Eco-Growth Strategies, Inc.

99-1220 Iwaena St
Aiea, HI 96701

775-443-4740
www.hawaiianisleswater.com
djwllc@hotmail.com

Quarterly Report

For the period ending 3/31/2025 (the "Reporting Period")

Outstanding Shares
The number of shares outstanding of our Common Stock was:

44,769,144 as of 3/31/2025 *(Current Reporting Period Date or More Recent Date)*

42,269,144 as of 9/30/2024 *(Most Recent Completed Fiscal Year End)*

Shell Status
Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Change in Control
Indicate by check mark whether a Change in Control[4] of the company has occurred during this reporting period:
Yes: ☐ No: ☒ **Name and address(es) of the issuer and its predecessors (if any)**

[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.

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.

- Eco-Growth Strategies, Inc. – January 31, 2020
- Falcon Technologies, Inc. – June 1, 2007
- Novamex USA Ltd. – February 12, 1991

Current State and Date of Incorporation or Registration: February 12, 1991 – Oregon -
Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

The issuer was incorporated in the State of Oregon on or about February 12, 1991 as Novamex USA Ltd. Pursuant to a plan of merger, the issuer changed its name on or about June 1, 2007 to Falcon Technologies, Inc. On January 31, 2020, FINRA approved the name change of the issuer to Eco-Growth Strategies, Inc.

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:

The Company acquired the assets of Hawaiian Isles Water on June 27, 2023

Address of the issuer's principal executive office:

99-1220 Iwaena St., Aiea, HI 96701

Address of the issuer's principal place of business:
X *Check if principal executive office and principal place of business are the same address:*

N/A

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: VStock Transfer LLC
Phone: 212-828-8436
Email: shaindy@vstocktransfer.com
Address: 18 Lafayette Pl.
Woodmere, NY 11598

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:	ECGS
Exact title and class of securities outstanding:	Common
CUSIP:	27890J104
Par or stated value:	No Par
Total shares authorized:	100,000,000 as of 3/31/2025
Total shares outstanding:	44,769,144 as of date: 3/31/2025
Total number of shareholders of record:	221 as of date: 3/31/2025

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

____

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Series A Preferred	
Par or stated value:	$.10	
Total shares authorized:	1,000,000	as of date: 3/31/2025
Total shares outstanding:	10,000	as of date: 3/31/2025
Total number of shareholders of record:	1	as of date: 3/31/2025

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.**

The issuer's common stock has no par and 100,000,000 shares authorized. No dividends have been declared and there are no additional classes with voting or preemption rights.

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

The issuer's preferred stock has $0.001 par value, and we have authorized 1,000,000 shares at $0.10 stated value per share. As of the balance sheet date, 10,000 shares of Series A Convertible Preferred Stock (the "Series A") were outstanding. Each share of the Series A has voting rights as to 60 shares of our common stock. The Series A has the right, after the two years anniversary from the initial issuance date, to convert into our common stock at a conversion ratio equal to 52% of the outstanding shares of common stock at the time of conversion. Upon liquidation of the Company, holders of the Series A shall receive $.10 per share. The Series A Preferred has been amended from 1,000,000 preferred shares outstanding to 10,000 preferred shares outstanding. All other rights and provisions remain in effect as to the modified issuance, including shares voting (now each preferred share can vote as if 60,000 common) and convertible into 52% of the outstanding common shares at conversion.

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****.*

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: X (If yes, you must complete the table below)

Shares Outstanding Opening Balance: Date: 10/1/2019 Common: 19,531,847 Preferred: 1,000,000			*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.**
1/15/20	New Issuance	500,000	Common	$0.10	Yes	Ronald Minor	Cash	Restricted	144
1/21/20	New Issuance	18,750	Common	$0.16	No	Richard Brown	Services	Restricted	144
1/29/20	New Issuance	2,000,000	Common	$0.10	Yes	Mared Investments, LLC (1)	Cash	Restricted	144
2/20/20	New Issuance	5,625,000	Common	$0.24	No	Alan lien	Services	Restricted	144
10/9/20	New Issuance	1,120,000	Common	$0.28	No	Richard Brown	Services	Restricted	144
11/16/20	New Issuance	300,000	Common	$0.32	No	Leonite Capital, LLC (2)	Funding	Restricted	144
1/21/21	New Issuance	4,100,000	Common	$0.72	No	Various Company Employees	Services	Restricted	144
1/21/21	New Issuance	1,450,000	Common	$0.72	No	Various Company Consultants	Services	Restricted	144
1/25/21	New Issuance	12,740,018	Common	$0.68	No	Various Hara Flow, Inc. Shareholders (3)	Hara Flow, Inc. Acquisition	Restricted	144
4/23/22	New Issuance	1,433,333	Common	$0.23	No	AJB Capital Investments, LLC (4)	Debt Consideration	Restricted	144

