

BHPA, Inc.

13131 Michelson Drive, #304
Irvine, CA 92612

+1 503-832-7356

www.aquivamedical.com

echo@aquivamedical.com

Annual Report
For the Period Ending: March 31, 2024
(the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

359,365,346 as of March 31, 2024

344,365,346 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 Control¹ of the company has occurred over 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. 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.

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

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.

BHPA, Inc. herein referred to as "BHPA" or the "Company, formerly known as Star Development Resorts, Inc.,(changed on April 17, 2007) , formerly known as Nabo Inc.(changed on November 07, 2005) until the name was changed to BHPA, Inc. on June 07, 2019.

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 Nevada, 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:

On August 16, 2023, the Company closed its wholly owned subsidiary, Das Techno, Inc. with the State of Nevada

On February 21, 2024, the Company merged with Acquia Medical. Acquia Medical leveraging its proprietary HiPNA(Hydrogel with Inter-Penetrating Network Anchor) technology toward the development of innovative products to satisfy the unmet needs in wound care, skin care, as well as healthcare markets, Aquiva has developed a novel hydrogel material, AQUIPHER™, with many unique properties that surpasses industry standards which makes AQUIPHER™ an ideal material for various applications, including moist wound dressings, and active ingredient releasing patches for skin care, wound care, sleep aid and health supplements, and transdermal drugs.

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

13131 Michelson Drive, #304
Irvine, CA 92612

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

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

Has the issuer or any of its predecessors ever 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: VStock Transfer, LLC
Address: 18 Lafayette Place
Address 2: Woodmere, NY 11598
Phone: +1 (212) 828-8436
Email: info@vstocktransfer.com

Publicly Quoted or Traded Securities:

Trading symbol: BHPA
Exact title and class of securities outstanding: Common Stock ("Common Stock")
CUSIP: 05549Q109
Par or stated value: \$0.001

Total shares authorized: 6,000,000,000 as of date: May 21, 2024
Total shares outstanding: 359,365,346 as of date: March 31, 2023
Number of shares in the public float: 14,743,249 as of date: May 21, 2024
Total number of shareholders of record: 39 as of date: May 31, 2024

All Additional class of publicly traded securities (if any):

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

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.

Trading symbol: N/A
Exact title and class of securities outstanding: Preferred Stock ("Preferred Stock")
CUSIP: N/A
Par or stated value: \$0.0001

Total shares authorized: 0 as of date: May 21, 2024
Total shares outstanding: 0 as of date: March 31, 2024
Number of shares in the public float: N/A as of date: May 21, 2024
Total number of shareholders of record: N/A as of date: May 21, 2024

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.**

None

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

Each share of Series C Preferred Stock shall have a par value of \$0.001 per share. The Series C Preferred Stock shall vote on any matter that may from time to time be submitted to the Company's shareholders for a vote, on a 25 for one basis. If the Company effects a stock split which either increases or decreases the number of shares of Common Stock outstanding and entitled to vote, the voting rights of the Series A shall not be subject to adjustment unless specifically authorized.

Each share of Series C Preferred Stock shall be convertible into 4 shares of Common Stock ("Conversion Ratio"), at the option of a Holder, at any time and from time to time, from and after the issuance of the Series C Preferred Stock.

Subject to the rights of any existing series of Preferred Stock or to the rights of any series of Preferred Stock which may from time to time hereafter come into existence, the holders of shares of Series C Preferred Stock shall be entitled to receive dividends, out of any assets legally available therefor, upon any payment of any dividend (payable other than in Common Stock or other securities and rights convertible into or entitling the holder thereof to receive, directly or indirectly, additional shares of Common Stock of the Corporation) on the Common Stock of the Corporation, as and if declared by the Board of Directors, as if the Series C Preferred Stock had been converted into Common Stock.

