Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Puissant Industries, Inc.
480 Lexington Road
Suite 12
Versailles, Kentucky 40383
(859) 251-3626
Website: None
SIC Code: 1311

Quarterly Report
For the Six-Month Period Ending: June 30, 2022
(the "Reporting Period")

As of June 30, 2022, the number of outstanding shares of Common Stock was:

26,935,047

As of March 31, 2022, the number of outstanding shares of Common Stock was:

26,935,047

As of December 31, 2021, the number of outstanding shares of Common Stock was:

26,935,047

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control of the company has occurred over this reporting period:
Yes: ☐ No: ☒

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

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

The exact name of the Issuer is PUISSANT INDUSTRIES, INC. (the "Company" or the "Issuer') – March 17, 2011 - Present

Other than listed above, the Issuer used the following names:

Formerly American Resource Management, Inc. from July 6, 2009 to March 16, 2011.

On March 16, 2009 American Resource Management Inc. (Wyoming) changed its name to Puissant Industries, Inc. and its domicile to Florida.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The Company is active and in good standing in its corporation requirements with the State of Florida.

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

N/A

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

N/A

The address(es) of the issuer's principal executive office:

480 Lexington Road
Suite 12
Versailles, Kentucky 40383

The address(es) of the issuer's principal place of business:
Check box if principal executive office and principal place of business are the same address: ☒

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

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

2) Security Information

Trading symbol:	PSSS	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	74535W 10 8	
Par or stated value:	0.001	
Total shares authorized:	90,000,000	as of date: June 30, 2022
Total shares outstanding:	26,935,047	as of date: June 30, 2022
Number of shares in the Public Float[1]:	3,031,160	as of date: June 30, 2022
Total number of shareholders of record:	53	as of date: June 30, 2022

All additional class(es) of publicly traded securities (if any):

Transfer Agent

Name: VStock Transfer
Phone: 212 828-8436`
Email: info@vstocktransfer.com
Address: 18 Lafayette Place
Woodmere, New York 11598

[1] "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Is the Transfer Agent registered under the Exchange Act?[2] Yes: ☒ No: ☐

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of 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. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☒

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date Common: Preferred:			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
______	______	______	______	______	______	______	______	______	______
______	______	______	______	______	______	______	______	______	______
______	______	______	______	______	______	______	______	______	______
Shares Outstanding on Date of This Report: <u>Ending Balance</u> <u>Ending Balance:</u> Date Common: Preferred:									

Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒
Need to clarify

[2] To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Date of Note Issuance	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
03/15/2022	$100,000	$100,000	$35,000*	04/15/2026	Not convertible	Bruce Patton	Note

*The Note provides that the $35,000 of accrued interest shall be paid via the issuance of 350,000 restricted common stock shares, which shares have not yet been issued.

4) Financial Statements

A. The following financial statements were prepared in accordance with:

☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by Matthew Cohen[3]:

Name: Matthew Cohen
Title: Accountant
Relationship to Issuer: Independent Accountant

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

C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;
F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
G. Financial notes; and
H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ 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 statements in a separate report as described 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 in the field below. Financial Statements must be compiled in one document.

The above financial statements for the Twelve-Month Period Ended December 31, 2021, are incorporated by reference.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

[3] The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

As described below in 5C, the Issuer is engaged in the business of Natural Gas Development and Cryptocurrency Mining.

B. Please list any subsidiaries, parents, or affiliated companies.

Wholly Owned Subsidiaries

Arm Operating Company

The Issuer owns 100% of ARM Operating Company ("ARM"), which was incorporated on July 12, 2011 in the State of Kentucky to manage the Issuer's natural gas properties, including operating, developing, and maintaining all natural gas wells, leases, and reserve activities. ARM is and will be registered as the operator of wells with all relevant governmental agencies, and it will be responsible for maintaining production and maintenance reports for all of the Issuer's wells and facilities.

American Crypto Mining, Inc.

The Issuer's other wholly owned subsidiary, American Crypto Mining, Inc. was incorporated in Kentucky on December 1, 2017 ("American Crypto"). American Crypto's business model encompasses Blockchain and Crypto.

Marshall Holbook, the Chief Executive Officer of the Issuer, , Puissant Industries, Inc., is also the Chief Executive Officer/Director of American Cyrpto.:
480 Lexington Road
Suite 12
Versailles, Kentucky 40383
(859) 251-3626

C. Describe the issuers' principal products or services.

Natural Gas Development

The Issuer is engaged in natural gas exploration and development activities in fractured shale formations located in Eastern Kentucky geographically focused on the onshore United States. The Company's business strategy is to create value for the Company's shareholders by growing natural gas reserves, production, and cash flow on a cost-efficient basis, the key elements of which are:

- Developing and exploiting the Company's existing properties and the Company's position in the Appalachian Basin Devonian Shale.
- Maintain Long-Life Reserve Base. Focus on acreage acquisition and development activities on resources that target long-life gas and oil reserves.
- Disciplined Financial Approach. Goal is to remain financially strong, yet flexible, through the prudent management of the Company's balance sheet and active management of commodity price volatility.