6/25/22	New Issuance	686,111	Common	$0.23	No	Leonite Capital, LLC (2)	Debt Consideration	Restricted	144
10/3/22	Return to Treasury	(16,322,998)	Common	$0.003	No	Various HaraFlow Inc. Shareholder	Ceased Operations	Restricted	144
11/1/22	New Issuance	1,000,000	Common	$0.15	No	Joy Hughes, CFO	Services	Restricted	144
11/1/22	New Issuance	50,000	Common	$0.15	No	Faustino Ramirez, Consultant	Services	Restricted	144
12/22/22	New Issuance	1,000,000	Common	$0.11	No	Joy Hughes, CFO	Services	Restricted	144
4/5/23	New Issuance	1,000,000	Common	$0.0378	No	Leonite Capital, LLC (2)	Debt Consideration	Unrestricted	144
5/25/23	New Issuance	1,807,980	Common	$0.009	No	Leonite Capital, LLC (2)	Debt Consideration	Unrestricted	144
6/6/23	New Issuance	2,871,603	Common	$0.009	No	Leonite Capital, LLC (2)	Debt Consideration	Unrestricted	144
11/1/23	New Issuance	200,000	Common	$0.10	No	Leonite Capital, LLC	Debt Consideration	Unrestricted	144
1/1/24	New Issuance	157,500	Common	$0.10	No	Leonite Capital, LLC	Debt Consideration	Unrestricted	144
5/14/2024	New Issuance	500,000	Common	$0.10	No	Leonite Capital, LLC	Debt Consideration	Unrestricted	144
8/15/2024	New Issuance	500,000	Common	$0.10	No	Leonite Capital, LLC	Debt Consideration	Unrestricted	144
2/19/2025	New Issuance	1,500,000	Common	$0.22	No	OTB, LLC	Services	Restricted	
3/11/2025	New Issuance	1,000,000	Common	$0.1	No	Leonite Capital, LLC	Debt Consideration	Unrestricted	144
Shares Outstanding on Date of This Report: Ending Balance: Date: 3/31/20245 Common: 44,769,144 Preferred: 10,000									

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.

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

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

(1) Mared Investment, LLC is beneficially controlled by Edward Rashid.

(2) Leonite Capital, LLC is beneficially controlled by Avi Geller.

(3) On October 14, 2020, the Company entered into a merger agreement with Hara Flow, Inc., and Hara Flow Acquisition Corp. (collectively, "Hara Flow") whereby, upon the closing of the agreement, Hara Flow, Inc. would merge with and into Hara Flow Acquisition Corp., which would be the surviving entity. The merger closed on January 25, 2021, at which time the Company issued 12,740,018 shares of the Company's common shares to the shareholders of Hara Flow. The consideration was valued at $8,663,212 based on the market value of the common shares of the Company on the date of the acquisition, or $0.68. Eight of the Hara Flow shareholders holding 54,520 common shares chose not to be included in the acquisition and instead had their common shares bought back by Hara Flow, at a fair value of $37,074, based on the market value of the common shares of the Company. As of the date of this filing, the Company has not yet paid the money to the shareholders and therefore, while the shares have been retired, the amount owed for the repurchased shares are recognized as due to Hara Flow shareholders on the accompanying balance sheet.

(4) AJB Capital Investments LLC is beneficially controlled by Ari Blaine.

(5) On October 3, 2022, the Company ceased operations for Hara Flow, Inc. due to a significant drop in sales related to a change in state law for the sale and packaging of CBD (Hemp) products. The Company entered into a Release and Settlement Agreement with four employees related to the Hara Flow, Inc. subsidiary, and the employees returned 16,322,998 shares of the Company's common stock which was recognized in treasury shares for the $50,000 fair value, or $0.003 per share, of the intangible assets returned to one of the former employees.

Preferred Stock

We are authorized to issue 1,000,000 shares of Preferred Stock at $0.10 par value per share. As of March 31, 2025, 10,000 shares of Series A Convertible Preferred Stock (the "Series A") were outstanding. Each share of the Series A has voting rights as to 60 shares of our common stock. The Series A has the right, after the two years anniversary from the initial issuance date, to convert into our common stock at a conversion ratio equal to 52% of the outstanding shares of common stock at the time of conversion. Upon liquidation of the Company, holders of the Series A shall receive $.10 per share.

Common Stock We are authorized to issue 100,000,000 shares of common stock, no par value per share. As of September 30, 2024, and September 30, 2023, our latest fiscal year end, we had 49,505,059 shares and 47,385,615 shares outstanding, respectively.

B. Convertible Debt

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

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

Date of Note Issuance	Principal Amount at Issuance ($)	Outstanding Balance ($) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion[5]	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
12/23/15	1,919,499	1,270,110	06/30/21	(1)			William Delgado	Loan and Personal Guarantee
10/26/20	1,666,667	1,627,091	(2)	(2)			Leonite Capital, LLC	Loan
9/30/21	100,000	100,000	3/30/22	(3)			Umesh Singh	Loan
2/9/22	100,000	100,000	8/9/22	(4)			Umesh Singh	Loan
3/1/22	275,000	275,000	2/28/23	(5)			Gary Shover	Loan
4/23/22	550,000	550,000	11/23/22	(6)			AJB Capital Investments, LLC	Loan

