

# **MINERALRITE CORPORATION**

325 N. ST PAUL STREET – SUITE 3100, DALLAS, TX 75201

(469) 881-8900

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INVESTOR-RELATIONS@MINERALRITE.COM

## **Annual Report**

**For the Period Ending: December 31, 2023 (the “Reporting Period”)**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

4,357,321,532 as of December 31, 2023

4,357,321,532 as of December 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 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:

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

<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.

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.

**Current name: MineralRite Corporation**

Formerly known as PSM CORP and Royal Quantum Group, Inc.

Current State and Date of Incorporation or Registration:

State of Incorporation: Texas  
Date of Incorporation: October 30, 2002

Standing in this jurisdiction: (e.g. active, default, inactive):

Status: Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

History in detail:

- The Company was incorporated in Nevada on October 22, 1996, as PSM CORP.
- The Company changed its name to Royal Quantum Group Inc. on November 23, 2005.
- The Board of Directors approved a name change to MineralRite Corporation on August 31, 2012.
- The Company underwent an F Reorganization merger into a Texas entity named Southern Cars & Trucks, Inc. on April 7, 2021.
- Southern Cars & Trucks, Inc. had been incorporated in Texas on October 30, 2002.
- Under the plan of merger, Southern Cars & Trucks, Inc. was the surviving entity.
- As part of the plan of merger, Southern Cars & Trucks, Inc. changed its name to MineralRite Corporation.
- On November 17, 2021, the Nevada entity was dissolved.

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:

None

Address of the issuer's principal executive office:

325 N. St Paul Street – Suite 3100, 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?

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

## 2) Security Information

### Transfer Agent

Name: Nevada Agency and Transfer Company.  
Phone: (775) 322-0626  
Email: info@natco.com  
Address: 50 West Liberty St, Suite 880, Reno, Nevada 89501

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

### **Publicly Quoted or Traded Securities:**

Trading symbol:	<b>RITE</b>
Exact title and class of securities outstanding:	<b>Common</b>
CUSIP:	60313P100
Par or stated value:	No par value
Total shares authorized:	20,000,000,000 as of date: 12/31/2023
Total shares outstanding:	4,357,321,532 as of date: 12/31/2023
Number of shares in the Public Float <sup>2</sup> :	4,346,783,061 as of date: 12/31/2023

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

NONE

### **Other classes of authorized or outstanding equity securities that do not have a trading symbol:**

Trading symbol:	N/A
Exact title and class of securities outstanding:	<b>Series A Preferred Stock</b>
CUSIP:	N/A
Par or stated value:	No par value
Total shares authorized:	105,000 as of date: 12/31/2023
Total shares outstanding:	105,000 as of date: 12/31/2023
Conversion ratio:	N/A
Voting ratio:	1 share = 3,000 votes

<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.

Trading symbol:	N/A
Exact title and class of securities outstanding:	<b><u>Series B Preferred Stock</u></b>
CUSIP:	N/A
Par or stated value:	No par value
Total shares authorized:	33,000 as of date: 12/31/2023
Total shares outstanding:	13,500 as of date: 12/31/2023
Conversion ratio:	1 share converts into 1,000 common shares
Voting ratio:	1 share = 1,000 votes

Trading symbol:	N/A
Exact title and class of securities outstanding:	<b><u>Series C Preferred Stock</u></b>
CUSIP:	N/A
Par or stated value:	no par value
Total shares authorized:	100,000 as of date: 12/31/2023
Total shares outstanding:	6,050 as of date: 12/31/2023
Conversion ratio:	1 share converts into 400,000 common shares
Voting ratio:	1 share = 400,000 votes

Trading symbol:	N/A
Exact title and class of securities outstanding:	<b><u>Preferred Undesignated</u></b>
CUSIP:	N/A
Par or stated value:	no par value
Total shares authorized:	49,762,000 as of date: 12/31/2023
Total shares outstanding:	0 as of date: 12/31/2023
Conversion ratio:	undesignated
Voting ratio:	undesignated

### **Security Description:**

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

Common Stock shares hold no preemptive or preferential rights to subscribe for or purchase any shares of the capital stock of the company; do not carry cumulative voting rights; are only entitled to dividends in the event that the Company were to declare such, and in that event, only after all accrued dividends will have been satisfied on Preferred Class A shares; and have voting rights of one (1) vote per share.

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

Series A Preferred Stock shares have no par value; shall be adjusted on a pro-rata basis in the event of stock splits and combinations; shall accrue dividends at the rate of \$0.10 per share per annum; accrued dividends must be satisfied before dividends can be paid on Common Stock shares; carry preferential rights upon liquidation above all other classes and series of shares; and do not have cumulative voting rights but do have weighted voting rights of at the rate of three thousand (3,000) votes per share.

Series B Preferred Stock shares have no par value; shall be adjusted on a pro-rata basis in the event of stock splits and combinations; shall accrued no dividends; carry pro-rata liquidation rights upon liquidation on an "as converted" basis with Commons Stock shares; are convertible into Common Stock shares at the rate of one thousand (1,000) Common Stock shares for each Series B Preferred Stock share; and do not have cumulative voting rights but do have weighted voting rights of at the rate of one thousand (1,000) votes per share.

Series C Preferred Stock shares have no par value; shall be adjusted on a pro-rata basis in the event of stock splits and combinations; shall accrued no dividends; carry pro-rata liquidation rights upon liquidation on an "as converted" basis with Commons Stock shares; are convertible into Common Stock shares at the rate of four hundred thousand (400,000) Common Stock shares for each Series C Preferred Stock share; and do not have cumulative voting rights but do have weighted voting rights of at the rate of four hundred thousand (400,000) votes per share.

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

NONE

**4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

Certain parties who have been engaged by the Company to provide consulting and other services have been awarded Series C Preferred Stock shares and/or sold options to acquire Series C Preferred Stock shares pursuant to the terms, conditions and provisions contained in their consulting contracts.

**3) Issuance History**

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

**A. Changes to the Number of Outstanding Shares**

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End:  <b>Opening Balance</b>	*Right-click the rows below and select "Insert" to add rows as needed.
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Date:		12/31/2021							
Common:		4,357,321,532							
Preferred:		123,500							
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.
09/16/2022	New Issuance	30	Preferred Series C	\$200	No	James Burgauer	Private	Restricted	144
12/31/2022	New Issuance	45	Preferred Series C	\$200	No	James Burgauer	Private	Restricted	144
01/15/2023	New Issuance	45	Preferred Series C	\$200	No	James Burgauer	Private	Restricted	144
01/15/2023	New Issuance	50	Preferred Series C	\$0.0001	No	TEK Resources LLC (James Bame)	Private	Restricted	144
01/15/2023	New Issuance	20	Preferred Series C	\$0.0001	No	1527155 Alberta Ltd (Todd Gibson)	Private	Restricted	144
01/15/2023	New Issuance	500	Preferred Series C	\$0.0001	No	Sterling Macro Research LLC (Davina Profit)	Private	Restricted	144
04/15/2023	New Issuance	45	Preferred Series C	\$200	No	James Burgauer	Private	Restricted	144
07/15/2023	New Issuance	45	Preferred Series C	\$200	No	James Burgauer	Private	Restricted	144
10/15/2023	New Issuance	15	Preferred Series C	\$200	No	James Burgauer	Private	Restricted	144
12/15/2023	New Issuance	200	Preferred Series C	\$120	No	James Burgauer	Private	Restricted	144
12/15/2023	New Issuance	5	Preferred Series C	\$0.0001	Yes	1527155 Alberta Ltd (Todd Gibson)	Private	Restricted	144
12/15/2023	New Issuance	15	Preferred Series C	\$0.0001	Yes	Enritch Technologies (Venkatramanand)	Private	Restricted	144

						Poduri)			
12/15/2023	New Issuance	25	Preferred Series C	\$.0001	Yes	Pioneer 1952 LLC (Joshua Simcox)	Private	Restricted	144
12/15/2023	New Issuance	5	Preferred Series C	\$.0001	Yes	Alexander Harmon	Private	Restricted	144
12/15/2023	New Issuance	5	Preferred Series C	\$.0001	Yes	Richard Redfern	Private	Restricted	144
Shares Outstanding on Date of This Report:									
<b>Ending Balance:</b>									
Date:	12/31/2023								
Common:	4,357,321,532								
Preferred:	124,550								

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

NONE

### B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
4/17/2013	\$100,000	\$100,000	N/A	11/13/2014	Convertible into Common Stock equal to 80% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Egan (Troy Egan)	Note Payable
6/19/2013	\$0	\$65,000	N/A	6/19/2014	Convertible into Common Stock at the lower of \$0.05 or between 45% and 60%, based on various factors,	JMJ Financial/River North	Note Payable

					of the lowest trading price of the Common Stock for the last 20 days prior to conversion notice.	(Edward Liceaga)	
7/16/2013	\$0	\$21,500	N/A	4/16/2014	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	LG Capital (Joseph Lerman)	Note Payable
7/17/2013	\$0	\$30,000	N/A	7/31/2014	Convertible into Common Stock equal to 50% of the average of the 3 lowest trading prices of the Common Stock for last 30 days prior to conversion notice.	Continental Equities (Alan Masley)	Note Payable
7/26/2013	\$0	\$25,000	N/A	1/26/2014	Convertible into Common Stock equal to 50% of the average of the 3 lowest trading prices of the Common Stock for last 10 days prior to conversion notice.	JSJ Investments (Adam Dyck)	Note Payable
8/16/2013	\$0	\$10,777	N/A	3/14/2015	Convertible into Common Stock equal to 30% of the lowest trading price of the Common Stock for last 20 days prior to conversion notice.	WHC Capital/Union Capital (Yakov Borenstein)	Note Payable
8/28/2013	\$6,550	\$21,500	N/A	5/28/2014	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	LG Capital (Joseph Lerman)	Note Payable
9/9/2013	\$36,520	\$92,000	N/A	11/13/2014	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Yinjuan (Fang Yinjuan)	Note Payable
9/11/2013	\$0	\$68,000	N/A	6/13/2014	Convertible into Common Stock equal to 58% of the average of the 3 lowest trading prices of the Common Stock for last 10 days prior to conversion notice.	Asher Enterprises (Curt Kramer)	Note Payable



