Unique Pizza & Subs Corporation

ISSUER INFORMATION STATEMENT
PURSUANT TO
RULE 15c2-11(a)(5)

February 11, 2016

Part A. General Company Information

Item 1. The exact name of the issuer and its predecessor (if any):

Unique Pizza & Subs Corporation

Item 2. The address of its principal executive offices:

Unique Pizza and Subs
PO Box 90
Trafford PA 15085
UPZSCorp@gmail.com
724-600-4720
Fax: 412-281-4273

Person responsible for issuer's investor relations:

Unique Pizza and Subs
PO Box 90
Trafford PA 15085
UPZSCorp@gmail.com
724-600-4720
Mr. James Vowler, President

Item 3. The state of incorporation, if it is a corporation:

The issuer was organized under the laws of the State of Delaware in, 2002 as GBH Liberia, Inc. The company changed its name to Coastal Services Group, Inc. on March 18, 2004 and the Company again changed its name to Unique Pizza & Subs Corporation on or about March 5, 2006.

Part B. Share Structure

Item 4. The exact title and class of the security:

A. Common Stock
CUSIP number: 90916J102
Trading symbol: UPZS

B. Preferred Stock: 20,000,000 shares issued and outstanding to James Vowler at a 1 for 25 conversion rate. 2,000,000 shares issued and outstanding to Dr. M. S. Reddy. 50,000,000 shares are authorized.

Item 5. The par or stated value of the security:

Common: $0.0001 par value per share

Preferred: $0.0001 par value per share

Item 6. The number of shares or total amount of the securities outstanding as of the end of the issuer's most recent fiscal year:

A. Information as of most recent fiscal year (12/31/15):

Authorized shares of Common Stock: 300,000,000
Shares issued and outstanding; 83,593,923
Shares in the public float: Approximately 45,331,634
Number of shareholders: Approximately 2050

Authorized shares of Preferred Stock: 50,000,000
Shares issued and outstanding: 22,000,000
Shares in the public float: 0
Number of shareholders: 2

B. Information as of most recent fiscal quarter (09/30/15):

Authorized shares of Common Stock: 300,000,000
Shares issued and outstanding; 78,593,923
Shares in the public float: Approximately 40,331,634
Number of shareholders: Approximately 2246

Authorized shares of Preferred Stock: 50,000,000
Shares issued and outstanding: 22,000,000
Shares in the public float: 0
Number of shareholders: 2

C. Information as of the date of this information statement:

Authorized shares of Common Stock: 300,000,000
Shares in the public float: Approximately 45,331,634
Number of shareholders: Approximately 2246
Number of "free-trading": 45,331,634
Authorized shares of Preferred Stock: 50,000,000

Shares issued and outstanding: 22,000,000
Shares in the public float: 0
Number of shareholders: 2

Part C. Business Information

Item 7. The name and address of the transfer agent.

Pacific Stock Transfer 4045
South Spencer Street,
Suite 403
Las Vegas, Nevada 89119
Telephone: 702-361-3033

Pacific Stock Transfer, Inc. is registered with the Securities and Exchange Commission, which is the appropriate regulatory authority of the transfer agent.

Item 8. The nature of the issuer's business:

A. Business Development.

1. The issuer is a corporation.

2. The issuer was organized under the laws of the State of Delaware on November 20, 2003 as GBH Liberia, Inc. The company changed its name to Coastal Services Group, Inc, on March 18, 2004. Company changed its name to Unique Pizza & Subs Corporation on or about March 5, 2006

3. The issuer's fiscal year end date is December 31st.

4. The issuer and/or any predecessor have not been in bankruptcy, receivership, or any similar proceeding.

5. Other than as referenced, the issuer has not effectuated a reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business.

6. The issuer has not defaulted on any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments.

7. The issuer has not effectuated a change of control.

8. The issuer effectuated an increase in its authorized common stock from 300,000,000 common to 700,000,000 common and 30,000,000 preferred on March 31, 2006 and then down to 300,000,000 again in 2010. As of December 31, 2015, the authorized common stock is 300,000,000 shares and the authorized preferred stock is 50,000,000 shares.

9. Other than as referenced, there are no past, pending or anticipated stock splits, stock dividends, recapitalizations, mergers, acquisitions, spin-offs, or reorganizations. UPZS did a 1 to 5 forward split in February 2006 and did a 2500 to 1 reverse stock split in 2010 and a 25 to 1 reverse split in 2014.

10. The issuer securities have not been delisted by any securities exchange or OTC Bulletin Board.

11. There are no current, past, pending and threatened legal proceedings and/or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations.

B. <u>Business of Issuer.</u>

1. Primary SIC Code: 5812

2. The issuer is currently conducting operations.

3. The issuer is not considered a “shell company” pursuant to the Securities Act Rule 405

4. There are two subsidiaries, or affiliates of the issuer included in the financial statements attached to this disclosure statement

5. The company does not foresee any substantial changes that could adversely affect the business of the company at this time due to existing or probable governmental regulations.

6. The issuer has spent monies during each of the last two fiscal years on research and development activities.

7. There are no costs and effects of compliance with environmental laws (federal, state and local).

8. Number of Employees: 22
Number of Full Time Employees: 14
Number of Part Time Employees: 8

Item 9. The nature of products or services rendered:

We are Unique Pizza and Subs Corporation. The name under which we conduct business is Unique Pizza and Subs. We are a Delaware corporation. The corporation was originally incorporated on November 20, 2003 under the name GBH Liberia, Inc. and on March 18, 2004 changed its name to Costal Services Group, Inc. On or about February 9, 2006 James C. Vowler acquired a controlling interest in Coastal Services Group, Inc. and on March 3, 2006 the name was changed to Unique Pizza and Subs Corporation by duly filed Articles of Amendment. Our current principal place of business is PO Box 90 Trafford PA 15085. Our internet URL is www.uniquepizza.com. We are currently doing business and intend to do business under the trade name "Unique Pizza and Subs", we had no predecessor. Our principal, James C. Vowler, owned and operated Unique Pizza Factory. Unique Pizza Factory has operated twenty locations that are similar to the franchised restaurant being offered. The Franchisor does not offer franchises in any other type of business. Neither we nor any of our affiliates or predecessors, if applicable, has granted franchises in any other lines of business.

