

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

**DevMar Equities, Inc.**

a Nevada corporation

DevMar Equities, Inc.  
600 S. Adams Road, Suite 330  
Birmingham, Michigan 48009  
Tel: (248) 592-7150  
SIC Code: 1311 (pending revision with the SEC)

Annual Report for the Period Ending December 31, 2018  
(the "Reporting Period")

As of the Reporting Period, the number of shares outstanding of our common stock was:

51,928,111

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 of the 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<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☒

No: ☐

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<sup>1</sup> "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

## DEVMAR EQUITIES, INC.

### Explanatory Note

This Amended Annual Report for year-end December 31, 2018 has been amended to comply with the updated Pink Basic Disclosure Guidelines effective March 15, 2019. The Annual Report filed with OTC Markets on March 29, 2019 is incorporated herein by reference (the “Original Annual Report”).

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

*In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.*

As of December 31, 2018, the name of the Issuer was La Cortez Energy, Inc. The name of the Issuer was subsequently changed to DevMar Equities, Inc. following the filing of the Certificate of Amendment to the Articles of Incorporation on December 12, 2018. This name change was subsequently approved by FINRA effective February 19, 2019.

*Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer’s current standing in its state of incorporation (e.g. active, default, inactive):*

The Company was originally incorporated as La Cortez Enterprises, Inc. on June 9, 2006 in the State of Nevada. The Company lost its good standing through the failure to file annual reports with the State of Nevada after 2012. The Custodian of the Company – Corporate Compliance, in the civil action titled, “In the Matter of La Cortez Energy, Inc.” in the Eighth Judicial District Court in Clark County, Nevada, updated all outstanding annual reports and filings with the State of Nevada, and paid all outstanding fees resulting in the Company being in good standing with the State of Nevada. The Custodianship Matter was closed on January 8, 2019. The Company is back in good standing with the State of Nevada.

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

Yes: ☐ No: ☒

This response is based on information currently available. As stated in the Original Annual Report, due to the change of control occurring in late-2018, as discussed below, the Company is not in possession of sufficient financial information or data to submit an Annual Report for 2017 at the time of its submission of the Annual Report or Amended Annual Report. Furthermore, on November 14, 2018, the Company submitted a request to the Internal Revenue Service for tax transcript from 2012 to the present. Due to the government shutdown in December of 2018, the production of the tax transcripts has been delayed. Once the tax transcripts are produced, and updated tax filings are made, the financial statements might be amended.

#### 2) Security Information

Trading Symbol	LCTZ (symbol as of February 19, 2019 is DEVM)
Exact Title/Class	Common
CUSIP	50255M108 (CUSIP as of January 14, 2019 is 25178T109)
Par Value	\$0.001

Total shares authorized:	<u>300,000,000</u>	as of date: <u>April 1, 2019</u>
Total shares outstanding:	<u>51,928,111</u>	as of date: <u>April 1, 2019</u>
Number of shares in the Public Float <sup>2</sup> :	<u>15,623,110</u>	as of date: <u>April 1, 2019</u>
Total number of shareholders of record:	<u>98</u>	as of date: <u>April 1, 2019</u>

<sup>2</sup> “Public Float” shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a “control person”), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

*Additional class of securities (if any):*

Trading symbol:	None
Exact title and class of securities outstanding:	Preferred Stock
CUSIP:	None
Par or stated value:	\$0.001
Total shares authorized:	10,000,000 as of date: April 1, 2019
Total shares outstanding:	1,000,000 (See Below) as of date: April 1, 2019

*Additional class of securities (if any):*

Trading symbol:	None
Exact title and class of securities outstanding:	Convertible Series A Preferred Stock (Designation of Preferred Stock)
CUSIP:	None
Par or stated value:	\$0.001
Total shares authorized:	1,000,000 as of date: April 1, 2019
Total shares outstanding:	500,000 as of date: April 1, 2019

Transfer Agent

Name: Pacific Stock Transfer Company  
Phone: (702) 361-3033  
Email: Joslyn@pacificstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> 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:

On November 16, 2018, DK Acquisitions purchased the 500,000 shares of Series A Preferred from Tech Associates for \$0.45 per share resulting in a change of control. Other than this change in control transaction, for the twelve months prior to the year-end.

### 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services. Using the tabular format below, please describe these events.

