

# **PTA HOLDINGS, INC.**

Quarterly Information and Disclosure Statement

June 30, 2014

(Unaudited)

OTC Markets

**Section One: Issuer's Initial Disclosure Obligations**

**Part- A General Company Information**

**Item- 1**

PTA Holdings, Inc.

**Item- 2** Corporate Website-www.ptaholding.com  
5110 N. 44th Street  
Phoenix, AZ 85018  
Telephone/Fax- 877- 636-4520

**Item- 3** State of Incorporation – Nevada as of November 3, 2004

**Part-B Share Structure**

**Item- 4 The exact title and class of securities outstanding.**

Class A Common Stock  
CUSIP 69367L 10 5  
Trading Symbol (PTAH)  
Class B Convertible Stock  
Series A Preferred Stock  
Series B Preferred Stock

**Item- 5 Par or Stated Value and Description of Security.**

**A- Par or Stated Value.**

Par Value of Class A Common Stock is \$0.0001  
Par Value of Class B Convertible Stock is \$0.0001  
Par Value of Series A Preferred Stock is \$0.0001  
Par Value of Series B Preferred Stock is \$0.0001

**B- Common or Preferred Stock**

1. For common equity, describe any dividend, voting or preemptive rights.  
---- Class A Common Stock voting rights are on a 1:1 basis  
Class B Common Convertible is designated as Class "B" voting rights at (10) times Class A common stock in actions to be taken by stockholders of the corporation. Upon liquidation, dissolution or winding up of the corporation, whether voluntary or involuntary, the holders of Class B Stock will share pro-rata with the holders of Class A Common Stock.
2. For Preferred stock, describe any dividend, voting, conversion and liquidation rights as well as redemptive or sinking fund provisions.  
Series A- The company has been authorized to issue 60,000,000 shares of series A preferred with a par value of \$0.0001 per share. Voting rights are (10) times that of

Class A Common, and conversion rights at the rate of (10) shares of Class A common for each preferred share.

Series B-The company has been authorized to issue 2,000,000 shares of Series B preferred stock with a par value of \$0.0001 per share. Voting rights, 500 times Class A common, and conversion rights at the rate of 100 shares of common for each preferred Series B share. As of September had issued 1,000,000 shares.

3. Describe any other material rights of common or preferred shareholders.-----NONE
4. Describe any provision in the Issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.  
-----NONE

**Item- 6 The number of shares or total amount of securities outstanding for each class of securities authorized.**

- (i) Period end date; June 30, 2014
- (ii) Number of shares authorized; 1.8 billion Class A Common
- (iii) Number of shares outstanding; 1,770,349,910
- (iv) Freely tradable shares (public float); 1,697,547,910
- (v) Total number of beneficial shareholders; 140, and
- (vi) Total number of shareholders of record; 170.

Class B stock

Number of shares authorized; 40 million Class B Common

Number of shares outstanding; 12,500,000

Freely tradable outstanding; (public float); NONE

Total number of shareholders of record; One (1)

Preferred Series A

Number of shares authorized; 60,000,000

Number of shares outstanding; 34,144,300

Freely tradable outstanding, (public float) NONE

Total number of shareholders of record; 5

Preferred Series B

Number of shares authorized; 2,000,000

Number of shares outstanding; 2,000,000

Freely tradable outstanding, (public float) NONE

Total number of shareholders of record; 3

**Item- 7 The name and address of transfer agent.**

The transfer agent is registered under the Exchange Act.

Manhattan Transfer Registrar Co.

57 Eastwood Road

Miller Place, NY 11764

Telephone: 631-928-7655

Fax: 631-928-6171

## **Part C Business Information**

### **Item- 8 The nature of the issuer's business.**

#### **A. Business Development**

PTA Holdings Inc. (PTAH) is a holding company doing business in the for-hire transportation industry. The Company acquired Kingsley Logistics Group in June of 2012. Kingsley is a multi-faceted transportation group and will be providing a broad array of traditional transportation services that include LTL & Truckload, Inter-modal, Rail, Warehousing & Distribution, Equipment Leasing, Brokerage and 3PL, plus Retail & Special Projects Business Groups. The Kingsley Logistic Group business model is designed to add real and measurable value throughout the customer's supply chain designed to create a business advantage in the marketplace.

