Gear International, Inc.

Quarterly Disclosure Statement

March 31, 2016

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PART A – GENERAL COMPANY INFORMATION

ITEM I – **The exact name of the issuer and its predecessor (if any).**

Gear International, Inc.
(formerly GolfGear International, Inc.)
(Effective March 22, 2012, the Company changed its name to Gear International, Inc.)

ITEM II – **The address of the issuer's principal executive offices.**

Gear International, Inc.

38 South Blue Angel Parkway, Suite #169
Pensacola, Florida 32506

Phone: (307) 222-9004
Fax: (800) 614-9852

ITEM III – **The jurisdiction(s) and date of the issuer's incorporation or organization.**

Incorporated in the State of Nevada on November 25, 1996
Domesticated in the State of Wyoming on September 16, 2010

PART B – SHARE STRUCTURE

ITEM IV – **The exact title and class of securities outstanding.**

Title/Class	CUSIP#	Symbol
Common	381689207	GEAR
Preferred Series A		
Preferred Series B		
Preferred Series C		

ITEM V – **Par or stated value and description of the security.**

A.

Title/Class	Par Value
Common	$0.0001
Preferred	$0.0001

B. Common Stock

a. Dividends – on June 29, 2012 the Company paid a 5% stock dividend
b. Voting Rights – one vote per share of common stock
c. Preemption Rights – None
d. Material Rights – None
e. Provisions in Charter or By-Laws that would delay, defer or prevent a Change in control of the issuer – None.

On June 11, 2015, the Company issued 1,900,000,000 common shares to an officer/director in exchange for 4 Series A Preferred Shares to be held by the Company as Treasury Stock.

On June 23, 2015, the Company issued 1,520,002,500 of its common shares in exchange for 202,667 Series B Preferred Shares based on a conversion rate of 1:7,500.

Preferred Stock

Series A: The holders of the Series A Preferred Shares shall be entitled to receive dividends when, as, and if declared by the Board of Directors, in its sole discretion. Each share of the Series A Preferred Stock shall have super-voting rights equal to the total aggregate number of all common shares and all preferred shares issued and outstanding. The Series A Preferred Shares shall have no conversion rights.

Series B: The holders of the Series B Preferred Shares shall be entitled to receive dividends when, as, and if declared by the Board of Directors, in its sole discretion. On August 25, 2015, the Company increased the conversion rate on the Series B preferred shares from 1-for-1 to 7,500-for-1. Each share of the Series B Preferred Stock shall have votes based upon its conversion rate. Effective August 25, 2015, each share of the Series B Preferred Shares will therefore be entitled to one (1) vote per share and each share of the Series B Preferred Shares may be converted, at the option of the holder, at any time, and / or from time to time, into one (1) share of the Corporation's common stock.

Series C: The holders of the Series C Preferred Shares shall be entitled to receive dividends when, as, and if declared by the Board of Directors, in its sole discretion. Each share of the Series C Preferred Stock shall have votes based upon its conversion rate. Each share of the Series C Preferred Shares will therefore be entitled to ten (10) votes per share. Each share of the Series C Preferred Shares shall be convertible, at any time, and / or from time to time, into ten (10) shares of the Corporation's common stock.

ITEM VI – **The number of shares or total amount of the securities outstanding for each class of securities authorized**

Common Stock

	3-31-16	12-31-15
Shares authorized	6,000,000,000	600,000,000
Shares outstanding	3,554,553,559	3,554,553,559
Freely tradable	1,630,805,132	1,630,805,132
Beneficial shareholders	0	0
Shareholders of record	371	371

Preferred Stock Series A

	3-31-16	12-31-15
Shares authorized	10	10
Shares outstanding	6	6
Freely tradable	0	0
Beneficial shareholders	1	1
Shareholders of record	1	1

Preferred Stock Series B

	3-31-16	12-31-15
Shares authorized	600,000	600,000
Shares outstanding	230,333	230,333
Freely tradable	0	0
Beneficial shareholders	2	2
Shareholders of record	16	16

