

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Houston Natural Resources Corp

A Nevada Corporation
12 Greenway Plaza, Suite 1100
Houston, TX 77046

(713) 425-4901
www.hnrcholdings.com
SIC Code: 6719

Quarterly Report

For the period ending June 30, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

355,877,532 as of June 30, 2024

211, 463,102 as of December 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 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period: Yes: ☐ No: ☒

¹ "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 any names used by predecessor entities, along with the dates of the name changes.

Acellus Communications, Inc name change to Eastern Frontier Corp	- 01/16/2001
Eastern Frontier Corp name change to Acellus Communications, Inc	- 04/10/2006
Acellus Communications Inc name change to Worldwide Internet, Inc	- 12/11/2008
Worldwide Internet, Inc name change to Worldwide Diversified Holdings, Inc	- 12/07/2014
Worldwide Diversified Holdings, Inc name change to Houston Natural Resources, Inc	- 06/30/2020

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):

09/01/1998	- Incorporated in the State of Florida as Acellus Communications, Inc
04/10/2006	- Incorporated in the State of Nevada as Acellus Communications, Inc
12/11/2008	- State of Nevada name change to Worldwide Internet, Inc
12/07/2014	- State of Nevada name change to Worldwide Diversified Holdings, Inc
06/30/2020	- Incorporated in the State of Nevada name change to Houston Natural Resources Corp
12/31/2023	- Incorporated in the State of Nevada - Active Status

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:

Spin-off dividend of Worldwide Diversified Holdings, Inc effective May 26, 2023

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

12 Greenway Plaza, Suite 1100
Houston, Texas 77046

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

☒ *Check if the 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:

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

2) Security Information

Transfer Agent

Name: Equiniti Shareowner Services
Phone: (800) 401-1957
Email: www.equiniti.com
Address: 1110 Centre Pointe Curve, Suite 101
Mendota Heights MN 55120

Publicly Quoted or Traded Securities

Trading symbol:	HNRC
Exact title and class of securities outstanding:	Common
CUSIP:	44228P 108
Par or stated value:	\$ 0.0001
Total shares authorized:	500,000,000 as of date: June 30, 2024
Total shares outstanding:	355,877,532 as of date: June 30, 2024
Number of shares in the Public Float ² :	118,871,996 as of date: June 30, 2024
Total number of shareholders of record:	1,236 as of date: June 30, 2024

Other classes of authorized or outstanding equity securities:

Trading symbol:	None
Exact title and class of securities outstanding:	Preferred Stock Series A
CUSIP:	None
Par or stated value:	\$0.0001
Total shares authorized:	5,000,000 as of date: June 30, 2024
Total shares outstanding:	5,000,000 as of date: June 30, 2024

Trading symbol:	None
Exact title and class of securities outstanding:	Preferred Stock Series B
CUSIP:	98161N 207
Par or stated value:	\$0.0001
Total shares authorized:	50,000,000 as of date: June 30, 2024
Total shares outstanding:	40,525,000 as of date: June 30, 2024

Trading symbol:	None
Exact title and class of securities outstanding:	Preferred Stock Series C
CUSIP:	9816N 306
Par or stated value:	\$5.00
Total shares authorized:	30,000,000 as of date: June 30, 2024
Total shares outstanding:	20,000,000 as of date: June 30, 2024

Trading symbol:	None
Exact title and class of securities outstanding:	Preferred Stock Series D
CUSIP:	None
Par or stated value:	\$0.001
Total shares authorized:	10,000,000 as of date: June 30, 2024
Total shares outstanding:	2,400,000 as of date: June 30, 2024

Trading symbol:	None
Exact title and class of securities outstanding:	Preferred Stock Series E
CUSIP:	None
Par or stated value:	\$0.001
Total shares authorized:	5,000,000 as of date: June 30, 2024
Total shares outstanding:	100,000 as of date: June 30, 2024

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

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.

Common – one share one vote, entitled to dividends, no other preemption rights.

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

Series A - 1,000 to 1 voting rights per share, no other rights or provisions

Series B -10 to 1 voting rights per share, 5 to 1 conversion rights, no other rights, provisions

Series C -5 to 1 voting rights per share, 5 to 1 conversion rights, no other rights, provisions

Series D -1,000 to 1 voting rights per share, 100 to 1 conversion rights, no other rights, provisions.

Series E - 1 to 1 voting rights per share, 1 to 1 conversion rights, no other rights, provisions.

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 direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

