

FINANCIAL STATEMENTS

GLOBALTECH HOLDINGS, INC.

AS OF JUNE 30, 2017

(UNAUDITED)

GLOBALTECH HOLDINGS, INC.
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FINANCIAL STATEMENTS

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GLOBALTECH HOLDINGS, INC.
BALANCE SHEET
December 31, 2016 and June 30, 2017

	UNAUDITED June 30, 2017	UNAUDITED December 31, 2016
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 13,409	\$ 75
Notes receivable	-	-
Accounts receivable	<u>-</u>	<u>-</u>
Total Current Assets	13,409	75
 Buildings and land net of depreciation	 3,338,945	 3,358,495
Equipment, net of depreciation	204,775	226,493
Other assets	<u>-</u>	<u>2,411,673</u>
Total fixed assets	<u>3,543,720</u>	<u>5,996,661</u>
 Total Assets	 <u><u>\$ 3,557,129</u></u>	 <u><u>\$ 5,996,736</u></u>
 Current Liabilities		
Accounts payable and accrued liabilities	\$ -	\$ -
Due to officers and directors	<u>278,000</u>	<u>1,657,900</u>
Total Current Liabilities	278,000	1,657,900
 Long-Term Liabilities		
Note due to shareholder	<u>2,542,500</u>	<u>2,542,500</u>
Total Long Term Liabilities	<u>2,542,500</u>	<u>2,542,500</u>
Total Liabilities	2,820,500	4,200,400
 Stockholders' equity /(deficit)		
Common stock, \$.001 per value, 700,000,000 shares authorized, 464,087,510 and 438,822,857 shares issued and outstanding at June 30, 2017 and December 31, 2016, respectively	 69,147	 43,882
Additional paid in capital	2,951,705	3,692,243
Accumulated deficit	<u>(2,284,223)</u>	<u>(1,939,789)</u>
Total Stockholders' Equity	<u>736,629</u>	<u>1,796,336</u>
Total Liabilities and Stockholders' Equity	<u><u>\$ 3,557,129</u></u>	<u><u>\$ 5,996,736</u></u>

GLOBALTECH HOLDINGS, INC.
STATEMENT OF OPERATIONS

	UNAUDITED	UNAUDITED	UNAUDITED
	Three Months Ended		Six Months Ended
	June 30, 2017	March 31, 2017	June 30, 2017
Revenue	\$ 0	\$ 25,248	\$ 25,248
Operating Expenses:			
Operating costs			
General, selling and administrative expenses	176,236	152,178	328,414
Depreciation	<u>20,634</u>	<u>20,634</u>	<u>41,268</u>
Total Operating Expenses	<u>196,870</u>	<u>172,812</u>	<u>369,682</u>
Gross Profit	<u>(196,870)</u>	<u>(147,564)</u>	<u>(344,434)</u>
Income/(Loss) from Operations	(196,870)	(147,564)	(344,434)
Income tax provision	<u> </u>	<u> </u>	<u> </u>
Net Income	<u><u>\$ (196,870)</u></u>	<u><u>\$ (147,564)</u></u>	<u><u>\$ (344,434)</u></u>
Basic earnings (loss) per common share	\$ (0.00)	\$ (0.00)	\$ (0.00)
Weighted average number of common shares outstanding	462,319,196	438,822,857	450,758,608

GlobalTech Holding, Inc
Consolidated Financial Statement

30-June-2017

GLOBALTECH HOLDING, INC.
STATEMENT OF STOCKHOLDERS' EQUITY
(Unaudited)

