**MDCORP.**

**QUARTERLY REPORT**
For the Period Ending March 31, 2017

August 15, 2017

**MDCORP.**
(Exact name of issuer as specified in its charter)

**601 Union Street Suite 4200**
**Seattle, WA 98101**
(Address of principal executive offices)

**(206) 923-9200**
(Issuer's telephone number)

The number of shares outstanding of each of the Issuer's classes of common equity, as of the date of this Quarterly Report, are as follows:

| | |
|---|---|
| TRADING SYMBOL: MDCX | CUSIP: 58285P 108 |

| | | |
|---|---|---|
| CLASS OF SECURITIES QUOTED: | Common Stock | $0.001 Par Value |
| | Preferred Stock | $0.001 Par Value |
| NUMBER OF SHARES OUTSTANDING: | Common Stock | 88,754,205 |
| | Preferred Stock | -0- |

## PART A GENERAL COMPANY INFORMATION

**Item 1. Name of the issuer and its predecessor (if any).**

The name of the issuer is MDCorp. (“the Company”), formerly General Automotive Co., Utility Investment Recovery Inc., and Bridgefilms Inc. The Company was incorporated in the State of Nevada on October 7, 2005.

**Item 2. Address of the issuer’s principal executive offices.**

The address of the Company’s principal executive offices and other pertinent information is as follows:

MDCorp.
601 Union Street Suite 4200
Seattle, Washington 98101
Phone No.: (206) 923-9200

There is no IR Contact available for MDCorp.

## PART B SHARE STRUCTURE

**Item 3. Security Information.**

| | |
|---|---|
| Trading Symbol: | MDCX |
| Exact title and class of securities outstanding: | Common Stock |
| CUSIP: | 58285P 108 |
| Par or Stated Value: | $0.001 |
| Total Shares Authorized (1) | 90,000,000 as of August 15, 2017 |
| Total Shares Outstanding: | 88,754,205 as of August 15, 2017 |

| | |
|---|---|
| Trading Symbol: | None |
| Exact title and class of securities outstanding: | Preferred Stock |
| CUSIP: | None |
| Par or Stated Value: | .001 |
| Total Shares Authorized: | 10,000,000 as of August 15, 2017 |
| Total Shares Outstanding: | -0- as of August 15, 2017 |

The name and address of MDCorp.' transfer agent is:

Empire Stock Transfer Inc.
1859 Whitney Mesa Dr.
Henderson, NV 89014
702-818-5898Phone (702)818-5898

MDCorp.' transfer agent is registered under the Securities Exchange Act of 1934, as amended, and the SEC is its regulatory authority.

List any restrictions on the transfer of security:

As of August 15, 2017, MDCorp. has a total of 80,522,884 shares of common stock which contain restrictive legends which thereby restrict transfer of such shares except as permitted by Rule 144 of the Securities Act of 1934, as amended.

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

NONE

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off or reorganization, either currently anticipated or that occurred within the past 12 months.

NONE

MDCorp. ("MDCX") fiscal year end date is December 31st.

On September 16, 2013, the predecessor Company, General Automobile Company, was discharged under Chapter 7 bankruptcy by the State of Nevada.

On February 7, 2017, the Company filed a Form 15-12G, Certificate and Notice of Termination of Registration under Section 12(g) of the Securities Exchange of the 1934 Act.

**Item 4. Issuance History.**

The following provides a list, in chronological order, of events resulting in changes in the total shares outstanding by the Company during the past two fiscal years and any interim period: including debt convertible into equity securities and any other securities or options to acquire such securities:

On March 1, 2016, the Company executed and delivered a $3,850 Convertible Promissory Note to a vendor for past due services performed for the Company. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transaction by an issuer not involving any public offering.

The Convertible Note is non-interest bearing until March 1, 2017. After March 1, 2017, the note accrues interest at 5% at which time all principal shall be due and payable in full. The Convertible Note is convertible by the holder, at their election, into a mutually agreed upon number of shares of the Company's common stock. This Convertible Promissory Note was paid in full on January 24, 2017.

