OTC Pink® Basic Disclosure Guidelines

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 ("Exchange Act") as well as Rule 144 of the Securities Act of 1933 ("Securities Act"), and state Blue Sky laws, require issuers to provide *adequate current information* to the public markets. With a view to encouraging compliance with these laws, OTC Markets Group has created these OTC Pink Basic Disclosure Guidelines. We use the basic disclosure information provided by OTC Pink companies under these guidelines to designate the appropriate tier in the OTC Pink marketplace: Current, Limited or No Information. OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for OTC Pink Current Information tier.

Qualifications for the OTC Pink - Current Information Tier

Companies that make the information described below publicly available on a timely basis (90 days after fiscal year end for Annual Reports; 45 days after each fiscal quarter end for Quarterly Reports) qualify for the Current Information Tier. Financial reports must be prepared according to U.S. GAAP or IFRS, but are *not required to be audited* to qualify for the OTC Pink Current Information tier.

Initial Qualification:

1. Subscribe to the OTC Disclosure & News Service on www.OTCIQ.com to publish your financial reports and material news.

2. Create the following documents, save them in PDF format and upload them via www.OTCIQ.com:
   - Annual Financial statements (Document must Include: Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements) for the previous two fiscal years. If these reports are audited, please attach the audit letter from the PCAOB registered audit firm. Each year's Annual Financial statements should be posted separately under the report type "Annual Report" in OTCIQ.
   - Any subsequent Quarterly Reports since the most recent Annual Report.
   - The most recent fiscal period end report should also include information in accordance with these OTC Pink Basic Disclosure Guidelines; use the fillable form beginning on page 3.

3. If financial reports are not audited by a PCAOB registered audit firm:
   - Submit a signed Attorney Letter Agreement (first two pages of the Attorney Letter Guidelines).
   - After following the appropriate procedures with a qualified attorney, upload an Attorney Letter complying with Attorney Letter Guidelines through your otciq.com account.

Ongoing Qualification:

1. **For each Fiscal Quarter End**, upload a Quarterly Report via www.OTCIQ.com within **45** days of the quarter end. (A separate quarterly report is not required for the 4th quarter.) The Quarterly Report should include:
   - Information in accordance with these OTC Pink Basic Disclosure Guidelines -- use the fillable form beginning on page 3.
   - Quarterly financial statements (Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements).
   - No Audit Letter or Attorney Letter is required**.**

2. **For each Fiscal Year End**, upload an Annual Report within **90 days** of the fiscal year end. The Annual Report should include:
   - Information in accordance with these OTC Pink Basic Disclosure Guidelines -- use the fillable form beginning on page 3.
   - Annual financial statements (Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements, and Audit Letter, if the financial statements are audited).

3. If financial reports are not audited by a PCAOB registered audit firm, upload an Attorney Letter via www.OTCIQ.com complying with the Attorney Letter Guidelines within **120 days** of the fiscal year end.

Qualifications for the OTC Pink - Limited Information Tier

Companies that make the information described below publicly available within the prior 6 months qualify for the Limited Information Tier.

1. Subscribe to the OTC Disclosure & News Service on www.OTCIQ.com to publish your financial reports and material news.
2. Create a Quarterly Report or Annual Report for a fiscal period ended within the previous 6 months, save it in PDF format and upload it via www.OTCIQ.com. The Quarterly Report or Annual Report includes:
    - Balance Sheet, Income Statement, and Total Number of Issued and Outstanding Shares. Financial statements must be prepared in accordance with US GAAP, but are not required to be audited. (Please note that Cash Flow Statements are not required to qualify for the Limited Information tier; however, unless the financial statements include a Cash Flow Statement, no financial data will be included in the OTC Financials Data Service, which distributes company financial data to online investor portals and makes the data available on your company's Financials tab on www.otcmarkets.com)
    - A company in the Limited Information tier, may, but is not required to, include information in accordance with these OTC Pink Basic Disclosure Guidelines using the fillable form beginning on page 3.

Current Reporting of Material Corporate Events

OTC Markets Group encourages companies to make public disclosure available regarding corporate events that may be material to the issuer and its securities. Persons with knowledge of such events would be considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release within 4 business days following their occurrence, and posting such news release through the OTC Disclosure & News Service.

Material corporate events include:

- Entry or Termination of a Material Definitive Agreement
- Completion of Acquisition or Disposition of Assets, Including but not Limited to mergers
- Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of an Issuer
- Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement
- Costs Associated with Exit or Disposal Activities
- Material Impairments
- Sales of Equity Securities
- Material Modification to Rights of Security Holders
- Changes in Issuer's Certifying Accountant
- Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review
- Changes in Control of Issuer
- Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers
- Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year
- Amendments to the Issuer's Code of Ethics, or Waiver of a Provision of the Code of Ethics
- Other events the issuer considers to be of importance

OTC Pink Basic Disclosure Guidelines

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Geopulse Exploration, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 3721 East Burdick Expressway
Address 2: #3
Address 3: Minot, ND 58701
Phone: (702) 904-0475
Email: info@geopulseexploration.com
Website(s): _____

IR Contact
Address 1: Jack Galvin
Address 2: 205D N. Stephanie Street, Suite 183
Address 3: Henderson, NV 89074
Phone: (702) 904-0475
Email: info@geopulseexploration.com
Website(s): _____

3) Security Information

Trading Symbol: GPLS
Exact title and class of securities outstanding: Common Stock
CUSIP: 37251J 10 6
Par or Stated Value: $0.001
Total shares authorized: 200,000,000 as of: 3/31/16
Total shares outstanding: 68,804,000 as of: 3/31/16

Additional class of securities (if necessary):
Trading Symbol: _____
Exact title and class of securities outstanding: Series A Convertible Preferred Stock
CUSIP: N/A
Par or Stated Value: $0.001
Total shares authorized: 2,000,000 as of: 3/31/16
Total shares outstanding: 1,000,000 as of: 3/31/16

Transfer Agent
Name: Pacific Stock Transfer
Address 1: 4045 South Spencer Street, Suite 403
Address 2: Las Vegas, NV 89119
Address 3: _____
Phone: (800) 785-7782
Is the Transfer Agent registered under the Exchange Act?* Yes: ☒ No: ☐

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of 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:

None.

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

_____

B. Any jurisdictions where the offering was registered or qualified;

_____

C. The number of shares offered;

_____

D. The number of shares sold;

_____

E. The price at which the shares were offered, and the amount actually paid to the issuer;

_____

F. The trading status of the shares; and

_____

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

_____

On July 24, 2015, the Company and Mark Childs, who is a member of our Board of Directors and serves as our Secretary, on the one hand, and Craig Osterhoudt, who was a member of our Board of Directors and served as our

President and Treasurer ("Osterhoudt"), on the other hand, entered into a Stock Purchase Agreement (the "Agreement"), pursuant to which Osterhoudt agreed to sell 15,000,000 shares of the Company's common stock and 1,000,000 shares of the Company's Series A Preferred stock, both of which were retired, in exchange for an initial cash payment of $40,000 and a cash payment of $85,000 to be made six months after the date of the Agreement.

