ANNUAL REPORTS FOR THE FISCAL YEARS ENDING

SEPTEMBER 30, 2013

AND

SEPTEMBER 30, 2014

AND

QUARTERLY REPORTS FOR THE QUARTERS ENDING

DECEMBER 31, 2014,

MARCH 31, 2015 AND

JUNE 30, 2015

PURSUANT TO

RULE 15c2-11(A)(5) OF THE SECURITIES EXCHANGE ACT

AND

THE OTC MARKETS GROUP GUIDELINES FOR PROVIDING

ADEQUATE PUBLIC DISCLOSURE

USCORP

A Nevada Corporation

OTC Pink Basic Disclosure Guidelines

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

USCorp has been the name of the Corporation since 2002.

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 4535 W. Sahara Ave.
Address 2: Suite 200
Address 3: Las Vegas, NV 89102
Phone: 702-933-4035
Email: info@uscorpgold.com
Website(s): uscorpgold.com

IR Contact
Address 1: N/A

3) Security Information

Trading Symbol: USCS
Exact title and class of securities outstanding: **Common Class A**
CUSIP: 91730T 20 1
Par or Stated Value: $0.01
Total shares authorized: 950,000,000 as of: April 24, 2013
Total shares outstanding: 645,133,632 as of: June 30, 2015

Trading Symbol: N/A
Exact title and class of securities outstanding: **Common Class B**
CUSIP: U9033W 10 8
Par or Stated Value: $0.001
Total shares authorized: 250,000,000 as of: April 21, 2006
Total shares outstanding: 5,060,500 as of: June 30, 2015

Trading Symbol: N/A
Exact title and class of securities outstanding: **Preferred Class A**
CUSIP: N/A
Par or Stated Value: $0.001
Total shares authorized: 80,000,000 as of: June 29, 2014
Total shares outstanding: 30,000,000 as of: June 30, 2015

Additional class of securities (if necessary):
Trading Symbol: N/A
Exact title and class of securities outstanding: **Preferred Class C**
CUSIP: N/A
Par or Stated Value: $0.001
Total shares authorized: 20,000,000 as of: June 29, 2014
Total shares outstanding: 5,020,000 as of: June 30, 2015

Transfer Agent
Name: Pacific Stock Transfer
Address 1: 6725 Via Austi Pkwy
Address 2: Suite 300
Address 3: Las Vegas, NV 89119
Phone: 702-361-3033

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

List any restrictions on the transfer of security:

The only restriction on the transfer of a security is the restriction on stock issued that has a time restriction under Rule 144. The restriction may be removed on a security that meets the affiliate and time requirement restriction as governed by the Security and Exchange Commission.

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

There have been no trading suspension orders issued by the SEC in the past 12 months.

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

There is no stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months. The Company is currently considering a stock split, the decision, details and timing of which have yet to be determined.

4) Issuance History

All the securities below are:

A) Issued but not registered under the Securities Act of 1933;
B) the jurisdiction where the offering was registered or qualified under the laws of: the State of Nevada;
C) the number of shares offered for each transaction is listed in the narrative below;
D) the number of shares sold is listed in the narrative below;
E) the price for each transaction is listed in the narrative below;
F) The trading status of the shares below were all restricted on the legend at issuance, and
G) the certificates representing the shares contain a legend stating that: The securities represented hereby have not been registered under the United States Security Act of 1933, as amended ("The Securities Act") or applicable state securities laws. These securities may not be offered, sold, pledged or otherwise transferred unless there is an effective registration statement under the Securities Act and such laws covering such securities, or the corporation receives an opinion of counsel acceptable to the corporation stating that such offer, sale, pledge or other transfer is exempt from the registration and prospectus delivery requirements of the Securities Act and such laws. The securities represented by this certificate cannot be subject of hedging transactions unless such transactions are conducted in compliance with the Securities Act.

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

The shares and warrants described herein were sold to accredited investors under the Regulation D exemption and were exempt from registration pursuant to Rule 506 of Regulation D promulgated by the SEC under the Securities Act of 1933.

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

Under the laws of the State of Nevada

C. The number of shares offered;

The number of shares sold is listed in the information below;

D. The number of shares sold;

The number of shares sold is listed in the information below;

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

The price of shares sold is listed in the information below;

F. The trading status of the shares; and

The trading status of the shares below were all restricted on the legend at issuance.

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.

The certificates evidence that the shares contain a legend stating that the shares have not been registered under the Securities Act and setting forth the restrictions on transferability and sales of shares under the Securities Act.

Unregistered Sales of Equity Securities and Use of Proceeds.

The shares and warrants described herein were sold to accredited investors under the Regulation D exemption and were exempt from registration pursuant to Rule 506 of Regulation D promulgated by the SEC under the Securities Act of 1933.

Neither we nor any person acting on our behalf offered or sold these securities by any form of general solicitation or general advertising. The shares sold are restricted securities and the certificates representing these shares have been affixed with a standard restrictive legend, which states that the securities cannot be sold without registration under the Securities Act of 1933 or an exemption therefrom. Each purchaser represented to us that he was purchasing the securities for his own account and not for the account of any other persons. Each purchaser was provided with written disclosure that the securities have not been registered under the Securities Act of 1933 and therefore cannot be sold without registration under the Securities Act of 1933 or an exemption therefrom.

During the year ended September 30, 2013, 2,550,000 shares were issued to the holder of the Gold Bullion Note in order to obtain an extension on the outstanding debt agreement through December 31, 2013. These shares were valued at $0.05 per share or $127,500.

During the year ended September 30, 2013, the Company issued 202,700,000 shares to existing shareholders for cash and received proceeds of $797,135. In addition, the company received an additional $8,000 in cash for shares which were issued to an existing shareholder after of September 30, 2013.

During the year ended September 30, 2013, the Company issued 20,000,000 shares to a consultant and existing shareholder for general consulting services. These shares were valued at $20,000 based upon the shares price when the services were provided.

During the year ended September 30, 2013, the Company issued 12,075,167 shares for accounting services. These shares were valued at $85,000 based upon the lowest trading price of the month in which services were performed as per the agreement.

In July of 2012, the company entered into a consulting agreement with Workbox, Inc. for web-based consulting services. During the year ended September 30, 2013 the company issued 250,000 shares to Workbox in exchange for 12 months of services. The issuance of these charges has been recorded to consulting expense in the amount of $12,500.

12,000,000 shares valued at $600,000 (at $0.05 per share) were issued on April 1, 2013 to shareholders of Arizona Gold Corp (a British Colombia Corporation “AGCBC”) to satisfy a stock payable which was incurred as a result of the unwinding agreement where USCorp obtained 28,800,000 shares of AGCBC in exchange for the stock.

During the year ended September 30, 2013 the Company issued 628,000 shares valued at $14,600 to geological consultants for services rendered.

During the year ended September 30, 2014, the Company issued 24,500,000 shares to accredited investors who were also existing shareholders for cash and received proceeds of $53,601 for an average price of $0.002 per share, which did not constitute an offering.

During the year ended September 30, 2014, the Company issued 46,800,000 shares to an officer of the Company as a result of converting Preferred A shares to Common A shares.

During the year ended September 30, 2014, the Company issued 13,547,666 shares to a Consultant for Services valued at $0.0033 per share, the closing price on the day of issuance.

During the year ended September 30, 2014, the Company issued 1,200,000 Preferred C shares to accredited investors who are existing shareholders for cash and received proceeds of $23,400 for an average price of $0.02 per share, which did not constitute an offering.

During the nine months ended June 30, 2015, the Company did not issue any Common A shares.

During the nine months ended June 30, 2015, the Company issued 6,820,000 Preferred C shares to accredited existing shareholders for cash and received proceeds of $28,000 at an average price of $0.005 per share, which did not constitute an offering.

The Company claimed an exemption from the registration requirements of the Securities Act of 1933, as amended (the “Act”) for the private placement of these securities pursuant to Section 4(2) of the Act and/or Rule 506 of Regulation D promulgated thereunder since, among other things, the transaction did not involve a public offering, the Investor was an “accredited investor”, the Investor had access to information about the Company and its investment, the Investor took the securities for investment and not resale, and we took appropriate measures to restrict the transfer of the securities.

5) Financial Statements

ANNUAL REPORT FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2013

PURSUANT TO

RULE 15c2-11(A)(5) OF THE SECURITIES EXCHANGE COMMISSION

AND

THE OTC MARKETS GROUP GUIDELINES FOR PROVIDING ADEQUATE PUBLIC DISCLOSURE

USCORP

A Nevada Corporation

For the Period Ended September 30, 2013

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11(a)(5) promulgated under the Securities Act of 1934 as amended.

The Headings and Captions contained herein correspond to the sequential format as set forth in the Guidelines for Providing Adequate Current Public Information provided by The OTC Markets Group.

Initial Company Information and Disclosure Statement

Of

USCORP

For the Fiscal Year Ended

September 30, 2013

THE INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF THE ISSUER BY ITS OFFICERS AND DIRECTORS IN ACCORDANCE WITH THE OTC MARKETS GUIDELINES FOR PROVIDING ADEQUATE CURRENT INFORMATION, AND IS INTENDED ONLY AS A SECURITIES DEALER INFORMATION FILE;

AND

NO DEALER, SALESMAN, OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE ISSUER. SUCH INFORMATION OR REPRESENTATIONS, IF MADE, MUST NOT BE RELIED UPON AS HAVING BEEN AUTHORIZED BY THE ISSUER;

AND

DELIVERY OF THIS DOCUMENT DOES NOT AT ANY TIME IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIMES SUBSEQUENT TO THE DATE FIRST WRITTEN ABOVE.

USCorp
(an Exploration Stage Company)
Consolidated Balance Sheets
As of September 30, 2013 and September 30, 2012

ASSETS	**30-Sep-13**	**30-Sep-12**
Current assets:		
Cash	$138,796	$429,626
Deferred charge	0	42,504
Total current assets	$138,796	$472,130
Other assets:		
Mining claims	0	2,666,907
Real estate asset	161,000	161,000
Advance receivable from related party	22,353	0
Property & equipment- net	0	13,150
Total assets	$322,149	$3,313,187
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable & accrued expenses	$10,273	$103,757
Loan payable to related party	0	6,000
Loan payable	141,000	141,000
Gold bullion loan payable	3,284,170	4,852,197
Subscriptions payable	0	714,250
Total current liabilities	$3,435,443	$5,817,204
Shareholders' equity:		
Series A preferred stock, one share convertible to eight shares of common; par value $0.001, 80,000,000 shares authorized, 25,600,000 shares issued and outstanding at September 30, 2012 and 30,000,000 at September 30, 2013	30,000	25,600
Series B preferred stock, one share convertible to two shares of common; 10% cumulative stated dividend, stated value $0.50, 50,000,000 shares authorized, 105,000 outstanding at September 30, 2012 and September 30, 2013, stated value; $0.50	52,500	52,500
Common stock B- $.001 par value, authorized 250,000,000 shares, issued and outstanding, 5,060,500 shares at September 30, 2012 and 5,060,500 at September 30, 2013	5,060	5,060
Common stock A- $.01 par value, authorized 950,000,000 shares authorized, issued and outstanding, 324,009,052 shares at September 30, 2012 and 556,072,120 at September 30, 2013	5,560,722	3,240,090
Additional paid in capital	20,560,558	21,223,553
Accumulated deficit - exploration stage	(29,322,134)	(27,050,820)
Total shareholders' deficit	(3,200,854)	(2,587,177)
Total Liabilities & Shareholders' Deficit	$322,149	$3,313,187

USCorp
(an Exploration Stage Company)
Consolidated Statements of Operations
For the Years Ended September 30, 2013 and September 30, 2012
and from Inception, May 1989 through September 30, 2013

	30-Sep-13	30-Sep-12	Inception to Date
General and administrative expenses:			
Consulting	$490,618	$689,063	$9,825,971
Financing fee	0	1,824,698	1,824,698
Administration	178,108	324,185	4,717,143
Impairment expense	2,887,744	0	5,734,717
Mining development	101,624	745,091	1,377,809
Professional fees	138,862	343,314	1,548,627
Total general & administrative expenses	3,796,956	3,926,351	25,028,965
Net loss from operations	($3,796,956)	($3,926,351)	($25,028,965)
Other income (expenses):			
Interest income	110	567	8,870
Interest expense	(99,714)	(574,875)	(2,209,568)
Loss on convertible debt settlement	0	(980,514)	(986,514)
Gain (loss) on unhedged derivative	1,625,246	(418,843)	(1,105,957)
Net income (loss) before provision for income taxes	($2,271,314)	($5,900,016)	($29,322,134)
Provision for income taxes	0	0	0
Net income (loss)	($2,271,314)	($5,900,016)	($29,322,134)
Basic & fully diluted net loss per common share	($0.01)	($0.02)	
Weighted average of common shares outstanding:			
Basic & fully diluted	411,973,859	260,197,914	