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<sup>3</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

## A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Number of Shares outstanding as of December 31, 2018	<u>Opening Balance:</u> Common: <u>51,928,111</u> Preferred: <u>0</u>									
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?	
October 29, 2018	New Issuance	500,000	Preferred Stock (Convertible Series A Preferred Stock)	\$0.001	No (No Market for the Preferred Stock)	Tech Associates, Inc.	Shares issued in consideration of services provided in Custodianship Matter	Restricted	Section 4(a)(2) of the Securities Act of 1933	
November 16, 2018	New Issuance	500,000	Preferred Stock (Convertible Series A Preferred Stock)	\$0.45	No	DK Acquisitions, LLC	Private Sale	Restricted	Section 4(a)(2) of the 1933 Securities Act in Private Sale	
Shares Outstanding on April 1, 2019:	Ending Balance: Common: 51,928,111 Preferred: 500,000									

Use the space below to provide any additional details, including footnotes to the table above:

The Company is authorized to issue up to 300,000,000 shares of its common stock, par value \$0.001, and 10,000,000 shares of preferred stock, par value \$0.001, of which, 1,000,000 shares of preferred stock have been designated as Convertible Series A Preferred Stock pursuant to the September 25, 2018 Certificate of Designation filed with the State of Nevada (hereafter, the “Series A Preferred”). The shares of Series A Preferred are entitled to 1,000 votes per share on any and all matters considered and voted on by the Company’s common shares, and each share of the Series A Preferred may be converted at any time by the holder thereof into 1,000 shares of common stock. 500,000 shares of the Series A Preferred were issued by the Company in the Custodianship Matter to Tech Associates, Inc. (“Tech Associates”). The control person for Tech Associates is Richard Chiang. Mr. Chiang currently sits on the Board of Directors.

Tech Associates sold its Series A Preferred to DK Acquisitions, LLC, a Michigan limited liability company (“DK Acquisitions”) on November 16, 2018 resulting in DK Acquisitions being the control party of the Company. The members

of DK Acquisitions are DevMar and Kasco Equities, LLC, a Michigan limited liability company controlled by Stephen J. Kassab ("Kasco Equities"), who also serves as a director on the Board of Directors.

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

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

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 (name of individual)<sup>4</sup>:

Name: Jason Fracassa with assistance from outside general accountant  
Title: Chief Financial Officer  
Relationship to Issuer: See Above

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Financial notes; and
- G. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

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<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

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

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Issuer incorporates by reference its Original Annual Report

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

Issuer incorporates by reference its Original Annual Report

- C. Describe the issuers' principal products or services, and their markets

Issuer incorporates by reference its Original Annual Report

## **6) Issuer's Facilities**

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

Issuer incorporates by reference its Original Annual Report

## **7) Officers, Directors, and Control Persons**

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

Using the tabular format below, please provide information 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. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

<b>Name of Officer/Director and Control Person</b>	<b>Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)</b>	<b>Residential Address (City / State Only)</b>	<b>Number of shares owned</b>	<b>Share type/class</b>	<b>Ownership Percentage of Class Outstanding</b>	<b>Note</b>
Inversiones Coldur SAS	Owner of more than 5%	Bogota, Colombia	19,080,163	Common	36.74%	Attempts by the Custodian and management to reach this shareholder have been unsuccessful. Management cannot confirm any legal or disciplinary history of this shareholder; however, general searches has disclosed none.
Cede & Co.	Owner of more than 5%	New York, New York	14,478,110	Common	27.88%	Specialist United States financial institution that processes transfers of stock certificates on behalf of the Depository Trust Company.
DK Acquisitions, LLC	Owner/Control Person	Bloomfield Hills, Michigan	500,000	Preferred (Series A Preferred Stock)	100%	Referenced in this section due to controlling voting rights and conversion rights in owning the Series A Preferred.
Mark DeMaria	Chairman of the Board, Chief Executive Officer, Chief Operating Officer and President	Birmingham, Michigan	0	None	0%	See Original Annual Report of Biographical Information
Stephen Kassab	Director	Royal Oak, Michigan	0	None	0%	See Original Annual Report for

						Biographical Information
Richard Chiang	Director	San Francisco, California	0	None	0%	See Original Annual Report for Biographical Information
Michael Brillati	Director	Farmington Hills, Michigan	0	None	0%	See Original Annual Report for Biographical Information
Jason Fracassa	Chief Financial Officer	Sterling Heights, Michigan	0	None	0%	See Original Annual Report for Biographical Information
Shelby Fulkerson	Secretary	Plymouth, Michigan	0	None	0%	See Original Annual Report for Biographical Information

## 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**

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name: Anthony R. Paesano  
Firm: Paesano Akkashian Apkarian, PC  
Address: 7457 Franklin Road, Suite 200, Bloomfield Hills, MI 48301  
Phone: (248) 792-6886  
Email: apaesano@paalawfirm.com

### Accountant or Auditor

Name: Trisha Bollman  
Firm: EDGARPros  
Address: 2907 Shelter Island Drive, Suite 105-339, San Diego, CA 92106  
Phone: (858) 220-0515  
Email: trishabollman222@gmail.com

### Investor Relations Consultant

None.

