ACT CLEAN TECHNOLOGIES, INC.
(Formerly TURNAROUND PARTNERS, INC.)
CONSOLIDATED FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2009

The consolidated financial statements included herein have not been prepared in accordance with Generally Accepted Accounting Principles due to the fact that an evaluation of derivatives has not been performed as of December 31, 2009 or 2008 in accordance with SFAS 133 and EITF No. 00-19, "Accounting for Derivative Financial Instruments Indexed to, and Potentially Settled in, a Company's Own Stock."

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ACT CLEAN TECHNOLOGIES, INC. AND SUBSIDIARIES
(Formerly TURNAROUND PARTNERS, INC.)
UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEET

	December 31, 2009 (Unaudited)	December 31, 2008 (Unaudited)
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	$ 1,545	$ 72,105
Notes and accounts receivable	-	373,388
Investment in marketable securities	-	-
Prepaid expense and deferred financing costs	3,500	29,273
Total current assets	5,045	474,766
NONCURRENT ASSETS		
Investment in real estate partnership and other investments, at cost	1,002,000	3,427,865
Deferred debenture costs	-	-
Total noncurrent assets	1,002,000	3,427,865
TOTAL ASSETS	$ 1,007,045	$ 3,902,631
LIABILITIES AND SHAREHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	$ 198,692	$ 729,441
Convertible debentures	326,855	1,874,056
Notes payable	112,029	82,961
Derivative liabilities	-	325,976
Total current liabilities	637,576	3,012,434
Convertible debentures--net of $-0- and $1,136,193 discount	-	5,274,210
Notes payable	19,018	71,041
Accrued interest payable	86,893	1,338,290
Total liabilities	743,487	9,695,975
COMMITMENTS AND CONTINGENCIES	-	

ACT CLEAN TECHNOLOGIES, INC. AND SUBSIDIARIES
(Formerly TURNAROUND PARTNERS, INC.)
UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEET

	December 31, 2009 (Unaudited)	December 31, 2008 (Unaudited)
SHAREHOLDERS' DEFICIT		
Preferred Stock, par value $.01, 2,000,000 shares authorized:		
Series A Convertible Preferred Stock, noncumulative, $.01 par value; 400,000 shares authorized; none issued	-	-
Series B Convertible Preferred Stock, $.01 par value; 100,000 shares authorized; 106,666 and 6,666 shares issued and outstanding; no liquidation or redemption value	1,067	67
Series D Convertible Preferred Stock, 100,000 shares authorized; 634 and 700 shares issued and outstanding; no liquidation or redemption value	6	7
Series G Convertible Preferred Stock, $.01 par value; 60 shares authorized; 1 and -0- shares issued and outstanding; no liquidation or redemption value	-	-
Common stock, $.0001 par value; 5,000,000,000 shares authorized; 173,404,663 and 499,336,054 shares issued and outstanding	17,340	499,336
Additional paid-in capital	2,736,400	749,995
Retained deficit	(2,491,255)	(7,042,749)
Total shareholders' deficit	263,558	(5,793,344)
TOTAL LIABILITIES AND SHAREHOLDERS' DEFICIT	$ 1,007,045	$ 3,902,631

See accompanying Notes to Condensed Consolidated Financial Statements (unaudited)

ACT CLEAN TECHNOLOGIES, INC. AND SUBSIDIARIES
(Formerly TURNAROUND PARTNERS, INC.)
UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

