

OTC Pink Basic Disclosure

1) Name of the issuer and its predecessors:

Bayport International Holdings, Inc. (Current)
Exit Only, Inc. (2002)

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

Company Headquarters Address:

7633 E. 63 Place, Suite 300
Tulsa, Oklahoma 74135
Phone: 918-459-4595
Email: bayport@bayportinternational.com
Website: www.bayportinternational.com

IR Contact Address:

Benchmark Advisory Partners, LLC.
7817 Herschel Avenue, Suite 201
La Jolla, CA 92037
866-703-4778

3) Security Information:

Trading Symbol: BAYP
Exact title and class of securities outstanding: Common
CUSIP: 073068 108
Par or Stated Value: .001
Total shares authorized: 700,000,000 as of: 6/30/15
Total shares outstanding: 239,424,402 as of: 6/30/15

Additional class of securities:

Trading Symbol: BAYP
Exact title and class of securities outstanding: preferred
CUSIP: 073068 108
Par or Stated Value: .01
Total shares authorized: 25,000,000 as of: 6/30/15
Total shares outstanding: 24,000,000 as of: 6/30/15

Transfer Agent:

Pacific Stock Transfer
4045 South Spencer Street, Suite 403
Los Vegas, NV 89119
800-785-7782
www.pacificstocktransfer.com

The Transfer Agent is registered under the Exchange Act. To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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:

100:1 reverse stock split was completed during the third quarter of 2014.

4) Issuance History

Listed below are any events, in chronological order, which resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list includes all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing the securities, the persons or entities to whom such securities were issued and the services provided by such persons or entities.

07/2013	2,500,000 shares	non restricted
07/2013	1,250,000 shares	non restricted

08/2013	1,300,000 shares	non restricted
09/2013	1,400,000 shares	non restricted
10/2013	782,840 shares	non restricted
02/2014	1,600,000 shares	non restricted
06/2014	2,300,000 shares	non restricted
02/2015	190,934,400 shares	restricted
03/2015	4,000,000 shares	restricted

Note: All shares represented are post stock split amounts.

5) Financial Statements:

Provided are 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.

A. Balance sheet;	Attached/Appended
B. Statement of income;	Attached/Appended
C. Statement of cash flows;	Attached/Appended
D. Financial notes;	Attached/Appended
E. Audit letter,	Not Applicable (currently in process)

The financial statements provided pursuant to this item have been prepared in accordance with US GAAP by persons with sufficient financial skills.

See OTC

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:

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

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

The Company is primarily involved in acquisitions of oil and gas interests and mining properties.

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

February 2, 2005 - Nevada

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

1311 Oil Gas
1041 Gold Ore

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

Oil & Gas

7) Describe the Issuer's Facilities

The Company currently rents office space on a month to month basis at: 7633 East 63rd Place, Suite 300, Tulsa, Oklahoma 74135

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

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.

Directors: James L. Porter
Clay Franks
Gina L. Porter

Officers: James L. Porter
Clay Franks
Gina L. Porter

Control Persons: James L. Porter – Preferred/Common
Clay Franks – Preferred/Common
Gina L. Porter – Preferred/Common

B. Legal/Disciplinary History. Please identify whether any 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);

No

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;

No

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.

No

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.

No

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

None

9) **Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel - Primary

Kenneth Bart

Bart & Associates, LLC

8400 East Prentice Avenue, Suite 1500

Greenwood Village, CO 80111

Phone: 720-226-7511

Email: kbart@kennethbartesq.com

Accountant or Auditor

Cameron Terry, CPA

M&K CPAS, PLLC

4100 N. Sam Houston Parkway W Suite 200B

Houston, TX 77086

Phone: 832-242-9950 ext 209

Fax: 832-242-9956

Email: cterry@mkacpas.com

Web Site: www.mkacpas.com

Investor Relations Consultant
Benchmark Advisory Partners, LLC.
7817 Herschel Avenue, Suite 201
La Jolla, CA 92037
866-703-4778

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

None

10. Issuer Certification

I, James L. Porter certify that:

1. I have reviewed this Annual Disclosure Statement of BAYP;
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.

August 14, 2015



James L. Porter - President

6:29 AM
08/14/15
Accrual Basis

Bayport Corporation
Balance Sheet
As of June 30, 2015

	<u>Jun 30, 15</u>
ASSETS	
Current Assets	
Checking/Savings	
Cash In Bank	
FNB Checking	69.50
First National Bank Hominy	22.79
Total Cash In Bank	<u>92.29</u>
Total Checking/Savings	92.29
Other Current Assets	
Mining Bond	-4.88
Total Other Current Assets	<u>-4.88</u>
Total Current Assets	87.41
Fixed Assets	
Skin Care Business	79,508.00
Oil & Gas Projects	
WV Gas System	23,015.00
Oil & Gas Projects - Other	133,081.83
Total Oil & Gas Projects	156,096.83
Capitalized Mining Expenses	315,065.21
Equipment	1,912.93
Accumulated Depreciation	-4,092.00
Total Fixed Assets	<u>548,490.97</u>
Other Assets	
Start Up Costs	15,710.51
Total Other Assets	<u>15,710.51</u>
TOTAL ASSETS	<u>564,288.89</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
STC	2,000.00
Loan	108,000.00
Accrued Wages Payable	110,000.00
Total Other Current Liabilities	<u>220,000.00</u>
Total Current Liabilities	<u>220,000.00</u>
Total Liabilities	220,000.00
Equity	
Capital Stock	1,025,016.00
Deficit Accumulated During the	-492,216.00

