

Wealthcraft Capital, Inc.

Quarterly for the period March 31, 2017

- ITEM 1 NAME OF ISSUER AND ITS PREDECESSORS (if any):**
Wealthcraft Capital, Inc. – 2/1/2017 to present
Formerly = Wealthcraft Systems, Inc. – 10/19/2006 to 1/31/2017
Formerly = Parque La Quinta Estates 10/29/2002 until 10/19/2006
- ITEM 2 ADDRESS OF THE ISSUER’S PRINCIPAL EXECUTIVE OFFICES:**
11835 W. Olympic Blvd.
Suite 1235E
Los Angeles, CA 90064
Phone: 310-564-1240
www.wealthcraftcapital.com
- ITEM 3 SECURITY INFORMATION:**
- As of March 31, 2017:
- Trading symbol: WCCP
Common stock – 250,000,000 shares authorized, par value \$.001 and 71,673,000 shares issued and outstanding
- Cusip number: 947000105
- Transfer Agent**
- Pacific Stock Transfer
6725 Via Austi Parkway
Suite 300
Las Vegas, NV 89119
This transfer Agent is registered under the Exchange Act

ITEM 4 ISSUANCE HISTORY

During the year ended December 31, 2016, the Company issued 58,000,000 shares of capital stock for conversion of debt.

During the quarter ended March 31, 2017, the Company issued no shares of capital stock.

ITEM 5 FINANCIAL STATEMENTS

WEALTHCRAFT CAPITAL, INC.

**FINANCIAL STATEMENTS
(UNAUDITED)**

MARCH 31, 2017

WEALTHCRAFT CAPITAL, INC.
CONDENSED BALANCE SHEETS

	<u>ASSETS</u>	<u>March 31, 2017</u> <u>(Unaudited)</u>	<u>December 31, 2016</u> <u>(Unaudited)</u>
Current Assets			
Cash and cash equivalents		\$ 50,085	\$ -
Total Assets		<u>50,085</u>	<u>-</u>
Non-Current Assets			
Fixed assets, net		2,083	2,169
Total Non- Current Assets		<u>2,083</u>	<u>2,169</u>
Total Assets		<u>\$ 52,168</u>	<u>\$ 2,169</u>

LIABILITIES AND STOCKHOLDERS' DEFICIT

Current Liabilities			
Accounts payable and accrued expenses		\$ 61,758	\$ 58,248
Payable to shareholder		6,272	1,472
Payable to officer		9,756	-
Convertible loan, net		55	-
Derivative liability		<u>81,155</u>	<u>-</u>
Total Current Liabilities		158,996	59,720
Stockholders' Deficit			
Common stock, \$0.001 par value, 250,000,000 authorized as of March 31, 2017 and December 31, 2016 ,71,673,060 issued and outstanding as of March 31, 2017 and December 31, 2016.		71,673	71,673
Additional paid in capital		7,556,572	7,556,572
Subscriptions receivable		-	(339)
Accumulated deficit		<u>(7,735,073)</u>	<u>(7,685,457)</u>
Total Stockholders' Deficit		<u>(106,828)</u>	<u>(57,551)</u>
Total Liabilities and Stockholders' Deficit		<u>\$ 52,168</u>	<u>\$ 2,169</u>

The accompanying notes are an integral part of these unaudited condensed financial statements

WEALTHCRAFT CAPITAL, INC.
CONDENSED STATEMENTS OF OPERATIONS
(UNAUDITED)

	Three Months Ended	
	March 31, 2017	March 31, 2016
Revenue	\$ -	\$ -
Cost of revenue	-	-
Gross profit	-	-
Depreciation expense	85	-
General and administrative expenses	17,810	3,380
Loss from operations	(17,895)	(3,380)
Other (income) expense		
Derivative loss	31,155	-
Interest expense	566	333
Total other (income) expense	31,721	333
Net loss before income taxes	(49,616)	(3,713)
Provision for income taxes	-	-
Net loss	<u>\$ (49,616)</u>	<u>\$ (3,713)</u>
Basic and diluted loss per share	<u>\$ (0.001)</u>	<u>\$ (0.000)</u>
Basic and diluted weighted average shares outstanding	<u>71,673,060</u>	<u>13,673,060</u>

