INCUMAKER, INC.
BALANCE SHEETS

	November 30, 2015	May 31, 2015
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 199	$ 2,170
Total Current Assets	199	2,170
TOTAL ASSETS	$ 199	$ 2,170
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES:		
Accrued interest	$ 83,136	$ 66,510
Notes payable	465,836	465,836
Total Current Liabilities	548,972	532,346
STOCKHOLDERS' DEFICIT		
Common stock, $0.001 par value; 75,000,000 shares authorized; 10,590,421 and 10,590,421 shares issued and outstanding, respectively	10,590	10,590
Capital in excess of par value	137,029	137,029
Accumulated deficit	(696,392)	(677,795)
Total Stockholders' Equity	(548,773)	(530,176)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	$ 199	$ 2,170

INCUMAKER, INC.
STATEMENTS OF OPERATIONS

	For the Three Month's Ended November 30, 2015	For the Three Month's Ended November 30, 2014	For the Six Month's Ended November 30, 2015	For the Six Month's Ended November 30, 2014
REVENUE:				
Sales	$ -	$ -	$ -	$ -
	-	-	-	-
COST OF GOODS SOLD	-	-	-	-
GROSS MARGIN	-	-	-	-
OPERATING EXPENSES				
Selling, general and administrative expenses	1,878	2,321	1,971	10,207
TOTAL OPERATING EXPENSES	1,878	2,321	1,971	10,207
LOSS FROM OPERATIONS	(1,878)	(2,321)	(1,971)	(10,207)
OTHER EXPENSE (INCOME)				
Other income	-	17,392	-	(12,314)
Interest expense	8,313	8,314	16,626	16,628
Interest income	-	-	-	-
TOTAL OTHER EXPENSE (INCOME)	8,313	25,706	16,626	4,314
NET LOSS	$ (10,191)	$ (28,027)	$ (18,597)	$ (14,521)
NET LOSS PER COMMON SHARE,				
BASIC AND DILUTED	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING,				
BASIC AND DILUTED	10,590,421	10,140,421	10,590,421	10,140,421

INCUMAKER, INC.
STATEMENTS OF STOCKHOLDERS' DEFICIT

	Preferred Stock			Common Stock			Capital in Excess of		Accumulated		Total Stockholders'
	Shares		Amount	Shares		Amount		Par Value		Deficit		Deficit
Balance, May 31, 2013	350,000	$	350	5,940,421	$	5,940	$	(6,281)	$	(21,668)	$	(21,659)
Conversion of preferred stock	(350,000)		(350)	2,000,000		2,000		(1,650)		-		-
Conversion of notes payable to common stock	-		-	450,000		450		(450)		-		-
Issuance of common stock for services	-		-	900,000		900		8,100		-		9,000
Issuance of common stock for services	-		-	650,000		650		83,460				84,110
Isuance of common stock and warrants for services	-		-	200,000		200		49,800				50,000
Net loss	-		-	-		-		-		(617,847)		(617,847)
Balance, May 31, 2014	-	$	-	10,140,421	$	10,140.42	$	132,979	$	(639,515)	$	(496,396)
Issuance of common stock in settlement of accounts payable	-		-	450,000		450		4,050		-		4,500
Net loss	-		-	-		-		-		(38,280)		(38,280)
Balance, May 31, 2015	-	$	-	10,590,421	$	10,590	$	137,029	$	(677,795)	$	(530,176)
Net loss for the six month's ended November 30, 2015	-		-	-		-		-		(18,597)		(18,597)
Balance, November 30, 2015	-	$	-	10,590,421	$	10,590	$	137,029	$	(696,392)	$	(548,773)

INCUMAKER, INC.
STATEMENTS OF CASH FLOWS

	For theSix Month's Ended November 30,	
	2015	**2014**
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	$ (18,597)	$ (14,521)
Adjustments to reconcile net loss to net cash and cash equivalents provided by operating activities:		
Increase in accrued interest	16,626	16,628
Net cash used by operating activities	(1,971)	2,107
CASH FLOWS FROM INVESTING ACTIVITIES:		
Net cash used by investing activities	-	-
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from issuance of notes payable	-	-
Repayment of notes payable	-	-
Net cash provided by financing activities	-	-
Net increase in cash and cash equivalents	(1,971)	2,107
Cash and cash equivalents, beginning of period	2,170	2,696
Cash and cash equivalents, end of period	$ 199	$ 4,803
SUPPLEMENTAL CASH FLOW INFORMATION:		
Cash paid for interest	$ -	$ -
Cash paid for taxes	$ -	$ -

