

Ladybug Resource Group, Inc.

an Oklahoma Corporation
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Tulsa, OK 74119

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SIC Code: 6719

Annual Report

For the Year Ended December 31, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

297,112,127 as of December 31, 2024

378,404,069 as of December 31, 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:

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.

Current State and Date of Incorporation or Registration: Oklahoma, April 4, 2024

Standing in this jurisdiction: (e.g. active, default, inactive): Active In Good Standing

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

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.

Predecessor Entities: Prior to April 4, 2024, the Company's predecessor issuer was Ladybug Resource Group, Inc., a former Oklahoma Company formed on September 22, 2023. Prior to September 22, 2023, the Company's predecessor issuer was Ladybug Resource Group, Inc., a former Oklahoma Company formed on April 8, 2022. Prior to April 8, 2022 the prior predecessor issuer was Ladybug Resource Group, Inc., a Nevada Company.

From the date of incorporation, April 4, 2024, Ladybug Resource Group, Inc., has had ongoing operations and is, therefore, an "Issuer" that is not and has never been a "Shell Company" or ever was a "Former Shell Company" as defined in Rule 144(i) of the Act.

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:

Holding Company Reorganization: On April 4, 2024, Ladybug Resource Group, Inc. became the parent/successor issuer pursuant to Section 1081(g) of the Oklahoma Act titled "Agreement and Plan of Reorganization" ("Parent-Subsidiary Formation"), which was executed by Ladybug Resource Group, Inc. (formed on April 4, 2024) ("Ladybug A"), Ladybug Resource Group, Inc. and Ladybug NutraTech, Inc. (OK). Under the Agreement, Ladybug A merged into Ladybug NutraTech, Inc and Ladybug A ceased to exist, wherein Ladybug NutraTech, Inc became the survivor and successor under Section 1088 of the Oklahoma Act, having acquired all of Ladybug A assets, rights financial statements, obligations, and liabilities as the constituent or resulting corporation. Ladybug Resource Group, Inc. became the parent and the holding Company of Ladybug NutraTech, Inc. under the Parent-Subsidiary Formation, which was in compliance with Section 1081(g) of the Oklahoma Act.

Upon consummation of the Parent-Subsidiary Formation, each issued, and outstanding equity of the former Ladybug A was transmuted into and represented the identical equity structure of Ladybug Resource Group, Inc. (On a share-for-share basis), having the same designations, rights, powers, and preferences, and qualifications, limitations, and restrictions. Upon consummation of the Agreement, the Company was the issuer since the former Ladybug NV equity structure was transmuted pursuant to Section 1081(g) into current issued and outstanding equities of the Company. The Parent-Subsidiary Formation was exempt from the registration requirements of the Securities Act of 1933 ("Act") as there was no "offer" or "sale" as defined in Section 2(3) of the Act to invoke the requirements of Rule 145 also under the Act. Under the terms of the Agreement, the shareholders and equity holders of the former Transition had no appraisal rights or rights to a shareholder vote, and consequently, no investment decision was made by the shareholders. Further, the transaction complied with the provisions of Rule 144(D)(3)(x) titled "Holding Company Formation".

Corporate Separation: On April 4, 2024, by resolution of the Board of Directors, the subsidiary Ladybug NutraTech, Inc. was divested and no longer consolidated into the Company.

Share Exchange: On April 4, 2024, Ladybug Resource Group, Inc., the "Holding Company," completed a Share Exchange Agreement with Thee Mine, Inc., a Delaware Corporation. The Company accounted for the Holding Company Merger under ASC 805-50 "Transactions Between Entities Under Common Control". Thee Mine, Inc., ongoing operations.

Address of the issuer's principal executive office:

1408 S. Denver Avenue
Tulsa, OK 74119

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: Securities Transfer Corporation
Phone: 469-633-0101
Email: www.stctransfer.com
Address: 2901 Dallas Parkway Suite 380
Plano, TX 75093

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:	LBRG	
Exact title and class of securities outstanding:	Common Shares	CUSIP: 50582Q202
Par or stated value:	\$.00001	
Total shares authorized:	750,000,000	as of date: December 31, 2024
Total shares outstanding:	297,112,127	as of date: December 31, 2024
Number of shares in the Public Float:	73,236,569	as of date: December 31, 2024
Total number of shareholders of record:	74	as of date: December 31, 2024
Additional class of securities		
Trading symbol:	LBRG	
Exact title and class of securities outstanding:	Preferred Stock	tests and CUSIP: 50582Q202
Par or stated value:	USD 0.00001	
Total shares authorized:	30,001,000	as of date: December 31, 2024
Series (A) Preferred Stock Authorized:	20,000,000	as of date: December 31, 2024
Series (A) Preferred Stock Outstanding:	19,304,991	as of date: December 31, 2024
Series (B) Preferred Stock Authorized:	1,000	as of date: December 31, 2024
Series (B) Preferred Stock Outstanding:	1,000	as of date: December 31, 2024
Series (C) Preferred Stock Authorized:	10,000,000	as of date: December 31, 2024
Series (C) Preferred Stock Outstanding:	3,200,000	as of date: December 31, 2024

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.

The stock of common stock shall have no preference, preemptive right, or dividend right.

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

Series (A) Preferred shares have no voting rights or dividends. In the event of a voluntary or involuntary liquidation, dissolution distribution of assets of the corporation equity securities holders. The stated pre-conversion value of Series (A) Preferred is \$0.00001 per share, and the stated value on the day of conversion closing market price is equal to dollars converted \$4.00 per share to common stock.

Series (B) Voting Preferred The holder of the shares of the Series (B) Voting Preferred Stock has the right to vote regarding any matter or action that is required to be submitted to the shareholders of the Company for approval. The vote of each share of the Series (B) Voting Preferred Stock is equal to and counted as (4) times the votes of all the Shares of the Company's stock issued and outstanding on the date of every vote or consent of the shareholders of the Company regarding every matter submitted to the shareholders of the Company for approval. Series (B) Voting Preferred shares have no value, dividend, or conversion rights.

Series (C) Preferred Shares cannot be transferred or sold without the consent of the majority Series (C) Preferred Shareholders. Series (C) Preferred Stock has a value of \$5.00 per share. Holders may convert shares into no more than 4.99% of the Company's issued and outstanding at the rate of the closing market price on the day of the conversion notice, equal to the dollar amount of the value of the Series (C) Preferred Share. Series (C) Preferred Shares have

voting rights equal to (1) vote per share and no dividends. In the event of a voluntary or involuntary liquidation dissolution, of the Company shall be entitled to receive conversion value per share held, paid before the distribution of assets of the corporation equity securities holders.