Preferred Stock Series C

	3-31-16	12-31-15
Shares authorized	20,000,000	20,000,000
Shares outstanding	0	0
Freely tradable	0	0
Beneficial shareholders	0	0
Shareholders of record	0	0

PART C – BUSINESS INFORMATION

ITEM VII – **The name and address of the transfer agent**

PACIFIC STOCK TRANSFER COMPANY
6725 Via Austi Pkwy, Suite 300
Las Vegas, NV 89119
Tel: (702) 361-3033
www.pacificstocktransfer.com

The transfer agent is registered with the SEC.

ITEM VIII– **The nature of the issuer's business**

A. Business Development

The Issuer is a Corporation

The business started in October 1, 1996
Fiscal Year is December 31

All notes payable are being paid according to the terms or according to agreement.
Control of the company changed on September 22, 2014.

There is no pending or threatened legal action.

B. Business of Issuer

1. SIC Code Primary 1520, Secondary 1540.
   Gear International Inc. previously focused its primary business on the gold and silver exploration and mining industries. However, with the change in management, it has altered its focus to identify, evaluate, negotiate terms and agreements, and provide financing, mentoring and facilitating strategic relationships to companies and managing and providing consultation to projects transcending various industries. Those industries include real estate, health, pharmaceuticals manufacturing and distribution. It also includes a particular focus on financing land, cultivating facilities, and other essential services for the heavily regulated medical marijuana industry in states where such activities have been legalized by the state, in which GEAR is able to furnish essential consulting and management services on a contract basis to select companies and projects.

2. The company is not a shell and has never been a “shell company”.

3. Gear International does not anticipate any unusual or unduly restrictive government regulations that would affect the operations of the Company.

4. Gear International does not currently spend any of its funds on research and development.

5. The costs of compliance with Federal, State or Local laws is not now nor anticipated to be excessive.

6. The company currently employs two persons on a full time basis.

ITEM IX – **The nature of products or services offered.**

A. Principal products or services, and their markets;
The Company has discontinued involvement and pursuit of gold and silver exploration and mining projects. Instead, it will endeavor to evaluate,

negotiate terms and agreements, and provide funding for promising projects in various other industries. Those industries include real estate, health, pharmaceuticals manufacturing and distribution. It also includes a particular focus on financing land, cultivating facilities, and other essential services for the heavily regulated medical marijuana industry in states where such activities have been legalized by the state, in which GEAR is able to furnish essential consulting and management services on a contract basis to select companies and projects.

B. Distribution methods of the products or services;
Not applicable.

C. Status of any publicly announced new product or service;
The Company, directly and through its associates, has provided Cannaworx, Inc. $189,824.15 financing in order to purchase extraction equipment and facilitate initial growing operations in California for the farming of medical marijuana. California has legalized the use of marijuana for medicinal purposes.

D. Competitive business conditions, the issuer's competitive position in the industry, and methods of competition;
The medical marijuana business is highly competitive. However, the Company intends to position itself, along with its associates and subsidiaries, to finance real estate and growing facilities, including the most technologically advanced lighting, growing techniques and security measures. In pursuit of such endeavor, the Company has facilitated relationships with various providers of equipment and other resources necessary and expedient to the most productive growing and processing of medical marijuana. That includes aquaponics, hydroponics, aquaculture, clean water technologies, fertilizers, soil enhancers, plant containers and equipment, irrigation systems, including some that are not exclusive to growing a specific type of plant, and for the development, packaging and marketing of products containing medical marijuana. For compliance purposes, however, such endeavors by the Company are limited only to those states in which such business and activities are legal under state law.

E. Sources and availability of raw materials and the names of principal suppliers;
Not applicable at this time.

F. Dependence on one or a few major customers;
Not applicable.

G. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration;

Not applicable at this time.

