



TELCO CUBA, INC.

COMPANY INFORMATION AND DISCLOSURE STATEMENT

Part A: General Company Information

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

| | |
|------------------------------|------------------------------|
| Current since June 15, 2015: | Telco Cuba, Inc. |
| Before January 7, 2015: | American Mineral Group, Inc. |
| Before April 23, 2013: | Sungro Minerals, Inc. |

Item II: The address of the issuer's principal executive offices.

Telco Cuba, Inc.
4960 Southwest 52 Street, Suite 404
Davie, Florida 33314
Telephone: 305-747-7647
Facsimile: 954-374-6315
Email: info@telcocuba.com
Website: www.telcocuba.com
www.amgentech.com

Item III: The jurisdiction(s) and date of the issuer's incorporation or organization.

Telco Cuba, Inc. was incorporated in the State of Nevada on August 10, 2007 as Sungro Minerals, Inc.



Part B: Share Structure

Item IV: The exact title and class of securities outstanding.

Security Symbol: QBAN
CUSIP Number: 879209104
Classes: Common Stock
Authorized: 2,000,000,000
Outstanding: 224,631,231

Security Symbol: QBAN
CUSIP Number: N/A
Classes: Series A Convertible Preferred Stock
Authorized: 100,000
Outstanding: 55,000

Security Symbol: QBAN
CUSIP Number: N/A
Classes: Series B Convertible Preferred Stock
Authorized: 100,000
Outstanding: 82,544

Security Symbol: QBAN
CUSIP Number: N/A
Classes: Series C Non-Convertible Preferred Stock
Authorized: 200,000
Outstanding: 200,000

Item V: Par or stated value and description of the security.

A. Par or Stated Value.

Common Stock: \$.001 per share

Series A Convertible Preferred Stock: \$.001 per share

Series B Convertible Preferred Stock: \$.001 per share

Series C Convertible Preferred Stock: \$.001 per share

B. Common or Preferred Stock.

1. For common equity, describe any dividend, voting and preemption rights.

Each share of Common Stock is entitled to one vote, which shares do not have pre-emptive rights. Dividends, if any, are declared at the discretion of the Board of Directors.

2. For preferred stock, describe the dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions.



Series A Convertible Preferred Stock

(1) Designation and Rank. One Hundred Thousand (100,000) shares of the preferred stock of the company, par value one-tenth of one cent (\$0.001) per share, shall be designated and known as the "Series A Preferred Stock." With Respect to the payment of dividends and other distributions on the capital stock of the Company, including distribution of the assets of the Company upon liquidation, the Series A Preferred Stock shall rank pari passu, on an as converted basis together with the common stock, with the shareholders of common stock, and as otherwise provided under the laws of the state of Nevada.

(2) Conversion into Common Stock.

- (a) Right to Convert. Each share of Series A Preferred shall be convertible, at the option of the holder thereof, at any time after the date of issuance (the "Conversion Date") into one thousand (1,000) shares of fully paid and non-assessable shares of Common Stock (the "Conversion Ratio").
- (b) Mechanics of Conversion. Upon presentation to the Company of a notice of conversion by the holders of such shares and the surrender of such preferred shares as are necessary to effect such conversion, the outstanding shares of Series A Preferred Stock shall be converted into Common Stock of the Company. No partial conversion or fractional shares shall be issued in connection with any conversion of Preferred A Shares into Common Shares. Upon conversion, any shares of Series A Preferred Stock so converted shall represent shares of common stock into which they have been converted.

(3) Liquidation Preference. Upon any liquidation, dissolution, or winding up of the Company, whether voluntary or involuntary (collectively, a "Liquidation"), before any distribution or payment shall be made to any of the holders of common stock, the holders of Series A Preferred Stock shall be entitled to receive out of the assets of the company, whether such assets are capital, surplus or earnings, an amount equal to Fifty Cents (\$0.50) per share of Series A Preferred Stock (the "Liquidation Amount") plus all declared and unpaid dividends thereon, for each share of Series A Preferred Stock held by them.

(4) Voting Rights. The Holders of Series A Preferred Stock shall be entitled to vote on all matters submitted to a vote of the holders of the Company's Common Stock on an as converted to Common Stock basis based on the Conversion Rate in effect on the record date of such vote. Except as otherwise provided herein, to the maximum extent permitted by law, holders of Series A Preferred Stock will not have any rights to vote separately as a series with respect to any matter submitted to a vote of the Holders of the Company's outstanding securities.



Series B Convertible Preferred Stock

(1) Designation and Rank. One Hundred Thousand (100,000) shares of the preferred stock of the company, par value one-tenth of one cent (\$0.001) per share, shall be designated and known as the "Series B Preferred Stock". With respect to the payment of dividends and other distributions on the capital stock of the company, including distribution of the assets of the company upon liquidation, the Series B Preferred Stock shall rank pari passu, on an as converted basis together with the common stock, with the shareholders of common stock, and as otherwise provided under the laws of the state of Nevada.

(2) Conversion into Common Stock.

- (a) Right to Convert. Each share of Series B Preferred Stock shall be convertible into five thousand (5,000) shares of the company's common stock (the "Conversion Rate")
- (b) Mechanics of Conversion. Upon presentation to the Company of a notice of conversion by the holders of such shares and the surrender of such preferred shares as are necessary to effect such conversion, the outstanding shares of Series B Preferred Stock shall be converted into Common Stock of the Company. No partial conversion or fractional shares shall be issued in connection with any conversion of Preferred B Shares into Common Shares. Upon conversion, any shares of Series B Preferred Stock so converted shall represent shares of common stock into which they have been converted.

(3) Liquidation Preference. Upon any liquidation, dissolution, or winding up of the Company, whether voluntary or involuntary (collectively, a "Liquidation"), before any distribution or payment shall be made to any of the holders of common stock or Series A Preferred stock, the holders of Series B Preferred Stock shall be entitled to receive out of the assets of the company, whether such assets are capital, surplus or earnings, an amount equal to Seventy Five Cents (\$0.75) per share of Series B Preferred Stock (the "Liquidation Amount") plus all declared and unpaid dividends thereon, for each share of Series B Preferred Stock held by them.

