



# **New Wave Holdings, Inc.**

## QUARTERLY REPORT

FOR THE PERIOD ENDED JUNE 30, 2015

A NEVADA CORPORATION

**ADDRESS OF PRINCIPAL  
EXECUTIVE OFFICES**

848 North Rainbow Boulevard  
Las Vegas, NV 89107

**TELEPHONE NUMBER**

(702) 582-8663

**REPORT FORMAT**

OTC PINK BASIC DISCLOSURE  
GUIDELINES (v1.1 APRIL 25,  
2013)

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

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

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

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

The exact name of the company is New Wave Holdings, Inc.

The company was originally incorporated as Elite Field Service, Inc., in the state of Nevada on June 23, 2003. In September, 2004, the Company changed its name to Ontus Telecommunications Corp. In April, 2005, the Company changed its name to VoIP Labs Holdings, Inc. In October, 2005, the Company changed its name to Concorde Resources Corp. In November, 2006, the Company changed its name to Real Hip Hop Matrix Corp. In January, 2007, the Company changed its name to RHN Media. In March, 2007, the Company changed its name to Massive G Media Corp. In February, 2008, the Company changes its name to Advanced Content Services, Inc. On December 8, 2014 the Company changed its name to New Wave Holdings, Inc. (NWAV).

### A. Company Headquarters

Our principal executive and administrative offices are located at 858 North Rainbow Boulevard, Las Vegas, NV Suite 89107.

Telephone: 702 582-8663

Email: [info@newwaveholdings.com](mailto:info@newwaveholdings.com)

Website: [www.newwaveholdings.com](http://www.newwaveholdings.com)

### B. IR Contact

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

## ITEM 3. SECURITY INFORMATION

	At 6/30/2015	At 6/30/2014
<b>Class of Stock:</b>	Common stock	Common Stock
<b>Shares Authorized:</b>	985,000,000	5,000,000,000
<b>Shares Outstanding:</b>	102,183,464	4,956,563,681
<b>Public Float:</b>	31,066,164	4,343,112,208
<b>Shareholders of Record:</b>	135	135
<b>CUSIP Identifier:</b>	00790C 107	00790C 107
<b>Par Value:</b>	.001	.001

<b>Class of Stock:</b>	Preferred Stock – Class A
<b>Shares Authorized:</b>	5,000,000
<b>Shares Outstanding:</b>	145,000
<b>Public Float:</b>	0
<b>Shareholders of Record:</b>	1
<b>CUSIP Identifier:</b>	N/A
<b>Par Value:</b>	.001

**Class of Stock:** Preferred Stock – Class B  
**Shares Authorized:** 5,000,000  
**Shares Outstanding:** 0  
**Public Float:** 0  
**Shareholders of Record:** 0  
**CUSIP Identifier:** N/A  
**Par Value:** .001

**Class of Stock:** Preferred Stock – Class C  
**Shares Authorized:** 5,000,000  
**Shares Outstanding:** 5,000,000  
**Public Float:** 0  
**Shareholders of Record:** 1  
**CUSIP Identifier:** N/A  
**Par Value:** .001

**Transfer Agent:**

Madison Stock Transfer, Inc.

1688 East 16th Street  
Brooklyn, NY 11229

Telephone: (718) 627-4453  
Fax: (718) 627-6341

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

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

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

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

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

**List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:** On March 5<sup>th</sup>, FINRA OTC Corporate Actions confirmed that it received necessary documentation from New Wave Holdings, Inc. and its Transfer Agent, Madison Stock Transfer, to effect a reverse split of 1-200. The split was deemed effective on 12/8/14

#### **ITEM 4. ISSUANCE HISTORY**

The company has issued the following securities offering, public, to raise working capital for the Company since March 31, 2015.

April 17, 2015 2,000,000 shares of Common stock to Edgewater Capital for working capital.

April 27, 2015 5,000,000 shares of Common stock to Edgewater Capital for working capital.

May 1, 2015 3,000,000 shares of Common stock to Edgewater Capital for working capital.

