



PTA HOLDINGS, INC  
UNAUDITED FINANCIAL STATEMENTS  
FOR THE 6 MONTHS ENDED  
JUNE 30, 2014 AND 2013



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: September 15, 2014

*/s/Leonard J. Lewensohn*

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Leonard J. Lewensohn, President

**PTA Holdings, Inc.**  
**Balance Sheet**  
**As of June 30, 2014 and 2013**

	Jun 30 2014	Jun 30 2013
<b>ASSETS</b>		
Current Assets		
Cash	2,567	3,464
Accounts Receivable	62,422	174,818
Other Current Assets	278,476	277,050
Total Current Assets	<u>343,465</u>	<u>455,333</u>
Fixed Assets		
Equipment	190,775	193,249
Other Assets		
Due from Ted Leverette II	56,100	56,100
Goodwill remaining from Pro Flow	142,361	142,361
Investment in NortFord, LLP	500,000	500,000
<b>TOTAL ASSETS</b>	<u><u>1,232,701</u></u>	<u><u>1,347,043</u></u>
<b>LIABILITIES &amp; EQUITY</b>		
Liabilities		
Current Liabilities		
Accrued Payroll		
Accounts Payable	28,713	76,184
Accrued Expenses	15,266	170,699
Convertible Short-Term Notes	30,000	30,000
Unsecured Note-Kingsley Logistics Group	0	112,750
Total Current Liabilities	<u>73,979</u>	<u>389,633</u>
Long-Term Liabilities		
Notes Payable	114,449	131,352
Equipment Loans	268,058	160,147
Note Payable to NortFord, LLP	500,000	500,000
Total Long-Term Liabilities	<u>882,507</u>	<u>791,499</u>
<b>TOTAL LIABILITIES</b>	956,486	1,181,132
Equity		
Common Stock		
Class A - authorized 2013 1,800,000,000 2012 260,000,000 issued and outstanding as of June 30, 2012 118,119,450 as of June 30, 2013 1,445,810,410	144,581	90,345
Class B - authorized 40,000,000 shares authorized and outstanding is 12,500,000	1,250	1,250
Preferred Stock		
Series A - authorized 20,000,000 par value .001 issued 34,144,300	34,144	
Series B - authorized 2,000,000 par value .001 issued and outstanding	2,000	1,000
<b>Total Stock Issued</b>	180,975	92,695

Retained Earnings	110,074	36,307
Net Income	<u>(14,834)</u>	<u>37,009</u>
Total Equity	276,215	165,911
TOTAL LIABILITIES & EQUITY	<u>1,232,701</u>	<u>1,347,043</u>

**PTA Holdings, Inc.**  
**Income Statement**  
**For the 6 Months Ended June 30, 2014 & 2013**  
**(Unaudited)**

	2014		2013	
	2 <sup>nd</sup> Qtr	Y-T-D	2 <sup>nd</sup> Qtr	Y-T-D
Income	365,459	1,296,452	1,142,070	2,165,853
Cost of Goods Sold	<u>296,598</u>	<u>1,170,345</u>	<u>1,007,458</u>	<u>1,918,086</u>
Gross Profit	68,861	126,107	134,612	247,767
Expenses	52,914	140,941	76,845	210,758
Net Income(Loss)	<u>15,947</u>	<u>(14,834)</u>	<u>57,767</u>	<u>37,009</u>

