



# ANNUAL REPORT

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Amendment No. 1

Pursuant to Rule 15c2-(11)(a)(5)

For

## CUBA BEVERAGE COMPANY

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**For the Year Ended December 31, 2015**

**Dated: April 6, 2016**

All information contained in this Annual Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

### EXPLANATORY NOTE

This Amendment No. 1 amends the Company's Annual Report for the year ended December 31, 2015, as filed with OTC Markets on March 17, 2016. The purpose of this Amendment No. 1 is to correct an inadvertent misstatement within the Statement of Cash Flows and notes to the financial statements. For convenience and ease of reference, the Company is filing this Annual Report in its entirety with all applicable changes and unless otherwise stated, all information contained in this amendment is as of the filing date of the Original Filing date. Except as stated herein, this Annual Report does not reflect events or transactions occurring after such filing date or modify or update those disclosures in the original Annual Report that may have been affected by events or transactions occurring subsequent to such filing date.

# CUBA BEVERAGE COMPANY

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## **CUBA BEVERAGE COMPANY** **ANNUAL REPORT**

All information contained in this Annual Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

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 Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

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's Annual Report.

### **ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS**

The exact name of the Issuer is:

Cuba Beverage Company (hereinafter referred to as "CUBV", "Issuer" or "Company").

The names and history of the Issuer's predecessors:

Innotelco, Inc., Green America Land Holdings, Inc., and Green Card Capital Corporation.

The current name of the Company is CUBA Beverage Company. A shareholders' meeting on August 31, 2010 confirmed the name change to CUBA Beverage Company from Green Card Capital Corporation and on September 7, 2010, the Articles of Amendment filed with the Secretary of State of the State of Wyoming for the name change were accepted. As mentioned, the previous name of the Company was Green Card Capital Corporation.

Based upon information provided in the Company's Initial Company Information and Disclosure Statement filed April 14, 2009, and subsequent filings, the Company's current management believes, (a) the Company was incorporated in the Municipality of Toronto, Province of Ontario, Canada on July 22, 1980 as "Silverclaim Lake Resources Inc.", (b) on April 27, 1981, the Company changed its name to "Silver Lake Resources Inc.", and (c) again changed its name on July 28, 1986 to "International Platinum Corporation." At this time, the records to confirm or deny the corporate history of the Company prior to December 31, 1987 are not available to current management.

The Company was amalgamated in the Province of Ontario, Canada on December 31, 1987 as International Platinum Corporation. On October 11, 1995, the Company filed Articles of Amendment and changed its name to International Precious Metals Corporation. On March 24, 2005, the Company filed an Application for Authorization to Continue in Another Jurisdiction with the Ministry of Consumer and Commercial Relations, Ontario, Canada, stating its intention to reincorporate in the State of Wyoming, United States. On March 28, 2005, the Company filed an Application for Certificate of Registration and Articles of Continuance with the Wyoming Secretary of State. On March 31, 2005, the Company filed Articles of Amendment with the Wyoming Secretary of State changing the name of the corporation to Innotelco, Inc. On March 27, 2008, the Company filed Articles of Amendment with the Secretary of State of the State of Wyoming and changed its name to Green America Land Holdings, Inc. On October 30, 2008, the Company filed Articles of Amendment with the Secretary of State of the State of Wyoming and changed its name to Green Card Capital Corporation. On September 7, 2010, the Company filed Articles of Amendment with the Secretary of State of the State of Wyoming and changed its name to CUBA Beverage Company.

## **ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES**

### Company Headquarters:

PO Box 121089  
San Diego, CA 92112  
Telephone: 619-255-8958  
Facsimile: 619-245-4263  
[www.CUBAbev.com](http://www.CUBAbev.com)

### Investor Relations Firm:

None

## **ITEM 3. SECURITY INFORMATION**

### Trading symbol

The Company's trading symbol is CUBV.

### The Company's CUSIP

The Company's CUSIP is 126524 10 7.

### Par or Stated Value:

The Company's Common Stock has no par value. Each holder of Common Stock has full voting rights at the rate of one (1) vote for each share owned. There are no preemptive rights or cumulative rights and no Preferred Stock has been issued.

### Shares Authorized:

As of the date of this Report, the Issuer has two classes of securities; Common Stock and Preferred Stock.

The Company is authorized to issue three billion (3,000,000,000) shares of common stock, of which 1,044,913,646 with no par value per share were issued and outstanding as of December 31, 2015. As of March 10, 2016, there were 1,044,913,646 shares of common stock issued and outstanding. The Company is authorized to issue eight hundred million (800,000,000) shares of Preferred Stock, of which there are no shares issued and outstanding.

