

Annual Report
for the Period Ending

December 31, 2014

FORWARD LOOK INFORMATION

The information in this Information and Disclosure Statement and accompanying Annual Report includes certain forward-looking statements that are based upon assumptions that in the future may prove not to have been accurate and are subject to significant risks and uncertainties, including statements related to the future financial performance of the Company. Although the Company believes that the expectations reflected in the forward-looking statements are reasonable, it can give no assurance that such expectations or any of its forward-looking statements will prove to be correct. Factors that could cause results to differ include, but are not limited to, successful execution of growth strategies, product development and acceptance, the impact of competitive services and pricing, general economic conditions, and other risks and uncertainties described in the Company's periodic filings with the OTC Markets.

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of 15c2-11(a) (5) promulgated by Securities and Exchange Act of 1934, as amended. However it is important to note that this company was previously a shell company. Therefore the exemption offered pursuant to Rule 144 is not available. Anyone who has acquired stock directly or indirectly in a transaction or a chain or transactions not involving a public offering cannot rely on Rule 144 for an exemption from Registration under the Securities Act of 1933.

The prior period financial statements have been herein restated as from examination of information as provided by the prior CEO certain material balances were incorrect. The Company has elected not to comment any of the erroneous information previously filed.

Item 1. THE EXACT NAME OF ISSUER AND ITS PREDECESSORS (IF ANY):

The name of the company is American Seniors Association Holding Group, Inc. During the past five years the company has had the following names

January 28, 2010 to Present	American Seniors Association Holding Group, Inc.
July, 22, 2008 to January 28, 2010	ASF Group, Inc.

Item 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES

American Seniors Association Holding Group, Inc.
353 6th Avenue West
Bradenton, FL 34205
Phone 800.951.0017

Investor Relations Contact: Paul Cornell, CEO

Item 3. SECURITY INFORMATION

TRADING SYMBOL: AMSA

Exact title and class of securities outstanding: Common Stock

CUSIP: Common Stock 029578101

Par or Stated Value: Common Stock par value $0.001 per share

Total shares authorized: Common Stock – 950,000,000 shares

Total shares outstanding as of December 31, 2014 Common Stock – **94,795,114 shares**
Total shares outstanding as of date of July 20, 2015 Common Stock – **203,861,780 shares****
See material event regarding Stock Issuances

Transfer Agent
Vstock Transfer LLC
18 Lafayette Place
Woodmere, NY 11598
Ph. 212.828.8436
Fax. 646.536.3179

Is the Transfer Agent registered under the Exchange Act?* Yes: X No: ___

List any restrictions on the transfer of security:

Shares of common stock held by original purchasers and by persons who have purchased from them directly or indirectly in a transaction or series or transactions not involving a sale in public securities markets are "restricted securities" as defined in Rule 144 and are subject to the restrictions on public resale provided in the Rule, unless registered under the Securities act of 1933.

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

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months: none

ITEM 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:

On June 28, 2013 a total of 1,012,136 shares were issued. The 453,568 shares were issued for services performed or to be performed for the company. The 100,000 were issued as a part of a lawsuit settlement to Chelsea McGee. The remaining 453,568 shares were issues as compensation to the board of directors of the company.

On January 10, 2014 a total of 1,036,674 shares were issued. The 541,116 shares were issued for services performed or to be performed for the company. The remaining 495,558 shares were issues as compensation to the board of directors of the company.

On June 30, 2014 a total of 240,000 shares were issued. The 240,000 shares were issued as compensation to the board of directors of the company.

Subsequent Event

On January 7, 2015 104,066,666 shares were issues. 3,666,666 shares were issued as compensation to the board of directors. 100,000,000 shares were purchased by Market Giant, IBC a Belize company for $100,000.00 in a subscription receivable. The remaining 400,000 were issued to a previous officer as compensation for his employment agreement.

On May 5, 2015 100,000,000 shares were returned to the Treasury of the company by Market Giant, IBC and the $100,000.00 subscription receivable cancelled.

On May 5, 2015 80,000,000 shares of common stock were purchased by ASA Partners, Inc., a Florida Corporation, for $0.005 per share. These proceeds were used by the company to settle a lawsuit with the company's former CEO, Jim Ryan.

