Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Ensurge, Inc.

1024 Iron Point Road., Folsom Ca 95630

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Ensurgeinc.com
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212200

Quarterly Report
For the Period Ending: March 31, 2021
(the "Reporting Period")

As of March 31, 2021, the number of shares outstanding of our Common Stock was: 392,064,020.
As of May 21, 2021, the number of shares outstanding of our Common Stock was: 392,064,020.

As of December 31, 2020, the number of shares outstanding of our Common Stock was:392,064,020

As of December 31, 2019, the number of shares outstanding of our Common Stock was:392,064,020.

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[1] 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.

[1] "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

Ensurge Inc. 1024 Iron Point Rd, Folsom Ca 95630

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):

3/28/1985 UT

The Company was incorporated under the name Sunwalker Development, Inc. in the State of Utah on March 28, 1985, and was subsequently re-incorporated in Nevada on September 14, 1999. The Company is currently Active.

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:

1024 Iron Point Road., Folsom Ca 95630

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:

2) Security Information

Trading symbol: ESGI
Exact title and class of securities outstanding: Common Stock
CUSIP: 293596300
Par or stated value: .001

Total shares authorized: 500,000,000 as of date: 03.31.21
Total shares outstanding: 392,064,020 as of date: 03.31.21
Number of shares in the Public Float[2]: 71,894,715 as of date: 03.31.21
Total number of shareholders of record: 559 as of date: 03.31.21

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

Trading symbol:
Exact title and class of securities outstanding: Class A series Preferred Stock
CUSIP: _____
Par or stated value: .001
Total shares authorized: 2,500,000, as of date: 03.31.21
Total shares outstanding: 193,400 as of date: 03.31.21

Note: the Class A series Preferred Stock is not publicly traded.
Transfer Agent

Name: V Stock Transfer, LLC
Phone: 212-828-8436
Email: info@vstocktransfer.com
Address: 212-Lafayette Place, Woodmere NY 11598

Is the Transfer Agent registered under the Exchange Act?[3] 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.

[2] "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.

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

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: Opening Balance Date 12/31/18 Common: 387,064,020 Preferred: 193,400			*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.**
2/25/2019	**New Issuance**	**5,000,000**	**CS**	**$0.040**	**NO**	**Leonard Riera**	**Compensation**	**Restricted**	**Exempted**
Shares Outstanding on Date of This Report: Ending Balance: Date: 03/31/2021 Common: 392,064,020 Preferred: 193,400									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended December 31, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through December 31, 2020 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

B. 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: ☐

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	Reason for Issuance (e.g. Loan, Services, etc.)
11/1/2012	259,986	150,000	109,986	Default	N/A	Madison Osello W&O Estra	Cash flow
4/1/13	23,625	15,000	8,625	Default	N/A	Jordan Estra	Cash flow
3/1/15	8,000	8,000	N/A	Due on Demand	N/A	Norman Nick	Cash flow
3/1/15	5,000	5,000	N/A	Due on Demand	N/A	Norman Nick	Cash flow
8/18/16	621,753	400,000	221,753	Default	Conversion expired and standard loan	Charles Gargano	Cash flow
12/31/17	34,000	32,463	1,537	12/31/18 part of settlement agreement	N/A	Clint Mishleau	Cash flow
12/31/17	132,246	132,246	N/a	09.30.20	N/A	Chad Mishleau	Cash flow
12/31/15	126,908	126,908		Due on Demand	N/A	Ophir Consulting LLC-Jordan Estra	Cash flow
12/31/15	29,611	125,000	N/A	Due on Demand	N/A	F. Amin	Cash flow
10/10/15	30,931	41,437	09.30.20	Due on Demand	N/A	Nasrudeen Mohamed	Excavator
10/31/15	254,433	254,433	N/a	Due on Demand		Chad Mishleau through Badger Mining Inc.	Cash flow
9/30/20	42,038	42,038	N/A	Due on demand	N/A	Lance Mishleau	Cash flow
03/31/21	10,014	10,014	N/A	Due on demand	N/A	Bruce M Smith	Cash flow

Use the space below to provide any additional details, including footnotes to the table above:

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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 (name of individual)[4]:

Name:	**Bruce M. Smith**
Title:	**CFO**
Relationship to Issuer:	**Outsource CFO**

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. ("Quarterly 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.

___

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 Quarterly Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

[4] 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")

The Company is a publicly traded company on the OTC Market Pink under the symbol "ESGI". The Company currently has interests in mining property and operations in Guyana. The Company seeks to expand operations in Spring of 2021. The principal address of the Company is: Ensurge, Inc.1024 Iron Point Road, Folsom, CA 95630. Guyana Office for all Subsidiaries: Lot 58 Block 20, Enmore, ECD, Guyana.

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

<u>The following section references the Subsidiaries by the mining business and operations associated with that Company.</u>

C. Describe the issuers' principal products or services

D. Describe the issuers' principal products or services, and their markets

I. Badger Mining, Inc. (Gold and Diamond Mining)

Badger Mining, Inc. ("Badger") is a wholly owned subsidiary of Ensurge and is a corporation organized under the laws of Guyana. Badger was acquired by Ensurge in 2016 and the acquisition included mining properties, equipment, banking relationships, and active mining licenses. The management of Badger are long time gold and diamond miners with some staff members being with Chad Mishleau's (Ensurge Chief of Operations) family since the 1990's.

Badger has perpetual leases on 20 miles of diamond and gold river mining properties, a 320-acre gold property, over 100 gold mining claims, an exclusive rights lease to 1,000+ acres of gold mining property, a lease to 3,000 acres of gold mining property, a general rights lease to a river property, and has offers to lease more available mineral rich land.

Badger plans to engage in land and river mining operations. The company currently owns mining equipment but will need to be updated and some additional equipment needs to be purchased for future operations.

Badger has already been approved for operations and has all licenses in place to begin work. Badger has skilled management in place on the administrative and operational side.

Badger's focus is on mining projects that can go from prospecting to production within six months. We select projects that meet certain criteria of accessibility and location so we can have reliable estimates of our cost per ounce of gold before moving in with production scale equipment.

The company currently owns or leases enough land to work for several decades without needing to acquire more land.

i. Issano Project

Project M623 located on Guyana Logistic Map 35NE. This property is located in Central Guyana, measuring approximately 1,000 acres and can be used to mine hard rock gold, alluvial gold and diamonds. This property was acquired from a non-affiliated person in exchange for an initial payment and a continuing 10% royalty. A minimum royalty of $10,000 per year must be paid, plus the Company is required to pay nominal Quarterlyfees to the Guyanese government to maintain a perpetual license.

The property is on the Mazaruni River and near a logging road making accessibility very good. During the rainy season supplies can be brought in via boat and the dry season via truck. The geological make- up of the area is a mineralized gray sand above a cemented gold bearing gravel. The areas have several gold-carrying quartz veins. Two large gold bearing veins have been identified and further exploration is needed to assess these capabilities. Gold production will begin on the alluvial deposits allowing further exposure to the quartz veins from which lower cost exploration can be conducted on the hard rock deposits.

ii. Mazaruni River Project

This property is a Leased Property Located on Guyana Logistic Map 34SE. This property is 7 Miles long and is between the Villages of Semang and Issano. The plan is to develop this project simultaneously with the Issano Project and will utilize the water dredge owned by Badger Mining, Inc.

The area is a prolific gold producing area and has produced significant gold continuously for the past 50 years. The area is serviced by commercial river boats allowing for low-cost logistics.

The Mazaruni River is a very large river being several miles across in places. The river has been a known gold and diamond producer since the 1880's.

iii.Cuyuni Island Project

Property C563 located on Guyana Logistic Map 27NW. This property is located in Central Guyana, measuring roughly 320 acres, and can be used to mine gold and diamonds. Ownership of the property is perpetual so long as nominal Quarterlyfees are paid to the Guyana government. No royalties are due and payable on this project. This would be a land based alluvial operation.

The property is located just down river from the mouth of the prolific gold producing Oko Creek. This area has been a significant gold producing region that started production in colonial times. The river adjacent to the property produced thousands of ounces of gold from river dredging operations. Early testing has shown the gold deposit running into the property.

iv. Berbice River Project

Project Oro Claims 1-20 located on Guyana Logistic Map 57SE. Badger acquired approximately 20 miles of property on the Berbice River in Eastern Guyana. Utilizing standard water dredging methods, the property will be mined primarily for diamonds and gold.

This site is in a historically active diamond and gold area. The area below this property was mined by the British in colonial times and a large amount of undisclosed diamonds were recovered.

The site sits within the greenstone belt which is an extensive mineralized zone of South America. The operation will be predominately diamond focused but there will be gold production. This operation is a future project and exploration will be carried out in a not yet determined time frame.

v. Other Properties and Projects

Badger owns over 100 small claims in various locations that cost a minimum to upkeep every year. These small properties are used as staging points for further exploration on the properties themselves and into adjacent locations. These properties total over 2700 acres of land.

In addition to the small claims Badger has entered into a lease agreement on a gold mining property adjacent to the Cuyuni River and totals over 3,000 acres of land.