USCorp
(an Exploration Stage Company)
Consolidated Statements of Cash Flows
For the Years Ended September 30, 2013 and September 30, 2012
and from Inception, May 1989 through September 30, 2013

	30-Sep-13	30-Sep-12	Inception to Date
Operating Activities:			
Net loss	($2,271,314)	($5,900,016)	($29,322,134)
Adjustments to reconcile net income items			
not requiring the use of cash:			
Shares issued for debt extension	127,500	0	1,730,086
Financing fees	0	1,824,698	1,824,698
Loss on conversion of notes	0	980,514	0
Consulting expense	139,501	127,700	5,428,432
Depreciation expense	0	4,464	24,504
Interest expense- gold bullion loan	57,219	574,875	1,542,550
Interest expense- beneficial conversion feature	0	0	710,865
Impairment expense	2,680,057	0	5,734,717
(Gain) loss on unhedged underlying derivative	(1,625,246)	418,843	1,105,957
Changes in other operating assets and liabilities :			
Deferred charge	42,504	10,000	0
Accounts payable and accrued expenses	(93,484)	(15,807)	10,273
Net cash used by operations	($943,263)	($1,974,729)	($11,210,052)
Investing activities:			
Purchase of office equipment	$0	($20,283)	($24,504)
Purchase real property	0	0	(20,000)
Net cash used by investing activities	0	(20,283)	(44,504)
Financing activities:			
Issuance of common stock	$676,386	$123,350	$7,091,991
Debentures converted to stock	0	0	900,000
Warrants exercised	0	633,287	2,271,486
Issuance of gold bullion loan	0	0	635,663
Issuance of preferred stock	4,400	0	82,500
Conversion of preferred stock	0	0	77,262
Issuance of common B stock	0	0	60
Capital contributed by majority shareholder	0	0	356,743
Payments of debentures	0	(25,000)	0
Advances received (paid) shareholder	(28,353)	6,000	(22,353)
Net cash provided by financing activities	652,433	737,637	11,393,352
Net increase (decrease) in cash	($290,830)	($1,257,375)	$138,796
Cash balance at beginning of the fiscal year	429,626	1,687,001	0
Cash balance at September 30th	$138,796	$429,626	$138,796
Supplemental disclosures of cash flow information:			
Interest paid during the year	$42,495	$46,000	
Income taxes paid during the year	$0	$0	

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Inception	0	$0	$0	$0	$0
Issuance of common stock	84,688	847	1,185,153		1,186,000
Net income fiscal 1990				520,000	520,000
Balance at September 30, 1990-unaudited	84,688	$847	$1,185,153	$520,000	$1,706,000
Net income fiscal 1991				1,108,000	1,108,000
Balance at September 30, 1991-unaudited	84,688	$847	$1,185,153	$1,628,000	$2,814,000
Issuance of common stock	472	5	32,411		32,416
Net income fiscal 1992				466,000	466,000
Balance at September 30, 1992-unaudited	85,160	$852	$1,217,564	$2,094,000	$3,312,416
Net loss fiscal 1993				(3,116,767)	(3,116,767)
Balance at September 30, 1993-unaudited	85,160	$852	$1,217,564	($1,022,767)	$195,649
Net loss fiscal 1994				(63,388)	(63,388)
Balance at September 30, 1994-unaudited	85,160	$852	$1,217,564	($1,086,155)	$132,261
Net income fiscal 1995				(132,261)	(132,261)
Balance at September 30, 1995-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0
Net loss fiscal 1996				0	0
Balance at September 30, 1996-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Stock issued for mining claim	150,000	1,500	598,500		600,000
Issuance of common stock	50,000	500	59,874		60,374
Stock issued for services	14,878	149	29,608		29,757
Net loss fiscal 1997				(90,131)	(90,131)
Balance at September 30, 1997-unaudited	300,038	$3,001	$1,905,546	($1,308,547)	$600,000
Capital contributed by shareholder			58,668		58,668
Net loss fiscal 1998				(58,668)	(58,668)
Balance at September 30, 1998-unaudited	300,038	$3,001	$1,964,214	($1,367,215)	$600,000
Capital contributed by shareholder			28,654		28,654
Net income fiscal 1999				(26,705)	(26,705)
Balance at September 30, 1999-unaudited	300,038	$3,001	$1,992,868	($1,393,920)	$601,949
Capital contributed by shareholder			22,750		22,750
Net loss fiscal 2000				(624,699)	(624,699)
Balance at September 30, 2000-unaudited	300,038	$3,001	$2,015,618	($2,018,619)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	103,535	1,035	611,943		612,978
Issued stock for compensation	50,000	500	19,571		20,071
Capital contributed by shareholder			21,719		21,719
Net loss fiscal 2001				(654,768)	(654,768)
Balance at September 30, 2001-unaudited	453,573	$4,536	$2,668,851	($2,673,387)	$0
Issued stock to purchase mining claim	24,200,000	242,000	2,207,466		2,449,466
Issued shares to employees	267,500	2,675	(2,675)		0
Capital contributed by shareholders			143,480		143,480
Net loss for the fiscal year				(2,591,671)	(2,591,671)
Balance at September 30, 2002-unaudited	24,921,073	$249,211	$5,017,122	($5,265,058)	$1,275
Issued stock for services	872,000	8,720	264,064		272,784
Issuance of convertible debt			3,767		3,767
Capital contributed by shareholders			81,472		81,472
Net loss for the fiscal year				(865,287)	(865,287)
Balance at September 30, 2003	25,793,073	$257,931	$5,366,425	($6,130,345)	($505,989)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	550,000	5,500	206,500		212,000
Issued stock to pay bills	1,069,945	10,699	460,077		470,776
Issuance of preferred B stock			70,595		70,595
Issued stock for services	2,118,444	21,184	652,714		673,898
Net loss for the fiscal year				(964,108)	(964,108)
Balance at September 30, 2004	29,531,462	$295,314	$6,756,311	($7,094,453)	($42,828)
Issuance of common stock	150,000	1,500	46,500		48,000
Issued stock for services	2,840,000	28,400	331,600		360,000
Issued stock to pay debt	400,000	4,000	50,000		54,000
Issuance of warrants			1,817		1,817
Net loss for the fiscal year				(628,337)	(628,337)
Balance at September 30, 2005	32,921,462	$329,214	$7,186,228	($7,722,790)	($207,348)
Issued stock for services	885,000	8,850	70,800		79,650
Issuance of common B			(5,000)		(5,000)
Net loss for the period				(837,551)	(837,551)
Balance at September 30, 2006	33,806,462	$338,064	$7,252,028	($8,560,341)	($970,249)
Issued stock for services	50,000	500	4,500		5,000
Issuance of convertible debt			648,098		648,098
Net loss for the fiscal year				(3,176,745)	(3,176,745)
Balance at September 30, 2007	33,856,462	338,564	7,904,626	(11,737,086)	(3,493,896)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	10,011,879	100,119	638,559		738,678
Issued stock for services	9,517,664	95,177	2,447,473		2,542,650
Conversion of debentures	7,200,000	72,000	828,000		900,000
Conversion of preferred stock	26,626	266	6,401		6,667
Issuance of convertible debt			56,000		56,000
Net loss for the fiscal period- as restated				(2,498,879)	(2,498,879)
Balance at September 30, 2008	60,612,631	606,126	11,881,059	(14,235,965)	(1,748,780)
Issuance of common stock	12,261,765	122,618	304,845		427,463
Issued stock for services	845,064	8,451	53,939		62,390
Issued stock to settle lawsuit	200,000	2,000	10,000		12,000
Conversion of Preferred A	400,000	4,000	(4,000)		0
Issuance of convertible debt			3,000		3,000
Net loss for the year				(1,293,237)	(1,293,237)
Balance at September 30, 2009	74,319,460	743,195	12,248,843	(15,529,202)	(2,537,164)
Issuance of common stock	43,457,363	434,574	570,643		1,005,217
Issued stock for services	8,778,566	87,786	214,884		302,670
Converted preferred A	9,400,000	94,000	(94,000)		0
Net loss for the year				(2,298,616)	(2,298,616)
Balance at September 30, 2010	135,955,389	1,359,555	12,940,370	(17,827,818)	(3,527,893)
Issuance of common stock	10,959,631	109,596	202,784		312,380
Issued stock for services	3,016,591	30,166	185,419		215,585
Warrants exercised	35,835,000	358,350	1,267,850		1,626,200
Issued stock to pay debenture	800,000	8,000	48,000		56,000
Converted preferred A stock	8,400,000	84,000	(84,000)		0
Subsidiary shares sold for cash			1,500,000		1,500,000
Warrants issued for services			60,000		60,000
Net loss for the year				(3,322,986)	(3,322,986)
Balance at September 30, 2011	194,966,611	1,949,667	16,120,423	(21,150,804)	(3,080,714)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	6,030,000	60,300	49,550		109,850
Issued stock for services	2,165,000	21,650	88,200		109,850
Issued stock to extend debt maturities	22,894,100	228,940	1,373,646		1,602,586
Warrants exercised	66,518,332	665,183	(21,714)		643,469
Shares issued pursuant to 2009 incentive plan	635,000	6,350	11,500		17,850
Financing fees			1,824,698		1,824,698
Shares issued to purchase non-controlling interest	30,800,000	308,000	1,777,251		2,085,251
Net loss for the year				(5,900,016)	(5,900,016)
Balance at September 30, 2012	324,009,043	3,240,090	21,223,554	(27,050,820)	(2,587,176)
Issuance of common stock	202,700,000	2,027,000	(1,236,365)		790,635
Issued stock for services	15,113,167	151,132	(11,631)		139,501
Issued stock to purchase subsidiary	12,000,000	120,000	480,000		600,000
Issued stock to extend debt maturities	2,550,000	25,500	102,000		127,500
Canceled shares	(300,000)	(3,000)	3,000		0
Net loss for the year				(2,271,314)	(2,271,314)
Balance at September 30, 2013	556,072,210	$5,560,722	$20,560,558	($29,322,134)	($3,200,854)

ANNUAL REPORT FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2013

PURSUANT TO

RULE 15c2-11(A)(5) OF THE SECURITIES EXCHANGE COMMISSION

AND

THE OTC MARKETS GROUP GUIDELINES FOR PROVIDING ADEQUATE PUBLIC DISCLOSURE

USCORP

A Nevada Corporation

For the Period Ended September 30, 2014

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11(a)(5) promulgated under the Securities Act of 1934 as amended.

The Headings and Captions contained herein correspond to the sequential format as set forth in the Guidelines for Providing Adequate Current Public Information provided by The OTC Markets Group.

Initial Company Information and Disclosure Statement

Of

USCORP

For the Fiscal Year Ended

September 30, 2014

THE INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF THE ISSUER BY ITS OFFICERS AND DIRECTORS IN ACCORDANCE WITH THE OTC MARKETS GUIDELINES FOR PROVIDING ADEQUATE CURRENT INFORMATION, AND IS INTENDED ONLY AS A SECURITIES DEALER INFORMATION FILE;

AND

NO DEALER, SALESMAN, OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE ISSUER. SUCH INFORMATION OR REPRESENTATIONS, IF MADE, MUST NOT BE RELIED UPON AS HAVING BEEN AUTHORIZED BY THE ISSUER;

AND

DELIVERY OF THIS DOCUMENT DOES NOT AT ANY TIME IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIMES SUBSEQUENT TO THE DATE FIRST WRITTEN ABOVE.