H. The need for any government approval of principal products or services and the status of any requested government approvals.
Not applicable at this time, other than as set forth herein pertaining to the marijuana industry. The Company only endeavors in the marijuana industry where the state has legalized such endeavor, and only to the extent of such legalization.

ITEM X – **The nature and extent of the issuer's facilities**

The current address for all Officers and Directors is:

38 South Blue Angel Parkway, Suite #169
Pensacola, Florida 32506
Phone: (307) 222-9004

PART D – MANAGEMENT STRUCTURE AND FINANCIAL INFORMATION

ITEM XI – **The name of the chief executive officer, members of the board of directors, as well as control persons all positions and offices with the Company held by such person, the period during which he has served as such, and the principal occupations and employment of such persons during the last five years:**

A. Officers and Directors

Name/Address	Officer/Director	Compensation	Shares Beneficially Owned
Carlton Wingett 38 South Blue Angel Parkway, Suite #169 Pensacola, Florida 32506	CEO, President	$60,000	6 Series A 1,900,000,000 Common

B. Legal/Disciplinary History

Within in the last five years, none of the foregoing persons has been convicted in a criminal proceeding or has been named as a defendant in a criminal proceeding; been subject to an order, judgment or decree 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; been subject to a finding or judgment by a court of competent jurisdiction, 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; or been subject 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.

C. Family Relationships

There are no family relationships among or between the issuer's directors, officers or beneficial owners of more than five percent of any class of the issuer's equity securities.

D. Related Party Transactions

There are no transactions within the last three fiscal years involving the issuer in which (i) the amount involved exceeds the lesser of $120,000 or one percent of the average of the issuer's total assets at year-end for its last three fiscal years and (ii) any related person had or will have a direct or indirect material interest.

E. Conflicts of Interest

There were no conflicts of interest with any executive officer or director with competing professional or personal interests.

ITEM XII – **Financial information for the issuer's most recent and preceding fiscal period.**

SEE ATTACHED FINANCIAL STATEMENTS

ITEM XIII – **Beneficial Owners.**

NONE

ITEM XIV - **The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:**

Legal Counsel

Randall S. Goulding
Securities Counselors, Inc.
1333 Sprucewood Deerfield, IL 60015
847-948-5431
fax 484-450-5130

ITEM XV – **Management's Discussion and Analysis or Plan of Operation**

The Company will continue to evaluate, negotiate terms and agreements, secure contracts, and provide financing to companies managing and providing consultation to projects transcending various industries. Those industries include real estate, health, pharmaceuticals manufacturing and distribution. It also includes a particular focus on financing land, cultivating facilities, and other essential services for the heavily regulated medical marijuana industry in states where such activities have been legalized by the state, in which GEAR is able to furnish essential consulting and management services on a contract basis to select companies and projects.

The Company has provided, directly and through its associates, $189,824.15 financing to Cannaworx, Inc. in exchange for 6.327472% of the net income earned by Cannaworx, Inc. Of that amount, the company will be obligated to pay approximately 24% to third parties. The Company will continue to identify, evaluate, negotiate terms and agreements, and secure contracts with companies and specialized industry consultants to finance real estate, growing facilities, equipment, additional consulting services, and other related products and services in order to facilitate the effective construction of outdoor and indoor operations for the farming of medical marijuana. The Company intends to position itself, along with its associates and subsidiaries, to finance real estate and growing facilities, including the most technologically advanced lighting, growing techniques and security measures. In pursuit of such endeavor, the Company has facilitated relationships with various providers of equipment and other resources necessary and expedient to the most productive growing and processing of medical marijuana. That includes aquaponics, hydroponics, aquaculture, clean water technologies, fertilizers, soil enhancers, plant containers and equipment, irrigation systems, including some that are not exclusive to growing a specific type of plant, and for the development, packaging and marketing of products containing medical marijuana. For compliance purposes, however, such endeavors by the Company are limited only to those states in which such business

and activities are legal under state law.