II. KC3, Inc. (Tantalite Mining and Proposed Tantalum Refinery)

KC3, Inc. ("KC3") is a wholly owned subsidiary of Ensurge and is a corporation organized under the laws of Guyana. KC3 was acquired by Ensurge in 2016 and the acquisition included mining properties and some equipment. The assets were transferred to Badger and KC3 was established to look at acquiring tantalite properties.

KC3 acquired its first tantalite property in early 2016 and took over negotiations with other tantalite holding groups in Guyana. KC3 plans to engage in tantalite mining with by-products of diamonds, gold, and other rare earth elements. In additions to mining KC3 plans to build a government sanctioned tantalum refinery. Negotiations began in 2017 for the building of the refinery.

i. D-29 Tantalite Project

Property D-29 is located on Guyana Logistics Map 5SE. This property is located in Northwestern Guyana and measures roughly 8,000 acres. The Company plans to mine tantalite, rare earths, diamonds, and to a lesser extent, gold. The Company has established base camps on the D-29 property for testing purposes only, without any substantial equipment located at the site. Required fees have already been paid to the Guyanese government, as well as completion of an economic study and geology reports. Fees were advanced by a stockholder of our company in exchange for a 5% royalty. Payment of a nominal Quarterly fee to the Guyana government is required to maintain a perpetual license. There is currently no time specific for commencement of mining operations.

ii. Other Properties

In January 2018, an investor acquired two tantalum mines known as SM-1 and SM-2 ("the SM Mines"). These mines approximate 68,240 acres in Guyana, South America. The Company has negotiated an exclusive right of first refusal with this investor to acquire the SM Mines on the following general terms: Repayment of $600,000 in indebtedness including running interest; an operating 8% royalty on the Tantalum and diamonds recovered from the SM Mines; and ten million (10,000,000) shares of the Company's common stock. The Company has issued the stock as a sign of good faith effective as of January 2018 and recorded the assets in mineral rights, impaired the value by $800,000, and included an impairment expense of $1,159,800 for 2018. The Company's operational plan and budgetary concerns for cash investments required for these properties will be finalized upon receipt of adequate financing.

Tantalum Refinery

The Company's plan is to complete its ongoing negotiations with the government of Guyana to build the exclusive tantalum refinery in Guyana. This will allow it to process its own tantalum but also have the ability to purchase raw material from other miners in Guyana and throughout the region. The Company has worked closely with the government to help them draft the rules and regulations that will govern the purchase and export of tantalum. The refinery will be built in a depressed village near the soon to be depleted government owned bauxite mines. This alliance with the national and local government is projected to create jobs and economical stimulation in the area.

The Refinery will be a modular design that has a proven track record in Africa. By being modular we will be able to expand quickly as needed. The design and equipment will come from an Italian company with experience in building refineries and mill sites. The design is very clean in nature compared to the industry standard and will not utilize hydrofluoric acid which is a dangerous substance. When the material is processed the waste will be clean enough to be sold and used as road building aggregate. This will require less space to store was material and our mill will have a far smaller foot print compared to the industry standard.

About Tantalite

Tantalite is a rare, dense black mineral consisting of mixed oxide of iron and tantalum of which it is the main source while tantalum is a strong ductile metal that is immune to chemical attack at room temperature. Tantalite has a hardness of 6 (six) and density varies from 7 to 8. The density varies from chemical makeup and impurities. The higher the tantalum content the greater the density would be. The only important tantalum ore mineral is tantalite. Tantalite forms a series with the mineral columbite. Columbite is a black mineral group that is an ore of niobium. Tantalite is more tantalum rich and has a series of its own. Tantalite difference from columbite is it has a much greater gravity than columbite. Tantalite is used as an ore of tantalum and niobium and as mineral specimen.

Tantalum is a hard, grayish blue, metallic element. It has a high melting point and is used as a substitute for platinum which is more expensive. Tantalum was discovered in 1802 and its commercial use began in 1903. Tantalum is mostly found with the element niobium. These two elements as so similar it is very difficult to separate from one another. Tantalum is recovered from ore minerals such as columbite and tantalite. It is used to make components for chemical plants, nuclear power plants, airplanes and missiles. Tantalum does not react to bodily fluids nor does it irritate the body and so it is use to make surgical equipment, structures and implants, such as artificial plates and carinal plates. It is also used to make a glass with a high index of refraction that is used in camera lenses.

As of March 4, 2019, the tantalite ore price is around $125 USD/Kg. The ores can be found in such locations as Australia, Brazil, Mozambique, Thailand, Portugal, Nigeria, Zaire, Canada, Rwanda, and the Democratic Republic of the Congo. Trading rare earth minerals can carry great risk. Efforts are required to ensure that no part of the trade supply chain is involved in illegal or unlawful acts. Two of the most important rare metals in use today is niobium and tantalum. Risks exist in trading in these commodities, mainly because they are not so well known and also because they are not traded on any metal exchange. Niobium and tantalum ore are being processed and smelted in countries other than those in which they are mined. Companies working in this sector should always maintain close and secure procedures, since it has sometimes been sensitive to criminal deception.

The following table is a list of active projects the Company will be undertaking with the estimate funding required and start date once the initial funding has been obtained. These projects are expected to run for the next ten to fifteen years.

Ensurge Project Lists

	Property Designation	Location	Type	Deposit Type	Acres	Cost to Get into Full Production	Schedule for Production
*	M-623/000	Issano	Gold/Diamonds	Alluvial/Lode	1,024	$2,000,000.00	2020
	S-1034/000	Cuyuni	Gold	Alluvial/Lode	1,200	TBD	TBD
	C-1029/000/17	Cuyuni	Gold	Alluvial	1,180	$1,500,000.00	TBD
*	C-563/000	Bartica	Gold	Alluvial	327	$1,200,000.00	2021
*	C-555/000-004	Kaburi	Gold	Alluvial/Lode	2,790	$10,000,000.00	TBD
*	Oro to Oro 24	Berbice	Diamonds/Gold	Alluvial	2,415	$3,500,000.00	2020
	Apple to Apple 11	Puruni	Gold	Alluvial	324	$800,000.00	TBD
	Apple 12 to Apple 24	Rumong Rumong	Gold	Alluvial	351	$800,000.00	TBD
	Apple 25 to Apple 32	Middle Mazaruni	Gold/Diamonds	Alluvial	216	$800,000.00	TBD
	Soursop to Soursop 11	Puruni	Gold	Alluvial	324	$1,200,000.00	TBD
	Grape to Grape 14	Morabili	Gold/Diamonds	Alluvial	405	$800,000.00	TBD
	Banu to Banu 20	Issano	Gold	Alluvial	567	$1,200,000.00	TBD
	Michelle to Michelle 9	Semang	Gold/Diamonds	Alluvial	270	$800,000.00	TBD
	Blossom to Blossom 20	Issano	Gold/Diamonds	Alluvial	567	$900,000.00	TBD
	D29	Barama	Tantalite	Alluvial/Lode	7,600	$8,000,000.00	2020

* Properties with Geology Summary

The Properties Listed as "TBD" are properties that are owned or leased by Ensurge that consist of familiar and typical Geology that Ensurge looks to develop. They have only had rough geology testing done with studies consisting of satellite mapping and "grab samples" sporadically through each property. The difference being that the Kaburi Property has had several geological surveys done but due to the high development cost Ensurge will work to develop other projects first. The Properties fo first priority are the Issano Mine Project and D29 a tantalite mine site.

There are currently 6 employees in Guyana.

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.

ENSURGE, INC. Current Property List

Property Designation	Location	Type	Deposit Type	Acres	Licence Type	Holding Type	Terms	Location
M-623/000	Issano	Gold/Diamonds	Alluvial/Lode	1,024	Mining Licence	Exclusive Transferable Lease	10% Royalty	35NE Guyana Logistics Map
S-1034/000	Cuyuni	Gold	Alluvial/Lode	1,200	Mining Licence	Exclusive Transferable Lease	10% Royalty	18NW Guyana Logistics Map
C-1029/000/17	Cuyuni	Gold	Alluvial	1,180	Mining Licence	Exclusive Transferable Lease	10% Royalty	18NE Guyana Logistics Map
C-563/000	Bartica	Gold	Alluvial	327	Mining Licence	Owns		27NE Guyana Logistics Map
C-555/000-004	Kaburi	Gold	Alluvial/Lode	2,790	Mining Licence	Exclusive Lease	10% Royalty	36NW Guyana Logistics Map
ORO to ORO 24	Berbice	Diamonds/Gold	Alluvial	2,415	Prospecting Licence	Owns		57SE Guyana Logistics Map
Apple to Apple 11	Puruni	Gold	Alluvial	324	Prospecting Licence	Owns		25NW Guyana Logistics Map
Apple 12 to Apple 24	Rumong Rumong	Gold	Alluvial	351	Prospecting Licence	Owns		34NE Guyana Logistics Map
Apple 25 to Apple 32	Middle Mazaruni	Gold/Diamonds	Alluvial	216	Prospecting Licence	Owns		
Soursop to Soursop 11	Puruni	Gold	Alluvial	324	Prospecting Licence	Owns		25NE Guyana Logistics Map
Grape to Grape 14	Morabili	Gold/Diamonds	Alluvial	405	Prospecting Licence	Owns		
Banu to Banu 20	Issano	Gold	Alluvial	567	Mining Licence	Owns		34NE Guyana Logistics Map
Michelle to Michelle 9	Semang	Gold/Diamonds	Alluvial	270	Prospecting Licence	Owns		34SW Guyana Logistics Map
Blossom to Blossom 20	Issano	Gold/Diamonds	Alluvial	567	Mining Licence	Owns		34NE Guyana Logistics Map
D29	Barama	Tantalite	Alluvial/Lode	7,600	Mining Licence	Owns		11SW Guyana Logistics Map
				19,560 Acres Total				
Lot 58 Block 20 Enmore	Georgetown	Office/yard space					$500 per month Rent	

