

3rd Quarter 2016 Nine month Consolidated Financial Report and Information Statement

November 14, 2016



BARON CAPITAL ENTERPRISE, INC.

FLORIDA
(State or other jurisdiction of
incorporation or organization)

65-0309540
(I.R.S. Employer I.D. No.)

6810 N. State Road 7
Coconut Creek, Florida 33073

954-623-3209

ISSUER'S EQUITY SECURITIES

Common Stock

6,935,000,000* Shares Authorized
2,592,355,947*, Shares Issued and Outstanding
2,592,355,947* Shares in the Float

Preferred Stock

5,000,000 Shares Authorized
453,000 Preferred Series BB Outstanding No Public Market*

*The Issuer filed an Amendment with the State of Florida prior to September 30, 2016. The Amendment was posted by the State on October 6, 2016 whereby it reduced the Authorized shares its of Common stock to 2,900,000,000 and created a new Series of Convertible Preferred BB shares. The total number of shares outstanding is 453,000 and the shares are not allowed to convert to Common before 10/1/2017.

The securities described in this document are not registered with, and the information contained in this statement has not been filed with, or approved by, the U.S. Securities and Exchange Commission.

This Quarterly Report contains all the representations by the Company, and no person shall make different or broader statements than those contained herein. Investors are cautioned not to rely upon any information not expressly set forth in this document.

Forward-Looking Statements

Forward-looking statements in this document are made pursuant to the "safe harbor" provisions of the private Securities Litigation Reform Act of 1995. All statements, other than statements of historical facts included in this document, are forward-looking statements. Investors are cautioned that such forward-looking statements involve risks and uncertainties, including without limitation, continued acceptance of the Company's products and services, increased levels of competition for the Company, new products and technological changes, the Company's dependence on third-party vendors, and other risks detailed in the Company's prospectus and periodic reports filed with the Securities and Exchange Commission.

Item I The exact name of the issuer and its predecessor (if any).

From December 2011 to present	Baron Capital Enterprise, Inc.
From December 2006 to December 2011	247MGI, Inc.
From November 2003 to December 2006	Total Identity Corp.
From May 2002 to November 2003	TMI Holdings, Inc.
From July 1991 to May 2002	Thrift Management, Inc.

Item II The address of the issuer's principal executive**offices. Company Headquarters**

Address: 6810 N State Road 7
 Address: Coconut Creek, FL 33073
 Phone: 954-623-3209
 Email: matt@bcapent.com
 Website(s): www.baroncapitalenterprise.com

IR Contact

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Item III The exact title and class of securities outstanding.

Common
 Stock Par
 value:
 \$0.0001
 CUSIP No.: 06827T104
 Trading Symbol:
 BCAP Preferred
 Series AA
 CUSIP: None

(i) <u>Common:</u>	2016	2016
	September	June
Shares Authorized:	6,935,000,000	2,400,000,000
Shares Outstanding:	2,592,355,947	2,362,355,947
Public Float:	2,592,355,947	2,362,355,947
(ii) <u>Preferred:</u>		
	September	June
Shares Authorized:	5,000,000	5,000,000
Shares Outstanding:	453,000	453,500
Number of Shareholders of Record:	1	1

The name and address of the transfer agent

Name: Continental Stock Transfer & Trust Company
 Address 1: 17 Battery Place
 Address 2: New York, NY, 10004
 Phone: 212-509-4000

Is the Transfer Agent registered under the Exchange Act?*

Yes: X

Continental Stock Transfer Company is appropriately registered with the Securities and Exchange Commission under the Securities and Exchange Act of 1934.

Item IV Issuance History.

Baron issued 230,000,000 million on September 26, 2016 in exchange for the cancelation of \$23,000 loan to the Company in April of 2012.