Total Outstanding Balance: **Total Shares:**

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

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

Notes:
(1) Note carries a current conversion at the option of the holder into 14,391,310 shares of common stock of the Company.
(2) Leonite Capital, LLC is beneficially controlled by Avi Geller. On October 26, 2020, the Company entered into a convertible promissory note with Leonite Capital LLC in the amount of $1,666,667 (the “Leonite Note”), with an OID in the amount of $166,666, for a purchase price of $1,500,000. Interest rate on the note is at Prime Rate plus 8%. The net proceeds of $1,500,000 will be paid in one or more tranches. The first tranche of $833,334 less OID of $83,334 and legal fees of $15,000, net $735,000, was received on November 3, 2020. On February 9, 2021, the second tranche of $833,334, less an OID of $83,334, was received. The maturity date of each tranche shall be nine months from the date the tranche is advanced. The holder has the right to convert the Leonite Note and interest at any time at a fixed conversion price of $0.25 per share. In connection with the Leonite Note, on October 29, 2020, the Company issued a common stock warrant to purchase 250,000 shares of common stock at an exercise price is $0.30 per share and an exercise period of ten years, with a fair value of $90,725 recognized as a debt discount which will be amortized over the life of the note. The Company also issued 300,000 shares of common stock to the lender, with a fair value of $96,000. The debt discounts were fully amortized as of the year ended September 30, 2021.

(3) On September 30, 2021, the Company entered into a convertible promissory note in the amount of $100,000. The note is due March 30, 2022, and bears interest at 12%. The holder has the right to convert the note and interest at any time at a fixed conversion price of $.30 per share. The Company analyzed the conversion feature under ASC 470-20, “Debt with conversion and other options”, and based on the market price of the common stock of the Company on the date of funding as compared to the conversion price, determined there was a $13,500 beneficial conversion feature to recognize, which will be amortized over the term of the note using the effective interest method. In connection with the note, the Company issued a common stock warrant to purchase 25,000 shares of common stock at an exercise price is $0.75 per share and an exercise period of three years, with a fair value of $8,500 recognized as a debt discount. The Company is to also issue 30,000 shares of common stock to the lender, with a fair value of $20,500 recognized in shares payable until issued.

(4) On February 9, 2022, the Company entered into a convertible promissory note in the amount of $100,000. The note is due August 9, 2022, and bears interest at 12%, which would increase to 24% upon an event of default. The holder has the right to convert the note and interest at any time at a fixed conversion price of $.30 per share. The Company analyzed the conversion feature under ASC 470-20, “Debt with conversion and other options”, and based on the market price of the common stock of the Company on the date of funding as compared to the conversion price, determined there was a $40,000 beneficial conversion feature to recognize, which will be amortized over the term of the note using the effective interest method. In connection with the note, the Company issued a common stock warrant to purchase 25,000 shares of common stock at an exercise price is $0.75 per share and an exercise period of three years, with a fair value of $11,000 recognized as a debt discount. The Company is to also issue 65,000 shares of common stock to the lender, with a fair value of $28.000 based on the market price of $0.424 on grant date, recognized in shares payable until issued.

(5) On March 1, 2022, the Company entered into a convertible promissory note in the amount of $275,000, with an OID in the amount of $25,000, for a purchase price of $250,000. The note is due February 28, 2022 and bears interest at 15%, which would increase to 24% upon an event of default. The holder will be required upon an Uplist closing to convert the note and accrued interest at a 30% discount from the Uplist financing transaction. The conversion feature, which will only occur upon the event of the Uplist, is a contingent conversion, and will upon the triggering event meet the definition of a derivative and require bifurcation and will be accounted for as a derivative liability. In connection with

the note, the Company issued a common stock warrant to purchase 55,000 shares of common stock at an exercise price is $5.00 per share, subject to adjustment at the Uplist, and an exercise period of three years, with a fair value of $13,750 recognized as a debt discount which will be amortized along with the OID over the life of the note.

(6) AJB Capital Investments LLC is beneficially controlled by Ari Blaine. On May 23, 2022, the Company entered into a convertible promissory note with AJB Capital Investments LLC in the amount of $550,000, with an OID in the amount of $55,000, for a purchase price of $495,000. The note is due November 23, 2022, which can be extended for an additional six months by a written notice to the holder, and bears interest at 12%. If the note is not paid by the maturity date the outstanding principal shall increase by $15,000. After 180 days from issuance, following an event of default, the holder shall have the right to convert the note into shares of common stock at a conversion price which shall equal the lowest trading price during the previous 20 trading days before the note issuance or the conversion date. Included with the note, the Company issued 1,000,000 warrants to the holders, with an exercise price of $1.00 and an exercise period of five years, for a fair value of $230,000 recognized as a debt discount. The Company additionally issued 1,433,333 shares of common stock to the lender, with a fair value of $330,000 based on the market price of $0.23 on grant date. The total debt discount upon issuance was capped at the principal amount of the debt of $550,000, with the excess of $65,000 recognized as finance costs.

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")

The Issuer was incorporated in the State of Oregon on or about February 12, 1991 as Novamex USA Ltd. Pursuant to a plan of merger, the Issuer changed its name on or about June 1, 2007 to Falcon Technologies, Inc., which had provided engineering, building, installation, maintenance and upgrade of communications, energy and utility infrastructure, such as wireless, wire line/fiber, install-to-the-home and customer fulfillment activities. On January 31, 2020, FINRA approved the company's name change to Eco-Growth Strategies, Inc. with its entry into the CBD business. The company discontinued the CBD business in 2022. The Company has entered the bottled water/beverage industry with it's acquisition of Hawaiian Isles Water.

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

Hawaiian Springs Water Acquisition Inc.