### Other Service Providers

Provide the name of 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

*Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Mark DeMaria certify that:

1. I have reviewed this the annual disclosure statement, as amended, of DevMar Equities, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

April 1, 2019 [Date]

/s/ Mark DeMaria [CEO's Signature]

*Principal Financial Officer:*

I, Jason Fracassa certify that:

1. I have reviewed this annual disclosure statement, as amended, of DevMar Equities, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

April 1, 2019 [Date]

/s/ Jason Fracassa [CFO's Signature]

**DEV MAR EQUITIES, INC. (formerly LA CORTEZ ENERGY, INC.)**  
**FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017**  
**(UNAUDITED)**

DEVMAR EQUITIES, INC. AND SUBSIDIARIES  
(Formerly LA CORTEZ ENERGY, INC.)

BALANCE SHEETS  
(Unaudited)

	December 31, 2018	December 31, 2017
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash	\$ 50	\$ —
Land deposit	10,000	—
Total Current Assets	10,050	—
<b>OTHER ASSETS</b>		
Development costs	18,773	—
Total other assets	18,773	—
<b>TOTAL ASSETS</b>	<b>\$ 28,823</b>	<b>\$ —</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>LIABILITIES</b>		
Current Liabilities:		
Due to Related Party - DevMar, LLC	\$ 28,973	\$ —
Interest Payable	113	—
Total Current Liabilities	29,086	—
<b>Total Liabilities</b>	<b>29,086</b>	<b>—</b>
<b>STOCKHOLDERS' DEFICIT</b>		
Preferred stock, \$0.001 par value, 10,000,000 shares authorized		
Series A preferred stock, \$0.001 par value, 1,000,000 shares authorized, 500,000 and 0 shares issued and outstanding at December 31, 2018 and December 31, 2017, respectively	500	—
Common stock, \$0.001 par value; 300,000,000 shares authorized; 51,928,111 shares issued and outstanding at December 31, 2018 and December 31, 2017, respectively	51,928	51,928
Additional paid-in capital	39,467,984	39,460,450
Accumulated deficit	(39,520,675)	(39,512,378)
Total Stockholders' Deficit	(263)	—
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</b>	<b>\$ 28,823</b>	<b>\$ —</b>

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

DEVMAR EQUITIES, INC. AND SUBSIDIARIES  
(Formerly LA CORTEZ ENERGY, INC.)  
STATEMENTS OF OPERATIONS  
(Unaudited)

	For the Years Ended December 31,	
	2018	2017
Revenues	\$ —	\$ —
Expenses		
General and Administrative	150	—
Professional fees	8,034	—
Interest Expense	113	—
Total Operating Expenses	8,297	—
Operating Loss	(8,297)	—
Net Loss	\$ (8,297)	\$ —
Basic and Diluted earnings per share	\$ (0.00)	\$ —
Weighted Average Common Shares		
Basic and Diluted	51,928,111	51,928,111

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

DEVMAR EQUITIES, INC. AND SUBSIDIARIES  
(Formerly LA CORTEZ ENERGY, INC.)  
STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT  
YEARS ENDED DECEMBER 31, 2018 AND 2017  
(Unaudited)

	Series A Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount			
Balance at December 31, 2016	—	\$ —	51,928,111	\$51,928	\$39,460,450	\$(39,512,378)	\$ —
Net loss for the year ended December 31, 2017	—	\$ —	—	\$ —	\$ —	\$ —	—
Balance at December 31, 2017	—	\$ —	51,928,111	\$51,928	\$ 39,460,450	\$ (39,512,378)	\$ —
Stock issued for settlement of debt	500,000	\$ 500	—	\$ —	\$ 6,654	\$ —	\$ 7,154
Debt forgiveness	—	\$ —	—	\$ —	\$ 880	\$ —	\$ 880
Net loss for the year ended December 31, 2018	—	\$ —	—	\$ —	\$ —	\$ (8,297)	\$(8,297)
Balance at December 31, 2018	500,000	\$ 500	51,928,111	\$51,928	\$ 39,467,984	\$ (39,520,675)	\$ (263)

