UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

x **QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended March 31, 2012

¨ **TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from __________ to __________

Commission File Number 001-12885

ALPHA-EN CORPORATION

(Exact Name of Registrant as Specified in Its Charter)

Delaware	95-4622429
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)
120 White Plains Road, Suite 425, Tarrytown, New York	10591
(Address of Principal Executive Offices)	(Zip Code)

(914) 418-2000

(Registrant's Telephone Number, Including Area Code)

Indicate by check mark whether the registrant (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ¨ No x

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ¨ No x

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer ¨	Accelerated filer ¨
Non-accelerated filer ¨	Smaller reporting company x

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ¨ No x

As of June 1, 2015, there were 27,821,030 shares of the issuer's common stock outstanding.

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PART I. FINANCIAL INFORMATION

ITEM 1. Financial Statements

Alpha-En Corporation

March 31, 2012 and 2011

Index to the Consolidated Financial Statements

Alpha-En Corporation
Consolidated Balance Sheets

	March 31, 2012 (Unaudited)	December 31, 2011 (Unaudited)
ASSETS		
CURRENT ASSETS		
Cash	$ 644	$ 376
Prepaid expenses	-	3,078
Total Current Assets	644	3,454
TOTAL ASSETS	$ 644	$ 3,454
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accrued expenses	$ 132,633	$ 134,499
Note payable	-	1,385
Note payable - related party	-	991
Advances from related parties	140,875	134,384
Total Current Liabilities	273,508	271,259
TOTAL LIABILITIES	273,508	271,259
STOCKHOLDERS' DEFICIT		
Preferred stock: par value $0.01; 2,000,000 shares authorized; none issued or outstanding	-	-
Class B common stock: no par value; 1,000,000 shares authorized; none issued or outstanding	-	-
Common stock: par value $0.01; 35,000,000 shares authorized; 27,821,030 shares issued and outstanding, respectively	278,210	278,210
Additional paid-In capital	7,788,103	7,788,103
Accumulated deficit	(8,269,794)	(8,264,735)
Treasury stock, at cost	(69,383)	(69,383)
Total Stockholders' Deficit	(272,864)	(267,805)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	$ 644	$ 3,454

See accompanying notes to the consolidated financial statements

Alpha-En Corporation
Consolidated Statements of Operations for the three months ended March 31, 2012 and 2011

	For the Three Months Ended March 31, 2012 (Unaudited)	For the Three Months Ended March 31, 2011 (Unaudited)
Revenue	$ -	$ 214
Operating Expenses:		
Research and development	-	70,000
General and administrative expenses	5,059	60,383
Total Operating Expenses	5,059	130,383
Loss before income taxes	(5,059)	(130,169)
Income tax provision	-	-
Net loss	$ (5,059)	$ (130,169)
Net Loss Per Common Share - basic and diluted	$ (0.00)	$ (0.00)
Weighted Average Common Shares Outstanding: - basic and diluted	27,821,030	28,107,697

See accompanying notes to the consolidated financial statements

Alpha-En Corporation
Consolidated Statement of Changes in Stockholders' Equity (Deficit)
For the Interim Period ended March 31, 2012
(Unaudited)

	Common Stock		Additional Paid-in	Treasury Stock		Accumulated	Total Stockholders'
	Shares	Amount	Capital	Shares	Amount	Deficit	Equity (Deficit)
Balance, December 31, 2010	27,821,030	$ 278,210	$ 7,718,103	798,918	$ (69,383)	$ (7,832,316)	$ 94,614
Common stock issued for investor relations	300,000	3,000	123,000				126,000
Options granted for research and development			70,000				70,000
Cancellation of common stock issued for investor relations	(300,000)	(3,000)	(123,000)				(126,000)
Net loss						(432,419)	(432,419)
Balance, December 31, 2011	27,821,030	278,210	7,788,103	798,918	(69,383)	(8,264,735)	(267,805)
Net loss						(5,059)	(5,059)
Balance, March 31, 2012	27,821,030	$ 278,210	$ 7,788,103	798,918	$ (69,383)	$ (8,269,794)	$ (272,864)

See accompanying notes to the consolidated financial statements

Alpha-En Corporation
Consolidated Statements of Cash Flows

	For the Three Months Ended March 31, 2012 (Unaudited)	For the Three Months Ended March 31, 2011 (Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	$ (5,059)	$ (130,169)
Adjustments to reconcile net loss to net cash used in operating activities		
Common stock issued for compensation	-	126,000
Warrant granted for compensation	-	70,000
Amortization	-	13,500
Changes in operating assets and liabilities:		
Prepaid expenses	3,078	(120,915)
Accrued expenses	(1,866)	17,050
Net cash used in operating activities	(3,847)	(24,534)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from (repayments to) notes payable	-	17,500
Proceeds from (repayments to) notes payable - related party	(1,385)	(214)
Advances from (repayments to) stockholder	5,500	6,722
Net cash flows provided by financing activities	4,115	24,008
NET CHANGE IN CASH	268	(526)
CASH BALANCE AT BEGINNING OF PERIOD	376	804
CASH BALANCE AT END OF PERIOD	$ 644	$ 278
SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:		
Interest paid	$ -	$ -
Income tax paid	$ -	$ -

See accompanying notes to the consolidated financial statements

Note 1 - Organization and Operations

Alpha-En Corporation ("Company") was incorporated under the laws of the State of Delaware on March 7, 1997 and had operated through its wholly-owned subsidiaries, Avenue Pictures, Inc. and its subsidiaries and Wombat Productions, Inc. through May 2, 2006.

From May 2, 2006 through February 24, 2009, the Company had been inactive.

On February 25, 2009, the Company was granted a license for an exclusive, worldwide, transferable, perpetual license to use certain proprietary technology for the processing of lithium for use in batteries and other fields.

Commencing in October 2010, working through a third party, the Company conducted a series of tests to determine if the process works and, based on the results, believes that the process is workable and commercially feasible .

Note 2 - Significant and Critical Accounting Policies and Practices

The Management of the Company is responsible for the selection and use of appropriate accounting policies and the appropriateness of accounting policies and their application. Critical accounting policies and practices are those that are both most important to the portrayal of the Company's financial condition and results and require management's most difficult, subjective, or complex judgments, often as a result of the need to make estimates about the effects of matters that are inherently uncertain. The Company's significant and critical accounting policies and practices are disclosed below as required by generally accepted accounting principles.

Basis of Presentation – Unaudited Interim Financial Information

The accompanying unaudited interim financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") for the interim financial information, and with the rules and regulations of the United States Securities and Exchange Commission ("SEC") to Form 10-Q and Article 8 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by U.S. GAAP for complete financial statements. The unaudited interim financial statements furnished reflect all adjustments (consisting of normal recurring accruals) which are, in the opinion of management, necessary to a fair statement of the results for the interim period presented. Unaudited consolidated interim results are not necessarily indicative of the results for the full fiscal year. These financial statements should be read in conjunction with the financial statements of the Company for the year ended December 31, 2011 and notes thereto contained in the information filed as part of the Company's Form 10-K, which was filed on April 16, 2012.

Use of Estimates and Assumptions and Critical Accounting Estimates and Assumptions

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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(s) of the financial statements and the reported amounts of revenues and expenses during the reporting period(s).

Critical accounting estimates are estimates for which (a) the nature of the estimate is material due to the levels of subjectivity and judgment necessary to account for highly uncertain matters or the susceptibility of such matters to change and (b) the impact of the estimate on financial condition or operating performance is material. The Company's critical accounting estimates and assumptions affecting the financial statements were:

(i) *Assumption as a going concern*: Management assumes that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.
(ii) *Valuation allowance for deferred tax assets*: Management assumes that the realization of the Company's net deferred tax assets resulting from its net operating loss ("NOL") carry-forwards for Federal income tax purposes that may be offset against future taxable income was not considered more likely than not and accordingly, the potential tax benefits of the net loss carry-forwards are offset by a full valuation allowance. Management made this assumption based on (a) the Company has incurred recurring losses, (b) general economic conditions, and (c) its ability to raise additional funds to support its daily operations by way of a public or private offering, among other factors.
(iii) *Estimates and assumptions used in valuation of equity instruments*: Management estimates expected term of share options and similar instruments, expected volatility of the Company's common shares and the method used to estimate it, expected annual rate of quarterly dividends, and risk free rate(s) to value share options and similar instruments.

