

QUARTERLY REPORT

AMERICAN PREMIUM WATER CORPORATION

NINE MONTHS ENDED SEPTEMBER 30, 2016

**Quarterly Report**  
**September 30, 2016**  
**American Premium Water Corporation**

**1) Name of the issuer and its predecessor.**

American Premium Water Corporation  
Expert Group, Inc. until September 2013  
Formerly Blue Data Group Inc. until November 2007  
Formerly Solutions. Ltd. until October 2007  
Formerly Kinesys Pharmaceutical, Inc. until March 2003  
Formerly Goldsearch Corp. until April 1999

**2) The address of the issuer's principal executive offices.**

12777 Jefferson Blvd. Suite 310  
Playa Vista, CA 90066-0748  
(888) 983 0054 Telephone  
Not available - Facsimile  
www.americanpremiumwater.com

**3) Security Information**

Trading Symbol- HIPH.PK  
Exact title and class of securities outstanding:  
Common stock  
Cusip 029098209  
Par value: \$0.0001  
Total share authorized: 1,000,000,000 @ 09 30 2016  
Total shares outstanding: 807,266,821 @ 09 30 2016

Series A Preferred Stock  
No cusip and no trading symbol  
Total share authorized: 20,000,000 @ 09 30 2016  
Total shares outstanding: 19,716,515 @ 09 30 2016

Transfer Agent  
Address: Corporate Stock Transfer  
3200 Cherry Creek Drive South, Suite 430  
Denver, CO 80209  
Telephone: 303 282 4800  
Facsimile 303 282 5800

Corporate Stock Transfer is registered under the Exchange Act.

There are no restrictions on the transfer of security.

There have been no trading suspension orders issued by the SEC  
in the past 12 months.

American Premium Water Corporation is not now nor has ever been a shell  
as that term is defined in RULE 12-B Promulgated under the Securities  
Exchange act of 1934.

#### **4) Issuance History**

During the three months ended September 30, 2016 the Company raised the shares of common stock authorized from 500,000,000 shares to 1,000,000,000 with a par value of \$0.0001. The Company has 20,000,000 shares of Preferred stock authorized with a par value of \$0.001.

During the six months ended June 30, 2015, the Company issued a net of 11,455,590 shares of common stock. This included 7,581,040 shares to service providers and 3,874,550 shares in conjunction with the conversion of preferred stock previously issued by the Company. These amounts have been adjusted to reflect the reverse stock split of March 2015.

During the six months ended June 30, 2015 the Company issued 140,000 shares of preferred stock to a service provider. The Company also cancelled 48,985 shares of preferred stock which was converted into common stock of the Company. The Company also purchased and retired 800,000 shares of preferred stock from a former officer.

During the six months from July 1, 2015 through December 31, 2015 the company issued 2,020,000 common shares in the conversion of preferred stock into common shares. In the same period the Company also issued 3,800,000 common shares related to convertible notes payable.

During the six months from July 1, 2015 through December 31, 2015 the company issued 682,000 shares of preferred stock to investors for cash. During the same period the Company issued 19,000,000 shares of preferred stock for services rendered.

During the three months ended March 31, 2016, the Company issued 1,303,125 shares of common stock to service providers with a fair market value of \$16,250.

During the period of April 1, 2016 through June 30, 2016 the Company issued 175,000,000 shares of common stock to service providers with a fair market value of \$3,465,000. On April 1, 2016 the Company cancelled 1,000,000 common shares previously issued and recorded \$18,700 in other income. On June 21, 2016 the Company converted 200,000 series A preferred stock with a par value of \$.001 into 20,000,000 common shares at par value of \$.0001. On June 28, 2016 the Company issued 20,000,000 shares of common stock related to convertible promissory notes at the contractual rate of \$.0016 (see NOTE 3).

During the period of July 1, 2016 through September 30, 2016 the Company issued 45,000,000 shares of common stock related to convertible promissory notes at contractual rates ranging from \$.001 to \$.0025 (see NOTE 3). During the same period the Company issued 527,174,000 to service providers with a fair market value of \$2,487,821. On July 13, 2016 the Company cancelled 400,000 common shares previously issued and recorded a reduction in marketing expense of \$13,600.

For further disclosure see Note 3 and Note 4.

#### **5) Financial Statements**

- 1) Balance Sheet
- 2) Statement of Operations
- 3) Statement of Cash Flows
- 4) Statement of Changes of Stockholders' Deficit
- 5) Footnotes to Financial Statements
- 6) These financial statements are unaudited.