In the event of any liquidation, dissolution or winding up of the Corporation, either voluntary or involuntary, subject to the rights of any existing series of Preferred Stock or to the rights of any series of Preferred Stock which may from time to time hereafter come into existence, the holders of the Series C Preferred Stock shall be entitled to receive, prior and in preference to any distribution of any of the assets of the Corporation to the holders of Common Stock by reason of their ownership thereof, an amount per share equal to the price per share actually paid to the Corporation upon the initial issuance of the Series C Preferred Stock (each, the "the Original Issue Price") for each share of Series A Preferred Stock then held by them, plus declared but unpaid dividends. Unless the Corporation can establish a different Original Issue Price in connection with a particular sale of Series C Preferred Stock, the Original issue price shall be \$0.001 per share for the Series C Preferred Stock. If, upon the occurrence of any liquidation, dissolution or winding up of the Corporation, the assets and funds thus distributed among the holders of the Series C Preferred Stock shall be insufficient to permit the payment to such holders of the full aforesaid preferential amounts, then, subject to the rights of any existing series of Preferred Stock or to the rights of any series of Preferred Stock which may from time to time hereafter come into existence, the entire assets and funds of the corporation legally available for distribution shall be distributed ratably among the holders of the each series of Preferred Stock in proportion to the preferential amount each such holder is otherwise entitled to receive.

The Series C Preferred Stock shares are nonredeemable other than upon the mutual agreement of the Company and the holder of shares to be redeemed, and even in such case only to the extent permitted by this Certificate of Designation, the Corporation's Articles of Incorporation and applicable law.

Series C Preferred Stock shall be convertible, at the option of the holder thereof, at any time after the date of issuance of such share, at the office of the Corporation or any transfer agent for such stock, into such number of fully paid and nonassessable shares of Common Stock as is determined by dividing the Original Issue Price of the Series C Preferred Stock by the Series C Conversion Price applicable to such share, determined as hereafter provided, in effect on the date the certificate is surrendered for conversion.

Each share of Series C Preferred Stock shall automatically be converted into shares of Common Stock at the applicable Series C Conversion Price in effect for such share immediately upon the earlier of (i) except as provided below in Section 4(c), the Corporation's sale of its Common Stock in a public offering pursuant to a registration statement under the Securities Act of 1933, as amended; (ii) a liquidation, dissolution or winding up of the Corporation as defined in section 2(c) above but subject to any liquidation preference required by section 2(a) above; or (iii) the date specified by written consent or agreement of the holders of a majority of the then outstanding shares of Series C Preferred Stock.

On November 28, 2023, the Company cancelled all of its 10,000,000 authorized preferred stock with the State of Nevada.

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

No Additional

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 that there were no changes to the number of outstanding shares within the past two completed fiscal years:

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

Number of Shares outstanding as of <u>03/31/2022</u>	Opening Balance: Common: 331,565,346 Preferred: 10,000,000		*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
08/18/2022	New Issuance	12,800,000	Common stock	\$0.001	No	Hestia Investments/ Edward Lee	Conversion	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
08/18/2022	Conversion/cancellation	(400,000)	Series A Preferred stock	\$0.001	No	Hestia Investments/ Edward Lee	Conversion	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
08/16/2023	Preferred stock cancellation	(9,600,000)	Series A Preferred stock	\$0.001	No	Hestia Investments/ Edward Lee		R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
03/03/2024	New Issuance	8,868,000	Common stock	\$0.001	No	Prisma Biotech	Cash	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
03/03/2024	New Issuance	2,847,000	Common stock	\$0.001	No	I-Fang Huang	Cash	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
03/03/2024	New Issuance	1,050,000	Common stock	\$0.001	No	Tseng Shin	Cash	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
03/03/2024	New Issuance	1,335,000	Common stock	\$0.001	No	Tseng Keng-She	Cash	R	<u>Exemption: Section 4(a)(2) of the</u>

									<u>Securities Act</u>
03/03/2024	New Issuance	900,000	Common stock	\$0.001	No	Lin Tsu Tai	Cash	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
Shares Outstanding on <u>03/31/2024:</u>	<u>Ending Balance:</u> Common: 359,365,346 Preferred: 0								

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	Reason for Issuance (e.g. Loan, Services, etc.)
11/21/2018	655,083	30,000	N/A	N/A	N/A	Wenjie Wu	Loan

