

Alternative Reporting Standard: Pink® Basic Disclosure Guidelines

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”) as well as Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws, require issuers to provide *current information* to the public markets. With a view to facilitating compliance with these laws, OTC Markets Group has created these Pink Basic Disclosure Guidelines (“Guidelines”).¹ These Guidelines set forth the disclosure obligations that make up the “Alternative Reporting Standard” for Pink companies. These Guidelines have been designed to encompass the “Catch All” information required in Rule 15c2-11,² however they have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator. We use information provided by companies under these Guidelines to designate the appropriate tier in the Pink Market: Current Information or Limited Information.³

These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice. The information provided by companies under these Guidelines is subject to our [Privacy Policy](#).

Pink Current Information Tier

Companies that make the information described below publicly available on a timely basis may qualify for the Current Information Tier.

Qualification Process:

1. **Subscribe to the OTC Disclosure & News Service:** by submitting an application through [Gateway](#). Allow OTC Markets 2-4 weeks of application processing time.
2. **Upload Initial Disclosure:** Upload the following documents through OTCIQ:
 - **All Quarterly Reports** for Current Fiscal Year – must include Disclosure Statement and Financial Reports listed below
 - **Annual Report** for Most Recently Completed Fiscal Year– must include Disclosure Statement and Financial Reports listed below
 - **Annual Report** for Prior Completed Fiscal Year – must include Financial Reports listed below
 - **Disclosure Statements:** Disclosure information pursuant to these Guidelines for the applicable period. (see the fillable form starting on Page 4).
 - **Financial Statements:** Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited. Required financial statements include:
 - Audit Letter, if audited
 - Balance Sheet
 - Statement of Income
 - Statement of Cash Flows
 - Statement of Retained Earnings (Statement of Changes in Stockholders’ Equity)
 - Notes to Financial Statements

¹ This is not legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements.

² Publication of information pursuant to these Guidelines does not guarantee or ensure that the Company will be designated as having “current information” or eligible for public quotations pursuant to Rule 15c2-11 or any other applicable regulation.

³ OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for the Pink Current Information tier.

3. **Attorney Letter** (only required if not providing audited financials): If financial statements are not audited by a PCAOB registered firm, companies must retain U.S. counsel to review their disclosure and provide a letter to OTC Markets Group with respect to adequate current information by providing the following:
 - Attorney Letter Agreement: The attorney must submit a signed Attorney Letter Agreement according to the [Attorney Letter Agreement Instructions](#). The attorney is required to submit an Attorney Letter Agreement for each company that engages the attorney for the purpose of providing this Letter.
 - Attorney Letter: After a qualified attorney reviews the Disclosure Statement, upload the “Attorney Letter With Respect to Current Information” in accordance with the [Attorney Letter Guidelines](#) through OTCIQ. Attorney Letters must reference all required reports as set forth in Section 2 above.
4. **Verified Profile**: The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors, and service providers; outstanding shares; a business description; contact information; and the name of all company insiders. Company insiders are defined as the beneficial owner of more than 10% of the outstanding units or shares of any class of any equity security of the issuer.
5. **OTC Markets Group Processing of Disclosure**: Allow OTC Markets Group to process the posted documents (typically three to five business days) and provide any comments. Companies will only be evaluated for Current Information once all required documentation has been submitted. A new Attorney Letter is required upon amendment of any referenced report.
6. **Ongoing Disclosure Requirements**: To qualify for Current Information on an ongoing basis, companies must:
 - Upload reports through OTCIQ on the following schedule:
 - Quarterly Report within **45 days** of the quarter end
 - Annual Report within **90 days** of the fiscal year end
 - Attorney Letter within **120 days** of the fiscal year end
 - Maintain a Verified Profile. At least once every six months, review and verify the Company’s profile information through OTCIQ.

Pink Limited Information Tier

Companies that make the information described below publicly available through OTCIQ may qualify for the Limited Information Tier.

7. **Annual Financial Statements**: Companies must upload the below financial statements for a completed Fiscal Year within the past 16 months. Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.
 - Audit Letter, if audited
 - Balance Sheet
 - Statement of Income
 - Statement of Cash Flows
 - Statement of Retained Earnings (Statement of Changes in Stockholders’ Equity)
 - Notes to Financial Statements
8. **Verified Profile**: The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors, and service providers; outstanding shares; a business description; contact information; and the name of all company insiders. Company insiders are defined as the beneficial owner of more than 10% of the outstanding units or shares of any class of any equity security of the issuer.
9. **Ongoing Disclosure Requirements**: To Qualify for Limited Information on an ongoing basis, companies must:
 - Upload reports through OTCIQ on the following schedule:

- Annual Report (including the required financial statements outlined in Item 8) within 120 days of the fiscal year end
- Review and Verify the Company's profile information through OTCIQ at least once every 12 months.

Current Reporting of Material Corporate Events

In addition to the disclosure requirements above, companies are expected to release quickly to the public any news or information regarding corporate events that may be material to the issuer and its securities (including adverse information). Persons with knowledge of such events are considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release **within four (4) business days** following their occurrence and posting such news release through an Integrated Newswire or OTCIQ.⁴

Material corporate events include:

- Entry into or termination of a material definitive agreement
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct financial obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities
- Material impairments
- Sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Amendments to articles of incorporation or bylaws; change in fiscal year
- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure of investor relations, marketing, brand awareness, and stock promotion activities which might reasonably be expected to materially affect the market for its securities or otherwise deemed material by the issuer
- Changes to the company's shell status
- Other events the issuer determines to be material

⁴ "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on <https://www.otcm Markets.com/corporate-services/products/disclosure-and-news-service>

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

**Principal Solar, Inc.
100 Crescent Court Suite 700
Dallas, TX 75201**

**214-885-0032
www.pswwenenergy.com
kt@pswwenergy.com
4911**

QUARTERLY REPORT Q1 2023

For the period ending [MARCH 31, 2023] (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

742,972,035 as of May 22, 2023

650,888,702 as of MARCH 31, 2023

Shell Status

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

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

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;

Yes: ☐ No: ☒

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

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

Principal Solar, Inc. is the successor company to Kupper Parker Communications, Inc.
Formerly -Kupper Parker Communications, Inc. until 5-2011
Formerly- Greenstone Roberts Advertising, Inc. until 10-2000
Formerly – Greenstone Rabasca Roberts, Inc. until 4-1991 The Company was originally incorporated under the name
Greenstone Ad Agency, Inc. and subsequently changed its name to Greenstone Rabasca Advertising until 12-1988

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):

Incorporated in NY until 5-2011. The Company re-domiciled to Delaware and is active.

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

NONE.

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

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

100 Crescent Court Suite 700 Dallas, TX 75201

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

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

SAME ADDRESS.

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

No: ☒ Yes: ☐ If Yes, provide additional details below:

N/A

2) Security Information

(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.

