

**ISSUER INFORMATION DISCLOSURE  
FOR THE FISCAL YEAR ENDED December 31, 2017**

---

**JRS Holdings, Inc.**  
(a Nevada Corporation) formerly  
named Tap Resources, Inc.

---

**TRADING SYMBOL: TAPP  
CUSIP NUMBER 466274 107**

---

**ISSUER'S EQUITY SECURITIES:**

**Voting Common Stock, \$0.001 par value, 200,000,000 Shares authorized Post-Merger**

**Issued and Outstanding Common Shares at December 31, 2017: 18,709,500**

**TRANSFER AGENT:**

**Signature Stock Transfer, Inc.  
14673 Midway Road ~ Suite 220 Addison,  
TX 75001  
Telephone: (972) 612-4120**

**JRS Holdings, Inc.**  
**(formerly named Tap Resources, Inc.)**

**Information required for compliance with the provisions of the  
OTC Markets Guidelines for Providing Adequate Current Information**

**PART A**  
**GENERAL COMPANY INFORMATION**

**Item I: The exact name of the Issuer and its predecessor (if any) and the dates of any name changes.**

*Name of Issuer:* JRS Holdings, Inc.\*

*Formerly named Tap Resources, Inc. (name changed effective September 15, 2017  
Formerly named Fresh Start Private Holdings, Inc. from 12/30/2009 to 7/31/2012  
Formerly named River Explorations, Inc. from 11/1/2006 to 12/30/2009*

\*As a result of the reverse merger with JRS Holdings, Inc., a Nevada corporation, effective September 15, 2017, the corporate name of Tap Resources, Inc. was changed to JRS Holdings, Inc. and the date of inception for accounting and regulatory purposes became February 25, 2015, the date of formation of the former JRS Holdings, Inc. under the reverse merger rules promulgated by the SEC and generally accepted accounting practices in the United States

**Item II: The address of its principal executive offices.**

**Mail Address:** JRS Holdings Inc.  
PO Box 2020  
Delano, CA 93216

**Physical Address:** JRS Holdings Inc.  
32177 Woollomes Ave.  
Delano, CA 93215

- i. **Telephone Number:** (661) 725-0715 ii. Fax Number: (661) 721-9297
- ii. **Website URL:** [www.YODOLEmobile.com](http://www.YODOLEmobile.com)
- iii. Person responsible for Issuer's investor relations:

**Marvin Battle, Vice Chairman**  
**JRS Holdings Corporation**  
**Office: (661) 725-0715**  
**Email: [marvin.battle@jrsholdingsinc.com](mailto:marvin.battle@jrsholdingsinc.com)**

**Item III: The state and date of incorporation, if it is a corporation.**

Tap Resources, Inc. is a Nevada corporation, originally formed under the name River Explorations, Inc. on November 1, 2006. Effective December 30, 2009, the corporate name was changed to Fresh Start Private Holdings, Inc. On July 31, 2012, the corporate name was changed to Tap Resources, Inc. In March 2016, JRS Holdings, Inc., an unrelated Nevada corporation, acquired 99.4 percent of the outstanding stock of Tap Resources, Inc. by purchase from its then controlling shareholder. In August, 2016, JRS Holdings, Inc. and Tap Resources, Inc. agreed to merge under the Nevada parent/subsidiary merger rules, and the merger closed effective September 15, 2016, with Tap Resources, Inc. as the surviving corporation, but with its corporate name changed to JRS Holdings, Inc.

**Item IV: The exact title and class of securities outstanding.**

Common Stock, par value \$0.001:

**Item V: Par or stated value and description of the security.**

Common Stock, par value \$0.001

**Item VI: Number of shares or total amount of the securities outstanding for each class or securities authorized.**

**Common stock:**

		<b>December 31</b>	
		<b><u>2016</u></b>	<b><u>2017</u></b>
(i)	Period end date:		
(ii)	Number of common shares authorized	200,000,000	200,000,000
(iii)	Number of shares outstanding at period end	18,709,500	18,709,500

**Item VII: The name and address of the transfer agent, if the security is not listed on any exchange, the transfer agent must be registered under the Exchange Act.**

**Signature Stock Transfer, Inc.  
14673 Midway Road ~ Suite 220  
Addison, TX 75001  
Telephone (972) 612-4120**

This transfer agent is registered under the Securities and Exchange Act. The regulatory authority of this transfer agent is the Securities and Exchange Commission.

**Item VIII: The nature of the Issuer's business.**

**A. Business Development**

**1. The form of the organization of the Issuer:**

JRS Holdings, Inc. (the "Issuer") is a Nevada corporation originally incorporated on November 1, 2006; however, under the SEC mandated reverse merger rules, the merger of the Issuer with its control parent corporation (incorporated on February 20, 2015) resulted in the date of inception of the Issuer for all regulatory and accounting purposes being February 20, 2015, and the following annual report and financial statements are presented on that basis.

**2. The year the Issuer (or any predecessor) was organized:**

The former JRS Holdings, Inc. was incorporated in Nevada on February 20, 2015. Tap Resources, Inc. also is a Nevada Corporation, which was originally formed under the name River Explorations, Inc. on November 1, 2006. Effective December 30, 2009, its corporate name was changed to Fresh Start Private Holdings, Inc. On July 31, 2012, that corporate name was changed to Tap Resources, Inc. On September 15, 2016, the corporate name became JRS Holdings, Inc. by merger of Tap Resources, Inc. and JRS Holdings, Inc. Under applicable accounting rules relating to reverse merger transactions, the date of formation of the former JRS Holdings, Inc., as the deemed acquiring company in the merger, is now the date of inception (February 20, 2015) for accounting and reporting purposes.

**3. The Issuer's fiscal year end date:**

The Issuer's fiscal year end date is now December 31. Prior to the merger with the former JRS Holdings, Inc., the fiscal year of Tap Resources, Inc. ended November 30, but the merger resulted in a change of fiscal year end to December 31, the year end of the former JRS Holdings.

**4. Whether the Issuer (and/or any predecessor) has been in bankruptcy, receivership or any similar proceeding:**

Neither the Issuer nor any predecessor has been in bankruptcy, receivership or any similar proceeding.

**5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business:**

In January, 2016, the Issuer completed the acquisition of Yodole, LLC, which became a whollyowned operating subsidiary of the Issuer. The acquisition was recorded as a contribution to capital.

On March 4, 2016, Yodole LLC entered into an Asset Acquisition Agreement with Hubcast Solutions, LLC, a Nebraska limited liability company, for the acquisition of all of the operating assets and intellectual property of Hubcast for a total of \$70,000. The transaction then closed and the acquired assets were contributed to a newly formed Florida corporation, Hubcast Solutions, Inc., which became a wholly-owned operating subsidiary of Yodole, LLC.

On March 16, 2016, a controlling interest in Tap Resources, Inc. was acquired by purchase from its then controlling shareholder, Richard Alexander, by the former JRS Holdings, Inc., represented by the purchase of 50,000,000 shares of Tap Resources common stock, out of a total of 50,276,500 shares then outstanding, for a total cash purchase price of \$40,000. The 50,000,000 common shares represented 99.4 percent of the total common shares then issued and outstanding, and Tap Resources became a controlled subsidiary of the former JRS Holdings, Inc. as of that date. As part of the acquisition of control, the Tap Resources' then President and director, Andrew Aird, resigned as an officer and director, and Andrew Sanders was appointed as sole director and President of Tap Resources. Mr. Aird also agreed to cancel debt owed to him by Tap Resources in the total amount of \$64,003 and transferred 180,000 shares then held by him to Mr. Sanders.

In August, 2016, the Issuer and Tap Resources agreed to a merger of the Issuer and Tap Resources, with the 50,000,000 common shares of Tap Resources held by JRS Holdings being retired in the merger; the shareholders of Tap Resources other than JRS Holdings retaining one (1) share for each common share of Tap Resources outstanding prior to the merger; and with the shareholders of JRS Holdings, Inc. exchanging their then common shares of JRS in the merger, on a one-forone basis for shares of the Issuer, a total of 18,433,000 common shares. The resulting transaction was closed on September 15, 2016 with the filing of parent/subsidiary merger documents in accordance with Nevada law with the Secretary of State of Nevada\* and resulted in the following

Tap Resources common shares outstanding pre-merger	50,276,500
Tap Resources common shares cancelled in merger	50,000,000
Tap Resources common shares retained in merger	276,500
Tap Resources common shares issued to JRS Shareholders	<u>18,433,000</u>
Total Issuer common shares issued post-merger	18,709,500

\*The original merger filing in August, 2016 reported that the former JRS Holdings, Inc. was the surviving entity in the merger, but the filings were amended in February 2018 to make the Issuer the surviving entity.

The former Tap Resources shareholders other than JRS Holdings, Inc. held collectively 0.55 percent of the outstanding stock of the Issuer before the merger, and held 1.48 percent of the outstanding common stock of the Issuer after the merger.

On August 1, 2016, the Issuer entered into a Purchase Agreement to acquire all of the issued and outstanding stock of Moneta Forte, Inc. for a total of 500,000 shares of the common stock of the Issuer, valued in the Purchase Agreement at \$255,100. The acquisition was closed in July, 2016, with the shares of the Issuer to be issued, being reported as issuable but not yet issued, pending completion of and compliance with all related regulatory issues.

**6. Any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the Issuer to make payments:**

None

**7. Any change of control:**

None during the year ended December 31, 2017.

**8. Any increase of 10% or more of the same class of outstanding equity securities:**

None during the year ended December, 2017.

**9. Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization:**

On March 16, 2016, the Issuer acquired 50,000,000 shares of common stock by purchase from the then majority shareholder of Tap Resources, Inc., Richard Alexander, for a total purchase price of \$40,000. At the time of the purchase, there were 50,276,500 common shares of Tap Resources, Inc. issued and outstanding and an additional 40,004,500 common shares held in the treasury of the corporation not considered to be outstanding. As a result, the Issuer acquired 50,000,000 common shares of Tap Resources, Inc. out of 50,276,500 common shares issued and outstanding, or 99.45% of the total common shares issued and outstanding. The 40,004,500 Treasury shares also were retired by the Issuer and were no longer issued or outstanding.

On August 25, 2016, Tap Resources, Inc. and its parent company adopted an Agreement and Plan of Merger to merge under the parent-subsidary merger rules of Nevada Revised Statutes Section 92A-180, which does not require shareholder consent or vote when a majority-owned (90% +) subsidiary and its parent merge. Under the terms of the merger,

the 50,000,000 shares of common stock of Tap Resources, Inc. held by the former JRS Holdings, Inc. were retired, the remaining 276,500 shares of common stock of Tap Resources, Inc. issued and outstanding, were retained by the then shareholders of the Issuer, and 18,433,000 shares of the Issuer's common stock were issued on a one-for-one basis to the shareholders of the former JRS Holdings, Inc. As a result, the post-merger shares of the surviving company (the Issuer) issued and outstanding are as follows:

Shares held by original TAPP shareholders	276,500	1.5%
Shares issued to JRS Holdings, Inc. shareholders	<u>18,433,000</u>	98.5%
 Total shares issued and outstanding	 18,709,500	

The transaction was completed by the filing of Articles of Merger with the Secretary of State of Nevada as required by Nevada Revised Statutes Section 92A, and each shareholder of Tap Resources, Inc. (other than JRS Holdings) prior to the transaction automatically remained shareholders of the Issuer and will receive a new stock certificate in the new corporate name on request. A total of 18,433,000 common shares were issued to the former JRS Holdings, Inc. shareholders in the merger. The Articles of Merger were filed with Nevada as of August 31, 2016 with an effective date for the merger and name change of September 15, 2016, reflecting the Former JRS Holdings, Inc. as the surviving entity, but were amended in February, 2018 to result in the Issuer being the surviving entity with a corporate name change to JRS Holdings, Inc., effective as of the original merger date of September 25, 2016

In January, 2016, the Issuer completed the acquisition of Yodole, LLC, which became a wholly-owned operating subsidiary of the Issuer. The acquisition was recorded as a contribution to capital.

On March 4, 2016, Yodole LLC entered into an Asset Acquisition Agreement with Hubcast Solutions, LLC, a Nebraska limited liability company, for the acquisition of all of the operating assets and intellectual property of Hubcast for a total of \$70,000. The transaction then closed and the acquired assets were contributed to a newly formed Florida corporation, Hubcast Solutions, Inc., which became a wholly-owned operating subsidiary of Yodole, LLC.

On August 1, 2016, the Issuer entered into a Purchase Agreement to acquire all of the issued and outstanding stock of Moneta Forte, Inc. for a total of 500,000 shares of the common stock of the Issuer, valued in the Purchase Agreement at \$255,100. The acquisition was closed in July, 2016, with the shares of the Issuer to be issued, reported as issuable, but not yet issued, pending completion of the merger and compliance with all related regulatory issues.

**10. Any delisting of the Issuer's securities by any securities exchange or deletion from the OTC Bulletin Board:**

ap Resources, Inc. previously was a fully reporting company under Section 12(g) of the Securities Exchange Act of 1934. On March 19, 2015, Tap Resources, Inc. filed a Form 15 terminating its reporting obligations. As a result, Tap Resources, Inc. was delisted from the OTC Bulletin Board. The common shares of the Issuer now trade on the OTC Pink Markets under the symbol TAPP, pending acceptance of an application for the issuance of a new trading symbol reflective of the name of the Issuer post-merger. Also as a result of the merger, the date of inception for the Issuer is now February 20, 2015, the date of incorporation of the former JRS Holdings, Inc., as the regulatory and accounting “acquiring corporation” in the merger and the former financial reporting, fiscal year end and other regulatory and accounting status of the pre-merger Tap Resources, Inc. became moot as of September 15, 2016.

**11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the Issuer that could have a material effect on the Issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.**

None pending or threatened during the year ended December 31, 2017 or to the date of this report.

Note, however, that the pre-merger Tap Resources, Inc. terminated its SEC periodic filing obligations under Section 12(g) of the Securities Exchange Act of 1934 by filing a Form 15 with the SEC on March 19, 2015. At that time, the former Tap Resources, Inc. had not filed one annual form 10-K report (for its fiscal year ended November 30, 2014 and three quarterly 10-Q reports. In order for the former Tap Resources to resume its status as a Section 12(g) reporting company, the SEC would have required it to file those nowdelinquent reports; however, with the merger with the former JRS Holdings, Inc. effective September 15, 2016, that issue, and those reports, are now moot as the financial and regulatory status of the former JRS Holdings, Inc. have become the financial and regulatory status of the Issuer, the Issuer’s date of inception for reporting purposes became February 20, 2015 and the Issuer’s fiscal year became December 31. In the event that the post-merger Issuer should determine to seek reporting status under Section 12, it would be required to file a Form 10 registration statement, with audited financial statements, with the SEC and meet the reporting rules then applicable under SEC regulations.

**B. Business of Issuer**

The Issuer (JRS Holdings, Inc.) is a Nevada corporation deemed to be formed in February, 2015 to consolidate the family enterprise holdings of the Jerad Sanders family. The Issuer has three operating subsidiaries, YODOLE®, LLC, Moneta Forte, Inc. and Hubcast Solutions, Inc. as of December 31, 2017. The principal offices of the Company are located in Delano, California.