3. Describe any other material rights of common or preferred stockholders. **None**

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report. **None**

3) Issuance History

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

On May 8, 2019, the Company's predecessor, Ladybug Resource Group, Inc., a Nevada company, Issued Twenty Million (20,000,000) Series (A) Preferred Shares to James B. Frack in exchange for payment of Barbara McIntyre Bauman's court-appointed custodian debt.

On September 17, 2021, the Company's predecessor issuer, Ladybug Resource Group, Inc., a Nevada company, Barbara McIntyre Bauman's court-appointed Custodian, approved the issuance of One Million (1,000,000) Series (B) Preferred Shares to Alan K. Fetzer in exchange for the initiation and completion of the Company's reorganization.

On September 17, 2021, Barbara McIntyre Bauman resigned from all offices as director and as Custodian of the Company's predecessor issuer, Ladybug Resource Group, Inc., a Nevada company. She appointed Alan Fetzer to all offices and as director of the Company's predecessor issuer, Ladybug Resource Group, Inc., a Nevada company.

On December 1, 2022, the Company's Chief Executive Officer and the Company entered into a stock cancellation agreement, under which the CEO returned 1,000 Series B shares, which hold super-voting power, and received 2,100,000,000 shares of common stock.

Incorporation: Ladybug Resource Group, Inc. ("LBRG, LBRG (OK), or the Company) was incorporated in Oklahoma on September 22, 2023.

From the date of incorporation, September 22, 2023, Ladybug Resource Group, Inc. (OK) has had ongoing operations and is, therefore, an "Issuer" that is not, and has never been, a "Shell Company" or ever was a "Former Shell Company" as defined in Rule 144(i) of the Act.

Certificate of Designation: On September 22, 2023, LBRG filed a Certificate of Designation of Preferences, Rights, and Limitations of Series (A) Preferred Stock designating Twenty Million (20,000,000) shares of Preferred Stock as Series (A) Preferred Stock. The Certificate of Designation of Series (A) Preferred Stock granted no voting rights to any holder.

Certificate of Designation: On September 22, 2023, LBRG filed a Certificate of Designation of Preferences, Rights, and Limitations of Series (B) Preferred Stock designating One Thousand (1,000) shares of Preferred Stock as Series (B) Preferred Stock. The Certificate of Designation of Series (B) Preferred Stock granted special voting to any holder.

Certificate of Designation: On September 22, 2023, LBRG filed a Certificate of Designation of Preferences, Rights, and Limitations of Series (B) Preferred Stock designating Ten Million (10,000,000) shares of Preferred Stock as Series (C) Preferred Stock. The Certificate of Designation of Series (C) Preferred Stock granted any holder special voting and conversion rights.

Holding Company Reorganization:

On September 22, 2023, Ladybug Resource Group, Inc. became the parent/successor issuer pursuant to Section 1081(g) of the Oklahoma Act titled "Agreement and Plan of Reorganization" ("Parent Subsidiary Formation"), which was executed by Ladybug Resource Group, Inc. (formed on April 8, 2022) ("Ladybug A"), Ladybug

Resource Group, Inc. and LadyMerger Sub, Inc. (OK), Under the Agreement, Ladybug A merged into LadyMerger Sub, Inc., and Ladybug A ceased to exist, wherein Ladybug Resource Group, Inc. became the survivor and successor under Section 1088 of the Oklahoma Act, having acquired all of Ladybug A assets, rights financial statements, obligations, and liabilities as the constituent or resulting corporation. Ladybug Resource Group, Inc. became the parent and the holding

Company of LadyMerger Sub, Inc. under the Parent Subsidiary Formation, which was in compliance with Section 1081(g) of the Oklahoma Act.

Upon consummation of the Parent Subsidiary Formation, each issued, and outstanding equity of the former Ladybug A was transmuted into and represented the identical equity structure of Ladybug Resource Group, Inc. (On a share-for-share basis), having the same designations, rights, powers, and preferences, and qualifications, limitations, and restrictions. Upon consummation of the Agreement, the Company was the issuer since the former Ladybug NV equity structure was transmuted pursuant to Section 1081(g) into current issued and outstanding equities of the Company. The Parent Subsidiary Formation was exempt from the registration requirements of the Securities Act of 1933 ("Act") as there was no "offer" or "sale" as defined in Section 2(3) of the Act to invoke the requirements of Rule 145 also under the Act. Under the terms of the Agreement, the shareholders and equity holders of the former Transition had no appraisal rights or rights to a shareholder vote, and consequently, no investment decision was made by the shareholders. Further, the transaction complied with the provisions of Rule 144(D)(3)(x) titled "Holding Company Formation".

Corporate Separation: On September 22, 2023, by resolution of the Board of Directors, the subsidiary Ladybug Merger Inc. was divested and no longer consolidated into the Company.

On December 1, 2022, in an Agreement to promote fairer voting preferences, for 211 filings, Alan Fetzer exchanged for the cancellation (1,000) shares of Class B Preferred Stock with a stated value of \$0.00001 per share, and the Company's predecessor, Ladybug Resource Group, Inc. issued 2,100,000,000 common shares of LBRG with a stated value of \$0.00001 per share in accordance with ASC 805, Business Combinations ("ASC 805")

On June 29, 2023, Amended Consent Resolution, James B. Frack offered Assistance in the growth of the Company's predecessor, LBRG. by returning Amended September 20, 2023, 650,000 shares of Series (A) Preferred Stock of the Company's predecessor, LBRG being valued at par \$0.00001 per share in accordance with ASC 805, Business Combinations ("ASC 805").

On June 29, 2023, Alan Fetzer Agreement deems it advisable and, in the Company's predecessor, Ladybug Resource Group, Inc.'s, best interest to exchange for the cancellation of his 2,100,000,000 common shares of the Company's predecessor, Ladybug Resource Group, Inc.'s with a stated value of \$0.00001 per share and was (1,000) shares of Class B Preferred Stock with a stated value of \$0.00001 per share in accordance with ASC 805, Business Combinations ("ASC 805").