9/17/2013	\$0	\$20,000	N/A	4/4/2015	Convertible into Common Stock equal to 55% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	JSJ Investments/Union Capital  (Yakov Borenstein)	Note Payable
9/26/2013	\$0	\$25,000	N/A	9/26/2014	Convertible into Common Stock at the lower of \$0.05 or between 45% and 60%, based on various factors, of the lowest trading price of the Common Stock for the last 20 days prior to conversion notice.	JMJ Financial/River North  (Edward Liceaga)	Note Payable
10/2/2013	\$1	\$24,830	N/A	3/10/2015	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	JP Reuben/Union Capital  (Yakov Borenstein)	Note Payable
10/2/2013	\$14,881	\$25,000	N/A	11/13/2014	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 30 days prior to conversion notice.	McEwan/Darling  (Yoseph Levin)	Note Payable
10/17/2013	\$18,707	\$23,500	N/A	10/17/2014	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 5 days prior to conversion notice.	GEL Properties  (Sam Eisenberg)	Note Payable
11/18/2013	\$0	\$4,500	N/A	11/18/2014	Convertible into Common Stock equal to 58% of the average of the 3 lowest trading prices of the Common Stock for last 10 days prior to conversion notice.	Asher Enterprises  (Curt Kramer)	Note Payable
11/27/2013	\$0	\$15,000	N/A	11/13/2014	Convertible into Common Stock equal to 90% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Underwood  (Robert Underwood)	Note Payable
11/30/2013	\$1	\$62,759	N/A	9/10/2015	Convertible into Common Stock equal to 90% of the weighted average of the market price of the Common Stock for last 30 days prior to conversion	Egbert & Barnes/Union Capital  (Yakov	Note Payable

					notice.	Borenstein)	
12/27/2013	\$0	\$5,000	N/A	11/13/2014	Convertible into Common Stock equal to 90% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Bartolemew (John Bartolemew)	Note Payable
12/31/2013	\$40,000	\$40,000	N/A	6/30/2014	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Accounts Receivable Lender (Accounts Receivable Lender)	Note Payable
1/12/2014	\$55,338	\$55,338	N/A	1/12/2015	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Davisson & Co (Peder Davisson)	Note Payable
2/14/2014	\$75,088	\$75,088	N/A	8/14/2014	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Accounts Receivable Lender (Accounts Receivable Lender)	Note Payable
2/20/2014	\$0	\$30,000	N/A	2/20/2015	Convertible into Common Stock at the lower of \$0.05 per share or between 45% and 60%, based on various factors, of the lowest trading price of the Common Stock for the last 20 days prior to conversion notice.	JMJ Financial/River North (Edward Liceaga)	Note Payable
3/14/2014	\$39,500	\$39,500	N/A	3/15/2015	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	LG Capital (Joseph Lerman)	Note Payable
4/1/2014	\$9,000	\$9,000	N/A	4/1/2015	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable

4/1/2014	\$0	\$30,000	N/A	4/1/2015	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Union Capital (Yakov Borenstein)	Note Payable
4/4/2014	\$0	\$85,000	N/A	N/A	Convertible into Common Stock equal to 55% of the lowest trading price of the Common Stock for last 15 days prior to conversion notice.	IBC Funds, LLC (Giango Ratto)	Note Payable
4/8/2014	\$30,000	\$30,000	N/A	4/8/2015	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	LG Capital (Joseph Lerman)	Note Payable
4/11/2014	\$0	\$30,000	N/A	4/11/2015	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Union Capital (Yakov Borenstein)	Note Payable
4/15/2014	\$17,798	\$17,798	N/A	4/15/2015	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	J Reuben (Jonathan Reuben)	Note Payable
4/15/2014	\$74,816	\$76,146	N/A	4/19/2015	Convertible into Common Stock equal to 38% of the average of the 3 lowest trading prices of the Common Stock for last 10 days prior to conversion notice.	Scripline/Tide Pool/Sterling (Davina Profit)	Note Payable
4/15/2014	\$24,999	\$31,346	N/A	4/19/2015	Convertible into Common Stock equal to 38% of the average of the 3 lowest trading prices of the Common Stock for last 10 days prior to conversion notice.	Scripline/Tide Pool/Sterling (Davina Profit)	Note Payable
6/6/2014	\$2,500	\$2,500	N/A	6/6/2015	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable

6/6/2014	\$6,000	\$6,000	N/A	6/6/2015	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable
7/3/2014	\$15,000	\$15,000	N/A	4/8/2015	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Triple J (Wayne Lieberz)	Note Payable
7/8/2014	\$25,000	\$25,000	N/A	7/8/2015	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Cracker Jack Classic (Kenneth Radcliffe)	Note Payable
7/28/2014	\$50,000	\$50,000	N/A	7/28/2015	Convertible into Common Stock at \$0.00035 per share.	Union Capital (Yakov Borenstein)	Note Payable
9/11/2014	\$10,000	\$10,000	N/A	9/11/2015	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Investor Growth (Ian Reed)	Note Payable
9/17/2014	\$25,000	\$25,000	N/A	4/17/2015	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 30 days prior to conversion notice.	Darling Capital (Yoseph Levin)	Note Payable
9/17/2014	\$32,500	\$32,500	N/A	9/17/2015	Convertible into Common Stock equal to 60% of the average of the 3 lowest trading prices of the Common Stock for last 10 days prior to conversion notice.	Tidepool/Sterling (Davina Profit)	Note Payable
11/3/2014	\$10,000	\$10,000	N/A	11/3/2015	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable
11/10/2014	\$2,000	\$2,000	N/A	11/10/2015	Convertible into Common Stock equal to 50% of the lowest trading price of the	Investor Growth	Note Payable

					Common Stock for last 10 days prior to conversion notice.	(Ian Reed)	
12/3/2014	\$10,000	\$10,000	N/A	12/3/2015	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable
1/3/2015	\$10,000	\$10,000	N/A	1/3/2016	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable
1/5/2015	\$77,778	\$77,778	N/A	1/7/2016	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	River North Equity (Edward Liceaga)	Note Payable
2/3/2015	\$10,000	\$10,000	N/A	2/3/2016	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable
3/3/2015	\$10,000	\$10,000	N/A	3/3/2016	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable
3/30/2015	\$5,000	\$5,000	N/A	3/30/2016	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable
4/22/2015	\$8,000	\$8,000	N/A	4/22/2016	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable
6/4/2015	\$9,500	\$9,500	N/A	6/4/2016	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion	Jax Capital Growth (Wayne Lieberz)	Note Payable

					notice.		
7/13/2015	\$9,400	\$9,400	N/A	7/13/2016	Convertible into Common Stock equal to 40% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Jax Capital Growth (Wayne Lieberz)	Note Payable
2/25/2021	\$30,000	\$30,000	N/A	2/25/2022	Convertible into Common Stock at \$0.0001 per share.	Eagle Equity (Yakov Borenstein)	Note Payable
3/15/2021	\$50,000	\$50,000	N/A	3/15/2022	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 20 days prior to conversion notice.	Pettigrew (James Pettigrew)	Note Payable
3/22/2021	\$10,000	\$10,000	N/A	3/22/2022	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 20 days prior to conversion notice.	Pettigrew (James Pettigrew)	Note Payable
5/28/2021	\$25,000	\$25,000	N/A	5/28/2022	Convertible into Common Stock at \$0.0001 per share.	Eagle Equity (Yakov Borenstein)	Note Payable
7/19/2021	\$12,500	\$12,500	N/A	7/18/2022	Convertible into Common Stock at \$0.0001 per share.	Eagle Equity (Yakov Borenstein)	Note Payable
9/20/2022	\$20,000	\$20,000	N/A	9/20/2023	Convertible into Common Stock equal to 50% of the lowest trading price of the Common Stock for last 10 days prior to conversion notice.	Sterling Macro (Davina Profit)	Note Payable

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

NONE

#### 4) Issuer's Business, Products and Services

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

Corporate History

MineralRite Corporation (the "Company" or "MineralRite,") was incorporated in Nevada on October 22, 1996, under the name PSM Corp. On November 23, 2005, the Company's name was then changed to Royal Quantum Group, Inc. On August 31, 2012, the Company's Board of Directors approved the change of the Company's name to MineralRite Corporation to reflect the new direction in which the Company's management intended to lead the Company. On December 3, 2012, the Company's trading symbol was changed from "RYQG" to "RITE." On April 7, 2021 the Company then underwent an F Reorganization merger into Southern Cars & Trucks, Inc., and entity that had been incorporated in Texas on October 30, 2002. Coincident with the merger, Southern Cars & Trucks, Inc., the entity that was chosen to survive the merger, changed its name to MineralRite Corporation. On November 17, 2021, the Nevada entity was dissolved.

Operations:

The Company's principal executive offices are located at:

325 N. St Paul Street – Suite 3100, Dallas, TX 75201  
telephone: (469) 881-8900.

The Company's website address is [www.mineral-rite.com](http://www.mineral-rite.com)

Activities:

The Company is currently seeking funding for operations. There can be no assurance that additional financing will be available on terms favorable to the Company or at all. If adequate funds are not available or are not available on acceptable terms, the Company will not be able to fund its operations. Such inability to fund operations will have a materially adverse effect on the Company's business, operating results, and financial conditions.

The Company is currently seeking a partner for (i) mining and mineral acquisitions; (ii) direct income mine and mineral royalty acquisitions; (iii) reverse merger opportunities within the mining and mineral space; and/or (iv) other reverse merger opportunities.

- B. List any subsidiaries, parent company, or affiliated companies.

NONE

(...with the noted caveat that the Nevada entity of MineralRite Corporation (C21986-1996), which was merged into the Texas entity Southern Cars & Trucks, Inc. (800138349) with the latter being renamed as MineralRite Corporation as part of the plan of merger, was dissolved on 11/17/2021.)

