QUARTERLY REPORT

March 31, 2016

VAPORBRANDS INTERNATIONAL, INC.

(A Nevada Corporation)

TRADING SYMBOL: VAPR **CUSIP NUMBER:** 922105101

ISSUER'S EQUITY SECURITIES

Common Stock, $0.001 par value

ISSUED AND OUTSTANDING SHARES AS OF March 31, 2016

73,004,126

TRANSFER AGENT

First American Stock Transfer, Inc.
4747 N. 7th Street, Suite 170
Phoenix, AZ, 85014
602-485-1346

VAPORBRANDS INTERNATIONAL, INC.

March 31, 2016

Information required for compliance with the provisions of the OTC Markets, Inc., OTC Pink Disclosure Guidelines (Version 1.1 April 25, 2013)

Some of the statements in this report are "forward-looking statements." These forward-looking statements involve certain known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by these forward-looking statements. The words "believe," "expect," "anticipate," "intend," "plan," and similar expressions identify forward-looking statements. We caution you not to place undue reliance on these forward-looking statements. We undertake no obligation to update and revise any forward-looking statements or to publicly announce the result of any revisions to any of the forward-looking statements in this report to reflect any future or developments. However, the Private Securities Litigation Reform Act of 1995 is not available to us as a penny stock issuer and thus we may not rely on the statutory safe harbor from liability for forward-looking statements. Further, Section 27A(b)(2)(D) of the Securities Act and Section 21E(b)(2)(D) of the Securities Exchange Act expressly state that the safe harbor for forward looking statements does not apply to statements made in connection with any offering.

Item 1. Name of the issuer and its predecessor (if any)

VAPORBRANDS INTERNATIONAL, INC.

We were incorporated in Delaware as Quadrax Corporation on March 6, 1986. We changed our name to TTCM China, Inc. on December 28, 2004. We redomesticated from Delaware to Nevada on February 28, 2012. We established a subsidiary, VaporBrands International, Inc., which was incorporated on July 9, 2012. We merged with our subsidiary, and changed our name to VaporBrands International, Inc., effective October 19, 2012.

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

Company Headquarters:

40 Easthampton B
West Palm Beach, FL 33417

Telephone: 561-402-7097

E-mail: info@vaporbrands.com
Website: www.vaporbrands.com

Item 3. Security Information

Trading Symbol: VAPR

CUSIP: 822105101

Exact Title and Class of Securities Outstanding

Common Stock as at March 31, 2016:

Par or Stated Value:	$0.001
Total Shares Authorized:	500,000,000
Total Shares Outstanding:	73,004,126

Preferred Stock as at March 31, 2016:

Par or Stated Value:	$0.001
Total Shares Authorized:	5,000,000
Total Shares Outstanding:	0

Transfer Agent:

First American Stock Transfer, Inc.
4747 N 7th Street Suite 170
Phoenix, AZ 85014

Telephone: 602-485-1346

Is the Transfer Agent registered under the Exchange Act:

Yes [X] No [ ]

List any restrictions on the transfer of securities:

55,502,731 shares of our common stock are restricted.

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:

None

Item 4. Issuance History (last three fiscal years and interim period)

On February 1, 2013, the Company issued 10,000,000 shares of its common stock to its former President, Jason Torres, for services rendered, The common stock was valued at $0.18 per share and the Company recorded an expense of $1,800,000.

The shares of common stock issued to Mr. Torres were not registered under the Securities Act and were stamped with restrictive legends to this effect. The securities were issued in reliance upon the exemption from registration provided by Section 4(2) of the Securities Act.

On September 30, 2013, the Company entered into an Employment Agreement with Wendy Haviland, the Company's former President, to acquire up to 500,000 shares of its common stock for services rendered to the Company, at the rate of $.03 per share, the market value of the stock as at September 30, 2013. All 500,000 shares were issued to Ms. Haviland.

The shares of common stock issued to Ms. Haviland were not registered under the Securities Act and were stamped with restrictive legends to this effect. The securities were issued in reliance upon the exemption from registration provided by Section 4(2) of the Securities Act.

