

**Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

**CHINA INFRASTRUCTURE CONSTRUCTION CORP.**

(a Colorado corporation)

6201 Bonhomme Road, Suite 466S

Houston, TX 77036

Telephone: (832) 606-7500

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Website(s): www.chnc-hdh.com

Email: elizhdh@gmail.com

SIC Code: 8011

**Quarterly Report for the Period Ending: August 31, 2019**

(the "Reporting Period")

As of the date hereof, the number of shares of our Common Stock outstanding is 5,117,652,762.

As of August 31, 2019, the number of shares of our Common Stock outstanding was 4,667,652,762.

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

CHINA INFRASTRUCTURE CONSTRUCTION CORP.

The Issuer was formed on February 28, 2003, as a limited liability company under the name Fidelity Aircraft Partners LLC. On December 16, 2009, it converted to a corporation under the name Fidelity Aviation Corporation, and on August 24, 2009, changed its name to China Infrastructure Construction Corp. It is in good standing in the state of its incorporation.

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

Yes: ☐ No: ☒

**2) Security Information**

Trading Symbol: CHNC

Exact title and class of securities outstanding: Common Stock

CUSIP: 16948K106

Par or stated value: Without par value

Total shares authorized: 20,000,000,000 as of date the end of the Reporting Period

Total shares outstanding: 4,667,652,762 as of the end of the Reporting Period and 5,117,652,762 as of the date hereof

Number of shares in the Public Float: 158,562,904 as of the end of the Reporting Period and 608,562,904 as of the date hereof

Total number of shareholders of record: 305 as of the end of the Reporting Period and 306 as of the date hereof.

*Additional class of securities:*

Trading Symbol: N/A

Exact title and class of securities outstanding: Series A Convertible Preferred Stock

CUSIP: N/A

Par or Stated Value: Without par value

Total shares designated: 1,000,000 as of the end of the Reporting Period (of 10,000,000 authorized preferred shares)

Total shares outstanding: 500,000 as of the end of the Reporting Period

The holder of the Series A Convertible Preferred Stock has voting control of the Issuer.

Neither series is publicly traded.

Transfer Agent

Pacific Stock Transfer Company

6725 Via Austi Parkway, Address 2: Suite 300

Las Vegas, NV 89119

Phone: (800) 785-7782

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

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors: None.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months: None.

**3) Issuance History**

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

Number of Shares outstanding as of June 1, 2016	<u>Opening Balances:</u>  Common: 47,845,953  Preferred: 0								
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
03/20/18	Cancellation	33,650,333	Common Stock	N/A	No	N/A	N/A	N/A	N/A
04/23/18	New Issue	4,500,000,000	Common Stock	0.0000011	No	Elizabeth Hernandez	Merger consideration	Restricted	33 Act Sec. 4(a)(2)
04/23/18	New issue	500,000	Series A Preferred	0.000001	No	Elizabeth Hernandez	Employment as president	Restricted	33 Act Sec. 4(a)(2)
07/18/18	New issue	8,857,142	Common Stock	0.02	Yes	RA and Associates,	3(a)(10) issuance	Unrestricted	33 Act Sec. 3(a)(10)
08/28/18	New issue	2,000,000	Common Stock	0.0172	Yes	RA <sup>1</sup>	3(a)(10) issuance	Unrestricted	33 Act Sec. 3(a)(10)
10/02/18	New issue	17,600,000	Common Stock	0.02	Yes	RA <sup>1</sup>	3(a)(10) issuance	Unrestricted	33 Act Sec. 3(a)(10)
11/13/18	New issue	125,000,000	Common Stock	0.02	Yes	RA <sup>1</sup>	3(a)(10) issuance	Unrestricted	33 Act Sec. 3(a)(10)
09/26/19	New issue	450,000,000	Common Stock	0.0014	Yes	RA <sup>1</sup>	3(a)(10) issuance	Unrestricted	33 Act Sec. 3(a)(10)
Shares Outstanding on the date hereof	<u>Ending Balance:</u>  Common: 5,117,652,762  Preferred: 500,000								

<sup>1</sup> The individual with voting/investment control of RA is Richard S. Astrom of Ocala, Florida.

