

ProConcept Marketing Group, Inc.

A Florida corporation

4000 Island Blvd.
Aventura, FL 33160

nathan@lelantos.group
415-250-0105
SIC Code - 3999

QUARTERLY REPORT

For the Period Ending: September 30, 2021
(the "Reporting Period")

As of September 30, 2021, the number of shares outstanding of our Common Stock was: **355,148,803**

As of June 30, 2021, the number of shares outstanding of our Common Stock was: **355,148,803**

As of December 31, 2020, the number of shares outstanding of our Common Stock was: **355,148,803**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☒ No: ☐

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

ProConcept Marketing Group, Inc – December 20, 2007

Monarch Holdings, Inc – November 10, 2005

Sallie Mae Investments, Inc. – August 25, 2005

SMJ Investments, Inc. – September 16, 1998

Terracon Inc. – July 19, 1988

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The Company was incorporated in Florida on July 19, 1988 and has an active standing in that state.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

None

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

None

The address(es) of the issuer's principal executive office:

4000 Island Blvd., Aventura, FL 33160

The address(es) of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address: ☒

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years? Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

None

2) Security Information

Trading symbol:

PRMK

Exact title and class of securities outstanding:

Common

CUSIP:

742717200

Par or stated value:

\$0.001

Total shares authorized:

500,000,000

as of date: September 30, 2021

Total shares outstanding:

355,148,803

as of date: September 30, 2021

Number of shares in the Public Float²:

35,014,630

as of date: September 30, 2021

Total number of shareholders of record:

92

as of date: September 30, 2021

All additional class(es) of publicly traded securities (if any):

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

None

Transfer Agent

Name: **Pacific Stock Transfer Co**
Phone: **(800) 785-7782**
Email: **joslyn@pacificstocktransfer.com**
Address: **6725 Via Austi Pkwy, Suite 300, Las Vegas, NV 89119**

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☒

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date: January 1, 2019 Common: 355,148,803 Preferred: 9,900,000									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date: September 30, 2021 Common: 355,148,803 Preferred: 9,900,000									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

None

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-

Use the space below to provide any additional details, including footnotes to the table above:

None

4) Financial Statements

A. The following financial statements were prepared in accordance with:

☒ U.S. GAAP

☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: **Rachel Boulds**
Title: **CPA**
Relationship to Issuer: **Service Provider**

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

ProConcept Marketing Group, Inc.
Balance Sheets
(Unaudited)

	September 30, 2021	December 31, 2020
<u>ASSETS</u>		
Current Assets:		
Cash	\$ -	\$ -
Total Current Assets	<u>-</u>	<u>-</u>
Total Assets	<u>\$ -</u>	<u>\$ -</u>
<u>LIABILITIES & STOCKHOLDERS' DEFICIT</u>		
Current Liabilities:		
Loan payable	\$ 500	\$ -
Total Liabilities	<u>500</u>	<u>-</u>
Shareholders' Deficit:		
Series A Preferred stock, \$0.01 par value, 10,000,000 shares authorized; 9,900,000 shares issued and outstanding	99,000	99,000
Common stock \$0.001 par value, 500,000,000 shares authorized; 355,148,803 shares issued and outstanding	355,149	355,149
Additional paid-in capital	40,861,344	40,804,573
Accumulated deficit	<u>(41,315,993)</u>	<u>(41,258,722)</u>
Total Stockholders' Deficit	<u>(500)</u>	<u>-</u>
Total Liabilities and Stockholders' Deficit	<u>\$ -</u>	<u>\$ -</u>

The accompanying notes are an integral part of these unaudited financial statements.

ProConcept Marketing Group, Inc
Statements of Operations
(Unaudited)

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2021	2020	2021	2020
Operating Expenses:				
General and administrative	\$ 500	\$ -	\$ 57,271	\$ -
Total operating expenses	500	-	57,271	-
Loss from operations	(500)	-	(57,271)	-
Net Loss	\$ (500)	\$ -	\$ (57,271)	\$ -
Net loss per shares	\$ (0.00)	\$ -	\$ (0.00)	\$ -
Weighted average shares outstanding, basic and diluted	355,148,803	355,148,803	355,148,803	355,148,803

The accompanying notes are an integral part of these unaudited financial statements.

