

UNION EQUITY INC.

customers with solutions

Union Equity, Inc.

Consolidated Unaudited Financial Statements

Quarter Ended September 30th, 2014

Union Equity-Union Equity Investments
Profit & Loss
July through September 2014

	Jul - Sep 14	Apr - Jun 14
Ordinary Income/Expense		
Income:		
Sales Income		74,400
Total Income		74,400
Cost of Goods Sold		
COGS	2,237	1,175
Merchant Account Fees		147
Subcontracted Services	3,000	2,796
Metals Purchased for Delivery		31,601
Total COGS	5,237	35,719
Gross Profit	-5,237	38,681
Expense		
Accounting Services for Public	1,500	
Advertising and Promotion	402	70
Automobile Expense		341
Bank Service Charges	180	407
Business Licenses and Permits	796	
Computer and Internet Expenses	202	683
Consulting Fees		2,963
Dues and Subscriptions	81	46
Gas	0	169
Janitorial		91
Legal	878	
Interest Expense		79
Meals and Entertainment		676
Office Supplies	264	
Printing and Reproduction	62	446
Professional Fees	1,000	2,352
Rent Expense		3,215
Telephone Expense	1,073	1,370
Tolls		34
Travel Expnese		233
Utilities	648	
Total Expense	7,087	13,175
Net Ordinary Income	-12,324	25,506
Other Income/Expense		
Other Income		
Interest Income	1	1,270
Total Other Income	1	1,270

Union Equity-Union Equity Investments
Profit & Loss
July through September 2014

	Jul - Sep 14	Apr - Jun 14
Net Other Income	1	1,270
Net Income	-12,324	26,776

Union Equity-Union Equity Investments
Balance Sheet
As of September 30, 2014

	Sep 30, 14	Jun 30, 14
ASSETS		
Current Assets		
Checking/Savings		
Operating Account	1,008.19	15989.00
Total Checking/Savings	1,008.19	15,989.00
Total Current Assets	1,008.19	15,989.00
Fixed Assets		
Accumulated Depreciation	-1,404.00	-1,404.00
Computers and Equipment	2,450.00	2,450.00
Furniture and Equipment	6,400.00	6,400.00
Total Fixed Assets	7,446.00	7,446.00
Other Assets		
Investment in Subsidiaries	85,000.00	85,000.00
Metals Reserve	26,490.00	26,490.00
World Currency & Precious Metal	30,000.00	30,000.00
Total Other Assets	141,490.00	141,490.00
TOTAL ASSETS	**149,944.19**	**164,925.00**
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable		
Accounts Payable Trade	612.93	0
Total Accounts Payable	612.93	
Other Current Liabilities		
Master Card Platinum		4306.34
Shareholder Advances	1,036.31	
Total Other Current Liabilities	1,036.31	
Total Current Liabilities	1,649.24	4306.34
Total Liabilities	1,649.24	4306.34
Equity		
Additional Paid in Capital	140,342.70	140,342.70
Capital Stock	20,000.00	20,000.00
Retained Earnings	-26,500.00	-26,500.00
Net Income	14,452.25	26,775.96
Total Equity	148,294.95	160,618.66

Union Equity-Union Equity Investments
Balance Sheet
As of September 30, 2014

	Sep 30, 14	Jun 30, 14
TOTAL LIABILITIES & EQUITY	149,944.19	164,925.00

Union Equity-Union Equity Investments
Statement of Cash Flows
January through September 2014

	Jan - Sep 14
OPERATING ACTIVITIES	
Net Income	14,452.25
Adjustments to reconcile Net Income to net cash provided by operations:	
Accounts Payable Trade	612.93
Shareholder Advances	1,036.31
Net cash provided by Operating Activities	16,101.49
INVESTING ACTIVITIES	
Metals Reserve	-26,490.00
World Currency & Precious Metal	-30,000.00
Net cash provided by Investing Activities	-56,490.00
FINANCING ACTIVITIES	
Additional Paid in Capital	21,396.70
Net cash provided by Financing Activities	21,396.70
Net cash increase for period	-18,991.81
Cash at beginning of period	20,000.00
Cash at end of period	**1,008.19**

