

## **BlockQuarry Corp**

P.O Box 322 Simpsonville, KY 40067

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(832) 390-2754

blqcbuster.com

info@blockquarrycorp.com

# **Annual Report**

**For the period ending December 31, 2025 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

**235,577,217** as of December 31, 2025 *(Current Reporting Period Date or More Recent Date)*

**235,577,217** as of December 31, 2025 *(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 Control<sup>5</sup> of the company has occurred during this reporting period:

Yes:  No:

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<sup>5</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.

**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.

FIMA, Inc. until 4-2015; International Spirit & Beverage Group, Inc. until 9-2017; International Spirits & Beverage Group Inc. until 7-2019; International Spirits & Wellness Holdings, Inc until 6-2020; ISW Holdings, Inc. until 3-2022; Blockquarry Corp - p

Current State and Date of Incorporation or Registration: Nevada 2006  
Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

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 company name change, 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:

P.O Box 322 Simpsonville, KY 40067

Address of the issuer's principal place of business:

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

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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:

\_\_\_\_\_

**2) Security Information**

**Transfer Agent**

Name: Nevad Agency & Transfer Co.  
Phone: 775-322-0626  
Email: info@natco.com

Address:

**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>BLQC</u>
Exact title and class of securities outstanding:	<u>COMMON</u>
CUSIP:	<u>09370T109</u>
Par or stated value:	<u>.001</u>
Total shares authorized:	<u>370,000,000</u> as of date: <u>12/31/25</u>
Total shares outstanding:	<u>235,577,217</u> as of date: <u>12/31/25</u>
Total number of shareholders of record:	<u>6441</u> 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.*

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**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>Preferred B</u>
Par or stated value:	<u>1.00</u>
Total shares authorized:	<u>30,000,000</u> as of date: <u>12/31/25</u>
Total shares outstanding:	<u>20,428,000</u> as of date: <u>12/31/25</u>
Total number of shareholders of record:	<u>43</u> as of date: <u>12/31/25</u>

Exact title and class of the security:	<u>Preferred E</u>
Par or stated value:	<u>          </u>
Total shares authorized:	<u>1,000,000</u> as of date: <u>12/31/25</u>
Total shares outstanding:	<u>1</u> as of date: <u>12/31/25</u>
Total number of shareholders of record:	<u>43</u> as of date: <u>12/31/25</u>

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

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**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 shares eligible for dividends; 1 common share = 1 vote; no preemption rights

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

Preferred B – Ineligible for dividends; no voting rights; no preemption rights; Convertible at 31 (1 preferred b share converts to 3 common shares) Preferred E - – Ineligible for dividends; voting rights always = to 67% of the total eligible voting stock

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

NONE

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

Shares Outstanding <u>Opening Balance:</u> Date <u>1/1/24</u> Common: <u>101,882,017</u> Preferred B: <u>21,483,000</u> Preferred E: <u>1,000,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

<u>1/12/24</u>	<u>Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	<u>Sundara Marketing; Principal: Eva Hodges</u>	<u>Marketing Consultant</u>	<u>restricted</u>	<u>Rule 144</u>
<u>1/12/24</u>	<u>Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher</u>	<u>Subscription</u>	<u>restricted</u>	<u>Rule 144</u>
<u>1/23/24</u>	<u>Canceled</u>	<u>175,000</u>	<u>Preferred B</u>	<u>1.000</u>	<u>No</u>	<u>Steven Likos</u>	<u>Subscription</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>1/23/24</u>	<u>Issuance</u>	<u>525,000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	<u>Steven Likos</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>1/23/24</u>	<u>Canceled</u>	<u>175,000</u>	<u>Preferred B</u>	<u>1.000</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Debt restructure</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>1/23/24</u>	<u>Issuance</u>	<u>525,000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>2/6/24</u>	<u>Canceled</u>	<u>175,000</u>	<u>Preferred B</u>	<u>1.000</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Debt restructure</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>2/6/24</u>	<u>Issuance</u>	<u>525,000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>2/20/24</u>	<u>Issuance</u>	<u>600,000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher</u>	<u>Subscription</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>2/22/24</u>	<u>Canceled</u>	<u>175,000</u>	<u>Preferred B</u>	<u>1.000</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Debt restructure</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>2/22/24</u>	<u>Issuance</u>	<u>525,000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>2/22/24</u>	<u>Canceled</u>	<u>175,000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Debt restructure</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>2/22/24</u>	<u>Issuance</u>	<u>525,000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>3/12/24</u>	<u>Issuance</u>	<u>2,696,200</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	<u>Vine Ventures Inc.; Hootie Kessler Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>5/13/24</u>	<u>Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>.058</u>	<u>No</u>	<u>Alonzo Pierce</u>	<u>Deferred Salary Compensation</u>	<u>Restricted</u>	<u>Rulle 144</u>
<u>5/13/24</u>	<u>Canceled</u>	<u>175,000</u>	<u>Preferred B</u>	<u>1.0</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Debt restructure</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>5/13/24</u>	<u>Issuance</u>	<u>525,000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>5/16/24</u>	<u>Canceled</u>	<u>175,000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Debt restructure</u>	<u>unrestricted</u>	<u>Rule 144</u>

<u>5/16/24</u>	<u>Issuance</u>	<u>525.000</u>	<u>Common</u>	<u>.058</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>5/24/24</u>	<u>Issuance</u>	<u>3,500.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	<u>Vine Ventures Inc.; Hootie Kessler Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>6/10/24</u>	<u>Issuance</u>	<u>45.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Paul Puskadi</u>	<u>Subscription</u>	<u>restricted</u>	<u>Rule 144</u>
<u>6/10/24</u>	<u>Issuance</u>	<u>150.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Bryan Thomas O'Hare</u>	<u>Subscription</u>	<u>restricted</u>	<u>Rule 144</u>
<u>6/24/24</u>	<u>Canceled</u>	<u>50.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Ryan Alan Contardi</u>	<u>Subscription</u>	<u>restricted</u>	<u>Rule 144</u>
<u>6/24/24</u>	<u>Issued</u>	<u>50.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Killuminati Investments; Ryan Alan Contardi</u>	<u>Subscription</u>	<u>restricted</u>	<u>Rule 144</u>
<u>7/15/24</u>	<u>Canceled</u>	<u>175.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Debt restructure</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>7/15/24</u>	<u>Issuance</u>	<u>525.000</u>	<u>Common</u>	<u>.04</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>7/22/24</u>	<u>Issuance</u>	<u>2,500.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	<u>Gregory Boehmer</u>	<u>For management consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>7/24/24</u>	<u>Issuance</u>	<u>1,500.000</u>	<u>Common</u>	<u>.04</u>	<u>No</u>	<u>BB Winks. LLC; Craig Fisher, Principal</u>	<u>Debt conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>9/05/24</u>	<u>Issuance</u>	<u>1,500.000</u>	<u>Common</u>	<u>.055</u>	<u>No</u>	<u>Bryan Thomas O'Hare</u>	<u>Subscription</u>	<u>restricted</u>	<u>Rule 144</u>
<u>9/11/24</u>	<u>Issuance</u>	<u>3,500.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	<u>Vine Ventures Inc.; Hootie Kessler Principal</u>	<u>Debt Conversion</u>	<u>restricted</u>	<u>Rule 144</u>
<u>9/26/24</u>	<u>Canceled</u>	<u>175.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>BB Winks. LLC; Craig Fisher, Principal</u>	<u>Debt restructure</u>	<u>restricted</u>	<u>Rule 144</u>
<u>9/26/24</u>	<u>Issuance</u>	<u>525.000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	<u>BB Winks. LLC; Craig Fisher, Principal</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>11/25/24</u>	<u>Canceled</u>	<u>175.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Debt restructure</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>11/25/24</u>	<u>Issuance</u>	<u>525.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	<u>Post Oak LLC; Principal: J. Rob Loud</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>12/4/24</u>	<u>Issuance</u>	<u>50.0000.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	<u>Telecare Home Health; Principal: Alonzo Pierce</u>	<u>Deposit on asset Acquisition</u>	<u>restricted</u>	<u>Rule 144</u>
<u>12/10/24</u>	<u>Canceled</u>	<u>175.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>BB Winks. LLC; Craig Fisher, Principal</u>	<u>Debt restructure</u>	<u>unrestricted</u>	<u>Rule 144</u>

