

**SCEPTER HOLDINGS, INC.**  
**(Formerly Brazos International Exploration, Inc.)**  
**AMENDED**  
**INFORMATION AND DISCLOSURE**  
**STATEMENT**

**115 Garfield Street #82585**

**Sumas. WA 98295**

**CIK 0001420924**

**Symbol: BRZL**

**SIC Code 7510**

**Year Ending**  
**March 31, 2015**

## **Special Note Regarding Forward-Looking Statements**

Information included in this Information and Disclosure Statement contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended ("Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended ("Exchange Act"). This information may involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Aureus Incorporated (the "Company"), to be materially different from future results, performance or achievements expressed or implied by any forward-looking statements. Forward-looking statements, which involve assumptions and describe future plans, strategies and expectations of the Company, are generally identifiable by use of the words "may," "will," "should," "expect," "anticipate," "estimate," "believe," "intend," or "project" or the negative of these words or other variations on these words or comparable terminology. These forward-looking statements are based on assumptions that may be incorrect, and there can be no assurance that these projections included in these forward-looking statements will come to pass. Actual results of the Company could differ materially from those expressed or implied by the forward-looking statements as a result of various factors. Except as required by applicable laws, the Company has no obligation to update publicly any forward-looking statements for any reason, even if new information becomes available or other events occur in the future.

*\*Please note that throughout this Information and Disclosure Statement, and unless otherwise noted, the words "we," "our," "us," the "Company," or "Scepter" refers to Scepter Holdings, Inc.*

## Part A-General Company Information

1) The exact name of the Issuer and its subsidiary and predecessor (if any)  
SCEPTER HOLDINGS, INC.

2) Address of the Issuer's principal executive offices

### Company Headquarters

115 Garfield Street #82585  
Sumas, WA 98295

### IR Contact

N/A

3) Security Information

Trading Symbol: **BRZL**

Exact Title and Class of securities outstanding: Common

CUSIP: **80622F 106**

Par or Stated Value: \$.001

Total Shares authorized: 150,000,000 **as of March 31, 2015**

Total Shares outstanding: 1,775,750 **as of March 31, 2015**

Additional class of

securities: Trading

Symbol: **BRZL**

Exact Title and Class of securities outstanding: Preferred

CUSIP: N/A

Par or Stated Value: \$.001

Total Shares authorized: 5,000,000 as of March 31, 2015

Total Shares outstanding: **NONE**

### Transfer Agent

Pacific Stock Transfer

4045 South Spencer Street Suite 403 Las Vegas, NV 89119

**Tel:** (702) 361-3033 / (800) 785-PSTC **Fax:** (702) 433-1979

Is the Transfer Agent registered under the Exchange Act? \*☒ **Yes** ☐ **No**

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

List any restrictions on the transfer of the security:

**N/A**

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

**None. The Company has filed a voluntary Form 15 termination of registration reporting requirements on August 8, 2014.**

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

On March 9, 2015 the board of directors and consenting shareholders approved an 800 for 1 reverse split. This brought the total issued and outstanding common shares from 1,420,000,000 issued and outstanding to 1,776,017 issued and outstanding.

#### **4) Issuance History**

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

(1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such person or entities. The list shall indicate:

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

**N/A**

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

**N/A**

C. The number of shares offered:

**N/A**

D. The number of shares sold:

**N/A**

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

**N/A**

F. The Trading status of the shares and:

**353,517 shares of our common stock are non restricted in Shares**

**1,422,500 shares of our common stock are restricted shares in accordance to Rule 144.**

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

**1,422,500 shares of our common stock mentioned herein are restricted in accordance with Rule 144, these certificates contain a standard restrictive legend.**

## **5) Financial Statements**

**The Unaudited Financial Statements Published on June 30, 2015 for the period ending March 31, 2015.**

**SCEPTER HOLDINGS, INC**  
**BALANCE SHEET**  
**(Unaudited)**  
**March 31, 2015**

	<b>March 31, 2015</b>
<b>ASSETS</b>	
Current assets:	
Cash	\$ -
Advances	28,800
Non current assets:	
Total assets	<u>\$ 28,800</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</b>	
Current liabilities:	
Loans from Unrelated Parties	171,800
Loan from Related Parties	<u>108,964</u>
Total liabilities	280,764
Stockholders' equity:	
Common stock; authorized 150,000,000; 1,775,750 issued at \$0.001 par value	1,776
Additional Paid in Capital	16,200
Accumulated deficit	<u>(269,940)</u>
Total stockholders' equity (deficit)	<u>(251,964)</u>
Total liabilities and stockholders' equity (deficit)	<u>\$ 28,800</u>