On June 29, 2023, Ladybug Resource Group, Inc., and AFM Associates Inc. agreed to a Debt Settlement Agreement to cancel AFM promissory notes totaling \$190,000, Amended October 22, 2023, in exchange for the issuance of 30,000 Series (A) Preferred Shares with a stated value of \$0.00001 per share in the name of AFM Associates Inc.

On June 29, 2023, The Company's predecessor, Ladybug Resource Group, Inc., and Gold Mountain Distribution, Inc., Agreed to the Addendum April 12, 2022, Exchange Agreement and Promissory Note due to severe economic changes in the Cannabis Industry during the past 24 months, The Company's predecessor, Ladybug Resource Group, Inc. approved, authorized and confirmed the cancellation of 2,255,000 Series (C) Preferred Shares issued to David Argudo and Ariana Tibbets in exchange for their Gold Mountain Distribution LLC shares and new review of Gold Mountain Distribution LLC valuation reduce exchange price per share; respectively.

On August 31, 2023, Ladybug Resource Group, Inc., Gold Mountain Distribution, Inc. ("GMDI"), and The Cali Girl, LLC ("TCGL") Ariana Tibbets and Shayland Moise executed a plan of corporate separation agreements due to performance and severe economic changes. Upon TCGL, Shareholders transferred returned 100,000 Series (C) Preferred to LBRG, and GMDI confirmed 2,255,000 Series (C) Preferred Shares LBRG canceled on June 29, 2023, issued pursuant to TCGL dated April 8, 2022, and GMDI dated April 12, 2022, Share Exchange Agreements. On September 22, 2023, the reorganization Closing Date, LBRG transferred, returned, and assigned to GMDI & TCGL Shareholders all their prior ownership in GMDI & TCGL, whereby GMDI & TCGL are no longer a wholly owned subsidiary. The Shareholders will thereafter be the sole owners of GMDI & TCGL.

On September 22, 2023, as part and parcel of the Parent Subsidiary Formation of the Company on September 22, 2023, and as provided in law, all prior operations of the Company's predecessor, Ladybug Resource Group, Inc., were unwound from the Company's predecessor, Ladybug Resource Group, Inc. according to a certain Plan of Separation.

On October 3, 2023 the Company Directors entered into an Asset Purchase Agreement between Ladybug Resource Group Inc and Growhouse Nutraceuticals Ltd. Growhouse was issued 2,400,000 Preferred Series C.

On October 17, 2023, James B. Frack offered to assist in the Company's growth and cap table restructure. As of October 31, 2023, the Company is readdressing options.

On October 18, 2023, LBRG filed an Amended Certificate of Designation of Preferences, Rights, and Limitations (6,000,000) shares designated as "Series (A) Preferred Stock".

On October 18, 2023, LBRG filed an Amended Certificate of Designation of Preferences, Rights, and Limitations (1,000) shares designated as "Series (B) Preferred Stock".

On October 18, 2023, LBRG filed an Amended Certificate of Designation of Preferences, Rights, and Limitations (6,000,000) shares designated as "Series (C) Preferred Stock".

On November 14, 2023, the Company Directors and Shareholders determined it in its best interest to further consider its options regarding its capital structure and authorized an amendment to October 18, 2023, Amended and Restated Articles of Incorporation. In addition, as part and parcel to this decision of the Company, Amended Articles of Incorporation, Article IV, Shares of Stock, Authority to Issue (526,001,000) shares of stock of (500,000,000) shares are designated as Common Stock, having a par value of \$.00001 per share and (26,001,000) shares are designated as Preferred Stock, having a par value of \$.00001 per share, of which (20,000,000) shares are further designated "Series (A) Preferred Stock", (1,000) shares are designated as "Series (B) Preferred Stock" and (6,000,000) shares are further designated "Series (C) Preferred Stock". And unwind Return of Stock Agreement.

On February 27, 2024, the Company appointed James P. Kurko as a Director of the Corporation. Additional Alan Fetzer resigned all positions held with the Company on February 27, 2024. At this time Mr. Kurko was appointed, Chairman, CEO, President, Treasurer, and Secretary of the Company.

On March 1, 2024, the Company Directors entered into an Asset Purchase Agreement between Growhouse Nutraceuticals, a wholly owned subsidiary of Ladybug Resource Group Inc. and Lifespot Wellness Ltd with a Canadian Corporation number 1450546-8. Lifespot Wellness was issued 400,000 shares of Series (C) Preferred Stock of Ladybug Resource Group Inc. The asset is the URL www.nutra55.com.

On March 19, 2024, the Company Directors entered into an Asset Purchase Agreement between Growhouse Nutraceuticals, a wholly owned subsidiary of Ladybug Resource Group Inc. and Vitawin Supplements Ltd. with a Canadian Corporation number 1451929-9. Vitawin Supplements was issued 400,000 shares of Series (C) Preferred Stock of Ladybug Resource Group Inc. The asset is the URL www.purleypregna.com.

On May 15, 2024, Company Directors identified a total of (32,807,500) common shares of Ladybug Resource Group Inc. and instructed the Company transfer agent to return to treasury stock.

On June 17, 2024, in District Court in Washington County, Oklahoma, the judge ordered the Securities Transfer Corporation to terminate, withdraw, cancel, remove the Stock Ledger, and return to the company treasury stock. The identified common stock of Ladybug Resource Group Inc. totaling (238,285,000) shares

On June 27, 2024, Securities Transfer Corporation (STC), the Company's transfer agent, notified the Company that a total of (300,000,000) Common shares needed to be designated as "Non-Issuable Reservation/Reserve Stock" for May 15 and June 17 Court Ordered shares; STC returned to the Company Common treasury stock.

On June 28, 2024, the Company Directors and Shareholders amended the Authority to Issue to (780,001,000) shares of stock, of which (750,000,000) shares are designated as Common Stock, having a par value of \$.00001 per share, of which (450,000,000) are Common shares and (300,000,000) "Non-Issuable Reservation/Reserve" shares to accommodate Securities Transfer Corporation notification dated June 27, 2024.

On June 28, 2024, the Company Directors entered into an agreement with James P. Kurko to issue 170,000,000 restricted common stock in consideration for taking a control position.

On October 10, 2024, HMM Partners converted 6,096 shares of Series (A) Preferred stock into 4,800,000 shares of common stock.