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

DEVMAR EQUITIES, INC. AND SUBSIDIARIES  
(Formerly LA CORTEZ ENERGY, INC.)  
STATEMENTS OF CASH FLOWS  
(Unaudited)

	For the Years Ended December 31,	
	2018	2017
Cash Flows from Operating Activities:		
Net loss for the year	\$ (8,297)	\$ —
Adjustments to reconcile net loss to net cash used in operating activities:		
Debt forgiveness	880	—
Changes in operating assets and liabilities:		
Increase in due to related party	28,973	—
Increase in interest payable	113	—
Net Cash Provided/(Used) in Operating Activities	21,669	—
Cash Flows from Investing Activities:		
Payments towards land deposit	(10,000)	—
Payments towards development costs	(18,773)	—
Net Cash Provided/(Used) by Investing Activities	(28,773)	—
Cash Flows from Financing Activities:		
Proceeds from preferred share issue	7,154	—
Net Cash Provided by Financing Activities	7,154	—
Net decrease in Cash	50	—
Cash and cash equivalents at beginning of year	—	—
Cash and cash equivalents at end of year	\$ 50	\$ —
Supplemental Disclosure of Interest and Income Taxes Paid:		
Interest paid during the year	\$ —	\$ —
Income taxes paid during the year	\$ —	\$ —
Non-cash financing and investing activities:		
Debt forgiveness	\$ 880	\$ —

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

**DEV MAR EQUITIES, INC. AND SUBSIDIARIES**  
**(Formerly LA CORTEZ ENERGY, INC.)**  
**NOTES TO FINANCIALS STATEMENTS**  
**FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017**  
**(UNAUDITED)**

**NOTE 1 – NATURE OF OPERATIONS**

DevMar Equities, Inc. ("the Company") was originally incorporated as La Cortez Enterprises, Inc. on June 9, 2006 under the laws of Nevada. The Company appointed Maria de la Luz as the Chairman of the Board of Directors, President and Secretary on June 25, 2006. The Company was incorporated to create, market and sell gourmet chocolates wholesale and retail in Mexico, as set forth in its registration statement on Form SB-2 filed with the SEC on November 7, 2006. In early-2008, the Company rebranded its operations changing its name to La Cortez Energy, Inc. and turned its focus to the oil and gas sector in South America. The Company sold all assets to Maria de la Luz prior to the restructuring. The amended Articles of Incorporation were filed with Nevada on February 8, 2008.

On February 8, 2008, the Company increased the authorized capital stock from 75,000,000 shares of common stock, par value \$0.001, to 300,000,000 shares of common stock, par value \$0.001, and 10,000,000 shares of preferred stock, par value \$0.001. Maria de la Luz resigned as Chairman of the Board of Directors, and Nadine Smith was elected as Chairman of the Board of Directors in light of the resignation. Maria de la Luz resigned from all officer positions on May 13, 2008. Andres Gutierrez was then appointed Chief Executive Officer, President and Director.

The Company entered into a Stock Purchase Agreement with Avante Petroleum S.A., a Luxembourg public limited liability company ("Avante"), on March 2, 2010. Pursuant to the terms of the agreement, as disclosed with the SEC on EDGAR), the Company acquired all of the outstanding capital stock of Avante's wholly owned subsidiary - Avante Colombia S.à r.l., a Luxembourg private limited liability company ("Avante Colombia"), in exchange for 10,285,819 newly issued shares of the Company's common stock. In connection with Avante's acquisition of the Company's stock, the Company and Avante entered into a Subscription Agreement, pursuant to which Avante was to purchase 2,857,143 shares of the Company's common stock and three-year warrants to purchase 2,857,143 shares of common stock at an exercise price of \$3.00 per share for an aggregate purchase price of \$5,000,000 (or \$1.75 per share of common stock purchased). Based upon the current stock register for the Company, as of January 25, 2019, Avante does not own any shares of common stock or preferred stock of the Company. For a further description of this transaction, the reader is directed to EDGAR and those disclosures made regarding the Company.

On May 21, 2012, the Company filed its quarterly financial reporting on Form 10-Q, and on June 29, 2012, ceased with its reporting obligations through the filing of its Form 15. Based upon all publicly available documents, filings, accountings and other information, between June 2012 and September 2018, the Company abandoned the business and failed to dissolve, liquidate or distribute the Company's assets pursuant to Nevada law.

