CYBERFUELS HOLDING COMPANY, INC.
AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

December 31, 2024 and December 31, 2023

CYBERFUELS HOLDING COMPANY, INC.
AND SUBSIDIARIES

December 31, 2024 and December 31, 2023

CONSOLIDATED FINANCIAL STATEMENTS

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To Management

CyberFuels Holding Company, Inc. and Subsidiaries
Palm Beach Gardens, FL

Management is responsible for the accompanying consolidated financial statements of CyberFuels Holding Company, Inc. and subsidiaries (a corporation), which comprise the consolidated balance sheets as of December 31, 2024 and June 30, 2024, and the related consolidated statements of operations and changes in stockholders' equity and cash flows for the six month periods ended December 31, 2024 and December 31, 2023, and the related notes to the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the consolidated financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. We do not express an opinion, a conclusion, nor provide any assurance on these consolidated financial statements.

We are not independent with respect to CyberFuels Holding Company, Inc. and Subsidiaries.

Pybus & Company, P.A.

Pybus & Company, P.A.
Stuart, FL
February 3, 2025

CyberFuels Holding Company, Inc. and Subsidiaries
Consolidated Balance Sheets
(unaudited)

	December 31, 2024	June 30, 2024
ASSETS		
Current Assets		
Cash	$ 283,443	$ 8,673
Accounts receivable, net	187,091	287,215
Prepaid expense	-	5,862
Total Current Assets	470,534	301,750
Land, Property and Equipment, net of depreciation	35,079,808	35,081,058
Other Assets		
Deposits	265	265
Investment in joint venture	595,900	595,900
Intangibles, net	796,466	834,108
Total Other Assets	1,392,631	1,430,273
TOTAL ASSETS	$ 36,942,973	$ 36,813,081
LIABILITIES & STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable and accrued expenses	$ 3,266,041	$ 2,997,643
Deferred revenues	8,400	82,008
Common stock issued in excess of authorized shares	19,501	19,501
Mortgage note payable	26,800,000	18,000,000
Accrued interest payable on mortgage note	2,010,000	-
Convertible note payable - related party	271,054	269,036
Note payable - related party	1,019,007	1,116,489
Total Current Liabilities	33,394,003	22,484,677
Mortgage note payable, net of deferred loan costs	-	8,726,856
Accrued interest payable on mortgage note	-	1,005,000
Total Long-Term Liabilities	-	9,731,856
TOTAL LIABILITIES	33,394,003	32,216,533
COMMITMENTS & CONTINGENCIES	-	-
Stockholders' Equity		
Preferred stock, par value $.001, 20,000,000 shares authorized, and 0 issued.	-	-
Common stock, par value $.001, 230,000,000 shares authorized, 100,499,318 and 98,738,278, issued and outstanding at December 31, 2024 and June 30, 2024, respectively	80,998	79,237
Additional paid-in capital	48,056,389	47,023,455
Common stock to be issued	207,000	542
Accumulated deficit	(44,795,417)	(42,506,686)
Total Stockholders' Equity	3,548,970	4,596,548
TOTAL LIABILITIES & STOCKHOLDERS' EQUITY	$ 36,942,973	$ 36,813,081

See accompanying notes and accountants' compilation report

CyberFuels Holding Company, Inc. and Subsidiaries
Consolidated Statements of Operations
(unaudited)

	For the Six Months Ended	
	December 31, 2024	December 31, 2023
Revenues		
Additive sales and service	$ 78,053	$ 82,226
Dredging and throughput income	470,197	-
Other revenues	250,911	158,570
Total Revenues	799,161	240,796
Cost of goods sold	139,180	100,619
Gross Profit	659,980	140,177
Expenses		
General and administrative	590,871	299,117
Employee compensation and benefits	361,075	195,452
Professional fees & consulting	942,740	6,780
Total Expenses	1,894,686	501,349
(Loss) from Operations	(1,234,706)	(361,172)
Other Income (Expenses)		
Other Interest expense	(46,171)	(53,452)
Interest expense on mortgage note	(1,078,144)	-
Other income	70,290	-
Total Other Income (Expense)	(1,054,025)	(53,452)
Net Profit (Loss) Before Provision for Income Taxes	(2,288,731)	(414,624)
Provision for income taxes	-	-
Net Profit (Loss)	$ (2,288,731)	$ (414,624)
Basic and Diluted Earnings (Loss) per Share	$ (0.02)	$ (0.00)
Weighted average number of common shares - basic and diluted	99,327,977	97,593,810

See accompanying notes and accountants' compilation report

CyberFuels Holding Company, Inc. and Subsidiaries
Consolidated Statements of Changes in Stockholders' Equity
For the Six Months Ended December 31, 2024 and December 31, 2023
(unaudited)

	Preferred stock		Common stock		Common stock to be issued	Additional paid-in	Accumulated	Total stockholders'
	Shares	Amount	Shares	Amount	Amount	capital	deficit	equity
Balances at June 30, 2024	-	$ -	79,778,534	$ 79,237	$ 542	$ 47,023,455	$ (42,506,686)	$ 4,596,548
Stock issued for cash			271,040	271		177,229		177,500
Stock issued for services-third party			1,490,000	1,490		748,510		750,000
Stock-based compensation						62,500		62,500
Reduction of common stock to be issued			(542,000)	-	(542)	542		-
Common stock to be issued					207,000			207,000
Contributed capital on noninterest bearing notes						44,153		44,153
Net loss for the six months ended December 31, 2024							(2,288,731)	(2,288,731)
Balances at December 31, 2024	-	$ -	80,997,574	$ 80,998	$ 207,000	$ 48,056,389	$ (44,795,417)	$ 3,548,970

80,997,574	
19,501,744	Add shares issued in excess of authorized (see Note 5)
100,499,318	Total common stock outstanding

	Preferred stock		Common stock		Common stock to be issued	Additional paid-in	Accumulated	Total stockholders'
	Shares	Amount	Shares	Amount	Amount	capital	deficit	equity
Balances at June 30, 2023	-	$ -	68,611,722	$ 68,070	$ 542	$ 39,415,768	$ (40,127,928)	$ (643,548)
Stock issued for cash			818,667	819		375,241		376,060
Stock issued for asset acquistion			9,203,676	9,204		6,461,696		6,470,900
Contributed capital on noninterest bearing notes						51,512		51,512
Net loss for the six months ended December 31, 2023							(414,624)	(414,624)
Balances at December 31, 2023	-	$ -	78,634,065	$ 78,093	$ 542	$ 46,304,217	$ (40,542,552)	$ 5,840,300

78,634,065	
19,501,745	Add shares issued in excess of authorized (see Note 5)
(542,000)	Less common stock to be issued
97,593,810	Total common stock outstanding

See accompanying notes and accountants' compilation report.