Quarterly Report  
American Premium Water Corporation  
Balance Sheet  
Unaudited

	September 30, 2016	December 31, 2015
<b>Current Assets:</b>		
Cash	\$ -	\$ 454
Inventory	4,760	4,760
Total current assets	4,760	5,214
<b>Current Liabilities</b>		
Convertible notes due third parties	\$ 1,003,124	\$ 1,033,624
Unamortized discounts on convertible notes	-	(60,824)
Derivative liabilities on convertible notes	591,849	422,566
Stock and note repurchase agreements	44,735	44,735
Stock due investors	29,000	29,000
Amounts due officers and related parties	852,980	872,283
Other liabilities to third parties	214,150	205,350
Bank overdraft	155	-
Deferred compensation	292,500	217,500
Accrued interest payable	68,633	15,962
<b>Total Current Liabilities</b>	3,097,126	2,780,196
<b>Total Liabilities</b>	3,097,126	2,780,196
<b>Equity</b>		
Common stock- 1,000,000,000 and 30,000,000 authorized respectively, 807,266,821 and 20,189,696 issued and outstanding respectively, par value \$0.0001	80,727	2,019
Series A Preferred Stock- 20,000,000 authorized 19,716,515 and 19,916,515 issued and outstanding respectively, par value \$0.001	19,716	19,916
Paid In Capital	100,540,917	93,791,953
Accumulated Deficit	(103,733,726)	(96,588,870)
<b>Shareholders' Deficit</b>	(3,092,366)	(2,774,982)
<b>Total Liabilities and Shareholders' Deficit</b>	\$ 4,760	\$ 5,214

See accompanying notes to unaudited financial statements.

Quarterly Report  
American Premium Water Corporation  
Statement of Operations  
Nine Months Ended September 30, 2016  
Unaudited

	2016	2015
Income		
Sales	\$ 43,810	\$ 34,243
Cost of Goods Sold	16,149	(19,886)
Gross Profit (Loss)	<u>27,661</u>	<u>14,357</u>
Expense		
General & Administrative	322,402	308,792
Stock Based Compensation	-	42,330,883
Professional Fees	5,770,920	146,782
Shareholder Expense	1,317	5,494
Total Operating Expense	<u>6,094,639</u>	<u>42,791,951</u>
Loss From Operations	(6,066,978)	(42,777,594)
Other (Income) and Expense		
(Gain) Loss on stock purchase and debt retirement	-	172,077
(Gain) Loss on change in value of derivative liability	796,589	101,374
Discount on convertible notes	60,824	76,321
Derivative expense	186,497	365,435
Other income	(18,700)	-
Interest expense	52,668	42,292
Total other (income) expense	<u>1,077,878</u>	<u>757,499</u>
Loss before provision for income tax	<u>(7,144,856)</u>	<u>(43,535,093)</u>
Provision for income tax	<u>-</u>	<u>-</u>
Net Loss	<u><u>\$ (7,144,856)</u></u>	<u><u>\$ (43,535,093)</u></u>
Net loss per share- basic	\$ (0.04)	\$ (4.71)
Weighted average number of common shares outstanding - basic (1)	179,200,367	9,243,045

See accompanying notes to unaudited financial statements.

(1) - Weighted average shares outstanding have been adjusted for the reverse stock split effected March 2015.

Statement of Changes In Stockholders' Deficit  
Nine Months Ended September 30, 2016  
Unaudited

	Common Stock		Preferred Stock		Paid in Capital	Accumulated Deficit	Stockholders' Deficit
Balance December 31, 2015	20,189,696	\$ 2,019	19,916,515	\$19,916	\$ 93,791,953	\$ 96,588,870	\$ 2,774,982
Issuance of common stock for services	703,477,125	70,348	-	-	5,852,962	-	5,923,310
Issuances of common stock in connection with conversion of promissory notes	65,000,000	6,500	-	-	897,802	-	904,302
Conversion of preferred Series A to common stock	20,000,000	2,000	(200,000)	(200)	(1,800)	-	-
Cancellation of common shares previously issued	(1,400,000)	(140)	-	-	-	-	(140)
Net loss for the nine months ended	-	-	-	-	-	7,144,856	7,144,856
Balance September 30, 2016	807,266,821	\$ 80,727	19,716,515	\$19,716	\$100,540,917	\$103,733,726	\$ 3,092,366

See accompanying notes to unaudited financial statements.

