

ENCOUNTER CARE SOLUTIONS, INC. AND SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

March 31, 2024

ENCOUNTER CARE SOLUTIONS, INC. AND SUBSIDIARIES
March 31, 2024

CONSOLIDATED FINANCIAL STATEMENTS

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To Management
Encounter Care Solutions Inc. and Subsidiaries
Palm Beach Gardens, FL

Management is responsible for the accompanying consolidated financial statements of Encounter Care Solutions Inc. and subsidiaries (a corporation), which comprise the consolidated balance sheet as of March 31, 2024, and the related consolidated statement of operations and changes in stockholders' deficit and cash flows for the period then ended, and the related notes to the financial statements in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the consolidated financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. We do not express an opinion, a conclusion, nor provide any assurance on these consolidated financial statements.

We are not independent with respect to Encounter Care Solutions Inc. and Subsidiaries.

Pybus & Company, P.A.

Pybus & Company, P.A.
Stuart, FL
May 8, 2024

Encounter Care Solutions, Inc. and Subsidiaries
Consolidated Balance Sheets
(unaudited)

ASSETS

	March 31, 2024	June 30, 2023
Current Assets		
Cash	\$ 26,298	\$ 65,280
Accounts receivable, net	80,619	-
Prepaid expense	17,589	-
Total Current Assets	<u>124,507</u>	<u>65,280</u>
Land, Property and Equipment, net of depreciation	35,081,683	-
Other Assets		
Deposits	265	200,000
Equity and other investments	595,900	565,136
Intangibles	852,929	118,914
Total Other Assets	<u>1,449,094</u>	<u>884,050</u>
TOTAL ASSETS	<u><u>\$ 36,655,284</u></u>	<u><u>\$ 949,330</u></u>
LIABILITIES & STOCKHOLDERS' EQUITY (DEFICIT)		
Current Liabilities		
Accounts payable and accrued expenses	\$ 2,574,289	\$ 33,397
Deferred revenues	14,472	-
Common stock issued in excess of authorized shares	19,501	19,501
Mortgage note payable, net of deferred loan costs	17,975,065	-
Convertible notes payable - related party	253,486	250,666
Notes payable - related party	1,168,430	1,289,314
Total Current Liabilities	<u>22,005,244</u>	<u>1,592,878</u>
Long-Term Liabilities		
Mortgage note payable, net of deferred loan costs	8,714,663	-
Accrued interest payable on mortgage note	502,500	-
Total Long-Term Liabilities	<u>9,217,163</u>	<u>-</u>
TOTAL LIABILITIES	31,222,407	1,592,878
COMMITMENTS & CONTINGENCIES		
Stockholders' Equity (Deficit)		
Preferred stock, par value \$.001, 10,000,000 shares authorized, and 0 issued.	-	-
Common stock, par value \$.001, 140,000,000 shares authorized, 98,507,806 and 87,571,467, issued and outstanding at March 31, 2024 and June 30, 2023, respective	79,007	68,070
Additional paid-in capital	46,832,590	39,415,768
Common stock to be issued	542	542
Accumulated deficit	(41,479,262)	(40,127,928)
Total Stockholders' Equity (Deficit)	<u>5,432,877</u>	<u>(643,548)</u>
TOTAL LIABILITIES & STOCKHOLDERS' EQUITY (DEFICIT)	<u><u>\$ 36,655,284</u></u>	<u><u>\$ 949,330</u></u>

See accompanying notes and accountants' compilation report

Encounter Care Solutions, Inc. and Subsidiaries
Consolidated Statements of Operations
(unaudited)

	For the Nine Month Periods Ended	
	March 31, 2024	March 31, 2023
Revenues		
Additive sales and service	\$ 131,778	\$ 82,773
Other revenues	321,638	292,380
Total Revenues	<u>453,417</u>	<u>375,153</u>
Cost of Goods Sold		
Cost of goods sold	135,801	166,704
Gross Profit	<u>317,615</u>	<u>208,449</u>
Expenses		
General and administrative	236,325	183,476
Payroll	333,351	217,933
Professional fees & consulting	491,413	1,247,908
Total Expenses	<u>1,061,089</u>	<u>1,649,317</u>
(Loss) from Operations	<u>(743,474)</u>	<u>(1,440,868)</u>
Other Income (Expenses)		
Other Interest expense	(80,119)	(95,259)
Interest expense on mortgage note	(539,628)	-
Rental income	11,887	-
Total Other Income (Expense)	<u>(607,860)</u>	<u>(95,259)</u>
Net Profit (Loss) Before Provision for Income Taxes	<u>(1,351,334)</u>	<u>(1,536,127)</u>
Provision for income taxes	-	-
Net Profit (Loss)	<u>\$ (1,351,334)</u>	<u>\$ (1,536,127)</u>
Basic and Diluted Earnings (Loss) per Share	\$ (0.01)	\$ (0.02)
Weighted average number of common shares - basic and diluted	<u>90,143,303</u>	<u>86,957,389</u>

See accompanying notes and accountants' compilation report

Encounter Care Solutions, Inc. and Subsidiaries
Consolidated Statements of Changes in Stockholders' Equity (Deficit)
For the Nine Month Periods Ended March 31, 2024 and March 31, 2023

(unaudited)

For the nine month Period Ended March 31, 2023							
Preferred stock		Common stock		Common stock to be issued	Additional paid-in capital	Accumulated deficit	Total stockholders' deficit
Shares	Amount	Shares	Amount	Amount			
Balance at June 30, 2022	\$	65,028,901	\$ 64,487	\$ 542	\$ 37,282,110	\$ (38,181,672)	\$ (834,533)
Stock issued for cash		2,662,243	2,662		1,426,071		1,428,733
Stock issued for services-third party		306,500	306		168,269		168,575
Contributed capital on noninterest bearing notes					92,481		92,481
Net loss for the nine month period ended March 31, 2023						(1,536,127)	(1,536,127)
Balance at March 31, 2023	\$	67,997,644	\$ 67,455	\$ 542	\$ 38,968,931	\$ (39,717,799)	\$ (680,871)

1	67,997,644	
	19,501,745	
	(542,000)	
	86,957,389	Add shares issued in excess of authorized (see Note 5)
		Less common stock to be issued
		Total common stock outstanding

For the nine month Period Ended March 31, 2024							
Preferred stock		Common stock		Common stock to be issued	Additional paid-in capital	Accumulated deficit	Total stockholders' equity
Shares	Amount	Shares	Amount	Amount			
Balance at June 30, 2023	\$	68,611,722	\$ 68,070	\$ 542	\$ 39,415,768	\$ (40,127,928)	\$ (643,548)
Stock issued for cash		1,182,663	1,183		603,377		604,560
Stock issued for asset acquisition		9,203,576	9,204		6,461,696		6,470,900
Stock issued for services-third party		550,000	550		274,450		275,060
Contributed capital on noninterest bearing notes					77,299		77,299
Net loss for the nine month period ended March 31, 2024						(1,351,334)	(1,351,334)
Balance at March 31, 2024	\$	79,548,061	\$ 79,007	\$ 542	\$ 46,832,590	\$ (41,479,262)	\$ 5,432,877

1	79,548,061	
	19,501,745	
	(542,000)	
	98,507,806	Add shares issued in excess of authorized (see Note 5)
		Less common stock to be issued
		Total common stock outstanding

See accompanying notes and accountants' compilation report.