4) Issuer's Business, Products and Services

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

BHPA, Inc. (OTC: BHPA) is leveraging its cloud hash power and big data processing capabilities toward the creation of a reliable and convenient cloud hash power service platform. The Company's wholly-owned subsidiary, BHP Advance Inc., which acts as the technology and service operator, is focused on providing a cryptocurrency mining SaaS platform powered by a reliable and secure blockchain algorithm, along with market-leading data processing capabilities and other online services. At present, BHP Advance has a well-established global partnership network with a number of large-scale cryptocurrency mining farms. The Company is dedicated to providing a cloud mining solution capable of breaking new barriers in the cryptocurrency mining space, allowing crypto mining firms and enthusiasts to transcend the defining limitations of time, power, and technology horizon.

B. List any subsidiaries, parent company, or affiliated companies. N/A

Subsidiary Name	Domicile	Address	Officer/Director	% Owned	Owned By
N/A					

C. Describe the issuers' principal products or services

N/A.

5) Issuers facilities

BHPA, Inc. currently has no operating facility.

6) Officers, Directors, and Control Persons

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.

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/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 persons(s) if a corporate entity
Lu Chen	Former Chief Executive Officer/Director/Owner of more than 5%	Chengdu, China	255,743,964	Common Stock	71.17%	
Zheng Dong	Former Director and Owner of more than 5%	Chengdu, China	19,339,090	Common Stock	5.38%	
Kai Gu	Owner of more than 5%	Guangdong, China	24,051,978	Common Stock	6.69%	

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);

No

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;

No

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;

No

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

N/A

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.

No

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.

No

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 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

Name: David E. Price
Firm: Law of David E. Price
Address 1: #3 Bethesda Metro Centre, Suite 700
Address 2: Bethesda, MD 20814
Phone: +1 301-460-5818
Email:

Accountant:

Name: Mario A. Beckles
Firm: Beckles & Co
Address 1: 400 Columbia Drive, Suite 101
Address 2: West Palm Beach, FL 33409
Phone: 561-689-4093
Email: mbeckles@becklescpa.com

Investor Relations Consultant: N/A

All other means of Investor Communication:

X (Twitter): BHPA, INC.@BhpaInc
Discord: N/A
LinkedIn _____
Facebook: _____
[Other] N/A

Other Service Providers: N/A

9) Disclosure & Financial Information

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

Name: Mario A. Beckles
Title: Outside CPA, July 09, 2019 to present
Relationship to Issuer: Independent, no relationship

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

- ☐ IFRS
☒ U.S. GAAP

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

Name: Mario A. Beckles
Title: Outside CPA, July 09, 2019 to present
Relationship to Issuer: Independent, no relationship

The unaudited Consolidated Balance Sheet as of March 31, 2024 and the fiscal year ended March 31, 2023, unaudited Consolidated Statement of Stockholder Equity for as of March 31, 2024 and 2023, Consolidated Statement of Operations for the fiscal years ended March 31, 2024 and 2023, and Consolidated Statement of Cashflows for the fiscal years ended March 31, 2024 and 2023, are included at the end of this report.

10) Issuer Certification

Principal Executive Officer:

I, Mr. Kevin Tseng certify that:

1. I have reviewed this Disclosure statement of BHPA, 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 consolidated 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: June 10, 2024

CEO's Signature: Kevin Tseng /s/

Principal Financial Officer:

I, Mr. Kevin Tseng certify that:

1. I have reviewed this Disclosure statement of BHPA, 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 consolidated 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: June 10, 2024