Our business activities include the grant to qualified persons or entities of the right to establish and operate an individual retail food facility for the limited pizza and subs type menu on or off-premises consumption under the trade names, trademarks and service marks “Unique Pizza and Subs” and associated logos and commercial symbols (“Marks”) in accordance with the terms of the Franchise Agreement (“Franchise Agreement”). Unique Pizza and Subs Stores sell pizza and subs and other authorized products through delivery and carry-out services and may have sit-down facilities depending on the location. We also sell to qualified parties multiple franchise agreements to develop and operate more than one Unique Pizza and Subs’ Franchised Store within an exclusive geographic area (“Designated Territory”) pursuant to the terms of an Area Development Agreement to each of the franchise agreements (“Area Development Agreement”).

Unique Pizza and Subs stores offer a limited menu of pizzas, subs, calzones, salads, beverages and other food products which are prepared using the Trade Secret Food Products and the Trade Secret Process (“Menu Items”). Most Unique Pizza and Subs stores operate from leased space, but some operate in owned space. Our typical store will offer takeout and delivery service, and may have full counter service with limited restaurant seating. We offer a Full Size Restaurant franchise, typically a large free standing location with drive thru service and a full sit down restaurant. We offer an Express franchise, typically a reduced sized store or counter with limited production and storage or as a cart or kiosk. We offer a Retail Premises franchise, to be established within a supermarket, C-Store or other retailer premises.

Each Unique Pizza and Subs store operates pursuant to a unique system (“System”) regarding the establishment, development and operation of Unique Pizza and Subs stores. The characteristics of the System include distinctive exterior and interior layout, design and color scheme; exclusively designed signage, decorations, furnishings and material; special recipes, formula, menus and food and beverage designations; the Trade Secret Process (“Trade Secret Process”) and the Trade Secret Food Products (“Trade Secret Food Products”); Unique Pizza and Subs’ Confidential Operations Manual (“Confidential Operations Manual”); record keeping, inventory and cost controls, sales promotion and advertising, and point of sale computer system, all of which we may periodically change.

We believe the market for pizzas, subs, calzones, salads, beverages and other similar type food products is developed. Unique Pizza and Subs is sold to the general public in competition with national and local quick-service food businesses and other pizza stores. The products our Stores sell can also be prepared at home. However, we believe that customers purchase from our Stores due to the better product and convenience.

Our principal James C. Vowler owned and operated Unique Pizza Factory since April 1, 1995 within the Pittsburgh, Pennsylvania area. He has conducted businesses like this from 1991 to the present. The name was changed from Unique Pizza Factory to Unique Pizza and Subs to better reflect the wide range of food products, which include pizza and subs.

Jose Madrid Salsa (wholly owned subsidiary of UPZS), History of JMS: In 1976, Mike Zakany and his brother started a restaurant in downtown Zanesville, Ohio. After months of planning and building, Zak’s Restaurant was a reality. The contemporary casual restaurant was a welcome addition to the small urban center and was quite successful from the beginning. It was clear that the emerging ethnic food market was a logical niche for the Zakany brothers as their own Mexican heritage had a huge influence in the family kitchen. Estelle Zakany, the family matriarch, helped her sons integrate more authentic Mexican cuisine into the menu and life of the restaurant.

The Zakany family has always had a rich history as entrepreneurs. Mike’s paternal grandparents opened a butcher shop and grocery store in Zanesville in 1942. Mike’s father, uncle and entire family worked very hard to continue to grow the family business over the years. Zak’s Restaurant was a natural extension of the Zakany’s involvement and love for the food business. The restaurant quickly developed a strong clientele. Clearly, people liked the “New Mexico” style food, the phenomenal increase in the “to go” food sales and the additional increase in dining room business confirmed their niche in the “New Mexico” style of food on the menu. The demand for salsa was a key part of the complete menu; salsa enhanced the flavors of all the dishes served. It then became time to develop the salsa to meet the demand. Mike started an extensive marketing study that examined all kinds of spices and chili peppers. He read with great interest about the migration patterns of the European Spaniards to Mexico and the influence America’s native people had on the newcomer’s cuisine.
Mike continued to work on the salsa recipes based on his research and experimentation. The restaurant customers were the critics for the salsa formulas born from Mike’s hard work in the kitchen. Eventually, the “favorite” blend of spices, chili peppers and herbs were developed. These recipes came from the direct influence of his maternal grandfathers cooking culture. In 1987, José Madrid Salsa became a reality, named after the family icon and beloved grandfather from Clovis, New Mexico. Mike Zakany’s tribute to his grandfather celebrates his childhood memories of the larger than life man. **JoseMadridSalsa.com**

PopsyCakes (wholly owned subsidiary of UPZS), History of PopsyCakes:
The PopsyCakes Company was founded by Jessica Cervantes when she decided to create an innovative cupcake on an edible stick in 2006 at the age of 16. Ever since her grandmother taught her how to bake, Jessica has loved measuring and tasting different ingredients – and mixing them up to see how her culinary creations would turn out. But it wasn't until Jessica became a part of the International Business and Finance Academy at John A. Ferguson Senior High school, that baking and business came together in a brand new recipe for success.
The budding baker/entrepreneur, who immigrated to the U.S. from Cuba as a child, competed against 25,000 business students across the country and won first place in the Network for Teaching Entrepreneurship (NFTE.com) National business plan, a competition which was held on October 23, 2008 in New York City. Her innovative creation has caused a great buzz across the United States.
Visit **PopsyCakes.com** to learn more about this great company and their delicious products

Item 10. The nature and extent of the issuer's facilities.

