# Founders Bay Technologies, Inc. f/k/a Intersecurity Holdings Corp.

**Annual Report for Period Ending** 

December 31, 2015

#### **CURRENT INFORMATION REGARDING**

## Founders Bay Technologies, Inc. f/k/a Intersecurity Holdings Corp. A Nevada Corporation

The following information is furnished to assist with "due diligence" compliance. The information is furnished pursuant to Rule 15c2-11 promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended: The items and attachments generally follow the format set forth in Rule 15c2-11.

#### **1.** Exact name of Company and its predecessor (If any)

The exact name of the issuer is Founders Bay Technologies, Inc. (herein sometimes called the "Company" or the "Issuer"). The Company's predecessor was Intersecurity Holdings Corp. The Company intends to seek formal approval of the name change with the Financial Industry Regulatory Authority within the 4<sup>th</sup> quarter of 2016.

We were incorporated as Balloonies, Inc (BI) on July 23, 1986, in the State of Nevada. BI acquired its subsidiary, Unicare Services Inc., in a reverse acquisition on June 28, 1993 we changed our name to Imagex Services, Inc upon such acquisition. On May 11, 2005, we changed our name from Imagex Services, Inc to Intersecurity Holdings Corporation to reflect a change in the Company's focus.

#### 2. Address of its principal executive offices

#### A. Company Headquarters

913 N. Market Street Suite 200 Wilmington, DE 19801	Phone: 302-502-0120 Email: admin@fbaytech.com Website: http://www.fbaytech.com
B. Investor Relations Contact	1 5
Pacifix Financial Ltd. 2100 Manchester Road Suite 615 Wheaton, IL 60187	Phone: 888.611.7716 Email: at@pacifixfinancial.com Website: www.pacifixfinancial.com

#### **3.** Security Information

A. The Company's Amended Articles of Incorporation authorize it to issue up to 1,000,000,000 (One Billion) shares, of which all shares are common stock, with a par value of one-tenth of one cent (\$0.001) per share.

Trading Symbol: Exact Title & Class of Securities Outstanding: CUSIP: Par or Stated Value: Total Shares Authorized (as of November 11, 2016) Total Shares Outstanding (as of November 11, 2016) IXSV Common 35052R103 \$0.001 per Share 1,000,000,000 84,743,479

## B. Transfer Agent

Pacific Stock Transfer Co.	Phone: 800.785.7782
6725 Via Austi Parkway St. 300	Email: info@pacificstocktransfer.com
Las Vegas, NV 89119	Website: www.pacificstockstransfer.com

The transfer agent is registered under the Exchange Act.

## C. List Any Restrictions on the Transfer of the Securities

None.

D. Describe Any Trading Suspension Orders Issued by the SEC in the Past 12 Months

None.

E. 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 February 2, 2016 Barton Hollow, LLC, a Nevada limited liability company, and stockholder of the Issuer, filed an Application for Appointment of Custodian pursuant to Section 78.347 of the Act in the District Court for Clark County, Nevada. Barton Hollow was subsequently appointed custodian of the Issuer by Order of the Court on April 7, 2016 (the "Order"). In accordance with the provisions of the Order, Barton Hollow thereafter moved to: (a) reinstate the Issuer with the State of Nevada; (b) provide for the election of interim officers and directors; and (c) call and hold a stockholder meeting.

Barton Hollow, together with the newly-elected director of the Issuer, caused the Issuer to enter into a Letter of Intent to merge with IXSV Acquisition Corp., a Nevada Corporation. Pursuant to the Letter of Intent, the parties thereto would endeavor to arrive at, and enter into, a definitive merger agreement providing for the Merger. As an inducement to the members of IXSV Acquisition Inc.to enter into the Letter of Intent and thereafter transact, the Issuer caused to be issued to the members 35,000,000 (Thirty Five Million) shares of its common stock.

