a **Florida bottling facility** (~\$2M stated value) and assumes the lease. Board says it is “moving forward with immediate sales of its products from the Florida Facility, capitalizing on its most recent licensing agreement, **which will be announced in the coming days.**”

Source: [OTC supplemental 472657, 2025-06-06](#).

INFERENCE (Medium): The “licensing agreement... announced in the coming days” is the Cookies / Adios deal (public Jul 17). The Florida plant purchase sits next to Brew

Hub (Lakeland DSP) as the 2025 production geography. **[CONFIRM]** whether the purchased line is Brew Hub or a different FL plant.

2025-06-06 — FACT. OTC supplemental: cease operations of insolvent **Legacy Distribution Group**; leftover inventory sold to Alkaline 88 (OTC 563694 later restates this).

Sources: [OTC 472657](#); [OTC 563694](#).

2025-06-17 — FACT. LTNC enters a **manufacturing agreement with CKS Distro LLC**. CKS to use “Labor Smart’s manufacturing infrastructure.” Production “begin immediately.” First *named* CKS–LTNC contract in the public record; Adios is not named in this release.

Sources: [Access Newswire 2025-06-17](#); [StockTitan](#).

Cookies × spirits origin — FACT / gap. No public Cookies–LTNC–Adios announcement was found *before* 2025-07-17. Cookies founder Berner is quoted that day as if the deal is new (“proud to bring our energy into the tequila space”). **INFERENCE:** negotiations sat under the June 6 “licensing agreement coming” line and the June 17 CKS manufacturing deal. Deal documents themselves are not public.

July–August 2025 — Dual launch PRs, Pacquiao card, COLAs, first OTC drama

2025-07-17 — FACT (two coordinated PRs, same day).

LTNC / Access Newswire (Jackson, WY): Official launch of **Adios**, RTD tequila cocktail with **Cookies**, **Casa Rica**, and **Flaviar**. Four flavors (Mango, Lime, Spicy, Strawberry); four more SKUs “planned shortly.” Presales at AdiosSpirits.com. CA retail **August 15**. Media debut **July 19** Pacquiao vs. Barrios, MGM Grand / Amazon Prime. **Contract terms stated:** “long-term Cookies® brand licensing agreement, **shared ownership of the Adios trademark**, and a **five-year deal with automatic renewals**.” Quotes: Tom Zarro (Chairman), Scott Darnell (CSO), Berner (Cookies).

Sources: [Access Newswire 1049485](#); [Nasdaq reprint](#).

Cookies / Business Wire (San Francisco): “**Cookies, CKS Distro and LTNC Launch...**” Frames Adios as Cookies’ first spirits venture, **distributed by CKS Distro**, produced with LTNC, tequila from Casa Rica. Same flavors / mid-August retail / Pacquiao sneak peek.

Sources: [Business Wire 20250717545685](#); [BevInfoGroup 2025-07-18](#).

2025-07-17 — FACT (trade). BevNET covers the launch and quotes Darnell that “**85,000 cases [are] already committed.**” **Company claim via trade press — not audited.**

Source: [BevNET 2025-07-17](#).

2025-07-23 — FACT (primary launch-weekend PR). LTNC Access Newswire “**Adios Ignites...**” is the **primary** public source for launch-weekend velocity claims: “**millions**” in distributor/wholesale commitments, “**135M+**” social impressions, surging pre-sales; still touts Aug 15 CA retail. Pacquiao as ambassador.

Source: [Access Newswire 1051782](#).

Company claim (OTC later restatement): same “millions... wholesale commitments” / “over 135 million... impressions” language later appears in OTC packages. Prefer the **Jul 23 PR** as the dated primary; OTC is secondary restatement.

Source: [OTC 548185 / 514772](#).

2025-07-19 — FACT. Pacquiao vs. Barrios fight date used as the announced brand debut window. Independent confirmation that Adios was *on the broadcast as a paid integration* was **not pulled** in this pass. [CONFIRM] activation vs. press-release aspiration.

2025-07-24 vs 2025-10-20 — [CONFIRM] name-change date conflict. One OTC header says “Kultura Brands, Inc. (name change as of **7/24/2025** per Wyoming approval).” The same family of filings and the Oct 21 PR say Wyoming approved **October 20, 2025**. Treat **Oct 20** as the date the company later stood behind; flag 7/24 as unresolved.

