

HELIX TCS, INC.
(Formerly Jubilee4 Gold, Inc.)

FINANCIAL STATEMENTS

FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2015

Insert opinion

HELIX TCS, INC.
(Formerly Jubilee4 Gold, Inc.)
BALANCE SHEETS

	December 31, 2014	December 31, 2013
Assets		
Current Assets:		
Cash	\$ 500	\$ -
Total Current Assets	<u>500</u>	<u>-</u>
Total Assets	<u><u>\$ 500</u></u>	<u><u>\$ -</u></u>
Liabilities and Stockholders' (Deficit) Equity		
Current liabilities		
Accounts payable	\$ -	\$ 628,528
Accrued expenses and compensation	-	220,002
Current portion of long-term debt	-	162,620
Deferred franchise revenue	-	135,415
Dividends accrued	-	68,521
Total current liabilities	<u>-</u>	<u>1,215,086</u>
Notes payable related party loans	\$ -	\$ 2,097,160
Long-term debt	-	282,753
Deferred rent expense	-	119,473
Other long term liabilities	-	212,801
Total long-term liabilities	<u>-</u>	<u>2,712,187</u>
Total Liabilities	<u><u>\$ -</u></u>	<u><u>\$ 3,927,273</u></u>
Commitments and Contingencies		
Stockholders' Equity (Deficit)		
Preferred stock, \$.001 par value, 20,000,000 shares authorized, none issued or outstanding		
Common stock, \$.001 par value; 200,000,000 shares authorized 3,908,617 and 87,813,024 shares issued and outstanding at December 31, 2014 and 2013, respectively	3,909	87,813
Additional paid-in capital	18,410,704	17,522,770
Fair value of common stock warrants	-	628,010
Accumulated (deficit)	(18,407,308)	(22,159,061)
Accumulated comprehensive income (loss)	(6,805)	(6,805)
Total Stockholders' Equity (Deficit)	<u>500</u>	<u>(3,927,273)</u>
Total liabilities and stockholders' (deficit) equity	<u><u>\$ 500</u></u>	<u><u>\$ -</u></u>

See the notes to these financial statements.

HELIX TCS, INC.
(Formerly Jubilee4 Gold, Inc.)
STATEMENTS OF OPERATIONS
FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

	<u>2014</u>	<u>2013</u>
Revenue:	<u>\$ -</u>	<u>\$ -</u>
Operational expenses:		
Gain on sale of subsidiary	(3,927,773)	-
Non-cash consulting expense	<u>176,020</u>	<u>-</u>
Total operational expenses	<u>(3,751,753)</u>	<u>-</u>
Net (loss) income	<u>\$ 3,751,753</u>	<u>\$ -</u>
Per share information		
Net loss per common share		
Basic	\$ *	\$ *
Fully diluted	<u>*</u>	<u>*</u>
Weighted average number of common stock outstanding	<u>3,908,617</u>	<u>87,813,024</u>

* Less than \$(0.01) per share.

See the notes to these financial statements.

HELIX TCS, INC.
(Formerly Jubilee4 Gold, Inc.)
STATEMENT OF STOCKHOLDERS' (DEFICIT) EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

	No of Preferred Shares	Preferred Stock	No. of Common Shares	Common Stock	Additional Paid In Capital	Fair Value of Warrants	Accumulated Loss	Accumulated Deficit	Total Stockholders Equity
January 1, 2013 Balance	-	\$ -	87,813,024	87,813	\$ 17,522,770	\$ 628,010	\$ (6,805)	\$ (22,159,061)	\$ (3,927,273)
Net Loss	-	-	-	-	-	-	-	-	-
December 31, 2013 Balance	-	-	87,813,024	87,813	17,522,770	628,010	(6,805)	(22,159,061)	(3,927,273)
Issuance of Shares for services	-	-	87,500,000	87,500	87,500	-	-	-	175,000
Issuance of Shares for services	-	-	500,000	500	500	-	-	-	1,000
1:45 Reverse Stock Split	-	-	(171,914,398)	(171,914)	171,914	-	-	-	-
Rounding error fixed	-	-	(9)	-	-	-	-	-	-
Issuance of Shares - per subsidiary agmnt	-	-	10,000	10	10	-	-	-	20
Warrant Expiration	-	-	-	-	628,010	(628,010)	-	-	-
Gain from sale of subsidiary	-	-	-	-	-	-	-	3,751,753	3,751,753
Net Income	\$ -	\$ -	3,908,617	3,909	18,410,704	-	(6,805)	(18,407,308)	500
December 31, 2014 Balance									