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

MineralRite Corporation is focused on mineral processing, certification, streaming, and sales of base and precious metals. The Company's mandate is to identify and optimize opportunities in the small and junior sized mining industry.

## 5) Issuer's Facilities

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The property assets of the Company are owned outright and are subject to depreciation as recorded on the Company's financial statements pursuant to the schedule described in the footnotes to the financial statements.

The Company leases virtual office space for its headquarters which are located at:

325 N. St Paul Street – Suite 3100, Dallas, TX 75201

The Company's president and members of the Company's Advisory Board use portions of their private personal offices and equipment for the benefit of the Company.

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

Name of Officer/Director 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
James Burgauer	President / CEO / Secretary / Director	Las Vegas, NV	0	Series A Preferred	0%*	Weighted Voting; 1=3,000 votes



James Burgauer	President / CEO / Secretary / Director	Las Vegas, NV	0	Series B Preferred	0%*	Weighted Voting; 1=1,000 votes
James Burgauer	President / CEO / Secretary / Director	Las Vegas, NV	425	Series C Preferred	7.0%*	Weighted Voting; 1=400,000 votes
Naji Ahmed Ebrahim Husain Ali	Owner of more than 5%	Bahrain	300,000,000	Common	6.9%	Unaffiliated Investor** Voting: 1=1 vote

\* On October 25, 2023, as a result of the onset of a terminal illness, Guy Peckham (i) sold an option to acquire his entire ownership position in the Company to James Burgauer; (ii) turned over his voting rights of his entire ownership position to James Burgauer; and (iii) installed James Burgauer as his replacement for the remainder of his term on the Board of Directors. On November 1, 2023, James Burgauer was installed as acting president of the Company. On December 1, 2023, James Burgauer was installed as president of the Company.

On November 9, 2023, Sterling Macro sold an option to its entire ownership position to James Burgauer and assigns.

Under the terms of both options, James Burgauer was granted the immediate right to vote the shares of the optioned stock that were being acquired for his own account. Upon exercise, James Burgauer's ownership percentages reported in the above table will change to 100%, 100%, and 97.9% respectively.

\*\* From information obtained through the Non-Objecting Beneficial Ownership reporting services provided by Broadridge (subsequent to the reporting period).

## 7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

NONE

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

NONE

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

NONE

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a “yes” answer to part 3 above; or

NONE

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person’s involvement in any type of business or securities activities.

NONE

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

NONE

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

NONE

## 8) **Third Party Service Providers**

### Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Patrick Ryan Morris  
Firm: Morris Legal Corp.  
Address 1: 28 Laight Street, 2<sup>nd</sup>Floor  
Address 2: New York, NY 10013  
Phone: (646) 692-4012  
Email: prm@patrickmorrislaw.com

### Accountant or Auditor

Name: Joe D’Arelli  
Firm: RBSM LLP  
Address 1: 2424 N. Federal Hwy – Suite 203

Address 2: Boca Raton, FL 33431  
Phone: (561) 405-9440 ext. 804  
Email: jdarelli@rbsmlp.com

#### Investor Relations

Name: N/A  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

#### *All other means of Investor Communication:*

Twitter: @mineralrite  
Discord: \_\_\_\_\_  
LinkedIn: \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ]: www.mineral-rite.com/investor-relations

#### 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.

In addition to the third party services providers detailed above, the following service provider(s) also provided assistance:

Name: Amanda Cardinalli / Tiffany Baxter  
Firm: Nevada Agency and Transfer Company  
Address1: 50 West Liberty St, Suite 880,  
Address 2: Reno, Nevada 89501  
Nature of Services: Input, advice, and counsel; stake holder technical data  
Phone: (775) 322-0626  
Email: info@natco.com

### 9) **Disclosure & Financial Information**

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

Name: James Burgauer  
Title: President  
Relationship to Issuer: Officer of Issuer

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

IFRS

U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name:	James Burgauer
Title:	President
Relationship to Issuer:	Officer of Issuer

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup>

James Burgauer is the Company's current President and CEO; he holds both a Bachelor of Science (BS) degree in Business and an Masters of Business Administration (MBA); formerly held the Financial and Operations Principal License (Series 27) in the brokerage industry; has founded and managed three broker-dealers, a mutual fund, a transfer agent; a commodity brokerage firm, an insurance agency and more than a dozen other companies during the course of his professional career.

Provide the following qualifying financial statements:

- 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

## 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, JAMES BURGAUER certify that:

1. I have reviewed this Annual Disclosure Statement for MineralRite Corporation for the Period Ending 12/31/2023;
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

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<sup>5</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.

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.

March 19, 2024

/s/ JAMES BURGAUER [CEO's Signature]

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

*Principal Financial Officer:*

I, JAMES BURGAUER certify that:

1. I have reviewed this Annual Disclosure Statement for MineralRite Corporation for the Period Ending 12/31/2023;

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.

March 19, 2024

/s/ JAMES BURGAUER [CFO's Signature]

# MineralRite Corp

## Balance Sheet

For the Year-to-Date Period Ending December 31, 2023 and December 31, 2022

(Unaudited)

	<u>12/31/2023</u>	<u>12/31/2022</u>
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 7,637	\$ 9,398
Accounts receivable	-	-
Note Receivable	-	11,960
Prepaid services	-	-
Total current assets	<u>\$ 7,637</u>	<u>\$ 21,358</u>
Property and equipment:		
Equipment	198,414	198,414
Less: accumulated depreciation & write downs	<u>76,766</u>	<u>65,462</u>
Total property and equipment, net	<u>\$ 121,648</u>	<u>\$ 132,952</u>
Other assets:		
Mineral assets	-	-
Less: accumulated depletion	-	-
Total other assets	<u>\$ -</u>	<u>\$ -</u>
<b>Total assets</b>	<u><b>\$ 129,285</b></u>	<u><b>\$ 154,310</b></u>
<b>LIABILITIES &amp; STOCKHOLDERS' DEFICIT</b>		
Current liabilities:		
Accounts payable	\$ 20,214	\$ 22,446
Other liabilities	-	-
Total current liabilities	<u>\$ 20,214</u>	<u>\$ 22,446</u>
Long-term liabilities:		
Convertible debt, including accrued interest, net of discounts	\$ 1,018,377	\$ 1,018,377
Note Payable	-	-
Derivative liabilities	-	-
Total long-term liabilities	<u>\$ 1,018,377</u>	<u>\$ 1,018,377</u>
<b>Total liabilities</b>	<u><b>\$ 1,038,591</b></u>	<u><b>\$ 1,040,823</b></u>
<b>Commitments &amp; Contingencies</b>		
Stockholders' Equity:		
Preferred undesignated; 49,762,000 authorized; 0 issued		
Series A Preferred Stock, no par value, 105,000 authorized 105,000 issued at 12/31/2023; 105,000 issued at 12/31/2022.	\$ 105	\$ 105
Series B Preferred Stock, no par value; 33,000 authorized 13,500 issued at 12/31/2023; 13,500 issued at 12/31/2022.	14	14
Series C Preferred Stock, no par value; 100,000 authorized 6,050 issued at 12/31/2023; 5,075 issued at 12/31/2022.	70,005	16,005
Common Stock, no par value; 20,000,000,000 authorized 4,357,321,532 issued at 12/31/2023; 4,357,321,532 issued at 12/31/2022.	\$ 3,887,635	\$ 3,887,635
Additional paid-in capital	-	-
Accumulated deficit	(4,867,064)	(4,790,271)
Other comprehensive gain/(loss)	-	-
Total stockholders' deficit	<u>\$ (909,306)</u>	<u>\$ (886,513)</u>
<b>Total liabilities and stockholders' deficit</b>	<u><b>\$ 129,285</b></u>	<u><b>\$ 154,310</b></u>

The accompanying notes are an integral part of these financial statements

**MineralRite Corp****Income Statement**

For the Year-to-Date Period Ending December 31, 2023 and December 31, 2022

(Unaudited)

	<u>12/31/2023</u>	<u>12/31/2022</u>
<b>Revenue</b>		
Mineral Sales	\$ -	\$ -
Cost of Goods Sold	-	-
<b>Gross Profit (Loss)</b>	-	-
Other income	18,822	-
<b>Total Income (Loss)</b>	<b>\$ 18,822</b>	<b>\$ -</b>
<b>Expenses</b>		
Advertising	\$ -	\$ 1,050
Bank Charges	1,040	746
Business Travel	2,730	27,705
Communications	678	747
Filings	230	-
Legal And Professional	57,904	52,822
Market Related	3,780	-
Office Expense	1,025	1,086
Postage & Shipping	101	-
Supplies	930	456
Transfer Agent	15,772	8,600
Web Services	121	-
Total Expenses	<b>\$ 84,311</b>	<b>\$ 93,212</b>
<b>Operating Income (Loss)</b>	<b>\$ (84,311)</b>	<b>\$ (93,212)</b>
Interest and Depreciation		
Depreciation	\$ 11,304	\$ 11,305
Interest	0	0
<b>Net Income (Loss)</b>	<b>\$ (76,793)</b>	<b>\$ (104,517)</b>

See accompanying notes to consolidated financial statements.

