



Annual Report
2024

Description of Business

Avoca, L.L.C. owns and manages approximately 16,000 acres comprising virtually all of Avoca Island, which is located about 90 miles west of New Orleans in St. Mary Parish, Louisiana, adjacent to and immediately southeast of Morgan City. The island is rural and substantially undeveloped. It's wholly-owned subsidiary Avoca Island Mitigation Phase One, L.L.C. operates a mitigation land bank with mitigation credits for sale.

Board of Managers and Officers

Bernard E. Boudreaux, Jr.,
Manager and Vice-President;
Attorney, Jones, Swanson, Huddell
& Daschbach, L.L.C.

Charles Mark Duthu,
Manager and Secretary-Treasurer;

Lenny Sawyer III
SVP Director of Corporate Real Estate,
Hancock Whitney

John P. (Jack) Laborde,
Manager and President;
President, Overboard Holdings, L.L.C.,
President, All Aboard Development Corporation,

Edwin R. (Rod) Rodriguez, Jr.,
Manager;
President, Gustaf W. McIlhenny Foundation
Chairman of Board, National Fish and Wildlife Foundation
Principal, Financial Advisor, CapTrust

Corporate Office:

Avoca L.L.C corporate office is
located at:
701 Poydras St., Suite 1303, New
Orleans, LA 70139
Telephone: 504-552-4720
Email: avoca838@aol.com

Ethics Policy

The Company has adopted a Code of Ethics and
operates pursuant to its terms. A copy of the Code of
Ethics is available to a member upon request.

Transfer Agent:

American Stock Transfer
& Trust Company, LLC
6201 15th Avenue
Brooklyn, NY 11219
www.astfinancial.com

Membership unit holders address changes or questions
about membership units
or dividend payments should be directed to the transfer
agent at:
(800) 937-5449
[E-mail: help@astfinancial.com](mailto:help@astfinancial.com)

Report to the Members
Issued Preliminary to the Ninety-Third
Annual Meeting of Members on March 18, 2025

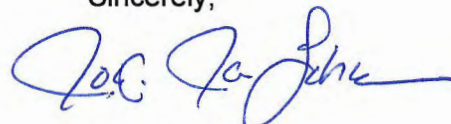
Dear Members:

As reported in the accompanying consolidated financial statements, the Company's net profit for 2024 was \$233,575 or \$28.99 per membership unit as compared to a net loss for 2023 of \$143,085 or \$17.76 per membership unit. The consolidated financial statements include the accounts of Avoca L.L.C. and its wholly-owned subsidiary Avoca Island Mitigation Phase One L.L.C.

Total revenue increased from \$358,871 in 2023 to \$704,400 in 2024 or approximately 96%. The increase in total revenue was due primarily to \$271,816 received in 2024 from the sale of mitigation credits, net of cost of development and sales commission expense, as compared to \$34,179 from that source in 2023 as well as a realized gain on securities in the amount of \$52,274 in 2024 compared to a realized loss in the amount of \$33,653 in 2023. Other increases in revenue included an increase in royalties, net of severance taxes and rental income in the amount of \$10,040 and \$11,170 respectively. Total expenses decreased from \$820,070 in 2023 to \$670,268 in 2024 in the amount of \$149,802 or approximately 18%. This decrease is primarily due to a combined decrease in surface management expenses and engineering fees and expenses related to the mitigation bank in the amount of \$112,835, a decrease in legal fees in the amount of 26,551, a decrease in insurance expense in the amount of \$14,014 and an increase in management and bookkeeping and clerical services in the amount of \$9,500. Further information regarding income and expense activity can be found in the Management's Discussion and Analysis of Financial Condition and Results of Operations of this Annual Report.

The Infrastructure Investment and Jobs Act (IIJA) continues to provide funds for a variety of roads, bridges and other infrastructure projects. The State of Louisiana has also recently reported a number of future hurricane protection and coastal restoration projects. We are optimistic that a number of these projects may require mitigation credits and the Company will continue to work with interested parties to provide the mitigation credits for their projects.

Sincerely,



John P. (Jack) Laborde
President

January 30, 2025

LeGlue & Company, CPAs, L.L.C.

January 24, 2025

Independent Auditors' Report

To The Board of Managers and
Members of Avoca, L.L.C. and its wholly-owned subsidiary
(Avoca Island Mitigation Phase One, L.L.C.)
New Orleans, Louisiana

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Avoca, L.L.C. and its wholly-owned subsidiary (Avoca Island Mitigation Phase One, L.L.C.) (the "Company"), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the related consolidated statements of income, changes in members' equity, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date that the consolidated financial statements are issued.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audits.

Respectfully submitted


LeGlue & Company, CPA's, L.L.C.

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

Consolidated Balance Sheets

(See Independent Auditors' Report)

	December 31	
	2024	2023
Assets		
Current assets:		
Cash and cash equivalents	\$ 632,334	\$ 273,881
Mitigation escrow accounts	651,714	620,779
Short-term investments in debt securities	495,339	459,089
Mitigation bank development costs	312,785	329,056
Accounts receivable	6,976	4,456
Accrued interest receivable	13,649	15,819
Prepaid expenses	13,904	13,315
Prepaid income taxes	-	14,646
Total current assets	2,126,701	1,731,041
Property and equipment, less accumulated depreciation and depletion	108,828	131,567
Other assets:		
Long-term investments in debt securities	1,854,773	2,179,438
Long-term investments in equity securities	3,888,160	3,649,323
Deferred tax asset	39,352	74,032
Land - at nominal amount	1	1
Total other assets	5,782,286	5,902,794
	\$ 8,017,815	\$ 7,765,402
Liabilities and Members' equity		
Current liabilities:		
Accounts payable and accrued expenses	\$ 63,858	\$ 45,020
Total current liabilities	63,858	45,020
Commitments	-	-
Members' equity:		
Membership Units, no par value -- 8,305 units authorized 8,058 issued and outstanding	94,483	94,483
Retained earnings	7,859,474	7,625,899
Total members' equity	7,953,957	7,720,382
	\$ 8,017,815	\$ 7,765,402

See accompanying notes to the consolidated financial statements.

