CTGX MINING INC.

FINANCIAL STATEMENTS

SEPTEMBER 30, 2014

(UNAUDITED)

CTGX MINING INC.
BALANCE SHEETS

	September 30, 2014	September 30, 2013
Assets:		
Current Assets (Cash)	$ 2,197.61	$ -
Total Current Assets	2,197.61	-
Assets Attributable to Discontinued Operations	-	-
Other Assets		
Notes Receivable	-	-
Total Other Assets	5,000,000.00	-
Total Assets	$ 5,002,197.61	$ -
Liabilities:		
Current Liabilities		
Accrued Interest	103,372	103,372
Due to Officer	-	-
Convertible Notes Payable	310,101	310,101
Total Current Liabilities	413,473	413,473
Non-Current Liabilities:		
Convertible Notes Payable	2,969	2,969
Liabilities Attributable to Discontinued Operations	-	-
Total Non-Current Liabilities	5,002,969	2,969
Total Liabilities	5,416,442	416,442
Stockholders' Deficit:		
Preferred Stock Series A: par value $0.0001, 1 share issued and outstanding, respectively	-	
Preferred Stock Series B: par value $0.0001, 100,000 shares issued and outstanding, respectively	10	10
Preferred Stock Series C: par value $0.0001, 0 and 800,000 shares issued and outstanding, respectively	-	
Common Stock: par value $0.0001, 250,00,000 shares authorized 27,074,962 shares issued and outstanding, respectively	2,707	2,707
Additional Paid in Capital	1,433,315	1,433,315
Accumulated Deficit	(1,850,276.39)	(1,852,474)
Total Stockholders' Deficit	(414,244.39)	(416,442)

Total Liabilities and Stockholders' Deficit	$ 5,002,197.61	$ -

The accompanying notes are an integral part of these financial statements.

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CTGX MINING INC.
STATEMENTS OF OPERATIONS

	For the Three Months Ended September 30, 2014	2013		
Revenues	$ 26,748.20	$ -		
Costs of Services	-	-		
Gross Margin	-	-		
Operating Expenses:				
General and Administrative	3,370.00			
Professional Fees	1,500.00			
Other Operating Expenses	19,607.39			
Operating (Loss)	24,477.39	-		
Other Income (Expense):				
Interest Expense		-		
Total Other Expenses		-		
Net Gain/Loss Continuing Operations	2,270.81	-		
Net Loss from Discontinued Operations	-			
Net Gain / (Loss)	$ 2,270.81	-		
Loss per Share, Basic & Diluted-Continuing Operations	$ (0.00)	$ (0.00)		
Loss per Share, Basic & Diluted-Discontinued Operations	$ (0.00)	$ (0.00)		
Weighted Average Shares Outstanding	27,074,962	27,074,962		

The accompanying notes are an integral part of these financial statements.

CTGX MINING INC.
STATEMENTS OF CASH FLOWS

	For the Three Months Ended Sept. 30,	
	2014	2013
CASH FLOW FROM OPERATING ACTIVITES:		
Net Gain / (Loss) for the Period	$ 2,270.81	-
Adjustments to reconcile net loss to net cash used by operating activities:		
Change in Liabilities Attributable to Discontinued Operations	-	
Loss on Discontinued Operations	-	
Changes in Operating Assets and Liabilities:		
Increase Accrued Interest	-	-
Net Cash Used in Operating Activities	(73.20)	-
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Officers	-	-
Net Cash Provided by Financing Activities	-	-
Net (Decrease) Increase in Cash	2,270.81	-
Cash at Beginning of Period	(73.20)	-
Cash at End of Period	$ 2,197.61	$ -

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:

Cash paid during the year for:		
Interest	$ -	$ -
Franchise and Income Taxes	$ -	$ -

The accompanying notes are an integral part of these financial statements.