The Company acquired Nortford, LLP, an Iowa based transportation company in December of 2012 and Eggspress, LLP during the 1st quarter of 2013. During the 2<sup>nd</sup> quarter, 2014 the company realigned its operations to become direct fleet operations under H & N Logistics, Madison Wisconsin. The Company ceased operating its Truck Repair Facility during the quarter, opting to utilize outside services for maintenance and repair of operating equipment. This action has resulted in a reduction of costs associated with that operation.

In July, 2014 the Company entered into a \$5 million revolving credit facility with TCA Global Credit Master Fund to support growth and future acquisitions. The Company drew down \$750,000 in August, 2014. The credit facility allowed the Company to purchase Crane Creek Trucking which will add \$1.5 million in annual revenue. The Company retired debt held by the bank of Iowa against Nortford an operating equipment loan in the amount of \$268,058.00. Nortford as consideration for the Iowa Bank transaction agreed to reduce its outstanding Note of \$500,000.00 by \$400,000.00 leaving a note payable of \$100,000.00 to the principles of Nortford on the books of the Company.

Pro Flow is no longer associated with PTA Holdings. See item 16 for explanation.

1. **Form of organization**-----PTA Holdings, inc. is a corporation.
2. **The year organized**-----Formed in the State of Nevada on November 3, 2004.
3. **The issuer's fiscal year end date**-----December 31.
4. **Bankruptcy status**---Has never been in bankruptcy.
5. **Any material change, etc.**---June 2012 acquired Kingsley Logistics Group.
6. **Any default or indebtedness causing issuer to make payments**----NONE.
7. **Any change of control**----Yes, Kingsley Consulting Group.

8. **Any increase of 10% or more of same class of securities**---Yes Class A Common increase to 1.8 million shares and Series A Preferred to 60 million shares.
9. **Any past, pending merger, acquisition, etc.** ----Yes, June 2012 Kingsley Logistics Group and the purchase of Crane Creek Trucking in August of 2014. The Crane Creek transaction was asset based and included power units and drivers that were then rolled-over to PTA Holdings, a transaction expected to increase the Company's revenues by approximately \$1.5 million annually.
10. **Any delisting of the issuer's securities**----NONE.
11. **Any past current or threatened litigation**---NONE

B. Business of the Issuer. Describe the issuer's business so a potential investor can clearly understand it.

Kingsley Logistic Group acquired by PTA Holdings in 2012 is a multi-faceted transportation group providing a broad array of traditional transportation services that include LTL & Truckload, Inter-modal, Rail, Warehousing & Distribution, Equipment Leasing, Brokerage and 3PL, plus Retail & Special Projects Business Groups. The Kingsley business model will become the strategic plan for growth the company will follow. The Company restructured its operating units during the 2nd quarter 2014 to place more emphasis on their logistics management capabilities (3PL) in combination with its trucking business. This shift in focus has enabled the Company to reduce its cost of operations lowering its break-even point and setting the stage for increased profitability at lower revenue levels. The 3PL strategy is based upon maintaining close relationships, some contractually with its customers providing services that may include in-house traffic management for its customers within the customers place of business. Much of the 3PL business while profitable delivers a lower revenue base as a result of billing at margins rather than gross invoice to deliver commissions associated with that business segment. Focus on 3PL will be an ever increasing component of the Company's business in the future. During the 2nd quarter the Company exited their equipment repair business choosing to outsource maintenance. The recent purchase of Crane Creek Trucking has provide the vehicle for that transition.

1. The issuer's primary and secondary SIC Codes are: P= 4731; S=4213
2. The Company has always conducted operations form date of inception.
3. The company has never been a "shell company".
4. **The names of any parent, subsidiary, its business purpose, its ownership, and whether it is included in the financial statements attached to this disclosure statement.** Nortford and Eggspress statements are consolidated into PTA Holdings, Inc. filings.
5. **The effect of existing and probable governmental regulations on the business.** NONE
6. **An estimate of cost related to R&D activities would be approximately-** (0).
7. **Costs and effects of compliance with environmental laws, etc.-** NONE. and;
8. **The number of total employees**---12.

**Item- 9      The nature of products or services offered.**

**A. (Principle products or services, and their markets); B. (distribution methods of the products and services); C. (status of any publicly announced new product or service); D. (competitive business conditions, the issuer’s competitive position in the industry, and methods of competition); E. (sources and availability of raw materials and the names of principle suppliers); F. (dependence on one or a few major customers).**

PTA Holdings, Inc as a result of its acquisition of the Kingsley Logistics Group will provide trucking, inter-modal, brokerage, logistics and warehousing services and related services as a result of its roll-up strategy.