	Common Shares	Stock Amount	Additional Paid In Capital	Total
Balance -December 31, 2010	34,952,292	34,952	-	-
Balance –September 30, 2011	34,952,292	34,952	-	-
Stock issued for services	40,000,000	40,000	40,000	
Stock issued for cash				
Balance -December 31, 2012	74,952,292	74,952	40,000	114,952
Stock issued for services	30,000,000	3,000		
Stock issued for cash	520,048,700	52,005		
Balance -June 30, 2013	625,000,992	62,500		
Stock issued for services	-	-		
Stock issued for cash	-	-		
Balance -September 30, 2013	625,000,992	62,500		
Stock issued for services				
Stock issued for cash	30,000,000	3,000		
Balance -December 31, 2013	655,000,992	65,500		
Stock issued for services				
Stock issued for cash	30,000,000	3,000		
Balance -March 31, 2014	685,000,992	68,500		
Stock issued for services	-	-		
Stock issued for cash	-	-		
Balance -June 30, 2014	685,000,992	68,500		
Stock issued for services	-	-		
Stock issued for cash	-	-		
Balance -September 30, 2014	685,000,992	68,500	40,000	
Stock issued for services	414,450,000	41,445		
Stock Reverse split	(684,315,635)	(68,432)	68,432	
Stock issued for cash	-			
Balance –December 31, 2014	415,135,357	41,513	68,432	108,432

Note: (The "Stock issued for services" below has been modified to reflect a correction of past reports)

Stock issued for services	2,800,000	280	-	
Stock issued for				
Asset with debt	20,887,500	2,089	871,436	871,436
Stock issued for cash	-	-		
Balance- March 31, 2015	438,822,857	43,882	871,436	915,318
Stock issued for services	-	-		
Stock issued for cash	-	-		
Balance- June 30, 2015	438,822,857	43,882		
Stock issued for services	-	-		
Stock issued for cash	-	-		
Balance- Sept 30, 2015	438,822,857	43,882		
Stock issued for services	-	-		
Stock issued for cash	-	-		
Balance- Dec 31, 2015	<u>438,822,857</u>	<u>43,882</u>		
Stock issued for services				
Stock issued for cash	-	-		
Balance- March 31, 2016	438,822,857	43,882		
Stock issued for services	-	-		
Stock issued for cash	-	-		
Balance- June 30, 2016	438,822,857	43,882		
Stock issued for services	-	-		
Stock issued for cash	-	-		
Balance- Sept 30, 2016	438,822,857	43,882		
Stock issued for services	-	-		
Stock issued for cash	-	-		
Balance- Dec 31, 2016	<u>438,822,857</u>	<u>43,882</u>		
Stock issued for services				
Stock issued for cash	-	-		
Balance- March 31, 2017	438,822,857	43,882		
Stock issued for services	22,710,653			
Stock issued for cash	2,554,000	25,265		
Balance- June 30, 2017	<u>464,087,510</u>	<u>69,147</u>	<u>2,951,705</u>	<u>(2,284,223)</u>

GLOBALTECH HOLDINGS, INC.
STATEMENT OF CASH FLOWS

	UNAUDITED	UNAUDITED	UNAUDITED
	Three Months Ended		Six Months Ended
	June 30, 2017	March 31, 2017	June 30, 2017
Cash flows from operating activities:			
Net Income (Loss)	\$(196,870)	\$(147,564)	\$(344,434)
Adjustments to reconcile net income (loss) to net cash provided by/(used in) operating activities:			
Depreciation and amortization	<u>20,634</u>	<u>20,634</u>	41,268
Increase (Decrease) in working capital:			
Due to officers and directors	<u>139,000</u>	<u>139,000</u>	<u>278,000</u>
Net cash provided by (used in) operating activities	(37,236)	12,070	(25,166)
Cash flow from investing activities:			
Disposal of other assets		<u>2,411,673</u>	<u>2,411,673</u>
Net cash provided by (used in) investing activities		2,411,673	2,411,673
Cash flow from financing activities:			
Proceeds from issuance of common stock	38,500		38,500
Reduction in current liabilities		(1,657,900)	(1,657,900)
Reduction in additional paid in capital		<u>(753,773)</u>	<u>(753,773)</u>
Net cash provided by (used in) financing activities	<u>38,500</u>	<u>(2,411,673)</u>	<u>(2,373,173)</u>
Net increase (decrease) in cash and cash equivalents	<u>1,264</u>	<u>12,070</u>	<u>13,334</u>
Cash and cash equivalents, beginning of period	<u>\$12,145</u>	<u>\$ 75</u>	<u>\$ 75</u>
Cash and cash equivalents, end of period	<u>\$13,409</u>	<u>\$12,145</u>	<u>\$13,409</u>
SUPPLEMENTARY INFORMATION			
Interest Paid	\$ -		
Income Taxes Paid	\$ -		

