

OTC Pink® Basic Disclosure Guidelines  
Kimberly Parry Organics Corp  
August 31, 2015

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

VizStar, Inc. until January 23, 2014  
Easy CD Yearbook, Inc. until March, 2010

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

Company Headquarters  
960 N. Dixie Downs  
Saint George, UT 84770

Email: [invrelations@kimberlyparry.com](mailto:invrelations@kimberlyparry.com)

Website(s): kimberlyparry.com

IR Contact  
None

**3) Security Information**

Trading Symbol: KPOC  
Exact title and class of securities outstanding: common  
CUSIP: 4944414 105  
Par or Stated Value: \$0.0001  
Total shares authorized: 750,000,000 as of: October 16, 2015  
Total shares outstanding: 114,749,322 as of: October 16, 2015

Additional class of securities: Series A preferred  
Trading Symbol: N/A  
Exact title and class of securities outstanding: Series A preferred  
CUSIP: N/A  
Par or Stated Value: \$0.0001  
Total shares authorized: 500,000 as of: October 16, 2015  
Total shares outstanding: 300,000 as of: October 16, 2015

Additional class of securities: Series B preferred  
Trading Symbol: N/A  
Exact title and class of securities outstanding: Series B preferred  
CUSIP: N/A  
Par or Stated Value: \$0.0001  
Total shares authorized: 1,000,000 as of: October 16, 2015  
Total shares outstanding 954,200 as of: October 16, 2015

Transfer Agent  
Pacific Stock Transfer.  
2939 N 67<sup>th</sup> PL.  
Scottsdale, AZ 85251  
(480) 481 3940

The Transfer Agent is registered under the Exchange Act.

List any restrictions on the transfer of security:  
There are no restrictions on the transfer of any class of security.

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

None

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

#### **4) Issuance History**

On June 3, 2014 the Company issued 152,876,900 of its restricted common shares to Eco Investment Properties, LLC, valued at \$0.0001 per share, for reduction of a note payable.

On March 31, 2015, the Company issued 10,820,000 of its common shares to a note holder to repay a note in the amount of \$10,820 including accrued interest. The shares were recorded at a cost of \$0.05 per share or \$541,000.

On June 3, 2015, a shareholder contributed, for cancelation, 50,000,000 restricted common shares.

#### **5) Financial Statements**

Kimberly Parry Organics, Corp.  
Consolidated Balance Sheets  
(unaudited)

	August 31 2015	May 31 2015
<b>Assets</b>		
<b>Current assets</b>		
Cash and cash equivalents	\$ 37,549	\$ -
Accounts receivable-net	9,976	3,420
Subscription receivable	65,800	95,500
Inventory	201,290	212,673
<b>Total current assets</b>	<b>314,615</b>	<b>311,594</b>
<b>Long term assets</b>		
Property, plant and equipment, net	26,277	21,493
Trade marks	2,500	2,500
<b>Total long term assets</b>	<b>28,777</b>	<b>23,993</b>
<b>Total assets</b>	<b>\$ 343,392</b>	<b>\$ 335,587</b>
<b>Liabilities and Stockholders' Deficit</b>		
<b>Current liabilities</b>		
Accounts payable and accrued expenses	\$ 346,877	\$ 300,837
Customer deposits	9,706	16,018
Current portion of long term debt	23,554	23,554
Finance contracts payable	825,273	827,273
Loan payable	44,571	37,811
Notes payable	169,500	169,500
Related party payable	150,000	120,000
<b>Total current liabilities</b>	<b>1,569,481</b>	<b>1,494,992</b>
<b>Long term liabilities</b>		
Loan payable, net of current portion	57,494	63,382
<b>Total long term liabilities</b>	<b>57,494</b>	<b>63,382</b>
<b>Stockholders' equity</b>		
Series A convertible, voting Preferred stock, \$0.0001 par value; 500,000 authorized; 300,000 issued and outstanding November 30, and May 31, 2014; none issued as of May 31, 2015	30	30
Series B convertible, voting Preferred stock, \$0.0001 par value; 1,000,000 authorized; 954,200 issued and outstanding	95	89
Common stock, \$0.0001 par value, 750,000,000 shares authorized; 114,749,322. and 164,749,322 shares issued and outstanding as of August 31, and May 31, 2015	11,475	16,475
Minority interest	(1,066,464)	(1,042,142)
Additional paid in capital	22,437,661	22,408,336
Accumulated deficit	(22,666,379)	(22,605,575)
<b>Total stockholders' deficit</b>	<b>(1,283,582)</b>	<b>(1,222,788)</b>
<b>Total liabilities and stockholders' deficit</b>	<b>\$ 343,392</b>	<b>\$ 335,587</b>