During October 2015, we issued 5,000,000 shares of our common stock to Michael Childs, who serves as our President and Treasurer, pursuant to exercising a warrant dated November 4, 2014 in consideration for $10,000 of accrued but unpaid wages.

All of the above issuances were exempt from registration pursuant to Section 4(a)(2) of the Securities Act of 1933. Each investor or shareholder was accredited or sophisticated and familiar with our operations. In each case, the number of shares issued was identical to the number of shares offered, and all the shares were issued for services or connection with an acquisition and not for cash. All of the shares are restricted securities and the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

A. Balance sheet;
B. Statement of income;
C. Statement of cash flows;
D. Financial notes; and
E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otciq.com in the field below.

The following financial statements are included herewith:

Unaudited financial statements as of and for the year ended December 31, 2015.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Through our majority-owned subsidiary, Dakota Energy Resources, Inc. ("Dakota Energy"), we are an oil field company with operations currently in the Bakken Shale region of North Dakota, with plans to expand into Montana, Wyoming and Colorado. We operate in the oilfield services business which includes, oil field fluid transportation, fluid transfers, oil filed chemical distribution and transportation, fresh water sales and transportation, water pipeline set up, maintenance, and relocation.

Through Dakota Energy, we have agreements in place to offer frac chemicals and solids control as well as several water sources under contract for the sale and distribution of fresh water for use in the fracking process. We have plans to begin work in the pad construction and site maintenance field as well as frac sand hauling and distribution.

Our business opportunities include, but are not limited to the following:

- Oilfield Fluids Transportation;
- Oilfield Fluids Transfer;
- Frac Sand Sales, Distribution and Hauling;
- Fresh Water Supply, Distribution and Transfer;
- Oilfield Chemicals;
- Solids Control and Management; and
- Pad, water source construction.

We also have several relationships and agreements in place to take advantage of lucrative real estate opportunities and equipment leasing, purchase and sales.

We have already a contractual relationship whereby we provide transportation services to our clients, and we are in The process of obtaining more contracts to ensure steady cash and work flow through our business systems.

B. Date and State (or Jurisdiction) of Incorporation:

We were incorporated in the State of Nevada on August 13, 2004.

C. the issuer's primary and secondary SIC Codes;

1389 – Oil and gas field services, misc.

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

Geopulse is a holding company that, through its majority-owned subsidiary, Dakota Energy, offers a number of oilfield services. For a more detailed description of the products and services offered by Dakota Energy, please refer to Item 6, above.

7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

We are in the process of locating a new office space. In the meantime, we are using a portion of the common area in our current office.

8) Officers, Directors, and Control Persons

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

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Mike Childs – Director, President, and Treasurer
Mark Childs – Director, Secretary
Jack Galvin – Control Person (1)
Doug Christensen – Control Person
Craig Osterhoudt – Control Person

(1) Jack Galvin is not considered an "affiliate" for Rule 144 purposes.

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

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

   N/A

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

   N/A

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

   N/A

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.

   N/A

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the

person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

The following table sets forth, as of the date hereof, certain information with respect to the holders of the Company's issued and outstanding equity securities.

Name and Address	Common Stock Ownership	Percentage of Common Stock Ownership (1)	Series A Preferred Stock Ownership	Percentage of Series A Preferred Stock Ownership (2)
Mark Childs (3)	32,500,000 (5)	45.6%	1,000,000	100.0%
Mike Childs (3)	6,800,000	9.9%	-	-
Jack Galvin	6,000,000 (6)	8.7%	-	-
Doug Christensen	7,200,000	10.5%	-	-
Craig Osterhoudt	10,000,000 (4)	13.5%	-	-
All Officers and Directors as a Group (2 Persons)	39,300,000 (5)	55.1%	1,000,000	100.0%

(1) Unless otherwise indicated, based on 68,804,000 shares of common stock issued and outstanding. Shares of common stock subject to options or warrants currently exercisable, or exercisable within 60 days, are deemed outstanding for purposes of computing the percentage of the person holding such options or warrants, but are not deemed outstanding for purposes of computing the percentage of any other person.
(2) Based on a total of 1,000,000 issued and outstanding shares.
(3) Indicates one of our officers or directors.
(4) Includes 5,000,000 shares of common stock that may be acquired upon the exercise of warrants at $0.002 per share.
(5) Includes 2,500,000 shares of common stock that may be acquired upon the exercise of warrants at $0.002 per share.
(6) Does not include 2,500,000 shares of common stock that may be acquired upon the exercise of warrants at $0.002 per share because they are subject to a 9.9% ownership limitation.

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel
Name: Brian A. Lebrecht
Firm: Clyde Snow & Sessions, PC
Address 1: 201 S. Main Street, 13th Floor
Address 2: Salt Lake City, UT 84111
Phone: (801) 433-2453
Email: bal@clydesnow.com

Accountant or Auditor
Name: Robert Madden
Firm: Advanced CFO Solutions
Address 1: P.O. Box 899
Address 2: Pleasant Grove, UT 84062
Phone: (801) 232-0753
Email: rmadden@advancedcfo.com

Investor Relations Consultant
Name: Jack Galvin
Firm: _____
Address 1: 205 D N. Stephanie Street, Suite 183
Address 2: Henderson, NV 89074
Phone: (702) 904-0475
Email: info@geopulseexploration.com

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, Mike Childs certify that:

1. I have reviewed this quarterly disclosure statement of Geopulse Exploration, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 3, 2016 [Date]

_____ [CEO's Signature] Michael A. Childs

_____ [CFO's Signature] Michael A. Childs
(Digital Signatures should appear as "/s/ [OFFICER NAME]")

President and Treasurer [Title]

Condensed Consolidated Balance Sheet (Unaudited)

	June 30, 2016	March 31, 2016
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	$ 955	$ 146
Other current assets	91,800	135,300
TOTAL CURRENT ASSETS	92,755	135,446
Property and equipment, net	71,491	80,788
Goodwill	202,162	202,162
TOTAL ASSETS	$ 366,408	$ 418,396
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
CURRENT LIABILITIES		
Accounts payable	$ 61,244	$ 37,744
Accrued liabilities	193,500	217,500
Note payable non-related party	58,283	55,292
Note payable related party	—	42,616
TOTAL CURRENT LIABILITIES	$ 313,026	$ 353,152
LONG TERM LIABILITIES		
Note payable related party	180,582	151,873
TOTAL LONG TERM LIABILITIES	180,582	151,873
TOTAL LIABILITIES	$ 493,608	$ 505,024
STOCKHOLDERS' EQUITY		
Preferred stock, Series A, $0.001 par value: 25,000,000 shares authorized; 1,000,000 shares issued and outstanding at March 31, 2016; 1,000,000 shares issued and outstanding at December 31, 2015;	1,000	1,000
Common stock, $0.001 par value: 200,000,000 shares authorized; 68,804,000 shares issued and outstanding at March 31, 2016; 68,804,000 shares issued and outstanding at December 31, 2015;	68,804	68,804
Treasury stock subscribed	-	—
Paid-in capital	52,198	52,198
Retained Earnings	(199,362)	(166,904)
Noncontrolling interest	(49,840)	(41,726)
TOTAL STOCKHOLDERS' EQUITY	(127,200)	(86,628)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 366,408	$ 418,396

