PREFERRED COMMERCE INC.
(FORMERLY OPENCELL BIOMED, INC.)

PREFERRED COMMERCE INC. (FORMERLY OPENCELL BIOMED, INC.)
Consolidated Balance Sheets (Unaudited)
As at May 31, 2014 and November 30, 2013

	May 31, 2014	November 30, 2013
ASSETS		
Current assets		
Cash	$41	$41
Total current assets	$41	$41
Total assets	$41	$41
LIABILITIES		
Current liabilities		
Bank overdraft		
Accrued Liabilities	-4,588	-4,588
Accounts payable	46,642	46,642
Due to related party	449,316	449,316
Total current liabilities	491,370	491,370
Capital stock $0.0001 par value; 60,000,000 Common Shares authorized and 9,995,000 Preferred Shares;		
5,000 preferred shares issued and outstanding	1	1
26,140,000 common shares issued and outstanding	2,614	2,614
Additional paid in capital	2,102	2,102
Accumulated other comprehensive income	-6,166	-6166
Deficit accumulated during the development stage	-489,880	-489,880
Total Stockholders' Deficiency	-491,330	-491,330
Total Liabilities and Stockholders' Deficiency	$41	$41

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

PREFERRED COMMERCE INC. (FORMERLY OPENCELL BIOMED, INC.)
Consolidated Statements of Operations (Unaudited)
For the Quarter Ended May 31, 2014

	May 31, 2014	November 30, 2013
Revenue	$ -	$ -
Expenses		
Accounting and audit		
Bank charges	228	228
Office and administrative	1,550	1550
Consulting fees		
Legal	5,149	5149
License agreement	24,416	24,416
Research and development		
Realized foreign exchange loss		
Operating loss	31,344	31,344
Other income (expense)		
Interest expense	-	-
Net loss	-31,344	-31,344
Other comprehensive income (loss)		
Foreign exchange gain (loss) on translation of self-sustaining subsidiary	29,177	29,177
Comprehensive income (loss)	-$2,167	-$2,167
Net loss per share (Basic and fully diluted)	$0.00	$0.00
Weighted average number of common shares outstanding	26,140,000	26,140,000

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

PREFERRED COMMERCE INC. (FORMERLY OPENCELL BIOMED, INC.)
Consolidated Statement of Stockholders' Deficiency (Unaudited)
For the Period from Inception (November 27, 2007) to May 31, 2014

	Common Capital Stock		Preferred Capital Stock		Additional Paid In	Deficit Accumulated During the Development Stage	Accumulated Other Comprehensive Income	Stockholders' Equity (Deficiency)
Balance, November 27, 2007	-	$ -	-	$ -	$ -	$ -	$ -	$ -
Issuance of stock for cash	20,000,000	2,000	-	-	-1,600	-	-	400
Net loss for the period ended November 30, 2007	-	-	-	-	-	-400	-	-400
Balance, November 30, 2007	20,000,000	2,000			-1,600	-400	-	-
Cancellation of stock related to reverse merger	-20,000,000	-2,000			-	-	-	-2,000
Issuance of stock related to reverse merger	20,000,000	2,000			-	-	-	2,000
Issuance of stock related to reverse merger	6,040,000	604			3,523		-67	2,137
Issuance of shares for legal Expense	100,000	10			-	-	-	10
Net loss for the year ended November 30, 2008	-	-	-	-	-	-113,214	-	-113,214
Foreign translation gain (loss)	-	-	-	-	-	-	12,990	12,990
Balance, November 30, 2008	26,140,000	2,614	-	-	1,923	-113,614	12,923	-98,077
Net loss for the year ended November 30, 2009	-	-	-	-	-	-142,145	-	-142,145
Foreign translation gain (loss)	-	-	-	-	-	-	-28,181	-28,181
	26,140,000	2,614	-	-	1,923	-255,759	-15,258	-268,403

