GFD Inc.

general finance and development

Quarterly Report

September 30

2015

OTC Pink Basic Disclosure Guidelines – General Finance and Development, Inc.

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

General Finance and Development, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters

General Finance and Development, Inc.
1400 Van Buren St. NE Suite 175
Minneapolis, MN 55413

Phone: 763-567-2208
Fax: 763-567-2201

Websites maintained by the issuer:
www.genfd.com
www.heartfitsystem.com
www.lifefithealth.com
www.artforce.org
www.smartartprogram.com

IR Contact

None

3) Security Information

Trading Symbol: GFDV

General Finance and Development, Inc. Common Stock
CUSIP: 36982M
Par Value: .01
Authorized shares: 50,000,000 as of: November 9, 2015
Issued and outstanding: 4,524,250 as of: November 9, 2015
Public float: 337,288
Total # of beneficial shareholders: 1
Total number of shareholders of record: 160

Transfer Agent
Name: Signature Stock Transfer, Inc.
2220 Coit Road Suite #480 PMB 317
Plano, Texas 75075
Tel: (972) 612-4120
Fax: (972) 612-4122
Is the Transfer Agent registered under the Exchange Act? Yes: X

List any restrictions on the transfer of security:

None

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:

None

4) Issuance History

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

None in the past 2 years

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

A. Balance sheet;
B. Statement of income;
C. Statement of cash flows;
D. Financial notes; and
E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otciq.com in the field below.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

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

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

The Company is a holding company and operates through its subsidiaries. The following companies are all wholly owned subsidiaries of General Finance and Development, Inc.

HeartFit System, LLC ("HeartFit")

HeartFit was formed in 2006 by incorporating a proprietary and highly accurate non-invasive computerized heart screen technology with programs to prevent heart disease and promote health and fitness. The sole officer is William Kieger who has held the position since April 2006.

HeartFit has been involved in a number of joint ventures to develop a business model worthy of investment and rollout.

Studies published by Dr. Dean Ornish of The American Heart Association and others have shown that a combination of diet, exercise and meditation can prevent and even reverse heart disease. The same strategy as part of a comprehensive, ongoing program is known to improve overall health and longevity.

Beginning in January 2010, HeartFit designed and implemented a beta-rollout integrating it's health-fitness promotion business and health-fitness screening as a complement to the employee benefit program at Corporate Art Force, LLC. From 2010 to the current date, all employees participated in at least some of the components of the program.

Revenues from the operations of HeartFit have been minimal and we cannot accurately predict any significant revenues in the future.

GFD Investments, LLC ("GFD Investments")

The purpose of GFD Investments is to engage and manage investments that are considered to be speculative in nature. Investments may include, but are not limited to, public company stocks, debentures, real estate ventures, venture capital projects, joint venture financing and bridge financing. It may also finance social entrepreneurial projects and provide financing to other subsidiary companies of General Finance and Development, Inc.

The President and sole officer is Sharon Gray who was appointed to the position in November 2012.

Since inception in 2007, the Company has held investments in real estate development, oil and gas royalty trusts and small cap growth stocks. The company also provided the capital to purchase assets for the formation of Corporate Art Force and has provided a credit line. GFD Investments holds shares of General Finance and Development as a non-affiliate shareholder. The intention is to continue to hold the shares and at the appropriate time periodically sell the shares and utilize the proceeds in line with the business objectives of the company.

Corporate Art Force, LLC ("Art Force")

Corporate Art Force provides turnkey art procurement services to corporate clients nation-wide. We rebranded in 2014 and are doing business as "Art Force". William Kieger and Leslie Palmer-Ross are officers of the company and serve as the President and Director of Art and Healthcare Services respectively. William Kieger has served as an officer since inception and Leslie Palmer-Ross has been an officer since January, 2010. The company's primary method of distribution is through an art consultant and sales force team that serve those clients.

Art Force is in a fragmented competitive landscape — both the local and national markets are littered with "one-off galleries" and "single independents" providing partial consulting services and almost no fulfillment. Currently there is no single company that has captured a significant share of the US market.

The National Market

- $ 11.5 billion spent in US on office furniture (2013).
- Corporate art allowances run 5-10%, or roughly ½%-1% of total construction project costs.
- Over 300 new building projects put out to bid domestically each month, plus another 300 in renovations.

Source: BIFMA, IKEA internal data, Indeed.com, zoombusinessinfo

During the years 2009 through 2011, the market experienced a decline due to the US economy and the reduction in corporate art expenditures. In 2012 we began to experience some positive signs of improvement in the market. Even so, the market for our services has changed and we are developing new products and services to pursue the market.

