

# **Point to Point Methodics, Inc.**

## **QUARTERLY REPORT**

### **Officer and Director Disclosure and Financial Statements**

Filed 8/6/18 for the Quarter Ended 6/30/18

# **POINT TO POINT METHODICS INC.**

## **QUARTERLY REPORT**

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## **Item 1 Business Overview**

Point to Point Methodics, Inc and its subsidiaries (the "Company"), a Nevada corporation owns and operates entities in a variety of technology sectors, including Mobile Hardware Solutions, Business Intelligence and Predictive Analysis, Social Media, Mapping/Navigation systems, and game applications.

The Company focuses investments on highly talented developers, with innovative and leading-edge solutions in high profile markets designed to enhance our society. Our currently held entities provide enhanced security for public safety, promoting healthier lifestyles, assisting our mobility, adding a little entertainment and even enhancing our understanding of society itself. Our solutions span markets both domestic and international, from Fortune 200 companies, government entities, consumers, retail centers, financial markets, to schools and individuals. Our products impact the lives in all walks of life.

***The Company currently owns and manages a portfolio of three primary subsidiaries offering multiple products and solutions for a wide variety of markets:***

ROCS is a systems architect company that designs and develops for manufacture fully integrated PC, Video Capture and Communications solutions for Public Safety, Homeland Security (including Border Patrol, FEMA, Coast Guard and more), Emergency Services, Federal Intelligence Agencies and a variety of Commercial markets. Their solutions are designed to expand capabilities, improve reliability and ease of use, while lowering cost. Their systems are quickly installed, replaced and are fully configurable and tested prior to installation, making them perfect for Rapid Deployment requirements typical of Intelligence Agencies that need to establish field surveillance in remote locations. All products are developed in house, from board architecture to housing designs, and Made in the USA which is becoming more important as international relationships can quickly become unstable. The Founder John Whittaker has over 25 years of mobile computer design and development beginning with work on Dell's first Tablet PC offering in the early 1990's.

mPathDiscovery offers a wide host of Business, Artificial and Extended Intelligence for a variety of businesses, markets and government agencies. These solutions have already been used in anti-counterfeiting tactics, market and product analysis, and more. The company offers and sells its products and services through a variety of channel partners into markets, both domestic and international, including inside sales management organizations, Fortune 200 companies, counter intelligence companies, organizations and agencies including the Department of Justice, marketing and entertainment agencies, and more. mPath has also created a new line of products called FinStats which creates financial market analysis to assist stock market trading especially designed for larger hedge fund managers, with plans for expanding the models to offer services for individuals and smaller companies. The market is new, and founder Richard Neal is considered a leader in the field being an early developer of the Digital Sociology analysis techniques.

Smacked Ventures was the creation of Sam Feuer, whose firm MindSmack is ranked in top 150 design companies worldwide, and Marcello Moyano, another highly respected creative designer. Smacked Ventures offers applications and games for a variety of markets including social media, entertainment and education.

One feature product of Smacked Ventures is Smacktive, a social media application for activity seeking users. Smacktive was created to stimulate healthier interactions with people who share active interests to include hiking, biking, golf, tennis, gym workouts, music, clubs, or just about any activity where people physically meet to enjoy those activities. The application offers quick connection to people in your local area or even while travelling, which the developers like to label instant humans. Over the past few years, society has given greater attention to healthier lifestyles, focusing on ways to get people more active, away from their desks which studies have shown increase depression and other health issues. Smacktive is the answer for busy

people, with busy friends who want to find partners or even to upgrade their "game" by finding others who aspire to higher levels. The application is simple to use and has been written up in several publications and featured on TV broadcast, including mention by the Clinton Health Initiative.

A second primary product of Smacked Ventures is FastMall, that offers indoor navigation without the need for Wi-Fi or GPS. Powered by the propriety MapOS system designed by their staff, the product has already been installed in over 1,350 Malls in 31 countries. The product holds value for convention centers, hospitals, amusement parks, cruise ships and more. It offers the ability for retailers and retail centers to communicate with shoppers via push messaging that you are starting to see in the market today. It offers several other features that enhance the shopping, travelling experience. Indoor navigation is a natural extension of the GPS systems society has become accustomed to for travelling in their cars. It is a relatively new market, with few players, but all other systems require expensive installation and maintenance, FastMall is simple, cheap and quick to install and deploy.

Smacked Ventures also hosts a variety of games for entertainment and education. Their latest release Celebrity Tap - Trumpie Challenge features a character that flies around avoiding obstacles by flapping his hair. It is the first of the Celebrity Tap series.

Great Day is a fourth subsidiary acquired as part of TBX Group, Inc. It is an incubator company for new ideas and technology. Previous output includes nashpeeps.com, a website that provides country music fans access to watch videos and share information from their favorite artists. Most recently it produced the website and mobile application concept, PotCircles, that was sold to SAGD in February 2017.

Our early stage companies offer groundbreaking solutions for vertical markets and products with broad market appeal creating the potential for rapid market penetration.

## **Item 2: Issuer Details**

### **A. Name of the issuer and its predecessor (if any)**

The exact name of the issuer is Point to Point Methodics, Inc. The Company's corporate action name change passed FINRA review on April 25, with an effective date of April 27, 2017.

The Company had the following previous names:

Platinum Pari-Mutuel Holdings, Inc until April 2017

Hokotou Holdings International, Inc until November 2014

Fuji Construction Company International, Inc. until November 2008

JTS International, Inc. until February 2008

VLDC Technologies, Inc. until January 2006

Virtuallender.com, Inc. until December 1999

Golden Chain Marketing, Inc., until February 1999

### **B. Date and State of Incorporation**

The original incorporation date was October 10, 1997 in the State of Colorado.

In July 2014 the Company changed its state of incorporation from Colorado to Nevada.

