

**Lighthouse Petroleum, Inc.**  
**Annual Report**  
**For the Year ending December 31, 2013**

**General Company Information**

**Item I            The exact name of the issuer and its predecessors**

Lighthouse Petroleum, Inc.

Formerly:	Well Renewal, Inc.	until 9/08
	Medenta, Inc.	until 3/06

**Item II           The address of the issuer's principle executive offices**

Lighthouse Petroleum, Inc.  
78342 Highway 1077  
Folsom, Louisiana 70437

Phone: 985-237-3701  
Web: www.lighthouselhpt.com

**Item III          Security Information**

Trading Symbol:	LHPT
Common Stock:	5,000,000,000 shares authorized
Preferred Stock:	30,000,000 shares authorized
CUSIP:	53224L300
Par Value of Common Stock:	\$0.001 per share

**For the Year ending December 31, 2013**

Common Stock Outstanding:	3,373,577
Public Float:	3,260,576

**Preferred Shares**

Series A Preferred Stock:	20,000,000 authorized, 20,000,000 outstanding. Each share of Series A Preferred Stock has 500 votes of common stock. Upon liquidation or winding up, each share of Series A Preferred Stock converts into two shares of common stock.
Series B Preferred Stock:	500,000 authorized, 0 outstanding.
Series C Preferred Stock:	1,000,000 authorized, 0 outstanding.

**Transfer Agent**

Madison Stock Transfer, Inc.  
PO Box 145  
Brooklyn, New York 11229

The Transfer Agent is registered under the Exchange Act.

## **Item IV                      Issuance History**

Unless otherwise noted, the per-share price of the common stock issued or sold was determined on the date of issuance, based on the then-current market price of the common stock.

Please see the Issuance Schedule attached to this Annual Report for issuances of the Company's common stock during 2013 and 2012. A total of 1,565,595,734 shares of common stock were issued in 2013, and a total of 98,470,398 shares of common stock were issued in 2012.

The Company issued 87,500 shares of Series C Preferred Stock to Home Creek Energy Caprock Development Joint Venture ("Home Creek") for the acquisition of working interest and other rights in two oil and gas leases on February 15, 2012 (closed on February 28, 2012). The Company received 100% of Home Creek's working interest and rights in the "Perry Lease," covering approximately 160 acres in Haskell County, Texas. The Company additionally received 100% of Home Creek's working interest and rights in the "Perry 'A' Lease," covering approximately 100 acres in Haskell County, Texas.

On January 8, 2013, holders of the Company's Series C Preferred stock received a total dividend payment of 8,101,643 shares of common stock. The dividend payments of common stock were made in lieu of cash, pursuant to the terms of the Series C Preferred shares.

As discussed below in Item VI below, Paradigm Oil & Gas, Inc. purchased the Company's wholly owned subsidiary, Lighthouse Petroleum, Inc. Texas, wherein the outstanding shares of Series C Preferred Stock were redeemed on August 20, 2013.

## **Item V                      Financial Statements**

The Company's Financial Information, including all required financial statements, is attached hereto at the end of this Annual Report.

## **Item VI                    The Company's Business, Products and Services**

### **A. Business Operations**

Lighthouse Petroleum, Inc. is currently engaged in the business of identifying, evaluating and qualifying natural gas and oil wells and investing in interests in those wells with the goal of producing commercially marketable quantities of oil and natural gas.

The Company seeks to identify and acquire undervalued and distressed properties that have rework or reequipping potential. The Company is focusing on acquiring wells and mineral interests in the Permian Basin and the Fort Worth Basin.

Effective August 16, 2013, the Company increased its authorized common stock from 750,000,000 to 5,000,000,000 and increased its authorized preferred stock from 10,000,000 to 30,000,000.