HELIX TCS, INC.
(Formerly Jubilee4 Gold, Inc.)
STATEMENT OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

	<u>2014</u>	<u>2013</u>
Cash Flows from Operating Activities:		
Net Income (Loss)	\$ 3,751,753	\$ -
Adjustments to net income (loss) for non-cash items		
Gain on sale of subsidiary	(3,927,773)	-
Non-cash consulting expense	176,020	
Adjustments to reconcile net loss to net cash used in operating activities:		
Increase in accounts payable	<u>-</u>	<u>-</u>
Net Cash Used by Operating Activities	<u>-</u>	<u>-</u>
Cash Flows from Investing Activities:		
Cash from sale of subsidiary	<u>500</u>	<u>-</u>
Net Cash Used in Investing Activities	<u>500</u>	<u>-</u>
Net Cash Provided by Financing Activities	<u>-</u>	<u>-</u>
Net Increase (decrease) in Cash	500	-
Cash and Cash Equivalents - Beginning of Period	<u>-</u>	<u>-</u>
Cash and Cash Equivalents - End of Period	<u><u>\$ 500</u></u>	<u><u>\$ -</u></u>
 SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Cash paid for interest expense	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
Cash paid for income taxes	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
 SUPPLEMENTAL DISCLOSURE OF NON-CASH INVESTING ACTIVITIES:		
Issuance of common stock for consulting expenses	<u><u>\$ 176,020</u></u>	<u><u>\$ -</u></u>

See the notes to these financial statements.

HELIX TCS, INC.
(Formerly Jubilee4 Gold, Inc.)
Notes to the Financial Statements
For the Years Ended December 31, 2014 and 2013

NOTE 1 – BUSINESS AND BASIS OF PRESENTATION

Business

Spicy Pickle Franchising, Inc. was organized on January 14, 2003, in the state of Colorado, as a limited liability company which converted to a Corporation on September 8, 2006.

Nature of Operations –Spicy Pickle Franchising, Inc.(“Spicy Pickle”) was a publicly quoted shell company seeking to obtain debt and, or, equity financing to meet our ongoing operating expenses and attempt to merge with another entity with experienced management and opportunities for growth in return for shares of our common stock to create value for our shareholders.

On July 30, 2013, Spicy Pickle amended its Articles of Incorporation to change its name to Capital Franchising, Inc. (“Capital Franchising Colorado.”)

Re-domicile in Delaware

In order for Capital Franchising Colorado to re-domicile in Delaware from Colorado, on April 4, 2014, Capital Franchising Colorado entered into an Agreement and Plan of Merger (“the Merger Agreement”) with its wholly owned subsidiary, Capital Franchising, Inc., a Delaware corporation. Under the terms of the Merger Agreement, Capital Franchising Colorado shares of common stock converted automatically to Capital Franchising shares, without change or necessity to reissue. Also under the Merger Agreement, Capital Franchising became the surviving company domiciled in Delaware.

Jubilee4 Gold, Inc. (“Jubilee4, “the Company”, “we”, “us”, “our”) was organized as a subsidiary of Capital Franchising, Inc. under the laws of the State of Delaware on March 13, 2014, as a holding company. Further on March 13, 2014, CapF 2014, Inc. (“CF2014”) was organized as a wholly-owned subsidiary of Capital Franchising, Inc. as a constituent corporation.

Reorganization into a Holding Company Structure

Effective April 9, 2014, under an Agreement and Plan of Merger and Reorganization into a Holding Company (“the Reorganization”) filed with the Secretary of State of Delaware:

- Jubilee4 acquired 100% of the issued share capital of Capital Franchising in a share for share exchange of Jubilee4 shares for Capital Franchising shares with Capital Franchising's existing shareholders, and
- Capital Franchising merged with CF2014, one of Capital’s Franchising former subsidiary companies.

As a result of this reorganization into a Holding Company structure, Jubilee4 became the surviving publicly quoted parent holding company with CF2014, the surviving corporation of the merger between Capital Franchising and CF2014, becoming the sole remaining wholly-owned subsidiary of Jubilee4.

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Notes to the Financial Statements
For the Years Ended December 31, 2014 and 2013

The Reorganization has been accounted for so as to reflect the fact that both Capital Franchising and Jubilee4 were under common control at the date of the Reorganization, similar to a reverse acquisition of Capital Franchising and its subsidiary company, CF2014, by Jubilee4.

