



PTA HOLDINGS, INC  
UNAUDITED FINANCIAL STATEMENTS  
FOR THE 3 MONTHS ENDED  
MARCH 31, 2013 AND 2012



I, Leonard J. Lewensohn , President certify that:

1. I have reviewed this annual financial statement of PTA Holdings, 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 cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: May 6, 2013

*/s/Leonard J. Lewensohn*

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Leonard J. Lewensohn, President

**PTA Holdings,  
Inc  
Balance Sheet  
March 31, 2013  
& 2012  
(Unaudited)**

	Mar 31 2013	Mar 31 2012*
		*see Note 7 to Financial Statement
Assets		
Current Assets		
Cash	15,798	
Accounts Receivable	98,442	
Other Current Assets	95,008	
Total Current Assets	209,248	
Fixed Assets		
Tractor & Trailers	190,738	
Other Assets		
Due from Ted Leverette II	56,100	
Goodwill remaining from Pro Flow	142,361	
Total Assets	598,447	
Liabilities & Equity		
Current Liabilities		
Accounts Payable	131,753	
Accrued Expenses	15,327	
Total Current Liabilities	147,080	
Long-Term Liabilities		
Long-Term Notes Payable	138,600	
Equipment Loans	136,187	
Total Long Term Liabilities	274,787	
Total Liabilities	421,867	
Equity		
Common Stock		
Class A authorized 900,000,000 shares par value \$0.0001, issued and outstanding as of December 31, 2012 is 602,629,450	60,263	

Class B authorized 40,000,000 shares par value \$0.0001, issued and outstanding as of December 31, 2012 is 12,500,000		1,250
Total Common Stock		61,513
Additional Paid In Capital		54,151
Retained Earnings		36,307
Net Earnings		24,609
Total Equity		176,580
Total Liabilities and Equity		598,447

**PTA Holdings, Inc**  
**Income Statement**  
**For the 3 Months Ended March 31, 2013 & 2012**  
**(Unaudited)**

	<u>2013</u>	<u>2012</u>
Income	1,035,782	76,425
Cost of Goods Sold	<u>932,965</u>	<u>36,353</u>
Gross Profit	102,817	40,072
Expenses	<u>78,208</u>	<u>43,893</u>
Net Income (Loss) Before Taxes	24,609	(3,821)

**PTA Holdings, Inc**  
**Statement of Cash Flows**  
**For the 3 Months Ended March 31, 2013**  
**(Unaudited)**

	<u>2013</u>
OPERATING ACTIVITIES	
Net Income	24,609
Adjustments to reconcile Net Income to net cash provided by operations:	
Accounts Receivable	23,471
Accounts Payable	(63,535)
Notes Payable	<u>2,642</u>
Net cash provided by Operating Activities	<u>(37,422)</u>
INVESTING ACTIVITIES	
Tractors and Trailers	(65,738)
FINANCING ACTIVITIES	90,852
Net Cash Increase for period	12,301
Cash at beginning of period	3,497
Cash at end of period	<u><u>15,798</u></u>

**PTA Holdings**  
**Changes in Shareholders' Equity**  
**For the 3 Months Ended March 31, 2013**

	Common <u>Shares</u>	Class A <u>Amount</u>	Common <u>Shares</u>	Class B <u>Amount</u>	Retained <u>Earnings</u>	<u>Equity</u>
Balance December 31, 2012	388,629,454	38,863	12,500,000	1,250	36,307	76,420
Shares Issued for Debt Reduction	213,999,996	21,400				
Net Adjustments					24,609	54,151
Balance March 31, 2013	602,629,450	60,263	12,500,000	1,250	60,916	178,232

**PTA HOLDINGS,  
INC.**  
Notes to Unaudited Financial  
Statements  
As of  
March 31, 2013

**NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS**

PTA Holdings, Inc. (the "Company") was incorporated under the Laws of the State of Delaware on February 16, 2000 and re-incorporated in Nevada on November 3, 2004. PTA Holdings, Inc. (PTAH) is a holding company with a core focus on providing logistics services throughout the Midwest. The Company operates NortFord, a logistics company and Eggspress, a multi-state refrigerated trucking company, both based in Iowa. The Company also opened a public truck repair center, Hwy 18 Truck Service, based in northern Iowa. The Company is engaged in an expansion program through a roll-up strategy by acquiring transportation companies that are synergistic because of their route structure, operating equipment, management and IT systems.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Basis of Presentation

The unaudited financial statements included herein were prepared from the records of the Company in accordance with general accounting principles. These financial statements reflect all adjustments that are, in the opinion of management, necessary to provide a fair statement of the results of operations and financial position of the periods presented. Significant adjustments may be required upon financial statements being audited to be in conformity with Generally Accepted Accounting Principles.

Revenue Recognition

The Company recognizes revenue invoiced as earned.

Cash and Cash Equivalents

The Company's policy is to consider cash and cash equivalents to consist of checking accounts, money market accounts or certificates of deposit having maturity dates of 180 days or less.

Advertising Costs

Advertising costs are expensed as incurred. For the period ended March 31, 2013 advertising expense was \$0.00.

Reclassifications

Some of the statement balances from prior periods may have been reclassified in order to present financial statements that are comparable.

Income Taxes

The Company records its federal and state net income tax liability as it is incurred.



