SAN WEST, INC.

FINANCIAL STATEMENTS (UNAUDITED)

FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

CONTENTS

San West, Inc.
Balance Sheets (Unaudited)

	December 31, 2014	December 31, 2013
ASSETS		
CURRENT ASSETS		
Cash	2,661	14,015
Accounts receivable	-	35,941
Other current assets	18,231	78,413
Total current assets	20,892	128,369
Fixed assets	130,226	130,226
Accumulated depreciation	(122,869)	(111,736)
Net fixed assets	7,357	18,490
Intangible asset	450,000	450,000
Deposits	5,200	6,195
Total assets	483,449	603,054
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accounts payable	147,407	166,131
Other current liabilities	974,066	952,597
Convertible promissory notes	355,481	275,646
Notes payable	169,644	191,644
Loans from shareholder	59,560	216,950
Total current liabilities	1,706,158	1,802,968
Commitments and contingencies	-	-
STOCKHOLDERS' DEFICIT		
Preferred stock, no par value, 10,000,000 shares authorized; issued 161,100 at December 31, 2014 and 2013.	161,100	161,100
Common stock, no par value, 800,000,000 shares authorized; issued and outstanding 477,624,086 and 261,624,086 at December 31, 2014 and 2013, respectively.	2,604,811	2,388,811
Accumulated deficit	(3,988,620)	(3,749,825)
Total stockholders' deficit	(1,222,709)	(1,199,914)
Total liabilities and shareholder deficit	483,449	603,054

The accompanying notes are an integral part of these consolidated financial statements

San West, Inc.

Statements of Operations (Unaudited)

	Years Ended December 31, 2014	Years Ended December 31, 2013
Revenue	$ 513,465	$ 545,497
Cost of goods sold	443,602	449,523
Gross profit	69,863	95,974
Expenses:		
Selling, general and administrative	208,299	224,376
Total expenses	208,299	224,376
Loss from operations	(138,436)	(128,402)
Other expense:		
Gain on debt forgiveness due to legal settlement	-	191,669
Payables written off	-	672,997
Interest expense	(100,359)	(93,322)
Total other expense	(100,359)	771,344
Net earnings (loss)	$ (238,795)	$ 642,942
Net loss per share of common stock outstanding:		
Basic	$ (0.001)	$ 0.003
Diluted	n/a	$ 0.001
Weighted average common shares outstanding:		
Basic	411,936,415	253,227,794
Diluted	n/a	745,860,433

The accompanying notes are an integral part of these consolidated financial statements

San West, Inc.
Statement of Stockholders' Deficit (Unaudited)
For the Years Ended December 31, 2014 and 2013

	Preferred Stock		Common Stock		Accumulated	Total Stockholders'
	Shares	Amount	Shares	Amount	Deficit	Deficit
Balances December 31, 2012	161,100	$ 161,100	248,153,500	$ 2,326,311	$ (4,392,767)	$ (1,905,356)
Series A Preferred stock issued for cash	2,500	2,500	-	-	-	2,500
Series A Preferred stock converted to common stock	(2,500)	(2,500)	1,470,586	2,500	-	-
Common stock exchanged for debt weighted average price of $0.005	-	-	12,000,000	60,000	-	60,000
Net loss	-	-	-	-	642,942	642,942
Balances December 31, 2013	161,100	161,100	261,624,086	2,388,811	(3,749,825)	(1,199,914)
Common stock exchanged for debt weighted average price of $0.001	-	-	216,000,000	216,000	-	216,000
Net loss	-	-	-	-	(238,795)	(238,795)
Balances December 31, 2014	161,100	$ 161,100	477,624,086	$ 2,604,811	$ (3,988,620)	$ (1,222,709)

The accompanying notes are an integral part of these consolidated financial statements

San West, Inc.
Statements of Cash Flow (Unaudited)

