

# Pacific Software, Inc.

Amendment to [Annual Report](#) - ANNUAL REPORT 9/30/2025 for 09/30/2025 originally published through the OTC Disclosure & News Service on 01/14/2026

## Explanatory Note:

Correction on the share position of the 5% shareholders

*\*\*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.*

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## Pacific Software, Inc.

34145 Pacific Coast Hwy  
Suite 134  
Dana Point, CA 92629  
310 600-5064

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

[info@pacificsoftwareinc.com](mailto:info@pacificsoftwareinc.com)

SIC: 7372

### Annual Report

**For the Period Ending: September 30, 2025**

(the "Reporting Period")

### Outstanding Shares

The number of shares outstanding of our Common Stock was:

47,281,336 as of September 30, 2025

40,032,889 as of December 31, 2024

40,536,222 as of September 30, 2024

### 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>1</sup> of the company has occurred over 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 any names used by predecessor entities, along with the dates of the name changes.

Incorporated as Pacific Mining, Inc., on October 12, 2005; changed to Pacific Software, Inc. as of November 28, 2006

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<sup>1</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.

Current State and Date of Incorporation or Registration: Nevada, 10/12/2005.  
Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

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

None.

List any stock split, stock 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:

34145 Pacific Coast Hwy  
Suite 134  
Dana Point, CA 92629

The address(es) of the issuer's principal places of business:

Check box 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?

Yes:  No:

## 2) Security Information

### Transfer Agent

Name: Securities Transfer Corporation  
Phone: (469) 633.0101  
Email: [smith@stctransfer.com](mailto:smith@stctransfer.com)  
Address: 2901 Dallas Pkwy., Suite 380, Plano, TX 75093

### Publicly Quoted or Traded Securities:

Trading symbol:	PFSF	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	69482P 205	
Par or stated value:	\$0.001	
Total shares authorized:	950,000,000	as of date: 9/30/2025
Total shares outstanding:	47,281,336	as of date: 9/30/2025
Total number of shareholders of record:	150	as of date: 9/30/2025

### Other classes of authorized or outstanding equity securities:

*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). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

Trading symbol:	N/A
Exact title and class of securities outstanding:	Preferred Stock – Series A
CUSIP:	N/A
Par or stated value:	\$0.001

Total shares authorized: 3,000,000 as of date: 9/30/2025  
Total shares outstanding: 1,780,000 as of date: 9/30/2025

Trading symbol: N/A  
Exact title and class of securities outstanding: Preferred Stock – Series B  
CUSIP: N/A  
Par or stated value: \$0.10  
Total shares authorized: 22,000 as of date: 9/30/2025  
Total shares outstanding: 0 as of date: 9/30/2025

Trading symbol: N/A  
Exact title and class of securities outstanding: Preferred Stock – Series C  
CUSIP: N/A  
Par or stated value: \$0.001  
Total shares authorized: 101 as of date: 9/30/2025  
Total shares outstanding: 101 as of date: 9/30/2025

Trading symbol: N/A  
Exact title and class of securities outstanding: Preferred Stock – Series D  
CUSIP: N/A  
Par or stated value: \$0.001  
Total shares authorized: 1,600 as of date: 9/30/2025  
Total shares outstanding: 0 as of date: 9/30/2025

**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.

No special dividends or preemption rights; one vote per share of common stock

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

The Series A Convertible Preferred stock can be converted at the option of the holder into common stock for one preferred share for ten common shares. The Series A Convertible preferred shares have voting rights equal to ten votes per Series A share. Liquidation rights for one half of available proceeds. No redemption rights. Dividends are only due when declared for common stockholders and are based on an as converted basis

The Series B Convertible Preferred Stock has 3% annual dividends on stated value, payable upon anniversary date or conversion date. These shares shall rank senior to all common stock issuances and below Series A Convertible Preferred Shares. The Series B Preferred stock is convertible at the option of the holder at the lower of (i) the 25% lowest closing bid price for the 20 trading days prior to the conversion or (ii) the fixed price, which is set at \$1.00 both of which are subject to adjustment as provided in the Series B Preferred certificate of designation, which creates a variable number of common shares into which the Series B shares may be converted. The Series B Preferred shares have no voting rights and there is a limit on beneficial ownership of 9.99%. Liquidation rights are pari passu with all preferred classes of stock. There are no redemption rights.

The Series C Preferred Stock have no conversion rights and voting rights equal to the following formula: total common stock eligible votes multiplied by .019607, divided by .49, minus outstanding common stock multiplied by .019607. The Series C stock has no liquidation or redemption rights. The shares have a term of the earlier of: 36 months from the authorization date or upon receipt of an investment of at least \$10,000,000.

The Series D Preferred is not entitled to receive dividends, nor any liquidation or redemption rights. Each share of Series D shall be convertible, at the option of the holder thereof, without the payment of additional consideration, into that number of fully paid and nonassessable shares of Common Stock equal to 0.01% of the total number of shares of Common Stock outstanding at the Conversion Time. The Series D shall rank junior to the already-existing classes of the Corporation's Series Preferred stock and pari-passu with the Corporation's Common Stock. And any class or series of capital stock of the

Corporation hereafter created and has no voting rights. The shares have a term of the earlier of: 36 months from the authorization date or upon receipt of an investment of at least \$5,000,000.

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

None

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**

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: <u>Opening Balance</u> Date <u>9.30.2020</u> Common: <u>19,132,299</u> Preferred: <u>755,000</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.

