AMERICAN ECOFUELS, INC

401 N Carroll Ave., Ste. 192
Southlake, TX 76092
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ecoinnovations.info@gmail.com
SIC Code: 8742 (Primary); 8748 (Secondary)

Quarterly Report

For the quarter ending September 30, 2026 (the "Reporting Period")

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

9,075,744,139 as of September 30, 2026

7,426,124,405 as of December 31, 2025

Shell Status
Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Change in Control
Indicate by check mark whether a Change in Control[4] of the company has occurred during this reporting period:

Yes: ☐ No: ☒

[5] "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

Current name of the issuer: Effective April 21, 2026, the Company completed its corporate name change from ECO Innovation Group, Inc. to American EcoFuels, Inc. and effective June 23, 2026, FINRA processed the related ticker symbol change from ECOX to AEFI.

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

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

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

None

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

Summary of Proposed and Terminated WRA Transaction; Subsequent Completed Transaction

On November 7, 2025, Eco Innovation Group, Inc. (the "Company" or "ECOX") executed a non-binding Letter of Intent with WRA Holdings, Inc. ("WRA") to pursue a proposed share-exchange merger transaction, pursuant to which WRA's operating business would combine with the Company.

On December 4, 2025, the Company and WRA entered into definitive agreements, including a Stock Purchase Agreement, Share Exchange Agreement, and Master Sales Agreement, which contemplated a change of control and reverse merger transaction. The contemplated transaction was expressly subject to customary closing conditions, including, among other things, the delivery and substantiation of financing, completion of due diligence, and satisfaction of regulatory and contractual requirements.

The proposed transaction was not consummated. The counterparty did not deliver financing, did not substantiate funding, and did not satisfy the required closing conditions. As a result, no closing occurred, no transfer of control was effected, and no ownership or governance rights vested.

On February 2, 2026, the Company formally terminated and unwound the transaction.

Following termination of the WRA transaction, the Company pursued alternative strategic opportunities. On March 27, 2026, the Company entered into a separate transaction with Kepler GTL Technologies Inc., which included the acquisition of 100% of the equity interests of Kepler and the transfer of control of the Company through its Series A Preferred Stock. The transaction has been accounted for as a reverse recapitalization.

As a result of the Kepler transaction, the Company is now operating under a new business direction

Address of the issuer's principal executive office:

401 N Carroll Ave., Ste. 192
Southlake, TX 76092

Address of the issuer's principal place of business: Same
☒ *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:

2) Security Information

Transfer Agent

Name: Nevada Agency and Transfer Company
Phone: +1 (775) 322-0626
Email: info@natco.com
Address: 50 W. Liberty St., Suite 880, Reno, NV 89501

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:	AEFI
Exact title and class of securities outstanding:	Common Stock
CUSIP:	27888Q 102
Par or stated value:	$0.0001
Total shares authorized:	12,000,000,000 as of date: September 30, 2026
Total shares outstanding	9,075,744,139 as of date: September 30,
2026, Total number of shareholders of record:	74 as of date: September 30, 2026

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:	Series A Preferred
CUSIP (if applicable):	27888Q 102
Par or stated value:	$0.0001
Total shares authorized:	69,000,000 as of date: September 30, 2026
Total shares outstanding (if applicable):	69,000,000 as of date: September 30, 2026
Total number of shareholders of record	1 as of date: September 30, 2026

Exact title and class of the security:	Series B Preferred
CUSIP (if applicable):	27888Q 102
Par or stated value:	$0.0001
Total shares authorized and issuable:	240,000,000 as of date: September 30,
2026 Total shares outstanding (if applicable):	0 as of date: September 30, 2026
Total number of shareholders of record	0 as of date: September 30, 2026

Exact title and class of the security:	Series C Preferred
CUSIP (if applicable):	27888Q 102
Par or stated value:	$0.0001

Total shares authorized:	1,000,000 as of date: September 30,
2026 Total shares outstanding (if applicable):	5,770 as of date: September 30, 2026
Total number of shareholders of record	1 as of date: September 30, 2026

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.**

Common Stock: Holders of shares of common stock are entitled to share ratably in dividends, if any, as may be declared, from time to time, by the Board of Directors in its discretion, from funds legally available therefore. The Company does not currently anticipate paying any dividends on its common stock. In the event of a liquidation, dissolution or winding up of the Company, the holders of shares of common stock are entitled to share pro rata all assets remaining after payment in full of all liabilities. Holders of common stock have no preemptive rights to purchase the Company's common stock. There are no conversion rights or redemption or sinking fund provisions with respect to the common stock. All of the outstanding shares of common stock are fully paid and non-assessable.

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

Series A Preferred Stock

Holders of Series A Convertible Preferred Stock are entitled to vote together with holders of Common Stock on all matters submitted to shareholders, with each share of Series A Preferred Stock entitled to 100 votes. Each share of Series A Preferred Stock is convertible, at the option of the holder, into one share of Common Stock following the applicable conversion eligibility period set forth in the Certificate of Designation. Holders are entitled to participate in dividends or other distributions declared on the Common Stock on an as-converted basis. In the event of any liquidation, dissolution or winding up of the Company, holders of Series A Preferred Stock are entitled to receive, prior to any distribution to holders of Common Stock, an amount equal to the consideration paid for such shares. The Series A Preferred Stock ranks senior to the Common Stock with respect to distributions upon liquidation, dissolution or winding up. The Series A Preferred Stock does not contain any redemption or sinking fund provisions.

Series B Preferred Stock

Holders of Series B Preferred Stock are not entitled to dividends except as may be declared by the Board of Directors in its discretion. The Series B Preferred Stock votes together with the Common Stock as a single class on matters submitted to shareholders, with each share entitled to the number of votes equal to the number of shares of Common Stock into which such share would then be convertible, determined as if conversion were permitted on such date. Holders also have certain separate class voting rights with respect to actions that would adversely affect the Series B Preferred Stock.

The Series B Preferred Stock is not convertible into Common Stock unless and until the Company completes a reverse stock split or restructuring event or is approved for and commences trading on the OTCQB, Texas Stock Exchange or Nasdaq Stock Market, as provided in the Certificate of Designation. Following satisfaction of the applicable conversion condition, holders may convert their shares into Common Stock in whole or in part.

In the event of any liquidation, dissolution or winding up of the Company, the Series B Preferred Stock ranks senior to the Common Stock and, subject to the rights of any senior preferred stock, holders are entitled to receive the par value of their Series B Preferred Stock plus any declared but unpaid dividends prior to any distribution to holders of Common Stock. The Series B Preferred Stock has no sinking fund

provision and does not provide for mandatory redemption.

Series C Preferred Stock

The Series C Convertible Preferred Stock has a stated value of $1.00 per share and ranks senior to the Common Stock with respect to dividend and liquidation rights and junior to the Company's existing and future indebtedness and any outstanding preferred stock ranking senior thereto. Each share carries a cumulative annual dividend equal to 10% of its stated value, payable upon redemption, liquidation or conversion, with the dividend rate increasing to 22% upon an Event of Default.

Except for certain protective provisions, holders of Series C Preferred Stock have no general voting rights. The consent of holders of a majority of the outstanding Series C Preferred Stock is required for certain actions adversely affecting the rights or preferences of the Series C Preferred Stock and certain other specified corporate actions.

Beginning 180 days following issuance, holders have the right to convert Series C Preferred Stock into Common Stock at a conversion price equal to 63% of the average of the two lowest trading prices of the Common Stock during the 15 trading days preceding conversion, subject to a 4.99% beneficial ownership limitation and the other terms of the Certificate of Designation.

Upon liquidation, dissolution or winding up of the Company, or certain deemed liquidation events, holders are entitled, prior to distributions to holders of Common Stock or junior securities, to receive the stated value of their shares plus accrued but unpaid dividends and other applicable amounts provided under the Certificate of Designation. The Company had an optional right to redeem the Series C Preferred Stock during the first 180 days following issuance at specified premiums, and the Series C Preferred Stock is subject to mandatory redemption on the earlier of 12 months following issuance or the occurrence of an Event of Default, in each case pursuant to the terms of the Certificate of Designation. There is no sinking fund provision.