Quarterly Report  
American Premium Water Corporation  
Statement of Cash Flows  
Nine Months Ended September 30, 2016  
Unaudited

	2016	2015
<b>OPERATING ACTIVITIES</b>		
Net loss from operations	\$ (7,144,856)	\$ (39,808,495)
<b>Adjustment to reconcile net loss to net cash used in operating activities:</b>		
Stock based compensation	5,923,170	39,330,883
Amounts due related parties	(19,303)	215,056
Loss on preferred stock purchase and note settlement	-	172,076
Amounts due third parties	-	124,250
Interest accrued on convertible notes outstanding	52,670	-
Amortization of discount on derivative liabilities	60,824	35,637
Derivative expense	-	365,558
Stock issued to settle interest accrued on note	-	(15,660)
Convertible notes due third parties	60,000	-
Accounts payable	-	(706)
Bank overdraft	155	-
Accrued interest	-	41,603
Accrued compensation	75,000	75,000
Change in value of derivative liabilities	983,086	(464,235)
Cash flow from operating activities	<u>(9,254)</u>	<u>70,967</u>
<b>INVESTING ACTIVITIES</b>		
Disposal of other assets	<u>-</u>	<u>2,635</u>
Cash flow from investing	-	2,635
<b>FINANCING ACTIVITIES</b>		
Financing agreement	8,800	(37,112)
Stock and note repurchase agreements	<u>-</u>	<u>(38,200)</u>
Cash flow from financing	8,800	(75,312)
Net change in cash	(454)	(1,710)
Beginning cash	<u>454</u>	<u>2,068</u>
Ending cash	<u><u>\$ -</u></u>	<u><u>\$ 358</u></u>

See accompanying notes to unaudited financial statements.

QUARTERLY REPORT  
AMERICAN PREMIUM WATER CORPORATION  
NOTES TO UNAUDITED FINANCIAL STATEMENTS  
September 30, 2016

NOTE 1 -SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting Basis

The Company uses the accrual basis of accounting and accounting principles generally accepted in the United States of America ("GAAP" accounting). The Company has adopted a December 31 fiscal year end.

Basis of Presentation

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for financial statements. In the opinion of management, all adjustments necessary for the financial statements to be not misleading for the periods presented have been reflected herein.

License Agreement

The Company ("Licensee") entered into a License Agreement on April 4, 2014 with L'Alpina USA Inc.,("Licensor") a Florida Corporation where as the Licensor owns the exclusive worldwide right, title and interest in the intellectual properties of L'Apina Artesian PH 9.5, (applied for) USPTO Serial No. 86310306, and therefore has the exclusive right to license such intellectual property. The licensee desires to obtain, and the Licensor is willing to grant, a license pursuant to which Licensee shall have the right to use the intellectual property on terms set in the License Agreement. The term of the License Agreement shall commence on April 4, 2014 and shall terminate on April 7, 2017 (the "First Term"); provided, however, that no event of default shall have occurred and not been cured or waived, Licensee shall have the option, upon providing notice to Licensor on or before January 1, 2017 to renew the License Agreement for an additional three (3) year period (the "Renewal Term") so as to expire on April 7, 2020.

In consideration of the rights granted to the Licensee and the obligations of Licensor under the License Agreement, Licensee shall pay to Licensor earned royalties as specified in the following sentence which shall be based on the Adjusted Gross Sales Price of all Licensed Products manufactured and sold by Licensee hereunder, which payments shall be non-refundable and irrevocable. Earned royalties shall equal Eight Percent (8%) of the adjusted gross sales price of all Licensed Products sold under this Agreement. Unless otherwise specified, all payments shall be made in United States' dollars. Licensee shall prepare or cause to be prepared statements of operations for the each and every quarter during the Term, during which Licensed Products are offered for sale to the trade, and for each quarter thereafter for so long as Licensee is offering Licensed Products for sale hereunder, which statements and source documentation shall be furnished to Licensor together with the earned royalties due for each such quarter. The statement and royalty payment provided on the last day of each April, July, October and January during the Term shall be used to reduce Licensee's minimum royalty obligation for the Term. The term "Adjusted Gross Sales Price" shall mean the gross sales price to retailers or wholesalers of all Licensed Products sold under this Agreement less any fees, trade discounts, merchandise returns, sales tax (if separately identified and charged) and markdowns and/or chargebacks, in accordance with generally accepted accounting principles.

Going Concern

The accompanying unaudited financial statements have been prepared on a going concern basis of accounting, which contemplates continuity of operations, realization of assets and liabilities and commitments in the normal course of business. The accompanying unaudited financial statements do not reflect any adjustments that might result if the Company is unable to continue as a going concern. The Company does not generate significant revenue, has negative cash flows from operations, which raise substantial doubt about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern and appropriateness of using the going concern basis is dependent upon, among other things, additional cash infusion.