6:28 AM
08/14/15
Accrual Basis

Bayport Corporation
Profit & Loss
April through June 2015

	Apr - Jun 15
Ordinary Income/Expense	
Income	
Oil & Gas	100.00
Total Income	<u>100.00</u>
Expense	
Bank Service Charges	105.96
Dues and Subscriptions	34.95
Internet and Web	2,796.05
Legal Fees	1,000.00
Meals and Entertainment	8.28
Miscellaneous Expense	100.00
Postage and Delivery	98.15
Professional Fees	27,000.00
Public Company Fees & Expenses	
Press Releases	209.00
Transfer Agent	1,000.00
Public Company Fees & Expenses - Other	750.00
Total Public Company Fees & Expenses	<u>1,959.00</u>
Rent Expense	876.93
Telephone Expense	212.73
Travel Expense	
Lodging	204.70
Total Travel Expense	<u>204.70</u>
Total Expense	<u>34,396.75</u>
Net Ordinary Income	<u>-34,296.75</u>
Net Income	<u><u>-34,296.75</u></u>

6:31 AM
08/14/15

Bayport Corporation
Statement of Cash Flows
April through June 2015

	<u>Apr - Jun 15</u>
OPERATING ACTIVITIES	
Net Income	-34,296.75
Adjustments to reconcile Net Income to net cash provided by operations:	
Loan	<u>20,000.00</u>
Net cash provided by Operating Activities	-14,296.75
FINANCING ACTIVITIES	
Capital Stock	<u>12,825.00</u>
Net cash provided by Financing Activities	<u>12,825.00</u>
Net cash increase for period	-1,471.75
Cash at beginning of period	<u>1,564.04</u>
Cash at end of period	<u><u>92.29</u></u>

Bayport International Holdings, Inc.
A Development Stage Company
Notes to the Consolidated Compiled Financial Statements

June 30, 2015

Nature of Operations

Bayport International Holdings, Inc. (the "Company") was formed as Exit Only, Inc., a Nevada corporation on February 8, 2005. The company changed its name to Bayport International Holdings, Inc., in early 2012. The Company's corporate office is located in Las Vegas, Nevada and they also have a satellite office in Tulsa, OK.

Bayport International Holdings, Inc. is in the process of acquiring and commercially exploiting various prospective oil and natural gas properties throughout the Northeastern and Midwestern United States primarily in Texas and Pennsylvania.

Cosmic American Rare Earth, Inc., a Nevada corporation and Bayport subsidiary acquired certain mineral claims in Utah from third parties and is evaluating the feasibility of commercial exploitation for various minerals claims.

At present, Bayport's business will be primarily focused upon the commercial exploitation of various oil and gas opportunities.

The Company has retained the services of Ken Bart of Bart & Associates, LLC, to compile and submit a Form 10 filing working toward SEC Fully Reporting Status and OTCQB up listing. We have supplied our attorney with business plan, Industry Standard Asset Questionnaire, Articles of Incorporation, Bylaws, Meeting Notes and Amendments.

The Company has retained the accounting services of M&K CPAS, PLLC, to perform an audit of the Company's financials in order to achieve Fully Reporting Status near the end of the 2nd Quarter 2015. Our auditor has received 3 years bank statements, digital financial documentation, permission forms to speak to all associated banks, transfer agent and other financial institutions, mining bonds, asset valuations, and a series of receipts and invoices for cash payment support. As they request additional documentation we will promptly provide the requested information.

It has been the goal of the Company since inception to become SEC Fully Reporting. This brings a level of trust and transparency that can be gained only with the assistance from an SEC Attorney to file the Form 10 and a CPA/Auditor to conduct a comprehensive audit of the company's financials. We feel that this move is best for current and future shareholders.

Summary of Significant Accounting Policies

Cash and Cash Equivalents

For the purpose of the statement of cash flows, the company considers all short-term debt securities purchased with a maturity of three months or less to be cash equivalents.

Property and Depreciation

Expenditures for additions and improvements are capitalized at cost. Maintenance and repairs are expensed as incurred. Depreciation is computed using the straight-line method, based upon the estimated useful lives of the related assets.

Revenue Recognition

The Company's revenue will be derived from the sale of oil, natural gas, and minerals. Revenue will be recognized when the income is earned.

Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Income Taxes

Income taxes will be provided for the tax effects of transactions reported in the financial statements and will consist of taxes currently due plus deferred taxes for operating losses that are available to offset future taxable income.

Facilities

The company is currently utilizing rented office space at 7633 East 63rd Place, Tulsa, Oklahoma.

Shareholders' Equity

The company has authorized 700,000,000 common shares, par value \$.001 per share. As of June 30, 2015, there were 239,424,402 common shares issued and outstanding.

The Company has authorized 25,000,000 preferred shares, par value \$.001 per share. As of June 30, 2015 the company had issued a total of 24,000,000 shares of preferred stock to its officers and directors in lieu of compensation. These shares have 1,000 votes for each share, for a total of 24,000,000,000 votes. If the Shareholder converts these shares to common shares, they convert on a one-to-one basis.

Rights as to dividends, return of capital, redemption, conversion, voting, and otherwise with respect to the preference of shares may be determined by the Company's Board of Directors on

or before the time of issuance. In the event of the liquidation of the Company, the holders of any preference shares then outstanding would be entitled to payment to them of the amount for which the preference shares were subscribed and any unpaid dividends prior to any payment to the common shareholders.

Receivables and Related Party Transactions

None

Subsequent Events

Management has evaluated subsequent events through August 14, 2015 the date which the financial statements were available to be issued.

There were no significant subsequent events.