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 as of Second Most Recent Fiscal Year End: 12/31/2022 Opening Balance Date: December 31, 2022 Common Stock: 364,202,553 Series (A) Preferred Stock: 20,000,000 Series (B) Preferred Stock: 1,000 Series (C) Preferred Stock: 10,000,000			*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.
May-8-19	Issued	14,600,000	Series (A) Preferred	\$0.00001	No	James B. Frack	Agreement Purchase	Restricted	Section 4(2)/Reg D
May-8-19	Issued	4,317,284	Series (A) Preferred	\$0.00001	No	James B. Frack	Agreement Purchase	Restricted	Section 368(a)(1)(B)
Sep-17-21	Issued	1,000,000	Series (B) Preferred	\$0.00001	No	Alan K. Fetzer	Agreement	Restricted	Section 368(a)(1)(B)
Apr-1-22	Returned to Treasury	999,000	Series (B) Preferred	\$0.00001	No	Alan K. Fetzer	Agreement	N/A	N/A
Apr-8-22	Issued	50,000	Series (C) Preferred	\$5.00	No	Ariana Tibbets	Exchange Agreement	Restricted	Section 368(a)(1)(B)
Apr-8-22	Issued	50,000	Series (C) Preferred	\$5.00	No	Shayland Moise	Exchange Agreement	Restricted	Section 368(a)(1)(B)
Apr-12-22	Issued	1,522,125	Series (C) Preferred	\$5.00	No	David E. Argudo	Exchange Agreement	Restricted	Section 368(a)(1)(B)
Apr-12-22	Issued	732,875	Series (C) Preferred	\$5.00	No	Ariana Tibbets	Exchange Agreement	Restricted	Section 368(a)(1)(B)
Jul-18-22	Transferred	200,000	Series (A) Preferred	\$0.10	No	HMM Partner Hannes Mack	Agreement	Res- 6/8/2018	Section 4(2)/Reg D
Jul-18-22	Transferred	200,000	Series (A) Preferred	\$0.10	No	AFM Associates Alex Mack	Agreement	RES- 6/8/2018	Section 4(2)/Reg D
Aug-16-22	Returned to Treasury	32,716	Series (A) Preferred	\$0.00	No	James B. Frack	Conversion notice Series A	Res- 6/8/2018	Section 4(2)/Reg D
Dec-1-22	Returned to Treasury	1,000	Series (B) Preferred	Par value	No	Alan K. Fetzer	Stock Cancellation Agreement	N/A	ASC 805-30-30-1 & 7
Dec-1-22	Issued	2,100,000,000	Common Shares	\$0.00001	No	Alan K. Fetzer	Stock Cancellation Agreement	Restricted	ASC 805-30-30-1 & 7
Jun-15-23	Issued	100,000	Series (A) Preferred	\$0.00001	No	HMM Partner Hannes Mack	Purchase Agreement	Restricted	Section 4(2)/Reg D
Jun-29-23	Returned to Treasury	2,100,000,000	Common Shares	\$0.00001	No	Alan K. Fetzer	Stock Cancellation Agreement	Restricted	ASC 805-30-30-1 & 7
Jun-29-23	Issued	1,000	Series (B) Preferred	Par value	No	Alan K. Fetzer	Stock Cancellation Agreement	N/A	ASC 805-30-30-1 & 7
Jun-29-23	Returned to Treasury	650,000	Series (A) Preferred	\$0.00001	No	James B. Frack	Agreement	Restricted	ASC 805-30-30-1 & 7
Jun-29-23	Returned to Treasury	1,522,125	Series (C) Preferred	\$5.00	No	David E. Argudo	Corporate Separation	Restricted	Section 368(a)(1)(B)
Jun-29-23	Returned to Treasury	732,875	Series (C) Preferred	\$5.00	No	Ariana Tibbets	Corporate Separation	Restricted	Section 368(a)(1)(B)
Aug-31-22	Returned to Treasury	50,000	Series (C) Preferred	\$5.00	No	Ariana Tibbets	Corporate Separation	Restricted	Section 368(a)(1)(B)
Aug-31-22	Returned to Treasury	50,000	Series (C) Preferred	\$5.00	No	Shayland Moise	Corporate Separation	Restricted	Section 368(a)(1)(B)
Aug-31-22	Returned to Treasury	100,000	Series (A) Preferred	\$0.00001	No	HMM Partner Hannes Mack	Cancellation Agreement	Restricted	Section 4(2)/Reg D
Sep-22-23	Issued	30,000	Series (A) Preferred	\$0.00001	No	AFM Associates Alex Mack	Settlement Agreement	Restricted	Section 4(2)/Reg D
Sep-22-23	Issued	2,400,000	Series (C) Preferred	\$5.00	No	Tamara Gabriel Maxfield	Exchange Agreement	Restricted	Section 368(a)(1)(B)
Dec-04-23	Issued	14,201,516	Common Shares	\$0.00001	No	James B. Frack	Conversion Notice Series A	Restricted	Section 4(2)/Reg D
Feb-22-24	Issued	5,000,558	Common Shares	\$0.00001	No	James B. Frack	Conversion Notice Series A	Restricted	Section 4(2)/Reg D

