WaterPure International, Inc.

1825 NW CORPORATE BLVD STE 110 BOCA RATON, FL 33431

561-807-8812
https://www.wpurinc.com/
info@wpurinc.com

Annual Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

343,979,185 as of 06/30/2024 *(Current Reporting Period Date or More Recent Date)*

343,979,185 as of 06/30/2023 *(Most Recent Completed Fiscal Year End)*

Shell Status

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control[4] of the company has occurred during this reporting period:

Yes: ☐ No: ☒

[4] "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

WaterPure International, Inc. was organized under the laws of Florida on July 22, 2005 as World Wide Water Group, Inc. On April, 20 2006, the Company changed its name to WaterPure International, Inc.

Current State and Date of Incorporation or Registration: Florida
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:
None

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

None

List any stock split, 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:

1825 NW CORPORATE BLVD STE 110 BOCA RATON, FL 33431

Address of the issuer's principal place of business:
X *Check if principal executive office and principal place of business are the same address:*

_____

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

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

_____

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer Co.
Phone: 702-361-3033
Email: paul@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy., Ste. 300 Las Vegas, NV 89119

Publicly Quoted or Traded Securities:

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

Trading symbol:	WPUR	
Exact title and class of securities outstanding:	Common	
CUSIP:	941845109	
Par or stated value:	.0001	
Total shares authorized:	500,000,000	as of date: 06/30/2024
Total shares outstanding:	343,979,185	as of date: 06/30/2024
Total number of shareholders of record:	271	as of date: 06/30/2024

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

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

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Series A Preferred	
Par or stated value:	.001	
Total shares authorized:	1,000,000	as of date: 06/30/2024
Total shares outstanding:	86	as of date: 06/30/2024
Total number of shareholders of record:	1	as of date: 06/30/2024

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

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

Each holder of record of Common Stock shall have the right to one vote for each share of Common Stock registered in their name on the books of the Corporation on all matters submitted to a vote of shareholders except as the right to exercise such vote may be limited by the series of Preferred Stock established hereunder. The holders of Common Stock shall be entitled to such dividends as may be declared by the Board of Directors from time to time, provided that required dividends, if any, on the Preferred Stock have been paid or provided for. In the event of the liquidation, dissolution, or winding up, whether voluntary or involuntary of the Corporation, the assets, and funds of the Corporation available for distribution to shareholders and remaining after the payment to holders of Preferred Stock of the amounts (if any) to which they are entitled, shall be divided, and paid to the holders of the Common Stock according to their respective shares.

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

1. Designation; Number of Shares. The designation of said series of Preferred Stock shall be Series A Convertible Preferred Stock (the "Series A Preferred Stock"). The number of shares of Series A Preferred Stock shall be 1,000,000. The shares of Series A Preferred Stock shall be issued as full shares and shall have a par value of $.001 per share. The Series A Preferred Stock shall rank (i) prior to the common stock, $.0001 par value (the "Common Stock"), and to all other classes and series of equity securities of the Company which by their terms do not rank senior to the Series A Preferred Stock ("Junior Stock") and (ii) junior to any class or series of equity securities which by its terms shall rank senior to the Series A Preferred Stock. The Series A Preferred Stock shall be subordinate to and rank junior to all indebtedness of the Company now or hereafter outstanding.

2. Dividends. The holders of record of shares of Series A Preferred Stock (each a "Holder" and collectively, the "Holders") shall be entitled to receive, out of any assets at the time legally available therefor, dividends at the rate of six percent (6%) of the Stated Value (as defined below) per share per annum (the "Dividend Payment"), payable semi-annually (June 30 and December 31) at the option of the Holder in cash or in shares of Common Stock. In the case of shares of Series A Preferred Stock outstanding for less than a semi-annual period, dividends shall be pro-rated based on the portion of each semi-annual period during which such shares of Series A Preferred Stock are outstanding. Dividends on the Series A Preferred Stock shall be cumulative if funds are not legally available for payment on a semi-annual basis, and shall accrue and be payable at the end of the next semi-annual period during which the Company does have funds legally available for such payment. In the event the Holder determines to accept the Dividend Payment in shares of Common Stock, such shares of Common Stock shall be issued at the Conversion Price (as defined below). For purposes hereof, the term "Stated Value" shall mean $2,500.00 per share, subject to appropriate adjustment in the event of any stock dividend, stock split, stock distribution or combination, subdivision, reclassification or other corporate actions having similar effect with respect to the Series A Preferred Stock.