Encounter Care Solutions, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
(unaudited)

	Nine Months Ended March 31, 2024	Nine Months Ended March 31, 2023
Cash Flows from Operating Activities		
Net (loss)	\$ (1,351,334)	\$ (1,536,127)
Adjustments to Reconcile Net Loss to Net Cash Used in Operating Activities		
Depreciation and amortization	19,028	-
Amortization of deferred loan costs	37,128	-
Contributed capital for non interest bearing notes payable	77,299	92,481
Stock based compensation	275,000	168,575
Accrued interest convertible notes payable - related parties	2,820	2,778
Changes in Operating Assets and Liabilities, net of effects of asset acquisition:		
(Increase) decrease in accounts receivable	(80,619)	20,990
Decrease in Inventory	-	29,372
(Increase) in prepaid expenses	(17,589)	-
(Increase) in deposits	(265)	-
Increase (decrease) in accounts payable and accrued expenses	41,265	(134,910)
Increase in deferred revenues	14,472	-
Increase in accrued interest on mortgage note	502,500	-
Net Cash Used in Operating Activities	<u>(480,295)</u>	<u>(1,356,841)</u>
Cash Flows from Investing Activities, net of effects of asset acquisition:		
Purchase of property and equipment	(7,500)	-
Cash payment for asset acquisition	(3,700,000)	-
Increase in equity and other investments	(30,764)	-
Net Cash Used in Investing Activities	<u>(3,738,264)</u>	<u>-</u>
Cash Flows from Financing Activities, net of effects of asset acquisition:		
Payments on notes payable - related parties	(120,884)	(93,253)
Proceeds from shares issued in connection with asset acquisition	3,695,900	-
Proceeds from shares issued for cash	604,560	1,415,955
Net Cash Provided by Financing Activities	<u>4,179,576</u>	<u>1,322,702</u>
Net Increase (decrease) in Cash and escrow cash	(38,982)	(34,139)
Cash - Beginning of Period	65,280	96,679
Cash - End of Period	<u>\$ 26,298</u>	<u>\$ 62,540</u>
Supplemental Disclosure of Cash Flow Information:		
Cash paid for interest	\$ -	\$ -
Cash paid for taxes	\$ -	\$ -
Non-cash investing and financing activities:		
In connection with the asset acquisition of the land and businesses at Old Port Tampa, Florida the company recorded the following		
Assets acquired	31,927,600	
Debt assumed, including Seller financing, net of deferred loan costs	(29,152,600)	
Common stock issued to Seller	(2,775,000)	

See accompanying notes and accountants' compilation report

ENCOUNTER CARE SOLUTIONS, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)
March 31, 2024 and June 30, 2023

Note 1. Organization and Significant Accounting Policies

Organization and Line of Business

Encounter Care Solutions, Inc. ("the Company") is a Delaware corporation organized March 2000. In July 2012, a new subsidiary of Encountercare was formed and incorporated in the state of Delaware by the name of Cyber Fuels, Inc. This subsidiary enters the Company into the alternative fuels and fuel additive markets.

Effective December 29, 2023, the Company, through three indirect subsidiaries, Tampa Bay Canal, LLC (formed in Florida 2022), CyberFuels Gateway Terminal, LLC (formed in Florida 2020), and Tampa Bay Dredging, LLC (formed in Florida 2022), acquired approximately 72 acres of land, waterways, and associated businesses located at Old Port Tampa, Florida.

In 2000, the Company formed and operated a healthcare company that operates its business through two divisions: Healthcare Technology Division and the Healthcare Services Division.

Liquidity and Management's Plan

The Company has incurred recurring losses from operations for the period ended March 31, 2024. In response to these results, management has implemented the following steps to ensure the ongoing liquidity and viability of the Company: (1) the Company is expected to enter into a terminal related financial arrangement with a third party which could include some form of cost reimbursement for due diligence and transition costs and cost sharing for ongoing costs; (2) Significant shareholders have continued to invest in the company by buying common stock to fund continuing operations; and (3) Developed various revenue generation opportunities including increasing its additive sales and service revenues as well as revenues acquired from its business acquisition in December 2023. Management believes that the successful implementation of these initiatives will provide them with the necessary liquidity to continue as a going concern.

Investment in Joint Venture

In August 2015 the company entered into a joint venture. The Joint Venture was established to explore opportunities in advancing the company's medical division. For the periods ended March 31, 2024 and June 30, 2023 the Company's balance in investment in joint venture was \$595,900 and \$565,136 respectively.

Principles of Consolidation

The consolidated financial statements for the period ended March 31, 2024 includes the accounts of Encountercare Solutions, Inc. and its wholly owned subsidiaries: Cyber Fuels Inc. and Building Block Pediatric Home Health Services, Inc. as well as its indirect wholly-owned subsidiaries Tampa Bay Canal, LLC, Cyberfuels Gateway Terminal, LLC, and Tampa Bay Dredging LLC. Significant intercompany accounts and transactions have been eliminated in consolidation.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America includes the use of estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, the actual results could differ from those estimates. Significant estimates include the valuation allowance on deferred tax assets, the valuation of stock issued for services and the accrual necessary to satisfy the liability assumed from Seller (see note 2). Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and cash in banks. For purposes of the consolidated statements of cash flows, the Company considers all unrestricted highly liquid investments with maturities of three months or less to be cash equivalents. The Company's cash balances totaled \$26,298 as of March 31, 2024 and \$65,280 as of June 30, 2023 which were under the applicable FDIC insurance limits.

Inventory

The Company's inventory is stated at the lower of cost or market using the FIFO costing method. There was no inventory on hand on March 31, 2024 and June 30, 2023. Inventory periodically exists of components and finished goods available and ready for sale in the Cyber Fuels subsidiary.

