ECO-PETROLEUM SOLUTIONS, INC.
CONSOLIDATED
BALANCE SHEETS
(Unaudited)

	March 31, 2015	December 31, 2014
ASSETS		
Current assets:		
Cash and cash equivalents	$ 1,463	$ 41
Accounts receivable	17,609	-
A/R Related party - Patten Energy, Inc.	36,290	36,290
Inventory	38,183	-
Product Advances	2,950	-
Total current assets	96,495	36,331
Property and equipment		
Office and computer equipment	1,550	1,000
Totes	550	-
Machinery & equipment	92,600	92,100
	94,700	93,100
Less: Accumulated depreciation	(5,139)	(333)
Net property and equipment	89,561	92,767
Other assets:		
Investment in Subsidiary	456,347	-
Total other assets	456,347	-
	$ 642,403	$ 129,098
LIABILITIES AND SHAREHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable	$ 224,750	$ 154,245
Accrued expenses and other current liabilities	268,197	248,643
Short-term notes	235,206	235,206
Due to related parties:		
Settlement agreement releated to completed reverse merger	71,500	263,000
Promissory note - Former director and officer	35,000	35,000
Officers, Directors and stockholders	279,800	260,436
Current liabilities - Discontinued Operations	485,153	485,153
Total current liabilities	1,599,606	1,681,683
Shareholders' Deficit		
Common stock, $.0001 par value; 1,000,000,000 shares authorized, 111,639,158 and 20,639,158 issued and outstanding at March 31, 2015 and December 31, 2014, respectively	11,664	2,064
Additional paid-in-capital	14,248,440	8,727,240
Deficit accumulated during the development stage	(15,217,307)	(10,281,889)
Total shareholders' deficit	(957,203)	(1,552,585)
Total liabilities and shareholders' deficit	$ 642,403	$ 129,098

See accompanying notes to financial statements.

ECO-PETROLEUM SOLUTIONS, INC.
CONSOLIDATED
STATEMENTS OF OPERATIONS
(Unaudited)

	For the Quarter Ended March 31, 2015	For the Year End December 31, 2014
Continuing Operations:		
Revenues	$ 34,779	$ -
Cost of Goods Sold:		
Packaging	12,156	-
Liquids	6,511	-
Fill Fees	5,670	-
Total expenses	24,337	-
Gross Profit	10,442	-
Expenses:		
General and administrative	4,933,344	238,879
Transportation Expense	2,231	
Stock-based compensation for issued stock options	-	-
Professional fees and compensation paid by issuance of common st	-	-
Settlement agreement related to completed reverse merge	-	-
Depreciation and amortization	4,806	5,583
Total expenses	4,940,381	244,462
Loss from operations	(4,929,939)	(244,462)
Other income (expense):		
Interest expense	(5,479)	(41,330)
Impairment of goodwill	-	(745,008)
Gain/(Loss) on disposal of fixed assets	-	(28,583)
Total other income (expense)	(5,479)	(814,921)
Loss from continuing operations	(4,935,418)	(1,059,383)
Discontinued Operations:		
Loss from operations of discontinued subsidiary	-	(17,958)
Provision for income taxes	-	-
Loss from Discontinued Operations	-	(17,958)
Net loss	$ (4,935,418)	$ (1,077,341)
Basic and diluted loss per common share		
Loss from Continuing Operations	$ (0.04)	$ (0.06)
Loss from Discontinued Operations	$ -	$ (0.00)
Weighted average shares outstanding - Basic and Diluted	114,793,553	18,793,553

See accompanying notes to financial statements.

Eco-Petroleum Solutions, Inc.
Statement of Stockholder's Equity (Deficit)
For the Period from December 31, 2012 to March 31, 2015
(Unaudited)

	Common Stock	Common Stock Amount	Additional Paid-in Capital	Common Stock Subscribed	Earnings (Deficit) Accumulated	Total
Balance, December 31, 2012	**1,124,158**	**$ 112**	**$ 7,950,494**	**-**	**$ (9,034,657)**	**$ (1,084,051)**
Common stock issued for consulting services	-	-	-			-
Common stock issued for debt payments	1,915,000	192	80,173			80,365
Common stock issued for asset purchase transaction	14,800,000	1,480	590,520			592,000
Common stock subscribed - 400,000				100,000		100,000
Net (loss) for the period					(169,891)	(169,891)
Balance, December 31, 2013	**17,839,158**	**$ 1,784**	**$ 8,621,187**	**100,000**	**$ (9,204,548)**	**$ (481,577)**
Common stock issued	1,500,000	150	-	25,000		25,150
Stock issued for incentives	300,000	30	14,970			15,000
Common stock issued for debt payments	500,000	50	91,083			91,133
Net loss, March 31, 2014					(72,737)	(72,737)
Balance, March 31, 2014	**20,139,158**	**$ 2,014**	**$ 8,727,240**	**125,000**	**$ (9,277,285)**	**$ (423,031)**
Net loss, quarter ended June 30, 2014					(63,135)	(63,135)
Balance, June 30, 2014	**20,139,158**	**$ 2,014**	**$ 8,727,240**	**125,000**	**$ (9,340,420)**	**$ (486,166)**
Common stock issued related to Private Placement C	500,000	50				50
Common stock subscribed was cancelled			-	(125,000)		(125,000)
Net loss, quarter ended September 30, 2014					(884,555)	(884,555)
Balance, September 30, 2014	**20,639,158**	**$ 2,064**	**$ 8,727,240**	**-**	**$ (10,224,975)**	**$ (1,495,671)**
Net loss, quarter ended December 31, 2014					(56,914)	(56,914)
Balance, December 31, 2014	**20,639,158**	**$ 2,064**	**$ 8,727,240**	**-**	**$ (10,281,889)**	**$ (1,552,585)**
Common stock issued for purchase of subsidiary	8,000,000	800	439,200	-		440,000
Stock issued for services	70,000,000	7,000	4,893,000			4,900,000
Common stock issued for forbearance of debt	8,000,000	800	-			800
Common stock issued for debt payment	10,000,000	1,000	189,000			190,000
Net loss, March 31, 2015					(4,935,418)	(4,935,418)
Balance, March 31, 2015	**116,639,158**	**$ 11,664**	**$ 14,248,440**	**-**	**$ (15,217,307)**	**$ (957,203)**