Cryptocurrency Mining

The Issuer's wholly owned subsidiary, American Crypto Mining, Inc. ("American Crypto") American Crypto's business model encompasses Blockchain to strategically mines Bitcoin, Litecoin and other cryptocurrencies using

Blockchain and Crypto technologies, via its “Cryptocurrency farms” (a “mining farm” or “Cryptocurrency farm” is a data center technically equipped to mine bitcoins or other cryptocurrencies) that is equipped with Antminer L3+ machines, which farms will both generate revenues and deliver to the Issuer a commodity, the cryptocurrencies, on a 24 hour 7 days a week basis.

Patents, Trademarks, Licenses, Franchises and Royalty Agreements.

The Issuer does not own any patents, trademarks, licenses or franchises.

Royalty Agreements

The Issuer has royalty agreements with mineral acreage owners providing for production from the owners’ oil and natural gas wells for which the Issuer pays the owners a royalty from production. These royalties are tied to the owners’ perpetual ownership of mineral acreage, unless sold.

6) 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 and the extent in which the facilities are utilized.

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.

Executive Offices

As of June 30, 2021, the Issuer’s executive offices, which are composed of 1,000 square feet, are located at 480 Lexington Road, Suite 12, Versailles, Kentucky 40383 and the Issuer’s telephone number is 859-251-3625. The Issuer pays monthly rent of $1,000. The Issuer’s lease expires on March 01, 2023.

Oil and Gas Properties

The Issuer’s natural gas interests represent properties located in Laurel and Clay Counties in Kentucky. The Issuer holds a 100% working interest and approximately 85% Net Revenue interest in 4685 total acres, 440 developed acres and 2740 undeveloped acres located in in Clay and Laurel Counties.

The Issuer holds oil and gas interests to the Raccoon Mountain Field in Clay and Laurel Counties, Kentucky and owns 100% working interests and approximately 85 % net revenue interest to 21 wells and 17.79 miles of natural gas pipeline including one compressor station and sales connection.

7) Company Insiders (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 or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% of more of any class of the issuer’s securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding
Marshall Holbrook	Chief Executive Officer/Director	London, Kentucky	13,549,327	Common	50.3 (1)
Carbon River Holdings, Inc.	Cora Holbrook - Director	Vassar, MI.	2,108,400	Common	7.8 (2)
McCrome International, Inc.	Cora Holbrook – Director	Vassar, MI.	2,285,160	Common	8.4 (3)
Sovereign One, Inc.	Mark Holbrook – Director	Ripley, TN.	2,129,160	Common	7.9(4)
Frederick M. Lehrer	Securities Counsel	Clermont, Florida	1,661,822	Common	6.2

(1) Marshall Holbrook’s ownership is comprised of 13,549,327 he individually owns.
(2) Carbon River Holdings, Inc. is a non-profit corporation registered in Wyoming. Cora Holbrook is a Director of Carbon River Holdings, Inc. The entire board of Directors of Carbon River Holdings, Inc. has dispositive power over the shares.
(3) McCrome International, Inc. is a non-profit corporation registered in Tennessee. Cora Holbrook is a Director of McCrome International, Inc. The entire Board of Directors of McCrome International, Inc. has dispositive power over the shares.
(4) Sovereign One, Inc. is a non-profit corporation registered in Tennessee. Mark Holbrook is a Director of Sovereign One, Inc. The entire Board of Directors has dispositive power over the shares.
(5) Mark Holbrook and Cora Holbrook are married to one another and are joint tenants. As such, they have identical ownership.

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, <u>in the past 10 years</u>, 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);

<u>None</u>

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;

<u>None</u>

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

None

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.

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

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

Securities Counsel

Name: Frederick M. Lehrer.
Firm: Frederick M. Lehrer, P. A.
Address 1: 2108 Emil Jahna Road, Clermont, Florida, 34711
Phone: 561 706-7646
Email: flehrer@securitiesattorney1.com

Accountant or Auditor

Name: Matthew Cohen, Accountant
Firm:
Address 1: 2201 NW Corporate Blvd Suite 205 Boca Raton, Fl. 33431
Address 2:
Phone: 561 723-5802
Email: mjcco@bellsouth.net

Investor Relations

Name:
Firm:
Address 1:
Address 2:
Phone:
Email:

Other Service Providers
Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: Frederick M. Lehrer, Esquire
Firm: Frederick M. Lehrer, P. A.

Nature of Services: Legal
Address 1: 2108 Emil Jahna Road, Clermont, Florida 34711
Phone: (561) 706-7646
Email: flehrer@securitiesattorney1.com

10) Issuer Certification

Principal Executive Officer:

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) in each Quarterly Report or Annual Report.

I, Marshall Holbrook, the Issuer's Chief Executive Officer/Director, certify that:

1. I have reviewed this Quarterly Report of Puissant Industries, Inc. for the 6 months ended June 30, 2022.

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.

Date: August 18, 2022

/s/ Marshall Holbrook Chief Executive Officer/Director

Marshall Holbrook, Chief Executive Officer/Director

Principal Financial Officer:

I, Marshall Holbrook, the Issuer's Chief Financial Officer/Director, certify that:

1. I have reviewed this Quarterly Report of Puissant Industries, Inc. for the 6 months ended June 30, 2022.
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.