(4) Voting Rights. The Holders of Series B Preferred Stock shall be entitled to vote on all matters submitted to a vote of the holders of the company's common stock on an as converted to common stock basis based on the conversion rate in effect on the record date of such vote. Except as otherwise provided herein to the maximum extent permitted by law, holders of Series B Preferred Stock will not have any rights to vote separately as a series with respect to any matter submitted to a vote of the holders of the company's outstanding securities.



Series C Convertible Preferred Stock

(1) Designation and Rank. Two Hundred Thousand (200,000) shares of the preferred stock of the company, par value one-tenth of one cent (\$0.001) per share, shall be designated and known as the "Series C Preferred Stock". The holders of Series C Preferred stock will not be entitled to receive dividends of any kind, including but not limited to any dividends paid on Common Stock.

(2) Conversion into Common Stock. Right to Convert. The Series C Preferred Stock shall not be convertible into common stock at any time.

(3) Liquidation Preference. The Series C Preferred stock shall not have any rights with respect to liquidation preference upon the event of any liquidation, dissolution or winding up of the Corporation, either voluntary or involuntary.

(4) Voting Rights. Each share of the Series C Preferred Stock shall vote together with the holders of the common stock and have ten thousand (10,000) votes on all matters on which shareholders of the corporation shall be entitled to vote and be entitled to a vote on all matters submitted to the shareholders

3. Describe any other material rights of common or preferred stockholders.

None.

4. Describe any provision in issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

None.

Item VI: The number of shares or total amount of the securities outstanding for each class of securities authorized.

Common Stock

| | |
|--|---------------------------|
| Period end date: | February 28, 2016 |
| Number of Shares Outstanding: | 226,871,203 |
| Number of Shares Authorized: | 2,000,000,000 |
| Public Float: | approximately 195,588,041 |
| Total Number of beneficial Shareholders: | 0 |
| Total Number of Shareholders of Record: | 120 |



Period end date: November 30, 2016
Number of Shares Outstanding: 214,631,231
Number of Shares Authorized: 975,000,000
Public Float: approximately 183,348,069
Total Number of beneficial Shareholders: 0
Total Number of Shareholders of Record: 118

Period end date: November 30, 2015
Number of Shares Outstanding: 123,106,039
Number of Shares Authorized: 975,000,000
Public Float: approximately 118,822,877
Total Number of beneficial Shareholders: approximately 1
Total Number of Shareholders of Record: 114

Period end date: November 30, 2014
Number of Shares Outstanding: 15,885,259
Number of Shares Authorized: 500,000,000
Public Float: approximately 15,609,243
Total Number of beneficial Shareholders: 0
Total Number of Shareholders of Record: 99

Preferred Stock

Series A Convertible Preferred Stock

Period end date: February 28, 2017
Number of Shares Outstanding: 55,000
Number of Shares Authorized: 100,000
Public Float: n/a
Total Number of beneficial Shareholders: 1
Total Number of Shareholders of Record: 1

Period end date: November 30, 2016
Number of Shares Outstanding: 0
Number of Shares Authorized: 100,000
Public Float: n/a
Total Number of beneficial Shareholders: 0
Total Number of Shareholders of Record: 0



Period end date: November 30, 2015
Number of Shares Outstanding: 3,000
Number of Shares Authorized: 100,000
Public Float: n/a
Total Number of beneficial Shareholders: 0
Total Number of Shareholders of Record: 1

Period end date: November 30, 2014
Number of Shares Outstanding: 3,000
Number of Shares Authorized: 100,000
Public Float: n/a
Total Number of beneficial Shareholders: 0
Total Number of Shareholders of Record: 1

*** Series A Convertible Preferred Stock was authorized on February 15, 2010**

Series B Convertible Preferred Stock

Period end date: February 28, 2017
Number of Shares Outstanding: 82,544
Number of Shares Authorized: 100,000
Public Float: n/a
Total Number of beneficial Shareholders: 1
Total Number of Shareholders of Record: 11

Period end date: November 30, 2016
Number of Shares Outstanding: 82,544
Number of Shares Authorized: 100,000
Public Float: n/a
Total Number of beneficial Shareholders: 1
Total Number of Shareholders of Record: 11

Period end date: November 30, 2015
Number of Shares Outstanding: 71,344
Number of Shares Authorized: 100,000
Public Float: n/a
Total Number of beneficial Shareholders: 1
Total Number of Shareholders of Record: 6



Period end date: November 30, 2014
Number of Shares Outstanding: 87,500
Number of Shares Authorized: 100,000
Public Float: n/a
Total Number of beneficial Shareholders: 4
Total Number of Shareholders of Record: 4

*** Series B Convertible Preferred Stock was authorized on November 10, 2011**

Series C Preferred Stock – Not Convertible

Period end date: February 28, 2017
Number of Shares Outstanding: 200,000
Number of Shares Authorized: 200,000
Public Float: n/a
Total Number of beneficial Shareholders: 1
Total Number of Shareholders of Record: 1

Period end date: November 30, 2016
Number of Shares Outstanding: 200,000
Number of Shares Authorized: 200,000
Public Float: n/a
Total Number of beneficial Shareholders: 1
Total Number of Shareholders of Record: 1

Period end date: November 30, 2015
Number of Shares Outstanding: 100,000
Number of Shares Authorized: 100,000
Public Float: n/a
Total Number of beneficial Shareholders: 1
Total Number of Shareholders of Record: 1

Period end date: November 30, 2014
Number of Shares Outstanding: n/a
Number of Shares Authorized: n/a
Public Float: n/a
Total Number of beneficial Shareholders: n/a
Total Number of Shareholders of Record: n/a

*** Series C Preferred Stock was authorized on August 21, 2015**



Item VII: The name address of the transfer agent

Signature Stock Transfer, Inc.
14673 Midway Road Suite 220
Addison, Texas 75001

Note: Signature Stock Transfer, Inc. is a registered transfer agent with the SEC.