On August 20, 2013, the Company entered into a Purchase Agreement with Paradigm Oil & Gas, Inc. ("Paradigm") to divest its 100% ownership in its wholly owned subsidiary, Lighthouse Petroleum, Inc. Texas, a Texas corporation ("Lighthouse Texas"). Paradigm paid the Company \$25,000 and assumed the Company's liabilities in the "Perry Lease" and the "Perry 'A' Lease" located in Haskell County, Texas (collectively, the "Perry Leases"). For more information on the Perry Leases, please see the Company's Quarterly Report ended June 30, 2013. Pursuant to the Purchase Agreement, Paradigm assumed the redemptions then outstanding, and all future redemptions, on the Series C Preferred Stock issued for the purchase of the working interest in the Perry Leases. In connection with the assumption, Holders of Series C Preferred Stock received an

aggregate of 350,000 shares of Paradigm Series B Convertible Preferred Stock. This transaction redeemed and retired all outstanding shares of Series C Preferred Stock.

The Company entered into a Separation and Release Agreement with Mr. Todd Violette on September 1, 2013, whereby Mr. Todd Violette agreed to resign from his position as the Company's Chief Executive Officer. In accordance with the Separation and Release Agreement, the Company agreed to reimburse Mr. Violette's expenses totaling \$50,000 and Mr. Violette agreed to release the Company from any and all claims, demands and actions (the "Release"). The Release shall become effective 91 days after receipt of the \$50,000 payable to Mr. Violette. Until such expenses are repaid in full, Mr. Violette shall continue to receive his payroll, and any unpaid payroll upon receipt of the \$50,000 will be retired with an option to purchase up to 100,000,000 shares at a price of \$0.00001 per share.

Effective December 18, 2013, the Company completed a 500:1 reverse stock split on all issued and outstanding shares of its common stock (the "Reverse Split"). In connection with the Reverse Split, the Company changed its CUSIP Number to 53224L300. There were 1,686,729,491 shares of common stock issued and outstanding prior to the Reverse Split, and approximately 3,373,459 after effectiveness.

**B. Date and State of Incorporation**

Incorporated in the State of Delaware in 1990.

**C. SIC Codes**

1311 - Crude petroleum and natural gas.

**D. Fiscal Year End**

December 31st.

**E. Principal Product, Services and Markets**

In connection with the Company's sale of Lighthouse Texas, the company divested its ownership in the working interest of the Lucy Lee No. 1 well St. Helena Parish, Louisiana (the "Lucy Lee Lease") and its 35.168% working interest in the Mina Travis No. 1 Well (Serial No. 049413) located in the Parrish of St. Helena, Louisiana (the "Mina Travis Well"). For more information on the Mina Travis Well, please see the Supplemental Information published by the Company on OTC Markets on January 17, 2013.

On or around January 24, 2014, the Company executed purchase agreements (the "Purchase Agreements") with Foxfire Productions, Inc. and Galahad LP1 (collectively, the "Vendors") for the acquisition of 100% of the Vendors' collective undivided 100% working interest in a certain oil, gas and mineral lease in Navarro County, Texas (the "Galahad Lease"). Under the terms of the Purchase Agreements, the Company issued the Vendors promissory notes totaling \$300,000, due and payable in four equal installments. The Galahad Lease consists of two producing wells in the Pecan Gap Formation of the Corsicana Field. The current operator, Foxfire Productions, Inc., will continue to operate the lease. The Company expects to expand production by drilling a third well into the Woodbine Formation.

The Company is currently in the process of securing a letter of intent to acquire a second producing property from the same party, with an estimated oil production three times greater than that of the Galahad Lease.

The Company will need to raise additional funds to begin working on any acquired wells and to continue to explore and acquire additional wells.

**Item VII                    Issuer's Facilities**

The Company is currently operating from 78342 Highway 1077, Folsom, Louisiana 70437.

**Item VIII                Officers, Directors and Control Persons**

Gerard Danos is the sole Director and Officer of the Company.

As of December 31, 2013, no certificated shareholder held more than 5% of the outstanding shares of the Company's common stock.

Todd Violette beneficially owns 12,500,000 shares of Series A Preferred Stock. Mr. Violette is the sole owner of Barclay Lyons, LLC, which holds an additional 7,500,000 shares of Series A Preferred Stock. Each share of Series A Preferred Stock has 500 votes of common stock. Upon liquidation or winding up, each share of Series A Preferred Stock converts into two shares of common stock. Pursuant to an agreement dated September 1, 2013, Gerard Danos agreed to purchase 20,000,000 shares of Series A Preferred Stock from Mr. Violette and Barclay Lyons, LLC, representing a transfer of 100% of the issued and outstanding Series A Preferred Stock. As of the date of this filing, the sale of the shares has not closed.

