

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **Principal Solar, Inc.**

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Dallas, TX 75201

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4911

### **Quarterly Report** **For the Period Ending: June 30, 2022** (the "Reporting Period")

As of August 17, 2022, the number of shares outstanding of our Common Stock was:

383,817,183

As of June 30, 2022, the number of shares outstanding of our Common Stock was:

383,817,183

As of December 31, 2021, the number of shares outstanding of our Common Stock was:

264,141,013

As of December 31, 2020, the number of shares outstanding of our Common Stock was:

62,014,392

As of August 17, 2022, the number of shares outstanding of our Series B Non-Convertible Preferred Stock was:

1,000,000

As of June 30, 2022, the number of shares outstanding of our Series B Non-Convertible Preferred Stock was:

1,000,000

As of December 31, 2021, the number of shares outstanding of our Series B Non-Convertible Preferred Stock was:

1,000,000

As of December 31, 2020, the number of shares outstanding of our Series B Non-Convertible Preferred Stock was:

1,000,000

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 Control<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

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

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

Principal Solar, Inc. is the successor company to Kupper Parker Communications, Inc.

Formerly -Kupper Parker Communications, Inc. until 5-2011

Formerly- Greenstone Roberts Advertising, Inc. until 10-2000

Formerly – Greenstone Rabasca Roberts, Inc. until 4-1991 The Company was originally incorporated under the name Greenstone Ad Agency, Inc. and subsequently changed its name to Greenstone Rabasca Advertising until 12-1988

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

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

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

None

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

In the Month of February 2021, the Company has initiated an equity investment into a privately held enterprise in the Energy Services Sector (Double H Services, LLC). At this time, the company plans to acquire as much as 21% equity into Double H Services, LLC over the course of the fiscal year 2021.

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<sup>1</sup> "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.

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

100 Crescent Court Suite 700 Dallas, TX 75201

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

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:

N/A

## 2) Security Information

Trading symbol: PSWW  
Exact title and class of securities outstanding: Common  
CUSIP: 74255T202  
Par or stated value: \$.01

Total shares authorized: 1,000,000,000 as of date: June 30, 2022  
Total shares outstanding: 383,817,183 as of date: June 30, 2022  
Number of shares in the Public Float<sup>2</sup>: 337,542,313 as of date: June 30, 2022  
Total number of shareholders of record: 255 as of date: June 30, 2022

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

Trading symbol: N/A  
Exact title and class of securities outstanding: Preferred, including 1,000,000 designated "Series B" Non-Convertible  
CUSIP: N/A  
Par or stated value: \$.01  
Total shares authorized: 2,000,000 as of date: June 30, 2022  
Total shares outstanding: 1,000,000 as of date: June 30, 2022

### Transfer Agent

Name: Olde Monmouth Stock Transfer Co. Inc.

<sup>2</sup> "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.

Phone: (732) 872-2727  
 Email: matt@oldemonmouth.com  
 Address: 200 Memorial Pkwy, Atlantic Highlands, NJ 07716

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes:  No:

### 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>12/31/19</u>	Common: <u>11,839,137</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>3/17/20</u>	<u>New Issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>\$0.35</u>	<u>No</u>	<u>Anthony Lerner</u>	<u>In lieu of payment for consulting and advisory services</u>	<u>Restricted</u>	<u>Exempt</u>
<u>3/17/20</u>	<u>New Issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>\$0.35</u>	<u>Yes</u>	<u>K. Bryce Toussaint</u>	<u>In lieu of payment for consulting and advisory services</u>	<u>Restricted</u>	<u>Exempt</u>
<u>3/17/20</u>	<u>New Issuance</u>	<u>2,249,273</u>	<u>Common</u>	<u>\$0.11</u>	<u>Yes</u>	<u>LMJ Holdings, Inc.</u>	<u>In lieu of payment for executive</u>	<u>Restricted</u>	<u>Exempt</u>