Part C: Business Information

Item VIII: The nature of the issuer's business

Business Development: Telco Cuba, Inc. offers telecommunication services and equipment, including mobile phones, mobile voice service, and VoIP service. The services and devices initially offered will be for consumption solely in The United States of America. Telco Cuba, Inc. has positioned itself to offer low cost mobile cell phone service/plans in The United States. Telco Cuba, Inc. will offer prepaid service/plans that include predefined minute/unlimited minute plans. Telco Cuba, Inc. is positioning itself to enter the telecommunications market in Cuba once able to.

Telco Cuba is foremost a technology solutions service provider offering services under the brand names "Amgentech" and "Telco Cuba".

Under the brand name "Telco Cuba", the company is targeting the Cuban American demographic in the United States. The vast majority of Telco Cuba's potential subscribers are currently customers of lower-end cellular providers such as Metro PCS, Boost and Simple Mobile. Telco Cuba plans to offer low cost international rates commensurate with that of lower end cellular providers on any of its prepaid all-you-can-talk/text with and without data plans. All of Telco Cuba's calling plans will allow international calls at similar or lower rates than competitive landline rates. Additionally, as an MVNO of Sprint, Telco Cuba will offer direct text messaging and calling to the Country of Cuba. As part of a landmark deal, Telco Cuba will offer cell phone roaming services in Cuba. In Addition to its cell phone services, Telco Cuba offers digital home phone service and will be bundling its digital and cell phone service. Currently there is no provider of these services targeting the Cuban American demographic. Telco Cuba has already received a license with the FCC, allowing it to directly peer with telephone providers outside of the United States. This license fits into the long term plan Telco Cuba has of building out its own infrastructure. The company's strategy is to offer different price plans targeted to U.S. based Cubans and travelers. The target market not only includes U.S.-based Cubans but also native Cubans worldwide. Telco Cuba has engaged IDT, the only American long distance carrier with a direct relationship with ETECSA and will be offering digital calling plans (calling cards, digital phone service, and Cell phone service) targeted to the Cuban market in the states with the largest Cuban demographic: Florida, New Jersey, and Chicago.

Under the brand name "Amgentech", the company offers best of breed technology solutions which include, but are not limited to Software and Network architecture services, software development, web site development, hosting and colocation services, managed network and managed server services, voice over ip servers and bulk mailing services. Amgentech has been providing services since 2001,



building out networks and services in the international markets of Costa Rica, Panama, Colombia, and Panama.

Amgentech, Inc. is a Florida based Corporation engaged in the business of providing technology solutions, integrating and building technology infrastructure and software and website development. Amgentech, Inc. also offers managed collocated and leased servers. Originally founded in 2001, Amgentech, Inc. has been providing Internet based solutions, VoIP infrastructure and consulting services for over 14 years to diverse clients in The United States of America, the counties of El Salvador, Nicaragua, Costa Rica, Panama, Colombia and Venezuela. Amgentech, Inc. continues to provide these same services, in addition to providing the technical and Internet know how to implement the technological vision that is envisioned for Telco Cuba, Inc., Amgentech will be the sole technical services provider.

On June 15, 2015, the Company effectuated an amendment to its articles of incorporation to change its name to Telco Cuba, Inc. following a share exchange with Amgentech, Inc. consummated on June 12, 2015 under which the shareholders of Amgentech became the majority shareholders of the company and Amgentech elected to become the successor issuer to the company.

At the present time, revenues are being generated solely through Amgentech, Inc.

Item IX: The nature of products or services offered

Markets Served

Telco Cuba, Inc. is targeting the low end of the cell phone market, targeting the Cuban American demographic currently residing in South Florida.

Amgentech, Inc. targets small to mid-size businesses which require enterprise level solutions and support.

Service Offerings

Amgentech, Inc. provides infrastructure services that include colocation, hosting, web site hosting, email hosting, bulk mail services, software development, software design, website design and Voice over IP services.

Telco Cuba, Inc. is in the nascent portion of its offerings and offers mobile phone service. The company provides free iPhone 4 phones with its offerings.

Item X: The nature and extent of the issuer's facilities

The Company presently leases offices at 4960 Southwest 52 Street, Unit 404, Davie, FL 33314



Part D: Management Structure and Financial Information

Item XI: The name of the chief executive officer, members of the board of directors, as well as control persons.

A. President, Chief Executive Officer and Chairman of the board

1. Full Name: William J Sanchez
2. Business Address: 4960 Southwest 52 Street, Unit 404, Davie, FL 33314
3. Employment history: From 2001 till present, Mr. Sanchez has been President of Amgentech, Inc. In June, 2015 Amgentech, Inc. was acquired by the company and Mr. Sanchez took on the added role of President/CEO/Chairman of Telco Cuba, Inc.
4. Board memberships and other affiliations: N/A
5. Compensation by the issuer: \$240,000 per year
6. Number and class of issuer's securities beneficially owned:
 - 43,885 Series B Convertible Preferred Stock
 - 200,000 Series C Preferred Stock
 - 2,240,000 Common Stock

B. Legal/Disciplinary History

1. Conviction in a criminal proceeding or named as a defendant in a criminal proceeding: **None.**
2. Entry of an order, judgment, or decree, not reversed, suspended or vacated that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or bank activities: **None.**
3. A finding or judgment by a court (in civil action), the SEC, the Commodity Futures trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law: **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: **None.**
5. The company settled with a debenture note holder in December, 2016. The note was settled for \$132,000.00. The resulting amended note has (0%) no discount rate, and a total monthly conversion restriction. The company is working with the note holder to convert the settled amount into stock of the company.
6. The company is actively litigating a debenture note originating in 2011. The case was filed in Broward County, Florida in 2014 by the note holder.
7. During the month of July, 2017 the company procured settlements with three note holders. The settlements include forgiveness of all default conversion features, forgiveness of default interests and enact a conversion standstill period.

- #### **C. Disclosure of Family Relationships**. The Secretary and Director of the company, Maria Beatriz Anez is married to the President of the company, William J Sanchez. Mrs. Anez does not hold any shares in her name, but because of her relation to the President of the company is considered a beneficial owner.