During 2014 we further developed our SmartArt Program that includes comprehensive art management, a rotating art program and lease financing.

We also announced plans to develop a learning institution that will attract, educate and support professionals that distribute Art Force's products and services.

In order to expand our distribution initiatives we have added staff in sales and marketing and contracted a local programing firm to build an online data-base to integrate with our website offering. The expansion and development costs have been paid from sales revenue, General Finance and Development and related party financing.

We believe that we are positioned for further national expansion in 2015.

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

General Finance and Development, Inc. is a Minnesota Corporation incorporated on April 1, 2003.

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

Our primary SIC industry classification is 6199 - Finance Services.
Our secondary SIC industry classification is 6799 – Investment Holding Company.

D. The issuer's fiscal year end date;

December 31

E. Principal products or services, and their markets;

General Finance and Development, Inc. (GFD) provides capital and business development services to small and mid-size companies. Capital is provided to qualified companies by equity and/or strategic loan agreements. Business development services include business planning, organization and management development. GFD also pursues merger-acquisitions and joint venture projects. We maintain a website www.genfd.com for more information on our company.

Our subsidiary Corporate Art Force, LLC dba Art Force provides turnkey art procurement services to corporate clients nation-wide. The company's primary method of distribution is through an art consultant and sales force team that serve those clients. We maintain a website www.artforce.org and have launched a new web based platform www.smartartprogram.com that includes an art data-base and

showcase with art selections, project management and client tools. During the 3rd quarter we began utilizing an additional 5,133 square ft. of space for the purpose of expanding the web based business and developing a "Venture Lab" concept in order to educate and provide other resources to creative entrepreneur's.

7) Describe the Issuer's Facilities

The company is currently located at 1400 Van Buren Street NE, Minneapolis, Minnesota 55413. The area has been redeveloped as the Northeast Minneapolis Arts District. We believe this location will strategically position Art Force to be in alignment with our stated mission and objectives. In April 2010, we entered into a lease agreement for a period of 5 years for approximately 8,761 square ft. of showroom, office and production space for $11,251 per month. The lease was to expire March 31, 2015 and we have exercised an option for a 3 year extension and expanded into approximately 5,133 additional square ft. of office and production space.

8) Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

William Kieger, CEO and Chairman
Laura Kieger, Director

B. Legal/Disciplinary History.

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.

William and Laura Kieger currently hold 3,354,131 common shares

The shares are owned as follows:

Aurora Capital Holdings, LLC	1,850,000 common shares
Aurora Capital Management, LLC	1,204,131 common shares
William Kieger	300,000 common shares

William and Laura Kieger
6844 W. Shadow Lake Dr.
Lino Lakes, MN 55014

9) Third Party Providers

1. Legal Counsel

Gregg E. Jaclin, Esq., Partner
Szaferman Lakind Blumstein & Blader, PC
101 Grovers Mill Road
Second Floor
Lawrenceville, NJ 08648
Direct Dial: 609-557-0951 | General 609-275-0400
Direct Fax: 609-557-0969 | General 609-275-4511
gjaclin@szaferman.com Legal Counsel

2. Accountant or Auditor

Scott Callahan, Certified Public Accountant
CASEY, MENDEN, FAUST & NELSON, P.A.
CERTIFIED PUBLIC ACCOUNTANTS AND CONSULTANTS
7900 West 78th Street, Suite 450
Edina, Minnesota 55439
Phone: 952-345-1540
scott@caseymenden.com

Our accountant is a Licensed and Certified Public Accountant. Our accountant assisted in the preparation of the unaudited financial statements that are included as an attachment to this disclosure document.

3. Investor Relations Consultant

None

4. Other Advisor

None

10) Issuer Certification

I, William Kieger certify that:

1. I have reviewed this 3rd Quarter 2015 Quarterly Disclosure of General Finance and Development, Inc.

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

November 13, 2015

/s/ William Kieger
William Kieger
CEO & CFO

Casey, Menden, Faust & Nelson, P.A.

