

**Consolidated Quarterly Financial Statements
of
Exit Only, Inc.
For the Period Ended September 30, 2011**

To the Board
Exit Only, Inc.
9101 West Sahara Ave., #105-F9
Las Vegas, NV 89117

Attached are the compiled consolidated balance sheet of Exit Only, Inc. (a development stage company) as of September 30, 2011, and the related statement of operations and the consolidated statement of cash flows for the three, six and nine months then ended. These financials are results from a compilation performed by certified public accountants and non-certified accountants and are not audited. Management does not express an opinion or provide any assurance about any of the accountants being responsible for the financials.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with generally accepted accounting principles (GAAP) in the United States of America and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of financial statements.

Management's responsibility is to conduct, with the assistance of its private accountants, the compilation in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist in presenting financial information in the form of financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements.

James L. Porter
President, Exit Only, Inc. / Bayport Corporation
December 28, 2011

Exit Only, Inc. (A Development Stage Company)
Consolidated Balance Sheet
As of September 30, 2011

	<u>As of March 31, 2011</u>	<u>As of June 30, 2011</u>	<u>As of September 30, 2011</u>
ASSETS			
Current Assets			
Checking/Savings			
Cash in Bank	53,851.16	1,346.84	3,568.83
Total Checking/Savings	<u>53,851.16</u>	<u>1,346.84</u>	<u>3,568.83</u>
Total Current Assets	53,851.16	1,346.84	3,568.83
Fixed Assets			
Capitalized Mining Expenses	24,692.28	58,463.95	315,905.21
Equipment	778.29	1,912.93	1,912.93
Accumulated Depreciation	-	(341.00)	(682.00)
Rio Rancho Working Interest	-	-	51,000.00
Kapacke Mining Investment	-	410.50	-
Total Fixed Assets	<u>25,470.57</u>	<u>60,446.38</u>	<u>368,136.14</u>
Other Assets			
Advances to Related Parties	6,431.55	3,155.52	4,714.48
Start Up Costs	61,016.86	69,271.36	109,908.07
Total other Assets	<u>67,448.41</u>	<u>72,426.88</u>	<u>114,622.55</u>
TOTAL ASSETS	<u>\$ 146,770.14</u>	<u>\$ 134,220.10</u>	<u>\$ 486,327.52</u>
LIABILITIES			
Current Liabilities			
Other Current Liabilities			
Accrued Wages Payable	-	10,716.44	28,131.94
Deferred Revenue	153,500.00	153,500.00	-
Total Other Current Liabilities	<u>153,500.00</u>	<u>164,216.44</u>	<u>28,131.94</u>
TOTAL LIABILITIES	<u>153,500.00</u>	<u>164,216.44</u>	<u>28,131.94</u>
SHAREHOLDERS' EQUITY			
Capital Stock	-	-	187,000.00
Paid In Capital	-	-	267,800.00
Net Income	(6,729.86)	(29,996.34)	3,395.58
TOTAL SHAREHOLDERS' EQUITY	(6,729.86)	(29,996.34)	458,195.58
TOTAL LIABILITIES & SHAREHOLDERS' EQUITY	<u>\$ 146,770.14</u>	<u>\$ 134,220.10</u>	<u>\$ 486,327.52</u>

Exit Only, Inc. (A Development Stage company)
 Consolidated Statement of Operations and Deficit (Income Statement)
 For the nine months ending September 30, 2011

	QTR 1	QTR2	QTR3	YTD September 30, 2011
Operating Expenses				
Exploration expenditures	-	571.00	341.00	912.00
Investors relations	2,106.15	2,738.37	2,095.98	6,940.50
General and administration	4,623.71	19,957.11	23,658.99	48,239.81
Total Expenses	6,729.86	23,266.48	26,095.97	56,092.31
Other Income/Expenses				
Gain on Sale of Assets			59,898.39	59,898.39
Loss on Investments			(410.50)	(410.50)
Total Other Income	-	-	59,487.89	59,487.89
Net Income(Loss)	\$ (6,729.86)	\$ (23,266.48)	\$ 33,391.92	\$ 3,395.58

Exit Only, Inc. (A Development Stage Company)
Consolidated Statement of Cash Flows
For the nine months ending September 30, 2011