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

PREFERRED COMMERCE INC. (FORMERLY OPENCELL BIOMED, INC.)
(A Development Stage Company)
Consolidated Statement of Stockholders' Deficiency (Unaudited) –
Cont'd For the Period from Inception (November 27, 2007) to May 31, 2014

Balance, November 30, 2009								
Net loss for the year								
ended November 30, 2010						-106,851		-106,851
Foreign translation gain (loss)	-	-	-	-	-	-	-7,307	-7,307
Balance, November 30, 2010	26,140,000	2,614	-	-	1,923	-362,610	-22,565	-382,561
Issuance of Preferred Shares			5,000	1	89			90
Net loss for the year								
ended November 30, 2011	-	-	-	-	-	-70,741	-	-70,741
Foreign translation gain (loss)	-	-	-	-	-	-	-1,951	-1,951
Balance, November 30, 2011	26,140,000	2,614	5,000	1	2,012	-433,351	-24,516	-455,163
Net loss for the year								
ended November 30, 2012	-	-	-	-	-	-23,262	-	-23,262
Foreign translation gain (loss)	-	-	-	-	-	-	-10,827	-10,827
Balance, November 30, 2012	26,140,000	2,614	5,000	1	2,012	-456,614	-35,343	-489,253
Net loss for the year								
ended November 30, 2013	-	-	-	-	-	-31,344	-	-31,344
Foreign translation gain (loss)	-	-	-	-	-	-	29,177	29,177
Balance, November 30, 2013	26,140,000	2,614	5,000	1	2,012	-487,957	-6,166	-491,419
Balance, February 28, 2014	26,140,000	2,614	5,000	1	2,012	-487,957	-6,166	-491,419
Balance, May 31, 2014	26,140,000	2,614	5,000	1	2,012	-487,957	-6,166	-491,419

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

PREFERRED COMMERCE INC. (FORMERLY GRAND MOTION, INC.)
Consolidated Statements of Cash Flows (Unaudited)
May 31, 2014

	May 31, 2014	November 30, 2013
Cash Flows From Operating Activities		
Net loss	-$31,344	-$31,344
Adjustments to reconcile net loss to net cash provided by (used for) operating activities:		
Foreign exchange gain (loss)	29,177	29,177
Stock issued for services	-	-
Reimbursable expenses paid by director	-	-
Prepaid expenses	-	-
Accured Liabilities	321	321
Accounts payable	-4,187	-4,187
Bank overdraft	-1	-1
Net cash used in operating activities	-6,034	-6,034
Cash Flows From Financing Activities		
Loan from director	6,074	6,074
Issuance of shares	-	-
Net cash provided by financing activities	6,074	6,074
Net increase (decrease) in cash	41	41
Cash at the beginning of the period	-	-
Cash at the end of the period	$41	$41

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

Note 1 The Company

OpenCell Biomed, Inc. (the "Company") was incorporated in the State of Nevada on July 7, 2006, and its fiscal year end is November 30. On July 4, 2008 a Share Exchange Agreement (the "Agreement") was entered into between the Company and Biomedical Implant Technologies Ltd. ("BIT"). The fundamental terms of the purchase agreement was for the Company to issue 20,000,000 shares of restricted common stock of the Company for the acquisition of BIT (the "BIT Transaction"). As a result, BIT became a wholly-owned subsidiary of the Company. Prior to the BIT Transaction, the Company was a non-operating public company with no operations or assets; it had 6,040,000 shares of common stock issued and outstanding; and BIT was a privately held operating company. The BIT Transaction was considered to be a capital transaction in substance, rather than a business combination. The BIT Transaction is equivalent to the issuance of shares by a private company (BIT) for the non-monetary assets of a non-operational public company, accompanied by a recapitalization. The accounting for the BIT Transaction is similar to that resulting from a reverse acquisition, except goodwill is not recorded. Accordingly, the historical financial information of the accompanying financial statements are that of BIT with the 20,000,000 shares issued by the Company considered the historical outstanding shares of BIT for accounting purposes. The Company's operating activities are conducted through its wholly owned subsidiary, Biomedical Implant Technologies Ltd.

