

# Ubiquitech Software Corporation

Doing business as Hook Wireless

## QUARTERLY REPORT

February 28, 2014

### **1) Name of the Issuer and its predecessors (if any)**

The name of the Issuer since inception is:

Ubiquitech Software Corporation

### **2) Address of the Issuer's Principal Executive Offices**

3030 N. Rocky Point Dr. W

Suite 150

Tampa, FL 33607

Telephone: (813) 418-5251

E-mail: [info@bluecrushmarketinggroup.com](mailto:info@bluecrushmarketinggroup.com)

Website: [www.ubiquitechsoftware.com](http://www.ubiquitechsoftware.com)

#### IR Contact

None

### **3) Security Information**

Trading symbol: UBQU.PK

CUSIP : Common Stock – 903470 102.

Preferred Stock – none.

#### The exact title and class of securities outstanding

Common Stock

Preferred Stock

#### Par or stated value

Common Stock – par value \$0.001 per share

Preferred Stock – par value \$0.10 per share

Total shares authorized

Common Stock – 50,000,000 shares

Preferred Stock – 1,000,000 shares

Total Shares outstanding at April 17, 2013

Common Stock – 40,058,000 shares

Preferred Stock – 1,000,000 shares

Total Shares outstanding at February 28, 2014

Common Stock – 14,558,000 shares

Preferred Stock – 1,000,000 shares

Transfer Agent

Action Stock Transfer Corporation

Suite 214

2469 E. Fort Union Boulevard

Salt Lake City, Utah 84121

Telephone: (801) 274-1088

Fax: (801) 274-1099

Is the transfer agent is registered under the Exchange Act? Yes:  No:

Trading restrictions

Shares of our common stock held by our original purchasers and by persons who have purchased directly or indirectly from them in a transaction or series of transactions not involving a sale in the public securities markets are “restricted securities” as defined in Rule 144 and are subject to the restrictions on public resale provided in the Rule, unless registered under the Securities Act of 1933.

Trading suspensions

We have not been subject to any trading suspension order by the SEC in the past 12 months.

**4) Issuance History**

On February 1, 2013, we issued 1,000,000 shares of our preferred stock to Chih-Wei Chang, our chief executive officer. The issue was made in Taiwan and was not subject to the securities laws of the United States.

**Subsequent issuances:**

On April 15, 2014 Chih-Wei Chang assigned 8,500,000 shares of common stock to Blue Crush Marketing Group pursuant to an acquisition agreement.

On April 16, 2014 we issued 25,500,000 shares of our common stock to Blue Crush Marketing Group pursuant to a consulting agreement.

**Part 5: Financial Statements**

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## **6) Issuer's Business, Products and Services**

### A. A description of the issuer's business operations

We are engaged in the sale of affordable, high quality dual-SIM, dual-telephone-number mobile phone solutions with no contract, pre-paid unlimited text and voice. We began selling cell phones in kiosks in Taiwan at different shopping centers in February 2012. We discontinued sales in Taiwan in November 2012. We intend to launch the sales of these phones at independent liquor and convenience stores in California in 2013.

Although selling wireless phones are not new, we anticipate this market will show rapid growth as the popularity of dual-SIM, high quality smart phones that do not require a contract continues to grow. We believe that by providing a simple, affordable method in which any person with no personal documents or contracts can easily purchase a smart phone with capability for dual SIM cards and unlimited data and talk. We expect to become a sought-after cell phone solution for people with challenging economic situations. Most cellular phones are equipped to handle one SIM card, are expensive, and require a contract and personal information such as social security numbers and credit cards to activate the phone. Our dual SIM feature allows the consumer to have two telephone numbers ring to a single phone. Unlimited talk and text is gaining popularity as more and more people talk and are active on their phones, but the price for this service is still very high. Having the ability to use a phone for data and talk unlimited, on an inexpensive plan, with no contract we believe is one of the major benefits of our marketing strategy. In addition, many people do not have the sufficient information a cell phone company requires to activate a phone. We believe that the unlocked cell phone, no contract market has major untapped power and potential to allow people who otherwise would not have access to a high quality phone with an unlimited un-contractual plan.