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**MineralRite Corp****Cash Flow Statement****For the Year-to-Date Period Ending December 31, 2023 and December 31, 2022****(Unaudited)**

	<u>12/31/2023</u>	<u>12/31/2022</u>
Net Income / Loss from Operations	\$ (76,793)	\$ (104,517)
Adjustments for non cash items: Depreciation & write-downs	(11,304)	(11,305)
Net Cash Flow from Operations	<u>(65,489)</u>	<u>(93,212)</u>
Non-cash expenses		
Stock based conversion of convertible note	\$ -	\$ -
Changes in operating Assets and Liabilities		
(Increase) Decrease in receivables	11,960	48,040
Increase (Decrease) in Current Liabilities	(2,232)	4,174
Net Cash provided from Operating Activities	<u>(55,761)</u>	<u>(40,998)</u>
Cash from Investing Activities		
Purchase of Fixed assets	-	-
Net Cash from investing activities	<u>-</u>	<u>-</u>
Cash Flow from financing activities		
Proceeds from notes payable	\$ -	\$ 20,000
Share purchases (et al)	54,000	16,000
Net Cash Provided from Financing Activities	<u>54,000</u>	<u>36,000</u>
Increase / (Decrease in Cash)	\$ (1,761)	\$ (4,998)
Cash at Beginning of period	9,398	14,396
Cash at End of Period	<u>\$ 7,637</u>	<u>\$ 9,398</u>

*See accompanying notes to consolidated financial statements.*



**MINERALRITE CORPORATION**

**Statement of Changes in Shareholder Equity**

**For the Year-to-Date Period Ending December 31, 2023 and December 31, 2022**

**(Unaudited)**

	Reason (PURCHASE, SERVICE, CONVERSION)	Common Stock No Par Value	Common Stock Amount	Preferred Stock Series A	Preferred Stock Amount	Preferred Stock Series B	Preferred Stock Amount	Preferred Stock Series C	Preferred Stock Amount	Stock Sales Amount	Earnings (Deficit) Accumulated	Total
<b>Balance, December 31, 2021</b>		<b>4,357,321,532</b>	<b>\$ 3,887,635</b>	<b>105,000</b>	<b>\$ 105</b>	<b>13,500</b>	<b>\$ 14</b>	<b>5,000</b>	<b>\$ 5</b>	<b>\$ 295,388</b>	<b>\$ (4,685,754)</b>	<b>\$ (797,996)</b>
Stock issued - QTR 1		-	-	-	-	-	-	0	-	-	(46,613)	(46,613)
Stock issued - QTR 2		-	-	-	-	-	-	0	-	-	(12,361)	(12,361)
Stock issued - QTR 3		-	-	-	-	-	-	30	7,000	7,000	(24,859)	(17,859)
Stock issued - QTR 4		-	-	-	-	-	-	45	9,000	9,000	(20,684)	(11,684)
<b>Balance, December 31, 2022</b>		<b>4,357,321,532</b>	<b>\$ 3,887,635</b>	<b>105,000</b>	<b>\$ 105</b>	<b>13,500</b>	<b>\$ 14</b>	<b>5,075</b>	<b>\$ 16,005</b>	<b>\$ 311,388</b>	<b>\$ (4,790,271)</b>	<b>\$ (886,513)</b>
Stock issued - QTR 1		-	-	-	-	-	-	615	9,000	9,000	(25,314)	(16,314)
Stock issued - QTR 2		-	-	-	-	-	-	45	9,000	9,000	(22,822)	(13,822)
Stock issued - QTR 3		-	-	-	-	-	-	45	9,000	9,000	(12,018)	(3,018)
Stock issued - QTR 4		-	-	-	-	-	-	270	27,000	27,000	(16,639)	10,361
<b>Balance, December 31, 2023</b>		<b>4,357,321,532</b>	<b>\$ 3,887,635</b>	<b>105,000</b>	<b>\$ 105</b>	<b>13,500</b>	<b>\$ 14</b>	<b>6,050</b>	<b>\$ 70,005</b>	<b>\$ 365,388</b>	<b>\$ (4,867,064)</b>	<b>\$ (909,306)</b>
<b>Balance, December 31, 2023</b>		<b>4,357,321,532</b>	<b>\$ 3,887,635</b>	<b>105,000</b>	<b>\$ 105</b>	<b>13,500</b>	<b>\$ 14</b>	<b>6,050</b>	<b>\$ 70,005</b>	<b>\$ 365,388</b>	<b>\$ (4,867,064)</b>	<b>\$ (909,306)</b>

See accompanying notes to consolidated financial statements

**MineralRite Corporation**  
Notes to Financial Statements  
December 31, 2023

***(1) Basis of Presentation and Organization***

Administrative History:

MineralRite Corporation (“the Company”) was incorporated in Nevada on October 22, 1996, under its original name PSM Corp. On November 23, 2005 the Company changed its name to Royal Quantum Group, Inc. coincident with its change in emphasis to the exploration and development of natural resources. On August 31, 2012, the Board of Directors approved a name change to MineralRite Corporation, which was effectuated on October 18, 2012. On August 31, 2012, the Company also declared a 50-for-1 reverse stock split of its common stock. All references in the accompanying consolidated financials to the number of shares outstanding and per-share amounts have been restated to reflect this stock split. On December 3, 2012, the Company's trading symbol was changed from "RYQG" to "RITE".

On April 26, 2014, MineralRite Corporation adopted and filed with the Secretary of State in the State of Nevada Amended and Restated Articles of Incorporation.

On November 5, 2014, the Securities and Exchange Commission issued an order instituting cease-and-desist proceedings pursuant to Section 21(c) of the Securities Exchange Act of 1934 against MineralRite Corporation under Administrative Proceeding File No. 3-16256 as reported in Release No. 73525, making findings and imposing a cease-and-desist order against MineralRite Corporation for failing to file Form 8-Ks disclosing two unregistered sales of equity securities, and failure to file a Form 8-K disclosing a financing agreement. The Company agreed to pay a penalty of \$25,000.

On February 15, 2018, the Company filed Form 15 - Certification and Notice of Termination of Registration Under Section 12(g) of the Securities Exchange Act of 1934 or Suspension of Duty to File Reports Under Sections 13 and 15(d) of the Securities Exchange Act of 1934.

On April 7, 2021, the Company underwent an F Reorganization merger into Southern Cars & Trucks, Inc. in order to change domicile from the State of Nevada to the State of Texas. Southern Cars & Trucks, Inc. had been incorporated in Texas on October 30, 2002. Coincident with the merger, and pursuant to the Plan of Merger, Southern Cars & Trucks, Inc., the entity that was chosen to survive the merger, changed its name to MineralRite Corporation and adopted the Amended and Restated Articles of Incorporation which MineralRite Corporation had previously adopted in the State of Nevada on August 26, 2014, albeit as adjusted for references to state specific statutes, rules and regulations and as corrected per certain provisions contained in the Plan of Merger. On November 17, 2021, the Nevada entity was dissolved.

Section 2 of the Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines, pre-pended to these financial statements, summarizes the shareholder structure of the Company.

### Prior Operating History:

On March 1, 2013, the Company acquired 100% of the total shares outstanding of Goldfield International, Inc. (“Goldfield”) in exchange for issuing 2,000,000 shares of its common stock. The acquisition was based on the fair value of the shares issued amounting to \$900,000. The accompanying consolidated financial statements include the accounts and balances of the Company and also of Goldfield since the date of its acquisition. All material intercompany transactions have been eliminated. Goldfield is in the business of manufacturing gold mining equipment.

On April 24, 2013, the Company entered into a joint venture agreement with CSI Export and Import (“CSI”) to mine copper ore on leased acreage in Chiapas, Mexico. For \$850,000, the Company acquired a 50% in the joint venture which has a 25% participation interest in the production and sale of the indicated copper ore. The Company accounts for its investment in with CSI under the equity method pursuant to ASC Topic 323-30. This amount was fully impaired as of December 31, 2013, due to impairment as CSI did not execute on their part of the joint venture and repayment is doubtful.

Pursuant to a settlement agreement and related court order, effective December 6, 2013, the Company issued 30,000,000 shares of its common stock and transferred its oil and gas operations including related assets and liabilities to Santeo Financial Corporation and other creditors in exchange for the cancelation of debt totalling \$325,568. For financial statement presentation purposes, the oil and gas activities for 2012 and 2013, and assets and liabilities directly relating to the oil and gas operation, are accounted for pursuant to ASC Topic 205-20 “Discontinued Operations”.

During October 2014, the Company entered into a Consulting Agreement with JAX Capital. Pursuant to this Consulting Agreement, the Company paid JAX a payment upon signing in the amount of \$25,000, followed by a series of monthly payments of \$10,000 each. Pursuant to the terms of that Consulting Agreement, in the event the Company did not have the available resources to fully pay JAX in cash, the Company would issue a convertible promissory note to JAX for the balance of the monthly payment for which the Company did not have sufficient cash. This arrangement went on for a period of five months during which the Company issued five convertible promissory notes in the total amount of \$50,000.

On January 1, 2015, the company entered into a Security Agreement to settle various promissory notes with L Kent Harmon, Steve Durant, Robert Underwood and others which had been issued to reimburse the parties for loans that they had made to Goldfield to cover the operational costs of Goldfield and which were secured by the assets of Goldfield.

On June, 2015, the Company entered into a joint venture agreement with MEK Mining (“MEK”) to mine Gold Ore on leased acreage in Ghana. For \$150,000, the Company acquired a 50% in the joint venture which has a 20% participation interest in the production and sale of the indicated gold ore. The Company accounts for its investment in with MEK under the equity method pursuant to ASC Topic 323-30. This operation was in production during 2015 until government regulations were changed and all mining in Ghana was shut down for two years. It is planned to restart operations in 2022 when sufficient funding has been arranged.

On July 15, 2015, pursuant to the aforementioned Security Agreement dated January 1, 2015, the Company transferred its equipment manufacturing operations including related assets and liabilities to L Kent Harmon, Steve Durant, and Robert Underwood in exchange for the cancelation of the promissory notes that had been issued to the parties and the assumption of various Goldfield related liabilities. For financial statement presentation purposes, the equipment manufacturing activities for 2015, and assets and liabilities directly relating to the operation, are accounted for pursuant to ASC Topic 205-20 “Discontinued Operations”.

On February 16, 2018, the Company filed a Form 15 certification and notice of termination of registration under Section 12(g) of the Securities Exchange Act of 1934 or suspension of duty to file reports under Sections 13 and 15(d) of the Securities Exchange Act of 1934.

Current Activities:

Since 2021, the Company has been working on pursuing merger acquisition candidate negotiations, while at the same time, working to bring the Company current.

