

# Glow Holdings, Inc.

Amendment to [Annual Report](#) for 12/31/2025 originally published through the OTC Disclosure & News Service on 03/13/2026

## Explanatory Note:

This Amended Annual Report for the fiscal year ended December 31, 2025 is being filed to include disclosure of an Amendment to the Series A Convertible Preferred Stock Certificate of Designation filed with the State of Nevada during the reporting period, which was omitted from the originally filed Annual Report. No financial figures have been restated.

*\*\*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.*



**Glow Holdings, Inc.**

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Houston, TX 77056  
+1 832-390-6620  
http://www.glohco.com/  
info@glohco.com

**Annual Report (Amended)**  
For the period ending [12/31/25] (the "Reporting Period")

**Outstanding Shares**

The number of shares outstanding of our Common Stock was:

2,123,783 as of 12/31/25 (*Current Reporting Period Date or More Recent Date*)

1,921,307 as of 12/31/24 (*Previous Completed Fiscal Year, Shortened*)

1,080,794 as of 6/30/24 (*Previous Completed Fiscal Year*)

**Shell Status**

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

Yes:  No:

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

Yes:  No:

**Change in Control**

Indicate by check mark whether a Change in Control<sup>14</sup> of the company has occurred during this reporting period:

Yes:  No:

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

<sup>14</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.

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 current name of the issuer is "Glow Holdings, Inc.," which has been the name since 2011.

The issuer's name was "GlobalOne Real Estate, Inc." until 2011.

The issuer's name was "Internet Solutions for Business, Inc." until 2005.

The issuer's name was "Universal Reduction Melting Technologies, Inc." until 1999.

The issuer was incorporated as "Universal Funding Services, Inc."

Current State and Date of Incorporation or Registration: NV, incorporated on 09/05/1997

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

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

In 2022, the entity became inactive with the state of Nevada for failure to file required annual reports. On February 26<sup>th</sup>, 2024, the Company filed a "Certificate of Revival" with the Secretary State of the State of Nevada, which reinstated the Company's charter and appointed a new Registered Agent in Nevada.

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

N/A

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

On July 23<sup>rd</sup> 2025, the Company through its Transfer Agent and Securities Attorney, filed a 1:150 Reverse Split application with FINRA for the Company's Common Stock. On October 10<sup>th</sup> 2025, FINRA processed the corporate action with fractional shares rounded up which added 2,457 shares to the total at Cede per DTCC's request. As such, the split-adjusted Common Stock amounts in this report may differ slightly from previously reported amounts.

On October 29, 2025, the Company acquired 100% of the membership interests of TeleCare Home Health LLC, a Texas limited liability company controlled by Alonzo Pierce. As both entities were under common control at the time of the transaction, the acquisition was accounted for as a transaction between entities under common control in accordance with ASC 805-50. The financial statements in this report include the consolidated results of TeleCare Home Health LLC from the date of acquisition through December 31, 2025.

On Dec 11<sup>th</sup> 2025, the Company entered into a Debt Satisfaction and Equity Exchange Agreement with TeleCare Home Health LLC whereby the Company agreed to issue 90,000 shares of restricted Common Stock at a cost basis of \$3.33 per share to TeleCare Home Health, LLC for full settlement of the \$300,000 promissory note.

Address of the issuer's principal executive office:

Williams Tower 2800 Post Oak Blvd, Suite 5600, Houston, TX 77056

Address of the issuer's principal place of business:

*Check 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?

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

On February 22<sup>nd</sup>, 2024, the District Court of Clark County, Nevada, entered an Order appointing JUDD Holding Corp as Custodian of Glow Holdings, Inc. (case number: A-24-884582-P). On October 11<sup>th</sup> 2024, the District Court in Clark County, Nevada granted the Custodian's Motions to Bar All Unasserted Claims and Discharge the Custodian, and control was returned to the Board.

## 2) Security Information

### Transfer Agent

Name: Clear Trust, LLC.  
Phone: (813) 235-4490  
Email: [inbox@cleartrusttransfer.com](mailto:inbox@cleartrusttransfer.com)  
Address: 16450 Pointe Village Drive, Suite 205, Lutz, Florida 33558

### 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:	GLOH
Exact title and class of securities outstanding:	Common
CUSIP:	37988R207
Par or stated value:	0.001
Total shares authorized:	700,000,000 as of date: <u>12/31/25</u>
Total shares outstanding:	<u>2,123,783</u> as of date: <u>12/31/25</u>
Total number of shareholders of record:	27 as of date: <u>12/31/25</u>

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

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

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

Exact title and class of the security:	Preferred Stock
Par or stated value:	<u>.001</u>
Total shares authorized:	50,000,000 as of date: <u>12/31/25</u>

Exact title and class of the security:	Series A Convertible Preferred Stock
Par or stated value:	<u>.001</u>
Total shares authorized:	10,000,000 as of date: <u>12/31/25</u>
Total shares outstanding:	0 as of date: <u>12/31/25</u>
Total number of shareholders of record:	0 as of date: <u>12/31/25</u>

Exact title and class of the security:	Special 2024 Series B Preferred Stock
Par or stated value:	<u>.001</u>
Total shares authorized:	700,000 as of date: <u>12/31/25</u>
Total shares outstanding:	700,000 as of date: <u>12/31/25</u>
Total number of shareholders of record:	1 as of date: <u>12/31/25</u>

### 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.**

Each common share receives one (1) vote. There are no dividend or preemption rights.