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

Condensed Consolidated Statements of Operations (Unaudited)

	Three Months Ended		Six Months Ended	
	June 30, 2016	June 30, 2015	June 30, 2016	June 30, 2015
REVENUE				
Sales	$ —	$ 213,450	$ —	$ 500,505
Total revenue	—	213,450	—	500,505
OPERATING EXPENSES				
Cost of sales	314	131,683	401	322,673
Selling, general and administrative expenses	56,923	65,633	131,691	145,187
Total operating expenses	57,238	197,316	132,093	467,860
Operating income (loss)	(57,238)	16,134	(132,093)	32,645
Other Expense				
Debt forgiveness	22,616	—	22,616	—
Bad debt expense	—	—	—	—
Interest expense	(5,950)	(5,449)	(11,481)	(10,475)
Income before income taxes	(40,572)	10,685	(120,958)	22,170
Provision for income taxes	—	—	—	—
NET INCOME (LOSS)	$ (40,572)	$ 10,685	$ (120,958)	$ 22,170
Net income (loss) attributable to non-controlling interest	(8,114)	2,137	(24,192)	4,434
Net Income (Loss) Attributable To Geopulse Exploration, Inc.	$ (32,458)	$ 8,548	$ (96,766)	$ 17,736
Weighted average shares outstanding	68,804,000	78,804,000	68,804,000	78,804,000
Basic and diluted per share amounts:				
Continuing operations	$ (0.0006)	$ 0.0001	$ (0.0018)	$ 0.0003
Net income	$ (0.0006)	$ 0.0001	$ (0.0018)	$ 0.0003

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

Condensed Consolidated Statements of Cash Flows (Unaudited)

	Six Months Ended	
	June 30, 2016	June 30, 2015
Cash flows from operating activities:		
Net (loss) income from continuing operations	$ (120,958)	$ 22,170
Adjustments to reconcile net (loss) income to net cash from operating activities:		
Depreciation	18,594	21,906
Debt forgiveness	(22,616)	—
Changes in operating assets and liabilities:		
Accounts receivable	—	2,476
Other current assets	(86,400)	30,000
Accounts payable	34,016	21,634
Accrued liabilities	126,000	(48,000)
Net cash (used in) from operating activities	(51,364)	50,186
Cash flows from investing activities:		
Purchases of equipment	—	—
Sales of tractor trailers	—	—
Net cash from investing activities	—	—
Cash flows from financing activities:		
Proceeds from note payable - related party	32,649	—
Proceeds from note payable - non-related party	5,982	—
Payments from convertible notes	—	—
Payments on note payable - related party	—	(36,700)
Payments on note payable	—	(9,875)
Proceeds from common stock warrant exercised	—	—
Proceeds from common stock purchased	—	—
Net cash used in financing activities	38,631	(46,575)
Net increase (decrease) in cash and cash equivalents	(12,733)	3,611
Cash and cash equivalents at beginning of period	13,688	22,176
Cash and cash equivalents at end of period	$ 955	$ 25,787

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

Condensed Consolidated Statements of Stockholders' Equity (Unaudited)

	Preferred Stock		Common Stock		Treasury Stock		Additional Paid-In	Accumulated	Non-Controlling	Total Shareholders'
	Shares	Amount	Shares	Amount	Shares	Amount	Capital	Deficit	Interest	Equity
BALANCES, December 31, 2011	—	—	136,180,000	$ 136,180		$	$ 50,593	$ (187,060)	$ —	$ (287)
Issuance of common stock, private placements			14,800,000	14,800			59,200			74,000
Net loss from continuing operations								(73,713)		(73,713)
BALANCES, December 31, 2012	—	—	150,980,000	$ 150,980		$	$ 109,793	$ (260,773)	$ —	$ —
Retirement of common stock			(123,376,000)	(123,376)			123,376			—
Issuance of preferred stock, acquisition	2,000,000	2,000								2,000
Issuance of common stock, acquisition			51,200,000	51,200			148,962			200,162
Recapitalization							(260,773)	260,773		—
Net Income attributable to non-controlling interest									1,503	1,503
Net income from continuing operations								6,012		6,012
BALANCES, December 31, 2013	2,000,000	2,000	78,804,000	$ 78,804		$	$ 121,358	$ 6,012	$ 1,503	$ 209,677
Net Income attributable to non-controlling interest									1,712	1,712
Net income from continuing operations								6,847		6,847
BALANCES, December 31, 2014	2,000,000	2,000	78,804,000	$ 78,804	-	$ -	$ 121,358	$ 12,859	$ 3,215	$ 218,236
Treasury shares retired	#########	(1,000)	(15,000,000)	(15,000)			(74,160)			(90,160)
11/4/2014 warrant exercised			5,000,000	5,000			5,000			10,000
Net Income attributable to non-controlling interest									(28,864)	(28,864)
Net income from continuing operations								(115,454)		(115,454)
BALANCES, December 31, 2015	1,000,000	1,000	68,804,000	$ 68,804	-	$ -	$ 52,198	$ (102,595)	$ (25,649)	$ (6,242)
										—
										—
Net Income attributable to non-controlling interest									(24,192)	(24,192)
Net income from continuing operations								(96,766)		(96,766)
BALANCES, December 31, 2016	1,000,000	1,000	68,804,000	$ 68,804	—	$ —	$ 52,198	$ (199,361)	$ (49,841)	$ (127,200)

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

Note 1. General

Nature of Business

Through its majority-owned subsidiary, Dakota Energy Resources, Inc. ("Dakota Energy"), the Company is in the oil field industry with operations currently in the Bakken Shale region of North Dakota, with plans to expand into Montana, Wyoming and Colorado. The Company operates in the oilfield services business which includes, oil field fluid transportation, fluid transfers, oil filed chemical distribution and transportation, fresh water sales and transportation, water pipeline set up, maintenance, and relocation.

Geopulse Exploration, Inc. ("Geopulse") was formed on August 13, 2004 in the State of Nevada. The Company was organized for the purpose of acquiring and developing mineral claims. During fiscal year end 2011, the Company's previous mining claims lapsed and the Company shifted its business model toward finding merger possibilities and thus became a Development Stage company. Subsequent to January 31, 2011, the Company acquired two mining claims and became a pre-exploration stage company.