On May 5, 2015 the Company issued 25,000,000 shares of stock to Paul Cornell in exchange for his personal guarantee of certain debt obligations, including the settlement of the lawsuit with Mr. Jim Ryan.

The shares were issued in reliance on exemption from registration contained in Section 4(2) of the Securities Act of 1933.B the shares were not registered or qualified any jurisdiction. C. The number of shares offered in each case was the number of shares offered. D. The number of shares sold in each case was the number of shares offered. E. The prices at which the shares were sold were related to the quotation of the shares immediately prior to the issued date. F. The shares are "restricted securities" under Rule 144. G. The certificates representing the shares carry a customary "restricted stock legend". The shared were issued for the purposes as indicated.

ITEM 5. Financial Statements

Please see financial statements to accompany this report page 5

ITEM 6. Describe the Issuer's Business, Products and Services

American Seniors Association Holding Group, Inc. "AMSA" "The Company" was organized under the laws of the State of Florida in 1997. Prior to 2010 the Company was known as the ASF Group, Inc. ("ASF Group"). In January 2010, the Company completed a merger, whereby Another Chance for Seniors, Inc. acquired the controlled stock of ASF Group. The resulting merged entity changed its name to American Seniors Association Holding Group, Inc. and then changed its state of incorporation from Florida to Georgia.

Prior to the merger, the Company's business focus was the development of two start up restaurant ventures: Kiosk Food Solutions, Inc. and Eddy Chan's Inc. After the merger, these ventures were distributed to a shareholder of record. Since the merger, the Company's primary business has been a national for-profit membership services organization which provides information and discounts to seniors citizens.

AMSA is a national for profit membership services organization which provides information and discounts to seniors citizens. The company distinguishes itself in the marketplace by playing an active role with certain political issues. By publicizing its positions on these issues through various media outlets, AMSA can seek to recruit like-minded individuals. Specifically, we have identified ourselves as "a conservative alternative to AARP" in an attempt to entice members from other competitors. Additionally, we have loosely affiliated ourselves with other larger membership-based politically motivated organizations in order to increase our name recognition.

The principal products we sell are memberships at a price of $15 per year. The main thrust of our benefits and discounted services are insurance of nature and vary from Medicare products to property and casualty. We also have contracts for reverse mortgages, and forward mortgages. We offer discounted roadside assistant programs, ASA travel services, discounted prices on various products, retirement planning, credit cards through US Bank and Costco memberships.

Our distribution methods are through the vendors themselves. We incur no cost associated with this but it is accomplished through direct mail, telephone and emails

The primary competitor of the company is AARP which is a well-established not-for-profit firm with government funding that AMSA does not share. AMSA's competition is established through direct mail campaigns, email campaigns and word of mouth advertising. Other than licensing requirements which AMSA must meet to conduct its business, the company does not require any government approval of the products and services it offer.

ITEM 7. Describe the Issuer's Facilities

American Seniors Association Holding Group Inc. presently occupies an office facility of approximately 900 square feet located at 353 6th Avenue West, Bradenton, FL 34205. Due to the nature of the business, no warehouse space is required

ITEM 8. Officers, Directors, and Control Persons

Paul Cornell – *Chief Executive Officer and Chairman*

Paul Cornell is a securities industry consultant with 30 years of experience. He began his career as a financial advisor in 1985 and quickly rose to branch manager holding multiple licenses, including compliance officer. In the late 1990's, after getting a taste of the IPO and mergers and acquisitions markets, he left to form American Financial Media, Inc. (AMF), a successful consulting business serving public and private companies.

Mark Wingate – *President and Board Member*

Mr. Wingate began his financial services career in 1972 at First National Bank of Atlanta in the Bank American Card division, known now as Visa, as he was continuing his education at Georgia State University. He has been in financial services for over 40 years holding senior and executive management positions at Visa, Equifax and his own consulting firm. His experience extends from card management to transaction processing software applications when he worked with an array of clients around the world. During his career, he was host and presenter at numerous industry events. He has been on panels of experts ranging from marketing to operational efficiencies in payment services. In the mid 2000's, he transitioned into his own consulting firm assisting clients with turnaround efforts and effective management.

