

# QED Connect, Inc.

Amendment to [Management Certification](#) - Management Certificate 2025  
- Amended for 12/31/2025 originally published through the OTC Disclosure  
& News Service on 04/28/2026

Explanatory Note:  
Amended Balance Sheet Dec 31 2025

*\*\*This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

## Management Certification

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

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

### SEC Reporting Obligations

- The Company has a reporting obligation under Section 13 or 15(d) of the Exchange Act
- The Company has a reporting obligation under Regulation A (Tier 2)
- The Company has a reporting obligation under Regulation Crowdfunding (CF)

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### Other Reporting Obligations

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

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

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

Yes:  No:

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

Yes:  No:

4. The Company has a Verified Company Profile on OTCMarkets.com.

5. The Company is duly organized and in good standing under the laws of the state or jurisdiction in which the Company is organized or does business.

6. The Company understands and acknowledges its obligations to report company-related actions pursuant to Exchange Act Rule 10b-17 and FINRA Rule 6490.

7. The Company understands and acknowledges its obligations to publicly disclose material information in a timely manner in accordance with applicable U.S. federal securities laws, including but not limited to Section 10(b) of the Exchange Act and Rule 10b-5 thereunder.

8. The Company's transfer agent and its address are listed below. If the Company acts as its own transfer agent, indicate that by listing the Company and its information in the fields provided.<sup>1</sup>

Name: Clear Trust LLC

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

Name: Olde Monmouth Stock Transfer Company, Inc.

Phone: 732-872-2727

Email: [matt@oldemonmouth.com](mailto:matt@oldemonmouth.com)

Address: 200 Memorial Parkway Atlantic Highlands, NJ 07716

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

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

December 31, 2025

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

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

As of (latest practicable date): December 31, 2025

<b>Individual Name</b> (First, Last) or <b>Entity Name</b> (Include names of control person(s) if a corporate entity)	<b>Position/Company</b> <b>Affiliation</b> (ex: CEO, 5% Control person)	<b>City and State</b> (Include Country if outside U.S.)	<b>Number of</b> <b>Shares</b> <b>Owned</b> (List common, preferred, warrants and options separately)	<b>Class of</b> <b>Shares</b> <b>Owned</b>	<b>Percentage of</b> <b>Class of</b> <b>Shares</b> <b>Owned</b> (undiluted)
Wulff Trust	Board of Directors Control Nanny Wulff	Albany New York	500,000,000	Prefer A	100%
Wulff Trust	Board of Directors Control Nanny Wulff	Albany New York	350,000,000	Prefer B	100%
Wulff Trust	Board of Directors Control Nanny Wulff	Albany New York	150,000,000	Prefer C	100%
Carlos Mora	CEO	Albany New York	No shares have been issued; a promissory note was signed with conditions	Common	

