# Jetblack Corporation

**Restated** Quarterly Report (Unaudited)

For Period End

June 30, 2016

# **Restated** Quarterly Report
# for the period ending June 30, 2016

# Jetblack Corp.
# A Nevada Corporation

The following information is furnished to assist with "due diligence" compliance. The information is furnished pursuant to Rule 15c2-11 promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended: The items and attachments generally follow the format set forth in Rule 15c2-11.

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

The exact name of the issuer is Jetblack Corp. (herein sometimes called the "Company" or the "Issuer").

We were incorporated as Tortuga Mexican Imports Inc. on April 17, 2002, in the State of Nevada for the purpose of selling fine Mexican furniture, jewelry, and crafts in Canada through mail order catalogs and our webstore. Effective March 15, 2010, we changed our name to Jetblack Corp., by way of a merger with our wholly owned subsidiary, Jetblack Corp., which was formed solely for the purpose of effectuating the corporate reorganization.

**2. Address of its principal executive offices**

A. Company Headquarters

9442 SW Barbur Blvd. Suite 3
Portland, OR 97219

Phone: (707) 321-6658
Email: info@jetblackcorp.com
Website: professionalcannabis.com

B. Investor Relations Contact

9442 SW Barbur Blvd. Suite 3
Portland, OR 97219

Phone: (707) 321-6658
Email: info@jetblackcorp.com
Website: professionalcannabis.com

**3. Security Information**

A. The Company's Amended Articles of Incorporation authorize it to issue up to One Billion Three Hundred and Fifty Million (1,350,000,000) shares, of which all shares are common stock, with a par value of one-tenth of one cent ($0.001) per share.

| | |
|---|---|
| Trading Symbol: | JTBK |
| Exact Title & Class of Securities Outstanding: | Common |
| CUSIP: | 47714A204 |
| Par or Stated Value: | $0.001 per Share |
| Total Shares Authorized (as of June 30, 2016) | 1,350,000,000 |
| Total Shares Outstanding (as of June 30, 2016) | 567,352,000 |

B. Transfer Agent

Empire Stock Transfer, Inc.
1859 Whitney Mesa Dr.
Henderson, NV 89014

The transfer agent is registered under the Exchange Act of 1934.

C. List Any Restrictions on the Transfer of the Securities

None

D. Describe Any Trading Suspension Orders Issued by the SEC in the Past 12 Months

None.

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

On February 26, 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 June 20, 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 Professional Cannabis Inc., an Oregon corporation. Pursuant to the Letter of Intent, the parties thereto would endeavor to arrive at, and enter into, definitive merger agreement providing for the Merger. As an inducement to the stockholder of Professional Cannabis Inc., Dan Goldin, to enter into the Letter of Intent and there after transact, the Issuer caused to be issued to the shareholder 500,000,000 shares of its common stock. Mr. Goldin subsequently provided Barton Hollow, LLC with an irrevocable proxy to vote the 500,000,000 shares terminable upon closing of the Merger Agreement, as hereinafter defined.

Subsequently, on July 6, 2016, the Issuer and Professional Cannabis, Inc. entered into a definitive Agreement and Plan of Merger (the "Merger Agreement"). Concomitant therewith, the stockholders of the Issuer elected Dan Goldin, the President of Professional Cannabis, Inc., Chief Executive Officer President and Director 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 3rd 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, Professional Cannabis, Inc. will merge into a newly-created subsidiary of the Issuer with the members of Professional Cannabis, Inc. receiving 48,000,000 shares of the common stock of the Issuer, as consideration therefor. Upon closing of the Merger, Jetblack Corp. will be the surviving corporation in its merger with the wholly-owned subsidiary of the Issuer, therefore has become wholly-owned operating subsidiary of the Issuer.

**4. Issuance History**

As of the date of this Quarterly Report, there are 567,352,000 shares of the Company's common stock issued and outstanding.

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

On June 20, 2016, we issued 500,000,000 shares of our common stock to Dan Goldin, our Chief Executive Officer, President and Director pursuant to the Letter of Intent dated June 20, 2016.

**5. Financial Statements**

See Exhibits.

