

OTC Pink Basic Disclosure Guidelines

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

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Profitable Developments, Inc. (Formerly Stratton Holdings, Inc. to Dec 2012, Formerly KIDSational, Inc. to May 2009)

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: Bracken Drive

Address 2: Wolvey

Address 3: UK

Phone: 330 273 6181

Email: info@profitabledevelopments.com

Website(s): www.profitabledevelopments.com

IR Contact

Address 1: _____

Address 2: _____

Address 3: _____

Phone: _____

Email: _____

Website(s): _____

3) Security Information

Trading Symbol: PRDL

Exact title and class of securities outstanding: Common: 104, 672,411

CUSIP: 74317C106

Par or Stated Value: 0.0001

Total shares authorized: 9,000,000,000 as of: 04/30/13

Total shares outstanding: 104,672,411 as of: 04/30/13

Additional class of securities (if necessary):

Trading Symbol: n/a

Exact title and class of securities outstanding: Preference B

CUSIP: n/a

Par or Stated Value: 0.0001

Total shares authorized: 2,000,000 as of: 04/30/13

Total shares outstanding: 2,000,000 as of: 04/30/13

A. Our Preference B Series has a \$.0001 par value.

B. Each holder of Common Stock is entitled to one vote for each share held of record on each matter submitted to vote to stockholders, including election of directors. Stockholders do not have any right to cumulate votes on the election of directors. Each holder of Common Stock is entitled to share ratably in distributions to stockholders and to receive ratably such dividends as may be declared by the Board of Directors out of funds legally available. Therefore, in the event of our liquidation, dissolution or winding up, the holders of Common Stock will be entitled to receive, after payment of all of our debts and liabilities, and of all sums to which holders of any outstanding preferred stock, if any, may be entitled, the distribution of any of our remaining assets. Holders of our Common Stock have no conversion, exchange, sinking fund, redemption or appraisal rights (other than such as may be determined by the Board of Directors in its sole discretion) and

have no preemptive rights to subscribe for any of our securities. There are no provisions in our Articles of Incorporation or By-Laws that would delay, defer or prevent a change of control of the Company.

C. Each holder of Preferred Stock is entitled to convert at one share for each share held on record and is entitled to vote at one thousand votes for each share held on record on each matter submitted to vote to stockholders, including election of directors. Preferred Stock is convertible into Common Stock on a 1-for-1 basis. Stockholders do not have any right to cumulate votes on the election of directors. Each holder of Preferred Stock is entitled to share ratably in distributions to stockholders and to receive ratably such dividends as may be declared by the Board of Directors out of funds legally available. Therefore, in the event of our liquidation, dissolution or winding up, the holders of Preferred Stock will be entitled to receive, after payment of all of our debts and liabilities, and of all sums to which holders of any outstanding common stock, if any, may be entitled, the distribution of any of our remaining assets.

Transfer Agent

Name: Transfer Online, Inc.TM

Address 1: 512 SE Salmon St.

Address 2: Protland

Address 3: OR

Phone: 1-800-961-1202

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

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

Depository Chill from DTCC

Describe any trading suspension orders issued by the SEC in the past 12 months.

None.

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

1200:1 stock split, name and symbol change enacted on 12/24/2012

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity 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, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

n/a

B. Any jurisdictions where the offering was registered or qualified;

n/a

C. The number of shares offered;

n/a

D. The number of shares sold;

n/a

E. The price at which the shares were offered, and the amount actually paid to the issuer;

n/a

F. The trading status of the shares; and

n/a

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

n/a

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otcq.com in the field below.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

- A. a description of the issuer's business operations;

With the implementation of the Company's in-house developed software package that identifies residential property

owners in distress, the Management team believes it will have a substantial market edge over others in this space. The software monitors areas of the market that are at the right curve for acquisition and delivers invaluable information to the management team to assist it in the pricing of the deal. The management information that the software provides to the team will give it a real market edge.

Our business model is to market the company to a consistent stream of motivated sellers that are willing to accept discounted wholesale prices for their property. The properties are to be primarily held for a period no shorter than 36 months with a view to generating a \$2.0m asset value on the balance sheet at the end of the 36 months as the property market gains momentum through the expected global economic recovery. The company will pay all closing costs and will not use real estate agents to execute the transaction, thus eliminating agent's fees.

The company has identified properties in Detroit that can be acquired either individually or as a group and have a guaranteed rental stream for the subsequent 36 months. The properties have existing tenants that will generate monthly revenues from acquisition. Cash buyers are accepted with discounts and the company believes it can negotiate a substantial discount against retail price.

The Company has identified properties in Florida that have seen a drop of c.80% in their value since 2009 and the Management team believes that a mix of short and long term rental will provide income to support the company's activities in this region. There is now starting to be the groundswell of a fast and veracious recovery in the housing market here, moreover, offering a considerably stronger balance sheet and revenue stream from rentals.