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

N/A

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

N/A

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities ***in the past two completed fiscal years and any subsequent interim period****.*

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years☐

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

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date 01/01/2024 Common: 2,213,242,371 Preferred A: 30,000,000 Preferred C: 99,500			*Right-click the rows below and select “Insert” to add rows as needed.						
Date of Transaction	**Transaction type (e.g., new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to.** ***You must disclose the control person(s) for any entities listed.**	**Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
03/27/24	New Issuance	219,110,995	Common	$0.0001	Yes	Pinnacle Consulting Services, Inc - Robert L Hymers III	Debt Conversion	Unrestricted	Section 3(a)(9)
4/18/2024	New Issuance	240,802,983	Common	0.0001	Yes	Pinnacle Consulting Services, Inc - Robert L Hymers III	Debt Conversion	Unrestricted	Section 3(a)(9)
5/15/2024	New Issuance	133,349,206	Common	0.0001	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Debt Conversion	Unrestricted	Section 3(a)(9)
5/15/2024	Retirement	-4,566	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Debt Conversion	Unrestricted	Not applicable
5/20/2024	New Issuance	264,642,479	Common	0.0001	Yes	Pinnacle Consulting Services, Inc - Robert L Hymers III	Debt Conversion	Unrestricted	Section 3(a)(9)
5/21/2024	New Issuance	71,095,238	Common	0.0001	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Debt Conversion	Unrestricted	Section 3(a)(9)
5/21/2024	Retirement	-2,434	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Debt Conversion	Unrestricted	Not applicable
1/29/2025	New Issuance	200,000,000	Common	0.00009	Yes	Coventry Enterprises LLC - Jack Bodenstein	Debt Conversion	Unrestricted	Section 3(a)(9)
04/30/2025	New Issuance	166,761,905	Common	0.0001	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Section 3(a)(9)
4/30/2025	Retirement	-4,618	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Not applicable
4/30/2025	New Issuance	330,882,084	Common	0.00062	Yes	Pinnacle Consulting Services, Inc - Robert L Hymers III	Debt Conversion	Unrestricted	Section 3(a)(9)
05/01/2025	New Issuance	166,761,905	Common	0.00063	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Section 3(a)(9)

5/1/2025	Retirement	-4,618	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Not applicable
05/05/2025	New Issuance	100,000,000	Common	0.0001	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Section 3(a)(9)
5/5/2025	Retirement	-2,770	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Not applicable
05/06/2025	New Issuance	166,761,905	Common	0.00063	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Section 3(a)(9)
5/6/2025	Retirement	-4,618	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Not applicable
07/11/2025	New Issuance	213,023,810	Common	0.00063	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Section 3(a)(9)
7/11/2025	Retirement	-5,835	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Not applicable
11/7/2025	Retirement	-5,408	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Not applicable
11/07/2025	New Issuance	200,000,000	Common	0.00063	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Section 3(a)(9)
11/10/2025	New Issuance	95,000,000	Common	0.00063	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Section 3(a)(9)
11/10/2025	Retirement	-2,157	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Not applicable
11/11/2025	New Issuance	424,880,000	Common	0.0001	Yes	Pinnacle Consulting Services, Inc - Robert L Hymers III	Debt Conversion	Unrestricted	Section 3(a)(9)
11/11/2025	New Issuance	105,000,000	Common	0.00063	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Section 3(a)(9)
11/11/2025	Retirement	-2,384	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Not applicable
11/11/2025	New Issuance	201,000,000	Common	0.000063	Yes	Coventry Enterprises LLC - Jack Bodenstein	Debt Conversion	Unrestricted	Section 3(a)(9)
11/12/2025	Retirement	-6,322	Preferred C	N/A		Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Not applicable
11/12/2025	New Issuance	233,809,524	Common	0.00063	Yes	Geneva Roth Remark Holdings Inc. - Seth Kramer	Conversion of Series C	Unrestricted	Section 3(a)(9)

11/13/2025	New Issuance	100,000,000	Common	0.000063	Yes	Coventry Enterprises LLC - Jack Bodenstein	Debt Conversion	Unrestricted	Section 3(a)(9)
11/14/2025	New Issuance	39,000,000	Preferred A	N/A	N/A	Richard C. Hawkins	Officer/Director Compensation	Restricted	Section 4(a)(2)
11/17/2025	New Issuance	200,000,000	Common	0.000063	Yes	Coventry Enterprises LLC - Jack Bodenstein	Debt Conversion	Unrestricted	Section 3(a)(9)
11/18/2025	New Issuance	575,000,000	Common	0.0001	Yes	Pinnacle Consulting Services, Inc - Robert L Hymers III	Debt Conversion	Unrestricted	Section 3(a)(9)
11/21/2025	New Issuance	200,000,000	Common	0.000063	Yes	Coventry Enterprises LLC - Jack Bodenstein	Debt Conversion	Unrestricted	Section 3(a)(9)
12/02/2025	New Issuance	200,000,000	Common	0.0001	Yes	Coventry Enterprises LLC - Jack Bodenstein	Debt Conversion	Unrestricted	Section 3(a)(9)
12/08/2025	New Issuance	405,000,000	Common	0.0001	Yes	Pinnacle Consulting Services, Inc - Robert L Hymers III	Debt Conversion	Unrestricted	Section 3(a)(9)
01/20/2026	New Issuance	730,000,000	Common	0.0001	Yes	Robert L Hymers	Debt Conversion	Unrestricted	Section 3(a)(9)
02/12/2026	New Issuance	75,000,000	Common	0.0001	Yes	StockVest, Inc. – Art Brent	Professional Services	Restricted	Section 4(a)(2)
04/17/2026	New Issuance	164,622,488	Common	0.0016	Yes	Costaldo Law- Evan Costaldo	Professional Services	Restricted	Section 4(a)(2)
04/24/2026	Retirement	-32,585	Preferred C	N/A		N/A	Transfer Agent Reconciliation		Not applicable
04/27/2026	New Issuance	679,997,246	Common	0.000063	Yes	Pinnacle Consulting Services, Inc - Robert L Hymers III	Conversion of Series C	Unrestricted	Section 3(a)(9)
04/27/2026	Retirement	-15,415	Preferred C	N/A		Pinnacle Consulting Services, Inc - Robert L Hymers III	Conversion of Series C	Unrestricted	Not applicable

Shares Outstanding on Date of This Report:

Ending Balance:

Date 09/30/2026

Common: 9,075,744,139
Preferred A: 69,000,000
Preferred C: 5,770

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

N/A

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	Outstanding Balance ($)	Principal Amount at Issuance ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
12/09/19	$13,273	$40,000	4/1/21	The note is convertible at the option of the holder, into such number of fully paid and non-assessable shares of common stock as is determined by dividing that portion of the outstanding principal balance under the note by the Conversion Price, which is a 35% discount of the lowest reported sale price of the common stock for the 15 trading days immediately prior to the date of conversion.	980,000,000	210,681,235	Pinnacle Consulting Services Inc. (Robert Hymers)	Loan
3/22/2021	$46,619	$30,000	3/22/22	Convertible at a fixed price of $0.06 a share into a total of 500,000 common shares	0	739,986,084	Claudia Villalta	Loan
8/23/2021	$151,728	$150,000	8/23/22	Convertible at a fixed price of $0.02 a share into common shares	153,799,047	2,408,387,302	Blue Lake Partners LLC - Craig Kesselman	Loan
2/4/2022	$92,902	$120,000	2/4/25	Convertible at the lower of $0.0033 or 85% of the lowest per-share during the 5-trading day period before the conversion.	33,689,840	109,296,471	SRAX, Inc. - Chris Miglino	Services
4/21/2022	$22,882	$60,000	10/18/22	Convertible at a fixed price of $0.02 a share into common shares	730,000,000	363,209,365	Robert Hymers	Loan
3/25/2022	$27,909	$23,000	7/13/22	Convertible on default	0	443,000,000	Alma Otey	Loan
Total Outstanding Balance:	$355,313			**Total Shares:**	1,897,488,887	4,274,560,456		

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

Debt and accrued interest totaling $668,403 under a Master Drawdown Agreement matures on April 30, 2027 and is only convertible upon default

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.

Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

American EcoFuels Inc. (OTC: AEFI), is a Nevada-based public company focused on building a scalable platform in the advanced energy and fuels sector. The Company is pursuing strategic opportunities involving next-generation fuel production, gas-to-liquids (GTL) technologies, synthetic fuels, modular energy infrastructure, and related energy transition initiatives intended to address growing domestic and international demand for reliable, scalable, and economically viable energy solutions. As part of this strategic evolution, the Company is actively evaluating and pursuing business combinations, technology partnerships, acquisitions, and commercialization opportunities aligned with its long-term objective of establishing American EcoFuels as a differentiated public platform in the evolving energy sector.

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

Kepler GTL Technologies Inc.

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 facili ties 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.

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

The issuer does not lease or own any assets, properties or facilities as of the period ended June 30, 2026.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.
If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

Individual Name (First, Last) **or Entity Name** (Include names of control person(s) if a corporate entity)	**Position/Company Affiliation** (ex: CEO, 5% Control person)	**City and State** (Include Country if outside U.S.)	**Number of Shares Owned** (List common, preferred, warrants and	**Class of Shares Owned**	**Percentage of Class of Shares Owned** (undiluted)

			options separately)		
Richard Hawkins	CEO, Secretary, Treasurer, Director	Scottsdale, AZ	0		
Quantum Investment Fund I LLC, Brent Nelson	Executive Chairman and 5% Control, Director	Southlake, TX	69,000,000	Preferred A	100%
Pinnacle Consulting Services, Inc. (2)	Consultant, Creditor	Los Angeles, CA	5,770	Preferred C	100%
Jeff Saxinger (1)	Chief Technology Officer	Alberta, Canada	0		
Robert Eberhart (1)	Chief Operating Officer	Alberta, Canada	0		
Eric Seachris (1)	Director	Walla Walla, Washington	0		
Michael G. Smith (1)	Director	Justin, TX	0		
Niclas Von Schantz (1)	Director	Stockholm, Sweden	0		
Samson Lee (1)	Director	Hong Kong, HK	0		
John Gerdin (1)	Director	Roanoke, TX	0		

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

(1)During the nine months ended September 30, 2026, the Company entered into contingent officer consulting and independent director advisory agreements. As full and complete consideration for the advisory services to be rendered, the Company shall issue shares of the Company's common stock having a fair market value of $240,000 each following the completion of both a restructuring event and a service period.No shares have vested to date.