ENCOUNTER CARE SOLUTIONS, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)
March 31, 2024 and June 30, 2023

Note 1. Organization and Significant Accounting Policies- Cont.

Revenue Recognition

The Company recognizes revenue over the period the service is performed in accordance with Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") No. 605, Revenue Recognition in Financial Statements. In general, ASC No. 605 requires that four basic criteria must be met before revenue can be recognized: (i) persuasive evidence of an arrangement exists, (ii) delivery has occurred or services rendered, (iii) the fee is fixed and determinable, and (iv) collectability is reasonably assured. The Company recognizes additive revenues when products are delivered and received by customers. Revenues related to the terminal are recognized in the month the services are rendered. The Company's compliance with these revenue recognition policies resulted in the Company's deferral of income totaling \$14,472 at March 31, 2024. There were no deferred revenues as of June 30, 2023.

Property and Equipment

Property and equipment are stated at cost and depreciated on the straight-line method over the estimated useful life of the asset, which is 3 - 15 years.

Intangible Assets

In accordance with ASC No. 350, Intangibles, Goodwill and Other, the Company requires that intangible assets with a finite life be amortized over their life and requires that goodwill and intangible assets be reviewed for impairment annually or more frequently if impairment indicators arise.

Included in the intangible assets of \$852,929 at March 31, 2024 are certain customer list intangible assets recorded in connection with the acquisition of certain businesses (see Note 2). The customer list intangible was calculated utilizing the discounted cash flows related to the canal water rights. The company, utilizing the discounted income approach to determine fair value, allocated \$752,836 of the purchase price to the customer list intangible. The company is amortizing the customer list intangible over its 10 year expected useful life. Amortization expense of \$18,820 has been recognized for the period ended March 31, 2024. Also, included in the intangible assets at March 31, 2024 and June 30, 2023 are \$118,914 of patents assigned to Cyber Fuels, Inc.

Shipping and Handling Costs

We expense all shipping and handling costs as incurred. We include these costs in general and administrative expenses on the accompanying financial statements.

Advertising

The costs incurred for producing and communicating advertising are charged to operations as incurred. Advertising expenses for the period ended March 31, 2024 and March 31, 2023 were \$4,735 and \$0, respectively.

Research and Development

The Company is not currently engaged in research and development activities. Research and development costs are charged as operating expense of the Company as incurred. For the period ended March 31, 2024 and March 31, 2023, the Company expensed \$0 towards research and development costs.

Lease Accounting

In February 2016, the Financial Accounting Standards Board (FASB) issued ASU No. 2016-02, Leases (Topic 842). This guidance requires lessees to recognize leases on the balance sheet and disclose key information about leasing arrangements. ASU 2016-02 establishes a right-of-use model (ROU) that requires a lessee to recognize an ROU asset and lease liability on the balance sheet for all leases with a term longer than 12 months. The Company adopted this standard effective July 1, 2022, as required. The Company elected the "package of practical expedients," which permits the Company not to reassess, under ASU 2016-02, prior conclusions about lease identification, lease classification and initial direct costs. The new standard also provides practical expedients for an entity's ongoing accounting. The Company elected to utilize the short-term lease recognition exemption for all leases that qualify.

ENCOUNTER CARE SOLUTIONS, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

March 31, 2024 and June 30, 2023

This means, for those short-term leases that qualify, the Company will not recognize ROU assets or lease liabilities. The Company elected to separate lease and non-lease components for facility leases.

Fair Value of Financial Instruments

The carrying amounts reported in the balance sheet for accounts receivable, accounts payable and accrued expenses, mortgage note payable, and related party notes payable is the approximate fair value based on the short-term maturity of these instruments.

Income Taxes

The Company accounts for income taxes under FASB Codification Topic 740-10-25 ("ASC 740-10-25") Income Taxes. Under ASC 740-10-25, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under ASC 740-10-25, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

Recent Accounting Pronouncements

In June 2016, the FASB issued ASU 2016-13, Financial Instruments—Credit Losses (Topic 326), Measurement of Credit Losses on Financial Instruments. This standard update requires that certain financial assets be measured at amortized cost net of an allowance for estimated credit losses such that the net receivable represents the present value of expected cash collection. In addition, this standard update requires that certain financial assets be measured at amortized cost reflecting an allowance for estimated credit losses expected to occur over the life of the assets. The estimate of credit losses must be based on all relevant information including historical information, current conditions and reasonable and supportable forecasts that affect the collectability of the amounts. ASU 2016-13 is effective for fiscal years beginning after December 15, 2022. The Company estimates this guidance will have no impact on the Company. The Company will implement the guidance for the year ending June 30, 2024.

All other recent accounting pronouncements issued by FASB (including the Emerging Issues Task Force) and the AICPA did not, or are not, believed by the Company's management, to have a material impact on the Company's present or future financial statements.

Reclassifications

Certain amounts from the June 30, 2023 consolidated balance sheet have been reclassified to conform with the March 31, 2024 balance sheet presentation. Such reclassifications are not considered material to the overall financial statement presentation.

Note 1. Organization and Significant Accounting Policies- Cont.

Basic and Diluted Net Loss per Common Share

Net Loss per Common Share is computed pursuant to FASB Accounting Standards Codification No. 260, *Earnings per Share*. Basic net loss per share is computed by dividing net loss by the weighted average number of shares of common stock outstanding during the period. Diluted net loss per share is computed by dividing net loss by the weighted average number of shares of common stock and potentially outstanding shares of common stock during each period.

Note 2. Acquisition

Effective December 29, 2023, the Company, through its indirect wholly owned subsidiaries, purchased 72 acres of land, waterways and existing businesses. The transaction was treated as an asset acquisition, and accordingly, assets were measured using the cost accumulation model with costs allocated to acquired assets on a relative fair value basis. In connection with the transaction, the Seller agreed to provide a mortgage, secured by the properties and the businesses, in the amount of \$26,800,000. The mortgage has a final maturity of December 29, 2025 with a required partial payment of \$18,000,000 due on or before June 29, 2024. In addition to the mortgage, the Company raised \$3.69 million in new equity from investors and issued 4,275,809 shares to the Seller with a fair value of \$2,775,000 as of the effective date. The Company has the ability within 180 days of the effective date, but not the obligation, to repurchase \$775,000 of the issued equity to the Seller based on the same price it was initially issued to the Seller. In total, the Company acquired assets totaling \$35.83 million, including land and waterways with a cost of \$34.83 million, while also assuming \$2.5 million in liabilities of the Seller.

