# Redux Holdings, Inc.

ANNUAL AUDIT REPORT FOR THE PERIOD ENDED DECEMBER 31, 2013
A NEVADA CORPORATION

| ADDRESS OF PRINCIPAL EXECUTIVE OFFICES | TELEPHONE NUMBER | REPORT FORMAT |
|---|---|---|
| 501 Silverside Rd. PMB #52, Wilmington DE, 19809 | 302-235-3141 | OTC PINK BASIC DISCLOSURE GUIDELINES (v1.1 APRIL 25, 2013**)** |

ALL INFORMATION CONTAINED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF ADVANCED CONTENT SERVICES, INC. (THE "COMPANY") IN ACCORDANCE WITH RULE 15C2-11 AND 10B-5 PROMULGATED UNDER THE SECURITIES EXCHANGE ACTOF 1934 AND RULE 144(C)(2) UNDER THE SECURITIES ACT.

DELIVERY OF THIS INFORMATION DOES NOT IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO THE DATE OF THIS REPORT.

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INFORMATION CONTAINTED IN THIS REPORT MAY CONTAIN FORWARD-LOOKING STATEMENTS, WHICH INVOLVE A NUMBER OF RISKS AND UNCERTAINTIES THAT COULD CAUSE OUT ACTUAL RESULTS TO DIFFER MATERIALLY FROM THOSE REFLECTED IN THE FORWARD LOOKING STATEMENTS. FORWARD-LOOKING STATEMENTS CAN BE IDENTIED BY USE OF WORDS "EXPECT", "PROJECT", "MIGHT", "POTENTIAL", AND SIMILAR TERMS. THE COMPANY CAUTIONS READERS THAT ANY FORWARD-LOOKING INFORMATION IS NOT A GUARANTEE OF FUTURE PERFORMANCE AND THAT ACTUALL RESULTS COULD DIFFER MATERIALLY FROM THOSE CONTAINED IN THE FORWARD-LOOKING INFORMATION. FORWARD-LOOKING STATEMENTS INVOLVE A NUMBER OF RISKS, UNCERTAINTIES OR OTHER FACTORS BEYOND THE COMPANY'S CONTROL. THESE FACTORS INCLUDE, BUT ARE NOT LIMITED TO OUR ABILITY TO IMPLEMENT OUR STATEGIT INITIATIVES, ECONOMIC, POLITICAL AND MARKET CONDITIONS AND PRICE FLUCTUATIONS, GOVERNMENT AND INDUSTRY REGULATION, U.S. AND GLOBAL COMPETITION AND OTHER FACTORS. THE COMPANY UNDERTAKE NO OBLIGATION TO UPDATE ANY FORWARD-LOOKING STATEMENT, WHETHER AS A RESULT OF NEW INFORMATION, FUTURE EVENTS OR OTHERWISE.

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# ITEM 1. EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The exact name of the company is Redux Holdings, Inc.

The company was originally incorporated as Dr. Christopher's Original Formulas, Inc., in the state of Nevada on June 14, 2001. On July 02, 2001, the Company Merged with Dr. Christopher's Formulas, Inc. a New Jersey Corporation and kept its name. In December 18, 2001, the Company changed its name to NFI Holdings, Inc. In November 12, 2002, the Company changed its name to ICR Systems, Inc. In April 20, 2006, the Company changed its name to Redux Holdings, Inc.

## A. Company Headquarters

Our principal executive and administrative offices are located at 501 Silverside Rd. Wilmington, DE 19809

Telephone: 302-235-3141

Email: ir@leotekholdings.com

Website:

http://www.leotechholdings.com

## B. IR Contact

For Investor Relations information please contact our executive office, the contact information is contained herein, under Section 1-A of this report.

## ITEM 3. SECURITY INFORMATION

| | |
|---|---|
| **Class of Stock:** | Common Stock |
| **Shares Authorized:** | 100,000,000 |
| **Shares Outstanding:** | 47,214,678 |
| **Public Float:** | 3,645,449 |
| **Shareholders of Record:** | 184 |
| **CUSIP Identifier:** | 757740105 |
| **Par Value:** | .001 |

| | |
|---|---|
| **Class of Stock:** | Preferred Stock – Class A |
| **Shares Authorized:** | 50,000 |
| **Shares Outstanding:** | 50,000 |
| **Public Float:** | 0 |
| **Shareholders of Record:** | 1 |
| **CUSIP Identifier:** | N/A |
| **Par Value** | .001 |

**Transfer Agent:**

VStock Transfer LLC.