Recent Developments

On July 24, 2015, the Company and Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary, on the one hand, and Craig Osterhoudt, who was a member of Geopulse's Board of Directors and served as its President and Treasurer ("Osterhoudt"), on the other hand, entered into a Stock Purchase Agreement (the "Agreement"), pursuant to which Osterhoudt agreed to sell 15,000,000 shares of the Company's common stock and 1,000,000 shares of the Company's Series A Preferred stock in exchange for an initial cash payment of $40,000 and a cash payment of $85,000 to be made six months after the date of the Agreement (the "Final Payment"). Furthermore, beginning as of August 1, 2015, the Company agrees to apply the greater of $5,000 per month or 25% of the net proceeds from all water sales received by Purchaser and all funds received through any debt or equity capital raises, towards the Final Payment. In connection with the Final Payment, the Company issued an $88,615.65 principle amount promissory note which shall accrue interest on the outstanding principal amount beginning on the date that is nine months after the date of the Agreement at a rate of two percent (2%) per month.

On July 28, 2015, the Company retired 15,000,000 shares of the Company's common stock and 1,000,000 shares of the Company's Series A Preferred stock.

On July 28, 2015, Craig Osterhoudt, who was a member of Geopulse's Board of Directors and served as its President and Treasurer ("Osterhoudt") has tendered his resignation as a member of the Company's Board of Directors and its President and Treasurer effective immediately.

On July 28, 2015, the Company to appointed Michael Childs, who is related to Mark Childs, one of the Company's officers and directors, to serve as the Company's President and Treasurer effective immediately.

On July 24, 2015, the Company entered into a Termination Agreement (the "Termination Agreement") with Craig Osterhoudt ("Osterhoudt") (the Company and Osterhoudt together as "the Parties"), pursuant to which terminated effective July 24, 2015 the Consulting Services Agreement dated December 13, 2014 between the Parties.

On July 24, 2015, the Company entered into a First Amendment to Common Stock Purchase Warrant (the "Warrant") with Craig Osterhoudt, pursuant to the terms of which extended the number of years that the Warrant may be exercised from three years to four years.

Principal Services

Dakota Energy Resources Corporation

The Company's principal services are offered through its majority-owned subsidiary Dakota Energy Resources Corporation, which was formed on October 21, 2013 in the State of Nevada. It was organized for the purpose of servicing the oilfield, energy and extractive industries located in North Dakota. Dakota Energy specializes in the transfer of oilfield fluids via trucking and pipeline and the supply and maintenance of on and offsite fluid storage devices.

The Company has plans to begin work in the pad construction and site maintenance field as well as frac sand hauling and distribution. The Company's business opportunities include, but are not limited to the following:

- Oilfield Fluids Transportation;
- Oilfield Fluids Transfer;
- Frac Sand Sales, Distribution and Hauling;
- Fresh Water Supply, Distribution and Transfer;
- Oilfield Chemicals;
- Solids Control and Management; and
- Pad, water source construction.

Note 2. Basis Of Presentation And Significant Accounting Policies

Basis of Presentation

The accompanying unaudited condensed consolidated financial statements include the accounts of the Company and its majority-owned subsidiary and have been prepared in accordance with generally accepted accounting principles (GAAP) in the United States of America.

Reclassifications

Certain prior year amounts in the accompanying consolidated financial statements have been reclassified to conform to the current year's presentation. These reclassifications had no effect on the consolidated results of operations or financial position for any years presented.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Company and its majority-owned subsidiary. The Company has adopted the accounting standards for non-controlling interests and reclassified the equity attributable to its non-controlling interests as a component of equity in the accompanying consolidated balance sheets. All significant intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. These estimates are based on knowledge of current events and anticipated future events and accordingly, actual results may differ from those estimates.

Risks related to cash

The Company maintains cash in bank and deposit accounts, which at times may exceed federally insured limits. The Company has not experienced any losses in such accounts. The Company believes it is not exposed to any significant credit risk on cash and cash equivalents.

Cash and Cash equivalents

The Company considers only highly liquid investments such as money market funds and commercial paper with maturities of 90 days or less at the date of their acquisition as cash and cash equivalents.

Fair Value of Financial Instruments

The accounting standards regarding disclosures about fair value of financial instruments defines financial instruments and required fair value disclosure of those instruments. This accounting standard defines fair value, establishes a three-level valuation hierarchy for disclosures of fair value measurement and enhances disclosure requirements for fair value measures. Receivables, investments, payables, short and long term debt and warrant liabilities qualified as financial instruments. Management believes the carrying amounts of receivables, payables and debt are a reasonable estimate of fair value because of the short period of time between the origination of such instruments, their expected realization, and if applicable, their stated interest rate is equivalent to interest rates currently available. The three levels are defined as follows:

Level 1 Inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.

Level 2 Inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the assets or liability, either directly or indirectly, for substantially the full term of the financial instruments.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value.

The Company analyzes all financial instruments with features of both liabilities and equity under the accounting standards regarding accounting for certain financial instruments with characteristics of both liabilities and equity, accounting for derivative instruments and hedging activities, accounting for derivative financial instruments indexed to, and potentially settled in, a company's own stock, and the accounting standard regarding determining whether an instrument (or embedded feature) is indexed to an entity's own stock. The accounting standard specifies that a contract that would otherwise meet the definition of a derivative but is both (a) indexed to the Company's own stock and (b) classified in stockholders' equity in the statement of financial position would not be considered a derivative financial instrument. This standard provides a two-step model to be applied in determining whether a financial instrument or an embedded feature is indexed to an issuer's own stock and thus able to qualify for this

accounting standard scope exception. All warrants issued by the Company are denominated in U.S. dollars.

Accounts Receivable

Accounts receivable are recorded at the invoice amount and do not bear interest.

Allowance for Doubtful Accounts

Allowance for doubtful accounts is defined as a company's estimate of the amount of probable credit losses in the company's existing accounts receivable. The Company does not maintain an allowance for doubtful accounts based upon management's review of the Company's revenue structure whereby substantially all receivables are confirmed before they are booked as revenue. The Company reviews its allowance for doubtful accounts policy periodically. The Company does not have any off-balance-sheet exposure related to its customers.

Property and Equipment

Property and equipment are recorded at cost and depreciated using the straight-line method over the useful lives of the assets, generally from three to seven years. Property and equipment at June 30, 2016 and December 31, 2015 are presented net of accumulated depreciation of $104,109 and $85,515, respectively.

Goodwill

In accordance with *Goodwill and Other Intangible Assets*, goodwill is defined as the excess of the purchase price over the fair value assigned to individual assets acquired and liabilities assumed and is tested for impairment at the reporting unit level on an annual basis in the Company's fourth fiscal quarter or more frequently if indicators of impairment exist. The performance of the test involves a two-step process. The first step of the impairment test involves comparing the fair value of the Company's reporting units with each respective reporting unit's carrying amount, including goodwill. The fair value of reporting units is generally determined using the income approach. If the carrying amount of a reporting unit exceeds the reporting unit's fair value, the second step of the goodwill impairment test is performed to determine the amount of any impairment loss. The second step of the goodwill impairment test involves comparing the implied fair value of the reporting unit's goodwill with the carrying amount of that goodwill. No amortization is recorded for goodwill with indefinite useful life. No goodwill impairment was recognized during the six months ended June 30, 2016 and during the year ended December 31, 2015.

