# PhyHealth Corporation

# Quarterly Disclosure Statement

# September 30, 2016

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**OTC Pink Basic Disclosure Guidelines**

**1) Name of the issuer and its predecessors (if any):**

*In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.*

PhyHealth Corporation

**2) Address of the Issuer's Principle Executive Offices:**

Company Headquarters:

Address: 532 Main Street
Wintersville, Ohio 43953

Phone: (740) 275-4227

Email: osceolagoldinc@gmail.com

Website: http://www.osceolagoldin.com

IR Contact: *Not Applicable*

Address:

Phone:

Email:

Website:

**3) Security Information**

Trading Symbol: PYHH

Exact Title and Class of Securities Outstanding: Common Stock

CUSIP: 719422206

Total Shares authorized: 298,000,000 as of: September 30, 2016

Total Shares Outstanding: 263,058,992 as of: September 30, 2016

***Additional Class of Securities (if necessary):***

Trading Symbol: *Not Applicable*

Exact Title and Class of Securities Outstanding: Series A Preferred Stock

CUISP: *Not Applicable*

Par or Stated Value: .0001

Total Shares Authorized: 1,000,000 as of: September 30, 2016

Total Shares Outstanding: 247,039 as of: September 30, 2016

Trading Symbol: *Not Applicable*

Exact Title and Class of Securities Outstanding: Series B Preferred Stock

CUISP: *Not Applicable*

Par or Stated Value: .0001

Total Shares Authorized: 1,000,000 as of: September 30, 2016

Transfer Agent:

Name: West Coast Stock Transfer, Inc.

Address: 721 N. Vulcan Ave. Ste. 205
Encinitas, CA 92024

Phone: 619.664.4780

Is the Transfer Agent registered under the Exchange Act? ☑ Yes : ☐ No

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act. List any restrictions on the transfer of security:

*None*

Describe any trading suspension orders issued by the SEC in the past 12 months:

*None*

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently, anticipated, or that occurred within the past 12 months:

*None*

**4) Issuance History**

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

| Date | Number of Shares | Type of Shares | Price Per Share | Investor | Amount Received | Form |
|---|---|---|---|---|---|---|
| 5/11/16 | 66,000 | Common Stock | $0.50 | Wesbine Corporation | $0 | Debt Converted |
| 5/16/16 | 582,648 | Common Stock | $0 | Atlantic-Pacific, LLC | $0 | Debt Converted |
| 6/7/16 | 1,920,000 | Common Stock | $0.05 | Expanse Enterprise, LLC | $0 | Debt Converted |
| 6/14/16 | 800,000 | Common Stock | $0.01 | Stuart Miller | $0 | Debt Converted |
| 6/28/16 | 71,428 | Common Stock | $0.35 | Capitol Capital Corporation | $0 | Debt Converted |
| 9/2/16 | 160,000 | Common Stock | $0.10 | David H. Hawkin | $0 | Debt Converted |
| 9/21/16 | 350,000 | Common Stock | $0.22 | David Goldman | $0 | Services |
| | | | | | | |
| Total Shares Issued: | 3,950,076 | | | | | |

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

*None*

B. Any jurisdictions where the offering was registered or qualified;

*Not applicable*

C. The number of shares offered;

*Not applicable*

D. The number of shares sold;

*Not applicable*

E. The price at which the shares were offered, and the amount actually paid to the issuer;

*Not applicable*

F. The trading status of the shares; and

*Not applicable*

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

*Not applicable*

H. Subsequent events:

The Company issued shares as outlined in the chart below.

| Date | Number of Shares | Type of Shares | Price Per Share | Investor | Amount Received |
|---|---|---|---|---|---|
| 10/28/16 | 85,714 | Common Shares | 0.11 | Myron Cupp | $0 |
| 10/28/16 | 107,142 | Common Shares | 0.11 | James McHenry | $0 |
| 10/28/16 | 2,800,000 | Common Shares | 0.11 | Eric Goldstein | $0 |
| | | | | | |
| Total Shares Issued: | 2,992,856 | | | | |

Subsequent to this period, the Company cancelled 29,500,000 shares and return those shares to treasury. These shares were retired due to nonperformance of certain contracts for which shares were paid or as shares issued without consideration.

