

INVESTING CARRIES RISK
FOURTH AMENDED OFFERING MEMORANDUM
MHR Acquisitions, Inc./ Burriss
JOBS ACT - Form Reg. D - Rule 506(c) - stocks

THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION (S.E.C.) DOES NOT PASS UPON THE MERITS OF OR GIVE APPROVAL TO ANY SECURITIES OFFERED OR THE TERMS OF THE OFFERING, OR PASS UPON THE ACCURACY OR COMPLETENESS OF THIS FOURTH AMENDED OFFERING MEMORANDUM, OR ANY PREVIOUS OFFERING MEMORANDUMS, OR ANY OTHER PROMOTIONS MATERIAL. THESE SECURITIES ARE OFFERED PURSUANT TO AN EXEMPTION FROM REGISTRATION WITH THE S.E.C.; HOWEVER, THE S.E.C HAS NOT AND WILL NOT MAKE AN INDEPENDENT DETERMINATION THAT THE SECURITIES OFFERED HEREUNDER ARE EXEMPT FROM REGISTRATION. NOTHING IN THIS FOURTH AMENDED OFFERING CIRCULAR MAY BE TAKEN AS IN ANY WAY, SHAPE, OR FORM, AS AN S.E.C. ENDORSEMENT OF THIS STOCKS OFFERING.



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UNITED STATES SECURITIES AND EXCHANGE COMMISSION CIK # 0001644516
DATE OF THIS FOURTH AMENDED OFFERING: March 16, 2023

DESCRIPTION OF SECURITIES:

Amount of offering: \$2,500,000.00 - stocks/bond matching
The min./ max for the stocks/bond offering is
\$50,000.00/\$2,500,000.00/common/voting/diluted
Asking price: Fifty U.S. cents (\$0.50) per common/voting/diluted share
Total number of shares in this offering: 5,000,000 - on the stocks offering

U.S. investors must be accredited

Pay with crypto or U.S. money

MATERIAL RISKS: Please refer to the contents of this Fourth Amended Offering Memorandum

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I.

NOTICES, INTRODUCTION & QUICK STATS

A.

NOTICES

1. Right of Withdrawal:

**A THREE-DAY WITHDRAWAL
OF ACCEPTANCE PERIOD WILL BE HONORED
FOR SALES**

2. Further Notices:

This Fourth Amended Offering Memorandum contains substantial information about the Issuer, its representative, business and financial condition and certain risk factors associated with the offering and should be reviewed carefully by prospective investors, and replaces the original, First, Second and Third Offering Memorandums.

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B .

INTRODUCTION

MHR Acquisitions, Inc. is a company that has created a consortium for the accumulation of one thousand natural gas wells in the United States.

The primary purpose for the creation of this consortium is to provide for expanded supplies of natural gas in response to real and projected shortages due to world events.

At present in the United States, there are a number of natural gas wells which, due to previously low prices, were made inactive by the owners. A large number of natural gas wells are, in addition, producing and obtaining the higher prices now. Owners of these well fields are interested in cashing out after several years of low prices. A buyer's market, therefore, exists as of the writing of this offering.

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In the interim, improvements in the technology for extraction will provide for a significant increase in the productivity of the wells.

Importantly for the environment, improved vapor reduction units (VRU), will capture harmful environmental gas emissions, returning them back to the well. This process will allow still greater productivity as the process will result in an increase in pressure in the wells, thus boosting the product upwards into the pumps.

Given the considerations shown above, there still remains the further consideration of making sure that traditional returns on investment in the oil and natural gas sector can be understood by the investor. This sector, traditionally, is a cash paying dividend sector. Dividends are intending to be paid to the shareholders on a quarterly basis. In addition, monthly revenue checks are planned on the project.

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C .

QUICK STATS

This offering is made, pursuant to the laws, rules and regulations governing Title II of the JOBS Act, of the Securities and Exchange Commission (S.E.C). These offerings are known, anecdotally, as 'Reg. D' offerings and 'Rule 506(c)' offerings.

1 .

MHR Acquisitions, Inc.

MHR Acquisitions, Inc. has been registered with the United States Securities and Exchange Commission (S.E.C.) since the passage into law of JOBS Act legislation in the year 2013. The S.E.C. registration number, the CIK number, is: 0001644516.

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2 .

Burris Energy, LLC

Burris Energy, LLC, is a Kansas limited liability company. The owners, members of the Burris family, have resided in Coffey County, where the wells are located, for all or most of their lives. The family name maintains the highest reputation in the community.

In the past, the company operated 41 +/- natural gas wells, among several owners of land in Coffey County. The owners will handle the lease changeovers. The County Appraiser will take the coordinates from the previous operations, and map the wells to the current owners in case of any changes. This investment opportunity includes the company's operator license as well as the company's private pipeline, connected to the national pipeline for shipments.

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II .

