

Form **8453-CORP**

# E-file Declaration for Corporations

(Rev. December 2025)

For use with Form 1120 series returns. Do not file paper copies.  
Go to [www.irs.gov/Form8453CORP](http://www.irs.gov/Form8453CORP) for the latest information.

OMB No. 1545-0123

Department of the Treasury  
Internal Revenue Service

For calendar year 2025, or tax year beginning JAN 2, 2025,  
ending DEC 31, 2025

Name of corporation **Towns Lodge** Employer identification number [REDACTED]

Part I	Information (Whole dollars only)		
1	Total income (Form 1120, line 11)	1	360,746.
2	Total income (Form 1120-F, Section II, line 11)	2	
3	Total income (loss) (Form 1120-S, line 6)	3	
4	Total income (Form 1120, line )	4	

## Part II Declaration of Officer (see instructions) Be sure to keep a copy of the corporation's tax return.

- A  I consent that the corporation's refund be directly deposited as designated on the corporation's federal income tax return.
- B  I do not want direct deposit of the corporation's refund or the corporation is not receiving a refund.
- C  I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the corporation's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at **888-353-4537** no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.

If the corporation is filing a balance due return, I understand that if the IRS does not receive full and timely payment of its tax liability, the corporation will remain liable for the tax liability and all applicable interest and penalties.

Under penalties of perjury, I declare that I am an officer of the above corporation and that the information I have given my electronic return originator (ERO), transmitter, and/or intermediate service provider (ISP) and the amounts in Part I above agree with the amounts on the corresponding lines of the corporation's federal income tax return. To the best of my knowledge and belief, the corporation's return is true, correct, and complete. I consent to my ERO, transmitter, and/or ISP sending the corporation's return, this declaration, and accompanying schedules and statements to the IRS. I also consent to the IRS sending my ERO, transmitter, and/or ISP an acknowledgment of receipt of transmission and an indication of whether or not the corporation's return is accepted, and, if rejected, the reason(s) for the rejection. If the processing of the corporation's return or refund is delayed, I authorize the IRS to disclose to my ERO, transmitter, and/or ISP the reason(s) for the delay, or when the refund was sent.

Sign Here \_\_\_\_\_ Administrator  
Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

## Part III Declaration of Electronic Return Originator (ERO) and Paid Preparer (see instructions)

I declare that I have reviewed the above corporation's return and that the entries on Form 8453-CORP are complete and correct to the best of my knowledge. If I am only a collector, I am not responsible for reviewing the return and only declare that this form accurately reflects the data on the return. The corporate officer will have signed this form before I submit the return. I will give the officer a copy of all forms and information to be filed with the IRS, and have followed all other requirements in **Pub. 3112**, IRS e-file Application & Participation, and **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-File Providers for Business Returns. If I am also the Paid Preparer, under penalties of perjury, I declare that I have examined the above corporation's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. This Paid Preparer declaration is based on all information of which I have any knowledge.

ERO's Use Only	ERO's signature	Date	Check if also paid preparer <input checked="" type="checkbox"/>	Check if self-employed <input type="checkbox"/>	ERO's SSN or PTIN
	Firm's name (or yours if self-employed), address, and ZIP code	Cowrie - Administrator Services 3306 Kelley Dr Cheyenne, WY 82001			EIN [REDACTED] Phone no. [REDACTED]

Under penalties of perjury, I declare that I have examined the above corporation's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. This declaration is based on all information of which I have any knowledge.

Paid Preparer Use Only	Preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name				Firm's EIN
	Firm's address				Phone no.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8453-CORP** (Rev. 12-2025) Created 11/5/25

<b>A</b> Check if: 1a Consolidated return (attach Form 851) <input type="checkbox"/> b Life/nonlife consolidated return <input type="checkbox"/> 2 Personal holding co. (attach Sch. PH) <input type="checkbox"/> 3 Personal service corp. (see instructions) <input type="checkbox"/> 4 Schedule M-3 attached <input checked="" type="checkbox"/>	<b>Name</b> <b>Towns Lodge</b> <b>Number, street, and room or suite no. If a P.O. box, see instructions.</b> <b>3306 Kelley Dr, Unit 1100</b> <b>City or town, state or province country, and ZIP or foreign postal code</b> <b>Cheyenne, WY 82001</b>	<b>B</b> Employer identification number <div style="background-color: black; width: 100px; height: 15px;"></div> <b>C</b> Date incorporated <b>01/02/2025</b> <b>D</b> Total assets (see instructions) <b>\$ 18,294,074.</b>
<b>E</b> Check if: (1) <input checked="" type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Name change (4) <input type="checkbox"/> Address change		

<b>Income</b>	1a Gross receipts or sales	1a		
	b Returns and allowances	1b		
	c Balance. Subtract line 1b from line 1a		1c	
	2 Cost of goods sold (attach Form 1125-A)		2	
	3 Gross profit. Subtract line 2 from line 1c		3	
	4 Dividends and inclusions (Schedule C, line 23)		4	
	5 Interest	See Statement 1	5	186.
	6 Gross rents		6	
	7 Gross royalties		7	
	8 Capital gain net income (attach Schedule D (Form 1120))		8	
	9 Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797)		9	
10 Other income (attach statement)	See Statement 2	10	360,560.	
11 <b>Total income.</b> Add lines 3 through 10		11	360,746.	

