

Vaycaychella, Inc.

537 Peachtree St NE Atlanta, GA 30308

+1 470-804-7144

<https://www.vaycaychella.com>

Contact@vaycaychella.com

Quarterly Report

For the period ending June 30, 2025 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

905,941,697 as of 06/30/2025 *(Current Reporting Period Date or More Recent Date)*

925,941,697 as of 12/31/2024 *(Most Recent Completed Fiscal Year End)*

Shell Status

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

⁴ “Change in Control” shall mean any events resulting in:

(i) Any “person” (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the “beneficial owner” (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

The Company's name was changed to Vaycaychella, Inc. as of October 29, 2021 (f/k/a) World Series of Golf, Inc. August 13, 2019 (f/k/a) World Series of GolfD, Inc. June 20, 2019 (f/k/a) World Series of Golf, Inc. February 01, 2008 (f/k/a) Innovative Consumer Products, Inc.

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

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

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

None

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

None

Address of the issuer's principal executive office:

537 Peachtree St NE Atlanta, GA 30308

Address of the issuer's principal place of business:

x Check if principal executive office and principal place of business are the same address:

537 Peachtree St NE Atlanta, GA 30308

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: ☒ Yes: ☐ If Yes, provide additional details below:

N/A

2) Security Information

Transfer Agent

Name: Olde Monmouth Stock Transfer Company, Inc.
Phone: (732) 872-2727
Email: matt@oldemonmouth.com
Address: 200 Memorial Parkway, Atlantic Highlands, NJ 07716

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

| | | |
|--|----------------------|------------------------|
| Trading symbol: | <u>VAYK</u> | |
| Exact title and class of securities outstanding: | <u>Common</u> | |
| CUSIP: | <u>98154X105</u> | |
| Par or stated value: | <u>.001</u> | |
| Total shares authorized: | <u>2,500,000,000</u> | as of date: 06/30/2025 |
| Total shares outstanding: | <u>905,941,697</u> | as of date: 06/30/2025 |
| Total number of shareholders of record: | <u>129</u> | as of date: 06/30/2025 |

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

N/A

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

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

| | | |
|---|---------------------------|------------------------|
| Exact title and class of the security: | <u>Series A Preferred</u> | |
| Par or stated value: | <u>100</u> | |
| Total shares authorized: | <u>10,000,000</u> | as of date: 06/30/2025 |
| Total shares outstanding: | <u>2,000</u> | as of date: 06/30/2025 |
| Total number of shareholders of record: | <u>1</u> | as of date: 06/30/2025 |

| | | |
|---|---------------------------|------------------------|
| Exact title and class of the security: | <u>Series B Preferred</u> | |
| Par or stated value: | <u>1.00</u> | |
| Total shares authorized: | <u>500,000</u> | as of date: 06/30/2025 |
| Total shares outstanding: | <u>500,000</u> | as of date: 06/30/2025 |
| Total number of shareholders of record: | <u>1</u> | as of date: 06/30/2025 |

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

N/A

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Common Stock.

(a) Dividend Rate. Subject to the rights of holders of any Preferred Stock having preferences as to dividends and except as otherwise provided by these Articles of Incorporation, as amended from time to time (hereinafter, the "**Articles**") or the Nevada Revised Statutes (hereinafter, the "**NRS**"), the holders of Common Stock shall be entitled to receive dividends when, as and if declared by the board of directors out of assets legally available therefor.

(b) Voting Rights. Except as otherwise provided by the NRS, the holders of the issued and outstanding shares of Common Stock shall be entitled to one vote for each share of Common Stock. No holder of shares of Common Stock shall have the right to cumulate votes.

(c) Liquidation Rights. In the event of liquidation, dissolution, or winding up of the affairs of the Corporation, whether voluntary or involuntary, subject to the prior rights of holders

of Preferred Stock to share ratably in the Corporation's assets, the Common Stock and any shares of Preferred Stock which are not entitled to any preference in liquidation shall share equally and ratably in the Corporation's assets available for distribution after giving effect to any liquidation preference of any shares of Preferred Stock. A merger, conversion, exchange or consolidation of the Corporation with or into any other person or sale or transfer of all or any part of the assets of the Corporation (which shall not in fact result in the liquidation of the Corporation and the distribution of assets to stockholders) shall not be deemed to be a voluntary or involuntary liquidation, dissolution or winding up of the affairs of the Corporation.