The Issuer operates in the telecommunications market through its subsidiaries, YODOLE® LLC, Moneta Forte, Inc., and Hubcast Solutions, Inc. The Issuer is a diversified holding company, formed to acquire and manage the several operating businesses of the Sanders family. Jerad R. Sanders Sr. has assembled a group of executives to manage the public company functions of the Issuer as well as the specific operations of each operating subsidiary. (See Table of Officers and Advisors under “Management”). The operations of the Issuer are described in detail under Item IX, below.

**1. The Issuer's primary and secondary SIC Codes:**

Primary – 4813  
Secondary – 4899

**2. Whether the Issuer has never conducted operations, is in the development stage, or is currently conducting operations:**

The Issuer is a fully operating company in the communications industry and has been since inception.

**3. Whether the Issuer is or has at any time been a "shell company":**

The Issuer has never been a shell company.

**4. The names of any parent, subsidiary, or affiliate of the Issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement:**

Effective September 15, 2016, the Issuer commenced filing on a consolidated basis with its wholly-owned operating subsidiaries, Yodole® LLC, Hubcast Solutions, Inc. and Moneta Forte, Inc., as described hereafter in detail. The financial statements filed with this Report are the consolidated financial statements of the Issuer and its operating subsidiaries for the fiscal year ended December 31, 2017. Those consolidated financial statements are incorporated by reference in this Report.

**5. The effect of existing or probable governmental regulations on the business:**

As a participant in the national telecommunications industry, the Issuer, through its operating subsidiaries, is subject to both state and federal regulatory control. There are no known issues with any compliance matters.

**6. An estimate of the amount spent during each of the last two fiscal quarters on research and development activities and the extent to which the cost of such activities are borne directly by customers:**

Not applicable

**7. Costs and effects of compliance with environmental laws (federal, state and local):**

Not applicable

**8. The number of total employees and number of full-time employees:**

The Issuer and its subsidiaries had no actual employees in the fiscal period of this Report and operated through consultants or officers who received equity interests in lieu of employee compensation. A total of 14 officers, executives, or members have worked as consultants or for equity.

**Item IX: The nature of products or services offered.**

**A. Principal products or services and their markets:**

The Issuer is a Nevada corporation deemed to be formed in 2015 to consolidate the family enterprise holdings of the Jerad Sanders family. The Issuer has three operating subsidiaries, Yodole®, LLC, Moneta Forte, Inc. and Hubcast Solutions, Inc. The principal offices of the Issuer are located in Delano, California.

**YODOLE® CONCEPT**

The YODOLE® concept was founded in 1999 as a global platform for privacy-centric Internet utility functions to service the demands of the telecommunication industry. We began by developing fundamental core communications, search indexing, data sharing, and other emerging technologies. YODOLE® engineers, programmers, and research and develop teams performed numerous beta studies and devoted thousands of hours to ensure that our processes were relevant to demands of both current and future markets. Most of the first decade was devoted to proofs of concepts by the original visionaries as well as researching, forming, collaborating and developing internal and external relationships to make this concept a reality.

**YODOLE®, LLC**

YODOLE®, LLC, was officially formed from these earlier explorations in 2004 and began a formal phase of testing operating structures, outside provider relationships, and live operations. Currently, systems are in place capable of scaling up to global markets with a small, but highly satisfied customer base. In January, 2016, the member interests in YODOLE® LLC were transferred to the Issuer by members of the Sanders family that held those interests, and it became a wholly-owned subsidiary of the Issuer. The financial results of operations of YODOLE® LLC are consolidated with the financial statements of the Issuer filed with this Annual Report.

YODOLE®, LLC, is a global telecommunications provider committed to the strong pursuit of technology development to not only drive the quality and features of services, but also to enhance human connections to customers, employees, and industry partners. Our concentration on true human-to-human interaction sets YODOLE® apart from other telecommunications providers

### **The People Friendly Network®®**

YODOLE®, LLC, with its two trademarked brands YODOLE®HONE® and YODOLE®MOBILE® with their shared trademarked tagline “**The People Friendly Network®®**” and shared trademarked iconic mascot, is a global provider of end user telecommunications services with value added vertical support services offered through outside sales forces attracted to customer longevity produced through concentration on customer service and support as a critical component of the total value proposition.

#### **Creating the Customer Experience**

We believe and embrace the notion that providing superior products is admiral, but providing both superior products and customer service is the goal. Superior, reliable, and sincere customer service is the catalyst to creating memorable customer experiences which ultimately help us bond with our global customer base. As YODOLE® continues to be an Issuer of people working to serve people, the value of loyalty in every direction will continuously grow, to continuously add value to our stakeholders, consumers, and employees to ensure profit and sustainability.

### **YODOLE® Phone**

YODOLE® Phone focuses on providing residential and commercial business consumers with reliable domestic and international phone service at affordable rates. YODOLE® Phone provides services in the United States, Canada, and 51 countries internationally. Residential plans are flexible to meet the needs of the consumer no matter how grand or small. Standard features offered to our residential customers include: call waiting, caller ID, call forwarding, three-way calling with advanced features like voicemail-to-email, and sharing a phone line with multiple locations and softphones. For those customers which prefer going digital for home use, we have state of the art digital voice line packages, home office phone packages, and home fax packages to increase your savings.

### **Business Services**

We offer services for all sizes of businesses from the simplest analog line and handset to full featured digital systems to the US and worldwide. Never negotiate another phone contract with our forever-competitive service model.

We offer complete office suites for your business needs which include: business phones, fax services, vault and cloud storage systems, and latest technology within firewall security protection. Our business packages are flexible to scale up or down to meet your needs.

### **YODOLE® Mobile**

YODOLE® Mobile is the staple of “**The People Friendly Network®**”. We offer mobile phone services for end users on the go. We keep you in touch with family, friends, and loved-ones using the latest technology and networks. Our plans are flexible with easy terms, and are truly no-hassle and free of long-term contracts. You simply pay as you go by taking advantage of numerous prepaid plans for your convenience. Should you have a phone that you would like to transfer service, no problem—ask the representative about how you can score with our BOYD plan?

## **BYOD**

BYOD stands for Bring Your Own Device. At YODOLE® Mobile, we give you the option of bringing your own device or tablet to activate it on a YODOLE® Plan. This means you can bring your existing device, find a used device, or purchase one from another vendor and activate it at YODOLE®, as long as your device meets the BOYD requirements (CDMA devices require the upload of your ESN MEID and or GSM devices require the purchase of a YODOLE® SIM Card).

### **Competitive Advantage of YODOLE®: Phone and Mobile**

YODOLE® Phone and Mobile was created to become a dynamic tandem because we understand the demands of the market. This unified communication concept allow us to be agile to adapt to different trends and consumer preferences. We are able to reach our consumers, relate to our consumers, and provide cutting edge technology, and superior customer service across systems, networks, product, and service offerings. There is absolutely no magic here, our cost structures are flexible and friendly. We utilize proven technologies, systems, products, and services to ensure that our customers have a unique and pleasant experience. We accomplish our goals the old fashioned way-“we roll up our sleeves, pay attention to detail, listen to our customers, and execute on the plan.” With YODOLE®, you are not alone, you are connected, and we are just a phone call away. Give us a YODOLE® today!!!

## **HUBCAST Solutions**

HUBCAST was recently acquired by JRS Holdings Inc. HUBCAST is managed by professionals with decades of experience in the messaging and customer communication industries. Members of our team have worked closely with some of the most widely recognized brands in corporate America. Our team has been entrusted to increase brand awareness, build loyalty and expand the client’s market base of their most valuable business commodity – the customer. We have successfully directed thousands of time-sensitive, high-visibility campaigns in all segments of customer marketing and communications.

HUBCAST SOLUTIONS is a full-service provider of automated voice and text messaging solutions that deliver personalized messages designed to inform and engage. Our hosted “communications hub” is sourced from best-of-breed components ensuring a feature-rich, flexible messaging system delivering reliability, innovation, and scalability.

HUBCAST Solutions platforms help clients comprehend and leverage large volumes of data to cater to customer preferences to determine the best day of week, best time of day, and as well as

the best channel – on a per customer basis. The competitive advantage is amplified when clients are able to augment large volumes of data to understand the correlation between demographic data, purchased demo data, and or psychographic data which improves HUBCAST ability to build customized and intelligent platforms, which adds value to drive profit and sustainability.

**Moneta Forte, Inc. (d/b/a Forte Wireless):**

Moneta Forte, Inc., was acquired by JRS Holdings Corporation in August, 2016 by the acquisition of all of its outstanding stock in exchange for a total of 500,000 shares of common stock of JRS Holdings, Inc., then valued by agreement at \$255,100. Moneta Forte will anchor our store front division geared to create a value added experience for YODOLE® Mobile customers. Forte Wireless global vision and industry expertise creates a telecommunication technologies competitive advantage.

Our professionals ensure that all that our services and products are of quality, trending, innovative, and high functioning to meet your telecommunication needs. Orders are complete and delivered on time as we believe that **Excellence** begins with creating a unique and positive customer experience. We are The People Friendly Network® as retail store designs of: access, quality product, and genuine customer service to shape a positive customer experience.

**B. Distribution methods of the products or services:** Retail Shop front, Internet, and Direct Mail

**YODOLE®HONE®**

**Home Phone Services**

Call locally to the United States, Canada, and 51 countries internationally. Get all the features you love like call waiting, Caller ID, call forwarding, and three-way calling with advanced features like voicemail-to-email and sharing a phone line with multiple locations and softphones.

Our available Add-On Services feature Enhanced 911 or E911 (a North American Telephone Network (NANP) feature of the 911 emergency-calling systems that automatically associates a physical address with the call party's telephone number). All residential lines come with the SIP "Digital Life" capability which allows the end user to have multiple devices (Android devices, softphones, iPhones, iPads, SIP desk phones, and video phones) all tied to the same line in a manner similar to a house wired with analog lines to multiple phone jacks. If someone calls through on the line, it rings all devices and whoever picks up first controls the line. If another call comes in, call waiting beeps on the device in use, but the other devices don't ring. If the other devices attempt to make a call while the first one is in use, they get a message that the line is in use. Additional phone numbers that are toll-free can be applied to any account.

**For More Information visit us at: <http://www.YODOLE®phone.com>**

**YODOLE®MOBILE®**

## **How it Works, as easy as 1-2-3.**

As The People Friendly Network®, we make it easy to get you connected through YODOLE®MOBILE®. Simply follow these 3-steps listed below and be on your way to communicating to friends, family, and love-ones. This easy process can be completed online or at YODOLE®MOBILE® retail stores coming soon. In today's "on the go" world, connecting with your customers continues to be a difficult task.

### **Verify Qualifying Phone**

Before you purchase any of our incredible plans, you should first ensure you have a qualifying phone. Most unlocked GSM phones, and new iPhone and Samsung devices that run on T-Mobile will operate our GSM service. Our CDMA plans are compatible with most Verizon smart phones available today.

### **Purchase Your Plan**

Purchasing your plan is easy. Simply select and purchase either a GSM or CDMA line of service, based on your phone compatibility. Once your transaction is complete, our warehouse staff will promptly mail out your new SIM card, including all of the information you need to activate.

### **Receive Your SIM card**

Before your SIM card even makes it to your door, your new line of service will be ready for activation. With your SIM card comes instructions, detailing how to finalize the activation process of your new line of service. You'll come back here to easily and conveniently self-manage your account.

Telemarketing contract rates continue to drop, direct mail response rates are nearly nonexistent, and email open rates are on the decline. So, how do you continue to stay connected with your clients? The mobile phone! The one device that over 90% of owners keep within arm's reach- 24 x7 is the mobile phone allowing you to instantly connect with your customers through voice and SMS text, messaging' anytime, anyplace.

**For More Information visit us at: <https://YODOLE@mobile.com>**

## **Hubcast Solutions Services**



### **Voice Messaging**

Automate your voice communications utilizing our next generation Communications Hub. Send thousands or millions of one-way "blast" messages or engage with your clients with interactive calls. Gain insights into your customers' likes and dislikes as they interact with messages and provide valuable information back to you.

Whether your campaign or project is informational, inbound marketing response, debt collections, surveys, etc. – the team at Hubcast is able to provide the most effective voice communications system to achieve your goals and maximize results.

### **SMS Text Messaging**

Your customers are on the go, but they still expect you to keep them informed. Text messaging is an effective way to “stay connected” to your mobile customers. With over 90% of your clients having their cell phones nearby and a text message response time of 90 seconds vs. 90 minutes for email, text message campaigns are an important part of your overall communications strategy. Text messaging improves the likelihood of having your message delivered. Inform through oneway texts or receive feedback from your client via two-way text messages.

### **Mobile Marketing**

With Hubbub, our new Mobile Marketing platform, you can fully engage your customers with communications that deliver immediacy and intimacy. Encourage consumers to interact instantly with your brand or organization by delivering relevant and engaging content that persuades them to act, buy more products and services, or visit your mobile website regularly to check for specials and upcoming events. Contact us to learn more about the Hubbub Mobile Marketing Platform.

**For More Information visit us at: <http://www.hubcastsolutions.com/index.html>**

**C. Status of any publicly announced new product or service:**

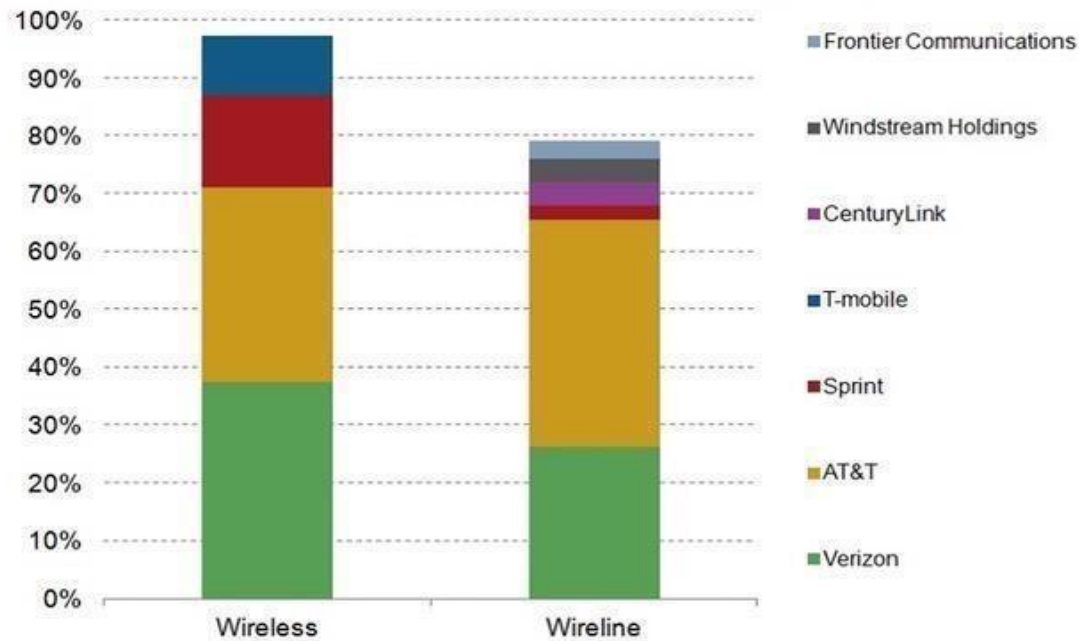
Not applicable

**D. Competitive business conditions, the Issuer's competitive position in the industry and methods of competition:**

#### **Competition among Telecom Companies**

The US telecom industry has matured and has reached saturation levels in core voice services. Telecom companies don't have the opportunity to gain access to new untapped customers. Therefore, they compete aggressively to gain their peers' market shares in their

**Market shares of the US telecoms (2013)**



Source: FCC, SEC filings of Verizon, AT&T, Sprint, T-Mobile, CenturyLink, Windstream and Frontier Communications, and Market Realist Estimates

Market Realist

customer segments—consumers and businesses... Wireless telecom is dominated by consumers. In wire line, businesses—especially medium and large enterprises—are a significant customer segment. Integrated national carriers compete effectively in both of these customer segments. The largest integrated telecom companies—AT&T and Verizon—represented 69% of the industry at the end:

### Wireless

According to the FCC (Federal Communications Commission), in the US, wireless subscribers are predominantly post-paid customers. Post-paid subscribers represent 60% of the total subscribers. Pre-paid customers represent 15–20% of the total subscribers. The industry is mostly concentrated on the top four national carriers—AT&T, Verizon, Sprint (S), and T-Mobile (TMUS). These companies commanded ~96% of the segment’s market share in 2013. Verizon is the market leader in the wireless segment. It has a 38% share. It’s followed closely by AT&T. **Wire line**

In the US, wire line has a large number of consumers. However, businesses dominate the segment. Unlike consumers, businesses contribute to high revenue per customer for telecom companies. For a wire line-only company—like Frontier Communications (FTR)—the average monthly business revenue per customer was \$653.30. The average revenue per user for residential customers was \$59.30 in 2013.