See Accompanying Notes to Financial Statements

ECO-PETROLEUM SOLUTIONS, INC.
Statements of Cash Flows
(Unaudited)

	For the Year End March 31, 2015	For the Year End December 31, 2014
Cash flows from operating activities		
Net loss	$ (4,935,418)	$ (1,077,341)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Non-cash expenses:		
Depreciation and amortization	4,806	5,583
Loss on disposal of fixed assets and patents pending	-	28,583
Common stock issued for services and compensation	4,900,000	-
Common stock issued for debt issuance costs	800	15,000
Impairment of Goodwill	-	745,008
Changes in operating assets and liabilities:		
(Increase) decrease in accounts receivable	(17,609)	(36,290)
(Increase) decrease in inventory	(38,183)	-
Increase (decrease) in accounts payable	70,505	16,754
Increase (decrease) in accrued expenses and other current liabilities	19,554	281,084
Net cash provided by operating activities	4,455	(21,619)
Cash flows from investing activities		
Purchases of equipment	(1,600)	-
Investment in subsidiary	(16,347)	-
Net cash used by investing activities	(17,947)	-
Cash flows from financing activities		
Payments of principal on long-term debt	-	(16,910)
Payments on settlement agreement related to completed reverse merger	(1,500)	(10,500)
Deferred capital formation costs	-	(7,000)
Issuance of common stock for cash	-	25,000
Common stock subscribed	-	(100,000)
Proceeds from product advances	(2,950)	-
Proceeds from loans from related parties - Directors and stockholders	-	124,988
Proceeds on loans from related parties - Directors and stockholders	19,364	-
Net cash provided by financing activities	14,914	15,578
Increase in cash	1,422	(6,041)
Cash at beginning of period	41	6,082
Cash at end of period	$ 1,463	$ 41
Supplemental Cash Flow Information:		
Cash paid for interest	$ -	$ 3,543
Cash paid for income taxes	$ -	$ -

See accompanying notes to financial statements.

(1) Basis of Presentation and Organization

Eco-Petroleum Solutions, Inc. ("Eco-Petroleum" or the "Company") is a Delaware corporation. The Company was incorporated under the laws of the United Kingdom as T&T Homes Limited on July 28, 2004. On November 25, 2004, the Company changed its name to Falcon Media Services, Ltd. On November 12, 2008, the Company changed its name to Extreme Mobile Coatings Corp., Ltd. On March 2, 2009, the Company changed its name to Extreme Mobile Coatings Worldwide Corp. On May 19, 2010, the Company changed its name to Structural Enhancement Technologies Corp. ("Structural"). Lastly, on November 16, 2012, the Company amended its name to Eco-Petroleum Solutions, Inc. to indicate a change in its business plan to expand its operations by entering into the renewable sector to conduct the business of blending, bottling, and distributing reprocessed private label motor oil, transmission fluid, and related products for the automotive aftermarket.

On September 16, 2008, the Company entered into a Share Exchange Agreement (the "Share Exchange Agreement #1") with Extreme Mobile Coatings, Inc. ("EMC"), a Delaware corporation, and its stockholders pursuant to which the Company agreed to acquire 100 percent of the outstanding shares of EMC in exchange for 2,701 shares of common stock (post reverse stock split) of the Company. On that date, the Company began to focus on a new business plan, which was the establishment of franchises to market, use, and sell coating products and equipment from Environmental Infrastructure Holdings Corp. ("EIHC" and formerly XIOM Corp.) The Company continued with that business plan (with the EIHC technology) until early January 2011. At that time, the EIHC License Agreement was written off, and the Company entered into a new license agreement with another coating products provider.

Given that EMC is considered to have acquired the Company by a reverse merger through the Share Exchange Agreement #1, and its former stockholders had voting control of the Company, the accompanying financial statements and related disclosures in the notes to financial statements present the financial position as of December 31, 2014, and December 31, 2013, and the operations for years ended December 31, 2014, and 2013, and cumulative from inception of EMC under the name of Eco-Petroleum. The reverse merger was recorded as a recapitalization of the Company, with the net assets of EMC and Eco-Petroleum brought forward at their historical bases. The costs associated with the reverse merger were expensed as incurred (see Note 7 for additional information pertaining to discontinued operations).

On March 2, 2009, the Company completed a second Share Exchange Agreement (the "Share Exchange Agreement #2") between the Company, as Extreme Mobile Coatings Corp, Ltd. and Extreme Mobile Coatings Worldwide Corp., a newly formed Delaware corporation. The Share Exchange Agreement #2 was completed in order to change the domicile of the Company from the United Kingdom to the State of Delaware, the authorized common stock to 500,000,000 shares, par value $0.0001 per share, and the name of the Company from Extreme Mobile Coatings Corp. Ltd. to Extreme Mobile Coatings Worldwide Corp. The Company exchanged 3,583 shares of its common stock (post reverse stock split) for a like number of shares of common stock of the newly formed Delaware Corporation. In addition, the Certificate of Incorporation of Extreme Mobile Coatings Worldwide Corp. became the Certificate of Incorporation of the Company.

On November 25, 2008, the Company effected a 2-for-1 forward stock split of its common stock. Effective March 12, 2009, the Company effected a 5-for-1 forward stock split of its common stock. On May 19, 2010, the Company effected a 1-for-100 reverse stock split of its issued and outstanding common stock. On November 16, 2012, the Company changed its name to Eco-Petroleum Solutions, Inc. and effected a 1-for-500 reverse stock split of its issued and outstanding common stock. Such actions were completed on February 7, 2013. The accompanying financial statements have been retroactively adjusted to reflect these stock splits.

On January 7, 2015 the Company entered into an agreement the shareholders of Bottled Brands Acquisition Corp. (Bottle Brands) to acquire all of the outstanding shares of Bottled Brands for 8,000,000 shares of the Company's common stock. In addition, the Company agrees to provide $150,000 to $250,000 for initial working capital. The transaction is closed as of that date and Bottled Brands is now a wholly owned subsidiary of the Company.

