

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## EcoPlus, Inc.

30 N Gould Street  
Suite 5835  
Sheridan, WY  
82801

307-278-1360  
info@synergymgt  
group.com SIC  
6794

Annual Report

For the period ending October 31, 2023 (the "Reporting Period")

### Outstanding Shares

The number of shares outstanding of our Common Stock was: 29,230,174 as of October 31, 2023  
4,044,400,599 as of October 31, 2022

### Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes:  No:

Indicate by check mark whether the company's shell status has changed since the previous reporting period: Yes:  No:

### Change in Control

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period: Yes:  No:

<sup>1</sup> "Change in Control" shall mean any events resulting in:

- 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;
- The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- 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
- 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.

- 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.

Ecoplus, Inc. and subsidiaries was incorporated in the state of Nevada on September 26, 2005. EcoPlus, Inc. (The Company) controlled a basic process and technology patent, US patent no. 7384562 issued on June 10, 2008, that dealt with Brown Grease – or more specifically with environmental waste including fats, oils and greases, typically generated as a waste product by Grease Generators. A second divisional patent, for producing a fuel by the treatment of brown grease, US Patent no 7,632,319 was issued on December 15, 2009. The company was redomiciled on July 27, 2010 into a Wyoming corporation.

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):

Wyoming, Active

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

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

Reverse Split of the Company's Preferred B Shares occurred on August 23, 2023.

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

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

No:  Yes:  If Yes, provide additional details below:

- Security Information

Transfer Agent

Name: Securities Transfer Corporation  
Phone: 469-633-0101

Email:  
 stc@stctransfer.com  
 Address: 2901 N. Dallas  
 Parkway  
 Suite 380,  
 Plano, TX 75093

Publicly Quoted or Traded Securities:

*The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.*

Trading symbol: Exact title and class of securities outstanding:	<u>ECPL</u> <u>Common</u>	
CUSIP:	<u>279160 10 5</u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>500,000,000</u>	as of date: <u>10/31/2023</u>
Total shares outstanding:	<u>29,230,174</u>	as of date: <u>10/31/2023</u>
Number of shares in the Public Float <sup>2</sup> :	<u>24,400,162</u>	as of date: <u>10/31/2023</u>
Total number of shareholders of record:	<u>111</u>	as of date: <u>10/31/2023</u>

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

N/A

Other classes of authorized or outstanding equity securities:

*The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

Trading symbol: NA  
 Exact title and class of securities outstanding:  
Class A Preferred CUSIP: NA  
 Par or stated value: \$0.001  
 Total shares authorized: 3 as of date: 10/31/2023  
 Total shares outstanding: 1 as of date: 10/31/2023

Trading symbol: NA  
 Exact title and class of securities outstanding:  
Series B Preferred CUSIP: NA  
 Par or stated value: \$0.0001  
 Total shares authorized: 300,000,000 as of date: 10/31/2023  
 Total shares outstanding: 49,000,298 as of date: 10/31/2023

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:

- For common equity, describe any dividend, voting and preemption rights.

One for one voting rights on all common stock, entitled to dividends as determined by the board of directors. No Pre-emptive rights.

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

The Series A preferred share converts into the number of shares common stock, equal to 4 times the sum of all shares of Capital Stock outstanding on an as-converted basis (excluding shares of Class A preferred stock) divided by the number of shares of Class A preferred stock issued and outstanding, and votes on a converted basis. Dividend preference per share: When and as declared by the board of directors in its sole discretion; provided that dividends may be declared and paid prior to any declaration and payment of dividends on any other class or series of equity securities. Liquidation Preference per share: As if converted to common stock, *in pari passu* with the common stock. Votes per share: the number of shares common stock, equal to 4 times the sum of all shares of Capital Stock outstanding on an as-converted basis (excluding shares of Class A preferred stock) divided by the number of shares of Class A preferred stock issued and outstanding, and votes on a converted basis. There are no redemption rights or sinking fund provisions.