Transfer Agent

Name: Olde Monmouth Stock Transfer Co. Inc.
Phone: (732) 872-2727
Email: matt@oldemonmouth.com
Address: 200 Memorial Pkwy, Atlantic Highlands, NJ 07716

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	PSWW
Exact title and class of securities outstanding:	COMMON
CUSIP:	74255T202
Par or stated value:	\$.01
Total shares authorized:	5,000,000,000 <u>as of date: 3/31/2023</u>
Total shares outstanding:	<u>650,888,702 as of date: 3/31/2023</u>
Total number of shareholders of record:	<u>261 as of date: 3/31/2023</u>

All additional class(es) of publicly quoted or traded securities (if any):

Trading symbol:	N/A
Exact title and class of securities outstanding:	Preferred, including 1,000,000 designated "Series B" Non-Convertible
CUSIP:	N/A
Par or stated value:	\$.01
Total shares authorized:	<u>2,000,000</u> <u>as of date: 3/31/2023</u>
Total shares outstanding:	<u>1,000,000</u> <u>as of date: 3/31/2023</u>
Total number of shareholders of record:	<u>1</u> <u>as of date: 3/31/2023</u>

Trading symbol:	N/A
Exact title and class of securities outstanding:	_____
CUSIP:	_____
Par or stated value:	_____
Total shares authorized:	_____ <u>as of date: _____</u>
Total shares outstanding:	_____ <u>as of date: _____</u>
Total number of shareholders of record:	_____ <u>as of date: _____</u>

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	_____	
CUSIP (if applicable):	_____	
Par or stated value:	_____	
Total shares authorized:	_____	<u>as of date:</u> _____
Total shares outstanding (if applicable):	_____	<u>as of date:</u> _____
Total number of shareholders of record (if applicable):	_____	<u>as of date:</u> _____
Exact title and class of the security:	_____	
CUSIP (if applicable):	_____	
Par or stated value:	_____	
Total shares authorized:	_____	<u>as of date:</u> _____
Total shares outstanding (if applicable):	_____	<u>as of date:</u> _____
Total number of shareholders of record (if applicable):	_____	<u>as of date:</u> _____

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

For Common Equity currently there exists no dividend, and all voting rights are subject to and limited by the Series B Non-Convertible Preferred Stock which represents 80% of all votes at any annual or special meeting of shareholders of the Corporation or action by written consent of shareholders. The Common equity represents 20% of all votes at any annual or special meeting of shareholders of the Corporation or action by written consent of shareholders

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

The Company has issued 1 Million shares of Series B Non-Convertible Preferred Stock which shall vote together with the shares of Common Stock and any other voting securities of the Corporation as a single class and, regardless of the number of shares of Series B Non-Convertible Preferred Stock outstanding and as long as at least one of such shares of Series B Non-Convertible Preferred Stock is outstanding shall represent eighty percent (80%) of all votes entitled to be voted at any annual or special meeting of shareholders of the Corporation or action by written consent of shareholders. Each outstanding share of the Series B Non-Convertible Preferred Stock shall represent its proportionate share of the 80% which is allocated to the outstanding shares of Series B Non-Convertible Preferred Stock.

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

N/A

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

N/A

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End:				*Right-click the rows below and select "Insert" to add rows as needed.														
Opening Balance																		
Date 12/31/2021 Common: 263,141,013 Preferred: 1,000,000																		
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)		Number of Shares Issued (or cancelled)		Class of Securities		Value of shares issued (\$/per share) at Issuance		Were the shares issued at a discount to market price at the time of issuance? (Yes/No)		Individual/ Entity Shares were issued to. *You must disclose the control person(s) for any entities listed.		Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided		Restricted or Unrestricted as of this filing.		Exemption or Registration Type.	
1/12/21		New Issuance		600,000		Common		\$0.01		Yes		GPL Ventures LLC		Conversion of Debt		Unrestricted		Exempt
												Alexander Dillon						
2/19/21		New Issuance		1,000,000		Common		\$0.01		Yes		GPL Ventures LLC		Conversion of Debt		Unrestricted		Exempt
												Alexander Dillon						

<u>1/5/21</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.39</u>	<u>Yes</u>	<u>Donnell Suares</u>	<u>In lieu of payment for legal services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>1/15/21</u>	<u>New Issuance</u>	<u>220,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>1/26/21</u>	<u>New Issuance</u>	<u>220,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>1/28/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Eli Fireman</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/2/21</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/3/21</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/10/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Geller</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/11/21</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Firstfire Global Opportunities Fund LLC</u> <u>Eli Fireman</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/22/21</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>May Davis Partners Acquisition Company LLC</u> <u>Owen May</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/25/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Geller</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>2/25/21</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GS Capital Partners, LLC</u> <u>Gabe Sayegh</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/25/21</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>2/25/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GW Holdings Group, LLC</u> <u>Noah Weinstein</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/9/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/11/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/11/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/15/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Firstfire Global Opportunities Fund LLC</u> <u>Eli Fireman</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/15/21</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GS Capital Partners, LLC</u> <u>Gabe Sayegh</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/17/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>EFRAT Investments LLC</u> <u>Pinny Rotter</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/18/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Geller</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/19/21</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>3/22/21</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/22/21</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>May Davis Partners Acquisition Company LLC</u> <u>Owen May</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/24/21</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>

						<u>Alexander Dillon</u>			
<u>3/24/21</u>	<u>New Issuance</u>	<u>240,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Godfrey Davis Holdings LLC</u> <u>Godfrey Davis</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/25/21</u>	<u>New Issuance</u>	<u>5,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/25/21</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>EFRAT Investments LLC</u> <u>Pinny Rotter</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/31/21</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Firstfire Global Opportunities Fund LLC</u> <u>Eli Fireman</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/1/21</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/1/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>May Davis Partners Acquisition Company LLC</u> <u>Owen May</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/1/21</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/5/21</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>AES Capital Management LLC</u> <u>Eli A Safdieh</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/6/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/6/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Leo's New Company LLC</u> <u>Miguel Santana</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/6/21</u>	<u>New</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>EFRAT</u>	<u>Private</u>	<u>Unrestricted</u>	<u>Exempt</u>

	<u>Issuance</u>					<u>Investments LLC</u> <u>Pinny Rotter</u>	<u>Placement – Corporation</u>		
<u>4/7/21</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/9/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/9/21</u>	<u>New Issuance</u>	<u>1,850,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Firstfire Global Opportunities Fund LLC</u> <u>Eli Fireman</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/9/21</u>	<u>New Issuance</u>	<u>750,000</u>	<u>Common</u>	<u>\$0.1322</u>	<u>Yes</u>	<u>Donnell Suares</u>	<u>In lieu of payment for legal services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/12/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Geller</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>4/13/21</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.10031</u>	<u>Yes</u>	<u>Lazy Jacks Petroleum Co</u> <u>John S Meyer</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/13/21</u>	<u>New Issuance</u>	<u>6,000,000</u>	<u>Common</u>	<u>\$0.10031</u>	<u>Yes</u>	<u>Christopher Scully</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/8/21</u>	<u>New Issuance</u>	<u>4,000,000</u>	<u>Common</u>	<u>\$0.064</u>	<u>Yes</u>	<u>Sycamore Capital</u> <u>Reuel Scott Sanchez</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>5/11/21</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.0502</u>	<u>Yes</u>	<u>Stephen Steen</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Exempt</u>
<u>5/12/21</u>	<u>New Issuance</u>	<u>6,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>5/12/21</u>	<u>New Issuance</u>	<u>6,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>

						<u>Alexander Dillon</u>			
<u>5/14/21</u>	<u>New Issuance</u>	<u>909,090</u>	<u>Common</u>	<u>\$0.0498</u>	<u>Yes</u>	<u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Exempt</u>
<u>5/17/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Eric Stahl</u>	<u>Conversion of Debt</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/1/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Eric Stahl</u>	<u>Conversion of Debt</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/11/21</u>	<u>New Issuance</u>	<u>4,440,670</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/16/21</u>	<u>New Issuance</u>	<u>6,591,332</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/23/21</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Firstfire Global Opportunities Fund LLC</u> <u>Eli Fireman</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/28/21</u>	<u>New Issuance</u>	<u>725,512</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>A Shelter for Cancer Families</u> <u>Melissa Amschwand Bellinger</u>	<u>Charitable Donation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>7/2/21</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Continuation Capital Inc.</u> <u>Paul Winkle</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/9/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.126</u>	<u>Yes</u>	<u>John S Meyer</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>7/9/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.126</u>	<u>Yes</u>	<u>Philip Craig</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>7/9/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.126</u>	<u>Yes</u>	<u>Casey Carmack</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>7/9/21</u>	<u>New</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.126</u>	<u>Yes</u>	<u>Eurasian</u>	<u>In lieu of</u>	<u>Unrestricted</u>	<u>Exempt</u>