ProConcept Marketing Group, Inc
Statements of Changes in Stockholders' Deficit
For the Three and Nine Months Ended September 30, 2020 and 2021
(Unaudited)

	Preferred Stock		Common Stock		Additional	Accumulated	Total
	Shares	Amount	Shares	Amount	Paid-in Capital	Deficit	
Balance, December 31, 2019	9,900,000	\$ 99,000	355,148,803	\$ 355,149	\$ 40,804,573	\$ (41,258,722)	\$ -
Net loss	-	-	-	-	-	-	-
Balance, March 31, 2020	9,900,000	99,000	355,148,803	355,149	40,804,573	(41,258,722)	-
Net loss	-	-	-	-	-	-	-
Balance, June 30, 2020	9,900,000	99,000	355,148,803	355,149	40,804,573	(41,258,722)	-
Net loss	-	-	-	-	-	-	-
Balance, September 30, 2020	<u>9,900,000</u>	<u>\$ 99,000</u>	<u>355,148,803</u>	<u>\$ 355,149</u>	<u>\$ 40,804,573</u>	<u>\$ (41,258,722)</u>	<u>\$ -</u>

	Preferred Stock		Common Stock		Additional	Accumulated	Total
	Shares	Amount	Shares	Amount	Paid-in Capital	Deficit	
Balance, December 31, 2020	9,900,000	\$ 99,000	355,148,803	\$ 355,149	\$ 40,804,573	\$ (41,258,722)	\$ -
Net loss	-	-	-	-	-	-	-
Balance, March 31, 2021	9,900,000	99,000	355,148,803	355,149	40,804,573	(41,258,722)	-
Forgiveness of debt – related party	-	-	-	-	56,771	-	56,771
Net loss	-	-	-	-	-	(56,771)	(56,771)
Balance, June 30, 2021	9,900,000	99,000	355,148,803	355,149	40,861,344	(41,315,493)	-
Net loss	-	-	-	-	-	(500)	(500)
Balance, September 30, 2021	<u>9,900,000</u>	<u>\$ 99,000</u>	<u>355,148,803</u>	<u>\$ 355,149</u>	<u>\$ 40,861,344</u>	<u>\$ (41,315,993)</u>	<u>\$ (500)</u>

The accompanying notes are an integral part of these unaudited financial statements.

ProConcept Marketing Group, Inc.
Statements of Cash Flows
(Unaudited)

	For the Nine Months Ended September 30,	
	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (57,271)	\$ -
Adjustments to reconcile net loss to net cash used in operating activities:		
Changes in operating assets and liabilities:	-	-
Net cash used in operating activities	(57,271)	-
CASH FLOWS FROM INVESTING ACTIVITIES:		
	-	-
CASH FLOWS FROM FINANCING ACTIVITIES:		
Forgiveness of debt – related party	56,771	-
Loan payable	500	-
Net cash provided by financing activities	57,271	-
Net change in cash	-	-
Cash at beginning of period	-	-
Cash at end of period	\$ -	\$ -
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:		
Cash paid for interest	\$ —	\$ —
Cash paid for taxes	\$ —	\$ —

The accompanying notes are an integral part of these unaudited financial statements.

ProConcept Marketing Group, Inc.
Notes to Financial Statements
September 30, 2021
(Unaudited)

NOTE 1 - DESCRIPTION OF BUSINESS AND HISTORY

ProConcept Marketing Group, Inc. (the “Company” or “PMG”) was incorporated in the State of Florida 2006.

ProConcept Marketing Group, Inc. is a publicly traded company engaged in strategic marketing and business management, offering proprietary engagement marketing strategies, talent procurement, and management consulting to major international corporations engaged in a variety of industries.

