

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Atlantic Energy Solutions, Inc.

30 N Gould Street Suite 5835

Sheridan, WY 82801

307-278-1360

www.aesocorp.com

info@synergymgtgroup.com

SIC 8748

Quarterly Report

For the Period Ending: September 30, 2022

(the "Reporting Period")

As of September 30, 2022, the number of shares outstanding of Common Stock was: 47,588,490

As of June 30, 2022, the number of shares outstanding of Common Stock was: 143,588,490

As of December 31, 2021, the number of shares outstanding of Common Stock was: 143,588,490

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.

Atlantic Energy Solutions, Inc. (the "Company") was formed in July of 1958 as M.A. Notch Corporation. The company concluded a reverse merger in March of 2008 and changed the name of the merged entity to Atlantic Energy Solutions, Inc. effective June 20, 2008.

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):

Colorado, Active Status

The company was formed in California in 1958 and converted to a Colorado corporation in December, 2021.

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

NA

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

NA

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

30 N Gould Street Suite 5835
Sheridan, WY 82801

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

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

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

Yes: No:

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

NA

2) Security Information

Trading symbol: AESO
Exact title and class of securities outstanding: Common
CUSIP: 048539100
Par or stated value: \$0.0001

Total shares authorized: 500,000,000 as of date: 09/30/2022
Total shares outstanding: 47,588,490 as of date: 09/30/2022
Number of shares in the Public Float²: 33,921,402 as of date: 09/30/2022
Total number of shareholders of record: 70 as of date: 09/30/2022

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

Trading symbol: NA
Exact title and class of securities outstanding: Convertible Preferred
CUSIP: NA
Par or stated value: \$0.0001
Total shares authorized: 1,000,000 as of date: 09/30/2022
Total shares outstanding: 1,000,000 as of date: 09/30/2022
Conversion Rights: 1 Preferred Share converts to 1000 Common Shares

Trading symbol: NA
Exact title and class of securities outstanding: NA
CUSIP: NA
Par or stated value: \$0.00
Total shares authorized: 0 as of date: 09/30/2022
Total shares outstanding: 0 as of date: 09/30/2022

Transfer Agent

Name: American Stock Transfer & Trust Company
Phone: 800-937-5449
Email: jlundberg@astfinancial.com
Address: 6201 15th Avenue
Brooklyn, NY 11219

Is the Transfer Agent registered under the Exchange Act?³ Yes: No:

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.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance									
Date <u>12/31/2020</u>			Common: <u>47,588,490</u> Preferred: <u>1,000,000</u>						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>08/16/2022</u>	<u>Cancellation</u>	<u>96,000,000</u>	<u>Common</u>	-	-	<u>Synergy Management Group, LLC / Benjamin Berry</u>	-	<u>Restricted</u>	-
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report:									
Ending Balance									
Ending Balance:			Common: <u>47,588,490</u> Preferred: <u>1,000,000</u>						
Date <u>09/30/2022</u>									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended December 31, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through December 31, 2021 pursuant to the tabular format above.

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

On June 10, 2021 Synergy Management Group LLC controlled by Benjamin Berry purchased 97,705,869 common shares of stock and 1,000,000 preferred shares of stock from Timothy J Brock as part of a change in control. Also on June 10, 2021 Mr. Brock resigned as Chief Executive Officer, Chief Financial Officer, Treasurer, Secretary, and sole Board Member. By Board resolution Mr. Benjamin Berry was elected and agreed to serve as Chief Executive Officer, Chief Financial Officer, Treasurer, Secretary, and sole Board Member.

B. Debt Securities, Including Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

4) Financial Statements

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

- U.S. GAAP
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Benjamin Berry
Title: CFO
Relationship to Issuer: Officer/Director

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

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

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

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

The financial statements for the Quarter ended September 30, 2022, are attached hereto.

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

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

5) Issuer's Business, Products and Services

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

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

No Operations

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

NA

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

NA

6) Issuer's Facilities

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

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

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

NA

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

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

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

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Synergy Management Group, LLC / Benjamin Berry	CEO/President	Apple Valley, MN	1,000,000	Preferred	100%	Synergy Management Group, LLC controlled by Benjamin Berry purchased these shares from Tim Brock in a cash transaction on June 10, 2021
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

8) Legal/Disciplinary History

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

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

NA

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;

NA

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

NA

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.