Properties with Geology Summary

Badger Mining, Inc. Current Equipment List

Descriptions	Amount
Caterpillar Cat 320 Excavator	$125,000.00
Kobelco SK210-9 Excavator	$100,000.00
12" Water Dredge License #15311	$150,000.00
Land Plant 1 License Number #16165	$35,000.00
Land Plant 2 License Number #13094	$35,000.00
Land Plant 3 License Number #9180	$25,000.00
Sluices	$15,000.00
Ford Tractor	$20,000.00
2-Steel Boats	$16,000.00
Tools	$20,000.00
3 Generators	$11,000.00
Two Camps	$20,000.00
Spare Parts	$30,000.00
Badger Office Equipment	$5,000.00
Total	$607,000.00

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 and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Chad Mishleau	Officer/Director/Owner >5%	306 Meadow Lane, Wrightstown, WI 54180	22,700,000	CS	5.79%	386,679
Charles Gargano	Director	5 shore Lane Bayshore, New York, 1170	40,665,833	CS	10.37%	597,753
Adam Falkoff	Director	1776 K Street, NW Suite 200 Washington, D.C. 20006	1,000,000	CS	0.26%	N/A
Bruce Smith	Officer	143 Hoolaau St. Wailuku HI 96793	0			10,014
Mark Fritz	Owner >5%	1501 Gulf Blvd., #305, Clearwater, FL 33767	36,529,220	CS	9.32%	
Clint Mishleau	Owner >5%	4310 Hillcrest, Hobart, WI 54155	39,332,389	CS	10.03%	34,000
Roger Dorman	Owner >5%	13552 S 110 W#203 Draper UT 84020	34,069,705	CS	8.69%	N/A

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

   <u>None</u>

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.

   <u>None</u>

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.

<u>None</u>

9) Third Party Providers

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

Securities Counsel

Name: Steve Morse
Firm: Morse and Morse,PLLC
Address 1: 2100 Deer Park Avenue, Suite 1A, Deer Park, NY 11729
Address 2: _____
Phone: 516-487-1446
Email: morgold@aol.com

Accountant or Auditor

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

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: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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.

The certifications shall follow the format below:

I, Chad Mishleau certify that:

1. I have reviewed this Quarterly Report of [Ensurge, 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.

6/6/2021

/s/ Chad Mishleau [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Bruce M. Smith certify that:

1. I have reviewed this Quarterly Report of Ensurge, 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.

06/06/21 [Date]

/s/ Bruce M. Smith [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

ENSURGE, INC.

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED MARCH 31, 2021
AND
THE YEAR ENDED DECEMBER 31, 2020

ENSURGE, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS

	March 31, 2021 (unaudited)	December 31, 2020 (unaudited)
ASSETS		
Current assets:		
Cash and cash equivalents	688	2,417
Accounts receivable	2,995	2,276
Prepaid and other	35,877	37,628
Total current assets	39,560	42,321
Property and equipment, net	244,176	259,470
Other assets:	-	-
Total assets	$ 283,736	$ 301,791
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued expenses	$ 2,670,318	$ 2,538,712
Royalty agreement	105,814	105,814
Convertible notes payable, net	400,000	400,000
Notes payable, net	365,450	365,450
Notes payable, related party	471,194	453,885
Total current liabilities	4,012,776	3,863,861
Long term debt:		
Notes payable	-	-
Convertible note payable, net	-	-
Total liabilities	4,012,776	3,863,861
Stockholders' equity:		
Preferred stock, $0.001 par value, 10,000,000 shares authorized		
Series A preferred stock, $0.001 par value; 2,500,000 shares designated, 193,400 and 193,400 shares issued and outstanding as of March 31, 2021 and December 31, 2020, respectively	194	194
Common stock, $0.001 par value; 500,000,000 shares authorized, 392,064,020 and 392,064,020 shares issued and outstanding as of March 31, 2021 and December 31, 2020, respectively	392,064	392,064
Common stock subscriptions	763,775	763,775
Additional paid in capital	68,279,708	68,279,708
Other comprehensive income	24,410	23,485
Accumulated deficit	(73,189,191)	(73,021,296)
Total stockholders' equity	(3,729,040)	(3,562,070)
Total liabilities and stockholders' equity	$ 283,736	$ 301,791

See the accompanying notes to these consolidated financial statements

ENSURGE, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS
(unaudited)

	For the three months ended March 31, 2021	For the year ended December 31, 2020
REVENUE:		
Sales	-	-
Cost of sales	11,193	75,928
Gross profit (loss)	(11,193)	(75,928)
Costs and operating expenses:		
Selling, general and administrative expenses	135,752	948,732
Impairment on mineral rights	-	-
Depreciation and Amortization	15,294	66,933
Total costs and operating expenses	151,046	1,015,665
Loss from operations	(162,239)	(1,091,593)
Other income (expenses):		
Interest (expense)	(15,248)	(61,996)
Interest income	-	-
(Loss) or gain on disposal of assets	9,592	38,369
Warrant Issued expense		
Derivative Gain/ Loss	-	-
Total other income (expenses)	(5,656)	(23,627)
Net loss before income taxes	(167,895)	(1,115,220)
Income tax provision	-	-
NET LOSS	$ (167,895)	$ (1,115,220)
Loss per common share, basic and diluted	$ -	$ -
Weighted averagenumber of common shares outstanding, basic and diluted	392,064,020	392,064,020
Comprehensive loss:		
Net loss	(167,895)	(1,115,220)
Foreign currency translation income (loss)	925	2,648
Comprehensive loss	$ (166,970)	$ (1,112,572)

See the accompanying notes to these consolidated financial statements

ENSURGE, INC.

CONDENSED CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY (DEFICIT)

FOR THE PERIOD ENDED MARCH 31, 2021 AND FOR THE YEAR ENDED DECEMBER 31, 2020

	Preferred stock Shares	Preferred stock Amount	Common stock Shares	Common stock Amount	Additional Paid in Capital	Stock Subscription	Stock Subscription Receivable	Other Comprehensive Income (loss)	Accumulated Deficit	Total
Balance, December 31 2019	193,400	$ 194	392,064,020	$ 392,064	$ 67,797,261	$ 763,775	$ -	$ 20,837	$ (71,906,076)	$ (2,931,945)
Stock compensation	-	-	-	-	-	-	-	-	-	-
FMV of warrants issued as compensatoin					482,447					482,447
Foreign currency transaction gain								2,648		2,648
Net loss	-	-	-	-	-	-	-	-	(1,115,220)	(1,115,220)
Balance, December 31 2020	193,400	$ 194	392,064,020	$ 392,064	$ 68,279,708	$ 763,775	$ -	$ 23,485	$ (73,021,296)	$ (3,562,070)
FMV of warrants issued as compensatoin					-					-
Foreign currency transaction gain								925		925
Net loss	-	-	-	-	-	-	-	-	(167,895)	(167,895)
Balance, March 31 2021	193,400	$ 194	392,064,020	$ 392,064	$ 68,279,708	$ 763,775	$ -	$ 24,410	$ (73,189,191)	$ (3,729,040)

See the accompanying notes to these consolidated financial statements

ENSURGE, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOW
(unaudited)

	For the three months ended March 31, 2021	For the year ended December 31, 2020
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	(167,895)	(1,115,220)
Adjustment to reconcile net loss to cash provided by (used in operating activities:		
Depreciation	15,295	66,933
Impairment on mineral rights and land leases	-	-
Derivative (gain) or loss		
FV of Warrants issued funding and compensation	-	482,447
Amortization of debt discounts		
(Gain) on disposal of assets	(9,592)	(38,369)
Equity based compensation	-	-
Changes in operating assets and liabilities		
Accounts receivable	-	(758)
Prepaid and other assets	1,750	(2,757)
Warrant derivative liability		
Royalty payable		
Accounts payable and accrued liabilities	130,889	517,870
	(29,553)	(89,854)
Net cash provided by (used in) operating activities:		
CASH FLOWS FROM INVESTING ACTIVITES:		
Purchase of property and equipment	-	(115)
Purchase of investment	-	-
Purchase of mineral rights	-	-
Net cash (used in) provided by investing activities	-	(115)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from conversion of warrants and extension	-	-
Proceeds from extension of equity warrants	-	-
Proceeds from sale of common stock	-	-
Proceeds from common stock subscriptions	-	-
Proceeds from disposal of assets	9,592	38,369
Proceeds or (payments) from notes payable, net	-	-
Proceeds or (repayment) from related party loan	17,308	51,362
Net cash provided by financing activities	26,900	89,731
Effect of currency rate change on cash	925	1,813
Net increase in cash and cash equivalents	(1,728)	1,575
Cash and cash equivalents, beginning of period	2,417	842
Cash and cash equivalents, end of period	$ 689	$ 2,417
Supplemental disclosures of cash flow information:		
Cash paid during the period for interest	-	-
Cash paid during the period for income taxes	-	-

Non cash investing and financing activities:
No activity to report.

