

**QUARTERLY REPORT**  
**AND**  
**DISCLOSURE STATEMENT**  
**FOR THE QUARTER ENDING**  
**June 30, 2013**

**ALLIANCE CREATIVE GROUP, INC**  
**FORMERLY INVICTA GROUP, INC**

1066 National Parkway  
Schaumburg, IL. 60173  
847-885-1800x175

**FEIN # 91-2051923**

**CUSIP NUMBER: 01858T107**

**ALL INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF ALLIANCE CREATIVE GROUP, INC. (“COMPANY”) IN ACCORDANCE WITH RULE 15c2-11 PROMULGATED UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED.**

**NO DEALER, SALESMAN OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE COMPANY. ANY REPRESENTATIONS NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN MADE OR AUTHORIZED BY THE COMPANY.**

**DELIVERY OF THIS INFORMATION DOES NOT IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO THE DATE OF THIS ISSUER INFORMATION AND DISCLOSURE STATEMENT.**

### **INFORMATION AND DISCLOSURE STATEMENT**

*All information in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 promulgated under the Securities Exchange Act of 1934, as amended. The enumerated items and captions contained herein correspond to the format as set forth in that rule.*

### **FORWARD LOOKING STATEMENTS**

This Annual report may contain some forward-looking statements as defined by the Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements concerning plan, objectives, goals, strategies, future events or performance, and underlying assumptions and other statements that are other than statements of historical facts. These statements are subject to uncertainties and risks including, but not limited to, the volatility of the market price of our common stock, our inability to predict the effects of our reverse stock split on the effect of our stock market price, our business plans, the strategies that we use to develop and evaluate opportunities, the extent of product and service demand and acceptance, changes in technology, economic conditions, the impact of competition and pricing, government regulation, and other risks described in statements filed from time to time with the Securities and Exchange Commission. All such forward-looking statements whether written or oral, and whether made by or on behalf of the Company, are expressly qualified by the cautionary statements that may accompany the forward-looking statements. In addition, the Company disclaims any obligation to update any forward-looking statements to reflect events or circumstances after the date hereof.

**Part A**                      **General Company Information**

**Item 1:**                      **The exact name of the issuer and its predecessor (if any)**

The Company's name is Alliance Creative Group, Inc. The issuer's predecessor name was Invicta Group, Inc. The Company changed its name from Invicta Group, Inc. to its current name by filing the Certificate of Amendment to the Articles of Incorporation with the Nevada Secretary of State 10/22/10. The name change was approved and announced on 11/12/10 and the corporate action took effect and FINRA recognized the change at the open of business 11/15/10.

**Item 2:**                      **The address of the issuer's principal executive offices**

1066 National Parkway  
Schaumburg, IL. 60173  
Office Phone: 847-885-1800x175  
Office Fax: 773-496-6671  
Main Website: [www.AllianceCreativeGroup.com](http://www.AllianceCreativeGroup.com)  
Other company websites include:  
[www.Print4aCause.com](http://www.Print4aCause.com)  
[www.StLouispackaging.com](http://www.StLouispackaging.com)  
[www.SnapGraphics.com](http://www.SnapGraphics.com)  
[www.STLgraphics.com](http://www.STLgraphics.com)  
[www.IMAGEchicago.com](http://www.IMAGEchicago.com)

**Item 3:**                      **The jurisdiction(s) and date of the issuers' incorporation or organization**

The Company was organized under the laws of the State of Nevada on June 1, 2000 under the name of Invicta Group, Inc.

**Part B**                      **Share Structure**

**Item 4:**                      **The exact title and class of securities outstanding**

The Company has 2 classes of capital stock  
Common (Restricted and Free Trading) and Preferred  
As of 6/30/13 the Company consisted of **166,303,398** total shares of Common Stock Outstanding and the Company also has **4,000,000** shares of preferred stock outstanding. The Company's trading symbol is ACGX.PK and CUSIP number is 01858T107.

**Item 5:**                      **Par or stated value and description of the security**

The Common Stock has a par value of \$.001. The Common Stock has a one share one vote right but no future rights to dividends. As of June 30, 2013 the preferred stock has 100 votes per share and 100 to 1 conversion rights into common stock but is not entitled to receive any cash dividends. The Company also converted 1,000,000 shares of the preferred stock on May 1, 2013 into 100,000,000 Common Restricted Shares for the CEO, Steven St. Louis. If all the remaining preferred stock owned by Mr. St. Louis was converted into restricted common stock in the future it would be equal to 400,000,000 common shares. Therefore the Company has increased the Authorized Common Stock to 750,000,000 to allow enough room for potential future conversions.

**Item 6:**                      **The number of shares or total amount of the securities outstanding for each class of securities authorized**

As of: June 30, 2013 the Company had the following:

Common Stock Authorized: 750,000,000  
Common Stock Outstanding: 166,303,398  
Public Float: 66,161,423  
Number of Shareholders of Record with TA not on NOBO: 150  
Preferred Stock Authorized: 10,000,000  
Preferred Stock Outstanding: 4,000,000

**Item 7:        The name and address of the transfer agent**

Pacific Stock Transfer Company  
4045 South Spencer Street, Suite 403  
Las Vegas, NV 89119  
Telephone: 702-361-3033  
Our transfer agent is registered under the Exchange Act and is regulated by the Securities and Exchange Commission.

**Part C Business Information**

**Item 8:        The nature of the issuer's business**

**A.        Business Development.**

Paul Sorkin received the controlling preferred shares of Invicta Group, Inc. on June 23, 2008. The Company changed its name from Invicta Group, Inc. to Alliance Creative Group, Inc on November 15, 2010. Steven St. Louis received the controlling preferred shares and became CEO and Chairman of the board on December 21, 2011.

The Company is currently in operations and is a printing, packaging, procurement and supply chain management company.

Our mission is to provide the consumer packaged goods industry with one simplified procurement brand management process and supply chain solution.

We utilize a unique blend of products, services, and relationships to increase value for both clients and shareholders. Management is now focused on generating sales revenue and creating a high quality customer experience. The Company key services include creative and design, packaging, supply chain management, printing, direct mail, fulfillment, assembly & kitting, brand development and management, business consulting and strategic marketing.

1.        The form of organization of the issuer (e.g.. corporation, partnership, limited Liability company, etc.):  
            The organizational form of the issuer is a Corporation.
2.        The year the issuer (or any predecessor) was organized  
            The issuer was organized in 2000.
3.        The issuer's fiscal year end date  
            The issuers' fiscal year end date is 12/31.
4.        Whether the issuer has been in bankruptcy, receivership or any similar proceeding

The issuer has never been in bankruptcy, receivership or any similar proceeding.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets

The Company has been involved in the following acquisitions and joint ventures since Mr. Sorkin was elect the new CEO on June 23, 2008

September 24, 2009 - The company entered into a joint venture agreement with WT SurgiCenter, LLC (Known as Water Tower Surgery Center) to help manage and market the center and recruit new doctors and clients and increase the overall revenues and profits for the center. The center had a change in ownership and control and the company dissolved their joint venture as of March 26, 2010.

On December 1, 2009 the Company acquired specific assets and took over specific liabilities from STL Marketing Group which included St. Louis Packaging and STL Graphics. This acquisition helped the companies utilize the economies of scale and share some common overhead, employees and operating expenses. The acquisition also allowed the companies to market multiple services together while reducing overall future liabilities and future cash flows. The company took over all of the industry payables and liabilities, the liability of the bank line of credit and majority of the company's long-term note payables in order to acquire any of their assets. These divisions are still a part of the Company. STL Graphics Group is a full-service web and sheet-fed printing group that has the capacity to run 24 hours a day, 7 days a week. STL Graphics uses the latest technologies to service a wide variety of businesses and printing projects. St. Louis Packaging is an established business that has been operating for over 13 years with extensive experience in industrial and retail packaging and customizable inventory management programs with 4 strategic warehouse locations nationwide.