These significant accounting estimates or assumptions bear the risk of change due to the fact that there are uncertainties attached to these estimates or assumptions, and certain estimates or assumptions are difficult to measure or value.

Management bases its estimates on historical experience and on various assumptions that are believed to be reasonable in relation to the financial statements taken as a whole under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.

Management regularly evaluates the key factors and assumptions used to develop the estimates utilizing currently available information, changes in facts and circumstances, historical experience and reasonable assumptions. After such evaluations, if deemed appropriate, those estimates are adjusted accordingly.

Actual results could differ from those estimates.

Principles of Consolidation

The Company applies the guidance of Topic 810 "Consolidation" of the FASB Accounting Standards Codification to determine whether and how to consolidate another entity. Pursuant to ASC Paragraph 810-10-15-10, all majority-owned subsidiaries - all entities in which a parent has a controlling financial interest - shall be consolidated except (1) when control does not rest with the parent, the majority owner; (2) if the parent is a broker-dealer within the scope of Topic 940 and control is likely to be temporary; (3) consolidation by an investment company within the scope of Topic 946 of a non-investment-company investee. Pursuant to ASC Paragraph 810-10-15-8, the usual condition for a controlling financial interest is ownership of a majority voting interest, and, therefore, as a general rule ownership by one reporting entity, directly or indirectly, of more than 50 percent of the outstanding voting shares of another entity is a condition pointing toward consolidation. The power to control may also exist with a lesser percentage of ownership, for example, by contract, lease, agreement with other stockholders, or by court decree. The Company consolidates all less-than-majority-owned subsidiaries, if any, in which the parent's power to control exists.

The consolidated financial statements include all accounts of the entities as of the reporting period ending date(s) and for the reporting period(s) as follows:

Name of consolidated subsidiary or entity	**State or other jurisdiction of incorporation or organization**	**Date of incorporation or formation (date of acquisition, if applicable)**	**Attributable interest**
Avenue Pictures, Inc.	Delaware	April 28, 1992 (September 30, 1996)	100%
Wombat Productions, Inc.	Delaware	March 7, 1997	100%

The consolidated financial statements include all accounts of the Company and its inactive consolidated subsidiaries as of the reporting period ending date.

All inter-company balances and transactions have been eliminated.

Fair Value of Financial Instruments

The Company follows paragraph 820-10-35-37 of the FASB Accounting Standards Codification ("Paragraph 820-10-35-37") to measure the fair value of its financial instruments and paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The three (3) levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

Level 1 Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.

Level 2 Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.

Level 3 Pricing inputs that are generally observable inputs and not corroborated by market data.

Financial assets are considered Level 3 when their fair values are determined using pricing models, discounted cash flow methodologies or similar techniques and at least one significant model assumption or input is unobservable.

The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

The carrying amounts of the Company's financial assets and liabilities, such as cash, prepaid expenses, and accrued expenses approximate their fair values because of the short maturity of these instruments.

Transactions involving related parties cannot be presumed to be carried out on an arm's-length basis, as the requisite conditions of competitive, free-market dealings may not exist. Representations about transactions with related parties, if made, shall not imply that the related party transactions were consummated on terms equivalent to those that prevail in arm's-length transactions unless such representations can be substantiated.

Cash Equivalents

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Off-Balance-Sheet Credit Exposures

Pursuant to FASB ASC paragraph 310-10-50-9 an entity shall disclose a description of the accounting policies and methodology the entity used to estimate its liability for off-balance-sheet credit exposures and related charges for those credit exposures. Such a description shall identify the factors that influenced management's judgment (for example, historical losses and existing economic conditions) and a discussion of risk elements relevant to particular categories of financial instruments.

The Company does not have any off-balance-sheet credit exposure to its customers at March 31, 2012 and 2011.

Related Parties

The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.

Pursuant to Section 850-10-20 the Related parties include a. affiliates of the Company ("Affiliate" means, with respect to any specified Person, any other Person that, directly or indirectly through one or more intermediaries, controls, is controlled by or is under common control with such Person, as such terms are used in and construed under Rule 405 under the Securities Act); b. entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825–10–15, to be accounted for by the equity method by the investing entity; c. trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; d. principal owners of the Company; e. management of the Company; f. 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; and g. other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

The financial statements shall include disclosures of material related party transactions, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of consolidated or combined financial statements is not required in those statements. The disclosures shall include: a. the nature of the relationship(s) involved; b. a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which income statements are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; c. the dollar amounts of transactions for each of the periods for which income statements are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and d. amount due from or to related parties as of the date of each balance sheet presented and, if not otherwise apparent, the terms and manner of settlement.

Commitment and Contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the consolidated financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's consolidated financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed.

Revenue Recognition

The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.

Stock-Based Compensation for Obtaining Employee Services

The Company accounts for share-based payment transactions issued to employees under the guidance of the Topic 718 Compensation - Stock Compensation of the FASB Accounting Standards Codification ("ASC Topic 718").

Pursuant to ASC Section 718-10-20 an employee is an individual over whom the grantor of a share-based compensation award exercises or has the right to exercise sufficient control to establish an employer-employee relationship based on common law as illustrated in case law and currently under U.S. Internal Revenue Service ("IRS") Revenue Ruling 87-41. A non-employee director does not satisfy this definition of employee. Nevertheless, non-employee directors acting in their role as members of a board of directors are treated as employees if those directors were elected by the employer's shareholders or appointed to a board position that will be filled by shareholder election when the existing term expires. However, that requirement applies only to awards granted to non-employee directors for their services as directors. Awards granted to non-employee directors for other services shall be accounted for as awards to non-employees.

Pursuant to ASC Paragraphs 718-10-30-2 and 718-10-30-3 a share-based payment transaction with employees shall be measured based on the fair value of the equity instruments issued and an entity shall account for the compensation cost from share-based payment transactions with employees in accordance with the fair value-based method, i.e., the cost of services received from employees in exchange for awards of share-based compensation generally shall be measured based on the grant-date fair value of the equity instruments issued or the fair value of the liabilities incurred/settled.

Pursuant to ASC Paragraphs 718-10-30-6 and 718-10-30-9 the measurement objective for equity instruments awarded to employees is to estimate the fair value at the grant date of the equity instruments that the entity is obligated to issue when employees have rendered the requisite service and satisfied any other conditions necessary to earn the right to benefit from the instruments (for example, to exercise share options). That estimate is based on the share price and other pertinent factors, such as expected volatility, at the grant date. As such, the fair value of an equity share option or similar instrument shall be estimated using a valuation technique such as an option pricing model. For this purpose, a similar instrument is one whose fair value differs from its intrinsic value, that is, an instrument that has time value.

If the Company's common shares are traded in one of the national exchanges the grant-date share price of the Company's common stock will be used to measure the fair value of the common shares issued, however, if the Company's common shares are thinly traded the use of share prices established in its most recent private placement memorandum ("PPM"), or weekly or monthly price observations would generally be more appropriate than the use of daily price observations as such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market.