The accompanying notes are an integral part of these unaudited condensed financial statements

WEALTHCRAFT CAPITAL, INC.
CONDENSED STATEMENT OF STOCKHOLDERS' DEFICIT
(UNAUDITED)

	Common Stock		Additional	Subscription	Accumulated	Total
	Shares	Amount	Paid in Capital	Receivable	Deficit	Stockholders'
						Deficit
Balance December 31, 2016	71,673,060	\$ 71,673	\$ 7,556,572	\$ (339)	\$ (7,685,457)	\$ (57,551)
Debt applied against subscription	-	-	-	339	-	339
Net loss three months ended March 31, 2017					(49,616)	(49,616)
Balance March 31, 2017	<u>71,673,060</u>	<u>\$ 71,673</u>	<u>\$ 7,556,572</u>	<u>\$ -</u>	<u>\$ (7,735,073)</u>	<u>\$ (106,828)</u>

The accompanying notes are an integral part of these unaudited condensed financial statements

WEALTHCRAFT CAPITAL, INC.
CONDENSED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	Three Months Ended	
	March 31, 2017	March 31, 2016
Cash Flows From Operating Activities		
Net loss	\$ (49,616)	\$ (3,713)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation expense	85	-
Working capital provided by related parties	14,895	380
Interest on discount of convertible debt	56	-
Noncash fair value adjustment on derivative	31,155	-
Increase / (decrease) in current liabilities:		
Accounts payable and accrued expenses	3,510	3,333
Total Adjustments	<u>49,701</u>	<u>3,713</u>
Net cash provided by operating activities	<u>85</u>	<u>-</u>
Cash flows from financing activities		
Proceed from convertible note	50,000	-
Total cash provided by financing activities	<u>50,000</u>	<u>-</u>
Net decrease in cash and cash equivalents	50,085	-
Cash and cash equivalents, beginning balance	<u>-</u>	<u>-</u>
Cash and cash equivalents, ending balance	<u>\$ 50,085</u>	<u>\$ -</u>
NON-CASH INVESTING AND FINANCING TRANSACTIONS		
Debt applied against subscription	<u>\$ 339</u>	<u>\$ -</u>
SUPPLEMENTAL DISCLOSURES:		
Cash paid during the year for:		
Income tax payments	<u>\$ -</u>	<u>\$ -</u>
Interest payments	<u>\$ -</u>	<u>\$ -</u>

The accompanying notes are an integral part of these unaudited condensed financial statements

WealthCraft Capital, Inc.
Notes to the Financial Statements
(Unaudited)

1. Company Information

WealthCraft Capital, Inc, (the “Company”) was organized on September 29, 1992 under the laws of the State of Nevada. On November 13, 2007, WealthCraft Capital, Inc. (“WealthCraft”) completed the transactions contemplated by that certain Exchange Agreement, dated as of September 19, 2007, by and among WealthCraft, certain shareholders of WealthCraft, WealthCraft Capital Ltd., a private limited company organized under the laws of the Hong Kong Special Administrative Region of the People’s Republic of China (“WealthCraft HK”) and the shareholders of WealthCraft HK (the “Exchange Agreement”). Accordingly, WealthCraft acquired all of the issued and outstanding shares of stock of WealthCraft HK, in exchange for the issuance in the aggregate of 7,000,000 shares of common stock of WealthCraft, which shares represent 70% of the issued and outstanding capital stock of WealthCraft after the consummation of the Exchange Agreement and the transactions contemplated thereby.

On September 18, 2012 the Company sold WealthCraft HK to an Australian publicly held company in exchange for approximately \$75,000 and 2,000,000 shares of their common stock. Subsequent to this date the Company has had no operations and only incurred administrative expenses.

