

# Disclosure Statement Pursuant to the Pink Basic Disclosure

## **HARRISON, VICKERS & WATERMAN, INC.**

A Wyoming Corporation  
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CHINO, CA  
91710  
(310) 755-4033

Email: [Bobby@joinmps.com](mailto:Bobby@joinmps.com)

### ANNUAL REPORT OF

## **HARRISON, VICKERS & WATERMAN, INC.**

### **FOR THE YEAR ENDED JUNE 30, 2022**

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

6,564,838,949

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

6,564,838,949

As of June 30, 2021, the number of shares outstanding of our Common Stock was:

3,001,563,774

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:  (Double-click and select "Default Value" to check)

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<sup>1</sup> of the company has occurred over this reporting period:

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<sup>1</sup> "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.

Yes:

No:

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

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

The current name of the company is Harrison, Vickers & Waterman, Inc.

We were incorporated on June 5, 2008, under the laws of the State of Nevada under the name Sharp Performance Inc. From inception until September 2013, our business focus was on the provision of consulting services to the American automotive industry. From September 2013 until April 21, 2015, we were primarily engaged in the business of making commercial secured real estate loans. On October 24, 2013, we changed our name to Harrison, Vickers & Waterman Inc. in conjunction with the change in our business focus. In 2015, the Company entered into the business of operating taverns which specialized in serving craft beer. On October 24, 2018, the Company entered into a Securities Exchange Agreement with NJ Battery Energy Storage Project 1, LLC. In January 2020, the assets of NJ Battery Energy Storage Project 1, LLC were sold and in September 2020, the net assets of the taverns were sold. Currently the Company has no operating business and is looking for acquisitions.

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

The Company and its predecessor entity have been incorporated in the State of Nevada until November 23, 2021. On that date, the Company changed its state of incorporation from Nevada to Wyoming. The Company had been in good standing in the State of Nevada and is in good standing with the State of Wyoming.

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

None

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

None

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

5781 Schafer Avenue, Chino CA, 91710

The address(es) of the issuer's principal place of business:

*Check box if principal executive office and principal place of business are the same address:*

\_\_\_\_\_

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

Yes:

No:

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

## 2) Security Information

Trading symbol:	HVCW
Exact title and class of securities outstanding:	Common Stock
CUSIP:	415569102
Par or stated value:	.0001
Total shares authorized:	25,000,000,000 as of date: 6.30.22
Total shares outstanding:	6,564,838,949 as of date: 6.30.22
Number of shares in the Public Float <sup>2</sup> :	6,464,835,082 as of date: 6.30.22
Total number of shareholders of record:	14 as of date: 6.30.22

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

All preferred securities of the Company are not publicly traded.

### Transfer Agent

Name: Action Stock Transfer  
Phone: (801) 274.1088  
Email: jb@ActionStockTransfer.com  
Address: 2469 E. Fort Union Blvd., Suite 214, Salt Lake City, UT 84121

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> 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.

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<sup>2</sup> 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

<sup>3</sup> 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:

Number of Shares outstanding as of <u>June 30, 2020</u>		<u>Opening Balance:</u> Common: <u>2,784,563,774</u> Preferred: <u>198,051</u>		*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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
<u>1/28/21</u>	<u>Issuance</u>	<u>217,000,000</u>	<u>Common</u>	<u>.0002</u>	<u>Yes</u>	<u>Carpathia, LLC- Joseph Canouse</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>7/20/21</u>	<u>Issuance</u>	<u>100,616,662</u>	<u>Common</u>	<u>.00205</u>	<u>Yes</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion of Series C Preferred Stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>7/20/21</u>	<u>Conversion</u>	<u>(615)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>7/21/21</u>	<u>Issuance</u>	<u>192,179,195</u>	<u>Common</u>	<u>.0019</u>	<u>Yes</u>	<u>JP Carey Enterprises, LTD- Joseph Canouse</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>7/28/21</u>	<u>Issuance</u>	<u>100,206,475</u>	<u>Common</u>	<u>.00205</u>	<u>Yes</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion of Series C Preferred Stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>7/28/21</u>	<u>Conversion</u>	<u>(725)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Oscaleta Partners, LLC- Seven Hicks</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>8/4/21</u>	<u>Issuance</u>	<u>100,096,792</u>	<u>Common</u>	<u>.0016</u>	<u>Yes</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion of Series C Preferred Stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>8/4/21</u>	<u>Conversion</u>	<u>(720)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>8/16/21</u>	<u>Issuance</u>	<u>148,852,632</u>	<u>Common</u>	<u>.00105</u>	<u>Yes</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion of Series C Preferred Stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>8/16/21</u>	<u>Conversion</u>	<u>(1,032)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>9/2/21</u>	<u>Issuance</u>	<u>359,596,770</u>	<u>Common</u>	<u>.0011</u>	<u>Yes</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion of Series C</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>

							<u>Preferred Stock</u>		
<u>9/2/21</u>	<u>Conversion</u>	<u>(568)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>9/3/21</u>	<u>Transfer</u>	<u>(10,000)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Chris Harrison</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/19/21</u>	<u>Transfer</u>	<u>10,000</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>JP Carey Limited Partnership LLC-Joseph Canouse</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/19/21</u>	<u>Transfer</u>	<u>(25,000)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>NJ Battery Energy Storage Project 2, LLC- Scott Straka</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/19/21</u>	<u>Transfer</u>	<u>25,000</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>JP Carey Limited Partnership LLC-Joseph Canouse</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/19/21</u>	<u>Transfer</u>	<u>(22,500)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>MSS Capital LLC- Scott Canuto</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/19/21</u>	<u>Transfer</u>	<u>22,500</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>JP Carey Limited Partnership LLC-Joseph Canouse</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/19/21</u>	<u>Transfer</u>	<u>(10,000)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>McCrae Associates LLC- Elizabeth Funk</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/19/21</u>	<u>Transfer</u>	<u>10,000</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Trillium Partners LP- Steve Hicks</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/19/21</u>	<u>Transfer</u>	<u>(10,000)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Imperio Capital- Steve Funk</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/19/21</u>	<u>Transfer</u>	<u>10,000</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Trillium Partners LP- Steve Hicks</u>	<u>Private sale</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/20/21</u>	<u>Issuance</u>	<u>399,910,918</u>	<u>Common</u>	<u>.0011</u>	<u>Yes</u>	<u>JP Carey Limited Partners- Joseph Canouse</u>	<u>Conversion of Series C Preferred Stock-dividends only</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/20/21</u>	<u>Issuance</u>	<u>399,910,918</u>	<u>Common</u>	<u>.0011</u>	<u>Yes</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion of Series C Preferred Stock-dividends only</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/20/21</u>	<u>Issuance</u>	<u>399,910,918</u>	<u>Common</u>	<u>.0011</u>	<u>Yes</u>	<u>Oscaleta Partners, LLC- Stephen M. Hicks</u>	<u>Conversion of Series C Preferred Stock-dividends only</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>1/28/22</u>	<u>Conversion</u>	<u>(5,164)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Oscaleta Partners, LLC- Seven Hicks</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>

<u>1/28/22</u>	<u>Issuance</u>	<u>474,519.506</u>	<u>Common</u>	<u>.0003</u>	<u>Yes</u>	<u>Livingston Asset Management, LLC- Stephen M. Hicks</u>	<u>Conversion of Series A Preferred Stock-</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>2/8/22</u>	<u>Conversion</u>	<u>(2,856)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Oscatele Partners, LLC- Seven Hicks</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>2/8/22</u>	<u>Issuance</u>	<u>311,942.981</u>	<u>Common</u>	<u>.00025</u>	<u>Yes</u>	<u>Oscatele Partners, LLC- Stephen M. Hicks</u>	<u>Conversion of Series A Preferred Stock-</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>2/22/22</u>	<u>Conversion</u>	<u>(5,976)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Oscatele Partners, LLC- Stephen M Hicks</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>2/22/22</u>	<u>Issuance</u>	<u>500,358.570</u>	<u>Common</u>	<u>.0002</u>	<u>Yes</u>	<u>Oscatele Partners, LLC- Stephen M. Hicks</u>	<u>Conversion of Series A Preferred Stock-</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/22/22</u>	<u>Exchange</u>	<u>(57,500)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>Yes</u>	<u>JP Carey Limited Partners LP- Joseph Canouse</u>	<u>Exchange for Series D Preferred stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/22/22</u>	<u>Exchange</u>	<u>1,000.000</u>	<u>Series D Preferred stock</u>	<u>N/A</u>	<u>Yes</u>	<u>JP Carey Limited Partners LP- Joseph Canouse</u>	<u>Received for Series C Preferred stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/22/22</u>	<u>Exchange</u>	<u>(7,508)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>Yes</u>	<u>Oscatele Partners, LLC- Stephen M Hicks</u>	<u>Exchange for Series D Preferred stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/22/22</u>	<u>Exchange</u>	<u>333,333</u>	<u>Series D Preferred stock</u>	<u>N/A</u>	<u>Yes</u>	<u>Oscatele Partners, LLC- Stephen M Hicks</u>	<u>Received for Series C Preferred stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/22/22</u>	<u>Exchange</u>	<u>(12,836)</u>	<u>Series A Preferred stock</u>	<u>N/A</u>	<u>Yes</u>	<u>Livingston Asset Management, LLC- Stephen M Hicks</u>	<u>Exchange for Series D Preferred stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/22/22</u>	<u>Exchange</u>	<u>333,333</u>	<u>Series D Preferred stock</u>	<u>N/A</u>	<u>Yes</u>	<u>Livingston Asset Management, LLC- Stephen M Hicks</u>	<u>Received for Series C Preferred stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/22/22</u>	<u>Exchange</u>	<u>(7,508)</u>	<u>Series C Preferred stock</u>	<u>N/A</u>	<u>Yes</u>	<u>Trillium Partners LP- Stephen M Hicks</u>	<u>Exchange for Series D Preferred stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/22/22</u>	<u>Exchange</u>	<u>333,334</u>	<u>Series D Preferred stock</u>	<u>N/A</u>	<u>Yes</u>	<u>Trillium Partners LP- Stephen M Hicks</u>	<u>Received for Series C Preferred stock</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/28/22</u>	<u>Issuance</u>	<u>479,383.568</u>	<u>Common</u>	<u>.0002</u>	<u>Yes</u>	<u>J.P.Carey-Limited Partners.- Joseph Canouse</u>	<u>Conversion of Series C Preferred Stock-dividends only</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>