18 Lafayette Place
Woodmere, NY 11598

Telephone: (212) 828-8436
Fax: (646) 536-3179

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

**List any restrictions on the transfer of security:**

No securities of this Issuer are subject to any additional restrictions unless otherwise noted by way of restrictive legend. Neither the Issuer nor any recognized regulatory body has imposed additional restrictions on the transfer of securities aside from required registration and/or exemption for resale of investment securities of which bare a standard restrictive legend.

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

There have been no suspension orders from the Securities and Exchange Commission.

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

The Issuer does not presently anticipate any stock split, stock dividend, recapitalization, merger, or spinoff, or reorganization nor has any such event occurred within the past 12 months. However, the company does anticipate an acquisition.

## ITEM 4. ISSUANCE HISTORY

The company has not executed any securities offering, either public or private, since June, 2008.

# ITEM 5. FINANCIAL STATEMENTS

**[FINANCIAL STATEMENTS BEGIN ON FOLLOWING PAGE]**

## REPORT OF INDEPENDENT PUBLIC ACCOUNTING FIRM

Board of Directors and Stockholders
Redux Holdings, Inc.
Wilmington, DE

We have audited the accompanying consolidated balance sheets of Henry Schein, Inc. as of December 31, 2013 and December 31, 2012 and the related consolidated statements of income, comprehensive income, stockholders' equity and cash flows for each of the two years in the period ended December 31, 2013. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Redux Holdings, Inc. at December 31, 2013 and December 31, 2012, and the results of its operations and its cash flows for each of the two years in the period ended December 31, 2013, in conformity with accounting principles generally accepted in the United States of America.

/s/ R&A TAX & ACCOUNTING, LLC *Ron Patane Anthony Aversano*

Bellmore, New York
February 15, 2015

# REDUX HOLDINGS, INC.
## CONSOLIDATED BALANCE SHEETS
## (in thousands)

| | December 31, 2013 | December 31, 2012 |
|---|---|---|
| **ASSETS** | | |
| Current assets: | | |
| Cash and cash equivalents | $ 0 | $ 0 |
| Accounts receivable, net of reserves | | |
| Inventories, net | | |
| Deferred income taxes | | |
| Prepaid expenses and other | | |
| Total current assets | 0 | 0 |
| Property and equipment, net | | |
| Goodwill | | |
| Other intangibles, net | | |
| Investments and other | 47,264 | 47,264 |
| Total assets | $ 47,264 | $ 47,264 |
| **LIABILITIES AND STOCKHOLDERS' EQUITY** | | |
| Current liabilities: | | |
| Accounts payable | $ 0 | $ 0 |
| Bank credit lines | | |
| Current maturities of long-term debt | | |
| Accrued expenses: | | |
| Payroll and related | | |
| Taxes | | |
| Other | | |
| Total current liabilities | | |
| Long-term debt | | |
| Deferred income taxes | | |
| Other liabilities | | |
| Total liabilities | | |
| Redeemable noncontrolling interests | | |
| Commitments and contingencies | | |
| Stockholders' equity: | | |
| Preferred stock, $.001 par value, 50,000 shares authorized, 50,000 issued and outstanding | 50 | 50 |
| Common stock, $.001 par value, 100,000,000 shares authorized, 47,214,678 outstanding on December 31, 2013 and 47,214,678 outstanding on December 31, 2012 | 47,214 | 47,214 |
| Additional paid-in capital | | |
| Retained earnings | | |
| Accumulated other comprehensive income | | |
| Total Henry Schein, Inc. stockholders' equity | | |
| Noncontrolling interests | | |
| Total stockholders' equity | 47,264 | 47,264 |
| Total liabilities, redeemable noncontrolling interests and stockholders' equity | $ 47,264 | $ 47,264 |

***SEE ACCOUNTANTS' REPORT AND NOTES TO FINANCIAL STATEMENTS***

**REDUX HOLDINGS, INC.**
**CONSOLIDATED STATEMENTS OF INCOME**
**(in thousands)**

| | Years Ended | |
|---|---|---|
| | December 31, 2013 | December 31, 2012 |
| Net sales | $ 0 | $ 0 |
| Cost of sales | | |
| Gross profit | | |
| Operating expenses: | | |
| Selling, general and administrative | | |
| Restructuring costs | | |
| Operating income | | |
| Other income (expense): | | |
| Interest income | | |
| Interest expense | | |
| Other, net | | |
| Income before taxes and equity in earnings of affiliates | | |
| Income taxes | | |
| Equity in earnings of affiliates | | |
| Loss on sale of equity investment | | |
| Net income | | |
| Less: Net income attributable to noncontrolling interests | | |
| Net income attributable to Henry Schein, Inc. | $ 0 | $ 0 |