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

Consolidated Statements of Income

(See Independent Auditors' Report)

	<u>Years ended December 31</u>	
	<u>2024</u>	<u>2023</u>
Revenue:		
Mitigation credit sales	\$ 303,250	\$ 37,400
less: Cost of development	16,271	2,441
less: Sales commission expense	15,163	780
	<u>271,816</u>	<u>34,179</u>
Royalties, net of severance taxes	52,614	42,574
Interest and dividend income	221,466	224,472
Realized (losses) on securities	52,274	(33,653)
Rental Income	80,220	69,050
Miscellaneous Income	26,010	22,250
	<u>704,400</u>	<u>358,871</u>
Expenses:		
Attorney fees and expenses	34,670	61,221
Auditing fees	26,014	27,720
Board of Managers fees	55,000	65,000
Bookkeeping and clerical services	41,800	34,800
Engineering fees and expenses	191,873	287,682
Insurance	43,709	57,723
Investment management fees	33,085	33,169
Management fees	80,000	67,500
Office and miscellaneous expenses	40,599	46,085
Member servicing expenses	35,812	34,219
Surface management expenses	51,309	68,335
Taxes, other than income taxes	36,397	36,616
	<u>670,268</u>	<u>820,070</u>
Income (Loss) from operations	34,132	(461,199)
Gain on sale of equipment	-	15,000
Unrealized gains on securities	234,123	284,085
	<u>268,255</u>	<u>(162,114)</u>
Net Income (loss) before income taxes	268,255	(162,114)
Income tax expense (benefit)	34,680	(19,029)
	<u>233,575</u>	<u>(143,085)</u>
Net income (loss)	<u>\$ 233,575</u>	<u>\$ (143,085)</u>
Income (Loss) per unit	<u>\$ 28.99</u>	<u>\$ (17.76)</u>

See accompanying notes to the consolidated financial statements.

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

**Consolidated Statements of Changes in Members' Equity
(See Independent Auditors' Report)**

Years ended December 31, 2024 and 2023

	Membership Units	Retained Earnings	Total
Balance, January 1, 2023	\$ 94,483	\$ 7,768,984	\$ 7,863,467
Net loss for the year	-	(143,085)	(143,085)
Balance, December 31, 2023	\$ 94,483	\$ 7,625,899	\$ 7,720,382
 Balance, January 1, 2024	 \$ 94,483	 \$ 7,625,899	 \$ 7,720,382
Net income for the year	-	233,575	233,575
Balance, December 31, 2024	\$ 94,483	\$ 7,859,474	\$ 7,953,957

See accompanying notes to the consolidated financial statements.

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

Consolidated Statements of Cash Flows

(See Independent Auditors' Report)

Years ended December 31

2024 2023

Operating activities

Net income (loss)	\$ 233,575	\$ (143,085)
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Depreciation expense	22,739	26,927
Realized (gains)/losses on securities	(52,274)	33,653
Unrealized gains on securities	(234,123)	(284,085)
Gain on sale of property and equipment	-	(15,000)
Deferred taxes	34,680	(18,380)
Increase (decrease) in investments due to amortization of premiums and discounts	(14,519)	(778)
Changes in operating assets and liabilities:		
Mitigation escrow accounts	(30,935)	(27,671)
Mitigation bank development costs	16,271	2,441
Accounts receivable	(2,520)	4,049
Accrued interest receivable	2,170	164
Prepaid expenses	(589)	12,243
Prepaid income taxes	14,646	-
Accounts payable and accrued expenses	18,838	6,050
Income taxes	-	(1,256)
Net cash provided by (used in) operating activities	<u>7,959</u>	<u>(404,728)</u>

Investing activities

Purchase of investments in debt securities	(164,312)	(660,852)
Maturity of investments in debt securities	467,246	687,662
Purchase of investments in equity securities	(396,765)	(454,707)
Proceeds from sale of equity securities	444,325	508,644
Purchase of property and equipment	-	(72,357)
Proceeds from sale of property and equipment	-	15,000
Net cash provided by investing activities	<u>350,494</u>	<u>23,390</u>

Increase (Decrease) in cash and cash equivalents	358,453	(381,338)
Cash and cash equivalents at beginning of period	<u>273,881</u>	<u>655,219</u>
Cash and cash equivalents at end of period	<u>\$ 632,334</u>	<u>\$ 273,881</u>

See accompanying notes to the consolidated financial statements.

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

**Notes to Consolidated Financial Statements
December 31, 2024 and 2023**

NOTE A – Significant Accounting Policies

General: Avoca L.L.C. (the “Company”) owns and manages land located in St. Mary Parish, Louisiana. In addition to proceeds from the sale of mitigation credits, the Company also receives royalties from oil and gas production related to leases to unaffiliated parties for oil and gas exploration, rental income and income from the leasing of hunting rights. Income in the accompanying consolidated financial statements also includes interest and dividend income and gains on sale of securities.

Corporate Action: On December 16, 2015 the shareholders adopted a Plan of Entity Conversion whereby Avoca Incorporated, a Louisiana corporation, was converted to Avoca, L.L.C., a Louisiana limited liability company. Avoca, L.L.C. is the surviving entity. Each share of common stock of the former Corporation was converted into one unit of membership of the new limited liability company. The duration of the Company is perpetual. The personal liability of its members for monetary damages is limited to the fullest extent allowed by Louisiana law.