### *Introduction to Business*

We believe we provide a universal solution for smart phones for the masses. We plan to import low cost, high quality, unlocked, Dual SIM card (dual telephone number), quad band, cellular telephones into the USA for sale in convenience stores and liquor stores. Hookwireless phones do not require contract. We are utilizing these smart phones to reach new potential customers. We believe the masses want to have access to a smart phone with unlimited use talk and text, but a large percentage cannot afford the phones or qualify for cell phone contracts. Our cellular telephones will be compatible with Airvoice Wireless \$30 nationwide unlimited talk and text pre-paid service. Airvoice Wireless is a leading prepaid wireless carrier that provides service within the United States. Airvoice wireless maintains a strong GSM network and dedicated team, providing cellular service to a large subscriber base. Airvoice holds an impressive share in the prepaid wireless market, with agents and customers in over forty states, as well as in Puerto Rico and the US Virgin Islands.

### B: Date and state of incorporation

Incorporated January 11, 2007 in Colorado, USA.

C: Issuer's primary and secondary SIC Codes

Primary SIC Code: 481207

Secondary SIC Code: 506521

D: The Issuer's fiscal year end date

November 30

E: Principal products or services, and their markets

In July 2013, the Company acquired Blue Crush Marketing Group ("Blue Crush"). Blue Crush markets a Blue Crush Monetization System which consists of cutting edge state-of-the-art Internet technologies along with other proven and successful online advertising methods and it is designed and programmed to actually "think" about what a prospect is doing and looking at on our many Websites. It is then capable of telling us what that prospect most desires from our offers and services allowing us to customize our offers, and create a more profitable conversion

This proprietary system is designed and programmed to "lead" a prospect to the most desired result, and to do so at the lowest cost per lead/conversion possible. In fact we regularly see a click through rate and conversion rate at almost double the industry averages on sites that we drive traffic to.

**7) The Issuer's Facilities**

Our headquarters office is newly located at 3030 N. Rocky Point Dr. w, Suite 150, Tampa FL 33607. The property is on a month to month lease.

**8) Officers, Directors and Control Persons**

A. Names of Officers, Directors, and Control Persons.

**CEO/James Andrew Ballas**

Mr. James Ballas: Effective July 15, 2013, Mr. Ballas been appointed Chief Executive Officer, President, Chief Financial Officer and a director of the Corporation Jim is the CEO of BCMG and the central creative force of the organization. He has been an on camera talent and spokesperson for over 20 years and it all started as a teen when Jim was chosen to be in the very first Bush Gardens Adventure Island theme park commercial. This lead to years of acting classes, college courses in broadcasting, workshops, live production, video, copywriting, and television and radio.

Comfortable on camera with an easy going driving enthusiasm for the products and services offered, Jim's persona and voice are well known in the DRTV and radio industry and has been

featured in hundreds of television and radio commercials. Jim has done DRTV and radio commercials for everything from online business, household products and services, rare coins, and even legendary Rock memorabilia featuring guitars signed by Paul McCartney, The Rolling Stones, and The Who.

In addition to his on-air talents Jim is also one of the best copywriters in the business and has written and co-written hundreds of TV, DRTV, and radio ads. If you watch TV or listen to the radio you have certainly heard or seen commercials that Jim has written or appeared in.

At BCMG, Jim uses his unique and considerable talents to help create winning campaigns for both the business models BCMG creates, and the clients that they partner with, and he is always ready to go on the air and personally endorse and sell the business models they are working with. This makes Jim a very special and different type of CEO... One who is creative, versatile, and brings a new vision to every project that BCMG is involved with. View some of Jim's DRTV work below:

#### B. Legal/Disciplinary History.

1. Mr. Ballas has not been subject to conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
2. Mr. Ballas has not been subject to entry of an order, judgment, or decree 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. Mr. Ballas has not been subject to a finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law; or
4. Mr. Ballas has not been subject to the entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited his involvement in any type of business or securities activities.