The Company also engaged independent professionals who rendered an opinion that the company would be best served to be domiciled in Texas in order to benefit from certain jurisdictional advantages. After engaging various professionals to effectuate this change, the Company learned that the advice on which this jurisdictional change was based may have been flawed; and as a result, the Company has considered re-establishing its corporate jurisdiction back to Nevada. The Company has since learned that re-establishing its corporate jurisdiction back in Nevada may be cost prohibitive; so, at present, the Company is carefully reconsidering all available options. After due consideration, the Company has now determined that it would be best to maintain its domicile in Texas for the foreseeable future .

On or about April 1, 2021, the Company changed its principal address to 539 W Commerce St #1838, Dallas Texas 75208.

On October 25, 2023, James Burgauer executed an option with Guy Peckham to purchase Guy Peckham’s entire holdings in the Company. Under the terms of that option, James Burgauer was immediately granted voting rights of those holdings. Coincident with that action, on October 25, 2023, and in accordance with the Company’s terms of corporate governance, James Burgauer was installed as the sole member of the Board of Directors by Guy Peckham to serve out the remainder of his term on the Board. Subsequent to these actions, James Burgauer was installed as acting president of the Company and, thereafter, his role was upgraded to president of the Company.

On November 6, 2023, and November 9, 2023, James Burgauer executed options to purchase all of the holdings of James Pettigrew and Sterling Macro Research LLC, respectively, under terms similar to those embodied in the contract with Guy Peckham.

On or about December 1, 2023, the Company changed its principal address to 325 N. St. Paul Street, Suite 3100, Dallas TX 75201.

To ensure his ability to attest to the accuracy of the Company's financial statements and other corporate representations, James Burgauer engaged legal and accounting services to conduct a thorough analysis of the Company's books and records. This process is presently on-going; and, if issues are discovered, the requisite filings will be made to adjust matters accordingly. This process is expected to be completed within the next several quarters; and should result in the Company being able to be able to present audited books and records in the future.

The Company is currently seeking funding for operations. There can be no assurance that additional financing will be available on terms favourable to the Company or at all. If adequate funds are not available or are not available on acceptable terms, the Company will not be able to fund its operations. Such inability to fund operations will have a materially adverse effect on the Company's business, results of operations and financial conditions. The current fees of the Company are being paid by the President of the Company.

#### *Financial Statements*

The accompanying financial statements have been prepared in accordance with U.S. generally accepted accounting principles (GAAP). The accompanying financial statements have not been audited or reviewed.

In the opinion of management, the financial statements include all known adjustments (which consist primarily of normal, recurring accruals, estimates, and assumptions that impact the financial statements) necessary to present fairly the financial position as of the balance sheet dates and the results of operations for the years then ended, and cumulative from inception.

#### *Fair Value of Financial Instruments*

SFAS No. 107, "Disclosures about Fair Value of Financial Instruments", requires disclosures of information about the fair value of certain financial instruments for which it is practicable to estimate that value. For purposes of this disclosure, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation. The carrying amounts of the Company's financial instruments, including cash and cash equivalents, accounts receivable, advances to suppliers, accounts payable and accrued expenses, line of credit, notes maturity for these instruments.

#### *Cash and Cash Equivalents*

For the Statements of Cash Flows, all highly liquid investments with maturity of three months or less are considered to be cash equivalents.

### *Property and Equipment*

Property and equipment are recorded at historical cost. Major additions and renewals are capitalized and depreciated over their estimated useful lives. The Company uses the straight-line method of depreciation. The estimated useful lives for significant property and equipment categories are as follows:

Office and computer equipment	3-7 years
Machinery and equipment	5-10 years

### *Impairment of Long-Lived Assets*

The Company evaluates the recoverability of long-lived assets and the related estimated remaining lives at each balance sheet date. The Company records an impairment or change in useful life whenever events or changes in circumstances indicate that the carrying amount may not be recoverable or the useful life has changed. During the periods covered in the financial statement, if and when any such assets were deemed by the Company to be not recoverable, then the Company fully depreciated those assets.

### *Loss per Common Share*

Basic net loss per share is calculated based on the weighted-average number of common shares outstanding. Diluted net loss per share is calculated using the weighted-average number of common shares outstanding plus common stock equivalents. Common stock equivalents are excluded from the calculation of diluted net loss per share when their effect is anti-dilutive.

### *Stock-Based Compensation Arrangements*

The Company accounts for stock-based compensation arrangements in accordance with guidance provided by the Financial Accounting Standards Board Accounting Standards Codification (“ASC”). This guidance addresses all forms of share-based payment awards including shares issued under employee stock purchase plans, stock options, restricted stock and stock appreciation rights, as well as share grants and other awards issued to employees and non-employees under free-standing arrangements. These awards are recorded at costs that are measured at fair value on the awards’ grant dates, based on the estimated number of awards that are expected to vest and will result in charges to operations.

From time to time, the Company’s shares of common stock have been issued as payment to employees and non-employees for services and the reduction of debt. These are non-cash transactions that require management to make judgments related to the fair value of the shares issued, which affects the amounts reported in the Company’s accompanying financial statements for certain of its assets and expenses.

### *Income Taxes*

The Company account for income taxes pursuant to ASC Topic 740, “*Income Taxes*”. Under ASC Topic 740, deferred tax assets and liabilities are determined based on temporary differences between the bases of certain assets and liabilities for income tax and financial reporting purposes. The deferred tax assets

and liabilities are classified according to the financial statement classification of the assets and liabilities generating the differences.

### *Deferred Offering Costs*

The Company defers as other assets the direct incremental costs of raising capital until such time as the offering is completed. At the time of the completion of the offering, the costs are charged against the capital raised. Should the offering be terminated, deferred offering costs are charged to operations during the period in which the offering is terminated.

### *Recent Accounting Pronouncements*

The management of the Company does not believe that any recently issued, but not yet effective, accounting standards, if currently adopted, would have a material effect on the accompanying financial statements.

### ***(2) Going Concern***

Though Management of the Company believes that the Company will be successful in its capital formation and operating activities, there can be no assurance that it will be able to raise additional equity capital or be able to generate sufficient revenues to sustain its operations. The Company also intends to conduct additional capital formation activities through the issuance of its common stock to establish sufficient working capital and to expand its operations.

The accompanying financial statements have been prepared in conformity with U.S. generally accepted accounting principles (GAAP), which contemplate continuation of the Company as a going concern.

The Company has incurred an operating loss since inception and the cash resources of the Company are insufficient to meet its planned business objectives. These and other factors raise substantial doubt about the Company's ability to continue as a going concern. The accompanying financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

### ***(3) Investment in Subsidiaries***

None

### ***(4) Convertible Notes Payable***

The Company has issued convertible notes to the following lenders where the debt is convertible into common stock, at the lender's option, in the event the Company does not fully repay the lender. With the exception of one such lender, whose beneficial owner is affiliated to another lender who lent money to the Company during 2021, there have been no conversions and no requests for conversion in recent years. It

is the Company's belief that all notes which have been dormant and which were issued prior to 2016, have passed the statute of limitations for collection procedures.

The table below summarizes the convertible notes that have been issued by the Company.

The Company believes that those notes marked with a number (or pound) sign, have been fully settled by the issuance of shares of common stock pursuant to the conversion privileges afforded the holder or have been cancelled pursuant to settlement agreements or by payment of other consideration.

The Company believes that those notes marked with an asterisk may be outside the statute of limitations for collection procedures and have either (i) been partially settled by the issuance of shares of common stock and may be subject to additional issuance of shares of common stock pursuant to the conversion privileges afforded the holder or (ii) remain fully unsettled obligations of the Company subject to the conversion privileges afforded the holder.

The Company believes that those notes which are not marked with either a number (or pound) sign or an asterisk, may still be within the statute of limitation for collection procedures and may be subject to issuance of shares of common stock pursuant to the conversion privileges afforded the holder.

<u>Holder</u>	<u>Rate</u>	<u>Date of Issue</u>			<u>Amount</u>	<u>Notes</u>
Egan	12%	Apr	17	2013	\$100,000.00	*
JMJ Financial/River North	OID+	Jun	19	2013	\$65,000.00	*
LG Capital	8%	Jul	16	2013	\$21,500.00	#
Continental Equities	12%	Jul	17	2013	\$30,000.00	#
JSJ Investments	OID+	Jul	26	2013	\$25,000.00	#
WHC Capital/Union Capital	15%	Aug	16	2013	\$10,776.71	#
LG Capital	8%	Aug	28	2013	\$21,500.00	*
Yinjuan	12%	Sep	9	2013	\$92,000.00	*
Asher Enterprises	8%	Sep	11	2013	\$68,000.00	#
JSJ Investments/Union Capital	9%	Sep	17	2013	\$20,000.00	#
JMJ Financial/River North	OID+	Sep	26	2013	\$25,000.00	*
JP Reuben/Union Capital	6%	Oct	2	2013	\$24,830.20	*
McEwan/Darling	6%	Oct	2	2013	\$25,000.00	*
GEL Properties	6%	Oct	17	2013	\$23,500.00	*
Asher Enterprises	8%	Nov	18	2013	\$4,500.00	#
Underwood	6%	Nov	27	2013	\$15,000.00	#
Egbert & Barnes/Union Capital	6%	Nov	30	2013	\$62,759.33	*
Bartolemew	6%	Dec	27	2013	\$5,000.00	#
Accounts Receivable Lender	32%	Dec	31	2013	\$40,000.00	*
Davisson & Co	6%	Jan	12	2014	\$55,337.63	*
Accounts Receivable Lender	50%	Feb	14	2014	\$75,088.00	*
JMJ Financial/River North	OID+	Feb	20	2014	\$30,000.00	*
LG Capital	8%	Mar	14	2014	\$39,500.00	*