#### **ITEM 5. FINANCIAL STATEMENTS**

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

**NEW WAVE HOLDINGS, INC.**  
**CONSOLIDATED BALANCE SHEET**  
**AT JUNE 30, 2015 & JUNE 30, 2014**

	<b>JUNE 30 2015</b>	<b>JUNE 30 2014</b>
<b>ASSETS</b>		
<i>Current Assets</i>		
Cash & Cash Equivalents	-	5,400
Accounts Receivable	-	2,250
Inventory	-	4,825
<i>Total Current Assets</i>	-	12,475
<i>Fixed Assets</i>		
Fixtures & Real Estate	9,050	9,050
<i>Total Fixed Assets</i>	9,050	9,050
<i>Other Assets</i>		
Program Software	35,000	-
Investment	25,000	-
Patent	10,000	-
<i>Total Other Assets</i>	70,000	-
<b>TOTAL ASSETS</b>	79,050	21,525
 <b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<i>Current Liabilities</i>		
Accounts Payable	57,450	4,650
Accrued Salaries Payable	210,000	150,000
Due to Related Party	45,000	-
Accrued Interest Payable	180,416	96,617
<i>Total Current Liabilities</i>	492,866	251,267
<i>Long-Term Liabilities</i>		
Fees Payable	467,950	467,950
Notes Payable	670,830	494,994
<i>Total Long-Term Liabilities</i>	1,138,780	962,944
<b>TOTAL LIABILITIES</b>	1,631,646	1,214,211
 <i>Stockholders' Equity</i>		
Common Stock; 100,000,000 Authorized:		
Par Value \$.001; 102,183,464 issued and outstanding as of 6/30/2015 & 5,000,000,000 Shares Authorized: 4,756,653,681 issued and outstanding as of 6/30/2014		
	102,183	475,665
Preferred Stock - Class A; 5,000,000 Shares Authorized;		
Par Value \$.001; 145,000 issued and outstanding as of 6/30/15 & 6/30/14		
	145	145
Preferred Stock - Class C: 5,000,000 Shares Authorized;		
Par Value \$.001: 5,000,000 issued & outstanding as of 6/30/15 & 6/30/14		
	5,000	5,000
Additional Paid-In Capital	472,482	254,236
Retained Earnings (Deficit)	(2,013,012)	(1,869,376)
Current Earnings/(Loss)	(119,394)	(58,356)
<b>TOTAL STOCKHOLDERS' EQUITY</b>	(1,552,596)	(1,192,686)
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	79,050	21,525

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

**NEW WAVE HOLDINGS, INC.**  
**STATEMENT OF INCOME AND RETAINED EARNINGS**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2015 & JUNE 30, 2014**  
**UNAUDITED**

	<b>JUNE 30 2015</b>	<b>JUNE 30 2014</b>
<b>REVENUE</b>		
Sales	\$	\$ -
Other Sales		
 <b>COST OF GOODS SOLD</b>		
Materials	-	-
<i>Total Cost of Goods Sold</i>	-	-
<i>Gross Profit</i>	-	-
 <b>OPERATING EXPENSES</b>		
Officer Salaries	30,000	30,000
Legal Expense	26,200	-
Professional Fees	4,000	-
Transfer agent fees	15,900	-
<i>Total Operating Expenses</i>	76,100	30,000
 <b>NON-OPERATING EXPENSES</b>		
Interest	43,294	28,356
<i>Total Non-Operating Expenses</i>	43,294	28,356
<i>Total Expenses</i>	119,394	58,356
Net Income/(Loss)	(119,394)	(58,356)

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

**NEW WAVE HOLDINGS, INC.**  
**STATEMENT OF CASH FLOWS**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2015 & JUNE 30, 2014**  
**UNAUDITED**

	<u>JUNE 30</u> <u>2015</u>	<u>JUNE 30</u> <u>2014</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
<i>Net Income (Loss)</i>	\$ (119,394)	\$ (58,356)
<i>Adjustments to reconcile change in net assets to net cash provided by operating activities</i>		
Issuance of stock for compensation	10,000	
Accrued Interest Payable	43,294	28,356
Due to Shareholder	4,400	-
Accounts Payable	46,100	-
Accrued Salary	30,000	30,000
	<u>(5,400)</u>	<u>-</u>
 <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Acquisition of Assets	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>
 <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from Loans	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>
 <b>INCREASE IN CASH AND CASH EQUIVALENTS</b>	<u>(5,400)</u>	<u>-</u>
 CASH AND CASH EQUIVALENTS AS OF BEGINNING OF THE PERIOD	<u>\$ 5,400</u>	<u>\$ 5,400</u>
 CASH AND CASH EQUIVALENTS AS OF END OF THE PERIOD	<u>\$ -</u>	<u>\$ 5,400</u>

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

**NEW WAVE HOLDINGS, INC.**  
**CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY**  
**JUNE 30, 2015**  
**(UNAUDITED)**