Item 5 Financial statements

Continued on the following page

Baron Capital Enterprise Inc
Balance Sheet
As of September 30, 2016

	Sep 30, 16	Sep 30, 15
ASSETS		
Current Assets		
Checking/Savings	2,582.22	1,943.62
Accounts Receivable	1,534,496.00	0.00
Other Current Assets		
Loan and Interest	643,523.00	643,523.00
Prepaid Expenses	646.00	646.00
Total Other Current Assets	644,169.00	644,169.00
Total Current Assets	2,181,247.22	646,112.62
Fixed Assets		
Furniture and Equipment	2,901.92	2,901.92
Total Fixed Assets	2,901.92	2,901.92
Other Assets		
Investments	595,410.71	67,306.56
Total Other Assets	595,410.71	67,306.56
TOTAL ASSETS	2,779,559.85	716,321.10
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable		
*Accounts Payable	21,295.83	21,295.83
Total Accounts Payable	21,295.83	21,295.83
Other Current Liabilities		
Account Payable Related Party	1,595.00	1,595.00
Accounts Payable	43,762.35	54,973.25
Accrued Expenses	184,424.70	164,737.20
Convertible Debenture	125,000.00	125,000.00
Notes Payable	147,685.00	166,362.00
Xavier Calderon	6,000.00	6,000.00
Total Other Current Liabilities	508,467.05	518,667.45
Total Current Liabilities	529,762.88	539,963.28
Total Liabilities	529,762.88	539,963.28
Equity		
Accumulated Deficit	-26,748,654.21	-27,123,615.00
Common Stock	259,236.00	236,236.00
Paid in Capital	27,167,995.00	27,167,995.00
Preferred	4,535.00	4,535.00
Preferred stock buyback	-9,600.00	-9,600.00
Retained Earnings	12,300.88	-143,367.32
Net Income	1,563,984.30	44,174.14
Total Equity	2,249,796.97	176,357.82
TOTAL LIABILITIES & EQUITY	2,779,559.85	716,321.10

Baron Capital Enterprise Inc
Profit & Loss
January through September 2016

	<u>Jan - Sep 16</u>	<u>Jan - Sep 15</u>
Ordinary Income/Expense		
Income	0.00	211,021.51
Expense		
Advertising and Promotion	750.00	0.00
Automobile Expense	5,913.63	3,574.70
Bank Service Charges	2,935.71	1,755.19
Cell Phone	40.00	158.98
Computer and Internet Expenses	188.98	859.28
Domain Names	73.30	203.75
Dues and Subscriptions	5,396.15	90.00
Health Insurance	0.00	7,639.38
Interest Expense	13,125.00	19,687.20
Investment write-offs	40,000.00	0.00
Legal Fees	2,400.00	1,147.50
Meals and Entertainment	1,576.68	2,579.84
Misc	203.93	-71.46
Misc Alpine Fees	0.00	5,462.94
Office Help	850.00	3,300.00
Office Supplies	16.95	126.81
Payroll Expenses	67,871.54	121,504.41
Postage and Delivery	111.19	1,294.38
Press Releases	670.00	0.00
State Filings	252.50	0.00
Stock Quotes	308.58	222.59
Travel Expense	369.56	408.88
Virtual Office	212.00	53.00
Wire Fees	0.00	2,850.00
Total Expense	<u>143,265.70</u>	<u>172,847.37</u>
Net Ordinary Income	-143,265.70	38,174.14
Other Income/Expense		
Other Income		
Rob Ross Debt Forgiveness	10,000.00	0.00
Stock Sales	1,697,250.00	6,000.00
Total Other Income	<u>1,707,250.00</u>	<u>6,000.00</u>
Net Other Income	<u>1,707,250.00</u>	<u>6,000.00</u>
Net Income	<u><u>1,563,984.30</u></u>	<u><u>44,174.14</u></u>

Baron Capital Enterprise Inc
Statement of Cash Flows
January through September 2016

	<u>Jan - Sep 16</u>
OPERATING ACTIVITIES	
Net Income	1,563,984.30
Adjustments to reconcile Net Income to net cash provided by operations:	
Net cash provided by Operating Activities	12,006.26
INVESTING ACTIVITIES	-300,510.11
FINANCING ACTIVITIES	
Accumulated Deficit	263,500.00
Common Stock	23,000.00
Net cash provided by Financing Activities	286,500.00
Net cash increase for period	-2,003.85
Cash at beginning of period	4,586.07
Cash at end of period	<u><u>2,582.22</u></u>

BARON CAPITAL ENTERPRISE, INC.