INCUMAKER, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE THREE MONTH'S ENDED NOVEMBER 30, 2015 AND 2014

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

Incumaker, Inc. (the "Company," "we," "Incumaker" or "us") was formed in the State of Delaware on April 13, 2011. On May 31, 2011, we completed holding company reorganization pursuant to Section 251(g) of the Delaware General Corporation Law.

To date, the Company has had minimal revenues from the Cryotherapy Clinics but has not achieved profitability. Our strategic plan is to acquire interests in young businesses, and provide financing, advice and guidance to assist them in realizing their potential. We have targeted several prospects and have acquired a minority interest in one Company on July 14, 2015. We continue to identify and evaluate other potential acquisitions that we believe will ultimately create shareholder value and return.

On July 14, 2015, the Company acquired a 20% ownership stake in Ancient River, LLC, the holding company which owns Real Deal Recruits (www.realdealrecruits.com) for $50,000. Founded in 2012, Real Deal Recruits Inc., through its online portal www.realdealrecruits.com is poised to become a leading open source directory for all high school student athletes. The Company offers a free Open Source Directory for athletes while focusing and promoting their online presence and their athlete profiles to allow the student to rank high on search engine results pages. As a result, the Athletes will be highlighted amongst the group of Coaches, Schools and Colleges which are reviewing profiles in their recruiting search. The website is a robust tool for building public athlete profiles dedicated solely to their athletic and academic pursuits at the next level. The Company is currently under growth and expansion mode bringing a new wave of resources for the student athletes to utilize.

The site also connects the Athlete profiles to their individual Facebook profiles, as well as adding their profile to Real Deal Recruits Facebook page itself to help increase the athlete's exposure and enhance their individual viral activity. The individual student athlete will have the ability to send a link to their personal website from the site to any recruiter, coach or friend. The Company is dedicated to providing dependable and cost effective services for the aspiring student athletes to utilize when communicating with the schools, colleges and their sports coaches. We believe that the site adds value to the student sports community and enhances the student participation, while providing a common platform to all.

Real Deal Recruits has developed a simpler and easier approach for student athletes to initiate and enhance their online presence and increase their exposure to the coaching community. As opposed to some sites which want to own the athlete, it is our goal to promote ourselves as a complement to their overall recruitment efforts. Our technology and SEO experience will be able to assist the student athlete to create the best results possible on the social media grid. Real Deal Recruits provides a revolutionary, new approach of bringing together athletes and coaches on the same platform dealing in different streams of sports.

Real Deal Recruits is one of the few online networking sites that focuses on all the high school age student-athletes seeking exposure and recruitment from college coaches and universities, not just the top 5% high school student athletes. Athletes can add athletic and academic statistics, photos, videos and best of all, each athlete receives a custom, vanity web address to share with family, friends and schools.

Real Deal's focus is to provide a simple, intuitive interactive guide of student athletes. Headed up by a team of regular parents with kids who are making the transition from high school athletics and academia, to the college level, the goal is to provide the athlete a quality, online athletic profiling tool for showcasing success on and off the playing field. RealDealRecruits.com is created with the utmost simplicity in mind where creating a student athlete profile is done in easiest way ever while creating the best possible opportunities for a student's athletic and academic future.

The site allows high school student athletes to build profiles of verified academic and athletic information, research information on universities from around the country, and reach out to college coaches. Registered college coaches can search a vast database of potential recruits and directly connect with these recruits. To date, Real Deal Recruits has over 5,800 completed athlete profiles uploaded and has integrated into the platform the intellectual assets and online documentation of Prechamps.com (www.PrepChamps.com), which the Company recently acquired. At one time, Prepchamps boasted over 70,000 profiles.

For individuals athletes who seek to connect with their target schools, the website allows them the ability to send a direct link from their site to the coach or college. As the site's awareness with the college's and coaching staffs increases, the amount of time spent reviewing the profiles on the site from coaching staffs will increase. All you need to do is become a member of Real Deal Recruit and fill out your profile. The athlete's individual profile is available for the coaches to review and the individual website will have a high search engine optimization (SEO) ranking.