CERTIFIED PUBLIC ACCOUNTANTS AND CONSULTANTS

Tel (952) 946-7900

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MEMBERS

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American Institute of
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7900 West 78th Street, Suite 450
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MICHAEL A. CASEY, RETIRED
JOHN F. MENDEN, C.P.A.
DOUGLAS J. FAUST, C.P.A.
JOHN C. NELSON, C.P.A.
MICHAEL A. CASEY, JR., C.P.A.
SCOTT M. CALLAHAN, C.P.A.
DONALD G. LANGEWISCH, C.P.A.
PAULA M. MEIDL, C.P.A.
MICHAEL P. MENDEN, C.P.A.
JESSICA J. MAGRUM, C.P.A.
PAUL J. MCDONALD, C.P.A.
MICHAEL B. ANDERSON, C.P.A.
STEPHEN R. AUCHSTETTER, C.P.A.
BRADLEY D. BREEGGEMANN, C.P.A.
STEPHEN J. DEVRIES
ANDREW M. CASEY
CATHY L. DALRYMPLE
BRENDA L. NAASZ
GREGORY B. KAIBEL
TREVOR K. MARTIN
KIMBERLY A. PETTIT

ACCOUNTANT'S DISCLAIMER OF OPINION ON UNAUDITED FINANCIAL STATEMENTS

To the Stockholders
General Finance and Development, Inc.
Minneapolis, Minnesota

The accompanying consolidated balance sheets of General Finance and Development, Inc. as of September 30, 2015 and December 31, 2014 and the related consolidated statements of operations, comprehensive income (loss), stockholders' equity and cash flows for the quarters and nine month periods ended September 30, 2015 and 2014, were not audited by us and, accordingly, we do not express an opinion on them.

The September 30, 2015 consolidating balance sheet and consolidating statement of operations for the quarter and nine month period ended September 30, 2015 are not a required part of the basic financial statements. Such information has not been audited by us and, accordingly, we do not express an opinion on it.

Casey, Menden, Faust & Nelson, P.A.

November 13, 2015

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

	September 30, 2015	December 31, 2014
ASSETS		
Current assets:		
Cash	$ 96,831	$ 70,921
Marketable equity securities	86,571	86,634
Accounts receivable, net	86,787	140,068
Inventory	257,680	83,996
Prepaid expenses	-	33,472
Total current assets	527,869	415,091
Property and equipment, at cost	226,274	183,729
Artwork held for lease, at cost	18,695	9,242
Less accumulated depreciation	(179,222)	(153,986)
Property and equipment, net	65,747	38,985
Other assets:		
Goodwill and customer list	328,425	328,425
Total assets	$ 922,041	$ 782,501
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued expenses	$ 187,058	$ 109,372
Customer deposits	161,119	-
Factored sales orders - related party	20,239	-
Current maturities of long-term debt	-	-
Total current liabilities	368,416	109,372
Long-term debt, less current maturities	-	-
Shareholders' equity:		
Undesignated shares: no par value; 5,000,000 authorized; no shares issued and outstanding	-	-
Common stock: $.01 par value; 50,000,000 shares authorized; issued and outstanding 4,524,250 shares in 2015 and 2014	45,243	45,243
Additional paid-in capital	1,529,299	1,529,299
Accumulated deficit	(1,020,917)	(901,413)
Total shareholders' equity	553,625	673,129
Total liabilities and shareholders' equity	$ 922,041	$ 782,501

See Accountant's Disclaimer of Opinion on Unaudited Financial Statements

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

	Three Month Period Ended		Nine Month Period Ended	
	September 30, 2015	September 30, 2014	September 30, 2015	September 30, 2014
Total revenues	$ 577,692	$ 372,064	$ 1,474,550	$ 1,273,647
Cost of goods sold	384,688	343,353	1,103,465	1,156,483
Gross profit	193,004	28,711	371,085	117,164
Expenses:				
General and administrative	190,269	172,266	490,574	484,270
Operating income (loss)	2,735	(143,555)	(119,489)	(367,106)
Other income (expense):				
Realized gain (loss) on investment marketable equity securities	-	-	-	(760)
Unrealized gain (loss) on investment marketable equity securities	-	-	-	14,654
Interest and dividend income	-	-	-	242
Total other income (expense)	-	-	-	14,136
Income (loss) before income taxes	2,735	(143,555)	(119,489)	(352,970)
Income tax expense	-	-	15	69
Net income (loss)	$ 2,735	$ (143,555)	$ (119,504)	$ (353,039)
Basic earnings (loss) per common share	$ 0.00	$ (0.03)	$ (0.03)	$ (0.08)
Diluted earnings (loss) per common share	$ 0.00	$ (0.03)	$ (0.03)	$ (0.08)
Weighted average number of shares outstanding	4,524,250	4,524,250	4,524,250	4,524,250

See Accountant's Disclaimer of Opinion on Unaudited Financial Statements

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
(UNAUDITED)

