

**INFORMATION STATEMENT AND DISCLOSURE STATEMENT**

**SEPTEMBER 30, 2018**

**TLD3 ENTERTAINMENT GROUP, INC.**  
**(A FLORIDA CORPORATION)**

276 Fifth Avenue, Suite 704-885  
New York, NY 10001  
Phone: (503) 780-8725

**PART A GENERAL COMPANY INFORMATION**

**Item 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSOR (IF ANY).**

Issuer: **TLD3 ENTERTAINMENT GROUP, INC.** (“us”, “we”, “our” the “Company”).

**Item 2. THE ADDRESS OF ITS PRINCIPAL EXECUTIVE OFFICES.**

- i. Executive Office:  
276 Fifth Avenue, Suite 704-885  
New York, NY 10001  
Phone : (503) 780-8725  
Fax:
- ii. URL: [www.TLDECorp.com](http://www.TLDECorp.com)
- iii. Investor Relations:  
The Issuer

**Item 3. SECURITY INFORMATION**

**TRADING SYMBOL: TLDE**

**EXACT TITLE AND CLASS OF SECURITIES OUTSTANDING:**

Exact title and class of securities outstanding: **Class A Common Stock**  
CUSIP: **87256B 103**

Par or Stated Value: **\$.001**

Total shares authorized: **1,000,000,000** as of: **9/30/2018**

Total shares outstanding: **104,245,649** as of: **9/30/2018**

Exact title and class of securities outstanding: **Class B Common Stock**

Par or Stated Value: **\$.01**

Total shares authorized: **150,000,000** as of: **9/30/2018**

Total shares outstanding: **105,288** as of: **9/30/2018**

Exact title and class of securities outstanding: **Class C Common Stock**

Par or Stated Value: **\$.0001**

Total shares authorized: **149,420,000** as of: **9/30/2018**

Total shares outstanding: **10,920,000** as of: **9/30/2018**

**Capital Stock**

The Corporation shall have the authority to issue 1,000,000,000 shares of \$.001 par value Class A Common Stock (the "Class A Common Stock"), 150,000,000 shares of \$.01 par value Class B Common Stock, and 149,420,000 shares of \$.0001 par value Class C (the "Class A Common Stock," and together with the Class

B Common Stock and the Class C Common Stock, the "Common Stock") and Preferred Stock (the "Preferred Stock"). The number of authorized shares of any class or classes of stock may be increased or decreased by the affirmative vote of the holders of a majority of the voting power of the stock of the corporation entitled to vote.

A statement of the designations of each class and the powers, preferences and rights, and qualifications, limitations or restrictions thereof is as follows:

**A. Class A Common Stock**

- i. Dividends. The holders of the Class A Common Stock shall be entitled to receive, share for share with the holders of shares of Class B Common Stock, such dividends if, as and when declared from time to time by the Board of Directors. In the event that such dividend is paid in the form of shares of Common Stock, holders of Class A Common Stock shall receive Class A Common Stock and holders of Class B Common Stock shall receive either Class A Common Stock or Class B Common Stock at the holders of Class B Common Stock discretion.
- ii. Liquidation. In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding-up of the Corporation, the holders of the Class A Common Stock shall be entitled to receive, share for share with the holders of shares of Class B Common Stock, all the assets of the Corporation of whatever kind available for distribution to stockholders, after the rights of the holders of the Preferred Stock have been satisfied.
- iii. Voting. Each holder of Class A Common Stock shall be entitled to one vote for each share of Class A Common Stock held as of the applicable date on any matter that is submitted to a vote or for the consent of the stockholders of the Corporation. Except as otherwise provided herein or by the General Corporation Law of the State of Florida the holders of Class A Common Stock and the holders of Class B Common Stock shall at all times vote on all matters (including the election of directors) together as one class.