USCorp
(an Exploration Stage Company)
Consolidated Balance Sheets
As of September 30, 2014 and September 30, 2013

ASSETS	**30-Sep-14**	**30-Sep-13**
Current assets:		
Cash	$6,196	$138,796
Total current assets	$6,196	$138,796
Other assets:		
Real estate asset	161,000	161,000
Advance receivable from related party	0	22,353
Total assets	$167,196	$322,149
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable & accrued expenses	$10,273	$10,273
Loan payable to related party	7,331	0
Loan payable	141,000	141,000
Gold bullion loan payable	2,988,845	3,284,170
Total current liabilities	$3,147,449	$3,435,443
Shareholders' equity:		
Series A preferred stock, one share convertible to eight shares of common; par value $0.001, 80,000,000 shares authorized, 30,000,000 shares issued and outstanding at September 30, 2013 and 24,150,000 at September 30, 2014	24,150	30,000
Series B preferred stock, one share convertible to two shares of common; 10% cumulative stated dividend, stated value $0.50, 50,000,000 shares authorized, 105,000 outstanding at September 30, 2013 and -0- at September 30, 2014, stated value; $0.50	0	52,500
Series C preferred stock, one share convertible to five shares of common; par value $0.001, 20,000,000 shares authorized, no stated dividend 1,520,000 outstanding at September 30, 2014, stated value; $0.001	1,520	0
Common stock B- $.001 par value, authorized 250,000,000 shares, issued and outstanding, 5,060,500 shares at September 30, 2013 and 5,060,500 at September 30, 2014	5,060	5,060
Common stock A- $.01 par value, authorized 950,000,000 shares authorized, issued and outstanding, 556,072,120 shares at September 30, 2013 and 645,133,632 at September 30, 2014	6,451,337	5,560,722
Additional paid in capital	19,913,981	20,560,558
Accumulated deficit - exploration stage	(29,376,301)	(29,322,134)
Total shareholders' deficit	(3,010,983)	(3,200,854)
Total Liabilities & Shareholders' Deficit	$167,196	$322,149

USCorp
(an Exploration Stage Company)
Consolidated Statements of Operations
For the Years Ended September 30, 2014 and September 30, 2013
and from Inception, May 1989 through September 30, 2014

	30-Sep-14	30-Sep-13	Inception to Date
General and administrative expenses:			
Consulting	$195,924	$490,618	$10,021,895
Financing fee	0	0	1,824,698
Administration	112,802	178,108	4,829,945
Impairment expense	0	2,887,744	5,734,717
Mining development	16,902	101,624	1,394,711
Professional fees	23,864	138,862	1,572,491
Total general & administrative expenses	349,492	3,796,956	25,378,457
Net loss from operations	($349,492)	($3,796,956)	($25,378,457)
Other income (expenses):			
Interest income	0	110	8,870
Interest expense	(57,209)	(99,714)	(2,266,777)
Loss on convertible debt settlement	0	0	(986,514)
Gain (loss) on unhedged derivative	352,534	1,625,246	(753,423)
Net income (loss) before provision for income taxes	($54,167)	($2,271,314)	($29,376,301)
Provision for income taxes	0	0	0
Net income (loss)	($54,167)	($2,271,314)	($29,376,301)
Basic & fully diluted net loss per common share	($0.00)	$0.00	
Weighted average of common shares outstanding:			
Basic & fully diluted	620,783,945	412,359,573	

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USCorp
(an Exploration Stage Company)
Consolidated Statements of Cash Flows
For the Years Ended September 30, 2014 and September 30, 2013
and from Inception, May 1989 through September 30, 2014

	30-Sep-14	30-Sep-13	Inception to Date
Operating Activities:			
Net loss	($54,167)	($2,271,314)	($29,376,301)
Adjustments to reconcile net income items			
not requiring the use of cash:			
Shares issued for debt extension	0	127,500	1,730,086
Financing fees	0	0	1,824,698
Loss on conversion of notes	0	0	0
Consulting expense	36,308	143,901	5,542,970
Depreciation expense	0	0	24,504
Interest expense- gold bullion loan	57,209	57,219	1,599,759
Interest expense- beneficial conversion feature	0	0	710,865
Impairment expense	0	2,680,057	5,734,717
(Gain) loss on unhedged underlying derivative	(352,534)	(1,625,246)	753,423
Changes in other operating assets and liabilities :			
Deferred charge	0	42,504	0
Accounts payable and accrued expenses	0	(93,484)	10,273
Net cash used by operations	($313,184)	($938,863)	($11,445,006)
Investing activities:			
Purchase of office equipment	$0	$0	($24,504)
Purchase real property	0	0	(20,000)
Net cash used by investing activities	0	0	(44,504)
Financing activities:			
Issuance of common stock	$122,500	$676,386	$7,214,491
Debentures converted to stock	0	0	900,000
Issuance of preferred stock	28,400	0	109,992
Warrants exercised	0	0	2,271,486
Issuance of gold bullion loan	0	0	635,663
Capital contributed by majority shareholder	0	0	356,743
Advances received (paid) shareholder	29,684	(28,353)	7,331
Net cash provided by financing activities	180,584	648,033	11,495,706
Net increase (decrease) in cash	($132,600)	($290,830)	$6,196
Cash balance at beginning of the fiscal year	138,796	429,626	0
Cash balance at September 30th	$6,196	$138,796	$6,196
Supplemental disclosures of cash flow information:			
Interest paid during the year	$0	$42,495	
Income taxes paid during the year	$0	$0	

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Inception	0	$0	$0	$0	$0
Issuance of common stock	84,688	847	1,185,153		1,186,000
Net income fiscal 1990				520,000	520,000
Balance at September 30, 1990-unaudited	84,688	$847	$1,185,153	$520,000	$1,706,000
Net income fiscal 1991				1,108,000	1,108,000
Balance at September 30, 1991-unaudited	84,688	$847	$1,185,153	$1,628,000	$2,814,000
Issuance of common stock	472	5	32,411		32,416
Net income fiscal 1992				466,000	466,000
Balance at September 30, 1992-unaudited	85,160	$852	$1,217,564	$2,094,000	$3,312,416
Net loss fiscal 1993				(3,116,767)	(3,116,767)
Balance at September 30, 1993-unaudited	85,160	$852	$1,217,564	($1,022,767)	$195,649
Net loss fiscal 1994				(63,388)	(63,388)
Balance at September 30, 1994-unaudited	85,160	$852	$1,217,564	($1,086,155)	$132,261
Net income fiscal 1995				(132,261)	(132,261)
Balance at September 30, 1995-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0
Net loss fiscal 1996				0	0
Balance at September 30, 1996-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Stock issued for mining claim	150,000	1,500	598,500		600,000
Issuance of common stock	50,000	500	59,874		60,374
Stock issued for services	14,878	149	29,608		29,757
Net loss fiscal 1997				(90,131)	(90,131)
Balance at September 30, 1997-unaudited	300,038	$3,001	$1,905,546	($1,308,547)	$600,000
Capital contributed by shareholder			58,668		58,668
Net loss fiscal 1998				(58,668)	(58,668)
Balance at September 30, 1998-unaudited	300,038	$3,001	$1,964,214	($1,367,215)	$600,000
Capital contributed by shareholder			28,654		28,654
Net income fiscal 1999				(26,705)	(26,705)
Balance at September 30, 1999-unaudited	300,038	$3,001	$1,992,868	($1,393,920)	$601,949
Capital contributed by shareholder			22,750		22,750
Net loss fiscal 2000				(624,699)	(624,699)
Balance at September 30, 2000-unaudited	300,038	$3,001	$2,015,618	($2,018,619)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	103,535	1,035	611,943		612,978
Issued stock for compensation	50,000	500	19,571		20,071
Capital contributed by shareholder			21,719		21,719
Net loss fiscal 2001				(654,768)	(654,768)
Balance at September 30, 2001-unaudited	453,573	$4,536	$2,668,851	($2,673,387)	$0
Issued stock to purchase mining claim	24,200,000	242,000	2,207,466		2,449,466
Issued shares to employees	267,500	2,675	(2,675)		0
Capital contributed by shareholders			143,480		143,480
Net loss for the fiscal year				(2,591,671)	(2,591,671)
Balance at September 30, 2002-unaudited	24,921,073	$249,211	$5,017,122	($5,265,058)	$1,275
Issued stock for services	872,000	8,720	264,064		272,784
Issuance of convertible debt			3,767		3,767
Capital contributed by shareholders			81,472		81,472
Net loss for the fiscal year				(865,287)	(865,287)
Balance at September 30, 2003	25,793,073	$257,931	$5,366,425	($6,130,345)	($505,989)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	550,000	5,500	206,500		212,000
Issued stock to pay bills	1,069,945	10,699	460,077		470,776
Issuance of preferred B stock			70,595		70,595
Issued stock for services	2,118,444	21,184	652,714		673,898
Net loss for the fiscal year				(964,108)	(964,108)
Balance at September 30, 2004	29,531,462	$295,314	$6,756,311	($7,094,453)	($42,828)
Issuance of common stock	150,000	1,500	46,500		48,000
Issued stock for services	2,840,000	28,400	331,600		360,000
Issued stock to pay debt	400,000	4,000	50,000		54,000
Issuance of warrants			1,817		1,817
Net loss for the fiscal year				(628,337)	(628,337)
Balance at September 30, 2005	32,921,462	$329,214	$7,186,228	($7,722,790)	($207,348)
Issued stock for services	885,000	8,850	70,800		79,650
Issuance of common B			(5,000)		(5,000)
Net loss for the period				(837,551)	(837,551)
Balance at September 30, 2006	33,806,462	$338,064	$7,252,028	($8,560,341)	($970,249)
Issued stock for services	50,000	500	4,500		5,000
Issuance of convertible debt			648,098		648,098
Net loss for the fiscal year				(3,176,745)	(3,176,745)
Balance at September 30, 2007	33,856,462	338,564	7,904,626	(11,737,086)	(3,493,896)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	10,011,879	100,119	638,559		738,678
Issued stock for services	9,517,664	95,177	2,447,473		2,542,650
Conversion of debentures	7,200,000	72,000	828,000		900,000
Conversion of preferred stock	26,626	266	6,401		6,667
Issuance of convertible debt			56,000		56,000
Net loss for the fiscal period- as restated				(2,498,879)	(2,498,879)
Balance at September 30, 2008	60,612,631	606,126	11,881,059	(14,235,965)	(1,748,780)
Issuance of common stock	12,261,765	122,618	304,845		427,463
Issued stock for services	845,064	8,451	53,939		62,390
Issued stock to settle lawsuit	200,000	2,000	10,000		12,000
Conversion of Preferred A	400,000	4,000	(4,000)		0
Issuance of convertible debt			3,000		3,000
Net loss for the year				(1,293,237)	(1,293,237)
Balance at September 30, 2009	74,319,460	743,195	12,248,843	(15,529,202)	(2,537,164)
Issuance of common stock	43,457,363	434,574	570,643		1,005,217
Issued stock for services	8,778,566	87,786	214,884		302,670
Converted preferred A	9,400,000	94,000	(94,000)		0
Net loss for the year				(2,298,616)	(2,298,616)
Balance at September 30, 2010	135,955,389	1,359,555	12,940,370	(17,827,818)	(3,527,893)
Issuance of common stock	10,959,631	109,596	202,784		312,380
Issued stock for services	3,016,591	30,166	185,419		215,585
Warrants exercised	35,835,000	358,350	1,267,850		1,626,200
Issued stock to pay debenture	800,000	8,000	48,000		56,000
Converted preferred A stock	8,400,000	84,000	(84,000)		0
Subsidiary shares sold for cash			1,500,000		1,500,000
Warrants issued for services			60,000		60,000
Net loss for the year				(3,322,986)	(3,322,986)
Balance at September 30, 2011	194,966,611	1,949,667	16,120,423	(21,150,804)	(3,080,714)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	6,030,000	60,300	49,550		109,850
Issued stock for services	2,165,000	21,650	88,200		109,850
Issued stock to extend debt maturities	22,894,100	228,940	1,373,646		1,602,586
Warrants exercised	66,518,332	665,183	(21,714)		643,469
Shares issued pursuant to 2009 incentive plan	635,000	6,350	11,500		17,850
Financing fees			1,824,698		1,824,698
Shares issued to purchase non-controlling interest	30,800,000	308,000	1,777,251		2,085,251
Net loss for the year				(5,900,016)	(5,900,016)
Balance at September 30, 2012	324,009,043	3,240,090	21,223,554	(27,050,820)	(2,587,176)
Issuance of common stock	202,700,000	2,027,000	(1,236,365)		790,635
Issued stock for services	15,113,167	151,132	(11,631)		139,501
Issued stock to purchase subsidiary	12,000,000	120,000	480,000		600,000
Issued stock to extend debt maturities	2,550,000	25,500	102,000		127,500
Cancelled shares	(300,000)	(3,000)	3,000		0
Net loss for the year				(2,271,314)	(2,271,314)
Balance at September 30, 2013	556,072,210	5,560,722	20,560,558	(29,322,134)	(3,200,854)
Issuance of common stock	24,500,000	245,000	(122,500)		122,500
Issued stock for services	17,761,512	177,615	(88,807)		88,808
Converted preferred A stock	46,800,000	468,000	(462,150)		5,850
Issuance of preferred C stock			26,880		26,880
Net loss for the year				(54,167)	(54,167)
Balance at September 30, 2014	645,133,722	$6,451,337	$19,913,981	($29,376,301)	($3,010,983)

QUARTERLY REPORT FOR THE PERIOD ENDING DECEMBER 31, 2014

PURSUANT TO

RULE 15c2-11(A)(5) OF THE SECURITIES EXCHANGE COMMISSION

AND

THE OTC MARKETS GROUP GUIDELINES FOR PROVIDING ADEQUATE PUBLIC DISCLOSURE

USCORP

A Nevada Corporation

For the Quarter Ended December 31, 2014

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11(a)(5) promulgated under the Securities Act of 1934 as amended.

The Headings and Captions contained herein correspond to the sequential format as set forth in the Guidelines for Providing Adequate Current Public Information provided by The OTC Markets Group.