Carlos Ryerson – *Corporate Secretary, General Counsel and Board Member*

Carlos has over thirty-nine years of diverse experience in legal counseling and structuring of ventures, projects, trade, and investments in the United States and abroad, with particular emphasis on Mexico, Central and South America, and the Caribbean Basin. Mr. Ryerson has expanded his professional work to China, Singapore, and other countries of the Pacific Rim, where Mr. Ryerson has developed strong business and professional associations. Mr. Ryerson is Director and President of Ryerson & Associates, P.C.

Legal/Disciplinary History

1. None of our management or control persons has been subject to conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
2. None of our management or control persons has been subject to entry of an order, judgment, or decree 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;
3. None of our management or control persons has been subject to a finding or a 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 a federal or state securities or commodities law; or
4. None of our management or control persons has been subject to the entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited his/her involvement in any type of business or securities activities.

ITEM 9. Third Party Providers:

Legal Firm to be disclosed separately.

ITEM 10. Issuer Certification

I, Paul Cornell certify that:

1. I have reviewed this Annual Report of American Seniors Association Holding Group, 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.

July 20, 2015

/s/ Paul Cornell

Chief Executive Officer

American Seniors Association Holding Group, Inc.

Balance Sheet

(unaudited)

	Period Ended	
Assets	**Dec 31, 2014**	**Dec 31 2013**
Current assets		
Cash and cash equivalents	3,625	1,710
Accounts receivable	-	-
Due from American Senior Advocates	-	50,000
Total Current Assets	3,625	51,710
Fixed Assets		
Furniture & fixtures	-	7,672
Customer List $ 462,167 net of accumulated amortization of $425,611	36,556	129,778
Total Fixed Assets	36,556	137,450
Other Assets		
Security Deposit	2,850	2,850
Total Other Assets	2,850	2,850
Total Assets	43,031	192,010
Liabilities and Shareholder Capital		
Current Liabilities		
Accounts payable	266,240	219,397
Accrued payroll taxes	6,000	21,000
Total Current Liabilities	272,240	240,397
Long Term Debt		
Notes Payable Edwards	424,980	374,988
Total Long Term Debt	424,980	374,988
Total Liabilities	697,220	615,385
Equity		
Common stock	94,555	93,518
Additional Paid In Capital	1,178,436	1,179,473
Retained earnings	(1,927,181)	(1,696,366)
Total Equity	(654,189)	(423,375)
Total Liabilities and Equity	43,031	192,010

American Seniors Association Holding Group, Inc.

Condensed Statement of Operations

(unaudited)

For the twelve months ended

	Dec 31, 2014	Dec 31, 2013	Dec 31, 2012
Revenues			
Member Dues	106,268	55,301	343,252
Royalty Dues	29,584	50,851	21,439
Vendor Spiff	222,805	262,869	362,521
Total revenues	358,658	369,021	727,212
Cost of Goods Sold			
Credit Card - Merchant Fees	4,960	3,241	13,228
Total Cost of Goods Sold	4,960	3,241	13,228
Gross Profit	353,698	365,780	713,984
General and Administrative Expenses			
Advertising	982	6,342	37,772
Asset Impairment	7,672	-	-
Amortization	93,222	131,556	111,667
Bad Debts	50,000	-	-
Bank Service Charges	1,765	992	967
Communications	6,853	19,687	25,092
Database Maintenance	3,246	4,394	15,480
Dues	221	420	4,508
Insurance – Director & Officer Liability	12,827	21,368	5,381
Insurance - Other	65	640	437
Interest Expense	50,992	60,914	59,764
License and Permits	50	75	5,325
Marketing	18,121	52,882	62,834
Miscellaneous	2,844	1,312	3,627
Office Supplies	5,255	2,599	5,280
Payroll - Officer Wages	31,154	37,385	54,000
Payroll - Salaries	50,058	88,496	73,519
Payroll Fees	2,072	2,469	1,166
Payroll Taxes	7,989	11,116	20,729
Professional - Accounting	9,384	14,283	51,841
Professional - Consulting	82,789	13,891	185,383
Professional - Director Fees	5,000	-	-
Professional - Lawsuit Settlement	-	34,151	-
Professional - Legal	68,334	29,347	30,000
Rent	44,742	60,661	40,539
Stock Market Fees	5,785	5,330	7,360
Travel & Entertainment	15,916	7,372	51,551
Website Fees	7,174	(535)	41,470
Total General and Administrative Expenses	584,513	607,147	895,690
Total Expenses	584,513	607,147	895,690
Net Income (Loss)	(230,815)	(241,367)	(181,706)

American Seniors Association Holding Group, Inc.

