## Cache Elite, Inc. f/k/a Ilustrato Pictures International, Inc.

**Quarterly Report** 

For Period End

March 31, 2016

### CURRENT INFORMATION REGARDING

## CACHE ELITE, INC.

f/k/a

## Ilustrato Pictures International, Inc. A Nevada corporation

## 1. Exact name of Company and its predecessor (If any)

The exact name of the issuer is Cache Elite, Inc. (herein sometimes called the "Company" or the "Issuer"). The Company's predecessor was Ilustrato Pictures International, Inc. The Company intends to seek formal approval of the name change with the Financial Industry Regulatory Authority within the 2<sup>nd</sup> quarter of 2016.

We were incorporated as Superior Venture Corp. on April 27, 2010, in the State of Nevada for the purpose of selling wine varietals. On November 9, 2012, we entered into the Exchange Agreement with Ilustrato Pictures Ltd., a British Columbia corporation ("Ilustrato BC"), whereby we acquired all of the issued and outstanding common stock of Ilustrato BC. On November 30, 2012, Ilustrato BC transferred all of its assets and liabilities to Ilustrato Pictures Limited, our wholly owned subsidiary in Hong Kong ("Ilustrato HK").

## 2. Address of its principal executive offices

## A. Company Headquarters

13802 N Scottsdale Rd. Suite 139 Phone: 480-659-0964

Scottsdale, AZ 85254 Email: cachecabinetry@gmail.com

Website: cacheelite.com

## B. Investor Relations Contact

Pacifix Financial Ltd. Phone: 888.611.7716

2100 Manchester Road Suite 615 Email: at@pacifixfinancial.com Wheaton, IL 60187 Website: www.pacifixfinancial.com

## 3. Security Information

A. The Company's Amended Articles of Incorporation authorize it to issue up to Five Hundred Fifty Million (550,000,000) shares, of which all shares are common stock, with a par value of one-tenth of one cent (\$0.001) per share.

Trading Symbol: ILUS
Exact Title & Class of Securities Outstanding: Common
CUSIP: 452372105
Par or Stated Value: \$0.001 per Share
Total Shares Authorized (as of 5/18/16) 550,000,000
Total Shares Outstanding (as of 5/18/16) 367,613,031

## B. Transfer Agent

Securities Transfer Corporation 2591 Dallas Parkway, Suite 102 Frisco TX 75034 Tel. 469.633.0101

The transfer agent is registered under the Exchange Act.

C. List Any Restrictions on the Transfer of the Securities

None.

D. <u>Describe Any Trading Suspension Orders Issued by the SEC in the Past 12 Months</u>

None.

E. <u>List Any Stock Split, Stock Dividend, Recapitalization, Merger, Acquisition, Spin-Off or Reorganization either Currently Anticipated or that Occurred within the Past 12 Months.</u>

On February 11, 2016 Barton Hollow, LLC, a Nevada limited liability company, and stockholder of the Issuer, filed an Application for Appointment of Custodian pursuant to Section 78.347 of the Act in the District Court for Clark County, Nevada. Barton Hollow was subsequently appointed custodian of the Issuer by Order of the Court on April 5, 2016 (the "Order"). In accordance with the provisions of the Order, Barton Hollow thereafter moved to: (a) reinstate the Issuer with the State of Nevada; (b) provide for the election of interim officers and directors; and (c) call and hold a stockholder meeting.

On April 1, 2016, Barton Hollow, together with the newly-elected director of the Issuer, caused the Issuer to enter into a Letter of Intent to merge with Cache Cabinetry, LLC, an Arizona limited liability company. Pursuant to the Letter of Intent, the parties thereto would endeavor to arrive at, and enter into, a definitive merger agreement providing for the Merger. As an inducement to the members of Cache Cabinetry, LLC. to enter into the Letter of Intent and thereafter transact, the Issuer caused to be issued to the members 360,000,000 shares of its common stock.

Subsequently, on April 6, 2016, the Issuer and Cache Cabinetry, LLC entered into a definitive Agreement and Plan of Merger (the "Merger Agreement"). Concomitant therewith, the stockholders of the Issuer elected Derrick McWilliams, the President of Cache Cabinetry, LLC, Chief Executive Officer of the Issuer, who, along with Barton Hollow, ratified and approved the Merger Agreement and Merger.