### Shares Outstanding:

#### ***As of December 31, 2015***

<u>Class</u>	<u>Period End Date</u>	<u>Shares Authorized</u>	<u>Shares Outstanding</u>	<u>Freely Tradable Shares (Float)</u>	<u>Total Number of Beneficial Shareholders</u>	<u>Total Number of Shareholders of Record</u>
Common	December 31, 2015	3,000,000,000	1,044,913,646	404,633,971	1	338
Preferred	December 31, 2015	800,000,000	0	0	0	0

#### ***As of December 31, 2014***

<u>Class</u>	<u>Period End Date</u>	<u>Shares Authorized</u>	<u>Shares Outstanding</u>	<u>Freely Tradable Shares (Float)</u>	<u>Total Number of Beneficial Shareholders</u>	<u>Total Number of Shareholders of Record</u>
Common	December 31, 2014	3,000,000,000	90,993,646	29,197,593	3	328
Preferred	December 31, 2014	800,000,000	0	0	0	0

**Transfer Agent**

First American Stock Transfer, Inc.

4747 N. 7th St. Suite 170

Phoenix, AZ 85014

877-271-0548 Toll Free

602-485-4091 Fax

[WWW.FIRSTAMERICANSTOCK.COM](http://WWW.FIRSTAMERICANSTOCK.COM)

Restrictions on the transfer of any security:

None

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

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

**ITEM 4. ISSUANCE HISTORY**

Events by the Issuer Resulting in Changes in Total Outstanding Shares for the Past Two Fiscal Years:

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two-year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

**For the three-month period ended December 31, 2015**, a total number of 23,100,000 shares of common stock were issued by the Company. The following is a breakdown of those issuances:

On October 10, 2015, a total of 10,000,000 shares were issued to one investor who purchased the securities through the Company's private placement memorandum during the quarter ending December 31, 2015, at cost of \$.0015

On November 4, 2015, a total of 600,000 shares were issued to one investor who purchased the securities through the Company's private placement memorandum during the quarter ending December 31, 2015, at cost of \$.0015

On November 4, 2015, 500,000 shares of restricted common stock were issued to a service provider who provided services to the Company and received their compensation in the form of restricted shares of the Company's common stock.

On November 20, 2015, a total of 15,000,000 shares were issued to one investor who purchased the securities through the Company's private placement memorandum during the quarter ending December 31, 2015, at cost of \$.0015

**For the three-month period ended September 30, 2015**, a total number of 167,000,000 shares of common stock were issued by the Company. The following is a breakdown of those issuances:

On July 18, 2015, 155,000,000 restricted common stock shares were issued to three debt holders for the conversion of their debt into equity in the Company. The total amount of debt converted for the issuance of the shares was equal to \$1,550.00 and was related to debt owed to its legal services provider.

On September 12, 2015, 12,000,000 shares were issued to 2 investors who purchased the securities through the Company's private placement memorandum during the quarter ending September 30, 2015.

**For the three-month period ended June 30, 2015**, a total number of 720,400,000 shares of common stock were issued by the Company. The following is a breakdown of those issuances:

On April 30, 2015, a total of 400,000 shares were issued to 1 investor who purchased the securities through the Company's private placement memorandum during the quarter ending June 30, 2015, at cost of \$.005

On May 8, 2015, 720,000,000 restricted common stock shares were issued to five debt holders for the conversion of their debt into equity in the Company. The total amount of debt converted for the issuance of the shares was equal to \$7,200.00 and was related to debt owed to the Company's CEO and its legal services provider.

**For the three-month period ended March 31, 2015**, a total number of 43,420,000 shares of common stock were issued by the Company. The following is a breakdown of those issuances:

On February 2, 2015, 2,350,000 shares were issued to 5 investors who purchased the securities through the Company's private placement memorandum during the quarter ending December 31, 2014.

On February 5, 2015, 39,000,000 restricted common stock shares were issued to three debt holders for the conversion of their debt into equity in the Company. The total amount of debt converted for the issuance of the shares was equal to \$745,823.81. The converted debt is reflected in the financial statements contained herein for the period ending December 31, 2014.

On March 20, 2015, 1,200,000 restricted shares of common stock were issued to one investor pursuant to a private placement memorandum, cost basis \$.005. An additional 870,000 shares were issued to two consultants as compensation for services rendered to the Company.