Date: August 18, 2022

/s/ Marshall Holbrook Chief Financial Officer/Director

Marshall Holbrook, Chief Financial Officer/Director

PUISSANT INDUSTRIES, INC.

FINANCIAL STATEMENTS

JUNE 30, 2022

Puissant Industries, Inc.
Consolidated Statements of Financial Condition

	June 30, 2022 (Unaudited)	December 31, 2021 (Unaudited)
ASSETS		
Current assets		
Cash	$ 49,025	$ 3,086
Accounts receivable	33,052	33,052
Deposits	250	250
Due from related party	93,186	117,985
Total current assets	175,513	154,373
Property and equipment		
Producing oil and natural gas properties	3,144,199	3,144,199
Non-producing oil and natural gas properties	93,739	93,739
Crypto mining facilities	179,581	161,581
Total Property and equipment	3,417,519	3,399,519
Less: accumulated depreciation and depletion	592,701	562,887
Net properties and equipment	2,824,818	2,836,632
Total assets	$ 3,000,331	$ 2,991,005
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable, credit cards and accrued expenses	$ 94,047	$ 80,966
Notes payable, current portion	93,091	131,900
Due related parties	-	-
Total current liabilities	187,138	212,866
Long-term debt		
Notes payable, less current portion	-	-
Total liabilities	187,138	212,866
Stockholders' equity		
Preferred stock, $0.001 par value; 10,000,000 shares authorized, none outstanding at June 30, 2022 and December 31, 2021 respectively	-	-
Common stock, $0.001 par value; 90,000,000 shares authorized, 26,935,047 issued and outstanding at June 30, 2022 and December 31, 2021 respectively	9,728	9,728
Paid-in capital	2,553,638	2,553,638
Accumulated earnings	249,827	214,773
Total stockholders' equity	2,813,193	2,778,139
Total liabilities and stockholders' equity	$ 3,000,331	$ 2,991,005

The accompanying footnotes are an integral part of these financial statements.

Puissant Industries, Inc.

Consolidated Statements of Operations

	For the Six Months Ended June 30, 2022 (Unaudited)	For the Year Ended December 31, 2021 (Unaudited)
Revenues:		
Oil and gas production	$ -	$ -
Crypto Mining Revenue	68,496	67,203
Royalty income	-	-
	68,496	67,203
Costs and Expenses		
Lease operating expenses	-	3,515
General and administrative expense	113,174	118,604
Crypto Mining Costs	9,800	135,067
Depreciation and depletion	29,814	44,721
Total costs and expenses	152,788	301,907
Net gain (loss) from operations	(84,292)	(234,704)
Other (income) expense		
Interest expense	22,179	22,638
Royalties	18,378	24,476
Officer compensation stock	-	-
Corporate salaries	-	-
Insurance proceeds	(159,903)	(224,896)
Gain on sale of equipment	-	(5,086)
Total other expenses	(119,346)	(182,868)
Income (loss) before income taxes	35,054	(51,836)
Provision for income taxes		
Income tax	-	-
Net income (loss)	$ 35,054	$ (51,836)
Net loss per weighted share, basic and fully diluted	$ 0.0013	$ (0.0019)
Weighted average number of common shares outstanding, basic and fully diluted	26,935,047	26,935,047

The Accompanying footnotes are an integral part of these financial statements.

Puissant

Statement of Equity

	Common Stock				Additional		Accumulated		Total Puissant
	Shares		Amount		Paid-in Capital		Earnings		Equity
Balance as of December 31, 2018	22,435,047	$	9,728	$	2,508,638	$	592,513	$	3,110,879
Net loss	-		-		-		(193,876)		(193,876)
Balance as of December 31, 2019	22,435,047		9,728		2,508,638		398,637		2,917,003
Common stock to be issued	4,500,000		-		45,000		-		45,000
Net loss	-		-		-		(132,028)		(132,028)
Balance as of December 31, 2020	26,935,047		9,728		2,553,638		266,609		2,829,975
Net Profit	-		-		-		7,213		7,213
Balance as of March 30, 2021	26,935,047		9,728		2,553,638		273,822		2,837,188
Net loss	-		-		-		(29,560)		(29,560)
Balance as of June 30, 2021	26,935,047		9,728		2,553,638		244,262		2,807,628
Net Profit	-		-		-		124,565		124,565
Balance as of September 30, 2021	26,935,047		9,728		2,553,638		368,827		2,932,193
Net Profit	-		-		-		(154,054)		(154,054)
Balance as of December 31, 2021	26,935,047		9,728		2,553,638		214,773		2,778,139
Net Profit	-		-		-		52,967		52,967
Balance as of March 31, 2022	26,935,047	$	9,728	$	2,553,638	$	267,740	$	2,831,106
Net Profit	-		-		-		(17,913)		(17,913)
Balance as of June 30, 2022	26,935,047	$	9,728	$	2,553,638	$	249,827	$	2,813,193