C. Describe the issuers' principal products or services.

The Company provides bottled water products to a variety of retailers throughout the Hawaiian Islands.

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 leases a 55,000 square foot bottled water facility in Aiea, HI. The property is leased from Frito-Lay Corp and Kamehameha Schools REIT.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.
If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

Individual Name (First, Last) or **Entity Name** (Include names of control person(s) if a corporate entity)	**Position/Company Affiliation** (ex: CEO, 5% Control person)	**City and State** (Include Country if outside U.S.)	**Number of Shares Owned** (List common, preferred, warrants and options separately)	**Class of Shares Owned**	**Percentage of Class of Shares Owned** (undiluted)
William Delgado	Chief Executive Officer, President and Chief Financial Officer	Fair Oaks, CA	5,086,101	Common	12.43%
William Delgado	Chief Executive Officer, President and Chief Financial Officer	Fair Oaks, CA	10,000	Preferred Stock	100.00%

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

No

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

No

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

No

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

No

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

No

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

No

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.
Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.
Securities Counsel

Name:	The Crone Law Group
Address 1:	420 Lexington Ave Suite 2446
Address 2:	New York, NY 10170
Phone:	646-861-7891
Email:	mcrone@cronelawgroup.com

Accountant or Auditor

Name: Nei Reithinger
Firm: Eventus AG
Address 1: 14201 N. Hayden Rd. Suite A-1
Address 2: Scottsdale, AZ 85260
Phone: 480-659-6404
Email: nreithinger@eventusag.com

Investor Relations

Name: N/A
Firm:
Address 1:
Address 2:
Phone:
Email:

All other means of Investor Communication:

X (Twitter): N/A
Discord: N/A
LinkedIn N/A
Facebook: N/A
[Other] www.hawaiianisleswater.com

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: N/A
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: William Delgado
Title: CEO/CFO
Relationship to Issuer: Self

B. The following financial statements were prepared in accordance with:

☐ IFRS
X U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: William Delgado
Title: CEO
Relationship to Issuer: CEO
Describe the qualifications of the person or persons who prepared the financial statements:[6]

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.

ECO-GROWTH STRATEGIES, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE Quarter ENDED MARCH 31, 2025 (Unaudited)

ECO-GROWTH STRATEGIES INC.
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

TABLE OF CONTENTS

ECO-GROWTH STRATEGIES INC CONSOLIDATED BALANCE SHEETS (Unaudited)		
Description	3/31/25	12/31/24
ASSETS		
Current Assets:		
Cash	9,943	3,321
Intercompany		
Inventory Asset	5,740,000	5,740,000
Accounts Receivable	-	-
Total Current Assets	5,749,943	5,743,321
Other Assets:	-	-
Due from related parties	112,499	112,499
Fixed assets net of accumulated depreciation	15,297	15,297
Tenant Improvements	539,996	539,996
Goodwill	(5,488,500)	(5,488,500)
Loan Due from Hawaiian Springs	300,000	300,000
Total Assets	1,229,235	1,222,613
LIABILITIES AND STOCKHOLDERS DEFICIT		
Current Liabilities:		
Accounts payable and accrued expenses	2,515,108	2,515,108
Due to officer	2,207,713	2,015,379
Due to related party	73,870	73,870
Convertible notes payable	3,829,236	3,929,236
Total Current Liabilities	8,625,927	8,533,593
Total Liabilities	8,625,927	8,533,593
Stockholders Deficit:		
Preferred stock $0.001 par value 1000000 shares authorized 10000 shares issued and outstanding at March 31, 2025	100,000	100,000
Common stock no par value 100000000 shares authorized 44,769,144 shares issued and outstanding at March 31, 2025	23,213,275	22,776,487
Shares payable	48,500	48,500
Additional paid-in capital	407,475	407,475
Treasury Stock	(50,000)	(50,000)
Accumulated deficit	(31,115,942	(30,593,442)
Total stockholders deficit	(7,396,692)	(7,310,980)
Total liabilities and stockholders deficit	1,229,235	1,222,613

ECO-GROWTH STRATEGIES INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

Description	For the Three Months Ended 3/31/25	For the Three Month Ended 12/31/24
Revenue	-	-
Cost of revenue	-	-
Gross profit	-	-
Operating Expenses:		
Selling general and administrative expenses	455,000	150,000
Operating loss before other (income)expense	455,000	(150,000)
Other Expense:		
Amortization of debt discount	-	-
Amortization of Leasehold improvements	67,500	67,500
Interest expense		
Finance costs		
Gain on settlement of debt		
Loss on Impairment-HaraFlow	-	-
Total other expense	522,500	217,500
Loss from operations before provision for income taxes	(522,500)	(217,500)
Provision for income taxes	-	-
Net loss	(522,500)	(217,500)
Loss per common share - basic and diluted	0.011	-0.005
Weighted average common shares:		
Basic and diluted	44,769,144	42,269,144

The accompanying footnotes are an integral part of these unaudited consolidated financial statements.