	Years Ended December 31,	
	2014	2013
Cash flows from operating activities:		
Net income (loss)	$ (238,795)	$ 642,942
Adjustments to reconcile net loss to net cash used by operating activities:		
Depreciation	11,133	17,014
Gain on debt forgivEness due to legal settlement	-	(191,669)
Payables written off	-	(672,997)
Changes in operating assets and liabilities:		
Decrease (increase) in accounts receivable	35,941	(4,596)
Decrease (increase) in other current assets	60,182	4,626
Decrease (increase) in deposits	995	(600)
Increase (decrease) in accounts payable	(18,724)	12,083
Increase (decrease) other current liabilities	92,105	186,618
Net cash used by operating activities	(57,163)	(6,579)
Cash flows from financing activities:		
Proceeds from the issuance of preferred stock	-	2,500
Proceeds from convertible notes payable	79,835	31,396
Proceeds from notes payable	14,500	-
Payments on notes payable	(22,000)	(9,004)
Payments on capital lease obligations	(26,526)	(5,000)
Net cash provided by financing activities	45,809	19,892
Net increase (decrease) in cash	(11,354)	13,313
Cash, beginning of period	14,015	702
Cash, end of period	$ 2,661	$ 14,015
Supplemental disclosure of cash flow information:		
Cash paid for interest	$ -	$ -
Cash paid for taxes	$ -	$ -
Supplemental disclosure of non-cash transactions:		
Common stock issued for conversion of notes payable	$ 216,000	$ 60,000
Common stock issued for conversion of preferred stock	$ -	$ 2,500

The accompanying notes are an integral part of these consolidated financial statements

NOTE 1 – ORGNIZATION AND GOING CONCERN

Organization

San West, Inc. ("San West", the "Company", or "we") is a Nevada Corporation, established in July, 2001. The Company manages all sales and customer support activities and entered into a capital lease to operate the website www.countyimports.com which sells Scooters, UTV's, ATV's, off-road buggies, motorcycles and related after market performance products and accessories built in China for the U.S. market.

In August 2008, the Company purchased 100% of the outstanding stock of Buggy World, Inc. With the acquisition of Buggy World, San West expanded their presence in the southern California retail market. The accompanying financial statements reflect the activity of Buggy World since its acquisition.

On June 5, 2009, San West completed a reverse merger into a public shell company, Human BioSystems. The merger was accounted for as a "reverse merger" Human BioSystems changed its name to San West, Inc. on July 31, 2009. The Company is listed on the OTC Bulletin Board under the ticker symbol SNWT. The authorized capital stock of San West, Inc. is 800,000,000 shares of common stock no par value and 10,000,000 shares of preferred stock no par value.

Going Concern

The Company has sustained operating losses since inception. As of December 31, 2014, the Company has an accumulated deficit of $3,988,620 and negative working capital of $1,685,266. The Company has and will continue to use capital to maintain operations and grow. These factors raise substantial doubt about the ability of the Company to continue as a going concern. In this regard, management is proposing to raise any necessary additional funds not provided by operations through loans or through additional sales of their common stock. There is no assurance that the Company will be successful in raising this additional capital or in achieving profitable operations.

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles in the United States of America, which contemplate continuation of the Company as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or amounts and classification of liabilities that might result from the going concern uncertainty.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The unaudited financial statements of San West, Inc. as of December 31, 2014 and 2013 have been prepared in accordance with accounting principles generally accepted in the United States. In the opinion of management, all adjustments (consisting only of normal recurring adjustments) considered necessary for a fair presentation of the financial information have been included. The Company did not record an income tax provision during the periods presented due to net taxable losses.

Accounting estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles ("GAAP") 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 significantly from those estimates.

Cash and cash equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents. Cash and cash equivalents may at times exceed federally insured limits. To minimize this risk, the Company places its cash and cash equivalents with high credit quality institutions.

Accounts Receivable

Accounts receivable are reported at the customers' outstanding balances. The Company does not have a history of significant bad debt and has not recorded any allowance for doubtful accounts. Interest is not accrued on overdue accounts receivable. The Company evaluates receivables on a regular basis for potential reserve.

Inventory

The Company does not maintain inventory. All customer sales are fulfilled via drop-shipment directly from our supplier's distribution centers.

Fixed Assets

Property and equipment are stated at cost. Major renewals and improvements are charged to the asset accounts while replacements, maintenance and repairs, which do not improve or extend the lives of the respective assets, are expensed. At the time property and equipment are retired or otherwise disposed of, the asset and related accumulated depreciation accounts are relieved of the applicable amounts. Gains or losses from retirements or sales are credited or charged to income.

Depreciation is computed for financial statement purposes on a straight-line basis over estimated useful lives of the related assets. The estimated useful lives of depreciable assets are:

Computer equipment and software:	3 years
Furniture and fixtures:	5 – 7 years
Machinery and equipment :	5 – 7 years
Leasehold improvements:	7 years

For federal income tax purposes, depreciation is computed under the modified accelerated cost recovery system. For book purposes, depreciation is computed under the straight-line method.