See the accompanying notes to these consolidated financial statements

NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION

A summary of the significant accounting policies applied in the preparation of the accompanying consolidated financial statements follows:

Ensurge, Inc. (the "Company) was incorporated under the name Sunwalker Development, Inc. under the laws of the State of Utah as Sunwalker Development, Inc. and reincorporated under the laws of the State of Nevada on September 14, 1999. Effective October 7, 1999 the Company changed its name to iShopper.com, Inc. ("iShopper.com") and on October 16, 2000, the Company changed its name to Ensurge, Inc. The Company is in the business of mining and exploration for gold and diamonds principally in the Republic of Guyana.

Operations

Due to a lack of available working capital, the Company had operating revenue of $0 for the three months ended March 31, 2021. The Company does maintain, however, its work force of 6 full time employees, in Guyana to maintain the mining equipment and mining sites, while also ensuring labor is available once the operating funding is secured.

Acquisition

The Company accounts for and reports acquired goodwill under ASC subtopic 350-10, Intangibles-Goodwill and Other ("ASC 350-10"). In accordance with ASC 350-10, at least annually, the Company tests its intangible assets for impairment or more often if events and circumstances warrant. There were no acquisitions in 2020 and 2019, therefore no impairment of goodwill was required nor expensed in results from operations.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Consolidation

The consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, NARIL, KC3 and Badger Mining Inc. All significant inter-company transactions and balances have been eliminated in consolidation.

Revenue Recognition

The Company recognizes revenue in accordance with ASC subtopic 605-10, Revenue Recognition ("ASC 605-10") which requires that four basic criteria must be met before revenue can be recognized: (1) persuasive evidence of an arrangement exists; (2) delivery has occurred; (3) the selling price is fixed and determinable; and (4) collectability is reasonably assured. Determination of criteria (3) and (4) are based on management's judgments regarding the fixed nature of the selling prices of the products delivered and the collectability of those amounts. Provisions for discounts and rebates to customers, estimated returns and allowances, and other adjustments are provided for in the same period the related sales are recorded.

ASC 605-10 incorporates ASC subtopic 605-25, Multiple-Element Arrangements ("ASC 605-25"). ASC 605-25 addresses accounting for arrangements that may involve the delivery or performance of multiple products, services and/or rights to use assets. The effect of implementing 605-25 on the Company's financial position and results of operations was not significant.

Cost of Sales

The cost of sales consists of the cost of material, labor, equipment depreciation and other direct and indirect costs associated with the mining and exploration operations.

Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Significant estimates include the recoverability and useful lives of long-lived assets, the fair value of the Company's stock, stock-based compensation, fair values relating to derivative liabilities and the valuation allowance related to deferred tax assets. Actual results may differ from these estimates.

Cash and Cash Equivalents

For purposes of the statements of cash flows, cash and cash equivalents include cash on hand and demand deposits held by banks.

Concentrations of Credit Risk

Financial instruments and related items, which potentially subject the Company to concentrations of credit risk, consist primarily of cash and cash equivalents. The Company places its cash and temporary cash investments with credit quality institutions. At times, such amounts may be in excess of the FDIC insurance limit. At March 31, 2021, and December 31, 2020, the Company did not have deposits in excess of FDIC limits.

At March 31, 2021 and December 31, 2020, the Company maintained $688 and $2,417 in foreign bank accounts not subject to FDIC coverage, respectively.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Functional currency

Operations of the Guyana subsidiary are conducted in local currency which represents its functional currency (Guyana dollar or "GYD"). Balance sheet accounts of the Guyana subsidiary were translated from foreign currency into U.S. dollars at the exchange rate in effect at the balance sheet date and income statement accounts were translated at the average rate of exchange prevailing during the period. Translation adjustments resulting from this process were included in accumulated other comprehensive income (loss) on the consolidated balance sheet.

Comprehensive Income (Loss)

The Company applies Statement of ASC subtopic 220-10, Comprehensive Income ("ASC 220-10"). ASC 220-10 establishes standards for the reporting and displaying of comprehensive income and its components. Comprehensive income is defined as the change in equity of a business during a period from transactions and other events and circumstances from non-owners sources. It includes all changes in equity during a period except those resulting from investments by owners and distributions to owners. ASC 220-10 requires other comprehensive income (loss) to include foreign currency translation adjustments and unrealized gains and losses on available for sale securities.

The exchange rates used to translate amounts in GYD into USD for the purposes of preparing the consolidated financial statements were as follows:

Balance sheet:

	March 31, 2021	December 31, 2020
Period-end USD:GYD exchange rate	$ 208.5000	$ 208.5000

Income statement:

	March 31, 2021	December 31, 2020
Period-end USD:GYD exchange rate	$ 208.5000	$ 208.5000

Property and Equipment

Property and equipment are stated at cost and depreciated using the straight-line method over their estimated useful lives of 3 to 5 years. When retired or otherwise disposed, the related carrying value and accumulated depreciation are removed from the respective accounts and the net difference less any amount realized from disposition, is reflected in earnings.

Goodwill

The Company accounts for and reports acquired goodwill and other intangible assets under ASC subtopic 350-10, Intangibles, Goodwill and Other ("ASC 350-10"). In accordance with ASC 350-10, the Company tests its intangible assets for impairment on an annual basis and when there is reason to suspect that their values have been diminished or impaired. Any write-downs will be included in results from operations.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Impairment of long-lived assets

The Company has adopted ASC subtopic 360-10, Property, Plant and Equipment ("ASC 360-10"). ASC 360-10 requires that long-lived assets and certain identifiable intangibles held and used by the Company be reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Events relating to recoverability may include significant unfavorable changes in business conditions, recurring losses, or a forecasted inability to achieve break-even operating results over an extended period.

The Company evaluates the recoverability of long-lived assets based upon forecasted, undiscounted cash flows. Should impairment in value be indicated, the carrying value of intangible assets will be adjusted, based on estimates of future discounted cash flows resulting from the use and ultimate disposition of the asset. ASC 360-10 also requires assets to be disposed of are reported at the lower of the carrying amount or the fair value less costs to sell. At March 31, 2021 and December 31, 2020, the Company reported loss on impairment of mineral rights assets of $0 and $0 respectively.

Fair Value

ASC subtopic 825-10, Financial Instruments ("ASC 825-10") requires disclosure of the fair value of certain financial instruments. The carrying value of cash and cash equivalents, accounts payable and accrued liabilities, and short-term borrowings, as reflected in the balance sheets, approximate fair value because of the short-term maturity of these instruments. All other significant financial assets, financial liabilities and equity instruments of the Company are either recognized or disclosed in the financial statements together with other information relevant for making a reasonable assessment of future cash flows, interest rate risk and credit risk. Where practicable the fair values of financial assets and financial liabilities have been determined and disclosed; otherwise only available information pertinent to fair value has been disclosed.

The Company follows ASC subtopic 820-10, Fair Value Measurements and Disclosures ("ASC 820-10") and ASC subtopic 825-10, Financial Instruments ("ASC 825-10"), which permits entities to choose to measure many financial instruments and certain other items at fair value.

Derivative Instrument Liability

The Company accounts for derivative instruments in accordance with ASC 815, which establishes accounting and reporting standards for derivative instruments and hedging activities, including certain derivative instruments embedded in other financial instruments or contracts and requires recognition of all derivatives on the balance sheet at fair value, regardless of hedging relationship designation. Accounting for changes in fair value of the derivative instruments depends on whether the derivatives qualify as hedge relationships and the types of relationships designated are based on the exposures hedged. At March 31, 2021 and December 31, 2020, the Company did not have any derivative instruments that were designated as hedges.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Segment Information

ASC subtopic Segment Reporting 280-10 ("ASC 280-10") establishes standards for reporting information regarding operating segments in annual financial statements and requires selected information for those segments to be presented in interim financial reports issued to stockholders. ASC 280-10 also establishes standards for related disclosures about products and services and geographic areas. Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision maker, or decision-making group, in making decisions how to allocate resources and assess performance. The information disclosed herein materially represents all of the financial information related to the Company's only principal operating segment.