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

Each share of Special 2024 Series B Preferred Stock is entitled to one thousand (1,000) votes per share with respect to any and all matters. The shares are not convertible into common stock.

Each share of Series A Convertible Preferred Stock is entitled to ten (10) votes per share and is convertible into one (1) fully paid and nonassessable share of the common stock of the corporation. See Note 12 for disclosure of the Amendment to the Certificate of Designation filed during the reporting period.

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

N/A

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.**

N/A. As of December 31, 2025, no shares of Series A Convertible Preferred Stock have been issued or are outstanding, and therefore no holders' rights were modified during the reporting period. See Note 12 to the Financial Statements for disclosure of the Amendment to the Series A Certificate of Designation filed during the reporting period.

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

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 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.

**\*\*\*Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

Shares Outstanding Opening Balance:			*Right-click the rows below and select "Insert" to add rows as needed.						
Date	Common:	Preferred:							
Date <u>6/30/24</u>	Common: <u>162,119,119</u>	Preferred: <u>10,700,000</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>10/18/2024</u>	<u>New issuance</u>	<u>234,000,000</u>	<u>Common Stock</u>	<u>\$.001</u>	<u>N/A</u>	<u>JUDD Holding Corp (David Duarte)</u>	<u>Corp Revival Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>10/18/2024</u>	<u>Cancellation</u>	<u>(10,000,000)</u>	<u>Series A Convertible Preferred Stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Yongsik Kye</u>	<u>District Court Order</u>	<u>N/A</u>	<u>N/A</u>
<u>10/21/2024</u>	<u>Cancellation</u>	<u>(107,923,018)</u>	<u>Common Stock</u>	<u>N/A</u>	<u>N/A</u>	<u>Multiple Shareholders</u>	<u>District Court Order</u>	<u>N/A</u>	<u>N/A</u>
<u>10/10/25</u>	<u>1:150 Reverse Split, net effect</u>	<u>(286,272,318)</u>	<u>Common Stock</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
<u>11/5/25</u>	<u>New Issuance</u> <u>See * Below</u>	<u>60,000</u>	<u>Common Stock</u>	<u>\$3.75</u>	<u>No</u>	<u>Bengala Technologies LLC (Arnaldo Detres)</u>	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/11/25</u>	<u>New Issuance</u> <u>See ** Below</u>	<u>90,000</u>	<u>Common Stock</u>	<u>\$3.33</u>	<u>No</u>	<u>TeleCare Home Health, LLC (Alonzo Pierce)</u>	<u>Acquisition</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/17/25</u>	<u>New Issuance</u> <u>See *** Below</u>	<u>50,000</u>	<u>Common Stock</u>	<u>\$.30</u>	<u>No</u>	<u>Killuminati Investments LLC (Ryan Cotardi)</u>	<u>Cash</u>	<u>Restricted</u>	<u>4(a)(2)</u>
Shares Outstanding on Date of This Report:									
Ending Balance:									
Date <u>12/31/25</u>	Common: <u>2,123,783</u>	Preferred: <u>700,000</u>							

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

On October 10, 2025, FINRA processed the Company's 1-for-150 reverse stock split. Fractional shares were rounded up at DTC/CEDE, resulting in the issuance of 2,457 additional shares. All share and per-share amounts presented in this report have been retroactively adjusted to reflect the reverse split.

\* On November 5<sup>th</sup> 2025, the Company issued 60,000 shares to Bengala Technologies LLC (controlled by Arnaldo Detres) for \$225,000 in aggregate enterprise services provided.

**\*\*On Dec 11<sup>th</sup> 2025, the Company entered into a Debt Satisfaction and Equity Exchange Agreement with TeleCare Home Health LLC (controlled by Alonzo Pierce) whereby the Company agreed to issue 90,000 shares of restricted Common Stock for full settlement of the \$300,000 promissory note originally issued on Oct 29<sup>th</sup> 2025.**

**\*\*\* On Dec 17<sup>th</sup> 2025, the Company issued 50,000 shares of restricted Common Stock to Killuminati Investments LLC (controlled by Ryan Cotardi) for \$15,000 cash in accordance with a private placement subscription agreement.**

### Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>5/15/25</u>	<u>113,750</u>	<u>105,000</u>	8,750  (see * below)	<u>9/1/2026</u>	Monthly payments begin <u>10/1/25</u> . Holder has option to <u>convert any amount at fixed price of .025 beginning on 11/15/25.</u>	JUDD Holding Corp (David Duarte)	Entity Acquisition
<u>10/29/25</u>	<u>\$0</u>	<u>\$300,000</u>	-  (see ** below)	<u>10/31/27</u>	Promissory note; fully extinguished on December 11, 2025 in exchange for issuance of 90,000 restricted shares of common stock.	TeleCare Home Health LLC (Alonzo Pierce)	Acquisition

**\*\*\*Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

\*The note does not accrue interest but has accrued \$8,750 in late fees as of the date of this report.

