

## **Alaska Pacific Energy Corp.**

382 NE 191st St PMB 278599, Miami, FL, 33179

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(833) 227-7683

[www.aimusicdistribution.com](http://www.aimusicdistribution.com)

[jake@sunsettg.com](mailto:jake@sunsettg.com)

# Quarterly Report

For the period ending June 30, 2025 (the "Reporting Period")

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

6,562,076,629 as of 6/30/25 (Current Reporting Period Date or More Recent Date)

6,562,076,629 as of 12/31/24 (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:

### **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.

Alaska Pacific Energy Corp. (the "Company") was originally incorporated in the State of Nevada on January 13, 2005 and, on January 9, 2013, a Certificate of Conversion was filed to domesticate the Company in Florida.

Current State and Date of Incorporation or Registration: Florida, January 9, 2013

Standing in this jurisdiction: (e.g. active, default, inactive): Active

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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.

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

None.

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

None.

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:

382 NE 191st St PMB 278599, Miami, FL, 33179

Address of the issuer's principal place of business:

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

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:

As of late 2024, Jake P. Noch Family Office, LLC., secured court approval for a comprehensive restructuring plan of the Company.

## 2) Security Information

### **Transfer Agent**

Name: Securities Transfer Corporation  
Phone: (469) 633-0101  
Email: info@stcttransfer.com  
Address: 2901 Dallas Pkwy Suite 380, Plano, TX 75093

### **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>ASKE</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>011758406</u>
Par or stated value:	<u>0.001</u>
Total shares authorized:	<u>15,000,000,000</u> as of date: <u>6/30/25</u>
Total shares outstanding:	<u>6,562,076,629</u> as of date: <u>6/30/25</u>
Total number of shareholders of record:	<u>89</u> as of date: <u>6/30/25</u>

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

**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:

Par or stated value:

Total shares authorized: 20,000,000 as of date: 6/30/25

Total shares outstanding: 1,000,000 as of date: 6/30/25

Total number of shareholders of record: 1 as of date: 6/30/25

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

### **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.

Each share of issued and outstanding common stock shall entitle the holder thereof to participate in shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as the net assets of the corporation upon liquidation and dissolutions.

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

The Company has designated 1,000,000 of its preferred stock as Series A Preferred Stock and has designated 10,000,000 of its preferred stock as Series B Preferred Stock. No further issuances of any number of Series A Preferred Stock are allowed without the written consent of the majority of the then issued and outstanding Series A Preferred Stock. Moreover, Series A Preferred Stock may only be transferred by a Duly Executed Stock Power, signed by the transferring holder; that has a Medallion Guarantee lawfully affixed to it.

#### Series A Preferred Stock

The holders of Series A Preferred Stock are entitled to receive dividends, payable via cash or stock in parity with the common stockholders.

The holders of Series A Preferred Stock are entitled to vote on all matters submitted to a vote of the stockholders of the Company and have 10,000 votes for every one share of Series A Preferred Stock held.

The shares of Series A Preferred Stock are convertible at the option of the holder into 1,000 shares of Common Stock.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Company, the assets of the Company available for distribution to stockholders shall be distributed among the holders of the shares of Series A Preferred Stock and Common Stock, pro rata, based on the number of shares held by each such holder, treating for this purpose all such securities as if they had been converted into Common Stock.

The shares of Series A Preferred Stock are not redeemable.

On July 29, 2016, Cortney Talley assigned all of her Series A Preferred Stock (1,000,000 shares) effectively transferring control, to Jordan Weinstein.

#### Series B Preferred Stock

The holders of Series B Preferred Stock are entitled to receive dividends when, as and if declared by the Board of Directors, in its sole discretion.

Each share of Series B Preferred Stock is entitled to one vote per share.

Each share of Series B Preferred stock is convertible at any time into the number of shares of Common Stock equal to \$2.50 per share divided by the par value of the Series B Preferred Stock.

Upon any liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, before any distribution or payment is made to the holders of any stock ranking junior to the Series B Preferred Stock, the holders of Series B Preferred Stock are entitled to be paid out of the assets of the Company an amount equal to \$1.00 per share or, in the event of an aggregate subscription by a single subscriber for Series B Preferred Stock in excess of \$100,000, \$0.997 per share plus all declared but unpaid dividends for each share of Series B Preferred Stock.

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

See above.

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>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date <u>1/1/23</u>	Common:								
<u>6,562,076,629</u>									
	Preferred: <u>1,000,00</u>								
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.

Shares Outstanding on Date of This Report:	
<u>Ending Balance:</u>	
Date <u>6/30/25</u> Common: <u>6,562,076,629</u>	
Preferred: <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	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
<b>Total Outstanding Balance:</b>			<b>Total Shares:</b>					

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”)

We are currently in the process of restructuring our business and we intend to launch a music distribution service.

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

We are controlled by Jake P. Noch Family Office LLC.

C. Describe the issuers’ principal products or services.

See above.

**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.

None.