ENCOUNTER CARE SOLUTIONS, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)
March 31, 2024 and June 30, 2023

Note 3. Property and equipment

Property and equipment is summarized as follows at March 31, 2024 and June 30, 2023:

	March 31, 2024	June 30, 2023
Land	\$ 34,831,941	\$ -
Equipment	242,450	-
Office and Medical Equipment	422,984	422,984
Furniture	37,461	37,461
Automobile	28,052	20,552
Total	35,562,888	480,997
Depreciation	(481,205)	(480,997)
Net	\$ 35,081,683	\$ -

Depreciation and amortization expense for the period ended March 31, 2024 was \$208. There was no depreciation or amortization expense for the period ended June 30, 2023. During the period ended March 31, 2024, the Company purchased a used vehicle for \$7,500 from one of its officers. The purchase price was determined based on independent pricing sources.

Note 4. Convertible notes payable, notes payable and mortgage payable

Convertible Note – Related Parties

The company entered into a convertible note agreement dated July 1, 2012 with a related party for the sum of \$225,000. The note has a stated interest rate of 1.5% which is being accrued to the note. The note is convertible at any time determinable by the holder. The note has an outstanding balance at March 31, 2024 and June 30, 2023 of \$253,486 and \$250,666 respectively.

Notes Payable – Related Parties

A note payable with a related party was entered into by the Company with an officer of the Company for an amount of \$3,350,000, with no stated interest. An 8% interest rate was imputed. Interest is contributed to additional paid in capital rather than accrued of \$77,299 for the period ended March 31, 2024 and \$92,481 for the period ended March 31, 2023. The loan is renewed on an annual basis. During the period ended March 31, 2024 and March 31, 2023, the loan was repaid from in the amount of \$120,884 and \$92,140 respectively.

	Balance		Balance
	06/30/2023	Repayments	03/31/2024
Total	<u>\$1,289,314</u>	<u>(\$120,884)</u>	<u>\$1,168,430</u>
	Balance		Balance
	06/30/2022	Repayments	03/31/2023
Total	<u>\$1,419,182</u>	<u>(\$92,140)</u>	<u>\$1,327,042</u>

Mortgage payable

As part of the asset acquisition (see Note 2), the Company signed a mortgage note payable of \$26,800,000 with the Seller. The mortgage has a final maturity of December 29, 2025, with a required partial payment of \$18,000,000 due on or before June 29, 2024.

ENCOUNTER CARE SOLUTIONS, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)
March 31, 2024 and June 30, 2023

Note 5. Stockholders' equity (deficit)

The company has 140,000,000 shares of common stock authorized with 98,507,806 outstanding with a par value of \$.001 as of March 31, 2024. Each outstanding share of common stock is entitled to one vote on corporate matters requiring a vote. Certain corporate matters, such as normal business operations are conducted by the officers of the corporation acting under direction of the board of directors. There are no other material rights of common shareholders. There are no provisions in the Company's bylaws that would delay, defer or prevent a change in control of the Issuer. The company also has 10,000,000 shares of preferred stock at a par value of \$.001 with none issued.

As of March 31, 2024, the Consolidated Statements of Changes in Stockholders' Equity (Deficit) indicates total common stock outstanding of 98,507,806. This is made up of three balances, 79,548,061 plus shares issued in excess of those authorized totaling 19,501,745 (see below) less common stock to be issued of 542,000 (see below).

The excess shares issued of 19,501,745 are currently being classified under current liabilities as common stock issued in excess of authorized shares. Therefore, those equity transactions are not contained in the Consolidated Statements of Changes in Stockholders' Equity (Deficit).

Shares Issued for Cash & Services

Shares were issued in exchange for cash. The total common shares issued in exchange for cash were 1,182,663 for the period ended March 31, 2024 and 2,662,243 shares were issued for the period ended March 31, 2023.

Shares were issued in connection with the Company's asset acquisition. The total common shares issued in the asset acquisition were 9,203,676 for the period ended March 31, 2024.

A total of 550,000 shares were issued in exchange for services during the period ended March 31, 2024 with a fair market value of \$275,000 and 306,500 common shares for services were issued for the period ended March 31, 2023 with a fair market value of \$168,575.

Shares to be Issued

As of March 31, 2024 and March 31, 2023, there were shares to be issued for cash and services yet to be issued. The total number of shares to be issued for both periods totaled 542,000.

Note 6. Commitments and contingencies

Employment Agreements

The Company has an employment agreement with the president/Chief Executive Officer. No expenses or accruals are shown from this agreement.

Lease Agreements

The Company operates month-to-month leases in in Palm Beach Gardens and Tampa, Florida totaling \$5,705 per month.

Rent expense for the period ended March 31, 2024, was \$15,269.

Note 7. Subsequent events

In preparing the financial statements, the Company has evaluated events and transactions for potential recognition of disclosure through May 8, 2024 the date the financial statements were available to be issued.

Encounter Care Solutions, Inc.

A Delaware Corporation

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Quarterly Report

For the period ending March 31, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

98,507,806 as of **03/31/2024** (Current Reporting Period Date or More Recent Date)

87,571,467 as of **06/30/2023** (Most Recent Completed Fiscal Year End)

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 Control⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

⁴ "Change in Control" shall mean any events resulting in:

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

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

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

Encounter Care Solutions, Inc.
Ecare Solutions, Inc. until November 13, 2000
Backgenesis, Inc. until March 21, 2000
Minimally Invasive Surgery Corporation until November 19, 1999
Galaxy Ventures, Inc. until June 23, 1998

Current State and Date of Incorporation or Registration: Delaware; December 12, 1996
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:
None

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

None

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

None

Address of the issuer's principal executive office:

2401 PGA BLVD., Suite 196
Palm Beach Gardens, FL 33410

-

Address of the issuer's principal place of business:

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

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

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

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer
Phone: 800-785-7782
Email: malou@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy, Suite 300
Las Vegas, Nevada
89119

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:	<u>ECSL</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>278744-10-7</u>
Par or stated value:	<u>\$.001.</u>
Total shares authorized:	140,000,000 <u>as of date: 3/31/2024.</u>
Total shares outstanding:	98,507,806 <u>as of date: 3/31/2024.</u>
Total number of shareholders of record:	590 <u>as of date: 3/31/2024.</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Preferred stock	
Par or stated value:	\$.001	
Total shares authorized:	<u>10,000,000</u>	<u>as of date: 03/31/2024</u>
Total shares outstanding:	<u>0</u>	<u>as of date: 03/31/2024</u>
Total number of shareholders of record:	<u>0</u>	<u>as of date: 03/31/2024</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

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.