The Issuer anticipates the Merger will close in the 2<sup>nd</sup> quarter of 2016. The Merger is designed as a reverse subsidiary merger pursuant to Section 368(a)(2)(E) of the Internal Revenue Code. That is, upon closing, Cache Cabinetry, LLC. will merge into a newly-created subsidiary of the Issuer with the members of Cache Cabinetry, LLC receiving shares of the common stock of the Issuer as consideration therefor. Upon closing of the Merger, Cache Cabinetry, LLC. will be the surviving corporation in its merger with the

wholly-owned subsidiary of the Issuer, therefore has become the wholly-owned operating subsidiary of the Issuer.

## 4. Issuance History.

As of the date of this Information Statement, there are 367,613,031 shares of the Company's common stock issued and outstanding.

During the preceding two (2) years, the Company has issued the following securities:

On April 6, 2016, we issued 250,000,000 shares of our common stock to Derrick McWilliams, our Chief Executive Officer, pursuant to the Letter of Intent dated April 1, 2016.

On April 6, 2016, we issued 110,000,000 shares of our common stock to Rhonda Colombo, pursuant to the Letter of Intent dated April 1, 2016. Rhonda Colombo is a Director of the Issuer.

## 5. Financial Statements

See Exhibits.

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

## A. <u>Description of the Issuer's Business Operations</u>

Cache Elite Inc. (hereinafter "Cache" or the "Company") is cabinet and design company headquartered in Scottsdale, Arizona that focuses on the design and supply of kitchen furnishings to residential clients The Company sells kitchen cabinets and related hardware, doorknobs, appliances and cabinet pulls, as well as providing kitchen design services for residential customers. The Company was founded in early 2012 and has followed an aggressive growth strategy by expanding its retail locations and product offerings.

We believe our industry is in need of a more effective process to reduce the number of locations a customer needs to go to in order to complete their project. Our initial target market is middle to high-end homeowners ranging from \$300,000 to \$3,000,000.00 in value. Currently, we are focused on the Scottsdale, Arizona market with over 100 customers jobs completed. In 2014, we expanded to a larger location which houses our kitchen furnishings and decorative hardware section named "Elite Knobs."

In 2016 and beyond we expect to continue to drive broad-based market awareness among both sections of our company focusing on the end user of our products. Our marketing channels continue to expand as our number of satisfied customers increase, creating additional referrals to augment our traditional print, online and social media efforts. We also rely heavily on our relationships with trade partners in the construction industry for involvement with their projects.

## B. <u>Date and State (or Jurisdiction) of Incorporation</u>

The Company was originally incorporated April 27, 2010, in the State of Nevada under the name Superior Venture Corp.

## C. The Issuer's Primary SIC Code:

Primary: 2434

## D. The Issuers Fiscal Year End

December 31st

## E. The Issuer's Principal Products or Services, and Their Markets.

The Company's principal products include custom cabinetry and related item. The Company also provides kitchen and bath design and remodeling services. The Company's target markets are Arizona, California and Texas. In addition, the Company sells its products online throughout the country at www.eliteknobs.com.

## 7. Describe the Issuer's Facilities.

We currently lease office space at 13802 N. Scottsdale Road Suite 139, Scottsdale, AZ 85254. The Company pays \$1,567 per month pursuant to the terms of a lease ending in 2018

## 8. Officers, Directors and Control Persons.

#### A. Names of Officers, Directors and Control Persons

The following table sets forth certain information furnished by the following persons, or their representatives, regarding the ownership of the Common Shares of the Company as of the date of this report, by (i) each person known to the Company to be the beneficial owner of more than 5% of the outstanding shares of Common Stock, (ii) each of the Company's executive officers and directors, and (iii) all of the Company's executive officers and directors as a group. Unless otherwise indicated, the named person is deemed to be the sole beneficial owner of the shares.

## Name of Beneficial Owner

	Number of Shares	Percent
Derrick McWilliams, Chief Executive	250,000,000	68
Officer & Director		

Rhonda Colombo, Director	110,000,000	30	
Total:	360,000,000	98	

## 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.

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.

