

# SOLANBRIDGE GROUP, INC.

(A Development Stage Company)

## FINANCIAL STATEMENTS

(Stated in U.S. Dollars)

For January 1, 2013 through March 31, 2013

### Assets

	January - March 31, 2013	December 31, 2012
CURRENT ASSETS		
Cash		
Cash on Hand	\$ 500	\$ 500
Operating Account-Suntrust - 6918	\$ 6,192	\$ 7,498
Suntrust - 2711	\$ 850	\$ 5,861
Total Current Assents	\$ 7,543	\$ 13,858
Fixed Assets	\$ 90,863	\$ 90,863
TOTAL ASSETS	\$ 98,405	\$ 104,721

### LIABILITIES AND STOCKHOLDERS' (DEFICIT)

CURRENT LIABILITIES		
Accounts payable and accrued expenses	228,049	228,049
Payable to non-related parties	45,188	45,188
Convertible promissory notes payable to related parties	125,000	125,000
Promissory notes payable	20,700	20,700
Short Term Notes LT<1 Year	40,323	20,192
Loans From Shareholders	23,024	26,174
Convertible promissory notes payable	120,400	120,400
Total Current Liabilities	602,683	585,703
LONG TERM LIABILITIES	58,160	58,160
TOTAL LIABILITIES	660,843	643,863
STOCKHOLDERS' (Equity)		
Preferred stock	8,038	38
Common stock	660	57,377
Capital Treasury Stock	340	
Equity	(244,179)	(38,683)
Additional paid-in capital	1,104,466	914,605
Deficit accumulated during the development stage	(1,431,763)	(1,472,479)
Total Stockholders' (Deficit)	(562,438)	(539,142)
TOTAL LIABILITIES AND STOCKHOLDERS' (DEFICIT)	98,405	104,721

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(Stated in U.S. Dollars)

For January 1, 2013 through March 31, 2013

	January - March 31st 2013	For the years ended December 31, 2012	Since Inception on October 10, 2000 Through March 31, 2013
REVENUES	162,506	165,604	328,110
COST OF SALES	74,677	85,196	159,873
GROSS PROFIT	\$ 87,829	\$ 80,408	\$ 168,237
OPERATING EXPENSES			
Auto and Truck Expense	70	45	115
Advertising	2,351	9,270	11,621
Banking Charges	1,716	1,736	3,452
Computer Expense	100	294	394
Gifts	100	200	300
Insurance	836	1,779	2,615
Laundry	1,661	3,071	4,732
Meals and entertainment	-	277	277
Office and rent	11,619	16,442	182,356
Repairs and maintenance	694	662	1,357
General and administrative		13,125	318,668
Supplies	2,887	1,741	4,628
Taxes payroll/sales	17,412	19,754	37,167
Utilities	6,735	9,944	16,679
Consulting fees		1,750	416,964
Foreign exchange loss			4,229
Professional fees	932	2,625	202,714
Technology cost			100,000
Total Operating Expenses	47,114	82,715	1,153,972
LOSS/GAIN FROM OPERATIONS	40,716	(2,307)	(985,734)
OTHER INCOME (EXPENSE)			
Gain on settlement of debt			1,410
Interest expense			(135,491)
Total Other Income (Expense)	-	-	(134,081)
INCOME BEFORE INCOME AND TAXES	40,716	(2,307)	(1,119,815)
LOSS (GAIN) ON CURRENCY EXCHANGE			
INCOME TAX EXPENSE			
NET INCOME	40,716	(2,307)	(1,119,815)
BASIC LOSS PER SHARE	\$ 0.00002	\$ (0.0001)	
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	2,390,000,000	33,576,746	

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	January - March 31, 2013 2013	For the years ended December 31, 2012	Since Inception on October 10, 2000 Through March 31, 2013
OPERATING ACTIVITIES			
Net Income/Loss	\$ 40,716	\$ (2,307)	\$ (1,119,815.26)
Adjustments to reconcile net loss to net cash used by operating activities:			-
Common stock issued for services			127,387
Gain on settlement of debt			(1,410)
Beneficial conversion feature and imputed interest			123,308
Changes in operating assets and liabilities:			-
Accounts payable and accrued expenses			343,653
Net Cash Used in Operating Activities	40,716	(2,307)	(526,877)
INVESTING ACTIVITIES			-
FINANCIAL ACTIVITIES			
Proceeds from loans payable			389,282
Related party payable			40,188
Repayment of loans payable			(5,000)
Issuance of common stock			314,998
Net Cash Provided by Financing Activities	-	-	739,468
FOREIGN CURRENCY EFFECT ON CASH			(2,387)
NET INCREASE IN CASH	40,716	(2,307)	55,909
CASH AT BEGINNING OF PERIOD			-
CASH AT END OF PERIOD	\$ 40,715.53	\$ (2,306.79)	\$ 55,908.74
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION			
CASH PAID FOR:			
Interest			
Income taxes			
NON CASH FINANCING ACTIVITIES:			
Common stock issues for technology			\$ 3,500.00
Common stock issued for debt			226,772
Common stock issued for payables			119,404

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(Stated in U.S. Dollars)

