

# Accredited Solutions Inc.

Amendment to Quarterly Report for 06/30/2025 originally published through the OTC Disclosure & News Service on [08/20/2025](#)

Explanatory Note:  
Amended Report

*\*\*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.*

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **ACCREDITED SOLUTIONS, INC.**

20311 Chartwell Center Drive, Suite 1469, Cornelius, NC 28031

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(704)790-9799

SIC Code 2080

### **Quarterly Report**

For the Period Ending: June 30, 2025  
(the "Reporting Period")

As of August 19, 2025, the number of shares outstanding of our Common Stock was: 3,844,965,514

As of June 30, 2025, the number of shares outstanding of our Common Stock was: 3,527,621,888

As of December 31, 2024, the number of shares outstanding of our Common Stock was: 2,888,787,714

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 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: ☒

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

The Company was incorporated as Keyser Resources, Inc in the state of Nevada on November 26, 2007.

The Company changed its name to Lone Star Gold, Inc. in June 2011.

The Company changed its name to Good Hemp, Inc. on September 12, 2019. The Company changed its address to 20311 Chartwell Center Drive, Suite 1469, Cornelius, NC 28031.

The Company changed its name to Accredited Solutions, Inc. on May 11, 2022.

Current State and Date of Incorporation or Registration: Nevada

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

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<sup>1</sup> "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.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g., active, default, inactive);

The Company was originally incorporated in Nevada on November 26, 2007, as Keyser Resources, Inc.

Effective May 11, 2022, the Company completed a Plan and Agreement of Merger (the "PXS Merger Agreement") with Petro X Solutions, Inc., a Wyoming corporation ("PXS"), with PXS becoming our wholly-owned subsidiary as a result of the PXS Merger. The Company changed its name to Accredited Solutions, Inc. at that time.

Current State and Date of Incorporation or Registration: Nevada  
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

None.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

On October 28, 2024, the Company entered into a Membership Interest Purchase Agreement to acquire all of the membership interests of Globetopper, LLC ("Globetopper") from Craig Span (the "Seller"). Pursuant to the purchase agreement, the Company was required to deliver at closing a \$3,000,000 secured promissory note (the "Closing Note"), which was payable on the three-month anniversary of the closing date of the Globetopper Agreement by delivery of the following: (a) \$1,000,000 in cash; (b) \$1,000,000 by delivery of 1,000 shares of the Company's Series B Preferred Stock; and (c) \$1,000,000 by the delivery of a secured promissory note (the "Follow-on Note"), to be secured by the acquired membership interests and the assets of Globetopper. The Follow-on Note was payable on the six-month anniversary of its issuance. The transaction closed on or about November 1, 2024, and on that date, the Company issued the Closing Note to the Seller and subsequently issued the preferred shares to the Seller. On or about January 24, 2025, the parties agreed to extend the cash payment deadlines under the Globetopper purchase agreement. After missing the amended payment deadlines, on June 16, 2025, the Company and the Seller entered into a Mutual Rescission Agreement (the "Rescission Agreement"), pursuant to which the parties agreed to rescind and cancel the original purchase agreement in its entirety. Under the Rescission Agreement, the purchase agreement and Closing Note (and any other transaction agreements and the Shares) were each rescinded and cancelled, and the Company and the Seller are to be returned to their positions prior to entering into the purchase agreement.

The address(es) of the issuer's principal executive office:

20311 Chartwell Center Drive, Suite 1469, Cornelius, NC 28031

The address(es) of the issuer's principal place of business:

Check box 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?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

## 2) Security Information

Trading symbol:	ASII
Exact title and class of securities outstanding:	Common Stock
CUSIP:	38209G103
Par or stated value:	\$0.001
Total shares authorized:	5,000,000,000 as of June 30, 2025
Total shares outstanding:	3,527,621,888 as of June 30, 2025
Total number of shareholders of record:	52 as of June 30, 2025

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

Trading symbol: N/A  
Exact title and class of the security: Preferred Stock Series A  
CUSIP: N/A  
Par or stated value: \$0.001  
Total shares authorized: 15,000 as of June 30, 2025  
Total shares outstanding: 14,000 as of June 30, 2025  
Total number of shareholders of record: 1 as of June 30, 2025

Trading symbol: N/A  
Exact title and class of the security: Preferred Stock Series B  
CUSIP: N/A  
Par or stated value: \$0.001  
Total shares authorized: 5,000 as of June 30, 2025  
Total shares outstanding: 1,052 as of June 30, 2025  
Total number of shareholders of record: 6 as of June 30, 2025

Transfer Agent

Name: Equiniti Trust Company, LLC  
Phone: (651) 306-4341  
Email: valeen.nowicki@equiniti.com  
Address: P.O. Box 855857, Minneapolis, MN 55485-5857

Is the Transfer Agent registered under the Exchange Act?<sup>2</sup> Yes: ☒ No: ☐

**3) Issuance History**

The goal of this section is to provide disclosure with respect to each event that resulted in any direct 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**

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Shares Outstanding <u>Opening Balance</u> : Date <u>01/01/23</u> Common: <u>339,277,449</u> Preferred Series A: <u>14,000</u> Preferred Series B: <u>0</u> -			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type

01/06/2023	New Issuance	16,181,445	Common	\$0.001	Yes	Leonite Capital, LLC (Avi Geller*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/24/2023	New Issuance	15,961,538	Common	\$0.00052	Yes	Jefferson Street Capital, LLC (Brian Goldberg*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/24/2023	New Issuance	15,914,511	Common	\$0.00078	Yes	William Alessi	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/27/2023	New Issuance	16,988,889	Common	\$0.001	Yes	Leonite Capital, LLC (Avi Geller*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/30/2023	New Issuance	16,101,695	Common	\$0.00059	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/06/2023	New Issuance	19,259,259	Common	\$0.00054	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/10/2023	New Issuance	19,436,600	Common	\$0.0001	Yes	Leonite Capital, LLC (Avi Geller*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/15/2023	New Issuance	19,268,293	Common	\$0.00041	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/28/2023	New Issuance	25,090,630	Common	\$0.00025	Yes	JanBella Group, LLC (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
03/06/2023	New Issuance	25,000,000	Common	\$0.00030	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
03/10/2023	New Issuance	25,000,000	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
03/18/2023	New Issuance	19,428,571	Common	\$0.00035	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
03/22/2023	New Issuance	28,837,600	Common	\$0.00015	Yes	JanBella Group, LLC (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
04/25/2023	New Issuance	15,000,000	Common	\$0.00040	No	Spire Motorsports II, LLC (T.J. Puchyr*)	Sponsorship Agreement	Restricted	4(a)(2)
04/25/2023	New Issuance	30,276,649	Common	\$0.00050	Yes	Leonite Capital, LLC (Avi Geller*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
05/22/2023	New Issuance	31,773,649	Common	\$0.00013	Yes	Leonite Capital, LLC (Avi Geller*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/12/2024	New Issuance	33,307,692	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144

01/19/2024	New Issuance	33,461,538	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/19/2024	New Issuance	33,571,429	Common	\$0.00027	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/22/2024	New Issuance	38,666,667	Common	\$0.00031	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/26/2024	New Issuance	38,846,154	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/29/2024	New Issuance	38,846,154	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/31/2024	New Issuance	42,692,308	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/01/2024	New Issuance	42,692,308	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/05/2024	New Issuance	42,692,308	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/06/2024	New Issuance	42,692,308	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/07/2024	New Issuance	46,538,462	Common	\$0.00026	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/12/2024	New Issuance	46,800,000	Common	\$0.00020	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/21/2024	New Issuance	57,692,308	Common	\$0.00013	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/27/2024	New Issuance	27,663,846	Common	\$0.00045	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
03/14/2024	New Issuance	65,230,769	Common	\$0.00013	Yes	MetroSpaces, Inc. (Oscar Brito*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
04/04/2024	New Issuance	65,230,769	Common	\$0.00013	Yes	MetroSpaces, Inc. (Oscar Brito*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
07/16/2024	New Issuance	68,600,000	Common	\$0.00012	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
07/18/2024	New Issuance	68,600,000	Common	\$0.00012	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
07/19/2024	New Issuance	22,350,667	Common	\$0.00012	Yes	1800 Diagonal Lending, LLC (Curt Kramer*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144