CFO's Signature: Kevin Tseng /s/

BHPA, INC.
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	March 31, 2024	March 31, 2023
ASSETS		
CURRENT ASSETS:		
Cash	\$ 3,257	\$ 2,284
Accounts receivable	-	866,065
Prepaid expenses	2,460	9,125
Total current assets	<u>5,717</u>	<u>877,474</u>
OTHER ASSETS:		
Digital currencies	-	1,064,277
Note receivable	-	705,847
Due from related party	-	60,000
Total Other Assets	<u>-</u>	<u>1,830,124</u>
TOTAL ASSETS	<u>\$ 5,717</u>	<u>\$ 2,705,598</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	26,115	8,587
Notes payable	-	20,000
Loan Payable – related party	8,409	668,520
Total current liabilities	<u>34,524</u>	<u>697,107</u>
Commitments and Contingencies	-	-
STOCKHOLDERS' EQUITY		
Preferred stock, par value \$0.00001 per share; 0 shares authorized; 0 and 9,600,000 shares issued and outstanding as of March 31, 2024 and March 31, 2023, respectively	-	96
Common stock, par value \$0.001 per share; 6,000,000,000 shares authorized; 359,365,346 and 344,365,346 shares issued and outstanding as of March 31, 2024 and March 31, 2023, respectively	359,365	344,365
Additional paid in capital	1,627,448	1,707,729
Accumulated Deficit	(2,015,660)	(41,699)
Total stockholders' equity	<u>(28,807)</u>	<u>2,010,491</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 5,717</u>	<u>\$ 2,705,598</u>

The accompanying notes are an integral part of these consolidated financial statements.

BHPA, INC.
CONSOLIDATED STATEMENT OF OPERATIONS
(Unaudited)

	For the Fiscal Years Ended March 31,	
	2024	2023
Operating expenses		
General and administrative expenses	16,836	14,462
Professional fees	41,000	13,000
Total operating expense	<u>57,836</u>	<u>27,462</u>
Loss from operations	<u>(57,836)</u>	<u>(27,462)</u>
Other loss		
Impairment loss	(1,936,541)	-
Interest Income	20,416	40,720
Total other loss	<u>(1,916,125)</u>	<u>40,720</u>
Net income	<u>\$ (1,973,961)</u>	<u>\$ 13,258</u>
Net income per common share – basic and diluted	<u>\$ (0.01)</u>	<u>\$ (0.00))</u>
Weighted average common shares outstanding – basic and diluted	344,876,603	344,876,603

The accompanying notes are an integral part of these consolidated financial statements.

BHPA, INC.
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
FOR THE FICAL YEARS ENDED MARCH 31, 2024 AND 2023
(Unaudited)

	Series A Preferred Stock		Common Stock		Additional Paid In	Accumulated	Total
	Number of Shares	Par Value	Number of Shares	Par Value	Capital	Deficit	Stockholders' Deficit
Balance - March 31, 2022	10,000,000	\$ 100	331,565,346	\$ 331,565	\$ 1,720,525	\$ (54,957)	\$ 1,997,232
							-
		-				-	-
Preferred stock conversion to common stock	(400,000)	(4)	12,800,000	12,800	(12,796)		
	-	-					
Net loss	-	-	-	-		13,258	13,258
Balance - March 31, 2023	9,600,000	\$ 96	344,365,346	\$ 344,365	\$ 1,707,729	\$ (41,699)	\$ 2,010,491
Common stock subscription			15,000,000	15,000	140	-	15,140
Preferred stock cancellation	(9,600,000)	(96)			96		-
Forgiveness of related party debt					(80,477)		(80,477)
Net income	-	-	-	-		(1,973,961)	(1,973,961)
Balance -March 31, 2024	<u>-</u>	<u>\$ -</u>	<u>359,365,346</u>	<u>\$ 359,365</u>	<u>\$ 1,627,488</u>	<u>\$ (2,015,660)</u>	<u>\$ (28,807)</u>

The accompanying notes are an integral part of these consolidated financial statements.

