

Management Certification

The undersigned, on behalf of Hop-on, Inc a Nevada Corporation ("the Company"), certifies that the information provided herein is accurate and complete to the best of the Company's knowledge.

1. The Company is current in its disclosure obligations pursuant to the following reporting standard:

SEC Reporting Obligations

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

Other Reporting Obligations

- ☐ The Company is a U.S. bank, bank holding company, or similar financial institution exempt from SEC registration, has a reporting obligation to a U.S. Bank Regulator and follows OTC Markets' Bank Reporting requirements.
- ☒ The Company is exempt from SEC registration and is reporting under the Alternative Reporting Standard

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

4. The Company has a Verified Company Profile on OTCMarkets.com.
5. The Company is duly organized and in good standing under the laws of the state or jurisdiction in which the Company is organized or does business.
6. The Company understands and acknowledges its obligations to report company-related actions pursuant to Exchange Act Rule 10b-17 and FINRA Rule 6490.
7. The Company understands and acknowledges its obligations to publicly disclose material information in a timely manner in accordance with applicable U.S. federal securities laws, including but not limited to Section 10(b) of the Exchange Act and Rule 10b-5 thereunder.
8. The Company's transfer agent and its address are listed below. If the Company acts as its own transfer agent, indicate that by listing the Company and its information in the fields provided.¹

Transfer Agent: Standard Registrar & Transfer Agency Inc.

Address: 1862 Tramway Terrace Loop NE, Albuquerque, NM 87122

¹ OTCQX, OTCQB, and OTCID companies are required to retain a transfer agent that participates in the Transfer Agent Verified Shares Program. OTCID companies that act as their own transfer agent may submit data directly to OTC Markets.

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

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

Clifford J. Hunt, Esquire

Law Office of Clifford J. Hunt, P.A.

Reviewed our financials and disclosure statements and wrote legal opinion that was filed on May 13, 2024

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

The table below provides information regarding all officers and directors of the Company, or any person that performs a similar function, regardless of the number of shares they own. To the best of the Company's knowledge, it includes all individuals or entities beneficially owning 5% or more of any class of the issuer's equity securities. To identify holders of 5% or more, companies may obtain a recent copy of their shareholder list that includes Non-Objecting Beneficial Owners or "NOBOs." SEC Reporting companies may also research their beneficial ownership and insider transaction filings such as on Schedules 13G or 13D or on Forms 3, 4, and 5.

As of (latest practicable date): 05/15/2025

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, 5% Control person)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
Overseas Ventures, Inc. / Peter D Michaels	President/CEO/ Chairman	Lewes, Delaware	4,300,000	Preferred Series A	86%
Yogesh Rane	N/A	Los Angeles, CA	500,000	Preferred Series A	10%
Overseas Ventures, Inc./ Peter D Michaels	President/CEO/ Chairman	Lewes, Delaware	4,000,000	Preferred Series B	100%
Z Made, Inc. / Peter D Michaels	President/CEO/ Chairman	Lewes, Delaware	10,000,000	Preferred Series C	100%
Pair Holding, LLC / Peter D Michaels	President/CEO/ Chairman	Alexandra, VA	10,000,000	Preferred Series D	100%

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

The **Series A Preferred Stock** will comprise 5,000,000 shares, ranking senior to all other preferred stock classes, and will carry the right to elect one director, voting as a separate class. Each share of Series A Preferred Stock will have 100 votes on all matters presented to stockholders, a liquidation preference of \$2.00 per share, and will be redeemable by the corporation at \$4.00 per share on or before December 31, 2008. Additionally, holders of Series A Preferred Stock can opt to convert their shares into the corporation's common stock based on the prevailing "Conversion Ratio." In no event will the Series A Preferred Stock be subject to adjustments due to consolidations or splits of the corporation's common stock. To determine the Conversion Ratio, multiply the total number of issued and outstanding common stock shares immediately before the conversion notice by 0.25, and then divide the resulting number by 5,000,000. Any fractional shares resulting from the conversion will be rounded up to the nearest whole share.

Footnote: No preferred shares have been converted.

Date filed STATE OF NEVADA: 06/20/2011

Previous filed on OTC Markets 12/31/2009

By resolution of the board of directors pursuant to a provision in the articles of incorporation this certificate establishes the following regarding the voting powers, designations, preferences, limitations, restrictions and relative rights of the following class or series of stock.

