

# Wealthcraft Systems, Inc.

# Annual Report for the period December 31, 2015 and 2014

## ITEM 1 NAME OF ISSUER AND ITS PREDECESSORS (if any):

Wealthcraft Systems, Inc. – 10/19/2006 to present Formerly=Parque La Quinta Estates 10/29/2002 until 10/19/2006

## ITEM 2 ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

7119 W. Sunset Blvd. Hollywood, CA 90046 Phone: 323-426-8331

www.wealthcraftsystemsinc.com

## ITEM 3 SECURITY INFORMATION:

As of December 31, 2015:

Trading symbol: WCSY

Common stock -25,000,000 shares authorized, par value \$.001 and 13,673,060

shares issued and outstanding

Cusip number: 947000105

## **Transfer Agent**

Pacific Stock Transfer 6725 Via Austi Parkway Suite 300 Las Vegas, NV 89119

This transfer Agent is registered under the Exchange Act

## ITEM 4 ISSUANCE HISTORY

During the year ended December 31, 2015 and 2014, the Company issued no shares of capital stock.

## WEALTHCRAFT SYSTEMS, INC.

Financial Statements December 31, 2015 and 2014

## WEALTHCRAFT SYSTEMS, INC. BALANCE SHEETS DECEMBER 31, 2015 AND 2014

## ASSETS

	2015		 2014	
Current Assets				
Cash and cash equivalents	\$	-1	\$ 14,017	
Total Assets	\$	-	\$ 14,017	

## LIABILITIES AND STOCKHOLDERS' DEFICIT

Current Liabilities		
Accrued expenses	\$ 45,638	\$ 44,309
Total Current Liabilities	45,638	44,309
Stockholders' Deficit		
Common stock, \$0.001 par value, 25,000,000		
shares authorized, 13,673,060 issued and		
outstanding, respectively	13,673	13,673
Additional paid in capital	7,556,572	7,556,572
Accumulated deficit	(7,615,883)	(7,600,537)
Total Stockholders' Deficit	(45,638)	(30,292)
Total Liabilities and Stockholders' Deficit	\$ -	\$ 14,017

## WEALTHCRAFT SYSTEMS, INC. STATEMENTS OF OPERATIONS FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

	2015	2014	
Revenue	s -	\$ -	
Cost of revenue			
Gross profit			
General and administrative expenses	13,942	201,793	
Loss from operations	(13,942)	(201,793)	
Other (Income) Expense Interest income Interest expense Realized investment gains Total Other (Income) Expense	1,404	(3,633) 1,291 (53,920) (56,262)	
Net loss before income taxes	(15,346)	(145,531)	
Provision for income taxes  Net loss	\$ (15,346)	\$ (145,531)	
Basic and diluted loss per share	\$ (0.001)	\$ (0.011)	
Basic and diluted weighted average shares outstanding	13,673,060	13,673,060	

## WEALTHCRAFT SYSTEMS, INC. STATEMENTS OF STOCKHOLDERS' DEFICIT FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

	Commo Shares	n Stock Amou	unt	 lditional in Capital	Ac	cumulated Deficit	Stoc	Total kholders' ty (Deficit)
Balance December 31, 2013	13,673,060	\$ 13	,673	\$ 7,556,572	\$	(7,455,006)	\$	115,239
Net loss						(145,531)		(145,531)
Balance December 31, 2014	13,673,060	13	,673	7,556,572		(7,600,536)		(30,291)
Net loss	-		×			(15,346)		(15,346)
Balance December 31, 2015	13,673,060	\$ 13	,673	\$ 7,556,572	\$	(7,615,882)	\$	(45,637)

## WEALTHCRAFT SYSTEMS, INC. STATEMENTS OF CASH FLOW FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

	2015	2014
Cash Flows From Operating Activities		
Net loss	\$ (15,346)	\$ (145,531)
Adjustments to reconcile net loss to net cash used in operating activities:		
Increase / (decrease) in current liabilities:		
Accounts payable and accrued expenses	1,329	1,291
Total Adjustments	1,329	1,291
Net cash used in operating activities	(14,017)	(144,240)
Net decrease in cash and cash equivalents	(14,017)	(144,240)
Cash and cash equivalents, beginning balance	14,017	158,257
Cash and cash equivalents, ending balance	<u>s -</u>	\$ 14,017
SUPPLEMENTAL DISCLOSURES:		
Cash paid during the year for:		
Income tax payments	s -	\$ -
Interest payments	\$ -	\$ -

