

Company Information and Disclosure Statement

QED Connect, Inc.

OTCPK: QEDN

Quarterly Report

Period Ended June 30, 2014

OTC Pink Basic Disclosure Guidelines

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Effective July 23, 2007 QED Connect, Inc.
Effective May 18, 2007 QED Storage, Inc.
Effective December 8, 2006 GUWO Holdings, Inc.
Effective September 10, 1991 IX Systems, Inc.
Effective January 6, 1983 Smartcard International, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 373 S. Willow Street
Address 2: #254
Address 3: Manchester, NH 03103
Phone: 603-425-8933
Email: info@qedconnect.com
Website(s): www.qedconnect.com

IR Contact – See Item 9 for IR Consultant
Address 1: 373 S. Willow Street
Address 2: #254
Address 3: Manchester, NH 03103
Phone: 603-425-8933
Email: info@qedconnect.com
Website(s): www.qedconnect.com

3) Security Information

Trading Symbol: QEDN
Exact title and class of securities outstanding: Common and Preferred. Preferred Shares have two (2) classes: A) Super Voting Power (8:1 to the Company's common stock) B) Standard Voting Power. In the event of liquidation, the Preferred Shares will have liquidation rights at an 8:1 ratio as compared to the Company's Common Shares. The Preferred Shares can be converted to Common Shares, on a 5 to 1 share basis.
CUSIP: 74732Q300
Par or Stated Value: .001
Total shares authorized: 1,000,000,000 common and 500,000,000 preferred as of: August 4, 2014
Total shares outstanding: 326,214,369 common and 250,000,000 preferred (A) as of: June 30, 2014
Total shares outstanding: 337,631,036 common and 250,000,000 preferred (A) as of: August 4, 2014

Transfer Agent
Name: Olde Monmouth Stock Transfer Company, Inc.
Address 1: 200 Memorial Parkway
Address 2: Atlantic Highlands, NJ 07716
Phone: 732-872-2727

Is the Transfer Agent registered under the Exchange Act?* Yes: X ☐ No: ☐

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months.

None

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

Q1 2011

5,000,000,000 shares of common stock issued for debt conversions

Q2 2011

1,000,000,000 shares of preferred stock issued for services rendered

14,747,604,394 decrease in shares of common stock for 5,500 to 1 reverse stock split

750,000,000 decrease in shares of preferred stock for 4 to 1 reverse stock split

29,410,764 shares of common stock issued for acquisition of StockProfile.com

5,925,000 shares of common stock issued for debt conversions

8,000,000 shares of common stock issued for services rendered

Q3 2011

9,500,000 shares of common stock issued for debt conversions

2,000,000 shares of common stock issued for services rendered

10,000,000 shares of common stock issued for services rendered

Q4 2011

69,000,000 common stock issued for services rendered

Date	Name	Nature of Offering	Jurisdiction	Number of Shares	Price per Share	Amount Paid Issuer	Trading Status of Shares	Legend
02/16/2012	Relaunch Consulting Group.	Services Inv Rel	N/A	10,000,000	.001	N/A	Restricted	Restricted
04/23/2012	Richard Gostanian	Services Busn Devl	N/A	1,000,000	.001	N/A	Restricted	Restricted
04/23/2012	Charles Wharton	Services General	N/A	500,000	.001	N/A	Restricted	Restricted
04/23/2012	Arthur Mintz	Services General	N/A	1,000,000	.001	N/A	Restricted	Restricted
04/23/2012	Joel Yanowitz	Services General	N/A	500,000	.001	N/A	Restricted	Restricted
04/23/2012	David Gebers	Services General	N/A	1,000,000	.001	N/A	Restricted	Restricted
04/23/2012	Michael Broneau	Services General	N/A	500,000	.001	N/A	Restricted	Restricted
04/23/2012	Roger Bozarth	Services Busn Devl	N/A	1,000,000	.001	N/A	Restricted	Restricted
04/23/2012	Steven Doetschman	Services General	N/A	1,000,000	.001	N/A	Restricted	Restricted
04/23/2012	Travis Poindexter	Services General	N/A	500,000	.001	N/A	Restricted	Restricted
04/23/2012	Arthur Adams	Services General	N/A	500,000	.001	N/A	Restricted	Restricted
04/23/2012	Bruce Adler	Services General	N/A	500,000	.001	N/A	Restricted	Restricted
04/23/2012	John Dziadzio	Services General	N/A	1,000,000	.001	N/A	Restricted	Restricted
04/23/2012	David Rubis	Services General	N/A	500,000	.001	N/A	Restricted	Restricted

