

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Nexus Energy Services, Inc.

Dryworld Brands

701 Anacapa Street, Suite C Santa Barbara, CA 93101

805-500-8505

www.thedryworld.com

info@thedryworld.com

5699

Quarterly Report

For the period ending December 31, 2024 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

398,508,582 as of February 19, 2025
373,334,416 as of December 31, 2024
373,334,416 as of September 30, 2024
354,584,416 as of June 30, 2024
248,643,987 as of March 31, 2024
214,717,802 as of December 31, 2023
184,465,230 as of September 30, 2023

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:

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.

Yes: ☐ No: ☒

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

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

Nexus Energy Services, Inc. dba Dryworld Brands
Formerly known as: Pharmstar Pharmaceutical, Inc. 10/13
Big Star Media Group, Inc.
4/21 Blue Wireless & Data,
Inc. 10/09 Reva, Inc. 12/04
World Wide Video, Inc. 05/03

Current State and Date of Incorporation or Registration: Nevada
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:

701 Anacapa Street, Suite C
Santa Barbara, CA 93101

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: Olde Monmouth Stock Transfer, CO.
Inc. Phone: 732-872-2727
Email: transferagent@oldemonmouth.com
Address: 200 Memorial Parkway, Atlantic Highlands, NJ 07716

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:	IBGR
Exact title and class of securities outstanding:	Common Stock
CUSIP:	65341F107
Par or stated value:	\$0.001
Total shares authorized:	980,000,000 as of 12/31/24
Total shares outstanding:	373,334,416 as of 12/31/24
Total number of shareholders of record:	1627 as of date: 12/31/24

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

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

N/A

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.

The Company's Series A, B and C Convertible Preferred Stock have been retired.

Exact title and class of the security:	Series D Convertible Preferred Stock
CUSIP (if applicable):	N/A
Par or stated value:	\$0.001
Total shares authorized:	2,000,000 as of 12/31/24
Total shares outstanding (if applicable):	10,000 as of 12/31/24
Total number of shareholders of record	3 as of 12/31/24

Exact title and class of the security:	Series E Convertible Preferred Stock
CUSIP (if applicable):	N/A
Par or stated value:	\$0.001
Total shares authorized:	900 as of 12/31/24
Total shares outstanding (if applicable):	900 as of 12/31/24
Total number of shareholders of record	as of 12/31/24

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.**

None.

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

The designations, preferences, limitations and relative rights of the shares of each such class are as follows:

The Company's Series A, B and C Convertible Preferred Stock have been retired

Series D Preferred Stock

There are 10,000 Series D shares outstanding.

The designation, preferences, limitations and relative rights of the Series "D" Preferred Stock are as follows:

This series of Preferred Stock shall be designated as "Series 'D' Convertible Preferred Stock" and the number of shares of such series shall be 2,000,000 shares having 1 to 15,000 voting and converting rights into Common Stock.

Series E Preferred Stock

There are 900 Series E shares outstanding.

The designation, preferences, limitations and relative rights of the Series "E" Preferred Stock are as follows:

This series of Preferred Stock shall be designated as "Series 'E' Convertible Preferred Stock" and the number of shares of such series shall be 900 shares with each share voting and converting into 0.1% of the fully diluted Common Stock. Fifty of the shares that are outstanding are currently subject to a dispute.

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

Please see above.

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 <u>Opening Balance:</u> Date <u>09/30/22</u> Common: <u>171,565,229</u> Preferred: <u>10,900</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/Entity Shares were issued to. ***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.
1/11/23	Issuance	1,000,000	Common	\$ 0.0300	Yes	Quick Capital LLC, Eilon Natan control person	Cash	Unrestricted	Reg A
1/11/23	Issuance	1,000,000	Common	\$ 0.0300	Yes	MacRab LLC, Mackey McFarlane control person	Cash	Unrestricted	Reg A
8/9/23	Issuance	333,334	Common	\$0.00	No	Jeffrey Regan	Compensation	Restricted	144
8/9/23	Issuance	100,000	Common	\$0.00	No	Ariel White	Compensation	Restricted	Reg S
8/9/23	Issuance	4,000,000	Common	\$0.00	No	Claudio Escobar	Compensation	Restricted	Reg S
8/9/23	Issuance	4,000,000	Common	\$0.00	No	Planet Invest Fomento	Compensation	Restricted	Reg S