***SEE ACCOUNTANTS' REPORT AND NOTES TO FINANCIAL STATEMENTS***

# REDUX HOLDINGS, INC.
## CONSOLIDATED STATEMENTS OF CASH FLOWS
## (in thousands)

| | Years Ended | |
|---|---|---|
| | December 31, 2013 | December 31, 2012 |
| **Cash flows from operating activities:** | | |
| Net income | $ 0 | $ 0 |
| Adjustments to reconcile net income to net cash provided by operating activities: | | |
| Depreciation and amortization | | |
| Accelerated amortization of deferred financing costs | | |
| Loss on sale of equity investment | | |
| Stock-based compensation expense | | |
| Provision for losses on trade and other accounts receivable | | |
| Provision for (benefit from) deferred income taxes | | |
| Stock issued to 401(k) plan | | |
| Equity in earnings of affiliates | | |
| Distributions from equity affiliates | | |
| Other | | |
| Changes in operating assets and liabilities, net of acquisitions: | | |
| Accounts receivable | | |
| Inventories | | |
| Other current assets | | |
| Accounts payable and accrued expenses | | |
| Net cash provided by operating activities | | |
| **Cash flows from investing activities:** | | |
| Purchases of fixed assets | | |
| Payments related to equity investments and business acquisitions, net of cash acquired | | |
| Payments related to sale of equity investment | | |
| Proceeds from sales of available-for-sale securities | | |
| Other | | |
| Net cash used in investing activities | | |
| **Cash flows from financing activities:** | | |
| Proceeds from (repayments of) bank borrowings | | |
| Proceeds from issuance of long-term debt | | |
| Debt issuance costs | | |
| Principal payments for long-term debt | | |
| Proceeds from issuance of stock upon exercise of stock options | | |
| Payments for repurchases of common stock | | |
| Excess tax benefits related to stock-based compensation | | |
| Distributions to noncontrolling shareholders | | |
| Acquisitions of noncontrolling interests in subsidiaries | | |
| Other | | |
| Net cash used in financing activities | | |
| Effect of exchange rate changes on cash and cash equivalents | | |
| Net change in cash and cash equivalents | | |
| Cash and cash equivalents, beginning of period | | |
| Cash and cash equivalents, end of period | $ 0 | $ 0 |

***SEE ACCOUNTANTS' REPORT AND NOTES TO FINANCIAL STATEMENTS***

**HENRY SCHEIN, INC.**
**CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY**
**(In thousands, except share and per share data)**

| | Common Stock $.01 Par Value | | Additional Paid-in | Retained | Accumulated Other Comprehensive | Noncontrolling | Total Stockholders' |
|---|---|---|---|---|---|---|---|
| | Shares | Amount | Capital | Earnings | Income | Interests | Equity |
| Balance, December 31, 2011 | 47,214,678 | $ 47,214 | | | | | 47,214 |
| Net income (excluding attributable to Redeemable noncontrolling interests) | | | | | | | |
| Foreign currency translation gain (excluding attributable to Redeemable noncontrolling interests) | | | | | | | |
| Unrealized gain from foreign currency hedging activities, net of tax | | | | | | | |
| Unrealized investment gain, net of tax | | | | | | | |
| Pension adjustment loss, net of tax benefit | | | | | | | |
| Dividends paid | | | | | | | |
| Initial noncontrolling interests and adjustments related to business acquisitions | | | | | | | |
| Change in fair value of redeemable securities | | | | | | | |
| Repurchase and retirement of common stock | | | | | | | |
| Stock issued upon exercise of stock options, including tax benefit | | | | | | | |
| Stock-based compensation expense | | | | | | | |
| Shares withheld for payroll taxes | | | | | | | |
| Liability for cash settlement stock-based compensation awards | | | | | | | |
| Balance, December 31, 2012 | 47,214,678 | $ 47,214 | | | | | 47,214 |
| Net income (excluding attributable to Redeemable noncontrolling interests) | | | | | | | |
| Foreign currency translation gain (excluding attributable to Redeemable noncontrolling interests) | | | | | | | |
| Unrealized gain from foreign currency hedging activities, net of tax benefit | | | | | | | |
| Unrealized investment loss, net of tax benefit | | | | | | | |
| Pension adjustment gain, net of tax | | | | | | | |
| Dividends paid | | | | | | | |
| Other adjustments | | | | | | | |
| Initial noncontrolling interests and adjustments related to business acquisitions | | | | | | | |
| Change in fair value of redeemable securities | | | | | | | |
| Repurchase and retirement of common stock | | | | | | | |
| Stock issued upon exercise of stock options, including tax benefit | | | | | | | |
| Stock-based compensation expense | | | | | | | |
| Shares withheld for payroll taxes | | | | | | | |
| Liability for cash settlement stock-based compensation awards | | | | | | | |
| Balance, December 31, 2013 | $ 47,214,678 | $ 47,214 | | | | | 47,214 |