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

						<u>L. Mychal Jefferson</u>	<u>search, staffing and advisory services</u>		
<u>3/17/20</u>	<u>New Issuance</u>	<u>2,640,527</u>	<u>Common</u>	<u>\$0.11</u>	<u>Yes</u>	<u>Prospr Global, LLC</u> <u>Patrick Howard</u>	<u>In lieu of payment for outsourcing and corporate administrative services</u>	<u>Restricted</u>	<u>Exempt</u>
<u>3/17/20</u>	<u>New Issuance</u>	<u>1,377,273</u>	<u>Common</u>	<u>\$0.35</u>	<u>Yes</u>	<u>Bernard &amp; Yam, LLP</u> <u>Mann C. Yam, Esq</u>	<u>In lieu of payment for legal and other business advisory services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>3/17/20</u>	<u>New Issuance</u>	<u>658,182</u>	<u>Common</u>	<u>\$0.35</u>	<u>Yes</u>	<u>Corvus &amp; Coil, LLC</u> <u>Michael A. Briola</u>	<u>In lieu of payment for professional marketing and media services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>3/27/20</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.25</u>	<u>Yes</u>	<u>Tokata Oil Recovery, Inc.</u> <u>Thomas L. Westbrook, PhD</u>	<u>In lieu of payment for exclusive licensing rights</u>	<u>Restricted</u>	<u>Exempt</u>
<u>4/27/20</u>	<u>New Issuance</u>	<u>1,250,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Stephen J Davis</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Exempt</u>
<u>1/12/21</u>	<u>New Issuance</u>	<u>600,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/19/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>12/29/20</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>1/5/21</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.39</u>	<u>Yes</u>	<u>Donnell Soares</u>	<u>In lieu of payment for legal services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>1/15/21</u>	<u>New Issuance</u>	<u>220,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>1/26/21</u>	<u>New Issuance</u>	<u>220,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>1/28/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Eli Fireman</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/2/21</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/3/21</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Longside Ventures, LLC</u> <u>Benny Kaplan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/10/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Geller</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/11/21</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Firstfire Global Opportunities Fund LLC</u> <u>Eli Fireman</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/22/21</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>May Davis Partners Acquisition Company LLC</u> <u>Owen May</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/25/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Geller</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/25/21</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GS Capital Partners, LLC</u> <u>Gabe Sayegh</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/25/21</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>2/25/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GW Holdings Group, LLC</u> <u>Noah Weinstein</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>3/9/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/11/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/11/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/15/21</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Firstfire Global Opportunities Fund LLC</u> <u>Eli Fireman</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/15/21</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GS Capital Partners, LLC</u> <u>Gabe Sayegh</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/17/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>EFRAT Investments LLC</u> <u>Pinny Rotter</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/18/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Leonite Capital LLC</u> <u>Avi Geller</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/19/21</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/22/21</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/22/21</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>May Davis Partners Acquisition Company LLC</u> <u>Owen May</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>3/24/21</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>

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



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

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

<u>7/9/21</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.126</u>	<u>Yes</u>	<u>Eurasian Capital</u> <u>Jeff Stone</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/13/21</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>\$0.1129</u>	<u>Yes</u>	<u>Donnell Suares</u>	<u>In lieu of payment for legal services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/13/21</u>	<u>New Issuance</u>	<u>950,400</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/22/21</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Firstfire Global Opportunities Fund LLC</u> <u>Eli Fireman</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/26/21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.112</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>7/30/21</u>	<u>New Issuance</u>	<u>490,000</u>	<u>Common</u>	<u>\$0.0996</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/4/21</u>	<u>New Issuance</u>	<u>712,211</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>AES Capital Management LLC</u> <u>Eli A Safdieh</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/5/21</u>	<u>New Issuance</u>	<u>782,121</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/11/21</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Dr. Gary Farley</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/12/21</u>	<u>New Issuance</u>	<u>1,875,000</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>AES Capital Management LLC</u> <u>Eli A Safdieh</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>8/17/21</u>	<u>New Issuance</u>	<u>302,625</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/26/21</u>	<u>New Issuance</u>	<u>70,000</u>	<u>Common</u>	<u>\$0.0682</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>9/2/21</u>	<u>New Issuance</u>	<u>3318,223</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>9/8/21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.0673</u>	<u>Yes</u>	<u>Patrick S O'Malley</u>	<u>In lieu of payment for marketing and licensing agreement</u>	<u>Restricted</u>	<u>Exempt</u>
<u>8/31/21</u>	<u>New Issuance</u>	<u>5,612,500</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Godfrey Davis Holdings LLC</u> <u>Godfrey Davis</u>	<u>Private Placement - Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>10/6/21</u>	<u>New Issuance</u>	<u>4,380,054</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>10/25/21</u>	<u>New Issuance</u>	<u>10,202,500</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>8/18/21</u>	<u>New Issuance</u>	<u>70,000</u>	<u>Common</u>	<u>\$0.0548</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>11/1/21</u>	<u>New Issuance</u>	<u>70,000</u>	<u>Common</u>	<u>\$0.047</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>