### **C. Issuer's primary and secondary SIC Codes**

The Company's primary SIC Code is 6719, Personal Holding Companies.  
The Company's secondary SIC code is 8741, Management Services.

**D. Issuer's fiscal year end**

December 31 is the Company's fiscal year end.

**E. Address of the issuer's principal executive offices**

999 S. Shady Grove Rd. Ste 103, Memphis, TN 38120

**F. Security Information**

The Company has capital stock consisting of 950,000,000 shares of common stock authorized. The Company's common stock is entitled to one vote for one share and there are no preemptive rights or cumulative voting.

The Company's trading symbol is PPMH

On April 27, the company's CUSIP number effectively changed from 72767J209 to 730702107

The Company's current authorized and outstanding information is as follows as of June 30, 2018: Common Stock Authorized: 950,000,000  
Common Stock Outstanding: 507,931,477  
Par \$0.001

There are 66 holders of the Company's Common Stock as of June 30, 2018.

The Company has two classes of Preferred Stock.

Preferred Series A has 30,000 shares authorized and 10,000 shares issued. Par value \$.001. Each Series A share carries voting rights equal to 100,000 common shares. There is currently 1 holder of the Company's Series A Preferred Stock as of June 30, 2018, CEO - Paul Baioni.

Preferred Series B has 10,000,000 shares authorized and 8,316,986 shares issued. Par value is \$.001. Each Series B share is entitled to 3 votes and carries same rights as common shareholders. Each Series B share is convertible into a minimum 3 Common shares and a maximum of 9.36 Common shares based upon the trading value of the common shares on the conversion date. There are 21 holders of the Company's Series B Preferred Stock as of June 30, 2018.

The Transfer Agent for the Company's common stock is Pacific Stock Transfer, Inc. The Transfer Agent is registered under the Exchange Act and is regulated pursuant to the Securities and Exchange Commission ("SEC"). The Transfer Agent's address is 6725 Via Austi Parkway, Suite 300, Las Vegas, NV 89119.

**G. Describe the Issuer's Facilities**

The Company's Corporate offices are located at 999 S. Shady Grove Rd Ste 103, Memphis, TN 38120. This location is also the current address for TBX Group, Inc. and GreatDay, Inc. The Company currently pays no rent for the shared space.

The Company's subsidiary, ROCS, Inc. leases for \$1,000 per month, a 3,000 sq' facility in Seguin, TX, outside the technology center of Austin, TX. Company will seek to find an alternative location for operations once Company begins production of its systems.

The Company's subsidiary, mPathDiscovery, LLC currently operates out of a facility owned by CTO Richard Neal in Kansas City MO, at no cost to the Company. Company has plans to move into a larger facility once business requires additional space.

The Company's subsidiary Smacked Ventures, Inc currently operates out of a shared facility in New Jersey owned and operated by the subsidiaries' CEO, Sam Feuer, at no cost to the company.

## H. Acquisitions:

On June 13, 2016 the Company executed an acquisition of Rugged Outdoor Computing Systems, Inc, a specialized computer hardware and software development company previously owned by ROC, LLC. In exchange for 100% of the outstanding stock of ROCS, Inc., the Company issued 200,000,000 shares of its common stock to ROC, LLC. With this acquisition, the Company anticipates becoming a premier developer in the mobile computer hardware markets which are focused on integrated video capture, computing and communications as primary operational requirements.

Also, on June 13, 2016, the Company executed a sale transaction for its wholly owned subsidiary PPMG, Inc., a gaming software development company. In exchange for 100% of the common shares held by the Company in PPMG, holders of PPMH common shares returned to the Company treasury, 56,767,749 shares of Company common stock. PPMH also agreed to compensate these holders \$25,000 in the form of a note payable by September 13, 2016. These shares were subsequently retired by the Company. On October 6, 2017, a shareholder of PPMH negotiated a cancellation of that debt, plus interest, in exchange for 1,625,000 shares of Company stock

On September 7, 2016, the Company completed its acquisition of TBX Group, Inc ("TBX") for a total purchase price of \$20,531,749, which consisted of a maximum of 350,000,000 shares of Company stock, of which 272,144,290 shares of PPMH Class A common stock and 8,316,986 shares of PPMH convertible preferred series B shares have been issued. TBX is a management company specializing in technology companies with innovative solutions.

### Item 4: Issuance History

NAME	ISSUE DATE		# OF SHARES		EARNED	LEGEND
Rugged Outdoor Computing, LLC	13-Jun-16	\$ 0.048	200,000,000		Purchase of Subsidiary	Legend
PPMG Shareholders	13-Jun-16		(56,767,749)	(1-2)	Cancelled Shares	Legend
TBX Group Shareholders	7-Sept-16	\$ 0.064	272,144,290	(3)	Purchase of Subsidiary	Legend
TBX Group Shareholders	7-Sept-16	\$ 0.064	8,316,986	(3)	Purchase of Subsidiary	Legend

(1) Shares that were returned to treasury as part of sale of PPMG, Inc. 24,130,003 shares total

(2) The Ann Marie Egide Judice Foundation made further distribution of this share amount upon receipt. The Ann Marie Egide Judice Foundation also returned to treasury 32,637,746 of these shares as part of sale of PPMG, Inc.

(3) The purchase of TBX Group included 272,144,290 common shares and 8,316,986 preferred shares that are convertible into common at a \$2.70 value with maximum 77,855,710 shares.