### Cash and Cash Equivalents

American Premium Water Corporation considers all highly liquid investments with maturities of three months or less to be cash equivalents. At September 30, 2016 and December 31, 2015, the Company had \$0 and \$454 of cash, respectively. The Company has no cash equivalents at either date.

### Inventories

Inventories consist of glass bottled water and shipping containers. The Company stores the final products in regional warehouses around the United States which are owned and operated by third parties. When sales are made the final product is shipped from the warehouse to the customer. Inventories are maintained at a minimal level since production cycles are very short. At September 30, 2016 and December 31, 2015, the Company had \$4,760 and \$4,760 of product inventory on hand, respectively.

### Fair Value of Financial Instruments

The Company's unaudited financial instruments consist of cash, accounts payable, other liabilities, accrued interest, notes payable, and an amount due to a related party. 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.

### Income Taxes

Income taxes are computed using the asset and liability method. Under the asset and liability method, deferred income tax assets and liabilities are determined based on the differences between the financial reporting and tax bases of assets and liabilities and are measured using the currently enacted tax rates and laws. A valuation allowance is provided for the amount of deferred tax assets that, based on available evidence, are not expected to be realized.

### Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles 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 the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates. Most significant estimates in the accompanying unaudited financial statements include the valuation of deferred tax assets, valuation of stock-based advisor and vendor awards, valuation of warrants issued with debt, and the measurement of derivative liabilities. The Company bases its estimates on historical experience and on various other assumptions that the Company considers reasonable given the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.

### Property and Equipment

Capital assets would be depreciated over their estimated useful lives, three to seven years using the straight-line method of depreciation for book purposes. Currently, the Company has no capital assets.

### Revenue Recognition

The Company recognizes revenue when there is persuasive evidence of that an arrangement exists, the revenue is fixed or determinable, the products are fully delivered and collection is reasonably assured.

### Concentration of Credit Risks

The Company maintains its cash and cash equivalents in bank deposit accounts, which could, at times, exceed federally insured limits. The Company has not experienced any losses in such accounts; however, amounts in excess of the federally insured limit may be at risk if the bank experiences financial difficulties.

### Basic Income (Loss) Per Share

Basic income (loss) per share is calculated by dividing the Company's net loss applicable to common shareholders by the weighted average number of common shares during the period. Diluted earnings per share is calculated by dividing the Company's net income available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted for any potentially dilutive debt or equity. At September 30, 2016 the Company had convertible notes outstanding that could be converted into approximately 468,000,000 common shares. These are not presented in the statement of operations since the company incurred a loss and the effect of these shares is anti-dilutive.

### Stock-Based Compensation

The Company accounts for share-based awards in accordance with ASC Topic 505-50, *Equity Based Payments to Non-Employees*.

### Recent Accounting Pronouncements

American Premium Water Corporation does not expect the adoption of recently issued accounting pronouncements to have a significant impact on the Company's results of operations, financial position or cash flow.

### Derivative Instruments

Historically, the Company entered into financing arrangements that consisted of freestanding derivative instruments or are hybrid instruments that contain embedded derivative features. The Company accounts for these arrangements in Accordance with Accounting Standards Codification topic B15, Accounting for Derivative Instruments and Hedging Activities ("ASC 815") as well as related interpretation of his standard. In accordance with this standard, derivative instruments are recognized as either assets or liabilities in the balance sheet and are measured at fair values with gains or losses recognized in earnings. Embedded derivatives that are not clearly and closely related to the host contract are bifurcated and are recognized at fair value with changes in fair value recognized as either a gain or a loss in earnings. The Company determines the fair value of derivative instruments and hybrid instruments based on available market data using appropriate valuation models, considering all of the rights and obligations of each instrument.

We estimate fair values of derivative financial instruments using various techniques (and combinations thereof) that are considered consistent with the objective measuring fair values. In selecting the appropriate technique, we consider, among other factors, the nature of the instrument, the market risks that it embodies and the expected means of settlement. For less complex derivative instruments, such as freestanding warrants, we generally use the Black-Scholes model, adjusted for the effect of dilution, because it embodies all of the requisite assumptions (including trading volatility, estimated terms, risk free rates, and dilution) necessary to fair value these instruments. Estimating fair values of derivative financial instruments requires the development of significant and subjective estimates that may, and are likely to, change over the duration of the instrument with related changes in internal and external market factors. In addition, option-based techniques (such as Black-Scholes model) are highly volatile and sensitive to changes in the trading market price of our common stock. Since derivative financial instruments are initially and subsequently carried at fair values, our income (expense) going forward will reflect the volatility in these estimates and assumption changes. Under the terms of the new accounting standard, increases in the trading price of the company's common stock and increases

in fair value during a given financial quarter result in the application of non-cash derivative expense. Conversely, decreases in the trading price of the Company's common stock and decreases in trading fair value during a given financial quarter result in the application of non-cash derivative income.

