

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Protocall Technologies Inc

912 Bobwhite Street,
Fruitland, Idaho 83619
208-452-6972
protocalltech.com
protocalltechinfo@gmail.com
SIC - 6552

Annual Report **For the Period Ending: December 31, 2021**

As of March 30, 2022, the number of shares outstanding of our Common Stock was:

1,509,228,968.

As of September 30, 2021, the number of shares outstanding of our Common Stock was:

1,509,228,968.

As of December 31, 2021, the number of shares outstanding of our Common Stock was:

1,509, 228,968.

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 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: ☒

Indicate by check mark whether a Change in Control⁵ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

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.

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

Current Name: Protocall Technologies Incorporated

Prior Name: Quality Exchange Inc., changed name to Protocall Technologies Inc on July 22, 2004.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Protocall Technologies Incorporated domesticated into Wyoming on June 13, 2019 and is active.

Protocall Technologies Incorporated was formerly incorporated in Nevada and filed a Nevada Certificate of Dissolution effective June 29, 2019:

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

N/A

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

Pursuant to directions of Nevada Court Order dated February 6, 2019, PCLI anticipates up to \$5,000,000.00 of recapitalization by conversion of debt incurred acquiring assets into common stock at par value of \$0.001 per common share. In addition to the Convertible Notes detailed in 3) B, PCLI has agreed to extend the time for completion of the acquisition of assets in the anticipated recapitalization during 2022 to allow time for Payette County to issue individual tax parcel numbers on the real property being acquired and appraisals. Each acquisition will be documented with independent third-party appraisals. To accommodate the \$5,000,000 of equity recapitalization, on November 11, 2021, PCLI filed Articles of Amendment with the Wyoming Secretary of State (Amendment ID: 2021-003483997), wherein it issued a CERTIFICATE OF DESIGNATION of SERIES B PREFERRED STOCK authorizing issuance of five million shares of Series B Preferred Stock. Each share of Series B Preferred Stock will be issued for \$1.00 (1000 times par value of \$0.001) and is convertible into 1,000 common shares. Valuation of real property acquired will be by independent third-party appraisers. Payment for individual properties will be accomplished with various combinations of common stock, assumption of debt, cash, notes payable, and issuance of Series B Preferred Stock for the balance of equity.

The address(es) of the issuer's principal executive office:

Protocall Technologies Incorporated, 912 Bobwhite Street, Fruitland, Idaho 83619

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

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

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

2) Security Information

Trading symbol: PCLI
Exact title and class of securities outstanding: Common
CUSIP: 74372C 108
Par or stated value: .001

Total shares authorized: 2,000,000,000 as of date: 03/30/2022
Total shares outstanding: 1,509,228,968 as of date: 03/30/2022
Number of shares in the Public Float⁶: 1,445,618,944 as of date: 03/30/2022
Total number of shareholders of record: 197 as of date: 03/30/2022

All additional class(es) of publicly traded securities (if any): N/A

Trading symbol: _____
Exact title and class of securities outstanding: _____
CUSIP: _____
Par or stated value: _____
Total shares authorized: _____ as of date: _____
Total shares outstanding: _____ as of date: _____

Transfer Agent

Name: Pacific Stock Transfer Company
Phone: 800-785-7782
Email: luke@pacificstocktransfer.com
Address: 6725 via Austi Parkway, #300, Las Vegas, NV 89119.

Is the Transfer Agent registered under the Exchange Act?⁷ Yes: ☒ No: ☐

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct 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

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

⁶ "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors, and control persons.

⁷ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/2020</u> Common: <u>1,509,228,968</u> Preferred: <u>1</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g., for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>4/19/2019</u>	<u>New Issuance</u>	<u>1</u>	<u>Special 2019 Series A Preferred</u>	<u>\$35,000</u>	<u>Yes</u>	<u>Xtra Crypto Mining Inc, Paul Knudson</u>	<u>Cash</u>	<u>Restricted</u>	<u>None</u>
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report: <u>Ending Balance</u> Ending Balance: Date <u>03/30/2022</u> Common: <u>1,509,228,968</u> Preferred: <u>1</u>									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019, through June 30, 2021, pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:
On May 2, 2019, Custodian, International Venture Society, filed effective April 8, 2019, a Certificate of Designation For Nevada Profit Corporations of exactly 1 share of Special 2019 Series A Preferred with Designations including, among others, the following: "Special 2019 Series A Preferred", par value \$.001 per share (the "2019 Series A Preferred Stock"). The number of authorized shares of 2019 Series A Preferred Stock is one (1) share. The holder of the share of 2019 Series A Preferred Stock is entitled to 51% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis)) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action or consideration..... In addition to other rights designated, the share of 2019 Series A Preferred Stock shall convert into common shares at a conversion rate of 1 preferred to 1,000,000,000 common shares. The holder of the 2019 Series A Preferred Stock can affect the conversion at any time. The conversion in to common is a right and conversion is not required.

The Special 2019 Series A Preferred constitutes a voting control block and consequently, can control actions of the company. International Venture Society sold the Special 2019 Series A Preferred to Xtra Crypto Mining Inc (a wholly owned corporation of Paul Knudson) who subsequently sold the Special 2019 Series A Preferred to Austin Homes LLC which is 100% owned by Paul Knudson.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
<u>6/7/2019</u>	<u>15000</u>	<u>15000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Austin Homes LLC, Paul Knudson</u>	<u>Loan</u>
<u>6/7/2019</u>	<u>45000</u>	<u>45000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Austin Homes LLC Paul Knudson</u>	<u>Loan</u>
<u>6/10/2019</u>	<u>3000</u>	<u>3000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>T&L Transport LLC Paul Knudson</u>	<u>Loan</u>
<u>6/11/2019</u>	<u>13500</u>	<u>13500</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Infinity 3 LLC Mary A Veatch</u>	<u>Loan</u>
<u>6/11/2019</u>	<u>25000</u>	<u>25000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Austin Homes LLC Paul Knudson</u>	<u>Loan</u>
<u>6/11/2019</u>	<u>3000</u>	<u>3000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>T&L Transport LLC Paul Knudson</u>	<u>Loan</u>
<u>6/11/2019</u>	<u>14000</u>	<u>14000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>T&L Transport LLC Paul Knudson</u>	<u>Loan</u>
<u>6/21/2019</u>	<u>41000</u>	<u>41000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>T&L Transport LLC Paul Knudson</u>	<u>Loan</u>
<u>6/27/2019</u>	<u>60000</u>	<u>60000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>T&L Transport LLC Paul Knudson</u>	<u>Loan</u>
<u>7/1/2019</u>	<u>36000</u>	<u>36000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>T&L Transport LLC Paul Knudson</u>	<u>Loan</u>
<u>3/6/2020</u>	<u>500</u>	<u>500</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Paul Knudson</u>	<u>Loan</u>