We have production facilities at: 601 Putnam Ave. Zanesville, OH 43702; 500 NE Spanish River Blvd #22, Boca Raton, FL 33431. Office space at 304 Ross St. Pittsburgh, PA 15219.

Part D. Management and Financial Information

Item 11. The name of the chief executive officer, members of the board of directors, as well as counsel, accountant and public relations consultant.

A. The directors and executive officers of the Company and their respective ages area as follows:

1. The names of chief executive officer, members of the board of directors, as well as control persons.

Name	Age	Position
James C. Vowler	45	Founder, President, CEO & Director
William J. Vowler	72	Vice President, GM & Director
Dr. M.S. Reddy	68	Senior Advisor
Bala Indurti	62	Chief Operating Officer
Marc Falcone	43	President of PopsyCakes
Michael Zakany	65	Founder & President of Jose Madrid Salsa

2. Business Address

PO Box 90
Trafford PA 15085
UPZSCorp@gmail.com
724-600-4720

3. Employment history

James C. Vowler, Chairman/Chief Executive Officer/Director serves as Founder, President & CEO of Unique Pizza and Subs Corporation. Jim Vowler, who attended Northeastern University, has been an owner/operator of pizza shops since 1991. Having started out owning a Pittsburgh based pizza franchise, Jim Vowler decided "there had to be something better" so he originally developed Unique Pizza Factory which from its conception was developed to have the consistency of a major franchise with the quality of a mom and pop store. He also designed Unique Pizza and Subs as a franchise that can easily convert existing pizza shops over to Unique Pizza and Subs allowing for rapid growth in any pizza market. After operating Unique Pizza Factory (the precursor to Unique Pizza and Subs Corporation), for over ten (10) years, he has carved a niche in the industry, which Unique Pizza and Subs will now be able to grow from. During the growing and learning processes, Jim's experience grew such that he now really understands how to duplicate and document the 'recipes' for franchise-wide product consistency. He also personally performed all the construction, design, decorating, painting and equipment installation for over twenty (20) pizza shops; thus understanding the work and costs associated with the physical operation; thus allowing for both new and conversion stores to be easily planned, designed, implemented and ready to manage 'turn-key' operation. Jim Vowler's tenacity, work-ethic, enthusiasm, love of the pizza and restaurant business and his commitment for offering consistent quality products along with his knowledge of the pizza industry makes him the key individual of the total operation. In addition, his strong desire to 'partner with Franchisee's and the community' in which the stores are located, exemplifies the credibility he establishes in the quest to have a 'win/win' business/community relationship that is delivered through charity participation, local advertising, employment and fellowship.

William J. Vowler, Vice President and General Manager. William J. Vowler is responsible for overseeing the company's customer service operations, including Unique Pizza and Subs' customer response center. He has held executive positions in the product service areas for corporations such as Honeywell International, Sensormatic Electronics, and Digital Equipment Corporation. Previous successes include growing service revenue for Digital from $35 million to $750 million, achieving a "Best in Class" profitability of $344 million. He has been recognized as a progressive leader by implementing changes based on the voice and views of customers and utilizing customer relations focused programs. His business education is extensive, including the Emory Business School, Wharton School of Business, University of Michigan and Harvard Business School.

Dr. Malireddy Srinivasulu Reddy (M.S. Reddy) is famously known as "Cheese King' because of his notoriously successful cheese & dairy--highly scientific biotechnology-based ingredient business.Dr. M.S. Reddy currently serves as Chairman and President of USA based American Dairy and Food Consulting Laboratories, and International Media and Cultures with twelve manufacturing facilities in eight states. Also Reddy is Major fund contributor for several American Local Telugu Associations

Dr.M.S.Reddy has been nominated for the 2012 Nobel Peace Prize by the chair of the United States Association of the state of Colorado.According to the chair of the U.N,Dr.Reddy has also been nominated by the world renowned professors of law, economics,and registar of the

American Universities,Universities of India,and also by the ranking members of the judiciary comittee of the House of Representatives of the State of Colorado(U.S.A).
He has received over 100 national and international awards and honors from all over the world. Among the notable are: Richard M. Hoyt memorial award from the American Dairy Science Association, Outstanding Young Alumnus Recognition award from the Iowa State University, Sigma-Xi Research award, Outstanding Scientist award from IAFC, Washington, D.C., 2003, 2004 and 2005, Outstanding Businessman of the year award, and prestigious U.S. President Ronald Regan Gold Medal award at Washington, D.C. Dr. Reddy holds over 150 U.S. and international patents and has published over 70 scientific articles and has written several popular books, including A to Z of success. He is one of the leading authorities in the world in applied microbiology as it relates to dairy foods, probiotics, and pollution mitigation. Over 100 of his company's patented high tech products are used in commerce all over the world. He has not only built a billion dollar Business Empire but also helped to improve the world economy by increasing food production, reducing food spoilage and food prices, through significant scientific inventions. He has contributed over one trillion dollars to the world economy through his lifetime involvement in the business and research. He has served as a technical consultant to over 70 national and international companies all over the world and also serves on the Committee of Complementary Alternative Medicine Division of AAPI. Dr. Reddy gave over 300 motivational, technical, and medical lectures, at his own cost, to improve the optimism all over the world, to uplift the communities and to curb poverty, hunger and disease. For all his lifetime achievements he was nominated, in good standing, for the 2012 Nobel Peace Prize.
He strongly believes that 'health is wealth'. He educates how a simple idea and hope can help to change the direction of the life into successful and happy ventures. Dr. Reddy is a founder and Advisory Council member of NATA and has served in various capacities in many Telugu Associations. He was an invited speaker to several universities, including Oxford University, England, Professional Associations, Political Associations, Regional and Communal Associations both in U.S.A. and all over the world.