On September 4, 2018, Corporate Compliance, LLC, a Wyoming limited liability company controlled by Richard Chiang, a current director on the Board of Directors (hereafter, "Corporate Compliance") filed its Application for Appointment of Custodian with the Eighth Judicial District Court in Clark County, Nevada bearing Case No. A-18-778631-P (the "Custodianship Matter"). The purpose of the Custodianship Matter was to reinstate the Company's corporate charter to do business, and restore value to the Company for the benefit of shareholders and the Company itself. Pursuant to the filings in the Custodianship Matter, Corporate Compliance represented that it investigated the Company thoroughly to identify all past and



current available contact information for the officers and directors of the Company through United States mail and telephone. The Court proceeded to appoint Corporate Compliance the custodian of the Company on September 4, 2018. On September 21, 2018, the Company filed its Certificate of Reinstatement with Nevada, enlisting Richard Chiang as Chairman of the Board of Directors and President.

On September 25, 2018, the Board of Directors designated from the authorized 10,000,000 shares of preferred stock, 1,000,000 shares of Convertible Series A Preferred Stock (the “Series A Preferred”). Each holder of the Series A Preferred are entitled to 1,000 votes per share on all matters considered and voted on by the common stockholders. Furthermore, each share of Series A Preferred are convertible into 1,000 shares of common stock. On October 15, 2018, the shareholders voted to appoint Mr. Chiang as director, and resolved to “...proceed with reorganization to include, but not limited to, name and symbol change, reverse stock split, reverse merger, appointed additional officers and directors as necessary, and increase the total authorized shares.”

On October 29, 2018, the Company issued 500,000 shares of the Series A Preferred to Tech Associates, Inc., a California corporation and affiliate of Richard Chiang (“Tech Associates”). Tech Associates subsequently entered into a Share Purchase Agreement on October 31, 2018 (the “SPA”) with DK Acquisitions whereby, in a private transaction without solicitation, and in reliance on those representations made in the Share Purchase Agreement, DK Acquisitions purchased the 500,000 shares of the Series A Preferred from Tech for \$0.45 per share. The parties amended the SPA on November 14, 2018 extending the closing date to November 16, 2018 and agreeing to hold \$50,000 in escrow to allow for DK Acquisitions to order tax transcripts from the Internal Revenue Service.

The Company believed that Section 4(a)(2) and Section 4(a)(5) was available because the transaction under the SPA was exempt from the registration requirements under the Securities Act of 1933, as amended (the “Act”), based on the following facts: there was no general solicitation, there was one “accredited investor” purchaser within the meaning of Regulation D under the Act, and the purchaser was sophisticated about business and financial matters, and all shares issued were subject to restriction on transfer, so as to take reasonable steps to assure that the purchaser was not an underwriter within the meaning of Section 2(11) under the Act.

On November 16, 2018, the shareholders voted to appoint Mark DeMaria as director on the Board of Directors. Mr. Chiang resigned from all director and officer positions in the Company effective immediately. Corporate Compliance continued to serve as custodian of the Company through the Custodianship Matter. On December 13, 2018, the Company filed its Amended Articles of Incorporation changing its name to “DevMar Equities, Inc.” On January 2, 2019, the Company filed its FINRA Corporate Action requesting the name change and symbol change. The FINRA Corporate Action was authorized by the Board of Directors, and Corporate Compliance, as Custodian. The Court terminated the Custodianship Matter on January 8, 2019 finding that (a) the previously disclosed directors and officers did not object to Corporate Compliance’s petition for custodianship, (b) Corporate Compliance properly reinstated the Company to good standing with Nevada, (c) Corporate Compliance paid the Company’s outstanding obligations to its transfer agent, Philadelphia Stock Transfer, Inc., and then subsequently moved the transfer agent services to Pacific Stock Transfer, Inc., and (d) the shareholder meeting on October 15, 2018 was properly noticed. The name and symbol change was announced on February 15, 2019. The symbol for the company on the OTC Marketplace is “DEVVM”.

On January 15, 2019, DK Acquisitions agreed to release the \$50,000 escrow, subject to Tech Associates agreeing to DK Acquisitions retaining \$675 for payment of any penalties associated with filing “zero returns” with the IRS for tax years 2012 through 2018, and Tech Associates providing indemnity to the Company for six consecutive months starting coverage at \$50,000 and then reduced for each successive month by \$10,000. The indemnity expires on June 15, 2019. The Series A Preferred were then released

and transferred to DK Acquisitions.

## NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### Basis of Presentation

These financial statements are presented in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America. The Company has adopted a December 31 fiscal year end. The financial statements for December 31, 2018 are prepared internally by management with oversight and direction by an outside accounting firm.

### Principles of Consolidation

The consolidated financial statements include the accounts of DevMar Equities, Inc. and its majority-controlled subsidiary DevMar Baum Boutique, LLC, a Florida limited liability company (“DevMar Baum”) and its wholly-owned subsidiary Vantage Ft. Myers, LLC, a Florida limited liability company (“Vantage Ft. Myers”).

### Going Concern

The accompanying financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company’s ability to raise additional capital through debt and/or equity financing is unknown. The obtainment of additional financing and the successful development of the Company’s contemplated plan of operations are necessary for the Company to continue. The ability to successfully resolve these factors raise substantial doubt about the Company’s ability to continue as a going concern. However; management believes that the Company will generate sufficient cash flows to fund its operations and to meet its obligations on a timely basis for the next twelve months. The financial statements of the Company do not include any adjustments that may result from the outcome of these aforementioned uncertainties.

### Fresh-Start Accounting

Under ASC 852, the application of fresh-start accounting results in the allocation of reorganization value to the fair value of assets. The Company adopted fresh-start accounting as of January 1, 2016. The Custodian appointed on September 5, 2018, Corporate Compliance, LLC researched and concluded that the registrant had not engaged in any material business operations for approximately the last 6 years and that previous management abandoned the business. In addition, on or about June 30, 2015, the registrant’s corporate charter was no longer in good standing with the State of Nevada.

### Fair Value of Financial Instruments

As required by the Fair Value Measurements and Disclosures Topic of the FASB ASC (“ASC 820-10”), fair value is measured based on a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows: (Level 1) observable inputs such as quoted prices in active markets; (Level 2) inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and (Level 3) unobservable inputs in which there is little or no market data, which require the

reporting entity to develop its own assumptions.

The three levels of the fair value hierarchy are described below:

Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2 Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability;

Level 3 Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

Pursuant to ASC 825, the fair value of cash and marketable securities is determined based on “Level 1” inputs, which consist of quoted prices in active markets for identical assets. The Company believes that the recorded values of cash, accounts receivables, marketable securities, accounts payable and accrued liabilities, and notes payable approximate their current fair values because of their nature and respective relatively short maturity dates or duration.

#### Cash and Cash Equivalents

Cash and cash equivalents consist of cash and short-term investments with original maturities of less than 90 days. Cash equivalents are placed with high credit quality financial institutions and are primarily in money market funds. The carrying value of those investments approximates fair value.

#### Income Taxes

The Company follows the liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax balances. Deferred tax assets and liabilities are measured using enacted or substantially enacted tax rates expected to apply to the taxable income in the years in which those differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the date of enactment or substantive enactment. Deferred income taxes are reported for timing differences between items of income or expense reported in the financial statements and those reported for income tax purposes in accordance with FASB ASC 740-10, “Income Taxes,” which requires the use of the asset/liability method of accounting for income taxes.

The Company provides for deferred taxes for the estimated future tax effects attributable to temporary differences and carryforwards when realization is more likely than not.

#### Revenue Recognition

The Company recognizes revenues and the related costs when persuasive evidence of an arrangement exists, delivery and acceptance has occurred or service has been rendered, the price is fixed or determinable, and collection of the resulting receivable is reasonably assured. Amounts invoiced or collected in advance of product delivery or providing services are recorded as deferred revenue. The Company accrues for sales returns, bad debts, and other allowances based on its historical experience.

### Deferred Financing Costs

Deferred financing costs consist of costs incurred to obtain debt financing, including legal fees, origination fees and administration fees. Costs associated with the Convertible Promissory Note are deferred and amortized in our accompanying statement of operations using the straight-line method, which approximates the effective interest method, over the terms of the respective financing instrument.

### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Company to make estimates and judgments that affect the reported amounts of assets and liabilities, revenues and expenses, and related disclosures of contingent assets and liabilities. These estimates and judgments are based on historical information, information that is currently available to the Company, and on various other assumptions that the Company believes to be reasonable under the circumstances. Actual results could differ from those estimates.