**PTA Holdings, Inc**  
**Statement of Cash Flows**  
**For the 6 Months Ended June 30, 2014 & 2013**  
**(Unaudited)**

OPERATING ACTIVITIES	<u>2014</u>	<u>2013</u>
Net Income	(14,834)	37,009
Adjustment to reconcile Net Income to net cash provided by operations:		
Accounts Receivable	20,992	(39,368)
Inter Company Transactions	(26,873)	(3,192)
Inventory		(13,753)
Drivers Advances	(4,926)	(36,837)
Accounts Payable	(18,567)	(46,333)
Notes Payable	43,286	537
Accrued Expenses	(900)	
 Net cash provided by Operating Activities	 13,012	 (129,334)
 INVESTING ACTIVITIES		
Tractors & Trailers	130,959	(68,249)
 FINANCING ACTIVITIES		
Bank Line of Credit	(75,000)	40,000
Capital less Draws	(19,733)	24,976
Long-Term Notes	(34,404)	131,352
 Net cash provided by Financing Activities	 (137,444)	 196,328
 Net cash increase for period	 (15,566)	 (1,255)
 Cash at beginning of period	 18,133	 4,719
 Cash at end of period	 2,567	 3,464

**PTA Holdings**  
**Changes in Shareholders' Equity**  
**For the 6 Months Ended Jun 30, 2014**

	Common <u>Shares</u>	Class A <u>Amount</u>	Common <u>Shares</u>	Class B <u>Amount</u>	Preferred	Series B	Retained <u>Earnings</u>	<u>Equity</u>
Balance Dec 31, 2013	1445810410	144,581	12500,000	1,250	1000000	34,144	110,074	291,049
Shares Issued for Debt Reduction								
504D Program Preferred Class A Preferred Class B					2000000	2,000		
Net Income							(14,834)	(14,834)
Bal Jun 30, 2014	1445810410	144,581	12500,000	1,250	1,000,000	36,144	79,293	276,215

**PTA HOLDINGS,  
INC.**  
Notes to Unaudited Financial  
Statements  
As of  
Jun 30, 2014

**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 I T 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 have maturity dates of 180 days or less.

Advertising Costs

Advertising costs are expensed as incurred. For the period ended June 30, 2013 advertising expense were \$1000.

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. Both Notes for 2009 were purchased by third party investors that were issued shares of Class A Common stock based upon the formula set forth in the notes leaving a \$0.00 balance.

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 \$50,000 plus interest as of June 30, 2013. The Company will seek to reduce this debt through negotiations with the holders during the 3rd quarter.

During the 1<sup>st</sup> and 2<sup>nd</sup> quarter the company the company retired \$120,550 of above debt in exchange of 445,252,760 shares of Common stock.

On June 12, 2012 The Company assumed short term debt obligations of Kingsley Logistic Group in the amount of \$112,750.

On March 6 2013 the Company entered into two short term Convertible Notes due and payable in one year in the amount of \$15,000 bearing an interest rate of 12%.

During the 2<sup>nd</sup> quarter of 2013, the Company issued 60,000,000 shares of class A common stock to Deer Valley LLC, through a 504D program, receiving \$13,000 in proceeds, used for working capital.

The Company acquired Nortford LLP and Eggspress LLP in 2012 by issuing a promissory note in the amount of \$500,000, payable in the 1<sup>st</sup> quarter of 2014. The Company is negotiating additional terms of this note to include partial payment through Preferred Shares. Operating equipment debt is due to banks with a term of 2 years.

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

During the quarter ended June 30, 2014 Nortford's operating equipment secured loans totaled \$268,058.

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

##### Common Stock

Class A --The Company increased its authorized to ,1,800,000,000 shares of Class A common stock with a par value of \$0.0001 per share. As of June 30, 2013 the company had 903,452,210 common shares Issued and Outstanding including 392,302,000 Rule 144 Restricted shares, of which 306,000,000 are held by insiders.

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. The Company has issued one million shares of Series B Preferred, all of which are held by the Directors.

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

Income statement for the quarter ending March 31, 2014 reflects first quarter of 2014, for the Company and 1st quarter of 2013. The Winter of 2014 being the worst on record for the past 100 years caused the results to be less than expected due to higher fuel consumption and trucks were forced to drive slower than normal with snow and ice conditions in all of our traffic lanes.

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 based logistics company and 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 1<sup>st</sup> 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.

The Company has entered into a Letter of Intent to acquire a Wisconsin based Intermodal carrier and expects to complete the transaction prior to year end.