Condensed Statement of Cash Flows

(unaudited)

	Period Ending	
Cash flows from operating activities		
Net Income before Other Income (losses)	**Dec 31, 2014**	**Dec 31, 2013**
Other Income (losses)	(230,815)	(241,367)
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation and amortization	93,222	131,556
Changes in assets and liabilities	(137,593)	(109,812)
(Increase) decrease in:		
Accounts receivable	-	-
Note Receivable	50,000	-
Increase (decrease) in:		
Accounts payable	46,843	163,042
Accrued payroll taxes	(15,000)	-
Net cash provided by operating activities	81,843	163,042
Cash flows from investing activities		
Capital Expenditures	-	(109,667)
Impairment of fixed assets	7,672	-
Cash provided by (used in) investing activities	7,672	(109,667)
Cash flows from financing activities		
Borrowings under notes payable	49,992	49,992
Payments under notes payable	-	(130,986)
Stockholder Equity Adjustments	-	116,469
Cash provided by (used in) financing activities	49,992	35,475
Net increase (decrease) in cash and cash equivalents	1,915	(20,962)
Cash and cash equivalents at the beginning of the period	1,710	22,672
Cash and cash equivalents at the end of the period	3,625	1,710

Notes to the Financial Statements

Basis of Presentation

The accompanying consolidated financial statements and related notes have been prepared in accordance with accounting principles that are generally accepted in the United States of America ("GAAP"). The consolidated financial statements include the accounts of the Company at December 31, 2014 and December 31, 2013 respectively. **These financials have not been audited, or reviewed by an auditor.**

The Company operates in one segment. Operational information is tracked by geographic area and by age demographic; however, financial performance is assessed as a single enterprise. The consolidated financial statements include the accounts of the Company and its subsidiaries after eliminating all significant intercompany balances and transactions. Certain reclassifications and restatements (as explained in Management Discussion and Analysis) have been made to prior year statements to conform with GAAP requirements. These reclassifications and restatements have impacted prior periods net income (loss) and accumulated earnings.

Use of Estimates

The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of any contingent assets and liabilities at the date of the financial statements as well as the reported amount of revenues and expenses reported during the period. Actual results may differ from these estimates.

Fiscal Year End

The Company has elected to maintain December 31st as its fiscal year end.

Accounts Receivable and Revenue

The Company will follow *ASC 605-10 "Revenue Recognition"* to recognize revenue on an accrual basis as operations permit. The Company shall recognize revenue when earned or when persuasive evidence of an arrangement exists. As such, membership dues are recognized when received. Royalties from third parties are recognized when received unless a reporting arrangement exists whereby the company can recognize the income in the month of occurrence rather than the month of receipt.

Notes Receivable

On November 5, 2012 the Company signed a $50,000 Senior Note Agreement Bearing 5% Interest with American Senior Advocates, a Virginia Corporation. American Senior Advocates was a political action group that was to act as a complimentary arm to the Company. In November of 2014, it became apparent the American Senior Advocates would be unable to repay their note, and thus the note was written off as a bad debt during the fourth quarter of 2014.

Furniture and Fixtures

All furniture was disposed of during the move from Atlanta, GA to Houston, TX. Should the company purchase new furniture of material value, it will be disclosed in the current reporting period.

Security Deposits

The company currently has a security deposit of $2,850 being held by Mansell Forest Properties in Alpharetta, GA. It has not been determined if this security deposit will be returned to the company or offset to amounts due for rents unpaid during the 2014 year.

Intangible Assets

In September 2010 AMSA entered into an exclusive alliance with 60 Plus Association, Inc. (60 Plus) providing the company with exclusive access to the membership list of more than 5 million households. The company provided each member of 60

Plus with a one year complimentary membership. The company made subsequent payments to 60 Plus under this agreement.

