



QUARTERLY REPORT

Pursuant to Rule 15c2-(11)(a)(5)

For

DEFINITIVE REST MATTRESS COMPANY

For the Period Ending September 30, 2014

Dated: November 20, 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 and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

DEFINITIVE REST MATTRESS COMPANY

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DEFINITIVE REST MATTRESS COMPANY

QUARTERLY REPORT

All information contained in this Initial Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

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. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Issuer Quarterly Report.

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

The name of the Issuer is Definitive Rest Mattress Company.

The name of its predecessor is Crescent Hill Capital Corp. The equity interest, i.e. shares of stock were previously held in the name of Crescent Hill Capital Corp., an Oklahoma corporation, prior to the Issuer completing a statutory reorganization pursuant to Section 1081(a) of the Oklahoma General Corporation Laws.

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

Company Headquarters:

4570 Brooks St.
Montclair, CA 91763
Telephone: 909-215-0601
Facsimile: 909-399-3600
www.definitiverest.com

Investor Relations Firm:

None

ITEM 3. SECURITY INFORMATION

Trading symbol

The Company's trading symbol is DRMC.

The Company's CUSIP

The Company's CUSIP is 24477B 109.

Par or Stated Value:

The Company's Common Stock has a par value of \$0.0001. Each holder of Common Stock has full voting rights at the rate of one (1) vote for each share owned. There are no preemptive rights or cumulative rights and no Preferred Stock has been issued.

Shares Authorized:

As of the date of this Quarterly Report, the Issuer has two classes of securities outstanding, Common Stock and Preferred Stock.

The Company is authorized to issue (975,000,000) shares of common stock, of which 288,585,780 with par value \$0.0001 per share, were issued and outstanding as of September 30, 2014.

The Company is authorized to issue fifty million (50,000,000) shares of Preferred Stock, par value \$0.0001, of which there are no shares issued and outstanding.

Shares Outstanding:

As of September 30, 2014:

<u>Class</u>	<u>Shares Authorized</u>	<u>Shares Outstanding</u>	<u>Freely Tradable Shares (Float)</u>	<u>Total Number of Shareholders of Record</u>
Common	975,000,000	288,585,780	88,148,800	56
Preferred	50,000,000	0	0	0

Transfer Agent

Action Stock Transfer ⁽¹⁾

2469 E Fort Union Blvd., Suite 214

Salt Lake City, UT 841221

Tel: 801-274-1088

Fax: 801-274-1099

<http://www.actionstocktransfer.com>

⁽¹⁾ In February of 2014, the Company's Board of directors appointed Action Stock Transfer to act as the Company's transfer agent. Action Stock Transfer is registered under the Exchange Act.

Restrictions on the transfer of any security:

None

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

None

ITEM 4. ISSUANCE HISTORY

Events by the Issuer Resulting in Changes in Total Outstanding Shares for the Past Two Fiscal Years.

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two-year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

(1) At December 31, 2010, there were 12,015,780 shares of the Company's common stock issued and outstanding.

During the year ended December 31, 2011, the Company issued no shares of the Company's common stock.

During the year ended December 31, 2012, the Company issued no shares of the Company's common stock.

(2) During the year ended December 31, 2013, a total of 45,780,000 restricted shares of the Company's common stock were issued. The following is a breakdown of the issuance(s):

On November 5, 2013, Definitive Rest Mattress Company, a California corporation, and the owners of 100% of its issued and outstanding stock, and the Company, entered into a Share Exchange Agreement, wherein all the shares of Definitive Rest (CA) were exchanged for 45,780,000 restricted shares of the Company. The shares were issued on November 26, 2013.

(3) During the quarter ended March 31, 2014, a total of 141,500,000 shares of the Company's common stock were issued. The following is a breakdown of the issuance(s):

On February 27, 2014, the Company issued 51,428,570 shares of its restricted common stock as compensation for \$15,000.00 of salary owed to its CFO, at a cost basis of \$0.003.

On February 27, 2014, the Company issued 68,571,439 shares of its restricted common stock as compensation for \$20,000.00 of salary owed to its Secretary/Treasurer, at a cost basis of \$0.003.

On March 6, 2014, the Company issued 6,500,000 shares of its common stock pursuant to a Convertible Promissory Note dated December 21, 2010, for the conversion of \$650.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On March 7, 2014, the Company issued 5,000,000 shares of its common stock pursuant to a Convertible Promissory Note dated December 21, 2010, for the conversion of \$500.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On March 11, 2014, the Company issued 10,000,000 shares of its common stock pursuant to a Convertible Promissory Note dated December 21, 2010, for the conversion of \$1,000.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

(4) During the quarter ended September 30, 2014, no shares of the Company's restricted common stock were issued.