Subsequently, on June 13, 2016, the Issuer and IXSV Acquisition Inc. entered into a definitive Agreement and Plan of Merger (the "Merger Agreement"). Concomitant therewith, the stockholders of the Issuer elected Michael Thomas, the President of IXSV Acquisition Corp., Chief Executive Officer of the Issuer, who, along with Barton Hollow, ratified and approved the Merger Agreement and Merger.

The Issuer anticipates the Merger will close in the 4th quarter of 2016. The Merger is designed as a reverse subsidiary merger pursuant to Section 368(a)(2)(E) of the Internal Revenue Code. That is, upon closing, IXSV Acquisition Inc. will merge into a newly-created subsidiary of the Issuer with the members of IXSV Acquisition Inc. receiving shares of the common stock of the Issuer as consideration therefor. Upon closing of the Merger, IXSV Acquisition Inc. will be the surviving corporation in its merger with the wholly-owned subsidiary of the Issuer, therefore has become the wholly-owned operating subsidiary of the Issuer.

#### 4. Issuance History.

As of the date of this Information Statement, there 84,743,479 (Eighty Four Million Seven Hundred Forty Three Thousand Eight Hundred Seventy Nine) shares of the Company's common stock issued and outstanding.

During the preceding two (2) years, the Company has not issued any securities.

### 5. Financial Statements

See Exhibits.

### 6. Describe the Issuer's Business, Products and Services

#### A. <u>Description of the Issuer's Business Operations</u>

Founders Bay Technologies, Inc. (hereinafter "FBAY Platform" or the "Company") is a proprietary technology that addresses the pervasive need for integrated EHR environments in healthcare provider facilities without the overly expensive and disruptive data migration of system switching projects. This creates immediate value for US providers, enabling them to qualify and receive Medicare/Medicaid Federal EHR programs incentives four times faster and cheaper than any other solution on the market. In countries of European Union, UK, Latin and South America, FBAY Platform is becoming the core technology in new security compliance protocols and consolidation of access to disparate international datasets, allowing for globalization of care and transnational service provider benchmarking. This technology has been deployed by 48 hospital networks in US in addition to over 150 service terminals across 7 countries abroad. Current product installation are only the beginning in actualization of the

intellectual property behind FBAY Platform and the future opportunities for growth cannot be overstated. We are pursuing several national sale contracts for establishment of payor systems in Mexico, Brazil, and Argentina.

## B. Date and State (or Jurisdiction) of Incorporation

The Company was originally incorporated 1986, in the State of Nevada under the name Balloonies, Inc.

C. <u>The Issuer's Primary SIC Code:</u> D. Primary: 7373 Secondary: 7379

E. The Issuers Fiscal Year End

December 31st

F. The Issuer's Principal Products or Services, and Their Markets.

The Company's principal products include a proprietary technology that addresses the need for integrated electronic health records.

## 7. Describe the Issuer's Facilities.

We currently lease office space at 913 N. Market Street Suite 200, Wilmington, DE 19801. The Company pays \$1,250.00 per month pursuant to the terms of a lease ending in 2020.

## 8. Officers, Directors and Control Persons.

## A. Names of Officers, Directors and Control Persons

The following table sets forth certain information furnished by the following persons, or their representatives, regarding the ownership of the Common Shares of the Company as of the date of this report, by (i) each person known to the Company to be the beneficial owner of more than 5% of the outstanding shares of Common Stock, (ii) each of the Company's executive officers and directors, and (iii) all of the Company's executive officers as a group. Unless otherwise indicated, the named person is deemed to be the sole beneficial owner of the shares.

## Name of Beneficial Owner

	Number of Shares	Percent
Founders Bay Corp.	35,000,000	29.23%
Gene Foland	6,670,510	5.57%
Industrial and Financial Investment Company	8,000,000	6.68%
Memphis LTD	11,032,240	9.21%
Saad M. Schuaib	24,456,275	20.42%
Total Officer/Director (1):	35,000,000	29.23%

(1) Control Person for Founders Bay Corp. is Mark Herrick, Esq.