The accompanying financial statements were prepared from the accounts of the Company under the accrual basis of accounting.

Unaudited and Unreviewed Financial Statements
The accompanying financial statements of Eco-Petroleum for March 31, 2015 and December 31, 2014, have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP"). The accompanying financial statements have not been audited or reviewed. In the opinion of management, the financial statements include all known adjustments (which consist primarily of normal, recurring accruals, estimates, and assumptions that impact the financial statements) necessary to present fairly the financial position as of the balance sheet dates and the results of operations for the years then ended, and cumulative from inception.

Cash and Cash Equivalents
For purposes of reporting within the statements of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less to be cash and cash equivalents.

Property and Equipment
Property and equipment are recorded at historical cost. Minor additions and renewals are expensed in the year incurred. Major additions and renewals are capitalized and depreciated over their estimated useful lives. When property and equipment are retired or otherwise disposed of, the cost and accumulated depreciation are removed from the accounts, and any resulting gain or loss is included in the results of operations for the respective period. The Company uses the straight-line method of depreciation. The estimated useful lives for significant property and equipment categories are as follows:

Office and computer equipment	3-7 years
Machinery and equipment	5-10 years
Trailer	5 years

License Agreement
The Company capitalizes the costs incurred to acquire franchise rights. Such costs are amortized over the remaining useful life of the related rights.

Trademark
The Company obtained a servicemark from the State of Kentucky effective December 26, 2007, and registered it with the U.S. Patent and Trademark Office. The servicemark covers the name "Extreme Mobile Coating". The cost of obtaining the servicemark was capitalized by the Company, and fully amortized over a period of five years.

Revenue Recognition
The Company recognizes revenues from the sale of franchises and products in the automotive aftermarket. Revenues are recognized for financial reporting purposes when delivery has occurred provided there is persuasive evidence of an agreement, acceptance has been approved by the customer, the fee is fixed or determinable, and collection of the related receivable is probable.

Impairment of Long-Lived Assets
The Company evaluates the recoverability of long-lived assets and the related estimated remaining lives at each balance sheet date. The Company records an impairment or change in useful life whenever events or changes in circumstances indicate that the carrying amount may not be recoverable or the useful life has changed. During the periods ended March 31, 2015 and December 31, 2014, no events or circumstances occurred for which an evaluation of the recoverability of long-lived assets was required.

Loss per Common Share
Basic loss per share is computed by dividing the net loss attributable to the common stockholders by the weighted average number of shares of common stock outstanding during the period. Diluted loss per share is computed similar to basic loss per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive.

Stock-Based Compensation Arrangements
The Company accounts for stock-based compensation arrangements in accordance with guidance provided by the Financial Accounting Standards Board Accounting Standards Codification ("ASC"). This guidance addresses all forms of share-based payment awards including shares issued under employee stock purchase plans, stock options, restricted stock and stock appreciation rights, as well as share grants and other awards issued to employees and non-employees under free-standing arrangements. These awards are recorded at costs that are measured at fair value on the awards' grant dates, based on the estimated number of awards that are expected to vest and will result in charges to operations.

From time to time, the Company's shares of common stock have been issued as payment to employees and non-employees for services and the reduction of debt. These are non-cash transactions that require management to make judgments related to the fair value of the shares issued, which affects the amounts reported in the Company's accompanying financial statements for certain of its assets and expenses.

Income Taxes
For the period ended December 31, 2007, and through January 25, 2008, EMC was a partnership for income tax purposes. Income or losses from EMC were combined with the income and expenses of the members from other sources and reported in the members' individual federal and state income tax returns. EMC was not a taxpaying entity for federal and state income tax purposes; therefore, no income tax expense was recorded in the financial statements. Income of EMC was taxed to the members on their respective income tax returns.

Subsequent to January 25, 2008, EMC became a corporation for income tax purposes. As such, the Company and EMC account for income taxes pursuant to ASC Topic 740, "*Income Taxes*". Under ASC Topic 740, deferred tax assets and liabilities are determined based on temporary differences between the bases of certain assets and liabilities for income tax and financial reporting purposes. The deferred tax assets and liabilities are classified according to the financial statement classification of the assets and liabilities generating the differences.

Fair Value of Financial Instruments
The Company estimates the fair value of financial instruments using the available market information and valuation methods. Considerable judgment is required in estimating fair value. Accordingly, the estimates of fair value may not be indicative of the amounts the Company could realize in a current market exchange. As of March 31, 2015 and December 31, 2014, the carrying value of financial instruments approximated fair value due to the short-term maturity of these instruments.

Deferred Offering Costs
The Company defers as other assets the direct incremental costs of raising capital until such time as the offering is completed. At the time of the completion of the offering, the costs are charged against the capital raised. Should the offering be terminated, deferred offering costs are charged to operations during the period in which the offering is terminated.

Concentration of Risk
As of March 31, 2015 and December 31, 2014, the balance in the Company's bank account was subject to FDIC coverage.

Common Stock Registration Expenses
The Company considers incremental costs and expenses related to the registration of equity securities with the SEC, whether by contractual arrangement as of a certain date or by demand, to be unrelated to original issuance transactions. As such, subsequent registration costs and expenses are reflected in the accompanying financial statements as general and administrative expenses and are expensed as incurred.

Advertising Costs
The Company expenses advertising costs as incurred. Such costs amounted to $0 and $0 for the period and year ended March 31, 2015 and December 31, 2014, respectively.

Lease Obligations
All noncancellable leases with an initial term greater than one year are categorized as either capital leases or operating leases. Assets recorded under capital leases are amortized according to the methods employed for property and equipment or over the term of the related lease, if shorter.

Reclassification
Certain items have been reclassified in 2014 in order to be compatible with corresponding amounts in the financial statement presentation in 2015.

Recent Accounting Pronouncements
The management of the Company does not believe that any recently issued, but not yet effective, accounting standards, if currently adopted, would have a material effect on the accompanying financial statements.