Sources: [OTC 548185](#); [OTC 563694](#); [OTC Markets news 496838](#).

2025-08-19 — FACT (OTC drama, sourced as company denial). LTNC announces retirement of ~717M common + 20 Preferred H. In the same release, management **denies** social-media claims that officers/directors used the stock as an “ATM” or hyped Adios to sell: “Since the first countdown related to the Adios announcement, neither LTNC’s C-level officers nor members of the Board... have sold any of their personal holdings.” Also claims >\$2.3M legacy obligations eliminated. **No independent short-seller report was located** — only the company’s rebuttal of a social-media narrative.

Source: [Access Newswire 2025-08-19](#).

2025-08-20 — FACT (TTB). Four Adios COLAs approved, all **Brew Hub, LLC / DSP-FL-20108**, class **OTHER SPECIALTIES & PROPRIETARIES**:

TTB ID	Serial	Fanciful	Approved
25219001000132	25AD01	MARGARITA LIME	2025-08-20
25219001000141	25AD02	MARGARITA MANGO	2025-08-20
25219001000157	25AD03	MARGARITA SPICY	2025-08-20
25219001000168	25AD04	MARGARITA STRAWBERRY	2025-08-20

Printable Lime: canned **for CKS Distro LLC | Next Gen AP, LLC**; Cookies + Casarica on face.

Sources: [TTB form 25219001000132](#); LOCAL DISK.

2025-08-28 — FACT (LTNC). Berlin Packaging “commenced manufacturing cans.” Original mid-August retail **slipped**: “LTNC and Cookies strategically extended the timeline.” New plan: pre-orders ship week of **Sept 8**; retail “early October.” Brad Wyatt quoted.

Sources: [Newswire / Access Newswire 2025-08-28](#); [Packaging Gateway reprint 2025-09-01](#).

2025-08-28 — FACT (UPPR / Casa Rica EIN, same calendar day). Separate EIN Presswire from the Casa Rica/UPPR side frames Adios as a partnership with Cookies, CKS Distro, LTNC, and Casa Rica. Company claims: >10k cases pre-sale, ~133.7M impressions; retail beginning Aug 15 in **California and Texas**; attributes LTNC projections of **Q3 \$7–8M** and **Q4 \$12–15M** revenue and international expansion early 2026. Quotes Andrei McQuillan (Casa Rica Co-CEO). **All velocity/revenue figures are claims; LTNC did not repeat these Q3/Q4 numbers in later Adios wires pulled in the PR inventory.**

Source: [EIN Presswire](#).

September–November 2025 — Production slips, Takeover Ch.7, NextGen AP named, DTC finally live

2025-09-08 (week of, announced Aug 28) — FACT as plan / not as fulfillment. Promised Flaviar ship week. Later superseded.

2025-09-10 — FACT. Post–Sept 9 X Spaces update: (1) subsidiary **Takeover Industries** to file voluntary **Chapter 7**; (2) “LTNC’s subsidiary, **NextGen AP**, is working toward a definitive agreement with a **major U.S. university** related to the Company’s Adios™ brand” — no deal assured; (3) board resolution addressing ~**4.157 billion** common + Pref H shares.

Sources: [Access Newswire 1071082](#); [StockTitan](#).

University deal — FACT (announced) / outcome unknown. No later public close found. Treat as **unclosed as of 2026-09-13** unless a later filing appears.

2025-09-19 — FACT. Production milestone PR: Lime & Strawberry finishing this week; Spicy & Mango next; DTC pre-orders now ship week of **Sept 29** via Flaviar (formerly Speakeasy Co.); “retail to follow.” Second slip from Sept 8.

Sources: [Newswire](#); [StockTitan](#).

2025-10-20 / 2025-10-21 — FACT. Wyoming approves legal name **Labor Smart, Inc.** → **Kultura Brands Inc.** (company: Oct 20; PR Oct 21). Entity and ownership unchanged. FINRA ticker/name change **not effective** then or as of the Sep 8, 2026 shareholder letter. Trading symbol remains **LTNC**.

Sources: [OTC Markets news 496838](#); [Access Newswire 1089857](#); [kulturabrands.com shareholder update 2026-09-08](#).