	Preferred Shares		Common Stock		Additional	Accumulated	Total
	Shares	Value	Shares	Amount	Paid-In Capital	Deficit	Stockholders' Equity
Balance - December 31, 2013	5,145,000	\$ 5,145	4,956,653,681	\$ 495,665	\$ -	\$ (1,869,376)	\$ (1,368,566)
Common Stock Split				(403,482)	403,482		
Acquisition of Single Point Stock					25,000		25,000
Net Loss December 31, 2014						(143,636)	(143,636)
Balance - December 31, 2014	5,145,000	\$ 5,145	92,183,464	\$ 92,183	\$ 428,482	\$ (2,013,012)	\$ (1,487,202)
Issuance of Stock for capital			10,000,000	10,000	(10,000)		
Cancellation of debt					54,000		(54,000)
Net Loss June 30, 2015						(119,394)	(119,394)
Balance - June 30, 2015	5,145,000	\$ 5,145	102,183,464	\$ 102,183	\$ 472,482	\$ (2,132,406)	\$ (1,552,596)

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

**NEW WAVE HOLDINGS, INC.**  
**ACCOUNTANT'S NOTES TO FINANCIAL STATEMENTS**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2015**  
***UNAUDITED***

**NOTE 1 – NATURE OF OPERATIONS**

**Nature of Operations**

The Company was incorporated in the state of Nevada in June 2003. The Company operates as a holding company organized with the goal of acquiring and managing a diversified portfolio of profitable

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Presentation**

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

**NOTE 3 – STOCKHOLDERS' EQUITY**

The company's capitalization is:

985,000,000 Common Shares with a par value of \$.001 per share;  
5,000,000 Preferred Class A shares with a par value of \$.001 per share;  
5,000,000 Preferred Class B shares with a par value of \$.001 per share;  
5,000,000 Preferred Class C shares with a par value of \$.001 per share;

**NOTE 4 – LONG-TERM DEBT**

As of June 30, 2015 the Company had long-term debt of \$1,138,780 for Notes payable to private lenders as well as previous consulting services rendered. Interest for the six months ended June 30, 2015 of \$43,294 was calculated on demand notes of \$275,000 at the rate of 25% and \$597,000 at the rate of 15%. As of June 30, 2014 the company had long-term debt of \$962,944 for notes payable to private lenders and for past consulting services rendered.

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

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

New Wave Holdings, Inc. is a Holding company that seeks to develop, acquire, partner, or otherwise participate in, companies and concepts in the payments industry. In preparation for launch of the

Company's proprietary fundraising concept, School Fuel, we are currently working to identify candidates which we feel may be undervalued or show promise otherwise toward building a dynamic Holdings portfolio with multiple streams of revenue and opportunity for growth.

## **B. DATE AND STATE OF INCORPORATION**

Incorporated on the 24<sup>th</sup> day of June 2003, the Company is organized under the Laws and Regulations of Nevada as a Corporation.

## **C. PRIMARY AND SECONDARY SIC CODES**

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

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

The Company's fiscal year ends on December 31<sup>st</sup>.

## **E. PRINCIPAL PRODUCTS OR SERVICES AND THEIR MARKETS**

In 2010, the Board of Directors established the Company's present business model as a holding company with focus in acquisition and management of businesses within its classifications of early-stage development, particularly in the payments industry/sector.

The Company's present operations as a holding company are represented in active management for its portfolio of businesses in which it has a controlling interest. This currently includes flagship product: SchoolFuel™:

SchoolFuel™ is a fundraising tool designed for schools, churches and universities nationwide that puts to action a powerful patent-pending process that takes fundraising to the next level with a general purpose, reloadable debit card.

Revolutionizes the Scrip program as we know it for schools, churches and universities nationwide.

Parents and students alike can raise thousands of dollars a year for schools and universities with no change to daily routine.

Private Label and Co-Branding opportunities for enhanced patronage and brand loyalty.

Eliminates a potential 9,000 tons of plastic and 33,260 tons of carbon dioxide via consolidation of scrip programs on one simple card!

The Company is actively pursuing further acquisitions and expects to secure compatible businesses in the near future. Because of management expertise and business alliances the Company expects to succeed in its chosen fields of concentration.

## **F. RESULTS OF OPERATIONS FOR THREE MONTHS ENDED JUNE 30, 2015**

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

Our revenue, cost of goods sold, and gross profit for the six months ended June 30, 2015 and

We expect our revenues to increase as we focus on our credit card programs.