The Series B Preferred has the following designations: Each share of Series B Preferred Stock shall have two votes, *in pari passu* with common stock, for any election or other vote placed before the shareholders of the Corporation. The Series B Preferred Stock converts into common stock at .01 divided by the par value of the common stock, subject to adjustment as may be determined by the Board of Directors from time to time.

Dividend Preference per share: When and declared by the board of directors in its sole discretion; provided that dividends may be declared and paid prior to any declaration and payment of dividends on any other class or series of equity securities not including Class A Convertible Preferred Stock Liquidation preference per share: \$1.00 plus all declared and unpaid dividends upon winding up of the affairs of the corporation, prior to distribution to any other class or series of equity security not including Class A convertible Preferred Stock and thereafter based on the number of shares of common stock into which the preferred stock is convertible *in pari passu* with the holders of the other equity securities. There are no redemption rights or sinking fund provisions.

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

N/A

- Describe any material modifications to rights of holders of the company's

securities that have occurred over the reporting period covered by this report.

N/A

- Issuance History

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

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

- 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:  (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance					*Right-click the rows below and select "Insert" to add rows as needed.				
Date <u>10/31/2021</u> Common: <u>4,044,400,599</u> Class A Preferred: 1 Class B Preferred: <u>12,936,266</u>									
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or canceled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/Entity Shares were issued to.  *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- N at ur e of S er v i c e s P r o v i d e d	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
09/19/2022	Issuance	50,000,000	Class B Preferred	.0001	No	Benjamin Berry	Director Agreement	Restricted	4(a)(2)
03/21/2023	Cancellation	4,000,000,000	Common Stock	.0001	N/A	Hicks Family Trust	N/A	N/A	N/A

3/27/2023	Issuance	2,392,344	Common Stock	.0001	No	Benjamin Berry	Director Agreement	Restricted	4(a)(2)
5/15/2023	Cancellation	17,562,769	Common Stock	.0001	N/A	Hicks Family Trust	N/A	N/A	N/A
08/23/2023	Reverse Split 1 for 5,000,000	62,935,958	Class B Preferred	.0001	N/A				
09/11/2023	Issuance	48,999,990	Class B Preferred	.0001	No	Benjamin Berry	Director Agreement	Restricted	4(a)(2)
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date <u>10/31/2023</u> Common: <u>29,230,174</u> Class A Preferred: 1 Class B Preferred: <u>49,000,298</u>									

**Note 1.** On May 18th, 2022 Benjamin Berry was elected and consented to serve as the sole officer and director of the company and William E. Scherffius and Zev Kaplan resigned all positions. Benjamin Berry through Synergy Management Group, LLC purchased one (1) Class A Convertible Preferred Share of Ecoplus, Inc. from William E. Scherffius as part of the transaction.

- Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder.  *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)

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

- Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. (Please ensure that these descriptions are updated on the Company's Profile on [www.otcmarts.com](http://www.otcmarts.com)).

- Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations") No Operations
- List any subsidiaries, parent company, or affiliated companies.

N/A

- Describe the issuers' principal products or services.

N/A

- 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 company leases a shared office space in Sheridan, Wyoming.

- Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, 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.

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer / Director / Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Benjamin Berry	Sole Officer/ Director	Apple Valley, MN	49,000,000	Class B Preferred	99.99%	
Benjamin Berry	Sole Officer/ Director	Apple Valley, MN	2,392,344	Common Stock	8.18%	
Synergy Management Group, LLC	Principal Officer	Apple Valley, MN	1	Class A Preferred	100%	Benjamin Berry
Philip J Hicks Estate	Previous CEO/Director	Iron Station, NC	2,437,575	Common Stock	8.33%	Marilyn Hicks

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- Legal/Disciplinary History

- Identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:
  - A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

N/A

- 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;

N/A

- 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

N/A

- 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.