**For the three-month period ending December 31, 2014**, there were 1,175,000 shares of common stock issued by the Company. The following is a breakdown of those issuances:

On October 21, 2014, 1,175,000 shares of restricted common stock were issued to two investors who purchased the securities through the Company's private placement memorandum.

**For the three-month period ending September 30, 2014**, there were 4,511,667 shares of common stock issued by the Company. The following is a breakdown of those issuances:

On August 26, 2014, 1,366,667 shares of restricted common stock were issued to five investors who purchased the securities through the Company's private placement memorandum.

On September 22, 2014, there were 700,000 shares of restricted common stock issued to 5 investors who purchased the securities through the Company's private placement memorandum.

On September 26, 2014, 2,445,000 shares of restricted common stock were issued to 7 service providers who provided services to the Company in various forms and received their compensation in the form of restricted shares of the Company's common stock.

## **ITEM 5. FINANCIAL STATEMENTS**

The Company does not have audited financial statements and does not have financial statements for any additional historical periods before 2009. Unaudited financial statements for the Company for the year ended December 31, 2015, are included herein. Management of the Company internally prepared these financial statements.

**CUBA BEVEREAGE COMPANY**  
**Consolidated Balance Sheet**  
**Internally prepared by management**  
**(Unaudited)**

	As of December 31, 2015	As of December 31, 2014
<b><u>ASSETS</u></b>		
Current Assets		
Checking/Savings		
Cash	\$ 0	\$ 0
Total Checking/Savings	0	0
Other Current Assets		
Inventory	0	0
Total Other Current Assets	0	0
Accounts Receivable		
Accounts Receivable	0	0
Total Accounts Receivable	0	0
Total Current Assets	0	0
Other Assets		
Other Assets	23,123	26,447
Total Other Assets	23,123	26,447
Fixed Assets		
Property and Equipment	-	-
Total Fixed Assets	-	-
<b>TOTAL ASSETS</b>	<b>\$ 23,123</b>	<b>\$ 26,447</b>
<b><u>LIABILITIES &amp; EQUITY</u></b>		
<b><u>Liabilities</u></b>		
Long Term Liabilities		
Long Term Liabilities	305,460	227,906
Total Long Term Liabilities	305,460	227,906
Current Liabilities		
Accounts Payable		
Accounts Payable	55,644	70,098
Total Accounts Payable	55,644	70,098
Other Current Liabilities		
Current Liabilities	0	0
Total Other Current Liabilities	0	0
Total Current Liabilities	55,644	70,098
Total Liabilities	361,104	298,004
<b><u>Equity</u></b>		
Capital Stock	5,319,737	5,245,387
Retained earnings	(5,516,944)	(5,262,119)
Net income	(140,744)	(254,825)
Total Equity	(337,981)	(271,557)
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>\$ 23,123</b>	<b>\$ 26,447</b>

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

**CUBA BEVERAGE COMPANY**  
**Consolidated Statement of Operations**  
**For the Three and Twelve Months Ended December 31, 2015**  
**Internally prepared by management**  
**(Unaudited)**

	<u>Three Months Ended December 31, 2015</u>	<u>Twelve Months Ended December 31, 2015</u>
REVENUES	\$ -	\$ 12,956
COST OF SALES		
Cost of Goods Sold	-	-
Inventory Costs	-	-
Freight	-	58
Total Cost of Sales	<u>                    </u>	<u>58</u>
GROSS PROFIT	<u>\$ -</u>	<u>\$ 12,898</u>
EXPENSES		
General and administrative:		
Advertising and Promotion Expenses	0	0
General and Administrative	26,627	110,438
Professional Services	15,759	39,909
Depreciation and Amortization	<u>831</u>	<u>3,324</u>
Total expenses	<u>43,217</u>	<u>153,671</u>
OPERATING PROFIT (LOSS)	<u>(43,217)</u>	<u>(140,774)</u>
State Income Tax Exp.	-	-
Debt Cancellation	-	-
Prior Period Adjustment - Inventory	<u>-</u>	<u>-</u>
NET PROFIT (LOSS)	<u><u>\$ (43,217)</u></u>	<u><u>\$ (140,774)</u></u>
NET PROIT (LOSS) PER SHARE - BASIC	<u><u>\$ (0.0000)</u></u>	<u><u>\$ (0.0005)</u></u>
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING - BASIC	<u><u>1,023,592,139</u></u>	<u><u>566,104,399</u></u>

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



**CUBA BEVERAGE COMPANY**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**  
**For the Three Months and Twelve Months Ended December 31, 2015**  
**Internally prepared by management**  
**(Unaudited)**