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

A. Changes to the Number of Outstanding Shares

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

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

Number of Shares outstanding as of January 1, 2022	Opening Balance: Common: 21,407,789 Preferred: 54,290,000								
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (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?
03/31/2022	New	5,000,000	Common	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Conversion of Series B Preferred	Restricted	Rule 144
04/30/2022	New	6,000,000	Common	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Conversion of Series B Preferred	Restricted	Rule 144
05/31/2022	New	6,080,472	Common	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Conversion of Series B Preferred	Restricted	Rule 144
09/01/2022	New	5,708,172	Common	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Accrued dividend Series B Preferred	Restricted	Rule 144
09/17/2022	New	3,000,000	Common	\$0.0001	No	Ryan Cunningham	Acquisition of Assets	Restricted	Rule 144
09/17/2022	New	3,000,000	Preferred	\$0.0001	No	Ryan Cunningham	Acquisition of Assets	Restricted	Rule 144
12/31/2022	Cancellation	12,500,000	Preferred	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Cancellation of Series B Preferred	Restricted	Rule 144
12/31/2022	New	3,000,000	Common	\$0.0001	No	Ryan Cunningham	Acquisition of Assets	Restricted	Rule 144
12/31/2022	New	15,000,000	Common	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Acquisition of Assets	Restricted	Rule 144
01/18/2023	Cancellation	1,300,000	Preferred	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Cancellation of Series C Preferred	Restricted	Rule 144
01/18/2023	New	6,500,000	Common	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Conversion of Series C Preferred	Restricted	Rule 144
03/02/2023	Cancellation	1,000,000	Preferred	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Cancellation of Series C Preferred	Restricted	Rule 144
03/02/2023	New	5,000,000	Common	\$0.0001	No	Ludvik Holdings Inc Frank Kristan	Conversion of Series C Preferred	Restricted	Rule 144
06/24/2023	Cancellation	24,700,000	Preferred	\$0.0001	No	Rhone Merchant House and Maison de Goree	Cancellation of Series B, C and D	Restricted	Rule 144
06/30/23	Cancellation	6,929,950	Preferred	\$0.0001	No	Ludvik Holdings Frank Kristan	Cancellation of Series B and C	Restricted	Rule 144
06/30/2023	New	31,649,750	Common	\$0.0001	No	Ludvik Holdings Frank Kristan	Conversion of Series B and C	Restricted	Rule 144
06/30/2023	New	3,000,000	Common	\$0.0001	No	Rhino Energy Ltd Thomas Fontaine	Asset Transfer	Restricted	Rule 144
09/30/2023	New	54,000,000	Preferred	\$0.0001	No	Ryan Cunningham	Asset Transfer	Restricted	Rule 144
09/30/2023	New	4,000,000	Common	\$0.0001	No	Ryan Cunningham	Asset Transfer	Restricted	Rule 144
09/30/2023	New	2,800,000	Preferred	\$0.0001	No	Houston Natural Resources Corp / Frank Kristan	Asset acquisitions	Restricted	Rule 144
09/30/2023	New	16,333,335	Common	\$0.0001	No	Ludvik Holdings Inc / Frank Kristan	Conversion of Preferred Stock	Restricted	Rule 144
10/05/2023	New	1,500,000	Preferred	\$0.0001	No	Jesse Colling	Asset Acquisition	Restricted	Rule 144

11/30/2023	New	425,000	Preferred	\$0.0001	No	Gary Kurp, Jr	Asset acquisition	Restricted	Rule 144
11/30/2023	New	3,333,334	Common	\$0.0001	No	Robin C Cook	Purchase	Restricted	Rule 144
12/31/2023	New	60,000,000	Common	\$0.0001	No	Ludvik Holdings, Inc/ Frank kristan	Conversion of preferred stock	Restricted	Rule 144
03/27/2024	New	31,645,058	Common	\$0.0001	No	Lita van Enter	Lease Assignment	Restricted	Rule 144
03/27/2024	New	21,096,706	Common	\$0.0001	No	Robin C Cook	Lease Assignment	Restricted	Rule 144
03/31/2024	New	60,000,000	Common	\$0.0001	No	Ludvik Holdings, Inc/ Frank kristan	Conversion of preferred stock	Restricted	Rule 144
06/30/2024	New	5,000,000	Common	\$0.0001	No	David Walters	Asset Acquisition	Restricted	Rule 144
06/30/2024	New	30,000,000	Common	\$0.0001	No	Ludvik holdings, Inc / Frank Kristan	Conversion of Preferred Stock	Restricted	Rule 144
12/31/2023:	Ending Balance: Common: 355,877,532 Preferred: 68,325,000								

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

B. Promissory and Convertible Notes

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

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

Date of	Outstanding	Principal	Interest	Maturity	Conversion	Name of Notcholder	Reason
Note	Balance	Amount	Accrued	Date	Terms		
Issuance	(\$)	(\$)	(\$)				
2/18/2014	505,210	137,334	367,876	3/1/2015	50% discount to market	TCA Global Credit/ Robert Press	Loan
11/31/2014	68,847	28,750	40,097	1/1/2015	45% discount to market	Beaufort Capital / Robert Marino	Loan
12/19/2014	79,452	40,000	39,452	1/1/2015	50% discount to market	Rigel Trading/ Lindsey Vinson	Loan
7/3/2013	73,522	33,500	40,022	6/30/2014	50% discount to market	Lee Frankel	Loan
1/1/2017	119,176	60,000	59,176	1/1/2018	50% discount to market	Cold River Capital/Philip Sands	Services
Total	846,207	299,584	546,623				

4) Issuer's Business, Products and Services

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

A. Summarize the issuer's business operations.

The company is a diversified holding company focused on traditional oil and gas opportunities and energy transition materials including mining opportunities in copper, lithium, gold, as well as other precious and rare earth metals. The company's focus will be global with sustainability at the core of the strategy.