Intangible Assets

Intangible assets deemed to have indefinite useful lives, which in the Company’s case includes the website, www.countyimports.com, is not amortized and is subject to annual impairment tests. In addition, intangible assets are tested for impairment whenever events or changes in circumstances suggest that an asset’s carrying value may not be fully recoverable. An impairment loss, generally calculated as the difference between the estimated fair value and the carrying value of an asset, is recognized if the sum of the estimated undiscounted cash flows relating to the asset is less than the corresponding carrying value. Impairment exists if the carrying value of the indefinite-lived intangible asset exceeds its fair value. No impairment was recognized for the intangible asset during the year ended December 31, 2014 or 2013.

Revenue and Cost of Goods Sold

Revenue and cost of goods sold from the sale of vehicles and accessories is recognized when the earning process is complete and the risk and rewards of ownership have transferred to the customer, which is generally considered to have occurred upon the delivery of product to the customer. The Company does not provide warranties. Warranties are generally provided by the manufacturer of the items we sell.

Advertising Costs

The Company expenses all advertising as incurred. During the years ended December 31, 2014 and 2013, the Company incurred approximately $46,841 and $19,385, respectively in marketing and advertising expense.

Fair Value Measurement

The carrying amounts reported in the condensed consolidated balance sheets for cash and cash equivalents, accounts receivable, accounts payable, accrued expenses, and other current assets and liabilities approximate fair value due to relatively short periods to maturity. It is not practical to determine the fair value of our notes payable due to the complex terms. Management is of the opinion that the Company is not exposed to significant interest or credit risks arising from these financial instruments.

Income Taxes

The Company accounts for income taxes using the asset and liability method. Under the asset and liability method, deferred tax assets and liabilities are recognized for the future tax consequences attributed to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and tax credits and loss carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences and carry-forwards are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. A valuation allowance is established when necessary to reduce deferred tax assets to amounts expected to be realized. The Company reports a liability for unrecognized tax benefits resulting from uncertain income tax positions, if any, taken or expected to be taken in an income tax return. Estimated interest and penalties are recorded as a component of interest expense or other expense, respectively.

Net Income (Loss) Per Share

The computation of basic earnings per share ("EPS") is based on the weighted average number of shares that were outstanding during the period, including shares of common stock that are issuable at the end of the reporting period. The computation of diluted EPS is based on the number of basic weighted-average shares outstanding plus the number of common shares that would be issued assuming the exercise of all potentially dilutive common shares outstanding using the treasury stock method. The computation of diluted net income per share does not assume conversion, exercise or contingent issuance of securities that would have an antidilutive effect on earnings per share. Therefore, when calculating EPS if the Company experienced a loss, there is no inclusion of dilutive securities as their inclusion in the EPS calculation is antidilutive. Furthermore, options and warrants will have a dilutive effect under the treasury stock method only when the average market price of the common stock during the period exceeds the exercise price of the options or warrants (they are in the money).

Following is the computation of basic and diluted net loss per share for the years ended December 31, 2014 and 2013:

	2014	2013
Basic and Diluted EPS Computation		
Numerator:		
Income (loss) available to common stockholders'	$ (238,795)	$ 642,942
Denominator:		
Weighted average number of common shares outstanding - Basic	411,936,415	253,227,794
Weighted average number of common shares outstanding - Diluted	n/a	745,860,433
Basic EPS	$ (0.001)	$ 0.003
Diluted EPS	n/a	$ 0.001

The shares listed below represent the shares issuable upon conversion of debt and Series A preferred stock:

	2014	2013
Convertible debt	168,911,822	334,691,463
Series A preferred stock	172,299,465	157,941,176

Recent Accounting Pronouncements

In February 2015, the FASB issued ASU 2015-02, "Amendments to the Consolidation Analysis", which amends the consolidation requirements in ASC 810 and significantly changes the consolidation analysis required under U.S. GAAP relating to whether or not to consolidate certain legal entities. Early adoption is permitted. The Company's effective date for adoption is January 1, 2016. The Company does not expect this accounting update to have a material effect on its consolidated financial statements in future periods, although that could change.