4. Board memberships and other affiliations; James C. Vowler and William J. Vowler are BOD members.

5. Compensation by the issuer; Approved annual salaries: James C. Vowler $85,000, William J. Vowler $60,000, and Joan Vowler $35,000. None of these people have been compensated for all or part of their salaries since December 2006.

6. Number and class of the issuer's securities beneficially owned by each such person as of December 31, 2015.

Beneficial Owners: The ownership of issuer's equity securities by management or anyone known to the Issuer to own beneficially more than five percent (5%) of the outstanding common shares as at the date hereof:

Name	Amount	
James C. Vowler	20,452,000 Common	27.93%

B. Legal/Disciplinary History. None of the foregoing persons have, in the last five years, been the subject of:

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

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.

3. a finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, 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.

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.

C. Disclosure of Family Relationships. Describe any family relationships among and between the issuer's directors, officers, person nominate or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent of any class of the issuer's equity securities. James C. Vowler Founder President and CEO, William J. Vowler (father) BOD Vice President and General Manager.

D. Disclosure of Related Party Transactions. Describe any transaction during the issuer's last two full fiscal years and the current fiscal year or any currently proposed transaction, involving the issuer, in which (i) the amount involved exceeds the lesser of $120,000 or one percent of the average of the issuer's total assets at year-end for its last three fiscal years and (ii) any related person had or will have a direct or indirect material interest. NONE

E. Disclosure of Conflicts of Interest. Describe any related party transactions or conflicts of interests. NONE

Item 12. The Issuer's most recent balance sheet and profit and loss and retained earnings statement:

Pursuant to the guidelines promulgated by the Pink Sheets, the issuer intends to comply with all interim reporting obligations, including without limitation, the posting of updated financial statements on a quarterly basis.

The financial statements attached as an exhibit are certified by the signing officer of the Company that they present fairly, in all material respects, the financial position, results of operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied.

Item 13. Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence:

The financial statements attached as an exhibit are certified by the signing officer of the Company that they present fairly, in all material respects, the financial position, results of operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied.

Item 14. Beneficial Owners

Name	Amount	Percent Held
James C. Vowler	20,452,000 Common	27.93%

Item 15. 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. As of the date the information has been published UPZS does not have an Investment Banker

2. As of the date the information has been published UPZS does not currently have a Promoter

3. Counsel
John F. Hanzel
19425-G
Liverpool Parkway
Cornelius, NC 28031
704-892-1375

4. Accountant
L & L Associates, CPA's
19720 Jetton Road
3rd Floor
Cornelius, NC 28031
704-892-8733

5. Public Relations Consultant

Investor Relations Consultant: CorporateAds.com

(586) 228-2290

Email: Hank@capinc.net

Website: www.capinc.net

6. Any other advisor that has assisted, prepared or provided information with respect to this disclosure statement – the information shall include the telephone number and email address of each advisor.

Item 16. Management's Discussion and Analysis or Plan of Operation

A. Plan of Operation

Through the years of learning and increasing experience, some of the Key Elements and Principles of the Business Model and Associated Plan include the following:

- Become one of the **'Top Ten'** pizza Franchises headquartered in the US
  - ➢ This would require > 1,000 stores

- **Revenue** sources to include:
  - ➢ Franchise Fees
  - ➢ 8% of Franchisee Revenue (major franchise's charge between 11 & 14%)
    1) 5% for Corporate
    2) 3% for Advertising and Customer Support Center
  - ➢ Vendor/Supplier Rebates
  - ➢ Stock Sales

- Three **Growth** propositions (both Franchised and Company owned)
    1) *'Organic'* – new store openings
    2) *Conversions* – existing independent stores
    3) *Acquisitions* **--** both pizza/sub businesses as well as 'complimentary businesses' that could also become independent profit centers

- **'Brick and Mortar'** (buildings/structures) would **NOT** be important, but emphasis would be on product, building color scheme and 'look and feel,' Unique Pizza and Subs® signage, employee attire, etc.

- Store service option **Flexibility**, such as they can provide: (a) pick-up and delivery only, (b) sit-down and (a), (c) inclusion of wine, beer and/or liquor license

- Make a low **'Cost of Entry'** (franchise fee) and overall ongoing Affordability
    - ➢ Initial Franchise Fee established at $20K
    - ➢ Provide financing opportunities
    - ➢ Weekly fees tied to store revenues @ average of 5% below competitors
    - ➢ Individual (vs. quantity) pricing available for consumables such as shirts, hats, menu's business cards, gifts, etc.
    - ➢ Shared advertising fees

- Minimize Employee **Theft** of money and/or product through the use of Automation
    - ➢ Common <u>Point of Sale</u> system for all stores
    - ➢ Centralized toll free Call Center for ALL stores
    - ➢ Professional Customer Response Representatives for <u>Order Accuracy</u>
    - ➢ Product and Ingredient <u>Consumption</u> activities/histories matched to revenue
    - ➢ Accurate revenue and product <u>Usage Tracking</u>

