

Lighthouse Petroleum, Inc.
Annual Disclosure Statement
For the Year ending December 31, 2012

General Company Information

Item I The exact name of the issuer and its predecessors:

Lighthouse Petroleum, Inc.

Formerly:	Well Renewal, Inc.	until 9/08
	Medenta, Inc.	until 3/06

Item II The address of its principle executive offices:

Lighthouse Petroleum, Inc.
701 Austin Street
Levelland, Texas 79336

Phone: 214-784-3103
Fax: 800-859-4726
Web: www.lighthouselhpt.com

Item III Security Information:

Trading Symbol:	LHPT
Common Stock:	750,000,000 shares authorized
Preferred Stock:	10,000,000 shares authorized
CUSIP:	53224L201
Par Value of Common Stock:	\$0.001 per share

For the Period ending December 31, 2012:

Common Stock Outstanding:	113,032,114
Public Float:	48,829,059

Preferred Shares:

Series A Preferred Stock: 1,500,000 authorized, 1,500,000 outstanding, 1 shareholder of record. Each share of Series A Preferred Stock has 500 votes of common stock. Upon liquidation or winding up, each share of Series A stock converts into Two (2) shares of common stock.

Series B Preferred Stock: 500,000 authorized, 0 outstanding.

Series C Preferred Stock: 1,000,000 authorized, 87,500 outstanding. The stated face value of the Series C stock is Four Dollars (\$4.00) per share. The holders of the Series C Preferred Stock are entitled to receive, when and as declared by the Board of Directors of the Company, out of funds legally available for such purpose, cash dividends ("Semi-Annual Dividends") at the rate of Six Percent (6.00%) per share semi-annually (12% Percent Annual), (computed on the basis of a 360-day year, 30-day

month), payable semi-annually on October 1 and April 1. Such dividends are cumulative and shall accrue, whether or not earned or declared, from and after March 1, 2012 or the date of issue of the Preferred Stock, whichever is later. As long as any shares of Series C stock are outstanding, no other shares are eligible for dividends. Upon liquidation or winding up, the holders of Series C shares are entitled to mineral rights of certain assets of the Company. Series C shares have no voting rights. The Corporation will redeem the holders of the Series C Preferred Stock based upon One Dollar (\$1.00) of value every Twelve (12) months until the entire value of Four Dollars (\$4.00) plus interest is paid off. The Corporation will redeem Twenty-Five Cents (\$0.25) approximately every 90 days or a maximum of One Dollar (\$1.00) within a Twelve (12) month period of time. The Corporation will issue common shares for the redemption based upon outstanding principal of their holdings of the Series C Preferred Stock and any Dividends accrued, but not yet paid, into fully-paid and non-assessable shares of Common Stock at Five Percent (5%) discount to the average "Fair Market Value" as defined in the Certificate of Designation filed with the State of Delaware.

Transfer Agent:

Madison Stock Transfer, Inc.
PO Box 145
Brooklyn, New York 11229

The Transfer Agent is registered under the Exchange Act.

Item IV

Issuance History:

Unless otherwise noted, the per-share price of the common stock issued or sold was determined on the date of issuance, based on the then-current market price of the common stock

Please see the Issuance Schedule attached to this Annual Statement for issuances of the Company's common stock in 2012 and 2011.

A total of Two Hundred Eighty-Five Million Three Hundred Twenty-Seven Thousand Five Hundred (285,327,500) shares of common shares were issued in 2011.

A total of Ninety-Eight Million Four Hundred Seventy Thousand Three Hundred Ninety-Eight (98,470,398) shares of common stock were issued in 2012.

The shares issued to the Company's legal counsel, Brinen & Associates, LLC, were issued in 2011 and 2012 as collateral against the Company's legal fees and expenses. Such shares are restricted and held in escrow until and unless foreclosure proceedings are instituted on the shares by Brinen & Associates, LLC.

The Company issued Eighty-Seven Thousand Five Hundred (87,500) Series C Preferred Stock of the Lighthouse Petroleum, Inc. to Home Creek Energy Caprock Development Joint Venture ("Home Creek") for the acquisition of working interest and other rights in Two (2) oil and gas

leases on February 15, 2012, and closed on February 28, 2012. The Company received One Hundred Percent (100%) of Home Creek's working interest and rights in the "Perry Lease," covering approximately One Hundred Sixty (160) acres in Haskell County, Texas. The Company additionally received One Hundred Percent (100%) of Home Creek's working interest and rights in the "Perry 'A' Lease," covering approximately One Hundred (100) acres in Haskell County, Texas. The value of the Series C Preferred Stock is approximately equal to the value of the Acquisition.

There was a material relationship between the Company and Home Creek, insofar as Mr. Anthony Maye is a member of Home Creek and served, at the time of the acquisition, as the President of Lighthouse Petroleum Inc. Texas, a wholly-owned subsidiary of the Company. Mr. Maye is no longer the President of Lighthouse Petroleum, Inc. Texas.