CTGX MINING INC.
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 AND DECEMBER 31, 2013
(UNAUDITED)

NOTE 1 – ORGANIZATION AND DESCRIPTIONS OF BUSINESS

The exact name of the Issuer is CTGX Mining Inc. (the "Company" or "CTGX Mining"). The Issuer was incorporated in Delaware on September 9, 1986 under the name "Superior Growth Inc." During January 1989, the Company changed its name to "SK Technologies Corp. During June 2004, the Company changed its name to Cirilium Holdings Inc.". On January 9, 2007, the Company changed its state of domicile from the State of Delaware to the State of Florida. During February 2007, the Company changed its name to "Cambridge Park Limited Inc." During April 2008, the Company changed its name to "Family Entertainment Corp." During September 2008, the Company changed its name to Airborne Security & Protective Services Inc."

During September 2009, the Company changed its name to "Harbor Brewing Company, Inc". Since August 2009, the Company has been involved in the business of owning and operating brewing and baking assets. The Company acquired Sackets Harbor Brewing Company in August 2009. And in September 2009, the Corporation acquired Alteri Bakery.

On October 26, 2012, there was a change in control resulting from a stock purchase agreement dated October 26, 2012 (the "Stock Purchase Agreement"), between North Country and Chancellor Investment Ltd. ("Chancellor Investment") In accordance with the terms and provisions of the Stock Purchase Agreement, North Country sold to Chancellor Investment an aggregate 25,000,000 shares of restricted common stock (representing 92.5% of the total issued and outstanding shares of common stock), one share of Series A preferred stock (representing 100% of the total issued and outstanding shares of Series A preferred stock), and 100,000 shares of Series B preferred stock (representing 100% of the total issued and outstanding shares of Series B preferred stock).
During January 2013, the Company changed its name to "CTGX Mining Inc."

On October 23, 2013 the Company entered into a stock purchase agreement with John D. Deeter, trustee for Arizona Trust. Arizona Trust sold its 95% equity interest in Chancellor Mining & Minerals, Mexico, ("Chancellor Mining") a private company organized under the laws of the Republic of Mexico, to the Company for the issuance of a $5,000,000 promissory note dated October 24, 2013. The Company shall conduct and assume the business operations and obligations of Chancellor Mining. Chancellor Mining holds all right, title and interest in and to certain mining concessions in and to that certain property 22,896 hectares (approximately 110,000 acres) of land which includes and surrounds Laguna Cuitzeo located in the part of the state of Michoacan, known as Relampago II.

The Company, through its subsidiary Chancellor Mining, will conduct operations on the Mining Concession, which is a very large gold, lithium and other ore mining project in Mexico. Management believes that the Mexico location and opportunity are unique because of the size of the Mining Concession and the estimate of probable reserves of gold, lithium, potassium, boron and other minerals and rare earths. The Company is preparing to begin operations on potentially what it believes to be one of the largest reserves of gold, lithium and other ores mining fields (via an open pit mining operation) in the Western Hemisphere.

NOTE 2 -SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Unaudited Interim Financial Information

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in The United States of America and the rules and regulations of the Securities and Exchange Commission for interim financial information. Accordingly, they do not include all the information necessary for a comprehensive presentation of financial position and results of operations.

It is management's opinion, however, that all material adjustments (consisting of normal and recurring adjustments) have been made which are necessary for a fair financial statements presentation. The results for the interim period are not necessarily indicative of the results to be expected for the year.

Cash equivalents

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents. At September 30, 2013 and December 31, 2012, the Company had no cash equivalents.

Fair value of financial instruments

The Company adopted the provisions of FASB ASC 820 (the "Fair Value Topic") which defines fair value, establishes a framework for measuring fair value under GAAP, and expands disclosures about fair value measurements.

The Fair Value Topic defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. It requires that valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs. It also establishes a fair value hierarchy, which prioritizes the valuation inputs into three broad levels.

The following fair value hierarchy is used to classify assets and liabilities based on the observable inputs and unobservable inputs used in order to value the assets and liabilities:

A) Market approach—Uses prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities. Prices may be indicated by pricing guides, sale transactions, market trades, or other sources;

B) Cost approach—Based on the amount that currently would be required to replace the service capacity of an asset (replacement cost); and

C) Income approach—Uses valuation techniques to convert future amounts to a single present amount based on current market expectations about the future amounts (includes present value techniques, and option-pricing models). Net present value is an income approach where a stream of expected cash flows is discounted at an appropriate market interest rate.

Level 1: Quoted market prices available in active markets for identical assets or liabilities as of the reporting date. An active market for an asset or liability is a market in which transactions for the asset or liability occur with significant frequency and volume to provide pricing information on an ongoing basis.