Biomedical Implant Technologies Ltd was incorporated under the laws of the Province of Ontario, Canada on November 27, 2007. BIT is a development stage company and is in the business of development, marketing and selling a proprietary dental implant system known as the "Ti-Foam Dental Implant System".

Subsequent to the BIT Transaction, the Company changed its name from Grand Motion Inc. to OpenCell Biomed, Inc. As of June 20, 2014, the Company changed its name to Preferred Commerce Inc.

Note 2 Going Concern

The Company has not realized any revenues since inception. The Company has a deficit accumulated to May 31, 2014 in the amount of $ 487,957. The ability of the Company to continue as a going concern is dependent on raising capital to fund its business plan and ultimately to attain profitable operations. Accordingly, these factors raise substantial doubt as to the Company's ability to continue as a going concern. The Company to date has funded its initial operations through loans from officers and directors. Management plans to raise additional funds through issuance of capital stock or debt securities and further loans from officers and/or directors.

Note 3 Significant Accounting Policies

Principles of Consolidation

The consolidated financial statements include the accounts and activities of Opencell Biomed, Inc. (formerly Grand Motion, Inc.) and Biomedical Implant Technologies Ltd., the company's wholly-owned subsidiary. All inter-company accounts and transactions have been eliminated.

Cash and cash equivalents

Cash is comprised of cash on hand. Cash equivalents are short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to insignificant risk of change in value.

Research and development costs

Research and development costs are charged to expense as incurred.

Income taxes

The Company uses the liability method of accounting for income taxes. Under ASC 740 "Accounting for Income Taxes," income tax assets and liabilities are recognized for the future income tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Income tax assets and liabilities are measured using enacted rates expected to apply to income in the years in which those temporary differences are expected to be recovered or settled. The effect of a change in tax rates on income tax assets and liabilities is reflected in operations in the period in which the change occurs. Valuation allowances are established when necessary to reduce future tax assets to the amount expected to be realized.

The Company did not have any material unrecognized tax benefits and there was no effect on its financial condition or results of operations as a result of implementing ASC 740. The Company files income tax returns in the Canadian and United States jurisdictions. The Company does not believe there will be any material changes in its unrecognized tax positions over the next 12 months. As of the date of adoption of ASC 740, the Company did not have any accrued interest or penalties associated with any unrecognized tax benefits, nor was any interest expense recognized during the year. The Company's effective tax rate differs from the federal statutory rate primarily due to non-deductible expenses and temporary differences.

Use of estimates

The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of the assets and liabilities and disclosure of the contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Comprehensive Income

Comprehensive income is the sum of net income and other comprehensive income reported in the consolidated statements of operations and comprehensive income. Other comprehensive income or loss includes accumulated foreign currency translation gains and losses. The Company has reported the components of comprehensive income on its consolidated statements of stockholders' equity.

Earnings per share

The computation of earnings per share is computed by dividing net income attributable to common stockholders by the weighted average number of common shares outstanding during the period. Diluted earnings per share is calculated by dividing net income by the weighted average number of common stock and dilutive stock outstanding during the period using the treasury stock method.

Fair Value of Financial Instruments

The carrying value of the Company's financial instruments consisting of cash, accounts, notes payable and due to related party approximate their carrying value due to the short-term maturity of such instruments. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

Foreign Currency Translation

The consolidated financial statements have been translated into U.S. dollars in accordance with the Financial Accounting Standards Board's (FASB) Foreign Currency Translation. The financial statements of the Canadian subsidiary are measured using Canadian currency as the functional currency. All balance sheet amounts have been translated using the exchange rates in effect at the applicable year-end. Income statement amounts have been translated using the weighted average exchange rate for the applicable year. The gains and losses resulting from the changes in exchange rates from year to year have been reported as a separate component of other comprehensive income included in Stockholders' Equity.