(2)In October 2026, 5,770 shares of Series C Preferred Stock were converted by Pinnacle into 263,753,174 shares of common stock at a conversion price of $0.000063. Following the conversion, no shares of Series C Preferred Stock remain outstanding.

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.

N/A

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.
Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.
Securities Counsel

Securities Counsel

Name: Evan Costaldo - Costaldo Law Group P.C.
Phone: (212) 709-8333
Email: evan@costaldolaw.com

Accountant or Auditor

Name:
Firm: Aloba, Awomolo & Partners
Address 1: Floor 4, Providence Court, Ajibade Bus Stop, Beside CocaCola Ibadan, Oyo State, Nigeria
Address 2: Oyo State, Nigeria

Phone: :+2348055439586

Investor Relations

Name: N/A
Firm: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

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:	Richard Hawkins
Firm:	-
Nature of Services:	Strategic Business Consulting Services
Address 1:	401 N Carroll Ave., Ste. 192
Address 2:	Southlake, TX 76092
Phone:	
Email:	richard.hawkins.biz@gmail.com

9) Disclosure & Financial Information

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

Name:	Richard Hawkins
Title:	Chief Executive Officer
Relationship to Issuer:	Officer and Director

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:	Richard Hawkins
Title:	Treasurer
Relationship to Issuer:	Officer and Director

Describe the qualifications of the person or persons who prepared the financial statements:[6] Over 25 years of corporate finance and accounting experience in the film, television, and public relations sectors.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;

[7] 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.

- 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, Richard Hawkins, certify that:

1. I have reviewed this Disclosure Statement for American EcoFuels Inc;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

November 13 , 2026

/s/ Richard Hawkins

Principal Financial 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, Richard Hawkins, certify that:

1. I have reviewed this Disclosure Statement for American EcoFuels Inc;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

November 13 , 2026

/s/ Richard Hawkins

AMERICAN ECOFUELS, INC. AND SUBSIDIARY
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Consolidated Balance Sheets as of September 30, 2026 (Unaudited) and December 31, 2025 (Unaudited)
Consolidated Statements of Operations for the Three and Nine Months Ended September 30, 2026 (Unaudited)
Consolidated Statement of Stockholders' Equity (Deficit) for the Nine Months Ended September 30, 2026 (Unaudited)
Consolidated Statement of Cash Flows for the Nine Months Ended September 30, 2026 (Unaudited)
Notes to Consolidated Financial Statements (Unaudited)

AMERICAN ECOFUELS, INC. AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	September 30, 2026	December 31, 2025
Assets		
Current Assets		
Cash and cash equivalents	$ 34,887	$ -
Prepaid assets	8,750	-
Total Current Assets	**43,637**	**-**
Intangible assets	4,188	-
Total Assets	**$ 47,825**	**$ -**
Liabilities and Stockholders' Equity (Deficit)		
Current Liabilities		
Accounts payable and accrued expenses	$ 107,487	$ -
Accrued interest	236,544	-
Convertible notes payable, net	216,090	-
Convertible notes payable, related party, net	490,171	-
Note payable	100,000	-
Notes payable, related party	614,916	-
Derivative liabilities	5,317,628	-
Series C preferred stock liability	16,613	-
Liabilities of discontinued operations	948,955	-
Total Current Liabilities	**8,048,404**	**-**
Total Liabilities	**8,048,404**	**-**
Stockholders' Equity (Deficit)		
Preferred stock Par value $0.0001; 500,000,000 and 70,000,000 shares authorized at September 30, 2026 and December 31, 2025, respectively		
Series A preferred stock Par value $0.0001; 69,000,000 shares designated; 69,000,000 shares issued and outstanding at September 30, 2026 and December 31, 2025 (1)	6,900	6,900
Series B preferred stock, issuable Par value $0.0001; 240,000,000 shares designated; 240,000,000 shares issuable at September 30, 2026 and December 31, 2025 (1)	24,000	24,000
Common stock Par value $0.0001; 12,000,000,000 shares authorized; 9,075,744,139 and 8,231,124,405 shares issued and outstanding at September 30, 2026 and December 31, 2025, respectively (1)	907,579	823,117
Additional paid-in capital	(6,634,355)	(854,017)
Accumulated deficit	(2,304,703)	-
Total Stockholders' Equity (Deficit)	**(8,000,579)**	**-**
Total Liabilities and Stockholders' Equity (Deficit)	**$ 47,825**	**$ -**

(1) Share and per-share amounts for all periods presented have been retroactively restated to reflect the recapitalization described in Note 3.

See the accompanying notes to these consolidated financial statements

AMERICAN ECOFUELS, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	Three Months Ended September 30, 2026	Nine Months Ended September 30, 2026
Operating Expenses		
Selling, general and administrative expenses	$ 302,240	$ 769,206
Total Operating Expenses	**302,240**	**769,206**
Operating Loss	**(302,240)**	**(769,206)**
Other Income (Expenses)		
Interest expense	(126,055)	(175,829)
Change in fair value of derivative liabilities	(97,192)	(2,937,417)
Change in fair value of warrant liability	432,224	(1,366,111)
Gain on expiration of warrant liability	2,945,238	2,945,238
Other expense	-	(1,378)
Total Other Income (Expenses)	**3,154,215**	**(1,535,497)**
Net Income (Loss)	**$ 2,851,975**	**$ (2,304,703)**
Net income (loss) per common share – basic	**$ 0.00**	**$ (0.00)**
Net loss per common share – diluted	**$ (0.00)**	**$ (0.00)**
Weighted average common shares outstanding – basic	9,075,744,139	8,744,702,705
Weighted average common shares outstanding – diluted	10,288,218,259	10,632,431,643

See the accompanying notes to these consolidated financial statements

AMERICAN ECOFUELS, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY (DEFICIT)
For the Nine Months Ended September 30, 2026
(Unaudited)

	Preferred Stock, Series A		Preferred Stock, Series B, Issuable		Common Stock		Additional Paid-In Capital	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount	Shares	Amount	Amount	Amount	Amount
Balance, December 31, 2025	**69,000,000**	**$ 6,900**	**240,000,000**	**$ 24,000**	**8,231,124,405**	**$ 823,117**	**$ (854,017)**	**$ -**	**$ -**
Net liabilities assumed in connection with reverse recapitalization	-	-	-	-	-	-	(6,002,112)	-	(6,002,112)
Net loss	-	-	-	-	-	-	-	(4,605,351)	(4,605,351)
Balance, March 31, 2026	**69,000,000**	**$ 6,900**	**240,000,000**	**$ 24,000**	**8,231,124,405**	**$ 823,117**	**$ (6,856,129)**	**$ (4,605,351)**	**$ (10,607,463)**
Stock-based compensation	-	-	-	-	164,622,488	16,462	246,934	-	263,396
Conversion of Series C Preferred Shares	-	-	-	-	679,997,246	68,000	(25,160)	-	42,840
Net loss	-	-	-	-	-	-	-	(551,327)	(551,327)
Balance, June 30, 2026	**69,000,000**	**$ 6,900**	**240,000,000**	**$ 24,000**	**9,075,744,139**	**$ 907,579**	**$ (6,634,355)**	**$ (5,156,678)**	**$ (10,852,554)**
Net income	-	-	-	-	-	-	-	2,851,975	2,851,975
Balance, September 30, 2026	**69,000,000**	**$ 6,900**	**240,000,000**	**$ 24,000**	**9,075,744,139**	**$ 907,579**	**$ (6,634,355)**	**$ (2,304,703)**	**$ (8,000,579)**

See the accompanying notes to these consolidated financial statements

AMERICAN ECOFUELS, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENT OF CASH FLOWS
(Unaudited)

		Nine Months Ended September 30, 2026
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	$	(2,304,703)
Adjustments to reconcile net loss to net cash used in operating activities:		
Consulting fees settled by note payable		100,000
Stock-based compensation		263,396
Amortization of debt discount		103,544
Accrued interest on Series C preferred stock liability		916
Change in fair value of derivative liabilities		2,937,417
Change in fair value of warrant liability		1,366,111
Gain on expiration of warrant liability		(2,945,238)
Changes in operating assets and liabilities:		
Prepaid assets		43,417
Accounts payable and accrued expenses		33,845
Accrued interest		71,369
Net cash used in operating activities	**$**	**(329,926)**
CASH FLOWS FROM INVESTING ACTIVITIES:		
Cash acquired in connection with reverse recapitalization		4,501
Capitalized intangible assets		(4,188)
Net cash provided by investing activities	**$**	**313**
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from convertible notes payable, net – related party		364,500
Net cash provided by financing activities	**$**	**364,500**
Change in cash	**$**	**34,887**
Cash, beginning of period		-
Cash, end of period	**$**	**34,887**
Non-Cash Transactions		
Net liabilities assumed in connection with reverse recapitalization	$	6,002,112
Conversion of Series C preferred stock liability to common stock		42,840
Note payable issued for consulting services		100,000
Debt discount from derivative liabilities on issuance of convertible notes payable – related party		147,265

See the accompanying notes to these consolidated financial statements

AMERICAN ECOFUELS, INC. AND SUBSIDIARY
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the Nine Months Ended September 30, 2026 (Unaudited)

NOTE 1 – NATURE OF BUSINESS AND BASIS OF PRESENTATION

Organization and Business

American EcoFuels, Inc. ("AEFI" or the "Company") is a Nevada corporation. On March 5, 2026, the Company's CEO entered into a stock purchase agreement to sell all 69 million shares of the Company's outstanding Series A Preferred Stock to Quantum Investment Fund I, LLC ("Quantum"), with the transaction closing on March 27, 2026. The Company simultaneously entered into a Master Sales Agreement under which immediately upon the transfer of the Series A Preferred Stock to Quantum, AEFI, as the surviving public corporation under Quantum's voting control, entered into a Share Exchange Agreement with Kepler GTL Technologies Inc. ("Kepler"). AEFI acquired one hundred percent (100%) of the issued and outstanding shares or other equity interests of Kepler in a reverse-merger share exchange transaction (the "Share Exchange"). Kepler is a wholly owned subsidiary of AEFI and AEFI continues as the surviving publicly traded parent company as a result of the Share Exchange.