Principles of Consolidation: The consolidated financial statements include the accounts of Avoca, L.L.C. and its wholly-owned subsidiary Avoca Island Mitigation Phase One L.L.C. (“Phase One L.L.C.”). Avoca L.L.C. contributed the ownership of real property to Phase One L.L.C. which was used to establish and develop a bottomland hardwood forest and cypress swamp coastal and non-coastal wetland mitigation bank on Avoca Island. All intercompany accounts and transactions have been eliminated in consolidation.

Basis of Accounting: This summary of significant accounting policies of the Company is presented to assist in the understanding of the Company’s consolidated financial statements. The consolidated financial statements and notes are representations of the Company’s management who are responsible for the integrity and objectivity of the consolidated financial statements. The consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America.

Use of Estimates: The preparation of consolidated 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 amounts reported in the consolidated financial statements and accompanying notes. Actual results could differ from those estimates.

Cash Equivalents: Cash equivalents consist of investments with a maturity of three months or less from date of purchase.

The Company periodically maintains cash balances at a financial institution that exceed federally insured amounts.

Mitigation Escrow accounts: The Mitigation Banking Instrument establishing the Avoca Island Mitigation Bank was executed in August 2020. The terms of the agreement require that Phase One L.L.C. provide financial assurance sufficient to ensure satisfactory completion of the work described in the mitigation work plan. Accordingly, two escrow accounts were established and the funds are on deposit with a financial institution that has agreed to act as Escrow Agent. One escrow account is for the construction and establishment of the mitigation bank and the second escrow account is for its long-term maintenance and management. The financial assurances shall be reduced as certain

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

**Notes to Consolidated Financial Statements
December 31, 2024 and 2023**

benchmarks and success criteria, as detailed in the mitigation banking instrument are achieved. The fair value of the escrow accounts at December 31, 2024 and 2023 was \$651,714 and \$620,779, respectively.

The Mitigation Bank Instrument also required the execution of a perpetual conservation servitude held by a qualified third-party entity approved by the U.S. Army Corps of Engineers New Orleans District. The holder of the servitude will perform yearly inspections and provide annual reports as to compliance with the terms of the servitude. To cover the costs of these services, the Company paid \$72,174 for a stewardship endowment which is included in mitigation bank development costs for each of the years ended December 31, 2024 and 2023 on the accompanying consolidated balance sheets.

Investments: The Company has evaluated its investment policies consistent with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) No. 320 "Investments in Debt and Equity Securities" and determined that its investments in equity securities are to be classified as available-for-sale. Available-for-sale securities are carried at fair value based on quoted market prices of the investment at December 31, 2024 and 2023. Net realized and unrealized gains or losses on equity securities are included in net earnings. For purposes of determining realized gains and losses, the cost of the security sold was based on specific identification. The fair value of the investments in equity securities at December 31, 2024 and 2023 were \$3,888,160 and \$3,649,323, respectively. Unrealized gains (losses) at December 31, 2024 and 2023 were \$471,246 and \$236,672, respectively.

Short-term investments in debt securities consist of municipal bonds with original maturities of greater than three months but with maturity dates within one year from the balance sheet date.

Long-term investments in debt securities consist of corporate and municipal bonds with maturities in 2025 through 2032.

Management determines the appropriate classification of debt securities at the time of purchase. Debt securities are classified as held-to-maturity when the Company has the positive intent and ability to hold the securities to maturity. Held-to-maturity securities are stated at amortized cost including accrued interest. At December 31, 2024 and 2023, all short-term investments and long-term investments were classified as held-to-maturity. Debt securities whose decline in fair value is determined to be permanent are written down to fair value. The fair value of the investments in debt securities approximated the carrying value at December 31, 2024 and 2023.

Proceeds from sales and maturities of securities for the years ended December 31, 2024 and 2023 were \$911,571 and \$1,196,306, respectively.

Investment income (loss) for the years ended December 31, 2024 and 2023 consisted of the following:

	<u>2024</u>	<u>2023</u>
Interest and dividend income	\$ 221,466	\$ 224,472
Realized gains (loss) on sale of securities	52,274	(33,653)
Unrealized gains (loss) on securities	<u>234,123</u>	<u>284,085</u>
	\$ <u>507,863</u>	\$ <u>474,904</u>

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

**Notes to Consolidated Financial Statements
December 31, 2024 and 2023**

Property and Equipment: Land is carried at cost less amounts received for the sale of rights-of-way and similar servitudes. Land improvements and building are carried at cost and depreciated over their estimated useful lives of 15 to 30 years. Equipment is carried at cost and depreciated over estimated useful lives of 3 to 5 years. Depreciation expense for the periods ended December 31, 2024 and 2023 was \$22,739 and \$26,927, respectively.

Income Taxes: The Company accounts for income taxes in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) No. 740 "Income Taxes." Income taxes include deferred taxes resulting primarily from federal net operating loss carryforwards, accumulated and temporary differences due to differences in basis amounts and depreciation periods of property and equipment for financial reporting purposes and income tax purposes, including writing off the cost of assets under IRC Section 179 and special depreciation for Go Zone property in the year acquired.

Fair value of Financial Instruments: The fair value of the Company's financial assets and liabilities, other than available-for-sale marketable securities, approximates book value at December 31, 2024 and 2023.

Subsequent Events: We evaluated events occurring between the end of our year on December 31, 2024 and January 24, 2025 when the consolidated financial statements were available for issue. No events were noted that would require disclosure in the consolidated financial statements. No subsequent events occurring after this date have been evaluated for inclusion in these consolidated financial statements.