Pursuant to ASC Paragraph 718-10-55-21 if an observable market price is not available for a share option or similar instrument with the same or similar terms and conditions, an entity shall estimate the fair value of that instrument using a valuation technique or model that meets the requirements in paragraph 718-10-55-11 and takes into account, at a minimum, all of the following factors:

a. The exercise price of the option.

b. The expected term of the option, taking into account both the contractual term of the option and the effects of employees' expected exercise and post-vesting employment termination behavior: The expected life of options and similar instruments represents the period of time the option and/or warrant are expected to be outstanding. Pursuant to paragraph 718-10-S99-1, it may be appropriate to use the *simplified method*, *i.e., expected term = ((vesting term + original contractual term) / 2)*, if (i) A company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term due to the limited period of time its equity shares have been publicly traded; (ii) A company significantly changes the terms of its share option grants or the types of employees that receive share option grants such that its historical exercise data may no longer provide a reasonable basis upon which to estimate expected term; or (iii) A company has or expects to have significant structural changes in its business such that its historical exercise data may no longer provide a reasonable basis upon which to estimate expected term. The Company uses the simplified method to calculate expected term of share options and similar instruments as the company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term.

c. The current price of the underlying share.

d. The expected volatility of the price of the underlying share for the expected term of the option. Pursuant to ASC Paragraph 718-10-55-25 a newly publicly traded entity might base expectations about future volatility on the average volatilities of similar entities for an appropriate period following their going public. A nonpublic entity might base its expected volatility on the average volatilities of otherwise similar public entities. For purposes of identifying otherwise similar entities, an entity would likely consider characteristics such as industry, stage of life cycle, size, and financial leverage. Because of the effects of diversification that are present in an industry sector index, the volatility of an index should not be substituted for the average of volatilities of otherwise similar entities in a fair value measurement. Pursuant to paragraph 718-10-S99-1 if shares of a company are thinly traded the use of weekly or monthly price observations would generally be more appropriate than the use of daily price observations as the volatility calculation using daily observations for such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market. The Company uses the average historical volatility of the comparable companies over the expected term of the share options or similar instruments as its expected volatility.

e. The expected dividends on the underlying share for the expected term of the option. The expected dividend yield is based on the Company's current dividend yield as the best estimate of projected dividend yield for periods within the expected term of the share options and similar instruments.

f. The risk-free interest rate(s) for the expected term of the option. Pursuant to ASC 718-10-55-28 a U.S. entity issuing an option on its own shares must use as the risk-free interest rates the implied yields currently available from the U.S. Treasury zero-coupon yield curve over the contractual term of the option if the entity is using a lattice model incorporating the option's contractual term. If the entity is using a closed-form model, the risk-free interest rate is the implied yield currently available on U.S. Treasury zero-coupon issues with a remaining term equal to the expected term used as the assumption in the model.

Pursuant to ASC Paragraphs 718-10-30-11 and 718-10-30-17 a restriction that stems from the forfeitability of instruments to which employees have not yet earned the right, such as the inability either to exercise a non-vested equity share option or to sell non-vested shares, is not reflected in estimating the fair value of the related instruments at the grant date. Instead, those restrictions are taken into account by recognizing compensation cost only for awards for which employees render the requisite service and a non-vested equity share or non-vested equity share unit awarded to an employee shall be measured at its fair value as if it were vested and issued on the grant date.

Pursuant to ASC Paragraphs 718-10-35-2 and 718-10-35-3 the compensation cost for an award of share-based employee compensation classified as equity shall be recognized over the requisite service period, with a corresponding credit to equity (generally, paid-in capital). The requisite service period is the period during which an employee is required to provide service in exchange for an award, which often is the vesting period. The total amount of compensation cost recognized at the end of the requisite service period for an award of share-based compensation shall be based on the number of instruments for which the requisite service has been rendered (that is, for which the requisite service period has been completed). An entity shall base initial accruals of compensation cost on the estimated number of instruments for which the requisite service is expected to be rendered. That estimate shall be revised if subsequent information indicates that the actual number of instruments is likely to differ from previous estimates. The cumulative effect on current and prior periods of a change in the estimated number of instruments for which the requisite service is expected to be or has been rendered shall be recognized in compensation cost in the period of the change. Previously recognized compensation cost shall not be reversed if an employee share option (or share unit) for which the requisite service has been rendered expires unexercised (or unconverted).

Under the requirement of ASC Paragraph 718-10-35-8 the Company made a policy decision to recognize compensation cost for an award with only service conditions that has a graded vesting schedule on a straight-line basis over the requisite service period for the entire award.

Equity Instruments Issued to Parties Other Than Employees for Acquiring Goods or Services

The Company accounts for equity instruments issued to parties other than employees for acquiring goods or services under the guidance of Sub-topic 505-50 of the FASB Accounting Standards Codification ("Sub-topic 505-50").

Pursuant to ASC paragraph 505-50-25-7, if fully vested, non-forfeitable equity instruments are issued at the date the grantor and grantee enter into an agreement for goods or services (no specific performance is required by the grantee to retain those equity instruments), then, because of the elimination of any obligation on the part of the counterparty to earn the equity instruments, a measurement date has been reached. A grantor shall recognize the equity instruments when they are issued (in most cases, when the agreement is entered into). Whether the corresponding cost is an immediate expense or a prepaid asset (or whether the debit should be characterized as contra-equity under the requirements of paragraph 505-50-45-1) depends on the specific facts and circumstances. Pursuant to ASC paragraph 505-50-45-1, a grantor may conclude that an asset (other than a note or a receivable) has been received in return for fully vested, non-forfeitable equity instruments that are issued at the date the grantor and grantee enter into an agreement for goods or services (and no specific performance is required by the grantee in order to retain those equity instruments). Such an asset shall not be displayed as contra-equity by the grantor of the equity instruments. The transferability (or lack thereof) of the equity instruments shall not affect the balance sheet display of the asset. This guidance is limited to transactions in which equity instruments are transferred to other than employees in exchange for goods or services.

Pursuant to Paragraphs 505-50-25-8 and 505-50-25-9, an entity may grant fully vested, non-forfeitable equity instruments that are exercisable by the grantee only after a specified period of time if the terms of the agreement provide for earlier exercisability if the grantee achieves specified performance conditions. Any measured cost of the transaction shall be recognized in the same period(s) and in the same manner as if the entity had paid cash for the goods or services or used cash rebates as a sales discount instead of paying with, or using, the equity instruments. A recognized asset, expense, or sales discount shall not be reversed if a stock option that the counterparty has the right to exercise expires unexercised.

Pursuant to ASC Paragraphs 505-50-30-2 and 505-50-30-11 share-based payment transactions with nonemployees shall be measured at the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable. The issuer shall measure the fair value of the equity instruments in these transactions using the stock price and other measurement assumptions as of the earlier of the following dates, referred to as the measurement date: (a) The date at which a commitment for performance by the counterparty to earn the equity instruments is reached (a performance commitment); or (b) The date at which the counterparty's performance is complete. If the Company’s common shares are traded in one of the national exchanges the grant-date share price of the Company’s common stock will be used to measure the fair value of the common shares issued, however, if the Company’s common shares are thinly traded the use of share prices established in the Company’s most recent private placement memorandum (“PPM”), or weekly or monthly price observations would generally be more appropriate than the use of daily price observations as such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market.

Pursuant to ASC Paragraph 718-10-55-21 if an observable market price is not available for a share option or similar instrument with the same or similar terms and conditions, an entity shall estimate the fair value of that instrument using a valuation technique or model that meets the requirements in paragraph 718-10-55-11 and takes into account, at a minimum, all of the following factors:

a. The exercise price of the option.

b. The expected term of the option, taking into account both the contractual term of the option and the effects of employees’ expected exercise and post-vesting employment termination behavior: Pursuant to Paragraph 718-10-50-2(f)(2)(i) of the FASB Accounting Standards Codification the expected term of share options and similar instruments represents the period of time the options and similar instruments are expected to be outstanding taking into consideration of the contractual term of the instruments and holder’s expected exercise behavior into the fair value (or calculated value) of the instruments. The Company uses historical data to estimate holder’s expected exercise behavior. If the Company is a newly formed corporation or shares of the Company are thinly traded the contractual term of the share options and similar instruments is used as the expected term of share options and similar instruments as the Company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term.

c. The current price of the underlying share.

d. The expected volatility of the price of the underlying share for the expected term of the option. Pursuant to ASC Paragraph 718-10-55-25 a newly publicly traded entity might base expectations about future volatility on the average volatilities of similar entities for an appropriate period following their going public. A nonpublic entity might base its expected volatility on the average volatilities of otherwise similar public entities. For purposes of identifying otherwise similar entities, an entity would likely consider characteristics such as industry, stage of life cycle, size, and financial leverage. Because of the effects of diversification that are present in an industry sector index, the volatility of an index should not be substituted for the average of volatilities of otherwise similar entities in a fair value measurement. Pursuant to paragraph 718-10-S99-1 if shares of a company are thinly traded the use of weekly or monthly price observations would generally be more appropriate than the use of daily price observations as the volatility calculation using daily observations for such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market. The Company uses the average historical volatility of the comparable companies over the expected term of the share options or similar instruments as its expected volatility.

e. The expected dividends on the underlying share for the expected term of the option. The expected dividend yield is based on the Company's current dividend yield as the best estimate of projected dividend yield for periods within the expected term of the share options and similar instruments.

f. The risk-free interest rate(s) for the expected term of the option. Pursuant to ASC 718-10-55-28 a U.S. entity issuing an option on its own shares must use as the risk-free interest rates the implied yields currently available from the U.S. Treasury zero-coupon yield curve over the contractual term of the option if the entity is using a lattice model incorporating the option's contractual term. If the entity is using a closed-form model, the risk-free interest rate is the implied yield currently available on U.S. Treasury zero-coupon issues with a remaining term equal to the expected term used as the assumption in the model.