For January 1, 2013 through March 31, 2013

	Common Stock		Additional Paid-In Capital	Stock Subscription	Accumulated During the Development Stage	Total Stockholders' Equity
	Shares	Amount				
Balance, October 12, 2000 (Date of inception)						
Common stock issued for expenses paid October 2000 at \$0.001 per share	1,500,000	1,500				1,500
Common stock issued for technology October 2000 at \$0.001 per share	3,500,000	3,500				3,500
Net loss for the year ended December 31, 2000					(10,758)	(10,758)
Balance December 31, 2000	5,000,000	5,000	-	-	(10,758)	(5,758)
Net loss for the year ended December 31, 2001					(470)	(470)
Balance December 31, 2001	5,000,000	5,000	-	-	(11,228)	(470)
Net loss for the year ended December 31, 2002					(26,972)	(26,972)
Balance December 31, 2002	5,000,000	5,000	-	-	(38,200)	(33,200)
Common stock issued for cash in 2003 at \$0.01 per share	310,000	310	2,790			3,100
Common stock issued for debt in 2003 at \$0.04 per share	2,548,725	2,549	94,390			96,939
Stock cancelled December 31, 2003	(750,000)	(750)	750			
Net loss for the year ended December 31, 2003					(120,637)	(120,637)
Balance December 31, 2003	7,108,725	7,109	97,930	-	(158,837)	(53,798)

	Common Stock		Additional Paid-In Capital	Stock Subscription	Accumulated During the Development Stage	Total Stockholders' Equity
	Shares	Amount				
Common stock issued for debt in April 2004 at \$0.04 per share	419,300	419	16,353			16,772
Share subscriptions				85,228		85,228
Net loss for the year ended December 31, 2004					(116,609)	(116,609)
Balance December 31, 2004	7,528,025	7,528	114,283	85,228	(275,446)	(68,407)
Common stock issued for cash in September 2005 at \$0.04 per share	2,130,705	2,131	83,097	(85,228)		
Share subscriptions				15,000		15,000
Net loss for the year ended December 31, 2005					(78,151)	(78,151)
Balance December 31, 2005	9,658,730	9,659	197,380	15,000	(353,597)	(131,558)
Common stock issued for cash in February 2006 at \$0.10 per share	1,000,000	1,000	99,000	(15,000)		85,000
Common stock issued for cash in February 2006 at \$0.04 per share	375,000	375	14,625			15,000
Common stock issued for debt in June 2006 at \$0.04 per share	250,000	250	9,750			10,000
Common stock issued for cash in September 2006 at \$0.10 per share	750,000	750	74,250			75,000
Net loss for the year ended December 31, 2006					(229,980)	(229,980)
Balance December 31, 2006	12,033,730	12,034	395,005	-	(583,577)	(176,538)
Net loss for the year ended December 31, 2007					(141,668)	(141,668)
Balance December 31, 2007	12,033,730	12,034	395,005	-	(725,245)	(318,206)

	Common Stock		Additional Paid-In Capital	Stock Subscription	Accumulated During the Development Stage	Total Stockholders' Equity
	Shares	Amount				
Common stock issued for services in 2008 at \$0.10 per share	1,200,000	1,200	118,800			120,000
Common stock issued for debt in 2008 at \$0.10 per share	2,226,350	2,226	220,409			222,635
Net loss for the year ended December 31, 2008					(219,857)	(219,857)
Balance December 31, 2008	15,460,080	15,460	734,214	-	(945,102)	(195,428)
Beneficial conversion feature			110,400			110,400
Imputed interest expense			1,248			1,248
Net loss for the year ended December 31, 2009					(242,926)	(242,926)
Balance December 31, 2009	15,460,080	15,460	845,862	-	(1,188,028)	(326,706)
Beneficial conversion feature			10,000			10,000
Imputed interest expense			1,660			1,660
Net loss for the year ended December 31, 2010					(91,991)	(91,991)
Balance December 31, 2010	15,460,080	15,460	857,522	-	(1,280,019)	(407,037)
Common stock issued for services in 2011 at \$0.02 per share	500,000	500	9,500			10,000
Common stock issued for cash in September 2011 at \$0.02068 per share	2,416,666	2,417	47,583			50,000
Net loss for the year ended December 31, 2011					(32,500)	(32,500)
Balance December 31, 2011	18,576,746	18,377	914,605	-	(1,312,519)	(379,537)

	Common Stock		Additional Paid-In Capital	Stock Subscription	Accumulated During the Development Stage	Total Stockholders' Equity
	Shares	Amount				
Common stock issued for cash in September 2012 at \$0.003 per share	12,000,000	36,000				36,000
Common stock issued for cash in September 2012 at \$0.001 per share	3,000,000	3,000				3,000
Net loss for the year ended December 31, 2012					(2,307)	(2,307)
	<u>33,576,746</u>	<u>57,377</u>	<u>914,605</u>	<u>-</u>	<u>(1,472,479)</u>	<u>(342,844)</u>
Common stock issued for cash in 2013 at \$0.001 per share	2,390,000,000	2,390,000				2,390,000
Contributions by Shareholders			88,201			88,201
Additional Paid in Capital - Other			101,660			101,660
Net Gain/loss for 1st quarter ended March 31, 2013					40,716	40,716
	<u>2,390,000,000</u>	<u>2,447,377</u>	<u>1,104,466</u>	<u>-</u>	<u>(1,431,763)</u>	<u>2,277,733</u>

## NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### Organization

Solanbridge Group, Inc. (the “Company”) was incorporated in the State of Nevada on October 12, 2000 under the name EcoSoil Management Corp. and is in its early developmental stage. The Company changed its name to Solanex Management Inc. on December 6, 2001. Subsequently, on January 13, 2011, we changed our name to Solanbridge Group, Inc. To date, the Company’s only activities have been organizational, directed at acquiring a principal asset, raising initial capital and developing its business plan accordingly, the Company is classified as a development stage enterprise in accordance with ASC 915.