<u>12/10/24</u>	<u>Issuance</u>	<u>525.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>1/27/25</u>	<u>Issuance</u>	<u>6.000.000</u>	<u>Common</u>	<u>.02</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>1/27/25</u>	<u>Canceled</u>	<u>30,000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Killuminati Investments; Ryan Alan Contardi</u>	<u>Subscription</u>	<u>restricted</u>	<u>Rule 144</u>
<u>1/27/25</u>	<u>Issuance</u>	<u>1.000.000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Killuminati Investments; Ryan Alan Contardi</u>	<u>Subscription</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>2/27/25</u>	<u>Issuance</u>	<u>6.000.000</u>	<u>Common</u>	<u>.02</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>4/10/25</u>	<u>Issuance</u>	<u>6.000.000</u>	<u>Common</u>	<u>.02</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>2/27/25</u>	<u>Canceled</u>	<u>175.000</u>
<u>4/23/25</u>	<u>Canceled</u>	<u>50.0000.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	<u>Telecare Home Health; Principal: Alonzo Pierce</u>	<u>2/27/25</u>	<u>Issuance</u>	<u>525.000</u>
<u>4/10/25</u>	<u>Issuance</u>	<u>7.149.000</u>	<u>Common</u>	<u>.02</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>5/30/25</u>	<u>Issuance</u>	<u>7.000.000</u>	<u>Common</u>	<u>.02</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>6/11/25</u>	<u>Issuance</u>	<u>1.500.000</u>	<u>Common</u>	<u>.04</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Debt conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>6/26/25</u>	<u>Issuance</u>	<u>7.000.000</u>	<u>Common</u>	<u>.02</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>7/15/25</u>	<u>Canceled</u>	<u>175.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Debt restructure</u>	<u>restricted</u>	<u>Rule 144</u>
<u>7/15/25</u>	<u>Issuance</u>	<u>525.000</u>	<u>Common</u>	<u>.04</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>7/21/25</u>	<u>Issuance</u>	<u>8.000.000</u>	<u>Common</u>	<u>.04</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>8/14/25</u>	<u>Issuance</u>	<u>2.000.000</u>	<u>Common</u>	<u>.04</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Debt conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>8/27/25</u>	<u>Issuance</u>	<u>8.000.000</u>	<u>Common</u>	<u>.048</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>9/5/25</u>	<u>Issuance</u>	<u>500.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Ronald Myroniuk</u>	<u>Management Consulting Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>9/8/25</u>	<u>Canceled</u>	<u>175.000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Debt restructure</u>	<u>restricted</u>	<u>Rule 144</u>
<u>9/8/25</u>	<u>Issuance</u>	<u>525.000</u>	<u>Common</u>	<u>.045</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>

<u>9/12/25</u>	<u>Issuance</u>	<u>8,000,000</u>	<u>Common</u>	<u>.045</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>9/24/25</u>	<u>Issuance</u>	<u>150,000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Paul Puskadi</u>	<u>Management Consulting Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>10/7/25</u>	<u>Issuance</u>	<u>8,000,000</u>	<u>Common</u>	<u>.04</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>10/14/25</u>	<u>Issuance</u>	<u>5,500,000</u>	<u>Common</u>	<u>.04</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>11/10/25</u>	<u>Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>.04</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>1/27/25</u>	<u>Canceled</u>	<u>20,000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>Killuminati Investments; Ryan Alan Contardi</u>	<u>Subscription</u>	<u>restricted</u>	<u>Rule 144</u>
<u>12/19/25</u>	<u>Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>.03</u>	<u>Yes</u>	<u>RB Capital; Brett Rosen Principal</u>	<u>Debt Conversion</u>	<u>unrestricted</u>	<u>Rule 144</u>
<u>12/19/25</u>	<u>Canceled</u>	<u>175,000</u>	<u>Preferred B</u>	<u>1.00</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Debt restructure</u>	<u>restricted</u>	<u>Rule 144</u>
<u>12/19/25</u>	<u>Issuance</u>	<u>525,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>BB Winks, LLC; Craig Fisher, Principal</u>	<u>Preferred Conversion (3-1)</u>	<u>unrestricted</u>	<u>Rule 144</u>
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date <u>9/30/25</u>			Common: <u>235,577,417</u>						
Preferred B: <u>20,428,000</u>			Preferred E: <u>1,000,000</u>						

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 2024, 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, 2023 through December 31, 2024 pursuant to the tabular format above.

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

\_\_\_\_\_

## 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 <sup>6</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
5/22/15	2500	2500	5/22/16	50% Of lowest trading price last 20 days	0	178,571	Ray Ciarello	LOAN
12/15/15	5000	10794	12/15/16	50% of lowest trading price over the past 20 trading days; note bears 8% interest	0	771,000	TB Financial: Principal: Jim Buechler	LOAN
1/7/16	15000	35369	1/7/17	50% lowest trading price over the past 20 trading days; note bears 10% interest	0	2,526,357	Andrew Barker	LOAN
12/13/16	2400	2400	12/13/17	50% of lowest trading price over the past 20 trading days; note bears 0% interest	0	400,000	Ross Graham	LOAN
2/9/21	6,950,000	2,630,575	12/31/24	Convertible at \$.005	23,000,000	1,920,383	RB Capital, LLC; Principal: Brett Rosen	LOAN
4/20/21	65280	250000	<u>4/20/22</u>	Convertible at .01; bears 10% interest	25,500,000	7,169,000	RB Capital, LLC; Principal: Brett Rosen	Loan
4/20/21	22340	15000	<u>4/20/22</u>	Convertible at .005; bears 10% interest	3,500,000	4,468,000	RB Capital, LLC; Principal: Brett Rosen	Loan
8/8/21	600000	798600	8/8/22	Convertible at \$2.00; bears 5% interest	0	363,000	RB Capital, LLC; Principal: Brett Rosen	LOAN
1/29/25	194500	194500	1/29/26	Convertible at .015; bears 7% interest	0	12,966,666	RB Capital, LLC; Principal: Brett Rosen	LOAN
4/9/25	20000	20000	4/9/26	Convertible at .015; bears 7% interest	0	1,333,333	RB Capital, LLC; Principal: Brett Rosen	LOAN
5/7/25	70000	70000	5/7/26	Convertible at .015; bears 7% interest	0	4,666,667	RB Capital, LLC; Principal: Brett Rosen	LOAN
5/13/25	16000	16000	5/13/26	Convertible at .015; bears 7% interest	0	1,066,667	RB Capital, LLC; Principal: Brett Rosen	LOAN
6/4/25	30000	30000	6/4/26	Convertible at .015; bears 7% interest	0	2,000,000	RB Capital, LLC; Principal: Brett Rosen	LOAN
8/4/25	125000	125000	8/4/26	Convertible at .015; bears 7% interest	0	8,333,333	RB Capital, LLC; Principal: Brett Rosen	LOAN
8/26/25	80000	80000	8/26/26	Convertible at .015; bears 7% interest	0	5,333,333	RB Capital, LLC; Principal: Brett Rosen	LOAN

<sup>6</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.

10/9/25	165000	165000	8/4/26	Convertible at .015; bears 7% interest	11,000,000		RB Capital, LLC; Principal: Brett Rosen	LOAN
11/21/25	50000	50000	8/4/26	Convertible at .015; bears 7% interest	3,333,333		RB Capital, LLC; Principal: Brett Rosen	LOAN
12/5/25	100000	100000	8/4/26	Convertible at .015; bears 7% interest	6,666,667		RB Capital, LLC; Principal: Brett Rosen	LOAN
<b>Total Outstanding Balance:</b>		4,595,738	<b>Total Shares:</b>		73,000,000	71,496,310		

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

\_\_\_\_\_

#### 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")

BlockQuarry Corp., established in 2015, began its journey as a trailblazer in supply chain management and IoT technologies. Early in its history, BlockQuarry carved out a global presence by pioneering IoT programs in supply chain sourcing and track-and-trace solutions. The company's hands-on approach to addressing industry challenges allowed it to refine its solutions and build a strong foundation in the IoT and supply chain sectors.

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

N/A

- C. Describe the issuers' principal products or services.

The company is positioning itself to be at the forefront of designing and producing high efficiency Made in the USA cryptocurrency mining machines. The company debuted its BLQCBuster miner at Mining Disrupt in Dallas on November 11

#### 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.

While manufacturing of the BLQCBuster will take place in York, PA, our current efforts are aimed at evaluating options for future data center operations. We continue to look for additional buildings that are located adjacent to the power grids

## 6) All Officers, Directors, and 5% Beneficial Owners 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% beneficial owner)	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)
Gregg Boehmer	CEO	Shelbyville, KY	1,000,000	Pref E	100%
Gregg Boehmer	CEO	Shelbyville, KY	25,000	Pref B	.1%
Elias Sanchez-Fernandez	≥5% beneficial owner	Wilmington, DE	6, 806,000	Pref B	29%

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);

No

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;

No

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;

No

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

No

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.