	Year Ended December 31, 2009	Year Ended December 31, 2008
REVENUE		
Consulting revenue	$ -	$ 9,167
Marketable securities gain (loss)	322,265	(68,874)
Factoring revenue	-	27,102
Fee income	6,750	4,400
Total revenue	329,015	(28,205)
General and administrative expenses	744,694	526,880
OPERATING LOSS	(415,679)	(555,085)
Other (income) expense:		
Net change in derivative liability	(10,141)	43,796
Interest expense	278,517	459,256
Interest expense-derivatives	372,513	274,075
Other expense - net	(62,227)	22,214
Total other expenses	578,662	799,341
Loss before income tax and extraordinary item	(994,341)	(1,354,426)
INCOME TAX PROVISION	-	-
EXTRAORDINARY ITEM - Extinguishment of debt	5,212,078	-
NET INCOME (LOSS)	4,217,737	(1,354,426)
Preferred dividends paid	-	-
INCOME (LOSS) AVAILABLE TO COMMON SHARES	$ 4,217,737	$ (1,354,426)
Basic income (loss) per share:	$ 0.12	$ (0.89)
Diluted income (loss) per share:	$ 0.03	$ (0.89)
Basic average shares outstanding	34,833,430	1,522,517
Diluted average shares outstanding	145,447,499	1,522,517

See accompanying Notes to Condensed Consolidated Financial Statements (unaudited)

ACT CLEAN TECHNOLOGIES, INC. AND SUBSIDIARIES

(Formerly TURNAROUND PARTNERS, INC.)

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' DEFICIT

For the Period Ended December 31, 2009

	Series B Preferred		Series D Preferred		Series F Preferred		Series G Preferred		Common Stock		Additional Paid-in	Retained	
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Capital	Deficit	Total
Balance, December 31, 2006	6,666	67	700	7	-	-			29,447,504	29,447	742,855	(3,083,345)	(2,310,969)
Issuance of common stock:													
For services	-	-	-	-					1,192,307	1,192	14,308	-	15,500
Conversion of debentures	-	-	-	-					104,596,247	104,596	285,673		390,269
Proceeds for sale of stock received for Series E preferred stock											7,158		7,158
Net loss	-	-	-	-	-	-	-	-	-	-	-	(2,604,975)	(2,604,975)
Balance, December 31, 2007	6,666	67	700	7	-	-	-	-	135,236,058	135,235	1,049,994	(5,688,320)	(4,503,017)
		-											
Issuance of common stock:													
For services	-	-	-	-								-	-
Conversion of debentures	-	-	-	-					64,099,996	64,100			64,100
Conversion of Series E preferred stock									300,000,000	300,001	(299,999)	(3)	(1)
Net loss	-	-	-	-	-	-	-	-	-	-	-	(1,354,426)	(1,354,426)
Balance, December 31, 2008	6,666	$ 67	700	$ 7	-	$ -	-	$ -	499,336,054	$ 499,336	$ 749,995	$ (7,042,749)	$ (5,793,344)
Issuance of Series F preferred stock					60	1			(300,000,000)				1
Issuance of Series G preferred stock							1				465,330		465,330
Reverse stock split - 1 for 300	-	-	-	-					(198,671,391)	(499,270)	499,270	-	-
Accumulated equity of tendered subsidiaries											(231,923)	333,757	101,834
Conversion of Series D shares			(66)	(1)					9,240,000	924	(923)		-
Conversion of Series F shares					(60)	(1)			100,000,000	10,000	(9,999)		-
Issuance of Common Stock for Services									13,500,000	1,350	268,650		270,000
Stock issued for WA Holdings, Inc.	100,000	1,000							50,000,000	5,000	996,000		1,002,000
Net income	-	-	-	-	-	-	-	-	-	-	-	4,217,737	4,217,737
Balance, December 31, 2009	106,666	$ 1,067	634	$ 6	-	$ -	1	$ -	173,404,663	$ 17,340	$ 2,736,400	$ (2,491,255)	$ 263,558