#### C. Beneficial Shareholders.

Mr. Chang became the beneficial owner of 1,000,000 preferred shares convertible into 100,000,000 common shares on February 1, 2013.

Mr. Yuen's address of record is 3231 West 38TH Avenue, Vancouver, British Columbia, Canada V6N 2X5.

#### Subsequent Beneficial Shareholder:

Blue Crush Marketing group owns 34,000,000 shares of our common stock or 85% of the issued and outstanding as of April 17, 2014.

## **9) Third Party Providers**

### Legal Counsel:

Naccarato & Associates

1100 Quail Street, Suite 100

Newport Beach, CA 92660

Telephone number: 949-851-9261

### Accountant or Auditor

AP Data Systems

Allen Smethers

612-360-1488

### Investor Relations Consultant

None

## **10) Issuer Certification**

I, James Ballas, certify that:

1. I have reviewed this quarterly disclosure statement of Ubiquitech Software Corporation;
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 cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

April 18, 2014

/s/ James Ballas

James Ballas  
Chief Executive Officer and Sole Director

**Financial Statements and Footnotes**

**for the Year Ended  
November 30, 2013**

**Ubiquitech Software Corp.**  
**Balance Sheet**  
**As of November 30, 2013**

<b>Assets</b>	
Current Assets	
Cash	\$ 16,203
Total Checking/Savings	16,203
Current Inventory	3,627
Total Current Assets	19,830
Fixed Assets	
Property and equipment, net	108,687
Goodwill (net of amortization)	540,835
Total Assets	\$ 669,352
<b>Liabilities and Stockholders' Equity</b>	
Current Liabilities	
Credit Cards	\$ 5,045
Accounts Payable	3,000
Accrued interest	15,009
Total Current Liabilities	23,054
Long Term Debt	691,766
Total Liabilities	714,820
Stockholders' Equity	
Common Stock - Par Value \$0.001	
Authorized 50,000,000; Issued 14,558,000	13,558
Preferred Stock - Par Value \$0.001	
Authorized 1,000,000; Issued 1,000,000	1,000
Additional paid in capital	25,000
Accumulated deficit	(86,026)
Total Stockholders' Deficit	(45,468)
Total Liabilities and Stockholders' Equity	\$ 669,352

**Ubiquitech Software Corp.**  
**Income Statement**  
**Year Ended November 30, 2013**

Income		
	Revenue	\$ <u>119,862</u>
Expenses		
	Advertising	37,002
	Amortization	9,165
	Automobile Expense	3,457
	Bank Service Charges	782
	Computer and Internet Charges	1,956
	Depreciation	9,253
	Office Supplies	3,085
	Postage and Delivery	453
	Professional Fees	45,700
	Rent Expense	9,000
	Salaries	32,601
	Telephone Expense	2,093
	Travel and Entertainment	1,847
	Utilities	<u>1,158</u>
Total Expenses		\$ <u>157,552</u>
(Loss) From Operations		\$ (37,690)
Other Income and (Expense)		
	Interest Expense	(15,009)
Total Other Income and (Expense)		<u>(15,009)</u>
Net (Loss)		\$ (52,699)
Loss per share – basic and fully diluted		\$ (0.004)
Weighted Average Shares Outstanding		14,558,000

**Ubiquitech Software Corp.**  
**Statement of Cash Flows**  
**For the Year Ended November 30, 2013**

**Cash flow from Operating Activities**

Net Income/(Loss)	\$ (52,669)
Adjustments to reconcile net income (loss) to net cash Provided by operating activities	
Depreciation expense	9,253
Amortization expense	9,165
(Increase) decrease in inventory	3,627
Increase (decrease) accounts payable	3,000
Increase (decrease) credit card payable	(2,301)
Increase (decrease) accrued interest	15,009
<b>Net Cash Provided by (Used for) Operating Activities</b>	<b>(14,916)</b>