(d) No Conversion, Redemption, or Preemptive Rights. The holders of Common Stock shall not have any conversion, redemption, or preemptive rights.

(e) Consideration for Shares. The Common stock authorized by this Article shall be issued for such consideration as shall be fixed, from time to time, by the board of directors.

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

Series A Preferred Stock:

Liquidation Rights. (a) In the event of any liquidation, dissolution or winding up of the Company, either voluntary or involuntary, the Holders of shares of Series A Preferred Stock shall be entitled to receive, immediately after any distributions to Senior Securities required by the Company's Certificate of Incorporation or any certificate of designation, and prior in preference to any distribution to Junior Securities but in parity with any distribution to Parity Securities, an amount per share equal to \$100 per share.

Conversion Rights:

Right to Convert.

Subsequent to September 1, 2010, each share of Series A Preferred Stock shall be convertible at the option of the holder thereof (except as prohibited by law), in full or in part, at the office of the Company or any transfer agent for such shares, into the number of fully paid and non-assessable shares of common stock of the Corporation provided below.

Conversion Price.

The number of shares of common stock due upon conversion of Series A Preferred Stock shall be the number of shares of Series A Preferred Stock to be converted, multiplied by the Series A Issue Price, divided by the Series A Conversion Price, determined as hereafter provided, in effect at the time of the conversion. The Series A Conversion Price shall be the average of the closing "volume weighted average price" of the common stock of the Company for the five (5) consecutive trading days prior to conversion; provided, however, that such Conversion Price shall be subject to adjustment as set forth below. If there has been no trading in the common stock during the five consecutive trading days prior to conversion, the Series A Conversion Price shall be based on the average of the closing "volume weighted average price" of the common stock for the next immediately preceding five (5) consecutive trading days during which there has been trading in the common stock.

Redemption Rights: The shares of Series A Preferred shall not be redeemable.

Voting Rights: The Record Holders of the Series A Preferred Shares shall have the right to vote on any matter with holders of common stock voting together as one (1) class. For so long as the two thousand (2,000) Series A Preferred Shares remain outstanding, the Record Holders of the Series A Preferred Shares

shall at all times have that number of votes (identical in every other respect to the voting rights of the holders of common stock entitled to vote at any Regular or Special Meeting of the Shareholders) equal to 51% of the total votes required to approve the action being voted on under Nevada law by the vote or consent of the holders of common shares or the holders of other securities entitled to vote, if any. If any of the Series A Preferred Shares are hereinafter converted to common stock as provided herein or otherwise returned by the holders to the Company and thereupon retired, the 51% voting rights of the Series A Preferred Shares shall be proportionally reduced based on the number of shares of the Series A Preferred so converted or returned.

Sinking Fund Provisions: For so long as at least twenty-five percent (25%) of the original shares of Series A Preferred Stock are outstanding none of the following actions shall be taken by the Company without the approval of the holders of at least seventy-five percent (75%) of the then outstanding shares of Series A Preferred Stock: Redeem or purchase or otherwise acquire for value (or pay into or set aside for a sinking fund for such purchase), any equity securities of the Company, or purchase, redeem or otherwise acquire (or pay into or set aside for a sinking fund for such purpose), any equity securities of the Company;

Series B Preferred Stock:

Section 1. Face Value

Each of Series B Preferred Shares shall bear a face value of one dollar even (\$1.00).

Section 2. Initial Issuance Date

Each and every Series B Preferred Share is issued on the date of January 01, 2025 (the “**Initial Issuance Date**”), which is also evidenced on the cover of this Certificate as well as on the signature page.

Section 3. No Dividends and Non-transferrable.