Due to the rental income from the properties, the Company believes that 90% of its operating costs will come from revenue and that the Companies Equity will be used only for Capital Expenditure, meaning limited dilution for the shareholder base throughout 2013, 14 and 15 when properties are acquired. Any dilution of shareholders would be matched with an increase in assets in the balance sheet, which should serve to increase the value of each shareholder's holding. The Company informs shareholders that the value of their share holding could go down as well as up and is not in a position to accurately predict the PPS over the coming 36 months. The Company will, however, operate on the principle of matching an increase in issued share capital with a similar increase in the assets listed on the Balance Sheet.

Often, there is not a substantial difference between our offer and the net cash an owner would receive by listing their property with an agent. When listing with an agent, the owner will pay 6% of the sales price in agent's fees and 4% in closing costs. We can close on a property in as little as seven days, while the average days on the market for a house listed with an agent is fifty to sixty in our region, in addition to a thirty-day escrow. Our value proposition of an all-cash offer with a fast escrow close is often a good option for the owner/seller who recognizes the benefit of speed to cure their financial situation.

We are an operating business and we have never been a shell company.

We do not believe that any federal, state or local regulations will have a material effect upon our business.

We have not incurred and do not anticipate incurring costs in complying with federal, state and local environmental laws.

B. Date and State (or Jurisdiction) of Incorporation:

Nevada, 07/14/1998

C. the issuer's primary and secondary SIC Codes;

6513

D. the issuer's fiscal year end date;

December

E. principal products or services, and their markets;

As outlined in section '6', sub-section 'A'

7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The corporation operates out of two offices in the UK comprising of c.500sq feet. The offices are on a short-term lease and can grow as the business requires more space.

8) Officers, Directors, and Control Persons

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

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Mr. P. Clewlow, 60, *CEO & Chairman of the Board of Directors* – Mr. Clewlow served in Her Majesty's Armed Forces from 1976 until 1984 as a military accountant (R.A.P.C.) and is now a fully qualified member of the Institute of Certified Bookkeepers in the UK. (MICB, CB Dip, PM Dip.) He has passed the Institute of Certified Bookkeepers Practising Certificate No 5651. (equiv. ACMA). He has a Book Keeping practice where he serves around 20 European businesses both in their regional needs but also acts for several businesses as their M & A adviser. Mr. Clewlow brokers high net value deals across Europe and the US for several of his clients, which include Publically Listed Companies in the US. Mr. Clewlow is neither a director nor an officer of a public company filing reports in accordance with the Securities Act of 1934.

Mr. C. Grant, 40, *President, Chief Operating Officer and Corporate Secretary* – Mr. Grant's With 15 years of Engineering Management Experience behind him, Mr. Grant has been involved in brick and mortar businesses since starting as a European Engineer in 2005. As a leading force behind the business, Carl has travelled across Europe and the USA and has been diligently securing contracts with realtors, property developers and home owners for the past 24 months in preparation for the launch in 2013. Mr. Grant is neither a director nor an officer of a public company filing reports in accordance with the Securities Act of 1934.

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None.

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

None.

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

None.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None.

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Mr. Clewlow owns 600,000 Preference B Series Stock as does Mr. Grant.

For the purposes of this document, all officers' addresses are assumed to be the corporate office address.

Mr. Eric Stratton owns 800,000 Preference B Series Stock.

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: _____

Firm: _____

Address 1: _____

Address 2: _____

Phone: _____

Email: _____

Accountant or Auditor

Name: _____

Firm: _____

Address 1: _____

Address 2: _____

Phone: _____

Email: _____

Investor Relations Consultant

Name: _____

Firm: _____

Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

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).

The certifications shall follow the format below:

I, Paul Clewlow certify that:

1. I have reviewed this Quarterly Statement period ending March 31st 2013 of Profitable Developments, 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.

June 21st 2013 [Date]

_____ [CEO's Signature]



_____ [CFO's Signature]

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

Chief Executive Officer [Title]

Registered number
OTC PINK (PRDL)

PROFITABLE DEVELOPMENTS INC

Report and Accounts
For the 3 Month Period Ended
31 March 2013

PROFITABLE DEVELOPMENTS INC
Balance Sheet
as at 31 March 2013

	Notes	2013 \$
Fixed assets		
Tangible assets	2	115,000
Current assets		
Accounts Payable	3	11,939
Cash at bank and in hand		-
		<u>11,939</u>
Creditors: amounts falling due within one year	4	(196,077)
Net current liabilities		<u>(184,138)</u>
Total assets less current liabilities		<u>(69,138)</u>
Creditors: amounts falling due after more than one year	5	(166,265)
Net liabilities		<u>(235,403)</u>
Capital and reserves		
Called up share capital	6	12,467
Additional paid in Capital	7	1,166,494
Accumulated Deficit	8	(1,414,364)
Stockholders Equity		<u>(235,403)</u>