3. ' Royalty Payment. The Holders shall be entitled to receive a royalty payment of$.16 per share (the "Royalty Payment") for each atmospheric water generator sold by the Company. Royalty Payments will be due to the Holders on the 15th and last day of each month for all sales made in the prior semi-monthly period.

4. Optional Conversion. Subject to paragraph (h) hereof, each share of Series A Preferred Stock may be converted at any time, at the option of the Holder thereof, *into* the number of fully paid and non-assessable shares of Common Stock obtained by dividing the Stated Value by the Conversion Price in effect.

a. The initial conversion price, subject to adjustment as provided herein, is equal to $0.01 (the "Conversion Price"). The Conversion Price in effect is subject to adjustment as hereinafter provided.

b. No fractional shares of Common Stock shall be issued upon conversion of the Series A Preferred Stock, and in lieu thereof the number of shares of Common Stock to **be** issued for each share of Series **A** Preferred Stock converted shall be rounded down to the nearest whole number of shares of Common Stock. Such number of whole shares of Common Stock to be issued upon the conversion of one share of Series A Preferred Stock shall be multiplied by the number of shares of Series A Preferred Stock submitted for conversion pursuant to the Notice of Conversion (defined below) to determine the total number of shares of Common Stock to be · issued in connection with any one particular conversion.

c. In order to exercise the conversion privilege, the Holder of any shares of Series A Preferred Stock to be converted shall surrender his or its certificate or certificates therefore to the principal office of the transfer agent for the Series A Preferred Stock (or if no transfer agent be at the time appointed, then the Company at its principal office), and shall complete, execute and deliver to the Company the conversion certificate_ attached hereto as Exhibit A (the "Notice of Conversion"). Such Notice of Conversion shall also state the name

or names (with address) in which the certificate or certificates for shares of Common Stock which shall be issuable on such conversion shall be issued, subject to any restrictions on transfer relating to shares of the Series A Preferred Stock or shares of Common Stock upon conversion thereof. If so required by the Company, certificates surrendered for conversion shall be endorsed or accompanied by written instrument or instruments of transfer, in form satisfactory to the Company, duly authorized in writing. The date of receipt by the transfer agent (or by the Company if the Company serves as its own transfer agent) of the certificates and notice shall be the conversion date. As soon as practicable after receipt of such notice and the surrender of the certificate or certificates for Series A Preferred Stock as aforesaid, the Company shall cause to be issued and delivered at such office to such Holder, or on *his* or its written order, (i) a certificate or certificates for the number of full shares of Common Stock issuable on such conversion in accordance with the provisions hereof, (ii) cash or a certificate or certificates for the number of full additional shares of Common Stock issuable on such conversion, in either case, in respect of any dividends that have accrued through the date of conversion with respect to such Series A Preferred Stock. as provided in Section 2 hereof; (iii) cash in respect of any Royalty Payments that have accrued through the date of conversion with respect to such Series A Preferred Stock, as provided in Section 3 hereof; and (iv) if less than all shares of Series A Preferred Stock represented by the certificate or certificates so surrendered are being converted, a residual certificate or certificates representing the shares of Series A Preferred Stock not converted.

e. The Company shall at all times when the Series A Preferred Stock shall be outstanding reserve and keep available out of its authorized but unissued stock, for the purposes of effecting the conversion of the Series A Preferred Stock, such number of its duly authorized shares of Common Stock as shall from time to time be sufficient to effect the conversion of all outstanding shares of Series A Preferred Stock. Before taking any action that would cause an adjustment reducing the Conversion Price below the then par value of the shares of Common Stock issuable upon conversion of the Series A Preferred Stock, the Company will take any corporate action that may, in the opinion of its counsel, be necessary in order that the Company may validly and legally issue fully-paid and nonassessable shares of such Common Stock at such adjusted conversion price.