4/30/21	New issuance	50	Series C Preferred	N/A	N/A	Izak On	Control block issuance	N/A	N/A
4/30/21	New issuance	51	Series C Preferred	N/A	N/A	Michael Finklestein	Control block issuance	N/A	N/A
11/12/21	New issuance	750	Series D Preferred	N/A	N/A	Michael Finklestein	Services as Officer	N/A	N/A
11/12/21	New issuance	500	Series D Preferred	N/A	N/A	Izak On	Services as Officer	N/A	N/A
11/12/21	New issuance	350	Series D Preferred	N/A	N/A	Todd Sherman	Consulting Services	N/A	N/A
2/23/22	Cancellation	(157,029)	Series A Preferred	N/A	N/A	Harrysen Mittler	Cancellation/Settlement agreement	N/A	N/A
2/23/22	Cancellation	(75,971)	Series A Preferred	N/A	N/A	Peter Pizzino	Cancellation/Settlement agreement	N/A	N/A
4/25/22	New Issuance	250,000	Common	\$0.20	Yes	J.P. Carey Limited Partners LP – Joseph Canouse	Cash	Restricted	4(a)(2)
6/22/22	Cancellation	(750)	Series D Preferred	N/A	N/A	Michael Finklestein	Employment termination	N/A	N/A
6/24/22	Cancellation	(51)	Series C Preferred	N/A	N/A	Michael Finklestein	Control block cancellation	N/A	N/A
6/24/22	New Issuance	6,000,000	Common	0.0001	No	Michael Finklestein	Severance	Restricted	4(a)(2)
6/24/22	New Issuance	51	Series C Preferred	N/A	N/A	Ryan Sherman	Control block issuance	Restricted	4(a)(2)
4/1/23	Cancellation	(500)	Series D Preferred	N/A	N/A	Izak On	Surrender and cancellation	N/A	N/A
4/1/23	Cancellation	(350)	Series D Preferred	N/A	N/A	Todd Sherman	Surrender and cancellation	N/A	N/A
4/1/23	Cancellation	(6,000,000)	Common	.0001	N/A	Michael Finklestein	Surrender and cancellation	N/A	N/A
6/9/23	New Issuance	1,917,370	Common	\$0.02	Yes	Frondeur Partners LLC – William Gonyer	Debt Settlement	Restricted	N/A
6/30/26	Cancellation	(12,866)	Series B Preferred	N/A	N/A	Alpha Capital Anstalt – Konrad Ackermann	Cancellation	N/A	N/A
6/30/23	Cancellation	(6,480)	Series B Preferred	N/A	N/A	Frondeur Partners LLC – William Gonyer	Cancellation	N/A	N/A
8/23/2023	Cancellation	(50)	Series C Preferred	N/A	N/A	Izak On	Employment termination	N/A	N/A
9/22/2023	Cancellation	(51)	Series C Preferred	N/A	N/A	Ryan Sherman	Employment termination	NA	N/A
9/22/2023	New Issuance	101	Series C Preferred	N/A	N/A	Harrysen Mittler	Services as Officer	N/A	N/A
12/11/2023	New Issuance	40,000	Common	.001	N/A	Guy Woods	Stock Purchase	Restricted	4(a)(2)
11/16/2023	New Issuance	50,000	Common	.001	N/A	Sean Simpson	Stock Purchase	Restricted	4(a)(2)
11/18/2023	New Issuance	40,000	Common	.001	N/A	Robert Foxen	Stock Purchase	Restricted	4(a)(2)
12/20/2023	New Issuance	50,000	Common	.001	N/A	Daryl Klepzig	Stock Purchase	Restricted	4(a)(2)
12/31/2023	New Issuance	20,000	Common	.20	N/A	Dreama derm - Malcolm Leissing	Stock Purchase	Restricted	4(a)(2)
1/26/2024	New Issuance	40,000	Common	.001	N/A	Roy Ewen	Stock Purchase	Restricted	4(a)(2)
3/29/2024	New Issuance	250,000	Common	.001	N/A	Jeff Lynch	Stock Purchase	Restricted	4(a)(2)
1/23/2024	New Issuance	600,000	Series A Preferred	.001	N/A	Harrysen Mittler	Acquisition	Restricted	4(a)(2)

1/23/2024	New Issuance	1,500,000	Common	.001	N/A	Regents of University of California- Ronnie Hanecek	Acquisition	Restricted	4(a)(2)
1/23/2024	New Issuance	100,000	Series A Preferred	.001	N/A	James C DiPrima	Acquisition	Restricted	4(a)(2)
1/23/2024	New Issuance	10,000,000	Common	.001	N/A	Malcolm Leissring	Acquisition	Restricted	4(a)(2)
1/23/2024	New Issuance	2,500,000	Common	.001	N/A	Steve Israel	Acquisition	Restricted	4(a)(2)
1/23/2024	New Issuance	2,500,000	Common	.001	N/A	James C DiPrima	Acquisition	Restricted	4(a)(2)
1/23/2024	New Issuance	1,000,000	Common	.001	N/A	LeSandra Morris	Acquisition	Restricted	4(a)(2)
1/23/2024	New Issuance	1,400,000	Common	.001	N/A	Yass Cosmetics Corp Harrysen Mittler	Acquisition	Restricted	4(a)(2)
1/23/2024	New Issuance	220,000	Series A Preferred	.001	N/A	Yass Cosmetics Corp Harrysen Mittler	Acquisition	Restricted	4(a)(2)
1/23/2024	New Issuance	30,000	Series A Preferred	.001	N/A	David Lomedico	Compensation	Restricted	4(a)(2)
1/23/2024	New Issuance	30,000	Series A Preferred	.001	N/A	Fulford Partners 2000 LTD Andrew Coldicutt	Compensation	Restricted	4(a)(2)
4/3/2024	New Issuance	2,000,000	Common	.001	N/A	Malcolm Leissring	Acquisition	Restricted	4(a)(2)
4/3/2024	New Issuance	2,000,000	Common	.001	N/A	Harrysen Mittler	Acquisition	Restricted	4(a)(2)
4/3/2024	New Issuance	2,000,000	Common	.001	N/A	Peter Pizzino	Acquisition	Restricted	4(a)(2)
4/3/2024	New Issuance	200,000	Common	.001	N/A	Alan Stone	Acquisition	Restricted	4(a)(2)
4/3/2024	New Issuance	300,000	Common	.001	N/A	LeSandra Morris	Acquisition	Restricted	4(a)(2)
4/14/2024	New Issuance	57,029	Series A Preferred	.001	N/A	Harrysen Mittler	Acquisition	Restricted	4(a)(2)
4/14/2024	New Issuance	75,971	Series A Preferred	.001	N/A	Peter Pizzino	Acquisition	Restricted	4(a)(2)
5/23/2024	New Issuance	40,000	Common	.001	N/A	Robert Foxen	Stock Purchase	Restricted	4(a)(2)
5/15/2024	New Issuance	40,000	Common	.001	N/A	Roy Ewen	Stock Purchase	Restricted	4(a)(2)
6/11/2024	New Issuance	50,000	Common	.001	N/A	Sean Simpson	Stock Purchase	Restricted	4(a)(2)
7/19/2024	New Issuance	26,667	Common	.001	N/A	Roy Ewen	Stock Purchase	Restricted	4(a)(2)
7/19/2024	New Issuance	50,000	Common	.001	N/A	Sean Simpson	Stock Purchase	Restricted	4(a)(2)
9/17/2024	New Issuance	150,000	Common	.001	N/A	Roy Ewen	Stock Purchase	Restricted	4(a)(2)
9/25/2024	New Issuance	1,666,667	Common	.001	N/A	Dr Jason Cohen	Stock Purchase	Restricted	4(a)(2)
11/26/2024	New Issuance	66,667	Common	.001	N/A	Marvin Berlin	Stock Purchase	Restricted	4(a)(2)
4/14/2025	Cancelation	66,000	Series A Preferred	.001	N/A	Yass Cosmetics Corp Harrysen Mittler	Compensation	Restricted	N/A
4/14/2025	New Issuance	75,971	Series A Preferred	.001	N/A	Peter Pizzino	Settlement	Restricted	N/A
4/14/2025	New Issuance	157,029	Series A Preferred	.001	N/A	Harrysen Mittler	Settlement	Restricted	N/A

Shares Outstanding: Balance_sheet date: Date <u>9/30/2025</u> . Common: <u>47,281,336</u> Preferred Stock Series A: 1,780,000 B: 2,000 C: 101 D: 0	
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**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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)

<u>9/24/20</u>	<u>160.000</u>	<u>1,929,900</u>	<u>0.00</u>	9/24/21	Convertible at fixed price of \$.02 per common share** based on ITAI signed Sep 29, 2023	Alpha Capital Anstalt-Konrad Ackermann	<u>Purchase financing</u>
<u>9/24/20</u>	<u>140.000</u>	<u>972.000</u>	<u>0.00</u>	8/31/23	Convertible at fixed price of \$.02 per common share** based on ITAI signed Sep 29, 2023	<u>Frondeur Partners LLC</u> - William Gonyer**	<u>Purchase financing</u>

\* Alpha Capital Anstalt and Oscaleta Partners LLC forgave the balance of the notes and all accrued interest on April 1, 2023.