N/A

- 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.

N/A

- Third Party Service Providers

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

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

Name: Jeffrey Turner  
Firm: JDT Legal  
Address 1: 7533 S Center  
View Ct, #4291  
Address 2: West Jordan, UT 84084  
Phone: 801-810-4465  
Email: jeff@jdt-legal.com

All other means of Investor Communication:

Twitter: [twitter.com/synergymgtgroup](https://twitter.com/synergymgtgroup)

### Other Service Providers

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

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

- Financial Statements

- The following financial statements were prepared in accordance with:

- IFRS  
 U.S. GAAP

- The following financial statements were prepared by (name of individual)<sup>2</sup>: Name: **Benjamin Berry**

Title: **CFO**

Relationship to Issuer: **Officer/Director**

Describe the qualifications of the person or persons who prepared the financial statements: **Benjamin Berry has worked in the public markets for over four years through his company Synergy Management Group and specializes in rehabilitating dark and defunct companies for the purpose of restoring shareholder value. Benjamin Berry also has significant C-Level leadership experience in the private sector spanning nearly twenty years.**

Provide the following financial statements 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.

- Audit letter, if audited;

- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

### Important Notes:

- Financial statements must be “machine readable”. Do not publish images/scans of financial statements.
- All financial statements for a fiscal period must be published together with the disclosure statement in one Annual or Quarterly Report.

<sup>2</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

- 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, Amy Brimicombe certify that:

- I have reviewed this Disclosure Statement for ECOPLUS, INC.;
- 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
- 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.

10/02/2024 [Date]

/s/ Amy Brimicombe [CEO's Signature]

#### *Principal Financial Officer:*

I, Amy Brimicombe certify that:

- I have reviewed this Disclosure Statement for ECOPLUS, INC.;
- 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
- 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.

10/02/2024 [Date]

/s/ Amy Brimicombe [CFO's Signature]

ECOPLUS, INC.

**FOR THE YEAR ENDED OCTOBER 31, 2023**  
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**STATEMENTS**

Financial Statements

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ASSETS

	October 31,	October 31,
	<u>2023</u>	<u>2022</u>
<b>Current assets</b>		
<b>Current assets</b>		
Cash	\$ -	\$ -
Prepaid expenses	-	-
Prepaid expenses	-	-
Total current assets	-	-
Property and equipment, net	-	-
Total assets		

\$  
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Total assets  
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**LIABILITIES AND STOCKHOLDERS' EQUITY**  
**LIABILITIES AND STOCKHOLDERS' EQUITY**

Current liabilities:

Accounts payable	\$ -	\$ -
Other current liabilities	-	-
Total current liabilities	-	-
Notes payable	-	-
Other miscellaneous liabilities	-	-
<b>Total Liabilities</b>	-	-
Commitments and contingencies (Note 12)		
<b>Stockholder's deficit</b>		
Preferred stock, \$0.0001 par value, 300,000,000 shares authorized;		
Class A preferred stock: 1 shares issued and outstanding	-	-
Class B preferred stock: 49,000,298 and 62,936,266 shares issued and outstanding at October 31, 2023 and 2022, respectively	4,900	-
Common stock, \$0.0001 par value; 100,000,000,000 shares authorized		
29,230,174 and 4,044,400,599 issued and outstanding as of October 31, 2023 and 2022, respectively	2,923	404,440
Additional paid in capital	4,060,396	3,613,779
Accumulated deficit	(4,068,219)	(4,018,219)
Total stockholders' equity	-	-
Total liabilities and stockholders' equity	\$ -	\$ -

The accompanying notes  
are an integral part of these  
unaudited financial  
statements F-1