	<u>Issuance</u>					<u>Capital</u> <u>Jeff Stone</u>	<u>payment for</u> <u>consulting</u> <u>services</u>		
<u>7/13/21</u>	<u>New</u> <u>Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>\$0.1129</u>	<u>Yes</u>	<u>Donnell Soares</u>	<u>In lieu of</u> <u>payment for</u> <u>legal services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/13/21</u>	<u>New</u> <u>Issuance</u>	<u>950,400</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Granite Global</u> <u>Value</u> <u>Investments</u> <u>LTD</u> <u>Tony Toffolon</u>	<u>Private</u> <u>Placement –</u> <u>Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/22/21</u>	<u>New</u> <u>Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Firstfire Global</u> <u>Opportunities</u> <u>Fund LLC</u> <u>Eli Fireman</u>	<u>Private</u> <u>Placement –</u> <u>Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/26/21</u>	<u>New</u> <u>Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.112</u>	<u>Yes</u>	<u>MNS Moon</u> <u>Group</u> <u>Consulting LTD</u> <u>Andrew De</u> <u>Luna</u>	<u>In lieu of</u> <u>payment for</u> <u>consulting</u> <u>services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/30/21</u>	<u>New</u> <u>Issuance</u>	<u>490,000</u>	<u>Common</u>	<u>\$0.0996</u>	<u>Yes</u>	<u>MNS Moon</u> <u>Group</u> <u>Consulting LTD</u> <u>Andrew De</u> <u>Luna</u>	<u>In lieu of</u> <u>payment for</u> <u>consulting</u> <u>services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/4/21</u>	<u>New</u> <u>Issuance</u>	<u>712,211</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>AES Capital</u> <u>Management</u> <u>LLC</u> <u>Eli A Safdieh</u>	<u>Conversion of</u> <u>Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/5/21</u>	<u>New</u> <u>Issuance</u>	<u>782,121</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures</u> <u>LLC</u> <u>Alexander Dillon</u>	<u>Conversion of</u> <u>Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/11/21</u>	<u>New</u> <u>Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Dr. Gary Farley</u>	<u>Private</u> <u>Placement –</u> <u>Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/12/21</u>	<u>New</u> <u>Issuance</u>	<u>1,875,000</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>AES Capital</u> <u>Management</u> <u>LLC</u> <u>Eli A Safdieh</u>	<u>Private</u> <u>Placement –</u> <u>Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/17/21</u>	<u>New</u> <u>Issuance</u>	<u>302,625</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global</u> <u>Value</u>	<u>Conversion of</u> <u>Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>

						<u>Investments LTD</u> <u>Tony Toffolon</u>			
<u>8/26/21</u>	<u>New Issuance</u>	<u>70,000</u>	<u>Common</u>	<u>\$0.0682</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>9/2/21</u>	<u>New Issuance</u>	<u>3318,223</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>9/8/21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.0673</u>	<u>Yes</u>	<u>Patrick S O'Malley</u>	<u>In lieu of payment for marketing and licensing agreement</u>	<u>Restricted</u>	<u>Exempt</u>
<u>8/31/21</u>	<u>New Issuance</u>	<u>5,612,500</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Godfrey Davis Holdings LLC</u> <u>Godfrey Davis</u>	<u>Private Placement - Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>10/6/21</u>	<u>New Issuance</u>	<u>4,380,054</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>10/25/21</u>	<u>New Issuance</u>	<u>10,202,500</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/18/21</u>	<u>New Issuance</u>	<u>70,000</u>	<u>Common</u>	<u>\$0.0548</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>11/1/21</u>	<u>New Issuance</u>	<u>70,000</u>	<u>Common</u>	<u>\$0.047</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>11/12/21</u>	<u>New Issuance</u>	<u>70,000</u>	<u>Common</u>	<u>\$0.065</u>	<u>Yes</u>	<u>MNS Moon Group</u>	<u>In lieu of payment for</u>	<u>Unrestricted</u>	<u>Exempt</u>

						<u>Consulting LTD</u> <u>Andrew De Luna</u>	<u>consulting services</u>		
<u>12/10/21</u>	<u>New Issuance</u>	<u>21,591,050</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>11/23/21</u>	<u>New Issuance</u>	<u>750,000</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>12/8/21</u>	<u>New Issuance</u>	<u>14,000,000</u>	<u>Common</u>	<u>\$0.0337</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>12/10/21</u>	<u>New Issuance</u>	<u>3,333,333</u>	<u>Common</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Darrell Thomas</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>12/10/21</u>	<u>New Issuance</u>	<u>7,000,000</u>	<u>Common</u>	<u>\$0.0321</u>	<u>Yes</u>	<u>Lindsey Harasta</u>	<u>In lieu of payment for</u>	<u>Restricted</u>	<u>Rule 144</u>

							<u>consulting services</u>		
<u>12/10/21</u>	<u>New Issuance</u>	<u>1,200,000</u>	<u>Common</u>	<u>\$0.0321</u>	<u>Yes</u>	<u>LMJ Holdings, Inc.</u> <u>L. Mychal Jefferson</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>1/24/22</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.022</u>	<u>Yes</u>	<u>Stephen Steen</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>2/23/22</u>	<u>New Issuance</u>	<u>50,000</u>	<u>Common</u>	<u>\$0.00</u>	<u>Yes</u>	<u>Coventry Enterprises, LLC</u>	<u>Inducement to enter into Debt Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/13/22</u>	<u>New Issuance</u>	<u>1,250,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Donzel Cleare</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/13/22</u>	<u>New Issuance</u>	<u>1,250,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Tony Furr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>4/13/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Bumble Bee Capital, LLC</u> <u>Alexandria Beale</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/13/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Marcus Davis</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/13/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>VWB Enterprises, LLC</u> <u>Vincent Beale</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Amanda Cody</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Early Thomas Taylor Jr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Jonathan Slagle</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Justin Ryan Widenhouse</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Marcus Davis</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Norbert Gonzalez</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Tony Furr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>800,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Wealth Solutionz LLC</u> <u>Keith Walden</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Top Build Holding Company LLC</u> <u>Erick Brown</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>8,650,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Bumble Bee Capital, LLC</u> <u>Alexandria</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>