<b>Deductions (See instructions for limitations on deductions.)</b>	12 Compensation of officers (attach Form 1125-E)			
	13 Salaries and wages (less employment credits)		13	
	14 Repairs and maintenance		14	
	15 Bad debts		15	
	16 Rents		16	
	17 Taxes and licenses		17	
	18 Interest (see instructions)		18	
	19 Charitable contributions		19	
	20 Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562)		20	
	21 Depletion		21	
	22 Advertising		22	
	23 Pension, profit-sharing, etc., plans		23	
	24 Employee benefit programs		24	
	25 Energy efficient commercial buildings deduction (attach Form 7205)		25	
	26 Other deductions (attach statement)	See Statement 3	26	38,780.
	27 <b>Total deductions.</b> Add lines 12 through 26		27	38,780.
	28 Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11		28	321,966.
	29a Net operating loss deduction (see instructions)	29a		
	b Special deductions (Schedule C, line 24)	29b		
	c Add lines 29a and 29b		29c	

<b>Tax, Refundable Credits, and Payments</b>	30 <b>Taxable income.</b> Subtract line 29c from line 28. See instructions			321,966.
	31 Total tax (Schedule J, line 12)		31	67,613.
	32 First installment of section 1062 applicable net tax liability. Enter amount from Form 1062, line 15		32	
	33 Total payments, credits, and section 1062 applicable net tax liability (Schedule J, line 23)		33	
	34 Estimated tax penalty. See instructions. Check if Form 2220 is attached <input type="checkbox"/>		34	
	35 <b>Amount owed.</b> If line 33 is smaller than the total of lines 31, 32, and 34, enter amount owed		35	67,613.
	36 <b>Overpayment.</b> If line 33 is larger than the total of lines 31, 32, and 34, enter amount overpaid		36	
37 Enter amount from line 36 you want: a Credited to 2026 estimated tax _____ b Refunded _____		37b		
c Routing number _____ d Type: <input type="checkbox"/> Checking <input type="checkbox"/> Savings				
e Account number _____				

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.	<b>Administrator</b> Signature of officer _____ Date _____ Title _____	May the IRS discuss this return with the preparer shown below? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

<b>Paid Preparer Use Only</b>	Preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Firm's name	<b>Cowrie - Administrator Services</b>			
	Firm's address	<b>3306 Kelley Dr Cheyenne, WY 82001</b>			
			Phone no.		

<b>Schedule C</b>	<b>Dividends, Inclusions, and Special Deductions</b> (see instructions)	(a) Dividends and inclusions	(b) %	(c) Special deductions (a) x (b)
1	Dividends from less-than-20%-owned domestic corporations (other than debt-financed stock) .....		50	
2	Dividends from 20%-or-more-owned domestic corporations (other than debt-financed stock) .....		65	
3	Dividends on certain debt-financed stock of domestic and foreign corporations .....		See Instructions	
4	Dividends on certain preferred stock of less-than-20%-owned public utilities .....		23.3	
5	Dividends on certain preferred stock of 20%-or-more-owned public utilities .....		26.7	
6	Dividends from less-than-20%-owned foreign corporations and certain FSCs .....		50	
7	Dividends from 20%-or-more-owned foreign corporations and certain FSCs .....		65	
8	Dividends from wholly owned foreign subsidiaries .....		100	
9	<b>Subtotal.</b> Add lines 1 through 8 .....		See Instructions	
10	Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958 .....		100	
11	Dividends from affiliated group members .....		100	
12	Dividends from certain FSCs .....		100	
13	Foreign-source portion of dividends received from a specified 10%-owned foreign corporation (excluding hybrid dividends) (see instructions) .....		100	
14	Dividends from foreign corporations not included on line 3, 6, 7, 8, 11, 12, or 13 (including any hybrid dividends) .....			
15	Reserved for future use .....			
16a	Subpart F inclusions derived from the sale by a controlled foreign corporation (CFC) of the stock of a lower-tier foreign corporation treated as a dividend (attach Form(s) 5471) (see instructions) .....		100	
b	Subpart F inclusions derived from hybrid dividends of tiered corporations (attach Form(s) 5471) (see instructions) .....			
c	Other inclusions from CFCs under subpart F not included on line 16a, 16b, or 17 (attach Form(s) 5471) (see instructions) .....			
17	Global Intangible Low-Taxed Income (GILTI) (attach Form(s) 5471 and Form 8992) .....			
18	Gross-up for foreign taxes deemed paid .....			
19	IC-DISC and former DISC dividends not included on line 1, 2, or 3 .....			
20	Other dividends .....			
21	Deduction for dividends paid on certain preferred stock of public utilities .....			
22	Section 250 deduction (attach Form 8993) (see instructions for limitations) .....			
23	<b>Total dividends and inclusions.</b> Add column (a), lines 9 through 20. Enter here and on page 1, line 4 .....			
24	<b>Total special deductions.</b> Add column (c), lines 9 through 22. Enter here and on page 1, line 29b .....		24	