Jax Capital Growth	8%	Apr	1	2014	\$9,000.00	*
Union Capital	8%	Apr	1	2014	\$30,000.00	#
IBC Funds, LLC	0%	Apr	4	2014	\$85,000.00	#
LG Capital	8%	Apr	8	2014	\$30,000.00	*
Union Capital	8%	Apr	11	2014	\$30,000.00	#
J Reuben	6%	Apr	15	2014	\$17,797.71	*
Scripline/Tide Pool/Sterling^	6%	Apr	15	2014	\$76,146.00	*
Scripline/Tide Pool/Sterling^	6%	Apr	15	2014	\$31,346.00	*
Jax Capital Growth	8%	Jun	6	2014	\$2,500.00	*
Jax Capital Growth	8%	Jun	6	2014	\$6,000.00	*
Triple J	8%	Jul	3	2014	\$15,000.00	*
Cracker Jack Classic	8%	Jul	8	2014	\$25,000.00	*
Union Capital	8%	Jul	28	2014	\$50,000.00	*
Investor Growth	8%	Sep	11	2014	\$10,000.00	*
Darling Capital	12%	Sep	17	2014	\$25,000.00	*
Tidepool/Sterling^	10%	Sep	17	2014	\$32,500.00	*
Jax Capital Growth	6%	Nov	3	2014	\$10,000.00	*
Investor Growth	8%	Nov	10	2014	\$2,000.00	*
Jax Capital Growth	6%	Dec	3	2014	\$10,000.00	*
Jax Capital Growth	6%	Jan	3	2015	\$10,000.00	*
River North Equity	6%	Jan	5	2015	\$77,778.00	*
Jax Capital Growth	6%	Feb	3	2015	\$10,000.00	*
Jax Capital Growth	6%	Mar	3	2015	\$10,000.00	*
Jax Capital Growth	6%	Mar	30	2015	\$5,000.00	*
Jax Capital Growth	6%	Apr	22	2015	\$8,000.00	*
Jax Capital Growth	6%	Jun	4	2015	\$9,500.00	*
Jax Capital Growth	6%	Jul	13	2015	\$9,400.00	*
Eagle Equity	12%	Feb	25	2021	\$30,000.00	
Pettigrew^	10%	Mar	15	2021	\$50,000.00	
Pettigrew^	10%	Mar	22	2021	\$10,000.00	
Eagle Equity	12%	May	28	2021	\$25,000.00	
Eagle Equity	12%	Jul	19	2021	\$12,500.00	
Sterling Macro^	10%	Sep	20	2022	\$20,000.00	

# These notes have been fully settled with the Holder.

\* These notes have been partially settled or remain unsettled with the Holder.

^ James Burgauer has executed an option to acquire these holdings.

##### ***(5) Derivative Liability***

The Company evaluated the conversion feature embedded in the convertible notes to determine if such conversion feature should be bifurcated from its host instrument and accounted for as a freestanding derivative. Due to the note not meeting the definition of a conventional debt instrument because it

contained a diluted issuance provision, the convertible notes were accounted for in accordance with ASC 815. According to ASC 815, the derivatives associated with the convertible notes were recognized as a discount to the debt instrument, and the discount is being amortized over the life of the note and any excess of the derivative value over the note payable value is recognized as additional expense at issuance date.

#### Egan Promissory Note April 17, 2013

On April 17, 2013, the Company issued a Convertible Promissory Note (the "Note") to Egan (the "Holder") in the original principal amount of \$100,000 bearing a 12% annual interest rate, unsecured and maturing November 13, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 80% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### JMJ Financial Promissory Note June 19, 2013

On June 19, 2013, the Company received cash proceeds of \$65,000 with an original issue discount of \$6,500 on the first tranche of the Convertible Note ("Note") with JMJ Financial (the "Holder") bearing a 12% interest rate, unsecured and maturing on June 19, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated as the lower of \$0.05 or between 45% and 60%, based on various factors, of the market price, which means the lowest trading price during the twenty five trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the original Holder partially converted the Note via conversions over the course of multiple dates and then the balance of the Note was assigned to River North in January 2015. In accordance with the terms of the Note, the assignee Holder partially converted the Note via conversions over the course of multiple dates. On September 21, 2015, the assignee Holder filed a lawsuit in US District Court - Illinois Northern District against MineralRite in an effort to collect the outstanding balance owed on this note and another note dated January 5, 2015, then filed Form AO451 Clerk's certification of Judgement to be Registered in Another District on December 15, 2015 in US District Court - Nevada District, and then the case was disposed by the US District Court - Illinois Northern District on May 18, 2016, when the parties failed to appear

#### LG Capital Funding, LLC Promissory Note July 16, 2013

On July 16, 2013, the Company issued a Convertible Promissory Note (the "Note") to LG Capital Funding, LLC (the "Holder") in the original principal amount of \$21,500 bearing an 8.00% annual interest rate, unsecured and maturing April 16, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder fully converted the Note via conversions over the course of multiple dates.

#### Continental Equities Promissory Note July 17, 2013

On July 17, 2013, the Company issued a Convertible Promissory Note (the “Note”) to Continental Equities, LLC (the “Holder”) in the original principal amount of \$30,000 bearing an 12.00% annual interest rate, unsecured and maturing July 31, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 50% of the market price, which means the average of the lowest three trading prices during the thirty trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder fully converted the Note via conversions over the course of multiple dates.

#### JSJ Investments Promissory Note July 26, 2013

On July 26, 2013, the Company received cash proceeds of \$20,000 with an original issue discount of \$5,000 on issuance of a Convertible Promissory Note (“Note”) to JSJ Investments (the “Holder”) in the original principal amount of \$25,000 bearing a 0.00% annual interest rate, unsecured and maturing January 26, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 50% of the market price, which means the average of the lowest three trading prices during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates and the remaining balance of the Note was cancelled pursuant to an agreement between the Company and the Holder.

#### WHC Capital Promissory Note August 16, 2013

On August 16, 2013, the Company issued a Convertible Promissory Note (the “Note”) to WHC Capital (the “Holder”) in the original principal amount of \$10,000; and on March 14, 2014, this Note was assigned to Union Capital and replaced with a Note in the amount of \$10,766.71 bearing a 15% annual interest rate, unsecured and maturing March 14, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 30% of the market price, which means the lowest trading price during the twenty trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder fully converted the Note via conversions over the course of multiple dates.

#### LG Capital Funding, LLC Promissory Note August 28, 2013

On August 28, 2013, the Company issued a Convertible Promissory Note (the “Note”) to LG Capital Funding, LLC (the “Holder”) in the original principal amount of \$21,500 bearing an 8% annual interest rate, unsecured and maturing May 28, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates. On November 4, 2016, the Holder filed a lawsuit against MineralRite in an effort to collect the outstanding balance owed on this and several other notes, and was awarded a judgment in the amount of \$147,595.73 entered on January 5, 2018. The balance of this judgment remains outstanding, but it is the

Company's belief that since this judgment has remained dormant, it has passed the statute of limitations for collection procedures.

#### Yinjuan Promissory Note September 9, 2013

On September 9, 2013, the Company issued a Convertible Promissory Note (the "Note") to Yinjuan (the "Holder") in the original principal amount of \$92,000 bearing a 12% annual interest rate, unsecured and maturing November 13, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates, and partially assigned the Note to multiple parties.

#### Asher Enterprises Promissory Note September 11, 2013

On September 11, 2013, the Company issued a Convertible Promissory Note (the "Note") to Asher Enterprises, Inc. (the "Holder") in the original principal amount of \$68,000 bearing an 8.00% annual interest rate, unsecured and maturing June 13, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 58% of the market price, which means the average of the lowest three trading prices during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder fully converted the Note via conversions over the course of multiple dates.

#### JSJ Investments Promissory Note September 17, 2013

On September 17, 2013, the Company issued a Convertible Promissory Note (the "Note") to JSJ Investments (the "Holder") in the original principal amount of \$20,000; and on April 4, 2014, this Note was assigned to Union Capital and replaced with a note in the amount of \$20,000 bearing an 8% annual interest rate, unsecured and maturing April 4, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 55% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder fully converted the Note via conversions over the course of multiple dates.

#### JMJ Financial Promissory Note September 26, 2013

On September 26, 2013, the Company received cash proceeds of \$25,000 with an original issue discount of \$2,500 on the second tranche of the Convertible Note ("Note") with JMJ Financial (the "Holder") dated June 19, 2013, bearing a 12% interest rate, unsecured and maturing on September 26, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated as the lower of \$0.05 or between 45% and 60%, based on various factors, of the market price, which means the lowest trading price during the twenty five trading day period ending on the latest complete trading day prior to the conversion date.

In accordance with the terms of the Note, the original Holder partially converted the Note via conversions over the course of multiple dates and the balance of the Note was then assigned to River North in January 2015. In accordance with the terms of the Note, the assignee Holder partially converted the Note via conversions over the course of multiple dates. On September 21, 2015, the assignee Holder filed a lawsuit in US District Court - Illinois Northern District against MineralRite in an effort to collect the outstanding balance owed on this note and another note dated January 5, 2015, then filed Form AO451 Clerk's certification of Judgement to be Registered in Another District on December 15, 2015 in US District Court - Nevada District, and then the case was disposed by the US District Court - Illinois Northern District on May 18, 2016, when the parties failed to appear

#### JP Reuben Promissory Note October 2, 2013

On October 2, 2013, the Company issued a Convertible Promissory Note (the "Note") to JP Reuben (the "Holder") in the original principal amount of \$24,830.20 bearing a 6% annual interest rate, unsecured and maturing March 10, 2015; and on June 2, 2014, this Note was assigned to Union Capital and replaced with a Note in the amount of \$26,483.28 bearing an 8% annual interest rate, unsecured and maturing June 2, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the assignee Holder partially converted the Note via conversion.

#### McEwan Promissory Note October 2, 2013

On October 7, 2013, the Company issued a Convertible Promissory Note (the "Note") to McEwan (the "Holder") in the original principal amount of \$25,000 bearing a 6% annual interest rate, unsecured and maturing November 13, 2014; and on September 17, 2014, this Note was assigned to Darling Capital. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the thirty trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the assignee Holder partially converted the Note via conversions over the course of multiple dates.

#### GEL Properties, LLC Promissory Note October 17, 2013

On October 17, 2013, the Company issued a Convertible Promissory Note (the "Note") to GEL Properties, LLC (the "Holder") in the original principal amount of \$23,500 bearing a 6.00% annual interest rate, unsecured and maturing October 17, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the five trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversion.