Weighted average common shares:
Basic and diluted

Description, Value
Loss per common share - basic and diluted, .011
Weighted average common shares:
Basic and diluted 44,769,144

ECO-GROWTH STRATEGIES INC.
CONDENSED CONSOLIDATED STATEMENTS OF STCOCKHOLDERS' DEFICIT
(Unaudited)

Description	Preferred stock Shares	Preferred stock Amount	Common shares Shares	Common shares Amount	Treasury Shares	Additional paid in Capital	Accumulated deficit	Total stockholders' deficit
Balance December 31, 2024	1,000,000	100,000	42,269,144	22,783,275	(50,000)	-	30,593,442	7,310,980
Shares Issued to Leonite Capital, LLC			1,000,000	100,000				
Shares Issued to OTB, LLC			1,500,000	330,000				
Net loss	-	-	-	-	-	-	522,500	-
Balance March 31, 2025	1,000,000	100,000	44,769,144	23,213,275	(50,000)	-	31,115,942	7,396,692

Page F-5 (Cash Flows):
ECO-GROWTH STRATEGIES INC.
CONSOLIDATED STATEMENTS CASH FLOWS
(Unaudited)

Description	For the Three Month Ended 12/31/24	For the Three Months Ended 3/31/25
Operating Activities:		
Net loss	(217,500)	(522,500)
Adjustments to reconcile net loss to net cash:		
Stock-based compensation expense		330,000
Common stock issued to consultants		
Change in fair value of derivative liability		
Amortization of debt discount		
Amortization of beneficial conversion feature		
Depreciation/Amortization	67,500	67,500
Finance costs		
Loss on Impairment of Goodwill		
Changes in operating assets and liabilities:		
Note From Hawaiian Springs	300,000	300,000
Accounts receivable		
Accounts payable and accrued expenses	2,515,108	2,515,108
Accrued officer compensation		
Net cash used in operating activities		
Investing Activities:		
Purchase of fixed assets		
Due from related party		150,000
Net cash provided by investing activities		
Financing Activities:		
Payments on notes payable		
Proceeds from sale of shares of common stock		
Repayments of convertible notes		
Proceeds from convertible notes	-	
Due to officer	150,000	
Due to related party		
Net cash provided by financing activities	2,465	6,622
Net increase/decrease in cash and cash equivalents	2,465	6,622
Cash and cash equivalents at beginning of period	856	3,321
Cash and cash equivalents at end of period	3,321	9,943

NOTE 1 – DESCRIPTION OF BUSINESS

Falcon Technologies, Inc. changed its name to Eco-Growth Strategies, Inc. on May 15, 2019. Eco-Growth Strategies, Inc. (the "Company") intends to be a nutraceutical company developing a range of CBD-based products. The Company's mission is to employ best-practice science to source, manufacture, and package all of its CBD products from within the United States. The Company's subsidiary, XtractionOne Plus, Inc. ("XtractionOne"), is anticipated to be a dominant business in the extraction of CBD. XtractionOne was incorporated as a wholly owned subsidiary of the Company on November 30, 2020. Eco-Growth Supplies, Inc. was incorporated as a wholly owned subsidiary of Eco-Growth Strategies, Inc.

in November 2020. On January 25, 2021, the Company acquired Hara Flow, Inc. (Note 3). Hara Flow Inc. markets, distributes, sells, and offers for sale, CBD products including, but not limited to, CBD tinctures, vapes, nootropics and related services. The Company has not submitted proforma financial information for Hara Flow Inc. Hara Flow Inc. was incorporated on January 17, 2018, in the State of California. The Company has ceased CBD operations and have returned the assets of the acquired companies in exchange for a majority of the stock issued for the acquisitions. The Company subsequently entered the bottled water business and has acquired the assets of Hawaiian Isles Water on or about June 27, 2023.

Going Concern

The accompanying financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company has sustained losses and experienced negative cash flows from operations since inception, and for the year ended on September 30, 2024, has incurred a net loss of approximately $1,468,188 and used net cash of approximately $84,466 to fund operating activities. As of September 30, 2024, the Company had cash on hand of $856 and an accumulated deficit of approximately $31,357,754 and a working capital deficit of approximately $7,905,604. These factors raise substantial doubt about their ability to continue as a going concern for one year from the date these financial statements are issued.

Management plans to raise equity capital and/or additional debt financing to fund the Company's long-term operating requirements. The Company's ability to continue as a going concern is dependent on its ability to raise the required additional capital or debt financing to meet short and long-term operating requirements. The Company may also encounter business endeavors that require significant cash commitments or unanticipated problems or expenses that could result in a requirement for additional cash. Additional financing may not be available upon acceptable terms, or at all. If adequate funds are not available or are not available on acceptable terms, the Company may not be able to take advantage of prospective business endeavors or opportunities, which could significantly and materially restrict their operations. The Company continues to pursue external financing alternatives to improve its working capital position. If the Company is unable to obtain the necessary capital, the Company may have to cease operations.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Company and our wholly owned subsidiary Hawaiian Springs Water Acquisition Corp. All intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, equity-based transactions, and disclosure of contingent liabilities at the date of the financial statements and revenues and expenses during the reporting period. Actual results could differ from those estimates.

Income Taxes

Income taxes are accounted for based upon an asset and liability approach. Accordingly, deferred tax assets and liabilities arise from the difference between the tax basis of an asset or liability and its reported amount in financial statements. Deferred tax amounts are determined using the tax rates expected to be in effect when the taxes will be paid or refunds received, as provided under currently enacted tax law. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. Income tax expense or benefit is the tax payable or refundable, respectively, for the period plus or minus the change in deferred tax assets and liabilities during the period.