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

A. Description of the Issuer's Business Operations

Jetblack Corp. (hereinafter "Jetblack" or the "Company") is a development stage company focused in the Cannabis Industry. We are developing software to connect retail operations with growers, wholesalers and other operators in the industry. The software will also have an innovative consumer-facing aspect that will allow retail stores and growers to interact with their customers in an exciting new way.

With our vast knowledge we will all offer consulting services to retail and grow operations with a focus on business development and marketing.

We will not limit our operations to developing software and our consulting business, but will seek out all opportunities for company growth within the industry.

B. Date and State (or Jurisdiction) of Incorporation

The Company was originally incorporated April 17, 2002, in the State of Nevada, under the name Tortuga Mexican Imports Inc.

C. The Issuer's Primary SIC Code:

Primary: 737103

D. The Issuers Fiscal Year End

December 31st

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

The Company's initial product offering will be software specifically developed for and marketed to the cannabis industry. The Company will also offer consulting services to cannabis-related business.

**7. Describe the Issuer's Facilities.**

We currently lease office space at 9442 SW Barbur Blvd, Suite 3, Portland, Oregon 97219.

**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 the date of this report, by (i) each person known to the Company to be the beneficial owner more then 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** |
|---|---|---|
| Dan Goldin (1) | 500,000,000 | 88.1% |
| Total (1 Officer and Director): | 500,000,000 | 88.1% |

(1) Dan Goldin's 500,000,000 shares are subject to an irrevocable proxy issued to Barton Hollow, LLC. The proxy is terminable only upon closing of the Merger Agreement, as defined herein. Adam Tracy is the managing member and sole member of Barton Hollow, LLC.

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 other than the following:

   In January of 2012 Dan Goldin, our Chief Executive Officer, was convicted of felony possession of cannabis in Cook County, Illinois

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 percentage of shares owned by all persons beneficially owning more then ten percent (10%) of any 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.

| **Name** | **Address** | **No. of Shares** | **%** |
|---|---|---|---|
| Dan Goldin (1) | 9442 SW Barbur Blvd, Suite 3 Portland, Oregon 97219 | 500,000,000 | 88.1% |

(1) Dan Goldin's 500,000,000 shares are subject to an irrevocable proxy issued to Barton Hollow, LLC. The proxy is terminable only upon closing Merger Agreement, as defined herein. Adam Tracy is the managing member and sole member of Barton Hollow, LLC.

**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

Allan J. Brachman, CPA
1 East Northwest Highway
Palatine, IL 60067
(847) 358-9730

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, Dan Goldin certify that:

1. I have reviewed this Information Statement of Jetblack Corp.;

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 the disclosure statement.

JETBLACK CORP.



Date: September 16th, 2016
Dan Goldin - PRESIDENT AND CHIEF EXECUTIVE OFFICER

## EXHIBITS

The following documents are attached hereto as exhibits and are incorporated herein.

| ATTACHMENT | DESCRIPTION |
| --- | --- |
| A. | Financial Statements for the Three Months End June 30, 2016 |

# Restated Financial Statements (unaudited)

# Jetblack Corporation

# Period ending June 30, 2016

| | Jetblack Corporation | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | Balance Sheet (unaudited) | | | | | | | |
| | As of June 30, 2016 | | | | | | | |
| | | | | | | | | |
| **Assets** | | | | | | | June 30, 2016 | |
| | Current Assets | | | | | | | |
| | Cash and cash equivalents | | | | | | | 406.29 |
| | **Total Current Assets** | | | | | | | **406.29** |
| | | | | | | | | |
| **Fixed Assets** | | | | | | | | |
| | Furniture and Fixtures | | | | | | | 2,808.8 |
| | Office equipment | | | | | | | 1,497 |
| | **Total Fixed Assets** | | | | | | | **4,305.8** |
| | | | | | | | | |
| | Other Assets | | | | | | | |
| | Corporate reinstatement costs | | | | | | | 10,670.00 |
| | Organizational Costs | | | | | | | 580 |
| | Total Other Assets | | | | | | | **11,250.00** |
| | | | | | | | | |
| | **Total Assets** | | | | | | | **15,962.09** |
| | | | | | | | | |
| | | | | | | | | |
| **Liabilities and Stockholder Equity** | | | | | | | | |
| | Current Liabilities | | | | | | | |