Union Equity-Union Equity Investments

Consolidated
Statement of Shareholders Equity

For the quarter ended June 30th 2014

	Common Stock		Common Stock. Comp.		Preferred - Series A		Preferred - Series B		Additional Paid in	Additional Paid in		Retained	
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Capital	Capital-Rest.	Dividends	Earnings	Total
As of 1213112011	1,388,502	2,096			300,000	0			505,745		(409,801)	376,002	474,742
Common stock issued	456,000,000	46							4,514				4,560
Common stocks issued-Restricted			2,000,000,000							2,500			2,500
Preferred stock issued					1,000,000	0			10				10
Current Period Net Income												71,822	71,822
As of March 31,2012	457,886,502	2,141	2,000,000,000		1,300,000	0			510,269	2,500		447,824	553,734
Common stock issued	1,300,000,000	130							239,870				240,000
Acquisitions - stock to be issued									1,050,000				1,050,000
Common stocks issued-Restricted									336,462	3,500			339,962
Preferred stocks issued							216,264	0	60,166				60,166
Current Period Net Income												(187,725)	(187,725)
As of Juno 30,2012	1,747,886,502	2,270	2,000,000,000		1,300,000	0	216,264	0	2,196,767	6,000		260,099	2,056,037
									145,000				145,000
Common stock issued	1,300,000,000												
Acquisitions - stock to be issued													
Common stocks issued-Restricted													
Preferred stocks issued					1,000,000								
Current Period Net Income												174,504,68	
													174,504.68
As of September 30,2012	3,047,886,502	2,270	2,000,000,000		2,300,000	0	216,264	0	2,196,767	6,000		434,603.68	2,375,542
As of Decmeber 31,2012	3,047,886,502	2,270	2,000,000,000		2,300,000	0	216,264	0	2,196,767	6,000		434,603.68	2,375,542
As of Decmeber 31,2013	3,047,886,502	2,270	2,000,000,000		2,300,000	0	216,264	0	2,196,767	6,000		434,603.68	2,375,542
As of Jun e30,2014	3,047,886,502	2,270	2,000,000,000		2,300,000	0	216,264	0	2,196,767	6,000		434,603.68	2,375,542
As of Sept 30,2014	3,047,886,502	2,270	2,000,000,000		2,300,000	0	216,264	0	2,196,767	6,000		434,603.68	2,375,542

(1) Summary of Significant Accounting Policies

(a) Description of Business

Union Equity, Inc. (the "Company") is a Delaware corporation initially established in Nevada in 1997 then reincorporated in Delaware in 2004. The Company has been involved in a number of small ventures. On May 21, 2010, the Company's controlling shareholder, CEO and Chairman approved a corporate reorganization whereby his preferred and common shares were retired and new investors purchased 10,000,000,000 pre-split shares of newly issued restricted common stock. Concurrent with this transaction, the Company acquired a wholly owned subsidiary, Union Equipment Leasing, Inc. Union Equipment Leasing, whose primary business is to lease semi-tractors to operators, was the primary operating entity in the reorganized Company. On September 22, 2010, the Company completed a 1-for-10,000 reverse stock split. On May 9, 2012 the Company entered into the all-natural cosmetic business and discontinued all trucking related operations. Related to this decision, the Company purchased two companies; Natural Product Laboratories, LLC, on May 9, 2012, and Only Natural, Inc., on June 20, 2012. Additionally, on May 22, 2012, the Company sold its primary trucking business and related assets and liabilities for $ 750,000.

Another wholly-owned subsidiary, Union Equity Investments Inc., was formed on May 19, 2011 in the state of Florida. Union Equity Investments providing management skills for small public companies.

