Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

ENTREX

a Nevada corporation

2436 North Federal Highway - Unit 276

Lighthouse Point, FL 33064

Telephone (561) 465-75800

SIC: 8742

Quarterly Report
For the Period Ending: June 30, 2026

(the "Reporting Period")

Outstanding Shares
The number of shares outstanding of our Common Stock was:

15,881,341 as of June 30, 2026

15,881,341 as of December 31, 2025

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[4] of the company has occurred during this reporting period:

Yes: ☐ No: ☒

[4] "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.

Entrex Carbon Market, Inc. (the "Company") was originally incorporated in the State of Nevada on July 1, 2005 as Regal Rock, Inc. On December 3, 2007, the Company changed its name to Regal Life Concepts, Inc. and on March 31, 2010, the Company changed its name to Regal Group, Inc. On January 6, 2011, the Company changed its name to UHF Logistics Group, Inc. its current name. On April 21, 2025, the Company changed its name to Entrex Carbon Market, Inc. its current name.

Current State and Date of Incorporation or Registration: Nevada – July 1, 2005
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years
At all relevant times, the Company has been a Nevada corporation and currently in good standing with the State.

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None.

List any stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

On April 28, 2023 the Company executed a Share Exchange agreement with Entrex Carbon Market, Inc. ("Entrex") in which the Company acquired all the outstanding shares of Entrex which the shareholders of Entrex agreed to exchange for 3,970,583,095 (198,529,155 post-split shares) newly issued restricted shares of the Company's common stock. The transaction resulted in Entrex becoming wholly owned by the Company. The transaction is being treated as a reverse merger . As of June 30, 2026, the 3,867,066,428 (193,803,321 post-split shares) shares have not been issued.

Address of the issuer's principal executive office:

150 East Palmetto Park Road, Eighth Floor, Boca Raton, FL 33432

Address of the issuer's principal place of business:
☐ *Check if principal executive office and principal place of business are the same address:*

Corporate: 150 East Palmetto Park Road, Eighth Floor, Boca Raton, FL 33432

Production/Sales office: soon to be announced St. Petersburg, FL

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:	Pacific Stock Transfer, Inc.
Phone:	702-361-3033
Email:	info@PacificStockTrasfer.com
Address:	6725 Via Austi Parkway Suite 300, Las Vegas, NV 89119

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:	NTRXD	
Exact title and class of securities outstanding:	Common	
CUSIP:	902728104	
Par or stated value:	$0.001	
Total shares authorized:	250,000,000	as of date: 06/30/26
Total shares outstanding:	15,881,341	as of date: 06/30/26
Total number of shareholders of record:	35 plus public	as of date: 06/30/26

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

None

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.

None

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.**

The holders of the issuer's Common Stock are entitled to one vote for each share held and are entitled to all matters coming to the vote of the issuer's shareholders..

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

N/A

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

N/A

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 as of Second Most Recent Fiscal Year End: Opening Balance Date 12/31/2022 Common: 15,166,744* Preferred: 0			*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.**
8/11/2025	New Issuance	5,000	Common	$0.001	No	Gregory & Joanne Fial	Subscription Agreement	Restricted	N/A
8/11/2025	New Issuance	12,500	Common	$0.001	No	Jason Fial	Subscription Agreement	Restricted	N/A
8/11/2025	New Issuance	509,703	Common	$0.001	No	Real Aime Rouillard	Reverse Merger	Restricted	N/A

8/11/2025	New Issuance	169,894	Common	$0.001	No	Thomas Hall	Reverse Merger	Restricted	N/A
8/11/2025	New Issuance	17,500	Common	$0.001	No	Vendendi Corp (Shalom Cohen)	Subscription Agreement	Restricted	N/A
Shares Outstanding on Date of This Report: Ending Balance: Date 06/30/2026 Common: 15,881,341* Preferred: 0									

* The Board of the company approved a 20:1 reverse split in 2023 which is was approved by FINRA on April 25, 2025.

Example: A company with a fiscal year end of December 31st 2023, 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, 2022 through December 31, 2023 pursuant to the tabular format above.

******Control persons for any entities in the table above must be disclosed in the table or in a footnote here.***

Use the space below to provide any additional details, including footnotes to the table above:

Stephen H. Watkins is the control person representing the pre consolidation largest shareholder and representing the interests of Ubique Holdings, LP as a Limited Partner.