D. Disclosure of Related Party Transactions. There are no related party transactions within the last two full fiscal years and the current fiscal years: **None**

E. Disclosure of Conflicts of Interest. There are no conflicts of interest: **None**

Item XII: Financial information for the issuer's most recent fiscal period.

Attached hereto as Exhibit A are the consolidated balance sheet, consolidated statement of income, consolidated statement of cash flows, consolidated statement of changes in stockholders' equity, and financial notes for the years ended November 30, 2015 and 2014.

Item XIII: Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

The company's audited consolidated balance sheets, consolidated statements of income, consolidated statements of cash flows, consolidated statement of changes in stockholders' equity, and financial notes for the fiscal years ended November 30, 2013 and November 30, 2012 were filed previously. The filings can be found in the disclosure section of the OTCMARKETS profile of the company under the ticker symbol "QBAN" as well as within the SEC's EDGAR filing and reporting system.

Item XIV: Beneficial Owners

| Name and Address | Title of Class | Amount and Nature of Beneficial Ownership | Percentage of Class |
|--|--------------------------------------|--|----------------------------|
| William Sanchez ⁽¹⁾⁽³⁾ Chief Executive Officer | Preferred B Series C | 43,885 ⁽¹⁾ 200,000 ⁽¹⁾ | 53.42% 100% |
| Maria Beatriz Anez ⁽¹⁾⁽³⁾ Corporate Secretary | Preferred B Series C | 43,885 ⁽¹⁾ 200,000 ⁽¹⁾ | 53.42% 100% |
| JMZ Alliance Group | Preferred B ⁽²⁾ Common | 19,856 ⁽²⁾ 5,600,000 | 24.17% 0.025% |
| Frank Gerardi | Series A | 55,555 | 55.55% |

1. This individual was appointed to their position on June 2015.

2. JMZ Alliance Group holds non-votable preferred B shares

3. Mr. Sanchez and Ms. Anez are husband and wife. The shares shown represent a combination of direct and beneficial ownership.



Item XV: The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure:

1. Investment Banker: **The Company has not presently engaged an investment banker.**
2. Promoters: **The Company has not presently engaged a promoter.**
3. Counsel (General Legal Counsel and SEC Counsel):
Andrew Coldicutt
1220 Rosecrans Street, PMB 258
San Diego, CA 92106
4. Accountant or Auditor: **The Company uses Fussell Accounting Services to keep the company compliant with GAAP standards.**
Fussell Accounting Solutions
3600 South State Road 7, #251
Miramar, FL 33023
5. Public Relations Consultant(s): **The Company has not presently engaged any public relations consultants.**
6. Investor Relations Consultant: **The Company has not presently engaged any investor relations consultant.**
7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement: **None**

Item XVI: Management's Discussion and Analysis or Plan of Operation.

A. Plan of Operation: Issuer's Plan of Operation for the next twelve months.

The Company's primary business operations are currently through its Amgentech, Inc. subsidiary which is located in Davie, Florida. The Company currently employs approximately 2 full-time employees and expects to hire 2-3 additional employees over the next twelve months.

Amgentech, Inc. is a provider of colocation, hosting, software development, website development and VoIP services in the South Florida region. The company was originally established in 2001 to provide infrastructure and information security services. Amgentech, Inc. has been instrumental in the launching of many products and services, including the site and product offerings of websites brandonlang.com, sportsadvisors.com, sportsline.com, nakedpapers.com, starmedia.com, as well as off shore providers of sports related services. Our 99.999% uptime SLA's, bulk mail services and know how has enabled the company to keep customers long term.

Telco Cuba, Inc. is a provider of mobile cell phone service. We are actively offering services, and are anticipating a ramp up in revenues based on service business initiatives in the coming months.

The Company plans to grow revenue through the subscriber growth of Telco Cuba, new website and software development projects at Amgentech, Inc. and through strategic complementary acquisitions in the next 12 months.

The company can currently satisfy its needs solely on earned revenue, but plans on taking on investment to grow its mobile phone service and for acquisitions in the next 12 months.



B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Results of operations for the years ended November 30, 2016 and November 30, 2015

Revenues

We earned total revenues of \$151,706 for the fiscal year ended November 30, 2016, and \$163,815 for the fiscal year ended November 30, 2015. We are presently in the development stage of our business and we can provide no assurance that we will be able to generate revenues from the sale of telecommunications services in the future. During the periods presented, the Company was actively seeking to develop mineral exploration and intended to sell such reserves if and when recovered. However, the Company was unable to secure adequate funding for exploration and recovery operations, and the company's subsidiary Amgentech, Inc. has been actively providing infrastructure and telecommunication services during these periods. The revenue presented is attributed to the acquisition of Amgentech, Inc.

Operating Expenses

We incurred operating expenses in the amount of \$451,103 during the fiscal year ended November 30, 2016, and \$403,072 during the fiscal year ended November 30, 2015.

Other Income/Expense

During the years ended November 30, 2016 and November 30, 2015, the Company incurred interest expense of \$873,866, and \$1,330,474, respectively, which was incurred on the Company's third party debt and convertible debentures.

For the years ended November 30, 2016 and 2015, the Company recorded gain of \$1,777,412 and \$905,050, respectively, attributable to fluctuations in the valuation of the derivative liability.

During the year ended November 30, 2016, the Company incurred amortization of debt discount of \$241,467, which was incurred on the Company's convertible debentures compared to \$268,413 for the year ended November 30, 2015.

Operating Activities

We had net cash used of \$142,887 and \$237,270 of net cash provided in operating activities during the years ended November 30, 2016 and November 30, 2015, respectively. Negative cash flows from operation during the year of 2016 was due primarily to the decrease in change of fair value in derivative in the amount of \$1,192,310, and the increase by accounts payable in accrued expenses by \$220,339. Comparatively, negative cash flows from operation during the year of 2015 was due to the net loss of \$664,297.