As a result of the Share Exchange, the Company is now focused on the development and commercialization of proprietary Gas-to-Liquids ("GTL") technology for the production of Sustainable Aviation Fuel ("SAF"). Kepler, the Company's wholly owned subsidiary, holds patented processes that convert natural gas and other feedstocks into high-quality, drop-in-ready synthetic paraffinic kerosene ("SPK") SAF that meets or exceeds ASTM standards and is fully compatible with existing aircraft engines and infrastructure.

Name Change

Effective April 21, 2026, the Company completed its corporate name change from ECO Innovation Group, Inc. to American EcoFuels, Inc. and effective June 23, 2026, FINRA processed the related ticker symbol change from ECOX to AEFI. Unless the context otherwise requires, references in these financial statements to the "Company" refer to American EcoFuels, Inc., formerly ECO Innovation Group, Inc.

Basis of Presentation and Principles of Consolidation

The unaudited consolidated interim financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States ("GAAP") for interim financial information. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. The financial statements reflect the operations and financial position of the Company and its consolidated subsidiary for the three and nine months ended September 30, 2026. Under ASC 805-40, Kepler is treated as the accounting acquirer; consequently, the historical financial statements of the combined entity reflect Kepler's historical results for pre-acquisition periods, with AEFI's assets and liabilities added at carrying value as of March 27, 2026. Kepler GTL,3333333 the accounting acquirer in the March 27, 2026 reverse recapitalization, was incorporated on November 21, 2025. Kepler GTL. had no accounting predecessor prior to its formation. Accordingly, there are no corresponding predecessor financial statements for the three or nine months ended September 30, 2025, and comparative statements of operations and cash flows for such periods are not presented. See Note 3. All intercompany transactions and balances have been eliminated in consolidation.

Going Concern

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. The Company is in the development stage of its GTL technology, has not generated revenue and has incurred recurring losses from operations. As of September 30, 2026, the Company had a working capital deficit of $8,004,767 and an accumulated deficit of $2,304,703, and certain of its convertible notes payable are in default. These factors raise substantial doubt about the Company's ability to continue as a going concern within one year after the date these financial statements are issued. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty. Management plans to fund operations through additional debt and equity financing, including advances under the Master Funding and Drawdown Agreement (see Note 5); however, no assurance can be given that these plans will be successful.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The 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 disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents.

Fair Value Measurements

The disclosure requirements within Accounting Standards Codification (ASC) 820-10, Fair Value Measurement, require disclosure of estimated fair values of certain financial instruments. For financial instruments recognized at fair value in the Company's statements of operations, the disclosure requirements of ASC 820-10 also apply. The methods and assumptions are set forth below:

- Cash and cash equivalents are carried at cost, which approximates fair value.
- The carrying amounts of receivables approximate fair value due to their short-term maturities.
- The carrying amounts of payables approximate fair value due to their short-term maturities.
- The carrying amounts of notes payable – related party approximate fair value as the stated interest rates approximate market rates for similar instruments.

Assets and liabilities measured and reported at fair value are classified and disclosed in one of the following categories based on inputs:

Level 1 — Quoted prices in active markets for identical assets and liabilities that the reporting entity has the ability to access at the measurement date.

Level 2 — Inputs other than quoted prices included within Level 1 that are observable for the asset or liability or can be corroborated with observable market data for substantially the entire contractual term of the asset or liability.

Level 3 — Pricing inputs include significant unobservable inputs used in determining the fair value of investments. The types of investments which would generally be included in this category include equity securities issued by private entities.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the determination of which category within the fair value hierarchy is appropriate for any given investment is based on the lowest level of input that is significant to the fair value measurement. The Company's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the investment.

The Company's convertible notes payable contain variable conversion provisions. Pursuant to ASC 815-15, Embedded Derivatives, the fair values of the variable conversion options and shares to be issued were recorded as derivative liabilities on the issuance dates. See Notes 4, 5 and 8. The fair value of the embedded derivative at issuance is recorded as a debt discount. Upon conversion of the related notes, the fair value of the derivative liability at the conversion date is reclassified to additional paid-in capital. Upon repayment of the related note, the derivative liability is extinguished and the resulting gain or loss is recognized as a gain or loss on extinguishment of debt.

The Company issued a warrant to purchase shares of the Company's common stock in conjunction with a convertible promissory note and subject to anti-dilution and price protection adjustments. The Company classifies the warrant liability as a Level 3 fair value measurement due to the use of significant unobservable valuation inputs and management assumptions. See Note 11.

The following table presents changes during the nine months ended September 30, 2026, in Level 3 liabilities measured at fair value on a recurring basis:

Fair value - December 31, 2025	$ -
Acquired in reverse recapitalization	3,812,073
Derivative liabilities due to issuance of convertible notes payable – related party	147,265
Expiration of warrant	(2,945,238)
Change in fair value	4,303,528
Fair value - September 30, 2026	$ 5,317,628

The levels of the fair value hierarchy into which the Company's assets and liabilities fall as of September 30, 2026, are as follows:

	Level 1	Level 2	Level 3	Total
Liabilities				
Derivative liabilities – convertible notes payable	$ —	$ —	$ 5,317,628	$ 5,317,628
Total fair value	$ —	$ —	$ 5,317,628	$ 5,317,628

Intangibles and Impairment of Long-Lived Assets

During the nine months ended September 30, 2026, certain patent-related filing costs totaling $4,188 have been capitalized on the Company's balance sheet in accordance with ASC Topic 350, Intangibles, Goodwill and Other. Upon receipt or acquisition of a patent, a determination of useful life and amortization period will be made. An impairment loss is recognized on long-lived assets when indicators of impairment are present and the undiscounted future cash flows estimated to be generated by those assets are less than the carrying amount of the assets. In such cases, the carrying value of these assets is adjusted to their estimated fair values and assets held for sale are adjusted to their estimated fair values less selling expenses.

Contingencies

The Company follows ASC 450, Contingencies, to account for loss contingencies. Liabilities are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

Earnings (Loss) Per Share

Basic earnings (loss) per share is computed by dividing net income (loss) by the weighted-average number of common shares outstanding during the period, excluding shares subject to redemption or forfeiture. Diluted earnings (loss) per share adjusts basic earnings (loss) per share for the effect of potentially dilutive securities, using the treasury stock method for warrants and the if-converted method for convertible notes payable and convertible preferred stock. Potentially dilutive securities are considered in sequence from the most dilutive to the least dilutive and are excluded when their effect is anti-dilutive. Shares issuable only upon an event of default are excluded until the contingency is met. As of September 30, 2026, 5,697,093,571 potentially dilutive shares, including 918,836,964 shares issuable only upon an event of default, were excluded from the computation of diluted earnings (loss) per share. See Note 14.

Income Taxes

The Company accounts for income taxes under ASC 740, Income Taxes. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts and their respective tax bases. A valuation allowance is established when it is more likely than not that deferred tax assets will not be realized. The Company experienced a change in control on March 27, 2026 in connection with the Kepler reverse recapitalization; accordingly, the utilization of net operating loss carryforwards of the legal acquirer may be limited under IRC Section 382. A Section 382 study is expected to be completed in a future period.

NOTE 3 – REVERSE RECAPITALIZATION

On March 5, 2026, the Company entered into a coordinated set of definitive agreements, including a Master Sales Agreement, Stock Purchase Agreement, and Share Exchange Agreement (the "Transaction"). The Transaction closed on March 27, 2026 (with the Series A Preferred Stock transfer completed on March 27, 2026), and consisted of the following integrated steps:

- The Company issued 39,000,000 shares of Series A Preferred Stock to Mr. Richard Hawkins ("Mr. Hawkins") in February 2026. Mr. Hawkins, the Company's President and Chief Executive Officer, sold 69,000,000 shares of the Company's Series A Preferred Stock (which carries super-voting rights) to Quantum Investment Fund I, LLC for aggregate cash consideration of $1,000, effecting a change in voting control of the Company. Quantum Investment Fund I, LLC is controlled by Brent Nelson.

- Simultaneously, the Company acquired 100% of the issued and outstanding equity interests of Kepler GTL Technologies Inc. ("Kepler"), a privately held Texas operating company, in exchange for the issuance of a newly designated Series B Preferred Stock. The Series B Preferred Stock is not convertible into common stock unless and until specified restructuring or uplisting events occur, as set forth in the governing Certificate of Designation.

- The Transaction has been accounted for as a reverse recapitalization in accordance with U.S. GAAP. Under this method of accounting, the Company is treated as the "acquired" company and Kepler is treated as the accounting acquirer for financial reporting purposes. The reverse recapitalization accounting treatment was primarily determined based on the fact that Mr. Nelson, who controlled Kepler before the Transaction, continued to control the Company post-transaction and hence Kepler has not undergone a change in control and is the accounting acquirer in a reverse recapitalization transaction.