Pursuant to ASC paragraph 505-50-S99-1, if the Company receives a right to receive future services in exchange for unvested, forfeitable equity instruments, those equity instruments are treated as unissued for accounting purposes until the future services are received (that is, the instruments are not considered issued until they vest). Consequently, there would be no recognition at the measurement date and no entry should be recorded.

Deferred Tax Assets and Income Tax Provision

The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the fiscal years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Statements of Income and Comprehensive Income in the period that includes the enactment date.

The Company adopted section 740-10-25 of the FASB Accounting Standards Codification (“Section 740-10-25”) with regards to uncertainty income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures.

The estimated future tax effects of temporary differences between the tax basis of assets and liabilities are reported in the accompanying balance sheets, as well as tax credit carry-backs and carry-forwards. The Company periodically reviews the recoverability of deferred tax assets recorded on its balance sheets and provides valuation allowances as management deems necessary.

Management makes judgments as to the interpretation of the tax laws that might be challenged upon an audit and cause changes to previous estimates of tax liability. In addition, the Company operates within multiple taxing jurisdictions and is subject to audit in these jurisdictions. In management’s opinion, adequate provisions for income taxes have been made for all years. If actual taxable income by tax jurisdiction varies from estimates, additional allowances or reversals of reserves may be necessary.

Tax years that remain subject to examination by major tax jurisdictions

The Company discloses tax years that remain subject to examination by major tax jurisdictions pursuant to the ASC Paragraph 740-10-50-15.

Earnings per Share

Earnings per share ("EPS") is the amount of earnings attributable to each share of common stock. For convenience, the term is used to refer to either earnings or loss per share. EPS is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Pursuant to ASC Paragraphs 260-10-45-10 through 260-10-45-16 Basic EPS shall be computed by dividing income available to common stockholders (the numerator) by the weighted-average number of common shares outstanding (the denominator) during the period. Income available to common stockholders shall be computed by deducting both the dividends declared in the period on preferred stock (whether or not paid) and the dividends accumulated for the period on cumulative preferred stock (whether or not earned) from income from continuing operations (if that amount appears in the income statement) and also from net income. The computation of diluted EPS is similar to the computation of basic EPS except that the denominator is increased to include the number of additional common shares that would have been outstanding if the dilutive potential common shares had been issued during the period to reflect the potential dilution that could occur from common shares issuable through contingent shares issuance arrangement, stock options or warrants.

Pursuant to ASC Paragraphs 260-10-45-45-21 through 260-10-45-45-23 Diluted EPS shall be based on the most advantageous conversion rate or exercise price from the standpoint of the security holder. The dilutive effect of outstanding call options and warrants (and their equivalents) issued by the reporting entity shall be reflected in diluted EPS by application of the treasury stock method unless the provisions of paragraphs 260-10-45-35 through 45-36 and 260-10-55-8 through 55-11 require that another method be applied. Equivalents of options and warrants include non-vested stock granted to employees, stock purchase contracts, and partially paid stock subscriptions (see paragraph 260–10–55–23). Anti-dilutive contracts, such as purchased put options and purchased call options, shall be excluded from diluted EPS. Under the treasury stock method: a. Exercise of options and warrants shall be assumed at the beginning of the period (or at time of issuance, if later) and common shares shall be assumed to be issued. b. The proceeds from exercise shall be assumed to be used to purchase common stock at the average market price during the period. (See paragraphs 260-10-45-29 and 260-10-55-4 through 55-5.) c. The incremental shares (the difference between the number of shares assumed issued and the number of shares assumed purchased) shall be included in the denominator of the diluted EPS computation.

There were no potentially dilutive common shares outstanding for the reporting period ended March 31, 2012 and 2011.

Cash Flows Reporting

The Company adopted paragraph 230-10-45-24 of the FASB Accounting Standards Codification for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method ("Indirect method") as defined by paragraph 230-10-45-25 of the FASB Accounting Standards Codification to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period pursuant to paragraph 830-230-45-1 of the FASB Accounting Standards Codification.

Subsequent Events

The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued. Pursuant to ASU 2010-09 of the FASB Accounting Standards Codification, the Company as an SEC filer considers its financial statements issued when they are widely distributed to users, such as through filing them on EDGAR.

Recently Issued Accounting Pronouncements

In August 2014, the FASB issued the FASB Accounting Standards Update No. 2014-15 *"Presentation of Financial Statements - Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern ("ASU 2014-15").*

In connection with preparing financial statements for each annual and interim reporting period, an entity's management should evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the entity's ability to continue as a going concern within one year after the date that the *financial statements are issued* (or within one year after the date that the *financial statements are available to be issued* when applicable). Management's evaluation should be based on relevant conditions and events that are known and reasonably knowable at the date that the *financial statements are issued* (or at the date that the *financial statements are available to be issued* when applicable). Substantial doubt about an entity's ability to continue as a going concern exists when relevant conditions and events, considered in the aggregate, indicate that it is probable that the entity will be unable to meet its obligations as they become due within one year after the date that the financial statements are issued (or available to be issued). The term *probable* is used consistently with its use in Topic 450, Contingencies.

When management identifies conditions or events that raise substantial doubt about an entity's ability to continue as a going concern, management should consider whether its plans that are intended to mitigate those relevant conditions or events will alleviate the substantial doubt. The mitigating effect of management's plans should be considered only to the extent that (1) it is probable that the plans will be effectively implemented and, if so, (2) it is probable that the plans will mitigate the conditions or events that raise substantial doubt about the entity's ability to continue as a going concern.

If conditions or events raise substantial doubt about an entity's ability to continue as a going concern, but the substantial doubt is alleviated as a result of consideration of management's plans, the entity should disclose information that enables users of the financial statements to understand all of the following (or refer to similar information disclosed elsewhere in the footnotes):

a. Principal conditions or events that raised substantial doubt about the entity's ability to continue as a going concern (before consideration of management's plans)
b. Management's evaluation of the significance of those conditions or events in relation to the entity's ability to meet its obligations
c. Management's plans that alleviated substantial doubt about the entity's ability to continue as a going concern.

If conditions or events raise substantial doubt about an entity's ability to continue as a going concern, and substantial doubt is not alleviated after consideration of management's plans, an entity should include a statement in the footnotes indicating that there is *substantial doubt about the entity's ability to continue as a going concern* within one year after the date that the financial statements are issued (or available to be issued). Additionally, the entity should disclose information that enables users of the financial statements to understand all of the following:

a. Principal conditions or events that raise substantial doubt about the entity's ability to continue as a going concern
b. Management's evaluation of the significance of those conditions or events in relation to the entity's ability to meet its obligations
c. Management's plans that are intended to mitigate the conditions or events that raise substantial doubt about the entity's ability to continue as a going concern.

The amendments in this Update are effective for the annual period ending after December 15, 2016, and for annual periods and interim periods thereafter. Early application is permitted.

Management does not believe that any other recently issued, but not yet effective accounting pronouncements, when adopted, will have a material effect on the accompanying financial statements.

Note 3 – Going Concern

The Company has elected to adopt early application of Accounting Standards Update No. 2014-15, *"Presentation of Financial Statements—Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern ("ASU 2014-15")*.

The Company's financial statements have been prepared assuming that it will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.

As reflected in the financial statements, the Company had an accumulated deficit at March 31, 2012, a net loss and net cash used in operating activities for the reporting period then ended. These factors raise substantial doubt about the Company's ability to continue as a going concern.

