

**Upper Street Marketing, Inc.**  
Consolidated Statements of Cash Flows  
(Unaudited)

	For the Nine Months Ended September 30,	
	2015	2014
<b>OPERATING ACTIVITIES</b>		
Net loss	\$ (943,636)	\$ (372,108)
Adjustments to reconcile net loss to net cash used by operating activities:		
Common stock issued for services	-	-
Impairment of goodwill	600,000	-
Changes in operating assets and liabilities:		
Accounts receivable	-	-
Subscription receivable	4,000	(11,500)
Accounts payable and accrued expenses	119,511	(1,977)
Net Cash Used in Operating Activities	(220,125)	(385,585)
<b>INVESTING ACTIVITIES</b>		
Purchase of equipment	-	-
Net Cash Used in Investing Activities	-	-
<b>FINANCING ACTIVITIES</b>		
Proceeds from notes payable	103,500	25,000
Proceeds from convertible notes payable	50,000	29,900
Proceeds from sale of common stock	132,300	339,528
Proceeds from related party payables	24,000	15,671
Cash paid on notes receivable	(140,000)	-
Net Cash Provided by Financing Activities	169,800	410,099
NET INCREASE IN CASH	(50,325)	24,514
CASH AT BEGINNING OF PERIOD	51,294	26,780
CASH AT END OF PERIOD	\$ 969	\$ 51,294
<b>SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION</b>		
<b>CASH PAID FOR:</b>		
Interest	\$ -	\$ -
Income taxes	\$ -	\$ -
<b>NON CASH INVESTING ACTIVITIES:</b>		
Common stock issued for debt	\$ 18,750	\$ -

The accompanying notes are an integral part of these consolidated financial statements