Income Taxes

The Company follows ASC subtopic 740-10, Income Taxes ("ASC 740-10") for recording the provision for income taxes. Deferred tax assets and liabilities are computed based upon the difference between the financial statement and income tax basis of assets and liabilities using the enacted marginal tax rate applicable when the related asset or liability is expected to be realized or settled. Deferred income tax expenses or benefits are based on the changes in the asset or liability during each period. If available evidence suggests that it is more likely than not that some portion or all of the deferred tax assets will not be realized, a valuation allowance is required to reduce the deferred tax assets to the amount that is more likely than not to be realized. Future changes in such valuation allowance are included in the provision for deferred income taxes in the period of change. Deferred income taxes may arise from temporary differences resulting from income and expense items reported for financial accounting and tax purposes in different periods.

Deferred taxes are classified as current or non-current, depending on the classification of assets and liabilities to which they relate. Deferred taxes arising from temporary differences that are not related to an asset or liability are classified as current or non-current depending on the periods in which the temporary differences are expected to reverse and are considered immaterial.

The Company only updates the temporary difference related to its net operating loss and accumulated valuation allowance on an annual basis from its year end filing at December 31.

Stock Based Compensation

The Company measures the cost of services received in exchange for an award of equity instruments based on the fair value of the award. For employees and directors, the fair value of the award is measured on the grant date and for non-employees, the fair value of the award is generally re-measured on vesting dates and interim financial reporting dates until the service period is complete. The fair value amount is then recognized over the period during which services are required to be provided in exchange for the award, usually the vesting period. Stock-based compensation expense is recorded by the Company in the same expense classifications in the statements of operations, as if such amounts were paid in cash. As of December 31, 2020, and December 31, 2019, the Company issued stock options to Leonardo Riera per his employment agreement. The Company has not valued these stock options. Mr. Rierra has agreed to return any issuances for a cash payment and the Company plans to complete the settlement agreement by the end of the year December 31, 2020, thereafter cancelling these options. See note 14. There were no outstanding common stock options. Common stock issued as compensation for the periods ended March 31, 2021 and December 31, 2020, was $0 and $0, respectively.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Stock Based Compensation continues

On July 15, 2020, the Company concluded negotiations with Jason Otteson as the Company Chief Executive Officer employment agreement and part of his employment agreement includes warrants package with initial 12,5000,000 shares @$0.02 per share for 5 years. He has agreed to defer his base salary of $250,000 for 3 months. Company has accrued his salary for the quarter of $52,083. The FMV of the warrants issued for his initial warrants was $482,447 and was recorded as warrant expense in quarter ended December 31, 2020. Please see note 14 for further detail on his employment agreement.

During the first quarter of 2021, there was no stock based compensation issued.

Adoption of ASU 2017-11

In July 2017, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2017-11, Earnings Per Share (Topic 260), Distinguishing Liabilities from Equity (Topic 480), Derivatives and Hedging (Topic 815). The amendments in Part I of this Update change the classification analysis of certain equity-linked financial instruments (or embedded features) with down round features. When determining whether certain financial instruments should be classified as liabilities or equity instruments, a down round feature no longer precludes equity classification when assessing whether the instrument is indexed to an entity's own stock. The amendments also clarify existing disclosure requirements for equity-classified instruments. As a result, a freestanding equity-linked financial instrument (or embedded conversion option) no longer would be accounted for as a derivative liability at fair value as a result of the existence of a down round feature.

That effect is treated as a dividend and as a reduction of income available to common shareholders in basic EPS. Convertible instruments with embedded conversion options that have down round features are now subject to the specialized guidance for contingent beneficial conversion features (in Subtopic 470-20, Debt—Debt with Conversion and Other Options), including related EPS guidance (in Topic 260). The amendments in Part II of this Update recharacterize the indefinite deferral of certain provisions of Topic 480 that now are presented as pending content in the Codification, to a scope exception.

Those amendments do not have an accounting effect. For public business entities, the amendments in Part I of this Update are effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018. Early adoption is permitted for all entities, including adoption in an interim period. If an entity early adopts the amendments in an interim period, any adjustments should be reflected as of the beginning of the fiscal year that includes that interim period. Effective January 1, 2017, the Company adopted ASU 2017-11 in its accounting for warrants with embedded reset or down round provisions. Accordingly, at December 31, 2017, the Company reclassified the fair value of the warrant liability of $43,562 from liability to equity.

Net Loss per Common Share, basic and diluted

The Company computes earnings (loss) per share under ASC subtopic 260-10, Earnings Per Share ("ASC 260-10"). Net loss per common share is computed by dividing net loss by the weighted average number of shares of common stock outstanding during the year. Diluted earnings per share, if presented, would include the dilution that would occur upon the exercise or conversion of all potentially dilutive securities into common stock using the "treasury stock" and/or "if converted" methods as applicable.

The computation of basic and diluted income (loss) per share as of March 31, 2021 and December 31, 2020, excludes potentially dilutive securities when their inclusion would be anti-dilutive, or if their exercise prices were greater than the average market price of the common stock during the period.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Potentially dilutive securities excluded from the computation of basic and diluted net loss per share are as follows:

	2021	2020
Convertible notes and royalty payable	5,475,000	5,475,000
Warrants to purchase common stock	44,125,481	45,625,481
Series A preferred stock	19,340,000	19,340,000
Warrants to be issued with stock Stock Subscriptions Shares to be issued at closing of CM 6,7-8 in 2018	4,999,998	4,999,998
Stock Subscriptions Shares to be issued at closing of CM 6,7-8 in 2020	7,142,856	7,142,856
Management shares issued in 2019 for new CEO	-	-
Totals	81,083,335	82,583,335

Recent Accounting Pronouncements

Recent Accounting Pronouncements, other than those below, issued by the FASB, the AICPA and the SEC did not or are not believed by management to have a material effect on the Company’s present or future financial statements.

In August 2016, the FASB issued Accounting Standards Update (“ASU”) ASU 2016-15, Statement of Cash Flows: Classification of Certain Cash Receipts and Cash Payments, which reduces the diversity in practice on how certain transactions are classified in the statement of cash flows. The guidance is effective for fiscal years beginning after December 15, 2018, and interim periods within fiscal years beginning after December 15, 2019. Early adoption is permitted. The Company is evaluating the effect of adopting this pronouncement.

In February 2016, the FASB issued ASU 2016-02, Leases, which requires a lessee, in most leases, to initially recognize a lease liability for the obligation to make payments and right-of use asset for the right to use the underlying asset for the lease term. The guidance is effective for fiscal years beginning after December 15, 2018, and interim periods within with those years. Early adoption is permitted. The Company is evaluating the effect of adopting this pronouncement.

In July 2017, the FASB issued ASU 2017-11, Earnings Per Share (Topic 260), Distinguishing Liabilities form Equity (Topic 480). Derivates and Hedging (Topic 815). The amendments in Part 1 of this Update change the classification analysis of certain equity linked financial instruments (or embedded features) with down round features. When determining whether certain financial instruments should be classified as liabilities or equity instruments is indexed to entity’s own stock. The amendments also clarify existing disclosure requirements for equity classified instruments. As a result, a freestanding equity linked financial instrument (or embedded conversion option) no longer would be accounted for as a derivative liability at fair value as a result of the existence of a down round feature. For freestanding equity classified financial instruments, the amendments require entities that present earnings per share (EPS) in accordance with Topic 260 recognize the effect of the down round feature when it’s triggered. That effect is treated as dividend and as a reduction income available to common shareholders in basic EPS. Convertible instruments with embedded conversion options that have down round features are now subject to the specialized guidance for contingent beneficial conversion features (in Subtopic 470-20, Debt-Debt with Conversion and Other Options), including recharacterized the indefinite deferral of certain provisions of topic 480 that now are presented as pending content in the Codification, to a scope exception. Those amendments do not have accounting effect. For public business entities, the amendment in Part 1 of this Update are effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018. For all other entities, the amendments in Part 1 of this Update are effective for fiscal years beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020. Early adoption is permitted for all entities, including adoption in an interim period. If an entity early adopts the amendment in an interim period, any adjustments should be reflected as of the beginning of the fiscal year that includes that interim period. The Company early adopted ASU 2017-11 and has reclassified instrument with down round feature to equity.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

In May 2017, the FASB issued ASU 2017-09, Compensation Stock Compensation (Topic 718), Scope of Modification Accounting. The amendments in this Update provide guidance about which changes to the terms or conditions of a share-based payment award require an entity to apply modification accounting in Topic 718. The amendments in this Update are effective for all entities for annual periods, and interim periods within those annual periods, beginning after December 15, 2017. Early adoption is permitted, including adoption in any interim period, for (1) public business entities for reporting periods for which financial statement have not yet been issued and (2) all other entities reporting periods for which financial statements have not been made available for issuance.

NOTE 3 –GOING CONCERN AND MANAGEMENT'S LIQUIDITY PLANS

As of March 31, 2021, the Company had cash of $686 and working capital deficit (current liabilities in excess of current assets) of $3,973,215. During the quarter ended March 31, 2021 and the twelve months ended December 31, 2020, the Company provided insufficient net cash from operating activities. These conditions raise substantial doubt about the Company's ability to continue as a going concern. Management believes that the Company does not have sufficient funds to meet its funding requirements.