The company is committed to developing freight hauling efficiencies and synergies within the transport group as a result of the synergies it will deploy throughout its system.

Kingsley is positioned to take advantage of the transportation industry’s growing trend toward global logistics, distribution and supply chain management, paying attention to the acquisition of small to medium sized companies that we define generating revenues of 2.0 to 20 million of annual revenues. The company will use a combination of transportation software, website technology, the roll-up of supply chain subsidiaries, including truck and inter-modal transportation units, warehousing and storage facilities, logistics management and related technology functions. Domestic and global marketing strategies will be deployed to generate exceptional revenue and profits by providing the benefit of our systems and management expertise to those companies in our system and the customers served.

By any standard of measurement, the trucking industry continues to dominate the freight transportation market. Nearly every product consumed is transported by truck at some point in time. According to market statistics, the trucking market hauled 67.9% or 8.9 billion tons of all freight transported in the United States. The trucking industry earned \$585 billion of that amount representing 86.5% of the nation’s freight bill. In other words trucking on average, collected 86.5 cents on every dollar spent of freight transportation. For-hire (truckload and less than truckload) and private carriage together accounted for these tonnage and revenue amounts.

Before the motor carrier industry was deregulated in 1980, there were fewer than 20,000 interstate carriers in the United States. By the end of 2002 that number increased to more than 585,000. While there are a large number of trucking companies, the vast majority are operated as a small business. Around 93% of those companies operate with fewer than 20 trucks and approximately 80% operate six trucks or less. As a consequence, trucking is a highly fragmented industry, resulting in intense competition (in terms of price and non-price factors) and low profit margins. The recession starting in 2008 and continuing to this date, and, the extremely high cost of diesel fuel, along with the environmental restrictions these companies face has many of them looking for a ‘safe-harbor’. Kingsley Logistic Technologies is a company poised and ready to execute the consolidation of some of those companies that meet Kingsley roll-up criteria. This sector will create exceptional opportunities for the company.

“Kingsley companies, with their combined elements of supply chain functions, position our organization to provide a suite of services dedicated to our customers’ unique requirements while maintaining control of operating costs of business units.”

- Kingsley utilizes, within its operating supply chain functions, a complete end-to-end integrated approach that address's the complete supply chain cycle from start to finish. Each solution integrates seamlessly with existing dispatch and mobile communications systems for fast implementation and for maximizing the return on its technology investments. Each module is engineered to create greater efficiencies and savings in concert with the other.

**G. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration;**

The company operates within perimeters established by the US Department of transportation regarding; licenses, insurance and operating authority.

**H. and the need for any government approval of principle products or services and the status of any requested government approvals.**

See (G) above.

**Item 10 The nature and extent of the issuer's facilities.** Nortford ,LLP operates from a 4,200 Sq Ft. office building on 1.1 acres located at 503 W. Main Street Fredricksburg IA 50630. The lease of \$1500 is on a month to month basis

**Part D Management Structure and Financial Information**

**Item 11 The name of the chief executive officer, members of the board of directors, as well as control persons.**

Leonard J. Lewensohn, Officer/Director  
5110 N. 44th Street  
Phoenix, AZ 85018

**Leonard J. Lewensohn** serves as CEO/President of PTA Holdings, Inc.

5) NONE

6) 4 million Series A Preferred shares, directly; 7 million Series A preferred shares, beneficially owned; and 1,000,000 Series B Preferred shares, beneficially owned.

Lynn Morgan, Officer/Director

23420 E. Shea Boulevard  
Phoenix, AZ 85028

5) NONE

6) 4 million Series A Preferred shares, directly; 7 million Series A preferred shares, beneficially owned; and 750,000 Series B Preferred Shares, beneficially owned.