<u>3/6/2020</u>	<u>2000</u>	<u>2000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Paul Knudson</u>	<u>Loan</u>
<u>4/13/2020</u>	<u>100</u>	<u>100</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>T&L Transport LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>5/19/2020</u>	<u>250</u>	<u>250</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>The Pines</u> <u>Townhomes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>11/7/2020</u>	<u>600</u>	<u>600</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Austin Homes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>7/20/2021</u>	<u>100000</u>	<u>100000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Austin Homes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>7/23/2021</u>	<u>25000</u>	<u>25000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Austin Homes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>7/24/2021</u>	<u>13000</u>	<u>13000</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Austin Homes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>7/29/2021</u>	<u>47700</u>	<u>47700</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Mary A Veatch</u>	<u>Loan</u>
<u>8/3/2021</u>	<u>66500</u>	<u>66500</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>The Pines</u> <u>Townhomes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>8/6/2021</u>	<u>72500</u>	<u>72500</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>The Pines</u> <u>Townhomes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>8/6/2021</u>	<u>2500</u>	<u>2500</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>The Pines</u> <u>Townhomes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>8/13/2021</u>	<u>49350</u>	<u>49350</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>The Pines</u> <u>Townhomes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>8/17/2021</u>	<u>40100</u>	<u>40100</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>The Pines</u> <u>Townhomes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>9/9/2021</u>	<u>300</u>	<u>300</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>The Pines</u> <u>Townhomes LLC</u> <u>Paul Knudson</u>	<u>Loan</u>
<u>11/4/2021</u>	<u>250,444</u>	<u>250,443</u>	<u>0</u>	<u>12/31/2021</u>	<u>Par value 0.001</u>	<u>Paul Knudson</u>	<u>Loan</u>

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

All recapitalization loans are from Paul Knudson and his affiliates pursuant to agreement with PCLI to recapitalize up to \$5,000,000.00 at par value of \$0.001 per common share within 6 months of PCLI becoming Pink current. Subsequent agreement extends time to complete recapitalization of \$5,000,000 thru 2022 to accommodate Payette County's timeline for issuance of individual tax parcel numbers and appraisals of each property. All converted common shares will be restricted shares when issued. There will be no interest charge if loans are converted by December 31, 2021. Any outstanding loan balances after Jan 1, 2022, will accrue interest at 8% APR.
On 11-23-2021 PCLI filed Amendment ID: 2021-003483997 with the Wyoming Secretary of State which amended Article 10 by designating five million (5,000,000) shares of Series B Preferred to accommodate recapitalization agreement.

4) Financial Statements

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

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁸:

Name: Paul Knudson
Title: CFO
Relationship to Issuer: Officer & Director

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance Sheet;
- D. Statement of Income;
- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

⁸ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

5) Issuer's Business, Products and Services

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

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

PCLI manages and/or leases, with options to purchase, two commercial real estate properties, the Pines Self Storage in Ontario, OR, USA and the RINK facility in St Jean Baptiste, Manitoba, Canada that are being redeveloped to include use as data centers for lease to bitcoin mining companies.

PCLI is developing residential real estate lots and new construction homes for sale in Fruitland, Idaho through its investment in North Allen Avenue LLC.

PCLI acquired JR Development LLC, as a wholly owned subsidiary, from Paul Knudson for \$250,443.62 as part of the recapitalization loan on November 4, 2021. With the acquisition of JR Development LLC, PCLI now owns 100% of North Allen Avenue LLC and its 34 lots in the Rivers Edge 2 subdivision.

- B. Please list any subsidiaries, parents, or affiliated companies.

Austin Homes LLC (100% owned by Paul Knudson) owns the Special 2019 Series A Preferred share entitled to 51% of all votes and is therefore the parent company of PCLI.

North Allen Avenue LLC and JR Development LLC are 100% owned subsidiaries of PCLI.

PCLI is affiliated by common control ownership of Paul Knudson with Austin Homes LLC, The Pines Townhomes LLC, Xtra Crypto Mining Inc, and XTRA Bitcoin Inc – CBTC and North Allen Avenue LLC.

- C. Describe the issuers' principal products or services.

PCLI designs, develops, builds, owns, and operates residential and commercial real estate for its own portfolio, clients, or as joint ventures.

6) Issuer's Facilities

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

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

On November 4, 2021 PCLI acquired JR Development LLC as a wholly owned subsidiary. With the acquisition of JR Development LLC, PCLI now owns 100% of North Allen Avenue LLC's 34 lots in the Rivers Edge 2 subdivision in Fruitland, Idaho.

NAA is developing their 34 lots in the Rivers Edge 2 residential subdivision in Fruitland Idaho, with unrelated 3rd parties, for Austin Homes LLC, who owns an additional 5 lots in the Rivers Edge 2 subdivision. NAA land/lots are subject to a \$1,300,000.00 first mortgage development loan issued to Austin Homes LLC by unrelated 3rd parties. Rivers Edge 2 subdivision is in final construction drawing approval stage with development permits and development commencement expected in 4QTR 2021. NAA assumed the \$1,300,000.00 development loan from unrelated 3rd parties (Sekady Capital) originally issued to Austin Homes LLC. Sekady development loan balance of \$82,845.77 as of 12-31-2021. Subsequently, in 1QTR 2022, final construction permits were issued, prime contractor chosen, and development commenced. Anticipated completion of lot development is 3QTR 2022.

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

PCLI leases office space from Austin Homes LLC at 912 Bobwhite Street, Fruitland, Idaho 83619 for \$250.00 per month. PCLI leases the RINK commercial building from Paul Knudson for \$700.00 per month, 5-year term renewable, with option to purchase for \$699,300.00 with seller financing at 8% for 10 years, or payable at seller option in common stock at par value \$.001 per share.

