



QUARTERLY REPORT

Pursuant to Rule 15c2-(11)(a)(5)

For

ZRZH

ZEREZ HOLDINGS INC.

For the Period Ending September 30, 2016

Dated: November 20, 2016

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

ZEREZ HOLDINGS INC.

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ZEREZ HOLDINGS

QUARTERLY REPORT

All information contained in this Initial Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

No dealer, salesman or any other person has been authorized to give any information or to make any representations not contained herein in connection with the Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Issuer Quarterly Report.

ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The name of the Issuer is Zerez Holdings Inc.

The name of its predecessor is Definitive Rest Mattress Company. The equity interest, i.e. shares of stock were previously held in the name of Definitive Rest Mattress Company., an Oklahoma corporation, prior to the Issuer completing a statutory reorganization pursuant to Section 1081(a) of the Oklahoma General Corporation Laws.

ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES

Company Headquarters:

22951 Mill Creek Road #A
Laguna, CA 92653
Telephone: 909-659-9208
www.zerezhholdings.com

Investor Relations Firm:

None

ITEM 3. SECURITY INFORMATION

Trading symbol

The Company's trading symbol is ZRZH.

The Company's CUSIP

The Company's CUSIP is 989470 109.

Par or Stated Value:

The Company's Common Stock has a par value of \$0.00001. Each holder of Common Stock has full voting rights at the rate of one (1) vote for each share owned. There are no preemptive rights or cumulative rights and no Preferred Stock has been issued.

Shares Authorized:

As of September 30, 2016, the Issuer has two classes of securities outstanding, Common Stock and Preferred Stock.

The Company is authorized to issue (10,000,000,000) shares of common stock, of which 6,024,659,739 with par value \$0.00001 per share, are currently outstanding as of September 30, 2016.

The Company is authorized to issue fifty million (50,000,000) shares of Preferred Stock, par value \$0.00001, of which there are 440,000 shares issued and outstanding.

Shares Outstanding:

As of June 30, 2016:

<u>Class</u>	<u>Shares Authorized</u>	<u>Shares Outstanding</u>	<u>Freely Tradable</u> <u>Shares (Float)</u>	<u>Total Number of Shareholders</u> <u>of Record</u>
Common	10,000,000,000	6,024,659,739	1,833,336,622	55
Preferred	50,000,000	440,000	0	3

Transfer Agent

Action Stock Transfer ⁽¹⁾

2469 E Fort Union Blvd., Suite 214 Salt Lake City, UT 841221

Tel: 801-274-1088 Fax: 801-274-1099

<http://www.actionstocktransfer.com>

⁽¹⁾ In February of 2014, the Company's Board of directors appointed Action Stock Transfer to act as the Company's transfer agent. Action Stock Transfer is registered under the Exchange Act.

Restrictions on the transfer of any security:

None

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

None

ITEM 4. ISSUANCE HISTORY

Events by the Issuer Resulting in Changes in Total Outstanding Shares for the Past Two Fiscal Years.

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

(1) On November 5, 2013, Definitive Rest Mattress Company, a California corporation, and the owners of 100% of its issued and outstanding stock, and the Company, entered into a Share Exchange Agreement, wherein all the shares of Definitive Rest (CA) were exchanged for 45,780,000 restricted shares of the Company. The shares were issued on November 26, 2013.