	<b>For the Three Months Ending December 31, 2015</b>	<b>For the Twelve Months Ending December 31, 2015</b>
<b><u>OPERATING ACTIVITIES</u></b>		
Net Income	(43,217)	(140,774)
Adjustments to reconcile Net Income to net cash provided by operations:		
Accounts Receivable: A/R		
Accounts Receivable: A/R - Oceans Five		
Inventory: Production run # 001		
Accounts Payable		
Current Liabilities: Accrued State Income Tax		
Current Liabilities: Accrued Liabilities - Current	473	(14,454)
Current Liabilities: Current Portion Long Term Debt		
Current Liabilities: Credit Cards Payable		
Net cash provided by Operating Activities	(42,744)	(155,228)
<b><u>INVESTING ACTIVITIES</u></b>		
Property and Equipment: Accumulated Depreciation	-	-
Other Assets: Accumulated Amortization	831	3,324
Net cash provided by Investing Activities	831	3,324
<b><u>FINANCING ACTIVITIES</u></b>		
Long Term Liabilities: Loan Payable - Patronaggio	2,500	10,000
Long Term Liabilities: Loan Payable – Zouvas Law Group, P.C.	3,000	22,550
Long Term Liabilities: Loan Payable - Insiders: Loan Payable - Alex Procopio	175	16,004
Long Term Liabilities: Loan Payable - Insiders: Loan Payable – T. Procopio	(1,050)	-
Long Term Liabilities: Loan Payable - Insiders: Loan Payable - Mark Zouvas	-	18,200
Long Term Liabilities: Loan Payable – Car Rus, Ltd.	1,005	10,800
Capital Stock: Additional Paid in Capital	35,750	74,350
Net cash provided by Financing Activities	41,380	151,904
Net cash increase for period	(533)	-
Cash at beginning of period	533	-
Cash at end of period	-	-

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

**CUBA BEVERAGE COMPANY**  
**(A Development Stage Enterprise)**  
**CONSOLIDATED STATEMENT OF STOCKHOLDERS EQUITY**  
**(Internally Prepared by Management)**  
**(Unaudited)**

	Preferred Stock		Common Stock	Par Value	Paid-in	Earnings	Retained
						(deficit)	Total
	Shares	Amount	Shares After Reverse Split	Capital	Capital	Stage	Equity
Balance December 31, 2014			90,993,646		4,485,563	(5,516,944)	(1,031,380)
Shares of common stock issued for consideration			3,550,000		20,000		20,000
Shares subsequently issued for debt conversion			39,000,000		745,824		745,824
Shares previously issued for services rendered			870,000		4,350		4,350
Adjustment - prior period adjustment							
Net Loss						(44,282)	(44,282)
Balance March 31, 2015			134,413,646	-	5,255,737	(5,561,226)	(305,489)
Shares of common stock issued for consideration			400,000		2,000		2,000
Shares subsequently issued for debt conversion			720,000,000		7,200		7,200
Shares previously issued for services rendered							
Adjustment - prior period adjustment							
Net Loss						(21,151)	(21,151)
Balance June 30, 2015	-	-	854,813,646	-	5,264,937	(5,582,377)	(317,440)
Shares of common stock issued for consideration			12,000,000		15,000		15,000
Shares subsequently issued for debt conversion			155,000,000		1,550		1,550
Shares previously issued for services rendered							
Adjustment - prior period adjustment							
Net Loss						(32,103)	(32,103)
Balance September 30, 2015	-	-	1,021,813,646	-	5,281,487	(5,614,480)	(332,993)
Shares of common stock issued for consideration			22,600,000		34,500		34,500
Shares subsequently issued for debt conversion			-		-		-
Shares previously issued for services rendered			500,000		1,250		1,250
Adjustment - prior period adjustment							
Net Loss						(43,217)	(43,217)
Balance December 31, 2015	-	-	1,044,913,646	-	5,317,237	(5,657,697)	(340,460)

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

**CUBA BEVERAGE COMPANY**  
**NOTES TO FINANCIAL STATEMENTS**  
**Internally prepared by management**  
**For the Year Ended December 31, 2015**

**NOTE 1-SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Business Activity*

CUBA BEVERAGE COMPANY, a Wyoming corporation, manufactures and sells an all-natural juice beverage in San Diego, California serving customers across the United States and internationally. The Company was incorporated on January 26, 2007. The corporation is a continuation of CUBA BEVERAGE COMPANY, a California Corporation merged as a Delaware Corporation on September 8, 2008. On July 31, 2010, Green Card Capital, Inc., a Wyoming corporation changed its name to Cuba Beverage Company and completed a share exchange with Cuba Beverage Company, the Delaware corporation, and became its wholly-owned subsidiary. The financial statements contained herein are the consolidated results of Cuba Beverage Company, Wyoming.