PROJECT DESCRIPTION

MHR company officials selected the Burris company as the most lucrative to shareholders of 'fast start' projects for the consortium. The considerations shown above, existing wells, improved technology, high selling prices, a private pipeline connected to the national pipeline, and a company with an excellent reputation, will allow the investor to make an informed investment decision.

The Burris company, and the leases and wells, can be viewed on the Internet at: <https://www.shalexp.com/burris-energy-llc>.

A descriptor map of the company's private pipeline may be viewed here: [Burris private pipeline descriptor map](#).

The company information on file with the Office of the Secretary of State for the State of Kansas may be viewed here: [Burris KS SOS company information](#).

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II A .

ADD ON TO FIFTH AMENDED OFFERING MEMORANDUM - SUMMARY OF THE OFFERING ADD ON TO FIFTH AMENDED OFFERING MEMORANDUM - SUMMARY OF THE OFFERING



JOBS Act Rule 506(c) Summary of the announced Offering Circular

This is a JOBS Act Rule 506(c) bond offering made pursuant to the rules and regulations of the United States Securities and Exchange Commission. (S.E.C.)

The bond is made, in addition, so as to qualify as investment property, pursuant to Article 9(46) of the Uniform Commercial Code in the United States.

Holders of the bond must do so for one year at which time the bond can be resold.

This Kansas natural gas field offering has two major revenue producing assets.

First, the gas field has its own private pipeline that connects 41 wells. The field has just a 3-mile radius, and the pipeline within the field is 5 miles long. This system, in turn, allows for delivery directly into the company's port into the national pipeline for sales. Plus, all of the wells have pumps and electricity, so this one is ready to go. With just one field port of entry, all 41 wells can be operating. All have electric pumps and electric connections. The account with the local electric company is still active.

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Second, a major asset is the pipeline connection to the national pipeline. The seller has an account for that connection. That account acts like a toll booth for other producers who do not have a national pipeline connection. Thus, this acquisition will start making money where tanker trucks empty into the company's portal, into the national pipeline. The company charges a fee for that. The sale takes place at market price right at the pipeline, all on the computer these days, so the owners get their royalty payment online, and upon acquisition, MHR will receive its toll money online instantly as well. Of great importance is that one of our other projects, Allen, a huge gas field just 30 miles away, will immediately become our customer for the gas shipments.

Pay with crypto or U.S. money. Accredited investors U.S. Stateside, no accreditation needed for overseas investors. Passive investor income from bond interest, plus regular 30-day revenue share and quarterly dividend.

WE DO NOT GIVE INVESTMENT ADVICE

Everything said in this summary is contained within the four corners of the offering circular that is made a part of this Rule 506(c) offering.

There is nothing in the entire announcement, including in this summary, that can be considered as anything more than an announcement.

There is no offer to sell anything throughout this entire announcement.

There is nothing in this announcement, including in this summary, that, in any way, shape or form, constitutes an endorsement by the United States Securities and Exchange Commission (S.E.C.) of anything in this announcement, in the offering circular, this summary or any uploads onto EDGAR, or in any announcement media presentations, whether pictorial, by motions ad, videos or multimedia vendor companies, like YouTube.

The full offering circular is available by clicking on the link in this section that says: [Full Offering Circular](#)

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The corresponding electronic upload onto the file of the S.E.C., called EDGAR, can be viewed by clicking on this link:[Burris EDGAR file](#)

Any investor, or potential investor, must not rely on the contents of this summary. Instead, such persons must rely solely on the contents of the offering circular and the electronic EDGAR upload as far as this offering is concerned. The investor, or potential investor may rely on other sources of information, attorneys and accountants for example. Any interpretation by the members of those professions as to this offering is between the investor or potential investor and the professional. No professionals are giving advice on behalf of the issuer in this offering, to any investor or potential investor.. With respect to the issuing company here, MHR Acquisitions, Inc., the investor may only rely on the offering circular and the EDGAR upload.

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III .

SHARES PRICING, DESCRIPTION OF SECURITIES, MATCHING BOND

This Rule 506(c) shares offering is made for sales of common/voting/diluted shares at the share price of fifty U.S. cents (\$0.50) per share.

The stocks offering amount is: \$2,500,000.00.

The number of shares in this offering is: 5,000,000.

The min./ max for this offering is \$50,000.00/\$2,500.00.00.

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This Rule 506(c) shares offering has a matching Rule 506(c) bond offering. That offering is listed separately on EDGAR. In addition, that offering has a separate offering circular from this Fourth Amended Offering Circular. Both documents can be accessed on the project website at www.mhrnyc.com. In addition, copies can be requested by using the contact information on that project website.

A separate joint venture offering among this and the Allen offering is also posted on EDGAR and on that website.

IV.

DILUTION & DILUTION PROTECTION

The board has adopted the following dilution formula: a simplified ratio formula of 99:1.

The ratio is based upon management's decision, for this offering, to hold 99% of the shares for the founders, with 1/20 of 1% being available for this offering.

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For substantial investors, the board maintains a flexible policy as far as the shareholder percentage.