| | Jetblack Corporation | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | **Balance Sheet (unaudited)** | | | | | | | |
| | **As of June 30, 2016** | | | | | | | |
| | Accounts Payable | | | | | | | 5,330.41 |
| | Notes Payable | | | | | | | 48,000 |
| | Total Current Liabilities | | | | | | | 53,330.41 |
| | Loan from shareholder/ related party | | | | | | | 23,047.74 |
| | **Total Liabilities** | | | | | | | **76,378.15** |
| | | | | | | | | |
| | | | | | | | | |
| **Equity** | | | | | | | | |
| | Common Stock, par value $.001 | | | | | | | 68,000 |
| | Additional Paid in Capital | | | | | | | 128,000 |
| | Retained earnings | | | | | | | -256,416.06 |
| | **Total Stockholder's Equity** | | | | | | | **-60,416.06** |
| | | | | | | | | |
| | **Total Liability and Stockholder's Equity** | | | | | | | **15,962.09** |

| Jetblack Corporation | | |
|---|---|---|
| **Income Statement (unaudited)** | | |
| **April 1 - June 30, 2016** | | |
| | **Gross Profit** | **0** |
| | | |
| | **Expenses** | |
| | Advertising | 673.92 |
| | | |
| | Auto | 47.45 |
| | Bank Charges | 99.40 |
| | Dues and Subscriptions | 26.94 |
| | Insurance | 1378.76 |
| | Legal and Professional fees | 2500 |
| | Meals and Entertainment | 0.99 |
| | Office Expenses | 1601.25 |
| | Rent or Lease | 3095.00 |
| | Repair and Maintenance | 1100.00 |
| | Security | 692.94 |
| | Travel | 183.19 |
| | Utilities | 394.43 |
| | **Total Expenses** | **11,794.27** |
| | | |
| | **Net Operating Income** | **-11,794.27** |
| | **Net Income** | **-11,794.27** |
| | | |
| | **Gain/Loss per Share** | **-0.0001** |
| | **Weighted Avg. Number of Shares** | **122,902,000** |

| Jetblack Corporation | | |
|---|---|---|
| **Cash Flow (unaudited)** | | |
| **April 1 - June 30, 2016** | | |
| | | |
| **Operating Activities** | | |
| | | |
| **Net Gain (Loss)** | | **-11,794.27** |
| Adjustment reconcile to Net Income to Net Cash | | 5280.41 |
| **Net Cash provided by Operating Activities** | | **-6,513.86** |
| | | |
| **Investing Activities** | | |
| Furniture & Fixtures | | -2808.80 |
| Office Equipment | | -1497.00 |
| Logo Design | | -255.00 |
| Corporate reinstatement costs | | -10,360 |
| **Net Cash Provided by Investing Activities** | | **-14,920.8** |
| | | |
| **Cash Flows from Investing Activities** | | |
| | | |
| **Financing Activities** | | |
| Loan from Shareholder/ Related Party | | 21,840.95 |
| **Net Cash Provided by Financing Activities** | | **21,840.95** |
| **Net Cash Increase for Period** | | **406.29** |
| **Cash at End of Period** | | **406.29** |
| | | |
| | | |

# Jetblack Corporation
# Restated Notes to Financial Statements

## Note1. Organization, History and Business

The exact name of the issuer is Jetblack Corp. We were incorporated as Tortuga Mexican Imports Inc. on April 17,2002, in the State of Nevada for the purpose of selling fine Mexican furniture, jewelry, and crafts in Canada through mail order catalogs and our web store. Effective March 15, 2010, we changed our name to Jetblack Corp., by way of a merger with our wholly owned subsidiary, Jetblack Corp., which was formed solely for the purpose of effectuating the corporate reorganization.

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On June 20, 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 Professional Cannabis Inc., an Oregon corporation. Pursuant to the Letter of Intent, the parties thereto would endeavor to arrive at, and enter into, definitive merger agreement providing for the Merger. As an inducement to the stockholder of Professional Cannabis Inc., Dan Goldin, to enter into the Letter of Intent and there after transact, the Issuer caused to be issued to the shareholder 500,000,000 shares of its common stock. Mr. Goldin subsequently provided Barton Hollow, LLC with an irrevocable proxy to vote the 500,000,000 shares terminable upon closing of the Merger Agreement, as hereinafter defined.