Item V Financial Statements:

The Company's Financial Information, including all required financial statements, are attached herein.

Item VI The Company's Business, Products and Services:

A. Business Operations

Lighthouse Petroleum, Inc., is currently engaged in the business of identifying, evaluating, and qualifying natural gas and oil wells and investing in interests in those wells with the goal of producing commercially marketable quantities of oil and natural gas.

The Company seeks to identify and acquire undervalued and distressed properties that have rework or reequipping potential. The Company is focusing on acquiring wells and mineral interests in the Permian Basin and the Fort Worth Basin. The Company will need to raise additional funds to begin working on any acquired wells and to continue to explore and acquire additional wells.

On or around April 4, 2013, the Company executed an employment agreement with Mr. Gerard Danos to serve as its President. Mr. Danos' base salary is Seventy-Two Thousand Dollars (\$72,000.00) per year, with a signing bonus of Twenty Million (20,000,000) shares of common stock, subject to the condition that Mr. Danos serves as the Company's President for One (1) full year. Pursuant to his executed employment agreement, Mr. Danos received warrants to purchase Fifty Million (50,000,000) shares of common stock at a price of \$.0001 per share.

Gerard Danos is a private investor and entrepreneur. He previously held positions with Treaty Energy Corporation ("Treaty Energy"), an oil and gas exploration company operating in the United States and Central America. At Treaty Energy, Danos served in an advisory capacity during its startup phase and later became its Chief Operating Officer, Secretary and board member. Prior to joining Treaty Energy, Mr. Danos was Owner and Principal at St. Catherine's Hospice, LLC and served as Vice President and Director of Medico, LLC ("Medico"). Medico is a subsidiary of Magnolia Management Corporation, a privately held company that operates more than Sixty-Five (65) long-term care facilities throughout Louisiana and Mississippi. Mr. Danos received his Bachelor's Degree from Louisiana State University, Baton Rouge, Louisiana.

The Company's wholly owned subsidiary, Lighthouse Petroleum, Inc. Texas, a Texas corporation ("Lighthouse Texas"), entered into an interim employment agreement with Mr. Anthony Maye on or around January 3, 2012, whereby Mr. Maye was to serve as the President of Lighthouse Texas. Mr. Maye and Lighthouse Texas have subsequently agreed to terminate any official relationship between one another on mutually agreeable terms. The

Company will continue to manage assets involving Mr. Maye on a non-operator basis, insofar as Mr. Maye is a member of Home Creek Energy and Home Creek Energy Caprock Development Joint Venture.

B. Date and State of Incorporation

Incorporated in the State of Delaware in 1990.

C. SIC Codes

1311 - Crude petroleum and natural gas.

D. Fiscal Year End

December 31.

E. Principal Product, Services and Markets

Lucy Lee Lease

The Company executed a participation agreement on February 16, 2012 (the "Participation Agreement") with Home Creek Energy ("Home Creek Energy"), a Texas limited liability company for the acquisition of Twenty Five Percent (25%) of Home Creek Energy's undivided Twenty Percent (20%) working interest in a certain oil, gas and mineral lease in St. Helena Parish, Louisiana containing the Lucy Lee No. 1 well ("Lucy Lee Lease").

The Company received Twenty Five Percent (25%) of Home Creek Energy's Twenty Percent (20%) working interest and rights in the Lucy Lee Lease in St. Helena Parish, Louisiana (the "Interest"). Under the terms of the Participation Agreement, after Home Creek Energy has recouped its initial investment in the Interest including returning to the Company the consideration the Company paid for its Twenty Five Percent (25%) interest in the Interest, Home Creek Energy will assign the Interest back to the operator of the Lucy Lee Lease, TF&B Oil Company, LLC, who will then assign a Five Percent (5%) working interest in the Lucy Lee Lease directly to the Company.

There was a material relationship between the Company and Home Creek Energy, insofar as Mr. Anthony Maye is a member of Home Creek and served, at the time of the acquisition, as the President of Lighthouse Petroleum Inc. Texas, a wholly-owned subsidiary of the Company. Mr. Maye is no longer the President of Lighthouse Petroleum, Inc. Texas.

Perry Leases

The Company entered into an Asset Purchase and Assumption of Liabilities Agreement (the "Acquisition") with Home Creek Energy Caprock Development Joint Venture ("Home Creek Venture") for the acquisition of working interest and other rights in Two (2) oil and gas leases on February 15, 2012, and closed on February 28, 2012.

The Company received One Hundred Percent (100%) of Home Creek's working interest and rights in the "Perry Lease", covering approximately One Hundred Sixty (160) acres in Haskell County, Texas. The Company additionally received One Hundred Percent (100%) of Home Creek's working interest and rights in the "Perry 'A' Lease," covering approximately One Hundred (100) acres in Haskell County, Texas. The Company finalized the purchase of the land on March 24, 2012 and begun working over the wells in April. First revenue checks were received in July 2012.