#### Asher Enterprises Promissory Note November 18, 2013

On November 18, 2013, the Company issued a Convertible Promissory Note (the "Note") to Asher Enterprises, Inc. (the "Holder") in the original principal amount of \$4,500 bearing an 8.00% annual interest rate, unsecured and maturing November 18, 2014. This Note together with any unpaid accrued

interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 58% of the market price, which means the average of the lowest three trading prices during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder fully converted the Note via conversions over the course of multiple dates.

#### Underwood Promissory Note November 27, 2013

On November 27, 2013, the Company issued a Convertible Promissory Note (the "Note") to Underwood (the "Holder") in the original principal amount of \$15,000 bearing a 6% annual interest rate, unsecured and maturing November 13, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 90% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. This Note was cancelled on July 15, 2015, pursuant to the settlement of the Security Agreement dated January 1, 2015.

#### Egbert & Barnes Promissory Note November 30, 2013

On November 30, 2013, the Company issued a Convertible Promissory Note (the "Note") to Egbert & Barnes (the "Holder") in the original principal amount of \$62,759.33 bearing a 6% annual interest rate, unsecured and maturing September 10, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 90% of the 30 day weighted average of the market price. On July 28, 2014, this note was assigned to Union Capital, and in accordance with the terms of the Note, the Holder partially converted the Note via conversion.

#### Bartholemew Promissory Note December 27, 2013

On December 27, 2013, the Company issued a Convertible Promissory Note (the "Note") to Bartholemew (the "Holder") in the original principal amount of \$5,000 bearing a 6% annual interest rate, unsecured and maturing November 13, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 90% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. This note was cancelled on July 15, 2015, pursuant to the settlement of the Security Agreement dated January 1, 2015.

#### Accounts Receivable Lender December 31, 2013

On December 31, 2013, the Company borrowed \$40,000 from an unrelated third party Accounts Receivable Lender ("Lender") secured by the Company's accounts receivable. The terms of the loan includes a loan fee of \$400; required the Company to pay back a total of \$57,600 at a rate of \$444 per day (excluding weekends and bank holidays); making the effective interest rate on this loan in excess of 32% per annum; and on August 19, 2014, the outstanding principal balance and accrued interest became convertible into the Company's common stock at a conversion price equal to the 40% of the lowest trading price per share of the Company's common stock reported for the ten trading days prior to conversion.

#### Davisson & Co Promissory Note January 12, 2014

On January 12, 2014, the Company issued a Convertible Promissory Note (the "Note") to Davisson & Co. (the "Holder") in the original principal amount of \$55,537.63 bearing a 6.00% annual interest rate, unsecured and maturing January 12, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### Accounts Receivable Lender February 14, 2014

On February 14, 2014, the Company borrowed an additional \$75,088 from same unrelated third party Accounts Receivable Lender ("Lender") secured by the Company's accounts receivable. The terms of the loan required the Company to pay back a total of \$111,750 at a rate of \$860 per day (excluding weekends and bank holidays); making the effective interest rate on this loan is in excess of 50% per annum; and on August 19, 2014, the outstanding principal balance and accrued interest became convertible into the Company's common stock at a conversion price equal to the 40% of the lowest trading price per share of the Company's common stock reported for the ten trading days prior to conversion.

#### JMJ Financial Promissory Note February 20, 2014

On February 20, 2014, the Company received cash proceeds of \$30,000 with an original issue discount of \$3,000 on the third tranche of the Convertible Note ("Note") with MJM Financial (the "Holder") dated June 19, 2013, bearing a 12% interest rate, unsecured and maturing on February 20, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated as the lower of \$0.05 or between 45% and 60%, based on various factors, of the market price, which means the lowest trading price during the twenty five trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the original Holder partially converted the Note via conversions over the course of multiple dates and then the balance of the Note was assigned to River North in January 2015. In accordance with the terms of the Note, the assignee Holder partially converted the Note via conversions over the course of multiple dates. On September 21, 2015, the assignee Holder filed a lawsuit in US District Court - Illinois Northern District against MineralRite in an effort to collect the outstanding balance owed on this note and another note dated January 5, 2015, then filed Form AO451 Clerk's certification of Judgement to be Registered in Another District on December 15, 2015 in US District Court - Nevada District, and then the case was disposed by the US District Court - Illinois Northern District on May 18, 2016, when the parties failed to appear.

#### LG Capital Funding, LLC Promissory Note March 14, 2014

On March 14, 2014, the Company issued a Convertible Promissory Note (the "Note") to LG Capital Funding, LLC (the "Holder") in the original principal amount of \$39,500 bearing an 8.00% annual interest rate, unsecured and maturing March 14, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates. On November 4, 2016, the Holder filed a lawsuit against MineralRite in an effort to collect the outstanding balance owed on this and several other notes, and was awarded a

judgment in the amount of \$147,595.73 entered on January 5, 2018. The balance of this judgment remains outstanding, but it is the Company's belief that since this judgment has remained dormant, it has passed the statute of limitations for collection procedures.

#### JAX Capital Promissory Note April 1, 2014

On April 1, 2014, the Company issued a Convertible Promissory Note (the "Note") to JAX Capital Growth, LLC (the "Holder") in the original principal amount of \$9,000 bearing an 8.00% annual interest rate, unsecured and maturing April 1, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### Union Capital, LLC Promissory Note April 1, 2014

On April 1, 2014, the Company issued a Convertible Promissory Note (the "Note") to Union Capital, LLC (the "Holder") in the original principal amount of \$30,000 bearing an 8.00% annual interest rate, unsecured and maturing April 1, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder fully converted the Note via conversions over the course of multiple dates.

#### IBC Funds, LLC Promissory Note April 4, 2014

The Company issued a Convertible Promissory Note (the "Note") to IBC Funds, LLC (the "Holder") as of April 4, 2014, in the original principal amount of \$85,000 pursuant to a court ordered Settlement Agreement between the Company and the Holder. This Note is convertible into (i) 7,500,000 freely trading shares pursuant to Section 3(a)(10) of the Securities Act and (ii) shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 55% of the market price, which means the lowest trading price during the fifteen trading day period ending on the latest complete trading day prior to the conversion date. On April 2, 2014, IBC Funds acquired the underlying trade debt that the Company owed multiple vendors; and on April 3, 2014, IBC Funds LLC filed a lawsuit against the Company to enforce collection. On December 3, 2014, the court entered a stipulation and dismissal order; and in accordance with the terms of the stipulation agreement, the assigned Holder fully converted the Note via conversions over the course of multiple dates.

#### LG Capital Funding, LLC Promissory Note April 8, 2014

On April 8, 2014, the Company issued a Convertible Promissory Note (the "Note") to LG Capital Funding, LLC (the "Holder") in the original principal amount of \$30,000 bearing an 8.00% annual interest rate, unsecured and maturing April 8, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates. On November 4, 2016, the Holder filed a lawsuit against MineralRite in an effort to collect the outstanding balance owed on this and several other notes, and was awarded a



judgment in the amount of \$147,595.73 entered on January 5, 2018. The balance of this judgment remains outstanding, but it is the Company's belief that since this judgment has remained dormant, it has passed the statute of limitations for collection procedures.

#### Union Capital, LLC Promissory Note April 11, 2014

On April 11, 2014, the Company issued a Convertible Promissory Note (the "Note") to Union Capital, LLC (the "Holder") in the original principal amount of \$30,000 bearing an 8.00% annual interest rate, unsecured and maturing April 11, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder fully converted the Note via conversions over the course of multiple dates.

#### JP Reuben & Associates Promissory Note April 15, 2014

On April 15, 2014, the Company issued a Convertible Promissory Note (the "Note") to JP Reuben (the "Holder") in the original principal amount of \$17,797.71 bearing an 6.00% annual interest rate, unsecured and maturing April 15, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### Scripline Promissory Note April 15, 2014

On April 15, 2014, the Company issued a Convertible Promissory Note (the "Note") to Scripline (the "Holder") in the original principal amount of \$76,146 bearing an 6.00% annual interest rate, unsecured and maturing August 19, 2014, in exchange for the cancellation of a Master Purchase and Sales Agreement entered into by and between the Holder and the Company on February 19, 2014, as documented by a Debt Settlement Agreement reached on April 15, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. On September 17, 2014, this note was partially assigned to Tide Pool Ventures by the holder and a replacement note was issued bearing a 10% annual interest, unsecured and maturing Sept 17, 2015. This Replacement Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 38% of the market price, which means the average of the three lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates. On October 26, 2018, this note was assigned to Sterling Macro Research LLC and a new Note was issued. On November 6, 2023, James Burgauer executed an option to acquire this Note.

#### Scripline Promissory Note April 15, 2014

On April 15, 2014, the Company issued a Convertible Promissory Note (the "Note") to Scripline (the "Holder") in the original principal amount of \$31,346 bearing a 6.00% annual interest rate, unsecured and maturing August 19, 2014, in exchange for the cancellation of a Master Purchase and Sales Agreement

entered into by and between the Holder and the Company on February 19, 2014, as documented by a Debt Settlement Agreement reached on April 15, 2014. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. On September 17, 2014, this note was partially assigned to Tide Pool Ventures by the holder and a replacement note was issued bearing a 10% annual interest, unsecured and maturing Sept 17, 2015. This Replacement Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 38% of the market price, which means the average of the three lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates. On October 26, 2018, this note was assigned to Sterling Macro Research LLC and a new Note was issued. On November 6, 2023, James Burgauer executed an option to acquire this Note.