- Accordingly, for accounting purposes, the financial statements of the Company will represent a continuation of the financial statements of Kepler with the merger being treated as the equivalent of Kepler issuing shares for the net assets of the Company, accompanied by a recapitalization. The net assets of the Company are to be recognized as of the closing at historical cost, with no goodwill or other intangible assets recorded. Operations prior to the merger are presented as those of Kepler and the accumulated deficit of Kepler has been carried forward after closing.

- No common stock was issued at closing in connection with the share exchange.

- Mr. Hawkins remains President and Chief Executive Officer following the change in voting control. Additional post-closing items contemplated by the agreements include implementation of a Group A debt restructuring framework, execution of a consulting agreement with RH2 Equity Partners, and future registration rights/share reserve mechanics.

The net liabilities of AEFI assumed at March 27, 2026 totaled $6,002,112 and were recorded at their historical carrying values as a reduction of additional paid-in capital. Assets assumed totaled $56,668 and consisted principally of prepaid assets of $52,167. The most significant liabilities assumed were derivative liabilities of $2,232,946, warrant liability of $1,579,127, liabilities of discontinued operations of $948,955 and notes payable, related party of $614,916.

In conjunction with the terms of the Master Sales Agreement, the Company entered into a separate consulting agreement with RH2 Equity Partners, LP ("RH2"). RH2 is an entity controlled by the Company's CEO and the principal of Pinnacle. The terms of the agreement provide (i) a one-time cash fee of ten thousand dollars ($10,000) upon execution, (ii) to allow CMB and Pinnacle to retain certain outstanding notes in the aggregate principal amount of approximately $500,000 subject to the Settlement and Exchange Agreements being executed contemporaneously with the Master Sales Agreement, and (iii) compensation for a 36-month extended advisory period.

As consideration for the extended advisory and oversight services, RH2 will be compensated by effectuating the Group A Debt as outlined below and by separate exchange documentation.

Group A Debt Conversion Mechanics

Certain obligations identified as "Group A Debt" may be restructured and partially converted in connection with the Transaction. Subject to definitive documentation executed by the applicable holders, approximately $220,500 of the oldest Group A Debt obligations may be converted into Company common stock at a conversion price of $0.00007 per share pursuant to Section 3(a)(9) of the Securities Act of 1933. Such conversions may be effected in tranches by

the applicable holders and their permitted assignees, including Pinnacle Consulting Services and affiliated or designated entities, and VanTech Securities Ltd. ("VanTech") or its assigns, in accordance with separate exchange documentation, with the total shares issued pursuant to such conversions allocated equally between Pinnacle Consulting Services and VanTech. Following a reverse stock split or restructuring event, the remaining Group A Debt may be adjusted and partially converted at a conversion price of $0.01 per share as follows: (a) approximately Ten Thousand Dollars ($10,000) of the next oldest obligations attributable to Robert L. Hymers III ("Mr. Hymers") may be converted into One Million (1,000,000) shares of Company common stock; provided, however, that the aggregate fair market value of such shares at the time of conversion shall be no less than Two Hundred Thousand Dollars ($200,000) (the "Minimum Conversion Value"); (b) approximately Ten Thousand Dollars ($10,000) of the next oldest obligations attributable to Mr. Hawkins may be converted into One Million (1,000,000) shares of Company common stock; provided, however, that the aggregate fair market value of such shares at the time of conversion shall be no less than the Minimum Conversion Value; and in the event the fair market value of the One Million (1,000,000) shares is less than the Minimum Conversion Value at the time of conversion, the number of shares to be issued shall be automatically trued up such that the total number of shares issued equals a value of not less than $200,000, calculated based on the volume-weighted average closing price of Company common stock for the ten (10) trading days immediately preceding the conversion date; and (c) the remaining balance of such restructured obligations may be held or converted by Quantum or its assigns at the same $0.01 conversion price pursuant to separate definitive agreements.

Group B Debt Settlement

Certain additional obligations have been identified as "Group B Debt." RH2 shall use commercially reasonable efforts to resolve or settle such obligations. To the extent any such obligations are satisfied through third-party financing or negotiated settlement prior to or in connection with the restructuring of the Company's capital structure, the applicable Group B noteholder and the Company may agree to convert the applicable settled amounts into Company common stock at a price of $0.00007 per share pursuant to Section 3(a)(9) of the Securities Act of 1933.

NOTE 4 – CONVERTIBLE NOTES PAYABLE, NET

Pursuant to a financing commitment, on March 21, 2021, the Company entered into a Convertible Promissory Note Purchase Agreement (the "Agreement") with a third party for the sale of a convertible promissory note in the principal amount of $30,000. The note matured on March 21, 2022, and is currently in default. The lender has the right to convert the debt into fully paid and non-assessable shares of common stock at a fixed price of $0.06 per share. Conversions are subject to adjustments due to stock dividends, stock splits, rights offerings or combinations, recapitalizations and reorganizations. Interest will accrue at the rate of ten percent (10%) per annum, simple interest, in each case to the extent that the note and the principal amount and any unpaid accrued interest has not been converted into conversion shares (as defined) prior to the maturity date. The note has a variable conversion price subject to price adjustments for certain actions, including dilutive issuances, and the Company recorded an embedded derivative liability. The fair value of the derivative liability totaled $923,891 and $0 as of September 30, 2026 and December 31, 2025, respectively. See Note 8. Interest expense totaled $756 and $1,751 for the three and nine months ended September 30, 2026.

On August 19, 2021, the Company entered into a Securities Purchase Agreement (the "Agreement") with a third party for the sale of a convertible promissory note in the principal amount of $150,000, at a purchase price of $135,000, less $9,450 in legal fees. The note matured on August 19, 2022 and is currently in default. The lender has the right to convert the debt into fully paid and non-assessable shares of common stock at a fixed price of $0.02 per share (subject to the beneficial ownership limitations of 4.99%). Conversions are subject to adjustments due to stock dividends, stock splits, rights offerings or combinations, recapitalizations and reorganizations. Interest will accrue at the rate of twelve percent (12%) per annum, simple interest, in each case to the extent that the note and the principal amount and any unpaid accrued interest has not been converted into conversion shares (as defined) prior to the maturity date. The note has a variable conversion price subject to price adjustments for certain actions, including dilutive issuances, and the Company recorded an embedded derivative liability. The fair value of the derivative liability totaled $2,905,695 and $0 as of September 30, 2026 and December 31, 2025, respectively. See Note 8.

In conjunction with the issuance of the note, the Company issued a five-year warrant exercisable for 6,000,000 shares of common stock at an exercise price of $0.025 per share subject to anti-dilution and price protection adjustments. See Note 11. The relative fair value of the warrant totaling $103,284 was recorded as a discount on the note and amortized

over the life of the note. The remaining debt discount of $10,321 was fully amortized during the nine months ended September 30, 2026, and unamortized debt discount totaled $0 at September 30, 2026.

Upon the occurrence of any event of default as defined in the agreement, outstanding principal and accrued interest shall become immediately due and payable and the Company shall pay, in full satisfaction of its obligations, an amount equal to the principal sum then outstanding plus accrued interest multiplied by 125% (the "Default Amount"). Upon the occurrence of an event of default, additional interest will accrue from the date of the event of default at the rate equal to the lower of 16% per annum or the highest rate permitted by law. Default penalty accrued totaled $39,548 and $0 as of September 30, 2026 and December 31, 2025, respectively.

Interest expense totaled $3,210 and $7,432 for the three and nine months ended September 30, 2026.

On February 4, 2022, the Company entered into a convertible promissory note with a third party in the principal sum of $120,000. The note bears interest at the rate of one percent (1.00%) and matured on February 4, 2023. The note was issued in exchange for services rendered and may be converted into the Company's common stock (subject to the beneficial ownership limitations of 4.99%) at the lower of $0.0033 or 85% of the lowest per-share price during the 5-trading day period before the conversion. The note has a variable conversion price subject to price adjustments for certain actions, including dilutive issuances, and the Company recorded an embedded derivative liability. The fair value of the derivative liability totaled $34,335 and $0 as of September 30, 2026 and December 31, 2025, respectively. See Note 8.

Interest expense totaled $223 and $517 for the three and nine months ended September 30, 2026.

On March 25, 2022, the Company executed a convertible note with a third party, for $23,000, due on July 13, 2022 and is currently in default. This note bears interest at 10% per annum and is convertible (in whole or in part), at the option of the holder, into such number of fully paid and non-assessable shares of common stock as is determined by dividing that portion of the outstanding principal balance under this note by a conversion price of $0.000098 but can be reset if the Company issues instruments at a lower price. The note has a variable conversion price subject to price adjustments for certain actions, including dilutive issuances, and the Company recorded an embedded derivative liability. The fair value of the derivative liability totaled $554,192 and $0 as of September 30, 2026 and December 31, 2025, respectively. See Note 8.

Interest expense totaled $454 and $1,051 for the three and nine months ended September 30, 2026.