07/23/2024	New Issuance	76,590,000	Common	\$0.00010	Yes	JanBella Group, LLC (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
07/25/2024	New Issuance	68,633,548	Common	\$0.00013	Yes	Leonite Capital, LLC (Avi Geller*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
08/05/2024	New Issuance	60,000,000	Common	\$0.00013	Yes	MetroSpaces, Inc. (Oscar Brito*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
08/06/2024	New Issuance	32,000,000	Common	\$0.00010	Yes	JanBella Group, LLC (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
08/07/2024	New Issuance	39,849,850	Common	\$0.00013	Yes	Leonite Capital, LLC (Avi Geller*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
08/09/2024	New Issuance	62,000,000	Common	\$0.00013	Yes	MetroSpaces, Inc. (Oscar Brito*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
08/11/2024	New Issuance	160,000,000	Common	\$0.00013	Yes	MetroSpaces, Inc. (Oscar Brito*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
08/12/2024	New Issuance	163	Preferred Series B	\$1,000.00	No	Jefferson Street Capital, LLC (Brian Goldberg*)	Conversion	Restricted	3(a)(9)
08/12/2024	New Issuance	594	Preferred Series B	\$1,000.00	No	Leonite Capital, LLC (Avi Geller*)	Conversion	Restricted	3(a)(9)
08/12/2024	New Issuance	50	Preferred Series B	\$1,000.00	No	MetroSpaces, Inc. (Oscar Brito*)	Conversion	Restricted	3(a)(9)
08/12/2024	New Issuance	100	Preferred Series B	\$1,000.00	No	Chris Chumas	Conversion	Restricted	3(a)(9)
08/12/2024	New Issuance	200	Preferred Series B	\$1,000.00	No	William Alessi	Conversion	Restricted	3(a)(9)
08/12/2024	New Issuance	110	Preferred Series B	\$1,000.00	No	JanBella Group, LLC (William Alessi*)	Conversion	Restricted	3(a)(9)
08/16/2024	New Issuance	35,000,000	Common	\$0.00013	Yes	MetroSpaces, Inc. (Oscar Brito*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
08/16/2024	New Issuance	90,000,000	Common	\$0.00013	Yes	MetroSpaces, Inc. (Oscar Brito*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
08/27/2024	New Issuance	97,257,000	Common	\$0.00005	Yes	JanBella Group, LLC (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
09/11/2024	New Issuance	38,000,000	Common	\$0.00005	Yes	JanBella Group, LLC (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
09/13/2024	New Issuance	39,000,000	Common	\$0.00023	Yes	Leonite Capital, LLC (Avi Geller*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144

10/01/2024	New Issuance	38,000,000	Common	\$0.00020	Yes	MetroSpaces, Inc. (Oscar Brito*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
10/30/2024	New Issuance	121,500,00	Common	\$0.00015	Yes	JanBella Group, LLC (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
11/01/2024	New Issuance	1,000	Preferred Series B	\$1,000	No	GlobeTopper, LLC (Craig Span*)	Purchase of Subsidiary	Restricted	4(a)(2)
11/15/2024	New Issuance	57,276,133	Common	\$0.00015	Yes	JanBella Group, LLC (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
12/03/2024	Cancellation	100	Preferred Series B	\$1,000	No	Apollo Management Group, Inc. (Yohan Naraine*)	Conversion	Restricted	N/A
12/03/2024	New Issuance	235,294,118	Common	\$0.00042	No	Apollo Management Group, Inc. (Yohan Naraine*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/26/2025	New Issuance	74,566,667	Common	\$0.00015	Yes	JanBella Group, LLC (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
01/30/2025	Cancellation	100	Preferred Series B	\$1,000	No	Apollo Management Group, Inc. (Yohan Naraine*)	Conversion	Restricted	N/A
01/30/2025	New Issuance	252,100,840	Common	\$0.00042	No	Apollo Management Group, Inc. (Yohan Naraine*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
02/28/2025	New Issuance	137,166,667	Common	\$0.00015	Yes	JanBella Group, LLC. (William Alessi*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
04/05/2025	New Issuance	175,000,000	Common	\$0.00010	Yes	Leonite Capital, LLC (Avi Geller*)	Conversion	Unrestricted	3(a)(9) 4(a)(1) Rule 144
04/29/2025	New Issuance	35	Preferred Series B	\$1,000	Yes	Leonite Capital, LLC (Avi Geller*)	Subscription	Restricted	4(a)(2)
06/19/25	Cancellation	1,000	Preferred Series B	\$1,000	No	GlobeTopper, LLC (Craig Span*)	Purchase of Subsidiary	Restricted	4(a)(2)
Shares Outstanding on date of this report: <u>Ending Balance:</u>									
Date <u>06/30/25</u> Common: <u>3,527,621,888</u> Preferred Series A: <u>14,000</u> Preferred Series B: <u>1,052</u>									

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

## B. Debt Securities, Including Promissory and Convertible Notes



Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

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 <sup>5</sup>	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	\$12,842	08/14/25	Fixed \$0.0007	0	18,345,200	AES Capital Management, LLC	Working Capital
08/29/24	\$60,000	\$66,016	08/28/25	40% of lowest closing price in the last 30 trading days	0	412,602,750	Apollo Management Group, Inc.	Working Capital
09/09/24	\$22,000	\$24,126	09/08/25	40% of lowest closing price in the last 30 trading days	0	150,790,438	Apollo Management Group, Inc.	Working Capital
12/03/24	\$38,500	\$41,145	12/03/25	40% of lowest closing price in the last 30 trading days	0	257,158,875	Apollo Management Group, Inc.	Working Capital
12/27/24	\$79,925	\$86,016	12/03/25	40% of lowest closing price in the last 30 trading days	0	537,598,688	Apollo Management Group, Inc.	Working Capital
10/05/21	\$275,000	\$35,000	08/20/22	75% of lowest closing price in the last 10 trading days	90,961,538	116,666,667	Jefferson Street Capital	Working Capital
03/25/21	\$568,182	\$3,805	12/25/21	65% of lowest closing price in the last 21 trading days	436,140,630	14,634,616	Leonite Capital	Working Capital
08/29/24	\$42,000	\$13,623	08/29/25	25% of closing price of preceding trading day	0	136,226,700	JanBella Group	Working Capital
09/10/24	\$18,000	\$19,156	09/10/25	50% of closing price in the last 45 trading day	0	95,779,750	JanBella Group	Working Capital
10/29/24	\$72,000	\$75,851	10/29/25	50% of closing price in the last 45 trading day	0	379,252,600	JanBella Group	Working Capital
12/10/24	\$37,950	\$39,630	12/10/25	50% of closing price in the last 45 trading day	0	198,151,000	JanBella Group	Working Capital
09/04/24	\$75,000	\$79,915	09/04/25	25% of closing price of preceding trading day	0	799,150,700	Eduardo Brito	Bonus

<sup>5</sup> 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.

09/04/24	\$50,000	\$53,277	09/04/25	25% of closing price of preceding trading day	0	532,767,100	Rodney Sperry	Bonus
09/04/24	\$25,000	\$26,638	09/04/25	25% of closing price of preceding trading day	0	266,383,600	Leopoldo Barbosa	Severance
09/04/24	\$15,000	\$15,983	09/04/25	25% of closing price of preceding trading day	0	159,830,100	Greg Kopsch	Severance
<b>Total Outstanding Balance:</b>		\$593,023	<b>Total Shares:</b>		527,102,168	4,075,338,784		

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

#### 4) Financial Statements

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

- ☒ U.S. GAAP  
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>3</sup>:

Name: Eduardo Brito  
Title: CEO  
Relationship to Issuer: CEO

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance Sheet;  
D. Statement of Income;  
E. Statement of Cash Flows;  
F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)  
G. Financial notes; and  
H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

**Financial Statements are provided starting on page 10.**

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

#### 5) Issuer's Business, Products and Services

<sup>3</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Company operations are financial transaction processing and data analytics.

B. Please list any subsidiaries, parents, or affiliated companies.

The Company has no subsidiaries, parents, or affiliated companies at this time.

C. Describe the issuers' principal products or services.

The Company is currently undergoing a change in corporate direction.

## 6) Issuer's Facilities

The goal of this section is to provide a potential investor 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, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

None.

## 7) Company Insiders (Officers, Directors, and Control Persons)

The goal of this section is to provide an investor 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 shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **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 in the note section.**

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)
Eduardo Brito	CEO & Director	[ADD]	0	N/A	0%
Rodney Sperry	CFO	West Jordan, UT	0	N/A	0%
Alexander Haase	5% Control Person	[ADD]	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 <sup>(1)(3)</sup>	5% Shareholder	Spring Valley, NY	594	Series B Preferred Stock	53.2%
Metrospace, Inc. <sup>(1)(4)</sup>	5% Shareholder	New York, New York	50	Series B Preferred Stock	4.5%
Chris Chumas <sup>(1)(5)</sup>	5% Shareholder	Indian Land, SC	100	Series B Preferred Stock Series B Preferred Stock k	9.0%
Apollo Management Group, LLC <sup>(1)(6)</sup>	5% Shareholder	[ADD]	100	Series B Preferred Stock	9.0%
JanBella Group, LLC <sup>(1)(7)</sup>	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.