- Improve store **Profits**
    - ➢ Up-selling to improve average 'order/ticket' price
    - ➢ Marketing
    - ➢ Headcount Reduction
    - ➢ Order Accuracy
    - ➢ Volume-based Pricing and vendor Discounts
    - ➢ Product Profitability Analysis

- A **Customer Loyalty Program** is required to reward great consumers and to stimulate those who may need incentives or had a less than satisfactory experience

- Minimize call **Order Time** without compromising **Order Accuracy**
    - ➢ Utilize Automated Call Directory (ACD) software tools
    - ➢ Corporate Enterprise system
    - ➢ Customer Data-base accuracy

- Product **Consistency** expected of major franchises, regardless of cook's expertise
    - Thorough Documentation
    - Timeless Training (Headquarters, Web-based and On-site)

B. Results of Operations

RESULTS OF OPERATIONS - YEAR ENDED DECEMBER 31, 2015

Revenues

UPZS revenue for the year ended December 31, 2015, was $185,427.

Operating Expenses

We had operating expenses of $169,030 for the year ended December 31, 2015. Our operating expenses include depreciation expense of $2,493, and other selling, general and administrative expenses in the amount of $27,344 in traveling and entertainment.

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Other Expenses

We had no other expenses for the year ended December 31, 2015.

Other Income

Part E. Issuance History

Item 17. List of Securities offerings and Shares Issued for Services in the Past Two Years

E. There is a total of 2,000,000 Securities Issued for Cash Consideration in 2014 and 2015.

There is a total of 10,000,000 Securities Issued for non Cash Consideration in 2014 and 2015.

There are no Non-Qualified Stock Options.

Convertible Debentures. Promissory notes for un-reimbursed expenses and debt owed to third parties have been issued.

Part F. Exhibits

Item 18. Material Contracts Franchise Agreements with our franchisees.

None

Item 19. Articles of Incorporation and Bylaws

A. A complete copy of the issuer's articles of incorporation or in the event that the issuer is not a corporation, the issuer's certificate of organization. Whenever amendments to the articles of incorporation are filed, a complete copy of the articles of incorporation as amended shall be filed.

B. A complete copy of the issuer's bylaws. Whenever amendments to the bylaws are filed, a complete copy of the bylaws as amended shall be filed.

Item 20. There have not been Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

Unique Pizza and Subs Corporation
Unaudited Consolidated Financial Statements
For the Year Ended December 31, 2015

Contents

Consolidated Financial Statements

Unique Pizza and Subs Corporation
Consolidated Balance Sheet
December 31, 2015

Assets

Current Assets:	
Cash	$ 23,342
Accounts Receivable	35
Deposits	179,000
Inventory – Salsa and Pizza	29,018
Total Current Assets	231,395
Property and Equipment:	
Cooking and Kitchen Equipment	101,049
Brew house Equipment	560,237
Delivery Vehicles	50,100
Computer and Office Equipment	23,147
Total Property & Equipment	734,533
Less: Accumulated Depreciation	9,868
Net Property & Equipment	724,665
Goodwill	54,566
Total Assets	$1,010,626

Liabilities and Shareholders' Equity

See Notes to Financial Statements

Current Liabilities:	
Accounts Payable	$ 60,550
Royalties Payable	403
Shareholder Loan Payable	30,000
Current Portion of Convertible Notes Payable	92,101
Derivative Liability	45,000
Note Payable to Ford Motor Credit for Vehicle	3,200
Federal Income Taxes Payable	10,000
Accrued Interest and Late Fees	24,917
Total Current Liabilities	266,171
Total Liabilities	266,171
Shareholders' Equity:	
Preferred Stock, par value $.0001 per share 50,000,000 shares authorized at December 31, 2015 22,000,000 shares outstanding at December 31, 2015, convertible one for twenty-five into common shares	2,200
Common stock, par value $.0001 per share 300,000,000 shares authorized at December 31, 2015, 83,593,923 shares issued and outstanding at December 31, 2015	8,359
Common Stock to be Issued to PopsyCakes Distributing LLC	200
Common Stock to be Issued to Related Party	700
Preferred Stock to be Issued to Related Party	200
Additional Paid-in Capital	1,724,162
Retained (Deficit)	(991,366)
Total Shareholders' Equity	744,455
Total Liabilities and Shareholders' Equity	$1,010,626

See Notes to Consolidated Financial Statements

Unique Pizza and Subs Corporation
Consolidated Statement of Operations
For the Year Ended December 31, 2015

Revenue:	
Franchise Fee Income	$ -
Sales	185,427
Miscellaneous Income	-
Total Revenue	185,427

See Notes to Financial Statements

Cost of Goods Sold	(59,437)
Gross Profit	125,990
Costs and Expenses:	
Consulting Expense – Related Party	600
Advertising	2,946
Delivery and UPS	3,248
Travel	3,744
Rent	4,110
Depreciation Expense	2,493
Show Fees	26,178
Auto	10,245
Utilities	2,504
Telephone	1,371
Internet	221
Contract Labor and Commissions	12,662
Office, Booth and Kitchen Supplies	4,364
Professional Fees	67,000
Other Selling, General and Administrative Expenses	27,344
Total Costs and Expenses	(169,030)
(Loss) From Continuing Operations	(43,040)
Extraordinary Gain on Old Aged Judgments Expiration	233,242
Net Income	190,202
Basic Income per Common Share	$ *
Diluted Income per Common Share	$ *

"*" = less than $.01

See Notes to Consolidated Financial Statements

UNIQUE PIZZA AND SUBS CORPORATION

CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY

For the Year Ended December 31, 2015

(Unaudited)

	Common Stock		Preferred Stock		Additional Paid-in	Retained
	Shares	Amount	Shares	Amount	Capital	Deficit