Enterprises’ requirements can be met by wireless and wired services. Due to enterprises’ unique requirements, large integrated companies become the enterprise segment’s natural choice. Integrated players—like AT&T and Verizon—dominate the industry. These two companies represented ~66% of the US wire line telecom industry at the end of 2013.

The top six telecom companies have and ~79% share in the segment. These companies include



AT&T, Verizon, and Sprint. They're the integrated players. The three fixed-line companies include Century Link (CTL), Frontier Communications, and Windstream Holdings (WIN).

**E. Sources and availability of raw materials and the names of principal suppliers:**

YODOLE® Mobile product lines are carefully selected based on the following criteria: design, quality, affordability, and technology. Our established relationships with industry leaders such as Remax, Sky Devices, and The Very Kool Line allows us to provide premiere phones, accessories, and devices to enhance an end-user's personal, business, and professional life. Remax offers an array of products to captivate passionate and trending ideas for a forward moving generation onthego. Remax product designs combines practicability and creativity which has produced more than 700 series, 2000 types of products developed.

Sky Devices is a fast-growing, mobile phone manufacturer developing smartphones with premium quality, modern designs and robust performance, at prices that any user can afford. Sky Devices offers a unique customer-service experience by providing free technical support to users through their 1-800 Sky Squadron service, where specialists are able to answer any technical question regarding the mobile devices. Sky Devices is a sister company to one of the world's leading intelligent logistics providers for mobile devices. In 2014 alone, the company has moved over 25 million cellular phones across Latin America. In addition, through this strategic partnership, Sky Devices is able to offer local delivery and services to our client base in over 100,000 points of distribution in the US and 14 countries in Latin America.

The verykool® line of mobile handsets and accessories is designed to deliver form and functionality as well as unprecedented value. They build products that fit with the lifestyles of today's consumers – offering the quality and performance they need at a price that endusers can afford. Verykool® products are sold in over 20 countries and 5 continents around the world. They are marketed under the verykool® brand in the United States, Latin America and the Caribbean to our customer base of network operators, retailers and distributors. The verykool® team and products are inspired by ideal climate for creating a beautiful environment and innovative technology. Their designers understand that form and design are just as important as performance and speed and are committed to delivering both.

**F. Dependence on one or a few major customers:**

None

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

The Issuer utilizes the following trademarks:

- **YODOLE®**
- **THE PEOPLE FRIENDLY NETWORK®**
- **THE PEOPLE SAFETY NETWORK®**
- **YODOLE®PHONE®**

- **YODOLE®MOBILE®**
- **YODOLE® MOBILE MASCOT®**



**TRADEMARKS:**

- **YODOLE®**
  - **Filing Date:** 3/22/2016 ○ **Registration Number:** 5116039 ○  
**Registration Date:** 1/3/2017 ○ **Serial Number:** 86949303 ○  
**Status:** Active ○ **Owner:** JRS Industries ○ **Goods and Services:** Telecommunications services, namely, wireless telephone, telephony, and wireless broadband communications services for the transmission of voice and data
- **THE PEOPLE FRIENDLY NETWORK®®**
  - **Registration Number:** 4504383
  - **Filing Date:** 5/10/2013 ○ **Registration Date:** 4/1/2014 ○ **Serial Number:** 85928633 ○ **Status:** Active ○ **Owner:** JRS Industries, Inc. ○ **Goods and Services:** Telecommunications services, namely, wireless telephone, telephony, and wireless broadband communications services for the transmission of voice and data.

**THE PEOPLE SAFETY NETWORK®**

- **Filing Date:** 3/22/2016 ○ **Serial Number:** 86948516 ○ **Status:** Active ○ **Owner:** JRS Industries, Inc.
- **Goods and Services:** Telecommunications services, namely, wireless telephone, telephony and wireless broadband communications services for the transmission of voice and data
- **YODOLE®P HONE®**
  - **Registration Number:** 4490598 ○ **Registration Date:** 3/4/2014 ○  
**Serial Number:** 85928614 ○ **Filing Date:** 5/10/2013 ○  
**Registered:** 3/4/2014 ○ **Status:** Active ○ **Owner:** JRS Industries, Inc.
  - **Goods and Services:** Telecommunications services, namely, wireless telephone, telephony, and wireless broadband communications services for the transmission of voice and data
- **YODOLE® MOBILE®**
  - **Registration Number:** 4854184 ○ **Registration Date:** 11/17/2015 ○ **Serial Number:** 86488803 ○ **Status:** Active ○ **Owner:** JRS Industries, Inc. ○ **Goods and Services:**

Telecommunications services, namely, wireless telephone, telephony and wireless broadband communications services for the transmission of voice and data

- **YODOLE® MOBILE MASCOT®** ○ **Registration**  
**Number:** 4454803 ○ **Registration Date:** 12/24/2013 ○ **Serial**  
**Number:** 85928644 ○ **Filing Date:** 5/10/2013 ○ **Status:**  
Active ○ **Type of Mark:** Service ○ **Owner:** JRS Industries, Inc. ○  
**Goods and Services:**  
Telecommunications services, namely, wireless telephone, telephony, and wireless broadband communications services for the transmission of voice and data



JRS Holdings Corporation has entered into an agreement on March 17, 2017 with JRS Industries, Inc., an affiliated company, granting YODOLE® MOBILE the exclusive rights and authority to use the trademarks. No royalty or license fee is required.

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

None.

**Item X: The nature and extent of the Issuer's facilities.**

**The assets:**

Not Applicable.

**If the issuer does not have complete ownership or control of the property, (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership: Properties or facilities:**

The Issuer's headquarters is at 32177 Woollomes Avenue, Delano CA 93215. Mrs. Alice M. Sanders, trustee of the Alice M. Sanders Trust dated September 9, 2004 has undivided 50% ownership of the building and property. Alice M. Sanders is the wife of the Founder and Chairman of JRS Holdings Corporation, Jerad Raymond Sanders Sr. and the mother of Irene M. Sanders, Andrew M. Sanders, Jonathan D. Sanders, and Jerad Raymond Sanders Jr. Alice M. Sanders is the sister of Ann Joan Buksa, and. The Estate of Ann Joan Buksa has an undivided 50% ownership in the building and property. JRS Holdings Corporation does not currently pay rent to utilize this building as its headquarters.

Currently, JRS Holdings Corporation does not own any other facilities, but we anticipate constructing facilities for YODOLE® MOBILE retail stores with some retail stores procured through lease and others procured through ownership.

**Description of the condition of the property(ies):**

Our office is located toward the northeastern area of Delano, CA. The 5,500 sq. ft. facility sits on approximately one acre of land.

**Location of principal plants and other property of the Issuer:**

Not Applicable.

**Item XI The name of the Chief Executive Officer. Members of the Board of Directors, as well as control persons.**

**DIRECTOR:** Jerad R. Sanders Sr. (Chairman) **DIRECTOR:** Marvin Battle (Vice Chairman) **DIRECTOR:** Dr. William S. Kachele Jr.  
**DIRECTOR:** Andrew M. Sanders

**JRS HOLDINGS INC. CORPORATE OFFICERS:**

Jerad R. Sanders:	Founder and Chairman,
Marvin Battle:	Vice Chairman and CEO
William S. Kachele:	President
Andrew M. Sanders:	Vice President
Johnathan Sanders:	Vice President; Chief Research Officer
Ryan Brooks:	Vice President; Business Development
Erwin Bartel:	Vice President; Chief Financial Officer
Irene Sanders:	Secretary/Treasurer
Greg Kurtz:	Vice President; Chief Marketing Officer of HUBCAST Solutions
Matthew Ballard:	Vice President; Chief Officer of Energy and Exploration
Mike Walker:	Vice President; Chief Technology Officer of YODOLE® Mobile
Steve Jackson:	Vice President; Chief Officer of Telecommunications Systems YODOLE® Mobile
Thomas Romano:	Vice President; Chief Safety Officer and Human Resources Norm Fox:
	Vice President; Chief Risk Management Officer

**A. Officers, Directors and Control Persons. Include the following for each such person:**

**1. JERAD R. SANDERS SR., FOUNDER AND CHAIRMAN**

Mr. Jerad R. Sanders is the founder and Chairman of JRS Holdings Corporation. JRS Holdings is an investment corporation founded upon rigorous business principles, forward thinking ideals, endearing business ethics, and leadership that is touching, moving, and inspiring global market trends in the 21st century. Many generations ago, Mr. Sanders's father, grandfather, and great

grandfather became a staple within the agriculture and farming industry in the greater region of the San Joaquin Valley in Kern County, California. The Sanders' family farmed thousands of acres of grapes to become the largest producer in the world nationally and internationally. When the Berlin Wall fell down, we were there penetrating markets leading the way.

Mr. Sanders' expertise knowledge farming background led him to make astounding discoveries in science involving plant cells and life which has fueled a life-long quest of research and development. Mr. Sanders' educational background is rooted in microbiology which after decades of conducted and proven research achieved inspired Mr. Sanders to develop and found Organic Pharmacy Research Institute (OPRI). Jerad, a successful entrepreneur, took action to make his passion for health and nutrition, became a catalyst for creating a R&D company that was focused on the development of non-invasive complementary medical therapies to increase the quality of life.

## **2. MARVIN BATTLE, VICE CHAIRMAN AND CHIEF EXECUTIVE OFFICER**

Mr. Marvin Battle serves as JRS Holdings Corporation's Vice Chairman and Chief Executive Officer. Mr. Battle has a dynamic background stemming from agriculture in the Southern Belt of the nation to an illustrious 20 quarter career in the construction industry. Marvin's professional background include: Armed Forces, Networking Technology Nortel Networks, Lockheed Martin Contract Milstar Project at Cheyenne Mountain (Department of Defense), academic (at high school and collegiate level instructor), collegiate coach, consultant, safety officer and risk management, QAQC Manager, residential and commercial construction, heavy industrial electrical, civil, and mechanical construction for Aera Energy and other corporations located in the greater region of the San Joaquin Valley.

Mr. Battle founded Dunson Hunter Electrical Services Corporation and served as Construction and Electrical Specialist Subject Matter Expert in providing expertise, leadership, and management to contractor teams to facilitate and execute multi-million dollar projects from inception to project turn over. Marvin's strengths include fiscal financial responsibility, progressive accountability in short and long-term planning, risk management, effective leader and team builder, procurement, estimating, management, entrepreneurial leadership, contract drafting, contract negotiation, and superb human relation and soft skills.

Marvin earned his Bachelor's Degree of Science in Business Administration/Project Management emphasis from Colorado Technical University, and a Masters' Degree of Construction Management from New School of Architecture and Design. Marvin takes pride in being a continuous learner as he is in his final quarter of doctoral studies in pursuit of a Doctorate of Management/Project Management degree from his Alma Marta.

## **3. DR. WILLIAM S. KACHELE Jr. D.M.D., PRESIDENT**

Dr. William Kachele's leadership and involvement with JRS Holdings and various other held entities have been vital to the development of diverse product offerings and our vision. Dr. Kachele leadership and management expertise represents JRS Holdings in national and international contract negotiation in technologies, securities, and agriculture. Dr. Kachele anchors

our senior executive leadership team as a catalyst to innovation, growth, and economic sustainability.

Prior to joining JRS Holdings Corporation, he co-founded National Security Technologies Inc., Vita Technologies LLC, CEO, Founder, and K. Harnick International Ltd., COO, Secretary. Dr. Kachele earned a B.A. Degree in Humanities and a B.S. Degree-Pre Medical Sciences in from the University of Nevada-Las Vegas, and Doctor of Dental Medicine D.M.D Degree from Oral Roberts University School of Dentistry. Dr. Kachele is a highly decorated member within the medical profession. He is an author and has two patents pending in Dental Technological Devices and one with a Pharmaceutical Application.

#### **4. ANDREW SANDERS, VICE PRESIDENT AND DIRECTOR**

Mr. Andrew M. Sanders serves as Tap Resources CEO and principal officer and has maintained positions since March 2016 until present. Prior to assuming principal officer positions with Tap Resources, Andrew' professional leadership experiences are as follows: YODOLE® LLC- Owner, President- 2013-2016; Continental Ag Farm Company LLC- Owner, Managing Director- 2014Present; and as JRS Industries-Owner, President, Director- 2014-Present. Andrew has a business administration and management background. He earned his Liberal Arts Degree at Monroe College, Rochester, NY; He continued studies in business management at Daniel Webster College in Nashua, New Hampshire; Currently Andrew is a senior completing undergraduate studies' in Business Management at California State Bakersfield, CA.

#### **5. JOHNATHAN D. SANDERS, VICE PRESIDENT: CHIEF OFFICER OF RESEARCH AND DEVELOPMENT**

Mr. Johnathan Sanders is a gifted talented researcher with an infectious passion which drives change and cultivates team work to achieve ultimate results for our clients. He leads the technology team in researching production chemical treatment for oil and gas pipe lines and facilities. He is a constant asset within the knowledge transfer process within our organization. In today's industry, so much knowledge is being lost as the "traditionalist and baby boomers" retire. Johnathan has spearheaded the charge in making sure that JRS Holdings Knowledge Repositories are secure for quarters to come.