### **Item 3: Financial Statements**

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**POINT TO POINT METHODICS, INC.**  
**CONSOLIDATED BALANCE SHEETS**

	<u>As of</u> <u>June 30, 2018</u>	<u>As of</u> <u>Dec 31, 2017</u>
<b>ASSETS</b>		
Current Assets:		
Cash	\$ 951	\$ 967
Accounts receivable, net	53,532	53,532
Other Current Assets	-	5,953
Total current assets	<u>54,483</u>	<u>60,451</u>
Other Assets:		
Property and equipment, net	489	689
Escrow	-	-
Marketable securities	300,000	174,000
Intangible assets, net	<u>23,339,491</u>	<u>23,295,291</u>
Total other assets	<u>23,639,980</u>	<u>23,469,980</u>
<b>Total assets</b>	<u><u>\$ 23,694,463</u></u>	<u><u>\$ 23,530,431</u></u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current Liabilities:		
Accounts payable and accrued expenses	\$ 1,327,060	\$ 1,322,510
Short-term Notes payable	<u>3,453</u>	<u>7,053</u>
Total current liabilities	1,330,513	1,329,563
Long Term Liabilities:		
Notes payable, related party	<u>1,309,693</u>	<u>1,202,761</u>
Total liabilities	<u>2,640,206</u>	<u>2,532,324</u>
Commitments and contingencies (see Note 7)		
Stockholders' Equity:		
Series A preferred stock \$0.001 par value: 30,000 shares authorized; 10,000 issued and outstanding	10	10
Series B preferred stock \$0.001 par value: 10,000,000 shares authorized; 8,316,986 issued and outstanding	8,317	8,317
Common stock \$0.001 par value: 950,000,000 shares authorized; 507,931,477 issued and outstanding	20,092,371	507,932
Additional paid in capital	507,932	20,092,371
Accumulated other comprehensive losses	126,000	
Retained earnings	<u>319,626</u>	<u>389,478</u>
Total stockholders' equity	<u>21,054,256</u>	<u>20,998,107</u>
<b>Total liabilities and stockholders' equity</b>	<u><u>\$ 23,694,463</u></u>	<u><u>\$ 23,530,431</u></u>

See notes to the Consolidated Financial Statements

**POINT TO POINT METHODICS, INC.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**

	Three Months Ended June 30,		Six Months Ended June 30,	
	2018	2017	2018	2017
Revenues	\$ -	\$ 62,000	\$ -	\$ 570,700
Cost of Goods Sold	-	2,060	-	2,060
Gross profit	<u>-</u>	<u>59,940</u>	<u>-</u>	<u>568,640</u>
Operating Expenses:				
Advertising and Promotions	-	660	-	4,312
Bad Debt Expense	-	-	-	-
Professional Fees	7,500	120,090	37,500	239,215
Rent	3,219	6,703	6,408	14,561
General and administrative	1,575	19,625	2,800	32,209
Total operating expenses	<u>12,294</u>	<u>147,078</u>	<u>46,708</u>	<u>290,297</u>
Loss from operations	<u>(12,294)</u>	<u>(87,138)</u>	<u>(46,708)</u>	<u>278,343</u>
Other Expenses:				
Interest expense	<u>(11,006)</u>	<u>(6,738)</u>	<u>(23,143)</u>	<u>(13,362)</u>
Total other expense	<u>(11,006)</u>	<u>(6,738)</u>	<u>(23,143)</u>	<u>(13,362)</u>
Net Income/(loss)	<u>\$ (23,300)</u>	<u>\$ (93,876)</u>	<u>\$ (69,851)</u>	<u>\$ 264,982</u>
Net Income/(Loss) Per Share - Basic and Diluted	<u>\$ (0.00005)</u>	<u>\$ (0.00018)</u>	<u>\$ (0.00014)</u>	<u>\$ 0.00079</u>
Weighted Average Shares Outstanding - Basic and Diluted	<u>507,931,412</u>	<u>507,931,412</u>	<u>507,931,412</u>	<u>336,983,138</u>

See notes to the Consolidated Financial Statements

**POINT TO POINT METHODICS, INC.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**

	Period Ended June 30,	
	2018	2017
Cash Flows from Operating Activities:		
Net income/(loss)	(69,851)	\$ 264,982
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation	200	552
Changes in assets and liabilities:		
Decrease in accounts receivable	-	(42,370)
Decrease in prepaid expenses	5,953	0
Increase in accounts payable	(12,600)	356,171
Increase/(Decrease) in accrued compensation	17,150	20,700
Net cash provided by operating activities	(59,148)	600,034
Cash Flows from Investing Activities:		
Investment in intangible assets	(44,200)	(664,888)
Net cash used in investing activities	(44,200)	(664,888)
Cash flows from Financing Activities:		
Repayment of notes payable	(3,600)	294
Advances from related parties	106,932	73,651
Net cash provided by financing activities	103,332	73,945
Net (decrease) in cash	(16)	9,091
Cash at beginning of period	967	1,221
Cash at end of period	\$ 951	\$ 10,311
<u>Supplemental Disclosure of Cash Flow Information:</u>		
Interest paid	\$ -	\$ -
Taxes paid	\$ -	\$ -

See notes to the Consolidated Financial Statements

**Point to Point Methodics, Inc.**  
**Notes to the Financial Statements**  
**Periods Ended June 30, 2018 and 2017**

**NOTE 1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES**

**Organization**

Point to Point Methodics, Inc was originally incorporated on October 10, 1997 as Platinum Pari-Mutuel Holdings, Inc and its subsidiaries (the "Company"), a Nevada corporation. The Company owns and operates entities in a variety of technology sectors, including Mobile Hardware Solutions, Business Intelligence and Predictive Analysis, Social Media, Mapping/Navigation systems, and game applications. The Company focuses investments on highly talented developers, with innovative and leading-edge solutions in high profile markets designed to enhance our society. Our current list of entities provides enhanced security for public safety, promoting healthier lifestyles, assisting our mobility, adding a little entertainment and even enhancing our understanding of society itself. Our solutions span markets both domestic and international, from Fortune 200 companies, government entities, consumers, retail centers, financial markets, to schools and individuals. Our products impact the lives in all walks of life.