## NOTE 2 -PROPERTY AND EQUIPMENT

Currently the Company owns no tangible property.

## NOTE 3 -NOTES PAYABLE

On January 24, 2013 the Company executed a one year promissory note with a principal balance of \$50,000. The note bears interest at 8%. The note is convertible into common stock of the Company at 50% of the average bid price three days prior to the conversion date. As of September 30, 2016 and December 31, 2016 the note amounted to \$50,000 and \$50,000 respectively.

On November 12, 2013 the Company executed a one year promissory note with a principal balance of \$20,000 for services provided. The note bears interest at 8% and is secured by the common stock of the Company. The note is convertible into common stock of the Company. The number of shares to be received is computed by calculating the three day average bid price of the stock on the three days prior to conversion, deducting 20% of that price and dividing the resulting price into the amount of principal and interest due. The Company could not determine if there were enough shares available to convert all obligations. Accordingly, a derivative liability was recorded using the Black Scholes Method to compute the liability. Assumptions were a Risk Free Interest rate of .0023, volatility of 344%, and an assumed dividend rate of 0%. As of September 30, 2016 and December 31, 2015 the notes amounted to \$20,000 and \$20,000 respectively.

On January 7, 2014 the Company executed a one year promissory note with a principal balance of \$18,000 for services provided. The note bears interest at 8% and is secured by the common stock of the Company. The note is convertible into common stock of the Company. The number of shares to be received is computed by calculating the three day average bid price of the stock on the three days prior to conversion, deducting 20% of that price and dividing the resulting price into the amount of principal and interest due. The Company could not determine if there were enough shares available to convert all obligations. Accordingly, a derivative liability was recorded using the Black Scholes Method to compute the liability. Assumptions were a Risk Free Interest rate of .0023, volatility of 344%, and an assumed dividend rate of 0%. As of September 30, 2016 and December 31, 2015 the notes amounted to \$18,000 and \$18,000 respectively.

On April 27, 2015 the Company reached an agreement with a former officer of the Company to acquire 800,000 shares of Class A Preferred Stock owned by the officer and to settle a number of convertible notes and other obligations previously issued to or assigned to the officer by third parties. Under the agreement the Company would issue a convertible promissory note with a principal balance of \$850,000 dated April 05, 2015. The note bears interest at 8%, matures April 05, 2016 and is secured by the common stock of the Company. The note is convertible into common stock of the Company. The number of shares to be received is computed by calculating the three day weighted average price of the stock on the three days prior to conversion, deducting 15% of that price, and dividing the resulting price into the amount of principal and interest to be converted into common stock. The note includes features creating a derivative liability of the Company. Accordingly, a derivative liability was recorded using the Black Scholes Method to compute the liability. Assumptions were a Risk Free Interest rate of .0023%, volatility of 344%, and an assumed dividend rate of 0%. The note also included a put premium of \$150,000 which will be amortized over the life of the note. As of September 30, 2016 and December 31, 2015 the notes amounted to \$685,928 and \$685,928 respectively.

In October 2015 the Company intended to issue a convertible promissory note in the amount of \$250,000 with a maturity date of April 8, 2016. The Company received an advance of \$97,500 related to the note. The note has not yet been fully issued. The note has not been fulfilled.

On June 26, 2016 the Company reassigned a promissory note payable to a third party with a principal balance of \$62,500. The note bears interest at 9% with a maturity date of February 26, 2017. The note is convertible into common stock of the Company at 50% of the lowest trading price twenty days prior to the conversion date. The note includes features creating a derivative liability of the Company. Accordingly, a derivative liability was recorded using the Black Scholes Method to compute the liability. Assumptions were a Risk Free Interest rate of .0023%, volatility of 344%, and an assumed dividend rate of 0%. . On June 28, 2016 the note holder converted \$32,000 of the principal balance into 10,000,000 common shares at the contractual rate of \$.0016. On August 23, 2016 the note holder converted \$20,000 of the principal balance into 20,000,000 common shares at the contractual rate of \$.001. As of September 30, 2016 and December 31, 2015 the note amounted to \$10,500 and \$62,500, respectively.