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

- A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);  
  
None.
- 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, or banking activities;  
  
None.
- A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or  
  
None.
- The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.  
  
None.

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 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.

## 9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name: Lance Brunson  
Firm: Brunson, Chandler & Jones, PLLC  
Address 1: Walker Center, 175 South Main St., Suite 1410  
Address 2: Salt Lake City, UT 84111  
Phone: 801-303-5730  
Email: lance@bcjlaw.com

### Accountant or Auditor

Name: Rodney Sperry  
Firm: Sperry Advisory Services, LLC  
Address 1: 4546 Black Elk Way  
Address 2: West Jordan, UT 84088  
Phone: 801-647-8145  
Email: rodsperry@msn.com

### Investor Relations

Name: None  
Firm:  
Address 1:  
Address 2:  
Phone:  
Email:

### 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) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: None  
Firm:  
Nature of Services:  
Address 1:  
Address 2:  
Phone:  
Email:

## 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, **Eduardo Brito**, certify that:

1. I have reviewed this **quarterly disclosure statement** of Accredited Solutions, 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.

August 20, 2025

/s/ Eduardo Brito, CEO

*Principal Financial Officer:*

I, **Rodney Sperry**, certify that:

1. I have reviewed this **quarterly disclosure statement** of Accredited Solutions, 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.

August 20, 2025

/s/ Rodney Sperry, CFO

**ACCREDITED SOLUTIONS, INC.**  
**Consolidated Balance Sheets**  
**(Unaudited)**

	<u>June 30, 2025</u>	<u>December 31, 2024</u>
<b>ASSETS</b>		
Current assets		
Cash	\$ 21,269	\$ 4,519
Prepaid expenses	-	28,966
Current assets of discontinued operations	-	510,698
Total current assets	<u>21,269</u>	<u>544,183</u>
Other assets		
Property, plant and equipment, net	43,463	48,972
Intellectual property	100,000	100,000
Goodwill	-	3,627,362
Total assets	<u><u>\$ 164,732</u></u>	<u><u>\$ 4,320,517</u></u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
Current liabilities		
Accounts payable	\$ 262,216	\$ 304,968
Advances payable	34,450	34,450
Advances payable - related parties	13,138	19,373
Interest payable	21,809	12,025
Interest payable to related parties	5,699	3,233
Notes payable, net of discounts	94,740	2,091,477
Convertible notes, net of discounts	420,628	374,490
Convertible notes to related parties, net of discounts	125,000	125,000
Derivative liabilities	430,967	430,967
Current liabilities of discontinued operations	-	1,077,015
Total current liabilities	<u>1,408,647</u>	<u>4,472,998</u>
Total liabilities	1,408,647	4,472,998
Stockholders' deficit		
Preferred stock - Series A - 15,000 shares authorized, \$0.001 par value, 14,000 shares issued and outstanding	14	14
Preferred stock - Series B - 5,000 shares authorized, \$0.001 par value, 2,017 and 2,117 shares issued and outstanding as of March 31, 2025 and December 31, 2024, respectively	1	2
Common stock - 5,000,000,000 shares authorized, \$0.001 par value, 3,527,621,888 and 2,888,787,714 shares issued and outstanding as of June 30, 2025 and December 31, 2024, respectively	3,527,622	2,888,788
Additional paid in capital	1,263,856	2,823,954
Accumulated deficit	(6,035,408)	(5,865,239)
Total stockholders' deficit	<u>(1,243,915)</u>	<u>(152,481)</u>
Total liabilities and stockholders' deficit	<u><u>\$ 164,732</u></u>	<u><u>\$ 4,320,517</u></u>

*The accompanying notes are an integral part of the unaudited consolidated financial statements.*

**ACCREDITED SOLUTIONS, INC.**  
**Consolidated Statements of Operations**  
(Unaudited)

	<b>For the Three Months Ended</b>		<b>For the Six Months Ended</b>	
	<b>June 30, 2025</b>	<b>March 31, 2024</b>	<b>June 30, 2025</b>	<b>June 30, 2024</b>
Net sales	\$ 134,314	\$ 102,328	\$ 214,317	\$ 211,701
Cost of sales	99,491	53,766	156,560	173,057
Gross profit	34,823	48,562	57,757	38,644
Operating expenses				
General and administrative expenses	51,570	61,084	124,136	117,100
Depreciation and amortization expense	2,761	2,893	5,509	5,787
Total operating expenses	54,331	63,977	129,645	122,887
Operating loss	(19,508)	(15,415)	(71,888)	(84,243)
Other income (expense)				
Change in derivative liabilities	-	(2,040,403)	-	(1,920,485)
Interest expense	(24,179)	(23,647)	(37,236)	(148,043)
Loss on disposition of subsidiary	(61,045)	-	(61,045)	-
Total other income (expense)	(85,224)	(2,064,050)	(98,281)	(2,068,528)
Net income (loss)	<u>\$ (104,732)</u>	<u>\$ (2,079,465)</u>	<u>\$ (170,169)</u>	<u>\$ (2,152,771)</u>
Net loss per share - basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average number of common shares - basic and diluted	<u>3,512,237,273</u>	<u>1,372,554,511</u>	<u>3,335,662,817</u>	<u>1,211,267,719</u>

*The accompanying notes are an integral part of the unaudited consolidated financial statements.*



**ACCREDITED SOLUTIONS, INC.**  
**Consolidated Statement of Changes in Stockholders' Equity**  
**(Unaudited)**

	Preferred Stock				Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total
	Series A \$0.001 Par		Series B \$0.001 Par		\$0.001 Par				
	Shares	Amount	Shares	Amount	Shares	Amount			
Balance, December 31, 2024	14,000	\$ 14	2,117	\$ 2	2,888,787,714	\$ 2,888,788	\$ 2,823,954	\$ (5,865,239)	\$ (152,481)
Issuance of common stock for conversion of notes payable	-	-	-	-	211,733,334	211,733	(180,548)	-	31,185
Conversion of preferred stock series B for common stock	-	-	(100)	-	252,100,840	252,101	(252,101)	-	-
Net loss for the period	-	-	-	-	-	-	-	(65,437)	(65,437)
Balance, March 31, 2025	14,000	14	2,017	2	3,352,621,888	3,352,622	2,391,305	(5,930,676)	(186,733)
Issuance of common stock for conversion of notes payable	-	-	-	-	175,000,000	175,000	(157,450)	-	17,550
Preferred stock series B shares issued for cash	-	-	35	-	-	-	30,000	-	30,000
Cancellation of preferred stock series B shares issued for acquisition of subsidiary	-	-	(1,000)	(1)	-	-	(999,999)	-	(1,000,000)
Net loss for the period	-	-	-	-	-	-	-	(104,732)	(104,732)
Balance, June 30, 2025	14,000	\$ 14	1,052	\$ 1	3,527,621,888	\$ 3,527,622	\$ 1,263,856	\$ (6,035,408)	\$ (1,243,915)

	Preferred Stock				Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total
	Series A \$0.001 Par		Series B \$0.001 Par		\$0.001 Par				
	Shares	Amount	Shares	Amount	Shares	Amount			
Balance, December 31, 2023	14,000	\$ 14	-	\$ -	678,796,778	\$ 678,797	\$ 2,121,827	\$ (7,873,675)	\$ (5,073,037)
Issuance of common stock for conversion of notes payable	-	-	-	-	631,394,251	631,394	(478,749)	-	152,645
Net loss for the period	-	-	-	-	-	-	-	(73,306)	(73,306)
Balance, March 31, 2024	14,000	14	-	-	1,310,191,029	1,310,191	1,643,078	(7,946,981)	(4,993,698)
Issuance of common stock for conversion of notes payable	-	-	-	-	65,230,769	65,231	(56,751)	-	8,480
Net loss for the period	-	-	-	-	-	-	-	(2,079,465)	(2,079,465)
Balance, June 30, 2024	14,000	\$ 14	-	\$ -	1,375,421,798	\$ 1,375,422	\$ 1,586,327	\$ (10,026,446)	\$ (7,064,683)

*The accompanying notes are an integral part of the unaudited consolidated financial statements.*