The aggregate of convertible notes payable, net are as follows:

Convertible Notes Payable, Net	**September 30, 2026**	**December 31, 2025**
Principal balance	$ 216,090	$ -
Debt discount balance	-	-
Net Notes balance	**$ 216,090**	**$ -**

The Convertible Notes Payable, Net balance at September 30, 2026 is comprised of the following:

	Principal	**Debt Discount**	**Net**
March 2021	$ 30,000	$ -	$ 30,000
August 2021	79,590	-	79,590
February 2022	88,500	-	88,500
March 2022	18,000	-	18,000
	$ 216,090	$ -	$ 216,090

NOTE 5 – CONVERTIBLE NOTES PAYABLE – RELATED PARTY, NET

On December 9, 2019, the Company executed a convertible promissory note with Pinnacle Consulting Services Inc. ("Pinnacle"), which is owned by Robert L. Hymers III ("Mr. Hymers") for $40,000 and which was amended to mature on April 1, 2020, and then extended to mature on April 1, 2021. This note bears interest at five percent (5%) per annum, which is convertible into shares of the Company's common stock. The note is convertible at the option of the holder, into such number of fully paid and non-assessable shares of common stock as is determined by dividing that

portion of the outstanding principal balance under the note by a conversion price, which is a 35% discount of the lowest reported sale price of the 15 trading days immediately prior to the date of conversion. The note has a variable conversion price subject to price adjustments for certain actions, including dilutive issuances, and the Company recorded an embedded derivative liability. The fair value of the derivative liability totaled $214,910 and $0 as of September 30, 2026 and December 31, 2025, respectively. See Note 8.

This note was in default as of September 30, 2022. On December 23, 2022, the Company received an additional written notice of default from Mr. Hymers, confirming that the default provisions of the note were in effect. Upon the occurrence of an event of default, additional interest will accrue from the date of the event of default at the rate equal to the lower of 15% per annum or the highest rate permitted by law. Interest expense totaled $381 and $882 for the three and nine months ended September 30, 2026.

On March 23, 2022, the Company executed a convertible note with Mr. Hymers for $55,000 due on October 22, 2022. This note bears interest at 10% per annum and is convertible (in whole or in part), at the option of the Holder, into such number of fully paid and non-assessable shares of common stock as is determined by dividing that portion of the outstanding principal balance under this note by a conversion price of $0.000098. On April 21, 2022, the Company and Mr. Hymers entered into a debt exchange agreement, whereby the Company exchanged the $55,000 convertible note at a conversion price of $0.000098 per share for a $60,000 convertible note at the same conversion price. The note has a variable conversion price subject to price adjustments for certain actions, including dilutive issuances, and the Company recorded an embedded derivative liability. The fair value of the derivative liability totaled $451,939 and $0 as of September 30, 2026 and December 31, 2025, respectively. See Note 8. On December 23, 2022, the Company received a written notice of default from Mr. Hymers, informing the Company that the default provisions of the note were in effect.

In February 2026, Mr. Hymers converted the remaining principal of $60,000 into 730,000,000 shares of common stock at a price of $0.000082 per share. Accrued interest of $22,882 remained outstanding at September 30, 2026 and continues to be convertible at the option of the holder; accordingly, the embedded derivative liability is measured based on the remaining accrued interest balance. Interest expense totaled $0 and $230 for the three and nine months ended September 30, 2026.

In 2025, the Company entered into a Master Funding and Drawdown Agreement (the “Agreement”) with Pinnacle. The Agreement establishes a discretionary funding facility in favor of the Company in an aggregate principal (face) amount of up to Two Million Five Hundred Thousand Dollars ($2,500,000), subject to an original issue discount of five percent (5%). The Company shall use the proceeds of all advances for general working capital purposes, audit and reporting expenses, transaction-related costs, and other lawful corporate purposes consistent with its business plan. During the nine months ended September 30, 2026, subsequent to the reverse recapitalization, Pinnacle funded $383,685, net of original issue discount of $19,185, for net proceeds of $364,500. Total principal outstanding under the Agreement at September 30, 2026 is $637,819, net of unamortized debt discount of $157,734, for a total net balance of $480,085. All advances under the Agreement have a maturity date of April 30, 2027. The Company has received a default forbearance from Pinnacle and is currently not in default.

Interest shall accrue at a rate of ten percent (10%) per annum, simple interest, calculated on the basis of a 365-day year and computed on the face amount of each advance from the date such advance is funded. All unpaid principal and accrued interest shall be due and payable in a single payment on the date that is twelve (12) months from the date of the first advance, which was subsequently extended to April 30, 2027. The Company shall have no right to convert any portion of the outstanding balance into shares of the Company’s common stock prior to the occurrence of an event of default. Upon default, the conversion price shall be equal to eighty percent (80%) of the lowest closing price of the common stock as reported on its principal trading market during the ten (10) trading days immediately preceding the date of conversion. The note has a variable conversion price subject to price adjustments for certain actions, including dilutive issuances, and the Company recorded an embedded derivative liability. Although the note is not convertible unless an event of default occurs, the contingent default conversion feature is an embedded derivative under ASC 815-15. Its fair value reflects the estimated probability of an event of default. The fair value of the embedded derivative at the date of each advance is recorded as a derivative liability and a debt discount. Derivative liabilities of $147,265 were recorded on advances made during the nine months ended September 30, 2026. The fair value of the derivative liability totaled $232,666 and $73,527 as of September 30, 2026 and December 31, 2025, respectively. See Note 8.

Interest expense, including amortization of debt discount, totaled $101,775 and $116,843 for the three and nine months ended September 30, 2026, respectively.

The aggregate of convertible notes payable - related party, net are as follows:

Convertible Notes Payable - Related Party, Net	September 30, 2026	December 31, 2025
Principal balance	$ 647,905	$ -
Debt discount	(157,734)	-
	$ 490,171	**$ -**

The Convertible Notes Payable - Related Party, Net balance at September 30, 2026 is comprised of the following:

	Principal	Debt Discount	Net
December 2019	$ 10,086	$ -	$ 10,086
April 2025	637,819	(157,734)	480,085
	$ 647,905	$ (157,734)	$ 490,171

NOTE 6 – NOTE PAYABLE

During the three months ended September 30, 2026, the Company entered into a consulting agreement with a third party under which the Company issued a non-interest-bearing promissory note in the principal amount of $100,000. The note was fully earned upon execution of the agreement and matures on November 19, 2026. Compensation expense totaling $100,000 has been recorded in selling, general and administrative expenses for the three and nine months ended September 30, 2026. If the Company fails to pay the outstanding principal when due and does not cure the failure within ten (10) calendar days after receipt of written notice, an event of default will occur and the holder may elect to require the outstanding principal to be satisfied through the issuance of 83,333,334 restricted shares of the Company's common stock. The note payable totaled $100,000 and $0 at September 30, 2026 and December 31, 2025, respectively. See Note 14.

NOTE 7 – NOTES PAYABLE – RELATED PARTY

During the year ended December 31, 2025, the Company entered into a Consulting Services Agreement and Promissory Note with Pinnacle. Effective February 15, 2025, Pinnacle provides advisory and consulting services to the Company. The agreement may be terminated by either party with 30 days' written notice. The promissory note totaling $369,195 represents outstanding consulting fees related to a consulting services agreement from the effective date of the consulting services agreement to March 31, 2026. Compensation expense totaling $26,818 has been recorded in selling, general and administrative expenses for the nine months ended September 30, 2026. The note bears interest at a rate of ten percent (10%) and has an original stated maturity date of December 31, 2025. If the Company does not pay the note in full on or before December 31, 2025, an event of default is deemed to have occurred, and all principal and unpaid accrued interest will continue to accrue at ten percent (10%). In August 2026, the maturity date was extended to April 1, 2027 and the event of default was waived. Interest expense totaled $9,302 and $21,545 for the three and nine months ended September 30, 2026, respectively. See Note 10.

During the year ended December 31, 2025, the Company entered into a Consulting Services Agreement and Promissory Note with CMB Communications ("CMB"), an entity owned by the Company's CEO, Richard Hawkins. Effective February 15, 2025, CMB provides advisory and consulting services to the Company. The agreement may be terminated by either party with 30 days' written notice. The promissory note totaling $245,721 represents outstanding consulting fees related to the consulting services agreement from the effective date of the consulting services agreement to March 31, 2026. Compensation expense totaling $17,849 has been recorded in selling, general and administrative expenses for the nine months ended September 30, 2026. The note bears interest at a rate of ten percent (10%) and has an original stated maturity date of December 31, 2025. If the Company does not pay the note in full on or before December 31, 2025, an event of default is deemed to have occurred, and all principal and unpaid accrued interest will continue to accrue at ten percent (10%). In August 2026, the maturity date was extended to April 1, 2027 and the event of default was waived. Interest expense totaled $6,194 and $14,340 for the three and nine months ended September 30, 2026, respectively. See Note 10.

The notes payable – related party totaling $614,916 mature on April 1, 2027 and are classified as current liabilities at September 30, 2026.

NOTE 8 – DERIVATIVE LIABILITIES

The Company issued convertible promissory notes with variable conversion provisions, under which the number of shares issuable is based on factors such as the future price of the Company's common stock and is therefore indeterminate. Pursuant to ASC 815-15, Embedded Derivatives, the fair values of the variable conversion option and shares to be issued were recorded as derivative liabilities on the issuance date.