	Three Month Period Ended		Nine Month Period Ended	
	September 30, 2015	September 30, 2014	September 30, 2015	September 30, 2014
Net income (loss)	$ 2,735	$ (143,555)	$ (119,504)	$ (353,039)
Other comprehensive income (loss)	-	-	-	-
Comprehensive income (loss)	$ 2,735	$ (143,555)	$ (119,504)	$ (353,039)

See Accountant's Disclaimer of Opinion on Unaudited Financial Statements

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
(UNAUDITED)

	Common Stock		Additional Paid-In Capital	Accumulated Deficit	Total Shareholders' Equity
	Shares	Par Value			
Balance, January 1, 2014	4,524,250	$ 45,243	$ 1,529,299	$ (592,085)	$ 982,457
Net income (loss)	-	-	-	(309,328)	(309,328)
Balance, December 31, 2014	4,524,250	45,243	1,529,299	(901,413)	673,129
Net income (loss)	-	-	-	(119,504)	(119,504)
Balance, September 30, 2015	4,524,250	$ 45,243	$ 1,529,299	$ (1,020,917)	$ 553,625

See Accountant's Disclaimer of Opinion on Unaudited Financial Statements

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	Nine Months Ended	
	September 30, 2015	September 30, 2014
Cash flows from operating activities:		
Net income (loss)	$ (119,504)	$ (353,039)
Adjustments to reconcile net income (loss) to net cash flows from operating activities:		
Depreciation expense	25,236	24,337
Realized (gain) loss on investment in marketable equity securities	-	760
Unrealized (gain) loss on investment in marketable equity securities	-	(14,654)
Accounts receivable	53,281	31,155
Inventory	(173,684)	92,661
Prepaid expenses	33,472	(19,313)
Accounts payable and accrued expenses	77,686	47,511
Customer deposits	161,119	-
Net cash flows from operating activities	57,606	(190,582)
Cash flows from investing activities:		
Purchases of property and equipment	(42,545)	(1,854)
Purchases of artwork held for lease	(9,453)	-
Investment in marketable equity securities	-	(217)
Proceeds from sales of marketable equity securities	63	24,657
Net cash flows from investing activities	(51,935)	22,586
Cash flows from financing activities:		
Proceeds factored sales orders - related party	137,284	-
Repayment factored sales orders - related party	(117,045)	-
Principal payments on debt	-	(1,762)
Net cash flows from financing activities	20,239	(1,762)
Increase (decrease) in cash	25,910	(169,758)
Cash: Beginning of period	70,921	189,939
Cash: End of period	$ 96,831	$ 20,181

See Accountant's Disclaimer of Opinion on Unaudited Financial Statements

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	Nine Months Ended	
	September 30, 2015	September 30, 2014
Supplemental Cash Flow Information:		
Cash paid for:		
Interest	$ 106,042	$ 22,577
Income taxes	$ 15	$ 676

GENERAL FINANCE AND DEVELOPMENT, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

PERIODS ENDED SEPTEMBER 30, 2015 AND 2014 / YEAR ENDED DECEMBER 31, 2014

NOTE 1 – NATURE OF ORGANIZATION

Business

The Company was incorporated on April 1, 2003 under the laws of the State of Minnesota. The Company was formed as a spin-off from Vital Health Technologies, Inc. as a part of a merger agreement between Vital Health Technologies, Inc. and Caribbean American Health Resorts, Inc. Each shareholder of record of Vital Health Technologies, Inc. on March 12, 2003, received one share of General Finance and Development, Inc. common stock for each share of Vital Health Technologies, Inc. common stock they owned.

From the date of formation on April 1, 2003 the Company pursued licensing opportunities for the Variance Cardiography technology and design and subsequent completion of a research study involving the technology. In November 2004 the formal paperwork was executed for the purchase of the Variance Cardiography technology from Vital Health Technologies, Inc. that had been anticipated in the merger/spin-off agreement. Management of the Company feels Variance Cardiography could become an effective methodology of detecting coronary artery disease.

In April 2006, the Company formed a wholly owned subsidiary, HeartFit System, LLC (HeartFit) a Minnesota limited liability company. The Company is currently developing a business model for utilization of its Variance Cardiography technology using HeartFit.

In January 2007, the Company formed a wholly-owned subsidiary, GFD Investments, LLC, a Minnesota Limited Liability Company. The Company manages a speculative investment fund and also pursues merger/acquisitions, joint venture projects in industries such as health fitness, medical technologies, financial services, rental and consumer products, internal, e-commerce and real estate.