Level 2: Observable inputs other than Level 1 inputs. Example of Level 2 inputs include quoted prices in active markets for similar assets or liabilities and quoted prices for identical assets or liabilities in markets that are not active.

Level 3: Unobservable inputs based on the Company's assessment of the assumptions that are market participants would use in pricing the asset or liability.

The carrying amount of the Company's financial assets and liabilities, such as cash, prepaid expenses, accounts payable, accrued expenses, and deferred revenue approximate their fair value because of the short maturity of those instruments. The Company's note payable approximate the fair value of such instruments based upon management's best estimate of interest rates that would be available to the Company for similar financial arrangements at September 30, 2013 and December 31, 2012.

The Company had no assets and/or liabilities measured at fair value on a recurring basis at September 30, 2013 and December 31, 2012, respectively, using the market and income approaches.

Income taxes

The Company follows Section 740-10-30 of the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the temporary differences are expected to be recovered or settled. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company adopted section 740-10-25 of the FASB Accounting Standards Codification ("Section 740-10-25") with regards to uncertainty in income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures. The Company had no material adjustments to its assets and/or liabilities for unrecognized income tax benefits according to the provisions of Section 740-10-25.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates.

Impairment of long-lived assets

The Company follows paragraph 360-10-05-4 of the FASB Accounting Standards Codification for its long-lived assets. The Company's long-lived assets, such as intellectual property, are required to be reviewed for impairment annually, or whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable.

The Company assesses the recoverability of its long-lived assets by comparing the projected undiscounted net cash flows associated with the related long-lived asset or group of long-lived assets over their remaining estimated useful lives against their respective carrying amounts. Impairment, if any, is based on the excess of the carrying amount over the fair value of those assets. Fair value is generally determined using the asset's expected future discounted cash flows or market value, if readily determinable. If long-lived assets are determined to be recoverable, but the newly determined remaining estimated useful lives are shorter than originally estimated, the net book values of the long-lived assets are depreciated over the newly determined remaining estimated useful lives.

The Company determined that there were no impairments of long-lived assets as of September 30, 2013 and December 31, 2012.

Commitments and contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

Revenue recognition

The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured. In addition, the Company records allowances for accounts receivable that are estimated to not be collected.

Subsequent events

The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued.

Net Loss per Common Share

In accordance with SFAS No. 128, "Earnings Per Share," Basic loss per share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted earnings per share is computed by dividing net income (loss) adjusted for income or loss that would result from the assumed conversion of potential common shares from contracts that may be settled in stock or cash by the weighted average number of shares of common stock, common stock equivalents and potentially dilutive securities outstanding during each period. The Company had 22,000,000 warrants outstanding at September 30, 2013. The inclusion of the warrants and potential common shares to be issued in connection with convertible debt have an anti-dilutive effect on diluted loss per share because under the treasury stock method the average market price of the Company's common stock was less than the exercise prices of the warrants, and therefore they are not included in the calculation.

Recently Issued Accounting Pronouncements

On April 2, 2013 FASB issued an update for reporting on discontinued operations. In section 205-20-45-10- The assets and liabilities of a disposal group classified as held for sale shall be presented separately in the asset and liability sections, respectively, of the statement of financial position. Those assets and liabilities shall not be offset and presented as a single amount. For any discontinued operation that is part of a disposal group classified as held for sale, an entity shall disclose separately. The major classes of assets and liabilities classified as held for sale of the discontinued operation shall be separately disclosed either on the face of the statement of financial position or in the notes to financial statements.

Company management does not believe that any other recently issued, but not yet effective accounting pronouncements, if adopted, would have a material effect on the accompanying financial statements.

NOTE 3 - GOING CONCERN

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

As of September 30, 2013, the Company had an accumulated deficit of $923,423, which included a net loss from continuing operations of $85,019 for the nine months ended. These factors raise substantial doubt about the Company’s ability to continue as a going concern.