						Comercial LTDA			
8/9/23	Issuance	200,000	Common	\$0.00	No	Olga Smirnova	Compensation	Restricted	Reg S
8/9/23	Issuance	500,000	Common	\$0.00	No	Cya Nelson	Compensation	Restricted	144
8/9/23	Issuance	1,000,000	Common	\$0.00	No	PFC Beroe	Compensation	Restricted	Reg S
8/9/23	Issuance	100,000	Common	\$0.00	No	Aaron Hersant	Compensation	Restricted	Reg S
8/18/23	Issuance	666,667	Common	\$ 0.0300	Yes	MacRab LLC, Mackey McFarlane control person	Cash	Unrestricted	Reg A
10/4/23	Issuance	2,000,000	Common	\$ 0.0260	Yes	Quick Capital LLC, Eilon Natan control person	Debt Conversion	Unrestricted	144
10/17/23	Issuance	2,000,000	Common	\$ 0.0140	Yes	Quick Capital LLC, Eilon Natan control person	Debt Conversion	Unrestricted	144
10/18/23	Issuance	2,681,144	Common	\$ 0.0130	Yes	MacRab LLC, Mackey McFarlane control person	Debt Conversion	Unrestricted	144
10/23/23	Issuance	2,500,000	Common	\$ 0.0057	Yes	Quick Capital LLC, Eilon Natan control person	Debt Conversion	Unrestricted	144
10/23/23	Issuance	1,571,429	Common	\$ 0.0129	Yes	MacRab LLC, Mackey McFarlane control person	Debt Conversion	Unrestricted	144
11/9/23	Issuance	3,000,000	Common	\$ 0.0044	Yes	Quick Capital LLC, Eilon Natan control person	Debt Conversion	Unrestricted	144
11/21/23	Issuance	2,500,000	Common	\$ 0.0044	Yes	Quick Capital LLC, Eilon Natan control person	Debt Conversion	Unrestricted	144
12/1/23	Issuance	3,000,000	Common	\$ 0.0040	Yes	Quick Capital LLC,	Debt Conversion	Unrestricted	144

						Eilon Natan control person			
12/6/23	Issuance	5,000,000	Common	\$ 0.0040	Yes	MacRab LLC, Mackey McFarlane control person	Debt Conversion	Unrestricted	144
12/13/23	Issuance	3,000,000	Common	\$ 0.0039	Yes	Quick Capital LLC, Eilon Natan control person	Debt Conversion	Unrestricted	144
12/21/23	Issuance	3,000,000	Common	\$ 0.0031	Yes	Quick Capital LLC, Eilon Natan control person	Debt Conversion	Unrestricted	144
1/2/24	Issuance	13,721,000	Common	\$ 0.0031	Yes	MacRab LLC, Mackey McFarlane control person	Debt Conversion	Unrestricted	144
1/10/24	Issuance	3,000,000	Common	\$ 0.0027	Yes	Quick Capital LLC, Eilon Natan control person	Debt Conversion	Unrestricted	144
1/17/24	Issuance	7,291,851	Common	\$ 0.0027	Yes	Quick Capital LLC, Eilon Natan control person	Debt Conversion	Unrestricted	144
3/6/24	Issuance	9,913,334	Common	\$ 0.0023	Yes	MacRab LLC, Mackey McFarlane control person	Debt Conversion	Unrestricted	144
4/12/24	Issuance	12,000,000	Common	\$ 0.0100	Yes	PCG Advisory, Inc, Jeff Ramson control person	Services	Restricted	144
4/12/24	Issuance	1,449,304	Common	\$ 0.0100	Yes	Sofia Chepenik Enterprise Inc, Sofia Chepenik control person	Services	Restricted	144
4/12/24	Issuance	2,126,666	Common	\$ 0.0100	Yes	CJs Platform LLC, Caleigh	Services	Restricted	144