**B. Class B Common Stock**

- i. Dividends. The holders of the Class B Common Stock shall be entitled to receive, share for share with the holders of shares of Class A Common Stock, such dividends if, as and when declared from time to time by the Board of Directors. In the event that such dividend is paid in the form of shares of Common Stock, holders of Class A Common Stock shall receive Class A Common Stock and holders of Class B Common Stock shall receive either Class A Common Stock or Class B Common Stock at the holders of Class B Common Stock discretion.
- ii. Liquidation. In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding-up of the Corporation, the holders of the Class B Common Stock shall be entitled to receive, share for share with the holders of shares of Class A Common Stock, all the assets of the Corporation of whatever kind available for distribution to stockholders, after the rights of the holders of the Preferred Stock have been satisfied.
- iii. Voting. Each holder of Class B Common Stock shall be entitled to ten votes for each share of Class B Common Stock held as of the applicable date on any matter that is submitted to a vote or for the consent of the stockholders of the Corporation. Except as otherwise provided herein or by the General Corporation Law of the State of Florida, the holders of Class A Common Stock and the holders of Class B Common Stock shall at all times vote on all matters (including the election of directors) together as one class.
- iv. Conversion.

(a) Each share of Class B Common Stock shall be convertible into one fully paid and nonassessable share of Class A Common Stock at the option of the holder thereof at any time.

(b) Each share of Class B Common Stock shall automatically be converted into one fully paid and nonassessable share of Class A Common Stock upon any sale, pledge, conveyance, hypothecation, assignment or other transfer (a "Transfer") of such share, whether or not for value, by the initial registered holder (the "Initial Holder") thereof, other than any such Transfer by such holder to (i) a nominee of such holder (without any change in beneficial ownership, as such term is defined under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act")) or (ii) another person that, at the time of such Transfer, beneficially owns shares of Class B Common Stock or a nominee thereof; provided that, notwithstanding the foregoing, (A) any Transfer by the Initial Holder without consideration to (1) any controlled affiliate of such Initial Holder which remains such, (2) a partner, active or retired, of such Initial Holder, (3) the estate of any such Initial Holder or a trust established for the benefit of the descendants or any relatives or spouse of such Initial Holder, (4) a parent corporation or wholly-owned subsidiary of such Initial Holder or to a wholly-owned subsidiary of such parent unless and until such transferee ceases to be a parent or wholly-owned subsidiary of the Initial Holder or a wholly-owned subsidiary of such parent, or (5) the spouse of such Initial Holder, in each case, shall not result in such conversion or (B) any bona fide pledge by the Initial Holder to any financial institution in connection with a borrowing shall not result in such conversion; and provided, further, that in the event any Transfer shall not give rise to automatic conversion hereunder, then any subsequent Transfer by the holder (other than any such Transfer by such holder to a nominee of such holder (without any change in beneficial ownership)) or the pledgor, as the case may be, shall be subject to automatic conversion upon the terms and conditions set forth herein.

(c) The one-to-one conversion ratio for the conversion of the Class B Common Stock into Class A Common Stock in accordance with Section 4(a) and 4(b) of this Article V shall in all events be equitably adjusted in the event of any recapitalization of the Corporation by means of a stock dividend on, or a stock split or combination of, outstanding Class A Common Stock or Class B Common Stock, or in the event of any merger, consolidation or other reorganization of the Corporation with another corporation.

(d) The Corporation shall at all times reserve and keep available out of its authorized but unissued shares of Class A Common Stock, solely for the purpose of effecting the conversion of the shares of Class B Common Stock, such number of its shares of Class A Common Stock as shall from time to time be sufficient to effect the conversion of all outstanding shares of Class B Common Stock.

(e) If any shares of Class B Common Stock shall be converted pursuant to this Section 4, the shares so converted shall be retired and returned to the authorized but unissued shares of Class B Common Stock.

v. Other Matters Affecting Shareholders of Class A Common Stock and Class B Common Stock

In no event shall any stock dividends or stock splits or combinations of stock be declared or made on Class A Common Stock or Class B Common Stock unless the shares of Class A Common Stock and Class B Common Stock at the time outstanding are treated equally and identically, except that such dividends or stock splits or combinations shall be made in respect of shares of Class A Common Stock and Class B Common Stock in the form of shares of Class A Common Stock or Class B Common Stock, respectively.