NOTE B – Income Taxes

The components of income tax expense (benefit) for the years ended December 31 are as follows:

	<u>2024</u>	<u>2023</u>
Current:		
Federal	\$ -	\$ -
State	-	(649)
Total Current	<u>-</u>	<u>(649)</u>
Deferred:		
Federal	34,680	(18,380)
State	-	-
Total Deferred	<u>34,680</u>	<u>(18,380)</u>
	<u>\$ 34,680</u>	<u>\$ (19,029)</u>

The deferred tax asset of \$39,352 at December 31, 2024 relates to a federal net operating loss carryforward (deferred tax asset of \$141,374) and a difference between the accounting and income tax basis and depreciation periods of property and equipment and the net change in unrealized gain on equity securities available for sale (deferred tax liability of \$102,022).

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

**Notes to Consolidated Financial Statements
December 31, 2024 and 2023**

The deferred tax asset of \$74,032 at December 31, 2023 relates to a federal net operating loss carryforward (deferred tax asset of \$131,224) and a difference between the accounting and income tax basis and depreciation periods of property and equipment and the net change in unrealized gain on equity securities available for sale (deferred tax liability of \$57,192).

No Federal and State income tax payments were made in 2024 and 2023.

The reconciliations between the federal statutory income tax rate and the Company's effective income tax rate for the years ended December 31 are as follows:

	2024		2023	
	Amount	Rate	Amount	Rate
Tax expense based on federal statutory rate	\$ 56,334	21.0%	\$ (34,044)	(21.0)%
Unrealized gain on securities	-	-	59,658	21.0
Net operating/capital loss carryforward	(4,348)	(1.6)	(39,163)	21.0
Dividend received deduction	(12,650)	(4.7)	-	
Other	<u>(4,656)</u>	<u>(1.7)</u>	<u>5,480</u>	<u>9.7</u>
INCOME TAXES	\$ <u>34,680</u>	<u>13.0%</u>	\$ <u>(19,029)</u>	<u>(11.3)%</u>

On the basis of the federal income tax returns filed through December 31, 2024 the Company has the following carryovers:

<u>Expires year ended Dec 31</u>	<u>Net operating loss</u>	
	<u>Federal</u>	<u>Louisiana</u>
2037	\$ -	\$ 58,551
2038	-	326,219
2039	10,794	460,029
2040	194,815	268,588
2042	467,602	643,744
2043	<u>40,782</u>	<u>166,323</u>
	\$ <u>713,993</u>	\$ <u>1,923,454</u>

Management has reviewed the tax positions taken in filings with the authorities and believes that there would be no resulting adjustment to taxes paid should these positions be examined. Tax years subject to tax authority review were December 31, 2021 and 2022 and 2023.

NOTE C – Major Customers

The net royalties received from one independent oil and gas exploration company accounted for 100% of total net royalties recorded for the years ended December 31, 2024 and 2023.

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

**Notes to Consolidated Financial Statements
December 31, 2024 and 2023**

NOTE D – Major Transaction and Revenue Recognition Policy

Effective August 10, 2020 the Mitigation Banking Instrument (MBI) establishing the Avoca Island Mitigation Bank was executed and entered into by Avoca Island Mitigation Phase One L.L.C. (Phase One L.L.C.) and the Interagency Review Team composed of the U.S. Army Corps of Engineers New Orleans District (CEMVN) and other regulatory agencies. The MBI sets forth guidelines and responsibilities for the establishment, use, operation, protection, monitoring and maintenance of the mitigation bank.

As Owner and Sponsor under the terms of the MBI, Phase One L.L.C. granted a perpetual conservation servitude to a qualified third-party entity approved by the CEMVN. Phase One L.L.C. also provided the financial assurance required by the MBI sufficient to ensure satisfactory completion of the work described in the mitigation work plan in the form of two escrow accounts. Phase One L.L.C. bears the full cost and financial responsibility associated with the construction, operation, and management of the Mitigation Bank and any and all corrective actions and remedial measures deemed necessary under the provision of the MBI.

In exchange for the conservation easement and related commitments, Phase One L.L.C. was granted a specified number of mitigation credits which are traded or sold within the government established market known as the Regulatory In-lieu Fee & Bank Information Tracking System (RIBITS). Future credit releases are tied to achieving all the success criteria milestones at specific monitoring times as outlined in the mitigation work plans. Proceeds received from the sale of mitigation credits for the years ended December 31, 2024 and 2023 were \$303,250 and \$37,400, respectively.

When all of the success criteria have been attained and all credits have been sold, Phase One L.L.C. will remain responsible for: 1) the compensatory mitigation requirements for any permit for which it sold bank credits; and 2) the long-term management and maintenance, monitoring, and protection of the mitigation represented by those credits unless such responsibility is transferred to a long-term steward.

NOTE E – Related Party Transaction

The following table summarizes transactions with the Hancock Whitney Bank, a major unitholder of the Company for the years ended December 31, 2024 and 2023.

	<u>Office Rent Paid</u>	<u>Investment Management Fees Paid</u>
2024	\$ 14,725	\$ 35,393
2023	\$ 14,345	\$ 35,359

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

**Notes to Consolidated Financial Statements
December 31, 2024 and 2023**

NOTE F – Commitments

On December 13, 2006 the Board of Directors of the Company approved retaining \$1,500,000 from 2006 net income to be used to develop and fund a plan of erosion abatement and control including a levee repair program. As of December 31, 2024, approximately \$56,000 has been spent on hydrographic and topographic surveys necessary to develop the engineering design and related cost estimates for the program and approximately \$56,000 was spent on remedial repair to an eroding breach on Company property.

After reviewing the results of the conceptual design plan and related cost estimates presented by the Company's engineers, the Board concluded that immediate repairs were not warranted and the unexpended funds would continue to be held in reserve for future levee erosion control when needed.