						<u>Beale</u>			
<u>5/4/22</u>	<u>New Issuance</u>	<u>8,650,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>VWB Enterprises, LLC</u> <u>Vincent Beale</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Craig Brown</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>James Terry</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Thomas Gardner</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>1,250,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>David Efird</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>1,250,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>The Satoshi Show, Inc.</u> <u>David Chandler</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>5/6/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Alan Hagel</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Mai Summer Vue</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Angela Roberson</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Darla N Van Putten-Adams</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/1/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>AES Capital Management LLC</u> <u>Eli A Safdieh</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/2/22</u>	<u>New Issuance</u>	<u>601,781</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillion</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>6/6/22</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Quick Capital LLC</u> <u>Eilon Natan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>333,333</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Joseph Wayne Ingram</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Donzel Cleare</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Marcus Davis</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Tony Furr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Candace Dozier-Lee</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>David Efird</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>6/9/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Barry Dale Fisher Jr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Osco E Gardin Jr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Simone T Coleman</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>2,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Justin Ryan Widenhouse</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/10/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Tracy Humphreys</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/10/22</u>	<u>New Issuance</u>	<u>1,333,333</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Omar Robinson</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/10/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Brenda Chunga</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>6/10/22</u>	<u>New Issuance</u>	<u>21,591,050</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/13/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Janice Morrison</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/13/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>International Flavor Holdings</u> <u>Alton Anthony Patterson</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/13/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Marcelline Theodore</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/15/22</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Quick Capital LLC</u> <u>Eilon Natan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/15/22</u>	<u>New Issuance</u>	<u>2,666,666</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>GS Capital Partners, LLC</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>

						<u>Gabe Sayegh</u>			
<u>6/15/22</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>EFRAT Investments LLC</u> <u>Pinny Rotter</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/16/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Barry & Sharon Underwood</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/16/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>William Paton</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Clyde Davis</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Lisa D Mack</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Phertina Mack-Murray</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Ronald G St John</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Sharon E Polite</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Tyrone Forte</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Vanessa Mack</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Verick Arthur</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Victor Steele</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>6/17/22</u>	<u>New Issuance</u>	<u>3,333,333</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Top Build Holding Company LLC</u> <u>Erick Brown</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>6,600,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>VWB Enterprises, LLC</u> <u>Vincent Beale</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/23/22</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Coventry Enterprises LLC</u>	<u>Inducement to enter into Debt Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/16/22</u>	<u>CANCELLATION</u>	<u>-5,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>A Shelter For Cancer Families</u> <u>Melissa Amschwand Bellinger</u>	<u>Cancellation of Shares</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>8/26/2022</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>Malcalm Snell</u>	<u>Consulting Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>11/2/2022</u>	<u>New Issuance</u>	<u>2,171,053</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Issued from Reserve</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>11/2/2022</u>	<u>New Issuance</u>	<u>4,093,985</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Issued from Reserve</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>11/7/22</u>	<u>New Issuance</u>	<u>29,309,210</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Issued from Reserve</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>12/27/2022</u>	<u>New Issuance</u>	<u>30,394,737</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Issued from Reserve</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>1/6/2023</u>	<u>New Issuance</u>	<u>13,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>AJB CAPITAL SIMEON</u>	<u>Commitment Fee</u>	<u>Restricted</u>	<u>Rule 144</u>

						WOHLBERG			
<u>1/9/2023</u>	<u>New Issuance</u>	<u>7,200,000</u>	<u>Common</u>	<u>\$.01</u>	<u>No</u>	AJB CAPITAL SIMEON WOHLBERG		<u>Restricted</u>	<u>Rule 144</u>
<u>1/25/2023</u>	<u>New Issuance</u>	<u>6,666,667</u>	<u>Common</u>	<u>\$.015</u>	<u>No</u>	AME ENTERPRISE S LLC ANDRE ESTER	Private Placement – LLC	<u>UNRESTRICTED</u>	<u>EXEMPT</u>
<u>2/6/2023</u>	<u>New Issuance</u>	<u>100,000,000</u>	<u>Common</u>	<u>\$.001</u>	<u>YES</u>	DARRELL THOMAS	Private Placement – Individual	<u>Restricted</u>	<u>Rule 144</u>
<u>2/7/2023</u>	<u>New Issuance</u>	<u>27,469,200</u>	<u>Common</u>	<u>\$.015</u>	<u>No</u>	COVENTRY ENTERPRISE S LLC JACK BODENSTEIN	DEBT CONVERSION	<u>UNRESTRICTED</u>	<u>EXEMPT</u>
<u>2/9/2023</u>	<u>New Issuance</u>	<u>12,000,000</u>	<u>Common</u>	<u>\$.015</u>	<u>No</u>	AME ENTERPRISE S LLC ANDRE ESTER	Private Placement – LLC	<u>UNRESTRICTED</u>	<u>EXEMPT</u>
<u>2/24/2023</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$.01</u>	<u>NO</u>	DARRELL THOMAS	Private Placement – Individual	<u>Restricted</u>	<u>Rule 144</u>
<u>2/24/2023</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$.01</u>	<u>NO</u>	REGINALD CLARK	Private Placement – Individual	<u>Restricted</u>	<u>Rule 144</u>
<u>2/27/2023</u>	<u>New Issuance</u>	<u>26,666,667</u>	<u>Common</u>	<u>\$.015</u>	<u>NO</u>	KENNETH DAVIDSON HOLDINGS LLC KENNETH DAVIDSON	Private Placement – Corporation	<u>UNRESTRICTED</u>	<u>EXEMPT</u>
<u>03/01/2023</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$.01</u>	<u>NO</u>	HAROLD BARDO	Private Placement – Individual	<u>Restricted</u>	<u>Rule 144</u>
<u>03/02/2023</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$.01</u>	<u>NO</u>	TAURUS VENTURES LLC BRANDI MILFORD	Private Placement – Corporation	<u>Restricted</u>	<u>Rule 144</u>
<u>03/07/2023</u>	<u>New Issuance</u>	<u>16,666,667</u>	<u>Common</u>	<u>\$.015</u>	<u>NO</u>	SUMMIT MOUNTAIN CAPITAL LLC SHAYNE BEAVAN	Private Placement – Corporation	<u>UNRESTRICTED</u>	<u>EXEMPT</u>
<u>03/17/2023</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$.01</u>	<u>NO</u>	T&C	Private	<u>Restricted</u>	<u>Rule</u>

						ADVANCED INNOVATIONS INC TERRENCE SESLEY CEO	Placement – Corporation		144
03/20/2023	New Issuance	7,333,333	Common	\$.015	NO	MESA RISING LLC LISA MESA ROGERS	Private Placement – Corporation	UNRESTRICTED	EXEMPT
Shares Outstanding on Date of This Report:									
Ending Balance:		Ending Balance							
Date 3/31/2023	Common: 650,888,702								
	Preferred: 1,000,000								

that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through March 31, 2023 pursuant to the tabular format above.

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

Subsequent to the quarter ended 3/31/2023, the company has issued a total of 92,083,333 Common stock shares .

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities :

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____

5/21/21	75,146.40	70,560.00	4,586.40	5/21/22 In Default	Final offering price of Company's Regulation A offering	AES Capital Management LLC Eli Safdeh	Working Capital
				_____	_____	_____	_____
3/8/22	212,100.00	210,000.00	2,100.00	3/8/23	Final offering price of	Godfrey Davis Holdings, LLC	Working