Incumaker will provide financing, advice and guidance to assist them in realizing their potential. We believe that this market is growing and our online presence will allow us to drive a greater amount of the student athletes to our site. As the metrics increase, it is our belief that the revenues generated from advertising and from the premium memberships will grow.

Industry

Sports are an important part of the culture in the United States. Sports are particularly associated with education in the United States, with most high schools and universities having organized sports. College sports competitions play an important role in the American sporting culture. In many cases college athletics are more popular than professional sports, with the major sanctioning body being the NCAA. As per the survey from High School Athletics Participation released by the National Federation of State High School Associations (NFHS, for the 25th consecutive year, more and more high school students are playing sports. More than 7.8 million students played sports during the 2013-2014 school years, the 25th consecutive year. The organization estimates that 55.5 percent of all high school students play a sport.

Student's Perspective:

Based on figures from the 51 NFHS member state high school associations, which includes the District of Columbia, sports participation for the 2013-14 school year reached an all-time high of 7,795,658 – an increase of 82,081 from the previous year. This one-year increase was the highest since 2009-10.

Girls participation increased for the 25th consecutive year with an additional 44,941 participants from 2012-13 and set an all-time record of 3,267,664. Boys participation eclipsed 4.5 million for the first time (4,527,994), breaking the mark of 4,494,406 in 2010-11.

Among the top 10 boys’ sports, baseball registered the largest gain with an additional 7,838 participants, followed by football and soccer (6,437). The top 10 boys’ sports remained unchanged from last year: football, outdoor track and field, basketball, and baseball, soccer, wrestling, cross country, tennis, golf, and swimming and diving.

Volleyball gained the most participants among girls’ sports (9,426) from the previous year, and its total of 429,634 was within 3,710 of basketball for the No. 2 position. Track and field, with an additional 5,946 participants from 2012-13, remained the No. 1 sport for girls, followed by basketball, volleyball, soccer, fast-pitch softball, cross country, tennis, swimming and diving, competitive spirit squads and lacrosse.

In terms of combined participation, lacrosse continued to register sizeable increases as overall participation for boys and girls increased by 9,744 to 188,689. The sport ranks 10th for girls and 11th for boys.

The top 10 states by participants remained in the same order as last year, with Texas and California topping the list with 805,299 and 783,008, respectively. The remainder of the top 10 was New York (389,475), Illinois (343,757), Ohio (325,448), Pennsylvania (317,318), Michigan (299,246), New Jersey (285,020), Florida (268,266) and Minnesota (232,909). Overall, 33 states reported higher figures from the previous year, up from 30 states that had increases the previous year.

The participation survey has been compiled since 1971 by the NFHS through numbers it receives from its member associations.

Expansion Plan

The Company has been into existence since past four years. The Company intends to implement a diverse marketing strategy throughout the United States effectively targeting the target audience as a whole comprising of Athletes Students, coaches, schools and colleges. Our situation is one wherein we are technically sound and now planning to unearth and create new functionality in an effort to market our website by Search Engine Optimization (SEO) and other social media networks. With search being the number one use of the Internet and thus a usual starting point for most research, we believe that a solid foundation in search will be a key differentiator for us.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies followed are:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of 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.

Cash is maintained at financial institutions and, at times, balances may exceed federally insured limits. We have never experienced any losses related to these balances. All of our non-interest bearing cash balances were fully insured at November 30, 2015 and May 31, 2015. Insurance coverage was $250,000 per depositor at each financial institution. At November 30, 2015 and May 31, 2015, there were no amounts held in excess of federally insured limits.

The Company's financial instruments include cash, accounts payable, accrued expenses and notes payable. The carrying amounts of cash, accounts payable and accrued expenses approximate their fair value, due to the short term nature of these items. The carrying amount of notes payable approximates their fair value due to the use of market rates of interest and maturity schedule.

Research and development costs are charged to operations when incurred and are included in operating expenses. There were no amounts charged to research and development for the three month's ended November 30, 2015 and 2014.