## C. Class C Common Stock

- i. Dividends. The holders of the Class C Common Stock will not be entitled to receive dividends unless when declared by authorization of the Board of Directors.
- ii. Liquidation. In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding-up of the Corporation, the holders of the Class C Common Stock will only be entitled to receive, the assets of the Corporation of whatever kind available for distribution to stockholders after Board of Director approval and, after the rights of the holders of the Preferred Stock have been satisfied.
- iii. Voting. Each holder of Class C Common Stock shall be entitled to twenty five vote for each one share of Class C Common Stock held as of the applicable date on any matter that is submitted to a vote or for the consent of the stockholders of the Corporation. Except as otherwise provided herein or by the General Corporation Law of the State of Florida, the holders of Class A Common Stock, the holders of Class B Common Stock and the holders of Class C Common Stock shall at all times vote on all matters (including the election of directors) together as one class.
- iv. Conversion.
  - (a) Each share of Class C Common Stock will only be convertible into a number of fully paid and nonassessable shares of Class A Common Stock only upon authorization of the Board of Directors.
  - (b) With Board of Directors authorization each share of Class C Common Stock shall be converted into fully paid and nonassessable share of Class A Common Stock upon any sale, pledge, conveyance, hypothecation, assignment or other transfer (a "Transfer") of such share, whether or not for value, by the initial registered holder (the "Initial Holder") thereof, other than any such Transfer by such holder to (i) a nominee of such holder (without any change in beneficial ownership, as such term is defined under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or (ii) another person that, at the time of such Transfer, beneficially owns shares of Class C Common Stock or a nominee thereof; provided that, notwithstanding the foregoing, (A) any Transfer by the Initial Holder without consideration to (1) any controlled affiliate of such Initial Holder which remains such, (2) a partner, active or retired, of such Initial Holder, (3) the estate of any such Initial Holder or a trust established for the benefit of the descendants or any relatives or spouse of such Initial Holder, (4) a parent corporation or wholly-owned subsidiary of such Initial Holder or to a wholly-owned subsidiary of such parent unless and until such transferee ceases to be a parent or wholly-owned subsidiary of the Initial Holder or a wholly-owned subsidiary of such parent, or (5) the spouse of such Initial Holder, in each case, shall not result in such conversion or (B) any bona fide pledge by the Initial Holder to any financial institution in connection with a borrowing shall not result in such conversion; and provided, further, that in the event any Transfer shall not give rise to automatic conversion hereunder, then any subsequent Transfer by the holder (other than any such Transfer by such holder to a nominee of such holder (without any change in beneficial ownership)) or the pledgor, as the case may be, shall be subject to automatic conversion upon the terms and conditions set forth herein.
  - (c) The conversion of the Class C Common Stock into Class A Common Stock will occur in accordance with Section 4(a) and 4(b) of this Article V and shall in all events be authorized by the Board of Directors.
  - (d) The Corporation shall at all times reserve and keep available out of its authorized but unissued shares of Class A Common Stock, solely for the purpose of effecting the conversion of the shares of Class C Common Stock, such number of its shares of Class A

Common Stock as shall from time to time be sufficient to effect the conversion of all outstanding shares of Class C Common Stock.

(e) If any shares of Class C Common Stock shall be converted pursuant to this Section 4, the shares so converted shall be retired and returned to the authorized but unissued shares of Class C Common Stock.

Other Matters Affecting Shareholders of Class A Common Stock, Class B Common Stock and Class C Common Stock.

In no event shall any stock dividends or stock splits or combinations of stock be declared or made on Class A Common Stock or Class B Common Stock unless the shares of Class A Common Stock and Class B Common Stock at the time outstanding are treated equally and identically, except that such dividends or stock splits or combinations shall be made in respect of shares of Class A Common Stock and Class B Common Stock in the form of shares of Class A Common Stock or Class B Common Stock, respectively. Class C Common Stock is not affected by stock dividends or stock splits or combinations of stock unless authorized by the Board of Directors.

#### **D. Preferred Stock**

The Board of Directors shall, by resolution, fix the powers, designations, preferences, rights and qualifications, limitations and restrictions of any class or series of the Preferred Stock which shall not have been fixed by the Certificate of Incorporation.

#### **NAME AND ADDRESS OF THE TRANSFER AGENT:**

##### **TRANSFER AGENT:**

Olde Monmouth Stock Transfer  
200 Memorial Parkway  
Atlantic Highlands, NJ, 07716  
(732) 872-2727-office  
(732) 872-2728-fax

The transfer agent is registered under the exchange act.