PROFITABLE DEVELOPMENTS INC			
INCOME STATEMENT	US\$	US\$	US\$
Period Ending	3 Months 31 March 2013	Year End 31 December 2012	31 December 2011
Total Revenue	0	0	445
Cost of Revenue	0	0	0
Gross profit	<u>0</u>	<u>0</u>	<u>445</u>
Operating Expenses:			
Research & Development	0	0	0
Selling, General and Administrative	51,939	152,533	120,019
Non Recurring	0	0	150,468
Others	0	0	0
Total Operating Expenses	<u>51,939</u>	<u>152,533</u>	<u>270,487</u>
Operating Income or (Loss)	<u>(51,939)</u>	<u>(152,533)</u>	<u>(270,042)</u>
Income from Continuing Operations:			
Total Income/Expenses Net	0	0	0
Earnings before Interest and Taxes	(51,939)	(152,533)	(270,042)
Interest Expense	0		14,650
Income before Tax	(51,939)	(152,533)	(284,692)
Income Tax Expense	0	0	0
Minority Interest	0	0	0
Net income from Continuing Ops	<u>(51,939)</u>	<u>(152,533)</u>	<u>(284,692)</u>
Non Recurring Events:			
Discontinued Operations	0	0	0
Extraordinary Items	0	0	0
Effect of Accounting Changes	0	0	0
Other Items	0	0	0
Net Income	<u>(51,939)</u>	<u>(152,533)</u>	<u>(284,692)</u>
Preferred Stock and other adjustments	0	0	0
Net Income Applicable to Common	<u><u>(51,939)</u></u>	<u><u>(152,253)</u></u>	<u><u>(284,692)</u></u>

PROFITABLE DEVELOPMENTS INC
Notes to the Accounts
for the period from 1 January 2013 to 31 March 2013

1 Accounting policies

Basis of preparation

The accounts have been prepared under the historical cost convention.

Turnover

Turnover represents the value of work carried out in respect of services provided to customers.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction.

2 Tangible fixed assets

	Plant and machinery etc \$
Cost	
At 1 January 2013	115,000
At 31 March 2013	<u>115,000</u>
Depreciation	
At 31 March 2013	<u>-</u>
Net book value	
At 31 March 2013	<u>115,000</u>
At 31 December 2012	<u>115,000</u>

3 Debtors

	2013 \$
Trade debtors	<u>11,939</u>

4 Creditors: amounts falling due within one year

	2013 \$
Bank loans and overdrafts	1,454
Trade creditors	<u>194,623</u>
	<u>196,077</u>

PROFITABLE DEVELOPMENTS INC
Notes to the Accounts
for the period from 1 January 2013 to 31 March 2013

5 Creditors: amounts falling due after one year			2013
			\$
Other creditors			<u>166,265</u>
6 Share capital	Nominal value	2013 Number	2013 \$
Allotted, called up and fully paid:			
Preference shares	\$.001	2,000,000	2,000
Ordinary shares	\$.0001	104,672,411	<u>10,467</u>
			<u>12,467</u>
	Nominal value	Number	Amount \$
Shares issued during the period:			
Preference shares	\$.001	1,600,000	1,400
Ordinary shares	\$.0001	104,596,321	<u>10,459</u>
			<u>11,859</u>
7 Additional paid in Capital			2013 \$
At 1 January 2013			1,166,494
Shares issued			
At 31 March 2013			<u>1,166,494</u>
8 Profit and loss account			2013 \$
Accumulated Loss:			
At 1 January 2013			(1,362,425)
Loss for the period			(51,939)
At 31 March 2013			<u>(1,414,364)</u>

PROFITABLE DEVELOPMENTS INC**Notes to the Accounts****for the period from 1 January 2013 to 31 March 2013****Statement of Changes in Shareholders Equity
for the period March 31st 2013**

PREFERRED STOCK		Issued	Value \$
\$0.001			
Balance as at 1st January 2013		600,000	600
Issued in period		1,400,000	1,400
Balance as at 31st March 2013		2,000,000	2,000
Total Preferred Stock	A	2,000,000	2,000
COMMON STOCK			
\$0.0001			
Balance as at 1st January 2013		76,090	8
Shares issued in period		104,596,321	10,459
Balance as at 31st March 2013	B	104,672,411	10,467
TOTAL EQUITY	A+B	<u>106,672,411</u>	<u>12,467</u>

PROFITABLE DEVELOPMENTS INC**Notes to the Accounts****for the period from 1 January 2013 to 31 March 2013****Statement of Cash flows**

Cash Flows from Operating

Activities:

Net Loss (51,939)

Increase in Creditors 52,539

Net Movement (600)

Provided by;

cash at beginning of period 600

cash at end of period -

Net Movement (600)