The accompanying footnotes are an integral part of these financial statements

Puissant Industries, Inc.
Consolidated Statements of Cash Flows

	For the Six Months Ended June 30, 2022 (Unaudited)	For the Year Ended December 31, 2021 (Unaudited)
Cash flows from operations		
Net income (loss)	$ 35,054	$ (51,836)
Adjustments to reconcile income (loss) to cash provided by (used in) operating activities:		
Depreciation and depletion	29,814	44,721
Stock-based compensation	-	-
Changes in operating assets and liabilities:		
Accounts receivable	-	(7,196)
Due to related party	24,800	-
Accounts payable, credit cards and accrued expenses	13,080	2,987
Deposits	-	(250)
Net cash provided by (used in) operating activities	102,748	(11,574)
Cash flows from investing activities		
Additions property plant and equipment	(18,000)	-
Net cash used by investing activities	(18,000)	-
Cash flows from financing activities		
Payment on bonds and notes payable	(38,809)	
Proceeds from notes	-	16,900
Net cash provided by (used in) financing activities	(38,809)	16,900
Net increase (decrease) in cash	45,939	5,325
Cash, beginning of period	3,086	(2,239)
Cash, end of period	$ 49,025	$ 3,086
Supplemental disclosure of cash flow information:		
Cash paid during the period for:		
Income taxes	$ -	$ -
Interest	$ 18,403	$ 22,638

The accompanying footnotes are an integral part of these financial statements.

Puissant Industries, Inc.
Notes to Consolidated Financial Statements
For the six months ended June 30, 2022 and the year ended December 31, 2021

Note 1—Basis of Presentation

Puissant Industries, Inc. (the "Company") was organized as a Wyoming corporation on July 6, 2009 under the name, American Resource Management, Inc. and on March 17, 2011, the Company changed its name to Puissant Industries, Inc. and changed its domicile to the State of Florida . As of June 30, 2022, the Company was located in Versailles, Kentucky, in Laurel County.

The Company is an oil and natural gas exploration, production and development company geographically focused on the onshore United States. The Company currently has 39 wells assigned to it with over 4,685 acres available for drilling and exploration which a portion has been sold conveyed and transferred during the six months ended June 2022. The Company redomiciled to the state of Florida and changed its name from American Resource Manaagement, Inc. to Puissant Industries, Inc. on March 17, 2011.

The Company owns 100% of ARM Operating Company ("ARM"). ARM was formed on July 12, 2011, primarily to manage all oil and gas properties of the Company, which includes the operation, development, and maintenance of all oil and gas wells, leases, and reserve activities. ARM will be registered as the operator of wells with all relevant governmenal agencies, and it will be responsible for maintaing production and maintenance reports for all wells and facilities of the Company. For the six months ended June 30, 2022, the Company's wholly owned subsidiary, American Cryto Mining, Inc., continues to operate a multitude of mining farms.

Accounting period

The Company has adopted an annual accounting period of January through December.

Note 2—Nature of Operations

Organization

Natural Gas Development

The Issuer is engaged in natural gas exploration and development activities in fractured shale formations located in Eastern Kentucky geographically focused on the onshore United States. The Company's business strategy is to create value for the Company's shareholders by growing natural gas reserves, production, and cash flow on a cost-efficient basis, the key elements of which are:

- Developing and exploiting the Company's existing properties and the Company's position in the Appalachian Basin Devonian Shale.
- Maintain Long-Life Reserve Base. Focus on acreage acquisition and development activities on resources that target long-life gas and oil reserves.
- Disciplined Financial Approach. Goal is to remain financially strong, yet flexible, through the prudent management of the Company's balance sheet and active management of commodity price volatility.

Cryptocurrency Mining

The Issuer's wholly owned subsidiary, American Crypto Mining, Inc.'s ("American Crypto") business model encompasses Blockchain to strategically mines Bitcoin, Litecoin and other cryptocurrencies using Blockchain and Crypto technologies, via its "Cryptocurrency farms" (a "mining farm" or "Cryptocurrency farm" is a data center technically equipped to mine bitcoins or other cryptocurrencies) that is equipped with Antminer L3+ machines, which farms will both generate revenues and deliver to the Issuer a commodity, the cryptocurrencies, on a 24 hour 7 days a week basis.

Note 3—Summary of significant accounting principles

Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles ("GAAP') requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities as of the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Estimates particularly significant to the financial statements include the following:

- Estimates of our reserves of oil, natural gas and natural gas liquids ("NGL");
- Future cash flows from oil and gas properties;
- Depreciation, depletion and amortization expense;
- Asset retirement obligations;
- Fair values of derivative instruments;
- Fair values of assets acquired and liabilites assumed from business combinations; and
- Natural gas imbalances.

As fair value is a market-based measurement, it is determined based on the assumptions that market participants would use. These estimates and assumptions are based on management's best estimates and judgment. Management evaluates its estimates and assumptions on an ongoing basis using historical experience and other factors, including the current economic environment, which management believes to be reasonable under the circumstances. Such estimates and assumptions are adjusted when facts and circumstances dictate. As future events and their effects cannot be determined with precision, actual results could differ from these estimates. Any changes in estimates resulting from continuous changes in the economic environment will be reflected in the financial statements in future periods.