Subsequently, on July 6, 2016, the Issuer and Professional Cannabis, Inc. entered into a definitive Agreement and Plan of Merger (the "Merger Agreement"). Concomitant therewith, the stockholders of the Issuer elected Dan Goldin, the President of Professional Cannabis, Inc., Chief Executive Officer President and Director 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 3rd 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, Professional Cannabis, Inc. will merge into a newly-created subsidiary of the Issuer with the members of Professional Cannabis, Inc. receiving 48,000,000 shares of the common stock of the Issuer, as consideration therefor. Upon closing of the Merger, Jetblack Corp. will be the surviving corporation in its merger with the wholly-owned subsidiary of the Issuer, therefore has become wholly-owned operating subsidiary of the Issuer.

These financial statements are the combined results of Professional Cannabis, Inc. and Jetblack Corporation.

Depreciation is not calculated till after the merger.

## Note 2. Summary of Significant Accounting Policies

### Revenue Recognition

Revenue is derived from contracts with our consumers. Revenue is recognized in accordance with ASC 605. As such, the Company identifies performance obligations and recognizes revenue over the period through which the Company satisfies these obligations. Any contracts that by nature cannot be broken down by specific performance criteria will recognize revenue on a straight line basis over the contractual term of the period of the contract.

### 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 the 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 issuance 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.

## Loss per Share

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

## 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.

## 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.

## Depreciation

Equipment is stated at cost less accumulated depreciation. Major improvements are capitalized while minor replacements, maintenance and repairs are charged to current operations.

Depreciation is computed by applying the straight-line method over the estimated useful lives, which are generally three to five years.

## 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 June 30, 2016.

## Income Taxes

The Company accounts for its income taxes under the provisions of ASC Topic 740, “Income Taxes.” The method of accounting for income taxes under ASC 740 is an asset and liability method. The asset and liability method requires the recognition of deferred tax liabilities and assets for the expected future tax consequences of temporary differences between tax bases and financial reporting bases of other assets and liabilities.

## Recent Accounting Pronouncements

The Company continually assess 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. Depreciation

Additions and expenditures for improving or rebuilding existing assets that extend the useful life are capitalized. The Company did not own any depreciable assets during the period ending June 30, 2016

## Note 4. Related Party Transactions

For the period ending June 30, 2016 the Chief Executive Officer and major shareholder has made expenditures on behalf of the Company which totaled $23,047.74

## Note 5. Stockholders' Equity

### Common Stock

The holders of the Company's common stock are entitled to one vote per share of common stock held.

As of June 30, 2016 the Company had 567,352,000 shares issued and outstanding.

## Note 6. Commitments and Contingencies

### Commitments:

The Company currently has a 2 year lease for office space. $1022 monthly.

### Contingencies:

None as our balance sheet date.

## Note 7. Net Income (Loss) Per Share

The following table sets forth the information used to compute basic and diluted net income per share attributable to Jetblack Corporation for the period ending June 30, 2016

June 30,2016

| | | | |
|---|---|---|---|
| **Net Income (Loss)** | | | -11,794.27 |
| **Weighted-average common stock basic** | | | 122,902,000 |
| **Equivalents** | | | |
| **Stock Options** | | | |
| **Warrants** | | | |
| **Convertible** | | | |
| **Notes** | | | |
| **Weighted-average common shares outstanding Diluted** | | | 122,902,000 |

## Note 8. Notes Payable

Notes payable consist of the following periods ended: June 30, 2016

| | | | |
|---|---|---|---|
| **Note with no stated interest rate. Note is payable on demand.** | | | 48,000 |
| **Total Notes payable** | | | 48,000 |
| **Less Current Portion** | | | -48,000 |
| **Long Term Notes Payable** | | | 0 |

## Note 9. Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. Currently, the Company has no operating history and has incurred operating losses, and as of June 30, 2016 the Company 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 10. Subsequent Events

None.