BHPA, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE PERIOD
(Unaudited)

	For the fiscal years ended March 31,	
	2024	2023
OPERATING ACTIVITIES:		
Net Income	(1,973,961)	13,258
Adjustments to reconcile net loss to net cash (used in) operating activities:		
Bad debt expense	866,065	-
Unrealized loss on digital currency	1,064,277	-
Forgiveness of related party debt	17,268	
Changes in assets and liabilities		
Interest receivable	(20,416)	(40,720)
Prepaid expenses	6,665	(240)
Accounts payable and accrued expenses	17,527	(712)
Loan payable – related party	8,410	50
NET CASH PROVIDED BY/(USED IN)		
OPERATING ACTIVITIES	944	(28,364)
INVESTING ACTIVITIES:		
Note receivable from Related party	-	-
NET CASH (USED IN)/PROVIDED BY INVESTING ACTIVITIES	-	-
FINANCING ACTIVITIES:		
Proceeds from notes payable		20,000
Proceeds from common stock issued	15,140	-
NET CASH (USED IN)/PROVIDED BY FINANCING ACTIVITIES	15,140	20,000
NET (DECREASE) IN CASH	16,084	(8,364)
CASH – BEGINNING OF PERIOD	2,284	10,647
CASH – END OF PERIOD	\$ 18,368	\$ 2,284
SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:		
Cash paid during the periods for:		
Interest	-	-
Taxes	--	-
NON-CASH INVESTING AND FINANCING ACTIVITIES:		
	-	-

The accompanying notes are an integral part of these consolidated financial statements.

BHPA, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE FISCAL YEARS ENDED MARCH 31, 2024
AND MARCH 31, 2023
(Unaudited)

Note 1 – Organization and basis of accounting

Basis of Presentation and Organization

The Company was incorporated in the State of Nevada on November 7, 2005, under the name “Nabo Inc.” On April 17, 2007, the name was changed to “Star Resorts Development Inc.” The name change was effected by merging with the Company’s wholly owned subsidiary, named “Star Resorts Development Inc.”, a Nevada corporation that we formed specifically for this purpose. The name of the company was changed to better reflect the direction and business of our company.

In addition to the change of name, a seven for one stock split was effected of authorized, issued and outstanding common stock. As a result, authorized capital increased from 75,000,000 shares of common stock with a par value of \$0.001 to 525,000,000 shares of common stock with a par value of \$0.001.

The Company was in the business of real estate development and Focused on emerging markets. As of March 31, 2009, the Company has ceased operations, the value of all previously held properties have been impaired to reflect the current status.

On October 08, 2018, the eight judicial District Court of Nevada appointed Custodian Ventures, LLC as custodian for Star Resort Development, Inc., proper notice having been given to the officers and directors of Star Resort Development, Inc. There was no opposition.

On January 22, 2019, Custodian Ventures entered into a stock purchase agreement whereby they transferred 10,000,000 shares of preferred stock to Hestia Investments Inc and BHP Advance, Inc in exchange for \$152,750 in cash. As a result of the sale, and David Lazar’s resignation as sole officer and director of the Company, there was a change of control of the Company. There is no family relationship or other relationship between the Seller and the Purchaser.

On February 22, 2019, the board of directors approved a 1 for 100 reverse stock split of its common stock, to be effected on a certificate by certificate basis with all fractional shares being rounded up to the next whole share. The stock split did not effect the preferred stock of the corporation. On that same date, the company changed its name to BHPA, Inc.

On August 16, 2021, Mr. Lu Chen was appointed as the new Chief Executive Officer, Chief Financial Officer, Treasurer and Chairman of the board of directors of the Company. On that same date Mr. Wenjie Wu stepped down as Chief Executive Officer, Chief Financial Officer, Treasurer and Chairman of the board of directors of the Company.

On December 01, 2021, the Company’s wholly owned subsidiary, BHP Advance Inc. changed its name to Das Techno Inc.

On August 16, 2023, the Company closed its wholly owned subsidiary, Das Techno, Inc. with the State of Nevada.

On November 28, 2023, the Company increased its authorized capital from 975,000,000 to 6,000,000,000 shares of common stock with a par value of \$0.001 with the State of Nevada.

On November 28, 2023, the Company cancelled all of its 10,000,000 authorized preferred stock with the State of Nevada.

On February 21, 2024, the Company merged with Acquia Medical. Acquia Medical leveraging its proprietary HiPNA(Hydrogel with Inter-Penetrating Network Anchor) technology toward the development of innovative products to satisfy the unmet needs in wound care, skin care, as well as healthcare markets, Aquiva has developed a novel hydrogel material, AQUIPHER™, with many unique properties that surpasses industry standards which makes AQUIPHER™ an ideal material for various applications, including moist wound dressings, and active ingredient releasing patches for skin care, wound care, sleep aid and health supplements, and transdermal drugs.