There are numerous uncertainties in estimating the quantity of reserves and in projecting the future rates of production and timing of development expenditures, including future costs to dismantle, dispose and restore the Company's properties. Oil and gas reserve engineering must be recognized as a subjective process of estimating underground accumulations of oil and gas that cannot be measured in an exact way.

Cash and cash equivalents

The Company considers short-term interest-bearing investments with initial maturities of three months or less to be cash equivalents. Cash and cash equivalents consist of cash in banks, free credit on investment accounts and money market accounts. For the six months ended June 30, 2022, the Company had no cash equivalents.

Foreign currency translation

The Company complies with Financial Accounting Standard Board ("FASB") Accounting Standards Codification ("ASC") Topic 830, *Foreign Currency Matters*. Monetary items are translated at the exchange rate in effect at the balance sheet date; non-monetary items are translated at historical exchange rates. Income and expense items are translated at the average exchange rate for the year. Transaction gains and losses that arise from exchange rate fluctuations on transactions denominated in a currency other than the functional currency are included in the results of operations as incurred.

Property and equipment

Property and equipment is stated at cost less accumulated depreciation. Depreciation is computed using the straight-line method over the estimated useful lives of the assets. Repairs and maintenance are expensed as incurred while betterments and improvements are capitalized. When items are sold or retired, the related cost and accumulated depreciation is removed from the accounts and any gain or loss is included in operations.

The Company provides for depreciation and amortization over the following estimated useful lives:

Building	39 years
Land improvements	10 years
Machinery and equipment	5-7 years
Computer equipment	3 years
Office equipment	7 years
Trucks and trailers	5 years

Oil and Gas Properties

Oil and gas investments are accounted for by the successful effort's method of accounting. Accordingly, the costs incurred to acquire property (proved and unproved), all development costs, and successful exploratory costs are capitalized, whereas the costs of unsuccessful exploratory wells are expensed.

Depletion

The provision for depletion of proved oil and gas properties is calculated on the units-of-production method, whereby capitalized costs, as adjusted for future development costs and asset retirement obligations, are amortized over the total estimated proved reserves. The Company calculates depletion on a three-month basis.

Inventories

Inventories, consisting primarily of tubular goods and other well equipment held for use in the development and production of natural gas and crude oil reserves, are carried at the lower of cost or market, on a first-in first-out basis. Adjustments are made from time to time to recognize, as appropriate, any reductions in value.

Unproven Properties

Investments in unproven properties are not depleted pending determination of the existence of proved reserves. Unproven properties are assessed periodically to ascertain whether there is a probability of obtaining proved reserves in the future. When it is determined these properties have been promoted to a proved reserve category or there is no longer any probability of obtaining proved reserves from the properties, the costs associated with these properties are transferred into the amortization base to be included in depletion calculations. Unproven properties whose costs are individually significant are assessed individually by considering the primary lease terms of the properties, the holding period of the properties, and geographic and geological data obtained relating to the properties. Where it is not practicable to assess properties individually as their costs are not individually significant, such properties are grouped for purposes of the periodic assessment.

Long-Lived Assets

In accordance with Financial Accounting Standard Board (“FASB”) Accounting Standards Codification (“ASC”) Topic 360 *Property, Plant, and Equipment*, the Company records impairment losses on long-lived assets such as oil and gas properties and equipment used in operations when indicators of impairment are present and the undiscounted cash flows estimated to be generated by those assets are less than the assets’ carrying amounts. There were no impairment charges during the six months ended June 30, 2022.

Impairment of unproved oil and gas properties are determined by FASB ASC Topic 932, *Extractive Activities—Oil and Gas*.

Fair Value of Financial Instruments

The fair values of the Company's assets and liabilities that qualify as financial instruments under FASB ASC Topic 825, "Financial Instruments," approximate their carrying amounts presented in the accompanying balance sheet for the six months ended June 30, 2022.

Market Risk

The Company's activities primarily consist of acquiring, owning, enhancing and producing oil and gas properties. The future results of the Company's operations, cash flows and financial condition may be affected by changes in the market price of oil and natural gas. The availability of a ready market for oil and natural gas products in the future will depend on numerous factors beyond the Company's control, including weather, imports, marketing of competitive fuels, proximity and capacity of oil and natural gas pipelines and other transportation facilities, any oversupply or undersupply of oil, natural gas and liquid products, the regulatory environment, the economic environment and, other regional and political events, none of which can be predicted with certainty.

Oil and Gas Reserve Quantities

Reserves and their relation to estimated future net cash flows impact the Company's depletion and impairment calculations. As a result, adjustments to depletion are made concurrently with changes to reserve estimates. The Company discloses reserve estimates, and the projected cash flows derived from these reserve estimates, in accordance with SEC guidelines. The Company's independent engineers will also adhere to the SEC definitions when preparing their reserve reports.