PCLI manages the Pines Self Storage facility from The Pines Townhomes LLC for 5% of gross rents under a Master Lease agreement with option to purchase interests in the property in the future.

7) Company Insiders (Officers, Directors, and Control Persons)

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

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Paul Knudson	Director	<u>912 Bobwhite Street, Fruitland, ID 83619</u>	<u>1</u>	<u>Special 2019 Series A Preferred</u>	<u>100</u>	<u>Beneficial Owner thru Austin Homes LLC</u>
<u>Paul Knudson</u>	<u>CEO, CFO Secretary</u>	<u>912 Bobwhite St., Fruitland, ID 83619</u>	<u>20,000</u>	<u>Common</u>	<u>.001325%</u>	<u>Beneficial Owner</u>
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. 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, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry 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

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 or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

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

Securities Counsel

Name: Brian Higley
Firm: Business Legal Advisors, LLC
Address 1: 3889 Coastal Dune Drive
Address 2: South Jordan, UT 84009
Phone: 801-634-1984
Email: brian@businesslegaladvisor.com

Accountant or Auditor

Name: _____
Firm: _____

Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations

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

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) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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, Paul Knudson certify that:

1. I have reviewed this Annual Report for period ended December 31, 2021 of Protocall Technologies Incorporated;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

March 30, 2022, [Date]

/s/ Paul Knudson [CEO's Signature]

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

Principal Financial Officer:

I, Paul Knudson, certify that:

1. I have reviewed this Annual Report for period ended December 31, 2021 of Protocall Technologies Incorporated;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

March 30, 2022 [Date]

/s/ Paul Knudson [CFO's Signature]

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

Protocall Technologies Inc. - PCL
FINANCIAL STATEMENTS - UNAUDITED
FOR QUARTER ENDED December 31, 2021
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PROTOCOLL TECHNOLOGIES INC - PCLI
FINANCIAL STATEMENTS
AS OF December 31, 2021

UNAUDITED – PREPARED BY MANAGEMENT

The accompanying unaudited financial statements have been prepared by and are the responsibility of the Company's management. The Company's independent auditors have not performed a review or audit of the enclosed.

Protocall Technology Incorporated

Consolidated Balance Sheet for Years 12-31-2021 & 12-31-2020

Accrual Basis

Unaudited

	Dec 31, 21	Dec 31, 20
ASSETS		
Current Assets		
Checking/Savings		
NAA Zions Bank 2572	27.65	0.00
USBank 6808	305.48	222.60
Total Checking/Savings	333.13	222.60
Other Current Assets		
Loans to T&L Funding	615.38	0.00
Total Other Current Assets	615.38	0.00
Total Current Assets	948.51	222.60
Fixed Assets		
JR Development LLC	250,443.62	0.00
NAA 27.37%	250,000.00	250,000.00
Rivers Edge 2	414,150.00	0.00
Total Fixed Assets	914,593.62	250,000.00
Other Assets	83,392.97	0.00
TOTAL ASSETS	998,935.10	250,222.60
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Credit Cards		
Visa 0450 or 0468	9,017.99	8,877.72
Total Credit Cards	9,017.99	8,877.72
Other Current Liabilities		
Accrued Salaries - Officers	310,000.00	190,000.00
Loans from Sekady - NAA	82,845.77	0.00
Loans to PCLI	2,407.75	0.00
Total Other Current Liabilities	395,253.52	190,000.00
Total Current Liabilities	404,271.51	198,877.72
Long Term Liabilities		
Convertible Notes Payable, net		
Loans from AHLLC	230,971.55	85,600.00
Loans from Infinity 3 LLC	13,500.00	13,500.00
Loans from Mary A Veatch	47,700.00	0.00
Loans from Paul Knudson	252,943.62	500.00
Loans from Pines Townhomes LLC	388,600.00	157,350.00
Loans from T&L Transport LLC	86.90	0.00
Total Convertible Notes Payable, net	933,802.07	256,950.00
Total Long Term Liabilities	933,802.07	256,950.00
Total Liabilities	1,338,073.58	455,827.72
Equity		
Accumulated Deficit	-58,731,513.00	-58,731,513.00
Additional Paid in Capital	57,222,284.00	57,222,284.00
Common Stock 0.001 2B	1,509,229.00	1,509,229.00
Retained Earnings	-205,605.12	-81,011.59
Net Income	-133,533.36	-124,593.53
Total Equity	-339,138.48	-205,605.12
TOTAL LIABILITIES & EQUITY	998,935.10	250,222.60

Protocall Technology Incorporated

Consolidated Profit & Loss for Years 2021 & 2020

Accrual Basis

Unaudited

	Jan - Dec 21
Ordinary Income/Expense	
Income	
Pines Self Storage Rent Income	30,780.00
RINK Income	
XCrypto - RINK	2,520.00
XTRA CBTC - RINK	5,880.00
Total RINK Income	8,400.00
Total Income	39,180.00
Cost of Goods Sold	
Pines Self Storage Lease	29,241.12
RINK Lease	8,400.00
Total COGS	37,641.12
Gross Profit	1,538.88
Expense	
Bank Service Fees	375.00
Interest Expense	
NAA Interest Sekady	5,559.56
Total Interest Expense	5,559.56
Interest Visa 0450 Expense	2,014.10
Legal Filings Expense	52.00
Office Expense	
Bookkeeping	12.00
Total Office Expense	12.00
Office Supplies	101.64
OTC Expense	3,449.98
Payroll Expenses	120,000.00
Professional Fees	
Registered Agent	100.00
Total Professional Fees	100.00
Property Tax	
Property Tax - NAA	563.02
Total Property Tax	563.02
Telephone Expense	97.75
Transfer Agent Expenses	169.00
Website Expense	2,578.19
Total Expense	135,072.24
Net Ordinary Income	-133,533.36
Net Income	-133,533.36

Protocall Technology Incorporated
Consolidated Statement of Cash Flows thru December 31, 2021
Unaudite