The Company has acquired a 100% interest in Cunningham Energy, LLC that owns leases on 30,000 acres in West Virginia. The leases have been independently appraised at \$352 million and is subject to the competition of a 68 well drill program.

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

Cunningham Energy, LLC
3230 Pennsylvania Avenue
Charleston, West Virginia 25302
Ryan Cunningham, Manager

Worldwide Diversified Holdings, Inc
8 The Green Ste A
Dover, DE 19901
Frank Kristan, President, Director

Cunningham Mining Ltd
500 Virginia St, 10th Fl
Charleston West Virginia 25301
Ryan Cunningham, Manager

Worldwide Energy, Inc
8 The Green Ste A
Dover, DE 19901
Frank Kristan, President, Director

Rhino Energy Pty Ltd
Unit 22, 44 Kings Park Rd,
West Perth, 6005
Australia
Thomas Fontaine, Managing Director

C. Describe the issuers' principal products or services, and their markets.

The company is dedicated to pursuing both conventional oil and gas prospects and opportunities in energy transition materials. This encompasses mining ventures in copper, lithium, gold, as well as other valuable and rare earth metals.

5) Issuer's Facilities

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

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

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

At the date of this report, the company has an annual rental of virtual office space. The company pays \$219.50 per month for its offices at 12 Greenway Plaza, Suite 1100 Houston, Texas 77046

In addition, the company's subsidiary, Cunningham Energy, LLC has operations in Charleston, West Virginia for the purpose of acquiring, exploring, and producing oil and gas in the Appalachian, Illinois, and Williston Basins.

6) Officers, Directors, and Control Persons

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

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

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

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	Note
Frank Kristan	Officer/Director	Charleston, SC	41,985,016	Common	11.8%	Held in the name of Ludvik Holdings, Inc
Frank Kristan	Officer/Director	Charleston, SC	7,400,000	Preferred	10.8%	Held in the name of Ludvik Holdings, Inc
Ryan Cunningham	Manager	Charleston, WV	57,000,000	Preferred	83.4 %	Individual

7) Legal/Disciplinary History

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

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

None

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

None

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

None

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

None

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 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

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

Securities Counsel

Name: Vic Devlaeminck
Firm: Vic Devlaeminck PC
Address: 10013 N.E. Hazel Dell Avenue, Ste 317
Vancouver, WA, 98685
Phone: (503) 806-3533
Email: vic@vicdevlaeminck.com

Accountant or Auditor

Name: None
Firm:
Address:
Phone:
Email:

Investor Relations Consultant

Name: None
Firm:
Address:
Phone:
Email:

Other Service Providers

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

Name: None
Firm:
Nature of Services:
Address :
Phone:
Email:

9) Financial Statements

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

Name: Frank Kristan
Title: Chief Financial Officer
Relationship to Issuer: Officer

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

- ☐ IFRS
☒ U.S. GAAP

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

Name: Frank Kristan
Title: Chief Financial Officer
Relationship to Issuer: Officer

Describe the qualifications of the person or persons who prepared the financial statements:

Ten years' experience as Chief Financial Officer of public company.

Provide the following qualifying financial statements:

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

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.

HOUSTON NATURAL RESOURCES CORP
BALANCE SHEET

	Six months June 30, 2024	Six months June 30, 2023
Assets:		
Current Assets		
Cash	1,909	14,618
Accounts Receivables	1,942,080	1,734,000
Loans to shareholders	13,000	13,000
Total Current Assets	<u>1,956,989</u>	<u>1,761,618</u>
Other Assets		
Worldwide Diversified Holdings, Inc	9,062,245	9,062,245
Houston Natural Resources, Inc	-	18,084,666
HNR Acquisition Corp	100,000	100,000
Cunningham Energy LLC	54,000,000	19,620,000
Rhino Energy Pty Ltd	1,200,000	1,200,000
CE Energy Sponsors LLC	15,000	15,000
Cunningham Mining Ltd	9,000,000	-
Total Assets	<u>75,334,234</u>	<u>49,843,529</u>
Liabilities:		
Current Liabilities		
Accounts Payable	119,095	129,053
Short Term loans from shareholders	77,375	70,000
Contingent Liability - EPA guarantee	764,274	-
Notes Payable	868,282	779,982
Accrued Expense	420,000	60,000
Total Current Liabilities	<u>2,249,026</u>	<u>1,039,035</u>
Stockholders' Equity		
Preferred Stock, par value .001 authorized 100,000,000 68,325,000 and 10,900,000 issued and outstanding	68,325	10,900
Common Stock, par value .0001 authorized 500,000,000 355,877,532 and 117,796,433 issued and outstanding	35,588	11,780
Additional Paid in Capital	35,445,051	15,827,394
Retained Earnings	37,536,244	32,954,420
Total Stockholders' Equity	73,085,208	48,804,494
Total Liabilities and Stockholders' Equity	<u>75,334,234</u>	<u>49,843,529</u>