Each outstanding share of common stock is entitled to one vote on corporate matters requiring a vote. Certain corporate matters, such as normal business operations are conducted by the officers of the corporation acting under the direction of the board of directors. There are no other material rights of common shareholders.

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

None Issued.

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

None.

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

None.

3) Issuance History

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

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

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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance									
Date: 07/1/2021									
Common: 74,644,707									
Preferred: 0									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or canceled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individuals with voting/investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?

							Provided (if applicable)		
08/05/2021	New Issuance	300,000	Common	.70	Yes	Robert Weiner	Cash	Restricted	144
08/05/2021	New Issuance	10,000	Common	.80	Yes	Christopher Rhodes	Cash	Restricted	144
08/09/2021	New Issuance	3,077	Common	.53	Yes	Tyler Tophoj	Cash	Restricted	144
08/09/2021	New Issuance	5,660	Common	.53	Yes	Emily Stults	Cash	Restricted	144
09/16/2021	New Issuance	74,627	Common	.40	Yes	Thomas Hixon	Cash	Restricted	144
09/16/2021	New Issuance	105,714	Common	.40	Yes	Thomas Hixon	Cash	Restricted	144
09/16/2021	New Issuance	436,154	Common	.40	Yes	Thomas Hixon	Cash	Restricted	144
09/16/2021	New Issuance	282,162	Common	.67	Yes	Thomas Hixon	Cash	Restricted	144
09/16/2021	New Issuance	90,909	Common	.80	Yes	Thomas Hixon	Cash	Restricted	144
10/20/2021	New Issuance	2,100,000	Common	.70	Yes	Howard Shapiro	Cash	Restricted	144
10/20/2021	New Issuance	142,858	Common	.70	Yes	Bjarne Bork	Cash	Restricted	144
11/01/2021	New Issuance	15,385	Common	.70	Yes	Michael Schwartz	Cash	Restricted	144
11/01/2021	New Issuance	28,571	Common	.70	Yes	Michael Schwartz	Cash	Restricted	144
11/01/2021	New Issuance	1,387	Common	.70	Yes	Tyler Norris Tophoj	Cash	Restricted	144
11/09/2021	New Issuance	13,699	Common	.70	Yes	Mike Minko	Cash	Restricted	144
02/22/2022	New Issuance	3,048,780	Common	.55	Yes	George Lorton	Cash	Restricted	144
02/22/2022	New Issuance	45,455	Common	.55	Yes	Howard Shapiro	Cash	Restricted	144
02/22/2022	New Issuance	136,363	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144

02/22/2022	New Issuance	9,091	Common	.55	Yes	Robert Good	Cash	Restricted	144
02/22/2022	New Issuance	18,182	Common	.55	Yes	David Brannon	Cash	Restricted	144
02/23/2022	New Issuance	36,364	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/23/2022	New Issuance	118,182	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
02/23/2022	New Issuance	36,364	Common	.55	Yes	Larry Craig McCaskill	Cash	Restricted	144
02/23/2022	New Issuance	18,182	Common	.55	Yes	Daniel Griffeth	Cash	Restricted	144
02/23/2022	New Issuance	10,000	Common	.55	Yes	James Mitchell	Cash	Restricted	144
02/24/2022	New Issuance	13,636	Common	.55	Yes	Durham Barnes	Cash	Restricted	144
02/24/2022	New Issuance	36,364	Common	.55	Yes	Kirk Dravidzius	Cash	Restricted	144
02/24/2022	New Issuance	18,182	Common	.55	Yes	Todd Frank	Cash	Restricted	144
02/24/2022	New Issuance	9,091	Common	.55	Yes	Robert O Dare	Cash	Restricted	144
02/24/2022	New Issuance	9,091	Common	.55	Yes	Michael Good	Cash	Restricted	144
02/25/2022	New Issuance	27,273	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/25/2022	New Issuance	18,182	Common	.55	Yes	Mike Minko	Cash	Restricted	144
02/25/2022	New Issuance	9,091	Common	.55	Yes	Robert Good	Cash	Restricted	144
02/25/2022	New Issuance	18,182	Common	.55	Yes	William Moline	Cash	Restricted	144
02/25/2022	New Issuance	7,273	Common	.55	Yes	George Van Kirk	Cash	Restricted	144
02/28/2022	New Issuance	21,818	Common	.55	Yes	Larry Craig McCaskill	Cash	Restricted	144
02/28/2022	New	45,455	Common	.55	Yes		Cash	Restricted	144

	Issuance					Thomas Sansone			
02/28/2022	New Issuance	18,182	Common	.55	Yes	David Brannon	Cash	Restricted	144
02/28/2022	New Issuance	27,642	Common	.55	Yes	William Edward Robertson	Cash	Restricted	144
02/28/2022	New Issuance	9,091	Common	.55	Yes	William Barth	Cash	Restricted	144
03/01/2022	New Issuance	90,909	Common	.55	Yes	Howard Shapiro	Cash	Restricted	144
03/01/2022	New Issuance	100,000	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
03/01/2022	New Issuance	18,182	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
03/01/2022	New Issuance	18,182	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
03/01/2022	New Issuance	41,818	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
03/07/2022	New Issuance	200,000	Common	.83	Yes	George Lorton	Cash	Restricted	144
03/11/2022	New Issuance	9,091	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
03/11/2022	New Issuance	18,182	Common	.55	Yes	William Moline	Cash	Restricted	144
03/11/2022	New Issuance	25,000	Common	.55	Yes	Hollye H Eubanks	Cash	Restricted	144
03/11/2022	New Issuance	25,000	Common	.55	Yes	Jimmy Lee Keeton	Cash	Restricted	144
03/11/2022	New Issuance	25,000	Common	.55	Yes	David Brian Porter	Cash	Restricted	144
03/24/2022	New Issuance	9,090	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
03/24/2022	New Issuance	18,182	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
03/24/2022	New	10,000	Common	.55	Yes	Kai Nelson	Cash	Restricted	144