						Haetten control person			
4/12/24	Issuance	2,222,222	Common	\$ 0.0100	Yes	Trente Jones	Services	Restricted	144
4/12/24	Issuance	917,431	Common	\$ 0.0100	Yes	Good Food Good Run LLC, Mackenzie Steele control person	Services	Restricted	144
4/12/24	Issuance	1,086,956	Common	\$ 0.0100	Yes	Holland Methe	Services	Restricted	144
4/12/24	Issuance	764,495	Common	\$ 0.0100	Yes	Margan Cheripko	Services	Restricted	144
4/12/24	Issuance	1,086,956	Common	\$ 0.0100	Yes	Andriana Catherine Harding	Services	Restricted	144
4/12/24	Issuance	861,432	Common	\$ 0.0100	Yes	Miles Jordan	Services	Restricted	144
4/12/24	Issuance	861,432	Common	\$ 0.0100	Yes	Addison Sports and Entertainment LLC. control person Miles Jordan	Services	Restricted	144
4/12/24	Issuance	24,000,000	Common	\$ 0.0100	Yes	Timely Little Investments, Ltd. Craig Little control person	Services	Restricted	Reg S
4/12/24	Issuance	52,336,867	Common	\$ 0.0100	Yes	Dryworld Industries, Brian McKenzie control person	Services	Restricted	Reg S
4/12/24	Issuance	2,126,667	Common	\$ 0.0100	Yes	BMDUB Inc, Brian McKenzie control person	Services	Restricted	Reg S
4/12/24	Issuance	850,000	Common	\$ 0.0100	Yes	John Bennett	Services	Restricted	144
4/12/24	Issuance	1,250,000	Common	\$ 0.0100	Yes	Burdell Partners LLC, John McFarland	Services	Restricted	144
4/12/24	Issuance	2,000,000	Common	\$ 0.0100	Yes	Michael Hill	Services	Restricted	144
9/4/24	Issuance	18,750,000	Common	\$ 0.0016	Yes	MacRab LLC, Mackey McFarlan	Debt Conversion	Unrestricted	144

						e control person							
Shares Outstanding on Date of This Report:													
<u>Ending Balance:</u>													
Date 12/31/24		Common: 373,334,416											
		Preferred: 10,900											

Example: A company with a fiscal year end of December 31st 2023, 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, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

Use the space below to provide any additional details, including footnotes to the table above:

Footnotes: The Company has 80,545,530 shares of common stock under Reg S and 11,363,636 shares of common stock under Reg D that are yet to be issued. 2,100,000 shares were erroneously issued to parties between August and October 2021, and a stop order has been placed on these shares.

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
2/22/19	\$25,000	\$25,000	\$1,750	2/22/20	50% Discount to Market	Intermarket Associates LLC, Charlie Abujudeh control person	Loan
4/3/19	\$10,000	\$10,000	\$610	4/3/19	50% Discount to Market	Paul Bajakian	Loan
9/28/21	\$38,349	\$82,500	\$0	9/16/22	Lesser of \$0.07 or 50% Discount to Market	MacRab LLC, Mackey McFarlane control person	Loan
10/16/23	\$46,920	\$46,920	\$0	10/16/24	Lesser of \$0.01 or 50% Discount to Market	MacRab LLC, Mackey McFarlane control person	Loan
12/18/23	\$46,920	\$46,920	\$0	12/18/24	Lesser of \$0.01 or 50% Discount to Market	MacRab LLC, Mackey McFarlane control person	Loan

1/23/24	\$60,000	\$60,000	\$0	1/23/25	Lesser of \$0.005 or 50% Discount to Market	Quick Capital LLC, Eilon Natan control person	Loan
4/12/24	\$21,764	\$21,764	\$0	4/12/25	Lesser of \$0.005 or 50% Discount to Market	Quick Capital LLC, Eilon Natan control person	Loan
6/20/24	\$21,764	\$21,764	\$0	6/20/25	Lesser of \$0.005 or 50% Discount to Market	Quick Capital LLC, Eilon Natan control person	Loan
8/29/24	\$21,764	\$21,764	\$0	6/20/25	Lesser of \$0.005 or 50% Discount to Market	Quick Capital LLC, Eilon Natan control person	Loan
10/22/24	\$247,500	\$247,500	\$0	6/20/25	Lesser of \$0.01 or 50% Discount to Market	SportsAlert Media/Michael Hill control person	Loan
Total		\$539,981					

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

Use the space below to provide any additional details, including footnotes to the table above:

See Footnote for subsequent convertible note conversions.