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☒ Yes: ☐ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
____	____	____	____	____	____	____	____
____	____	____	____	____	____	____	____
____	____	____	____	____	____	____	____
____	____	____	____	____	____	____	____

******Control persons for any entities in the table above must be disclosed in the table or in a footnote here.***

Use the space below to provide any additional details, including footnotes to the table above:

____

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.

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Entrex operates corporate activities in their Boca Raton office while operating a second team in St. Petersburg, Florida which manages broker clients and broker capital relationships for the environmental projects and resultant securities offered to institutional investors.

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

Not Applicable

C. Describe the issuers' principal products or services.

Entrex provides a regulatory-compliant environment within which Broker Dealers and their customers can find, research, track, manage, and trade fixed-income securities based on environmental projects.

5) Issuer's Facilities

Entrex operates our corporate activities from our Boca Raton offices which it leases on an as need basis.

6) All Officers, Directors, and Control Persons 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.

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Issa El-Cheikh Mohamad Control Person	5% or greater shareholder	Windsor Ontario	7,500,000	Common	49.45%	Beneficially owns shares through Great Lakes Holding Group, LLC
Stephen H. Watkins Control person and Chairman, CEO, President, Secretary and Treasurer	5% or greater shareholder	Lighthouse Point, Florida	4,559,167	Common	30.06%	Limited Partner of Ubique Holdings, LP

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to 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);

   N/A

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;

   N/A

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;

   N/A

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

   Stephen H. Watkins, CEO, executed an AWC (Acceptance, Waiver and Consent) with FINRA in which Watkins accepted a settlement which neither admitted or denied various issues and/or investigations by FINRA about activities of a Broker Dealer , managed by a regulated CEO, with two regulated compliance officers, which approved various actions to trade private securities, managed emails, and approved distribution of press releases about such activities. Watkins documented their consent to any and all actions performed and settled the claims while neither admitting nor denying the results of the investigation/s.

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.

   N/A

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.

   N/A

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. If any updates are needed to your public company profile, update your company profile.
Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Byrd Law Group
Address 1: 55 South Orange Ave, Suite 104
Address 2: Orlando Florida, 32801
Phone: (407) 705-2054
Email: info@ByrdLawGroup.com

Accountant or Auditor

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
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: Trip Thomas
Firm: A-Frame Accounting & Advisory, Inc.
Nature of Services: Consultant / Preparer of Financial Statements
Address 1: 3419 Gray Ct
Address 2: Tampa, FL 33609
Phone: 813-928-6237
Email: Tripthomas@aframeaccounting.com

9) Disclosure & Financial Information

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

Name: **Stephen Watkins**
Title: **Chief Executive Officer, Chief Financial Officer and President (“CEO”)**
Relationship to Issuer: **Chief Executive Officer, Chief Financial Officer and President (“CEO”)**

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: **Trip Thomas**
Title: **Consultant**
Relationship to Issuer: **Consultant**

Describe the qualifications of the person or persons who prepared the financial statements:[5] **Certified Public Accountant in the State of Florida, over 20 years of accounting experience including 13 years of preparing GAAP based financial statements for small reporting and OTC listed companies.**

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.

[5] 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.

ENTREX CARBON MARKET, INC.

(Formerly UHF Logistics, Inc.)

FOR THE SIX MONTHS ENDED JUNE 30, 2026 AND 2025

INDEX TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

Financial Statements

ENTREX CARBON MARKET, INC.
(Formerly UHF Logistics, Inc.)
CONSOLIDATED BALANCE SHEETS
UNAUDITED

	June 30, 2026	December 31, 2025
ASSETS		
Current assets		
Cash	$ 10,731	$ 210
Total assets	$ 10,731	$ 210
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ -	$ -
Total liabilities	-	-
Commitments and contingencies (Note 11)		
Stockholder's equity		
Common stock, $0.001 par value; 5,000,000,000 shares authorized; 15,881,341 issued and outstanding	15,881	15,881
Common stock to be issued	193,582	193,582
Additional paid in capital	3,873,912	3,629,261
Accumulated deficit	(4,072,644)	(3,838,514)
Total stockholders' equity	10,731	210
Total liabilities and stockholders' equity	$ 10,731	$ 210