f. Upon any such conversion, all accrued and unpaid dividends on the Series **A** Preferred Stock surrendered for conversion, through and including the conversion date, shall, at the option of the Company, be paid (i) in cash or (ii) in additional shares of Common Stock. In the event the Company elects to pay such accrued and unpaid dividends in additional shares of Common Stock, the number of shares of Common Stock to be issued in payment of the dividend with respect to each outstanding share of Common Stock shall be determined by dividing the amount of the dividend that would have been payable had such dividend been paid in cash by an amount equal to the Conversion Price.

g. All shares of Series A Preferred Stock which shall have been surrendered for conversion as herein provided shall no longer be deemed to be outstanding and all rights with respect to such shares, including the rights, if any, to receive notices and to vote, shall forthwith cease and terminate except only for the right of the Holder thereof to receive shares of Common Stock in exchange therefor, payment of any accrued and unpaid dividends thereon (whether in cash or in additional shares of Common Stock). Any shares of Series A Preferred Stock so converted shall be retired and canceled and shall not be reissued, and the Company may from time to time take such appropriate action as may be necessary to reduce the authorized Series A Preferred Stock accordingly.

h. Notwithstanding anything to the contrary set forth herein, the Series **A** Preferred Stock held by a particular Holder shall not convert if, upon giving effect to such conversion, the aggregate number of shares of Common Stock beneficially owned by that Holder and. its affiliates exceed 4.9% of the outstanding shares of the Common Stock following such **conversion.**

5. Adjustments to Conversion Price. The Conversion Price and number of shares of Common Stock to be issued upon conversion shall be subject to adjustment from time to time upon the happening of certain events while this conversion right remains outstanding, as follows:

a. Reclassification, etc. If the Company at any time shall, by reclassification or otherwise, change the Common Stock into the same or a different number of securities of any class or classes, the Series A Preferred Stock shall thereafter be deemed to evidence the right to purchase an adjusted number of such

securities and kind of securities as would have been issuable as the result of such change with respect to the Common Stock (i) immediately prior to or (ii) immediately after such reclassification or other change at the sole election of the Holder.

b. Stock Splits. Combinations and Dividends. If the shares of Common Stock are subdivided or combined into a greater or smaller number of shares of Common Stock, or if a dividend is paid on the Common Stock or any preferred stock issued by the Company in shares of Common Stock, the Conversion Price shall be proportionately reduced in case of subdivision of shares or stock dividend or proportionately increased in the case of combination of shares, in each such case by the ratio which the total number of shares of Common Stock outstanding immediately after such event bears to the total number of shares of Common Stock outstanding immediately prior to such event.

6. Liquidation Rights. In the event of any liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, Holders of Series A Preferred Stock shall be entitled to receive an amount equal to the Stated Value of the shares of Series A Preferred Stock, plus any accrued and unpaid dividends. After the full preferential liquidation amount has been paid to or determined and set apart for the Series A Preferred Stock and all other series of preferred stock hereafter authorized and issued, if any, the remaining assets of the Company available for distribution to shareholders shall be distributed ratably to the holders of the Common Stock. In the event the assets of the Company available for distribution to its shareholders are insufficient to pay the full preferential liquidation amount per share required to be paid to the holders of Company's Series A Preferred Stock, the entire amount of assets of the Company available for distribution to shareholders shall be paid up to their respective full liquidation amounts first to the Holders of Series A Preferred Stock, then to any other series of preferred stock hereafter authorized and issued, all of which amounts shall be distributed ratably among holders of each such series of preferred stock, and the Common Stock shall receive nothing. A reorganization or any other consolidation or merger of the Company with or into any other corporation, or any other sale of all or substantially all of the assets of the Company, shall not be deemed to be a liquidation, dissolution or winding up of the Company within the meaning of this Section 6, and the Series A Preferred Stock shall be entitled only to: (i) the rights provided in any agreement or plan governing the reorganization or other consolidation, merger or sale of assets transaction; (ii) the rights contained in the Florida Business Corporation Act; and (iii) the rights contained in other Sections hereof.