On September 29, 2015 the Company issued 2,442,520 shares of common stock in settlement of the convertible note dated September 3, 2013 at the conversion rate of $0.01 in exchange for payment in full the amount of $20,000 principal and $4,425.20 of interest accrued on the convertible note payable.

Item 5. Financial Statements

The financial statements for the most recent fiscal year ended December 31, 2015 were posted to OTC Markets on March 30, 2016. The financial statements for the quarter ended March 31,2016 were posted to OTC Markets on May 16, 2016. The aforementioned financial statements are hereby incorporated by reference.

Item 6. Describe the Issuer's Business, Products and Services

A. Description of the Issuer's Business Operations:

We are a distributor of specialty branded e-cigarettes. Our primary brand is VAMP™, which was developed as a consequence of our entering into an exclusive licensing agreement with Vampire Brands, LLC on February 18, 2014. We are also currently developing Junkanoo™, which is a Caribbean inspired brand. Prior to developing our own brands of e-cigarettes, we were a marketing and development partner for Vapor Brands, Inc., (our controlling shareholder) under a Private Label Manufacturing and Distribution Agreement. Effective June 30, 2013, we terminated our Private Label Manufacturing and Distribution Agreement with Vapor Brands, Inc. and are now instead developing our own brands, including VAMP™ and Junkanoo™.

Electronic cigarettes are also known as Personal Electronic Vaporizing Units" (PEVUs) and are products which allow adult consumers to simulate the physical act of smoking traditional tobacco products. PEVUs do not burn tobacco but rather vaporize a nicotine or non-nicotine solution into a mist. Because there is no combustion, PEVU users (commonly known as "Vapers") enjoy this alternative adult consumer experience without suffering the imposition of offensive odors, tar and ash that traditional smokers and those around them find undesirable.

We intend to focus our business on creating unique brands through other licensing arrangements similar to our Vampire Brands, LLC agreement. We intend to seek licensing agreements and to development e-cigarette brands in the areas of car/truck racing, liquor, casinos and other lifestyle industries. We believe that by targeting market niches we will gain market share in the e-cigarette sector of the tobacco industry.

We were a reporting Issuer and subject to the Securities Exchange Act of 1934, as amended, until June 2006. Prior to the filing of the appropriate documents with the Securities and Exchange Commission to suspend our duty to file reports under said Act, the Company's business was as a manufacturer and distributor of electric power cord sets and interconnect cables primarily for original equipment manufacturers ("OEMs") of small appliances.

B. Date and State (or jurisdiction) of Incorporation:

We were incorporated in Delaware as Quadrax Corporation on March 6, 1986. We changed our name to TTCM China, Inc. on December 28, 2004. We redomesticated from Delaware to Nevada on February 28, 2012. We established a subsidiary, VaporBrands International, Inc., which was incorporated on July 9, 2012. We merged with our subsidiary, and changed our name to VaporBrands International, Inc., effective October 19, 2012.

C. The Issuer's Primary and Secondary SIC Codes:

2100 - Tobacco Products
2111 - Cigarettes

D. The Issuer's Fiscal Year End Date:

December 31

E. Principal products or services, and their markets:

Electronic Cigarettes

Electronic cigarettes are electronic devices which include three functional elements: (i) a cartridge that contains a liquid nicotine or non-nicotine solution, (ii) an atomizer, which is a heating element that vaporizes the solution so that it can be inhaled, and (iii) the electronics, which include: a rechargeable lithium-ion battery and an LED which illuminates to indicate use.

When a user draws air through the device, the air flow is detected by a sensor, which activates a heating element that vaporizes the solution stored in the mouthpiece/cartridge, the solution is then vaporized and it is this vapor that is inhaled by the user. The solution depending on the model may or may not contain nicotine and may or not be flavored. We sell our products in a kit, or as separate components. We also offer for sale replacement cartridges to be used with our non-disposable electronic cigarettes when the cartridges become depleted.

The Cartridge

Although usually combined with the atomizer, the cartridge may or may not be removable and serves as the carrier containing the ingredients or e- liquid. If removable, it may provide the Company with an additional product to sell; the refill cartridge. Creating a refill cartridge that produces a large amount of

clean vapor and lasts a long time is important in the e-cigarette marketplace.