The Company currently owns and manages a portfolio of 4 primary subsidiaries plus two additional subsidiaries:

Rugged Outdoor Computing Systems, Inc., a domestic company that architects mobile hardware solutions for public safety, homeland security and various commercial markets. Their systems represent a revolutionary advancement in technology for any market that requires integrated computer, video capture, and communications. Their cutting-edge designs create highly reliable, lower cost solutions that provide an unsurpassed ability to capture, analyze, share and manage critical field information.

Predictive Monitoring Hardware Technologies, Inc, is a subsidiary of ROCS, Inc and leverages the integrative capabilities of its development staff in the creation of remote data collection devices for industrial and commercial applications. Fully self contained collection devices for a variety of applications complete WiFi, Cellular and internal processor that collects and transmits through the cloud critical analysis data on machinery components for predictive failure and maintenance requirements. It represents a breakthrough from currently available competitive devices.

Smacktive, LLC offers a social media platform for people who want to meet others with similar active interests. Their proprietary mobile application provides a platform where any activity you can think of, whether at home or travelling, you can quickly find partners with similar interests. With today's trending towards a health-conscious society, and promoting active social interaction, this application is a perfect fit for millions who are seeking partners for any desired activity.

mPathDiscovery, LLC is the brainchild of the recognized leader in the field of study known as "Digital Sociology." The company offers two extremely intuitive products that provide Actionable Intelligence, for predictive analysis of behavior, based on patterns including many that may initially appear unrelated. Simply put, Digital Sociology is the study of how individuals and cultures interact in the digital world, providing unmatched insight into human reactions to events, with predictive responses, offering unprecedented benefits to a wide range of businesses from marketing firms for branding and products analysis, political entities for messaging, image analysis or crisis management, hedge fund managers and brokerage firms seeking competitive advantage and intelligence agencies as part of their investigative process.

Smacked Ventures, Inc offers unique mobile applications including FastMall, MapOS, and several games for fun and learning. FastMall will guide you around locations and within structures without the need for GPS or Wi-Fi. Powered by their proprietary application Map OS with its combination of unique capabilities combined with a flexible creative interface improves the daily lives of a wide variety of users.

Great Day, Inc. is the brainchild of TBX Group COO, David Reeves. It takes concepts and develops them into products for PPMH or for sale to other interested parties. It created one of PPMH's websites, nashpeeps.com that focuses on country music for fans to get access to the videos, and comments regarding country music in general. It recently began development of PotCircles, a social media site and mobile application that caters to the growing cannabis market. This

# **Point to Point Methodics, Inc.**

## **Notes to the Financial Statements**

### **Periods Ended June 30, 2018 and 2017**

application was sold on February 28 to SAGD. It is currently working on an automotive application for connecting customers with repair facilities for communicating status updates, comments and more.

#### **Basis of Presentation**

The accompanying consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States ("US GAAP").

#### **Principles of Consolidation**

The consolidated financial statements include the Company, its wholly-owned subsidiaries, and variable interest entities in which Point to Point Methodics, Inc is the primary beneficiary in accordance with the consolidation accounting guidance. All intercompany balances and transactions have been eliminated.

#### **Going Concern**

The Company has a working capital deficit of \$1,276,030 at June 30, 2018 and has incurred net operating loss of \$12,294 and \$46,708 for the quarters ended June 30, 2018 and 2017, respectively. These factors cause substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amount of liabilities that might be necessary should the Company be unable to continue as a going concern. The Company's ability to continue as a going concern depends on its ability to deploy technology for its core businesses that generates sufficient revenue and cash flows to meet its obligations and its ability to obtain additional financing or sell assets as may be required to fund current operations. Management's plans include generating income from the Company's products and obtaining outside financing to permit the Company to generate sufficient cash flow.

#### **Use of Estimates**

The preparation of the Company's consolidated financial statements in conformity with US GAAP 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 condensed consolidated financial statements and the reported amounts of income and expenses during the reporting period. These estimates are based on information available as of the date of the condensed financial statements; therefore, actual results could differ from management's estimates. Significant estimates include the valuation of intangible assets and the allowance for uncollectible account receivable.

#### **Trade Accounts Receivable**

Accounts receivable are stated at the amount the Company expects to collect. The Company regularly reviews its accounts receivable and makes provisions for potentially uncollectible balances. Uncollectible balances are written off against the allowance after extensive efforts of collection and when balances are deemed uncollectible. Recoveries of trade receivables previously written off are recorded when cash is received. A trade receivable is considered to be past due if any portion of the receivable balance has not been received by the Company within its normal terms.

The Company currently carries accounts receivable from a prior debt from National Pain Foundation that is over one year old. The Company anticipates the debt to be collectible, but only through legal process which will be initiated in 2018. As of June 2018, the Company has reserved 50% of the amount due in anticipation of a potential settlement of the amount owed.

#### **Marketable Securities**

# **Point to Point Methodics, Inc.**

## **Notes to the Financial Statements**

### **Periods Ended June 30, 2018 and 2017**

The Company records its marketable securities held for sale at their fair value based on publicly quoted trading prices as of the close of each balance sheet date, with changes in fair value charge to earnings.

#### **Intangible Assets**

Intangible assets, excluding goodwill, are amortized over their estimated useful lives. Acquired amortizing intangible assets are carried at cost, less accumulated amortization. Internally developed software costs are capitalized upon reaching technological feasibility. Amortization of acquired finite-lived intangible assets is computed over the estimated useful lives of the respective assets.