**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.*

<b>Individual Name</b> (First, Last) or <b>Entity Name</b> (Include names of control person(s) if a corporate entity)	<b>Position/Company Affiliation</b> (ex: CEO, ≥ 5% beneficial owner)	<b>City and State</b> (Include Country if outside U.S.)	<b>Number of Shares Owned</b> (List common, preferred, warrants and options separately)	<b>Class of Shares Owned</b>	<b>Percentage of Class of Shares Owned</b> (undiluted)
Dominick D. Falso	>5% beneficial owner	Sunrise, FL	1,000,400,162	Common	15.25%
Quail Management LLC (Controlled by Jordan Weinstein)	>5% beneficial owner	Santa Monica, CA	750,000,000	Common	11.43%
Eric Weinberger	>5% beneficial owner	Palm Beach Gardens, FL	1,900,000,000	Common	28.95%
Jordan Weinstein	>5% beneficial owner	Lake Worth, FL	750,000,000 1,000,000	Common Series A Preferred	11.43% 100%

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);

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

N/A

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.

None as of June 30, 2025.

## 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: Business Legal Advisors, LLC  
Address 1: 14888 Auburn Sky Drive  
Address 2: Draper, UT 84020  
Phone: (801) 634-1984  
Email: brian@businesslegaladvisor.com

### Accountant or Auditor

Name: Mark Russell  
Firm: Frihet Bookkeeping LLC  
Address 1:  
Address 2: Wallingford, CT 06492  
Phone:  
Email: mark@frihetbookkeeping.com

### 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:  
Firm:  
Nature of Services:  
Address 1:  
Address 2:  
Phone:  
Email:

## **9) Disclosure & Financial Information**

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

Name: Brian Higley, Esq.  
Title: Attorney  
Relationship to Issuer: Outside Securities Counsel

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: Mark Russell  
Title: Book Keeper  
Relationship to Issuer: Outside Accountant

Describe the qualifications of the person or persons who prepared the financial statements:<sup>7</sup>

Mr. Russell has owned Frihet Bookkeeping LLC for nearly three 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, Jake P. Noch certify that:

1. I have reviewed this Disclosure Statement for Alaska Pacific Energy 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.

9/19/25 [Date]

/s/ Jake P. Noch [CEO's Signature]

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

*Principal Financial Officer:*

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<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.

I, Jake P. Noch certify that:

1. I have reviewed this Disclosure Statement for Alaska Pacific Energy 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.

9/19/25 [Date]

/s/ Jake P. Noch [CFO's Signature]

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

# Management Report

Alaska Pacific Energy Corp.  
For the period ended June 30, 2025

Prepared on  
**September 18, 2025**

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# Profit and Loss

April - June, 2025

		Total
	Apr - Jun, 2025	Jan - Mar, 2025 (PP)
<b>INCOME</b>		
<b>Total Income</b>		
<b>GROSS PROFIT</b>	<b>0.00</b>	<b>0.00</b>
<b>EXPENSES</b>		
OPERATING EXPENSES		
Insurance	1,233.02	
Non-Recurring Items		
Legal and Professional	5,190.33	1,666.67
<b>Total Non-Recurring Items</b>	<b>5,190.33</b>	<b>1,666.67</b>
Office Expense	8,054.10	10,503,013.24
Other Expense	539.22	
<b>Total OPERATING EXPENSES</b>	<b>15,016.67</b>	<b>10,504,679.91</b>
<b>Total Expenses</b>	<b>15,016.67</b>	<b>10,504,679.91</b>
<b>NET INCOME</b>	<b>\$ -15,016.67</b>	<b>\$ -10,504,679.91</b>

# Balance Sheet

As of June 30, 2025

		Total
	As of Jun 30, 2025	As of Mar 31, 2025 (PP)
<b>ASSETS</b>		
<b>TOTAL ASSETS</b>		
<b>LIABILITIES AND EQUITY</b>		
<b>Liabilities</b>		
<b>Current Liabilities</b>		
<b>Accounts Payable</b>		
Accounts Payable		
Convertible Note Payable	21,019,696.58	21,004,679.91
Prior Period Liabilities	1,953,838.35	1,953,838.35
<b>Total Accounts Payable</b>	<b>22,973,534.93</b>	<b>22,958,518.26</b>
<b>Total Accounts Payable</b>	<b>22,973,534.93</b>	<b>22,958,518.26</b>
<b>Total Current Liabilities</b>	<b>22,973,534.93</b>	<b>22,958,518.26</b>
<b>Total Liabilities</b>	<b>22,973,534.93</b>	<b>22,958,518.26</b>
<b>Equity</b>		
Retained Earnings	-12,453,838.35	-12,453,838.35
Net Income	-10,519,696.58	-10,504,679.91
<b>Total Equity</b>	<b>-22,973,534.93</b>	<b>-22,958,518.26</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$0.00</b>	<b>\$0.00</b>

# Statement of Cash Flows

April - June, 2025

	<b>Total</b>
<b>OPERATING ACTIVITIES</b>	
Net Income	-15,016.67
Adjustments to reconcile Net Income to Net Cash provided by operations:	
Accounts Payable:Convertible Note Payable	15,016.67
<b>Total Adjustments to reconcile Net Income to Net Cash provided by operations:</b>	<b>15,016.67</b>
<b>Net cash provided by operating activities</b>	<b>0.00</b>
<b>NET CASH INCREASE FOR PERIOD</b>	<b>0.00</b>
<b>CASH AT END OF PERIOD</b>	<b>\$0.00</b>