The most common electronic cigarette cartridge solution ingredients are nicotine, propylene glycol (sometimes substituted with vegetable glycerol), flavoring and water. This compares to more than 7,000 dangerous chemicals involved in smoking cigarettes including, but not limited to, carbon monoxide, polonium, formaldehyde, cadmium and ammonium.

The Atomizer

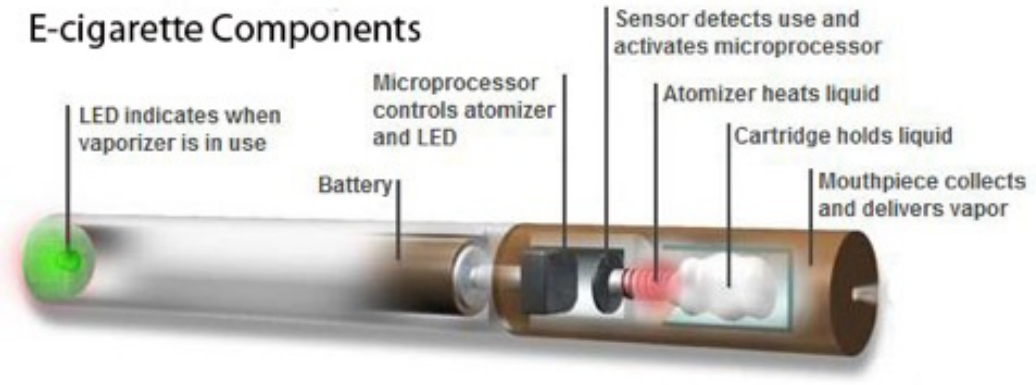
An "atomizer" serves as the heating element responsible for vaporizing the liquid.

The Battery

Inside each battery is a "flow sensor" that powers the entire unit on and off when a user draws on the electronic cigarette. This flow sensor allows the battery to power down when not in use to preserve its battery life, yet it is so responsive that when it senses the slightest bit of drag, it immediately powers up the refill cartridge to produce a satisfying abundance of vapor.

Electronic cigarette batteries can generally be charged three ways: Wall Adapter, Car Charger or Computer USB. No matter how the consumer decides to charge the battery, the main component needed for all forms of charging generally will be the USB charger. The USB charger is the central hub for the charging system.

The Company utilizes the latest in e-cigarette technology (see diagram below), which combines the atomizer and cartridge into one piece, making the e-cigarette simpler and more efficient for the user. The principal goal behind our e-cigarette design is to make it comparable to a real cigarette such that using e-



cigarettes is easy transition for traditional smokers.

Insurance

We have no insurance. We intend to require any supplier to carry insurance coverage, which will inure to the benefit of our customers. There is no assurance that the insurance policy will protect the Company from liability.

Warranty

On electronic cigarette and cigar products only, we intend to offer a 30-Day Money-Back Guarantee on any Starter Kit or Special Bundle Package purchase. There are no refunds on any used or unused disposable refill cartridges. The Company intends not to accept any used or unused disposable refills back on any condition due to health code regulations.

Exclusions to our guarantee will not apply to defects resulting from loss of product, misuse, improper or inadequate maintenance or unauthorized modification. Any returns must be in the original new like condition as when it was first sent out to customer. Money-Back guarantee fulfillments will be subject to a restocking fee, to be determined. Return shipping will not be reimbursed.

Brands

We developed our first e-cigarette brand VAMP™ as a consequence of entering into a licensing agreement with Vampire Brands LLC, which expired on April 7, 2013. We then entered into a new ten (10) year agreement with Vampire Brands LLC on February 18, 2014. From the outset, our efforts to market our VAMP™ brand of e-cigarettes have failed to generate meaningful sales and revenue because the manufacturer we contracted to supply us with e-cigarettes, Safe-Cig LLC, experienced significant financial and operational difficulties during this period and eventually ceased operations. As a consequence, there is substantial doubt as to our ability to recover our inventory of VAMP™ e-cigarettes and accordingly, we have written down our inventory by 25%, or $6,526, due to this uncertainty. At March 31, 2016 our inventory consisted only of finished goods.