The Company is attempting to further implement its business plan and generate sufficient revenue; however, the Company's cash position may not be sufficient to support its daily operations. While the Company believes in the viability of its strategy to further implement its business plan and generate sufficient revenue and in its ability to raise additional funds by way of a public or private offering, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon its ability to further implement its business plan and generate sufficient revenue and its ability to raise additional funds by way of a public or private offering.

The financial statements do not include any adjustments related to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Note 4 – Intangible Assets

On February 25, 2009, the Company was granted an exclusive, worldwide, transferable, perpetual license ("License") to use certain proprietary technology for the processing of lithium for use in batteries and other fields. A patent application relating to the licensed technology is pending.

In exchange for the License, the Company:

(1) issued 1,000,000 shares of common stock of the Company;

(2) issued an additional 2,000,000 shares of common stock of the Company which are restricted and subject to forfeiture if there has not been at least $1,000,000 in total commercial sales of licenses products within three years (Threshold);

(3) will pay royalties of $1.00 per kilogram, of lithium products manufactured and sold, payable quarterly;

(4) will pay a royalty of $.01 per kilogram, of excess products manufactured and sold, payable quarterly;

(5) will grant options to purchase up to a total of 19% (inclusive of previously issued shares) of the issued and outstanding shares of the Company upon the issuance of any additional shares after the date of the License. These options are exercisable at the same prices as the shares sold or values received for five years from each grant date. These grants are only issuable if the Threshold is met.

Upon a transfer of the entire License, the Company shall pay the licensor a fee equal to 19% of all compensation received on the transfer.

The License has been recorded at its fair value of $250,000 based on management's projected net cash flows to be realized from sales of products under the License.

Pursuant to the terms of the License Agreement, the additional 2,000,000 shares of the Company's common stock, which were issued, are subject to forfeiture if there has not been at least $1,000,000 in total commercial sales of licenses products by February 25, 2012.

As of February 25, 2012, commercial sales of the licensed products have not commenced.

As of December 31, 2011, the Company has evaluated the fair value of the Technology License intangible asset and has determined that it is in excess of the carrying value based on the estimated net discounted cash flows anticipated from the sale of the process under the licensing agreement. The Company recorded an impairment of $250,000 at December 31, 2011.

Note 5 – Related Party Transactions

Advances from Stockholders

From time to time, stockholders of the Company advance funds to the Company for working capital purpose. Those advances are unsecured, non-interest bearing and due on demand.

Free Office Space

The Company has been provided office space by its Chief Executive Officer at no cost. The management determined that such cost is nominal and did not recognize the rent expense in its financial statements.

Note 6 – Stockholders' Equity (Deficit)

Shares Authorized

Upon formation the total number of shares of all classes of stock which the Company is authorized to issue is Eighteen Million (18,000,000), consisting of fifteen million (15,000,000) shares of common stock, par value one cent ($0.01) per share (the "Common Stock"), one million (1,000,000) shares of Class B common stock, par value one cent ($0.01) per share (the "Class B Common Stock") and two million (2,000,000) shares of preferred stock, par value one cent ($0.01) per share (the "Preferred Stock").

On June 9, 2008 the Company filed a Certificate of Amendment to the Certificate of Incorporation and changed its total number of shares of all classes of stock which the Company is authorized to issue is Thirty Eight Million (38,000,000) shares of which Two Million (2,000,000) shares shall be Preferred Stock, par value $0.01 per share, One Million (1,000,000) shares shall be Class B Common Stock, no par value, and Thirty Five Million (35,000,000) shares shall be Common Stock, par value $0.01 per share.

Note 7 – Subsequent Events

The Company has evaluated all events that occurred after the balance sheet date through the date when the financial statements were issued to determine if they must be reported. The Management of the Company determined that the following reportable subsequent event(s) needed to be disclosed as followed:

Share issuances:

- On December 14, 2012, the Company sold 444,444 shares of common stock at $0.0225 per share or $10,000 in aggregate.
- On January 15, 2013, the Company sold 684,930 shares of common stock at $0.0365 per share or $25,000 in aggregate.
- On May 8, 2014, the Company issued 869,565 shares of its common stock in lieu of payment of $50,000 of the loan payable – stockholder/officer.

Formation of Majority-Owned Subsidiary:

On September 17, 2014, the Company formed Clean Lithium Corporation under the laws of New York State as a wholly owned subsidiary with a nominal share capital of $100,000.

On October 13, 2014, the Company sold 150,000 shares (1.5%) in the Capital of Clean Lithium Corporation to Sukvinder Sokhi, an investor, for $150,000.

Stock Option Issuances:

Stock Option Shares	
Stock options issued in February 20, 2013 to the third party for legal services with an exercise price of $0.10 per share expiring five (5) years from the date of issuance	150,000
Stock options issued in February 20, 2013 to the officer for his services with an exercise price of $0.10 per share expiring five (5) years from the date of issuance	250,000
Stock options issued on September 25, 2014 to a consultant with an exercise price of $0.20 per share expiring five (5) years from the date of issuance	100,000
Stock options issued on September 25, 2014 to a consultant for R&D work with an exercise price of $0.20 per share expiring five (5) years from the date of issuance	250,000
Stock options issued on September 25, 2014 to a consultant with an exercise price of $0.20 per share expiring five (5) years from the date of issuance	420,000
Stock options issued on September 25, 2014 to the advisory board member of the Company with an exercise price of $0.20 per share expiring five (5) years from the date of issuance	250,000

ITEM 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

This Management's Discussion and Analysis of Financial Condition and Results of Operations section and other parts of this report contain forward-looking statements, which statements involve risks and uncertainties. These statements relate to our future plans, objectives, expectations and intentions. These statements may be identified by the use of words such as "may", "could", "would", "should", "will", "expects", "anticipates", "intends", "plans", "believes", "estimates", and similar expressions. Our actual results and the timing of certain events may differ significantly from the results and timing described in the forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to, those factors discussed or referred to in the annual report on Form 10-K for the year ended December 31, 2011 and in subsequent period reports filed with the U.S. Securities and Exchange Commission, including this report. The following discussion and analysis of our financial condition and results of operations should be read in light of those factors and in conjunction with our accompanying financial statements, including the notes thereto.

Overview

For more than the past five years, we have been focused exclusively on efforts to develop a business centered around the commercial manufacturing of pure lithium metal, a raw material for use in lightweight, high energy density batteries, in an environmentally friendly manner. There is a substantial existing market for lithium metal in primary (non-rechargeable) batteries, and future opportunities exist for next-generation batteries under development.

Commencing in October 2010, working through a third party, we conducted a series of tests in a production environment. The testing involved feeding lithium carbonate solution into an electrolysis tank containing a liquid metal cathode and an anode suspended in the lithium carbonate solution.

alpha-En's Proposed Process

Based on results to date, including what we believe to be the validation of the proof of process, we believe that our licensed, proprietary technology offers a number of advantages over lithium extraction techniques currently in use. Traditionally, industrial production of lithium metal involved the electrolysis of molten salts at temperatures of 400°-600° Celsius (752°-1112 °Fahrenheit). Maintaining these salts at high heat levels adds meaningful production costs to the process.

A well-known process exists which allows for lithium production at much lower temperatures, however that process requires large amounts of mercury which creates an unacceptable environmental risk profile. Other proposed low temperature processes also require the use of halide salts of lithium which release hazardous by-products, such as chlorine gas, during lithium separation. Containment and handling of these hazardous by-products adds to the manufacturing costs and increases the environmental risk profile.

Our licensed technology allows for separation temperatures of below 100° degrees Celsius, without the use of mercury, and allows for the use of lithium carbonate as a primary feed stock. The advantages are:

- Lower process temperatures mean lower manufacturing costs.
- Environmental risk is reduced by the absence of toxic mercury.
- Lithium carbonate can be used as the feed stock, reducing raw material and overall manufacturing costs, and eliminating the hazardous by-products typically produced when processing halide salts of lithium.
- The metal alloy which holds the separated lithium metal can be circulated for immediate extraction, or solidified to protect and stabilize the lithium metal for later extraction. This provides a previously unobtainable degree of manufacturing flexibility.