On February 23, 2024, the Company’s CEO Lu Chen as CEO and director of the Company. On that same date, Zheng Dong, resigned as director as well.

On March 03, 2023, the Company issued 15,000,000 shares of common stock to five investors for cash at par value of \$0.001 for a total of valued at \$15,000.

Reorganization and Share Exchange

On June 21, 2019, pursuant to a Reorganization and Share Exchange Agreement, by and among the shareholders of BHPA, Inc. (Company) and the shareholders of BHP Advance, Inc, BHP Advanced Inc shareholders acquired (92.63%) percent of the issued and outstanding shares of BHPA, Inc in the amount of 316,933,399 shares in exchange for all of the 95,000,000 issued and outstanding shares of BHP Advance, Inc. , resulting in Company becoming a wholly-owned subsidiary of BHPA, Inc.

Since the major shareholder of BHP, Inc retained control of both the Company and BHPA Inc, the share exchange was accounted for as a reverse merger. As such, the Company recognized the assets and liabilities of BHPA, acquired in the Reorganization, at their historical carrying amounts. As such, the Company recognized the assets and liabilities of BHPA, acquired in the Reorganization, at their historical carrying amounts. .

The accompanying consolidated financial statements are prepared on the basis of accounting principles generally accepted in the United States of America ("GAAP"). The Company is a development stage enterprise devoting substantial efforts to establishing a new business, financial planning, raising capital, and research into products which may become part of the Company's product portfolio. The Company has not realized significant sales through since inception. A development stage company is defined as one in which all efforts are devoted substantially to establishing a new business and, even if planned principal operations have commenced, revenues are insignificant.

The accompanying consolidated financial statements have been prepared assuming the continuation of the Company as a going concern. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and is dependent on debt and equity financing to fund its operations. Management of the Company is making efforts to raise additional funding until a registration statement relating to an equity funding facility is in effect. While management of the Company believes that it will be successful in its capital formation and planned operating activities, there can be no assurance that the Company will be able to raise additional equity capital, or be successful in the development and commercialization of the products it develops or initiates collaboration agreements thereon. The accompanying consolidated financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

Note 2 – Summary of significant accounting policies

Cash and Cash Equivalents

For purposes of reporting within the statements of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less to be cash and cash equivalents.

Digital Currencies

Digital currencies consist of Bitcoin, Litecoin and Ethereum, generally received for the Company's own account as compensation for cryptocurrency mining services. Given that there is limited precedent regarding the classification and measurement of cryptocurrencies under current Generally Accepted Accounting Principles ("GAAP"), the Company has determined to account for these digital currencies as indefinite-lived intangible assets in accordance with Accounting Standards Update ("ASU") No. 350. As of March 31, 2024, the company held 0 BTC on account as well as 0 Filecoin with a market value of \$0. All digital currencies are recorded at historical cost.

Revenue Recognition

Effective July 1, 2018, we adopted ASC 606, Revenue from Contracts with Customers, as amended, using the modified retrospective method, which requires the cumulative effect of adoption to be recognized as an adjustment to opening retained earnings in the period of adoption. There was no cumulative effect of adopting the new standard and no impact on our financial statements. The new standard provides a single comprehensive model to be used in the accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance, including industry-specific guidance. The standard's stated core principle is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. To achieve this core principle, ASC 606 includes provisions within a five-step model that includes identifying the contract with a customer, identifying the performance obligations in the contract, determining the transaction price, allocating the transaction price to the performance obligations, and recognizing revenue when, or as, an entity satisfies a performance obligation.

Our revenues currently consist of hash rate cloud services recognized in accordance with ASC 606 as discussed above. At present, BHP Advance has a well-established global partnership network with a number of large-scale cryptocurrency mining farms, such as RenRenmine Farms.

