

WEED, INC.

PS Annual Report (December 31, 2015)

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

WEED, Inc. (since January 16, 2015)

United Mines, Inc. (January 1, 2005 through January 16, 2015)

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: **6875 Avenida Adella**

Address 2: **Tucson, AZ 85741**

Phone: **(520) 818-8582**

Email: **admin@Marijuana-Farms.com**

Website(s): **www.marijuana-farms.com**

IR Contact

Address 1: **N/A**

Address 2: **N/A**

Address 3: **N/A**

Phone: **N/A**

Email: **N/A**

Website(s): **N/A**

3) Security Information

Trading Symbol: **BUDZ**

Exact title and class of securities outstanding: **Common Stock**

CUSIP: **948508 106**

Par or Stated Value: **\$0.001**

Total shares authorized: **200,000,000** as of: **December 31, 2015**

Total shares outstanding: **61,118,307** as of: **December 31, 2015**

Additional class of securities (if necessary):

Trading Symbol: **N/A**

Exact title and class of securities outstanding: **N/A**

CUSIP: **N/A**

Par or Stated Value: **\$0.001**

Total shares authorized: **20,000,000** as of: **December 31, 2015**

Total shares outstanding: **0** as of: **December 31, 2015**

In addition to common stock we are authorized to issue 20,000,000 shares of preferred stock, par value \$0.001. Our authorized preferred stock is "blank check" preferred stock, such that our Board of Directors can authorize and approve one or more series of preferred stock, with up to an aggregate of 20,000,000 shares authorized and outstanding, with the rights and preferences of the series of preferred stock to be determined by our Board of Directors, in its sole discretion, without further approval from the holders of our common stock.

Currently we do not have any series of preferred stock authorized or outstanding.

Transfer Agent

Name: **Pacific Stock Transfer Company**

Address 1: **4045 South Spencer Street, Suite 403**

Address 2: **Las Vegas, NV 89119**

Phone: **(702) 361-3033**

Is the Transfer Agent registered under the Exchange Act?* Yes: **X** No:

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

Of our outstanding shares of common stock, 59,270,302 shares bear a restricted legend substantially in the following form "The shares represented by this certificate have not been registered under the Securities Act of 1933, as amended and may not be sold or transferred without registration under said Act or an exemption therefrom".

Describe any trading suspension orders issued by the SEC in the past 12 months.

None.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

On November 26, 2014, our Board of Directors approved the redomestication of our company from Arizona to Nevada (the "Articles of Domestication"), and approved Articles of Incorporation in Nevada, which differed from then-Articles of Incorporation in Arizona, primarily by (a) changing our name from United Mines, Inc. to WEED, Inc., (b) authorizing Twenty Million (20,000,000) shares of preferred stock, with blank check rights granted to our Board of Directors, and (c) authorizing Two Hundred Million (200,000,000) shares of common stock (the "Nevada Articles of Incorporation"). On December 19, 2014, the holders of a majority of our outstanding common stock approved the Articles of Domestication and the Nevada Articles of Incorporation at a Special Meeting of Shareholders. On January 16, 2015, the Articles of Domestication and the Nevada Articles of Incorporation went effective with the Secretary of State of the State of Nevada. On February 2, 2015, our name change to WEED, Inc., and a corresponding ticker symbol change to "BUDZ" went effective with FINRA and was reflected on the quotation of our common stock on OTC Markets.

These changes were effected in order to make our corporate name and ticker symbol better align with the new business focus of the company, which is to be a company focused on purchasing land and building commercial grade "Cultivation Centers" to consult, assist, manage & lease to licensed dispensary owners and organic grow operators on a contract basis, with a concentration on the legal and medical marijuana (Cannabis) sector. Our long-term plan is to become a True "Seed-to-Sale" company providing infrastructure, financial solutions and real estate options in this new emerging market.

More details regarding these planned operations are contained herein.

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

In the last two fiscal years and subsequent interim periods, we issued the following shares of common stock and preferred stock. The following issuances were made in reliance on Section 4(a)(2) of the Securities Act of 1933, as amended.

During the three months ended December 31, 2015, we did not issue any of our securities.

During the three months ended September 30, 2015, we issued, or agreed to issue, the following:

- (i) On August 17, 2015, we sold 90,000 units at \$0.10 per unit, consisting of 90,000 shares of common stock and warrants to purchase 90,000 shares of common stock at an exercise price of \$0.50 per share over a one (1) year period from the date of purchase in exchange for total proceeds of \$9,000. We did not issue these shares until the quarter ended December 31, 2016.