**\*\*On Dec 11<sup>th</sup> 2025, the Company entered into a Debt Satisfaction and Equity Exchange Agreement with TeleCare Home Health LLC (controlled by Alonzo Pierce) whereby the Company agreed to issue 90,000 shares of restricted Common Stock for full settlement of the note.**

### 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](http://www.OTCMarkets.com).

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

Glow Holdings Inc., operating as GlohCo, is reshaping healthcare research, development, and delivery through innovative data. The company integrates decentralized Real-World Evidence with secure unification and AI-driven analytics, providing real-time insights. GlohCo commits to improving understanding of behavioral health, mental wellness, and the impact of Social Determinants of Health on overall well-being.

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

On Oct 29<sup>th</sup> 2025, Glow Holdings, Inc. operating as GlohCo, acquired 100% interest in TeleCare Home Health LLC, a Texas limited liability company controlled by Alonzo Pierce.

C. Describe the issuers' principal products or services.

Glow Holdings, Inc operating as GlohCo, develops AI-powered healthcare software that enables earlier intervention and improved clinical decision-making. The company's platform ingests and analyzes medical, behavioral, and wearable data to deliver real-time risk predictions for patient relapse, readmission, and other high-cost health events. GlohCo's tools integrate with existing electronic health record (EHR) systems and support compliance with HIPAA, FHIR, and other regulatory standards. Its products are designed for hospitals, telehealth providers, and research institutions seeking to improve care quality, efficiency, and outcomes through intelligent automation and data analytics.

**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.

Services are provided through our network of external partners.

**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.*

<b>Names of All Officers, Directors, and Control Persons</b>	<b>Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)</b>	<b>Residential Address (City / State Only)</b>	<b>Number of shares owned</b>	<b>Share type/class</b>	<b>Ownership Percentage of Class Outstanding</b>	<b>Names of control person(s) if a corporate entity</b>
Patient Path LLC <u>See Note 1 Below</u>	<u>Majority shareholder, Owner of more than 5%</u>	<u>Atlanta, GA</u>	<u>700,000</u>	<u>Special 2024 Series B Preferred</u>	<u>100%</u>	Alonzo V. Pierce
Patient Path LLC <u>See Note 1 Below</u>	<u>Majority shareholder, Owner of more than 5%</u>	<u>Atlanta, GA</u>	<u>1,560,000 (split adjusted)</u>	<u>Common</u>	<u>73.4%</u>	Alonzo V. Pierce

<u>Alonzo V. Pierce</u>	<u>President &amp; CEO, Secretary, Treasurer, Director</u>	<u>Houston, TX</u>	-	-	-	-
<u>David Duarte</u>	<u>Former Officer &amp; Director, Consultant</u>	<u>Charlotte, NC</u>	-	-	-	-

Note 1: On May 15, 2025, the Company issued a Convertible Promissory Note in the principal amount of \$105,000 to JUDD Holding Corp. The note matures on September 1, 2026 and provides for monthly installment payments. The note does not bear stated interest; however, late fees may be assessed if installment payments are not made within the contractual grace period. Late fees incurred during the year have been recorded as interest expense within general and administrative expenses.

The note is convertible at the option of the holder into shares of the Company's common stock at a fixed conversion price of \$0.025 per share. Upon conversion, the holder is entitled to receive shares equal to the outstanding principal balance plus any applicable late fees and a 15% conversion premium. If fully converted based on the principal amount and contractual premium, the note could result in the issuance of approximately 4,830,000 shares of common stock.

As of December 31, 2025, the outstanding balance of the note totaled \$113,750, inclusive of accrued late fees. The note matures on September 1, 2026 and is therefore classified as a current liability as of December 31, 2025.

The Company evaluated whether the conversion feature resulted in a beneficial conversion feature upon issuance of the note. Due to the absence of sufficient trading volume and observable Level 1 fair value inputs for the Company's common stock on the issuance date, management concluded that no intrinsic value was present and therefore no beneficial conversion feature was recorded.

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://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);

N/A

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;

N/A

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;

N/A

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

N/A

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.

N/A

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.

N/A

- 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.