## 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.

<u>Name</u>	<u>Address</u>	No. of Shares	<u>%</u>
Derrick McWilliams	1177 E. Hampton Lane Gilbert, AZ 89295	250,000,000	68
Rhonda Colombo (1)	1177 E. Hampton Lane Gilbert, AZ 89295	110,000,000	30

(1) Rhonda Colombo is the wife of Derrick McWilliams

## 9. Third Party Providers

## A. Legal Counsel

Adam S. Tracy, Esq.
Securities Compliance Group, Ltd.
2100 Manchester Road
Suite 615
Wheaton IL 60187
(888) 978-9901
at@ibankattorneys.com

## B. Accountant or Auditor

## C. Investor Relations Consultant

Pacifix Financial, LLC 2100 Manchester Road Suite 615 Wheaton, IL 60187 (888) 611-7716 at@pacifixfinancial.com

## D. Other Advisor

## 10. Issuer Certification

- I, Derrick McWilliams certify that:
- 1. I have reviewed this Information Statement of Cache Elite, Inc. f/k/a Ilustrato Pictures 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

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.

ILUSTRATO PICTURES INTERNATIONAL,

INC.

Date: June 1, 2016

Derrick McWilliams. - PRESIDENT AND CHIEF

**EXECUTIVE OFFICER** 



## Cache Cabinetry LLC Balance Sheet March 31, 2016 (Unaudited)

	3/31/16
ASSETS	
CURRENT ASSETS:	
Cash and cash equivalents	\$ 26,036
Accounts Receivable	137,393
Total current assets	163,429
NON CURRENT ASSETS:	
Property, Plant, and Equipment	56,046
Total non current assets	56,046
Total assets	\$ 219,475
LIABILITIES AND MEMBER'S CAPITAL	
CURRENT LIABILITIES:	
Accounts payable	\$ 82,102
Rent payable	8,400
Notes payable	10,000
Sales tax payable	22,039
Total liabilities	122,541
MEMBER'S CAPITAL	
Member's capital	579,514
Accumulated deficit	(482,581)
Total member's capital	96,933
Total liabilities and member's capital	\$ 219,475

# Cache Cabinetry LLC Statement of Operations For the quarter ended March 31, 2016 (Unaudited)

	Q1 2016		
Sales	\$ 193,617		
Cost of Goods Sold	\$ 56,214		
Gross Margin	\$ 137,402		
Operating Expenses	130,836		
Net income (loss)	\$ 6,566		

# Cache Cabinetry LLC Statement of Cash Flows For the quarter ended March 31, 2016 (Unaudited)

	Q1 2016
Cash flows from operating activities: Net incme (loss)	\$ 6,566
Change in operating assets and liabilities:  (Increase) decrease in accounts receivable Increase (decrease) in accounts payable Increase (decrease) in sales tax payable Increase (decrease) in rent payable Increase (decrease) in accrued salaries	(81,213) 6,502 7,705 (155) (359,405)
Net cash used in operating activities	(420,000)
Cash flows from investing activities: Depreciation of property, plant, & equipment Net cash used in investing activities	1,889 <b>1,889</b>
Cash flows from financing activities: Increase (decrease) in notes payable Increase in membership interests issued to pay down debt Net cash provided by financing activities	(146,791) 558,134 411,343
Net increase (decrease) in cash and cash equivalents	(6,767)
Cash and cash equivalents - beginning of period	32,802
Cash and cash equivalents - end of period	\$ 26,036

## Cache Cabinetry LLC Statement of Member's Capital (Deficit) For the quarter ended March 31, 2016 (Unaudited)

	Member Units	's Capital	Value	Accumulated Other  Comprehensive Noncontrolling Accumulated Income (loss) Interests Deficit				Total Members' Capital (Deficit)		
Balance, December 31, 2015	2,138	\$	21,380	\$		\$	 \$	(489,147)	\$	(467,767)
Net income (loss)					<u>-</u>		 	6,566		6,566
Units issued to pay down debt	55,813		558,134				 			558,134
Balance, March 31, 2016	57,951	\$	579,514	\$		\$	 \$	(482,581)	\$	96,933

#### Note 1. Organization, History and Business

Cache Cabinetry, LLC. ("the Company") was organized in Arizona on February 6, 2012 with a December 31, year-end. These quarterly financial statements should be read in conjunction with the unaudited December 31, 2015 annual financial statements and the audited December 31, 2014 & December 31, 2013 annual financial statements.

The Company was established for the purpose of designing and selling custom cabinetry and hardware.

#### Note 2. Summary of Significant Accounting Policies

#### **Revenue Recognition**

The Company applies paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the sales price is fixed or determinable, (iii) collectability is reasonably assured and (iv) goods have been shipped and/or services rendered.

#### **Accounts Receivable**

Accounts receivable is reported at the customers' outstanding balances, less any allowance for doubtful accounts. Interest is not accrued on overdue accounts receivable.