On March 8, 2017, the Company issued 70,000,000 unregistered shares of the Company's common stock to the former president of the Company for services performed for the Company. The shares were valued at $75,000 or $0.0011 per share. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering. During March 2017, the Company's CEO acquired the 70,000,000 shares from the former president.

On June 29, 2017, the Company executed and delivered a $100,000 Convertible Promissory Note to a related corporation controlled by the Company's CEO, which was funded on or about its issuance date. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transaction by an issuer not involving any public offering.

The Convertible Note bears interest at 5 % and has a maturity date of June 29, 2022 at which time all principal and accrued interest shall be due and payable in full. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of the 10-day VWAP of Company common stock prior to the date of conversion.

**Item 5. Financial Statements.**

Financial information for the three months ended March 31, 2017 and 2016, are attached hereto as Exhibit A, and such financial information is incorporated herein by this reference.

## PART C BUSINESS INFORMATION

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

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

MDCorp. ("The Company") is a Nevada C Corporation that was originally formed as Bridgefilms Inc. on October 7, 2005. On November 26, 2007, the Company filed with the Secretary of State of the State of Nevada Articles of Merger, effecting a merger with Utility Investment Recovery, Inc., a Nevada Corporation, and simultaneously changed its name to "Utility Investment Recovery, Inc.". On February 21, 2008, the Company filed with the Secretary of State of the State of Nevada Articles of Merger, effecting a merger with GAS Acquisition Corp., a Nevada corporation, and simultaneously changed its name to "General Automotive Company."

On September 16, 2013, General Automobile Company, was discharged under Chapter 7 bankruptcy by the State of Nevada.

From October 20, 2011 to January 30, 2017, the Company did not make any filings with the Secretary of State of the State of Nevada.

On November 17, 2017, the District Court of Clark County, Nevada, entered and Order Granting Application of Joseph Arcaro as Custodian of General Automotive Company Pursuant to NRS 78.347(1)(b), pursuant to which Joseph Arcaro was appointed custodian of the Company and given authority to reinstate the Company with the State of Nevada under NRS 78.347.

On January 31, 2017, Joseph Arcaro filed a Certificate of Reinstatement of the Company with the Secretary of State of the State of Nevada. On January 31, 2017, Joseph Arcaro filed an Annual List of the Company with the Secretary of State of the State of Nevada, designating himself as President, Secretary, Treasurer and Director of the Company from October 2012 to October 2017.

On March 24, 2017, Joseph Arcaro appointed Shawn Mesaros as President, Secretary, Treasurer and Director of the Company and also resigned as President, Secretary, Treasurer and Director of the Company on such date.

On April 5, 2017, the Company filed with the Secretary of State of the State of Nevada a Certificate of Amendment, to change the name of the Company to “MDCorp.

MDCorp. seeks to drive the rollup and platform foundation for MedTech companies worldwide with a special emphasis on growing our existing footprint by extending our reach from Europe into the Asian and Pacific Rim marketplace. MDCorp. acquires what it feels is leading technology in the medical equipment, diagnostic and biotech space, then works with its network to develop that technology and build world class sales partnerships and grow the business organic to MDCorp. MDCorp. will directly or indirectly capitalize its subsidiaries in order to drive the best economics we feel are available for each technology or solution, allowing our subsidiary managers to directly fund themselves or where appropriate or where it creates more value, use equity in MDCorp to drive investment from our corporate entity. MDCorp. has long recognized that Asia is the home for more than 50% of the world's population, yet healthcare spending per-capita remains some 75% below developed country averages. MDCorp. seeks to utilize technology, distribution and brand equity to more rapidly develop MedTech and biotechnology solutions in the local market. We feel this makes MDCorp. one of the most unique platforms through which we can accelerate local market product development and distribution.

***Material Contracts***

The Company does not have any material contracts.