Sale of CF2014

On April 25, 2014, Jubilee4 entered into a Share Purchase Agreement with James Clark. Under the terms of the Share Purchase Agreement, Jubilee4 sold 100% of the issued and outstanding shares of its sole remaining wholly owned subsidiary, CF2014, to James Clark for \$10 cash consideration, subject to its debts, and issued 10,000 shares of Jubilee4 Common Stock, valued at \$20 (\$.002 per share - market), to Mr. Clark pursuant to the terms of the Share Purchase Agreement. At the time of the sale, CF2014 had no ongoing operations or assets and outstanding liabilities of approximately \$3,927,773.

Following the merger of Capital Franchising with and into CF2014, CF2014, as the surviving corporation in that merger, retained all outstanding liabilities of Capital Franchising in the divestiture.

As a result of the sale of 100% of the issued and outstanding shares of CF2014, Jubilee4, the surviving publicly quoted holding company no longer consolidates the liabilities of Capital Franchising or CF2014.

Subsequent Event - Name Change – Reverse Split

On October 11, 2015, Jubilee4's Board of Directors and a majority of its shareholders approved an amendment of its Articles of Incorporation to change its name from Jubilee4 Gold, Inc. to Helix TCS, Inc.

In addition, the shareholders approved, effective October 24, 2015, a reverse split of the Company's common stock on a 1 for 4 basis, with fractional shares to rounded up to the nearest whole number.

Basis of Presentation

The Company's fiscal year end is December 31st. The Company's financial statements are presented on the accrual basis of accounting under GAAP (Generally Accepted Accounting Principles).

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of the 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 periods. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less and money market instruments to be cash equivalents.

HELIX TCS, INC.
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Notes to the Financial Statements
For the Years Ended December 31, 2014 and 2013

Revenue and Accounts Receivable

The Company did not recognize revenues from its operations during the years ended December 31, 2014 and 2013.

Net Loss per Share

Basic net loss per common share is calculated by dividing the net loss applicable to common shares by the weighted average number of common and common equivalent shares outstanding during the period. For the years ended December 31, 2013 and 2014, there were no potential common equivalent shares used in the calculation of weighted average common shares outstanding as the effect would be anti-dilutive because of the net loss.

Stock-Based Compensation

The Company adopted the provisions of and accounts for stock-based compensation using an estimate of value in accordance with the fair value method. Under the fair value recognition provisions of this statement, stock-based compensation cost is measured at the grant date based on the fair value of the award and is recognized as expense on a straight-line basis over the requisite service period, which generally is the vesting period. The Company elected the modified-prospective method, under which prior periods are not revised for comparative purposes. The valuation method applies to new grants and to grants that were outstanding as of the effective date and are subsequently modified.

Fair Value of Financial Instruments

The Company's financial instruments, including cash and cash equivalents, accounts receivable, accounts payable, and notes payable are carried at cost, which approximates fair value due to the short-term maturity of these instruments.

Other Comprehensive Income

The Company has no material components of other comprehensive income (loss) and accordingly, net loss is equal to comprehensive loss in all periods.

Income Taxes

Provision for income taxes represents actual or estimated amounts payable on tax return filings each year. Deferred tax assets and liabilities are recorded for the estimated future tax effects of temporary differences between the tax basis of assets and liabilities and amounts reported in the accompanying balance sheets, and for operating loss and tax credit carry forwards. The change in deferred tax assets and liabilities for the period measures the deferred tax provision or benefit for the period. Effects of changes in enacted tax laws on deferred tax assets and liabilities are reflected as adjustment to the tax provision or benefit in the period of enactment.

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Notes to the Financial Statements
For the Years Ended December 31, 2014 and 2013

Recent Accounting Pronouncements

There were accounting standards and interpretations issued during the year ended December 31, 2014, none of which are expected to have a material impact on the Company's financial position, operations or cash flows.

NOTE 3 – GOING CONCERN AND MANAGERMENTS' PLAN

The Company's financial statements for the years ended December 31, 2014 and 2013 have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. The Company reported a net income of \$3,751,753 and nil for the years ended December 31, 2014 and 2013, respectively, and an accumulated deficit of \$18,407,308 as of December 31, 2014.

The future success of the Company is dependent on its ability to attract additional capital and ultimately, upon its ability to develop future profitable operations. There can be no assurance that the Company will be successful in obtaining such financing, or that it will attain positive cash flow from operations. Management believes that actions presently being taken to revise the Company's operating and financial requirements provide the opportunity for the Company to continue as a going concern.