						<u>Andrew De Luna</u>			
<u>11/12/21</u>	<u>New Issuance</u>	<u>70,000</u>	<u>Common</u>	<u>\$0.065</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>12/10/21</u>	<u>New Issuance</u>	<u>21,591,050</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>11/23/21</u>	<u>New Issuance</u>	<u>750,000</u>	<u>Common</u>	<u>\$0.08</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>12/8/21</u>	<u>New Issuance</u>	<u>14,000,000</u>	<u>Common</u>	<u>\$0.0337</u>	<u>Yes</u>	<u>MNS Moon Group Consulting LTD</u> <u>Andrew De Luna</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>12/10/21</u>	<u>New Issuance</u>	<u>3,333,333</u>	<u>Common</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Darrell Thomas</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>12/10/21</u>	<u>New Issuance</u>	<u>7,000,000</u>	<u>Common</u>	<u>\$0.0321</u>	<u>Yes</u>	<u>Lindsey Harasta</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>12/10/21</u>	<u>New Issuance</u>	<u>1,200,000</u>	<u>Common</u>	<u>\$0.0321</u>	<u>Yes</u>	<u>LMJ Holdings, Inc.</u> <u>L. Mychal Jefferson</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>1/24/22</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$0.022</u>	<u>Yes</u>	<u>Stephen Steen</u>	<u>In lieu of payment for consulting services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>2/23/22</u>	<u>New Issuance</u>	<u>50,000</u>	<u>Common</u>	<u>\$0.00</u>	<u>Yes</u>	<u>Coventry Enterprises, LLC</u>	<u>Inducement to enter into Debt Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/13/22</u>	<u>New Issuance</u>	<u>1,250,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Donzel Cleare</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>4/13/22</u>	<u>New Issuance</u>	<u>1,250,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Tony Furr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/13/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Bumble Bee Capital, LLC</u> <u>Alexandria Beale</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/13/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Marcus Davis</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/13/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>VWB Enterprises, LLC</u> <u>Vincent Beale</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Amanda Cody</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Early Thomas Taylor Jr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Jonathan Slagle</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Justin Ryan Widenhouse</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Marcus Davis</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Norbert Gonzalez</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Tony Furr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>800,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Wealth Solutionz LLC</u> <u>Keith Walden</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Top Build Holding Company LLC</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>

						<u>Erick Brown</u>			
<u>5/4/22</u>	<u>New Issuance</u>	<u>8,650,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Bumble Bee Capital, LLC</u> <u>Alexandria Beale</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/4/22</u>	<u>New Issuance</u>	<u>8,650,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>VWB Enterprises, LLC</u> <u>Vincent Beale</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Craig Brown</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>James Terry</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Thomas Gardner</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>1,250,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>David Efird</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>1,250,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>The Satoshi Show, Inc.</u> <u>David Chandler</u>	<u>Private Placement – Corporation</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Alan Hagel</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/6/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Mai Summer Vue</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Angela Roberson</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>5/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.02</u>	<u>Yes</u>	<u>Darla N Van Putten-Adams</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/1/22</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>AES Capital Management LLC</u> <u>Eli A Safdieh</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>6/2/22</u>	<u>New Issuance</u>	<u>601,781</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>GPL Ventures LLC</u> <u>Alexander Dillion</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/6/22</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Quick Capital LLC</u> <u>Eilon Natan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>333,333</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Joseph Wayne Ingram</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Donzel Cleare</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Marcus Davis</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Tony Furr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Candace Dozier-Lee</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>David Efrid</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Barry Dale Fisher Jr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Oscro E Gardin Jr</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Simone T Coleman</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/9/22</u>	<u>New Issuance</u>	<u>2,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Justin Ryan Widenhouse</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/10/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Tracy Humphreys</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>



