

Supplemental Information

SIXTY SIX OILFIELD SERVICES, INC. ("SSOF"), was previously a Shell Company. However, the Company is changing its status from a Shell Company to indicate that it is no longer a Shell Company. On October 31, 2022, SSOF filed an active REG-A.

We are no longer considered a shell company as we have a current REG-A Filing, and Operations.

Therefore, it is our belief that the Company is no longer a Shell, and should not be listed as such on OTC Markets website. If you would please update our records accordingly.

Kind Regards,



Daniel Sobolewski
SIXTY SIX OILFIELD SERVICES, INC.
Chief Executive Officer & President
407.415.0013

Date: March 12, 2023

Submission Data File

General Information	
Form Type	1-A/A
Contact Name*	Donald Keer
Contact Phone Number*	215-962-9378
Contact E-mail*	keeresq@gmail.com
CIK*	0001935435
CCC*	*****
Confirming Paper Copy	No
Notify via Filing Website only	No
Return Copy	No
Offering File Number*	024-11923
(End General Information)	

Document Information	
	3
Name 1	sixtysix_1aa2.htm
Document Type 1	PART II AND III
Description 1	PART II AND III
Name 2	sixtysix_ex0601.htm
Document Type 2	EX1A-6 MAT CTRCT
Description 2	Stock Purchase Agreement
Name 3	image_001.jpg
Document Type 3	GRAPHIC
Description 3	Graphic
(End Document Information)	

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 1-A/A

**REGULATION A OFFERING STATEMENT
UNDER THE SECURITIES ACT OF 1933**

No changes to the information required by Part I have occurred since the last filing of this offering statement.

ITEM 1. Issuer Information

Exact name of issuer as specified in the issuer's charter: Sixty Six Oilfield Services, Inc.

Jurisdiction of incorporation/organization: Florida

Year of incorporation: 2021

CIK: 0001935435

Primary Standard Industrial Classification Code: 7389

I.R.S. Employer Identification Number: 82-1272232

Total number of full-time employees: 1

Total number of part-time employees: 0

Contact Information

Address of Principal Executive Offices: 1248 Fern Forest Run, Oviedo, Florida 32765

Telephone: 215-962-9378

Provide the following information for the person the Securities and Exchange Commission's staff should call in connection with any pre-qualification review of the offering statement:

Name: Donald R. Keer

Address: 3663 Greenwood Circle, Chalfont, Pennsylvania 18914

Telephone: 215-962-9378

Provide up to two e-mail addresses to which the Securities and Exchange Commission's staff may send any comment letters relating to the offering statement. After qualification of the offering statement, such e-mail addresses are not required to remain active:

keeresq@gmail.com

Financial Statements

Industry Group (select one): Banking Insurance Other

Use the financial statements for the most recent fiscal period contained in this offering statement to provide the following information about the issuer. The following table does not include all of the line items from the financial statements. Long Term Debt would include notes payable, bonds, mortgages, and similar obligations. To determine "Total Revenues" for all companies selecting "Other" for their industry group, refer to Article 5-03(b)(1) of Regulation S-X. For companies selecting "Insurance," refer to Article 7-04 of Regulation S-X for calculation of "Total Revenues" and paragraphs 5 and 7(a) for "Costs and Expenses Applicable to Revenues".

Balance Sheet Information

Cash and Cash Equivalents:	<u>0.00</u>
Investment Securities:	<u>0.00</u>
Accounts and Notes Receivable:	<u>100,000.00</u>

Property, Plant and Equipment (PP&E):	0.00
Total Assets:	100,000.00
Accounts Payable and Accrued Liabilities:	1,310,028.97
Long Term Debt:	0.00
Total Liabilities:	1,310,028.97
Total Stockholders' Equity:	-11,210,028.97
Total Liabilities and Equity:	100,000.00

Statement of Comprehensive Income Information

Total Revenues:	470,000.00
Costs and Expenses Applicable to Revenues:	18,658.75
Depreciation and Amortization:	0.00
Net Income:	51,341.25
Earnings Per Share – Basic:	0.00
Earnings Per Share – Diluted:	0.00

Name of Auditor (if any): _____

Outstanding Securities

	Name of Class (if any)	Units Outstanding	CUSIP (if any)	Name of Trading Center or Quotation Medium (if any)
Common Equity	Common Stock	999991000	00000none	OTC Markets Group, Inc.
Preferred Equity	Preferred A	3000000	00000none	none
Debt Securities	none	000000000	00000none	none

ITEM 2. Issuer Eligibility

Check this box to certify that all of the following statements are true for the issuer(s):

- Organized under the laws of the United States or Canada, or any State, Province, Territory or possession thereof, or the District of Columbia.
- Principal place of business is in the United States or Canada.
- Not a development stage company that either (a) has no specific business plan or purpose, or (b) has indicated that its business plan is to merge with an unidentified company or companies.
- Not an investment company registered or required to be registered under the Investment Company Act of 1940.
- Not issuing fractional undivided interests in oil or gas rights, or a similar interest in other mineral rights.
- Not issuing asset-backed securities as defined in Item 1101(c) of Regulation AB.
- Not, and has not been, subject to any order of the Commission entered pursuant to Section 12(j) of the Exchange Act (15 U.S.C. 78l(j)) within five years before the filing of this offering statement.
- Has filed with the Commission all the reports it was required to file, if any, pursuant to Rule 257 during the two years immediately before the filing of the offering statement (or for such shorter period that the issuer was required to file such reports).

ITEM 3. Application of Rule 262

Check this box to certify that, as of the time of this filing, each person described in Rule 262 of Regulation A is either not disqualified under that rule or is disqualified but has received a waiver of such disqualification

Check this box if “bad actor” disclosure under Rule 262(d) is provided in Part II of the offering statement.

ITEM 4. Summary Information Regarding the Offering and Other Current or Proposed Offerings

Check the appropriate box to indicate whether you are conducting a Tier 1 or Tier 2 offering:

Tier 1 Tier 2

Check the appropriate box to indicate whether the annual financial statements have been audited:

Unaudited Audited

Types of Securities Offered in this Offering Statement (select all that apply):

- Equity (common or preferred stock)
 Debt
 Option, warrant or other right to acquire another security
 Security to be acquired upon exercise of option, warrant or other right to acquire security
 Tenant-in-common securities
 Other (describe) _____

Does the issuer intend to offer the securities on a delayed or continuous basis pursuant to Rule 251(d)(3)?

Yes No

Does the issuer intend this offering to last more than one year?

Yes No

Does the issuer intend to price this offering after qualification pursuant to Rule 253(b)?

Yes No

Will the issuer be conducting a best efforts offering?

Yes No

Has the issuer used solicitation of interest communications in connection with the proposed offering?

Yes No

Does the proposed offering involve the resale of securities by affiliates of the issuer?

Yes No

Number of securities offered:

1000000000

Number of securities of that class already outstanding:

999991000

The information called for by this item below may be omitted if undetermined at the time of filing or submission, except that if a price range has been included in the offering statement, the midpoint of that range must be used to respond. Please refer to Rule 251(a) for the definition of "aggregate offering price" or "aggregate sales" as used in this item. Please leave the field blank if undetermined at this time and include a zero if a particular item is not applicable to the offering.

Price per security: \$ 0.0010

The portion of the aggregate offering price attributable to securities being offered on behalf of the issuer:

\$ 10,000,000.00

The portion of the aggregate offering price attributable to securities being offered on behalf of selling securityholders:

\$ 0.00

The portion of aggregate offering attributable to all the securities of the issuer sold pursuant to a qualified offering statement within the 12 months before the qualification of this offering statement:

\$ 0.00

The estimated portion of aggregate sales attributable to securities that may be sold pursuant to any other qualified offering statement concurrently with securities being sold under this offering statement:

\$ 0.00

Total: \$ 10,000,000.00 (the sum of the aggregate offering price and aggregate sales in the four preceding paragraphs).

Anticipated fees in connection with this offering and names of service providers:

	<u>Name of Service Provider</u>	<u>Fees</u>
Underwriters:	_____	\$ _____
		\$ _____

Sales Commissions:	_____	_____
Finder's Fees:	_____	\$ _____
Audit:	_____	\$ _____
Legal:	_____	\$ _____
Promoters:	_____	\$ _____
Blue Sky Compliance:	Donald R. Keer, Esq.	\$ 25,000.00

CRD Number of any broker or dealer listed: _____
 Estimated net proceeds to the issuer: \$ 9,975,000.00

Clarification of responses (if necessary): _____

ITEM 5. Jurisdictions in Which Securities are to be Offered

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

Jurisdiction	Code	Jurisdiction	Code	Jurisdiction	Code
Alabama	AL	Montana	MT	District of Columbia	DC
Alaska	AK	Nebraska	NE	Puerto Rico	PR
Arizona	AZ	X Nevada	NV		
Arkansas	AR	New Hampshire	NH	Alberta	A0
X California	CA	X New Jersey	NJ	British Columbia	A1
Colorado	CO	New Mexico	NM	Manitoba	A2
Connecticut	CT	X New York	NY	New Brunswick	A3
Delaware	DE	X North Carolina	NC	Newfoundland	A4
X Florida	FL	North Dakota	ND	Nova Scotia	A5
X Georgia	GA	Ohio	OH	Ontario	A6
Hawaii	HI	Oklahoma	OK	Prince Edward Island	A7
Idaho	ID	Oregon	OR	Quebec	A8
X Illinois	IL	X Pennsylvania	PA	Saskatchewan	A9
Indiana	IN	Rhode Island	RI	Yukon	B0
Iowa	IA	X South Carolina	SC	Canada (Federal Level)	Z4
Kansas	KS	South Dakota	SD		
Kentucky	KY	Tennessee	TN		
Louisiana	LA	X Texas	TX		
Maine	ME	Utah	UT		
Maryland	MD	Vermont	VT		
Massachusetts	MA	Virginia	VA		
Michigan	MI	Washington	WA		
Minnesota	MN	West Virginia	WV		
Mississippi	MS	Wisconsin	WI		
Missouri	MO	Wyoming	WY		

Using the list below, select the jurisdictions in which the securities are to be offered by underwriters, dealers or sales persons or check the appropriate box:

- None
- Same as the jurisdictions in which the issuer intends to offer the securities.

Jurisdiction	Code	Jurisdiction	Code	Jurisdiction	Code
Alabama	AL	Montana	MT	District of Columbia	DC
Alaska	AK	Nebraska	NE	Puerto Rico	PR
Arizona	AZ	X Nevada	NV		
Arkansas	AR	New Hampshire	NH	Alberta	A0
X California	CA	X New Jersey	NJ	British Columbia	A1
Colorado	CO	New Mexico	NM	Manitoba	A2
Connecticut	CT	X New York	NY	New Brunswick	A3
Delaware	DE	X North Carolina	NC	Newfoundland	A4
X Florida	FL	North Dakota	ND	Nova Scotia	A5
X Georgia	GA	Ohio	OH	Ontario	A6
Hawaii	HI	Oklahoma	OK	Prince Edward Island	A7

	Idaho	ID		Oregon	OR		Quebec	A8
X	Illinois	IL	X	Pennsylvania	PA		Saskatchewan	A9
	Indiana	IN		Rhode Island	RI		Yukon	B0
	Iowa	IA	X	South Carolina	SC		Canada (Federal Level)	Z4
	Kansas	KS		South Dakota	SD			
	Kentucky	KY		Tennessee	TN			
	Louisiana	LA	X	Texas	TX			
	Maine	ME		Utah	UT			
	Maryland	MD		Vermont	VT			
	Massachusetts	MA		Virginia	VA			
	Michigan	MI		Washington	WA			
	Minnesota	MN		West Virginia	WV			
	Mississippi	MS		Wisconsin	WI			
	Missouri	MO		Wyoming	WY			

ITEM 6. Unregistered Securities Issued or Sold Within One Year

None

As to any unregistered securities issued by the issuer or any of its predecessors or affiliated issuers within one year before the filing of this Form 1-A, state:

(a) Name of such issuer.

Sixty Six Oilfield Services, Inc.

(b) (1) Title of securities issued

Common Stock

(2) Total amount of such securities issued

300000000

(3) Amount of such securities sold by or for the account of any person who at the time was a director, officer, promoter or principal securityholder of the issuer of such securities, or was an underwriter of any securities of such issuer

0

(c) (1) Aggregate consideration for which the securities were issued and basis for computing the amount thereof.

1000000 - acquisition amount

(2) Aggregate consideration for which the securities listed in (b)(3) of this item (if any) were issued and the basis for computing the amount thereof (if different from the basis described in (c)(1)).

(d) Indicate the section of the Securities Act or Commission rule or regulation relied upon for exemption from the registration requirements of such Act and state briefly the facts relied upon for such exemption:

Exemption 4(a)(2)

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 1-A
Amendment 2

REGULATION A OFFERING CIRCULAR UNDER THE SECURITIES ACT OF 1933

SIXTY SIX OILFIELD SERVICES, INC.
(Exact name of issuer as specified in its charter)

Florida
(State or other jurisdiction of incorporation or organization)

1248 Fern Forest Run
Oviedo, FL 32765
(407) 415-0013
(Address, including zip code, and telephone number,
including area code, of issuer's principal executive office)

Sixty Six Oilfield Service, Inc.
1248 Fern Forest Run
Oviedo, FL 32765
(407) 415-0013
(Name, address, including zip code, and telephone number,
including area code, of agent for service)

7389

(Primary Standard Industrial
Classification Code Number)

82-1272232

(IRS Employer Identification
Number)

This Offering Circular shall only be qualified upon order of the Commission, unless a subsequent amendment is filed indicating the intention to become qualified by operation of the terms of Regulation A

EXPLANATORY NOTE
PRELIMINARY OFFERING CIRCULAR SUBJECT TO COMPLETION,
DATED OCTOBER 1, 2022

An offering statement pursuant to Regulation A relating to these securities has been filed with the Securities and Exchange Commission on October 1, 2022.

These securities may not be sold nor may offers to buy be accepted before the offering statement filed with the Commission is qualified. The offering statement shall not constitute an offer to sell or the solicitation of an offer to buy nor may there be any sales of these securities in any state in which such offer, solicitation or sale would be unlawful before registration or qualification under the laws of any such state. We may elect to satisfy our obligation to deliver a Final Offering Circular by sending you a notice within two business days after the completion of our sale to you that contains the URL where the Offering Circular was filed may be obtained.

SIXTY SIX OILFIELD SERVICES, INC.

MAXIMUM OFFERING AMOUNT: \$10,000,000

MAXIMUM NUMBER OF SHARES OFFERED HEREBY: 1,000,000,000

This is a public offering (the “Offering”) of securities of SIXTY SIX OILFIELD SERVICES, INC., a Florida corporation (the “Company”). We are offering a maximum of Ten Billion Shares (10,000,000,000) shares (the “Maximum Offering”) of our common stock, par value \$0.001 (the “Common Stock”) at an offering price to be determined after qualification within the range of One Tenth of One Cent (\$0.001) to one Cent (\$0.01) per share (the “Shares”) pursuant to Tier 1 of Regulation A. This Offering is being conducted on a “best efforts” basis, which means that there is no minimum number of Shares that must be sold by us for this offering to close; thus, we may receive no or minimal proceeds from this Offering. This Offering will expire on the first to occur of (a) the sale of all 10,000,000,000 shares of Common Stock offered hereby, (b) September 30, 2023, or (c) when the Company’s board of directors elects to terminate the Offering (as applicable, the “Termination Date”). There is no escrow established for this Offering. We will hold closings upon the receipt of investors’ subscriptions and acceptance of such subscriptions by the Company. If, on the initial closing date, we have sold less than the Maximum Offering, then we may hold one or more additional closings for additional sales, until the earlier of: (i) the sale of the Maximum Offering or (ii) the Termination Date. There is no aggregate minimum requirement for the Offering to become effective, therefore, we reserve the right, subject to applicable securities laws, to begin applying “*dollar one*” of the proceeds from the Offering in accordance with the Use of Proceeds section of this Offering Circular (See section “[Use of Proceeds](#)”) and such other uses as more specifically set forth in this offering circular (“Offering Circular”). We expect to commence the sale of the Shares as of the date on which the offering statement of which this Offering Circular is a part (the “Offering Statement”) is qualified by the United States Securities and Exchange Commission (the “SEC”). Purchasers of the Shares will not be entitled to a refund and could lose their entire investment.

The Company’s Common Stock is listed on the Over The Counter Bulletin Board (“OTCPINK”) under the symbol “SSOF,” and qualified Pink Current Information Tier. For further information, see “[Plan of Distribution - Exchange Listing](#)” of this Offering Circular.

On July 29, 2022, the closing price of our common stock was \$0.0019 per share.

Such Offering price and our valuation was determined by management in order to attract investors in this Offering. The valuation of our currently outstanding shares of Common Stock and the \$0.001 per share Offering Price of the Common Stock has been based upon the trading price and volume of trading of our Common Stock on the OTCPNK exchange and is not based on book value, assets, earnings or any other recognizable standard of value. (See [Determination of Offering Price](#))

In this Offering Circular, unless otherwise noted or unless the context otherwise requires, references to “we,” “us,” “our,” and the “Company” refer to the activities of and the assets and liabilities of the business and operations of SIXTY SIX OILFIELD SERVICES, INC.

No sale may be made to you in this offering, if you do not satisfy the investor suitability standards described in this Offering Circular under Plan of Distribution-State Law Exemptions and Investor Suitability Standards (page 38). Before making any representation that you satisfy the established investor suitability standards, we encourage you to review Rule 251(d)(2)(i)(C) of Regulation A. For general information on investing, we encourage you to refer to www.investor.gov.

Investing in our Common Stock involves a high degree of risk. See “[Risk Factors](#)” for a discussion of certain risks that you should consider in connection with an investment in our Common Stock.

THE U.S. SECURITIES AND EXCHANGE COMMISSION DOES NOT PASS UPON THE MERITS OF OR GIVE ITS APPROVAL TO ANY SECURITIES OFFERED OR THE TERMS OF THE OFFERING, NOR DOES IT PASS UPON THE ACCURACY OR COMPLETENESS OF ANY OFFERING CIRCULAR OR OTHER SOLICITATION MATERIALS. THESE SECURITIES ARE OFFERED PURSUANT TO AN EXEMPTION FROM REGISTRATION WITH THE COMMISSION; HOWEVER, THE COMMISSION HAS NOT MADE AN INDEPENDENT DETERMINATION THAT THE SECURITIES OFFERED ARE EXEMPT FROM REGISTRATION.

	Price to Public	Commissions ⁽¹⁾	Proceeds to the Company ⁽²⁾
<i>Per Share</i>	\$ 0.001	\$ 0.00	\$ 0.009275
<i>Maximum Offering</i>	\$ 10,000,000.00	\$ 0.00	\$ 9,275,000.00

- (1) None of the Shares will be offered through registered broker-dealers to which we will pay commissions, nor will we pay finders for shares from this Offering.
- (2) Accounts for the payment of offering expenses, estimated at \$25,000.00 and convertible promissory notes. See “Plan of Distribution” for further detail.

THE SECURITIES UNDERLYING THIS OFFERING STATEMENT MAY NOT BE SOLD UNTIL QUALIFIED BY THE SECURITIES AND EXCHANGE COMMISSION. THIS OFFERING CIRCULAR IS NOT AN OFFER TO SELL, NOR SOLICITING AN OFFER TO BUY, ANY SHARES OF OUR COMMON STOCK IN ANY STATE OR OTHER JURISDICTION IN WHICH SUCH SALE IS PROHIBITED.

INVESTMENT IN SMALL BUSINESS INVOLVES A HIGH DEGREE OF RISK, AND INVESTORS SHOULD NOT INVEST ANY FUNDS IN THIS OFFERING UNLESS THEY CAN AFFORD TO LOSE THEIR ENTIRE INVESTMENT. SEE “[RISK FACTORS](#)” FOR A DISCUSSION OF CERTAIN RISKS YOU SHOULD CONSIDER BEFORE PURCHASING ANY SHARES IN THIS OFFERING.

AN OFFERING STATEMENT PURSUANT TO REGULATION A RELATING TO THESE SECURITIES HAS BEEN FILED WITH THE U.S. SECURITIES AND EXCHANGE COMMISSION, WHICH WE REFER TO AS THE COMMISSION. INFORMATION CONTAINED IN THIS PRELIMINARY OFFERING CIRCULAR IS SUBJECT TO COMPLETION OR AMENDMENT. THESE SECURITIES MAY NOT BE SOLD NOR MAY OFFERS TO BUY BE ACCEPTED BEFORE THE OFFERING STATEMENT FILED WITH THE COMMISSION IS QUALIFIED. THIS PRELIMINARY OFFERING CIRCULAR SHALL NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY NOR MAY THERE BE ANY SALES OF THESE SECURITIES IN ANY STATE IN WHICH SUCH OFFER, SOLICITATION OR SALE WOULD BE UNLAWFUL BEFORE REGISTRATION OR QUALIFICATION UNDER THE LAWS OF ANY SUCH STATE. WE MAY ELECT TO SATISFY OUR OBLIGATION TO DELIVER A FINAL OFFERING CIRCULAR BY SENDING YOU A NOTICE WITHIN TWO (2) BUSINESS DAYS AFTER THE COMPLETION OF OUR SALE TO YOU THAT CONTAINS THE URL WHERE THE FINAL OFFERING CIRCULAR OR THE OFFERING STATEMENT IN WHICH SUCH FINAL OFFERING CIRCULAR WAS FILED MAY BE OBTAINED.