On February 9, 2010 The company entered into a joint venture with Chicago Affordable Cars (an internet car dealer) to help manage, market, maintain and expand the current business interest in Chicago and to expand to future markets. The parties decided to dissolve the joint venture as of November 11, 2010. The parties felt it was in the best interest of all parties involved to end the relationship and allow each party to focus on other future business projects.

On November 1, 2010 The Company acquired specific assets of Snap Graphics and later launched a new website [www.SnapGraphics.com](http://www.SnapGraphics.com). Some of the assets included commercial printers, equipment, supplies, customer lists, domains and a company cargo van. The website [www.SnapGraphics.com](http://www.SnapGraphics.com) is currently live and taking orders for all types of printing products including but not limited to: banners, business cards, brochures, postcards, flyers and more.

Mr. Steven St. Louis was elected the new CEO and Chairman and Mr. Sorkin resigned on December 21, 2011.

On March 5, 2012 ACGX purchased all the issued and outstanding preferred stock in STLK for \$25,000 by taking over debt and on September 9, 2012 ACGX entered into a binding LOI to sell all of the preferred stock in STLK to Versant Corporation. The parties closed on the sale Monday October 15, 2012. The terms of the deal include 3 payments of \$25,000 each. The 1<sup>st</sup> payment was due at closing, the 2<sup>nd</sup> payment was due in late November 2012 and the final payment was due in Jan 2013. STLK still owes ACGX \$50,000 as of June 30, 2013. STLK also entered into a 6 month consulting agreement with ACG that went until Mid-February 2013. The terms of that agreement include a total compensation packaging of \$10,000 a month in future stock after STLK is a fully reporting company. The Company has only received the \$25,000 for the first payment from October 15, 2012. The Company is in discussions with STLK to collect the other \$50,000. As for the consulting agreement shares STLK is not a fully reporting company yet but has filed a Form 10 and started the process and will be able to issue the shares to ACGX after they are fully reporting.

On August 14, 2013 ACGX launched a new website [www.Print4aCause.com](http://www.Print4aCause.com) Print4aCause was founded on the principles of integrity, creativity, compassion and, most importantly, giving back. Almost every business owner, especially those in small businesses, have to create multiple items every day—from business cards, letterhead, postcards, flyers, banners, direct mailings and marketing materials. Print4aCause offers exceptional quality products with exceptional service while focusing on giving back to meaningful causes.

Our mission is to raise money for multiple charitable causes while providing a world-class and high-quality product and service for our customers.

Print4aCause will donate 10% of your total order to the charity of your choice. So, the more you order, the more we donate. Help spread the word and help us reach our donation goal. Like our Facebook page [www.facebook.com/print4acause](http://www.facebook.com/print4acause) and follow us on Twitter [www.twitter.com/print4acause](http://www.twitter.com/print4acause) and tell your friends about us.

Print4aCause's goal is to donate over \$100,000 by July 31, 2014 and over \$1,000,000 by July 31, 2015.

It's easy to help us accomplish our goal. Just search for the items you need, place your order, pick your charity and round up your order for an additional donation and we'll donate 10% of the order total plus the rounded up portion to the charity of your choice. We thank you for your support.

6. Any default of the terms of any note, loan, lease, or other indebtedness or financing arrangements requiring the issuers to make payments

The Company's prior management entered into a convertible debenture with Golden Gate Investors, Inc on April 27, 2004. Golden Gate Investors, Inc. changed their corporate name to Golden State Equity Investors, Inc on December 22, 2008. The current management signed a letter of understanding to amend the

terms of the agreement for the Company on October 1, 2009. The Company and Golden State signed another amendment in August of 2011 and entered into another new agreement on March 31, 2013. Although all note holders are legally entitled to convert their notes, the company's management, current investors and note holders have agreed to cooperate in maintaining a reasonable level of dilution from conversions at this time to help with the best interest of the overall company and shareholder value to reduce debt but not too quickly. The company will take a balanced approach in reducing debt while trying not to dilute the common shares too quickly.

As the former CEO of the Alliance Creative Group, Mr. Paul Sorkin, entered into a personal guarantee agreement with Golden Gate Investors on June 23, 2008 for the amount of \$112,000. Golden Gate filed suit against Mr. Sorkin and received a judgment for the full original amount plus interest and fees totaling \$122,500. The company and Mr. Sorkin entered into a post-judgment agreement with Golden Gate in October 2009. The Company and Mr. Sorkin amended that agreement again in August of 2011. The company and its new CEO Mr. Steven St. Louis completed negotiations with Golden Gate to amend the agreement again and entered into a new agreement as of October 30, 2012. Another amended agreement was entered into as of March 31, 2013. The new agreement includes the following terms:

The Convertible Debenture from April 27, 2004 with a balance of \$141,812 as of 9/30/12 will reduce the interest rate from 7.75% to 3.75%.

The previous interest due will be settled for a lump sum payment of \$2,500 – which was paid at the closing and future interest will not begin to accrue or be due for 1 year.

The new agreement is extended until October 15, 2017.

Golden State is entitled to convert up to 9.99% of the common stock at a rate equal to 80% of the average 3 lowest volume weighted prices in the previous 10 days. Depending on the stock price this debenture could add over 100,000,000 shares to the outstanding or more. These conversions are based on a discount to market so if the stock price goes up the number of shares issued will go down and if the stock price goes down the number of shares will increase. Golden State has cooperated with the company to avoid any massive dilution or cause a significant price drop in the past but there are no guarantees or specific plans for the timing of these conversions. It is in their best interest of both parties to help the company maintain a solid stock price but it is a subjective decision based on updated facts and circumstances as the market conditions and company's fundamentals change.

The parties have also agreed that if ACG is not in default of this new agreement by June 30, 2013 they will dismiss the prior judgment they have against Mr. Sorkin (The former CEO). Since ACG is not in default as of June 30, 2013 the judgment against Mr. Sorkin will be dismissed.

7. Any change of control

The Company was incorporated on June 1, 2000. Up until June 23, 2008 Bill Forhan was the CEO and David Scott was the COO. As of June 23, 2008 Paul Sorkin became the CEO and Chairman of the Board. Steven St. Louis became

the CEO and Chairman of the Board on December 21, 2011. Mr. St. Louis is still the CEO and Chairman of the Board.

8. Any increase of 10% or more of the same class of outstanding equity securities?  
From June 28, 2008 until November 15, 2010 the Company issued 4,744,634,117 shares of common stock to satisfy some of the liabilities related to convertible notes issued by the company where the investors waited over 1 year and used the Rule 144 exemption to convert their notes into common shares of stock.

As of November 15, 2010 Alliance Creative Group (ACGX) announced the effectiveness of its reverse and name change and that each two thousand (2000) shares of the Common Stock of the Corporation issued and outstanding shall become one (1) share of Common Stock of the Corporation. Fractional or partial shares will not be issued and instead will be rounded up to the nearest whole number of shares. This reverse split becomes effective as of the market open on November 15, 2010. The new name and stock symbol have also been completed and the Corporation formerly known as Invicta Group, Inc (IVIT) is now Alliance Creative Group, Inc (ACGX). The Company has also reduced the total Authorized shares from 5,000,000,000 to 50,000,000.