	<u>Jan - Dec 21</u>
OPERATING ACTIVITIES	
Net Income	-133,533.36
Adjustments to reconcile Net Income to net cash provided by operations:	
Loans to T&L Funding	-615.38
Visa 0450 or 0468	140.27
Accrued Salaries - Officers	120,000.00
Loans from Sekady - NAA	82,845.77
Loans to PCLI	2,407.75
Net cash provided by Operating Activities	<u>71,245.05</u>
INVESTING ACTIVITIES	
JR Development LLC	-250,443.62
Rivers Edge 2	-414,150.00
RE2 Dev Work in Progress	-83,392.97
Net cash provided by Investing Activities	<u>-747,986.59</u>
FINANCING ACTIVITIES	
Convertible Notes Payable, net: Loans from AHLLC	145,371.55
Convertible Notes Payable, net: Loans from Mary A Veatch	47,700.00
Convertible Notes Payable, net: Loans from Paul Knudson	252,443.62
Convertible Notes Payable, net: Loans from Pines Townhomes LLC	231,250.00
Convertible Notes Payable, net: Loans from T&L Transport LLC	86.90
Net cash provided by Financing Activities	<u>676,852.07</u>
Net cash increase for period	110.53
Cash at beginning of period	<u>222.60</u>
Cash at end of period	<u><u>333.13</u></u>

PROTOCOLL TECHNOLOGIES INCORPORATED - PCL

Consolidated Statements of Stockholder's Equity - unaudited

For Year Ended December 31, 2021

SPECIAL 2019

	<u>Common Stock</u>		<u>Preferred</u>		<u>Series A Preferred</u>		Additional	Accumulated	Total
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount	Paid-in Capital	Deficit	Stockholder's Equity
Balance- December 31, 2018	1,509,228,968	1,509,229	0	0	0	0	57,222,284	-58,731,513	0
2019 Issuance	0	0	0	0	1	0	0		
2019 Net Income/Loss								-81,012	
Balance - December 31, 2019	1,509,228,968	1,509,229	0	0	1	0	57,222,284	-58,812,525	-81,012
2020 Issuance	0	0	0	0	0	0	0		
2020 Net Income/Loss								-124,594	
Balance - December 31, 2020	1,509,228,968	1,509,229	0	0	1	0	57,222,284	-58,937,118	-205,605
2021 Issuance	0	0	0	0	0	0	0		
2021 Net Income/Loss								-133,533	
Balance - December 31, 2021	1,509,228,968	1,509,229	0	0	1	0	57,222,284	-59,070,651	-339,138

PROTOCOLL TECHNOLOGIES INC. (PCLI)
Notes to Consolidated Financial Statements
For Year Ended December 31, 2021
Unaudited

NOTE 1 – ORGANIZATION AND NATURE OF BUSINESS

Organization and Change in Business

Protocall Technologies Incorporated was incorporated in New York on January 1, 1996.

Quality Exchange Inc was incorporated in Nevada on June 3, 1998.

2002-11-29: Quality Exchange, Inc's SB-2 Registration Statement was deemed effective by SEC. (POS AM filed 2003-02-28)

2003 April: Quality Exchange Inc's stock begins trading on OTC.BB under symbol QEXI (10KSB filed 2005-04-13 for year ended 12-31-2004)

Protocall and Nevada corporation, Quality Exchange Inc (QEI) completed a reverse-merger transaction in which it caused PTCL Acquisition Corp., a New York corporation newly created and wholly owned subsidiary of Quality Exchange Inc, to be merged with and into Protocall Technologies Incorporated on July 22, 2004. The merger was accounted for as a reverse merger, since the stockholders of Protocall own a majority of the outstanding shares of common stock of Quality Exchange immediately following the merger. Protocall was deemed to be the acquiror in the reverse merger and immediately following the closing of the merger, Quality Exchange Inc changed its name to Protocall Technologies Incorporated and trading symbol changed from QEXI to PCLI with trading on OTC.BB.

On May 30, 2008, PCLI furloughed all non-officer employees and sales staff because it had insufficient funds to make payroll beyond May 30, 2008, filed 15-12G on December 3, 2010, to end reporting obligation with SEC.

2008-08-08: Director Peter Greenfield resigned. Bruce Newman is sole remaining director. (8-K filed 2008-08-19)

2008-08-11: Sole director Bruce Newman appoints Michael J Gelman as director and resigns on 8-12-2008. This constitutes a change of control as all directors have been replaced. (8-K filed 2008-08-19)

2010-06-21: Michael J Gelman resigns as director and is replaced with Mark Embry as sole director, president, secretary, and treasurer. This constitutes a change of control as all directors have changed. (8-K filed 2010-06-24)

2010-08-29: Mark Embry resigns as director and is replaced with Bryan Cowan as sole director, president, secretary, and treasurer. This constitutes a change of control. (8-K filed 2010-09-21)

2010-12-03: Protocall files 15-12G.

State of Nevada permanently revoked Protocall's corporate charter for failure to file annual list of directors & officers and pay franchise tax for years 2011 thru 2018.

2015-01-05: Pacific Stock Transfer Company was appointed as Transfer Agent for Protocall. (Statement on Shareholder Roll dated 10-21-2019 provided by Pacific Stock Transfer Company). Note: Records show 1,000,000,000 Authorized and 1,509,228,968 Issued & Outstanding common shares resulting in 509,228,968 common shares that were issued in excess of authorized common shares in 2011.

PROTOCOLL TECHNOLOGIES INC. (PCLI)
Notes to Consolidated Financial Statements
For Year Ended December 31, 2021
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2019-02-16: International Venture Society LLC (IVS) is designated as Custodian of Protocall Technologies Incorporated by Order of District Court of Clark County, Nevada. (ORDER Case No: A-18-786764-P) This is a change of control.

2019-04-19: Xtra Crypto Mining Inc (owned 100% by Paul Knudson) contracts to acquired 1 share of Special 2019 Series A Preferred with 51% voting rights. (Securities Purchase Agreement between IVS and Xtra Crypto dated 4-19-2019). Xtra Crypto Mining Inc sold 1 share of Special 2019 Series A Preferred with 51% voting rights to affiliate Austin Homes LLC (100% owned by Paul Knudson) on 4-27-2019. This is a change of control event.

