

NOUVEAU HOLDINGS, LTD.

INTERIM REPORT

Quarter Ended

September 30, 2014

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1. Name of the issuer and its predecessors, if any.

Nouveau Holdings, Ltd.: February 2013 to the present.

Spectrum Acquisition Holdings, Inc.: September 2007 through January 2013.

First American Railways, Inc.: April 26, 1996 to September 2007

Barona Enterprises, Inc.: March 1987 to April 1996

2. Address of the issuer's principal executive offices.

Company Headquarters

408 West 57th Street

Suite 8E

New York, New York 10019

Telephone: (888) 809-0740

Facsimile: (888) 809-0740

E-mail: nouveaeholdings@gmail.com

Website: www.nouveaeholdings.com

IR Contact

408 West 57th Street

Suite 8E

New York, New York 10019

Telephone: (888) 809-0740

Facsimile: (888) 809-0740

E-mail: nouveaeholdings@gmail.com

Website: www.nouveaeholdings.com

3. Security Information

Trading Symbol: NHLI

Exact title and class of securities outstanding:

Common

Preferred Series "A"

Common

CUSIP: 66979N 107

Par or stated value: \$0.001

Total shares authorized: 1,000,000,000 as of September 30, 2014

Total shares issued and outstanding: 170,499,499 as of September, 2014

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Preferred Series "A"

Trading Symbol: None

CUSIP No.: None

Total shares authorized: 10,000,000 as of September 30, 2014

Total shares issued and outstanding: 1 as of September 30, 2014

Transfer Agent

Transfer Online

512 SE Salmon Street

Portland, OR 97214-344

Telephone: (503) 227-2950

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

Restrictions on the transfer of security:

162,290,497 of 170,499,498 common shares are subject to Rule 144 restrictions.

All Preferred Series "A" are subject to Rule 144 restrictions.

Trading Suspensions:

None

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4. Issuance History

There have been no new issue of stock, common or preferred during the nine and six (6) months ended 30-September-2014.

		A	B	C	D	E	F	G	H
Date	Entity	Nature of Offering	Jurisd.	Shared Offered	Shares Sold	Price Offered	Price Sold	Trading Status	Legend
09/12/2013	Cede & Co.	Transfer of shares to street name	NY	4,499,994				Restricted	Rule 144
08/01/2013	Dale Henry	Stock compensation pursuant to Restricted Stock Award Plan	TX	60,450,494				Restricted	Rule 144
08/01/2013	Joseph Obermeier	Stock compensation pursuant to Restricted Stock Award Plan	TX	30,000,000				Restricted	Rule 144
08/01/2013	Kevin Jasper	Stock compensation pursuant to Restricted Stock Award Plan	NY	24,000,000				Restricted	Rule 144
08/01/2013	Stephen Vlahos	Stock compensation pursuant to Restricted Stock Award Plan	NY	24,000,000				Restricted	Rule 144
08/01/2013	M. David Sayid	Stock compensation pursuant to Restricted Stock Award Plan	NY	23,750,000				Restricted	Rule 144
02/15/2013	M. David Sayid	Stock compensation pursuant to Restricted Stock Award Plan	NY	15,000 ¹				Restricted	Rule 144
07/28/2012	Magna Group	Rule 504	NY	17,500 ²	17,500	\$5.56	\$5.56	Free Trading	None
06/30/2012	Hanover Holdings LLC	Rule 504	WI	27,500 ³	27,500	\$0.57	\$0.57	Free Trading	None