**Item IX                    Third Party Providers**

**Legal Counsel:**

Brinen & Associates, LLC  
7 Dey Street, Suite 1503  
New York, New York 10007  
Phone: 212-330-8151  
Email: [corporateaction@brinenlaw.com](mailto:corporateaction@brinenlaw.com)

Whitley & Associates, LLP  
11767 Katy Freeway  
Houston, Texas 77079

**Accountant:**

AIS Advisory Services, LLC  
99 Church Street, 10th Floor  
New York, New York 10007

**Item X                    Issuer Certification**

**I, Gerard Danos, hereby certify that:**

1. I have reviewed this 2013 Annual Report of Lighthouse Petroleum, 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 balance sheets of the issuer as of, and for the periods presented in this disclosure statement.

Date: April 10, 2014

/s/: Gerard Danos  
Gerard Danos, Chief Executive Officer and acting Chief Financial Officer

**Share Issuances for the Year ended December 31, 2013**

Date	Party or Entity	Nature of the Offering	Services Provided, if Applicable	Number of Shares Offered	Number of Shares Sold	Trading Status (at the time of issuance)	Restrictive Legend
1/17/13	CMF INVESTMENTS, INC.	DEBT CONVERSION	N/A	5,628,999	5,628,999	FREE	NO
1/30/13	TANGIERS INVESTORS, LP	DEBT CONVERSION	N/A	12,004,802	12,004,802	FREE	NO
2/15/13	ADRIAN MCKENZIE	DEBT CONVERSION	N/A	6,000,000	6,000,000	FREE	NO
2/15/13	ADRIAN MCKENZIE	DEBT CONVERSION	N/A	3,000,000	3,000,000	FREE	NO
2/15/13	ADRIAN MCKENZIE	DEBT CONVERSION	N/A	3,000,000	3,000,000	FREE	NO
2/15/13	BENJAMIN C PETITTI	DEBT CONVERSION	LEGAL	2,000,000	2,000,000	FREE	NO
2/25/13	CMF INVESTMENTS, INC.	DEBT CONVERSION	N/A	7,561,994	7,561,994	FREE	NO
3/5/13	PAUL NORAT	DEBT CONVERSION	N/A	1,000,000	1,000,000	FREE	NO
3/18/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	8,050,344	8,050,344	FREE	NO
3/26/13	VERNIER FUNDING LLC	DEBT CONVERSION	N/A	17,000,000	17,000,000	FREE	NO
4/2/13	CMF INVESTMENTS, INC.	DEBT CONVERSION	N/A	6,700,000	6,700,000	FREE	NO
4/15/13	PAUL NORAT	DEBT CONVERSION	N/A	5,000,000	5,000,000	FREE	NO
4/23/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	9,884,186	9,884,186	FREE	NO
4/25/13	CMF INVESTMENTS, INC.	DEBT CONVERSION	N/A	8,585,512	8,585,512	FREE	NO
4/29/13	KNOTFLOAT & CO/F/B/O ARDBEG,LLC]	DEBT CONVERSION	N/A	15,000,000	15,000,000	FREE	NO
4/30/13	U.S. BANK N.A.	DEBT CONVERSION	N/A	10,000,000	10,000,000	FREE	NO
5/9/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	12,600,000	12,600,000	FREE	NO
5/9/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	14,013,409	14,013,409	FREE	NO
5/14/13	U.S. BANK N.A.	DEBT CONVERSION	N/A	10,925,000	10,925,000	FREE	NO
5/15/13	FELIX CAMPOS	DEBT CONVERSION	N/A	851,344	851,344	FREE	NO
5/15/13	FELIX CAMPOS	DEBT CONVERSION	N/A	9,148,656	9,148,656	FREE	NO
5/20/13	CMF INVESTMENTS, INC.	DEBT CONVERSION	N/A	9,000,000	9,000,000	FREE	NO
5/22/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	13,285,714	13,285,714	FREE	NO
6/3/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	13,916,666	13,916,666	FREE	NO
6/4/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	11,089,520	11,089,520	FREE	NO
6/5/13	U.S. BANK F/B/O WHC CAPITAL LLC	DEBT CONVERSION	N/A	11,500,000	11,500,000	FREE	NO
6/10/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	14,600,000	14,600,000	FREE	NO
6/12/13	CMF INVESTMENTS, INC.	DEBT CONVERSION	N/A	13,000,000	13,000,000	FREE	NO