# Statement of Cash Flows - PP

January 1-March 31, 2025

	<b>Total</b>
<b>OPERATING ACTIVITIES</b>	
Net Income	-10,504,679.91
Adjustments to reconcile Net Income to Net Cash provided by operations:	
Accounts Payable:Convertible Note Payable	10,504,679.91
<b>Total for Adjustments to reconcile Net Income to Net Cash provided by operations:</b>	<b>\$10,504,679.91</b>
<b>Net cash provided by operating activities</b>	<b>0</b>
<b>INVESTING ACTIVITIES</b>	<b>0</b>
<b>FINANCING ACTIVITIES</b>	<b>0</b>
<b>NET CASH INCREASE FOR PERIOD</b>	<b>0</b>
<b>Cash at beginning of period</b>	<b>0</b>
<b>CASH AT END OF PERIOD</b>	<b>0</b>

## Statement of Changes in Shareholder Equity

Equity Component	Mar 31, 2025	Changes During Q2 2025	Jun 30, 2025
Common Stock Outstanding	6,562,076,629.00	0 (No change)	6,562,076,629.00
Preferred Stock Outstanding	1.00	0 (No change)	1.00
Retained Earnings	-12,453,838.35	0 (No change)	-12,453,838.35
Net Income (Loss)	-10,504,679.91	-15,016.67	-10,519,696.58
Total Equity	-22,958,518.26	-15,016.67	-22,973,534.93

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**Note 1 — Organization, Basis of Presentation, and Use of Estimates**

Alaska Pacific Energy Corp. (the “Company”) was re-established in good standing during the period presented and, other than compliance and administrative activities related to reinstatement, had no business operations during the reporting period. The accompanying [unaudited] financial statements have been prepared in accordance with U.S. generally accepted accounting principles (“U.S. GAAP”) for [interim/annual] financial information. Certain information and footnote disclosures normally included in annual financial statements have been condensed or omitted. In the opinion of management, all normal recurring adjustments considered necessary for a fair presentation have been included. Results for an interim period are not necessarily indicative of results for a full fiscal year.

Preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the balance-sheet date and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Amounts are stated in U.S. dollars.

**Note 2 — Legacy Obligations (“Prior Period Liabilities”)**

As of the balance-sheet date, the Company is carrying \$1,953,838.35 of “Prior Period Liabilities.” These amounts consist of loans and convertible notes, together with associated accrued interest, originating from historical financial records last submitted in 2018 while under prior management. Documentation for certain instruments—such as original agreements, amendments, stated interest rates, maturities, and conversion features—remains incomplete or pending retrieval.

Management has elected to continue recognizing these obligations until such time as they can be researched and resolved. The balances have been recorded based on the Company’s historical filings and available records and are subject to adjustment if additional information is obtained. No adjustments have been recorded for potential settlements, extinguishments, waivers, or statute-of-limitations impacts, as such outcomes are not presently determinable.

**Classification.** In the absence of definitive settlement terms or extended maturities, these obligations are presented within current liabilities as “Prior Period Liabilities” (inclusive of principal and accrued interest) on the accompanying balance sheet. Upon completion of management’s review, amounts may be reclassified among notes payable, convertible notes payable (current or noncurrent), and accrued interest, as appropriate.

**Accounting considerations.** When complete supporting documentation is obtained, management will evaluate whether any embedded conversion features require bifurcation and separate accounting as derivative liabilities under ASC 815 and whether any debt discounts or premiums should be recognized and amortized under ASC 470. Any resulting adjustments will be recorded in the period the information becomes available.

**Note 3 — Change in Control and Nature of Operations**

On **November 25, 2024**, current management legally assumed operational control of the Company. During the period covered by these financial statements, the Company did not generate revenues and did not conduct operating business activities other than actions required to restore the Company’s good standing and reporting readiness. Management is in the process of resuming business operations and evaluating strategic alternatives for the Company’s future operating plan.

**Note 4 — Going Concern**

The financial statements have been prepared on a going-concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has not resumed revenue-generating operations, has limited cash resources, and carries significant legacy obligations recorded as “Prior Period Liabilities.” These conditions raise substantial doubt about the Company’s ability to continue as a going concern within one year after the date the financial statements are issued/available to be issued, as defined by ASC 205-40.

Management’s plans to address these conditions include (i) re-establishing operations, (ii) pursuing financing and/or strategic transactions, and (iii) researching, negotiating, or otherwise resolving legacy obligations. There can be no assurance that these plans will be successful. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

**Note 5 — Subsequent Events**

The Company evaluated subsequent events through the date the financial statements were available to be issued, September 18, 2025, and determined that there were no events requiring recognition or additional disclosure other than those described in these notes. Management’s research of legacy obligations is ongoing;

adjustments, if any, will be recorded in the period in which additional information is obtained and conclusions are reached.