GLOBALTECH HOLDINGS, INC.
STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2016
AND THE SIX MONTHS ENDED JUNE 30, 2017

	Common Shares	Common Stock	Additional Paid in Capital	Retained Earnings (Deficit)
Balance December 31, 2015	438,822,867	\$ 43,882	\$ 108,432	\$ (1,337,328)
Restatement of prior period			3,583,811	
Loss for the year ended December 31, 2016				(602,461)
Balance December 31, 2016	438,822,867	\$ 43,882	\$3,692,243	\$ (1,939,789)
Reduction in additional paid in capital			(753,773)	
Changes in share capital	25,264,653	25,265	13,235	
Loss for the six months ended June 30, 2017				(344,434)
Balance June 30, 2017	464,087,520	\$ 69,147	\$2,951,705	\$ (2,284,223)

GLOBALTECH HOLDINGS, INC.
NOTES TO FINANCIAL STATEMENTS

Summary of Significant Accounting Policies and Organization

Note A: Organization and Nature of Business

GlobalTech Holdings, Inc. is a management and holding company for real and intellectual properties. The Issuers strategy for growth is thru acquisitions and Joint Venture relationships, capturing market share and adding value with marketing and management services to our JV relationships. To that end, GLBH's market is not regionally restricted, with plans to market worldwide, the service offerings as indicated on our website, per geographical need.

The Company, formerly Laketown Leasing Corporation, was incorporated in the State of Nevada on February 13, 1995. On October 21, 1996, the Company changed its name to Admor Memory Corp. ("Admor"). On December 11, 2003, the Company changed its name to Atlas Resources, Inc. ("Atlas"). On December 24, 2003, the Company underwent a name and symbol change from Admor Memory Corp. (AMRS) to Atlas Holdings, Inc. (ASRS). On June 21, 2007, the Company filed with the SEC a Form 15, in order to cease filing SEC reports. (This Form 15 appears to have been mistakenly linked by the Edgar filer at the time to the Commission File Number (000-15117) of a Company with a similar name, "Admar Group" rather than the CIK number of Admor Memory Corp. (Since the last Annual Report, the Company has been in contact with the SEC and FINRA and has corrected this 2007 mistake, thus linking the Company to its proper CIK (0000943770) which was originally assigned to Laketown Leasing Corporation, in 1995. The proper SEC filings, which show three Regulation D filings, are now shown here: <http://www.otcmarkets.com/stock/GLBHD/filings> .

On July 12, 2007, the Company, then known as Atlas, changed its name to GlobalTech Holdings, Inc. (GLBH).

On August 10, 2012, was granted an Application by Ricochet Trading, Inc. for Appointment as Custodian of GlobalTech Holdings, Inc. pursuant to Nevada Revised Statutes 78.347 by the District Court of Clark County, Nevada. Mr. Wheeler was appointed a Director of the Company at this time.

On September 11, 2012, the Company's Director, Warren Wheeler, filed a Certificate of Amendment and Amended and Restated Articles of Incorporation which changed the par value of the Company's common stock to \$0.0001. In this document, the Company's

name was incorrectly listed as GlobalTech Holding, Inc., without the “s.”

On February 5, 2013, the Company began filing Annual and Annual Financial Reports and Disclosure Statements on OTCMarkets.com pursuant to the Alternative Reporting Standard. On February 12, 2013, Warren Wheeler resigned as Director and CEO of the Company, and the Company’s current Officer and Director, Ormand Hunter, was appointed as President, CEO and Director.