No

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.

No

- 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

Name: \_\_\_\_\_  
Address 1: \_\_\_\_\_

Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

Accountant or Auditor

Name: Casey Kinchen  
Firm: M&K CPA  
Address 1: 29455 Interstate 45 N  
Address 2: The Woodlands, Texas 77380  
Phone: \_\_\_\_\_  
Email: info@mkcpas.com

Investor Relations

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

*All other means of Investor Communication:*

X (Twitter): @blockquarry.io  
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: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

**9) Disclosure & Financial Information**

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

Name: Gregg Boehmer  
Title: CEO  
Relationship to Issuer: Officer

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: **Gregory Boehmer**

Title: **CEO**

Relationship to Issuer: **officer**

Describe the qualifications of the person or persons who prepared the financial statements:<sup>7</sup> **Mr. Boehmer has audit committee experience and has been reviewing financial statements for over 12 years.**

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.
- 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, Gregg Boehmer certify that:

1. I have reviewed this Disclosure Statement for BlockQuarry Corp;
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

---

<sup>7</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.

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.

April 15, 2026 [Date]

/s/ Gregg Boehmer [CEO's Signature]

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

*Principal Financial Officer:*

I, Gregg Boehmer certify that:

1. I have reviewed this Disclosure Statement for BlockQuarry Corp;
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.

April 15, 2026 [Date]

/s/ Gregg Boehmer [CFO's Signature]

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

**BlockQuarry Corp.**  
**(A Nevada Corporation)**

**FINANCIAL STATEMENTS**

**For the Twelve Months Ended December 31, 2025 and 2024**  
**(Unaudited)**

**BlockQuarry Corp.**  
**(A Nevada Corporation)**

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## BlockQuarry Corp. BALANCE SHEETS (Unaudited)

**ASSETS**

	Dec 31 2025	Dec 31, 2024
Current Assets: Cash	245	130
Total Current Assets	245	130
Property and equipment, net	448,000	144,444
<b>Total Assets</b>	<u>448,245</u>	<u>144,574</u>

**LIABILITIES AND STOCKHOLDERS' DEFICIT****Current liabilities**

Accounts payable	291,670	165,320
Accrued Expenses	7,810,558	6,501,926
Deferred Revenues	0	60,000
Bridge Notes Payable	5,255,750	5,255,750
Notes payable, net of discount	54,070	54,070
Convertible notes payable in default	3,159,275	3,445,575
Convertible notes payable, current	684,079	88,650
Due to related Party	0	57,930
Derivative liability	1,732,646	946,113
<b>Total Current Liabilities</b>	<u>18,988,048</u>	<u>16,575,334</u>

**Stockholders Deficit**

Series A Preferred Stock; .001 par value; no shares issued and outstanding

Convertible Series B Preferred Stock; .001 par value; 30,000,000 shares authorized; 20,428,000 and 20,528,000 issued and outstanding at December 31, 2025 and December 31, 2024, respectively

20,428	20,528
--------	--------

Series E Preferred Stock; .001 par value; 1,000,000 shares authorized; 1,000,000 shares issued and outstanding

1,000	1,000
-------	-------

Common stock .001 par value; 370,000,000 shares authorized; 235,577,217 and 179,828,217 issued and outstanding at December 31, 2025 and December 31, 2024, respectively

235,577	179,828
---------	---------

Paid in capital

51,051,740	49,170,773
------------	------------

Subscriptions payable, consisting of 100,001,001 shares of common stock and 200,000 shares of Series B Convertible Preferred Stock as of December 31, 2025 and December 31, 2024

610,044	610,044
---------	---------

Accumulated Deficit

(70,458,592)	(66,412,933)
--------------	--------------

Total stockholders' deficit

<u>(18,539,803)</u>	<u>(16,430,760)</u>
---------------------	---------------------

Total liabilities and stockholders' deficit

448,245	144,574
---------	---------

accompanying notes are an integral part of these unaudited financial statements.

# BlockQuarry Corp

## Statement of Operations

For the Years Ended  
December 31,

Line Item	2025	2024
Revenue - hosting svcs		\$469,500
Revenue - cryptocurrency self-mining		\$226,721
Cost of Revenue - Hosting services		(\$1,669,343)
Cost of Revenue - cryptocurrency self-mining	(\$144,444)	(\$226,721)
Gross Profit (Loss)	-	(\$1,199,843)
<b>Operating Expenses</b>		
General and Administrative	\$201,157	\$890,818
Officer Compensation	\$236,000	\$124,441
Professional fees	\$289,431	\$103,500
Legal judgment Loss		\$5,377,251
Total Operating Expenses	\$726,588	\$6,496,010
Income (Loss) from Operations	(\$726,588)	(\$7,695,853)
<b>Other Income (Expense)</b>		
Interest Expense, net	(\$1,798,012)	(\$857,162)
Loss on Sale of Common Stock		(\$65,000)
Loss on conversion of note payable	(\$30,940)	
Loss on settlemet of Liabilities		(\$5,016)
Change in Derivative Liabilities	(\$1,490,119)	\$414,884
Total Other Income (Expense), Net	(\$3,319,071)	(\$512,294)
Income (Loss) Before Income Taxes	(\$4,045,659)	(\$8,208,147)
Income Tax Expense (Benefit)		
Net Income (Loss)	(\$4,045,659)	(\$8,208,147)
Weighted Avg. Shares - Basic	199,206,099	121,979,039
Weighted Avg. Shares - Diluted	199,206,099	121,879,039
Basic EPS	(\$0.03)	(\$0.07)
Diluted EPS	(\$0.03)	(\$0.07)

## BlockQuarry Corp.

### Statement of Stockholders' Deficit (Unaudited)

As of December 31, 2024 and March 31, June 30, September 30, and December 31, 2025

Line Item	Dec 31, 2024	Mar 31, 2025	Jun 30, 2025	Sep 30, 2025	Dec 31, 2025
Series B preferred stock - shares	20,528,000	20,323,000	20,323,000	20,623,000	20,428,000
Series B preferred stock - amount	20,528	20,323	20,323	20,623	20,428
Series E preferred stock - shares	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000
Series E preferred stock - amount	1,000	1,000	1,000	1,000	1,000
Common stock - shares	179,828,217	193,353,217	179,502,217	206,552,217	235,577,217
Common stock - amount	179,828	193,353	179,502	206,552	235,577
Additional paid-in capital	49,170,773	49,470,989	50,169,209	51,051,740	51,051,740
Subscriptions payable	610,044	610,044	610,044	610,044	610,044
Accumulated deficit	66,412,933	67,283,388	69,926,496	70,167,472	70,458,592
Total stockholders deficit	16,430,760	16,987,679	18,946,418	18,277,513	18,539,803

OTC formatting note: machine-readable workbook with comparative periods and unaudited statement labeling.

## BlockQuarry Corp.

### Statement of Cash Flows (Unaudited)

For the periods presented in the attached working file

Line Item	Dec 31, 2024	Dec 31, 2025
<b>Net loss</b>	<b>(8,208,147)</b>	<b>(4,045,659)</b>
Depreciation	1,669,343	144,444
Stock-based compensation	711,040	57,150
Loss on conversion of note payable	-	30,940
Gain on extinguishment of debt	457,651	-
Legal judgment loss	5,377,251	-
Loss on settlement of liabilities	5,016	-
Loss on sale of common stock	65,000	-
Issuance of common stock to debt holder	613,038	74,000
Amortization of debt discounts	-	217,356
Change in derivative liabilities	411,944	1,444,536
Accounts receivable	469,500	-
Other assets	-	-
Accounts payable	72,867	320,349
Accrued expenses	697,770	1,324,427
<b>Net cash used in operating activities</b>	<b>338,857</b>	<b>(141,337)</b>
Purchase of equipment	-	(448,000)
<b>Net cash used in investing activities</b>	<b>-</b>	<b>(448,000)</b>
Net proceeds (repayment) related party loan	50,267	3,644
Proceeds from bridge notes payable	111,800	-
Proceeds from convertible notes payable	-	766,000
Proceeds from sale of common stock	25,000	-
<b>Net cash provided by financing activities</b>	<b>196,764</b>	<b>454,644</b>
<b>Net change in cash</b>	<b>(142,093)</b>	<b>115</b>
Cash at beginning of period	142,223	130
<b>Cash at end of period</b>	<b>130</b>	<b>245</b>

## BlockQuarry Corp.

### Notes to Financial Statements

#### Note 1 – Basis of Presentation and Significant Accounting Policies

##### *Business*

International Spirit & Beverage Group, Inc. (“ISBG”) was formed under the laws of the State of Texas on September 12, 2014. In March 2015, ISBG merged with and into FIMA, Inc., a Nevada corporation, with FIMA, Inc. being the surviving entity. FIMA, Inc. then changed its corporate name to International Spirit and Beverage Group, Inc., and remains a Nevada corporation. On June 18, 2019, the Company changed its name to International Spirits & Wellness Holdings, Inc. (“ISWH” or “the Company”). On March 18, 2020 the Company changed its name to ISW Holdings, Inc. (“ISW” or the “Company”). In August 2021, the Company filed to change its name to BlockQuarry Corp., which was approved in March 2022.