<u>8/8/22</u>	<u>Issuance</u>	<u>9,700</u>	<u>Series F Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Robert William Tetsch</u>	<u>Contribution of assets</u>	<u>Restricted</u>	<u>Rule 144 4(a)(2)</u>
<u>8/8/22</u>	<u>Issuance</u>	<u>300</u>	<u>Series E Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Orpheus Irrevocable Trust</u>	<u>Contribution of assets</u>	<u>Restricted</u>	<u>Rule 144 4(a)(2)</u>
<u>8/8/22</u>	<u>Issuance</u>	<u>6,500</u>	<u>Series G Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Trillium Partners, L.P.- Stephen M. Hicks</u>	<u>Consulting services</u>	<u>Restricted</u>	<u>Rule 144 4(a)(2)</u>
<u>8/8/22</u>	<u>Issuance</u>	<u>3,500</u>	<u>Series G Preferred stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Jeffrey M. Canouse</u>	<u>Consulting services</u>	<u>Restricted</u>	<u>Rule 144 4(a)(2)</u>
Shares outstanding on <u>June 30, 2022</u>	<u>Ending Balance:</u> Common: 6,564,838,949 Preferred: Series A: 80,000 Series B: 51 Series C: 2,500 Series D: 2,000,000		Ser						
Shares outstanding on date of this report	Common: 6,564,838,949 Preferred: Series A: 80,000 Series B: 51 Series C: 2,500 Series D: 2,000,000 Series F: 10,000 Series G: 10,000								

**Example:** The Company has included all issuances of securities through the date of this report

## 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:

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder</u>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>
<u>1/4/21</u>	<u>100,000</u>	<u>100,000</u>	<u>11,879</u>	<u>1/4/22</u>	<u>50% lowest bid price in 30 days prior to conversion</u>	<u>Christopher C. Harrison</u>	<u>Compensation</u>

<u>1/4/21</u>	<u>150,000</u>	<u>150,000</u>	<u>26,729</u>	<u>1/4/22</u>	<u>50% lowest bid price in 30 days prior to conversion</u>	<u>Jeffrey M Canouse</u>	<u>Compensation</u>
<u>2/19/21</u>	<u>3,450</u>	<u>3,450</u>	<u>375</u>	<u>2/19/22</u>	<u>60% of the average of the two lowest bid prices for 10 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. - Joe Canouse</u>	<u>Loan</u>
<u>3/12/21</u>	<u>4,500</u>	<u>4,500</u>	<u>468</u>	<u>3/12/22</u>	<u>60% of the average of the two lowest bid prices for 10 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. - Joe Canouse</u>	<u>Loan</u>
<u>6/3/21</u>	<u>26,500</u>	<u>26,500</u>	<u>3,415</u>	<u>6/3/22</u>	<u>60% of the lowest trading price during the 30 days prior to conversion</u>	<u>Trillium Partners, LP- Steve Hicks</u>	<u>Loan</u>
<u>6/11/21</u>	<u>26,500</u>	<u>26,500</u>	<u>3,346</u>	<u>6/11/22</u>	<u>60% of the lowest trading price during the 30 days prior to conversion</u>	<u>JP Carey Enterprises, LLC- Joe Canouse</u>	<u>Loan</u>
<u>6/14/21</u>	<u>62,500</u>	<u>62,500</u>	<u>7,829</u>	<u>6/14/22</u>	<u>60% of the lowest trading price during the 30 days prior to conversion</u>	<u>Trillium Partners, LP- Steve Hicks</u>	<u>Loan</u>
<u>11/1/21</u>	<u>25,000</u>	<u>25,000</u>	<u>1,651</u>	<u>9/30/22</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Frondeur Partners LLC- William Gonver</u>	<u>Consulting services</u>
<u>12/1/21</u>	<u>25,000</u>	<u>25,000</u>	<u>1,445</u>	<u>10/31/22</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Frondeur Partners LLC- William Gonver</u>	<u>Consulting services</u>
<u>1/1/22</u>	<u>25,000</u>	<u>25,000</u>	<u>1,233</u>	<u>11/30/22</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Frondeur Partners LLC- William Gonver</u>	<u>Consulting services</u>
<u>1/4/22</u>	<u>156,702</u>	<u>156,702</u>	<u>-0-</u>	<u>12/31/22</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Jeffrey M. Canouse</u>	<u>Accrued compensation</u>
<u>2/1/22</u>	<u>25,000</u>	<u>25,000</u>	<u>1,021</u>	<u>12/31/22</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Frondeur Partners LLC- William Gonver</u>	<u>Consulting services</u>
<u>3/1/22</u>	<u>25,000</u>	<u>25,000</u>	<u>829</u>	<u>1/31/23</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Frondeur Partners LLC- William Gonver</u>	<u>Consulting services</u>
<u>4/1/22</u>	<u>25,000</u>	<u>25,000</u>	<u>616</u>	<u>2/28/23</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Frondeur Partners LLC- William Gonver</u>	<u>Consulting services</u>
<u>5/1/22</u>	<u>25,000</u>	<u>25,000</u>	<u>411</u>	<u>2/28/23</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Frondeur Partners LLC- William Gonver</u>	<u>Consulting services</u>
<u>5/13/22</u>	<u>51,150</u>	<u>51,150</u>	<u>807</u>	<u>5/13/23</u>	<u>\$.00005/share</u>	<u>Trillium Partners, LP- Steve Hicks</u>	<u>Loan</u>
<u>5/13/22</u>	<u>51,150</u>	<u>51,150</u>	<u>807</u>	<u>5/13/23</u>	<u>\$.00005/share</u>	<u>JP Carey Enterprises, LLC- Joe Canouse</u>	<u>Loan</u>
<u>6/1/22</u>	<u>25,000</u>	<u>25,000</u>	<u>199</u>	<u>2/28/23</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Frondeur Partners LLC- William Gonver</u>	<u>Consulting services</u>
<u>8/1/22</u>	<u>25,000</u>	<u>5,000</u>	<u>N/A</u>	<u>2/28/23</u>	<u>70% of the lowest bid price in 20 days prior to conversion</u>	<u>Frondeur Partners LLC- William Gonver</u>	<u>Consulting services</u>
<u>Note 1- All accrued interest calculated as of June 30 2022. No accrued interest is recorded on notes issued after that date</u>							

**The securities issued above were issued pursuant to exemptions from registration requirements relying on section 4(a)(2) of the securities act of 1933 and upon rule 506 of regulation D of the securities act of 1933 as there was no general solicitation, and the transactions did not involve a public offering. The holders provided legal opinions pursuant to rule 144 promulgated under section 4(a)(1) of the securities act and rule 144.**

#### 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)<sup>4</sup>:

Name: Laurence Ditkoff

Title: Consultant

Relationship to Issuer: Consultant

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 changes in Shareholders' Deficit
- G. Financial notes; and
- H. Audit letter, if audited

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

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial statements are appended below.

\_\_\_\_\_

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

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

\_\_\_\_\_

<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

U.S. GAAP

IFRS

## 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")

No operations

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

None

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

None

## 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.

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.

Not Applicable

## 7) 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% or 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**

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v3.1 June 2021)

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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
<u>Dawn Caputo</u>	5% owner	Long Beach Township, New Jersey	<u>2,500</u>	<u>Series C Preferred</u>	<u>100%</u>	
<u>Jeffrey M. Canouse</u>	Officer	Alpharetta, GA	<u>51</u>	<u>Series B Preferred</u>	<u>100%</u>	
<u>Livingston Asset Management LLC/ Stephen M Hicks</u>	5% owner	Alpharetta, GA	333,333	<u>Series D Preferred</u>	<u>16.7%</u>	_____
J.P. Carey Limited Partners, LLC/Joseph Canouse,	5% owner	Alpharetta, GA	1,000,000	<u>Series D Preferred</u> -	<u>50%</u>	_____
Trillium Partners, LP/Stephen M. Hicks	<u>5% owner</u>	Ridgefield, CT	333,334	<u>Series D Preferred</u>	16.7%	_____
<u>Oscaleta Partners LLC/ Stephen M. Hicks</u>	<u>5% owner</u>	<u>Ridgefield Connecticut</u>	333,333	<u>Series D Preferred</u>	<u>16.7%</u>	_____

## 8) LEGAL/DISCIPLINARY HISTORY

**A. Please identify whether any of the foregoing persons have, in the last ten years, been the subject of:**

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

NO.

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:

NO.

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:

Stephen M. Hicks is a Manager of Trillium Partners LP and Oscaleta Partners, LLC, which are owners of our Series D Preferred stock. Civil actions by the State of Connecticut (the “State”) and the Securities and Exchange Commission (the “SEC”) (collectively “the Enforcement Actions”) on the day-to-day business of certain funds were filed against entities managed by Mr. Hicks. The Enforcement Actions, which have been settled and concluded, were focused on allegations, which, in our view, address internal or administrative matters associated with the prior management of certain Investment funds (the “Funds”). Specifically, the Enforcement Actions alleged: that certain misrepresentations were made to investors of the Funds, that the Funds improperly valued certain positions, and that affiliates of the Funds caused an administrative misallocation in the booking and paying of certain fund expenses. The SEC announcement may be found at <http://www.sec.gov/litigation/litreleases/2010/lr21709.htm>. The complaint and the announcement were focused on the Funds’ relationship with their investors. The allegations did not take issue with the market activities of The Funds, and were never amended to include The Funds’ operations and/or relationships with issuer companies, counterparties, or in the public market generally.