	<u>Jan - Mar 2011</u>	<u>Jan- June 2011</u>	<u>Jan - Sept 2011</u>
OPERATING ACTIVITIES			
Net Income	(6,729.86)	(29,996.34)	3,395.58
Adjustments to reconcile Net Income to net cash provided by operations:			
Accrued Wages Payable	-	10,716.44	28,131.94
Deferred Revenue	123,500.00	123,500.00	(30,000.00)
Net cash provided by Operating Activities	116,770.14	104,220.10	1,527.52
INVESTING ACTIVITIES			
Capitalized Mining Expenses	(15,634.01)	(49,405.68)	(306,846.94)
Equipment	(778.29)	(1,912.93)	(1,912.93)
Accumulated Depreciation	-	341.00	682.00
Kapacke Mining Investment	-	(410.50)	-
Rio Rancho Working Interest	-	-	(51,000.00)
Start Up Costs	(45,306.35)	(53,560.85)	(94,197.56)
Advances to Related Parties	(3,666.80)	(390.77)	(1,949.73)
Net cash provided by Investing Activities	(65,385.45)	(105,339.73)	(455,225.16)
FINANCING ACTIVITIES			
Capital Stock	-	-	187,000.00
Paid In Capital	-	-	267,800.00
Net cash provided by Financing Activities	-	-	454,800.00
Net cash increase for period	51,384.69	(1,119.63)	1,102.36
Cash at beginning of period	2,466.47	2,466.47	2,466.47
Cash at end of period	53,851.16	1,346.84	3,568.83

Exit Only, Inc. (A Development Stage Company)
Consolidated Statement of Changes in Shareholders' Equity
For the nine months ending September 30, 2011

	<u>Number of Shares</u>	<u>Amount @ per value</u>	<u>Additional Paid In Capital</u>	<u>Net Profit</u>	Shareholders' <u>Equity</u>
Balance January 1, 2011	540,921,049	\$540,921		\$0	\$0
Issue of restricted common stock to complete Share Exchange Agreement with Shats Intl	20,000,000	\$20,000			\$20,000
Issue of restricted common stock to acquire mining claims	20,000,000	\$20,000	168,000		\$188,000
Issue of restricted common stock to private investors for administrative and mining support	60,000,000	\$60,000			\$60,000
Issue of restricted common stock to private investors for administrative and mining support	65,000,000	\$65,000			\$65,000
Issue of restricted common stock to Rio Rancho support oil and gas	20,000,000	\$20,000	82,000		\$102,000
Cancel common stock	(48,705,000)	(\$48,705)			
Issue of restricted common stock to Olibri Group for investor relations support	2,000,000	\$2,000	17,800		\$19,800
Series A Preferred Shares-Shats Intl Cancelled	(2,000,000)				
Series A Preferred Shares-Issued	2,000,000				
Net Profit for nine months ending September 2011				\$3,396	\$3,396
Balance at September 30, 2011	679,216,049	\$679,216	267,800	\$3,396	\$458,196

EXIT ONLY, INC.
A Development Stage Company
Notes to the Consolidated Compiled Financial Statements

Nature of Operations

Exit Only, Inc. (the "Company") was formed as a Nevada corporation on February 8, 2005. Exit Only, Inc. (a Development Stage Company) is the parent company of a wholly owned subsidiary, Bayport Corporation. Bayport Corporation was incorporated on August 16, 2004 in the state of Oklahoma. Their corporate office is located in Las Vegas, Nevada. Shats International, Inc., a Nevada corporation, took control of the Company on or about February 25, 2011. On July 5, 2011, the Company acquired Bayport Corporation as its operational subsidiary. At this time, the control of the Company was shifted to the then-shareholders of Bayport Corporation through a share exchange arrangement, where it remains. When Exit Only Inc. acquired Bayport, Exit Only, Inc. had an aggregate of 540,921,049 common shares outstanding at a par value of \$.001 that had a stated capital value of \$540,921.

Accordingly, the accounting for the acquisition is identical to that resulting from a reverse acquisition. Under reverse acquisition accounting, the comparative historical financial statements for the company as the legal acquirer are those of the accounting acquirer, Bayport Corporation. The accompanying financial statements reflect the recapitalization of the stockholders' equity as if the transactions occurred as of the beginning of the first period presented. Thus, the shares of common stock issued to the former Exit Only, Inc. stockholders are deemed to be outstanding for all periods reported prior to the date of the reverse acquisition.