There was a material relationship between the Company and Home Creek Venture, insofar as Mr. Anthony Maye is a member of Home Creek and served, at the time of the acquisition, as the President of Lighthouse Petroleum Inc. Texas, a wholly-owned subsidiary of the Company. Mr. Maye is no longer the President of Lighthouse Petroleum, Inc. Texas.

Item VII Issuer’s Facilities:

The Company leases office space in 701 Austin Street, Levelland, Texas 79336

Item VIII Officers, Directors and Control Persons:

Officers, Directors and Control Persons as of December 31, 2012

Person (or Entity)	Shares Beneficially Owned	Percentage of Total Shares Outstanding	Status
Barclay Lyons, LLC (1)(2)	25,010,000	22.13%	Control Person
Anthony Maye (1)	10,000,000	8.85%	Control Person
Todd Violette (3)(4)	5,900,000	5.22%	CEO, Director, acting CFO

- (1) Barclay Lyons, LLC and Anthony Maye are deemed to be control persons, insofar as each beneficially own more than Five Percent (5%) of the Company’s outstanding common stock.
- (2) As of December 31, 2012, Barclay Lyons, LLC is the only beneficial owner of more than Ten Percent (10%) of the outstanding common stock. Todd Violette is the sole owner of Barclay Lyons, LLC.
- (3) Todd Violette is the Chief Executive Officer, Acting Chief Financial Officer and Chairman of the Board.
- (4) Todd Violette beneficially owns One Million Five Hundred Thousand (1,500,000) shares of Series A Preferred Stock. Each share of Series A Preferred Stock has Five Hundred (500) votes of common stock. Upon liquidation or winding up, each share of Series A stock converts into Two (2) shares of common stock.

Item IX Third Party Providers:

Legal Counsel:

Brinen & Associates, LLC
 7 Dey Street, Suite 1503
 New York, New York 10007
 Phone: 212-330-8151
 Email: corporateaction@brinenlaw.com

Accountant:

AIS Advisory Services, LLC
 99 Church Street, 10th Floor
 New York, New York 10007

Item X Issuer Certification:

I, Todd Violette, hereby certify that:

1. I have reviewed this Annual Disclosure Statement of Lighthouse Petroleum, Inc.;
2. Based on my knowledge, this 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 such statements were made, not misleading with respect to the period covered by this 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 balance sheets of the issuer as of, and for the periods presented in this disclosure statement.

Date: April 16, 2013

 /s/: Todd Violette
Todd Violette, Chief Executive Officer and acting Chief Financial Officer

2012 Share Issuances

Date	Party or Entity	Nature of the Offering	Services Provided, if Applicable	Number of Shares Offered	Number of Shares Sold	Price Per Share	Trading Status (at the time of issuance)	Restrictive Legend
1/3/12	BARCLAY LYONS LLC	506	Employment	25,000,000	25,000,000		Restricted	Yes
1/31/12	JFENWAY LLC	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
1/31/12	JAHOCO LLC	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
1/31/12	MACHIAVELLI LTD LLC	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
1/31/12	ROBERT R. ROBERTS	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
2/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	400,000	400,000	\$0.01650	Free	No
2/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	1,600,000	1,600,000	\$0.01650	Free	No
2/10/12	JUST MARKETING GROUP INC. WAR CHEST CAPITAL MULTI-	Debt Conversion	N/A	1,500,000	1,500,000	\$0.00150	Free	No
2/17/12	STRATEGY FUND LLC	Debt Conversion	N/A	1,000,000	1,000,000	\$0.00890	Free	No
2/17/12	THE EP GROUP INC.	Debt Conversion	N/A	1,000,000	1,000,000	\$0.01000	Free	No
2/17/12	EVERSOUL CAPITAL LLC	Debt Conversion	N/A	1,500,000	1,500,000	\$0.01000	Free	No
4/5/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	4,500,000	4,500,000	\$0.01000	Free	No
4/18/12	HANOVER HOLDINGS II, LLC	504	N/A	1,580,000	1,580,000	\$0.00949	Free	No
6/15/12	HANOVER HOLDINGS II, LLC	504	N/A	2,000,000	2,000,000	\$0.00500	Free	No
6/26/12	ANTHONY MAYE	506	Employment	10,000,000	10,000,000	\$0.02000	Restricted	Yes
6/26/12	CURTIS BERRY	506	Oil Field Services	400,000	400,000	\$0.02000	Restricted	Yes
6/26/12	CRAIG WALLIN	506	Oil Field Services	400,000	400,000	\$0.02000	Restricted	Yes
6/26/12	ANTOINETTE SPRADLIN	506	Oil Field Services	200,000	200,000	\$0.02000	Restricted	Yes
6/26/12	JUSTIN SPRADLIN	506	Oil Field Services	200,000	200,000	\$0.02000	Restricted	Yes
6/26/12	ROWDY BOLEN	506	Oil Field Services	1,000,000	1,000,000	\$0.02000	Restricted	Yes
7/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	2,000,000	2,000,000	\$0.00500	Free	No
7/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	1,000,000	1,000,000	\$0.00500	Free	No
7/6/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	2,000,000	2,000,000	\$0.00500	Free	No
8/14/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	2,000,000	2,000,000	\$0.00400	Free	No
8/14/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	4,000,000	4,000,000	\$0.00400	Free	No
8/14/12	FAIRHILLS CAPITAL OFFSHORE	504	N/A	1,500,000	1,500,000	\$0.00400	Free	No
8/14/12	BRINEN & ASSOCIATES, LLC	506	Legal Services	5,000,000	5,000,000	\$0.01000	Restricted	Yes
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	2,000,000	2,000,000	\$0.00135	Free	No
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	1,200,000	1,200,000	\$0.00135	Free	No
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	800,000	800,000	\$0.00135	Free	No
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	171,098	171,098	\$0.00135	Free	No
8/30/12	GREENLAND CAPITAL INC.	Debt Conversion	N/A	100,000	100,000	\$0.00135	Free	No
9/24/12	FELIX CAMPOS	Debt Conversion	N/A	4,718,722	4,718,722	\$0.00180	Free	No
11/19/12	CMF INVESTMENTS, INC.	Debt Conversion	N/A	4,867,245	4,867,245	\$0.00010	Free	No
11/19/12	ADRIAN MCKENZIE	Debt Conversion	N/A	4,000,000	4,000,000	\$0.00200	Free	No
12/4/12	DENNIS S. EUBANKS	506	Oil Field Services	1,500,000	1,500,000	\$0.00500	Restricted	Yes
12/14/12	ADRIAN MCKENZIE	Debt Conversion	N/A	3,333,333	3,333,333	\$0.00020	Free	No
				98,470,398	98,470,398			