On February 13, 2013, the Company filed a Certificate of Change in which the name was again shown properly as GlobalTech Holdings, Inc. and the authorized shares of common stock were increased to 685,000,000 shares, par value \$0.0001. On May 29, 2013, the Company filed a Certificate of Amendment in which the name was changed to Global Agency Holding, Inc.

Going Concern

As shown in the accompanying financial statements, the Company incurred losses from operations resulting in 2016. As of December 31, 2016 the Company’s current liabilities exceeded its liquid current assets and the Company has notes that are due and is unable to pay. These factors raise substantial doubt about the Company’s ability to continue as a going concern.

The Company will require substantial additional funding for continuing expansion and to implement its business plans. There is no assurance that the Company will be able to obtain sufficient additional funds when needed, or that such funds, if available, will be obtainable on terms satisfactory to the Company. The accompanying financial statements do not include any adjustments that might be necessary should the Company be unable to continue as a going concern.

Note B: Use of Estimates

In preparing financial statements in conformity with generally accepted accounting principles, management is required to make estimates and assumptions that affect the reported amounts of assets, liabilities, and revenues and expenses, as well as certain financial statements and disclosures. While management believes that the estimates and assumptions used in the preparation of the financial statements are appropriate, actual results differ from those estimates.

Note C: Cash and Cash Equivalents

For purposes of the cash flow statements, the Company considers all highly liquid

investments with original maturities of three months or less at the time of purchase to be cash equivalents.

Note D: Accounts Receivable

Accounts receivable are carried at the original invoiced amount less an allowance for doubtful accounts based on the probability of future collection. Management reviews accounts receivable on a periodic basis to determine if any receivables will potentially be uncollectible. The Company reserves for receivables that are determined to be uncollectible, if any, in its allowance for doubtful accounts. After the Company has exhausted all collection efforts, the outstanding receivable is written off against the allowance.

As of December 31, 2016, the Issuer, being a 33% owner of NYX Health, LLC, was selling the services of NYX. The Issuer's relationship with NYX was recently terminated, in relation to new clients for NYX service offerings as NYX had reached capacity to its band width to supply services. The accounts enlisted by GLBH representatives for NYX are still under contract with GLBH receiving the revenue streams related thereto. The Issuer intends to also develop similar service offerings under a DBA entitled "Med XS Recovery", for its own accounts. As NYX has not provided an accounting of these entities or amounts due to the Issuer, the Issuer is unable to report such amounts at the present time.

Allowance for Doubtful Accounts

We generate the majority of our revenues and corresponding accounts receivable from the sales of software products. We evaluate the collectability of our accounts receivable considering a combination of factors. In circumstances where we are aware of a specific customer's inability to meet its financial obligations to us, we record a specific reserve for bad debts against amounts due in order to reduce the net recognized receivable to the amount we reasonably believe will be collected. For all other customers, we recognize reserves for bad debts based on past write-off experience and the length of time the receivables are past due.

The receivables given are receivables for past services for which invoices have been submitted but payments have not been received. The Company has referred these amounts to collection. Some amounts may be reduced or increased once settlements reached.

Note E: Stock Issuance

In September 2013, the Issuer entered into an agreement with Scott Miller to purchase 28 Gauge Properties, including the mining operation lease and 140 acres in exchange for

410,000,000 of the Issuer's stock issued to Langmere, LLC. This transaction was cancelled by the Issuer on December 26, 2016 and the stock was returned to the Issuer and held as treasury stock by the Issuer.

On March 1, 2014, Scott Miller agreed to serve as Chief Operating Officer of the Issuer, for compensation of \$33,334 per month, in addition to quarterly bonuses of \$40,000 dollars, and an executive insurance package with delineated stock options as determined by the Board of Directors and agreed to by the Issuer's Chief Executive Officer.

Mr. Miller agreed to defray his compensation for a period of time not to exceed one year as not to over burden the financial condition of the company. Upon the termination of employment, initiated by COO or Issuer, without cause, the COO shall receive the following executive level insurance package paid for by Issuer for a period of one year from termination and a onetime cash payment of \$500,000. In May 2017. Mr. Miller agreed to accept 258,002,616 shares of the Issuer's common stock in lieu of all monies due from the Issuer for compensation. The Issuer issued these shares from its treasury stock.