ACT CLEAN TECHNOLOGIES, INC. AND SUBSIDIARIES
(Formerly TURNAROUND PARTNERS, INC.)
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Year Ended December 31, 2009	2008
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss before extrardinary items	$ (994,341)	$ (1,354,426)
Adjustment to reconcile net loss to net cash provided by (used in) operating activities	886,202	973,547
Net cash used in operating activities	(108,139)	(380,879)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of investments	60,534	29,852
Preferential return from partnership	-	220,150
Net cash provided by investing activities	60,534	250,002
CASH FLOWS FROM FINANCING ACTIVITIES		
Principal payments on notes payable	(22,955)	(52,979)
Net cash used in financing activities	(22,955)	(52,979)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(70,560)	(183,856)
CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD	72,105	255,961
CASH AND CASH EQUIVALENTS, END OF PERIOD	$ 1,545	$ 72,105
SUPPLEMENTAL INFORMATION		
Interest paid	$ -	$ 5,973
Taxes paid	$ -	$ -
Conversion of debentures to common stock:		
Increase in par value	$ -	$ 364,101
Common stock split:		
Decrease in par value	$ (499,270)	$ -
Increase in paid in capital	$ 499,270	$ -
Stock stock issued to acquire WA Holdings, Inc.:		
Increase in common stock	$ 5,000	$ -
Increase in preferred stock	$ 1,000	$ -
Increase in paid in capital	$ 996,000	$ -
Redemption and purchase of preferred stock:		
Decrease in paid-in capital	$ -	$ 299,999

See accompanying Notes to Condensed Consolidated Financial Statements (unaudited)

ACT CLEAN TECHNOLOGIES, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

Note 1 - Basis of Presentation

The accompanying unaudited consolidated financial statements of Act Clean Technologies, Inc. and subsidiaries have been prepared in accordance with generally accepted accounting principles **except that an evaluation of derivatives has not been performed as of December 31, 2008 in accordance with SFAS 133 and EITF No. 00-19, "Accounting for Derivative Financial Instruments Indexed to, and Potentially Settled in, a Company's Own Stock."** In the opinion of the Company's management, the information contained herein reflects all adjustments necessary for a fair presentation of the Company's results of operations, financial position and cash flows except as described above. All such adjustments are of a normal, recurring nature.

The unaudited Consolidated Financial Statements and the notes thereto in this report should be read in conjunction with the audited Consolidated Financial Statements and notes thereto included in our Annual Report on Form 10-KSB for the fiscal year ended December 31, 2007 (the "10-KSB").

As used herein, the "Company", "management", "we" and "our" refers to Act Clean Technologies, Inc. or Act Clean Technologies, Inc. together with its subsidiaries. The Company's fiscal year ends on December 31st.

In light of the Company's change in control of ownership as of December 5, 2007 discussed below, the Company is contemplating a new business model. Currently, the Company believes that the new business plan going forward will be to focus on alternative and clean technologies. As a result, on January 15, 2009, the Company changed its name to Advanced Clean Technologies, Inc.

On December 5, 2007 (the "Closing Date"), the Company filed on Form 8-K a Current Report, as amended on December 14, 2007 and February 20, 2008, disclosing that the Company entered into a Stock Purchase Agreement with Mr. Timothy J. Connolly, an individual and Viewpoint Capital, LLC, a Nevada limited liability company (the "Investor") pursuant to which the Company issued to the Investor one (1) share of the Company's Series E convertible preferred stock, par value $0.001 per share, which such Series E Preferred is convertible into Three Hundred Million Shares (300,000,000) of common stock of the Company, par value $0.001 per share in exchange for the transfer by the Investor to the Company of Four Million (4,000,000) unrestricted, free-trading shares of common stock of Asset Capital Group, Inc. ("ACGU"), a Nevada corporation having a value of Three Million Four Hundred Thousand Dollars ($3,400,000) based on the closing price of ACGU common stock as of the Closing Date as reported on the Pink Sheets, LLC. ACGU common stock trades under the symbol "ACGU.PK". As a result of this transaction, the Investor acquired a 63.66% controlling interest in the Company's Common Stock ("Common Stock") by virtue of the Investor's ownership of the Series E Preferred.