Investing Activities

Net cash used in investing activities was \$5,450, and \$14,129 for the years ended November 30, 2016 and November 30, 2015, respectively. Negative cash flows during both years were primarily due to purchase of fixed assets.



Financing Activities

Net cash provided by financing activities was \$162,159 and \$247,263 for the years ended November 30, 2016 and November 30, 2015 respectively. Positive cash flows from financing activities during the year of 2016 were due primarily to sale of stock in an amount of \$142,500. Comparatively, positive cash flows during the year of 2015 were due to proceeds from notes payable in an amount of \$212,317.

As of November 30, 2016 and November 30, 2015, we had an accumulated working capital deficit of \$5,087,166 and \$6,077,214 respectively. We plan to address this in the year of 2017 attempting to convert certain notes, extinguishment of debt, and salaries payables into common stock of the Company. We still may fall short of needed capital in which case we anticipate covering our working capital deficit either through positive cash flow generated from Amgentech, Inc. or through additional capital raising through conventional debt or through equity transactions.

B. Off-Balance Sheet Arrangements: None

Part E: Issuance History

Item XVIII: List of securities offerings and shares issued for services in the past two years.

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer (1) within the two-year period ending on the last day of the issuer's most recent fiscal year and (2) since the last day of the issuer's most recent fiscal year.

Between December 1, 2016 to Present:

Restricted Common Shares Issuance:

Number of shares issued: 12,240,000

Legend: Rule 144

Between December 1, 2015 and November 30, 2016:

Restricted Common Shares Issuance:

Number of shares issued: 91,525,192

Legend: Rule 144

Between December 1, 2014 and November 30, 2015:

Restricted Common Shares Issuance:

Number of shares issued: 81,917,875

Legend: Rule 144

Between December 1, 2013 and November 30, 2014:

Restricted Common Shares Issuance:

Number of shares issued: 0

Legend: n/a



Part F: Exhibits

Item XVIII: Material Contracts:

In July 2015, the Company entered into an agreement with Next Group Holdings pursuant to which Next Group agreed to provide a virtual call processing platform for telecommunications, a web portal and sales portal. In exchange, the Company agreed to pay \$50,000 and use Next Group as its provider for local and international voice, data, and text services as part of its operational platform.

Item XIX: Articles of Incorporation and Bylaws.

Filed previously.

Item XX: Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

None.

Item XXI: Issuer's Certifications.

I, William J Sanchez, certify that:

1. I have reviewed this Information and Disclosure Statement of Telco Cuba, Inc.
2. Based on my knowledge, this Information and 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 Information and 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 Information and Disclosure Statement.

Dated: July 24, 2017

/s/ William J Sanchez

William J Sanchez, President



TELCO CUBA, INC.

2016 Annual Disclosure Report



EXHIBIT A

Unaudited Financial Statements

| | |
|--|-----------|
| Consolidated Balance Sheet..... | F2 to F3 |
| Consolidated Statement of Operations..... | F4 |
| Consolidated Statements of Stockholders' Deficit (balance ended 2015)..... | F5 |
| Consolidated Statements of Stockholders' Deficit (balance ended 2016)..... | F6 |
| Consolidated Statements of Cash Flow | F7 to F8 |
| Financial Footnotes..... | F9 to F15 |



EXHIBIT A

Telco Cuba, Inc.
CONSOLIDATED BALANCE SHEET
unaudited

| ASSETS | November 30, 2016 | November 30, 2015 |
|--|--------------------------|--------------------------|
| CURRENT ASSETS: | | |
| Cash | \$ 21,414 | \$ 7,592 |
| Accounts receivable (net of allowance of \$0) | 3,258 | 3,307 |
| Inventories | - | - |
| Prepaid expenses | 50,000 | 25,000 |
| TOTAL CURRENT ASSETS | 74,672 | 35,899 |
| MINERAL RIGHTS and PROPERTIES | | |
| Working Interest in Grand Chenier oil & gas prospect | - | - |
| Oil field equipment | | |
| Fixed Assets, Net | 20,188 | 15,001 |
| TOTAL MINERAL AND FIXED ASSETS | 20,188 | 15,001 |
| OTHER ASSETS | 2,448 | 6,201 |
| TOTAL ASSETS | \$ 97,308 | \$ 57,101 |
| LIABILITIES AND STOCKHOLDERS' DEFICIT | | |
| CURRENT LIABILITIES: | | |
| Accounts payable | \$ 160,043 | \$ 104,142 |
| Accrued expenses | 706,454 | 629,472 |
| Accrued payroll | 1,297,949 | 1,297,949 |
| Convertible debentures (net of debt discount of \$20,000 and \$121,467) | 572,343 | 395,178 |
| Notes payable (net of debt discount of \$0 and \$0) | 2,170,000 | 2,233,331 |
| Due to former CEO | 17,406 | 16,022 |
| Due to officers | 105,543 | 112,610 |
| Derivative liability | 132,100 | 1,324,409 |
| TOTAL CURRENT LIABILITIES | \$ 5,161,838 | \$ 6,113,113 |



EXHIBIT A

| STOCKHOLDERS' DEFICIT: | | | |
|---|--------------------|-----------|--------------------|
| Preferred A stock, \$.001 par value; authorized shares - 100,000 shares; 55,555 and 3,000 issued and outstanding | 59 | | 3 |
| Preferred B stock, \$.001 par value; authorized shares - 100,000 shares; 82,544 and 71,344 issued and outstanding | 82 | | 71 |
| Preferred C stock, \$.001 par value; authorized shares - 200,000 shares; 200,000 and 100,000 issued and outstanding | 20 | | 10 |
| Common stock, \$.001 par value; authorized shares - 975,000,000 shares; 214,631,231 and 123,106,039 shares issued and outstanding | 214,631 | | 123,106 |
| Additional paid-in capital | 93,117 | | 11,431 |
| Accumulated deficit | (5,382,429) | | (6,190,633) |
| TOTAL STOCKHOLDERS' DEFICIT | (5,064,530) | | (6,056,012) |
| TOTAL LIABILITIES & STOCKHOLDERS' DEFICIT EQUITY | \$ 97,308 | \$ | 57,101 |