For the quarter ended March 31, 2021 and the year ended December 31, 2020, the Company sold shares of common and warrants for net proceeds of approximately $0 and $0, respectively.

The Company's primary source of operating funds since inception has been cash proceeds from private placements of common and preferred stock, proceeds from the exercise of options and issuance of notes payable. The Company has experienced net losses and historically negative cash flows from operations since inception and expects these conditions to continue for the foreseeable future.

Management's plans with regard to these matters encompass the following actions: 1) obtain funding from new and potentially current investors to alleviate the Company's working deficiency, and 2) implement a plan to expand mining and exploration activity. The Company's continued existence is dependent upon its ability to translate these activities into sales. However, the outcome of management's plans cannot be ascertained with any degree of certainty.

Accordingly, the accompanying financial statements have been prepared in conformity with U.S. GAAP, which contemplates continuation of the Company as a going concern and the realization of assets and satisfaction of liabilities in the normal course of business. The carrying amounts of assets and liabilities presented in the financial statements do not necessarily purport to represent realizable or settlement values. The financial statements do not include any adjustment that might result from the outcome of this uncertainty.

NOTE 4 – PROPERTY AND EQUIPMENT

Property and equipment as of March 31, 2021 and December 31, 2020:

	2021	2020
Land improvements	$ 549,106	$ 549,106
Mining equipment	341,343	350,935
Motor vehicles	4,800	4,800
Furniture and fixtures	17,939	17,939
Office equipment	29,896	29,896
Arizona equipment	138,310	138,310
Subtotal	1,081,394	1,090,986
Less accumulated depreciation	(837,218)	(831,516)
Property and equipment, net	$ 244,176	$ 259,470

Depreciation and amortization expenses for the quarter ended March 31, 2021 and for the year ended December 31, 2020 was $15,294 and $66,933 respectively; of which no depreciation was included in cost of sales.

As of March 31, 2021, the changes in the Fixed Asset were the result of change in currency exchange rates, as there were no additions. The Company did sell old pontoons to generate cash of $9,592, compared to deletions during the year ended December 31, 2020 of $38,369.

As of March 31, 2021, and December 31, 2020, the Company maintained its investment into the Tantalite area by starting the process to acquire control of eight properties in Guyana. The Company's investment and equity issued for these properties were disclosed in previous filings, for specific details reference previous filings.

The cash received for the stock and warrants not issued to date has been recorded as stock subscriptions net of issuances for the nine months ended March 31, 2021 and December 31, 2020 in amount of $763,775 and $763,775, respectively. As of March 31, 2021, the unfunded balance from December 31, 2020 of $30,000 remains unpaid. The Company's Management will be working with the investor on resolving issues with the project and collecting the remaining balance. The Company issued 12,857,141 shares and issued warrants of 4,999,999 for the properties closed labeled CM-1&2,4&5, 50% of 6, see note 11. The Shareholders will also receive royalties on the production ranging from 3% to 5% depending on the specific funding agreement. The total acreage for all eight properties totals 84,446. The Company changed its strategy and removed TransGlobal as the facilitator for this transaction and will negotiate directly with Charles Mining Inc. and Guyanese Government.

There is still a balance owed by TransGlobal / Ensurge to Charles Mining Inc. of $40,000 that was due in 2019 and the Company is working with investors to pay the balance in 2021. Once Charles Mining Inc. receives the $40,000 payment from The Company and the property taxes have been paid to Guyanese Government, the properties will be transferred into KC3's name from Charles Mining Inc. Ensurge's senior management will oversee this process.

Acquisition of SM 1&2
See Note 16.

NOTE 5 – ACCOUNTS PAYABLE AND ACCRUED EXPENSES

Accounts payable and accrued expenses as of March 31, 2021 and December 31, 2020 is summarized as follows:

	2021	2020
Accounts payable	$ 1,314,890	$ 1,273,573
Accrued interest and other liabilities	340,898	325,650
Accrued payroll	970,678	889,678
Payroll tax liabilities	43,852	49,811
	$ 2,670,318	$ 2,538,712

NOTE 6 – CONVERTIBLE NOTES PAYABLE

Convertible notes payable as of March 31, 2021 and December 31, 2020 are summarized as follows:

	2021	2020
Note payable, due May 18, 2017	$ 400,000	$ 400,000
Total	400,000	400,000
Less unamortized debt discount	-	-
Net	400,000	400,000
Less short term portion	(400,000)	(400,000)
Long term portion	$ -	$ -

Note payable due May 18, 2017

On August 18, 2016, the Company issued a convertible note due May 18, 2017, bearing interest at 12% per annum, due at maturity. The note is convertible into the Company's common stock at $0.10 per share. In connection with the note issuance, the Company issued 2,000,000 and 2,000,000 warrants to acquire the Company's common stock at $0.10 and $0.15, respectively, per share for four years. The allocated aggregate fair value of the issued warrants of $78,040 was determined using the Black-Scholes Option Pricing Model based on the following assumptions: (1) dividend yield of 0%, (2) expected volatility of 244.16%, (3) weighted average risk-free interest rate of 1.12%, (4) expected life of 4.0 years, and (5) estimated fair value of the Company's common stock from $0.025 per share.

The fair value of warrants of $78,040 is amortized ratably over the term of the note. This note has been extended under the acquisition of SM 1 & 2, see note 16.

NOTE 7 – NOTES PAYABLE

Notes payable as of March 31, 2021 and December 31, 2020 are summarized as follows:

		2021		2020
Note payable, initially due November 1, 2013, in default	$	150,000	$	150,000
Note payable, initially due June 1, 2013, in default		15,000		15,000
Note payable, shareholder		13,000		13,000
Note payable on demand		126,908		126,908
New Naril Loan F.Amin		29,611		29,611
Excavator Loan		30,931		30,931
Total		365,450		365,450
Less short term portion		(365,450)		(365,450)
Long term portion	$	-	$	-

On November 1, 2013, the Company issued an unsecured note payable in the amount of $150,000 bearing interest at 10% per annum, initially due November 1, 2013. The note is currently in default. Balance due at March 31, 2021 and December 31, 2020 was $150,000 and accrued interest.

On April 1, 2013, the Company issued an unsecured note payable in the amount of $15,000 bearing interest at 10% per annum, initially due June 1, 2013. The note currently is in default. Balance due at March 31, 2020 and December 31, 2020 was $15,000.

During 2015, the Company received two bridge loans from a shareholder totaling $13,000. The two loans are due on demand at an interest rate of zero. The balance of the note at March 31, 2021 and December 31, 2020 is $13,000 at end of each period.

On January 16, 2015, North American Resources, Inc. ("Naril") entered into an agreement with Ophir Consulting LLC under a royalty agreement for the production of Gold. The venture required initial equipment costing $65,000 and initial working capital of $20,000 for total financing of $85,000. Additional funding of $50,000 was required to renovate the Doosan excavator for total funding of $135,000 in 2015. Unfortunately, the venture never materialized, and Doosan was only running for one year. At December 31, 2015, the two companies agreed the venture was not worth pursuing, and the financing was converted to a loan at no interest and due upon demand. The balance of the note at March 31, 2021 and December 31, 2020 is $126,908. Any changes in note balance at March 31, 2021 was due to exchange rates changes between US dollars and GYD.

On September 16, 2016, the Company acquired Badger Mining, with the operations running through Naril. The acquisition included a Cat excavator (see note 4), which was financed, and the debt was transferred to Naril at closing. The balance of the note at March 31, 2021 and December 31, 2020 is $30,931. Any changes in note balance at March 31, 2021 was due the change in exchange rates changes between US dollars and GYD.

NOTE 8 – NOTES PAYABLE-RELATED PARTIES

Notes payable, related parties as of March 31, 2021 and December 31, 2020 are summarized as follows:

	2021	2020
Loans payable, due on demand	$ 386,679	$ 380,959
Loans payable, due on demand	42,038	40,463
Loans payable, due on demand	10,014	-
Note payable, due December 23, 2017	6,463	6,463
Note payable, due December 09, 2017	26,000	26,000
Total	471,194	453,885
Less unamortized debt discount	-	-
Net	471,194	453,885
Less short term portion	(471,194)	(453,885)
Long term portion	$ -	$ -

Loans payable

The Company officers and directors loan operating funds from time to time to the Company. The Loans are non-interest bearing and are due on demand. During the quarter ended March 31, 2021 and the year ended December 31, 2020 the related party advance the Company $17,308 and $51,362, respectively.