**ACCREDITED SOLUTIONS, INC.**  
**Consolidated Statements of Cash Flows**  
**(Unaudited)**

	<b>For the Six Months Ended</b>	
	<b>June 30, 2025</b>	<b>June 30, 2024</b>
<b>Cash flows from operating activities:</b>		
Net income (loss)	\$ (170,169)	\$ (2,152,771)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation	5,509	5,787
Amortization of debt discount	24,244	986
(Gain) loss on derivative liabilities	61,045	1,920,485
Changes in operating assets and liabilities:		
Accounts receivable	-	64,109
Prepaid expenses	28,965	2,072
Accounts payable	(42,751)	(13,533)
Accounts payable to related parties	-	(3,200)
Accrued liabilities	-	(7,482)
Interest payable	9,784	319,206
Interest payable to related parties	2,466	(172,149)
Net cash used in operating activities	(80,907)	(36,490)
<b>Cash flows from investing activities:</b>		
Net cash flows from investing activities	-	-
<b>Cash flows from financing activities:</b>		
Proceeds from convertible notes payable, net of discounts	52,650	-
Repayment of notes payable, net of discounts	(9,233)	-
Proceeds from notes payable, net of discounts	12,000	30,000
Proceeds from issuance of preferred stock	30,000	-
Proceeds from advances	12,240	12,350
Net cash provided by financing activities	97,657	42,350
<b>Net change in cash</b>	16,750	5,860
<b>Cash and cash equivalents - beginning of period</b>	64,787	919
<b>Cash and cash equivalents - end of period</b>	81,537	6,779
<b>Cash and cash equivalents of discontinued operations</b>	(60,268)	-
<b>Cash and cash equivalents of continuing operations</b>	<u>\$ 21,269</u>	<u>\$ 6,779</u>
<b>Supplemental disclosures of cash flow information:</b>		
Cash paid for interest	<u>\$ -</u>	<u>\$ -</u>
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>
<b>Supplemental non-cash information</b>		
Conversion of notes payable into common stock	<u>\$ 48,735</u>	<u>\$ 152,645</u>
Conversion of preferred stock series B into common stock	<u>\$ 252,101</u>	<u>\$ -</u>
Cancellation of preferred series B stock for acquisition of subsidiary	<u>\$ 1,000,000</u>	<u>\$ -</u>

*The accompanying notes are an integral part of the unaudited consolidated financial statements.*

**ACCREDITED SOLUTIONS, INC.**  
**Notes to Consolidated Financial Statements**  
**June 30, 2025**  
**(Unaudited)**

**NOTE 1 – NATURE OF OPERATIONS**

Accredited Solutions, Inc. (the “Company” or “Accredited”), formerly known as Keyser Resources, Inc., Lone Star Gold, Inc. and Good Hemp, Inc., was incorporated in the State of Nevada on November 26, 2007.

On April 1, 2021, the Company entered into an agreement to purchase Diamond Creek Group, LLC, a North Carolina limited liability company which sells the Diamond Creek brand of high alkaline water products, for a total purchase price of \$643,000. On April 2, 2021, the Company closed the acquisition and paid the initial \$500,000 portion of the purchase price, and on April 23, 2021, paid the \$143,000 purchase price balance.

Effective May 11, 2022, the Company completed a Plan and Agreement of Merger (the “PXS Merger Agreement”) with Petro X Solutions, Inc., a Wyoming corporation (“PXS”), with PXS becoming our wholly-owned subsidiary as a result of the PXS Merger. Pursuant to the PXS Merger Agreement, as amended, an aggregate of 120,000,000 shares of Company common stock were issued to the shareholders of PXS in the PXS Merger. PXS markets competitively-priced, environmentally-friendly products.

Effective June 1, 2023, the PXS Merger was rescinded, such that all securities issued by the Company in connection with the PXS Merger were cancelled and the ownership of PXS returned to its prior owners. PXS is being treated as discontinued operations in the consolidated financial statements.

On October 28, 2024, the Company entered into a Membership Interest Purchase Agreement to acquire all of the membership interests of Globetopper, LLC (“Globetopper”) from Craig Span (the “Seller”). Pursuant to the purchase agreement, the Company was required to deliver at closing a \$3,000,000 secured promissory note (the “Closing Note”), which was payable on the three-month anniversary of the closing date of the Globetopper Agreement by delivery of the following: (a) \$1,000,000 in cash; (b) \$1,000,000 by delivery of 1,000 shares of the Company’s Series B Preferred Stock; and (c) \$1,000,000 by the delivery of a secured promissory note (the “Follow-on Note”), to be secured by the acquired membership interests and the assets of Globetopper. The Follow-on Note was payable on the six-month anniversary of its issuance.

The transaction closed on or about November 1, 2024, and on that date, the Company issued the Closing Note to the Seller and subsequently issued the preferred shares to the Seller. On or about January 24, 2025, the parties agreed to extend the cash payment deadlines under the Globetopper purchase agreement. After missing the amended payment deadlines, on June 16, 2025, the Company and the Seller entered into a Mutual Rescission Agreement (the “Rescission Agreement”), pursuant to which the parties agreed to rescind and cancel the original purchase agreement in its entirety. Under the Rescission Agreement, the purchase agreement and Closing Note (and any other transaction agreements and the Shares) were each rescinded and cancelled, and the Company and the Seller are to be returned to their positions prior to entering into the purchase agreement. Globetopper has been treated as discontinued operations in the Company’s consolidated financial statements.

The Company’s operations are centered on those of Diamond Creek Group and its bottled water products.

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Basis of Presentation*

The Company follows the accrual basis of accounting in accordance with generally accepted accounting principles in the United States of America and has a year-end of December 31<sup>st</sup>.

Management further acknowledges that it is solely responsible for adopting sound accounting practices, establishing and maintaining a system of internal accounting control and preventing and detecting fraud. The Company’s system of internal accounting control is designed to assure, among other items, that 1) recorded transactions are valid; 2) valid transactions are recorded; and 3) transactions are recorded in the proper period in a timely manner to produce financial statements which present fairly the financial condition, results of operations and cash flows of the Company for the respective periods being presented.

*Principles of Consolidation*

The accompanying consolidated financial statements include the accounts of Accredited Solutions, Inc., its wholly-owned subsidiary, Diamond Creek Group, LLC, GlobeTopper, LLC and its former subsidiary Petro X Solutions, Inc. (collectively, the “Company”). All intercompany accounts have been eliminated upon consolidation.

### *Condensed Financial Statements*

The unaudited condensed financial statements of the Company for the six month periods ended June 30, 2025 and 2024, have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and pursuant to the requirements for reporting on Form 10-Q and Regulation S-K. Accordingly, they do not include all the information and footnotes required by accounting principles generally accepted in the United States of America for complete financial statements. However, such information reflects all adjustments (consisting solely of normal recurring adjustments), which are, in the opinion of management, necessary for the fair presentation of the financial position and the results of operations. Results shown for interim periods are not necessarily indicative of the results to be obtained for a full fiscal year. The balance sheet information as of December 31, 2024, was derived from the audited financial statements included in the Company’s financial statements as of and for the year ended December 31, 2024. These unaudited condensed financial statements should be read in conjunction with that report.

### *Use of Estimates*

The preparation of financial statements in conformity with U.S. generally accepted accounting principles 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. The Company regularly evaluates estimates and assumptions related to the recoverability of long-lived assets and deferred income tax asset valuation allowances. The Company bases its estimates and assumptions on current facts, historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. The actual results experienced by the Company may differ materially and adversely from the Company’s estimates. To the extent there are material differences between the estimates and the actual results, future results of operations will be affected.

### *Impairment of Long-Lived Assets*

Long-lived assets and certain identifiable intangible assets to be held and used are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. Determination of recoverability is based on an estimate of undiscounted future cash flows resulting from the use of the asset and its eventual disposition. Measurement of an impairment loss for long-lived assets and certain identifiable intangible assets that management expects to hold and use is based on the fair value of the asset. Long-lived assets and certain identifiable intangible assets to be disposed of are reported at the lower of carrying amount or fair value less costs to sell.