From November 15, 2010 to December 31, 2010 the company issued 706,251 shares of common stock to satisfy some of the liabilities related to convertible notes issued by the company and held by the investors for over 1 year.

From January 1, 2011 until September 14, 2011 the company issued 5,398,320 shares of common stock to satisfy some of the liabilities related to convertible notes issued by the company and held by investors for over 1 year.

From September 15, 2011 until June 30, 2012 the company did not issued any shares to anyone.

On December 19, 2011 Steven St. Louis sold and assigned 3 of his convertible notes from October 28, 2009, November 27, 2009 and March 31, 2010 totaling \$150,000 in original principal to Sherwin and Roberta Sorkin. Mr. St. Louis has been paid in full for the assignment of these notes.

As of September 30, the company has issued an additional 2,695,131 shares since June 30, 2012 to previous investors that entered into convertible note agreements or promissory notes over 1 year ago.

From September 30, 2012 to December 31, 2012, the company has issued an additional 3,550,000 shares to previous investors that entered into convertible note agreements or promissory notes over 1 year ago.

From January 1, 2013 to March 31, 2013, the company has issued an additional 6,615,467 shares to previous investors that entered into convertible note agreements or promissory notes over 1 year ago.

From April 1, 2013 to June 30, 2013, the company has issued an additional 44,311,398 shares to previous investors that entered into convertible note agreements or promissory notes over 1 year ago and reduced the debt owed to the



parties by \$113,446. The company also converted 1,000,000 preferred shares into 100,000,000 restricted common shares for their CEO, Steven St. Louis.

The Company has not sold any of their free trading shares for any compensation or investment. The Company has not issued any free trading shares using the exemptions related to a Regulation A filing, a Rule 504 exemption or filed an effective registration statement.

Including Golden State, mentioned above, and other investors/debtors The company has a total of over \$1,500,000 in long-term notes and/or debentures. These notes can be paid back in cash or stock. The investors have been working with the company to try to find the best balance between maintaining solid company's fundamentals, growth plans and cash flows while trying not to dilute the stock too quickly to cause a significant decline in price. However, there are no guarantees or pre-arranged agreements for how much the investors will or won't convert in the future. All the notes have a conversion mechanism that allows them to convert at a discount to market rather than a set price. The overall average discount price of all the notes is around a 30% discount to market. This means if the stock goes up and shares are issues then less shares are needed to reduce the debt obligation and if the stock price goes down more shares are needed to honor the debt obligations. No one debtor will ever own more than 9.9% of the common stock at one time but if every debt holder converted their entire notes over time the company may have to increase their authorized number of shares and may have to issue over 500,000,000 additional shares to reduce this debt to zero. If the stock price goes down that amount may go up and if the stock price goes up the amount of shares that will be needed will go down. Keep in mind this is a process that may take multiple years or may never happen. These types of conversion decisions are made between the debt holder and the company on a case by case basis. Both parties have the company's overall best long-term interest in mind but there are no set plans or agreements as to the amount of debt that will be paid back in cash vs stock or the timing of any of these conversions.

9. Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization

The Company was formed on June 1, 2000 under the name of Invicta Group, Inc. in the State of Nevada. The Company changed its name from Invicta Group, Inc. to its current name by filing the Certificate of Amendment to the Articles of Incorporation with the Nevada Secretary of State 10/22/10. The name change was approved and announced on 11/12/10 and the corporate action took effect and FINRA recognized the change at the open of business 11/15/10.

As of November 15, 2010 Alliance Creative Group (ACGX) announced the effectiveness of its reverse and name change and that each two thousand (2000) shares of the Common Stock of the Corporation issued and outstanding shall become one (1) share of Common Stock of the Corporation. Fractional or partial shares will not be issued and instead will be rounded up to the nearest whole number of shares. This reverse split becomes effective as of the market open on November 15, 2010. The new name and stock symbol have also been completed and the Corporation formerly known as Invicta Group, Inc (IVIT) is now Alliance Creative Group, Inc (ACGX). The Company has also reduced the total

Authorized shares from 5,000,000,000 to 50,000,000. As of May 1, 2013 the company has increase the total authorized shares to 750,000,000.

There are no other current pending mergers, acquisitions, spin-offs or reorganizations.

10. Any delisting of the issuers securities by any securities exchange or deletion from the QIC Bulletin Board

August 6, 2009 The Company filed a Form 15 with the Commission to terminate the registration of the Company's Common Stock under the Securities Exchange Act of 1934. Since that date the Company's Common Stock has traded only on the OTC markets.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal's parties, the nature and current status of the matter, and the amounts involved

On or about September 19, 2011 Mr. Sorkin received a Subpoena Duces Tecum from the Securities Department of the Illinois Secretary of State requesting information related to ACGX and STLK. Mr. Sorkin provided the department with all the requested information in 2011 and then also gave an oral statement on October 4, 2012 to the Department on those matters. As of August 14, 2013 there have been no additional requests or communications so the inquiry remains pending.

The following is a current litigation that the company is involved in. Alliance Creative Group has hired collection agency Williams, Babbit & Weisman, Inc to collect \$72,570 owed From Chicago Affordable Cars and Yazan Abuharbeed for a past Joint Venture. The debt owed to Alliance has not been paid and a lawsuit has being filed to collect the remaining owed funds. Alliance signed an agreement with Williams, Babbit & Weisman on August 31, 2012 to pursue legal action if necessary on a contingency fee basis. There is the possibility in this collection case that the company will not receive the full funds owed and may have to take a loss related to this amount.

As of June 30, 2013 the company has filed a breach of contract claim in the circuit court of Cook County (Case #13-M1-126282). The case with Chicago Affordable Cars and Yazan Abuharbeed has not been resolved and the company is going to continue to take any and all possible legal actions to attempt to collect as much as possible as quick as possible.

DTC DEPOSIT CHILL – REMOVED – Alliance Creative Group hired attorney Simon Kogan on August 16, 2012 to pursue potential legal action against DTC to remove a deposit chill placed on the company. A deposit chill is a limitation of certain services that prevents additional deposits of the Issue for depository and book-entry transfer services. On August 21, 2012 Mr. Kogan received communications from the attorneys representing DTC informing the company for

the first time that a deposit chill was imposed on the company as of July 26, 2010. The basis for the deposit chill was an unusually large amount of deposits during the time period of October 20, 2009 until July 26, 2010. In order for DTC to make a determination as to whether to lift the Deposit Chill they required supporting documentation for all transactions during the above mentioned time period. The company supplied DTC with all the required back up documentation supporting each and every transaction. DTC reviewed the documents and determined that ACGX did nothing wrong and removed the deposit chill to allow the company to resume normal deposits and book-entry services.

#### **BANKING CHANGE**

The Company has changed from their long-time local bank, Centrust, to a much bigger and more aggressive international bank with RBS Citizens. This move was to allow the company to restructure and consolidate old debt, increase their bank lines and reduce their interest rates while building a long-term relationship that understands our desires and plans to grow and possibly acquire other companies.

The specific terms of the new agreement include 4 parts:

1. Revolving line of credit for \$1,000,000 at around 2.25% - this started with about \$700,000 being used to pay off the Centrust old line.
2. \$300,000 Equipment line that is at \$0 right now and may be used to purchase new equipment in the future.
3. A \$160,000 term loan at 3.75% this was used to pay off most of the cars and printers and to consolidate into 1 lower monthly payment.
4. Company credit cards with \$100,000 combined limit

The Company is excited to be able to consolidate its debt at a lower rate and build a relationship with a bigger bank that can hopefully help the company take better advantage of future business opportunities based on cash needs.