The Company previously operated in the cryptocurrency hosting industry, providing hosting services to parties that perform cryptocurrency mining activities at our facilities. The business is focused on capitalizing on the Bitcoin ecosystem and its surrounding associated growth opportunities through Development of its own proprietary U.S. Manufactured ASCI Bitcoin mining platform.

##### *Basis of Presentation*

Our financial statements are prepared using the accrual method of accounting as generally accepted in the United States of America (U.S. GAAP) and the rules of the Securities and Exchange Commission (SEC).

##### Use of Estimates

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates. Estimates are primarily used in our revenue recognition, fair value assumptions in accounting for derivative liability, intangible assets and long-lived asset impairments, stock-based compensation, and deferred tax valuations.

##### Cash and Cash Equivalents

The Company considers all highly liquid investments with an original purchase maturity of three months or less to be cash equivalents.

##### Accounts Receivable

Accounts receivable are comprised of unsecured amounts due from customers totaling \$897,192. The Company carries its accounts receivable at their face amounts less an allowance for credit losses. The allowance for credit losses is recognized based on management’s estimate of likely losses per year, based on past experience and review of customer profiles and the aging of receivable balances. As of December 31, 2025 and December 31, 2024, the allowance for credit losses was \$897,192.

##### Property and equipment

Property and equipment are valued at cost. Additions are capitalized and maintenance and repairs are charged to expense as incurred. Gains and losses on dispositions of equipment are reflected in operations. Depreciation is provided using the straight-line method over the estimated useful lives of the assets.

#### Intangible assets – cryptocurrency

Cryptocurrencies held are accounted for as an indefinite-lived intangible asset under Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 350-60, *Goodwill and Other - Crypto Assets*. Crypto assets are required to be measured at fair value in the statement of financial position, with gains and losses from changes in the fair value of such crypto assets recognized in net loss each reporting period. ASC 350-60 does not address the initial measurement, recognition, and derecognition of crypto assets. As such, the Company’s digital assets are initially recorded at cost plus fees in accordance with ASC 350-30 *Intangibles - Goodwill and Other - General Intangibles Other Than Goodwill*. Digital assets will be recorded at fair value at each reporting period with changes in fair value included within operating activities as net gain or loss in the statements of operations.

#### *Basic and Diluted Loss Per Share*

The basic net loss per common share is computed by dividing the net loss by the weighted average number of common shares outstanding. Diluted net loss per common share is computed by dividing the net loss adjusted on an “as if converted” basis, by the weighted average number of common shares outstanding plus potential dilutive securities. For the nine months ended September 30, 2025 and 2024, there were 142,256,100 and 19,281,909 shares issuable from convertible debt, 300,000 shares from common stock warrants and 61,869,000 and 62,634,000 shares issuable from Series B Convertible preferred stock, respectively, for which a variable number of shares may be issued upon conversion, that had an anti-dilutive effect were not included in the calculation of diluted net loss per common share.

#### *Revenue Recognition*

The Company recognizes revenue in accordance with ASC Topic 606, Revenue From Contracts With Customers. Revenues are recognized when control of the promised goods or services is transferred to the customer in an amount that reflects the consideration the Company expects to be entitled to in exchange for transferring those goods or services. Revenue is recognized based on the following five step model:

- Identification of the contract with a customer
- Identification of the performance obligations in the contract
- Determination of the transaction price
- Allocation of the transaction price to the performance obligations in the contract
- Recognition of revenue when, or as, the Company satisfies a performance obligation

Disaggregated revenue data is presented in Note 11.

#### *Performance Obligations*

Revenue is recognized all of the following criteria are satisfied: (i) a contract with an end user exists which has commercial substance; (ii) it is probable the Company will collect the amount charged to the end user; and (iii) the Company has completed its performance obligation whereby the end user has obtained control of the product. A contract with commercial substance exists once the Company receives and accepts a purchase order or once it enters into a contract with an end user. If collectability is not probable, the sale is deferred and not recognized until collection is probable or payment is received. For product sales, control of products typically transfers when title and risk of ownership of the product has transferred to the customer. Payment is received before shipment of the product. Net revenues comprise gross revenues less customer discounts and allowances, actual and expected returns. Shipping charges billed to customers are included in net sales. Various taxes on the sale of products and enrollment packages to customers are collected by the Company as an agent and remitted to the respective taxing authority. These taxes are presented on a net basis and recorded as a liability until remitted to the respective taxing authority.

Historically the Company's self-mining activity occurs at its locations. The Company has entered into digital asset mining pools by executing contracts under customary business practices with the mining pool operators to provide computing power to the mining pool. The contracts are terminable at any time by either party and the Company's enforceable right to compensation only begins when the Company provides computing power to the mining pool operator. In exchange for providing computing power, the Company is entitled to a fractional share of the fixed digital assets award the mining pool operator receives, for successfully adding a block to the blockchain. The Company's fractional share is based on the proportion of computing power the Company contributed to the mining pool operator to the total computing power contributed by all mining pool participants in solving the current algorithm. The provision of such computing power is the only performance obligation in the Company's contracts with mining pool operators. The transaction consideration the Company receives, if any, is noncash consideration, which the Company measures at fair value on the date received, which is not materially different than the fair value at contract inception or the time the Company has earned the award from the pools. The consideration is all variable. Because it is not probable that a significant reversal of cumulative revenue will not occur, the consideration is constrained until the mining pool operator successfully places a block (by being the first to solve an algorithm) and the Company receives confirmation of the consideration it will receive, at which time revenue is recognized. There is no significant financing component in these transactions. Revenue is recognized at fair value based upon the published rates at cryptocurrency exchanges and the mined cryptocurrency is immediately paid to the Company's cryptocurrency wallet.

During 2022, the Company began providing hosting services under its contract with BITMAIN discussed in Note 4. The Company allocates the transaction price for contracts with multiple performance obligations to each separate and distinct performance obligation based on an estimate of the standalone selling price of each distinct service in the contract. The Company's performance obligations are 1) to establish the infrastructure and commence operation of the hosting service, and 2) to host the customer's miners at its location in South Carolina and ensure operation is continuous. The revenue from the Company's completion of its performance obligation for commencement of operations of the hosting center is recognized at a point in time when the site became operational as a development fee. The Company's hosting revenue is based on the agreed upon per kilowatt hour price within the contracts, and revenue from the hosting services performance obligation is earned and recognized by the Company over time as the hosting service is provided to the customer. There is no significant financing component under the contract. The Company currently is not servicing this contract.

#### *Contract Costs*

Costs incurred to obtain a customer contract are not material to the Company. The Company elected to apply the practical expedient to not capitalize contract costs to obtain contracts with a duration of one year or less, which are expensed and included within cost of goods and services.

### *Contract Liabilities*

The Company may at times receive payment by credit card at the time customer places an order. Amounts received for undelivered product are considered a contract liability and are recorded as deferred revenue. Additionally, the Company has received deposits under its cryptocurrency mining and hosting contract discussed in Note 4 related to services at its mining locations that will begin providing services to the customer in future periods. As of September 30, 2025 and December 31, 2024, the Company had deferred revenue of \$60,000, related to unsatisfied performance obligations. These performance obligations are expected to be satisfied during a period of greater than 12 months.

### *Advertising and Promotion*

All costs associated with advertising and promoting products are expensed as incurred. These expenses were \$1,967 and \$21,509 for the nine months ended September 30, 2025 and 2024, respectively.