2025-10-31 / 2025-11-03 — FACT (SC Active Brands). First **South Carolina** Adios brand regs for the 2025 25219... Brew Hub COLAs. Supplier: **PARK STREET (LIQUOR) IMPORTS LLC (320538744)**. Primary distributor: **Henry J. Lee Distributors LLC (122507304)** (Strawberry rows list additional distributors). Example: Lime COLA 25219001000132 = SC-00108190-0000, approved **2025-11-03**, exp 2026-08-31.

Sources: LOCAL DISK; [SC portal](#); LOCAL DISK.

2025-11-26 — FACT. Official **DTC launch**. Buy at adiosspirits.com. Distributed at wholesale “through **CKS**.” All earlier Flaviar (“Flavier”) pre-orders **canceled** for a “required system upgrade”; customers told to reorder. Zarro: navigated “delays, operational resets.” Promises distributor announcements and first retail states “holiday season and into early Q1.” **The announced Aug 15, 2025 California retail launch did not occur on that date** (company’s own delay language). No independent confirmation of a 2025 CA shelf set was found.

Sources: [kulturabrands.com 2025-11-26](#); [Access Newswire 1112357](#).

2025-12-08 — FACT. CKS Distro LLC registers as a foreign LLC in **Connecticut**; officer listed: **Adriana Shaw**.

Source: [CT SOS via OpenGovUS](#).

2025-12-16 — FACT. “Strategic portfolio alignment”: LTNC releases operational control of a **non-core brand** to a partner (points back to an Aug 13, 2025 release). Sharpens focus on **national Adios rollout** and Cencora / Thirst Responder. Not an Adios exit.
Source: [kulturabrands.com 2025-12-16](https://kulturabrands.com/2025-12-16).

January–March 2026 — Chairman change, Scofflaw COLAs, NM regs, Georgia retail

2026-01-15 — FACT. Tom Zarro steps down as Chairman; Scott Darnell becomes Chairman (keeps CSO). OTC: Pref A control block still Zarro (34) + Luis Sequeira (17) = 51, **pledged to Michael Araghi** and held in escrow “until full settlement of the **Nevada court case** and determination of the final ownership of the preferred A shares.”

Sources: [OTC 563694 \(Q1 2026 / annual-style disclosure, posted 2026-05-15\)](#); [OTC 587508 \(Q2 2026\)](#).

2026-03-12 to 2026-03-30 — FACT (TTB). Scofflaw appears on Adios. Five COLAs, **Scofflaw, LLC / DSP-GA-20046**, 1738 MacArthur Blvd, Atlanta; class **MARGARITA (UNDER 48 PROOF)**:

TTB ID	Serial	Fanciful	Approved
2606300100014	26ADS	STRAWBER	2026-03-1
5	M	RY	2
2606300100013	26ADM	MANGO	2026-03-1
5	M		3
2606300100013	26ADLM	LIME	2026-03-2
2			7
2607500100029	26ASM2	STRAWBER	2026-03-2
8		RY	7
2606300100013	26ASP	SPICY	2026-03-3
9	M		0

Printable Lime: canned by **Scofflaw Beverage Co.** only. Cookies / Casarica off the face. CKS / Next Gen off the canned-by line; “A CKS DISTRO COLLABORATION” remains on the back.

Sources: [TTB form 26063001000132](#); LOCAL DISK.

Who Scofflaw is — FACT (independent of Adios). Atlanta brewery founded by **Matt Shirah** and **Travis Herman**; tap-room launch ~2016 at **1738 MacArthur Blvd NW**. Holds DSP-GA-20046. Offers contract beer / seltzer / FMB / **spirits bottling and RTD** / hemp-THC. Rebranded publicly toward **Scofflaw Beverage Company** as THC contract manufacturing became the majority of revenue (CBS Atlanta; Shirah). **No public equity link to LTNC**. Kultura later says Scofflaw is “a separate privately held company and is not an LTNC subsidiary.”

Sources: [AJC launch](#); scofflawbeer.com/contract-brewing; [CBS Atlanta THC shift](#); [kulturabrands.com 2026-09-08 Q2](#).

When Scofflaw appears for Adios — FACT. First public Adios appearance is the **March 2026 TTB COLAs**. No company PR was found that says “we hired Scofflaw.” The hire is visible only on the federal label.

2026-03-13 — FACT (NM Active Brands). All four **2025 Brew Hub** COLAs registered in New Mexico, supplier **PARK STREET IMPORTS, LLC (NON-000187)**, distributor **RNDC of New Mexico (WHL-000010)**. NM IDs NM-00067932 through NM-00067935.