Issuances For Services

Date	Party	Nature of the Offering	Jurisdictions where offering was registered or qualified	Number of Shares Offered	Number of Shares Sold	Price	Trading Status		Address
							(at the time of issuance)	Restrictive Legend	
1/25/11	Jeff Barger*	Services	n/a	10,000,000	n/a	n/a	restricted	yes	1406 Sparks Stree, Midland TX 79710
2/28/11	D. Glen Kennedy	Services	n/a	5,000,000	n/a	n/a	restricted	yes	c/o Lighthouse Petroleum PO Box 794003, Dallas, TX, 75379
4/6/11	D. Glen Kennedy	Services	n/a	5,000,000	n/a		restricted	yes	c/o Lighthouse Petroleum PO Box 794003, Dallas, TX, 75379
5/13/11	D. Glen Kennedy	issuance in lieu of back salary	n/a	125,000,000	125,000,000	\$100,000.00	restricted	yes	c/o Lighthouse Petroleum PO Box 794003, Dallas, TX, 75379
5/20/11	Forum Farms	Services	n/a	50,327,500	50,327,500	\$40,262.00	restricted	yes	11520 N. Central Expressway #135, Dallas, TX 75243
6/14/11	Brinen & Associates, LLC^	Services	n/a	40,000,000	n/a	n/a	restricted	yes	7 Dey Street, Suite 1503, New York, NY 10007
6/14/11	Todd Violette	Services	n/a	25,000,000	n/a	n/a	restricted	yes	c/o Brinen & Associates, 7 Dey Street, Suite 1503, New York, NY 10007
6/14/11	D. Glen Kennedy	issuance in lieu of back salary	n/a	30,000,000	30,000,000	\$24,000.00	restricted	yes	c/o Lighthouse Petroleum PO Box 794003, Dallas, TX, 75379
7/7/11	D. Glen Kennedy	Services	n/a	5,000,000	n/a	n/a	restricted	yes	c/o Lighthouse Petroleum PO Box 794003, Dallas, TX, 75379

*Issuance effected by previous management, details of transaction are unavailable