In September of 2011, Union Equity Investments entered into a contract to purchase Bio Fusion Inc., a company that furnishes and distributes cleaning materials.

On November 15, 2011, the Company leased office space to share with Union Equity Investments.

The accompanying consolidated financial statements include the accounts of Union Equity Inc., Natural Product Laboratories, Inc., Only Natural, Inc., Union Equipment Leasing, Inc., American Truck Leasing and Management, Inc., Union Equity Investments, Inc. and Easy Semi Truck Leasing America, LLC , the Company's current and former wholly owned subsidiaries.

When the Company does not have a controlling interest in an entity, but exerts significant influence over the entity, the Company applies the equity method of accounting. All significant intercompany balances and transactions have been eliminated in consolidation.

(b) Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted 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 date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant items subject to such estimates and assumptions include the useful lives of fixed assets and intangible assets; allowances for doubtful accounts and sales returns; deferred tax assets, inventory, investments, notes receivable; income tax uncertainties and other contingencies. The current economic environment has increased the degree of uncertainty inherent in those estimates and assumptions.

(c) Cash and Cash Equivalents

The Company considers all highly liquid investments with a maturity of three months or less when

purchased to be cash equivalents. The Company maintains its cash in bank deposit accounts, which at times may exceed federally insured limits. The Company has not experienced any losses in such accounts.

Union Equity-Union Equity Investments.

Notes to Financial Statements

September 30th , 2014

(1) Summary of Significant Accounting Policies

(a) Description of Business

Union Equity, Inc. (the "Company") is a Delaware corporation, initially established in Nevada in 1997 then reincorporated in Delaware in 2004. The Company has been involved in a number of smaller ventures, more recently involved in real estate. On May 21, 2010, the Company's controlling shareholder, CEO and Chairman approved a corporate reorganization whereby his preferred and common shares were retired and new investors purchased 10,000,000,000 pre-split shares of newly issued common stock. Concurrent with this transaction, the new shareholders acquired a wholly owned subsidiary, Union Equipment Leasing, Inc. Union Equipment Leasing, whose primary business model is to lease semi-tractors to operators, will initially, is the primary operating entity in the reorganized company. On September 22, 2010, the Company completed a 1- for-10,000 reverse stock split. On May 9, 2012 the Company decided to enter into the all-natural cosmetic business and discontinued all trucking related operations. Related to this decision, the company purchased two companies; Natural Product Laboratories, LLC on May 9, 2012 and Only Natural, Inc. on June 20, 2012. Additionally, on May 22, 2012, the Company sold its primary trucking business and related assets and liabilities.

The accompanying consolidated financial statements include the accounts of Union Equity, Inc., Natural Product Laboratories, Inc., Only Natural, Inc., Union Equipment Leasing, Inc., American Truck Leasing and Management, Inc., and Easy Semi Truck Leasing America, LLC , its wholly owned subsidiaries.

When the Company does not have a controlling interest in an entity, but exerts significant influence over the entity, the Company applies the equity method of accounting. All significant intercompany balances and transactions have been eliminated in consolidation.

(b) Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted 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 date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant items subject to such estimates and assumptions include the useful lives of fixed assets and intangible assets; allowances for doubtful accounts and sales returns; deferred tax assets, inventory, investments, notes receivable; income tax uncertainties and other contingencies. The current economic environment has increased the degree of uncertainty inherent in those estimates and assumptions.

(c) Cash and Cash Equivalents

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. The Company maintains its cash in bank deposit accounts, which at times may exceed federally insured limits. The Company has not experienced any losses in such accounts.

(d) Other Current Assets

Other current assets reflect payments made to Company, but being held by payment processor at the end of the reporting period.

(e) Notes Receivable

Notes receivable relates to a financing arrangement associated with the sale of the Company's truck leasing business. The Company has not and does not intend to sell this receivable. Amounts collected on the note receivable are included in net cash provided by operating activities in the consolidated statements of cash flows.