¹ Retroactively adjusted for reverse split April 2013: 1:800

² *Id*

³ *Id*

06/14/2012	Hanover Holdings LLC	Rule 504	WI	11,250 ⁴	11,250	\$1.34	\$1.34	Free Trading	None
03/30/2012	Hanover Holdings LLC	Rule 504	WI	25,625 ⁵	25,625	\$3.32	\$3.32	Free Trading	None
02/14/2012	The Pelican Group	Note conversion	TX	17,569 ⁶	17,569	\$5.62	\$5.62	Free Trading	None
02/13/2012	JC Ventures	Note conversion	TX	12,002 ⁷	12,002	\$7.46	\$7.46	Free Trading	None
02/10/2012	Eco Innovation, LLC	Conversion of Preferred Shares	TX	17,500 ⁸	17,500			Free Trading	None
02/07/2012	Opal Investments	Note conversion	TX	16,669 ⁹	16,669	\$5.42	\$5.42	Free Trading	None
02/02/2012	Eco Innovation, LLC	Conversion of Preferred Shares	TX	12,500 ¹⁰	12,500			Free Trading	None
01/31/2012		Stock Dividend	TX	22,876 ¹¹	22,876			Free Trading	None
01/30/2012	The Good One, Inc.	Note conversion	TX	8,133 ¹²	8,133	\$9.26	\$9.26	Free Trading	None
01/12/2012	Eco Innovation, LLC	Conversion of Preferred Shares	TX	6,875 ¹³	6,875			Free Trading	None
01/12/2012	The Good One, Inc.	Note conversion	TX	8,132 ¹⁴	8,132	\$9.26	\$9.26	Free Trading	None

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⁴ *Id*

⁵ *Id*

⁶ *Id*

⁷ *Id*

⁸ *Id*

⁹ *Id*

¹⁰ *Id*

¹¹ *Id*

¹² *Id*

¹³ *Id*

¹⁴ *Id*

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5. Financial Statements

The Issuer is providing financial statements for the most recent period ending December 31, 2013 and the most recent fiscal year ending December 31, 2013, and the fiscal year ended December 31, 2012.

- A. Balance Sheet*
- B. Statement of Operations*
- C. Statement of Cash Flows; and*
- D. Financial Notes*

These unaudited financial statements are incorporated by reference herein and attached as Exhibit 1.

The financial statements have been retroactively adjusted to account for the reverse split April 2013.

6. Issuer's Business, Products and Services.

Business operations:

The issuer is a “green” mining equipment technologies consortium specializing in “small footprint” technologies, including, laser guidance systems for diamond wire cutting apparatuses, continuous refractory ore bioprocessing technology and new micro-drilling technics that will minimize the poisonous and toxic environmental threats posed by mining activities. We achieve this through the use of a bio-processor which monitors the digestion of metal ore such as silver, gold and platinum using bacteria in a controlled environment.

This technology is effective as a method of increasing production and provides a multitude of benefits, including, but not limited to, a safer and more environmentally friendly solution to the potentially poisonous chemicals currently in use, and thereby prevents the polluting of the watershed.

By-products of metal mining include arsenic and mercury. This technology significantly reduces the production of these hazardous materials.

Date; State; and Jurisdiction of Incorporation:

Nevada, March 16, 1987

Issuer's Primary and Secondary SIC Codes;

1081 – Metal and Mining Services

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Issuer's Fiscal Year's End Date:

December 31

Principal Products or services and their markets.

NHLI is a start-up venture focused on developing environmentally responsible technologies for the metal mining industry. The Company's plan of operation includes an aggressive acquisition policy of innovative entities engaged in the development and exploitation of green technologies consistent with the mining industry.

7. Describe the Issuer's Facilities.

The Company shares rent-free executive office space at its corporate headquarters. It has no other facilities.

8. Officers, Directors, and Control Persons

Names of Officers and Directors:

Chair of Board of Directors/President/Secretary/Treasurer: Kevin Jasper
Director/Vice-President: Stephen Vlahos

Control Persons:

Stephen Vlahos, the Company's Vice President and a Board of Directors member holds one (1) Series "A" Preferred Share which represents 100% of the class. The Series "A" Preferred stock has super voting rights equal to 150% of the total of the issued and outstanding voting stock of any class. The Series "A" Preferred Stock has no conversion rights, or preference as to dissolution.

Legal/Disciplinary History:

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 suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or

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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.

NONE

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

NONE

Beneficial Shareholders

The table below sets forth the ownership of 5% or more of common voting stock:

Name and address of Beneficial Owners	Number of Shares Beneficially Owned	Percent of Ownership
Kevin Jasper, Director and Executive Officer 408 West 57th Street, Suite 8E New York, New York 10019	24,000,000	14%
Stephen Valahos, Director and Executive Officer 408 West 57th Street, Suite 8E New York, New York 10019	24,000,000	14%
Total Directors and Executive Officers	48,000,000	28%
Alvin Dale Henry 6501 Poncha Pass Austin, TX 78749	60,495,494	35%