GENERALLY, NO SALE MAY BE MADE TO YOU IN THIS OFFERING IF THE AGGREGATE PURCHASE PRICE YOU PAY IS MORE THAN TEN PERCENT (10%) OF THE GREATER OF YOUR ANNUAL INCOME OR YOUR NET WORTH. DIFFERENT RULES APPLY TO ACCREDITED INVESTORS AND NON-NATURAL PERSONS. BEFORE MAKING ANY REPRESENTATION THAT YOUR INVESTMENT DOES NOT EXCEED APPLICABLE THRESHOLDS, WE ENCOURAGE YOU TO REVIEW RULE 251 (D)(2)(I)(C) OF REGULATION A. FOR GENERAL INFORMATION ON INVESTING, WE ENCOURAGE YOU TO REFER TO WWW.INVESTOR.GOV.

This Offering Circular follows the disclosure format of Part II(a)(1)(ii) of Form 1-A.

The date of this Offering Circular is October 1, 2022

The Company has not determined if it will require these services or such selected service providers. The Company reserves the right to engage one or more FINRA-member broker-dealers or placement agents in its discretion. Does not include expenses of the Offering, including fees for administrative, accounting, audit and legal services, FINRA filing fees, fees for EDGAR document conversion and filing, and website posting fees, estimated to be as much as \$25,000.

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We are offering to sell, and seeking offers to buy, our securities only in jurisdictions where such offers and sales are permitted. You should rely only on the information contained in this Offering Circular. We have not authorized anyone to provide you with any information other than the information contained in this Offering Circular. The information contained in this Offering Circular is accurate only as of its date, regardless of the time of its delivery or of any sale or delivery of our securities. Neither the delivery of this Offering Circular nor any sale or delivery of our securities shall, under any circumstances, imply that there has been no change in our affairs since the date of this Offering Circular. This Offering Circular will be updated and made available for delivery to the extent required by the federal securities laws.

Unless otherwise indicated, data contained in this Offering Circular concerning the business of the Company are based on information from various public sources. Although we believe that these data are generally reliable, such information is inherently imprecise, and our estimates and expectations based on these data involve a number of assumptions and limitations. As a result, you are cautioned not to give undue weight to such data, estimates or expectations.

In this Offering Circular, unless the context indicates otherwise, references to “*Sixty Six Oilfield Services*,” “*we*,” the “*Company*,” “*our*,” and “*us*” refer to the activities of and the assets and liabilities of the business and operations of SIXTY SIX OILFIELD SERVICES, INC.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

Some of the statements under “*Summary*,” “*Risk Factors*,” “*Management’s Discussion and Analysis of Financial Condition and Results of Operations*,” “*Our Business*” and elsewhere in this Offering Circular constitute forward-looking statements. Forward-looking statements relate to expectations, beliefs, projections, future plans and strategies, anticipated events or trends and similar matters that are not historical facts. In some cases, you can identify forward-looking statements by terms such as “*anticipate*,” “*believe*,” “*could*,” “*estimate*,” “*expect*,” “*intend*,” “*may*,” “*plan*,” “*potential*,” “*should*,” “*will*” and “*would*” or the negatives of these terms or other comparable terminology.

You should not place undue reliance on forward-looking statements. The cautionary statements set forth in this Offering Circular, including in “*Risk Factors*” and elsewhere, identify important factors which you should consider in evaluating our forward-looking statements. The risk factors contained under the headings “*Cautionary Statement Regarding Forward-Looking Statements*” and “*Risk Factors*.”

Although the forward-looking statements in this Offering Circular are based on our beliefs, assumptions and expectations, taking into account all information currently available to us, we cannot guarantee future transactions, results, performance, achievements or outcomes. No assurance can be made to any investor by anyone that the expectations reflected in our forward-looking statements will be attained, or that deviations from them will not be material and adverse. We undertake no obligation, other than as may be required by law, to re-issue this Offering Circular or otherwise make public statements updating our forward-looking statements.

OFFERING SUMMARY

This summary highlights selected information contained elsewhere in this Offering Circular. This summary is not complete and does not contain all the information that you should consider before deciding whether to invest in our Common Stock. You should carefully read the entire Offering Circular, including the risks associated with an investment in the Company discussed in the “[Risk Factors](#)” section of this Offering Circular, before making an investment decision. Some of the statements in this Offering Circular are forward-looking statements. See the section entitled “[Cautionary Statement Regarding Forward-Looking Statements](#).”

No dealer, salesperson or other person is authorized to give any information or to represent anything not contained in this Offering Circular. You must not rely on any unauthorized information or representations. This Offering Circular is an offer to sell only the shares offered hereby, but only under circumstances and in jurisdictions where it is lawful to do so. The information contained in this Offering Circular is current only as of its date.

We are offering to sell, and seeking offers to buy, our securities only in jurisdictions where such offers and sales are permitted. You should rely only on the information contained in this Offering Circular. We have not authorized anyone to provide you with any information other than the information contained in this Offering Circular. The information contained in this Offering Circular is accurate only as of its date, regardless of the time of its delivery or of any sale or delivery of our securities. Neither the delivery of this Offering Circular nor any sale or delivery of our securities shall, under any circumstances, imply that there has been no change in our affairs since the date of this Offering Circular. This Offering Circular will be updated and made available for delivery to the extent required by the federal securities laws.

Unless otherwise indicated, data contained in this Offering Circular concerning the business of the Company are based on information from various public sources. Although we believe that these data are generally reliable, such information is inherently imprecise, and our estimates and expectations based on these data involve a number of assumptions and limitations. As a result, you are cautioned not to give undue weight to such data, estimates or expectations.

In this Offering Circular, unless the context indicates otherwise, references to “we,” “SSOF” the “**Company**,” “**our**,” and “**us**” refer to the activities of and the assets and liabilities of the business and operations of Sixty Six Oilfield Services, Inc. and its subsidiaries.

INDUSTRY AND MARKET DATA

Although we are responsible for all disclosure contained in this Offering Circular, in some cases we have relied on certain market and industry data obtained from third-party sources that we believe to be reliable. Market estimates are calculated by using independent industry publications in conjunction with our assumptions regarding the machine vision for manufacturing industry and market. While we are not aware of any misstatements regarding any market, industry or similar data presented herein, such data involves risks and uncertainties and is subject to change based on various factors, including those discussed under the headings “*Cautionary Statement Regarding Forward-Looking Statements*” and “*Risk Factors*” in this Offering Circular.

Overview of the Company

Sixty Six Oilfield Services, Inc., (SSOF), is a water treatment solutions company focused on implementing a roll-up strategy to deliver water, water technologies, equipment and services to various industries, municipalities, outlets and commercial operations in order to maximize the efficiency and sustainability of the water treatment operations. The Company’s management has over 30 years of business, engineering and operating experience and has acquired the first water company, Sustainable Water Solutions, Inc. (SWS). Additional target acquisitions are in negotiation for the implementation of SSOF’s roll-up strategy. SSOF will offer sustainable technologies, build equipment and provide localized services and water to its client base.

Additional information on the Company and its acquisition targets can be found within this Offering Circular.

REGULATION A+

We are offering our Common Stock pursuant to recently adopted rules by the Securities and Exchange Commission mandated under the Jumpstart Our Business Startups Act of 2012, or the JOBS Act. These offering rules are often referred to as “*Regulation A+*.” We are relying upon “*Tier 1*” of Regulation A+, which allows us to offer of up to \$20 million in a 12-month period.

THE OFFERING

Issuer:	Sixty Six Oilfield Services, Inc.
Shares Offered:	A maximum of Ten Billion (10,000,000,000) shares of our Common Stock (the “ Shares ”) at an offering price of One Tenth of One Cent (\$0.001) per share.
Number of shares of Common Stock Outstanding before the Offering:	999,991,000 (Nine Hundred Ninety-Nine Million, Nine Hundred Ninety-One Thousand) shares of Common Stock
Number of shares of Common Stock to be Outstanding after the Offering:	10,999,991,000 (Ten Billion, Nine Hundred Ninety-Nine Million, Nine Hundred Ninety-One Thousand) shares of Common Stock if the Maximum Offering is sold.
Price per Share:	One Tenth of One Cent (\$0.001).
Maximum Offering:	Ten Billion (10,000,000,000) shares of our Common Stock at an offering price of One Tenth of One Cent (\$0.001) per share, for total gross proceeds of Ten Million Dollars (\$10,000,000) (the “ Maximum Offering ”).
Use of Proceeds:	We will use the net proceeds for working capital, and such other purposes described in the “ Use of Proceeds ” section of this Offering Circular.
Risk Factors:	Investing in our Common Stock involves a high degree of risk. See “Risk Factors.”

ADDITIONAL INFORMATION ABOUT THE OFFERING

Offering Period and Expiration Date

This Offering will start on or immediately prior to the date on which the SEC initially qualifies this Offering Statement (the “**Qualification Date**”) and will terminate on the Termination Date (the “**Offering Period**”).

Procedures for Subscribing

If you decide to subscribe for our Common Stock shares in this Offering, you should:

1. Electronically receive, review, execute, and deliver to us a subscription agreement; and
2. Deliver funds directly by wire or electronic funds transfer via ACH to the Company’s bank account designated in the Company’s subscription agreement.

Any potential investor will have ample time to review the subscription agreement, along with their counsel, prior to making any final investment decision. We shall only deliver such subscription agreement upon request after a potential investor has had ample opportunity to review this Offering Circular.

Right to Reject Subscriptions

After we receive your complete, executed subscription agreement and the funds required under the subscription agreement have been transferred to our designated account, we have the right to review and accept or reject your subscription in whole or in part, for any reason or for no reason. We will return all monies from rejected subscriptions immediately to you, without interest or deduction.

Acceptance of Subscriptions

Upon our acceptance of a subscription agreement, we will countersign the subscription agreement and issue the shares subscribed at closing. Once you submit the subscription agreement and it is accepted, you may not revoke or change your subscription or request your subscription funds. All accepted subscription agreements are irrevocable.

Under Rule 251 of Regulation A, non-accredited, investors are subject to the investment limitation and may only invest funds which do not exceed 10% of the greater of the purchaser's revenue or net assets (as of the purchaser's most recent fiscal year end). A non-accredited, natural person may only invest funds, which do not exceed 10% of the greater of the purchaser's annual income or net worth (please see below on how to calculate your net worth).

For the purposes of calculating your net worth, it is defined as the difference between total assets and total liabilities. This calculation must exclude the value of your primary residence and may exclude any indebtedness secured by your primary residence (up to an amount equal to the value of your primary residence). In the case of fiduciary accounts, net worth and/or income suitability requirements may be satisfied by the beneficiary of the account or by the fiduciary, if the fiduciary directly or indirectly provides funds for the purchase of the shares.

In order to purchase shares and prior to the acceptance of any funds from an investor, an investor will be required to represent, to the company's satisfaction, that he is either an accredited investor or is in compliance with the 10% of net worth or annual income limitation on investment in this offering.

Forum Selection Provision

The subscription agreement includes a forum selection provision that requires that, to the fullest extent permitted by applicable law, subscribers bring any claims against the Company based on the subscription agreement in a state or federal court of competent jurisdiction in the State of Pennsylvania. The forum selection provision may limit investors' ability to bring claims in a judicial forum that they believe is favorable to such disputes and may discourage lawsuits with respect to such claims. The Company has adopted the provision since Florida has a well-developed framework for contract law and seeks to limit the time and expense incurred by its management to challenge any such claims. As a company with a small management team, this provision allows our officers to not lose a significant amount of time travelling to any particular forum so they may continue to focus on operations of the company. The foregoing notwithstanding, if there is an applicable law that does not permit such forum selection (e.g., the Exchange Act or the Securities Act), then the forum selection provision would not be permissible and, therefore, not applicable. We hereby confirm that the forum selection provision in our subscription agreement does not apply to federal securities law claims.

Where You Can Find More Information

We have filed with the SEC a Regulation A Offering Statement on Form 1-A under the Securities Act of 1993, as amended, with respect to the shares of Common Stock offered hereby. This Offering Circular, which constitutes a part of the Offering Statement, does not contain all of the information set forth in the Offering Statement or the exhibits and schedules filed therewith. For further information about us and the Common Stock offered hereby, we refer you to the Offering Statement and the exhibits and schedules filed therewith. Statements contained in this Offering Circular regarding the contents of any contract or other document that is filed as an exhibit to the Offering Statement are not necessarily complete, and each such statement is qualified in all respects by reference to the full text of such contract or other document filed as an exhibit to the Offering Statement. Upon the completion of this Offering, we will be required to file periodic reports, proxy statements, and other information with the SEC pursuant to the Securities Exchange Act of 1934. You may read and copy this information at the SEC's Public Reference Room, 100 F Street, N.E., Room 1580, Washington, D.C. 20549. You may obtain information on the operation of the Public Reference Room by calling the SEC at 1-800-SEC-0330. The SEC also maintains an Internet website that contains reports, proxy statements and other information about issuers, including us, that file electronically with the SEC. The address of this site is www.sec.gov.

Incorporation of Information by Reference

The SEC allows us to “incorporate by reference” into this offering circular the information we file with the SEC, which means that we can disclose important information to you by referring you to other documents filed separately with the SEC. The information incorporated by reference is considered part of this offering circular. Any information incorporated by reference will automatically be deemed to be modified or superseded to the extent that information in this offering circular or in a later filed document that is incorporated or deemed to be incorporated herein by reference modifies or replaces such information.

We urge you to carefully read this offering circular and the documents incorporated by reference herein, before purchasing any shares of Common Stock offered under this offering circular. This offering circular may add or update information contained in the documents incorporated by reference herein. To the extent that any statement that we make in this offering circular is inconsistent with statements made in the documents incorporated by reference herein, you should rely on the information in this offering circular and the statements made in this offering circular will be deemed to modify or supersede those made in the documents incorporated by reference herein.

You should rely only on the information contained in this offering circular or incorporated herein by reference. We have not authorized anyone to provide you with different information. No dealer, salesperson or other person is authorized to give any information or to represent anything not contained in this offering circular or incorporated herein by reference. You should not rely on any unauthorized information or representation. This offering circular is an offer to sell only the securities offered hereby, and only under circumstances and in jurisdictions where it is lawful to do so. You should assume that the information in this offering circular is accurate only as of the date on the front of the applicable document and that any information we have incorporated by reference is accurate only as of the date of the document incorporated by reference, regardless of the time of delivery of this offering circular, or any sale of a security.

We further note that the representations, warranties and covenants made by us in any agreement that is filed as an exhibit to any document that is incorporated by reference in this offering circular were made solely for the benefit of the parties to such agreement, including, in some cases, for the purpose of allocating risk among the parties to such agreements, and should not be deemed to be a representation, warranty or covenant to you. Moreover, such representations, warranties or covenants were accurate only as of the date when made. Accordingly, such representations, warranties and covenants should not be relied on as accurately representing the current state of our affairs.

We will provide, without charge and upon oral or written request, to each person, including any beneficial owner, to whom a copy of this offering circular have been delivered, a copy of any of the documents incorporated by reference into this offering circular but not delivered with them. You may obtain a copy of these filings, at no cost, by writing or calling us at Sustainable Water Solutions, Inc., 335 Constance Drive, Warminster, PA 18974, (215) 962-9378. Exhibits to these filings will not be provided unless those exhibits have been specifically incorporated by reference in this offering circular.

**THE OFFERING:
REGULATION A+; CONTINUOUS REPORTING
REQUIREMENTS UNDER REGULATION A**

We are offering our Common Stock pursuant to recently adopted rules by the Securities and Exchange Commission mandated under the Jumpstart Our Business Startups Act of 2012, or the JOBS Act. These offering rules are often referred to as “*Regulation A+*.” We are relying upon “*Tier 1*” of Regulation A+, which allows us to offer of up to \$20 million in a 12-month period.

In accordance with the requirements of Tier 1 of Regulation A+, we will be required to update certain issuer information by electronically filing a Form 1-Z exit report with the Commission on EDGAR not later than 30 calendar days after termination or completion of an offering.

This Offering Circular contains a fair summary of the material terms of documents summarized herein. All concepts, goals, estimates and business intentions are revealed and disclosed as such are known to management as of the date of this Offering Circular. Circumstances may change so as to alter the information presented herein at a later date. This material will be updated by Amendment to this document and by means of press releases and other communications to Shareholders. You should carefully read the entire Offering Circular, including the risks associated with an investment in the company discussed in the “Risk Factors” section of this Offering Circular, before making an investment decision. Some of the statements in this Offering Circular are forward-looking statements. See the section entitled “[Cautionary Statement Regarding Forward-Looking Statements.](#)”

As used in this Offering Circular, all references to “Sixty Six Oilfield Services,” “capital stock,” “Common Stock,” “Shares,” “preferred stock,” “stockholders,” “shareholders” applies only to SIXTY SIX OILFIELD SERVICES, INC. As used in this Offering Circular, the terms “Company,” “we,” “our” or words of like import mean SIXTY SIX OILFIELD SERVICES, INC., and its direct and indirect subsidiaries. All references in this Offering Circular to “years” and “fiscal years” means the twelve-month period ended December 31.

RISK FACTORS

An investment in our Common Stock involves a high degree of risk. You should carefully consider the risks described below, together with all of the other information included in this Offering Circular, before making an investment decision. If any of the following risks actually occurs, our business, financial condition, or results of operations could suffer. In that case, the trading price of our shares of Common Stock could decline and you may lose all or part of your investment. See “[Cautionary Statement Regarding Forward-Looking Statements](#)” above for a discussion of forward-looking statements and the significance of such statements in the context of this Offering Circular.

Risks Related to Our Business

OUR ABILITY TO CONTINUE AS A GOING CONCERN IS IN SUBSTANTIAL DOUBT ABSENT OBTAINING ADEQUATE NEW DEBT OR EQUITY FINANCINGS.

Our continued existence is dependent upon us obtaining adequate working capital to fund all of our planned operations. Working capital limitations continue to impinge on our day-to-day operations, thus contributing to continued operating losses. Thus, if we are unable to raise funds to fund the assembling and commercialization of our acquisitions solutions, we may not be able to continue as a going concern and you will lose your investment. We have incurred accumulated operating losses since inception and have working capital deficits at the end of 2021, 2020, 2019 and 2018. If the Company is able to raise the necessary funds to execute its business plan or if the Company earns any revenues from its business operations, some of these funds will have to be used to pay off the outstanding accounts payable and debt of the Company.

Our independent accounting firm has included in its report the qualification that these conditions raise a substantial doubt about the Company’s ability to continue as a going concern. The report also states that the financial statements do not include any adjustments that might result from the outcome of this uncertainty.

WE NEED ADDITIONAL CAPITAL TO FUND OUR GROWING OPERATIONS, AND WE MAY NOT BE ABLE TO OBTAIN SUFFICIENT CAPITAL AND MAY BE FORCED TO LIMIT THE SCOPE OF OUR OPERATIONS OR CEASE OPERATIONS ALTOGETHER.

We need additional capital to fund our operations and we may not be able to obtain such capital, which would cause us to limit or cease our operations entirely. The conditions of the global credit markets may adversely affect our ability to raise capital in the future. If adequate additional financing is not available on reasonable terms or at all, we may not be able to execute our business plans and may have to modify them accordingly or even suspend them.

Even if we do find a source of additional capital, we may not be able to negotiate favorable terms and conditions for receiving the additional capital. Any future capital investments will dilute or otherwise materially and adversely affect the holdings or rights of our existing shareholders. In addition, new equity or debt securities issued by us to obtain financing could have rights, preferences and privileges senior to our Common Stock. We cannot give you any assurance that any additional financing will be available to us, or if available, will be on terms favorable to us.

LOSS OF KEY PERSONNEL CRITICAL FOR MANAGEMENT DECISIONS WOULD HAVE AN ADVERSE IMPACT ON OUR BUSINESS

Our success depends upon the continued contributions of our executive officers and/or key employees, particularly with respect to providing the critical management decisions and contacts necessary to manage acquisitions, product development, marketing, and growth within our industry. Competition for qualified personnel can be intense and there are a limited number of people with the requisite knowledge and experience. Under these conditions, we could be unable to attract and retain these personnel. The loss of the services of any of our executive officers or other key employees for any reason could have a material adverse effect on our business, operating results, financial condition, and cash flows.

WE EXPECT SIGNIFICANT COMPETITION FOR OUR PRODUCTS AND SERVICES.

Some of our competitors and potential competitors are well established and have substantially greater financial, research and development, technical, manufacturing and marketing resources than we have today. If these larger competitors decide to focus on the acquisition of service and water technology companies, they could have the manufacturing, marketing and sales capabilities to complete research, development and commercialization of these products more quickly and effectively than we can. As of today, there can also be no assurance that current and future competitors will not develop new or enhanced technical services technologies or more cost-effective systems.

INTERNATIONAL REGULATION MAY ADVERSELY AFFECT OUR PLANNED PRODUCT SALES.

As a part of our marketing strategy, we plan to market and sell our technical services and technological solutions internationally. In addition to regulation by the U.S. government, our technological solutions will be subject to environmental and safety regulations in each country in which we market and sell. We anticipate that regulations will vary from country to country and will vary from those of the United States. The difference in regulations and the laws of foreign countries may be significant and, in order to comply with the laws of these foreign countries, our suppliers may have to implement manufacturing changes or alter product design, or we may need to modify our marketing efforts. Any changes in our business practices or products will require response to the laws of foreign countries and may result in additional expense to the Company and either reduce or delay product sales.