7. Voting Rights. Except as otherwise expressly provided or required by law, the Series A Preferred Stock shall have no voting rights. The affirmative vote of the Holders of a majority of the issued and outstanding shares of the Series A Preferred Stock voting as a separate class, shall be required to change the powers, preferences or special rights of the shares of the Series **A** Preferred Stock **in** relation to the shares of Common Stock.

8. Lost or Stolen Certificates. Upon receipt by the Company of evidence satisfactory to the Company of the loss, theft, destruction or mutilation of any certificates representing the shares of Series A Preferred Stock, and, in the case of loss, theft or destruction, of any indemnification undertaking by the Holder to the Company and, in the case of mutilation, upon surrender and cancellation of the certificate(s), the Company shall execute and deliver new preferred stock certificate(s) of like tenor and date.

9. Status of Converted Stock. In case any shares of Series A Preferred Stock shall be converted pursuant to Section 4 hereof, or otherwise repurchased or reacquired, the shares so redeemed, converted or reacquired shall resume the status of authorized but unissued shares of Preferred Stock and shall no longer be designated as Series A Preferred Stock.

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

None

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

None

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

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

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

Shares Outstanding Opening Balance: Date 06/30/2022 Common: 343,979,185 Preferred: 86			*Right-click the rows below and select "Insert" to add rows as needed.						
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. ***You must disclose the control person(s) for any entities listed.**	**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.**
Shares Outstanding on Date of This Report: Ending Balance: Date 06/30/2024 Common: 343,979,185 Preferred: 86									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

******Control persons for any entities in the table above must be disclosed in the table or in a footnote here.***

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

N/A

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

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

******Control persons for any entities in the table above must be disclosed in the table or in a footnote here.***

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

N/A

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

WaterPure International, Inc. is a development stage company that owns various assets with proprietary properties applicable to the delivery of clean water. The company is currently exploring opportunities to build operations around the clean water assets.

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

N/A

C. Describe the issuers' principal products or services.

WaterPure International, Inc. owns various assets with proprietary properties applicable to the delivery of clean water. The company is current exploring opportunities to build operations around the clean water assets. Specifically, the company is seeking partnerships, and or investors to facilitate the necessary capitalization to initiate operations utilizing the company's existing assets.

5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. 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 Company maintains its executive offices at 1825 NW Corporate Blvd., Suite 110 Boca Raton, FL 33431. The space is provided at no charge by the Company's Interim CEO and current Director.

6) All Officers, Directors, and Control Persons of the Company

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.

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

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Barry A. Ginsberg, OD	Interim CEO Director	Boca Raton, FL	None	N/A	N/A	N/A
L. Sean Mathis	Director	Richardson, TX	None	N/A	N/A	N/A
Randell Torno, PhD	Director	Dallas, TX	None	N/A	N/A	N/A
Paul S. Lipschutz	Owner of more than 5%	Chester Springs, PA	29,240,000	Common	8.5	Former CEO - Resigned 12/01/2020

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

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 to 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

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.
Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.
Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	Jonathan D. Leinwand, P.A.
Address 1:	18305 Biscayne Blvd, Suite 200
Address 2:	Aventura, FL 33160
Phone:	(954) 903-7856
Email:	jonathan@jdlpa.com

Accountant or Auditor

Name:	Michael K. Fish
Firm:	MICHAEL K FISH CPA PA
Address 1:	7700 N Kendall Dr. #405
Address 2:	Miami, FL 33156
Phone:	305-279-8484
Email:	mike@mkfishcpa.com

Investor Relations N/A

All other means of Investor Communication:

X (Twitter):	N/A
Discord:	N/A
LinkedIn	N/A
Facebook:	N/A
[Other]	N/A

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

Name:	Dr. Barry A. Ginsberg
Firm:	Barry A. Ginsberg, O.D., P.A.
Nature of Services:	Consulting
Address 1:	1825 NW Corporate Blvd., Suite 110
Address 2:	Boca Raton, FL 33431
Phone:	561-807-8812
Email:	bagins@bellsouth.net

9) Disclosure & Financial Information

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

Name: **Dr. Barry A. Ginsberg**
Title: **Interim CEO**
Relationship to Issuer: **Interim CEO**

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: **Michael K. Fish**
Title: **CPA**
Relationship to Issuer: **Accountant**
Describe the qualifications of the person or persons who prepared the financial statements:[5] **Mr. Fish has over five years of business experience in the financial sector and had provided accounting and financial consulting services to private companies.**

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

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

[5] 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.