### *Goodwill and Other Intangible Assets*

Goodwill and indefinite-lived intangible assets are not amortized, but are evaluated for impairment annually or when indicators of a potential impairment are present. Our impairment testing of goodwill is performed separately from our impairment testing of indefinite-lived intangibles. The annual evaluation for impairment of goodwill and indefinite-lived intangibles is based on valuation models that incorporate assumptions and internal projections of expected future cash flows and operating plans. We believe such assumptions are also comparable to those that would be used by other marketplace participants. We evaluate a number of factors to determine whether an indefinite life is appropriate, including the competitive environment, market share, brand history, product life cycles, operating plans and the macroeconomic environment of the countries in which the brands are sold. When certain events or changes in operating conditions occur, an impairment assessment is performed and indefinite-lived brands may be adjusted to a determinable life. The cost of intangible assets with determinable useful lives is amortized to reflect the pattern of economic benefits consumed, either on a straight-line or accelerated basis over the estimated periods benefited. Patents, technology and other intangibles with contractual terms are generally amortized over their respective legal or contractual lives. Customer relationships, brands and other non-contractual intangible assets with determinable lives are amortized over periods generally ranging from 5 to 30 years. When certain events or changes in operating conditions occur, an impairment assessment is performed and lives of intangible assets with determinable lives may be adjusted.

### *Fair Value of Financial Instruments*

The FASB issued ASC 820-10, *Fair Value Measurements and Disclosures*, for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair

value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required by the standard that the Company uses to measure fair value:

- Level 1: Quoted prices in active markets for identical assets or liabilities
- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.
- Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Determining which category an asset or liability falls within the hierarchy requires significant judgment. We evaluate our hierarchy disclosures each quarter.

#### *Cash and Cash Equivalents*

For purposes of the statement of cash flows, cash equivalents include demand deposits, money market funds, and all highly liquid debt instructions with original maturities of three months or less.

The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

#### *Inventory*

Inventory consisting of raw materials and finished product is stated at the lower of cost (first in, first out method) or net realizable value.

#### *Concentration and Credit Risk*

The Company does not have any financial asset and therefore is not exposed to any credit risks.

Cash - The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

#### *Accounts Receivable and Allowance for Doubtful Accounts*

Trade accounts receivable consists of product sales to customers. Trade accounts receivable are generally due 30 days after issuance of the invoice. Receivables past due more than 120 days are considered delinquent. Delinquent receivables are written off based on specific circumstances of the customer. At June 30, 2025, an allowance was not deemed necessary.

#### *Derivative Financial Instruments*

For derivative financial instruments that are accounted for as liabilities, the derivative instrument is initially recorded at its fair value and is then re-valued at each reporting date, with changes in the fair value reported in the statements of operations. For stock-based derivative financial instruments, the Company used a Black Scholes valuation model to value the derivative instruments at inception and on subsequent valuation dates. The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is evaluated at the end of each reporting period. Derivative liabilities are classified in the balance sheet as current or non-current based on whether or not net-cash settlement or conversion of the instrument could be required within 12 months of the balance sheet date.

#### *Commitment and Contingencies*

The Company follows ASC 450-20, Loss Contingencies, 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.

The Company follows ASC 440-10, Commitments, to report accounting for certain commitments.

#### *Net Loss Per Common Share*

The Company computes net income or loss per share in accordance with ASC 260 Earnings per Share. Under the provisions of the Earnings per Share Topic ASC, basic net loss per share is computed by dividing the net loss available to common stockholders for the period by the weighted average number of shares of common stock outstanding during the period. The calculation of diluted net loss per share gives effect to common stock equivalents; however, potential common shares are excluded if their effect is anti-dilutive.

#### *Income Taxes*

The Company accounts for its income taxes in accordance with ASC 740 Income Taxes, which requires recognition of deferred tax assets and liabilities for future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and tax credit carry forwards. 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 on deferred tax assets and liabilities of a change in tax rates is recognized in operations in the period that includes the enactment date. A valuation allowance is provided for the amount of deferred tax assets that would otherwise be recorded for income tax benefits primarily relating to operating loss carryforwards as realization cannot be determined to be more likely than not.

The statement establishes a more-likely-than-not threshold for recognizing the benefits of tax return positions in the financial statements. Also, the statement implements a process for measuring those tax positions which meet the recognition threshold of being ultimately sustained upon examination by the taxing authorities. There are no uncertain tax positions taken by the Company on its tax returns and the adoption of the statement had no material impact to the Company's financial statements. The Company files tax returns in the US and states in which it has operations and is subject to taxation. Tax years subsequent to 2020 remain open to examination by U.S. federal and state tax jurisdictions.

#### *Revenue Recognition*

Revenue is recognized in accordance with ASC 606. The Company performs the following five steps: (i) identify the contract(s) with a customer, (ii) identify the performance obligations in the contract, (iii) determine the transaction price, (iv) allocate the transaction price to the performance obligations in the contract, and (v) recognize revenue when (or as) the entity satisfies a performance obligation. The Company applies the five-step model to arrangements that meet the definition of a contract under Topic 606, including when it is probable that the entity will collect the consideration it is entitled to in exchange for the goods or services it transfers to the customer. At contract inception, once the contract is determined to be within the scope of Topic 606, the Company evaluates the goods or services promised within each contract related performance obligation and assesses whether each promised good or service is distinct. The Company recognizes as revenue, the amount of the transaction price that is allocated to the respective performance obligation when (or as) the performance obligation is satisfied.

The Company recognizes revenue upon completion of our performance obligations or expiration of the contractual time to use services such as professional service hours purchased in bulk for a given time period.

#### *Recently Issued Accounting Pronouncements*

From time to time, new accounting pronouncements are issued by FASB that are adopted by the Company as of the specified effective date. If not discussed, management believes that the impact of recently issued standards, which are not yet effective, will not have a material impact on the Company's financial statements upon adoption.

### **NOTE 3 – GOING CONCERN**

The accompanying consolidated financial statements have been prepared using generally accepted in the United States of American applicable to a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has recurring losses, an accumulated deficit and a working capital deficiency. As reflected in the financial statements, the Company had a working capital deficit of \$1,378,378 at June 30, 2025, had a net loss of \$170,169 for the six months ended June 30, 2025, and cash used in operating activities of \$80,907 for the six months ended June 30, 2025. Management's plans include raising capital in the debt and equity markets. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until its operations become established enough to be considered reliably profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations. These factors raise substantial doubt about the Company's ability to continue as a going concern for a period of one year from the issuance of these financial statements. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.



The financial statements do not include any adjustments related to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company is unable to continue as a going concern.

#### NOTE 4 – GLOBETOPPER, LLC.

,On October 28, 2024, the Company entered into a Membership Interest Purchase Agreement to acquire all of the membership interests of Globetopper, LLC (“Globetopper”) from Craig Span (the “Seller”). Pursuant to the purchase agreement, the Company was required to deliver at closing a \$3,000,000 secured promissory note (the “Closing Note”), which was payable on the three-month anniversary of the closing date of the Globetopper Agreement by delivery of the following: (a) \$1,000,000 in cash; (b) \$1,000,000 by delivery of 1,000 shares of the Company’s Series B Preferred Stock; and (c) \$1,000,000 by the delivery of a secured promissory note (the “Follow-on Note”), to be secured by the acquired membership interests and the assets of Globetopper. The Follow-on Note was payable on the six-month anniversary of its issuance.

The transaction closed on or about November 1, 2024, and on that date, the Company issued the Closing Note to the Seller and subsequently issued the preferred shares to the Seller. On or about January 24, 2025, the parties agreed to extend the cash payment deadlines under the Globetopper purchase agreement. After missing the amended payment deadlines, on June 16, 2025, the Company and the Seller entered into a Mutual Rescission Agreement (the “Rescission Agreement”), pursuant to which the parties agreed to rescind and cancel the original purchase agreement in its entirety. Under the Rescission Agreement, the purchase agreement and Closing Note (and any other transaction agreements and the Shares) were each rescinded and cancelled, and the Company and the Seller are to be returned to their positions prior to entering into the purchase agreement. Globetopper has been treated as discontinued operations in the Company’s consolidated financial statements.

Accordingly, (1) the Company’s Consolidated Balance Sheets as of June 30, 2025 and December 31, 2024 reports GlobeTopper as discontinued operations, (2) the Company’s Consolidated Statement of Operations and Consolidated Statement of Cash Flows for the three and six months ended June 30, 2025 and 2024 reports GlobeTopper as discontinued operations.