**Schedule J Tax Computation and Payment** (see instructions)

<b>1a</b>	Income tax (see instructions)	<b>1a</b>	67,613.	
<b>b</b>	Tax from Form 1120-L (see instructions)	<b>1b</b>		
<b>c</b>	Section 1291 tax from Form 8621	<b>1c</b>		
<b>d</b>	Tax adjustment from Form 8978	<b>1d</b>		
<b>e</b>	Additional tax under section 197(f)	<b>1e</b>		
<b>f</b>	Base erosion minimum tax from Form 8991	<b>1f</b>		
<b>g</b>	Amount from Form 4255, Part I, line 3, column (q)	<b>1g</b>		
<b>z</b>	Other chapter 1 tax	<b>1z</b>		
<b>2</b>	<b>Total income tax.</b> Add lines 1a through 1z	<b>2</b>		67,613.
<b>3</b>	Corporate alternative minimum tax from Form 4626, Part II, line 13 (attach Form 4626)	<b>3</b>		
<b>4</b>	Add lines 2 and 3	<b>4</b>		67,613.
<b>5a</b>	Foreign tax credit (attach Form 1118)	<b>5a</b>		
<b>b</b>	Credit from Form 8834 (see instructions)	<b>5b</b>		
<b>c</b>	General business credit (see instructions - attach Form 3800)	<b>5c</b>		
<b>d</b>	Credit for prior year minimum tax (attach Form 8827)	<b>5d</b>		
<b>e</b>	Bond credits from Form 8912	<b>5e</b>		
<b>f</b>	Adjustment from Form 8978	<b>5f</b>		
<b>6</b>	<b>Total credits.</b> Add lines 5a through 5f	<b>6</b>		
<b>7</b>	Subtract line 6 from line 4	<b>7</b>		67,613.
<b>8</b>	Personal holding company tax (attach Schedule PH (Form 1120))	<b>8</b>		
<b>9a</b>	Amount from Form 4255, Part I, line 3, column (r)	<b>9a</b>		
<b>b</b>	Recapture of low-income housing credit (attach Form 8611)	<b>9b</b>		
<b>c</b>	Completed long-term contract look-back interest due (attach Form 8697)	<b>9c</b>		
<b>d</b>	Interest due under the look-back method-income forecast method (attach Form 8866)	<b>9d</b>		
<b>e</b>	Alternative tax on qualifying shipping activities (attach Form 8902)	<b>9e</b>		
<b>f</b>	Interest/tax due under section 453A(c)	<b>9f</b>		
<b>g</b>	Interest/tax due under section 453(l)	<b>9g</b>		
<b>z</b>	Other (see instructions - attach statement)	<b>9z</b>		
<b>10</b>	<b>Total.</b> Add lines 9a through 9z	<b>10</b>		
<b>11a</b>	<b>Total tax before deferred taxes.</b> Add lines 7, 8, and 10	<b>11a</b>	67,613.	
<b>b</b>	Deferred tax on the corporation's share of undistributed earnings of a qualified electing fund	<b>11b</b>		
<b>c</b>	Deferred LIFO recapture tax (section 1363(d))	<b>11c</b>		
<b>12</b>	<b>Total tax.</b> Subtract the sum of lines 11b and 11c from 11a. Enter here and on page 1, line 31	<b>12</b>		67,613.
<b>13</b>	Preceding year's overpayment credited to the current year	<b>13</b>		
<b>14</b>	Current year's estimated tax payments	<b>14</b>		
<b>15</b>	Current year's refund applied for on Form 4466	<b>15</b>		( )
<b>16</b>	Reserved for future use	<b>16</b>		
<b>17</b>	Tax deposited with Form 7004	<b>17</b>		
<b>18</b>	Withholding (see instructions)	<b>18</b>		
<b>19</b>	<b>Total payments.</b> Combine lines 13 through 18	<b>19</b>		
<b>20</b>	Refundable credits from:			
<b>a</b>	Form 2439	<b>20a</b>		
<b>b</b>	Form 4136	<b>20b</b>		
<b>c</b>	Credit for tax withheld under chapter 3 or 4 from Form 1042-S, Form 8805, or Form 8288 (attach the applicable form)	<b>20c</b>		
<b>z</b>	Other (attach statement - see instructions)	<b>20z</b>		
<b>21</b>	<b>Total credits.</b> Add lines 20a through 20z	<b>21</b>		
<b>22a</b>	Elective payment election amount from Form 3800	<b>22a</b>		
<b>b</b>	Section 1062 applicable net tax liability. Enter amount from Form 1062, line 14	<b>22b</b>		
<b>23</b>	<b>Total payments, credits, and section 1062 net tax liability.</b> Add lines 19, 21, 22a, and 22b. Enter here and on page 1, line 33	<b>23</b>		

**Schedule K Other Information** (see instructions)

<b>1</b> Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) _____	Yes	No
<b>2</b> See the instructions and enter the:		
a Business activity code no. <u>541519</u>		
b Business activity <u>Other Service</u>		
c Product or service <u>Treasury Governance</u>		
<b>3</b> Is the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? _____ If "Yes," enter name and EIN of the parent corporation _____		<b>X</b>
<b>4</b> At the end of the tax year:		
a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part I of Schedule G (Form 1120) (attach Schedule G) _____		<b>X</b>
b Did any individual or estate own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part II of Schedule G (Form 1120) (attach Schedule G) _____		<b>X</b>
<b>5</b> At the end of the tax year, did the corporation:		
a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation not included on <b>Form 851</b> , Affiliations Schedule? For rules of constructive ownership, see instructions _____ If "Yes," complete (i) through (iv) below.		<b>X</b>