***Safe Harbor For Forward-Looking Statements***

When used in this Report, the words “may,” “will,” “except,”‘ anticipate,” “continue,” “estimate,” “project,” “intend” and similar expressions are intended to identify forward-looking statements within the meaning of Section 27(a) of the Securities Act of 1933 and Section 21(e) of the Securities Exchange Act of 1934 regarding events, condition, and financial trends that may affect the Company’s future plans of operations, business strategy, operating results, and financial position. Persons reviewing this report are cautioned that and forward-looking statements are not guarantees of future performance and are subject to risk and uncertainties and those actual results may differ materially from those include within the forward-looking statements as a result of varying factors. Such factors include among other things, uncertainties, relating to our success in judging consumer preferences, financing our operations, entering into strategic partnerships, engaging management, seasonal and period to period fluctuations in sales, failure to increase market share or sales inability to service outstanding debt obligations dependents on a limited number of customers, increased production costs or delays in production of new products intense competition within the industry, inability to protect the intellectual property in the international market for our products, changes in market conditions and other matters disclosed by us in our public filings from time to time, Forward-looking statements speak only as to the date they are made. The Company does not undertake to update forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements are made.

**Management's Discussion and Analysis or Plan of Operation.**

A. Plan of Operation. The Company is attempting to grow in the medical equipment diagnostic and biotech space and execute its business plan. For the three months ended March 31, 2017 and 2016, we had no revenues, and incurred a net losses of $80,416 and $-0- for the three months ended March 31, 2017 and 2016, respectively. We have an accumulated deficit since inception of $10,272,094

For the foreseeable future, our operating plan is dependent upon both the ability to conserve existing cash resources and the ability to obtain additional capital through equity financing and/or debt financing in an effort to provide the necessary funds and cash flow to meet our obligations on a timely basis and to operate our business in an efficient and economical manner. In the event that we are unable to conserve existing cash resources and/or obtain the additional and necessary capital, the Company may have to cease or significantly curtail our operations. This could materially impact the Company's ability to continue as a going concern for a reasonable period of time.

**Liquidity and Capital Resources**

As of March 31, 2017, we had cash of $-0- and working capital deficit of $21,549. This compares to cash of $-0- and a working capital deficit of $9,183 at December 31, 2016.

Based on anticipated operating and administrative expenses, the Company will not have sufficient cash resources to finance its operations except for several months unless we are able to raise additional equity financing and/or debt financing in the immediate future. We have commenced, and will continue to pursue, efforts to raise additional equity financing and/or debt financing from a variety of sources and means. There are no assurances that we will be able to obtain any additional financing and, even if obtained, that such financing will be in a sufficient amount to be able to continue operations for a sufficient period until the Company is able to generate sufficient revenues and become profitable.

B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

**Results of Operations for the three months ended March 31, 2017 compared to the three months ended March 31, 2016:**

***Overview.*** MDCorp. is a Nevada corporation, originally formed on October 7, 2005. MDCorp. is attempting to grow in the medical equipment diagnostic and biotech space.

*Revenues.* We had revenues no revenues for the three months ended March 31, 2017 and 2016.

*Operating Expenses.* Our operating expenses were $80,416 and $-0- for the three months ended March 31, 2017 and 2016, respectively. The increase of $80,416 was attributable an increase in $75,000 for professional services provided by our former president and an increase approximately $5,000 in other general and administrative expenses.

**Capital Structure and Resources**

We had no assets as of March 31, 2017.

We had total liabilities of $21,549 as of March 31, 2017 consisting of accounts payable of $4,173 and advances from shareholders of $10,426.

At March 31, 2017, we had total stockholders' deficiency of $14,599. We have had net losses since inception and had an accumulated deficit of $10,272,094 at March 31, 2017.

We had net cash used in operating activities of $6,576 for the three months ended March 31, 2017. Net cash of $6,576 was provided by financing activities for the three months ended March 31, 2017 as provided by shareholder advances of $10,426 less repayment of $3,850 for a convertible promissory note.

**B.** ***Off-Balance Sheet Arrangements*.**

We have no material off-balance sheet transactions, arrangements or obligations.

**C.** ***Date and State (or Jurisdiction) of Incorporation.***

MDCorp. is a Nevada corporation that was originally formed on October 7, 2005.

**D.** ***Issuer's Primary and Secondary SIC Codes.***

MDCorp.'s primary SIC Code is 7812 (Motion picture and video production)

**E.** ***Issuer's fiscal year end date.***

MDCorp.' fiscal year end is at December 31st of each year.