^See information in Annual Statement regarding restrictions on shares

2011 Share Issuances

Date	Party	Nature of the Offering	Jurisdictions where offering was registered or qualified	Number of Shares Offered	Number of Shares Sold	Price	Trading Status (at the time of issuance)	Restrictive Legend	Address
1/25/11	The EP Group, Inc.	private debt conversion#	n/a	16,500,000	16,500,000	\$10,000.00	free	no	151 West 78th Street, Suite 4e, New York, NY 10024 Contact; Evan Prizer
1/26/11	War Chest Capital Multi-Strategy Fund	private debt conversion#	n/a	16,500,000	16,500,000	\$10,000.00	free	no	One Rockefeller Plaza, Suite 1703, New York, NY 10020, Howard Blum
3/15/11	Felix Campos	private debt conversion#	n/a	33,783,784	33,783,784	\$12,500.00	free	no	10224 Vestal Court, Coral Springs, FL 33071
3/16/11	The EP Group, Inc.	private debt conversion#	n/a	21,428,571	21,428,571	\$15,000.00	free	no	151 West 78th Street, Suite 4e, New York, NY 10024 Contact; Evan Prizer
3/22/11	War Chest Capital Multi-Strategy Fund	private debt conversion#	n/a	7,039,741	7,039,741	\$4,927.63	free	no	One Rockefeller Plaza, Suite 1703, New York, NY 10020, Howard Blum
3/22/11	War Chest Capital Multi-Strategy Fund	private debt conversion#	n/a	8,502,157	8,502,157	\$5,944.18	free	no	One Rockefeller Plaza, Suite 1703, New York, NY 10020, Howard Blum
7/18/11	Barclay Lyons, LLC	credit line fee	n/a	1,250,000	1,250,000		restricted	yes	Todd Violette, Director c/o Brinen & Associates, 7 Dey Street, Suite 1503, New York, NY 10007
8/16/11	Barclay Lyons, LLC	credit line fee	n/a	1,250,000	1,250,000		restricted	yes	Todd Violette, Director c/o Brinen & Associates, 7 Dey Street, Suite 1503, New York, NY 10007
8/16/11	Felix Campos	private debt conversion#	n/a	50,000,000	50,000,000	\$15,000.00	free	no	10224 Vestal Court, Coral Springs, FL 33071
8/16/11	War Chest Capital Multi-Strategy Fund	private debt conversion#	n/a	50,000,000	50,000,000	\$15,000.00	free	no	One Rockefeller Plaza, Suite 1703, New York, NY 10020, Howard Blum

*Issuance effected by previous management, details of transaction are unavailable
#conversion of aged securities pursuant to Rule 144

Lighthouse Petroleum, Inc.
Consolidated Statement of Changes In Stockholders' Equity
For Year Ended December 31, 2012
(Unaudited)

Beginning Common Stock	3,385,164	
Add: Additional Paid in Capital	505,850	
	<hr/>	
Ending Common Stock		<u>3,891,014</u>
Beginning Retained Earnings	(3,759,023)	
Plus: Net Income	(8,737)	
Less: Dividends	-	
	<hr/>	
Ending Retained Earnings		<u>(3,767,761)</u>
Total Stockholders' Equity		<u><u>123,254</u></u>

Lighthouse Petroleum, Inc.
Consolidated Statement of Operations
For 3 and 12 months Ending December 31, 2012
(Unaudited)

	<u>As of December 31, 2011</u>	<u>As of March 31, 2012</u>	<u>As of June 30, 2012</u>	<u>As of September 30, 2012</u>	<u>As of December 31, 2012</u>	<u>Year to Date December 31, 2012</u>
Revenue - oil and gas sales and consulting services	-	28,400	49,682	15,046	9,762	102,890
Expenses:						
Professional fees	21,750	4,724	16,000	32,105	6,900	59,729
Operating costs	22,500	-	-	31,491	-	31,491
Depreciation, depletion, and amortization	-					
General and administrative	3,750	57,384	19,532	122,421	11,599	210,937
Total Expense	<u>48,000</u>	<u>62,108</u>	<u>35,532</u>	<u>186,017</u>	<u>18,499</u>	<u>302,157</u>
Loss from operations	<u>(48,000)</u>	<u>(33,708)</u>	<u>14,150</u>	<u>(170,971)</u>	<u>(8,737)</u>	<u>(199,267)</u>
Other income items:						
Loss on interest in Oil Lease	-					
Interest income (expense), net	-	(2,750)	-	-	-	(2,750)
Accounts payable write-off	-	-	-	-	-	-
Sale of IP	-	-	-	-	-	-
Income before income taxes	<u>(48,000)</u>	<u>(36,458)</u>	<u>14,150</u>	<u>(170,971)</u>	<u>(8,737)</u>	<u>(202,017)</u>
Provision for income tax (benefit)	-	-	-	-	-	-
Net Loss	<u>(48,000)</u>	<u>(36,458)</u>	<u>14,150</u>	<u>(170,971)</u>	<u>(8,737)</u>	<u>(202,017)</u>
Net loss per share:						
Basic and diluted			<u>0.0002</u>	<u>(0.0026)</u>	<u>(0.0001)</u>	<u>(0.0025)</u>
Weighted average shares outstanding:						
Basic and diluted			<u>61,328,533</u>	<u>65,599,631</u>	<u>79,300,209</u>	<u>79,300,209</u>

Lighthouse Petroleum, Inc.
Consolidated Statement of Cash Flows
For Year Ended December 31, 2012
(Unaudited)