(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock

**b** Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions \_\_\_\_\_  
If "Yes," complete (i) through (iv) below.

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Country of Organization	(iv) Maximum Percentage Owned in Profit, Loss, or Capital

<p><b>6</b> During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? See sections 301 and 316 _____ If "Yes," file <b>Form 5452</b>, Corporate Report of Nondividend Distributions. See the instructions for Form 5452. If this is a consolidated return, answer here for the parent corporation and on Form 851 for each subsidiary.</p> <p><b>7</b> At any time during this tax year, did one foreign person own, directly or indirectly, at least 25% of the total voting power of all classes of the corporation's stock entitled to vote or at least 25% of the total value of all classes of the corporation's stock? _____ For rules of attribution, see section 318. If "Yes," enter: (a) Percentage owned _____ and (b) Owner's country _____ (c) The corporation may have to file <b>Form 5472</b>, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Enter the number of Forms 5472 attached _____</p> <p><b>8</b> Check this box if the corporation issued publicly offered debt instruments with original issue discount _____ <input type="checkbox"/> If checked, the corporation may have to file <b>Form 8281</b>, Information Return for Publicly Offered Original Issue Discount Instruments.</p> <p><b>9</b> Enter the amount of tax-exempt interest received or accrued during this tax year \$ _____</p> <p><b>10</b> Enter the number of shareholders at the end of the tax year (if 100 or fewer) _____</p> <p><b>11</b> If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here _____ <input type="checkbox"/> If the corporation is filing a consolidated return, the statement required by Regulations section 1.1502-21(b)(3) must be attached or the election will not be valid.</p> <p><b>12</b> Enter the available NOL carryover from prior tax years (do not reduce it by any deduction reported on page 1, line 29a) _____ \$ _____</p>	Yes	No
		<b>X</b>
		<b>X</b>
		<b>X</b>
		<b>X</b>

**Schedule K** Other Information (continued from page 4)

	Yes	No
<b>13</b> Are the corporation's total receipts (page 1, line 1a, plus lines 4 through 10) for the tax year <b>and</b> its total assets at the end of the tax year less than \$250,000? ..... If "Yes," the corporation is not required to complete Schedules L, M-1, and M-2. Instead, enter the total amount of cash distributions and the book value of property distributions (other than cash) made during this tax year \$ _____		X
<b>14</b> Is the corporation required to file Schedule UTP (Form 1120), Uncertain Tax Position Statement? See instructions ..... If "Yes," complete and attach Schedule UTP.		X
<b>15a</b> Did the corporation make any payments that would require it to file Form(s) 1099? .....		X
<b>b</b> If "Yes," did or will the corporation file required Form(s) 1099? .....		
<b>16</b> During this tax year, did the corporation have an 80%-or-more change in ownership, including a change due to redemption of its own stock? .....		X
<b>17</b> During or subsequent to this tax year, but before the filing of this return, did the corporation dispose of more than 65% (by value) of its assets in a taxable, non-taxable, or tax deferred transaction? .....		X
<b>18</b> Did this corporation receive assets in a section 351 transfer in which any of the transferred assets had a fair market basis or fair market value of more than \$1 million? .....		X
<b>19</b> During this corporation's tax year, did the corporation make any payments that would require it to file Forms 1042 and 1042-S under chapter 3 (sections 1441 through 1464) or chapter 4 (sections 1471 through 1474) of the Code? .....		X
<b>20</b> Is the corporation operating on a cooperative basis? .....		X
<b>21</b> During this tax year, did the corporation pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions ..... If "Yes," enter the total amount of the disallowed deductions \$ _____		X
<b>22</b> Does this corporation have gross receipts of at least \$500 million in any of the 3 preceding tax years? (See sections 59A(e)(2) and (3)) ..... If "Yes," complete and attach Form 8991.		X
<b>23</b> Did the corporation have an election under section 163(j) for any real property trade or business or any farming business in effect during this tax year? See instructions .....		X
<b>24</b> Does the corporation satisfy one or more of the following? If "Yes," complete and attach Form 8990. See instructions .....		X
<b>a</b> The corporation owns a pass-through entity with current, or prior year carryover, excess business interest expense.		
<b>b</b> The corporation's aggregate average annual gross receipts (determined under section 448(c)) for the 3 tax years preceding the current tax year are more than \$31 million and the corporation has business interest expense.		
<b>c</b> The corporation is a tax shelter and the corporation has business interest expense.		
<b>25</b> Does the corporation intend to self-certify as a Qualified Opportunity Fund? .....		X
If "Yes," complete and attach Form 8996. Enter the amount (if any) from Form 8996, line 15 ..... \$ _____		
<b>26</b> Since December 22, 2017, did a foreign corporation directly or indirectly acquire substantially all of the properties held directly or indirectly by the corporation, and was the ownership percentage (by vote or value) for purposes of section 7874 greater than 50% (for example, the shareholders held more than 50% of the stock of the foreign corporation)? If "Yes," list the ownership percentage by vote and by value. See instructions .....		X
Percentage: By Vote _____ By Value _____		
<b>27</b> At any time during this tax year, did the corporation (a) receive a digital asset (as a reward, award, or payment for property or services); or (b) sell, exchange, or otherwise dispose of a digital asset (or a financial interest in a digital asset)? See instructions .....	X	
<b>28</b> Is the corporation a member of a controlled group? .....		X
If "Yes," attach Schedule O (Form 1120). See instructions.		
<b>29</b> Corporate Alternative Minimum Tax:		
<b>a</b> Was the corporation an applicable corporation under section 59(k)(1) in any prior tax year? .....		X
If "Yes," go to question 29b. If "No," skip to question 29c.		
<b>b</b> Is the corporation an applicable corporation under section 59(k)(1) in the current tax year because the corporation was an applicable corporation in the prior tax year? .....		
If "Yes," complete and attach Form 4626. If "No," continue to question 29c.		
<b>c</b> Does the corporation meet the requirements of the safe harbor method as provided under section 59(k)(3)(A) for the current tax year? See instructions .....	X	
If "No," complete and attach Form 4626. If "Yes," the corporation is not required to file Form 4626.		
<b>30</b> Is the corporation required to file Form 7208 relating to the excise tax on repurchase of corporate stock (see instructions):		
<b>a</b> Under the rules for stock repurchased by a covered corporation (or stock acquired by its specified affiliate)? .....		X
<b>b</b> Under the applicable foreign corporation rules? .....		X
<b>c</b> Under the covered surrogate foreign corporation rules? .....		X
If "Yes" to either 30a, 30b, or 30c, complete Form 7208, Excise Tax on Repurchase of Corporate Stock. See the Instructions for Form 7208.		
<b>31</b> Is this a consolidated return with gross receipts or sales of \$1 billion or more and a subchapter K basis adjustment, as described in the instructions, of \$10 million or more? .....		X
If "Yes," attach a statement. See instructions.		
<b>32</b> Reserved for future use .....		

