

ARIZONA GOLD AND ONYX MINING COMPANY AND SUBSIDIARIES

RESTATED FINANCIAL STATEMENTS (UNAUDITED)

For the twelve month period ending December 31, 2017

NOTICE

The accompanying unaudited financial statements of ARIZONA GOLD AND ONYX MINING COMPANY, for the twelve month period ending December 31, 2017, have been prepared by management and approved by the Board of Directors of the Company. The total transaction of the purchase of Arizona Gold and Onyx Mining Company by Gold & Onyx Mining Company was closed on June 28, 2010.

These financial statements have not been reviewed by the external auditors of the Company.

ARIZONA GOLD AND ONYX MINING COMPANY AND SUBSIDIARIES

INDEX TO CONSOLIDATED FINANCIAL STATEMENTS

	<u>Page(s)</u>
Restated Consolidated Balance Sheets as of December 31, 2017	4
Restated Consolidated Statements of Operations for the twelve month Period Ended December 31, 2017	5
Notes to Consolidated Financial Statements	6-10

ARIZONA GOLD AND ONYX MINING COMPANY AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
31-Dec-17
(UNAUDITED)

	<u>31-DEC-17</u>
ASSETS	
Current	
Cash and cash equivalents	\$ -
Royalty tax recoverable	-
Accounts receivable	-
Total current assets	<u>\$ -</u>
Capital assets (net)	
Land and deferred costs	-
Furniture and fixtures	-
Total capital assets	<u>\$ -</u>
Other assets	
Onyx	-
Gold	-
Copper	-
Total other assets	<u>\$ -</u>
Total Assets	<u><u>\$ -</u></u>
LIABILITIES AND SHAREHOLDERS' EQUITY	
Current liabilities	
Accounts payable and accrued liabilities	194,582
Long Term Liabilities	
Loan	-
Total Liabilities	<u>\$ 194,582</u>
 Common Stock, Class A, \$0.001 par value, 500,000,000 shares Authorized, 143,294,077 shares issued and outstanding	 143,294
Common Stock, Class B, \$0.001 par value, 100,000 shares authorized, 61,000 shares issued and outstanding	61
Additional Paid-in Capital	68,254
Accumulated Profit (Loss)	(406,191)
Total Shareholder Equity	<u><u>\$ (194,582)</u></u>
Total Liabilities and Shareholder' Equity	<u><u>\$ -</u></u>

ARIZONA GOLD AND MINING COMPANY AND SIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE TWELVE MONTH PERIOD ENDED DECEMBER 31, 2017
(UNAUDITED)

OPERATING REVENUES

Revenue (Net of royalties)	\$ <u>-</u>
----------------------------	-------------

COST OF SALES

Operating expenses	-
Amortization	-
Other Costs	<u>-</u>

Total Cost of Sales	<u>-</u>
----------------------------	----------

GROSS PROFIT (LOSS)	<u>-</u>
----------------------------	----------

OPERATING EXPENSES

Compensation, professional and consulting fees	-
Licenses and fees	-
Rent expense	-
Other general and administrative expenses	<u>-</u>

Total Operating Expenses	<u>-</u>
---------------------------------	----------

LOSS BEFORE OTHER INCOME (EXPENSE)	<u>-</u>
---	----------

OTHER (EXPENSE)

Interest expense, net	<u>-</u>
Total Other (Expense)	<u>-</u>

NET PROFIT (LOSS) BEFORE PROVISION FOR INCOME TAXES	<u>-</u>
--	----------

Provision for Income Taxes	<u>-</u>
----------------------------	----------

NET PROFIT (LOSS)	<u>\$ -</u>
--------------------------	-------------

NET PROFIT (LOSS) PER BASIC AND DILUTED SHARES	<u>\$ (0.00)</u>
---	------------------

WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	<u>143,294,077</u>
---	---------------------------

**ARIZONA GOLD AND ONYX MINING COMPANY AND ITS
SUBSIDIARIES
NOTES TO UNAUDITED RESTATED CONSOLIDATED FINANCIAL
STATEMENTS
DECEMBER 31, 2017**

1. NATURE OF OPERATIONS AND GOING CONCERN

Global Resources Technologies, Inc. agreed on March 23, 2009 to issue 255,000,000 shares of its common stock in consideration of 100% of the outstanding stock of Arizona BEM 1 Mining Company [A 1 Mining]. A 1 Mining was incorporated on January 19, 2009 and is considered to be in the development stage. On April 23, 2009, Global Resources Technologies, Inc. changed the name of the corporation to Gold & Onyx Mining Company (GOMC). On May 5, 2009, GOMC borrowed \$23,000 from MS Assets on a Promissory Note, the funds to be used for legal fees, operational costs and geologic reports. A 1 Mining, the subsidiary of the Company was in the process of developing its mineral properties and contracting with an operating company to mine the identified ore and prepare it for processing. However, in 2014, the Company did not renew its lease on the mineral properties under its control in Arizona.