The Company maintains an allowance for doubtful accounts which is the Company's best estimate of the amount of credit losses in the Company's existing notes. The allowance is determined on an individual note basis pursuant to FASB ASC Subtopic 310-10, *Receivables – Overall* (Statement No. 114, *Accounting by Creditors for Impairment of a Loan)* if it is probable that the Company will not collect all principal and interest contractually due. The impairment is measured based on the present value of expected future cash flows discounted at the note's effective interest rate. The Company does not accrue interest when a note is considered impaired. When ultimate collectability of the principal balance of the impaired note is in doubt, all cash receipts on impaired notes are applied to reduce the principal amount of such notes until the principal has been recovered and are recognized as interest income thereafter. Impairment losses are charged against the allowance and increases in the allowance are charged to bad debt expense. Notes are written off against the allowance when all possible means of collection have been exhausted and the potential for recovery is considered remote. No provision for uncollectible notes at June 30, 2012 and December 31, 2011 was considered necessary based upon management's estimate of future uncollectible notes.

(f) Inventories

Inventories are stated at the lower of cost or market. The cost of inventories includes raw materials, direct labor, and manufacturing overhead. Cost is determined on a weighted average basis. Raw materials consist primarily of surveillance and telecom network equipment and supplies expected to be manufactured or assembled prior to sale, while finished goods represents various manufactured and assembled products ready for sale.

(g) Investments

Investments in unconsolidated joint venture's or affiliates ("joint ventures") over which the Company has significant influence are accounted for under the equity method of accounting, whereby the investment is carried at the cost of acquisition, plus the Company's equity in undistributed earnings or losses since acquisition. Investments in joint ventures over which the Company does not have the ability to exert significant influence over the investees' operating and financing activities are accounted for under the cost method of accounting.

(lt) Property and Equipment

Property and equipment are stated at cost. It is the policy of the Company to capitalize items greater than or equal to $1,000. Depreciation on plant and equipment is calculated on the straight-line

method over the estimated useful lives of the assets, normally 5 years. Repair and maintenance costs are expensed as incurred.

(i) Revenue Recognition

Revenue from the leasing of equipment is recognized when equipment has been delivered to and accepted by the customer, the monthly lease price is fixed or determinable, collection is probable, and any future obligations of the Company are insignificant. Payments are auto-deducted from the lessee's bank account or charged to the lessees approved credit card, in advance of the current lease period.

(j) Concentration of Risk

Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash and cash equivalents and trade accounts receivable. The Company's investment policy is to invest in low risk, highly liquid investments. The Company currently has two contracts that comprise the majority of its sales and trade accounts receivable both of which are with the U.S. government. The Company's raw materials are readily available, and the Company is not dependent on a single supplier or only a few suppliers.

(k) Leases Commitments and Contingencies

Liabilities for loss contingencies arising from claims, assessments, litigation fines, and penalties and other sources, are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated. Legal costs incurred in connection with loss contingencies are expensed as incurred.

(l) Fair Value Measurements

On January 1, 2008, the Company adopted the provisions of FASB Statement No. 157, *Fair Value Measurements,* (included in ASC Topic 820, *Fair Value Measurements and Disclosures)* for fair value measurements of financial assets and financial liabilities and for fair value measurements of nonfinancial items that are recognized or disclosed at fair value in the financial statements on a recurring basis. Statement 157 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC Topic 820 (Statement 157) also establishes a framework for measuring fair value and expands disclosures about fair value measurements See note 4.

On January 1, 2009, the Company adopted the provisions of ASC Topic 820 (Statement 157) to fair value measurements of nonfinancial assets and nonfinancial liabilities that are recognized or disclosed at fair value in the financial statements on a nonrecurring basis.