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

ENTREX CARBON MARKET, INC.
(Formerly UHF Logistics, Inc.)
CONSOLIDATED STATEMENTS OF OPERATIONS
UNAUDITED

	For the three months ended June 30,				For the six months ended June 30,			
		2026		2025		2026		2025
Revenues								
Net sales	$	-	$	-	$	-	$	-
Operating expenses								
Consulting fees, related party		39,000		50,000		103,975		117,026
Personnel expenses		71,865		13,225		86,865		14,225
Professional fees		12,500		29,500		18,000		32,000
General and administrative		16,140		28,079		25,290		41,348
Total operating expenses		139,505		120,804		234,130		204,599
Net loss before income tax expense		(139,505)		(120,804)		(234,130)		(204,599)
Income tax expense		-		-		-		-
Net loss	$	(139,505)	$	(120,804)	$	(234,130)	$	(204,599)
Basic and diluted loss per share	$	(0.01)	$	(0.01)	$	(0.01)	$	(0.01)
Weighted average number of shares outstanding, basic and diluted		15,881,341		15,166,667		15,881,341		15,166,667

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

ENTREX CARBON MARKET, INC.

(Formerly UHF Logistics, Inc.)

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2026 AND 2025
UNAUDITED

	Common Stock		Common Stock to be Issued		Additional Paid-In	Accumulated	
	Shares	Amount	Shares	Amount	Capital	Deficit	Total
Balance, December 31, 2025	15,881,341	$ 15,881	193,582,800	$ 193,582	$ 3,629,261	$ (3,838,514)	$ 210
Contributed capital	-	-	-	-	94,450	-	94,450
Net loss	-	-	-	-	-	(94,625)	(94,625)
Balance, March 31, 2026	15,881,341	15,881	193,582,800	193,582	3,723,711	(3,933,139)	35
Contributed capital	-	-	-	-	150,201	-	150,201
Net loss	-	-	-	-	-	(139,505)	(139,505)
Balance, June 30, 2026	15,881,341	$ 15,881	193,582,800	$ 193,582	$ 3,873,912	$ (4,072,644)	$ 10,731
Balance, December 31, 2024	15,166,667	15,166	194,208,509	194,208	3,110,514	(3,300,041)	19,847
Contributed capital	-	-	-	-	114,050	-	114,050
Net loss	-	-	-	-	-	(83,795)	(83,795)
Balance, March 31, 2025	15,166,667	15,166	194,208,509	194,208	3,224,564	(3,383,836)	50,102
Contributed capital	-	-	-	-	78,000	-	78,000
Net loss	-	-	-	-	-	(120,804)	(120,804)
Balance, June 30, 2025	15,166,667	$ 15,166	194,208,509	$ 194,208	$ 3,302,564	$ (3,504,640)	$ 7,298

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

ENTREX CARBON MARKET, INC.
(Formerly UHF Logistics, Inc.)
CONSOLIDATED STATEMENTS OF CASH FLOWS
UNAUDITED

	For the six months ended June 30, 2026		For the six months ended June 30, 2025	
CASH FLOWS FROM OPERATING ACTIVITIES:				
Net income (loss)	$	(234,130)	$	(204,599)
Adjustments to reconcile net loss to net cash used in operating activities:				
Stock issued for services		-		-
Changes in working capital requirements:				
Accounts receivable		-		-
Accounts payable		-		-
Net cash from operating activities		(234,130)		(204,599)
CASH FLOWS FROM INVESTING ACTIVITIES:				
Repayment of notes receivable		-		-
Net cash from investing activities		-		-
CASH FLOWS FROM FINANCING ACTIVITIES:				
Contributed capital		244,651		192,050
Net cash provided by financing activities		244,651		192,050
NET INCREASE IN CASH		10,521		(12,549)
CASH, BEGINNING OF PERIOD		210		19,845
CASH, END OF PERIOD	$	10,731	$	7,296
Supplemental disclosure of cash flow information				
Cash paid for interest expense	$	-	$	-
Cash paid for income taxes	$	-	$	-

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

ENTREX CARBON MARKET, INC.
(Formerly UHF Logistics, Inc.)

NOTES TO FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED JUNE 30, 2026

(Unaudited)

NOTE 1 – ORGANIZATION AND OPERATIONS

Entrex Carbon Market, Inc. (the "Company") was originally incorporated in the State of Nevada on July 1, 2005 as Regal Rock, Inc. On December 3, 2007, the Company changed its name to Regal Life Concepts, Inc. and on March 31, 2010, the Company changed its name to Regal Group, Inc. On January 6, 2011, the Company changed its name to UHF Logistics Group, Inc. On April 21, 2025, the Company changed its name to Entrex Carbon Market, Inc. its current name.