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

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

**4) Financial Statements**

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

- ☒ U.S. GAAP  
☐ IFRS

B. The financial statements for this reporting period were prepared by:

Craig Wooten, CPA  
6201 Bonhomme Road, Ste. 480 South  
Houston, TX, 77036

Phone: (713) 201-5988

Email: craig@phccounting.com

Relationship to Issuer: Independent

The following unaudited consolidated financial statements are provided for the most recent fiscal year:

- a. Consolidated Balance Sheets;
- b. Consolidated Statements of Operations;
- c. Consolidated Statements of Cash Flows; and
- d. Notes to Consolidated Financial Statements

**CHINA INFRASTRUCTURE CONSTRUCTION CORP.**  
**CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

<b>ASSETS</b>	<b><u>August 31, 2019</u></b>	<b><u>May 31, 2019</u></b>
Current Assets		
Cash	\$ 31,320	\$ 31,610
<b>Total Current Assets</b>	<b>31,320</b>	<b>31,610</b>
<b>TOTAL ASSETS</b>	<b><u>\$ 31,320</u></b>	<b><u>\$ 31,610</u></b>
 <b>LIABILITIES AND SHAREHOLDERS' DEFICIENCY</b>		
Liabilities		
Current Liabilities	\$ 2,048	\$ 2,048
<b>Total Liabilities</b>	<b><u>2,048</u></b>	<b><u>2,048</u></b>
Shareholders' Deficiency		
Common Stock, no par value, 20,010,000,000 shares authorized		
4,667,652,762 shares issued and outstanding at August 31, 2019		
4,667,652,762 shares issued and outstanding at May 31, 2019		
Preferred Stock, no par value, 10,000,000 shares authorized		
Series A Convertible Preferred, no par value, 1,000,000 shares designated;		
500,000 shares issued and outstanding		
Additional Paid-In Capital	(6,465)	41,293
Accumulated Deficit	35,737	(11,731)
<b>Total Shareholders' Deficiency</b>	<b><u>29,272</u></b>	<b><u>29,562</u></b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' DEFICIENCY</b>	<b><u>\$ 31,320</u></b>	<b><u>\$ 31,610</u></b>

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

**CHINA INFRASTRUCTURE CONSTRUCTION CORP.**  
**CONSOLIDATED STATEMENT OF OPERATIONS**  
**QUARTER ENDED AUGUST 31, 2019**  
**(Unaudited)**

<b>Sales</b>	86,169
<b>Cost of Sales</b>	<u>-</u>
<b>Gross Profit</b>	86,169
<b>Cost and Expenses</b>	
General and Administrative	<u>38,701</u>
<b>Total Operating Expenses</b>	<u>38,701</u>
<b>Gain from Operations</b>	47,468
<b>Net Gain Before Income Taxes</b>	47,468
<b>Income Tax Provision</b>	<u>-</u>
<b>Net Income</b>	<u><u>47,468</u></u>

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

**CHINA INFRASTRUCTURE CONSTRUCTION CORP.**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**  
**QUARTER ENDED AUGUST 31, 2019**  
**(Unaudited)**

**OPERATING ACTIVITIES**

Net Income	47,468
Adjustments to reconcile Net Income to net cash used in Operating Activities:	<u>0</u>

Net cash provided by Operating Activities	47,468
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**FINANCING ACTIVITIES**

Shareholder Contribution	2,122
Shareholder Withdrawal	<u>(49,880)</u>

Net cash provided by Financing Activities	<u>(47,758)</u>
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Net cash increase for period	(290)
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Cash at beginning of period	<u>31,610</u>
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Cash at end of period	<u><u>31,320</u></u>
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The accompanying notes are an integral part of these unaudited consolidated financial statements

**CHINA INFRASTRUCTURE CONSTRUCTION CORP.**  
**Notes to Unaudited Consolidated Financial Statements**

**August 31, 2019**

**NOTE 1 - ORGANIZATION AND BUSINESS**

***Organization and Operations***

China Infrastructure Construction Corp., a Colorado corporation, was formed on February 28, 2003, as a limited liability company under the name Fidelity Aircraft Partners LLC. On December 16, 2009, it converted to a corporation under the name Fidelity Aviation Corporation, and on August 24, 2009, changed its name to its present name. Hippocrates Direct Healthcare, LLC ("HDH"), which became the Company's wholly owned subsidiary as described below, is a Texas Limited Liability Company formed on September 11, 2017. The Company is in the business of offering concierge medicine at an affordable price through its membership-based model. On March 31, 2019, the Company acquired all of the outstanding units in Precision Research Institute, LLC, a Texas limited liability company ("PRI") formed on May 18, 2016, from the Company's president. The Company operates through HDH and PRI.