AND SUBSIDIARIES

Notes to the Consolidated Financial
Statements September 30, 2016

NOTE 1 BASIS OF FINANCIAL STATEMENT PRESENTATION

The condensed financial statements presented are those of Baron Capital Enterprise, Inc., and Subsidiaries (the "Company"). The accompanying unaudited condensed financial statements have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted in accordance with such rules and regulations. The information furnished in the interim condensed financial statements, includes normal recurring adjustments and reflects all adjustments, which, in the opinion of management, are necessary for a fair presentation of such financial statements. Although management believes the disclosures and information presented are adequate to make the information not misleading, it is suggested that these interim condensed financial statements be read in conjunction with the Company's most recent unaudited financial statements.

NOTE 2 NOTES PAYABLE

The Company has an outstanding convertible debenture for \$125,000 bearing interest at 9% since February 2004.

The Company entered into a Note with a non-related individual in May 2012 for \$50,000. The Note bears interest at the rate of 10% per year.

During the period of August through October 2012 the Company issued Notes to 8 non-related individuals for a total of \$101,995. The Notes bear interest at the rate of 10%, and all but \$35,000 are now convertible. The Note holders also received shares in one of the shell companies the Company acquired.

In July 2014 Baron and two non-related individuals entered into loan agreements for \$20,000 bearing interest at 10%. In 2015 the notes became convertible.

NOTE 3 RELATED PARTY TRANSACTIONS

Our CEO had converted his Preferred shares to Common shares, but has since exchanged his Common shares for Series BB Convertible Preferred shares.

NOTE 4 COMMON STOCK AND EQUITY INSTRUMENTS

Baron issued 230,000,000 million on September 26, 2016 in exchange for the cancelation of \$23,000 loan to the Company in April of 2012.

NOTE 5 SIGNIFICANT EVENTS

In October of 2014 Baron Capital began converting its debt owed from CYBK k/n/a World Oil Group, Inc. (WOGI). The Company collected a total of 75 million shares between October 2014 and November 2015 which the Company sold for \$292,763.40. The Company has realized a loss of \$37,236.60 on the transaction with WOGI, as well as the fact that it took three (3) years to collect the monies owed between CYBK and then WOGI. There is still a balance due to the Company of approximately \$167,651.40, and some portions of the balance continue to accrue interest.

NOTE 5 SIGNIFICANT EVENTS (continued)

In December of 2015 the Company began working with several companies, in particular two that would acquire existing public companies. Baron assisted in the reverse mergers for both of those companies.

Due to outside influences during the first six months of 2016, Baron and both of those companies severed relationships causing Baron to lose out on future trading potential.

Baron had entered into a series of share swap agreements with four non-related shareholders of CYBK. The shareholders swapped their tradable shares of CYBK for Baron's convertible debt shares of CYBK which Baron would begin to receive in October of 2014. In June of 2015 Baron began to unwind all these transactions and returned all the then WOGI shares to each of the parties.

In the time period between September 2014 and October 2015, the Company invested \$68,192 into WOGI, of which \$12,000 was invested in CYBK management. Baron is writing that off as a loss.

In August of 2015 Baron was approached by World Oil Group, Inc. (WOGI) to invest a total of \$18,000 into WOGI. Baron sold 1.5 million shares apiece to two separate parties for a total of \$12,000. These monies were invested directly into WOGI, either by Baron, and directly by one of the parties via wire transfer. Baron transferred \$5,000 directly into a bank account provided to it by WOGI and assisted in paying their transfer agents bills for an additional \$2,834.

On May 26, 2016 the Company filed a Form 4 with the SEC announcing it had disposed of all of its holdings in Experience Art and Design, Inc. (EXAD). On June 2, 2016 EXAD filed an 8K to the same effect announcing EXAD and Baron had dissolved their relationship stemming from the negative sentiment EXAD was receiving within the market from its association with Baron.

As of June of 2016 the Company no longer has any advisors. The 3 former advisors asked to be removed when attacks by both Mr. Xavier Calderon and Mr. Rob Ross started earlier this year.

In the time period between August 2015 and January 2016 the Company invested \$19,170 into TGGI.

During the Second Quarter of 2016, Baron executed a merger agreement for its subsidiary White Financial Holdings, Inc. Baron paid for the reinstatement of the entity with the State of Florida, but the transaction was later rescinded.