UNPREDICTABLE EVENTS, SUCH AS THE COVID-19 OUTBREAK, AND ASSOCIATED BUSINESS DISRUPTIONS COULD SERIOUSLY HARM OUR FUTURE REVENUES AND FINANCIAL CONDITION, DELAY OUR OPERATIONS, INCREASE OUR COSTS AND EXPENSES, AND AFFECT OUR ABILITY TO RAISE CAPITAL.

Unpredictable events, such as extreme weather conditions, acts of God and medical epidemics such as the COVID-19 outbreak, and other natural or manmade disasters or business interruptions may cause damage or disruption to our operations, international commerce and the global economy, and thus could have a strong negative effect on us. Our business operations are subject to interruption by natural disasters, fire, power shortages, pandemics and other events beyond our control. In December 2019, a novel strain of coronavirus, COVID-19, was reported in Wuhan, China. The World Health Organization has since declared the outbreak to constitute a pandemic. The extent of the impact of COVID-19 on our operational and financial performance will depend on certain developments, including the duration and spread of the outbreak, impact on our customers and our sales cycles, impact on our customer, employee or industry events, and effect on our vendors, all of which are uncertain and cannot be predicted.

At this point, the extent to which COVID-19 may impact our financial condition or results of operations is uncertain. Additionally, COVID-19 has caused significant disruptions to the global financial markets, which could impact our ability to raise additional capital. There is also a risk that other countries or regions may be less effective at containing COVID-19, or it may be more difficult to contain if the outbreak reaches a larger population or broader geography, in which case the risks described herein could be elevated significantly.

Risks Related to Our Common Stock

THE OFFERING PRICE OF THE SHARES WAS ARBITRARILY DETERMINED, AND THEREFORE SHOULD NOT BE USED AS AN INDICATOR OF THE FUTURE MARKET PRICE OF THE SHARES. THEREFORE, THE OFFERING PRICE BEARS NO RELATIONSHIP TO THE ACTUAL VALUE OF THE COMPANY, AND MAY MAKE OUR SHARES DIFFICULT TO SELL.

Our Shares are currently listed on OTC Markets trading under the symbol SSOF, the offering price of \$0.001 per share for the Shares of Common Stock was arbitrarily selected. The offering price bears no relationship to the book value, assets or earnings of the Company or any other recognized criteria of value. The offering price should not be regarded as an indicator of the future market price of the Shares.

OUR STOCK PRICE MAY BE VOLATILE, AND YOU MAY NOT BE ABLE TO SELL YOUR SHARES FOR MORE THAN WHAT YOU PAID OR AT ALL.

Our stock price may be subject to significant volatility, and you may not be able to sell shares of Common Stock at or above the price you paid for them or at all. The trading price of our Common Stock may be subject to fluctuations in response to various factors.

WE MAY BE SUBJECT TO THE “PENNY STOCK” RULES WHICH WILL ADVERSELY AFFECT THE LIQUIDITY OF OUR COMMON STOCK.

The Securities and Exchange Commission (the “SEC”), has adopted regulations which generally define “penny stock” to be an equity security that has a market price of less than \$5.00 per share, subject to specific exemptions. The market price of our Common Stock may be less than \$5.00 per share and therefore we will be considered a “penny stock” according to SEC rules. This designation requires any broker-dealer selling these securities to disclose certain information concerning the transaction, obtain a written agreement from the purchaser and determine that the purchaser is reasonably suitable to purchase the securities. These rules limit the ability of broker-dealers to solicit purchases of our Common Stock and therefore reduce the liquidity of the public market for our shares should one develop.

OUR SECURITIES ARE CURRENTLY TRADED ON THE OTCMARKETS®, WHICH MAY NOT PROVIDE AS MUCH LIQUIDITY FOR OUR INVESTORS AS MORE RECOGNIZED SENIOR EXCHANGES SUCH AS THE NASDAQ STOCK MARKET OR OTHER NATIONAL OR REGIONAL EXCHANGES.

Our Common Stock is currently listed on the OTCMarkets®, with a trading symbol of SSOF. The OTC Markets are inter-dealer, over-the-counter markets that provide significantly less liquidity than the NASDAQ Stock Market or other national or regional exchanges. Securities traded on the OTC Markets are usually thinly traded, highly volatile, have fewer market makers and are not followed by analysts. The SEC’s order handling rules, which apply to NASDAQ-listed securities, do not apply to securities quoted on the OTC Markets. Quotes for stocks included on the OTC Markets are not listed in newspapers. Therefore, prices for securities traded solely on the OTC Markets may be difficult to obtain and holders of our securities may be unable to resell their securities at or near their original acquisition price, or at any price.

WE MAY NOT SATISFY NASDAQ’S INITIAL QUOTATION STANDARDS AND, EVEN IF WE DO, WE MAY BE REMOVED FROM QUOTATION IN THE FUTURE.

We hope to eventually apply to quote our Common Stock on NASDAQ. Our Common Stock will not commence trading on NASDAQ until a number of conditions are met, including that we have raised the minimum amount of offering proceeds necessary for us to meet the initial quotation requirements of NASDAQ. There is no guarantee that we will be able to meet all such requirements.

In the event we are able to quote our Common Stock on NASDAQ, we will be required to meet certain financial, public float, bid price and liquidity standards on an ongoing basis in order to continue the quotation of our Common Stock. If we fail to meet these continued listing requirements, our Common Stock may be subject to removal from quotation. If our Common Stock were to no longer be quoted on NASDAQ and we could not list or quote our Common Stock on another national securities exchange, we expect our securities would be quoted on an over-the-counter market. If this were to occur, our stockholders could face significant material adverse consequences, including limited availability of market quotations for our Common Stock and reduced liquidity for the trading of our securities. In addition, we could experience a decreased ability to issue additional securities and obtain additional financing in the future.

FINANCIAL INDUSTRY REGULATORY AUTHORITY (“FINRA”) SALES PRACTICE REQUIREMENTS MAY ALSO LIMIT A STOCKHOLDER’S ABILITY TO BUY AND SELL OUR COMMON STOCK, WHICH COULD DEPRESS THE PRICE OF OUR COMMON STOCK.

FINRA has adopted rules that require a broker-dealer to have reasonable grounds for believing that the investment is suitable for that customer before recommending an investment to a customer. Prior to recommending speculative low-priced securities to their non-institutional customers, broker-dealers must make reasonable efforts to obtain information about the customer’s financial status, tax status, investment objectives, and other information. Under interpretations of these rules, FINRA believes that there is a high probability that speculative low-priced securities will not be suitable for at least some customers. Thus, the FINRA requirements make it more difficult for broker-dealers to recommend that their customers buy our Common Stock, which may limit your ability to buy and sell our shares of Common Stock, have an adverse effect on the market for our shares of Common Stock, and thereby depress our price per share of Common Stock.

BECAUSE DIRECTORS AND OFFICERS CURRENTLY AND FOR THE FORESEEABLE FUTURE WILL CONTINUE TO CONTROL SSOF, IT IS NOT LIKELY THAT YOU WILL BE ABLE TO ELECT DIRECTORS OR HAVE ANY SAY IN THE POLICIES OF SSOF.

Our shareholders are not entitled to cumulative voting rights. Consequently, the election of directors and all other matters requiring shareholder approval will be decided by majority vote. The directors and officers of SSOF beneficially own approximately 80% of the current voting rights with the CEO, COO and the lead investor holding the voting control Series A Preferred Shares. Due to such significant ownership position held by our insiders, new investors may not be able to effect a change in our business or management, and therefore, shareholders would have no recourse as a result of decisions made by management. Mr. Daniel Sobolewski (CEO), and Mr. Donald Keer (COO) hold all of the Series A Preferred Shares equally, 250,000 shares each, which are the voting control block.

In addition, sales of significant amounts of shares held by our officers and directors, or the prospect of these sales, could adversely affect the market price of our Common Stock. Management's stock ownership may discourage a potential acquirer from making a tender offer or otherwise attempting to obtain control of us, which in turn could reduce our stock price or prevent our shareholders from realizing a premium over our stock price.

SINCE WE INTEND TO RETAIN ANY EARNINGS FOR DEVELOPMENT OF OUR BUSINESS FOR THE FORESEEABLE FUTURE, YOU WILL LIKELY NOT RECEIVE ANY DIVIDENDS FOR THE FORESEEABLE FUTURE.

We have never declared or paid any cash dividends or distributions on our capital stock. We currently intend to retain our future earnings to support operations and to finance expansion and therefore we do not anticipate paying any cash dividends on our Common Stock in the foreseeable future.

A SIGNIFICANT NUMBER OF OUR SHARES WILL BE ELIGIBLE FOR SALE AND THEIR SALE OR POTENTIAL SALE MAY DEPRESS THE MARKET PRICE OF OUR COMMON STOCK.

Sales of a significant number of shares of our Common Stock in the public market could harm the market price of our Common Stock. This Offering Circular relates to the sale of up to 1,00,000,000 shares of our Common Stock, which represents approximately 1.43 times our current issued and outstanding shares of our Common Stock. As additional shares of our Common Stock become available for resale in the public market pursuant to this offering, and otherwise, the supply of our Common Stock will increase, which could decrease its price.

AN INVESTMENT IN THE COMPANY'S COMMON STOCK IS EXTREMELY SPECULATIVE AND THERE CAN BE NO ASSURANCE OF ANY RETURN ON ANY SUCH INVESTMENT.

Our Common Stock is currently quoted on the OTC Pink Tier maintained by OTC Markets Group, Inc. under the symbol "SSOF"; however, an investment in the Company's Common Stock is extremely speculative and there is no assurance that investors will obtain any return on their investment. Investors will be subject to substantial risks involved in an investment in the Company, including the risk of losing their entire investment. The market price of our Common Stock is subject to significant fluctuations in response to variations in our quarterly operating results, general trends in the market and other factors, many of which we have little or no control over. In addition, broad market fluctuations, as well as general economic, business and political conditions, may adversely affect the market for our Common Stock, regardless of our actual or projected performance.

AS AN “EMERGING GROWTH COMPANY” UNDER THE JOBS ACT, WE ARE PERMITTED TO RELY ON EXEMPTIONS FROM CERTAIN DISCLOSURE REQUIREMENTS.

We qualify as an “emerging growth company” under the JOBS Act. As a result, we are permitted to, and intend to, rely on exemptions from certain disclosure requirements. For so long as we are an emerging growth company, we will not be required to:

- Have an auditor report on our internal control over financial reporting pursuant to Section 404(b) of the Sarbanes-Oxley Act;
- Comply with any requirement that may be adopted by the Public Company Accounting Oversight Board regarding mandatory audit firm rotation or a supplement to the auditor’s report providing additional information about the audit and the consolidated financial statements (i.e., an auditor discussion and analysis);
- Submit certain executive compensation matters to stockholder advisory votes, such as “say-on-pay” and “say-on-frequency”; and
- Disclose certain executive compensation related items such as the correlation between executive compensation and performance and comparisons of the chief executive officer’s compensation to median employee compensation.

In addition, Section 102 of the JOBS Act also provides that an emerging growth company can take advantage of the extended transition period provided in Section 7(a)(2)(B) of the Securities Act for complying with new or revised accounting standards. In other words, an emerging growth company can delay the adoption of certain accounting standards until those standards would otherwise apply to private companies. We have elected to take advantage of the benefits of this extended transition period. Our consolidated financial statements may therefore not be comparable to those of companies that comply with such new or revised accounting standards.

We will remain an “emerging growth company” for up to five years, or until the earliest of (i) the last day of the first fiscal year in which our total annual gross revenues exceed \$1 billion, (ii) the date that we become a “large accelerated filer” as defined in Rule 12b-2 under the Exchange Act, which would occur if the market value of our ordinary shares that is held by non-affiliates exceeds \$700 million as of the last business day of our most recently completed second fiscal quarter or (iii) the date on which we have issued more than \$1 billion in non-convertible debt during the preceding three-year period.

Until such time, however, we cannot predict if investors will find our Common Stock less attractive because we may rely on these exemptions. If some investors find our Common Stock less attractive as a result, there may be a less active trading market for our Common Stock and the price of our securities may be more volatile.

Risks Related to this Offering

OUR OFFERING DIFFERS SIGNIFICANTLY FROM AN UNDERWRITTEN INITIAL PUBLIC OFFERING

This is not an underwritten initial public offering. This listing differs from an underwritten initial public offering in several significant ways, which include, but are not limited to, the following:

- There are no underwriters. Consequently, there will be no book building process and no price at which underwriters initially sold shares to the public to help inform efficient price discovery;
- There can be no assurance that we will be able to stay current with OTC Bulletin Board Pink Current Information requirements;

- There may be low trading volume of our Common Stock limiting their liquidity;
- We are not currently working with a market maker, therefore is no underwriters' option to purchase additional shares to help stabilize, maintain, or affect the public price of our Common Stock;
- Given that there will be no underwriters' option to purchase additional shares or otherwise underwriters in engaging in stabilizing transactions, there could be greater volatility in the public price of our Common Stock during the period immediately following qualification of this Offering; and
- We will not conduct a traditional "roadshow" with underwriters prior to the qualification of this Offering. As a result, there may not be efficient price discovery with respect to our ordinary shares or sufficient demand among investors immediately after our listing, which could result in a more volatile public price of our ordinary shares.

Such differences from an underwritten initial public offering could result in a volatile market price for our Common Stock and uncertain trading volume and may adversely affect your ability to sell your Common Stock.

THE PUBLIC PRICE OF OUR COMMON STOCK MAY BE VOLATILE AND COULD FOLLOWING A SALE DECLINE SIGNIFICANTLY AND RAPIDLY

As this Offering is taking place via a process that is not an underwritten initial public offering, there will be no book building process and no price at which underwriters initially sold shares to the public to help inform efficient price discovery with respect to the opening trades on securities exchange markets. Following this Offering, the public price of our Common Stock on the OTCPNK exchange may lead to price volatility.

NO MINIMUM CAPITALIZATION

We do not have a minimum capitalization and we may use the proceeds from this Offering immediately following our acceptance of the corresponding subscription agreements. It is possible we may only raise a minimum amount of capital, which could leave us with insufficient capital to operate our business segments, potentially resulting in greater operating losses unless we are able to raise the required capital from alternative sources. There is no assurance that alternative capital, if needed, would be available on terms acceptable to us, or at all.

WE MAY NOT BE ABLE TO MAINTAIN A LISTING OF OUR COMMON STOCK

To maintain our listing on the OTCPNK exchange, we must meet certain financial and liquidity criteria to maintain such listing. If we violate the maintenance requirements for continued listing of our Common Stock, our Common Stock may be delisted. In addition, our board may determine that the cost of maintaining our listing on a national securities exchange outweighs the benefits of such listing. A delisting of our Common Stock from the OTCPNK Market may materially impair our stockholders' ability to buy and sell our Common Stock and could have an adverse effect on the market price of, and the efficiency of the trading market for, our Common Stock. In addition, in order to maintain our listing, we will be required to, among other things, file our regular quarterly reports on otcmarkets.com. The post-qualification amendment of the Offering Statement is subject to review by the SEC, and there is no guarantee that such amendment will be qualified promptly after filing. Any delay in the qualification of the post-qualification amendment may cause a delay in the trading of offering Shares. For all of the foregoing reasons, you may experience a delay between the closing of your purchase of shares of our Common Stock and the commencement of exchange trading of our Common Stock. In addition, the delisting of our Common Stock could significantly impair our ability to raise capital.

There may be significantly less trading volume and analyst coverage of, and significantly less investor interest in, our Common Stock, which may lead to lower trading prices for our Common Stock.

THIS OFFERING HAS NOT BEEN REVIEWED BY INDEPENDENT PROFESSIONALS

We have not retained any independent professionals to review or comment on this Offering or otherwise protect the interest of the investors hereunder. Although we have retained our own counsel, neither such counsel nor any other counsel has made, on behalf of the investors, any independent examination of any factual matters represented by management herein. Therefore, for purposes of making a decision to purchase our Shares, you should not rely on our counsel with respect to any matters herein described. Prospective investors are strongly urged to rely on the advice of their own legal counsel and advisors in making a determination to purchase our Shares.

THERE HAS BEEN NO PUBLIC MARKET FOR OUR COMMON STOCK PRIOR TO THIS OFFERING, AND AN ACTIVE MARKET IN WHICH INVESTORS CAN RESELL THEIR SHARES MAY NOT DEVELOP

Prior to this Offering, there has been no public market for our Common Stock. We cannot predict the extent to which an active market for our Common Stock will develop or be sustained after this Offering, or how the development of such a market might affect the market price of our Common Stock. The initial offering price of our Common Stock in this offering is based on a number of factors, including market conditions in effect at the time of the offering, and it may not be in any way indicative of the price at which our shares will trade following the completion of this offering. Investors may not be able to resell their shares at or above the initial offering price.

THE MARKET PRICE OF OUR COMMON STOCK MAY FLUCTUATE, AND YOU COULD LOSE ALL OF PART OF YOUR INVESTMENT

The offering price for our Common Stock is based on a number of factors. The price of our Common Stock may decline following this Offering. The stock market in general, and the market price of our Common Stock, will likely be subject to fluctuation, whether due to, or irrespective of, our operating results, financial condition and prospects. Our financial performance, our industry's overall performance, changing consumer preferences, technologies and advertiser requirements, government regulatory action, tax laws and market conditions in general could have a significant impact on the future market price of our Common Stock. Some of the other factors that could negatively affect our share price or result in fluctuations in our share price includes:

- actual or anticipated variations in our periodic operating results;
- increases in market interest rates that lead purchasers of our Common Stock to demand a higher yield;
- changes in earnings estimates;
- changes in market valuations of similar companies;
- actions or announcements by our competitors;
- adverse market reaction to any increased indebtedness we may incur in the future;
- additions or departures of key personnel;
- actions by stockholders;
- speculation in the press or investment community; and
- our intentions and ability to list our Common Stock on a national securities exchange and our subsequent ability to maintain such listing.

WE DO NOT EXPECT TO DECLARE OR PAY DIVIDENDS IN THE FORESEEABLE FUTURE

We do not expect to declare or pay dividends in the foreseeable future, as we anticipate that we will invest future earnings in the development and growth of our business. Therefore, holders of our Common Stock will not receive any return on their investment unless they sell their securities, and holders may be unable to sell their securities on favorable terms or at all.

SALES OF OUR COMMON STOCK UNDER RULE 144 COULD REDUCE THE PRICE OF OUR STOCK

In general, persons holding “restricted securities,” including affiliates, must hold their shares for a period of at least six (6) months, may not sell more than one percent (1%) of the total issued and outstanding shares in any ninety (90) day period, and must resell the shares in an unsolicited brokerage transaction at the market price. However, Rule 144 will only be available for resale in the ninety (90) days after the Company files its semi-annual reports on Form 1-SA and annual reports on Form 1-K, unless the Company voluntarily files interim quarterly reports on Form 1-U, which the Company has not yet decided to do. The availability for sale of substantial amounts of common stock under Rule 144 could reduce prevailing market prices for our securities.

OUR FAILURE TO MAINTAIN EFFECTIVE INTERNAL CONTROLS OVER FINANCIAL REPORTING COULD HAVE AN ADVERSE IMPACT ON US

We are required to establish and maintain appropriate internal controls over financial reporting. Failure to establish those controls, or any failure of those controls once established, could adversely impact our public disclosures regarding our business, financial condition or results of operations. In addition, management’s assessment of internal controls over financial reporting may identify weaknesses and conditions that need to be addressed in our internal controls over financial reporting or other matters that may raise concerns for investors. Any actual or perceived weaknesses and conditions that need to be addressed in our internal control over financial reporting, disclosure of management’s assessment of our internal controls over financial reporting or disclosure of our public accounting firm’s attestation to or report on management’s assessment of our internal controls over financial reporting may have an adverse impact on the price of our Common Stock.

MANAGEMENT DISCRETION AS TO THE ACTUAL USE OF THE PROCEEDS DERIVED FROM THIS OFFERING

The net proceeds from this Offering will be used for the purposes described under “Use of Proceeds.” However, we reserve the right to use the funds obtained from this Offering for other similar purposes not presently contemplated which we deem to be in the best interests of the Company and our shareholders in order to address changed circumstances or opportunities. As a result of the foregoing, our success will be substantially dependent upon the discretion and judgment of the Board of Directors with respect to application and allocation of the net proceeds of this Offering. Investors who purchase our Common Stock will be entrusting their funds to our Board of Directors, upon whose judgment and discretion the investors must depend.

THE OFFERING PRICE OF OUR COMMON STOCK WAS ARBITRARILY DETERMINED AND DOES NOT REFLECT THE VALUE OF THE COMPANY, OUR ASSETS OR OUR BUSINESS

The offering price of our Common Stock was arbitrarily determined by our management and is not based on book value, assets, earnings or any other recognizable standard of value. We arbitrarily established the offering price considering such matters as the state of our business development and the general condition of, and opportunities present in, the industry in which we operate. No assurance can be given that our Common Stock Shares, or any portion thereof, could be sold for the offering price or for any amount. If profitable results are not achieved from our operations, of which there can be no assurance, the value of our Common Stock sold pursuant to this Offering will fall below the offering price and become worthless. Prospective investors should not consider the offering price of the Common Stock as indicative of their actual value. The offering price bears little relationship to our assets, net worth, or any other objective criteria.

GENERAL SECURITIES INVESTMENT RISKS

All investments in securities involve the risk of loss of capital. No guarantee or representation is made that an investor will receive a return of its capital. The value of our Common Stock can be adversely affected by a variety of factors, including development problems, regulatory issues, technical issues, commercial challenges, competition, legislation, government intervention, industry developments and trends, and general business and economic conditions.