**5) Financial Statements –** Filed Separately

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

A. Balance sheet;

B. Statement of income;

C. Statement of cash flows;

D. Financial notes; and

E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otciq.com in the field below.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

**6) Describe the Issuer's Business, Products, and Services**

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. A description of the issuer's current business operations;

PhyHealth, soon to be Osceola Gold, is the holder of that certain (MAV 5 G) claim grouping in the Osceola Mining District located in White Pine County (Baker), Nevada, which district has previously, been successfully mined since the district's founding, circa 1872. The primary minerals that have been excavated in the Osceola Mining District have been gold and tungsten. The Osceola Mining District remains rich in gold and trace minerals. The claims immediately adjacent to Osceola Gold's claim are currently operated by North America's largest mining companies; among them, Barrick and Kennecott.

Having now paid the bond, the Company intends to commence mining its claim following the requisite notifications to the Bureau of Land Management, and will be mining its claim using traditional, non-chemical processes. The Company will be mining the MAV 5 G gold claim in accordance with a lease with Pizz Inc. The Company, in conjunction with its lease arrangement with Pizz, possesses the option to acquire adjacent claims, following its initial development and excavation of its current proven claim.

All of the senior executive management of Pizz and the Company are experienced in mining and activities and corporate management.

B. Date and State (or Jurisdiction) of Incorporation:

January 18, 2008; Delaware

C. The issuer's primary and secondary SIC Codes;

1041 - Gold ores

D. The issuer's fiscal year end date;

December 31

E. Principal products or services, and their markets;

Gold excavation

**7) Describe the Issuer's Facilities**

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

See Section 6 above.

The issuer leases office space at 532 Main Street, Wintersville, Ohio 43953.

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

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons

*In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.*

Christopher Tarquinio, CEO and sole member of the Board of Directors, is a native of Steubenville, Ohio and graduated from Franciscan University in 1997 with his Bachelor's degree in Business Administration (minoring in Finance).

Following graduation, he served as a financial consultant respectively with Royal Alliance, NatCity Investments (the brokerage affiliate of National City) and then Nationwide Provident over the period January 1999 thru July 2004. Mr. Tarquinio then developed a personal trading system to identify movement in select trading markets and individual issuers, starting Tarquinio & Associates as owner-trader from August 2004 to

August 2007. From September 2007 until December 2009, he served as a broker for individual clients investing in the commodities markets at Parlay Financial. In addition, Mr. Tarquinio has served as Managing Partner at Redco Reality with a broad range of responsibilities for that real estate firm from January 2008 to present and, from January 2009 to December 2013, he served as President as well as compliance and investor relations officer for Kapacke Mining Inc., the latter being a producing, profitable mining operation until 2012.

Robert Trinka controls 4,847,776 shares of common (representing 1.871% of the outstanding shares of common stock) and 102,051 shares of Preferred Series A (representing 41.3% of the outstanding shares of Preferred Series A stock).

Law offices of Randall S. Goulding controls 58,863 shares of common (representing 0.73% of the outstanding shares of common stock) and 122,461 shares of Preferred Series A (representing 12.4% of the outstanding shares of Preferred Series A stock).

Pizz Inc. (controlled by Tracy Pizzofarrato, President and Chief Executive Officer of Pizz Inc.) controls 205,000,000 shares of common (representing 79.117% of the outstanding shares of common stock).

B. Legal/Disciplinary History

*Please identify whether any 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);

   *None*

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

   *None*

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

   *None*

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

   *None*

C. Beneficial Shareholders.

*Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.*

See above in Section A.

**9) Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel:

Name: Joshua D. Brinen, Esq.

Firm: Brinen & Associates, LLC

Address: 7 Dey Street, Suite 1503
New York, New York 10007

Phone: (212) 330-8151

Facsimile: (212) 227-0201

Email: jbrinen@brinenlaw.com

Accountant or Auditor:

Name: Ben Borgers, CPA, CVA, CGMA

Firm: B F Borfers CPA PC

Address: 5400 W Cedar Avenue
Lakewood, Colorado 80226

Phone: (303) 219-0053

Facsimile: (720) 251-8836

Email: ben@bfbcpa.us

Website: www.bfbcpa.us

Investor Relations Consultant:

*Not Applicable*

**10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below: I, Christopher Tarquinio certify that:

1. I have reviewed this quarterly disclosure statement, September 30, 2016 Quarterly Disclosure Statement of PhyHealth 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.

Date: 11-25-16

By: Christopher Tarquinio

Christopher Tarquinio, President and Chief Executive Officer