In September 2009, the Company formed a wholly-owned subsidiary, Corporate Art Force, LLC, a Minnesota Limited Liability Company. In September 2009, Corporate Art Force, LLC completed the purchase of the customer base, business concept and certain assets of Art Holdings Corporation. Corporate Art Force, LLC offers art sales and consulting services to all size business organizations. During 2014 Corporate Art Force, LLC further developed their SmartArt Program that includes comprehensive art management, a rotating art program and lease financing.

The Company is fully dependent on Aurora Capital Management, a stockholder, for the maintenance of its corporate status and to provide all managerial support for the Company. A principal of Aurora Capital Management acts as the Company's chairman and chief executive officer.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, Corporate Art Force, LLC, HeartFit System, LLC and GFD Investments, LLC. All intercompany transactions and balances were eliminated in consolidation.

Cash Equivalents

For purposes of reporting cash flows, cash equivalents include investment instruments purchased with maturity of three months or less. There were no cash equivalents in 2015 or 2014.

Revenue Recognition

Revenue is recognized at the point of shipment or performance of service. Revenues are presented on a “gross basis”. Accordingly, sales, use and value added taxes are included in revenues in the accompanying financial statements.

Amounts received from customers in advance of revenue recognition would be deferred and presented as liabilities in the accompanying financial statements.

Comprehensive Income

FASB ASC 220-10-20: Comprehensive Income establishes standards for the reporting and disclosure of comprehensive income and its components which will be presented in association with a company's financial statements. Comprehensive income is defined as the change in a business enterprise's equity during a period arising from transactions, events or circumstances relating to non-owner sources, such foreign currency translation adjustments and unrealized gains or losses on available-for-sale securities. It includes all changes in equity during a period except those resulting from investments by or distributions to owners. A reconciliation of net income and comprehensive income is provided in the accompanying financial statements.

Earnings (Loss) Per Common Share

Basic earnings (loss) per common share is computed by dividing income available to common stockholders by the weighted-average number of common shares outstanding for the period. Diluted earnings (loss) per common share, in addition to the weighted average determined for basic earnings per shares would include potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Stock-Based Consideration

The Company will apply the fair value-based method of accounting for employee and non-employee stock-based consideration and/or compensation in accordance with ASC 718: Compensation (based on quoted market prices at the date of grant and/or as earned).

Financial Instruments

In accordance with FASB ASC 820: Fair Value Measurements financial instruments consist of the following:

Short-Term Assets and Liabilities:

The fair value of cash and cash equivalents, accounts payable and accrued expenses, and short-term borrowings approximate their carrying values due to the short- term nature of these financial instruments.

Long-Term Debt*:*

The fair value of long-term debt approximates their carrying value because the terms are equivalent to borrowing rates currently available to the company for debt with similar terms and maturities.

Concentrations, Risks and Uncertainties

Use of Estimates:

The preparation of consolidated financial statements in conformity with generally accepted accounting principles 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 reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Concentrations, Risks and Uncertainties (Continued)

Cash Concentrations:

The Company maintains its bank balances at one financial institution and at one brokerage company. Bank balances might periodically exceed federally insured levels. The balance at the brokerage company is not federally insured, but is protected by the Securities Protection Corporation (SIPC) up to a $500,000 including up to $250,000 limit on cash held in the account. Cash balances maintained by the Company might periodically exceeded SIPC insured limits of $250,000 at the brokerage company.

Marketable Equity Securities:

At September 30, 2015 and December 31, 2014 one hundred percent (100.0%) of the Company's investments in marketable equity securities consisted of shares of the Company's own common stock. Shares of the Company's common stock are traded on the OTC Market Exchange.

Accounts Receivable:

Credit terms are extended to customers in the normal course of business. The Company performs ongoing credit evaluations of its customers' financial condition and, generally, requires no collateral. Customer deposits are required on certain specialty orders. These deposits would be reflected as a liability in the accompanying financial statements.

Management believes all accounts receivable are collectible and has not recorded an allowance for doubtful accounts. While the ultimate loss may differ, management believes that any additional loss will not have a material impact on the Company's financial position. Due to uncertainties in the collection process, however, it is at least reasonably possible that management's estimate of the outcome will change during the next year. That amount cannot be estimated.

Lender Concentration:

The Company is dependent on Aurora Capital Management, a related party, for all of its financing to date (See Note 6).

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Concentrations, Risks and Uncertainties (Continued)

Major Customers:

Approximately 80% of the Company's sales are generated by approximately 50 clients of Corporate Art Force, LLC. Out of those 50 clients, 2 clients generated approximately 52% of these sales. If the Company were to lose any of these clients it would have a major negative effect on the Company.