**Cash Flows Provided by/(used for) Investing Activities**

Acquisition of property and equipment	(58,677)
Acquisition of goodwill	(550,000)
<b>Net cash Provided by (used for) Investing Activities</b>	<b>(608,677)</b>

**Cash Flows Provided by/(used for) Financing Activities**

Proceeds from notes payable	633,538
<b>Net cash Provided by (used for) Financing Activities</b>	<b>633,538</b>
<b>Net Increase (decrease) in Cash</b>	<b>\$ 9,945</b>
<b>Beginning Cash Balance</b>	<b>6,258</b>
<b>Ending Cash Balance</b>	<b>\$ 16,203</b>

# Ubiquitech Software Corp.

## Statement of Stockholders' Deficit

For the Years Ended November 30, 2013 and 2012

	Common Shares	Preferred Shares	Common Deficit	Preferred Deficit	Additional Paid-in Stock Shares	Accumulated Stock Capital	Total Stockholders'
Balance Nov 30, 2012	14,558,000	1,000,000	14,558	1,000	25,000	(33,327)	7,231
Net loss for the year ended November 30, 2013						(52,699)	(52,699)
Balance November 30, 2013	14,558,000	1,000,000	14,558	1,000	25,000	(86,026)	(45,468)

	Common Shares	Preferred Shares issued Paid-in	Common Deficit	Preferred Deficit	Additional Paid-in Stock Shares	Accumulated Stockholders' Deficit	Common Stock	Total
Preferred								
Balance Nov. 30, 2011	14,558,000	1,000,000	14,558	1,000	(469)	(15,555)		(466)
Additional paid in capital					25,469			25,469
Net loss for the year ended November 30, 2012							(17,772)	(17,772)
Balance November 30, 2012	14,558,000	1,000,000	14,558	1,000	25,000	(33,327)		7,231

**Ubiquitech Software Corporation**  
**NOTES TO FINANCIAL STATEMENTS**

For the Quarter Ended May 30, 2013

**NOTE 1 – History of Operations**

Ubiquitech Software Corporation, a Colorado corporation, provides affordable, high quality dual-SIM, dual-telephone-number mobile phone solutions with no contract, pre-paid unlimited text and voice; with sales at kiosks in Taiwan beginning in February 2012, which have been discontinued, and at independent liquor and convenience stores in California beginning sometime in 2013.

Ubiquitech Software, Inc. (“UBQU”), recently acquired in July 2013, Blue Crush Marketing Group LLC (“Blue Crush”), which will be a subsidiary of UBQU. Blue Crush is a dynamic multi-media, multi-faceted corporation utilizing state-of-the-art global Internet marketing, plus Direct Response (DRTV) Television, Radio, and traditional Internet marketing to drive traffic to new and emerging industries.

**NOTE 2 – Preparation of Financial Statements**

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

Management further acknowledges that it is solely responsible for adopting sound accounting practices, establishing and maintaining a system of internal accounting control and preventing and detecting fraud. The Company's system of internal accounting control is designed to assure, among other items, that 1) recorded transactions are valid; 2) valid transactions are recorded; and 3) transactions are recorded in the proper period in a timely manner to produce financial statements which present fairly the financial condition, results of operations and cash flows of the Company for the respective periods being presented.

The Company is still in the process of finalizing the Blue Crush financial information which will be consolidated in with the existing UBQU’s financial information.

**NOTE 3 – Significant Accounting Policies**

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. There are no cash equivalents as of November 30, 2013.

Stock Based Compensation

The Company accounts for equity instruments issued in exchange for the receipt of goods or services from non-employees. Costs are measured at the fair market value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable.