Initial Company Information and Disclosure Statement

Of

USCORP

For the Quarter Ended

December 31, 2014

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USCorp
(an Exploration Stage Company)
Consolidated Balance Sheets
As of December 31, 2014 and September 30, 2014

ASSETS	**31-Dec-14**	**30-Sep-14**
Current assets:		
Cash	$2,689	$6,196
Total current assets	$2,689	$6,196
Other assets:		
Real estate asset	0	161,000
Total assets	$2,689	$167,196
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable & accrued expenses	$16,273	$10,273
Loan payable to related party	28,313	7,331
Loan payable	0	141,000
Gold bullion loan payable	2,973,302	2,988,845
Total current liabilities	$3,017,888	$3,147,449
Shareholders' equity:		
Series A preferred stock, one share convertible to eight shares of common; par value $0.001, 80,000,000 shares authorized, 24,150,000 shares issued and outstanding at September 30, 2014 and 24,150,000 at December 31, 2014	24,150	24,150
Series B preferred stock, one share convertible to two shares of common; 10% cumulative stated dividend, stated value $0.50, 50,000,000 shares authorized, none outstanding at September 30, 2014 and December 31, 2014, stated value; $0.50	0	0
Series C preferred stock, one share convertible to five shares of common; par value $0.001, 20,000,000 shares authorized, no stated dividend 1,520,000 outstanding at September 30, 2014 and December 31, 2014, stated value; $0.001	1,520	1,520
Common stock B- $.001 par value, authorized 250,000,000 shares, issued and outstanding, 5,060,500 shares at September 30, 2014 and 5,060,500 at December 31, 2014	5,060	5,060
Common stock A- $.01 par value, authorized 950,000,000 shares authorized, issued and outstanding, 645,133,632 shares at September 30, 2014 and 645,133,632 at December 31, 2014	6,451,337	6,451,337
Additional paid in capital	19,913,981	19,913,981
Accumulated deficit - exploration stage	(29,411,247)	(29,376,301)
Total shareholders' deficit	(3,045,929)	(3,010,983)
Total Liabilities & Shareholders' Deficit	$2,689	$167,196

USCorp
(an Exploration Stage Company)
Consolidated Statements of Operations
For the Quarters Ended December 31, 2014 and December 31, 2013
and from Inception, May 1989 through December 31, 2014

	31-Dec-14	31-Dec-13	Inception to Date
General and administrative expenses:			
Consulting	$10,336	$63,447	$10,005,351
Financing fee	0	0	1,824,698
Administration	19,563	61,159	4,855,108
Impairment expense	0	0	5,734,717
Mining development	0	0	1,394,711
Professional fees	590	18,964	1,573,081
Total general & administrative expenses	30,489	143,570	25,387,666
Net loss from operations	($30,489)	($143,570)	($25,387,666)
Other income (expenses):			
Interest income	0	0	8,870
Interest expense	(14,420)	(14,420)	(2,281,197)
Loss on convertible debt settlement	0	0	(986,514)
Gain (loss) on unhedged derivative	29,963	10,111	(723,460)
Net income (loss) before provision for income taxes	($14,946)	($147,879)	($29,369,967)
Provision for income taxes	0	0	0
Net income (loss)	($14,946)	($147,879)	($29,369,967)
Basic & fully diluted net loss per common share	($0.00)	($0.00)	
Weighted average of common shares outstanding:			
Basic & fully diluted	645,133,632	645,133,632	

USCorp
(an Exploration Stage Company)
Consolidated Statements of Cash Flows
For the Quarters Ended December 31, 2014 and December 31, 2013
and from Inception, May 1989 through December 31, 2014

	31-Dec-14	31-Dec-13	Inception to Date
Operating Activities:			
Net loss	($34,946)	($147,879)	($29,411,247)
Adjustments to reconcile net income items			
not requiring the use of cash:			
Shares issued for debt extension	0	0	1,730,086
Financing fees	0	0	1,824,698
Loss on conversion of notes	0	0	0
Loss on disposal of real estate asset	20,000	0	20,000
Consulting expense	0	0	5,542,970
Depreciation expense	0	0	24,504
Interest expense- gold bullion loan	14,420	14,420	1,614,179
Interest expense- beneficial conversion feature	0	0	710,865
Impairment expense	0	0	5,734,717
(Gain) loss on unhedged underlying derivative	(29,963)	(10,111)	723,460
Changes in other operating assets and liabilities :			
Accounts payable and accrued expenses	6,000	10,681	16,273
Net cash used by operations	($24,489)	($132,889)	($11,469,495)
Investing activities:			
Purchase of office equipment	$0	$0	($24,504)
Purchase real property	0	0	(20,000)
Net cash used by investing activities	0	0	(44,504)
Financing activities:			
Issuance of common stock	$0	$0	$7,214,491
Debentures converted to stock	0	0	900,000
Issuances of preferred stock	0	0	109,992
Warrants exercised	0	0	2,271,486
Issuance of gold bullion loan	0	0	635,663
Capital contributed by majority shareholder	0	0	356,743
Advances received (paid) shareholder	20,982	11,932	28,313
Net cash provided by financing activities	20,982	11,932	11,516,688
Net increase (decrease) in cash	($3,507)	($120,957)	$2,689
Cash balance at beginning of the fiscal year	6,196	138,796	0
Cash balance at end of period	$2,689	$17,839	$2,689
Supplemental disclosures of cash flow information:			
Interest paid during the year	$0	$0	
Income taxes paid during the year	$0	$0	

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Inception	0	$0	$0	$0	$0
Issuance of common stock	84,688	847	1,185,153		1,186,000
Net income fiscal 1990				520,000	520,000
Balance at September 30, 1990-unaudited	84,688	$847	$1,185,153	$520,000	$1,706,000
Net income fiscal 1991				1,108,000	1,108,000
Balance at September 30, 1991-unaudited	84,688	$847	$1,185,153	$1,628,000	$2,814,000
Issuance of common stock	472	5	32,411		32,416
Net income fiscal 1992				466,000	466,000
Balance at September 30, 1992-unaudited	85,160	$852	$1,217,564	$2,094,000	$3,312,416
Net loss fiscal 1993				(3,116,767)	(3,116,767)
Balance at September 30, 1993-unaudited	85,160	$852	$1,217,564	($1,022,767)	$195,649
Net loss fiscal 1994				(63,388)	(63,388)
Balance at September 30, 1994-unaudited	85,160	$852	$1,217,564	($1,086,155)	$132,261
Net income fiscal 1995				(132,261)	(132,261)
Balance at September 30, 1995-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0
Net loss fiscal 1996				0	0
Balance at September 30, 1996-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Stock issued for mining claim	150,000	1,500	598,500		600,000
Issuance of common stock	50,000	500	59,874		60,374
Stock issued for services	14,878	149	29,608		29,757
Net loss fiscal 1997				(90,131)	(90,131)
Balance at September 30, 1997-unaudited	300,038	$3,001	$1,905,546	($1,308,547)	$600,000
Capital contributed by shareholder			58,668		58,668
Net loss fiscal 1998				(58,668)	(58,668)
Balance at September 30, 1998-unaudited	300,038	$3,001	$1,964,214	($1,367,215)	$600,000
Capital contributed by shareholder			28,654		28,654
Net income fiscal 1999				(26,705)	(26,705)
Balance at September 30, 1999-unaudited	300,038	$3,001	$1,992,868	($1,393,920)	$601,949
Capital contributed by shareholder			22,750		22,750
Net loss fiscal 2000				(624,699)	(624,699)
Balance at September 30, 2000-unaudited	300,038	$3,001	$2,015,618	($2,018,619)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	103,535	1,035	611,943		612,978
Issued stock for compensation	50,000	500	19,571		20,071
Capital contributed by shareholder			21,719		21,719
Net loss fiscal 2001				(654,768)	(654,768)
Balance at September 30, 2001-unaudited	453,573	$4,536	$2,668,851	($2,673,387)	$0
Issued stock to purchase mining claim	24,200,000	242,000	2,207,466		2,449,466
Issued shares to employees	267,500	2,675	(2,675)		0
Capital contributed by shareholders			143,480		143,480
Net loss for the fiscal year				(2,591,671)	(2,591,671)
Balance at September 30, 2002-unaudited	24,921,073	$249,211	$5,017,122	($5,265,058)	$1,275
Issued stock for services	872,000	8,720	264,064		272,784
Issuance of convertible debt			3,767		3,767
Capital contributed by shareholders			81,472		81,472
Net loss for the fiscal year				(865,287)	(865,287)
Balance at September 30, 2003	25,793,073	$257,931	$5,366,425	($6,130,345)	($505,989)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	550,000	5,500	206,500		212,000
Issued stock to pay bills	1,069,945	10,699	460,077		470,776
Issuance of preferred B stock			70,595		70,595
Issued stock for services	2,118,444	21,184	652,714		673,898
Net loss for the fiscal year				(964,108)	(964,108)
Balance at September 30, 2004	29,531,462	$295,314	$6,756,311	($7,094,453)	($42,828)
Issuance of common stock	150,000	1,500	46,500		48,000
Issued stock for services	2,840,000	28,400	331,600		360,000
Issued stock to pay debt	400,000	4,000	50,000		54,000
Issuance of warrants			1,817		1,817
Net loss for the fiscal year				(628,337)	(628,337)
Balance at September 30, 2005	32,921,462	$329,214	$7,186,228	($7,722,790)	($207,348)
Issued stock for services	885,000	8,850	70,800		79,650
Issuance of common B			(5,000)		(5,000)
Net loss for the period				(837,551)	(837,551)
Balance at September 30, 2006	33,806,462	$338,064	$7,252,028	($8,560,341)	($970,249)
Issued stock for services	50,000	500	4,500		5,000
Issuance of convertible debt			648,098		648,098
Net loss for the fiscal year				(3,176,745)	(3,176,745)
Balance at September 30, 2007	33,856,462	338,564	7,904,626	(11,737,086)	(3,493,896)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	10,011,879	100,119	638,559		738,678
Issued stock for services	9,517,664	95,177	2,447,473		2,542,650
Conversion of debentures	7,200,000	72,000	828,000		900,000
Conversion of preferred stock	26,626	266	6,401		6,667
Issuance of convertible debt			56,000		56,000
Net loss for the fiscal period- as restated				(2,498,879)	(2,498,879)
Balance at September 30, 2008	60,612,631	606,126	11,881,059	(14,235,965)	(1,748,780)
Issuance of common stock	12,261,765	122,618	304,845		427,463
Issued stock for services	845,064	8,451	53,939		62,390
Issued stock to settle lawsuit	200,000	2,000	10,000		12,000
Conversion of Preferred A	400,000	4,000	(4,000)		0
Issuance of convertible debt			3,000		3,000
Net loss for the year				(1,293,237)	(1,293,237)
Balance at September 30, 2009	74,319,460	743,195	12,248,843	(15,529,202)	(2,537,164)
Issuance of common stock	43,457,363	434,574	570,643		1,005,217
Issued stock for services	8,778,566	87,786	214,884		302,670
Converted preferred A	9,400,000	94,000	(94,000)		0
Net loss for the year				(2,298,616)	(2,298,616)
Balance at September 30, 2010	135,955,389	1,359,555	12,940,370	(17,827,818)	(3,527,893)
Issuance of common stock	10,959,631	109,596	202,784		312,380
Issued stock for services	3,016,591	30,166	185,419		215,585
Warrants exercised	35,835,000	358,350	1,267,850		1,626,200
Issued stock to pay debenture	800,000	8,000	48,000		56,000
Converted preferred A stock	8,400,000	84,000	(84,000)		0
Subsidiary shares sold for cash			1,500,000		1,500,000
Warrants issued for services			60,000		60,000
Net loss for the year				(3,322,986)	(3,322,986)
Balance at September 30, 2011	194,966,611	1,949,667	16,120,423	(21,150,804)	(3,080,714)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	6,030,000	60,300	49,550		109,850
Issued stock for services	2,165,000	21,650	88,200		109,850
Issued stock to extend debt maturities	22,894,100	228,940	1,373,646		1,602,586
Warrants exercised	66,518,332	665,183	(21,714)		643,469
Shares issued pursuant to 2009 incentive plan	635,000	6,350	11,500		17,850
Financing fees			1,824,698		1,824,698
Shares issued to purchase non-controlling interest	30,800,000	308,000	1,777,251		2,085,251
Net loss for the year				(5,900,016)	(5,900,016)
Balance at September 30, 2012	324,009,043	3,240,090	21,223,554	(27,050,820)	(2,587,176)
Issuance of common stock	202,700,000	2,027,000	(1,236,365)		790,635
Issued stock for services	15,113,167	151,132	(11,631)		139,501
Issued stock to purchase subsidiary	12,000,000	120,000	480,000		600,000
Issued stock to extend debt maturities	2,550,000	25,500	102,000		127,500
Cancelled shares	(300,000)	(3,000)	3,000		0
Net loss for the year				(2,271,314)	(2,271,314)
Balance at September 30, 2013	556,072,210	5,560,722	20,560,558	(29,322,134)	(3,200,854)
Issuance of common stock	24,500,000	245,000	(122,500)		122,500
Issued stock for services	17,761,512	177,615	(88,807)		88,808
Issuance of preferred C stock			26,880		26,880
Converted preferred A stock	46,800,000	468,000	(462,150)		5,850
Net loss for the year				(54,167)	(54,167)
Balance at September 30, 2014	645,133,722	6,451,337	19,913,981	(29,376,301)	(3,010,983)
Net loss for the period				(34,946)	(34,946)
Balance at December 31, 2014	645,133,722	$6,451,337	$19,913,981	($29,411,247)	($3,045,929)

QUARTERLY REPORT FOR THE PERIOD ENDING MARCH 31, 2015

PURSUANT TO

RULE 15c2-11(A)(5) OF THE SECURITIES EXCHANGE COMMISSION

AND

THE OTC MARKETS GROUP GUIDELINES FOR PROVIDING ADEQUATE PUBLIC DISCLOSURE

USCORP

A Nevada Corporation

For the Quarter Ended March 31, 2015

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11(a)(5) promulgated under the Securities Act of 1934 as amended.