CyberFuels Holding Company, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
(unaudited)

	For the Six Months Ended	
	December 31, 2024	December 31, 2023
Cash Flows from Operating Activities		
Net (loss)	$ (2,288,731)	$ (414,624)
Adjustments to Reconcile Net Loss to Net Cash Provided by (Used in) Operating Activities		
Depreciation and amortization	38,892	-
Amortization of deferred loan costs	73,144	-
Contributed capital for non interest bearing note payable	44,153	51,512
Interest expense included in convertible note payable-related party	2,018	1,880
Stock based compensation	812,500	-
Changes in Operating Assets and Liabilities, net of effects of asset acquistion:		
Decrease in accounts receivable	100,124	-
Decrease (increase) in prepaid expenses	5,862	(29,318)
Increase in accounts payable and accrued expenses	268,398	60,192
(Decrease) in deferred revenues	(73,608)	-
Increase in accrued interest on mortgage note	1,005,000	-
Net Cash Provided by (Used in) Operating Activities	(12,248)	(330,358)
Cash Flows from Investing Activities, net of effects of asset acquisition:		
Decrease in investment in joint venture	-	3,100
Net Cash Provided by Investing Activities	-	3,100
Cash Flows from Financing Activities, net of effects of asset acquisition:		
Payments on note payable - related party	(97,482)	(82,829)
Proceeds from shares issued in connection with asset acquisition	-	3,695,900
Proceeds from common stock to be issued	207,000	-
Proceeds from shares issued for cash	177,500	376,060
Net Cash Provided by Financing Activities	287,018	3,989,131
Net Increase (decrease) in cash and escrow cash	274,770	3,661,873
Cash - Beginning of Period	8,673	65,280
Cash and escrow cash - End of Period	$ 283,443	$ 3,727,153
Supplemental Disclosure of Cash Flow Information:		
Cash paid for interest	$ -	$ -
Cash paid for taxes	$ -	$ -
Non-cash investing and financing activities:		
In connection with the asset acquisition of the land and businesses at Port Tampa, Florida the company recorded the following:		
Assets acquired	$ -	$ 35,627,600
Debt assumed, including Seller financing	$ -	$ (32,852,600)
Stock issued to Seller	$ -	$ (2,775,000)

See accompanying notes and accountants' compilation report

Note 1. Organization and Significant Accounting Policies

Organization and Line of Business

CyberFuels Holding Company, Inc. ("the Company") is a Delaware corporation organized in March 2000. In July 2012, a new subsidiary of the Company was formed and incorporated in the state of Delaware by the name of Cyber Fuels, Inc. This subsidiary entered the Company into the alternative fuels and fuel additive markets. Effective June 18, 2024, the Company amended its Articles of Incorporation with the State of Delaware which included changing its name from Encountercare Solutions, Inc. to CyberFuels Holding Company, Inc. and effective August 20, 2024, the Company changed its trading symbol to CBRF.

Effective December 29, 2023, the Company, through three indirect subsidiaries, Tampa Bay Canal, LLC (formed in Florida 2022), CyberFuels Gateway Terminal, LLC (formed in Florida 2020), and Tampa Bay Dredging, LLC (formed in Florida 2022), acquired approximately 72 acres of land, waterways, equipment and associated businesses located at Port Tampa, Florida.

The Company also operates a healthcare company that provides high-tech home care services exclusively for children, including home infusion, home medical equipment, and ancillary services which was formed in 2000.

Liquidity and Management's Plan

The Company has incurred recurring losses from operations for the period ended December 31, 2024. In response to these results, management has implemented the following steps to ensure the ongoing liquidity and viability of the Company: (1) the Company is expected to enter into a terminal related financial arrangement with a third party which could include some form of initial cash payment to assist in the debt repayment due to Seller, cost reimbursement for due diligence and transition costs and cost sharing for ongoing costs: (2) Significant shareholders have continued to invest in the Company by purchasing common stock to fund continuing operations: and (3) Developed various revenue generation opportunities including its additive sales and service revenues as well as revenues acquired from its business acquisition in December 2023. Management believes that the successful implementation of these initiatives will provide them with the necessary liquidity to continue as a going concern.

Investment in Joint Venture

In August 2015 the company entered into a joint venture. The joint venture was established to explore opportunities in advancing the company's medical division. For the periods ended December 31, 2024 and June 30, 2024 the Company's balance in investment in joint venture was $595,900 and $595,900 respectively.

Principles of Consolidation

The consolidated financial statements for the periods ended December 31, 2024 and June 30, 2024 include the accounts of CyberFuels Holding Company, Inc. and its wholly owned subsidiaries; Cyber Fuels Inc. and Building Block Pediatric Home Health Services, Inc. as well as its indirect wholly owned subsidiaries Tampa Bay Canal, LLC, Cyberfuels Gateway Terminal, LLC, and Tampa Bay Dredging LLC. Significant intercompany accounts and transactions have been eliminated in consolidation.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America includes the use of estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, the actual results could differ from those estimates. Significant estimates include the valuation allowance on deferred tax assets, the valuation of stock issued for services and the accrual, included in accounts payable and accrued expenses, necessary to satisfy the liability assumed from Seller (see note 2). Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and cash in banks. For purposes of the consolidated statements of cash flows, the Company considers all unrestricted highly liquid investments with maturities of three months or less to be cash equivalents. The Company's cash balances totaled $283,443 as of December 31, 2024 and $8,673 as of June 30, 2024 which were either under or approximate the applicable FDIC insurance limits.

Note 1. Organization and Significant Accounting Policies- Cont.