Except for otherwise it may be granted by the Company in writing from time to time, holders of Series B Preferred Shares shall NOT be entitled to receive any dividends, regardless of any dividends that may be attributed to any other classes of shares of the Company, including common stocks of the Company (the “**Common Stocks**”).

Except for otherwise it may be granted by the Company in writing from time to time, Series B Preferred Shares shall be held by the holder on record and shall NOT be assigned or transferred to any other persons.

Section 4. Voting Rights.

Holders of Series B Preferred Shares shall be entitled to no voting rights on any business matters of the Company.

Holders of Series B Preferred Shares shall become holder of Common Stocks, and thereby have voting rights the same as any other Common Stock holders, immediately at the moment when the holder converts any number of Series B Preferred Shares into Common Stocks. Voting rights defined herein shall apply to any ongoing voting processes that are not concluded at the moment of conversion.

Section 5. Ranking

All shares of Common Stocks shall be of junior rank to all preferred shares, including this Series B Preferred Shares, with respect to the preferences as to dividends or distributions, if any, and payments upon liquidation event. The rights of the shares of Common Stocks shall be subject to the preferences and relative rights of all preferred stocks.

All shares of Series A Preferred Shares shall be of senior rank to Series B Preferred Stocks with respect to the preferences as to dividends or distributions, and payments upon liquidation event. The rights of the shares of Series B Preferred Shares shall be subject to the preferences and relative rights of the Series A Preferred Shares.

All shares of other series of preferred stocks shall be of junior rank to Series B Preferred Stocks with respect to the preferences as to dividends or distributions, and payments upon liquidation event. The rights of the shares of other series of preferred shares shall be subject to the preferences and relative rights of the Series B Preferred Shares.

Section 6. Conversion

Series B Preferred Shares shall be convertible into shares of Common Stocks on the terms and conditions set forth in this Section 6 and the following Section 7 and 8.

a. Holder's Conversion Rights. Subject to terms and conditions hereinunder in Section 6(b) , 6(c) and 6(d), any Holder (the "**Converting Holder**") shall be entitled to convert any number of Series B Preferred Shares into fully paid and nonassessable shares of Common Stocks, at any time or times on or after the earlier date of i) twenty-four (24) calendar months after the Initial Issuance Date; OR ii) when the closing price of the Company's Common Stocks as quoted on its primary trading platform has remained above half cent (\$0.005) per share for a consecutive ten (10) trading days, regardless of whether the Company has conducted any reverse split of its Common Stocks.

b. Conversion Ratio. For each share of Series B Preferred Shares converted, the Converting Holder shall be issued two hundred (200) shares of Common Stocks, regardless of whether the Company has conducted any reverse split of its Common Stocks.

3. **Describe any other material rights of common or preferred stockholders.**

Non-Assessment of Stock. The capital stock of the Corporation, after the amount of the subscription price has been fully paid, shall not be assessable for any purpose, and no stock issued as fully paid shall ever be assessable or assessed, and the Articles shall not be amended in this particular. No stockholder of the Corporation is individually liable for the debts or liabilities of the Corporation.

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None

3) Issuance History

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

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: x (If yes, you must complete the table below)