The accounting for a recognized asset such as a customer list is based on the useful life of that list or a period not to excess three years in accordance with FASB 350-35-30 Accounting for Business Combinations, Goodwill, and Other Intangible Assets.

The customer list purchased in 2010 and 2011 has been fully amortized as December 2015. The remaining useful life on acquisition of new customers through organic growth is detailed below.

Customer List Valuation	
Gross Value	462,167
Accumulated Amort.	425,611
Net Value	**36,556**
Future Amortization	
Dec 31, 2014	9,139
Mar 31, 2015	9,139
June 31, 2015	9,139

Accounts Payable

As of December 31, 2014, the Accounts Payable of the Company was $266,240.00. Of this balance 53% of the Accounts Payable was to related parties for services provided, 14% was for unpaid legal services, and the remaining 32% was for accrued expenses related to the normal operation of the business.

Related Party Accounts Payable		
Metropolitan Technologies	142,379	
Total Related Party Accounts Payable	**142,379**	53%
Legal Accounts Payable		
Ballard Spahr	8,910	
Fried & Bonder	17,347	
McGuire Woods	11,733	
Total Legal Accounts Payable	**37,990**	14%
Other Accounts Payable	85,871	32%
Total Accounts Payable	**266,240**	

Notes Payable

In September of 2011, the Company received a loan of $300,000 from Julie and Clay Edwards. The note is to pay $4,166.00 in interest per month. In May of 2012, Julie and Clay Edwards received one interest payment of $33,328.00 for the interest that had accrued on the note through that date. This note has not been resigned and is currently in default. As of balance sheet date, the accrued interest on the note is $ 424,980.00.

In May of 201, as a result of the lawsuit settlement with former CEO Jim Ryan, the company incurred an additional note of $57,732 which is to be paid on a weekly basis until paid in full.

Income Taxes

The Company accounts for income taxes under *ASC 740-10 "Income Taxes".* A deferred tax asset and/or liability are created when a more-likely-than-not recognition criterion a certain tax position. As the company has sustained material losses from a

tax perspective for more than the last 5 years and it is unlike to show profits in the future. It would be inappropriate to compute a deferred tax asset at this time.

Legal Fees

As a result of litigation as described in the material events of the Company. The company received bills for $ 68,333.34 in legal fees and paid $59,424.00 in legal fees during the 2014 year. Payments were made as follows: Ballard Spar $1,612.00 (board meeting); DCBF LLC $7,932.00(Chelsea Magee Lawsuit); David Ghattas $11,880.00 (Jim Ryan Lawsuit); Fried & Bonder $9,500.00(Chelsea Magee Lawsuit); Krevlin & Horst $3,000.00 (Jim Ryan Lawsuit); Ronald Kaufman $25,500.00(Jim Ryan Lawsuit).

Segment Reporting

The Company reports as one operating segment with the Chief Executive Officer ("CEO") acting as the Company's chief operating decision maker. The Company's CEO reviews financial information presented on a consolidated basis for purposes of allocating resources and evaluating financial performance. The Company has a single reporting unit and there are no segment managers who are held accountable for operations, operating results, or components below the consolidated unit level.

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Management Discussion and Analysis

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This report, including the following Management's Discussion and Analysis of Financial Condition and Results of Operations, contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 that are based upon the company's current expectations. These forward-looking statements include statements related to the company's business strategy and plans, the seasonality of and growth of AMSA's business, the impact on us of general economic conditions, trends in key metrics such as total number of customers, total number of orders, and average order value, our capital expenditures, the sufficiency of our cash and cash equivalents and cash generated from operations for the next 12 months, our operating expenses remaining a consistent percentage of AMSA's net revenues, manufacturing capabilities, effective tax rates, as well as other statements regarding future operations, financial condition and prospects and business strategies. In some cases, you can identify forward-looking statements by terminology such as "believe," "anticipate," "expect," "estimate," "intend," "seek," "continue," "should," "would," "could," "will," or "may," or the negative of these terms or other comparable terminology. Forward-looking statements involve risks and uncertainties. The company's actual results and the timing of events could differ materially from those anticipated in the company's forward-looking statements as a result of many factors, including but not limited to, economic downturns and the general state of the economy; changes in consumer discretionary spending as a result of the macroeconomic environment; competition, the ability to expand AMSA's customer base, increase sales to existing customers and meet production requirements; AMSA's ability to retain and hire necessary employees, including seasonal personnel, and appropriately staff our operations; the impact of seasonality on our business; our ability to develop innovative, new products and services on a timely and cost-effective basis, as well as consumer acceptance of products, features and services; AMSA's ability to successfully acquire businesses and technologies and to successfully integrate and operate these acquired businesses and technologies; our ability to achieve and maintain expected benefits of our partnerships; unforeseen changes in expense levels; and AMSA's ability to timely upgrade and develop our infrastructure and facilities. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. We assume no obligation to update any of the forward-looking statements after the date of this report or to compare these forward-looking statements to actual results.

