

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## COUNTY LINE ENERGY INC

A Nevada Corporation

3105 S. Artesia St.

Santa Ana CA 92704

949.521.0346

Manny.margaretis@hotmail.com

### **Quarter I Report For the Period Ending: June 30, 2020 (the "Reporting Period")**

As of June 30, 2020, the number of shares outstanding of our Common Stock was:

75,311,140

As of March 31, 2020, the number of shares outstanding of our Common Stock was:

72,705,140

As of December 31, 2019, the number of shares outstanding of our Common Stock was:

67,705,140

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐

No: ☒ (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐

No: ☒

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐

No: ☒

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<sup>1</sup>"Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

March 11, 2005- Nubio Ventures -  
May 9, 2006- County Line Resources  
August 29, 2018- County Line Energy  
September 25, 2018- D5 Partners  
August 5, 2019- County Line Energy

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)  
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

February 5, 1998 in Nevada- Active

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

**2) Security Information**

Trading symbol: CYLC  
Exact title and class of securities outstanding: Common Stock  
CUSIP: 222479107  
Par or stated value: \$0.0001

Total shares authorized: 500,000,000 as of date: 6/30/20  
Total shares outstanding: 75,311,140 as of date: 6/30/20  
Number of shares in the Public Float<sup>2</sup>: 5,357,001 as of date: 6/30/20  
Total number of shareholders of record: 702 as of date: 6/30/20

*Additional class of securities (if any):*

Trading symbol: None  
Exact title and class of securities outstanding: Series A preferred, Series B preferred  
CUSIP: None  
Par or stated value: 0.0001  
Total shares authorized: 50,000,000 as of date: 6/30/20  
Total shares outstanding: 100,000 Series A as of date: 6/30/20  
Total shares outstanding: 400,000 Series B as of date: 6/30/20

Transfer Agent

Name: Action Stock Transfer  
Address: 2469 E Fort Union Blvd  
Suite 214  
Salt Lake City, NV 84121  
Phone: 801-274-1088  
Email: jb@actionstocktransfer.com

<sup>2</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes: ☒ No: ☐

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

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 January 4, 2018 the Company effected a reverse split of 1:1,000 shares of common stock and reduced the authorized shares from 800,000,000 to 150,000,000.

On March 19, 2018 the Company amended the Articles of Incorporation increasing the number of authorized shares of common stock to 500,000,000 and number of preferred shares to 50,000,000 each with a par value of \$0.0001.

On July 31, 2018, the Company amended the Articles of Incorporation designating 100,000 shares of Series A Non-Convertible Preferred Stock and 1,000,000 shares of Series B Convertible Preferred Stock.

### 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of 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. Using the tabular format below, please describe these events.

#### A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

Number of Shares outstanding as of <u>12/31/17</u>		Opening Balance: Common: <u>108,876,553</u> Preferred: <u>none</u>		*Right-click the rows below and select "Insert" to add rows as needed.					
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided	Restricted or Unrestricted as of this filing	Exemption or Registration Type
2/13/2018	New	2,000,000	common	5,000	No	Lowell Holden	Service	Restricted	
3/20/2018	New	100,000,000	common	10,000	No	Daniel Serruya 0985358 BC Ltd	Cash	Restricted	
3/25/2018	New	250,000	common	1,250	No	Aarif Jamani 0985358 BC Ltd	Conversion	Restricted	
3/25/2018	New	500,000	common	2,500	No	Aarif Jamani	Conversion	Restricted	