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, Barry A. Ginsberg certify that:

1. I have reviewed this Disclosure Statement for WaterPure International,Inc;

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

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

09/27/2024 [Date]

/s/ Barry A. Ginsberg [CEO's Signature]

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

Principal Financial Officer:

I, Barry A. Ginsberg certify that:

1. I have reviewed this Disclosure Statement for WaterPure International,Inc;

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

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

09/27/2024 [Date]

/s/ Barry A. Ginsberg [CFO's Signature]

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

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Waterpure International, Inc.
Balance Sheet
June 30,
(Unaudited)

	2024	2023
ASSETS		
CURRENT ASSETS		
Prepaid expenses	$ -	$ -
Total current assets	-	-
Total Asset	-	-
LIABILITIES AND DEFICIT IN STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	$ 295,755	$ 226,500
Third party advances	21,006	14,047
Third party notes payable, including accrued interest	713,047	676,595
Third party convertible debt, including accrued interest	-	354,142
Total current liabilities	1,029,808	1,271,284
Commitments and Contingencies	-	-
DEFICIT IN STOCKHOLDERS' EQUITY		
Preferred stock, Series A, $0.001 par value, authorized 1,000,000 shares, 86 and 86 shares issued and outstanding	-	-
Common stock, $0.0001 par value, authorized 500,000,000; 343,979,185 shares issued and outstanding	34,398	34,398
Additional paid-in capital	6,251,463	6,251,463
Accumulated deficit	(7,315,669)	(7,557,145)
Total deficit in stockholders' equity	(1,029,808)	(1,271,284)
Total Liabilities and Deficit in Stockholders' Equity	$ -	$ -

Waterpure International, Inc.
Statements of Operations
Year ended June 30,
(unaudited)

	2024	2023
REVENUES, net	$ -	$ -
OPERATING EXPENSES:		
Operating expenses	76,215	106,958
Total expenses	76,215	106,958
Net loss before other income (loss)	(76,215)	(106,958)
OTHER INCOME (EXPENSE)		
Gain on forgiveness of debt	354,142	-
Interest expense	(36,450)	(36,450)
Total other income (expense)	317,692	(36,450)
Net income (loss)	$ 241,477	$ (143,408)
Income (loss) per weighted average common share	$0.001	$0.000
Number of weighted average common shares outstanding	343,979,185	343,979,185

Waterpure International, Inc.
Statement of Deficit in Stockholders' Equity
(Unaudited)

	Number of Shares		Par Value		Additional Paid-in Capital	Accumulated Deficit	Total Deficiency in Stockholders' Equity
	Common	Preferred Series A	Common	Preferred Series A			
BALANCE, July 1, 2022	343,979,185	86	$ 34,398	$ -	$6,251,463	$ (7,413,738)	$ (1,127,877)
Net loss	-	-	-	-	-	(143,408)	(143,408)
BALANCE, June 30, 2023	343,979,185	86	34,398	-	6,251,463	(7,557,146)	(1,271,285)
Net income	-	-	-	-	-	241,477	241,477
BALANCE, June 30, 2024	343,979,185	86	$ 34,398	$ -	$6,251,463	$ (7,315,669)	$ (1,029,808)

Waterpure International, Inc.
Statements of Cash Flows
Year ended June 30,
(Unaudited)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income (loss)	$241,477	$(143,408)
Adjustments to reconcile net loss to net cash used in operating activities:		
Gain on forgiveness of debt	(354,142)	-
Changes in operating assets and liabilities		
Increase (decrease) in accounts payable and accrued expenses	69,255	106,958
Increase (decrease) in accrued interest	36,450	36,450
Net cash used by operating activities	(6,960)	-
CASH FLOWS FROM INVESTING ACTIVITIES:	-	-
CASH FLOWS FROM FINANCING ACTIVITIES:		
Third party advances	6,960	-
Net cash provided by financing activities	6,960	-
Net increase (decrease) in cash	-	-
CASH, beginning of period	-	-
CASH, end of period	$ -	$ -
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Interest paid in cash	$ -	$ -
Taxes paid in cash	$ -	$ -
Non-Cash Financing Activities:		
Common shares issued to settle debt	$ -	$ -