The accompanying notes are an integral part of these financial statements

**STATEMENT OF OPERATIONS**  
**(Unaudited)**  
**March 31, 2015**

**For the Year ended  
March 31, 2015**

Operating Expenses:

General and administrative	\$ 46,800
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Net loss	<u>(46,800)</u>
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Net loss per share:

Basic and diluted	<u>\$ -</u>
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Weighted average number of shares outstanding:

Basic and diluted	<u>-</u>
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The accompanying notes are an integral part of these financial statements

**SCEPTER HOLDINGS, INC**  
**STATEMENTS OF CASH FLOWS**  
(Unaudited)  
**March 31, 2015**

	<b>For the Year ended March 31, 2015</b>
Operating Activities:	
Net loss	\$ (46,800)
Changes in operating assets and liabilities:	
	<u>-</u>
Net cash used in operating activities	(46,800)
Financing activities:	
Proceeds from related party loan payable	233,964
Proceeds from the issuance of common stock	<u>46,800</u>
Net cash provided by financing activities	<u>280,764</u>
Increase (Decrease) in cash during the period	2,580
Cash, beginning of period	<u>-</u>
Cash, end of period	<u><u>\$ -</u></u>
Supplemental disclosure of cash flow information:	
Cash paid during the period	
Taxes	\$ -
Interest	<u>\$ -</u>

The accompanying notes are an integral part of these financial statements

**SCEPTER HOLDINGS, INC.**  
**NOTES TO FINANCIAL STATEMENTS**

**NOTE 1 NATURE AND PURPOSE OF BUSINESS**

Scepter Holdings, Inc. (formerly Brazos International Exploration, Inc.) (the "Company") was incorporated under the laws of the State of Nevada on January 11, 2007. The Company's activities to date have been included research in natural resource exploration industry. Additionally, the officers directors of the Company have explored other business opportunities focusing on, where revenue has the ability to be generated in a more rapid pace..

**NOTE 2 – NATURE OF SIGNIFICANT ACCOUNTING POLICIES**

**CASH AND CASH EQUIVALENTS**

The Company considers all highly liquid debt instruments purchased with maturity of three months or less to be cash equivalents.

**REVENUE RECOGNITION**

The Company considers revenue to be recognized at the time the service is performed.

**USE OF ESTIMATES**

The preparation of the Company's financial statements requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from these estimates.

**FAIR VALUE OF FINANCIAL INSTRUMENTS**

The Company's short-term financial instruments consist of cash and cash equivalents and accounts payable. The carrying amounts of these financial instruments approximate fair value because of their short-term maturities. Financial instruments that potentially subject the Company to a concentration of credit risk consist principally of cash. During the year the Company did not maintain cash deposits at financial institution in excess of the \$100,000 limit covered by the Federal Deposit Insurance Corporation. The Company does not hold or issue financial instruments for trading purposes nor does it hold or issue interest rate or leveraged derivative financial instruments.

**EARNINGS PER SHARE**

Basic Earnings per Share ("EPS") is computed by dividing net income available to common stockholders by the weighted average number of common stock shares outstanding during the year. Diluted EPS is computed by dividing net income available to common stockholders by the weighted-average number of common stock shares outstanding during the year plus potential dilutive instruments such as stock options and warrant. The effect of stock options on diluted EPS is determined through the application of the treasury stock method, whereby proceeds received by the Company based on assumed exercises are hypothetically used to repurchase the Company's common stock at the average market price during the period. Loss per share is

**SCEPTER HOLDINGS, INC**  
**NOTES TO FINANCIAL STATEMENTS**

unchanged on a diluted basis since the assumed exercise of common stock equivalents would have an anti-dilutive effect. The Company does not have any common stock equivalents, therefore basic and diluted EPS are the same.

**INCOME TAXES:**

The Company uses the asset and liability method of accounting for income taxes. This method requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts and the tax basis of certain assets and liabilities. Deferred income tax assets and liabilities are computed annually for the difference between the financial statement and tax bases of assets and liabilities that will result in taxable or deductible amounts in the future, based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. Income tax expense is the tax payable or refundable for the period, plus or minus the change during the period in deferred tax assets and liabilities.