(3) During the year ended December 31, 2014, a total of 380,500,000 shares of the Company's common stock were issued. The following is a breakdown of the issuance(s):

Details of issuance available upon request for 2014

(4) During the year ended December 31, 2015, a total of 539,000,000 shares of the Company's common stock were issued. The following is a breakdown of the issuance(s):

Details of Issuance available upon request for 2015

On June 29, 2016, the Company issued 75,586,853 shares of its common stock as partial assignment, pursuant to a Convertible Promissory Note dated July 28, 2014, for the conversion of \$15000 of debt owed by the Company, at a conversion price of \$0.0001 per share

On July 11, 2016, the Company issued 1,700,000,000 shares of its common stock as partial assignment, pursuant to a Convertible Promissory Note dated July 11, 2014, for the conversion of \$15000 of debt owed by the Company, at a conversion price of \$0.00001 per share

On August 5, 2016 the company requested the return of 40,000 preferred series shares from Pinnacle Projects, based on the term of the agreement which past the grace period of performance. These shares will be returned to company Authorized Shares of preferred stock

Note:

Company issued 8,302,755 free trading common shares that remain in the open market, these shares were issued prior to DRMC and ZRZH.

Officer Compensation with Restricted Common Stock

On July 18, 2016, the Company issued 2,500,000,000 shares of its common stock (**restricted**) to Juan Carlos Murga as compensation to hold the position of President. Removing Note Payable from company financials

On July 18, 2016, the Company issued 1,500,000,000 shares of its common stock (**restricted**) to Claudia Lima as compensation to hold the position of Secretary. Removing Note Payable from company financials

As of September 30th 2016 Share structure:

- Authorized 10,000,000,000
- Outstanding 6,024,659,739
- Restricted 4,191,323,117
- F/T 1,833,336,622

Restricted (ZRZH)

4,150,000,000 issued to officers directors

41,323,117 issued by DRMC to officers prior to reverse (Control Block, Restricted Shares)
4,191,323,117

Free Trading

1,700,000,000

125,033,867

8,302,755

1,833,336,622

ITEM 5. FINANCIAL STATEMENTS

The Company does not have audited financial statements and does not have financial statements for any historical periods prior to 2010.

Unaudited financial statements for the Company for the quarter ended September 30, 2016, are included herein. Management of the Company internally prepared these financial statements.

Zerez Holdings Inc. Consolidated Balance Sheet
As of September 30, 2016
Internally prepared by management

ASSETS	As of September 30, 2016	As of September 30, 2015
Current Assets		
Cash and Cash Equivalents	-\$42,042.86	\$7,731.00
Accounts Receivable	\$14,740.63	\$17,243.00
Inventory		\$63,246.00
Other Current Assets	\$32,903.00	\$102,598.00
Total Other Current Assets	\$5,600.77	\$190,818.00
Fixed Assets		
Fixed Assets (Net)	\$1,112.32	\$18,500.00
	\$1,112.32	\$18,500.00
Other Assets		
Investment - DRMC	\$209,398.00	
Intellectual Property (Net)	231,788	
	\$441,186.00	
TOTAL ASSETS	\$447,899.09	\$176,223.00
LIABILITIES & EQUITY		
Current Liabilities		
Accounts Payable & Accrued Liabilities		\$5,836.00
Note Payable-Officer		\$0.00
Note Payable		\$0.00
Liabilities		\$0.00
Consulting Liabilities	\$269,500.00	\$0.00
Other Current Liabilities	\$196,556.00	\$0.00
Total Current Liabilities	\$466,056.00	\$5,836.00
Long Term Liabilities		
		\$9,237.00
		\$23,375.00
		\$48,350.00
		\$40,000.00
Convertible Promissory Note 05-10-2014	\$25,000.00	\$25,000.00
Convertible Promissory Note 11-13-2014		\$25,000.00
Convertible Promissory Note 04-20-2015	\$35,153.00	\$10,000.00
Convertible Promissory Note 07-11-2014		\$15,000.00
Convertible Promissory Note 07-28-2014		\$15,000.00
Convertible Promissory Note 05-09-2014	\$10,000.00	\$15,000.00
Convertible Promissory Note 07-11-2014		\$210,962.00
Total Liabilities	\$70,153.00	\$216,798.00
EQUITY		
Common Stock	\$0.00	\$0.00
Investments/Charlie	\$0.00	\$0.00
Investments/ Maria Gonzalez	\$0.00	
Opening Balance Equity	\$510.00	\$500.00
Additional Paid In Capital	\$0.00	\$0.00
Retained Earnings	-\$58,056.00	\$0.00
Net Income	\$5,549.51	-\$41,074.00
Total Equity	-\$51,996.49	-\$40,574.00
TOTAL LIABILITIES & EQUITY	-\$447,899.49	\$176,224.00