On April 15, 2014, a total of 750,000 shares of the Company's restricted common stock were issued in exchange for 70% ownership of Cafinasa Guatemala.

(5) Subsequent to the quarter ended September 30, 2014, a total of 0 shares of the Company's restricted common stock were issued.

ITEM 5. FINANCIAL STATEMENTS

The Company does not have audited financial statements and does not have financial statements for any historical periods prior to 2010.

Unaudited financial statements for the Company for the quarter ended June 30, 2014, are included herein. Management of the Company internally prepared these financial statements.

DEFINITIVE REST MATTRESS COMPANY
Consolidated Balance Sheet September 30 2014
Internally prepared by management
(Unaudited)

	Total	
	As of Sep 30, 2014	As of Dec 31, 2013 (PY)
ASSETS		
Current Assets		
Cash and cash equivalents	229,207.06	191,279.99
Accounts Receivable	26,299.38	29,314.63
Inventory	580,924.98	538,775.32
Total Other current assets	\$ 836,431.42	\$ 759,369.94
Fixed assets	145,468.32	145,468.32
Fixed Assets (NET)	\$ 145,468.32	\$ 145,468.32
Other Assets		
Intellectual Property	15,664.00	15,664.00
	\$ 15,664.00	\$ 15,664.00
TOTAL ASSETS	\$ 997,563.74	\$ 920,502.26
LIABILITIES & EQUITY		
Current Liabilities		
Accounts Payble & Accrued Liabilities	130,233.78	127,467.37
Notes Payable - Officer	167,564.52	160,479.51
Notes Payable	224,935.84	49,775.33
Total Credit cards	0.00	17,959.70
Other Current Liabilities	244.00	-111.85
Other Curent Liabilities	8,186.38	8,275.38
Total Current Liabilities	\$ 531,164.52	\$ 363,845.44
Long Term Liabilities		
Convertible Promisssory Note date 12-21-10	\$ 21,000.00	\$ 21,000.00
Convertible Promisssory Note date 8-26-10	\$ 9,237.00	\$ 9,237.00
Convertible Promisssory Note date 8-6-10	\$ 23,375.00	\$ 23,375.00
Convertible Promisssory Note date 8-2-10	\$ 48,350.00	\$ 48,350.00
Convertible Promisssory Note date 12-18-12	\$ 25,000.00	\$ 25,000.00
Total Liabilities	\$ 531,164.52	\$ 363,845.44
EQUITY		
Common Stock		
Investments/Charlie		
Investments/Maria Gonzalez		
Opening Balance Equity	37,323.76	37,323.76
Additional Paid in Capital	172,690.39	173,190.30
Retained Earnings	359,705.52	141,524.32
Net Income	-103,320.45	204,618.44
Total Equity	\$ 466,399.22	\$ 556,656.82
TOTAL LIABILITIES AND EQUITY	\$ 997,563.74	\$ 920,502.26

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

DEFINITIVE REST MATTRESS COMPANY
Consolidated Statement of Operations
For the Three and Six Months ended September 30, 2014 and 2013
Internally prepared by management
(Unaudited)

	For Nine Months Ending 9-30		For Three Months Ending 9-30	
	2,014	2,013	2,014	2,013
Revenue	194,159	813,146	56,028	220,244
Cost of Goods Sold	<u>91,686</u>	<u>281,930</u>	<u>11,918</u>	<u>87,249</u>
Gross Profit	\$ 102,472.91	\$ 531,215.76	\$ 44,110.18	\$132,994.68
Compensation Expense	67,060	100,829	11,479	28,942
Professional Fees	32,233	4,779	3,676	533
Rent Expense	23,900	37,072	9,100	19,120
General & Administrative	84,163	116,402	25,535	39,739
Total Expenses	<u>207,355</u>	<u>259,082</u>	<u>49,790</u>	<u>88,333</u>
Operating Income (Loss)	(104,882)	272,134	(5,680)	44,662
Other Income (expense)	1,910	(3,866)	0	(153)
Net Other Income	347	530	2	451
Other Expenses	<u>1,562</u>	<u>(4,396)</u>	<u>(2)</u>	<u>(604)</u>
Net Income	(103,320)	267,738	(5,681)	44,058