#### **Part D Business of Issuer**

Alliance Creative Group is currently a printing, packaging, procurement, supply chain management and consulting company. Our strategic mission is to utilize a unique blend of products, services, and relationships to increase value for both clients and shareholders. Management is now focused on generating sales revenue and profits and creating a high quality customer experience. The Company key services include creative and design, printing and packaging, supply chain management, project management, event marketing, direct mail, fulfillment, assembly and kitting, business consulting and strategic marketing. The 3 core brands and DBAs at this time include: St. Louis Packaging, STL Marketing, Snap Graphics and Print4aCause. At this time we have twenty four (24) full time employees and use independent contractors as needed. Company is not now and has never been a shell.

In general, it has been the Company policy to evaluate all potential business opportunities, cash-flows, team's priorities, and other relevant and important business issues and concerns on a regular basis and try to make the best overall decisions after considering all pros, cons, costs, risks, and time with everything. We believe that, to the extent that we are able, our business is well positioned for growth as we have improved our revenues and profits with our core business divisions and future focus.

The company's big picture long term plan is to attempt to create a printing, packaging, supply chain management and marketing roll up company. The intent is to have multiple business divisions or subsidiaries working together under one roof, sharing common resources and helping to increase the overall revenues and profits while reducing the percentage of expenses by utilizing the economies of scales. We are currently in discussions with multiple parties regarding potential mergers or acquisitions. The company moved into a bigger office and warehouse space about a year ago and has purchased some equipment and is currently looking into other equipment and software upgrade options. The company is looking for funding partners to help create and speed up this bigger roll up business model. We feel this business model will allow us to continue to aggressively compete with other growing companies and add quality staff and valuable resources as we grow. We also feel that the more success the company experiences the more potential acquisition targets and additional potential quality and experienced staff we will be attracted to help us increase our growth rate in the coming years.

**Item 9:            The nature of the products and services offered**

The legal name of the Corporation is Alliance Creative Group, Incorporated, a Nevada corporation, and is traded on the pinksheets.com, stock Symbol, "ACGX.PK". The Company offers multiple products and services of which a description of each service is below:

# COMMITTED TO BUILDING OUR CLIENTS BRAND!



ALLIANCE  
creative group





# WHAT WE DO:

- ▲ Packaging—Corrugated, Folding Cartons, Flexible & Thermoforming
- ▲ Printing—Commercial Sheet-fed, Web, Large Format, Digital and Promotional
- ▲ POP / POS Displays
- ▲ Creative & Design
- ▲ Direct Mail and Response
- ▲ Supply Chain Management — Inventory, Distribution and Logistics (JIT)
- ▲ Fulfillment, Assembly & Kitting
- ▲ Brand Development & Management — PR & Marketing
- ▲ Business Consulting & Strategic Marketing



# WHO ARE WE?

- ▲ We are a printing, packaging, & supply chain management company, with creative and brand management support.
- ▲ Public Company on the OTC Markets
- ▲ **4** Separate businesses united to form ACG
- ▲ Core business has been servicing clients for over **15** Years
- ▲ **6** Warehouses located strategically across the U.S.





# PRODUCT LAUNCH

## THE PRODUCT – Potted Herbs

Client met with the ACG team of experts to analyze their product and discussed their requirements & goals.

## CONCEPT , DESIGN & ENGINEER – Create Packaging

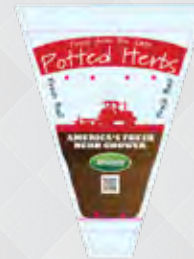
The ACG design team created multiple concepts for their product to achieve branding & marketing goals!

## THE FINAL PRODUCT – Packaged Herbs & Retail Display

ACG delivered an 8-color shaped poly bag and a wire merchandising display fixture that utilized an interchangeable header card according to client and retailers required specifications on time and within budget.



}the  
product{



}concept  
& design{



}thefinal  
product{



# PROJECT MANAGEMENT

## PROJECT GOALS

Client needs a creative vehicle to present the curriculum to the students in a fun yet interactive fishing theme – “Fishing on a Mission”.

## VEHICLE

Created, printed, laminated and die-cut a corrugated tackle box that incorporated a functional hinged tray to hold smaller items while leaving room to place larger items behind tray.

## PRINTING

We printed over 25 different items including posters, catalogs and DVDs utilizing sheet-fed, web and digital equipment to complete .

## KITTING

Gathered individual items and shrink wrapped contents then placed in an assembled tackle box to complete UMI’s VBS curriculum.

## FINAL PRODUCT

UMI was able to save a substantial amount of time and money utilizing one source to coordinate all the complexities involved.





# PRODUCT LAUNCH

**THE PRODUCT** – Retail Dietary Supplements  
Client met with the ACG team of experts to analyze their product and discussed their requirements & goals.

**CONCEPT , DESIGN & ENGINEER** – Create Packaging  
Created a twin pack folding carton with a unique pressure sensitive label for bottles. Designed a power wing display to merchandise 16 twin packs.

**THE FINAL PRODUCT** – 16 Count Loaded Display  
ACG delivered a twin pack folding carton printed 6/C+UV. A 6/C pressure sensitive label with high gloss laminate and a corrugate power wing display with 6/C litho-laminate designed to fit retailers required specifications, on time within budget!



}the  
product{



}concept  
& design{

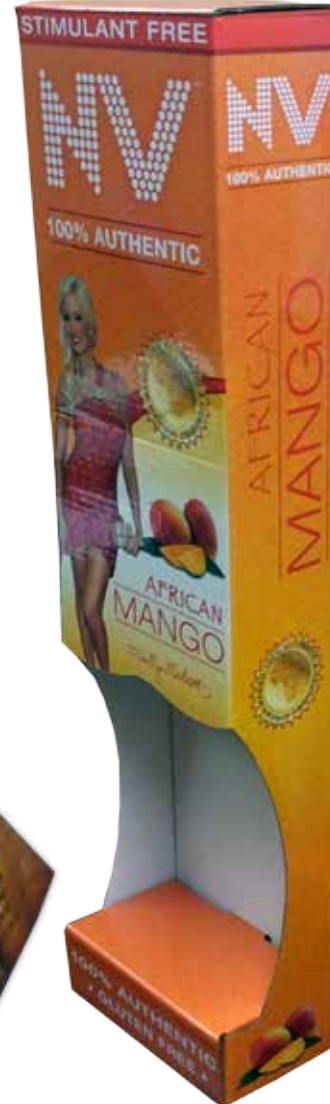


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# SOME OF OUR WORK



# SOME OF THE CLIENTS WE WORK WITH



# SOME OF THE CLIENTS WE WORK WITH



PAUL MITCHELL<sup>®</sup>

SLIMQUICK<sup>®</sup>



*Mrs. Prindable's*<sup>®</sup>





# WHAT OUR CLIENTS THINK OF US - WELLNX

“We started working with Alliance Creative Group a couple years ago on a project for the **biggest retailer Worldwide** and were pleasantly surprised on their **flexibility, turn-around time** and absolute **customer focus** they provided to us along the way. Today, Alliance Creative Group has proven to be a **valuable** Wellnx Life Sciences Inc. **strategic business partner**. Their continuous support, entrepreneurial spirit and reliability have made a huge difference for us. They achieved this by juggling several projects with multiple shipments going in and out of the U.S. and Canada with very short lead times and have produced high quality results and great prices.”