\*\* Oscaleta Partners LLC assigned the new principal and accrued interest to Frondeur Partners LLC, during the three months ended June 30, 2023.

#### 4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

Pacific Software, Inc. is a skin care and medical aesthetics company based in Dana Point, California.

- B. List any subsidiaries, parents, or affiliated companies.

On August 19, 2025, the company entered into a stock purchase agreement with PurMinds Holdings Inc which owns all the outstanding shares of 10763942 CANADA INC. a clinical stage neuromedicine leader dedicated to addressing unmet medical needs in the \$1+ trillion neurological health market. PurMinds operates a Health Canada-licensed facility and leverages a "4P Medicine" model—Predictive, Preventive, Personalized, and Participatory—to identify and treat neurological and psychiatric conditions before irreversible damage occurs. That transaction was finally completed November 3, 2025, therefore these financial statements do not represent that transaction.

It should be noted that a **corporate name change to PurMinds Enterprises, Inc. has been officially approved and accepted by the State of Nevada**. While the company currently trades under the legal name Pacific Software, Inc., the final name and ticker symbol change applications are currently being processed by FINRA to officially align the public listing with the new corporate identity.

- C. Describe the issuers' principal products or services and their markets.

None

#### 5) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent to which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

Our offices are currently located at 34145 Pacific Coast Highway, Dana Point, California as the office facility is provided by a board member at no cost to the Company. Management believes that its current facilities are adequate for its needs through the next twelve months, and that, should it be needed, suitable additional space will be available to accommodate expansion of the Company's operations on commercially reasonable terms, although there can be no assurance in this regard.

All the issuer's operating facilities have been subject to a foreclosure and are longer under the control of the Company. (see footnote 4 in the financial statements)

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuer's securities, or any person that performs a similar function, regardless of the number of shares they own. **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 in the note section.**

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 an investor 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 shareholders.

Name of All Officers, Directors and Control Persons	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	Names of control person(s) if a corporate entity
<u>Harrysen Mittler</u>	<u>&gt;5%, CEO, Director</u>	<u>Dana Point, CA</u>	<u>11,855,000</u>  <u>1,292,000</u>	<u>Common Stock</u>  <u>Series A Preferred Stock</u>	<u>25.47%</u>  <u>72.58%</u>	
<u>Peter Pizzino</u>	<u>&gt;5%</u>	<u>New York, NY</u>	<u>7,225,500</u>  <u>328,000</u>	<u>Common Stock</u>  <u>Series A Preferred Stock</u>	<u>15.29%</u>  <u>18.43%</u>	
<u>Malcolm Leissring</u>	<u>&gt;5% CTO</u>	<u>Laguana Beach, CA</u>	<u>12,000,000</u>	<u>Common Stock</u>	<u>25.38%</u>	
<u>James C DiPrima</u>	<u>&gt;5% CFO</u>	<u>Omaha, NE</u>	<u>2,500,000</u>  <u>100,000</u>	<u>Common Stock</u>  <u>Series A Preferred</u>	<u>5.29%</u>  <u>5.62%</u>	

- (1) On August 23, 2023, Izak On resigned as an Officer and Director of the Company. Mr. On also surrendered and cancelled his 50 shares of Series C Preferred Stock, as part of his resignation. On September 22, 2023, Ryan Sherman resigned as an Officer and Director of the Company. Mr. James

DiPrima was appointed as the Chief Financial Officer and Secretary of the Company. Mr. Harrysen Mittler was appointed as the Chief Executive Officer, and Director of the Company. Mr. Sherman also surrendered and cancelled his 51 shares of Series C Preferred Stock, as part of his resignation. On January

## 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).

NONE

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.

NONE

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.

NONE

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

NONE

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.

NONE

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.

NONE

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.

See footnotes 4 and 12 in financial statements.

## 8) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name: Jeff Turner  
Firm: JDT Legal PLLC  
Address 1: 897 W Baxter Dr

Address 2: South Jordan, Utah 84095  
Phone: 801.810.4465  
Email: jeff@jdt-legal.com

Accountant or Auditor

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

Investor Relations

None

Other Service Providers

None

**9) Financial Statements**

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

Name: **James C DiPrima**  
Title: **CFO**  
Relationship to Issuer: **Officer**

B. The following financial statements were prepared in accordance with:

- U.S. GAAP (see Note 1B Basis of Accounting)  
 IFRS

C. The following financial statements were prepared by (name of individual):

Name: **James C DiPrima**  
Title: **CFO**  
Relationship to Issuer: **Officer**

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup> **40 Years of Public and Private Accounting**

Provide the following qualifying financial statements:

- a. Audit letter, if audited.
- b. Balance Sheet.
- c. Statement of Income.
- d. Statement of Cash Flows.
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. 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.

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<sup>5</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.

- 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, Janet Qi certify that:

1. I have reviewed this Disclosure Statement for Pacific Software, 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.

January 16, 2025 [Date]

Janet Qi [CEO's Signature]

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

*Principal Financial Officer:*

I, James C. DiPrima certify that:

1. I have reviewed this Disclosure Statement for Pacific Software, 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.

January 16, 2025 [Date]

James C DiPrima [CFO's Signature]

# FINANCIAL STATEMENTS

(Unaudited)

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### Financial Statements

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**PACIFIC SOFTWARE, INC.**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

	September 30	September 30
<b>ASSETS</b>	<b>2025</b>	<b>2024</b>
Current assets		
Cash	\$ 108	\$ 32,347
Prepaid expenses	-	-
<b>Total Current assets</b>	<b>108</b>	<b>32,347</b>
Fixed assets, net	-	-
Other assets	-	4,725,000
<b>TOTAL ASSETS</b>	<b>\$ 108</b>	<b>\$ 4,757,347</b>
<b>LIABILITIES AND DEFICIT</b>		
Current liabilities		
Accounts payable and accrued expenses	\$ 46,280	\$ 53,590
Accrued interest payable	-	13,890
Accrued Salaries	134,000	193,847
Convertible notes payable	300,000	300,000
Notes payable	-	240,000
Derivative liabilities	-	10,031
<b>Total Current liabilities</b>	<b>480,280</b>	<b>781,358</b>
<b>TOTAL LIABILITIES</b>	<b>480,280</b>	<b>781,358</b>
Commitments and contingencies		
<b>TEMPORARY EQUITY</b>		
Series B, preferred stock, 22,000 shares authorized, par value \$0.10, 2,000 and 2,000 shares issued and outstanding at September 30, 2025, and September 30, 2024 respectively	200	200
<b>Deficit</b>		
Preferred stock, 50,000,000 shares authorized, \$0.001 par value		
Series A, 3,000,000 shares authorized, par value \$.001 and 1,780,000 issued and outstanding, at September 30, 2025, and 1,613,000 at September 30, 2024	1,780	1,613
Series C, 101 shares authorized, par value \$0.001 and 101 issued and outstanding at September 30, 2025, and September 30, 2024, respectively	-	-
Series D, 1,600 shares authorized, \$0.001 par value 0 issued and outstanding at September 30, 2024, and September 30, 2024, respectively	-	-
Common stock, 950,000,000 shares authorized, par value \$0.001, 47,281,336 and 40,536,222 shares issued and outstanding at September 30, 2025, and September 30, 2024 respectively	47,282	40,537
Additional paid in capital	29,055,614	33,444,479
Accumulated deficit	29,584,848	(29,510,640)
<b>Total Deficit</b>	<b>(480,172)</b>	<b>3,975,989</b>
<b>TOTAL LIABILITIES AND EQUITY (DEFICIT)</b>	<b>\$ 108</b>	<b>\$ 4,757,347</b>

The accompanying notes are an integral part of these consolidated financial statements.