Resolution Overview:

The **Series B Preferred Stock** will consist of 4,000,000 shares, ranking senior to all other preferred stock classes except for Series A Preferred Stock, and will have the right to elect one director as a separate class. Each share of Series B Preferred Stock will have 100 votes on all matters presented to stockholders, a liquidation preference of \$2.00 per share, and will be redeemable by the corporation at \$4.00 per share on or before December 31, 2008. Additionally, holders of Series B Preferred Stock can opt to convert their shares into the corporation's common stock based on the prevailing "Conversion Ratio. "In no event will the Series B Preferred Stock be subject to adjustments due to consolidations or splits of the corporation's common stock. To determine the Conversion Ratio, multiply the total number of issued and outstanding common stock shares immediately before the conversion notice by 0.25, and then divide the resulting number by 5,000,000. Any fractional shares resulting from the conversion will be rounded up to the nearest whole share.

Footnote: No preferred shares have been converted.

Date filed STATE OF NEVADA: 06/20/2011

By resolution of the board of directors pursuant to a provision in the articles of incorporation this certificate establishes the following regarding the voting powers, designations, preferences, limitations, restrictions and relative rights of the following class or series of stock.

Resolution Overview:

The **Series C Convertible Preferred Stock**, with a par value of \$0.001 (the "Series C"), will consist of 10,000,000 shares. Series C will be senior to all other preferred stock classes of the Company, except for Series A and Series B. Each share of Series C will have 300 votes on all matters presented to shareholders and a liquidation preference of \$2.00 per share, taking precedence over all other shares except Series A and Series B. Voting as a class, Series C will have the right to elect one director of the Company. The Company will have the option, but not the obligation, to redeem each share of Series C at a price of \$4.00 per share on or before December 31, 2015. Series C will not be adjusted during any consolidation or split of the corporation's common stock. Upon receipt of a written conversion notice from the holder, each share of Series C will convert into the corporation's common stock using the Conversion Formula, as defined below. The Conversion Formula will be calculated by multiplying the issued and outstanding shares of common stock immediately prior to the conversion notice by 0.25 and then dividing that number by 5,000,000. For instance, if the corporation has 100,000,000 shares of common stock issued and outstanding, and all 5,000,000 shares of Series C provide a conversion notice, each share of Series C would convert into 5 shares of common stock. Any fractional shares of common stock resulting from the use of the Conversion Formula will be rounded up to the nearest whole share.

Footnote: No preferred shares have been converted.

Date filed STATE OF NEVADA: 04/30/2014 Updated

By resolution of the board of directors pursuant to a provision in the articles of incorporation this certificate establishes the following regarding the voting powers, designations, preferences, limitations, restrictions and relative rights of the following class or series of stock.

Resolution Overview:

The **Series D Preferred Stock** will consist of 10,000,000 shares. Each share of Series D Preferred Stock will have 500 votes on all matters presented to stockholders and a liquidation preference of \$2.00 per share. Each share will be redeemable by the Corporation at a price of \$4.00 per share one year after the issuance date of each share of Series D Preferred Stock. The conversion ratio for each share of Series D Preferred Stock to 100 shares of common stock will be equivalent to a 65% discount on the closing ask price of the stock at the time of conversion. The conversion ratio will not be greater unless the Corporation is in default with any of its reporting requirements or state filings. In the event of default, the conversion ratio will be \$0.0025 per share. Under no circumstances will the Series D Preferred Stock be subject to adjustment due to a consolidation or split of the Corporation's common stock.

Footnote: No preferred shares have been converted.

11. The Company has Convertible Debt as detailed below:

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

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

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ²	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
03/01/03	250,000	1,435,079	On Demand	None	0	0	Overseas Ventures, Inc. / Peter D Michaels, President	Loan
05/01/04	129,500	677,339	On Demand	None	0	0	Overseas Ventures, Inc. / Peter D Michaels, President	Loan
01/01/14	36,000	87,116	On Demand	None	0	0	Neal Newgard	Services
4/1/2022 – 6/30/2022	250,000	307,182	On Demand	TBD	0	0	Miscellaneous	Bridge Financing
10/3/2022	525,000	628,163	On Demand	TBD	0	0	Overseas Ventures, Inc. / Peter D Michaels, President	Loan
Total Outstanding Balance:		\$3,134,879	Total Shares:		0	0		

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

Currently, there are five outstanding promissory notes with terms that are deemed to be usury with exorbitant interest rates. Those notes do not exceed over \$350,000. The Company has made payments on some of those notes and will settle those notes in good faith. Currently, there is no litigation on those transactions.

² The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

Signature:

Name of Principal Executive Officer or Principal Financial Officer: Peter D Michaels, Sr.
Title: President/CEO/Chairman of Hop-on, Inc.

Date: May 14, 2025

A handwritten signature in black ink, appearing to be 'PDM', written in a cursive style.

Signature:

(Digital Signatures should appear as "/s/ [Peter D Michaels, Sr.]