Schedule L Balance Sheets per Books	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
<b>Assets</b>				
1 Cash				93,186.
2a Trade notes and accounts receivable				
b Less allowance for bad debts	( )	( )		
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets (att. stmt.) <b>Stmt 4</b>				18,200,888.
7 Loans to shareholders				
8 Mortgage and real estate loans				
9 Other investments (att. stmt.)				
10a Buildings and other depreciable assets				
b Less accumulated depreciation	( )	( )		
11a Depletable assets				
b Less accumulated depletion	( )	( )		
12 Land (net of any amortization)				
13a Intangible assets (amortizable only)				
b Less accumulated amortization	( )	( )		
14 Other assets (att. stmt.)				
15 Total assets		0.		18,294,074.
<b>Liabilities and Shareholders' Equity</b>				
16 Accounts payable				11,500.
17 Mortgages, notes, bonds payable in less than 1 year				
18 Other current liabilities (att. stmt.) <b>Stmt 5</b>				67,613.
19 Loans from shareholders				
20 Mortgages, notes, bonds payable in 1 year or more				
21 Other liabilities (att. stmt.) <b>Stmt 6</b>				3,771,728.
22 Capital stock: a Preferred stock				
b Common stock				
23 Additional paid-in capital				
24 Retained earnings - Appropriated (attach statement)				
25 Retained earnings - Unappropriated				14,443,233.
26 Adjustments to shareholders' equity (attach statement)				
27 Less cost of treasury stock	( )	( )		( )
28 Total liabilities and shareholders' equity		0.		18,294,074.

**Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return**

Note: The corporation may be required to file Schedule M-3. See instructions.

1 Net income (loss) per books		7 Income recorded on books this year not included on this return (itemize):	
2 Federal income tax per books		Tax-exempt interest \$ _____	
3 Excess of capital losses over capital gains		_____	
4 Income subject to tax not recorded on books this year (itemize): _____		8 Deductions on this return not charged against book income this year (itemize):	
5 Expenses recorded on books this year not deducted on this return (itemize):		a Depreciation ..... \$ _____	
a Depreciation ..... \$ _____		b Charitable contributions ..... \$ _____	
b Charitable contributions ..... \$ _____		9 Add lines 7 and 8	
c Travel and entertainment ... \$ _____		10 Income (page 1, line 28) - line 6 less line 9	
6 Add lines 1 through 5			

**Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Schedule L, Line 25)**

1 Balance at beginning of year		5 Distributions: a Cash	
2 Net income (loss) per books	14,443,233.	b Stock	
3 Other increases (itemize): _____		c Property	
4 Add lines 1, 2, and 3	14,443,233.	6 Other decreases (itemize): _____	
		7 Add lines 5 and 6	
		8 Balance at end of year (line 4 less line 7)	14,443,233.

# Net Income (Loss) Reconciliation for Corporations With Total Assets of \$10 Million or More

OMB No. 1545-0123

▶ Attach to Form 1120 or 1120-C.

▶ Go to [www.irs.gov/Form1120](http://www.irs.gov/Form1120) for instructions and the latest information.

Name of corporation (common parent, if consolidated return)  <b>Towns Lodge</b>	Employer identification number  <div style="background-color: black; width: 100px; height: 15px;"></div>
Check applicable box(es): (1) <input checked="" type="checkbox"/> Non-consolidated return (2) <input type="checkbox"/> Consolidated return (Form 1120 only) (3) <input type="checkbox"/> Mixed 1120/L/PC group (4) <input type="checkbox"/> Dormant subsidiaries schedule attached	

**Part I Financial Information and Net Income (Loss) Reconciliation** (see instructions)

**1 a** Did the corporation file SEC Form 10-K for its income statement period ending with or within this tax year?

- Yes. Skip lines 1b and 1c and complete lines 2a through 11 with respect to that SEC Form 10-K.  
 No. Go to line 1b. See instructions if multiple non-tax-basis income statements are prepared.