Feb-22-24	Issued	2,500,000	Common Shares	\$0.00001	No	Alexander Mack	Conversion Notice Series A	Restricted	Section 4(2)Reg D
March-26-24	Issued	2,500,000	Common Shares	\$0.00001	No	Alexander Mack	Conversion Notice Series A	Restricted	Section 4(2)Reg D
May 15-24	Retired	3,357,500	Common Shares	\$0.00001	No	Kirk Baron	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	4,800,000	Common Shares	\$0.00001	No	John Stavinoha	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	3,000,000	Common Shares	\$0.00001	No	Charles Cummings	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	3,000,000	Common Shares	\$0.00001	No	Mike Steele	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	1,500,000	Common Shares	\$0.00001	No	Milton Blatt	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	750,000	Common Shares	\$0.00001	No	Dan & Judy Daniels	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	3,500,000	Common Shares	\$0.00001	No	Seashell Partners	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	3,600,000	Common Shares	\$0.00001	No	Marshall Shanklin	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	1,500,000	Common Shares	\$0.00001	No	Sally Temple	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	1,500,000	Common Shares	\$0.00001	No	Martin Bailey	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	4,800,000	Common Shares	\$0.00001	No	Mike Turner	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
May 15-24	Retired	1,500,000	Common Shares	\$0.00001	No	Randy Tooker	Retirement Shares	Restricted	ASC 805-30-30-1 & 7
June 27-24	Issued	5,000,000	Common Shares	\$0.00001	No	Alexander Mack	Conversion Notice Series A	Restricted	Section 4(2)Reg D
June 2-24	Cancelled	119,142,500	Common Shares	\$0.00001	No	Jianhui Huang	Court Order for Cancellation	Restricted	ASC 805-30-30-1 & 7
June 2-24	Cancelled	119,142,500	Common Shares	\$0.00001	No	Alex Man Kai Lee	Court Order for Cancellation	Restricted	ASC 805-30-30-1 & 7
June 2-24	Issued	170,000,000	Common Shares	\$0.00001	No	James P. Kurko	Control Agreement	Restricted	Section 4(2)Reg D
June 28-24	Issued	400,000	Series (C) Preferred	\$0.00001	No	Sofia Selena Sanchez	Asset Purchase Lifespot Wellness Ltd	Restricted	Section 4(2)Reg D
June 28-24	Issued	400,000	Series (C) Preferred	\$0.00001	No	Sofia Selena Sanchez	Asset Purchase Vitawin Supplements	Restricted	Section 4(2)Reg D
June 28-24	Issued	5,000	Series (A) Preferred	\$0.00001	No	James P. Kurko	Director Agreement	Restricted	Section 4(2)Reg D
Oct 10, 24	Issued	4,800,000	Common	\$0.00001	No	Hannes Mack	Conversion Notice Series A	Restricted	Section 4(2)Reg D
Shares Outstanding on Date of This Report: December 31, 2024 Common Stock: 297,112,127 Series (A) Preferred: 19,304,991 Series (B) Preferred: 1,000 Series (C) Preferred: 3,200,000									

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.

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.

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")

THEE MINE, INC. a Florida based real estate development company has established an Immersive Experimental Eco-Resort & Entertainment Venue, located just 20 minutes from Gainesville, Florida, and the University of Florida. Located on a 300-acre natural oasis which was once a mine. Harmonious with nature while featuring entertainment and a wealth of amenities, it creates a true 21st-century biophilic destination catering to every taste.

From Live events and concerts in the unique 35,000-capacity amphitheater, which maintains the serene natural environment carved out of the existing mine walls, to the natural spring-fed lake to a variety of natural and VIP experiences, make this a unique destination. Rich with amenities and VIP experiences, Thee Mine will feature a wellness center, spa, dining experiences, and more. Come for the entertainment, stay for the experience.

The vision of veteran real estate developers that this truly unique project is created from inception to incorporate biophilic design, creating a closer connection to nature through the way all the structures and landscapes are created and constructed. The land and rustic environment inspire design cues, seamlessly blending nature and luxury, blending nature with top-tier entertainment and amenities, and immersing guests into the wild with resort hotel-room comfort sustainable natural resort experience, completely replicable almost anywhere in the world.

Thee Mine offers something for everyone. Located in Florida offering year-round favorable outdoor conditions, Thee Mine is a destination of epic proportions. A completely scalable strategic three-phase development program allows revenue generation to open in the Fall 2025 as additional assets come online in 2026, increasing revenues and cash flow.

Phase One is scheduled to be completed this year and is set to open in the Fall of 2025 and will contain the majority of the venues listed below. Then the completion of Phase Two in 2026 with the completion of Phase Three in early 2027.

The unique biophilic design of the venue carved right out of the walls of the mine making it one with the surrounding environment is the first eco-friendly steps. Embracing a commitment to an eco-friendly, sustainable destination the venue will integrate solar power reducing the need for “grid power” while appealing to some of the bigger artists who are now demanding solar power for their shows. Thee Mine offers a unique live event experience for the whole family. “A” and “B” list artists demographically selected to maximize regional event attendance.

The VIP experience will be enhanced in certain venue areas, such as skyboxes, RV Resort, and luxury “Glamping” areas. Guests enjoy culinary selections, draft beer, and craft cocktails our servers deliver to your seats. It’s all about the experience.

As RV Popularity Surges, we capitalize on an RV resort with top-tier Resort-like comforts and amenities. Glamping or “Glamorous Camping” is where stunning nature meets modern luxury. Experiential travel is an authentic way to connect with nature and has become a mainstay of outdoor recreation over the past decade. Thee Mine offers numerous options that bridge the gap between traditional camping and the comforts of home. This transformational style of travel will enrich a person’s life and, ultimately, leave an impression that lasts much longer than the journey itself.

Thee Mine Utilizing strategic existing relationships we infiltrate the two individual sectors of Kart Racing. Consumer recreational amusement and sanctioned pro-race events. This unique model would double typical revenues in this space. The global recreational go-kart market is anticipated to exhibit robust growth in 2025, driven by increasing demand for leisure activities, rising disposable income, and growing popularity of motorsports. We included Supermoto due to the unique small pavement circuit with a “dirt” portion. In the construction stage, adding a compliant dirt section to our 0.7-mile sanctioned kart track will allow us to host Supermoto Championship events on the property serving as yet another scalable revenue stream attracting guests, spectator’s visitors, and events.

The team behind Thee Mine Destination project leaders consists of individuals each at the top of their game in the specific sectors making up this world class destination. From property development to concert and event promotion and production to sports and entertainment we have a winning team. Knowledge, experience and professionalism make this a project destined for success and growth.

Summarize business operations subsequent events attached the filing

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

D. Describe the issuers’ principal products or services.

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.

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.

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Warren D. Booth	Director	25 the Esplanade Toronto, Ontario, Canada M5E1W1	5,000	Series (A) Preferred	.025%	Stated value of \$0.00001. Preference of \$10 per share
James Kurko	Control Person Ladybug Resource Group Inc.	13025 Signature Pt, San Diego Ca 92130	170,000,000	Common stock	47%	Stated value is \$0.00001
Neal Pflum	President and Director	3410 Voyager Circle San Diego, CA 92130	5,000	Series (A) Preferred	.025%	Stated value of \$0.00001 Preference of \$10 per share

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

Heskett & Heskett
John Heskett
2401 Nowata Place Ste. A.
Bartlesville, OK 74006
Telephone (918) 336-1773
Facsimile (918) 336-3152

Accountant or Auditor

M. Bilal Bhamji
Bhamji Taxation Services Inc.
Chartered Professional Accountant
New Westminster, British Columbia, Canada
Title: CPA, CMA

Relationship to Issuer: Third Party Vendor

Investor Relations

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.