**PACIFIC SOFTWARE, INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS**  
**FOR THE THREE AND TWELVE MONTHS, ENDED SEPTEMBER 30, 2025, AND 2024**  
**(Unaudited)**

	Three Months Ended September 30,		Twelve Months Ended September 30,	
	2025	2024	2025	2024
Sales	\$ -	\$ -	\$ -	\$ -
Cost of goods sold	-	-	-	-
Gross profit	-	-	-	-
Operating expenses:				
Compensation	-	77,400	39,634	260,000
General and administrative	1,024	48,707	58,496	150,559
Total expenses	1,024	126,107	98,130	410,559
Income (loss) from operations	(1,024)	(126,107)	(98,130)	(410,559)
Other income (expenses):				
Cancellation of Accrued Interest	-	-	13,891	-
Change in Derivative Liability	-	-	10,031	-
Interest expense	-	(5,402)	-	(13,890)
Total other income (expenses)	-	-	23,922	(13,890)
Income (loss) before income taxes	(1,024)	(131,509)	(74,208)	(424,449)
Provision for income taxes	-	-	-	-
Net income (loss)	(1,024)	(131,509)	(74,208)	(424,449)
Net income attributable to non-controlling interest	-	-	-	-
Net income (loss) attributable to Pacific Software, Inc.	\$ (1,024)	\$ (131,509)	\$ (74,208)	\$ (424,449)
Income (loss) per share, basic	\$ (.000)	\$ (0.003)	\$ (0.002)	\$ (.010)
Weighted average shares, basic and diluted	47,281,336	40,536,222	47,281,336	40,536,222

The accompanying notes are an integral part of these consolidated financial statements.

PACIFIC SOFTWARE, INC.

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT

For the Six months ended September 30, 2025

	<u>Preferred A</u>	<u>Amounts</u>	<u>Preferred C</u>	<u>Common Shares</u>	<u>Amount (\$)</u>	<u>Additional Paid-In Capital (\$)</u>	<u>Accumulated Deficit (\$)</u>	<u>Stockholders' Equity (Deficit) (\$)</u>
<b>Balance September 30, 2024</b>	1,613,000	1,613	101			33,444,479	(29,510,640)	3,975,989
<b>Acquisition</b>				6,745,114	6,745	(4,388,865)		(4,382,120)
<b>Net Loss</b>	-	-		-	-	-	(70,373)	(70,373)
<b>Balance December 31, 2024</b>	1,613,000	1,613	101	47,281,336	47,282	29,055,614	(29,581,013)	(476,504)
<b>Net Loss</b>							(1,843)	(1,843)
<b>Balance March 31, 2025</b>	1,613,000	1,613	101	47,281,336	47,282	29,055,614	(29,582,856)	(478,347)
<b>Issuance of Preferred A shares for settlement</b>	167,000	167						167
<b>Net Loss</b>							(968)	(968)
<b>Balance June 30, 2025</b>	1,780,000	1,780	101,	47,281,336	47,282	29,055,614	(29,583,824)	(479,148)
<b>Net Income</b>							(1,024)	(1,024)
<b>Balance September 30, 2025</b>	1,780,000	1,780	101	47,281,336	47,282	29,055,614	(29,584,848)	(480,172)

**PACIFIC SOFTWARE, INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT**

*Twelve months ended September 30, 2024*

	<u>Preferred A Shares</u>	<u>Amounts</u>	<u>Common Shares</u>	<u>Amount (\$)</u>	<u>Additional Paid-In Capital (\$)</u>	<u>Accumulated Deficit (\$)</u>	<u>Stockholders' Equity (Deficit) (\$)</u>	
<b>Balance September 30, 2023</b>	500,000	500	101	21,354,669	21,355	28,668,991	(28,998,753)	(307,907)
<b>Net Loss</b>	-	-		-	-	-	(81,580)	(81,580)
<b>Balance December 31, 2023</b>	500,000	500	101	21,654,669	21,355	28,668,991	(29,080,333)	(389,487)
<b>Shares issued for Acquisition</b>	980,000	980		18,900,000	18,900	4,706,100		4,725,980
<b>Issuance of Common Shares for cash</b>				450,000	450	149,550		150,000
<b>Net Loss</b>							(276,639)	(276,639)
<b>Balance March 31, 2024</b>	1,480,000	1,480	101	40,704,669	40,705	33,524,641	(29,163,021)	4,403,805
<b>Shares Issued for Acquisition</b>	133,000	131		6,500,000	6,500			6,631
<b>Shares Canceled</b>				(8,691,781)	(8,692)			(8,692)
<b>Net Loss</b>							(439,799)	(439,799)
<b>Balance June 30, 2024</b>	1,613,000	1,613	101	38,512,888	38,513	33,524,641	(29,570,060)	3,994,707
<b>Note issued for acquisition</b>						(80,162)	(87,438)	(167,600)
<b>Issuance of Common Shares for cash</b>				2,023,334	2,023			2,023
<b>Net Income</b>							146,858	146,858
<b>Balance September 30, 2024</b>	1,613,000	1,613	101	40,536,222	40,537	33,444,479	(29,510,640)	3,975,989

The accompanying notes are an integral part of these consolidated financial statements.

**PACIFIC SOFTWARE, INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE TWELVE MONTHS ENDED SEPTEMBER 30, 2025, AND 2024**  
**(Unaudited)**

	<b>Nine Months Ended September 30, 2025</b>	<b>Nine Months Ended September 30, 2024</b>
<b>Cash flows from operating activities</b>		
Net income (loss)	\$ (74,208)	\$ (571,307)
Adjustments to reconcile net (loss) to net cash (used in) operating activities:		
Depreciation	-	-
Gain on extinguishment of debt	-	-
Conversion of shares cancelled	-	-
Change in fair market value of derivatives	(10,031)	-
Shares issued for services	,167	-
Change in working capital items:		
Accrued salaries	(59,847)	7,166
Accrued interest	(13,890)	-
Accounts payable	(7,310)	-
Accounts accrued expenses	-	380,116
<b>Net cash provided by (used in) operating activities</b>	<b>(165,119)</b>	<b>(387,282)</b>
<b>Cash flows from investing activities:</b>		
Acquisition	132,883	97,808
<b>Cash flows (used in) from investing activities:</b>	<b>132,883</b>	<b>97,808</b>
<b>Cash flows from financing activities:</b>		
Proceeds from loan	-	-
Proceeds from shares sold	67	50,000
Proceeds from notes payable	-	240,000
Loan conversion	(70)	-
<b>Net cash provided by (used in) financing activities</b>	<b>(3)</b>	<b>290,000</b>
Net increase (decrease) in cash	(32,239)	526
Cash at beginning of period	32,347	2,324
Cash end of period	\$ <u>108</u>	\$ <u>2,850</u>

The accompanying notes are an integral part of these consolidated financial statements.