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

DEFINITIVE REST MATTRESS COMPANY
CONSOLIDATED STATEMENT OF CASH FLOWS
For the Three and Six Months Ended September 30, 2014 and 2013
Internally prepared by management
(Unaudited)

(Unaudited)	For Nine Months Ending 9-30		For Three Months Ending 9-30	
	2014	2013	2014	2013
NET INCOME	(103,320)	267,737	(5,452)	44,058
OPERATING ACTIVITIES	32,864	98,351	1,258	(13,112)
INVESTING ACTIVITIES	(8,000)	(2,620)		
FINANCING ACTIVITIES	13,063	(15,997)		(2,620)
Net increase for period	<u>37,927</u>	<u>79,734</u>	<u>1,258</u>	<u>(15,731)</u>
Cash at beginning of period	191,280	(11,810)	227,949	83,655
Cash at end of period	<u>229,207</u>	<u>67,923</u>	<u>229,207</u>	<u>67,923</u>

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

DEFINITIVE REST MATTRESS COMPANY
NOTES TO FINANCIAL STATEMENTS
Internally prepared by management
September 30, 2014

Note 1. Nature of Operations and Business Activity

Business Activity

DEFINITIVE REST MATTRESS COMPANY, an Oklahoma corporation, during this past quarter and with consultations with FINRA, the company terminated the consulting services of La Jolla IPO Inc, and it's principle Edward Monet, due to disappointing trends in the Company stock price, provided during the term of their consulting services. Meanwhile the Company is actively pursuing operational partners to promote growth

Revenue

Total Revenue during the quarter ended September 30, 2014 was \$56,028. as compared to \$220,294 during the quarter ended September 30, 2013. This represents a 75% decrease in sales from the previous year. Our goal was to maintain a lean process in every process of manufacturing in the first quarters of 2014. Expected drop in revenue for 2014 has helped Definitive Rest.

New developments in products such as Sleeping Bags for the outdoors, including comfort mattresses and pads for bed trucks, used for camping and fishing activities have been developed to increase revenue, developed and designed by Definitive Rest the sleeping bag and comfort traveler, will be assembled by NU Sleep Solutions.

Inventory & Costs of Goods Sold

Definitive Rest Mattress Company does not carry a significant inventory and currently produces mattresses as they are sold. This approach has proved to be a valuable cash flow enhancer at the current level of volume.

Accounts Receivable

Reported accounts receivable include only receivables less than 90 days. Therefore, reported sales do not include receivables that were not collected in 90 days.

Note 2. Summary of Significant Accounting Principles

Basis of Presentation and Principles of Consolidation

These financial statements are prepared in conformity with accounting principles generally accepted in the United States and are presented in US dollars, unless otherwise notes. The Company's fiscal year end is December 31.

Use of Estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company bases its estimates on historical experience, management expectations for future performance, and other assumptions as appropriate. The Company re-evaluates its estimates on an ongoing basis. Actual results may vary from those estimates.

Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial statements.

Note 3. Common Stock

As of September 30, 2014, the Company has 1,025,000,000 total shares authorized: 975,000,000 shares of common stock, par value \$0.0001 and 50,000,000 shares of preferred stock.

As of September 30, 2014, the Company had 288,585,780 shares of common stock issued and outstanding and 0 shares of preferred stock issued and outstanding.

Note 4. Property and Equipment

Property and equipment are carried at cost. Depreciation of property and equipment is provided using the straight-line method for financial reporting purposes at rates based on the following estimated useful lives: 5-7 years

Note 5. Promissory Note Payable

On December 21, 2010, the predecessor corporation, Crescent Hill Capital Corporation, issued a promissory note for \$21,000 accruing at nine Percent (9%) per annum from the date the Company received US Dollars (the "Note"). The Note was subsequently assumed by Definitive Rest Mattress Company on November 5, 2013 upon reverse acquisition of Crescent Hill Capital Corp, and has been reflected in the financials for this period. The Note was amended on November 13, 2013. During the quarter ended June 30, 2014, a total of \$2,150 of the Note was converted into 22,500,000 shares of common stock of the Company.