N/A

## **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](http://www.OTCMarkets.com). If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	<u>Donald R. Keer</u>
Address 1:	<u>3663 Greenwood Circle</u>
Address 2:	<u>Chalfont, PA 18914</u>
Phone:	<u>212-962-9378</u>
Email:	<u>don@keeresq.com</u>

Accountant or Auditor

Name: **Aloba, Awomolo & Partners**  
Firm: **Aloba, Awomolo & Partners**  
Address 1: **Floor 4, Providence Court, Ajibade Bus Stop**  
Address 2: **Ibadan 200284, Nigeria**  
Phone: **1-825-425-4324**  
Email: **audits@alobaawomolo.org**

Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

*All other means of Investor Communication:*

X (Twitter): **@GlowHoldingsInc**  
Discord: \_\_\_\_\_  
LinkedIn: \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ] \_\_\_\_\_

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: **David Duarte**  
Firm: **JUDD Holding Corp.**  
Nature of Services: **Consulting**  
Address 1: **624 Tyvola Rd, Suite 103 #186**  
Address 2: **Charlotte, NC 28217**  
Phone: **704-951-7087**  
Email: **ceo@juddholdingcorp.com**

**9) Disclosure & Financial Information**

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

Name: **David Duarte**  
Title: **Consultant**  
Relationship to Issuer: **Former Officer & Director**

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: **David Duarte**

Title: **Consultant**

Relationship to Issuer: **Former Officer & Director**

Describe the qualifications of the person or persons who prepared the financial statements:<sup>25</sup> **Business degree and previous experience preparing financials & disclosure statements for multiple issuers..**

Provide the following qualifying financial statements:

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

**Financial Statement Requirements:**

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

**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, Alonzo Pierce certify that:

1. I have reviewed this Disclosure Statement for Glow Holdings, 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

<sup>25</sup> 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.

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.

March 16, 2026

/s/ Alonzo Pierce

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

*Principal Financial Officer:*

I, Alonzo Pierce certify that:

1. I have reviewed this Disclosure Statement for Glow Holdings, 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.

March 16, 2026

/s/ Alonzo Pierce

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

**GLOW HOLDINGS, INC.**  
**INDEX TO FINANCIAL STATEMENTS**

Balance Sheets as of Dec 31, 2025 and 2024

Statements of Operations for the Year Ended Dec 31, 2025 and 2024

Statements of Stockholders' Deficit from June 30, 2023, through Dec 31, 2025

Statements of Cash Flows for the Year Ended Dec 31, 2025 and 2024

Notes to the Financial Statements (including Note 12 – Amendment to Series A Certificate of Designation)

**GLOW HOLDINGS, INC.**  
**BALANCE SHEET**

	Dec 31, 2025 (UNAUDITED)	Dec 31, 2024 (AUDITED)
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash	554	-
	\$	\$
Accounts Receivable		
Prepaid Deposits for Services		
<b>TOTAL ASSETS</b>	<b>\$ 554</b>	<b>\$ 10,350</b>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
<b>CURRENT LIABILITIES:</b>		
Accounts Payable and Accrued Expenses	6,300	32,150
Accrued Compensation - officer		
Due to Related Parties	88,237	
<b>Total Current Liabilities</b>	<b>\$ 94,537</b>	<b>\$</b>
<b>STOCKHOLDERS' DEFICIT:</b>		
Preferred stock, 50,000,000 shares authorized, \$0.001 par Series A Convertible Preferred Stock, 10,000,000 shares authorized, \$.001 par value, with 0 shares issued and outstanding on 12/31/25 and 12/31/24.	-	-
Special 2024 Series B Preferred Stock, 700,000 shares authorized, \$.001 par value, with 700,000 shares issued and outstanding on 12/31/25 and 12/31/24.	700	700
Common stock, 700,000,000 shares authorized, \$0.001 par value, with 2,123,783 and 1,921,307 issued and outstanding on December 31, 2025 and 2024, respectively (retroactively adjusted for the 1-for-150 reverse stock split)		
	2,124	1,921
Additional Paid in Capital	1,268,062	728,262
Accumulated deficit	(1,076,217)	(905,231)

Total Stockholders' Deficit	<u>(94,537)</u>	<u>(21,800)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	<u>\$ 554</u>	<u>\$ 10,350</u>

*The accompanying notes are an integral part of these financial statements.*

**GLOW HOLDINGS, INC.**  
**STATEMENT OF OPERATIONS**

	For the Year Ended Dec 31	
	2025 (Twelve Months, UNAUDITED)	2024 (Shortened Year, AUDITED)
Revenue	\$ 139,706	\$ —
<b>Expenses:</b>		
General and administrative	310,692	16,222
Total operating expenses	310,692	16,222
Loss from operations	(170,986)	(16,222)
<b>Other income (expense):</b>		
Reduction in Current Liabilities	-	123,725
Write off, Current Assets	-	(10,350)
Total other income (expense)	-	113,375
Net loss before income taxes		
Provision for income tax		
Net Income (Loss)	\$ (170,986)	97,153
Net income (loss) per share – basic and diluted	\$ (0.08)	0.05
Weighted average shares outstanding – basic and diluted	2,123,783	1,921,307