					<u>Company's Regulation A offering</u>	<u>Godfrey Davis</u>	<u>Capital</u>
<u>7/10/20</u>	<u>4,188.42</u>	<u>3,500.00</u>	<u>688.42</u>	<u>In default</u>	<u>\$0.0001 per share</u>	<u>GPL Ventures LLC Alexander Dillon</u>	<u>Working Capital</u>
<u>7/30/20</u>	<u>6,175.00</u>	<u>5,000.00</u>	<u>1,175.00</u>	<u>In default</u>	<u>\$0.01 per share</u>	<u>Jeanne Marie Stefonetti</u>	<u>Working Capital</u>
<u>9/10/21</u>	<u>178,333.32</u>	<u>200,000.00</u>	<u>3,333.32</u>	<u>9/10/22 In default</u>	<u>Final offering price of Company's Regulation A offering</u>	<u>Westland Properties LLC Tomer Tal</u>	<u>Working Capital</u>
<u>2/16/22</u>	<u>35,286.88</u>	<u>22,500.00</u>	<u>12,786.88</u>	<u>2/16/23</u>	<u>Final offering price of Company's Regulation A offering</u>	<u>Brandon Wisner</u>	<u>Working Capital</u>
<u>10/28/21</u>	<u>525,000.00</u>	<u>525,000.00</u>	<u>\$35,000</u>	<u>9/20/23</u>	<u>None</u>	<u>AJB Capital Investments LLC Simeon Wohlberg</u>	<u>Working Capital</u>
<u>6/9/22</u>	<u>297,489.64</u>	<u>335,000</u>	<u>(12,454.55)</u>	<u>12/12/22 In Payment Default</u>	<u>None</u>	<u>Adar Funding Marcus Newman</u>	<u>Working Capital</u>
<u>2/14/18</u>	<u>108,250.00</u>	<u>60,000.00</u>	<u>48,250.00</u>	<u>In default</u>	<u>None</u>	<u>Michael Craig Beck</u>	<u>Working Capital</u>
<u>1/30/18</u>	<u>46,350.00</u>	<u>25,000.00</u>	<u>21,350.00</u>	<u>In default</u>	<u>None</u>	<u>Elizabeth S Steinke</u>	<u>Working Capital</u>
<u>07/25/22</u>	<u>25,000.00</u>	<u>50,000.00</u>	<u>25,000</u>	<u>8/15/22 In Default</u>	<u>None</u>	<u>Titan Advance Tyler Katz</u>	<u>Working Capital</u>
<u>5/28/20</u>	<u>15,000.00</u>	<u>30,000.00</u>	<u>0</u>	<u>In default</u>	<u>None</u>	<u>Brandon Wisner</u>	<u>Working Capital</u>

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
(Please ensure that these descriptions are updated on the Company's Profile on www.otcm Markets.com).

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

The Company conducts business through its subsidiary providing consulting in the energy sector, licensing, and commercializing energy related Intellectual Property, and engaging in a selection process and conducting due diligence for future acquisitions.

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

Bayou Road Investments, Nexteal Energy, and E 3 Petroleum

C. Describe the issuers' principal products or services.

The Issuer conducts business through its subsidiaries and their affiliates in the licensing and acquisition of Energy

Related Intellectual Property for commercialization

5) Issuer's Facilities

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

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

The Issuer leases office space on a month-to-month basis from an Executive Suite Service.

6) Officers, Directors, and Control Persons

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

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>K. Bryce Toussaint</u>	<u>Officer and Director</u>	<u>FORT WORTH, TX</u>	<u>26,274,870</u> <u>shares</u> <u>100%</u> <u>owned by</u> <u>K. Bryce Toussaint</u>	<u>Common</u>	<u>6%</u>	<u>N/A</u>
<u>K. Bryce Toussaint</u>	<u>Officer and Director</u>	<u>FORT WORTH, TX</u>	<u>1,000,000</u>	<u>Non-Convertible</u> <u>Preferred</u>	<u>100%</u>	<u>N/A</u>

				= <u>Series B</u>		
<u>Anthony Lerner</u>	<u>Officer and Director</u>	HOUSTON, TX	<u>20,000,000</u>	Common	<u>4%</u>	<u>N/A</u>
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

7) Legal/Disciplinary History

A. 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.

In November 2022, the SEC Initiated an ADMINISTRATIVE action against the Company alleging violations of Section 5 of the 1933 Act arising out of the Company's first Regulation A offering (SEC File No. 024-11253). As of May 2023, the Company has elected to settle the matter with the SEC and pay a fine of \$40,000 and cease and desist from committing or causing any violations and any future violations of Sections 5(a) and 5(c) of the 1933 Act.

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Eric Newlan
Firm: Newlan Law Firm, PLLC
Address 1: 2201 Long Prairie Road
Address 2: Flower Mound, TX
Phone: 940-367-6154
Email: eric@newlanpllc.com

Accountant or Auditor

Name: Victor Mokuolu
Firm: Victor Mokuolu, CPA PLLC
Address 1: 8990 Kirby Dr. Ste 220
Address 2: Houston, TX 77054
Phone: 713-588-6622
Email: ask@vmcpafirm.com

Investor Relations

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

All other means of Investor Communication:

Twitter: _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] _____

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

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

9) Financial Statements

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

- ☐ IFRS
☒ U.S. GAAP

B. The following financial statements were prepared by (name of individual)⁶:

Name: K. Bryce Toussaint
Title: Chief Executive Officer and Interim Chief Financial Officer
Relationship to Issuer: Board Director

Describe the qualifications of the person or persons who prepared the financial statements: **MBA, CPA**
Texas CPA License #079652

Provide the following financial statements 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.

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

Important Notes:

- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- All financial statements for a fiscal period must be published together with the disclosure statement in one Annual or Quarterly Report.

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, K. BRYCE TOUSSAINT certify that:

1. I have reviewed this Quarterly Disclosure Statement for the period ended 3/31/2023 for PRINCIPAL SOLAR, INC.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

⁶ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

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.

5/22/2023 [Date]

/s/ K. Bryce Toussaint [CEO's Signature]

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

Principal Financial Officer:

I, K. BRYCE TOUSSAINT certify that:

1. I have reviewed this Quarterly Disclosure Statement for the period ended 3/31/2023 for PRINCIPAL SOLAR, INC.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

5/22/2023 [Date]

/s/ K. Bryce Toussaint [CFO's Signature]

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

PRINCIPAL SOLAR INC

MARCH 31, 2023

UNAUDITED FINANCIAL STATEMENTS

FIRST QUARTER 2023

BALANCE SHEET

	March 31, 2023	December 31, 2022
	<u>(Unaudited)</u>	<u>(Unaudited)</u>
ASSETS		
CURRENT ASSETS		
Cash in Bank	\$ 8,721	\$ 27,005
Loan Origination Fees		
TOTAL CURRENT ASSETS	8,721	27,005
NON-CURRENT ASSETS		
Note Receivable – Related Party	1,000,000	1,000,000
Interest Receivable	260,000	240,000
Equity Investments	3,001,491	3,001,491
Investment in Joint	700,000	
Investment in Oil & Gas Lease	767,347	767,347
TOTAL ASSETS	\$ <u>5,737,559</u>	\$ <u>5,450,843</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Accounts Payable and Accrued Expenses	\$ 550,803	503,574
Notes Payable and Accrued Interest	905,771	885,268
Discount on Notes Payable	(19,920)	(19,920)
Convertible Notes Payable and Accrued Interest	312,591	512,591
TOTAL CURRENT LIABILITIES	1,749,245	1,881,513
Mediation Settlement Payable	215,062	215,062
Liabilities arising from Reverse Merger	1,003,839	1,003,839
TOTAL LIABILITIES	<u>\$2,968,146</u>	<u>\$ 3,100,414</u>
STOCKHOLDERS' EQUITY		
Preferred Stock: \$0.01 par value; 2,000,000 shares authorized; 1,000,000 designated as Series B issued and outstanding at March 31, 2023 and December 31, 2022, respectively	10,000	10,000
Common Stock: \$0.01 par value; 5,000,000,000 shares authorized; 650,888,702 and 449,886,168 shares issued and outstanding at March 31, 2023 and December 31, 2022, respectively		
Additional paid-in-capital	42,023,337	42,176,269
Accumulated Deficit	(44,802,750)	(44,334,702)
TOTAL EQUITY	2,769,413	2,350,429
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$5,737,559</u>	<u>\$ 5,450,843</u>