Off-Balance Sheet Transactions
The Company does not have any transactions, agreements or other contractual arrangements that constitute off-balance sheet arrangements.

Defaults of Senior Securities
The Company is not presently in default on any promissory notes.

Other Information

Increase in Authorized Shares
There has been no increase since initial disclosure.

Departure of Director or Principal Officers; Appointment of Principal Officer
On December 22, 2014, Carlton Wingett was appointed as the Company's President and CEO and elected to the Board of Directors.

PART E – ISSUANCE HISTORY

ITEM XVI– **List of securities offerings and shares issued for services in the past two years.**

NONE

PART F – EXHIBITS

ITEM XVII– **Material Contracts**

NO CHANGES SINCE INITIAL DISCLOSURE

ITEM XVIII – **Articles of Incorporation and Bylaws.**

NO CHANGES SINCE LAST QUARTERLY FILING

The company articles of incorporation and corporate bylaws are listed in section XIX of the October, 2010 Initial Disclosure

ITEM XIX – **Purchases of Equity Securities by the Issuer and Affiliated Purchasers**

NONE

ITEM XX – **Issuer's Certifications**

1. I, Carlton Wingett, have reviewed this March 31, 2016 Quarterly Disclosure Statement of Gear International, 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 the 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: May 15, 2016

/s/ *Carlton Wingett*
Carlton Wingett, President and CEO

Gear International, Inc.

Balance Sheets
(Unaudited)

ASSETS

	March 31, 2016	December 31, 2015
CURRENT ASSETS		
Cash and cash equivalents	$ 57,655	$ 12,441
Total current assets	57,655	12,441
OTHER ASSETS		
Captialized Income Stream	-	-
Investment in Company	189,924	189,924
Total Assets	$ 247,579	$ 202,365

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES		
Accounts payable	$ -	$ 91,568
Advances from shareholders	210,356	65,788
Accrued expenses	60,000	45,000
Total current liabilities	270,356	202,356
TOTAL LIABILITIES	270,356	202,356
STOCKHOLDERS' EQUITY		
Preferred stock - par value $.0001, 20,600,010 and 20,600,010 shares authorized respectively, 230,339 and 433,010 shares issued and outstanding respectively	23	23
Common stock - par value $.0001, 6,000,000,000 and 600,000,000 shares authorized respectively, 3,554,553,559 and 134,551,059 shares issued and outstanding respectively	355,455	355,455
Paid-in capital	242,912	242,912
Stock to be issued	-	-
Treasury stock	(190,000)	(190,000)
Retained earnings (deficit)	(434,167)	(408,381)
Total stockholders' equity	(25,777)	9
Total Liabilities and Stockholders' Equity	$ 244,579	$ 202,365

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

Gear International, Inc.

Statement of Operations
(Unaudited)

	Quarter Ended March 31, 2016	Year Ended December 31, 2015
REVENUES	$ -	$ -
OPERATING COSTS AND EXPENSES		
Administrative expenses	15,000	77,066
Professional fees	10,000	44,250
Public company expenses	471	11,468
Office expenses	315	3,244
Travel	-	465
Depreciation		
Loss on disposal of assets	-	-
Total Expenses	25,786	136,493
Operating Loss	(25,786)	(136,493)
OTHER INCOME (EXPENSES)		
Interest income	-	-
Interest expense	-	-
Impairment	-	-
Income before income taxes	(25,786)	(136,493)
Provision for income taxes	-	-
NET INCOME (LOSS)	$ (25,786)	$ (136,493)
Earnings Per Share (see Note 2)		
Weighted average number of common stock outstanding	3,554,553,559	3,554,553,559
Net loss per share	$ -	$ -

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

Gear International, Inc.