We are currently developing a new brand concept of e-cigarette to be known as Junkanoo™. The Junkanoo™ brand will represent freedom and is derived the Junkanoo festival celebrated throughout the Caribbean. Our intention is that Junkanoo™ will introduce new and unique electronic cigarette flavors to the e-cigarette marketplace. We are currently attempting to acquire disposable e-cigarette technology to deliver a superior quality product to the market.

We are also attempting to negotiate a private label agreement for an electronic cigar product utilizing a disposable technology, with realistic feel and color and with a Cuban-like flavor and a battery life of over 1200 puffs.

Future Financing

We have limited cash on hand. As a result, our financial resources may not be sufficient to satisfy our capital requirements. We may require additional working capital to support our operations. We expect to raise any required additional funds through public or private equity offerings, debt financings, and corporate collaborations. We may also seek to raise additional capital to fund additional product development efforts, even if we have sufficient funds for our planned operations.

There can be no assurance that any such required additional funding will be available to us at all or available on terms acceptable to us. Further, we currently have no credit facility or similar financing currently available. And any debt financing, if available, may involve restrictive covenants, which may limit our operating flexibility with respect to certain business matters. If additional funds are raised through the issuance of equity securities, the percentage ownership of our existing stockholders will be reduced and our stockholders will experience additional dilution in net tangible book value per share. If adequate funds are not available on acceptable terms, we may be unable to successfully market our products, take advantage of future opportunities, repay debt obligations as they become due or respond to competitive pressures, any and all of which would have an adverse effect on our business.

Supply Chain

We do not own or control our supply chain, therefore we are unable to control or ensure our supply of products or the consistency of those products. We depend on third party suppliers for our electronic cigarettes, which include, but are not limited to, our electrical components, technology, flavorings and essences. Our customers will associate certain characteristics of our products including the weight, feel, draw, flavor, packaging and other unique attributes of our products to the brands we market, distribute and sell. Any interruption in supply and or consistency of our products may harm our relationships and goodwill with customers, and have a materially adverse effect on our cash flow and our operations.

Although we believe that several alternative sources for our products may be available, any failure to obtain the components, chemicals constituents and manufacturing services necessary for the production of our products would have a material adverse effect on our business and prevent us from timely execution of our business plan and may result in additional expenditures of time and money in seeking viable new sources of supply and manufacturer alternatives.

Uncertain Acceptance

Electronic cigarettes and electronic cigars having recently been introduced to market are still early stage of development and are evolving rapidly and are characterized by an increasing number of market entrants. Our future revenues and any future profits are substantially dependent upon the widespread acceptance and use of electronic cigarettes. Rapid growth in the use of and interest in, electronic cigarettes and electronic cigars is a recent phenomenon, and may not continue on a lasting basis. The demand and market acceptance for these products is subject to a high level of uncertainty.

Item 7. Describe the Issuer's Facilities

Our executive office is located at 40 Easthampton B, West Palm Beach, Florida, 33417 and is provided to us by a shareholder, at no cost.

Item 8. Officers, Directors and Control Persons

A. Officers and Directors and Control Persons:

Executive Officers and Director:

Name	Position	Shares/Class
Wendy Haviland	Former Pres/Dir[1]	500,000/Common
Murray Fleming	CEO/CFO	0

[1] Wendy Haviland resigned February 1, 2015

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);

None of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

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 a person's involvement in any type of business, securities, commodities, or banking activities;

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, 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;

None of the foregoing persons have been the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the SEC the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law.