In addition, inasmuch as the offerings provide for only one class of shares, thus limiting the protection that founding members and incoming shareholders may achieve, the board has adopted a dilution protection program.

Dilution protection is defined here as keeping constant the shares of all existing shareholders as each new shareholder makes purchases.

As an example, if a new shareholder, SH 1, purchases 100 shares, then, to maintain the 99% ownership of the company, 99 shares will be distributed to the founding shareholders, according to their percentage of ownership of the 99%.

To continue with the example, once a second shareholder, SH 2, makes a purchase, say 100 shares, then SH 1 receives 1 share, and the founders receive an additional 99 shares, distributed as shown above. In this manner, SH 1 never loses his/her voting power, and the potential benefits of his/her investment as the company grows and gains valuation.

Dilution becomes particularly important to the shareholder because dividends are based upon the amount of the dividend, per share. Thus, control becomes less important, being largely replaced by the cash benefits of dividends.

V .

USE OF PROCEEDS

This offering, standing alone, has two components.

First is the actual field of the 41 wells, which are ready to restart.

Second is the existence of the connection to the national pipeline.

This connection is a valuable asset, and will work almost as a separate company entity on this project. The company will earn money by pumping its own product into the national pipeline. In addition, the company will earn substantial and long term revenue by allowing producers to bring their natural gas via tanker truck to that pipeline connection. That asset will generate revenue that is separate from revenue generated by the 41 wells.

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This offering, as a stand alone, is, therefore, limited to the revenue from the 41 wells, and to revenue generated from other producers, but not including the Allen project offering. That offering, and this one, are the subject of a separate joint venture offering.

The offering proceeds from this offering will cover the costs of acquiring the 41-wells/national pipeline connection field, and of making the 41 wells active. All of this can be done approximately 60 days after the closing on the acquisition.

VI.

RISKS RELATED TO THE OFFERING

Risks Related to this Offering, include but are not limited to::

- a) statements of future forecasts, projections and expectations are not statements of returns on investment;
- b) expanded market penetration may not be immediate;
- c) sales of shares will be restricted in accordance with Rule 506(c) and Rule 144;

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d) unforeseen events such as an economic recession may result in less discretionary income which can impact sales;

e) competition from larger producers is significant;

f) fluctuations in the natural gas industry may greatly affect price.

V. A .

EXCEPTIONS TO S.E.C. MEETINGS PROHIBITIONS WITH THE FOUNDER

The general rule of the S.E.C. with regards to this offering is that the investor must make an investment decision based solely on the information shown on the electronic filings and in the offering documents, such as this one.

The S.E.C. does, however, allow certain exceptions. On this offering, because of the complex nature of the exploration, drilling, production, sales, transportation and the relationships between the landowners and also the vendors, the promotions manager believes that certain proprietary information, and explanatory conversations with the Issuer's representative are warranted.

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At the same time, this offering has elicited a large number of inquiries, and among these, are those that can be considered fraudulent and/or made for the purposes of money laundering.

To that end, commencing with this Fifth Amended Offering Circular, all persons making inquiries as to this offering will be required to provide fully transparent information on themselves and their companies. This requirement applies to any finders as well.

If, upon that information being provided and reviewed by the promotions manager, the promotions manager believes that the information is genuine, then the promotions manager will issue a detailed non-disclosure agreement (NDA) to such persons or company representatives.

Upon the signing of such an NDA and the providing of the investor information, the promotions manager will review such information with the Issuer's representative.

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If the Issuer's representative is satisfied that the proposed investor information is genuine, then the promoter will organize a telephone 'meet and greet' introductory telephone conference with the members of the investor team.

Should the parties to such a conversation indicate a continued interest in the investment process, at the request of the investor side, the Issuer's representative will allow an in-person field visit with the Issuer's representative and the members of the investor team.

Inasmuch as the S.E.C. requires that such opportunity be provided to all persons who choose to follow these procedures as written here and uploaded onto the documents section of the project website, in the absence of any future amendments to this section, there will be no further exceptions to these procedures.

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VII.

CONCLUSION

The information contained in this Fourth Amended Offering Memorandum, together with the uploaded Form Reg. D onto EDGAR, constitutes the entire offering.

Subject to the exceptions in this Fourth Amended Offering Memorandum, any other information, anywhere, must be discarded.

Subject to the exceptions in this Fourth Amended Offering Memorandum, the investor should rely solely on the contents of the EDGAR filing, and this Fourth Amended Offering Memorandum.

INVESTING IN THIS OFFERING CARRIES RISK

At: New York City

March 16, 2023

/ s /

David J. Karre, Board ViceChair

ARCHIVIST'S CERTIFICATE

I HEREBY CERTIFY, that on the 16th day of March, 2023, I caused this Fourth Amended Offering Memorandum to be placed onto the investor portal of the website, www.mhrnyc.com, and that I entered this Reg. D Offering Memorandum together with the original signatures, into the corporate records of MHR Acquisitions, Inc., and that I provided a copy to the board members.

/ s /

Anthony Ramos, Project Archivist

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