*Revenue*

During the quarter ending December 31, 2015 the Company sold no cases of its all-natural energy juice product. The Company executed a distribution agreement to produce and sell product in Europe and China with Alice Global, Ltd., a European and Chinese confectionary concern. The terms of the Agreement call for advance distribution payments of \$25,000 and 5% of all gross sales. The \$10,000 in revenue for the quarter ending June 30, 2015 represents the first payment for advance distribution fees.

Total revenue during the quarter ended December 31, 2015 was \$0 as compared to \$12,596 for the quarter ended December 31, 2014 and represents a decrease in revenue from the previous year of \$12,596 or 100%. The execution of the Company's licensing agreement is the primary attribute for the increase.

*Accounts receivable*

The Company is still a relative startup company and provides credit in the normal course of business to its customers and performs ongoing credit evaluations of those customers. The Company had \$41,630 in Accounts Receivable outstanding at September 30, 2014 to one customer. The Company has initiated legal proceedings against this customer; however its collectability is not likely. Therefore this amount has been written off as a charge to expense for the period ending December 31, 2014. There are no accounts receivables as of December 31, 2015.

*Inventory & Cost of Goods Sold*

Inventory consists primarily of beverages purchased and is stated at the lower of cost (first-in, first-out) or market value. As of December 31, 2014, the Company has produced approximately no cases of its product from its production runs in 2012 and 2013 (collectively referred to production run # 1). All of the Company's product was set for expiration in January 2015 and as a result, becomes non-saleable for the fiscal 2015 period. The Company currently has written off the current inventory balance of \$81,114, which reflects the cost of aluminum cans, can tab ends and the ingredients for Cuba Beverage Juice, exclusive of freight costs. There is no inventory as of December 31, 2015.

### *Property and Equipment*

Property and equipment are carried at cost. As noted in the original Accountants' Compilation Report, The Company uses the Modified Accelerated Cost Recovery System required for federal income tax purposes, which, does not allocate depreciation to expense over the estimated useful lives of the assets. As of June 30, 2015, the Company has fully depreciated its two property assets; furniture & fixtures and machinery & equipment, and as a result, the net capitalized balances for each are minimal.

The estimated useful lives for the major classes of property and equipment used in computing depreciation are as follows:

Equipment	5 years
Furniture and fixtures	5 to 7 years
Autos and trucks	5 years

### *Income Taxes*

Deferred taxes are recognized for operating losses that are available to offset future federal income taxes.

### *Advertising*

Advertising costs are expensed as incurred and included in operating expenses. Inventories have been used as promotional items and have been given to distributors to promote sales. The Company will incur continued advertising expense in the form of promotional product distribution to various retailers for brand exposure.

### *Use of Estimates*

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure 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.

## NOTE 2- RELATED PARTY TRANSACTIONS

A loan from the Chief Executive Officer of the Company to the Company without interest is outstanding in the amount of \$80,734.71 and includes accruals for unpaid compensation totaling \$49,579. This balance reflects the conversion of \$5,000 in debt owed to Mr. Procopio into shares of common stock at the conversion rate of \$.00001, which resulted in the issuance of 500,000,000 common stock shares during the 2<sup>nd</sup> quarter of 2015.

## NOTE 3- LONG TERM DEBT

As of December 31, 2015, long term debt consisted of the following: A new note to Cal Patronaggio in the amount of \$132,500 including interest accruals and \$136,935 owed to the Chief Executive Officer and the former Chief Financial Officer of the Company. During the quarter ending December 31, 2014, the Company converted \$745,823.81 of long-term debt into equity in the Company represented by the issuance of 39,000,000 common shares at an average conversion of price of \$.019 per share. The notes due to Mr. Tang and the Asian Pearl, in the amounts of \$485,600 and \$30,000, respectively were fully converted. The Patronaggio note, which was in default, was partially converted. The Company agreed to execute a new note for \$125,000 and convert the remaining

balance of \$233,823.81 into 11,750,000 restricted common stock shares, which is included in the 39,000,000 restricted common stock shares issued as noted above. The terms of the new note to Mr. Patronaggio are for interest only for three years with a balloon payment due at maturity.