(2) Control Person for Industrial and Financial Investment Company is National Bank of Kuwait

## B. Legal/Disciplinary History.

Please identify whether any of the foregoing persons have, in the last five 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.

# C. Beneficial Shareholders.

Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Name	Address	No. of Shares	<u>%</u>
Founders Bay Corp	1603 Capitol Avenue Suite 314-1032 Cheyenne, WY 82001	35,000,000	29.23%
Saad M Schuaib	PO Box 34571 Adyliah, Kuwait 73256	24,456,275	20.42%

(1) Control Person for Founders Bay Corp. is Mark Herrick, Esq.

# 9. Third Party Providers

## A. Legal Counsel

Adam S. Tracy, Esq. Securities Compliance Group, Ltd. 2100 Manchester Road Suite 615 Wheaton IL 60187 (888) 978-9901 at@ibankattorneys.com

B. Accountant or Auditor

Michael J. Hadzipanajotis, CPA CPA & Consulting Services Belmont, MA

C. Investor Relations Consultant

Pacifix Financial, LLC 2100 Manchester Road Suite 615 Wheaton, IL 60187 (888) 611-7716 at@pacifixfinancial.com

D. Other Advisor

# 10. Issuer Certification

I, Michael Thomas, certify that:

- 1. I have reviewed this Information Statement of Founders Bay Technologies, Inc. f/k/a Intersecurity Holdings Corp. ;
- 2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Intersecurity Holdings Corp.

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Date: Michael Thomas – CHAIRMAN AND PRESIDENT

## EXHIBITS

The following documents are attached hereto as exhibits and are incorporated herein.

# **ATTACHMENT**

# **DESCRIPTION**

A. Financial Statements for the Years Ending December 31, 2015 and December 31, 2014, Respectively **BACK TO TOC** 

FBT - 2014 & 2015 Audited Financials

# NEXGEN MEDICAL SOLUTIONS, LLC

(FOUNDERS BAY TECHNOLOGIES, INC as of March 2016)

FINANCIAL STATEMENTS AND NOTES TO FINANCIAL STATEMENTS

PERIODS ENDING DECEMBER 31, 2015 AND DECEMBER 31, 2014

### MIKE I HADZIPANAIOTIS ACCOUNTING

## NEXGEN MEDICAL SOLUTIONS, LLC

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# INDEPENDENT ACCOUNTANT AUDIT REPORT

To the Board of Nexgen Medical Solutions LLC:

We have audited the accompanying financial statements of Nexgen Medical Solutions LLC, which comprise the balance sheets as of December 31, 2015 and December 31, 2014, and the related statements of operations, changes in members' equity and cash flows for the year then ended, and the related notes to the financial statements.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and

internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### **Corporate Structuring**

It is also important to note that subsequent to the audit reported herein, the company has transitioned to C Corp status and has isolated its operations specific to data migration service layer as Founders Bay Technologies, Inc. However, for the purposes of this audit report we have preserved the entity name as it stood throughout the audited periods of FYE2015 and FYE2014 respectively.

#### Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Nexgen Medical Solutions LLC as of December 31, 2015, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

11/1/10

Michael J Hadzipanajotis, CPA

Belmont, MA April 29, 2016

NEXGEN MEDICAL SOLUTIONS, LLC

# CONSOLIDATED FINANCIAL STATEMENTS

# **BALANCE SHEET**

	As	of
in \$USD unless noted otherwise	Dec-15	Dec-14
Assets		
Cash	\$115,061	\$83,000
Accounts receivable	982,102	853,973
Fixed assets	1,667,236	1,150,869
Accumulated depreciation	(386,971)	(142,617)
Intangible assets	5,204,369	3,592,500
Accumulated amortization	(986,037)	(483,924)
Contracts receivable	5,391,485	5,557,500
Total assets	11,987,245	10,611,301
Liabilities		
Contracts deferred	5,391,485	5,557,500
Accounts Payable	123,450	19,329
Total Liabilities	5,514,935	5,576,829
Shareholder's equity		
Common	2,275,352	2,275,352
Retained Earnings	2,759,120	843,786
Net Income	1,437,837	1,915,334
Total Shareholder Equity	6,472,309	5,034,472
Total liabilities and shareholder's equity	11,987,245	10,611,301