Shipping and Handling Fees and Cost

GAAP requires shipping and handling fees billed to customers to be classified as revenue and shipping and handling costs to be classified as cost of sales as disclosed in the notes to the financial statements. The Company included shipping and handling fees billed to customers in net sales. Shipping and handling costs associated with inbound freight and outbound freight are included in cost of sales.

Income Taxes

The Company has implemented FASB ASC 740: Income Taxes. Deferred taxes are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carry forwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment. See Note 5.

The Company has evaluated for uncertain tax positions and feels there are none. Federal and state taxing authorities generally have the right to examine returns for three years from the date of filing. Any interest or penalties as a result of the Project would be included in operating expenses in the accompanying financial statements. $10 of interest and penalties are reflected in the 2015 financial statements. No interest or penalties are reflected in the 2014 financial statements.

Backlog

The company had backlog of $527,392 at September 30, 2015.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Goodwill

The Company has adopted FASB ASC 350 - Goodwill and Other Intangibles. Goodwill and intangible assets with indefinite useful lives are not presumed to be wasting assets. These assets are not amortized and are instead tested at least annually for impairment. Intangible assets that have finite useful lives continue to be amortized over those lives. The Company tested goodwill for impairment using a present value technique. Impairment arises if the carrying value of the goodwill exceeds its implied fair value. Management determined that no impairment of goodwill existed at December 31, 2014 and 2013.

Long-Lived Assets

In accordance with FASB ASC 360-10, Accounting For The Impairment Of Long-Lived Assets And For Long-Lived Assets To Be Disposed Of, the Company reviews its long-lived assets and intangibles related to those assets periodically to determine potential impairment by comparing the carrying value of the long-lived assets outstanding with estimated future cash flows expected to result from the use of the assets, including cash flows from disposition. Should the sum of the expected future cash flows be less than the carrying value, the Company would recognize an impairment loss. An impairment loss would be measured by comparing the amount by which the carrying value exceeds the fair value of the long-lived assets and intangibles. Management determined that no impairment of long-lived assets existed at December 31, 2014 and 2013.

NOTE 3 - GOING CONCERN

At this time it is not known if the Company has sufficient capital resources to maintain itself until the Company can achieve sustainable profitable operations. Accordingly, the Company may need to raise either debt or equity financing. If the Company is unsuccessful it might not be able to continue as a going concern. Even if the Company successfully raises debt or equity financing it will still need to become profitable to continue as a going concern. Management is working to increase revenues and control costs, but there can be no guarantee these efforts will be successful. No estimate can be made of the range of loss that is reasonably possible should the Company be unsuccessful.

The Company is fully dependent on Aurora Capital Management, a stockholder, for the maintenance of its corporate status and to provide all managerial support for the Company. A principal of Aurora Capital Management acts as the Company's chairman and chief executive officer.

NOTE 4 - MARKETABLE EQUITY SECURITIES

The Company has adopted FASB ASC 820: Fair Value Measurements and FASB ASC 820: The Fair Value Option for Financial Assets and Financial Liabilities. Accordingly, investments are recorded at their fair value and unrealized gains or losses are recognized as income in the accompanying financial statements. Fair value is determined from the brokerage statement, a level one input.

	2015	2014
Cost basis	$ 216,428	$ 216,490
Unrealized gain (loss)	(129,857)	(129,856)
Fair value	$ 86,571	$ 86,634

NOTE 6 - RELATED PARTY TRANSACTIONS

Management and administrative support:

The Company paid Aurora Capital Management, a related party, for managerial services and administrative support. Payments for these services totaled $-0- in 2015 year-to-date and $78,000 in 2014.

Related Party Lease:

The Company has entered into an equipment lease agreement with Aurora Capital Management, a related party, commencing February 1, 2014. Expense under this lease totaled $7,538 in 2015 year-to-date and $9,214 in 2014. Future payments due under this lease are as follows:

2015	$ 10,051
2016	10,051
2017	838
	$ 20,940

NOTE 6 - RELATED PARTY TRANSACTIONS (Continued)

Accounts Receivable Factoring – Related Party:

In September 2010 the Company entered into a factoring arrangement with Aurora Capital Management. In 2015 year-to-date the Company factored an aggregate of $984,048 in accounts receivable and $137,284 in sales orders to Aurora Capital Management for $1,016,236 in advances. The financing costs for this factoring totaled $105,096 in 2015 year-to-date and are included in interest expense in the accompanying financial statements. In 2014 the Company factored an aggregate of $709,593 in accounts receivable to Aurora Capital Management for $639,263 in advances. The financing costs for this factoring totaled $70,959 in 2014 and are included in interest expense in the accompanying financial statements.

