BLUE EARTH
RESOURCES INC.

Interim Financial Statements

For the Period Ended November 30, 2021

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BLUE EARTH RESOURCES, INC.
INTERIM BALANCE SHEETS
(Unaudited)

	November 30, 2021	February 28, 2021
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	$ 655,410	$ 40,779
Accounts receivable, net	936,063	227,302
Prepaid expenses and other current assets	70,631	33,136
Total current assets	1,662,104	301,217
OTHER ASSETS		
Intangibles, net	78,000	72,708
Total assets	$ 1,740,104	$ 373,925
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
CURRENT LIABILITIES		
Accounts payable	$ 1,142,373	$ 287,287
Payroll related liabilities	60,741	53,910
Accrued expenses, related party	89,812	272,912
Total current and total liabilities	1,292,926	614,109
STOCKHOLDERS' EQUITY (DEFICIT)		
Series B Convertible Preferred Stock, 10,000,000 shares authorized, 1,000 and 1,000 shares outstanding as of November 30, 2021 and February 28, 2021, respectively	4	4
Series C Convertible Preferred stock, 17,000,000 shares authorized, 9,364,150 shares outstanding as of November 30, 2021 and February 28, 2021, respectively	37,457	37,457
Series D Convertible Preferred Stock, 17,000,000 shares authorized, 9,614,150 shares outstanding as of November 30, 2021 and February 28, 2021, respectively	38,456	38,456
Common stock, $0.004 par, 200,000,000 shares authorized, 69,479,252 and 47,189,252 shares outstanding as of November 30, 2021 and February 28, 2021, respectively	277,916	188,756
Additional paid-in capital	11,485,605	10,143,606
Accumulated deficit	(11,392,260)	(10,648,463)
Total stockholders' equity (deficit)	447,178	(240,184)
Total liabilities and stockholders' equity (deficit)	$ 1,740,104	$ 373,925

See accompanying notes to the unaudited interim financial statements.

BLUE EARTH RESOURCES, INC.
INTERIM STATEMENTS OF OPERATIONS
(Unaudited)

	For the Three Months Ended November 30, 2021	For the Three Months Ended November 30, 2020	For the Nine Months Ended November 30, 2021	For the Nine Months Ended November 30, 2020
REVENUE				
Sales, net	$ 8,766,954	$ 725,320	$ 17,966,124	$ 725,320
Direct cost of sales	8,709,961	723,847	17,764,696	723,847
Gross margin	56,993	1,473	201,428	1,473
OPERATING EXPENSES				
Officers' compensation	195,638	157,527	574,921	308,081
Administrative salaries and wages	51,375	10,047	125,364	10,047
Employee benefits	22,921	17,363	57,648	17,363
Professional fees	12,868	10,651	57,702	29,165
Board of director fees	-	30,000	-	30,000
Software and IT support services	12,065	10,763	43,028	10,789
Travel	4,635	819	14,383	942
Credit risk insurance	2,952	1,476	11,811	1,476
Office expenses	4,663	10,793	16,250	14,253
State licensing and compliance	1,100	22,511	2,730	22,511
Other expense	2,944	2,275	14,194	2,305
Amortization	9,417	4,799	23,458	4,799
Total operating expense	320,578	279,024	941,489	451,731
OPERATING LOSS	(263,585)	(277,551)	(740,061)	(450,258)
OTHER EXPENSES:				
Interest expense	-	-	(3,736)	-
Total other expenses	-	-	(3,736)	-
NET LOSS	$ (263,585)	$ (277,551)	$ (743,797)	$ (450,258)
NET LOSS PER COMMON SHARE				
Basic and diluted	$ (0.00)	$ (0.01)	$ (0.01)	$ (0.01)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING				
Basic and diluted	64,069,904	39,367,656	52,655,524	31,799,500

See accompanying notes to the unaudited interim financial statements.

BLUE EARTH RESOURCES, INC.

INTERIM STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (DEFICIT)

(Unaudited)

Nine Months Ended November 30, 2021

	Series B Convertible Preferred Stock		Series C Convertible Preferred Stock		Series D Convertible Preferred Stock		Common Stock		Additional Paid-In Capital	Common Stock Subscribed	Accumulated Deficit	Total Stockholders' Equity
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount				
Balances at February 28, 2021	1,000	$ 4	9,364,150	$ 37,457	9,614,150	$ 38,456	47,189,252	$ 188,756	$ 10,143,606	$ -	$ (10,648,463)	$ (240,184)
Net loss											(480,212)	(480,212)
Issuance of shares for cash							15,900,000	63,600	671,400	(50,000)		685,000
Issuance of shares for services							550,000	2,200	55,300			57,500
Common stock subscriptions, net of receivable										50,000		50,000
Share-based compensation							50,000	200	54,388			54,588
Activity for the six months ended August 31, 2021	-	-	-	-	-	-	16,500,000	66,000	781,088	-	(480,212)	366,876
Net loss											(263,585)	(263,585)
Issuance of shares for cash							5,590,000	22,360	536,640			559,000
Share-based compensation							200,000	800	24,271			25,071
Activity for the three months ended November 30, 2021	-	-	-	-	-	-	5,790,000	23,160	560,911	-	(263,585)	320,486
Balances at November 30, 2021	1,000	$ 4	9,364,150	$ 37,457	9,614,150	$ 38,456	69,479,252	$ 277,916	$ 11,485,605	$ -	$ (11,392,260)	$ 447,178