<u>6/10/22</u>	<u>New Issuance</u>	<u>1,333,333</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Omar Robinson</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/10/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Brenda Chunga</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/10/22</u>	<u>New Issuance</u>	<u>21,591,050</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Granite Global Value Investments LTD</u> <u>Tony Toffolon</u>	<u>Conversion of Debt</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/13/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Janice Morrison</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/13/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>International Flavor Holdings</u> <u>Alton Anthony Patterson</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/13/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Marcelline Theodore</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/15/22</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Quick Capital LLC</u> <u>Eilon Natan</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/15/22</u>	<u>New Issuance</u>	<u>2,666,666</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>GS Capital Partners, LLC</u> <u>Gabe Sayegh</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/15/22</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>EFRAT Investments LLC</u> <u>Pinny Rotter</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/16/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Barry &amp; Sharon Underwood</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/16/22</u>	<u>New Issuance</u>	<u>1,666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>William Paton</u>	<u>Private Placement – Individual</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Clyde Davis</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>

<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Lisa D Mack</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Phertina Mack-Murray</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Ronald G St John</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Sharon E Polite</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Tyrone Forte</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Vanessa Mack</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Verick Arthur</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Victor Steele</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>1,066,667</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Kevin Gould</u>	<u>Private Placement – Individual</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>3,333,333</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Top Build Holding Company LLC</u> <u>Erick Brown</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/17/22</u>	<u>New Issuance</u>	<u>6,600,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>VWB Enterprises, LLC</u> <u>Vincent Beale</u>	<u>Private Placement – Corporation</u>	<u>Unrestricted</u>	<u>Exempt</u>
<u>6/23/22</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>\$0.015</u>	<u>Yes</u>	<u>Coventry Enterprises LLC</u>	<u>Inducement to enter into Debt Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/16/22</u>	<u>CANCELLATION</u>	<u>-5,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>A Shelter For Cancer Families</u>	<u>Cancellation of Shares</u>	<u>Restricted</u>	<u>Rule 144</u>

						<u>Melissa Amschwand Bellinger</u>			
Shares Outstanding on Date of This Report:									
<u>Balance:</u>	<u>Ending Balance</u>	<u>Ending</u>							
Date <u>6/30/22</u>	Common: <u>383,817,183</u>	Preferred: <u>1,000,000</u>							

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

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

\_\_\_\_\_

## 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:

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder (entities must have individual with voting / investment control disclosed).</u>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>
<u>5/21/21</u>	<u>75,146.40</u>	<u>70,560.00</u>	<u>4,586.40</u>	<u>5/21/22</u>	<u>Final offering price of Company's Regulation A offering</u>	<u>AES Capital Management LLC</u>	<u>Working Capital</u>
<u>12/31/21</u>	<u>330,000.00</u>	<u>330,000.00</u>	<u>0.00</u>	<u>12/31/22</u>	<u>None</u>	<u>Coventry Enterprises, LLC</u>	<u>Working Capital</u>
<u>3/8/22</u>	<u>212,100.00</u>	<u>210,000.00</u>	<u>2,100.00</u>	<u>3/8/23</u>	<u>Final offering price of Company's Regulation A offering</u>	<u>Godfrey Davis Holdings, LLC</u>	<u>Working Capital</u>
<u>7/10/20</u>	<u>4,188.42</u>	<u>3,500.00</u>	<u>688.42</u>	<u>In default</u>	<u>\$0.0001 per share</u>	<u>GPL Ventures LLC</u>	<u>Working Capital</u>
<u>11/19/21</u>	<u>552,850.25</u>	<u>2,100,000.00</u>	<u>180,134.25</u>	<u>11/19/22</u>	<u>Final offering price of Company's Regulation A offering</u>	<u>Granite Global Investments Ltd</u>	<u>Working Capital</u>
<u>7/30/20</u>	<u>6,175.00</u>	<u>5,000.00</u>	<u>1,175.00</u>	<u>In default</u>	<u>\$0.01 per share</u>	<u>Jeanne Marie Stefonetti</u>	<u>Working Capital</u>