### *Technology and Development*

All costs associated with technology and development are expensed as incurred. These expenses were \$0 for the nine months ended September 30, 2025 and 2024.

### Stock-Based Compensation

Under FASB ASC 718-10-30-2, all share-based payments to employees, including grants of employee stock options, to be recognized in the income statement based on their fair values. During the nine months ended September 30, 2025 and 2024, the Company's stock-based compensation expense was \$57,150 and \$711,040, respectively.

### Income Taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. 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. A valuation allowance is provided for significant deferred tax assets when it is more likely than not that such asset will not be recovered through future operations.

### Uncertain Tax Positions

In accordance with ASC 740, "Income Taxes" ("ASC 740"), the Company recognizes the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be capable of withstanding examination by the taxing authorities based on the technical merits of the position. These standards prescribe a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. These standards also provide guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition.

Various taxing authorities periodically audit the Company's income tax returns. These audits include questions regarding the Company's tax filing positions, including the timing and amount of deductions and the allocation of income to various tax jurisdictions. In evaluating the exposures connected with these various tax filing positions, including state and local taxes, the Company records allowances for probable exposures. A number of years may elapse before a particular matter, for which an allowance has been established, is audited and fully resolved. The Company has not yet undergone an examination by any taxing authorities.

The assessment of the Company's tax position relies on the judgment of management to estimate the exposures associated with the Company's various filing positions.

## Recent Accounting Pronouncements

In preparing the financial statements, management considered all new pronouncements through the date of the report. No other new accounting pronouncements issued or effective during the nine months ended September 30, 2025 have had or are expected to have a significant impact on the Company's financial statements.

In November 2023, the Financial Accounting Standard Board ("FASB") issued ASU 2023-07, *Improvements to Reportable Segment Disclosures*, which amends the existing segment reporting guidance (ASC Topic 280) to improve reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses that are regularly provided to the CODM and included within each reported measure of segment profit or loss, an amount for other segment items by reportable segment and a description of its composition, the title and position of the CODM and an explanation of how the CODM uses the reported measure(s) of segment profit or loss in assessing segment performance and deciding how to allocate resources. The Company adopted this standard effective January 1, 2025. The Company has a single reportable segment, its digital asset operations. The Company's CEO is the CODM.

In December 2023, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2023-08, *Intangibles—Goodwill and Other—Crypto Assets (Subtopic 350-60): Accounting for and Disclosure of Crypto Assets* (ASC 350-60). The amendments in ASC 350-60 are intended to improve the accounting for certain crypto assets by requiring an entity to measure those crypto assets at fair value each reporting period with changes in fair value recognized in net income. The amendments also improve the information provided to investors about an entity's crypto asset holdings by requiring disclosure about significant holdings, contractual sale restrictions, and changes during the reporting period. The amendments were effective for us beginning January 1, 2025. ASC 350-60 requires a cumulative-effect adjustment to the opening balance of retained earnings (or other appropriate components of equity or net assets) as of the beginning of the annual reporting period in which an entity adopts the amendments. As we did not hold crypto currency prior January 1, 2025, the adoption of ASC 350-60 did not impact our financial position, results of operations or cash flows.

## **Note 2 – Going Concern**

As shown in the accompanying financial statements, the Company has insufficient cash on hand, a working capital deficit of \$18,567,513 and incurred net losses from operations resulting in an accumulated deficit of \$70,458,792 and used \$432,457 of cash from operations during the twelve months ended December 31, 2025, respectively. These factors raise substantial doubt about the Company's ability to continue as a going concern. The Company is currently seeking additional sources of capital to fund short term operations. The Company, however, is dependent upon its ability to secure equity and/or debt financing and there are no assurances that the Company will be successful; therefore, without sufficient financing it would be unlikely for the Company to continue as a going concern.

The financial statements do not include any adjustments that might result from the outcome of any uncertainty as to the Company's ability to continue as a going concern. The financial statements also do not include any adjustments relating to the recoverability and classification of recorded asset amounts or amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

## **Note 3 – Related Parties**

## Note 4 – Long-Lived Assets and Other Assets

### *Property and equipment*

Property and equipment, net consist of the following:

	December 31, 2025	December 31, 2024
Cryptocurrency mining equipment, 3 year useful life (\$448,000 not yet placed in service)	\$ 3,890,240	\$ 3,434,240
Cryptocurrency site development costs, 3 year useful life	6,559,000	6,559,000
Furniture and Equipment, 5 year useful life	17,780	17,780
Total property and equipment	10,301,020	10,011,020
Less accumulated depreciation	(10,011,020)	(9,866,576)
Total property and equipment, net	\$ 448,000	\$ 144,444

Depreciation expense was \$144,444 and \$1,249,676 for the nine months ended September 30, 2025 and 2024, respectively, of which \$0 and \$0 is included in operating expenses, with the remainder being included in cost of revenue, hosting services.

During the nine months ended September 30, 2025, the Company paid \$290,000 related to construction and development of new cryptocurrency miners that are not yet placed in service.

### *Intangible assets – cryptocurrency*

Cryptocurrencies held are accounted for as an indefinite-lived intangible asset under ASC 350, *Intangible – Goodwill and Other*. An intangible asset with an indefinite useful life is not amortized but assessed for impairment annually at fiscal year-end, or more frequently, when events or changes in circumstances occur indicating that it is more likely than not that the indefinite-lived asset is impaired, such as a sustained decrease in the value of a cryptocurrency that is not expected to be recovered in the foreseeable future. The Company performs its impairment test for each type of cryptocurrency it holds, using cryptocurrency units or divisible fractions of a unit with the same acquisition date and carrying value. Impairment exists when the carrying amount exceeds its fair value, which is measured using the quoted price of the cryptocurrency at the time its fair value is being measured. In testing for impairment, the Company has the option to first perform a qualitative assessment to determine whether it is more likely than not that an impairment exists. If it is determined that it is not more likely than not that an impairment exists, a quantitative impairment test is not necessary. If the Company concludes otherwise, it is required to perform a quantitative impairment test. To the extent an impairment loss is recognized, the loss establishes the new cost basis of the asset. Subsequent reversal of impairment losses is not permitted.

As part of the mining services performed through the Company's pods and mining equipment purchased in previous years, the Company earns rewards in bitcoin through a service provider. During the year ended December 31, 2024, the Company earned a total of approximately 3.406 Bitcoin, which had a value in aggregate of \$226,721 based on the prevailing marketing price on the date each coin was earned by the Company. These cryptocurrency assets are reflected as intangible assets on the Company's balance sheet and were recorded as revenue in accordance with ASC 606. The Company directed the earned bitcoin to a service provider to settle electricity cost invoices incurred during the year ended December 31, 2024.

#### Note 5 – Fair Value of Financial Instruments

Under FASB ASC 820-10-5, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). The standard outlines a valuation framework and creates a fair value hierarchy in order to increase the consistency and comparability of fair value measurements and the related disclosures. Under GAAP, certain assets and liabilities must be measured at fair value, and FASB ASC 820-10-50 details the disclosures that are required for items measured at fair value.

The Company has certain financial instruments that must be measured under the new fair value standard. The Company's financial assets and liabilities are measured using inputs from the three levels of the fair value hierarchy. The three levels are as follows:

Level 1 – Inputs are unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access at the measurement date.

Level 2 – Inputs include quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates, yield curves, etc.), and inputs that are derived principally from or corroborated by observable market data by correlation or other means (market corroborated inputs).

Level 3 – Unobservable inputs that reflect our assumptions about the assumptions that market participants would use in pricing the asset or liability.