During the period between ending December 2015 and June 30, 2016 Baron made investments totaling \$160,286.10.

In August 2016 after the Company was unable to find a suitable merger candidate for the Baron entity due to the DTC chill placed on the Company in 2013, the Company activated a new Twitter feed, brought its website live, and continued existing operations.

In September Baron paid all of its outstanding invoices with Continental Stock Transfer and re-engaged them as the Company's transfer agent. Continental suspended Baron's account in April of 2012 and the Company chose to leave the account suspended thereafter.

The Company has amended its Articles of Incorporation to increase the number of Authorized shares of its Common stock from 2,400,000,000 to 6,935,000,000. The Company has also eliminated its Series AA Preferred stock and returned the shares to Authorized, but unissued.

Between July 1, 2016 and September 30, 2016 the Company collected \$51,356.43 against its outstanding receivables.

NOTE 6 SUBSEQUENT EVENTS

Baron issued 250,000,000 million on October 26, 2016 in exchange for the cancelation of \$27,000 loaned to the Company in April of 2012 plus all accrued interest.

NOTE 7 LEGAL POCEEDINGS

Currently Baron does not have any ongoing legal matters, but the Company has met with counsel regarding the following matters:

World Oil Group, Inc. (WOGI)

Baron Capital has served notice as per Florida law and met with Counsel regarding actions that could be taken to enforce collection of the monies owed. It is not worth Baron spending any additional monies to force collection from WOGI at this time as WOGI has no verifiable assets to collect from. Baron has opted to take a wait-and-see approach and will monitor WOGI developments.

Xavier Calderon

In August of 2015 Xavier Calderon, through his company Calder Capital, purchased 1.5 million shares of WOGI from Baron by investing \$6,000 in WOGI. Mr. Calderon did this via wire transfer directly into the SunTrust bank account of EPA Petroleum, Inc., a WOGI subsidiary. By the time Baron paid the transfer agent bill for WOGI in October of 2015, so it could receive the shares it was owed by WOGI, Mr. Calderon had begun to post false and misleading statements and blatant lies about Baron and its Sole officer and director Matthew Dwyer on InvestorsHub via his alias Reivax (aka XMAN Reivax, and later XMAN). The lies continued through 2016 causing Baron to lose opportunities that would have continued to bolster its balance sheet and increase revenue for fiscal 2016 and 2017. Baron has refused to transfer the 1.5 million shares or refund Mr. Calderon until he makes a formal apology to both Baron and Mr. Dwyer, published via a press release or a newsworthy recognized online outlet. Mr. Calderon has apologized privately via text, but has yet to publicly denounce his actions.

Robert Ross

In the summer of 2011 an investor by the name of Robert Ross of Ross Engineering in Miami, FL, reached out to the Company to offer his assistance in raising capital via convertible debt. The terms offered included the ability to convert 1 year later at a rate of 25% discount to the Bid, earning interest at the rate of 25%. These terms are considered usury in Florida, unless the loan exceeds \$500,000. Rob Ross would over the course of time continue to offer his services to assist the Company, and he did so in 2012 when he and a group of individuals made investments into Baron so the Company could purchase some shells and help with the purchase of an operating transfer agency that was to be merged into one of the shells -- White Financial. Although the shells where purchased the transfer agency transaction was not completed as funding never materialized from other investments the Company made. White Financial is still a subsidiary of Baron and Rob Ross and the others still own equity in White Financial.

Over the last few years Rob Ross has taken it upon himself to use numerous social media outlets and various aliases to spread lies and false and misleading information about Baron and its Sole officer and director Matthew Dwyer. Rob Ross has posted under multiple aliases including, but not limited to, PhilCheese, JackSmithVancouver, Skipsurf, MicroCapStocksRock, Fathi-Libya-Mohamed, and others, on both InvestorsHub and InvestorsHangout.

Mr. Ross also uses Twitter and Skype to spread false information about how Baron allegedly stole money from him, as well as exaggerating the amount of money received from the sale of shares owed the Company. Rob Ross has used both Baron and Mr. Dwyer as pawns with the CEO's of other companies he is involved in to shield his actions. In August of 2015 Rob Ross took it upon himself to engage in conversations with Nathan Hall the CEO of WOGI and undermine Baron, while trying to

persuade Hall not to pay Baron. Rob Ross bragged about this fact, and stated "People could thank him for Baron not receiving another share".