#### **Goodwill**

Goodwill is recorded when the purchase price paid for an acquisition exceeds the fair value of net identified tangible and intangible assets acquired. The Company performs an annual impairment test of goodwill and further periodic tests to the extent indicators of impairment develop between annual impairment tests. The Company's impairment review process compares the fair value of the reporting unit to its carrying value, including the goodwill related to the reporting unit. To determine the fair value of the reporting unit, the Company may use various approaches including an asset or cost approach, market approach or income approach or any combination thereof. These approaches may require the Company to make certain estimates and assumptions including future cash flows, revenue and expenses. These estimates and assumptions are reviewed each time the Company tests goodwill for impairment and are typically developed as part of the Company's routine business planning and forecasting process. While the Company believes its estimates and assumptions are reasonable, variations from those estimates could produce materially different results. The Company did not recognize any goodwill impairments for the quarters ended June 30, 2018 and 2017.

#### **Net Loss per Common Share**

The Company computes net loss per share in accordance with FASB ASC 260, "Earnings per Share". ASC 260 requires presentation of both basic and diluted earnings per share ("EPS") on the face of the statement of operations. Basic EPS is computed by dividing net loss available to common shareholders by the weighted average number of common shares outstanding during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period including stock options, using the treasury stock method, and convertible notes and stock warrants, using the if-converted method. In computing diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options, warrants and conversion of convertible notes. Diluted EPS excludes all dilutive potential common shares if their effect is anti-dilutive. Common shares underlying the Company's outstanding preferred stock have been excluded from the computation of diluted loss per share because their impact was anti-dilutive.

#### **Business Combinations**

The Company recognizes, with certain exceptions, 100% of the fair value of assets acquired, liabilities assumed, and noncontrolling interests when the acquisition constitutes a change in control of the acquired entity. Shares issued in consideration for a business combination, contingent consideration arrangements and pre-acquisition loss and gain contingencies are all measured and recorded at their acquisition-date fair value. Subsequent changes to fair value of contingent consideration arrangements are generally reflected in earnings. Any in-process research and development assets acquired are capitalized as of the acquisition date. Acquisition-related transaction costs are expensed as incurred. The operating results of entities acquired are included in the accompanying consolidated statements of operations from the date of acquisition.

#### **Fair Value of Financial Instruments**

The Company is required to disclose fair value information about financial instruments when it is practicable to estimate that value. The carrying amounts of the Company's cash, accounts receivable, other receivables, accounts payable, accrued expenses, and other current liabilities approximate their estimated fair value due to the short-term maturities of these financial instruments.

# **Point to Point Methodics, Inc.**

## **Notes to the Financial Statements**

### **Periods Ended June 30, 2018 and 2017**

#### **Income Taxes**

The Company accounts for income taxes under Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 740 “Income Taxes.” Under the asset and liability method of FASB ASC 740, 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 basis. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under FASB ASC 740, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for all deferred tax assets since it is more likely than not that the Company will not realize tax assets through future operations.

#### **Subsequent Events**

Managed has performed a review for subsequent events through July 15, 2018, which is the date the financial statements were available for issuance.

#### **Recently Issued Accounting Standards**

In February 2016, the FASB issued new authoritative accounting guidance on leasing arrangements. The guidance outlines a comprehensive model for entities to use in accounting for leases, and supersedes most current lease accounting guidance, including industry-specific guidance. The core principles of the new lease accounting model is that lessees are required, among other things, to recognize lease assets and lease liabilities on disclosure requirements for leasing arrangements. The standard is effective for the Company in the first quarter of 2019; however, early adoption is permitted. This standard is required to be applied using the modified retrospective approach. The Company is currently evaluating the impact of this guidance on its financial statements and does not expect this standard to have a material impact on its financial statements.

In January 2017, the FASB issued Accounting Standards Update 2017-01, “Business Combinations: Clarifying the Definition of a Business” (ASU 2017-01). The standard clarifies the definition of a business and adds guidance to assist entities when evaluating whether transactions should be accounted for as acquisitions or disposals of assets or as businesses. The standard provides a screen to determine whether a set of assets and activities qualifies as a business or as a set of assets. ASU 2017-01 is effective for the calendar year ending December 31, 2018. The amendments require a prospective approach to adoption, and early adoption is only permitted for specific transactions. The Company adopted this standard effective January 1, 2018 with no significant impact on the consolidated financial statements.

In February 2016, the FASB issued ASU 2017-02, Leases. The standard requires all leases with lease terms over 12 months to be capitalized as a right-of-use asset and lease liability on the balance sheet at the date of lease commencement. Leases will be classified as either finance or operating. This distinction will be relevant for the pattern of expense recognition in the income statement. This standard will be effective for the calendar year ending December 31, 2019. The Company is currently in the process of evaluating the impact of adoption of this ASU on the financial statements.

In January 2017, the FASB issued Accounting Standards Update 2017-04, “Intangibles-Goodwill and Other: Simplifying the Test for Goodwill Impairment” (ASU 2017-04). The standard simplifies the subsequent measurement of goodwill by eliminating Step 2 from the goodwill impairment test. Under the amendments of ASU 2017-04, an entity should perform its goodwill impairment test by comparing the fair value of a reporting unit with its carrying amount. An entity will recognize an impairment charge for the amount by which the carrying amount exceeds the reporting unit’s fair value, but the loss cannot exceed the total amount of goodwill allocated to the reporting unit. ASU 2017-04 is effective for the calendar year ending December 31, 2020. The amendments require a prospective approach to adoption and early adoption is permitted for interim or annual goodwill impairment tests. The Company is currently evaluating the impact of this standard.

**Point to Point Methodics, Inc.**  
**Notes to the Financial Statements**  
**Periods Ended June 30, 2018 and 2017**

In June 2016, the FASB issued ASU 2017-13, Financial Instruments-Credit Losses. The standard requires a financial asset (including trade receivables) measured at amortized cost basis to be presented at the net amount expected to be collected. Thus, the income statement will reflect the measurement of credit losses for newly-recognized financial assets as well as the expected increases or decreases of expected credit losses that have taken place during the period. This standard will be effective for the calendar year ending December 31, 2020. The Company is currently in the process of evaluating the impact of adoption of this ASU on the financial statements.