On June 29, 2016 the Company reassigned a promissory note payable to a third party with a principal balance of \$25,000. The note bears interest at 10% with a maturity date of June 29, 2017. The note is convertible into common stock of the Company at 50% of the lowest trading price twenty days prior to the conversion date. The note includes features creating a derivative liability of the Company. Accordingly, a derivative liability was recorded using the Black Scholes Method to compute the liability. Assumptions were a Risk Free Interest rate of .0023%, volatility of 344%, and an assumed dividend rate of 0%. During July 2016 the note holder converted \$25,000 of the principal balance into 10,000,000 common shares at the contractual rate of \$.0025. As of September 30, 2016 and December 31, 2015 the note amounted to \$0 and \$25,000, respectively.

On July 19, 2016 the Company reassigned a promissory note payable to a third party with a principal balance of \$25,000. The note bears interest at 10% with a maturity date of July 19, 2017. The note is convertible into common stock of the Company at 50% of the lowest trading price twenty days prior to the conversion date. The note includes features creating a derivative liability of the Company. Accordingly, a derivative liability was recorded using the Black Scholes Method to compute the liability. Assumptions were a Risk Free Interest rate of .0023%, volatility of 344%, and an assumed dividend rate of 0%. On August 24, 2016 the note holder converted \$5,000 of the principal balance into 5,000,000 common shares at the contractual rate of \$.001. On September 16, 2016 the note holder converted \$8,500 of the principal balance into 10,000,000 common shares at the contractual rate of \$.00085. As of September 30, 2016 and December 31, 2015 the note amounted to \$11,500 and \$25,000, respectively.

On July 21, 2016 the Company reassigned a promissory note payable to a third party with a principal balance of \$20,000. The note bears interest at 10% with a maturity date of July 21, 2017. The note is convertible into common stock of the Company at 40% of the lowest trading price ten days prior to the conversion date. The note includes features creating a derivative liability of the Company. Accordingly, a derivative liability was recorded using the Black Scholes Method to compute the liability. Assumptions were a Risk Free Interest rate of .0023%, volatility of 344%, and an assumed dividend rate of 0%. As of September 30, 2016 and December 31, 2015 the note amounted to \$20,000 and \$20,000, respectively.

On July 25, 2016 the Company reassigned a promissory note payable to a third party with a principal balance of \$29,696. The note bears interest at 10% with a maturity date of July 25, 2017. The note is convertible into common stock of the Company at 50% of the lowest trading price twenty days prior to the conversion date. The note includes features creating a derivative liability of the Company. Accordingly, a derivative liability was recorded using the Black Scholes Method to compute the liability. Assumptions were a Risk Free Interest rate of .0023%, volatility of 344%, and an assumed dividend rate of 0%. As of September 30, 2016 and December 31, 2015 the note amounted to \$29,696 and \$29,696, respectively.

On the first day of each month, commencing April 1, 2016 through September 1, 2016, the Company issued six convertible promissory notes each with a three month maturity date. Each note has a principal balance of \$10,000 for services provided and each note bears interest at 5%. The notes are convertible into shares of common stock of the Company equal to nine percent (9%) of the common stock on a fully diluted basis. As of September 30, 2016 the balance of the notes issued amounted to \$60,000.

#### NOTE 4 – STOCKHOLDERS' EQUITY

During the three months ended September 30, 2016 the Company raised the shares of common stock authorized from 500,000,000 shares to 1,000,000,000 with a par value of \$0.0001. The Company has 20,000,000 shares of Preferred stock authorized with a par value of \$0.001.

During the six months ended June 30, 2015, the Company issued a net of 11,455,590 shares of common stock. This included 7,581,040 shares to service providers and 3,874,550 shares in conjunction with the conversion of preferred stock previously issued by the Company. These amounts have been adjusted to reflect the reverse stock split of March 2015.

During the six months ended June 30, 2015 the Company issued 140,000 shares of preferred stock to a service provider. The Company also cancelled 48,985 shares of preferred stock which was converted into common stock of the Company. The Company also purchased and retired 800,000 shares of preferred stock from a former officer.

During the six months from July 1, 2015 through December 31, 2015 the company issued 2,020,000 common shares in the conversion of preferred stock into common shares. In the same period the Company also issued 3,800,000 common shares related to convertible notes payable.

During the six months from July 1, 2015 through December 31, 2015 the company issued 682,000 shares of preferred stock to investors for cash. During the same period the Company issued 19,000,000 shares of preferred stock for services rendered.

During the three months ended March 31, 2016, the Company issued 1,303,125 shares of common stock to service providers with a fair market value of \$16,250.