On April 2, 2021, 9,900,000 shares of the Series A preferred stock were sold to Infinity Group Holdings LLC, an entity controlled by Betty Sytner.

On August 2, 2021, Infinity Group Holdings, LLC sold their 9,900,000 shares of Series A preferred stock to Nathan Puente, resulting in a change of control of the Company.

NOTE 2 - SUMMARY OF SIGNIFICANT POLICIES

Basis of presentation

The Company’s unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”). The accompanying unaudited financial statements reflect all adjustments, consisting of only normal recurring items, which, in the opinion of management, are necessary for a fair statement of the results of operations for the periods shown.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”) requires the Company to make estimates and judgments that affect the reported amounts of assets and liabilities, revenues and expenses, and related disclosures of contingent assets and liabilities. These estimates and judgments are based on historical information, information that is currently available to the Company and on various other assumptions that the Company believes to be reasonable under the circumstances. Actual results could differ from those estimates.

Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

NOTE 3 - GOING CONCERN

The accompanying unaudited financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has suffered recurring losses since inception and has no current operations. The Company will continue to require financing from external sources to finance its operating and investing activities until sufficient positive cash flows from operations can be generated. There is no assurance that financing or profitability will be achieved, accordingly, there is substantial doubt about the Company’s ability to continue as a going concern. The financial statements of the Company do not include any adjustments that may result from the outcome of these uncertainties.

NOTE 4 – PREFERRED STOCK

The Company has authorized 10,000,000 shares of Series A preferred stock. Each share of Series A preferred stock is entitled to votes equal to ten times the number of common shares outstanding divided by the number of preferred

shares outstanding at the time of a vote. Each share of Series A is convertible into ten shares of common stock at any time at the option of the holder.

NOTE 5 – RELATED PARTY TRANSACTIONS

During the nine months ended September 30, 2021, Barry Sytner, husband of the former CEO, loaned the Company \$56,771 to pay for general operating expenses. The loan was non-interest bearing and due on demand. As of September 30, 2021, Mr. Sytner chose to forgive the loan in full. The \$56,711 has been credited to paid in capital.

NOTE 6 - SUBSEQUENT EVENTS

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855, *Subsequent Events*, from the balance sheet date through the date the financial statements were issued and has determined that no material subsequent events exist.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

ProConcept Marketing Group, Inc. is a publicly traded company engaged in strategic marketing and business management, offering proprietary engagement marketing strategies, talent procurement, and management consulting to major international corporations engaged in a variety of industries.

- B. Please list any subsidiaries, parents, or affiliated companies.

None

- C. Describe the issuers' principal products or services.

See A. above

6) Issuer's Facilities

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

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

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

None

7) Company Insiders (Officers, Directors, and Control Persons)

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

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Jacob Graber	5% owner	Spencerville, IN	160,000,000	Common	45.1%	-
David Pfister	5% owner	Spencerville, IN	160,000,000	Common	45.1%	-
Nathan Puente	Officer/Director/5% owner	Denver, CO	9,900,000	Series A Preferred	99.0%	(1)

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 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

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: **Jody M. Walker**
Firm: **J.M. Walker & Associates**
Address 1: **7841 South Garfield Way**
Address 2: **Centennial, CO 80122**
Phone: **303-850-7637**
Email: **jody.walker@jmwassoc.onmicrosoft.com**

Accountant or Auditor

None

Investor Relations

None

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

None

10) Issuer Certification

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

The certifications shall follow the format below:

Principal Executive Officer:

I, Nathan Puente, certify that:

1. I have reviewed this quarterly disclosure statement of ProConcept Marketing Group, 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.

December 20, 2021

/s/Nathan Puente

Nathan Puente
Chief Executive Officer

Principal Financial Officer:

I, Nathan Puente, certify that:

1. I have reviewed this quarterly disclosure statement of ProConcept Marketing Group, 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.

December 20, 2021

/s/Nathan Puente

Nathan Puente
Chief Financial Officer