MULTIPLE SECURITIES OFFERINGS AND POTENTIAL FOR INTEGRATION OF OUR OFFERINGS

We are currently and will in the future be involved in one or more additional offers of our securities in other unrelated securities offerings. Any two or more securities offerings undertaken by us could be found by the SEC, or a state securities regulator, agency, to be “integrated” and therefore constitute a single offering of securities, which finding could lead to a disallowance of certain exemptions from registration for the sale of our securities in such other securities offerings. Such a finding could result in disallowance of one or more of our exemptions from registration, which could give rise to various legal actions on behalf of a federal or state regulatory agency and the Company.

THE OFFERING IS NOT REVIEWED BY INDEPENDENT PROFESSIONALS

We have not retained any independent professionals to review or comment on this Offering or otherwise protect the interest of the investors hereunder. Although we have retained our own counsel, neither such counsel nor any other counsel has made, on behalf of the investors, any independent examination of any factual matters represented by management herein. Therefore, for purposes of making a decision to purchase our Common Stock, you should not rely on our counsel with respect to any matters herein described. Prospective investors are strongly urged to rely on the advice of their own legal counsel and advisors in making a determination to purchase our Common Stock.

WE CANNOT GUARANTEE THAT WE WILL SELL AND SPECIFIC NUMBER OF COMMON SHARES IN THIS OFFERING

There is no commitment by anyone to purchase all or any part of the Common Stock Shares offered hereby and, consequently, we can give no assurance that all of the Common Stock shares in this Offering will be sold. Additionally, there is no underwriter for this Offering; therefore, you will not have the benefit of an underwriter’s due diligence efforts that would typically include the underwriter being involved in the preparation of this Offering Circular and the pricing of our Common Stock shares offered hereunder. Therefore, there can be no assurance that this Offering will be successful or that we will raise enough capital from this Offering to further our development and business activities in a meaningful manner. Finally, prospective investors should be aware that we reserve the right to withdraw, cancel, or modify this Offering at any time without notice, to reject any subscription in whole or in part, or to allot to any prospective purchaser fewer Common Stock Shares than the number for which he or she subscribed.

INVESTORS WILL EXPERIENCE IMMEDIATE AND SUBSTANTIAL DILUTION IN THE BOOK VALUE OF THEIR INVESTMENT, AND WILL EXPERIENCE ADDITIONAL DILUTION IN THE FUTURE

If you purchase our Common Stock in this Offering, you will experience immediate and substantial dilution because the price you pay will be substantially greater than the net tangible book value per share of the shares you acquire. Since we will require funds in addition to the proceeds of this Offering to conduct our planned business, we will raise such additional funds, to the extent not generated internally from operations, by issuing additional equity and/or debt securities, resulting in further dilution to our existing stockholders (including purchasers of our Common Stock in this Offering).

WE MAY BE UNABLE TO MEET OUR CURRENT AND FUTURE CAPITAL REQUIREMENTS FROM CAPITAL RAISED BY THIS OFFERING

Our capital requirements depend on numerous factors, including but not limited to the rate and success of our development efforts, marketing efforts, market acceptance of our products and services and other related services, our ability to establish and maintain our agreements with the services currently operating, our ability to maintain and expand our user base, the rate of expansion of our user community, the level of resources required to develop and operate our products and services, information systems and research and development activities, the availability of software and services provided by third-party vendors and other factors. The capital requirements relating to development of our technology and the continued and expanding operations of our business segments will be significant. We cannot accurately predict the timing and amount of such capital requirements. However, we are dependent on the proceeds of this Offering as well as additional financing that will be required in order to operate our business segments and execute on our business plans. However, in the event that our plans change, our assumptions change or prove to be inaccurate, or if the proceeds of this Offering prove to be insufficient to operate our business segments, we would be required to seek additional financing sooner than currently anticipated. There can be no assurance that any such financing will be available to us on commercially reasonable terms, or at all. Furthermore, any additional equity financing may dilute the equity interests of our existing shareholders (including those purchasing shares pursuant to this Offering), and debt financing, if available, may involve restrictive covenants with respect to dividends, raising future capital and other financial and operational matters. If we are unable to obtain additional financing as and when needed, we may be required to reduce the scope of our operations or our anticipated business plans, which could have a material adverse effect on our business, operating results and financial condition.

THERE MAY BE LITTLE TO NO VOLUME IN THE TRADING OF OUR COMMON STOCK, AND YOU MAY NOT BE ABLE TO RESELL YOUR COMMON STOCK AT OR ABOVE THE INITIAL PUBLIC OFFERING PRICE

There can no assurance that our Common Stock shares will maintain a sufficient trading market sufficient for the shares in this offering. If no active trading market for our Common Stock is sustained following this Offering, you may be unable to sell your shares when you wish to sell them or at a price that you consider attractive or satisfactory. The lack of an active market may also adversely affect our ability to raise capital by selling securities in the future or impair our ability to license or acquire other product candidates, businesses or technologies using our shares as consideration.

THE MARKET PRICE OF OUR COMMON STOCK MAY FLUCTUATE SIGNIFICANTLY, AND INVESTORS IN OUR COMMON STOCK MAY LOSE ALL OR PART OF THEIR INVESTMENT

If a market for our Common Stock develops following this Offering, the trading price of our Common Stock could be subject to wide fluctuations in response to various factors, some of which are beyond our control. The market prices for securities of penny-stock companies have historically been highly volatile, and the market has from time to time experienced significant price and volume fluctuations that are unrelated to the operating performance of particular companies. The market price of our common stock may fluctuate significantly in response to numerous factors, some of which are beyond our control, such as:

- actual or anticipated adverse results or delays in our research and development efforts;
- our failure to operate our business;
- unanticipated serious safety concerns related to our business;
- adverse regulatory decisions;

- legal disputes or other developments relating to proprietary rights, including patents, litigation matters and our ability to obtain patent protection for our intellectual property, government investigations and the results of any proceedings or lawsuits, including patent or stockholder litigation;
- changes in laws or regulations applicable to our businesses;
- our dependence on third parties;
- announcements of the introduction of new products by our competitors;
- market conditions in our business sectors;
- announcements concerning product development results or intellectual property rights of others;
- future issuances of our Common Stock or other securities;
- the addition or departure of key personnel;
- actual or anticipated variations in quarterly operating results;
- announcements of significant acquisitions, strategic partnerships, joint ventures or capital commitments by us or our competitors;
- our failure to meet or exceed the estimates and projections of the investment community;
- issuances of debt or equity securities;
- trading volume of our Common Stock;
- sales of our Common Stock by us or our stockholders in the future;
- overall performance of the equity markets and other factors that may be unrelated to our operating performance or the operating performance of our competitors, including changes in market valuations of similar companies;
- failure to meet or exceed any financial guidance or expectations regarding development milestones that we may provide to the public;
- ineffectiveness of our internal controls;
- general political and economic conditions;
- effects of natural or man-made catastrophic events;
- other events or factors, many of which are beyond our control; and
- publication of research reports about us or our industry or positive or negative recommendations or withdrawal of research coverage by securities analysts.

Further, price and volume fluctuations result in volatility in the price of our common stock, which could cause a decline in the value of our Common Stock. Price volatility of our common stock might worsen if the trading volume of our Common Stock is low. The realization of any of the above risks or any of a broad range of other risks, including those described in these “Risk Factors,” could have a dramatic and material adverse impact on the market price of our Common Stock.

A SALE OF A SUBSTANTIAL NUMBER OF SHARES OF THE COMMON STOCK MAY CAUSE THE PRICE OF OUR COMMON STOCK TO DECLINE

If our stockholders sell, or the market perceives that our stockholders intend to sell for various reasons, substantial amounts of our Common Stock in the public market, including shares issued in connection with the exercise of outstanding options or warrants, the market price of our Common Stock could fall. Sales of a substantial number of shares of our Common Stock may make it more difficult for us to sell equity or equity-related securities in the future at a time and price that we deem reasonable or appropriate. We may become involved in securities class action litigation that could divert management’s attention and harm our business. The stock markets have from time to time experienced significant price and volume fluctuations that have affected the market prices for the Common Stock of pharmaceutical companies. These broad market fluctuations may cause the market price of our Common Stock to decline. In the past, securities class action litigation has often been brought against a company following a decline in the market price of a company’s securities. We may become involved in this type of litigation in the future. Litigation often is expensive and diverts management’s attention and resources, which could adversely affect our business.

OUR SEMI-ANNUAL OPERATING RESULTS MAY FLUCTUATE SIGNIFICANTLY

We expect our operating results to be subject to semi-annual fluctuations. Our net loss and other operating results will be affected by numerous factors, including:

- variations in the level of expenses related to our business segments;
- any intellectual property infringement lawsuit in which we may become involved;
- regulatory developments affecting our business and industry; and
- our execution of any collaborative, licensing or similar arrangements, and the timing of payments we may make or receive under these arrangements.

If our quarterly operating results fall below the expectations of investors or securities analysts, the price of our Common Stock could decline substantially. Furthermore, any quarterly fluctuations in our operating results may, in turn, cause the price of our Common Stock to fluctuate substantially.

OUR ABILITY TO USE OUR NET OPERATING LOSS CARRY FORWARDS MAY BE SUBJECT TO LIMITATION

Generally, a change of more than fifty percent (50%) in the ownership of a company’s stock, by value, over a three-year period constitutes an ownership change for U.S. federal income tax purposes. An ownership change may limit our ability to use our net operating loss carryforwards attributable to the period prior to the change. As a result, if we earn net taxable income, our ability to use our pre-change net operating loss carryforwards to offset U.S. federal taxable income may become subject to limitations, which could potentially result in increased future tax liability for us.

THE NUMBER OF SECURITIES TRADED ON AN ATS MAY BE VERY SMALL, MAKING THE MARKET PRICE MORE EASILY MANIPULATED

While we understand that many ATS platforms have adopted policies and procedures such that security holders are not free to manipulate the trading price of securities contrary to applicable law, and while the risk of market manipulation exists in connection with the trading of any securities, the risk may be greater for our Common Stock because the ATS we choose may be a closed system that does not have the same breadth of market and liquidity as the national market system. There can be no assurance that the efforts by an ATS to prevent such behavior will be sufficient to prevent such market manipulation.

THE PREPARATION OF OUR FINANCIAL STATEMENTS INVOLVES THE USE OF ESTIMATES, JUDGEMENTS AND ASSUMPTIONS, AND OUR FINANCIAL STATEMENTS MAY BE MATERIALLY AFFECTED IF SUCH ESTIMATES, JUDGEMENTS OR ASSUMPTIONS PROVE TO BE INACCURATE

Financial statements prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) typically require the use of estimates, judgments and assumptions that affect the reported amounts. Often, different estimates, judgments and assumptions could reasonably be used that would have a material effect on such financial statements, and changes in these estimates, judgments and assumptions may occur from period to period over time. These estimates, judgments and assumptions are inherently uncertain and, if our estimates were to prove to be wrong, we would face the risk that charges to income or other financial statement changes or adjustments would be required. Any such charges or changes could harm our business, including our financial condition and results of operations and the price of our securities. See “[Management’s Discussion and Analysis of Financial Condition and Results of Operations](#)” for a discussion of the accounting estimates, judgments and assumptions that we believe are the most critical to an understanding of our consolidated financial statements and our business.

IF SECURITIES INDUSTRY ANALYSTS DO NOT PUBLISH RESEARCH REPORTS ON US, OR PUBLISH UNFAVORABLE REPORTS ON US, THEN THE MARKET PRICE AND MARKET TRADING VOLUME OF OUR COMMON STOCK COULD BE NEGATIVELY AFFECTED

Any trading market for our Common Stock will be influenced in part by any research reports that securities industry analysts publish about us. We do not currently have and may never obtain research coverage by securities industry analysts. If no securities industry analysts commence coverage of us, the market price and market trading volume of our Common Stock could be negatively affected. In the event we are covered by analysts, and one or more of such analysts downgrade our securities, or otherwise reports on us unfavorably, or discontinues coverage of us, the market price and market trading volume of our Common Stock could be negatively affected.

OUR MANAGEMENT HAS BROAD DISCRETION AS TO THE USE OF CERTAIN OF THE NET PROCEEDS FROM THIS OFFERING

We intend to use a significant portion of the net proceeds from this Offering (if we sell all of the shares being offered) for working capital and other general corporate purposes. However, we cannot specify with certainty the particular uses of such proceeds. Our management will have broad discretion in the application of the net proceeds designated for use as working capital or for other general corporate purposes. Accordingly, you will have to rely upon the judgment of our management with respect to the use of these proceeds. Our management may spend a portion or all of the net proceeds from this Offering in ways that holders of our Common Stock may not desire or that may not yield a significant return or any return at all. The failure by our management to apply these funds effectively could harm our business. Pending their use, we may also invest the net proceeds from this offering in a manner that does not produce income or that loses value. Please see “[Use of Proceeds](#)” below for more information.

OUR COMMON STOCK COULD BE SUBJECT TO THE “PENNY STOCK” RULES OF THE SECURITIES AND EXCHANGE COMMISSION IF IT WERE PUBLICLY TRADED AND MAY BE DIFFICULT TO SELL

Our shares of Common Stock are considered to be “penny stocks” because they are not registered on a national securities exchange or listed on an automated quotation system sponsored by a registered national securities association, pursuant to Rule 3a51- 1(a) under the Exchange Act. For any transaction involving a penny stock, unless exempt, the rules require that a broker or dealer approve a person’s account for transactions in penny stocks and that the broker or dealer receives from the investor a written agreement to the transaction, setting forth the identity and quantity of the penny stock to be purchased. The broker or dealer must also deliver, prior to any transaction in a penny stock, a disclosure schedule prescribed by the Securities and Exchange Commission relating to the penny stock market, which sets forth the basis on which the broker or dealer made the suitability determination and that the broker or dealer received a signed, written agreement from the investor prior to the transaction. Generally, brokers may be less willing to execute transactions in securities subject to the “penny stock” rules. This may make it more difficult for investors to dispose of our common stock and cause a decline in the market value of our stock.

THE MARKET FOR PENNY STOCKS HAS SUFFERED IN RECENT YEARS FROM PATTERNS OF FRAUD AND ABUSE

Stockholders should be aware that, according to SEC Release No. 34-29093, the market for penny stocks has suffered in recent years from patterns of fraud and abuse. Such patterns include:

- control of the market for the security by one or a few broker-dealers that are often related to the promoter or issuer;
- manipulation of prices through prearranged matching of purchases and sales and false and misleading press releases;
- boiler room practices involving high-pressure sales tactics and unrealistic price projections by inexperienced salespersons;
- excessive and undisclosed bid-ask differential and markups by selling broker-dealers; and
- the wholesale dumping of the same securities by promoters and broker-dealers after prices have been manipulated to a desired level, along with the resulting inevitable collapse of those prices and with consequential investor losses.

The foregoing risk factors are not to be considered a definitive list of all the risks associated with an investment in our Offered Shares. This Offering Circular contains forward-looking statements that are based on our current expectations, assumptions, estimates, and projections about our business, our industry, and the industry of our clients. When used in this Offering Circular, the words “expects,” “anticipates,” “estimates,” “intends,” “believes” and similar expressions are intended to identify forward-looking statements. These forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from those projected. The cautionary statements made in this Offering Circular should be read as being applicable to all related forward-looking statements wherever they appear in this Offering Circular.

THE BUSINESS

“Water is the most abundant material on the surface of the planet yet less than 2.5% is “freshwater” and less than 0.1% is suitable for use without any treatment.”

The Company Overview

SIXTY SIX OILFIELD SERVICES, INC. (“SSOF”) is a Florida based company, having offices in Oviedo, Florida and Warminster, PA, USA, the company’s business strategy started with the acquisition of Sustainable Water Solutions, Inc., a Wyoming company which was formed to execute a roll-up plan incorporating water treatment system integration, significant re-occurring revenues from service and equipment rentals and emerging water treatment technologies via strategic acquisitions. The company is poised to capitalize and expand on the many years of expertise in both regional and global markets in the industrial, potable, wastewater and in the specialized water treatment and purification sectors. SWS is in negotiation with three strategic companies for acquisition.

“Acquisition #1” is currently a confidential letter of intent with final closing of the transaction to be completed once this Offering meets 50% of the maximum. With the first acquisition, Acquisition #1, SWS will have a fully functional operation that was established in 1985.

Acquisition #1 provides commercially proven industrial equipment designs, systems, technologies and programs and re-occurring revenues that secure its position in that is multi-billion-dollar, global market. The core design technologies, developed by this acquisition, have over 35-years in industry applications. The acquisitions also have a significant portion of their revenues generated service contracts and equipment rentals. Finally, this acquisition has a client base that includes over a dozen Fortune 500[®] companies. Identifying and commercializing re-occurring revenue opportunities and innovative solutions to provide industrial and potable water solutions worldwide, is one of the main focuses of SWS.

During the COVID-19 shutdowns of 2020 water treatment for generation of power and production of pharmaceuticals was considered essential businesses. Acquisition #1 was able to remain open during the entire shutdown. The service portion of the business remained stable and revenues only dropped slightly. The capital portion of the business did drop off significantly during the initial shutdown but the demand for new equipment just shifted to the third and fourth quarter of operations.

The issue surrounding water is not the lack of resources but the lack of water that is pure enough to use for its intended purpose. Water is the most abundant material on the surface of the planet yet less than 2.5% is “freshwater” and less than 0.1% is suitable for use without any treatment. According to Research Nester’s September 2018 report:

“The global market of water and wastewater treatment is expected to flourish with significant compound annual growth rate over the forecast period 2018-2027. Factors such as growing demand for drinking water and waste-water treatment in commercial and industrial applications are anticipated to generate noteworthy market valuation for water and wastewater treatment market by reaching around USD 704 Billion by the end of 2027.”

The Industrial portion of the market is expected to have annual growth of 9.0% during that period. Most of the growth will occur in developing countries because, as the standard of living rises, the awareness of the health issues associated with untreated water becomes more widespread, industry growth requires high quality water, the energy and power industry will place more demands on infrastructure and new technologies require purer water. There is also a shift from ground water, which has been filtered by hundreds of feet of porous rock, to surface waters. Surface waters are more easily contaminated by sewage and industrial waste. The global need is for a company that can deliver water treatment technology on a local level, show companies how to treat water as a resource and provide environmentally friendly solutions to contamination issues. SWS has the talent, capabilities, and structure to fulfill that need better than much larger companies or any smaller companies.

SWS's team has the unique ability to execute system integration projects to produce purified water in a cost-effective manner and to evaluate water treatment technologies for their sound engineering as well as their market potential. The team has international experience and research and development experience. SWS, with its acquisitions and future acquisition targets has standard equipment designs, contract manufacturing sources and marketing agreements that will quickly establish a positive and profitable cash flow. This cash flow provides a proof of concept that justifies the acquisition strategy and will support the team's registration in the public markets allowing for the evaluation and acquisition of key growth technologies.

The investment objective is to roll-up approximately \$100 million in annual revenues with a 40-50% reoccurring revenue base and developing technologies to attract and acquisition partner for a corporate buy-out.

Mission Statement

To acquire companies that manufacture, design, service and sell innovative and sustainable water products for consumption and the treatment of water for consumption, recycle, return to the environment and industry. The Company will maintain profitability and financial balance while efficiently and effectively building the business by through acquisitions and synergistic growth. Return to investors and shareholders is through acquisition of SWS by a larger firm or by listing on one of the major exchanges.

Business Objectives

The primary objectives of our organization are to:

- a) Take advantage of the trend in the water treatment market to fill a vacuum between the largest competitors and the small regional companies. This void in the market supply will permit lower costs of supply and larger return to investors.
- b) Provide a local delivery/service alternative to the traditional large, centralized water treatment approach.
- c) Acquire new emerging technologies where a proof of concept can be performed with Fortune 500 companies. Technologies will focus on environmentally friendly and water recovery opportunities.
- d) Acquire component companies, companies that supply components common to all water treatment system integrators' equipment.
- e) Aggressively acquire companies that have environmental permits for ion exchange resin regeneration.
- f) Change the market perception of water as a resource and expendable to an asset.
- g) Utilize access to the World Bank and United Nations to penetrate and support developing countries at minimal financial risk.
- h) Utilize the manufacturing expertise to offer equipment and services to the various agencies within the United States Federal Government.

SWS Acquisitions

Acquisition #1

Company Description – Acquisition #1 Equipment Company is a regional water treatment company that has traditionally operated in Mid-Atlantic Region of the United States. The company maintains numerous component designs used for potable and industrial applications. The Company was founded in the 1985. The Company's client base includes the US Government, military, and Fortune 500 companies.

Facility – 40,000 square foot facility since 1999 which includes water supply, effluent permits and chemical storage permits.

Technology – Acquisition #1 maintains designs for filters, softeners and membrane equipment. Acquisition #1 is also experienced with the assembly and deployment of containerized systems that are monitored using remote communications. Acquisition #1 holds environmental permits for the regeneration of ion exchange resin, this process is chemically intensive and requires acid and caustic. Acquisition #1's warehouse was expanded from 10,000 square feet to 40,000 square feet in 2017. This facility and the environmental permits are available for an additional \$2.5 million.

Synergy – Acquisition #1's manufacturing and service expertise will be expanded and used for the assembly of equipment and containerized systems. The Company will also be the center of the service operations. A central communications hub will be established to monitor and coordinate the maintenance of the remote installations.

SWS Future Acquisitions

SWS' growth plan starts with the acquisition of Acquisition #1. The long-term growth is dependent upon the acquisition of other companies that provide products to other water treatment operators and those that have a strong service base. Three companies are in negotiations and will be completed after the registration of SWS.