HOUSTON NATURAL RESOURCES CORP
INCOME STATEMENT

	Three Months June 30, 2024	Three Months June 30, 2023	Six Months June 30, 2024	Six Months June 30, 2023
Revenues				
Income	\$ 4,378,799	\$ 5,187,785	\$ 8,671,739	\$ 9,366,365
Other Income		-	-	-
Total Revenues	4,378,799	5,187,785	8,671,739	9,366,365
Cost of Services	1,307,111	1,548,601	2,809,370	3,013,803
Gross Margin	3,071,688	3,639,184	5,862,369	6,352,562
Operating Expenses				
Officer Compensation	30,000	30,000	60,000	60,000
General and Administrative	5,158	1,371	6,803	1,961
Other Expense				
Interest	22,075	19,487	44,150	-
Total Operating Expenses	57,233	50,858	110,953	61,961
Profit / Loss Before Taxes	3,014,455	3,588,326	5,751,416	6,290,601

HOUSTON NATURAL RESOURCES CORP
STATEMENT OF CASH FLOW

	Six Months June 30, 2024	Six Months June 30, 2023
OPERATING ACTIVITIES		
Net Income	\$ 5,751,416	6,290,602
Adjustments to reconcile		
Net Income to net cash provided by operations		
Accounts Receivables	(1,942,080)	(1,734,000)
Accounts Payable	(119,095)	(129,053)
Net cash provided by Operating Activities	3,690,241	4,427,549
FINANCING ACTIVITIES		
Loans Payable	(868,282)	(779,982)
Opening Balance Equity	(759,131)	(759,131)
Common Stock	35,588	117,796
Preferred Stock	68,325	10,900
Additional Paid in Capital	(2,166,843)	(3,016,180)
Net cash provided by Financing Activities	(3,690,343)	(4,426,597)
Net cash decrease for period	(102)	952
Cash at beginning of period	2,011	13,693
Cash at end of period	1,909	14,618

HOUSTON NATURAL RESOURCES CORP
STATEMENT OF STOCKHOLDERS' EQUITY

For the three months ending June 30, 2024

	Preferred Stock		Common Stock		Paid-in	Retained	Stockholders'
	Shares	Amount	Shares	Amount	Capital	Earnings	Equity
Balance, December 31, 2023	68,925,000	\$ 68,925	201,463,102	\$ 20,146	\$ 52,370,103	\$ 31,784,828	\$ 84,244,002
Balance, March 31, 2024	68,325,000	\$ 68,325	320,871,532	\$ 32,087	49,746,726	34,521,789	84,368,927
Common stock issued			35,006,000	\$ 3,500	(11,387,632)		(11,387,632)
Net Income						3,014,455	
Balance, June 30, 2024	68,325,000	\$ 68,325	355,877,532	\$ 35,587	35,445,501	37,536,244	72,981,295

For the three months ending June 30, 2023

	Preferred Stock		Common Stock		Paid-in	Retained	Stockholders'
	Shares	Amount	Shares	Amount	Capital	Earnings	Equity
Balance, December 31, 2022	44,829,850	\$ 44,829	68,196,433	\$ 6,850	\$ 62,389,638	\$ 29,200,363	\$ 91,641,650
Balance, March 31, 2023	42,529,950	\$ 42,529	79,696,433	\$ 79,696	59,405,135	29,366,093	91,316,709
Common stock issued			38,100,000	\$ 38,100	(10,882,265)		(10,882,265)
Preferred stock issued	(31,629,950)	\$ (31,629)			(32,695,566)		(31,629,950)
Net Income						3,588,327	
Balance, June 30, 2023	10,900,000	\$ 10,900	117,796,433	\$ 117,796	15,827,304	32,954,420	48,804,494

HOUSTON NATURAL RESOURCES CORP.
NOTES TO FINANCIAL STATEMENTS
June 30, 2024

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

Worldwide Internet, Inc. (the "Company") was incorporated originally as August Resources IV, Inc. on September 1, 1998 in the State of Florida. In 2001 the Company changed its name to Eastern Frontier Corp. On March 30, 2006 the Company changed its domicile from Florida to Nevada and changed its name to Acellus Communications, Inc. On December 11, 2008 the Company changed its name to Worldwide Internet, Inc. and on the same date reversed its stock in the ratio of 1,000 to 1. On December 8, 2014 the company changed its name to Worldwide Diversified Holdings, Inc. Effective January 3, 2020 the company reversed its stock in the ratio of 50,000 to 1. On June 30, 2020 the company changed its name to Houston Natural Resources Corp. The Company is now focused on creating a diversified holding company for its business operations and investment holdings. The Company is also dedicated to increasing stockholder value through developing natural resources with state-of-the-art innovative technologies in tandem with oil field waste disposal and recycling that are environmentally safe and socially responsible.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Management further acknowledges that it is solely responsible for adopting sound accounting practices, establishing, and maintaining a system of internal accounting control and preventing and detecting fraud. The Company's system of internal accounting control is designed to assure, among other items, that 1) recorded transactions are valid; 2) valid transactions are recorded; and 3) transactions are recorded in the proper period in a timely manner to produce financial statements which present fairly the financial condition, results of operations and cash flows of the Company for the respective periods being presented.

Use of estimates

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 and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

Cash equivalents.

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Fair value of financial instruments

The Company follows paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments and paragraph 820-10-35-37 of the FASB Accounting Standards Codification ("Paragraph 820-10-3537") to measure the fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP) and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three (3) levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

Level 1 Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.