6/17/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	15,330,000	15,330,000	FREE	NO
6/20/13	U.S. BANK F/B/O WHC CAPITAL LLC	DEBT CONVERSION	N/A	4,199,125	4,199,125	FREE	NO
6/24/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	15,000,000	15,000,000	FREE	NO
6/24/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	1,520,000	1,520,000	FREE	NO
6/26/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	16,000,000	16,000,000	FREE	NO
7/3/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	16,800,000	16,800,000	FREE	NO
7/9/13	U.S. BANK F/B/O WHC CAPITAL LLC	DEBT CONVERSION	N/A	22,450,000	22,450,000	FREE	NO
7/12/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	17,600,000	17,600,000	FREE	NO
7/12/13	VERNIER FUNDING LLC	DEBT CONVERSION	N/A	17,465,000	17,465,000	FREE	NO
7/17/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	18,400,000	18,400,000	FREE	NO
7/17/13	U.S. BANK F/B/O WHC CAPITAL LLC	DEBT CONVERSION	N/A	23,630,000	23,630,000	FREE	NO
7/24/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	19,200,000	19,200,000	FREE	NO
8/1/13	CMF INVESTMENTS, INC.	DEBT CONVERSION	N/A	13,000,000	13,000,000	FREE	NO
8/1/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	20,000,000	20,000,000	FREE	NO
8/2/13	U.S. BANK F/B/O WHC CAPITAL LLC	DEBT CONVERSION	N/A	18,528,250	18,528,250	FREE	NO
8/8/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	21,000,000	21,000,000	FREE	NO
8/19/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	31,716,553	31,716,553	FREE	NO
8/21/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	33,250,000	33,250,000	FREE	NO
9/4/13	VERNIER FUNDING LLC	DEBT CONVERSION	N/A	35,000,000	35,000,000	FREE	NO
9/10/13	CMF INVESTMENTS, INC.	DEBT CONVERSION	N/A	31,656,400	31,656,400	FREE	NO
9/11/13	VERNIER FUNDING LLC	DEBT CONVERSION	N/A	37,535,000	37,535,000	FREE	NO
9/17/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	40,157,535	40,157,535	FREE	NO
9/24/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	34,000,000	34,000,000	FREE	NO
9/24/13	U.S. BANK F/B/O WHC CAPITAL LLC	DEBT CONVERSION	N/A	93,700,000	93,700,000	FREE	NO
9/27/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	46,060,000	46,060,000	FREE	NO
9/30/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	2,473,626	2,473,626	FREE	NO
10/4/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	46,000,000	46,000,000	FREE	NO
10/7/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	46,060,000	46,060,000	FREE	NO
10/14/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	55,549,248	55,549,248	FREE	NO
10/15/13	U.S. BANK F/B/O WHC CAPITAL LLC	DEBT CONVERSION	N/A	104,000,000	104,000,000	FREE	NO
10/17/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	48,500,000	48,500,000	FREE	NO
10/24/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	50,925,000	50,925,000	FREE	NO
10/25/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	65,930,905	65,930,905	FREE	NO
10/30/13	U.S. BANK F/B/O WHC CAPITAL LLC	DEBT CONVERSION	N/A	38,045,500	38,045,500	FREE	NO
10/30/13	U.S. BANK F/B/O WHC CAPITAL LLC	DEBT CONVERSION	N/A	77,000,000	77,000,000	FREE	NO
10/31/13	KNOTFLOAT & CO/F/B/O REDWOOD MANAGEMEN'	DEBT CONVERSION	N/A	53,400,000	53,400,000	FREE	NO
11/6/13	CAPITOLINE VENTURE II, LLC	DEBT CONVERSION	N/A	80,167,446	80,167,446	FREE	NO
				1,565,595,734	1,565,595,734		