Fabrication Company is a tank and heat exchanger manufacturer. The company provides large steel tanks and heat exchangers used in the water treatment industry by numerous companies. They also have the capability to design and build large heat exchangers used in waste\ water treatment. Estimated revenues are \$6 million.

Water Technology Company is a component company that provides technologically advanced and proven equipment to numerous small water system integrators. The company has a strong relationship with Asian manufacturing to assemble components and have them imported into the USA. Estimated revenues are \$12 million.

Government Contracting Company is a large military supplier of water treatment equipment. The company has a GSA contract and can offer other products from the SWS acquisitions to the US Government. Estimated revenues are \$20 million.

Localized service organizations will be targeted to support regional service and sales.

Management Team

This management team has a proven record of accomplishment and the technical, engineering and scientific support to succeed. The strength of the management team stems from combined expertise in both management and technical areas together with industry contacts.

Daniel Sobolewski, Chief Executive Officer

Mr. Sobolewski currently resides in Orlando, Florida. Mr. Sobolewski is versatile in financial services. His longtime experience in OTC Markets, Finance, Sales, and Corporate Development, is backed by his large pool of business contacts. Mr. Sobolewski is supported by multiple experienced colleges that work in both the Private and Public sectors. He also sustains multiple ongoing successful relationships with both Consultants and/or Advisors, with expertise in Public Companies, Equity Financing, and Investment Banking.

Mr. Donald R. Keer, P.E., Esq.

Mr. Keer is one of the founders of SWS. He has over 35 years of business, engineering, construction and legal experience. The past 20 years were focused on the business and legal aspects of the water treatment industry where he has performed everything from President/CEO. M&A, Expert Witness and Corporate Counsel. From mid-1997 to the end of 1999 he was the President/CEO of M2 Innovative Solutions, a company focused on the delivery of high purity water to the medical, pharmaceutical and biotechnology industries. In 18 months Mr. Keer increased sales two and one-half times to US\$2.2 million with no independent financial investment. In early 2000 he sold the company to Ionics, Inc. a NYSE listed company. M2 became the life science division and the center piece of its East Coast Operations. During the next 3 years sales increased to over US\$10 million.

Mr. Keer continues to be active as an attorney and expert witness for the industry. In addition to the life sciences industry he is experienced in the sale, construction and operation of potable water systems, commercial water treatment, power industry water requirements and wastewater treatment. His clients include Merck & Co., CDM Engineering, Fluor Daniel, Huntsman Chemical, Bristol Meyer Squibb, Chevron and National Institutes of Health.

Mr. Keer holds a Professional Engineering License for Chemical Engineering, an MBA in Finance and Operations and a JD focusing on business and construction issues. He is also a licensed attorney in Pennsylvania with a practice in business and Securities and Exchange Commission issues.

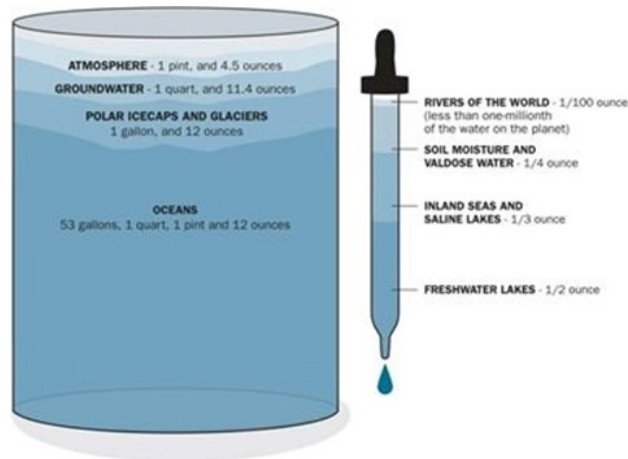
Market Analysis - The Underlying Drivers for Water Investing

No other industry rivals the global water industry in terms of the strong and credible drivers propelling its growth. While each of the manifest drivers are worthy of detailed discussion, it would require a great many pages of information to do so. Thus, in the interest of brevity, we have labored below to reduce the discussion of the drivers to an outline that gives the reader a good basis for understanding why we believe the global water industry will be an investment leader for decades to come.

The increasing dominance of the drivers listed below will continue to create enormous investment opportunities in water infrastructure firms, water and wastewater utilities, and water industrials of all types.

Diminishing Water Supplies Confronted with Exploding Demand

Global Water Supply



Source: U.S. Department of Commerce – National Oceanic & Atmospheric Administration

- The available supply of fresh water to the world's water as represented by a fifty-five gallon drum. Not to scale. meet all human (and the ecosystem's) needs amount to only one half of one percent of all water on earth. Amazingly, rivers and lakes make up less than 1/100th of this already minute amount.
- Fresh water supplies are being destroyed at an alarming rate as surface water supplies are polluted and groundwater supplies, which make up 99% of available freshwater, are mined beyond their natural rate of replenishment. In Northern China for example, the water table is dropping by 3 meters per year.
- Global warming further exacerbates the supply issue as climatic changes disrupt weather patterns causing drought and desertification.
- It took mankind 10,000 years to reach a total population of 1 billion. One hundred fifty years later (1950) the population had doubled. In 2000, the global population stood at 6 billion people. By 2025, it is estimated that the global population will reach 8 billion. This exponential population growth and ensuing industrial expansion will continue to place an unrelenting demand on an already scarce and fixed water supply.
- Not only are more people demanding water, but they are demanding more of it. In 1900 the global annual water use per capita was 350 cubic meters. In 2000, that number had grown to 642 cubic meters.
- Global water usage increased six-fold during the 20th century, twice the rate of population. In the U.S. alone, water demand tripled in the past thirty years, while population growth has been just 50%.
- To feed the growing population, the world will need 55% more food by 2030. This translates into an increasing demand for irrigation, which already claims nearly 70% of all fresh water currently used on a global basis. It takes 1,900 liters of water to produce 1 kg of rice. It takes a whopping 15,000 liters of water to produce 1 kg of beef.

Geographic Imbalances Exist Between Water Sources and Use

- Water is not evenly distributed around the globe: Fewer than 10 countries possess 60% of the world's available fresh water supply. China for example makes up 21% of the world's population, but possesses only 7% of the renewable water resources. Or consider the situation in Africa, a water-stressed continent whose population doubles every 20 years.
- Half of humanity currently lives in towns and cities. This number is however increasing as populations from more rural and arid areas migrate to these urban hubs to escape water scarcity. By 2030, it is expected that nearly two-thirds of the world's population will exist in these urban areas, resulting in dramatically increased water demand on an already overstressed infrastructure system.
- Water Stress occurs when the demand for water exceeds the available supply during a certain period or when poor quality restricts its use. Currently 25% of the world's population is experiencing water stress. Another 8% is experiencing more severe water scarcity issues, whereby less than 1 cubic meter of water exists on a renewable basis per person per year.
- As water resources become scarce, tensions among different users may intensify, both at the national and international level. Over 260 river basins are shared by two or more countries. In the absence of strong institutions and agreements, changes within a basin can lead to trans-boundary tensions. When major projects proceed without regional collaboration, they can become a point of conflict, heightening instability.
- Currently, 20% of the world's population (1.1 billion people) does not have access to an adequate supply of drinking water and some 2.6 billion do not have access to basic sanitation. By 2025 it is estimated that one-third of the world's population will not have access to adequate drinking water. By 2050, more than 4 billion people – nearly half the world's population – are expected to live in countries that are chronically short of water.

Increasingly Stringent Regulatory Environment

- Legislation in the U.S. such as the Clean Water Act and the Safe Drinking Water Act continue to increase regulatory standards, driving new capital investments in monitoring and treatment technologies and services.
- While many countries around the world have since developed regulatory standards similar to those of the U.S., some are only now beginning to enforce them.

Heightened Awareness and Perception of an Impending Water Crisis

- From television, to newspapers and magazines, to the internet – the level of attention being given to water issues is at an all time high. Both conservative and liberal media alike are feverishly reporting on the global water situation.
- The financial/business world is beginning to come up the learning curve on water investment opportunities.
- As of recent, the global warming dialog has also aided in extending the exposure of water knowledge to the general public.

One of the world's most abundant materials has always been a precious and scarce commodity. If the entire world's water resources were poured into a liter-sized bottle of water, only half a teaspoon would be fresh, drinking water. The rest of it is too brackish, too dirty, too hard to reach, or undrinkable seawater. So, the key issue is not where to find water, its how to render what is available suitable for its intended purpose.

In many regions of the world, fresh water, both groundwater and surface water, is being used faster than it can be replaced. Population growth combined with industrialization leads to high demand and contamination of water that is available. West Asia faces the greatest threat. Over 90 percent of the region's population is experiencing severe water stress. But the problem is not confined to the developing world. In the United States, 400 million cubic meters of groundwater is being removed from aquifers annually in Arizona; about double the amount being replaced by recharge from rainfall. Over use of groundwater leads to subsidence and the failure of building foundations. The ground elevation in Houston, Texas has dropped between 1 and 3 feet over the past 20 years.

This situation has lead to restrictions on groundwater removal thus relying on surface waters which are more susceptible to contamination and pollution.

The major aspects of the water crisis are overall scarcity of usable water and water pollution. Waterborne diseases and the absence of sanitary domestic water is the leading cause of death worldwide and may account for up to 80 percent of human disease. As this crisis looms, governments have a fiduciary duty to provide a source of potable water to their citizens. As the citizens of developing countries become more aware and have a greater standard of living one of the main requirements they have is the supply of safe potable water.

Key Statistics

- According to the UN, six thousand people die every day due to lack of clean, drinking water
- In the past 10 years, water-related diseases have amounted to more deaths among children than the combination of all the deaths attributed to armed conflict since the Second World War.
- On average, Americans consume slightly over 1 gallon (140 ounces) per person per day of beverages such as bottled water, soda, coffee, tea, and soups.
- Water supplies are falling while the demand is dramatically growing at an unsustainable rate. Over the next 20 years, the average supply of water worldwide per person is expected to drop by a third.
- By the 2050, seven billion people in 60 countries will face dramatic water scarcity.
- One liter of wastewater pollutes about eight liters of freshwater.
- At least one in three Asians has no access to safe, drinking water. Asian rivers are the most polluted in the world, with 20 times more lead than those of industrialized countries and three times as many bacteria from human waste as the global average.
- People already use over half the world's accessible freshwater and may use nearly three quarters by 2025.

Water issues are not limited to potable water. Developing countries have increasing sophisticated industries. These operations require consistent water quality. They are also under pressure from Governments and the growing citizens to treat the water that leaves their facilities. This means that not only do opportunities exist to grow with the population in many countries, but SWS can grow with the industrial base too.

Major competitors and participants

The marketplace is dominated by extremely large companies and very small regional companies. The large companies include well-known names such as Evoqua and Veolia. All of these companies carry overheads equal to their size. The large overhead requires that they focus on very large projects. The ideal project for these companies is a US\$100 million build-own-operate facility that includes a 20-year operating contract. They cannot effectively supply and support a smaller local project.

The smaller regional companies vary in size from US\$1,000,000 to US\$10,000,000. These companies focus on regional coverage and service. They typically purchase components and assemble them. A large portion of their revenues are generated by local service contracts. They have no brand awareness beyond their region and lack the capital to execute the intermediate project, especially if that project is located outside of the region they service.

SWS's team has the unique ability to execute system integration projects to produce purified water in a cost-effective manner and to evaluate water treatment technologies for their sound engineering as well as their market potential. The team has international experience and research and development experience. H2O SI has standard equipment designs, contract manufacturing sources and marketing agreements that will quickly establish a positive and profitable cash flow. This cash flow will support the team while allowing for the evaluation and acquisition of key growth technologies.

DILUTION

If you purchase shares in this offering, your ownership interest in our Common Stock will be diluted immediately, to the extent of the difference between the price to the public charged for each share in this offering and the net tangible book value per share of our Common Stock after this offering.

Our historical net book value (deficit) as of March 31, 2022 is (161,810.25) or \$0.002 per then-outstanding share of our Common Stock. Historical net tangible book value per share equals the amount of our total tangible assets, less total liabilities, divided by the total number of shares of our Common Stock outstanding, all as of the date specified.

The following table illustrates the per share dilution to new investors discussed above, assuming the sale of, respectively, 100%, 75%, 50% and 25% of the shares offered for sale in this offering:

Percentage of shares offered that are sold	25%	50%	75%	100%
Price to the public charged for each share in this offering	\$ 0.001	\$ 0.001	\$ 0.001	\$ 0.001
Net tangible book value per share as of June 30, 2022 (1)	\$ -0.00120	\$ -0.00120	\$ -0.00120	\$ -0.00120
Increase (Decrease) in net tangible book value per share attributable to new investors in this offering	\$ 0.00071	\$ 0.00083	\$ 0.00088	\$ 0.00091
Net tangible book value per share, after this offering	\$ 0.00037	\$ 0.00063	\$ 0.00074	\$ 0.00080
Dilution per share to new investors	\$ 0.00063	\$ 0.00037	\$ 0.00026	\$ 0.00020

(1) Based on Total Equity (deficit) as of June 30, 2022 of (\$ 1,210,028.97) and 999,991,000 outstanding shares of Common Stock.

PLAN OF DISTRIBUTION

The shares are being offered by us on a “*best-efforts*” basis by our officers, directors, and employees, with the assistance of independent consultants, and possibly through registered broker-dealers who are members of the Financial Industry Regulatory Authority (“**FINRA**”) and finders. As of the date of this Offering Circular, unless otherwise permitted by applicable law, we do not intend to accept subscriptions from investors in this Offering who reside in certain states, unless and until the Company has complied with each such states’ registration and/or qualification requirements or a FINRA-member broker-dealer has been engaged by the Company to consummate and process sales to investors in such states. We reserve the right to temporarily suspend and/or modify this Offering and Offering Circular in the future, during the Offering Period, in order to take such actions necessary to enable the Company to accept subscriptions in this Offering from investors residing in such states identified above.

There is no aggregate minimum to be raised for the Offering to become effective and therefore the Offering will be conducted on a “*rolling basis*.” This means we will be entitled to begin applying “*dollar one*” of the proceeds from the Offering towards our business strategy, offering expenses, reimbursements, and other uses as more specifically set forth in the “*Use of Proceeds*” contained elsewhere in this Offering Circular.

We may pay selling commissions to participating broker-dealers who are members of FINRA for shares sold by them, equal to a percentage of the purchase price of the Common Stock shares. We may pay finder’s fees to persons who refer investors to us. We may also pay consulting fees to consultants who assist us with the Offering, based on invoices submitted by them for advisory services rendered. Consulting compensation, finder’s fees and brokerage commissions may be paid in cash, Common Stock, or warrants to purchase our Common Stock. We may also issue shares and grant stock options or warrants to purchase our Common Stock to broker-dealers for sales of shares attributable to them, and to finders and consultants, and reimburse them for due diligence and marketing costs on an accountable or non-accountable basis. We have not entered selling agreements with any broker-dealers to date, though we may engage a FINRA registered broker-dealer firm for offering administrative services. Participating broker-dealers, if any, and others may be indemnified by us with respect to this offering and the disclosures made in this Offering Circular.

Generally, no sale may be made to you in this offering if the aggregate purchase price you pay is more than 10% of the greater of your annual income or net worth. Different rules apply to accredited investors and non-natural persons. Before making any representation that your investment does not exceed applicable thresholds, we encourage you to review Rule 251(d)(2)(i)(C) of Regulation A. For general information on investing, we encourage you to refer to www.investor.gov.

Our Offering will expire on the first to occur of (a) the sale of all 1,000,000,000 shares of Common Stock offered hereby, (b) 1 year from the date that this Offering Circular is declared effective, or (c) when our board of directors elects to terminate the Offering.

USE OF PROCEEDS TO ISSUER

If the Offering is fully subscribed for 10,000,000,000 shares of Common Stock, we expect that the net proceeds from the sale of shares of Common Stock will be approximately Ten Million Dollars (\$10,000,000), based on the subscription price of \$0.001 per share and after all estimated expenses of this Offering and the sale of stock by existing shareholders into the offering. We estimate that the aggregate expenses of this Offering will be approximately \$25,000.

We intend to use the net proceeds from this Offering (i) in connection with acquisition of one (1) company representing \$6,000,000 in revenues; (ii) for general corporate purposes, including, without limitation, for working capital purposes, hiring of technical and administrative personnel & enhancing marketing, making payments of accounts payable and pre-payments within our supply chain; (iii) to finance future acquisitions, capital expenditures, including without limitation the expansion of premises, acquisition of additional rental equipment and transportation, (iv) the payment of indebtedness, (v) to identify and acquire additional targets and (vi) to otherwise improve our financial position to pursue an up-listing to NASDAQ.

Percentage of Offering Sold

	25%	50%	75%	100%
Offering Amount	\$ 2,500,000	\$ 5,000,000	\$ 7,500,000	\$ 10,000,000
Shares Sold Into the Offering by Shareholders	\$ 0	\$ 0	\$ 0	\$ 0
Estimated Offering Expense (1)	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000
Total Net Proceeds (1)	\$ 2,475,000	\$ 4,975,000	\$ 7,475,000	\$ 9,975,000
Acquisition #1	\$ 1,600,000	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000
Working Capital, Payments of accounts payable and pre-payments within our supply chain	\$ 200,000	\$ 300,000	\$ 400,000	\$ 600,000
Hiring of technical and administrative personnel	\$ 165,000	\$ 165,000	\$ 215,000	\$ 400,000
Financing of capital expenditures (including without limitation additional acquisitions, the expansion of premises, acquisition of rental equipment, and transportation)	\$ 210,000	\$ 210,000	\$ 400,000	\$ 800,000
Reduction of Debt (2)	\$ 300,000	\$ 300,000	\$ 600,000	\$ 1,000,000
Capital to pursue Acquisition #2	\$ 0	\$ 0	\$ 1,860,000	\$ 3,175,000

(1) In the event that our estimated offering expenses are less than the amounts indicated above, any such excess funds shall be applied toward our acquisitions, working capital and other corporate purposes.

(2) Represents net proceeds we intend to utilize to eliminate existing debt within the Company.

The expected use of net proceeds from this Offering represents our intentions based on our current plans and business conditions, which could change in the future as our plans and business conditions evolve and change. As of the date of this offering circular, we cannot specify with certainty all of the particular uses for the net proceeds we will have upon completion of this Offering or the order of priority in which we may use such proceeds. Circumstances that may cause us to alter our anticipated uses and allocations of proceeds from this Offering include (i) the size of the Offering and, (ii) our cash flow from operations during fiscal year 2022. Accordingly, we will retain broad discretion over the use of these proceeds and the Company reserves the right to change the above use of proceeds if management believes it is in the best interests of the Company.

DETERMINATION OF OFFERING PRICE

The shares being offered by the Company will be sold at a minimum price of \$0.001 for the duration of this Offering. The offering price of the shares of our Common Stock does not necessarily bear any relationship to our book value, assets, past operating results, financial condition, or any other established criteria of value. It has been arbitrarily determined by the Company.

Prior to the Offering, there has been a limited public market for our Common Stock. Accordingly, the price of the Shares in this Offering was determined by the Company. The principal factors we considered in determining such price include:

- the information set forth in this Offering Circular and otherwise available;
- our history and prospects and the history of and prospects for the industry in which we compete;
- our past and present financial performance;
- our prospects for future earnings and the present state of our development;
- the general condition of the securities markets at the time of this Offering;
- the recent market prices of, and demand for, publicly traded common stock of generally comparable companies; and
- other factors deemed relevant by us.

MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION & RESULTS OF OPERATIONS

You should read the following discussion and analysis of our financial condition and results of our operations together with our consolidated financial statements and the notes thereto appearing elsewhere in this Offering Circular. This discussion contains forward-looking statements reflecting our current expectations, whose actual outcomes involve risks and uncertainties. Actual results and the timing of events may differ materially from those stated in or implied by these forward-looking statements due to a number of factors, including those discussed in the sections entitled "Risk Factors," "Cautionary Statement regarding Forward-Looking Statements" and elsewhere in this Offering Circular. Please see the notes to our Financial Statements for information about our Significant Accounting Policies and Recent Accounting Pronouncements.

Results of Operations

The following discussion should be read in conjunction with the consolidated financial statements and notes thereto included elsewhere in this Report. SSOF/SWS' conducted no operations and had no revenues or expenses over the periods covered.

DIRECTORS, EXECUTIVE OFFICERS AND SIGNIFICANT EMPLOYEES

Executive Officers

<u>Name and Principal Position</u>	<u>Age</u>	<u>Term of Office</u>	<u>Salary (\$)</u>	<u>All Other Compensation (\$)</u>	<u>Total (\$)</u>
Daniel Sobolewski		2020	0	0	0
<i>Chief Executive Officer</i>		2021	0	0	0
Donald Keer	61	2020	0	0	0
<i>Chief Operating Officer</i>		2021	0	0	0

Directors

<u>Name and Principal Position</u>	<u>Age</u>	<u>Term of Office</u>	<u>Salary (\$)</u>	<u>All Other Compensation (\$)</u>	<u>Total (\$)</u>
Daniel Sobolewski		2020	0	0	0
<i>Chief Executive Officer</i>		2021	0	0	0
Donald Keer	61	2020	0	0	0
<i>Chief Operating Officer</i>		2021	0	0	0

COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

Summary Compensation Table

The Directors and Executive Officers were not compensated during the past two (2) years.

Outstanding Equity Awards at Fiscal Year-End Table

The executive officers had no outstanding equity awards as of December 31, 2021 and 2020.