*-Ivan R. Vulicevic, Senior Vice President - Wellnx Life Sciences Inc.*





# WHAT OUR CLIENTS THINK OF US – ACQUAVIVA WINERY

“Alliance Creative Group has been an **excellent design and packaging partner** over the past three years as our company has grown and developed. They continue to supply a wide range of products and services that keep our business running and **help us succeed** in our field, and the level of customer service we receive from them cannot be paralleled.”

*-Joe Brandonisio, Vice President of Operations - Acquaviva Winery*



# WHAT OUR CLIENTS THINK OF US - UMI

"Alliance Creative Group has been the **ideal business partner in developing our design, printing and production needs**. From devising unique and complex solutions to solving the simple and not so simple problems, their team has been the critical complement to our content creation and publishing initiatives.

Curriculum development and design in the religious education market needs the marketing power of a firm that understands and can execute creative designs for diverse products and markets. ACG has been the **innovative packaging and production powerhouse** behind the successful and standard setting products that we have been able to introduce to our market. We have **gained sales, market share**, and long term customer relationships thanks to the expertise and effective execution of this leader in (packaging, printing, design, and production)

The "wow" factor in product design only comes when the partners in (design, printing, production, kitting and assembly can bring the years of experience, the out of the box thinking, and the flawless execution that we have been able to achieve through the relationship/partnership with ACG.

When we have a problem that our team cannot solve in (printing, packaging, production, etc...) we have learned that turning to ACG **results in surprisingly creative results, new solutions, and execution** that brings sales, customer satisfaction and profitable growth!"

*-C. Jeffrey Wright, CEO, MBA, JD and Minister - Urban Ministries, Inc.*





# WHY WORK WITH ACG



- ▲ Proven Results
- ▲ One Contact
- ▲ Multiple Supply Chain Managed Services
- ▲ Unique Abilities
- ▲ Exceptional Customer Service
- ▲ Quality Products and Services
- ▲ Competitive Pricing

# ONE SIMPLIFIED PROCUREMENT PROCESS



- ▲ Quality Motivated Response Team
- ▲ Print & Packaging Managed Solutions
- ▲ Specialized Production & Procurement Network
- ▲ Creative Brand Development
- ▲ Intuitive Supply Chain
- ▲ National Distribution Facilities



## **STEVEN ST. LOUIS**

### *C.E.O and Chairman of the Board*

Mr. St. Louis began his career in 1990 as a Navy Corpsman in the United States Marine Corps infantry. He was part of an elite amphibious recon unit and served in Operation Desert Storm / Desert Shield. Mr. St. Louis received the Kuwait Freedom Medal, a Combat Action Ribbon, and 12 Accommodations for his service. Following his career in the United States military, Mr. St. Louis attended Illinois State University from 1994 to 1997. He started St. Louis Packaging in 1997 and was the President of St. Louis Packaging, Inc. and STL Graphics Group. He is currently the C.E.O and Chairman of the Board for the Alliance Creative Group.

## **PAUL SORKIN**

### *C.O.O. and General Counsel*

Mr. Sorkin is the C.O.O. and General Counsel for the Alliance Creative Group. He was the prior C.E.O and General Counsel for the Alliance Creative Group/Invicta Group from June 2008 Until December of 2011. From 2005 to 2008, Mr. Sorkin served as CEO and General Counsel at Image Worldwide/Nationwide where he was also the publisher of IMAGE magazine, from 1996 to 2004, Mr. Sorkin served as Chief Operating Officer and General Counsel at S & B Collectibles where he supported the company's growth from about 5 employees to over 250 employees and from about \$1M in gross revenue to over \$100M in gross revenue and was involved with releasing new products on TV, in retail distribution and online. Mr. Sorkin holds a B.A. degree from the University of Illinois and a J.D. degree from Chicago Kent College of Law.

## **KEVIN PIEMONTE**

### *Sr. Vice President*

Mr. Piemonte has more than 15 years of successful sales experience. He worked for one of the largest packaging master distributors in North America, producing over \$5M in sales in Illinois alone. He leveraged his industry experience and proven account management skills to open and expand the distributor's base of national accounts. In 2002, he joined St. Louis Packaging, Inc. (DBA of the Alliance Creative Group) , and his expertise has more than doubled sales.

## **GREG KARDASZ**

### *Sr. Vice President*

Greg Kardasz is Senior Vice President of ACG's Print Division. Prior to his current position Mr. Kardasz has more than 25 years of broad technical knowledge combined with a strong background in print manufacturing operations & implementing ISO quality management systems. His track record of successfully being a lead pressman, managing day to day print operations has been a proven asset for the growth of our print division. Mr. Kardasz is a main driver in the strategic planning, execution and development of products for ACG's print division. His extensive experience in the industry has enabled the ACG to offer the best solution at a very competitive price for our client's. Greg's overall responsibility for the profitability and revenue growth for the division, includes all sales, marketing, service and delivery.





## **DONNA HAMILTON**

### *Director of Operations/Controller*

With more than 25 years of experience in the field of corporate finance, Donna Hamilton's diverse resume extends beyond that of the typical controller to include human resources, managing day to day operations and organizational reconstruction. As Alliance Creative Groups Controller and Director of Operations, Donna tracks the day-to-day financial activities of the three divisions and provides team leaders with expert financial advice, plans their yearly budgets and manages day-to-day operations.

Prior to joining us, Donna ran her own financial consulting firm DH Infinite Financial Solutions which specialized in cost reduction and budget planning for small to mid-size companies, where one of her largest clients was ProSource Financial where she supported and spear-headed their merger with Arthur J. Gallagher and Company.

Donna was also the CFO, VP of Finance and Partner at Slack Barshinger & Partners. While there, she headed up accounting, finance, human resources and operations, and tracked the day-to-day financial activities of all clients, providing client team leaders with expert financial advice as they planned their yearly budgets with their clients.

She also is quite the entrepreneur and owned her own franchise WineStyles Wine & Gifts.

## **STEVE TAUCHER**

### *Production Manager*

Stephen began his career in direct mail when he should have been enjoying summer and holiday breaks during school. Who knew all that time on the mail shop floor would turn into a career? Fifteen years later, Stephen extended those summer vacations into a successful career in production, management, customer service, and sales in the direct mail industry. As the years passed on Stephen was made a partner and eventually became soul owner. After selling his company 2006, Stephen began selling direct mail packages from conception through delivery. Today, he leverages all of that experience as a Production Manager creating solutions for clients at ACG.



**Item 10:        The nature and Extent of the Issuer's Facilities**

The business is based in Chicago, Illinois and operates their main office located at 1066 National Parkway, Schaumburg, IL, 60173. The Company moved into their current office space July 1, 2012, which is approximately 13,000 square feet. The Company paid \$6,100 per month until July 2013. The rent then increased \$100 per month per year to a maximum rate of \$6,500 during the 5<sup>th</sup> year of the lease. The lease ends April 30, 2017.

**Part D Management Structure and Financial Information**

**Item 11:        The name of the chief executive officer, members of the board of directors, as well as control persons**

**A. Officers and Directors**

1. Steven St. Louis – Chief Executive Officer and Chairman of the Board of the Directors

2. 1066 National Parkway, Schaumburg, IL. 60173

3. Steven St. Louis mini bio:

Mr. St. Louis has been the CEO and Chairman of the Board for the Alliance Creative Group, Inc, since December 21, 2011. Prior to becoming CEO Mr. St. Louis was the President of the STL Brands for the Alliance Creative Group. Mr. St. Louis started St. Louis Packaging in 1997. Mr. St. Louis served as a Navy Corpsman in the USMC infantry from January 1990 through February 1993. Steve was in the USMC Scout Swimmer, an elite amphibious recon unit. He served in Operation Desert Storm / Desert Shield, assigned to Task Force Grizzly. Mr. St. Louis received the Kuwait Freedom Medal, Combat Action Ribbon and 12 Accomadtions for his service. Mr. St. Louis attended Illinois State University from 1994 to 1997. Mr. St. Louis is currently the CEO and Chairman of the board of Alliance Creative Group, Inc.