2019-04-26: Certificate of Revival issued by Nevada for Protocall Technologies Incorporated. (NV Doc. No. 20190181595-11, C12970-1998)

2019-04-26: Paul Knudson was appointed as President, Secretary and Treasurer on 4-23-2019. (NV Doc. No. 20190181597-33, Entity: C12970-1998)

2019-04-29: Paul Knudson was elected as the sole director at Special Meeting of Stockholders conducted by Custodian, IVS. (Exh C of IVS Motion to Discharge Custodianship and Enter Final Order dated 5-10-19 in Case No. A-18-786764-P, Granted as Final Order entered 6-18-2019 District Court, Clark County, NV)

2019-05-02: Protocall filed a Certificate of Designation creating 1 share of Special 2019 Series A Preferred with 51% voting rights. (NV Doc. No. 20190193887-98, Entity C12970-1998). This caused a change of control upon delivery to Xtra Crypto Mining Inc.

2019-05-23: Protocall amended Articles of Incorporation to increase common stock authorization to 2,000,000,000.

2019-06-13: Protocall Technologies Incorporated, a Nevada corporation, filed Foreign Profit Corporation Articles of Domestication in Wyoming. (ID: 2019-000861240)

2019-06-18: ORDER discharging International Venture Society as Custodian, with full control of Protocall Technologies Incorporated returned to its board of directors and closed the case. (FINAL ORDER Case No. A-18-786764-P, Dept. No. XXII, District Court Clark County, Nevada signed 6-17-2019. Notice of Entry of Order was filed 6/19/2019) This is a change of control to board of directors consisting of sole director Paul Knudson.

2019-07-01: Nevada Certificate of Dissolution of Protocall Technologies Incorporated effective 6-29-2019. (NV Doc. No. 20190281282-55, C12970-1998)

2019-11-18: Applied to OTCIQ

2019-11-19: OTCIQ application returned due to unresolved FINRA issues.

2019-12-18: PCLI changed line of business to real estate. PCLI designs, develops, builds, owns, and operates residential and commercial real estate for its own portfolio, clients, or as joint ventures.

PCLI engaged with FINRA to document and resolve corporate issues regarding corporate actions. Having resolved the FINRA issues, PCLI Reapplied to OTCIQ on 2021-04-12.

2021-06-30: OTCIQ completed their background checks and authorized access to file disclosures to bring current.

PROTOCOLL TECHNOLOGIES INC. (PCLI)
Notes to Consolidated Financial Statements
For Year Ended December 31, 2021
Unaudited

2021-07-31: PCLI files Disclosure Statements for 2019, 2020, 1QTR 2021, and 2QTR 2021 with OTCIQ to bring current.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying financial statements and related notes are prepared using accrual method accounting principles generally accepted in the United States of America ("GAAP"). The Company has elected a December 31 year-end date.

Cash and Cash Equivalents

For purposes of reporting within the statements of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid investments with a maturity of three months or less to be cash and cash equivalents. We maintain cash balances in non-interest-bearing accounts, which do not currently exceed federally insured limits.

Employee Stock-Based Compensation

The Company accounts for stock-based compensation in accordance with ASC 718 Compensation – Stock Compensation ("ASC 718"). ASC 718 addresses all forms of share-based payment ("SBP") awards including shares issued under employee stock purchase plans and stock incentive shares. Under ASC 718, awards result in a cost that is measured at fair value on the awards' grant date, based on the estimated number of awards that are expected to vest and will result in a charge to operations.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP require 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 balance sheet and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates.

Subsequent Events

In accordance with ASC Topic 855, "Subsequent Events", which establishes general standards of accounting for and disclosure of events that occur after the balance sheet date but before financial statements are issued, the Company has evaluated all events or transactions that occurred after December 31, 2021, up through the date the Company issued the financial statements for disclosure consideration.

Property & Equipment

PROTOCOL TECHNOLOGIES INC. (PCLI)
Notes to Consolidated Financial Statements
For Year Ended December 31, 2021
Unaudited

All property and equipment purchases are recorded at cost and will be depreciated over the estimated useful lives of the assets. Straight-line and declining balance methods of depreciation will be used in calculating the annual provision for depreciation. Cost of maintenance and repairs will be expensed while major improvements and acquisitions will be capitalized. Gains or losses from disposition will be reflected in current operations.

Accounting for the impairment of long-lived assets

The Company annually reviews its long-lived assets for impairment or whenever events or changes in circumstances indicate that the carrying amount of assets may not be recoverable. Impairment may be the result of becoming obsolete from a change in the industry or recent technologies. Impairment is present if carrying amount of an asset is less than its undiscounted cash flows to be generated. If an asset is considered impaired, a loss is recognized based on the amount by which the carrying amount exceeds the fair market value of the asset. Assets to be disposed of are reported at the lower of the carrying amount or fair value less costs to sell.

Related parties

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

Commitments and contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the financial statements are issued, which may result in a loss to the Company, but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or un-asserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein. If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed. Management does not believe, based upon information available at this time, that these matters will have a material adverse effect on the Company's financial position, results of operations or cash flows. However, there is no assurance that such matters will not materially and adversely affect the Company's business, financial position, and results of operations or cash flows.

PROTOCOLL TECHNOLOGIES INC. (PCLI)
Notes to Consolidated Financial Statements
For Year Ended December 31, 2021
Unaudited

Revenue Recognition

The Company will recognize revenues in accordance with ASC 606 – “Revenue from Contracts with Customers”. The Company applies the following five steps to determine the appropriate amount of revenue to be recognized as it fulfills its obligations under each of its agreements:

- Identify the contract with a customer.
- Identify the performance obligations in the contract.
- Determine the transaction price.
- Allocate the transaction price to performance obligations in the contract; and
- Recognize revenue as the performance obligation is satisfied.

Cost of Revenue

The Company’s cost of revenue consists primarily of master lease obligations, land development and building construction costs, interest, and corporate operations and management expenses.

Financial Instruments

The Company’s financial instruments consist primarily of cash, and cash equivalents, and amounts due to related party. The carrying amounts of such financial instruments approximate their respective estimated fair value due to the short-term maturities and approximate market interest rates of these instruments.