In 2011 and into 2012, we devoted our resources to refining our technology to manufacture lithium metal, from the lab bench to the manufacturing floor. We believe that we have advanced the state of this technology and are taking preliminary steps in order to begin manufacturing the product. To achieve this end, however, additional funds will need to be raised, as to which there can be no assurance.

Results of Operations

Three Months Ended March 31, 2012 Compared to Three Months Ended March 31, 2011

Operations for the three months ended March 31, 2012 and 2011 consisted principally of research and development and maintaining our public company status.

Net loss for the three months ended March 31, 2012 was $5,059, compared to a loss of $130,169 for the three-month period ended March 31, 2011. We had no operations during either period and expenses consisted primarily of legal and accounting fees in the 2012 period, as well as research and development in the 2011 period.

Liquidity and Capital Resources

As of March 31, 2012, we had negative working capital of $272,864, compared to negative working capital of $267,805 at March 31, 2011.

We do not have sufficient funds to continue our operating activities. Future operating activities are expected to be funded by loans from officers, directors and major shareholders, until we begin to raise capital from non-officers or non-directors or generate cash flows from operations.

Off-Balance Sheet Arrangements

As of the date of this report, we have not entered into any transactions with unconsolidated entities in which we have financial guarantees, subordinated retained interests, derivative instruments or other contingent arrangements that expose us to material continuing risks, contingent liabilities or any other obligations under a variable interest in an unconsolidated entity that provides us with financing, liquidity, market risk or credit risk support.

Impact of Inflation

We believe that inflation has not had a material impact on our results of operations for the three months ended March 31, 2012. We cannot assure you that future inflation will not have an adverse impact on our operating results and financial condition.

Application of Critical Accounting Policies and Estimates

The significant accounting policies that we believe are the most critical to aid in fully understanding and evaluating our reported financial results are as follows:

Consolidated Financial Statements

Our consolidated financial statements include the accounts our company and our wholly-owned subsidiaries. All material intercompany accounts and transactions have been eliminated.

Fair Value of Financial Instruments

Our carrying values of cash, accounts payable and accrued expenses, loan payable, note payable and due to related party approximate their fair values because of the short-term maturity of these instruments.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates had included those had related to valuation of accounts receivable, film costs and accrued expenses.

Intangible Assets

Intangible assets, consisting of a license for an exclusive, worldwide, transferable, perpetual license to use certain proprietary technology for the processing of lithium for use in batteries and other fields, have been recorded at fair value and, as they have an indefinite life, will not be amortized. The carrying value of the intangible assets will be evaluated by us for impairment at least annually or upon the occurrence of an event which may indicated that the carrying amount may be greater than its fair value. If impaired, we will write down such impairment. In addition, the useful life of the intangible assets will be evaluated by us at least annually or upon the occurrence of an event which may indicate that the useful life may be definitive and we will commence amortization over such useful life.

We have evaluated the fair value of our intangible assets and determined that it exceeds the carrying value based on our knowledge of the potential use of the lithium that we plan to produce in the existing market. Although we are at an early stage of bringing the lithium process to produce revenues and cannot forecast revenues, we believe that the net cash flow to be derived from the lithium will exceed the carrying value.

Research and Development Expense

Research and development costs are expensed as incurred. Research and development expenses consist of stock-based compensation paid to consultants and outside service providers for development costs relating to the design, development and testing of the processing of lithium for use in batteries and other fields.

Income (Loss) per Common Share

Basic net income (loss) per share was computed by dividing the net income (loss) for the period by the basic weighted average number of shares outstanding during the period. Diluted net income (loss) per share was computed by dividing the net income (loss) for the period by the weighted average number and any potentially dilutive securities outstanding during the period.

Share-Based Compensation

We recognize compensation expense for all share-based payment awards made to employees, directors and others based on the estimated fair values on the date of the grant. Options are valued using the Black-Scholes Option-Pricing Model using the market price of our common stock on the date of valuation, an expected dividend yield of zero, the remaining period or maturity date of the warrants and the expected volatility of our common stock.

Deferred Income Taxes

Deferred income taxes are provided for temporary differences between financial statement and income tax reporting under the liability method, using expected tax rates and laws that are expected to be in effect when the differences are expected to reverse. A valuation allowance is provided when it is more likely than not, that the deferred tax assets will not be realized.

New Accounting Pronouncements

We do not believe that any recently issued, but not yet effective accounting pronouncements, if adopted, would have a material effect on the accompanying consolidated financial statements.

ITEM 3. Quantitative and Qualitative Disclosures About Market Risk

Not required.

ITEM 4. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

We carried out an evaluation, under the supervision and with the participation of our management, including our Chief Executive Officer and our Chief Financial Officer, of the effectiveness of the design and operation of our disclosure controls and procedures, as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act. Based upon that evaluation, our Chief Executive Officer and the Chief Financial Officer have concluded that our disclosure controls and procedures were not effective as of March 31, 2012, based on their evaluation of these controls and procedures. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by an issuer in reports it files or submits under the Exchange Act is accumulated and communicated to management, including its principal executive officer or officers and principal financial officer or officers, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure.

We have identified certain matters that constitute material weakness (as defined under the Public Company Accounting Oversight Board Auditing Standard No. 2) in our internal controls over financial reporting. The material weaknesses that we have identified relate to the fact that that our overall financial reporting structure, internal accounting information systems and current staffing levels are not sufficient to support our financial reporting requirements. We are working to remedy our deficiency.

Changes in Internal Control over Financial Reporting

There were no changes in our internal controls over financial reporting identified in connection with the evaluation of such internal controls that occurred during our last fiscal quarter that have materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting.

PART II. OTHER INFORMATION

ITEM 1. Legal Proceedings

None

ITEM 1A. Risk Factors

There are no material changes in the risk factors previously disclosed in our annual report on Form 10-K for the year ended December 31, 2011, except as follows:

We have not been able, and may continue to be unable, to timely file periodic reports with the SEC.

We did not timely file this quarterly report with the SEC. We also have yet to file our quarterly and annual reports relating to the remainder of 2012, or for 2013 and 2014, all of which we expect to file in the next few months. If we are not able to file these periodic reports in this time period, or file any future periodic reports in the time specified by the Securities Exchange Act of 1934, stockholders and potential investors will not have current public information about us which will likely have a negative effect on our obtaining future capital. Failure to make timely filings also impairs our ability to conduct certain kinds of public offerings on short form registration statements that provide more efficient automatic forward incorporation of future SEC filings. Our inability to timely file periodic reports could materially and adversely affect our future business growth and financial condition.

ITEM 2. Unregistered Sales of Equity Securities and Use of Proceeds

There were no sales of unregistered securities during the three months ended March 31, 2012.

ITEM 3. Defaults upon Senior Securities

None

ITEM 4. Mine Safety Disclosures

None

ITEM 5. Other Information

None

ITEM 6. Exhibits

The exhibits listed in the following Exhibit Index are filed as part of this quarterly report.

Exhibit Number and Description

3.1	Restated Certificate of Incorporation. (1)
3.2	Certificate of Amendment of the Restated Certificate of Incorporation. (2)
3.3	By-Laws. (1)
31.1*	Certification of Chief Executive Officer and Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act.

32.1*	Certification of Chief Executive Officer and Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act.
101.INS*	XBRL Instance Document
101.SCH*	XBRL Taxonomy Extension Schema
101.CAL*	XBRL Taxonomy Extension Calculation Linkbase
101.LAB*	XBRL Taxonomy Extension Label Linkbase
101.PRE*	XBRL Taxonomy Extension Presentation Linkbase
101.DEF*	XBRL Taxonomy Extension Definition Document

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* Furnished herewith

(1) Incorporated by reference to the exhibits included with registration of securities on Form 10-SB, filed with the U.S. Securities and Exchange Commission on April 10, 1997.

(2) Incorporated by reference to the exhibits included with quarterly report on Form 10-Q, filed with the U.S. Securities and Exchange Commission on August 14, 2008.