During the period of April 1, 2016 through June 30, 2016 the Company issued 175,000,000 shares of common stock to service providers with a fair market value of \$3,465,000. On April 1, 2016 the Company cancelled 1,000,000 common shares previously issued and recorded \$18,700 in other income. On June 21, 2016 the Company converted 200,000 series A preferred stock with a par value of \$.001 into 20,000,000 common shares at par value of \$.0001. On June 28, 2016 the Company issued 20,000,000 shares of common stock related to convertible promissory notes at the contractual rate of \$.0016 (see NOTE 3).

During the period of July 1, 2016 through September 30, 2016 the Company issued 45,000,000 shares of common stock related to convertible promissory notes at contractual rates ranging from \$.001 to \$.0025 (see NOTE 3). During the same period the Company issued 527,174,000 to service providers with a fair market value of \$2,487,821. On July 13, 2016 the Company cancelled 400,000 common shares previously issued and recorded a reduction in marketing expense of \$13,600.

#### NOTE 5 - COMMITMENTS AND CONTINGENCIES

The Company leases office space in Playa Vista, California. The lease requires payments of \$109 per month and expires October 2016. The lease was transferred by the landlord from Delray Beach, Florida when the Company relocated the headquarters.

#### NOTE 6- GOING CONCERN

The accompanying unaudited consolidated financial statements have been prepared in conformity with generally accepted accounting principles, which contemplate continuation of the Company as a going concern. However, the Company has limited revenues during 2016 and currently has a working capital deficit.

Management believes that the Company will be dependent, for the near future, on additional equity capital to fund operating expenses. The Company intends to position itself so that it may be able to raise additional funds through the capital markets. However, there are no assurances that the Company will be successful.

## NOTE 7 - FAIR VALUE MEASUREMENT

The Company has adopted the guidance under ASC Topic 820 for financial instruments measured on a fair value on a recurring basis. ASC Topic 820 establishes a fair value hierarchy, giving the highest priority to quoted prices in active markets and the lowest priority to unobservable data and requires disclosures for assets and liabilities measured at fair value based on their level in the hierarchy. Further authoritative accounting guidance (ASU No. 2009-05) under ASC Topic 820, provides clarification that in circumstances in which a quoted price in an active market for the identical liabilities is not available, a reporting entity is required to measure fair value using one or more of the techniques provided for in this update.

The standard describes a fair value hierarchy based on three levels of input, of which the first two are considered observable and the last unobservable, that may be used to measure fair value, which are the following:

Level 1 - Quoted prices in active markets for identical assets and liabilities.

Level 2 - Input other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets and liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the asset or liabilities.

Level 3 - Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Our assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the asset or liability.

The Company analyzes all financial instruments with features of both liabilities and equity under ASC 480, "Distinguishing Liabilities from Equity" and ASC 815, "Derivatives and Hedging". Derivative liabilities are adjusted to reflect fair value at each period end, with any increase or decrease in the fair value being recorded in the results of operations as adjustments to fair value of derivatives. The effects of interactions between embedded derivatives are calculated and accounted for in arriving at the overall fair value of the financial instruments. In addition, the fair value of freestanding derivative instruments such as warrant and option derivatives are valued using the Black-Scholes model.

The Company uses Level 3 inputs for its valuation methodology for the embedded conversion option liabilities as their fair value as their fair value were determined by using the Black-Scholes option-pricing model based on various assumptions. The Company's derivative liabilities are adjusted to reflect fair value at each period end, with any increase or decrease in the fair value being recorded in results of operations as adjustments to fair value of derivatives.

The following table sets forth the liabilities at September 30, 2016, which is recorded on the balance sheet at fair value on a recurring basis by level within the fair value hierarchy. As required, these are classified based on the lowest level of input that is significant to the fair value measurement:

The Company recorded derivative liabilities as follows:

Financial Agreement	Ending Liability
Balance at December 31, 2014	\$ 659,005
Convertible Promissory Note - April 5, 2015	515,435
Change in value of derivative liabilities year ended December 31, 2015	(121,858)
Change in value of derivative liabilities retired year ended December 31, 2015	(630,018)
Balance at December 31, 2015	422,564
Initial recognition of derivative liability	186,497
Reduction of derivative liability due to note conversions	(813,801)
Change in fair value of derivative liabilities	796,589
Balance at September 30, 2016	<u>\$ 591,849</u>

The Company recorded debt discount as follows:

Unamortized debt discount at December 31, 2014	\$ (123)
Debt discount on notes issued during 2015	(150,000)
Amortization of debt discount year ended December 31, 2015	89,299
Unamortized debt discount at December 31, 2015	(60,824)
Amortization of debt discount six months ended June 30, 2016	60,824
Unamortized debt discount at June 30, 2016	<u>\$ -</u>

#### NOTE 8-SUBSEQUENT EVENTS

Management has evaluated the subsequent events through the date of this report and has concluded that there are no known subsequent events to report.