Estimates

The consolidated financial statements are prepared on the basis of accounting principles generally accepted in the United States of America. The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities as of March 31, 2024 and March 31, 2023, and expenses for the fiscal years ended March 31, 2024 and 2023, and cumulative from inception. Actual results could differ from those estimates made by management.

Provision for Income Taxes

The provision for income taxes is determined using the asset and liability method. Under this method, deferred tax assets and liabilities are calculated based upon the temporary differences between the consolidated financial statement and income tax bases of assets and liabilities using the enacted tax rates that are applicable in each year.

The Company utilizes a two-step approach to recognizing and measuring uncertain tax positions (“tax contingencies”). The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes. The second step is to measure the tax benefit as the largest amount, which is more than 50% likely to be realized upon ultimate settlement.

The Company considers many factors when evaluating and estimating its tax positions and tax benefits, which may require periodic adjustments, and which may not accurately forecast actual outcomes. The Company includes interest and penalties related to tax contingencies in the provision of income taxes in the consolidated statements of operations. Management of the Company does not expect the total amount of unrecognized tax benefits to change in the next 12 months significantly.

Impairment loss

On January 19, 2024, the Board of Directors of the BHPA agreed as a result of ongoing operating losses to evaluate its accounts receivable and its investment in Filecoin. As a result January 19, 2024 agreement, the Company concluded that indicators of other-than-temporary impairment were present related to collection of its accounts receivable and the investment in Filecoin as of December 31, 2023, and upon closing. Upon analysis of the accounts receivable and its Filecoin investment, BHPA determined that other-than-temporary impairment did exist and recorded a \$1,930,342 (\$866,065 + \$1,064,277) non-cash impairment charge on January 19, 2024. The impairments were determined based on combining the fair value of consideration received for all transactions contemplated.

Subsequent Event

The Company evaluated subsequent events through the date when consolidated financial statements are issued for disclosure consideration.

Recent Accounting Pronouncements

Other recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the SEC did not or in management’s opinion will not have a material impact on the Company’s present or future consolidated financial statements.

Note 3 – Related party transaction

On October 08, 2019, company issued 2,743,157 shares of common stock to Wen Jie Wu, at a price equivalent to \$0.75 per share for an aggregate purchase price equal to 250,8985 BTC equal to \$2,057,367.70. The common stock is payable in cash.

As of December 31, 2022 and the fiscal year ended March 31, 2022, the company had a loan payable remaining of \$668,520 to Wenjie Wu. This loan is unsecured, non-interest bearing, and has no specific terms for repayment.

On October 21, 2020, the Company repaid \$43,980 of the Zheng Dong loan. As of December 31, 2023 and the fiscal year ended March 31, 2023, the company had a loan payable remaining of \$0 to Zheng Dong.

On January 19, 2024, Wen Jie Wu and two other related parties agreed to forgive their non interest bearing loans owed to them of \$675,002, \$11,009 and \$20,000, respectively.

During the fiscal year ended March 31, 2024, the Company incurred operating costs in the amount of \$23,520, which was paid for by a third party. This loan is unsecured, non-interest bearing, and has no specific terms of repayment.

As of March 31, 2024 and March 31, 2023 the Company had a loan payable related party of \$5,982 and 668,520, respectively.

Note 4 – Common Stock

On January 07, 2018, the Company issued 5,000,000 shares of common stock to a third party organization as a donation at par value of \$0.001 for a total donation valued at \$5,000.

On October 26, 2018, the Company issued 444,466,667 shares of common stock to Custodian Ventures, LLC at par for shares valued at \$444,467 in exchange for settlement of a portion of the related party loan in the amount of \$15,750 and a promissory note issued to the Company in the amount \$428,717.

On January 17, 2019, the Board of Directors of the company determined that it was in its best interest to redeem from Custodian Ventures LLC, the 444,466,667 shares of common stock issued to the corporation on October 26, 2018.

On February 22, 2019, the board of directors approved a 1 for 100 reverse stock split of its common stock, to be effected on a certificate by certificate basis with all fractional shares being rounded up to the next whole share. The stock split did not effect the preferred stock of the corporation. On that same date, the company changed its name to BHPA, Inc.