**PACIFIC SOFTWARE, INC.**  
**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2024, AND 2023**  
**(Unaudited)**

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**NOTE 1 – ORGANIZATION**

Pacific Software, Inc. (the “Company”) was incorporated in the State of Nevada on October 12, 2005. The Company was in the development stage and was engaged in developing, producing, and marketing online internet sales portals to facilitate ecommerce between countries.

*Acquisition of Dreamaderm, Inc.*

On January 23, 2024, the Company acquired certain assets of Dreamaderm Inc. which is in the business of designing, formulating, manufacturing and marketing a suite of products produced, developed and marketed online through social media platforms, influencers and via wholesale organizations globally. The peptide, known as P12-3A (aka Dermatrix), was invented by Dr. Malcolm A. Leissring, an internationally recognized expert in drug discovery and drug development at the University of California Institute for Memory Impairments and Neurological Disorders (UCI MIND), who will join the company. Dreamaderm Inc., is expected to obtain exclusive, worldwide rights to P12-3A and related peptides covered by U.S. Patent No. 11,555,055, issued January 17, 2023 and assigned to the Regents of the University of California. Dr. Leissring plans to join the Company as President and Chief Science Officer (CSO). On November 14, 2024, the Regents of the University of California terminated the acquisition and returned 1,500,000 shares of common stock.

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Management of the Company is responsible for the selection and use of appropriate accounting policies and their application. Critical accounting policies and practices are those that are both most important to the portrayal of the Company’s financial condition and results and require management’s most difficult, subjective, or complex judgments, often as a result of the need to make estimates about the effects of matters that are inherently uncertain. The Company’s significant and critical accounting policies and practices are disclosed below as required by the accounting principles generally accepted in the United States of America.

*Basis of Presentation/Principles of Consolidation*

The consolidated financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States of America (“US GAAP”) and include the accounts of the Company and its wholly and majority-owned subsidiaries. PAA – 100%; Gallo – 65%; LC57 – 70% and LLR 50.1% until the foreclosure on December 23, 2022. PAA has no assets or liabilities as of June 30, 2022. All material intercompany balances and transactions have been eliminated in consolidation. The consolidated financial statements include the assets and liabilities and results of operations through the foreclosure date. (see Note 4)

*Management use of estimates*

The preparation of financial statements in conformity with U.S. generally accepted accounting principles 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. The Company considered COVID-19 related impacts to its estimates, as appropriate, within its consolidated financial statements and there may be changes to those estimates in future periods. The Company believes that the accounting estimates are appropriate after consideration of the increased uncertainties surrounding the severity and duration of the COVID-19 pandemic. Such estimates and assumptions are subject to inherent uncertainties, actual results could differ materially from those estimates.

*Reclassification*

Certain labor costs have been reclassified from compensation to cost of goods sold to properly reflect gross profit. These reclassifications had no effect on the reported results of operations.

*Cash and cash equivalents*

Cash includes demand deposits, time deposits, certificates of deposit and short-term liquid investments with an original maturity of three months or less when purchased. The Company maintains deposits in a financial institution. None of the Company's cash and cash equivalents was in excess of federally insured limits.

#### *Concentration of credit risk*

Financial instruments that potentially subject the Company to concentration of credit risk consist of cash accounts in a financial institution which, at times, may exceed the Federal depository insurance coverage of \$250,000. The Company has not experienced losses on these accounts and management believes the Company is not exposed to significant risks on such accounts.

#### *Accounts receivable and allowance for doubtful accounts*

Accounts receivables are stated at the amount management expects to collect from outstanding balances. These receivables are mostly related to credit card processing by third parties and generally remitted within three days. The Company generally does not require collateral to support customer receivables. The Company provides an allowance for doubtful accounts based upon a review of the outstanding accounts receivable, historical collection information and existing economic conditions. The Company determines if receivables are past due based on days outstanding, and amounts are written off when determined to be uncollectible by management. The maximum accounting loss from the credit risk associated with accounts receivable is the amount receivable recorded, which is the face amount of the receivable net of the allowance for doubtful accounts.

#### *Inventories*

Inventories are stated at the lower of cost or net realizable value with cost determined on a first-in, first-out ("FIFO") basis. Management regularly reviews inventory quantities on hand and records a provision for excess and obsolete inventory based primarily on the estimated forecast of product demand and the ability to sell the product(s) concerned. Demand for products can fluctuate significantly. Additionally, management's estimates of future product demand may be inaccurate, which could result in an understated or overstated provision required for excess and obsolete inventory. At September 30, 2025, and September 30, 2024, no such reserves were established.

#### *Property and equipment*

Property and equipment are stated at cost less accumulated depreciation. Depreciation of property and equipment is currently being provided using the straight-line method for financial reporting purposes over an estimated useful life of three to twenty years. Expenditures for normal maintenance and repairs are expensed as incurred. The cost of assets sold or abandoned, and the related accumulated depreciation are eliminated from the accounts and any gains or losses are credited or charged to operations in the respective periods.

#### *Long-lived assets*

In accordance with Accounting Standards Codification (ASC) Topic 360, Property, Plant, and Equipment, the Company periodically reviews for the impairment of long-lived assets whenever events or changes in circumstances indicate that the carrying amount of an asset may not be realizable. An impairment loss would be recognized when estimated future cash flows are expected to result from the use of the asset and its eventual disposition is less than its carrying amount.

#### *Other assets*

On January 23, 2024, the Company acquired certain assets of Dreamaderm Inc. which is in the business of designing, formulating, manufacturing and marketing a suite of products produced, developed and marketed online through social media platforms, influencers and via wholesale organizations globally. The peptide, known as P12-3A (aka Dermatrix), was invented by Dr. Malcolm A. Leisring, an internationally recognized expert in drug discovery and drug development at the University of California Institute for Memory Impairments and Neurological Disorders (UCI MIND), who will join the company. The Company issued 980,000 shares of Series A Convertible Preferred shares at par value and 18,900,000 shares of common stock valued at the market price of \$.25 per share. On November 14, 2024, the Regents of the University of California terminated the acquisition and returned 1,500,000 shares of common stock.

#### *Fair Value Measurements*

The Company follows the FASB *Fair Value Measurements* standard, as they apply to its financial instruments. This standard defines fair value, outlines a framework for measuring fair value, and details the required disclosures about fair value measurements.

Level 1 inputs are quoted market prices available in an active market that the Company has the ability to access at the measurement date. Level 2 inputs are market data, other than Level 1, that are observable either directly or indirectly. Level 3 inputs are pricing inputs that are generally observable inputs and not corroborated by market data. Fair value is defined as the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. The standard establishes a hierarchy in determining the fair value of an asset or liability. The fair value hierarchy has three levels of inputs, both observable and unobservable. Level 1 inputs include quoted market prices for identical assets or liabilities in an inactive market, and other observable information that can be corroborated by market data. Level 3 inputs are unobservable and corroborated by little or no market data. The standard requires the utilization of the lowest possible level of input to determine fair value and carrying amounts of current liabilities approximate fair value due to their short-term nature. The Company accounts for certain instruments at fair value using level 3 valuation.