Josef Obermeier 2843 Dalhart Ave Simi Valley, CA 93063	30,030,000	18%
M. David Sayid 408 West 57th Street, 8E, New York, New York 10019	23,765,000	14%
Total Beneficial Owners	114,290,494	67%
Total Directors and Beneficial Owners	162,290,494	95%

9. Third Party Providers

Legal Counsel:

M. David Sayid, Esq.
Sayid and Associates LLP
408 West 57th Street, Ste. 8E
New York, New York 10019
Telephone: (212) 262-1166
E-mail: sayidlaw@aol.com

Accountant

Executive Support and Services Group, Corp.
43855 W. Elizabeth Ave
Maricopa, AZ 85138
Telephone: (520) 450-0812
E-mail: edaparma@essgcorp.net
andre@essgcorp.net

Investor Relations Advisor

None

Other Advisor

Edward J da Parma, Esq.
Andre M da Parma, CPA
Executive Support and Services Group, Corp.
43855 W. Elizabeth Ave
Maricopa, AZ 85138
Telephone: (520) 450-0812
E-mail: edaparma@essgcorp.net
andre@essgcorp.net

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10. Issuer Certification.

I, Kevin Jasper, certify that:

1. I have reviewed this Annual Disclosure Statement of Nouveau Holdings, Ltd. for the interim period ended September 30, 2014;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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 aspects the financial condition, results of operations and cash flows of the issuer as of and for the periods presented in the disclosure statement.

Dated: New York, New York
November 24, 2014

/s/ Kevin Jasper
Kevin Jasper, Principal Officer

EXHIBIT I – UNAUDITED FINANCIAL STATEMENTS.

Executive Support & Services Group, Corp.

43855 West Elizabeth Ave.
Maricopa, Arizona 85138
Telephone (347) 713-1075

November 24, 2014

To the Board of Directors
Nouveau Holdings, Ltd
408 West 57th Street, Ste. 8E
New York, New York 10019

We have compiled the accompanying balance sheets of Nouveau Holdings, Ltd. as of June 30, 2014 March 31, 2014 and December 31, 2013, respectively; and the related statements of income and cash flows for these periods then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

Executive Support and Services Group, Corp. is a business services firm consisting of attorneys, accountants and CPA's engaged in providing companies with accounting, tax, compliance and management consulting, with offices in Arizona and New York. The Company's accounting personnel are supervised by Andre da Parma, CPA, whose license is current in the State of New York.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying financial statements and accordingly, do not express an opinion or any other form of assurance on them.

/s/ Edward J. da Parma
Edward J. da Parma, President

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NOUVEAU HOLDINGS, LTD.
BALANCE SHEETS
UNAUDITED

	For the nine months ended 30-Sept-2014	For the six months ended 30-Jun-2014	Year ended December 31, 2013
ASSETS			
Current assets			
Cash	\$ -	\$ -	\$ 107
Total current assets	<u>-</u>	<u>-</u>	<u>107</u>
Fixed assets			
Patent Costs (net)	<u>136,784</u>	<u>139,339</u>	<u>141,894</u>
Total fixed assets	<u>136,784</u>	<u>139,339</u>	<u>141,894</u>
TOTAL ASSETS	<u><u>\$ 136,784</u></u>	<u><u>\$ 139,339</u></u>	<u><u>\$ 142,001</u></u>
LIABILITIES AND SHAREHOLDERS' DEFICIT			
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	465,201	442,817	689,860
Bank overdraft	36		
Notes payable	13,216	13,216	6,740
Convertible notes payable	12,000	12,000	12,000
Accrued interest	4,996	3,514	2,052
Accrued officer compensation	250,000	250,000	
Accrued payroll taxes-officer compensation	<u>18,708</u>	<u>18,708</u>	<u>18,703</u>
Total current liabilities	<u>764,157</u>	<u>740,255</u>	<u>729,355</u>
TOTAL LIABILITIES	<u><u>764,157</u></u>	<u><u>740,255</u></u>	<u><u>729,355</u></u>
SHAREHOLDERS' DEFICIT			
Common stock, 1,000,000,000 shares authorized; par value \$0.001; 170,499,998, and 97,150 issued and outstanding December 31, 2013 and 2012	170,500	170,500	170,500
Preferred stock, 5,000 authorized; par value \$0.001; face vlaue \$1.00; 1 issued and 3 issued and outstanding at December 31, 2013 and 2012, respectively	1	1	1
Additional paid-in capital	43,813,294	43,813,294	43,813,294
Accumulated deficit	<u>(44,611,168)</u>	<u>(44,584,711)</u>	<u>(44,571,149)</u>
Total shareholders' deficit	<u>(627,373)</u>	<u>(600,916)</u>	<u>(587,354)</u>
Total liabilities and shareholders' deficit	<u><u>\$ 136,784</u></u>	<u><u>\$ 139,339</u></u>	<u><u>\$ 142,001</u></u>