The Headings and Captions contained herein correspond to the sequential format as set forth in the Guidelines for Providing Adequate Current Public Information provided by The OTC Markets Group.

Initial Company Information and Disclosure Statement

Of

USCORP

For the Quarter Ended

March 31, 2015

THE INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF THE ISSUER BY ITS OFFICERS AND DIRECTORS IN ACCORDANCE WITH THE OTC MARKETS GUIDELINES FOR PROVIDING ADEQUATE CURRENT INFORMATION, AND IS INTENDED ONLY AS A SECURITIES DEALER INFORMATION FILE;

AND

NO DEALER, SALESMAN, OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE ISSUER. SUCH INFORMATION OR REPRESENTATIONS, IF MADE, MUST NOT BE RELIED UPON AS HAVING BEEN AUTHORIZED BY THE ISSUER;

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DELIVERY OF THIS DOCUMENT DOES NOT AT ANY TIME IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIMES SUBSEQUENT TO THE DATE FIRST WRITTEN ABOVE.

USCorp
(an Exploration Stage Company)
Consolidated Balance Sheets
As of March 31, 2015 and September 30, 2014

ASSETS	**31-Mar-15**	**30-Sep-14**
Current assets:		
Cash	$2,461	$6,196
Total current assets	$2,461	$6,196
Other assets:		
Real estate asset	0	161,000
Total assets	$2,461	$167,196
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable & accrued expenses	$16,273	$10,273
Loan payable to related party	55,649	7,331
Loan payable	0	141,000
Gold bullion loan payable	2,977,815	2,988,845
Total current liabilities	$3,049,737	$3,147,449
Shareholders' equity:		
Series A preferred stock, one share convertible to eight shares of common; par value $0.001, 80,000,000 shares authorized, 24,150,000 shares issued and outstanding at September 30, 2014 and 24,150,000 at March 31, 2015	24,150	24,150
Series B preferred stock, one share convertible to two shares of common; 10% cumulative stated dividend, stated value $0.50, 50,000,000 shares authorized, none outstanding at September 30, 2014 and March 31, 2015, stated value; $0.50	0	0
Series C preferred stock, one share convertible to five shares of common; par value $0.001, 20,000,000 shares authorized, no stated dividend 1,520,000 outstanding at September 30, 2014 and March 31, 2015, stated value; $0.001	1,520	1,520
Common stock B- $.001 par value, authorized 250,000,000 shares, issued and outstanding, 5,060,500 shares at September 30, 2014 and 5,060,500 at March 31, 2015	5,060	5,060
Common stock A- $.01 par value, authorized 950,000,000 shares authorized, issued and outstanding, 645,133,632 shares at September 30, 2014 and 645,133,632 at March 31, 2015	6,451,337	6,451,337
Additional paid in capital	19,913,981	19,913,981
Accumulated deficit - exploration stage	(29,443,324)	(29,376,301)
Total shareholders' deficit	(3,078,006)	(3,010,983)
Total Liabilities & Shareholders' Deficit	$2,461	$167,196

USCorp
(an Exploration Stage Company)
Consolidated Statements of Operations
For the Quarters & Six Months Ended March 31, 2015 and March 31, 2014
and from Inception, May 1989 through March 31, 2015

	6 months 31-Mar-15	6 months 31-Mar-14	3 months 31-Mar-15	3 months 31-Mar-14	Inception to Date
General and administrative expenses:					
Consulting	$20,462	$82,467	$10,126	$19,020	$10,015,477
Financing fee	0	0	0	0	1,824,698
Administration	36,301	79,145	16,738	17,986	4,871,846
Impairment expense	0	0	0	0	5,734,717
Mining development	500	0	500	0	1,395,211
Professional fees	790	23,863	200	4,899	1,573,281
Total general & administrative expenses	58,053	185,475	27,564	41,905	25,415,230
Net loss from operations	($58,053)	($185,475)	($27,564)	($41,905)	($25,415,230)
Other income (expenses):					
Interest income	0	0	0	0	8,870
Interest expense	(28,527)	(28,420)	(14,107)	(14,000)	(2,295,304)
Loss on convertible debt settlement	0	0	0	0	(986,514)
Gain (loss) on unhedged derivative	39,557	22,111	9,594	12,000	(713,866)
	($47,023)	($191,784)	($32,077)	($43,905)	($29,402,044)
Provision for income taxes	0	0	0	0	0
Net income (loss)	($47,023)	($191,784)	($32,077)	($43,905)	($29,402,044)
	($0.00)	($0.00)	($0.00)	($0.00)	
Basic & fully diluted	645,133,632	620,783,945	645,133,632	630,147,513	

USCorp
(an Exploration Stage Company)
Consolidated Statements of Cash Flows
For the Six Months Ended March 31, 2015 and March 31, 2014
and from Inception, May 1989 through March 31, 2015

	31-Mar-15	31-Mar-14	Inception to Date
Operating Activities:			
Net loss	($67,023)	($191,784)	($29,443,324)
Adjustments to reconcile net income items			
not requiring the use of cash:			
Shares issued for debt extension	0	0	1,730,086
Financing fees	0	0	1,824,698
Loss on conversion of notes	0	0	0
Loss on disposal of real estate asset	20,000	0	20,000
Consulting expense	0	0	5,542,970
Depreciation expense	0	0	24,504
Interest expense- gold bullion loan	28,527	28,420	1,628,286
Interest expense- beneficial conversion feature	0	0	710,865
Impairment expense	0	0	5,734,717
(Gain) loss on unhedged underlying derivative	(39,557)	(22,111)	713,866
Changes in other operating assets and liabilities :			
Accounts payable and accrued expenses	6,000	(42,602)	16,273
Net cash used by operations	($52,053)	($228,077)	($11,497,059)
Investing activities:			
Purchase of office equipment	$0	$0	($24,504)
Purchase real property	0	0	(20,000)
Net cash used by investing activities	0	0	(44,504)
Financing activities:			
Issuance of common stock	$0	$122,500	$7,214,491
Debentures converted to stock	0	0	900,000
Warrants exercised	0	0	2,271,486
Issuance of preferred stock	0	0	109,992
Issuance of gold bullion loan	0	0	635,663
Capital contributed by majority shareholder	0	0	356,743
Advances received (paid) shareholder	48,318	(29,543)	55,649
Net cash provided by financing activities	48,318	92,957	11,544,024
Net increase (decrease) in cash	($3,735)	($135,120)	$2,461
Cash balance at beginning of the fiscal year	6,196	138,796	0
Cash balance at end of period	$2,461	$3,676	$2,461
Supplemental disclosures of cash flow information:			
Interest paid during the year	$0	$0	
Income taxes paid during the year	$0	$0	

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Inception	0	$0	$0	$0	$0
Issuance of common stock	84,688	847	1,185,153		1,186,000
Net income fiscal 1990				520,000	520,000
Balance at September 30, 1990-unaudited	84,688	$847	$1,185,153	$520,000	$1,706,000
Net income fiscal 1991				1,108,000	1,108,000
Balance at September 30, 1991-unaudited	84,688	$847	$1,185,153	$1,628,000	$2,814,000
Issuance of common stock	472	5	32,411		32,416
Net income fiscal 1992				466,000	466,000
Balance at September 30, 1992-unaudited	85,160	$852	$1,217,564	$2,094,000	$3,312,416
Net loss fiscal 1993				(3,116,767)	(3,116,767)
Balance at September 30, 1993-unaudited	85,160	$852	$1,217,564	($1,022,767)	$195,649
Net loss fiscal 1994				(63,388)	(63,388)
Balance at September 30, 1994-unaudited	85,160	$852	$1,217,564	($1,086,155)	$132,261
Net income fiscal 1995				(132,261)	(132,261)
Balance at September 30, 1995-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0
Net loss fiscal 1996				0	0
Balance at September 30, 1996-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Stock issued for mining claim	150,000	1,500	598,500		600,000
Issuance of common stock	50,000	500	59,874		60,374
Stock issued for services	14,878	149	29,608		29,757
Net loss fiscal 1997				(90,131)	(90,131)
Balance at September 30, 1997-unaudited	300,038	$3,001	$1,905,546	($1,308,547)	$600,000
Capital contributed by shareholder			58,668		58,668
Net loss fiscal 1998				(58,668)	(58,668)
Balance at September 30, 1998-unaudited	300,038	$3,001	$1,964,214	($1,367,215)	$600,000
Capital contributed by shareholder			28,654		28,654
Net income fiscal 1999				(26,705)	(26,705)
Balance at September 30, 1999-unaudited	300,038	$3,001	$1,992,868	($1,393,920)	$601,949
Capital contributed by shareholder			22,750		22,750
Net loss fiscal 2000				(624,699)	(624,699)
Balance at September 30, 2000-unaudited	300,038	$3,001	$2,015,618	($2,018,619)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	103,535	1,035	611,943		612,978
Issued stock for compensation	50,000	500	19,571		20,071
Capital contributed by shareholder			21,719		21,719
Net loss fiscal 2001				(654,768)	(654,768)
Balance at September 30, 2001-unaudited	453,573	$4,536	$2,668,851	($2,673,387)	$0
Issued stock to purchase mining claim	24,200,000	242,000	2,207,466		2,449,466
Issued shares to employees	267,500	2,675	(2,675)		0
Capital contributed by shareholders			143,480		143,480
Net loss for the fiscal year				(2,591,671)	(2,591,671)
Balance at September 30, 2002-unaudited	24,921,073	$249,211	$5,017,122	($5,265,058)	$1,275
Issued stock for services	872,000	8,720	264,064		272,784
Issuance of convertible debt			3,767		3,767
Capital contributed by shareholders			81,472		81,472
Net loss for the fiscal year				(865,287)	(865,287)
Balance at September 30, 2003	25,793,073	$257,931	$5,366,425	($6,130,345)	($505,989)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	550,000	5,500	206,500		212,000
Issued stock to pay bills	1,069,945	10,699	460,077		470,776
Issuance of preferred B stock			70,595		70,595
Issued stock for services	2,118,444	21,184	652,714		673,898
Net loss for the fiscal year				(964,108)	(964,108)
Balance at September 30, 2004	29,531,462	$295,314	$6,756,311	($7,094,453)	($42,828)
Issuance of common stock	150,000	1,500	46,500		48,000
Issued stock for services	2,840,000	28,400	331,600		360,000
Issued stock to pay debt	400,000	4,000	50,000		54,000
Issuance of warrants			1,817		1,817
Net loss for the fiscal year				(628,337)	(628,337)
Balance at September 30, 2005	32,921,462	$329,214	$7,186,228	($7,722,790)	($207,348)
Issued stock for services	885,000	8,850	70,800		79,650
Issuance of common B			(5,000)		(5,000)
Net loss for the period				(837,551)	(837,551)
Balance at September 30, 2006	33,806,462	$338,064	$7,252,028	($8,560,341)	($970,249)
Issued stock for services	50,000	500	4,500		5,000
Issuance of convertible debt			648,098		648,098
Net loss for the fiscal year				(3,176,745)	(3,176,745)
Balance at September 30, 2007	33,856,462	338,564	7,904,626	(11,737,086)	(3,493,896)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	10,011,879	100,119	638,559		738,678
Issued stock for services	9,517,664	95,177	2,447,473		2,542,650
Conversion of debentures	7,200,000	72,000	828,000		900,000
Conversion of preferred stock	26,626	266	6,401		6,667
Issuance of convertible debt			56,000		56,000
Net loss for the fiscal period- as restated				(2,498,879)	(2,498,879)
Balance at September 30, 2008	60,612,631	606,126	11,881,059	(14,235,965)	(1,748,780)
Issuance of common stock	12,261,765	122,618	304,845		427,463
Issued stock for services	845,064	8,451	53,939		62,390
Issued stock to settle lawsuit	200,000	2,000	10,000		12,000
Conversion of Preferred A	400,000	4,000	(4,000)		0
Issuance of convertible debt			3,000		3,000
Net loss for the year				(1,293,237)	(1,293,237)
Balance at September 30, 2009	74,319,460	743,195	12,248,843	(15,529,202)	(2,537,164)
Issuance of common stock	43,457,363	434,574	570,643		1,005,217
Issued stock for services	8,778,566	87,786	214,884		302,670
Converted preferred A	9,400,000	94,000	(94,000)		0
Net loss for the year				(2,298,616)	(2,298,616)
Balance at September 30, 2010	135,955,389	1,359,555	12,940,370	(17,827,818)	(3,527,893)
Issuance of common stock	10,959,631	109,596	202,784		312,380
Issued stock for services	3,016,591	30,166	185,419		215,585
Warrants exercised	35,835,000	358,350	1,267,850		1,626,200
Issued stock to pay debenture	800,000	8,000	48,000		56,000
Converted preferred A stock	8,400,000	84,000	(84,000)		0
Subsidiary shares sold for cash			1,500,000		1,500,000
Warrants issued for services			60,000		60,000
Net loss for the year				(3,322,986)	(3,322,986)
Balance at September 30, 2011	194,966,611	1,949,667	16,120,423	(21,150,804)	(3,080,714)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	6,030,000	60,300	49,550		109,850
Issued stock for services	2,165,000	21,650	88,200		109,850
Issued stock to extend debt maturities	22,894,100	228,940	1,373,646		1,602,586
Warrants exercised	66,518,332	665,183	(21,714)		643,469
Shares issued pursuant to 2009 incentive plan	635,000	6,350	11,500		17,850
Financing fees			1,824,698		1,824,698
Shares issued to purchase non-controlling interest	30,800,000	308,000	1,777,251		2,085,251
Net loss for the year				(5,900,016)	(5,900,016)
Balance at September 30, 2012	324,009,043	3,240,090	21,223,554	(27,050,820)	(2,587,176)
Issuance of common stock	202,700,000	2,027,000	(1,236,365)		790,635
Issued stock for services	15,113,167	151,132	(11,631)		139,501
Issued stock to purchase subsidiary	12,000,000	120,000	480,000		600,000
Issued stock to extend debt maturities	2,550,000	25,500	102,000		127,500
Cancelled shares	(300,000)	(3,000)	3,000		0
Net loss for the year				(2,271,314)	(2,271,314)
Balance at September 30, 2013	556,072,210	5,560,722	20,560,558	(29,322,134)	(3,200,854)
Issuance of common stock	24,500,000	245,000	(122,500)		122,500
Issued stock for services	17,761,512	177,615	(88,807)		88,808
Issuance of preferred C stock			26,880		26,880
Converted preferred A stock	46,800,000	468,000	(462,150)		5,850
Net loss for the year				(54,167)	(54,167)
Balance at September 30, 2014	645,133,722	6,451,337	19,913,981	(29,376,301)	(3,010,983)
Net loss for the period				(67,023)	(67,023)
Balance at March 31, 2015	645,133,722	$6,451,337	$19,913,981	($29,443,324)	($3,078,006)