### Stock-Based Compensation

The Company accounts for its stock based compensation based upon provisions in ASC Topic 718 Compensation-Stock Compensation. The Company utilizes the fair value of the stock issued as the measure of the value of services obtained to record the stock issued for compensation.

### **NOTE 3 - EQUIPMENT**

The Company owns tractors, semi-trailers and shop equipment. The carrying value of the equipment is carried on the financial statements. Depreciation is to be provided for at year end statements.

### **NOTE 4 - GOING CONCERN**

Management continues to seek additional funding. There is no assurance that its efforts will be successful, or that the Company will be able to obtain additional debt or equity financing on terms acceptable to the Company. Failure to raise needed funds on satisfactory terms could slow the Company's business, operating results or financial condition.

### **NOTE 5 – LONG TERM AND CONVERTIBLE DEBT**

On January 15, 2009 the company entered into a one year consulting agreement with RJB Consulting Inc. and T. Peter & Company Inc. Both Consultants were contracted at the rate of \$50,000 per year payable with a one year note payable for \$50,000 which bears an interest rate of 15% per annum and is convertible to common shares at the Conversion Price per share of the lesser of .001 or 75% of the lowest closing price for the Company's stock during the previous 20 trading days.

On February 1, 2010 the company entered into a new one year consulting agreement with RJB Consulting Inc. and T. Peter & Company Inc. Both Consultants were contracted at the rate of \$25,000 per year payable with a one year note payable for \$25,000 which bears an interest rate of 15% per annum and is convertible to common shares at the Conversion Price per share of the lesser of .001 or 75% of the lowest closing price for the Company's stock during the previous 20 trading days. The combined total due on both obligations is \$160,750 as of December 31, 2013.

During the 1<sup>st</sup> quarter, 2013, the Company issued 114,763,280 common shares for debt retirement of \$63,530 involving RJB Consulting, Inc., and T. Peter & Company, Inc.

Company assumed short term debt of Kingsley Logistic Group in the amount of \$112,750. Operating equipment debt is due to banks with a term of 2 years.

The Company has not determined its final obligations regarding the acquisition of Nortford and Eggspress.

### **NOTE 5 - SECURED LOANS**

During the quarter ended March 31, 2013, Eggspress, the Company's refrigerated carrier, increased secured loans by \$16,577 through the purchase of operating equipment. .

### **NOTE 6 - STOCKHOLDERS' EQUITY**

#### **Common Stock**

Class A - The Company has been authorized to issue 900,000,000 shares of Class A common stock with a par value of \$0.0001 per share. As of March 31, 2013, the company had 602,629,450 common shares of Class A issued and outstanding.

Class B - The Company has been authorized to issue 40,000,000 shares of Class B common stock with a par value of \$0.0001 per share. As of September 30, 2012 the company had 12,500,000 common shares of Class B issued and outstanding. Each Class B share has ten votes per share.

#### Preferred Stock

Series A - The Company has been authorized to issue 20,000,000 shares of Series A preferred stock with a par value of \$.001 per share. Voting rights, 10 times the Class A Common, and conversion rights at the rate of 10 shares of common for each preferred. As of March 31, 2013 the Company had not issued any shares.

Series B - The Company has been authorized to issue 2,000,000 shares of Series B preferred stock with a par value of \$.001 per share. Voting rights, 500 times the Class A Common, and conversion rights at the rate of 100 shares of common for each preferred. As of March 31, 2013 the Company had not issued any shares.

### **NOTE 7 - INCOME STATEMENT**

Income statement for the quarter ending March 31, 2013 reflects first quarter of 2013, for the Company and 1st quarter for ProFlo 2012. The balance sheet items reflect only the Company's assets and liabilities.

### **NOTE 8 – ACQUISITIONS AND DISPOSITIONS**

The Company acquired ProFlow, Inc. in April 2007. Kingsley Logistics Group, acquired in June of 2012. , The Agreement between Kingsley Consulting Corporation (KCC) and Ted Leverette II, requires that KCC merge its Kingsley Logistic Group into PTAH, and Leverette would exchange the assets of ProFlow and its liabilities, and surrender 51 million shares of common stock to the Company. The accounting for this transaction is reflected herein, giving effect that ProFlo was eliminated from PTAH, as of 9/30/2012. ProFlo has become a private company, and the transaction will be completed by the 2<sup>nd</sup> quarter of 2013. The transaction eliminates the operating losses and debt of ProFlow, as of 9/30/2012, which assets and liabilities are assumed by Leverette. ProFlo has not been profitable for several years.

In the 4<sup>th</sup> quarter of 2012 the Company acquired NortFord LLP, an Iowa multi-state refrigerated motor carrier, and in the 1<sup>st</sup> quarter, 2013, Eggspress, LLP a freight broker and sister company to NortFord. Both companies operate out of Iowa. The purchase price of the companies was \$500,000 payable over a period of time, with Seller's option to receive preferred shares.

In the 4<sup>th</sup> quarter of 2012, the Company acquired Nortford, LLP an Iowa based logistics company during the 1<sup>st</sup> quarter of 2013, Eggspress its sister company. Eggspress is a motor carrier primarily hauling refrigerated cargo such as eggs and other agricultural and foodstuff products for an exclusive customer base.

Also in the 1st quarter of 2013, the Company's Iowa based carriers, opened Hwy 18 Truck Service and Repair . This operation services company equipment as well as other trucking and trailer business in the region.