Deferred income taxes may arise from temporary differences resulting from income and expense items reported for financial accounting and tax purposes in different periods. Deferred taxes are classified as current or non-current, depending on the classification of the assets and liabilities to which they relate. Deferred taxes arising from temporary differences that are not related to an asset or liability are classified as current or non-current depending on the periods in which the temporary differences are expected to reverse. The Company had no significant deferred tax items arise during any of the periods presented.

The Company has incurred net operating losses since inception of \$269,940. The related deferred tax asset of approximately \$91,780 has been fully offset by a valuation allowance. The net operating losses begin to expire in the year 2031.

**CONCENTRATION OF CREDIT RISK:**

The Company does not have any concentration of related financial credit risk.

**RECENT ACCOUNTING PRONOUNCEMENTS:**

The Company does not expect that the adoption of other recent accounting pronouncements will have a material impact to its financial statements.

**NOTE 3 – COMMON STOCK**

From May through December 2007, the Company issued 14,000,000 shares of common stock for \$35,000 cash.

On August 18, 2008, the Company issued 4,400,000 shares of common stock to its President and Secretary, valued at \$1,100, for services provided to the Company.

Also, on August 18, 2008, the Company issued 2,000,000 shares of common stock to Michael Carr

**SCEPTER HOLDINGS, INC**  
**NOTES TO FINANCIAL STATEMENTS**

as partial payment for the acquisition of mineral claims (see Footnotes 3 and 6). These shares were valued at \$.00 per share for a total value of \$2000, which has been recorded as exploration costs in the financial statements.

On September 15, 2009, the Company executed a 4 for 1 forward stock split to bring the number of issued and outstanding shares of the Company's common stock to 20,400,000.

On May 28, 2010, the registrant entered into a services agreement (the "Agreement") with Renfro Holdings, Inc. ("Renfro") whereby Renfro will assist the Company in acquiring oil and gas companies by locating the appropriate candidates for acquisition, including Renfro Energy LLC (the "Services"). In consideration for providing the Services and a conditional option to acquire all of the units of Renfro Energy LLC (pending the delivery and approval of audited financial statements, the Company issued to Renfro 24,000,000 shares of common stock, \$0.001 par value per share. The issuance of these shares constitutes a change in control.

The Company in acquiring oil and gas companies by locating the appropriate candidates for acquisition, including Renfro Energy LLC (the "Services"). In consideration for providing the Services, the Company will issue to Renfro 24,000,000 shares of common stock, \$0.001 par value per share. Accordingly, the Company now has 44,400,000 shares of common stock outstanding.

On August 12, 2010 the company declared a stock dividend of 19 (nineteen) additional common shares for each common share owned as of the record date. This dividend brought the issued and outstanding shares to 888,000,000

On August 19, 2010 the Company announced that the agreement to acquire Renfro Energy LLC was terminated by mutual agreement. The 480,000,000 shares issued to Renfro were returned to the treasury and cancelled, reducing the issued and outstanding common shares to 408,000,000.

All common stock references in these financial statements have been retroactively adjusted for stock splits and stock dividends.

On March 9, 2015 the board of directors and consenting shareholders approved an 800 for 1 reverse split. This brought the total issued and outstanding common shares from 1,420,000,000 issued and outstanding to 1,776,017 issued and outstanding.

**NOTE 5 – GOING CONCERN**

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As shown in the accompanying financial statements, the Company has no sales and has incurred a net loss since inception. The future of the Company is dependent upon its ability to obtain financing and upon future profitable operations from the development of its mineral properties. Management has plans to seek additional capital through a private placement and public offering of its common stock. The financial statements do not include any adjustments relating to the recoverability and classifications of recorded assets, or the amounts of and the classification of liabilities that might be necessary in the event the Company cannot continue in existence.

**NOTE 6 UNRELATED PARTY LOANS**

For the year ended March 31, 2014, the Company has received cash advances from a shareholders of \$46,800. These advances are payable on demand, and non-interest bearing.

**SCEPTER HOLDINGS, INC**  
**NOTES TO FINANCIAL STATEMENTS**

**NOTE 7 RELATED PARTY TRANSACTIONS**

The former CEO of the Company, as well as companies controlled by CEO , advanced funds noted as “ Loans Payable to CEO” to the Company for operating expenses and management fees. As of March 31, 2015 the balance due to related parties is \$108,964 respectively. The amounts due to related parties are unsecured, and non-interest bearing and have repayment terms of 12 months.