(m) Fair Value Option

In February 2007, the FASB issued Fair Value Option provisions of the Subsections of ASC Subtopic 825-10, *Financial Instruments- Overall,* (included in FASB Statement No. 159, *The Fair Value Option for Financial Assets and Financial Liabilities).* ASC Subtopic 825-10 (Statement 159) gives the Company the irrevocable option to report most financial assets and financial liabilities at fair value on an instrument-by-instrument basis, with changes in fair value reported in earnings. The

Company adopted the Fair Value Option provisions of the Subsections of ASC Subtopic 825-10 as of January 1, 2008, but it had no impact on its financial condition or results of operations as the Company did not elect to apply the fair value options.

(n) Recently Issued Accounting Standards

The FASB issued ASU 2009-16, Transfers and Servicing (Topic 860): Accounting for Transfers of Financial Assets (FASB Statement No. 166, *Accounting for Transfers of Financial Assets – an amendment of FASB Statement No. 140)* in December 2009. ASU 2009-16 removes the concept of a qualifying special-purpose entity (QSBE) from ASC Topic 860, Transfers and Servicing, and the exception from applying ASC 810-10 to QSPEs, thereby requiring transferors of financial assets to evaluate whether to consolidate transferees that previously were considered QSPEs. Transferor-imposed constraints on transferees whose sole purpose is to engage in securitization or asset-backed financing activities are evaluated in the same manner under the provisions of the ASU as transferor-imposed constraints on QSPEs were evaluated under the provisions of Topic 860 prior to the effective date of the ASU when determining whether a transfer of financial assets qualifies for sale accounting. The ASU also clarifies the Topic 860 sale-accounting criteria pertaining to legal isolation and effective control and creates more stringent conditions for reporting a transfer of a portion of a financial asset as a sale. The ASU is effective for periods beginning after December 15, 2009, and may not be early adopted. The Company expects that the adoption of ASU 2009-16 will not have a material impact on its consolidated financial statements.

The FASB issued ASU 2009-17, Consolidations (Topic 810): Improvements to Financial Reporting by Enterprises Involved with Variable Interest Entities (FASB Statement No. 167, *Amendments to FASB Interpretation No. 46(R)) in* December 2009. ASU 2009-17, which amends the Variable Interest Entity (VIE) Subsections of ASC Subtopic 810-10, Consolidation – Overall, revises the test for determining the primary beneficiary of a VIE from a primarily quantitative risks and rewards calculation based on the VIE's expected losses and expected residual returns to a primarily qualitative analysis based on identifying the party or related-party group (if any) with (a) the power to direct the activities that most significantly impact the VIE's economic performance and (b) the obligation to absorb losses of, or the right to receive benefits from, the VIE that could potentially be significant to the VIE. The ASU requires kick-out rights and participating rights to be ignored in evaluating whether a variable interest holder meets the power criterion unless those rights are unilaterally exercisable by a single party or related party group. The ASU also revises the criteria for determining whether fees paid by an entity to a decision maker or another service provider are a variable interest in the entity and revises the Topic 810 scope characteristic that identifies an entity as a VIE if the equity-at-risk investors as a group do not have the right to control the entity through their equity interests to address the impact of kick-out rights and participating rights on the analysis. Finally, the ASU adds a new requirement to reconsider whether an entity is a VIE if the holders of the equity investment at risk as a group lose the power, through the rights of those interests, to direct the activities that most significantly impact the VIE's economic performance, and requires a company to reassess on an ongoing basis whether it is deemed to be the primary beneficiary of a VIE. ASU 2009-17 is effective for periods beginning after December 15, 2009 and may not be early adopted. The Company expects that the adoption of ASU 2009-17 will not have a material impact on its consolidated financial statements.