Nine Months Ended November 30, 2020

	Series B Convertible Preferred Stock		Series C Convertible Preferred Stock		Series D Convertible Preferred Stock		Common Stock		Additional Paid-In Capital	Subscribed Stock	Accumulated Deficit	Total Stockholders' Deficit
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount				
Balances at February 29, 2020	-	$ -	9,364,150	$ 37,457	9,614,150	$ 38,456	25,789,252	$ 103,156	$ 9,509,748	$ 2,000	$ (9,944,456)	$ (253,639)
Net loss											(172,707)	(172,707)
Issuance of shares for cash							12,000,000	48,000	352,000			400,000
Share-based compensation									8,813			8,813
Activity for the six months ended August 31, 2020	-	-	-	-	-	-	12,000,000	48,000	360,813	-	(172,707)	236,106
Net loss											(277,551)	(277,551)
Issuance of subscribed shares	1,000	4							1,996	(2,000)		
Issuance of shares for services							1,500,000	6,000	24,000			30,000
Issuance of shares for payment of liabilities							5,000,000	20,000	130,000			150,000
Share-based compensation							200,000	800	16,533			17,333
Activity for the three months ended November 30, 2020	1,000	4	-	-	-	-	6,700,000	26,800	172,529	(2,000)	(277,551)	(80,218)
Balances at November 30, 2020	1,000	$ 4	9,364,150	$ 37,457	9,614,150	$ 38,456	44,489,252	$ 177,956	$ 10,043,090	$ -	$ (10,394,714)	$ (97,751)

See accompanying notes to the unaudited interim financial statements.

BLUE EARTH RESOURCES, INC.
INTERIM STATEMENTS OF CASH FLOWS
(Unaudited)

	For the Nine Months Ended November 30, 2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	$ (743,797)	$ (450,258)
Adjustments to reconcile loss to net cash used by operating activities:		
Amortization	23,458	4,799
Share-based compensation	79,659	56,147
Changes in operating assets and liabilities:		
Accounts receivable, net	(708,761)	(213,546)
Prepaid expenses and other current assets	12,505	(42,365)
Accounts payable	862,586	377,215
Payroll related liabilities	6,831	30,585
Accrued expenses, related party	(183,100)	172,608
NET CASH USED BY OPERATING ACTIVITIES	(650,619)	(64,815)
CASH FLOWS FROM INVESTING ACTIVITIES		
Cash paid for intangible assets	(28,750)	(74,250)
NET CASH USED BY INVESTING ACTIVITIES	(28,750)	(74,250)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from sale of common stock	1,294,000	400,000
Proceeds from related party loans	100,000	204
Payments of amounts owed to related parties	(100,000)	(4,300)
NET CASH PROVIDED BY FINANCING ACTIVITIES	1,294,000	395,904
Net change in cash and cash equivalents	614,631	256,839
Cash and cash equivalents, beginning of period	40,779	1,067
Cash and cash equivalents, end of period	$ 655,410	$ 257,906
SUPPLEMENTAL CASH FLOW INFORMATION		
Cash paid for interest	$ -	$ -
SIGNIFICANT NON-CASH FINANCING ACTIVITIES		
Issuance of common stock for payment of prepaid legal services	$ 50,000	$ -
Issuance of common stock for payment of amounts included in accounts payable	$ 7,500	$ -
Issuance of common stock for payment of amounts included in accued expenses, related party	$ -	$ 150,000

See accompanying notes to the unaudited interim financial statements.

BLUE EARTH RESOURCES, INC.
NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS
November 30, 2021

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Blue Earth Resources, Inc. (the “Company,” “we,” “our” or “us”) was established under the laws of the State of Utah in 1984. In August 2020, we began a new fuel wholesale supply business currently operating in the southeastern United States along the Colonial and Plantation pipeline systems.

The Company provides customer designed solutions to refined fuel procurement (branded and private label), supply issues, and logistics challenges. We also provide a customized composite of risk management services, specializing in the computation of industry, financial and geo-political information to assist each customer in making real time market decisions. Our risk management reporting solution is focused on the risk tolerance of each customer and typically includes both purchase and sales contract review, bulk inventory management (shipping, terminaling and hedging), retail margin protection and any other customer requested reporting.

Basis of Presentation

We have prepared the accompanying unaudited interim financial statements in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”). Accordingly, they do not contain all information and footnotes required by accounting principles generally accepted in the United States of America for annual financial statements. In the opinion of the Company’s management, the accompanying unaudited interim financial statements contain all of the adjustments necessary (consisting only of normal recurring accruals) to present the financial position of the Company as of November 30, 2021 and the results of operations and cash flows for the periods presented. The results of operations for the three and nine months ended November 30, 2021 are not necessarily indicative of the operating results for the full fiscal year or any future period. These unaudited interim financial statements should be read in conjunction with the unaudited financial statements and related notes thereto and the Company’s Annual Report for the year ended February 28, 2021 filed with the OTC Markets on April 23, 2021.

Reclassifications

Certain prior period amounts have been reclassified to conform to the current period presentation.

Risk and Uncertainties

Factors that could affect our future operating results and cause actual results to vary materially from management’s expectation include, but are not limited to: our ability to maintain and secure adequate capital and credit facilities to access a broad base of suppliers of our product(s) and provide interim cash for our operations; our ability to source strong opportunities with sufficient risk adjusted returns; the nature and extent of competition from other companies that may reduce market share and create pressure on pricing and investment return expectations; changes in the projects in which we plan to invest which result from factors beyond our control, including, but not limited to, a change in circumstances, capacity and economic impacts; changes in laws, regulations, accounting, taxation, and other requirements affecting our operations and business. Negative developments in these or other risk factors could have a significant adverse effect on our financial position, results of operations and cash flows.

On January 30, 2020, the World Health Organization (“WHO”) announced a global health emergency because of a new strain of coronavirus originating in Wuhan, China (the “COVID-19 outbreak”) and the risks to the international community as the virus spreads globally beyond its point of origin. In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in exposure globally. The full impact of the COVID-19 outbreak continues to evolve as of the date of this report. As such, it is uncertain as to the full magnitude that the pandemic will have on the Company's future financial condition, liquidity, and results of operations. Management is actively monitoring the impact of the global situation on its financial condition, liquidity, operations, suppliers, industry, and workforce. Given the daily evolution of the COVID-19 outbreak and the global responses to curb its spread, the Company is not able to estimate the effects of the COVID-19 outbreak on its results of operations, financial condition, or liquidity for fiscal year 2022.

Use of Estimates

The preparation of the unaudited interim financial statements 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 unaudited interim financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. We base our estimates on experience and various other assumptions that are believed to be reasonable under the circumstances. We evaluate our estimates and assumptions on a regular basis and actual results may differ from those estimates.