Neither complaint sought to limit the activities of the Firm pending the outcome of the litigation. The SEC obtained summary judgment on a motion on the single issue of the so-called misallocation in the booking and payment of certain legal expenses between funds in existence prior to 2005 and funds established after that timeframe that was decided against The Funds. Shortly thereafter, in February 2018, The Funds and certain affiliates of The Funds settled the remaining matters administratively. A copy of the order announcing the terms of the settlement may be found at the following link: <https://www.sec.gov/litigation/admin/2018/34-82767.pdf>.

On February 15, 2018, the SEC announced that it had obtained final judgments against Mr. Hicks. The final judgments were negotiated with the SEC and resulted in the Mr. Hicks being enjoined from violating Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder; Section 17(a) of the Securities Act of 1933; and Section 206(1), (2), and (4) of the Investment Advisers Act of 1940 and Rule 206(4)-8 thereunder, and required them to pay certain fines associated with the judgments. Recently Mr. Hicks and related parties settled other tangentially related matters effective March 30, 2022. As a result, to our knowledge, these matters have been concluded.

Currently, Mr. Hicks is managing proprietary capital and continues to do business.

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:

NO.

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.

There are no such matters to disclose that are not disclosed in footnote 3 to the financial statements where all known legacy legal matters are discussed.

## 9) **THIRD PARTY PROVIDER**

### A. Securities Counsel

None

B. Accountant or Auditor

None

C. Investor Relations Consultant

None

D. Other Advisor(s)

None

## 10. ISSUER CERTIFICATION

I, Robert W Tetsch, certify that:

1. I have reviewed this June 30, 2022 Annual disclosure statement of Harrison Vickers & Waterman, 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

/s/Robert W Tetsch

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v3.1 June 2021)

Robert W. Tetsch, Chief Executive Officer

Dated: September 26, 2022

I, Robert W. Tetsch, certify that:

1. I have reviewed this June 30, 2022 Annual disclosure statement of Harrison Vickers & Waterman, 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

/s/Robert W. Tetsch

Robert W. Tetsch, Chief Financial Officer

Dated: September 26, 2022

**HARRISON, VICKERS & WATERMAN, INC.**  
**CONSOLIDATED FINANCIAL STATEMENTS**

**June 30, 2022**

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**HARRISON, VICKERS & WATERMAN, INC.**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

	June 30, 2022	June 30, 2021
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	\$ 60,016	\$ 52,869
<b>Total Current Assets</b>	<u>60,016</u>	<u>52,869</u>
<b>Total Assets</b>	<u>\$ 60,016</u>	<u>\$ 52,869</u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
<b>CURRENT LIABILITIES</b>		
Accrued expenses	\$ 0	\$ 116,703
Accrued interest	59,951	13,545
Convertible Notes payable, net of warrants of \$6,217 and \$-0-	826,235	378,450
Put premium on stock settled debt	485,172	332,300
<b>Total Current Liabilities</b>	<u>1,484,358</u>	<u>840,998</u>
<b>Total Liabilities</b>	<u>1,484,358</u>	<u>840,998</u>
<b>COMMITMENTS AND CONTINGENCIES (See Note 13)</b>		
<b>STOCKHOLDERS' DEFICIT</b>		
Preferred stock; par value of \$.001, 100,000,000 shares authorized;		
Series A, 8% convertible preferred stock, stated value of \$1,000		
80,000 and 98,000 shares outstanding at June 30, 2022 and June 30,		
2021, respectively	8	10
Series B, stated value of \$1,000 , 51 shares outstanding at		
June 30, 2022 and June 30, 2021, Par value \$.001	-	-
Series C, 8% convertible preferred stock, stated value of \$1,000		
2,500 and 100,000 shares outstanding at June 30, 2022 and June 30		
2021, respectively, Par value \$.001	3	100
Series D, 3% convertible preferred stock, stated value of \$1		
2,000,000 and -0-shares outstanding at June 30, 2022 and June 30,		
Respectively	2,000	-
Common stock; par value of \$.0001, 25,000,000,000 shares authorized;		
6,564,838,949 and 3,001,563,744 shares issued and outstanding at June 30,		
2022 and June 30, 2021, respectively	656,484	300,156
Additional paid in capital	1,329,625	1,560,920
Dividends on preferred stock	(111,107)	0
<b>Accumulated deficit</b>	<u>(3,301,354)</u>	<u>(2,649,315)</u>

<b>Total Stockholders' Deficit</b>	<u>(1,424,342 )</u>	<u>(788,129 )</u>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</b>	<b><u>\$ 60,016</u></b>	<b><u>\$ 52,869</u></b>

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

HARRISON, VICKERS & WATERMAN, INC.  
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS  
(UNAUDITED)

	<u>For the Twelve months ended June 30, 2022</u>	<u>For the Twelve months ended June 30, 2021</u>
Discontinued operations:		
Net income (See Note 4)	\$ -	\$ (10,660)
Gain on disposition of net assets (See Note 5)	-	19,403,003
Interest expense	-	-
Provision for income taxes	-	-
Net income from discontinued operations	<u>-</u>	<u>19,392,343</u>
Operating Expenses		
Consulting expense	\$ 200,000	
Compensation expense	210,000	338,694
General and Administrative expense	<u>40,353</u>	<u>19,581</u>
Total Operating expenses	<u>450,353</u>	<u>358,275</u>
Net operating income	(450,353)	(358,275)
Other Income/(Expense):		
Change in Fair value of derivative liability	-	(890,309)
Amortization of discount	-	(59,394)
Gain on change of accounting methodology for debt instruments with equity characteristics		623,403
Gain on retirement of debt	35,000	
Interest expense	<u>(236,687)</u>	<u>(200,675)</u>
Total Other income/(expense)	<u>(201,687)</u>	<u>(526,975)</u>
Net (loss) from continuing operations	(652,040)	(885,250)
Net income/(loss) from operations before income taxes	(652,040)	18,507,093
Provision for income taxes	-	-
Net income from continuing operations	<u>(652,040)</u>	<u>18,507,093</u>
Weighted average number of shares outstanding-basic		
	<u>5,045,998,498</u>	<u>2,833,665,964</u>
Weighted average number of shares outstanding-fully diluted		
	<u>54,009,190,212</u>	<u>41,395,531,445</u>
Net income from discontinued and continuing operations-basic	<u>\$ (0.00)</u>	<u>\$ 0.01</u>
Net income from continuing and discontinued operations-fully diluted	<u>\$ (0.00)</u>	<u>\$ 0.00</u>

OTC Markets Group Inc. The accompanying notes are an integral part of these consolidated financial statements.  
OTC Pink Basic Disclosure Guidelines (v3.1 June 2021)

Harrison, Vickers & Waterman, Inc.  
Statement of Change in Stockholders' Deficiency  
June 30, 2021 through June 30, 2022  
(Unaudited)

	Series A Preferred Stock Par Value \$ .0001		Series B Preferred Stock Par Value \$ .0001		Series C Preferred Stock Par Value \$ .001		Series D Preferred Stock Par Value \$ .001	
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount
Balance at June 30, 2021	98,000	\$ 10	51	\$ 0	100,000	\$ 100	-	\$ -
Issuance of shares for extinguishment of convertible preferred stock and accrued dividends	-	-	-	-	(12,492)	(12)	-	-
Exchange of Series A and Series C Preferred stock for newly issued Series D Preferred stock	(12,836)	(1)			(85,008)	(85)	1,922,750	1,923
Issuance of shares for extinguishment of debt and accrued interest	-	-	-	-	-	-	-	-
Warrants issued on consulting notes	-	-	-	-	-	-	-	-
Net income, twelve months ended June 30, 2022	-	-	-	-	-	-	-	-
<b>Balance at June 30, 2022</b>	<b>85,164</b>	<b>\$ 9</b>	<b>51</b>	<b>\$ 0</b>	<b>2,500</b>	<b>\$ 3</b>	<b>1,922,750</b>	<b>\$1,923</b>
	Series F Preferred Stock Par Value \$ .001		Series G Preferred Stock Par Value \$ .001		Common Stock Par Value \$ .0001			
	Shares	Amount	Shares	Amount	Shares	Amount		
Balance at June 30, 2021	10,000	\$ 10	10,000	\$ 10	3,001,563,744	\$ 300,156		
Issuance of shares for extinguishment of convertible preferred stock and accrued dividends	-	-	-	-	3,371,095,980	337,110		
Exchange of Series A and Series C Preferred stock for newly issued Series D Preferred stock	-	-	-	-	-	-		
Issuance of shares for extinguishment of debt and accrued interest	-	-	-	-	192,179,195	19,218		
Warrants issued on consulting notes	-	-	-	-	-	-		
Net income, twelve months ended June 30, 2022	-	-	-	-	-	-		
<b>Balance at June 30, 2022</b>	<b>10,000</b>	<b>\$ 10</b>	<b>10,000</b>	<b>\$ 10</b>	<b>6,564,838,919</b>	<b>\$ 656,484</b>		

Harrison, Vickers & Waterman, Inc.  
Statement of Change in Stockholders' Deficiency  
June 30, 2021 through June 30, 2022  
(Unaudited)  
(Continued)

	Additional Paid-In Capital	Dividends on Preferred stock	Accumulated Deficit	Total Stockholders' Deficiency
Balance at June 30, 2021	\$ 1,560,900	\$ -	\$ (2,873,505)	\$ (1,012,318)
Issuance of shares for extinguishment of convertible preferred stock and accrued dividends	(225,990)	(111,107)	-	-
Exchange of Series A and Series C Preferred stock for newly issued Series D Preferred stock	(1,836)	-	-	-
Issuance of shares for extinguishment of debt and accrued interest	(9,609)	-	-	9,609
Warrants issued on consulting notes	6,217	-	-	6,217
Net income, twelve months ended June 30, 2022	-	-	(3,812,078)	(3,812,078)
Balance at June 30, 2022	<u>\$ 1,329,682</u>	<u>\$ (111,107)</u>	<u>\$ (6,685,583)</u>	<u>\$ (4,808,570)</u>