Asset Retirement Obligations

The Company has significant obligations to plug and abandon oil and natural gas wells and related equipment at the end of oil and natural gas production operations. The Company incurs these liabilities upon acquiring or drilling a well. GAAP requires entities to record the fair value of a liability for an asset retirement obligation ("ARO") in the period in which it is incurred with a corresponding increase in the carrying amount of the related long-lived asset. Over time, changes in the present value of the liability are accreted and expensed. The capitalized asset costs are depleted as a component of the full cost pool. The fair values of additions to the ARO liability are estimated using present value techniques that convert future cash flows to a single discounted amount. Significant inputs to the valuation include estimates of: (i) plug and abandonment costs per well based on existing regulatory requirements; (ii) remaining life per well; (iii) inflation factors; and (iv) a credit-adjusted risk free rate. Future revisions to ARO estimates will impact the present value of existing ARO liabilities and corresponding adjustments will be made to the capitalized asset retirement costs balance. Upon settlement of the liability, we report a gain or loss to the extent the actual costs differ from the recorded liability.

Income taxes are recorded in accordance with ASC Topic 740, *Accounting for Income Taxes ("*ASC 740*")*, which provides for deferred taxes using an asset and liability approach. The Company recognizes deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. The Company determines its deferred tax assets and liabilities based on differences between financial reporting and tax bases of assets and liabilities, which are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Valuation allowances are provided, when necessary, to reduce the deferred income tax assets to the amount expected to be realized.

The Company accounts for uncertain tax positions in accordance with the provisions of ASC 740. When uncertain tax positions exist, the Company recognizes the tax benefit of tax positions to the extent that the benefit will more likely than not be realized. The determination as to whether the tax benefit will more likely than not be realized is based upon the technical merits of the tax position as well as consideration of the available facts and circumstances. As of the six months ended June 30, 2022, the Company did not have any uncertain tax positions.

Generally, tax fillings are no longer subject to income tax examinations by major taxing authorities for years before 2010. Any potential examinations may include questioning the timing and amount of deductions, the nexus of income among various tax jurisdictions and compliance with U.S. federal, state, and local tax laws. The Company's management does not expect that the total amount of unrecognized tax benefits will materially change over the next three months.

The Company's policy is to record interest and penalties on uncertain tax provisions as income tax expense. As of the six months ended June 30, 2022, the Company has not accrued interest or penalties related to uncertain tax positions.

Upon the attainment of taxable income by the Company, management will assess the likelihood of realizing the tax benefit associated with the use of the carryforwards and will recognize a deferred tax asset at that time.

Comprehensive Income

The Company complies with FASB ASC Topic 220, *Comprehensive Income*, which establishes rules for the reporting and display of comprehensive income (loss) and its components.

Loss Per Common Share

The Company complies with the accounting and disclosure requirements of FASB ASC 260, *Earnings Per Share*. Basic loss per common share is computed by dividing net loss available to common stockholders by the weighted average number of common shares outstanding during the period. Diluted loss per common share incorporates the dilutive effect of common stock equivalents on an average basis during the period.

Stock-Based Compensation

The Company complies with FASB ASC Topic 718 *Compensation – Stock Compensation*, which establishes standards for the accounting for transactions in which an entity exchanges its equity instruments for goods or services. It also addresses transactions in which an entity incurs liabilities in exchange for goods or services that are based on the fair value of the entity's equity instruments or that may be settled by the issuance of those equity instruments. FASB ASC Topic 718 focuses primarily on accounting for transactions in which an entity obtains employee services in share-based payment transactions. FASB ASC Topic 718 requires an entity to measure the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). That cost will be recognized over the period during which an employee is required to provide service in exchange for the award the requisite service period (usually the vesting period). No compensation costs are recognized for equity instruments for which employees do not render the requisite service. The grant-date fair value of employee share options and similar instruments will be estimated using option-pricing models adjusted for the unique characteristics of those instruments (unless observable market prices for the same or similar instruments are available). If an equity award is modified after the grant date, incremental compensation cost will be recognized in an amount equal to the excess of the fair value of the modified award over the fair value of the original award immediately before the modification. For the six months ended June 30, 2022, the Company recorded compensation expense of $0.00.

<u>Valuation of Investments in Securities at Fair Value—Definition and Hierarchy</u>

FASB ASC Topic 820 *Fair Value Measurements and Disclosures* provides a framework for measuring fair value under generally accepted accounting principles in the United States and requires expanded disclosures regarding fair value measurements. ASC 820 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date.

In determining fair value, the Company uses various valuation approaches. In accordance with GAAP, a fair value hierarchy for inputs is used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market based on market data obtained from sources independent of the Company. Unobservable inputs reflect the Company's assumptions about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. FASB ASC Topic 820 establishes a three-tiered fair value hierarchy that prioritizes inputs to valuation techniques used in fair value calculations, as follows:

Level 1 - Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access. Valuation adjustments and block discounts are not applied to Level 1 securities. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant degree of judgment.

Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

The availability of valuation techniques and observable inputs can vary from security to security and is affected by a wide variety of factors including, the type of security, whether the security is new and not yet established in the marketplace, and other characteristics particular to the transaction. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Those estimated values do not necessarily represent the amounts that may be ultimately realized due to the occurrence of future circumstances that cannot be reasonably determined

Because of the inherent uncertainty of valuation, those estimated values may be materially higher or lower than the values that would have been used had a ready market for the securities existed. Accordingly, the degree of judgment exercised by the Company in determining fair value is greatest for securities categorized in Level 3. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement.