	Issuance								
03/29/2022	New Issuance	27,273	Common	.55	Yes	Howard Shapiro	Cash	Restricted	144
03/29/2022	New Issuance	9,091	Common	.55	Yes	Mike Minko	Cash	Restricted	144
03/29/2022	New Issuance	136,363	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
03/29/2022	New Issuance	18,182	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
03/29/2022	New Issuance	18,182	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
05/06/2022	New Issuance	9,091	Common	.55	Yes	Mike Minko	Cash	Restricted	144
05/06/2022	New Issuance	181,818	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
05/11/2022	New Issuance	751,220	Common	.55	Yes	George Lorton	Cash	Restricted	144
05/11/2022	New Issuance	10,000	Common	.55	Yes	Deborah Meltzer	Cash	Restricted	144
06/27/2022	New Issuance	18,182	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
06/27/2022	New Issuance	18,182	Common	.55	Yes	David Brannon	Cash	Restricted	144
06/27/2022	New Issuance	40,000	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
06/27/2022	New Issuance	100,000	Common	.55	Yes	Robert Good	Cash	Restricted	144
06/28/2022	New Issuance	9,091	Common	.55	Yes	Mike Minko	Cash	Restricted	144
06/28/2022	New Issuance	10,909	Common	.55	Yes	Durham Barnes	Cash	Restricted	144
06/28/2022	New Issuance	2,000	Common	.55	Yes	Kirk Dravidzius	Cash	Restricted	144
07/12/2022	New Issuance	9,091	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
07/12/2022	New	9,091	Common	.55	Yes	Michael	Cash	Restricted	144

	Issuance					Schwartz			
07/12/2022	New Issuance	97,030	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
07/12/2022	New Issuance	20,000	Common	.55	Yes	Trevor Bauer	Cash	Restricted	144
07/12/2022	New Issuance	20,000	Common	.55	Yes	Mark Oliver	Cash	Restricted	144
07/15/2022	New Issuance	4,546	Common	.55	Yes	Mike Minko	Cash	Restricted	144
07/15/2022	New Issuance	9,091	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
07/15/2022	New Issuance	30,682	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
07/15/2022	New Issuance	72,727	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
08/01/2022	New Issuance	18,182	Common	.55	Yes	Mike Minko	Cash	Restricted	144
08/01/2022	New Issuance	27,273	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
08/01/2022	New Issuance	19,000	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
08/01/2022	New Issuance	90,909	Common	.55	Yes	Nicholas E. Tamposi	Cash	Restricted	144
08/01/2022	New Issuance	5,000	Common	.55	Yes	Clover Bragg	Cash	Restricted	144
08/05/2022	New Issuance	22,222	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
08/05/2022	New Issuance	8,000	Common	.55	Yes	Robert Good	Cash	Restricted	144
08/19/2022	New Issuance	45,455	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
08/19/2022	New Issuance	18,182	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
08/19/2022	New Issuance	18,182	Common	.55	Yes	David Brannon	Cash	Restricted	144
08/19/2022	New	18,000	Common	.55	Yes	David	Cash	Restricted	144

	Issuance					Barnhill			
08/25/2022	New Issuance	9,091	Common	.55	Yes	Mike Minko	Cash	Restricted	144
08/29/2022	New Issuance	9,091	Common	.55	Yes	Mike Minko	Cash	Restricted	144
09/08/2022	New Issuance	6,364	Common	.55	Yes	Mike Minko	Cash	Restricted	144
09/08/2022	New Issuance	10,000	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
09/08/2022	New Issuance	10,000	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
09/08/2022	New Issuance	40,000	Common	.55	Yes	Mark E. Bernhard	Cash	Restricted	144
09/08/2022	New Issuance	5,455	Common	.55	Yes	Clover Bragg	Cash	Restricted	144
09/21/2022	New Issuance	18,182	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
09/21/2022	New Issuance	18,181	Common	.55	Yes	Richard Baray	Cash	Restricted	144
09/23/2022	New Issuance	300,000	Common	.55	Yes	Brian Pybus	Services	Restricted	144
10/05/2022	New Issuance	18,181	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
10/05/2022	New Issuance	47,272	Common	.55	Yes	Robert Good	Cash	Restricted	144
10/05/2022	New Issuance	14,545	Common	.55	Yes	Douglas B. Clark	Cash	Restricted	144
10/18/2022	New Issuance	51,999	Common	.55	Yes	Robert Good	Cash	Restricted	144
11/01/2022	New Issuance	36,363	Common	.55	Yes	Thomas G. Hixon	Cash	Restricted	144
11/01/2022	New Issuance	15,081	Common	.55	Yes	Mike Minko	Cash	Restricted	144
11/01/2022	New Issuance	21,817	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
11/01/2022	New Issuance	8,181	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
			Common					Restricted	

11/01/2022	New Issuance	56,726		.55	Yes	Jack Ackerman	Cash		144
11/01/2022	New Issuance	25,000	Common	.55	Yes	Mark E. Bernhard	Cash	Restricted	144
11/08/2022	New Issuance	7,272	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
11/08/2022	New Issuance	15,545	Common	.55	Yes	Robert Good	Cash	Restricted	144
11/08/2022	New Issuance	10,000	Common	.55	Yes	Douglas B. Clark	Cash	Restricted	144
11/08/2022	New Issuance	63,636	Common	.55	Yes	Steven Wilson	Cash	Restricted	144
11/08/2022	New Issuance	18,000	Common	.55	Yes	Nader Neshewat	Cash	Restricted	144
11/23/2022	New Issuance	14,545	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
11/23/2022	New Issuance	4,000	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
11/23/2022	New Issuance	19,999	Common	.55	Yes	Howard Good	Cash	Restricted	144
11/23/2022	New Issuance	18,181	Common	.55	Yes	Alice Axenfield Storm	Cash	Restricted	144
12/05/2022	New Issuance	9,090	Common	.55	Yes	Mike Minko	Cash	Restricted	144
12/05/2022	New Issuance	29,999	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
01/04/2023	New Issuance	28,999	Common	.55	Yes	Robert Good	Cash	Restricted	144
01/04/2023	New Issuance	10,000	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
01/09/2023	New Issuance	32,727	Common	.55	Yes	Brenda Patsy Smith	Cash	Restricted	144
01/09/2023	New Issuance	45,454	Common	.55	Yes	Alice Axenfield Storm	Cash	Restricted	144
01/09/2023	New	22,727	Common	.55	Yes	Hollye H.	Cash	Restricted	144