<sup>3</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

3/25/2018	New	600,000	common	3,000	No	0985358 BC Ltd Aarif Jamani	Conversion	Restricted
6/20/2018	New	1,600,000	common	8,000	No	Provencal Investments- Ian Dauson	Conversion	Restricted
7/9/2018	New	864,062	common	4,320	No	0985358 BC Ltd Aarif Jamani	Conversion	Restricted
8/6/2018	New	2,000,000	common	249,800	No	Brent McMahon	Service	Restricted
8/6/2018	New	1,000,000	common	124,900	No	Daniela Fitzpatrick	Service	Restricted
8/6/2018	New	2,000,000	common	249,800	No	Eric Dena	Service	Restricted
8/6/2018	New	2,000,000	common	249,800	No	Emanuel Margaretis	Service	Restricted
8/29/2018	New	(28,500,000)	common	(2,850)	No	Vince Andreula	Service	Restricted
8/29/2019	New	3,500,000	common	350	No	Vince Andreula	Service	Restricted
8/29/2018	New	(70,000,000)	common	(7,000)	No	Cancellation-Eric Dena	Service	Restricted
8/29/2019	New	40,000,000	common	4,000	No	Eric Dena	Service	Restricted
10/4/2018	New	756,904	common	3,795	No	0985458 BC Ltd Aairf Jamani	Service	Restricted
10/25/2018	New	(560,000)	common	(56)	No	Eric Dena	Service	Restricted
10/25/2018	New	20,000	common	2	No	William Mcinernery	Service	Restricted
10/25/2018	New	20,000	common	2	No	Dainel Stephens	Service	Restricted
10/25/2018	New	20,000	common	2	No	David Blataric	Service	Restricted
10/25/2018	New	250,000	common	25	No	Cheryl Hintzen	Service	Restricted
10/25/2018	New	250,000	common	25	No	All 4 One Media- Larry Lahem	Service	Restricted
11/29/2018	New	425,000	common	180,625	No	Daniel R Mendes	Service	Restricted
11/8/2018 (1)	New	50,000	common	10,000	No	Deborah Warner	Cash	Restricted
11/8/2018 (1)	New	50,000	common	10,000	No	Deborah Warner	Cash	Restricted
8/29/2018	New	100,000	preferred		No	Emanuel Margaretis	Conversion	Restricted
8/29/2018	New	400,000	preferred		No	Emanuel Margaretis	Conversion	Restricted
8/19/19	New	5,299,999	common	26,500	No	0985358 BC, Ltd Aarif Jamani	Conversion	Restricted
11/22/19	New	3,200,000	Common	15,680	No	0985358 BC, Ltd Aarif Jamani	Conversion	Restricted
1/2/2020	New	5,000,000	common	25,000	No	0985358 BC, Ltd Aarif Jamani	Conversion	Restricted
4/27/20	New	2,000,000	Common	10,000	No	Wexford Industries- Lois Farber	Conversion	Restricted
5/6/20	New	606,000	common	3,030	No	Wexford Industries- Lois Farber	Conversion	Restricted
Shares outstanding as of 6/30/20	Ending Balance Common 75,311,140 Preferred: 500,000							

## B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
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7/18/2012	15,000.00	20,000.00	16,510	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
2/1/2013	26,000.00	26,000.00	18,980	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
7/18/2012	26,620.00	26,620.00	23,265	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
9/19/2015	6,500.00	6,500.00	3006.25	Demand	0.005 per share	Wexford Industries Lois Farber	Loan
7/25/2016	20,460.00	20,500.00	7,469.90	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
2/7/2017	8,500.00	8,500.00	2,762.50	Demand	0.005 per share	Blackridge Holding- Brian Keasberry	Loan
10/13/2017	1,000.00	1,000.00	245.00	Demand	0.005 per share	Brian Keasberry	Loan
11/9/2017	3,000.00	3,000.00	733.50	Demand	0.005 per share	Blackridge Holdings- Brian Keasberry	Loan
01/19/2018	2,000.00	2,000.00	992.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
01/19/2018	2,000.00	2,000.00	992.00	Demand	0.005 per share	Blackridge Holdings Brian Keasberry	Loan
02/11/2018	3,500.00	3,500.00	1,685.69	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
02/11/2018	3,500.00	3,500.00	1,685.69	Demand	0.005 per share	Blackridge Holdings Brian Keasberry	Loan
05/16/2018	750.00	750.00	329.16	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
05/16/2018	750.00	750.00	329.16	Demand	0.005 per share	Blackridge Holdings Brian Keasberry	Loan
06/29/2018	2,500.00	2,500.00	1,061.60	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
06/29/2018	2,500.00	2,500.00	1,061.25	Demand	0.005 per share	Blackridge Holdings Brian Keasberry	Loan
07/24/2019	5,000.00	5,000.00	300.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
10/10/2018	30,500	30,500	4,422.50	Demand	None	Wexford Industries -Lois Farber	Loan
1/14/2019	15,000	15,000	22.025	Demand	None	John Fitzpatrick	Loan
08/01/2019	1,000.00	1,000.00	40.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
10/04/2019	7,000.00	7,000.00	40.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
10/09/2019	3,000.00	3,000.00	90.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
10/30/2019	6,000.00	6,000.00	20.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
11/25/2019	6,000.00	6,000.00	75.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
11/29/2019	4,000.00	4,000.00	40.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
12/20/2019	10,000.00	10,000.00	30.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
1/24/2020	5,000.00	5,000.00	25.00	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan

2/3/2020	3,000.00	3,000.00		Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
2./12/.2020	2,000.00	3,000.00	--	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
3/3/3030	5,000.00	1,5005,000,00	--	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
3/31/2020	6,500.00	6,500.00	--	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
5/4/20	1,500	1,500	--	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan
5/22/20	2,500	1,500	--	Demand	0.005 per share	Wexford Industries- Loris Farber	Loan
6/19/20	2,500	1,500	--	Demand	0.005 per share	0985358 BC Ltd – Aarif Jamani	Loan

Use the space below to provide any additional details, including footnotes to the table above:

Control Persons

0985358 BC- Aarif Jamani

Black Ridge Holdings- Brian Keasberry

Wexford Industries- Lois Farber

**4) Financial Statements**

A. The following financial statements were prepared in accordance with:

- ☒ U.S. GAAP  
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: Lowell Holden  
Title: Consultant  
Relationship to Issuer: None

Provide the financial statements described below for the most recent Quarterly report. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

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

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ 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 statements in a separate report as described 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 OTCIQ in the field below.

<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

The accompanying financial statements for the three and six month periods ended June 30, 2020 and 2019 are incorporated in this disclosure statement by reference as posted on August 4 2020.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

## 5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")
- A. a description of the issuer's business operations:
  - B. On July 16, 2018, the company completed a definitive agreement to acquire a subsidiary D5 Partners, containing certain assets pertaining to the marketing and manufacturing rights of GrowBox5000 ("GB5K"), a self-contained hydroponic system for growing plants, vegetables, and cannabis. The GB5K family of products work to manage the sum total of all surroundings of a living organism, including natural forces and other living things, which provide conditions for development and growth as well as of danger and damage. Our products incorporate a complex of physical, chemical, and biotic factors (such as climate, soils, and living things) that act upon an organism or an ecological community and ultimately determine its form and survival. ([www.growboxecosystem.com](http://www.growboxecosystem.com)). Mr. Margaretis, our CEO, the inventor of the GrowBox5000, is considering along with the Company taking legal action against Eric Dena, the former CEO for non compliance with the terms of his Agreement with the Company. Mr. Margaretis vended in additional assets to the Company, consisting primarily of proprietary code to semi-automate the product and strengthen the business of the Company for \$1.
  - C. \_
  - D. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference  
  
None
- E. Describe the issuers' principal products or services, and their markets
- F. None
- G. The company manufactures and sells self-contained hydroponic systems for growing plants, vegetables, and cannabis. The GB5K family of products work to manage the sum total of all surroundings of a living organism, including natural forces and other living things, which provide conditions for development and growth as well as of danger and damage (the entire ecosystem). Our products incorporate a complex of physical, chemical, and biotic factors (such as climate, soils, and living things) that act upon an organism or an ecological community and ultimately determine its form and survival.
- H.

## 6) 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.

None

## 7) 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 or beneficial shareholders.

Using the tabular format below, please provide information regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Emanuel Margaretis	<u>CEO, CFO, Director</u>	3105 S. Artesia St. Santa Ana CA 92704	<u>2,000,000</u>	<u>Common</u>	<u>3 %</u>	
Eric Dena	5% holder- Former officer and director	#12 Galeana Foothill Ranch, CA 92610	<u>41,440,000</u>	<u>Common</u>	<u>70.1%</u>	<u>300,000 Series B Preferred</u>

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 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);

No

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;

No

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

No

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.

No



- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

## 9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name:

Firm:

Address 1:

Address 2:

Phone:

### Accountant or Auditor

Name:

Firm:

Address 1:

Address 2:

Phone:

Email:

### Investor Relations Consultant

Name:

Firm:

Address 1:

Address 2:

Phone:

Email:

### Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

Name:

Name:

Lowell Holden

Firm:

Nature of Services:

Financial Consulting

Address 1:

Address 2:

Phone:

612-961-5656

Email:

ltholden@comcast.net

## 10) Issuer Certification

*Principal Executive Officer:*

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, Emanuel Margaretis certify that:

1. I have reviewed this quarterly disclosure of County Line Energy, 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.

September 25, 2020

/s/ Emanuel Margaretis[CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

*Principal Financial Officer:*

I, Emanuel Margaretis certify that:

1. I have reviewed this quarterly report of County Line Energy, 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.

September 25, 2020

/s/Emanuel Margaretis (CFO)