The accompanying notes are an integral part of these financial statement



EXHIBIT A

Telco Cuba, Inc.
CONSOLIDATED STATEMENT OF OPERATIONS
unaudited

| | For the Years ended | |
|---|----------------------------|---------------------|
| | November 30, 2016 | November 30, 2015 |
| REVENUES AND COST OF SALES: | | |
| Sales | \$ 151,706 | \$ 163,815 |
| COST OF SALES | 9,981 | 14,579 |
| GROSS PROFIT | \$ 141,725 | \$ 149,236 |
| OPERATING EXPENSES: | | |
| General and administrative | \$ 451,103 | \$ 403,072 |
| Bank charges and interest | - | - |
| Foreign exchange (gain) loss | - | - |
| Mineral claim maintenance and geological costs | - | - |
| TOTAL OPERATING EXPENSES | \$ 451,103 | \$ 403,072 |
| OPERATING LOSS | (309,378) | (253,836) |
| INTEREST EXPENSE | 873,866 | 1,307,784 |
| CHANGE IN FAIR VALUE OF DERIVATIVE LIABILITY | (1,777,412) | (905,050) |
| EXTINGUISHMENT OF DEBT | (214,036) | (14,963) |
| NET INCOME (LOSS) | \$ 808,204 | \$ (664,297) |
| DILUTED - INCOME (LOSS) PER SHARE | - | \$ (0.01) |
| BASIC INCOME - (LOSS) PER SHARE | \$ 0.01 | \$ (0.01) |
| WEIGHTED AVERAGE COMMON SHARES OUTSTANDING | | |
| Diluted | - | \$ 59,460,852 |
| Basic | \$ 168,568,699 | \$ 59,460,852 |

The accompanying notes are an integral part of these financial statements



EXHIBIT A
Telco Cuba, Inc.

CONSOLIDATED STATEMENT OF STOCKHOLDERS' DEFICIT
unaudited

| | Preferred A Stock | | Preferred B Stock | | Preferred C Stock | | Common Stock | | Additional | Accumulated | Total |
|--|------------------------|------|------------------------|-------|------------------------|-------|---------------------|-----------|-------------|----------------|---------------|
| | (\$,0001 par value) | | (\$,0001 par value) | | (\$,0001 par value) | | (\$,0001 par value) | | Paid-In | | Stockholders' |
| Balance, November 30, 2014 | - | - | 50,088 | \$ 50 | - | - | - | - | \$ 950 | \$ 5,991 | \$ 6,991 |
| Distributions | | | - | - | - | - | - | - | (62,135) | - | (62,135) |
| Recapitalization Telco Cuba | 3,000 | 3 | 33,592 | 34 | - | - | 46,288,164 | 46,288 | (5,471,143) | - | (5,424,818) |
| Issuance of stock for: | | | | | | | | | | | |
| Conversion of debentures | - | - | - | - | - | - | 12,130,729 | \$12,131 | 5,389 | - | 17,520 |
| Conversion of Preferred B to common shares | - | - | (12,336) | (13) | - | - | 61,680,000 | \$61,680 | (61,667) | - | - |
| Services Performed | - | - | - | - | 100,000 | 10 | 3,007,146 | 3,007 | 67,710 | - | 70,727 |
| Insufficient APIC balance re-classed to accumulated deficit account | - | - | - | - | - | - | - | - | 5,532,327 | (5,532,237) | - |
| Net loss | - | - | - | - | - | - | - | - | - | (664,297) | (664,297) |
| Balance, November 30, 2015 - Reverse Merger | 3,000 | \$ 3 | 71,344 | \$ 71 | 100,000 | \$ 10 | 112,106,639 | \$123,106 | \$ (11,431) | \$ (6,190,633) | \$(6,056,012) |



EXHIBIT A

| | Preferred A Stock | | Preferred B Stock | | Preferred C Stock | | Common Stock | | Additional | Accumulated | Total |
|--|------------------------|-------|------------------------|-------|------------------------|-------|---------------------|------------|------------|----------------|----------------|
| | (\$.0001 par value) | | (\$.0001 par value) | | (\$.0001 par value) | | (\$.0001 par value) | | Paid-In | | Stockholders' |
| Balance, November 30, 2015 | 3,000 | \$ 3 | 71,344 | \$ 71 | 100,000 | \$ 10 | 123,106,039 | \$ 123,106 | \$ 11,431 | \$ (6,190,633) | \$ (6,056,012) |
| Sale of Stock To be issued | 55,555 | 56 | 15,000 | 15 | - | - | 10,000,000 | 10,000 | 132,429 | - | 142,500 |
| Repurchase of Stock | (3,000) | (3) | - | - | - | - | - | - | 3 | - | - |
| Issuance of stock for: | | | | | | | | | | | |
| Conversion of debentures | - | - | - | - | - | - | 57,525,192 | 57,525 | (31,131) | - | 26,394 |
| Conversion of Preferred B to common shares | - | - | (3,800) | (4) | - | - | 19,000,000 | 19,000 | (18,996) | - | - |
| Services Performed | - | - | - | - | 100,000 | 10 | 5,000,000 | 5,000 | 9,374 | - | 14,384 |
| Net Income | - | - | - | - | - | - | - | - | - | 808,204 | 808,204 |
| Balance, November 30, 2016 | 55,555 | \$ 56 | 82,544 | \$ 82 | 200,000 | \$ 20 | 214,631,231 | \$ 214,631 | \$ 103,110 | \$ (5,382,429) | \$ (5,064,530) |