The Company has a lease with the Avoca Duck Club (the "Club"), an unrelated entity, to allow the members of the Club use of the Company's land for the purpose of hunting wild game and birds, and for noncommercial fishing. The term of the lease commenced June 1, 2024 for a period of five years.

During 2009, the Company, as Lessee, entered into a ninety-nine year lease for acreage on Avoca Island adjacent to its property with an entity which is a Variable Interest Entity (VIE) as defined in Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) No. 810. The rent for the entire ninety-nine year term shall be the money paid by the Company to file and prosecute a partition by licitation with the intent that the Lessor, a limited liability company formed by two owners of the acreage, will acquire by purchase or contribution additional interests in acreage not now owned by the Lessor. The VIE is managed by the Company. The suit for partition by licitation, prosecuted by the VIE, was dismissed by the court in 2013. The Company continues to act as manager of the VIE and still continues its position as Lessee from the VIE on the acreage adjacent to the Company's property. The VIE has not been consolidated because it would have no effect on the reported results of operations and equity of the Company, nor does the Company own an equity interest in the VIE.

NOTE G – Fair Value Measurements

ASC Section 820, Fair Value Measurements and Disclosures, issued by the FASB, establishes a framework of measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC Section 820 are described below:

- **Level 1** - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Company has the ability to access.
- **Level 2** - Inputs to the valuation methodology include: (1) quoted market prices for similar assets or liabilities in active markets; (2) quoted prices for identical or similar assets or liabilities in inactive markets; (3) inputs other than quoted prices that are observable for the asset or liability; and (4) inputs that are derived principally from or corroborated by observable market data by

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

**Notes to Consolidated Financial Statements
December 31, 2024 and 2023**

correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

- **Level 3** - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2024 and 2023:

- *Corporate Equities:*
Valued at the closing price reported on the active market on which the individual securities are traded.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation methods are appropriate and consistent with other markets participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth by level, within the fair value hierarchy, the assets and liabilities of the Company for which fair values are determined on a recurring basis:

INVESTMENT ASSETS AT FAIR VALUE

December 31, 2024

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Equity securities	\$ <u>3,888,160</u>	\$ <u> -</u>	\$ <u> -</u>	\$ <u>3,888,160</u>

December 31, 2023

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Equity securities	\$ <u>3,649,323</u>	\$ <u> -</u>	\$ <u> -</u>	\$ <u>3,649,323</u>

**Avoca, L.L.C. and its wholly-owned subsidiary
Avoca Island Mitigation Phase One L.L.C.**

**Notes to Consolidated Financial Statements
December 31, 2024 and 2023**

NOTE H – Leases and Mineral Income

The following table provides information on the mineral leases in effect at December 31, 2024. All mineral leases expire with termination of production or 3 years from the date of the lease, if nonproducing.

<u>Lessee (Operator, if different)</u>	<u>Date of Lease</u>	<u>Acreage</u>	<u>Initial Payment Per Acre</u>	<u>Net Royalty Income</u>
Alliance Operating Company (Delta Operating Corporation)	8/14/87	276.7330	\$ 200	- *
Aldine Oil and Gas, LP	5/27/98	216.5785	\$ 200	\$ 52,615
Aldine Oil and Gas, LP	11/18/99	15.9530	\$ 300	- *
				<u>\$ 52,615</u>

* Royalties received from the Avoca No. 47-1 and the C.M. Thibodaux No. 1, No. 3 and No. 4 wells are combined and shown under the May 27, 1998 lease as separate remittances are not received for the individual leases.

Management's Discussion and Analysis of Financial Condition and Results of Operations

Liquidity and Capital Resources

The Company's continued liquidity is evidenced by the fact that 14% of its assets, as measured by book value, are cash and cash equivalents and short-term investments in debt securities. Current liabilities at year-end were \$63,858. Current financial resources and anticipated net income are expected to be adequate to meet cash requirements in the year ahead.

2024 As Compared to 2023

The financial statements for Avoca L.L.C. include the accounts of Avoca L.L.C. and its wholly-owned subsidiary Avoca Island Mitigation Phase One L.L.C. (Phase One L.L.C.). The Company owns and manages land located in St. Mary Parish, Louisiana, including the operation of a mitigation bank on Avoca Island.

Total revenue increased from \$358,871 in 2023 to \$704,400 in 2024 or approximately 96%. The increase in total revenue was due primarily to \$271,816 received in 2024 from the sale of mitigation credits, net of cost of development and sales commission expense, as compared to \$34,179 from that source in 2023 as well as a realized gain on securities in the amount of \$52,274 in 2024 compared to a realized loss in the amount of \$33,653 in 2023. Other increases in revenue included an increase in royalties, net of severance taxes and rental income in the amount of \$10,040 and \$11,170 respectively.

In May 2020, Avoca L.L.C. contributed the ownership of real property to Phase One L.L.C. for use in the establishment and development of a bottomland hardwood forest and cypress swamp coastal and non-coastal wetland mitigation bank on Avoca Island. The final Mitigation Banking Instrument (MBI), which contains detailed information pertaining to the ecological features of the mitigation bank, credit values, financial assurance mechanisms, as well as management and maintenance plans, was approved and signed by the Company, the U.S. Army Corps of Engineers (USACE) and other regulatory agencies in August 2020. In September 2020 Phase One L.L.C. received the first credit release providing mitigation banking credits available for sale. Additional credits will be released in the future as certain benchmarks and success criteria, as detailed in the MBI, are achieved. In 2023, various regulatory agencies inspected Phase One L.L.C. and released additional mitigation credits to be sold in 2024. The

proceeds from the sale of mitigation credits were \$303,250, and \$37,400, in 2024 and 2023, respectively. As of December 31, 2024, the Company has received a total of \$2,785,532 in proceeds from the sale of mitigation credits. Additional information about the Avoca Island Mitigation Bank and other mitigation banks is available on the USACE Regulatory In-Lieu & Bank Information Tracking System (RIBITS) website located at <https://ribits.ops.usace.army.mil>.