see accompanying notes to unaudited financial statements

Kimberly Parry Organics, Corp.  
Consolidated Statements of Operations  
(unaudited)

	For the three months ended <u>August 31, 2015</u>	For the year ended <u>May 31, 2015</u>
Revenue, net	\$ 116,323	\$ 264,549
Cost of goods sold	<u>32,825</u>	<u>78,760</u>
Gross margin	<u>83,498</u>	<u>185,789</u>
Operating expenses		
General and administrative expenses	35,343	187,629
Legal and professional fees	18,009	40,611
Management salaries	30,000	120,000
Marketing	22,702	116,010
Payroll	<u>38,247</u>	<u>249,120</u>
Total operating expenses	<u>144,302</u>	<u>713,369</u>
Loss from operations	<u>(60,804)</u>	<u>(527,580)</u>
Other expense		
Cost of note conversion	-	541,000
Impairment of fixed assets	-	293,779
Interest expense	<u>-</u>	<u>99,365</u>
	<u>-</u>	<u>934,144</u>
Loss for the period	<u>\$ (60,803.93)</u>	<u>\$ (1,461,724)</u>
Loss attributable to common shareholders	<u>\$ (36,482.36)</u>	<u>\$ (1,116,924)</u>
Basic and diluted loss per share	<u>\$ (0.00)</u>	<u>\$ (0.01)</u>
Weighted average shares outstanding		
Basic and diluted	<u>116,379,757</u>	<u>164,749,322</u>

see accompanying notes to unaudited financial statements

Kimberly Parry Organics, Corp.  
Consolidated Statements of Cash Flow  
(unaudited)

	Three months ended August 31 2015	Year ended May 31 2015
<b>Cash flows from operating activities</b>		
Loss for the year period	\$ (60,804)	\$ (1,116,924)
Adjustments to reconcile net loss to cash used in operating activities		
Cost of debt conversion	-	541,820
Impairment of long term assets	-	290,653
Depreciation expense	2,069	(27,009)
Overhead paid for with preferred stock	-	-
Impairment of deposits	-	3,125
Accrued management salary	30,000	120,000
Accrued interest	-	98,138
(Increase) decrease in current assets		
Accounts receivable	(6,556)	(3,356)
Inventory	11,383	(1,450)
Increase (decrease) in current liabilities:		
Accounts payable and accrued expenses	46,048	(12,408)
Customer deposits	(6,311)	16,018
Net cash used in operating activities	15,830	(91,394)
<b>Cash flows from investing activities</b>		
Acquisition of property and equipment	(6,853)	1,420
Net cash used in investing activities	(6,853)	1,420
<b>Cash flows from financing activities</b>		
Proceeds (repayment) of finance contracts	(2,000)	(1,332)
Reduction of loan payable	872	(14,120)
Net proceeds from sale of preferred shares	29,700	-
Proceeds from sale of convertible notes	-	30,000
Net cash provided by financing activities	28,572	14,548
Net increase (decrease) in cash and cash equivalents	37,549	(75,426)
Cash and cash equivalents, beginning balance	-	75,426
Cash and cash equivalents, ending balance	\$ 37,549	\$ -
Supplementary information		
Cash paid during the year for:		
Interest	\$ -	\$ 1,227
Income taxes	\$ -	\$ -