The fair value of applicable derivative liabilities on notes and the change in fair value of derivative liabilities are as follows for the nine months ended September 30, 2026:

Fair value - December 31, 2025	$	-
Acquired in reverse recapitalization		2,232,946
Issuance of convertible notes payable – related party		147,265
Change in fair value of derivative liabilities		2,937,417
Fair value - September 30, 2026	$	5,317,628

During the nine months ended September 30, 2026, derivative liabilities of $147,265 were recorded upon issuance of advances under the Master Funding and Drawdown Agreement. See Note 5.

The fair value of the derivative liabilities – convertible promissory notes at September 30, 2026 is estimated using a Monte Carlo pricing model with the following assumptions:

Market value of common stock	$	0.0013
Expected volatility		62.36% - 63.09%
Expected term (in years)		0.19 - 0.50
Risk-free interest rate		4.17% - 4.33%
Discount rate		21.01% - 28.42%

NOTE 9 – STOCKHOLDERS' EQUITY

The total number of shares of all classes of stock that the Company has authority to issue is 12,500,000,000, consisting of (a) 12,000,000,000 shares of Common Stock, $0.0001 par value per share, and (b) 500,000,000 shares of Preferred Stock, $0.0001 par value per share, of which 69,000,000 shares have been designated as Series A Preferred Stock, 240,000,000 shares have been designated as Series B Preferred Stock and 1,000,000 shares have been designated as Series C Preferred Stock.

Authorized preferred was increased from 50,000,000 to 70,000,000 by the amendment to the articles of incorporation filed with the Nevada Secretary of State on November 17, 2025. Of that 70,000,000, the amended and restated certificate of designation filed February 3, 2026 designates 69,000,000 as Series A, and 1,000,000 is designated Series C. Authorized preferred was further increased from 70,000,000 to 500,000,000 by the certificate of amendment filed on August 22, 2026. See Series B Preferred Stock, Issuable below.

Common Stock

The Company has authorized 12,000,000,000 shares of common stock, par value $0.0001 per share. As of September 30, 2026 and December 31, 2025, 9,075,744,139 and 8,231,124,405 shares of common stock were issued and outstanding, respectively. Shares outstanding at December 31, 2025 have been retroactively restated to reflect the reverse recapitalization. See Note 3.

The holders of common stock are entitled to one vote per share held. Voting, dividend and liquidation rights are also subject to and qualified by the rights, powers and privileges of the holders of the Preferred Stock.

Prior to the reverse recapitalization, in January 2026, the Company issued 75,000,000 shares of common stock to a third-party service provider for services rendered at a per share price of $0.0003, with such shares being fully earned by March 31, 2026 (see Note 13), and in February 2026, the Company issued 730,000,000 shares of common stock pursuant to conversion notices totaling $60,000 received from Mr. Hymers of outstanding convertible notes payable – related party at a price of $0.000082 per share (see Note 5). These shares are included in the shares outstanding at December 31, 2025, as retroactively restated.

In April 2026, the Company issued 164,622,488 shares of common stock to a third-party professional as full consideration for services rendered at a grant date value of $0.0016 per share, or $263,396, and with such shares being fully earned upon execution of the agreement. Compensation expense totaling $263,396 has been recorded as selling, general and administrative expenses in the Company's statement of operations for the nine months ended September 30, 2026.

In April 2026, the Company issued 679,997,246 shares of common stock upon conversion of Series C Preferred Stock. See Series C Preferred Stock below.

No shares of common or preferred stock were issued during the three months ended September 30, 2026.

Series A Preferred Stock

On November 14, 2025, the Board approved the issuance of forty million (40,000,000) additional shares of Series A Preferred Stock to Mr. Hawkins in consideration of unpaid officer and director compensation, such issuance to be in addition to the previously issued thirty million (30,000,000) shares of Series A Preferred Stock held by Mr. Hawkins. The Company issued 39,000,000 shares to Mr. Hawkins in February 2026. On March 27, 2026, Mr. Hawkins sold all 69,000,000 shares of Series A Preferred Stock to Quantum Investment Fund I, LLC. As of September 30, 2026 and December 31, 2025, 69,000,000 shares of Series A Preferred Stock were issued and outstanding. See Notes 3 and 10.

Holders of Series A Preferred Stock hold rights to vote on all matters requiring a shareholder vote at 100 common share vote equivalent for each share of Series A Preferred held. Holders of the Series A Preferred Stock are not entitled to receive dividends paid on the Company's Common Stock. Series A Preferred Stock will, with respect to rights upon liquidation, winding-up or dissolution, rank: (a) junior with respect to Company's common stock, par value $0.0001 per share and (b) senior with respect to existing and outstanding Series C Preferred Stock.

Series B Preferred Stock, Issuable

By written consent effective April 21, 2026, the Board approved a Certificate of Designation establishing 240,000,000 shares of Series B Preferred Stock as the consideration for the acquisition of Kepler GTL Technologies Inc., and approved an increase in the authorized Preferred Stock from 70,000,000 shares to 500,000,000 shares, with the authorized Common Stock unchanged at 12,000,000,000 shares. The Certificate of Designation was filed with the Secretary of State of the State of Nevada on April 21, 2026. The certificate of amendment increasing the authorized Preferred Stock was filed on August 22, 2026. The same consent directed that the 240,000,000 shares be issued following the effectiveness of the increase. As of the date of these financial statements no shares of Series B Preferred Stock have been issued and all 240,000,000 shares remain authorized and unissued.

The Series B Preferred Stock is not convertible into common stock unless and until specified restructuring or uplisting events occur, as set forth in the governing Certificate of Designation, upon which each share of Series B Preferred Stock is convertible into one share of common stock. See Notes 3 and 14.

Series C Preferred Stock

With respect to dividends and rights upon liquidation, winding-up or dissolution, the Series C Preferred Stock ranks senior to the Company's common stock and junior to all existing and future indebtedness of the Company and to the Company's other outstanding preferred stock. The Series C Preferred Stock has no voting rights, except that the approval of the holders of a majority of the outstanding Series C Preferred Stock is required for certain actions, including adverse changes to the rights of the Series C Preferred Stock, the creation of a class of stock ranking senior to the Series C Preferred Stock, an increase in the authorized shares of Series C Preferred Stock, and a liquidation, dissolution or deemed liquidation event.

Each share of Series C Preferred Stock carries a cumulative annual dividend of ten percent (10%) of the stated value, payable solely upon redemption, liquidation or conversion, which increases to twenty-two percent (22%) upon an event of default. The Company may redeem the Series C Preferred Stock at increasing prices through the six-month anniversary of issuance, and must redeem all outstanding shares on the earlier of twelve (12) months following the issuance date or the occurrence of an event of default. Beginning one hundred eighty (180) days after the issuance date, the holder may convert all or any part of the Series C Preferred Stock into common stock at a conversion price equal to 63% of the average of the two (2) lowest trading prices of the common stock during the fifteen (15) trading days ending on the latest complete trading day prior to the conversion date.

Because the Series C Preferred Stock is mandatorily redeemable, it is accounted for as a liability under ASC 480. The Series C preferred stock liability totaled $16,613 and $0 at September 30, 2026 and December 31, 2025, respectively, and includes accrued dividends of $11,340 at September 30, 2026. Dividends of $916 were recorded as interest expense for the nine months ended September 30, 2026.

In April 2026, 15,415 shares of Series C Preferred Stock with a stated value of $2.7791 were converted by Pinnacle into 679,997,246 shares of common stock at a conversion price of $0.000063. At September 30, 2026, 5,770 shares of Series C Preferred Stock remained outstanding. See Notes 10 and 15.

Stock Compensation Agreements

During the nine months ended September 30, 2026, the Company entered into eleven contingent consulting services and advisory contracts as full and complete consideration for the consulting and advisory services to be rendered, and the Company shall issue shares of the Company's common stock having a fair market value of $240,000 each for an aggregate of $2,640,000. The number of shares to be issued shall be determined by dividing $2,640,000 by the closing price of the Company's common stock (the "Initial Valuation Price") on the first trading day following the completion of any restructuring event (the "Initial Valuation Date") as defined in the agreements, or, if no restructuring event occurs, the closing price of the Company's common stock on the effective dates of the agreements. On the one-year anniversary of the date on which the Initial Valuation Price is determined (the "Valuation Date"), the Company shall determine the lowest closing price of the Company's common stock during the ten (10) trading days immediately preceding the Valuation Date (the "Anniversary Price"). Director advisory agreements provide for monthly payments of $2,000 to $3,000.

If the Anniversary Price is less than the Initial Valuation Price, the Company shall issue to the consultant or director, such additional number of shares as are necessary so that the aggregate fair market value of all shares issued calculated using the Anniversary Price, equals the contractual compensation amount. This adjustment shall operate as a hard minimum value backstop and shall apply automatically without the need for further action by the consultant or director.

Vesting on the contracts is contingent upon two vesting conditions as defined. The entirety of the stock-based rights shall vest when both a restructuring event has occurred and the consultant shall have remained continuously engaged under the applicable agreement through the date on which the restructuring event condition is satisfied. If either condition is not satisfied, then the stock-based rights shall be forfeited in their entirety without consideration, and the Company shall have no obligation to issue any shares. No compensation expense has been recorded as of September 30, 2026.

In the event the trading price of the Company's common stock increases following the effective date, no reduction, clawback, or forfeiture shall apply. All shares issued pursuant to the agreements shall include piggyback registration rights in the Company's next registration statement on Form S-1 or Form 1-A, subject to customary underwriter limitations, if any.