The accompanying notes are an integral part of these financial statements



EXHIBIT A
Telco Cuba, Inc.
CONSOLIDATED STATEMENT OF CASH FLOWS
unaudited

| | For the years ended | |
|---|----------------------|----------------------|
| | November 30, 2016 | November 30, 2015 |
| CASH FLOWS FROM OPERATING ACTIVITIES: | | |
| Net Income (loss) | 808,204 | (664,297) |
| Adjustments to reconcile net income (loss) to net cash used in operating activities: | | |
| Depreciation | 263 | 937 |
| Bad Debt Expense: | - | 6,780 |
| Amortization of debt discount | 241,467 | 18,533 |
| Extinguishment of Debt | (214,036) | (14,963) |
| Change in fair value of derivative | (1,192,310) | 262,595 |
| Stock issued for compensation | 14,384 | 70,727 |
| Changes in assets and liabilities: | | |
| Prepaid expenses and other assets | (21,247) | (29,569) |
| Accounts Receivables | 49 | (3,165) |
| Accounts payable and accrued expenses | 220,339 | 115,152 |
| NET CASH USED IN OPERATING ACTIVITIES | (142,887) | \$ (237,909) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Purchase of Fixed Assets | (5,450) | (14,129) |
| NET CASH USED IN INVESTING ACTIVITIES | (5,450) | \$ (14,129) |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | |
| Proceeds from Note Payables | 25,342 | 212,317 |
| Borrowings from Officer | (5,683) | 97,081 |
| Distributions to shareholder | 142,500 | (62,135) |
| NET CASH PROVIDED BY FINANCING ACTIVITIES | 162,159 | \$ 247,266 |
| NET INCREASE (DECREASE) IN CASH | 13,822 | (4,136) |
| CASH - BEGINNING OF PERIOD | 7,592 | 11,728 |



EXHIBIT A

| | | | | |
|--|----|--------|----|--------|
| CASH - END OF PERIOD | \$ | 21,414 | \$ | 7,592 |
| SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION: | | | | |
| Cash paid for interest | | - | | - |
| NON-CASH INVESTING AND FINANCING ACTIVITIES: | | | | |
| Stock issued in connection with conversion of debentures | \$ | 26,394 | \$ | 17,520 |

The accompanying notes are an integral part of these financial statements



EXHIBIT A

Footnotes to the Unaudited Statements for the annual period ending November 30, 2016

Accounting Principles and Basis of Presentation

The consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States ("US GAAP") and are expressed in U.S. dollars. All inter-company accounts and transactions have been eliminated. The Company's fiscal year end is November 30.

These statements should be read in conjunction with our Annual Report

The significant accounting policies followed are:

Principles of Consolidation

The consolidated financial statements include the accounts of Telco Cuba, Inc. (parent) and Amgentech, Inc., our wholly owned subsidiary which has common ownership and management. All intercompany balances and transactions have been eliminated.

Use of Estimates

The preparation of 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 financial statements and the reported amounts of revenues and expenses during the reporting period.

The Company regularly evaluates estimates and assumptions related to the deferred income tax asset valuation allowances. The Company bases its estimates and assumptions on current facts, historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. To the extent there are material differences between the estimates and the actual results, future results of operations will be affected. Included in these estimates are assumptions about collection of accounts receivable, impairment of intangibles, useful life of property and equipment, stock based compensation, beneficial conversion of convertible notes payable, deferred income tax asset valuation allowances, and valuation of derivative liabilities.

Cash and Cash Equivalents

For purposes of the statement of cash flows, cash includes demand deposits, saving accounts and money market accounts. The Company considers all highly liquid instruments with maturities of three months or less when purchased to be cash equivalents.

Cash is maintained at financial institutions and, at times, balances may exceed federally insured limits. We have never experienced any losses related to these balances. All our non-interest



EXHIBIT A

bearing cash balances were fully insured at March 31, 2017 and December 31, 2016. At March 31, 2016, there were no amounts held in excess of federally insured limits.

Accounts receivable and concentration of credit risk

The Company does not currently have a trade accounts receivable as all sales are either cash or credit card for services or products and collected contemporaneously with the sale. Therefore, the Company has not recorded an allowance for doubtful accounts. The Company does have a large percentage of total sales with a single customer.

Related Party Transactions

Parties are considered to be related to the Company if the parties that, directly or indirectly, through one or more intermediaries, control, are controlled by, or are under common control with the Company. Related parties also include principal owners of the Company, its management, members of the immediate families of principal owners of the Company and its management and other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests. The Company discloses all related party transactions.

All transactions shall be recorded at fair value of the goods or services exchanged. Property purchased from a related party is recorded at the cost to the related party and any payment to or on behalf of the related party in excess of the cost is reflected as a distribution to the related party.

The Company considers all officers, directors, senior management personnel, and senior level consultants to be related parties to the Company.

Furniture, equipment, and long-lived assets

Furniture and equipment are recorded at cost and depreciated on a straight-line basis over their estimated useful lives, principally three to five years. Accelerated methods are used for tax depreciation. Maintenance and repairs are charged to operations when incurred. Betterments and renewals are capitalized. When furniture and equipment are sold or otherwise disposed of, the asset account and related accumulated depreciation account are relieved, and any gain or loss is included in operations.

The Company evaluates the recoverability of its long-lived assets or asset groups whenever adverse events or changes in business climate indicate that the expected undiscounted future cash flows from the related assets may be less than previously anticipated. If the net book value of the related assets exceeds the undiscounted future cash flows of the assets, the carrying amount would be reduced to the present value of their expected future cash flows and an impairment loss would be recognized.



EXHIBIT A

Revenue recognition

The Companies follow the guidance of the FASB ASC 605-10-S99 “Revenue Recognition Overall – SEC Materials”. The Companies record revenue when persuasive evidence of an arrangement exists, product delivery has occurred, the sales price to the customer is fixed or determinable, and collectability is reasonably assured. Revenues consist primarily of product sales.

Contingencies

The Company follows ASC 450-20, *Loss Contingencies*, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated. There were no commitments or contingencies as of February 28, 2017 and November 30, 2016, respectively.

Share Based Compensation

The Company recognizes all share-based payments to employees, including grants of employee stock options, as compensation expense in the financial statements based on their fair value. That expense will be recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period). There were no grants awarded in 2016 and 2015.