**REDUX HOLDINGS, INC.**
**ACCOUNTANT'S NOTES TO FINANCIAL STATEMENTS**
**FOR THE YEAR ENDED DECEMBER 31, 2013**

## NOTE 1 – NATURE OF OPERATIONS

**Nature of Operations**
The Company was incorporated in the state of Nevada in June, 2001. The Company operates as a holding company organized with the goal of acquiring and managing a diversified portfolio of profitable, growth oriented businesses.

## NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

**Basis of Presentation**
These financial statements are presented in United States Dollars and have been prepared in accordance with Generally Accepted Accounting Principles (GAAP) in the United States of America.

## NOTE 3 – STOCKHOLDERS' EQUITY

The company's capitalization is:

100,000,000 Common Shares with a par value of $.001 per share; 50,000 Preferred Class A shares with a par value of $.001 per share.

## NOTE 4 – LONG-TERM DEBT

As of December 31, 2013 the company had no debt notes.

As of December 31, 2012 the company had no debt notes.

# ITEM 6. DESCRIPTION OF ISSUER'S BUSINESS, PRODUCTS AND SERVICES.

## A. DESCRIPTION OF ISSUER'S BUSINESS OPERATIONS.

We operate as a Holding Company focused in Green Technology, Agricultural Technology, and Applications.

## B. DATE AND STATE OF INCORPORATION

Incorporated on the 14th day of June 2001, the Company is organized under the Laws and Regulations of Nevada as a Corporation.

## C. PRIMARY AND SECONDARY SIC CODES

The Company's primary (and only) SIC code is 6719 (Holding Companies).

## D. THE COMPANY'S FISCAL YEAR END DATE

The Company's fiscal year ends on December 31st.

## E. PRINCIPAL PRODUCTS OR SERVICES AND THEIR MARKETS

In 2014, the Board of Directors established the Company's present business model as a vertically integrated multi-sector holding company with focus in acquisition and management of businesses within its classifications of early-stage development.

The Company's previous operations as a holding company, actively managing a portfolio of businesses in which it had a controlling interest, this included

***Naturade***

Founded in 1926, Naturade (www.naturade.com) is a leading marketer of scientifically supported natural products formulated to improve the health and well-being of consumers. Naturade's products can be found in health food stores and natural foods supermarkets as well as supermarkets, mass merchandisers, club stores and drug stores.

On December 16, 2014, the Board of Directors appointed Alexander Woods-Leo moving forward.

## F. RESULTS OF OPERATIONS FOR THE YEAR ENDED DECEMBER 31, 2013

*Revenue, Cost of Goods Sold, and Gross Profit*

Our revenue, cost of goods sold, and gross profit for the period ended December 31, 2013 and 2012 were as follows:

| | December 31, 2013 | December 31, 2012 |
|---|---|---|
| Revenue | $0 | $0 |
| Cost of Goods Sold | 0 | 0 |
| Gross Profit | 0 | 0 |

There was no revenue for the period ended December 31, 2014 as we transitioned our focus toward Green Technology, Agricultural Technology, and Applications sectors.

*Expenses and Net Profit (Loss)*

Our expenses and net profit (loss) for the period ended December 31, 2013 and 2012 were as follows:

| | December 31, 2013 | December 31, 2012 |
|---|---|---|
| Total Expense | $0 | $ 0 |
| Net Profit (Loss) | 0 | 0 |

Our total expenses of $0 for the year ended December 31, 2013 are outlined below and were the same as our total expenses of $0 for the same period one year ago.

*Liquidity and Capital Resources*

Our cash, total current assets, total assets, total current liabilities and total liabilities as of December 31, 2013 and 2012 were as follows:

| | December 31, 2013 | December 31, 2012 |
|---|---|---|
| Cash | $ 0 | $ 0 |
| Inventory | 0 | 0 |
| Total Current Assets | 0 | 0 |
| Total Assets | 0 | 0 |
| Total Current Liabilities | 0 | 0 |
| Total Liabilities | 0 | 0 |

Our total current assets at December 31, 2013 stayed the same when compared to the current assets of December 31, 2012.

Our total current liabilities as of December 31, 2013 stayed the same when compared to December 31, 2012.