Concentration of Credit Risk

Financial instruments that potentially expose the Company to credit risk consist of demand deposits with a financial institution. The Company is exposed to credit risk on its cash and cash equivalents in the event of default by the financial institution to the extent account balances exceed the amount insured by the FDIC, which is $250,000.

Cash and Cash Equivalents

We consider all highly liquid short-term investments with a maturity of six months or less at the time of purchase to be cash equivalents. Cash and cash equivalents are stated at fair value. The Company minimizes its credit risk associated with cash by periodically evaluating the credit quality of its primary financial institution. The balance at times may exceed federally insured limits. No loss has been experienced and management does not believe we are exposed to any significant credit risk.

Accounts Receivable

Accounts receivable are stated at their historical carrying amount net of write-offs and an allowance for uncollectible accounts. We routinely assess the recoverability of all customer and other receivables to determine their collectability and record a reserve when, based on the judgement of management, it is probable that a receivable will not be collected, and the amount of the reserve may be reasonably estimated. When collection is no longer pursued, we charge uncollectable accounts receivable against the reserve.

In October 2021, we purchased a trade credit insurance policy from Euler Hermes North America ("Euler Hermes"), an affiliate of Allianz SE. Euler Hermes is rated A+ (Superior) by A.M. Best and AA by Standard & Poor's. We utilize Euler Hermes to underwrite and provide credit limits for each of our customers. In the event of a customer default, the Euler Hermes policy will reimburse us for the lesser of the accounts receivable balance or ninety percent (90%) of the Euler Hermes underwritten maximum credit for the customer. Our relationship with Euler Hermes enhances balance sheet strength allowing us to seek and improve financing relationships, enables us to expand sales to new and existing customers with less risk, reduces bad debt reserves, helps us to avoid catastrophic bad debt losses and improves credit department efficiencies.

Intangible Assets

Intangible assets consist of perpetual software licenses and the cost of services to install and implement software systems. Intangible assets are amortized over their expected useful life on a straight-line basis. We evaluate the useful lives of these assets on an annual basis and test for impairment whenever events or changes in circumstances occur that could impact the recoverability of these assets. If the estimate of an intangible asset's remaining life is changed, the remaining carrying value of the intangible asset is amortized prospectively over the revised remaining useful life. We did not recognize any impairment losses during any of the periods presented.

Fair Value of Financial Instruments

Fair value is defined as the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants. A fair value hierarchy has been established for valuation inputs that gives the highest priority to quoted prices in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The fair value hierarchy is as follows:

Level 1 Inputs - Unadjusted quoted prices in active markets for identical assets or liabilities that the reporting entity can access at the measurement date.

Level 2 Inputs - Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These might include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the asset or liability (such as interest rates, volatilities, prepayment speeds, credit risks, etc.) or inputs that are derived principally from or corroborated by market data by correlation or other means.

Level 3 Inputs - Unobservable inputs for determining the fair values of assets or liabilities that reflect an entity's own assumptions about the assumptions that market participants would use in pricing the assets or liabilities.

Financial instruments consist of cash and cash equivalents, accounts receivable, accounts payable and borrowings. The fair value of current financial assets and current financial liabilities approximates their carrying value because of the short-term maturity of these financial instruments.

Federal and State Excise Taxes on Fuel

Federal and state excise taxes on fuel ("fuel taxes") are collected by us on sales to our customers and subsequently remitted to the appropriate government authority. Such fuel taxes are recorded as current liabilities on our unaudited interim balance sheets and are excluded from revenues in our unaudited interim statements of operations.

In certain circumstances, we pay all applicable fuel taxes related to a particular transaction directly to a supplier, who collects the fuel taxes from us and is responsible for remitting the fuel taxes directly to the appropriate government authority. We record the cost of fuel taxes included on purchases and paid to our supplier as a component of direct cost of sales, and the cost of these fuel taxes is passed through to our customers and is included as a component of revenue in our unaudited interim statements of operations. Fuel taxes of $2,815,706 and $192,434 for the nine months ended November 30, 2021 and 2020, respectively, are included in Sales, net and Direct cost of sales in our unaudited interim statements of operations.

Revenue Recognition

Revenue is recognized under Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 606, "*Revenue from Contracts with Customers*" using the modified retrospective method. Under this method, the Company follows the five-step model provided by ASC Topic 606 to recognize revenue in the following manner: 1) Identify the contract; 2) Identify the performance obligations of the contract; 3) Determine the transaction price of the contract; 4) Allocate the transaction price to the performance obligations; and 5) Recognize revenue. An entity recognizes revenue for the transfer of promised goods or services to customers in an amount that reflects the consideration for which the entity expects to be entitled in exchange for those goods or services. Revenue for fuel sales is generally recognized upon delivery of the product, which is when title and control of the product is transferred. Transaction prices for these products are typically at market rates for the product at the time of delivery.

Disaggregation of Revenue

The following table presents the Company's revenue by major category for the periods presented.

	November 30, 2021	November 30, 2020
Fuel sales	$ 17,770,872	$ 723,195
Transportation charges	199,247	2,219
Sales allowances	(3,995)	(94)
Total revenues	$ 17,966,124	$ 725,320

Fuel sales for the nine months ended November 30, 2021 and 2020 include $2,815,706 and $192,434, respectively, in fuel taxes paid to our suppliers at purchase and passed through to our customers. See *Federal and State Excise Taxes on Fuel* above. As of November 30, 2021 and 2020, the Company had no contract assets or liabilities.

Advertising

Advertising costs are expensed as incurred in accordance with ASC 720-35, "*Advertising Costs*." Advertising costs for the nine months ended November 30, 2021 and 2020 were $-0- and $200, respectively.

Net Loss Per Common Share

We determine basic income (loss) per share and diluted income (loss) per share in accordance with the provisions of ASC 260, "*Earnings Per Share*." Basic loss per share excludes dilution and is computed by dividing earnings available to common stockholders by the weighted-average number of common shares outstanding for the period. The calculation of diluted income (loss) per share is similar to that of basic earnings per share, except the denominator is increased, if the earnings are positive, to include the number of additional common shares that would have been outstanding if all potentially dilutive common shares had been exercised.