#### **6. RYAN BROOKS, VICE PRESIDENT OF BUSINESS DEVELOPMENT**

Mr. Brooks serves as the Vice President of Business Development and brings a wealth of knowledge and experience as a senior level executive. Prior to fulfilling his role at JRS Holdings Corporation he has demonstrated and had success in varied sectors within oil and gas. Mr. Brooks' background is rooted in Engineering. Ryan earned a Degree in Chemical Engineering Technology from Southern Alberta Institute of Technology. He is a certified Engineering Technologies, (C.E.T. ASET) and is the current ISA Channel Section Vice President. He has over 18 quarters of Oil and Gas experience focused in the areas of leadership, engineering, and business development. Ryan has worked extensively in the Western Canadian, California and Texas regions, in the upstream, midstream and downstream sectors. He is a natural with excellent interpersonal skills and a flair for relationship building and contiguous energy.

#### **7. ERWIN BARTEL, VICE PRESIDENT: CHIEF FINANCIAL OFFICER**

**(CFO)**

Mr. Bartel has provided leadership and guidance to a variety of organizations over the last 30 quarters. Prior to joining JRS Holdings Corporation, his duties for O’Neil, LTD company of Fresno, CA as Account, Controller, and Executive Vice President quarters ranging 20 quarters; Mabar Inc., Fairview Oklahoma as Owner and Treasurer Maple Leaf Ranch, Shafter, CA as Controller; Dan Tudor & Sons as Controller; Sanders Companies, Delano CA as Controller, Consultant and Accounting; He has been a constant and long stay as the Chief Financial Officer with various successful organizations.

Mr. Bartel’s knowledge and expertise within the realm of financial fiscal responsibility will enabled JRS Holdings to leverage market niche in agriculture, technology, and construction to create a competitive advantage. Within the community, Mr. Bartel is a patron and a beacon of light as he partners with communities to support in efforts to give back to the community. He has served on the boards of various institutions such as Fresno Pacific College, Words of the Gospel Radio Broadcast, and the Mennonite Brethren Pacific District Conference.

**8. IRENE SANDERS, SECRETARY/TREASURE**

Ms. Sanders has been a constant active member within the Sanders business early on and has served as managing officer, vice president, and an owner of family owned business. Currently, she is former owner of YODOLE® LLC and will serve as Secretary and Treasurer at the holdings level. Irene’s background in accounting, management, and entrepreneur experience will serve the holdings well. Her spirit of innovation and ability to connect with our business partners and communities has been vital to the advancement of our forming the holdings to help bring dynamic products and services to the public market. Irene will continue her formal education at Cal State Bakersfield in the field of management and business administration.

**9. GREG KURTZ, VICE PRESIDENT: CHIEF MARKETING OFFICER  
HUBCAST SOLUTIONS**

Mr. Greg Kurtz has been a hands-on executive and entrepreneur leader with over 20 quarters of experience within telecommunications, mass marketing, and leadership who rapidly identifies and solves complex business problems, formulates strategic plans, and initiates change in challenging and diverse environments. His educational background consists of studying finance and marketing at George Mason University. Mr. Kurtz thrives on problem- solving and developing solutions through the use of exceptional analytical skills combined with technology and creative instinct. His exceptional leadership is the catalyst of a positive, energetic management style which is contagious for cultivating a dynamic, passionate, high-performing team.

**10. MATTHEW BALLARD, VICE PRESIDENT: CHIEF OFFICER OF  
ENERGY AND EXPLORATION**

Matthew Ballard is a successful entrepreneur in the oil and gas industry in the Greater San Joaquin Valley Region. He has 34 quarters of experience in the energy sector, specializing in oil and gas exploration and production. His experience encompasses “hands on”, delegation, and managerial positions with successful execution of large scale capital projects with a focus on infrastructure

development. Ballard, a licensed oil and gas operator, founded and managed Ballard Oil Inc., an independent oil production company that was established in 1999. Ballard also has managed several independent oil production facilities for various oil companies throughout California.

He has built several successful companies from the ground up with the utmost of integrity, character, and loyalty to yield success that exceeded clients' expectations. As an owner of an oil company he has substantial experience in negotiating and developing sales programs, alliance contracts, and service agreements. He fully understands the inner workings of building, leading, and managing a company specialized oil and gas markets. His expertise will help JRS Holdings Corporation establish new markets while expanding existing market niche in upstream and downstream oil exploration and production.

#### **11. MIKE WALKER, VICE PRESIDENT: CHIEF TECHNOLOGY OFFICER**

Mr. Walker leads JRS Holdings Corporation technology endeavors. Mike is resourceful, experience, and subject matter expert who has been around the industry for many decades. He is a knowledge trust and brings nearly twenty quarters of computer science experience with a natural propensity for diagnostics and problem solving.

Prior to joining JRS Holdings Corporation, he has worked within the ISP industry since 1993. Mr. Walker performed entrepreneurial functions for several local and regional ISPs, and founded a local ISP in 2001 that became a national virtual ISP provider by 2003. He previously consulted for many large corporations including Barnett Bank, Chemical Bank, Bank of America, and Pitney Bowes providing services ranging from project management, engineering, and administration within system, network, and security contexts.

Mike is a co-founder of ISR, co-invented both the MailVICE's Forensic Senders Test and the MailVICE user interface, and oversees the MailVICE hosting and security teams. Currently he is in charge of all Alliance systems and network level administration and security, including management of data centers and support personnel.

#### **12. STEVE JACKSON, VICE PRESIDENT: CHIEF OFFICER OF YODOLE® MOBILE TELECOMMUNICATION SYSTEMS**

Mr. Jackson performed in various technical roles including systems analyst, programmer, database architect, and project manager since PC computing's infancy in the business world in the mid 1980's. His strong emphasis on relational database theory, accounting principles, and well-firmed project specification has facilitated dozens of successful products in industries ranging from mortgage banking to Internet marketing. His expertise has contributed to projects of The Gartner Group, Arthur Anderson, Philadelphia Life, and many other companies and municipalities locally from Atlanta, New York City, and Knoxville as well as remotely and/or on-site in the entire continental United States.

Alliance reseller operations are directly sponsored by the President of InterQoS Online, Inc., the parent company insuring the top priority of Voice over Internet Protocol (VOIP) reseller programs within the parent organization. Still maintains active interest in systems design and data systems.



Collaborated with sister company Ingenious Systems Research in the continuing development of their IQ-Voice commercial switching products.

### **13. THOMAS ROMANO, VICE PRESIDENT: CHIEF SAFETY OFFICER AND HUMAN RESOURCES**

Mr. Thomas Romano leads JRS Holdings Safety and Human Resources Departments at the corporate level. Tom brings a wealth of experience of application in the field of operations in heavy industrial construction, new construction, pipeline construction (oil & gas) hazardous waste management and plant facilities to serve as an expert resource for the development, implementation, and sustainability of the various companywide safety initiatives. Mr. Romano's earned a B.S. in Occupational Safety & Health from Columbian Southern University, Orange Beach, AL; A.A.S in Electrical Transmission Systems from Bismarck State College, Bismarck, ND; Safety & Risk Management Certification from Cal State University Bakersfield, CA; and Safety Professional Certification from Associated Builders & Contractors, Bakersfield, CA.

Prior to joining JRS Holdings Corporation, Mr. Romano Managed Operations in Oil

Upstream and Downstream for Chevron 2006-2013; 8+ quarters' experience in the HES, waste management, oil, water, gas and mining facilities; 15 quarters' experience in warehouse environment and handled all packing, shipping, receiving, inventory, and logistics' such as (air, ocean, and trucking). Mr. Romano has had an illustrious professional career building, maintaining, and operating in Oil and Gas Upstream and Down Stream Plant Systems; Water Plant Operator; Gas Plant Operator Fluid Handling Facilities New Construction; Facility Pipeline; Hazardous Waste Management; HES Field Safety Representative Consultant for Heavy Civil, Electrical, and Mechanical for Aera Energy a subsidiary company of Exxon-Mobile Corporation.

### **14. NORM FOX, VICE PRESIDENT: CHIEF OFFICER OF RISK MANAGEMENT**

Mr. Fox earned a Bachelor's Degree in Political Science and Economics from the California State University – Bakersfield. Mr. Fox began his career in Safety in 1986. Now entering his third decade of professional safety, Mr. Fox has supported the efforts of private and public, start-up and mature, sole-proprietor and Fortune 100 organizations. Mr. Fox has served the Energy, Manufacturing, Heavy Construction, Public Agency, and Food Processing industry sectors. In 2000, he organized iNFocus Consulting as a venue to provide customized services to regional clientele. Since then, Mr. Fox has proffered extensive support in personnel development having provided training to over 5,000 individuals throughout his career. Also in 2000, Mr. Fox joined the Bakersfield Chapter of ASSE serving on the Board as Scholarship Committee Chair for over 10 quarters.

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

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

None

2. **The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;**

None

3. **A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated;**

None

4. **The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities;**

None

- C. **Disclosure of Family Relationships. Describe any relationships among and between the Issuer's directors, officers, persons nominated or chosen by the Issuer to become directors or officers, or beneficial owners of more than five percent (5%) of the any class of the Issuer's equity securities:**

Jerad R. Sanders Sr. is the Founder and Chairman of JRS Holdings Corporation and majority shareholder of the company holding 22.15%. Mr. Sanders is married to Alice M. Sanders. Jerad and Alice have four adult children: Andrew M. Sanders, Irene M. Sanders, Jonathan D. Sanders, and Jerad R. Sanders II. Alice M. Sanders has share holdings within JRS at 8.68%; Andrew has share holdings within JRS at 11.94%; Irene Marie Sanders has share holdings within JRS at 8.68%; Jonathan D. Sanders has a share holdings within JRS at 10.85%; Jerad R. Sanders II has a share holdings within JRS at 8.68%. Andrew M. Sanders is the Vice President of JRS Holdings. Irene M. Sanders is the Secretary and Treasurer of JRS Holdings, and Jonathan D. Sanders is a Vice President: Chief Officer of Research and Development. Alice Mary Sanders and Jerad R. Sanders II are not officers of JRS Holdings Corporation.

- D. **Disclosure of Related Party Transactions.**

**JRS Holdings Corporation Headquarters: 32177 Woollomes Avenue, Delano CA 93215.**

Mrs. Alice M. Sanders, trustee of Alice M. Sanders Trust dated September 9, 2004 has undivided 50% ownership of the building and property at 32177 Woollomes Avenue Bakersfield, CA 93215. Alice M. Sanders is the wife of the Founder and Chairman of JRS Holdings Corporation, Jerad Raymond Sanders Sr. and the mother of Irene M. Sanders, Andrew M. Sanders, Jonathan D. Sanders, and Jerad Raymond Sanders Jr. Alice M. Sanders is the sister of Ann Joan Buksa. The Estate of Ann Joan Buksa has an undivided 50% ownership of the building and property 32177 Woollomes Avenue Bakersfield, CA 93215. JRS Holdings Corporation does not pay money to utilize this building as its headquartered operations.

**E. Disclosure of Conflicts of Interest. Describe any conflicts of interest. Describe the circumstances, parties involved and mitigating factors for any executive officer or director with competing professional or personal interests.**

None applicable

**Item XII. Financial information for the Issuer's most recent fiscal period ending December 31, 2017. The Issuer shall provide the following financial statements for the most recent fiscal period (whether fiscal quarter or fiscal quarter):**

- |                                     |                |
|-------------------------------------|----------------|
| <b>1. Balance sheet:</b>            | Filed herewith |
| <b>2. Statement of income:</b>      | Filed herewith |
| <b>3. Statement of cash flows:</b>  | Filed herewith |
| <b>4. Financial notes:</b>          | Filed herewith |
| <b>5. Audit letter, if audited:</b> | Not audited    |

Consolidated financial statements of the Issuer and its subsidiaries for the fiscal year ended December 31, 2017, with footnotes, are being filed concurrently with this Report.

All such financial statements are incorporated by reference.

**Item XII. Similar financial information for such part of the two preceding fiscal quarters as the Issuer or its predecessor has been in existence.**

The Issuer was deemed to be incorporated in February, 2015 and has filed all required quarterly and annual Disclosure Reports for all periods prior to the filing of this Annual Disclosure Report for the year ended December 31, 2017. Annual Reports for the years ended December 31, 2015 and December 31, 2016, with financial statements and footnotes, have been filed with the OTCIQ Disclosure Service, and constitute all of the financial periods in which the Issuer is deemed to exist.

**Item XIV. Beneficial Owners.**

**All persons beneficially owning more than five percent (5%) of any class of the Issuer's equity securities are as follows:**

**JRS HOLDINGS INC. CORPORATE OFFICERS:**

• Jerad R. Sanders, Founder and Chairman	22.15%	
• Andrew M. Sanders, Vice President	11.94%	
• Jonathan D. Sanders, Vice President of Research and Development	10.85%	Chief Officer
• Erwin J. Bartel, Chief Financial Officer	10.85%	
• Dr. William S. Kachele, Jr., President	5.43%	
• Marvin Battle, Vice Chairman and CEO	5.43%	
• Jerad R. Sanders II	8.68%	
• Alice Sanders	8.68%	
• Irene Sanders	8.68%	

Note: Alice M. Sanders is the wife of Jerad R. Sanders Sr. Andrew M. Sanders, Jonathan D. Sanders Jerad R. Sanders, II, and Irene Sanders are all adult children of Jerad R. Sanders Sr. and Alice M. Sanders. Collectively, the Sanders' family is the beneficial owner of 70.93% of the issued and outstanding stock.

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

**1. Investment Banker**

None Selected yet.

**2. Promoters**

**IM Marketing, NY**

Web: [www.innovativemarketing-ny.com](http://www.innovativemarketing-ny.com)

E-mail: sales@innovativemarketing-ny.com

Phone: 1.844.504.8774

Fax: 646.736.5436

**3. Counsel**

Gregory Nanton, Esquire, Brooklyn, NY

#### **4. Accountant or Auditor**

None selected yet.

#### **5. Public Relations Consultant(s)**

None selected yet.

#### **6. Investor Relations Consultant**

None selected yet.

#### **7. Any other advisor(s)**

None.

### **Item XVI Management's Discussion and Analysis or Plan of Operation.**

#### **A. Plan of Operation.**

##### **1. Describe the Issuer's plan of operation for the next twelve (12) months including:**

JRS Holdings Corporation is a trademark and diversified holding corporation bringing new developments to the public market. JRS Holdings Corporation is the next generation of dynamic and revolutionary products and services positioned to add value to consumers and to internal and external shareholders globally.

#### **YODOLE® MOBILE PROFILE**

YODOLE® Mobile was initially formed as a sole proprietorship by Jerad R. Sanders Sr. Mr. Sanders capitalized on the growing wireless communications industry to create a niche market for its services and accessories. Through its research and development, YODOLE® Mobile has identified a competitive advantage in marketing, personal branding, and loyalty programs needed in the marketplace to provide the best value in customer service and the consumer experience. YODOLE® Mobile is the staple of “The People Friendly Network®®”. We offer mobile phone services for end users on the go. We keep you in touch with family, friends, and loved-ones using the latest technology and networks. Our plans are flexible with easy terms, and are truly no-hassle and free of long-term contracts. You simply pay as you go by taking advantage of numerous pre-paid plans for your convenience. Should you have a phone that you would like to transfer service, no problem—ask the representative about how you can score with our BOYD plan?