See Notes to Financial Statements

Balances, January 1, 2015	71,593,923	$ 7,159	22,000,000	$ 2,200	$ 1,364,552	$ (1,181,56
Acquisition of businesses	-	-	-	-	339,810	
Common stock issued for services	2,000,000	200	-	-	19,800	
Conversion of debt into common	10,000,000	1,000	-	-	-	
Net income for the year ended December 31, 2015	-	-	-	-	-	190,2
Balances, December 31, 2015	83,593,923	$ 8,359	22,000,000	$ 2,200	$ 1,724,162	$ (991,36

See Notes to Consolidated Financial Statements

Unique Pizza and Subs Corporation
Consolidated Statement of Cash Flows
For the Year Ended December 31, 2015

Operating Activities:	
Net Income	$ 190,202
Adjustments to reconcile net income to net net cash provided by operating activities:	
Depreciation	2,493
Extraordinary Gain on Old Aged Payables	(233,242)
Common shares issued for services received	20,000
Accounts Payable and Accruals	32,555
Net cash provided by operations	…...12,008
Increase in Cash and Cash Equivalents	12,008
Cash and Cash Equivalents at Beginning of Year	11,334
Cash and Cash Equivalents at End of Year	$ 23,342

See Notes to Consolidated Financial Statements

Unique Pizza and Subs Corporation
Notes to Consolidated Financial Statements
For the Year Ended December 31, 2015

See Notes to Financial Statements

Note 1 - Organization

Unique Pizza and Subs Corporation (the "Company") formerly Coastal Services Group, Inc. a Delaware corporation was incorporated November 20, 2003. The Company's mission is to be a leading national franchiser. The Company has a store conversion strategy which targets existing pizza shops as potential franchisees. The Company will provide all franchisees with a customer call center, state-of-the-art point-of-sale system, economies of scale buying power and other services to potentially increase the new store's profit margins.

The Company was a party to a reverse merger on February 9, 2006. The reverse merger was between Unique Pizza and Subs Corporation (formerly known as Coastal Services Group, Inc.) and their wholly owned subsidiary Coastal Communications, Inc. As a result of the reverse merger, all existing assets of Coastal Communications, Inc. have been removed from the financial statements. In addition, all of the liabilities of Coastal Communications, Inc. were removed from the financial statements. As a result, the financial statements include the following: The balance sheet consists of the net remaining assets at historical cost after the reverse merger. The statement of operations includes only the income and expenses of Unique Pizza and Subs Corporation (formerly known as Coastal Services Group, Inc.) and none of the income and expenses of Coastal Communications, Inc. (the previously wholly owned subsidiary).

Note 2 – Summary of Significant Accounting Policies

Management's Use of Estimates: The Company's consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America. The preparation of these consolidated financial statements requires that the Company make estimates and judgments that affect the reported amounts of assets, liabilities, revenue and expenses and related disclosures. On an ongoing basis, the Company evaluates its estimates, including those related to revenue recognition, the fair value and useful lives of intangible assets, property and equipment, income taxes, and contingencies, among others. Actual results could differ from those estimates.

Revenue Recognition: The Company's business model is to sell franchise agreements to customers. The revenue from these sales are recorded when the agreement to purchase the franchise is executed by the customer.

Basis of Presentation. The financial statements include the accounts of Unique Pizza and Subs Corporation and its wholly owned subsidiaries prepared in accordance with accounting principles generally accepted in the United States of America. The accrual basis is the basis of accounting used. All significant intercompany balances and transactions have been eliminated.

Note 2 – Summary of Significant Accounting Policies (Continued)

Risk and Uncertainties - The Company is subject to risks common to companies in the service industry, including, but not limited to, litigation, development of new technological innovations and dependence on key personnel.

Fair Value of Financial Assets and Financial Liabilities- The Company follows paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments and paragraph 820-10-35-37 of the FASB Accounting Standards Codification ("Paragraph 820-10-35-37") to measure the fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

Level 1	Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.
Level 2	Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.
Level 3	Pricing inputs that are generally observable inputs and not corroborated by market data.

The carrying amounts of the Company's consolidated financial assets and liabilities, such as cash, inventory, accounts payable and customer deposits approximate their fair values because of the short maturity of these instruments. The Company's bank note payable approximates the fair value of such instrument based upon management's best estimate of interest rates that would be available to the Company for similar consolidated financial arrangement at December 31, 2015.

The Company does not have any assets or liabilities measured at fair value on a recurring or a non-recurring basis, consequently, the Company did not have any fair value adjustments for assets and liabilities measured at fair value at December 31, 2015, nor gains or losses are reported in the statement of operations that are attributable to the change in unrealized gains or losses relating to those assets and liabilities still held at the reporting date for the year ended December 31, 2015.

Note 2 – Summary of Significant Accounting Policies (Continued)

Cash and Cash Equivalents - For purposes of the Consolidated Statements of Cash Flows, the Company considers highly liquid investments with an original maturity of three months or less to be cash equivalents.

Impairment of Long-Lived Assets: The Company evaluates the recoverability of its fixed assets and other assets in accordance with section 360-10-15 of the FASB Accounting Standards Codification for disclosures about Impairment or Disposal of Long-Lived Assets. Disclosure requires recognition of impairment of long-lived assets in the event the net book value of such assets exceeds its expected cash flows. If so, it is considered to be impaired and is written down to fair value, which is determined based on either discounted future cash flows or appraised values. The Company adopted the statement on inception. No impairments of these types of assets were recognized during the year ended December 31, 2015.

Income Taxes: The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification. Deferred income tax assets and liabilities are determined based upon differences between the financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the statements of operations in the period that includes the enactment date.