The development of the mitigation bank began in 2020, continued into 2021, and was substantially completed in the second quarter of 2021 with the planting of tree seedlings. No mitigation bank development costs were incurred in 2023 and 2024. The total mitigation bank development costs, less the accumulated cost of mitigation credits sold are included on the consolidated balance sheets.

Avoca, L.L.C. owns lands in St. Mary Parish, Louisiana under which hydrocarbons are located. The hydrocarbons are developed in accordance with the custom of the trade in the oil and gas industry in Louisiana, which development is conducted with risks and uncertainties usually associated with the production and marketing of hydrocarbons.

Revenue from royalty income net of severance taxes increased from \$42,574 in 2023 to \$52,614 in 2024 or approximately 24%. The increase in revenue from royalties was due principally to increases in the average sales prices of natural gas and condensate and the volume produced.

The Company's three principal producing wells are located in the Ramos Field. Production from the Aldine Oil and Gas, LP wells was responsible for 100% of the total net royalties for 2024 and through a portion of 2023. In July 2023, White Oak filed for Chapter 7 Bankruptcy. The Ramos Field assets were transferred by the bankruptcy trustee and ultimately purchased by Aldine Oil and Gas, LP, which is currently responsible for 100% of the total net royalties. There were no new oil, gas and mineral leases granted by the Company in 2024 or 2023, nor were any new wells affecting Avoca, L.L.C. drilled in 2024 or 2023.

Interest and dividend income on investments decreased from \$224,472 in 2023 to \$221,466 in 2024 or approximately 1%.

During 2024, the Company realized a total of \$52,274 in gains from the sale of securities as compared to a total loss of \$33,653 from that source in 2023.

The Company's investment in available-for-sale equity securities incurred a net change in unrealized gains in market value of \$234,123 at December 31, 2024 as compared to unrealized gains in market value of \$284,085 at December 31, 2023.

Rental income increased from \$69,050 in 2023 to \$80,220 in 2024, due to an increase in recurring surface rental income and a decrease in a one-time easement rental from the Army Corps of Engineers in the amount of \$26,000 received in 2023 and not received in 2024.

Miscellaneous income increased from \$22,250 in 2023 to \$26,010 in 2024. Income from the hunting of alligators and collecting of alligator eggs increased due to market conditions.

Total expenses decreased from \$820,070 in 2023 to \$670,268 in 2024 in the amount of \$149,802 or approximately 18%. This decrease is primarily due to a combined decrease in surface management expenses and engineering fees and expenses related to the mitigation bank in the amount of \$112,835, a decrease in legal fees in the amount of 26,551, a decrease in insurance expense in the amount of \$14,014 and an increase in management and bookkeeping and clerical services in the amount of \$9,500.

Income taxes for 2024 were a \$34,680 tax expense as compared to a \$19,029 tax benefit for 2023. The company has net operating loss carryovers in the amount of \$713,993 and \$1,923,454 for Federal and State respectively.

Net income was \$28.99 per unit in 2024 as compared to a net loss of \$17.76 per unit in 2023. The Company did not declare a dividend in 2024 or 2023. Future dividends will be largely dependent on the sale of mitigation banking credits.

On September 28, 2021, amendments to SEC Rule 15C2-11 went into effect which included a requirement that companies make current information publically available in order to maintain a quoted public market in their stock. Avoca, L.L.C. fully intends to have its membership units continue to be publically traded (symbol AVOA) on the OTC Markets trading platform, formerly known as "The Pink Sheets". The Company submitted and received approval

of its application to the OTC Disclosure & News Service the result being that the Company's audited annual financial statements and other information will be publically and currently available on this thereby complying with this new requirement.

Further information regarding the Company's financial condition and results of operations is contained in the President's Report to Members.

Alternative Reporting Standard: Disclosure Guidelines for the Pink[®] Market

Federal and state securities laws require issuers to provide *current information* to the public markets. With a view to facilitating compliance with these laws, OTC Markets Group has created these Disclosure Guidelines (“Guidelines”)¹ that set forth the disclosure obligations that make up the “Alternative Reporting Standard” for Pink companies. Companies on the Pink Market that do not make disclosure directly to the SEC (via EDGAR), a banking regulator, or a non-U.S. regulatory authority may provide disclosure under our “Alternative Reporting Standard.” We use information provided by companies under these Guidelines to designate the appropriate tier in the Pink Market: Current Information or Limited Information.²

Pink Current Information Tier

To qualify for the Current Information Tier:

1. **Subscribe to the OTC Disclosure & News Service:** To submit an application, visit [Gateway](#) to sign in or create a new account. Allow OTC Markets Group 2-4 weeks to process your application and provide authorized user credentials to OTCIQ.

2. **Publish Initial Disclosure:** Upload the following documents through OTCIQ:

- Annual Report for the most recently completed fiscal year.
- All Quarterly Reports for the Current Fiscal Year.

Annual or Quarterly Reports are composed of:

- **Disclosure Statements:** Disclosure information pursuant to these Guidelines for the applicable period. Available as a fillable form beginning on page 4 of these Guidelines.
- **Financial Statements:** Qualifying Financial Statements in accordance with the Financial Statement Requirements specified in Item 9 of these Guidelines.

Qualifying Financial Statements include:

- Audit Letter, if audited
- Balance Sheet
- Statement of Income
- Statement of Cash Flows
- Statement of Retained Earnings (Statement of Changes in Stockholders’ Equity)
- Notes to Financial Statements

3. **Publish the annual Management Certification:** Companies must certify basic company information initially and annually within forty five (45) days of a company’s annual report due date.