Mr. Ormand Hunter, CEO, signed a compensation agreement with the Issuer in February 2013. His initial compensation was \$5,500 per month until the company commenced operations, at which time it would increase to \$10,000 per month with quarterly bonuses of \$30,000. Mr. Hunter agreed to defer this compensation for one year. Subsequently, his compensation accrued at the rate of \$10,000 per month. In March 2017. Mr. Hunter agreed to accept 151,387,994 shares of the Issuer's common stock in lieu of all monies due from the Issuer for compensation. The Issuer issued these shares from its treasury stock.

The Issuer has garnered early stage investors in the second quarter of 2017. In response, the company issued to these investors 2,554,000 shares of common stock.

In addition, during this quarter, the company entered into an agreement with Bear Creek Capital, LLC for "management consulting and business advisory services". Per that agreement, the company issued 1,210,653 shares of common stock in response to Bear Creeks service offering.

The Issuer also signed a "Legal Services Engagement Agreement" on January 9, 2017, with John E. Lux, Esq, Attorney. This agreement led to negotiations in the second quarter to secure Mr. Lux as corporate counsel with the company issuing 21,500,000 shares in that agreement to Mr. Lux.

The above changes are reflected in the attached financials for 2nd quarter of 2017.

Note F: Revenue Recognition

The Company's revenue recognition policies are in compliance with Staff Accounting Bulletin SAB 104. All revenue is recognized when persuasive evidence of an arrangement exists, the service or sale is complete, the price is fixed or determinable and collectability is reasonable assured. Revenue is derived from collections of medical billing services. Revenue is recognized when the collection process is complete which occurs when the money is collected and recognized on a net basis.

License revenue - the Company recognizes revenue from license contracts when a no cancelable, non-contingent license agreement has been signed, the software product has been delivered, no uncertainties exist surrounding product acceptance, fees from the agreement are fixed and determinable and collection is probable. Any revenues from software arrangements with multiple elements are allocated to each element of the arrangement based on the relative fair values using specific objective evidence as defined in the SOPs. If no such objective evidence exists, revenues from the arrangements are not recognized until the entire arrangement is completed and accepted by the customer. For arrangements that require significant production, modification or customization of software, the entire arrangement is accounted for by the percentage of completion method, in conformity with Accounting Research Bulletin ("ARB") No. 45 and SOP 81-1.

Services Revenue - Revenue from consulting services is recognized as the services are performed for time-and-materials contracts and contract accounting is utilized for fixed price contracts. Revenue from training and development services is recognized as the services are performed. Revenue from maintenance agreement is recognized ratably over the term of the maintenance agreement, which in most instances is once year.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting period. Significant estimates and assumptions are used for, but are not limited to: (1) revenue recognition; including the estimated expected customer life; (2) asset impairments; (3) depreciable lives of assets; (4) fair value of stock-based compensation; (5) allocation of direct and indirect cost of sales; (6) fair value of identifiable purchased tangible and intangible assets in a business combination; (7) fair value of reporting units for goodwill impairment test and (8) litigation reserves. Actual results could significantly differ from those estimates.

Note G: Property and Equipment

Property and equipment is stated at cost. Additions are capitalized and maintenance and repairs are charged to expense as incurred. Gains and losses on dispositions of equipment are reflected in operations. Depreciation is provided using the straight-line method over the estimated useful life of the assets from three to seven years. Expenditures for maintenance and repairs are charged to expense as incurred.

Note H: Stock Based Compensation

The Company adopted SFAS No. 123-r effective January 1, 2006 using the modified prospective method. Under this transition method, stock compensation expense includes compensation expense for all stock-based compensation awards granted on or after January 1, 2006 based on the grant-date fair value estimated in accordance with the provisions of SFAS No. 123-r.

There were no unvested stock options as of December 31, 2016 and the Company has neither granted nor vested any stock options during the year ended December 31, 2016.