	Issuance					Eubanks			
01/17/2023	New Issuance	100,000	Common	.45	Yes	Rodney Timms	Cash	Restricted	144
01/17/2023	New Issuance	400,000	Common	.50	Yes	Rodney Timms	Cash	Restricted	144
02/17/2023	New Issuance	18,181	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
02/17/2023	New Issuance	6,500	Common	.55	Yes	Robert Good	Services	Restricted	144
02/17/2023	New Issuance	10,909	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/17/2023	New Issuance	65,000	Common	.55	Yes	Juan Carlos Guilbe	Cash	Restricted	144
02/17/2023	New Issuance	10,909	Common	.55	Yes	Stephen Zimmerman	Cash	Restricted	144
02/24/2023	New Issuance	27,272	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
02/28/2023	New Issuance	25,000	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/28/2023	New Issuance	12,000	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/28/2023	New Issuance	10,000	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/28/2023	New Issuance	19,355	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
02/28/2023	New Issuance	55,455	Common	.55	Yes	Thomas Sansone	Cash	Restricted	144
03/09/2023	New Issuance	17,272	Common	.55	Yes	Mike Minko	Cash	Restricted	144
03/09/2023	New Issuance	23,636	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
03/09/2023	New Issuance	312,072	Common	.55	Yes	William Edward Robertson	Cash	Restricted	144
03/09/2023	New Issuance	27,272	Common	.55	Yes	Jack Ackerman	Cash	Restricted	144

03/09/2023	New Issuance	27,272	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
03/09/2023	New Issuance	27,272	Common	.55	Yes	Michael Schwartz	Cash	Restricted	144
03/16/2023	New Issuance	63,636	Common	.55	Yes	Robert Good	Cash	Restricted	144
03/16/2023	New Issuance	18,182	Common	.55	Yes	Leanna C. Oliver	Cash	Restricted	144
03/16/2023	New Issuance	9,091	Common	.55	Yes	Davis Oliver	Cash	Restricted	144
03/16/2023	New Issuance	9,091	Common	.55	Yes	Drake Oliver	Cash	Restricted	144
03/30/2023	New Issuance	30,000	Common	.55	Yes	Mike Schwartz	Cash	Restricted	144
04/16/2023	New Issuance	9,090	Common	.55	Yes	Jack Ackerman	Cash	Restricted	144
04/19/2023	New Issuance	9,090	Common	.50	Yes	Joseph Baray	Cash	Restricted	144
04/19/2023	New Issuance	90,909	Common	.55	Yes	Paul Gram	Cash	Restricted	144
04/19/2023	New Issuance	157,809	Common	.55	Yes	Kenneth Klipper Trust	Services	Restricted	144
04/19/2023	New Issuance	17,272	Common	.55	Yes	Jacob Koenig	Cash	Restricted	144
04/19/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
04/19/2023	New Issuance	18,181	Common	.55	Yes	Robert Weiner	Cash	Restricted	144
04/21/2023	New Issuance	72,727	Common	.55	Yes	Andrew J. Hedrick	Cash	Restricted	144
05/15/2023	New Issuance	20,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
06/01/2023	New Issuance	120,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
06/26/2023	New Issuance	20,000	Common	.50	Yes	Abraham Colchado	Cash	Restricted	144
06/26/2023	New	8,000	Common	.50	Yes	Jack	Cash	Restricted	144

	Issuance					Ackerman			
06/26/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
06/26/2023	New Issuance	20,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
06/26/2023	New Issuance	40,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
07/19/2023	New Issuance	20,000	Common	.50	Yes	Abraham Colchado	Cash	Restricted	144
07/19/2023	New Issuance	40,000	Common	.50	Yes	Alice Axenfield Storm	Cash	Restricted	144
07/19/2023	New Issuance	60,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
07/21/2023	New Issuance	20,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
07/21/2023	New Issuance	20,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
08/04/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
8/25/2023	New Issuance	50,000	Common	.50	Yes	David Brannon	Cash	Restricted	144
08/31/2023	New Issuance	40,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
08/31/2023	New Issuance	20,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
08/31/2023	New Issuance	40,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
08/31/2023	New Issuance	20,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
09/26/2023	New Issuance	10,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
09/28/2023	New Issuance	20,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
09/28/2023	New Issuance	20,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
			Common					Restricted	

09/28/2023	New Issuance	40,000		.50	Yes	Thomas Sansone	Cash		144
09/28/2023	New Issuance	20,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
10/20/2023	New Issuance	16,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
10/20/2023	New Issuance	40,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
10/20/2023	New Issuance	20,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
10/20/2023	New Issuance	16,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
11/08/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
11/08/2023	New Issuance	40,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
11/08/2023	New Issuance	10,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
11/08/2023	New Issuance	20,000	Common	.50	Yes	Robert Weiner	Cash	Restricted	144
12/18/2023	New Issuance	8,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
12/18/2023	New Issuance	10,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
12/18/2023	New Issuance	8,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
12/18/2023	New Issuance	30,000	Common	.50	Yes	Abraham Colchado	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
12/29/2023	New Issuance	40,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
12/29/2023	New Issuance	14,000	Common	.50	Yes	Robert Weiner	Cash	Restricted	144

12/29/2023	New Issuance	30,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
12/29/2023	New Issuance	16,667	Common	.50	Yes	David Brannon	Cash	Restricted	145
12/29/2023	New Issuance	4,275,809	Common	64.9	Yes	George Lorton	Cash	Restricted	144
12/29/2023	New Issuance	26,667	Common	.75	Yes	Howard Shapiro	Cash	Restricted	144
12/29/2023	New Issuance	4,666,667	Common	.75	Yes	Nick Tamposi	Cash	Restricted	144
12/29/2023	New Issuance	133,333	Common	.75	Yes	Ralf Schoenfelder	Cash	Restricted	144
12/29/2023	New Issuance	26,667	Common	.75	Yes	Lisa Lynn	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.75	Yes	Clover Bragg	Cash	Restricted	144
12/29/2023	New Issuance	34,533	Common	.75	Yes	Mark Bernhard	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.75	Yes	Kirk Dravidzius	Cash	Restricted	144
1/29/2024	New Issuance	28,571	Common	.70	Yes	Stephen Zimmerman	Cash	Restricted	144
2/21/2024	New Issuance	8,000	Common	.70	Yes	Thomas Sansone	Cash	Restricted	144
2/21/2024	New Issuance	66,666	Common	.75	Yes	Patricia Aldrich	Cash	Restricted	144
2/21/2024	New Issuance	36,666	Common	.55	Yes	Mike Schwartz	Cash	Restricted	144
2/22/2024	New Issuance	14,285	Common	.70	Yes	Steven Wilson	Cash	Restricted	144
2/22/2024	New Issuance	7,142	Common	.70	Yes	Stephen Zimmerman	Cash	Restricted	144
2/22/2024	New Issuance	60,000	Common	.45	Yes	Brenda Jonker	Cash	Restricted	144
3/20/2024	New Issuance	50,000	Common	.75	Yes	Robert Weiner	Cash	Restricted	144
3/21/2024	New	8,000	Common	.50	Yes	Jack	Cash	Restricted	144

	Issuance					Ackerman			
3/21/2024	New Issuance	8,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
3/21/2024	New Issuance	50,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
3/25/2024	New Issuance	26,666	Common	.75	Yes	Steven Wilson	Cash	Restricted	144
3/31/2024	New Issuance	250,000	Common	.50	Yes	Kenneth Klipper Trust	Services	Restricted	144
3/31/2024	New Issuance	300,000	Common	.50	Yes	Brian Pybus	Services	Restricted	144
Shares Outstanding on: 3/31/2024:	Ending Balance: 98,507,806 Common: 98,507,806 Preferred: 0								

Example: A company with a fiscal year end of December 31, 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022, through December 31, 2023, pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

None.