### Use of Estimates and Accounting Basis

The preparation of financial statements in conformity with generally accepted accounting principles 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 periods. Actual results could differ from these estimates.

### Cash and Cash Equivalents

Cash and cash equivalents consist of commercial accounts, trust accounts and interest-bearing bank deposits and are carried at cost, which approximates current value. Items are considered to be cash equivalents if the original maturity is three months or less. The Company has no cash balances or cash equivalents at September 30, 2012.

### Concentration of Credit Risk

Financial instruments, which potentially subject us to concentrations of credit risk, consist principally of cash. The Company has a zero cash balance as September 30, 2012.

### Fair Value of Financial Instruments

In accordance with ASC 820, the carrying value of cash and cash equivalents, accounts receivable and accounts payable approximates fair value due to the short-term maturity of these instruments. ASC 820 clarifies the definition of fair value, prescribes methods for measuring fair value, and establishes a fair value hierarchy to classify the inputs used in measuring fair value as follows:

Level 1-Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.

Level 2-Inputs are unadjusted quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data.

Level 3-Inputs are unobservable inputs which reflect the reporting entity’s own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The carrying amounts reported in the balance sheets for accounts payable and accrued expenses approximate their fair market value based on the short-term maturity of these instruments. The following table presents assets and liabilities that are measured and recognized at fair value as of September 30, 2012, on a non-recurring basis:

Assets and liabilities measured at fair value on a recurring and nonrecurring basis at September 30, 2012:

Nonrecurring:

Related Party Payable

Notes Payable

	Level 1	Level 2	Level 3	Total Carrying Value
			125,000	125,000
	\$ -	\$ -	\$ 186,288	\$ 186,288
			311,288	311,288



## NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### Fair Value of Financial Instruments (continued)

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The following is a description of the valuation methodology used to measure fair value, as well as the general classification of such instruments pursuant to the valuation hierarchy.

The method described above may produce a current fair value calculation that may not be indicative of net realizable value or reflective of future fair values. If a readily determined market values became available or if actual performance were to vary appreciably from assumptions used, assumptions may need to be adjusted, which could result in material differences from the recorded carrying amounts. The Company believes its method of determining fair value is appropriate and consistent with other market participants. However, the use of different methodologies or different assumptions to value certain financial instruments could result in a different estimate of fair value.

The following tables present the fair value of financial instruments as of December 31, 2012, by caption on the balance sheet and by ASC 820 valuation hierarchy described above.

	Notes Payable	Payable to Related parties
Level 3 Reconciliation:		
Level 3 assets and liabilities at December 31, 2011:	\$ 186,288	\$ 125,000
Purchases, sales, issuances and settlements (net)	-	-
Total level 3 assets and liabilities at December 31, 2012	\$ 186,288	\$ 125,000

### Revenue Recognition

The Company applies the provisions of FASB ASC 605, "Revenue Recognition in Financial Statements", which provides guidance on the recognition, presentation and disclosure of revenue in financial statements. ASC 605 outlines the basic criteria that must be met to recognize revenue and provides guidance for disclosure related to revenue recognition policies. In general, the Company recognizes revenue related to goods and services provided when (i) persuasive evidence of an arrangement exists, (ii) delivery has occurred or services have been rendered, (iii) the fee is fixed or determinable, and (iv) collectability is reasonably assured.

### Advertising Costs

The Company's policy regarding advertising is to expense advertising when incurred.

### Technology Development Costs

The costs to acquire and develop new technology and enhancements to existing technology are expensed as incurred until such time as technological feasibility is demonstrated.

### Income Taxes

The Company accounts for income taxes under the asset and liability method. Deferred tax assets and liabilities are determined based on differences between the financial reporting and tax bases of assets and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse.

In July, 2006, the FASB issued ASC 740, Accounting for Uncertainty in Income Taxes, which clarifies the accounting for uncertainty in tax positions taken or expected to be taken in a return. ASC 740 provides guidance on the measurement, recognition, classification and disclosure of tax positions, along with accounting for the related interest and penalties. ASC 740 became effective as of January 1, 2007 and had no impact on the Company's financial statements.

The charge for taxation is based on the results for the year as adjusted for items, which are non-assessable or disallowed. It is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

## **NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

### **Basic and Diluted Loss Per Share**

The Company computes loss per share in accordance with ASC 260 "Earnings per Share". Under the provisions of ASC 260, basic loss per share is computed using the weighted average number of common stock outstanding during the period. Diluted loss per share is computed using the weighted average number of common and potentially dilutive common stock outstanding during the period. Basic and diluted loss per share is the same as any exercise of options or warrants would be anti-dilutive. The Company currently has no common stock equivalents.

### **Foreign Currency Translation**

The Company's functional currency is the U.S. dollar. Transactions in foreign currency are translated into U.S. dollars as follows:

- i) monetary items at the rate prevailing at the balance sheet date;
- ii) non-monetary items at the historical exchange rate;
- iii) revenue and expense items at the average rate in effect during the applicable accounting period.