Note I: Income Taxes

The Company accounts for income taxes under the Financial Accounting Standards Board Statement of Financial Accounting Standards No. 109. "accounting for income taxes" ("statement 109"). Under Statement 109, deferred taxes assets and liabilities and their Respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under Statement 109, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

Note J: Basic and Diluted Net Loss per Share

Net loss per share is calculated in accordance with the Statement of Financial Accounting Standards No. 128 (SFAS No. 128), "Earnings per Share." Basic net loss per share is based upon the weighted average number of common shares outstanding. Dilution is computed by applying the Treasury stock method. Under this method, options and warrants are assumed to be exercised at the beginning of the period (or at

the time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period. Weighted average number of shares used to compute basic and diluted loss per share is the same since the effect of dilutive securities is anti-dilutive.

Note K: Fair Value of Financial Instruments

Statements of Financial Accounting Standards No. 107, "Disclosures About Fair Value of Financial Instruments" requires disclosures of information about the fair value of certain financial instruments for which it is practicable to estimate that value. For

purposes of this disclosure, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation. The carrying amounts of the Company's accounts and other receivables, accounts payable, accrued liabilities, factor payable, capital lease payable and notes and loans payable approximates fair value due to the relatively short period to maturity for These instruments.

Note L: Concentrations of Risk

Financial instruments which potentially subject the Company to concentrations of credit risk are cash and accounts receivable. The Company places its cash with financial institutions deemed by management to be of high credit quality. The amount on deposit in any one institution that exceeds federally insured limits is subject to credit risk. All of the Company's revenue and majority of its assets are derived from operations in United States of America.

Note M: Reporting Segments

Statement of Financial Accounting Standards No. 131, Disclosures About Segments of an Enterprise and Related Information (SFAS No. 131) which superseded statement of Financial Accounting Standards No. 14, Financial Reporting for Segments of a Business Enterprise, establishes standards for the way that public enterprises report information about operating segments in annual financial statements.

Note N: Comprehensive Income

Statement of Financial Accounting Standards No. 130 Reporting Comprehensive Income (SFAS No. 130), establishes standards for reporting and displays of comprehensive income its components and accumulated balances. Comprehensive income is denied to include all changes in equity, except those resulting from investments by owners and distributions to owners. Among other disclosures, SFAS No. 130 requires that all items that are required to be recognized under current accounting standards as components of comprehensive income to be reported in financial statements that are displayed with the same prominence as other financial Statements.

Note O: Stockholders Equity

Common Stock – Common stockholders are entitled to one vote per share and dividends when declared by the Board of Directors, subject to any preferential rights of preferred stockholders.

Note P: New Accounting Pronouncements

In February 2007 the FASB issued SFAS 159, "The Fair Value Option for Financial Assets and Financial Liabilities--Including an Amendment of FASB Statement No. 115." The statement permits entities to choose to measure many financial instruments and certain other items at fair value. The objective is to improve financial reporting by providing entities with the opportunity to mitigate volatility in reported earnings caused by measuring related assets and liabilities differently without having to apply complex hedge accounting provisions. The Statement is effective as of the beginning of an entity's first fiscal year that begins after November 15, 2007. The management is currently evaluating the effect of this pronouncement on financial statements.