Source: NM Active Brands / LOCAL DISK; portal nm.productregistrationonline.com/activebrands.

2026-03, second week — FACT (company). Georgia **retail** entry. Later PR: 522 cases sell-through in one week; “third retail re-order” by May; Wyatt credits **RNDC**.

Sources: [Chronicle Journal / Access Newswire 2026-04-07](#); [StockTitan May 26](#).

2026-04 — FACT (OTC Q2 2026). “In **April 2026**, the Company began receiving reports from distribution partners regarding **potential leakage** affecting certain Adios RTD cans.” Investigation with manufacturer, can supplier, and printing provider. Affected product isolated / destroyed / returned. “Transitioned to a **new manufacturer**.”

“Negatively impacted distribution and sales during the quarter.” Claims submitted.

Recognized revenue on affected product adjusted.

Source: [OTC 587508](#).

INFERENCE (High, still not named): “New manufacturer” after April leaks lines up with the March Scofflaw COLAs and the Jul 30 “transitioned production to new manufacturing resources” PR. Company never says the leaky lots were Brew Hub. **[CONFIRM] which plant leaked.**

March–May 2026 — Festival calendar, CEO letter, MA, Boots, revenue-claim season

2026-03-20 — FACT. Kultura announces multi-event festival partnership for Adios: **Boots in the Park Albuquerque May 15–16** and **Party/Boots Tucson Oct 17–18** (Arizona). Frames RNDC NM entry model; Albin/Derrick quoted.

Source: [Access Newswire 1150093](#).

2026-03-30 — FACT (CEO letter / company claims). Brad Wyatt CEO letter: platform includes **Adios Spirits**; claims ~\$9M FY2025 revenue; targets **\$25–35M FY2026. Not audited.**

Source: [Access Newswire 1152940](#).

2026-04-07 / 2026-04-10 — FACT. PR: 522 GA cases last week; on-premise starting in Atlanta. **Massachusetts launch Friday April 10 with MS Walker.** Distribution partners named: RNDC, Reyes, MS Walker. COO **Brent Albin** quoted. Wyatt: original Atlanta benchmark was ~800 cases/month in 60 days vs a “leading seltzer”; claims they beat that pace in <30 days (**company claim**).

Sources: [Newswire 2026-04-07](#); [Chronicle Journal reprint](#).

MA brand registration — FACT. Massachusetts **does not** require brand registration. Public record is Certificate of Compliance + price posting. **CoC holder entity for Adios is not confirmed** from open lists.

Source: Mass.gov ABCC CoC pages; LOCAL DISK.

2026-05-10 / 2026-05-15 — FACT. OTC posts a stipulation (Nevada-related caption “Vacate and continue June 15, 2026”) and **Q1 2026** disclosure 563694. Q1 package is where Next Gen AP / Adios “resides,” Wyoming name-change Oct 20, Zarro→Darnell, Pref A escrow, and the going-concern / staffing-legacy boilerplate all sit.

Source: LOCAL DISK; [OTC 563694](#).

2026-05-12 / 2026-05-15–16 / 2026-05-22 — FACT. NM launch framed around **Boots in the Park**, Balloon Fiesta Park, Albuquerque, with **RNDC, Activated Events, and CKS**. Wyatt (May 12): launch meetings “later this week,” product on shelves “shortly after.” May 22 recap PR: company claims ~**7,500 Adios units** sold at Boots (**company claim — not audited**).

Sources: [kulturabrands.com 2026-05-12](#); [Access Newswire 1166155](#); [Access Newswire 1169944 / Newswire May 22](#).

2026-05-16 — FACT. Chairman letter: Atlanta kickoff “much better than expected”; Adios “most visible” opportunity; also Thirst Responder and LOCK’DIN facelift.

Source: [kulturabrands.com letter](#).

2026-05-20 — FACT (OTC 587508 later). 11 Pref A shares transferred to **James Deppoleto** “in anticipation of settlement of litigation and capital funding”; remainder

to **Michael Araghi**, with those 11 expected to move to Araghi if funding does not happen.

Source: [OTC 587508](#).

