

## Management Certification

The undersigned, on behalf of Lelantos Holdings, Inc. ("the Company"), certifies that the information provided herein is accurate and complete to the best of the Company's knowledge.

1. The Company publishes disclosure pursuant to the following obligation:

### SEC REPORTING OBLIGATION:

- The Company has a reporting obligation under Section 13 of the Exchange Act  
 The Company has a reporting obligation under Section 15(d) of the Exchange Act  
 The Company has a reporting obligation under Regulation A (Tier 2)  
 The Company has a reporting obligation under Regulation Crowdfunding (CF)  
 Other (describe) \_\_\_\_\_

### EXEMPT FROM SEC REGISTRATION/NO SEC REPORTING OBLIGATION:

- The Company has a reporting obligation to a U.S. Bank Regulator  
 The Company is reporting under the Alternative Reporting Standard and is otherwise exempt from registration and not required to file periodic reports with the SEC

2. The Company is current in its reporting obligation as indicated above.

3. Indicate below 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:

4. Indicate below whether the Company is subject to Bankruptcy or reorganization proceedings.

Yes:  No:

5. The Company has a Verified Company Profile on OTCMarkets.com.

6. The Company is duly organized and in good standing under the laws of the state or jurisdiction in which the Company is organized or does business.

7. The Company understands and acknowledges its obligations to report company-related actions pursuant to Exchange Act Rule 10b-17 and FINRA Rule 6490.

8. The Company understands and acknowledges its obligations to publicly disclose material information in a timely manner in accordance with applicable U.S. federal securities laws, including but not limited to Section 10(b) of the Exchange Act and Rule 10b-5 thereunder.

9. The Company's most recent Annual Report was prepared by:

Below is a list all law firm(s) and attorney(s) (including internal counsel) that acted as the Company's primary legal counsel in preparing its most recent annual report or, if no attorney assisted in preparing the disclosure, the person(s) who prepared the disclosure and their relationship to the Company.

### Securities Counsel (must include Counsel preparing Attorney Letters).

Name: **Patrick Ryan Morris**  
Firm: **Morris Legal Corp, Esq.**  
Address 1: **28 Laight Street, 2nd Floor**  
Address 2: **New York, New York 10013**

Phone: **646-692-4012**  
 Email: [PRM@PatrickMorrisLaw.com](mailto:PRM@PatrickMorrisLaw.com)

Accountant or Auditor

Name: **Elliot Krug**  
 Firm:  
 Address 1: **6900 E Camelback RD ste 604**  
 Address 2: **Scottsdale AZ 85251**  
 Phone: **860-944-7604**  
 Email: **elkrug@comcast.net**

Other

Name: **Ashley Walker**  
 Firm: **Pacific Stock Transfer**  
 Nature of Services: **Transfer Agent**  
 Address 1: **6725 Via Austi Pkwy, Suite 300**  
 Address 2: **Las Vegas, Nevada 89119**  
 Phone: **702-361-3033 Ext. 104**  
 Email: **awalker@pacificstocktransfer.com**

10. The Company's Officers, Directors and 5% Control Persons are listed below:

The table below provides information regarding all officers and directors of the Company, or any person that performs a similar function, regardless of the number of shares they own. To the best of the Company's knowledge, it includes all individuals or entities beneficially owning 5% or more of any class of the issuer's equity securities..

As of (latest practicable date): 1/25/2025

<b>Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)</b>	<b>Position/Company Affiliation (ex: CEO, 5% Control person)</b>	<b>City and State (Include Country if outside U.S.)</b>	<b>Number of Shares Owned (List common, preferred, warrants and options separately)</b>	<b>Class of Shares Owned</b>	<b>Percentage of Class of Shares Owned (undiluted)</b>
<u>Serpe Capital (Don Serpe)</u>	<u>5%+ Owner</u>	<u>Scottsdale, AZ</u>	<u>5,153,707</u>	<u>Common</u>	<u>7.48%</u>
<u>Nathan Puente</u>	<u>Officer/ Director/ 5%+ Owner</u>	<u>Tucson, AZ</u>	<u>9,900,000</u>	<u>Preferred A</u>	<u>99%</u>
<u>Nathan Puente</u>	<u>Officer/ Director/ 5%+ Owner</u>	<u>Tucson AZ</u>	<u>500,000</u>	<u>Preferred B</u>	<u>24.92%</u>
<u>Joshua Weaver</u>	<u>Officer/ Director/ 5%+ Owner</u>	<u>Tucson, AZ</u>	<u>500,000</u>	<u>Preferred B</u>	<u>24.92%</u>
<u>Sean Land</u>	<u>Officer/ Director/ 5%+ Owner</u>	<u>Scottsdale, AZ</u>	<u>200,000</u>	<u>Preferred B</u>	<u>9.97%</u>
<u>Henry Puente</u>	<u>5%+ Owner</u>	<u>Tucson, AZ</u>	<u>200,000</u>	<u>Preferred B</u>	<u>9.97%</u>
<u>Steffan Dalsgaard</u>	<u>5%+ Owner</u>	<u>Las Vegas, NV</u>	<u>500,000</u>	<u>Preferred B</u>	<u>24.92%</u>
<u>Tom Zarro</u>	<u>5%+ Owner</u>	<u>Las Vegas, NV</u>	<u>10,000</u>	<u>Preferred C</u>	<u>6.67%</u>