In October 2009, the FASB issued ASU 2009-13, Revenue Recognition (Topic 605): Multiple-Deliverable Revenue Arrangements (EITF Issue No. 08-1, Revenue *Arrangements with Multiple Deliverables).* ASU 2009-13 amends ASC 650-25 to eliminate the requirement that all undelivered elements have vendor specific objective evidence of selling price (VSOE) or third party evidence of selling price (TPE) before an entity can recognize the portion of an overall arrangement fee that is attributable to items that already have been delivered. In the absence of VSOE and TPE for one or more delivered or undelivered elements in a multiple-element arrangement, entities will be required to estimate the selling prices of those elements. The overall arrangement fee will be allocated to each element (both delivered and undelivered items) based on their relative selling prices, regardless of whether those selling prices are evidenced by VSOE or TPE or are based on the entity's estimated selling price. Application of the "residual method" of allocating an overall arrangement fee between delivered and undelivered elements will no longer be permitted upon adoption of ASU 2009-13. Additionally, the new guidance will require entities to disclose more information about their multiple-element revenue arrangements. ASU 2009-13 is effective prospectively for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010. Early adoption is permitted. The Company expects that the adoption of ASU 2009-13 will not have a material impact on its consolidated financial statements.

(2) Equity

Common Stock – the Company has authorized 7,000,000,000 of common stock with a par value of $0.0000001. Outstanding common shares, as of December 31, 2012 and June 30, 2012, were 1,886,502 and 3,747 886,502, respectively. As of June 30, 2012 2,000,000 000 shares are restricted.

Preferred Stock – the Company has authorized 2,000,000 shares of preferred stock with a par value of $0.0000001.

Series A- as of June 30, 2012 and December 31, 2012, the Company has 1,300,000 and 300,000, respectively, shares of Preferred Stock-Series A outstanding

Series B -as of June 30, 2012 and December 31, 2012, the Company had 216,264 and -0-, respectively, shares of Preferred Stock-Series B outstanding

On August 11th, 2010, Mr. Lance contributed all ownership interest in CML III Funding, Inc. to the Martha D. Lance Irrevocable Marital Trust. CML III Funding, Inc. owns all 300,000 shares of Series A Preferred Stock and 785,001 shares of common stock.

The vote of the holders of a majority of the Series A Preferred shall at all times constitute 51% of all votes of the holders of the shares of Common Stock entitled to vote thereon and the vote of the holders of a majority of the Series A Preferred shall have the power to approve, ratify or decline any actions to be taken by the holders of the Common Stock.

As per an Executive Employment Agreement, dated October 18, 2012, by and among Union Equity, Inc. and Susan Lamm, the Chief Executive Officer of the Company, Ms. Lamm was issued 1,000,000 Series A shares.

(3) **Note Receivable**

On May 22, 2012 the Company sold its Union Equipment Leasing, Inc. subsidiary, including all the trucking assets related to that business, for a $750 000 note receivable. As of June 30, 2012, no payments had been made on the Note Weekly payments were to begin on July 1 2012.

The note has been canceled due to nonpayment, and the assets written off as of maintenance on old vehicles and insurance were too high and costly to continue operations.

(4) Fixed Assets

The Company's primary fixed assets is its ownership of Union Equity Investments, Inc.

(5) Related Party Transactions

American Truck Leasing, LLC ("ATLI) an entity managed but not owned by Mr. Charles Lance, owed approximately $22,455, on a consolidated basis, to the Company at December 31, 2012 and owed $146,039 at June 30, 2012.

As the result of amount owed by Easy Semi Truck Leasing America, Inc., a subsidiary of Union Equity, Inc., to American Truck Leasing, funds were not available for truck purchases. The receivable from American Truck Leasing, LLCl , being primarily for revenues received by ATLI for Union Equipment Leasing Inc., a Union Equity s wholly owned subsidiary, is offset by the liability from the truck purchases.

On May 21, 2010, Union Equity acquired RDJ Financial Services, Inc. and Union Equipment Leasing, Inc. from CML in exchange for 300,000 shares of Series A Convertible Preferred Stock.