Finance Agreement:

In April 2012 the Company entered into a finance agreement with Aurora Capital Management, LLC and posted a disclosure on the OTC Markets website. The agreement with Aurora Capital Management, LLC provides for the contribution of up to 750,000 common shares of the Company's common stock currently owned by Aurora Capital Management, LLC to GFD Investments, LLC. These shares will be strategically converted to cash to finance venture projects in alignment with the business objectives of GFD Investments, LLC.

NOTE 7 - LEASE

The Company leases its showroom, office and production space under an operating lease entered into in April 2010 and extended in March 2015. The lease currently runs through March 31, 2018. Rent expense was $109,416 in 2014 and $138,645 in 2013.

Future minimum lease payments are as follows:

2015	$ 213,785
2016	$ 240,043
2017	$ 240,043
2018	$ 60,011

NOTE 8 - INCOME TAXES

Income taxes consisted of the following:

	2015	2014
Current:		
Federal	$ -	$ -
State	-	-
State minimum fee	15	69
	15	69
Deferred:		
Federal	-	-
State	-	-
	-	-
Income tax expense	$ 15	$ 69

Reconciliation between the expected federal income tax rate and the actual tax rates is as follows:

	2015		2014	
	Dollars	Percent	Dollars	Percent
Expected federal tax expense (benefit)	$ (40,500)	-34.0%	$ (71,200)	-34.0%
Surtax exemption	10,800	9.1%	6,300	3.0%
State income tax, net of federal tax benefit	(7,700)	-13.2%	(13,500)	-6.4%
Valuation (utilization) of deferred tax asset	37,400	38.1%	78,400	37.4%
State minimum fee	15	0.0%	69	0.0%
Income tax expense (benefit)	$ 15	0.0%	$ 69	0.0%

NOTE 8 - INCOME TAXES (Continued)

The tax effects of net operating loss carry forwards gives rise to a significant deferred tax asset. ASC 740: Income Taxes requires that deferred tax assets be reduced by a valuation allowance if it is more likely than not that some portion or all of the deferred tax asset will not be realized.

	2015	2014
Gross deferred tax asset relating to:		
Capital loss carry forwards	$ 56,200	$ 56,200
Net operating loss carry forwards	316,500	135,800
Unrealized losses on investments	56,900	56,900
Gross deferred tax liability:		
Tax depreciation	(4,000)	(4,800)
Tax amortization	(58,300)	(41,600)
Unrealized gain on investments	-	-
Net deferred tax assets	367,300	202,500
Valuation allowance	(367,300)	(202,500)
Net deferred tax assets	-	-
Deferred tax liability	-	-
Net deferred tax asset (liability)	$ -	$ -

At September 30, 2015, the Company had net operating loss carry forwards available to offset future taxable income that expire in the years indicated as follows:

Year of Expiration	Federal	Minnesota
2025	$ 105,200	$ 89,000
2026	41,000	42,700
2029	326,800	330,300
2030	119,500	119,500
	$ 592,500	$ 581,500

NOTE 9 - SUBSEQUENT EVENTS

Subsequent events have been evaluated through November 13, 2015, which is the date the financial statements were available to be issued.

SUPPLEMENTAL INFORMATION

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATING BALANCE SHEETS (UNAUDITED)
SEPTEMBER 30, 2015

ASSETS	General Finance and Development, Inc.	HeartFit System, LLC	GFD Investments, LLC	Corporate Art Force, LLC	Eliminations	Consolidated
Current assets:						
Cash	$ 242	$ 261	$ 23,988	$ 72,340	$ -	$ 96,831
Marketable equity securities	-	-	86,571	-	-	86,571
Accounts receivable, net	-	-	-	86,787	-	86,787
Intercompany receivable (payable)	-	-	145,500	(145,500)	-	-
Inventory	-	-	-	257,680	-	257,680
Prepaid expenses	-	-	-	-	-	-
Total current assets	242	261	256,059	271,307	-	527,869
Property and equipment, at cost	-	-	-	226,274	-	226,274
Artwork held for lease, at cost	-	-	18,695	-		18,695
Less accumulated depreciation	-	-	(5,083)	(174,139)	-	(179,222)
Property and equipment, net	-	-	13,612	52,135	-	65,747
Other assets:						
Goodwill and customer list	-	-	-	328,425	-	328,425
Investments in subsidiaries	553,383	-	-	-	(553,383)	-
	553,383	-	-	328,425	(553,383)	328,425
Total assets	$ 553,625	$ 261	$ 269,671	$ 651,867	$ (553,383)	$ 922,041

