

Omega Resources Inc.

Amendment to [Management Certification](#) - Mid-Year 2026 for 12/31/2025
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07/31/2026

Explanatory Note:

Corrected the control persons for entities listed

***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 Omega Resources, Inc ("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) ARS

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: Empire Stock Transfer

Address: 1859 Whitney Mesa Drive, Henderson, NV 89014

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: Omega Resources, LLC

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.

Phillip Croci, Omega Resources, LLC, Systems Admin & Investor Relations

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): 7/01/26

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)
Fred L. Croci	Chief Executive Officer / Director	Severance, CO	944,348	Common	5%
William J. Johanningmeier	Vice President of Finance	Fort Collins, CO	5,349	Common	0%
Phillip A Croci	Secretary / Officer Manager	Windsor, CO	86,746	Common	0%
David S. Gilbert	Director	Oakdale, CA	310,000	Common	2%
Mike Davis	Director	Aurora, CO	310,000	Common	2%
Elizabeth Newman	Director	Fort Collins, CO	310,000	Common	2%
Leon McCauley	Director	Windsor, CO	310,000	Common	2%
Jason Hanson	Director	Loveland, CO	0	N/A	0%
Jack A. McCartney	Consultant	Denver, CO	0	N/A	0%
Maria M. Petrocco, Esq.	Counsel	Denver, CO	0	N/A	0%
A.G. Management Associates	Karen Ziegler	Wellington, CO	4,036,432	Common	20%
Arrow Consulting, LLP	Karen Ziegler	Wellington, CO	1,862,358	Common	9%
Croci Land Holdings, LLC	Fred Croci - Manager	Windsor, CO	2,933,913	Common	15%
Croci Land Holdings, LLC	Fred Croci - Manager	Windsor, CO	359,100	Preferred	10%
Josef and Ann Guetlein	Shareholder	Arvada, CO	1,152,849	Common	6%
Josef and Ann Guetlein	Shareholder	Arvada, CO	1,129,100	Preferred	31%

JMeier, Inc	William Johanningmeier	Fort Collins, CO	2,062,849	Common	10%
JMeier, Inc.	William Johanningmeier	Fort Collins, CO	1,129,100	Preferred	31%
Realty Funding Source, LLC	William Johanningmeier – Its President	Windsor, CO	926,413	Common	5%
Realty Funding Source, LLC	William Johanningmeier – Its President	Windsor, CO	94,500	Preferred	3%

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

N/A

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.)
4/21/22	20,000	10,000	11/21/26	Stated in agreement	430,574	430,574	Eric Van Horn	Loan
9/1/24	300,000	243,000	8/1/26	Stated in agreement	0	600,000	FTL Land Assemblage LLLP	Loan
8/1/24	105,000	85,050	8/1/26	Stated in agreement	0	210,000	FTL Land Assemblage LLLP	Loan
8/1/24	330,000	330,000	8/1/26	Stated in agreement	0	660,000	Lupton Village LLC	Loan
2/18/25	226,000	219,000	3/31/27	Stated in agreement	0	438,000	Realty Funding Source, LLC	Loan

Total Outstanding Balance: 1,298,300

Total Shares: 430,574 430,574

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.

Name of Principal Executive Officer or Principal Financial Officer: Fred L. Croci

Title: Chief Executive Officer

Date: 7/30/26

Signature: 

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