Mr. Lewesnohn is a practicing attorney having an extensive history in the transportation field having been active for many years operating his legal business specializing in mergers and acquisitions. In the early 80's he represented his clients by initiating, structuring the acquisition and obtaining capital in the acquisition of five motor carrier companies owned by Santa Fe Industries and Burlington Northern Industries. Assets accumulated exceeded \$20 million and gross combined revenue exceeded \$ 105 million at that time. Mr. Lewensohn was the Executive Director of Co-Operative Shippers Association, from 1981-1983, a nonprofit shipping association of produce and regular commodities, utilizing 400 member owned trailers. From 1960 to 1980 he was president of a family owned, multi-state Midwest LTL common carrier. Leonard is a Graduate in Economics, BS, and School of Law, L.L.B. from the University of Wisconsin, is a practicing attorney in Wisconsin and is a Licensed Real Estate Broker, State of Wisconsin. He is a member of the State Bar of Wisconsin, and an alumni of the Young Presidents' Organization.

Timothy Norton, CFO & Vice President of Nortford and EggsPress

5110 N. 44th Street  
Phoenix, AZ 85018

5) NONE

6) 25 Million Class A Common shares & 250 thousand Series B Preferred Shares.

Mr. Norton brings over 30 years of business experience to the firm that covers all aspects of administration, finance, operations and sales. Tim has worked in the capacity of Controller, Business Manager, Business Development Manager, Operations Manager and IT Manager, and most recently as VP Operations for Online Business Operation of a major transportation company.

Formally trained in finance and other areas of business administration and process improvement, has managed several implementation projects. One of his achievements includes the designing and building of a state-of-the-art Freight Brokerage System. Other projects include start-up of transportation operations for a major National Manufactured Housing Company and supply chain and transportation management for an International Software Company.

Mr. Norton is dedicated to using Technology to create productivity-enhancing tools that allows his company to move faster, smarter and in more control than its competitors.

B. **Legal/Disciplinary History.** Please identify whether any of the foregoing persons have, in the last 5 years, been the subject of :

1 . A criminal conviction-----NONE

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;---NONE

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; -----NONE

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.-----NONE

**C. Disclosure of Family Relationships.** Describe any family relationships among and between the issuer's directors, officers, persons nominated or chosen by the issuer to become directors, officers, or beneficial owners of more than five percent (5%) of the any class of the issuer's equity securities.-----NONE

**B. Disclosure of Related Party Transactions.**-----NONE

**Item 12 Financial Information for the Issuer's most recent fiscal period.**

The issuer shall post the financial statements required by this Item 12 through the OTC Disclosure and News Service under the appropriate name for the applicable period. "The Issuer must state in its disclosure statement that such financial statements are incorporated by reference."

**Please refer to OTC Markets. Com under the symbol PTAH and its "Filings" menu for the period ending June 30, 2014**, where the 1) balance sheet; 2) statement of income; 3) statement of cash flows; 4)statement of changes in stockholders equity; 5) financial notes; and 6)audit letter, if audited can be found . **"The issuer states that such financial statements are incorporated by reference."**

**Item 13 Similar information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.**

Please post the financial statements described in 12 above for the issuer's two preceding years. "The issuer must state in its disclosure statement that such financial statements are incorporated by reference."

Refer to OTC Markets. Com under the symbol PTAH and its "Filings" menu for the period ending June 30, 2014 and its two previous years including the 1) balance sheet; 2) statement of income; 3) statement of cash flows; 4)statement of changes in stockholders equity; 5) financial notes; and 6)audit letter, if audited can be found . **"The issuer states that such financial statements are incorporated by reference."**

**Item 14 Beneficial Owners.**-----NONE

**Item 15 The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:**

- 1.) **Investment Banker**-----NONE
- 2.) **Promoters**-----NONE
- 3.) **Counsel**—William B. Haseltine,  
1629 K street, NW, Suite 300,  
Washington, DC 20006  
Telephone—703-276-1919, Email---- [wbhlaw@comcast.net](mailto:wbhlaw@comcast.net).
- 4.) **Accountant or Auditor**—NONE
- 5.) **Public Relations Consultant(s)** -----NONE
- 6.) **Investor Relations Consultant** --- NONE

7.) **Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement-the information shall include the telephone number and email address of each advisor.**----NONE

**Item 16 Management’s Discussion and Analysis or Plan of Operation.**

C. Management’s Discussion and Analysis of Financial Condition and Results of Operations.

**Full Fiscal Years.** Discuss the issuer’s financial condition, changes in financial condition and results of operations for each of the last two fiscal years. ---- Please refer to OTC Markets. Com under the symbol PTAH and its “Filings” menu for the period ending June 30, 2014 and its two previous years including the 1) balance sheet; 2) statement of income; 3) statement of cash flows; 4)statement of changes in stockholders equity; 5) financial notes; and 6)audit letter, if audited can be found .