Level 2 Pricing inputs other than quoted prices in active markets in Level 1, which are either directly or indirectly observable as of the reporting date. Level 3 Pricing inputs that are generally observable inputs and not corroborated by market data. The carrying amount of the Company's financial assets and liabilities, such as cash, prepaid expenses and accrued expenses approximate their fair value because of the short maturity of those instruments. The Company's notes payable approximate the fair value of such instruments based upon management's best estimate of interest rates that would be available to the Company for similar arrangements at June 30, 2024.

Equipment

Equipment is recorded at cost. Expenditures for major additions and betterments are capitalized. Maintenance and repairs are charged to operations as incurred. Depreciation of equipment is computed by the straight-line method (after taking into account their respective estimated residual values) over the assets estimated useful life of three (3) or seven (7) years. Upon sale or retirement of equipment, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is reflected in statements of operations.

Impairment of long-lived assets

The Company follows paragraph 360-10-05-4 of the FASB Accounting Standards Codification for its long-lived assets. The Company's long-lived assets, which includes computer equipment is reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable. The Company assesses the recoverability of its long-lived assets by comparing the projected undiscounted net cash flows associated with the related long-lived asset or group of long-lived assets over their remaining estimated useful lives against their respective carrying amounts. Impairment, if any, is based on the excess of the carrying amount over the fair value of those assets. Fair value is generally determined using the asset's expected future discounted cash flows or market value, if readily determinable. If long-lived assets are determined to be recoverable, but the newly determined remaining estimated useful lives are shorter than originally estimated, the net book values of the long-lived assets are depreciated over the determined remaining estimated useful lives.

Commitments and contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

Revenue recognition

The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.

The company provides advisory services to its portfolio companies as a percentage of the assets under management. It recognizes the revenue on a quarterly basis and accepts payment in the form of securities.

Income taxes

The Company follows Section 740-10-30 of the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the fiscal years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Statements of Income and Comprehensive Income in the period that includes the enactment date.

The Company adopted section 740-10-25 of the FASB Accounting Standards that addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures. The Company had no material adjustments to its liabilities for unrecognized income tax benefits according to the provisions of Section 740-10-25.

Net income (loss) per common share

Net income (loss) per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the

period. Diluted net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock and potentially outstanding shares of common stock during the period. The weighted average number of common shares outstanding and potentially outstanding common shares assumes that the Company incorporated as of the beginning of the first period presented.

Cash flows reporting

The Company adopted paragraph 230-10-45-24 of the FASB Accounting Standards Codification for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method ("Indirect method") as defined by paragraph 230-10-45-25 of the FASB Accounting Standards Codification to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period pursuant to paragraph 830-230-45-1 of the FASB Accounting Standards Codification.

Subsequent events

The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued. Pursuant to ASU 2010-09 of the FASB Accounting Standards Codification, the Company considers its financial statements issued when they are widely distributed to users, such as publishing them on OTCMarkets.com.

Recently issued accounting pronouncements

ASU 201006, Fair Value Measurements and Disclosures (Topic 820) – Improving Disclosures about Fair Value Measurements.

This ASU affects all entities that are required to make disclosures about recurring and nonrecurring fair value measurements under FASB ASC Topic 820, originally issued as FASB Statement No. 157, *Fair Value Measurements*. The ASU requires certain new disclosures and clarifies two existing disclosure requirements. The new disclosures and clarifications of existing disclosures are effective for interim and annual reporting periods beginning after December 15, 2009, except for the disclosures about purchases, sales, issuances, and settlements in the roll forward of activity in Level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after December 15, 2010, and for interim periods within those fiscal years.

ASU 2011-04, Fair Value Measurement (Topic 820) ± Amendments to Achieve Common Fair Value Measurement Disclosure Requirements in GAAP and IFRSs

This ASU supersedes most of the guidance in Topic 820, although many of the changes are clarifications of existing guidance or wording changes to align with IFRS 13. In addition, certain amendments in ASU 2011-04 change a particular principle or requirement for measuring fair value or disclosing information about fair value measurements. The amendments in ASU 2011-04 are effective for public entities for interim and annual periods beginning after December 15, 2011. The Company has an amount due to officers or the balance of loans and accrued compensation. Any advances and accrued salary is without interest.

NOTE 3 — GOING CONCERN

As reflected in the accompanying financial statements, the Company had net income of \$5,751,416 for the six months ending June 30, 2024, compared to net income of \$6,290,601 for the six months ending June 30, 2023.

While the Company is operating and generating revenues, the Company's cash position may not be significant enough to support the Company's daily operations. Management intends to raise additional funds by way of a public or private offering. Management believes that the actions presently being taken to further implement its business plan and generate revenues provide the opportunity for the Company to continue as a going concern. While the Company believes in the viability of its strategy to generate revenues and in its ability to raise additional funds, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon the Company's ability to further implement its business plan. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 4 - ACCOUNTS PAYABLE

The Company's current accounts payable, as of June 30, 2024, are \$119,095. The accounts payable included payables to company service providers.

NOTE 5 - INVESTMENTS AND FINANCING

The company has \$21,457,324 in Ludvik Holdings, Inc. assets and \$8,600,000 in assets that were purchased for the issuance of Series C Preferred Shares and \$3,250,000 in GCHI Green Company Holdings, Inc. ("GCHI") common, preferred shares and Notes. The company issued 10,000,000 shares of Series C Preferred Shares in exchange for additional assets effective August 3, 2019.