| Shares Outstanding as of Second Most Recent Fiscal Year End: | | | *Right-click the rows below and select "Insert" to add rows as needed. | | | | | | |
|--|--|--|--|---|--|--|--|---|---------------------------------|
| Opening Balance | | | | | | | | | |
| Date <u>12/31/2022</u> | | | Common: <u>862,883,796</u> Preferred: <u>5,000</u> | | | | | | |
| 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. |
| <u>07/30/2023</u> | <u>Cancellation, shares returned to treasury</u> | <u>3,000</u> | <u>Preferred (non-designated)</u> | <u>50.00</u> | <u>No</u> | <u>Blue Citi, LLC (Rob Malin)</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| <u>09/10/2023</u> | <u>New Issuance</u> | <u>43,057,901</u> | <u>Common</u> | <u>.0073</u> | <u>No</u> | <u>James D. Tilton, Jr.</u> | <u>Promissory Note Conversion</u> | <u>Restricted</u> | <u>3(a)(9)</u> |
| <u>07/25/2024</u> | <u>New Issuance</u> | <u>20,000,000</u> | <u>Common</u> | <u>.0008</u> | <u>No</u> | <u>Stephanie Anderl</u> | <u>Exchange Agreement</u> | <u>Restricted</u> | <u>3(a)(9)</u> |
| <u>12/02/2024</u> | <u>New Issuance</u> | <u>500,000</u> | <u>Series B Preferred</u> | <u>1.00</u> | <u>No</u> | <u>EES, LLC (Jason Armstrong)</u> | <u>Exchange Agreement</u> | <u>Restricted</u> | <u>3(a)(9)</u> |
| <u>06/23/2025</u> | <u>Cancellation, shares returned to treasury</u> | <u>20,000,000</u> | <u>Common</u> | <u>.0008</u> | <u>No</u> | <u>Stephanie Anderl</u> | <u>Officer Resignation</u> | <u>N/A</u> | <u>N/A</u> |

| | |
|--|----------------------------|
| Shares Outstanding on Date of This Report: | |
| <u>Ending Balance:</u> | |
| Date <u>06/30/2025</u> | Common: <u>905,941,697</u> |
| | Preferred: <u>502,000</u> |

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

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

N/A

B. Convertible Debt

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

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

| Date of Note Issuance | Principal Amount at Issuance (\$) | Outstanding Balance (\$) (include accrued interest) | Maturity Date | Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares) | # Shares Converted to Date | # of Potential Shares to be Issued Upon Conversion ⁵ | Name of Noteholder (entities must have individual with voting / investment control disclosed). | Reason for Issuance (e.g., Loan, Services, etc.) |
|----------------------------|-----------------------------------|--|---------------|--|----------------------------|---|---|---|
| 01/27/2025 | 90,000 | 94,650 | 01/26/27 | 50% Discount to Market or .001 | -0- | 94,650,000 | UC Asset, LP (Jason Cunningham) | Loan |
| 07/10/2024 | 150,000 | 164,538 | 07/09/2025 | 50% Discount to Market or .001 | -0- | 164,538,000 | UC Asset, LP (Jason Cunningham) | Loan |
| 01/30/2023 | 414,000 | 502,320 | 07/31/2025 | 50% Discount to Market or .001 | -0- | 502,320,000 | UC Asset, LP (Jason Cunningham) | Loan |
| 04/14/2010 | 50,000 | 110,500 | 03/31/2011 | 50% Discount to Market or .001 | -0- | 110,500,000 | Green Life, Inc. (Barry Ginsberg) | Loan |
| Total Outstanding Balance: | | 872,008 | Total Shares: | | -0- | 872,008,000 | | |

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

N/A

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

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

VAYK provides a whole package solution, including financing, renovation and management services, to people who invest in and operate short-term rentals on platforms such as Airbnb, Vrbo and HomeToGo, etc. Its one-stop solution integrates innovative financial tools with 21st century technologies, including blockchain technologies (cryptocurrencies/NFTs) and a peer-to-peer (P2P) lending application (app) under development.

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

Great Estate Builders, LLC (100%) and EES LLC (50.1%)

C. Describe the issuers' principal products or services.

Vaycaychella finances, renovates and operates residential properties, in particular, historic landmarks, into short-term vacation rentals, on platforms such as Airbnb, Vrbo and HomeToGo, etc. In addition, Vaycaychella has fintech background and will continue to serve short-term property investors and operators using 21st century technologies, including blockchain technologies (cryptocurrencies/NFTs) and a peer-to-peer (P2P) lending application (app) under development.