Deferred income tax assets and liabilities arise from temporary differences associated with differences between the financial statements and tax basis of assets and liabilities, as measured by the enacted tax rates, which are expected to be in effect when these differences reverse. Deferred tax assets and liabilities are classified as current or non-current, depending on the classification of the assets or liabilities to which they relate. Deferred tax assets and liabilities not related to an asset or liability are classified as current or non-current depending on the periods in which the temporary differences are expected to reverse.

The Company follows the provisions of FASB ASC 740-10 "Uncertainty in Income Taxes" (ASC 740-10), January 1, 2007. The Company has not recognized a liability as a result of the implementation of ASC 740-10. A reconciliation of the beginning and ending amount of unrecognized tax benefits has not been provided since there are no unrecognized benefits at November 30, 2015 or 2014. The Company has not recognized interest expense or penalties as a result of the implementation of ASC 740-10. If there were an unrecognized tax benefit, the Company would recognize interest accrued related to unrecognized tax benefits in interest expense and penalties in operating expenses.

Basic loss per share is computed by dividing net income by the weighted average number of shares of common stock outstanding during the year. Diluted losses per common share are computed by dividing net loss by the weighted average number of shares of common stock outstanding and dilutive options outstanding during the year. Common stock equivalents for the three month's ended November 30, 2015 and 2014 were anti-dilutive due to the net losses sustained by the Company during these periods.

The Company recognizes all share-based payments to employees, including grants of employee stock options, as compensation expense in the financial statements based on their fair values. That expense will be recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period). There were no grants awarded during 2015. During the year ended May 31, 2014, the Company issued 900,000 shares of common stock for consulting services.

The Company issues common stock and common stock options and warrants to consultants for various services. For these transactions, the Company follows the guidance in FASB ASC Topic 505. Costs for these transactions are measured at the fair value of the consideration received or the fair value of the equity instrument issued, whichever is more reliably measureable. The value of the common stock is measured at the earlier of (i) the date at which a firm commitment for performance by the counterparty to earn the equity instrument is reached or (ii) the date at which the counterparty's performance is complete.

In September 2006, the Financial Accounting Standards Board (FASB) introduced a framework for measuring fair value and expanded required disclosure about fair value measurements of assets and liabilities. The Company adopted the standard for those financial assets and liabilities as of the beginning of the 2008 fiscal year and the impact of adoption was not significant. FASB Accounting Standards Codification (ASC) 820 "Fair Value Measurements and Disclosures" (ASC 820) defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of November 30, 2015. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments. These financial instruments include accounts payable and accrued expenses.

In June 2014, the FASB issued Accounting Standards Update (ASU) No. 2014-10, "Development Stage Entities (Topic 915) Elimination of Certain Financial Reporting Requirements, Including an Amendment to Variable Interest Entities Guidance in Topic 810, Consolidation". This ASU does the following among other things: a) eliminates the requirement to present inception-to-date information on the statements of income, cash flows, and shareholders' equity, b) eliminates the need to label the financial statements as those of a development stage entity, c) eliminates the need to disclose a description of the development stage activities in which the entity is engaged, and d) amends FASB ASC 275, Risks and Uncertainties, to clarify that information on risks and uncertainties for entities that have not commenced planned principal operations is required. The amendments in ASU No. 2014-10 related to the elimination of Topic 915 disclosures and the additional disclosure for Topic 275 are effective for public companies for annual and interim reporting periods beginning after December 15, 2014. Early adoption is permitted. The Company has evaluated this ASU and adopted beginning with the year ended May 31, 2014. The adoption of this ASU resulted in the Company no longer reporting inception-to-date financial reporting for the Company's Statements of Operations, Statement of Changes in Stockholders' Deficit and Statements of Cash Flows.

In June 2014, the FASB issued Accounting Standards Update ("ASU") No. 2014-12, "Compensation—Stock Compensation (Topic 718), Accounting for Share-Based Payments When the Terms of an Award Provide That a Performance Target Could Be Achieved after the Requisite Service Period" (ASU 2014-12). ASU 2014-12 provides special optional transitional guidance for awards with performance targets. The guidance is effective for annual periods beginning after December 15, 2015, and interim periods within those annual periods, with early adoption permitted. Management is currently assessing the impact the adoption of ASU 2014-12 will have on its financial statements.