Revenue Recognition

The Company recognizes revenue in accordance with ASC 605, "*Revenue Recognition*," by recognizing as revenue the fees it charges customers as referenced below because persuasive evidence of an arrangement exists, the fees it charges are substantially fixed or determinable during the period that it provides the services, the Company and its customers understand the specific nature and terms of the agreed upon transactions, collectability is reasonable assured and services have been rendered.

The Company and its majority-owned subsidiary recognize revenue as follows:

The Company currently generates revenue as a contract carrier in the state of North Dakota providing transportation of commodities which to date has been exclusively water. The Company charges a fee for all commodities that it transports.

Income Taxes

The Company follows *Accounting for Income Taxes* which requires recognition of deferred income tax liabilities and assets for the expected future tax consequences of temporary differences between the income tax basis and financial reporting basis of assets and liabilities. Provision for income taxes consists of taxes currently due plus deferred taxes.

The charge for taxation is based on the results for the year as adjusted for items that are non-assessable or disallowed. It is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax is accounted for using the balance sheet liability method in respect to temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax basis used in the computation of assessable tax profit. In principle, deferred tax liabilities are recognized for all taxable temporary differences, and deferred tax assets are recognized to the extent it is probable that taxable profit will be available against which deductible temporary differences can be utilized.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled. Deferred tax is charged or credited in the income statement, except when it relates to items credited or charged directly to equity, in which case the deferred tax is also recorded in equity.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Uncertain tax positions

The Company recognizes uncertain tax positions based on a benefit recognition model. Provided that the tax position is deemed more likely than not of being sustained, the Company recognizes the largest amount of tax benefit that is greater than 50% likely of being ultimately realized upon settlement. The tax position is derecognized when it is no longer more likely than not of being sustained. The Company classifies income tax-related interest and penalties as interest expense and SGA expense, respectively, on the Consolidated Statement of Operations.

Recent Accounting Pronouncements

In December 2011, the Financial Accounting Standards Board, or FASB, issued an accounting standards update to require disclosure of information about the effect of rights of offset with certain financial instruments on an entity's financial position. In January 2013, the FASB issued an accounting standards update that clarifies the aforementioned offsetting disclosure requirements. The disclosure requirements are only applicable to rights of offset of certain derivative instruments, repurchase agreements and reverse purchase agreements, and securities borrowing and securities lending transactions that are either offset in accordance with standards set forth by the FASB Codification subject to master netting arrangements or similar agreements. Adoption of this standard had no significant impact on the Company's consolidated financial statements.

In February 2013, the FASB issued an accounting standards update that requires presentation for reclassification adjustments from accumulated other comprehensive income into net income in a single note or on the face of the financial statements. The adoption of this standard had an immaterial effect on the Company's consolidated financial statements and as such, the required presentation is not included herein.

In July 2013, the FASB issued an accounting standards update that specifies that unrecognized tax benefits should be presented in the financial statements as a reduction to a deferred tax asset for a net operating loss carryforward, a similar tax loss or a tax credit carryforward. When a net operating loss carryforward, a similar tax loss or tax credit carryforward is not available at the reporting date under the tax law of the applicable jurisdiction to settle any additional income taxes or the entity does not intend to use the deferred tax asset for such purpose, the unrecognized tax benefit should be presented in the financial statements as a liability and should not be combined with deferred tax assets. This amendment is effective for fiscal years, and interim periods within those years, beginning after December 15, 2013. The adoption of this accounting standards update did not have significant impact on the Company's consolidated financial statements.

FASB issued an accounting standards update amending ASC 220 to improve the comparability, consistency and transparency of reporting of comprehensive income. It amends existing guidance by allowing only two options for presenting the components of net income and other comprehensive income: (1) in a single continuous financial statement, statement of comprehensive income or (2) in two separate but consecutive financial statements, consisting of an income statement followed by a separate statement of other comprehensive income. Also, items that are reclassified from other comprehensive income to net income must be presented on the face of the financial statements. ASU No. 2011-05 requires retrospective application, and it is effective for fiscal years, and interim periods within those years, beginning after December 15, 2011, with early adoption permitted. In December 2011, FASB issued ASU 2011-12. ASU 2011-12 indefinitely deferred the provisions of ASU 2011-05 requiring the presentation of reclassification adjustments on the face of the financial statements for items reclassified from other comprehensive income to net income. The adoption of this standard did not have a material impact on the Company's financial statements.

FASB issued an accounting standards update amending ASC 820, which is effective for interim and annual periods beginning after December 31, 2011, to achieve common fair value measurement and disclosure requirements between GAAP and IFRS. This amendment changes the wording used to describe fair value and requires additional disclosures. The adoption of this amendment did not have a material impact on the Company's financial statements.

In September 2011, the FASB issued an amendment to an existing accounting standard, which provides an option to perform a qualitative assessment to determine whether further impairment testing on goodwill is necessary. Specifically, an entity has the option to first assess qualitative factors to determine whether it is necessary to perform the current two-step test. If an entity believes, as a result of its qualitative assessment, that it is more-likely-than-not that the fair value of a reporting unit is less than its carrying amount, the quantitative impairment test is required. Otherwise, no further testing is required. This standard is effective for annual and interim goodwill impairment tests performed for fiscal years beginning after December 15, 2011. The adoption of this standard did not have a material impact on the Company's financial statements.

During May 2009 and February 2010, the FASB issued a new authoritative pronouncement regarding recognized and non-recognized subsequent events. This guidance establishes general standards of

accounting for and disclosure of events that occur after the balance sheet date but before the financial statements are issued or are available to be issued. The adoption of this guidance had no impact on the Company's results of operations or financial position.

Other Recently Issued, but Not Yet Effective Accounting Pronouncements

Management does not believe that any other recently issued, but not yet effective accounting pronouncements, if adopted, would have a material effect on the accompanying consolidated financial statements.

Note 3. Equity Transactions

At June 30, 2016 the total number of shares of the Company's common stock that were issued and outstanding was 68,804,000. At June 30, 2016 the total number of shares of the Company's preferred stock that were issued and outstanding was 1,000,000.

On June 7, 2010, the Company increased the number of its authorized common shares of stock to 1,000,000,000 shares. On December 21, 2010, the Company issued an 11-for-1 forward stock split in the form of a stock dividend. On November 25, 2013, the Company decreased the total number of shares of Common Stock which it is authorized to issue to 200,000,000. On November 25, 2013, the Company increased the total number of shares of Preferred Stock which it is authorized to issue to 25,000,000.

Preferred Stock Issuances

On December 30, 2013 the Company issued 2,000,000 shares of its preferred stock pursuant to the acquisition of Dakota Energy. See *Treasury Stock* below for information regarding the buy back and retiring of 1,000,000 shares of the Company's preferred stock.