Rob Ross was victorious to a degree. He stalled the process of Baron getting paid monies it was owed by its client companies, and was instrumental in Baron not receiving the balance of the money owed the Company. Separately, Rob Ross contacted Baron sometime in mid-2015 and informed the Company he was going to write-off his investment in White Financial. Baron has recorded this event in its financials.

Baron continues to receive copies of private messages Rob Ross is disseminating to others to further his and his accomplices' agendas. Baron has met with counsel regarding this situation. Although Rob Ross is a small business owner, he has placed his business under his wife's name for minority status, which would make it harder, but not impossible, to collect an award without proving his wife was involved in his actions. Therefore we will continue to collect information and monitor the situation and if an opening arises we will be positioned to act.

FINANCIAL STATEMENTS

These financial statements have not been audited but have prepared in accordance with generally accepted accounting principles (GAAP). Baron Capital Enterprise, Inc. has no reason to believe that the financial statements cannot be audited in accordance with generally accepted accounting principles.

MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

Overview

The public entity initially filed for a public offering in 1996 in the Thrift Management business that operated a string of Thrift stores in Florida. The Company has been involved in two other business ventures since going public before becoming Baron Capital Enterprise, Inc. The Company's Sole Officer and Director has been an Officer and Director with the Company since January of 2004.

Baron Capital Enterprise, Inc., became the official name of the entity in December of 2011 at which time the goal was to setup and operate several subsidiary companies to service the needs of private and public companies. Baron Capital was to become a one-stop shop servicing client's needs in-house and using clients from one subsidiary as leads to generate income for the other subsidiaries.

Baron Capital has decided to focus for now on three key parts that are synergistic in servicing the needs of its target clients. These parts are Consulting, brokerage firm, and a Bank. Baron Capital was setup to service small cap companies looking to go public as well as existing public companies. Currently Baron has been able to assist a handful of companies with loans and/or consulting services. However with the addition of a brokerage firm, Baron Capital will be able to offer a broader range of services. By working with only audited and reporting companies, this will ensure a quicker turn around for Baron Capital. The biggest problem with servicing non-reporting companies is the length of time money is tied up for. This requires a large pool of cash to continue trying to attract new clients. Baron Capital as part of refining its core business will require all new clients to enter into a two-year non-cancelable consulting agreement paying the company a monthly retainer and quarterly stock options.

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

(A) The Issuer was organized under the laws of the State of Florida in.

(B) The issuer's primary and secondary SIC Codes; Primary SIC Code: 6199.

(C) The issuer's fiscal year end date; The Issuer's fiscal year end date is December 31.

(D) Business of Issuer:

The Issuer engages in the business of consulting and loaning money to public entities and private entities on the verge of going public. The Issuer holds Convertible Notes for a minimum of 12 months with a high interest rate and seeks to begin collecting on the Note at the end of 1 year. The Issuer will offer guidance to both private and public companies in exchange for a fee which is usually a combination of cash and stock. The Issuer does not engage in the practice of raising money or soliciting investors for other companies or any other business practice that would cause the Issuer to be deemed a broker dealer.

7) Describe the Issuer's Facilities

Baron maintains a Virtual office located at 6810 N State Road 7, Coconut Creek, FL 33073 with access to conference rooms at this and other locations for meetings. The Company's President provides space at his residence for daily operations.

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

Matthew Dwyer - Sole Officer and Director

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.

Matthew Dwyer 453,000 shares of Convertible Preferred Series BB

9) Third Party Providers

Legal Counsel

Name: Bauman & Associates Law Firm

Address 1: 6228 Dartle Street

Address 2: Las Vegas, NV 89130

Email: fred@lawbauman.com

Investor Relations Consultant

None

Consultant

None

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement. None

10) Issuer Certification

Following Page

I, Matthew Dwyer certify that:

1. I have reviewed this Quarterly Report of Baron Capital Enterprise, 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 cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

November 14, 2016

/s/ Matthew Dwyer

Matthew Dwyer, CEO, CFO