#### NOTE 5 – INTANGIBLE ASSETS

On April 1, 2021, the Company entered into an agreement to purchase Diamond Creek Group, LLC, a North Carolina limited liability company which sells the Diamond Creek brand of high alkaline water products, for a total purchase price of \$643,000. On April 2, 2021, the Company closed the acquisition and paid the initial \$500,000 portion of the purchase price, and on April 23, 2021, paid the \$143,000 purchase price balance. During 2021, a major customer chose not to continue purchasing products from Diamond Creek. The Company evaluated goodwill and determined that it was impaired by \$161,309. The determination was based upon the loss of a major customer of Diamond Creek, with the resulting decline in revenues. The purchase price was allocated as follows:

<b>Purchase Price Allocation</b>	<b>Amount</b>
Acquisition cost	\$ 643,000
Assets acquired	
Cash and cash equivalents	38,635
Accounts receivable	41,611
Property and equipment	97,228
Trademark	100,000
Total assets acquired	277,474
Liabilities assumed	
Accounts payable and accrued liabilities	77,998
Note payable	20,000
Total liabilities assumed	97,998
	463,524
Impairment of goodwill	161,309
Goodwill as of December 31, 2021	\$ 302,215

For the fiscal year 2023, the Company evaluated the goodwill in accordance with ASC 350-20 “Goodwill”. The Company determined that there had been a significant change in the market. Food and transportation costs had increase significantly in the last couple years. Sales had dropped significantly in fiscal year 2022 and only moderately rebounded in fiscal year 2023. The Company also performed a

fair value evaluation. Based on the evaluations, the Company determined that there should be a complete impairment of goodwill during the year ended December 31, 2023. The Company recognized an impairment of goodwill of \$302,215 leaving a balance of \$0 in goodwill as of December 31, 2023.

	<b>Amount</b>
Goodwill as of December 31, 2021	\$ 302,215
Impairment of goodwill	(302,215)
Goodwill as of December 31, 2023	<u>\$ -</u>

On October 28, 2024, the Company entered into a Membership Interest Purchase Agreement to acquire all of the membership interests of Globetopper, LLC (“Globetopper”) from Craig Span (the “Seller”). Pursuant to the purchase agreement, the Company was required to deliver at closing a \$3,000,000 secured promissory note (the “Closing Note”), which was payable on the three-month anniversary of the closing date of the Globetopper Agreement by delivery of the following: (a) \$1,000,000 in cash; (b) \$1,000,000 by delivery of 1,000 shares of the Company’s Series B Preferred Stock; and (c) \$1,000,000 by the delivery of a secured promissory note (the “Follow-on Note”), to be secured by the acquired membership interests and the assets of Globetopper. The Company recorded goodwill for the acquisition of GlobeTopper of \$3,566,317.

<b>Purchase Price Allocation</b>	<b>Amount</b>
Acquisition cost	\$ 3,000,000
Assets acquired	
Cash and cash equivalents	60,268
Prepaid accounts	450,430
Trademark	<u>-</u>
Total assets acquired	510,698
Liabilities assumed	
Accounts payable and accrued liabilities	71,017
Lines of credit	134,333
Deferred revenue	<u>871,665</u>
Total liabilities assumed	1,077,015
Goodwill	<u>\$ 3,566,317</u>

## NOTE 6 – NOTES PAYABLE

On March 26, 2021, the Company entered into a securities purchase agreement with Leonite Capital LLC (“Leonite”) pursuant to which the Company agreed to issue to the Investor an 8% Convertible Promissory Note, dated March 26, 2021, in the principal amount of \$568,182. The note was funded by the Investor on March 26, 2021, and on such date pursuant to the securities purchase agreement, the Company reimbursed the Investor for expenses for legal fees and due diligence of \$2,000. The securities purchase agreement includes customary representations, warranties and covenants by the Company and customary closing conditions. The note matures 12 months after the date of the note on March 26, 2022. The note is convertible into shares of the Company’s common stock beginning on the date which is 180 days from the date of the note, at a conversion price equal to 65% multiplied by the lowest closing bid price during the 20 trading day period ending on the last complete trading day prior to the date of conversion; provided, however, that the Investor may not convert the note to the extent that such conversion would result in the Investor’s beneficial ownership of the Company’s common stock being in excess of 4.99% of the Company’s issued and outstanding common stock. The beneficial ownership limitation may not be waived by the Investor. The note carries a prepayment penalty if the note is paid off in 30, 60, 90, 120, 150, or 180 days following the note date. The prepayment penalty is based on the then-outstanding principal at the time of payoff, plus accrued and unpaid interest, multiplied by 112%, 115%, 118%, 125%, 130%, and 135% respectively. After the expiration of 180 days following the issue date, the Company shall have no right of prepayment. The financing required the Company to issue 65,000 shares of common stock to Leonite. This note was in default so default interest of 24.0% was in place along with penalties. On August 12, 2024, the Company exchanged 569 preferred Series B shares for \$856,674 in principal and accrued default penalties and interest leaving a principal balance of \$30,000. On September 13, 2024, the Company issued 38,000,000 shares of common stock pursuant to a conversion notice for \$8,845 in principal. On April 8, 2025, the Company issued 175,000,000 shares of common stock pursuant to a conversion notice for \$17,550 in principal. As of June 30, 2025 and December 31, 2024, the balance owed was \$3,805 and \$21,355 and accrued interest and penalties was \$0 and \$0, respectively.

On October 5, 2021, the Company entered into a securities purchase agreement (the “Jefferson SPA”) with Jefferson Street Capital, LLC, a New Jersey limited liability company, pursuant to which the Company agreed to issue to the investor a 10% Convertible Redeemable Promissory Note (the “Jefferson Note”), dated October 5, 2021, in the principal amount of \$275,000. The Jefferson Note included a \$25,000 original issue discount, and was funded by the investor on October 13, 2021, and on such date pursuant to the Jefferson Note, the Company reimbursed the investor for loan fees of \$20,000, receiving net funding of \$230,000. The Jefferson SPA includes customary representations, warranties and covenants by the Company and customary closing conditions. The Jefferson Note matures on August 20, 2022. The note is convertible into shares of the Company’s common stock at any time at a conversion price equal to 75% multiplied by the lowest closing bid price during the 10 trading day period prior to the date of conversion (and including the conversion date); provided, however, that the investor may not convert the note to the extent that such conversion would result in the investor’s beneficial ownership of the Company’s common stock being in excess of 4.99% of the Company’s issued and outstanding common stock. This note was in default so default interest of 24.0% was in place along with penalties. On August 12, 2024, the Company exchanged 152 preferred Series B shares for \$138,356 in principal and accrued default penalties and interest leaving a principal balance of \$35,000. As of June 30, 2025 and December 31, 2024, the balance owed was \$35,000 and \$35,000 and accrued interest and penalties was \$0 and \$0, respectively.

On July 10, 2024, the Company entered into a securities purchase agreement with Leonite Capital LLC (“Leonite”) pursuant to which the Company agreed to issue to the Investor an 18% Promissory Note, dated July 10, 2024, in the principal amount of \$6,000. The note was funded by the Investor on July 10, 2024, and on such date pursuant to the securities purchase agreement, the Company reimbursed the Investor for expenses for legal fees and due diligence of \$1,000. The securities purchase agreement includes customary representations, warranties and covenants by the Company and customary closing conditions. The note matures 12 months after the date of the note on July 10, 2025. During the six months ended June 30, 2025, the Company received an additional \$12,000 in cash on this note. As of June 30, 2025 and December 31, 2024, the balance owed was \$18,000 and \$6,000 and accrued interest was \$1,050 and \$515, respectively.

On July 31, 2024, the Company entered into a securities purchase agreement (the “Metrospaces”) with Metrospaces, Inc., a Florida corporation, pursuant to which the Company agreed to issue to the investor an 8% Promissory Note (the “Metrospaces Note”), dated July 31, 2024, in the principal amount of \$22,000. The note was funded by the Investor on July 31, 2024, and on such date pursuant to the securities purchase agreement, the Company reimbursed the Investor for expenses for legal fees and due diligence of \$2,000. The Metrospaces Note includes customary representations, warranties and covenants by the Company and customary closing conditions. The Metrospaces Note matures on December 31, 2024. The Company has made payments of \$22,902 towards this note and accrued interest. As of June 30, 2025 and December 31, 2024, the balance owed was \$0 and \$6,2500 and accrued interest was \$0 and \$682, respectively.

On August 9, 2024, the Company entered into a securities purchase agreement (the “Metrospaces”) with Metrospaces, Inc., a Florida corporation, pursuant to which the Company agreed to issue to the investor an 8% Promissory Note (the “Metrospaces Note”), dated August 9, 2024, in the principal amount of \$27,500. The note was funded by the Investor on August 9, 2024, and on such date pursuant to the securities purchase agreement, the Company reimbursed the Investor for expenses for legal fees and due diligence of \$2,500. The Metrospaces Note includes customary representations, warranties and covenants by the Company and customary closing conditions. The Metrospaces Note matures on December 31, 2024. During the six months ended June 30, 2025, the Company paid \$2,449 towards accrued interest. As of June 30, 2025 and December 31, 2024, the balance owed was \$27,500 and \$27,500 and accrued interest was \$0 and \$1,085, respectively.