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company shares office space in Atlanta, Georgia

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

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

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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

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

| Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity) | Position/Company Affiliation (ex: CEO, 5% Control person) | City and State (Include Country if outside U.S.) | Number of Shares Owned (List common, preferred, warrants and options separately) | Class of Shares Owned | Percentage of Class of Shares Owned (undiluted) |
|--|--|--|---|-----------------------------|---|
| Jason Armstrong (EES, LLC) | CEO and Director | Atlanta, GA | 500,000 | Series B Preferred | 100% |
| Green Life, Inc. (Barry Ginsberg) | Chairman | Boca Raton, FL | 2,000 | Series A Preferred | 100% |

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

7) Legal/Disciplinary History

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

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

None

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

None

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

None

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

None

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

None

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

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 to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

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

Securities Counsel

Name: Jonathan D. Leinwand, P.A.
Address 1: 18305 Biscayne Blvd, Suite 200
Address 2: Aventura, FL 33160
Phone: 954-903-7856
Email: jonathan@jdlpa.com

Accountant or Auditor

Name: Michael K. Fish
Firm: MICHAEL K FISH LLC
Address 1: 7700 N Kendall Dr #405
Address 2: Miami, FL 33156
Phone: (305) 279-8484
Email: mike@mkfishcpa.com

Investor Relations

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

All other means of Investor Communication:

X (Twitter): N/A
Discord: N/A
LinkedIn: N/A
Facebook: N/A

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: Dr. Barry A. Ginsberg
Firm: BARRY A GINSBERG OD PA
Nature of Services: Consulting
Address 1: 1825 NW Corporate Blvd., Suite 110
Address 2: Boca Raton, FL 33431
Phone: 561-807-8812
Email: bagins@bellsouth.net

9) Disclosure & Financial Information

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

Name: Dr. Barry A. Ginsberg
Title: Consultant
Relationship to Issuer: Shareholder

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

☐ IFRS
☒ U.S. GAAP

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

Name: Michael K. Fish
Title: CPA
Relationship to Issuer: Accountant

Describe the qualifications of the person or persons who prepared the financial statements:⁶ **Mr. Fish has over five years of business experience in the financial sector and had provided accounting and financial consulting services to private companies.**

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.

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

- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

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, Jason Armstrong certify that:

1. I have reviewed this Disclosure Statement for Vaycaychella, 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.

08/19/2025 [Date]

/s/ Jason Armstrong [CEO's Signature]

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

Principal Financial Officer:

I, Jason Armstrong certify that:

1. I have reviewed this Disclosure Statement for Vaycaychella, 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.

08/19/2025 [Date]

/s/ Jason Armstrong [CFO's Signature]

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

INDEX TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

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Vaycaychella, Inc.
Consolidated Balance Sheet

(unaudited)

| | 30-Jun-25 | 31-Dec-24 |
|---|-------------------|-------------------|
| ASSETS | | |
| CURRENT ASSET | | |
| Cash | \$ 25,597 | \$ 27,285 |
| Account Receivable | 77,855 | 115,039 |
| Total current asset | 103,452 | 142,324 |
| FIXED ASSETS | | |
| Equipment | 88,810 | 88,810 |
| Accumulated Depreciation | (72,744) | (61,420) |
| Total Fixed Assets | 16,066 | 27,390 |
| OTHER ASSETS | | |
| Revenue Rights | 4,014 | 16,000 |
| Joint Venture Investment | 256,179 | 255,339 |
| Good Will, net of amortization | 473,526 | 473,526 |
| Total Other Assets | 733,719 | 744,865 |
| TOTAL ASSETS | \$ 853,237 | \$ 914,579 |
| LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT) | | |
| CURRENT LIABILITIES | | |
| Account payable and other current liabilities | \$ 47,429 | \$ 154,997 |
| Acquisition payment payable, including panelty | 54,000 | 45,414 |
| Advances by related parties | 0 | 12,500 |
| Convertible Notes, including accrued interest | 761,508 | 634,518 |
| Total current liabilities | 862,937 | 847,429 |
| LONG TERM DEBT, Related Parties | 110,500 | 129,634 |
| Total liabilities | \$ 973,437 | \$ 977,063 |
| STOCKHOLDERS' EQUITY (DEFICIT) | | |
| Preferred stock, \$0.001 par value, 502,000 and 502,000shares issued and outstanding | 502 | 502 |
| Common stock, \$0.001 par value,925,941,697 and 925,941,697 shares issued and outstanding | 925,942 | 925,942 |
| Additional Paid-in Capital | 10,451,890 | 10,451,890 |
| Accumulated Deficit | (11,498,534) | (11,440,818) |
| Total Stockholders' Equity(deficit) | (120,200) | (62,484) |
| Total Liabilities and Stockholders' Equity(Deficit) | \$ 853,237 | \$ 914,579 |