The GOMC Board of Directors met on April 23, 2010 and approved the purchase of a new pink sheet, Viking Capital Group, Inc (VGCP). The transaction, approved by the board, would place all assets and rights of GOMC in VGCP in exchange for 131 million shares of VGCP when the transaction was complete. VGCP, pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934, filed a Form 8-K on April 23, 2010, file number 0-22744, EIN 87-0442090, with a Form 15 to suspend the Company's reporting requirements under the Securities Exchange Act of 1934, as amended. In June 2010, VGCP filed a name change from Viking Capital Group, Inc. to Arizona Gold and Onyx Mining Company (AGOMC). On June 28, 2010, a Securities Exchange Agreement was signed closing the transaction approved by the board, placing all assets and rights of GOMC in AGOMC (formerly VGCP) (The Company). This Agreement provided for a rescission within thirty days in the event there is any material misrepresentation of warranty of any party to the Agreement. No such material misrepresentation of warranty was found and the transaction is complete.

In the purchase of GOMC by AGOMC, all seven subsidiaries of AGOMC (formerly VGCP) continue to be a part of the combined corporation. These subsidiaries are: NIAI Insurance Administrators, Inc. of California; Viking Capital Financial Services, Inc. of Texas; Viking Insurance Services, Inc. of Texas; Viking Systems, Inc. of Texas; Viking Administrators, Inc. of Texas; Viking Capital Ventures, Inc. of Texas; and 60% of Brentwood Re, Ltd. of the Island of Nevis. All of these subsidiaries are inactive and have been inactive for several years, no longer contributing assets or revenue to the Company. A revision to the financial statements will be made if it is found that any of these subsidiaries have value or can contribute revenue to the Company. The main subsidiary asset of the Company is A 1 Mining, which has a majority, if not all of the assets of the Company. The one exception to that conclusion is Brentwood Re, Ltd of the Island of Nevis which is 60% owned by the Company. Its status subject to further evaluation.

The Company has an accumulated deficit of \$406,191 in losses. Therefore, the Company's ability to continue to meet its obligations and carry out its planned development activities is uncertain and dependent upon its ability to obtain further financing. The accompanying consolidated financial statements have been prepared on the assumption that the Company will be able to continue to realize its assets and discharge its liabilities in the normal course of business and do not reflect any adjustments that may be required if this assumption proves to be incorrect.

ARIZONA GOLD AND ONYX MINING COMPANY AND SUSIDIARIES
NOTES TO UNAUDITED RESTATED CONSOLIDATED FINANCIAL
STATEMENTS (CONTINUED)
DECEMBER 31, 2017

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accompanying consolidated financial statements have been prepared by management in accordance with generally accepted accounting principles. These consolidated financial statements have been prepared within the framework of the significant accounting policies summarized below:

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany accounts and transactions have been eliminated in consolidation.

Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions, particularly with respect to the valuation of mineral properties and deferred costs, that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Cash and cash equivalents

Cash and cash equivalents consist of commercial accounts, trust accounts and interest-bearing bank deposits with remaining maturities of 90 days or less at the time of purchase. As of December 31, 2017, the Company's cash and cash equivalents consist of zero cash.

Capital assets

Capital assets are recorded at acquisition cost less accumulated amortization. Amortization is provided on a declining basis from the month of purchase at the following annualized rates, which are expected to charge operations with the total cost of the assets over their estimated useful lives as follows:

Motor vehicle	30%
Furniture and fixtures	20%
Other equipment	30%
Drill Equipment	20%

Other assets

Other assets were previously recorded at Geological Survey and Appraisal value of recoverable reserves. These assets no longer exist due to the 2014 lapse in maintaining control of the properties.

ARIZONA GOLD AND ONYX MINING COMPANY AND SUSIDIARIES
NOTES TO UNAUDITED RESTATED CONSOLIDATED FINANCIAL
STATEMENTS (CONTINUED)
DECEMBER 31, 2017

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Profit or Loss per share

Basic and diluted profit or loss per share is calculated using the weighted average number of common shares outstanding during the period.

Stock-based compensation plan

The Company has no established stock option plan, and has not issued any options or warrants to employees, officers, directors or others.

The fair value of stock options granted is recognized on a straight-line basis over the applicable vesting period as an expense in the statements of loss and deficit and as contributed surplus on the balance sheets. On the exercise of stock options, consideration received and the respective accumulated contributed surplus amount are credited to share capital.

Stock options and warrants awarded to non-employees are accounted for using the fair value method and expensed as the service or product is received.

Income and taxes

The Company follows the liability method of tax allocation accounting. Under this method, future tax assets and liabilities are determined based on differences between the financial reporting and tax bases of assets and liabilities and are measured using the substantively enacted tax rates and laws that will be in effect when the differences are expected to reverse. Valuation allowances are provided if it is more likely than not that some or all of the future tax assets will not be realized. No provision (benefit) is reflected for the current period.