Common Stock Issuances

During the year ended 2005, the Company issued 1,900,000 shares of its common stock for $19,000.

During the year ended 2006, the Company issued 480,000 shares of its common stock for $24,000.

On May 24, 2010, the Company issued 10,000,000 shares of its common stock to its former chief executive officer for $19,973.

On June 16, 2012, the Company issued 14,800,000 shares of its common stock for $74,000 in debt to third party investors.

On January 15, 2013, the Company's former chief executive officer retired 123,376,000 shares of the Company's common stock.

On December 30, 2013, the Company issued 51,200,000 shares of its common stock pursuant to the acquisition of Dakota Energy.

On October 22, 2015, the Company issued 5,000,000 shares of its common stock to Michael Childs who exercised his warrant dated November 21, 2014 for $10,000 of accrued but unpaid wages.

Treasury Stock

On July 24, 2015, the Company and Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary, on the one hand, and Craig Osterhoudt, who was a member of Geopulse's Board of Directors and served as its President and Treasurer ("Osterhoudt"), on the other hand, entered into a Stock Purchase Agreement (the "Agreement"), pursuant to which Osterhoudt agreed to sell 15,000,000 shares of the Company's common stock and 1,000,000 shares of the Company's Series A Preferred stock in exchange for an initial cash payment of $40,000 and a cash payment of $85,000 to be made six months after the date of the Agreement (the "Final Payment").

On July 28, 2015, the Company retired 15,000,000 shares of the Company's common stock and 1,000,000 shares of the Company's Series A Preferred stock.

Note 4. Other Current Assets

10b5-1 Trading Plan

On November 9, 2015 the Company adopted a 10b5-1 trading plan with Alpine Securities Corporation. The Company established the trading plan in order to facilitate the purchase of a certain number, or a certain aggregate dollar amount, of common stock. As of June 30, 2016 the Company has recorded a prepaid expense balance of $4,000.

Consulting Agreements – Related Parties

On December 13, 2013, the Company entered into a consulting services agreement with a Mr. Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary, (the "Consulting Agreement") pursuant to the terms of which, the Company would receive consulting services for a term of one year and is renewable for up to three additional successive one year terms. Pursuant to the terms of the Consulting Agreement, consideration consists of a cash payment of $15,000 per year and 2,500,000 Common Stock purchase warrants with a three-year contractual term and with each warrant entitling the holder thereof to purchase one share of common stock at a price of $0.002. On July 24, 2015, and effective January 1, 2015, the Company amended and renewed the Consulting Agreement for an additional one-year term and increased the cash payment of $15,000 per year to $36,000 per year beginning on January 1, 2015. The Company valued the renewed agreement at $36,000 and is being amortized on a straight-line basis over the term of the Consulting Agreement. At June 30, 2016, the Company has recorded a prepaid expense balance of $18,000.

On December 13, 2013, the Company entered into a consulting services agreement with a Mr. Jack Galvin, who serves as the Company's Public Relations and Investor Relations consultant, (the "Consulting Agreement") pursuant to the terms of which, the Company would receive consulting services for a term of one year and is renewable for up to three additional successive one year terms. Pursuant to the terms of the Consulting Agreement, consideration consists of a cash payment of $15,000 per year and 2,500,000 Common Stock purchase warrants with a three-year contractual term and with each warrant entitling the holder thereof to purchase one share of common stock at a price of $0.002. On July 24, 2015, and effective January 1, 2015, the Company amended and renewed the Consulting Agreement for an additional one-year term and increased the cash payment of $15,000 per year to $42,000 per year beginning on January 1, 2015. The Company valued the renewed agreement at $42,000 and is being amortized on a straight-line basis over the term of the Consulting Agreement. At June 30, 2016, the Company has recorded a prepaid expense balance of $21,000.

On November 4, 2014, the Company entered into a consulting services agreement with Mr. Michael Childs who is related to Mark Childs, one of the Company's officers and directors, and thus, there may exist a conflict of interest with respect to the approval of the Consulting Agreement and which potential conflict of interest, to the extent one may exist, was waived by the Directors on behalf of the Company (the "Consulting Agreement"). Pursuant to the terms of the Consulting Agreement, the Company would receive consulting services for a term of one year and is renewable for up to three additional successive one-year terms. Pursuant to the terms of the Consulting Agreement, consideration consists of a cash payment of $96,000 per year paid monthly and 5,000,000 Common Stock purchase warrants with a three-year contractual term and with each warrant entitling the holder thereof to purchase one share of common stock at a price of $0.002. The Company valued the agreement at $96,000 and is being amortized on a straight-line basis over the term of the Consulting Agreement. At June 30, 2016, the Company has recorded a prepaid expense balance of $48,000.

At June 30, 2016, the Company had $800 in a security deposit.

Note 5. Property And Equipment

Property and equipment are recorded at cost and depreciated using the straight-line method over the useful lives of the assets, generally from three to seven years. Property and equipment At June 30, 2016 and December 31, 2015 consist of the following:

Property and Equipment	**June 30 2016**	**December 31, 2015**
Semi-Trucks and Trailers	$ 175,600	$ 175,600
Less: Accumulated Depreciation	(104,109)	(85,515)
Property and Equipment, net	$ 71,491	$ 90,085

For the six months ending June 30, 2016 and December 31, 2015, depreciation expense was $18,594 and $36,117, respectively.

Note 6. Intangible Asset

On December 13, 2013, Geopulse Exploration Inc. entered into a Reorganization and Stock Purchase Agreement with Dakota Energy Resources Corporation. Pursuant to the terms of the Reorganization and Stock Purchase Agreement, Geopulse acquired a majority interest in Dakota Energy and Dakota Energy will operate as a majority-owned subsidiary of the Company. Goodwill of $202,162 was recorded in the transaction.

Note 7. Accrued Liabilities

On December 13, 2013, the Company entered into a consulting services agreement with a Mr. Jack Galvin, who serves as the Company's Public Relations and Investor Relations consultant, (the "Consulting Agreement") pursuant to the terms of which, the Company would receive consulting services for a term of one year and is renewable for up to three additional successive one year terms. Pursuant to the terms of the Consulting Agreement, consideration consists of a cash payment of $15,000 per year and

2,500,000 Common Stock purchase warrants with a three-year contractual term and with each warrant entitling the holder thereof to purchase one share of common stock at a price of $0.002. On July 24, 2015, and effective January 1, 2015, the Company amended and renewed the Consulting Agreement for an additional one-year term and increased the cash payment of $15,000 per year to $42,000 per year beginning on January 1, 2015. The Company valued the renewed agreement at $42,000 and is being amortized on a straight-line basis over the term of the Consulting Agreement. At June 30, 2016, the Company has recorded a liability of $84,000.