While the Company is attempting to commence operations and generate revenues, the Company’s cash position may not be significant enough to support the Company’s daily operations. Management intends to raise additional funds by way of a public or private offering. Management believes that the actions presently being taken to further implement its business plan and generate revenues provide the opportunity for the Company to continue as a going concern. While the Company believes in the viability of its strategy to generate revenues and in its ability to raise additional funds, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon the Company’s ability to further implement its business plan and generate revenues.

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

NOTE 4 – STOCK SPLIT

On February 1, 2011, the holders of shares representing a majority of the voting power had approved a reverse stock split of 1-for-2,500. All prior period financial information has been restated to effect for the reverse stock split.

NOTE 5 - SPIN OFF OF SUBSIDIARIES AND DISCOUNTINUED OPERATIONS

On October 26, 2012 the Company's majority stockholder, North Country Operating Corp., sold its respective ownership which accounted for approximately 92% of the common stock outstanding, 100% of the Series A Preferred Stock outstanding, and 100% of the Series B Preferred Stock outstanding to Chancellor Investment Ltd. through an executed stock purchase agreement. Included in the stock purchase agreement was the cancellation and return of 800,000 issued and outstanding Series C Preferred Stock held by Seaway Capital Partners, LLC. In return for the Series C Preferred Stock, Seaway Capital Partners, LLC canceled and waived all rights of repayment to the outstanding promissory note which had a balance on October 26, 2012 of $3,752,349.

In connection with the stock purchase agreement, all the seven subsidiaries to the Company were spun off. The seven subsidiaries spun off were Alteri Bakery, Inc., Pastry Products Producers, LLC, Seaway Realty Holdings, LLC, Sackets Harbor Brew Pub, LLC, Sackets Harbor Brew-Co Realty Holdings, LLC, Sackets Harbor Anchor, Inc., and Harbor Acquisitions, LLC. Accordingly, the Company has excluded results from the spun off subsidiaries in its continuing operations in the Consolidated Statements of Operations for all periods presented. The Company has presented the assets and liabilities of the spun off subsidiaries in its Balance Sheets Statements for the prior period 12/31/11 balances. In the nine months ended September 30, 2013 and 2012, the Company recorded a loss from discontinued operations of $-0- and $74,046.

NOTE 6 – NOTE RECEIVABLE

On December 31, 2010, the Company issued 800,000 shares of Series C Preferred Stock to Seaway Capital Partners, LLC for $30,000 and a promissory note of $3,970,000. The note accrues 8% interest annum with the principle and interest due January 1, 2016. On October 26, 2012, the Company executed a stock purchase agreement described in Note 5. Pursuant to the agreement, the 800,000 issued and outstanding share of Series C Preferred Stock were returned and canceled as well the promissory note to Seaway Capital Partners, LLC. At October 26, 2012 the promissory note had a balance of $3,752,349 which was canceled in full. At September 30, 2013 and December 31, 2012 the Company had a promissory note balance of $0.

NOTE 7 – CONVERTIBLE NOTES PAYABLE

The Company has the following convertible notes payable outstanding at September 30, 2013 and December 31, 2012. All of the convertible notes accrue interest at 12%, per annum. All the outstanding notes have maturity dates two years from issuance. Upon maturity the note can be converted to shares at a fixed conversion rate of $0.10. The Company did not record a derivative liability on the outstanding convertible notes because the last quoted share price of the stock was $0.08 which exceeded the conversion rate of $0.10.

The following table summarizes the principle amounts of convertible notes outstanding as of September 30, 2013 and December 31, 2012.

	September 30, 2013	December 31, 2012
Secured Convertible Debenture – September 28, 2009	35,000	35,00
Secured Convertible Debenture – February 4, 2010	20,000	20,000
Secured Convertible Debenture – February 4, 2010	22,500	22,500
Secured Convertible Debenture - February 25, 2010	10,000	10,000
Secured Convertible Debenture – March 19, 2010	20,000	20,000
Secured Convertible Debenture – April 23, 2010	10,000	10,000
Secured Convertible Debenture – May 11, 2010	15,000	15,000
Secured Convertible Debenture – May 17, 2010	15,000	15,000
Secured Convertible Debenture – August 13, 2010	58,204	58,204
Secured Convertible Debenture – September 7, 2010	12,000	12,000
Secured Convertible Debenture – October 1, 2010	32,500	32,500
Secured Convertible Debenture – November 01, 2010	21,245	21,245
Secured Convertible Debenture – November 20, 2010	15,000	15,000
Secured Convertible Debenture – February 2, 2011	15,000	15,000
Secured Convertible Debenture- January 25, 2012	2,969	2,969