2026-05-26 — FACT (company claims). With CKS: GA third reorder since March; SC first reorder “within days”; NM **76 retail doors** week one; Boots in the Park — Adios “outperformed” Busch Light / Busch Apple / Kona and finished “within ~600 units of Estrella Jalisco,” with a caveat that Adios was the only 12-oz RTD vs 16–32 oz beers. SC = first **Reyes-aligned** market; MA “expected” via MS Walker (already announced Apr 10); GA/NM via RNDC. “States five and six” coming.

Sources: [Morningstar / Access Newswire](#); [StockTitan](#).

2026-06-01 — FACT. Darnell chairman letter: products in GA, MA, SC, NM; “actively working on **Florida and Michigan**.” Names RNDC, Reyes, MS Walker, **Martignetti**, “other key distribution.”

Source: [kulturabrands.com 2026-06-01](#).

Michigan — FACT (absence). No Adios in MLCC spirits price books (2026-08-02, 2026-09-06). No Brew Hub / Scofflaw / CKS / Next Gen / Kultura as OSSMSD on Master License List updated 2026-09-11. MI launch **not visible in public lists** as of research date, despite the Jun 1 “working on Michigan” line.

Source: LOCAL DISK.

2026-06-04 — FACT. Retires >\$1.2M convertible debt; “terminating its relationship with the convertible lender.” Talks with lenders, former management, insider note holders.

Source: [kulturabrands.com 2026-06-04](#).

2026-06-05–06 / 2026-06-08 — FACT (company claim). Adios at **High Tide Festival**, North Charleston SC (Jun 5–6). Jun 8 PR: company claims **>10,000 units** sold; tees **Party in the Park** Albuquerque Jun 20. **No separate Party-in-the-Park results PR found** in the full PR inventory. **Not audited.**

Source: [Access Newswire 1173887](#).

2026-06-23 — FACT (SC). 2026 Scofflaw 260... COLAs registered in South Carolina. Same supplier: **Park Street (Liquor) Imports LLC**. Henry J. Lee primary.

Source: LOCAL DISK; SC Active Brands.

2026-07-10 — FACT (NM). Four 2026 Scofflaw COLAs approved in NM (NM-00070633 through NM-00070636). **Same supplier: Park Street Imports. Same distributor: RNDC NM.** Park Street did **not** change when the canner changed.

Source: LOCAL DISK.

July–September 2026 — Leaks closed, RNDC bankrupt, Khalifa/Scofflaw, management-company pivot

2026-07-26 — FACT. RNDC and affiliates file **Chapter 11**, S.D. Tex. 26-90737.

Sources: [bkAlerts docket](#); [MDM](#).

2026-07-30 — FACT. Can-integrity investigation “completed”; production moved to “new manufacturing resources”; fresh inventory shipping; enhanced QC. Does not name the old or new plant, lot codes, or recovery amounts.

Sources: [kulturabrands.com 2026-07-30](#); [Access Newswire 1199316](#).

2026-07-31 — FACT. Distribution update after RNDC filing: original national plan ran **through CKS into RNDC**. Company says it “still [has] NDC in two of our original markets,” added regionals, will stop announcing unfinished onboarding.

Sources: [kulturabrands.com 2026-07-31](#); Sep 8 letter (same “NDC in two markets” line).

2026-08-10 — FACT. **Cathy Popick** named EVP, Commercial Strategy (Constellation / Diageo / Coors / Starco). Mandate includes Adios national accounts and distributor strategy. Company byline uses “Kultura Beverage Group.”

Sources: [kulturabrands.com 2026-08-10](#); [Access Newswire 1205563](#).

2026-08-14 / 2026-08-20 — FACT. Notice of late Q2 filing, then **Q2 2026** OTC disclosure 587508 (can-leak accounting; Pref A transfers; Next Gen AP “where Adios will be managed”).

Source: LOCAL DISK; [OTC 587508](#).

2026-08-25 — FACT (Scofflaw, not an LTNC PR). **Khalifa Kush** (Wiz Khalifa) launches hemp-THC RTDs, debut **Khalifa Kush & Orange Juice, exclusive U.S. licensing and commercialization with Scofflaw Brewing**. Made in Atlanta. Scofflaw “leads product development, commercialization, distribution strategy, and beverage portfolio expansion.” PRNewswire contact path includes an atomibeverages sales address. **Forbes / Brewbound / BevNET do not mention LTNC or Adios.**

Sources: [PR Newswire 302859331](#); [Forbes 2026-08-25](#); [Brewbound](#).