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

In January 2017 the Company authorized via corporate resolution, by a majority of the voting shares and utilizing FINRA guidelines completed a 200 for 1 shares of its Class A and Class B shares.

#### **Item 4.**

##### **ISSUANCE HISTORY**

**A.** The Issuer is utilizing Section 4(a)2 of the Securities Act of 1933, as amended ("Securities Act"). Section 4(a)(2) of the Securities Act exempts from registration "transactions by an issuer not involving any public offering." To qualify for this exemption, which is sometimes referred to as the "private placement" exemption, the purchasers of the securities must:

- either have enough knowledge and experience in finance and business matters to be "sophisticated investors" (able to evaluate the risks and merits of the investment), or be able to bear the investment's economic risk;
- have access to Issuer information; and
- agree not to resell or distribute the securities to the public.

In general, public advertising of the offering, and general solicitation of investors, is incompatible with the non-public offering exemption

**B.** Any jurisdictions where the offering was registered or qualified:

N/A

**C.** In March 2018, the Company issued 60,000,000 shares to the management of **Maple-West Capital Advisors LLC dba Take It 2 The Next Level Technology LLC- Digital Vision** and **Digital Legend** pursuant to the terms of the November 1, 2017 Stock Purchase Agreement signed on that date.

**Item 5. FINANCIAL STATEMENTS**

See Attachment and filing date September 30, 2018.

**Item 6. THE NATURE OF THE ISSUER'S BUSINESS.**

**A. Business Operations.**

TLD3 is a holding company which now owns Take It 2 the Next Level and Digital Legend.

TLD3' acquisition includes Take It 2 The Next Level Technology ([www.takeit2nextlevel.com](http://www.takeit2nextlevel.com)), the originating developer of a music social networking application technology which is being developed by The Company. Through this acquisition, TLD3 now owns and controls the global marketing and development rights to Streambeatz™ wireless audio streaming technology as well as Take It 2 The Next Levels' music social networking application INPULZE™.

TLD3 Entertainment will remain the parent company, with a business strategy focused on creating, developing and marketing of innovative digital based technologies. The Company plans to create and develop new products as well as acquiring complimentary businesses and technology. The Company will operate several subsidiaries and brand names. Take it 2 the Next Level Technology Inc. will now operate as a wholly owned subsidiary of TLD3 and will be the Company's primary design and marketing arm; Digital Legend will remain as a company brand name for future products.

The Company is a New York, NY based designer and marketer of signature digital platforms for music, entertainment and social media markets. The Company currently has 2 products ready for commercialization, a music social networking application INPULZE™, and a Wi-Fi music streaming player Streambeatz™.

Streambeatz™ is The Company's proprietary music streaming technology platform. Streambeatz™ is meant to provide Ultra High-Fidelity playback of new beyond CD quality music formats like FLAC and Apples' Lossless playback. The Company intends to launch Streambeatz™ as an extensible platform technology that will be presented as a stand- alone music player, integrated into streaming car audio, headphones and other emerging technologies like wearables and Internet Of Things. Streambeatz™ is a wireless mobile audio streaming technology that provides 10x the sound quality at 30% of the cost of its nearest competitors like JVC, Sony, and Beats. The First Streambeatz™ products will be launched 4th Quarter 2018.

INPULZE™ is an innovative social-networking app for music media and content. INPULZE™ unites music discovery, music sharing and interactive chatting into an easy to use personal music network for finding new music along with new and old friends. INPULZE™ will offer music producers and artist intimate and accurate interaction with their fan base. Additionally, INPULZE™ will reward both artist and producers with market rewards based on social interaction like voting and ratings uploads. INPULZE™ seeks to be the mobile social-media for global music discovery, interaction and participant rewards, perfect for the millennial generation.

**The year that the issuer (or any predecessor) was organized and state of incorporation;**

TLD3 Entertainment Group, Inc. is a Florida “C” corporation.

The Company was organized on July 31, 1997.

**C. Primary and Secondary SIC codes;**

3651: House Hold Audio, Video Equipment

3679: Electronic Components

**D. Issuer’s fiscal year end date;**

The Issuer maintains is fiscal year end of December 31.