Description	At September 30, 2025			At September 30, 2024		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Derivative Liability	—	—	\$ 10,031	—	—	\$ 10,031

A roll forward of the level 3 valuation financial instruments is as follows:

	<u>Derivative Liabilities</u>
Balance at <u>September 30, 2025</u>	\$ 10,031
Change in fair market value	(10,031)
Balance at <u>September 30, 2024</u>	<u>\$ -</u>

The fair market value of the derivative is based on the stated value of the preferred series B and D shares, market value of the common shares and annualized volatility of daily returns, and the conversion price as calculated using a Black-Scholes model.

#### *Derivative Liabilities*

The Company has certain financial instruments that are derivatives or contain embedded derivatives. The Company evaluates all its financial instruments to determine if those contracts or any potential embedded components of those contracts qualify as derivatives to be separately accounted for in accordance with ASC 810-10-05-4 and 815-40. This accounting treatment requires that the carrying amount of any derivatives be recorded at fair value at issuance and marked-to-market at each balance sheet date. In the event that the fair value is recorded as a liability, as is may be the case with the Company, the change in the fair value during the period is recorded as either other income or expense. Upon conversion, exercise or repayment, the respective derivative liability is marked to fair value at the conversion, repayment or exercise date and then the related fair value amount is reclassified to other income or expense as part of gain or loss on extinguishment.

The Company points out that in general for notes that have matured the Company will no longer calculate a derivative value. However, should current information about stock price, or volatility of noteholder conversion terms change an assessment will be made and any material change in fair market value will be recognized.

#### *Convertible Notes with Fixed Rate Conversion Options*

The Company may enter into convertible notes, some of which contain, predominantly, fixed rate conversion features, whereby the outstanding principal and accrued interest may be converted by the holder, into common shares at a fixed discount to the market price of the common stock at the time of conversion. This results in a fair value of the convertible note being equal to a fixed monetary amount. The Company records the convertible note liability at its fixed monetary amount by measuring and recording a premium, as applicable, on the note issuance date with a charge to interest expense in accordance with ASC 480 – “Distinguishing Liabilities from Equity”.

#### *Recognition of Revenues*

The Company recognizes revenue pursuant to Accounting Standards Codification (“ASC”) 606, Revenue From Contracts With Customers. This new revenue recognition standard (new guidance) has a five-step process: a) Determine whether a contract exists; b) Identify the performance obligations; c) Determine the transaction price; d) Allocate the transaction price; and e) Recognize revenue when (or as) performance obligations are satisfied. The impact of the Company’s initial application of ASC 606 did not have a material impact on its financial statements and disclosures and there was no cumulative effect of the adoption of ASC 606.

#### *Income Taxes.*

The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification. Deferred income tax assets and liabilities are determined based upon differences between the financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the statements of operations in the period that includes the enactment date.

ASC 740, Income Taxes, requires a company to first determine whether it is more likely than not (which is defined as a likelihood of more than fifty percent) that a tax position will be sustained based on its technical merits as of the reporting date, assuming that taxing authorities will examine the position and have full knowledge of all relevant information. A tax position that meets this more likely than not threshold is then measured and recognized at the largest amount of benefit that is greater than fifty percent likely to be realized upon effective settlement with a taxing authority.

#### *Commitments and Contingencies*

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed. Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed. Management does not believe, based upon information available at this time that these matters will have a material adverse effect on the Company's financial position, results of operations or cash flows. However, there is no assurance that such matters will not materially and adversely affect the Company's business, financial position, and results of operations or cash flows.

#### *Stock-based compensation*

The Company measures and recognizes compensation expense for all share-based payment awards made to employees and directors, including employee stock options and compensatory stock warrants, based on estimated fair values equaling either the fair value of the shares issued or the value of consideration received, whichever is more readily determinable. Non-cash consideration pertains to services rendered by consultants and others and has been valued at the fair value of the Company's common stock at the date of the agreement.

The Company values the stock issued for compensation at the lower of the market price on the date of issuance or the value of the service provided. The Company's accounting policy for equity instruments issued to consultants and vendors in exchange for goods and services follows the provisions of ASC Topic 505-50, "Equity-Based Payments to Non-Employees." The measurement date for the fair value of the equity instruments issued is determined at the earlier of (i) the date at which a commitment for performance by the consultant or vendor is reached or (ii) the date at which the consultant or vendor's performance is complete.

The Company has not adopted a stock option plan.

#### *Net Income (Loss) Per Share*

Basic loss per share is calculated by dividing the loss attributable to stockholders by the weighted-average number of shares outstanding for the period. Diluted loss per share reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that shared in the earnings (loss) of the Company. Diluted loss per share is computed by dividing the loss available to stockholders by the weighted average number of shares outstanding for the period and dilutive potential shares outstanding unless such dilutive potential shares would result in anti-dilution. As of September 30, 2025, 1,780,000 shares of Series A preferred stock are outstanding and exercisable into 17,800,000 shares of common stock, and 200 shares of Series B preferred stock are outstanding and exercisable, into 1,568,627 shares of common stock. As of September 30, 2025, the outstanding principal balance, including accrued interest of the third-party convertible debt, totaled \$300,000 and was convertible into 300,000 shares of common stock. The Company's CEO and Chairman of the Board of Directors and the Chief Operating Officer hold a control block of Series C Preferred Stock which confers upon them a majority vote in all Company matters including authorization of additional common shares or to reverse split the stock.

As of September 30, 2025 and 2024, potentially dilutive securities consisted of the following:

	September 30, 2025	September 30, 2024
Series A Preferred stock	17,800,000	16,130,000
Series B Preferred stock	1,568,627	1,568,627
Series D Preferred stock	-	-
Warrants	-	-
Third party convertible debt (including senior debt)	300,000	300,000
Total	<u>19,668,627</u>	<u>17,998,627</u>

#### *Recent Accounting Pronouncements*

On August 5, 2020, the Financial Accounting Standards Board (FASB) issued accounting standards update (ASU) No. 2020-06, *Debt—Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging—Contracts in Entity’s Own Equity (Subtopic 815-40)*.

The amendments in the ASU remove certain separation models for convertible debt instruments and convertible preferred stock that require the separation of a convertible debt instrument into a debt component and an equity or derivative component. The ASU also amends the derivative scope exception guidance for contracts in an entity’s own equity. The amendments remove three settlement conditions that are required for equity contracts to qualify for the derivative scope exception.

In addition to the above, the ASU expands disclosure requirements for convertible instruments and simplifies areas of the guidance for diluted earnings-per-share calculations that are impacted by the amendments.

The ASU is effective for public business entities that meet the definition of a Securities and Exchange Commission (SEC) filer, excluding smaller reporting companies as defined by the SEC, for fiscal years beginning after December 15, 2021. Early adoption is permitted. The FASB noted that an entity should adopt the guidance as of the beginning of its annual fiscal year. The standard is effective for the Company beginning in fiscal year September 30, 2024.

Entities may elect to adopt the amendments through either a modified retrospective method of transition or a fully retrospective method of transition. If an entity has convertible instruments that include a down round feature, early adoption of the ASU is permitted for fiscal years beginning after December 15, 2020.

ASU 2016-13 Measurement of Credit Losses on Financial Instruments and ASU 2022-02 was effective for fiscal years beginning after December 15, 2022. This adoption did not have a material effect to the Company.