The accompanying notes are an integral part of these financial statements.

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NOUVEAU HOLDINGS, LTD.
STATEMENTS OF OPERATIONS
UNAUDITED

	Three months ended 30-Sep 2014	Six months ended 30-Sep 2014	Nine months ended 30-Sep 2014	Year ended 31-Dec 2013
REVENUES				
Gross revenues	\$ -	\$ -	\$ -	\$ -
Gross income	-	-	-	-
OPERATING LOSS				
General and administrative	25,716	9,525	35,241	700,409
Total expense	25,716	9,525	35,241	700,409
Net operating loss	(25,716)	(9,525)	(35,241)	(700,409)
OTHER INCOME (EXPENSE)				
Stock based compensation		-	-	(34,550,154)
Depreciation	(2,555)	(2,555)	(5,110)	
Interest expense	(741)	(1,482)	(171)	(364)
Payroll expense	-	-	-	(265,087)
Refunds and rebates earned	-	-	-	-
Total other income (expense)	(741)	(4,037)	(5,281)	(34,815,605)
Net loss	<u>\$ (26,457)</u>	<u>\$ (13,562)</u>	<u>\$ (40,019)</u>	<u>\$ (35,516,014)</u>
Net loss per common share basic and dilutive	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.25)</u>
Weighted average common stock-basic and diluted	170,499,999	170,499,999	170,499,999	141,774,454

The accompanying notes are an integral part of these financial statements

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NOUVEAU HOLDINGS, LTD.
STATEMENTS OF CASH FLOWS
UNAUDITED

	Three months ended 30-Sep 2014	Six months ended 30-Jun 2014	Nine months ended 30-Sep 2014	Year ended 31-Dec 2013
CASH USED IN OPERATING ACTIVITIES				
Net loss	\$ (26,457)	\$ (14,874)	\$ (41,331)	\$ (35,516,014)
Adjustments to reconcile net loss to net cash used in operations:				
Accounts receivable				
Amortization of patent costs	2,555	6,821	9,376	8,074
Accounts payable and accrued expenses	23,902	1,470	25,372	123,567
Accrued payroll expense officer				268,703
Stock issued for services	-	-		600
Stock based compensation	-	-	-	35,084,590
Net cash used in operating activities	<u>-</u>	<u>(6,583)</u>	<u>\$ (6,583)</u>	<u>\$ (30,480)</u>
CASH PROVIDED BY INVESTING ACTIVITIES				
Patent Costs	-	-	-	-
Investments	-	-	-	-
Net cash provided by investing activities	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
CASH PROVIDED BY FINANCING ACTIVITIES				
Proceeds from short term notes	-	6,476	-	6,740
Payments convertible notes payable	-	-	-	-
Net cash provided by financing activities	<u>-</u>	<u>6,476</u>	<u>-</u>	<u>6,740.00</u>
Net change in cash	-	(107)	(6,583)	(23,740)
Cash at beginnig of period	-	107	886	23,847
Cash at end of period	\$ -	\$ -	\$ (5,697)	\$ 107
SUPPLEMENTAL DISCLOSURE				
Cash paid for interest	\$ -	\$ -	\$ -	\$ -
Cash paid for income tax	\$ -	\$ -	\$ -	\$ -
NON-CASH DISCLOSURES				
Common stock issued as officer compensation	\$ -	\$ -	\$ -	\$ 35,084,590
Common stock issued for services	\$ -	\$ -	\$ -	\$ 600.00

The accompanying notes are an integral part of these financial statements

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NOUVEAU HOLDINGS, LTD.