**F.** ***Principal Products or Services, and Their Markets*.**

In furtherance of its business as described in section 6A above, MDCorp. is primarily focused to grow in medical equipment diagnostic and biotech space

**Item 7. Describe the Issuer's Facilities.**

***Description of Corporate Offices***

MDCorp.' corporate offices were located at 601 Union Street Suite 4200, Seattle, Washington 98101, as provided at no charge by the Company's CEO and COO, Shawn Mesaros.

We believe that our current facilities are adequate for our operations as currently conducted and if additional facilities are required, that we could obtain them at commercially reasonable prices.

## PART D MANAGEMENT STRUCTURE AND FINANCIAL INFORMATION

**Item 8. Officers, Directors and Control Persons.**

A. Name of Officers, Directors and Control Persons. The names of each of the Company's executive officers, directors and control persons (control persons are beneficial owners of more than ten percent (10%) of any class of the Company's equity securities) as of the date of this Quarterly Report are as follows:

| Name | Age | Date First Elected or Appointment | Position |
|---|---|---|---|
| Shawn Mesaros | 49 | March 24, 2017 | CEO, COO, President, Treasurer, Secretary, Director |
| Joseph Arcaro(1) | -- | January 31, 2017 | Former President, Treasurer, Secretary, Director |

(1) Mr. Arcaro resigned from the Company on March 24, 2017.

B. Legal/Disciplinary History. At no time in the last five years, has any officer or member of the board of directors, or any control person, been the subject of any of the following:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

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;

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended or vacated; or

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Beneficial Shareholders.

The following table sets forth certain information regarding the beneficial ownership of our common stock as of August 15, 2017, by each person who, to our knowledge, owns more than 10% of any class of our common stock. Unless otherwise indicated in the footnotes to the following tables, each person named in the table has sole voting and investment power, except to the extent such power may be shared with a spouse.

| **Name and Address of Beneficial Owner** | **Amount and Nature of Beneficial Ownership** | **Percentage of Class+** |
|---|---|---|
| Shawn Mesaros, CEO<br>601 Union Street Suite 4200<br>Seattle, Washington 98101 | 70,000,000 Common Shares<br>Direct Ownership | 78.9% |
| ***Directors and Executive Officers as a Group*** | ***70,000,000 Common Shares*** | ***78.9%*** |

+ Based on 88,754,205 shares of common stock issued and outstanding as of August 15, 2017.

There is no preferred stock outstanding as of August 15, 2017.

**Item 9. Third Party Providers**

**1**. Counsel: Patrick E, Puzzo
Law Offices of Patrick E, Puzzo, PLLC
3823 44th Ave. NE
Seattle, Washington 98105
Phone no.: (206) 522-2256

2. Accountant: Rick Basse, CPA
Rick Basse Consulting, PLLC
244 Majestic Oak Drive
New Braunfels, Texas 78132
Phone no.: (210) 347-0374

3. Auditor: None
4. Investor Relations: None
5. Other Advisors: None

**Item 10. Issuer's Certifications.**

I, Shawn Mesaros, as CEO, COO, President, Treasurer, Secretary, Director, certify that:

1. I have reviewed this Quarterly Report of MDCorp.

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 restated financial statement, 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.

Dated: August 15, 2017

MDCORP.

By /s/ Shawn Mesaros
Shawn Mesaros, CEO, COO, President, Treasurer,
Secretary, Director

**Exhibit A**

**MDCORP.**
601 Union Street Suite 4200
Seattle, WA 98101

**Financial Statements and Notes**
**For the Three Months ended March 31, 2017 and 2016**

# MDCorp.
## CONSOLIDATED BALANCE SHEETS

March 31, 2017 and December 31, 2016
(Unaudited)