4. Board Memberships includes only Steve St. Louis

5. Steven St. Louis' compensation from the company for 2012 was \$233,308

6. Steven St. Louis owns all of the 4,000,000 issued and outstanding preferred stock of Alliance Creative Group, Inc and 100,000,000 Restricted Common Shares.

As of June 30, 2013 the above owned stock controlled around 88% of the total voting rights of Alliance Creative Group, Inc.

**B. Legal/Disciplinary History**

None 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);

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;

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
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.

**C. Disclosure of Family Relationships**

No family relative owns or controls more than 9.9% of the common stock

**D. Disclosure of Conflicts of Interest**

None

**Item 12: Financial information for the issuer's most recent Quarter**

The financial statements ending June 30, 2013 are posted on [www.OTCmarkets.com](http://www.OTCmarkets.com) the Pink Sheets website and incorporated in this disclosure statement by reference.

The information includes:

Balance sheets

Statements of Income

Statements of cash flows

And

Shareholder Equity Statement

Revenues for the quarter June 30, 2013 ("Q2'13") were \$2,389,637 compared with \$2,828,474 for the quarter ended June 30, 2012 ("Q2'12"). That is a decrease of \$438,837 for the quarter.

Gross Profits were \$496,769 for ("Q2'13") compared to \$774,727 for ("Q2'12"). That is a decrease of \$277,958.

Net Incomes were (\$74,850) for ("Q2'13") compared to \$209,282 for ("Q2'12"). That is a decrease of 284,132.

The total assets of the Alliance Creative Group as of 6/30/13 were \$5,574,354 compared to 6/30/12 when they were \$5,140,966. This is an increase of \$433,388.

The total outstanding common shares as of June 30, 2013 were 166,303,398 with 66,161,423 of those shares in the float.

See detailed Financial Statement for June 30, 2013 on the following pages

Alliance Creative Group, Inc.  
Financial Statements  
For the Quarter Ended  
June 30, 2013

***Nosek & Associates***  
***Certified Public Accountants***

*Westbrook Corporate Center*  
*Tower One, Suite 300*  
*Westchester, Il. 60154*  
*(708) 231-4477*  
*(708) 888-291-7318 fax*  
*nosekcpa@msn.com*


To the Board of Directors:

August 13, 2013

Alliance Creative Group, Inc.  
1066 National Parkway  
Schaumburg, Il. 60173

We have compiled the accompanying consolidated balance sheet of Alliance Creative Group Inc. as of June 30, 2013, and the related statements of income, retained earnings, and cash flows for the period then ended (and supplementary information), in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting information that is the representation of management in the form of financial statements (and supplementary information). We have not audited or reviewed the accompanying financial statements (and supplementary information) and, accordingly, do not express an opinion or any other form of assurance on them.



Nosek & Associates  
Certified Public Accountants



Alliance Creative Group, Inc.  
Consolidated Statement of Assets, Liabilities and Retained  
Earnings  
As of June 30, 2013

|                             | <u>Total</u>               |
|-----------------------------|----------------------------|
| ASSETS                      |                            |
| Current Assets              |                            |
| Bank Accounts               | \$ 187,600                 |
| Accounts Receivable         | 2,321,500                  |
| Other Current Assets        |                            |
| Inventory                   | 970,383                    |
| Loans and Notes Receivables | 100,550                    |
| Investment                  | 100,000                    |
| Total Other Current Assets  | <u>1,170,933</u>           |
| Total Current Assets        | <u>3,680,033</u>           |
| Fixed Assets                |                            |
| Furniture & Fixtures        | 83,903                     |
| Autos                       | 449,753                    |
| Leasehold Improvements      | 66,167                     |
| Machinery & Equipment       | 157,278                    |
| Total Fixed Assets          | <u>757,102</u>             |
| Other Assets                |                            |
| Security Deposits           | 16,755                     |
| Organizational Costs        | 32,500                     |
| Goodwill                    | 1,087,964                  |
| Total Other Assets          | <u>1,137,219</u>           |
| TOTAL ASSETS                | <u><u>\$ 5,574,354</u></u> |

Alliance Creative Group, Inc.  
Consolidated Statement of Assets, Liabilities and Retained  
Earnings  
As of June 30, 2013

|                                       | <u>Total</u>               |
|---------------------------------------|----------------------------|
| LIABILITIES AND EQUITY                |                            |
| Liabilities                           |                            |
| Current Liabilities                   |                            |
| Accounts Payable                      | 1,169,652                  |
| Line of Credit - Charter One          | 623,714                    |
| Inventory Loan - Charter One          | 125,645                    |
| Due to St. Louis                      | -                          |
| Accrued Taxes                         | 1,896                      |
| Accrued Expenses                      | 2,319                      |
| Total Current Liabilities             | <u>1,923,226</u>           |
| Long Term Liabilities                 |                            |
| Note Payable - Golden State 2004      | 239,124                    |
| Note Payable - Golden State debenture | 141,112                    |
| Note Payable - Auto Loans             | 240,776                    |
| Note Payable - STLK Notes             | 290,000                    |
| Convertible Notes                     | 704,073                    |
| Note Payable - Promissory Note        | 193,658                    |
| Note Payable - Shareholder            | 13,914                     |
| Total Long Term Liabilities           | <u>1,822,658</u>           |
| Total Liabilities                     | \$ 3,745,884               |
| Equity                                |                            |
| Retained Earnings                     | (8,214,367)                |
| Additional Paid in Capital            | 9,814,334                  |
| Common Stock                          | 166,311                    |
| Preferred Stock                       | 40,000                     |
| Net Income                            | 22,192                     |
| Total Equity                          | <u>\$ 1,828,470</u>        |
| TOTAL LIABILITIES AND EQUITY          | <u><u>\$ 5,574,354</u></u> |

Shares Outstanding 166,311,398

Alliance Creative Group, Inc.  
Consolidated Statement of Income and Loss  
As of June 30, 2013

|                         | For the quarter ending<br>6/30/2013 | Year-to-Date<br>6/30/2013 |
|-------------------------|-------------------------------------|---------------------------|
| <u>Income</u>           |                                     |                           |
| Revenue                 | \$ 2,389,637                        | \$ 4,826,742              |
| Cost of Goods Sold      | \$ 1,892,869                        | \$ 3,666,458              |
| Gross Profit            | 496,769                             | \$ 1,160,284              |
| Operating Expenses      | \$ 591,511                          | \$ 1,184,748              |
| Other Income/(Expense)  | \$ 39,892                           | \$ 46,656                 |
| Prior Period Adjustment | \$ (20,000)                         |                           |
| Net Income              | <u>(74,850)</u>                     | <u>22,192</u>             |