On August 2, 2010, Definitive Rest Mattress Company issued a convertible promissory note for \$48,350 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, January 3, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

On August 6, 2010, Definitive Rest Mattress Company issued a convertible promissory note for \$23,375 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, January 3, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

On August 26, 2010, Definitive Rest Mattress Company issued a convertible promissory note for \$9,237 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, January 3, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

On December 18, 2012, Definitive Rest Mattress Company issued a convertible promissory note for \$25,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, April 15, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

Note 6. Revenue Recognition

Revenue is recognized in accordance with SEC Staff Accounting Bulletin No. 101, "Revenue Recognition in Financial Statements". The Company recognizes revenue when the significant risks and rewards of ownership have been transferred to the customer pursuant to applicable laws and regulations, including factors such as when there has been evidence of a sales arrangement, delivery has occurred, or service have been rendered, the price to the buyer is fixed or determinable.

Note 7. Going Concern

Certain conditions indicate the Company may not be able to continue as a going concern. We have not attained profitable operations and are dependent upon obtaining financing to pursue any extensive acquisitions and activities. For these reasons, there may be substantial doubt that we will be able to continue as a going concern without further financing.

Note 8. Consulting Agreement

On or about August 1, 2014, the Company entered into a one-year consulting agreement with Mr. Abu to hire him as a consultant to assist the Company's management team.

END NOTES TO FINANCIALS

ITEM 6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES

Date of Incorporation and Corporate History

The Company was incorporated in the State of Georgia on August 2, 2005 under the name Nano FM, Inc. On August 24, 2005, Nano FM, Inc. filed Articles of Amendment with the Secretary of State of Georgia changing its corporate name to Crescent Hill Capital Corporation ("CHCC").

On November 5, 2013, CHCC implemented a domicile change from Georgia to Oklahoma by merging into Crescent Hill Capital Corporation, an Oklahoma corporation. On November 5, 2013, CHCC completed the domicile change from Georgia to Oklahoma by filing a Certificate of Merger with the Oklahoma Secretary of State.

On November 5, 2013, the Company underwent a Statutory A Reorganization in compliance with Section 368(a)(1)(B) of the Internal Revenue Code of 1986, as amended, and pursuant to Section 1081(g) of the Oklahoma General Corporation Act, as a tax-free reorganization. Pursuant to the reorganization, on November 5, 2013, CHCC caused Definitive Rest Mattress Company ("Definitive Rest (OK)") to be incorporated in the state of Oklahoma, as a direct wholly-owned subsidiary. Concurrently, Definitive Rest (OK) caused Crescent Hill Capital Merger Corp. ("CHCMC (OK)") to be incorporated, as a direct wholly-owned subsidiary. Under the terms of the Reorganization, Crescent Hill Capital Corporation was merged with and into CHCMC (OK). Upon consummation of the Reorganization, Definitive Rest (OK) was the surviving corporation, and Crescent Hill Capital Corporation ceased to exist. Additionally, each issued and outstanding equity of Crescent Hill was exchanged for an equivalent equity of Definitive Rest (OK) on a one for one basis. The issued and outstanding shares of Definitive Rest (OK) have the same designations, rights, powers and preferences, and qualifications, limitations and restrictions as the equities of Crescent Hill being converted. The existing shares of CHCMC (OK) were cancelled on November 5, 2013.

On November 5, 2013, Definitive Rest Mattress Company, a California corporation, and the owners of 100% of its issued and outstanding stock, and Definitive Rest (OK), entered into a Share Exchange Agreement, wherein all the shares of Definitive Rest (CA) were exchanged for 45,780,000 restricted shares of Definitive Rest (OK). As a part of the transaction, the shareholders of Definitive Rest (CA) acquired a controlling interest in the Company. For accounting purposes, the transaction is accounted for as a recapitalization of Definitive Rest (CA) pursuant to which Definitive Rest (CA) is treated as the surviving and continuing entity although Definitive Rest (OK) is the legal acquirer rather than a reverse acquisition. Accordingly, the Company's historical financial statements are those of Definitive Rest (CA) immediately following the consummation of the acquisition. Definitive Rest (OK) concurrently determined and that its ownership of CHCMC (OK) was of no further value and returned the newly issued shares evidencing its ownership in CHCMC (OK) to the Board of Directors of CHCMC (OK) for cancellation. Definitive Rest (OK) has no ownership, interests, or control over CHCMC (OK) and never managed, controlled or capitalized CHCMC (OK).

On February 28, 2014, the Company filed Articles of Amendment with the State of Oklahoma to increase the authorized capital stock of the Company from 200,000,000 shares of common stock to 975,000,000 shares of common stock. Thus, the Company now has 1,025,000,000 total shares authorized; 975,000,000 shares of common stock, par value \$0.0001 and 50,000,000 shares of preferred stock.