***Merger***

On December 14, 2017, the Company, a wholly owned subsidiary of the Company and HDH entered into a Plan and Agreement of Merger (the "Merger Agreement"), which provided that the subsidiary would be merged with and into HDH and that the two holders of units in HDH would receive shares of the Company's common stock or cash, as each of them elected. On February 5, 2018 (the "Effective Date"), the merger was consummated, as the result of which HDH became the wholly owned subsidiary of the Company and the Company issued 4,500,000,000 shares of its common stock to one of the holders of units in HDH and made a promissory note for \$9,500 in favor of the other. Pursuant to the Merger Agreement, the sole director, officer and majority stockholder of the Company resigned from these positions, surrendered all of his shares of common stock in the Company and cancelled all of its indebtedness to him in consideration of a promissory note made by the Company in his favor in the principal amount of \$420,000.

***Recapitalization***

The merger was a reverse merger that resulted in a change of control, and has been accounted for as a recapitalization, whereunder HDH is the accounting acquirer. Accordingly, the historical financial statements prior to the Effective Date are those of HDH, have been prepared to give retroactive effect to the merger and represent the operations of HDH. The consolidated financial statements include the balance sheets of both companies at historical cost, the historical results of HDH and the results of the Company from the Effective Date. All share and per-share information in the accompanying unaudited consolidated financial statements and these notes has been retroactively restated to reflect the recapitalization.

***Going Concern***

The accompanying unaudited consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"), which contemplate the Company's continuation as a going concern. The Company has not generated any profits since inception and its current cash balances will not meet its working capital needs. The Company incurred operating income of \$36,040 during the period from inception (September 11, 2017) to August 31, 2019, and had an accumulated deficit of \$35,737 as of August 31, 2019. Current assets exceed current liabilities by \$29,272 as of that date. The ability of the Company to continue as a going concern is dependent on the successful execution of its operating plan which includes expanding its operations and raising either debt or equity financing. There is no assurance that the Company will be able to expand its operations or obtain such financing on satisfactory terms or at all. If the Company is unsuccessful in these endeavors, it may be required to curtail or cease its operations.

The accompanying unaudited consolidated financial statements do not include any adjustments related to the recoverability or classification of asset-carrying amounts or the amounts and classification of liabilities that may result should the Company be unable to continue as a going concern.

## **NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **Basis of Presentation**

The consolidated financial statements and related disclosures have been prepared by management and are unaudited. These statements have been prepared using the accrual basis of accounting in accordance with Generally Accepted Accounting Principles of the United States ("GAAP").

### **Consolidation Policy**

The unaudited consolidated financial statements of the Company include the accounts of the Company and HDH. All significant inter-company balances and transactions have been eliminated in consolidation.

### **Use of Estimates**

The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include assumptions about collection of accounts and notes receivable, the valuation and recognition of stock-based compensation expense, the valuation and recognition of derivative liability, valuation allowance for deferred tax assets and useful life of fixed assets.

### **Cash and cash equivalents**

Cash equivalents are short-term highly liquid investments that are readily convertible to cash with original maturities of three months or less, at the date acquired. As of August 31, 2019, the Company had \$31,320 in cash and no cash equivalents.

### **Revenue recognition**

The Company recognizes revenue in accordance with Accounting Standards Codification subtopic 605-10, "*Revenue Recognition*," which requires that four basic criteria must be met before revenue can be recognized: (i) persuasive evidence of an arrangement exists; (ii) services have been rendered; (iii) the fee is fixed or is determinable; and (iv) collectability is reasonably assured. Determination of criteria (iii) and (iv) are based on management's judgments regarding the fixed nature of the selling prices of the services delivered and the collectability of those amounts. Revenues from the services rendered are recognized in proportion to the services delivered. Any amount receivable or received, but unrecognized for revenue recognition purpose is recorded as deferred revenues.

### **Income taxes**

The Company accounts for income taxes in accordance with Accounting Standards Codification No. 740, "*Income Taxes*." ("ASC 740"). ASC 740 prescribes the use of the asset and liability method whereby deferred tax asset and liability account balances are determined based on differences between financial reporting and tax bases of assets and liabilities and for carry-forward tax losses. Deferred taxes are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. The Company provides a valuation allowance, if necessary, to reduce deferred tax assets to their estimated realizable value if it is more likely than not that some portion or all of the deferred tax asset will not be realized.