Inventory

The Company's inventory is stated at the lower of cost or market using the FIFO costing method. There was no inventory on hand on December 31, 2024 and June 30, 2024. Inventory periodically exists of components and finished goods available and ready for sale in the CyberFuels, Inc. subsidiary.

Revenue Recognition

The Company recognizes revenue over the period the service is performed in accordance with Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 605, Revenue Recognition in Financial Statements. In general, ASC Topic 605 requires that four basic criteria must be met before revenue can be recognized: (i) persuasive evidence of an arrangement exists, (ii) delivery has occurred or services rendered, (iii) the fee is fixed and determinable, and (iv) collectability is reasonably assured. The Company recognizes additive revenues when products are received by customers. Dredging and throughput revenues related to the terminal are recognized in the month the services are rendered while other revenues from healthcare services are recognized when insurance reimbursements or patient payments are received. The Company's compliance with these revenue recognition policies resulted in the Company's deferral of income totaling $8,400 at December 31, 2024 and $82,008 at June 30, 2024.

Customer Concentration

For the period ended December 31, 2024, the Company had two customers from its terminal acquisition that, in the aggregate, comprised $470,197, or 59%, of the Company's total revenue for that period. Each of those customers are required to utilize the Company's services as long as they continue to deliver products through the canal at Port Tampa.

Property and Equipment

Property and equipment are stated at cost and depreciated on the straight-line method over the estimated useful life of the asset, which is 3 - 15 years.

Intangible Assets

In accordance with ASC Topic 350, Intangibles, Goodwill and Other, the Company requires that intangible assets with a finite life be amortized over their life and requires that goodwill and intangible assets be reviewed for impairment annually or more frequently if impairment indicators arise.

Included in the intangible assets of $796,466 at December 31, 2024 are certain customer list intangible assets recorded in connection with the acquisition of certain businesses (see Note 2). The customer list intangible was calculated utilizing the discounted cash flows related to the canal water rights. The Company, utilizing the discounted income approach to determine fair value, initially allocated $752,836 of the purchase price to the customer list intangible. The Company is amortizing the customer list intangible over its 10-year expected useful life. Amortization expense of $37,642 has been recognized for the period ended December 31, 2024 with total accumulated amortization of $75,284 as of December 31, 2024. Also, included in the intangible assets at December 31, 2024 and June 30, 2024 are $118,914 of additive patents assigned to CyberFuels, Inc.

Shipping and Handling Costs

We expense all shipping and handling costs as incurred. We include these costs in general and administrative expenses or cost of goods sold, depending on whether such costs are related to customer transactions, in the accompanying financial statements.

Advertising

The costs incurred for producing and communicating advertising are charged to operations as incurred. Advertising expenses for the periods ended December 31, 2024 and December 31, 2023 were $1,955 and $0, respectively.

Note 1. Organization and Significant Accounting Policies- Cont.

Research and Development

The Company is not currently engaged in research and development activities. Research and development costs, when incurred, are charged as operating expense of the Company. There were no research and development expenses recorded for the periods ended December 31, 2024 or December 31, 2023.

Lease Accounting

In February 2016, the Financial Accounting Standards Board (FASB) issued ASU No. 2016-02, Leases (Topic 842). This guidance requires lessees to recognize leases on the balance sheet and disclose key information about leasing arrangements. ASU 2016-02 establishes a right-of-use model (ROU) that requires a lessee to recognize an ROU asset and lease liability on the balance sheet for all leases with a term longer than 12 months. The Company adopted this standard effective July 1, 2022, as required. The Company elected the "package of practical expedients," which permits the Company not to reassess, under ASU 2016-02, prior conclusions about lease identification, lease classification and initial direct costs. The new standard also provides practical expedients for an entity's ongoing accounting. The Company elected to utilize the short-term lease recognition exemption for all leases that qualify. This means, for those short-term leases that qualify, the Company will not recognize ROU assets or lease liabilities. The Company elected to separate lease and non-lease components for facility leases.

Fair Value of Financial Instruments

The carrying amounts reported in the balance sheet for accounts receivable, accounts payable and accrued expenses, mortgage note payable, and related party notes payable is the approximate fair value based on the short-term maturity of these instruments.

Income Taxes

The Company accounts for income taxes under FASB Codification Topic 740-10-25 ("ASC 740-10-25") Income Taxes. Under ASC 740-10-25, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under ASC 740-10-25, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

Recent Accounting Pronouncements

In June 2016, the FASB issued ASU 2016-13, Financial Instruments—Credit Losses (Topic 326), Measurement of Credit Losses on Financial Instruments. This standard update requires that certain financial assets be measured at amortized cost net of an allowance for estimated credit losses such that the net receivable represents the present value of expected cash collection. In addition, this standard update requires that certain financial assets be measured at amortized cost reflecting an allowance for estimated credit losses expected to occur over the life of the assets. The estimate of credit losses must be based on all relevant information including historical information, current conditions and reasonable and supportable forecasts that affect the collectability of the amounts. ASU 2016-13 is effective for fiscal years beginning after December 15, 2022. The Company estimates this guidance will have no impact on the Company. The Company implemented the guidance for the year ended June 30, 2024.

ASU 2023-09, Improvements to Income Tax Disclosures (Topic 740). In December 2023, the FASB issued a new accounting standard to enhance the transparency and decision usefulness of income tax disclosures. The new standard is effective for annual periods beginning after December 15, 2024, with retrospective application permitted. There will be no impact to our consolidated balance sheets or income statements; however, there will be changes to our consolidated financial statement disclosures, primarily related to the effective tax rate reconciliation and cash paid for income taxes.

ASU 2024-3, Income Statement-Reporting Comprehensive Income-Expense Disaggregation Disclosures (Topic 220-40). In November 2024, the FASB issued a new accounting standard to provide investors and other users of financial statements incremental information surrounding expenses. The amendments require that a company provide further disclosures about specific costs and expenses but does not change the income statement presentation requirements. In addition, companies are required to disclose qualitative descriptions of the expense amounts remaining in the relevant expense captions that are not separately quantitatively disaggregated. Lastly, ASU 2024-3 requires the definition and disclosure of selling expenses, in company annual reports. This amendment is effective for annual reporting periods beginning after December 15, 2026 and for interim reporting periods beginning after December 15, 2027. There will be no impact to our consolidated balance sheets or income statements,

however, there will be changes to our consolidated financial statement disclosures, primarily related to the tabular presentation of a more detailed disclosure of the composition of expenses included in the consolidated financial statements.