STATEMENTS OF OPERATIONS

(Unaudited)

For the Three Months Ended
March 31,

	2023	2022
REVENUE	\$ —	—
OPERATING EXPENSE		
General and Administrative Expenses	150,351	420,659
OPERATING LOSS	150,351	420,659
OTHER (INCOME)/EXPENSE		
Interest Income	20,000	20,000
Interest Expense	337,697	218,530
Total Other (Income) Expense	317,697	198,530
NET LOSS FOR PERIOD	\$ 468,048	\$619,189
Net (loss) per share attributable to common stockholders, basic and diluted	\$0.00	0.00
Weighted average shares outstanding, basic and diluted	522,771,307	265,394,902

PRINCIPAL SOLAR
STATEMENT OF EQUITY
MARCH 31, 2023

	Number of Shares	Amount	Number of Shares	Amount	Additional Paid-in Capital	Accumulated Deficit	Total
Balance, March 31, 2022	<u>1,000,000</u>	<u>\$ 10,000</u>	<u>266,191,013</u>	<u>\$ 2,661,911</u>	<u>\$ 40,462,432</u>	<u>\$ (41,431,046)</u>	<u>\$ 1,703,296</u>
Common Stock Issued – Private	—	—	95,433,339	954,333	404,777	—	1,359,110
Placement Common Stock Issued - Debt Conversion	—	—	22,192,831	221,928	107,955	—	329,881
Net Income/(Loss)	—	—	—	—	—	—	(1,758,591)
Balance, June 30, 2022	<u>1,000,000</u>	<u>\$ 10,000</u>	<u>338,817,183</u>	<u>\$ 3,838,172</u>	<u>\$ 40,975,164</u>	<u>\$ (43,189,637)</u>	<u>\$ 1,633,669</u>
Common Stock			100,000	\$ 1,000	\$ 99,000		100,000
Net Income/(Loss)							
Balance, September 30, 2022	<u>1,000,000</u>	<u>\$10,000</u>	<u>339,817,183</u>	<u>\$ 3,398,172</u>	<u>\$ 41,074,164</u>		<u>\$44,482,336</u>
Common Stock			110,068,985	\$ 1,100,690	\$ 1,102,105		
Annual Net Income/(Loss)						(3,575,060)	
Balance, December 31, 2022	<u>1,000,000</u>	<u>\$10,000</u>	<u>449,886,168</u>	<u>\$ 4,498,862</u>	<u>\$ 42,176,269</u>	<u>(44,334,702)</u>	<u>\$ 2,350,429</u>
Common Stock			201,002,535	\$ 2,010,025			
Net Income/(Loss)						(468,048)	
Balance, March 31, 2023	<u>1,000,000</u>	<u>\$10,000</u>	<u>650,888,703</u>	<u>\$ 6,508,887</u>	<u>\$ 42,023,337</u>	<u>(44,802,750)</u>	<u>\$3,739,474</u>

PRINCIPAL SOLAR, INC.

Financial Footnotes

NOTE 1 – THE COMPANY

Principal Solar, Inc. ("PSI", the "Company", "our", "us", or "we") was incorporated on July 8, 2010, under the laws of the State of Texas and became a New York corporation upon consummation of a reverse merger. On March 7, 2011, the Company was acquired by Kupper Parker Communications, Inc. ("KPCG"), then a public shell company, in a reverse merger transaction whereby KPCG merged with and into PSI, with KPCG remaining as the surviving corporation and PSI becoming a wholly owned subsidiary of KPCG. In connection with the merger, the Company changed its corporate name from "Kupper Parker Communications, Inc." to "Principal Solar, Inc.". In accordance with the terms of this transaction, the shareholders of PSI exchanged all of their shares of PSI's \$0.01 par value common stock ("Common Stock") for shares of KPCG common stock that, immediately following the transaction, represented approximately 82 percent of the issued and outstanding Common Stock of the Company.

In September 2012, the Company was re-domiciled to Delaware. The Company was authorized to issue 300,000,000 shares of Common Stock with a par value of \$0.01 per share and 100,000,000 shares of preferred stock with a par value of \$0.01 per share ("Preferred Stock"). In April 2016, the Company amended its Certificate of Incorporation reducing authorized shares to 15,000,000 shares of Common Stock and 2,000,000 shares of Preferred Stock. Par value of \$0.01 per share remained unchanged. In November 2019, the Board of Directors adopted a new series of 1,000,000 shares of \$0.01 par value Preferred Stock ("Series B Preferred Stock"). In January 2020, the Company amended its Certificate of Incorporation increasing authorized shares to 1,000,000,000 shares of Common Stock and 2,000,000 shares of Series B Preferred Stock. Par value of \$0.01 per share remained unchanged. Principal Solar, Inc. is traded on the OTCPink® market under the symbol "PSWW", but trading activity has waned since mid-2016.

Principal Solar's operations are derived from its subsidiary company – Bayou Road Investments. Bayou Road Investments seeks to acquire licenses for patented technology, primarily in the "Green Energy" Sector, and to subsequently monetize these technologies.

Business

Historically, our business plan has been to acquire, build, own, and operate profitable, large-scale solar generation facilities (collectively, "solar development"). The Company has failed to secure sufficient project financing to build large-scale solar generation facilities as planned and is not considering any new large utility-scale solar projects at this time. The Company has re-focused its business strategy to invest in organizations and technologies that support next-generation opportunities in traditional, renewable, and clean energy sectors as well as an acquirer and operator of undervalued petroleum-producing properties.

Basis of Presentation

The accompanying financial statements have been prepared in accordance with generally accepted accounting principles in the U.S. ("GAAP") and the rules of the Securities and Exchange Commission. In the opinion of management, all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of the periods presented have been reflected herein.

Going Concern - The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As of September 30, 2022, the Company has an accumulated deficit of approximately \$44 million, and the Company has had negative cash flows from operations since inception. Its ability to continue as a going concern is dependent upon the ability of the Company to potentially develop and execute upon its business strategy, and raise capital. The company will need to raise capital in order to fund its operations. This need may be adversely impacted by uncertain market conditions. To address its financing requirements, the company will seek financing through debt and equity financings.

The outcome of these matters cannot be predicted with any certainty at this time and raise substantial doubt that the Company will be able to continue as a going concern. These financial statements do not include any adjustments to the amounts and classification of assets and liabilities that may be necessary should the Company be unable to continue as a going concern.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Fair Value

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 on the measurement date. We believe the carrying values of our current assets and current liabilities approximate their fair values, and the carrying value of our notes payable approximate their estimated fair value for debts with similar terms, interest rates, and remaining maturities currently available to companies with similar credit ratings.

All related party transactions are evaluated by our officers and/or Board of Directors who take into account various factors, including their fiduciary duty to the Company; the relationships of the related parties to the Company; the material facts underlying each transaction; the anticipated benefits to the Company and related costs associated with such benefits; and the terms the Company could receive from an unrelated third party. Despite this review, related party transactions may not be recorded at fair value.

Use of Estimates

The preparation of our financial statements in accordance with U.S. GAAP requires us, on an ongoing basis, to make significant estimates and judgments that affect the reported values of assets, liabilities, revenues, expenses and related disclosure of contingent assets and liabilities. We base our estimates on historical experience and on various other assumptions we believe are reasonable under the circumstances, the results of which form the basis for our conclusions. Actual results may differ from these estimates under different assumptions or conditions. Such differences could have a material impact on our future financial position, results of operations, and cash flows.