	For the 3 months December 31, 2011	For the 3 months March 31, 2012	For the 3 months June 30, 2012	For the 3 months September 30, 2012	For the 3 months December 31, 2012
CASH FLOWS FROM OPERATING ACTIVITIES					
Net income (loss) in period	(48,000)	(36,458)	14,150	(170,971)	(8,737)
Adjustments to reconcile net loss to cash used by operating activities:					
Depreciation, depletion, amortization and accretion	-	-	-	-	-
Amortization of debt discount and deferred financing costs	-	-	-	-	-
Unrealized gain on derivative instruments, net	-	-	-	-	-
Stock bonus - salary	-	-	-	-	-
Contribution of rent	-	-	-	-	-
Expenses paid with APIC	-	5,750	-	-	6,900
Changes in operating assets and liabilities					
Accounts receivable	-	(400)	(4,682)	(3,118)	-
Prepaid expenses and other current assets	-	-	-	-	-
Deposits	-	-	-	-	-
Accounts payable	(128,528)	(11,816)	35,851	176,246	-
Officer loan	-	-	-	-	-
Other current liabilities	-	-	-	-	-
Deferred tax assets and liabilities	-	-	-	-	-
NET CASH USED IN OPERATING ACTIVITIES	(176,528)	(42,925)	45,319	2,157	(1,837)
CASH FLOWS FROM INVESTING ACTIVITIES					
Deposit paid for purchase of oil and gas properties	-	(37,500)	-	-	-
Accounts receivable - subsidiary	-	-	(45,000)	-	-
Additional (loss) from oil and gas properties	-	-	(112,737)	-	-
NET CASH USED IN INVESTING ACTIVITIES	-	(37,500)	(157,737)	-	-
CASH FLOWS FROM FINANCING ACTIVITIES					
Amounts due to related party	-	-	-	-	-
Proceeds from issuance of notes payable, gross	176,528	95,900	-	-	4,500
Repayment of notes payable	-	-	-	(1,500)	-
Deferred financing costs incurred	-	-	-	-	-
Change in note proceeds from subsidiary company	-	-	-	-	-
Proceeds from additional paid in capital	-	30,000	66,972	5,707	-
Proceeds from issuance of common stock	-	-	1,928	43	-
Changes in retained earnings	-	-	-	-	-
CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES	176,528	125,900	68,900	4,250	4,500
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	-	45,475	(43,517)	6,407	2,663
Cash and cash equivalents, beginning of period	1	1	45,476	1,959	8,366
Cash and cash equivalents, end of period	1	45,476	1,959	8,366	11,029
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	-	45,475	(43,517)	6,407	2,663

Lighthouse Petroleum, Inc.
Consolidated Balance Sheet
For Year Ended December 31, 2012
(Unaudited)

	As of December 31, 2011	As of March 31, 2012	As of June 30, 2012	As of September 30, 2012	As of December 31, 2012
ASSETS					
Current Assets:					
Cash and cash equivalents	1	45,476	1,959	8,366	11,029
Accounts receivable, net of allowance for doubtful accounts of \$-	-	400	5,082	8,200	8,200
Restricted cash - note proceeds restricted as to use	-	-	-	-	-
Current derivative asset	-	-	-	-	-
Prepaid insurance and other	-	-	-	-	-
Total current assets	<u>1</u>	<u>45,876</u>	<u>7,041</u>	<u>16,566</u>	<u>19,229</u>
Oil and gas properties - Proved, using full cost method of accounting, net of accumulated depreciation	-	387,500	500,237	500,237	500,237
Account receivable-Subsidiary	744,600	744,600	744,600	744,600	744,600
Deferred federal income tax	-	-	-	-	-
Deferred financing cost, net of current portion	-	-	45,000	45,000	45,000
Office equipment, net of depreciation	-	-	-	-	-
Attorney/escrow deposit	462	462	462	462	462
Total longterm assets	<u>745,062</u>	<u>1,132,562</u>	<u>1,290,299</u>	<u>1,290,299</u>	<u>1,290,299</u>
Total assets	<u>745,063</u>	<u>1,178,438</u>	<u>1,297,340</u>	<u>1,306,865</u>	<u>1,309,528</u>
LIABILITIES AND STOCKHOLDER'S EQUITY					
Current liabilities					
Accounts payable	199,015	187,199	223,050	399,296	399,296
Wells payable	25,000	25,000	25,000	25,000	25,000
Notes payable-line of credit	8,000	8,000	8,000	8,000	8,000
Current deferred income tax	-	-	-	-	-
Other current liabilities	-	-	-	-	-
Total current liabilities	<u>232,015</u>	<u>220,199</u>	<u>256,050</u>	<u>432,296</u>	<u>432,296</u>
Notes payable	693,628	754,131	754,131	752,631	753,979
Asset retirement obligation	-	-	-	-	-
Total long term liabilities	<u>693,628</u>	<u>754,131</u>	<u>754,131</u>	<u>752,631</u>	<u>753,979</u>
Total liabilities	<u>925,643</u>	<u>974,330</u>	<u>1,010,181</u>	<u>1,184,927</u>	<u>1,186,275</u>
Stockholder's Equity					
Common stock, \$0.0001 par value, 750,000,000 shares authorized; Issued and Outstanding, 79,300,209 shs at end of Q4 2012	305	305	2,233	2,276	5,429
Additional paid-in capital	3,384,859	3,806,006	3,872,978	3,878,685	3,885,585
Retained Earnings	(3,517,744)	(3,565,744)	(3,602,202)	(3,588,052)	(3,759,023)
Net Income (Loss)	(48,000)	(36,458)	14,150	(170,971)	(8,737)
Total stockholder's equity	<u>(180,580)</u>	<u>204,109</u>	<u>287,159</u>	<u>121,938</u>	<u>123,254</u>
Total liabilities and stockholder's equity	<u>745,063</u>	<u>1,178,438</u>	<u>1,297,340</u>	<u>1,306,865</u>	<u>1,309,528</u>