SIGNATURES

In accordance with Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: June 4, 2015

ALPHA-EN CORPORATION

By: /s/ Jerome I. Feldman
Jerome I. Feldman
Chairman, Chief Executive Officer, Chief Financial Officer and Treasurer
(principal executive officer and principal financial and accounting officer)

EX-31.1 2 v412207_ex31-1.htm EXHIBIT 31.1

Exhibit 31.1

SECTION 302 CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

The undersigned, in the capacity and date indicated below, hereby certifies that:

1. I have reviewed this quarterly report on Form 10-Q of alpha-En Corporation;

2. Based on my knowledge, this report 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 report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

June 4, 2015

/s/ Jerome I. Feldman
Jerome I. Feldman
Chairman, Chief Executive Officer, Chief Financial Officer and Treasurer
(principal executive officer and principal financial and accounting officer)

EX-32.1 3 v412207_ex32-1.htm EXHIBIT 32.1

Exhibit 32.1

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of alpha-En Corporation (the “Company”) on Form 10-Q for the period ended March 31, 2012, as filed with the Securities and Exchange Commission on the date hereof (the “Report”), I, Jerome I. Feldman, Chairman, Chief Executive Officer, Chief Financial Officer and Treasurer of the Company, certify, pursuant to 18 U.S.C. § 1350, as adopted pursuant to § 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge:

1. The Report fully complies with requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

June 4, 2015	/s/ Jerome I. Feldman
	Jerome I. Feldman Chairman, Chief Executive Officer, Chief Financial Officer and Treasurer (principal executive officer and principal financial and accounting officer)