The Company issues common stock and common stock options and warrants to consultants for various services. For these transactions, the Company follows the guidance in FASB ASC Topic 505. Costs for these transactions are measured at the fair value of the consideration received or the fair value of the equity instrument issued, whichever is more reliably measurable. The value of the common stock is measured at the earlier of (i) the date at which a firm commitment for performance by the counterparty to earn the equity instrument is reached or (ii) the date at which the counterparty's performance is complete.

Financial Instruments

Pursuant to ASC 820, Fair Value Measurements and Disclosures, an entity is required to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. ASC 820 establishes a fair value hierarchy based on the level of independent, objective evidence surrounding the inputs used to measure fair value. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. ASC 820 prioritizes the inputs into three levels that may be used to measure fair value:

1. Level 1 applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.
2. Level 2 applies to assets or liabilities for which there are inputs other than quoted prices that are observable for the asset or liability such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions (less active markets); or model derived



EXHIBIT A

valuations in which significant inputs are observable or can be derived principally from, or corroborated by, observable market data.

3. Level 3 applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities. The Company's financial instruments consist principally of cash, accounts receivable, inventory, accounts payable and accrued liabilities notes payable, convertible promissory notes, and amounts due to related parties. Pursuant to ASC 820, the fair value of our cash is determined based on "Level 1" inputs, which consist of quoted prices in active markets for identical assets. We believe that the recorded values of all of our other financial instruments approximate their current fair values because of their nature and respective maturity dates or durations.

Convertible Instruments

The Company evaluates and accounts for conversion options embedded in its convertible instruments in accordance with professional standards for "Accounting for Derivative Instruments and Hedging Activities". Professional standards generally provide three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument. Professional standards also provide an exception to this rule when the host instrument is deemed to be conventional as defined under professional standards as "The Meaning of "Conventional Convertible Debt Instrument". The Company accounts for convertible instruments (when it has determined that the embedded conversion options should not be bifurcated from their host instruments) in accordance with professional standards when "Accounting for Convertible Securities with Beneficial Conversion Features," as those professional standards pertain to "Certain Convertible Instruments." Accordingly, the Company records, when necessary, discounts to Convertible Debentures for the intrinsic value of conversion options embedded in debt instruments based upon the differences between the fair value of the underlying common stock at the commitment date of the note transaction and the effective conversion price embedded in the note. Debt discounts under these arrangements are amortized over the term of the related debt to their earliest date of redemption. The Company also records when necessary deemed dividends for the intrinsic value of conversion options embedded in preferred shares based upon the differences between the fair value of the underlying common stock at the commitment date of the note transaction and the effective conversion price embedded in the note.



EXHIBIT A

ASC 815-40 provides that, among other things, generally, if an event is not within the entity's control could or require net cash settlement, then the contract shall be classified as an asset or a liability.

Derivative Liabilities

The Company assessed the classification of its derivative financial instruments as of November 30, 2016, which consist of convertible instruments and rights to shares of the Company's common stock, and determined that such derivatives meet the criteria for liability classification under ASC 815.

ASC 815 generally provides three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument subject to the requirements of ASC 815. ASC 815 also provides an exception to this rule when the host instrument is deemed to be conventional, as described.

Change in Reporting Requirements

Effective in November 2015, the Company filed a Form 15g with the SEC withdrawing from the obligation to file reports going forward.

In April 2017, the Company filed for reporting on the OTC Markets Alternative News and Reporting Service.

Debt transactions:

During the month of December 2015, the Company issued a note in the amount of \$65,000.00 to pay for auditing services.

During the month of December 2015, the Company issued a note in the amount of \$35,000.00 to pay for business consulting services.

During the month of December, 2015 the company issued a note in the amount of \$65,000.00 to pay for consulting services.

During the month of December 2015, 3,000 Series A shares were returned to the company by the holder.

In February 2016, the Company issued 16,025,192 common shares in connection with the conversion of \$8,171.97 of convertible debentures and accrued interest. The conversions had an average price of \$0.00026 per share.



EXHIBIT A

During the month of February 2016, the Company issued 1,200,000 common shares to unaffiliated third party accredited investors in connection with the conversion of 240 preferred B shares.

During the month of March 2016, the Company issued 5,800,000 common shares to unaffiliated third party accredited investors in connection with the conversion of 1,160 preferred B shares.

During the month of March 2016, The Company settled debts and the accrued payrolls of former officers of the company.

During March 2016, the Company issued 3,000,000 shares of restricted common stock for settlement with the previous CEO for services and a balance of \$1,384.29 and 2,000,000 shares of restricted common stock for services rendered with a consultant's contract valued at \$3,000.00.

During the month of March 2016, a note holder forgave the principle and interest of three debenture notes that were acquired as part of a stock and debt purchase transaction that occurred during the month of April, 2015.

Between March 1st 2016 and March 30th 2016, the Company sold and issued 15,000 preferred B shares for \$112,500.00.

Between April 1st 2016 and July 31st 2016, the company issued 41,500,000 common shares in connection with the conversion of \$18,222.00 of convertible debentures and accrued interest. The conversions had an average price of \$0.0003 per share.

On September 1, 2016, the Company issued a note in the amount of \$40,000.00 to pay for consulting services.

On November 1, 2016, the Company issued 100,000 shares of Series C Preferred Stock to the Company's CEO in exchange for services rendered to the Company.

During the month of November 2016, the Company sold and issued 55,555 Series A shares for \$25,000.00.

During the month of November 2016, the Company sold and issued 10,000,000 common stock shares for \$5,000.00.

During the month of November 2016, William Sanchez gifted 2,400 converted Preferred B shares to family members.

Subsequent Events

The Company evaluated subsequent events from December 1, 2016 through the date this filing was completed, noting the following:

During the month of December 2016, the company issued 10,000,000 common shares in connection with the conversion of \$2,000.00 of convertible debentures and accrued interest. The conversions had an average price of \$0.0003

In February 2017, an officer converted a portion (\$1,344.00) of salary due to him into 2,240,000 common shares.



EXHIBIT A

During the month of February 2017, the company wrote off accrued expenses and payroll of former officers which resulted in a 1.3 million gain, which is reported in the statements of operations as other income.