In January 2015, the FASB issued ASU 2015-01, "Simplifying Income Statement Presentation by Eliminating the Concept of Extraordinary Items", which eliminates the concept from U.S. GAAP the concept of an extraordinary item. Under the ASU, an entity will no longer (1) segregate an extraordinary item from the results of ordinary operations; (2) separately present an extraordinary item on its income statement, net of tax, after income from continuing operations; or (3) disclose income taxes and earnings-per-share data applicable to an extraordinary item. Early adoption is permitted. The Company's effective date for adoption is January 1, 2016. The Company does not expect this accounting update to have a material effect on its consolidated financial statements in future periods, although that could change.

We review new accounting standards as issued. Although some of these accounting standards issued or effective after the end of our previous fiscal year may be applicable to us, we have not identified any standards that we believe merit further discussion. We believe that none of the new standards will have a significant impact on our financial statements.

NOTE 3 - LEGAL PROCEEDINGS

Express Working Capital, LLC v. San West, Inc. d/b/a Buggy World/County Imports, Frank J. Drechsler and Vladimir Cood, et. al. (116th Judicial District Court, Dallas County, Texas, Cause No. DC 12-05315). On May 14, 2012, Express Working Capital, LLC ("EWC") commenced civil actions against the Company in the 116th Judicial District Court, Dallas County, Texas_as a result of a contract breach stemming from nonpayment of amounts due under the Future Receivables Sale Agreement (the "FRSA") entered into on January 9, 2012. On April 25, 2013, the court ordered a default judgment against the Company and its Chief Executive Officer. Following the judgment on October 24, 2013, EWC and the Company reached an agreement whereby the Company executed a promissory note to EWC for the equivalent amount then due under the FRSA, or $195,644, see "NOTE 8 – PROMISSORY NOTES, *Notes Payable - $179,644*" for additional disclosure.

Cambio, Inc. v. SanWest, Inc., et al. (San Diego County Superior Court Case No. Case No. 37-2012-00068133-CU-BC-EC), and the case *James Jordan v San West Inc. et. al.(San Diego County Superior Court Case No. 37-2012-00068134 CU BC EC)*. On or about July 5, 2012, Cambio, Inc. ("Cambio") and James Jordan, owner of Cambio, commenced civil actions against the Company in the Superior Court of the State of California, County of San Diego, alleging damages arising out of Cambio's sale of assets to a third party. A settlement agreement was entered into in this matter on February 27, 2014. Pursuant to the terms of the settlement agreement, the Company is obligated to pay a total of $25,000 payable with a $10,000 cashier's check due on February 28, 2014 and $1,000 per month payable thereafter for fifteen (15) months. As a result, during the year ended December 31, 2013, the Company recorded a $191,669 "Gain on debt forgiveness due to legal settlement" and reclassified $25,000 to other current liabilities, see "NOTE 7 – ACCOUNTS PAYABLE AND OTHER CURRENT LIABILITIES for additional disclosure.

NOTE 4 – OTHER CURRENT ASSETS

Other current assets of $18,231 and $78,413 as of December 31, 2014 and 2013, respectively are comprised solely of sale proceeds held in reserve by our credit card processors as a buffer against potential customer chargebacks. During the year ended December 31, 2014, the company received $60,000 of these funds from one of our processors.

NOTE 5 – FIXED ASSETS

Furniture and equipment are depreciated on a straight line basis over their estimated useful life from 3 – 7 years. A majority of the fixed assets listed were acquired in the purchase of Buggy World in August of 2008. Fixed assets consisted of the following at December 31, 2014 and 2013:

	December 31,	
	2014	2013
Computers	$ 8,419	$ 8,419
Furniture & fixtures	50,000	50,000
Machinery & equipment	62,891	62,891
Leasehold improvements	8,916	8,916
	130,226	130,226
Accumulated depreciation	(122,869)	(111,736)
Fixed assets, net	$ 7,357	$ 18,490

Depreciation expense for the years ended December 31, 2014 and 2013 was $11,133 and $17,014, respectively.