#### WEALTHCRAFT SYSTEMS, INC. NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2015 AND 2014

#### NOTE 1 - NATURE OF OPERATIONS

WealthCraft Systems, Inc, (the "Company") was organized on October 29, 1992 under the laws of the State of Nevada. On November 13, 2007, WealthCraft Systems, Inc. ("WealthCraft") completed the transactions contemplated by that certain Exchange Agreement, dated as of October 19, 2007, by and among WealthCraft, certain shareholders of WealthCraft, WealthCraft Systems Ltd., a private limited company organized under the laws of the Hong Kong Special Administrative Region of the People's Republic of China ("WealthCraft HK") and the shareholders of WealthCraft HK (the "Exchange Agreement"). Accordingly, WealthCraft acquired all of the issued and outstanding shares of stock of WealthCraft HK, in exchange for the issuance in the aggregate of 7,000,000 shares of common stock of WealthCraft, which shares represent 70% of the issued and outstanding capital stock of WealthCraft after the consummation of the Exchange Agreement and the transactions contemplated thereby.

On September 18, 2012 the Company sold WealthCraft HK to an Australian publicly held company in exchange for approximately \$75,000 and 2,000,000 shares of their common stock. Subsequent to this date the Company has had no operations and only incurred administrative expenses.

#### NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Method of Accounting

The financial statements of the Company have been prepared on the accrual basis of accounting which is in accordance with accounting principles generally accepted in the United States of America (GAAP) and, accordingly, reflect all significant receivables, payables, and other liabilities.

#### Estimates

The preparation of financial statements in conformity with US GAAP requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include collectability of accounts receivable, accounts payable, sales returns and recoverability of long-term assets.

#### Revenue Recognition

Revenue is recognized when persuasive evidence of an arrangement exists, delivery has occurred, the fee is fixed or determinable, and collectability is probable. Revenue generally is recognized net of allowances for returns and any taxes collected from customers and subsequently remitted to governmental authorities.

#### Cost of Sales

Cost of sales includes: inventory, commission, trade shows, retail display allowance, cost associated with the delivery and travel expenses.

## Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid investments available for current use with an initial maturity of three months or less to be cash equivalents.

## Accounts Receivable

Receivables are recorded when billed or accrued and represent claims against third parties that will be settled in cash. The carrying value of receivables, net of the allowance for doubtful accounts, if any, represents their estimated net realizable value. The allowance for doubtful accounts, if any, is estimated based on historical collection trends, type of customer, the age of outstanding receivables and existing economic conditions. If events or changes in circumstances indicate that specific receivable balances may be impaired, further consideration is given to the collectability of those balances and the allowance is adjusted accordingly. Past due receivable balances are written-off when internal collection efforts have been unsuccessful in collecting the amount due.

#### Fair Value Measurements

For certain of the Company's financial instruments, including cash and equivalents, restricted cash, accounts receivable, accounts payable, accrued liabilities and short-term debt, the carrying amounts approximate their fair values due to their short maturities. ASC Topic 820, "Fair Value Measurements and Disclosures," requires disclosure of the fair value of financial instruments held by the Company. ASC Topic 825, "Financial Instruments," defines fair value, and establishes a three-level valuation hierarchy for disclosures of fair value measurement that enhances disclosure requirements for fair value measures. The carrying amounts reported in the consolidated balance sheets for receivables and current liabilities each qualify as financial instruments and are a reasonable estimate of their fair values because of the short period of time between the origination of such instruments and their expected realization and their current market rate of interest. The three levels of valuation hierarchy are defined as follows:

Level 1 inputs to the valuation methodology are quoted prices for identical assets or liabilities in active markets.

Level 2 inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.

Level 3 inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The Company analyzes all financial instruments with features of both liabilities and equity under ASC 480, "Distinguishing Liabilities from Equity," and ASC 815.

As of December 31, 2015 and 2014, the Company did not identify any assets and liabilities that are required to be presented on the balance sheet at fair value.

#### Income Taxes

The Company adopted the provisions of Interpretation ("FIN") No. 48, "Accounting for Uncertainty in Income Taxes—an Interpretation of FASB Statement No. 109" (ASC 740). ASC 740 prescribes a new threshold for determining when an income tax benefit can be recognized, which is a higher threshold than the one imposed for claiming deductions on income tax returns. The adoption of ASC 740 did not have any impact on the Company's financial statements. The Company's federal and state income tax returns are subject to possible examination by the taxing authorities until the expiration of the related statutes of limitations on those tax returns. In general, the federal and state income tax returns have a three year statute of limitations. The Company would recognize accrued interest and penalties associated with uncertain tax provisions, if any, as part of the income tax provision.