### **Stock Based Compensation**

In 2005, the Company adopted the fair value based method of accounting for stock-based employee compensation in accordance with ASC 718, "Share-Based Payment". The Company uses the Black-Scholes valuation model to value and record expenses relative to share based payments when granted and vested. No options or warrants have been issued as of December 31, 2012.

### **Recent Accounting Pronouncements**

Below is a listing of the most recent accounting pronouncements issued since through May 27, 2010. The Company has evaluated these pronouncements and their adoption has not had or is not expected to have a material impact on the Company's financial positions, results of operations or cash flows.

In January 2010, the FASB issued Accounting Standards Update 2010-02, Consolidation (Topic 810): Accounting and Reporting for Decreases in Ownership of a Subsidiary. This amendment to Topic 810 clarifies, but does not change, the scope of current US GAAP. It clarifies the decrease in ownership provisions of Subtopic 810-10 and removes the potential conflict between guidance in that Subtopic and asset derecognition and gain or loss recognition guidance that may exist in other US GAAP.

In January 2010, the FASB issued Accounting Standards Update 2010-01, Equity (Topic 505): Accounting for Distributions to Shareholders with Components of Stock and Cash (A Consensus of the FASB Emerging Issues Task Force). This amendment to Topic 505 clarifies the stock portion of a distribution to shareholders that allows them to elect to receive cash or stock with a limit on the amount of cash that will be distributed is not a stock dividend for purposes of applying Topics 505 and 260. Effective for interim and annual periods ending on or after December 15, 2009, and would be applied on a retrospective basis.

In December 2009, the FASB issued Accounting Standards Update 2009-17, Consolidations (Topic 810): Improvements to Financial Reporting by Enterprises Involved with Variable Interest Entities. This Accounting Standards Update amends the FASB Accounting Standards Codification for Statement 167.

In December 2009, the FASB issued Accounting Standards Update 2009-16, Transfers and Servicing (Topic 860): Accounting for Transfers of Financial Assets. This Accounting Standards Update amends the FASB Accounting Standards Codification for Statement 166.

In October 2009, the FASB issued Accounting Standards Update 2009-15, Accounting for Own-Share Lending Arrangements in Contemplation of Convertible Debt Issuance or Other Financing. This Accounting Standards Update amends the FASB Accounting Standard Codification for EITF 09-1.

In October 2009, the FASB issued Accounting Standards Update 2009-14, Software (Topic 985): Certain Revenue

## NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### Recent Accounting Pronouncements (continued)

**Arrangements That Include Software Elements.** This update changed the accounting model for revenue arrangements that include both tangible products and software elements. Effective prospectively for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010. Early adoption is permitted.

In October 2009, the FASB issued Accounting Standards Update 2009-13, Revenue Recognition Topic 605): Multiple-Deliverable Revenue Arrangements. This update addressed the accounting for multiple-deliverable arrangements to enable vendors to account for products or services (deliverables) separately rather than a combined unit and will be separated in more circumstances than under existing US GAAP. This amendment has eliminated that residual method of allocation. Effective prospectively for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010. Early adoption is permitted.

In September 2009, the FASB issued Accounting Standards Update 2009-12, Fair Value Measurements and Disclosures (Topic 820): Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent). This update provides amendments to Topic 820 for the fair value measurement of investments in certain entities that calculate net asset value per share (or its equivalent). It is effective for interim and annual periods ending after December 15, 2009. Early application is permitted in financial statements for earlier interim and annual periods that have not been issued.

In July 2009, the FASB ratified the consensus reached by ASC Topic 470 "Accounting for Own-Share Lending Arrangements in Contemplation of Convertible Debt Issuance". The provisions of ASC 470, clarifies the accounting treatment and disclosure of share-lending arrangements that are classified as equity in the financial statements of the share lender. An example of a share-lending arrangement is an agreement between the Company (share lender) and an investment bank (share borrower) which allows the investment bank to use the loaned shares to enter into equity derivative contracts with investors. ASC 470 is effective for fiscal years that beginning on or after December 15, 2009 and requires retrospective application for all arrangements outstanding as of the beginning of fiscal years beginning on or after December 15, 2009. Share -lending arrangements that have been terminated as a result of counterparty default prior to December 15, 2009, but for which the entity has not reached a final settlement as of December 15, 2009 are within the scope. Effective for share-lending arrangements entered into on or after the beginning of the first reporting period that begins on or after June 15, 2009.

In June 2009, the FASB issued FASB ASC 810-10-65 (Prior authoritative literature: SFAS No. 167, "*Amendments to FASB Interpretation No. 46(R)*") which amends the consolidation guidance applicable to a variable interest entity ("VIE"). This standard also amends the guidance governing the determination of whether an enterprise is the primary beneficiary of a VIE, and is therefore required to consolidate an entity, by requiring a qualitative analysis rather than a quantitative analysis. Previously, the standard required reconsideration of whether an enterprise was the primary beneficiary of a VIE only when specific events had occurred. This standard is effective for fiscal years beginning after November 15, 2009, and for interim periods within those fiscal years. Early adoption is prohibited.

In June 2009, FASB issued ASC 105-10 (Prior authoritative literature: SFAS No. 168, "*The FASB Accounting Standards Codification TM and the Hierarchy of Generally Accepted Accounting Principles - a replacement of FASB Statement No. 162*"). FASB ASC 105-10 establishes the FASB Accounting Standards Codification TM (Codification) as the source of authoritative accounting principles recognized by the FASB to be applied by nongovernmental entities in the preparation of financial statements in conformity with GAAP. FASB ASC 105-10 is effective for financial statements issued for fiscal years and interim periods ending after September 15, 2009. As such, the Company is required to adopt these provisions at the beginning of the fiscal year ending September 30, 2009.