The Company also follows the guidance of the ASC Topic 820-10 “Fair Value Measurements and Disclosures”, with respect to financial assets and liabilities that are measured at fair value. ASC 820-10 establishes a three-tier fair value hierarchy that prioritizes the inputs used in measuring fair value as follows:

- Level 1: Inputs are based upon unadjusted quoted prices for identical instruments traded in active markets.
- Level 2: Inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques (e.g. Black-Scholes Option-Pricing model) for which all significant inputs are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Where applicable, these models project future cash flows and discount the future amounts to a present value using market-based observable inputs; and
- Level 3: Inputs are generally unobservable and typically reflect management’s estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques, including option pricing models and discounted cash flow models.

Fair value estimates are made at a specific point in time based on relevant market information about the financial instrument. These estimates are subjective in nature and involve uncertainties and matters of

PROTOCOL TECHNOLOGIES INC. (PCLI)
Notes to Consolidated Financial Statements
For Year Ended December 31, 2021
Unaudited

significant judgment and, therefore, cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

Leases

We determine if an arrangement is a lease at inception. Operating leases are included in operating lease right-of-use ("ROU") assets, other current liabilities, and operating lease liabilities in our balance sheets. Finance leases are included in property and equipment, other current liabilities, and other long-term liabilities in our balance sheet. ROU assets represent our right to use an underlying asset for the lease term and lease liabilities represent our obligation to make lease payments arising from the lease. Operating lease ROU assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. As most of our leases do not provide an implicit rate, we generally use our incremental borrowing rate based on the estimated rate of interest for collateralized borrowing over a similar term of the lease payments at commencement date. The operating lease ROU asset also includes any lease payments made and excludes lease incentives. Our lease terms may include options to extend or terminate the lease when it is reasonably certain that we will exercise that option. Lease expense for lease payments is recognized on a straight-line basis over the lease term.

Income Tax Provisions

Income taxes are determined in accordance with the provisions of ASC 740, "Income Taxes". Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using enacted income tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Any effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

For the period ended December 31, 2021, the Company did not have any interest and penalties associated with tax positions. As of December 31, 2020, the Company did not have any significant unrecognized uncertain tax positions.

The Company intends to file income tax returns in the U.S. federal tax jurisdiction and various state tax jurisdictions. The tax years for 2019 and 2020 remain open for examination by federal and/or state tax jurisdictions. The Company is currently not under examination by any other tax jurisdictions for any tax year.

Net loss per common share

The Company computes earnings per share ("EPS") in accordance with ASC 260, "Earnings per Share". Basic EPS is measured as the income or loss available to common shareholders divided by the weighted average common shares outstanding for the period. Diluted EPS is like basic EPS but presents the dilutive effect on a per share basis of potential common shares (e.g., convertible securities, options, and warrants) as if they had been converted at the beginning of the periods presented, or issuance date, if later. Potential common shares that have an anti-dilutive effect (i.e., those that increase income per share or decrease loss per share) are excluded from the calculation of diluted EPS.

PROTOCOL TECHNOLOGIES INC. (PCLI)
Notes to Consolidated Financial Statements
For Year Ended December 31, 2021
Unaudited

Adoption of Recent Accounting Pronouncements

The Company is reviewing recent accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

Recently Adopted Accounting Standards

Management has considered recent accounting pronouncements issued. The Company's management believes that these recent announcements will not have a material effect on the Company's financial statements and the disclosure necessary for these recent pronouncements will be made in the Company's financial statements.

In February 2016, the FASB issued Accounting Standards Update ("ASU") 2016-02, Leases ("ASC 842"). The guidance requires lessees to recognize almost all leases on their balance sheet as a right-of-use asset and a lease liability. For income statement purposes, the FASB retained a dual model, requiring leases to be classified as either operating or finance. Lessor accounting is like the current model but updated to align with certain changes to the lessee model and the new revenue recognition standard. Existing sale-leaseback guidance, including guidance for real estate, is replaced with a new model applicable to both lessees and lessors. ASC 842 is effective for fiscal years beginning after December 15, 2018.

NOTE 3 – GOING CONCERN

These financial statements have been prepared on a going concern basis which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business for the foreseeable future. On a Consolidated Basis, as of December 31, 2021, Company has an accumulated deficit of \$(59,070,651) since inception in 1996. Of this amount, as of December 31, 2021, Company has an accumulated deficit of \$(339,138) since corporate Revival dated April 26, 2019, and has incurred an annual 2021 net loss of \$(133,533). PCLI's annual 2021 total for net cash provided by operating activities was \$71,245. Annual 2021 total of net cash provided by investing activities of \$(747,987), and annual 2021 total net cash provided by financing activities of \$676,852.

Management's plans include raising capital through the debt and equity markets to fund operations and eventually, generating profit through its business; however, there can be no assurance that the Company will be successful in such activities. These financial statements do not include any adjustments relating to the recovery of the recorded assets or the classifications of the liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 4 – LEASES, PLANT AND EQUIPMENT

PROTOCOLL TECHNOLOGIES INC. (PCLI)
Notes to Consolidated Financial Statements
For Year Ended December 31, 2021
Unaudited

Company has leased the Pines Self Storage and the RINK facility. Company leases are documentation for control of the facilities under a management for percentage of rental income and to document the valuations of the option to purchase agreements. Therefore, these “leases” are not accounted as leasehold liabilities or as Right of Use assets, as they have no penalty for cancellation by PCLI and no ownership accrues absent an exercise of the Option to purchase.

NOTE 5 – INCOME TAXES

The Company is headquartered in the United States and has leased property in Canada and will file tax returns as required in those jurisdictions.

On December 22, 2017, the United States enacted the Tax Cuts and Jobs Act (the “Act”) resulting in significant modifications to existing law. The Company’s financial statements for the period ended December 31, 2018, reflect certain effects of the Act which includes a reduction in the corporate tax rate from 35% to 21% as well as other changes.

The following table sets forth the significant components of the aggregate deferred tax assets of the Company as of December 31, 2021:

Deferred tax assets:	
Net operating loss carryforwards	\$ 339,138
Less: valuation allowance	<u>(0)</u>
Net deferred tax asset	<u>\$ 339,138</u>

Management evaluates deferred tax assets on an annual basis and due to changing tax laws is currently unable to determine if the deferred tax assets will be fully realizable in the future.