NA

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.

NA

9) Third Party Providers

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

Securities Counsel

Name: Jonathan D. Leinwand
Firm: Jonathan D. Leinwand, P.A.
Address 1: 18305 Biscayne Blvd.
Address 2: Suite 200
Phone: 954-903-7856
Email: Jonathan@jdlpa.com

Auditor

Firm: Accell Audit & Compliance, P.A
Address 1: 3001 North Rocky Point Drive East
Address 2: Suite 200, Tampa, FL 33607

Other Service Providers

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

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

10) Issuer Certification

Principal Executive Officer & Chief Financial 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, Benjamin Berry certify that:

1. I have reviewed this September 30, 2022, Quarterly report of Atlantic Energy Solutions, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

11/12/2022

/s/ Benjamin Berry

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

Principal Financial Officer:

I, Benjamin Berry certify that:

1. I have reviewed this September 30, 2022, Quarterly report of Atlantic Energy Solutions, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

11/12/2022

/s/ Benjamin Berry [CFO's Signature]

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

ATLANTIC ENERGY SOLUTIONS, INC.
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2022
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ATLANTIC ENERGY SOLUTIONS, INC.
BALANCE SHEETS

	<u>September 30,</u> <u>2022</u>	<u>December 31,</u> <u>2021</u>
ASSETS		
Current assets		
Cash	\$ -	\$ -
Prepaid expenses	-	-
Total current assets	-	-
Property and equipment, net	-	-
Total assets	<u>\$ -</u>	<u>\$ -</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ -	\$ -
Other current liabilities	-	-
Total current liabilities	-	-
Notes payable	-	-
Other miscellaneous liabilities	-	-
Total Liabilities	-	-
Commitments and contingencies (Note 4)		
Stockholder's deficit		
Preferred stock, \$0.0001 par value, 1,000,000 shares authorized, issued and outstanding at September 30, 2022 and December 31, 2021	100	100
Common stock, \$0.0001 par value; 500,000,000 shares authorized, September 30, 2022, 47,588,490 issued and outstanding, December 31, 2021 143,588,490 issued and outstanding	4,758	14,359
Additional paid in capital	190,270	190,270
Accumulated deficit	(205,729)	(205,729)
Total stockholders' equity	-	-
Total liabilities and stockholders' equity	<u>\$ -</u>	<u>\$ -</u>

The accompanying notes are an integral part of these financial statements

ATLANTIC ENERGY SOLUTIONS, INC.
STATEMENTS OF OPERATIONS

	<u>September, 30</u> <u>2022</u>	<u>December, 31</u> <u>2021</u>
Revenues	\$ -	\$ -
Cost of goods sold	-	-
Gross profit	-	-
Operating expenses:		
Professional fees	-	-
Management fees, related party	-	-
General and administrative expenses	-	-
Total operating expenses	-	-
Income tax benefit (expense)	-	-
Net income (loss)	<u>\$ -</u>	<u>\$ -</u>
Basic and diluted loss per share	<u>\$ 0.00</u>	<u>\$ 0.00</u>
Weighted average number of shares outstanding, basic and diluted	<u>47,588,490</u>	<u>143,588,490</u>

The accompanying notes are an integral part of these financial statements

ATLANTIC ENERGY SOLUTIONS, INC.
STATEMENTS OF STOCKHOLDERS' EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2022
UNAUDITED

	<u>Preferred Stock</u>				<u>Additional Paid-In</u>	<u>Accumulated</u>	<u>Total</u>
	<u>Series A</u>						
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Capital</u>	<u>Deficit</u>	
Balance, December 31, 2021	1,000,000	\$ 100	143,589,490	\$ 14,359	\$ 190,270	\$ (205,729)	\$ -
Net income (loss)	-	-	-	-	-	-	-
Balance, September 30, 2022	<u>1,000,000</u>	<u>\$ 100</u>	<u>47,588,490</u>	<u>\$ 4,758</u>	<u>\$ 190,270</u>	<u>\$ (205,729)</u>	<u>\$ -</u>