NOTE 10 – RELATED PARTY TRANSACTIONS

The Company has entered into various convertible notes payable with Robert L. Hymers III and a company wholly owned by Mr. Hymers, Pinnacle Consulting Services Inc. See Note 5. The Company has also entered into consulting services agreements and notes payable with Pinnacle and CMB for $369,195 and $245,721, respectively, which mature on April 1, 2027. See Note 7.

In conjunction with the terms of the Master Sales Agreement, the Company entered into a separate consulting agreement with RH2, an entity controlled by the Company's CEO and the principal of Pinnacle. The terms of the agreement provide (i) a one-time cash fee of ten thousand dollars ($10,000) upon execution, (ii) to allow CMB and Pinnacle to retain certain outstanding notes in the aggregate principal amount of approximately $500,000 subject to the Settlement and Exchange Agreements being executed contemporaneously with the Master Sales Agreement, and (iii) compensation for a 36-month extended advisory period. See Note 3.

On March 31, 2025, Julia A. Otey-Raudes, then the Company's Chief Executive Officer, sold her 30,000,000 shares of Series A Preferred Stock to Richard C. Hawkins under a securities purchase agreement of that date. Ms. Otey-Raudes resigned all offices the same day and Mr. Hawkins was appointed Chief Executive Officer, Chairman, Secretary, Treasurer and a director. The Series A Preferred Stock carries 100 votes per share, and the sale, together

with the resignation and the appointments, effected a change of control of the Company. The Company's transfer agent recorded the transfer on February 12, 2026.

In April 2026, 15,415 shares of Series C Preferred Stock with a stated value of $2.7791 were converted by Pinnacle into 679,997,246 shares of common stock at a conversion price of $0.000063.

On May 1, 2026, the Company entered into a 6-month Consulting Services Agreement with CMB for $10,000 per month.

During the nine months ended September 30, 2026, the Company entered into six contingent officer consulting and independent director advisory agreements, which are included in the eleven contingent consulting services and advisory contracts described in Note 9. As full and complete consideration for the advisory services to be rendered, the Company shall issue shares of the Company's common stock having a fair market value of $240,000 each following the completion of both a restructuring event and a service period.

NOTE 11 – WARRANT LIABILITY

On August 19, 2021, the Company issued a warrant to purchase shares of the Company's common stock in conjunction with a convertible promissory note. In conjunction with the issuance of the note, the Company issued a five-year warrant exercisable for 6,000,000 shares of common stock at an exercise price of $0.025 per share subject to anti-dilution and price protection adjustments. If held by the initial purchaser of the warrant or certain permitted transferees, the purchase can occur on a cashless basis. The warrant expired unexercised on August 19, 2026, and as a result a gain on expiration of warrant liability of $2,945,238 was recorded.

The warrant was classified as a liability and marked to fair value at each reporting period, with changes in fair value recognized as a non-operating gain or loss in the statements of operations, until it expired. A gain of $432,224 and a loss of $1,366,111 were recorded for the change in fair value of the warrant liability for the three and nine months ended September 30, 2026, respectively. In November 2025, the anti-dilution provision was triggered and the exercise price of the warrant was adjusted to $0.000063 per share. The change in the warrant liability for the nine months ended September 30, 2026 is as follows:

Fair value - December 31, 2025	$ -
Acquired in reverse recapitalization	1,579,127
Change in fair value	1,366,111
Expiration of warrant	(2,945,238)
Fair value - September 30, 2026	**$ -**

NOTE 12 – LIABILITIES OF DISCONTINUED OPERATIONS

Liabilities of discontinued operations of $948,955 at September 30, 2026 are included in the net liabilities of AEFI assumed at March 27, 2026. See Note 3. Liabilities of discontinued operations represent remaining accounts payable and accrued expenses, note payable and non-controlling interest of the Company's prior business, which ceased operations in 2023. A share payable liability was derecognized at December 31, 2023 upon obtaining legal release from the creditor. There was no activity in these liabilities during the nine months ended September 30, 2026, and no income or loss from discontinued operations was recognized. Management will continue to evaluate whether the remaining liabilities have been legally extinguished, including under applicable statutes of limitations. The liabilities will remain on the balance sheet until extinguished in accordance with ASC 405-20, Extinguishments of Liabilities.

NOTE 13 – COMMITMENTS AND CONTINGENCIES

Commitments

In January 2026, the Company issued 75,000,000 shares of Company common stock to a third-party service provider for services rendered. The agreement contains a provision to ensure that the service provider will remain the owner of at least 1% of the Company's outstanding shares for a one-year period. On March 31, 2027, the Company shall issue the service provider additional shares as necessary to bring the total number of shares equal to 1% of the outstanding shares of common stock as of March 31, 2027. In the event the Company does not issue the shares as required under this provision, the Company will be subject to a $5,000 per month penalty until such time as the shares are issued.

In April 2026, the Company issued to a third-party professional 164,622,488 shares of common stock of the Company as full consideration for services rendered. See Note 9. The shares represented 2% of the Company's outstanding common stock and are fully earned and non-forfeitable. Based on a deemed issuance price of $0.001 per share, the shares carry perpetual anti-dilution protection: (i) full-ratchet protection requiring the Company to issue additional shares if it issues common stock or equivalents at an effective price below $0.001 per share, and (ii) broad-based weighted average protection to maintain the holder's percentage ownership on a fully diluted basis for other issuances, excluding proportional stock splits, stock dividends and recapitalizations and the conversion or exercise of securities outstanding at the agreement date. The shares also carry piggyback registration rights.

Contingencies

The Company is subject to various loss contingencies and assessments arising in the normal course of the business, some of which relate to litigation, claims, property taxes and sales and use tax or goods and services tax assessments. The Company considers the likelihood of the loss or the incurrence of a liability, as well as its ability to reasonably estimate the amount of loss in determining loss contingencies and assessments. An estimated loss contingency or assessment is accrued when it is probable that a liability has been incurred and the amount of loss can be reasonably estimated. Management regularly evaluates current information available to them to determine whether such accruals should be adjusted. Based on the information presently available, including discussion with counsel and other consultants, management believes that resolution of these matters will not have a material adverse effect on its business, results of operations, financial condition or cash flows.

NOTE 14 – EARNINGS (LOSS) PER SHARE

Diluted earnings (loss) per share for the three and nine months ended September 30, 2026 reflects the dilutive effect of the Company's warrant, computed using the treasury stock method for the period the warrant was outstanding prior to its expiration on August 19, 2026. Because the warrant was classified as a liability, the related change in fair value and gain on expiration of the warrant liability are reversed from the numerator. Potentially dilutive securities were considered in sequence from the most dilutive to the least dilutive; once the warrant was included, the Series C Preferred Stock, Series B Preferred Stock issuable and convertible notes payable were each anti-dilutive and were excluded. The Series C Preferred Stock is classified as a liability and its accrued dividends are recorded as interest expense; accordingly, there are no preferred stock dividends to deduct in computing basic earnings (loss) per share.

The following table reconciles the numerators and denominators used in computing basic and diluted earnings (loss) per share:

	Three Months Ended September 30, 2026	Nine Months Ended September 30, 2026
Numerator		
Net income (loss) – basic	$ 2,851,975	$ (2,304,703)
Reversal of change in fair value of warrant liability	(432,224)	1,366,111
Reversal of gain on expiration of warrant liability	(2,945,238)	(2,945,238)
Net loss – diluted	**$ (525,487)**	**$ (3,883,830)**
Denominator		
Weighted-average common shares – basic	9,075,744,139	8,744,702,705
Incremental shares – warrant	1,212,474,120	1,887,728,938
Weighted-average common shares – diluted	**10,288,218,259**	**10,632,431,643**
Net income (loss) per common share – basic	$ 0.00	$ (0.00)
Net loss per common share – diluted	$ (0.00)	$ (0.00)

The following potentially dilutive securities were excluded from the computation of diluted earnings (loss) per share because their effect was anti-dilutive or, for shares issuable only upon an event of default, because the contingency was not met:

	September 30, 2026
Convertible notes payable	4,274,560,456
Convertible notes payable, related party, issuable upon default	835,503,630
Series C Preferred Stock	263,696,151
Series B Preferred Stock, issuable	240,000,000
Note payable, issuable upon default	83,333,334
Total	**5,697,093,571**

The Series B Preferred Stock issuable is convertible into common stock on a one-for-one basis only upon the occurrence of specified restructuring or uplisting events, which had not occurred as of September 30, 2026. The number of shares underlying the convertible notes payable may vary based on the conversion price on the actual date of conversion. The warrant expired on August 19, 2026 and was not outstanding at September 30, 2026. On October 1, 2026, the Company issued 263,753,174 shares of common stock upon conversion of the remaining Series C Preferred Stock; these shares are not included in the weighted-average shares above. See Note 15.

NOTE 15 – SUBSEQUENT EVENTS

The Company has evaluated subsequent events through the date these financial statements were issued.

In October 2026, the remaining 5,770 shares of Series C Preferred Stock with a stated value of $2.8798 were converted by Pinnacle into 263,753,174 shares of common stock at a conversion price of $0.000063. Following the conversion, no shares of Series C Preferred Stock remain outstanding. See Note 9.

As of the date of these financial statements, Pinnacle funded an additional $50,000, net of original issue discount of $2,500, for net proceeds of $47,500 and a total outstanding of $687,819 under the Master Funding and Drawdown Agreement.