In June 2009, the FASB ASC 860-10 (Prior authoritative literature: issued SFAS No. 166, "*Accounting for Transfers of Financial Assets, an Amendment of FASB Statement No. 140*"), which eliminates the concept of a

## **NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

### Recent Accounting Pronouncements (continued)

qualifying special-purpose entity (“QSPE”), clarifies and amends the de-recognition criteria for a transfer to be accounted for as a sale, amends and clarifies the unit of account eligible for sale accounting and requires that a transferor initially measure at fair value and recognize all assets obtained and liabilities incurred as a result of a transfer of an entire financial asset or group of financial assets accounted for as a sale. This standard is effective for fiscal years beginning after November 15, 2009.

In May 2009, FASB issued FASB ASC 855-10 (Prior authoritative literature: SFAS No. 165, “*Subsequent Events*”). FASB ASC 855-10 establishes principles and requirements for the reporting of events or transactions that occur after the balance sheet date, but before financial statements are issued or are available to be issued. FASB ASC 855 -10 is effective for financial statements issued for fiscal years and interim periods ending after June 15, 2009. As such, the Company adopted these provisions at the beginning of the interim period ended June 30, 2009.

In April, 2009, the FASB issued FASB ASC 810-10-65 (Prior authoritative literature: SFAS No. 164, “*Not-for-Profit Entities: Mergers and Acquisitions*”) which governs the information that a not-for-profit entity should provide in its financial reports about a combination with one or more other not-for-profit entities, businesses or nonprofit activities and sets out the principles and requirements for how a not-for-profit entity should determine whether a combination is in fact a merger or an acquisition. This standard is effective for mergers occurring on or after Dec. 15, 2009 and for acquisitions where the acquisition date is on or after the beginning of the first annual reporting period, beginning on or after Dec. 15, 2009. This standard does not apply to the Company since the Company is considered a for-profit entity

## **NOTE 2 - LICENSE AND TECHNOLOGY RIGHTS**

On October 12, 2000 the Company acquired a license to certain technology and intellectual property from Colin V. Hall, the developer of the technology, and a group of investors. The license granted a non-exclusive right to manufacture, market and sell a thermal destructor (“soil Remediator”) for on-site remediation to industrial, petrochemical and site remediation organizations. The technology and intellectual property acquired included all

licensing, modification, marketing, distribution and sales rights worldwide in perpetuity. Under the terms of the Agreement and License, a cash payment of \$2,000 was made on behalf of the Company and the Company issued three and one half million (3,500,000) shares of common stock.

On October 1, 2002, the Company entered into a joint venture agreement (the “Agreement”) with EcoTech Waste Management Systems (1991) Inc. (“EcoTech”) to design the systems for the soil Remediator and provide marketing and business concept expertise.

On May 23, 2006, the Company entered into a joint venture with ecoTECH (“the Strategic Alliance Agreement”) to develop a portable soil remediation system to clean soils contaminated by industrial use. Further, ecoTECH agreed to build portable high temperature burner units for a cost not to exceed \$2 million per unit. The Company would then be the exclusive distributor under revenue sharing arrangements to be negotiated.

On October 12, 2006, the Company and ecoTECH signed an addendum to the Strategic Alliance Agreement, whereby, in consideration for \$2,000 to be paid to ecoTECH, the parties agreed to expand their business relationship to include portable high temperature steam generation technology and to market portable high temperature burner gasifier systems. The Company’s president, Colin Hall, is also a principal of ecoTECH. The Company has not recorded any capitalized costs for any licensed technology at September 30, 2012 because technological feasibility was not accomplished.

On July 14, 2009, Mr. Colin Hall resigned as President, Secretary, Treasurer and Director of the Company. Concurrent with this resignation, all license and technology rights have been cancelled. In addition the Agreement with EcoTech and an addendum to the Agreement has been cancelled.

### **NOTE 3 - RELATED PARTY TRANSACTIONS**

During the year ended December 31, 2012 the Company carried out a number of transactions with related parties in the normal course of business. These transactions were recorded at their exchange amount, which is the amount of consideration established and agreed to by the related parties.

Except as disclosed elsewhere in these notes, following are related party transactions and amounts owing:

As of December 31, 2012, \$125,000 was owing to the officers and directors of the Company. During the nine (9) ended September 30, 2012 the Company borrowed \$50,000 and repaid \$-0- related to these payables. In the year ending 2011 they borrowed \$75,000 and repaid \$-0-. The amounts owed bear an interest rate of five percent (5%), convertible to common stock shares of the Company at par and due upon demand.

### **NOTE 4 - NOTES PAYABLE**

As of September 30, 2012 the Company owes third parties \$186,288 in promissory notes. These notes are unsecured, accrued no interest and are due on demand.

Additionally, the Company owed \$120,400 and 110,400 in convertible promissory notes payable to unrelated parties as of September 30, 2012, respectively. These notes bear interest at a rate equal to the 3 yr. T-note plus 275 basis points and are computed annually.

During the fourth quarter ending December 31, 2012, the Company had an additional 20,192 in short term notes payable.