04/23/2012	M America's Outstanding Org	Services General	N/A	500,000	.001	N/A	Restricted	Restricted
04/23/2012	George Sasko	Services General	N/A	500,000	.001	N/A	Restricted	Restricted
04/23/2012	Jeff Ilse	Services General	N/A	500,000	.001	N/A	Restricted	Restricted
05/24/2012	Jorge Hurtado & Elaine Candelas	Rule 144 - Debt Conver	N/A	1,000,000	.001	N/A	Free Trading	None
05/24/2012	Grandview Capital Partners	Rule 144 - Debt Conver	N/A	10,000,000	.001	N/A	Free Trading	None
05/24/2012	Richard Gostanian	Rule 144 - Debt Conver	N/A	3,500,000	.001	N/A	Free Trading	None
05/24/2012	Roger Bozarth	Rule 144 - Debt Conver	N/A	3,500,000	.001	N/A	Free Trading	None
05/24/2012	Relaunch Consulting Group	Rule 144 - Debt Conver	N/A	10,000,000	.001	N/A	Free Trading	None
09/10/2012	David Rumbold	Services Busn Devl	N/A	500,000	.001	N/A	Restricted	Restricted
09/10/2012	Roger Bozarth	Services Busn Devl	N/A	5,000,000	.001	N/A	Restricted	Restricted
09/10/2012	Joel Yanowitz	Services Busn Devl	N/A	1,500,000	.001	N/A	Restricted	Restricted
09/13/2012	Richard Gostanian	Services Busn Devl	N/A	1,500,000	.001	N/A	Restricted	Restricted
09/13/2012	David Rumbold	Services Busn Devl	N/A	2,500,000	.001	N/A	Restricted	Restricted
10/04/2012	David Rumbold	Services Busn Devl	N/A	5,000,000	.001	N/A	Restricted	Restricted
10/04/2012	Richard Gostanian	Services Busn Devl	N/A	4,500,000	.001	N/A	Restricted	Restricted
10/04/2012	Millie Shea	Services Busn Devl	N/A	2,000,000	.001	N/A	Restricted	Restricted
10/04/2012	Roger Bozarth	Rule 144 - Debt Conver	N/A	5,000,000	.003	N/A	Free Trading	None
10/04/2012	Aaron Scheinder	Rule 144 - Debt Conver	N/A	1,000,000	.001	N/A	Free Trading	None
10/04/2012	David Rumbold	Rule 144 - Debt Conver	N/A	5,000,000	.001	N/A	Free Trading	None
10/04/2012	Grandview Capital	Rule 144 - Debt Conver	N/A	15,000,000	.001	N/A	Free Trading	None
10/04/2012	Joel Yanowitz	Rule 144 - Debt Conver	N/A	2,500,000	.0033	N/A	Rule 144 - Debt Conver	None
11/09/2012	RJ Daily	Rule 144 - Debt Conver	N/A	5,000,000	.001	N/A	Free Trading	None
11/19/2012	Thomas Gambino	Rule 144 - Debt Conver	N/A	2,500,000	.001	N/A	Free Trading	None
01/07/2013	Bright Minds Media	Rule 144 - Debt Conver	N/A	6,000,000	.0025	N/A	Free Trading	None
04/03/2013	David Rumbold	Services Busn Devl	N/A	5,000,000	.001	N/A	Restricted	Restricted
08/30/2013	Grandview Capital Partners	Services Invest Bank	N/A	25,000,000	.001	N/A	Restricted	Restricted
10/13/2013	Mike Marino	Services Busn Devl	N/A	2,500,000	.001	N/A	Restricted	Restricted
04/01/2014	Grandview Capital	Returned to treasury	N/A	(25,000,000)	.001	N/A	Restricted	Restricted
04/15/2014	Grandview Capital	Rule 144 Debt Conver	N/A	30,057,719	.0037	N/A	Free Trading	None
05/20/2014	Vincent Musarro	Rule 144 Debt Conver	N/A	10,000,000	.0045	N/A	Free Trading	None

06/04/2014	Mark Levin	Rule 144 Debt Conver	N/A	3,000,000	.004	N/A	Free Trading	None
06/20/2014	Aaron Schneider	Services General	N/A	1,000,000	.001	N/A	Restricted	Restricted

RESTRICTED:

Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The Certificates issued carried the Securities Act of 1933 Legend stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

The most recent information for the Issuer's applicable period ending June 30, 2014 is available on OTCMarkets.com as "2014 2nd Quarter Report Financial Statements", and is hereby incorporated herein by reference. This Financial Report was prepared in accordance with US GAAP by persons with sufficient financial skills and posted to otcq.com on August 20, 2014.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

- A. a description of the issuer's business operations;

The Company was originally founded as Smartcard International in 1983. The name was changed to IX Systems, Inc. in 1991. In 2006b the Company was acquired by GUWO Holdings.