The following schedule summarizes the valuation of financial instruments at fair value on a recurring basis in the balance sheets as of September 30, 2025 and December 31, 2024, respectively:

	Fair Value Measurements at December 31, 2025		
	Level 1	Level 2	Level 3
<b>Assets</b>			
Cash	\$ 245	\$ -	\$ -

Total assets	245	-	-
<b>Liabilities</b>			
Convertible note payable, net of discounts, including notes in default	-	3,749,670	-
Bridge notes payable	-	5,255,750	-
Due to related party	-		-
Derivative liability	-	-	1,622,658
Total liabilities	-	(9,005,420)	(1,622,658)
	\$ 245	\$ (9,005,420)	\$ (1,622,658)

Fair Value Measurements at December 31, 2024

	Level 1	Level 2	Level 3	
<b>Assets</b>				The fair values of our related party debts are deemed to approximate book value and are considered Level 2 inputs as defined by ASC Topic 820-10-35. See Note 7 for further discussion of the fair value measurements related to derivative liabilities.
Cash	\$ 130	\$ -	\$ -	
Accounts receivable	-	-	-	
Total assets	130	-	-	
<b>Liabilities</b>				
Convertible note payable, net of discounts, including notes in default	-	3,534,225	-	
Bridge notes payable	-	5,255,750	-	
Due to related party	-	57,930	-	
Derivative liability	-	-	946,113	
Total liabilities		(8,847,905)	(946,113)	
	\$ 130	\$ (8,847,905)	\$ (946,113)	

There were no transfers of financial assets or liabilities between Level 1, Level 2 and Level 3 inputs for the twelve months ended December 31, 2025 and 2024.

**Note 6 – Debt**

## Convertible Notes Payable

Convertible notes payable consists of the following at September 30, 2025 and December 31, 2024, respectively:

	September 30, 2025	December 31, 2024
<p>On September 20, 2017, we entered into a Convertible Debenture with an individual investor ("First Graham Note"). The Note bears interest at 10%, with a maturity date of September 20, 2019, is convertible at 60% of the closing traded price at time of Notice of Conversion, or \$5, whichever is greater. The interest rate increases to 18% on default. This note is in default.</p>	\$ 2,400	\$ 2,400
<p>On May 22, 2015, we entered into a Convertible Debenture with Ray Ciarello ("First Ciarello Note"). The Note bears interest at 8%, with a maturity date of May 22, 2016, and is convertible at the lesser of a) \$12,750 or b) 50% of the lowest market value over the 25 trading days preceding the conversion notice. The note is currently in default.</p>	2,500	2,500
<p>The Company has several notes that are in default as, including four separate 2018 notes from Adam Goodkin as follows: note dated March 15, 2018 for \$11,500 maturing March 15, 2020; note dated March 23, 2018 for \$4,500 maturing March 23, 2020; note dated April 2, 2018 for \$4,500 maturing April 2, 2020; note dated April 9, 2018 for \$4,500 maturing April 9, 2020. These notes are convertible at 50% of the lowest traded price over the 10 trading days preceding the conversion notice. During the three months ended September 30, 2020, Adam Goodkin converted \$25,000 of principal and \$4,096 of accrued interest into 317,123 shares of common stock from the 2018 notes, and the Company recognized a loss of \$31,126 on the conversions. This note is in default.</p>	36,000	36,000
<p>The company has several notes that are in default. These notes are convertible at the greater of a) \$127.5 or b) 50% of the lowest bid price over the ten (10) trading days immediately preceding the conversion notice or the closing bid price on the date immediately preceding the notice. This note is in default.</p>	14,500	14,500
<p>The company has several notes that are in default. These notes are convertible at the lesser of a) \$12,750 or b) 50% of the closing bid price on the date immediately preceding the conversion notice. This note is in default.</p>	8,500	8,500
<p>The company has several notes that are in default. These notes are convertible at the lesser of a) \$12,750 or b) 60% of the current bid price at time of notice, but not less than \$1,275 per share or more than \$12,750/sh. This note is in default.</p>	12,250	12,250
<p>During the six months ended June 30, 2021, the Company entered into nine convertible promissory notes with RB Capital Partners, Inc. ("RBCP") with an aggregate principal amount of \$7,200,000. The notes bear interest at 5% and mature December 19, 2024. The notes are convertible beginning 180 days from the date of issuance at a fixed price of \$1.50 per share. In the event of a forward or reverse stock split following the issuance of the note, the conversion price will remain at \$1.50.</p>	2,700,000	2,700,000

On April 20, 2021, we entered into a Convertible Debenture with RBCP for \$250,000 in proceeds. The Note bears interest at 10%, with a maturity date of April 20, 2022, and was convertible at a price fixed at \$1.50, not adjusted for splits. On April 12, 2023, the Company and RBCP amended the note to reduce the conversion price from \$1.50 per share to \$0.01 per share.	-	145,575
On April 22, 2021, we entered into a Convertible Debenture with RBCP for up to \$26,500 in proceeds. The Note bears interest at 10%, with a maturity date of April 20, 2022, and is convertible at a price fixed at \$0.005, not adjusted for splits.	12,500	12,500
On August 3, 2021, we entered into a Convertible Debenture with RBCP for up to \$600,000 in proceeds. The Note bears interest at 5%, with a maturity date of December 19, 2024, and convertible at a price fixed at \$2.00, not adjusted for splits.	370,625	600,000
On January 29, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$350,000, a maturity date of January 29, 2026 and interest rate of 7% per year. During the nine months ended September 30, 2025, a total of \$194,000 was funded under this note. The convertible note is convertible at \$0.015 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.	194,000	-
On March 18, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$20,000, a maturity date of March 18, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.01 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.	30,000	-
On April 9, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$20,000, a maturity date of April 9, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.01 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.	20,000	-
On May 7, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$70,000, a maturity date of May 7, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.01 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.	70,000	-
On May 13, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$16,000, a maturity date of May 13, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.01 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.	16,000	-

<p>On June 4, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$30,000, a maturity date of June 4, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.01 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.</p>	30,000	-
<p>On June 11, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$80,000, a maturity date of June 11, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.01 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.</p>	80,000	-
<p>On August 4, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$125,000, a maturity date of August 4, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.01 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.</p>	125,000	-
<p>On August 26, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$80,000, a maturity date of August 26, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.01 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.</p>	80,000	-
<p>On October 9, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$165,000, a maturity date of October 9, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.015 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.</p>	165,000	-
<p>On November 21, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$50,000, a maturity date of November 21, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.015 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.</p>	50,000	-
<p>On December 5, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$100,000, a maturity date of December 5, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.015 per share. In the event of a forward or reverse stock split, the conversion price will be unaffected.</p>	100,000	-

Debt in default	3,159,275	88,650
Debt not in default	960,000	3,445,575
Total convertible notes payable	<u>4,119,275</u>	<u>3,534,225</u>
Less: unamortized debt discounts	(369,605)	-
Less: Current portion in default	(3,749,670)	(88,650)
Convertible notes payable, net of discounts	<u>\$590,395</u>	<u>\$3,445,575</u>

The shares of common stock issuable upon conversion of the Notes listed above will be restricted securities as defined in Rule 144 promulgated under the Securities Act of 1933. The terms of each convertible note placed a “maximum share amount” on the note holder that can be owned as a result of the conversions to common stock by the note holder of 4.99% of the issued and outstanding shares of the Company. The GPL Ventures convertible notes allow for a note holder to own a maximum of 9.99% of the issued and outstanding shares of the Company.

In accordance with ASC 815-15, the Company determined that the variable conversion feature and shares to be issued represented embedded derivative features, and these are shown as derivative liabilities on the balance sheet. The Company calculated the fair value of the compound embedded derivatives associated with the convertible debentures utilizing a probability weighted black-Scholes model, and in accordance with ASC 470-20 Debt with Conversion and Other Options, the Company recorded debt discount for the variable conversion features of the convertible debts. The discounts are being amortized to interest expense over the term of the debentures using the effective interest method.

On January 29, 2025, the Company and RB Capital Partners entered into a convertible note agreement with a principal amount of \$350,000, a maturity date of January 29, 2026 and interest rate of 7% per year. The convertible note is convertible at \$0.015 per share. During the nine months ended September 30, 2025, an aggregate of \$194,000 of the note was funded to an officer of the Company as part of the ownership transition discussed below.

### **Bridge Notes Payable**

The following table summarizes outstanding bridge notes payable as of September 30, 2025 and December 31, 2024:

	<u>September 30, 2025</u>	<u>December 31, 2024</u>
On August 3, 2021, the Company entered into a bridge loan with RBCP for \$2,000,000 in principal bearing interest at 5% and maturing on October 1, 2021. The Note is secured by 1,000,000 shares of common stock of the Company that will be issued in the event of a default. This note is currently in default, and a 3% fee was recorded as accrued interest. The shares were issued in July 2022.	\$ 2,000,000	\$ 2,000,000
On August 16, 2021, the Company entered into a bridge loan with RBCP for \$200,000 in principal bearing interest at 5% and maturing on October 17, 2021. The Note is secured by 100,000 shares of common stock of the Company that will be issued in the event of a default. This note is currently in default, and a 3% fee was recorded as accrued interest. The shares were issued in July 2022.	200,000	200,000

On August 30, 2021, the Company entered into a bridge loan with RBCP for \$300,000 in principal bearing interest at 5% and maturing on October 31, 2021. The Note is secured by 150,000 shares of common stock of the Company that will be issued in the event of a default. This note is currently in default, and a 3% fee was recorded as accrued interest. The shares were issued in July 2022.