On February 1, 2017, the Company changed its name to WealthCraft Capital, Inc.

2. Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business

As reflected in the accompanying financial statements, the Company had an accumulated deficit of \$7,732,073 as of March 31, 2017 and no revenues. These factors, among others, raise substantial doubt about the Company’s ability to continue as a going concern.

Management intends to raise additional funds by way of a public or private offering as well as sell the entity to an interested buyer. While the Company believes in the viability of this strategy its ability to raise funds or sell the Company there can be no assurances to that effect.

The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

3. Significant Accounting Policies

Basis of Presentation

The accompanying financial statements were prepared in conformity with generally accepted accounting principles in the United States (“US GAAP”).

Certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to U.S. GAAP rules and regulations for presentation of interim financial information. Therefore, the unaudited condensed interim financial statements should be read in conjunction with the unaudited annual financial statements for the year ended December 31, 2016. Current and future financial statements may not be directly comparable to the Company's historical financial statements. Accordingly, the results of operations for the interim period are not necessarily indicative of the results to be expected for any other interim period or for the full year.

Risks and Uncertainties

The Company is subject to risks from, among other things, competition associated with the industry in general, other risks associated with financing, liquidity requirements, rapidly changing customer requirements and technologies and limited operating history.

Contingencies

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

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

Use of Estimates

The preparation of financial statements in conformity with US GAAP requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include collectability of accounts receivable, accounts payable, sales returns and recoverability of long-term assets.

Revenue and Cost Recognition

The Company has no current source of revenue; therefore the Company has not yet adopted any policy regarding the recognition of revenue or costs associated with such revenue streams. Operating expenses recognized in the Statement of Operations are expensed as incurred.

Advertising Costs

The Company's policy regarding advertising is to expense advertising costs when incurred. No advertising costs were incurred for the three months ended March 31, 2017 and 2016.

Income Taxes

The Company uses the asset and liability method to account for income taxes as prescribed by ASC 740, Income Taxes. Deferred tax assets and liabilities are determined based on the difference between the financial statement and tax bases of assets and liabilities as measured by the enacted tax rates which will be in effect when these differences reverse. Deferred tax expense (benefit) is the result of changes in deferred tax assets and liabilities. Deferred income tax assets and liabilities are adjusted to recognize the effects of changes in tax laws or enacted tax rates in the period during which they are signed into law.

The Company may recognize the tax benefit from an uncertain tax position claimed on a tax return only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement. The authoritative standards issued by FASB also provide guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures. The factors used to assess the likelihood of realization are the Company's forecast of future taxable income and available tax planning strategies that could be implemented to realize the net deferred tax assets. Under ASC 740, Income Taxes, a valuation allowance is required when it is more likely than not that all or some portion of the deferred tax assets will not be realized through generating sufficient future taxable income. Failure to achieve forecasted taxable income in applicable tax jurisdictions could affect the ultimate realization of deferred tax assets and could result in an increase in the Company's effective tax rate on future earnings.

Fair Value of Financial instruments

For certain of the Company's financial instruments, including cash and equivalents, restricted cash, accounts receivable, accounts payable, accrued liabilities and short-term debt, the carrying amounts approximate their fair values due to their short maturities. ASC Topic 820, "Fair Value Measurements and Disclosures," requires disclosure of the fair value of financial instruments held by the Company. ASC Topic 825, "Financial Instruments," defines fair value, and establishes a three-level valuation hierarchy for disclosures of fair value measurement that enhances disclosure requirements for fair value measures. The carrying amounts reported in the consolidated balance sheets for receivables and current liabilities each qualify as financial instruments and are a reasonable estimate of their fair values because of the short period of time between the origination of such instruments and their expected realization and their current market rate of interest. The three levels of valuation hierarchy are defined as follows:

Level 1 inputs to the valuation methodology are quoted prices for identical assets or liabilities in active markets.

Level 2 inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.