On February 13, 2008, the Investor delivered to the Company a notice to convert the one (1) shares of Series E Preferred to Three Hundred Million (300,000,000) shares of Common Stock. On February 14, 2008, the Company issued to the Investor Three Hundred Million (300,000,000) shares of Common Stock, all of which are restricted, and canceled the One (1) share of Series E Preferred. As a result of this transaction, the Investor acquired a 63.66% controlling interest in the Common Stock. In January 2009, the 300,000,000 shares of common stock were cancelled and 60 shares of Series F Preferred Stock as described in Note 6 below were issued to the Investor.

During the month of March 2008, we sold our investment in stock of ACGU for approximately $7,700.

As filed on a Current Report on Form 8-K with the Securities Exchange Commission on January 3, 2008, the Company disclosed that effective as of December 31, 2007, Corporate Strategies, Inc. ("CSI"), a Texas corporation and wholly-owned subsidiary of the Company entered into a Purchase Agreement with Natural Nutrition, Inc., a Nevada corporation ("NN") and CSI Business Finance, Inc., a Texas corporation and wholly-owned subsidiary of NN (together with NN, the "Buyer") pursuant to which CSI conveyed, transferred and assigned to the Buyer all of its title to and rights in CSI's ten percent (10%) interest in the total issued and outstanding capital stock of Interactive Nutrition International, Inc. ("INII"), a company organized under the laws of Canada in exchange for the conveyance, transfer and assignment to CSI by the Buyer of certain Notes held by the Buyer (as such term is defined in the Agreement) plus a cash payment equal to One Hundred Ninety-Eight Thousand Eight Hundred Ninety-Nine Dollars and Ten Cents ($198,899.10). In addition, NN assumed payment for all of CSI's office lease, equipment payments and any other payments related to the office space in Houston, Texas for the remainder of the lease term and any renewals.

Through June 30, 2009, we had primarily provided business restructuring, turnaround execution and business development advisory services for emerging and re-emerging public and private companies. The Company also actively trades securities and options with available cash. Many of these transactions contain a considerable amount of risk. Under our consulting agreements, we did not take positions in securities of our clients that at any one time would cause us to have an ownership interest in them of over 4.99%. We also have a limited partnership interest in a hotel in West Palm Beach, Florida.

On July 10, 2009, with an effective date of June 30, 2009, the Company entered into an agreement with Cornell Capital, NKA Yorkville Advisors (YA) to convey all of the assets relating to the hotel in West Palm Beach, Florida in return for a complete release of all indebtedness owed by the Company to YA. The total indebtedness released was $7,772,200 plus accrued interest of $1,949,893. Both parties to the transaction executed mutual releases as part of the settlement. The transaction is recorded as an extraordinary item in these consolidated financial statements. As of August 31, 2009, there is an unsatisfied contingency relating to this transaction that management and its attorneys believe will be satisfied soon, but has not been completed as of the date of these financial statements. If the contingency is not satisfied, the Company has the right to retain the ownership rights in the hotel in West Palm Beach, Florida that have been conveyed to YA in consideration of the restructuring and settlement discussed above.

On September 14, 2009 the Company issued 50,000,000 Common Shares and 100,000 Preferred Shares for the acquisition of all of the outstanding stock of W. Anderson Holdings, Inc., a Nevada corporation.

On September 30, 2009 the Company entered into a Purchase Agreement and Mutual Release with Mr. Timothy J. Connolly (Connolly) whereby Connolly agreed to forego approximately $300,000 in salary payments due Connolly from Kipling Holdings, a former subsidiary of the Company, in order to facilitate the agreement with YA discussed above in exchange for 100% of the issued and outstanding capital stock of the Company's subsidiary, Corporate Strategies, Inc. (CSI). The previous amounts advanced by CSI to the Company were converted from debt owed CSI by the Company into a new series of Preferred Stock of the Company to be known as Series G Convertible Preferred Stock (Series G Stock). One share of Series G Stock was issued to Connolly at a value of $289,107.92, an amount representing the debt owed to CSI by the Company offset by amounts owed two legal firms which were issued common stock in satisfaction of amounts owed them.