Intangible Assets

Goodwill and indefinite-lived intangible assets are not subject to amortization but are tested for impairment annually or more often whenever events or circumstances change, such as a significant adverse change in the economic climate that would make it more likely than not that impairment may have occurred. If the carrying value of goodwill or an indefinite-lived intangible asset exceeds its fair value, an impairment loss is recognized. Intangible assets with finite lives are recorded at cost less accumulated amortization. Finite-lived tangible assets are amortized on a straight-line basis over the expected useful lives of the respective assets.

Cash and Cash Equivalents

We consider cash, deposits, and short-term investments with original maturities of three months or less as cash and cash equivalents.

Equity Transaction Fair Values

The estimated fair value of our Common Stock issued in share-based payments is measured by the more relevant of (1) the prices received in private placement sales of our stock or (2) the Company's publicly quoted market price. We estimate the fair value of simple warrants and stock options when issued or, in the case of issuances to non-employees, when vested, using the Black-Scholes option-pricing ("Black-Scholes") model that requires the input of subjective assumptions. When valuing more complex warrants, options, or other derivative equity instruments, we use a binomial lattice-based option pricing model or Monte Carlo option pricing model, whichever management deems more appropriate under the circumstances. Recognition in stockholders' equity and expense of the fair value of stock options awarded to employees is on a straight-line basis over the requisite service period. Subsequent changes in fair value are not recognized.

Net Loss per Share

Basic net income or loss per share is computed by dividing the net income or loss for the period by the weighted average number of shares of Common Stock outstanding for the period. Diluted income per share reflects the potential dilution of derivative securities by including other potential issuances of Common Stock including shares to be issued upon exercise of options and warrants and upon conversion of convertible debt. Potentially dilutive shares are not included in the event of a loss as the effect of doing so would be anti-dilutive.

NOTE 3 - LIABILITIES ARISING FROM REVERSE MERGER

Liabilities arising from the reverse merger represent long term real estate leases which had been abandoned, general unsecured liabilities, commercial liens, and tax liens filed with various states all associated with the Company's pre-reverse merger operations, which were unknowingly assumed in the March 2011 reverse merger transaction. The statute of limitations for most of such liabilities is five years and for most liens is ten years, subject to renewal at the lien holders' option, depending upon the jurisdiction. Although the liens accrue interest at between 8% and 12% per year, the Company has ceased accruing interest as it believes the liability recorded to date is adequate to cover the ultimate claims that may, one day, be presented. Liabilities not associated with a lien have been accrued based upon management's estimation of the amount to be paid. Liabilities associated with a lien have been accrued at face value. Management believes all such liabilities have been indemnified by Pegasus Funds, LLC (and/or its affiliates or related parties, "Pegasus") to which (including its assigns) the Company issued 534,654 shares of its common stock as part of the reverse merger transaction. However, as the Company is obligor, the Company has recorded the liability. To date, only one lien holder has approached the Company concerning payment. Such lien holder is pursuing the former management of the Company first through litigation. To the extent such lien holder recovers the liability from the former management, the lien against the Company will be reduced.

NOTE 4 - NOTES PAYABLE

Arowana Note

On August 20, 2015, the Company issued a promissory note and security agreement to Arowana in the original principal amount of \$1.6 million. The note matured on December 31, 2016 and had simple interest at the rate of 6% per annum (the "Arowana Note").

On March 2, 2017, the Company issued to Arowana a promissory note in the amount of \$208 thousand to replace the earlier note. The replacement note bore interest at a rate of 10% per annum and is unsecured. The replacement note was payable in installments of \$5,000 per month, beginning on the effective date of the note and each month thereafter with a balloon payment of \$181 thousand due on September 30, 2017. The Company missed the final payment and the note went into default. In default, the interest rate increased to 12% per annum calculated retroactively to the original date of the note.

On December 7, 2018, the District Court of Dallas County Texas issued a judgment against the Company in the amount of \$215 thousand to include unpaid principal, pre-judgment interest, plaintiff's attorney fees, and court expenses. The court also ordered the Company to pay plaintiff's stated attorney fees in punitive amounts in the event of an appeal, which is not anticipated at this time. As of March 31, 2022, the judgment amount has not been paid in full. The Company has attempted to contact the judgment holder but the attorney representing the judgment holder no longer represents such holder and the judgment holder has not been responsive. No collection efforts have been made on the judgment.

AJB Capital Note

On October 1, 2021, the Company issued a promissory note to AJB Capital Investments, LLC in the original principal amount of \$350,000. The note matures on October 1, 2022. The note was issued at a 10% discount. The note is convertible only if an event of default occurs. As of March 31, 2023, The Note has been restructured and the new balance is \$525,000 and calls for payment at or before September 20, 2023.

Other Short-Term Funding

As of March, 2023, the Company utilized short-term funding options with payments due daily and maturity dates ranging from 30 to 200 days. The balance remaining on this collective funding is approximately \$420,000. All Short Term - Funding Notes are currently in Default.

CONVERTIBLE NOTES

GPL Convertible Debenture

On July 10, 2020, the Company issued a convertible promissory note to GPL in the original principal amount of \$3,500. The note matured on July 10, 2021. The note carries a 10% interest rate and has a convertible feature that allows the note to be converted at any time at share price of \$0.0001. The Note is currently in default.

Steffonetti Convertible Debenture

On July 30, 2020, the Company issued a convertible promissory note to Jeanne Marie Steffonetti in the original principal amount of \$5,000. The note matured on July 30, 2021. The note carries a 12% interest rate and has a convertible feature that allows the note to be converted at any time at \$0.01 per share. The Note is currently in default.

Granite Global Convertible Debenture

On June 7, 2021, the Company issued a convertible redeemable note to Granite Global Value Investments Ltd. in the original principal amount of \$112,500. The note matured on June 7, 2022. The note carried a 6% interest rate and had a convertible feature that allowed the note to be converted at the final offering price of the Company's Regulation A offering when qualified. During 2021, this note was fully converted into 1,253,025 shares of our Common Stock at \$0.10 per share. In addition, this note included an inducement offering of 4,440,670 shares of our Common Stock which were issued in 2021.

On August 23, 2021, the Company issued a convertible redeemable note to Granite Global Value Investments Ltd. in the original principal amount of \$250,000. The note matures on August 23, 2022. The note carries a 6% interest rate and has a convertible feature that allows the note to be converted at the final offering price of the Company's Regulation A offering when qualified. During 2021, this note was fully converted into 3,318,223 shares of our Common Stock at \$0.08 per share.

On September 22, 2021, the Company issued a convertible redeemable note to Granite Global Value Investments Ltd. in the original principal amount of \$330,000. The note matures on September 22, 2022. The note carries a 6% interest rate and has a convertible feature that allows the note to be converted at the final offering price of the Company's Regulation A offering when qualified. During 2021, this note was fully converted into 4,380,054 shares of our Common Stock at \$0.08 per share.

On October 14, 2021, the Company issued a convertible redeemable note to Granite Global Value Investments Ltd. in the original principal amount of \$770,000. The note matures on October 14, 2022. The note carries a 6% interest rate and has a convertible feature that allows the note to be converted at the final offering price of the Company's Regulation A offering when qualified. During 2021, this note was fully converted into 10,202,500 shares of our Common Stock at \$0.08 per share.

On November 19, 2021, the Company issued a convertible redeemable note to Granite Global Value Investments Ltd. in the original principal amount of \$2.1 million. The note matures on November 19, 2022. The note carries a 24% interest rate and has a convertible feature that allows the note to be converted at the final offering price of the Company's Regulation A offering when qualified. Approximately \$1.7 million of this note has been converted into 43,182,100 shares of our Common Stock at \$0.0475 per share. As of December 31, 2022, the note has been fully converted.