C. Warrants

Issue Date	Warrant Granted	Exercise Price	Name of Warrant Holder
8/30/21	1,178,571	\$ 0.0700	Quick Capital LLC, Eilon Natan control person
9/28/21	1,178,571	\$ 0.0700	MacRab LLC, Mackey McFarlane control person
10/16/23	2,346,000	\$ 0.0200	MacRab LLC, Mackey McFarlane control person
12/18/23	10,557,000	\$ 0.0100	MacRab LLC, Mackey McFarlane control person
1/23/24	13,500,000	\$ 0.0100	Quick Capital LLC, Eilon Natan control person
Total	28,760,142	\$ 0.0360	Average Exercise Price

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")

Dryworld Brands is a performance athletic brand offering innovative superior quality apparel, footwear and gear for the athlete in all of us. Innovative, purpose driven products that give athletes the edge.

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

The Company formed a Colombian Subsidiary on November 30, 2023, and has no operations to date, and therefore no consolidated financial statements.

C. Describe the issuers' principal products or services.

Dryworld Brands is a performance athletic brand offering innovative, superior quality apparel, footwear and gear for the athlete in all of us. Innovative, purpose driven products that give athletes the edge. Our innovations tailor to the needs of the individual and strive to deliver groundbreaking products to help facilitate growth for the athlete and the Company's shareholders.

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.

The company currently leases its corporate office on a month-to-month basis at 701 Anacapa Street, Santa Barbara, California at a cost of \$1,000.00 per month and is provided by an officer of the Company who has agreed to accrue the lease payments. As of December 31, 2024, the Company assets include \$214,252 in product inventory, specifically units of clothing. The inventory is warehoused at our 3rd party logistics (3PL's) companies. The cost of warehousing is included in our services agreements with our 3PL's.

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.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
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Dryworld Brands, LLC	Co-CEO, Director and Owner of 5% or more	British Columbia, Canada	5,312,492	Common	1.33%	Matt Weingart also owns 3,332 shares of Series D and 283 shares of Series E Pref
Brian McKenzie	Co-CEO, Director and Owner of 5% or more	British Columbia, Canada	5,312,492	Common	1.33%	Also owns 3,334 shares of Series D Pref & 283 shares of Series E Pref
EMC2 Capital LLC	CFO, Director, Owner of 5% or more	Santa Barbara, CA	6,666,666	Common	1.67%	Barrett Evans also owns 3,334 shares of Series D Pref & 284 shares of Series E Pref
SportsAlert Media LLC	Owner of 5% or more	Santa Barbara, CA	2,000,000	Common	0.50%	Michael Hill also owns 50 shares of Series E Pref
Timely Little Investments Ltd.	Owner of 5% or more	Cobble Hill, British Columbia, Canada	24,000,000	Common	6.02%	Craig Little, Control Person

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 (must include Counsel preparing Attorney Letters).

Joseph Siciliano
Joseph Siciliano Law Offices,
P.C. 128 East Pharr Road
Decatur, GA 30030
404-271-3475

Joescilianolaw@msn.com

Accountant or Auditor

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

Investor Relations

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

All other means of Investor Communication:

X (Twitter): https://www.tiktok.com/@dryworld_global
LinkedIn: <https://www.linkedin.com/company/dryworld-brands/>
Facebook: <https://www.facebook.com/DRYWORLD/>
Instagram: https://www.instagram.com/dryworld_global/
Tiktok: https://www.tiktok.com/@dryworld_global

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: Barrett Evans
Title: CFO
Relationship to Issuer: Chief Financial Officer

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: Barrett Evans
Title: CFO
Relationship to Issuer: Chief Financial Officer

Describe the qualifications of the person or persons who prepared the financial statements:⁵ Mr. Evans has over 30 years of accounting experience and has served as an accounting expert to a number of public and private companies.