Alliance Creative Group, Inc.  
Consolidated Statement of Cash Flows  
As of June 30, 2013

|   | Total      |
|---|------------|
| OPERATING ACTIVITIES  |            |
| Net Income  | \$ 22,192  |
| Adjustments to reconcile Net Income to Net Cash provided by operations: |            |
| Increase/Decrease in Accounts Receivable                                | 541,770    |
| Increase/Decrease in Inventory  | (7,566)    |
| Increase/Decrease Prepaid Expenses                                      | -          |
| Increase/Decrease in Accounts Payable                                   | (141,914)  |
| Increase/Decrease in Accrued Expenses                                   | (299,895)  |
| Increase/Decrease in Investments  | -          |
| Increase/Decrease in Other Current Liabilities                          | -          |
| Net cash provided by operating activities                               | 114,587    |
| INVESTING ACTIVITIES  |            |
| Increase/Decrease in Buildings  | -          |
| Increase/Decrease in Leasehold Improvements                             | -          |
| Increase/Decrease Furniture & Fixtures                                  | -          |
| Increase/Decrease Mach. & Equip   | -          |
| Increase/Decrease in Goodwill   | -          |
| Increase/Decrease in Organizational Costs                               | -          |
| Increase/Decrease Security Deposits                                     | -          |
| Net cash provided by investing activities                               | -          |
| FINANCING ACTIVITIES  |            |
| Increase/Decrease in Notes Payable                                      | 66,800     |
| Increase/Decrease in Mortgage Payable                                   | (121,597)  |
| Change in Capital Surplus   | -          |
| Change in Common Stock  | (40,026)   |
| Change in Preferred Stock   | -          |
| Net cash provided by financing activities                               | (94,823)   |
| Net cash increase for period  | 19,764     |
| Cash at beginning of the Period   | 167,837    |
| Cash at end of period   | \$ 187,601 |

ALLIANCE CREATIVE GROUP, INC.  
(FKA INVICTA GROUP, INC.)  
STATEMENT OF STOCKHOLDER EQUITY  
As of June 30, 2013

|                                  | COMMON STOCK |               | PREFERRED STOCK |              | Paid in      | Accumulated    | TOTAL            |
|----------------------------------|--------------|---------------|-----------------|--------------|--------------|----------------|------------------|
|                                  | Shares       | Amount        | Shares          | Amount       | Capital      | Deficit        |                  |
| Balance - July 1, 2011           | 5,111,788    | \$ 51,118.00  | 5,000,000       | \$ 50,000.00 | 9,814,334.00 | (9,457,874.00) | \$ 457,578.00    |
| Shares Issued - 2011             |              |               |                 |              |              |                |                  |
| Sales                            | -            | -             |                 |              |              |                |                  |
| Issues for Services - Restricted | -            | -             |                 |              |              |                |                  |
| Note Conversions                 | 3,442,558    | \$ 34,425.58  |                 |              |              |                |                  |
| Balance - September 30, 2011     | 8,554,346    | \$ 85,543.46  | 5,000,000       | \$ 50,000.00 | 9,814,334.00 | (9,264,048.66) | \$ 685,626.78    |
| Shares Issued - 2011             |              |               |                 |              |              |                |                  |
| Sales                            | -            | -             |                 |              |              |                |                  |
| Issues for Services - Restricted | -            | -             |                 |              |              |                |                  |
| Note Conversions                 | -            | \$ -          |                 |              |              |                |                  |
| Balance - December 31, 2011      | 8,554,346    | \$ 85,543.46  | 5,000,000       | \$ 50,000.00 | 9,814,334.00 | (8,192,174.66) | \$ 1,757,702.80  |
| Shares Issued - 2012             |              |               |                 |              |              |                |                  |
| Sales                            | -            | -             |                 |              |              |                |                  |
| Issues for Services - Restricted | -            | \$ -          |                 |              |              |                |                  |
| Note Conversions                 | -            | -             |                 |              |              |                |                  |
| Balance - March 31, 2012         | 8,554,346    | \$ 85,543.46  | 5,000,000       | \$ 50,000.00 | 9,814,334.00 | -              | \$ 9,949,877.46  |
| Balance - March 31, 2012         | 8,554,346    | \$ 85,543.46  | 5,000,000       | \$ 50,000.00 | 9,814,334.00 | -              | \$ 9,949,877.46  |
| Shares Issued - 2012             |              |               |                 |              |              |                |                  |
| Sales                            | -            | -             |                 |              |              |                |                  |
| Issues for Services - Restricted | -            | \$ -          |                 |              |              |                |                  |
| Note Conversions                 | -            | -             |                 |              |              |                |                  |
| Balance - June 30, 2012          | 8,554,346    | \$ 85,543.46  | 5,000,000       | \$ 50,000.00 | 9,814,334.00 | -              | \$ 9,949,877.45  |
| Shares Issued - 2012             |              |               |                 |              |              |                |                  |
| Sales                            | -            | -             |                 |              |              |                |                  |
| Issues for Services - Restricted | -            | -             |                 |              |              |                |                  |
| Note Conversions                 | 2,695,131    | \$ 26,951.31  |                 |              |              |                |                  |
| Balance - September 30, 2012     | 11,249,477   | \$ 112,494.00 | 5,000,000       | \$ 50,000.00 | 9,814,334.00 | -              | \$ 9,976,828.00  |
| Shares Issued - 2012             |              |               |                 |              |              |                |                  |
| Sales                            | -            | -             |                 |              |              |                |                  |
| Issues for Services - Restricted | -            | -             |                 |              |              |                |                  |
| Note Conversions                 | 3,550,000    | \$ 35,500.00  |                 |              |              |                |                  |
| Balance - September 30, 2012     | 14,799,477   | \$ 147,994.77 | 5,000,000       | \$ 50,000.00 | 9,814,334.00 | -              | \$ 10,012,328.77 |
| Shares Issued - 2013             |              |               |                 |              |              |                |                  |
| Sales                            | -            | -             |                 |              |              |                |                  |
| Issues for Services - Restricted | -            | -             |                 |              |              |                |                  |
| Note Conversions                 | 6,615,467    | \$ -          |                 |              |              |                |                  |
| Balance - March 31, 2013         | 21,414,944   | \$ 214,149.44 | 5,000,000       | \$ 50,000.00 | 9,814,334.00 | -              | \$ 10,078,463.44 |
| Shares Issued - 2013             |              |               |                 |              |              |                |                  |
| Sales                            | -            | -             |                 |              |              |                |                  |
| Issues for Services - Restricted | -            | -             |                 |              |              |                |                  |
| Note Conversions                 | 144,896,454  | \$ 144,896.45 | 1,000,000       | \$ 10,000.00 |              |                |                  |
| Balance - June 30, 2013          | 166,311,398  | \$ 166,311.40 | 4,000,000       | \$ 40,000.00 | 9,814,334.00 | -              | \$ 10,020,645.40 |

See Accountant's Compilation Report  
Page 5

### **Summary of Significant Accounting Policies**

This summary of significant accounting policies of the Company is presented to assist in understanding the Company's financial statements.

#### *Accounting Methods*

These accounting policies conform to generally accepted accounting principles and have been applied in the preparation of the financial statements. The books and records of the Company are maintained on the accrual basis of accounting for financial statements and tax reporting purposes.

#### *Cash and Cash Equivalents*

For purposes of reporting within the statement of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less to be cash and cash equivalents.

#### *Revenue Recognition*

Revenue from sales of products is recognized at the time the order is processed and collection is reasonably assured.

**Item 13:**        **Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence**  
Posted on OTC markets

**Item 14:**        **Beneficial Owners**  
There are no shareholders known to the Company who beneficially own more than ten percent (10%) of any class of the Company's Common or Preferred Stock besides Steven St. Louis who owns 100% of the Preferred stock.