Fixed Assets: The Company's property and equipment consisting of building improvements, equipment, software, and furniture are stated at cost and depreciated over their estimated useful lives. Depreciation is computed using the straight line method. Book depreciation for the year ended December 31, 2015 is $2,493.

Advertising Costs - Advertising costs are expensed as incurred. The Company does not incur any direct-response advertising costs.

Income Per Share - Net income per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net income per share is computed by dividing net income by the weighted average number of shares of common stock outstanding during the period. Diluted net income per share is computed by dividing net loss by the weighted average number of shares of common stock and potentially outstanding shares of common stock during each period. There were no potentially dilutive shares outstanding as of December 31, 2015.

Note 2 – Summary of Significant Accounting Policies (Continued)

Share-Based Payments - The Company acquires nonmonetary assets including goods for its common stock. The goods are recorded at the fair value of the nonmonetary asset exchanged or at an independent quoted market price for items exchanged.

The Company accounts for stock-based compensation using the fair value method following the guidance set forth in section 718-10 of the FASB Accounting Standards Codification for disclosure about Stock-Based Compensation. This section requires a public entity to measure the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). That cost will be recognized over the period during which an employee is required to provide service in exchange for the award- the requisite service period (usually the vesting period). No compensation cost is recognized for equity instruments for which employees do not render the requisite service.

Comprehensive Income (Loss) - The Company reports comprehensive income and its components following guidance set forth by section 220-10 of the FASB Accounting Standards Codification which establishes standards for the reporting and display of comprehensive income and its components in the consolidated financial statements. There were no items of comprehensive income (loss) applicable to the Company during the period covered in the consolidated financial statements.

Accounts Receivable – We grant credit to customers based on an evaluation of their financial condition but most of our sales are immediately collected in cash at the point of sale. The estimate of the allowance for doubtful accounts, which is charged off to bad debt expense, is based on management's assessment of current economic conditions and historical collections experience.

Inventory - Inventory, consisting of finished food products, is located on our premises and is stated at the lower of cost or market using the first in first out method.

Recent Accounting Pronouncements - The Company has reviewed all recently issued, but not yet effective, accounting pronouncements and do not believe the future adoption of any such pronouncements may be expected to cause a material impact on its consolidated financial condition or the results of its operations.

FASB Accounting Standards Codification

In April 2015, the FASB issued Accounting Standards Update No. 2015-03, *Interest—Imputation of Interest (Topic 835-30): Simplifying the Presentation of Debt Issuance Costs* ("ASU 2015-03"). ASU 2015-03 requires that debt issuance costs related to a recognized debt liability be presented in the balance sheet as a direct deduction from the carrying amount of that debt liability, consistent with debt discounts. The recognition and measurement guidance for debt issuance costs is not affected by ASU 2015-03. ASU 2015-03 is effective for financial statements issued for fiscal years beginning after December 15, 2015, and interim periods within those fiscal years. Early adoption is permitted. Upon adoption, the Company will reclassify debt issuance costs from prepaid expenses and other current assets and other assets as a reduction to debt in the condensed consolidated balance sheets. The Company is not planning to early adopt ASU 2015-03 and does not anticipate that the adoption of ASU 2015-03 will materially impact its consolidated financial statements.

In July 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update No. 2015-11, *Inventory (Topic 330): Simplifying the Measurement of Inventory* ("ASU 2015-11"), which applies guidance on the subsequent measurement of inventory. ASU 2015-11 states that an entity should measure inventory at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less reasonable predictable costs of completion, disposal and transportation. The guidance excludes inventory measured using last-in, first-out or the retail inventory method. ASU 2015-11 is effective for interim and annual reporting periods beginning after December 15, 2016. Early adoption is permitted. The Company is not planning to early adopt ASU 2015-11 and is currently evaluating ASU 2015-11 to determine the potential impact to its consolidated financial statements and related disclosures.

Subsequent Events

(Included in Accounting Standards Codification ("ASC") 855 "Subsequent Events", previously SFAS No. 165 "Subsequent Events")

SFAS No. 165 established general standards of accounting for and disclosure of events that occur after the balance sheet date, but before the consolidated financial statements are issued or available to be issued ("subsequent events"). An entity is required to disclose the date through which subsequent events have been evaluated and the basis for that date. For public entities, this is the date the consolidated financial statements are issued. SFAS No. 165 does not apply to subsequent events or transactions that are within the scope of other GAAP and did not result in significant changes in the subsequent events reported by the Company. SFAS No. 165 became effective for interim or annual periods ending after September 15, 2009 and did not impact the Company's consolidated financial statements. The Company evaluated for subsequent events through the issuance date of the Company's consolidated financial statements. No recognized or non-recognized subsequent events were noted.

Unique Pizza and Subs Corporation
Notes to Consolidated Financial Statements
For the Year Ended December 31, 2015

Note 3 – Shareholders' Equity

As of February 19, 2006, pursuant to a unanimous consent of the sole director, the articles of incorporation were approved to be amended to increase the number of authorized shares from 700,000,000 to 4,000,000,000. Then, in May of 2010, pursuant to a unanimous consent of the board of directors, the articles of incorporation were amended to reduce the authorized common shares to 300,000,000.

At December 31, 2015, there were 22,000,000 shares of preferred stock issued and outstanding to the Company's officer, director and majority shareholder. These are convertible into shares of common stock at a rate of one preferred share into twenty-five common shares. Therefore, there are potentially 550,000,000 additional shares of common stock that could be issued in the future upon conversion from preferred shares by this person. The Company affected a one for twenty five reverse stock split on March 6, 2014. The consolidated financial statements herein have been retroactively restated in compliance with US SEC staff accounting bulletin topic 4.C. The effects of these shares are non-dilutive at December 31, 2014 due to the net loss recorded.