see accompanying notes to unaudited financial statements

## NOTES TO FINANCIAL STATEMENTS

### NOTE 1: ORGANIZATION AND OPERATIONS

Kimberly Parry Organics Corp. located in Saint George, Utah was incorporated, on June 27, 2006, in the State of Nevada, as Easy CD Yearbook, Inc., became VizStar, Inc. and in April, 2014 changed its name to Kimberly Parry Organics Corp. Although, in the past, the Company has been engaged in several different businesses, the acquisition of 60% of KP Products, Inc., its management, and manufacturing facilities, converted the focus to a business plan that includes the acquisition of companies and products in the organic cosmetic, wellness and skincare space. Kimberly Parry Organics Corp., is focused on the manufacture of its own product lines and on the acquisition of companies that are USDA Certified Organic and possessing both patents and product distribution.

### NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Basis of Presentation

The accompanying financial statements are prepared in accordance with accounting principles generally accepted in the United States of America.

#### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and 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. Actual results could differ from those estimates.

#### Year-End

The Company has selected May 31 as its year end.

Transfers of Nonmonetary Assets by Stockholders - The Company records transfers of nonmonetary assets to the Company by stockholders in exchange for common stock at the stockholders' historical cost basis determined in conformity with generally accepted accounting principles in the United States of America.

### Cash and Cash Equivalents

Cash and cash equivalents consist primarily of cash on deposit, certificates of deposit, money market accounts, and investment grade commercial paper that are readily convertible into cash and purchased with original maturities of three months or less.

The Company maintains cash balances at an institution that is insured by the Federal Deposit Insurance Corporation. As of August 31, 2015 and May 31, 2015, no amounts were in excess of the federally insured program.

### Accounts Receivable

Accounts receivable are stated at the amount management expects to collect from outstanding balances. An allowance for doubtful accounts is provided for those accounts receivable considered to be uncollectable based on historical experience and management's evaluation of outstanding accounts receivable at the end of the period. Bad debts are written off against the allowance when identified. The Company determined that no allowance was required as at August 31, 2015 and May 31, 2015.

### Prepaid Expenses

Prepaid expenses consist primarily of short-term prepaid expenditures that will amortize within one year.

### Inventory

As at August 31, 2015 and May 31, 2015 the company had \$201,290 and \$212,673 worth of inventory, valued on an average cost basis. The inventory is reviewed at least quarterly and adjusted for obsolescence and discrepancies.

Property and Equipment - Property and equipment are stated at cost less accumulated depreciation. Expenditures for property acquisitions, development, construction, improvements and major renewals are capitalized. The cost of repairs and maintenance is expensed as incurred. Depreciation is provided on the straight-line method over the estimated useful lives of the assets. Upon sale or other disposition of a depreciable asset, the cost and accumulated depreciation are removed from property and equipment and any gain or loss is reflected as a gain or loss from operations.

The estimated useful lives are:

Furniture and fixtures	3-5 years
Computers	3 years

### . Impairment of Long-Lived Assets

The Company will evaluate the recoverability of its long-lived assets as they are acquired and if circumstances indicate impairment is required it will be recorded based on the results of the analysis. This analysis is performed by comparing the respective carrying values of the assets to the current and expected future cash flows, on an undiscounted basis, to be generated from such assets. The Company evaluated its long-lived assets and determined, upon its move to St. George, to impair their value by \$290,653.

Website Development - The Company expenses the costs associated with the development and maintenance of its website.

### Revenue Recognition

The Company will derive revenue from the sale of products and services. Revenue will be recognized when it is realized and earned.

The Company will meet all of the following four criteria in order to recognize revenue:

- Persuasive evidence of an arrangement exists
- Delivery has occurred
- The sales price is fixed or determinable
- Collection is reasonably assured

Payments received in advance of satisfaction of the relevant criteria for revenue recognition are recorded as advances from customers.