Level 3 inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The Company analyzes all financial instruments with features of both liabilities and equity under ASC 480, "Distinguishing Liabilities from Equity," and ASC 815.

As of March 31, 2017 and December 31, 2016, the Company did not identify any assets and liabilities that are required to be presented on the balance sheet at fair value.

Recently Issued Accounting Pronouncements

There have been no new accounting pronouncements during the three months ended March 31, 2017 that we believe would have a material impact on our financial position or results of operations.

4. Income Taxes

For the three months ended March 31, 2017, the Company incurred a net operating loss of \$46,616 and, accordingly, no provision for income taxes has been recorded. In addition, no benefit for income taxes has been recorded due to the uncertainty of the realization of any tax assets. At March 31, 2017, the Company had approximately \$97,500 of federal and state operating loss carryforwards. Based on the available objective evidence, management believes it is more likely than not that the net deferred tax assets will not be fully realizable. Accordingly, the Company provided for a full valuation allowance against its net deferred tax assets at March 31, 2017 and December 31, 2016.

The Company did not have any temporary differences for the three months period ended March 31, 2017. The Company is subject to U.S. federal and state income tax examinations by tax authorities for the period ended December 31, 2013, 2014 and 2015.

5. Convertible Note

As of March 31, 2017 and December 31, 2016, convertible note payable consisted of the following:

	<u>March 31, 2017</u>	<u>December 31, 2016</u>
Unsecured, interest 10% per annum. Principal plus interest repayable in cash or common shares due on March 27, 2018. Convertible at 50% discount from the fair market value of the Company's common stock immediately prior to conversion.		
(1)	\$ 50,000	-
Less: debt discount (1)	(49,945)	-
Total	<u>\$ 55</u>	<u>\$ -</u>
Current portion	55	-
Long term portion	<u>\$ -</u>	<u>\$ -</u>

(1) The fair market value of the potential derivative liability was \$81,155, recorded as of March 31, 2017, and was calculated using the binomial method with a volatility rate of 214.2% and discount interest rate of 1.03%. Derivative liability applied as discount on the notes was \$50,000 and is being amortized over the life of the notes.

6. **Common Stock**

The Company had 25,000,000 shares of common stock authorized and 13,673,060 shares issued at a par value of \$0.001 per share as of December 31, 2015.

On December 12, 2016, the Company filed a Certificate of Amendment to the Articles of Incorporation with the Secretary of State of Nevada to increase the authorized number of shares of the Company's Common Stock from 25,000,000 to 250,000,000, with an effective date of December 12, 2016.

On December 30, 2016, a shareholder and an officer of the Company converted their debt for common stock of the Company. They converted \$58,000 into 58,000,000 shares at par value of \$0.001 per share.

7. **Related Party Transactions**

As of March 31, 2017, the Company has payables to an officer of the Company in the amount of \$9,756. The officer provided \$10,095 for working capital during the three months ended March 31, 2017 of which \$339 was applied against his outstanding subscription receivable.

As of March 31, 2017, the Company has payables to a shareholder of the Company in the amount of \$6,272. The shareholder provided \$4,800 for working capital during the three months ended March 31, 2017.

8. **Commitments**

In May 2016 the Company entered into a lease agreement for its office space, the lease commenced in June 2016 at a cost of \$1,500 per month through November 2016. As of March 31, 2017, total rent expense was \$5,037. The lease is currently a month to month lease.

9. **Subsequent Events**

Management has evaluated events subsequent through May 9, 2017 for transactions and other events that may require adjustment of and/or disclosure in such financial statements. Management determined that there were no reportable subsequent events to be disclosed.

ITEM 6 DESCRIBE THE ISSUER’S BUSINESS, PRODUCTS AND SERVICES

Description of the issuer’s business operations:

Wealthcraft Systems, Inc. serves as a holding company for oil, gas and other investments. The Company is currently in the early stages of acquisitions.