Zerez Holdings Inc. Consolidated Statement of Operations
For the Three Months ended September 30, 2016
Internally prepared by management

	For the Three Months	
	Ending September 30	
	2016	2015
Revenue	\$ 4,652.80	\$ 43,599.00
Goods Sold	<u>\$ 1,847.11</u>	<u>\$ 28,993.00</u>
Gross Profit	\$ 6,499.91	\$ 14,606.00
Operating Expenses	\$ 931.00	
Professional Fees	\$ 1,289.68	
Rent Expense	\$ 2,100.00	
General & Administrative	<u>\$ 3,581.75</u>	<u>\$ 21,242.00</u>
Total Expenses	<u>\$ 6,971.43</u>	<u>\$ 21,242.00</u>
Operating Income (Loss)	\$(1,402.52)	\$ (6,636.00)
Other Income/Expense	\$ 0.02	\$ -
Net Other Income	\$ 331.16	
Other Expenses	<u>\$ (331.14)</u>	<u>\$ 42.01</u>
Net Income	\$(1,733.66)	\$ (6,594.00)

Zerez Holdings Inc. Consolidated Statement of Cash Flows
For the Three Months Ended September 30, 2016
Internally prepared by management

(Unaudited)

	For the Three Months Ended September 30,	
	2016	2015
NET INCOME	\$ (1,734.11)	\$ (6,594.31)
Operating Activities	\$ 1,653.99	\$ (4,014.61)
Investing Activities		\$ (244.16)
Financing Activities		\$ (854.61)
Net Cash Increase for Period	\$ (80.12)	\$ (5,113.38)
	\$ (41,504.08)	\$ 8,030.92
Cash at Beginning of Period		
Cash at End of Period	\$ (41,423.96)	\$ (2,918.00)

ZEREZ HOLDINGS INC.
NOTES TO FINANCIAL STATEMENTS
Internally prepared by management
September 30, 2016

Note1. Nature of Operations and Business Activity

Business Activity

Zerez Holdings, an Oklahoma Corporation, the company new operations as a holding company has provided opportunities and challenges moving forward. Zerez operations consist of contract consulting services, for industries that include manufacturing and sales.

Recently the company has agreed to the acquisition of a Business to Business website, more information will be disclosed as information is available.

The company has aggressively pursued the reduction of company liabilities by issuing restricted and free trading stock, as reflected in current company financials. Removing a total of \$366,566.00 of liabilities in its second quarter report.

Revenue

The Company has produced revenue totaling \$4652.80 for the 3rd quarter of 2016 compared to quarter ending September 30, 2015 was \$43599.00

The company generated revenue providing consulting services that require market research and distribution logistics for new products entering the market.

The company has removed debt from company financial totaling \$366,566, this was accomplished through the issuance of company restricted common stock, and paid off or negotiated settlements of accrued short term payable liabilities to zero., using company assets and cash.

Revenue 2016

The Company filed for Reverse Split, including name change and new ticker symbol.

The mandate, moving forward, is to start reorganizing the debt on the balance sheet, so that the company is debt free. The next part of the plan is to enhance the Net Stock Holders Equity in the Company by acquiring profitable businesses and or assets, using the Convertible Preferred Stock as currency.

Zerez Holdings is actively negotiating with several private companies in many business sectors, as a source of new revenue for the company's financials.