NOTES TO UNAUDITED FINANCIALS

For the nine months ended September 30, 2014 and the year ended December 31, 2013

NOTE 1 - ORGANIZATION AND BASIS OF PRESENTATION

Nouveau Holdings, Ltd. (NHLI) is a Nevada corporation, first incorporated on March 16, 1987 under the name "First American Railways, Inc.". Over the years its name has changed various times. In September 2007, the Company's name was changed to "Spectrum Acquisition Holdings, Inc.". The Company's name was changed again in March 2013. The Company's current name is Nouveau Holdings, Ltd. (NHLI)

In April 2008, the Company performed a triangular reverse merger with Western American Mining Company, the majority shareholder and WAMC Cloud, Inc. At this time, the combined company name was changed to Spectrum Acquisition Holdings, Inc.

Prior to the merger, the Company was named Western American Mining Company and its common stock traded on the pink sheets under the symbol, WAMC.

Goodwill was recorded, no other adjustment in basis of assets is recorded, the shares of the legal surviving entity, are treated as issued as of the date of the transaction, and the shares held by the controlling shareholders after the transaction, are treated as outstanding for the entirety of the reporting periods.

On September 24, 2010, Spectrum Acquisition Holdings, Inc. purchased one hundred per cent of the membership interests of Avalon Perspectives LTD, LLC. The basis in assets were adjusted to fair value at the time of purchase. No Goodwill was recorded. The Company returned the claim to the previous owners in the last quarter of 2012.

In March 2013, the Company changed its name to Nouveau Holdings, Inc.

The Company is currently in the process of performing product raising equity capital and seeking acquisition candidates to accomplish its growth strategies. The Company intends to conduct business in mining service industry with a focus on green technologies that create the smallest ecological footprint possible.

Development Stage Activities

The Company is a development stage company. The Company is devoting substantially all of its present efforts in securing and establishing a new business, and although planned operations have commenced, no revenues have been realized.

The Company is subject to many risks associated with early-stage businesses in the mining industry, including its ability to raise capital, reliance on key persons, and uncertainties surrounding market acceptance of the Company's products.

To date, the Company has experienced losses from its operations and anticipates that it will require additional capital resources, including the net proceeds from additional equity and debt financing transactions, to generate revenue and achieve positive cash flows from operations. The Company's ability to generate positive cash flows depends upon a variety of factors, including the acceptance in the market for the Company's products and various other factors, some of which may be beyond the Company's control. There can be no assurance that such financing transactions will be consummated or that such revenue will be generated.

Potential Litigation affecting these statements.

Due to a dispute between Dale Henry, the former President, and the current Board of Directors, in which, among other things, Mr. Henry alleges that he is owed back wages of \$250,000, which were included in the statements of

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December 31, 2013 under the general heading of accounts payable and accrued expenses. The financial statements herein dated June 30, 2014; March 31, 2014 and December 31, 2013, have been amended to include a separate balance sheet line item of the wages allegedly owed of \$250,000 and \$18,708 as accrued payroll tax expense.

Additionally, the Board of Directors have sought legal counsel in regard to the issuance of restricted shares as additional compensation to Mr. Henry and others. Counsel has made demand that these shares, which are held in book value, be cancelled. Until such time as these issues are settled or resolved by a court of competent jurisdiction, the effect of the issue have been accounted for as an operating expense in the financial statements herein.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of 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 amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Cash

Cash consists principally of currency on hand, and demand deposits at commercial banks. The Company had \$0.00 on September 30, 2014; June 30, 2014 and on March 31, 2014 and \$107 on December 31, 2013.

Revenue Recognition

In general, the Company records revenue when persuasive evidence of an arrangement exists, services have been rendered, the sales price to the customer is fixed or determinable, and collectability is reasonably assured. Revenues from services are recognized when the services are performed, evidence of an arrangement exists, the fee is fixed and determinable and collectability is probable. In circumstances when these criteria are not met, revenue recognition is deferred until resolution occurs.

Receivables

What makes up this line item? What is the general percentage of Receivables that go uncollected? Need a line item Allowance for bad debts. Is that what historical receivables are, unpaid receivables? When do you determine a receivable is likely to go bad (time period say overdue 120 days or more).