(Continued)

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATING BALANCE SHEETS (UNAUDITED)
SEPTEMBER, 2015

CURRENT LIABILITIES AND SHAREHOLDERS' EQUITY	General Finance and Development, Inc.	HeartFit System, LLC	GFD Investments, LLC	Corporate Art Force, LLC	Eliminations	Consolidated
Current liabilities:						
Accounts payable and accrued expenses	$ -	$ -	$ -	$ 187,058	$ -	$ 187,058
Customer deposits	-	-	-	161,119	-	161,119
Factored sales orders	-	-	-	20,239	-	20,239
Current maturities of long-term debt	-	-	-	-	-	-
Total current liabilities	-	-	-	368,416	-	368,416
Long-term debt	-	-	-	-	-	-
Shareholders' equity:						
Undesignated shares: no par value; 500,000 authorized; no shares issued and outstanding	-	-	-	-	-	-
Common stock: $.01 par value; 50,000,000 shares authorized; 4,524,250 shares issued and outstanding	45,243	-	-	-	-	45,243
Additional paid-in capital	1,529,299	-	456,498	526,000	(982,498)	1,529,299
Accumulated deficit	(1,020,917)	261	(186,827)	(242,549)	429,115	(1,020,917)
Total shareholders' equity (deficit)	553,625	261	269,671	283,451	(553,383)	553,625
Total liabilities and shareholders' equity (deficit)	$ 553,625	$ 261	$ 269,671	$ 651,867	$ (553,383)	$ 922,041

See Independent Accountant's Disclaimer of Opinion on Unaudited Financial Statements

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATING STATEMENTS OF OPERATIONS (UNAUDITED)
QUARTER ENDED SEPTEMBER 30, 2015

	General Finance and Development, Inc.	HeartFit System, LLC	GFD Investments, LLC	Corporate Art Force, LLC	Eliminations	Consolidated
Total revenues	$ 3,100	$ -	$ 3,828	$ 573,247	$ (2,483)	$ 577,692
Cost of goods sold	-	-	-	384,688	-	384,688
Gross profit	3,100	-	3,828	188,559	(2,483)	193,004
Expenses:						
General and administrative	3,100	-	462	189,190	(2,483)	190,269
Operating income (loss)	-	-	3,366	(631)	-	2,735
Other income (loss):						
Earnings (loss) on subsidiaries	2,645	-	-	-	(2,645)	-
Realized loss on investment marketable equity securities	-	-	-	-	-	-
Unrealized loss on investment marketable equity securities	-	-	-	-	-	-
Interest and dividend income	-	-	-	-	-	-
Total other income (expense)	2,645	-	-	-	(2,645)	-
Income (loss) before income taxes	2,645	-	3,366	(631)	(2,645)	2,735
Income tax expense	-	-	-	-	-	-
Net income (loss)	$ 2,645	$ -	$ 3,366	$ (631)	$ (2,645)	$ 2,735

See Independent Accountant's Disclaimer of Opinion on Unaudited Financial Statements

GENERAL FINANCE AND DEVELOPMENT, INC.

CONSOLIDATING STATEMENTS OF OPERATIONS (UNAUDITED)
NINE MONTH PERIOD ENDED SEPTEMBER 30, 2015

	General Finance and Development, Inc.	HeartFit System, LLC	GFD Investments, LLC	Corporate Art Force, LLC	Eliminations	Consolidated
Total revenues	$ 3,435	$ -	$ 7,368	$ 1,466,230	$ (2,483)	$ 1,474,550
Cost of goods sold	-	-	-	1,103,465	-	1,103,465
Gross profit	3,435	-	7,368	362,765	(2,483)	371,085
Expenses:						
General and administrative	5,607	-	1,397	486,053	(2,483)	490,574
Operating income (loss)	(2,172)	-	5,971	(123,288)	-	(119,489)
Other income (loss):						
Earnings (loss) on subsidiaries	(117,332)	-	-	-	117,332	-
Realized loss on investment marketable equity securities	-	-	-	-	-	-
Unrealized loss on investment marketable equity securities	-	-	-	-	-	-
Interest and dividend income	-	-	-	-	-	-
Total other income (expense)	(117,332)	-	-	-	117,332	-
Income (loss) before income taxes	(119,504)	-	5,971	(123,288)	117,332	(119,489)
Income tax expense	-	-	15	-	-	15
Net income (loss)	$ (119,504)	$ -	$ 5,956	$ (123,288)	$ 117,332	$ (119,504)

See Independent Accountant's Disclaimer of Opinion on Unaudited Financial Statements