All other recent accounting pronouncements issued by FASB (including the Emerging Issues Task Force) and the AICPA did not, or are not, believed by the Company's management, to have a material impact on the Company's present or future financial statements.

Basic and Diluted Net Loss per Common Share

Net Loss per Common Share is computed pursuant to ASC Topic 260, *Earnings per Share*. Basic net loss per share is computed by dividing net loss by the weighted average number of shares of common stock outstanding during the period. Diluted net loss per share is computed by dividing net loss by the weighted average number of shares of common stock and potentially outstanding shares of common stock during each period.

Note 2. Acquisition

Effective December 29, 2023, the Company, through its indirect wholly owned subsidiaries, purchased 72 acres of land, waterways, equipment and existing businesses. The transaction was treated as an asset acquisition, and accordingly, assets were measured using the cost accumulation model with costs allocated to acquired assets on a relative fair value basis. In connection with the transaction, the Seller agreed to provide a mortgage, secured by the properties and the businesses, in the amount of $26,800,000. The mortgage has a final maturity of December 29, 2025 with a partial payment of $18,000,000 due on or before June 26, 2024. While the initial mortgage note payment is in default, the Seller has not called the note, nor has it begun foreclosure proceedings, as the Company is in the process of finalizing terms for its terminal joint venture with a third-party partner. In addition to the mortgage, the Company raised $3.69 million in new equity from investors and issued 4,275,809 shares to the Seller with a fair value as of the effective date of $2,775,000. In total, the Company acquired assets totaling $35.83 million, including land and waterways with a cost of $34.83 million, while also assuming $2.5 million in liabilities of the Seller.

Note 3. Land, property and equipment

Land, property and equipment is summarized as follows at December 31, 2024 and June 30, 2024:

	December 31, 2024	June 30, 2024
Land	$ 34,831,941	$ 34,831,941
Equipment	242,450	242,450
Office and Medical Equipment	422,984	422,984
Furniture	37,461	37,461
Automobiles	28,052	28,052
Total	35,562,888	35,562,888
Accumulated Depreciation	(483,080)	(481,830)
Net	$ 35,079,808	$ 35,081,058

Depreciation and amortization expense for the periods ended December 31, 2024 June 30, 2024 was $1,250 and $833, respectively. During the year ended June 30, 2024, the Company purchased a used vehicle for $7,500 from one of its officers. The purchase price was determined based on independent pricing sources.

Note 4. Convertible note payable, note payable and mortgage note payable

Convertible Note Payable – Related Party

The company entered into a convertible note agreement dated July 1, 2012 with a related party for the sum of $225,000. The note has a stated interest rate of 1.5% which is being accrued to the note. The note is convertible at any time determinable by the holder. The note has an outstanding balance at December 31, 2024 and June 30, 2024 of $271,054 and $269,036, respectively.

Note Payable – Related Party

A note payable with a related party was entered into by the Company with an officer of the Company for an amount of $3,350,000, with no stated interest. An 8% interest rate was imputed. Interest expense of $44,153 was contributed to additional paid in capital rather than accrued interest for the period ended December 31, 2024 and $96,144 for the year ended June 30, 2024. The loan is renewed on an annual basis. During the periods ended December 31, 2024 and the year ended June 30, 2024 the loan repayments totaled $97,482 and $172,825, respectively.

	Balance 06/30/2024	Repayments	Balance 12/31/2024
Total	$1,116,489	($97,482)	$1,019,007

	Balance 06/30/2023	Repayments	Balance 06/30/2024
Total	$1,289,314	($172,825)	$1,116,489

Mortgage note payable

As part of the asset acquisition the Company entered into a mortgage note payable of $26,800,000 with the Seller. The mortgage has a final maturity of December 29, 2025, with principal payments of $18,000,000 and $8,800,000 due on or before June 26, 2024 and December 29, 2025, respectively. The mortgage note payable is currently in default and the Company and note holder continue to work together to resolve the default which is expected to take place when a joint venture arrangement related to the terminal is finalized. To date, there have been no legal or foreclosure proceedings taken by the note holder. The mortgage note is secured by the 72 acres of land, waterways, equipment and existing businesses acquired by the Company in December 2023 (see Note 2).

Note 5. Stockholders' equity

The Board of Directors of the Company and a majority of shareholders entered into a joint written consent ("the consent") approving the Company's name change, increasing its authorized shares of common stock to 230,000,000 shares, and increasing the authorized shares of preferred stock to 20,000,000 shares. On June 18, 2024, the Company's Articles of Incorporation were amended with the State of Delaware to reflect all such changes. Each outstanding share of common stock is entitled to one vote on corporate matters requiring a vote. Certain corporate matters, such as normal business operations are conducted by the officers of the corporation acting under direction of the board of directors. There are no other material rights of common shareholders. There are no provisions in the Company's bylaws that would delay, defer or prevent a change in control of the Issuer.

As of December 31, 2024, the Consolidated Statements of Changes in Stockholders' Equity indicates total shares of common stock outstanding of 100,499,318. This is made up of two balances, 80,997,574 of issued common shares plus 19,501,744 common shares issued in excess of those authorized.

The excess shares issued of 19,501,744 are currently being classified under current liabilities as common stock issued in excess of authorized shares. Therefore, those equity transactions are not contained in the Consolidated Statements of Changes in Stockholders' Equity.

Shares Issued for Cash & Services

Shares were issued in exchange for cash of $177,500. The total common shares issued in exchange for cash were 271,040 for the period ended December 31, 2024 and 818,667 common shares were issued for $376,060 of cash for the period ended December 31, 2023.

A total of 1,490,000 common shares were issued in exchange for services during the period ended December 31, 2024 with a fair market value of $750,000. There were no shares issued for services for the period ended December 31, 2023.

Shares to be Issued

As of December 31, 2024 the Company has eliminated the 542,000 common shares which were expected to be issued subsequent to the balance sheet date for cash or services. During the period ended December 31, 2024 the Company received $207,000 for shares to be issued.