**E. Principle Products and Services, and markets;**

**Item 7. DESCRIBE THE ISSUERS FACILITIES**

Currently the company leases office space at 276 Fifth Avenue Suite 704-885, New York, NY 10001.

**Item 8. NAMES OF THE CHIEF EXECUTIVE OFFICERS AND MEMBERS OF THE BOARD OF DIRECTORS AND CONTROL PERSON**

The following persons currently serve on the Company's Board of Directors and are executive officers of the Company.

**A. Executive Officers and Directors.**

**PRESIDENT/CEO - GERALD BAUGH**

Gerald Baugh is a business development professional with experience in financial market data and economic development.

Gerald became affiliated with Digital Legend in the summer of 2017 as the Chief Operating Officer and has been promoted to the company president in December of 2017. He is helping to lead and position the company for the launch of its first product the Epic Mbox a digital music streaming device.

Gerald joined Simplified Financial Information in 2013 as a business development manager and was later promoted to Chief of Staff. He secured the company's initial pilot client and delivered the final working model to the client a Wall Street Investment Bank.

While working for the City of Portland, Oregon and the Portland Development Commission he led the team which built an initiative supporting the software industry. The initiative brought the industry together providing focused goals and execution, it also provided the foundation for the attraction of significant venture capital investment in the region. Upon completion of the initiative venture capital investment for software in the Portland region went from \$36 million to over \$224 million in 18 months. Gerald also led the development, construction and completion of a wet lab for the bioscience industry. The lab provided new lab space for early stage bioscience companies bringing new products to market to do further testing and product development.

Gerald has a history of consulting and advising start-up/early stage companies in the technology space. He has provided strategic mentorship that resulted in 4 companies in the Portland, OR incubator Portland Ten to each reach \$1.0 million dollars in revenue.

In addition, Gerald has participated in countless innovative projects and played a key role in the redevelopment of the urban core of Vancouver, WA. The results of the two-person team effort led to \$300 million of new investment featuring mixed use projects being developed including Hilton's first LEED certified and publicly owned hotel.

Gerald is an entrepreneurial leader, innovative and strategic thinker with excellent facilitation and presentation skills who gets things done. Gerald brings a myriad of skill sets and influence to the community based upon his broad knowledge among many industry sectors. He is a graduate of the University of Washington with a degree in Business Finance.

### **CFO - CHIEF FINANCIAL OFFICER - MIKE MANOCCHIO**

Former CEO of Max Media Group, Inc. (OTC-MXMI), Prior to this, He was the Chief Executive Officer of the Artist Distribution Business Unit for Titan Global Entertainment, Inc. Mike ran the day-to-day business operations of E-Go Music for Titan in addition to heading up its music publishing division, as well as Artist & Repertoire (A&R) activities. Mike has been a part of key executive teams in the recording industry for 4 decades. He served as Vice President of Atlantic Records, BMG labels, Arista and RCA. Mike was also a member of the Artist & Repertoire Committee at Atlantic Records which signed such acts as AC/DC, The Blues Brothers, Bette Midler, Laura Brannigan, Foreigner, Night Ranger and the re-signing of the Rolling Stones.

He left Atlantic Records and worked with BMG for 9 months, until going independent. Mike was awarded with the Best National Promotion Director of the Year Award in 1979 after being named Midwest Regional Promotion Director. The region included 22 states and the promotional responsibilities of Chicago and Cleveland.

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

None.

#### **C. Beneficial Shareholders**

The following table sets forth the ownership for each class of equity securities of the Issuer owned beneficially and of record by all directors and officers of the Issuer as of September 30, 2018 and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

### **PRINCIPAL STOCKHOLDERS**

As of September 30, 2018, there were 104,245,649 Class A shares issued and outstanding. The following table sets forth information regarding the beneficial ownership of our common stock as of September 30, 2018 by:

- each person known by us to be the beneficial owner of more than 5% of our common stock;
- each of our directors;
- each of our named executive officers;



- our named executive officers and directors as a group.

