

# Management Certification

The undersigned, on behalf of **PickleJar Entertainment Group, Inc.** (the “Company”), certifies that the information provided herein is accurate and complete to the best of the Company’s knowledge.

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

## SEC Reporting Obligations

- Exchange Act Rule 13a (Forms 10-K, 10-Q, 8-K)
- Exchange Act Rule 15d (Forms 10-K, 10-Q, 8-K)
- Regulation A (Forms 1-K, 1-SA, 1-U)
- Regulation Crowdfunding (Form C-AR)

## Other Reporting Obligations

- Alternative Reporting Standard: OTCID Disclosure Guidelines (OTC Markets Group)
- U.S. Bank Holding Company (Federal Reserve)
- International Reporting Standard (non-U.S. regulatory authority)
  - 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:**

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

**Yes:**       **No:**

- The Company has a Verified Company Profile on OTCMarkets.com.
- The Company is duly organized and in good standing under the laws of the State of Nevada.
- The Company understands and acknowledges its obligations to report company-related actions pursuant to Exchange Act Rule 10b-17 and FINRA Rule 6490.
- 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.
- The Company’s transfer agent and its address are listed below:

<b>Transfer Agent:</b>	Pacific Stock Transfer Company
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<b>Address:</b>	6725 Via Austi Parkway, Suite 300, Las Vegas, Nevada 89119
<b>Phone:</b>	(702) 361-3033
<b>Email:</b>	info@pacificstocktransfer.com

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

Below is a list of the law firm(s) and attorney(s) that acted as the Company's primary legal counsel in preparing its most recent Annual Report (for the period ending December 31, 2025), together with the persons who prepared the disclosure and their relationship to the Company.

**Disclosure Statement Preparer:**

<b>Name:</b>	Jeffrey James
<b>Title:</b>	Chief Executive Officer / Chief Financial Officer
<b>Relationship to Issuer:</b>	CEO / CFO

**Securities Counsel:**

<b>Attorney Name:</b>	David DiGiacomo, Esq.
<b>Firm:</b>	Michael Best & Friedrich LLP
<b>Address:</b>	100 East Wisconsin Avenue, Milwaukee, WI 53202
<b>Phone:</b>	303-536-1178
<b>Email:</b>	dmdigiacomo@michaelbest.com

<b>Attorney Name:</b>	Anthony F. Newton, Esq.
<b>Firm:</b>	Law Office of Anthony F. Newton, Esq.
<b>Address:</b>	16730 Creek Bend Drive, Sugar Land, Texas 77478
<b>Phone:</b>	832-452-0269
<b>Email:</b>	tony.newton@newtonianlaw.com

- The Company's Officers, Directors, and 5% Beneficial Owners are listed below:

**As of (latest practicable date):** April 20, 2026

Individual/Entity Name (control persons in parens)	Position/Company Affiliation	City and State (Country if outside U.S.)	Shares Owned	Class of Shares	% of Class (undiluted)
Jeffrey James	CEO, Board Member, >5% Beneficial Owner	Houston, TX	5,435,673	Class A Preferred	13.59%

Individual/Entity Name (control persons in parens)	Position/Company Affiliation	City and State (Country if outside U.S.)	Shares Owned	Class of Shares	% of Class (undiluted)
Kristian Barowsky	President	Houston, TX	457,240	Class A Preferred	1.14%
Kallie Valentine	Treasurer, Board Member	Houston, TX	n/a	n/a	n/a
Judy Lakin	Board Member	Kemah, TX	n/a	n/a	n/a
Dale Storey	Board Member	Mississauga, Ontario, Canada	301,664	Class A Preferred	0.75%
Maximum Vantage Permanente, LLC (control persons: Jeffrey James 33.5%, Kristian Barowsky 25.5%, Kallie Valentine 15%, Marc Tillery 10%, Vicente Yuste 10%, Judy Lakin 5%, Joni Baker 1%)	>5% Beneficial Owner	Houston, TX	12,002,571	Class A Preferred	30.01%
Reatro Ventures, LLC (control person: Jay Bailey)	>5% Beneficial Owner	Houston, TX	2,743,445	Class A Preferred	6.86%
Everett Dickson	>5% Beneficial Owner	Atlanta, GA	3,800,000	Class A Preferred	9.50%
Celia Holdings (NA), Inc. (control person: Anton Rabie)	>5% Beneficial Owner	Toronto, Ontario, Canada	5,279,146	Class A Preferred	13.20%