Deferred tax liabilities and assets are classified as current or non-current based on the classification of the related asset or liability for financial reporting, or according to the expected reversal dates of the specific temporary differences, if not related to an asset or liability for financial reporting.

The Company accounts for uncertain tax positions in accordance with ASC 740, which provides guidance as to the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the unaudited consolidated financial statements, under which a 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 unaudited consolidated financial statements from such a position are measured based on the largest benefit that has a greater than 50% likelihood of being realized upon

ultimate settlement. Accordingly, the Company would report a liability for unrecognized tax benefits resulting from uncertain tax positions taken or expected to be taken in a tax return. The Company elects to recognize any interest and penalties, if any, related to unrecognized tax benefits in tax expense.

### **Earnings per Share**

The Company computes basic and diluted earnings per share amounts in accordance with Accounting Standards Codification Topic 260, "*Earnings per Share*." Basic earnings per share is computed by dividing net income (loss) available to common stockholders by the weighted average number of common shares outstanding during the reporting period. Diluted earnings per share reflects the potential dilution that could occur if stock options and other commitments to issue common stock were exercised or equity awards vest resulting in the issuance of common stock that could share in the earnings of the Company. As of August 31, 2019, the company has no dilutive securities.

### **Fair Value of Financial Instruments**

The Company's financial instruments consist primarily of cash, accounts payable and accrued liabilities, notes payable – related parties, and due to related party. The carrying amounts of such financial instruments approximate their respective estimated fair value due to the short-term maturities and approximate market interest rates of these instruments.

### **Recently Issued Accounting Standards**

Management has considered all recent accounting pronouncements issued. The management believes that these recent pronouncements will not have a material effect on the Company's financial statements.

### **NOTE 3. NOTES PAYABLE – RELATED PARTIES**

On March 1, 2018, the Company made a demand note payable of \$420,000 in favor of Richard S. Astrom, a former officer of the Company, pursuant to the Merger Agreement, as described in Note 1 – Merger. This note is unsecured, bears interest at the short-term annual applicable federal rate of 1.96% per annum. During the period ended August 31, 2018, the Company recorded interest expense of \$1,852.

On May 21, 2018, the Company made a note in the principal amount of \$125,000 in favor of Mr. Astrom in consideration of services rendered by him to the Company after March 31, 2018. This note is unsecured, bears interest at the short-term annual applicable federal rate of 2.18% per annum and is due on demand. During the period ended August 31, 2018, the Company recorded interest expense of \$76.

During the period from inception (September 11, 2017) to the period ended August 31, 2018, interest expense accrued on these notes was \$1,928.

### **NOTE 4. CERTAIN INDEBTEDNESS AND LAWSUIT**

The Company's indebtedness includes the following:

- The demand note of \$420,000 payable to Richard S. Astrom described in Note 3.
- The demand note of \$125,000 payable to Mr. Astrom described in Note 3.
- Casaro, S.A. – \$150,000 for legal services under a retainer letter agreement between the Company and Casaro, S.A. dated December 17, 2017.
- Garden State Securities, Inc. – \$125,000 for due diligence and investment banking services under an invoice dated May 22, 2018, rendered to the Company.
- Roberto Moreno – \$1,000,000 under a Guaranty, dated December 18, 2017, of a Management-Business Development Agreement, dated September 1, 2017, between Mr. Moreno and HDH.
- Roberto Moreno – \$9,500 under a Promissory Note, dated February 5, 2018, made by the Company in his favor as merger consideration in the Merger. This note payable is unsecured, is non-interest-bearing and is due on demand.
- Jennifer Wang – \$15,000 under a Guaranty, dated December 18, 2017, made to her by the Company, guaranteeing payment of a Promissory Note, dated September 29, 2017, made in her favor by HDH.

RA and Associates, Inc. ("RA"), a company controlled by Mr. Astrom, acquired all of the above indebtedness, which totaled \$1,844,500, and on May 29, 2018, filed a lawsuit against the Company in the Circuit Court of the Tenth Judicial Circuit, in and for Polk County, Florida, seeking a judgment against the Company for said amount, together with court costs and attorneys' fees. On June 3, 2018, the Company filed an answer in the lawsuit in which it admitted the allegations set forth in the complaint. On June 20, 2018, the Company and RA entered into a Settlement Agreement under which the Company will issue an indefinite number of shares of its common stock in payment of such indebtedness in one or more tranches, each tranche to be issued at a 50% discount (subject to increase in certain events) from Market Price, as defined in the Settlement Agreement. On July 5, 2018, the Circuit Court approved the Settlement Agreement.

