# AVEW Holdings Inc.

## Compiled Consolidated Financial Statements

## March 31, 2015

H B A R D I N
certified • public • accountant

INDEPENDENT ACCOUNTANT'S COMPILATION REPORT

To Management
AVEW Holdings Inc. and its wholly owned subsidiaries
Austin Texas

I have compiled the accompanying consolidated balance sheet of AVEW Holdings Inc. and its wholly owned subsidiaries as of March 31, 2015 and the related consolidated statement of operations for the three months then ended and the Consolidated Statement of Cash Flows for the period. I have not audited or reviewed the accompanying consolidated financial statements and, accordingly, do not express an opinion or provide any assurance about whether the consolidated financial statements are in accordance with generally accepted accounting principles.

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of American and for designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the consolidated financial statements.

My responsibility is to conduct the compilation in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist management in presenting financial information in the form of consolidated financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the consolidated financial statements.

Management has elected to omit substantially all of the disclosures ordinarily included in consolidated financial statements prepared under generally accepted accounting principles. If the omitted disclosures were included in the consolidated financial statements, they might influence the user's conclusions about the Company's assets, liabilities, equity, revenues, and expenses. Accordingly, the consolidated financial statements are not designed for those who are not informed about such matters.

Brian Hardin

May 15 2015

Brian Hardin CPA



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900 West Avenue • Austin, TX 78701 • 512/708-8654 • Fax 512/708-8658

**Avew Holdings Inc.**
**Consolidated Balance Sheet March 31, 2015**

| | | |
|---|---|---|
| **Assets** | | |
| Current Assets | | |
| Cash in Banks | $ 20,450 | |
| Accounts Receivable | 177,053 | |
| Other current assets | 2,696 | |
| Total Current Assets | | $ 200,199 |
| Fixed & Other Assets | | |
| Furniture and fixtures at cost | 88,631 | |
| Less accumulated Depreciation and Amortization | (32,562) | 56,068 |
| Intangible Assets | | |
| Goodwill - excess of purchase contract over net assets | | 212,869 |
| Total Assets | | $ 469,136 |
| **Liabilities and Stockholders' Equity** | | |
| Current Liabilities | | |
| Accounts payable and accrued expenses | | $ 210,770 |
| Long term portion of convertible and non convertible notes payable | | 415,258 |
| Billings in Excess of Earnings | | 21,900 |
| **Shareholders' Equity (Deficit)** | | |
| Common Stock | 314,805 | |
| Preferred Stock | 50,000 | |
| Retained Earnings (deficit) beginning of year | (662,253) | |
| Net Income for the three months ended ended 3/31/15 | 118,656 | |
| Deficit at end of period | | (178,792) |
| Total Liabilities and Deficit | | $ 469,136 |

**Avew Holdings Inc.**
**Consolidated Income of Operations Three Months Ended March 31 2015**

| | | |
|---|---|---|
| **Revenues** | | |
| Construction and Service Income | $ | 838,766 |
| **Total Revenue** | | 838,766 |
| **Cost of Revenue** | | |
| Cost of Construction and Service | | 558,553 |
| **Net Revenue** | | 280,213 |
| **Less Expenses** | | |
| Advertising | | 23,452 |
| Salaries and wages | | 71,906 |
| Insurance | | 4,691 |
| Auto and Travel | | 6,562 |
| Rent, utilities | | 15,850 |
| Interest Expense | | 2,969 |
| Depreciation and amortization | | 4,320 |
| Fees | | 16,554 |
| Other operating expense | | 15,253 |
| **Total Expenses** | | 161,557 |
| **Net Income (Loss)** | $ | 118,656 |

**Avew Holdings Inc.**
**Consolidated Statement of Cash Flows**
**Three Months Ended March 31, 2015**

| | |
|---|---|
| **Operating Activities** | |
| Net Income (loss) | $ 118,656 |
| Adjustments to reconcile Net Income to net cash provided by operations: | |
| Depreciation and amortization | 4,320 |
| Accounts Receivable | (97,910) |
| Billings in excess of earnings | (35,485) |
| Accounts payable and accrued expenses | (42,520) |
| Adjustment to intangible asset | 16,750 |
| **Net Cash provided by Operating Activities** | (36,189) |
| **Investing Activities** | |
| Fixed Assets | (234) |
| **Net Cash provided by Investing Activities** | (234) |
| **Financing Activities** | |
| Long term portion of notes payable | 23,908 |
| **Net Cash provided by Financing Activities** | 23,908 |
| **Net Cash Increase (Decrease) for period** | (12,515) |
| **Cash at beginning of period-** | 32,965 |
| **Cash at end of period** | $ 20,450 |

# Actionview International, Inc.

12129 FM 620 #605
Austin, TX 78750
PHONE: 512-554-4200
EMAIL: chavezgroup10@gmail.com WEB: www.actionviewinternational.ca

# Balance Report

Cutoff Date: 3/31/2015
Include All Security
With ALL Prefix

| Security | Shareholders | Issued | Outstanding | Non-Restricted | Restricted | Authorized |
|---|---|---|---|---|---|---|
| COMMON | 259 | 7,441,310,800 | 7,441,310,800 | 6,856,844,936 | 584,465,864 | 10,000,000,000 |
| PREFERRED A | 2 | 100,000 | 100,000 | 0 | 100,000 | 50,000,000 |

TRANSFER online
A Stock Transfer Agent
512 SE Salmon Street
Portland, OR 97214-3444
PHONE:503.227.2950 FAX:503.227.6874
EMAIL:info@transferonline.com WEB:www.transferonline.com