As of April 1, 2015 the Company has a long-term liability owed to its legal services provider, Zouvas Law Group (ZLG) in the amount of \$20,300. On July 18, 2015, ZLG sold \$1550 worth of its debt to three independent third parties, who subsequently converted that debt into shares of common stock at a conversion rate of \$.00001, which resulted in the issuance of 155,000,000 common stock shares.

**The Company borrowed \$9,795 from Car Rus Ltd. (previously reported/disclosed the loan was from New Caledonia, which was incorrect) to cover operating expenses during the quarter. The note is for a term of one year and carries an interest rate of 8%, payable on a quarterly basis with a principal balloon payment due at the end of twelve months.**

The loan payable to the Company's chief executive officer is payable at the discretion of the Company, without interest. The total amount of the note is uncollateralized for \$80,734.71. This balance reflects the conversion of \$5,000 in debt owed to Mr. Procopio into shares of common stock at the conversion rate of \$.00001, which resulted in the issuance of 500,000,000 shares.

The following is a summary of principal maturities of long-term debt during the next two years:

2015	\$0
2016	\$9,795

#### NOTE 4 -INCOME TAXES

The company has a loss carry-forward totaling \$775,918 through the end of fiscal 2014, which may be offset against future taxable income, which begin to expire in 2028.

Pursuant to Code Sections 382 and 383, use of the Company's net operating loss carry-forward may be limited in the event of a cumulative change in ownership of more than 50% occurs within a three-year period.

	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
Current Taxes	\$800	\$800	\$800	\$800

#### NOTE 5-CONCENTRATION OF RISKS

The Company maintains its cash accounts in various commercial banks located in San Diego, California. The Federal Deposit Insurance Corporation (FDIC) guarantees accounts up to \$250,000 in these banks. At December 31, 2015, the total cash balance was \$0.

#### NOTE 6-GOING CONCERN

Certain conditions indicate the Company may not be able to continue as a going concern. The Company's costs have far outweighed the income since the inception of the Company. The Company's costs have been solely supplemented by additional investments in the Company and may not be able to be sustained. The accompanying financial statements do not include any adjustments to the financials statements that might be necessary should the Company be unable to continue as a going concern.

## NOTE 7-COMPANY MERGER

The company completed a reverse merger on July 30, 2010 and is now a wholly owned subsidiary of a publicly (pink sheets) traded company. The statements contained herein reflect the consolidated results of both the publicly traded parent and its wholly owned subsidiary.

## NOTE 8-CAPITAL STOCK

The Company has only one class of stock authorized and each common stock share has one vote. The Delaware Company has 10,000 shares of stock authorized and 10,000 shares issued to its parent company, the Wyoming Corporation. The Wyoming Corporation has two classes of stock: common and preferred. The common stock has 1,044,913,646 shares issued and outstanding as of December 31, 2015 and there are no shares of preferred stock issued or outstanding at this time.

During the fiscal quarter ending December 31, 2015, the Company the Company sold 22,600,000 shares of its restricted common stock at an average price of \$0.0015 per share, which represents a reasonable discount to the average market price during the same period. The sale of the Company's common stock was facilitated through a private placement memorandum and all issuances relating thereto are restricted from sale on the open market for a period of one year.

During the fiscal quarter ending September 30, 2015, the Company the Company sold 12,000,000 shares of its restricted common stock at an average price of \$0.0025 per share, which represents a reasonable discount to the average market price during the same period. The sale of the Company's common stock was facilitated through a private placement memorandum and all issuances relating thereto are restricted from sale on the open market for a period of one year.

During the fiscal quarter ending September 30, 2015, the Company converted \$1,550 of its debt into shares of common stock at a conversion rate of \$.00001 resulting the issuance of 155,000,000. A portion of the debt converted was owed to Zouvas Law Group, who subsequently sold its portion of the debt to third parties, who then converted their acquired debt into shares of commons tock totaling 155,000,000 issued shares.

During the fiscal quarter ending June 30, 2015, the Company the Company sold 400,000 shares of its restricted common stock at an average price of \$0.005 per share, which represents a reasonable discount to the average market price during the same period. The sale of the Company's common stock was facilitated through a private placement memorandum and all issuances relating thereto are restricted from sale on the open market for a period of one year.

During the fiscal quarter ending June 30, 2015, the Company converted \$7,200 of its debt into shares of common stock at a conversion rate of \$.00001 resulting the issuance of 720,000,000. A portion of the debt converted was owed to the Chief Executive Officer (\$5,000) and the reminder of \$2,200 was owed to Zouvas Law Group, who subsequently sold its portion of the debt to third parties, who then converted their acquired debt into shares of commons tock totaling 220,000,000 issued shares.