The accompanying notes are an integral part of these financial statements

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ATLANTIC ENERGY SOLUTIONS, INC.
STATEMENTS OF STOCKHOLDERS' EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2021
UNAUDITED

	<u>Preferred Stock</u>				<u>Additional Paid-In</u>	<u>Accumulated</u>	<u>Total</u>
	<u>Series A</u>						
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Capital</u>	<u>Deficit</u>	
Balance, December 31, 2020	1,000,000	\$ 100	143,589,490	\$ 14,359	\$ 190,270	\$ (205,729)	\$ -
Net income (loss)	-	-	-	-	-	-	-
Balance, September 30, 2021	<u>1,000,000</u>	<u>\$ 100</u>	<u>143,588,490</u>	<u>\$ 14,359</u>	<u>\$ 190,270</u>	<u>\$ (205,729)</u>	<u>\$ -</u>

**ATLANTIC ENERGY SOLUTIONS, INC.
STATEMENTS OF CASH FLOWS**

	September 30, 2022	September 30, 2021
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ -	\$ -
Changes in operating assets and liabilities:		
Prepaid expenses		-
Net cash used in operating activities	-	-
NET INCREASE IN CASH	-	-
CASH, BEGINNING OF PERIOD	-	-
CASH, END OF PERIOD	\$ -	\$ -
Supplemental disclosure of cash flow information		
Cash paid for interest expense	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -

The accompanying notes are an integral part of these financial statements

ATLANTIC ENERGY SOLUTIONS, INC.

NOTES TO FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2022

1. Nature of operations

Atlantic Energy Solutions, Inc. (the “Company”) was a globally accredited energy efficiency and resource company that identified, implemented and financed projects designed to improve the overall efficiency of energy, water usage and renewable resources. The Company is now evaluating business direction and potential acquisitions with decisions and strategy expected to be announced in 2022.

2. Summary of significant accounting policies

Basis of Presentation

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (“GAAP”).

Use of Estimates

The preparation of financial statements in conformity with GAAP 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. The most significant assumptions and estimates relate to the valuation of equity issued for services. Actual results could differ from these estimates.

Revenue Recognition

The Company recognizes revenue in accordance with Accounting Standards Update (“ASU”) 2014-09, “*Revenue from contracts with customers*,” (Topic 606). Revenue is recognized when a customer obtains control of promised goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The amount of revenue that is recorded reflects the consideration that the Company expects to receive in exchange for those goods. The Company applies the following five-step model in order to determine this amount: (i) identification of the promised goods in the contract; (ii) determination of whether the promised goods are performance obligations, including whether they are distinct in the context of the contract; (iii) measurement of the transaction price, including the constraint on variable consideration; (iv) allocation of the transaction price to the performance obligations; and (v) recognition of revenue when (or as) the Company satisfies each performance obligation.

The Company only applies the five-step model to contracts when it is probable that the entity will collect the consideration it is entitled to in exchange for the goods or services it transfers to the customer. Once a contract is determined to be within the scope of Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 606 at contract inception, the Company reviews the contract to determine which performance obligations the Company must deliver and which of these performance obligations are distinct. The Company expects to recognize revenues as the amount of the transaction price that is allocated to the respective performance obligation when the performance obligation is satisfied or as it is satisfied.

Fair Value Measurements and Fair Value of Financial Instruments

The Company adopted ASC Topic 820, *Fair Value Measurements*. ASC Topic 820 clarifies the definition of fair value, prescribes methods for measuring fair value, and establishes a fair value hierarchy to classify the inputs used in measuring fair value as follows:

Level 1: Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.

Level 2: Inputs are unadjusted quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data.

Level 3: Inputs are unobservable inputs which reflect the reporting entity's own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The estimated fair value of certain financial instruments, including all current liabilities are carried at historical cost basis, which approximates their fair values because of the short-term nature of these instruments.