Fair value of financial instruments

The carrying values represented in the balance sheet for cash and cash equivalents, accounts receivable, prepaid expenses and other assets, accounts payable and accrued liabilities and royalty tax recoverable approximate their fair values due to the short-term nature of these financial instruments.

Long-lived assets

A loss is recognized on a long-lived asset held for use when its carrying value exceeds the undiscounted cash flows from its use and disposition. The amount of the loss is determined by deducting the asset's fair value based on discounted cash flows from its carrying value.

ARIZONA GOLD AND ONYX MINING COMPANY AND SUSIDIARIES
NOTES TO UNAUDITED RESTATED CONSOLIDATED FINANCIAL
STATEMENTS (CONTINUED)
DECEMBER 31, 2017

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial Instruments

Financial assets and financial liabilities held-for-trading are measured at fair value with changes in those fair values recognized in net income. Financial assets and financial liabilities considered held-to-maturity, loans and receivables, and other financial liabilities are measured at amortized cost using the effective interest method of amortization. Available-for-sale financial assets are measured at fair value with unrealized gains and losses recognized in other income. Investments in equity instruments classified as available-for-sale that do not have a quoted market price in an active market are measured at cost.

The Company has made the following classifications:

- Measured at fair value. Gains and losses resulting from change in fair values are recorded in net income.
- Accounts receivable and royalty tax recoverable are classified as “loans and receivables” and are recorded at amortized cost, which upon their initial measurement is equal to their fair value. Subsequent measurements are recorded at amortized cost using the effective interest rate method.
- Accounts payable is classified as “other financial liabilities” and is initially measured at their fair value. Subsequent measurements are recorded at amortized cost using the effective interest rate method.

3. MINERAL PROPERTY

The mineral property to which the Company, through its subsidiary A 1 Mining, had rights (which have lapsed) is as follows:

AMC 362655 of Nature’s Beauty Unlimited, Section 14

On March 14, 2009, A 1 Mining obtained the exclusive right and privilege from **NATURAL STONE AND MINERAL, LLC** to explore for, develop, and mine any ores, minerals, and material on or under the Property (Section #14). In consideration for this right and privilege, A 1 Mining agreed to pay **NATURAL STONE AND MINERAL, LLC** one percent (1%) quarterly of the net revenue from all minerals mined and removed from the Property (other than those removed in non-commercial quantities for testing and sampling purposed); or, FIVE THOUSAND DOLLARS (\$5,000), WHICHEVER IS GREATER.

Stockholders’ Equity

GOMC had 500 million shares Authorized. The transaction of the consolidation of Global Resources Technology, Inc. with A 1 Mining had the Company issue 255 million shares for 100% of A 1 Mining with the former owners of Global Resources Technology, Inc. retaining 45 million shares for total shares issued of 300 million shares. By agreement \$75,000 of stock had been agreed to be sold at a 40% discount to the market sixty days after the Company is operational. Six (6) million shares were issued to individual investors and were to be free trading.. The 306 million shares are issued at par, (\$0.001 per share). In consummating the new transaction with AGOMC (VGCP), the board has accomplished a reverse stock split of one to four. However, before the transaction is complete, an additional 103,000,000 shares are being issued by GOMC. This results in the total number of shares

ARIZONA GOLD AND ONYX MINING COMPANY AND SUSIDIARIES
NOTES TO UNAUDITED RESTATED CONSOLIDATED FINANCIAL
STATEMENTS (CONTINUED)
JUNE 30, 2017

3. MINERAL PROPERTY (CONTINUED)

Stockholders' Equity (continued)

subject to the reverse stock split being 409 million shares. After the reverse split the amount of outstanding shares from the reverse split is 102.25 million shares. AGOMC (VGCP) then issued 20 million shares to the officers, directors and MS ASSETS and 8.75 million shares of free-trading stock for treasury stock. Just prior to the purchase, AGOMC issued 12,000,000 shares of AGOMC common stock to compensate, according to a loan agreement, an outstanding loan of \$5,000. This issuance of stock diminished the free trading treasury stock available to 6,910,923 shares. Together with other outstanding shares at the time of purchase, this brought the total number of outstanding shares to 143,089,077 shares out of an authorized 150 million shares. Class B Common shares authorized is 100,000 shares. Prior to the merger, the Board reverse split the outstanding Class B Common shares of 100,000 to 10,000 shares and issued a new certificate for 51,000 for total outstanding Class B Common shares of 61,000. Agreements exist for \$94,770 in outstanding obligations to be converted to 63,770,000 Class A Common shares. This conversion has not been completed and the Class A Common shares have not been issued.

Significant Events

In fiscal year 2014 the Company allowed control of mineral properties to lapse.