Estimates
The accompanying financial statements are prepared on the basis of accounting principles generally accepted in the United States of America. The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities as of March 31, 2015 and December 31, 2014, and revenues and expenses for the period and year ended March 31, 2015 and December 31, 2014. Actual results could differ from those estimates made by management.

(2) Going Concern
Eco-Petroleum has a business plan to conduct the business of blending, bottling, and distributing of reprocessed private label motor oil, transmission fluid, and related products for the automotive aftermarket (see Note 7 for additional information pertaining to discontinued operations). Initial activities of the Company through March 31, 2015, include organization and incorporation, target market identification, marketing plans, entering into license agreements and other business expansion transactions by merger or asset purchase, as well as capital formation and initial operating activities.

While the management of the Company believes that the Company will be successful in its capital formation and operating activities, there can be no assurance that it will be able to raise additional equity capital, or be able to generate sufficient revenues to sustain its operations. The Company also intends to conduct additional capital formation activities through the issuance of its common stock to establish sufficient working capital, and, expand its operations.

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America, which contemplate continuation of the Company as a going concern. The Company has incurred an operating loss since inception and the cash resources of the Company are insufficient to meet its planned business objectives. These and other factors raise substantial doubt about the Company's ability to continue as a going concern. The accompanying financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

(3) Asset Purchase Agreements

Challenger Brands Corp. Asset Purchase
Effective November 16, 2012, the Company entered into a Share Exchange Agreement (the "Share Exchange Agreement #3) with Challenger Brands Corp. ('CBC"), a Delaware corporation, and its stockholders pursuant to which the Company agreed to acquire 100 percent of the outstanding shares of CBC in exchange for 10,000,000 shares of newly issued common stock (post reverse stock split) and 1,000,000 of convertible preferred stock, to be authorized and issued by the Company. The convertible preferred stock was to be convertible into 10 shares of common stock for each share of convertible preferred stock only after the Company realized revenues of a minimum of $2,000,000 in calendar 2013, and other such rights, preferences and obligations as determined by the Board of Directors of the Company. The 10,000,000 shares of common stock and 1,000,000 shares of convertible preferred stock were to be issued by the Company to Messrs. James W. Zimbler and Jeffrey Gates, the principle stockholders of CBC. Each individual was to receive 5,000,000 shares of newly issued common stock, and 500,000 shares of convertible preferred stock in exchange for their shares of common stock of CBC. Mr. Zimbler is an officer and Director of the Company. He is also a stockholder of the Company. Mr. Gates is a current Director and officer of the Company, and is also a stockholder.

The Company was to acquire CBC by a reverse merger through the Share Exchange Agreement #3, as its current stockholders would have demonstrated voting control of the Company. The reverse merger was to have been recorded as a recapitalization of the Company with the net assets of CBC and Eco-Petroleum brought forward at their historical bases. The costs associated with the reverse merger were to be expensed as incurred.

Effective May 23, 2013, the Share Exchange Agreement #3 was cancelled, and the Company and CBC entered into an Asset Purchase Agreement whereby the Company was to acquire, effective October 29, 2013, the company name, trade secrets, the customer list, and other tangible assets of CBC in exchange for the issuance of 9,000,000 newly issued shares of common stock of Eco-Petroleum. On October 29, 2013, the Board of Directors of the Company amended the Asset Purchase Agreement to allow for the issuance of 14,800,000 shares of common stock to the principal stockholders of CBC (Messrs. James W. Zimbler – 7,000,000 shares; Jeffrey Gates – 7,000,000 shares, and Andrew Mazzone – 800,000 shares), with a value of $592,000, as payment for the assets acquired, and the assumption of certain liabilities of CBC that pertain to the capital formation activities of the Company with Chasson, debt owed to Mr. Jeffrey Gates, and other liabilities.

On October 29, 2013, the Asset Purchase Agreement was closed between the parties. By way of this and other transactions, the Company intends to expand its operations by entering into the renewable energy sector by acquisition to conduct the business of blending, bottling, and distributing reprocessed private label motor oil, transmission fluid, and related products for the automotive aftermarket.

The allocation of the purchase price to the assets acquired, and the assumption of liabilities to reflect the fair value of the common issued in the transaction are presented as follows:

Description		Amount
Assets Acquired:		
Machinery and equipment	$	92,100
Intangible assets		35,000
Deferred capital formation costs		20,000
Goodwill		745,008
Liabilities assumes		(279,058)
Other – Transaction expenses		(21,050)
Fair value of common stock issued	$	592,000

Effective September 30, 2014, the Company wrote-off $745,008 of Goodwill and $28,583 of the remaining book value of intangible assets acquired from CBC to reflect its new operational focus in the business of blending, bottling, and distributing reprocessed private label motor oil, transmission fluid, and related products for the automotive aftermarket. The write-off of these assets has been reflected in the accompanying Statements of Operations for the year ended December 31, 2014.

(4) Related Party Transactions

As of March 31, 2015 and December 31, 2014, the Company owed to Directors, officers and stockholders of the Company $279,800 and $260,436 respectively. The amounts are unsecured, non-interest bearing, and have no terms for repayment. The individual amounts owed to Directors, officers and stockholders are presented as follows:

	As of	
	March 31, 2015	**December 31, 2014**
James W. Zimber	$ 110,452	$ 91,088
Jeffrey Gates	169,348	169,348
Totals	$ 279,800	$ 260,436

On May 20, 2010, a Director and former officer of the Company loaned $35,000, and received a promissory note from the Company with an annual interest rate of 8%. The note has a term of six months, at which time, the principal and accrued interest are due and payable. The note can be prepaid at any time and from time to time at par and accrued interest. The principal and interest of the note are also convertible to 20,000 shares of the Company's common stock (post reverse stock split) at the end of the six-month term at the designation of the holder. As of March 31, 2015, and December 31, 2014, the promissory note was in default, and the amount of $35,000 of principal on the note was due and payable to the note holder plus accrued interest of $13,607, and $12,907, respectively. Interest expense related to this loan was $ 700 and $2,800 for the quarter and year ended March 31, 2015, and December 31, 2014, respectively.