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.

⁵ 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.

Nexus Energy Services, Inc.
dba Dryworld Brands
Balance Sheet
Unaudited

	December 31, 2024	December 31, 2023
Assets		
Current assets:		
Cash	\$ 29,365	\$ 20,547
Accounts receivable	\$ 10,000	\$ 55,242
Inventory	\$ 214,252	\$ 250,912
Total current assets	\$ 253,617	\$ 326,701
	\$ -	\$ -
Total assets	\$ 253,617	\$ 326,701
Liabilities and Stockholders' Equity (Deficit)		
Current liabilities:		
Accounts payable	\$ 234,816	\$ 383,717
Accrued liabilities	\$ 778,446	\$ 634,552
Loans payable related party	\$ 133,227	\$ 133,227
Notes payable, current portion	\$ 292,481	\$ 235,755
Total current liabilities	\$ 1,438,970	\$ 1,387,251
Notes payable - long term	\$ 247,500	\$ -
Total liabilities	\$ 1,686,470	\$ 1,387,251
Stockholders' equity:		
Common stock, \$0.001 par value; 980,000,000 shares authorized; 373,334,416 as of December 31, 2024	\$ 373,334	\$ 214,718
		\$ -
Preferred Class D, \$0.001 par value; 2,000,000 shares authorized; 10,000 shares issued and outstanding as of December 31, 2024	\$ 1	\$ 1
Preferred Class E, \$0.001 par value; 900 shares authorized; 900 shares issued and outstanding as of December 31, 2024	-	\$ -
Additional paid-in capital	\$ 10,415,541	\$ 9,730,768
Accumulated deficit	\$ (12,221,729)	\$ (11,006,037)
Total stockholders' equity (deficit)	\$ (1,432,853)	\$ (1,060,550)
Total liabilities and stockholders' equity	\$ 253,617	\$ 326,701

Nexus Energy Services, Inc.
dba Dryworld Brands
Statement of Operations
Unaudited

	December 31, 2024	December 31, 2023
Operating revenue		
Revenue	\$ 34,540	\$ 89,503
Cost of goods sold	45,101	75,223
Total operating revenue	(10,561)	14,280
Operating expenses:		
General and Administrative	21,191	3,000
Inventory	-	-
Bank charges	508	180
Consulting	135,000	209,190
Reserve for bad debt	-	200,000
Legal and professional	2,000	6,000
Advertising and marketing	10,296	9,519
Total operating expenses	168,995	427,889
Loss from operations	(179,556)	(413,609)
Other income (expense):		
Gain from cancellation of shares and debt	-	-
Interest Expense	(47,151)	(105,037)
Total other income (expense):	(47,151)	(105,037)
Net income (loss)	\$ (226,707)	\$ (518,646)

Nexus Energy Services, Inc.
dba Dryworld Brands
Statement of Cash Flows
for the Quarters Ended

	December 31, 2024	December 31, 2023
Cash flows from operating activities:		
Net income (loss)	\$ (226,707)	\$ (518,646)
Amortization	-	-
Impairment expense	-	-
Gain from cancellation of shares and debt	-	-
Loss on debt conversion	-	-
Changes in operating assets and liabilities:	-	-
Accounts receivable	-	203,961
Account payable	48,351	185,228
Inventory	(8,053)	10,153
Other accrued liabilities	-	-
Net cash used in operating activities	(186,409)	(119,304)
Cash flows from financing activities:		
Proceeds from loans payable related party	-	58,227
Proceeds from notes payable	-	80,000
Proceeds from issuance of common stock	189,200	-
Repayments of notes payable	-	-
Net cash used in financing activities	189,200	138,227
Net increase (decrease) in cash	2,791	18,923
Cash at beginning of period	26,574	1,624
Cash at end of period	\$ 29,365	\$ 20,547

Nexus Energy Services, Inc.
dba Dryworld Brands
Statement of Stockholders' Equity (Deficit)
Unaudited