Note 6. Commitments and contingencies

Employment Agreements

The Company has an employment agreement with the president/Chief Executive Officer. No expenses or accruals have been recorded in the consolidated financial statements as a result of this agreement.

Lease Agreements

The Company operates a month-to-month lease in Palm Beach Gardens, Florida for its executive offices as well as a corporate apartment in Tampa, Florida under a 12-month lease which expired in February 2025 and has been renewed under a 12-month lease expiring in February, 2026. Total rent expense for the periods ended December 31, 2024 and 2023 was $38,597 and $15,800, respectively.

Note 7. Subsequent events

In preparing the financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through February 3, 2025 the date the financial statements were available to be issued.

CyberFuels Holding Company, Inc.

A Delaware Corporation

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Quarterly Report

For the period ended December 31, 2024 **(the "Reporting Period")**

Outstanding Shares

The number of shares outstanding of our Common Stock was:

100,499,318 as of 12/31/2024 *(Current Reporting Period Date or More Recent Date)*

98,738,278 as of 06/30/2024 *(Most Recent Completed Fiscal Year End)*

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control[4] of the company has occurred during this reporting period:

Yes: ☐ No: ☒

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

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

CyberFuels Holding Company, Inc.
Encounter Care Solutions, Inc. until August 19, 2024
Ecare Solutions, Inc. until November 13, 2000
Backgenesis, Inc. until March 21, 2000
Minimally Invasive Surgery Corporation until November 19, 1999
Galaxy Ventures, Inc. until June 23, 1998

Current State and Date of Incorporation or Registration: Delaware; December 12, 1996
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

None

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

None

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

None

Address of the issuer's principal executive office:

2401 PGA BLVD., Suite 196
Palm Beach Gardens, FL 33410

Address of the issuer's principal place of business:
☒ *Check if principal executive office and principal place of business are the same address:*

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

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer
Phone: 800-785-7782
Email: luke@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy, Suite 300
Las Vegas, Nevada 89119

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	CBRF	
Exact title and class of securities outstanding:	Common	
CUSIP:	278744107	
Par or stated value:	$.001	
Total shares authorized:	230,000,000	as of date: 12/31/2024
Total shares outstanding:	100,499,318	as of date: 12/31/2024
Total number of shareholders of record:	582	as of date: 12/31/2024

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

None

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Preferred stock	
Par or stated value:	$.001	
Total shares authorized:	20,000,000	as of date: 12/31/2024
Total shares outstanding:	0	as of date: 12/31/2024
Total number of shareholders of record:	0	as of date: 12/31/2024

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

None

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. **For common equity, describe any dividend, voting and preemption rights.**

Each outstanding share of common stock is entitled to one vote on corporate matters requiring a vote. Certain corporate matters, such as normal business operations are conducted by the officers of the corporation acting under the direction of the board of directors. There are no other material rights of common shareholders.

2. **For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.**

None Issued.

3. **Describe any other material rights of common or preferred stockholders.**

None.

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None.

3) Issuance History

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

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:
No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding Opening Balance: Date 07/01/2022 Common: 83,988,646 Preferred:0			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g., new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed.**	**Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
07/12/2022	New Issuance	9,091	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
07/12/2022	New Issuance	9,091	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
07/12/2022	New Issuance	97,030	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
07/12/2022	New Issuance	20,000	Common	.55	Yes	Trevor Bauer	Cash	Restricted	144

07/12/2022	New Issuance	20,000	Common	.55	Yes	Mark Oliver	Cash	Restricted	144
07/15/2022	New Issuance	4,546	Common	.55	Yes	Mike Minko	Cash	Restricted	144
07/15/2022	New Issuance	9,091	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
07/15/2022	New Issuance	30,682	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
07/15/2022	New Issuance	72,727	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
08/01/2022	New Issuance	18,182	Common	.55	Yes	Mike Minko	Cash	Restricted	144
08/01/2022	New Issuance	27,273	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
08/01/2022	New Issuance	19,000	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
08/01/2022	New Issuance	90,909	Common	.55	Yes	Nicholas E. Tamposi	Cash	Restricted	144
08/01/2022	New Issuance	5,000	Common	.55	Yes	Clover Bragg	Cash	Restricted	144
08/05/2022	New Issuance	22,222	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
08/05/2022	New Issuance	8,000	Common	.55	Yes	Robert Good	Cash	Restricted	144
08/19/2022	New Issuance	45,455	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
08/19/2022	New Issuance	18,182	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
08/19/2022	New Issuance	18,182	Common	.55	Yes	David Brannon	Cash	Restricted	144
08/19/2022	New Issuance	18,000	Common	.55	Yes	David Barnhill	Cash	Restricted	144
08/25/2022	New Issuance	9,091	Common	.55	Yes	Mike Minko	Cash	Restricted	144
08/29/2022	New Issuance	9,091	Common	.55	Yes	Mike Minko	Cash	Restricted	144

09/08/2022	New Issuance	6,364	Common	.55	Yes	Mike Minko	Cash	Restricted	144
09/08/2022	New Issuance	10,000	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
09/08/2022	New Issuance	10,000	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
09/08/2022	New Issuance	40,000	Common	.55	Yes	Mark E. Bernhard	Cash	Restricted	144
09/08/2022	New Issuance	5,455	Common	.55	Yes	Clover Bragg	Cash	Restricted	144
09/21/2022	New Issuance	18,182	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
09/21/2022	New Issuance	18,181	Common	.55	Yes	Richard Baray	Cash	Restricted	144
09/23/2022	New Issuance	300,000	Common	.55	Yes	Brian Pybus	Services	Restricted	144
10/05/2022	New Issuance	18,181	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
10/05/2022	New Issuance	47,272	Common	.55	Yes	Robert Good	Cash	Restricted	144
10/05/2022	New Issuance	14,545	Common	.55	Yes	Douglas B. Clark	Cash	Restricted	144
10/18/2022	New Issuance	51,999	Common	.55	Yes	Robert Good	Cash	Restricted	144
11/01/2022	New Issuance	36,363	Common	.55	Yes	Thomas G. Hixon	Cash	Restricted	144
11/01/2022	New Issuance	15,081	Common	.55	Yes	Mike Minko	Cash	Restricted	144
11/01/2022	New Issuance	21,817	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
11/01/2022	New Issuance	8,181	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
11/01/2022	New Issuance	56,726	Common	.55	Yes	Jack Ackerman	Cash	Restricted	144
11/01/2022	New Issuance	25,000	Common	.55	Yes	Mark E. Bernhard	Cash	Restricted	144