Lighthouse Petroleum, Inc.
Notes to Financial Statements
For Period Ending December 31, 2012
(Unaudited)

NOTE 1 - ORGANIZATION AND BUSINESS OPERATIONS

Lighthouse Petroleum, Inc., (the “Company” or “Lighthouse”) is an oil and gas exploration and exploitation company focused on acquiring and producing oil and gas within the Ft. Worth Basin and the Permian Basin. The Company is organized under the laws of the State of Delaware.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America (“GAAP”) and the Securities and Exchange Commission Act of 1934.

Lighthouse is an exploration stage company. The accompanying financial statements are prepared in accordance with SFAS No. 7, “Accounting and Reporting by Development Stage Enterprises” and SEC Industry Guide 7.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting periods. Actual results could materially differ from those estimates.

Management believes that it is reasonably possible the following material estimates affecting the financial statements could significantly change in the coming year: (1) estimates of proved oil and gas reserves, and (2) forecast forward price curves for natural gas and crude oil. The oil and gas industry in the United States has historically experienced substantial commodity price volatility, and such volatility is expected to continue in the future. Commodity prices affect the level of reserves that are considered commercially recoverable; significantly influence Lighthouse’s current and future expected cash flows; and impact the PV10 derivation of proved reserves presented in Lighthouse supplemental oil and gas reserve disclosures made herein.

Reclassification

Certain prior period amounts have been reclassified to conform to current period presentation.

Principles of consolidation

The consolidated financial statements include the accounts of Lighthouse Petroleum, Inc. and its 100% owned subsidiaries. The Company formed a wholly owned subsidiary on December 31, 2011. The subsidiary did not have any activity in 2012 and is not included in these financial statements.

Cash and cash equivalents

For purposes of the balance sheet and statement of cash flows, the Company considers all highly liquid debt instruments purchased with maturity of three months or less to be cash equivalents. At the time of this posting, the Company had no material cash equivalents. Lighthouse may, in the normal course of operations, maintain cash balances in excess of federally insured limits.

Restricted cash (restricted as to use)

None.

Office equipment

Property and equipment is stated at cost. Depreciation is computed on a straight-line basis over the estimated useful lives ranging from three to five years.

Oil and gas properties

Lighthouse follows the full cost method of accounting for its oil and natural gas properties, whereby all costs incurred in connection with the acquisition, exploration for and development of petroleum and natural gas reserves are capitalized. Such costs include lease acquisition, geological and geophysical activities, rentals on non-producing leases, drilling, completing and equipping of oil and gas wells and administrative costs directly attributable to those activities and asset retirement costs. Disposition of oil and gas properties are accounted for as reduction of capitalized costs, with no gain or loss recognized unless such adjustment would significantly alter the relationship between capital costs and proved reserves of oil and gas, in which case the gain or loss is recognized to income.

Depletion and depreciation of proved oil and gas properties is calculated on the units-of-production method based upon estimates of proved reserves. Such calculations include the estimated future costs to develop proved reserves. Oil and gas reserves are converted to a common unit of measure based on the energy content of 6,000 cubic feet of gas to one barrel of oil. Costs of unevaluated properties are not included in the costs subject to depletion. These costs are assessed periodically for impairment.

Ceiling test

In applying the full cost method, Lighthouse performs an impairment test (ceiling test) at each reporting, whereby the carrying value of oil and gas property and equipment is limited to the “estimated present value” of the future net revenues from its proved reserves, discounted at a 10 percent interest rate and based on current economic and operating conditions, plus the cost of properties not being amortized, plus the lower of cost or fair market value of unproved properties included in costs being amortized, less the income tax effects related to any book and tax basis differences of the properties. As of the time of this posting, no impairment of oil and gas properties was recorded.