YODOLE® Mobile was formed to take advantage of an opportunity to become a highly distinguished and recognized industry leader in the cellular communications industry. It is the goal of our company to become established as the leading distributor of wireless communications services. To achieve this goal, YODOLE® Mobile critical success factors will be to identify emerging trends and integrate them into Cellular Providers' operations, respond quickly to technology changes/be there early, provide high-quality services, continue to invest time and money in marketing and advertising, continue to expand into specialty markets, and stay ahead of the "technology curve."

### **The Services**

YODOLE® Mobile has a developed mix of services targeting both businesses and consumers. At today's pace of business, companies need more ways than ever to keep in touch, and the easier the better. Our innovative product and service offerings provide the best advantages to customers, including sleek and innovative cellular phone models, text and numeric paging, data capability, no roaming or landline connection charges, and while communicating on most reliable 4G CDMA or GSM mobile networks.

### **The Market**

The ten-quarter outlook in the wireless communications service is excellent. The number of new cellular subscribers in the United States increased dramatically from 1992 to 1998, and 1999 saw continuation of that growth. The number of new subscribers exceeded 10 million, with a record 11.5 million net new subscribers in 1997, for a total of 55.3 million at the end of that quarter. By the end of 1999 analysts had that figure reaching 80 million. While projections differ, the number of cellular and PCS subscribers in the U.S. is expected to have a compound average growth rate (CAGR) of 12%. With the evolution of new technology, this industry is expected to generate increased revenues.

From 1992 to 2016, a twenty four quarter growth trend is evident as the number of subscribers to top wireless carriers in the United States from the first quarter of 2013 to the fourth quarter of 2016 exceeded 224.75 million subscribers in the first quarter 2013. There are a number of trends that are driving this growing industry. The most significant ones are greater marketing and advertising efforts, rapidly expanding networks, and technological advances. New services and applications such as advanced messaging, data and video transmission, location technology, and remote monitoring are in the early stages of what most analysts predict will be a period of explosive growth.

### **Target Markets**

YODOLE® Mobile plan to focus on three target markets that will provide us with the greatest market penetration. This includes the specialty business users, the general business users, and the personal users. We intend to offer service packages that are priced appropriately for each segment and will offer the services that best suit each segment's needs.

YODOLE® Mobiles' ongoing marketing strategy involves the company maintaining and expanding a broad base of clients in target territories, establishing alliances with product and services companies so that it can deliver high quality products, and invoking its own organization to bring these together and implement total solutions for customers. The company will move from the traditional product-focused strategy to a total-focus on customer ownership and personal branding.

### **Financial Considerations**

It is estimated that YODOLE® Mobile will have strong profits based on \$10 million in sales by Quarter 3. We are actively seeking funding in the amount of \$6,000,000 or equity convertible note option for the purpose of increasing market share, opening up additional retail locations, hiring additional staff, and effectively advertising and promoting our services.

### **Business Objectives**

- Company growth.
- Become established as the leading distributor of wireless communications services.
- Increase number of retail outlets.

### **Financial Objectives**

- Increase revenue

### **Marketing Objectives**

- Increase marketing efforts.
- Expand market area.
- Expand marketing reach.
- Brand recognition.
- Increase telemarketing efforts.

### **Our Mission**

YODOLE® Mobile is committed to performing high levels of customer service and selling of telecommunication products, technologies, and services through progressive retail locations, outside sales representatives, and on the internet. We are striving to become the nation's leading distributor of cellular service and accessories. YODOLE® Mobiles' vision capitalizes on proven leaders, engaged management, industry knowledge, technologically superior products, and customized services designed to enhance business communication, personal communication, and a unique personal experience.

### **Important Keys to Success**

Timing is critical in business. YODOLE® Mobile is taking advantage of an opportunity to become a highly distinguished and recognized industry leader because of certain key advantages:

- The management team has a unique combination of business knowledge and experience in this market.
- YODOLE® Mobile has combined its expertise to offer services for every type of customer in this credit-sensitive industry by offer pre-paid services with no-hassle contracts.
- YODOLE® Mobile has established partnering relationships with leading companies in the industry and customers.

### **Critical Success Factors**

YODOLE® Mobile recognizes these as critical success factors: funding, marketing, quality sales professionals, good management, aggressive branding, increasing reach, affiliating with the right partners, being specific to the needs of businesses and the public, competitive intelligence, appropriate use of technology, and remaining dynamic to keep pace with evolving wireless communications business strategies.

### **Services**

YODOLE® Mobile has a developed mix of services targeting both businesses and consumers. At today's busy pace of business, companies need more ways than ever to keep in touch, and the easier the better.

YODOLE® Mobiles' innovative product and service offerings provide the following advantages to customers.

- A full range of sleek, modern phones, handsets, headsets, devices, and accessories to choose from.
- Texting, network browsing, skypeing, teleconferencing.
- Data capability.
- A full range of features to integrate with apps.
- A national network.
- No roaming or landline connection charges.
- Use of most current trend-setting technologies

### **Service Description**

YODOLE® Mobile has created a niche market as a one-stop shop for wireless services. Additionally, YODOLE® Mobile has professionals with over 20 quarters combined experience in the industry, sophistication, and sales and distribution channels that are successful. Our services are formulated with ingredients known to increase the quality of communications, enhance internal business communications, and give users the opportunity to access the latest technology.

### **Compliance Requirements**

YODOLE® Mobile is required to comply with various rules and regulations among a number of local, state, and federal agencies. Locally, the company is required to maintain its business license and comply with local regulations and city codes. From a State level, the company is required to



comply with all State laws concerning employment law, corporate law, and consumer products regulations. From a Federal level, the company is required to comply with additional consumer product laws, taxation, etc.

YODOLE® Mobile carries insurance for business liability, automobile, and medical coverage. Additional insurance programs such as worker's compensation and key-man coverage will most likely be consummated by the close of the third quarter of 2017. Management has no knowledge of pending lawsuits or threat of legal action directed at either the company or its officers.

### **Technology Trends**

YODOLE® Mobiles' business tools may be considered to be those assets that keep the business running smoothly. These tools include computers, software, business forms, standard agreements, various internal process standards, and other company-specific documentation. Estimated technological changes in this section concern those changes that would most likely affect YODOLE® Mobiles' ability to compete.

As YODOLE® Mobiles' management identifies changing technology, these changes will be studied, analyzed, and evaluated. Of those technological changes that show significant impact on YODOLE® Mobiles' future, funds and resources will likely be committed to making adjustments to YODOLE® Mobiles' business operations. Actions include expanding sales, customer service, and training in order to meet the demand of the business community.

### **Growth Strategy Summary**

Given that the value of core telecommunications services is at practically commodity levels, growth will be driven by demonstration of our core values in the form of mutually enjoyable relationships with customers as well as vendors and, very importantly, agency partners with existing reach. Public relations will be a central component of marketing strategies aimed at both the proliferation of our customer-centric image in various broad market segments, but also the quality of agency relationships in specific arenas of interest to these agencies.

In addition to the capture of local US markets, global markets will be targeted in similar manners with modification for unique factors affecting individual cultural segments. Expanding core services relationships into bandwidth and media providers will also prompt growth as a centralized source of superior consolidated service and support for consumers. In addition we will establish loyalty programs which adds value to consumers future wellbeing.

### **Industry Analysis Summary**

Global telecommunications annual revenues reflect a mature, permanent market with revenues projected to steadily edge upwards from a current estimated level of over one and a quarter trillion US dollars. The market suffers a clear pattern of inciting customer churn through inadequate customer service practices. Some studies even suggest customer service structures in most telecommunications providers hold protecting the company from expenditure as a priority over customer satisfaction. Other common dissatisfying practices include obfuscation of service and fee

structures, one-size-fits-none packaging, and lack of availability of concierge services or priority support for smaller, but telecommunications-dependent customers.

### **Marketing Summary Review**

Marketing will rely heavily on a public relations plan to prompt interest among existing telecommunications agencies and identify key personal branding strategies. Our first priority will be to secure at least one, if not several, trusting and enjoyable relationships with agencies already engaged with customer bases. These initial agency relationships will be used as marquee in a public relations campaign across media channels specific to the base of agencies we plan to penetrate.

As end consumers come online, we will constantly evaluate individual situations for public relations opportunities and use a broader dissemination plan for notable cases. While access to effective public relations outlets is generally considered difficult to acquire, the current state of the industry provides an increased intrigue to our approach and should ease barriers.

### **Sales Strategy Summary**

Sales will be divided into two distinct categories, the first being agency sales to business customers, the second being private consumer sales. The sales process in the agency segment will be an enhancement to current practices in the inclusion of highly customizable solutions for customers and support to the agency itself. Since the agency will provide the first pillar of stability with existing customers and the expansion of the customer base they currently control, the value of agency relationship will be considered equal to that of the customer.

To protect this relationship, agencies will be offered an ongoing and permanent commission structure, which is more ultimately profitable, in place of the current cash-upfront structure used across the industry. In effect, unstable funds allocations will be replaced by stable allocations with the decrease in overhead directed back into agent commissions. To create an attractive transition path, agencies will be offered a declining advance system which leaves agents permanently engaged and more vested in their sales volume.

The private consumer market will be pursued through a variety of avenues, all with the common focus on personalized solutions. Chronologically, the first focus will be securing authorized retailers, a practice common among national cellular carriers, who can invest in franchise locations, most likely leveraging existing market experience.

In prime areas where no authorized retailers can be secured, directly owned company stores may be placed. In addition to a sales outlet, company stores will be leveraged as decentralized remote sales, customer service, and support centers. Placing highly qualified support personnel and sales specialists at retail locations will provide a unique impression for prospective customers who have, at large, come to expect little knowledge from retail telecommunications locations.

Self-service online systems currently operate, but will be enhanced by instant remote access to personnel at these retail locations when concierge services are requested by online shoppers. The deployment of all retail storefronts, both company and contractor has as a secondary goal providing a proof of concept to national high-end general merchandise and even grocery retailers. With well-known lower-tier retailers already using store space for specialty kiosks aimed at budget sensitive consumers, aligning YODOLE®, with retailers in the concierge segment is a natural development.

### **Competitive Advantage Summary**

The current telecommunications market exists in several cross sections of size, location, specific services, and target demographics. A common attribute among all segments is the high level of consumer complaints about both pre- and post-sale service. Entering this market as a competitor by filling this service gap is not a particularly complex concept. Considerable disorganization exists in current players as a result of various phases of government regulation and deregulation with the relatively recent advent of Internet-based services creating a rush of unfamiliar price competition. To further upset the methods of current players, published information on the regulatory path in the United States lays out a generalization of all current forms of real-time communication into data network services with control and taxation at the data network junctions.

JRS Holdings Corporation initial public offering showcase diversity of products and services offered in: Telecom and Marketing through YODOLE® Mobile and Hubcast Solutions. An Outline Framework is shared to communicate our Operation Plan featured to drive business transactions initially within YODOLE® Mobile and Hubcast Solutions:

**Short Term Working Capital:** Needs are estimated at \$1,000,000, which is expected to be raised through issue of convertible debt or private offerings of common stock.

**Long Term Budgeted Capital:** Needs are estimated at \$6,000,000, which is expected to be raised through convertible debt and private offerings of common stock.

#### **iii. Research and development:**

**None currently**

## **PROPOSED ACQUISITIONS**

The Issuer is actively pursuing the following acquisitions for 2018:

### **1. ZYNERGY LLC**

**ZYNERGY, LLC is engaged in the energy business through the subsidiary companies listed below:**

#### **(a) ZYNERGY Technology**

ZYNERGY Technology is a full service oilfield production chemical company based in Bakersfield, California. We develop and apply high performance chemical additives that protect capital equipment and improve efficiency and capacity within upstream and downstream oil and gas production. Our current proven stimulation process chemical technologies resurrect producing wells to increase production by 200%.

As a leading service specialist in oilfield chemistry we know that technical support and outstanding service are keys to developing long term partnerships with our clients. At ZYNERGY, our mission is to provide our partners with best in class solutions, delivering measurable performance improvement for oil and gas assets. We strive to solve problems for our partners, capturing the highest standards of the ZYNERGYs' experience, safety performance, integrity, and exceptional service.

## **Services**

ZYNERGY Technology offers custom chemical products and services designed to deliver the highest value at every stage of the oil and gas lifecycle. ZYNERGY Technology is focused on the needs of our customers; we tailor our products and programs to the needs of each client. At ZYNERGY, we provide complete onsite and offsite services including laboratory services, well monitoring programs, and regular reporting to help make your chemical program cost efficient and successful.

**For More Information visit us at: <http://ZYNERGY.Tech/>**

### **(b) ZYNERGY Environmental**

ZYNERGY Environmental a national leader in providing Hydro Excavation and Hydroblasting services. We contract with petroleum companies, government agencies and other contractors reduce costs and improve safety through the use of leading-edge hydro excavation and Hydroblasting technology. Our Services include: Chemical Cleaning, Emergency Response, Environmental Services, Hazardous Waste Disposal, Offsite Cleaning, Oil Field Services, and Oil Spill Cleanup, to name a few. Our contractors work in various industries and have a “can do” attitude. We show up on site with superior equipment ready to hit the ground running. With ZYNERGY Environmental—*We're There When You Need Us!* **Hydro Excavation Services**

Our Hydro Excavation equipment uses water under pressure coupled with flowing air to open a hole while simultaneously vacuuming away excess material. Vacuumed removal of displaced material means that crews do not lose valuable time on disposal.

Trusted by the petroleum and chemical industries to safely work around gas pipelines and drilling rigs, there are no sparks or fumes produced by Hydro Excavation, making it perfect for cleaning tanks, and for working around gas and other flammables.

Our equipment it can handle that kind of hard surface, it is remarkably precise when “cutting” the earth or any surface you need to excavate, yet potent enough to remove thick industrial deposits

such as plastic coatings on containment tanks. Hydro Excavation is the best available technology for adhering to Federal Clean Water Act standards.

Hydro-blasting has replaced lengthy, dangerous and inefficient industrial cleaning and cutting. Unlike power washing, water blasting uses water under very high pressure to remove industrial grime, fouling, deposits and oxidation. The process is cleaner than traditional blasting as debris is suctioned away through a vacuum truck rather than being left to contaminate surrounding areas. Our system is chemical-free, eco-friendly, and workplace-safe. It is the most cost effective – option available to the industry today for cleaning storage tanks, boilers, heat exchanger, railroad cars, silos, and more ...

**For More Information visit us at: <http://www.1ZYNERGY.com/>**

**(c) ZYNERGY Construction**

ZYNERGY Construction has evolved into a Construction Manager and General Contractor company preparing to deliver turn-key construction services in: construction management, project management, tenant improvement, commercial, heavy industrial (civil, electrical, mechanical, pipeline), and renewable energy (solar power plants). ZYNERGY Construction is a company committed to building collaborative teams of construction experts with proven field experience, industry knowledge (know-how), management and leadership competencies which allow us to meet and exceed our clients' expectations.