Compensation of Directors

Directors are permitted to receive fixed fees and other compensation for their services as directors. The board of directors has the authority to fix the compensation of directors. No amounts have been paid to, or accrued to, directors in such capacity. At the current time no plans are pending to change this until or unless we elect independent directors.

SECURITY OWNERSHIP OF MANAGEMENT AND CERTAIN SECURITY HOLDERS

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The following table sets forth the number of shares of our voting stock beneficially owned, as of December 31, 2020, by (i) those persons known by us to be owners of more than 5% of our Common Stock, (ii) each director, (iii) our Named Executive Officers, and (iv) all executive officers and directors as a group:

<u>Name and address of beneficial owner</u>	<u>Common Stock</u>		<u>Series A Preferred Stock</u>	
	<u>No. of Shares</u>	<u>% of Class ⁽¹⁾</u>	<u>No. of Shares</u>	<u>% of Class ⁽¹⁾⁽³⁾</u>
<i>Directors and Officers</i>				
Mr. Daniel Sobolewski 1248 Fern Forest Run, Oviedo, FL 32765	0	0%	50,000	50%
Mr. Donald R. Keer, Esq.(1) 3663 Greenwood Circle, Chalfont, PA 18914	255,000,000	25.5%	50,000	50%

(1) Mr. Keer received common shares in the acquisition of SWS which was acquired in an all stock trade where the shareholders of SWS received 15 shares of SSOF in exchange for one share of SWS.

Securities Authorized for Issuance under Equity Compensation Plans

The company has not created any Equity Compensation Plan.

INTEREST OF MANAGEMENT AND OTHERS IN CERTAIN TRANSACTIONS

TRANSACTIONS WITH RELATED PERSONS, PROMOTERS AND CERTAIN CONTROL PERSONS

Due to officers

There is \$755,000 due Donald R. Keer for services rendered at SWS prior to acquisition. There is \$158,151.51 due Daniel Sobolewski for paid invoices and services rendered for SSOF.

Due to/from Commercial Distributor & Services Supplier

There is \$3,658.75 due to Caren Currier for accounting services rendered.

Property Lease Payments

335 Constance Drive, Warminster, PA is leased by SWS. Payments of \$1,000 per month will commence on September 1, 2022.

INTERESTS OF NAMED EXPERTS AND COUNSEL

EXPERTS

None

LEGAL MATTERS

The Company has a lien on it for \$302,594.71 for debt owed to C6 Capital, LLC, the Company is negotiating settlement.

DISCLOSURE OF COMMISSION POSITION ON INDEMNIFICATION OF SECURITIES ACT LIABILITIES

Our directors and officers are indemnified as provided by the Florida, Wyoming and Pennsylvania corporate law and our bylaws. We have agreed to indemnify each of our directors and certain officers against certain liabilities, including liabilities under the Securities Act. Insofar as indemnification for liabilities arising under the Securities Act may be permitted to our directors, officers and controlling persons pursuant to the provisions described above, or otherwise, we have been advised that in the opinion of the SEC such indemnification is against public policy as expressed in the Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than our payment of expenses incurred or paid by our director, officer or controlling person in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, we will, unless in the opinion of our counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

SECURITIES BEING OFFERED

DESCRIPTION OF SECURITIES

Summary of Securities

The following description summarizes certain terms of our capital stock, as in effect upon the completion of this offering. Because it is only a summary, it does not contain all the information that may be important to you. For a complete description of the matters set forth in this section you should refer to our amended and restated articles of incorporation (the “Articles”) and bylaws, which are included as exhibits to the Offering Statement of which this Offering Circular forms a part, and to the applicable provisions of Florida law.

Authorized Capital and Preferred and Common Stock

Our authorized capital stock consists of 2,000,000,000 shares of Common Stock, par value \$0.001 per share and 750,000 shares of preferred stock, par value \$0.001 per share. The Certificate of Designation for Series A Preferred Stock authorize issuance of 3,000,000 shares. As of September 19, 2022, there were 9,999,991,000 shares of Common Stock outstanding and 3,000,000 shares of Series A Preferred Stock outstanding.

Recent Unregistered Issuances of Equity Securities

Common Stock was issued as consideration for the acquisition of SWS. Stock was issued as follows:

Company	Shareholders	Shares Issued by SWS
Sustainable Water Solutions, Inc.	Donald R. Keer	255,000,000
Sustainable Water Solutions, Inc.	Kenneth Boutilier	15,000,000
Sustainable Water Solutions, Inc.	BiznetWorldwide Ventures	30,000,000

Common Stock

The following is a summary of the material rights and restrictions associated with our Common Stock.

Each share of Common Stock has one (1) vote per share for all purposes. Our Common Stock does not provide preemptive, subscription or conversion rights and there are no redemption or sinking fund provisions or rights. Holders of shares of Common Stock are not entitled to cumulative voting for electing members of the Board. Please refer to the Company’s Articles, bylaws, and the applicable statutes of the State of Wyoming for a more complete description of the rights and liabilities of holders of the company’s securities.

Preferred Stock

The following is a summary of the material rights and restrictions associated with our Common Stock.

We are authorized to issue 7,000,000 shares of preferred stock, \$0.001 par value per share. Pursuant to our Articles, the Board is authorized to authorize and issue preferred stock and to fix the designations, preferences and rights of the preferred stock pursuant to a board resolution. Our Board may designate the rights, preferences, privileges and restrictions of the preferred stock, including dividend rights, conversion rights, voting rights, redemption rights, liquidation preference, sinking fund terms, and the number of shares constituting any series or the designation of any series. The issuance of preferred stock could have the effect of restricting dividends on our Common Stock, diluting the voting power of our Common Stock, impairing the liquidation rights of our Common Stock, or delaying, deterring, or preventing a change in control. Such issuance could have the effect of decreasing the market price of our Common Stock.

Series A Preferred Stock

Authorized and Issued. The Company is authorized to issue up to 3,000,000 shares of Series A Preferred Stock. At the current time the total outstanding shares of Series A Preferred Stock is 3,000,000.

Dividends. The Holder of Series A Preferred Stock receive ten percent (10%) per annum, non-cumulative, before cash dividends are paid in common stock.

Liquidation, Dissolution, or Winding Up. The Series A Preferred Stock shall have liquidation rights with respect to liquidation preference upon the event of any liquidation, dissolution or winding up of the Corporation, either voluntary or involuntary equal to the number of shares of Common Stock as if all Series A Preferred Shares remaining issued and outstanding were converted to Common Stock.

Voting. On any matter presented to the shareholders of the Company for their action or consideration at any meeting of shareholders of the Company (or by written consent of shareholders in lieu of meeting), each holder of outstanding shares of Series A Preferred Stock shall be entitled to cast the number of votes as if converted into common stock basis, in pari passu with common stock voting together as a single class.

Conversion. The Holder of the Series A Preferred Stock shall have the right, from time to time, to convert shares of the Series A Preferred Stock into shares of common stock, when and if sufficient number of unissued shares of common stock are authorized, such that immediately following the conversion the total number of shares of common stock into which all the shares of Series A Preferred Stock is converted shall represent eighty percent (80%) of all shares of issued and outstanding common stock of the Company.

The foregoing description of the Series A Preferred Stock does not purport to be complete and is qualified in its entirety by reference to the provisions of the Amended and Restated Articles of Incorporation filed as Exhibit 3.1 to this Offering Statement, which is incorporated by reference herein.

Transfer Agent and Registrar

Signature Stock Transfer, Inc.
14673 Midway Road – Suite 220
Addison, TX 75001
972-612-4120

Quotation of Common Stock

OTC Markets Group, Inc.
300 Vesey Street, 12th Floor
New York, NY 10282

DIVIDEND POLICY

We plan to retain any earnings for the foreseeable future for our operations. We have never paid any dividends on our Common Stock and do not anticipate paying any cash dividends in the foreseeable future. Any future determination to pay cash dividends will be at the discretion of our Board and will depend on our financial condition, operating results, capital requirements, and such other factors as our Board deems relevant.

TRANSFER AGENT AND REGISTRAR

The transfer agent and registrar for our Common Stock is Signature Stock Transfer, Inc. 14673 Midway Road, Suite 220, Addison Empire Stock Transfer, Inc., 1859 Whitney Mesa Drive, Henderson, NV 89014, telephone 702-974-1444, www.empirestock.com. The transfer agent is registered under the Exchange Act and operates under the regulatory authority of the SEC and FINRA.

Registrar – Florida – Corporate Office

Penny Stock Regulation

The SEC has adopted regulations which generally define “penny stock” to be any equity security that has a market price of less than Five Dollars (\$5.00) per share or an exercise price of less than Five Dollars (\$5.00) per share. Such securities are subject to rules that impose additional sales practice requirements on broker-dealers who sell them. For transactions covered by these rules, the broker-dealer must make a special suitability determination for the purchaser of such securities and have received the purchaser’s written consent to the transaction prior to the purchase. Additionally, for any transaction involving a penny stock, unless exempt, the rules require the delivery, prior to the transaction, of a disclosure schedule prepared by the SEC relating to the penny stock market. The broker-dealer also must disclose the commissions payable to both the broker-dealer and the registered representative, current quotations for the securities and, if the broker-dealer is the sole market-maker, the broker-dealer must disclose this fact and the broker-dealer’s presumed control over the market. Finally, among other requirements, monthly statements must be sent disclosing recent price information for the penny stock held in the account and information on the limited market in penny stocks. As our Common Stock immediately following this Offering may be subject to such penny stock rules, purchasers in this Offering will in all likelihood find it more difficult to sell their Common Stock shares in the secondary market.

Offering Period and Expiration Date

This Offering will start on or immediately prior to the date on which the SEC initially qualifies this Offering Statement (the “Qualification Date”) and will terminate on the Termination Date.

Minimum Purchase Requirements

The minimum investment amount is Five Thousand Dollars (\$5,000.00).

Procedures for Subscribing

If you decide to subscribe for our Common Stock shares in this Offering, you should:

1. Electronically receive, review, execute and deliver to us a subscription agreement; and
2. Deliver funds directly by wire or electronic funds transfer via ACH to the Company’s bank account designated in the Company’s subscription agreement.

Any potential investor will have ample time to review the subscription agreement, along with their counsel, prior to making any final investment decision. We shall only deliver such subscription agreement upon request after a potential investor has had ample opportunity to review this Offering Circular.

Right to Reject Subscriptions. After we receive your complete, executed subscription agreement and the funds required under the subscription agreement have been transferred to our designated account, we have the right to review and accept or reject your subscription in whole or in part, for any reason or for no reason. We will return all monies from rejected subscriptions immediately to you, without interest or deduction.

Acceptance of Subscriptions. Upon our acceptance of a subscription agreement, we will countersign the subscription agreement and issue the shares subscribed at closing. Once you submit the subscription agreement and it is accepted, you may not revoke or change your subscription or request your subscription funds. All accepted subscription agreements are irrevocable.

State Law Exemptions

This Offering Circular does not constitute an offer to sell or the solicitation of an offer to purchase any Shares in any jurisdiction in which, or to any person to whom, it would be unlawful to do so. An investment in the Shares involves substantial risks and possible loss by investors of their entire investments (See [Risk Factors](#)).

The Shares have not been qualified under the securities laws of any state or jurisdiction. However, in the case of each state in which we sell the Shares, we may qualify the Shares for sale with the applicable state securities regulatory body or we will sell the Shares pursuant to an exemption from registration found in the applicable state's securities, or Blue Sky, law.

Investor Suitability Standards

The Offered Shares may only be purchased by investors residing in a state in which this Offering Circular is duly qualified who have the financial capacity to hold the investment for an indefinite amount of time.

Under Rule 251 of Regulation A, non-accredited, non-natural investors are subject to the investment limitation and may only invest funds which do not exceed Ten Percent (10%) of the greater of the purchaser's revenue or net assets (as of the purchaser's most recent fiscal year end). A non-accredited, natural person may only invest funds which do not exceed Ten Percent (10%) of the greater of the purchaser's annual income or net worth (please see below on how to calculate your net worth).

NOTE: For the purposes of calculating your net worth, it is defined as the difference between total assets and total liabilities. This calculation must exclude the value of your primary residence and may exclude any indebtedness secured by your primary residence (up to an amount equal to the value of your primary residence). In the case of fiduciary accounts, net worth and/or income suitability requirements may be satisfied by the beneficiary of the account or by the fiduciary if the fiduciary directly or indirectly provides funds for the purchase of the Shares.

In order to purchase our Common Stock shares and prior to the acceptance of any funds from an investor, an investor will be required to represent, to the Company's satisfaction, that he is either an accredited investor or is in compliance with the Ten Percent (10%) of net worth or annual income limitation on investment in this Offering.

Advertising, Sales and Other Promotional Materials

In addition to this Offering Circular, subject to limitations imposed by applicable securities laws, we expect to use additional advertising, sales and other promotional materials in connection with this offering. These materials may include information relating to this offering, articles and publications concerning industries relevant to our business operations or public advertisements and audio-visual materials, in each case only as authorized by us. In addition, the sales material may contain certain quotes from various publications without obtaining the consent of the author or the publication for use of the quoted material in the sales material. Although these materials will not contain information in conflict with the information provided by this Offering Circular and will be prepared with a view to presenting a balanced discussion of risk and reward with respect to the Offered Shares, these materials will not give a complete understanding of our company, this offering or the Offered Shares and are not to be considered part of this Offering Circular. This offering is made only by means of this Offering Circular, and prospective investors must read and rely on the information provided in this Offering Circular in connection with their decision to invest in the Shares.

Issuance of Certificates

Upon settlement, that is, at such time as an investor's funds have cleared and we have accepted an investor's subscription agreement, we will issue a certificate or certificates representing such investor's purchased Shares, but the Company reserves the right to issue the Offered Shares in "book entry" with our transfer agent. If the Offered Shares are registered in book entry, you will not receive a certificate but will receive an account statement from our transfer agent acknowledging the number of Shares you own.

Transferability of the Offered Shares

The Shares will be generally freely transferable, subject to any restrictions imposed by applicable securities laws or regulations.

WHERE YOU CAN FIND MORE INFORMATION

We have filed with the SEC a Regulation A Offering Statement on Form 1-A under the Securities Act of 1993, as amended, with respect to the shares of Common Stock offered hereby. This Offering Circular, which constitutes a part of the Offering Statement, does not contain all of the information set forth in the Offering Statement or the exhibits and schedules filed therewith. For further information about us and the Common Stock offered hereby, we refer you to the Offering Statement and the exhibits and schedules filed therewith. Statements contained in this Offering Circular regarding the contents of any contract or other document that is filed as an exhibit to the Offering Statement are not necessarily complete, and each such statement is qualified in all respects by reference to the full text of such contract or other document filed as an exhibit to the Offering Statement. You may read and copy this information at the SEC's Public Reference Room, 100 F Street, N.E., Room 1580, Washington, D.C. 20549. You may obtain information on the operation of the Public Reference Room by calling the SEC at 1-800-SEC-0330. The SEC also maintains an Internet website that contains reports, proxy statements and other information about issuers, including us, that file electronically with the SEC. The address of this site is www.sec.gov. In addition, you can find all of our public filings on otcm Markets.com, and specifically at this link: <https://www.otcm Markets.com/stock/SSOF/disclosure>.

For Any Further Questions, Please Contact us at:

SIXTY SIX OILFIELD SERVICES, INC.
dbcapitalllc@gmail.com

**SIXTY SIX OILFIELD SERVICES INC.
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SIXTY SIX OILFIELD SERVICES INC.
Balance Sheet Prev Year Comparison
As of June 30, 2022

Accrual Basis

	<u>June 30, 22</u>	<u>June 30, 21</u>
ASSETS		
Earnest Money – Acquisition #1	\$ 100,000.00	0.00
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Other Current Liabilities		
Deferred Salaries – Officers	755,000	
Legal Judgement Liability	0.00	605,000.00
Loan – Boutillier	100,000	0.00
Loan – C6 Capital	302,594.71	0.00
Loan - Caren Currier	3,658.75	0.00
Loan - Daniel Sobolewski	158,151.51	0.00
Total Other Current Liabilities	<u>1,310,028.97</u>	<u>605,000.00</u>
Total Current Liabilities	<u>1,310,028.97</u>	<u>605,000.00</u>
Total Liabilities	1,310,028.97	605,000.00
Equity		
Common Stock	720,500.00	699,000.00
Preferred Stock	10,050.00	10,000.00
Retained Earnings	(2,391,920.22)	(1,314,000.00)
Net Income	451,341.25	0.00
Total Equity	<u>(1,210,028.97)</u>	<u>(605,000.00)</u>
TOTAL LIABILITIES & EQUITY	<u>\$ 100,000.00</u>	<u>\$ 0.00</u>

See accompanying notes to these financials.

SIXTY SIX OILFIELD SERVICES INC.
Profit & Loss Prev Year Comparison
January through June 2022

Accrual Basis

	<u>Jan - June 22</u>	<u>Jan - June 21</u>
Ordinary Income/Expense		
Expense		
Business Licenses	\$ 158.75	\$ 0.00
Dues and Subscriptions	3,500.00	0.00
Legal Fees	15,000.00	0.00
Total Expense	<u>18,658.75</u>	<u>0.00</u>
Net Ordinary Income	(18,658.75)	0.00
Other Income/Expense		
Other Income		
Debt Forgiveness	470,000.00	0.00
Total Other Income	<u>470,000.00</u>	<u>0.00</u>
Net Other Income	470,000.00	0.00
Net Income	<u>\$ 451,341.25</u>	<u>\$ 0.00</u>

See accompanying notes to these financials.

SIXTY SIX OILFIELD SERVICES INC.
Statement of Cash Flows
January through March 2022

	<u>Jan - Mar 22</u>
OPERATING ACTIVITIES	
Net Income	\$ 451,341.25
Adjustments to reconcile Net Income to net cash provided by operations:	
*Accounts Payable	(8,151.51)
Legal Judgement Liability	(605,000.00)
Loan - Caren Currier	3,658.75
Loan - Daniel Sobolewski	158,151.51
Net cash provided by Operating Activities	<u>0.00</u>
Net cash increase for period	<u>0.00</u>
Cash at end of period	<u>\$ 0.00</u>

See accompanying notes to these financials.

SIXTY SIX OILFIELD SERVICES INC.
Balance Sheet Prev Year Comparison
As of December 31, 2021

	Dec 31, 21	Dec 31, 20
ASSETS	\$ 0.00	\$ 0.00
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable		
*Accounts Payable	8,151.51	0.00
Total Accounts Payable	8,151.51	0.00
Other Current Liabilities		
Legal Judgement Liability	605,000.00	605,000.00
Total Other Current Liabilities	605,000.00	605,000.00
Total Current Liabilities	613,151.51	605,000.00
Total Liabilities	613,151.51	605,000.00
Equity		
Common Stock	699,000.00	699,000.00
Preferred Stock	10,000.00	10,000.00
Retained Earnings	(1,314,000.00)	(709,000.00)
Net Income	(8,151.51)	(605,000.00)
Total Equity	(613,151.51)	(605,000.00)
TOTAL LIABILITIES & EQUITY	\$ 0.00	\$ 0.00

See accompanying notes to these financials.

SIXTY SIX OILFIELD SERVICES INC.
Profit & Loss Prev Year Comparison
October through December 2021

Accrual Basis

	<u>Oct - Dec 21</u>	<u>Oct - Dec 20</u>
Ordinary Income/Expense		
Expense		
Transfer Agent	\$ 8,151.51	\$ 0.00
Total Expense	8,151.51	0.00
Net Ordinary Income	(8,151.51)	0.00
Net Income	<u>\$ (8,151.51)</u>	<u>\$ 0.00</u>

See accompanying notes to these financials.

SIXTY SIX OILFIELD SERVICES INC.
Profit & Loss Prev Year Comparison
January through December 2021

Accrual Basis

	<u>Jan - Dec 21</u>	<u>Jan - Dec 20</u>
Ordinary Income/Expense		
Expense		
Transfer Agent	\$ 8,151.51	\$ 0.00
Total Expense	<u>8,151.51</u>	<u>0.00</u>
Net Ordinary Income	(8,151.51)	0.00
Other Income/Expense		
Other Expense		
Net Gain/Loss on Assets	0.00	605,000.00
Total Other Expense	<u>0.00</u>	<u>605,000.00</u>
Net Other Income	0.00	(605,000.00)
Net Income	<u>\$ (8,151.51)</u>	<u>\$ (605,000.00)</u>

See accompanying notes to these financials.

SIXTY SIX OILFIELD SERVICES INC.
Statement of Cash Flows
October through December 2021

	Oct - Dec 21
OPERATING ACTIVITIES	
Net Income	\$ (8,151.51)
Adjustments to reconcile Net Income to net cash provided by operations:	
*Accounts Payable	8,151.51
Net cash provided by Operating Activities	<u>0.00</u>
Net cash increase for period	<u>0.00</u>
Cash at end of period	<u>\$ (0.00)</u>

See accompanying notes to these financials.

SIXTY SIX OILFIELD SERVICES INC.
Statement of Cash Flows
January through December 2021

	Jan - Dec 21
OPERATING ACTIVITIES	
Net Income	\$ (8,151.51)
Adjustments to reconcile Net Income to net cash provided by operations:	
*Accounts Payable	8,151.51
Net cash provided by Operating Activities	<u>0.00</u>
Net cash increase for period	<u>0.00</u>
Cash at end of period	<u>\$ 0.00</u>

See accompanying notes to these financials.