*Additional material details:*

*Jeffrey James and Maximum Vantage Permanente, LLC are under common control. Combined ownership of Class A Preferred Stock is 17,438,244 shares, representing 43.60% of the class.*

**Conversion Terms — Class A Preferred Stock:** *Each Class A Preferred Share converts into one (1) Common Share upon written notice to the Company after a hold period of one (1) year and one (1) day from the date of subscription or receipt. Class A Preferred Shares represent 66.667% of total voting rights across all classes on an anti-dilutive basis.*

**Conversion Terms — Class AA, B, and C Preferred Stock:** *Authorized but unissued as of April 20, 2026. Each share of each class, upon issuance, would convert into one (1) Common Share after a hold period of one (1) year and one (1) day.*

- 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. (Box not checked; see table below.)*

Date of Issuance	Principal at Issuance	Outstanding Balance (incl. accr. int.)	Maturity	Conversion Terms	# Shares Converted	# Potential Shares on Conversion	Noteholder	Reason
5/27/2021	\$350,000	~\$386,000	In default	\$0.01/sh upon acquisition or Co-determined price	-0-	38,600,000	CXO5 (officer-owned)	Loan
3/31/2022	\$100,000	~\$122,500	In default	\$0.01/sh upon acquisition or Co-determined price	-0-	12,250,000	Esroh Equity LLC (officer-owned)	Loan
1/16/2023	\$11,585	~\$13,585	In default	\$0.01/sh upon acquisition or Co-determined price	-0-	1,358,500	Salios Group LLC (officer-owned)	Loan
8/03/2023	\$38,147	~\$42,347	In default	\$0.01/sh upon acquisition or Co-determined price	-0-	4,234,700	CXO5	Loan
8/24/2023	\$182,986	~\$202,786	In default	\$0.01/sh upon acquisition or Co-determined price	-0-	20,278,600	CXO5	Loan
9/01/2023	\$4,959	~\$5,659	In default	\$0.01/sh upon acquisition or Co-determined price	-0-	565,900	Shadow Foxtrot (officer-owned)	Loan
9/01/2023	\$122,221	~\$139,121	In default	\$0.01/sh upon acquisition or Co-determined price	-0-	13,912,100	Vista 14 LLC (officer-owned)	Loan
8/31/2023	\$20,000	~\$22,800	8/31/2026	\$0.01/sh upon acquisition or Co-determined price	-0-	2,280,000	Judy Lakin (Director)	Loan

Date of Issuance	Principal at Issuance	Outstanding Balance (incl. accr. int.)	Maturity	Conversion Terms	# Shares Converted	# Potential Shares on Conversion	Noteholder	Reason
8/22/2023	\$50,000	~\$57,085	8/22/2026	Convert on Registration at rate therein, or acquisition at Co price	-0-	5,708,500	2378493 Ontario, Inc. (Steven Klausz)	Loan
8/31/2023	\$150,000	~\$170,935	8/25/2026	\$0.01/sh upon acquisition or Co-determined price	-0-	17,093,500	David Hargrave	Loan
8/31/2023	\$200,000	~\$228,044	8/31/2026	\$0.01/sh upon acquisition or Co-determined price	-0-	22,804,400	Joseph Tharp	Loan
8/31/2023	\$50,000	~\$57,003	8/31/2026	\$0.01/sh upon acquisition or Co-determined price	-0-	5,700,300	Kenneth Baye	Loan
8/31/2023	\$50,000	~\$57,010	8/31/2026	\$0.01/sh upon acquisition or Co-determined price	-0-	5,701,000	Michael Wright	Loan
8/31/2023	\$25,000	~\$28,485	8/31/2026	\$0.01/sh upon acquisition or Co-determined price	-0-	2,848,500	Philip Wright	Loan
8/31/2023	\$10,000	~\$11,400	8/31/2026	\$0.01/sh upon acquisition or Co-determined price	-0-	1,140,000	Frank Ruppen	Loan
11/02/2023	\$100,000	~\$113,002	8/31/2026	\$0.01/sh upon acquisition or Co-determined price	-0-	11,300,200	Joseph Tharp	Loan
11/02/2023	\$50,000	~\$56,501	8/31/2026	\$0.01/sh upon	-0-	5,650,100	Rhon Daguro	Loan