Bayport Corporation is in the process of acquiring and commercially exploiting various prospective mining properties in Utah, and oil and natural gas properties in Texas. Bayport may also, in the future, engage in the business of seafood wholesaling and beauty product sales, but no activities in those proposed businesses have yet begun.

On July 28, 2011, the company entered into an agreement with Rio Rancho Oil & Gas Resources, a Texas oil & gas company ("Rio Rancho"). Pursuant to that agreement, Bayport acquired a 3.5% net revenue non-participating working interest in their leasehold of the Peck A Well obtained from Rio Rancho in exchange for 20,000,000 restricted common shares of Exit Only, Inc. The non-participating working interest does not require that the Company fund, in any way, production of such wells.

Earths, Inc., a Nevada corporation ("CARE") acquired certain mineral claims in Utah from a third party in exchange for 20,000,000 restricted shares of the Company's common stock and a 5% royalty on any gross revenues from said claims. A portion of these claims were sold during the third quarter of 2011. Another subsidiary, Cosmic Energy Minerals Group, Inc., a Nevada corporation ("CMG") was formed to also exploit the precious metals and mineral (e.g., gold and silver) extractable from the claims. At present, Bayport's business will be focused upon the commercial exploitation of its rare earth minerals and other claims, as well as oil and gas opportunities. The company's mineral claims cover a variety of rare earths as well as amounts of gold and silver. Rare earth elements are a set of seventeen chemical elements in the periodic table. Despite their name, rare earth elements are relatively plentiful in the Earth's crust. However, because of their geochemical properties, rare earth elements are typically dispersed and not often found in concentrated and economically exploitable forms. The few

pursuant to which the groups agreed to fund 100% of the costs for mining and commercialization of the Company's mining claims in exchange for the issuance of 60,000,000 restricted shares for one group and 65,000,000 restricted shares for the other group of the Company's common stock, and an aggregate of 70% of the proceeds from such mining operations. The two groups of private investors delayed moving forward with funding operations until all the administrative filings were in place with the US Bureau of Land Management (BLM) and after the Company becomes current in its obligations to the OTC Markets.

Summary of Significant Accounting Policies

Cash and Cash Equivalents

For the purpose of the statement of cash flows, the company considers all short-term debt securities purchased with a maturity of three months or less to be cash equivalents.

Property and Depreciation

Expenditures for additions and improvements are capitalized at cost. Maintenance and repairs are expensed as incurred. Depreciation is computed using the straight-line method, based upon the estimated useful lives of the related assets.

Revenue Recognition

The Company's revenue will be derived from the sale of oil, natural gas, and minerals. Revenue will be recognized when the income is earned.

Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Income Taxes

Income taxes will be provided for the tax effects of transactions reported in the financial statements and will consist of taxes currently due plus deferred taxes for operating losses that are available to offset future taxable income.

Facilities

The company is being provided approximately 1,000 square feet of office space by James L/ Porter, President, in his residence on a rent-free basis.

Shareholders' Equity

September 30, 2011. As of September 30, 2011, there were 677,216,049 common shares issued and outstanding.

The Company has authorized 25,000,000 preferred shares, par value \$.001 per share, at September 30, 2011. As of September 30, 2011, 2,000,000 preferred shares have been issued. These shares have been granted 1,000 votes for each share, for a total of 2,000,000,000 votes. If the Company converts these shares to common shares, they convert on a one-to-one basis.

Rights as to dividends, return of capital, redemption, conversion, voting, and otherwise with respect to the preference of shares may be determined by the Company's Board of Directors on or before the time of issuance. In the event of the liquidation of the Company, the holders of any preference shares then outstanding would be entitled to payment to them of the amount for which the preference shares were subscribed and any unpaid dividends prior to any payment to the common shareholders.

A special dividend has been contemplated to date. Details will be announced later in the future after the trading entity to issue to shareholders has been acquired.

Receivables and Related Party Transactions

Advances as of September 30, 2011, of \$4,714 consisted of non-interest bearing advances to a group of shareholders of the company.

Subsequent Events

Management has evaluated subsequent events through December 19, 2011, the date which the financial statements were available to be issued.

There were no significant subsequent events.