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 of the foregoing persons have been the subject of any 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. Beneficial Shareholders:

To the extent not otherwise disclosed in response to the foregoing, provide a list of the names, addresses and shareholdings of all persons holding 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 person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Vapor Brands, Inc. 27,000,000 shares
1880 Century Park East Suite 315
Los Angeles, CA 90067

The resident agent of Vapor Brands, Inc. is:

Savoy Financial Group, Inc.
6767 West Tropicana Ave., Suite 207
Las Vegas, NV 89100

The controlling beneficial owner(s) for this entity:

Don Sullivan/Michael Sullivan
1880 Century Park East, Suite 315
Los Angeles, CA 90067

Balon Bleu Holdings LLC — 18,000,000 shares
6619 N Scottsdale Road
Phoenix, AZ 85250

The resident agent of Balon Bleu Holdings is:

Laughlin Associates Inc.
9120 Double Diamond Pkwy
Reno, NV 89521

The controlling beneficial owner(s) for this entity:

Unknown

Jason Torres — 10,000,000 shares
366 N Curson Avenue, Apt 8
Los Angeles, CA 9003

Item 9. Third Party Providers

Legal Counsel:

The McGeary Law Firm, PC
1600 Airport Fwy., Suite 300
Bedford, TX 76022
817-282-5885

Accountant:

PRC Consulting
7151 Gaston Ave #801 Dallas, Texas 75214
281-216-6808

Investor Relations Consultant:

None

Other Advisor:

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

None

Item 10. Issuer Certification

I, Murray Fleming, hereby certify that:

1. I have reviewed this Quarterly Report for the period ended March 31, 2016 of VaporBrands 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 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.

May 16, 2016

/s/ MURRAY FLEMING
Murray Fleming
Chief Executive Officer/
Chief Financial Officer

VAPORBRANDS INTERNATIONAL, INC.

Financial Statements as of March 31, 2016 and December 31, 2015

and

For the Three Months Ended March 31, 2016 and 2015

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Vaporbrands International, Inc
(Formerly TTCM China, Inc.)
Balance Sheet
March 31, 2016 and December 31, 2015
(Unaudited)

	March 31, 2016	December 31, 2015
Assets		
Current assets:		
Cash	$ 66	$ 186
Total current assets	66	186
Inventory:		
Inventory, net of reserve of $6,526	19,578	19,578
Total Assets	$ 19,644	$ 19,764
Liabilities and Stockholders' Deficit		
Current liabilities:		
Accounts payable and accrued expenses	$ 70,921	$ 67,608
Bank overdraft	-	-
Accrued interest	56,982	51,380
Convertible notes payable	118,954	118,954
Notes payable	123,000	123,000
Total current liabilities	369,857	360,942
Commitments and contingencies (Note 2)	-	-
Stockholders' Deficit:		
Preferred stock, $0.001 par value, 5,000,000 shares authorized; no shares issued at March 31, 2016 and December 31, 2015	-	-
Common stock, $0.001 par value, 500,000,000 shares authorized; 73,004,126 shares issued and outstanding at March 31, 2016 and December 31, 2015, respectively	73,004	73,004
Additional paid in capital	5,553,136	5,553,136
Accumulated deficit	(5,976,353)	(5,967,318)
Total Stockholders' Deficit	(350,213)	(341,178)
Total Liabilities and Stockholders' Deficit	$ 19,644	$ 19,764

The accompanying notes are an integral part of these financial statements

Vaporbrands International, Inc.
(Formerly TTCM China, Inc.)
Statements of Operations
For the Three Months Ended March 31, 2016 and 2015
(Unaudited)

	March 31, 2016	March 31, 2015
Revenue	$ -	$ -
Cost of sales	-	-
Gross margin (loss)	-	-
Expenses:		
General and administrative	3,295	6,365
Total operating expenses	3,295	6,365
Net operating (loss)	(3,295)	(6,365)
Other income (expense):		
Loss on retirement of liabilities	-	-
Interest expense	(5,740)	(6,197)
Net (loss)	$ (9,035)	$ (12,562)
Weighted average number of common shares outstanding - basic and fully diluted	73,004,126	70,561,606
Net (loss) per share - basic and fully diluted	$ (0.00)	$ (0.00)

The accompanying notes are an integral part of these financial statements

Vaborbrands International, Inc.
(Formerly TTCM China, Inc.)
Statement of Cash Flows
For the Three Months Ended March 31, 2016 and 2015
(Unaudited)