In August 2016, the FASB issued Accounting Standards Updated 2016-15, “Statement of Cash Flows - Classification of Certain Cash Receipts and Cash Payments” (ASU 2016-15). The standard addresses eight specific cash flow issues to reduce diversity in practice in how certain cash receipts and cash payments are presented on the Statements of Cash Flows. ASU 2016-15 is effective for the calendar year ending December 31, 2018. The amendments require a retrospective approach to adoption and early adoption is permitted, including in an interim period. The Company adopted this guideline on January 1, 2018 with no significant impact on the consolidated financial statements.

**NOTE 3. PROPERTY AND EQUIPMENT, NET**

Property and equipment consist of the following as of March 31, 2018 and 2017:

**POINT TO POINT METHODICS**  
**SCHEDULE OF PROPERTY & EQUIPMENT**

	Jun 30, 2018	Dec 31, 2017
Equipment & Furnishings	\$ 259,729	\$ 259,729
Less: Accumulated depreciation	\$ (259,240)	\$ (257,868)
Net	\$ 489	\$ 1,861

Depreciation expense was \$100 and \$276 for the quarters ended June 30, 2018 and 2017, respectively.

**NOTE 4. INTANGIBLE ASSETS, NET**

The Company’s intangible assets consist of intellectual property acquired from TBX and developed by ROCS and will be amortized over their estimated useful lives once placed in service. The following is a summary of activity related to intangible assets for the years ended December 31, 2017 and 2016:

	Intellectual Property	Goodwill	Total
Carrying Value at December 31, 2015	\$1,436,299	\$ -	\$1,436,299
Additions	682,354	-	682,354
Acquisition of TBX	7,000,000	13,875,000	20,875,000
Carrying Value at December 31, 2016	9,118,653	13,875,000	22,993,653
Additions	475,638	-	475,638
Carrying Value at December 31, 2017	\$9,594,291	\$13,875,000	\$23,469,291
Additions	170,200	-	170,200
Carrying Value at June 30, 2018	\$9,764,491	\$13,875,000	\$23,639,491

**Point to Point Methodics, Inc.**  
**Notes to the Financial Statements**  
**Periods Ended June 30, 2018 and 2017**

**NOTE 5. NOTES PAYABLE, RELATED PARTY**

In September 2017, the Company reorganized its debt through an agreement with ROCS which has been funding most of the expenses of the Company for more than a year. This included reclassifying payables, Notes and other liabilities. This resulted in a reduction in short-term liabilities into two long-term notes as follows:

**POINT TO POINT METHODICS**  
**SCHEDULE OF NOTES PAYABLE - RELATED PARTY**

	<u>Jun 30, 2018</u>	<u>Dec 31, 2017</u>
█ (1) PPMH 4.25% Note Payable, due Dec 2018	54,664	54,664
█ (2) PPMH 4.25% Note Payable, Due Oct 2019	49,000	-
█ (3) PPMH 4% Note Payable, due Sept 2018	100,734	100,754
█ (4) ROCS 4% Note Payable, due Sept 2018	825,791	825,791
█ (5) PPMH 0% Note Payable, due Sept 2019	167,500	167,500
█ (6) PMHT 0% Note Payable, Demand	30,000	-
█ (7) PPMH 4% Note Payable, Demand	26,130	23,130
█ (8) PPMH 0% Note payable, Demand	13,068	9,327
█ (9) ROCS 0% Note payable, Demand	6,880	7,410
█ (10) PPMH 0% Note payable, Demand	4,920	4,920
█ (11) Consolidated Accrued Interest on Notes	31,006	9,265
Total Notes Payable	\$ 1,309,693	\$ 1,202,761

(1) 4.25% Note for \$54,664 is due to former Officer of the Company, Mr. John Miller. This was acquired as part of the TBX Group acquisition for fees and expenses owed to Mr. Miller. The note carries a \$2,277.67 installment per month beginning December 2016, and due to be paid in full by December 2018. As of the date of this filing, the note is in default \$44,438.

(2) 4.25% Note for \$49,000 is due to former Officer of the Company, Mr. John Miller. This represents unpaid compensation for fees owed to Mr. Miller as of June 2017. The Note due to be paid beginning Jan 2018 \$2041.67 per month. As of the date of this filing, the note is in default \$12,250.

(3) 4% Note for \$100,734 is due to ROC, LLC, by PPMH, Inc. The note is due on September 30, 2018 at which time it converts to a demand note with no due date. This Note was a part of the debt restructure on Sept 30, 2017.

(4) 4% Note for \$825,791 is due to ROC, LLC by ROCS, Inc. The note is due on September 30, 2018 at which time it converts to a demand note with no due date. This Note is also a part of the debt restructure on Sept 30, 2017.

(5) 0% Note for \$167,500 is due by PPMH to Sam Feuer, owner of Mindsmack, LLC, by Smacktive, LLC, and the previous owner of Smacktive and Smacked Ventures for the remaining 30% interest in Smacktive, LLC. The note carries a \$5,000 per month installment, The Company is delinquent \$120,000 on the installment payments.

(6) 0% Note for \$30,000 is due to Old South, LLC by PPM Technologies, Inc, a subsidiary of ROCS, Inc. The Note is a demand note with no monthly installment payment.

(7) 4% Note for \$26,130 is due by PPMH to existing shareholder On Easy Street. The Note is a demand note with no monthly installment payment.

(8) 0% debt for \$13,068 is short-term loan from Officer and Shareholder, Mr. Paul Baioni. The debt is due on demand.