Our conscious is operating safely; our mindset is geared toward consistent superior performance. We build with quality as we are proactive and efficient in achieving budgets and schedule. Our leadership and management team drive project success with collaboration, innovation, high functioning teams, and integrity. Our healthy organizational DNA produces a contagious organizational culture creating a blueprint for success.

We own our actions and take pride in partnering with those in need of construction solutions to produce successful projects that are delivered safely, on budget, and on schedule to exceed clients' specifications and objectives. Our methods of executing complex and unique construction projects are grounded in proven construction project management methods and principles.

**ZYNERGY Construction Services include**

- General Contract Services
- Commercial Development Services
- Pre-Construction Services
- Strong Estimating
- EHS Construction Safety Program
- Startup & Commissioning Services
- 3<sup>rd</sup> Party Testing and Check Out

- Quality Assurance Quality Control
- Sustainable Building Design & Construction

## **2. JRS INDUSTRIES, INC. which consists of the following:**

### **a. Mountain Valley Water**

Nestled in 2,000 acres of forest land protecting our watershed lies a fountain of life's most precious elements composed in natural spring water which has provided sustenance to many residents and consumers in the state of California. Rainfall on Cedar Mountain takes about 3quarters to reach the deep aquifer before returning to the surface to serve as pristine Mountain Valley Spring water. This natural filtering process has transformed the ancient water into the mineral rich, pure, holistic water that is bottled today.

### **Spring Valley Water**

As a high quality alternative to Mountain Valley Water, locally owned and operated JRS Industries introduced Sun Valley Water. It is filtered and it is pure spring water which is sourced in Northern California. Our water is drawn responsibly, purified, tested and bottled locally. Making Sun Valley water a smart choice for your health, the community, and the environment.

For More Information visit us at: <http://www.jrsindustriesinc.com/>

## **3. BLUE OTTER SOLUTIONS**

Blue Otter will be a subsidiary of HUBCAST Solutions. Our Solutions allow users to Get In Touch ... Stay In Touch... At Blue Otter, our team has executed thousands of communication programs across many strategies to assist franchisors, utilities, healthcare facilities, government and service businesses to communicate effectively and efficiently. Over the decades, we have designed applications that support a variety of communication modes.

### **Automated Voice Messaging**

When things get busy it can be difficult to stay in touch. We have developed a system to send thousands or millions of one-way "blast" messages or engage with your customers or team on an interactive call. Gain insights into their likes and dislikes as they interact with the message and provide you with valuable information. This system can be used for a wide variety of communication needs: alerts, notifications, surveys, reminders, and informative.

### **Ring-less Voicemail**

Making phone calls may be one of your most effective sources of communication but schedules differ and receiving that call may not always be convenient for your customer. Ring-less Voicemail allows your company to relay information to customers and employees via voicemail only. No more cranky customers due to interrupted dinners.

### **SMS Text Messaging**

Your customers are mobile and almost 99% of them have their phone with them 24/7. Texting comes naturally and is the preferred communication method of nearly everyone, so stay in touch! Text messaging improves the likelihood your message is delivered, whether it's a one-way text or

a two-way text in which you receive feedback. Our application allows you to engage via: Mobile coupons Loyalty rewards, Trivia Polls, and Surveys News Updates Appointments.

### **Outbound Live Agent Calls**

Our system has been designed to bypass dropped calls, busy signals and identify answering machines, making programs more efficient than ever! Merging software that makes our agents 100% more productive with Intelligent Routing and our Otter principals, we have a system that allows fully customizable programs and gets a quality job done.

### **Inbound Customer Support**

First class customer service is a top priority in every industry as it plays a large role in both obtaining and retaining loyal clients. Coupled with professionally trained agents, our system is designed to support a variety of inbound channels to allow quality customer care in the most efficient way possible.

### **Mobile Marketing**

Fully connect with your customers or your team with communication that delivers immediacy and intimacy. Encourage consumers to interact instantly with your brand or organization by delivering relevant and engaging content that persuades them to act, buy more products and services, or visit your mobile website regularly to check for specials or upcoming events.

### **Email Messaging**

Yes, people still check their email every day! A well designed and executed email campaign keeps companies top-of-mind. With the proper message and timing, Email Messaging is an effective and engaging way for people to communicate information that can have longevity and be shared.

**For More Information visit us at: <http://blueottersolutions.com>**

#### **4. ORGANIC PHARMACY RESEARCH INSTITUTE (OPRI) –**

Organic Pharmaceutical Research Institute (OPRI) was founded to fulfill a need for research into complementary health therapies and is dedicated to the development of noninvasive and natural supplemental care practices to provide alternative treatments for debilitating diseases and other negative health conditions. While focusing on solutions derived from whole foods, natural products, and frequency based therapies engineered to support the body's natural healing ability, OPRI strives to advance these therapies in communities throughout the world and connect underprivileged patients with therapists trained in these healthcare therapies.

Complementary medicine is the blending of Alternative or Holistic treatments with conventional healthcare. Also referred to as Integrative or Accompanying therapies, these treatments are traditionally non-invasive and non-toxic, and focused on bringing the whole being into balance.

The current paths of pills and procedures in dealing with disease and chronic conditions have left patients searching for alternatives and as the landscape of diseases change so must our treatments of them. OPRI's objective is to define treatment needs for major diseases, such as Alzheimer's, Cancer, Parkinson's, etc. and chronic conditions, such as Fibromyalgia and arthritis; and develop

techniques and therapies to fight and eventually cure these diseases. OPRI looks to ultimately provide these low-cost therapies for everyone.

## **OPRI Solutions**

**Bio Acoustic** BioAcoustics, literally translated, means “life sounds”. All things are made from energy and resonate at different frequencies, including the human body and all of its components. Bones, tissue, toxins, pathogens, amino acids, bacteria, vitamins, minerals, etc., are all made from the same building blocks with different frequencies values. Bio-acoustic Biology is the field of research involving the use of acoustic-wave; frequency-based biomarkers and the effects different frequencies have on the body.

BioAcoustics® is an easy and non-invasive way to achieve and maintain balance. It can be used to support the optimal form and function of the body and is also a perfect complement to any wellness program. Implementation of BioAcoustics® has benefitted people of all ages and backgrounds and can help individuals suffering from a wide range of health and wellness issues.

### **Light Frequency Therapy**

Light Frequency Therapy uses specific light and sound frequencies to vibrate specific antigens, thereby making them recognizable to our body. Our body then has a chance to destroy the disease and keep itself healthy.

The Beam Ray Tube, which emits light frequencies using a pure lab quality Argon/Neon gas mixture, has a unique molecular structure proven effective in dealing with antigens when combined with the Beam Ray Frequency Generator.

Light Frequency Therapy research concludes that every microorganism has a “mortal oscillatory rate”, a point at which it will shatter or break when bombarded by sound waves – similar to the effect that occurs when an intense musical note shatters glass.

Remarkable results using Light Frequency Therapy have been documented at the Pasadena County Hospital and the University of Southern California. Additionally, studies referenced in the Integrative Medicine Insights and Biomedical Science Instruments, Annuals of NY Academy of Science, Primary Care, Cancer Journal, the Journal of Alternative Medicine and the Journal of Experimental Clinical Cancer Research all agree that Light Frequency Therapy offers remarkable results.

### **Electromagnetic Frequency Therapy (EMF)**

Through the convergence of biology and physics a novel approach, known as Electromagnetic Frequency (EMF) Therapy, has proven highly effective in a diverse range of therapeutic applications without side-effects or adverse reactions.

EMF therapy re-energizes damaged cells by inducing electromagnetic frequencies within cells that restore them to their normal, healthy state. This results in a boost in cellular metabolism, the regeneration of blood cells, and improved circulation. As a more conservative, yet often more effective treatment, EMF can directly influence the body’s systemic defense and repair



mechanisms and non-invasively balance the body's cellular vibratory circuits, essentially jumpstarting the body's own disease rejection process.

### **Nano Enzyme**

Scientists and Health Practitioners at OPRI recognize that health concerns have become a paramount issue in today's world. OPRI not only believes, but knows that our environment play a significant role in the increasing number of illnesses found common throughout society's-at-large. Recently, the medical community has placed specific emphasis on dealing with health through addressing toxic overload.

It is estimated that our body's immune defense system can process levels of around 1.2 parts per million in toxins, pathogens, foreign elements, and many outside stresses we are exposed to by our environment. But in today's world, we are finding that we are being subjected to levels of 2.4 parts per million and even well above that level which are now part of the body's demand on the immune system. Our body systems can become off balance when fighting to process these heavy loads. Depending on how and what we are exposed too in our lives, the toxic effects can be substantial leaving long term effects ending in illness and disease.

It is evident that our bodies are beautifully designed to heal and repair itself; however, when outside stimuli and environment become more than we can handle, toxic overload does happen and our body's state of imbalance effects our capacity to keep up and function at a level that is critically needed to heal, regenerate and repair. We recognize and are encouraged by the modern technological advancements within the medical community; conversely, our resolve lead OPRI researchers to believe more can be done.

For More Information visit us at: <http://www.opriresearch.org/>

### **Item XVII List of securities offerings and shares issued for services in the past two quarters.**

None

### **Item XVIII Material Contracts.**

Not applicable.

### **Item XIX Articles of Incorporations and Bylaws.**

#### **A. A complete copy of the Issuer's Articles of Incorporation.**

The Articles of Incorporation of the Issuer. were filed concurrently with the Annual Disclosure Report for the year ended December 31, 2015.

#### **B. A complete copy of the Issuer's Bylaws.**

The Bylaws of JRS Holdings, Inc. were filed concurrently with the Annual Disclosure Report for the year ended December 31, 2015.

**Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers.**

None.

**Item XXI Issuer's Certifications**

I, Marvin Battle, director and Vice Chairman of JRS Holdings, Inc. as of December 31, 2017 and as of the date of this Report, hereby certify that:

- 1) I have reviewed the foregoing Information and Disclosure Statement, Exhibits and all notes thereto of JRS Holdings, Inc. for the year ending December 31, 2017.
- 2) Based on my knowledge, this Information and Disclosure Statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which made, not misleading with respect to the period covered by the Information and Disclosure Statement; and
- 3) Based on my knowledge, the financial statements and other financial information included or incorporated by reference in this Information and Disclosure Statement fairly present in all material respects, the financial condition, results of operations and cash flows of JRS Holdings, Inc. as of and for the fiscal year ending December 31, 2017

**Dated as of this 16th day of April, 2018**

  
\_\_\_\_\_  
**MARVIN BATTLE, VICE CHAIRMAN**

JRS HOLDINGS, INC. and SUBSIDIARIES

Consolidated Balance Sheet

As of December 31, 2017

<b>ASSETS</b>	
Current Assets	
Cash	236
Other Current Assets	
Deposit for fees and filings	55
Lease Deposit	4,400
InvesVTG Mobile - Deposit	10,000
Letter of Credit - Telespire	10,000
Total Other Current Assets	<u>24,455</u>
Total Current Assets	24,691
Fixed Assets	
Service Equipment	<u>70,000</u>
Total Fixed Assets	70,000
Other Assets	
Deferred expense	52,500
Due from related party	1,066
Construction Account	15,000
Domain, Website, Data Base	255,100
Investment in Armed Forces Mobi	34,077
Total Other Assets	<u>357,743</u>
<b>TOTAL ASSETS</b>	<b><u>452,434</u></b>
<b>LIABILITIES &amp; SHAREHOLDERS' EQUITY</b>	
Liabilities	
Current Liabilities	
Accounts Payable	52,500
Other Current Liabilities	
Accrued Interest Payable	10,359
Advances	34,450
Due related party	59,897
Notes payable-Related parties	286,869
Notes payable-Demand notes	35,000
Total Other Current Liabilities	<u>426,575</u>
Total Current Liabilities	479,075
Shareholders' Equity	
Additional Paid-in capital	(104,272)
Common stock, par value \$0.001, 18,709,500 issued	18,710
Total Capital Stock	<u>(85,563)</u>
Common shares issuable	255,100
Retained Earnings	(169,538)
Total Shareholders' Equity	<u>(26,641)</u>
<b>TOTAL LIABILITIES &amp; SHAREHOLDERS' EQUITY</b>	<b><u>452,434</u></b>

See accompanying notes

JRS HOLDINGS, INC. and SUBSIDIARIES

Consolidated Profit And Loss

January through December 2017

<b>Ordinary Income/Expense</b>	
<b>Total Sales</b>	9,938
<b>Gross Income</b>	<u>9,938</u>
<b>Expense</b>	
<b>Administrative and General</b>	
<b>Advertising and Promotion</b>	2,659
<b>Bank Service Charges</b>	
<b>Bank Card Services Fees</b>	
<b>Bank monthly account fees</b>	
<b>Bank Service Charges - Other</b>	
<b>Bank Service Charges</b>	<u>2,413</u>
<b>Business Licenses and Permits</b>	3,170
<b>Computer and Internet Expenses</b>	4,407
<b>Consultant Fees</b>	32,000
<b>Insurance Expense</b>	2,060
<b>Office Supplies</b>	123
<b>Postage and Delivery</b>	36
<b>Professional Fees</b>	29,800
<b>Public Corp. Fees</b>	9,500
<b>Transfer agent fees</b>	2,780
<b>Travel Expense</b>	500
<b>Merchant Service Charges</b>	277
<b>Contracted services</b>	<u>12,525</u>
<b>Total Expense</b>	<u>102,250</u>
<b>Net Ordinary Income</b>	<u>(92,311)</u>
<b>Other Income/Expense</b>	
<b>Other Expense</b>	
<b>Interest Expense</b>	5,892
<b>Total Other Expense</b>	<u>5,892</u>
<b>Net Other Income</b>	<u>(5,892)</u>
<b>Net Income</b>	<u><u>(98,203)</u></u>

See accompanying notes

**JRS HOLDINGS, INC. and Subsidiaries**  
**Combined Statement Of Cash Flow**  
January through December 2017

<b>OPERATING ACTIVITIES</b>	
Net Income	(98,203)
Adjustments to reconcile Net Income to net cash provided by Operations	
Deposit for fees and filings	36
Lease Deposit	(4,400)
Accrued Interest Payable	5,892
Advances	1,000
Due related party:Due Sanders Enterprises	(5,500)
Notes payable-Related parties>Note Pay - Alice M. Sanders	3,000
Notes payable-Related parties>Note Pay - Organic Pharmacy	59,149
Notes payable-Related parties>Note Pay - William Kachele	1,990
Notes payable-Related parties>Note Pay. - Sun Valley Farms, L	3,000
Note Pay - Organic Pharmacy	15,090
Letter of Credit - Telespire	(10,000)
Due to related party:Due to Voip Tech Global	(5,000)
Note payable-related party>Note Pay - Organic Pharmacy	33,810
Note Payable - William S. Kache	5,150
Net cash provided by Operating Activities	<u>5,014</u>
<b>INVESTING ACTIVITIES</b>	
Construction Account	(15,000)
Net cash provided by Investing Activities	<u>(15,000)</u>
Net cash increase for period	<u>(9,986)</u>
Cash at beginning of period	<u>10,222</u>
Cash at end of period	<u><u>236</u></u>

See accompanying notes

**JRS HOLDINGS, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**Fiscal Year Ended December 31, 2017 (Unaudited)**

**NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION**

Tap Resources, Inc. is a Nevada corporation, originally formed under the name River Explorations, Inc. on November 1, 2006. Effective December 30, 2009, the corporate name was changed to Fresh Start Private Holdings, Inc. On July 31, 2012, the corporate name was changed to Tap Resources, Inc. In March 2016, JRS Holdings, Inc., an unrelated Nevada corporation, acquired 99.4 percent of the outstanding stock of Tap Resources, Inc. by purchase from its then controlling shareholder. In August, 2016, JRS Holdings, Inc. and Tap Resources, Inc. agreed to merge under the Nevada parent/subsidiary merger rules, and the merger closed effective September 15, 2016, with Tap Resources, Inc. as the surviving corporation, but with its corporate name changed to JRS Holdings, Inc. (hereafter the “Issuer” or the “Company”).