*The accompanying notes are an integral part of these financial statements.*

**GLOW HOLDINGS, INC.**  
**CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT**

	Common Stock		Preferred Stock		Additional	Accumulated	Total Equity
	Shares	Amount	Shares	Amount	Paid -in Capital	(Deficit)	(Deficit)
Balance on June 30, 2023	1,080,794	1,081	10,000,000	10,000	700,962	(986,456)	(113,375)
Issuance of Preferred Stock at .04	—	—	700,000	700	27,300	—	28,000
Net loss	—	—	—	—	—	(15,928)	(15,928)
Balance on June 30, 2024	1,080,794	1,081	10,700,000	10,700	728,262	(1,002,384)	(101,303)
Reduction in Current Liabilities	—	—	—	—	—	123,725	123,725
Write Off, Current Assets	—	—	—	—	—	(10,350)	(10,350)
Issuance of Common Stock at Par	1,560,000	1,560	—	—	—	—	234,000
Cancellation of Common & Pref A	(719,487)	(720)	(10,000,000)	(10,000)	—	—	(117,923)
Operating Loss	—	—	—	—	—	(16,222)	(16,222)
Balance on December 31, 2024	1,921,307	1,921	700,000	700	728,262	(905,231)	(21,800)
Net post-split issuances	200,000	200	539,800	—	—	—	540,000
Net loss	—	—	—	—	—	(170,986)	(170,986)
Balance on December 31, 2025	2,123,783	2,124	700,000	700	1,268,062	(1,076,217)	(94,537)

*The accompanying notes are an integral part of these financial statements.*

**GLOW HOLDINGS, INC.**  
**STATEMENT OF CASH FLOWS**

	<b>For the Year Ended Dec 31, 2025 (Twelve Months, UNAUDITED)</b>	<b>For the Year Ended Dec 31, 2024 (Shortened Year, AUDITED)</b>
<b>OPERATING ACTIVITIES:</b>		
Net income (loss)	\$ (170,986)	\$ 97,153
Adjustments to reconcile net loss to net cash used by operating activities:		
Stock issued for services	225,000	
Stock issued for debt settlement	300,000	
Increase in accounts payable and accrued expenses	(25,850)	
Increase in due to related parties	88,237	
Changes in operating assets and liabilities:		
Accounts payable and accrued expenses		16,222
Current Liabilities		(123,725)
Current Assets		(10,350)
<b>Net cash used in operating activities</b>	<b>\$ (102,683)</b>	<b>\$ 16,222</b>
<b>INVESTING ACTIVITIES:</b>		
Net cash provided by (used in) investing activities	—	—
<b>FINANCING ACTIVITIES:</b>		
Additional paid in capital	15,000	
Proceeds from related parties	88,237	16,222
<b>Net cash provided by financing activities</b>	<b>103,237</b>	<b>16,222</b>
<b>Net Change in Cash</b>	554	—
Cash beginning of year	—	—
<b>Cash end of year</b>	<b>\$ 554</b>	<b>\$ —</b>
<b>SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:</b>		
Cash paid during the period for:		
Interest	\$ —	\$ —
Income taxes	\$ —	\$ —

*The accompanying notes are an integral part of these financial statements.*

**GLOW HOLDINGS, INC.**  
**Notes to Financial Statements**  
**December 31, 2025**

**NOTE 1 – ORGANIZATION AND NATURE OF OPERATIONS**

Glow Holdings, Inc. (the “Company,” “we,” “us” or “our”), a Nevada corporation, has a fiscal year end of Dec 31<sup>st</sup> and is listed on the OTCID Basic Market under the trading symbol GLOH. The Company had abandoned its business and failed to take steps to dissolve, liquidate and distribute its assets. It had also failed to meet the required reporting requirements with the Nevada Secretary of State, hold an annual meeting of stockholders and pay its annual tax from 2022 to 2024 which resulted in its delinquency with the Nevada Secretary of State. The Company also failed to provide adequate current public information as defined in Rule 144, promulgated under the Securities Act of 1933, and was thus subject to revocation by the Securities and Exchange Commission pursuant to Section 12(k) of the Exchange Act. In January 2024, a shareholder filed a petition for custodianship with the District Court of Clark County, Nevada, and was appointed as the Custodian of the Company in February 2024.

The Company was incorporated in the State of Nevada in September 1997 as “Universal Funding Services, Inc.” The issuer changed its name to “Universal Reduction Melting Technologies, Inc.” which it kept until 1999, then it changed its name to “Internet Solutions for Business, Inc.” which it kept until 2005. The issuer then changed its name to “GlobalOne Real Estate, Inc.” which it kept until 2011, when it changed its name to “Glow Holdings, Inc.” which it currently carries.

On September 22<sup>nd</sup> 2023, JUDD Holding Corp caused demands for compliance with Nevada Statutes Chapter 78 to be sent to the Registered Agent of the Company and all known addresses of the Company and it’s officers and directors. On January 4<sup>th</sup> 2024, JUDD Holding Corp filed a petition against the Company in the District Court of Clark County, case number: A-24-884582-P.