11/08/2022	New Issuance	7,272	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
11/08/2022	New Issuance	15,545	Common	.55	Yes	Robert Good	Cash	Restricted	144
11/08/2022	New Issuance	10,000	Common	.55	Yes	Douglas B. Clark	Cash	Restricted	144
11/08/2022	New Issuance	63,636	Common	.55	Yes	Steven Wilson	Cash	Restricted	144
11/08/2022	New Issuance	18,000	Common	.55	Yes	Nader Neshewat	Cash	Restricted	144
11/23/2022	New Issuance	14,545	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
11/23/2022	New Issuance	4,000	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
11/23/2022	New Issuance	19,999	Common	.55	Yes	Howard Good	Cash	Restricted	144
11/23/2022	New Issuance	18,181	Common	.55	Yes	Alice Axenfield Storm	Cash	Restricted	144
12/05/2022	New Issuance	9,090	Common	.55	Yes	Mike Minko	Cash	Restricted	144
12/05/2022	New Issuance	29,999	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
01/04/2023	New Issuance	28,999	Common	.55	Yes	Robert Good	Cash	Restricted	144
01/04/2023	New Issuance	10,000	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
01/09/2023	New Issuance	32,727	Common	.55	Yes	Brenda Patsy Smith	Cash	Restricted	144
01/09/2023	New Issuance	45,454	Common	.55	Yes	Alice Axenfield Storm	Cash	Restricted	144
01/09/2023	New Issuance	22,727	Common	.55	Yes	Hollye H. Eubanks	Cash	Restricted	144

01/17/2023	New Issuance	100,000	Common	.45	Yes	Rodney Timms	Cash	Restricted	144
01/17/2023	New Issuance	400,000	Common	.50	Yes	Rodney Timms	Cash	Restricted	144
02/17/2023	New Issuance	18,181	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
02/17/2023	New Issuance	6,500	Common	.55	Yes	Robert Good	Services	Restricted	144
02/17/2023	New Issuance	10,909	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/17/2023	New Issuance	65,000	Common	.55	Yes	Juan Carlos Guilbe	Cash	Restricted	144
02/17/2023	New Issuance	10,909	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
02/24/2023	New Issuance	27,272	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
02/28/2023	New Issuance	25,000	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/28/2023	New Issuance	12,000	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/28/2023	New Issuance	10,000	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/28/2023	New Issuance	19,355	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/28/2023	New Issuance	55,455	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
03/09/2023	New Issuance	17,272	Common	.55	Yes	Mike Minko	Cash	Restricted	144
03/09/2023	New Issuance	23,636	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
03/09/2023	New Issuance	312,072	Common	.55	Yes	William Edward Robertson	Cash	Restricted	144
03/09/2023	New Issuance	27,272	Common	.55	Yes	Jack Ackerman	Cash	Restricted	144

03/09/2023	New Issuance	27,272	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
03/09/2023	New Issuance	27,272	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
03/16/2023	New Issuance	63,636	Common	.55	Yes	Robert Good	Cash	Restricted	144
03/16/2023	New Issuance	18,182	Common	.55	Yes	Leanna C. Oliver	Cash	Restricted	144
03/16/2023	New Issuance	9,091	Common	.55	Yes	Davis Oliver	Cash	Restricted	144
03/16/2023	New Issuance	9,091	Common	.55	Yes	Drake Oliver	Cash	Restricted	144
03/30/2023	New Issuance	30,000	Common	.55	Yes	Mike Schwartz	Cash	Restricted	144
04/16/2023	New Issuance	9,090	Common	.55	Yes	Jack Ackerman	Cash	Restricted	144
04/19/2023	New Issuance	9,090	Common	.50	Yes	Joseph Baray	Cash	Restricted	144
04/19/2023	New Issuance	90,909	Common	.55	Yes	Paul Gram	Cash	Restricted	144
04/19/2023	New Issuance	157,809	Common	.55	Yes	Kenneth Klipper Trust	Services	Restricted	144
04/19/2023	New Issuance	17,272	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
04/19/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
04/19/2023	New Issuance	18,181	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
04/21/2023	New Issuance	72,727	Common	.55	Yes	Andrew J. Hedrick	Cash	Restricted	144
05/15/2023	New Issuance	20,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
06/01/2023	New Issuance	120,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
06/26/2023	New Issuance	20,000	Common	.50	Yes	Abraham Colchado	Cash	Restricted	144

06/26/2023	New Issuance	8,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
06/26/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
06/26/2023	New Issuance	20,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
06/26/2023	New Issuance	40,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
07/19/2023	New Issuance	20,000	Common	.50	Yes	Abraham Colchado	Cash	Restricted	144
07/19/2023	New Issuance	40,000	Common	.50	Yes	Alice Axenfield Storm	Cash	Restricted	144
07/19/2023	New Issuance	60,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
07/21/2023	New Issuance	20,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
07/21/2023	New Issuance	20,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
08/04/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
8/25/2023	New Issuance	50,000	Common	.50	Yes	David Brannon	Cash	Restricted	144
08/31/2023	New Issuance	40,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
08/31/2023	New Issuance	20,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
08/31/2023	New Issuance	40,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
08/31/2023	New Issuance	20,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
09/26/2023	New Issuance	10,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
09/28/2023	New Issuance	20,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144

09/28/2023	New Issuance	20,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
09/28/2023	New Issuance	40,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
09/28/2023	New Issuance	20,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
10/20/2023	New Issuance	16,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
10/20/2023	New Issuance	40,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
10/20/2023	New Issuance	20,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
10/20/2023	New Issuance	16,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
11/08/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
11/08/2023	New Issuance	40,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
11/08/2023	New Issuance	10,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
11/08/2023	New Issuance	20,000	Common	.50	Yes	Robert Weiner	Cash	Restricted	144
12/18/2023	New Issuance	8,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
12/18/2023	New Issuance	10,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
12/18/2023	New Issuance	8,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
12/18/2023	New Issuance	30,000	Common	.50	Yes	Abraham Colchado	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144