9) Disclosure & Financial Information

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

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: M. Bilal Bhamji

Title: CPA, CMA

Relationship to Issuer: Third Party Vendor

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.

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

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Neal P. Pflum, certify that:

1. I have reviewed this Annual Report For the Year Ended December 31, 2024, of Ladybug Resource Group, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

April 15, 2024

/s/ Neal P. Pflum

Neal P. Pflum

Principal Executive Officer:

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

Principal Financial Officer:

I, Neal P. Pflum, certify that:

1. I have reviewed this Annual Report For the Year Ended December 31, 2024, of Ladybug Resource Group, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

April 15, 2024

/s/ Neal Pflum

Neal P. Pflum

Principal Financial Officer:

Compiled Financial Information for

LADYBUG RESOURCE GROUP

Annual Report
For the Year Ended December 31, 2024
(UNAUDITED)

Compilation Engagement Report

Balance Sheet

Statement of Income and Deficit

Statements of Cash Flows

Notes to Compiled Financial Information

Balance Sheet

Thee Mine Inc

As of December 31, 2024

DISTRIBUTION ACCOUNT	TOTAL
Assets	
Current Assets	
Bank Accounts	
Cash	64.50
Checking 7115 - 1	25.00
Truist Checking - Thee Mine	298.20
Total for Bank Accounts	\$387.70
Accounts Receivable	
Other Current Assets	
Employee cash advances	300.00
Loans to officers	
Loans to others	10,000.00
Total for Other Current Assets	\$10,300.00
Total for Current Assets	\$10,687.70
Fixed Assets	
Computer Equipment	3,540.63
Land	60,899.00
Tools, machinery, and equipment	3,244.84
Vehicles	27,000.00
Total for Fixed Assets	\$94,684.47
Other Assets	
Security deposits	50,675.00
Total for Other Assets	\$50,675.00
Total for Assets	\$156,047.17
Liabilities and Equity	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable (A/P)	175,559.02
Total for Accounts Payable	\$175,559.02
Total for Payroll Liabilities	\$982.64
Total for Other Current Liabilities	\$992.64
Total for Current Liabilities	\$176,551.66
Long-term Liabilities	
Total for Liabilities	\$176,551.66
Equity	
Retained Earnings	0
Net Income	-20,504.49
Opening balance equity	
Total for Equity	-\$20,504.49
Total for Liabilities and Equity	\$156,047.17

Profit and Loss

Thee Mine Inc

January-December, 2024

DISTR BUTION ACCOUNT	TOTAL
Income	
Uncategorized Income	1,195,705.19
Total for Income	\$1,195,705.19
Cost of Goods Sold	
Gross Profit	\$1,195,705.19
Expenses	
Advertising & marketing	\$10,000.00
Social media	32,162.50
Total for Advertising & marketing	\$42,162.50
Business licenses	1,449.50
Commissions & fees	45,000.00
Consulting Fees	280,250.00
Contract labor	47,832.50
Credit Card Fees	98.89
Employee benefits	0
Workers' compensation insurance	3,068.27
Total for Employee benefits	\$3,068.27
Engineering & Design	41,191.59
Entertainment	3,932.38
Fuel	430.25
General business expenses	0
Bank fees & service charges	2,647.50
Memberships & subscriptions	1,087.96
Total for General business expenses	\$3,735.46
Infrastructure	0
Clearing & Sitework	105,145.21
Equipment Fuel	32,285.62
Equipment Maintenance	6,151.49
Equipment rental	227,372.68
Offices	1,600.00
Road Work	10,352.05
Waterfalls and Landscaping	9,779.01
Total for Infrastructure	\$392,686.06
Insurance	0
Equipment Rental Insurance	2,419.96
Liability insurance	3,598.26
Total for Insurance	\$6,018.22
Landscaping	616.43
Legal & accounting services	0
Legal Fees	4,848.30
Total for Legal & accounting services	\$4,848.30

Profit and Loss

Thee Mine Inc

January-December, 2024

DISTR BUTION ACCOUNT	TOTAL
Meals	0
Meals with clients	
Total for Meals	0
Office expenses	\$2,663.44
Internet Equipment	2,725.47
Notary Expense	10.00
Office supplies	2,562.16
Printing & photocopying	452.17
Shipping & postage	1,056.07
Small tools & equipment	375.40
Software & apps	5,297.71
Video Equipment	9,779.75
Total for Office expenses	\$24,922.17
Payroll expenses	0
Taxes	7,845.75
Wages	93,500.00
Total for Payroll expenses	\$101,345.75
Reconciliation Discrepancies	
Rent	0
Building & land rent	202,400.00
Total for Rent	\$202,400.00
Supplies	\$565.56
Supplies & materials	1,119.56
Total for Supplies	\$1,685.12
Taxes paid	0
Property taxes	179.79
Total for Taxes paid	\$179.79
Travel	\$128.63
Airfare	1,518.26
Hotels	497.12
Vehicle Parking	103.00
Total for Travel	\$2,247.01
Utilities	\$294.69
Electricity	565.87
Internet & TV services	1,831.10
Total for Utilities	\$2,691.66
Total for Expenses	\$1,208,791.85
Net Operating Income	-\$13,086.66
Other Income	

Profit and Loss

Thee Mine Inc

January-December, 2024

DISTR BUTION ACCOUNT	TOTAL
Other Expenses	
Reconciliation Discrepancies-1	
Vehicle expenses	0
Parking & tolls	316.36
Vehicle insurance	7,052.62
Vehicle registration	48.85
Total for Vehicle expenses	\$7,417.83
Total for Other Expenses	\$7,417.83
Net Other Income	-\$7,417.83
Net Income	-\$20,504.49