On February 22<sup>nd</sup>, 2024, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of JUDD Holding Corp as Custodian of the Company. Pursuant to the order, the Custodian may take any actions which are reasonable, prudent, or for the benefit of the Company and it’s shareholders including but not limited to, reinstating the Company with the state of Nevada, holding a shareholder meeting, filing of disclosures with OTC Markets, filing of tax returns, disclosure of capital structure and/or business plan, and to exercise the corporate powers of the Company and its board of directors or officers.

On February 26<sup>th</sup> 2024, the Custodian appointed David Duarte as President & CEO, Secretary, Treasurer, and Director of the Company, appointed a new Registered Agent, and reinstated the entity which brought the Company active and back into good standing with the State of Nevada.

On April 15<sup>th</sup> 2024, the Custodian issued to itself 700,000 shares of Special 2024 Series B Preferred Stock for \$28,000 in Corporate Revival Services provided.

On May 31<sup>st</sup> 2024, David Duarte was confirmed as sole Director by majority vote at a Special Meeting of Stockholders of the Company.

On July 15, 2024, the District Court of Clark County, Nevada ordered all claimants and creditors of Glow Holdings, Inc to submit proof of claim to the Custodian within thirty days. Publication of Notice to Creditors or Claimants was made, and no claims were received by the Custodian or the Court.

On Sept 3<sup>rd</sup>, 2024, the Custodian filed a Motion to Bar All Unasserted Claims and Discharge Custodian.

On October 11<sup>th</sup> 2024, the District Court in Clark County, Nevada granted the Custodian’s Motions to Bar All Unasserted Claims and Discharge the Custodian, and control was returned to the Board. Following the Court’s discharge of the Custodian on October 11, 2024, David Duarte served as the Company’s sole officer and director until his resignation on May 23, 2025.

On October 18<sup>th</sup> 2024, after the Custodian had been discharged from it’s duties, the Board issued JUDD Holding Corp 234,000,000 shares of Common Stock at par value for additional Corporate Revival Services provided.

On October 18<sup>th</sup> 2024, the Company processed the cancellation and retirement of the 10,000,000 shares of Series A Convertible Preferred Stock held in-house on the books of the Company which was approved for cancellation by the Oct 11<sup>th</sup> Court Order.

On October 21<sup>st</sup> 2024, the Transfer Agent processed the cancellation of 107,923,018 shares of Common Stock approved by Court Order on Oct 11<sup>th</sup>.

On May 15<sup>th</sup> 2025, Patient Path LLC (controlled by Alonzo Pierce) entered into a Securities Purchase Agreement to acquire 234,000,000 shares of Common Stock and 700,000 shares of Special 2024 Series B Preferred Stock holding 1,000 votes per share from JUDD Holding Corp (controlled by David Duarte) for total consideration of \$170,000 in cash & notes.

On May 16<sup>th</sup> 2025, the Board approved a change in fiscal year end from June 30 to Dec 31.

On May 23<sup>rd</sup> 2025, David Duarte resigned from all Officer & Director positions and appointed Alonzo Pierce as President & Chairman of the Board and the transaction closed.

Subsequent to the change of control, the Company began operations, ceased to be a shell company, and self-reported as a non-shell for the period ended June 30<sup>th</sup> 2025. On August 15<sup>th</sup> 2025, the Company's security counsel filed an opinion affirming its status as a non-shell at the June 30<sup>th</sup> period end, and the shell designation was subsequently removed.

The Company, operating as GlohCo, develops AI-powered healthcare software that enables earlier intervention and improved clinical decision-making. The company's platform ingests and analyzes medical, behavioral, and wearable data to deliver real-time risk predictions for patient relapse, readmission, and other high-cost health events. GlohCo's tools integrate with existing electronic health record (EHR) systems and support compliance with HIPAA, FHIR, and other regulatory standards. Its products are designed for hospitals, telehealth providers, and research institutions seeking to improve care quality, efficiency, and outcomes through intelligent automation and data analytics.

On July 23<sup>rd</sup> 2025, the Company through its Transfer Agent and Securities Attorney, filed a 1:150 Reverse Split application with FINRA for the Company's Common Stock.

On October 10<sup>th</sup> 2025, FINRA processed the corporate action with fractional shares rounded up which added 2,457 shares to the total at Cede per DTCC's request. As such, the split-adjusted Common Stock amounts in this report may differ slightly from previously reported amounts.

All share and per-share amounts presented in these financial statements have been retroactively adjusted to reflect the 1-for-150 reverse stock split for all periods presented.

## NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### Basis of Presentation

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Actual results could differ from those estimates.

### Stock-based Compensation.

In June 2018, the FASB issued ASU 2018-07, *Compensation – Stock Compensation (Topic 718): Improvements to Nonemployee Share-Based Payment Accounting*. ASU 2018-07 allows companies to account for non-employee awards in the same manner as

employee awards. The guidance is effective for fiscal years beginning after December 15, 2018, and interim periods within those annual periods.

#### Related Party Transactions

Under ASC 850 “Related Party Transactions” an entity or person is considered to be a “related party” if it has control, significant influence or is a key member of management personnel or affiliate. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. The Company, in accordance with ASC 850 presents disclosures about related party transactions and outstanding balances with related parties.