QUARTERLY REPORT FOR THE PERIOD ENDING JUNE 30, 2015

PURSUANT TO

RULE 15c2-11(A)(5) OF THE SECURITIES EXCHANGE COMMISSION

AND

THE OTC MARKETS GROUP GUIDELINES FOR PROVIDING ADEQUATE PUBLIC DISCLOSURE

USCORP

A Nevada Corporation

For the Quarter Ended June 30, 2015

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11(a)(5) promulgated under the Securities Act of 1934 as amended.

The Headings and Captions contained herein correspond to the sequential format as set forth in the Guidelines for Providing Adequate Current Public Information provided by The OTC Markets Group.

Initial Company Information and Disclosure Statement

Of

USCORP

For the Quarter Ended

June 30, 2015

THE INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF THE ISSUER BY ITS OFFICERS AND DIRECTORS IN ACCORDANCE WITH THE OTC MARKETS GUIDELINES FOR PROVIDING ADEQUATE CURRENT INFORMATION, AND IS INTENDED ONLY AS A SECURITIES DEALER INFORMATION FILE;

AND

NO DEALER, SALESMAN, OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE ISSUER. SUCH INFORMATION OR REPRESENTATIONS, IF MADE, MUST NOT BE RELIED UPON AS HAVING BEEN AUTHORIZED BY THE ISSUER;

AND

DELIVERY OF THIS DOCUMENT DOES NOT AT ANY TIME IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIMES SUBSEQUENT TO THE DATE FIRST WRITTEN ABOVE.

USCorp
(an Exploration Stage Company)
Consolidated Balance Sheets
As of June 30, 2015 and September 30, 2014

ASSETS	**30-Jun-15**	**30-Sep-14**
Current assets:		
Cash	$11,035	$6,196
Total current assets	$11,035	$6,196
Other assets:		
Real estate asset	0	161,000
Total assets	$11,035	$167,196
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable & accrued expenses	$16,273	$10,273
Loan payable to related party	87,122	7,331
Loan payable	0	141,000
Gold bullion loan payable	2,943,218	2,988,845
Total current liabilities	$3,046,613	$3,147,449
Shareholders' equity:		
Series A preferred stock, one share convertible to eight shares of common; par value $0.001, 80,000,000 shares authorized, 24,150,000 shares issued and outstanding at September 30, 2014 and 24,150,000 at June 30, 2015	24,150	24,150
Series B preferred stock, one share convertible to two shares of common; 10% cumulative stated dividend, stated value $0.50, 50,000,000 shares authorized, none outstanding at September 30, 2014 and June 30, 2015, stated value; $0.50	0	0
Series C preferred stock, one share convertible to five shares of common; par value $0.001, 20,000,000 shares authorized, no stated dividend 1,520,000 outstanding at September 30, 2014 and 5,020,000 at June 30, 2015, par value; $0.001	5,020	1,520
Common stock B- $.001 par value, authorized 250,000,000 shares, issued and outstanding, 5,060,500 shares at September 30, 2014 and 5,060,500 at June 30, 2015	5,060	5,060
Common stock A- $.01 par value, authorized 950,000,000 shares authorized, issued and outstanding, 645,133,632 shares at September 30, 2014 and 645,133,632 at June 30, 2015	6,451,337	6,451,337
Additional paid in capital	19,922,981	19,913,981
Accumulated deficit - exploration stage	(29,444,126)	(29,376,301)
Total shareholders' deficit	(3,069,808)	(3,010,983)
Total Liabilities & Shareholders' Deficit	$11,035	$167,196

See the notes to the financial statements.

USCorp
(an Exploration Stage Company)
Consolidated Statements of Operations
For the Quarters & Nine Months Ended June 30, 2015 and June 30, 2014
and from Inception, May 1989 through June 30, 2015

	9 months 30-Jun-15	9 months 30-Jun-14	3 months 30-Jun-15	3 months 30-Jun-14	Inception to Date
General and administrative expenses:					
Consulting	$35,706	$91,385	$15,244	$8,918	$10,030,721
Financing fee	0	0	0	0	1,824,698
Administration	72,506	99,638	16,205	20,493	4,902,451
Impairment expense	0	0	0	0	5,734,717
Mining development	4,450	0	3,950	0	1,399,161
Professional fees	790	23,863	0	0	1,573,281
Total general & administrative expenses	113,452	214,886	35,399	29,411	25,465,029
Net loss from operations	($113,452)	($214,886)	($35,399)	($29,411)	($25,465,029)
Other income (expenses):					
Interest income	0	0	0	0	8,870
Interest expense	(42,790)	(42,060)	(14,263)	(13,640)	(2,309,567)
Loss on convertible debt settlement	0	0	0	0	(986,514)
Gain (loss) on unhedged derivative	88,417	4,020	48,860	(18,091)	(665,006)
($67,825) ($252,926) ($802)	($61,142)	($29,417,246)			
Provision for income taxes	0	0	0	0	0
Net income (loss)	($67,825)	($252,926)	($802)	($61,142)	($29,417,246)
($0.00) ($0.00) ($0.00)	($0.00)				
Basic & fully diluted	645,133,632	620,783,945	645,133,632	630,147,513	

See the notes to the financial statements.

USCorp
(an Exploration Stage Company)
Consolidated Statements of Cash Flows
For the Nine Months Ended June 30, 2015 and June 30, 2014
and from Inception, May 1989 through June 30, 2015

	30-Jun-15	30-Jun-14	Inception to Date
Operating Activities:			
Net loss	($67,825)	($252,926)	($29,444,126)
Adjustments to reconcile net income items			
not requiring the use of cash:			
Shares issued for debt extension	0	0	1,730,086
Financing fees	0	0	1,824,698
Loss on disposal of real estate asset	20,000	0	20,000
Consulting expense	0	0	5,546,470
Depreciation expense	0	0	24,504
Interest expense- gold bullion loan	42,790	42,060	1,642,549
Interest expense- beneficial conversion feature	0	0	710,865
Impairment expense	0	0	5,734,717
(Gain) loss on unhedged underlying derivative	(88,417)	(4,020)	665,006
Changes in other operating assets and liabilities :			
Accounts payable and accrued expenses	6,000	(23,529)	16,273
Net cash used by operations	($87,452)	($238,415)	($11,528,958)
Investing activities:			
Purchase of office equipment	$0	$0	($24,504)
Purchase real property	0	0	(20,000)
Net cash used by investing activities	0	0	(44,504)
Financing activities:			
Issuance of common stock	$0	$122,500	$7,214,491
Debentures converted to stock	0	0	900,000
Warrants exercised	0	0	2,271,486
Issuance of preferred stock	12,500	0	118,992
Issuance of gold bullion loan	0	0	635,663
Capital contributed by majority shareholder	0	0	356,743
Advances received (paid) majority shareholder	79,791	(1,347)	87,122
Net cash provided by financing activities	92,291	121,153	11,584,497
Net increase (decrease) in cash	$4,839	($117,262)	$11,035
Cash balance at beginning of the fiscal year	6,196	138,796	0
Cash balance at end of period	$11,035	$21,534	$11,035
Supplemental disclosures of cash flow information:			
Interest paid during the year	$0	$0	
Income taxes paid during the year	$0	$0	

See the notes to the financial statements.

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Inception	0	$0	$0	$0	$0
Issuance of common stock	84,688	847	1,185,153		1,186,000
Net income fiscal 1990				520,000	520,000
Balance at September 30, 1990-unaudited	84,688	$847	$1,185,153	$520,000	$1,706,000
Net income fiscal 1991				1,108,000	1,108,000
Balance at September 30, 1991-unaudited	84,688	$847	$1,185,153	$1,628,000	$2,814,000
Issuance of common stock	472	5	32,411		32,416
Net income fiscal 1992				466,000	466,000
Balance at September 30, 1992-unaudited	85,160	$852	$1,217,564	$2,094,000	$3,312,416
Net loss fiscal 1993				(3,116,767)	(3,116,767)
Balance at September 30, 1993-unaudited	85,160	$852	$1,217,564	($1,022,767)	$195,649
Net loss fiscal 1994				(63,388)	(63,388)
Balance at September 30, 1994-unaudited	85,160	$852	$1,217,564	($1,086,155)	$132,261
Net income fiscal 1995				(132,261)	(132,261)
Balance at September 30, 1995-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0
Net loss fiscal 1996				0	0
Balance at September 30, 1996-unaudited	85,160	$852	$1,217,564	($1,218,416)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Stock issued for mining claim	150,000	1,500	598,500		600,000
Issuance of common stock	50,000	500	59,874		60,374
Stock issued for services	14,878	149	29,608		29,757
Net loss fiscal 1997				(90,131)	(90,131)
Balance at September 30, 1997-unaudited	300,038	$3,001	$1,905,546	($1,308,547)	$600,000
Capital contributed by shareholder			58,668		58,668
Net loss fiscal 1998				(58,668)	(58,668)
Balance at September 30, 1998-unaudited	300,038	$3,001	$1,964,214	($1,367,215)	$600,000
Capital contributed by shareholder			28,654		28,654
Net income fiscal 1999				(26,705)	(26,705)
Balance at September 30, 1999-unaudited	300,038	$3,001	$1,992,868	($1,393,920)	$601,949
Capital contributed by shareholder			22,750		22,750
Net loss fiscal 2000				(624,699)	(624,699)
Balance at September 30, 2000-unaudited	300,038	$3,001	$2,015,618	($2,018,619)	$0

