ANNUAL REPORT FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 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 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

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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
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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
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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
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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
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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)