The accompanying notes are an integral part of these Financial statements

**HARRISON VICKERS & WATERMAN, INC**  
**CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT**  
**FOR THE TWELVE MONTHS ENDED JUNE 30, 2021**  
**(UNAUDITED)**

	<u>Preferred Stock</u>		<u>Common Stock</u>		<u>Additional Paid in Capital</u>
	<u>Shares*</u>	<u>Amount*</u>	<u>Shares</u>	<u>Amount</u>	
Balance, June 30, 2020	198,051	\$ 110	2,784,563, 744	278,4 \$ 56	1,493,0 \$ 11
Shares issued for extinguish ment of debt and accrued interest	-	-	217,000,00 0	21,70 0	67,909
Net income for the twelve months ended June 30, 2021	-	-	-	-	-
Balance, June 30, 2021	198,051	\$ 110	3,001,563, 744	3,00, \$ 156	1,560,9 \$ 20

- Preferred stock summary:

	<u>June 30, 2021</u>		<u>June 30, 2020</u>	
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>
Series A	98,000	\$ 110	98,000	\$ 10
Series B	51	-	51	-
Series C	<u>100,000</u>	<u>-</u>	<u>100,000</u>	<u>100</u>
Total Preferred	<u>198,051</u>	<u>\$ 110</u>	<u>198,051</u>	<u>\$ 110</u>

*See accompanying notes to Financial statements*



HARRISON, VICKERS & WATERMAN, INC.  
STATEMENT OF CASH FLOWS  
FOR THE TWELVE MONTHS ENDED JUNE 30, 2022 and 2021  
(Unaudited)

	<u>For the Twelve months ended June 30, 2022</u>	<u>For the Twelve months ended June 30, 2021</u>
<b>OPERATING ACTIVITIES:</b>		
Cash flow from Operations from Discontinued operations	<u>\$ -</u>	<u>\$ 21,098</u>
Net income from continuing operations	(652,040)	18,507,093
Gain on disposition of net liabilities of taverns		(19,403,003)
Expenses incurred on extinguishment of debt	1,500	6,500
Gain in change of methodology for debt instruments with equity characteristics		(623,403)
Note issued for legal services	25,000	5,000
Change in fair value of derivative liability	-	890,309
Amortization of discount on convertible debt	-	59,394
Notes issued for consulting services	200,000	-
Accrued interest on debt	49,514	118,479
Original issue discount and legal fees expensed accrued expenses on professional fees	12,300	5,500 (42,000)
Gain on retirement of note	(35,000)	-
Put premium on stock settled debt	177,872	77,000
Accrued compensation expense	<u>153,000</u>	<u>334,050</u>
Net cash provided (used) by Operations from Continuing operations	<u>(67,853)</u>	<u>(65,081)</u>

**HARRISON, VICKERS & WATERMAN, INC.**  
**STATEMENT OF CASH FLOWS**  
**FOR THE TWELVE MONTHS ENDED JUNE 30, 2022 and 2021**  
**(Unaudited)**  
**(Continued)**

	For the Twelve months ended June 30, 2022	For the Twelve months ended June 30, 2021
	<u>                    </u>	<u>                    </u>
Net cash provided (used) by Operations from Continuing operations	<u>(67,853)</u>	<u>(65,081)</u>
Net cash flows provided by Operating activities	(67,853)	(43,983)
Cash flows from Investing activities:	-	-
Cash on hand at disposition of taverns	<u>-</u>	<u>(80,550)</u>
Net cash flows from investing activities	<u>-</u>	<u>(80,550)</u>
Cash portion of convertible notes	90,000	117,950
Repayment of convertible notes	<u>(15,000)</u>	<u>-</u>
Net Cash flows from Financing activities	<u>75,000</u>	<u>117,950</u>
Net increase (decrease) in Cash and Cash equivalents	7,147	(6,583)
Cash and Cash equivalents, beginning of period	<u>52,869</u>	<u>59,452</u>
Cash and Cash equivalents, end of period	<u>\$ 60,016</u>	<u>\$ 52,869</u>
Cash paid during the period for		
Interest	<u>\$ -</u>	<u>\$ -</u>
Taxes	<u>\$ -</u>	<u>\$ -</u>
Debt extinguished upon conversion	<u>\$ 5,000</u>	<u>\$ -</u>
Common stock issued to extinguish debt, accrued interest and expenses	<u>\$ 9,609</u>	<u>\$ -</u>
Common stock issued to extinguish preferred stock and accrue dividends	<u>\$ 176,620</u>	<u>                    </u>

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

**HARRISON, VICKERS & WATERMAN, INC.**  
**JUNE 30, 2022**  
**NOTES TO FINANCIAL STATEMENTS**

**NOTE 1- NATURE OF OPERATIONS**

*Corporate History*

We were incorporated on June 5, 2008, under the laws of the State of Nevada under the name Sharp Performance Inc. From inception until September 2013, our business focus was on the provision of consulting services to the American automotive industry. From September 2013 until April 21, 2015, we were primarily engaged in the business of making commercial secured real estate loans. On October 24, 2013, we changed our name to Harrison, Vickers & Waterman Inc. in conjunction with the change in our business focus. On April 21, 2015, we commenced operations in a new line of business, the ownership of World of Beer taverns that serve craft and imported beer along with food and other spirits. We no longer are involved in the commercial secured real estate loans. On October 24, 2018, the Company entered into a Securities Exchange Agreement with NJ Battery Energy Storage Project 1, LLC. In January 2020, the assets of NJ Battery Energy Storage Project 1, LLC were sold and in September 2020, the net assets of the taverns were sold. Currently the Company has no operating business and is looking for acquisitions.

*Acquisition of World of Beer*

In April 2015, we entered into a Purchase Agreement (the “Purchase Agreement”), with the original shareholders of Attitude Beer Holdings, Inc. (“ABH”), namely, Attitude Drinks Incorporated, a Delaware corporation (“Attitude Drinks”), and two significant investors of ABH, pursuant to which the shareholders sold to us all of the outstanding shares of stock of ABH, and ABH thereupon became our wholly owned subsidiary. In consideration for the purchase of the shares of common stock of ABH, we issued: (i) to Attitude Drinks, 51 shares of our newly created Series B Preferred Stock of the Company (the “Series B Preferred Stock”) and a seven year warrant (the “B Warrant”) to purchase 5,000,000 shares of our common stock, par value \$.0001 per share (the “Common Stock”), at an exercise price of \$0.075 per share (subject to customary anti-dilution adjustments); (ii) to the significant investors, a secured convertible note of approximately \$2.2 million and warrants to purchase approximately 1.7 billion shares at \$.0025 per share. The warrants have a seven-year life commencing April 20, 2015. These investors also acquired an Additional Investment Right to invest up to \$5,000,000 on the same terms.

One of the investors acquired 32,300 shares of our Series A Preferred Stock (convertible into 32,300,000 shares of Common Stock) from HVW Holdings LLC “HVW”, an entity of which Mr. James Giordano, our prior Chief Executive Officer and prior Chairman of the Board, was the managing member, subject to the terms of a Purchase Agreement. Attitude Drinks purchased 87,990,000 shares of Common Stock from HVW Holdings LLC at a price of \$65,000.

*Sale of World of Beer*

On September 28, 2020, the Company sold its interests in the West Hartford World of Beer, and Cambridge Craft restaurants. Concurrent with this sale, the Purchaser also assumed all of the debt associated with the taverns with the exception of \$5,000.

*Acquisition of NJ Battery Energy Storage Project 1, LLC (NJB 1, LLC)*

On October 24, 2018, the Company entered into a Securities Exchange Agreement (the “Securities Exchange Agreement”) with NJB 1, LLC, its Members, and various securities holders of the Company, under which the Company purchased approximately 80% of the LLC Membership Interest of NJB 1, LLC in exchange for the issuance of 100,000 Shares of newly issued Series C Convertible Preferred Stock. With the exception of 2,500 shares, all the shares held by the former owners of NJB 1, LLC were sold in September and October 2021 per Note 7 below. On February 25, 2022, those shares were exchanged for newly issued Series D Preferred stock

*Sale of NJ Battery Energy Storage Project 1, LLC*

OTC Markets Group Inc.  
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In January 2020, the Company sold its rights to the Battery Project and paid the proceeds of \$75,000 to the prior owners of the Battery project. All liabilities and assets were extinguished from the Company's financial statements and the Battery project's operations were deemed to be discontinued. There had been some dispute in regards to the Series C Preferred shares owned by the formers owners of the Battery project. During September 2021, 10,000 shares of the Series C Preferred stock owned by Chris Harrison were sold to outside investors, and in October 2021, 67,500 shares were sold to outside investors. (See Note 8)

#### *Acquisition of MPS*

On August 8, 2022, Harrison, Vickers & Waterman, Inc., a Wyoming corporation ("HVCW"), PEN Merger Sub, LLC, a California limited liability company ("Merger Sub"), Pacific Energy Network LLC, a California limited liability company ("PEN"), and Robert William Tetsch on behalf of the members of PEN, (the "Merger") officially closed on the previously disclosed Agreement and Plan of Merger (the "Merger Agreement") which was executed July 15, 2022.

Pacific Energy Network (PEN) is a California based parent company of several subsidiary LLC's that manage solar, roofing, HVAC, security, distribution, consulting, lead generation, marketing, sales, data, software and mortgage divisions. Founded in 2018, PEN has quickly become one of the largest and most successful home services companies in the nation with a footprint across multiple states. With a focus on customer satisfaction and strategic business planning, PEN has grown into a multi-product business that has increased revenue year over year and expanded its reach into new markets across the United States.