On August 14, 2024, the Company entered into a securities purchase agreement (the “AES Capital SPA”) with AES Capital Management, LLC, a Nevada corporation, pursuant to which the Company agreed to issue to the investor a 8% Convertible Redeemable Promissory Note (the “AES Capital Note”), dated August 14, 2024, in the principal amount of \$12,000. The AES Capital SPA includes customary representations, warranties and covenants by the Company and customary closing conditions. The AES Capital Note matures on August 14, 2025. The note is convertible into shares of the Company’s common stock at any time at a conversion price of \$0.0007 per share, however, that the investor may not convert the note to the extent that such conversion would result in the investor’s beneficial ownership of the Company’s common stock being in excess of 9.99% of the Company’s issued and outstanding common stock. As of June 30, 2025 and December 31, 2024, the balance owed was \$12,000 and \$12,000 and accrued interest was \$842 and \$366, respectively.

On August 16, 2024, the Company entered into a securities purchase agreement (the “Metrospaces”) with Metrospaces, Inc., a Florida corporation, pursuant to which the Company agreed to issue to the investor an 8% Promissory Note (the “Metrospaces Note”), dated August 16, 2024, in the principal amount of \$52,250. The note was funded by the Investor on August 16, 2024, and on such date pursuant to the securities purchase agreement, the Company reimbursed the Investor for expenses for legal fees and due diligence of \$4,750. The Metrospaces Note includes customary representations, warranties and covenants by the Company and customary closing conditions. The Metrospaces Note matures on December 31, 2024. During the six months ended June 30, 2025, the Company paid \$454 towards accrued interest. As of June 30, 2025 and December 31, 2024, the balance owed was \$52,250 and \$52,250 and accrued interest was \$4,098 and \$1,961, respectively.

On August 29, 2024, the Company entered into a securities purchase agreement (the “Apollo SPA”) with Apollo Management Group, Inc., a Florida corporation, pursuant to which the Company agreed to issue to the investor a 12% Convertible Redeemable Promissory Note (the “Apollo Note”), dated August 29, 2024, in the principal amount of \$60,000. The Apollo SPA includes customary representations, warranties and covenants by the Company and customary closing conditions. The Apollo Note matures on August 29, 2025. The note is convertible into shares of the Company’s common stock at any time at a variable conversion price that equals the lesser of (i) 40% multiplied by the lowest Trading Price (as defined below) during the previous thirty (30) Trading Days (as defined below) before the Issue Date of this Note (representing a discount rate of 60%) or (ii) 40% multiplied by the Market Price (as defined herein) (representing a discount rate of 60%). “Market Price” means the lowest Trading Price (as defined below) for the Common Stock during the thirty (30) Trading Day period ending on the latest complete Trading Day prior to the Conversion Date; provided however, that the investor may not convert the note to the extent that such conversion would result in the investor’s beneficial ownership of the Company’s common stock being in excess of 4.99% of the Company’s issued and outstanding common stock. As of June 30, 2025 and December 31, 2024, the balance owed was \$60,000 and \$60,000 and accrued interest was \$6,016 and \$2,446, respectively.

On August 29, 2024, the Company entered into a convertible promissory note with JanBella Group, LLC. in the principal amount of \$42,000. The note has an 8% interest rate and matures on August 29, 2025. The note was funded by the Investor on August 29, 2024, and on such date pursuant to the securities purchase agreement, the Company reimbursed the Investor for expenses for legal fees and due diligence of \$7,000. The conversion price is 25% of the closing market price of the trading day immediately preceding the date of conversion. As of June 30, 2025 and December 31, 2024, the balance owed was \$10,815 and \$42,000 and accrued interest was \$2,808 and \$1,141, respectively.

On September 9, 2024, the Company entered into a securities purchase agreement (the “Apollo SPA”) with Apollo Management Group, Inc., a Florida corporation, pursuant to which the Company agreed to issue to the investor a 12% Convertible Redeemable Promissory Note (the “Apollo Note”), dated September 9, 2024, in the principal amount of \$22,000. The Apollo SPA includes customary representations, warranties and covenants by the Company and customary closing conditions. The Apollo Note matures on September 8, 2025. The note is convertible into shares of the Company’s common stock at any time at a variable conversion price that equals the lesser of (i) 40% multiplied by the lowest Trading Price (as defined below) during the previous thirty (30) Trading Days (as defined below) before the Issue Date of this Note (representing a discount rate of 60%) or (ii) 40% multiplied by the Market Price (as defined herein) (representing a discount rate of 60%). “Market Price” means the lowest Trading Price (as defined below) for the Common Stock during the thirty (30) Trading Day period ending on the latest complete Trading Day prior to the Conversion Date; provided however, that the investor may not convert the note to the extent that such conversion would result in the investor’s beneficial ownership of the Company’s common stock being in excess of 4.99% of the Company’s issued and outstanding common stock. As of June 30, 2025 and December 31, 2024, the balance owed was \$22,000 and \$22,000 and accrued interest was \$2,126 and \$817, respectively.

On September 10, 2024, the Company entered into a convertible promissory note with JanBella Group, LLC. in the principal amount of \$18,000. The note has an 8% interest rate and matures on September 10, 2025. The note was funded by the Investor on September 10, 2024, and on such date pursuant to the securities purchase agreement, the Company reimbursed the Investor for expenses for legal fees and due diligence of \$3,000. The conversion price is 25% of the closing market price of the trading day immediately preceding the date of conversion. As of June 30, 2025 and December 31, 2024, the balance owed was \$18,000 and \$18,000 and accrued interest was \$1,156 and \$442, respectively.

On October 29, 2024, the Company entered into a convertible promissory note with JanBella Group, LLC. in the principal amount of \$72,000. The note has an 8% interest rate and matures on October 29, 2025. The note was funded by the Investor on October 29, 2024, and on such date pursuant to the securities purchase agreement, the Company reimbursed the Investor for expenses for legal fees and due diligence of \$12,000. The conversion price is 50% of the closing market price of the trading day immediately preceding the date of conversion. As of June 30, 2025 and December 31, 2024, the balance owed was \$72,000 and \$72,000 and accrued interest was \$3,851 and \$994, respectively.

On December 3, 2024, the Company entered into a securities purchase agreement (the “Apollo SPA”) with Apollo Management Group, Inc., a Florida corporation, pursuant to which the Company agreed to issue to the investor a 12% Convertible Redeemable Promissory Note (the “Apollo Note”), dated December 3, 2024, in the principal amount of \$38,500. The Apollo SPA includes customary representations, warranties and covenants by the Company and customary closing conditions. The Apollo Note matures on September 8, 2025. The note is convertible into shares of the Company’s common stock at any time at a variable conversion price that equals the lesser of (i) 40% multiplied by the lowest Trading Price (as defined below) during the previous thirty (30) Trading Days (as defined below) before the Issue Date of this Note (representing a discount rate of 60%) or (ii) 40% multiplied by the Market Price (as defined herein) (representing a discount rate of 60%). “Market Price” means the lowest Trading Price (as defined below) for the Common Stock during the thirty (30) Trading Day period ending on the latest complete Trading Day prior to the Conversion Date; provided however, that the investor may not convert the note to the extent that such conversion would result in the investor’s beneficial ownership of the Company’s common stock being in excess of 4.99% of the Company’s issued and outstanding common stock. As of June 30, 2025 and December 31, 2024, the balance owed was \$38,500 and \$38,500 and accrued interest was \$2,645 and \$354, respectively.

On December 10, 2024, the Company entered into a convertible promissory note with JanBella Group, LLC. in the principal amount of \$37,950. The note has an 8% interest rate and matures on December 10, 2025. The note was funded by the Investor on December 10, 2024, and on such date pursuant to the securities purchase agreement, the Company reimbursed the Investor for expenses for legal fees and due diligence of \$3,450. The conversion price is 50% of the closing market price of the trading day immediately preceding the date of conversion. As of June 30, 2025 and December 31, 2024, the balance owed was \$37,950 and \$37,950 and accrued interest was \$1,680 and \$175, respectively.