Date of Issuance	Principal at Issuance	Outstanding Balance (incl. accr. int.)	Maturity	Conversion Terms	# Shares Converted	# Potential Shares on Conversion	Noteholder	Reason
				acquisition or Co-determined price				
11/05/2023	\$100,000	~\$112,337	9/05/2026	Convert on Registration at rate therein, or acquisition at Co price	-0-	11,233,700	Chris Kellogg	Loan
11/06/2023	\$50,000	~\$56,468	9/06/2026	Convert on Registration at rate therein, or acquisition at Co price	-0-	5,646,800	Steven Triplett	Loan
11/24/2023	\$477,728	~\$538,154	In default	Convert on Registration; upon maturity 25% discount to market	-0-	215,261,600	Everett Dickson	Ops Expenses
12/12/2023	\$50,000	~\$56,394	12/12/2026	Convert on Registration; upon maturity 25% discount to market	-0-	22,557,600	Everett Dickson	Loan
2/29/2024	\$60,000	~\$66,618	3/01/2027	\$0.01/sh upon acquisition or Co-determined price	-0-	6,661,800	David Hargrave	Loan
5/25/2024	\$350,000	~\$394,033	In default	Convert on Registration; after maturity 25% disc. to market	-0-	157,613,200	Chris Kellogg	Loan
5/31/2024	\$25,000	~\$27,379	In default	Convert on Registration; 25% disc. to market upon maturity	-0-	10,951,600	Thomas Barowsky	Loan
7/21/2024	\$50,000	~\$57,288	In default	Convert on Registration, or	-0-	5,728,800	Kenneth Baye	Loan

Date of Issuance	Principal at Issuance	Outstanding Balance (incl. accr. int.)	Maturity	Conversion Terms	# Shares Converted	# Potential Shares on Conversion	Noteholder	Reason
				acquisition at Co price				
8/30/2024	\$9,575	~\$10,344	8/31/2027	\$0.01/sh upon acquisition or Co-determined price	-0-	1,034,400	Chad Thilborger	Loan
8/31/2024	\$10,000	~\$10,801	8/31/2027	\$0.01/sh upon acquisition or Co-determined price	-0-	1,080,100	Frank Ruppen	Loan
9/30/2024	\$70,000	~\$75,270	10/31/2027	\$0.01/sh upon acquisition or Co-determined price	-0-	7,527,000	Kenneth Baye	Loan
10/4/2024	\$100,000	~\$111,447	In default	20% disc. to market prior to Direct Listing; else 20% at election	-0-	44,578,800	Chalen Enterprises LP (Sirus Ferdows)	Loan
12/5/2024	\$50,000	~\$55,301	In default	Convert on Registration; 25% disc. to market upon maturity	-0-	22,120,400	Jerry James (relative of CEO)	Loan
2/10/2025	\$50,000	~\$54,000	2/10/2026	Convert on Registration, or acquisition at Co price	-0-	5,400,000	Chris Kellogg	Loan
<b>Total Outstanding Balance:</b>		<b>~\$2,934,861</b>			<b>Total Shares: -0-</b>	<b>~688,120,400</b>		

*Additional material details / footnotes to the Convertible Debt table:*

- Outstanding balances are approximate and include accrued interest as of December 31, 2025. Potential shares are calculated at \$0.01/share for fixed-rate notes and at a 20–25% discount to market price for variable-rate notes, without applying any blockers or ownership caps.
- The \$2,000,000 revolving line of credit with Celia Holdings (NA), Inc. (the “Revolver LOC”) is a convertible facility with a SAFE-equivalent conversion feature; conversion

terms depend on a future Equity Financing at a \$18,500,000 Valuation Cap. The Revolver LOC is not included in the table above and is disclosed separately in the Company's Annual Report for the period ending December 31, 2025, Note 11 to the financial statements.

- Several notes identified as "In default" have reached stated maturity and remain unpaid. The Company is in active discussions with noteholders regarding extension, restructuring, or conversion. No formal extensions or waivers have been executed.
- On November 5, 2023, the Chris Kellogg note of \$100,000 was funded in two \$50,000 tranches, with the second tranche funded January 17, 2024.

### Signature

<b>Name of Principal Executive Officer or Principal Financial Officer:</b>	Jeffrey James
<b>Title:</b>	Chief Executive Officer and Chief Financial Officer
<b>Date:</b>	April 20, 2026
<b>Signature:</b>	/s/ Jeffrey James

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