The value of equity instruments issued for consideration other than employee services is determined on the earlier of the date on which there first exists a firm commitment for performance by the provider of goods or services or on the date performance is complete. The Company recognizes the fair value of the equity instruments issued that result in an asset or expense being recorded by the company, in the same period(s) and in the same manner, as if the Company has paid cash for the goods or services.

### Income Taxes

Accounting Standards Codification Topic No. 740 “Income Taxes” (ASC 740) requires the asset and liability method of accounting be used for income taxes. Under the asset and liability method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates 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 income in the period that includes the enactment date.

### Earnings (Loss) Per Share

Per Accounting Standards Codification Topic 260 “Earnings Per Share” (ASC 260), basic EPS is determined using net income divided by the weighted average shares outstanding during the period. Diluted EPS is computed by dividing net income by the weighted average shares outstanding, assuming all dilutive potential common shares were issued.

### Fair Value of Financial Instruments

Debt approximates fair value due to the short-term maturity of these instruments.

ASC Topic 820, “Fair Value Measurements and Disclosures,” requires disclosure of the fair value of financial instruments held by the Company. ASC Topic 825, “Financial Instruments,” defines fair value, and establishes a three-level valuation hierarchy for disclosures of fair value measurement that enhances disclosure requirements for fair value measures. The carrying amounts reported in the balance sheets for liabilities qualifies as financial instruments and are a reasonable estimate of their fair values because of the short period of time between the origination of such instruments and their expected realization and their current market rate of interest. The three levels of valuation hierarchy are defined as follows:

- Level 1      Observable inputs such as quoted prices in active markets;
- Level 2      Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly;
- Level 3      Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

The following presents the gross value of assets and liabilities that were measured and recognized at fair value.

- Level 1 none;
- Level 2 none
- Level 3 none

#### Property & equipment

Property and equipment are recorded at cost. Depreciation is computed using the straight-line method over useful lives of 5 to 7 years. The cost of assets sold or retired and the related amounts of accumulated depreciation are removed from the accounts in the year of disposal. Any resulting gain or loss is reflected in current operations. Expenditures for maintenance and repairs are charged to operations as incurred.

#### Revenue Recognition

Sales of handsets and related costs of that handset sold are recognized when (i) persuasive evidence of an arrangement exists, (ii) delivery has occurred, (iii) the price is fixed or determinable and (iv) collectability is reasonably assured. These terms are typically met upon closing of the sale.

#### **NOTE 4 – New Accounting Pronouncements**

In September 2011 Accounting Standards Update No. 2011-08, Intangibles - Goodwill and Other (Topic 350): Testing Goodwill for impairment. This ASU's objective is to simplify the process of performing impairment testing for Goodwill. With this update a company is allowed to assess qualitative factors, first, to determine if it is more likely than not (greater than 50%) that the FV is less than the carrying amount. This would be done, prior to performing the two-step goodwill impairment testing, as prescribed by Topic 350. Prior to this ASU, all entities were required to test, annually, their good will for impairment by Step 1 - comparing the FV to the carrying amount, and if impaired, then step 2 - calculate and recognize the impairment. Therefore, the fair value measurement is not required, until the "more likely than not" reasonableness test is concluded. Effective for annual and interim goodwill impairment tests performed for fiscal years beginning after December 15, 2012.

In May 2011, FASB issued Accounting Standards Update No. 2011-04, Fair Value Measurement (Topic 820): *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*. This ASU clarifies the board's intent of current guidance, modifies and changes certain guidance and principles, and adds additional disclosure requirements concerning the 3 levels of fair value measurements. Specific amendments are applied to FASB ASC 820-10-35, Subsequent Measurement and FASB ASC 820-10-50, Disclosures. This ASU is effective for interim and annual periods beginning after December 15, 2012.