	Common Stock		Preferred Class D		Preferred Class E		Additional	Accumulate	Total
	Shares	Amount	Shares	Amount	Shares	Amount	Paid-in Capital	d Deficit	Stockholders' Equity (Deficit)
Balance s at Septem ber 30, 2022	171,565,229	171,565	10,000	1	900		9,059,055	(9,563,637)	(333,016)
Shares issued for compen sation		-				\$			-
Net loss	-	-	-	-	-	-	-	(36,333)	(36,333)
Balance s at Decemb er 31, 2022	171,565,229	171,565	10,000	1	900	0	9,059,055	(9,599,970)	(369,349)
Shares issued for Cash	2,000,000	2,000					58,000		60,000
Shares issued for compen sation		-				\$			-
Net loss	-	-	-	-	-	-	-	(229,611)	(229,611)
Balance s at March 31, 2023	173,565,229	173,565	10,000	1	900	0	9,117,055	(9,829,581)	(538,960)
Shares issued for Cash	-	-							-
Shares issued for compen sation		-				\$			-
Net loss	-	-	-	-	-	-	-	(11,104)	(11,104)
Balance s at June 30, 2023	173,565,229	173,565	10,000	1	900	0	9,117,055	(9,840,685)	(550,064)
Shares issued	666,667	667					19,333		20,000

for Cash Shares issued for Services	10,233,333	10,233					450,266	460,499
						\$		
Net loss	-	-	-	-	-	-	-	(646,706)
Balance s at Septem ber 30, 2023	184,465,229	184,465	10,000	1	900	0	9,586,654	(10,487,391)
								(716,271)
Shares issued for Note Conversion Macrab Shares issued for True up Interest convert ed Macrab	2,681,144	2,681					32,174	34,855
	1,571,429	1,571					18,700	20,271
	5,000,000	5,000					15,950	20,950
								-
Shares issued for conversi ons	21,000,000	21,000					77,290	98,290
						\$		
	-	-	-	-	-	-	-	(518,246)
Balance s at Decemb er, 2023	214,717,802	214,718	10,000	1	900	0	9,586,654	(10,487,391)
								(716,271)
Shares Issued for Note convers oins Loss on conversi on of notes payable	33,926,185	33,926					58,417	92,343
							(72,300)	(72,300)
							-	-
							415,707	415,707
Net loss							(415,707)	(415,707)
						\$		
	-	-	-	-	-	-	-	-
Balance s at March 31, 2024	248,643,987	248,644	10,000	1	900	0	9,988,478	(10,903,098)
								(696,228)

Shares issued for Services	105,940,429	105,940					50,000		
Net Loss								953,464	73,474
								(321,139)	(321,139)
Balance s at June 30, 2024	354,584,416	354,584	10,000	1	900	0	10,038,478	(10,270,773)	(943,893)
Shares issued for Services	18,750,000	18,750					75,000		
Loss on conversion of notes payable							112,863		
Net Loss								(1,273,120)	
								(203,953)	(203,953)
Balance s at September 30, 2024	373,334,416	373,334	10,000	1	900	0	10,226,341	(11,747,846)	(1,147,846)
Shares issued for Services	18,750,000	18,750					-		
Loss on conversion of notes payable							-		
Net Loss							189,200	(473,883)	(58,300)
								-	\$ (226,707)
Balance s at December 31, 2024	392,084,416	392,084	10,000	1	900	0	10,415,541	(12,221,729)	(1,432,853)

Nexus Energy Services, Inc.

dba Dryworld Brands

December 31, 2024

NOTES TO FINANCIAL STATEMENTS

NOTE 1- NATURE OF OPERATIONS

Nature of Operations

The Company was incorporated in the state of Colorado July 16, 1997. The Company is a performance athletic brand offering innovative superior quality apparel, footwear and gear for the athlete in all of us. Innovative, purpose driven products that give athletes the edge.

NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

These financial statements are presented in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America.

NOTE 3-STOCKHOLDERS' EQUITY

The company's capitalization is 980,000,000 common shares with a par value of \$.001 per share and 20,000,000 preferred shares with a par value of \$0.001.