Inventory & Costs of Goods Sold

Purchase price of \$125,000 IPO in 2013(Crescent Hill)

Purchase price through company (DRMC) stock in value of \$57,250.00 in market par value of Business to Business website

Accounts Receivable

Company has no pending receivables

Note 2. Summary of Significant Accounting Principles

Basis of Presentation and Principles of Consolidation

These financial statements are prepared in conformity with accounting principles generally accepted in the United States and are presented in US dollars, unless otherwise notes. The Company's fiscal year end is December 31.

Use of Estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company bases its estimates on historical experience, management expectations for future performance, and other assumptions as appropriate. The Company re-evaluates its estimates on an ongoing basis. Actual results may vary from those estimates.

Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial statements.

Note 3. Common Stock/Preferred Stock

As of September 30, 2016, the Company has shares authorized: 10,000,000,000 shares of common stock, par value \$0.00001 and 50,000,000 shares of preferred stock.

As of September 30, 2016, the Company had 6,024,659,739 shares of common stock issued and outstanding and 400,000 shares of preferred stock issued and outstanding.

Note 4. Property and Equipment

Property and equipment are carried at cost. Depreciation of property and equipment is provided using the straight-line method for financial reporting purposes at rates based on the following estimated useful lives: 5-7 years

Note 5. Promissory Note Payable

On December 18, 2012, Definitive Rest Mattress Company issued a convertible promissory note for \$10,750 **Paid in full**

On May 10, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$25,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, May 15, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

On May 9, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$10,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, May 29, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

On June 24, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$10,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, June 24, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company. **Paid in Full**

On July 11, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$15,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, July 11, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company. **Paid in Full**

On July 28, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$15,000 with interest accrued at one percent (2%) per annum. The note is payable upon the demand date, July 28, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company. **Paid in Full**

On August 08, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$5,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, August 08, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company. **Paid in Full**

On April 20, 2015, L&M Group Investments, DBA NU metals Technology, Subsidiary of Definitive Rest Mattress, and information available upon request.

Note 6. Revenue Recognition

Revenue is recognized in accordance with SEC Staff Accounting Bulletin No. 101, "Revenue Recognition in Financial Statements". The Company recognizes revenue when the significant risks and rewards of ownership have been transferred to the customer pursuant to applicable laws and regulations, including factors such as when there has been evidence of a sales arrangement, delivery has occurred, or service have been rendered, the price to the buyer is fixed or determinable.

Note 7. Going Concern

The Company's concern is to increase revenue numbers, this concern will be the company's new focus moving forward with recent acquisitions.

END NOTES TO FINANCIALS

ITEM 6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES

Date of Incorporation and Corporate History

The Company was incorporated in the State of Georgia on August 2, 2005 under the name Nano FM, Inc. On August 24, 2005, Nano FM, Inc. filed Articles of Amendment with the Secretary of State of Georgia changing its corporate name to Crescent Hill Capital Corporation ("CHCC").

On November 5, 2013, CHCC implemented a domicile change from Georgia to Oklahoma by merging into Crescent Hill Capital Corporation, an Oklahoma corporation. On November 5, 2013, CHCC completed the domicile change from Georgia to Oklahoma by filing a Certificate of Merger with the Oklahoma Secretary of State.

On November 5, 2013, the Company underwent a Statutory A Reorganization in compliance with Section 368(a)(1)(B) of the Internal Revenue Code of 1986, as amended, and pursuant to Section 1081(g) of the Oklahoma General Corporation Act, as a tax-free reorganization. Pursuant to the reorganization, on November 5, 2013, CHCC caused Definitive Rest Mattress Company ("Definitive Rest (OK)") to be incorporated in the state of Oklahoma, as a direct wholly-owned subsidiary. Concurrently, Definitive Rest (OK) caused Crescent Hill Capital Merger Corp. ("CHCMC (OK)") to be incorporated, as a direct wholly-owned subsidiary. Under the terms of the Reorganization, Crescent Hill Capital Corporation was merged with and into CHCMC (OK). Upon consummation of the Reorganization, Definitive Rest (OK) was the surviving corporation, and Crescent Hill Capital Corporation ceased to exist. Additionally, each issued and outstanding equity of Crescent Hill was exchanged for an equivalent equity of Definitive Rest (OK) on a one for one basis. The issued and outstanding shares of Definitive Rest (OK) have the same designations, rights, powers and preferences, and qualifications, limitations and restrictions as the

equities of Crescent Hill being converted. The existing shares of CHCMC (OK) were cancelled on November 5, 2013.