#### JAX Capital Promissory Note June 6, 2014

On June 6, 2014, the Company issued a Convertible Promissory Note (the "Note") to JAX Capital Growth, LLC (the "Holder") in the original principal amount of \$2,500 bearing an 8.00% annual interest rate, unsecured and maturing June 6, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### JAX Capital Promissory Note June 6, 2014

On June 6, 2014, the Company issued a Convertible Promissory Note (the "Note") to JAX Capital Growth, LLC (the "Holder") in the original principal amount of \$6,000 bearing an 8.00% annual interest rate, unsecured and maturing June 6, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### Triple J Capital LLC Promissory Note July 3, 2014

On April 8, 2014, the Company issued a Convertible Promissory Note (the "Note") to Triple J Capital, LLC (the "Holder") in the original principal amount of \$15,000 bearing an 8.00% annual interest rate, unsecured and maturing April 8, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### Cracker Jack Classic, LLC Promissory Note July 8, 2014

On July 8, 2014, the Company issued a Convertible Promissory Note (the "Note") to Cracker Jack Classic, LLC (the "Holder") in the original principal amount of \$25,000 bearing an 8.00% annual interest rate, unsecured and maturing July 8, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion

price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### Union Capital, LLC Promissory Note July 28, 2014

On July 28, 2014, the Company issued a Convertible Promissory Note (the “Note”) to Union Capital, LLC (the “Holder”) in the original principal amount of \$50,000 bearing an 8.00% annual interest rate, unsecured and maturing July 28, 2015. Originally this Note together with any unpaid accrued interest was convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date; but on May 7, 2021, this Note together with any unpaid accrued interest was amended and is now convertible into shares of common stock of the Company at the Holder’s option at a conversion price of \$0.00035. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates.

#### Investor Growth, LLC Promissory Note September 11, 2014

On September 11, 2014, the Company issued a Convertible Promissory Note (the “Note”) to Investor Growth, LLC. (the “Holder”) in the original principal amount of \$10,000 bearing an 8.00% annual interest rate, unsecured and maturing September 11, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### Darling Capital Promissory Note September 17, 2014

On September 17, 2014, the Company issued a Convertible Promissory Note (the “Note”) to Darling Capital (the “Holder”) in the original principal amount of \$25,000 bearing a 12.00% annual interest rate, unsecured and maturing April 17, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the thirty trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates.

#### Tide Pool Venture Corp Promissory Note September 17, 2014

On September 17, 2014, the Company issued a Convertible Promissory Note (the “Note”) to Tide Pool Venture Corp (the “Holder”) in the original principal amount of \$32,500 bearing a 10.00% annual interest rate, unsecured and maturing September 17, 2015. A loan fee of \$2,500 was assessed on the loan and is included in the principal balance and is being amortized into interest expense over the life of the loan. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 60% of the market price, which means the average of the three lowest trading prices during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates. On October 26,

2018, this Note was assigned to Sterling Macro Research LLC and a new Note was issued. On November 6, 2023, James Burgauer executed an option to acquire this Note.

#### JAX Capital Promissory Note November 3, 2014

On November 3, 2014, pursuant to the terms of a Consulting Agreement between the Company and JAX Capital Growth, LLC, the Company issued a Convertible Promissory Note (the “Note”) to JAX Capital Growth, LLC (the “Holder”) in the original principal amount of \$10,000 bearing an 6.00% annual interest rate, unsecured and maturing November 3, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### Investor Growth, LLC Promissory Note November 10, 2014

On September 11, 2014, the Company issued a Convertible Promissory Note (the “Note”) to Investor Growth, LLC (the “Holder”) in the original principal amount of \$2,000 bearing an 8.00% annual interest rate, unsecured and maturing November 10, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### JAX Capital Promissory Note December 3, 2014

On December 3, 2014, pursuant to the terms of a Consulting Agreement between the Company and JAX Capital Growth, LLC, the Company issued a Convertible Promissory Note (the “Note”) to JAX Capital Growth, LLC (the “Holder”) in the original principal amount of \$10,000 bearing an 6.00% annual interest rate, unsecured and maturing December 3, 2015. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### JAX Capital Promissory Note January 3, 2015

On January 3, 2015, pursuant to the terms of a Consulting Agreement between the Company and JAX Capital Growth, LLC, the Company issued a Convertible Promissory Note (the “Note”) to JAX Capital Growth, LLC (the “Holder”) in the original principal amount of \$10,000 bearing an 6.00% annual interest rate, unsecured and maturing January 3, 2016. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### River North Promissory Note January 5, 2015

On January 5, 2015, the Company issued a Convertible Promissory Note (the “Note”) to River North Equity, Inc. (the “Holder”) in the original principal amount of \$77,778 with an original issue discount of 10%, bearing an 6.00% annual interest rate, unsecured and maturing January 7, 2016. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the

Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. In accordance with the terms of the Note, the Holder partially converted the Note via conversions over the course of multiple dates. On September 21, 2015, the assignee Holder filed a lawsuit in US District Court - Illinois Northern District against MineralRite in an effort to collect the outstanding balance owed on this note and another note dated January 5, 2015, then filed Form AO451 Clerk's certification of Judgement to be Registered in Another District on December 15, 2015 in US District Court - Nevada District, and then the case was disposed by the US District Court - Illinois Northern District on May 18, 2016, when the parties failed to appear

#### JAX Capital Promissory Note February 3, 2015

On February 3, 2015, pursuant to the terms of a Consulting Agreement between the Company and JAX Capital Growth, LLC, the Company issued a Convertible Promissory Note (the "Note") to JAX Capital Growth, LLC (the "Holder") in the original principal amount of \$10,000 bearing an 6.00% annual interest rate, unsecured and maturing February 3, 2016. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### JAX Capital Promissory Note March 3, 2015

On March 3, 2015, pursuant to the terms of a Consulting Agreement between the Company and JAX Capital Growth, LLC, the Company issued a Convertible Promissory Note (the "Note") to JAX Capital Growth, LLC (the "Holder") in the original principal amount of \$10,000 bearing an 6.00% annual interest rate, unsecured and maturing March 3, 2016. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### JAX Capital Promissory Note March 30, 2015

On March 30, 2015, the Company issued a Convertible Promissory Note (the "Note") to JAX Capital Growth, LLC (the "Holder") in the original principal amount of \$5,000 bearing an 6.00% annual interest rate, unsecured and maturing March 30, 2016. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### JAX Capital Promissory Note April 22, 2015

On April 22, 2015, the Company issued a Convertible Promissory Note (the "Note") to JAX Capital Growth, LLC (the "Holder") in the original principal amount of \$8,000 bearing an 6.00% annual interest rate, unsecured and maturing April 22, 2016. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### JAX Capital Promissory Note June 4, 2015

On June 4, 2015, the Company issued a Convertible Promissory Note (the “Note”) to JAX Capital Growth, LLC (the “Holder”) in the original principal amount of \$9,500 bearing an 6.00% annual interest rate, unsecured and maturing June 4, 2016. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### JAX Capital Promissory Note July 13, 2015

On July 13, 2015, the Company issued a Convertible Promissory Note (the “Note”) to JAX Capital Growth, LLC (the “Holder”) in the original principal amount of \$9,400 bearing an 6.00% annual interest rate, unsecured and maturing July 13, 2016. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 40% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date.

#### Eagle Equity, LLC Promissory Note Feb 25, 2021

On February 25, 2021, the Company issued a Convertible Promissory Note (the “Note”) to Eagle Equity, LLC (the “Holder”) in the original principal amount of \$30,000 bearing an 12.00% annual interest rate, unsecured and maturing February 25, 2022. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a conversion price of \$0.0001.

#### Pettigrew Promissory Note March 15, 2021

On March 15, 2021, the Company issued a Convertible Promissory Note (the “Note”) to Pettigrew (the “Holder”) in the original principal amount of \$50,000 bearing an 10.00% annual interest rate, unsecured and maturing March 15, 2022. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the twenty trading day period ending on the latest complete trading day prior to the conversion date. On November 9, 2023, James Burgauer executed an option to acquire this Note.

#### Pettigrew Promissory Note March 22, 2021

On March 22, 2021, the Company issued a Convertible Promissory Note (the “Note”) to Pettigrew (the “Holder”) in the original principal amount of \$10,000 bearing an 10.00% annual interest rate, unsecured and maturing March 22, 2022. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder’s option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. On November 9, 2023, James Burgauer executed an option to acquire this Note.

#### Eagle Equity, LLC Promissory Note May 28, 2021

On May 28, 2021, the Company issued a Convertible Promissory Note (the “Note”) to Eagle Equity, LLC (the “Holder”) in the original principal amount of \$25,000 bearing an 12.00% annual interest rate,

unsecured and maturing May 28, 2022. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a conversion price of \$0.0001.

Eagle Equity, LLC Promissory Note July 19, 2021

On July 19, 2021, the Company issued a Convertible Promissory Note (the "Note") to Eagle Equity, LLC (the "Holder") in the original principal amount of \$12,500 bearing an 12.00% annual interest rate, unsecured and maturing July 19, 2022. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a conversion price of \$0.0001.

Sterling Macro Promissory Note Sep 20, 2022

On September 20, 2022, the Company issued a Convertible Promissory Note (the "Note") to Sterling Macro Research (the "Holder") in the original principal amount of \$20,000 bearing an 10.00% annual interest rate, unsecured and maturing September 20, 2023. This Note together with any unpaid accrued interest is convertible into shares of common stock of the Company at the Holder's option at a variable conversion price calculated at 50% of the market price, which means the lowest trading price during the ten trading day period ending on the latest complete trading day prior to the conversion date. On November 6, 2023, James Burgauer executed an option to acquire this Note.

***(6) Stockholders' Equity***

The Company is authorized to issue:

- 20,000,000,000 shares of common stock, no par value, CUSIP: 60313P100, 4,357,321,532 shares outstanding;
- 105,000 shares of Preferred Series A, no par value, CUSIP: N/A, 105,000 shares outstanding, weighted voting whereby 1 share equals 3,000 votes;
- 33,000 shares of Preferred Series B, no par value, CUSIP: N/A, 13,500 shares outstanding, convertible such that 1 share converts into 1,000 common shares, weighted voting whereby 1 share equals 1,000 votes;
- 100,000 shares of Preferred Series C, no par value, CUSIP: N/A, 6,050 shares outstanding, convertible such that 1 share converts into 400,000 common shares, weighted voting whereby 1 share equals 400,000 votes; and
- 49,762,000 shares of as yet undesignated Preferred, no par value, 0 shares outstanding.