## 2012 Share Issuances

Date	Party or Entity	Nature of the Offering	Services Provided, if Applicable	Number of Shares Offered	Number of Shares Sold	Price Per Share	Trading Status (at the time of issuance)	Restrictive Legend
1/3/12	BARCLAY LYONS LLC	506	Employment	25,000,000	25,000,000		Restricted	Yes
1/31/12	JFENWAY LLC	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
1/31/12	JAHOCO LLC	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
1/31/12	MACHIAVELLI LTD LLC	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
1/31/12	ROBERT R. ROBERTS	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
2/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	400,000	400,000	\$0.01650	Free	No
2/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	1,600,000	1,600,000	\$0.01650	Free	No
2/10/12	JUST MARKETING GROUP INC. WAR CHEST CAPITAL MULTI-	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
2/17/12	STRATEGY FUND LLC	Debt Conversion	N/A	1,000,000	1,000,000	\$0.00890	Free	No
2/17/12	THE EP GROUP INC.	Debt Conversion	N/A	1,000,000	1,000,000	\$0.01000	Free	No
2/17/12	EVERSOUL CAPITAL LLC	Debt Conversion	N/A	1,500,000	1,500,000	\$0.01000	Free	No
4/5/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	4,500,000	4,500,000	\$0.01000	Free	No
4/18/12	HANOVER HOLDINGS II, LLC	504	N/A	1,580,000	1,580,000	\$0.00949	Free	No
6/15/12	HANOVER HOLDINGS II, LLC	504	N/A	2,000,000	2,000,000	\$0.00500	Free	No
6/26/12	ANTHONY MAYE	506	Employment	10,000,000	10,000,000	\$0.02000	Restricted	Yes
6/26/12	CURTIS BERRY	506	Oil Field Services	400,000	400,000	\$0.02000	Restricted	Yes
6/26/12	CRAIG WALLIN	506	Oil Field Services	400,000	400,000	\$0.02000	Restricted	Yes
6/26/12	ANTOINETTE SPRADLIN	506	Oil Field Services	200,000	200,000	\$0.02000	Restricted	Yes
6/26/12	JUSTIN SPRADLIN	506	Oil Field Services	200,000	200,000	\$0.02000	Restricted	Yes
6/26/12	ROWDY BOLEN	506	Oil Field Services	1,000,000	1,000,000	\$0.02000	Restricted	Yes
7/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	2,000,000	2,000,000	\$0.00500	Free	No
7/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	1,000,000	1,000,000	\$0.00500	Free	No
7/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	2,000,000	2,000,000	\$0.00500	Free	No
8/14/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	2,000,000	2,000,000	\$0.00400	Free	No
8/14/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	4,000,000	4,000,000	\$0.00400	Free	No
8/14/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	1,500,000	1,500,000	\$0.00400	Free	No
8/14/12	BRINEN & ASSOCIATES, LLC	506	Legal Services	5,000,000	5,000,000	\$0.01000	Restricted	Yes
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	2,000,000	2,000,000	\$0.00135	Free	No
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	1,200,000	1,200,000	\$0.00135	Free	No
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	800,000	800,000	\$0.00135	Free	No
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	171,098	171,098	\$0.00135	Free	No
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	100,000	100,000	\$0.00135	Free	No
9/24/12	FELIX CAMPOS	Debt Conversion	N/A	4,718,722	4,718,722	\$0.00180	Free	No
11/19/12	CMF INVESTMENTS, INC.	Debt Conversion	N/A	4,867,245	4,867,245	\$0.00010	Free	No
11/19/12	ADRIAN MCKENZIE	Debt Conversion	N/A	4,000,000	4,000,000	\$0.00200	Free	No
12/4/12	DENNIS S. EUBANKS	506	Oil Field Services	1,500,000	1,500,000	\$0.00500	Restricted	Yes
12/14/12	ADRIAN MCKENZIE	Debt Conversion	N/A	3,333,333	3,333,333	\$0.00020	Free	No
				98,470,398	98,470,398			