#### Derivative Financial Instruments

The Company evaluates its convertible notes to determine if such instruments have derivatives or contain features that qualify as embedded derivatives. 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 uses a weighted-average Black-Scholes-Merton option pricing 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.

#### Fair Value of Financial Instruments

The Company follows paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments and paragraph 820-10-35-37 of the FASB Accounting Standards Codification (“Paragraph 820-10-35-37”) to measure the fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America under U.S. GAAP and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

- Level 1: Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.
- Level 2: Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.
- Level 3: Pricing inputs that are generally unobservable inputs and not corroborated by market data.

The carrying amount of the Company’s financial assets and liabilities, such as cash, prepaid expenses and accrued expenses approximate their fair value because of the short maturity of those instruments. The Company’s notes payable approximate the fair value of such instruments as the notes bear interest rates that are consistent with current market rates.

#### Basic and Diluted Income (Loss) Per Share

The Company computes income (loss) per share in accordance with FASB ASC 260. Basic earnings (loss) per share is computed using the weighted-average number of common shares outstanding during the period. Diluted earnings (loss) per share is computed using the weighted-average number of common shares and the dilutive effect of contingent shares outstanding during the period.

#### Income Taxes

Income taxes are provided for the tax effects of the transactions reported in the financial statements and consist of taxes currently due plus deferred taxes related primarily to tax net operating loss carryforwards. The deferred tax assets and liabilities represent the future tax return consequences of these differences, which will either be taxable or deductible when assets and liabilities are recovered or settled, as well as operating loss carryforwards. 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 income in the period that includes the enactment date. A valuation allowance is established against deferred tax assets when in the judgment of management, it is more likely than not that such

deferred tax assets will not become available. Because the judgment about the level of future taxable income is dependent to a great extent on matters that may, at least in part, be beyond the Company's control, it is at least reasonably possible that management's judgment about the need for a valuation allowance for deferred taxes could change in the near term.

Tax benefits are recognized only for tax positions that are more likely than not to be sustained upon examination by tax authorities. The amount recognized is measured as the largest amount of benefit that is greater than 50 percent likely to be realized upon settlement. A liability for "unrecognized tax benefits" is recorded for any tax benefits claimed in the Company's tax returns that do not meet these recognition and measurement standards. As of Dec 31<sup>st</sup> 2025 and 2024, no liability for unrecognized tax benefits was required to be reported.

#### Recently Issued Accounting Pronouncements

The Company has implemented all new applicable accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

#### NOTE 3 - GOING CONCERN

The Company's financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.

As of Dec 31<sup>st</sup> 2025, the Company has a limited source of revenue and has an accumulated deficit of approximately \$1,076,217 and requires additional funds to support its operations and to achieve its business development goals, the attainment of which are not assured. These factors and uncertainties raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classification of liabilities that might incur in the event the Company cannot continue in existence. Management intends to seek additional capital from new equity securities offerings and debt financing to provide funds needed to increase liquidity, fund internal growth and fully implement its business plan. However, management can give no assurance that these funds will be available in adequate amounts, or if available, on terms that would be satisfactory to the Company. Management believes that the ongoing revenue operations of TeleCare Home Health LLC will contribute to improved liquidity; however, no assurance can be given that such operations will generate sufficient cash flow to fully alleviate the conditions raising substantial doubt.

The timing and amount of the Company's capital requirements will depend on a number of factors, including maintaining its status as a public company and supporting shareholder and investor relations.

#### NOTE 4 – GAAP ADJUSTMENTS TO HISTORICAL BALANCE SHEET

With all potential claims having been barred by the Court on Oct 11th 2024, the \$123,725 balance in Current Liabilities was debited and a credit has been recorded to Other Income in the 12/31/24 period end.

Additionally, due to the lack of historical records and bookkeeping available to current management, the Company could not ascertain the status of the historical Accounts Receivable, Prepaid Deposits for Services, and petty Cash. The balance of \$10,350 in Current Assets was written off and recorded as Other Expense in the 12/31/24 period.

The six-month pro forma financial statements and accompanying audit letter for the period in which these GAAP adjustments took place can be found in the financial report & disclosure for the shortened year ended 12/31/24.

#### NOTE 5 – PROCEEDS FROM RELATED PARTY / REDUCTION IN ACCOUNTS PAYABLE

During the shortened six-month year ended December 31, 2024, JUDD Holding Corp paid \$16,222 in general & administrative expenses on behalf of the Company. The balance of Accounts Payable at December 31, 2024 year end was subsequently satisfied in May 2025 at the closing of the transaction between Patient Path LLC and JUDD Holding Corp.

#### NOTE 6 – ACQUISITION OF TELECARE HOME HEALTH LLC (COMMON CONTROL)

On October 29, 2025, the Company acquired 100% of the membership interests of TeleCare Home Health LLC, a Texas limited liability company previously owned and controlled by Alonzo Pierce, the Company's President and Chief Executive Officer. As both entities were under common control before and after the transaction, the acquisition was accounted for as a transaction between entities under common control in accordance with ASC 805-50.