Vaycaychella, Inc.
Consolidated Statements of Operations
Six months ended June 30
(unaudited)

| | 2025 | 2024 |
|--|---------------------------|--------------------------|
| REVENUES | | |
| Sales | \$ 792,141 | \$ - |
| Uncategorized revenue | 18,868 | - |
| Total Revenue | <u>811,009</u> | <u>-</u> |
| COST OF GOODS SOLD | | |
| Labor cost | 261,108 | - |
| Materials and Field Supplies | 312,418 | - |
| Total Cost of Goods Sold | <u>573,526</u> | <u>-</u> |
| Gross Margin | <u>\$ 237,483</u> | <u>\$ -</u> |
| OPERATING EXPENSES | | |
| Marketing & Business Development | 110,978 | |
| General administration | 42,621 | 49,065 |
| Salary and Wages | 41,155 | |
| Insurance and Misc | 26,503 | |
| Total Operating Expenses | <u>221,257</u> | <u>49,065</u> |
| Operating Profit (loss) | <u>\$ 16,226</u> | <u>\$ (49,065)</u> |
| OTHER INCOME(LOSS) | | |
| Interest income(expense) | (38,990) | (57,132) |
| Gain (Loss) on Acquisition Payment, net | (68,586) | 0 |
| Gain on Divestiture of Subsidiaries | 0 | 319,978 |
| Gain from Debt Forgiveness | 33,634 | 0 |
| Amortization of goodwill | 0 | 19,094 |
| Total other income (loss) | <u>(73,942)</u> | <u>281,940</u> |
| NET INCOME(LOSS) | <u>\$ (57,716)</u> | <u>\$ 232,875</u> |
| Income (loss) per weighted average common share | \$0.00 | \$0.00 |
| Number of weighted average common shares outstanding | 925,941,697 | 905,941,697 |

Vaycaychella, Inc.
Consolidated Statement of Stockholders' Deficit
(unaudited)
For the six months ended June, 30 2024

| | Number of Shares | | Par Value | | Additional Paid-in | Accumulated Deficit | Total Stockholders' Deficit |
|---------------------------|------------------|-----------|-----------|-----------|--------------------|---------------------|-----------------------------|
| | Common | Preferred | Common | Preferred | | | |
| BALANCE, January 1, 2024 | 905,941,697 | 2,000 | \$905,942 | \$2 | \$9,956,390 | \$ (11,619,222) | \$ (756,888) |
| Divestiture of Subsidiary | | | | | | \$ (130,178) | \$ (130,178) |
| Net Income | - | - | - | - | - | 232,875 | 232,875 |
| BALANCE, June 30, 2024 | 905,941,697 | 2,000 | \$905,942 | \$2 | \$9,956,390 | \$ (11,516,525) | \$ (654,191) |

Vaycaychella, Inc.
Consolidated Statement of Stockholders' Deficit
(unaudited)
For the six months ended June 30, 2025

| | Number of Shares | | Par Value | | Additional Paid-in | Accumulated Deficit | Total Stockholders' Deficit |
|--------------------------|------------------|-----------|-----------|-----------|--------------------|---------------------|-----------------------------|
| | Common | Preferred | Common | Preferred | | | |
| BALANCE, January 1, 2025 | 925,941,697 | 502,000 | \$925,942 | \$502 | \$10,451,890 | \$ (11,440,818) | \$ (62,484) |
| Net Income | - | - | - | - | - | (57,716) | (57,716) |
| BALANCE, June 30, 2025 | 925,941,697 | 502,000 | \$925,942 | \$502 | \$10,451,890 | \$ (11,498,534) | \$ (11,498,534) |