On or about July 11, 2018, RA submitted a request for the issuance of 8,857,142 shares of common stock pursuant to the Settlement Agreement, of which 8,000,000 shares were issued in payment of \$100,000 and the balance in payment of expenses incurred by RA in the lawsuit.

On August 22, 2018, the Company issued 2,000,000 shares of common stock to RA pursuant to the Settlement Agreement, reducing the aforesaid indebtedness by \$17,200.

On Oct 2, 2018, the Company issued 17,600,000 shares of common stock to RA pursuant to the Settlement Agreement, reducing the aforesaid indebtedness by \$132,000.

On November 13, 2018, the Company issued 125,000,000 shares of common stock to RA pursuant to the Settlement Agreement, reducing the aforesaid indebtedness by \$687,500.

All of the above shares are publicly salable under the exemption from registration afforded by Section 3(a)(10) of the Securities Act of 1933.

The amount of indebtedness remaining to be paid pursuant to said Settlement Agreement was \$907,800 as of August 31, 2019.

Because of a dispute with RA, the company has suspended issuance of shares under the Settlement Agreement and RA has filed a petition with the Circuit Court seeking enforcement of the Settlement Agreement. A hearing on the petition was been scheduled for September 16, 2019, at which the Company intended to show cause why the Settlement Agreement should not be enforced. For further information about this hearing and shares of common stock issued after August 31, 2019, pursuant to the Settlement Agreement, see Note 8.

## NOTE 5. INCOME TAXES

The Company provides for income taxes under ASC 740. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax basis of assets and liabilities and the tax rates in effect when these differences are expected to reverse. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. The provision for income taxes differs from the amounts which would be provided by applying the statutory federal income tax rate of 34% to the net loss before provision for income taxes for the following reasons:

<u>August 31, 2019</u>		
Income tax expense (benefit) at statutory rate	\$	(360,925)
Valuation allowance		360,925
Income tax expense per books	\$	-

Due to changes in ownership provisions of the income tax laws of United States of America, net operating loss carry forwards of approximately \$1,859,264 for federal income tax reporting purposes are subject to annual limitations. When a change in ownership occurs, net operating loss carry forwards may be limited as to use in future years. They typically expire 20 years from when incurred.

Income taxes for 2017 and 2018 remain subject to examination.

## **NOTE 6. STOCKHOLDERS' DEFICIT**

On February 28, 2018, the Company filed an amendment to its Articles of Incorporation (the "Amendment"), increasing the number of its authorized shares from 110,000,000 to 20,010,000,000, of which 20,000,000,000 shares are common stock, without par value ("Common Stock"), and 10,000,000 are preferred stock, without par value.

### ***Preferred Stock***

The Board of Directors is authorized to issue its preferred stock in one or more series and to fix the voting powers, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions of each series. Under Colorado law, the Company may so designate and so fix by amending its Articles of Incorporation. Under the Amendment, the Company designated 1,000,000 shares of preferred stock as Series A Convertible Preferred Stock (the "Series A Stock"), each share of which entitles the holder at any time to convert one share of Series A Stock into one share of common stock. The Series A Stock is ranked equally with common stock with respect to dividends and liquidation and is not redeemable. The Series A Stock as a series has voting power equal to the combined voting power of all other classes and series of the Company's capital stock, allocable proportionally among the out-standing share thereof. On March 1, 2018, 500,000 shares of this series were issued to a related party, who was the president and sole director of the Company; the remaining shares were reserved for issuance to a person who may be employed as an officer of the Company, to be issued to him in the event that he is so employed. There are 9,000,000 authorized and undesignated shares of preferred stock.

### ***Common Stock***

Each share of common stock entitles the holder to one vote, in person or proxy, on any matter on which action of the stockholders is sought.