Accounting guidance requires the recognition of a financial statement benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting the more-likely-than-not threshold, the amount recognized in the financial statements is the largest benefit that has a greater than fifty percent likelihood of being realized upon ultimate settlement with the relevant tax authority. The Company believes its income tax filing positions and deductions will be sustained upon examination and accordingly, no reserves, or related accruals for interest and penalties have been recorded for September 30, 2024 and 2023. The Company recognizes interest and penalties on unrecognized tax benefits as well as interest received from favorable tax settlements within income tax expense.

Cash and Cash Equivalents

We consider all highly liquid investments with original maturities of three months or less to be cash equivalents. We maintain our cash in high-quality financial institutions. The balances, at times, may exceed federally insured limits. As of September 30, 2024, and 2023, the Company had no cash equivalents

Fair Value of Financial Instruments

The carrying value of cash, accounts payable, and accrued expenses approximate their fair values based on the short-term maturity of these instruments. The Company utilizes market data or assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market-corroborated, or generally unobservable. ASC 820 establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurement). This fair value measurement framework applies at both initial and subsequent measurements.

The three levels of the fair value hierarchy defined by ASC 820 are as follows:

• Level 1 – Quoted prices in active markets for identical assets or liabilities.

• Level 2 – Quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, or other inputs that are observable, either directly or indirectly

• Level 3 – Significant unobservable inputs that cannot be corroborated by market data. The Company had no Level 1, 2, or 3 assets and liabilities as of September 30, 2024, and 2023.

Earnings (Loss) Per Share

("EPS") Basic EPS is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding. Diluted EPS includes the effect from potential issuances of common stock, such as stock issuable pursuant to the exercise of stock options and warrants and the assumed conversion of convertible notes. The following table summarizes the securities that were excluded from the diluted per share calculation because the effect of including these potential shares was antidilutive:

Stock-based Compensation

In accordance with ASC 718, "Compensation – Stock Compensation," the Company measures the cost of employee services received in exchange for share-based compensation measured at the grant date fair value of the award. The Company's accounting policy for equity instruments issued to advisors, consultants, and vendors in exchange for goods and services follows the provisions of FASB ASC 505-50. The measurement date for the fair value of the equity instruments issued is determined at the earlier of (i) the date at which a commitment for performance by the advisor, consultant or vendor is reached or (ii) the date at which the advisor, consultant or vendor's performance is complete. In the case of equity instruments issued to advisors and consultants, the fair value of the equity instrument is recognized over the term of the advisor or consulting agreement. Stock-based compensation related to non-employees is accounted for based on the fair value of the related stock or options or the fair value of the services, whichever is more readily determinable.

Recent Accounting Pronouncements

In August 2020, the FASB issued ASU 2020-06, Debt - Debt with Conversion and Other Options (Subtopic 470- 20) and Derivatives and Hedging - Contracts in Entity's Own Equity (Subtopic 815-40): Accounting for Convertible Instruments and Contracts in an Entity's Own Equity ("ASU 2020-06"), which simplifies the accounting for certain financial instruments with characteristics of liabilities and equity. This ASU (1) simplifies the accounting for convertible debt instruments and convertible preferred stock by removing the existing guidance in ASC 470- 20, Debt: Debt with Conversion and Other Options, that requires entities to account for beneficial conversion features and cash conversion features in equity, separately from the host convertible debt or preferred stock; (2) revises the scope exception from derivative accounting in ASC 815-40 for freestanding financial instruments and embedded features that are both indexed to the issuer's own stock and classified in stockholders' equity, by removing certain criteria required for equity classification; and (3) revises the guidance in ASC 260, Earnings Per Share, to require entities to calculate diluted earnings per share (EPS) for convertible instruments by using the if-converted method. In addition, entities must presume share settlement for purposes of calculating diluted EPS when an instrument may be settled in cash or shares. For SEC filers, excluding smaller reporting companies, ASU 2020-06 is effective for fiscal years beginning after December 15, 2021 including interim periods within those fiscal years. Early adoption is permitted, but no earlier than fiscal years beginning after December 15, 2020. For all other entities, ASU 2020-06 is effective for fiscal years beginning after December 15, 2024, including interim periods within those fiscal years. Entities should adopt the guidance as of the beginning of the fiscal year of adoption and cannot adopt the guidance in an interim reporting period. The Company is currently evaluating the impact that ASU 2020-06 may have on its consolidated financial statements and related disclosures.

As of September 30, 2023, there were several new accounting pronouncements issued by the Financial Accounting Standards Board. Each of these pronouncements, as applicable, has been or will be adopted by the Company. Management does not believe the adoption of any of these accounting pronouncements has had or will have a material impact on the Company's consolidated financial statements.

NOTE 3 – ACCOUNTS PAYABLE AND ACCRUED EXPENSES

NOTE 4 – DUE TO RELATED PARTY

As of September 30, 2024, and 2023, the Company has payables to Global Digital Solutions Inc., an entity controlled by our Chief Executive Officer, totaling $73,870 and $73,870, respectively.