| | | March 31, 2017 | | December 31, 2016 |
|---|---|---|---|---|
| **Assets**: | | | | |
| Current assets: | | | | |
| Cash and cash equivalents | $ | - | $ | - |
| Total current assets | $ | - | $ | - |
| **Total Assets** | **$** | **-** | **$** | **-** |
| | | ============ | | ============ |
| **Liabilities:** | | | | |
| Current liabilities: | | | | |
| Accounts payable | $ | 4,173 | $ | 5,333 |
| Convertible note payable | | - | $ | 3,850 |
| Advances from shareholders | | 10,426 | $ | - |
| Total current liabilities | $ | 21,549 | $ | 9,183 |
| **Total Liabilities** | **$** | **21,549** | **$** | **9,183** |
| **Stockholder's Deficit:** | | | | |
| Preferred Stock par value $0.001 authorized 10,000,000, none issued and outstanding. | | | | |
| Common Stock par value $0.001 authorized 90,000,000 shares, 88,754,205 and 18,754,205 shares issued and outstanding, respectively | $ | 88,754 | $ | 18,754 |
| Additional paid in Capital | | 10,168,741 | | 10,163,741 |
| Accumulated Deficit | | (10,272,094) | | (10,191,678) |
| **Total Stockholder's Deficit:** | $ | **(14,599)** | $ | **(9,183)** |
| **Total Liabilities and Stockholders' Deficit** | **$** | **-** | **$** | **-** |
| | | ============ | | ============ |

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

# MDCorp.

## CONSOLATED STATEMENTS OF OPERATIONS

For the three months ended March 31, 2017 and 2016
(Unaudited)

| | | March 31, 2017 | | March 31, 2016 |
|---|---|---|---|---|
| Revenues | $ | - | $ | - |
| Cost of services | | - | | - |
| **Gross margin** | **$** | **-** | **$** | **-** |
| | | ============ | | ============ |
| **Operating Expenses:** | | | | |
| General and administrative | $ | 80,416 | $ | - |
| **Total Operating Expenses** | **$** | **80,416** | **$** | **-** |
| **Operating Loss** | **$** | **(80,416)** | **$** | **-** |
| | | ============ | | ============ |
| **Net Loss** | **$** | **(80,416)** | **$** | **-** |
| | | ============ | | ============ |
| Net loss per share basic and diluted | $ | (0.00) | $ | - |
| **Weighted Average Shares Outstanding** | | **36,643,094** | **$** | **18,754,205** |
| | | ============ | | ============ |

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

# MDCorp.

## STATEMENTS OF CASH FLOWS

For the three months ended March 31, 2017 and 2016
(Unaudited)

| | | March 31, 2017 | | March 31, 2016 |
|---|---|---|---|---|
| **Cash Flows from Operating Activities:** | | | | |
| Net loss for the period | $ | **(80,416)** | $ | **-** |
| **Adjustments to reconcile net loss to cash used by operating activities:** | | | | |
| Fair value of shares issues for services | | 75,000 | | - |
| Increase (decrease) in accounts payable | | (1,160) | | - |
| Increase (decrease) in convertible notes payable | | (3,850) | | - |
| Increase (decrease) in Advances from Shareholders | | 10,426 | | - |
| **Net cash used in operating activities** | **$** | **(6,576)** | **$** | **-** |
| Advances from Shareholders | | 10,426 | | |
| Repayment of convertible notes payable | | (3,850) | | |
| **Net cash provided by financing activities** | **$** | **6,576** | **$** | **-** |
| **Net increase (decrease) in Cash** | **$** | **-** | **$** | **-** |
| **Cash at beginning of period** | **$** | **-** | **$** | **-** |
| **Cash at end of Period** | **$** | **-** | **$** | **-** |
| | | ============ | | ============ |
| **Supplemental disclosures of Cash Flow:** | | | | |
| Interest paid | $ | - | $ | - |
| | | ============ | | ============ |
| Income tax paid | $ | - | $ | - |
| | | ============ | | ============ |

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

**MDCORP.**
**Notes to Financial Statements (Unaudited)**
**As of March 31, 2017**

**NOTE 1 – ORGANIZATION AND BASIS OF PRESENTATION BASIS**

***Description of Business***

MDCorp. ("The Company") is a Nevada C Corporation that was originally formed as Bridgefilms Inc. on October 7, 2005. On November 26, 2007, the Company filed with the Secretary of State of the State of Nevada Articles of Merger, effecting a merger with Utility Investment Recovery, Inc., a Nevada Corporation, and simultaneously changed its name to "Utility Investment Recovery, Inc.". On February 21, 2008, the Company filed with the Secretary of State of the State of Nevada Articles of Merger, effecting a merger with GAS Acquisition Corp., a Nevada corporation, and simultaneously changed its name to "General Automotive Company."