Overview of Issuer's Business, Products and Services

American Seniors Association Holding Group, Inc. "AMSA" "The Company" was organized under the laws of the State of Florida in 1997. Prior to 2010 the Company was known as the ASF Group, Inc. ("ASF Group"). In January 2010, the Company completed a merger, whereby Another Chance for Seniors, Inc. acquired the controlled stock of ASF Group. The resulting merged entity changed its name to American Seniors Association Holding Group, Inc. and then changed its state of incorporation from Florida to Georgia.

Prior to the merger, the Company's business focus was the development of two start up restaurant ventures: Kiosk Food Solutions, Inc. and Eddy Chan's Inc. After the merger, these ventures were distributed to a shareholder of record. Since the merger, the Company's primary business has been a national for-profit membership services organization which provides information and discounts to seniors citizens.

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Our distribution methods are through the vendors themselves. We incur no cost associated with this but it is accomplished through direct mail, telephone and emails

The primary competitor of the company is AARP which is a well-established not-for-profit firm with government funding that AMSA does not share. AMSA's competition is established through direct mail campaigns, email campaigns and word of mouth advertising. Other than licensing requirements which AMSA must meet to conduct its business, the company does not require any government approval of the products and services it offer.

Date and State of Incorporation

The company became a Georgia Corporation in January of 2010

Issuer's Primary and Secondary SIC Codes

Primary SIC Code: 6719 – Holding Company

Fiscal Year End

December 31st

The Issuer's Facilities

Before August 8, 2014 the company leased 2,400 of office space in Alpharetta, Georgia. After August 8, 2014 the company relocated to Houston, TX and occupied a general office facility of 1,000 square feet. In May of 2015, the company relocated to 353 6th Avenue West Bradenton, FL 34205.

Officers, Directors and Control Persons

Prior to July 26, 2014 the Officers and Directors of the company were as follows:

James P Ryan – President and Chief Executive Officer. Mr. Ryan is also President of Brightside Investment Group which is a boutique investment management group. He claimed to have over 30 years' experience in the real estate.

Randy Nichols – Director. Mr. Nichols is believed to have over 30 years' experience in golf course design and maintenance, serving on numerous state and national boards in the industry.

Jack W. McDaniel – Director. Mr. McDaniel has been an independent sales associate in Jackson Mississippi for more than five years with AFLAC.

On July 26, 2014 the Shareholders of the company elected new Officers and Directors as follows:

John Higginbotham, *Chief Executive Officer and Board of Directors Member*
John graduated Magna Cum Laude from Rice University; he spent several years consulting as a forensic accountant. Prior to this he was managing director of an oil and gas services company.

Loretta Higgins, *Chief Financial Officer and Board of Directors Members*
Loretta is an experienced CPA with over twenty five years of accounting experience in both Public Accounting and Industries including Energy, Manufacturing, Logistics and Construction. Ms. Higgins' professional work has expanded to include: General & Financial Accounting, Financial Statement Reconstruction, SEC Reporting, Management Reporting & Analysis, SOX Implementation Processes, FAS 133 Accounting Processes, Microsoft Access advanced skill set and GAAP / SEC Research.

Ms. Higgins's involvement with the Daughters of Liberty, Houston Chapter of Texas Republican Women's, along with her involvement with Arrow Ministries in domestic adoptions has allowed her to focus on many of issues facing families in Houston, Texas.