#### **Allowance for Doubtful Accounts**

An allowance for doubtful accounts on accounts receivable is charged to operations in amounts sufficient to maintain the allowance for uncollectible accounts at a level management believes is adequate to cover any probable losses. Management determines the adequacy of the allowance based on historical write-off percentages and information collected from individual customers. Accounts receivable are charged off against the allowance when collectability is determined to be permanently impaired.

#### **Stock Based Compensation**

When applicable, the Company will account for stock-based payments to employees in accordance with ASC 718, "Stock Compensation" ("ASC 718"). Stock-based payments to employees include grants of stock, grants of stock options and issuance of warrants that are recognized in the consolidated statement of operations based on their fair values at the date of grant.

The Company accounts for stock-based payments to non-employees in accordance with ASC 505-50, "Equity-Based Payments to Non-Employees." Stock-based payments to non-employees include grants of stock, grants of stock options and issuances of warrants that are recognized in the consolidated statement of operations based on the value of the vested portion of the award over the requisite service period as measured at its then-current fair value as of each financial reporting date.

The Company calculates the fair value of option grants and warrant issuances utilizing the Binomial pricing model. The amount of stock-based compensation recognized during a period is based on the value of the portion of the awards that are ultimately expected to vest. ASC 718 requires forfeitures to be estimated at the time stock options are granted and warrants are issued to employees and non-employees, and revised, if necessary, in subsequent periods if actual forfeitures differ from those estimates. The term "forfeitures" is distinct from "cancellations" or "expirations" and represents only the unvested portion of the surrendered stock option or warrant. The Company estimates forfeiture rates for all unvested awards when calculating the expense for the period. In estimating the forfeiture rate, the Company monitors both stock option and warrant exercises as well as employee termination patterns. The resulting stock-based compensation expense for both employee and non-employee awards is generally recognized on a straight-line basis over the period in which the Company expects to receive the benefit, which is generally the vesting period.

#### Earnings (Loss) per Unit

The Company reports earnings (loss) per unit in accordance with ASC Topic 260-10, "Earnings per Share." Basic earnings (loss) per unit is computed by dividing income (loss) available to members by the weighted average number of units available. Diluted earnings (loss) per unit is computed similar to basic earnings (loss) per unit except that the denominator is increased to include the number of additional membership units that would have been outstanding if the potential membership units had been issued and if the additional membership units were dilutive. Diluted earnings (loss) per unit has not been presented since there are no dilutive securities.

#### **Organization and Offering Cost**

The Company has a policy to expense organization and offering cost as incurred. To date for period February 6, 2012 (inception) through March 31, 2016 the Company has incurred \$22,268 in organization cost and offering cost.

#### Cash and Cash Equivalents

For purpose of the statements of cash flows, the Company considers cash and cash equivalents to include all stable, highly liquid investments with maturities of three months or less.

#### Fair Value of Financial Instruments

The Company's financial instruments consist of cash and cash equivalents, accounts receivable, and notes payable. The carrying amount of these financial instruments approximates fair value due either to length of maturity or interest rates that approximate prevailing market rates unless otherwise disclosed in these financial statements.

## **Concentration of Credit Risk**

The Company primarily transacts its business with one financial institution. The amount on deposit in that one institution may from time to time exceed the federally-insured limit.

#### **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 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.

#### **Business segments**

ASC 280, "Segment Reporting" requires use of the "management approach" model for segment reporting. The management approach model is based on the way a company's management organizes segments within the company for making operating decisions and assessing performance. The Company determined it has one operating segment as of March 31, 2016.

#### **Income Taxes**

The Company is a Limited Liability Company. With this type of business structure, income and losses of the Company are passed through to its Members for federal and state income tax purposes. The Company's Members are responsible for the payment of taxes thereon. Accordingly, the financial statements do not include a provision for federal and state income taxes. The Company accounts for income tax positions in accordance with Accounting Standards Codification Topic 740, "Income Taxes" ("ASC

Topic 740"). This standard prescribes a recognition and measurement of tax positions taken or expected to be taken in a tax return. For those benefits to be recognized, a tax position must be more-likely-than-not to be sustained upon examination by taxing authorities. There was no material impact on the Company's financial position or results of operations as a result of the application of this standard.

#### Sales Tax

The Company collects and remits sales tax to Arizona State based on applicable rates for the respective tax years. The Company collected \$16,000 in the quarter ending March 31, 2016. Sales tax is included in Selling, General, & Administrative expenses in the accompanying financial statements.