Stock-Based Compensation

The Company accounts for stock-based compensation in accordance with ASC Topic 718, "*Compensation – Stock Compensation*" ("ASC 718"), which establishes financial accounting and reporting standards for stock-based employee compensation. It defines a fair value-based method of accounting for an employee stock option or similar equity instrument. The Company accounts for compensation cost for stock option plans, if any, in accordance with ASC 718.

Share-based payments, excluding restricted stock, are valued using a Black-Scholes option pricing model. Grants of share-based payment awards issued to non-employees for services rendered are recorded at the fair value of the share-based payment, which is the more readily determinable value. The grants are amortized on a straight-line basis over the requisite service periods, which is generally the vesting period. If an award is granted, but vesting does not occur, any previously recognized compensation cost is reversed in the period related to the termination of service. Stock-based compensation expenses are included in direct cost of sales or operating expenses, depending on the nature of the services provided, in the statements of operations. Share-based payments issued to placement agents are classified as a direct cost of a stock offering and are recorded as a reduction in additional paid in capital.

The Company recognizes all forms of share-based payments, including stock option grants, warrants and restricted stock grants, at their fair value on the grant date, which are based on the estimated number of awards that are ultimately expected to vest.

Business Combinations

We account for business combinations under the acquisition method of accounting provided by FASB Topic 805, "*Business Combinations*." The acquisition method requires that the acquired assets and liabilities, including contingencies, be recorded at fair value determined on the acquisition date and that changes thereafter be reflected in income (loss). The estimation of fair values of the assets acquired and liabilities assumed involves several estimates and assumptions that could differ materially from the actual amounts recorded. The results of the acquired businesses, if any, are included in our results from operations beginning from the day of acquisition.

Income Taxes

We use the asset and liability method of accounting for income taxes in accordance with Topic 740, *"Income Taxes."* Under this method, income tax expense is recognized for the amount of: (1) taxes payable or refundable for the current year and (2) deferred tax consequences of temporary differences resulting from matters that have been recognized in an entity's financial statements or tax returns. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the results of operations in the period that includes the enactment date. A valuation allowance is provided to reduce the deferred tax assets reported, if based on the weight of the available positive and negative evidence, it is more likely than not some portion or all the deferred tax assets will not be realized.

ASC Topic 740-10-30 clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements and prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. ASC Topic 740-10-40 provides guidance on de-recognition, classification, interest and penalties, accounting in periods, disclosure, and transition. We have no material uncertain tax positions for any of the reporting periods presented.

In response to the COVID-19 pandemic, the Coronavirus Aid, Relief and Economic Security Act ("CARES Act") was signed into law in March 2020. The CARES Act lifts certain deduction limitations originally imposed by the Tax Cuts and Jobs Act of 2017 ("2017 Tax Act"). Corporate taxpayers may carryback net operating losses (NOLs) originating between 2018 and 2020 for up to five years, which was not previously allowed under the 2017 Tax Act. The CARES Act also eliminates the 80% of taxable income limitations by allowing corporate entities to fully utilize NOL carryforwards to offset taxable income in 2018, 2019 or 2020. Taxpayers may generally deduct interest up to the sum of 50% of adjusted taxable income plus business interest income (30% limit under the 2017 Tax Act) for 2019 and 2020. The CARES Act allows taxpayers with alternative minimum tax credits to claim a refund in 2020 for the entire amount of the credits instead of recovering the credits through refunds over a period of years, as originally enacted by the 2017 Tax Act.

In addition, the CARES Act raises the corporate charitable deduction limit to 25% of taxable income and makes qualified improvement property generally eligible for 15-year cost-recovery and 100% bonus depreciation. The enactment of the CARES Act did not result in any material adjustments to our income tax provision for the reporting periods presented.

Related Parties

The Company follows subtopic ASC 850-10 for the identification of related parties and disclosure of related party transactions.

Pursuant to Section 850-10-20, the related parties include: (a) affiliates of the Company ("*Affiliate*" means, with respect to any specified person, any other person that, directly or indirectly through one or more intermediaries, controls, is controlled by or is under common control with such person, as such terms are used in and construed under Rule 405 under the Securities Act); (b) entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825-10-15, to be accounted for by the equity method by the investing entity; (c) trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; (d) principal owners of the Company; (e) management of the Company; (f) other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests; and (g) other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

Recently Adopted Accounting Pronouncements

In December 2019, the FASB issued ASU 2019-12, "*Simplifying the Accounting for Income Taxes*." This guidance is intended to simplify various aspects related to accounting for income taxes, eliminate certain exceptions within ASC 740 and clarify certain aspects of the current guidance to promote consistency among reporting entities. The pronouncement is effective for fiscal years, and for periods within those fiscal years, beginning after December 15, 2020. We adopted this guidance on March 1, 2021 and we do not expect the adoption to have a material impact on our business, financial condition or results of operations.

Recent Accounting Pronouncements

In June 2016, the FASB issued the ASU 2016-13 *Financial Instruments - Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*. Among other things, the amendments in this ASU require the measurement of all expected credit losses for financial instruments held at the reporting date based on historical experience, current conditions and reasonable and supportable forecasts. Financial institutions and other organizations will now use forward-looking information to better inform their credit loss estimates. Many of the loss estimation techniques applied today will still be permitted, although the inputs to those techniques will change to reflect the full amount of expected credit losses. The ASU also requires additional disclosures related to estimates and judgments used to measure all expected credit losses. The new guidance is effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2020. Recently, the FASB voted to delay the implementation date for this accounting standard, for smaller reporting companies, the new effective date is for fiscal years beginning after December 15, 2022, and early adoption is permitted. The Company is currently evaluating the impact of the adoption of this ASU on the consolidated financial statements and is collecting and analyzing data that will be needed to produce historical inputs into any models created as a result of adopting this ASU. At this time, the Company believes the adoption of this ASU is not expected to have a material effect on its overall allowance for credit losses.