The Merger Agreement provided that, upon the closing, the Merger Sub was merged with and into PEN, with PEN continuing as a wholly owned subsidiary of HVCW, but with the management of PEN taking over voting control of HVCW.

The Merger Agreement was forwarded to the California Secretary of State for filing and issuance of a Certificate of Merger. The Merger was approved by the stockholders of HVCW and the members of PEN. The Merger Agreement was approved, authorized and agreed to by the boards of directors of each of HVCW and PEN.

Effective on August 8, 2022, Jeffrey M. Canouse, sole Officer and Director and Majority Shareholder of HVCW, appointed Robert W. Tetsch as sole Officer and Director of HVCW as his successor as his last official act and resigned as a condition of the Merger.

Also, effective on August 8, 2022, Jeffrey M. Canouse, assigned all 51 shares of HVCW's Series B Preferred Stock, giving Robert Tetsch majority voting control of HVCW.

In consideration for the contribution of net assets of PEN, the Company issued 10,000 shares of Series F Preferred stock convertible into 85% of the Company's outstanding common stock. In consideration for consulting and advisory services provided for the transaction, the Company issued 10,000 shares of Series G Preferred stock, convertible into 10% of the Company's outstanding common stock.

#### **Departure of Jeffrey M. Canouse and Appointment of Robert Tetsch**

Effective on August 8, 2022, Jeffrey M. Canouse, Sole Officer and Director of HVCW resigned from his positions, and the Board of Directors accepted the appointment of Robert Tetsch, as the Company's new Sole Officer and Director to replace Mr. Canouse on that date.

Mr. Canouse's resignation was not due to any disagreement with the Company or its Board of Directors.

Robert Tetsch (35) is a self-taught business visionary. He founded Modern Pro Solutions (formerly Pacific Energy Network) in 2018 to leverage his nearly 20 years of field and managerial experience in all aspects of home and business services, maintenance, and owner support. Since starting Modern Pro Solutions, a full-service residential and commercial rooftop solar energy company, Mr. Tetsch has led an ambitious vertical integration. In 2021, Modern Pro Solutions expanded its footprint from residential solar and structured a parent company that manages subsidiary roofing, solar, HVAC, smart home, business consulting, distribution, and business financing. Born into an Army family that helped instill the virtues of hard work, discipline, accountability, and leadership, Mr. Tetsch is intent on pioneering the integrated

home services industry. His plans include expansion of MPS's territory and partnerships, and authorized dealer relationships, and scaling the company's manufacturing and distribution capabilities to combat supply chain inconsistencies. Mr. Tetsch is also intent on adding a range of services such as integrating and mobilizing, building data collected from internet-of-things-connected devices, building inspections, maintenance consulting, control and monitoring software, green mortgages and bringing consumer financing in house.

## **NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### *Basis of Presentation*

The Company prepares its consolidated financial statements are prepared in conformity with generally accepted accounting principles ("GAAP") as promulgated in the United States of America.

### *Principles of Consolidation*

The consolidated financial statements include the accounts of all subsidiaries. All significant inter-company balances and transactions have been eliminated in consolidation.

### *Use of Estimates*

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates in the accompanying financial statements include the amortization period for intangible assets, valuation and impairment valuation of intangible assets, allowance for accounts receivable, depreciable lives of the web site, valuation of warrants and beneficial conversion feature debt discounts, valuation of derivatives, and valuation of share-based payments.

### *Cash and Cash Equivalents*

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents.

### *Property, Equipment and Depreciation*

Property and equipment are recorded at cost. Depreciation is computed using the straight-line method based on the estimated useful lives of the related assets of three years for computer equipment, five years for office furniture and

fixtures, and the lesser of the lease term or the useful life of the leased equipment. Leasehold improvements, if any, would be amortized over the lesser of the lease term or the useful life of the improvements. Expenditures for maintenance and repairs along with fixed assets below our capitalization threshold are expensed as incurred.

#### *Discontinued operations*

Pursuant to Accounting Standards Update No. 2014-08 the disposal of a component (including business activities) must be reported in discontinued operations only if the disposal represents a “strategic shift” that has or will have a major effect on the company’s operations and financial results. The sale of the Company’s battery project business and World of Beer taverns were determined to be a strategic shift and thusly its operations have been recorded as discontinued.

#### *Accounting for Derivatives*

The Company evaluates its convertible debt, options, warrants or other contracts to determine if those contracts or embedded components of those contracts qualify as derivatives to be separately accounted for. The result of this accounting treatment is that under certain circumstances the fair value of the derivative is marked-to-market each balance sheet date and recorded as a liability. In the event that the fair value is recorded as a liability, the change in fair value is recorded in the statement of operations as other income or expense. Upon conversion or exercise of a derivative instrument, the instrument is marked to fair value at the conversion date and then that fair value is reclassified to equity. Equity instruments that are initially classified as equity that become subject to reclassification under this accounting standard are reclassified to liability at the fair value of the instrument on the reclassification date.

#### *Convertible Notes with Fixed Rate Conversion Options*

The Company may enter into convertible notes, some of which contain, predominantly, fixed rate conversion features, whereby the outstanding principal and accrued interest may be converted by the holder, into common shares at a fixed discount to the market price of the common stock at the time of conversion. This results in a fair value of the convertible note being equal to a fixed monetary amount. The Company records the convertible note liability at its fixed monetary amount by measuring and recording a premium, as applicable, on the note date with a charge to interest expense in accordance with ASC 480 - “Distinguishing Liabilities from Equity”.

#### *Impairment of Long-Lived Assets*

The Company accounts for long-lived assets in accordance with the provisions of Statement of Financial Accounting Standards ASC 360-10, “Accounting for the Impairment or Disposal of Long-Lived Assets”. This statement requires that long-lived assets and certain identifiable intangibles be reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future undiscounted net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of the assets. Assets to be disposed of are reported at the lower of the carrying amount or fair value less costs to sell.

#### *Fair Value of Financial Instruments*

The Company measures its financial assets and liabilities in accordance with generally accepted accounting principles. For certain of our financial instruments, including cash, accounts payable, accrued expenses, deposits received from customers for layaway sales and short-term loans the carrying amounts approximate fair value due to their short maturities.

We follow accounting guidance for financial and non-financial assets and liabilities. This standard defines fair value, provides guidance for measuring fair value and requires certain disclosures. This standard does not require any new

fair value measurements, but rather applies to all other accounting pronouncements that require or permit fair value measurements. This guidance does not apply to measurements related to share-based payments. This guidance discusses valuation techniques, such as the market approach (comparable market prices), the income approach (present value of future income or cash flow), and the cost approach (cost to replace the service capacity of an asset or replacement cost). The guidance utilizes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The following is a brief description of those three levels:

Level 1: Observable inputs such as quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices that are observable, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets and quoted prices for identical or similar assets or liabilities in markets that are not active.

Level 3: Unobservable inputs in which little or no market data exists, therefore developed using estimates and assumptions developed by us, which reflect those that a market participant would use.

### *Revenue Recognition*

The Company recognized revenue for our services in accordance with ASC 605-10, "Revenue Recognition in Financial Statements." Under these guidelines, revenue is recognized on transactions when all of the following exist: persuasive evidence of an arrangement did exist, delivery of service has occurred, the sales price to the buyer is fixed or determinable and collectability is reasonably assured.

### *Restatements*

All financial statements for prior periods have been restated to more accurately present Financial condition. There has been no profit and loss impact on any prior period statements.

### *Stock-Based Compensation*

The Company accounts for stock-based instruments issued to employees in accordance with ASC Topic 718. ASC Topic 718 requires companies to recognize in the statement of operations the grant-date fair value of stock options and other equity-based compensation issued to employees. The value of the portion of an award that is ultimately expected to vest is recognized as an expense over the requisite service periods using the straight-line attribution method. The Company accounts for non-employee share-based awards in accordance with the measurement and recognition provisions ASC Topic 505-50. The Company estimates the fair value of stock options at the grant date by using the Black-Scholes option-pricing model.

### *Income Taxes*

The Company accounts for income taxes in accordance with FASB ASC 740, "Income Taxes". Deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statements carrying amounts of existing assets and liabilities and loss carryforwards and their respective tax bases.

Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income (loss) in the years in which those temporary differences are expected to be recovered or settled.

The effect of a change in tax rules on deferred tax assets and liabilities is recognized in operations in the year of change. A valuation allowance is recorded when it is "more likely-than-not" that a deferred tax asset will not be realized.

Tax benefits of uncertain tax positions are recognized only if it is more likely than not that the Company will be able to sustain a position taken on an income tax return. The Company has no liability for uncertain tax positions as of June 30, 2022. Interest and penalties in any, related to unrecognized tax benefits would be recognized as interest expense. The Company does not have any accrued interest or penalties associated with unrecognized tax benefits, nor were any significant interest expense recognized during the twelve months ended June 30, 2022 and 2021.

### *Net Earnings (Loss) Per Share*

OTC Markets Group Inc.

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In accordance with ASC 260-10, "Earnings Per Share," basic net earnings (loss) per common share is computed by dividing the net earnings (loss) for the period by the weighted average number of common shares outstanding during the period. Diluted earnings (loss) per share are computed using the weighted average number of common and dilutive common stock equivalent shares outstanding during the period.

### **NOTE 3 – GOING CONCERN**

The Company has not generated substantial revenues and has recurring net losses. For the nine months ended June 30, 2022 and 2021, net operating (loss) from continuing operations was \$(492,331) and \$(1,363,526) respectively.

In addition, as of June 30, 2022, the Company had an accumulated deficit and stockholders' deficit of (\$3,141,646) and (\$1,270,851) respectively. These conditions raise substantial doubt about the Company's ability to continue as a going concern.