In December 2014, the company acquired an interest in Lemaro Investments from Venerable Capital Corporation for \$300,000 consisting of a payment of \$40,000 in cash and a note for \$260,000. The company also paid additional \$25,000 in expenses to Venerable Capital Corporation. The company was provided audited statements of Lemaro Investments by Mayer & Associates, LLP. The statements indicated Lemaro Investments total capital and net worth of \$22,917,782 and total income of \$13,003,728 for the period ended November 30, 2014. As of December 31, 2014 the company recorded the investment at cost of \$300,000. The company also received a commitment for \$2,400,000 in financing subject to certain terms and conditions.

Venerable Capital Corporation has subsequently exercised its option under the Stock Purchase Agreement to exchange the assets back for the 26,000,000 Series C Preferred Shares and subsequently the assets are no longer included in the investments. The company is working on replacing the financing commitment that it previously received from Venerable Capital Corporation.

On March 27, 2020 the company entered into an agreement to acquire 100% of the outstanding common shares of Houston Natural Resources, Inc (“HNRI”). The transaction provided for agreements for the payment of \$25,000 in addition to the issuance of 9,042,333 common shares at the closing bid price of \$2.00 per share and the issuance of 4,000,000 Series D preferred shares. The company has issued the common and preferred shares as part of the transaction. There has not been a change of control as the voting control remains the same.

In December 2020, HNRI formed HNRAC Sponsors, LLC (“HNRAC”). HNRAC formed HNR Acquisition Corp., a Special Purpose Acquisition Corporation (“HNRA”). In January 2021, HNRA filed a S-1 Registration for \$100,000,000 and listing on the NYSE. On February 17, 2022 HNRA closed its initial public offering listing on the NYSE with aggregate proceeds of \$86,250,000 including the underwriters exercising their option. The HNRA initial public offering of \$75,000,000, consisting of 7,500,000 units at \$10.00 per unit on the NYSE American (“NYSE American”) and trades under the ticker symbol “HNRAU”. The HNRA underwriter purchased an additional 1,125,000 units at the initial public offering price for an additional \$11,250,000 and a total of \$86,250,000, prior to deducting underwriting discounts, commissions, and other offering expenses. According to the HNRA registration statement HNRAC Sponsors, LLC owns 359,375 HNRA common shares.

HNRA is a newly organized blank check company formed for the purpose of effecting a merger, capital stock exchange, asset acquisition, stock purchase, reorganization, or similar business combination with one or more businesses. While HNRA may pursue an initial business combination target in any business or industry, it intends to focus on assets used in exploring, developing, producing, transporting, storing, gathering, processing, fractionating, refining, distributing, or marketing of natural gas, natural gas liquids, crude oil or refined products in North America. EF Hutton, division of Benchmark Investments, LLC, is acting as the sole book running manager for the offering.

The units have been listed on the NYSE American (“NYSE American”) and began trading on February 11, 2022, under the ticker symbol “HNRAU”. HNRA closed its initial public offering of 7,500,000 units at \$10.00 per unit. Each unit consists of one share of common stock and one warrant entitling the holder thereof to purchase three-fourths (3/4) of one share of common stock at a price of \$11.50 per share. Only whole warrants are exercisable. The underwriters exercised their over-allotment option in full for an additional 1,125,000 units, which closed at the time of the closing of the Offering. As a result, the aggregate gross proceeds of the Offering, including the over-allotment, are \$86,250,000, prior to deducting underwriting discounts, commissions, and other Offering expenses. The units have been listed on the NYSE American (“NYSE American”) and began trading on February 11, 2022, under the ticker symbol “HNRAU”. The securities comprising the units have begun separate trading, the shares of common stock and warrants are now listed on NYSE American under the symbols “HNRA” and “HNRAW”, respectively.

On December 27, 2022, HNR Acquisition Corp, a Delaware corporation (the “Company”), entered into a membership interest purchase agreement (the “MIPA”) with CIC Pogo LP, a Delaware limited partnership, DenCo Resources, LLC, a Texas limited liability company, Pogo Resources Management, LLC, a Texas limited liability company, 4400 Holdings, LLC, a Texas limited liability company and, solely with respect to Section 7.20 of the MIPA, HNRAC Sponsors LLC, a Delaware limited liability company (“Pogo”) for a purchase price of \$120 million. Pogo acquires, develops, and exploits oil and gas assets in Texas' Permian Basin. On February 5, 2023, HNRA received notice from HNRAC Sponsors LLC (the “Sponsor”) of its intention to extend the period of time by which the Company must

complete its initial business combination from February 15, 2023 to May 15, 2023. The Company also announced that, on February 8, 2023, in accordance with the Company's Certificate of Incorporation, the Sponsor's designee has timely deposited into trust account an aggregate of \$86,250,000, representing \$0.10 per public share of the Company, in order to effect such extension.