In October 2021, the FASB issued ASU 2021-08 *Business Combinations: Accounting for Contract Asset and Contract Liabilities from Contracts with Customers*, to require that an acquirer recognize and measure contract assets and liabilities acquired in a business combination in accordance with ASC 606, *Revenue from Contracts with*

Customers. This ASU is effective for us in the first quarter of 2023 and, if adopted early, requires the retrospective method of transition applied to transactions occurring on or after the beginning of the fiscal year of adoption. We are evaluating the timing and effects of adoption of this ASU on our financial statements.

Management has evaluated all recent accounting pronouncements as issued by the FASB in the form of Accounting Standards Updates ("ASU") through the date these unaudited interim financial statements were available to be issued, and found no recent accounting pronouncements issued, but not yet effective, that will have a material impact on the financial statements of the Company when adopted.

Subsequent Events

The Company evaluates subsequent events and transactions that occur after the balance sheet date for potential recognition or disclosure. Any material events that occur between the balance sheet date and the date that the consolidated financial statements were issued are disclosed as subsequent events, while the consolidated financial statements are adjusted to reflect any conditions that existed at the balance sheet date.

NOTE 2 - GOING CONCERN

The accompanying unaudited interim financial statements have been prepared in conformity with U.S. GAAP, which contemplates continuation of the Company as a going concern. We had a net loss of $743,797 for the nine months ended November 30, 2021, and a net loss of $704,007 for our most recently completed fiscal year ended February 28, 2021. We have a history of losses, an accumulated deficit, and have not yet generated cash from our operations necessary to support the ongoing business. It is management's opinion that these conditions raise substantial doubt about the Company's ability to continue as a going concern.

In view of these matters, our ability to continue as a going concern is dependent upon our increasing our sales and gross margins through effective marketing, sales growth, and securing additional credit and improved financing terms to achieve better terms with our suppliers. We intend to finance our future sales growth and our working capital needs largely from the sale of private equity securities with additional funding from other traditional financing sources, including term notes, until such time that funds provided by operations are sufficient to fund working capital requirements. Although the Company believes in the viability of management's strategy to generate sufficient revenues and margins, control costs, and the ability to raise additional funds, there can be no assurances to that effect. Accordingly, the accompanying unaudited interim financial statements have been prepared assuming that the Company will continue as a going concern. The unaudited interim financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should we be unable to continue as a going concern.

NOTE 3 - INTANGIBLES, NET

Intangibles, net consisted of the following at November 30, 2021 and February 28, 2021:

	November 30, 2021	February 28, 2021
Software licenses	$ 68,750	$ 45,250
Software implementation services	44,250	39,000
Less: accumulated amortization	(35,000)	(11,542)
Total intangibles, net	$ 78,000	$ 72,708

Amortization expense for the nine months ended November 30, 2021 and 2020 was $23,458 and $4,799, respectively.

Intangibles are amortized over their estimated useful lives of 3 years. As of November 30, 2021, the weighted average remaining useful life of intangibles being amortized was approximately two (2) years. We expect the estimated aggregate amortization expense for the current and each of the three (3) succeeding fiscal year ends to be as follows:

2022	$	32,875
2023		37,667
2024		26,125
2025		4,791
Total expected amortization expense	$	101,458

NOTE 4 - ACCOUNTS PAYABLE

Accounts payable consisted of the following at November 30, 2021 and February 28, 2021:

	November 30, 2021		February 28, 2021	
Accounts payable - general	$	74,183	$	53,376
Accounts payable - fuel suppliers		933,592		215,767
Accounts payable - carriers		9,056		7,846
Supplier deferred fuel taxes on purchases		120,970		10,298
Other state taxes		4,572		-
Total accounts payable	$	1,142,373	$	287,287

NOTE 5 - PAYROLL RELATED LIABILITIES

Payroll related liabilities consisted of the following at November 30, 2021 and February 28, 2021:

	November 30, 2021		February 28, 2021	
Accrued compensation	$	55,632	$	47,174
Payroll taxes payable		5,109		6,736
Total payroll related liabilities	$	60,741	$	53,910

NOTE 6 - ACCRUED EXPENSES, RELATED PARTY

Accrued expenses, related party consisted of the following at November 30, 2021 and February 28, 2021:

	November 30, 2021		February 28, 2021	
Accrued contract CEO expense	$	20,847	$	203,947
Accrued consulting fees		68,965		68,965
Total accrued expenses, related party	$	89,812	$	272,912

NOTE 7 - INCOME TAXES

A reconciliation of the provision for income taxes as reported, and the amount computed by multiplying net loss by the federal statutory rate of 21% as of November 30, 2021 and February 28, 2021 are as follows:

	November 30, 2021	February 28, 2021
Federal income tax benefit computed at the statutory rate	$ (156,197)	$ (147,841)
Increase (decrease) resulting from:		
State income taxes, net of federal benefit	(36,483)	(33,843)
Stock-based compensation	20,636	9,152
Valuation allowance	170,671	172,218
Other	1,373	314
Income tax benefit, as reported	$ -	$ -

The components of the net deferred tax asset as of November 30, 2021 and February 28, 2021 are as follows:

	November 30, 2021	February 28, 2021
Deferred tax assets:		
Net operating loss carryovers	$ 1,086,543	$ 915,872
Valuation allowance	(1,086,543)	(915,872)
Net deferred tax asset, as reported	$ -	$ -

In assessing the realizable value of deferred tax assets, management considers whether it is more likely than not that some portion or all the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon generation of future taxable income during the periods in which these temporary differences become tax deductible. Based on management's assessment of objective and subjective evidence, we have concluded at this time it is more likely than not that all our deferred tax asset will not be realized, and we have provided a valuation allowance for the entire amount of the deferred tax asset. As of February 28, 2021, our most recent fiscal year end, we had approximately $4.08 million in federal and state net operating loss carryovers that begin expiring in fiscal 2031.