LADYBUG RESOURCE GROUP, INC.
For the Year Ended: December 31, 2024
Unaudited

	Common Shares			Series (A) Preferred Stock			Series (B Preferred Stock			Preferred (C) Shares			Paid In Capital	Total Liabilities & Equity	Total Equity
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Capital		
Balance at Dec. 31, 2023	378,404,069	36,562	19,328,538	\$ 1,933	1,000	\$ 0.10	2,400,000	\$ 731	(143,145)		224,450			120,551	
Stock Issuances	5,000,000	\$ 50	(7,476)	\$ 1	-	-	-	-	-	-	-	-	-	51	
Stock Issuances	5,000,558	\$ 50	(7,476)	\$ 1	-	-	-	-	-	-	-	-	-	51	
Debt Compensation	-	-	-	-	-	-	-	-	-	-	-	-	(299,757)	-	(299,757)
Net Profit/Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
March 31, 2024	-	-	-	-	-	-	-	-	-	-	-	-	-	392,776	392,776
Balance at March 31, 2024	388,404,627	36,662	19,313,587	\$ 1,934	1,000	\$ 0.10	2,400,000	\$ 731	(442,902)		617,226			213,652	
Debt Compensation	-	-	-	-	-	-	-	-	-	-	-	-	198,132	198,132	
Stock Issuances	5,000,000	\$ 50	(7,500)	\$ (1)	-	-	-	-	-	-	-	-	-	49	
Stock Issuances	-	-	5,000	\$ 1	-	-	-	-	-	-	-	-	-	1	
Stock Issuances	170,000,000	\$ 1,700	-	-	-	-	-	-	-	-	-	-	-	1,700	
Stock Issuances	-	-	-	-	-	-	400,000	\$ 4	-	-	-	-	-	4	
Stock Issuances	-	-	-	-	-	-	400,000	\$ 4	-	-	-	-	-	4	
Retirement Shares	(32,807,500)	\$ 3,281	-	-	-	-	-	-	-	-	-	-	-	3,281	
Court Ordered Cancellation	(238,285,000)	\$ 23,829	-	-	-	-	-	-	-	-	-	-	-	23,829	
Net Profit/Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
June 30, 2024	-	-	-	-	-	-	-	-	-	-	-	-	-	(426,720)	(499,030)
Balance at June 30, 2024	292,312,127	65,522	19,311,087	\$ 1,934	1,000	\$ 0.10	3,200,000	\$ 739	(244,770)		295,989			6,541	
Debt Compensation	-	-	-	-	-	-	-	-	-	-	-	-	(9,890)	-	(9,890)
Stock Issuances	\$ -	-	(7,500)	\$ (1)	-	-	-	-	-	-	-	-	-	(1)	
Stock Issuances	-	-	5,000	\$ 1	-	-	-	-	-	-	-	-	-	1	
Net Profit/Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Sept 30, 2024	-	-	-	-	-	-	-	-	-	-	-	-	-	(126,855)	(126,855)
Balance at Sept 30, 2024	292,312,127	65,522	19,308,587	\$ 1,934	1,000	\$ 0.10	3,200,000	\$ 739	(254,660)		169,134			(17,332)	
Debt Compensation	-	-	-	-	-	-	-	-	-	-	-	-	9,867	-	9,867
Stock Issuances	4,800,000	\$ 48	(3,596)	\$ (0)	-	-	-	-	-	-	-	-	-	48	
Stock Issuances	-	-	\$ -	-	-	-	-	-	-	-	-	-	-	-	
Stock Issuances	\$ -	-	-	-	-	-	-	-	-	-	-	-	-	-	
Net Profit/Loss	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dec 31, 2024	-	-	-	-	-	-	-	-	-	-	-	-	(\$13,087)	(13,087)	
Balance at Dec 31, 2024	297,112,127	65,570	19,304,991	\$ 1,933	1,000	\$ 0.10	3,200,000	\$ 739	(244,793)		156,047			(20,504)	

See accompanying Notes to Financial Statements

Thee Mine Inc

Statement of Cash Flows

January - December 2024

	TOTAL
OPERATING ACTIVITIES	
Net Income	-20,504.49
Adjustments to reconcile Net Income to Net Cash provided by operations:	
Employee cash advances	-300.00
Loans to others	-10,000.00
Computer Equipment	-3,540.63
Accounts Payable (A/P)	175,559.02
Loan - Kathy Joyner	10.00
Payroll Liabilities:Federal Taxes (941/943/944)	982.64
Total Adjustments to reconcile Net Income to Net Cash provided by operations:	162,711.03
Net cash provided by operating activities	\$142,206.54
INVESTING ACTIVITIES	
Land	-60,899.00
Tools, machinery, and equipment	-3,244.84
Vehicles	-27,000.00
Security deposits	-50,675.00
Net cash provided by investing activities	\$ -141,818.84
NET CASH INCREASE FOR PERIOD	\$387.70
CASH AT END OF PERIOD	\$387.70

LadyBug Resource Group, Inc.
NOTES THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

On April 4, 2024, Ladybug Resource Group, Inc. became the parent/successor issuer pursuant to Section 1081(g) of the Oklahoma Act titled "Agreement and Plan of Reorganization" ("Parent-Subsidiary Formation"), which was executed by Ladybug Resource Group, Inc. (formed on April 4, 2024) ("Ladybug A"), Ladybug Resource Group, Inc. and Ladybug NutraTech, Inc. (OK). Under the Agreement, Ladybug A merged into Ladybug NutraTech, Inc and Ladybug A ceased to exist, wherein Ladybug NutraTech, Inc became the survivor and successor under Section 1088 of the Oklahoma Act, having acquired all of Ladybug A assets, rights financial statements, obligations, and liabilities as the constituent or resulting corporation. Ladybug Resource Group, Inc. became the parent and the holding Company of Ladybug NutraTech, Inc. under the Parent-Subsidiary Formation, which was in compliance with Section 1081(g) of the Oklahoma Act.

Upon consummation of the Parent-Subsidiary Formation, each issued, and outstanding equity of the former Ladybug A was transmuted into and represented the identical equity structure of Ladybug Resource Group, Inc. (On a share-for-share basis), having the same designations, rights, powers, and preferences, and qualifications, limitations, and restrictions. Upon consummation of the Agreement, the Company was the issuer since the former Ladybug NV equity structure was transmuted pursuant to Section 1081(g) into current issued and outstanding equities of the Company. The Parent-Subsidiary Formation was exempt from the registration requirements of the Securities Act of 1933 ("Act") as there was no "offer" or "sale" as defined in Section 2(3) of the Act to invoke the requirements of Rule 145 also under the Act. Under the terms of the Agreement, the shareholders and equity holders of the former Transition had no appraisal rights or rights to a shareholder vote, and consequently, no investment decision was made by the shareholders. Further, the transaction complied with the provisions of Rule 144(D)(3)(x) titled "Holding Company Formation".

Corporate Separation: On April 4, 2024, by resolution of the Board of Directors, the subsidiary Ladybug NutraTech, Inc. was divested and no longer consolidated into the Company.

Currently, the Company generates or will generate revenue through various ways:

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP" or "GAAP").