(9) 0% debt for \$6,880 is a short-term loan from Shareholder, ROC, LLC. the debt is due on demand.

(10) 0% debt for \$4,920 is a short-term loan from shareholder, Mr. Robert Gates. The debt is due on demand.

**Point to Point Methodics, Inc.**  
**Notes to the Financial Statements**  
**Periods Ended June 30, 2018 and 2017**

(11) This is the accrued interest on the Notes to Shareholders and Related Parties.

**NOTE 7. COMMITMENTS AND CONTINGENCIES**

**Legal Proceedings**

The Company was subject to a legal proceeding arising from the ordinary course of business related to prior dealings with its newly acquired subsidiary TBX Group, Inc. The Company was dismissed from the lawsuit in January 2017. The Company filed a counter suit, and in August 2017, the Court awarded PPMH \$120K in damages. Payment settlement discussions began in June of 2018.

On March 3, 2017, a Class Action suit was filed against the Company and its officers, basing their allegations on the "concern" that the SEC expressed regarding public statements and valuations in Company's public disclosures. The Company subsequently cleared review by the SEC regarding those concerns on March 27. On January 8, 2018 plaintiff dismissed the case with prejudice. Company, nor Company's counsel believe that plaintiff will file a new suit.

A lawsuit was filed on August 25, 2017 by mPathDiscovery, Inc, a subsidiary of PPMH against a former client of mPathDiscovery regarding an unpaid debt for services in the amount of \$108,684.50 plus attorney's fees. Notice of service was issued on Sept 8, 2017. Due to factors beyond Company's control, this lawsuit was dismissed with prejudice and will be filed again in CO, defendant's resident state.

**Contractual Agreements**

The Company has an agreement to purchase the remaining 30% interest in Smacktive, LLC, one of its recently acquired subsidiaries as part of the TBX Group, Inc acquisition. The Company currently holds a 70% interest in the subsidiary. The purchase price was \$175,000 and calls for the payment of \$5,000 per month until paid in full. As of June 30, 2018, the Company owes \$167,500 on this agreement.

## **Item 4 - Management's Discussion and Analysis of Financial Condition and Results of Operations**

*This section and other parts of this Quarterly Report contain forward-looking statements that involve risks and uncertainties. Forward-looking statements can also be identified by words such as "anticipates," "expects," "believes," "plans," "predicts," and similar items. Forward-looking statements are not guarantees of future performance and the Company's actual results may differ significantly from the results discussed in the forward-looking statements. Factors that might cause such differences include, but are not limited to, those discussed in the subsection entitled "Risk Factors" above, which are incorporated herein by reference.*

### **Overview**

Point to Point Methodics, Inc. continues to take steps to position itself to become a focused leader in specific vertical technology markets. We anticipate leveraging the highly talented designers and developers within our group, with their unique and innovative solutions, into the high-profile markets they represent. Leading and cutting-edge companies, with truly revolutionary products will allow the Company entry into some high margin markets that are presently void of suitable competition.

Our revenues will come in a variety of forms, product sales, memberships, subscriptions, other services, hosting, and revenue sharing opportunities, as our products span a wide range of manufactured solutions, to social media, to business intelligence services, to consumer shopping discounts and navigation services. Each one of our four primary focused solutions have the potential to disrupt existing markets.

Our long-term financial focus is on sustainable, long-term growth: however, in the near term we expect operating losses as we continue to invest in our business, products, and marketing. Our investments in 2018 will be geared towards exposure and growth in our target markets and expanding our customer base. We will also refine and develop customer user interfaces for expanded market appeal and broadening the customer base for our solutions. Our focus is on creating value for our members and customers, increasing return on investment while supporting our long-term objectives of sustainable revenue and earnings growth.

### ***Our Products***

The first acquisition was Rugged Outdoor Computing Systems, Inc. ("ROCS") on June 13, 2016. ROCS represents a new age for Public Safety, Homeland Security, and selected commercial markets technology solutions. Their products stand alone in the market offering fully integrated event managed video capture, leading edge computer capabilities, with highly functional communications. Their revenue streams consist of the sales of hardware and software along with maintenance and warranty contracts. There will also be some revenues from customizations for select customers desiring specialized solutions outside of entities basic products offerings.

The Company's second acquisition TBX Group, Inc. on September 7, 2016 added three subsidiaries with great potential for impacting society, in both domestic and international markets.

The first is our Business Intelligence/Predictive Analysis entity, mPathDiscovery, LLC. The entity has two primary product lines, focused on Digital Sociology reports and analysis, and FinStat that is a stock market analysis and forecasting tool to be used at a variety of levels from basic investor access to large hedge fund managers and brokerage firms. Revenues streams consist of specialized analysis reports on specific topics, such as marketing product analysis, branding, crisis management, political messaging and intelligence

agencies for rooting out criminal elements in our society. The entity also has subscription services for ongoing analysis and repetitive access to services hosted on a cloud-based delivery system.

The second subsidiary, Smacktive, LLC is a social media company with an application, Smacktive, that focuses on healthy active lifestyles by connecting individuals in local areas to meet and participate in activities of their choice. Revenue streams are typical of a social media company with premium membership fees for special access to content, sponsored advertising revenues by industry providers such as golf and tennis clubs, training facilities, talent providers like music lessons, etc. The third revenue stream would be from general ad placements within the application and directed advertising to the member base with focused interests. As of June 30, 2018, Smacktive, LLC has earned no revenue since its acquisition by TBX Group in March of 2016.

The third subsidiary, Smacked Ventures, Inc. has a focused solution, FastMall and MapOS, which is a propriety application that allows for users to navigate within large structures such as malls, retail shopping centers, hospitals, convention centers, office buildings, etc where GPS and WiFi are ineffective for finding specific locations. Revenue streams come from three distinct offerings within the application, including fees for mapping locations, contracts with retail establishments for "pushing" discounts and advertising to customers using the application, and general advertising placements within the application or directed to specific members based upon their buying habits.