The accompanying consolidated financial statements have been prepared in conformity with U.S. GAAP, which contemplate continuation of the Company as a going concern and the realization of assets and satisfaction of liabilities in the normal course of business. The ability of the Company to continue its operations is dependent on the execution of management's plans, which include the raising of capital through the debt and/or equity markets, until such time that funds provided by operations are sufficient to fund working capital requirements. If the Company were not to continue as a going concern, it would likely not be able to realize its assets at values comparable to the carrying value or the fair value estimates reflected in the balances set out in the preparation of the consolidated financial statements.

There can be no assurances that the Company will be successful in generating additional cash from the equity/debt markets or other sources to be used for operations. The consolidated financial statements do not include any adjustments relating to the recoverability of assets and classification of assets and liabilities that might be necessary. Based on the Company's current resources, the Company will not be able to continue to operate without additional immediate funding. Should the Company not be successful in obtaining the necessary financing to fund its operations, the Company would need to curtail certain or all operational activities and/or contemplate the sale of its assets, if necessary.

The consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company is attempting to commence explorations and generate revenue; however, the Company's future cash position may not be sufficient to support its daily operations. While the Company believes in the viability of its strategy in the exploration and development of its unproved properties and the Company's ability to raise additional funds, until such time it is able to generate sufficient revenue to support its operations, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon its ability to further implement its business plan and in its ability to raise additional funds, until such time the Company can generate sufficient revenues to support its operations.

In the event the Company is unable to raise funding in the near term, we will not be able to pay our liabilities. In the event we are unable to raise adequate funding in the future for our operations and to pay our outstanding debt obligations, and if our current creditors elect to foreclose on the outstanding debts then owed, we would be forced to liquidate our assets or may be forced to seek bankruptcy protection, which could result in the value of our outstanding securities declining in value or becoming worthless.

The consolidated financial statements do not include any adjustments related to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

### **NOTE 4- NET LOSS FROM DISCONTINUED OPERATIONS**

For the period beginning July 1, 2020 through September 28, 2020, the operations of the taverns were part of the Company. Their results were as follows and are reported for the twelve months ended June 30, 2021:

Revenues					\$	866,998
Food and Beverage costs						203,530
Gross profit						663,468
Operating expenses						
Labor						277,402
General and Administrative						359,468
Depreciation						47,500
Total Operating expenses						684,370
Net loss before non-controlling interest						(20,902)
Non-controlling interest						10,242
Net income from discontinued operations					\$	(10,660)

## NOTE 5- GAIN ON DISPOSITION OF NET ASSETS OF WORLD OF BEER TAVERNS

Upon the disposition of the net assets of the World of Beer taverns, the company recorded a net gain of \$19,403,003 during the twelve months ended June 30, 2021 as follows:

<b>Total assets disposed</b>									
Cash and Cash Equivalents								\$	80,550
Inventories									56,831
Prepaid Expenses									184,692
Total Current Assets									322,073
									-
Fixed Assets- net									2,019,312
De postis									50,498
Total Other Assets									2,069,810
Total Assets disposed								\$	2,391,883
<b>Total liabilities disposed</b>									
Accounts Payable								\$	153,608
Accrued liabilities									338,310
Deferred Expenses									252,723
Derivative liabilities									1,698,667
Put premium on convertible notes									10,741,206
Loan payable to minority owners									294,032
Convertible Notes payable									5,679,119
Paycheck Protection Program note payable									351,064
Non-convertible notes payable									3,400,211
Minortiy interest									(1,114,054)
Total liabilities disposed								\$	21,794,886
Total liabilities disposed								\$	21,794,886
Total assets disposed									2,391,883
Gain on disposition of net assets								\$	19,403,003

## NOTE 6 – ACCRUED EXPENSES

Accrued Expenses at June 30, 2022 and June 30, 2021 represent the following:

	<u>June 30, 2022</u>	<u>June 30, 2021</u>
Accrued compensation	\$ 95,000	\$ 98,703
Other	<u>18,000</u>	<u>18,000</u>
Total	<u>\$ 113,000</u>	<u>\$ 116,703</u>

## Accrued compensation

Accrued compensation represents amounts owed to our Chief Executive. \$156,702 of this liability was put into a non-interest bearing note as of January 4, 2022. See Note 7 below.

## **NOTE 7 – CONVERTIBLE NOTES PAYABLE AND PUT PREMIUM ON STOCK SETTLED DEBT**

The balances in convertible notes payable and put premium on stock settled debt at June 30, 2022 are as follows:

Creditor	Date Issued	Maturity Date	Interest Rate	Original amount	Current Amount Outstanding	Amount assigned for warrants	Carrying amount	Percentage of stock price used for conversion	Put premium on stock settled debt
Chris Harrison	4-Jan-21	4-Jan-22	8%	\$ 100,000	\$ 100,000	\$ -	\$ 100,000	50%	\$ 100,000
Jeff Canouse	4-Jan-21	4-Jan-22	12%	150,000	150,000	-	150,000	50%	150,000
JP Carey Enterprises, LTD	19-Feb-21	19-Feb-22	8%	3,450	3,450	-	3,450	60%	2,300
JP Carey Enterprises, LTD	12-Mar-21	12-Mar-22	8%	4,500	4,500	-	4,500	60%	3,000
Trillium Partners, LP	3-Jun-21	3-Jun-22	12%	26,500	26,500	-	26,500	60%	17,667
JP Carey Enterprises	11-Jun-21	11-Jun-22	12%	26,500	26,500	-	26,500	60%	17,667
Trillium Partners, LP	14-Jun-21	14-Jun-22	12%	62,500	62,500	-	62,500	60%	41,667
Frondeur Partners LLC	1-Nov-21	30-Sep-22	10%	25,000	25,000	-	25,000	70%	10,714
Frondeur Partners LLC	1-Dec-21	31-Oct-22	10%	25,000	25,000	-	25,000	70%	10,714
Frondeur Partners LLC	1-Jan-22	30-Nov-22	10%	25,000	25,000	-	25,000	70%	10,714
Jeffrey M Canouse	4-Jan-22	4-Jan-23	0%	156,702	156,702	-	156,702	70%	67,158
Frondeur Partners LLC	1-Feb-22	31-Dec-22	10%	25,000	25,000	-	25,000	70%	10,714
Frondeur Partners LLC	1-Mar-22	31-Jan-23	10%	25,000	25,000	-	25,000	70%	10,714
Frondeur Partners LLC	01-Apr-22	28-Feb-23	10%	25,000	25,000	-	25,000	70%	10,714
Frondeur Partners LLC	01-May-22	31-Mar-23	10%	25,000	25,000	-	25,000	70%	10,714
Trillium Partners, LP	13-May-22	13-May-23	12%	51,150	51,150	-	51,150	-	-
JP Carey Limited Partners, LP	13-May-22	13-May-23	12%	51,150	51,150	-	51,150	-	-
Frondeur Partners LLC	01-Jun-22	30-Apr-23	10%	25,000	25,000	(6,217)	18,783	70%	10,714
Total				\$ 832,452	\$ 832,452	\$ (6,217)	\$ 826,235		\$ 485,172

### *Chris Harrison Note*

Upon leaving the company, Mr. Harrison received a note for services rendered of \$100,000. The note bears interest at a rate of 8% and matures on January 4, 2022. The note was originally convertible into common stock of the Company at the lower of seventy five percent (75%) of the closing bid price for the Company's common stock on the date of this Note, or (b) fifty percent (50%) ("Discount") of the lowest closing bid price for the Company's common stock during the thirty (30) trading days immediately preceding the date of delivery by Holder to Company of the Conversion Notice. On June 30, 2021, Mr. Harrison signed an amendment to the Note eliminating the closing price on the date of issuance as a possible conversion mechanism. As of June 30, 2022, the conversion price is \$.00005.

### *Jeffrey M. Canouse Note*

Upon becoming Chief Executive of the Company, Mr. Canouse received a note of \$150,000. The note bears interest at a rate of 12% and matures on January 4, 2022. The note is convertible into common stock of the Company at the lower of seventy five percent (75%) of the closing bid price for the Company's common stock on the date of this Note, or (b) fifty percent (50%) ("Discount") of the lowest closing bid price for the Company's common stock during the thirty (30) trading days immediately preceding the date of delivery by Holder to Company of the Conversion Notice. On June 30, 2021, Mr. Canouse signed an amendment to the Note eliminating the closing price on the date of issuance as a possible conversion mechanism. As of June 30, 2022, the conversion price is \$.00005.

### *JP Carey Enterprises, Inc. Note of February 19, 2021*

On that date, the Company issued a note for \$3,450. The Note is convertible into the Company's common stock at a 40% discount to the lower of a) average of the lowest two closing bid price during the 10 trading days prior to OTC Markets Group Inc.

conversion or b) \$.001. On June 30, 2021, Management at JP Carey Enterprises, Inc. signed an amendment to the Note eliminating the closing price on the date of issuance as a possible conversion mechanism. As of March 31, 2022, the conversion price is \$.00006. The interest rate on the note is 12%

*JP Carey Enterprises, Inc. Note of March 12, 2021*

On that date, the Company issued a note for \$4,500. The Note is convertible into the Company's common stock at a 40% discount to the lower of a) average of the lowest two closing bid price during the 10 trading days prior to conversion or b) \$.001. On June 30, 2021, Management at JP Carey Enterprises, Inc. signed an amendment to the Note eliminating the closing price on the date of issuance as a possible conversion mechanism. As of June 30, 2022, the conversion price is \$.00006. The interest rate on the note is 12%

*Trillium Partners, LP. Note of June 3, 2021*

On that date, the Company issued a note for \$26,500 consisting of \$25,000 in cash and \$1,500 in Original issue discount ("OID"). The OID was charged to interest expense. The Note is convertible into the Company's common stock at a 40% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. On June 30, 2021, Management at Trillium Partners, LP. signed an amendment to the Note eliminating the closing price on the date of issuance as a possible conversion mechanism. As of June 30, 2022, the conversion price is \$.00006. The interest rate on the note is 12%

*JP Carey Limited Partners, LP. Note of June 3, 2021*

On that date, the Company issued a note for \$26,500 consisting of \$25,000 in cash and \$1,500 in Original issue discount ("OID"). The OID was charged to interest expense. The Note is convertible into the Company's common stock at a 40% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. On June 30, 2021, Management at JP Carey Enterprises, Inc. signed an amendment to the Note eliminating the closing price on the date of issuance as a possible conversion mechanism. As of June 30, 2022, the conversion price is \$.00006. The interest rate on the note is 12%.