**b** Did the corporation prepare a certified audited non-tax-basis income statement for that period?

- Yes. Skip line 1c and complete lines 2a through 11 with respect to that income statement.  
 No. Go to line 1c.

**c** Did the corporation prepare a non-tax-basis income statement for that period?

- Yes. Complete lines 2a through 11 with respect to that income statement.  
 No. Skip lines 2a through 3c and enter the corporation's net income (loss) per its books and records on line 4a.

**2 a** Enter the income statement period: Beginning 01/02/2025 Ending 12/31/2025

**b** Has the corporation's income statement been restated for the income statement period on line 2a?

- Yes. (If "Yes," attach an explanation and the amount of each item restated.)  
 No.

**c** Has the corporation's income statement been restated for any of the five income statement periods immediately preceding the period on line 2a?

- Yes. (If "Yes," attach an explanation and the amount of each item restated.)  
 No.

**3 a** Is any of the corporation's voting common stock publicly traded?

- Yes.  
 No. If "No," go to line 4a.

**b** Enter the symbol of the corporation's primary U.S. publicly traded voting common stock

**c** Enter the nine-digit CUSIP number of the corporation's primary publicly traded voting common stock

<b>4 a</b> Worldwide consolidated net income (loss) from income statement source identified in Part I, line 1	<b>4a</b>	<b>14,443,233.</b>
<b>b</b> Indicate accounting standard used for line 4a (see instructions): (1) <input checked="" type="checkbox"/> GAAP (2) <input type="checkbox"/> IFRS (3) <input type="checkbox"/> Statutory (4) <input type="checkbox"/> Tax-basis (5) <input type="checkbox"/> Other (specify) _____		
<b>5 a</b> Net income from nonincludible foreign entities (attach statement)	<b>5a</b>	( )
<b>b</b> Net loss from nonincludible foreign entities (attach statement and enter as a positive amount)	<b>5b</b>	
<b>6 a</b> Net income from nonincludible U.S. entities (attach statement)	<b>6a</b>	( )
<b>b</b> Net loss from nonincludible U.S. entities (attach statement and enter as a positive amount)	<b>6b</b>	
<b>7 a</b> Net income (loss) of other includible foreign disregarded entities (attach statement)	<b>7a</b>	
<b>b</b> Net income (loss) of other includible U.S. disregarded entities (attach statement)	<b>7b</b>	
<b>c</b> Net income (loss) of other includible entities (attach statement)	<b>7c</b>	
<b>8</b> Adjustment to eliminations of transactions between includible entities and nonincludible entities (attach stmt.)	<b>8</b>	
<b>9</b> Adjustment to reconcile income statement period to tax year (attach statement)	<b>9</b>	
<b>10 a</b> Intercompany dividend adjustments to reconcile to line 11 (attach statement)	<b>10a</b>	
<b>b</b> Other statutory accounting adjustments to reconcile to line 11 (attach statement)	<b>10b</b>	
<b>c</b> Other adjustments to reconcile to amount on line 11 (attach statement)	<b>10c</b>	
<b>11 Net income (loss) per income statement of includible corporations.</b> Combine lines 4 through 10	<b>11</b>	<b>14,443,233.</b>

**Note:** Part I, line 11, must equal Part II, line 30, column (a), or Schedule M-1, line 1 (see instructions).

**12** Enter the total amount (not just the corporation's share) of the assets and liabilities of all entities included or removed on the following lines.

	Total Assets	Total Liabilities
<b>a</b> Included on Part I, line 4	18,294,074.	3,850,841.
<b>b</b> Removed on Part I, line 5		
<b>c</b> Removed on Part I, line 6		
<b>d</b> Included on Part I, line 7		

Name of corporation (common parent, if consolidated return) <b>Towns Lodge</b>	Employer identification number [REDACTED]
Check applicable box(es): (1) <input type="checkbox"/> Consolidated group (2) <input type="checkbox"/> Parent corp (3) <input type="checkbox"/> Consolidated eliminations (4) <input type="checkbox"/> Subsidiary corp (5) <input type="checkbox"/> Mixed 1120/L/PC group	
Check if a sub-consolidated: (6) <input type="checkbox"/> 1120 group (7) <input type="checkbox"/> 1120 eliminations	
Name of subsidiary (if consolidated return)	Employer identification number

**Part II Reconciliation of Net Income (Loss) per Income Statement of Includible Corporations With Taxable Income per Return** (see instructions)