### Fair Value of Financial Instruments

The Company adopted the FASB standard related to fair value measurement at inception. The standard defines fair value, establishes a framework for measuring fair value and expands disclosure of fair value measurements. The standard applies under other accounting pronouncements that require or permit fair value measurements and, accordingly, does not require any new fair value measurements. The standard clarifies that fair value is an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. As such, fair value is a market-based measurement that should be determined based on assumptions that market participants would use in pricing an asset or liability. The recorded values of long-term debt approximate their fair values, as interest approximates market rates. As a basis for considering such assumptions, the standard established a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows:

- Level 1: Observable inputs such as quoted prices in active markets;
- Level 2: Inputs, other than quoted prices in active markets, that are observable either directly or indirectly; and
- Level 3: Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

The Company's financial instruments are accounts payable, convertible note, notes payable and derivative liability. The recorded values of accounts payable and notes payable approximate their fair values based on their short-term nature

### Share-based Compensation

The Company recognizes share-based compensation, including stock option grants, warrants and restricted stock grants at their fair value on the grant date. Share based payment awards issued to non-employees for services rendered are recorded at either the fair value of the services rendered or the fair value of the share-based payment, whichever is more readily determinable. Compensation expense is generally recognized on a straight-line basis over the vesting period.

### Dividends

The payment of dividends by the Company in the future will be at the discretion of the Board of Directors and will depend on earnings, capital requirements and financial condition, as well as other relevant factors. The Company does not intend to pay any cash dividends in the foreseeable future but intend to retain all earnings, if any, for use in the business.

### Earnings (Loss) per Share

Basic earnings (loss) per share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during each period. Diluted earnings (loss) per share is computed by dividing net income (loss), adjusted for changes in income or loss that resulted from the assumed conversion of convertible shares, by the weighted average number of shares of common stock, common stock equivalents and potentially dilutive securities outstanding during the period.

The computation of basic and diluted loss per share for the periods presented is equivalent since the Company has had continuing losses. The Company had no common stock equivalents as of August 31, 2015 and May 31, 2015..

Risks and Uncertainties - The Company's operations and future are dependent in a large part on its ability to develop its business model in a competitive market. The Company intends to operate in an industry that is subject to intense competition and change in consumer demand. The Company's operations are subject to significant risk and uncertainties including financial and operational risks and the potential risk of business failure. The Company's inability to meet its business plan and target customer demand may have a material adverse effect on its financial condition, results of operations and cash flows.

### Income Taxes

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. A valuation allowance is provided for deferred tax assets if it is more likely than not these items will either expire before the Company is able to realize their benefits, or that future deductibility is uncertain.

### Stock-Based Compensation

The Company records stock-based compensation at fair value as of the date of grant and recognizes the corresponding expense over the requisite service period.

### Recently Adopted 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 pronouncements that have been issued that might have a material impact on its financial position or results of operations

### **NOTE 3: GOING CONCERN**

The accompanying financial statements have been prepared on a going concern basis which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company is reliant on existing shareholders or unrelated parties to provide the necessary funds to support operations. The financial statements do not include any adjustment relating to the recoverability and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company is taking action to provide the necessary capital to continue its operations. These steps include, but are not limited to: 1) focus on sales to minimize the need for capital at this stage; 2) converting part of the outstanding accounts payable to equity; 3) raising equity financing; 4) continuous focus on reductions in cost where possible.

The Company incurred a net loss attributable to common shareholders of \$36,482 for the three months ended August 31, 2015 and \$1,116,924 for the year ended May 31, 2015.

### **NOTE 4: PROPERTY AND EQUIPMENT**

Property and equipment consist of the following:

	August 31 2015	May 31 2015
Office furniture	\$ 19,358	\$ 18,449
Manufacturing equipment	24,531	24,531
Office equipment	10,000	10,000
Office leasehold improvements	5,945	-
	<u>59,834</u>	<u>52,980</u>
less: accumulated depreciation	<u>(33,557)</u>	<u>(31,488)</u>
	<u>\$ 26,277</u>	<u>\$ 21,492</u>

**NOTE 5: CONVERTIBLE NOTES PAYABLE**

	Maturity Date	Original Amount	Interest Rate
Convertible note payable	9/1/2011	8/31/2012	\$ 5,000 10%
Convertible note payable	12/20/2012	12/20/2013	25,000 6%
Convertible note payable	12/31/2012	12/31/2013	17,000 6%
Convertible note payable	2/20/2013	2/20/2014	32,500 6%
Convertible note payable	2/8/2013	2/8/2014	15,000 6%
Convertible note payable	1/31/14	1/31/2015	10,000 6%
Convertible note payable	3/12/14	3/12/2015	25,000 6%
Convertible note payable	3/24/14	3/24/2015	10,000 6%
Note payable	3/10/15	9/10/2015	10,000 100%
Note payable	3/18/15	9/18/2015	10,000 100%
Note payable	4/1/15	10/1/2015	10,000 100%
		<u>\$ 169,500</u>	

Although some of the notes have exceeded their maturity date none of the lenders has demanded payment and all have indicated a willingness to continue funding the Company.