2026-09-08 — FACT (clearest company statement of the late-saga structure). Chairman (Darnell) “Direct Update to LTNC Shareholders”:

- Kultura is being built as a **management company**. Sales of a private opco are **not** automatically LTNC revenue.
- **Scofflaw is not an LTNC subsidiary**. Economics (if any) come from a management/services agreement “we are working toward.” Ownership percentages of Scofflaw will not be published.

- **LTNC / Scofflaw / Khalifa / Adios “should not all be interpreted as LTNC subsidiaries.”** Separate private companies and brands; Kultura wants management contracts.
- **Nakatomi Beverages** is a separate private opco, “not an LTNC subsidiary,” “involved in certain beverage opportunities.” Common management ≠ common ownership.
- National sales team is **not** on LTNC payroll.
- Related-party risk acknowledged: people around Kultura may also own the private companies.
- RNDK bankruptcy “took a major hit” to the original plan; still NDC in two markets.
- Adios priority = distribution/execution; will stop announcing unfinished launches.
- Ticker/name change and **15c2-11** still open; OTC showing **100B authorized vs transfer-agent 50B** is a reserve/display error they are “working to rectify.”
- “At least **six attorneys**”; “serious pending litigation”; will not discuss strategy. Some suits predate current chair.
- Manufacturing issues, product quality problems, third-party relationships that “did not develop the way we expected,” and decisions they would make differently.

Source: [kulturabrands.com 2026-09-08](https://kulturabrands.com/2026-09-08).

INFERENCE (Medium) on Nakatomi / Khalifa: The Khalifa

PR’s atomibeverages contact plus the Sep 8 Nakatomi paragraph is the public breadcrumb that Khalifa-THC commercialization may sit in the same private cluster as Scofflaw/Kultura management. **Not proven.**

Cookies “exit” — FACT (label) / not FACT (press). No Cookies-exit PR found.

Cookies is on the 2025 TTB face and in the Jul 17 license language; **absent from the 2026 Scofflaw face** and from 2026 Kultura Adios PRs. Sep 8 letter does not mention Cookies. **Low confidence** that the five-year shared-trademark deal is terminated — it may simply have gone quiet / been rewritten. **[CONFIRM] with trademark assignment / Cookies.**

CKS “falling off labels” — FACT (partial). CKS left the **canned-by** line on the 2026 COLA. A “CKS Distro Collaboration” credit **remains**. PRs through May–Jul 2026 still call CKS the manufacturing/operating partner. Not a sourced CKS-exit.

Side-paths checked (2026-09-13/14)

SNTX (Suntex Enterprises) ↔ Scofflaw — NOT FOUND. Full OTC disclosure text hunt (12 docs + GTVH APA PDF): SNTX beverage path is **GTVH → Go Fast / Snapt** (+ legacy PumpedCBD), **not** Scofflaw/Adios/CKS/LTNC. Profile CIK 0001103583 dead on EDGAR. Javier Leal is SNTX CEO/Chair — name overlap with LTNC Jan 2025 CMO quote only. LOCAL DISK.

UPPR ↔ Casa Rica — CLOSED per UPPR amended filings (dated Nov 5 2024; 10M shares; wholly-owned sub). UPPR is Casa Rica's public parent, not a proven Adios JV partner. LOCAL DISK.

PR inventory — COMPLETE. 31 public Adios-touching items; 7 NEW folded into this patch; no Adios-named PR before 2025-07-17; no Scofflaw+Adios PR; no Cookies/Casa Rica exit PR. LOCAL DISK.

LTNC OTCM disclosure inventory — COMPLETE. 60/60 Active disclosures (publish **2024-03-29 → 2026-08-20**) readable; **0 FAILED.** Explicit **Adios** in **11** filings; earliest **2025-08-14** id **487108** (subsequent-events note of Jul 17 launch). **Scofflaw, Brew Hub, Park Street, and ticker UPPR never appear** in any LTNC Active disclosure text. Method: company-scoped OTC API path (not global ?symbol= feed). LOCAL DISK.

Park Street (state supplier) — our research, not their press

FACT. Park Street Imports, LLC (FL L09000078512, filed 2009-08-13; 1000 Brickell Ave #215, Miami; managers Christian Joseph Mehringer, Harald Kohlmann) is a 50-state alcohol compliance / importer-of-record platform. It is the **NM and SC supplier of record for every public Adios row**, 2025 and 2026. SC's "PARK STREET (LIQUOR) IMPORTS LLC (320538744)" is the ABL license style of the same group — **no separate FL entity** of that exact name.