Carlos A. Ryerson, *Board Member*

Carlos has over thirty-nine years of diverse experience in legal counseling and structuring of ventures, projects, trade, and investments in the United States and abroad, with particular emphasis on Mexico, Central and South America, and the Caribbean Basin. Mr. Ryerson has expanded his professional work to China, Singapore, and other countries of the Pacific

Rim, where Mr. Ryerson has developed strong business and professional associations. Mr. Ryerson is Director and President of Ryerson & Associates, P.C.

In March of 2015, Loretta Higgins was named as Sole Director and Chief Financial Officer of the company and this position until May 5, 2015. At that time, Market Giant, IBA returned its stock to the Treasury of the company and a new board of directors and officers were appointed.

The Current Board of Directors

Paul Cornell – *Chief Executive Officer and Chairman*

Paul Cornell is a securities industry consultant with 30 years of experience. He began his career as a financial advisor in 1985 and quickly rose to branch manager holding multiple licenses, including compliance officer. In the late 1990's, after getting a taste of the IPO and mergers and acquisitions markets, he left to form American Financial Media, Inc. (AMF), a successful consulting business serving public and private companies.

Mark Wingate – *President and Board Member*

Mr. Wingate began his financial services career in 1972 at First National Bank of Atlanta in the Bank American Card division, known now as Visa, as he was continuing his education at Georgia State University. He has been in financial services for over 40 years holding senior and executive management positions at Visa, Equifax and his own consulting firm. His experience extends from card management to transaction processing software applications when he worked with an array of clients around the world. During his career, he was host and presenter at numerous industry events. He has been on panels of experts ranging from marketing to operational efficiencies in payment services. In the mid 2000's, he transitioned into his own consulting firm assisting clients with turnaround efforts and effective management.

Carlos Ryerson – *Corporate Secretary, General Counsel and Board Member*

See above for biography.

Shareholders' Owning More than 10% of the Stock and Directors/Officers:

Name of Shareholder of Record		Shares Owned	% Owned	
ASA Partners, Inc ***		**80,000,000**	**39.242%**	**Directors - Paul Cornell / Mark Wingate Registered Agent Paul Cornell**
B4 Partners LLC		**9,000,000**	**4.415%**	**Registered Agent Cammi Jones (daughter if Jim Ryan)**
Carlos Ryerson		**3,666,666**	**1.799%**	**Director**
FitzPatrick & Lewis Public Relations	*1,150,000*			
Sandy Lewis & Rand Lewis JTRWOS	*500,000*			
Sandy FitzPatrick & Rand Lewis JTRWOS	*9,000,000*			
Total Sandy Fitzpatrick, Randy Lewis & Related Entity		**10,650,000**	**5.224%**	**For Services Rendered**
Jac Capital LLC	*9,400,000*			
James Ryan	*600,000*			
Total James Ryan & Related Entity		**10,000,000**	**4.905%**	**Former Officer/Director**
Paul and Margaret Cornell JTWROS***		**25,000,000**	**12.263%**	**Director – Paul Cornell**
Randy Nichols		**1,219,842**	**0.598%**	**Former Officer/Director**

*** ASA Partners, Inc. and Paul Cornell are located at 353 6th Avenue West Bradenton, FL 34205.

Material Events and Material Events Not Previously Disclosed

In 2010, before the merger of American Seniors with ASF, American Seniors was a not-for profit entity. American Seniors Association had it's not for profit status revoked and became a for profit entity.

During the 2011 calendar year the company did not pay its 940 and 941 payroll taxes. It was estimated that the amount of the payroll tax owed in excess of $24,000. The company entered into a payment plan early in 2014 to pay $2,000 a month until such time that liability was paid in full. As of December 2014, the company still owes $6,000 on the payroll tax liability. Due to declining revenues, the company is currently re-negotiating its payment plan with the Internal Revenue Service.

On May 22, 2012 the company entered into an agreement with Bongiovanni & Associates, CPA for the audit of the financial statement for years ending December 31, 2010 and 2011 according. The objective of the auditor was to express an opinion about whether the financial statements were fairly presented, in all material respects in conformity with US Generally Accepted Accounting Principles. As of July 26, 2014, when the board of directors of company changed, the prior management had not been able to take the necessary step to complete the audit and have the finalized audit report issued. Bongiovanni & Associates, CPA has not withdrawn from this engagement as of current date and still has not completed the engagement.