We conduct business solely in the United States and file income tax returns in the United States federal jurisdiction as well as in the states where we do business. The taxable years ended February 28, 2021, 2020, 2019, 2018, 2017 and 2016 remain open to examination by the taxing jurisdictions to which we are subject.

The Company evaluated the provisions of ASC 740 related to the accounting for uncertainty in income taxes recognized in an enterprise's financial statements. ASC 740 prescribes a comprehensive model for how a company should recognize, present, and disclose uncertain positions that the Company has taken or expects to take in its tax return. For those benefits to be recognized, a tax position must be more-likely-than-not to be sustained upon examination by taxing authorities. Differences between tax positions taken or expected to be taken in a tax return and the net benefit recognized and measured pursuant to the interpretation are referred to as "unrecognized benefits." A liability is recognized (or amount of net operating loss carry forward or amount of tax refundable is reduced) for unrecognized tax benefit because it represents an enterprise's potential future obligation to the taxing authority for a tax position that was not recognized as a result of applying the provisions of ASC 740.

If applicable, interest costs related to the unrecognized tax benefits are required to be calculated and would be classified as "Other expenses – Interest expense" in the unaudited interim statements of operations. Penalties would be recognized as a component of "Operating expenses."

No material interest or penalties on unpaid tax were recorded during the nine months ended November 30, 2021 and 2020. As of November 30, 2021 and February 28, 2021, no liability for unrecognized tax benefits was required to be reported. The Company does not expect any significant changes in its unrecognized tax benefits in the next year.

NOTE 8 - RELATED PARTY TRANSACTIONS

To continue operations and meet operating cash requirements, we have periodically relied on short term loans from related parties, primarily shareholders, until such time as our cash flow from operations meets our cash requirements, or we are able to obtain adequate financing through sales of our equity securities and/or traditional debt financing. There is no formal written commitment for continued support by shareholders or others. Amounts loaned primarily relate to amounts paid to vendors. The loans are considered temporary in nature and have not been formalized by any written agreement. The amounts owed are payable on demand and carry no interest. The amounts and terms of the related party loans may not necessarily be indicative of the amounts and terms that would have been incurred had comparable transactions been entered into with independent third parties.

On November 1, 2021, we entered into a Non-Employee Chief Executive Officer Engagement Agreement (the "Platinum Agreement") with Platinum Equity Advisors, LLC ("PEA"), a related party. Under the terms of the Platinum Agreement, Scott M. Boruff, Chief Manager of PEA, is engaged to serve as Chief Executive Officer and Chairman of the Board of Directors of the Company for a period of thirty-six (36) months beginning on the effective date of the agreement. PEA, or its designee, is entitled to a base annual fee of $200,000 and an annual achievement bonus fee. Furthermore, Mr. Boruff is entitled to participate in any employee benefit plans, programs or arrangements offered by the Company. During the nine months ended November 30, 2021 we made $333,100 in cash payments to PEA for amounts owed under the Platinum Agreement. During the nine months ended November 30, 2020, we made $4,096 in cash payments and $150,000 of payment in the form of common stock to PEA for amounts owed under the Platinum Agreement. As of November 30, 2021 and February 28, 2021, the accrued amount owed under the Platinum Agreement is $20,847 and $203,947, respectively, and is included in Accrued expenses, related party on our unaudited interim balance sheets.

In August 2021, we advanced PEA $39,653 as a short-term loan against the Platinum Agreement. The amount was repaid in full on September 14, 2021.

On October 18, 2018, the Board of Directors of the Company approved a resolution granting Peter Veillon, a current a director of the Company, a $35,000 annual fee for consulting services. This arrangement was terminated by a resolution of the Board of Directors on October 6, 2020. As of both November 30, 2021 and February 28, 2021, the accrued amount owed to Mr. Veillon is $68,965.

NOTE 9 - STOCKHOLDERS' EQUITY

Common Stock

At November 30, 2021 and February 28, 2021, we had 69,479,252 and 47,189,252 shares of common stock outstanding, respectively. We issued 22,290,000 shares of common stock during the nine months ended November 30, 2021, of which 21,490,000 shares were issued for cash, 300,000 shares were issued for prepaid services, 250,000 shares were issued for the payment of liabilities, and 250,000 shares were issued to employees for compensation. During the year ended February 28, 2021, we issued 21,400,000 shares of common stock, of which 14,500,000 shares were issued for cash, 5,000,000 shares were issued for the payment of liabilities, 1,700,000 shares were issued for services, and 200,000 shares were issued to employees for compensation.

Issuance of Common Stock

On March 15, 2021, we issued 1,000,000 shares of common stock at $0.03 per share resulting in $30,000 of net proceeds to the Company. We incurred no cost related to the transaction.

On April 22, 2021, we issued 300,000 shares of common stock valued at $0.167 per share for $50,000 in prepaid legal services.

On May 10, 2021, we issued 500,000 shares of common stock at $0.20 per share resulting in $100,000 of net proceeds to the Company. We incurred no cost related to the transaction.

On May 31, 2021, we issued 2,400,000 shares of common stock at $0.033 per share in three separate private transactions resulting in $80,000 of net proceeds to the Company. We incurred no cost related to the transactions.

On May 31, 2021, we issued 250,000 shares of common stock valued at $0.03 per share for payment of $7,500 owed for prior legal services.

On June 29, 2021, we issued 3,000,000 shares of common stock at $0.033 per share resulting in $100,000 of net proceeds to the Company. We incurred no cost related to the transaction.

On July 8, 2021, we issued 750,000 shares of common stock at $0.20 per share resulting in $150,000 of net proceeds to the Company. We incurred no cost related to the transaction.

On August 9, 2021, we issued 4,500,000 shares of common stock at $0.033 per share resulting in $150,000 of net proceeds to the Company. We incurred no cost related to the transaction.

On August 10, 2021, we issued 3,750,000 shares of common stock at $0.033 per share under a stock subscription agreement dated April 30, 2021. We received $125,000 of net proceeds under the stock subscription agreement and incurred no cost related to the transaction.

On August 13, 2021, we issued 50,000 shares of common stock to an employee as long-term incentive compensation pursuant to the vesting of a restricted stock grant.