NOTE 6 - INTANGIBLE ASSET

On October 9, 2013, the Company and TCA Global Credit Master Fund, LP ("TCA") entered into a Website Lease Agreement (the "Lease") for www.countyimports.com (the "Website"). Under the Lease, the Company has the right, subject to TCA's approval, to place on the Website information pertaining to its business and to use the Website for the purpose of pursuing the business objectives of the Company. The Company shall keep the Website operating and accessible 24 hours per day, 365 days per year basis, subject to generally accepted standards for a professionally-managed website and subject to suspensions of access for normal maintenance and software updates and reasons beyond the Company's reasonable control. All information appearing on the Website shall be and shall remain at all times the property of TCA, free and clear of any claim by the Company. The Company represents and warrants that the information to be incorporated on to the Website shall not infringe upon the intellectual property or proprietary rights of any third parties. The Company shall defend or settle, at its sole cost and expense, any and all suits, claims, demands and/or causes of action, for or arising from any infringement or alleged infringement of any proprietary, intellectual property or other right of any third party arising out of the use by the Company of the Website, and shall indemnify and save TCA harmless from and against all claims, damages, liabilities, losses and/or expenses, including reasonable attorneys' fees, on account of such infringement.

The term of this Lease shall be for a period of twenty four (24) months (the "Initial Term"), subject to extension as provided in the Lease. Provided that all payments have been made by the Company to TCA, to the satisfaction of TCA in its sole and absolute discretion, the Lease shall thereafter continue in full force from and after the end of the Initial Term on a month-to-month basis until the Company gives TCA sixty (60) days prior written notice of termination.

In consideration for the lease of the Website, the Company paid TCA Five Thousand Dollars (US$5,000) upon execution of the Lease and $5,000 monthly commencing on January 15, 2014 until such time as Thirty Thousand Dollars (US$30,000) in total was paid by the Company; and notwithstanding any other payment required to be paid in connection with the Lease, each month, an amount equal to thirty percent (30%) of the gross revenue attributable to the Website minus the cost of goods and shipping costs and expenses. Following the payment of all amounts owing to TCA under the Lease and performance of all covenants and conditions contained therein, at such time as the aggregate of all payments made by the Company to TCA (minus any liabilities or expenses incurred by TCA in connection with the Lease or in any way relating to the Website) is equal to or greater than Four Hundred Fifty Thousand Dollars (US$450,000), the Company shall have the option to immediately purchase the Website for One Dollar (US$1.00).

The Company recorded the Lease as a capital lease resulting in $450,000 recorded to intangible assets and $450,000 recorded to other current liabilities. During the years ended December 31, 2014 and 2013 the Company made payments totaling $26,526 and $5,000, respectively leaving a liability balance of $418,474.

NOTE 7 – ACCOUNTS PAYABLE AND OTHER CURRENT LIABILITIES

Accounts payable and other current liabilities as of December 31, 2014 and 2013 consisted of the following:

	December 31, 2014	December 31, 2013	Change
Accounts payable:			
Trade	114,589	133,313	(18,724)
Professional	32,818	32,818	-
Total accounts payable	$ 147,407	$ 166,131	$ (18,724)
Other Current Liabilities:			
Capital lease	$ 418,474	$ 445,000 [1]	$ (26,526)
Revolving credit	343,180	313,872 [2]	29,308
Accrued Interest	187,877	148,037 [3]	39,840
Other payables	1,589	12,252	(10,663)
Customer Deposits	14,946	8,436	6,510
Legal settlement	8,000	25,000 [4]	(17,000)
Total other current liabilities	$ 974,066	$ 952,597	$ 21,469

1) Capital Lease. See "NOTE 6 - INTANGIBLE ASSET".

2) Revolving credit. The Company has financed operations to a certain extent by using available revolving credit provided by certain outside parties. The Company makes periodic payments against these non-recourse balances.

3) Accrued interest. See "NOTE 8 - PROMISSORY NOTES".

4) Legal settlement. In February 2014, Cambio Enterprises and the Company entered into a settlement agreement whereby all claims by Cambio were settled for payments to total $25,000. See "NOTE 3 - LEGAL PROCEEDINGS".