On April 28, 2023, the Company executed an Agreement and Plan of Merger (the "Merger Agreement") that provided for Entrex Carbon Market, LLC, ("Entrex") a Florida Limited Liability Corporation to be merged into the Company through a share exchange agreement. As a result of the Share Exchange, UHF acquired 100% of the issued and outstanding shares of Entrex in exchange for the issuance of 15,166,666 shares of Common.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

<u>Basis of Presentation</u>

This summary of significant accounting policies is presented to assist in the understanding of the financial statements. These policies conform to Generally Accepted Accounting Principles ("GAAP") and have been consistently applied. The Company has selected December 31 as its financial year end.

For financial reporting purposes, Entrex was considered the accounting acquirer in the Merger and the Merger was therefore accounted for as a reverse merger. Accordingly, the historical financial statements presented herein are those of Entrex and do not include the historical financial results of UHF through April 28, 2024. The stockholders' deficit section of UHF's consolidated balance sheets has been retroactively restated for all periods presented to reflect the accounting effect of the reverse merger transaction. The net loss per share and weighted average common shares outstanding also reflect the retroactive restatement for all periods presented. All costs associated with the reverse merger transaction were expensed as incurred. Unless the context indicates otherwise, UHF and Entrex are hereinafter referred to as the "Company".

<u>Going Concern</u>

These consolidated financial statements have been prepared on a going concern basis, which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The principal conditions or events that raised doubt about the Company's ability to continue as a going concern is negative working capital and prior period net loss. In the current period, the Company had net income, net income from operations, and positive cash flows from operations. Based on evaluation of the conditions above, and mitigating factors, management has determined the risk of going concern to be alleviated.

Principles of Consolidation

The consolidated financial statements include the accounts of UHF Logistics Group, Inc. and Entrex Carbon Market, LLC. Entrex is a wholly owned subsidiary of UHF. All significant intercompany balances and transactions have been eliminated.

Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and cash equivalents

The Company maintains cash balances in a non-interest-bearing account that currently does not exceed federally insured limits. For the purpose of the consolidated statements of cash flows, all highly liquid investments with a maturity of three months or less are considered to be cash equivalents. As of June 30, 2026 and December 31, 2025, our cash balances were $10,731 and $210, respectively.

Accounts Receivable

Trade accounts receivable are stated net of an allowance for doubtful accounts. The Company performs ongoing credit evaluations of its customers' financial condition. In limited instances, the Company may require an upfront deposit and, in most cases, the Company does charge interest on past due amounts. Management estimates the allowance for doubtful accounts based on review and analysis of specific customer balances that may not be collectible and how recently payments have been received. Accounts are considered for write-off when they become past due and when it is determined that the probability of collection is remote.

Fair value measurements

Accounting Standards Codification ("ASC") Topic 820, Fair Value Measurements and Disclosures ("ASC 820"), provides a comprehensive framework for measuring fair value and expands disclosures which are required about fair value measurements. Specifically, ASC 820 sets forth a definition of fair value and establishes a hierarchy prioritizing the inputs to valuation techniques, giving the highest priority to quoted prices in active markets for identical assets and liabilities and the lowest priority to unobservable value inputs. ASC 820 defines the hierarchy as follows:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reported date. The types of assets and liabilities included in Level 1 are highly liquid and actively traded instruments with quoted prices, such as equities listed on the New York Stock Exchange.

Level 2 – Pricing inputs are other than quoted prices in active markets but are either directly or indirectly observable as of the reported date. The types of assets and liabilities in Level 2 are typically either comparable to actively traded securities or contracts or priced with models using highly observable inputs.

The Company's financial instruments consist of our prepaid expenses, accrued compensation, accrued interest, notes payable, convertible notes payable and derivative liabilities. The carrying amounts of the Company's prepaid expenses, accrued compensation, accrued interest, notes payable, and convertible notes payable approximates their fair values because of the short-term maturities of these instruments. The fair value of derivatives liabilities are valued using an option pricing model.

Long Lived Assets

Long-lived assets and certain identifiable intangible assets related to those assets are periodically reviewed for impairment whenever circumstances and situations change such that there is an indication that the carrying amounts may not be recoverable. If the non-discounted future cash flows of the enterprise are less than their carrying amount, their carrying amounts are reduced to fair value and an impairment loss is recognized. The Company did not record any impairment losses during the three or six months ended June 30, 2026 and 2025.