The accompanying unaudited consolidated financial statements have been prepared on a basis consistent with GAAP for financial information. In the opinion of management, the accompanying unaudited consolidated financial statements reflect all adjustments, consisting of only normal and recurring adjustments, necessary for a fair presentation of the results of operations, financial position and cash flows for the periods presented. The results of operations for the periods are not necessarily indicative of the results expected for any future period.

Principles of Consolidation

The accompanying unaudited consolidated financial statements of the Company include the accounts of its wholly owned subsidiary. The Company's consolidated subsidiary is as follows:

Use of estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates. Significant estimates include:

- Liability for legal contingencies.
- Useful life of fixed assets.
- Deferred income taxes and related valuation allowances.

- Going concern.
- Assessment of long-lived assets for impairment.
- Assessment of goodwill for impairment
- Revenue recognition.

Cash equivalents

The Company considers all highly liquid instruments with a maturity of three months or less at the time of issuance to be cash equivalents. The Company did not have any cash equivalents as of December 31, 2024 and December 31, 2023.

Fair value of financial instruments

The Company adopted the provisions of FASB Accounting Standards Codification (“ASC”) 820 (the “Fair Value Topic”) which defines fair value, establishes a framework for measuring fair value under U.S. GAAP, and expands disclosures about fair value measurements. The carrying amount of the Company’s financial assets and liabilities, such as cash, other receivables, accounts payable and accrued liabilities, accrued compensation, stock payable, accrued interest, automobile loan, convertible notes, promissory note approximate their fair value because of the short maturity of those instruments.

Commitments and contingencies

The Company follows subtopic 450-20 of the FASB ASC to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

Revenue recognition

The Company follows guidance from FASB Accounting Standards Codification ASC Topic 606, Revenue from Contracts with Customers (“ASC 606”). The guidance sets forth a five-step revenue recognition model which replaces the prior revenue recognition guidance in its entirety and is intended to eliminate numerous industry-specific pieces of revenue recognition guidance that have historically existed in U.S. GAAP. The underlying principle of the standard is that a business or other organization will recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects what it expects to receive in exchange for the promised goods or services.

The Company determines revenue recognition through the following steps:

1. Identification of the contract, or contracts, with a customer.
2. Identification of the performance obligation(s) in the contract.
3. Determination of the transaction price.
4. Allocation of the transaction to the performance obligation(s) in the contract.
5. Recognition of revenue when, or as the Company satisfies a performance obligation.

The Company's performance obligations are established when a customer submits a purchase order notification (in writing, electronically or verbally) for goods, and the Company accepts the order. The Company identifies the performance obligation as the delivery of the requested product in appropriate quantities and to the location specified in the customer's contract and/or purchase order. The Company generally recognizes revenue when the product or service has been transferred to the customer, at which time the Company has an unconditional right to receive payment. The Company's sale prices are final, and the selling prices are not affected by contingent events that could impact the transaction price. Revenue is typically recognized at the time the product is delivered to our customer, at which time the title passes to the customer, and there are no further performance obligations. The Company has generated \$33,845 and \$34,421 of revenue during the three months ended December 31, 2024 and 2022, respectively.

Income taxes

The company accounts for income taxes pursuant to Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) No. 740, Income Taxes. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statement carrying amounts of existing assets and liabilities and loss carryforwards and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of a change in tax rules on deferred tax assets and liabilities is recognized in operations in the year of change. A valuation allowance is recorded when it is “more likely-than-not” that a deferred tax asset will not be realized.

Impairment of Long-Lived Assets

The carrying value of long-lived assets are reviewed on a regular basis for the existence of facts and circumstances that may suggest impairment. The Company recognizes impairment when the sum of the expected undiscounted future cash flows is less than the carrying amount of the asset over its estimated fair value.

Goodwill

Goodwill represents the excess of the purchase price of acquired business over the estimated fair value of the identifiable net assets acquired. Goodwill is not amortized but is tested for impairment at least once annually, at the reporting unit level or more frequently if events or changes in circumstances indicate that the asset might be impaired. The goodwill impairment test is applied by performing a qualitative assessment before calculating the fair value of the reporting unit. If, on the basis of qualitative factors, it is considered not more likely than not that the fair value of the reporting unit is less than the carrying amount, further testing of goodwill for impairment would not be required. Otherwise, goodwill impairment is tested using a two-step approach. The first step involves comparing the fair value of the reporting unit to its carrying amount. If the fair value of the reporting unit is determined to be greater than its carrying amount, there is no impairment. If the reporting unit's carrying amount is determined to be greater than the fair value, the second step must be completed to measure the amount of impairment, if any. The second step involves calculating the implied fair value of goodwill by deducting the fair value of all tangible and intangible assets, excluding goodwill, of the reporting unit from the fair value of the reporting unit as determined in step one. The implied fair value of the goodwill in this step is compared to the carrying value of goodwill. If the implied fair value of the goodwill is less than the carrying value of the goodwill, an impairment loss equivalent to the difference is recorded. As of December 31, 2024 and December 31, 2023, there were no impairment losses recognized for goodwill.

Convertible Instruments

All other newly issued but not yet effective accounting pronouncements have been deemed to be not applicable or immaterial to the Company.

NOTE 3 - CONVERTIBLE NOTES

NONE

Other Promissory Note (related party)

NONE

NOTE 4 - STOCKHOLDERS' DEFICIT

The Company's equity at March 31, 2023, consisted of 750,000,000 authorized shares of common stock and 30,001,000 authorized shares of preferred stock, both with a par value of \$0.00001 per share, of which 20,000,000 are authorized Series A, 1,000 are authorized Series (B) Preferred and 10,000,000 are authorized Series (C) Preferred.

As of December 31, 2024 and December 31, 2023, there were 297,112,127 and 378,404,069 shares of common stock issued and outstanding, respectively.

As of December 31, 2024 and December 31, 2023, there were 19,304,991 shares of Series (A) Preferred Stock issued and outstanding, 1,000 shares of Series (B) Preferred Stock issued and outstanding, and 3,200,000 shares of Series (C) Preferred Stock issued and outstanding, respectively.

There was no activity in the three months ended December 31, 2024.

NOTE 5 – RELATED PARTIES

NONE

NOTE 6 - SUBSEQUENT EVENTS

Management has evaluated subsequent events pursuant to the issuance of the financial statements and has determined that no reporting reportable subsequent events exist through the date of these financial statements.