On February 5, 2018, pursuant to the Merger Agreement (see Note 1), the Company issued 4,500,000,000 shares of common stock to a member of HDH, who is now the sole director and president of the Company, in exchange for her equity interest in HDH, which represented one-half of its outstanding units. As a result of reverse acquisition accounting, these shares are treated as having been outstanding from the date of issuance of the HDH's units. On March 20, 2108, pursuant to the Merger Agreement, 33,650,33, shares of common stock were surrendered to the Company by a former officer of the Company in partial consideration for the note in the principal amount of \$420,000 described in Note 3. These shares have been cancelled.

As of August 31, 2019, there were 4,667,652,762 shares of common stock issued and outstanding.

## **NOTE 7. RELATED PARTY TRANSACTIONS**

### ***Due to related party***

From inception (September 11, 2017) to August 31, 2018, an officer, who is also the controlling stockholder, loaned the \$29,700, which is due on demand.

On March 20, 2108, pursuant to the Merger Agreement, 33,650,333 shares of common stock were surrendered to the Company by a former officer in partial consideration for the promissory note in the principal amount of \$420,000 described in Note 3.

## **NOTE 8. SUBSEQUENT EVENTS**

On September 16, 2019, the hearing described in the last paragraph of Note 4 was held. At that hearing, the Circuit ordered that the Company continue to comply with the provisions of the Settlement Agreement and granted certain injunctive relief to RA. The Company intends to contest the order.

On September 26, 2019, the Company issued 450,000,000 shares of common stock to RA pursuant to the Settlement Agreement, reducing the aforesaid indebtedness by \$266,175. The amount of indebtedness remaining to be paid pursuant to the Settlement Agreement on that date was \$641,625.

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

The issuer's business is (i) providing concierge medicine at an affordable price through its membership-based model in the Houston, Texas, area through its wholly owned subsidiary, Hippocrates Direct Healthcare, LLC, a Texas limited liability company ("HDH"), and (ii) providing services in therapeutic areas of clinical trials through its wholly owned subsidiary, Precision Research Institute, LLC, a Texas limited liability company ("PRI"). All of the issuer's business is conducted through these subsidiaries. The address of these subsidiaries is that of the issuer, whose contact information appears above. The issuers' principal products or services, and their markets are described in the first sentence of this paragraph.

## 6) Issuer's Facilities

The Issuer leases premises used approximately 4,500 square feet located at 6201 Bonhomme Road, Suites 460S and 466S, Houston, Texas. The lease currently provides for base rent of \$3,381.96 per month, increasing to (i) \$3,529.00 per month on July 1, 2020, (ii) \$3,676.04 per month on July 1, 2021, and (iii) \$3,823.08 per month on July 1, 2022, subject to CPI increase. The lease expires on June 30, 2023. The leased space is shared by HDH and PRI.

## 7) Officers, Directors, and Control Persons

The following information is provided regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own.

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Elizabeth Hernandez	Officer, Director, Owner of more than 5%	Galveston, TX	4,500,000,000	Common Stock	87.9	
Elizabeth Hernandez	Officer, Director, Owner of more than 5%	Galveston, TX	500,000	Series A Convertible Preferred Stock	100	
RA and Associates, Inc. <sup>1</sup>	Owner of more than 5%	Ocala, FL	300,000,000	Common Stock	5.9	

<sup>1</sup> The individual with voting/investment control of RA is Richard S. Astrom of Ocala, Florida.

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

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

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.

None.

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal

parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None.

## 9) Third Party Providers

The names, addresses, telephone numbers and email addresses of each of the following outside providers are:

### Legal Counsel

Barry J. Miller  
Barry J. Miller PLLC  
547 Merritt Lane  
Birmingham, MI 48009

Phone: (248) 232-8039

Email: bjmillar@bjmpllc.com

### Accountant or Auditor

### Accountant or Auditor:

Craig Wooten, CPA  
6201 Bonhomme Road, Ste. 480 South  
Houston, TX, 77036

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### Investor Relations Consultant

None

Other Advisor: Any other service provider(s), including, counsel, advisor(s) or consultant(s) that assisted, advised, prepared or provided information with respect to this disclosure statement, or provided assistance or services to the issuer during the reporting period.

None

## 10) Issuer Certification

I, Elizabeth Hernandez, Principal Executive Officer and Principal Financial Officer of Marathon Group Corporation certify that:

1. I have reviewed this quarterly disclosure statement of China Infrastructure Construction Corp.;
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.

October 10, 2019

/s/ Elizabeth Hernandez

Elizabeth Hernandez

Principal Executive Officer and Principal Financial Officer