(5) Income Taxes

The provision (benefit) for income taxes for the quarter ended March 31, 2015 and the year ended December 31, 2014, were as follows (assuming a 40 percent effective tax rate):

	For the Quarter Ended and Year Ended	
	March 31, 2015	**December 31, 2014**
Federal and state-		
Taxable income	$ -	$ -
Total current tax provisions	$ -	$ -
Federal and state-		
Loss carryforwards	$ 1,940,019	$ 465,085
Change in valuation allowance	(1,940,019)	(465,085)
Total deferred tax provision	$ -	$ -

The Company had deferred income tax asset as follows:

	As of March 31, 2015	As of December 31, 2014
Loss carryforwards	$ 5,918,288	$ 3,978,269
Less – Valuation allowance	$ (5,918,288)	$ (3,978,269)
Total net deferred assets	-	-

The Company has provided a valuation allowance equal to the deferred income tax assets for the quarter and year ended March 31, 2015 and December 31, 2014, because it is not presently known whether future taxable income will be sufficient to utilize the loss carryforwards.

As of March 31, 2015 and December 31, 2014, the Company had approximately $14,795,719 ($13,595,897 from continuing operations and $1,199,822 from discontinued operations) and $9,860,301 ($8,660,479 from continuing operations and $1,199,822 from discontinued operations), respectively, in tax loss carryforwards that can, upon filing of the appropriate tax returns, be utilized in future periods to reduce taxable income, which expire in 2028 through 3035.

The management of the Company has not filed federal or state income tax returns for the years 2008 – 2014 with the respective tax authorities.

(6) Notes Payable and Long-term Debt

Notes payable and long-term debt as of March 31, 2015 and December 31, 2014, consisted of the following:

Short-term notes payable as of March 31, 2015 and December 31, 2014, consisted, in part, of two separate notes given to the same holder, one for $100,000, dated November 3, 2009, and the other for $50,000, dated January 11, 2010. Both notes had six-month terms and accrued interest at 8 percent per annum. As of March 31, 2015, and December 31, 2014, both notes were in default and, as such, the holder has the right to convert the amounts to shares of restricted common stock at a 25 percent discount to the thirty-day average closing price prior to the date of conversion. Subsequent to December 31, 2010, the holder agreed not to convert the debt to shares and to settle these obligations for $150,000, plus accrued interest, in connection with the completion of a merger transaction with Landmark Consulting, Inc. The transaction with Landmark was not completed by the Company. Subsequently, on February 14, 2012, the Company issued 50,000 shares of registered common stock to the holder (post reverse stock split) in satisfaction of $50,000 in principal on the notes. In addition, on October 29, 2013, the Company issued 1,500,000 shares of restricted common stock in satisfaction of $30,206 of accrued interest, and $29,794 of principal on the notes, and paid an additional $10,000 of accrued interest in cash.

On April 13, 2012, the Company issued a promissory note, due October 31, 2012, to a stockholder for $15,000. The note carries an interest rate of 10 percent per annum, and may be either repaid, at the election of the note holder in cash plus the issuance of shares of common stock of the Company in the amount of $30,000 in value, or by the conversion of the principal and interest due into a total of $45,000 in value of common stock of the Company, along with additional warrants to purchase common stock of the Company with an additional value of $10,000, with such warrants being exercisable within one year from the date of issuance, and shall have an exercise price equal to 50 percent of the average closing price of the common stock of the Company on the five trading days prior to exercise. As of March 31, 2015 and December 31, 2014, the promissory note was in default. The promissory note is guaranteed by shares of common stock of the Company owned by James W. Zimbler, a Director, officer, and stockholder of the Company.

On September 25, 2013, the Company issued a promissory note, due December 24, 2013, to an unrelated entity for $50,000 in proceeds. The note carries an interest rate of 10 percent per annum, and may be repaid with appropriate interest to the note holder by the Company on the earlier of the due date or the date the Company raises in excess of $500,000 from its current capital formation activities, or all or a portion of the principal and accrued and unpaid interest may be converted, at the election of the note holder, into shares of common stock of the Company at a price equal to 85 percent of the market price (meaning the average of the lowest two trading prices for the five-day trading period before the date of conversion) of the Company's common stock. As of March 31, 2015 and December 31, 2014, the promissory note was in default, and the Company obtained a written waiver from the note holder dated March 26, 2014, and a subsequent verbal waiver, confirming that all terms and conditions contained in the promissory note would remain in effect as the Company was continuing with its capital formation activities. Further, on February 11, 2014, the Company issued 100,000 shares of common stock to the note holder, with a value of $5,000, as an incentive to continue working with the Company on its capital formation and other merger activities.

On October 18, 2013, the Company issued a second promissory note, due January 16, 2014, to the same note holder as the September 25, 2013 promissory note, for $100,000 in proceeds. The note carries an interest rate of 10 percent per annum, and may be repaid with appropriate interest to the note holder by the Company on the earlier of the due date or the date the Company raises in excess of $750,000 from its current capital formation activities, or all or a portion of the principal and accrued and unpaid interest may be converted, at the election of the note holder, into shares of common stock of the Company at a price equal to 85 percent of the market price (meaning the average of the lowest two trading prices for the five-day trading period before the date of conversion) of the Company's common stock. As of March 31, 2015 and December 31, 2014, the promissory note was in default, and the Company obtained a written waiver from the note holder dated March 26, 2014, and a subsequent verbal waiver, confirming that all terms and conditions contained in the promissory note would remain in effect as the Company was continuing with its capital formation and other merger activities. Further, on February 11, 2014, as a condition of the promissory note, the Company issued 200,000 shares of common stock to the note holder, with a value of $10,000, as an incentive to make the loan.