Management does not believe that any recently issued, but not yet effective accounting pronouncements, when adopted, will have a material effect on the accompanying consolidated financial statements.

#### **NOTE 3 – GOING CONCERN**

The accompanying financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the recoverability of assets and the satisfaction of liabilities in the normal course of business. For the twelve months ended September 30, 2025, the Company incurred an operating loss of \$73,017. The working capital deficit and accumulated deficit was \$479,148, and \$749,011 at September 30, 2025 and September 30, 2024 respectively. It is management’s opinion that these matters raise substantial doubt about the Company’s ability to continue as a going concern for a period of twelve months from the issuance date of this report. The ability of the Company to continue as a going concern is dependent upon management’s ability to further implement its business plan and raise additional capital as needed from the sales of stock or issuance of debt. The Company has been implementing cost-cutting measures and restructuring. The accompanying financial statements do not include any adjustments that might be required should the Company be unable to continue as a going concern.

#### **NOTE 4– PROPERTY PLANT AND EQUIPMENT**

Following the foreclosure the Company shows no property, plant and equipment at September 30, 2025 and 2024.

#### NOTE 5 -RELATED PARTY

There were no other advances during the nine months ending September 30, 2025.

#### NOTE 6 -NOTES PAYABLE

Notes payable were forgiven in conjunction with a recapitalization on April 1, 2023, principal balances were as follows:

On September 21, 2020, the Company issued a note payable to Alpha Capital Anstalt (“Alpha”) for \$26,600. The note includes: \$26,600 cash, has 8% annual interest, and matured on September 21, 2021. The note principal, and accrued interest were \$0 and \$0 respectively, at June 30, 2023. The note principal and all accrued interest were recognized as gain on extinguishment of debt.

On September 21, 2020, the Company issued a note payable to Tarpon Bay Partners LLC (“Tarpon”) for \$13,400 for services. The note has 8% annual interest and matured on September 21, 2021. The note was assigned to Frondeur Partners LLC during the year ended March 31, 2022. The note principal, and accrued interest were \$0 and \$0 respectively, at June 30, 2023. The note principal and all accrued interest were recognized as gain on extinguishment of debt.

#### NOTE 7 – CONVERTIBLE NOTES PAYABLE

Convertible notes payable balances were as follows:

	September 30	September 30,
	2025	2024
Principal (fixed price notes)	300,000	300,000
Convertible notes – current	300,000	300,000
Convertible notes payable – long term, net of discounts	\$ -	\$ -

All convertible notes except for \$300,000 in principal have been forgiven in conjunction with a recapitalization. A total of \$8,089,600 was recognized as gain on debt extinguishment. The gain includes amounts for notes discussed at footnote 8, warrants discussed at footnote 11 and certain related derivative liabilities.

As at September 15, 2023 Irrevocable Transfer Agent Instructions (ITAI) have been issued accordingly:

- Alpha Capital - 8 million common shares relating to the \$160,000 note
- Trillium and Oscaleta Partners LLC - 7 million common shares relating to the \$140,000 note

#### *Convertible Notes with Fixed Percentage Conversion Terms Treated as Stock Settled Debt*

All forgiven.

#### *Convertible Notes with Fixed Prices*

Forgiven Except as Noted

On February 17, 2021, the Company issued a convertible note payable to Trillium for \$33,000. The note includes: \$30,000 cash, with a \$3,000 OID, has 10% annual interest, matured on February 28, 2022 and was convertible at \$0.10 per share. On February 25, 2022, the note was amended with the maturity date extended to August 31, 2023 and the conversion terms changed to a fixed conversion price of \$0.02 per share. The note was amended and restated and the principal balance is \$33,000, at June 30, 2023. The note no longer has an interest component.

On June 15, 2021, the Company issued a convertible note payable to Trillium for \$39,000. The note includes: \$35,000 cash, with an OID of \$4,000, has 10% annual interest, matured on March 31, 2021 and was convertible at \$0.10 per share. On February 25, 2022, the note was amended with the maturity date extended to August 31, 2023 and the conversion terms changed to a fixed conversion price of \$0.02 per share. The note was amended and restated and the principal balance is \$37,000, at June 30, 2023. The note no longer has an interest component.

On September 3, 2021, the Company entered into a Securities Purchase Agreement (the “Purchase Agreement”) with Oscaleta and Alpha (the “Purchasers”), pursuant to which the Company issued to the Purchasers, on September 3, 2021, Secured Convertible Notes in an aggregate principal amount of \$1,650,000 (the “Notes”), consisting of cash proceeds of \$1,500,000, which Notes shall be convertible at any time after issuance into shares of the Company’s common stock, at a conversion price of \$0.02 per share (the “Conversion Price”), subject to adjustment as defined in the Purchase Agreement. The Notes accrue interest at the rate of 10% per annum and matures on March 3, 2023. Upon the occurrence of an event of default, interest accrues at 18% per annum. Interest on the Notes is payable in cash or, at Purchaser’s option, in shares of Common Stock at the Conversion Price. The Conversion Price is subject to adjustment due to certain events, including stock dividends and stock splits, and is subject to reduction in certain circumstances if the Company issues Common Stock or Common Stock equivalents at an effective price per share that is lower than the Conversion Price then in effect. The Company may only prepay the Notes with the prior written consent of the respective Purchasers thereof. The Company issued notes reflecting the Purchase agreement as follows:

Of the above \$1,650,000, secured convertible notes were issued payable to Oscaleta for \$825,000, \$750,000 of which was cash and \$75,000 as original issue discount (OID). The discount has been fully amortized to interest expense. The note was assigned to Frondeur Partners LLC on June 9, 2023. Following a principal conversion for \$38,347 and amendments to the note the note principal balance was \$70,000, at June 30, 2023. The note no longer has an interest component.

The total loan of \$140,000 was supported by an Irrevocable Transfer Agent Instructions (ITAI) letter dated September 15, 2023

The remaining balance of the \$1,650,000, secured convertible notes were issued payable to Alpha for \$825,000. The note includes: \$750,000, cash, and OID of \$75,000. The discount is being amortized to interest expense over the term of the loan. The note was amended and restated and principal balance was \$160,000, at June 30, 2023. The note no longer has an interest component.

The total loan of \$160,000 was supported by an Irrevocable Transfer Agent Instructions (ITAI) letter dated September 15, 2023

#### **NOTE 8– TEMPORARY EQUITY**

The preferred series B shares have been determined, by the Company, to be conditionally redeemable upon the occurrence of certain events that are not solely within the control of the Company; but upon such occurrence, redeemable at the option of the holders. They are therefore classified as temporary equity. The purpose of this classification is to convey that such a security may not be permanently part of equity and could result in a demand for cash, securities, or other assets of the entity in the future. The shares as valued have been classified as temporary equity and presented as such on the consolidated balance sheet and statement of shareholders deficit, as single line items due to the immaterial par value. The temporary equity value is not included in shareholders’ deficit.

##### *Series B Preferred Stock*

On June 30, 2023 and March 31, 2022, there were respectively 2,000 and 22,000 Series B Preferred shares of stock outstanding. The shareholders agreed to surrender 20,000 of the outstanding shares effective April 1, 2023.