Revenue Recognition

The Company recognizes revenue in accordance with Securities and Exchange Commission ("SEC") Staff Accounting Bulletin No. 101, Revenue Recognition in Financial Statements ("SAB 101"), as modified by SEC Staff Accounting Bulletin No.104. Under SAB 101, revenue is recognized at the point of passage to the customer of title and risk of loss, there is persuasive evidence of an arrangement, the sales price is determinable, and collection of the resulting receivable is reasonably assured. The Company has not generated revenue since inception.

Advertising Expense

The Company expenses advertising costs as they are paid.

Recent Accounting Pronouncements

The Company's management has reviewed recent accounting pronouncements issued through the date of the issuance of financial statements. In management's opinion, no other pronouncements apply or will have a material effect on the Company's financial statements.

Note 4 Capital Stock

The total number of common shares authorized that may be issued by the Company is 60,000,000 shares with a par value of one hundredth of one cent ($0.0001) per share and no other class of common shares is authorized.

The total number of preferred shares authorized that may be issued by the Company is 9,995,000 shares with a par value of one hundredth of one cent ($0.0001) per share and of 5,000 preferred shares have been designated as Class A. No other classes of preferred shares is authorized.

On July 4, 2008, the Company issued 100,000 common shares at $0.0001 for services of $10.00.

On November 10, 2011, the Company issued 5,000 Preferred Class A shares to its Directors for $90 cash.

As of May 31, 2014, the Company has not granted any stock options.

Note 5 Related Party Transaction

A director has advanced $449,316 (2012 - 443,242) to the Company since inception. These amounts are unsecured, non-interest bearing and due on demand.

Note 6 Income Taxes

The following is a reconciliation of consolidated corporate income taxes at statutory rates and the Company's effective income tax expense:

	For the Year Ended November 30, 2013	For the Year Ended November 30, 2012

Loss before tax for the period	$ (31,444)	$ (23,262)
Combined federal and provincial taxation rates	32.00%	32.00%
Income tax expense (recovery) at combined taxation rates	(10,062)	(7,444)
Valuation allowance	10,062	7,444
Income tax provision	$ -	$ -

At November 30, 2013 the Company had net operating loss carry forwards of approximately $449,316 (2012 - $ 443,242) which begin to expire in 2027. Deferred income taxes arise from the temporary differences between financial statement and income tax recognition of net operating losses. These loss carryovers are limited under the tax laws of the United States and Canada should a significant change in ownership occur. The deferred tax asset of $156,178 created by the net operating losses has been offset by a 100% valuation allowance. During the year the valuation allowance increased by $10,062.

Note 7 Reclassification

The Company has reclassified $1,923 to Additional paid-in capital from Deficit accumulated during the development stage related to the July 2008 transaction between Grand Motion and BIT. In the opinion of management, the reclassification is not material and does not warrant a restatement per ASC 250. The reclassification does not affect the financial position of the Company.

Note 8 Contingencies, Commitments and Subsequent Events

The Company is in default on a licensing agreement entered into with the Canadian National Research Council ("the licensor" or "NRC") on January 2008, whereby the Company acquired a worldwide exclusive license to the technology relating to the Ti-Foam Dental Implant System. The agreement extends for the duration of patents covering the technology (which expire in 2021). The Company is required to pay the licensor a royalty on each product sale equal to the greater of 3% or $8 ($10 CDN). The agreement also requires the payment of minimum annual royalties of $25,000 CDN on December 31, 2010 and on each anniversary thereafter throughout the term. The Company did not make the December 31, 2012 payment as of the date of the issuance of these financial statements. The licensor, subject to re-imbursement of 100% of such costs, is required to obtain and maintain the patents covering the technology.

The Company has evaluated subsequent events through December 27, 2013, the date which the financial statements were available to be issued.