As a result of our long-term investment philosophy, we expect fiscal year ending December 31, 2018 to be in an operating loss.

### ***Cost of Revenue***

The Company's cost of revenue varies within each operating entity, primarily related to production and operations, development staff, customer support, advertising teams, marketing expenses, and web hosting costs related to operating our application platforms. For our manufactured products subsidiary, ROCS, costs of revenue will also include the physical costs of production for the solutions they sell, primarily hardened computer systems and body camera systems, cameras, cables and mounts.

Overhead costs are of lesser significance to the whole and include building leases, professional and consulting fees, general advertising, investor relations, legal and accounting fees for the Company as a whole.

### ***Sales and Marketing***

The Company intends to invest heavily in sales and marketing expenses throughout the remainder of 2018. The products and services that we sell, especially the social media applications will require significant investment to build a customer member base. Our other products are more direct focused sales and advertising process due to the nature of the businesses and solutions offered. Company anticipates that sales and marketing will represent a significant portion of our 2018 fiscal year operating budget.

### ***Technology Development***

Our business model relies heavily on technology development. Our product leaders are focused on innovative solutions in high profile markets, so maintaining a competitive edge will be critical to our long-term success. Our existing products are leading edge solutions in their respective markets, and our talent is on design and development, so we anticipate that we will be able to maintain our positions in the forefront of each of the markets we serve. This will require us to continue to invest heavily in technology development, enhancements and new products and will continue to represent a significant ongoing cost, this year and in subsequent years.

## **Critical Accounting Policies and Estimates**

Our condensed consolidated financial statements are prepared in accordance with US GAAP. The preparation of these statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, expenses, and related disclosures. We evaluate our estimates and assumptions on an ongoing basis. Our estimates are based, to the extent possible, on historical experience and various other assumptions that we believe to be reasonable under the circumstances. Our actual results could differ from these estimates.

We believe that the assumptions and estimates associated with the valuation of goodwill and intangible assets, website and software development costs, income taxes and legal contingencies have the greatest potential impact on our condensed consolidated financial statements. Therefore, we consider these to be our critical accounting policies and estimates.

## **Item 5 - Controls and Procedures**

### **Evaluation of Disclosure Controls and Procedures**

Management, with the participation of our chief executive officer and chief financial officer, has evaluated the effectiveness of our disclosure controls and procedures as of the end of this annual reporting period. Based on that evaluation, our Chief Executive Officer has concluded that as of such date, our disclosure controls and procedures were effective.

### **Changes in Internal Control**

There were no changes in our internal control over financial reporting identified in management's evaluation during the period covered by this quarterly reporting period, that materially affected, or are reasonably likely to materially affect, our internal control over financing reporting.

## **Item 6: Officers, Directors, and Control Persons**

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

#### **Paul Baioni, CEO and President/Director**

Paul Baioni is a CPA and experienced executive in manufacturing, service and distribution industries with both large and small companies in operational, financial and information technology positions. He has effectively managed the financial, forecasting and operations of start-ups as well as ongoing large enterprises. With AMR Services, Paul led the accounting and MIS functions for a distribution, Aircraft Parts International, a start-up that reached over \$40M in annual sales in less than 5 years, at which time the business was sold to First Aviation Services, Inc. that filed an IPO in April of 1998. His operations and financial experience will provide solid overall fiscal and operational management for this technical development and manufacturing company.

#### **John W. Whittaker, IV, CTO and CIO /Director**

John Whittaker, has over 25 years development experience in the mobile Tablet and PC markets starting with Emerson Electric, then Motorola and Dell, assisting in the design of Dell's first Tablet product back in the early 90's, as well as Johnson & Johnson and a variety of contract work for Austin Contract Manufacturing houses. He also did substantial design work on one of the first eBooks, before they were commercially introduced. Armed with both electrical and mechanical engineering degrees, design and manufacturing experience, and a wealth of PCB design experience, John fully understands the complications of merging the

two design intricacies which has resulted in his ability to develop state-of-the-art technologies. His production line experience with Motorola and “design for manufacture” focus of very unique products through close relationships with production partners, should result in a smooth transition from development to production.

## **B. Legal/Disciplinary History**

None 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);
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;
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
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.

## **C. Beneficial Shareholders**

The following table sets forth certain information regarding the ownership of the common stock of the Company’s officers and directors and of each person who is known to the Company to be the beneficial owner of 10% or more of the outstanding common stock as of July 15, 2018:

**Paul Baioni, CEO, Director beneficially owns 144,715,846 common shares, 28.49%**

**John Whittaker, CTO, Director beneficially owns 16,135,094 common shares, 3.18%**

**GFT Trust, beneficially owns 136,344,028 common shares, 26.84%**

**Paul Baioni, CEO, Director beneficially owns 10,000 shares of Company's 30,000 Preferred A shares which represents 100% of the total issued shares.**

## **Item 7: Third Party Providers**

### Legal Counsel – Beginning on February 21, 2017

Matheau J W Stout, Esq  
400 East Pratt Street - 8th Floor  
Baltimore, MD 21202

### Accounting Services – Beginning on November 22, 2017

D. Brooks and Associates CPA's, P.A.  
319 Clematis Street Suite 318  
West Palm Beach, FL 33412

**Item 8: Issuers Certifications**

I, Paul Baioni, Chief Executive Officer, Chief Financial Officer and Chairman of the Board of Directors certify that:

1. I have reviewed this Disclosure Statement of Point to Point Methodics, 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 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

\*/s/ Paul Baioni

Name: Paul Baioni

Title: Chief Executive Officer

Date Aug 6, 2018