NOTE 4 – NOTES PAYABLE

Notes Payable

As of December 31, 2024, the Company has principal amounts notes payable of \$539,981 as follows:

\$25,000.00 issued 02/22/19 to Intermarket Associates LLC. for a loan made to the Company, note is convertible at 50% to market and bears 6% interest rate;

\$10,000 issued 04/03/19 to Paul Bajakian for loans to the Company, note is convertible at 50% to market and bears 6% interest rate;

\$82,500 issued 09/13/2021 to Quick Capital LLC for a loan to the Company, note is convertible at the lesser of \$0.07 or 50% to market. This note has a \$0 balance as of January 16, 2024;

\$82,500 issued 09/28/2021 to MacRab LLC for a loan to the Company, note is convertible at the lesser of \$0.07 or 50% to market. This note has a \$38,349 balance as of December 31, 2024;

\$46,920 issued 10/16/2023 to MacRab LLC for a loan to the Company, note is convertible at the lesser of \$0.01 or 50% to market;

\$46,920 issued 12/18/2023 to MacRab LLC for a loan to the Company, note is convertible at the lesser of \$0.01 or 50% to market;

\$60,000 issued 01/23/2024 to Quick Capital LLC for a loan to the Company, note is convertible at the lesser of \$0.005 or 50% to market;

\$21,764 issued 04/12/2024 to Quick Capital LLC for a loan to the Company, note is convertible at the lesser of \$0.005 or 50% to market;

\$21,764 issued 06/20/2024 to Quick Capital LLC for a loan to the Company, note is convertible at the lesser of \$0.005 or 50% to market; and

\$21,764 issued 08/29/2024 to Quick Capital LLC for a loan to the Company, note is convertible at the lesser of \$0.005 or 50% to market.

\$247,500 issued on 10/22/2024 to Sports Alert Media, LLC for a loan to the Company, note is convertible at the lesser of \$0.01 or 50% to market.

NOTE 5 – WARRANTS

Warrants

As of December 31, 2024, the Company a total of 28,760,142 warrants outstanding with an average price of \$0.036, as follows:

On 09/13/2021 the Company issued 1,178,571 warrants, with an exercise price of \$0.07 to Quick Capital LLC. This warrant is issued pursuant to the note purchase agreement dated 09/13/2021;

On 9/28/2021 the Company issued 1,178,571 warrants, with an exercise price of \$0.07 to MacRab LLC. This warrant is issued pursuant to the note purchase agreement dated 09/28/2021;

On 10/16/2023 the Company issued 2,346,000 warrants, with an exercise price of \$0.02 to MacRab LLC. This warrant is issued pursuant to the note purchase agreement dated 10/16/2023;

On 12/18/2023 the Company issued 10,557,000 warrants, with an exercise price of \$0.01 to MacRab LLC. This warrant is issued pursuant to the note purchase agreement dated 12/18/2023; and

On 01/23/2024 the Company issued 13,500,000 warrants, with an exercise price of \$0.01 to Quick Capital LLC. This warrant is issued pursuant to the note purchase agreement dated 01/23/2024.

NOTE 6 – SUBSEQUENT EVENTS

On January 30, 2025, the Company entered into a Stock Purchase Agreement with Chris and Amanda Parkin, in the amount of \$25,000.00. The Company has agreed to issue 11,363,636 shares of common stock at the price of \$0.0022.

On January 30, 2025, the Company entered into a Stock Purchase Agreement with Ran Shaul Kalif, in the amount of \$30,000.00. The Company has agreed to issue 13,636,363 shares of common stock at the price of \$0.0022.

On February 6, 2025, the Company issued 25,174,166 shares of common stock relating to the conversion of the note issued on September 28, 2021, to MacRab LLC. This note has a \$0 balance as of February 6, 2025.

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, Matt Weingart, certify that:

1. I have reviewed this Disclosure Statement for Nexus Energy Services, Inc. dba Dryworld Brands;
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.

February 19, 2025

/s/ Matt Weingart CEO

Principal Financial Officer:

I, Barrett Evans, certify that:

1. I have reviewed this Disclosure Statement for Nexus Energy Services, Inc. dba Dryworld Brands;
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.

February 19, 2025

/s/ Barrett Evans

CFO