- (i) Any known trends, events or uncertainties that have or are reasonably likely to have a material impact on the issuer’s short-term or long-term liquidity;
- (ii) Internal and external sources of liquidity; TCA Global line of credit.
- (iii) Any material commitments for capital expenditures and the expected sources of funds for such expenditures; TCA Global line of Credit has extended a 5 million dollar line of credit that will be utilized to fund and expand operations through organic growth and through acquisitions.
- (iv) Any know trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations; Acquisition of Crane Creek Trucking an Iowa based trucking company will

add additional revenue base and provide additional driver personnel and outsourcing of equipment service.

- (v) Any significant elements or income or loss that do not arise from the issuer's continuing operations;-----NONE
- (vi) The causes for any material changes from period to period in one or more line items of the issuer's financial statements; see Item 8 above.
- (vii) Any seasonal aspects that had a material effect on the financial condition or results of operation.-----NONE

**Additional Answers to the above points in Item 16:**

The Agreement between Kingsly Consulting Corporation (KCC) and Ted Leverette II, required that KCC merge its Kingsley Logistics Group into PTAH, and Leverette would exchange the assets of ProFlo 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 is a private business, and will be completed by the 4th quarter of 2013. The transaction eliminates the operating losses and debt of ProFlo, which are assumed by Leverette. Pro Flo has not been profitable for several years.

The critical issue for transportation companies facing competition is to know their costs as a way to take advantage of economic times and especially during periods of economic down-turns. Technology developments are driving increased productivity in most industry including the transportation sector and technology is the driving force within Kingsley companies.

During the 2<sup>nd</sup> quarter, 2014 the company realigned its operations to become direct fleet operations under H & N Logistics, Madison Wisconsin an affiliate of the Company's largest shipper. The Company ceased operating its Truck Repair Facility during the quarter, opting to utilize outside services for maintenance and repair of operating equipment. This action has resulted in a reduction of costs associated with that operation.

In July, 2014 the Company entered into a \$5 million revolving credit facility with TCA Global Credit Master Fund to support growth and future acquisitions. The Company drew down \$750,000 in August, 2014. The credit facility allowed the Company to purchase Crane Creek Trucking which will add \$1.5 million in annual revenue.

**2. Interim Periods. Provide a comparable discussion that will enable the reader to access material changes in financial condition and results of operations since the end of the last fiscal year and for comparable interim period in the preceding year.**

The Acquisition of Kingsley Logistics Group moving the company from a producer of motor vehicle additives to a one of being a For-Hire Vendor of transportation services has dramatically increased the potential for increasing revenues and profits. Therefore we do not believe the "comparable discussion"

referred to above has merit, other than to refer to past business that will no longer be the objective of the company.

C. **Off-Balance Sheet Arrangements.** -----None

**Part E Issuance History**

**Item 17 List of securities offerings and shares issued for services in the past two years.**

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer (1) within the two-year period ending on the last day of the issuer's most recent fiscal year and (2) since the last day of the issuer's most recent fiscal year. As stated in our JUNE 30, 2014 financial report.

**Part F Exhibits**

**Item 18 Material Contracts**

- A. Every material contract, not made in the ordinary course of business, that will be performed after the disclosure statement is posted through the OTC Disclosure and News Service or was entered into not more than two years before such posting. -----NONE
- B. Any management contract or compensatory plan, contract or arrangement, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (or if not set forth in any formal document, written description thereof) in which any director or any executive officer of the issuer participates shall be deemed material and shall be included; and any other management contract or compensatory plan, contract, or arrangement in which any other executive officer or the issuer participates shall be filed unless immaterial in amount or significance.-----NONE

**Item 19 Articles of Incorporation and Bylaws**

- A. A complete copy of the issuer's articles of incorporation & Bylaws. Previously filed with OTC Markets- see filings.

**Item 20 Purchases of Equity Securities by the Issuer and Affiliated Purchasers. None**

**Item 20 Issuer's Certifications**

I Leonard J. Lewensohn certify that :

- 1) I have reviewed this initial disclosure statement of PTA Holdings, Inc.
- 2) Based on my knowledge, the 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 any 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 18, 2014

/s/ Leonard J. Lewensohn

Leonard J. Lewensohn  
President