Asset retirement obligation

In accordance with SFAS No. 143, “Accounting for Asset Retirement Obligations,” Lighthouse records the fair value of a liability for asset retirement obligations (“ARO”) in the period in which an obligation is incurred and records a corresponding increase in the carrying amount of the related long-lived asset. For Lighthouse, asset retirement obligations primarily relate to the abandonment of oil and gas properties. The present value of the estimated asset retirement cost is capitalized as part of the carrying amount of oil and gas properties and is depleted over the useful life of the asset. The settlement date fair value is discounted at Lighthouse’s credit adjusted risk-free rate in determining the abandonment liability. The abandonment liability is accreted with the passage of time to its expected settlement fair value. Revisions to such estimates are recorded as adjustments to ARO and capitalized asset retirement costs and are charged to operations in the period in which they become known. At the time the abandonment cost is incurred, Lighthouse is required to recognize a gain or loss if the actual costs do not equal the estimated costs included in ARO.

The amounts recognized for ARO are based upon numerous estimates and assumptions, including future abandonment costs, future recoverable quantities of oil and gas, future inflation rates, and the credit adjusted risk-free rate.

Environmental

The Company is subject to environmental laws and regulations of various U.S. jurisdictions. These laws, which are constantly changing, regulate the discharge of materials into the environment and may require the Company to

remove or mitigate the environmental effects of the disposal or release of petroleum or chemical substances at various sites.

Environmental costs that relate to current operations are expensed or capitalized as appropriate. Costs are expensed when they relate to an existing condition caused by past operations and will not contribute to current or future revenue generation. Liabilities related to environmental assessments and/or remedial efforts are accrued when property or services are provided or can be reasonably estimated.

Future income taxes

Income taxes are accounted for using the asset/liability method of income tax allocation. Future income taxes are recognized for the future income tax consequences attributable to differences between the carrying values of assets and liabilities and their respective income tax bases. Future income tax assets and liabilities are measured using income tax rates expected to apply to taxable income in the years in which temporary differences are expected to be recovered or settled. The effect on future income tax assets and liabilities of a change in income tax rates is including in earnings in the period that such change in income tax rates is enacted. Future income tax assets are recorded in the financial statements if realization is considered more likely than not.

Revenue and cost recognition

Lighthouse uses the sales method to account for sales of crude oil and natural gas. Under this method, revenues are recognized based on actual volumes of oil and gas sold to purchasers. The volumes sold may differ from the volumes to which Lighthouse is entitled based on the interest in the properties. These differences create imbalances which are recognized as a liability only when the imbalance exceeds the estimate of remaining reserves. Lighthouse had no production, revenue or imbalances as of the time of this posting. Costs associated with production are expensed in the period incurred.

Loss per share

Basic net loss per common share is computed by dividing net loss by the weighted-average number of common shares outstanding during the period. Diluted net loss per common share is determined using the weighted-average number of common shares outstanding during the period, adjusted for the dilutive effect of common stock equivalents. In periods when losses are reported, the weighted-average number of common shares outstanding excludes common stock equivalents, because their inclusion would be anti-dilutive.

Comprehensive loss

Comprehensive loss is the total of (1) net loss plus (2) all other changes in net assets arising from non-stockholder sources, which are referred to as other comprehensive income. The Company has presented other comprehensive income on the statement of stockholders' equity.

Fair value of financial instruments

The carrying value of cash and cash equivalents, accounts payable and accrued expenses and other liabilities approximates fair value due to the short term maturity of these instruments. The carrying value of the notes payable are believed to approximate their fair value as of the time of this posting based upon the relatively short period these instruments have been outstanding during fiscal year.

New Accounting Pronouncements

Lighthouse does not expect the adoption of recently issued accounting pronouncements to have a significant impact on their results or operations, financial position or cash flows.

NOTE 3 - SUPPLEMENTAL INFORMATION ON OIL AND GAS PRODUCING ACTIVITIES

There are numerous uncertainties inherent in estimating quantities of proved crude oil and natural gas reserves. Crude oil and natural gas reserve engineering is a subjective process of estimating underground accumulations of crude oil and natural gas that cannot be precisely measured. The accuracy of any reserve estimate is a function of the quality of available data and of engineering and geological interpretation and judgment.

Results of drilling, testing and production subsequent to the date of the estimates may justify revision of such estimates. Accordingly, reserve estimates are often different from the quantities of crude oil and natural gas that are ultimately recovered. All of the Company's reserves are located in the United States. There were no proved reserves at the time of this posting.

NOTE 4- ACTIVITIES OF SUBSIDIARY CORPORATION

Lighthouse Petroleum, Inc. has a defunct subsidiary, Well Renewal, Inc., which was incorporated in Oklahoma. The Company is currently researching and determining the collectability of various judgments incurred against the subsidiary, totaling approximately \$189,703, for which Lighthouse Petroleum, Inc. may be ultimately liable.

The Company formed a wholly owned subsidiary on December 31, 2011. The subsidiary did not have any activity in 2012 and is not included in the Company's financial statements.