#### Leases

The Company accounts for leases with escalation clauses and rent holidays on a straight-line basis in accordance with Accounting Standards Codification (ASC) 840, "Leases". The deferred rent expense liability associated with future lease commitments was reported under the caption "Other long term obligations" on our consolidated balance sheet.

#### **Recent Accounting Pronouncements**

The Company continually assesses any new accounting pronouncements to determine their applicability to the Company. Where it is determined that a new accounting pronouncement affects the Company's financial reporting, the Company undertakes a study to determine the consequence of the change to its financial statements and assures that there are proper controls in place to ascertain that the Company's financials properly reflect the change. The Company currently does not have any recent accounting pronouncements that they are studying and feel may be applicable.

#### **Note 3.** Operating Expenses

Operating expenses for the periods indicated below consisted of the following:

Total Operating Expenses:	Quarter Ended March 31, 2016
Rent Expense	15,713
Selling, General and Administrative	115,123
Total	\$ 130,836

#### Note 4. Property, Plant, & Equipment

Property, Plant, & Equipment consists of all materials and labor costs associated with the build out of the Company's office and showrooms. The Company completed the build out in January 2015 at which point the Company began depreciating Property, Plant, & Equipment. Depreciation will be over the remaining term of the lease.

#### Note 5. Notes Payable

The Company borrowed \$10,000 on November 12, 2015, the funds are payable on demand and the interest rate is 9% per year. The principal balance was \$10,000 at March 31, 2016.

#### **Note 6. Related Party Transactions**

Refer to Note 7. Members Capital.

In addition, the Company's member personally signed for its office and showroom leases referenced in Note 8.

#### Note 7. Members Capital

The Company is authorized to issue one class of units to be designated as "Common Units". The Units are not represented by certificates. All Common Units are issued at a price equal to \$10 per unit.

As of March 31, 2016 the Company had 57,951 units issued and outstanding, as of December 31, 2015 the Company had 2,138 units issued and outstanding. During the first quarter of 2016, the Company issued 55,813 units in relation to the settlement of outstanding debt as follows:

From the Company's inception through 2016, the Company became indebted to its member for advances. Repayment was due, at the end of the calendar year for any advances made during the year, without interest. The balance was \$140,541 at December 31, 2015 and increased to \$198,729 during the first quarter of 2016. The Company issued 19,873 membership units to its member in order to pay the outstanding balance in full. As of March 31, 2016, the Company is no longer in debt to its member for advances.

From the Company's inception through December 31, 2015, the Company became indebted to its member for accrued salary. Repayment was due, at the end of the calendar year for any advances made during the year, without interest. The balance was \$359,405 at December 31, 2015. During the first quarter of 2016 the Company did not incur any additional accrued salary. The Company issued 35,940 membership units to its member in order to pay the outstanding balance in full. As of March 31, 2016, the Company is no longer in debt to its member for accrued salary.

#### Note 8. Commitments and Contingencies

#### Commitments:

The Company leases approximately 2,090 square feet of office and showroom space in Scottsdale, Arizona, under two leases, which terminate on August 30, 2018. The average rent for this space over the life of the lease is approximately \$24,000 per year. The Company has an option to extend its lease terms for an additional 60 months. As of March 31, 2016, total future commitments are \$46,000.

As of March 31, 2016, future minimum lease payments were as follows:

	Estimated	Payments
Quarter Ending March 31,		
2016		30,000
Year ending December 31, 2017		16,000
Thereafter		_
	\$	46,000

#### Contingencies:

None as of our balance sheet date.

#### Note 9 – Net Income Per Unit

Basic and diluted net income per unit as of March 31, 2016 was \$0.11.

#### Note 10. Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. Currently, the Company has incurred operating losses, and as of March 31, 2016 the Company also had a working capital deficit and an accumulated deficit. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management believes that the Company's capital requirements will depend on many factors including the success of the Company's development efforts and its efforts to raise capital. Management also believes the Company needs to raise additional capital for working capital purposes. There is no assurance that such financing will be available in the future. The conditions described above raise substantial doubt about our ability to continue as a going concern. The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

#### **Note 11. Subsequent Events**

The Company evaluated subsequent events through June 6, 2016. As of June 6, 2016, the Company has the following material subsequent events:

The Company is negotiating a deal whereby the Company will perform a reverse merger with another company, which is publically traded on the OTC Markets. The Company anticipated fully completing the transaction by the end of the second quarter of 2016.

The Company has signed letters of intent to secure additional showroom locations in Arizona, Texas, and California.