Certified By: _____ Date: _____

**OTC Pink Basic Disclosure Guidelines**

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

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

AVEW HOLDINGS Inc. 02/25/2014
NYBD Holdings Inc. 11/20/2012
ActionView International Inc. 8/20/2003

## 2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 12129 FM 620
Suite 605
Austin, TX 78750
Address 2: _____
Address 3: _____
Phone: 512-554-4200
Email: Jchavez@avewholdings.com
Website(s): www.avewholdings.com

IR Contact
Address 1: 12129 FM 620 #605
Austin, TX 78750
Address 2: _____
Address 3: _____
Phone: 512-436-9496
Email: jay@avewholdings.com
Website(s): www.avewholdings.com

## 3) Security Information

Trading Symbol: AVEW
Exact title and class of securities outstanding: common
CUSIP: 00506R208
Par or Stated Value: .001
Total shares authorized: 10,000,000,000 as of: 9/30/2014
Total shares outstanding: 7,441,310,800 as of: 3/31/2015

Additional class of securities (if necessary):
Trading Symbol: AVEW
Exact title and class of securities outstanding: Preferred
CUSIP: 00506R208
Par or Stated Value: .001
Total shares authorized: 50,000,000 as of: 9/30/2014
Total shares outstanding: 100,000 as of: 3/31/2015

Transfer Agent
Name: Transfer Online, Inc.
Address 1: 512 SE Salmon ST

Portland, OR 97214
Address 2: _____
Address 3: _____
Phone: 503-227-2950
Is the Transfer Agent registered under the Exchange Act?* Yes: X☐ No: ☐

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

List any restrictions on the transfer of security:

N/A

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

N/A

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

Acquisitions; 1. Austex Holdings Inc. **Rescinded**
2. Fantastic pool services 2/01/2014
3. Austin Premier Pools & Spas 2/15/2014
4. Austin Patio & Outdoor Living 6/10/2014 (closed 12-15-2014)
5. Definitive Agreement to acquire Countryside Nursery & Landscape Inc. 9/16/2014
6. Definitive Agreement Kustom Fence & Construction 9/8/2014
7. Tarragon Homes LLC 10-15-2014
8. LOI Diamond Head Pools, **Rescinded**
9. Prostar Dirt Works Inc. **Rescinded**
**10. Metroplex Commercial Pools 12-29-2014**
**11. Milagro Homes 02-16-2015**
**12. Avew Real Estate Acquisitions 02-16-2015**

## 4) Issuance History

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

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

NO Change

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

N/A

C. The number of shares offered;

N/A

D. The number of shares sold;

N/A

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

N/A

F. The trading status of the shares; and

N/A

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

N/A

## 5) Financial Statements

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

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

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

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

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

Quarterly Report March 31, 2015 posted May 15, 2015
**Annual Report Year End December 2014 posted March 30, 2015**
**Annual Report Year end December 2013 posted may 6, 2014**
**Quarterly Report March 31, 2014 posted June 5, 2014**
Quarterly Report June 30, 2014 posted August 4, 2014 amended September 17,2014
Quarterly Report September 30, 2014 posted October 31, 2014

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

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

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

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

AVEW Holdings Inc. is a high end pool design and construction, pool service and maintenance, landscaping, outdoor living design and construction company servicing Central Texas. The Pool construction is done by Austin Premier Pools & Spas and by Metroplex Commercial Pools. The pool service and maintenance is done by Fantastic Pool Services and the outdoor living design and construction is done by Austin Patio & Outdoor Living. Tarragon Homes is a custom home builder and remodel company. Recent subsidiaries include Milagro Homes and AVEW Acquisitions doing subdivision land development and new home construction. These six companies are subsidiaries of AVEW Holdings Inc. AVEW Holdings Inc. business model is to grow horizontal and vertically through in house growth and through acquisitions of companies in the same industry.

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

1986, Nevada

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

1700 Construction- Special Trade Contractors

D. the issuer's fiscal year end date;

December 31, 2014

E. principal products or services, and their markets;

Construction- Specialty Trade Contractors
Pool construction, Pool Design, pool services, landscape, out door living design and construction
Residential home construction
Land Development

**7) Describe the Issuer's Facilities**

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

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

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

Lease, 2700 Sq ft of Class A office space in Austin, Texas
Assets of company, five service trucks, and construction equipment, office furniture, office computers and office miscellaneous equipment

**8) Officers, Directors, and Control Persons**

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

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

Jose Chavez, CEO, Board Chairman
James Ling, President, Director
Neal Puckett, Director, VP
Mike Sharp, Director, SR VP Operations

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

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

   None

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

   None

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

   None

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

   None

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

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**9) Third Party Providers**

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

Legal Counsel
Name: Joseph L. Pittera
Firm: _____
Address 1: 2214 Torranace Blvd, suite 101
Torrance, CA 90501
Address 2: _____
Phone: 310-328-3588
Email: jpitteralaw@gmail.com

Accountant or Auditor
Name: Brian Hardin
Firm: Hardin CPA
Address 1: 900 West Ave

Austin, TX 78701
Address 2: _____
Phone: 512-708-8654
Email: info@lincoln-tax.net

Investor Relations Consultant
Name:
Firm:
Address 1:
Address 2: _____
Phone:
Email:

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: none
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

**10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, Jose Chavez certify that:

1. I have reviewed this Quarterly Disclosure Statement of AVEW 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.

09/31/14 [Date]

Jose Chavez [CEO's Signature]

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

CEO [Title]