During the six months ended June 30, 2015, we issued the following:

- (i) During the six months ended June 30, 2015, we issued a total of 2,775,000 shares of common stock in satisfaction of common stock granted during the year ended December 31, 2014, in the aggregate value of \$156,100
- (ii) On January 1, 2015, we granted 120,000 shares of common stock to a consultant for services performed. The total fair value of the common stock was \$8,400 based on the closing price of our common stock on the date of grant.
- (iii) On January 1, 2015, we granted 7,000,000 shares of common stock to our CEO, Glenn E. Martin, for services performed. The total fair value of the common stock was \$490,000 based on the closing price of our common stock on the date of grant. The shares were subsequently issued on June 29, 2015.
- (iv) On January 1, 2015, we granted 4,000,000 shares of common stock to a related party for services performed. The total fair value of the common stock was \$280,000 based on the closing price of our common stock on the date of grant. The shares were subsequently issued on June 29, 2015.
- (v) On January 1, 2015, we granted 1,000,000 shares of common stock to a related party for services performed. The total fair value of the common stock was \$70,000 based on the closing price of our common stock on the date of grant. The shares were subsequently issued on June 29, 2015.
- (vi) On January 30, 2015, we sold 50,000 units, consisting of 50,000 shares of common stock and warrants to purchase 50,000 shares of common stock at an exercise price of \$0.10 per share over a one (1) year period from the date of purchase in exchange for total proceeds of \$5,000.
- (vii) On February 12, 2015, we granted 60,000 shares of common stock to a consultant for services performed. The total fair value of the common stock was \$8,850 based on the closing price of our common stock on the date of grant.
- (viii) On February 20, 2015, we granted 240,000 shares of common stock to a consultant for services performed. The total fair value of the common stock was \$21,600 based on the closing price of our common stock on the date of grant.
- (ix) On February 20, 2015, we sold another 40,000 units, consisting of 50,000 shares of common stock and warrants to purchase 50,000 shares of common stock at an exercise price of \$0.25 per share over a one (1) year period from the date of purchase in exchange for total proceeds of \$10,000.
- (x) On March 16, 2015, we granted 50,000 shares of common stock to a consultant for services performed. The total fair value of the common stock was \$4,000 based on the closing price of our common stock on the date of grant.

- (xi) On March 16, 2015, we granted 60,000 shares of common stock to a consultant for services performed. The total fair value of the common stock was \$4,800 based on the closing price of our common stock on the date of grant.
- (xii) On March 16, 2015, we granted 120,000 shares of common stock to a consultant for services performed. The total fair value of the common stock was \$9,600 based on the closing price of our common stock on the date of grant.
- (xiii) On March 16, 2015, we granted 40,000 shares of common stock to a consultant for services performed. The total fair value of the common stock was \$3,200 based on the closing price of our common stock on the date of grant.
- (xiv) On March 16, 2015, we granted 40,000 shares of common stock to another consultant for services performed. The total fair value of the common stock was \$3,200 based on the closing price of our common stock on the date of grant.
- (xv) On April 1, 2015, we granted 600,000 shares of common stock to a consultant for services performed. The total fair value of the common stock was \$40,000 based on the closing price of our common stock on the date of grant.
- (xvi) On April 1, 2015, we granted 500,000 shares of common stock to a consultant for services performed. The total fair value of the common stock was \$48,000 based on the closing price of our common stock on the date of grant.

On or about December 5, 2014, we issued the following:

- (i) 18,000,000 shares to Glenn Martin, our Chief Executive Officer, at \$0.05 per share.
- (ii) 989,000 shares to two non-affiliates, at an average price of \$0.20 per share.

On or about September 30, 2014, we issued the following:

- (i) An aggregate of 9,600,000 shares to Glenn Martin, Nicole Breen and Ryan Breen, affiliates of the company, at \$0.05 per share.
- (ii) 1,500,000 shares to two non-affiliates, valued at \$0.05 per share.

B. Any jurisdictions where the offering was registered or qualified;

None.

C. The number of shares offered;

An aggregate of 46,884,000 shares of our common stock.

D. The number of shares sold;

An aggregate of 46,884,000 shares of our common stock.

E. The price at which the shares were offered, and the amount actually paid to the issuer;

The 46,884,000 shares of our common stock were valued at \$2,824,550.

F. The trading status of the shares; and

The 46,794,000 shares of our common stock mentioned herein are restricted in accordance with Rule 144.

- G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The 46,794,000 shares of our common stock mentioned herein are restricted in accordance with Rule 144, and the certificates contain a standard restrictive legend.

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otcq.com in the field below.

By this reference we are hereby incorporating by reference our financial statements for the periods ended December 31, 2015 and December 31, 2014, which were posted to OTCIQ.com on December 29, 2016 under the titles "WEED, Inc. Annual Financial Statements for Year Ended December 31, 2015."