At December 31, 2015 and 2014, the Company had not taken any significant uncertain tax positions on its tax returns for 2015 and prior years or in computing its tax provision for 2015.

#### NOTE 3 - ACCOUNTS PAYABLE AND ACCRUED EXPENSES

Accounts payable and accrued expenses consist of accrued interest and penalties assessed by the Internal Revenue service related to late filing of returns for the year 2009. The Company at this time is appealing the penalties and interest but has made a full accrual for the current amounts due.

#### NOTE 4 - STOCKHOLDERS' DEFICIT

The Company has 25,000,000 shares of common stock authorized and 13,673,060 shares issued at a par value of \$0.001 per share as of December 31, 2015 and 2014. There were no stock transactions during the years ended December 31, 2015 and 2014.

#### NOTE 5 - GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.

As reflected in the accompanying financial statements, the Company had an accumulated deficit at December 31, 2015 of \$7,615,883 and no annual revenues. These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern.

Management intends to raise additional funds by way of a public or private offering as well as sell the entity to an interested buyer. While the Company believes in the viability of this strategy its ability to raise funds or sell the Company there can be no assurances to that effect

The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

#### NOTE 6 - SUBSEQUENT EVENTS

In preparing these financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through January 12, 2016, the date the financial statements were available for use.

## ITEM 6 DESCRIBE THE ISSUER'S BUSINESS, PRODUCTS AND SERVICES

Description of the issuer's business operations:

Wealthcraft Systems, Inc. serves as a holding company for oil, gas and other investments. The Company is currently in the early stages of acquisitions.

Date and State (or Jurisdiction) of Incorporation: October 29, 2002 – Nevada

The issuer's primary and secondary SIC Codes: 1381

The issuer's fiscal year end date: 12/31

#### ITEM 7 DESCRIBE THE ISSUER'S FACILITIES

The Company has no facilities to list.

## ITEM 8 OFFICER, DIRECTORS AND CONTROL PERSONS

Full Name: Joseph Arcaro

Title: Chief Executive Officer / Chief Financial Officer / Secretary / Chairman of the

**Board of Directors** 

Business Address: 22837 Pacific Coast Highway #632, Malibu, CA 90265

Compensation: None

Ownership: 0 shares of common stock

Biography – Mr. Arcaro is an experience entrepreneur. He has over 15 years of

experience in the brokerage and venture capital business.

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);

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.

The following table sets forth, as of February 17, 2016, information about the beneficial ownership of our capital stock with respect to each person known by Wealthcraft Systems, Inc. to own beneficially more than 5% of the outstanding capital stock, each director and officer, and all directors and officers as a group.

	Number of Shares		
	Beneficially		Percentage of
Name	Owned	Class	Class (1)
Officers and Directors			_
Joseph Arcaro	0	Common	0%
Chief Executive Officer,			
Chief Financial Officer,			
Secretary and member			
of the Board of			
Directors			
Over 5% holders		_	
Philip James Neilson	892,853	Common	7%
Vally Ioy Michael	5,709,008	Common	42%
Kelly Jay Michael Tallas	3,709,008	Common	42%
1 41145			

1) The above percentages are based on 13,673,060 shares of common stock outstanding as of February 17, 2016.

## ITEM 9 THIRD PARTY PROVIDERS:

1. <u>Counsel</u>
Bret Whipple
1100 S. 10TH ST.
Las Vegas, NV 89104
PH. 702-731-0000

- 2. <u>Accountant or Auditor</u> Financials prepared by Management
- 3. <u>Investor Relations Consultant</u> None
- 4. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement the information shall include the telephone number and email address of each advisor.

None

## ITEM 10 ISSUER CERTIFICATION

- I, Joseph Arcaro, certify that:
- 1. I have reviewed this annual report of Wealthcraft Systems, 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.

Date: February 18, 2016

/s/ Joseph Arcaro
Joseph Arcaro
Chief Executive Officer
(Principal Executive Officer)

- I, Joseph Arcaro, certify that:
- 1. I have reviewed this annual report of Wealthcraft Systems, 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.

Date: February 18, 2016

/s/ Joseph Arcaro
Joseph Arcaro
Chief Financial Officer
(Principal Financial Officer)