12/29/2023	New Issuance	40,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
12/29/2023	New Issuance	14,000	Common	.50	Yes	Robert Weiner	Cash	Restricted	144
12/29/2023	New Issuance	30,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
12/29/2023	New Issuance	16,667	Common	.50	Yes	David Brannon	Cash	Restricted	145
12/29/2023	New Issuance	4,275,809	Common	64.9	Yes	George Lorton	Cash	Restricted	144
12/29/2023	New Issuance	26,667	Common	.75	Yes	Howard Shapiro	Cash	Restricted	144
12/29/2023	New Issuance	4,666,667	Common	.75	Yes	Nick Tamposi	Cash	Restricted	144
12/29/2023	New Issuance	133,333	Common	.75	Yes	Ralf Schoenfelder	Cash	Restricted	144
12/29/2023	New Issuance	26,667	Common	.75	Yes	Lisa Lynn	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.75	Yes	Clover Bragg	Cash	Restricted	144
12/29/2023	New Issuance	34,533	Common	.75	Yes	Mark Bernhard	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.75	Yes	Kirk Dravidzius	Cash	Restricted	144
1/29/2024	New Issuance	28,571	Common	.70	Yes	Stephen Zimmerman	Cash	Restricted	144
2/21/2024	New Issuance	8,000	Common	.70	Yes	Thomas Sansone	Cash	Restricted	144
2/21/2024	New Issuance	66,666	Common	.75	Yes	Patricia Aldrich	Cash	Restricted	144
2/21/2024	New Issuance	36,666	Common	.55	Yes	Mike Schwartz	Cash	Restricted	144
2/22/2024	New Issuance	14,285	Common	.70	Yes	Steven Wilson	Cash	Restricted	144

2/22/2024	New Issuance	7,142	Common	.70	Yes	Stephen Zimmerman	Cash	Restricted	144
2/22/2024	New Issuance	60,000	Common	.45	Yes	Brenda Jonker	Cash	Restricted	144
3/20/2024	New Issuance	50,000	Common	.75	Yes	Robert Weiner	Cash	Restricted	144
3/21/2024	New Issuance	8,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
3/21/2024	New Issuance	8,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
3/21/2024	New Issuance	50,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
3/25/2024	New Issuance	26,666	Common	.75	Yes	Steven Wilson	Cash	Restricted	144
3/31/2024	New Issuance	250,000	Common	.50	Yes	Kenneth Klipper Trust	Services	Restricted	144
3/31/2024	New Issuance	300,000	Common	.50	Yes	Brian Pybus	Services	Restricted	144
4/18/2024	New Issuance	25,000	Common	.32	Yes	Mike Minko	Cash	Restricted	144
4/18/2024	New Issuance	26,666	Common	.75	Yes	Jack Ackerman	Cash	Restricted	144
4/18/2024	New Issuance	25,000	Common	.32	Yes	Brenda Jonker	Cash	Restricted	144
5/21/2024	New Issuance	13,333	Common	.75	Yes	Durham Barnes	Cash	Restricted	144
5/21/2024	New Issuance	13,333	Common	.75	Yes	Jack Ackerman	Cash	Restricted	144
6/12/2024	New Issuance	50,000	Common	.60	Yes	Michael Schwartz	Cash	Restricted	144
6/26/2024	New Issuance	35,714	Common	.70	Yes	Steven Wilson	Cash	Restricted	144
6/26/2024	New Issuance	7,142	Common	.70	Yes	Abraham Colchado	Cash	Restricted	144
6/26/2024	New Issuance	14,285	Common	.70	Yes	Stephen Zimmerman	Cash	Restricted	144

6/30/2024	New Issuance	9,333	Common	.75	Yes	Jack Ackerman	Cash	Restricted	144
6/30/2024	New Issuance	10,666	Common	.75	Yes	Jack Ackerman	Cash	Restricted	144
7/15/2024	New Issuance	21,429	Common	.70	Yes	Robert Weiner	Cash	Restricted	144
8/19/2024	New Issuance	50,000	Common	.60	Yes	Michael Schwartz	Cash	Restricted	144
8/19/2024	New Issuance	760	Common	.70	Yes	Jack Ackerman	Cash	Restricted	144
8/19/2024	New Issuance	7,692	Common	.65	Yes	Mike Minko	Cash	Restricted	144
8/19/2024	New Issuance	7,692	Common	.65	Yes	Jack Ackerman	Cash	Restricted	144
9/04/2024	New Issuance	50,000	Common	.70	Yes	Steven Wilson	Cash	Restricted	144
9/12/2024	New Issuance	14,286	Common	.70	Yes	Robert Weiner	Cash	Restricted	144
9/25/2024	New Issuance	18,571	Common	.70	Yes	Robert Weiner	Cash	Restricted	144
9/27/2024	New Issuance	6,429	Common	.70	Yes	Hrach Kouladjian	Cash	Restricted	144
9/30/2024	New Issuance	25,000	Common	.70	Yes	Craig Gruskowski	Services	Restricted	144
10/17/2024	New Issuance	91,714	Common	.65	Yes	Robert Weiner	Cash	Restricted	144
11/15/2024	New Issuance	150,000	Common	.50	Yes	Brian Pybus	Services	Restricted	144
12/11/2024	New Issuance	1,315,000	Common	.50	Yes	William Robertson	Services	Restricted	144
12/11/2024	New Issuance	2,467	Common	.00	Yes	Mark Bernhard	Share adjustment from a previous purchase	Restricted	144

Shares Outstanding on Date of This Report: Ending Balance: Date 12/31/2024 Common: 100,499,318 Preferred: 0									

Example: A company with a fiscal year end of December 31st 2024, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2023 through December 31, 2024 pursuant to the tabular format above.