NOTE 8 – PROMISSORY NOTES

As of December 31, 2014 and 2013, the Company's promissory notes consisted of the following principle balances:

	December 31, 2014			December 31, 2013		
	Principal	Interest	Total	Principal	Interest	Total
Convertible promissory notes:						
Gemini	$ 74,000	$ 76,750	$ 150,750	$ 74,000	$ 44,593	$ 118,593
Gemini	80,000	89,792	169,792	80,000	56,553	136,553
Seacoast Advisors	187,981	14,065	202,046	108,146	2,135	110,281
Other	13,500	4,627	18,127	13,500	3,500	17,000
Total convertible promissory notes	355,481	185,234	540,715	275,646	106,781	382,427
Notes payable	169,644	1,434	171,078	191,644	-	191,644
Loans from shareholder	59,560	1,209	60,769	216,950	41,256	258,206
Total	$ 584,685	$ 187,877	$ 772,562	$ 684,240	$ 148,037	$ 832,277

Gemini - $74,000

On February 4, 2010, Gemini Master Fund, Ltd. ("Gemini") and the Company entered into a Securities Purchase Agreement and promissory note pursuant to which the Company issued a $150,000 convertible promissory note generating net proceeds of $146,515. The note matured on February 12, 2012 after one extension and bore interest of 10% compounded daily. The note is currently in default and bears interest at default rate of 24%. The note is convertible into the Company's common stock at a conversion price of $0.005. Common stock issued pursuant to a conversion carries piggyback registration rights.

The Note provides that the holder may only convert the debenture if the number of shares held by the lender or its affiliates after conversion would not exceed 4.99% of the outstanding shares of the Company's common stock following such conversion.

The Company determined that the Note was issued with a beneficial conversion feature (“BCF”) on the issuance date that exceeded the face amount of the note. As a result, the Company recorded a $150,000 debt discount and full amortization of the debt discount on the issuance date. On October 14, 2010, the note was modified to provide for a conversion price of $0.005 per share. The Company calculated the debt discount related to the BCF on the closing date of the modification to be $83,528 and fully amortized the debt discount on the date of modification.

On January 12, 2011, Gemini purchased $24,000 of debt from Dutchess and received a convertible promissory note from the Company containing identical terms to the note described above.

During 2010 and 2011, $100,000 of principle and $10,216 of accrued interest were converted into 20,631,111 shares of common stock

During the years ended December 31, 2014 and 2013, the Company recognized $32,156 and $22,021, respectively of interest expense. No payments or conversions in to common stock were made during the years ended December 31, 2014 or 2013.

Gemini - $80,000

On January 12, 2011, The Company issued an $80,000 face amount convertible note to Gemini and received net proceeds of $61,000 due to a $19,000 original issue discount. The note matured on February 1, 2012 and bore interest of 10% compounded daily. The note is currently in default and bears interest at the default rate of 24%. The note is convertible at any time at a conversion price equal to the lesser of (i) $0.005 and (ii) 80% of the lowest closing bid price of the Company's common stock during the 10 trading days immediately preceding the applicable conversion date. The note provides that the holder may only convert the debenture if the number of shares held by the lender or its affiliates after conversion would not exceed 4.99% of the outstanding shares of the Company's common stock following such conversion.

The Company determined that the Note was issued with a BCF that exceeded the face amount of the note. As a result, the Company recorded an $80,000 debt discount and full amortization of the debt discount on the issuance date.

During the years ended December 31, 2014 and 2013, the Company recognized $33,239 and $26,329, respectively of interest expense. No payments or conversions in to common stock were made during the years ended December 31, 2014 or 2013.

Seacoast Advisors, Inc. - $187,981

During the year ended December 31, 2014, Seacoast Advisors, Inc. ("Seacoast") loaned the Company $79,835. During the year ended December 31, 2013, Seacoast loaned the company $31,396 and converted $60,000 ($37,800 of principle and $22,200 of accrued interest) into 12,000,000 shares of common stock. The principle balance due to Seacoast is comprised of various convertible promissory notes with identical terms, including interest of 8%, and only one principal and interest payment due upon maturity with maturity being six (6) months from the date each tranche was first received. In the event of default, the notes become convertible at the option of the holder into common stock of the Company at a conversion price of $0.005 per share. The Notes contain a provision limiting the conversion thereof by any party to not more that 4.99% ownership of the stock of the Company at any time after taking into account all of the holdings of the converting party. Per ASC 470-20-25-12, no portion of the proceeds from the notes are attributable to the conversion feature as the conversion can be made at the option of the holder at a specified price and only upon default, the conversion price does not decrease, the debt was originally sold at the face amount, the interest rate is lower than the Company would pay for non-convertible debt and the conversion price was greater than the perceived market value of the stock. In addition, the restrictions on the conversion prevent the holders from fully exercising the conversion, the Company has experienced significant operating losses and shareholder dilution, in the event of a conversion an attempt to sell converted shares would most likely result in a lower stock price due to the thin trading volume of the Company's stock on the secondary markets, and the perceived market value of the stock being less than the conversion price due to the above and due to the significant decrease in the stated trading values of the Company's stock leaving significant uncertainty about the future trading price of the stock and the ability of Seacoast to recover the face amount of the debt.