300,000 300,000

On September 23, 2021, the Company entered into a bridge loan with RBCP for \$2,200,000 in principal bearing interest at 5% and maturing on November 30, 2021. The Note is secured by 750,000 shares of common stock of the Company that will be issued in the event of a default. This note is currently in default, and a 3% fee was recorded as accrued interest. The shares were issued in July 2022.

2,200,000 2,200,000

On September 8, 2022, the Company entered into an unsecured bridge loan with RBCP for \$484,000 with a maturity date of October 9, 2022. The bridge note carries interest of \$16,000 and a late fee of 1% and is secured by 1,000,000 shares of common stock which are owed 10 days after default if not repaid. The Company repaid \$474,000 of principal and \$16,000 of interest during the year ended December 31, 2022. The Company is in default of this agreement. No shares have been issued to date. The Company recognized \$207,000 of expense related to the default shares.

10,000 10,000

On October 7, 2022, the Company entered into an unsecured bridge loan with RBCP for \$627,000 with a maturity date of November 7, 2022. The bridge note carries interest of \$23,000 and a late fee of 1% and is secured by 1,500,000 shares of common stock which are owed 10 days after default if not repaid. The Company repaid \$377,000 of principal and \$16,000 of interest during the year ended December 31, 2022. The Company is in default of this agreement, and issued the shares in December 2022.

250,000 250,000

On May 16, 2023, the Company entered into an unsecured, non interest bearing bridge loan with ARK Capital, Inc. for \$27,000 in principal maturing on May 16, 2024. The Company also received an additional \$25,000 in proceeds from ARK Capital, with no agreement.

52,000 52,000

On June 5, 2023, the Company entered into an unsecured bridge loan with RBCP for \$75,000 in principal bearing interest at 5% and maturing on September 5, 2023.

75,000 75,000

On August 11, 2023, the Company entered into an unsecured bridge loan

20,000 20,000

with RBCP for \$20,000. The bridge note carries interest of \$1,000.

And matured on November 11, 2023.

On October 1, 2023, the Company entered into an unsecured bridge loan with RBCP for \$25,000. The bridge note carries interest of \$1,000.

25,000 25,000

And matured on November 15, 2023.

On March 25, 2024, the Company entered into an unsecured, non interest bearing bridge loan with ARK Capital, Inc. for \$24,000 in principal

24,000 24,000

maturing on September 25, 2024. The Company received cash proceeds of \$14,000 and Ark Capital paid \$10,000 directly to a vendor on behalf of the Company. The note bears interest at 10% per year.

On May 20, 2024, the Company entered into an unsecured, non interest

bearing bridge loan with ARK Capital, Inc. for \$45,000 in principal

45,000 45,000

maturing on May 20, 2025. The Company received cash proceeds of \$45,000. The note bears interest at 10% per year.

On June 28, 2024, the Company entered into an unsecured, non interest

bearing bridge loan with Vine Ventures, Inc. for \$40,000 in principal

40,000 40,000

maturing on June 28, 2025. The Company received cash proceeds of \$40,000. The note bears interest at 10% per year.

On October 30, 2024, the Company entered into an unsecured, non interest

bearing bridge loan with ARK Capital, Inc.. for \$3,250 in principal

3,250 3,250

maturing on October 30, 2025. The Company received cash proceeds of \$3,250. The note bears interest at 10% per year.

On November 12, 2024, the Company entered into an unsecured, non interest bearing bridge loan with Vine Ventures, Inc. for \$11,500 in principal maturing on November 12, 2025. The Company received cash proceeds of \$40,000. The note bears interest at 10% per year.

11,500 11,500

Total bridge notes payable

\$ 5,255,750 \$ 5,255,750

**Notes payable**

On July 11, 2022, the Company entered into an unsecured future receipts financing agreement of \$182,375 and received net proceeds of \$115,454, after fees of \$9,546 and original issue discount of \$57,375. The Company will make bi-weekly payments until the agreement is paid in full, and the agreement is personally guaranteed by the Company's President. As of September 30, 2025 and December 31, 2024, the principal balance was \$54,070 and unamortized discount and deferred finance fees was \$0.

The Company recognized interest expense on convertible notes payable and the bridge notes payable for the twelve months ended December 31, 2025 and 2024, respectively, as follows:

	<b>Three Months ended</b>	
	<b>December 31,</b>	<b>September 30,</b>
	<b>2025</b>	<b>2024</b>
Interest on debt	\$ 57,334	\$ 50,142
Interest expense from shares issued to debt holder	74,000	192,500
Interest expense on Forbearance Agreement	391,110	-
Amortization of debt discounts	123,467	-
Total interest expense	<u>\$ 634,699</u>	<u>\$ 242,642</u>

	<b>Twelve Months ended</b>	
	<b>December 31,</b>	<b>September 30,</b>
	<b>2025</b>	<b>2024</b>
Interest on debt	\$ 225,464	\$ 193,738
Interest expense from shares issued to debt holder	74,000	613,038
Interest expense on Forbearance Agreement	1,538,457	-
Amortization of debt discounts	340,823	-
Total interest expense	<u>\$ 2,178,744</u>	<u>\$ 806,776</u>

#### **Note 7 – Derivative Liabilities**

As discussed in Note 6 under Convertible Notes Payable, the Company issued debts that consist of the issuance of convertible notes with variable conversion provisions. The conversion terms of many of the convertible notes are variable based on certain factors, such as the future price of the Company's common stock. The number of shares of common stock to be issued is based on the future price of the Company's common stock and is indeterminate. Due to the fact that the number of shares of common stock issuable could exceed the Company's authorized share limit, the equity environment is tainted and all additional convertible debentures are included in the value of the derivative. Pursuant to ASC 815-15 Embedded Derivatives, the fair values of the variable conversion option were recorded as derivative liabilities on the issuance date.

The fair values of the Company's derivative liabilities were estimated at the issuance date and are revalued at each subsequent reporting date, using a probability weighted Black-Scholes model, with the Company estimating the probability of the Company's stock price being higher than the price at the reporting date, the probability of the stock price remaining constant, and the probability of it being lower. The gains and losses have been reported within other expense in the statements of operations. The estimates of the fair value of derivative liabilities exclude values for convertible notes that have a fixed conversion price, which included \$12,500 of convertible note principal as of December 31, 2024.

The following is a summary of changes in the fair market value of the derivative liability during the nine months ended September 30, 2025 and 2024:

	<b>Derivative Liability Total</b>
Balance, December 31, 2025	\$ 946,113
Fair value on the date of issuance recorded as debt discount	586,960
Day one loss	449,324
Extinguishment of liability due to conversions	(1,354,951)
Change in fair market value of derivative liabilities	995,212
Balance, September 30, 2025	\$ 1,622,658

Key inputs and assumptions used to value the convertible debentures outstanding during the nine months ended December 31, 2025:

*Nine Months Ended December 31, 2025*

- Stock price of \$0.013
- Expected Term ranging from 0.5 to 1.91 years
- Estimated volatility of 186-261%
- Risk-free rate of 3.60 – 4.36%
- Probability of increase in stock price of 75% from December 31, 2025 of 10%
- Probability of decrease in stock price of 50% from December 31, 2025 of 70%

Management notes that the inputs used in the valuation of derivative liabilities are unobservable inputs and are inherently subjective. As of December 31, 2025, if the probability of a decrease in the stock price was 10% higher, the derivative liability fair value would be approximately \$565,000 lower and would be approximately \$285,000 lower if there was a 10% increase in the probability of the Company's stock price remaining equal with the December 31, 2025 value. If a 10% higher stock price was used in the probability assessment, the estimated derivative liability would be approximately \$67,000 higher, and would be approximately \$41,000 lower if a 10% lower price was used in the probability assessment.

**Note 8 – Changes in Stockholders' Equity (Deficit)**

Stock Split and Amendment to Articles of Incorporation

The Company is authorized to issue up to 370,000,000 shares of common stock and up to 70,000,000 shares of preferred stock.