*Trillium Partners, LP. Note of June 14, 2021*

On that date, the Company issued a note for \$62,500 consisting of \$60,000 in cash and \$2,500 in Original issue discount ("OID"). The OID was charged to interest expense. The Note is convertible into the Company's common stock at a 40% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. On June 30, 2021, Management at Trillium Partners, LP signed an amendment to the Note eliminating the closing price on the date of issuance as a possible conversion mechanism. As of June 30, 2022, the conversion price is \$.00006. The interest rate on the note is 12%

*Stout, LLC Note of August 31, 2021*

On that date, the Company issued a note for \$25,000 for legal services. The Note is convertible into the Company's common stock at a 50% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. As of June 30, 2022, the conversion price is \$.00005. The interest rate on the note is 12%.

*Frondeur Partners, LLC Note of November 1, 2021*

On that date, the Company issued a note for \$25,000 for consulting services. The Note is convertible into the Company's common stock at a 30% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. As of June 30, 2022, the conversion price is \$.00007. The interest rate on the note is 10%.

*Frondeur Partners, LLC Note of December 1, 2021*

On that date, the Company issued a note for \$25,000 for consulting services. The Note is convertible into the Company's common stock at a 30% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. As of June 30, 2022, the conversion price is \$.00007. The interest rate on the note is 10%.

*Frondeur Partners, LLC Note of January 1, 2022*

On that date, the Company issued a note for \$25,000 for consulting services. The Note is convertible into the Company's common stock at a 30% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. As of June 30, 2022, the conversion price is \$.00007. The interest rate on the note is 10%.

*Jeffrey M. Canouse Note of January 4, 2022*

Mr. Canouse converted his accrued salary as of January 4, 2022, the one year anniversary of his becoming Chief Executive Officer into a note. The balance of the liability on that date was \$156,702. The note is coverable into common stock at 30% discount to the average of the two low closing bid prices. As of June 30, 2022, the conversion price is \$.00007. The note bears no interest

*Frondeur Partners, LLC Note of February 1, 2022*

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v3.1 June 2021)

On that date, the Company issued a note for \$25,000 for consulting services. The Note is convertible into the Company's common stock at a 30% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. As of June 30, 2021, the conversion price is \$.00007. The interest rate on the note is 10%.  
*Frondeur Partners, LLC Note of March 1, 2022*

On that date, the Company issued a note for \$25,000 for consulting services. The Note is convertible into the Company's common stock at a 30% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. As of June 30, 2021, the conversion price is \$.00007. The interest rate on the note is 10%.

*Frondeur Partners, LLC Note of April 1, 2022*

On that date, the Company issued a note for \$25,000 for consulting services. The Note is convertible into the Company's common stock at a 30% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. As of June 30, 2021, the conversion price is \$.00007. The interest rate on the note is 10%.  
*Frondeur Partners, LLC Note of May 1, 2022*

On that date, the Company issued a note for \$25,000 for consulting services. The Note is convertible into the Company's common stock at a 30% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. As of June 30, 2021, the conversion price is \$.00007. The interest rate on the note is 10%.

*Trillium Partners, LP. Note of May 13, 2022*

On that date, the Company issued a note for \$51,150 consisting of \$45,000 in cash to the Company, \$1,500 in legal fees and an Original issue discount ("OID") of \$4,650. The OID was charged to interest expense. The Note is convertible into the Company's common stock at \$.00005 per share. The interest rate on the note is 12%

*JP Carey Limited Partners, LP. Note of May 13, 2022*

On that date, the Company issued a note for \$51,150 consisting of \$45,000 in cash to the Company, \$1,500 in legal fees and an Original issue discount ("OID") of \$4,650. The OID was charged to interest expense. The Note is convertible into the Company's common stock at \$.00005 per share. The interest rate on the note is 12%

*Frondeur Partners, LLC Note of June, 2022*

On that date, the Company issued a note for \$25,000 for consulting services. The Note is convertible into the Company's common stock at a 30% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. As of June 30, 2021, the conversion price is \$.00007. The interest rate on the note is 10%.

At June 30, 2022, if all the convertible debt were converted, approximately 15 billion shares of common stock would be issued.

## **NOTE 8- SALE OF SERIES C PREFERRED STOCK**

The Preferred stock which was originally issued for the purchase of NJB 1 LLC were sold in a private transaction. The purchasers listed below subsequently exchanged their shares for 2,000,000 shares of newly issued Series D preferred stock

<u>Date</u>	<u>Seller</u>	<u>Buyer</u>	<u>Shares</u>
9/3/21	Christopher Harrison	J.P. Carey Enterprises	10,000
10/19/21	New Jersey Battery Energy Storage Project 2, LLC	J.P. Carey Limited Partners	25,000
10/19/21	MSS Capital LLC	J.P. Carey Limited Partners	22,500
10/19/21	McCrae Associates, LLC	Trillium Partners, LP	10,000

10/19/21	Imperio Capital	Trillium Partners, LP	<u>10,000</u>
Total			<u>77,500</u>

Terms were privately negotiated.

## NOTE 9- CONSULTING CONTRACT

### Consulting contract

#### *Entrance into consulting agreement*

Effective November 1, 2021 the Company entered into a consulting arrangement for \$25,000 per month. Services to be provided include financial statement preparation, providing support for regulatory filings including the Regulation A financing and preparing financial analysis work to assist the Company in raising capital efficiently amongst other items.

## NOTE 10 – STOCKHOLDERS’ DEFICIT

### Common stock

There are 25,000,000,000 shares of common stock authorized of June 30, 2022. At June 30, 2022 and June 30, 2020, there were 6,564,838,949 and 3,001,563,774, shares of Common stock outstanding, respectively. As of the date of this report, there are 6,564,838,949 shares of common stock outstanding. The Company increased its shares authorized from 5 billion to 12 billion on August 19, 2021. On December 15, 2021, the Company increased its authorized common shares outstanding from 12 billion to 25 billion.

#### Common shares outstanding -fully diluted as of June 30, 2022

Shares outstanding	6,564,838,949
Conversion of convertible debt	15,334,398,317
Conversion of Series C Preferred stock	1,340,722,177
Conversion of Series D Preferred stock	<u>30,769,230,769</u>
	<u>54,009,190,212</u>

For purposes of this calculation, shares to be issued under the remaining Series A and Series B Preferred stock issuances are omitted due to their immateriality.

### Preferred Stock

Here is a summary of the Company's outstanding preferred stock.

#### Series A 8% Convertible Preferred Stock

On September 17, 2013 the Company filed the Series A 8% Convertible Preferred Stock Certificate of Designation with the Secretary of State of Nevada (the "Certificate of Designation") authorizing 100,000 shares of Series A Convertible Preferred Stock and establishing the rights, preferences, privileges and obligations thereof.

As set forth in the Certificate of Designation, the holders of Series A Convertible Preferred Stock are entitled to receive, when and as declared by the Board of Directors out of funds legally available therefore, and the Company is obligated to accrue, quarterly in arrears on June 30, September 30, September 30, and December 31 of each year, cumulative dividends on the Series A Preferred Stock at the rate per share equal to eight percent (8%) per annum on the Stated Value, payable in common stock valued at the closing trade price per share on the last trading day of the calendar quarter. Through the Balance sheet date, the holders of the Series A Preferred Stock have waived all dividends. There is no guarantee they will do so going forward. The Series A Convertible Preferred Stock does not have the right to vote on any matter that may from time to time be submitted to the Company's shareholders for a vote, either by written consent or by proxy. So long as any shares of Series A Preferred Stock are outstanding, the Company does not have the right to, and cannot cause its subsidiaries not to, without the affirmative vote of the Requisite Holders, (a) alter or change adversely the powers, preferences or rights given to the Series A Preferred Stock, (b) alter or amend this Certificate of Designation, (c) amend its certificate of incorporation, bylaws or other charter documents so as to affect adversely any rights of any Holders of the Series A Preferred Stock, (d) increase the authorized or designated number of shares of Series A Preferred Stock, (e) issue any additional shares of Series A Preferred Stock (including the reissuance of any shares of Series A Preferred Stock converted for Common Stock) or (f) enter into any agreement with respect to the foregoing. Each share of Series A Convertible Preferred Stock is convertible into 1,000 shares of Common Stock. On February 25, 2022, an investor exchanged 12,836 shares of Series A Preferred stock for 333,333 shares of newly issued Series D Preferred stock

#### Series B Convertible Preferred Stock

On April 21, 2015, the Company issued 51 shares of Series B Convertible Preferred Stock to Attitude Drinks Incorporated. At the time, the Company accounted for approximately \$1,000,000 in additional paid in capital due to its issuance. Each share has a par value of \$0.0001 and a stated value of \$1,000 per share. Unless in the event of liquidation, holders shall not be entitled to receive dividends. Each one (1) share of the Series B Preferred Stock shall have voting rights equal to (x) (i) 0.019607 multiplied by the aggregate total of (A) the issued and outstanding shares of Common Stock eligible to vote at the time of the respective vote, plus (B) the number of votes which all other series or classes of securities other than this Series B Preferred Stock are entitled to cast together with the holders of Common Stock at the time of the relevant vote (the amount determined by this clause (i), the "Numerator"), divided by (ii) 0.49, minus (y) the Numerator.