On November 8, 2021, we issued 200,000 shares of common stock to an employee as long-term incentive compensation pursuant to the vesting of a restricted stock grant.

On November 12, 2021, we issued 1,000,000 shares of common stock at $0.10 per share resulting in $100,000 of net proceeds to the Company. We incurred no cost related to the transaction.

On November 23, 2021, we issued 2,590,000 shares of common stock at $0.10 per share in two (2) separate private transactions resulting in $259,000 of net proceeds to the Company. We incurred no cost related to the transactions.

On November 30, 2021, we issued 2,000,000 shares of common stock at $0.10 per share in two (2) separate private transactions resulting in $200,000 of net proceeds to the Company. We incurred no cost related to the transactions.

Series A Convertible Preferred Stock

At November 30, 2021 and February 28, 2021, we had -0- shares of Series A Convertible Preferred Stock (“Series A”) outstanding.

Series A Stockholder Rights

- *Dividends* - The holder of each share of Series A then outstanding will be entitled to receive on a pari passu basis with the holders of the common stock, any dividends that should be declared by the Board of Directors. No dividends were paid or declared during the periods presented.
- *Voting* - The holder of each share of Series A has that number of votes on all matters submitted to the stockholders that is equal to the number of shares of common stock into which such holder's Series A is then convertible.
- *Conversion* – The number of shares of common stock issuable upon conversion of Series A shares is one point zero five eight (1.058) common shares for each twenty (20) Series A shares converted.

Series B Convertible Preferred Stock

At November 30, 2021 and February 28, 2021, we had 1,000 shares of Series B Convertible Preferred Stock ("Series B") outstanding. We issued 1,000 shares during the year ended February 28, 2021, all of which were issued for shares subscribed for in prior periods.

Series B Stockholder Rights

- *Dividends* - The holder of each share of Series A then outstanding will not be entitled to receive any dividends that should be declared by the Board of Directors.
- *Voting* - The holders of Series B have that number of votes on all matters submitted to the stockholders that, when combined entitles the holders to have an aggregate of fifty-one percent (51%) of the votes eligible to be cast by all stockholders with respect to all matters brought before a vote or action by consent of the stockholders of the Company.
- *Conversion* – The number of shares of common stock issuable upon conversion of each share of Series B shall be equal to such ratio as later determined by the holders of Series B and the Board of Directors.

Series C Convertible Preferred Stock

At November 30, 2021 and February 28, 2021, we had 9,364,150 shares of Series C Convertible Preferred Stock ("Series C") outstanding.

Series C Stockholder Rights

- *Dividends* - The holder of each share of Series C shall be entitled to receive dividends from the initial issuance date at the option and in the sole discretion of the Board of Directors in cash or (in full or in part) by the issuance of validly issued fully paid and nonassessable shares of common stock of the Company. No dividends were paid or declared during the periods presented.
- *Voting* - The holder of each share of Series C has that number of votes on all matters submitted to the stockholders that is equal to the number of shares of common stock into which such holder's Series C is then convertible.
- *Conversion* – The number of shares of common stock issuable upon conversion of Series C shares is one point five (1.5) common shares for each twenty (20) Series C shares converted.

Series D Convertible Preferred Stock

At November 30, 2021 and February 28, 2021, we had 9,614,150 shares of Series D Convertible Preferred Stock ("Series D") outstanding.

Series D Stockholder Rights

- *Dividends* - The holder of each share of Series D then outstanding will be entitled to receive on a pari passu basis with the holders of the common stock, any dividends that should be declared by the Board of Directors. No dividends were paid or declared during the periods presented.
- *Voting* - The holder of each share of Series D has that number of votes on all matters submitted to the stockholders that is equal to the number of shares of common stock into which such holder's Series D is then convertible.
- *Conversion* – The number of shares of common stock issuable upon conversion of Series C shares is one (1) common share for each forty (40) Series D shares converted.

NOTE 10 - COMMON STOCK SUBSCRIBED

On April 30, 2021, we entered into a common stock Securities Purchase Agreement ("SPA") with an investor. Under the terms of the SPA, the investor agreed to purchase 6,000,000 shares of our common stock at a purchase price of $0.033 per share through a series of payments, and with the initial payment of $50,000 due upon execution of the SPA. After receipt of $125,000 in proceeds under the SPA, on August 10, 2021 both the Company and the investor mutually agreed to settlement of the SPA for the amounts received to date and the issuance of the shares at the agreed upon price per share.

NOTE 11 - STOCK-BASED COMPENSATION

Our stock-based compensation programs are long-term retention awards that are intended to attract, retain, and provide incentives for employees, officers, and directors, and to align stockholder and employee interest. We utilize grants of both stock options and warrants and restricted stock to achieve those goals.

Summary of Stock Options and Warrants

During the nine months ended November 30, 2021 and 2020, we recorded $29,713 and $2,397 in compensation expense related to stock options and warrants. There were no stock options or warrants issued during the nine months ended November 30, 2021. The grant date fair value of stock options and warrants issued during the nine months ended November 30, 2020 was $106,970.

We estimated the grant date fair value of stock options and warrants using the Black-Scholes pricing model with the following weighted average range of assumptions for the periods presented:

	November 30, 2021	November 30, 2020
Expected volatility	-	373.73%
Expected term (in years)	-	3.25
Risk-free interest rate	-	0.235%
Dividend yield	-	None

Expected Volatility

Due to the fact we do not consider historical volatility is the best indicator of future volatility, we use implied volatility of our options to estimate future volatility.

Expected Term

Where possible, we use the simplified method to estimate the expected term of employee stock options. Where we are unable to use the simplified method due to the terms of a stock option, we may use a modified simplified method to estimate the expected term. We do not have adequate historical exercise data to provide a reasonable basis for estimating the expected term for the current share options granted. The simplified method assumes that employees will exercise share options evenly between the period when the share options are vested and ending on the date when the options would expire.

Risk-Free Interest Rate

The risk-free rate for the expected term of the option is based on the U.S. Treasury yield curve at the date of grant.