Fair value is a market-based measure considered from the perspective of a market participant rather than an entity-specific measure. Therefore, even when market assumptions are not readily available, the Company's own assumptions are set to reflect those that market participants would use in pricing the asset or liability at the measurement date. The Company uses prices and inputs that are current as of the measurement date, including periods of market dislocation. In periods of market dislocation, the observability of prices and inputs may be reduced for many securities. This condition could cause a security to be reclassified to a lower level within the fair value hierarchy.

The Company values investments in securities that are freely tradable and are listed on a national securities exchange or reported on the OTC national markets at their last sales price as of the last business day of the year. At the six months ended June 30, 2022, the Company had no investments classified as securities owned on the balance sheet.

<u>Certificate of Deposits</u>

The fair values of the bank certificate of deposits are based on the face value of the certificate of deposits.

<u>Recent Accounting Guidance</u>

In January 2017, the FASB issued ASU 2017-04, Intangibles—Goodwill and Other (Topic 350)—Simplifying the Test for Goodwill Impairment. ASU 2017-04 simplifies the accounting for goodwill impairments by eliminating the requirement to compare the implied fair value of goodwill with its carrying amount as part of step two of the goodwill impairment test referenced in Accounting Standards Codification ("ASC") 350, Intangibles - Goodwill and Other ("ASC 350"). As a result, an entity should perform its annual, or interim, goodwill impairment test by comparing the fair value of a reporting unit with its carrying amount. An impairment charge should be recognized for the amount by which the carrying amount exceeds the reporting unit's fair value. However, the impairment loss recognized should not exceed the total amount of goodwill allocated to that reporting unit. ASU 2017-04 is effective for annual reporting periods beginning after December 15, 2019. The adoption of this standard did not have a material impact on the Company's consolidated financial statements and related disclosures.

In June 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") ASU 2018-07, Compensation - Stock Compensation (Topic 718): Improvements to Nonemployee Share-Based Payment Accounting ("ASU 2018-07"). ASU 2018-07 expands the guidance in Topic 718 to include share-based payments for goods and services to non-employees and generally aligns it with the guidance for share-based payments to employees.

The amendments are effective for fiscal years beginning after December 15, 2018, including interim periods within that fiscal year. The Company's adoption of this standard on October 1, 2019 did not have a material impact on the Company's condensed consolidated financial condition or results of operations.

In August 2018, the FASB issued ASU 2018-13, “Fair Value Measurement (Topic 820): Disclosure Framework - Changes to the Disclosure Requirements for Fair Value Measurement” (“ASU 2018-13”). ASU 2018-13 removes, modifies and adds certain disclosure requirements in Topic 820 “Fair Value Measurement”. ASU 2018-13 eliminates certain disclosures related to transfers and the valuations process, modifies disclosures for investments that are valued based on net asset value, clarifies the measurement uncertainty disclosure, and requires additional disclosures for Level 3 fair value measurements. ASU 2018-13 is effective for the Company for annual and interim reporting periods beginning January 1, 2020. The adoption of this standard did not have a material impact on the Company’s consolidated financial statements and related disclosures.

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers. The standard provides companies with a single model for use in accounting for revenue arising from contracts with customers and will replace most existing revenue recognition guidance in U.S. GAAP when it becomes effective, including industry-specific revenue guidance. The standard specifically excludes lease contracts. The ASU allows for the use of either the full or modified retrospective transition method and was effective for the Company on October 1, 2019. The Company adopted the updated standard using the modified retrospective approach. The financial information included in the Company’s 2020 Form 10-K was updated for the October 1, 2019 adoption date; this new guidance was reflected for the first time in the Company’s 2020 Form 10-K but effective as of October 1, 2019 in that filing. The guidance allows for the use of one of two retrospective application methods: the full retrospective method or the modified retrospective method. The Company adopted the standard in fiscal year 2020 using the modified retrospective method. The adoption of the standard did not have a material impact on the recognition of revenue.

In February 2016, the FASB issued ASU No. 2016-02, Leases. The standard amends the existing lease accounting guidance and requires lessees to recognize a lease liability and a right-of-use asset for all leases (except for short-term leases that have a duration of one year or less) on their balance sheets. Lessees will continue to recognize lease expense in a manner similar to current accounting. For lessors, accounting for leases under the new guidance is substantially the same as in prior periods but eliminates current real estate-specific provisions and changes the treatment of initial direct costs. Entities are required to use a modified retrospective approach for leases that exist or are entered into after the beginning of the earliest comparable period presented, with an option to elect certain transition relief. Full retrospective application is prohibited.

In June 2016, the FASB issued ASU 2016-13, Financial Instruments - Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments (“ASU 2016-13”). ASU 2016-13 provides guidance for recognizing credit losses on financial instruments based on an estimate of current expected credit losses model. The amendments are effective for fiscal years beginning after December 15, 2019. Recently, the FASB issued the final ASU to delay adoption for smaller reporting companies to calendar year 2023. The Company is currently assessing the impact of the adoption of this ASU on its financial statements.