The percentages in the table have been calculated on the basis of treating as outstanding for a particular person, all shares of our common stock outstanding on that date and all shares of our common stock issuable to that holder in the event of exercise of outstanding options, warrants, rights or conversion privileges owned by that person at that date which are exercisable within 60 days of that date. Except as otherwise indicated, the persons listed below have sole voting and investment power with respect to all shares of our common stock owned by them, except to the extent that power may be shared with a spouse.

Name of Beneficial Owner	Class of Stock	Shares Outstanding		Voting	Voting %
		Amount of Beneficial Ownership	% of Class		
<b>CLASS A</b>					
Gerald Baugh	Class A	10,000,000	9.6%	10,000,000	
Yu Juang	Class A	10,010,000	9.6%	10,010,000	
Mike Manocchio	Class A	10,000,000	9.6%	10,000,000	
Ivan Masagna	Class A	10,000,000	9.6%	10,000,000	
Jeffrey Watson	Class A	10,000,000	9.6%	10,000,000	
Dennis Day	Class A	20,000,000	19.2%	20,000,000	
<b>SHAREHOLDERS RECORD</b>	Class A	34,235,649	32.8%	34,235,649	
	<b>TOTAL VOTES</b>	<b>104,245,649</b>	<b>100%</b>	<b>104,245,649</b>	<b>27.6%</b>
<b>CLASS B</b>					
Mbox Electronic Technology	Class B	105,288	100%	1,052,880	.03%
	<b>TOTAL VOTES</b>			<b>1,052,880</b>	
<b>CLASS C</b>					
Mbox Electronics American Laboratories	Class C	9,920,000	91%	248,000,000	65.6%
Dennis Comer	Class C	320,000	3.0%	8,000,000	
Delawnia Hagan	Class C	320,000	3.0%	8,000,000	
Matthew Burton	Class C	240,000	2.2%	6,000,000	
Srini Govindarajan	Class C	13,333.36	.14%	333,334	
Venkataramanan Govindarajan	Class C	13,333.32	.13%	333,333	
Radhakrishna Govindarajan	Class C	13,333.32	.13%	333,333	
Wei Ai	Class C	26,400	.26%	660,000	
Xi Chen	Class C	20,000	.19%	500,000	
Gubin Fu	Class C	13,600	.12%	340,000	
Patrick Murphy	Class C	20,000	.13%	500,000	
	<b>TOTAL VOTES</b>	<b>10,920,000</b>	<b>100%</b>	<b>273,000,000</b>	<b>72.2%</b>
<b>TOTAL VOTING SHARES</b>				<b>378,298,529</b>	<b>100%</b>

**Item 9. Third Party Providers**

Legal Counsel

Don A. Paradiso Esq.

Don A. Paradiso P.A.

1300 SW 5 Court

Suite E

Fort Lauderdale, Florida 33312

954-801-3573

Accountant

The Company prepared the financials

**TRANSFER AGENT:**

Olde Monmouth Stock Transfer  
200 Memorial Parkway  
Atlantic Highlands, NJ, 07716  
(732) 872-2727-office / (732) 872-2728-fax

**Item 10. EVENT(S)**

On November 1, 2017, the Company agreed to acquire Maplewest Capital Advisers (dba) Take It to the Next Level Technology LLC and its products developed and manufactured known as Digital Legend.

On January 19, 2017 the Company completed a reverse split of its Class A and Class B Common stock by exchanging 200 shares of old Ovation Music & Studios, Inc. shares for 1 new TLD3 Entertainment Group, Inc. share.

The Company stock symbol was changed to TLDE.

On June 29, 2018 1,000,000 shares of Class C stock were authorized to be issued to the shareholders of Digital Legend. The shares are represented in the Principle Shareholder table above. At the time of this filing the shares have been authorized but not issued as the Company and legal counsel prepare a legal opinion with respect to the shares.

**Item 11. LEGAL MATTERS**

N/A

**Item 12. SUBSEQUENT EVENT**

N/A

**Item 13. ISSUER CERTIFICATION**

I, Gerald D. Baugh certify that:

1. I have reviewed this Information and Disclosure Statement of TLD3 Entertainment 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.

October 7, 2018

A handwritten signature in cursive script that reads "Gerald Baugh". The signature is written in black ink and is positioned above the printed name.

—  
Gerald D. Baugh CEO/President