In September 2006, FASB issued SFAS 158 "Employers' Accounting for Defined Benefit Pension and Other Post-Retirement Plans - An Amendment of FASB Statements No. 87, 88, 106 and 132(r). This Statement improves financial reporting by requiring an employer to recognize the over-funded or under-funded status of a defined benefit postretirement plan (other than a multi-employer plan) as an asset or liability in its statement of financial position and to recognize changes in that funded status in the year in which the changes occur through comprehensive income of a business entity or changes in unrestricted net assets of a not-for profit organization. This Statement also improves financial reporting by requiring an employer to measure the funded status of a plan as of the date of its year end statement of financial position, which limited exceptions. An employer with publicly traded equity securities is required to initially recognize the funded status of a defined benefit post retirement plan to provide the required disclosures as of the end of the fiscal year ending after December 15, 2006. An employer without publicly traded equity securities is required to recognize the funded status of a defined benefit post-retirement plan and to provide the required disclosures as of the fiscal year ending after June 15, 2007. However, an employer without publicly traded equity securities is required to disclose the following information in the notes to financial statements for a fiscal year ending after December 15, 2006, but before June 16, 2007, unless it has applied the recognition provisions of this statement in preparing those financial statements: A brief description of the provisions of this statement. The date the adoption is required. The date the employer plans to adopt the recognition provisions of this statement, if earlier. The requirement to measure plan assets and benefit obligations as of the date of the Employer's fiscal year-end statement of financial position is effective for fiscal years ending After December 15, 2008. The management is currently evaluating the effect of this Pronouncement on financial statements.

In September 2006, FASB issued SFAS 157 'Fair Value Measurements'. This Statement defines fair value, established a framework for measuring fair value in generally accepted accounting Principles (GAAP), and expands disclosures about fair value

measurements. This statement applies under other accounting pronouncements that require or permit fair value measurements, the board having previously concluded in those accounting pronouncements that fair value is the relevant measurement attribute. Accordingly, this statement does not require any new fair value measurements.

However, for some entities, the application of this Statement will change current practice. This statement is effective for financial statements Issued for fiscal years beginning after November 15, 2007 and interim periods within those Fiscal years. The management is currently evaluating the effect of this pronouncement on financial statements.

In March 2006 FASB issued SFAS 156 “Accounting for Servicing of Financial Assets” this statement amends FASB Statement No. 140, Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities, with respect to the accounting for separately recognized servicing assets and servicing liabilities. This statement:

1. Requires an entity to recognize a servicing asset or servicing liability each time it undertakes and obligation to service a financial asset by entering into a servicing contract.
2. Requires all separately recognized servicing assets and servicing liabilities to be initially measured at fair value, if practicable.
3. Permits an entity to choose 'amortization method' or fair value measurement method for each class of separately recognized servicing assets and servicing liabilities.
4. At its initial adoption, permits a one-time reclassification of available for sale securities to Trading securities by entities with recognized servicing rights, without calling into question The treatment of other available-for-sale securities under Statement 115, provided that the Available-for-sale securities are identified in some manner as offsetting the entity's exposure to changes in fair value of servicing assets or servicing liabilities that a servicer elects to subsequently measure at fair value.
5. Requires separate presentation of servicing assets and servicing liabilities subsequently measured at fair value in the statement of financial position and additional disclosures for all separately recognized servicing assets and servicing liabilities. An entity should adopt this statement as of the beginning of its first fiscal year that begins After September 15, 2006. Management believes that this statement will not have a significant Impact on the financial statement.

In February 2006, FASB issued SFAS No. 155, "Accounting for Certain Hybrid Financial Instruments". SFAS No. 155 amends SFAS no 133, "Accounting for Derivative Instruments and Hedging Activities", and SFAS No. 140, "Accounting for Transfers and Servicing of Financial Assets and Extinguishers of Liabilities." SFAS No. 155, permits fair value re-measurement for any hybrid financial Instrument that contains an embedded derivative that otherwise would require bifurcation, clarifies which interest-only strips and principal-only strips are not subject to the requirements of SFAS No. 133, establishes a requirement to evaluate interest in securitized financial assets to identify interests that are freestanding derivatives or that are hybrid financial instruments that contain an embedded derivative requiring bifurcation, clarifies that concentrations of credit risk in the form of subordination are not embedded derivatives, and amends SFAS No. 140 to eliminate the prohibition on the qualifying special-purpose entity from holding a derivative financial instrument that pertains to a beneficial interest other than another derivative financial instrument. This statement is directive for all financial Instruments acquired or issued after the beginning of the Company's first fiscal year that begins after September 15, 006.

Note Q: Subsequent Events.

In July, the Issuer signed Employment Agreements with Gerald Barber to fill the position of CEO and David Bosko to fill the position of CFO.