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	103,535	1,035	611,943		612,978
Issued stock for compensation	50,000	500	19,571		20,071
Capital contributed by shareholder			21,719		21,719
Net loss fiscal 2001				(654,768)	(654,768)
Balance at September 30, 2001-unaudited	453,573	$4,536	$2,668,851	($2,673,387)	$0
Issued stock to purchase mining claim	24,200,000	242,000	2,207,466		2,449,466
Issued shares to employees	267,500	2,675	(2,675)		0
Capital contributed by shareholders			143,480		143,480
Net loss for the fiscal year				(2,591,671)	(2,591,671)
Balance at September 30, 2002-unaudited	24,921,073	$249,211	$5,017,122	($5,265,058)	$1,275
Issued stock for services	872,000	8,720	264,064		272,784
Issuance of convertible debt			3,767		3,767
Capital contributed by shareholders			81,472		81,472
Net loss for the fiscal year				(865,287)	(865,287)
Balance at September 30, 2003	25,793,073	$257,931	$5,366,425	($6,130,345)	($505,989)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	550,000	5,500	206,500		212,000
Issued stock to pay bills	1,069,945	10,699	460,077		470,776
Issuance of preferred B stock			70,595		70,595
Issued stock for services	2,118,444	21,184	652,714		673,898
Net loss for the fiscal year				(964,108)	(964,108)
Balance at September 30, 2004	29,531,462	$295,314	$6,756,311	($7,094,453)	($42,828)
Issuance of common stock	150,000	1,500	46,500		48,000
Issued stock for services	2,840,000	28,400	331,600		360,000
Issued stock to pay debt	400,000	4,000	50,000		54,000
Issuance of warrants			1,817		1,817
Net loss for the fiscal year				(628,337)	(628,337)
Balance at September 30, 2005	32,921,462	$329,214	$7,186,228	($7,722,790)	($207,348)
Issued stock for services	885,000	8,850	70,800		79,650
Issuance of common B			(5,000)		(5,000)
Net loss for the period				(837,551)	(837,551)
Balance at September 30, 2006	33,806,462	$338,064	$7,252,028	($8,560,341)	($970,249)
Issued stock for services	50,000	500	4,500		5,000
Issuance of convertible debt			648,098		648,098
Net loss for the fiscal year				(3,176,745)	(3,176,745)
Balance at September 30, 2007	33,856,462	338,564	7,904,626	(11,737,086)	(3,493,896)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	10,011,879	100,119	638,559		738,678
Issued stock for services	9,517,664	95,177	2,447,473		2,542,650
Conversion of debentures	7,200,000	72,000	828,000		900,000
Conversion of preferred stock	26,626	266	6,401		6,667
Issuance of convertible debt			56,000		56,000
Net loss for the fiscal period- as restated				(2,498,879)	(2,498,879)
Balance at September 30, 2008	60,612,631	606,126	11,881,059	(14,235,965)	(1,748,780)
Issuance of common stock	12,261,765	122,618	304,845		427,463
Issued stock for services	845,064	8,451	53,939		62,390
Issued stock to settle lawsuit	200,000	2,000	10,000		12,000
Conversion of Preferred A	400,000	4,000	(4,000)		0
Issuance of convertible debt			3,000		3,000
Net loss for the year				(1,293,237)	(1,293,237)
Balance at September 30, 2009	74,319,460	743,195	12,248,843	(15,529,202)	(2,537,164)
Issuance of common stock	43,457,363	434,574	570,643		1,005,217
Issued stock for services	8,778,566	87,786	214,884		302,670
Converted preferred A	9,400,000	94,000	(94,000)		0
Net loss for the year				(2,298,616)	(2,298,616)
Balance at September 30, 2010	135,955,389	1,359,555	12,940,370	(17,827,818)	(3,527,893)
Issuance of common stock	10,959,631	109,596	202,784		312,380
Issued stock for services	3,016,591	30,166	185,419		215,585
Warrants exercised	35,835,000	358,350	1,267,850		1,626,200
Issued stock to pay debenture	800,000	8,000	48,000		56,000
Converted preferred A stock	8,400,000	84,000	(84,000)		0
Subsidiary shares sold for cash			1,500,000		1,500,000
Warrants issued for services			60,000		60,000
Net loss for the year				(3,322,986)	(3,322,986)
Balance at September 30, 2011	194,966,611	1,949,667	16,120,423	(21,150,804)	(3,080,714)

USCorp
(an Exploration Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
From Inception in May 1989
(Continued)

	Common Shares	Common Par Value	Paid in Capital	Accumulated Deficit	Total
Issuance of common stock	6,030,000	60,300	49,550		109,850
Issued stock for services	2,165,000	21,650	88,200		109,850
Issued stock to extend debt maturities	22,894,100	228,940	1,373,646		1,602,586
Warrants exercised	66,518,332	665,183	(21,714)		643,469
Shares issued pursuant to 2009 incentive plan	635,000	6,350	11,500		17,850
Financing fees			1,824,698		1,824,698
Shares issued to purchase non-controlling interest	30,800,000	308,000	1,777,251		2,085,251
Net loss for the year				(5,900,016)	(5,900,016)
Balance at September 30, 2012	324,009,043	3,240,090	21,223,554	(27,050,820)	(2,587,176)
Issuance of common stock	202,700,000	2,027,000	(1,236,365)		790,635
Issued stock for services	15,113,167	151,132	(11,631)		139,501
Issued stock to purchase subsidiary	12,000,000	120,000	480,000		600,000
Issued stock to extend debt maturities	2,550,000	25,500	102,000		127,500
Cancelled shares	(300,000)	(3,000)	3,000		0
Net loss for the year				(2,271,314)	(2,271,314)
Balance at September 30, 2013	556,072,210	5,560,722	20,560,558	(29,322,134)	(3,200,854)
Issuance of common stock	24,500,000	245,000	(122,500)		122,500
Issued stock for services	17,761,512	177,615	(88,807)		88,808
Issuance of preferred C stock			26,880		26,880
Converted preferred A stock	46,800,000	468,000	(462,150)		5,850
Net loss for the year				(54,167)	(54,167)
Balance at September 30, 2014	645,133,722	6,451,337	19,913,981	(29,376,301)	(3,010,983)
Issuance of preferred C			9,000		9,000
Net loss for the period				(67,825)	(67,825)
Balance at June 30, 2015	645,133,722	$6,451,337	$19,922,981	($29,444,126)	($3,069,808)

See the notes to the financial statements.

USCorp
(an Exploration Stage Company)
Notes to the Consolidated Financial Statements
For the Nine Months Ended June 30, 2015 and June 30, 201410

Organization of the Company and Significant Accounting Principles

USCorp (the "Company") is a publicly held corporation formed in May 1989 in the state of Nevada. In April 2002 the Company acquired USMetals, Inc. ("USMetals"), a Nevada corporation, and its 141 unpatented mining claims known as the Twin Peaks Project in Yavapai County Arizona by issuing 24,200,000 shares of common stock. USMetals became a wholly owned (100%) subsidiary of the Company. The Twin Peaks Project now consists of 276 20 acre parcels of unpatented Lode and Placer Claims that USMetals has leased the right to mine from the Bureau of Land Management, "BLM". In addition, The Company, through its subsidiary Imperial Metals, Inc. ("Imperial", formerly Southwest Resource Development, Inc.), owns the mineral rights (leased from the Bureau of Land Management, "BLM") to mine 98 20 acre parcels of unpatented Lode and Placer Claims in the Mesquite Mining District of Imperial County, California, which the Company collectively refers to as the Picacho Salton Project.

On March 22, 2011 the Company entered into an Asset Funding/Operation and Shareholders Agreement with Arizona Gold Corp., a private British Columbia Corporation ("AGCBC") and its wholly owned subsidiary, AGC Corp, a private Arizona company ("AGCAZ"), providing for the sale of 172 Arizona mining claims known as the Twin Peaks Project to AGCAZ in exchange for 90,200,000 shares or 67.8% of AGCBC's common stock. In connection with the Agreement, Arizona Gold Founders, LLC a private California limited liability company ("AGF") transferred $100,000 and 104 mining claims ("Serendipity Claims") to AGCBC in exchange for a total of 28,800,000 shares of common stock of AGCBC. This brought the total claims held by AGCBC and its wholly owned subsidiary, AGCAZ, to 276 claims

AGCBC subsequently issued an additional 14,000,000 shares and received proceeds of $1,400,000 during the quarter ending June 30, 2011 which reduced USMetals ownership to 61.34% of the outstanding and issued shares of AGCBC.

In September 2012, we completed the unwinding of the Agreement with AGCBC. The key elements of the unwinding were: AGC Corp, ("AGCAZ") a private Arizona corporation in whose name the leased BLM mineral rights to mine Serendipity Claims and Twin Peaks Project claims are held, became a wholly owned (100%) subsidiary of USMetals, Inc., which is a wholly owned (100%) subsidiary of USCorp; All of the Claims are 100% under USMetals' control and therefore under USCorp's control; All remaining assets of AGC Corp (AGCAZ) have been transferred to USMetals, in exchange for 12,000,000 shares of USCorp; All AGCBC shareholders are now shareholders of USCorp; and Arizona Gold Corp (AGCBC), AGC Corp's (AGCAZ's) parent, will be dissolved in the future

The Company has no revenues to date and has defined itself as an "exploration stage" company.

Exploration Stage Company- the Company has no operations or revenues since its inception and therefore qualifies for treatment as an Exploration Stage company as per the accounting guidance. Financial transactions are accounted for as per generally accepted accounted principles. Costs incurred during the development stage are accumulated in "accumulated deficit- exploration stage" and are reported in the Stockholders' Deficit section of the balance sheet.

Consolidation- the accompanying consolidated financial statements include the accounts of the Company and its subsidiaries. All significant inter-company balances have been eliminated.

Use of Estimates- The preparation of the consolidated financial statements in conformity with generally accepted accounting principles requires management to make reasonable estimates and assumptions that affect the reported amounts of the assets and liabilities and disclosure of contingent assets and liabilities and the reported amounts of revenues and expenses at the date of the financial statements and for the period they include. Actual results may differ from these estimates.

Cash- For the purpose of calculating changes in cash flows, cash includes all cash balances and highly liquid short-term investments with an original maturity of three months or less. All subsidiaries are 100% owned by the Company.

Long Lived Assets- The Company reviews for the impairment of long-lived assets whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. An impairment loss would be

recognized when estimated future cash flows expected to result from the use of the asset and its eventual disposition is less than its carrying amount.

Property and Equipment- Property and equipment are stated at cost. Depreciation expense on equipment is computed using the straight-line method over the estimated useful life of the asset, which is estimated at three years.

Income taxes- The Company accounts for income taxes in accordance with generally accepted accounting principles which requires an asset and liability approach to financial accounting and reporting for income taxes. Deferred income tax assets and liabilities are computed annually for differences between the consolidated financial statement and income tax bases of assets and liabilities that will result in taxable income or deductible expenses in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets and liabilities to the amount expected to be realized. Income tax expense is the tax payable or refundable for the period adjusted for the change during the period in deferred tax assets and liabilities.

The Company follows the accounting requirements associated with uncertainty in income taxes using the provisions of Financial Accounting Standards Board (FASB) ASC 740, *Income Taxes*. Using that guidance, tax positions initially need to be recognized in the financial statements when it is more likely than not the positions will be sustained upon examination by the tax authorities. It also provides guidance for derecognition, classification, interest and penalties, accounting in interim periods, disclosure and transition. As of September 30, 2011, the Company has no uncertain tax positions that qualify for either recognition or disclosure in the financial statements. All tax returns from tax years 2007 to 2010 are subject to IRS audit.

Mineral Properties Expenditures- Costs incurred to acquire mineral interest in properties, to drill and equip exploratory sites within the claims groups, to conduct exploration and assay work are expensed as incurred.

Revenue Recognition- Mineral sales will result from undivided interests held by the Company in mineral properties. Sales of minerals will be recognized when delivered to be picked up by the purchaser. Mineral sales from marketing activities will result from sales by the Company of minerals produced by the Company (or affiliated entities) and will be recognized when delivered to purchasers. Mining revenues generated from the Company's day rate contracts, included in mine services revenue, will be recognized as services are performed or delivered.

Going Concern

The accompanying consolidated financial statements have been presented in accordance with generally accepted accounting principles, which assume the continuity of the Company as a going concern. However, the Company has incurred significant losses since its inception and has no revenues and continues to rely on the issuance of shares and warrants to raise capital to fund its business operations.

Management's plans with regard to this matter are as follows:

* Obtain the necessary approvals and permits to complete exploration and begin testing procedures on our properties as warranted. An application for drilling on Picacho Salton Project has been submitted by us to the Bureau of Land Management ("BLM") and has been accepted by them. We currently have in place an approved plan to complete phase 4 of our drilling program at Twin Peaks.

* Receive and analyze the Phase 4 Twin Peaks assays and drill reports and Picacho Salton Phase 1 and 2 assays and drill reports after completion of the two drilling programs;

* Review the results of the drilling programs on each of the sites when completed. After consideration of the nature of the ore bodies of the properties, Management will make decisions regarding further exploration of the properties, including beginning commercial scale operations when exploration is completed on the Twin Peaks Project and the Picacho Salton Project.

* Continue exploration in order to meet ongoing and anticipated demand for gold and silver.

* Continue to augment our mining exploration team and strategic business relationships with quality and results-oriented people as needed: professionals and consulting firms to advise management to handle mining operations, acquisitions and exploration of existing and future mineral resource properties.

* Continue to recruit strategic business alliances with consultants, engineers, contractors as well as joint venture partners when appropriate, and set up an information and communication network that allows the alliance to function effectively to explore the properties.