	(a) Income (Loss) per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Income (Loss) per Tax Return
<b>Income (Loss) Items</b> (Attach statements for lines 1 through 12)				
1 Income (loss) from equity method foreign corporations				
2 Gross foreign dividends not previously taxed				
3 Subpart F, QEF, and similar inc inclusions				
4 Gross-up for foreign taxes deemed paid				
5 Gross foreign distributions previously taxed				
6 Income (loss) from equity method U.S. corporations				
7 U.S. dividends not eliminated in tax consolidation				
8 Minority interest for includible corporations				
9 Income (loss) from U.S. partnerships				
10 Income (loss) from foreign partnerships				
11 Income (loss) from other pass-through entities				
12 Items relating to reportable transactions				
13 Interest income (see instructions)	186.			186.
14 Total accrual to cash adjustment				
15 Hedging transactions				
16 Mark-to-market income (loss)				
17 Cost of goods sold (see instructions)	( )			( )
18 Sale versus lease (for sellers and/or lessors)				
19 Section 481(a) adjustments				
20 Unearned/deferred revenue				
21 Income recognition from long-term contracts				
22 Original issue discount and other imputed interest				
23a Income statement gain/loss on sale, exchange, abandonment, worthlessness, or other disposition of assets other than inventory and pass-through entities				
b Gross capital gains from Schedule D, excluding amounts from pass-through entities				
c Gross capital losses from Schedule D, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses				
d Net gain/loss reported on Form 4797, line 17, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses				
e Abandonment losses				
f Worthless stock losses (attach stmt.)				
g Other gain/loss on disposition of assets other than inventory				
24 Capital loss limitation and carryforward used				
25 Other income (loss) items with differences (attach stmt.) <b>Stmt 7</b>	17,960,608.	-17,960,608.		
26 <b>Total income (loss) items.</b> Combine lines 1 through 25	17,960,794.	-17,960,608.		186.
27 <b>Total expense/deduction items</b> (from Part III, line 39)	-3,839,341.		3,839,341.	
28 Other items with no differences <b>Stmt 8</b>	321,780.			321,780.
29a Mixed groups, see instructions. All others, combine lines 26 through 28	14,443,233.	-17,960,608.	3,839,341.	321,966.
b PC insurance subgroup reconciliation totals				
c Life insurance subgroup reconciliation totals				
30 <b>Reconciliation totals.</b> Combine lines 29a through 29c	14,443,233.	-17,960,608.	3,839,341.	321,966.

**Note:** Line 30, column (a), must equal Part I, line 11, and column (d) must equal Form 1120, page 1, line 28.

Name of corporation (common parent, if consolidated return) <b>Towns Lodge</b>	Employer identification number [REDACTED]
Check applicable box(es): (1) <input type="checkbox"/> Consolidated group (2) <input type="checkbox"/> Parent corp (3) <input type="checkbox"/> Consolidated eliminations (4) <input type="checkbox"/> Subsidiary corp (5) <input type="checkbox"/> Mixed 1120/L/PC group	
Check if a sub-consolidated: (6) <input type="checkbox"/> 1120 group (7) <input type="checkbox"/> 1120 eliminations	
Name of subsidiary (if consolidated return)	Employer identification number

**Part III Reconciliation of Net Income (Loss) per Income Statement of Includible Corporations With Taxable Income per Return - Expense/Deduction Items** (see instructions)

Expense/Deduction Items	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1 U.S. current income tax expense .....	67,613.		-67,613.	
2 U.S. deferred income tax expense .....	3,771,728.		-3,771,728.	
3 State and local current income tax expense .....				
4 State and local deferred income tax expense .....				
5 Foreign current income tax expense (other than foreign withholding taxes) .....				
6 Foreign deferred income tax expense .....				
7 Foreign withholding taxes .....				
8 Interest expense (see instructions) .....				
9 Stock option expense .....				
10 Other equity-based compensation .....				
11 Meals and entertainment .....				
12 Fines and penalties .....				
13 Judgments, damages, awards, and similar costs .....				
14 Parachute payments .....				
15 Compensation with section 162(m) limitation .....				
16 Pension and profit-sharing .....				
17 Other post-retirement benefits .....				
18 Deferred compensation .....				
19 Charitable contribution of cash and tangible property .....				
20 Charitable contribution of intangible property .....				
21 Charitable contribution limitation/carryforward .....				
22 Domestic production activities deduction (see instrs.)				
23 Current year acquisition or reorganization investment banking fees .....				
24 Current year acquisition or reorganization legal and accounting fees .....				
25 Current year acquisition/ reorganization other costs .....				
26 Amortization/impairment of goodwill .....				
27 Amortization of acquisition, reorganization, and start-up costs .....				
28 Other amortization or impairment write-offs .....				
29 Reserved .....				
30 Depletion .....				
31 Depreciation .....				
32 Bad debt expense .....				
33 Corporate owned life insurance premiums Purchase versus lease .....				
34 (for purchasers and/or lessees) .....				
35 Research and development costs .....				
36 Section 118 exclusion (att. stmt.) .....				
37 Sec. 162(r) - FDIC premiums paid by certain large financial institutions (see instructions) .....				
38 Other expense/deduction items with differences (attach stmt.) .....				
39 <b>Total expense/deduction items.</b> Combine lines 1 through 38. Enter here and on Part II, line 27, reporting positive amounts as negative and negative amounts as positive .....	<b>3,839,341.</b>		<b>-3,839,341.</b>	

**Supplemental Attachment to Schedule M-3**

OMB No. 1545-0123

▶ Attach to Schedule M-3 for Form 1065, 1120, 1120-L, 1120-PC, or 1120-S.  
 ▶ Go to [www.irs.gov/Form1120](http://www.irs.gov/Form1120) for the latest information.