Note payable, due December 23, 2017

On December 23, 2016, the Company issued an unsecured note payable for $100,000, due December 23, 2017 and bearing interest at 5% per annum, due at maturity. The balance due at March 31, 2021 and December 31, 2020 was $6,643 and $6,643, respectively, has been extended to easy the cash flow requirements on the Company. See Note 16 for Clint Mishleau settlement agreement. In connection with the note issuance, the Company issued 1,000,000 warrants to acquire the Company's common stock at $0.10 per share for three years. The fair value of the issued warrants of $38,667 were determined using the Black-Scholes Option Pricing Model based on the following assumptions: (1) dividend yield of 0%, (2) expected volatility of 239.85%, (3) weighted average risk-free interest rate of 1.54%, (4) expected life of 3.0 years, and (5) estimated fair value of the Company's common stock from $0.061 per share.

The fair value of issued warrants of $38,667 is amortized ratably over the term of the note.

Note payable, due December 9, 2017

On December 9, 2016, the Company issued an unsecured note payable for $26,000, due December 9, 2017 and bearing interest at 5% per annum, due at maturity. The balance due at December 31, 2018 was $26,000 has been extended to easy the cash flow requirements on the Company. In connection with the note issuance, the Company issued 375,000 warrants to acquire the Company's common stock at $.10 per share for three years. The fair value of the issued warrants of $33,001 were determined using the Black-Scholes Option Pricing Model based on the following assumptions: (1) dividend yield of 0%, (2) expected volatility of 234.16%, (3) weighted average risk-free interest rate of 1.43%, (4) expected life of 3.0 years, and (5) estimated fair value of the Company's common stock from $0.092 per share. During the period ended March 31, 2021 and December 31, 2020, the Company paid $0 and $0, respectively, towards the principal of the note.

The fair value of issued warrants up to the net proceeds of $26,000 is amortized ratably over the term of the note.

NOTE 8 – NOTES PAYABLE-RELATED PARTIES (continued)

Shareholder Advances 2019

Chad Mishleau, interim CEO and a director of the Company advanced funds to keep the Company viable during the quarter ended March 31, 2021 and the year ended December 31, 2020, Chad Mishleau advanced the Company $7,294 and $39,958, respectively. These funds have been included in the other Shareholder loan advanced previous years totaling $380,939 as March 31, 2021. Mr. Mishleau has waived interest for the quarter ended March 31, 2021 will and address accruing interest going forward at the same rate and will be paid back once the Company receives permanent funding in 2021.

During the quarter of 2021, the Company received advances totaling $1,575 from Lance Mishleau one of its shareholders and consultants helping the Company raise funding and marketing. The advances added to his previous balance at December 31, 2020 of $40,463, for a combined debt owe to him at March 31, 2021, is $42,038 will be paid back once the Company received permanent funding in 2021.

During the quarter of 2021, the Company received advances totaling $5,314 from Bruce M. Smith one of its Officers and outsource Chief Financial Officer helping the Company with financial reportion and accounting. The advances added to his previous balance at December 31, 2020 of 4,700 included as accrued expenses was combined to advance above for a combined debt owe to him at March 31, 2021, of $10,014. The advance will be paid back once the Company received permanent funding in 2021

The following table represents the future principal payments for all the convertible, related party and notes payable:

		Convertible debt	Notes Payable	Related Party Notes Payable	Total
	2021	$ 400,000	$ 365,450	$ 471,194	$ 1,236,644
	2022	-	-	-	-
	2023	-	-	-	-
Total future principal payments		$ 400,000	$ 365,450	$ 471,194	$ 1,236,644

NOTE 9– ROYALTY AGREEMENT

In 2015, the Company entered into an agreement for a ten-year royalty equal to 10% of the gold production at a location near the Mazaruni River, Guyana. The purchase of the agreement was $164,000, which included 1,000,000 shares of the Company's common stock at 2,500,000 warrants exercisable at $0.05 per share for 3 years. The carrying liability of the royalty agreement was $105,814 for the three months ended March 31, 2021 and the year ended December 31, 2020. The initial royalty liability in 2016 was reduced by the fair value of the common stock and warrants paid in connection with the agreement. The operations on this mine was ceased in 2016. The royalty liability will be carried for until such time mining operations will allow for payment.

NOTE 10 — DERIVATIVE LIABILITIES

As of March 31, 2021, and December 31, 2020, the Company does not have outstanding convertible instruments with embedded derivatives.

Based upon ASC 840-15-25 (EITF Issue 00-19, paragraph 11) the Company has adopted a sequencing approach regarding the application of ASC 815-40 to its outstanding convertible promissory notes. Pursuant to the sequencing approach, the Company evaluates its contracts based upon earliest issuance date.

NOTE 11 — STOCKHOLDERS' EQUITY

Preferred stock

In December 2014, the Board of Directors authorized 10,000,000 and designated 2,500,000 shares of preferred stock as Series A Preferred stock. Each share of preferred stock is convertible into 100 common shares at the option of the holder; entitled to 100 votes on all matters presented to be voted by the holders of common stock; upon event of liquidation, entitled to amount equal to stated value plus any accrued and unpaid dividends or other fees before distribution to junior securities.

The Company had no preferred stock activity during years ended March 31, 2021 and December 31, 2020.

Common stock

During the twelve months ended December 31, 2019, the Company issued 5,000,000 shares of its common stock for compensation to new CEO for a total expense of $200,000.

NOTE 11 — STOCKHOLDERS' EQUITY (Continued)

Warrants

Warrants outstanding and exercisable on Mareh 31, 2021 are as follows:

Warrants Outstanding			Warrants Exercisable
Exercise Price	Number of Warrants	Weighted average Remaining Life In Years	Exercisable Number of Warrants
$ 0.020	17,500,000	3.42	17,500,000
$ 0.030	3,000,000	3.00	3,000,000
$ 0.029	9,428,339	1.77	9,428,339
$ 0.050	1,250,000	(0.27)	1,250,000
$ 0.060	-	(1.67)	-
$ 0.080	4,340,000	(0.35)	4,340,000
$ 0.100	1,000,000	0.00	1,000,000
$ 0.140	7,607,142	(0.19)	7,607,142
$ 0.150	-	1.08	-
$ 0.200	-	1.38	-
	44,125,481		44,125,481

A summary of the warrant activity for the three years ended December 31, 2020 and the quarter ended Marh 31, 2021 is as follows:

Outstanding at December 31, 2017	58,785,910	$ 0.10	1.9	$ 9,428
Grants	4,590,000	$ 0.08	2.80	
Exercised	(2,500,000)			
Expired	(7,875,000)	$ 1.00		
Outstanding at December 31, 2018	53,000,910	$ 0.08	1.8	$ 197,995
Grants	8,000,000			
Exercised	-			
Expired	(5,125,000)			
Outstanding at December 31, 2019	55,875,910	$ 0.08	1.5	$ 107,995
Grants	12,500,000			
Exercised	-			
Expired	(22,750,429)			
Outstanding at December 31, 2020	45,625,481	$ 0.08	1.2	$ 483,712
Grants	-			
Exercised	-			
Expired	(1,500,000)			
Outstanding at March 31, 2021	44,125,481	$ 0.02	5.3	$ -
Vested and expected to vest at March 31, 2021	44,125,481	$ -	-	$ -
Exercisable at March 31, 2021	44,125,481	$ -	-	$ -

NOTE 11 — STOCKHOLDERS' EQUITY (Continued)

The aggregate intrinsic value outstanding stock warrants was $483,712 and $107,995 based on warrants with an exercise price less than the Company's stock price of $0.04 and $0.05 as of March 31, 2021 and December 31, 2020, respectively.

During the year ended March 31, 2021 and December 31, 2020, 1,500,000 and 22,750,429 warrants expired, respectively. The Company granted warrants of 0 and 12,500,000 during period ended March 31, 2021 and December 31, 2020, respectively.

The management of Company continues to seek permanent funding to execute its operational plan.

NOTE 12 – RELATED PARTY TRANSACTIONS

In 2021 and 2020, the officers and directors have advanced and loaned funds for working capital purposes and the related party operating lease. See Note 8 and Note 14.

NOTE 13 – INCOME TAXES

At December 31, 2018, the Company has available for federal income tax purposes a net operating loss carry forward of approximately $18,394,901, expiring in the year 2037, that may be used to offset future taxable income. The Company has provided a valuation reserve against the full amount of the net operating loss benefit, since in the opinion of management based upon the earnings history of the Company; it is more likely than not that the benefits will not be realized. Due to possible significant changes in the Company's ownership, the future use of its existing net operating losses may be limited. All or portion of the remaining valuation allowance may be reduced in future years based on an assessment of earnings sufficient to fully utilize these potential tax benefits. During the three months ended March 31, 2021, the Company did not adjust the valuation allowance from prior year ended December 31, 2020, as the Company only adjust the allowance at year end.

We have adopted the provisions of ASC 740-10-25, which provides recognition criteria and a related measurement model for uncertain tax positions taken or expected to be taken in income tax returns. ASC 740-10-25 requires that a position taken or expected to be taken in a tax return be recognized in the financial statements when it is more likely than not that the position would be sustained upon examination by tax authorities.

Tax positions that meet the more likely than not threshold are then measured using a probability weighted approach recognizing the largest amount of tax benefit that is greater than 50% likely of being realized upon ultimate settlement. The Company had no tax positions relating to open income tax returns that were considered to be uncertain.