Statement of Stockholders' Equity

(Unaudited)

	Preferred Stock		Common Stock		Paid-in	Stock To Be	Accumulated	Treasury	
	Shares	Amount	Shares	Amount	Capital	Issued	Deficit	Stock	Total
Balance, December 31, 2013	433,010	$ 43	134,551,059	$ 13,455	$ 19,502	$ -	$ (246,252)	$ -	$ 213,252
Conversion of debt to equity (June 30, 2014)					185,466				185,466
Issuance of common stock for income stream (November 20, 2014)						2,374,933			2,374,933
Net loss							(25,636)		(25,636)
Balance, December 31, 2014	433,010	$ 43	134,551,059	$ 13,455	$ 204,968	$ 2,374,933	$ (271,888)	$ -	$ 2,321,511
Issuance of common shares in exchange for Series A shares (June 1, 2015)	(4)	-	1,900,000,000	190,000				(190,000)	-
Conversion of Series B preferred stock (June 23, 2015)	(202,667)	(20)	1,520,002,500	152,000	(151,980)				-
Cancellation of common shares to be issued for income stream (December 31, 2015)						(2,374,933)			(2,374,933)
Contribution of investment by shareholders (Janaury - December, 2015)					189,924				189,924
Net income (loss)							(136,493)		(136,493)
Balance, December 31, 2015	230,339	$ 23	3,554,553,559	$ 355,455	$ 242,912	$ -	$ (408,381)	$ (190,000)	$ 9
Net income (loss)							(25,786)		(25,786)
Balance, March 31, 2016	230,339	$ 23	3,554,553,559	$ 355,455	$ 242,912	$ -	$ (434,167)	$ (190,000)	$ (25,777)

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

Gear International, Inc.

Statements of Cash Flows
(Unaudited)

	Quarter Ended March 31, 2016	Year Ended December 31, 2015
Operating Activities		
Net income (loss)	$ (25,786)	$ (136,493)
Adjustments to reconcile net loss to net cash useed in operating activities:		
Depreciation and amortization	-	-
Increase (decrease) in liabilities:		
Accounts payable and accrued expenses	21,000	148,909
Total adjustments	21,000	148,909
Net cash used in operating activities	(4,786)	12,416
Investing Activities		
Purchases of property and equipment	-	-
Net cash provided by investing activities	-	-
Financing Activities		
Issuance of stock for cash	-	-
Payments on borrowings	-	-
Proceeds from borrowings	50,000	-
Net cash provided by financing activities	50,000	-
Net increase in cash and cash equivalents	45,214	12,416
Cash and cash equivalents at beginning of period	12,441	25
Cash and cash equivalents at end of period	$ 57,655	$ 12,441
Supplemental cash flow information:		
Cash paid during the period for interest	$ -	$ -
Cash paid during the period for income taxes	$ -	$ -
Noncash investing and financing activities:		
Acquisition of assets by issuance of stock	$ -	$ -
Contribution of assets by shareholders	$ -	$ 189,924

GEAR INTERNATIONAL, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2016

(Unaudited)

NOTE 1 - Organization and Basis of Presentation

Gear International Inc. (the “Company”) was incorporated in November, 1996. From inception through January, 2010, the Company marketed golf equipment and supplies. Effective October 7, 2009, the Company’s shareholders approved a Share Exchange Agreement to acquire all of the shares of Crowfoot Management Ltd. (the "Agreement"). Pursuant to the Agreement, Crowfoot Management Ltd. (“Crowfoot”) was purchased on a share for share exchange. Crowfoot was engaged in the construction business and focused on the development of green technologies. Effective March 22, 2012, the Company changed its name to Gear International, Inc. Effective September 22, 2014 the Company will provide real estate rental management, funding and other services to the heavily regulated medical marijuana industry.

In the opinion of management, the accompanying balance sheets and related statements of income, cash flows, and stockholders’ equity, consisting only of normal recurring items, necessary for their fair presentation in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”). Preparing financial statements requires management to make estimates and assumptions that affect the amounts of assets, liabilities, revenue, and expenses. Actual results and outcomes may differ from management’s estimates and assumptions.