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

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

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

- A. a description of the issuer's business operations;

Our management intends for the company to become a company focused on purchasing land and building commercial grade "Cultivation Centers" to consult, assist, manage & lease to licensed dispensary owners and organic grow operators on a contract basis, with a concentration on the legal and medical marijuana (Cannabis) sector. Our long-term plan is to become a True "Seed-to-Sale" company providing infrastructure, financial solutions and real estate options in this new emerging market.

We plan to effect this business strategy by eventually creating a number of operating subsidiaries that each focus on one of our core businesses. Currently, we are in the planning stages of our business and will require substantial funding in order to execute on our business plan. Eventually, we plan to incorporate up to eight subsidiaries to focus on the following business segments:

- (i) Mining – to continue to develop our three current gold mining properties in Southern Arizona
- (ii) Marijuana Farms – to develop our growing cultivation centers
- (iii) Security Services – to develop specialized security services for cultivation centers
- (iv) Legal, licensing, consulting and management – to pursue legalization in various states, as well consult with management that are conducting growing operations through WEED, Inc.
- (v) Land acquisition – to pursue and consummate land acquisitions for growing centers and other growing businesses
- (vi) Financial solutions – to provide financial solutions (banking, credit, etc.) for businesses in the marijuana sector, which services are currently difficult to obtain
- (vii) Wholesale and retail sales – to maintain sales of WEED, Inc. organically-grown products, as well to handle licensing of WEED, Inc.'s intellectual property and other rights
- (viii) International operations – to handle WEED, Inc.'s business internationally, once that business begins, including possibly running international cannabis seed banks

For our mining properties, we have three gold mining properties that include an aggregate of 400 acres, all of which have had their annual maintenance fee paid to the Bureau of Land Management, totaling \$3,100.

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

We were redomesticated and incorporated on January 16, 2015, in the State of Nevada.

C. the issuer's primary and secondary SIC Codes;

6719 - Holding companies, misc

D. the issuer's fiscal year end date;

Our fiscal year end date is December 31st.

E. principal products or services, and their markets;

Our management intends for the company to become a company focused on purchasing land and building commercial grade "Cultivation Centers" to consult, assist, manage & lease to licensed dispensary owners and organic grow operators on a contract basis, with a concentration on the legal and medical marijuana (Cannabis) sector. Our long-term plan is to become a True "Seed-to-Sale" company providing infrastructure, financial solutions and real estate options in this new emerging market.

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- (viii) International operations – to handle WEED, Inc.'s business internationally, once that business begins, including possibly running international marijuana bud seed banks

For our mining properties, we have three gold mining properties that include an aggregate of 400 acres, all of which have had their 2016 annual maintenance fee paid to the Bureau of Land Management, totaling \$3,100.

During the three months ended December 31, 2015, we talked with a number of financial institutions regarding potential financing, and we continued talks and began discussing possible structures for an Australian entity.

7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

Our company headquarters and executive offices are located at 6875 Avenida Adella, Tucson, AZ 85701. Our offices are currently located in office space provided by our President, rent free and on a month-to-month basis. Our office space is approximately 1,000 square feet. We also maintain two virtual office locations, located at 1 South Church Avenue, Suite 1200, Tucson, AZ 85701, and 3960 Howard Hughes Parkway, Suite 500, Las Vegas NV 89169.

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

- A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Our directors and executive officers are as follows (other non-officer/director control persons are listed as beneficial owners under Section 8B, below):

Name/Address

Glenn E. Martin
6875 N. Avenida Adella
Tucson, AZ 85741

Nicole M. Breen
6875 N. Avenida Adella
Tucson, AZ 85741

Title

President, Chief Executive
Officer, Chief Financial
Officer and a Director

Secretary, Treasurer and a
Director

Glenn E. Martin was appointed as our President, Chief Executive Officer and Chief Financial Officer on September 30, 2014. Mr. Martin has been a Director since January 1, 2005. Mr. Martin was our President from 2005 until 2012. Prior to joining United Mines, Mr. Martin has served in an executive capacity with several different companies. From 1988 through the fall of 1992, Mr. Martin was Executive Director of World Trade Center, Tucson, a subsidiary of the former Twin Towers in New York City. In this position he oversaw the day to day operation, including projects, programs, and seminars for the U.S. Dept. of Commerce associate office in the W.T.C., Tucson promoting D.O.C. programs, servicing clients for both

the D.O.C. and Small Business administration. During his tenure with World Trade Center he served as speaker for international trade seminars and the AIESEC (U.S) National Leadership Seminars. Member; Hong Kong Trade Association 1988 to present. Member; Society of Mining, Metallurgy & Exploration (2008) Guest speaker at Inaugural HKBAH Annual Event in May 2010 & member of Hong Kong Business Association of Hawaii (2010)

During our fiscal years ended December 31, 2015 and December 31, 2014, Mr. Martin did not receive cash compensation for his services but he did receive a total of 25,000,000 shares of our common stock as compensation for the years ended December 31, 2013, December 31, 2014 and December 31, 2015. As of December 31, 2015, Mr. Martin owned 34,841,078 shares of our common stock.

