

Management Certification

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

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

SEC Reporting Obligations

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

Other Reporting Obligations

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

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

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

Yes: ☐

No: ☒

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

Yes: ☐

No: ☒

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

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

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

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

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

Transfer Agent: EQUINITI TRUST LLC

Address:

28 Liberty Street, 53rd Floor
New York, NY 10005

¹ 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.

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.

Ralph Johnson CEO

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): 3/31/26

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)
Ralph Johnson	CEO	Red Bank NJ	2000000	Common	22.23
Ralph Johnson	CEO	Red Bank NJ	50	Class C	90.9
Kelvin Joseph	Director	Red Bank NJ	100000	Common	1.11
Micahel Colombo	Director	Red Bank NJ	50000	Common	.56
Pelham LLC	Shareholder	Rye NY	500000	Common	5.56

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

11. The Company has Convertible Debt as detailed below:

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

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

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ²	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
3/31/23	770,000	610,000	3/31/24	Convertible into common shares of PRPS at the choice of holders anytime following nine (9) months at the greater of \$1.00 or 50% of the average daily Volume Weighted Average Price of the Company's Common Stock as reported on a National Quotations Bureau or Over the Counter Market upon which the Common Stock may be traded, for the fifteen (15) prior trading days.	0	554,545	See attached Issuance ⁵	Expansion
6/30/23	758,000	758,000	6/30/24		0	689,090		
4/30/24	300,000	300,000	4/30/25		0	272,727		

² 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.

5/24/2024	\$1,000,000.00	\$1,000,000.00	5/30/2025	Promissory Note paying 15% annual interest quarterly, with 50,000 common shares to be issued as an equity kicker at maturity.	0	0	See attached:	Expansion
8/15/2024	\$100,000.00	\$100,000.00	8/16/2025		0	0	Issuance7	PFS
10/1/2024	\$1,000,000.00	\$1,000,000.00	10/2/2025		0	0		
10/1/25	\$2,345,000.00	2,345,000.00	10/1/27	Promissory Note paying 15%/18% annual interest quarterly, with conversion rights into common shares at 10% discount to VWAP	0	1,184,383	See attached:	Expansion
							Issuance8	PFS
12/1/25	640,000	640,000	3/31/28	Unit holding 90% of promissory note paying 16% annually, quarterly and 10% in common stock with basis of \$.50	0	0	See attached:	Expansion
							Issuance9	PFC

Total Outstanding Balance:

Total Shares:

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

SEE NEXT PAGES

PROPELLUS FINANCIAL SERVICES INC

CONVERTIBLE DEBENTURE SCHEDULE

ISSUANCES

<u>NAME</u>	<u>ISSUANCE DATE</u>	<u>AMOUNT</u>
Burns, J	3/31/23	\$150,000.00
Hawkins, L	3/31/23	\$ 10,000.00
Newcomer, J	3/31/23	\$ 25,000.00
Schmerein, J	3/31/23	\$100,000.00
Sucharow, L	3/31/23	\$200,000.00
Schulte, O	3/31/23	\$ 50,000.00
Carrothers, T	3/31/23	\$ 30,000.00
Kenost, R	3/31/23	\$100,000.00
Chadi, J	3/31/23	\$ 35,000.00
Sefaradi, E	3/31/23	\$ 35,000.00
Rabbani, S	3/31/23	<u>\$ 35,000.00</u>
		\$770,000.00
Wells, C	4/30/23	\$ 25,000.00
Martins, M	4/30/23	\$ 80,000.00
Buck, C	4/30/23	\$ 50,000.00
Barenholtz, M	4/30/23	\$ 25,000.00
Aufiero, D	4/30/23	\$ 50,000.00
Nolletti, V	4/30/23	\$100,000.00
Clifton, G	5/31/23	\$ 15,000.00
Walker, R	5/31/23	\$ 50,000.00
Geiger, E	5/31/23	\$100,000.00
Atkins, N	6/30/23	\$ 3,000.00
Rivera, I	6/30/23	\$ 20,000.00
Alcock, J&W	6/30/23	<u>\$240,000.00</u>
		\$758,000.00
Valente, J	4/30/24	\$150,000.00
Wilkinson, J	4/30/24	\$ 50,000.00
Laule, R	4/30/24	\$ 50,000.00
Reents, W	4/30/24	<u>\$ 50,000.00</u>
		\$300,000.00

Totals

\$1,828,000.00

PROPELLUS FINANCIAL SERVICES INC

PROMISSORY NOTE SCHEDULE

ISSUANCE7

Kinosian	5/24/24	\$1,000,000.00
Guinn, P	8/15/24	\$100,000.00
Kinosian	10/1/24	<u>\$1,000,000.00</u>
		\$2,100,000.00

PROPELLUS FINANCIAL SERVICES INC

CONVERTIBLE DEBENTURE SCHEDULE

ISSUANCE8

Barry, J	9/29/2025	\$50,000.00
Connor, J	10/14/2025	\$150,000.00
Flaskay, N	10/15/2025	\$50,000.00
L&B	10/31/2025	\$125,000.00
Taylor, R	11/3/2025	\$200,000.00
Lall, N	11/14/2025	\$20,000.00
Oliveri, A	11/25/2025	\$75,000.00
Westrich, V	12/4/2025	\$50,000.00
Warshauer, L	12/11/2025	\$50,000.00
Capital Velocity	12/24/2025	\$100,000.00
Westrich, V	1/20/2026	\$50,000.00
Schumacher, M	1/28/2026	\$150,000.00
Clark, S IRA	1/30/2026	\$50,000.00
Winkler, G	2/13/2026	\$100,000.00
Cox, W IRA	2/20/2026	\$100,000.00
Scofield, T IRA	2/27/2026	\$100,000.00
4547 Holding Co	3/9/2026	\$100,000.00
Kalman, S IRA	3/17/2026	\$25,000.00
Lall, N	3/17/2026	\$50,000.00
Stoney Lake	3/18/2026	\$100,000.00
Hinson, J	3/18/2026	\$100,000.00
Schussler, M	3/25/2026	\$300,000.00
L&B	3/27/2026	\$100,000.00
Murga, J	3/27/2026	<u>\$150,000.00</u>
		\$2,345,000.00

PROPELLUS FUNDING CORPORATION

SERIES A PREFERRED UNIT SCHEDULE

ISSUANCE9

Danielson, B	12/1/2025	\$50,000.00
Palmer, J IRA	12/2/2025	\$200,000.00
Watershed Equity	12/4/2025	\$20,000.00
Watershed Equity	12/10/2025	\$50,000.00
Rondrew	1/9/2026	\$25,000.00
Watershed Equity	1/14/2026	\$20,000.00
Avidano, C	1/14/2026	\$25,000.00
Lamoreaux, Roth IRA	3/10/2026	<u>\$250,000.00</u>
		\$640,000.00

Signature:

Name of Principal Executive Officer or Principal Financial Officer: Ralph Johnson

Title: CEO

Date: 7-30-26

Signature: /s/Ralph Johnson

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