Any additional material details, including conversion terms of any class of the issuer's equity securities, are below:

Preferred A

Total shares authorized: 10,000,000  
 Total shares outstanding (if applicable): 9,900,000  
 Total number of shareholders of record: 2

Preferred B

Conversion ratio into Common Stock: 50:1  
 Authorized shares 2,500,000  
 Outstanding Shares: 2,306,900  
 Number of Shareholders: 19

Preferred C

Conversion ratio into Common Stock: 50:1  
 Authorized shares 250,000  
 Outstanding Shares: 23,375  
 Number of Shareholders: 32

11. The Company has Convertible Debt as detailed below:

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 <sup>1</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
7/2/2023	\$0	\$373,529	7/2024	Convertible at 50% Discount to Market (NOTE - 3)	0	\$5,711,453	Golden Triangle Ventures, Inc. – Steffan Dalsgaard	Loan
11/9/2022	\$50,000	\$81,968	5/7/2023	(NOTE - 1)	0	1,253,333	Mark Gaalas	Loan
11/7/2022	\$50,000	\$81,968	5/7/2023	(NOTE - 1)	0	1,253,333	SJL Services, LLC- Suzanne Leigh	Loan

<sup>1</sup> 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.

3/22/2023	\$1,363,540	\$1,515,048	3/22/2024	Convertible after 12 months, at a 20% discount to market.	0	23,165,872	TK Zarro Holdings, LLC – Tom Zarro	Loan
				(NOTE - 4)				
5/14/2022	500,000	\$270,725	1/1/2026	50% to Market Discount	7,322,859	\$4,139,526	Golden Triangle Ventures, Inc. – Steffan Dalsgaard	Loan
				(NOTE - 2)				
<b>Total Outstanding Balance:</b>		<b><u>\$2,323,238</u></b>	<b>Total Shares:</b>		<b>7,322,859</b>	<b><u>35,523,517</u></b>		

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

**NOTE 1** – In the event that the Company issues and sells shares of its common stock to investors while this Note remains outstanding in an equity financing with total proceeds to the Company of not less than \$7,500,000, then the outstanding principal amount of this Note and any unpaid accrued interest shall, upon the mutual election of the Company and the Holder, convert in whole without any further action by the Holder into common stock at a conversion price equal to the cash price paid per share multiplied by 0.80.

**NOTE 2** – On May 14, 2021, The Company entered into a Senior Secured Convertible Promissory Note with Golden Triangle Ventures, Inc. (or “GTV”) which is a publicly traded company listed on the OTC Markets under the stock symbol GTVH. This promissory note agreement was executed for \$500,000. The outstanding principal amount of this Note and any unpaid accrued interest shall, upon the mutual election of the Company and the Holder, convert in whole without any further action by the Holder into common stock at a conversion price equal to the cash price paid per share multiplied by 0.50. The note earns a simple interest rate of 8% per annum starting January 1, 2022.

**NOTE 3** – On July 2, 2023, The Company entered into a Senior Secured Convertible Credit Facility with Golden Triangle Ventures, Inc. (or “GTV”) which is a publicly traded company listed on the OTC Markets under the stock symbol GTVH. This agreement was executed for a \$5,000,000 credit facility. The outstanding principal amount of this Note and any unpaid accrued interest shall, upon the mutual election of the Company and the Holder, convert in whole without any further action by the Holder into common stock at a conversion price equal to the cash price paid per share multiplied by 0.50. The note earns a simple interest rate of 10% per annum starting July 2, 2023.

**NOTE 4** – One March 23, 2023, the Company executed an Asset Purchase Agreement and acquired fifteen (15) Semi-Trucks in exchange for a convertible note payable for \$1,363,540. The value of the trucks was calculated by equally splitting the total average market valuation and the retail valuation numbers that have been provided and reported through bumper.com, a third-party vehicle reporting agency. The fifteen (15) Semi- Trucks were acquired by Lelantos Holdings, Inc.

**Signature:**

Name of Principal Executive Officer or Principal Financial Officer: Nathan Puente

Title: CEO

Date: 2/16/2025

Signature: /s/Nathan Puente

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