Business Operations

Definitive Rest Mattress Company is a for-profit stock corporation registered in the State of Oklahoma with its headquarters located in Montclair, California. The Company leases approximately 10,888 square feet of office/warehouse space that serves as the predominate location for its inventory of mattress products, as well as providing space for its corporate offices. The Company currently employs twelve (12) persons engaged in administration and distribution functions for sales, marketing, operations, and delivery/warehouse.

Additionally, the Company has new projects under way in the Southern California market aimed at expanding production, operations, and increasing sales to maintain current operations. This initial impulse has been categorized as Phase I of the Company's expansion plan with the Genesis Series. Phase II of the expansion plan

will be a joint venture with the Build Mine stores concept in Southern California, where the Company plans to implement its customizable build-your-own mattress online approach to sales. Phase III of the expansion plan is to re-introduce the Sevilla Signature series at a medium price point in efforts to maximize the Company's margin.

The acquisition of Cafinasa Corporation in Guatemala will allow for new development in product design directed specifically towards the Central American market. The Company believes it will be ready to introduce itself, and the re-designed Genesis series, in this market before the completion of 2014.

Primary and Secondary SIC Codes

Primary SIC Code: 5020

Issuers Fiscal Year End Date

The Issuer's fiscal year end is December 31.

Principal Products or Services, and Their Markets

We are a manufacturer, marketer and distributor of mattresses and bedding products, which we currently sell in California, under the "Definitive Rest" brand. In the future, we plan to expand our operations into other regions and states across the country. We believe our mattresses provide an excellent sleeping product for the consumer that is looking for something new and innovative in design and high quality at an affordable price.

We currently offer three series of our mattress products: the Sevilla Line, the Genesis Line, and the La Moda Line. The Sevilla Line includes the Colonial, the Jolie, the Neena and the Primavera. Our re-designed Genesis Line includes our Luxuriance model, the Seasons Comfort, and the Comfort Support (available in pillow top). In the La Moda Line, we offer the Midnight Allure and the Royal Luxury model (available in black or white). The Company will be introducing a new line, the Jack and Jill series, focused on children. With over twelve models readily available to our customers, we believe our products will satisfy the needs of a broad customer base allowing us to be a strong market competitor.

The Company has begun to focus on developing new products designed specifically for the camping industry and U.S. Military, using state of the art fabrics for extreme weather protection, proprietary designs and technology.

ITEM 7. ISSUER'S FACILITIES

The Company leases 10,888 square feet of office and warehouse space at 4570 Brooks St. Montclair, CA 92763. At this time the Company feels this space adequately meets the needs of the Company.

ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS

A. Officers and Directors

Juan Carlos Murga	President, Chief Executive Officer, Chief Financial Officer ¹ and Director
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Claudia Lima	Secretary, Treasurer and Director
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¹ On May 15, 2014, Gary Capolino, the Company's Chief Financial Officer resigned from his position and Juan Carlos Murga was appointed by the Board of Directors to act as Chief Financial Officer until such time as a successor can be duly appointed. The resignation was not the result of any disagreement with the Company on any matter relating to the Company's operations, policies or practices.

B. Involvement in Certain Legal Proceedings

None of the officers, directors, promoters or control persons of the Issuer have been involved in the past five (5) years in any of the following:

- (1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);
- (2) The entry of an order, judgment, or decree, not subsequently reverse, 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 bank activities;
- (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
- (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.

C. Beneficial Shareholders

The name, address and shareholdings of all persons beneficially owning more than ten percent (10%) of any class of the Company's equity securities and officers and directors of the Company as of June 30, 2014, based on 288,585,780 shares issued and outstanding, are:

	Common Directly Owned	% of Ownership
Juan Carlos Murga 4570 Brooks St. Montclair, CA 91763	112,171,430	53.71%
Claudia Lima 4570 Brooks St. Montclair, CA 91763	52,409,570	25.09%

ITEM 9. THIRD PARTY PROVIDERS

Counsel

Naccarato & Associates
18881 Von Karman Avenue
Suite 1440
Irvine CA 92612
Phone 1-949-851-9261

Accountant or Auditor

None

Investor Relations Consultant:

None

Other Advisors:

None

ITEM 10. ISSUER CERTIFICATION

I, Juan Carlos Murga, President, Chief Executive Officer, and Chief Financial Officer certify that:

1. I have reviewed this annual disclosure statement of Definitive Rest Mattress Company;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

Date: August 18, 2014

Signature: /s/ Juan Carlos Murga

Title: President, Chief Executive Officer,
And Chief Financial Officer