(6) Leases and Commitments

On May 10, 2011, the Company signed a lease agreement with HIV-KC Orlando, LLC with terms of 39 months, for its main office 1750 North Street, Orlando. The lease expires on August 31, 2014. The average future monthly rental under the operation leases is $5,640.00

(7) Common Stock Transactions

On January 6, 2012, the Board of Directors of the Company approved the issuance of 80,000,000 shares of restricted common stock to Quail Management in consideration of Eight Hundred and 00/00 dollars ($800.00) in debt that Union Equity, Inc. owed to Quail Management following the debt assignment agreement signed, and approved by the Board of Directors, between Union Equity, Inc. and RDJ Financial Services, Inc., Union Equipment Leasing, Inc., a wholly owned Union Equity subsidiary. The Company relied on Rule 3(a) (9)

On January 6, 2012, the Board of Directors of the Company approved the issuance of 92,000,000 shares of restricted stock to Financial Providence Services in consideration of Nine Hundred twenty and 00/00 dollars ($920.00) in debt that Union Equity, Inc. owed to Financial Providence Services following the debt assignment agreement signed, and approved by the Board of Directors, between Union Equity, Inc. and RDJ Financial Services, Inc., n/k/a Union Equipment Leasing, Inc., a wholly owned Union Equity subsidiary. The Company relied on Rule 3(a) (9).

On January 6, 2012, the Board of Directors of the Company approved the issuance of 89,000,000 shares of restricted common stock to Richard Hewson in consideration of Eight Hundred ninety and 00/00 dollars ($890.00) in debt that Union Equity, Inc. owed to Richard Hewson following the debt assignment agreement signed, and approved by the Board of Directors, between Union Equity, Inc. and RDJ Financial S e r v i c e s, Inc., Union Equipment Leasing, Inc., a wholly owned Union Equity subsidiary. The Company relied on Rule 3(a) (9).

On January 6, 2012, the Board of Directors of the Company approved the issuance of 88,000,000 shares of restricted stock to Titan Wealth Ventures Inc. in consideration of Eight Hundred eighty and 00/00 dollars ($880.00) in debt that Union Equity, Inc. owed to Titan Wealth Ventures Inc. following the debt assignment agreement signed, and approved by the Board of Directors, between Union Equity, Inc. and RDJ Financial Services, Inc., n/k/a Union Equipment Leasing, Inc., a wholly owned Union Equity subsidiary. The Company relied on Rule 3(a) (9).

On January 6, 2012, the Board of Directors of the Company approved the issuance of 70,000,000 shares of restricted common stock to Ana Pastorfide in consideration of Seven Hundred and 00/00 dollars ($700.00) in debt that Union Equity, had owed to Ana Pastorfide following the debt assignment agreement signed, and approved by the Board of Directors, between Union Equity, Inc. and RDJ Financial Services, Inc., n/k/a Union Equipment Leasing, Inc., a wholly owned Union Equity subsidiary. The Company relied on Rule 3(a) (9).

On January 6, 2012, the Board of Directors of the Company approved the issuance of 37,000,000 shares of restricted common stock to Aida King in consideration of Three Hundred seventy and 00/00 dollars ($370.00) in debt that Union Equity, Inc. owed to Aida King following the debt assignment agreement signed, and approved by the Board of Directors, between Union Equity, Inc. and RDJ Financial Services, Inc., Union Equipment Leasing, for a wholly owned Union Equity subsidiary. The Company relied on Rule 3(a) (9).

On January 5, 2012, the Board of Directors of the Company approved the issuance of 1,000,000,000 shares of restricted common stock to Mr. Matthew Nicoletti, the President of Union Equity, Inc. under an employment agreement, at a market price of$.00001 per share for a vesting period of two years. The Company relied on Rule 4(a) (2). These shares were returned to the Company on August 10, 2012.

On January 5, 2012, the Board of Directors of the Company approved the issuance of 1,000,000,000 to Mrs. Martha Lance, the Secretary of Union Equity, Inc. under an employment agreement, at a market price of $.00001 per share for a vesting period of two years. The Company relied on Rule 4(a) (2). The shares were returned to the Company on August 10, 2012.