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

Shares Outstanding as of Second Most Recent Fiscal Year End: Date <u>12/31/2023</u> <u>Opening Balance</u> Common: <b>2,534,061,005</b> Preferred: <u>1,000,000,000</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 (entities must have individual with voting / investment control disclosed).	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>February 14, 2023</u>	<u>New Issuance Restricted</u>	<u>220,000,000</u>	<u>Common Restricted</u>	<u>0.001</u>	<u>No</u>	Katharina Nanny Bahnsen	<u>Salaries</u>	<u>Restricted</u>	
<u>February 14, 2023</u>	<u>New Issuance Restricted</u>	<u>220,000,000</u>	<u>Common Restricted</u>	<u>0.001</u>	<u>No</u>	Sarah Bahnsen - Wulff	<u>Salaries</u>	<u>Restricted</u>	
<u>March 3, 2024</u>	<u>New Issuance Restricted</u>	<u>2,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>Yes</u>	Stephen Chee	<u>Marketing</u>	<u>Restricted</u>	
<u>November 3, 2023</u>	<u>New Issuance Restricted</u>	<u>5,333,333</u>	<u>Common</u>	<u>0.001</u>	<u>Yes</u>	Elizabeth Fretheim	<u>Investment</u>	<u>Restricted</u>	
<u>November 3, 2023</u>	<u>New Issuance Restricted</u>	<u>2,666,667</u>	<u>Common</u>	<u>0.001</u>	<u>Yes</u>	Hunter Fretheim	<u>Investment</u>	<u>Restricted</u>	
<u>March 11, 2024</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>Yes</u>	Scott Swift	<u>Marketing</u>	<u>Restricted</u>	
<u>March 11, 2024</u>	<u>New Issuance</u>	<u>84,737,237</u>	<u>Common</u>	<u>0.001</u>	<u>Yes</u>	Wood Cove Trust control CJ Fretheim	<u>Investment</u>	<u>Restricted</u>	
<u>March 13, 2024</u>	<u>New Issuance</u>	<u>32,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>Yes</u>	J Myers	<u>Note Conversion</u>	<u>Not Restricted</u>	<u>DWAC</u>
<u>March 13, 2024</u>	<u>New Issuance</u>	<u>152,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>Yes</u>	D Rosman	<u>Note Conversion</u>	<u>Not Restricted</u>	<u>DWAC</u>
<u>March 13, 2024</u>	<u>New Issuance</u>	<u>32,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>Yes</u>	R Svoboda	<u>Note Conversion</u>	<u>Not Restricted</u>	<u>DWAC</u>
<u>June 20, 2024</u>	<u>New Issuance</u>	<u>200,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>yes</u>	WAC Partner Limited Control Todd Costello	<u>Investment</u>	<u>Restricted</u>	
<u>March 26, 2025</u>	<u>New Issuance</u>	<u>250,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>yes</u>	<i>PKF Capital Control J.S.Galsinh</i>	<u>Note Conversion</u>	<u>Not Restricted</u>	<u>DWAC</u>
<u>July 3, 2025</u>	<u>New Issuance</u>	<u>250,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>yes</u>	PKF Capital Control J.S.Galsinh	<u>Note Conversion</u>	<u>Not Restricted</u>	<u>DWAC</u>
<u>July 17, 2025</u>	<u>New Issuance</u>	<u>250,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>yes</u>	PKF Capital Control J.S.Galsinh	<u>Note Conversion</u>	<u>Not Restricted</u>	<u>DWAC</u>
Shares Outstanding on Date of This Report: <u>Ending Balance</u> ___ Common: <b>4,236,798,242</b> <u>Ending Balance</u> __ Preferred: <u>1,000,000,000</u> Date <u>December 31, 2025</u>									

11. The Company has Convertible Debt as detailed below:

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

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

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$)  (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion <sup>5</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
Feb 1, 2023	\$93,565	\$1,981,827	Feb 1, 2013	<u>Average price of 15 days of trading</u>	0	9,909,135,000	Sarah Bahnsen	Loan payment of 43-101, OTC-Markets and transfer Agent Olde Monmouth
April 14, 2013	\$520,000	\$516,910	April 14, 2015	<u>Average price of 15 days of trading</u>	1,1626,000,000	2,285,185,000	David Rumbold	Loan
January 1, 2023	\$151,421.15	173,669	January 1, 2025	<u>Average price of 15 days of trading</u>	0	855,590,000	Jalandher Bandari	Loan
Dec 31, 2025	507,903	513,991	Dec 31, 2027	<u>Average price of 15 days of trading</u>	0	2,569,955,000	Ana Gannon Trust	Loan
<b>Total Outstanding Balance:</b>		\$3,186,397		<b>Total Shares:</b>	1,626,000,000	15,619,865,000		

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

Signature:



Name of Principal Executive Officer or Principal Financial Officer: Carlos Mora

Title: CEO

<sup>5</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.

Date: April 7, 2026

Signature: Carlos Mora

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