On November 4, 2014, the Company entered into a consulting services agreement with Mr. Michael Childs who is related to Mark Childs, one of the Company's officers and directors, and thus, there may exist a conflict of interest with respect to the approval of the Consulting Agreement and which potential conflict of interest, to the extent one may exist, was waived by the Directors on behalf of the Company (the "Consulting Agreement"). Pursuant to the terms of the Consulting Agreement, the Company would receive consulting services for a term of one year and is renewable for up to three additional successive one year terms. Pursuant to the terms of the Consulting Agreement, consideration consists of a cash payment of $96,000 per year paid monthly and 5,000,000 Common Stock purchase warrants with a three-year contractual term and with each warrant entitling the holder thereof to purchase one share of common stock at a price of $0.002. The Company valued the agreement at $96,000 and is being amortized on a straight-line basis over the term of the Consulting Agreement. At June 30, 2016, the Company has recorded a liability of $48,000.

On December 13, 2013, the Company entered into a consulting services agreement with a Mr. Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary, (the "Consulting Agreement") pursuant to the terms of which, the Company would receive consulting services for a term of one year and is renewable for up to three additional successive one year terms. Pursuant to the terms of the Consulting Agreement, consideration consists of a cash payment of $15,000 per year and 2,500,000 Common Stock purchase warrants with a three-year contractual term and with each warrant entitling the holder thereof to purchase one share of common stock at a price of $0.002. On July 24, 2015, and effective January 1, 2015, the Company amended and renewed the Consulting Agreement for an additional one-year term and increased the cash payment of $15,000 per year to $36,000 per year beginning on January 1, 2015. The Company valued the renewed agreement at $36,000 and is being amortized on a straight-line basis over the term of the Consulting Agreement. At June 30, 2016, the Company has recorded a liability of $61,500.

On October 22, 2015, the Company entered into an unsecured promissory note with Gem Irrevocable Trust which note carries 24% interest per annum which interest begins to accrued from the date the funds were advanced to the Company. The note is due on or before October 22, 2016 on or before 5:00 p.m., Mountain Time. At June 30, 2016 the balance of principle and accrued but unpaid interest was $58,283.

At December 31, 2015, the Company has recorded $0 in cash advances. The cash advance occurred July 27, 2015 from MGL Living Trust. A factoring agreement was put in place and repaid on September 9, 2015 and September 29, 2015 with interest due. The total amount factored July 27, 2015 was $102,112 with interest paid totaling $3,469.

See *Note 8. Note Payable Related Party* for a discussion regarding the conversion of a $15,000 current liability into a promissory note owed to Mr. Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary, pursuant to a consulting agreement.

Note 8. Notes Payable Related Party

On July 24, 2015, the Company and Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary, on the one hand, and Craig Osterhoudt, who was a member of Geopulse's Board of Directors and served as its President and Treasurer ("Osterhoudt"), on the other hand, entered into a Stock Purchase Agreement (the "Agreement"), pursuant to which Osterhoudt agreed to sell 15,000,000 shares of the Company's common stock and 1,000,000 shares of the Company's Series A Preferred stock in exchange for an initial cash payment of $40,000 and a cash payment of $85,000 to be made six months after the date of the Agreement (the "Final Payment"). Furthermore, beginning as of August 1, 2015, the Company agrees to apply the greater of $5,000 per month or 25% of the net proceeds from all water sales received by Purchaser and all funds received through any debt or equity capital raises, towards the Final Payment. In connection with the Final Payment, the Company issued an $88,615.65 principle amount promissory note which shall accrue interest on the outstanding principal amount beginning on the date that is nine months after the date of the Agreement at a rate of two percent (2%) per month. The Company came to an agreement with Craig Osterhoudt, who was a member of Geopulse's Board of Directors and served as its President and Treasurer, for a Stock Purchase Agreement Amendment dated July 24, 2015. Craig Osterhoudt agreed to accept $20,000 as payment in full and the agreement is completely satisfied. There will be no further balance due and the transaction is complete with no outstanding debt, liabilities, or monies owed. At June 30, 2016, the balance of principle and interest was paid in full leaving a balance owing of $0.

During June 2016, Real Properties of America, Inc., a company controlled by Mr. Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary ("Real Properties"), loaned the Company an additional $25,750. During March 2016, Real Properties of America, Inc., a company controlled by Mr. Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary ("Real Properties"), loaned the Company an additional $16,400. On August 5, 2015, the Company entered into an unsecured promissory note with Real Properties which note carries 8% interest per annum which interest begins to accrued from the date the funds were advanced to the Company. The additional funds loaned have been added to the schedule of the unsecured promissory note dated August 5, 2015. At June 30, 2016 the balance of principle and accrued but unpaid interest was $92,206.

On June 30, 2015, Mr. Jack Galvin ("Galvin"), who serves as the Company's Public Relations and Investor Relations consultant, loaned the Company $2,500. On August 5, 2015, the Company entered into an unsecured promissory note with Galvin which note carries 8% interest per annum which interest begins to accrued from the date the funds were advanced to the Company. At June 30, 2016 the balance of principle and accrued but unpaid interest was $2,699.

On December 13, 2013, the Company entered into a consulting services agreement with Mr. Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary, (the "Consulting Agreement") pursuant to the terms of which, the Company would receive consulting services for a term of one year and is renewable for up to three additional successive one year terms. Pursuant to the terms of the Consulting Agreement, consideration consists of a cash payment of $15,000 per year and 2,500,000 Common Stock purchase warrants with a three-year contractual term and with each warrant entitling the holder thereof to purchase one share of common stock at a price of $0.002. On September 30, 2014, the $15,000 owed to Mr. Childs was converted into a $15,000 principle unsecured promissory note with 8% interest, due December 31, 2017. During the month of March 2016 Mr. Mark Childs loaned the Company an additional $5,000 which was added to the schedule of the unsecured promissory note dated December 13, 2013. At June 30, 2016, the principal plus accrued but unpaid interest totaled $22,304.

On November 1, 2013 the Company entered into a purchase agreement (the "Purchase Agreement") with Childs, LLC, a Nevada limited liability company, pursuant to which the Company purchased 2 semi-trucks and 2 trailers for $90,000 which is payable $5,000 per month for 18 months beginning on December 15, 2013 and carries no interest or prepayment penalties. The managing member of Childs LLC is Mark Childs, who is a Director, Officer and 20% stockholder of Geopulse. On September 30, 2014, the outstanding balance pursuant to the Purchase Agreement was $65,000, which amount was converted into a $65,000 principle promissory note with 8% interest, due December 31, 2017 and is secured by 2 semi-trucks and 2 trailers purchased under the Purchase Agreement. At June 30, 2016, the principal plus accrued but unpaid interest totaled $63,373.