Accordingly, the assets and liabilities of TeleCare Home Health LLC were recorded at their historical carrying values as of the acquisition date. No goodwill or intangible assets were recognized in connection with the transaction.

As consideration for the acquisition, the Company issued a \$300,000 unsecured promissory note bearing interest at 4% per annum and maturing within 24 months. The note was outstanding from October 29, 2025 through December 11, 2025 and was fully extinguished prior to any interest being accrued or recorded.

On December 11, 2025, the promissory note was fully extinguished in exchange for the issuance of 90,000 shares of restricted common stock. Upon settlement, the note payable was derecognized, common stock was recorded at par value of \$0.001 per share, and the excess was recorded to additional paid-in capital. No gain or loss was recognized on the extinguishment.

#### NOTE 7 – COMMON STOCK ISSUANCES / ADDITIONAL PAID IN CAPITAL

On November 5, 2025, the Company issued 60,000 shares of restricted common stock to Bengala Technologies LLC (controlled by Arnaldo Detres) pursuant to a Stock in Lieu of Services Agreement. The shares were issued at an acquisition value of \$3.75 per share, for an aggregate value of \$225,000 representing enterprise services provided to the Company. The shares were recorded at par value of \$0.001 per share, with the excess over par recorded as additional paid-in capital.

On December 11, 2025, the Company entered into a Debt Satisfaction and Equity Exchange Agreement with TeleCare Home Health LLC (controlled by Alonzo Pierce) whereby the Company issued 90,000 shares of restricted common stock in full settlement of the \$300,000 promissory note originally issued on October 29, 2025. The shares were issued at an acquisition value of \$3.33 per share. Upon settlement, the note payable was derecognized, common stock was recorded at par value of \$0.001 per share, and the excess of the extinguished note balance over par value was recorded to additional paid-in capital.

On December 17, 2025, the Company issued 50,000 shares of restricted common stock to Killuminati Investments LLC (controlled by Ryan Cotardi) pursuant to a subscription agreement. The shares were issued at an acquisition value of \$0.30 per share for aggregate cash consideration of \$15,000. The shares were recorded at par value of \$0.001 per share, with the excess over par recorded as additional paid-in capital.

#### NOTE 8 – G&A EXPENSES / DUE TO RELATED PARTIES

For the three and twelve months ended December 31, 2025, officer and director Alonzo Pierce advanced \$11,350 and \$88,237, respectively, to the Company to fund general and administrative expenses.

As of December 31, 2025, the total amount due to related parties was \$88,237, representing advances from Mr. Pierce. The advances are non-interest bearing and due on demand.

#### NOTE 9 – CONSOLIDATED REVENUES FROM OPERATING SUBSIDIARY

The Company's consolidated revenues for the year ended December 31, 2025 were generated entirely by its wholly owned subsidiary, TeleCare Home Health LLC, which was acquired on October 29, 2025.

TeleCare Home Health LLC provides healthcare-related services and consulting to medical providers. Revenues are derived from service contracts and are recognized as services are performed.

For the year ended December 31, 2025, consolidated revenues totaled \$139,706. No revenues were generated during the year ended December 31, 2024, as the Company had not yet commenced operating activities.

The consolidated financial statements include the results of TeleCare Home Health LLC from the acquisition date of October 29, 2025 through December 31, 2025.

#### NOTE 10 – CONSOLIDATED NET LOSS

For the three and twelve months ended December 31, 2025, the Company reported consolidated net losses of \$40,099 and \$170,986, respectively. For the year ended December 31, 2024, the Company reported net income of \$97,153.

Loss per share information is presented in the accompanying consolidated statements of operations.

#### NOTE 11 – SUBSEQUENT EVENTS

The Company has evaluated subsequent events through March 16, 2026, the date these amended consolidated financial statements were available to be issued, in accordance with ASC 855, Subsequent Events. The Company is not aware of any subsequent events that require adjustment to or disclosure in the accompanying consolidated financial statements.

#### NOTE 12 – AMENDMENT TO SERIES A CONVERTIBLE PREFERRED STOCK CERTIFICATE OF DESIGNATION

On November 8, 2025, the Company filed an Amendment to the Series A Convertible Preferred Stock Certificate of Designation with the State of Nevada (Filing No. 20255298388). The Amendment was signed by Alonzo Pierce as President & Chairman and accepted by the State during the fiscal year ended December 31, 2025.

The Amendment provides that upon any Liquidity Event, each Series A holder shall receive consideration equal to the same percentage ownership of the Corporation's outstanding Common Stock, on a fully-diluted as-converted basis, as held immediately prior to such event. The Special 2024 Series B Preferred Stock is excluded from this calculation. All other rights of the Series A class remain unchanged.

As of December 31, 2025, no shares of Series A Convertible Preferred Stock have been issued or are outstanding. This Amended Annual Report is being filed to disclose this Amendment, which was omitted from the originally filed Annual Report for the same period.