<u>9/10/21</u>	<u>178,333.32</u>	<u>200,000.00</u>	<u>3,333.32</u>	<u>9/10/22</u>	<u>Final offering price of Company's Regulation A offering</u>	<u>Westland Properties LLC</u>	<u>Working Capital</u>
<u>2/16/22</u>	<u>35,286.88</u>	<u>22,500.00</u>	<u>12,786.88</u>	<u>2/16/23</u>	<u>Final offering price of Company's Regulation A offering</u>	<u>Brandon Wisner</u>	<u>Working Capital</u>
<u>10/28/21</u>	<u>350,000.00</u>	<u>350,000.00</u>	<u>0</u>	<u>4/28/22</u>	<u>None</u>	<u>AJB Capital Investments LLC</u>	<u>Working Capital</u>
<u>6/9/22</u>	<u>297,489.64</u>	<u>335,000</u>	<u>(12,454.55)</u>	<u>12/12/22</u>	<u>None</u>	<u>Adar Funding</u>	<u>Working Capital</u>
<u>2/14/18</u>	<u>108,250.00</u>	<u>60,000.00</u>	<u>48,250.00</u>	<u>In default</u>	<u>None</u>	<u>Michael Craig Beck</u>	<u>Working Capital</u>
<u>1/14/22</u>	<u>56,400.16</u>	<u>50,000.00</u>	<u>12,497.26</u>	<u>In default</u>	<u>None</u>	<u>Bridge Funding</u>	<u>Working Capital</u>
<u>1/30/18</u>	<u>46,350.00</u>	<u>25,000.00</u>	<u>21,350.00</u>	<u>In default</u>	<u>None</u>	<u>Elizabeth S Steinke</u>	<u>Working Capital</u>
<u>6/28/22</u>	<u>12,000.00</u>	<u>40,000.00</u>	<u>0</u>	<u>7/18/22</u>	<u>None</u>	<u>Wincap</u>	<u>Working Capital</u>
<u>5/28/20</u>	<u>15,000.00</u>	<u>30,000.00</u>	<u>0</u>	<u>In default</u>	<u>None</u>	<u>Brandon Wisner</u>	<u>Working Capital</u>

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

#### 4) 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)<sup>4</sup>:

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

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

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 Company’s financials for the quarterly period ending June 30, 2022, are incorporated by reference to be posted on OTCIQ.com at the same time as this Disclosure Statement.**

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.

## **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”)

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

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

Bayou Road Investments

C. Describe the issuers’ principal products or services.

The Issuer conducts business through its subsidiaries and their affiliates in the licensing and acquisition of Energy Related Intellectual Property for commercialization

## **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.

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

## 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% 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.**

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
<u>K. Bryce Toussaint</u>	<u>Officer and Director</u>	<u>Dallas TX</u>	<u>26,274,870 shares</u> <u>100% owned by K. Bryce Toussaint</u>	<u>Common</u>	<u>7%</u>	<u>_____</u>
<u>K. Bryce Toussaint</u>	<u>Officer and Director</u>	<u>Dallas TX</u>	<u>1,000,000</u>	<u>Non-Convertible Preferred – Series B</u>	<u>100%</u>	<u>_____</u>
<u>Anthony Lerner</u>	<u>Officer and Director</u>	<u>Houston TX</u>	<u>20,000,000</u>	<u>Common</u>	<u>5%</u>	<u>_____</u>

## 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);

None

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

None

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

None

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

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

## 9) Third Party Providers

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

### Securities Counsel

Name: Vincent J. McGill  
Firm: Ellenoff Grossman & Schole LLP  
Address 1: 1345 Avenue of the Americas  
Address 2: New York, New York 10105  
Phone: 212-370-1300  
Email: VMcGill@egsllp.com

### Accountant or Auditor

Name:  
Firm: Whitley Penn, LP  
Address 1: 8343 Douglas Ave Suite 400  
Address 2: Dallas, TX 75225  
Phone: (214) 393-9300

Email:

Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
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: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

**10) Issuer Certification**

*Principal Executive Officer:*

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

The certifications shall follow the format below:

I, K. Bryce Toussaint certify that:

1. I have reviewed this Annual Disclosure Statement for the Period Ended June 30, 2022 of Principal Solar, Inc.;



2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 17, 2022 [Date]

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

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

*Principal Financial Officer:*

I, K. Bryce Toussaint certify that:

1. I have reviewed this Annual Disclosure Statement for the Period Ended June 30, 2022 of Principal Solar, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 17, 2022 [Date]

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

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