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

- A. American Premium Water, formally Expert Group, Inc., has developed a new water source to produce high alkaline bottled water and is currently marketing the product throughout the United States. The Company has obtained several contracts with high end restaurants.
- B. Date and State (or jurisdiction) of Incorporation; Issuer was incorporated in Nevada as Goldsearch Corporation on February 17, 1989
- C. The issuer's primary and secondary SIC Codes; 108963328
- D. The issuer's fiscal year end date; December 31
- E. Principal products or services, and their markets;

Bottled water which will be marketed on a retail and wholesale basis. Customers will include individuals, schools, high end restaurants, private clubs and health clubs.

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

Currently the company leases office space in Playa Vista, California. The lease requires payments of \$109 per month and expires October 2016. The lease was transferred by the landlord from Delray Beach, Florida when the Company relocated the headquarters.

8) **Officers, Directors, and Control Persons**

A Names of Officers and Directors

Mr. James Cook, Chief Executive Officer

Mr. Cook owns 220,000 shares of Series A Preferred stock.

*The preferred shares are convertible into common shares at a ratio of 1 preferred shares for 100 common shares.*

Mr. Alfred Culbreth, EVP

Mr. Culbreth owns or controls 15,992,090 shares of Series A Preferred stock which represents 80.3 % of that class. He also owns 1,340,305 shares of common stock which represents 6.6% of that class.

B. Control Persons Owning 5 % or more of a class of stock.

Carmen Gallegos -Investor, creditor

Ms. Gallegos controls 389,000 shares of Series A Preferred stock and 1,180,553 shares of common stock.

Mr. T. Dillard, Spokesperson

Mr. Dillard controls 39,500 shares of Series A Preferred stock and 1,502,300 shares of common stock.

Mr. Mark Batson, Spokesperson

Mr. Batson controls 20,000 shares of Series A Preferred stock and 2,000,000 shares of common stock.

Mr. David Schechtmann, Legal Advisor

Mr. Schechtmann controls 99,925 shares of Series A Preferred stock and 1,307,700 shares of common stock.

Ms. Adriana De Moura, Spokesperson



Ms. De Moura owns 1,200,650 shares of common stock.

Carpathia, LLC, Joseph Canouse

Carpathia, LLC owns 1,800,000 shares of common stock.

Stewardship, LLC, Jorge Ruiz

Stewardship LLC owns 282,200 shares of Series A Preferred stock (1.4%) and 1,180,505 shares of common stock (5.8%). Jax

Capital Growth, LLC, Joseph Canouse

Jax Capital Growth, LLC owns 1,000,000 shares of common stock. It holds no shares of Series A Preferred stock.

Constantine Financial Management LLC, Joseph Canouse

Constantine Financial Management LLC 1,000,000 shares of common stock. It holds no shares of Series A Preferred stock.

FMW Media Works Corporation, S. Provider

FMW Media Works Corporation holds 1,000,000 shares of common stock. It holds no shares of Series A Preferred stock.

C. Beneficial Shareholders.

Mr. Alfred Culbreth, Chief Executive Officer

Mr. Culbreth owns or controls 15,992,090 shares of Series A Preferred stock. Address: 4045 Sheridan Ave. #339, Miami Beach, FL 33140

Mr. Mark Batson, Spokesperson

Mr. Batson controls 2,000,000 (11.9%) shares of common stock. Address: 3959 Alta Mesa Dr. Studio City, CA 91604

9) Third Party Providers

Legal Counsel

Simon Kogan, Esq.  
171 Wellington Court, #1 J  
Staten Island, NY 10314  
Phone: (718) 984 3789  
Fax: N/A  
email: simonkogan@verizon.net

10) Issuer's Certifications

November 18, 2016

I, Alfred Culbreth, Chief Executive Officer, certify that:

I have reviewed this 2016 Quarterly Report of American Premium Water Corporation.

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

Based on my knowledge and extensive review by company council of the financial statements of the company, operations and material facts of the company, we are not now nor have ever been a shell as that term is defined in RULE 12-B Promulgated under the Securities Exchange act of 1934; and

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 operation and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

"/s/ Alfred Culbreth"

Chief Executive and Chief Financial Officer