Sections 382 and 383 of the Internal Revenue Code of 1986, as amended, provide for annual limitations on the utilization of net operating loss and credit carryforwards if the Company were to undergo an ownership change, as defined in Section 382 of the Code. In general, an ownership change occurs whenever the percentage of the shares of a corporation owned, directly or indirectly, by 5-percent shareholders, as defined in Section 382 of the Code, increases by more than 50 percentage points over the lowest percentage of the shares of such corporation owned, directly or indirectly, by such 5-percent shareholders at any time over the preceding three years. In the event such ownership change occurs, the annual limitation may result in the expiration of the net operating losses prior to full utilization.

The Company is required to file income tax returns in the U.S. Federal jurisdiction and the state of Wisconsin. The Company is no longer subject to income tax examinations by tax authorities for tax years ending before December 31, 2012. The Company only calculates deferred taxes as the end of the year and has not adjusted the previous balances at December 31, 2021.

NOTE 13 – INCOME TAXES (Continued)

The Company's deferred taxes as of December 31, 2020 and 2019 consist of the following:

		2020		2019
Non-Current deferred tax assets:	$	-	$	-
Net operating loss carry forwards		18,410,648		17,733,724
Current year loss		17,129		676,924
Valuation allowance		(18,427,777)		(18,410,648)
Net non-current deferred tax benefit	$	-	$	-

NOTE 14 — COMMITMENTS AND CONTINGENCIES

Operating leases

Related Party Lease

On February 15, 2017 the Company entered into a related party lease with its CEO and major shareholder to lease a facility at E Main St., Little Chute, WI 54140. The terms of the lease are the following: monthly rent of $2,000 per month for 37 months ending on February 28, 2020. See note 16.

The Company's office in Guyana located at Lot 58, Block 20, Enmore, ECD, Guyana. The lease is on a month-to-month basis for $500 USD per month.

Facilities

The Company's management terminated the lease for the Little Chutes property effective April 2019. The terms of the cancellation of the lease are part of the negotiations with Mr. Clint Mishleau's settlement agreement.

During August of 2019, the Company has relocated its Corporate offices to 1024 Iron Point Road, Folsom CA 95630. The terms of the lease are month to month with a fully furnished office for $719. The Company is in the process of registering with the State of California as a foreign Corporation doing business in State of California.

Litigation:

The Company is not involved in any litigation matters.

Management Changes

Jason Otteson Employment Agreement

On July 15, 2020 an Agreement was executed between the Company and Mr. Jason Otteson, appointing Mr. Otteson as the CEO effective on July 16, 2020. Under the contract his annual salary is $250,000 and his employment contract has a warrant package of the following: initial vesting of 12,500,00 shares at $0.02 per share, with a 5 year exercise term, in addition on the first year anniversary he will vest another 25,000,000 shares at $$0.02 per share and on his second anniversary additional 12,500,000 share shall vest at $0.02, the additional warrants will have a contract term of 5 years. His compensation package also has performance bonus and employee benefits. Please see the Company's press release issued on July 21, 2020 for further details or contact the Company's management. (See note 16).

NOTE 14 — COMMITMENTS AND CONTINGENCIES (Continued)

Chad Mishleau

Company has transitioned Chad Mishleau to Director of Mining operations worldwide.

Chad signed the annual and quarterly files as CEO through December 31, 2020. Then Mr. Otteson will be signing the annual report for 2021 and all reports thereafter. (See Note 16).

Leonardo Riera Settlement Agreement

On January 1, 2019, Leo Riera was hired as CEO, where he served in that capacity until August 26, 2019, when he resigned as CEO to pursue other business ventures. A part of his severance, the Company has agreed to pay Mr. Riera $65,000 for his accrued wages as soon as the Company raises an aggregate $500,000 in equity and /or debt. Upon completion of this payment, Mr. Riera will surrender to the Company all equity-based compensation that he received to the treasury, except for the 5 million shares of common stocks. He will surrender the options that Mr. Riera received and waive his accrued salary in exchange for the common stock of 5,000,000. Mr. Riera and the Company entered into a Mutual Release Agreement signed on March 29, 2021, closing this transaction. For further details contact Senior Management of the Company.

NOTE 15 — FAIR VALUE MEASUREMENT

The Company adopted the provisions of ASC subtopic 825-10, Financial Instruments (“ASC 825-10”) on January 1, 2008. ASC 825-10 defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities required or permitted to be recorded at fair value, the Company considers the principal or most advantageous market in which it would transact and considers assumptions that market participants would use when pricing the asset or liability, such as inherent risk, transfer restrictions, and risk of nonperformance.

ASC 825-10 establishes a fair value hierarchy that requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. ASC 825-10 establishes three levels of inputs that may be used to measure fair value:

Level 1 – Quoted prices in active markets for identical assets or liabilities.

Level 2 – Observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets with insufficient volume or infrequent transactions (less active markets); or model-derived valuations in which all significant inputs are observable or can be derived principally from or corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Unobservable inputs to the valuation methodology that are significant to the measurement of fair value of assets or liabilities.

All items required to be recorded or measured on a recurring basis are based upon level 3 inputs.

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. 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 is disclosed and is determined based on the lowest level input that is significant to the fair value measurement.

NOTE 15 — FAIR VALUE MEASUREMENT (Continued)

Upon adoption of ASC 825-10, there was no cumulative effect adjustment to beginning retained earnings and no impact on the financial statements.

The carrying value of the Company's cash and cash equivalents, accounts receivable, accounts payable, short-term borrowings (including convertible notes payable), and other current assets and liabilities approximate fair value because of their short-term maturity.

As of March 31, 2021, and December 31, 2020, the Company did not have any items that would be classified as level 1 or 2 disclosures.

The Company recognizes its derivative liabilities as level 3 and values its derivatives using the methods discussed in notes 7 and 9. While the Company believes that its valuation methods are appropriate and consistent with other market participants, it recognizes that the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date. The primary assumptions that would significantly affect the fair values using the methods discussed in Note 6 are that of volatility and market price of the underlying common stock of the Company.

As of March 31, 2021, and December 31, 2020, the Company did not have any derivative instruments that were designated as hedges.

There was no derivative liability at March 31, 2021 and December 31, 2020.

NOTE 16 — SUBSEQUENT EVENTS

Mineral Rights Acquisition

In January 2018, an investor acquired two tantalum mines known as SM-1 and SM-2 ("the SM Mines"). These mines approximate 68,240 acres in Guyana, South America. The Company has negotiated with the Chair of the Board of Directors for exclusive right of first refusal with this to acquire the SM Mines on the following general terms: Repayment of $600,000 in indebtedness including running interest; an operating 8% royalty on the Tantalum and diamonds recovered from the SM Mines and a consulting fee of $200,000; and ten million (10,000,000) shares of the Company's common stock. The Company has issued the stock as a sign of good faith effective as of January 29th 2018 and recorded the assets in mineral rights, impaired the value by $800,000, included in impairment expense of $1,159,800 for the twelve months ended December 31, 2018 and accrued the consulting fee at December 31, 2018. The agreement with Company's Chairman is expected to be finalized in 2021.

Increase in Common Stock

On October 12, 2018, the Company's, Board of Director authorized increase of its common stock from 500,000,000 shares to 1,000,000,000. The Company is seeking shareholder approval in the second quarter of 2021 and if obtained, it will file amended articles of incorporation with the Secretary of State of Nevada.

NOTE 16 — SUBSEQUENT EVENTS (Continued)

Management

Clint Mishleau Settlement agreement

Clint Mishleau resigned as CEO and Director from the Company effective December 31, 2018. As part of the severance of this relationship, the Company and Mr. Mishleau are working towards an amicable agreement to finalize the relationship between him and the Company. The Company anticipates that the agreement will be completed in 2021.

Jason Otteson Settlement Agreement

Jason Otteson resigned as CEO and Director from the Company effective May 28, 2021. Part of his employment agreement provided for certain cash and other compensation, including the issuance of warrants to purchase 50,000,000 shares of common stock, exercisable at $.02 per share with full cashless exercise provisions and a term of five years. It was mutually agreed that Mr. Otteson shall retain his vested warrants to purchase 12,500,000 shares of common stock of Ensurge Inc. as per the terms of his employment agreement. His remaining 37,500,000 warrants are deemed null and void effective on May 28, 2021. All other cash compensation and benefits due under his employment agreement shall be considered irrevocably waived and forgiven. Other than the vested warrants, no other provisions of the employment agreement shall survive the execution of the latter agreement. The latter agreement includes a mutual release clause. For the specific terms, contact Senior Management of the Company.

Chad Mishleau will assume the duties of interim CEO effective May 28, 2021, until such time the Company can find a suitable replacement. The search will start immediately, and the Company will be updating its shareholders once the process has been complete.

Management advances:

The Companies management team advanced funds of approximately $3,619 for the minimum amount required for operations during the first four months of 2021, through filing of this report. These advances will be settled by the Company upon receiving permanent funding in the first six months of 2021.