Included below is a summary of the Company's notes payable and long-term debt:

Included below is a summary of the Company's notes payable and long-term debt:

	As of	
	March 31, 2015	**December 31, 2014**
Convertible promissory notes, due on April 28, 2010, interest at 8.0% per annum, unsecured	$ 70,206	$ 70,206
Convertible promissory notes, due on December 24, 2013, interest at 10.0% per annum, unsecured	50,000	50,000
Convertible promissory notes, due on January 16, 2014, interest at 10.0% per annum, unsecured	100,000	100,000
Convertible promissory notes, due on October 31, 2012, interest at 10.0% per annum, unsecured	15,000	15,000
	235,206	235,206
	(235,206)	(235,206)
	$ -	$ -

Future minimum long-term debt payments required are as follows:

Twelve Months Ending December 31,	**Amount**
2015	$ 235,206
2016	-
Total	$ 235,206

(7) Discontinued Operations

Effective September 30, 2014, the Board of Directors of the Company resolved to discontinue the operations of EMC, its wholly owned subsidiary. As such, the assets and accumulated depreciation of EMC's property and equipment were removed from the accounts, and all remaining liabilities were classified as Discontinued Operations in the accompanying Balance Sheets. As of December 31, 2014, the summaries of liabilities pertaining to discontinued operations were as follows:

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	As of December 31, 2014
Bank loan, monthly payments of $2,736 through 2015, interest at 8.5% per annum, secured	$ 33,359
Accounts payable - Trade	6,000
Accrued liabilities	36,800
Payroll and sales taxes payable	8,200
Due to related party - Stockholder	400,794
Totals	$ 485,153

The impacts of the discontinued operations of EMC are also disclosed in the accompanying Statements of Operations.

SABA Asset Purchase
On March 5, 2007, EMC entered into a non-binding Letter of Intent with SABA Contracting, Inc. ("SABA"), an unrelated New York corporation, to purchase certain construction equipment and vehicles (the "SABA Equipment") for $360,000. Under the terms of the Letter of Intent, the parties agreed that the transaction was to be evidenced by a written Purchase and Sale of Equipment Agreement (the "Asset Purchase Agreement"), which was to be signed at the closing of the transaction. In order to complete the acquisition of the SABA Equipment, EMC obtained a term loan from Central Bank FSB, of Nicholasville, KY in the amount of $400,000. EMC, in good faith, provided proceeds of $360,000 from the bank loan to SABA before the closing of the transaction which was used to pay off SABA's equipment-related debt of $60,000 and purchase the SABA Equipment. EMC also advanced an additional $18,200 to SABA in connection with the transaction, and SABA agreed to provide the funds to pay three payments on the Bank Loan totaling $25,519. The parties were not able to evidence the transaction under the terms of the Letter of Intent with an Asset Purchase Agreement, and the transaction was never closed. EMC has not been able to obtain clear title to the SABA Equipment for the purpose of selling the equipment to recover sufficient funds to repay the bank loan. As of December 31, 2007, EMC wrote off $356,801 related to the transaction, which is reflected as other expense in the accompanying statements of operations.

As of March 31, 2015 and December 31, 2014, EMC owed $33,359, and $33,359, respectively, on the loan from Central Bank FSG related to the Asset Purchase Agreement.

(8) Common Stock

On October 29, 2013, the Company issued 400,000 shares of restricted common stock (post reverse stock split) to a former officer and Director of the Company for services rendered. The value of the transaction was $16,000.

On October 29, 2013, the Company issued 14,800,000 shares of restricted common stock (post reverse stock split) to three individuals as the stockholders of Challenger Brands Corp., two of whom are officers and Directors of the Company, and the remaining individual is a Director of the Company, in connection with the closing of the Asset Purchase Agreement. The value of the common stock issued was $592,000.

On October 29, 2013, the Company issued 1,500,000 shares of restricted common stock (post reverse stock split) to a note holder as payment of principal and interest on a promissory note. The value of the transaction was $60,000.

On October 29, 2013, the Company issued 15,000 shares of restricted common stock (post reverse stock split) in satisfaction of a debt owed to an individual, which was assumed in connection with the closing of the Asset Purchase Agreement with Challenger Brands Corp. The value of the transaction was $5,000.

On February 11, 2014, in connection with the issuance of a promissory note, the Company issued 100,000 shares of common stock (post reverse stock split) to an entity as an incentive to continue working with the Company on its capital formation and other merger activities. The value of the transaction was $5,000.

On February 11, 2014, as a condition of the issuance of a promissory note, the Company issued 200,000 shares of restricted common stock (post reverse stock split) to an entity as an incentive to make a loan of $100,000. The value of the transaction was $10,000.

On February 27, 2014, the Company issued 500,000 shares of common stock (post reverse stock split) in satisfaction of a debt owed to an individual, which was assumed in connection with the closing of the Asset Purchase Agreement with Challenger Brands Corp. The value of the transaction was $100,000.

On January 28, 2015, the Company issued 18,000,000 shares of common stock for various activities and as a bonus for services performed on behalf of the Corporation to officers and directors and/or consultants of the Company, to the following:

Andrew B. Mazzone	4,000,000
James Zimbler/Advanta Management Consulting	4,000,000
Jeffrey Gates	4,000,000
Robert Rosinski	3,000,000
Randy Wegner	3,000,000

On January 28, 2015, the Company issued 8,000,000 shares of common stock for the acquisition of Bottled Brands LLC, as follows:

Rodney Barrington	4,000,000
Paula Barrington	4,000,000

On February 3, 2015, the Company issued 28,000,000 shares of common stock for various activities and services to be performed on behalf of the Corporation to officers and directors and/or consultants of the Company, to the following:

Andrew B. Mazzone	4,000,000
James Zimbler/Advanta Management Consulting	4,000,000
Jeffrey Gates	4,000,000
Robert Rosinski	4,000,000
Randy Wegner	4,000,000
Rodney Barrington	4,000,000
Paula Barrington	4,000,000

On February 5, 2015, the Company issued 24,000,000 shares of common stock for various activities and services to be performed on behalf of the Corporation to consultants of the Company, to the following:

Senior Management Solutions, Inc.	8,000,000
CKM Corporate, Inc.	8,000,000
Ernest B. Remo	8,000,000

On February 8, 2015, the Company issued 8,000,000 shares of common stock as inducement to forebear on debt owed to Cimarron Capital, Ltd.