QED Connect, Inc. was founded in November of 2005 as QED Storage, Inc. and became a public company in May 2007 through a merger with GUWO Holdings. The name was changed to QED Connect, Inc. in July 2007. QED's name derives from the Latin phrase *Quod Erat Demonstratum*, which means 'which was to be demonstrated.

In 2009 QED changed from being an operating company to a Holding Company focusing on acquisitions, strategic partnerships and forming joint ventures.

B. Date and State (or Jurisdiction) of Incorporation:

State of Jurisdiction: New York

Company History

Effective August 8, 2008

Effective July 23, 2007

Effective May 18, 2007

Effective December 8, 2006

Effective September 10, 1991

Incorporated January 6, 1983

QED Connect, Inc. (Symbol: QEDN)

QED Connect, Inc. (Symbol: QEDC)

QED Storage, Inc.

GUWO Holdings, Inc.

IX Systems, Inc.

Smartcard International, Inc.

C. the issuer's primary and secondary SIC Codes;

8742

D. the issuer's fiscal year end date;

December 31st

E. principal products or services, and their markets;

The Company works with organizations that are looking for capital or management assistance or help in reaching their target markets so they can realize their true potential. QED primarily focuses on businesses that are producing revenue and are synergistic with our portfolio and those that will offer additional markets sectors that can provide strong opportunity and diversity for the Company. QED looks beyond current conditions such as underperformance of an existing asset due to inadequate capital, limited development expertise or a lack of strategic vision, and is able to recognize short and long-term asset potential and value-add opportunities.

On June 17, 2011, the Company acquired the assets of StockProfile.com which operates a financial news Internet site for \$5,000,000 in QED common stock.

StockProfile.com offers a unique information portal for investors choosing to make their own investment decisions and for companies wishing to reach those investors. The Company believes there are thousands of publicly traded second and third tier publicly traded companies that are relatively unknown to the investing public. The StockProfile.com platform allows the member companies to profile their stock on the website and allows these companies to raise their public profile with an audience of independent Internet savvy investors. StockProfileTV.com (powered by StockProfile.com) is a potential website that can display certain videos related to publicly traded companies that are on the StockProfile.com platform.

The Company is also reviewing the option to expand the business offerings of StockProfile.com by developing a platform for crowdfunding. On April 5, 2012, President Obama signed into law the "Jumpstart Our Business Startups Act" (the JOBS Act), which was subsequently overwhelmingly approved by the U.S. Senate and U.S. House of Representatives. The JOBS Act consists of a package of bills intended to make it easier for smaller companies to raise public and private capital in the U.S. financial markets. Title III of the JOBS Act would exempt from the Securities Act registration requirements for certain "crowdfunding" transactions. Specifically, it will create a new exemption that permits non-reporting issuers to raise up to \$1 million within any 12-month period stock to numerous individuals, without being obligated to register with the Securities and Exchange Commission ("SEC"). The Commission must adopt rules to implement a new exemption that will allow crowdfunding, however, until then, any offers or sales of securities purporting to rely on the crowdfunding exemption are unlawful under the federal securities laws.

On April 29, 2014, the Company entered into an agreement to acquire Emerald Med Farms, Inc., a California based medical marijuana company for 11,000,000 shares of QED's common stock and providing up to

\$2,000,000 of funding for the operations. The management has the option to re-purchase up to 80% of the shares of Emerald Med Farms Inc. after 2 years after meeting the agreed to operational plan for revenue and resulting income, and realizing an agreed to return on investment from net operations. The company will be a wholly owned subsidiary of QED Connect, Inc.