AES Capital Management Convertible Debentures

On June 14, 2021, the Company issued a convertible redeemable note to AES Capital Management in the original principal amount of \$70,560. The note matured on June 14, 2022. The note carried a 6% interest rate and has a convertible feature that allows the note to be converted at the final offering price of the Company's Regulation A offering when qualified. The Note is currently in Default.

On November 18, 2021, the Company issued a convertible redeemable note to AES Capital Management in the original principal amount of \$78,400. The note matures on November 18, 2022. The note carries a 6% interest rate and has a convertible feature that allows the note to be converted at \$0.01 per share. During 2022, this note was fully converted into 71,211 shares of our Common Stock at \$0.10 per share. The note is currently in default.

Westland Properties Convertible Debenture

On September 10, 2021, the Company issued a convertible redeemable note to Westland Properties in the original principal amount of \$200,000. The note matures on September 10, 2022. The note carries a 2% interest rate and has a convertible feature that allows the note to be converted at the final offering price of the Company's Regulation A offering when qualified. The note is currently in Default.

Wisner Convertible Debenture

On February 16, 2022, the Company issued a convertible redeemable note to Brandon Wisner in the original principal amount of \$62,500. The note matures on February 16, 2023. The note carries a 2% interest rate and has a convertible feature that allows the note to be converted at the final offering price of the Company's Regulation A offering when qualified. The note is currently in Default.

Godfrey Davis Convertible Debenture

On March 8, 2022, the Company issued a convertible redeemable note to Godfrey Davis Holdings, LLC in the original principal amount of \$210,000. The note matures on March 8, 2023. The note carries a 2% interest rate and has a convertible feature that allows the note to be converted at the final offering price of the Company's Regulation A offering when qualified. The note is currently in Default.

Coventry Convertible Debenture

On June 24, 2022, the Company issued a convertible redeemable note to Coventry Enterprises LLC in the original principal amount of \$150,000. The note matures on June 24, 2023. The note was issued with an original discount of 20%. The note carries a 10% interest rate and has a convertible feature that allows the note to be converted at the final offering price of the Company's Regulation A offering when qualified. This note was converted in full during the first quarter of 2023 for a total of 27,469,200 shares issued by the company.

NOTE 5 – INVESTMENT

Investment in Double H

In February 2021, the Company made its first of a series of investments in Double H Services, LLC ("Double H"), an Oklahoma-based company currently providing contracted oilfield services to 16 companies. As of March 31, 2023, the Company's cumulative investment in Double H was \$222,500.

Investment in Lazy Jacks Petroleum

In March 2021, the Company made its first of a series of investments into a Joint Venture with Lazy Jacks Petroleum ("Lazy Jacks"), a company having over 20 years of combined experience working in the Texas Oil Patch and specialized in bringing orphaned wells back to economical production. As of March 31, 2023, the Company's cumulative investment in Lazy Jacks was \$533,750. We have also invested \$83,597 in mineral rights of various wells.

Investment in Apollo LTMS a division of IntelliMedia

In April 2021, the Company made its first of a series of investments in Apollo LTMS a division of IntelliMedia Networks Inc. ("IntelliMedia"), a U.S. based company committed to the delivery of world-class media delivery solutions for customers worldwide. As of March 31, 2023, the Company's cumulative investment in IntelliMedia was \$420,000. This agreement was rescinded December 27, 2021 and the investment was replaced with a note receivable from IntelliMedia.

Investment in E-Truck Transportation

In April 2021, the Company made its first of a series of investments in eTruck Transportation ("eTruck"), an industry-leading heavy electric vehicle conversion company. As of March 31, 2023, the Company's cumulative investment in eTruck was \$1,525,000.

Investment in IPLTech Electric

In July 2021, the Company made its first of a series of investments in IPLTech Electric ("IPLT"), an innovative developer of pure electric, heavy duty commercial goods carriers with wide-ranging applications in mines, ports, infrastructure development, construction, and inter-warehouse goods transportation. As of March 31, 2023, the Company's cumulative investment in IPLT Licensing agreement was \$380,000.

NOTE 6 – CAPITAL STOCK

Preferred Stock

As of September 30, 2022, the Company has authorized 500,000 shares of \$.01 par value Class A Preferred Stock with none outstanding. As of September 30, 2022, the Company has authorized 2,000,000 shares of \$.01 par value Class B Preferred Stock with 1,000,000 shares issued and outstanding.

Class B Preferred Stock - Except as otherwise required by law or by the Articles of Incorporation and the outstanding shares of Series B Non-Convertible Preferred Stock shall vote together with the shares of Common Stock and other voting securities of the Corporation as a single class and, regardless of the number of shares of Series B Non-Convertible Preferred Stock outstanding and as long as at least one of such shares of Series B Non-Convertible Preferred Stock is outstanding shall represent eighty percent (80%) of all votes entitled to be voted at any annual or special meeting of shareholders of the Corporation or action by written consent of shareholders. Each outstanding share of the Series B Non-Convertible Preferred Stock shall represent its proportionate share of the 80% which is allocated to the outstanding shares of Series B Non-Convertible Preferred Stock.

Common Stock

As of May 22, 2023, the Company had authorized 5,000,000,000 shares of \$.01 par value Common Stock, and it trades on the OTC Pink ® under the symbol "PSWW." Holders of our Common Stock are entitled to one vote per share and receive dividends or other distributions when, and if, declared by our Board of Directors.

Common Stock Issuances

During the first three months of 2023, we issued 201,002,534 common shares in lieu of payments to consultants, for the conversion of debt, and common shares issued to investors.

NOTE 7 – PROMISSORY NOTES PAYABLE (BAYOU ROAD ACQUISITION)

Term Notes Payable arising from the acquisition of Bayou Road Investments consisted of the following:

	<u>March 31, 2023</u>	<u>December 31, 2021</u>
Note 1 – Unsecured Note Payable; Original Issue date January 2018; Interest at 20%	\$ ---	\$25,000
Note 2 – Unsecured Note Payable; Original Issue date January 2018; Interest at 20%	\$25,000	\$25,000
Note 3 – Unsecured Note Payable; Original Issue date February 2018; Interest at 20%	\$50,000	\$50,000
Note 4 – Unsecured Note Payable; Original Issue date December 2014; Interest at 17%	\$ —	\$250,000
Total Notes Payable	<u>\$75,000</u>	<u>\$350,000</u>

Accrued interest payable at March 31, 2023 was \$128,850. The Company is in default on all notes.

NOTE 8 – NOTE RECEIVABLE - RELATED PARTY

On December 27, 2019, the Company closed an acquisition with an entity (Bayou Road Investments, Inc.) that was owned by the Company's Interim Chief Executive Officer and majority shareholder, K. Bryce Toussaint. The entity held a \$1,000,000 promissory note receivable from a Company majority owned by the Company's Interim CEO, accruing interest of 8% per annum, payable to the Company. No payments have been made on the promissory note to date.

NOTE 9 - SUBSEQUENT EVENTS

The Company has evaluated all events that occurred after the balance sheet date through the date when the financial statements were issued to determine if they must be reported. The following events and transactions occurred after March 31, 2023.

- a. In April of 2023, The company settled its outstanding obligations to Tokata Oil Recovery, under its licensing agreement with Tokata. The settlement calls for the issuance of 30 million restricted shares and mutual release of both parties of any and/or all current and future claims.