Any additional material details, including footnotes to the table are below:

None

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

[☐] Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance ($)	Outstanding Balance ($) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion[5]	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
07/01/2012	$ 225,000	$ 271,054	On demand	$0.25 per share	0	1,084,216	Ronald Mills	Loan
Total Outstanding Balance:		$271,054		**Total Shares:**	0	1,084,216		

Any additional material details, including footnotes to the table are below:

The company entered into a convertible note agreement dated July 1, 2012, with a related party for the sum of $225,000. The note has a stated interest rate of 1.5% which is being accrued to the note. The note is convertible at any time determinable by the holder. The note has an outstanding balance at December 31, 2024 of $271,054.

[5] The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

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4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

Our vision is to be the leading provider of sustainable energy solutions that bridge the gap from today's energy fuels to a better future. We are committed to offering our customers greener energy and sustainable eFuels that reduce their carbon footprint and promote environmental sustainability. We envision a future where our customers can rely on our products and services to power their homes, businesses, and communities without compromising on safety, reliability, or affordability. Our goal is to empower our customers to make responsible and informed choices that will benefit themselves, their communities, and the environment. Through innovation, collaboration, and a commitment to sustainability, we seek to create a brighter, cleaner, and more sustainable future for generations to come.

B. List any subsidiaries, parent company, or affiliated companies.

Parent Company CyberFuels Holding Company, Inc.
Direct Subsidiaries CyberFuels, Inc. and Building Blocks Pediatric Home Health
Wholly owned subsidiaries of CyberFuels, Inc.: CyberFuels Gateway Terminal, LLC, Tampa Bay Dredging, LLC, and Tampa Bay Canal, LLC.

C. Describe the issuers' principal products or services.

CyberFuels closed on the purchase of the **Tampa Green Energy Campus Terminal** effective December 29, 2023. Phase I of the new Green Energy Campus buildout includes building at least 5 new tanks to store Jet fuel and other traditional petroleum fuels as well as new sustainable eFuels.

Product Line

Currently, CyberFuels sells "All-In-One" fuel additives for gasoline, diesel, and marine fuels under the tradename, "**Dynamo ™"** whose benefits include:

- Lowers exhaust emissions by over 20% (THC, CO, NOx, CO2, PM);
- Greatly improves fuel economy (over 25% calculated by independent third-party labs and field tests);
- Increases cetane and octane numbers;
- Improves thermal efficiency burn;
- Restores & Improves torque & power;
- Cleans and prevents all types of injectors' deposits and provides superior wear protection for pumps and injectors;
- Reduces cost of maintenance & downtime;
- Improves cold flow & cold weather starting and reduces engine noise for a smoother idle;
- Reduces carbon residue & sulfur content in diesel fuel, thereby reducing output of carbon, soot & ash, reducing DPF issues & regens, and thereby reducing DEF consumption;
- Provides thermal and oxidative stability, lubricity, corrosion protection and water dispersions; and
- Corrosion Inhibitors & Lubricity Improvers work on a molecular level with surface active chemistry & long-chain molecules, approved under military specifications.

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

Effective December 29, 2023, the Company, through various subsidiaries, acquired 10 pieces of property, totaling approximately 72 acres for a cost of $35.83 million. The acquisition includes water rights on approximately 28 acres for three properties and land ownership of approximately 44 acres on a total of seven properties. The land parcels are currently considered "brownfield" and the Company will look to develop these properties as expeditiously as possible.

The Company operates a month-to-month lease in Palm Beach Gardens, Florida for $1,145 per month and an apartment in Tampa, Florida under a 12-month lease expiring in February 2025 at a monthly lease cost of $4,560. The Tampa lease has been renewed for another 12-month period expiring February 2026 for a monthly lease cost of $4,650 and contains a 30-day termination provision.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.
If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Individual Name (First, Last) or **Entity Name** (Include names of control person(s) if a corporate entity)	**Position/Company Affiliation** (ex: CEO, 5% Control person)	**City and State** (Include Country if outside U.S.)	**Number of Shares Owned** (List common, preferred, warrants and options separately)	**Class of Shares Owned**	**Percentage of Class of Shares Owned** (undiluted)
Ronald W. Mills	Director and CEO	Palm Beach Gardens, FL	1,424,068	Common	1.42%
John Lawrence	President, CyberFuels, Inc.	Stuart, Florida	0	n/a	n/a
Kevin Plescha	Chief Operating Officer	Blue Bell, Pennsylvania	0	n/a	n/a
Spraymiser International (Kevin Krueger, President)	5%	Tampa, Florida	8,275,809	Common	8.23%
Thomas Hixon	5%	Ridgeland, Mississippi	5,189,793	Common	5.16%

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

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

None

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

None

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

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel

Name:	Bruce Rosetto
Address 1:	5100 Town Center Circle Suite 400
Address 2:	Boca Raton, FL 33486
Phone:	561-955-7600
Email:	rosettob@gtlaw.com

Accountant or Auditor

Name:	K, Brian Pybus
Firm:	Pybus & Company Pa, CPAs
Address 1:	900 SE Federal Highway Suite 309
Address 2:	Stuart, FL 34994
Phone:	561-282-1870
Email:	brian@pybuscpa.com

Investor Relations

Name:	Bill Robertson
Firm:	
Address 1:	2401 PGA Blvd., Suite 196
Address 2:	Palm Beach Gardens, FL 33410
Phone:	604-837-3835
Email:	billrobertson@encountercare.com

All other means of Investor Communication:

X (Twitter):	_____
Discord:	_____
LinkedIn	_____
Facebook:	_____
[Other]	_____

Other Service Providers

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

Name:	_____
Firm:	_____
Nature of Services:	_____
Address 1:	_____
Address 2:	_____

Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Kenneth Klipper
Title: Sole Proprietor
Relationship to Issuer: Consultant

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

☐ IFRS
☒U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: K. Brian Pybus
Title: Accountant
Relationship to Issuer: Accountant

Describe the qualifications of the person or persons who prepared the financial statements:[6]

The compiled financial statements were prepared by a certified public accountant (Florida), see the compilation report issued with financials.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

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

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Ronald W. Mills certify that:

1. I have reviewed this Disclosure Statement for CyberFuels Holding Company, Inc.;

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

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

2/3/2025

"/s/ Ronald W. Mills"

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

Principal Financial Officer:

I, [identify the certifying individual] certify that:

1. I have reviewed this Disclosure Statement for [identify issuer];

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

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

_____ [Date]

_____ [CFO's Signature]

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