In January 2020, the FASB issued ASU 2020-01, Investments - Equity Securities (Topic 321), Investments in Equity Method and Joint Ventures (Topic 323), and Derivative and Hedging (Topic 815), which clarifies the interaction of rules for equity securities, the equity method of accounting, and forward contracts and purchase options on certain types of securities. The guidance clarifies how to account for the transition into and out of the equity method of accounting when considering observable transactions under the measurement alternative.

The ASU is effective for annual reporting periods beginning after December 15, 2020, including interim reporting periods within those annual periods, with early adoption permitted. We are currently evaluating the impact of the new guidance on our consolidated financial statements.

In August 2020, the FASB issued ASU 2020-06, Debt—Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging—Contracts in Entity's Own Equity (Subtopic 815-40): Accounting for Convertible Instruments and Contracts in an Entity's Own Equity. This ASU amends the guidance on convertible instruments and the derivatives scope exception for contracts in an entity's own equity, and also improves and amends the related EPS guidance for both Subtopics. The ASU will be effective for annual reporting periods after December 15, 2021 and interim periods within those annual periods and early adoption is permitted. We are currently evaluating the impact of the new guidance on our consolidated financial statements.

Concentration of Credit Risk

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

The Company extends credit, primarily in the form of uncollateralized oil and gas sales to various companies in the oil and gas industry, which results in concentrations of credit risk. Concentrations of credit risk may be affected by changes in economic or other conditions within the Company's industry and may impact its overall credit risk. However, management believes that the risk of these unsecured receivables is mitigated by the size, reputation, and nature of the companies to which the Company extends credit.

Historically, the Company has sold its oil and natural gas production to a relatively small number of purchasers. The Company is not dependent upon, or confined to, any one purchaser or small group of purchasers. Due to the nature of oil and natural gas markets, and because oil and natural gas are commodities, and there are numerous purchasers in the areas in which the Company sells production, the Company does not believe the loss of a single purchaser, or more than one purchaser, would materially affect the Company's ability to sell its production.

Note 4—Notes Payable

On July 25, 2016, the Company entered into a promissory note/revenue share agreement in exchange for $100,000. The note bears interest at a rate of 15% per annum. The note matures in 4 years on July 25, 2020. The note is due on that date along with accrued interest. The revenue sharing shall begin when the Company has issued $400,000 of the notes and shall be one tenth of one percent (0.10%) of the annual revenues net of royalties and state production taxes (Revenue Share).

For the period six month ended June 30, 2022, the Company replaced the existing note with a new note at the same obligation of $100,000. Additionally, monthly payments of $2,303 including principle and interest will be tendered on a monthly basis for 48 months. Accrued interest of $35,000 on the old note will be payable in kind at $0.10 a share. The new note has an interest rate of 5% and has a 4 year term maturing on February 15, 2026 and is non-convertible.

Note 5—Common Stock

The Company is authorized to issue 90,000,000 shares of common stock with a par value of $0.001. At the six months ended June 30, 2022, 22,435,047 shares were issued and outstanding.

Note 6—Preferred Stock

The Company is authorized to issue 10,000,000 of preferred stock with a par value of $0.001. As of the six months ended June 30, 2022, no shares had been issued and none were outstanding.

Note 7—Related Party

The Company is related to several other entities by common ownership and control, which includes stockholders, employees, attorneys, consultants, or companies owned by attorneys, consultants, and family members.

McCrome International, Inc. is a non-profit corporation registered in Tennessee. Cora Holbrook is a Director of McCrome International, Inc.; Cora Holbrook is the mother of the Company's Chief Executive Officer, Marshall Holbrook. The entire Board of Directors of McCrome International, Inc. has dispositive power over the shares.

Sovereign One, Inc. is a non-profit corporation registered in Tennessee. Mark Holbrook is a Director of Sovereign One, Inc. Mark Holbrook is the father of the Company's Chief Executive Officer, Marshall Holbrook. The entire Board of Directors has dispositive power over the shares.

Effective March 4, 2021, Mark Holbrook, the President/Chief Executive Officer/Director of the Company resigned from the foregoing positions and Mark Holbrook no longer holds any officer or director positions with the Company . Effective March 4, 2021, Cora Holbrook, the Chief Financial Officer/Secretary/Treasurer/Director of the Company resigned from the foregoing positions and Cora Holbrook no long holds any officer or director positions with the Company .

Effective March 4, 2021, Marshall Holbrook was elected to the following positions with the Company: Chief Executive Officer, President, Secretary and Treasurer. Concurrently, Marshall purchased 13,549,317 shares of the Company's common stock making him a controlling shareholder.

Note 8—Commitment and Contingencies

The Issuer has royalty agreements with mineral acreage owners providing for production from the owners' oil and natural gas wells for which the Issuer pays the owners a royalty from production. These royalties are tied to the owners' perpetual ownership of mineral acreage, unless sold.

Note 9—Subsequent Events

As of the date of this filing, management has evaluated subsequent events through the date of this filing, and none are to be reported.