NOTE 6 – STOCKHOLDERS’ EQUITY & CONVERTIBLE NOTES PAYABLE

Common stock

The Company is authorized to issue 2,000,000,000 shares of common stock, par value \$0.001. As of January 15, 2015, there were 1,509,228,968 shares issued and outstanding. As of December 31, 2018, December 31, 2019, December 31, 2020, and December 31, 2021, there are 1,509,228,968 shares issued and outstanding.

As of March 30, 2022, there are 1,509,228,968 shares issued and outstanding.

Preferred Stock

The Company is authorized to issue unlimited Preferred stock, par value .001, and one (1) Special 2019 Series A Preferred .001.

As of November 23, 2021, PCLI designated five million (5,000,000) shares of Series B Preferred stock.

PROTOCOLL TECHNOLOGIES INC. (PCLI)
Notes to Consolidated Financial Statements
For Year Ended December 31, 2021
Unaudited

As of December 31, 2021, there are zero (0) Preferred and one (1) Special 2019 Series A Preferred shares issued and outstanding.

Special 2019 Series A Preferred

On April 8, 2019, the Corporation issued this Certificate of Designation of Special 2019 Series A Preferred Stock of Protocall Technologies, Inc. (pursuant to NRS 78.1955) with rights as designated:

Special 2019 Series A Preferred Stock

Section 1. Designation and Amount. The designation of this class of capital stock shall be “Special 2019 Series A Preferred”, par value \$.001 per share (the “2019 Series A Preferred Stock”). The number of authorized shares of 2019 Series A Preferred Stock is one (1) share.

Section 2. Voting Rights. Except as otherwise required by law, the holder of the share of 2019 Series A Preferred Stock shall have the following rights:

- (a) Number of Votes: Voting with Common Stock. Except as provided by Nevada statutes or Section 2(b) below, the holder of the 2019 Series A Preferred Stock shall vote together with the holders of preferred stock (including on an as converted basis), par value \$0.001, and common stock, par value \$0.001 per share, of the Corporation (the “Common Stock”) as a single class. The 2019 Series A Preferred Stock stockholder is entitled to 51% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action or consideration. The 2019 Series A Preferred Stock shall not be divided into fractional shares.
- (b) Adverse Effects: The Corporation shall not amend, alter, or repeal the preferences, rights, powers, or other terms of the 2019 Series A Preferred Stock so as to affect adversely the 2019 Series A Preferred Stock or the holder thereof without the written consent or affirmative vote of the holder of the 2019 Series A Preferred Stock given in writing or by vote at a meeting, consenting, or voting (as the case may be) separately as a class.

Section 3. Conversion into common shares. The share of 2019 Series A Preferred Stock shall convert into common shares at a conversion rate of 1 preferred to 1,000,000,000 common shares. The holder of the 2019 Series A Preferred Stock can affect the conversion at any time. The conversion in to common is a right and conversion is not required.

Section 4. Dividends, Liquidation. The share of 2019 Series A Preferred Stock shall not be entitled to any dividends in respect thereof and shall not participate in any proceeds available to the Corporation’s shareholders upon the liquidation, dissolution or winding up of the Corporation.

Section 5. No Impairment. The Corporation shall not intentionally take any action which would impair the rights and privileges of the 2019 Series A Preferred Stock set forth herein or the rights of the holder thereof. The Corporation will not, by amendment or its certificate of incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions herein and in the taking of all such action as may be necessary or

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appropriate in order to protect the rights of the holder of the 2019 Series A Preferred Stock against impairment.

Section 6. Replacement Certificate. In the event that the holder of the 2019 Series A Preferred Stock notifies the Corporation that the stock certificate evidencing the share of 2019 Series A Preferred Stock has been lost, stolen, destroyed or mutilated, the Corporation shall issue a replacement stock certificate evidencing the 2019 Series A Preferred Stock identical in tenor and date to the original stock certificate evidencing the 2019 Series A Preferred Stock, provided that the holder executes and delivers to the Corporation an affidavit of lost stock certificate and an agreement reasonably satisfactory to the Corporation to indemnify the Corporation from any loss incurred by it in connection with such 2019 Series A Preferred Stock stock certificate.

Series B Preferred stock

On November 23, 2021, the Corporation filed Articles of Amendment (Wyoming Amendment ID: 2021-003483997) Certificate of Designation of Series B Preferred Stock of Protocall Technologies, Inc. (pursuant to Wyoming Business Corporation Act, Article 6, Section 17-16-602(a)(i) and (b)) with rights as designated:

Series B Preferred Stock

Section 1. Designation and Amount. The designation of this series of preferred stock shall be “Series B Preferred” at par value \$0.001 per share. The number of authorized shares of Series B Preferred stock is five million (5,000,000).

Section 2. Voting Rights. Except as otherwise required by law, the holder of Series B Preferred stock shall have the following rights:

- (a) Number of Votes: Voting: Except as provided by Wyoming statutes or Section 2(b) below, the holders of Series B Preferred stock shall only vote on matters affecting the Series B Preferred stock’s rights, preferences, and limitations. Series B Preferred stock shall have no other voting rights and shall not vote with common shares with respect to all matters presented to the common share stockholders of the Corporation for their action or consideration.
- (b) Adverse Effects: The Corporation shall not amend, alter, or repeal the preferences, rights, powers, or other terms of the Series B Preferred stock so as to affect adversely the Series B Preferred stock or the holder(s) thereof without the written consent or affirmative vote of 80% of the Series B Preferred shareholders given in writing or by vote in a meeting, consenting or voting (as the case may be) separately as a class.

Section 3. Conversion into common shares. The Series B Preferred Stock shall convert into common shares at a conversion rate of 1 Series B Preferred share to 1,000 common shares. The holders of the Series B Preferred Stock can affect the conversion at any time. The conversion into common is a right and conversion is not required.

Section 4. Dividends, Liquidation. Series B Preferred shares shall be irrevocably tied to the real assets acquired by their issuance and shall be entitled to any dividends in respect thereof; and shall have preferential liquidation rights to the entirety of the real assets acquired by their issuance upon the liquidation, dissolution or winding up of the Corporation. The real assets acquired by issuance of Series B Preferred shares shall be separately accounted for on the books of the corporation as reserved Series B

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Preferred assets. Upon conversion of any percentage portion of the Series B Preferred shares into common shares, that percentage portion of the reserved real assets shall then be accounted as common assets of the corporation. That percentage portion of the Series B Preferred shares that are converted shall be turned into the corporation and cancelled.