Note 4 – Judgments

There are currently no Judgements.

Note 5 – Convertible Notes Payable

The Company has an unsecured note payable to an unrelated third party at December 31, 2015 of $22,093 remaining on the original principal amount of $325,000. The note has an imputed interest rate of 6% per annum, the effects of which are included in the consolidated financial statements in the amount of $5,367 including $5,000 in late fees. The note is past due, is currently payable on demand, and has a conversion feature into common shares feature at $.005 per share. The promissory note will not convert into more than ten percent of the Company's shares pursuant to an agreement between the parties. The promissory note is not a derivative liability under EITF 00-19 due to its fixed floor conversion.

Note 5 – Convertible Notes Payable (Cont.)

The Company has an unsecured convertible note payable to an unrelated third party at December 31, 2015 of $45,000 representing cash advances made to the Company in the amounts of $20,000 and $25,000 in late 2014. The entire promissory note has a line of credit in the amount of $250,000 for the Company to draw upon. The interest rate is 10% per annum. The note is currently payable on demand, and has a conversion feature into common shares at $.015 per share or 50% of the average closing bid price of the last five trading days upon receiving a conversion notice, whichever is lower. The promissory note will not convert into more than ten percent of the Company's shares pursuant to an agreement between the parties. The promissory note is a derivative liability under EITF 00-19 due to its variable floor conversion option.

ASC Topic 815 ("ASC 815") requires that all derivative financial instruments be recorded on the balance sheet at fair value. Fair values for exchange traded securities and derivatives are based on quoted market prices. Where market prices are not readily available, fair values are determined using market based pricing models incorporating readily observable market data and requiring judgment and estimates.

The Company issued a convertible note as per above and has evaluated the terms and conditions of the conversion features contained in the notes and warrants to determine whether they represent embedded or freestanding derivative instruments under the provisions of ASC 815. The Company determined that the conversion features contained in the notes and warrants represent freestanding derivative instruments that meet the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instruments in the notes and warrants is reflected in the Company's balance sheet as a liability. The fair value of the derivative financial instruments of the convertible notes and warrants was measured at the inception date of the notes and warrants and each subsequent balance sheet date. Any changes in the fair value of the derivative financial instruments are recorded as non-operating, non-cash income or expense at each balance sheet date.

The Company valued the conversion features in its convertible notes using the Black-Scholes model. The Black-Scholes model values the embedded derivatives based on a risk-free rate of return ranging from 0.02% to 0.02%, grant dates at the beginning of the year, the term of convertible note, conversion prices is lesser of 1) $0.015, or 2) 50% of stock bid price at date of note issuance, current stock prices on the measurement date ranging from $0.005 to $0.011, and the computed measure of the Company's stock volatility, ranging from 221.61% to 359.23%.

Note 5 – Convertible Notes Payable (Cont.)

Included in the December 31, 2015 consolidated financial statements is a derivative liability in the amount of $45,000 to account for this transaction. There were no balances in prior periods since this liability arose in late 2014. It will be revalued quarterly henceforth and adjusted as a gain or loss to the statements of operations depending on its value at that time.

Included in the Consolidated Statement of Operation for the year ended December 31, 2015 was $45,000 in change of fair value of derivative and $45,000 of debt discount amortization in non-cash charges pertaining to the derivative liability as it pertains to the gain on derivative liability and debt discount, respectively.

The Company has an unsecured note payable to an unrelated third party at December 31, 2015 in the principal amount of $60,000. The note has an interest rate of 6% per annum. $10,050 and $5,000 of accrued interest payable and late fees payable on this loan are included in the accompanying consolidated balance sheet. The note is currently payable on demand, and has a conversion into common shares feature. The promissory note will not convert into more than ten percent of the Company's shares pursuant to an agreement between the parties. The promissory note is not a derivative liability under EITF 00-19 due to its fixed floor conversion.

The Company has an unsecured note payable to an unrelated third party at December 31, 2015 in the principal amount of $10,008. The note has an interest rate of 0% per annum. The note is currently payable on demand, and has a conversion into common shares feature at a fixed price of current market value. The effects of imputed interest are immaterial to the consolidated financial statements taken as a whole. The promissory note is not a derivative liability under EITF 00-19 due to its fixed floor conversion.

Note 6 – Income (Loss) Per Share

Income (loss) per share is computed by dividing the net income (loss) by the weighted average number of common shares outstanding during the period. Basic and diluted loss per share was the same for the year ended December 31, 2015.

Unique Pizza and Subs Corporation
Notes to Consolidated Financial Statements
For the Year Ended December 31, 2015

Note 7 – Supplemental Cash Flow Information

Supplemental disclosures of cash flow information for the years ended December 31, 2015 and 2014 are summarized as follows:

Cash paid during the periods for interest and income taxes:

	2015	2014
Income Taxes	$ --	$ --
Interest	$ --	$ --

Note 8 – Going Concern and Uncertainty

The outcome of management's plans cannot be ascertained with any degree of certainty. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of these risks and uncertainties.

I, James C. Vowler, certify that:

1. I have reviewed this Information and Disclosure Statement for Unique Pizza & Subs Corp.;

2. To the best of 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 statement made, in light of the circumstances under which such statement were made, not misleading with respect to the period covered by this Information and Disclosure Statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the period presented in this Information and Disclosure Statement.

February 11, 2016

/s/ James C. Vowler
James C. Vowler President & CEO

See Notes to Financial Statements

See Notes to Financial Statements

See Notes to Financial Statements

See Notes to Financial Statements