## NEXGEN MEDICAL SOLUTIONS, LLC

# STATEMENT OF INCOME

	Fiscal Ye	Fiscal Year Ended	
in \$USD unless noted otherwise	2015	2014	
Revenues			
Sales	\$6,204,241	\$6,175,000	
Amortization	502,113	190,636	
COGS	2,008,452	2,094,114	
Gross Profit	3,693,675	3,890,250	
Operating expenses			
Sales & Marketing	196,087	95,968	
Research & Development	773,348	378,489	
General & Administrative	713,888	349,388	
Depreciation	244,354	119,591	
Total Operating Expenses	1,927,677	943,437	
Earnings			
EBIT	1,765,998	2,946,813	
EBITDA	2,010,352	3,257,040	
Less: Tax	(328,161)	(1,031,479)	
Net income	1,437,837	1,915,334	

# STATEMENT OF CASH FLOWS

	For Fiscal Year Ended	
in \$USD unless noted otherwise	2015	2014
Cash flows from operating activities		
Net Income	\$1,437,837	\$1,915,334
Depreciation & Amortization	746,467	310,227
Working Capital	(24,008)	(1,066,832)
Total Operations	2,160,297	1,158,729
<b>Cash flows from investing activities</b> CapEx (fixed)	(516,367)	(272,990)
CapEx (intangibles)	(1,611,869)	(852,152)
Total Investing	(2,128,236)	(1,125,142)
Cash flows from financing activities		
Equity	-	-
Debt	-	-
Total Financing	-	-
Net cash	32,061	33,587

# NOTES TO FINANCIAL STATEMENTS

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

**Property and Depreciation** 

The Organization capitalizes significant purchases and maintenance of property and equipment as well as investments in its intellectual property, which are all expected to be utilized over more than one fiscal year. Capitalized expenses are stated on the basis of cost and donated items are recorded at their current estimated fair market value at date of donation. Depreciation is computed using the double declining balance method over the estimated useful lives of the assets.

#### Fair Value Measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. In determining fair value, the Company uses various methods including market, income and cost approaches. Based on these approaches, the Company often utilized certain assumptions that participants would use in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market-corroborated or generally unobservable inputs. The Company utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the observable inputs used in the valuation techniques, the Company is required to provide the following information according to the fair value hierarchy.

The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

- Level 1 Observable inputs unadjusted quoted prices in active markets for identical assets and liabilities;
- Level 2 Observable inputs other than quoted prices included in Level 1 that are observable for the asset or liability through corroboration with market data; and

#### NEXGEN MEDICAL SOLUTIONS, LLC

As of December 31, 2015 the fair value of the positions is an asset of \$115,061.

#### NOTE 2 – CASH AND CASH EQUIVALENTS

#### Cash and Cash Equivalents

For purposes of the statements of cash flows, the Organization considers all

highly liquid investments available for current use with an initial maturity of three months or less to be cash equivalents.

Cash and cash equivalents at year-end consist of the following:

Checking and money market accounts:

	Dece	ember 31, 2015	December 31, 2014
Cash	\$	115,061	83,000
Total		<u>115,061</u>	83,000

## NOTE 3 - CONCENTRATIONS OF CREDIT AND MARKET RISK

Financial instruments that potentially expose the chapter to concentrations of credit and market risk consist primarily of cash and cash equivalents. Cash and cash equivalents are maintained at financial institutions and accounts at each institution are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. At December 31, 2015, the organization had \$0 of uninsured balances at these institutions.

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