NOTE 2 - Summary of Significant Accounting Policies

Cash and Cash Equivalents

The Company considers those short-term, highly liquid investments with original maturities of three months or less as cash and cash equivalents.

Impairment of Long-Lived Assets

In accordance with Statement of Financial Accounting Standards (“SFAS”) 144, "Accounting for the Impairment or Disposal of Long-Lived Assets" the Company reviews its long-lived assets for impairments. Impairment losses on long-lived assets are recognized when events or changes in circumstances indicate that the undiscounted cash flows estimated to be generated by such assets are less than their carrying value and, accordingly, all or a portion of such carrying value may not be recoverable. Impairment losses then are measured by comparing the fair value of assets to their carrying amounts. The Company recognized no impairment loss at March 31, 2016.

Revenue Recognition

Revenues will be recognized when earned.

Income Taxes

The Company records deferred income taxes using the liability method as prescribed under the provisions of SFAS No. 109. Under the liability method, deferred tax assets and liabilities are recognized for the expected future tax consequences of temporary differences between the financial statement and income tax bases of the Company's assets and liabilities. An allowance is recorded, based upon currently available information, when it is more likely than not that any or all of the deferred tax assets will not be realized. The provision for income taxes includes taxes currently payable, if any, plus the net change during the year in deferred tax assets and liabilities recorded by the Company.

Use of Estimates

The preparation of 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 the disclosures 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 these estimates.

GEAR INTERNATIONAL, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2016

(Unaudited)

NOTE 3 - Acquisition of Income Stream

On November 20, 2014, the Company entered into an agreement to issue 2,638,814,286 shares of its common stock in exchange for an annual income stream of $2,308,963 derived from providing real estate rental management, funding and other services to the medical marijuana industry. An asset representing the discounted value of this income stream in the amount of $2,374,933 was recorded on the Company's books. Pursuant to FAS 157 the asset was valued at the number of shares issued multiplied times the stock price as of the date the agreement was executed. As of December 31, 2015, the Company was unable to complete the issuance of the shares and conclude the transaction. The Company therefore elected to cancel the share issuance and rescind the transaction.

From January through December, 2015, several shareholders made incremental investments totaling $189,924 on behalf of the Company into an unrelated company providing real estate rental management, funding and other services to the medical marijuana industry. Based on these investments, the Company will receive 6.33% of the annual income of this service company.

NOTE 4 - Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. This basis of accounting contemplates the recovery of the Company's assets and the satisfaction of its liabilities in the normal course of business. Through December 31, 2015, the Company had incurred cumulative losses of $408,381 and has negative working capital of $189,915 as of December 31, 2015. The Company's ability to continue as a going concern is dependent upon obtaining financing adequate to fulfill its exploration activities, development of its properties and achieving a level of revenues adequate to support the Company's cost structure. Management's plan of operations anticipates that the cash requirements for the next twelve months will be met by obtaining capital contributions through the sale of its common stock and cash flows from operations. There is no assurance that the company will be able to implement the plan.

GEAR INTERNATIONAL, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2016

(Unaudited)

NOTE 5 - Stockholders' Equity

Preferred Stock

Series A: The holders of the Series A Preferred Shares shall be entitled to receive dividends when, as, and if declared by the Board of Directors, in its sole discretion. Each share of the Series A Preferred Stock shall have super-voting rights equal to the total aggregate number of all common shares and all preferred shares issued and outstanding. The Series A Preferred Shares shall have no conversion rights.

Series B: The holders of the Series B Preferred Shares shall be entitled to receive dividends when, as, and if declared by the Board of Directors, in its sole discretion. Each share of the Series B Preferred Stock shall have votes based upon its conversion rate. On August 25, 2015, the Company increased the conversion rate on the Series B preferred shares from 1-for-1 to 7,500-for-1. Effective August 25, 2015, each share of the Series B Preferred Shares will therefore be entitled to seven-thousand five-hundred (7,500) votes per share and each share of the Series B Preferred Shares may be converted, at the option of the holder, at any time, and / or from time to time, into seven-thousand five-hundred (7,500) shares of the Corporation's common stock.