	March 31, 2015	2014
Cash flows from operating activities		
Net (loss)	$ (9,035)	$ (12,562)
Adjustments to reconcile net (loss) to net cash provided by (used in) operating activities:		
Changes in operating assets and liabilities:		
Accounts payable	3,313	4,235
Accrued interest	5,602	6,166
Net cash used in operating activities	(120)	(2,161)
Cash flows from financing activities		
Bank overdraft	-	(14)
Proceeds from notes payable	-	5,000
Net cash provided by financing activities	-	4,986
Net increase (decrease) in cash	(120)	2,825
Cash - beginning	186	-
Cash - ending	$ 66	$ 2,825
Supplemental disclosures:		
Interest paid	$ -	$ 10
Income taxes paid	$ -	$ -
Supplemental disclosure-		
Shares issued in exchange for settlement of convertible notes and accrued interest	$ -	$ -

The accompanying notes are an integral part of these financial statements

Note 1 – ORGANIZATION

We were incorporated in Delaware as Quadrax Corporation on March 6, 1986. We changed our name to TTCM China, Inc. (TTCM) on December 28, 2004. We redomesticated from Delaware to Nevada on February 28, 2012. We established a subsidiary, VaporBrands International, Inc., which was incorporated on July 9, 2012. We merged with our subsidiary, and changed our name to VaporBrands International, Inc., ("Company") effective October 19, 2012. Although the Company has recognized some nominal amount of income since inception, the Company continues to devote substantially all of its efforts on establishing the business.

Note 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation
The accompanying financial statements were prepared in conformity with generally accepted accounting principles in the United States ("US GAAP").

Use of 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.

Contingencies
Certain conditions may exist as of the date the financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company's management and legal counsel assess such contingent liabilities, and such assessment inherently involves judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company's legal counsel evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought.

If the assessment of a contingency indicates it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's financial statements. If the assessment indicates that a potential material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, together with an estimate of the range of possible loss if determinable and material would be disclosed. Loss contingencies considered to be remote by management are generally not disclosed unless they involve guarantees, in which case the guarantee would be disclosed.

Inventory
Inventories are valued at the lower of cost (determined on a weighted average basis) or market. Management compares the cost of inventories with the market value and allowance is made to write down inventories to market value, if lower. As of March 31, 2016 and December 31, 2015, inventory only consisted of finished goods.

Fair Value of Financial Instruments
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 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:

Note 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

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 March 31, 2016 and 2015, the Company did not identify any assets and liabilities that are required to be presented on the balance sheet at fair value.

Earnings Per Share (EPS)
Basic EPS is computed by dividing income available to common shareholders and equivalents by the weighted average number of common shares and equivalents outstanding for the period. Diluted EPS is computed similar to basic net income per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if all the potential common shares, warrants and stock options had been issued and if the additional common shares were dilutive. Diluted EPS is based on the assumption that all dilutive convertible shares and stock options were converted or exercised. Dilution is computed by applying the treasury stock method for the outstanding options and the if-converted method for the outstanding convertible preferred shares. Under the treasury stock method, options and warrants are assumed to be exercised at the beginning of the period (or at the t time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period. Under the if-converted method, convertible outstanding instruments are assumed to be converted into common stock at the beginning of the period (or at the time of issuance, if later). Therefore because including options and warrants issued would have an anti-dilutive effect on the loss per share, only the basic earnings (loss) per share is reported in the accompanying financial statements. The approximate potential dilution as of March 31, 2016 is 16,000,000 shares and as of December 31, 2015, 15,600,000.

Recently Issued Accounting Pronouncements
There have been no new accounting pronouncements during the three months ended March 31, 2016 that we believe would have a material impact on our financial position or results of operations.

Note 3 – GOING CONCERN

We cannot provide assurances that the Company will be able to secure sufficient funds to satisfy the cash requirements for the next 12 months. The inability to secure additional funds would have a material adverse effect on the Company. We hope to obtain increased revenues from future sales of products and in the absence of these revenues, we hope to raise funds to meet our working capital needs through offering our securities to a private equity firm which provided capital to our Company through the year ended December 31, 2015. We cannot guarantee that we will be able to obtain sufficient capital from this private equity firm or anyone else in the future, or that such capital, if available, will be obtainable on terms satisfactory to us.