Series B Convertible Preferred Stock

On December 10, 2020, The Company designated 10,000,000 Shares of Series B Convertible Preferred Stock, with a par value of \$0.001 per share. On November 8, 2022, the authorized Series B Convertible Preferred Stock was increased to 20,000,000 shares and on April 21, 2023 the authorized Series B Convertible Preferred Stock was increased to 30,000,000. Each share of Series B Convertible Preferred Stock is convertible into 3 shares of common stock after being held for one year, and contains a limitation where the holder can convert a maximum of 12.5% of the original Series B issuance shares in any given quarter.

On January 23, 2025, 175,000 shares of Series B Convertible Preferred stock were converted into 525,000 shares of common stock.

On January 14, 2025, the Company entered into an exchange agreement with Killuminati Investments, LLC (the "Shareholder"). Pursuant to the agreement, the Shareholder exchanged 30,000 shares of its Preferred B shares of the Company for 1,000,000 shares of common stock of the Company resulting in a loss on conversion of \$30,940.

During the nine months ended September 30, 2025, the Company issued 650,000 shares of Series B convertible preferred stock for services valued at \$57,150. Also during the nine months ended September 30, 2025, an aggregate of 535,000 shares of Series B Convertible Preferred Stock were converted into 2,575,000 shares of common stock.

#### Series A & E Preferred Stock

On July 11, 2011, the Company authorized 1,000,000 shares of Series A Convertible Preferred Stock ("Series A"). The Series has a par value of \$0.001 per share, receives no dividends, has no voting rights and is convertible to common stock at an amount of four times the outstanding shares of Series A.

Pursuant to an amendment to the Company's Articles of Incorporation on September 6, 2017, the Company has 20,000,000 authorized shares of Preferred Stock, of which 1,000,000 shares of \$0.001 par value Series E Preferred Stock ("Series E") have been designated and issued. The Series E ranks subordinate and junior to all of the Corporation's common stock, carries no dividends, has no liquidation participation rights and are not redeemable. The collective outstanding shares of Series E Preferred Stock are entitled to twice the number of votes of all outstanding shares of capital stock such that the holders of outstanding shares of Series E shares shall always constitute sixty-six and two thirds ( $66 \frac{2}{3}$ rds) of the voting rights of the Corporation. The holders of shares of Common Stock and Series E Preferred Stock shall vote together and not as separate classes. On June 21, 2018, the amended its Articles of Incorporation with the State of Nevada to reduce the total number of shares of common stock authorized to 200,000,000 and the total number of shares of preferred stock authorized to 20,000,000. On October 1, 2019, the Company amended its Articles of Incorporation to increase the number of shares of preferred stock authorized to 50,000,000.

On March 6, 2015, the Company issued 1,000,000 shares of Series E Preferred Stock to Alonzo Pierce, the Company's former President and Chairman of the Board for services provided. As part of the Forbearance Agreement discussed in note 9, these shares were transferred to Gregg Boehmer, the Company's new CEO, in April 2025.

#### Common Stock issuances

During the twelve months ended December 31, 2025, the Company issued a total of 90,149,000 shares of common stock to RBCP pursuant conversions of debt and accrued interest of \$660,745.

On January 23, 2025, the Company entered into a cancellation of debt in exchange for stock agreement with Vine Ventures Inc. (the "Holder"). Pursuant to the agreement, the Company will issue the Holder 2,928,248 shares of its common stock at a price of \$0.0025 per share. In consideration of, and in exchange therefore, \$7,321 of debt and all rights associated with the debt including any claim for interest, held by the Holder are hereby cancelled. These shares have not yet been issued by the Company.

On April 30, 2025, the 50,000,000 shares issued to Telecare Home Health were returned to the Company and cancelled pursuant to the Forbearance Agreement.

On January, 27, 2025, Ryan Contardi (Klluminati Investments) was issued 1,000,000 common shares upon the conversion of 30,000 Preferred B shares for a conversion rate of 33.3 to 1. Mr. Contardi and Former BlockQuarry Corp Chairman Alonzo Pierce entered into an agreement on January 25, 2025 that was not in accordance with the conversion terms of 3-1 set forth in the BLQC Articles of Incorporation. As of the publication time of this disclosure, Mr. Contardi is refusing to return the shares despite the fact that he is now aware that the 1,000,000 common shares were issued in a manner not in accordance with the BLQC Articles of Incorporation. The Company will continue to work with Mr. Contardi but is also evaluating legal measures to re-acquire the 1,000,000 shares and return the 30,000 Preferred B shares converted by Mr. Contardi.

On August 31, 2025, the Company issued 2,000,000 shares of common stock to BB Winks, LLC, a debtholder. The fair value of the shares was \$74,000 based on the closing price of the Company's common stock at the issuance date and was recognized as interest expense.

## **Note 9 – Commitments and Contingencies**

### Legal Proceedings

The Company may be subject to legal proceedings and claims arising from contracts or other matters from time to time in the ordinary course of business. Management is not aware of any pending or threatened litigation where the ultimate disposition or resolution could have a material adverse effect on its financial position, results of operations or liquidity.

On February 12, 2024, RB Capital Partners, Inc. filed an arbitration proceeding against the Company related to the bridge loans and related accrued interest and late fees, totaling \$5,841,190. The Company has filed a counterclaim against RB Capital Partners to request a declaratory judgement action in the Company's favor. On January 7, 2025, RB Capital partners received a judgement against the Company in the amount of \$15,297,890 in its arbitration proceeding against the Company, with \$8,599,009 related to the convertible debt and related interest, \$6,667,660 related to bridge notes payable and related interest, and \$21,221 in attorney fees and other awards. In connection with this, in February 2025, the Company and its former President Alonzo Pierce entered into a forbearance agreement (the "Forbearance Agreement") with RBCP whereby it was agreed that the judgement would bear interest at 10% per year until repaid or satisfied. Under the Forbearance Agreement, the Company created a 100,000,000 share of common stock reserve in the name of RBCP with its transfer agent, the members of the Board of Directors resigned their positions, and Gregg Boehmer was appointed CEO and Chairman of the board. Mr. Pierce also placed the 1,000,000 shares of Series E Preferred stock in escrow, to be released to Mr. Boehmer upon completion of all conditions of the forbearance agreement by April 30, 2025 and a \$50,000 payment by RBCP to Mr. Pierce. These conditions were met and in May 2025, the Series E Preferred stock was transferred to Mr. Boehmer.

Mr. Pierce also agreed to return the 50,000,000 shares issued pursuant to the Telecare Home Health LLC and Paradigm Home Health LLC acquisition agreement and issue no further shares related to that agreement, which were returned and cancelled by the Company in April 2025. The Company also agreed to give access to Company records and systems to the new CEO. As a result of the judgement, the Company recognized a settlement loss of \$5,377,251 related to the additional amount owed above the balance of convertible notes payable, bridge notes payable and accrued interest on those notes as of December 31, 2024, included in accrued expenses on the Company's consolidated balance sheet.

## Commitments

On October 4, 2023, the Company entered into an employment agreement with Lawrence Davis to act as Chief Operating Officer for the Company. The agreement is cancelable by either party with 30 days' notice. Compensation under the agreement will be determined at a future date.

On October 4, 2023, the Company entered into an employment agreement with Sam Escobar to act as Director of Ground Operations for the Company. The agreement is cancelable by either party with 30 days' notice. Compensation under the agreement will be determined at a future date.

## **Note 10 – Segment Information and Disaggregated Revenue**

The Company operates through its single operating segment of cryptocurrency operations, including self-mining activities, hosting services and healthcare services.

Summarized financial information relating to the Company's lines of business is as follows:

	For the Three Months Ended		For the Twelve Months Ended	
	December 31,		December 31,	
	2025	2024	2025	2024
Revenue - hosting services	\$ -	\$ -	\$ -	\$ 469,500
Revenue - cryptocurrency self-mining	-	-	-	226,721
Total Revenue	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 696,221</u>

During the three months ended March 31, 2024, the Company provided hosting services to BES to allow earn bitcoin in exchanged for reduction of the note payable balance owed by the Company. The Company recognized revenue of \$469,500 related to this arrangement during the three months ended March 31, 2024. The Company also self-mined bitcoin that was delivered to a third party in satisfaction of the amounts due for power services at the Missouri location in the name of the third party. The Company recognized \$226,721 of revenue from these self mining activities during the nine months ended September 30, 2024. The Company currently does not have any hosting or self-mining activities..

## **Note 11 – Subsequent Events**

The Company has evaluated subsequent events through the date the financial statements were available for issuance on April 15, 2025.