Name of common parent <b>Towns Lodge</b>	Employer identification number [REDACTED]
Name of subsidiary	Employer identification number

**Part I Cost of Goods Sold**

Cost of Goods Sold Items	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1 Amounts attributable to cost flow assumptions				
2 Amounts attributable to:				
a Stock option expense .....				
b Other equity-based compensation .....				
c Meals and entertainment .....				
d Parachute payments .....				
e Compensation with section 162(m) limitation				
f Pension and profit sharing .....				
g Other post-retirement benefits .....				
h Deferred compensation .....				
i Reserved .....				
j Amortization .....				
k Depletion .....				
l Depreciation .....				
m Corporate-owned life insurance premiums ...				
n Other section 263A costs .....				
3 Inventory shrinkage accruals .....				
4 Excess inventory and obsolescence reserves				
5 Lower of cost or market write-downs .....				
6 Other items with differences (attach statement)				
7 Other items with no differences .....				
8 <b>Total cost of goods sold.</b> Add lines 1 through 7 in columns a, b, c, and d. Enter totals on the applicable Schedule M-3. See instructions ...				

LHA For Paperwork Reduction Act Notice, see instructions.

Form **8916-A** (Rev. 11-2019)

**Part II Interest Income**

	Interest Income Item	(a) Income (Loss) per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Income (Loss) per Tax Return
1	Tax-exempt interest income				
2	Interest income from hybrid securities				
3	Sale/lease interest income				
4a	Intercompany interest income - From outside tax affiliated group				
4b	Intercompany interest income - From tax affiliated group				
5	Other interest income <p style="text-align: right;">Stmt 11</p>	186.			186.
6	Total interest income. Add lines 1 through 5 in columns a, b, c, and d. Enter total on the applicable Schedule M-3. See instructions.	186.			186.

**Part III Interest Expense**

	Interest Expense Item	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1	Interest expense from hybrid securities				
2	Lease/purchase interest expense				
3a	Intercompany interest expense - Paid to outside tax affiliated group				
3b	Intercompany interest expense - Paid to tax affiliated group				
4	Other interest expense				
5	Total interest expense. Add lines 1 through 4 in columns a, b, c, and d. Enter total on the applicable Schedule M-3. See instructions.				

Towns Lodge

Form 1120	Interest Income	Statement 1
Description	US	Other
Interest		186.
Total to Form 1120, Line 5		186.

Form 1120	Other Income	Statement 2
Description		Amount
Receipt from Here Not There, Inc.		120,560.
Receipt of Towns Lodge Treasury Tokens		240,000.
Total to Form 1120, Line 10		360,560.

Form 1120	Other Deductions	Statement 3
Description		Amount
General and Administrative		280.
Governance Management Services		20,000.
Tax Return Preparation Services		1,000.
Token Custody Services		17,500.
Total to Form 1120, Line 26		38,780.

Schedule L	Other Current Assets	Statement 4
Description	Beginning of Tax Year	End of Tax Year
Digital Asset: Towns Tokens (TOWNS)		18,200,608.
Prepaid Expenses		280.
Total to Schedule L, Line 6		18,200,888.



Schedule L	Other Current Liabilities	Statement 5	
Description		Beginning of Tax Year	End of Tax Year
Federal Accrued Taxes			67,613.
Total to Schedule L, Line 18			67,613.

Schedule L	Other Liabilities	Statement 6	
Description		Beginning of Tax Year	End of Tax Year
Deferred Income Taxes			3,771,728.
Total to Schedule L, Line 21			3,771,728.

Schedule M-3	Other Income (Loss) Items with Differences			Statement 7	
Description	Income (Loss) per Income Statement	Temporary Difference	Permanent Difference	Income (Loss) per Tax Return	
Unrealized Gain/(Loss)	17,960,608.	-17,960,608.	0.	0.	
Total to M-3, Part II, Line 25	17,960,608.	-17,960,608.	0.	0.	

Schedule M-3	Other Income (Loss) and Expense / Deduction Items with No Differences		Statement 8	
Description		Income (Loss) per Income Statement	Income (Loss) per Tax Return	
Other Income (Loss) - See Statement		360,560.	360,560.	
Other Expense / Deduction - See Statement		-38,780.	-38,780.	
Total to Schedule M-3, Part II, Line 28		321,780.	321,780.	



Schedule M-3 Other Income (Loss) Items with No Differences Statement 9

Description	Income (Loss) per Income Statement	Income (Loss) per Tax Return
Receipt from Here Not There, Inc.	120,560.	120,560.
Receipt of Towns Lodge Treasury Tokens	240,000.	240,000.
Total to Schedule M-3, Part II, Line 28	360,560.	360,560.

Schedule M-3 Other Expense/Deduction Items with No Differences Statement 10

Description	Expense/Deduction per Income Statement	Expense/Deduction per Tax Return
General and Administrative	280.	280.
Governance Management Services	20,000.	20,000.
Tax Return Preparation Services	1,000.	1,000.
Token Custody Services	17,500.	17,500.
Total to Schedule M-3, Part II, Line 28	38,780.	38,780.

Form 8916-A Other Interest Income Statement 11

Description	per Income Statement	Temporary Difference	Permanent Difference	per Tax Return
Interest	186.	0.	0.	186.
Total to Part II, Line 5	186.	0.	0.	186.