Related party transactions

A related party is generally defined as (i) any person that holds 10% or more of the Company's membership interests including such person's immediate families, (ii) Company management, (iii) someone that directly or indirectly controls, is controlled by or is under common control with the Company, or (iv) anyone who can significantly influence the Company's financial and operating decisions. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Income taxes

The provision for income taxes is computed using the asset and liability method, under which deferred tax assets and liabilities are recognized for the expected future tax consequences of temporary differences between the financial reporting and tax bases of assets and liabilities, and for operating losses and tax credit carry-forwards. Deferred tax assets and liabilities are measured using the currently enacted tax rates that apply to taxable income in effect for the years in which those tax assets are expected to be realized or settled. The Company records a valuation allowance to reduce deferred tax assets to the amount that is believed more likely than not to be realized.

Revenue recognition

The Company recognizes revenue in accordance with ASC 606, Revenue from Contracts with Customers (ASC 606). In accordance with ASC 606, revenue is recognized when promised services are transferred to a customer. The amount of revenue recognized reflects the consideration to which the Company expects to be entitled to receive in exchange for these services. To achieve this core principle, the Company applies the following five steps:

Identify the contract with a customer.

A contract with a customer exists when (i) the Company enters into an enforceable contract with a customer that defines each party's rights regarding the services to be transferred and identifies the payment terms related to these services, (ii) the contract has commercial substance and, (iii) the Company determines that collection of substantially all consideration for services that are transferred is probable based on the customer's intent and ability to pay the promised consideration. The Company applies judgment in determining the customer's ability and intention to pay, which is based on a variety of factors including the customer's historical payment experience or, in the case of a new customer, published credit and financial information pertaining to the customer.

Determine the transaction price.

The transaction price is determined based on the consideration to which the Company will be entitled in exchange for transferring services to the customer. To the extent the transaction price includes variable consideration, the Company estimates the amount of variable consideration that should be included in the transaction price utilizing either the expected value method or the most likely amount method depending on the nature of the variable consideration. Variable consideration is included in the transaction price if, in the Company's judgment, it is probable that a significant future reversal of cumulative revenue under the contract will not occur.

Allocate the transaction price to performance obligations in the contract.

If the contract contains a single performance obligation, the entire transaction price is allocated to the single performance obligation. However, if a series of distinct services that are substantially the same qualifies as a single performance obligation in a contract with variable consideration, the Company must determine if the variable consideration is attributable to the entire contract or to a specific part of the contract. Contracts that contain multiple performance obligations require an allocation of the transaction price to each performance obligation based on a relative standalone selling price basis unless the transaction price is variable and meets the criteria to be allocated entirely to a performance obligation or to a distinct service that forms part of a single performance obligation.

Recognize revenue when or as the Company satisfies a performance obligation.

The Company satisfies performance obligations at a point in time. Revenue is recognized at the time the related performance obligation is satisfied by transferring the promised service to a customer. Under both managed services arrangements and self-service arrangements, the Company's promised services under the contracts include identification, bidding and purchasing of advertisement opportunities. The Company also generally has discretion in establishing the pricing of the ads. Since the Company is controlling the promise to deliver the contracted services, the Company is considered the principal in all arrangements for revenue recognition purposes.

The Company generates revenue through licensing fees and transaction fees.

License Fees: The Company charges an up-front licensing fee of $25,000 to individual issuers for access to Entrex's technology platform. The license fees are earned upon execution of the licensing agreement with the issuer.

Transaction Fees: The Company charges a transaction fee upon execution of a deal. The transaction fee is structured as follows:

- 3% to the **originating broker** (which may be Entrex in some cases)
- 3% to the **Entrex Market**, of which **10% is paid to NTRX** until a cap of $31 million is reached
- 4% to the **placement broker** (also sometimes Entrex)

NOTE 3 – COMMON STOCK

Shares Authorized

The Company is authorized to issue 5,000,000,000 shares of common stock with a par value of $0.001 per share. At June 30, 2026 and December 31, 2025, 15,881,341 shares were issued and outstanding.

Shares Split

The Board of the company approved a 20:1 reverse split in 2023 and was approved by FINRA on April 25, 2025.

NOTE 6 – SUBSEQUENT EVENTS

None.

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, Stephen H. Watkins certify that:

1. I have reviewed this Disclosure Statement for Annual Financial Statement for the Period Ending December 31, 2025 of UHF Logistics Group, Inc;

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.

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11/14/2025 [Date]

/s/ Stephen H. Watkins [CEO's Signature]

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

Principal Financial Officer:

I, Stephen H. Watkins certify that:

1. I have reviewed this Disclosure Statement for Quarterly Disclosure Statement for the Period Ending December 31, 2025 of UHF Logistics Group, Inc;

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.

11/14/2025 [Date]

/s/ Stephen H. Watkins [CFO's Signature]

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