If adequate capital is not available, our officer and director may contribute capital to the Company in the form of debt financing or equity contributions. However, our officer and director is not committed to contribute such funds. These factors raise substantial doubt about the ability of the Company to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of these uncertainties. There is no assurance that the Company will receive the necessary capital required to fund its acquisition and exploration plans. These financial statements are presented on the basis that the Company will continue as a going concern. No adjustments have been made to

Note 3 – GOING CONCERN (continued)

these financial statements to give effect to valuation adjustments that may be necessary in the event the Company is not able to continue as a going concern. The effect of those adjustments, if any, could be substantial. The Company has incurred $5,976,353 in cumulative losses to date.

Note 4 – NOTES PAYABLE

As of March 31, 2016 and December 31, 2015, the Company had the following notes payable:

Convertible note payable with interest at 6% per annum due on December 31, 2013. If not paid by December 31, 2013, interest will be 15% per annum. The loan can be converted into common stock at $0.01 per share.	28,954
Convertible note payable with interest at 6% per annum due on October 18, 2013. If not paid by October 18, 2013, interest will be 15% per annum. The loan can be converted into common stock at $0.01 per share.	60,000
Convertible note payable with interest at 6% per annum due on August 30, 2014. If not paid by August 30, 2014, interest will be 15% per annum. The loan can be converted into common stock at $0.01 per share.	20,000
Convertible note payable with interest at 6% per annum due on August 30, 2014. If not paid by August 30, 2014, interest will be 15% per annum. The loan can be converted into common stock at $0.01 per share.	-
Note payable with interest at 0% per annum due on March 5, 2014.	42,500
Note payable with interest at 6% per annum due on demand.	22,500
Note payable with interest at 6% per annum due on demand.	33,500
Note payable with interest at 8% per annum due on April 7, 2015.	4,500
Note payable with interest at 8% per annum due on April 24, 2015.	20,000
Convertible note payable with interest at 5% per annum due on December 31, 2016. If not paid by December 31, 2016, interest will be 15% per annum. The loan can be converted into common stock at $0.02 per share.	5,000
Convertible note payable with interest at 5% per annum due on December 31, 2016. If not paid by December 31, 2016, interest will be 15% per annum. The loan can be converted into common stock at $0.01 per share.	5000
Total	**$241,954**

As of March 31, 2016, notes above with maturity dates from October 18, 2013 through April 24, 2015, totaling $175,954, remain outstanding and in default although the holders have made no demand for settlement of the notes. Total accrued interest due on notes payable totaled $56,982 and $51,380 as of March 31, 2016 and December 31, 2015, respectively.

Note 5 – STOCKHOLDERS' DEFICIT

Issuance of common stock

At inception the Company issued 225,606 shares for cash of $2,500.

In September 2012, the Company issued 14,961,000 shares for debt conversion valued at the market price of the stock at the date of issuance of $0.25 per share.

In October 2012, the Company issued 45,000,000 shares to effectuate a reverse merger and cancelled 125,000 shares.

Note 5 – STOCKHOLDERS' DEFICIT (continued)

In the first quarter of 2013, the Company issued 10,000,000 shares to its then Chief Executive Officer for services valued at market of $0.18 for a total of $1,800,000.

In the second quarter of 2013, the Company issued 25,000,000 shares to its then Chief Executive Officer for services valued at market price of $0.07 per share for a total of $1,750,000. These shares were subsequently canceled and returned to the Company in the third quarter of 2013.

In the first quarter of 2014, the Company issued 500,000 shares to its then Chief Executive Officer for services valued at market price of $0.03 per share for a total of $15,000.

On September 29, 2015, the Company issued 2,442,520 shares in exchange for debt conversion at a price of $0.01 per share to settle $24,425.20 of convertible notes and accrued interest.

Preferred Stock

The Company has authorized 5,000,000 shares of preferred stock with a par value of $.001. There are no shares issued.

Note 6 – SUBSEQUENT EVENTS

On April 1, 2016 the Company secured a Convertible Note Payable in the amount of $7,500 at 8% interest and due September 30, 2018 from an unrelated party. Management has evaluated events occurring through May 16, 2016 and determined that there are no other reportable events to be disclosed.