On December 27, 2024, the Company entered into a securities purchase agreement (the “Apollo SPA”) with Apollo Management Group, Inc., a Florida corporation, pursuant to which the Company agreed to issue to the investor a 12% Convertible Redeemable Promissory Note (the “Apollo Note”), dated December 3, 2024, in the principal amount of \$8,800. During the three months ended March 31, 2025, the Company received an additional \$71,125 from Apollo SPA. The Apollo SPA includes customary representations, warranties and covenants by the Company and customary closing conditions. The Apollo Note matures on September 8, 2025. The note is convertible into shares of the Company’s common stock at any time at a variable conversion price that equals the lesser of (i) 40% multiplied by the lowest Trading Price (as defined below) during the previous thirty (30) Trading Days (as defined below) before the Issue Date of this Note (representing a discount rate of 60%) or (ii) 40% multiplied by the Market Price (as defined herein) (representing a discount rate of 60%). “Market Price” means the lowest Trading Price (as defined below) for the Common Stock during the thirty (30) Trading Day period ending on the latest complete Trading Day prior to the Conversion Date; provided however, that the investor may not convert the note to the extent that such conversion would result in the investor’s beneficial ownership of the Company’s common stock being in excess of 4.99% of the Company’s issued and outstanding common stock. During the six months ended June 30, 2025, the Company received an additional \$76,681 in cash on this note. As of June 30, 2025 and December 31, 2024, the balance owed was \$85,481 and \$8,800 and accrued interest was \$524 and \$12, respectively.

#### **NOTE 7 – RELATED PARTY TRANSACTIONS**

In February 2023 through June 2023, a former officer and director of the Company, Eric Newlan (then an officer and director of the Company) made advances on behalf of the Company in the total amount of \$14,100, which amounts were used to pay operating expenses of the Company. The amounts loaned by Mr. Newlan are due on demand and bear no interest.

From July 2023 through December 2023, Mr. Alessi, while the Company’s controlling shareholder, made advances on behalf of the Company in the total amount of \$15,350, which amounts were used to pay operating expenses of the Company. During the year ended December 31, 2024, Mr. Alessi made advances amounting to \$5,000 more for operating funds. The amounts loaned by Mr. Alessi are due on demand and bear no interest. Based on the transaction noted above, Mr. Alessi is no longer a related party.

During the year ended December 31, 2024, an officer and director of the Company, Eduardo Brito, made advances on behalf of the Company in the total amount of 27,948, which amounts were used to pay operating expenses of the Company. During the year ended December 31, 2024, the Company made payments of \$18,574. The amounts loaned by Mr. Brito are due on demand and bear no interest. During the six months ended June 30, 2025, the Company received an additional \$12,239.77 in cash on this note and made payments on this note of \$18,475. As of June 30, 2025 and December 31, 2024, these advances had a balance of \$3,138 and \$9,374, respectively.

On September 4, 2024, the Company entered into four convertible promissory notes with employees and officers of the Company in the principal amount of \$165,000 for services rendered to the Company. The notes have an 8% interest rate and mature on September 4, 2025. The conversion price is 25% of the closing market price of the trading day immediately preceding the date of conversion. As of March 31, 2025 and December 31, 2024, the balance owed was \$165,000 and \$165,000 and accrued interest was \$10,813 and \$4,267, respectively.

#### **NOTE 8 – DERIVATIVE LIABILITIES**

The Company analyzed the conversion option for derivative accounting consideration under ASC 815, Derivatives and Hedging, and hedging, and determined that the instrument should be classified as a liability since the conversion option becomes effective at issuance resulting in there being no explicit limit to the number of shares to be delivered upon settlement of the above conversion options. The Company determined our derivative liabilities to be a Level 3 fair value measurement and used the Binomial pricing model to calculate the fair value as of December 31, 2024. The Binomial model requires six basic data inputs: the exercise or strike price, time to expiration, the risk-free interest rate, the current stock price, the estimated volatility of the stock price in the future, and the dividend rate. Changes to these inputs could produce a significantly higher or lower fair value measurement. For the year ended December 31, 2024, the fair value of each convertible note is estimated using the Binomial valuation model. The Company changed the method of valuation of derivative liabilities to using the Binomial option pricing model for the year ended December 31, 2023, from Black Scholes option pricing model used for the year ended December 31, 2022. This change of valuation method used resulted in a decrease in derivative liabilities of \$289,388.

For six months ended June 30, 2025, the assumptions utilized in estimating fair values of the liabilities measured on a recurring basis are as follows:

	<b>For the Six Months Ended June 30, 2025</b>
Expected term	0.08 - 0.92 years
Expected average volatility	269.62 - 356.51%
Expected dividend yield	-
Risk-free interest rate	4.16 - 4.40%

The fair value measurements of the derivative liabilities at June 30, 2025, is summarized:

<b>Total</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
\$ 430,967	\$ -	\$ -	\$ 430,967

The fair value measurements of the derivative liabilities at December 31, 2024, is summarized:

<b>Total</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
\$ 430,967	\$ -	\$ -	\$ 430,967

## NOTE 9 – COMMITMENTS AND CONTINGENCIES

### Legal Matters

The Company is subject, from time to time, to claims by third parties under various legal disputes. The defense of such claims, or any adverse outcome relating to any such claims, could have a material adverse effect on the Company's liquidity, financial condition and cash flows. As of June 30, 2025, the Company did not have any legal actions pending against it.

### Commitments

None

## NOTE 10 – CAPITAL STOCK

The Company has 30,000,000 shares of Preferred Stock authorized with 15,000 shares designated as Series A Preferred Stock, of which 14,000 is currently issued and outstanding.

A summary description of the Series B Preferred Stock, including the redemption and related provisions, is set forth below.

Designation and Amount. 5,000 shares were 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. 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. 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.

On January 30, 2025, the Company issued 252,100,840 shares common stock for the conversion of 100 shares of Series B Preferred Stock.

On April 29, 2025, the Company issued 35 shares of Series B Preferred Stock for \$30,000 in cash.

On June 16, 2025, the Company cancelled 1,000 shares of Series B Preferred Stock related to the rescission to acquire GlobeTopper, LLC.

### Common Stock

During the six months ended June 30, 2025, the Company issued 211,733,334 shares of common stock to JanBella Group, LLC for conversion of \$31,185 in convertible debt.

During the six months ended June 30, 2025, the Company issued 175,000,000 shares of common stock to Leonite Capital, LLC for conversion of \$17,550 in convertible debt.

### NOTE 12 – WARRANTS

As a placement agent fee in connection with the Company's entering into a Standby Equity Commitment Agreement with MacRab, LLC, in August 2022, the Company issued to MacRab, LLC 5,555,555 cashless warrants with an initial exercise price of \$0.009 per share and mature on August 17, 2027.

### NOTE 14 – DISCONTINUED OPERATIONS

In May 2023, the Company decided to discontinue operations of its subsidiary, Petro X Solutions (PXS). Effective June 1, 2023, the PXS acquisition was rescinded and it ceased being a subsidiary of the Company.

On June 16, 2025, the Company decided to discontinue operations of its subsidiary, GlobeTopper, LLC (GlobeTopper). Effective June 16, 2025, the GlobeTopper acquisition was rescinded and it ceased being a subsidiary of the Company.

In accordance with the provisions of ASC 205-20, the Company has separately reported the assets and liabilities of the discontinued operations (held for sale) in the consolidated balance sheets and consist of the following:

	<u>June 30, 2025</u>	<u>December 31, 2024</u>
CURRENT ASSETS OF DISCONTINUED OPERATIONS:		
Cash and cash equivalents	\$ -	\$ 60,268
Prepaid accounts	-	450,430
TOTAL CURRENT ASSETS OF DISCONTINUED OPERATIONS	<u>\$ -</u>	<u>\$ 510,698</u>
 CURRENT LIABILITIES OF DISCONTINUED OPERATIONS		
Accounts payable and accrued liabilities	\$ -	\$ 71,017
Line of credit	-	134,333
Deferred revenue	-	871,665
TOTAL CURRENT LIABILITIES OF DISCONTINUED OPERATIONS	<u>\$ -</u>	<u>\$ 1,077,015</u>

In accordance with the provisions of ASC 205-20, the Company has not included in the results of continuing operations the results of operations of the discontinued operations in the Consolidated Statements of Operations. There was no results of operations for this entity for the six months ended June 30, 2025 and 2024.

In accordance with the provisions of ASC 205-20, the Company has separately reported the cash flow activity of the discontinued operations in the Consolidated Statements of Cash Flows. There was no cash flow activity from discontinued operations for the six months ended June 30, 2025 and 2024.

### NOTE 12 – SUBSEQUENT EVENTS

Management has evaluated subsequent events, in accordance with FASB ASC Topic 855, "Subsequent Events," through the date which the financial statements were available to be issued and there are no material subsequent events.