Total Convertible Debentures	**$ 304,418**	**$304,418**
Less: Total Current Convertible Debentures	**$301,449**	**$301,449**
Total Non-Current Convertible Debentures	**$2,969**	**$2,969**

For the nine months ended September 30, 2013 and December 31, 2012, the Company has recorded interest expense on these convertible notes in the amounts $28,019 and $28,019. At September 30, 2013 and December 31, 2012 the Company had accrued interest balances of $131,391 and $103,372.

As of September 30, 2013 and December 31, 2012, there was approximately $301,449 and $286,449 of convertible debentures in default. Convertible debentures in default can be called by the holder at any time.

NOTE 8 – STOCKHOLDERS' EQUITY

Common Stock Authorized

The Company is authorized to issue 250,000,000 shares of common stock with a par value of $0.0001.

Preferred Stock Authorized

The Company is authorized to issue 49,900,000 shares of Series A Preferred Stock with a par value of $0.0001, 100,000 shares of Series B Preferred Stock with a par value of $0.001, and 1,250,000 shares of Series C Preferred Stock with a par value of $0.001. The holder of Series A Preferred Stock has majority voting rights whereby the holders vote counts for 51% of all casting votes. The holder of Series B Preferred Stock has preferential conversion rights described in the certificate of designation filed with the state of Florida. The holder of Series C Preferred Stock has a face value of $5.00 per share.

Preferred Stock Issued

The Company has 1 share issued and outstanding of Series A Preferred Stock.

The Company has 100,000 shares issued and outstanding of Series B Preferred Stock.

On December 31, 2010, the Company issued 800,000 shares of Series C Preferred Stock to Seaway Capital Partners, LLC for $30,000 and a promissory note of $3,970,000. On October 26, 2012, the Company executed a stock purchase agreement. Pursuant to the agreement, the 800,000 issued and outstanding share of Series C Preferred Stock were returned and canceled as well the promissory note to Seaway Capital Partners, LLC.

Common Stock Issued

In April of 2011, the Company issued 25,000,000 shares for the reduction of $25,000 in related party debt.

In June of 2011, the Company issued 2,000,000 shares for the conversion of $10,000 of convertible notes payable.

At September 30, 2013, the Company has 27,074,962 common shares issued and outstanding.

Stock Warrants

As of December 31, 2012, the Company has 22,000,000 stock warrants outstanding as follows:

- As an inducement for debenture financing, 10,000,000 warrants were issued to Seaway Capital Partners, LLC on September 28, 2009 with a strike price of $0.001, expiring on September 28, 2014.

- As an inducement for debenture financing, 6,000,000 warrants were issued to Seaway Capital Partners, LLC on February 4, 2010 with strike price of $0.001, expiring on February 4, 2015.

- As an inducement for debenture financing, 6,000,000 stock warrants were issued to Seaway Capital Partners, LLC on October 1, 2010 with a strike price of $0.001, expiring on September 2015.

NOTE 9 – RELATED PARTY TRANSACTIONS

Due to Officer

An officer of the Company has advanced personal funds for working capital purposes with 0% interest and payable on demand. As of September 30, 2013 and December 31, 2012 the due to officer balances were $57,000 and $-0-.

NOTE 10 - SUBSEQUENT EVENTS

The Company has evaluated all events that occurred after the balance sheet date through the date when the financial statements were issued to determine if they must be reported. The Management of the Company determined that other than listed below, there are no other reportable subsequent events to be disclosed.

1. On October 23, 2013 the Company entered into a stock purchase agreement with John D. Deeter, trustee for Arizona Trust. Arizona Trust sold its 95% equity interest in Chancellor Mining & Minerals, Mexico ("Chancellor Mining"), a private company organized under the laws of the Republic of Mexico, to the Company for the issuance of a $5,000,000 promissory note dated October 24, 2013. The Promissory Note provides for accrual of 6%interest per annum and that the entire sum (including principal and interest) shall be due and payable October 24, 2016.