ECOPLUS, INC.  
STATEMENTS OF  
OPERATIONS  
UNAUDITED

For the  
years  
ended  
October  
31,

	<u>2023</u>	<u>2022</u>
Revenue	\$ -	\$ -
Cost of goods sold	-	-
Gross profit	-	-
Operating expenses:		
Consulting fees	<u>50,000</u>	<u>50,000</u>
Total operating expenses	50,000	50,000
Loss before income taxes	(50,000)	(50,000)
Income tax benefit (expense)	-	-
Net loss	\$ (50,000)	(50,000)
Basic and diluted earnings per share on net loss	\$ (0.00)	\$ (0.00)
Weighted average shares outstanding - basic and diluted	1,571,902,661	4,044,400,599

The accompanying notes  
are an integral part of these  
unaudited financial  
statements F-2

ECOPLUS, INC.

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	P r e f e r r e d S t o c k	S e r i e s A	Preferred	Common Stock	Additional Paid- In	Accumulated	Total		
			Stock Series B Shares Amount						
<b>Balance, November 1, 2021</b>	1	\$ - 12,936,266	\$ 1,296	4,044,400, 599	\$ 404,440	\$	3,613,779	\$ (3,968,219)	\$ 50,000
Preferred stock issued for director services	-	-	5,000	-	-	-	-	-	-
Net income (loss)	-	-	-	-	-	-	(50,000)	(50,000)	(50,000)
<b>Balance, October 31, 2022</b>	1	- 6 2 9 3 6 2 6 6	6,296	4,044,400, 599	404,440	3,613,779	(4,018,219)	-	-
Cancellation of common stock	-	-	-	(4,017,562, 769)	(401,756)	401,756	-	-	-
Common stock issued for director services	-	-	-	2,392,344	239	49,761	-	-	50,000

Reverse Split of Preferred B Stock	-	(62,935,958)	(6,295)	2,392,344	239		49,761	-	50,000
Preferred stock issued for director services	-	48,999,990	4,899	-	-		(4,900)	-	-
Net income (loss)	-	-	-	-	-		-	(50,000)	(50,000)
<b>Balance, October 31, 2023</b>	1	\$ - 49,000,298	\$ - 4,900	29,230,174	\$ - 2,923	\$ -	4,060,396	\$ - (4,068,219)	\$ -

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ECOPLUS, INC. STATEMENTS OF  
CASH FLOWS  
UNAUDITED

For the years ended  
October 31,

	<u>2023</u>	<u>2022</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net income (loss)	\$ (50,000)	\$ (50,000)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock issued for board services	50,000	50,000
Changes in working capital requirements:		
Accounts payable	-	-
Net cash used in operating activities	-	-
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Investments	-	-
Net cash (used in) provided by investing activities	-	-
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		

Proceeds from / payments on notes payable	-	-
Proceeds from common stock	-	-
Proceeds from common stock	-	-
Net cash provided by financing activities	-	-
<b>NET INCREASE IN CASH</b>	<b>-</b>	<b>-</b>
<b>CASH, BEGINNING OF PERIOD</b>	<b>-</b>	<b>-</b>
<b>CASH, BEGINNING OF PERIOD</b>	<b>-</b>	<b>-</b>
<b>CASH, END OF PERIOD</b>	<b>\$ -</b>	<b>\$ -</b>

Supplemental disclosure of cash flow information

Cash paid for interest expense	\$ -	\$ -
Cash paid for interest expense	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -

The accompanying notes are an integral part of these unaudited financial statements F-4

ECOPLUS, INC.

**NOTES TO UNAUDITED FINANCIAL  
STATEMENTS FOR THE YEAR ENDING OCTOBER  
31, 2023**

- Nature of operations

EcoPlus, Inc. and subsidiaries was incorporated in the state of Nevada on September 26, 2005. EcoPlus, Inc. (The Company) controlled a basic process and technology patent, US patent no. 7384562 issued on June 10, 2008, that dealt with Brown Grease – or more specifically with environmental waste including fats, oils and greases, typically generated as a waste product by Grease Generators. A second divisional patent, for producing a fuel by the treatment of brown grease, US Patent no 7,632,319 was issued on December 15, 2009. The company was redomiciled on July 27, 2010 into a Wyoming corporation.