## G. OFF-BALANCE SHEET ARRANGEMENTS

The Company did not engage in any off-balance sheet arrangements during the year ended December 31, 2013.

## ITEM 7. DESCRIBE THE ISSUER'S FACILITIES.

The Company is currently based in Wilmington, Delaware and is operated from satellite offices located in Wilmington, DE, The Company leases this space under an agreement with the present CEO, Alexander Woods-Leo., under this agreement the company may relocate without penalty.

# ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS.

## A. NAMES OF OFFCERS, DIRECTORS AND CONTROL PERSONS

The current Chairman, and sole director of the Company is: Alexander Woods-Leo The

current Chief Executive Officer of the company is: Alexander Woods-Leo

The current Secretary of the Company is: Jonathan Bloomfield

The current Chief Financial Officer of the Company is: Alexander Woods-Leo

## B. LEGAL/DISCIPLINARY HISTORY

Identification of 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):

NO.

4. 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 his involvement in any type of business, securities, commodities, or banking activities:

NO.

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:

NO.

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:

NO.

## C. BENEFICIAL SHAREHOLDERS

Listing of the name, address and shareholdings or percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer’s equity securities.

| OWNER OF RECORD | CONTROL PERSON | ADDRESS |
|---|---|---|
| Adam Michelin | Yes | 501 Silverside Rd. PMB# 52<br>Wilmington, DE 19809 |

| CLASS OF SECURITY | NUMBER OF SHARES | PERCENTAGE % OF CLASS |
|---|---|---|
| COMMON STOCK | 18,384,000 | 38.937% |
| PREFERRED CLASS A | 50,000 | 20.000% |

| OWNER OF RECORD | CONTROL PERSON | ADDRESS |
|---|---|---|
| Milos Sarcev | N/A | 501 Silverside Rd. PMB# 52<br>Wilmington, DE 19809 |

| CLASS OF SECURITY | NUMBER OF SHARES | PERCENTAGE % OF CLASS |
|---|---|---|
| COMMON STOCK | 8,333,000 | 17.649% |

| OWNER OF RECORD | CONTROL PERSON | ADDRESS |
|---|---|---|
| Ricky Ray Robinette | N/A | 501 Silverside Rd. PMB# 52<br>Wilmington, DE 19809 |

| CLASS OF SECURITY | NUMBER OF SHARES | PERCENTAGE % OF CLASS |
|---|---|---|
| COMMON STOCK | 8,333,000 | 17.649% |

| OWNER OF RECORD | CONTROL PERSON | ADDRESS |
|---|---|---|
| Health Holdings & Botanicals, LLC | N/A | 501 Silverside Rd. PMB# 52<br>Wilmington, DE |

| CLASS OF SECURITY | NUMBER OF SHARES | PERCENTAGE % OF CLASS |
|---|---|---|
| COMMON STOCK | 4,734,571 | 10.028% |

## ITEM 9. THIRD PARTY PROVIDER

### A. LEGAL COUNSEL

Securities Compliance Group, Ltd. 9107
Wilshire Blvd Suite 450
Beverly Hills, CA, 90210 United States

### B. ACCOUNTANT OR AUDITOR

R&A Tax & Accounting LLC
2353 Webster St.
Bellmore, NY 11710 United States

### C. INVESTOR RELATIONS CONSULTANT

N/A

### D. OTHER ADVISOR(S)

N/A

## ITEM 10. OTHER INFORMATION

N/A

## ITEM 11. EXHIBITS

N/A

## ITEM 12. CERTIFICATIONS

I, Alexander Woods-Leo certify that:

1. I have reviewed this Annual Audit Report of Redux Holdings, 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.

Dated: February 15, 2015

/s/ Alexander Woods-Leo

By: Alexander Woods-Leo Chief Executive Officer and Interim Chief Financial Officer

**REPORT OF INDEPENDENT PUBLIC ACCOUNTING FIRM**

Board of Directors and Stockholders
Redux Hodings, Inc.
Wilmington, DE

The audits referred to in our report dated February 15, 2015 relating to the consolidated financial statements of Redux Holdings, Inc., which is contained in Item 5 of this Report also included the audit of the financial statement schedule listed in the accompanying index. This financial statement schedule is the responsibility of the Company's management. Our responsibility is to express an opinion on the financial statement schedule based upon our audits.

In our opinion such financial statement schedule, when considered in relation to the basic consolidated financial statements taken as a whole, presents fairly, in all material respects, the information set forth therein.

/s/ R&A TAX & ACCOUNTING, LLC *Ron Patane Anthony Aversano*

Bellmore, New York
February 15, 2015