In December 2010, the FASB Accounting Standards Update 2010-29 Business Combinations Topic 805, which requires a public entity to disclose pro forma information for business combinations that occurred in the current reporting period. The disclosures include pro forma revenue and earnings of the combined entity for the current reporting period as though the acquisition date for all business combinations that occurred during the year had been as of the beginning of the annual reporting period. If comparative financial statements are presented, the pro forma revenue and earnings of the

combined entity for the comparable prior reporting period should be reported as though the acquisition date for all business combinations that occurred during the current year had been as of the beginning of the comparable prior annual reporting period. Effective for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after December 15, 2012.

In April 2010, the FASB issued ASU No. 2010-18 regarding improving comparability by eliminating diversity in practice about the treatment of modifications of loans accounted for within pools under Subtopic 310-30 – Receivable – Loans and Debt Securities Acquired with Deteriorated Credit Quality (“Subtopic 310-30”). Furthermore, the amendments clarify guidance about maintaining the integrity of a pool as the unit of accounting for acquired loans with credit deterioration. Loans accounted for individually under Subtopic 310-30 continue to be subject to the troubled debt restructuring accounting provisions within Subtopic 310-40, Receivables—Troubled Debt Restructurings by Creditors. The amendments in this Update are effective for modifications of loans accounted for within pools under Subtopic 310-30 occurring in the first interim or annual period ending on or after July 15, 2012. The amendments are to be applied prospectively. Early adoption is permitted. We are currently evaluating the impact of this ASU; however, we do not expect the adoption of this ASU to have a material impact on our financial statements.

In February 2010, the FASB issued ASU No. 2010-09 regarding subsequent events and amendments to certain recognition and disclosure requirements. Under this ASU, a public company that is a SEC filer, as defined, is not required to disclose the date through which subsequent events have been evaluated. This ASU is effective upon the issuance of this ASU.

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

#### **NOTE 5 – Inventory**

At November 30, 2013, the Company had \$3,627 in current inventory.

#### **NOTE 6 – Related Party Notes and Advances Payable**

At November 30, 2013 had \$0 in notes payable to related party.

#### **NOTE 7 – Leases**

The Company currently leases its office in Taiwan at \$1,175.00 per month and has a 3 year lease with 2, 1 year extensions. The Company is still in the process of looking on the west coast of the United States for a small office/warehouse combination to lease and for its United States Headquarters.

#### **NOTE 8 – Income Taxes**

We account for income taxes using an asset and liability approach. We record the amount of taxes payable or refundable for the current year and the deferred tax assets and liabilities for future tax consequences of events that have been recognized in the financial statements or tax returns. We record a valuation allowance when it is more likely than not that some portion or all of the deferred tax assets will not be realized

**NOTE 9 – Going Concern**

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America ("GAAP") applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenue sufficient to cover its operating costs and allow it to continue as a going concern.

In order to continue as a going concern and achieve a profitable level of operations, the Company will require achievement of a profitable level of operations and additional capital resources. Management's plans to obtain such resources for the Company include raising additional capital through the sale of common stock and continued advances from related parties.

**NOTE 10 – Equity Transactions**

The Company issued 1,000,000 preferred shares to Mr. Chang, President and CEO, as part of his compensation package on February 1, 2013.

**NOTE 11 - Foreign Currency Translation:**

Currency exchange fluctuations may impact the costs of operations. Specifically, the appreciation of the Taiwan dollar against the US dollar may result in an increase in our operating costs in terms of US dollars.

We currently do not engage in any currency hedging activities.

The consolidated financial position and results of operations of the Company's foreign operations are determined using local currencies as the functional currencies. Assets and liabilities of these subsidiaries are translated at the exchange rate in effect at each period-end. Statement of operations accounts are translated at the average rate of exchange prevailing during the year. Translation adjustments arising from the use of differing exchange rates from period to period are included in other comprehensive income (loss), a component of stockholders' equity. Gains and losses resulting from other foreign currency transactions are included in interest and other income (expense).

**NOTE 12 – Subsequent Events**

On April 15, 2014 Chih-Wei Chang assigned 8,500,000 shares of common stock to Blue Crush Marketing Group pursuant to an acquisition agreement which became effective on that same day.