¹ These Guidelines have been designed to encompass the “current information” requirements under state and federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”) as well as Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws. However, these Guidelines have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator. These Guidelines do not constitute legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements. These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice.

² OTC Markets Group may require companies with securities designated as “Caveat Emptor” or other compliance flags to make additional disclosures to qualify for the Pink Current Information tier.

4. **Verify Profile:** Verify the Company Profile through OTCIQ. This includes the complete list of current officers, directors, and service providers; outstanding shares; a business description; contact information; and the names of all company insiders and beneficial owners of 10% or more of the outstanding units or shares of any class of any equity security of the issuer.
5. **OTC Markets Group Processing of Reports:** Allow OTC Markets Group to process the posted documents (typically three to five business days) and provide any comments. Companies will only be evaluated for Current Information once all required documentation has been submitted.
6. **Ongoing Requirements:** To qualify for Current Information on an ongoing basis, companies must:
 - Publish reports through OTCIQ on the following schedule:
 - Quarterly Report within **45 days** of the quarter end
 - Annual Report within **90 days** of the fiscal year end
 - Complete an annual Management Certification within **45 days** of the annual report due date.
 - Maintain a Verified Profile. At least once every six months, review and verify the Company Profile through OTCIQ.
 - Maintain Transfer Agent Verified share data. If your transfer agent participates in the [Transfer Agent Verified Shares Program](#), then your securities must have current share data verified by the transfer agent.
 - Maintain an Active standing in the Company's State of Incorporation.

Pink Limited Information Tier

Companies that do not meet the requirements of the Pink Current Information tier set forth above may still qualify for the Pink Limited Information Tier by meeting the following minimum disclosure requirements.

1. **Annual Financial Statements:** Publish one set of Qualifying Annual Financial Statements which cover the past 2 completed fiscal years, provided the most recently completed fiscal year is within the past 16 months.
2. **Verified Profile:** The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors, and service providers; outstanding shares; a business description; contact information; and the name of all company insiders. "Company Insiders" shall include the beneficial owner of 10% or more of the outstanding units or shares of any class of any equity security of the issuer.
3. **Ongoing Requirements:** To qualify for Limited Information on an ongoing basis, companies must:
 - Publish reports on the following schedule:
 - Annual Financial Statements as outlined in Item 9 within 120 days of the fiscal year end. Should a change in FYE occur, no more than 16 months may elapse from the fiscal year end of the prior Annual Financial Statement.
 - Review and Verify the Company's profile information through OTCIQ at least once every 12 months.
 - Maintain Transfer Agent Verified share data. If your transfer agent participates in the [Transfer Agent Verified Shares Program](#), then your securities must have current share data verified by the transfer agent.

Current Reporting of Material Corporate Events

In addition to the disclosure requirements above, all companies on the Pink market are expected to promptly release to the public any news or information regarding corporate events that may be material to the issuer and its securities (including adverse information). Persons with knowledge of such events are considered to be in possession of material

nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents, or if the material events occurs after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release **within four (4) business days** following their occurrence and posting such news release through an Integrated Newswire or the OTC Disclosure & News Service.³

Material corporate events may include:

- Changes to the company's shell status. Please refer to our [FAQ on Shell Companies](#)
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Entry into or termination of a material definitive agreement or material agreement not made in the ordinary course of business
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct or contingent financial obligation including any default or acceleration of an obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities including material write-offs and restructuring; Material impairments
- Unregistered sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Change in a company's fiscal year; Amendments to articles of incorporation or bylaws that were not previously disclosed in a proxy statement or other such disclosure statement.
- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure of investor relations, marketing, brand awareness, and stock promotion activities which might reasonably be expected to materially affect the market for its securities or otherwise deemed material by the issuer
- A company's bankruptcy or receivership
- Termination or reduction of a business relationship with a customer that constitutes a specified amount of the company's revenues
- Any material limitation, restriction, or prohibition, including the beginning and end of lock-out periods, regarding the company's employee benefits, retirement and stock ownership plan
- Earnings releases
- Other materially different information regarding key financial or operation trends from that set forth in periodic reports
- Other events the issuer determines to be material

³ "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on <https://www.otcmarkets.com/corporate-services/ir-tools-services>

Avoca, L.L.C.

701 Poydras Street, Suite 1303

New Orleans, LA 70139

504-552-4720

N/A

avoca838@aol.com

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Annual Report

For the period ending [12/31/2024] (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

8,058 as of 12/31/2024 (Current Reporting Period Date or More Recent Date)

8,058 as of 12/31/2024 (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 Control⁴ 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.

Avoca, L.L.C. (formerly Avoca, Incorporated changed 12/16/2015)

Current State and Date of Incorporation or Registration: Louisiana
Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

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

N/A

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:

701 Poydras Street, Suite 1303 New Orleans, LA 70139

Address of the issuer's principal place of business:

x 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: American Stock Transfer & Trust Company, LLC
Phone: 718-921-8300 x6464
Email: CLeibell@astfinancial.com
Address: 6201 15th Avenue, Brooklyn, NY 11219

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: AVOA
Exact title and class of securities outstanding: Membership Units
CUSIP: 053843
Par or stated value: _____
Total shares authorized: 8,305 as of date: 12/31/2024
Total shares outstanding: 8,058 as of date: 12/31/2024
Total number of shareholders of record: 97 as of date: 12/31/2024

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

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: _____
Par or stated value: _____
Total shares authorized: _____ as of date: _____
Total shares outstanding: _____ as of date: _____
Total number of shareholders of record: _____ as of date: _____

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

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.

_____ One vote per unit _____

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

_____ N/A _____

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

_____ N/A _____

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.