On February 8, 2012, the Board of Directors of the Company approved the issuance of 1,000,000 shares of preferred stock Series A to Mr. Matthew Nicoletti, the President of Union Equity, Inc. under an employment agreement, at a market price of $.00001 per share with no vesting period. The Company relied on Rule 4(a) (2).

The Company also issued 1,050,000,000 shares of restricted common stock for the two acquisitions completed during the second quarter of 2012 pursuant to Rule 4(a) (2).

During the second quarter of 2012, the Company issued 216,264 shares of Preferred – Series B shares for a total of $60,166 pursuant to Rule 4(a) (2).

On February 10, 2012, the Company issued an aggregate of 456,000,000 shares of restricted common stock to Financial Providence Services, Richard Hewson, Ana Pastor ide, Aida King, Quail Management and Titan Wealth Ventures pursuant to Rule 504.

Between April 2, 2012 and May 25, 2012, the Company issued an aggregate of 1,290,000,000 shares of unrestricted common stock to Fairhills Capital and EMSEG & Co., pursuant to Rule 504, for an aggregate of $240,000.

Between July 9, 2012 and August 7, 2012, the Company issued an aggregate of 1,400,000,000 shares of unrestricted common stock to EMSEG & Co. and Angela Houlihan, pursuant to Rule 504, for an aggregate of $145,000.

On August 10, 2012, the Company issued 2,000,000,000 shares of restricted common stock to Natural Product Lab pursuant to Rule 4(a) (2).

(8) Operating Segments During 2012

As of May 9, 2012, the Company's operating company was the all-natural cosmetics business. And Union Equity Investments, Inc. All trucking operations are presented as discontinued operations.

(9) Subsequent events

The Company has evaluated subsequent events from the balance sheet date through December 31st, 2012, the date at which the financial statements were available to be issued, and determined there are no other material items to disclose.

(10) Union Equity Investments, Inc. signed a purchase agreement on December 10, 2012 to purchase an operating business following the removal of the DTC "chill".

(11) End of 2012 events

Union Equity, as of the 4th quarter of 2012, divested itself of any more involvement with Natural Products Lab, which was spun-off to a private company and all assets and liabilities were removed from the books of Union Equity. Easy Semi Truck Leasing, LLC ceased operations as of the 4th quarter and no trucks were purchased. The remaining subsidiary left in Union Equity is Union Equity Investments, Inc. which has $20,000 cash on hand and a contract to purchase an operating company, dated December 10, 2012, subject to the removal of the DTC "chill."

12.) The entire year for 2013 a chill was placed on the stock trading of Union Equity. The only subsidiary was Union Equity Investments, Inc. Which has the same $20,000 in the operating account as on hand which was from their purchase of a contract to purchase another company subject to the chill being removed by the DTC. During the year of 2013 J.T. Thornburg employed numerous attorneys and spent $26,500 attempting to clear up the issue of the chill. As of the end of 2013 this issue was still being addressed and no trading or investments have been made.

13.) The CEO is moving forward with plans to for Union Equity Investments, Inc. the solely owned subsidiary, as a platform to purchase other revenue producing companies now that the DTC has lifted the chill effective March 3rd, 2014. Union Equity has a capitalization on the books for the purchase of another company as soon as the chill was lifted.

14.) The CEO is moving forward with plan for Union Equity Investments, Inc. the solely owned subsidiary, as a platform to purchase other revenue producing companies now that the DTC has lifted the chill effective March 3rd, 2014. Union Equity has a capitalization on the books for the purchase of another company as soon as the chill was lifted

15.) The company is announcing with this filing the JT Thornburg purchased on May 13th, 2014, World Currency and Precious Metals Company, located in Atlanta, GA. To insure this purchase Mr. Thornburg invested $30,000. The company has a dynamic web-site that mirrors the business model of Union Equity Investments. The purchase details and the accounting of the company will be included as part of the 3rd quarter filings.

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