During the fiscal quarter ending March 31, 2015, the Company sold 1,200,000 shares of its restricted common stock at an average price of \$0.005 per share, which represents a reasonable discount to the average market price during the same period. The sale of the Company's common stock was facilitated through a private placement memorandum and all issuances relating thereto are restricted from sale on the open market for a period of one year.

During the fiscal quarter ending December 31, 2014, the Company sold 3,525,000 shares of its restricted common stock at an average price range of \$0.0067 to \$.02 per share, which represents a reasonable discount to the average market price during the same period. The sale of the Company's common stock was facilitated through a private placement memorandum and all issuances relating thereto are restricted from sale on the open market for a period of one year. The Company also converted \$745,823.81 of its long term debt into 39,000,000 restricted common stock shares, which were issued to three debt holders as described above. The average conversion price of the shares issued for debt was approximately \$.019 per share.

## **END OF NOTES TO FINANCIALS**

### **ITEM 6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES**

#### **Business Operations**

Cuba Beverage Company is a "C" corporation registered in the State of Wyoming with its headquarters located in San Diego, California. The Company previously leased approximately 2,000 square feet of office/warehouse space that serves as the predominate location for its inventory of beverage products, as well as providing space for its corporate offices; the Company ceased leasing these facilities on January 31, 2015. The Company currently employs one (1) person engaged in administration and distribution functions.

The Company executed a licensing agreement for Asia, the European Union and Australia. This agreement compensates the Company five percent (5%) of the total gross sales generated by the licensee in all regions plus an upfront cash payment of \$25,000, of which \$10,000 has been paid to date.

#### **Date and State of Incorporation**

The Issuer was incorporated in the State of Wyoming as Cuba Beverage Company on May 12, 2008.

#### **Primary and Secondary SIC Codes**

Primary SIC Code: 2080

#### **Issuers Fiscal Year End Date**

The Issuer's fiscal year end is December 31.

#### **Principal Products or Services, and Their Markets**

The Company currently has distribution agreements in select markets around the world, with an emphasis in China and Europe. CUBA currently produces 3 great-tasting unique Herbal Energy Juice flavors; Pomegranate-Cranberry, Wild Berry and Passion Fruit-Orange. CUBA's products were developed in response to strong demand for energy beverages. Healthy all-natural CUBA Herbal Energy Juice is in an exploding market of energy beverages. CUBA Herbal Energy Juice was one of the first all-natural energy products on the markets and continues to be a leader in the health and wellness category. Energy Drinks have now become the fastest growing sector within the beverage industry; however, there has always been a health concern over the market leading brands because of their high sugar and caffeine content. CUBA Herbal Energy Juice was developed under the direction of top industry scientists with the focus of creating viable, healthy and good tasting alternatives to the current array of existing products. Choice of ingredients was a major concern and focal point of early development and distinguishes CUBA from its competitors. Due to CUBA's use of healthy, good tasting ingredients, it represents a healthy all-natural alternative to existing energy beverage products. Consequently, CUBA stands out as a preferable alternative to soft drinks and to energy beverages. The premise behind the introduction of CUBA Herbal Energy Juice over three years ago was to provide a healthy fat-free boost of energy that would not result in an after the fact crash but instead provide a healthy and steady flow of energy. CUBA has trademarked the names "CUBA," "CUBA Herbal Energy Juice," "CUBA Beverage Company," and "CUBAtini"

(CUBAtini is still in the registration process and has not yet been approved). Other than CUBAtini, the Patent and Trademark Office have approved these trademarks for publication and the company successfully renewed these marks in 2015 through 2019.

The company is presently in the process of creating a new flavor using the natural sweetener Stevia, which will bring down the total calories and sugar content significantly, thereby making an even healthier, great-tasting beverage. The target per 12 ounce serving is 30-40 calories and 12-15 grams of crystalline fructose. This new product will be launched in the New York Tri-State area and will be introduced to the country Cuba. The company plans to use a different type of packaging and to bring down the production cost and end retail pricing to the consumer. The goal with this new product is to create the healthiest functional beverage at the best price to the consumer possible. With this new product, CUBA seeks to enter the "Sports Drink" category and offer a healthy, naturally sweetened alternative to existing products such as Gatorade and Powerade, and at extremely competitive pricing. CUBA will continue to produce its Cuba Herbal Energy Juice for sale in select markets in the United States but with a main focus on international sales.

#### Distribution methods of the products or services

The Company distributes products through a traditional distribution system and also utilizes a hybrid distribution model, or a combination of warehouse and Direct Store Delivery (DSD). The Company also distributes through a combination of Independent bottlers and regional distributors who sell the Company's products on a "best efforts basis."