Fair Value of Financial Instruments

ASC subtopic 825-10, *Financial Instruments* ("ASC 825-10") requires disclosure of the fair value of certain financial instruments. The carrying value of cash and cash equivalents, accounts payable and accrued liabilities when reflected in the balance sheets, approximate fair value because of the short-term maturity of these instruments. All other significant financial assets, financial liabilities and equity instruments of the Company are either recognized or disclosed in the financial statements together with other information relevant for making a reasonable assessment of future cash flows, interest rate risk and credit risk. Where practicable the fair values of financial assets and financial liabilities have been determined and disclosed; otherwise only available information pertinent to fair value has been disclosed. The Company follows ASC subtopic 820-10, *Fair Value Measurements and Disclosures* ("ASC 820-10") and ASC 825-10, which permits entities to choose to measure many financial instruments and certain other items at fair value.

Cash and Cash Equivalents

The Company considers highly liquid investments with an original maturity of three months or less to be cash equivalents.

Income Taxes

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss, capital loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs. The Company records interest and penalties related to unrecognized tax benefits as a component of general and administrative expenses. Our federal tax return and any state tax returns are not currently under examination.

The Company has adopted FASB ASC 740-10, *Accounting for Income Taxes*, which requires an asset and liability approach to financial accounting and reporting for income taxes. Deferred income tax assets and liabilities are computed annually from differences between the financial statement and tax basis of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

Net Income (Loss) Per Common Share

The Company computes loss per common share, in accordance with FASB ASC Topic 260, *Earnings Per Share*, which requires dual presentation of basic and diluted earnings per share. Basic income or loss per common share is computed by dividing net income or loss by the weighted average number of common shares outstanding during the period. Diluted income or loss per common share is computed by dividing net income or loss by the weighted average number of common shares outstanding, plus the issuance of common shares, if dilutive, that could result from the exercise of outstanding stock options and warrants.

Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

3. Going concern

The accompanying financial statements have been prepared on a going concern basis. For the year ended September 30, 2022, the Company had a net loss of \$0, had \$0 in working capital, accumulated deficit of \$0 and stockholders' equity of \$0. These matters raise substantial doubt about the Company's ability to continue as a going concern for a period of one year from the date of this filing. The Company's ability to continue as a going concern is dependent upon its ability to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due, to fund possible future acquisitions, and to generate profitable operations in the future. Management plans to provide for the Company's capital requirements by continuing to issue additional equity and debt securities. The outcome of these matters cannot be predicted at this time and there are no assurances that, if achieved, the Company will have sufficient funds to execute its business plan or generate positive operating results. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

4. Commitments and contingencies

During the normal course of business, the Company may be exposed to litigation. When the Company becomes aware of potential litigation, it evaluates the merits of the case in accordance with FASB ASC 450-20-50, *Contingencies*. The Company evaluates its exposure to the matter, possible legal or settlement strategies and the likelihood of an unfavorable outcome. If the Company determines that an unfavorable outcome is probable and can be reasonably estimated, it establishes the necessary accruals. As of September 30, 2022 and December 31, 2021, the Company is not aware of any contingent liabilities that should be reflected in the financial statements.

5. Equity

Preferred Stock

The Company has 1,000,000 Shares of Preferred Stock authorized, issued and outstanding with a par value of \$0.0001.

Series A — The Series A Preferred has the following designations:

- Each share of preferred stock is convertible into 1,000 shares of common stock.
- The holders are not entitled to receive dividends
- Voting: The holder of this Series of Preferred shall vote with other classes on a converted share basis of 1,000 votes per share of preferred stock.

6. Change of control

On June 10, 2021 Synergy Management Group LLC controlled by Benjamin Berry purchased 97,705,869 common shares of stock and 1,000,000 preferred shares of stock from Timothy J Brock as part of a change in control in a cash transaction. As part of the transaction on June 10, 2021 Mr. Brock resigned as Chief Executive Officer, Chief Financial Officer, Treasurer, Secretary, and sole Board Member. By Board resolution Mr. Benjamin Berry was elected and agreed to serve as Chief Executive Officer, Chief Financial Officer, Treasurer, Secretary, and sole Board Member.