**NOTE 6: CAPITAL STOCK**

On June 3, 2014 the Company issued 152,876,900 of its restricted common shares, valued at \$0.0001, to Eco Investment Properties, LLC, for reduction of a note payable in the amount of \$15,287, previously issued on May 3, 2013.

On February 6, 2015, the Company issued 10,820,000 of its restricted common shares at a cost of \$0.05 per share to repay a note payable in the amount of \$10,000 plus accrued interest of \$820.

On June 3, 2015, a shareholder contributed 50,000,000 restricted common shares to the Company, for cancelation.

**NOTE 7: SUBSEQUENT EVENTS.**

The Company has evaluated subsequent events through the date these financial statements were issued and has not identified any reportable events.

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

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

Kimberly Parry Organics creates luxurious spa products that harness the power of botanicals and aromatherapy to provide gentle yet effective results. We formulate to the highest USDA certification standards; our spa products are USDA certified organic and made fresh to order at our San Clemente, CA manufacturing facility. We offer a full range of products including organic skin care, organic bath and body products, organic mom and baby care and luxurious organic spa treatments for destination, resort and day spas. We are proud of our organic spa products that are effective, luxurious and pure. We invite you to explore our site and learn more about what we do.

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

June 27, 2006 State of Nevada

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

2844 toiletry preparations

D. the issuer's fiscal year end date;

May 31

E. principal products or services, and their markets;

The Company's principal products are organic health and beauty skin care items marketed to resorts, spas, retail outlets and over the internet.

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

The Company rents office and manufacturing space at 960 N Dixie Downs, Saint George Utah.. Additional targeted acquisitions are USDA certified for the manufacture, filling and may have lab facilities necessary to produce their products. When practical the company will undertake a combination of the individual facilities to provide maximum efficiency and customer service.

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

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

Kimberly Parry, director, president – 50,500,000 or 44.0% of the issued and outstanding common shares  
300,000 or 100% of the issued and outstanding preferred shares

Susan Lehman, secretary

Charmaine Winters, treasurer

Eco Investment Properties Corp – 50,000,000 or 43.6% of the issued and outstanding common shares

Debra Williams, president, 14 Monarch Beach, CA 92629

B. Legal/Disciplinary History. None 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 as to all of the above

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 as to all of the above

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 as to all of the above

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 as to all of the above

C Beneficial Shareholders

Kimberly Parry – 50,500,000 or 44.0%  
960 N Dixie Downs  
Saint George, Utah 84770

Eco Investment Properties Corp – 50,000,000 or 43.6%  
15941 Red Hill Ste 201  
Tustin CA 92780  
Debra Williams, president, 14 Monarch Beach, CA 92629

**9) Third Party Providers**

Legal Counsel

Bunker Law Group  
3753 Howard Hughes Pkwy  
Suite 200  
Las Vegas  
Nevada 89169  
(702) 241 2347  
(888) 460 8609 fax  
benbunkeresq@gmail.com

Accountant or Auditor

Taylor Consulting  
200 South 8th Street #303  
Las Vegas NV 89101  
(702) 337 8376  
(888) 317 4382  
[tay.cons@outlook.com](mailto:tay.cons@outlook.com)

Investor Relations Consultant

None

Other Advisor:

None

**10) Issuer Certification**

I, Kimberly Parry certify that:

1. I have reviewed this annual disclosure statement for the years ended May 31, 2015 and 2014 of Kimberly Parry Organics Corp.;

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.

October 18, 2015

"/s/ Kimberly Parry  
President