### **NOTE 5 - CAPITAL STOCK**

The Company has two classes of stock: (1) Preferred stock, 20,000,000 shares authorized 38,000 shares issued and outstanding. Each preferred share is convertible into 50 shares of the Company's common stock. And (2) the Company also has voting common stock of 100,000,000 shares authorized, with 33,576,746 shares issued and outstanding. No dividends have been paid as of December 31, 2012.

On October 12, 2000, the Company issued 3,500,000 shares of common stock at \$0.001 per share in compensation for the acquisition of a license agreement to certain technology and intellectual property, and issued 1,500,000 shares of common stock at \$0.001 per share in compensation for organizational expenses.

In 2003, the Company issued 310,000 restricted shares of common stock at \$0.01 per share pursuant to a private placement in the amount of \$3,100, and issued 281,725 free trading and 2,267,000 restricted shares of common stock for settlement of a \$96,939 payable.

On December 1, 2003, the Company acquired and cancelled 750,000 restricted shares of common stock for the consideration of \$1.00.

On April 12, 2004, the Company issued 419,300 shares of common stock at \$0.04 per share in settlement of \$16,772 in promissory notes payable.

During April of 2004, the Company received \$85,228 in stock subscriptions. The shares issued in September 2005 and February 2006 described below were associated with this stock subscription.

On September 30, 2005, the Company recorded the issuance of 2,130,705 common shares at \$0.04 per share in settlement of share subscriptions received by the Company on October 1, 2004.

On February 9, 2006, the Company issued 1,000,000 shares of common stock at \$0.10 per share pursuant to a private placement in the amount of \$100,000 and issued 375,000 shares for cash at \$0.04 in the amount of \$15,000.

## **NOTE 5 - CAPITAL STOCK**

On June 9, 2006, the Company issued 250,000 shares of common stock at \$0.04 per share in settlement of a \$10,000 promissory note payable.

On September 28, 2006, the Company issued 750,000 restricted shares of common stock at \$0.10 per share pursuant to a private placement in the amount of \$75,000.

On December 3, 2008, the Company issued 1,200,000 restricted shares of common stock at \$0.10 per share for services valued at \$120,000.

On December 3, 2008, the Company issued 2,226,350 restricted shares of common stock at \$0.10 per share for debt in the amount of \$222,635.

On February 1, 2011, the Company issued 38,000 shares of preferred stock at par for services.

On January 31, 2011, the Company issued 200,000 shares of common stock at \$0.04 per share for intangible assets.

On April 8, 2011, the Company issued 666,666 shares of common stock at \$0.02068966 per share pursuant to a private placement in the amount of \$13,793.03.

On April 8, 2011, the Company issued 1,000,000 shares of common stock at \$0.02068966 per share pursuant to a private placement in the amount of \$20,689.41.

On April 8, 2011, the Company issued 750,000 shares of common stock at \$0.02068966 per share pursuant to a private placement in the amount of \$15,517.28.

On March 2, 2011, the Company entered into a drawdown equity financing agreement with Auctus Private Equity Fund, LLC ("Auctus"), pursuant to which we may, from time to time, issue and sell to Auctus up to \$10,000,000 of our common stock, at a price per share to be determined at the time of sale.

On November 6, 2012 the Company issued 12,000,000 shares of common stock at \$.003 per share pursuant to a private placement in the amount of \$36,000.

On December 12, 2012 the Company issued 3,000,000 shares of common stock at \$.001 per share pursuant to a private placement in the amount of \$3,000

## **NOTE -6- STOCK OPTIONS**

On July 21, 2004, the Company registered its Performance Stock Plan (the "Plan"), under the Securities Act of 1933 (the "Act"), for up to 1,000,000 stock options, which may be granted to employees, directors and consultants. The Company has not granted any stock options since inception and there were no stock options outstanding as of December 31, 2012.

## NOTE 7 - INCOME TAXES

The Financial Accounting Standards Board (FASB) has issued FASB ASC 740-10 (Prior authoritative literature: Financial Interpretation No. 48, "Accounting for Uncertainty in Income Taxes - An Interpretation of FASB Statement No. 109 (FIN 48)"). FASB ASC 740-10 clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements in accordance with prior literature FASB Statement No. 109, Accounting for Income Taxes. This standard requires a company to determine whether it is more likely than not that a tax position will be sustained upon examination based upon the technical merits of the position. If the more-likely-than-not threshold is met, a company must measure the tax position to determine the amount to recognize in the financial statements. As a result of the implementation of this standard, the Company performed a review of its material tax positions in accordance with recognition and measurement standards established by FASB ASC 740-10.

Deferred taxes are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carry forwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax basis. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

Deferred tax assets and the valuation account are as follows:

	2012	2011
Deferred tax assets:		
NOL carryover	\$ (17,500)	\$ (32,500)
Valuation allowance	(17,500)	(32,500)
Net deferred tax asset	\$ -	\$ -

The income tax provision differs from the amount of income tax determined by applying the U.S. federal and state income tax rates of 39% to pretax income from continuing operations for the years ended December 31, 2012 and 2010. The components of income tax expense are as follows:

	2012	2011
Book loss	\$ (388,123)	\$ (370,623)
Common stock issued for services	-	50,000
Amortization of beneficial conversion feature	-	-
Valuation allowance	388,123	320,623
	\$ -	\$ -

## NOTE 7 - INCOME TAXES (CONTINUED)

The Company has adopted FASB ASC 740-10 to account for income taxes. The Company currently has no issues creating timing differences that would mandate deferred tax expense. Net operating losses would create possible tax assets in future years. Due to the uncertainty of the utilization of net operating loss carry forwards, an evaluation allowance has been made to the extent of any tax benefit that net operating losses may generate. A provision for income taxes has not been made due to net operating loss carry-forwards of \$719,581 as of September 30, 2012 which may be offset against future taxable income through 2030. No tax benefit has been reported in the financial statements.

