

Accredited Solutions Inc.

Amendment to Management Certification for 12/31/2024 originally published through the OTC Disclosure & News Service on [07/18/2025](#)

Explanatory Note:
Added Control Person

***This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

Management Certification

The undersigned, on behalf of ACCREDITED SOLUTIONS, INC. ("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: Equiniti Trust Company, LLC
Address: P.O. Box 855857, Minneapolis, MN 55485-5857

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: Rodney Sperry (Company CFO)

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.

Brunson Chandler & Jones, PLLC (Lance Brunson)

10. The Company's Officers, Directors and 5% Beneficial Owners 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): April 10, 2025

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, ≥ 5% beneficial owner)	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)
Eduardo Brito	CEO & Director	Palm Springs, CA	0	N/A	0%
Rodney Sperry	CFO	West Jordan, UT	0	N/A	0%
Alexander Haase	5% Control Person	Charlotte, NC	14,000	Series A Preferred Stock	100%
Jefferson Street Capital, LLC ⁽¹⁾⁽²⁾	5% Shareholder	Hoboken, NJ	163	Series B Preferred Stock	14.6%
Leonite Capital, LLC ⁽¹⁾⁽³⁾	5% Shareholder	Spring Valley, NY	594	Series B Preferred Stock	53.2%
Metrospaces, Inc. ⁽¹⁾⁽⁴⁾	5% Shareholder	New York, New York	50	Series B Preferred Stock	4.5%
Chris Chumas ⁽¹⁾⁽⁵⁾	5% Shareholder	Indian Land, SC	100	Series B Preferred Stock Series B Preferred Stock k	9.0%
Apollo Management Group, LLC ⁽¹⁾⁽⁶⁾	5% Shareholder	Tampa Bay, FL	100	Series B Preferred Stock	9.0%
JanBella Group, LLC ⁽¹⁾⁽⁷⁾	5% Shareholder	Cornelius, NC	110	Series B Preferred Stock	9.8%

- (1) Holder of Series B Preferred Stock. Series B Preferred Stock is non-voting, and is subject to a 4.99% conversion limitation (4.99% “equity blocker”); therefore, the holder is identified as a “5% Shareholder” but not a “5% Control Person.”
- (2) Upon information and belief, Brian Goldberg is the manager of this shareholder.
- (3) Upon information and belief, Avi Geller is the Chief Investment Officer of this shareholder.
- (4) Oscar Brito (the brother of Company CEO Eduardo Brito) is the President of this shareholder.
- (5) Mr. Chumas’s shares are held of record by Mainstar Trust Custodian FBO Chris Chumas.
- (6) Upon information and belief, Yohan Naraine is the manager of this shareholder.
- (7) Upon information and belief, William Alessi is the manager of this shareholder.

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

Series A Preferred Stock

Designation and Amount. 15,000 shares of preferred stock have been designated as Series A Preferred Stock.

Voting Rights. The holders of the Series A Preferred Stock shall, as a class, have rights in all matters requiring shareholder approval to a number of votes equal to two (2) times the sum of: (a) the total number of shares of common stock which are issued and outstanding at the time of any election or vote by the shareholders; plus (b) the number of votes allocated to shares of Preferred Stock issued and outstanding of any other class that shall have voting rights.

Dividends. The Series A Preferred Stock shall be treated *pari passu* with the Company’s common stock, except that the dividend on each share of Series A Preferred Stock shall be equal to the amount of the dividend declared and paid on each share of the Company’s common stock multiplied by the conversion rate.

Conversion Rate. The Series A Preferred Stock shall be convertible into shares of the Company’s common stock, as follows: each share of Series A Preferred Stock shall be convertible at any time into a number of shares of the Company’s common stock that equals 0.001 percent (0.001%) of the number of issued and outstanding shares of the Company’s common stock outstanding on the date of conversion, such that 1,000 shares of Series A Preferred Stock would convert into one percent (1%) of the number of issued and outstanding shares of the Company’s common stock outstanding on the date of conversion. A holder of shares of Series A Preferred Stock shall be required to convert all of such holder’s shares of Series A Preferred Stock, should any such holder exercise his, her or its rights of conversion.

Series B Preferred Stock

Designation and Amount. 5,000 shares have been designated as Series B Preferred Stock. The Series B Preferred Stock shall have an initial liquidation preference, or stated value, of \$1,000 per share.

Voting Rights. Series B Preferred Stock shall have no right to vote on any matters requiring shareholder approval.

Dividends. Series B Preferred Stock will carry an annual ten percent (10%) cumulative dividend, compounded daily, payable solely upon redemption, liquidation or conversion.

Conversion Rights. The Series B Preferred Stock is convertible at any time at a conversion price equal 85% multiplied by the average of the three (3) lowest volume weighted average prices for the Company’s common stock during the five (5) trading day period ending on the latest trading day prior to the conversion date.