B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
07/01/2012	253,486	225,000	34,927	07/01/2012	On demand	Ronald W. Mills	Loan
06/30/2006	1,168,430	3,350,000	None	06/30/2024	None	Ronald W. Mills	Loan

_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

The company entered into a convertible note agreement dated July 1, 2012, with a related party for the sum of \$225,000. The note has a stated interest rate of 1.5% which is being accrued to the note. The note is convertible at any time determinable by the holder. The note has an outstanding balance at March 31, 2024 of \$253,486.

A note payable with a related party was entered into by the Company with an Officer of the Company for an amount of \$3,350,000, with no stated interest. An 8% interest rate was imputed. Interest is contributed to additional paid in capital rather than accrued of \$77,299 for the period ended March 31, 2024. The loan is renewed on an annual basis. During the period ended March 31, 2024 the loan was repaid in the amount of \$120,844.

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

Effective December 29, 2023, the Company, through three indirect subsidiaries, Tampa Bay Canal, LLC, CyberFuels Gateway Terminal, LLC, and Tampa Bay Dredging, LLC, acquired approximately 72 acres of land, waterways, and associated businesses located at Old Port Tampa, Florida. Initially the properties provide income to Tampa Bay Canal, LLC, as a result of Tampa Bay Canal's canal ownership and related contractual relationships that provide third parties access to the canal.

The issuer has also started an energy division named CyberFuels, Inc., a wholly owned subsidiary, which focuses on the alternative fuel market as well as fuel additive products.

The Issuer is also an integrated healthcare company that operates its business through Healthcare Services Division. The Issuer is the parent company of a wholly owned subsidiary known as Building Blocks Pediatric Home Health. Building Blocks is a high-tech home care service exclusively for children, from infants to adolescents. BB's suite of services includes Skilled Nursing, Home Infusion, Home Medical Equipment, Managed Care, & Ancillary Services. Building Blocks has been included in the attached financial statements.

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

Same as A.

C. Describe the issuers' principal products or services.

A. Cyberfuels, Inc. offers alternative fuel products such as Singular 96 and EMG 96. The company also currently sells fuel additives which are sold through their website cyberfuelsinc.com under the names Dynamo Octane Booster and Dynamo Cetane Booster. Additionally, the company has begun to sell its additives to end customers through a network of distributors located in the United States with its dynamo product line.

Building Blocks Pediatric Home Health Services (BB) is a high-tech home care service exclusively for children, from infants to adolescents. BB's suite of services includes Skilled Nursing, Home Infusion, Home Medical Equipment, Managed Care, & Ancillary Services.

With the ownership of the Port Tampa canal, the Company, through its indirectly owned subsidiaries, is required to maintain the canal at a minimum of 34 feet so that shipping barges may properly off load various liquids, including Jet Fuel A, gasoline and diesel fuels to companies that have storage facilities in proximity to the canal. In return for providing access to the canal and maintaining the canal, Tampa Bay Canal, LLC. receives either throughput income or gets reimbursed for providing the dredging and maintenance services to the canal users.

5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

Effective December 29, 2023, the Company, through various subsidiaries, acquired 10 pieces of property, totaling approximately 72 acres for the cost of \$35.83 million. The acquisition includes water rights on approximately 28 acres for three properties and land ownership of approximately 44 acres on a total of seven properties. The land parcels are currently considered "brownfield" and the Company will look to develop these properties as expeditiously as possible.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases. The Company operates a month-to-month lease in Florida for \$2,300 per month.

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

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

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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

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

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	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
Ronald W. Mills	Officer	Palm Beach Gardens, FL	1,424,068	Common	1.44	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

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

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None.

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended, or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended, or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

None.

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

None.

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None.

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None.

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

None.

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject.

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

None.

8) Third Party Service Providers

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

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	Bruce Rosetto
Address 1:	5100 Town Center Circle Suite 400
Address 2:	Boca Raton, FL 33486
Phone:	561-955-7600
Email:	rosettob@gtlaw.com
Name:	Jessica Haggard, Esq., Anthony L.G., PLLC
Address 1:	1700 Palm Beach Lakes Blvd., Suite 820
Address 2:	West Palm Beach, FL 33401
Phone:	561-514-0936
Email:	jhaggard@anthonypllc.com

Accountant or Auditor

Name:	K, Brian Pybus
Firm:	Pybus & Company Pa, CPAs
Address 1:	900 SE Federal Highway Suite 309
Address 2:	Stuart, FL 34994
Phone:	561-282-1870
Email:	brian@pybuscpa.com

Investor Relations

Name:	Bill Robertson
Firm:	
Address 1:	2401 PGA Blvd., Suite 196
Address 2:	Palm Beach Gardens, FL 33410
Phone:	604-837-3835
Email:	billrobertson@encountercare.com

All other means of Investor Communication:

X (Twitter):	_____
Discord:	_____
LinkedIn	_____
Facebook:	_____
[Other]	_____

Other Service Providers

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

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

9) Disclosure & Financial Information

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

Name: _____
Title: _____
Relationship to Issuer: _____

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

- ☐ IFRS
☒ U.S. GAAP

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

Name: **K. Brian Pybus**
Title: **Accountant**
Relationship to Issuer: **Accountant**

Describe the qualifications of the person or persons who prepared the financial statements:²⁵ **The compiled financial statements were prepared by a certified public accountant (Florida), see the compilation report issued with financials.**

Provide the following qualifying financial statements:

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

²⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Ronald W. Mills certify that:

1. I have reviewed this Disclosure Statement for Encounter Care Solutions, 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.

05/08/2024 [Date]

/s/ Ronald W. Mills [CEO's Signature]

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

Principal Financial Officer:

I, [identify the certifying individual] certify that:

1. I have reviewed this Disclosure Statement for [identify issuer];

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

_____ [Date]

_____ [CFO's Signature]

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