The former JRS Holdings, Inc. was incorporated in Nevada on February 20, 2015. The Issuer also is a Nevada Corporation, which was originally formed under the name River Explorations, Inc. on November 1, 2006. Effective December 30, 2009, its corporate name was changed to Fresh Start Private Holdings, Inc. On July 31, 2012, that corporate name was changed to Tap Resources, Inc. On September 15, 2016, the corporate name became JRS Holdings, Inc. by merger of Tap Resources, Inc. and JRS Holdings, Inc. Under applicable accounting rules relating to reverse merger transactions, the date of formation of the former JRS Holdings, Inc., as the deemed acquiring company in the merger, is now the date of inception (February 20, 2015) for accounting and reporting purposes.

During the quarter ended December 31, 2016, the Issuer completed the parent-sub subsidiary merger by the filing of Articles of Merger with the Nevada Secretary of State on September 15, 2016. The financial statements for the period ended December 31, 2017 include the consolidated financial results of the Company and its three subsidiaries. The Issuer's fiscal year end date is now December 31. Prior to the merger with the former JRS Holdings, Inc., the fiscal year of the Issuer ended November 30, but the merger resulted in a change of fiscal year end to December 31, the year end of the former JRS Holdings.

The Issuer is now a family-owned holding company formed in February 2015 to acquire several separate business entities and operations owned and controlled by the Jared Sanders family. The initial acquisitions during the year ended December 31, 2016 included Yodole, LLC, a California limited liability company formed in 2004, which is engaged in the telecommunications markets on a worldwide basis; Hubcast Solutions, Inc., a Florida corporation formed by the Company to acquire the intellectual property of Hubcast Solutions, LLC.; and Moneta Forte, Inc.

On August 1, 2016, the Company entered into a Purchase Agreement to acquire all of the issued and outstanding stock of Moneta Forte, Inc. for a total of 500,000 shares of the common stock of the Company, valued in the Purchase Agreement at \$255,100. The acquisition was closed on July 26, 2016 (although the Acquisition Agreement recited its execution as of August 1, 2016) with the shares of the Company to be issued as the consideration, reported as issuable, but not yet issued, pending completion of the merger of the Company and its then parent company and compliance with all related regulatory issues, including approval of the corporate name change and symbol change by FINRA. Moneta Forte, Inc. is a California corporation engaged in the telecommunications markets. Moneta Forte held web domains, website, accounts receivable, customer data and licenses, contracts and agreements, all of which remained in place, but no liabilities of Moneta Forte survived the acquisition,

Detailed information regarding other pending acquisitions is described in Footnote 6 - Planned Acquisitions.

On October 25, 2016, Yodole LLC and VTG Mobile, Inc., along with the latter's parent company, VTG Communications, Inc. and affiliates, entered into an Accord and Satisfaction Agreement relating to the Master Marketing Agreement between VTG Mobile and Yodole LLC. Each party released any and all claims against the other party, and VTG Communications agreed to issue 77,076 shares of common stock of its subsidiary, Armed Forces Wireless/Mobile, Inc. which it valued at \$1.00 per share, to Yodole, in exchange for the following:

Master License Fee		\$	42,999
Original Master License Fee`	\$	42,999	
Less prior distributions to Yodole		<u>(13,922)</u>	
Unrecovered income	\$	29,077	
Additional investment by Yodole	\$	<u>5,000</u>	
Total	\$	77,076	

Since Yodole had previously amortized the entire original fee, the “Unrecovered income” of \$29,077 was recognized as of October 25, 2016, while the previous distributions had been recognized in each of the prior quarters 2013, 2014 and 2015, as received in those quarters. The shares of stock in Armed Forces Mobile were recorded at the net cost to Yodole of \$34,077. Ni independent valuation of the stock received has been undertaken and the 77,076 shares received by Yodole represent an undetermined minority percentage of the total outstanding shares of Armed Forces Mobile, which remains as a majority owned subsidiary of VTG Communications. Yodole has no involvement in or knowledge of the operations of the company. Yodole issued its promissory note for the \$5,000 additional investment amount, which note was paid in full in March 2017.

### **Yodole Concept**

The Yodole concept was founded in 1999 as a global platform for privacy-centric Internet utility functions to service the demands telecommunication industry. Yodole began by developing fundamental core communications, search indexing, data sharing, and other emerging technologies. Yodole engineers, programmers, and research and develop teams performed numerous beta studies and devote thousands of hours to ensure that our processes were relevant to demands of both current and future markets. Most of the first decade was devoted to proofs of concepts by the original visionaries as well as researching, forming, collaborating and developing internal and external relationships to make this concept a reality.

### **Yodole, LLC**

Yodole, LLC, was officially formed from these earlier explorations in 2004 and began a formal phase of testing operations structures, outside provider relationships, and live operations. Currently, systems are in place capable of scaling up to global markets with a small, but highly satisfied customer base.

Yodole, LLC, is a global telecommunications provider committed to the strong pursuit of technology development to not only drive the quality and features of services, but also to enhance human connections to customers, employees, and industry partners. A concentration on true human-to-human interaction sets Yodole apart from other telecommunications providers

### **The People Friendly Network®**

Yodole, LLC, with its two trademarked brands YodoleHONE® and YodoleMOBILE® with their shared trademarked tagline “**The People Friendly Network®**” and shared trademarked iconic mascot, is a global provider of end user telecommunications services with value added vertical support services offered through outside sales forces attracted to customer longevity produced through concentration on customer service and support as a critical component of the total value proposition.

### **Creating the Customer Experience**

YODOLE believes that providing superior products is admirable, but providing both superior products and customer service is the goal. Superior, reliable, and sincere customer service is the catalyst to creating memorable customer experiences which ultimately helps bond with the global customer base. As Yodole continues to be a company of people working to serve people, the value of loyalty in every direction will continuously grow, to continuously add value to stakeholders, consumers, and employees to ensure profit and sustainability.

### **Yodole Phone**

Yodole Phone focuses on providing residential and commercial business consumers with reliable domestic and international phone service at affordable rates. Yodole Phone provides services in the United States, Canada, and 51 countries internationally. Residential plans are flexible to meet the needs of the consumer no matter how grand or small. Standard features offered to residential customers include: call waiting, caller ID, call forwarding, three-way calling with advanced features like voicemail-to-email, and sharing a phone line with multiple locations and softphones. For those customers who prefer going digital for home use, Yodole has state of the art digital voice line packages, home office phone packages, and home fax packages to increase savings.

### **Business Services**

Services for all sizes of businesses from the simplest analog line and handset to full featured digital systems to digital line replacement, all with the award winning Maximum Value Routing access to over 30 phone carriers in the US and worldwide. Never negotiate another phone contract with Yodole's forever-competitive service model. YODOLE offers complete office suites for any business needs which include: business phones, fax services, vault and cloud storage systems, and latest technology within firewall secured protection. Yodole business packages are flexible to scale up or down to meet the business customer's needs.

### **Yodole Mobile**

Yodole Mobile is the staple of "The People Friendly Network". Yodole offers mobile phone services for end users on the go. Yodole keeps its customers in touch with family, friends, and loved-ones using the latest technology and networks. Yodole plans are flexible with easy terms, and are truly no-hassle and free of long-term contracts. Customers simply pay as you go by taking advantage of numerous pre-paid plans for maximum convenience.

### **BYOD**

BYOD stands for Bring Your Own Device. At Yodole Mobile, customers have the option of bringing their own device or tablet to activate it on a Yodole Plan. This means a customer can bring an existing device, find a used device, or purchase one from another vendor and activate it at Yodole as long as that device meets the BYOD requirements (CDMA devices require the upload of your ESN MEID and or GSM devices require the purchase of a Yodole SIM Card).

### **Competitive Advantage of Yodole: Phone and Mobile**

Yodole Phone and Mobile was created to become a dynamic tandem because Yodole understands the demands of the market. This unified communication concept allows Yodole to be agile to adapt to different trends and consumer preferences. Yodole is able to reach consumers, relate to its customers, and provide cutting edge technology, and superior customer service across systems, networks, product, and service offerings. There is absolutely no magic here, Yodole's cost structures are flexible and friendly. Yodole utilizes proven technologies, systems, products, and services to ensure that customers have a unique and pleasant experience. Yodole accomplishes this goal the old fashioned way—"pay attention to detail, listen to customers, and execute on the plan."



## **Hubcast Solutions**

Hubcast is managed by professionals with decades of experience in the messaging and customer communication industries. Members of the Hubcast team have worked closely with some of the most widely recognized brands in corporate America. This team has been entrusted to increase brand awareness, build loyalty and expand the client's market base of their most valuable business commodity – the customer. Hubcast has successfully directed thousands of time-sensitive, high-visibility campaigns in all segments of customer marketing and communications.

Hubcast Solutions is a full-service provider of automated voice and text messaging solutions that deliver personalized messages designed to inform and engage. The hosted “communications hub” is sourced from best-of-breed components ensuring a feature-rich, flexible messaging system delivering reliability, innovation, and scalability.

Hubcast Solutions platforms help clients comprehend and leverage large volumes of data to cater to customer preferences at the level to determine the best day of week, best time of day, as well as the best channel – on a per customer basis. The competitive advantage is amplified when clients are able to augment large volumes of data to understand the correlation between demographic data, purchased demo data, and psychographic data which improves Hubcast's ability to build customized and intelligent platforms which adds value to drive profit and sustainability.

### **Moneta Forte, Inc. (d/b/a Forte Wireless):**

Moneta Forte, Inc., was acquired by the Issuer on July 26, 2016 by the acquisition of all of its outstanding stock in exchange for a total of 500,000 shares of common stock of JRS Holdings, Inc., then valued by agreement at \$255,100. Moneta Forte will anchor the store front division geared to create a value-added experience for YODOLE® Mobile customers. Forte Wireless global vision and industry expertise creates a telecommunication technologies competitive advantage.

## **NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **Basis of Presentation**

The financial statements of the Company as of December 31, 2017 include the consolidated operations of the Company, Yodole, LLC, Hubcast Solutions, Inc. and Moneta Forte, Inc. In management's opinion, all adjustments (consisting only of normal recurring adjustments) considered necessary for a fair presentation to make the Company's consolidated financial statements not misleading have been included. The consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America. All significant inter-company balances and transactions have been eliminated in consolidation.

### **Going concern**

From inception at February, 2015, the Issuer has been a development stage company and has generated minimal revenues from its business operations and incurred losses since inception through the year ended December 31, 2017 of \$169,538. Until such time as the planned acquisitions have been completed and needed working capital has been raised to expand the acquired businesses, there can be no assurance that the Company will be able to maintain operations or continue as a going concern. Until the planned acquisitions are completed, the Company will rely on funds provided by insider shareholders to undertake the regulatory and legal compliance necessary to complete the acquisitions and maintain its operations.

### **Unaudited Financial Statements**

The financial statements filed with this report include the results of operations of the Company and its wholly-owned subsidiaries, Yodole, LLC, Moneta Forte, Inc. and Hubcast Solutions, Inc., for the fiscal year ended December 31, 2017. The financial statements are not audited and have been prepared by management.

### **Cash and Cash Equivalents**

For purposes of the Statement of Cash Flows, the Company considered all highly liquid instruments purchased with a maturity of three months or less to be cash equivalents to the extent the funds are not being held for investment purposes.

### **Basic Income (Loss) Per Share**

The Company computed loss per share in accordance with “ASC-260,” “Earnings per Share” which requires presentation of both basic and diluted earnings per share on the face of the statement of operations. Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of outstanding common shares during the period. Diluted loss per share gives effect to all dilutive potential common shares outstanding during the period. Dilutive loss per share excludes all potential common shares if their effect is anti-dilutive; accordingly, the accompanying financial statements present only basic loss per share.

### **Use of Estimates**

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 amount of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### **Fair value of financial instruments**

The estimated fair values of financial instruments were determined by management using available market information and appropriate valuation methodologies. The carrying amounts of financial instruments including cash approximate their fair value because of their short maturities.

### **Recent pronouncements**

The Company has evaluated recent accounting pronouncements and believes that none of them will have a material effect on the Company’s financial statements.

### **NOTE 3 FAIR VALUE MEASUREMENTS**

Accounting principles generally accepted in the United States define 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 at the measurement date. Additionally, the inputs used to measure fair value are prioritized based on a three-level hierarchy. This hierarchy requires entities to maximize the use of observable inputs and minimize the use of unobservable inputs. The three levels of inputs used to measure fair value are as follows:

Level 1 — Quoted prices in active markets for identical assets or liabilities.

Level 2 — Observable inputs other than quoted prices included in Level 1. We value assets and liabilities included in this level using dealer and broker quotations, bid prices, quoted prices for similar assets and liabilities in active markets, or other inputs that are observable or can be corroborated by observable market data.

Level 3 — Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. This includes certain pricing models, discounted cash flow methodologies and similar techniques that use significant unobservable inputs.

### **Recurring Fair Value Measurements**

In accordance with accounting principles generally accepted in the United States, certain assets and liabilities are required to be recorded at fair value on a recurring basis.

On January 5, 2016, the Company acquired all of the outstanding member interests in Yodole, LLC from two members of the Sander's family, as a contribution to capital. Since no separate consideration was given by the Company for the acquisition, no fair market value was assigned to Yodole LLC and no acquisition amount has been included in the consolidated financial statements.

On March 4, 2016, Yodole LLC entered into an Asset Acquisition Agreement with Hubcast Solutions, LLC, an unrelated, unaffiliated Nebraska limited liability company, for the acquisition of all of the operating assets and intellectual property of Hubcast for a total of \$70,000. Payment of the agreed purchase price was made by a cash payment of \$35,000 and issuance of a promissory note in the amount of \$35,000, payable on demand. The acquired assets were contributed to a newly formed Florida corporation, Hubcast Solutions, Inc., which became a wholly-owned operating subsidiary of Yodole, LLC. No independent valuation has been requested or prepared for the acquisition value of \$70,000 estimated by management and there is a risk that the actual value could be far less, or have no value at all, in which event the carrying amount for the investment would have to be written off as a loss at the end of the current fiscal quarter.