Waterpure International, Inc.
Notes To Financial Statements
(Unaudited)

NOTE 1 - NATURE OF OPERATIONS

Waterpure International Inc. (the "Company") was organized under the laws of Florida on July 22, 2005, and adopted June 30 as its fiscal year end. In 2012, the Company elected to exit its business and in 2018 divested its assets and liabilities and recorded a gain on the disposal of discontinued operations.

The Company is working to develop a new business model and is in discussions to acquire a U.S. patent which the Company would then begin to commercialize.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following summarize the more significant accounting and reporting policies and practices of the Company:

a) Statement of Compliance: The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States ("GAAP") as issued by the Financial Accounting Standards Board ("FASB").

b) Basis of Measurement: The Company's financial statements have been prepared on the historical cost basis.

c) Use of Estimates: The preparation of financial statements in conformity with generally accepted accounting principles in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the financial statement date and the reported amounts of revenues and expenses during the reporting period. The Company regularly evaluates estimates and assumptions related to the useful life and recoverability of long-lived assets, fair value of convertible notes payable and derivative liabilities. The Company bases its estimates and assumptions on current facts, historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. To the extent there are material differences between estimates and the actual results, future results of operations will be affected.

d) Revenue recognition: The Company adopted Accounting Standards Codification ("ASC") 606, Revenue From Contracts With Customers. This revenue recognition standard has a five step process: a) Determine whether a contract exists; b) Identify the performance obligations; c) Determine the transaction price; d) Allocate the transaction price; and e) Recognize revenue when (or as) performance obligations are satisfied.

e) Stock compensation for services rendered: The Company may issue shares of common stock in exchange for services rendered. The costs of the services are valued according to generally accepted accounting principles and have been charged to operations.

f) Net income (loss) per share: Basic loss per share is computed by dividing the net income (loss) by the weighted average number of common shares outstanding during the period.

g) Property and equipment: All property and equipment are recorded at cost and depreciated over their estimated useful lives, using the straight-line method. Upon sale or retirement, the cost and related accumulated depreciation are eliminated from their respective accounts, and the resulting gain or loss is included in the results of operations. Repairs and maintenance charges, which do not increase the useful lives of the assets, are charged to operations as incurred.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, continued

h) Income Taxes: Provisions for income taxes are based on taxes payable or refundable for the current year and deferred taxes on temporary differences between the amount of taxable income and pretax financial income, and between the tax bases of assets and liabilities and their reported amounts in the financial statements. Deferred tax assets and liabilities are included in the consolidated financial statements at currently enacted income tax rates applicable to the period in which the deferred tax assets and liabilities are expected to be realized or settled as prescribed in FASB ASC 740. As changes in tax laws or rates are enacted, deferred tax assets and liabilities are adjusted through the provision for income taxes.

Tax positions initially need to be recognized in the financial statements when it is more-likely-than-not the positions will be sustained upon examination by the tax authorities.

i) Cash and equivalents: For purposes of the statement of cash flows, the Company considers all highly liquid investments with maturity of three months or less when purchased to be cash equivalents.

j) Financial Instruments: Financial Accounting Standards Board's (FASB) Accounting Standards Codification (ASC) 825, Disclosures about Fair Value of Financial Instruments, requires disclosures of the fair value of financial instruments. The carrying value of the Company's current financial instruments, which include cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities and shareholder loan, approximates their fair values because of the short-term maturities of these instruments.

Measurement: The Company initially measures its financial instrument at fair value, except for certain non-arm's length transactions. The Company subsequently measures all its financial assets and financial liabilities at amortized cost, except for investments in equity instruments that are quoted in an active market, which are measured at fair value. Changes in fair value are recognized in earnings for the period in which they occur.

Financial liabilities include accounts payable and accrued liabilities.