The accompanying unaudited consolidated financial statements include the accounts of the Company and its subsidiaries. All significant inter-company balances and transactions have been eliminated.

Recently Issued Accounting Pronouncements.

In March 2008, the FASB issued Statement No. 161, *Disclosures about Derivative Instruments and Hedging Activities – an amendment of FASB Statement No. 133* (SFAS 161). This statement requires enhanced disclosures about an entity's derivative and hedging activities and is effective for financial statements issued for fiscal years and interim periods beginning after November 15, 2008, with earlier application encouraged. **The Company will not adopt SFAS 161 as an evaluation of derivatives will not be performed for periods subsequent to June 30, 2008 as required by SFAS 133 and EITF No. 00-19, "Accounting for Derivative Financial Instruments Indexed to, and Potentially Settled in, a Company's Own Stock."**

Note 2 - Income (Loss) Per Common Share

In accordance with FASB Statement of Financial Accounting Standards No. 128 ("SFAS 128"), "Earnings per Share", basic earnings per share are computed based on the weighted average shares of common stock outstanding during the periods. Diluted earnings per share are computed based on the weighted average shares of common stock plus the assumed issuance of common stock for all potentially dilutive securities.

The computations for basic and diluted net income (loss) per share consist of the following:

Year Ended December 31, 2009	2008
$ 4,217,737	$ (1,354,426)
-	317,871
$ 4,217,737	$ (1,036,555)
34,833,430	1,522,517
109,524,551	-
1,089,519	-
145,447,499	1,522,517
$ 0.12	$ (0.89)
$ 0.03	$ (0.89)

Note 3 - Convertible Debentures - Derivative Financial Instruments

An evaluation of derivatives has not been performed as of December 31, 2008 in accordance with SFAS 133 and EITF No. 00-19, "Accounting for Derivative Financial Instruments Indexed to, and Potentially Settled in, a Company's Own Stock." The discussion below is relevant to derivative financial instruments held as of June 30, 2008.

The Convertible Debentures issued from 2003 through 2007 have been accounted for in accordance with SFAS 133 and EITF No. 00-19, "Accounting for Derivative Financial Instruments Indexed to, and Potentially Settled in, a Company's Own Stock" as of June 30, 2008.

The Company identified the following instruments have derivatives requiring evaluation and accounting under the relevant guidance applicable to financial derivatives:

YA Global Debenture issued 5/6/04 in the face amount of $400,000
YA Global Debenture issued 6/24/04 in the face amount of $500,000
YA Global Debenture issued 9/28/04 in the face amount of $400,000
YA Global Debenture issued 4/6/05 in the face amount of $400,000
Holland et. al. Debentures issued 12/22/03 in the face amount of $250,000
Saporito Debenture issued 1/29/04 in the face amount of $100,000
Viola Debenture issued 10/12/04 in the face amount of $100,000
Highgate House issued 12/02/05 in the face amount of $6,225,000

These embedded derivatives have been bifurcated from their respective host debt contracts and accounted for as derivative liabilities in accordance with EITF 00-19 and SFAS No. 133 through the period ended June 30, 2008.

The embedded derivatives are marked-to-market each reporting period with changes in fair value recorded to the Company's income statement as "Net change in derivative liability". The Company has utilized a third party to fair value the embedded derivatives using a layered discounted probability-weighted cash flow approach. This valuation was prepared by the third party valuation firm that developed the original model that the Company used to value its derivatives.

The fair value of the derivative liabilities are subject to the changes in the trading value of the Company's common stock, as well as other factors. As a result, our financial statements may fluctuate from quarter-to-quarter based on factors, such as the price of our stock at the balance sheet date and the amount of shares converted by debenture holders. Consequently, our financial position and results of operations may vary from quarter-to-quarter based on conditions other than our operating revenues and expenses.