Nicole M. Breen, was appointed as our Secretary and Treasurer on September 30, 2014. Ms. Breen has been a Director since January 1, 2005. Ms. Breen was our Secretary and Treasurer from 2005 until 2012. From June 2000 to 2012 she served as the Managing Associate of GEM Management Group, LLC. specializing in acquiring mineral rights and mining properties, along with servicing administration requirements for the company. All Ms. Breen's current work in the Cannabis industry is done on our behalf. In this position she oversees as corporate secretary, recording secretary and the day-to-day treasury operations of the company. Ms. Breen received her Bachelor of Science in Physical Education in Education, with a minor in Elementary Education, from the University of Arizona.

During our fiscal years ended December 31, 2015 and December 31, 2014, Ms. Breen did not receive cash compensation for her services but she did receive a total of 7,000,000 shares of our common stock as compensation for the years ended December 31, 2013, December 31, 2014 and December 31, 2015. As of December 31, 2015, Ms. Breen owned 7,931,593 shares of our common stock.

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.

The following tables set forth certain information as of December 31, 2015, with respect to our equity securities owned on record or beneficially by (i) each of our Officers and Directors; (ii) each person who owns beneficially more than five percent (5%) of each class of our outstanding equity securities; and (iii) all Directors and Executive Officers as a group. The following table only includes information regarding each shareholder who owns beneficially more than five percent (5%) of each class of our outstanding equity securities.

Common Stock

<u>Title of Class</u>	<u>Name and Address of Beneficial Owner</u> ⁽¹⁾	<u>Amount and Nature of Beneficial Ownership</u>	<u>Percent of Class</u> ⁽²⁾
Common Stock	Glenn E. Martin ⁽³⁾⁽⁴⁾	34,841,078	57.0%
Common Stock	Nicole M. Breen ⁽³⁾⁽⁵⁾	7,931,593	13.0%
Common Stock	Glynn A. Burkhardt ⁽⁶⁾	3,634,525	5.9%
Total common stock owned by officers and directors (2)		42,772,671	70.0%

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- (1) Unless indicated otherwise, the address of the shareholder is WEED, Inc., at 1 South Church Avenue, Suite 1200, Tucson, AZ 85741.
- (2) Unless otherwise indicated, based on 61,118,307 shares of common stock outstanding. Shares of common stock subject to options or warrants currently exercisable, or exercisable within 60 days, are deemed outstanding for purposes of computing the percentage of the person holding such options or warrants, but are not deemed outstanding for the purposes of computing the percentage of any other person.
- (3) Indicates one of our officers and/or directors.
- (4) Includes 80,666 shares of common stock held in the name of Tanque Verde Valley Missionary Society, an entity controlled by Mr. Martin.
- (5) Includes 305,505 shares of common stock held in the name of GEM Management Group, LLC, an entity controlled by Ms. Breen.
- (6) Mr. Burkhardt is obligated to return all of his shares of common stock to the company pursuant to that certain Court Ordered Settlement Agreement dated December 11, 2013. However, despite this Court Order, Mr. Burkhardt has not returned his shares.

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: **Craig V. Butler, Esq.**

Firm: **Law Offices of Craig V. Butler**

Address 1: **300 Spectrum Center Drive, Suite 300**
Address 2: **Irvine, CA 92618**
Phone: **(949) 484-5667**
Email: cbutler@craigbutlerlaw.com
Website: www.craigbutlerlaw.com

Accountant or Auditor

Name: **Todd Peterson, CPA**
Firm: **KSNE2 Enterprises, CPA Accounting Firm**
Address 1: **N/A**
Address 2: **N/A**
Address 3: **N/A**
Phone: **N/A**
Email: **Todd@KSNEnterprises.com**
Website(s): **N/A**

Investor Relations Consultant

Name: **N/A**
Firm: **N/A**
Address 1: **N/A**
Address 2: **N/A**
Phone: **N/A**
Email: **N/A**

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

Name: **N/A**
Firm: **N/A**
Address 1: **N/A**
Address 2: **N/A**
Phone: **N/A**
Email: **N/A**

10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, Glenn E. Martin, certify that:

1. I have reviewed this Annual Disclosure Statement of WEED, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

December 29, 2016

/s/ Glenn E. Martin

President

I, Glenn E. Martin, certify that:

1. I have reviewed this Annual Disclosure Statement of WEED, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

December 29, 2016

/s/ Glenn E. Martin

Chief Financial Officer