Impairment: Financial assets measured at cost are tested for impairment when there are indicators of impairment. The amount of the write-down is recognized in earnings for the period. The previously recognized impairment loss may be reversed to the extent of the improvement, directly or by adjusting the allowance account, provided it is no greater than the amount that would have been reported at the date of the reversal had the impairment not been recognized previously. The amount of the reversal is recognized in earnings for the period.

k) Impairment of Long-Lived Assets: A long-lived asset is tested for impairment whenever events or changes in circumstances indicate that its carrying value amount may not be recoverable. An impairment loss is recognized when the carrying amount of the asset exceeds the sum of the undiscounted cash flows resulting from its use and eventual disposition. The impairment loss is measured as the amount by which the carrying amount of the long-lived assets exceeds its fair value.

l) Related Party Transactions: All transactions with related parties are in the normal course of operations and are measured at the exchange amount.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

m) Intangible Assets The useful life of intangible assets is assessed as either finite or indefinite. Following the initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses, if any.

Intangible assets with finite useful lives are carried at cost less accumulated amortization. Amortization is calculated using the straight line method over the estimated useful lives.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis. If impairment indicators are present, these assets are subject to an impairment review. Any loss resulting from impairment of intangible assets is expensed in the period the impairment is identified.

n) Recent Accounting Pronouncements: Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force), the American Institute of Certified Public Accountants, and the SEC did not, or are not believed by management to, have a material impact on the Company's present or future financial position, results of operations or cash flows.

NOTE 3 - GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company's financial position and operating results raise substantial doubt about the Company's ability to continue as a going concern, as reflected by the net income of $241,477, net of the $354,142 gain on debt forgiveness for the year ended June 30, 2024 and $1.0 million negative working capital. The ability of the Company to continue as a going concern is dependent upon commencing operations, developing sales and obtaining additional capital and financing. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern. The Company is currently seeking additional capital to allow it to begin its planned operations

NOTE 4 - THIRD PARTY LOANS

The Company owes $202,500 in nine notes payable which carry an 18% interest rate that are all in default, with $510,546 in interest accrued on the note at June 30, 2024. Interest of $36,450 was accrued in the year ended June 30, 2024.

NOTE 5 - THIRD PARTY CONVERTIBLE LOANS

The Company owed $173,000 in five convertible notes payable which carried an 18% interest rate that $173,000 of principal was converted into 41,129,441 shares of common stock during the 2nd quarter of fiscal 2022. The accrued interest of $354,142 at June 30, 2023 has not been converted. Interest of $0 was accrued in the year ended June 30, 2024 because the notes were simple interest..In June 2024 the lender forgave the $354,142 of accrued interest.

NOTE 6 - THIRD PARTY ADVANCES

During fiscal 2024, the Company received $6,960 in advances from a third party, which carries no stated interest rate nor maturity date. These funds were used to settle accounts payable.
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NOTE 7 – STOCKHOLDERS EQUITY

The Company is authorised to issue 500,000,000 shares of $0.0001 par value common stock and 1,000,000 shares of $0.001 par value preferred stock Series A.

The Series A preferred stock can be converted into common stock at the rate of 250,000 common for each share of Series A preferred stock.

At June 30, 2024 and 2023, the Company had 343,979,185 shares of common stock issued and outstanding. At June 30, 2023 and 2022, the Company had 86 shares of Series A preferred stock issued and outstanding.

NOTE 8 - COMMITMENTS AND CONTINGENCIES

a) Legal Matters: From time to time, we may be involved in litigation relating to claims arising out of our operations in the normal course of business. As of June 30, 2024, there were no pending or threatened lawsuits that could reasonably be expected to have a material effect on the results of our operations.

NOTE 9 - COVID 19 AND VARIANTS

The full extent to which the COVID-19 pandemic may directly or indirectly impact our business, results of operations and financial condition, will depend on future developments that are uncertain, including as a result of new information that may emerge concerning COVID-19 and the actions taken to contain it or treat COVID-19, as well as the economic impact on local, regional, national and international customers and markets. We have made estimates of the impact of COVID-19 within our financial statements, and although there is currently no major impact, there may be changes to those estimates in future periods