NOTE 4 – CURRENT AND LONG-TERM LIABILITIES

On April 25, 2014, the Company entered into a Share Purchase Agreement with James Clark. Under the terms of the Share Purchase Agreement, Jubilee4 sold 100% of the issued and outstanding shares of its sole remaining wholly owned subsidiary, CF2014, to James Clark for \$10 cash consideration, subject to its debts, and issued 10,000 shares of Jubilee4 Common Stock, valued at \$20 (\$.002 per share - market), to Mr. Clark pursuant to the terms of the Share Purchase Agreement. At the time of the sale, CF2014 had no ongoing operations or assets and outstanding liabilities of approximately \$3,927,773.

Following the merger of Capital Franchising with and into CF2014, CF2014, as the surviving corporation in that merger, retained all outstanding liabilities of Capital Franchising in the divestiture.

As a result of the sale of 100% of the issued and outstanding shares of CF2014, Jubilee4, the surviving publicly quoted holding company no longer consolidates the liabilities of Capital Franchising or CF2014 and recognized a gain of \$3,927,773 on the sale of the CF2014.

NOTE 5 -COMMITMENTS & CONTINGENCIES

At December 31, 2014, the Company did not have any commitments or contingencies.

NOTE 6 – STOCKHOLDERS' EQUITY

Preferred Stock

The authorized preferred stock of the Company is 20,000,000 shares. Preferred stock can be designated in any series or classes and with those rights, privileges and preferences to be determined at the discretion of the Company's Board of Directors. At December 31, 2014 and 2013, the Company has not designated any series of preferred stock or issued any shares of preferred stock.

HELIX TCS, INC.
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Notes to the Financial Statements
For the Years Ended December 31, 2014 and 2013

Common Stock

The authorized common stock of the Company is 200,000,000 shares of common stock with a \$0.001 par value. At December 31, 2014 and 2013, the Company had 3,908,626 and 87,813,024 (pre-split) shares of its common stock issued and outstanding, respectively.

Reverse Split

In March 2014, the Company's shareholders and its Board of Directors approved a 1 for 45 reverse split of the Company's common stock. Such reverse split was effective on April 18, 2014. Prior to the reverse split the Company had 175,813,024 shares issued and outstanding, post-split the Company had 3,908,626 shares issued and outstanding.

Issuances

During the year ended December 31, 2014, the Company issued 87,500,000 (1,944,444 post-split) shares of common stock valued at \$0.002 or \$175,000 to Little River, LLC in exchange for its work to re-organize the Company, such shares were treated as stock for services.

During the year ended December 31, 2014, the Company issued 500,000 (11,111 post-split) shares of its restricted common stock as to its then Chief Executive Officer and Director, the shares were valued at \$1,000 or \$0.002 per share and treated as stock for services.

During the year ended December 31, 2014, the Company issued 10,000 post-split shares of its restricted common stock pursuant to the terms of the Share Purchase Agreement by and between Mr. James Clark and the Company.

NOTE 7 - INCOME TAXES

The Company is subject to domestic income taxes. The Company has recognized minimal income during the years ended December 31, 2014 and 2013, and therefore has paid no income tax.

Deferred income taxes arise from temporary timing differences in the recognition of income and expenses for financial reporting and tax purposes. The Company's deferred tax assets consist entirely of the benefit from net operating loss (NOL) carry-forwards. The NOL carry forwards expire in various years through 2031. The Company's deferred tax assets are offset by a valuation allowance due to the uncertainty of the realization of the NOL carry-forwards. NOL carry-forwards may be further limited by a change in company ownership and other provisions of the tax laws.

Due to the change in ownership of over 50% in 2013, under the Tax Reform Act of 1986, the NOL carry forward benefits are normal.

The Company's deferred tax assets, valuation allowance, and change in valuation allowance are as follows:

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Notes to the Financial Statements
For the Years Ended December 31, 2014 and 2013

	Estimated NOL Carry-forward benefit	Valuation Allowance	Net Tax Benefit
December 31, 2014	\$0	\$0	-
December 31, 2013	\$0	\$0	-

NOTE 8 - SUBSEQUENT EVENTS

Change of Control

On October 9, 2015, the Company issued 8,900,000 shares of its restricted common stock to Helix Opportunities, LLC for \$51,300 in cash. As a result of such issuance, Helix Opportunities, LLC became the majority shareholder of the Company

Name Change – Reverse Split

On October 11, 2015, Jubilee4's Board of Directors and a majority of its shareholders approved an amendment of its Articles of Incorporation to change its name from Jubilee4 Gold, Inc. to Helix TCS, Inc.

In addition, the shareholders approved, effective October 24, 2015, a reverse split of the Company's common stock on a 1 for 4 basis, with fractional shares to rounded up to the nearest whole number.

The Company has evaluated its activities subsequent to December 31, 2014 and through the issuance of the financial statements and found no other reportable subsequent events.