The series B Preferred stock is currently owned by our Chief Executive Officer, Jeffrey M Canouse.

#### Series C Preferred stock

Originally, 100,000 shares of Series C Preferred stock were issued as part of the NJB1 LLC purchase. See Note 1 above. On February 25, 2022, 85,008 shares of those shares were exchanged for Series D preferred stock. See Note 8 above. Currently 2,500 shares of Series C preferred stock remain.

#### Series D Preferred stock

On February 25, 2022 the owners of the 77,500 shares of Series C preferred stock plus (See Note 7) plus another owner of 7,508 shares plus an owner of 12,836 shares of Series A Preferred stock exchanged their shares for newly issued Series D Preferred stock as follows:

<u>Entity</u>	<u>Series A</u>	<u>Series C</u>	<u>Series D</u>
JP Carey Limited Partners, LLC		(57,500)	1,000,000
Oscaleta Partners, LLC		(7,508)	333,333
Livingston Asset Management LLC	(12,836)		333,333
Trillium Partners, LP		(20,000)	333,334
Total	(12,836)	(85,008)	2,000,000

Shares authorized and par value

<u>Preferred Series Class</u>	<u>Shares authorized</u>	<u>Par value</u>
Series A	100,000	\$.0001
Series B	51	\$.0001
Series C	100,000	\$.001
Series D	2,000,000	\$.001

Shares outstanding

<u>Preferred Series Class</u>	<u>June 30, 2022</u>	<u>June 30, 2021</u>
Series A	80,000	98,000
Series B	51	51
Series C	2,500	100,000
Series D	2,000,000	-0-

Common shares to be issued upon conversion

<u>Preferred Series Class</u>	<u>June 30, 2022</u>	<u>June 30, 2021</u>
Series A	80 million	98 million
Series B	51	51
Series C (including accrued dividends)	1.3 billion	38.1 billion
Series D	31 billion	-

**NOTE 11- GAIN ON RETIREMENT OF DEBT**

In August 2021, we issued our legal counsel a \$25,000 note for legal services associated with our Regulation A filing. During the fourth quarter of Fiscal year 2022, he accepted \$15,000 cash as full payment on account. The Company recorded a \$10,000 gain for the difference between the amount paid and the face value of the note and a \$25,000 gain on the elimination of the put premium for stock settled debt. Thusly, a gain of \$35,000 was recorded.

**NOTE 12- INCOME TAXES**

In accordance with ASC 740, we are required to recognize the impact of an uncertain tax position in the consolidated financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities. An uncertain tax position will not be recognized if it has less than a 50% likelihood of being sustained upon examination by the tax authorities. We had no unrecognized tax benefits from uncertain tax positions as of December 31,

2020 and 2019. It is also our policy, in accordance with authoritative guidance, to recognize interest and penalties related to income tax matters in interest and other expense in our Statements of Operations.

Deferred income tax assets and liabilities are recognized for the estimated future tax consequences attributable to differences between the financial reporting and tax bases of assets and liabilities and are measured using enacted tax rates in effect for the year in which those temporary differences are expected to be recovered or settled. A valuation allowance is provided for the amount of deferred tax assets that, based on available evidence, are not expected to be realized. As a result of our cumulative losses, management has concluded that a full valuation allowance against our net deferred tax assets is appropriate.

Deferred taxes are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carry forwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. The Company has evaluated Staff Accounting Bulletin No. 118 regarding the impact of the decreased tax rates of the Tax Cuts & Jobs Act. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment. The U.S. federal income tax rate of 21%.

The provision for income taxes on our loss from continuing operations for the fiscal years ended June 30, 2021 is as follows:

	<u>Income tax expense reconciliation</u>	<u>Percentage of taxable income</u>
Book net income	\$ (652,040)	100.0%
Gain on retirement of debt	(35,000)	5.4%
Interest expense from put premium on stock settled debt	131,444	-20.2%
Original issue discount expensed	<u>9,300</u>	<u>-1.4%</u>
Taxable net income	<u>\$ (546,296)</u>	<u>83.8%</u>
Change in Valuation allowance	142,774	-21.9%
Income tax expense based on taxable net income	<u>(142,774)</u>	<u>21.9%</u>
Income tax expense	<u>\$ -</u>	<u>0.0%</u>

The marginal tax rate is calculated as follows:

Federal income tax rate	21.0%
Incremental state income tax rate	6.5%
Impact of Federal rate on	<u>-1.4%</u>
<b>Marginal income tax rate</b>	<b><u>26.1%</u></b>

#### **NOTE 13- COVID-19**

The Company's new business maybe significantly affected due to the COVID-19 social distancing requirements mandated by the federal, state and local governments where the Company's operations occur. For some businesses, like the Company's, much of its core business operations cannot always be done through "virtual" means, and even when this is possible, it requires significant capital and time to achieve. If the Company is unable to meet the demand for its products due to limited capital or limited staff because of social distancing, or other changes required in order to comply with the ongoing federal, state and local governmental orders related to COVID-19, the Company's ability to expand its business and market will be at risk.

#### **NOTE 14- IMPACT OF CLIMATE CHANGE**

The Financial Stability Board created the Task Force on Climate-related Financial Disclosures (TCFD) to improve and increase reporting of climate-related financial information. The TCFD requires that the impact of climate change upon risk assessment, capital allocation and strategic planning be discussed.

At this time, the impact cannot be determined.

#### **NOTE 15: COMMITMENTS AND CONTINGENCIES**

During the normal course of business, the Company may be exposed to litigation. When the Company becomes aware of potential litigation, it evaluates the merits of the case in accordance with FASB ASC 450-20-50, Contingencies. The Company evaluates its exposure to the matter, possible legal or settlement strategies and the likelihood of an unfavorable outcome. If the Company determines that an unfavorable outcome is probable and can be reasonably estimated, it establishes the necessary accruals.

The Company has concluded that there are no material commitments or contingencies to be reported at this time

#### **NOTE 16- SUBSEQUENT EVENTS**

##### *Purchase of MPS*

On August 8, 2022, Harrison, Vickers & Waterman, Inc., a Wyoming corporation ("HVCW"), PEN Merger Sub, LLC, a California limited liability company ("Merger Sub"), Pacific Energy Network LLC, a California limited liability company ("PEN"), and Robert William Tetsch on behalf of the members of PEN, (the "Merger") officially closed on the previously disclosed Agreement and Plan of Merger (the "Merger Agreement") which was executed July 15, 2022.

Pacific Energy Network (PEN) is a California based parent company of several subsidiary LLC's that manage solar, roofing, HVAC, security, distribution, consulting, lead generation, marketing, sales, data, software and mortgage divisions. Founded in 2018, PEN has quickly become one of the largest and most successful home services companies in the nation with a footprint across multiple states. With a focus on customer satisfaction and strategic business planning, PEN has grown into a multi-product business that has increased revenue year over year and expanded its reach into new markets across the United States.

The Merger Agreement provided that, upon the closing, the Merger Sub was merged with and into PEN, with PEN continuing as a wholly owned subsidiary of HVCW, but with the management of PEN taking over voting control of HVCW.

The Merger Agreement was forwarded to the California Secretary of State for filing and issuance of a Certificate of Merger. The Merger was approved by the stockholders of HVCW and the members of PEN. The Merger Agreement

was approved, authorized and agreed to by the boards of directors of each of HVCW and PEN.

Effective on August 8, 2022, Jeffrey M. Canouse, sole Officer and Director and Majority Shareholder of HVCW, appointed Robert W. Tetsch as sole Officer and Director of HVCW as his successor as his last official act and resigned as a condition of the Merger.

Also, effective on August 8, 2022, Jeffrey M. Canouse, assigned all 51 shares of HVCW's Series B Preferred Stock, giving Robert Tetsch majority voting control of HVCW.

In consideration for the contribution of net assets of PEN, the Company issued 10,000 shares of Series F Preferred stock convertible into 85% of the Company's outstanding common stock. In consideration for consulting and advisory services provided for the transaction, the Company issued 10,000 shares of Series G Preferred stock, convertible into 10% of the Company's outstanding common stock.

#### Departure of Jeffrey M. Canouse and Appointment of Robert Tetsch

Effective on August 8, 2022, Jeffrey M. Canouse, Sole Officer and Director of HVCW resigned from his positions, and the Board of Directors accepted the appointment of Robert Tetsch, as the Company's new Sole Officer and Director to replace Mr. Canouse on that date.

Mr. Canouse's resignation was not due to any disagreement with the Company or its Board of Directors.

Robert Tetsch (35) is a self-taught business visionary. He founded Modern Pro Solutions (formerly Pacific Energy Network) in 2018 to leverage his nearly 20 years of field and managerial experience in all aspects of home and business services, maintenance, and owner support. Since starting Modern Pro Solutions, a full-service residential and commercial rooftop solar energy company, Mr. Tetsch has led an ambitious vertical integration. In 2021, Modern Pro Solutions expanded its footprint from residential solar and structured a parent company that manages subsidiary roofing, solar, HVAC, smart home, business consulting, distribution, and business financing. Born into an Army family that helped instill the virtues of hard work, discipline, accountability, and leadership, Mr. Tetsch is intent on pioneering the integrated home services industry. His plans include expansion of MPS's territory and partnerships, and authorized dealer relationships, and scaling the company's manufacturing and distribution capabilities to combat supply chain inconsistencies. Mr. Tetsch is also intent on adding a range of services such as integrating and mobilizing, building data collected from internet-of-things-connected devices, building inspections, maintenance consulting, control and monitoring software, green mortgages and bringing consumer financing in house.

#### Issuance of Convertible debt

On August 1, 2022, the Company issued a note for \$50,000 for consulting services to Frondeur Partners LLC. The Note is convertible into the Company's common stock at a 70% discount to the lowest closing bid price during the thirty (30) trading days prior to conversion. The interest rate on the note is 10%.