FACT. Park Street is **never named** in LTNC / Kultura / Cookies / CKS Adios press, OTC IR pages, or Park Street's own public case studies.

FACT. NM/SC Active Brands do **not** publish Brand Owner, LOA, or attachments (AttachmentName: null). SC ABL-107A nevertheless *requires* a Letter of Authority when the registrant is not the product owner.

INFERENCE (Medium–High): Park Street was hired by the **commercial stack** (CKS Distro and/or Next Gen AP / Kultura), not by Brew Hub or Scofflaw. That is why the supplier row **survived the canner swap**. Ranked LOA-grantor candidates: (1) CKS / Next Gen AP, (2) Kultura / Cookies as trademark owners, (3) canners — low.

Full memo: LOCAL DISK.

Label / COLA before-and-after (the public “dispute” artifact)

	2025 Lime (Brew Hub)	2026 Lime (Scofflaw)
TTB ID	25219001000132	26063001000132
Approved	2025-08-20	2026-03-27
Class	Other specialties & proprietaries	Margarita under 48 proof
Canned by	Brew Hub, Lakeland for CKS Distro LLC Next Gen AP, LLC	Scofflaw Beverage Co., Atlanta
Cookies on face	Not missing — Cookies + “A COOKIES BRAND”	Not on face
Casa Rica	Casarica logo + casaricatequila.com	Not on face
CKS	Canned-for + “A CKS Distro Collaboration”	Collaboration credit only
Trademark line	Under license from the trademark owner	Same
ABV / size	5% / 12 oz	5% / 12 oz

Unrelated trap: MARA International / MARA Imports has **ADIOS blanco/reposado tequila** COLAs (Dec 2024, CA-I-17000). Different product.

State brand-reg snapshot (as of 2026-09-13)

Stat	2025	2026	Confidence
e			
SC	Park Street; Henry J. Lee; approved ~2025-10-31 / 11-03	Park Street; 2026 COLAs 2026-06-23	High
NM	Park Street; RNDC; 2026-03-13 (2025 COLAs)	Park Street; RNDC; 2026-07-10 (Scofflaw COLAs)	High

State	2025	2026	Confidence
GA	No ATT-104 retrieved (search needs license #)	COLA source Scofflaw; wholesaler RNDG (PR); ATT-104 registrant unknown	Medium / Low
MA	No brand registry	MS Walker (PR); CoC entity unknown	High wholesaler / Low CoC
MI	Not found	Not on spirits book or OSSMSD list 2026-09-11	High “not listed”
CA	Announced Aug 15, 2025 retail — did not happen on that date	No 2026 CA launch PR found	High delay; Low “never filed”

Cast of characters

Name / entity	Role in this saga	Notes
Labor Smart / Kultura Brands (LTNC)	Public issuer	NV 2011 → WY 2020; name change Oct 20, 2025; ticker still LTNC
Tom Zarro	Chair then not	Interim CEO Apr 2023; Chair through Adios launch; steps down as Chair 2026-01-15 ; Pref A (34) in Nevada-case escrow
Brad Wyatt	CEO	Enters via Illumination close Aug 2024; face of Adios execution PRs
Scott Darnell	CSO → Chairman (2026-01-15)	Illumination CSO; quotes the Jul 2025 “generational play” line; authors 2026 letters
Brent Albin	COO	GA / MA / Boots quotes
Cathy Popick	EVP Commercial Strategy (2026-08-10)	Constellation / Diageo / Coors