Net Income or (Loss) Per Share of Common Stock

Basic and diluted loss per common share is based upon the weighted average number of common shares outstanding during the period computed under the provisions of Accounting Standards Codification subtopic 260-10, Earnings per Share ("ASC 260-10"). Diluted income (loss) per share includes the dilutive effects of common stock equivalents on an "as if converted" basis.

Recently Issued Accounting Pronouncements

Management does not believe that any recently issued, but not yet effective accounting standards, if adopted, will have a material effect on Companies consolidated financial statements.

Income Taxes

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases, and operating loss and tax credit carry forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable

income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in operations in the period enacted. A valuation allowance is provided when it is more likely than not that a portion or all of a deferred tax asset will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income and the reversal of deferred tax liabilities during the period in which related temporary differences become deductible. The benefit of tax positions taken or expected to be taken in the Company's income tax returns are recognized in the condensed financial statements if such positions are more likely than not of being sustained.

In accordance with ASC 740-10, the Company recognizes the financial statement benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting this standard, the amount recognized in the financial statements is the largest benefit that has a greater than 50 percent likelihood of being realized upon ultimate settlement with the relevant tax authority.

Fair Value of Instruments

ASC 825-10, Financial Instruments requires disclosure of the fair value of certain financial instruments. The carrying value of cash, and accounts payable and accrued liabilities, as reflected in the balance sheets, approximate fair value because of the short-term maturity of these instruments. All other significant financial assets, financial liabilities and equity instruments of the Company are either recognized or disclosed in the financial statements together with other information relevant for making a reasonable assessment of future cash flows, interest rate risk and credit risk. Where practicable the fair values of financial assets and financial liabilities have been determined and disclosed; otherwise only available information pertinent to fair value has been disclosed.

The Company follows ASC 820-10, Fair Value Measurements and Disclosures and Accounting Standards Codification subtopic 825-10, Financial Instruments ("ASC 825-10"), which permits entities to choose to measure many financial instruments and certain other items at fair value

The Company's current investments consist of its portfolio of patents which consists of:

Mixing, Milling and Aeration Apparatus for Digesting Metal Ore with Bacteria US Patent	\$ 8,262,984
Laser Guidance System for Diamond Wire Cutting Apparatus US Patent	\$ 7,755,013
Continuous Refractory Ore Bioprocessing Apparatus US Patent	\$ 7,842,228

NOTE 3 - PROVISION FOR INCOME TAXES

The Company files income tax returns in the United States federal jurisdiction and certain state jurisdictions. With a few exceptions, the Company is no longer subject to U.S. federal or state income tax examination by tax authorities on tax returns filed before September 30, 2005. The Company will file its U.S. federal return for the year ended December 31, 2013 and 2012. The federal and state filing payments have not been made for 2013, and 2012, respectively. The U.S. federal returns are considered open tax years for years 2007 - 2013. There are currently no corporate tax filings under examination by IRS tax authorities.

We did not provide any current or deferred U.S. Federal Income Tax provision or benefit for any of the periods presented because we have experienced operating losses since our date of incorporation. Accounting for the Uncertainty in Income Taxes when it is more likely than not that a tax asset cannot be realized through future income, the Company must allow for this future tax benefit. We provided full valuation allowance on the net deferred asset, consisting of net operating loss carry forwards, because management has determined that it is more likely than not that we will not earn income sufficient to realize the deferred assets during the carry forward period

The components of the Company's deferred tax asset and reconciliation of income taxes computed at the statutory rate to income tax recorded as December 31, 2013 and 2012 is as follows:

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	December 31, 2013	December 31, 2012
Loss per financial statements	\$ (35,516,014)	\$ (628,660)
Stock based comp	35,084,590	-
Total taxable net operating loss carry-forward	<u>\$ (431,424)</u>	<u>\$ (628,660)</u>
Deferred at 35% period end	\$ 151,000	\$ 220,000
Deferred asset prior period	<u>87,200</u>	
Deferred cumulative	238,200	220,000
Less: 100% Allowance	(238,200)	(220,000)
Total deferred tax asset	<u>\$ -</u>	<u>\$ -</u>
	2013	2012
Net operating loss carry-forward	\$ 238,200	\$ 220,000
Valuation allowance	(238,200)	(220,000)
Net deferred tax asset	<u>\$ -</u>	<u>\$ -</u>
	2013	2012
Tax at statutory rate (35%)	\$ 151,000	\$ 220,000
Increase in valuation allowance	(151,000)	(220,000)
Net deferred tax asset	<u>\$ -</u>	<u>\$ -</u>

NOTE 4- NOTES PAYABLE

In September 2010, the Company converted expenses due for past services by HRMS, Inc. to promissory note in the amount of \$12,000 with annual interest of 5%. The terms of the note allow the holder to convert the value of the Note and accrued interest to common stock at any time.