Vaycaychella, Inc.
Consolidated Statements of Cash Flows
Six months ended June 30,
(Unaudited)

| | 2025 | 2024 |
|---|-------------|------------|
| CASH FLOWS FROM OPERATING ACTIVITIES: | | |
| Net income (loss) | \$ (57,716) | \$ 232,875 |
| Adjustments | | |
| Amortization of goodwill | 0 | (19,094) |
| Changes in operating assets and liabilities | | |
| (Increase) decrease in gain from divesting subsidiaries | 0 | (319,978) |
| (Increase) decrease in interest receivable | 0 | (10,935) |
| (Increase) decrease in account receivable | 37,184 | 0 |
| (Increase) decrease in fixed asset | 11,324 | 0 |
| (Increase) decrease in other assets | 11,146 | 0 |
| Increase (decrease) in account and other accrued payables | (107,568) | 0 |
| Net cash provided (used) by operating activities | (105,630) | (60,000) |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | |
| Increase (decrease) of acquisition payable | 8,586 | |
| Net cash provided by Investing activities | 8,586 | 0 |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | |
| Proceeds from 3rd party debt | 90,000 | 60,000 |
| Increase (decrease) of 3rd party debt interests | 36,990 | 57,132 |
| Increase (decrease) of related party debt | (31,634) | |
| Net cash provided by investing activitie | 95,356 | 0 |
| NET INCREASE(DECREASE) IN CASH | \$ (1,688) | \$ - |
| Cash, beginning of period | 27,285 | 0 |
| Cash, end of period | \$ 25,597 | \$ - |

Vaycaychella, Inc.
Notes To Consolidated Financial Statements
(Unaudited)

NOTE 1- NATURE OF OPERATIONS

Nature of Operations

VAYK provides a whole package solution, including financing, renovation and management services, to people who invest in and operate short-term rentals on platforms such as Airbnb, Vrbo and HomeToGo, etc. Its one-stop solution integrates innovative financial tools with 21st century technologies, including blockchain technologies (cryptocurrencies/NFTs) and a peer-to-peer (P2P) lending application (app) under development.

The company currently have three subsidiaries: Vaycaychella LLC in the State of Georgia(100%) Great Estate Buildings LLC (100%) and EES LLC (50.1%).

NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These financial statements are presented in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America.

NOTE 3-STOCKHOLDERS' EQUITY

The Company is authorized to issue 2,500,000,000 shares of \$0.001 par value common stock and 10,000,000 shares of \$0.001 par value preferred stock. Rights and privileges of the preferred stock have not been established.

At June 30, 2025 and December 31, 2024, the Company had 925,941,697 and 925,941,697 shares of common stock issued and outstanding, respectively. At June 30, 2025 and December 31, 2024, the Company had 502,000 and 502,000 shares of preferred stock issued and outstanding, respectively.

In the fourth quarter 2024, the Company issued 500,000 shares of Series B Preferred stock, with a stated value of \$500,000 and convertible into 200 shares of common stock for each share of Series B, in exchange for a 50.1% non managerial ownership of EES, LLC.

In the third quarter 2024, the Company issued 20,000,000 shares of common stock to acquire gross revenue rights from a third party. These shares were valued at \$16,000 based on the market price of the shares on the date of the agreement. These shares were cancelled in July 2025, and will be subsequently removed from the balance sheet.

NOTE 4 - GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern.

Vaycaychella, Inc.
Notes To Consolidated Financial Statements
(Unaudited)

NOTE 5: NOTE RECEIVABLE

On October 31, 2019, the Company, through its wholly-owned subsidiary, loaned \$1,250,000 to a third party. This note carries an 8% interest rate and matures on November 11, 2024. This note receivable and accrued interest was included in the divestiture of Vaycaychella, LLC in June 2024, and was eliminated from the consolidated financial statements of the Company.