On January 27, 2023, Houston Natural Resources Corp ("HNRC") made an investment in HNR Acquisition Corp ("HNRA") through the purchase of a Promissory Note in the Principal Amount of \$100,000 to be used by HNRA solely for working capital purposes until the closing of that certain Membership Interest Purchase Agreement (the "MIPA"), dated December 27, 2022, by and among the Company, CIC Pogo LP, a Delaware limited partnership, DenCo Resources, LLC, a Texas limited liability company, Pogo Resources Management, LLC, a Texas limited liability company, 4400 Holdings, LLC, a Texas limited liability company, and, solely with respect to Section 7.20 of the MIPA, HNRAC Sponsors LLC, a Delaware limited liability company. In additional consideration HNRA granted to HNRC a warrant to purchase 100,000 shares of the Company's common stock ("Warrant Shares"), with 75,000 Warrant Shares vesting on the closing date of the MIPA. All Warrant Shares have an exercise price of \$11.50 ("**Exercise Price**") and are exercisable for a term of five years.

The company has formed Worldwide Diversified Holdings, Inc., in the State of Delaware, ("Worldwide DE") to exchange the current assets for common shares of Worldwide DE. The company would then have two wholly owned subsidiaries. On December 5, 2022, the company filed the corporate action with FINRA for review. The FINRA review has been completed and the Spin-Off is effective for shareholders of record April 28, 2023 with a payable date of May 28, 2023. The company's spin off was completed and the company has retained a 17% interest in Worldwide Diversified Holdings, Inc and the balance sheet reflects the reduction in the assets from the spin off.

The company has formed Worldwide Energy, Inc., in the State of Delaware as a special purpose vehicle to acquire additional energy assets. It continues to evaluate potential energy transactions.

The company entered into an agreement with an escrow agent between certain shareholders to exchange 10,700,00 Series B Preferred Stock, 10,000,000 Series C Preferred Stock and 4,000,000 Series D Preferred Stock for Houston Natural Resources, Inc ("HNRI"). On August 2, 2023, the agreement was completed.

On September 17, 2022 the company entered into an agreement with Ryan Cunningham to acquire a 9% interest in Cunningham Energy LLC for the payment of \$20,000, the issuance of 3,000,000 common shares and 3,000,000 Series B Preferred shares. On December 7, 2022, the company entered into an agreement with Ryan Cunningham to acquire an additional 0.9% interest in Cunningham Energy LLC for the issuance of 3,000,000 common shares. The company has a letter of intent to acquire up to an additional 90.1% interest in Cunningham Energy, LLC for a total of a 100% interest, on or before June 30, 2023. On July 7, 2023 the company acquired the remaining 90.1% ownership interest in exchange for 34,000,000 shares of Series B Preferred Stock, 20,000,000 shares of Series C Preferred Stock and 4,000,000 common shares.

The company acquired a 40% interest in Rhino Energy Pty Ltd for the issuance of 1,000,000 shares of Series B Preferred and 3,000,000 common shares. It was effective April 18, 2023.

On September 11, 2023 the company acquired a 9% interest in Cunningham Mining Ltd for the issuance of 9,000,000 shares of Series C preferred stock.

NOTE 6– COMMITMENTS & CONTINGENCIES

Rent

The Company currently uses a virtual office and physical offices located at 12 Greenway Plaza, Suite 1100 Houston, TX 77046.

NOTE 7 – RELATED PARTY TRANSACTIONS

Accrued expenses.

The Company had a consulting agreement, renewable each year, with a company controlled by its Secretary for \$60,000 a year. The agreement was terminated effective January 1, 2017. The Company has accrued compensation payable to its Chief Executive Officer in the amount of \$390,000 through the period ending March 31, 2024.

Notes Payable

The company has a note payable to a related party in the amount of \$137,334 that is due for advances that the related party made on behalf of the company. The total with accrued interest is \$ 505,210. The Note has subsequently been transferred to an unrelated party. The company also has notes due to unaffiliated third parties in the amount of \$68,847, \$79,452, \$73,522 and \$ 119,176.

On June 28, 2024 The U.S. Environmental Protection Agency Mid-Atlantic Region (EPA) reached a settlement with Cunningham Energy, LLC (Cunningham) and its parent, Houston Natural Resources Corp (HNRC), resolving alleged violations of the Clean Air Act (CAA) and the West Virginia State Implementation Plan associated with two Cunningham oil and gas well pads located at Shelton Road in Bomont, West Virginia. The final order requires Cunningham to pay a \$764,274 penalty, including interest, for these violations. The payments are guaranteed by HNRC. The initial payment has been made in July 2024 with the balance to be paid on or before December 28, 2024.

NOTE 8 – STOCKHOLDERS EQUITY

In 2010 the Company issued 198,085,700 shares of stock. Of this issuance 185,092,166 was issued to its officers as founder shares valued at par. The remaining shares for services of 8,500,000 were valued at the prevailing market rate of the stock which was \$0.10. Shares for services expense was recorded as \$1,086,662, shown on the statement of operations for 2010. Additionally, in 2014, there were 493,534 shares issued for cash of \$204,000. As the issuance of shares in 2010 for cash was done at rates lower than the prevailing market rate of the price of the stock the Company recognized a finance cost in 2010 of \$309,677. This amount is included in the other expense amount as shown on the statement of operations.