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On March 24, 2017, Joseph Arcaro appointed Shawn Mesaros as President, Secretary, Treasurer and Director of the Company and also resigned as President, Secretary, Treasurer and Director of the Company on such date.

On April 5, 2017, the Company filed with the Secretary of State of the State of Nevada a Certificate of Amendment, to change the name of the Company to "MDCorp.

**Basis of Presentation**

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America.

**Use of Estimates**

In preparing financial statements, management makes estimates and assumptions that affect the reported amounts of assets and liabilities in the balance sheet and revenue and expenses in the statement of expenses. Actual results could differ from those estimates.

**Cash and Cash Equivalents**

For purposes of the statement of cash flows, the Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

**Related parties**

The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.

Pursuant to Section 850-10-20 the Related parties include a) affiliates of the Company; b) Entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825–10–15, to be accounted for by the equity method by the investing entity; c) trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; d) principal owners of the Company; e) management of the Company; f) other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests; and g) Other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

**Commitments and contingencies**

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the consolidated financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's consolidated financial statements. If the assessment indicates that a potential material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed. Management does not believe, based upon information available at this time, that these matters will have a material adverse effect on the Company's consolidated financial position, results of operations or cash flows. However, there is no assurance that such matters will not materially and adversely affect the Company's business, financial position, and results of operations or cash flows.

**Revenue recognition**

The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.

**Concentrations of Risk**

Cash and cash equivalents deposited with financial institutions are insured by the Federal Deposit Insurance Corporation ("FDIC"). The Company did not hold cash in excess of FDIC insurance coverage at a financial institution as of March 31, 2017 and 2016.

**Property and equipment**

Property and equipment is recorded at cost and depreciated on the straight-line method over the estimated useful lives. Expenditures for normal repairs and maintenance are charged to expense as incurred. The cost and related accumulated depreciation of assets sold or otherwise disposed of are removed from the accounts, and any gain or loss is included in operations.

**Derivative Financial Instruments**

The Company does not use derivative instruments to hedge exposures to cash flow, market, or foreign currency risks. The Company evaluates all of its financial instruments to determine if such instruments are derivatives or contain features that qualify as embedded derivatives. For derivative financial instruments that are accounted for as liabilities, the derivative instrument is initially recorded at its fair value and is then re-valued at each reporting date, with changes in the fair value reported as charges or credits to income. For option-based derivative financial instruments, The Company uses the Black-Scholes option-pricing model to value the derivative instruments at inception and subsequent valuation dates. The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is re-assessed at the end of each reporting period. Derivative instrument liabilities are classified in the balance sheet as current or non-current based on whether or not net-cash settlement of the derivative instrument could be required within 12 months of the balance sheet date.

**Fair Value Measurements**

In September 2006, the FASB issued ASC 820 (previously SFAS 157) which defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. The provisions of ASC 820 were effective January 1, 2008.

As defined in ASC 820, 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 (exit price). The Company utilizes market data or assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable. The Company classifies fair value balances based on the observations of those inputs. ASC 820 establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurement).

The three levels of the fair value hierarchy defined by ASC 820 are as follows:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. Level 1 primarily consists of financial instruments such as exchange-traded derivatives, marketable securities and listed equities.

Level 2 – Pricing inputs are other than quoted prices in active markets included in level 1, which are either directly or indirectly observable as of the reported date. Level 2 includes those financial instruments that are valued using models or other valuation methodologies. These models are primarily industry-standard models that consider various assumptions, including quoted forward prices for commodities, time value, volatility factors, and current market and contractual prices for the underlying instruments, as well as other relevant economic measures. Substantially all of these assumptions are observable in the marketplace throughout the full term of the instrument, can be derived from observable data or are supported by observable levels at which transactions are executed in the marketplace. Instruments in this category generally include non-exchange-traded derivatives such as commodity swaps, interest rate swaps, options and collars.

Level 3 – Pricing inputs include significant inputs that are generally less observable from objective sources. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value.

**Income Tax Provisions**

The Company follows Section 740-10-30 of the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the fiscal years in which those temporary 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 the Statements of Income and Comprehensive Income in the period that includes the enactment date.