SIXTY SIX OILFIELD SERVICES, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
Period Ended June 30, 2022

1. SUMMARY DESCRIPTION OF BUSINESS

General Development and Narrative Description of Business –As used herein, the “Company” means Sixty Six Oilfield Services, Inc. a holding company.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Revenue Recognition –Revenues are generally recognized when the products are shipped to the customers.

Inventories – Inventories are measured at the lower of cost and net realizable value. The cost of inventory is based on the weighted average principle for finished goods and on the standard cost principle for raw materials and work-in- progress for inventories that are manufactured. Cost includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses.

Cash and Cash Equivalents - All highly liquid investments with original maturities of nine months or less are classified as cash and cash equivalents. The fair value of cash and cash equivalents approximates the amounts shown on the financial statements.

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. These estimates and assumptions are used in, but not limited to, certain receivables and accounts payable and the provision for uncertain liabilities. Actual results could differ materially from those estimates.

Income Taxes - The Company is subject to income taxes in the United States. Income tax expense (benefit) is provided for using the asset and liability method. Deferred income taxes are recognized at currently enacted tax rates for the expected future tax consequences attributable to temporary differences between amounts reported for income tax purposes and financial reporting purposes. Deferred taxes are provided for the undistributed earnings as if they were to be distributed. The tax rate for the period ended December 31, 2018 is affected by the estimated valuation allowance against the Company’s deferred tax assets. The Company regularly reviews its deferred tax assets for recoverability taking into consideration such factors as recurring operating losses, projected future taxable income and the expected timing of the reversals of existing temporary differences. The authoritative guidance issued by the FASB requires the Company to record a valuation allowance when it is more likely than not that some portion or all of the deferred tax assets will not be realized. In determining a conclusion that a valuation allowance is not needed is difficult when there is negative evidence such as cumulative losses in recent years. Based on the level of deferred tax assets as of December 31, 2019 the level of historical losses realized and the fact that the Company not filed any income tax returns until recently, the Company has determined that the uncertainty regarding the realization of these assets is sufficient to warrant the establishment of a full valuation allowance against the Company’s net deferred tax assets.

Recently Adopted Accounting Standards - The Company has adopted all recently issued accounting pronouncements. The adoption of the accounting pronouncements, include those not yet effective, is not anticipated to have a material effect on the financial position or results of operation of the Company.

3. SHAREHOLDERS' EQUITY

At June 30, 2022 the total number of shares of all classes of stock, which the Company shall have authority to issue is 2,010,000,000, consisting of 2,000,000,000 common shares and 10,000,000 preferred shares. The Company has designated 3,000,000 as Series A-1 Preferred Shares which has voting rights and is convertible into Common Stock equal to 80% of the total issued and outstanding common stock at the time of vote and conversion.

The Company has no stock-based compensation plans for employees and non-employee members of the Board of Directors.

4. COMMITMENTS AND CONTINGENCIES

The Company has no commitments or contingencies.

5. LITIGATION

Judgement was entered against the Company in or about August 2020 for approximately \$605,000, subject to increase for attorney's fees and pre and post judgment interest. This is recorded as Lawsuit expense on the income statement and lawsuit liability in liabilities on the balance sheet. This litigation was settled during Q1 2022.

6. CONTRACTUAL ARRANGEMENTS

The Company has no contractual arrangements.

7. SUBSEQUENT EVENTS

None

PART III - EXHIBITS

Index to Exhibits

Exhibit No.	Description	Filed Herewith (*)	Incorporated by Reference Filing Type	Date Filed
2.1**	Articles of Incorporation		1-A/A	08-02-2022
2.2**	Amendment to Articles of Incorporation		1-A/A	08-02-2022
2.3**	Bylaws		1-A/A	08-02-2022
4.1**	Subscription Agreement		1-A/A	08-02-2022
6.1*	SWS Acquisition Agreement			
12.1***	Legal Opinion and Consent			

*Filed Herewith

**Incorporated by Reference

*** To be filed by Amendment

STOCK PURCHASE AGREEMENT

THIS STOCK PURCHASE AGREEMENT ("Agreement") is entered into this **20th** day of **February 2022**, between **Sixty-Six Oilfield Services, Inc.**, a Nevada Corporation currently trading on the OTC Markets symbol, ("**SSOF**"), hereinafter known as ("Buyer"), and Sustainable Water Solutions a _____ Corporation and its principal **Donald R. Keer**, an individual residing in Pennsylvania hereinafter known as ("Seller").

WHEREAS, the Buyer agrees to purchase **50,000** (Fifty Thousand) **Preferred Series A Shares** which represent equal to 100% of the issued and outstanding control shares of **Sustainable Water Solutions, Inc.** (the "Company") currently held by Seller, in exchange for **1/3 of the** shares of the Buyer's **Series A Preferred Shares**, which will represent one third of the issued and outstanding Preferred Control Shares of Seller; and

WHEREAS, Seller desires to sell, assign and transfer to Buyer 50,000 (Fifty Thousand) Series A Preferred Shares of the issued and outstanding preferred capital stock of the Company ("Stock"), and

WHEREAS Buyer desires to purchase the Stock from Seller,

NOW, THEREFORE, the parties hereto agree as follows:

**ARTICLE I
PURCHASE AND SALE OF STOCK**

SECTION 1.01

(a) Security Interest. Seller warrants and covenants that at Closing (as defined by Section 1.03 hereof), the shares owned by the Seller shall be held free and clear of all mortgages, liens, deeds of trust, security interests, pledges, restrictions, prior assignments, charges, claims, defects in title and encumbrances of any kind or type whatsoever (Collectively, the "Security Interests").

(b) Continuing Liabilities. Except as otherwise provided herein and subject to the terms and conditions of this Agreement, Seller represent, warrant, and covenant that the Company shall have no liabilities at Closing except the following (collectively, the "Continuing Liabilities"):

- (1) All liabilities and obligations of the Company that are accrued or reserved against on the Company's balance sheet, dated February 22, 2022 (the "Interim Balance Sheet Date") and as attached hereto as Appendix 102(b) (the "Interim Balance Sheet"), and which remain unpaid as of the Closing Date to the extent of any remaining reserve or accrual on the Company's balance sheet, dated as of the Closing Date (the "Closing Balance Sheet");
- (2) All liabilities of the Company that are incurred in the ordinary course of the Business, consistent with past practice, subsequent to the Interim Balance Sheet Date and through the Closing Date, which remain unpaid as of the Closing Date and are accrued or reserved against in the Closing Balance Sheet, but only to the extent of such reserve accrual;

- (3) Any liability or obligation arising before the Closing Date under the Vendor/Consulting Contracts (as defined in Section 2.01 (e) hereof) but only to the extent of any reserve or accrual on the Closing Balance Sheet and all liabilities and obligations arising after the Closing Date under the Vendor/Consulting Contracts.

(c) Excluded Liabilities. Buyer shall not assume, nor does Buyer agree to pay, any debts not specifically described in Section 1.02(a) and 1.02 (b) and their appendices hereof. Seller shall indemnify and hold Buyer harmless against any such debts.

SECTION 1.03 Closing. The Closing of this transaction shall be held electronically or via email, on or before but no later than February 22, 2022, or at such other time, date and place as shall be fixed by agreement among the parties hereto ("Closing Date"). At the closing, the parties shall execute and deliver the documents referred to in Section 1.05 below.

SECTION 1.04 Purchase Price and Payment. The Purchase Price for the Seller's Stock of Buyer shall be one-third of the issued and outstanding Series A Preferred Shares of Buyer to be transferred within 30 days from the date of execution of this Agreement. In addition to the one-third of the Series A Preferred Shares, the Buyers agree to appoint the Seller to the Board of Director of Good Hemp Inc. Upon receipt Closing of this transaction;

"SSOF" will then own 100% of the Series A Preferred Shares of **Sustainable Water Solutions, Inc. a/k/a the Control Shares**, Sustainable Water Solutions, Inc., and Don Keer will own one-third of the Series A Preferred Shares of SSOF, along with their positions on the Board of Directors of SSOF, making them equal Partners with equal Voting Rights.

SECTION 1.05 Items to be delivered at Closing.

(a) Seller shall deliver the following to Buyer at Closing

1. Fully executed certificates of the Stock of the Company, free and clear of all liens and encumbrances of any kind;
2. all third-party consents which may be necessary or desirable in connection with the transactions contemplated hereby, including the Contracts (as defined herein);
3. employment agreements for any employee with an annual salary of \$100,000 or greater or any and all officers;
4. any other certificates, documents, and instruments reasonably required to complete the transaction.

(b) Buyer shall deliver to Seller the following:

1. A certificate, signed by an authorized officer of Buyer and dated the Closing Date, representing that any conditions represented in this agreement have been met;
2. copies of resolutions of the Board of Directors of Buyer with respect to the approval of this Agreement and the transactions contemplated hereby;

3. any other certificates or other documents and instruments required herein to be delivered by Buyer in order to complete the transaction.
 4. fully executed certificates for shares of the Buyer's Preferred Stock required by the Purchase Price.
- (c) Notwithstanding anything contained herein to the contrary, neither the Seller nor the Buyer's obligations to deliver the respective shares to the other shall arise, until such time as the Buyer shall have effectively increased its authorized shares to permit the issuance, in accordance with the applicable law and regulation. Once the Buyer is in a position to issue the Buyer's shares, the parties will arrange a mutual time and place to exchange the shares. In the event the Buyer is unable to deliver the Purchase Price on or before April 01, 2016, the number and/or type of share is agreed to be renegotiated.

ARTICLE II REPRESENTATIONS AND WARRANTIES

SECTION 2.01.

Representations and Warranties of Seller. In order to induce Buyer to enter into this Agreement and to consummate the transactions contemplated hereby, Seller represents and warrants to Buyer as follows:

(a) Stock; Status of the Company. The Company is a corporation duly organized, validly existing and in good standing under the laws of the state incorporated and is duly qualified to transact business in every state in the United State of America and every nation and political subdivision thereof, which the failure to be so qualified would have a material adverse affect on the Business. The Company has the requisite power to carry on its Business as it is now being conducted and to own and operate the Business, and has the requisite power (corporate, financing and other) to enter into and complete the transactions contemplated by this Agreement. The Company has no business other than as stated in this Stock Purchase Agreement. No person has any option or right to acquire from Seller or the Company any of the Stock or other equity interest in the Company. The Stock in the Company is validly issued, fully paid and non-assessable. Attached as Appendix 201 are the Articles of Incorporation and Bylaws of the Company and all amendments thereto.

(b) Authorization of Agreement; Non-Contravention; Consents and Approvals.

(1) The execution, delivery and performance by Seller of this Agreement and each of the other agreements to be executed in connection with the consummation of the transactions contemplated hereby and thereby have been duly and validly authorized and approved by all necessary corporate action of the Company. This Agreement has been duly executed and delivered by Seller and constitutes a valid and binding obligation of Seller enforceable against Seller in accordance with its terms.

(2) Neither the execution and delivery by Seller of this Agreement nor the consummation of the transactions contemplated hereby, nor compliance by Seller with any of the provisions hereof, will (i) conflict with or result in a breach of any provision of the Articles of Incorporation, as amended, or Bylaws, as amended, of the Company, (ii) result in the breach of, or conflict with, any of the terms and conditions of, or constitute a default (with or without the giving of notice or the lapse of time or both) with respect to, or result in the cancellation or termination of, or the acceleration of the performance of any obligations or of any indebtedness under any contract, agreement, lease, commitment, indenture, mortgage, note, bond, license or other instrument or obligation to which Seller or the Company is a party or by which Seller or the Company may be bound or affected, or (iii) violate any law or any rule or regulation of any administrative agency or governmental body (a "Governmental Entity"), or any order, writ, injunction or decree of any court or Governmental Entity to which Seller or the Company may be subject.

(c) Capitalization. The issued and outstanding shares of capital stock of the Company are held beneficially and of record as set forth in Appendix 201c. All issued and outstanding shares of capital stock of the Company have been validly issued and are fully paid and non-assessable. Appendix 201c also sets forth all outstanding options, warrants, preemptive rights, convertible or exchangeable securities or other rights that could obligate the Company to issue or purchase shares of capital stock or other securities (including any phantom stock, stock appreciation rights or similar interests), and the holders thereof, and specifies the extent to which any options, warrants, securities or other rights are currently vested.

The offer, issuance and sale of the capital stock of the Company and the outstanding options, warrants, convertible securities or other rights to acquire such capital stock were made in compliance with applicable federal and state securities laws. Except as set forth on Appendix 201c, there are no agreements, written or oral, relating to the acquisition, disposition, voting or registration of any security or interest of the Company.

(d) Assets. The Company has, or will have at the Closing, good, valid and marketable title to all assets shown on the Interim and Closing Balance Sheets, free and clear of any Liens, except as disclosed under Appendix 201d. The Company has not sold, transferred, assigned or conveyed any of its right, title and interest, or granted or entered into any option to purchase or acquire any of its right, title or interest, in and to any of the Assets or its Business. No third party has any option or right to acquire the Company's Business or any of the Assets.

(e) Real Property. The Company owns no real property. Appendix 201e includes a complete list of the only real property leased by the Company ("Leased Real Property"). The Company has a valid leasehold interest in the Leased Real Property and will deliver to Buyer at Closing, a certificate confirming that such lease is in full force and effect and that its leasehold interest will be transferred to Buyer at Closing without penalty or any condition that would be unacceptable to Buyer.

(f) Contracts. All Revenue Contracts (meaning contracts to which the Company is a party with its clients or customers by which the Company generates revenue) are listed on Appendix 201f. All Vendor and Consulting Contracts (meaning standing contracts to which the Company is a party with third-party vendors from which the Company receives goods or services) are listed on Appendix 201f. All Other Contracts (meaning all other standing contracts to which the Company is a party which are essential to the operation of its business) are listed on Appendix 201f. Except as disclosed on Appendix 201f (collectively, the "Contract Schedules") each Contract will be enforceable after the Closing and sale of the Stock to Buyer without the consent of any party. A complete and accurate copy of each Scheduled Contract has been delivered or made available to Buyer or, if oral, a complete and accurate summary thereof has been delivered to Buyer. Except as set forth on Appendix 201f, the Scheduled Contracts are valid, binding and enforceable in accordance with their respective terms, are in full force and effect and were entered into in the ordinary course of business on an "arms-length" basis. The Company is not in breach or default of any of the Scheduled Contracts and no occurrence or circumstance exists which constitutes a present breach or default by the other party thereto. The Company has not been notified or advised by any party to a Scheduled Contract of such party's intention or desire to terminate or modify any such contract or agreement. The Company has not granted any lien on any Scheduled Contract included in the Assets.

(g) Litigation. There is no litigation, suit, proceeding, action, claim or investigation, at law or in equity, pending or, to the knowledge of Seller, threatened against, or affecting in any way the Seller, the Company or the Company's ability to own or operate its Business, or which questions the validity of this Agreement or challenges any of the transactions contemplated hereby.

Neither the Company nor the Seller is subject to any judgment, order, writ, injunction or decree of any court or any federal, state, municipal or other Governmental Entity, department, commission, board, bureau, agency or other instrumentality.

(h) Absence of Change or Events. Since the Interim Balance Sheet Date, the Company has operated its business only in the ordinary course and there has not been any material adverse change in the financial condition, results of operations, business, assets or prospects of the Company or the value or condition of the Assets.

(i) Compliance with Laws. The Company has at all time conducted its Business in compliance with all applicable laws, regulations, ordinances and other requirements of all Governmental Entities (including applicable federal, state and local laws, rules and regulations respecting occupational safety and health standards). Neither Seller nor the Company has received any notice, advice, claim or complaint from any employee or Governmental Entity that the Company has not conducted, or is not presently conducting, its Business and operations in accordance with all applicable laws and other requirements of Governmental Entities.

(j) Intellectual Property.

(1) **Company IP Property.** The Company owns, or has the valid right or license to use, possess, sell or license, all Intellectual Property (as defined below and more precisely enumerated in Appendix 201i1, necessary or required for the conduct of its business as presently conducted and as presently proposed to be conducted, (such Intellectual Property being hereinafter collectively referred to as the "Company IP Rights"), and such rights to use, possess, sell or license are sufficient for such conduct of such business. As used herein, the term "Intellectual Property" means, collectively, all worldwide industrial and intellectual property rights, including, without limitation, patents, patent applications, rights to file for patent applications (including but not limited to continuations, continuations-in-part, divisional and reissues), trademarks, logos, service marks, trade names and service names (in each case whether or not registered) and applications for and the right to file applications for registration thereof, Internet domain name or application for an Internet domain name, Internet and World Wide Web URLs or addresses, copyrights (whether or not registered) and applications for and the right to file applications for registration thereof, franchises, licenses, inventions, trade secrets, trade dress, know-how, customer lists, supplier lists, proprietary processes and formulae, software source code and object code, algorithms, net lists, architectures, structures, screen displays, layouts, inventions, development tools, designs, blueprints, specifications, technical drawings (or similar information in electronic format), publicity and privacy rights and any other intellectual property rights arising under the laws of the United States of America, any State thereof, or any country or province, and all documentation and media (in whatever form) constituting, describing or relating to the foregoing, including, without limitation, manuals, programmers' notes, memoranda and records.

(2) **No Default.** Neither the execution, delivery and performance of this Agreement nor the consummation of the transactions contemplated hereby will: (i) constitute a breach, violation or default of any instrument, contract, license or other agreement governing any Company IP Right to which the Company is a party; (ii) cause the forfeiture or termination of, or give rise to a right of forfeiture or termination of, any Company IP Right held or owned by the Company; or (iii) impair the rights of the Company or Buyer or their subsidiaries to use, possess, sell or license any Company IP Right or portion thereof. There are no royalties, honoraria, fees or other payments payable by the Company or any of its affiliates to any third person by reason of the ownership, use, possession, license, sale, marketing, advertising or disposition of any Company IP Rights by Company.

(3) **Protection of Proprietary Information.** The Company has taken all necessary and appropriate steps to protect, preserve and maintain the secrecy and confidentiality of the Company IP Rights and all Seller' ownership interests and proprietary rights therein.

(4) **Registered and Unregistered Intellectual Property.** Appendix 201i1 contains a true and correct list of (i) all worldwide registrations of any patents, copyrights, trademarks, service marks, Domain Names or Internet or World Wide Web URLs or addresses with any governmental or quasi-governmental authority; (ii) all applications, registrations, filings and other formal actions made or taken pursuant to federal, state and foreign laws by the Company to secure, perfect or protect its interest in the Company IP Rights, including, without limitation, all patent applications, copyright applications, and applications for registration of trademarks and service marks, (iii) all unregistered copyrights, trademarks and service marks and (iv) all 800- or 888- prefix phone numbers (or similar toll-free phone numbers) used by the Company in connection with the conduct of its business. All patents, and all registered trademarks, service marks, Internet domain names, Internet or World Wide Web URLs or addresses and copyrights held by the Company are valid and enforceable.

(5) ***No Infringement by Third Parties.*** To the knowledge of Seller, there is no unauthorized use, disclosure, infringement or misappropriation of any Company IP Rights or any Intellectual Property Right of the Company by any third party, including any employee or former employee of the Company. The Company has not agreed to indemnify any person for any infringement of any Intellectual Property of any third party by any product or service that has been sold, licensed, leased, supplied, marketed, distributed, or provided by the Company.

(k) ***No Broker's or Finder's Fees.*** No agent, broker, investment banker, person or firm acting on behalf of Seller is or will be entitled to any broker's or finder's fee or any other commission or similar fee in connection with any of the transactions contemplated herein except for the Seller as described in Appendix 201j.

(l) ***Employee Benefit Plans.*** Except as shown on Appendix 201k the Company has no plans in effect for pension, profit sharing, deferred compensation, severance pay, bonuses, stock options, stock purchases, or any other form of retirement or deferred benefit, or for any health, accident or other welfare plan, as to which Buyer will become liable as a result of the transactions contemplated hereby.

(m) ***Environmental Matters.*** There have been no private or governmental claims, citations, complaints, notices of violation or letters made, issued to or threatened against Seller or the Company by any Governmental Entity or private or other party for the impairment or diminution of, or damage, injury or other adverse effects to, the environment or public health resulting, in whole or in part, from the ownership, use of operation of any of the Company's facilities (whether owned or leased) which will be occupied or operated by Buyer as a result of the transactions contemplated hereby (the "Property").

The Company has duly complied with, and to the best of Seller's and the Company's knowledge, the Property is in compliance with, the provisions of all federal, state and local environmental, health and safety laws, codes and ordinances and all rules and regulations promulgated hereunder.

Buyer has been provided with true, accurate and complete copies of any written information in the possession of Seller or the Company, which pertains to the environmental history of the Property. Seller and the Company shall also promptly furnish to Buyer true, accurate and complete copies of any sampling and test results which may be obtained by Seller or the Company prior to the Closing from all environmental and/or health samples and tests taken at and around the Property.

(n) ***Financial Statements.*** The Company has delivered to Buyer the Interim Balance Sheet of the Company at the offices of Buyer and the related statements of income. Such financial statements, including the notes thereto, are in accordance with the books and records of the Company, have been prepared in conformity with generally accepted accounting principles applied on a consistent basis throughout the periods covered thereby and present fairly the financial position and the results of operations of the Company as of the dates and for the periods indicated. On or before the Closing, the Company shall deliver to Buyer monthly financial statements in a form reasonably satisfactory to Buyer for all monthly periods after the Interim Balance Sheet Date for which financial information is available, including the Closing Balance Sheet, which financial statements shall be prepared on a consistent basis with the financial statements described above.