**Item 15:**        **The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure**

Counsel – Law offices of William M. Aul, Esq.  
7676 Hazard Center Dr Ste 500  
San Diego, CA. 92108  
619-497-2555

Accountant – Nosek & Associates Certified Public Accountants  
Westbrook Corporate Center  
Tower One, Suite 300  
Westchester, IL. 60154  
708-231-4477

**Item 16:**        **Management's Discussion and Analysis or Plan of Operation**

A. Plan of Operation for the next 12 months

It is anticipated that the following will take place:

The Company will continue to service and maintain its' current clients while actively marketing to find new clients. The Company will market its services in print, online and at events, along with all social media and work of mouth

networking and marketing. The key to having multiple products and services is to be able to offer a Company any one service in hopes of getting a client started using one of the company's services and then introduce some or all of the other services at a discount once they have developed a comfort level with the company and the overall quality of the products and services.

We are also seeking out strategic partnerships and acquisitions that will support and enhance our product and service offerings and brands. We will be seeking funding revenue sources which support our needs for up to \$5,000,000 to expand our sales and marketing team while carrying more inventory and accounts receivables and acquiring some companies as the company grows.

#### **Trends driving our business model**

The overall trend in printing, packaging, procurement, supply chain management, marketing and consulting is to use fewer companies for more services so the client can limit the number of project teams and employees that are required to fulfill their needs. Our economy of scales shared resources approach and experienced team allows us to help our clients reduce their overall expenses by allowing us to service them in more than one area of their business. We are also printing more in-house and will continue to head in that direction as long as the positive results continue. If we are able to bring enough business in-house we will look into expanding and enhancing our in-house machines and equipment.

#### **B. Management's Discussion and Analysis of Financial Condition and Results of Operations**

Mr. Sorkin was elected the new CEO on June 23, 2008.

As of December 31, 2008

The Company had \$528,331.72 in total annual revenue

With a Net Loss of (\$2,567,855.35)

(Mainly because of a \$2,000,000 Asset Impairment Charge)

As of December 31, 2009

The Company had \$2,695,877 in total annual revenue

With a Net Loss of (\$63,801)

As of December 31, 2010

The Company had \$11,393,213 in total annual revenue

With a Net Profit of \$805,632

For 2011 there were some material changes due to the dissolutions of the Water Tower Surgery Center Joint Venture Agreement and the Chicago Affordable Cars joint venture agreement which account for approximately 45% of the overall revenue and approximately 25% of the net Profit in 2010.

Mr. St. Louis was elected the new CEO on December 21, 2011

After the dissolution of some joint ventures the core printing, packaging and marketing company divisions increased in revenue and percentage of both gross and net income.

For the calendar year of 2011 the Company had \$9,095,127 in total revenues, \$2,376,729 in Gross profits and \$785,231 in Net Income for 2011.

For the calendar year of 2012 the Company had \$10,558,192 in total revenues, \$3,019,544 in Gross Profits and \$797,065 in Net Income for 2012.

For the calendar 1<sup>st</sup> quarter of 2013 ending March 31, 2013 the Company had \$2,457,105 in total quarterly revenues, \$683,515 in Gross profits and \$97,043 in Net Income for Q1 2013.

For the calendar 2nd quarter of 2013 ending June 30, 2013 the Company had \$2,389,637 in total quarterly revenues, \$496,769 in Gross profits and a loss of \$74,850 for Net Income for Q2 2013

The Company is hoping for continued growth and success with the current products and services and is actively looking for future business opportunities and acquisitions to help increase the company's revenues, profits and shareholder value.

**Item 17:**        **List of securities offerings and shares issued for services in the past two years**  
NONE

**Item 18:**        **Material Contracts**  
The Company has no other material contracts that will be required of or performed by them that are not in the normal course of business besides what has already been mentioned in this disclosure.

**Item 19:**        **Articles of Incorporation and Bylaws**  
Posted separately on the OTC Markets website and incorporated in this disclosure statement by reference.

**Item 20:**        **Purchase of Equity Securities by the Issuer and Affiliated Purchasers**  
Neither the Company nor any "Affiliated Purchasers" made any purchases of the Company's equity securities.



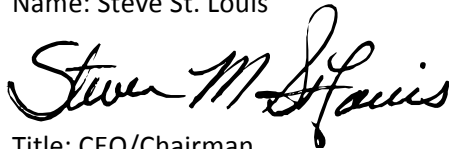
**Item 21: Issuers Certifications**

I, Steve St. Louis, certify that:

1. I have reviewed this Issuer Information and Disclosure Statement of Alliance Creative Group, Inc. formerly, Invicta Group, 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 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: Information as of June 30, 2013

Name: Steve St. Louis

A handwritten signature in black ink that reads "Steve St. Louis". The signature is written in a cursive, flowing style.

Title: CEO/Chairman

**FORWARD LOOKING STATEMENTS**

This disclosure may contain some forward-looking statements as defined by the Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements concerning plan, objectives, goals, strategies, future events or performance, and underlying assumptions and other statements that are other than statements of historical facts. These statements are subject to uncertainties and risks including, but not limited to, the volatility of the market price of our common stock, our inability to predict the effects of our reverse stock split on the effect of our stock market price, our business plans, the strategies that we use to develop and evaluate opportunities, the extent of product and service demand and acceptance, changes in technology, economic conditions, the impact of competition and pricing, government regulation, and other risks described in statements filed from time to time with the Securities and Exchange Commission. All such forward-looking statements whether written or oral, and whether made by or on behalf of the Company, are expressly qualified by the cautionary statements that may accompany the forward-looking statements. In addition, the Company disclaims any obligation to update any forward-looking statements to reflect events or circumstances after the date hereof.

**RISK FACTORS**

Before making a decision to invest in Alliance Creative Group, Inc. (OTC:ACGX), prospective investors should consider carefully, in addition to the other information contained in all of the Company's public filings and information, the following factors. The order in which the following considerations are presented does not necessarily represent the order of importance or likelihood of occurrence.

### Market Conditions and Regulations

The OTC market is a very volatile market and the Company has no control over how much or little stock is traded or at what price. The regulations may also change without any notice and the company's stock may have future issues or limitations that may be out of its control and could affect the overall stock price and trading volume.

### Competition

Although the printing, packaging and marketing industries are huge industries with a lot of opportunities there is also a significant amount of competition and there are no guarantees the company can maintain all of its clients and or gain more in the future.

### Raw Materials

Paper is an example of a raw material that changes in value and may cause a change in the company's ability to maintain a similar profit margin in the future.

### Accounts Receivables

The company extends most of their client's credit terms and usually averages over \$1,500,000 in total account receivables at any one time. The company is usually in a position as an unsecured creditor and runs the risk of not being able to collect all of its receivables all the time and may have to take some losses in the future. There are currently some larger receivables that may not be collected in full. The company will continue to attempt to collect everything but there are no guarantees of success.

### Potential Lawsuits

The company deals with a significant number of clients and employees and runs the risk of potential litigations. It maintains insurance to cover most potential issues but there is no guarantee the company will not be involved in any future lawsuits that could affect the overall value of the company in a negative way.

### Significant Clients

The Company currently has a few bigger clients that represent a large % of their business. The top 10 clients represent more than 65% of the overall business at this time. If any one or more of these clients change their activity level with the company it could change the company's revenues and profits significantly. The Company is always working on adding more clients and diversifying to reduce future risk however, there are no guarantees the current larger clients will continue to be clients for the long-term or if the company loses clients they can replace them with similar size clients. Sometimes clients change management, sometimes they go out of business and sometimes they just decide to make a change.

### General Overall Risk Factor

Like most companies there are a lot of potential variables that can occur to cause positive or negative effects on the overall company. The Company continues to work towards reducing these risks but understands the nature of the business and the OTC Market is that there will always be some risks and all investors need to be prepared to take on those risks before investing.