Date and State (or Jurisdiction) of Incorporation: October 29, 2002 – Nevada

The issuer’s primary and secondary SIC Codes: 1381

The issuer’s fiscal year end date: 12/31

ITEM 7 DESCRIBE THE ISSUER’S FACILITIES

The Company has no facilities to list.

ITEM 8 OFFICER, DIRECTORS AND CONTROL PERSONS

On September 9, 2016, the Company accepted the resignations of Joseph Arcaro as the Company’s Chief Executive Officer, Chief Financial Officer, Secretary and Chairman of the Board of Directors. Effective as of the same date, to fill the vacancies created by Mr. Arcaro’s resignations, the Company appointed Adam Sexton as the Company’s Chief Executive Officer, Chief Financial Officer, Secretary and Chairman of the Board of Directors. Mr. Arcaro’s resignations did not arise from any disagreement on any matter relating to the Company’s operations, policies or practices, nor regarding the general direction of the Company.

Full Name: Adam Sexton

Title: Chief Executive Officer, Chief Financial Officer, Secretary and Chairman of the Board of Directors

Business Address: 11835 W. Olympic Blvd., Suite 1235E, Los Angeles, CA 90064

Compensation: \$0

Ownership: 65,222,781 shares of common stock owned by Silicon Beach, LLC of which Adam Sexton is a member.

Biography: Mr. Sexton is a seasoned digital media entertainment leader with broad experience launching and operating disruptive digital products and services for global entertainment, technology industry leaders, and start-ups. He has held senior management positions at several multi-national companies, including Gracenote/Tribune Media, Samsung, Macrovision, Arista/BMG, and EMI. Mr. Sexton has also held C-level positions at well funded high growth venture backed companies, including Groove Mobile and Supertracks. At Samsung, he was General Manager of WatchON, Samsung's multi-screen video discovery service which featured Netflix, Hulu, VUDU (Walmart), Crackle (Sony) and live TV.

Mr. Sexton has had repeated success identifying emerging trends in digital, mobile, and video, and has built and operated innovative products and services for NBC Universal, Sprint, 3UK, Bell Mobility, and Best Buy, among many others. He also served on the Board Handleman, a publicly traded music, video and games distributor with \$1.2B in annual revenue. Mr. Sexton received his BA from Harvard and his MBA from Columbia Business School.

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.

The following table sets forth, as of March 15, 2017, information about the beneficial ownership of our capital stock with respect to each person known by Wealthcraft Capital, Inc. to own beneficially more than 5% of the outstanding capital stock, each director and officer, and all directors and officers as a group.

Name	Number of Shares Beneficially Owned	Class	Percentage of Class (1)
Officer and Directors			
Adam Sexton Chief Executive Officer, Chief Financial Officer, Secretary and member of the Board of Directors	65,222,781	(2) Common	91.0%

Over 5% holders

N/A

(1) The above percentage are based on 71,673,060 shares of common stock outstanding as of March 13, 2017.

(2) 65,222,781 shares owned by Silison Beach, LLC of which Adam Sexton is a member.

ITEM 9 THIRD PARTY PROVIDERS:

1. Counsel
Dieterich & Associates
11835 W. Olympic Blvd., Suite 1235E
Los Angeles, CA 90064
PH. 310-312-6888
2. Accountant or Auditor
Financials prepared by Management
3. Investor Relations Consultant
None
4. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement - the information shall include the telephone number and email address of each advisor.
None

ITEM 10 ISSUER CERTIFICATION

I, Adam Sexton, certify that:

1. I have reviewed this Quarterly Report of Wealthcraft Capital, 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.

Date: May 9, 2017

/s/ Adam Sexton

Adam Sexton

Chief Executive Officer

(Principal Executive Officer)

I, Adam Sexton, certify that:

1. I have reviewed this Quarterly Report of Wealthcraft Capital, 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.

Date: May 9, 2017

/s/ Adam Sexton
Adam Sexton
Chief Executive Officer
(Principal Financial Officer)