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As of March 31, 2013, none of the principal has been paid. The accrued interest as of the end of the quarter is \$2,426. The holder has not exercised any rights of conversion as of the date of these financial statements.

Beginning in July 2013 and continuing through November 2013, a shareholder has been contributing to the payment of certain general and administrative expenses of the Company. As of March 31, 2014, the shareholder has contributed \$6,740 at no interest.

As of June 30, 2014, the shareholder has contributed an additional \$6,476 for certain administrative and general expenses at no interest

NOTE 5- LIQUIDITY AND GOING CONCERN

These financial statements have been prepared assuming that the Company will continue as a going concern. The Company is in the development stage. The Company has accumulated net losses of \$44,611,168 from its Inception through September 30, 2014. The Company has historically been financed through an issuance of common stock.

As of September 30 2014, the Company's principal source of liquidity consisted of \$0.00 of cash. To continue its current level of operations beyond September 30, 2014, it is expected that the Company will need to seek additional funds through the issuance of additional equity or debt securities or other sources of financing. Additional financing sources may not be available when and if needed by the Company. If the Company were unable to obtain the necessary additional financing, it would be required to reduce the scope of its operations, primarily through the reduction of discretionary expenses, or discontinue operations.

NOTE 6 – STOCKHOLDERS' DEFICIT

Reverse Stock Split

On April 29, 2013, the Financial Industry Regulatory Authority ("FINRA"), approved a reverse stock split of one for every 800 common shares held (1:800) of our total issued and outstanding shares of common. All references in the accompanying financial statements and notes thereto have been retroactively restated to reflect the above change in the ordinary share structure.

Preferred Stock

The Company is authorized to issue 10,000,000 shares of Preferred stock, par value of \$ 0.001 per share.

Series "A" Preferred Stock

On June 10, 2010, the Company amended its articles of incorporation to approve 10,000,000 Preferred Shares, two (2) have been designated Series "A" Preferred Stock. Series "A" Preferred Stock does not have rights of conversion, but has super voting rights equal one hundred fifty (150%) percent of the sum of (i) the total number of shares of common stock which are issued and outstanding at the time of any election or vote by the shareholders

As of March 31, 2014, there was 1 Series "A" Preferred Share issued and outstanding.

Dividends

During the nine months ended September 30, 2014 and the year ended December 31, 2013, the Board of Directors has not declared the payment of any cash dividends.

Common Stock

The Company is authorized to issue 1,000,000,000 shares of common stock, par value \$0.001 per share.

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On September 30, 2014; June 30, 2014 and March 31, 2014 and December 31, 2013, the Company had 170,499,498 shares of its common stock issued and outstanding. At December 31, 2013, it had issued 162,450,494 common restricted shares to the directors and officers of the Company pursuant to a Restricted Stock Performance Award Plan.

NOTE 7- SUBSEQUENT EVENTS

The acquisition of America's Financial Network, Inc. ("AFN"), as of the date of these financials has not closed, albeit it is the intention of constituents to complete this acquisition.

In May, 2014, the Board of Directors agreed to enter into a formal material definitive acquisition agreement with America's Financial Network, Inc. ("AFN"), a Texas corporation. The anticipated effective date is May 30, 2014.

The terms of the acquisition calls for the tax-free exchange of common securities of the constituent companies valued at approximately \$5,000,000. At the time of effectiveness AFN shall become a wholly-owned subsidiary of NHLI. The subsidiary shareholders shall make up the majority of the public company.

At the time of the preparation of these financial statements, the Company has been reviewing the financial statements of the proposed acquisition. As of September 30, 2014, the unaudited preliminary balance sheet of AFN shows assets in an unadjusted amount of \$1,086,838 and current liabilities of \$196,519. Upon completion of review of the statements, the Company will file a Supplemental statement with OTC Markets, Inc. to include the consolidated statements as of the date of the completion of the acquisition.