Dividend Yield

We have not estimated any dividend yield as we currently do not pay a dividend and do not anticipate paying a dividend over the expected term.

The following table summarizes our options and warrant activity for the nine months November 30, 2021 and for the fiscal year ended February 28, 2021:

	November 30, 2021		February 28, 2021	
	Number of Options and Warrants	Weighted Average Exercise Price	Number of Options and Warrants	Weighted Average Exercise Price
Balance at beginning of year	2,500,000	$ 0.08	-	$ -
Granted	-	-	2,500,000	0.08
Exercised	-	-	-	-
Balance at end of period	2,500,000	$ 0.08	2,500,000	$ 0.08
Options and warrants exercisable	1,250,000	$ 0.08	625,000	$ 0.08

Summary of Restricted Stock Grants

During the nine months ended November 30, 2021 and 2020, we recorded compensation expense of $35,089 and $8,894, respectively, related to restricted stock grants.

The following table summarizes our restricted stock activity for the nine months ended November 30, 2021 and for the fiscal year ended February 28, 2021:

	November 30, 2021	February 28, 2021
Balance at beginning of period	400,000	600,000
Granted	200,000	-
Released	(250,000)	(200,000)
Forfeited	-	-
Balance at end of period	350,000	400,000

NOTE 12 - COMMITMENTS AND CONTINGENCIES

Employment and Consulting Agreements

On November 1, 2021, in connection with the appointment of Scott M. Boruff as Chief Executive Officer and Chairman of the Board of the Company, the Company and Platinum Equity Advisors, LLC ("PEA") entered into a Non-Employee Chief Executive Officer Engagement Agreement (the "Platinum Agreement") with a term of thirty-six (36) months. As compensation for the services, the Company shall pay PEA an annual base fee of $200,000 and an annual achievement bonus fee. In the event the Platinum Agreement is terminated without cause, PEA shall be entitled to a severance payment equal to three (3) months of base fee. If the Platinum Agreement is terminated without cause within two (2) years of a change in control, or in the ninety (90) days prior to the change in control upon the request of the acquiror, PEA shall be entitled to a severance payment in an amount equal to 2.99 times the annualized base fee PEA is then earning.

On October 24, 2019, in connection with the appointment of Charles B. Lobetti, III as Chief Financial Officer of the Company, the Company and Mr. Lobetti entered into an employment agreement with an initial term of three (3) years. Pursuant to a modification of the agreement effective May 1, 2021, the Company shall pay Mr. Lobetti an annual base salary of $104,000 as compensation for his services. In the event Mr. Lobetti's employment with the Company is terminated without cause, Mr. Lobetti shall be entitled to payment of any accrued but unpaid salary through the termination date plus, as severance, his annual base salary for one (1) full year. If Mr. Lobetti is terminated without cause within two (2) years of a change in control, or in the ninety (90) days prior to a change in control at the request of the acquiror, Mr. Lobetti shall be entitled to a severance payment in an amount equal to 2.99 times the annualized base salary he is then earning. In addition, Mr. Lobetti is eligible for equity awards as approved by the Board of Directors as defined in the agreement.

On August 17, 2020, in connection with the appointment of Gary W. Ford, Jr. as Chief Operating Officer of the Company, the Company and Mr. Ford entered into an employment agreement with an initial term of three (3) years. As compensation for his services, under the terms of the agreement the Company shall pay Mr. Ford a beginning base salary of $10,000 per month for the first three (3) months, increasing to $12,500 per month for months four (4) through nine (9), and further increasing to $15,000 for months ten (10) through (12). Subject to the approval of the Board of Directors, the monthly base salary shall remain at $15,000 through the remaining term of the agreement. In the event Mr. Ford's employment with the Company is terminated without cause, Mr. Ford shall be entitled to a severance payment equal to his base salary for one (1) full year. If Mr. Ford is terminated without cause within two (2) years of a change in control, or in the ninety days prior to a change in control upon the request of the acquiror, Mr. Ford shall be entitled to a severance payment in an amount equal to 2.99 times the annualized base salary he is then earning. In addition, Mr. Ford is eligible for equity awards as approved by the Board of Directors as defined in the agreement.

On August 17, 2020, in connection with the appointment of Billy W. Phipps, Jr. as Chief Marketing Officer of the Company, the Company and Mr. Phipps entered into an employment agreement with an initial term of three (3) years. As compensation for his services, under the terms of the agreement the Company shall pay Mr. Phipps a beginning base salary of $10,000 per month for the first three (3) months, increasing to $12,500 per month for months four (4) through nine (9), and further increasing to $15,000 for months ten (10) through (12). Subject to the approval of the Board of Directors, the monthly base salary shall remain at $15,000 through the remaining term of the agreement. In the event Mr. Phipps' employment with the Company is terminated without cause, Mr. Phipps shall be entitled to a severance payment equal to his base salary for one (1) full year. If Mr. Phipps is terminated without cause within two (2) years of a change in control, or in the ninety days prior to a change in control upon the request of the acquiror, Mr. Phipps shall be entitled to a severance payment in an amount equal to 2.99 times the annualized base salary he is then earning. In addition, Mr. Phipps is eligible for equity awards as approved by the Board of Directors as defined in the agreement.

Litigation

From time to time, the Company may become involved in litigation relating to claims arising in the ordinary course of the business. There are no claims or actions pending or threatened against the Company that, if adversely determined, would in the Company's management's judgment have a material adverse effect on the Company.

NOTE 13 - SUBSEQUENT EVENTS

On December 7, 2021, we issued 2,000,000 shares of common stock at $0.10 per share resulting in $200,000 of net proceeds to the Company. We incurred no cost related to the transaction.

On December 8, 2021, we issued 1,000,000 shares of common stock at $0.10 per share resulting in $100,000 of net proceeds to the Company. We incurred no cost related to the transaction.

On December 16, 2021, we issued 1,000,000 shares of common stock at $0.10 per share resulting in $100,000 of net proceeds to the Company. We incurred no cost related to the transaction.

On December 23, 2021, we issued 187,500 shares of common stock valued at $0.04 per share for $7,500 in consulting services.