### Recent Accounting Standards

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-09, *Revenue from Contracts with Customers*. ASU 2014-09 is a comprehensive revenue recognition standard that will supersede nearly all existing revenue recognition guidance under current U.S. GAAP and replace it with a principles-based approach for determining revenue recognition. ASU 2014-09 will require that companies recognize revenue based on the value of transferred goods or services as they occur in the contract. The ASU also will require additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in judgments and assets recognized from costs incurred to obtain or fulfill a contract. ASU 2014-09 is effective for interim and annual periods beginning after December 15, 2017. Early adoption is permitted only in annual reporting periods beginning after December 15, 2016, including interim periods therein. Entities will be able to transition to the standard either retrospectively or as a cumulative-effect adjustment as of the date of adoption. Our revenue is recognized at the time of sale and we do not expect that the adoption of ASU 2014-09 will have any significant impact on our operating cash flows.

In February 2016, the FASB issued Accounting Standards Update (ASU) No. 2016-02, *Leases*. ASU 2016-02 requires a lessee to record a right of use asset and a corresponding lease liability on the balance sheet for all leases with terms longer than 12 months. ASU 2016-02 is effective for all interim and annual reporting periods beginning after December 15, 2018. Early adoption is permitted. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements, with certain practical expedients available. The Company is in the process of evaluating the impact of ASU 2016-02 on the Company's financial statements and disclosures.

Other recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the Securities and Exchange Commission did not or are not believed by management to have a material impact on the Company's present or future consolidated financial statements.

The Company does not expect the adoption of recently issued accounting pronouncements to have a significant impact on the Company's results of operations, financial position, or cash flow.

### NOTE 3 – LAND DEPOSIT

During the year ended December 31, 2018, the Company's wholly-owned subsidiary, Vantage Ft Myers entered into a contract with Frank J. Aloia, Jr., Esq., as Trustee of the McGregor/US 4I Investment L.T, for the purchase of property at a total purchase price of \$3,995,000. During the year ended December 31, 2018, Vantage Ft Myers made an initial deposit of \$10,000 and the deposit was held by Atlas Title of S.W.FL, Inc., an Escrow agent. As on December 31, 2018, the land deposit of \$10,000 was reported under current assets in the accompanying consolidated financial statements.

### NOTE 4 – DUE TO RELATED PARTY

DevMar, LLC, a Michigan limited liability company ("DevMar") has, and may continue to, loan funds to the Company, DevMar Baum and/or Vantage Ft. Myers for predevelopment costs and other expenses. The members of DevMar is Mark DeMaria, who also serves as the Company's Chairman of the Board, Chief Executive Officer, Chief Operating Officer and President. The Company's Chief Financial Officer is Jason Fracassa, who is also DevMar's Vice President of Finance. The Company's Secretary is Shelby Fulkerson, who is also DevMar's Vice President of Development.

During the year ended December 31, 2018, DevMar Baum received various loans totaling \$18,973 from DevMar. These loans have an interest rate of 3.5% per annum and have no specified terms of repayment.

During the year ended December 31, 2018, Vantage Ft. Myers received loans totaling \$10,000 from DevMar. These loans have an interest rate of 3.5% per annum and have no specified terms of repayment.

As of December 31, 2018, total amount due to DevMar was \$28,973 and accrued interest was \$113.

### NOTE 5 – SHARE STRUCTURE

#### Common Stock

The Company is authorized to issue 300,000,000 shares of common stock, par value \$0.001. As of December 31, 2018, we had 51,928,111 shares of common stock issued and outstanding, held by 98 shareholders with one shareholder being Cede & Co., which holds 14,478,110. The balance of the shares of common stock are restricted.

#### Preferred Stock

The Company is authorized to issue 10,000,000 shares of preferred stock, par value \$0.001.

On September 25, 2018, the Board of Directors of the Company authorized and approved to create a new class of preferred stock called Convertible Series A Preferred Stock "Series A Preferred Stock", consisting of 1,000,000 shares authorized, \$0.001 par value. The shares of Series A Preferred are entitled to 1,000 votes per share on any and all matters considered and voted on by the Company's common shares, and each share of the Series A Preferred may be converted at any time by the holder thereof into 1,000 shares of common stock.