In August 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2014-15, "Presentation of Financial Statements-Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern" ("ASU 2014-15"). ASU 2014-15 is intended to define management's responsibility to evaluate whether there is substantial doubt about an organization's ability to continue as a going concern and to provide related footnote disclosures. The amendments in this ASU are effective for reporting periods beginning after December 15, 2016, with early adoption permitted. The Company is currently assessing the impact the adoption of ASU 2014-15 will have on its financial statements.

NOTE 3 – *GOING CONCERN*

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. For the six month's ended November 30, 2015, the Company had a net loss of $18,597. As of November 30, 2015, the Company has a working capital deficit of $548,773. In view of these matters, the Company's ability to continue as a going concern is dependent upon the Company's ability to begin operations and to achieve a level of profitability. The Company intends on financing its future development activities and its working capital needs largely from the sale of public equity securities with some additional funding from other traditional financing sources, including term notes and proceeds from sub-licensing agreements until such time that funds provided by operations are sufficient to fund working capital requirements. The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 4 – RELATED PARTY TRANSACTIONS

Incumaker has relied upon loans or proceeds from stock sales to support working capital. As of November 30, 2015 there was an outstanding balance of $465,836 from the issuance of notes payable.

On July 12, 2015, a 2 year $ 50,000 Senior Note was issued to Ancient River, LLC., for a 20% ownership.

On April 29, 2014, the Company issued 900,000 shares to Darren Bankston for Consulting Services.

On April 10, 2014, the SHEP Trust sold 3,900,000 shares of Incumaker common stock to five individuals. The purchase price of the stock was $ 1,950. The shares were issued as follows: Sharon Lasch 700,000, Paul Mannion 850,000, Matt Myers 850,000, Vince Sbarra 850,000 and Louis Thomson 650,000.

On April 9, 2014, the SHEP Trust sold $255,837 of its debt to the ER Opportunity Fund, LP for cash consideration.

NOTE 5 – NOTES PAYABLE

On April 15, 2014, the Company received a $20,000 investment from ER Opportunity Fund, LP, an accredited investment fund. The 10% Convertible Note is due on May 5, 2015 and can be converted into common shares at a conversion price of $0.10.

On February 19, 2014, the Company received a $15,000 investment from Louis "Rusty" Thomson, an accredited investor. The 5% Note was due on April 19. 2014. The Note had no conversion feature and is currently due.

On February 11, 2014, the Company received a $5,000 investment from Louis "Rusty" Thomson, an accredited investor. The 10% note was due on June 11, 2014. The Note has no conversion feature and is currently due.

On February 11, 2014, a $100,000 Note was issued to Louis "Rusty" Thomson, the owner of CryoMist III in exchange for the acquisition of the outstanding securities and assets of CryoMist III, LLC, a cryotherapy company, based at the Mall of Georgia, in Buford, Georgia. The Note is secured by the acquired assets of CryoMist III, LLC.

On December 24, 2013, a $70,000 Note was issued to Louis "Rusty" Thomson, the owner of CryoMist III, in return for working capital. The Note was due on February 14, 2014 and is convertible into shares at $0.10 per share.

On October 22, 2013, the Company received a $50,000 investment from Louis "Rusty" Thomson, an accredited investor. The investor purchased 200,000 shares at $0.25 and received 200,000 2 year warrants exercisable at $0.25.

NOTE 6 - CAPITAL STOCK

At May 31, 2015, our authorized capital stock was 75,000,000 shares of Common Stock, par value $0.001 per share, and 10,000,000 shares of Preferred Stock, par value $0.001 per share. As of November 30, 2015, there were 10,590,421 shares of Common Stock issued and outstanding and no shares of Preferred Stock issued or outstanding.

NOTE 7 – OPTIONS AND WARRANTS

As of November 30, 2015, the Company had 1,333 options and outstanding to employees and consultants under our Stock Option Incentive Plan.

# Options	Category	Grant Date	Exercise Price	Expiration Date
1,333	Contractors	4/2/2005	$20.25	4/2/2016

As of November 30, 2015, we had granted 500,000 warrants were issued and outstanding.

# Warrants	Category	Grant Date	Exercise Price	Expiration Date
500,000	Consulting Agreement	11/11/2013	$0.25	11/11/2018