### *Expenses and Net Profit (Loss)*

Our expenses and net profit (loss) for the six months ended June 30, 2015 and 2014 were as follows:

	<u>June 30, 2015</u>	<u>June 30, 2014</u>
Total Expense	\$119,394	\$ 58,356
Net Profit (Loss)	(119,394)	(58,356)

Our total expenses of \$119,394 for the six months ended June 30, 2015 are outlined below and were greater than our total expenses of \$58,356 for the same period one year ago. The increase is primarily represented by the accrual of officer salary the continual accrual of interest on long-term debt and the increased legal expense for our patent.

### *Liquidity and Capital Resources*

Our cash, total current assets, total assets, total current liabilities and total liabilities as of June 30, 2015 and 2014 were as follows:

	<u>June 30, 2015</u>	<u>June 30, 2014</u>
Cash		5,400
Accounts Receivable		2,250
Inventory		4,825
Total Current Assets	-	12,475
Total Assets	79,050	21,525
Total Current Liabilities	492,866	251,267
Total Liabilities	1,631,646	1,214,211

Our total current assets increased by \$57,525 when compared to the current assets as of June 30, 2015 primarily due to an increase in our investment in Card programs and patent filings.

Our total current liabilities increase with the accrual of officer salaries as of June 30, 2015 compared to June 30, 2014. Our total liabilities increased in the period of June 30, 2015 when compared to the same period in 2014, the total liabilities increased by \$ 241,599, primarily relating to additional interest expenses, salary accruals and professional fees.

## **G. OFF-BALANCE SHEET ARRANGEMENTS**

The Company did not engage in any off-balance sheet arrangements during the six months ended June 30, 2015.

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

The Company is currently based in Las Vegas, Nevada and is operated from an office located at 848 North Rainbow Boulevard Las Vegas, NV 89107, The Company sub-leases this space under an agreement with the CEO, Thomas Wolff. Under this agreement the Company is not subject to ongoing lease payments but, may be subject to certain additional fees in accordance with the move out policy should the Company relocate.

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

### **A. NAMES OF OFFICERS, DIRECTORS AND CONTROL PERSONS**

The chairman, secretary and sole director of the Company for this period is: Mark B. Newbauer.

The Chief Executive Officer of the Company for this period is: Thomas Wolff.

The Chief Financial Officer of the Company for this period is: James C. DiPrima.

### **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): NO.

4. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited his involvement in any type of business, securities, commodities, or banking activities: NO.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended or vacated: NO.

The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities: NO.

## C. BENEFICIAL SHAREHOLDERS

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

<b>OWNER OF RECORD</b>	<b>CONTROL PERSON</b>	<b>ADDRESS</b>
Mike the Pike Productions, Inc.	Mark B. Newbauer	3601 Hobson Rd. Suite 102 Fort Wayne, IN 46815

<b>CLASS OF SECURITY</b>	<b>NUMBER OF SHARES</b>	<b>PERCENTAGE % OF CLASS</b>
COMMON STOCK	2,950,000	11.903%
PREFERRED CLASS A	110,000	75.862%

<b>OWNER OF RECORD</b>	<b>CONTROL PERSON</b>	<b>ADDRESS</b>
Mark B. Newbauer	N/A	3601 Hobson Rd. Suite 102 Fort Wayne, IN 46815

<b>CLASS OF SECURITY</b>	<b>NUMBER OF SHARES</b>	<b>PERCENTAGE % OF CLASS</b>
PREFERRED CLASS C	5,000,000	100.00%

## ITEM 9. THIRD PARTY PROVIDER

### A. LEGAL COUNSEL

Adam S. Tracy

520 Roosevelt Road, Suite 200  
Wheaton, IL 60187

Telephone: 888-899-6643

Email: at@ibankattorneys.com

### B. ACCOUNTANT OR AUDITOR

N/A

**C. INVESTOR RELATIONS CONSULTANT**

N/A

**D. OTHER ADVISOR(S)**

N/A

**ITEM 10. OTHER INFORMATION**

N/A

**ITEM 11. EXHIBITS**

N/A

## ITEM 12. CERTIFICATIONS

I, Mark B. Newbauer certify that:

1. I have reviewed this Annual Report of New Wave Holdings, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated: August 20, 2015

/s/ Mark B. Newbauer  
By: Mark B. Newbauer  
Secretary, Chairman

I, James C. DiPrima certify that:

1. I have reviewed this Quarterly Report of New Wave Holdings, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated: August 20, 2015

/s/ James C. DiPrima  
By: James C. DiPrima  
Chief Financial Officer