On November 5, 2013, Definitive Rest Mattress Company, a California corporation, and the owners of 100% of its issued and outstanding stock, and Definitive Rest (OK), entered into a Share Exchange Agreement, wherein all the shares of Definitive Rest (CA) were exchanged for 45,780,000 restricted shares of Definitive Rest (OK). As a part of the transaction, the shareholders of Definitive Rest (CA) acquired a controlling interest in the Company. For accounting purposes, the transaction is accounted for as a recapitalization of Definitive Rest (CA) pursuant to which Definitive Rest (CA) is treated as the surviving and continuing entity although Definitive Rest (OK) is the legal acquirer rather than a reverse acquisition. Accordingly, the Company's historical financial statements are those of Definitive Rest (CA) immediately following the consummation of the acquisition. Definitive Rest (OK) concurrently determined and that its ownership of CHCMC (OK) was of no further value and returned the newly issued shares evidencing its ownership in CHCMC (OK) to the Board of Directors of CHCMC (OK) for cancellation. Definitive Rest (OK) has no ownership, interests, or control over CHCMC (OK) and never managed, controlled or capitalized CHCMC (OK).

On February 28, 2014, the Company filed Articles of Amendment with the State of Oklahoma to increase the authorized capital stock of the Company from 200,000,000 shares of common stock to 975,000,000 shares of common stock. Thus, the Company now has 1,025,000,000 total shares authorized; 975,000,000 shares of common stock, par value \$0.0001 and 50,000,000 shares of preferred stock.

On December 31st 2014 Definitive Rest Mattress Company officially closed all operations, announcing the Company's new direction and new corporate name by the end of the second quarter 2015

On April 12, 2016, the Company was approved for a reverse split, name change and new ticker symbol at a 100:1 ratio with Finra. The company also filed an Amendment with the State of Oklahoma to increase the authorized capital stock of the Company from 1,025,000,000 shares of common stock to 10,000,000,000 shares of common stock. Thus, the Company now has 10,000,000,000 total shares authorized, par value 0.00001 and 50,000,000 shares of preferred stock par value .00001

Business Operations

The Company has maintained its public disclosure on OTC Markets by remaining current in its reporting obligations. Corporately, ZRZH has also amended its Articles of Incorporation and Corporate Bylaws to create various series of Anti-Dilutive Convertible Preferred Shares to protect its majority stakeholders. These securities will soon become available to the common shareholders.

The mandate, moving forward, is to start reorganizing the debt on the balance sheet, so that the company is debt free. The next part of the plan is to enhance the Net Stock Holders Equity in the Company by acquiring profitable businesses and or assets, using the Convertible Preferred Stock as currency.

The company's financials have posted positive numbers due to revenue activity and the removal of notes payable totaling \$366,566.00

Primary and Secondary SIC Codes

Primary SIC Code: 6719

Issuers Fiscal Year End Date

The Issuer's fiscal year end is December 31.

Principal Products or Services, and Their Markets

ITEM 7. ISSUER'S FACILITIES

The Company leases a temporary location with 3000 square feet of office and warehouse space at 22951 Mill Creek Road Unit A Laguna Hills, CA 92653. The company's long term office and warehouse will be located in the Orange County area, currently in negotiations with agent with a selected building to warehouse machinery and inventory.

ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS

A. Officers and Directors

Juan Carlos Murga President, Chief Executive Officer, Chief Financial Officer¹ and Director

Claudia Lima Secretary, Treasurer and Director

¹Involvement in Certain Legal Proceedings

None of the officers, directors, promoters or control persons of the Issuer have been involved in the past five (5) years in any of the following:

- (1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);
- (2) The entry of an order, judgment, or decree, not subsequently reverse, 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 bank 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 name, address and shareholdings of all persons beneficially owning more than ten percent (10%) of any class of the Company's equity securities and officers and directors of the Company as of September 30, 2016, based on 6,024,659,739 shares issued and outstanding, are:

	Common Directly Owned	% of Ownership
Juan Carlos Murga	2,600,000,000	43%
Claudia Lima	1,550,000,000	25%
	Preferred Directly Owned	

Juan Carlos Murga	200,000	45.5%
Claudia Lima	200,000	45.5%
Pinnacle	40,000	9%

ITEM 9. THIRD PARTY PROVIDERS

Legal Counsel

John D. Thomas
11650 South State Street Suite 240 Draper,
Utah 84020
801-816-2536 Phone
801-816-2599 Fax

Accountant or Auditor

Rachel Boulds

Investor Relations Consultant:

None

Other Advisors:

ITEM 10. ISSUER CERTIFICATION

I, Juan Carlos Murga, President, Chief Executive Officer, and Chief Financial Officer certify that:

1. I have reviewed this annual disclosure statement of Zerez Holdings Company;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations, and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: September 30, 2016

Signature: */s/ Juan Carlos Murga*

Title: President, Chief Executive Officer,
And Chief Financial Officer

SUPPLEMENTAL EVENTS:

In October, 2016, after closing the 3rd quarter, but prior to filing of the Q3 2016 financials, the company and its officers entered an agreement to sell majority control. On October 21, 2016 the transaction completed and new majority owners and officers took over operations of the company. All financial statements provided in the September 30, 2016 report were provided by previous management and the new majority owners and officers were indemnified and held harmless for all previous actions and reports of the company and its officers prior to the purchase.

Although many of the following disclosures will be finalized and reported in the December 31, 2016 financial disclosure report, the company has made public press releases and company officers felt it appropriate to detail certain supplemental events to support public business activity after October 21, 2016.

Appointment of New Officers and Directors:

John P. Taylor – President and CEO

Donald D. Smith (Don) – Vice President, Secretary, and Chief Operating Officer

Board/Company Actions and Additional Disclosures:

- The company made a public announcement of new ownership, new officers and directors, and new strategic business direction to focus Zerez Holdings Inc., to acquire assets, intellectual property, companies, and to form strategic alliances in the organic agriculture, smart greenhouse technology and cannabis industries.
- The company acquired Next Generation Farming, Inc., a Northern California based provider of smart greenhouse systems and software technologies focused on Zerez Holdings new business direction.
- The company moved its headquarters to a new executive office location at 3017 Douglas Blvd, Suite 300, Roseville, CA 95661.
- The company retained additional corporate counsel, and voted to retain its existing stock transfer agent and other outside service providers.
- The company implemented financial accounting systems and launched new social media platforms.
- The company, thru its wholly owned subsidiary Next Generation Farming, Inc., issued a press release on November 10, 2016 that it had delivered its first smart greenhouse system in Northern California for \$900,000 in gross revenues through the contract term.

ISSUER CERTIFICATION OF SUPPLEMENTAL EVENTS:

I, Donald Smith, Vice President, Secretary and Chief Operating Officer of Zerez Holdings Inc., certify that:

I have reviewed this supplemental event disclosure statement of Zerez Holdings Inc.;

Based on my knowledge, this supplemental disclosure statement does not contain any untrue statement of 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;

I have relied completely upon the previous officers and directors of Zerez Holdings Inc., to provide the financial results posted for the 3rd quarter ending September 30, 2016.

Date: November 20, 2016

Signature: /s/ Donald Smith

Title: Vice President, Secretary and Chief Operating Officer