On June 21, 2019, pursuant to a Reorganization and Share Exchange Agreement, by and among the Company and BHP Advance, Inc, the Company acquired one hundred percent (100%) of the issued and outstanding shares of BHPA, Inc for 316,933,399 shares of the Company, resulting in Company becoming a wholly-owned subsidiary of BHPA, Inc.

On October 08, 2019, company issued 2,743,157 shares of common stock to Wen Jie Wu, at a price equivalent to \$0.75 per share for an aggregate purchase price equal to 250,8985 BTC equal to \$2,057,367.70. The common stock is payable in cash.

On August 16, 2022, the holder of 400,000 shares of Series A preferred stock elected to convert all 400,000 shares of Series A preferred stock at a conversion price of \$0.0000000125 per share in exchange for 12,800,000 shares of the Company's common stock.

On November 28, 2023, the Company increased its authorized capital from 975,000,000 to 6,000,000,000 shares of common stock with a par value of \$0.001 with the State of Nevada.

On March 03, 2023, the Company issued 15,000,000 shares of common stock to five investors for cash at par value of \$0.001 for a total of valued at \$15,000.

As of March 31, 2024 and the March 31, 2023, 359,365,346 and 344,365,346 shares of common stock remain outstanding, respectively.

Note 5 – Preferred Stock

On January 9, 2019, the Company issued 10,000,000 shares of the Series A preferred stock to Custodian Ventures LLC, the company controlled by David Lazar, Chief Executive Officer for par payable in cash.

On January 22, 2019, Custodian Ventures entered into a stock purchase agreement whereby they transferred 10,000,000 shares of preferred stock to Hestia Investments Inc and BHP Advance, Inc in exchange for \$152,750 in cash. As a result of the sale, and David Lazar's resignation as sole officer and director of the Company, there was a change of control of the Company. There is no family relationship or other relationship between the Seller and the Purchaser.

On August 16, 2022, the holder of 400,000 shares of Series A preferred stock elected to convert all 400,000 shares of Series A preferred stock at a conversion price of \$0.0000000125 per share in exchange for 12,800,000 shares of the Company's common stock.

On August 16, 2023, the Company elected to cancel all 9,600,000 shares of Series A preferred stock.

On November 28, 2023, the Company cancelled all of its 10,000,000 authorized preferred stock with the State of Nevada.

As of March 31, 2024 and March 31, 2023, 0 and 9,600,000 shares of preferred stock remains outstanding, respectively.

Note 6 – Income taxes

The Company provides for income taxes under FASB ASC 740, Accounting for Income Taxes. FASB ASC 740 requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect currently.

FASB ASC 740 requires the reduction of deferred tax assets by a valuation allowance, if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. In the Company's opinion, it is uncertain whether they will generate sufficient taxable income in the future to fully utilize the net deferred tax asset. Accordingly, a valuation allowance equal to 100% of the deferred tax asset has also been recorded resulting in no net deferred tax asset. The cumulative deferred tax asset for period ended March 31, 2024 and 2023 is \$13,403 and \$5,767, respectively, which is calculated by multiplying a 21% estimated tax rate by the cumulative net operating loss (NOL) adjusted for the following items:

For the period ended March 31,	2024	2023
Book loss for the year	\$ (1,973,961)	\$ 13,258
Adjustments:		
Interest receivable	(20,416)	(40,720)
Impairment loss	1,930,342	-
	<u>(64,035)</u>	<u>(27,462)</u>
Tax loss for the year		
Estimated effective tax rate	21%	21%
Deferred tax asset	\$ <u>(13,447)</u>	\$ <u>(5,767)</u>

Details for the last period are as follows:

For the period ended March 31,	2024	2023
Deferred tax asset	\$ 13,447	\$ 5,767
Valuation allowance	(13,447)	(5,767)
Current taxes payable	-	-
Income tax expense	\$ <u>-</u>	\$ <u>-</u>

Note 6 – Subsequent events

The Company's management evaluated subsequent events through the date the financial statements were issued and there were no subsequent events to report.