- 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.

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### 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

For purposes of the Statements of Cash Flows, the Company considers highly liquid investments with an original maturity of three months or less to be cash equivalents. As of October 31, 2023 and 2022, the Company has no 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.

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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.

- Going concern

The accompanying financial statements have been prepared on a going concern basis. For the years ended October 31, 2023, the Company had a net loss of \$50,000, no working capital, an accumulated deficit of \$4,068,219 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.

- 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 October 31, 2023 and 2022, the Company is not aware of any contingent liabilities that should be reflected in the financial statements.

- Change of control

On May 18, 2022 Benjamin Berry was elected and consented to serve as the sole officer and director of the company and William E. Scherffius and Zev Kaplan resigned all positions. Benjamin Berry through Synergy Management Group LLC purchased one (1) Class A Convertible Preferred Share of Ecoplus, Inc. as part of the transaction.

- Equity

### Common Stock

The company reached a settlement with the Hick's family trust on January 4, 2023 to cancel 4,017,562,769 common shares held by the family. On February 22, 2023 the First Judicial District Court of Laramie County, Wyoming issued an order approving the settlement agreement. On March 21, 2023 the company's transfer agent processed the cancelation of the first 4,000,000,000 shares. As of October 31, 2023, the remaining 17,562,769 shares were returned.

During the year ended October 31, 2023, the Company issued 2,392,344 shares of common stock for director services valued at \$50,000.

### Preferred Stock

The Company has 3,000,000 Shares of Preferred Stock authorized, and 1 Share of Class A Preferred Stock issued and outstanding with a par value of \$0.001 and 49,000,298 Shares of Class B Preferred Stock issued and outstanding with a par value of \$0.0001.

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

- Class A preferred share converts into the number of shares common stock, equal to 4 times the sum of all shares of Capital Stock outstanding on an as-converted basis (excluding shares of Class A preferred stock) divided by the number of shares of Class A preferred stock issued and outstanding, and votes on a converted basis.

**Class B** — The Series B Preferred has the following designations:

- Each share of Series B Preferred Stock shall have two votes for any election or other vote placed before the shareholders of the Corporation.
- The Series B Preferred Stock converts into common stock at .01 divided by the par value of the common stock, subject to adjustment as may be determined by the Board of Directors from time to time.
- Income taxes

The Company adopted the provisions of uncertain tax positions as addressed in ASC 740-10-65-1. As a result of the implementation of ASC 740- 10-65-1, the Company recognized no increase in the liability for unrecognized tax benefits. As of October 31, 2023 the Company had net operating loss carry forwards of \$0 that may be available to reduce future years' taxable income in varying amounts through 2030. Future tax benefits which may arise as a result of these losses have not been recognized in these financial statements, as their realization is determined not likely to occur and accordingly, the Company has recorded a valuation allowance for the deferred tax asset relating to these tax loss carry-forwards. The valuation allowance at October 31, 2023 was approximately \$0. The net change in valuation allowance during the year ended October 31, 2023 was \$0. In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred income tax assets will not be realized. The components of the net deferred tax asset (liability) at October 31, 2023 and, 2022 and the statutory tax rate, the effective tax rate and the elected amount of the valuation allowance are indicated below:

	Year Ended October 31,	
	2023	2022
Net operating loss carry-forward	\$ -	\$ -
Valuation allowance	-	-
Net deferred tax asset (liability)	\$ -	\$ -

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A reconciliation of the statutory income tax rates and the effective tax rate is as follows:

Year Ended October 31,

	<b>2023</b>	<b>2022</b>
Statutory U.S. federal rate	21.0%	21.0%
Valuation allowance	(21.0)%	(2.0)%

- **Subsequent Events**

None.