As of October 29, 2018, Richard Chiang had loaned the company \$7,154. The Company used these funds to pay the costs and expenses necessary to revive the Company's business operations. Such expenses include, without limitation, fees to reinstate the Company's corporate charter with the State of Nevada,

settling all past due accounts with the registrant's transfer agent and legal fees. On October 29, 2018, the Company issued 500,000 shares of the Series A Preferred to Tech Associates, Inc. ("Tech Associates"), a California corporation and affiliate of Richard Chiang in consideration for the loans totaling \$7,154. Tech Associates subsequently entered into a Share Purchase Agreement on October 31, 2018 (the "SPA") with DK Acquisitions whereby, in a private transaction without solicitation, and in reliance on those representations made in the Share Purchase Agreement, DK Acquisitions purchased the 500,000 shares of the Series A Preferred from Tech for \$0.45 per share. The parties amended the SPA on November 14, 2018 extending the closing date to November 16, 2018 and agreeing to hold \$50,000 in escrow to allow for DK Acquisitions to order tax transcripts from the Internal Revenue Service. The members of DK Acquisitions are DevMar and Kasco Equities, LLC, a Michigan limited liability company controlled by Stephen J. Kassab ("Kasco Equities"), who also serves as a director on the Company's Board of Directors.

The Company believed that Section 4(a)(2) was available because the transaction under the SPA was exempt from the registration requirements under the Securities Act of 1933, as amended (the "Act"), based on the following facts: there was no general solicitation, there was one "accredited investor" purchaser within the meaning of Regulation D under the Act, and the purchaser was sophisticated about business and financial matters, and all shares issued were subject to restriction on transfer, so as to take reasonable steps to assure that the purchaser was not an underwriter within the meaning of Section 2(11) under the Act.

As of December 31, 2018, we had 500,000 shares of Series A Preferred issued and outstanding, and titled to DK Acquisitions.

#### NOTE 6 - INCOME TAXES

On December 22, 2017, the Tax Cuts and Jobs Act (the TCJA), which significantly modified U.S. corporate income tax law, was signed into law by President Trump. The TCJA contains significant changes to corporate income taxation, including but not limited to the reduction of the corporate income tax rate from a top marginal rate of 35% to a flat rate of 21%, limitation of the tax deduction for interest expense to 30% of earnings (except for certain small businesses), limitation of the deduction for net operating losses to 80% of current year taxable income and generally eliminating net operating loss carrybacks, allowing net operating losses to carryforward without expiration, one-time taxation of offshore earnings at reduced rates regardless of whether they are repatriated, elimination of U.S. tax on foreign earnings (subject to certain important exceptions), immediate deductions for certain new investments instead of deductions for depreciation expense over time, and modifying or repealing many business deductions and credits (including changes to the orphan drug tax credit and changes to the deductibility of research and experimental expenditures that will be effective in the future). Notwithstanding the reduction in the corporate income tax rate, the overall impact of the new federal tax law is uncertain, including to what extent various states will conform to the newly enacted federal tax law.

The Company had no income tax expense due to operating loss incurred for the years ended December 31, 2018 and 2017.

The tax effects of temporary differences and tax loss and credit carry forwards that give rise to significant portions of deferred tax assets and liabilities at December 31, 2018 and 2017 are comprised of the following:

	For the year ended December 31, 2018	For the year ended December 31, 2017
Deferred tax assets:		
Net-operating loss carryforward	\$ 8,299,342	\$ 8,297,599
<b>Total deferred tax assets</b>	<b>8,299,342</b>	<b>8,297,599</b>
Valuation allowance	(8,299,342)	(8,297,599)
<b>Deferred tax assets, net of allowance</b>	<b>\$ —</b>	<b>\$ —</b>

	For the year ended December 31, 2018	For the year ended December 31, 2017
Federal		
Current	(1,742)	—
Deferred	—	—
State		
Current	—	—
Deferred	—	—
Change in valuation allowance	1,742	—
<b>Income tax provision</b>	<b>\$ —</b>	<b>\$ —</b>

At December 31, 2018, the Company had net operating loss carry forwards for federal tax purposes of approximately \$39 million which expires in years 2030 through 2038. It appears that the Company had generated net operating losses, since 2010, which the Company's preliminary analysis indicates would be subject to significant limitations pursuant to Internal Revenue Code Section 382. Management of the Company has recorded a full valuation reserve; since it is more likely than not that no benefit will be realized for the deferred tax assets.

In assessing the realization of deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the period in which those temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income and taxing strategies in making this assessment. The Company has provided a valuation allowance for the full amount of the deferred tax assets at December 31, 2018.

The expected tax expense (benefit) based on the U.S. federal statutory rate is reconciled with actual tax expense (benefit) as follows:

	For the year ended December 31, 2018	For the year ended December 31, 2017
Statutory Federal Income Tax Rate	21%	21%
Nontaxable permanent differences	(1,742)	—
Change in valuation allowance	1,742	—
Income tax provision	\$ —	\$ —

The Company has not identified any uncertain tax positions requiring a reserve as of December 31, 2018.