NOTE 5 - DUE TO OFFICER

In May 2007, Falcon Technologies, Inc. ("Falcon"), issued a convertible promissory note, as amended, in the amount of $420,000 to Forte Capital Partners LLC (the "Forte Note"). Falcon defaulted on the Forte Note and, in December 2015, Forte Capital Partners LLC received a judgement in the amount of $1,919,499 against the Company and Mr. Delgado as the personal guarantor of the Forte Note. On December 23, 2020, Mr. Delgado, the personal guarantor of the Forte Note, signed a second amendment to the Forte Note where Mr. Delgado assumed the liability under the Forte Note and that released the Company from the liability. The Company has been issued a liability release from Forte Capital Partners LLC. The Company has not been released from its obligation to Mr. Delgado. In consideration for the assumption of this liability, the board of directors of the Company passed a resolution that the Company issue 2,500,000 shares of common stock and 500,000 of common stock to Mr. Delgado. During the quarter ended December 31, 2020, the Company advanced $489,328 to Global Digital Solutions Inc., a related company controlled by Mr. Delgado. During the year ended September 30, 2020, the Company transferred this advance to Mr. Delgado in exchange for a reduction of the amount due to him resulting from the Forte Note settlement. The Company passed a resolution in December 2020 stating that Global Digital Solutions, Inc. has acknowledged that the Company made certain note payoffs for the benefit of Global Digital Solutions, Inc. The resolution also stated that the note payoffs should be deducted from the liability to our Chief Executive Officer and the payoffs shall not create a liability between Global Digital Solutions, Inc. and the Company. For year end ending September 30, 2024, and September 30, 2023, the balance due to the officer is 1,862,913 and 1,406,077 respectively.

NOTE 6 – CONVERTIBLE NOTES

On May 23, 2022, the Company entered into a convertible promissory note in the amount of $550,000, with an OID in the amount of $55,000, for a purchase price of $495,000. The note is due November 23, 2022, which can be extended for an additional six months by a written notice to the holder, and bears interest at 12%. If the note is not paid by the maturity date the outstanding principal shall increase by $15,000. After 180 days from issuance, following an event of default, the holder shall have the right to convert the note into shares of common stock at a conversion price which shall equal the lowest trading price during the previous 20 trading days before the notes issuance or the conversion date. Included with the note, the Company also issued 1,000,000 warrants to the holders, with an exercise price of $1.00 and an exercise period of five years, for a fair value of $230,000 recognized as a debt discount. The Company additionally issued 1,433,333 shares of common stock to the lender, with a fair value of $330.000 based on the market price of $0.23 on grant date. The total debt discount upon issuance was capped at the principal amount of the debt of $550,000, with the excess of $65,000 recognized as finance costs. For the year ended September 30, 2022 the amortization of the debt discount was $368,000. On March 1, 2022, the Company entered into a convertible promissory note in the amount of $275,000, with an OID in the amount of $25,000, for a purchase price of $250,000. The note is due February 28, 2022 and bears interest at 15%, which would increase to 24% upon an event of default. The holder will be required upon an Up list closing to convert the note and accrued interest at a 30% discount from the Uplist financing transaction. The conversion feature, which will only occur upon the event of the Uplist, is a contingent conversion, and will upon the triggering event meet the definition of a derivative and require bifurcation and will be accounted for as a derivative liability. In connection with the note, the Company issued a common stock warrant to purchase 55,000 shares of common stock at an exercise price is $5.00 per share, subject to adjustment at the Uplist, and an exercise period of three years, with a fair value of $13,750 recognized as a debt discount which will be amortized along with the OID over the life of the note. For the year ended September 30, 2022 the amortization of the debt discount was $22,611.

On February 9, 2022, the Company entered into a convertible promissory note in the amount of $100,000. The note is due August 9, 2022 and bears interest at 12%, which would increase to 24% upon an event of default. The holder has the right to convert the note and interest at any time at a fixed conversion price of $.30 per share. The Company analyzed the conversion feature under ASC 470-20, "Debt with conversion and other options", and based on the market price of the common stock of the Company on the date of funding as compared to the conversion price, determined there was a $40,000 beneficial conversion feature to recognize, which will be amortized over the term of the note using the effective interest method. In connection with the note, the Company issued a common stock warrant to purchase 25,000 shares of common stock at an exercise price is $0.75 per share and an exercise period of three years, with a fair value of $11,000 recognized as a debt discount. The Company is to also issue 65,000 shares of common stock to the lender, with a fair value of $28.000 based on the market price of $0.424 on grant date, recognized in shares payable until issued. The total debt discount upon issuance was $39,000, to be amortized over the six month life of the note and was fully amortized by the year ended September 30, 2022.

On September 30, 2021, the Company entered into a convertible promissory note in the amount of $100,000. The note is due March 30, 2022 and bears interest at 12%. The holder has the right to convert the note and interest at any time at a fixed conversion price of $.30 per share. The Company analyzed the conversion feature under ASC 470- 20, "Debt with conversion and other options", and based on the market price of the common stock of the Company on the date of funding as compared to the conversion price, determined there was a $13,500 beneficial conversion feature to recognize, which will be amortized over the term of the note using the effective interest method. In connection with the note, the Company issued a common stock warrant to purchase 25,000 shares of common stock at an exercise price is $0.75 per share and an exercise period of three years, with a fair value of $8,500 recognized as a debt discount which was fully amortized through March 31, 2022. The Company also will issue 30,000 shares of common stock to the lender, with a fair value of $20,500 recognized in shares payable until issued.