Below is a summary of Notes Payable Related Party which includes accrued interest:

Notes payable related party current	**June 30 2016**	**December 31, 2015**
Osterhoudt Note	$ 0	$ 42,616
Total Notes payable related party current	$ 0	$ 42,616

Notes payable related party noncurrent	**March 31 2016**	**December 31, 2015**
Jack Galvin Note	$ 2,699	$ 2,600
Real Properties (Mark Childs) Note	92,206	27,651
Mark Childs Note #3	63,373	71,512
Mark Childs Note #4	22,304	16,505
Total Notes payable related party noncurrent	$ 180,582	$ 138,268
Total Notes Payable Related Party	$ 180,582	$ 180,883

Note 9. Income Per Common Share

Income per common share is based on the weighted average number of common shares outstanding. The Company complies with *Earnings Per Share*, which requires dual presentation of basic and diluted earnings per share on the face of the statements of operations. Basic per share earnings or loss excludes dilution and is computed by dividing income (loss) available to common stockholders by the weighted-average common shares outstanding for the period. Diluted per share earnings or loss reflect the potential dilution that could occur if convertible preferred stock or debentures, options and warrants were to be exercised or converted or otherwise result in the issuance of common stock that is then shared in the earnings of the entity.

As of June 30, 2016, there were outstanding 19,000,000 common stock purchase warrants that were not included in the computation of diluted EPS because to do so would have been antidilutive for the period presented.

Note 10. Related Party Transactions

All material intercompany transactions have been eliminated upon consolidation of the Company's entities. During the three months ended March 31, 2016, cash transfers, equity and accounts between the Company and its subsidiary have been eliminated upon consolidation.

On July 24, 2015, the Company and Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary, on the one hand, and Craig Osterhoudt, who was a member of Geopulse's Board of Directors and served as its President and Treasurer ("Osterhoudt"), on the other hand, entered into a Stock Purchase Agreement (the "Agreement"), pursuant to which Osterhoudt agreed to sell 15,000,000 shares of the Company's common stock and 1,000,000 shares of the Company's Series A Preferred stock in exchange for an initial cash payment of $40,000 and a cash payment of $85,000 to be made six months after the date of the Agreement (the "Final Payment"). Furthermore, beginning as of August 1, 2015, the Company agrees to apply the greater of $5,000 per month or 25% of the net proceeds from all water sales received by Purchaser and all funds received through any debt or equity capital raises, towards the Final Payment. In connection with the Final Payment, the Company issued an $88,615.65 principle amount promissory note which shall accrue interest on the outstanding principal amount beginning on the date that is nine months after the date of the Agreement at a rate of two percent (2%) per month. The Company came to an agreement with Craig Osterhoudt, who was a member of Geopulse's Board of Directors and served as its President and Treasurer, for a Stock Purchase Agreement Amendment dated July 24, 2015. Craig Osterhoudt agreed to accept $20,000 as payment in full and the agreement is completely satisfied. There will be no further balance due and the transaction is complete with no outstanding debt, liabilities, or monies owed. At June 30, 2016, the balance of principle and interest was paid in full leaving a balance owing of $0.

During June 2016, Real Properties of America, Inc., a company controlled by Mr. Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary ("Real Properties"), loaned the Company an additional $25,750. During March 2016, Real Properties of America, Inc., a company controlled by Mr. Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary ("Real Properties"), loaned the Company an additional $16,400. On August 5, 2015, the Company entered into an unsecured promissory note with Real Properties which note carries 8% interest per annum which interest begins to accrued from the date the funds were advanced to the Company. The additional funds loaned have been added to the schedule of the unsecured promissory note dated August 5, 2015. At June 30, 2016 the balance of principle and accrued but unpaid interest was $92,206.

On June 30, 2015, Mr. Jack Galvin ("Galvin"), who serves as the Company's Public Relations and Investor Relations consultant, loaned the Company $2,500. On August 5, 2015, the Company entered into an unsecured promissory note with Galvin which note carries 8% interest per annum which interest begins to accrued from the date the funds were advanced to the Company. At June 30, 2016 the balance of principle and accrued but unpaid interest was $2,699.

On December 13, 2013, the Company entered into a consulting services agreement with Mr. Mark Childs, who is a member of Geopulse's Board of Directors and serves as its Secretary, (the "Consulting Agreement") pursuant to the terms of which, the Company would receive consulting services for a term of one year and is renewable for up to three additional successive one year terms. Pursuant to the terms of the Consulting Agreement, consideration consists of a cash payment of $15,000 per year and 2,500,000 Common Stock purchase warrants with a three-year contractual term and with each warrant entitling the holder thereof to purchase one share of common stock at a price of $0.002. On September 30, 2014, the $15,000 owed to Mr. Childs was converted into a $15,000 principle unsecured promissory note with 8% interest, due December 31, 2017. During the month of March 2016 Mr. Mark Childs loaned the Company

an additional $5,000 which was added to the schedule of the unsecured promissory note dated December 13, 2013. At June 30, 2016, the principal plus accrued but unpaid interest totaled $22,304.

On November 1, 2013 the Company entered into a purchase agreement (the "Purchase Agreement") with Childs, LLC, a Nevada limited liability company, pursuant to which the Company purchased 2 semi-trucks and 2 trailers for $90,000 which is payable $5,000 per month for 18 months beginning on December 15, 2013 and carries no interest or prepayment penalties. The managing member of Childs LLC is Mark Childs, who is a Director, Officer and 20% stockholder of Geopulse. On September 30, 2014, the outstanding balance pursuant to the Purchase Agreement was $65,000, which amount was converted into a $65,000 principle promissory note with 8% interest, due December 31, 2017 and is secured by 2 semi-trucks and 2 trailers purchased under the Purchase Agreement. At June 30, 2016, the principal plus accrued but unpaid interest totaled $63,373.

Note 11. Warrants

As of June 30, 2016, there were outstanding 19,000,000 common stock purchase warrants. *See Note 4. Other Current Assets* for information on the warrants.

The following table summarizes information about common stock warrants outstanding At June 30, 2016:

Outstanding				Exercisable	
Exercise Price	Number Outstanding	Weighted Average Remaining Contractual Life (years)	Weighted Exercise Price Average	Number Exercisable	Weighted Average Exercise Price
$ 0.002	5,000,000	0.38	$ 0.0005	5,000,000	$ 0.0005
0.002	2,500,000	0.06	0.0003	2,500,000	0.0003
0.002	2,500,000	0.06	0.0003	2,500,000	0.0003
0.003	9,000,000	0.42	0.0014	9,000,000	0.0014
$0.002 - $0.003	19,000,000	0.92	$ 0.002	19,000,000	$ 0.002

Note 12. Commitments And Contingencies

On September 12, 2014 the Company entered into a new lease at 3710 E Burdick Expressway #3, Minot, North Dakota 58701. The office space is approximately 1000 square feet. Pursuant to the terms of the lease, rent is $800 per month for 24 months.

Set forth below is a summary of current obligations as of June 30, 2016 comprised exclusively of the rental lease obligations to make future payments due by the period indicated below:

Minot Office	Minimum Payments	Monthly Base Rent
2016	$ 1,200	$ 400

The Company renegotiated their office lease to reduce the rent owed per month from $800 to $400 starting June 2016 for the remaining term of the lease (four months).

Note 13. Subsequent Events

The Company evaluated its June 30, 2016 financial statements for subsequent events through July 27, 2016, the date the financial statements were available to be issued.