The Company adopted section 740-10-25 of the FASB Accounting Standards Codification ("Section 740-10-25") with regards to uncertainty income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures.

**Net income (loss) per common share**

Net income (loss) per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock and potentially outstanding shares of common stock during the period. The weighted average number of common shares outstanding and potentially outstanding common shares assumes that the Company incorporated as of the beginning of the first period presented.

There were no potentially dilutive shares outstanding for the period ended March 31, 2017 or March 31, 2016.

**Cash flows reporting**

The Company adopted paragraph 230-10-45-24 of the FASB Accounting Standards Codification for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method ("Indirect method") as defined by paragraph 230-10-45-25 of the FASB Accounting Standards Codification to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period pursuant to paragraph 830-230-45-1 of the FASB Accounting Standards Codification.

**Stock Compensation**

The Company follows Financial Accounting Standard No. 123R (ASC 718), "Share-Based Payment" as interpreted by SEC Staff Accounting Bulletin No. 107 for financial accounting and reporting standards for stock-based employee compensation plans. It defines a fair value based method of accounting for an employee stock option or similar equity instrument.

The Company uses the Black-Scholes option valuation model for estimating the fair value of traded options. This option valuation model requires the input of highly subjective assumptions including the expected stock price volatility. There were no options outstanding for the three months ended March 31, 2017 and 2016.

The Company recorded stock-based compensation was $75,000 and $-0- for the three months ended March 31, 2017 and 2016, respectively.

**NOTE 2 - GOING CONCERN**

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.

As reflected in the accompanying financial statements, the Company had an accumulated deficit at March 31, 2017 of $10,272,094 and its liabilities exceeded its assets. These factors among others raise substantial doubt about the Company's ability to continue as a going concern.

While the Company is attempting to commence operations and generate revenues, the Company's cash position may not be significant enough to support the Company's daily operations. Management intends to raise additional funds by way of a public or private offering. Management believes that the actions presently being taken to further implement its business plan and generate revenues provide the opportunity for the Company to continue as a going concern. While the Company believes in the viability of its strategy to generate revenues and in its ability to raise additional funds, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon the Company's ability to further implement its business plan and generate revenues.

The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

The consolidated financial statements do not contain any adjustments to reflect the possible future effects on the classification of assets or the amounts and classification of liability that may result should the Company be unable to continue as a going concern.

**NOTE 3 – CONVERTIBLE NOTES PAYABLE**

On March 1, 2016, the Company executed and delivered a $3,850 Convertible Promissory Note to a vendor for past due services performed for the Company. The Convertible Note is non-interest bearing until March 1, 2017. After March 1, 2017, the note accrues interest at 5% at which time all principal shall be due and payable in full. The Convertible Note is convertible by the holder, at their election, into a mutually agreed upon number of shares of the Company's common stock. This Convertible Promissory Note was paid in full on January 24, 2017.

**NOTE 4 – EQUITY TRANSACTIONS**

The Company was established with two classes of stock, common stock – 90,000,000 shares authorized at a par value of $0.001 and preferred stock 10,000,000 shares authorized at a par value of $0.001. At March 31, 2017, the Company has issued 88,754,205 shares of Common Stock and -0- shares of preferred stock.

On March 8, 2017, the Company issued 70,000,000 unregistered shares of the Company's common stock to the former president of the Company for services performed for the Company. The shares were valued at $75,000 or $0.0011 per share.

**NOTE 5 – RELATED PARTY TRANSACTIONS**

During January 2017, a shareholder advanced the Company $10,163. These advances are unsecured, due on demand and carry no interest or collateral.

**NOTE 6 – SUBSEQUENT EVENTS**

All of the effects of subsequent events that provide additional evidence about conditions that existed at the balance sheet date, including the estimates inherent in the process of preparing the financial statements, are recognized in the accompanying condensed financial statements.

The Company does not recognize subsequent events that provide evidence about conditions that did not exist at the balance sheet date but arose after that date and before the consolidated financial statements are available to be issued. In some cases, unrecognized subsequent events are disclosed to keep the condensed financial statements from being misleading. The Company has evaluated events through August 15, 2017, the date the financial statements were available to be issued.