 N/A

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 <u>Opening Balance:</u> Date _____ Common: _____ Preferred: _____			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. ***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.
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date _____ Common: _____ Preferred: _____									

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:

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.)
Total Outstanding Balance:			Total Shares:					

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

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”)

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.

Avoca L.L.C. and its wholly-owned subsidiary Avoca Island Mitigation Phase One L.L.C. (the Company) own and manage land located in St. Mary Parish, Louisiana. In addition to the proceeds from the sale of mitigation credits, the Company also receives royalties from oil and gas production related to leases to unaffiliated parties for oil and gas exploration, rental income and income from the leasing of hunting rights. Income also includes interest and dividend income and gains on sales of securities.

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

Wholly-owned subsidiary: Avoca Island Mitigation Phase One L.L.C.

C. Describe the issuers' principal products or services.

Avoca L.L.C. and its wholly-owned subsidiary Avoca Island Mitigation Phase One L.L.C. (the Company) own and manage land, located in St. Mary Parish, Louisiana. The Company receives proceeds from the sale of mitigation credits relating to the mitigation bank which was established in 2020 on a portion of Company property. The Company also leases to unaffiliated parties for oil and gas exploration. In addition to royalties received from oil and gas production related to those leases, the Company receives income from the leasing of hunting rights.

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.

Avoca L.L.C. and its wholly-owned subsidiary Avoca Island Mitigation Phase One L.L.C. (the Company) own and manage approximately 16,000 acres comprising virtually all of Avoca Island located approximately 90 miles west of New Orleans in St. Mary Parish, Louisiana, adjacent to and immediately southeast of Morgan City. The island is rural and substantially undeveloped except for exploration and development of its oil and gas resources and the operation, protection and maintenance of a mitigation bank on a portion of the Company property. The Company's leases its corporate offices in New Orleans, Louisiana from the Hancock Whitney Bank, a major unitholder of the Company subject to a 6-year lease expiring in 2025 with one 3-year renewal option.

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	Percenta ge of Class of Shares Owned (undiluted)
<u>Whitney Bank D. Shane Loper (President)</u>	<u>Owner of more than 5%</u>	<u>New Orleans, LA</u>	<u>2680</u>	<u>Membership Unit</u>	<u>33.3%</u>
<u>Hellenic LLC Luke V. Guarisco (Manager)</u>	<u>Owner of more than 5%</u>	<u>Morgan City, LA</u>	<u>728</u>	<u>Membership Unit</u>	<u>9.0%</u>
<u>Garland R. Rolling</u>	<u>Owner of more than 5%</u>	<u>Metairie, LA</u>	<u>562</u>	<u>Membership Unit</u>	<u>7.0%</u>
<u>Al Speisman</u>	<u>Owner of more than 5%</u>	<u>Deerfield, IL</u>	<u>600</u>	<u>Membership Unit</u>	<u>7.4%</u>
<u>John P. (Jack) Laborde</u>	<u>President/Director</u>	<u>New Orleans, LA</u>	<u>4</u>	<u>Membership Unit</u>	<u><1%</u>
<u>Bernard E. Boudreaux, Jr.</u>	<u>Vice-President / Director</u>	<u>Baton Rouge, LA</u>	<u>0</u>	<u>0</u>	<u>0</u>
<u>Charles Mark Duthu</u>	<u>Secretary/Treasurer/ Director</u>	<u>Houma, LA</u>	<u>0</u>	<u>0</u>	<u>0</u>
<u>Jay Corenswet</u>	<u>Executive Director</u>	<u>New Orleans, LA</u>	<u>11</u>	<u>Membership Unit</u>	<u><1%</u>
<u>Edwin R. (Rod) Rodriguez, Jr.</u>	<u>Director</u>	<u>Boca Grande, FL</u>	<u>319</u>	<u>Membership Unit</u>	<u>4.0%</u>
<u>Lenny Sawyer III</u>	<u>Director</u>	<u>New Orleans, LA</u>	<u>0</u>	<u>0</u>	<u>0</u>

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);

No

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;

No

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;

No

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

No

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.

No

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.

No

- 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: Jay Corenswet, APLC, Milling Benson Woodward L.L.P.
Address 1: 68031 Capital Trace Row
Address 2: Mandeville, LA 70471-7514
Phone: 504-569-7149
Email: jcorensw@millinglaw.com

Accountant or Auditor

Name: Mark R. Munson, CPA
Firm: LeGlue & Company CPAs, LLC
Address 1: 2850 Energy Center 1100 Poydras Street

Address 2: New Orleans, LA 70163-2850
Phone: 504-586-0581
Email: mmunson@leglue.com

Investor Relations

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

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: Jay Corenswet, APLC
Firm: Milling Benson Woodward L.L.P.
Nature of Services: General Counsel
Address 1: 68031 Capital Trace Row
Address 2: Mandeville, LA 70471-7514
Phone: 504-569-7149
Email: jcorensw@millinglaw.com

9) Disclosure & Financial Information

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

Name: **Marion H. Rapier**
Title: **Bookkeeper**
Relationship to Issuer: **Independent Contractor**

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: Marion H. Rapier
Title: Bookkeeper
Relationship to Issuer: Independent Contractor

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

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.

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, John P. (Jack) Laborde certify that:

1. I have reviewed this Disclosure Statement for Avoca, L.L.C.;
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.

January 16, 2025 [Date]

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.

/s/ John P. (Jack) Laborde [CEO's Signature]

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

Principal Financial Officer:

I, Charles Mark Duthu certify that:

1. I have reviewed this Disclosure Statement for Avoca, L.L.C.;
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.

January 16, 2025 [Date]

/s/ Charles Mark Duthu [CFO's Signature]

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