On October 26, 2020, the Company entered into a convertible promissory note with Leonite Capital LLC in the amount of $1,666,667 (the "Leonite Note"), with an OID in the amount of $166,666, for a purchase price of $1,500,000. Interest rate on the note is at Prime Rate plus 8%. The net proceeds of $1,500,000 will be paid in one or more tranches. The first tranche of $833,334 less OID of $83,334 and legal fees of $15,000, net $735,000, was received on November 3, 2020. On February 9, 2021, the second tranche of $833,334, less an OID of $83,334, was received. The maturity date of each tranche shall be nine months from the date the tranche is advanced. The holder has the right to convert the Leonite Note and interest at any time at a fixed conversion price of $.25 per share. In connection with the Leonite Note, on October 29, 2020, the Company issued a common stock warrant to purchase 250,000 shares of common stock at an exercise price is $0.30 per share and an exercise period of ten years, with a fair value of $90,725 recognized as a debt discount which will be amortized over the life of the note. The Company also issued 300,000 shares of common stock to the lender, with a fair value of $96,000 at the first issuance, and 686,111 shares of common stock to the lender, with a fair value of $158,000 in June of 2022. The debt discounts were fully amortized as of the year ended September 30, 2021.

NOTE 7 - STOCKHOLDERS' EQUITY

Preferred Stock

Each share of the Series A has voting rights as to 60 shares of the common stock of the Company. The Series A has the right, after the two years anniversary from the initial issuance date, to convert into our common stock at a conversion ratio equal to 52% of the outstanding shares of common stock at the time of conversion. Upon liquidation of the Company, holders of the Series A shall receive $.10 per share.

Common Stock

On January 21, 2021, the Company issued 4,100,000 shares of fully vested common stock to employees for F-12 services already provided with a fair value of $2,952,000 based on the market price of the stock on the date granted of $0.72.

On January 21, 2021, the Company also issued 1,450,000 shares of fully vested common stock to consultants for services already provided with a fair value of $1.044,000 based on the market price of the stock on the date granted of $0.72. During the quarter ended December 30, 2020, the Company issued 1,120,000 common shares for services and 300,000 common shares in connection with the convertible note (Note 7), which were recognized at a fair market value of $309,680 and $96,000 based on the market value of $0.28 and $0.32 per share, respectively, at the date of issuance.

On May 23, 2022, the Company issued 1,433,333 common shares in connection with the convertible note, with a fair value of $330.000 based on the market price of $0.23 on grant date.

On June 2022 the Company issued 686,111 shares of common stock in connection with the second tranche of a convertible note (Note 7), which was recognized at a fair market value of $158,000, based on the market value of $0.23 at the date of issuance.

On 11/1/2023 the Company issued 200,000 shares of common stock to Leonite Capital, LLC at a strike price of $0.10/share.

On 3/31/2024 the Company issued 157,500 shares of common stock to Leonite Capital, LLC at a strike price of $0.10/share.

On 5/14/2024 the Company issued 500,000 shares of common stock to Leonite Capital, LLC at a strike price of $0.10/share.

On 8/15/2024 the Company issued 500,000 shares of common stock to Leonite Capital, LLC at a strike price of $0.10/share.

Warrants

The Company have issued warrants which are fully vested and available for exercise as follows:

• 1,000,000 warrants issued on May 23, 2022, in connection with a convertible note , with an exercise price of $1.00 and an exercise period of five years, for a fair value of $230,000; and
• 55,000 warrants issued on March 1, 2022, at an exercise price is $5.00 per share, and an exercise period of three years, with a fair value of $13,750; and • 25,000 warrants issued on February 9, 2022, at an exercise price is $0.75 per share and an exercise period of three years, with a fair value of $11,000; and
• 50,000 issued for consulting services with an exercise price $0.25, issued and vested on February 4, 2020 and expiring on February 4, 2023; and
• 200,000 issued for financing costs with an exercise price $0.10, issued and vested on February 29, 2020, and expiring on February 29, 2025.
• 250,000 issued in connection with a convertible debenture with an exercise price of $0.30 and expiring on October 29, 2030.
• 25,000 issued in connection with a convertible debenture with an exercise price of $0.75 and expiring on September 30, 2024

NOTE 8 – COMMITMENTS AND CONTINGENCIES

Legal Proceedings

We may be involved in legal proceedings in the ordinary course of our business, and our management cannot predict the ultimate outcome of these legal proceedings with certainty. The Company is not a plaintiff or defendant in any cases as of September 30, 2023.

Employment Agreements
The Company approved the employment agreement with Mr. Delgado for a five-year term beginning on October 1, 2018 and with an annual salary of $100,000. The salary expense is included in selling, general and administrative expenses for the years ended September 30, 2024 and 2023.

NOTE 9 - SUBSEQUENT EVENTS

None

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, William J. Delgado, certify that:

1. I have reviewed this Disclosure Statement for 3/31/2025;

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.

5/20/2025 [Date]

/s/ William Delgado CEO

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

Principal Financial Officer:

I, William J. Delgado, certify that:

1. I have reviewed this Disclosure Statement for 3/31//2025;

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.

5/20/2025

/s/ William Delgado CFO

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