Series C: The holders of the Series C Preferred Shares shall be entitled to receive dividends when, as, and if declared by the Board of Directors, in its sole discretion. Each share of the Series C Preferred Stock shall have votes based upon its conversion rate. Each share of the Series C Preferred Shares will therefore be entitled to ten (10) votes per share. Each share of the Series C Preferred Shares shall be convertible, at any time, and / or from time to time, into ten (10) shares of the Corporation's common stock.

At various stages in the Company's development we have issued shares of common stock for services or assets with a corresponding charge to operations or property and equipment. In accordance with SFAS 123, these transactions, except for stock issued to employees, have been recorded on the Company's books at the fair value of the consideration received or the fair value of the common stock issued, whichever is more reliably measured.

2014:

Common Stock

On October 27, 2014, the Company increased the authorized common shares from 600,000,000 to 6,000,000,000.

On November 20, 2014, the Company entered into an agreement to issue 2,638,814,286 shares of its common stock in exchange for an annual income stream of $2,308,963 from providing real estate rental management, funding and other services to the medical marijuana industry. Pursuant to this agreement the Company reflected these 2,638,814,286 common shares as "Shares To Be Issued" on its December 31, 2014 financial statements.

2015:

On June 11, 2015, the Company issued 1,900,000,000 common shares to an officer/director in exchange for 4 Series A Preferred Shares to be held by the Company as Treasury Stock.

On June 23, 2015, the Company issued 1,520,002,500 of its common shares in exchange for 202,667 Series B Preferred Shares based on a conversion rate of 1:7,500.

On December 31, 2015, the Company determined that it was unable to complete the share issuance and conclude the transaction entered into on November 20, 2014 wherein in exchange for an annual income stream of $2,308,963 from providing real estate rental management, funding and other services to the medical marijuana industry the Company agreed to issue 2,638,814,286 shares of its common stock. These 2,638,814,286 common shares were therefore eliminated from the "Shares To Be Issued" on the Company's financial statements.

From January through December, 2015, several shareholders made incremental investments totaling $189,924 on behalf of the Company into an unrelated company providing real estate rental management, funding and other services to the medical marijuana industry. Based on these investments, the Company will receive 6.33% of the annual income of this service company. The Company has recorded this investment as contributed capital from these shareholders.

Stock Options and Warrants

There are no outstanding unexpired warrants or options as of March 31, 2016.

NOTE 6 - Commitments and Contingencies

Litigation

At December 31, 2015 the Company was not party to any legal proceedings. To the knowledge of management, no federal, state or local governmental agency is presently contemplating any proceeding against the Company.

NOTE 7 - Related Parties

The Company received periodic advances from its principal stockholder based upon the Company's cash flow needs. See Note 5 for equity transactions with related parties.

NOTE 8 - Income Taxes

The Company has adopted FASB 109 to account for income taxes. No provision for income taxes has been recorded in these financial statements based on the net operating loss carry-forward of $408,381 as of December 31, 2015 that will be offset against future taxable income. Due to the uncertainty as to the utilization of net operating loss carry-forwards, an evaluation allowance has been made to the extent of any tax benefit that net operating losses may generate.

Deferred income taxes reflect the net tax effect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Deferred tax assets and the related valuation account as of December 31, 2015 is as follows:

Deferred tax asset:	
Net operating loss carry-forward	$ 408,381
Valuation allowance	(408,381)
	$ -

At December 31, 2015 the Company had net operating loss carry-forwards totaling $408,381 that, if conditions of the Internal Revenue Code are met, can be carried forward to offset future earnings. This carry-forward will expire in various amounts through 2035.