



## Management Certification

The undersigned, on behalf of 1847 Holdings LLC ("the Company"), certifies that the information provided herein is accurate and complete to the best of the Company's knowledge.

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

### SEC Reporting Obligations

The Company has a reporting obligation under Section 13 or 15(d) of the Exchange Act

The Company has a reporting obligation under Regulation A (Tier 2)

The Company has a reporting obligation under Regulation Crowdfunding (CF)

Other (describe) \_\_\_\_\_

### Other Reporting Obligations

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

The Company is exempt from SEC registration and is reporting under the Alternative Reporting Standard

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

Yes:  No:

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

Yes:  No:

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

Transfer Agent: VStock Transfer, LLC

Address: 18 Lafayette Place, Woodmere, New York 11598

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

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

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

Bevilacqua PLLC

10. The Company’s Officers, Directors and 5% Beneficial Owners are listed below:

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

As of (latest practicable date): October 14, 2025

<b>Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)</b>	<b>Position/Company Affiliation (ex: CEO, ≥ 5% beneficial owner)</b>	<b>City and State (Include Country if outside U.S.)</b>	<b>Number of Shares Owned (List common, preferred, warrants and options separately)</b>	<b>Class of Shares Owned</b>	<b>Percentage of Class of Shares Owned (undiluted)</b>
Ellery Roberts	Chairman and CEO	San Diego, CA	16,238	Common Shares	0.04%
Vernice Howard	CFO	Upper Marlboro, MD	1	Common Shares	0.00%
Eric Vandam	COO	Rockford, MI	0	Common Shares	0.00%
Glyn Milburn	Director	Las Vegas, NV	0	Common Shares	0.00%
Robert Barry	Director	Raleigh, NC	4	Common Shares	0.00%
Michele Chow-Tai	Director	Cambria Heights, NY	0	Common Shares	0.00%
Clark Crosnoe	Director	Dallas, TX	0	Common Shares	0.00%
Paul Froning	Director	Chicago, IL	29	Common Shares	0.00%
Lawrence Taylor	Director	Litchfield Park, AZ	0	Common Shares	0.00%

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

\_\_\_\_\_

## 11. The Company has Convertible Debt as detailed below:

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

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

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion <sup>2</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
10/08/21	\$16,900,000	\$14,604,082	10/08/25	(1)	5,939,237	212,202,624	Altimir Partners LP (Chandra R. Patel)	Loan
10/08/21	\$7,860,000	\$7,860,000	10/08/25	(2)	0	145,555,556	Beaman Special Opportunities Partners, LP (Chandra R. Patel)	Loan
10/08/21	\$100,000	\$350,102	10/08/25	(2)	0	1,851,852	Leonite Capital, LLC (Avi Geller)	Loan
10/08/21	\$2,940,172.50	\$0.00	10/08/24	(3)	0	0	Steven J. Parkey	Loan
10/08/21	\$2,940,172.50	\$0.00	10/08/24	(3)	0	0	Jose D. Garcia-Rendon	Loan
02/03/23	\$104,000	\$0.00	08/31/24	(4)	29	0	Mast Hill Fund, LP (Patrick Hassani)	Loan
02/03/23	\$500,000	\$0.00	08/31/24	(4)	247	0	Leonite Fund I, LP (Avi Geller)	Loan
02/09/23	\$1,390,908.59	\$0.00	08/31/24	(4)	13,872	0	Mast Hill Fund, LP (Patrick Hassani)	Loan
02/09/23	\$1,166,666.67	\$0.00	08/31/24	(4)	1,143	0	Leonite Fund I, LP (Avi Geller)	Loan
02/22/23	\$878,000.00	\$0.00	08/31/24	(4)	9,142	0	Mast Hill Fund, LP (Patrick Hassani)	Loan

**Total Outstanding Balance:** \$22,814,184

**Total Shares:** 5,963,670 359,610,032

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

- (1) The holders of the notes may, in their sole discretion, elect to convert any outstanding and unpaid principal portion of the notes, and any accrued but unpaid interest on such portion, into common shares at a conversion price equal to the lowest daily volume weighted average price during 5 previous trading days (subject to 4.99% beneficial ownership limitation).

<sup>2</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.

- (2) The holders of the notes may, in their sole discretion, elect to convert any outstanding and unpaid principal portion of the notes, and any accrued but unpaid interest on such portion, into common shares at a conversion price equal to \$0.054 per share, subject to adjustments as defined in the note agreement, including for future issuances below such price (subject to 4.99% beneficial ownership limitation).
- (3) The holders could exchange all of the principal amount and accrued but unpaid interest under the notes or any portion thereof for a number of common shares to be determined by dividing the amount to be converted by an exchange price equal to the higher of (i) the 30-day volume weighted average price or (ii) \$195,000.
- (4) The notes were convertible into common shares at the option of the holders at any time on or following the date that an event of default (as defined in the note agreement) occurred at a conversion price equal the lower of (i) \$81,900 per share (subject to adjustments as defined in the note agreement) and (ii) 80% of the lowest volume weighted average price on any trading day during the five (5) trading days prior to the conversion date; provided that such conversion price shall not be less than \$585 per share.

**Signature:**

Name of Principal Executive Officer or Principal Financial Officer: Vernice Howard

Title: Chief Financial Officer

Date: October 14, 2025

Signature: Vernice L. Howard

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

## Certificate Of Completion

Envelope Id: 469C3184-A9E2-481B-A9AB-7BDAF1B77111  
 Subject: Complete with Docusign: Management Certification - 1847  
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 Andrea L. Schroepfer  
 1050 Connecticut Ave. NW  
 Suite 500  
 Washington, DC 20036  
 andrea@bevilacquapl.com  
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## Signer Events

Vernice L. Howard  
 vhoward@1847holdings.com  
 Security Level: Email, Account Authentication  
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## Electronic Record and Signature Disclosure:

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 ID: 08bec682-3f97-4af0-9d50-7b83ef2df8bf

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	10/14/2025 4:45:57 PM
Certified Delivered	Security Checked	10/14/2025 5:00:04 PM
Signing Complete	Security Checked	10/14/2025 5:00:12 PM
Completed	Security Checked	10/14/2025 5:00:12 PM
Payment Events	Status	Timestamps
Electronic Record and Signature Disclosure		

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If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. To indicate to us that you are changing your mind, you must withdraw your consent using the DocuSign 'Withdraw Consent' form on the signing page of a DocuSign envelope instead of signing it. This will indicate to us that you have withdrawn your consent to receive required notices and disclosures electronically from us and you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

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Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures

electronically from us.

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You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: [lou@bevilacquapllc.com](mailto:lou@bevilacquapllc.com)

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**Required hardware and software**

Operating Systems:	Windows® 2000, Windows® XP, Windows Vista®; Mac OS® X
Browsers:	Final release versions of Internet Explorer® 6.0 or above (Windows only); Mozilla Firefox 2.0 or above (Windows and Mac); Safari™ 3.0 or above (Mac only)
PDF Reader:	Acrobat® or similar software may be required to view and print PDF files
Screen Resolution:	800 x 600 minimum
Enabled Security Settings:	Allow per session cookies

\*\* These minimum requirements are subject to change. If these requirements change, you will be asked to re-accept the disclosure. Pre-release (e.g. beta) versions of operating systems and browsers are not supported.

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