NOTE 6 - ACQUISITION OF WHOLLY OWNED SUBSIDIARY

In February 2024, the Company entered into an agreement to acquire Great Estate Builders, LLC, (GEB), with an effective date of the final payment of the acquisition note, in exchange for \$120,000 in cash, payable in 12 monthly payments. As of and by June 30, 2025, the Company has paid \$70,000 and there was a \$50,000 outstanding balance plus \$4,000 penalty for late payment. The Company and the debtor reached an agreement to pay the \$54,000 outstanding balance in one payment, by July 31, 2025.

NOTE 7 - DIVESTITURE OF WHOLLY OWNED SUBSIDIARY

In June 2024, the Company divested its wholly owned subsidiary in Wyoming, Vaycaychella, LLC. As a result the Company recorded a gain on divestiture of \$319,978.

NOTE 8 - ACQUISITION OF 50.1% OWNED SUBSIDIARY

In December 2024, the Company acquired a 50.1% non-managerial ownership of Environmental Erosion Solutions, LLC (EES) in exchange for the Company issuing 500,000 Series B Preferred stock with a stated value of \$500,000. The acquisition resulted in a good will of \$473,256.

NOTE 9 - NOTES PAYABLE

On January 2, 2020 the Company acquired Vaycaychella, LLC in exchange for a \$1,500,000 note payable. The Note bears an interest rate of 8% and is due, January 2, 2021. The maturity of this note has been extended to June 2, 2024. This note payable and accrued interest was included in the divestiture of Vaycaychella, LLC in June 2024, and was eliminated from the consolidated financial statements of the Company.

NOTE 10: NOTE PAYABLE RELATED PARTY

In 2010 the Company issued a promissory note in exchange for \$50,000 in cash. This note carries an 8% interest rate and matured in 2011. This note is in default, the Company is negotiating an extension. At June 30, 2025, the accrued interest on this note was \$60,500.

Vaycaychella, Inc.
Notes To Consolidated Financial Statements
(Unaudited)

NOTE 11 - CONVERTIBLE NOTES PAYABLE

The third party convertible note, which resulted from a transfer of \$414,000 principal of a note to another third party, which carries an 8% interest rate and matures January 30, 2024, which has been extended to July 31, 2025, with an increase in the interest rate to 12%. The note is convertible into shares of common stock at the holders election at a 50% discount to the lowest trading price of the Company's common stock for the 20 trading days prior to conversion date, or the lowest price that the Company has converted any convertible security to any holder within the 30 days prior to conversion date or \$0.001 per share. At June 30, 2025, the accrued interest on this note was \$88,320.

In June 2023 the Company issued a convertible promissory note to a third party in exchange for payment of \$16,000 of accounts payable and accrued salary. This note carries an 8% interest rate and matures on June 12, 2024. The maturity of this note was extended to December 11, 2024. In January 2024, the Company issued another convertible promissory note to the same third party in the amount of \$60,000 carrying an 8% interest rate and a maturity date of January 21, 2025. The two notes above, with a principal of \$16,000 and \$60,000 respectively, and with accrued interest of \$1,354 and \$2,673 respectively, were both repaid in July 2024.

In July 2024, the Company issued a convertible promissory note in the amount of \$150,000 carrying an 10% interest rate and a maturity date of July 09, 2025. The note is convertible into shares of common stock at the holders election at a 50% discount to the lowest trading price of the Company's common stock for the 20 trading days prior to conversion date, or the lowest price that the Company has converted any convertible security to any holder within the 30 days prior to conversion date, or \$0.001 per share. At June 30, 2025, the accrued interest on this note was \$14,538.

In January 2025, the Company issued a convertible promissory note in the amount of \$80,000 carrying an 12% interest rate and a maturity date of January 26, 2027. The principal amount was subsequently increased to \$90,000. The note is convertible into shares of common stock at the holders election at a 50% discount to the lowest trading price of the Company's common stock for the 20 trading days prior to conversion date, or the lowest price that the Company has converted any convertible security to any holder within the 30 days prior to conversion date, or \$0.001 per share. At June 30, 2025, the accrued interest on this note was \$4,650.