**NOTE 8 UNRELATED PARTY TRANSACTIONS**

As of March 31, 2015 An unrelated third party has advanced funds to the Company for operating expenses and other fees. As of March 31, 2015 the balance due to related parties is \$125,000 respectively. The amounts due to unrelated parties are unsecured, and non-interest bearing and have repayment terms of 12 months.

**NOTE 8 SUBSEQUENT EVENTS**

On June 29, 2015 Scepter Holdings, inc. entered into a Non- Binding Term Sheet Belfleur Inc. to acquire an interest in a 90 megawatt solar power project Located in South Africa.

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

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

### A. a description of the issuer's business operations:

We are a start-up, corporation and have yet to receive revenues from our business operations. We have been exploring the auto industry in Southern California, and during the period ended September 30, 2015 The company advanced the Sum \$28,800 to Evans Corporation an automotive dealer in Southern California.

Additionally, our president has recommended that we increase the size and scope of our board of directors for individuals that may be able to assist the search for further opportunities, with our focus aimed to investing in companies that are ready to or are currently generating revenues.

On June 29, 2015 Scepter Holdings, inc. entered into a Non- Binding Term Sheet Belfleur Inc. to acquire an interest in a 90 megawatt solar power project Located in South Africa.

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

**State of Nevada on January 11, 2007**

### C. The issuer's primary and secondary SIC

**7510**

### D. The issuer's fiscal year end date

**March 31<sup>st</sup>**

### E. Principal products or services and their markets.

We are a start-up corporation and have yet to receive revenues from our business operations. We have been exploring the auto industry in Southern California, and during the period ended September 30, 2015 The company advanced the Sum \$28,800 to Evans Corporation an automotive dealer in Southern California.

Additionally, our president has recommended that we increase the size and scope of our board of directors for individuals that may be able to assist the search for further opportunities, with our focus aimed to investing in companies that are ready to or are currently generating revenues.

On June 29, 2015 Scepter Holdings, inc. entered into a Non- Binding Term Sheet Belfleur Inc. to acquire an interest in a 90 megawatt solar power project located in South Africa.

## 7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer. In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership. If the issuer leases any assets, properties or facilities, clearly describe them as above and the

terms of their leases.

**The Issuer retains office space located at 115 Garfield Street #82585 Sumas. WA 98295 at a rate of \$ 150 per month. The Company pays for the office space and is provided on a month to month basis.**

## 8) Officers, Directors, and Control Persons

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

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

<u>Name &amp; Address</u>	<u>Title</u>
<b>Sheryl Cousineau</b> <b>115 Garfield Street #82585 Sumas. WA 98295</b>	<b>President, CEO &amp; Director</b>
<b>Debra Fitzgerald</b> <b>115 Garfield Street #82585 Sumas. WA 98295</b>	<b>Secretary &amp; Director</b>
<b>Julie Rheubottom</b> <b>115 Garfield Street #82585 Sumas. WA 98295</b>	<b>Treasurer &amp; Director</b>

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

**None.**

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

**None**

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

**None**

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

**SHERYL COUSINEAU**- 625,000 Restricted Common Shares

**115 Garfield Street #82585 Sumas. WA 98295**

**LAWSON KERSTER**- 356,250 Restricted Common Shares

**6258 N 73rd Street, Scottsdale, Arizona 85250**

**AMANDA FLORES**- 312,500 Restricted Common Shares

**2655 Camino Del Rio North, Ste. 410**

#### **9) Third Party Providers**

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

##### **Legal Counsel**

Name: JOSEPH PITTERA

Firm: JOSEPH PITTERA

LAW OFFICES

Address 1: 2214 Torrance Blvd

Address 2 Torrance, CA 90501

Phone: (310) 787-7040

Email: jpitteralaw@gmail.com

##### **Accountant or Auditor**

Name: N/A Firm: N/A

Address 1: N/A

Address 2: N/A

Phone: N/A

Email: N/A

##### **Investor Relations Consultant**

Name: N/A

Firm: N/A

Address 1: N/A

Address 2: N/A

Phone: N/A

Email: N/A

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

Name: N/A

Firm: N/A

Address 1: N/A

Address 2: N/A

Phone: N/A

Email: N/A

10) Issuer Certification

The issuer shall include certifications by the Chief Executive Officer and Chief Financial Officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, Sheryl Cousineau, certify that:

1. I have reviewed the Disclosure Statement of Scepter Holdings, 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.

August 28, 2015

/s/ Sheryl Cousineau

Chief Executive Officer