Emerald Med Farms is a newly launched enterprise that cultivates, harvests cannabis for the medical marijuana industry with a business philosophy to be the "**Cannabis Purveyors of the Highest Quality**". They have developed, what management believes, is an exceptional methodology of employing a continuous sterile environment during all stages of operations to ensure that the product maintains the upmost quality and purity. Their facilities will be state-of-the-art utilizing multi-state proven methods to produce the highest of quality medical cannabis. Emerald Med Farms management and key personnel have a successful track record including a Master Grower with over 27 years of experience in California with both inside and outside growing for all styles of plant and vegetation. The company has also built a strong network of industry professionals ranging from research facilities to individual scientist from around the globe to support their endeavors. Management of Emerald Farms have represented that the company operations are in full compliance to the medical marijuana California Co-Operative. The Co-Op maintains a roster of registered patients under "right to grow" which defines the number of plants per patient per script.

Medical cannabis (or medical marijuana) refers to the use of cannabis and its constituent cannabinoids, such as tetrahydrocannabinol (THC) and cannabidiol (CBD), as medical therapy to treat disease or alleviate symptoms. Pharmacologically, the principal psychoactive constituent of cannabis is tetrahydrocannabinol (THC). Cannabidiol (CBD) is one of the cannabinoids identified in cannabis as a major constituent of the plant and is non-psychoactive. Medical cannabis has several potential beneficial effects. Cannabinoids can serve as appetite stimulants, antiemetics, antispasmodics, and have some analgesic effects, may be helpful treating chronic non-cancerous pain, or vomiting and nausea caused by chemotherapy. The drug may also aid in treating symptoms of AIDS and Multiple Sclerosis patients as well as helping children that experience multi seizures.

In scientific studies, most medical marijuana patients experience pain relief. Medical marijuana as a chronic pain management tool can reduce patients' pain and improve quality of life, without the same serious side effects associated with use of some pharmaceutical pain relievers. For chronic pain patients, one of the most unpleasant aspects of traditional chronic pain treatment is the long-term use of opioids (medications that provide relief of pain). These drugs have many side effects in the short and long term. They can also be difficult for many people with chronic pain to obtain in sufficient quantities to provide adequate chronic pain management. Medical marijuana can replace or reduce the use of opioids in chronic pain treatment.

After extensive research by its founders, it was determined that the best locations for the company to conduct its business was Mendocino County California not far from the Russian River's prime growing region. Mendocino County has a wide range of mesoclimates (the distinct climate conditions of a specific area, specifically as experienced by a vineyard site) that are influenced by the county's diversity in climatic and geography. The region is rich in agriculture history to include nearly 40 wineries, and is ideal for Emerald Med Farms to grow cannabis. The company is finalizing its arrangements for the primary operations site (growing, harvest, drying, production of products) that are unique as it has extensive natural spring fed wells. This is a key element in producing high quality harvests.

The company is currently in production of its first phase of its development plan. They began its operations early this year to be in position to benefit from a full year growing season. The products are distributed through a Cooperative of California medical dispensaries. Please see the company's web site for additional information: www.emeraldmedfarms.com.

7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases. In an effort to keep overhead costs low we do not have an office. We maintain a management staff in Manchester, New Hampshire which operates out of their home until such time as the Company requires additional facilities. The Company maintains a UPS Box in Manchester NH for receiving mail.

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

- A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

M. Thomas Makmann, President & CEO, holds 40,516,005 (12.4% of the issued and outstanding) of the common and 250,000 (100% of the issued and outstanding) of preferred (A) stock.

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

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

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; or

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. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

M. Thomas Makmann, President & CEO, holds 40,516,005 (12.4% of the issued and outstanding) of the common and 250,000 (100% of the issued and outstanding) of preferred (A) stock.

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: Sam Whitley

Firm: Whitley LLP Attorneys at Law

Address 1: 11767 Katy Freeway

Address 2: Suite 425

Phone: 281-206-0432

Email: swhitley@whitley-llp.com

Accountant or Auditor

Name: Mark Makmann

Address 1: Manchester, NH

Phone: 603-512-8881

Email: mmakmann@msn.com

Investor Relations Consultant

Firm: Macreportmedia

Address 1: 17 North St.

Address 2: Marcellus, NY 13103

Phone: 1-315-673-3838

Email: newswire@macreportmedia.com

Website(s): www.macreportermedia.com

10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, M Thomas Makmann certify that:

1. I have reviewed this Annual Disclosure Statement of QED Connect, 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.

August 20, 2014

/s/ M. Thomas Makmann

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

President & CEO