During the first quarter of 2007, certain individuals converted debentures into our Common Stock. As a result, we recorded a gain on extinguishment of debt in the amount of $450,000 for the quarter ended March 31, 2007.

Note 4 - Segment Reporting

Our Company had two business segments prior to the conveyance of the hotel investment at June 30, 2009 described in Note 1 above: business services (which consists of turnaround execution services, management restructuring services, and business development services) and a hotel investment through our wholly-owned subsidiary, Kipling Holdings, Inc.

We primarily provide business restructuring, turnaround execution and business development advisory services for emerging and re-emerging public companies.

The Company's operations are conducted in the United States.

	Business Services	Hotel Investment
Year ended December 31, 2009		
Revenue	$ 329,015	$ -
Income (loss) before income tax and extraordinary item	(954,951)	(39,390)
Segment assets	1,007,045	-
Year ended December 31, 2008		
Revenue	$ (28,205)	$ -
Income before income tax	(434,389)	(920,037)
Segment assets	448,663	3,453,968

Note 5 – Investment in Unconsolidated Entities

Through our wholly-owned subsidiary, Kipling Holdings, Inc., we owned a 35% limited partnership interest in a partnership that owns a Hilton hotel in West Palm Beach, Florida prior to the conveyance discussed in Note 1 above. Because we did not control the partnership entity, we carried our investment in unconsolidated entities at cost, plus our equity in net earnings or losses, less distributions received since the date of acquisition and any adjustment for impairment. Our equity in net earnings or losses was adjusted for the straight-line depreciation, over the lower of 25 years or the remaining life of the venture, of the difference between our cost and our proportionate share of the underlying net assets at the date of acquisition. We periodically reviewed our investment in unconsolidated entities for other than temporary declines in fair value. Any decline that was not expected to be recovered in the next 12 months was considered other than temporary and an impairment was recorded as a reduction in the carrying value of the investment. For the year ended December 31, 2007, we recorded an impairment on our investment in real estate partnership in the amount of $ 540,000. Estimated fair values are based on our projections of cash flows. Since we were a limited partner, we did not make management decisions in this partnership and were subject to the decisions made by the general partner of this unconsolidated entity.

Note 6 – Preferred and Common Stock

We had 225 shares of Series C preferred stock outstanding at December 31, 2007. The stock had a liquidation preference of $337,380 and was redeemable at $1,500 per share at the Company’s option. Dividends were cumulative and accrued at the rate of $120 per share per year. Under the Stock Purchase Agreement dated December 5, 2007, the Series C preferred stock was to have been paid off by December 31, 2007. The full liquidation value of $337,380 was recorded as a current liability at December 31, 2007 and was paid in full as of June 30, 2008.

The Company authorized and issued 60 shares of Series F Preferred Stock, par value $.01 in January 2009. Each share of Series F Preferred Stock shall be entitled to receive dividends or distributions on his share of Series F Preferred Stock on an “as converted” basis. On November 3, 2009 the Series F shares were converted into 100,000,000 shares of Common Stock.

On January 12, 2009, the Company effectuated a 1-for-300 reverse stock split of its common stock and changed the par value of the common stock from $0.001 to $0.0001.

The Company authorized 60 shares and issued 1 share of Series G Preferred Stock, par value $.01 in September 2009 at a value of $289,107.92. Each share of Series G Preferred Stock shall be entitled to receive dividends or distributions on his share of Series G Preferred Stock on an "as converted" basis. Each share of Series G Preferred Stock shall be convertible at the option of the holder thereof at any time based upon the issuance price above into the Company's Common Stock at the lowest closing price of the Company's common stock during the 10 trading days prior to the conversion request.

On September 14, 2009 the Company issued 50,000,000 Common Shares and 100,000 Preferred Shares for the acquisition of all of the outstanding stock of W. Anderson Holdings, Inc., a Nevada corporation.