(o) Taxes

1) Except as shown on Appendix 201n the Company has filed all Tax Returns (as defined below) that it was required to file. All such Tax Returns were correct and complete in all respects. To the best knowledge of Seller and the Company, all Taxes owed by the Company (whether or not shown on any Tax Return) have been paid. The Company is not currently the beneficiary of any extension of time within which to file any Tax Return. No claim has ever been made by any Taxing Authority in a jurisdiction where the Company does not file Tax Returns that it is or may be subject to taxation by that jurisdiction which has not been resolved. There are no security interests on any of the Assets that arose in connection with any failure (or alleged failure) to pay any Tax. The Company has not waived any statute of limitations in respect of any Taxes or agreed to any extension of time with respect to a Tax assessment or deficiency. There is no pending or threatened action, audit, proceeding or investigation for the assessment of collection of any Taxes for which the Company could be liable, and no written or legally binding agreement has been entered into with any Taxing Authority relating to Taxes for which the Company could be liable.

(2) To the actual knowledge of Seller, the Company has withheld and paid all Taxes required to have been withheld and paid in connection with amounts paid or owing to any employee, independent contractor, creditor, stockholder, or other third party.

(3) For purposes of this Agreement, "Tax" means any federal, state, local or foreign income, gross receipts, license, payroll, employment, excise, severance, stamp, occupation, premium, windfall profits, environmental (including taxes under section 59A of the Internal Revenue Code, as amended), customs duties, capital stock, franchise, profits, withholding, social security (or similar), unemployment, disability, real property, personal property, sales, use, transfer, registration, value added, alternative or add-on minimum, estimated or other tax of any kind whatsoever, including any interest, penalty or addition thereto, whether or not disputed; "Tax Return" means any return, declaration, report, claim for refund or information return or statement relating to Taxes, including any schedule or attachment thereto, and including any amendment thereof; and "Taxing Authority" means any governmental authority responsible for the imposition or collection of any Tax.

(p) Absence of Undisclosed Liabilities. To the actual knowledge of Seller, the Company has no material liabilities or obligations, other than (a) those reflected in the Interim Balance Sheet, (b) those liabilities or obligations incurred, consistently with past business practice, in or as a result of the normal and ordinary course of business since the Interim Balance Sheet Date, and (c) those revealed in the Appendix and Schedules attached hereto or delivered at Closing.

(q) Guarantees. The Company has not guaranteed or pledged any Assets with respect to any obligation or indebtedness of any person or entity and no person or entity has guaranteed any obligation or indebtedness of Seller.

(r) Accuracy of Documents and Information. The information provided to the Buyer by Seller in connection with its investigation of Seller and the Company, does not (and will not at the Closing Date) contain any statement of a material fact known to be untrue by the Seller.

SECTION 2.02 Representations and Warranties of Buyer. Buyer represents and warrants to Seller as follows:

(a) Organization. Buyer is a corporation duly organized, validly existing and in good standing under the laws of the State of Nevada. Buyer has the full power and authority to enter into and perform this Agreement, to carry on its business as it is now being conducted, and to execute, deliver and perform its obligations under this Agreement and consummate the transactions contemplated hereby.

(b) Capitalization. The authorized/outstanding capital stock of the Buyer consists of 6,000,000,000/3,579,209,650 shares of Common Stock, 130,000,000/130,000,000 of Preferred "Series A" Stock, 70,000,000/18,752,860 of Preferred "Series B" Stock, 20,000,000/634,2554 of Preferred "Series C" Stock, 2,000,000/0 Preferred "Series D" Stock, 10,000,000/25,000 Preferred "Series E" Stock and 5,000,000/0 Preferred "Series F" Stock. Additional shares are to be issued and the Seller acknowledges, agreement for such action. All outstanding shares of Buyer's Common Stock have been duly authorized and validly issued and are fully paid and non assessable, and none of such outstanding shares has been issued in violation of the preemptive rights of any person, firm or entity.

(c) Binding Obligation. The execution, delivery and performance by Buyer of this Agreement and the consummation of the transactions contemplated hereby and thereby have been duly and validly authorized and approved by all necessary corporate action of Buyer. Neither the execution and delivery by Buyer of this Agreement nor the consummation by Buyer of the transactions contemplated hereby, nor compliance by the Buyer with any of the provisions hereof, will (i) conflict with or result in a breach of any provision of the Articles of Incorporation or Bylaws of Buyer, (ii) result in the breach of, or conflict with, any of the terms and conditions of, or constitute a default, or result in the cancellation or termination of, or the acceleration of the performance of any obligations or of any indebtedness under any contract, agreement, lease, commitment, indenture, mortgage, note, bond, license or other instrument or obligation to which Buyer is a party or by which its assets may be bound or affected, (iii) violate any law or any rule or regulation of any administrative agency or Governmental Entity, or any order, writ, injunction or decree of any court, administrative agency or Governmental Entity to which Buyer may be subject.

**ARTICLE III
COVENANTS RELATING TO CONDUCT OF BUSINESS**

SECTION 3.01 Covenants of Seller. During the period from the date of this Agreement and continuing until the Closing, Seller agrees (except as expressly contemplated by this Agreement or to the extent that Buyer shall otherwise consent in writing) that they will cause the business of the Company to take the following actions:

(a) Ordinary Course. From the date hereof until the Closing Date, the Company shall carry on its business in the usual, regular and ordinary course in substantially the same manner as heretofore conducted and, to the extent consistent with such business, use all reasonable efforts consistent with past practice and policies to preserve intact its present business organization, keep available the services of its presents officers and key employees and preserve its relationships with customers, suppliers and others having business dealings with it to the end that its goodwill and ongoing business shall be unimpaired as a result of the transactions contemplated hereby.

(b) No Other Bids. Neither the Seller, nor any of their respective affiliates, shall directly or indirectly, through any officer, director, employee, shareholder, agent or otherwise, offer any of the Stock in the Company for sale to any other individual or entity other than Buyer, nor shall they solicit or enter into negotiations with any other party for the disposition of the Assets of the Company.

**ARTICLE IV
ADDITIONAL AGREEMENTS**

SECTION 4.01 Confidentiality and Access to Information. The Seller shall afford to Buyer and to Buyer's accountants, counsel and other representatives, reasonable access during normal business hours during the period prior to the Closing to all of the Company's books and records, and during such period, the Company shall furnish promptly to Buyer all information concerning the Company's Business, properties and personnel, as Buyer may reasonably request. Buyer agrees that (except as may be required by law) it will not disclose or use any information revealed during this executory period with respect to Seller at any time or in any manner, and will not use such information other than in connection its preparation for Closing of the transactions contemplated by this Agreement. In the event of termination of this Agreement for any reason, Buyer shall promptly return, or cause to be returned, to Seller all nonpublic documents obtained from Seller that it would not otherwise have been entitled to obtain; and shall not, in any manner, utilize any such information for Buyer's benefit or in any manner harmful to Seller. The provisions of this Section 4.01 shall survive the termination of this Agreement.

SECTION 4.02 Expenses. Whether or not the transactions contemplated hereby are consummated, all costs and expenses incurred by Buyer, and/or Seller in connection with this Agreement and the transactions contemplated hereby, including, without limitation, expenses of legal counsel, accountants and other advisers, shall be paid by the party incurring such costs.

**ARTICLE V
CONDITIONS PRECEDENT**

SECTION 5.01 Conditions to Each Party's Obligation. The respective obligations of each of the parties to this Agreement shall be subject to the satisfaction prior to the Closing Date of the following conditions:

(a) Approvals. All authorizations, consents, orders or approvals of, or declarations or filings with, or expiration of waiting periods imposed by, any Governmental Entity necessary for the consummation of the transactions contemplated by this Agreement, if any, shall have been filed, occurred or been obtained.

(b) Legal Action. No action, suit or proceeding by any person shall have been commenced and still be pending, no investigation by any governmental or regulatory authority shall have been commenced and still be pending, and no action, suit or proceeding by any person shall have been threatened against Buyer, Seller or the Company, (a) seeking to restrain, prevent or change the transactions contemplated hereby or questioning the validity or legality of any such transactions or (b) which if resolved adversely to any party, would materially and adversely affect the business or condition, financial or otherwise, of the Buyer, Seller or the Company.

SECTION 5.02 Conditions of Obligations of Buyer. The obligations of Buyer to effect the transactions contemplated hereby are subject to the satisfaction of the following conditions unless waived by Buyer in writing:

(a) Representations and Warranties. The representations and warranties of Seller set forth in this Agreement shall be true and correct in all material respects as of the date of this Agreement and as of the Closing Date as though made on and as of the Closing Date, and Buyer shall have received a separate certificate signed by Seller to such effect.

(b) Performance of Obligations of the Company. Seller shall have performed all obligations required to be performed by them under this Agreement prior to the Closing Date, and Buyer shall have received a certificate signed by Seller to such effect. All proceedings to be taken by the Company in connection with the transactions contemplated hereby and all documents incident thereto shall be reasonably satisfactory in form and substance to the Buyer and its counsel, and Buyer and its counsel shall have received all such counterpart originals or certified or other copies of such documents as it or they may reasonably request.

(c) No Material Adverse Change. Unless this condition shall be waived in writing by Buyer, since the Interim Balance Sheet Date, there shall have been no material adverse change in the financial condition, results of operations, business or assets of the Company, and the Buyer shall have received a certificate signed by Seller to such effect. For purposes of this Paragraph, the term "material change" shall mean some condition(s) or event(s) which, when taken individually or in total, shall have the effect of reducing the current net worth of the Company by greater than ten percent (10%) than as shown in the Interim Balance Sheet.

(d) Consents and Actions. All requisite consents of any third parties to the transactions contemplated by this Agreement shall have been obtained.

(e) Other Documents. Buyer shall have received such other documents, instruments or certificates as shall be reasonably requested by Buyer or its counsel.

SECTION 5.03 Conditions and Obligations of Seller. The obligations of Seller to close the transactions contemplated hereby are subject to the satisfaction of the following conditions unless waived by Seller in writing:

(a) Representations and Warranties. The representations and warranties of Buyer set forth in this Agreement shall be true and correct in all material respects as of the date of this Agreement and as of the Closing Date as through made on and as of the Closing Date, and Seller shall have received a certificate signed by an authorized officer of Buyer to such effect.

(b) Performance of Obligations of Buyer. Buyer shall have performed all obligations required to be performed by it under this Agreement at and prior to the Closing Date, and Seller shall have received a certificate signed by an authorized officer of Buyer to such effect.

(c) Consents and Actions. All requisite consents of any third parties or governmental agencies to the transactions contemplated hereby shall have been obtained.

(d) Other Documents. Seller shall have received such other documents, instruments or certificates as shall be reasonably requested by Seller or its counsel.

ARTICLE VI
SECTION 6.01

(a) Indemnification.

(1) Seller shall indemnify and hold harmless Buyer against all loss, liability, damage or expense, including reasonable attorney's fees, net of any applicable insurance proceeds ("Losses"), for claims brought by a third party, which Buyer shall suffer, sustain or become subject to as a direct result of any breach of representation or warranty of Seller contained in this Agreement.

(2) Subject to the provisions of Section 6.01(a) hereof, Buyer shall indemnify and hold harmless Seller against all Losses that Seller may suffer, sustain, or become subject to as a direct result of any breach or inaccuracy of any representation, warranty, covenant or other agreement of Buyer contained in this Agreement, or a claim by a third party which, without regard to the merits of the claim, would constitute a breach or misrepresentation.

(b) Conditions of Indemnification for Third Party Claims. The obligations and liabilities of the parties under this Article 6 shall be subject to the following conditions:

(1) The party entitled to be indemnified hereunder (the "Indemnified Party") shall give the party obligated to provide the indemnity (the "Indemnifying Party") prompt notice of any Third Party Claim (the "Claim Notice"). If the Indemnifying Party promptly acknowledges in writing its obligation to indemnify in accordance with the terms and subject to the limitations of such party's obligation to indemnify contained in this Agreement with respect to that claim, the Indemnifying Party shall have a reasonable time to assume the defense of the Third Party Claim at its expense and with counsel of its choosing, which counsel shall be reasonably satisfactory to the Indemnified Party. Any Claim Notice shall identify, to the extent known to the Indemnified Party, the basis for the Third Party Claim, the facts giving rise to the Third Party Claim, and the estimated amount of the Third Party Claim (which estimate shall not be conclusive of the final amount of such claim or demand). The Indemnified Party shall make available to the Indemnifying Party copies of all relevant documents and records in its possession.

(2) If the Indemnifying Party, within a reasonable time after receipt of such Claim Notice, fails to assume the defense of any Third Party Claim in accordance with Section 6.01(b)(1), the Indemnified Party shall (upon further notice to the Indemnifying Party) have the right to undertake the defense, compromise or settlement of the Third Party Claim, at the expense and for the account and risk of the Indemnifying Party.

(3) Anything in this Section 6.01 to the contrary notwithstanding, (i) the Indemnifying Party shall not without the written consent of the Indemnified Party, settle or compromise any Third Party Claim or consent to the entry of judgment which does not include as an unconditional term thereof the giving by the claimant or the plaintiff to the Indemnified Party of an unconditional release from all liability in respect of the Third Party Claim; (ii) if such Third Party Claim involves an issue or matter which the Indemnified Party believes will have a materially adverse effect on the Indemnified Party's business, operations, assets, properties or prospects of its business, the Indemnified Party shall have the right to control the defense or settlement of any such claim or demand, at the expense of the Indemnified Party without contribution from the Indemnifying Party; and (iii) the Indemnified Party shall have the right to employ its own counsel to defend any claim at the expense of the Indemnified Party if (x) the employment of such counsel by the Indemnified Party has been authorized by the Indemnifying Party, or (y) counsel selected by the Indemnifying Party shall have reasonably concluded that there may be a conflict of interest between the Indemnifying Party and the Indemnified Party in the conduct of the defense of such action or (z) the Indemnifying Party shall not have employed counsel to assume the defense of such claim in accordance with Section 6.01 (b).

(4) Nothing herein shall be deemed to prevent any Indemnified Party from making a claim hereunder for potential or contingent claims or demands, provided that (i) the Claim Notice sets forth (A) the specific basis for any such potential or contingent claim or demand and (B) the estimated amount thereof (to the extent then feasible) and (ii) the Indemnified Party has reasonable grounds to believe that such a claim or demand will be made.

(5) Notwithstanding any other provision of this Agreement, a party's right to indemnification shall not arise until the aggregate claims (exclusive of attorney fees) exceed Twenty-Five Thousand Dollars (\$25,000).

(6) This Article VI shall survive the consummation of this Agreement and the transactions contemplated herein; PROVIDED HOWEVER that no claim for indemnification may be made after the one (1) year anniversary of the Closing of this transaction.

ARTICLE VII
TERMINATION, ACKNOWLEDGEMENT, AMENDMENT AND WAIVER

SECTION 7.01 Termination. This Agreement may be terminated at any time prior to the Closing:

- (a) by mutual consent of Buyer and all Seller;
- (b) by Buyer, on the one hand, and Seller, on the other hand, if there has been a material misrepresentation or breach of covenant or agreement contained in this Agreement on the part of the other and such breach of a covenant or agreement has not been promptly cured;
- (c) by Buyer if any of the conditions set forth in Sections 5.01 and 5.02 shall not have been satisfied before April 30, 2018 or such later date as the parties hereto shall mutually agree in writing;
- (d) by Seller if any of the conditions set forth in Sections 5.01 and 5.03 shall not have been satisfied before April 30, 2018, or such later date as the parties hereto shall mutually agree in writing.

SECTION 7.02 Acknowledgement. Buyer and Seller agree that the following items have been discussed and will be acted upon if and when milestones are met by the Seller or the Buyer has concluded by closing or terminating an agreement between it and another appropriate party.

- (a) Buyer agrees that it will not interfere with the management of the subsidiary unless its management has committed a breach of fiduciary responsibility, acted in a fraudulent or deceptive manner, or withheld, omitted or misrepresented any material occurrence in its business or financial matters, failed to submit financial statements in a timely manner for inclusion in all required reporting to governmental or regulatory agencies, took risks deemed to be detrimental to the parent corporation or committed theft or any other item that then current law or court rulings deem not coverable for indemnification purposes.
- (c) Buyer will place one member on the board of directors selected by the Seller.
- (d) Seller agrees to make best efforts in assisting Buyer with securing funding for buyer with introduction or securing funding with regard to investment bankers or investment banking.

SECTION 7.03 Amendment. This Agreement may not be amended except by an instrument in writing signed on behalf of each of the parties hereto.

SECTION 7.04 Disengagement. In the event this transaction must be unwound for any purpose. Included but not limited to regulatory action, the inability to secure sufficient capital, the inability to make payments for stock and complete acquisition, and unacceptable management change prior to September 30, 2018 or actions of any parties making the continuation of the business combination nonviable, the parties will agree that buyer will be return the 5,000,000 Preferred "Series F" Stock and the buyer will return the 100,000 Common Stock.

SECTION 7.05 Spin-off. Buyer acknowledges that if and when SUSTAINABLE WATER SOLUTIONS, INC. reaches the goals set forth in this agreement that Buyer will file a registration statement for an initial public offering when the sales threshold reaches \$2,500,000 per annum (optional) or at \$5,000,000 sales per annum (mandatory). The new board members selected by the Seller agree by taking their seats that they will not interfere negatively with the agreement and will approve all actions necessary for the completion of the initial public offering and all other related actions.

Seller agrees to make best efforts in assisting Buyer with securing funding for S-1 filing and with introduction or securing funding with regard to investment bankers or investment banking. Buyer will file the IPO and Seller will receive 10% of newly formed company formed from IPO.

ARTICLE VIII GENERAL PROVISIONS

SECTION 8.01

(a) Entire Agreement. This Agreement, together with all exhibits and schedules attached hereto, constitutes the entire agreement between and among the parties hereto pertaining to the subject matter hereof and supersedes all prior agreements, understandings, negotiations and discussions, whether oral or written, of the parties, and there are no warranties, representations or other agreements between the parties in connection with the subject matter hereof except as set forth specifically herein or contemplated hereby. No supplement, modification or waiver of this Agreement shall be binding unless executed in writing by the party to be bound thereby. No waiver of any of the provisions of this Agreement shall be deemed or shall constitute a waiver of any other provision hereof (regardless of whether similar), nor shall any such waiver constitute a continuing waiver unless otherwise expressly provided.

(b) Survival of Covenants, Representations, Warranties and Agreements. The covenants, agreements, representations and warranties of the parties hereto contained in this Agreement or in any certificate or other writing delivered pursuant hereto or in connection herewith shall not survive the Closing except for the covenants and agreements contained herein which contemplate or specifically provide for performance after the Closing Date.

(c) Costs and Expenses. Each of the parties to this Agreement shall bear his or its own expenses incurred in connection with the negotiation, preparation, execution and closing of this Agreement and the transactions contemplated hereby (the "Transaction Expenses").

(d) Notices. Any notice, request, instruction, correspondence or other document to be given hereunder by any party hereto to another (herein collectively called "Notice") shall be in writing and delivered personally or mailed by registered or certified mail, postage prepaid and return receipt requested, or by facsimile, as follows:

If to Buyer: Sixty-Six Oil Field Services
4300 West Lake Mary Blvd
Suite 1010-229
Lake Mary, Florida 32746

If to Seller: Donald R. Keer
3663 Greenwood Circle
Chalfont, PA 18914

Each of the above addresses for notice purposes may be changed by providing appropriate notice hereunder. Notice given by personal delivery or registered mail shall be effective upon actual receipt. Notice given by facsimile shall be effective upon actual receipt if received during the recipient's normal business hours' or at the beginning of the recipient's next normal business day after receipt if not received during the recipient's normal business hours. All Notices by facsimile shall be confirmed by the sender thereof promptly after transmission in writing by registered mail or personal delivery.

(e) Governing Law. This Agreement shall be governed in all respects, including validity, interpretation and effect, by the internal laws of the State of Florida.

(f) Counterparts. This Agreement may be executed in one or more counterparts, all of which shall be considered one and the same agreement and shall become effective when one or more counterparts have been signed by each of the parties and delivered to the other party, it being understood that all parties need not sign the same counterpart.

(g) Severability. If any provision of this Agreement (or any portion thereof) or the application of any such provision (or any portion thereof) to any person or circumstance shall be held invalid, illegal or unenforceable in any respect by a court of competent jurisdiction, such invalidity, illegality or unenforceability shall not affect any other provision hereof (or the remaining portion thereof) or the application of such provision to any other persons or circumstances.

(h) Captions. The captions herein are included for convenience of reference only and shall be ignore in the construction or interpretation hereof.

IN WITNESS WHEREOF, Buyer, Seller and the Company have executed this Agreement as of the date first written above.

Sixty-Six Oil Field Services, Inc.

Sustainable Water Solutions, Inc.

/s/ Daniel Sobolewski
Daniel Sobolewski
CDO (Buyer)

/s/ Don Keer
Don Keer
CEO (Seller)

APPENDIX 102
(Security Interests)
None

APPENDIX 102bl
(Interim Balance Sheet)
(none)

APPENDIX 201
(Articles of Incorporation, Bylaws)

APPENDIX 201a
(Assets)

APPENDIX 201e
(Leased Real Property)
none

APPENDIX 201f
(List of Vendor/ Consulting Contracts)
(List of Revenue Contracts)

APPENDIX 201il
(Registered and Unregistered Intellectual Property}

APPENDIX 201i
(Brokers and Finder Fee)
None

APPENDIX 201k
(Employee Benefits Plan)
None

EXHIBIT 1
STOCK CERTIFICATES