In 2011 the Company issued 11,004,200 shares of stock of which 10,000,000 was issued for services valued at market and shown on the statement of operations as stock for services expense, and 1,004,200 shares for cash of \$30,000. The financing charge in 2011 on stock issued for cash below market was \$72,920.

In the twelve months of 2012, the Company issued 14,957,834 shares of stock. Of this issuance 14,907,834 were issued to its officers as founder shares valued at par and the amount thereof expensed. The remaining shares were issued for par value.

In the period ending December 31, 2013, the company issued 154,125,870 shares at a value of \$0.10c per share as a deposit pursuant to a letter of intent. The company also issued 1,000,000 shares of common stock for legal and advisory services provided to the company. The company also issued 440,000 common shares for cash at \$0.05c per share pursuant to the terms of convertible notes. The company subsequently issued 186,500,000 common shares for cash at \$0.001.

In the period ending December 31, 2014, the Company issued 1,098,666,749 shares for cash, debt conversion and services.

In the period ending December 31, 2015, the Company issued 1,850,000,000 shares for cash, debt conversion and services.

In the period ending December 31, 2016, the Company issued 1,992,545,274 shares for cash, debt conversion and services.

In the period ending December 31, 2017, the Company issued 230,000,000 shares for debt conversion and services.

In the period ending December 31, 2018, the Company issued no new shares conversion or services.

In the period ending December 31, 2019, the Company issued 10,000,000 Series C Preferred Shares for assets.

In the period ending March 31, 2020, the Company issued 60,000 Common Shares for the conversion of Series B shares.

In the period ending June 30, 2020, the Company issued 12,421,285 Common Shares for assets and conversion of Series B shares.

In the period ending June 30, 2020, the Company issued 26,500,000 Preferred Shares for cash and transfer of assets.

In the period ending September 30, 2020, the Company issued no new shares conversion or services.

In the period ending December 31, 2020, the Company issued 2,617,704 new shares for conversion.

In the period ending March 31, 2021, the Company issued 200,000 for debt payment.

In the period ending September 30, 2021 the Company issued 3,000,000 shares for the conversion of Series B shares.

In the period ending December 31, 2021 the Company issued 3,000,000 shares for the conversion of Series B shares

In the period ending March 31, 2022 the Company issued 3,000,000 shares for the conversion of Series B shares

In the period ending June 30, 2022 the Company issued 6,000,000 shares for the conversion of Series B shares

In the period ending September 30, 2022 the Company issued 5,708,172 shares for accrued Series B dividends

In the period ending September 30, 2022 the Company issued 3,000,000 common shares for the acquisition of assets.

In the period ending September 30, 2022 the Company issued 3,000,000 Series B preferred shares for the acquisition of assets.

In the period ending December 31, 2022 the Company issued 6,000,000 common shares for the acquisition of assets.

In the period ending December 31, 2022 the Company issued 3,000,000 Series B preferred shares for the acquisition of assets.

In the period ending March 31, 2023 the Company issued 6,500,000 shares for the conversion of Series C preferred shares for the acquisition of assets.

In the period ending June 30, 2023 the Company issued 38,100,000 common shares for the conversion of Series C preferred shares for the acquisition of assets.

In the period ending June 30, 2023 the Company cancelled and converted 31,629,950 preferred shares for the acquisition of assets.

In the period ending September 30, 2023 the company issued 20,333,335 common shares for the conversion of preferred stock and 56,800,00 preferred shares for the acquisition of assets.

In the period ending December 31, 2023, the company issued 63,333,334 common shares for the conversion of preferred stock and acquisitions and 1,925,000 preferred shares for asset acquisitions.

In the period ending March 31, 2024, the company issued 60,000,000 common shares for the conversion of preferred stock and 52,741,764 common shares for lease assignment.

In the period ending June 30, 2024, the company issued 35,000,000 common shares for the conversion of preferred stock and acquisition of assets.

NOTE 9 – INCOME TAX

Deferred taxes are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carry forwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

Due to the change in ownership provisions of the Tax Reform Act of 1986, net operating loss carry forwards for Federal Income tax reporting purposes are subject to annual limitations. Should a change in ownership occur, net operating loss carry forwards may be limited as to its use in future years.

NOTE 10 – SUBSEQUENT EVENTS

On August 2, 2023 the company filed with the State of Nevada to change its name from Houston Natural Resources Corp to Cunningham Natural Resources Corp. On August 8, 2023 the company filed with FINRA for a name and symbol change. FINRA has not completed its review.

As of December 31, 2023, the company has filed a registration statement with the Securities and Exchange Commission for the common stock of Worldwide Diversified Holdings, Inc. The common

shares have not commenced trading as of the date of this filing. The company has filed an application with the OTC Markets for an initial listing on the OTCQB.

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, Frank Kristan certify that:

1. I have reviewed this Quarterly Disclosure Statement for the period ending June 30, 2024, of Houston Natural Resources Corp;
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.

June 30, 2024

/s/ Frank Kristan
President

Principal Financial Officer:

I, Frank Kristan certify that:

1. I have reviewed this Annual Disclosure Statement for the period ending June 30, 2024 of Houston Natural Resources Corp;
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.

June 30, 2024

/s/ Frank Kristan
Chief Financial Officer