Capital Formation Activities
On September 25, 2013, the Company commenced an equity formation activity through a Private Placement Offering ("PPO #2") consisting of 8,000,000 units at a price of $0.25 per unit, with each unit consisting of one share of common stock and one warrant to purchase one-half share of common stock at an exercise price of $0.50 per share. The warrants have a term of three years, but can be callable by the Company, if the common stock trades at a price of $1.00 for at least twenty consecutive trading days. The Company intended to raise between $500,000 - $2,000,000.

As of March 31, 2014, and December 31, 2013, the Company had incurred $133,667 and $126,667, respectively, in deferred equity formation costs. As of December 31, 2013, the Company had received $100,000 in proceeds for 400,000 shares of subscribed common stock. On January 14, 2014, the Company received an additional $25,000 in proceeds for 100,000 shares of subscribed common stock.

Effective April 30, 2014, the Board of Directors of the Company closed PPO#2 and issued certain rescission rights to the two investors in PPO#2. The investors declined to exercise the rescission rights, and the issuance of common stock related to PPO#2 was completed on July 9, 2014. The amount of common stock issued amounted to 500,000 shares with a value of $125,000.

Stock Options
On February 8, 2010, the Company granted two members of the Company's Board of Directors nonqualified stock options to purchase up to 400 shares each (800 combined shares) (post reverse stock split) of the Company's common stock, exercisable at a price of $0.50 per share.

On May 10, 2010, the Company granted nonqualified stock options to a Director to purchase up to 500 shares of the Company's common stock (post reverse stock split), exercisable at a price of $0.50 per share. On the same date, the Company granted nonqualified stock options to the Company's General Counsel to purchase up to 400 shares of the Company's common stock (post reverse stock split), exercisable at a price of $0.50 per share.

On July, 27, 2010, the Company granted three members of the Company's Board of Directors nonqualified stock options to purchase up to 500 shares each (1,500 combined shares) (post reverse stock split) of the Company's common stock, exercisable at a price of $0.20 per share. The Company also granted a consultant as well as the Company's general counsel nonqualified stock options to purchase up to 500 shares each (1,000 combined shares) (post reverse stock split) of the Company's common stock, exercisable at a price of $0.20.

The fair value of each option granted has been estimated on the date of grant using the Black-Scholes pricing model, using the following assumptions:

	2010
Risk Free Rate of Return	75%
Dividend Yield	0%
Volatility	149%
Average Expected Term (Years to Exercise)	2.5

A summary of the status of the options granted as of March 31, 2015, is as follows:

Outstanding – December 31, 2014	4,200
Granted	-
Exercised	-
Forfeited	-
Expired	-
Outstanding - March 31, 2015	4,200

A summary of the status of options outstanding as of March 31, 2015, and December 31, 2014, is presented as follows:

	Weighted Range of Average Exercise Prices	Number Outstanding	Weighed Average Remaining Life (Years)	Weighted Average Exercise Price	Number Exercisable
March 31, 2015	$ 0.32	4,200	0.69	$ 0.32	4,200
December 31, 2014	$ 0.32	4,200	0.69	$ 0.32	4,200

(9) Change in Management

Effective June 11, 2012, Mr. Jeffrey Gates was elected to the Board of Directors of the Company as Director and President. Mr. Gates replaced Mr. Andrew B. Mazzone as Interim President of the Company. On July 21, 2010, Mr. Andrew B. Mazzone was elected to the Board of Directors of the Company as a Director and Interim President. Effective October 8, 2014, Mr. Mazzone was elected as President, CEO, and Chairman of the Board of Directors of the Company. Mr. Gates remains as a member of the Board of Directors. Messrs. Gates and Mazzone currently serve as Directors and officers of the Company without compensation.

On August 15, 2013, Mr. Zimbler was re-appointed by the Board of Directors as Vice President and Director of the Company. Also, on October 8, 2014, Mr. Zimbler was re-elected to the Board as a Director and Vice President of the Company. During the year ended December 31, 2013, Mr. Zimbler provided services to the Company as a consultant through Advanta Management Consulting, Inc., a corporation wholly owned by Mr. Zimbler for fees and reimbursements of expenses amounting to $69,164. During the nine-month period ended September 30, 2014, Mr. Zimbler continued to provide services to the Company for fees and reimbursements of expenses amounting to $107,687.

On October 28, 2013, the Board of Directors of the Company appointed Mr. Ernest B. Remo as a Director of the Company. Mr. Remo resigned from the Board of Directors effective October 8, 2014.

In addition, on November 14, 2013, the Company entered into a Consulting Agreement with Mr. Remo for a term of one year commencing on November 1, 2013. The Consulting Agreement provides for monthly fees of $2,000, plus reimbursable expenses, and the issuance of 250,000 shares of common stock as additional compensation for services. For the year ended December 31, 2014, the Company accrued $24,000 in consulting fees for Mr. Remo.

(10) Commitments and Contingencies

Operating Leases
On September 1, 2014, the Company entered into a month-to-month, sub-lease for office space located in Nesconset, New York. The office space is approximately 705 square feet. The monthly lease expense for the entire office space is $1,000, of which the Company is obligated to pay $400. For the year ended December 31, 2014, the Company accrued $1,600 in rent expense.

From January 1, 2014, through August 31, 2014, the Company had a month-to-month sub-lease for approximately 200 square feet of office space located in Locust Valley, New York. For the year ended December 31, 2014, rent expense amounted to $6,600.

Mergenthaler Settlement and Extension Agreements
Effective September 21, 2012, the Company entered into a Settlement Agreement with Mr. Peter Mergenthaler, individually and as the agent for Eastern Glow Investments, Ltd. and Kingsgate Development, Ltd., entities who were initial stockholders of the Company when it was known as Falcon Media Services, Ltd., James W. Zimbler, Challenger Brands Corp., and the Company. The purpose of the Settlement Agreement is resolve and compromise all outstanding amounts due and owing from the allegation that full consideration was not paid at the time of the completion of the Share Exchange Agreement #1 between the Company and EMC (September 16, 2008).

On that date, the Company entered into Share Exchange Agreement #1 with EMC and its stockholders pursuant to which the Company agreed to acquire 100 percent of outstanding shares of EMC in exchange for 2,701 shares of common stock (post reverse stock split) of the Company.