Common Stock

General. The holders of our common stock currently have (a) equal ratable rights to dividends from funds legally available therefore, when, as and if declared by our Board of Directors; (b) are entitled to share ratably in all of our assets available for distribution to holders of common stock upon liquidation, dissolution or winding up of the affairs of our company; (c) do not have preemptive, subscription or conversion rights and there are no redemption or sinking fund provisions or rights applicable thereto; and (d) are entitled to one non-cumulative vote per share on all matters on which shareholders may vote. Our Bylaws provide that, at all meetings of the shareholders for the election of directors, a plurality of the votes cast shall be sufficient to elect. On all other matters, except as otherwise required by Nevada law or our Articles of Incorporation, as amended, a majority of the votes cast at a meeting of the shareholders shall be necessary to authorize any corporate action to be taken by vote of the shareholders.

Non-cumulative Voting. Holders of shares of our common stock do not have cumulative voting rights, which means that the holders of more than 50% of the outstanding shares, voting for the election of directors, can elect all of the directors to be elected, if they so choose, and, in such event, the holders of the remaining shares will not be able to elect any of our directors.

Pre-emptive Rights. As of the date of this Offering Circular, no holder of any shares of our common stock or Series A Super Voting Preferred Stock has pre-emptive or preferential rights to acquire or subscribe for any unissued shares of any class of our capital stock not disclosed herein.

Dividend Policy. We have never declared or paid any dividends on our common stock. We currently intend to retain future earnings, if any, to finance the expansion of our business. As a result, we do not anticipate paying any cash dividends in the foreseeable future.

Shareholder Meetings. Our bylaws provide that special meetings of shareholders may be called only by our Board of Directors, the chairman of the board, or our president, or as otherwise provided under Nevada law.

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.)
08/14/24	\$12,000	\$12,366	08/14/25	Fixed \$0.0007	0	17,665,129	AES Capital Management, LLC / Eli Safdiech	Working Capital
08/29/24	\$60,000	\$62,446	08/28/25	40% of lowest closing price in the last 30 trading days	0	390,287,688	Apollo Management Group, Inc./ Yohan Noaraine.	Working Capital
09/09/24	\$22,000	\$22,817	09/08/25	40% of lowest closing price in the last 30 trading days	0	142,608,250	Apollo Management Group, Inc./ Yohan Naraine.	Working Capital
12/03/24	\$38,500	\$38,854	12/03/25	40% of lowest closing price in the last 30 trading days	0	242,840,063	Apollo Management Group, Inc., Yohan Naraine.	Working Capital
12/27/24	\$8,800	\$8,812	12/03/25	40% of lowest closing price in the last 30 trading days	0	55,072,313	Apollo Management Group, Inc./ Yohan Naraine.	Working Capital
10/05/21	\$275,000	\$35,000	08/20/22	75% of lowest closing price in	90,961,538	116,666,667	Jefferson Street Capital/ Brian Goldberg.	Working Capital

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.

				the last 10 trading days				
03/25/21	\$568,182	\$21,355	12/25/21	65% of lowest closing price in the last 21 trading days	261,140,630	82,134,615	Leonite Capital / Jake Morgenstern.	Working Capital
08/29/24	\$42,000	\$43,141	08/29/25	25% of closing price of preceding trading day	0	431,414,800	JanBella Group / William Alessi.	Working Capital
09/10/24	\$18,000	\$18,442	09/10/25	50% of closing price in the last 45 trading day	0	92,209,300	JanBella Group / William Alessi.	Working Capital
10/29/24	\$72,000	\$72,994	10/29/25	50% of closing price in the last 45 trading day	0	364,970,950	JanBella Group / William Alessi.	Working Capital
12/10/24	\$37,950	\$38,125	12/10/25	50% of closing price in the last 45 trading day	0	190,623,350	JanBella Group / William Alessi.	Working Capital
09/04/24	\$75,000	\$76,940	09/04/25	25% of closing price of preceding trading day	0	769,397,300	Eduardo Brito	Bonus
09/04/24	\$50,000	\$51,293	09/04/25	25% of closing price of preceding trading day	0	512,931,500	Rodney Sperry	Bonus
09/04/24	\$25,000	\$25,647	09/04/25	25% of closing price of preceding trading day	0	256,465,800	Leopoldo Barbosa	Severance
09/04/24	\$15,000	\$15,388	09/04/25	25% of closing price of preceding trading day	0	153,879,500	Greg Kopsch	Severance
Total Outstanding Balance:		\$543,620	Total Shares:		352,102,168	3,819,167,225		

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

Signature:

Name of Principal Executive Officer or Principal Financial Officer: Eduardo Brito

Title: CEO

Date: July 18, 2025

Signature: /s/ Eduardo Brito

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