During the years ended December 31, 2014 and 2013, the Company recognized $11,930 and $8,112, respectively of interest expense.

Other - $13,500

On December 17, 2010 the Company issued a $13,500 face amount convertible note. The note matured on June 17, 2011 and bears interest of 8%. The note is currently in default. The note converts at the option of the holder into common stock of the Company upon default at a conversion price of $0.005. Per ASC 470-20-25-12, no portion of the proceeds from this note were attributable to the conversion feature.

During the years ended December 31, 2014 and 2013, the Company recognized $1,127 and $1,127, respectively of interest expense.

Notes Payable - $169,644

On January 9, 2012, the Company entered into a Future Receivables Sale Agreement between the Company and Express Working Capital, LLC. Under the FRSA, the Company received proceeds of $199,600 and agreed to repay $274,000 face amount by remitting 18% of our daily sales proceeds to EWC until such time as the face amount has been repaid. The FRSA provides a security interest in all the Company's assets and future receivables.

On May 14, 2012, EWC initiated litigation against the Company and other related parties as a result of a contract breach stemming from nonpayment of amounts due under the FRSA. On April 25, 2013, the court ordered a default judgment against the Company and its Chief Executive Officer. Following the judgment on October 24, 2013, EWC and the Company reached an agreement whereby the Company executed a promissory note to EWC for the equivalent amount then due under the FRSA, or $195,644. Under the terms of the note, if at October 31, 2014 there remains a balance due, the balance due will bear interest of 5% from November 1, 2014 through October 31, 2015 at which time if there remains a balance the balance due will bear interest of 10% until the maturity date on October 31, 2017. The note is repayable according to an Escalator Payment Schedule and Balloon Payment which requires a minimum monthly payment of $2,000 and escalating amounts as a percentage of gross sales revenue with any remaining balance due on October 31, 2017 in the form of a balloon payment as follows:

Monthly Gross Sales		Amount / Percentage of
From	To	Gross Sales Due
$ -	$ 40,000	$2,000
40,001	100,000	5%
100,001	120,000	6%
120,001	140,000	7%
140,001	160,000	8%
160,001	180,000	9%
180,001	200,000	10%
200,001	210,000	11%
210,001	220,000	12%
220,001	230,000	13%
230,001	240,000	14%
240,001	250,000	15%
250,001	260,000	16%
260,001	270,000	17%
270,001	280,000	18%
280,001	290,000	19%
290,001	$290,000 +	20% + $20,000

During the years ended December 31, 2014 and 2013, the Company repaid $22,000 and $9,004, respectively. During the year ended December 31, 2014, the Company recognized $1,434 of interest expense.

Loans from Shareholder - $59,560

From time to time, the Company's CEO, Frank J. Drechsler had deposited funds and made payments to vendors on behalf of the Company. On April 1, 2009, the Company and Mr. Drechsler entered into a promissory note for the principal balance then due or $216,950. The note accrues interest at 4%, was due in three years or April 1, 2012. On April 21, 2014, Mr. Drechsler converted $216,000 ($171,890 of principal and $44,110 of accrued interest) into 216,000,000 shares of common stock at the market price of our common stock on the day of conversion, or $0.001. As a result, the Company reflects Mr. Drechsler's shares as convertible at $0.001 where fully diluted share calculations and disclosure is presented in this financial report.

During the year ended December 31, 2014, Mr. Drechsler made loans to the Company totaling $14,500. During the years ended December 31, 2014 and 2013, the Company recognized $4,063 and $8,678, respectively of interest expense.

NOTE 9 – CAPITAL STOCK

Preferred Stock

As of December 31, 2014, the Company has authorized 10,000,000 shares of preferred stock and 161,100 shares of non cumulative Series A preferred stock issued and outstanding (See SAN WEST, INC. CERTIFICATE OF DESIGNATION FOR THE SERIES A PREFERRED STOCK filed with the Securities and Exchange Commission on Form 8-K on September 13, 2010). The Series A preferred stock is convertible into shares of common stock at the option of the holder. The conversion price for each share of the Series A preferred stock is 85% of the 20-day trailing, lowest, closing bid price of the Company's common stock during such 20-day period prior to the date of conversion. Based on a conversion price of $0.000935, the $161,100 of Series A preferred stock outstanding as of December 31, 2014 is convertible into 172,299,465 shares of common stock.