A reconciliation of the beginning and ending amount of unrecognized tax benefits is as follows:

	December 31,	
	2012	2011
Beginning Balance	\$ -	\$ -
Additions based on tax positions related to current year	-	-
Additions for tax positions of prior years	-	-
Reductions for tax positions of prior years	-	-
Reductions in benefit due to income tax expense	-	-
Ending balance	\$ -	\$ -

The Company did not have any tax positions for which it is reasonably possible that the total amount of unrecognized tax benefits will significantly increase or decrease within the next 12 months.

The Company includes interest and penalties arising from the underpayment of income taxes in the consolidated statements of operations in the provision for income taxes. As of September 30, 2012, the Company had no accrued interest or penalties related to uncertain tax positions.

## NOTE 8 - CONTRACTUAL OBLIGATIONS AND COMMITMENTS

The company entered into a letter of intent ("LOI") with Alten Power Corporation on July 27, 2009 to acquire certain sales, marketing and distribution rights to EnEco Systems Inc. waste to energy technology. Subsequent to this agreement, Solanbridge and Alten jointly funded a peer review of the EnEco Systems Inc. technology, including the scope of the technology, the modular aspect of the technology, the upper and lower size limits of the technology, the requirements from the host (municipality) for the project to succeed, the "project variables" for a given range of plant sizes, and more. The LOI calls for a due diligence on the technology, which was concluded in November 2009. The due diligence on the potential locations in Mexico is ongoing. According to the terms of the agreement, the Company would acquire any and all rights to projects that have been initiated by Alten, including but not limited to feasibility/viability assessments for waste to energy facilities in Central and South America, the United States, and Canada. The transfer would be completed following payment of two hundred thousand (\$200,000) plus three million (3,000,000) common shares of Solanbridge. Negotiations are ongoing between Alten and certain municipalities in Mexico as well as certain projects in Panama.

The Company entered into a memorandum of understanding ("MOU") dated August 25, 2009 to form a joint venture with Geo Finance Corporation ("Geo Finance") a company involved in the sales, marketing and leasing of geothermal heat pump products and fields whereby Solanbridge will provide working capital and Geo Finance will provide its business model as well as full inclusion of its client list as well as all sales and marketing IT of geothermal heat pump renewable energy programs. The joint venture will be established by means of a Limited Liability Company (LLC) under United States law, with its place of business being in the State of Nevada. According to the terms of the MOU, the joint venture shall be 51% owned by Solanbridge and 49% by Geo Finance. There is a 60-day negotiation period to formalize the MOU and a performance date of ninety (90) days thereafter for Solanbridge to provide the required working capital of five hundred thousand dollars (\$500,000) for the joint venture. This date was previously extended to June 30, 2010. The Company has decided not to further extend the negotiation period with Geo Finance as the proposed projects have not been successful to date.



## **NOTE 8 - CONTRACTUAL OBLIGATIONS AND COMMITMENTS (CONTINUED)**

The company has entered into a memorandum of understanding ("MOU") on September 15, 2009 to acquire technology-leasing rights for sales, marketing and distribution to both a liquid extraction system and a pyrolysis hydrocarbon gasification system owned by American Resource Petroleum Corporation of Utah. Prototype trials are on-going and initial results are encouraging. The hydrocarbon gasification system unit has evolved into a full-scale commercial unit and while still in the proving out stage the initial results have proved encouraging. The MOU calls for a due diligence period, which was to be concluded by October 31, 2009; however, it was extended to June 30, 2010 to facilitate on-going testing. According to the terms of the agreement, the territory includes the exclusive rights for Mexico, Central and South America as well as additional joint venture rights for North American projects with the existing rights holder. The agreement calls for a royalty, which is not to exceed 5% of the net production revenues as well as a payment of three million (3,000,000) common shares of Solanbridge. The Company has further extended the due diligence period in order to allow the technology owner to complete its financing and prototype build-out.

If the MOU's or LOI's do not proceed to fruition, the Company has no further obligations for cash commitments.

On January 10, 2011, the board of directors appointed Mr. Charles R. Shirley, Mr. Earle G. Hickey, Mr. Joseph Curci and Ms. Rosalia Miray to the board of directors. Such appointments were made pursuant to a letter of intent by and between the Company and Corbridge Group, Inc. ("Corbridge"), dated January 5, 2011 (the "LOI"). Also on January 10, 2011, Mr. David J. Eckert resigned from the board of directors pursuant to the LOI. The Company remains in discussion with Corbridge regarding the purchase of the assets of Corbridge and its subsidiaries by Solanbridge Group, Inc.