On August 5, 2020, the Company authorized 22,000 shares of Series B Convertible Preferred Stock, par value \$0.10, stated value \$100, 3% annual dividends on stated value, payable upon anniversary date or conversion date. These shares shall rank senior to all common stock issuances and below Series A Convertible Preferred Shares. The shares shall be convertible at a substantial discount to market.

On August 7, 2020, with the approval of the majority of the shareholders and the board of directors, the Company designated 22,000 shares of preferred stock as Series B Convertible Preferred Stock (“Series B Preferred”). The Series B Preferred stock is convertible at the lower of (i) the 25% lowest closing bid price for the 20 trading days prior to the conversion or (ii) the fixed price, which is set at \$1.00 both of which are subject to adjustment as provided in the Series B Preferred certificate of designation. The stated value of the shares is \$100 per share. The Series B Preferred shares have no voting rights and there is a limit on beneficial ownership of 9.99%.

On September 18, 2020, the Company entered into a Stock Purchase Agreement (“Purchase Agreement”) by and between the Company and certain stockholders. The Company issued 22,000 shares of its Series B Preferred Stock, promissory notes, option agreement, conveyance agreement and a convertible note as consideration for the purchase and acquisition of PAA. See Item 3A. Issuance history for the list of the recipients of the Series B Preferred stock.

The shares issued were valued based on the conversion number of common shares at the market price on the date of issuance. The shares were valued at \$14,657,800 on the issuance date and were charged to investment in subsidiary. Effective April 1, 2023 accrued dividends of \$146,800 and par value of \$2,000 were reclassified as additional paid in capital, in conjunction with the surrender of 20,000 shares. At June 30, 2023, \$18,150 of additional paid in capital related to the 2,000 shares issued and outstanding Series B Preferred Stock dividends are owed to former officers and directors of the Company.

## **NOTE9 – STOCKHOLDERS’ DEFICIT**

### **Preferred Stock**

The Company is currently authorized to issue 50,000,000 shares of preferred stock.

#### *Series A Preferred Stock*

On September 30, 2025 and September 30, 2024, there were 1,780,000 and 1,613,000 shares outstanding respectively.

The Company authorized 3,000,000 shares of Series A Convertible Preferred stock (\$0.001 par or stated value) on October 1, 2018. And issued 1,000,000 shares of preferred stock during the year ended March 31, 2019 to the former CEO and the president of the Company, following cancellation of 500,000 shares of the Series A Convertible Preferred, 500,000 shares are outstanding at June 30, 2023. On January 23, 2024 as part of an acquisition 980,000 Series A Convertible Shares were issued to officers of the Company. The Series A Convertible Preferred stock can be converted into common stock for one preferred share for ten common shares. The Series A Convertible preferred shares have voting rights equal to ten votes per share (on an as converted basis). The Company issued 233,000 shares in April of this quarter in settlement of shares previously cancelled. Additionally, in April, 66,000 shares issued for services from the Dreamaderm acquisition were also cancelled.

As part of the stock purchase agreement the outstanding stock will subsequently be converted in January 2026.

#### *Series C Preferred Stock*

On September 30, 2025 and September 30, 2024, there were 101, Series C preferred shares of stock outstanding.

On April 27, 2021, the Secretary of the State of Nevada authorized 101 shares of the Company’s new non-convertible preferred stock having a par or stated value of \$0.001. The shares have voting rights equal to the following formula: total common stock eligible votes divided by .049. The shares have a term of the earlier of: 36 months for the authorization date or upon receipt of an investment of at least \$10,000,000. The shares are held by the current officers of the Company.

#### *Series D Preferred Stock*

On September 30, 2025 and September 30, 2024, there were 0 Series D preferred shares of stock outstanding, respectively. The shareholders agreed to surrender all the outstanding shares effective April 1, 2023.

On November 12, 2021, the Board of Directors, by unanimous written consent, authorized the creation of a new class of Preferred Stock, Series D Preferred (“Series D”). The number of shares of Series D authorized shall be 1,600 shares. Each share of Series D shall have a stated value equal to \$0.001 (as may be adjusted for any stock dividends, combinations, or splits with respect to such shares. The Series D is not entitled to receive dividends, nor has any liquidation rights. Each share of Series D shall be convertible, at the option of the holder thereof, without the payment of additional consideration, into that number of fully paid and nonassessable shares of Common Stock equal to 0.01% of the total number of shares of Common Stock outstanding at the Conversion Time. The Series D shall rank junior to the already-existing classes of the Corporation’s Series Preferred stock and pari-passu with the Corporation’s Common Stock. And any class or series of capital stock of the Corporation hereafter created and has no voting rights.

### **Common Stock and Warrants**

The Company is currently authorized to issue 950,000,000 shares of common stock, par value \$0.001 per share. As of September 30, 2025 and September 30, 2024, the Company has 47,281,336 and 40,536,222 shares of common stock issued and outstanding, respectively.

#### *Warrants Issued*

All warrants issued were cancelled effective April 1, 2023, in conjunction with a recapitalization.

Due to the aforementioned foreclosure the Company has no non-cancellable lease obligations.

## **NOTE 13 – SUBSEQUENT EVENTS**

After March 31, 2024, the Company acquired a 70% interest in NooMeds, LLC, a Company that specializes in Alzheimer's prevention through dietary supplements. The acquisition will occur by issuing debt to its Founder Dr. Malcolm A. Leissring. Additionally, Harrysen Mittler and Peter Pizzino surrendered 233,000 series A Preferred shares to settle a transaction with the prior Management. The shares will be reissued in May 2024. In May Dr Malcolm Leissring resigned to pursue other interests. In July Dr. Robert Schiestl joined the company as Chief Science Officer (CSA). In November the licensing agreement with The Regents of California Irvine was terminated.

The company approves the transfer of A.L.Z. DEFENSE™ AND SuppleMEM™ an Alzheimer's supplement and memory health aid, their Labels, art work, logos, formulations, slogans and related assets and ScalerAide for Pets a plasma activated silver solutions, its logos, art work, slogans, formulations and related assets to Harrysen Mittler in exchange for the cancellation of his executive contract dated May 23, 2023 and the cancellation of a corporate promissory note in the amount of one hundred and sixty thousand dollars (\$160,000) dated March 12, 2023 herein attached.

The company approves the transfer of 101 "Series C" Convertible Preferred shares to Janet Qi CEO of PurMinds Holdings Inc. and the cancellation of 1,000, shares each of "Series B Convertible Preferred shares held by Peter Pizzino and Harrysen Mittler.

On August 19, 2025, the company entered into a stock purchase agreement with PurMinds Holdings Inc which owns all the outstanding shares of 10763942 CANADA INC. a clinical stage neuromedicine leader dedicated to addressing unmet medical needs in the \$1+ trillion neurological health market. PurMinds operates a Health Canada-licensed facility and leverages a "4P Medicine" model—Predictive, Preventive, Personalized, and Participatory—to identify and treat neurological and psychiatric conditions before irreversible damage occurs. That transaction was finally completed November 3, 2025, therefore these financial statements do not represent that transaction.

It should be noted that a **corporate name change to PurMinds Enterprises, Inc. has been officially approved and accepted by the State of Nevada.** While the company currently trades under the legal name Pacific Software, Inc., the final name and ticker symbol change applications are currently being processed by FINRA to officially align the public listing with the new corporate identity.