On July 26, 2016, the Company acquired all of the outstanding stock of Moneta Forte, Inc., a California corporation, in exchange for the agreed issuance of 500,000 shares of the Company's common stock when the trading symbol and corporate name change has been approved by FINRA. The shares to be issued were valued in the Acquisition Agreement at \$255,100, or \$0.51 per share and the acquisition value is reported as the value of the Moneta Forte assets in the attached consolidated financial statements for the quarter ended March 31, 2017. No independent valuation has been requested or prepared for the acquisition value of 255,100 agreed to by management and there is a risk that the actual value could be far less, or have no value at all, in which event the carrying amount for the investment would have to be written off as a loss at the end of the current fiscal quarter.

### **NOTE 4 - INCOME TAXES**

The Company accounts for income taxes in accordance with accounting standards for Accounting for Income Taxes which require the recognition of deferred tax assets and liabilities for both the expected impact of differences between the financial statements and tax basis of assets and liabilities, and for the expected future tax benefit to be derived from tax loss and tax credit carry-forwards. Additionally, the standards require the establishment of a valuation allowance to reflect the likelihood of realization of deferred tax assets.

The following is a reconciliation of income taxes computed using the statutory Federal rate to the income tax expense in the financial statements for December 31, 2017:

Income tax provision at the federal statutory rate	34%
Income tax provision at the state statutory rate	4%
Effect of operating losses	(38%)

Under Sections 382 and 269 (the 'shell corporation' rule) of the Code following an 'ownership change,' special limitations ('Section 382 Limitations') apply to the use by a corporation of its net operating loss, or NOL,

carryforwards arising before the ownership change and various other carry-forwards of tax attributes (referred to collectively as the ‘Applicable Tax Attributes’). The former operating losses of Tap Resources, Inc. before the merger with its then parent, the former JRS Holdings, Inc., therefore have been eliminated.

#### NOTE 5 - CAPITAL STOCK

The Company is authorized to issue 50,000,000 shares of common stock, par value \$0.001. In March 2015, the Company issued a total of 18,433,000 common shares at par value to certain Sanders’ family members and several consultants and officers, as founders’ shares or as compensation. These shares were recorded as compensation in the total amount of \$18,433, the cumulative par value of the shares issued. On closing of the merger of the Issuer and Tap Resources, Inc. on September 15, 2016, an additional 276,500 common shares were issued by the Company resulting in total shares outstanding at December 31, 2016 of 18,709,500 common shares. No additional shares have been issued since December 31, 2016.

The common shares issued to Sanders’ family members and to corporate officers and directors were as follows:

Shareholder <sup>1</sup>	Shares	Percent <sup>2</sup>
Jerad Sanders	4,083,000	21.82
Andrew M. Sanders	2,380,000	12.72
Johnathan D. Sanders	2,000,000	10.69
Jerad R. Sanders, II	1,600,000	8.55
Alice Sanders	1,600,000	8.55
Irene Sanders	<u>1,600,000</u>	<u>8.55</u>
	13,263,000	70.88

<sup>1</sup>Alice Sanders is the spouse of Jerad Sanders. Andrew M. Sanders, Johnathan D. Sanders, Jerad R. Sanders II and Irene Sanders are all children of Jerad and Alice Sanders. <sup>2</sup>Based on 18,709,500 shares outstanding.

In addition to the shares issued to the Sanders’ family, shares were issued to officers and directors of the Issuer as follows:

Erwin J. Bartel, CFO	2,000,000	10.69
William S. Kachele, Jr., President	1,000,000	5.34
Marvin Battle, Vice Chairman/CEO	<u>1,000,000</u>	<u>5.34</u>
Total	4,000,000	21.371

Collectively, the Sanders family and the other officers of the Company own a total of 17,263,000 shares, representing 92.25 percent of the outstanding common shares of the Company. at March 31, 2017.

The common shares to be issued as the consideration for the Moneta Forte, Inc. acquisition have not yet been issued and are reported as “Common shares issuable” in the accompanying financial statements.

No additional shares were issued during the quarters ended March 31, 2017 or December 31, 2017.

#### NOTE 6–OUTSTANDING NOTES

##### Related Party:

JRS Holdings:

On July 30, 2015, Sun Valley Farms, LLC, an affiliated Sanders family entity, loaned the Company \$4,000 for payment of outstanding payables. A promissory note dated August 5, 2015 was issued by the Company to Sun Valley Farms, LLC payable on demand at two percent annual interest. The full principal balance remained outstanding at December 31, 2017.

On August 11, 2015, William Kachele, a director and officer of the Company,, loaned the Company \$25,000 for payment of outstanding payables. A promissory note dated August 11, 2015 was issued by the Company to him payable on demand at two percent annual interest. The full principal balance remained outstanding at December 31, 2017

On February 3, 2016, Sanders Enterprises, Inc., an affiliated Sanders family entity, loaned the Company \$19,100 for payment of outstanding payables. A promissory note dated February 3, 2016 was issued by the Company to Sanders Enterprises, payable on demand at two percent annual interest. The full principal balance remained outstanding at December 31, 2017.

On March 11, 2016, Sanders Enterprises, Inc., an affiliated Sanders family entity, loaned the Company \$46,000 for the purchase of the controlling interest in Tap Resources, Inc. A promissory note dated March 11, 2016 was issued by the Company to Sanders Enterprises, payable on demand at two percent annual interest. The full principal balance remained outstanding at December 31, 2017.

A total of \$3,451 in interest has been accrued on these notes by the Company as of December 31, 2017

Yodole, LLC:

On October 7, 2013, Universal Life Trust, an affiliated Sanders family entity, loaned Yodole \$43,500 for operating expenses. A promissory note in the amount of \$43,638 dated November 4, 2013 was issued by Yodole to Universal Life Trust covering this amount plus an additional previous advance, payable on demand at two percent annual interest. Previous payments of principal plus an additional advance on February 29, 2016 in the amount of \$1,800 were made on this note, leaving a principal balance due of \$39,324 outstanding at December 31, 2017.

On September 1, 2014, JRS Industries, Inc., an affiliated Sanders family entity, loaned Yodole \$3,556 for operating expenses. A promissory note in the amount of \$3,556 dated September 1, 2014 payable on demand at two percent annual interest, was issued by Yodole to JRS Industries, Inc. covering this amount. Subsequently, in February and April, 2016, additional amounts of \$500 and \$1,500 were advanced to Yodole LLC and added to the principal balance due. The full principal balance of \$5,556 remained outstanding at December 31, 2017.

On September 3, 2014, C&S Market Research, LLC, an affiliated Sanders family entity, loaned Yodole \$300 for operating expenses. A promissory note in the amount of \$300 dated September 3, 2014 payable on demand at two percent annual interest, was issued by Yodole to C&S Market Research covering this amount. The full principal balance remained outstanding at December 31, 2017.

On December 4, 2014, Continental AG Farm Company, LLC, an affiliated Sanders family entity, loaned Yodole \$25,000 for operating expenses. A promissory note in the amount of \$25,000 dated December 4, 2014, payable on demand at two percent annual interest, was issued by Yodole to Continental AG Farm Company covering this amount. The full principal balance of \$25,000 remained outstanding at December 31, 2017.

On December 17, 2014, Sun Valley Farms, LLC, an affiliated Sanders family entity, loaned Yodole \$5,691 for operating expenses. A promissory note in the amount of \$5,691 dated December 17, 2014, payable on demand at two

percent annual interest, was issued by Yodole to Sun Valley Farms covering this amount. The full principal balance of \$5,691 remained outstanding at December 31, 2017.

On September 23, 2015, Sun Valley Farms, LLC, an affiliated Sanders family entity, loaned Yodole \$9,300 for operating expenses. A promissory note in the amount of \$9,300 dated September 23, 2015 payable on demand at two percent annual interest, was issued by Yodole to Sun Valley Farms covering this amount. The full principal balance remained outstanding at December 31, 2017.

On October 26, 2016, Organic Pharmacy loaned Yodole LLC a total of \$1,500 for operating expenses. A promissory note in the amount of 1,500 dated October 26, 2016 payable on demand at two percent annual interest, was issued by Yodole to Organic Pharmacy covering this amount. During the quarter ended March 31, 2017, Organic Pharmacy advanced a total of \$6,850 in additional funds to Yodole, LLC and advanced an additional \$800 in the quarter ended December 31, 2017 which were added to this note. The full principal balance of \$9,150 remained outstanding at December 31, 2017.

A total of \$5,084 in interest has been accrued on these notes by Yodole, LLC as of December 31, 2017.

#### **Unrelated Debt:**

On March 11, 2016, Yodole issued a note in the principal amount of \$35,000, due on demand at two percent interest, to Blue Prairie Ventures, an unaffiliated Nebraska entity, as part of the acquisition price for Hubcast Solutions. The full principal amount, plus accrued interest, was due at March 31, 2017, but has been extended.

#### **NOTE 7 – PLANNED ACQUISITIONS**

JRS Holdings, Inc. is a family-owned holding company with operating subsidiaries in telecommunications and related fields. Over the course of the next 18 months, the Company expects to acquire ownership of Zynergy, LLC, JRS Industries, Inc., Blue Otter Solutions, and Organic Pharmacy Research Institute. The business operations of these new subsidiaries can be summarized as follows:

##### **1. ZYNERGY LLC**

ZYNERGY, LLC is engaged in the energy business through the subsidiary companies listed below:

##### **(a) ZYNERGY Technology**

ZYNERGY Technology is a full service oilfield production chemical company based in Bakersfield, California, which develops and applies high performance chemical additives that protect capital equipment and improve efficiency and capacity within upstream and downstream oil and gas production. **For More Information see:** <http://ZYNERGY.Tech/>

##### **(b) ZYNERGY Environmental**

ZYNERGY Environmental is a national leader in providing Hydro Excavation and Hydro-blasting services. Services include: Chemical Cleaning, Emergency Response, Environmental Services, Hazardous Waste Disposal, Offsite Cleaning, Oil Field Services, and Oil Spill Cleanup, to name a few. **For More Information see:** <http://www.IZYNERGY.com>.

##### **(c) ZYNERGY Construction**

ZYNERGY Construction has evolved into a Construction Manager and General Contractor company preparing to deliver turn-key construction services in: construction management, project management, tenant improvement, commercial, heavy industrial (civil, electrical, mechanical, pipeline), and renewable energy (solar power plants). ZYNERGY Construction is a company committed to building collaborative teams of construction experts with proven

field experience, industry knowledge (know-how), management and leadership competencies which allow us to meet and exceed our clients' expectations.

## **2. JRS Industries, Inc. which consists of the following:**

### **a. Mountain Valley Water**

Nestled in 2,000 acres of forest land protecting the watershed lies a fountain of life's most precious elements composed in natural spring water which has provided sustenance to many residents and consumers in the state of California. Rainfall on Cedar Mountain takes about 3quarters to reach the deep aquifer before returning to the surface to serve as pristine Mountain Valley Spring water. This natural filtering process has transformed the ancient water into the mineral rich, pure, holistic water that is bottled today.

### **Spring Valley Water**

As a high quality alternative to Mountain Valley Water, locally owned and operated JRS Industries introduced Sun Valley Water. It is filtered and it is pure spring water which is sourced in Northern California. Our water is drawn responsibly, purified, tested and bottled locally. Making Sun Valley water a smart choice for your health, the community, and the environment.

**For More Information see:** <http://www.jrsindustriesinc.com/>

## **3. Blue Otter Solutions**

Blue Otter will be a subsidiary of HUBCAST Solutions. Our Solutions allow users to

Get In Touch ... Stay In Touch... At Blue Otter, our team has executed thousands of communication programs across many strategies to assist franchisors, utilities, healthcare facilities, government and service businesses to communicate effectively and efficiently. Over the decades, we have designed applications that support a variety of communication modes.

### **Automated Voice Messaging**

When things get busy it can be difficult to stay in touch. We have developed a system to send thousands or millions of one-way "blast" messages or engage with your customers or team on an interactive call. Gain insights into their likes and dislikes as they interact with the message and provide you with valuable information. This system can be used for a wide variety of communication needs: alerts, notifications, surveys, reminders, and informative. **Ring-less Voicemail**

Making phone calls may be one of your most effective sources of communication but schedules differ and receiving that call may not always be convenient for your customer. Ring-less Voicemail allows your company to relay information to customers and employees via voicemail only. No more cranky customers due to interrupted dinners.

### **SMS Text Messaging**

Your customers are mobile and almost 99% of them have their phone with them 24/7. Texting comes naturally and is the preferred communication method of nearly everyone, so stay in touch! Text messaging improves the likelihood your message is delivered, whether it's a one-way text or a two-way text in which you receive feedback. Our application allows you to engage via: Mobile coupons Loyalty rewards, Trivia Polls, and Surveys News Updates Appointments.

### **Outbound Live Agent Calls**

Our system has been designed to bypass dropped calls, busy signals and identify answering machines, making programs more efficient than ever! Merging software that makes our agents 100% more productive with Intelligent Routing and our Otter principals, we have a system that allows fully customizable programs and gets a quality job done.

### **Inbound Customer Support**

First class customer service is a top priority in every industry as it plays a large role in both obtaining and retaining loyal clients. Coupled with professionally trained agents, our system is designed to support a variety of inbound channels to allow quality customer care in the most efficient way possible.

### **Mobile Marketing**

Fully connect with your customers or your team with communication that delivers immediacy and intimacy. Encourage consumers to interact instantly with your brand or organization by delivering relevant and engaging content that persuades them to act, buy more products and services, or visit your mobile website regularly to check for specials or upcoming events.

### **Email Messaging**

Yes, people still check their email every day! A well designed and executed email campaign keeps companies topofmind. With the proper message and timing, Email Messaging is an effective and engaging way for people to communicate information that can have longevity and be shared. **For More Information see <http://blueottersolutions.com>**

#### **4. Organic Pharmacy Research Institute (OPRI) –**

Organic Pharmaceutical Research Institute (OPRI) was founded to fulfill a need for research into complementary health therapies and is dedicated to the development of non-invasive and natural supplemental care practices to provide alternative treatments for debilitating diseases and other negative health conditions. While focusing on solutions derived from whole foods, natural products, and frequency based therapies engineered to support the body's natural healing ability, OPRI strives to advance these therapies in communities throughout the world and connect underprivileged patients with therapists trained in these healthcare therapies.

Complementary medicine is the blending of Alternative or Holistic treatments with conventional healthcare. Also referred to as Integrative or Accompanying therapies, these treatments are traditionally non-invasive and non-toxic, and focused on bringing the whole being into balance.

The current paths of pills and procedures in dealing with disease and chronic conditions have left patients searching for alternatives and as the landscape of diseases change so must our treatments of them. OPRI's objective is to define treatment needs for major diseases, such as Alzheimer's, Cancer, Parkinson's, etc. and chronic conditions, such as Fibromyalgia and arthritis; and develop techniques and therapies to fight and eventually cure these diseases. OPRI looks to ultimately provide these low-cost therapies for everyone.

#### **NOTE 8–SUBSEQUENT EVENTS**

Management has reviewed the activities of the Company and has determined that there are no pending matters that require disclosure for the quarter ended December 31, 2017.