On March 2, 2011, the Company entered into the Drawdown Agreement and a registration rights agreement (the "Registration Agreement" and, collectively with the Drawdown Agreement, the "Agreements") with Auctus. In accordance with the Agreements, Auctus has committed, subject to certain conditions, to purchase up to \$10 million of the Company's common stock over a term of up to three (3) years. Although the Company is not mandated to sell shares under the Agreements, the Agreements give the Company the option to sell to Auctus shares of common stock at a per share purchase price equal to 93% of the lowest closing bid price during the five consecutive trading days immediately following the Company's delivery of a notice to Auctus. At its option, the Company may set a floor price under which Auctus may not sell the shares which were the subject of such Notice. The floor shall be 75% of the average closing bid price of the stock over the preceding ten days prior to delivery of such Notice and can be waived at the discretion of the Company. The maximum amount of common stock that the Company can sell pursuant to a notice is the greater of: (i) One Hundred Fifty Thousand Dollars (\$150,000) or (ii) two hundred (200%) percent of the average daily volume based on the trailing ten (10) days preceding the date of delivery of such notice.

Auctus is not required to purchase the shares, unless the shares have been registered for resale and are freely tradable in accordance with the federal securities laws, including the Act, and except for conditions set forth in the Drawdown Agreement that are outside of Auctus' control. The Company is obligated to file with the SEC a registration statement on Form S-1 within 30 days from the date of the Agreements and to use all commercially reasonable efforts to have such registration statement declared effective by the SEC within 120 days of such filing. The Company has agreed to pay Auctus a non-refundable origination fee equal to One Hundred Sixty Thousand Shares (160,000) of restricted common stock.

On March 18, 2013 Solanbridge Group, Inc. announced its subsidiary, David's Steak and Seafood, has entered into a letter of intent to purchase Pisano's Restaurant, which will be renamed David's On The River. The letter of intent includes a 2 year lease with the option to buy all of the real estate and building located at 4445 Dixie Hwy NE in Palm Bay, Florida for \$1 million. The company plans to enter into a definitive agreement within 45 days if there are no engineering setbacks, as they survey the land and building which is located directly on the Indian River.

## **NOTE 8 - CONTRACTUAL OBLIGATIONS AND COMMITMENTS (CONTINUED)**

On July 29, 2012, Mr. Earle G. Hickey resigned from the Board of Directors and all other official positions with the Company.

On September 29, 2012, Mr. Joseph Curci resigned from the Board of Directors and all other official positions with the Company.

On October 29, 2012, Mr. Charles R. Shirley resigned from the Board of Directors and as Chief Executive Officer and all other official positions with the Company.

## **NOTE 9 – ISSUANCE HISTORY**

Mr. David Green, CEO and Director, was issued 2,000,000,000 shares of restricted stock to per Employment Agreement.

Mrs. Bogosh, President, is compensated \$50,000, paid in the Company's restricted stock. She owns 2,500,000 shares of Restricted Common Stock of the Company.

## **NOTE 9 - SUBSEQUENT EVENTS**

Solanbridge Group, Inc. announces it has accepted the resignation of Matthew Nicoletti from all of his positions with the company on January 31, 2013.

February 7, 2013 Solanbridge Group, Inc announce it has completed the acquisition of David's Steak and Seafood Restaurant, an upscale steak house, which presents fine dining in an elegant atmosphere in the heart of Melbourne Beach, offering guests the finest cuts of choice USDA meats, fresh seafood, and much more. From October 2012 through December 31, 2012, David's Steak and Seafood had a net income of \$15,193. As part of the agreement, Mr. David Green, will become the Chief Executive Officer and Director of Solanbridge Group and Mrs. Jenifer Bogosh will become President of Solanbridge Group, Inc.

February 20, 2013 Solanbridge Group, Inc announced its subsidiary, David's Steak and Seafood Restaurant has secured a one year lease extension located its location in Melbourne Beach, FL. The company has its focus on expanding to multiple locations within the next three years.

February 20, 2013 Solanbridge Group, Inc. announces the resignation of Mr. Charles Lance from all of his positions with the company. Mr. Lance resigned to pursue other opportunities and management does not know of any disagreement with Mr. Lance on any matter relation to the issuer's operations, policies or practices.

March 20, 2013 Solanbridge Group, Inc announced that its management team has decided to move its corporate offices to Atlanta, GA to expand its operations to a larger market in the South East Region. The company has decided to begin the process of franchising its upscale steakhouse, and chose Atlanta as the most advantageous market to being the process.

April 2, 2013 Solanbridge Group, Inc announced that David's Steak and Seafood has recorder its highest month in sales in its three year history. They have started renovation the restaurant inside and out providing its guests with a new and improved atmosphere.

April 16, 2013 Solanbridge Group, Inc announces that David's Steak and Seafood, a subsidiary of Solanbridge Group, Inc., has secured its business license with the city of Palm Bay for its new restaurant David's On The River. The company entered into a letter of intent to purchase Paisano's Restaurant. The intent included a 2 year lease agreement with the option to purchase real-estate and building located at 4445 Dixie Hwy NE Palm Bay, FL. The property is located directly on the Indian River. The company plans on entering into a definitive agreement after its 45 due diligence period. They are on target to hold their grand opening on July 4, 2013.

**NOTE 9 - SUBSEQUENT EVENTS (CONTINUED)**

May 14, 2013 Solanbridge Group, Inc. announced that it has entered into a purchase agreement with Thursdays Too, located at 147 Herlong Ave., Rock Hill, South Carolina. The company plans to create a new upscale steak house for Rock Hill. Thursdays Too offers a large bar and dining area as well as a private dining room, which is available for private parties and can accommodate up to 50 guests. The company is set to update the restaurant over the next 90 days by adding to the existing kitchen and renovating the inside and out in order to offer consumers a sophisticated atmosphere.