During the year ended December 31, 2013, the Company issued 2,500 shares of Series A preferred stock at a price of $1.00 per share and issued 1,470,586 shares of restricted common stock upon the conversion of $2,500 of Series A preferred stock at a conversion price of $0.0017 per share. No preferred stock related transactions occurred during the year ended December 31, 2014.

Common Stock

During the year ended December 31, 2014, the Company issued 216,000,000 shares to Mr. Drechsler upon the conversion of debt, See "NOTE 8 – PROMISSORY NOTES, *Loans from Shareholder - $59,560"* above for more information.

During the year ended December 31, 2013, the Company issued 12,000,000 shares of restricted common stock to Seacoast upon the conversion of a total of $60,000, including $37,800 of principle and $22,200 of accrued interest. The Company also issued 1,470,586 upon the conversion of Series A preferred Stock described above.

2009 San West Long Term Equity Incentive Plan

On July 21, 2009, the Board of Directors of the Company adopted the 2009 San West Long Term Equity Incentive Plan (the “Stock Incentive Plan”). The Stock Incentive Plan provides for equity incentive benefits to awardees in the form of option rights or appreciation rights, restricted stock, restricted stock units, and/or performance shares or performance units. The total number of shares of Common Stock which may be awarded under the Plan is 50,000,000. If any awarded shares are forfeited, they become available for future issuance. An annual aggregate limit of 5,000,000 shares is set for any participant. The terms of each award are determined by the board and are to be evidenced in writing. No equity awards have been issued under the 2009 San West Long Term Equity Incentive Plan as of the date of this report.

2011 Non-Employee Consultants Retainer Stock Plan

On April 19, 2011, the Company resolved to adopt the Non-Employee Consultants Retainer Stock Plan for the Year 2011. The purpose of this Plan is to enable the Company, to promote the interests of the Company and its stockholders by attracting and retaining non-employee consultants capable of furthering the future success of the Company and by aligning their economic interests more closely with those of the Company’s stockholders, by paying their retainer or fees in the form of shares of the Company’s common stock. 10,000,000 shares of common stock are registered to this plan at an offering price of $0.011. The Plan shall expire on April 19, 2021. No equity awards have been issued under the Non-Employee Consultants Retainer Stock Plan as of the date of this report.

SUBSEQUENT EVENTS

On or about April 28, 2015, San West, Inc. (the “Company”) entered into a Reorganization Agreement (the “Agreement”) with App Swarm, Inc., a Nevada corporation (“App Swarm”) for the exchange of all of 100% of all of App Swarm issued and outing shares of stock. The App Swarm Shares shall be exchanged for 130,500,000 fully paid non-assessable shares of the Company or 80% of the issued and outstanding shares of the Company.

The closing of the Agreement is conditioned upon certain, limited customary representations and warranties as well as conditions to close such as the total issued and outstanding shares of the Company being limited to 161,500,000 shares of common stock post-closing. Following the closing of the Agreement we intend to continue the Company’s and APP SWARM’s historical businesses and proposed businesses. Our historical business and operations will continue independently through a newly formed wholly owned subsidiary.

Both our CUSIP number and our trading symbol for our common stock which trades on the OTCPK Tier of the OTC Markets, Inc. will change as a result of the name change contemplated by the Agreement. We are in the process of submitting the notification and certain other information to the Financial Information Regulatory Association, Inc. (“FINRA”) to process the name change and symbol change. The name change and a new CUSIP number will be announced upon effectiveness as announced by FINRA. At such time as we are assigned a new trading symbol, we will make a subsequent announcement.

There will be no mandatory exchange of stock certificates. Following the name change the share certificates which reflect our prior name will continue to be valid. Certificates reflecting the new corporate name will be issued in due course as old share certificates are tendered for exchange or transfer to our transfer agent, First American Stock Transfer, Inc., telephone 602-485-1346.

The foregoing description of the Agreement does not purport to be complete and is qualified in its entirety by the Agreement, a copy of which is attached to this Current Report on Form 8-K as Exhibit 10.1 which is incorporated herein by reference.