In November of 2012, the company entered a $50,000 Senior Note Receivable Agreement bearing a 5% interest rate with American Senior Advocates. American Senior Advocates was formed as a 501(c) (4) that was to operate exclusively for the promotion of social welfare by advocating for and promoting the common good and general welfare of senior citizens. This organization was to operate a complimentary arm of the company. In November of 2014 it was determined that American Senior Advocates would be unable to repay the $50,000 Note Receivable and thus the amount was written off to bad debt.

In 2012, La Macchia Enterprises, Inc. filed suit against the company in State of Wisconsin County of Milwaukee for unsatisfied fees in relationship to a contract for travel services. On May 21, 2013 La Macchia Enterprises, Inc. received a judgment against the company. On June 17, 2013 this judgment was filed in Fulton County, Georgia. On November 8, 2013 this judgment was considered satisfied and paid in full after La Macchia Enterprises, Inc. received a settlement of $34,151.00.

On April 16, 2013 Chelsea Magee, a former employee filed a civil lawsuit against the company in US District Court for the Northern District Court of Georgia. The named defendants in the lawsuit were the Company, Phillip Kent and Christopher Polk (both former officers of the company). The Plaintiff brought action under the Fair Labor Standards Act of 1938 alleging that she was due unpaid overtime and other additional damages, including reasonable attorney fees.

On December 6, 2013 Phillip Kent and James Ryan signed a settlement in which the company agreed to pay Ms. Magee at total of $4,351.00 in addition to payment of $7,500 to her attorney, Kevin Fitzpatrick. These funds were actually disbursed to Ms. Magee and her attorney during the 2014 year.

In December of 2013 agreement was reached with Christopher Polk of 21st Century Alliance Trust to convert his outstanding debt of $90,261.00 plus accrued interest to 9,000,000 shares of common stock. These shares of stock were issues on July 15, 2014 to 21st Century Alliance Trust.

On May 15, 2014 the Company issued financials for quarter ending March 31, 2014. The company utilized the services of Anthony Mauriello to prepare the financial statements. Mr. Mauriello is not a licensed Certified Public Accountant in any state in accordance with the guidelines set forth by the American Institute of Certified Public Accountants and thus may not be relied upon. Financial statements for this period and other prior periods may require restatement.

In August of 2014, Mr. Jim Ryan sent correspondence received from Mr. Glenn Massey to Great American Insurance Group requesting determination on coverage regarding a shareholder derivative lawsuit amongst other issues. On August 14, 2014 the Company received correspondence from Great American Insurance Group would not be renewing its insurance policy with American Seniors due to claims history.

In August of 2014, former CEO Jim Ryan filed a lawsuit against the current officers of the company claiming monetary damages, slander and RICO violations. This lawsuit was settled in June of 2015 with Jim Ryan receiving 400,000 shares of stock pursuant to his employment agreement. Mr. Ryan will also receive $59,018.00 in monthly installments until the amount is paid in full. It is estimated that this will take 3 years.

On December 19, 2014 the Company correspondence from Fried & Bonder, LLP, the legal firm that represented the company in the lawsuit by Chelsea Magee received a demand letter for $ 17,564.57 in unpaid legal fees.

On January 7, 2015 the Company finalized an agreement with Market Giant IBC, a Belize Company, whereby the company agreed to pay the company to $100,000 for 100,000,000 shares of stock. On May 5, 2015 the 100,000,000 shares of stock were returned to the treasury of the company.

In April of 2015, Christopher Polk under the company name of Optima Consulting, LLC filed suit against American Seniors for alleged unpaid consulting fees. This lawsuit is presently ongoing and has not reached resolution.

On May 5, 2015 80,000,000 shares of common stock were purchased by ASA Partners, Inc., a Florida Corporation, for $0.005 per share. These proceeds were used by the company to settle a lawsuit with the company's former CEO, Jim Ryan.

On May 5, 2015 the Company issued 25,000,000 shares of stock to Paul Cornell in exchange for his personal guarantee of certain debt obligations, including the settlement of the lawsuit with Mr. Jim Ryan.