The Company has strong marketing and distribution contacts in the USA, the Caribbean, China and Europe. Cuba is placing a high importance on exportation to China and specifically the Guangdong Province. The continuing trade imbalance between the two most dominant markets in the world has created opportunities with respect to the increased ability to import from the United States. The Company has recently exported to Turkey and expects to export more products to this region in the near future. The company has found great markets internationally and a strong reception to the brand, the packaging and the all-natural ingredients. The company has negotiated a licensing deal for multiple countries, which became effective during the 2<sup>nd</sup> quarter of fiscal 2015.

With the news that the United States and Cuba (the country) are moving toward normalization of relations for the first time in 50 years, CUBA has seen a renewed interest in the company and a significant increase in the share price and trading volume. The company also expects the brand to be better received as more people become interested in the country Cuba and the new relations between the United States and Cuba.

#### Competitive business conditions, the Issuer's competitive position in the industry, and methods of competition:

The Company has a great opportunity to establish a footprint as a Health & Wellness leader. While other Industry leaders are focused on mimicking line extensions, they are missing the chance to put a foothold into the Health & Wellness Category. This opportunity will not go away, but will continue to grow as more and more schools & work places opt to provide a healthy choice directly to their students and employees. Red Bull was firmly established as the #1 Energy Drink. No other brand with any significant market share was able to loosen the foothold Red Bull had created. Then in 2001 Rockstar and Monster Energy launched a brand proposition, 'twice the size for the same price'. This opportunity allowed competition to drive the market. Now, 5 brands stand firmly at the top and they continue to grow in the billions of dollars in revenue each year. All Energy Drinks today are loaded with extremely high doses of caffeine and taurine, either high sugar contents or with artificial sweeteners and none are 100% natural. The opportunity for CUBA to produce a functional Energy Drink armed as a product with no added caffeine, taurine free, and 100% natural is one of the attributes that has been attractive to consumers. CUBA now seeks to produce one of the healthiest, best tasting drinks on the market with the new functional beverage product it is in the process of creating. The company plans to market this product heavily in schools, as there is a tremendous need for healthy alternatives to sodas and other unhealthy drinks being served in schools throughout the United States.



## **ITEM 7. ISSUER'S FACILITIES**

The Company relinquished its warehouse and office space after it sold its remaining product. Currently, the Company has no facilities and correspondence can be addressed to the post office box noted above.

## **ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS**

### **A. Officers and Directors**

<b>Name</b>	<b>Title <sup>(1) (2)</sup></b>
Alex C. Procopio	President, Chief Executive Officer, Secretary, and Director

(1) Effective March 31, 2015, Messrs. Zouvas and Hom relinquished their board seats as directors of the Company. Their resignations are not the result of any disagreements with the Company. On the same date, Mr. Zouvas also resigned his position as the Chief Financial Officer, which was not a result of a disagreement with the Company.

(2) Effective December 31, 2014, Messrs. Boris and Pooran relinquished their board seats as directors of the Company. Their resignations are not the result of any disagreements with the Company.

### **B. Involvement in Certain Legal Proceedings**

None of the officers, directors, promoters or control persons of the Issuer have been involved in the past five (5) years in any of the following:

- (1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);
- (2) The entry of an order, judgment, or decree, not subsequently reverse, 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 bank 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. Beneficial Shareholders**

The name, address and shareholdings of all persons beneficially owning more than ten percent of any class of the Company's equity securities or officers and directors of the Company are:

<b>Shareholder</b>	<b>Common Directly Owned</b>
Alex C. Procopio, 655 India St. San Diego, CA 92101	518,737,500

## **ITEM 9. THIRD PARTY PROVIDERS**

### **Counsel**

Luke C. Zouvas, Esq.  
Zouvas & Associates LLP  
3990 Old Town Ave, Suite C102  
San Diego, CA 92110

Phone: 619.688.1715

Fax: 619.688.1716

Accountant or Auditor

Roussin & Mauldin, LLP

8316 Clairemont Mesa Boulevard # 205

San Diego, CA 92111

Phone: (858) 571- 8623

**ITEM 10. ISSUER CERTIFICATION**

I, Alex C. Procopio, President, Chief Executive, Secretary and Sole Director certify that:

1. I have reviewed this annual report of CUBA Beverage Company;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

Date: April 6, 2016

Signature: /s/ Alex C. Procopio

Title: President, Chief Executive, Secretary and Sole Director