* Draw up and Submit to the BLM the final Mining Plan of Operations ("MPO") for the Twin Peaks; Submit the MPO to the BLM;

* Draw up and Submit the Final MPO on the Picacho Salton Project to the BLM.

* Begin commercial scale operations on one or more of the properties as soon as the required permits and approvals have been granted, or be acquired by a major gold mining company.

* Continue to acquire additional properties and/or form strategic business relationships with corporations or business entities preferably with revenues that have properties, products or services as joint ventures or subsidiaries in order to advance the company's growth plans.

3. Fair values of Financial Instruments

Cash, accounts payable and accrued expenses, and the gold bullion loan payable in the balance sheet are estimated to approximate fair market value at June 30, 2015 and September 30, 2014.

4. Gold Bullion Promissory Note

In September 2005, the Company issued a promissory note to a shareholder and received proceeds of $648,282. The note requires the Company to pay the shareholder 2,507 ounces of Gold Bullion (.999 pure). Originally, the promissory note came due in September 2007. Subsequently, the holder of the note extending the maturity date on an informal ongoing basis. The loan is currently in default. The Company continues to accrue interest and to calculate the loan at fair value.

The loss on the underlying gold derivative on the promissory note has been calculated as follows.

Carrying value of loan	$2,278,212
Fair value of loan	(2,943,218)
Life to date loss on unhedged underlying derivative	($665,006)

5. Income Tax Provision

Provision for income taxes is comprised of the following:

	30-Jun-15	30-Jun-14
Net loss before provision for income taxes	($67,825)	($252,926)
Current tax expense:		
Federal	$0	$0
State	0	0
Total	$0	$0
Less deferred tax benefit:		
Tax loss carryforwards	3,255,576	3,225,733
Allowance for recoverability	(3,255,576)	(3,225,733)
Provision for income taxes	$0	$0

A reconciliation of provision for income taxes at the statutory rate to provision for income taxes at the Company's effective tax rate is as follows:

Statutory U.S. federal rate	34%	34%
Statutory state and local income tax	10%	10%
Less allowance for tax recoverability	-44%	-44%
Effective rate	0%	0%

Deferred income taxes are comprised of the following:

Tax loss carryforwards	$3,255,576	$3,225,733
Allowance for recoverability	(3,255,576)	(3,225,733)
Deferred tax benefit	$0	$0

Note: The deferred tax benefits arising from the timing differences begin to expire in tax years 2011 to 2030 and may not be recoverable upon the purchase of the Company under current IRS statutes.

6. Stock Incentive Plan

The Company provides for a Stock Incentive Plan for its officers, directors, and employees. The plan provides for incentive stock options and non-qualified stock options. The Board of Directors will determine whether an option is an incentive stock option or a non-qualified stock option when it grants the option and the option will be evidenced by an agreement describing the material terms of the option. The Board of Directors will determine the exercise price of an employee's option at the date of the grant. The exercise price of an incentive stock option may not be less than the fair market value of the common stock on the date of the grant, or less than 110% of the fair market value if the participant owns more than 10% of the outstanding common stock. The Board of Directors will also determine the term of an option at the date of the grant. The term of an incentive stock option or non-qualified stock option may not exceed ten years from the date of grant, but any incentive stock option granted to a participant who owns more than 10% of the outstanding common stock will not be exercisable after the expiration of five years after the date the option is granted. Subject to any further limitations in the applicable agreement, if a participant's employment terminates, an incentive stock option will terminate and expire no later than three months after the date of termination of employment.

Incentive stock options are also subject to the further restriction that the aggregate fair market value, determined as of the date of the grant, of the market value of the common Stock as to which any incentive stock option first becomes exercisable in any calendar year is limited to $100,000 per recipient. If incentive stock options covering more than $100,000 worth of the common stock first become exercisable in any one calendar year, the excess will be non-qualified options. For purposes of determining which options, if any, have been granted in excess of the $100,000 limit, options will be considered to become exercisable in the order granted. The plan also provides for the payment of professionals with Class A Common Shares of the Company's stock.

7. Class B Common Shares

The Class B Common shares are non-voting shares. There are 250,000,000 shares authorized and 5,060,500 issued and outstanding. The par value of these shares is $0.001. These shares do not trade in the United States on any market and the Company has no plans to register these shares for trading in the U.S.

8. Net Loss per Share

The Company applies ASC 260, "*Earnings per Share"* to calculate loss per share. In accordance with ASC 260, basic net loss per share has been computed based on the weighted average of common shares outstanding during the years. Net loss per share is computed as follows:

	30-Jun-15	30-Jun-14
Net loss before cumulative preferred dividend	($67,825)	($252,926)
Weighted average	645,133,632	620,783,945
Basic & fully diluted net loss per common share	($0.00)	($0.00)

9. Concentrations of Credit

The Company heavily relies upon the efforts of the Company's chief executive officer and majority shareholder for the success of the Company. A withdrawal of the chief executive's officer efforts would have a material adverse effect on the Company's financial condition.

10. Subsequent Events

The Company has made a review of material subsequent events from June 30, 2015 through the date of this filing and found no material subsequent events reportable during this period.

-- This is the End of the Financial Statements and Notes --

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

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

BACKGROUND

USCorp (hereafter, the "Company", "we" and "our" refer to USCorp) was formed in May 1989 in the state of Nevada as The Movie Greats Network, Inc. In August 1992, the Company changed its name to The Program Entertainment Group, Inc. In August 1997, the Company changed its name to Santa Maria Resources, Inc. In September 2000, the Company changed its name to Fantasticon, Inc. and in January 2002 the Company changed its name to USCorp.

In April 2002, the Company acquired USMetals, Inc. ("USMetals"), a Nevada corporation, and holder of 141 unpatented lode mining claims by issuing 24,200,000 shares of Company Class A Common Stock in exchange for all of the then issued and outstanding shares of USMetals. USMetals became a wholly owned subsidiary of the Company. On March 22, 2011 USCorp through its wholly owned subsidiary USMetals entered into an Asset Funding/Operation and Shareholders Agreement with Arizona Gold Corp., a private British Columbia Corporation ("AGCBC") and its wholly owned subsidiary, AGC Corp, a private Arizona company ("AGCAZ"), providing for the sale of USMetals' 172 Arizona mining claims known as the Twin Peaks Project (the "Twin Peaks Project") to AGCAZ in exchange for 90,200,000 shares or 61.34% of AGCBC's common stock (the "Transaction"). The Twin Peaks Project now consists of 268 Lode and 8 Placer Claims. The Agreement was subsequently unwound and USMetals become the 100% owner of AGC through the issuance of the shares of USCorp shares of Common A stock. As part of this transaction the "serendipity claims" became fully owned by USMetals.

As reported on Form 8-K on October 1, 2012 the above referenced Agreement with Arizona Gold Corp., a private British Columbia Corporation ("AGCBC") and its wholly owned subsidiary, AGC Corp, a private Arizona company ("AGCAZ") was unwound and as a result AGC Corp, a private Arizona corporation in whose name the Twin Peaks Project claims are held, became a wholly owned (100%) subsidiary of USMetals, Inc., which is a wholly owned (100%) subsidiary of USCorp; All of the Twin Peaks Project Claims are 100% under USMetals' control and therefore under USCorp's control; All remaining assets of AGCBC have been transferred to USMetals, in exchange for shares of USCorp; All AGCBC shareholders are now shareholders of USCorp; and Arizona Gold Corp ("AGCBC"), AGC Corp's ("AGCAZ") former parent, will be dissolved in the future. As of the date of this report USMetals has the right to mine on 276 parcels consisting of 20 acres each that we refer to as the Twin Peaks Project and Serendipity Claims.

Southwest Resource Development, Inc. ("Southwest") was formed and organized under the laws of the State of Nevada on April 3, 2004 as a wholly owned subsidiary of USCorp. On July 5, 2013 Southwest's name was changed to Imperial Metals, Inc. ("Imperial"). On or about May 29, 2004, Imperial acquired 8 lode and 21 placer mining claims (the "Mining Claims") in Imperial County, California. Since being formed by USCorp Imperial as of the date of this report has the right to mine on 98 parcels consisting of 20 acres each that we refer to as the Picacho Salton Project.

USCorp has performed significant exploration work, including the completion of feasibility studies, environmental, ecological and biological reports and performed drilling.

OVERVIEW

USCorp is an "exploration stage" company. The Company's mining interests, consisting of mineral rights leased from the Bureau of Land Management ("BLM"), are held in the names of its wholly owned subsidiaries, USMetals, Inc. ("USMetals") and Imperial Metals, Inc. ("Imperial"). USMetals' operations center on completing exploration and beginning development of the mining property known as the Twin Peaks Project and Serendipity claims in Arizona and the mining properties which the Company refers to as the Picacho Salton Project in California. The Company has realized no revenues from operations to date.

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

May 1989 in the state of Nevada

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

1040 (Gold and Silver Mining)

D. the issuer's fiscal year end date;

September 30

E. principal products or services, and their markets;

USCorp is an "exploration stage" company. The Company's mining interests, consisting of mineral rights leased from the Bureau of Land Management ("BLM"), are held in the names of its wholly owned subsidiaries, USMetals, Inc. ("USMetals") and Imperial Metals, Inc. ("Imperial"). USMetals' operations center on completing exploration and beginning development of the mining property known as the Twin Peaks Project and Serendipity Claims in Arizona, and Imperial's operations center on completing the exploration and beginning development of the mining property knows as the Picacho Salton Project in California. The Company has realized no revenues from operations to date.

7) Describe the Issuer's Facilities

The Company's principal executive offices consist of leased office space at 4535 W. Sahara Ave., Suite 200, Las Vegas, NV 89102 and its telephone number is (702) 933-4034. The Company is provided office equipment and space by the chief executive officer. The replacement value of office equipment is approximately $24,000 and the space currently consists of approximately 1,500 square feet. . At this time the CEO does not charge USCorp for the use of this space. The approximate cost of leasing 1,500 square feet of office space is between $22,500 and $25,000 per year.

8) Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons.

Name	Position Held
Robert Dultz	Chief Executive Officer, President, a Director and Chairman of the Board of Directors
Spencer Eubank	Secretary, Treasurer, acting CFO, and a Director
Carl W. O'Baugh	Director
B. Keith Simerson	Director
Michelle Seibel	Director
Michael D. Love	Vice President of Business Development and Investor Relations
James Jensen	Beneficial Owner of more than 5%

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.

Name and Address of Beneficial Owner	Class A Common Voting Ownership	Series A Preferred Voting* Ownership	Total Votes	Percent Control
Robert Dultz c/o USCorp, 4535 W. Sahara Ave, Suite 200, Las Vegas, NV 89102	90,528,000	21,343,750	261,278,000	40.50%
Spencer Eubank c/o USCorp, 4535 W. Sahara Ave, Suite 200, Las Vegas, NV 89102	1,619,980	4,150,000	34,819,980	5.40%
Carl O'Baugh c/o USCorp, 4535 W. Sahara Ave, Suite 200, Las Vegas, NV 89102	600,000	600,000	5,400,000	0.84%
B. Keith Simerson c/o USCorp, 4535 W. Sahara Ave, Suite 200, Las Vegas, NV 89102	50000	656,250	5,300,000	0.82%
Michelle Seibel 4535 W. Sahara Ave, Suite 200, Las Vegas, NV 89102	6,702,716	950,000	14,302,716	2.22%
Michael D. Love 4535 W. Sahara Ave, Suite 200, Las Vegas, NV 89102	550,000	2,300,000	18,950,000	2.94%
James C. Jensen PO Box 11598				

San Luis, AZ 85349	144,047,745	0	163,438,723	25.33%
Officers, Directors and Affiliates as a group (6 individuals)	244,098,441	30,000,000	503,489,419	78.04%

* Preferred A shares are convertible to 8 Common shares and are votable before conversion.

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: Jeffrey M. Proper, Esq.
Firm: JEFFREY M. PROPER, P.L.L.C
Address 1: 10645 N. Tatum Blvd., Suite 200-652
Address 2: Phoenix, AZ 85028
Phone: 602-235-9555
Email: jeff@jproper.com

Accountant or Auditor
Name: Brian Donahue
Firm: Donahue Associates
Address 1: 27 Beach Road C-05A
Address 2: Monmouth Beach, NJ 07750
Phone: 732-229-7723
Email: bdon509@aol.com

Investor Relations Consultant
Name: N/A

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: N/A

10) Issuer Certification

I, Robert Dultz and I, Spencer Eubank each certify that:

1. I have reviewed this 2013 Annual Report, 2014 Annual Report, December 31, 2014, March 31, 2015 and June 30,2015 Interim Reports of USCorp;

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.

September 22, 2015 [Date]

/s/Robert Dultz [CEO's Signature]
President and CEO [Title]

/s/Spencer Eubank [acting CFO's Signature]
Secretary-Treasurer and Acting CFO [Title]