Section 5. No Impairment. The Corporation shall not intentionally take any action which would impair the rights and privileges of the Series B Preferred stock set forth herein or the rights of the holders thereof. The Corporation will not, by amendment of its certificate of incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions herein and in the taking of all such action as may be necessary or appropriate in order to protect the rights of the holders of the Series B Preferred Stock against impairment.

Section 6. Replacement Certificate. In the event that the holder of Series B Preferred stock notifies the Corporation that a stock certificate evidencing shares of Series B Preferred Stock has been lost, stolen, destroyed or mutilated, the Corporation shall issue a replacement stock certificate evidencing the Series B Preferred stock identical in tenor and date to the original stock certificate evidencing the Series B Preferred stock, provided that the holder executes and delivers to the Corporation an affidavit of lost stock certificate and an agreement reasonably satisfactory to the Corporation to indemnify the Corporation from any loss incurred by it in connection with such Series B Preferred stock certificates.

NOTE 7 – RELATED PARTY TRANSACTIONS

Paul Knudson is the sole Director, CEO, CFO and Secretary of the Company.

Paul Knudson owns 100% of Xtra Crypto Mining Inc., Austin Homes LLC, The Pines Townhomes LLC (dba The Pines Self Storage), T&L Transport LLC (dba T&L Funding), JR Development LLC, and majority owner of North Allen Avenue LLC. Mary A Veatch is related party and owns Infinity 3 LLC.

Paul Knudson, et.al., is the source of funding, contracts, and facilities used to recapitalize PCLI during the process of rehabilitation from a defunct corporation to a viable, current entity. As such, the following transactions are all related party transactions involving Paul Knudson.

1. Control of PCLI thru acquisition of PCLI Special 2019 Series A Preferred Stock by Xtra Crypto Mining Inc and subsequently, Austin Homes LLC.
2. Wonka 3 and Wonka 4 leases with The Pines Townhomes LLC dba The Pines Self Storage.
3. The Rink Lease and purchase options.
4. The Pines Self Storage Master Lease and purchase options.
5. All convertible loans to PCLI to date from Paul Knudson, Austin Homes LLC, The Pines Townhomes LLC, Mary A Veatch, Infinity 3 LLC, and T&L Transport LLC.
6. Acquisition of interest in North Allen Avenue LLC.
7. Acquisition of JR Development LLC.

NOTE 8 – MANAGEMENT

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The following table sets forth the names and positions of our executive officers who have served during the 2020 fiscal year. Directors will be elected at our annual meeting of stockholders or serve for one year or until their successors are elected and qualify. Officers are elected by the Board and their terms of office are, except to the extent governed by employment contract, at the discretion of the Board.

Name	Position	Appointed	Resignation
Paul Knudson	Director	April 22, 2019	N/A
Paul Knudson	CEO, CFO, Secretary	April 22, 2019	N/A

The Company CEO, Paul Knudson, is compensated \$12,000 per month for his services under an Employment Contract effective April 22, 2019, with an annual incentive bonus equal to 12% of the increased Total Equity. As Company has not generated significant revenue to date and has not paid for these services, compensation is recorded as an Other Current Liabilities – Accrued Salaries – Officers.

NOTE 9 – SECURITY OWNERSHIP AND BENEFICIAL OWNERSHIP BY MANAGEMENT

The following table presents information, to the best of our knowledge, about the beneficial ownership of our common stock as of June 30, 2021, held by those persons known to beneficially own more than 5% of our capital stock and by our directors and executive officers.

Name of Beneficial	Common Stock		Preferred Stock	
	No of Shares	Percentage	No of Shares	Percentage
<i>Directors and Officers</i>				
Paul Knudson, CEO, CFO, Sec, Director	20,000*	.001325%	1	100.00%
Directors & Officers as a Group (1 Person)	20,000	.001325%	1	100.00%

*Includes market purchase of 10,000 shares at \$0.0023 on May 30, 2019, and 10,000 shares purchased at \$0.0003 on October 31, 2019

Other Beneficial Owners

Stephen Carl Bradshaw	90,000,000^	5.963%	0	0.0%
Crystal Falls Investments LLC	90,000,000	5.963%	0	0.0%
Jeff Drapkin	110,000,000	7.288%	0	0.0%
Chris Muneio	85,000,000	5.632%	0	0.0%
Glen Alzate	100,000,000^	6.626%	0	0.0%
Other Beneficial Owners as a Group	475,000,000	31.472%	0	0.0%

^Shares are identified as among the 509,228,968 common shares that were issued in excess of authorized common shares in 2011.

NOTE 10 – CONTINGENCIES & LITIGATION

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During the normal course of business, the Company may be exposed to litigation. When the Company becomes aware of potential litigation, it evaluates the merits of the case in accordance with FASB 450-20-50, Contingencies. The Company evaluates its exposure to the matter, possible legal or settlement strategies and the likelihood of an unfavorable outcome. If the Company determines that an unfavorable outcome is probable and can be reasonably estimated, it establishes the necessary accruals. Company has no active or known pending litigation.

Limitation of Liability of Directors

Pursuant to the Wyoming General Corporation Law, our Articles of Incorporation exclude personal liability for our Directors for monetary damages based upon any violation of their fiduciary duties as Directors, except as to liability, acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or any transaction from which a Director receives an improper personal benefit. This exclusion of liability does not limit any right which a Director may have to be indemnified and does not affect any Directors' liability under federal or applicable state securities laws. We have agreed to indemnify our Directors against expenses, judgments and amounts paid in settlement in connection with any claim against a Director if he acted in good faith and in a manner, he believed to be in our best interests.

NOTE 11 – SUBSEQUENT EVENTS

Subsequent Events have been reviewed thru March 30, 2022, for inclusion in these Disclosures.

Issuer Certification

I, Mr. Paul Knudson, certify that:

1. I have reviewed these unaudited financial statements and notes that accompany the Annual Report disclosure statement of Protocall Technologies Inc. for the year ended December 31, 2021.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: March 30, 2022
Signature: */s/ Paul Knudson*
Name: Mr. Paul Knudson
Title: CFO