The unpaid consideration referred to in the Settlement Agreement was not an obligation of the Company at the time of completion of the exchange, and since the transaction was treated as a reverse merger for financial reporting purposes, with all expenses of the transaction being expensed as incurred, the consideration called for by the Settlement Agreement is considered to be an expense of the reverse merger by the Company for financial reporting purposes.

The unpaid consideration due to Mr. Mergenthaler amounts to a total of $283,500, and was addressed in three parts: (i) a cash payment of $75,000; (ii) the issuance of 600,000 newly issued shares of common stock (post reverse stock split) with a value of $150,000 which shares shall remain in a pro rata *pari passu* relationship to the total number of shares of common stock held by Mr. James W. Zimbler, as of the date of the agreement or in the future, for a period of one year; and (iii) the payment of $58,500 in monthly installments of $3,250 over a period of 18 months commencing January 1, 2013. The payment of the unpaid amount of consideration called for by the Settlement Agreement was contingent upon the closing and funding of the reverse merger transaction (the Share Exchange Agreement #3), subsequently changed to the Asset Purchase Agreement, between Challenger Brands Corp. and the Company which closed on October 29, 2013.

Effective August 14, 2013, the Settlement Agreement was amended by an Extension Agreement between Mr. Mergenthaler and the Company which contains the following terms and conditions: (i) All dates in the Settlement Agreement pertaining to activities of the Company related to capital formation and equity funding transactions were extended to September 30, 2014; (ii) Mr. James W. Zimbler and Challenger Brands Corp. were removed as parties to the Settlement Agreement and released from all obligations and conditions of the Settlement Agreement; and, (iii) references in the Settlement Agreement to capital formation and equity funding transactions between the Company and Challenger Brands Corp. were replaced with the Company as the responsible party for the completion of pending and future capital formation and equity funding transactions.

In addition, the cash payment due to Mr. Mergenthaler was increased from $75,000 to $133,500, and the term in the Settlement Agreement dealing with monthly payments of $3,250 over a period of 18 months was deleted.

Lastly, the Extension Agreement provides that in the event that the Company does not complete and close its pending and future capital formation and equity capital funding transactions by September 30, 2014, then the Extension Agreement was to be null and void. However, effective September 30, 2014, by agreement between the Company and Mr. Mergenthaler, all dates in the Settlement Agreement pertaining to activities of the Company related to capital formation and equity-funding transactions were extended to January 5, 2015. A debt purchase agreement was entered in on January 29, 2015.

During the year ended December 31, 2013, the Company paid $10,000 to Mr. Mergenthaler as partial satisfaction of the cash amount owed to him. For year ended December 31, 2014, the Company paid an additional $10,500 to Mr. Mergenthaler as partial satisfaction of the cash amount owed to him.

On February 10, 2015, the Company issued a total of 10,000,000 shares to Mr. Mergenthaler in settlement of $190,000 of the amount due him, reducing the total amount owed to from $283,500 to the amount of $71,500.

Failed Merger Transactions

Patten Energy, Inc.
On February 12, 2014, the Company entered into a non-binding Memorandum of Understanding ("MOU – Patten") with Patten Energy, Inc. of Los Angeles, California ("Patten Energy"), whereby the Company will acquire 100 percent of the issued and outstanding shares of stock of Patten Energy in exchange for 5,000,000 shares of common stock of the Company. The transaction also calls for the Company to provide $1,000,000 in working capital to Patten Energy, with $500,000 of such amount to be provided at closing, and the remainder within 90 days of the closing. Bridge capital in the amount of $100,000 is to be provided by the Company to Patten Energy upon the completion of the capital formation activities of the Company. In addition, the Company is to provide a revolving line of credit to Patten Energy for the purchase of oil product in the minimum amount of $1,000,000, and not to exceed $2,000,000. Upon the completion of the merger transaction, among other terms and conditions, Patten Energy will become a wholly owned subsidiary of the Company, and a member of management of Patten Energy will remain as President of that entity, enter into an employment agreement with the subsidiary, and become a Director of the Company.

On May 19, 2014, the Company entered into an Amended and Extended Memorandum of Understanding ("Amended and Extended MOU – Patten") with Patten Energy and Integrated Energy Solutions, Inc. (a corporation of which Mr. Ernest B. Remo, a former Director of the Company, is a Director and Interim Chief Executive Officer, and Mr. James W. Zimbler has, during the month of August 2014 become a controlling stockholder), whereby the Company was to acquire 100 percent of the issued and outstanding shares of stock of Patten Energy in exchange for 5,000,000 shares of common stock of the Company, plus the assumption of all liabilities. The transaction also called for the Company to provide $1,000,000 in working capital to Patten Energy, with $500,000 of such amount to be provided at closing, and the remainder within 90 days of the closing. Bridge capital in the amount of $100,000 was to be advanced by the Company to Patten Energy within ten (10) days of the signing of the Amended and Extended MOU prior to the closing. In addition, the Company was to provide a revolving line of credit to Patten Energy for the purchase of oil product in the minimum amount of $1,000,000, and not to exceed $2,000,000. Upon the completion of the merger transaction, among other terms and conditions, Patten Energy was to become a wholly owned subsidiary of the Company, and a member of management of Patten Energy will remain as President of that entity, enter into an employment agreement with the subsidiary, and become a Director of the Company. Lastly, the period for closing was extended to July 18, 2014.

In addition, during the three-month period ended June 30, 2014, the Company, Mr. Jeffrey Gates, a Director of the Company, and Integrated Energy Solutions, Inc. provided the funds to loan a total of $36,289 to Patten Energy for working capital purposes. The loan amount is unsecured, non-interest bearing, and has no terms for repayment or offset other than through the closing of the acquisition with Patten Energy, Inc.
On July 18, 2014, the transaction with Patten Energy was not closed, as the Letter of Intent has expired. The Company is currently evaluating its alternatives for the recovery of the receivable amount of $36,289 from Patten Energy, and expects to be ultimately successful in this endeavor.

(11) Subsequent Events

None at this time.