Name / entity	Role in this saga	Notes
Luis Sequeira / Michael Araghi / James Deppoleto	Pref A / board / funding	Sequeira 17 Pref A; Araghi escrow/independent director; Deppoleto 11 Pref A May 20, 2026
Next Gen AP, LLC	Disclosed Adios home	WY LLC; on 2025 canned-by line; university-deal vehicle Sep 2025; formation date unknown
Next Gen Beverage LLC	LOCK'DIN / hydrogen	Formed 2023-06-14 — not AP
Next Gen Distribution, LLC	Creager sale; FL plant buy	2025-06-03
Cookies / Berner	License + shared TM (Jul 2025 PR)	On 2025 can; off 2026 face; no exit PR
CKS Distro LLC	FL operating / “national” partner	Filed 2024-07-01; manager A&M USA Resources 2015 LLC; CT officer Adriana Shaw; no sourced LTNC/Cookies equity
Casa Rica / Justin Urich	Tequila supply	UPPR wholly-owned sub per UPPR books (acq dated Nov 5 2024); on 2025 Adios can; off 2026 face; Aug 28 EIN frames Adios partnership
Upper Street Marketing (UPPR)	Owns Casa Rica (per UPPR filings)	Jan 15 LTNC partnership PR; closed buy per amended filings; not named in Jul 17 Adios launch PRs; Aug 28 EIN is UPPR/Casa Rica Adios wire
Javier Leal	LTNC CMO (Jan 2025 Casa Rica PR)	Name overlap with SNTX CEO — name-only unless paper matches (see side-path)
Flaviar	DTC	Presale Jul 2025; canceled early orders; official DTC Nov 26, 2025
Brew Hub, LLC	2025 DSP / COLA	Lakeland DSP-FL-20108

Name / entity	Role in this saga	Notes
Scofflaw, LLC / Scofflaw Beverage Co.	2026 DSP / COLA; DSP-GA-20046; not an LTNC sub; also Atlanta co-packer	Khalifa THC exclusive (Aug 2026)
Matt Shirah / Travis Herman	Scofflaw founders	Independent Atlanta operators
Park Street Imports	NM/SC supplier of record	Compliance house; invisible in PRs
RNDC	GA + NM wholesale	Ch. 11 filed 2026-07-26
Henry J. Lee / Reyes	SC wholesale	Reyes-aligned per May 26 PR
MS Walker	MA wholesale	Launch 2026-04-10
Manny Pacquiao	Launch ambassador	Jul 19, 2025 card; later listed on Kultura "governance" page
Khalifa Kush / Wiz Khalifa	Scofflaw THC, Aug 2026	Discussed with Adios in Sep 8 letter as <i>separate</i>
Nakatomi Beverages	Private opco (Sep 8 letter)	Not an LTNC sub; possible Khalifa/Scofflaw vehicle [CONFIRM]
Takeover Industries	2021 reverse-merge sub	Ch. 7 announced Sep 2025
Illumination Holdings	Wyatt/Darnell entry vehicle	Closed Aug 2024

Source index (primary)

- TTB COLA Printable
Versions: <https://www.ttbonline.gov/colasonline/viewColaDetails.do?action=publicFormDisplay&ttbid=25219001000132> and ...26063001000132
- Workspace COLA memo + label PNGs: LOCAL DISK

- NM/SC Active Brands + Park Street memo: LOCAL DISK
- Launch: [Access Newswire 1049485](#); [Business Wire 20250717545685](#)
- CKS mfg: [Access Newswire 1040571](#)
- Name change: [OTC news 496838](#)
- DTC: [kulturabrands.com 2025-11-26](#)
- GA/MA: [Newswire 2026-04-07](#)
- Boots / NM: [kulturabrands.com 2026-05-12](#)
- Can integrity: [kulturabrands.com 2026-07-30](#); [OTC 587508](#)
- RNDC: [26-90737](#)
- Structure letter: [kulturabrands.com 2026-09-08](#)
- OTC Next Gen AP / Adios home: [548185](#), [563694](#)
- CKS Sunbiz: [L24000296007](#)
- Takeover close: [GlobeNewswire 2021-03-01](#)
- Casa Rica / UPPR partnership: [Nasdaq 2025-01-15](#)
- UPPR acquires Casa Rica (PR): [OTC news id 80501](#)
- UPPR close / restatement: [591791](#), [591788](#)
- Launch weekend primary: [Access Newswire 1051782](#)
- BevNET 85k cases: [BevNET 2025-07-17](#)
- UPPR/Casa Rica Adios EIN: [EIN 840920116](#)
- Festival calendar: [Access Newswire 1150093](#)
- CEO letter FY targets: [Access Newswire 1152940](#)
- Boots ~7,500 units: [Access Newswire 1169944](#)
- High Tide >10,000: [Access Newswire 1173887](#)
- PR audit: LOCAL DISK
- OTCM disclosure audit: LOCAL DISK
- SNTX side-path: LOCAL DISK

Research compiled 2026-09-13 Public sources only. FACT ≠ INFERENCE. Company velocity and impression figures are claims.