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B+3@O`)$2:H>5T65FC:,%"!DL`GO//#<1OQD5KO M=55IM9V@-DF_/=ZMA0")5#9-F!JJPV^0E"UK)=+&BP7V+RUI8),Y(%"!C9<* MDIZ@Q,;N"99'R'4>
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%]P%8V'4]CQJ7.SE!:AF2I]GBUGD#J4J#@ MQJ)9&]E<"RR+D+\4(J9.*DPPY?\QD]4%7@CB$..`1&8KC]4L-[C4U
MN.R7:8]S>>)F1HBS)!)"^UK9*:Z$D(O-=II#6]ZJ0OH]Q%L1*K[;A$QG&SG83+FN'RN=W`L= MX_,KPW"N##:<6D#K]2=!$29SBS&W-4D7$I3EJ1&
4-0(L//'@<6YZ^6-8(=SK MMV@1R]%!)4U.[A(FYW/+$62>L/&/ M*@>.K%@.,8SXX9XF9MYFZATW.H=Y>W,[;H^*3BHW0-^3N;5*]%C)KR]$##/*
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MTI^#E>^.K0G1D\614N&G+%S;J_X8_P!7C^EZ/P^[^+X_L^&HX_O]8Z)55N&IF.;[E87#IU1K@[F%E?FN.(B$4H4,L>5*.14H-9'T&,$%"_%
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6F-$$81ASCAG6)^Z'6./Q?^D;;3A]V_IRK>F[S!4\TMWV;-T2N2MC_# MR#%3_(]G]G2UG7(FQ2V95&&9+8%BPPHDHTP0"G-$$)*@6%J8HT^S,:U'@BM^
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/S)3)DXSS4Z9,G,5&=:J,3D$D&*3?\`6*!E``(XSE^(LYSH M/VSRXX9QC.,XSC.,XQPSC/)G&<)&Z
MG)HO<5[`RO,?CCE.0)AM.3FJ))7>4)$XG$WJBN(AYQ^$`LX+.LPRG)=Y&WB(M5@7=1SXYN45>K164PW&Q6&OC[*)+9C4]/4>.BS=KAVU!I/6F15@H>F:-
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Y-!5=;#'3,QE3BDF#LMBK6X*D4;>W2+0]VGZD:.`-,ZE:%&1KWA MP9)U)TR=3'X8D2-Z(PZ12UZ"K*"4D0_,&8,'S3,AS@7-%3"_J.N&LKY@YDUK
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[%Y*+*7/Q2+Y9A59"WI4YYJ@&,*""L9C$[6\+KFO.)R51-K.=+;F0FK`K7CXG1M+CXUKX$*@KY8\.,- M:1*D)*P+`.03,7?A%E![4>9IN$S7BN".UJ/$6
M6-WT]:DC<7,PSM"/!@?F1"+E>.NSC@:B8JNI1UCFQ'=\VU)=PU4'IT>XP+Y M`0;5)NLMR4NL>I*%5K+!JZOC3,8>T9>R$U;LQIBPX)G/`^N.2RE&,D$`SJGM
M%]\/;E>P2]CVC;='XG4U;IHH@C:]FW@M#E<[]]=OQ.DL]3:+)'Y,ZE-8D+\T M2*R'-?)9"<,(#SBW!2SD?U-4;S2WJWR=9TQ?TO\`X,?P_?\`Z.HQ<8_RB[+9
MSNN;Y,]HH=0-=2.*I5YI+"_.=S88W!U:@X#DI:K9\Q59]-.,SG/$KK1\W[]7 MA:URMWQ%WH^F:K?/L'F>K?/L/(N]'TS5;Y]@[FZ%:Y/$7>
MEZ9ZM\^P]S="MYNA6N3Q%WI>F>K?/L/F>K?/L/< MW0K7)XB[T?3-5OW?\^P]S="MYNA6N3Q%WH^F:K?/L/(N]+TSU;Y]A[FZ%:Y/$7>
MEZ9ZM\^P]S="MYNA6N5?$;>EZ9ZM\^P]S="MYNA6N5/$7>EZ9ZM\^P_N_N;]VA6N3Q%WI>F>K?/L/(N]+TSU;Y]A[FZ%:Y/$7>EZ9ZM\^P]S=
M"MYNA6N3Q%WI>F>K?/L/(N]+TSU;Y]A[FZ%:Y/$7>EZ9ZM\^P]S="MYNA6N3Q%WI>F>K?/L/(N]+TSU;Y]A[FZ%:Y/$7>EZ9ZM\^P]S="MYNA6N3
MQ%WI>F>K?/L/(N]+T MSU;Y]A[FZ%:Y/$7>EZ9ZM\^P]S="MYNA6N3Q%WI>F>K?/L M/(N]+TSU;Y]A[FZ%: MY5\1MZ7IGJWS[#W-
T*UR>(V]+TSU;Y]A_=_K>'W>/8> MYNA6N5/$7>CZ9JM\^P]S="MYNA6N3Q%WI8^&V>K?/L/EZ9ZM\^P]S="MF>K?/P/YNB5KG_ M``>(V]+X_P"&>K>/_7L
/[_[FZ+6N3Q&WI>F>K?/L/F>K?/L/F>K?/L/YNA6N5/$7>EZ9ZM\^P]S="MYNA49/$7>CZ9JM\^P]S="MF>K/Y[\#C[?V0W0J,I2?,OW]CH/ M]A?-?
[3_`/?_`.Q?Z'_R7_JOAT="ME_P!^C)V/2T#L>EH'8]+0.QZ6 M@=CTM`['I:!V/2T#L>EH'8]+0.QZ6@=CTM`['I:!V/2T#L>EH'8]+0.QZ6@=
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M!V/2T#L>EH'8]+0.QZ6@=CTM`['I:!V >/2T#L>EH'8]+0.QZ6@=CTM`['I:!V/2T#L>EH/_9 ` end GRAPHIC 6 tpg32b.jpg
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M,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K M`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+
MA.AS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+A. MAS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS
M=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=F MW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T# MIE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE
MT#IE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T# MIE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE
M8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8! M<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)T.;LV[>@=,K`+A.AS=FW;T#IE8!<)
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R$WNT#IE\O[A$@S[0.F7R_N$2#-R$WNT#IE\O[A$@S[0.F7 MR_N$2#-R$WNT#IE\O[A$@S[0.F7R_N$2#-R$WNT#I ME\O[A$@S[0.F7R_N$2#-R$WNT#IE
\O[A$@S[0.F7R_N$2#-R$WNT#IE\O[A$@S[M0.F7R_N$2#-R$WNT#IE\O[A$@S[0.F7R_N$2#-R$W MNT#IE\O[A$@S[0.F7R_N$2#-R$WNT$42Q/D^J&&,X
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N*)&U+4%E(<2&15TU5/IEI0A:G'5 M$D[&*1%I'82AK)("6"V4T%MZ&+DNT;70OYQJ9ULN\:X)[Y"?K1BMAO23
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D%UET6TL65R@(HR4>U`-:AC!!"`B!B M?+ARO=>63RSK<*\5D)K)4""?=;H'>% M>&_^9_(DA17A+*SSBBQQ/5JO@NYH*;Z4LQOHWM9!#)O?
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(I#Y*)Y0N7*NDD>"TL\JR[74-!/Y M1D/(_.+(G'Y=RIE;%9B8Y0K"<@1\V(76F`RW?)]TI6OXR[9R=#D?;,>([@84 M?JS2#;Y9+*A!I!
<^7-BJNACSDH&$'2_+LFU]Y$8?1/*\D+22[G0L&)%0-9$0 M48)NH4MMZ/Y3>T>LV:45"+77$4E*F5GM8BYP`"O82M#5=/-="^H5!']DYS&
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MVC:!TGG1(4@V2]A=C:W9>7\=F)DY(L$R"ZFFC-Y!>+FBR],3E,,Y>3"50TIU$RQ^X88# M0<4,ZFR5W;-DTXN)8&*I&`"P M@Q+?,1`S4?DAS5/,OX]MM MU8J#VQU;`SD4YLF)KQW(F*$>1F6:)9^,^08*1U]1##5OC8RX051K&C2WXQ2\ MX`$%A5UWJ837<@J(J)2&LAH"Q>D+2Z'J,AI"G8G&;B"HL@Z#%]14I/-:6"F+ M?$L\H&R[3RM/\=`BMY5TFR:KDYM+6!6EPBPP0I@,4YMV6&0.*JMC, ML06?%+%G0%D0%(PII)#<369;208T3C1N>7NU2I,PZ'JTL<2!\V\3R&C7AGU4 MNF7@Z:^'K??8$JT/IMJ/%$;)EDE*LRV$V,U@;)<6SJ$HJTG6:(I.ZQ_'SS7) MI[;-F';;=H>U$3P`25WC]H%EH?DZ4$9./3JRX5\])*QJ=\FFG1!N(NKJE-6D MH$=M#N&8B.4@0JECO`TED2J4"(C+N.B(6=1@\.5\W%5TVQHGA>RXR; M%"7R@ M4"'K6EAV"\QJ=X>6'E=;';>Q%Q@?+49AL5,+DB;V>TMY0H#I7"&MP(2F:/+2 M4RT@N+;<*(%;:3#\BRRZZ[6\-HYJO-T1QAMEI(;'6C+ <>C#QEGEYM!PD["PA MQ!=#7BQU+C?6B@9T`T3$,I:L1!'#M%#$"UN#TTNMNM[=-0V;#+DO=D41LO&E M@!<5%-@LQ065$$P5,7F590;28=/#F- 2>O@V#F!Q[A+M--+=/UO@TTT[*"'W+ MZ5\O;.9L)OGY44KY^DG[+;[R2 MF3\7Q`!M--=0Q;;;M-/@H*LP&4.:MLYC8\"RE,VDA`M&_!317N21?Y%%SX$. M!M\I,X:MYIJ/JA#8-]DY7)_A?%-JWI?IXOG7_*T&TAD85VERNOA"^ M%908\A+2U#CIP2?L89GR?E.I992$BM5[M1Z/-NO%ES#'CCCAUO9WS5%K+1DD MF5A\C%1E%+JFFJ#H410DR^Y+/!#&C)0:P/-:SPR'G3E?XLK4?S,(?F=TA1&K MR7>++Z7%,G3"W;U%2,NZ.&=+0B:K7L&27B`4M\R.6EPA!; 2@I70RWFUP3#!0./C5F7)-@KF#C@6UAES!+L7L9[H[W9F1BE&JR[7NOV$+F<\W: M0.H)I%U4DJX4J=+E[3=@HX9C0<0-.GBA4NDS"U-P8@B93% [21#"E)L5F9I2\B#[9R)9*:5+&#;O9*4"PTX) MV(>H0J@GEO(4REE^A,^5,!NS`2?'J\7<_`I>E0=8*)^'7+O?X`;H6TPN2*.6 M0X@D5P2:ZBUFOFA<(PZ%--!-*`UNGAW:@6ZZ>3;;V4',,[^6[)[@8.K#06TYHG(&!V89-^SHPVM.,A,-]LM/<14=&)1+"D`K)QS]TV&5' M0P`(1MM#0SB,M2/FE)F,3CQ-DE]M)D,]H.Y`:L?PPQ6.SD1SQY)DI M1XKI)PO,I>9@5#X^%N7?.T\VEG`TQ,L*F"PPUP8&'S(,AT1]I"@Z6$4"2WMB MCBU'B;'X*:?!.MKF7Y`,E>E9FQBK!C!WJ**S'8@KQ%,.]VB6.2`\7734? M774.*^ISF=_F]M>J'_ZA?NH#[V+_`#;^R?-O_M_^/^RH([,@/[I-D^TWC]Z) MT&@OFT%-K\LIZV?,L^6RWIOF>@V;^;,_HEA'[1#G^I-E!:[:_P`V6[\A)'\/ M+T$$17^A,??CU/#W_I+H.\.:Y]WAE1]GI?ZTMZ@^'(S[Q#EL_1W-OT9QM0>E MGW^WX+?B#0+]6I.H-K0;ZPF:_P!J$1^[E%=!UA0*"/K%CUQ^9[]M^.?N:P90 M?3S.?4Z=OVO8F^]O!M!A'++_`'7G7^)GF3]<$B@KI_FV_G=AC]#)U_ZIBT%O M#&7U;L?/L0BCZAH%!&ZQO6)F_P#%U:O_`,Z(YH.C.5GZB\-?*\S^GF3Z"MXT M_P"[#=?TD4_GYL7]T\OWZ;S_\`P***"W$U_FRW M?D)(_AY>@HGXE?W0,D>T7E!Z/G#07H']\Q'K]$G'_!SE!5B_*7>K5EY[1R1Z M.T:@F8S-]#!/Y#S9]W,>@RKE-_=EX'>RO#'U)2:#\PT]8GF=^V.R /]Y"2:"SIG+ZD^87LM9!>B9VT$%GY5'U#9>]I15]$\ M54$M[;^]7F/\/['+WB,H*"0F@4"@4"@4"@4"@4"@4"@4"@4"@4"@4" M@4"@4"@XMO_KC=[8!?W$$+J#PBYB_1R8/3:0H(NHN]1;F??:1BYZ990H+4 MG+Q^>6(GX1L7>DE)H/0Y0G[`]/9CP"]#;LH,1Y6'[!)/LAP9Z=,[*""7/CU\ ML?/8#B'W?):H+-\P_,;E3^TK!/NO390;&C_YR$?H-GE[T2#00&L%E5[=6+'NPP+00J__`*&*#__9 ` end EX-101.INS 7 alpe-20120331.xml XBRL INSTANCE DOCUMENT 0001023298 2011-01-01 2011-03-31 0001023298 2011-01-01 2011-12-31 0001023298 2012-01-01 2012-03-31 0001023298 2009-02-01 2009-02-25 0001023298 2009-02-25 0001023298 1997-03-07 0001023298 2012-03-31 0001023298 2015-06-01 0001023298 2008-06-09 0001023298 2011-12-31 0001023298 2010-12-31 0001023298 2011-03-31 0001023298 us-gaap:CommonClassBMember 2012-03-31 0001023298 us-gaap:CommonClassBMember 2011-12-31 0001023298 us-gaap:CommonStockMember 2010-12-31 0001023298 us-gaap:AdditionalPaidInCapitalMember 2010-12-31 0001023298 us-gaap:TreasuryStockMember 2010-12-31 0001023298 us-gaap:RetainedEarningsMember 2010-12-31 0001023298 us-gaap:CommonStockMember 2011-01-01 2011-12-31 0001023298 us-gaap:AdditionalPaidInCapitalMember 2011-01-01 2011-12-31 0001023298 us-gaap:CommonStockMember 2009-02-01 2009-02-25 0001023298 us-gaap:CommonStockMember us-gaap:RestrictedStockMember 2009-02-01 2009-02-25 0001023298 us-gaap:LicenseAgreementTermsMember 2012-02-01 2012-02-25 0001023298 us-gaap:LicensingAgreementsMember 2009-02-01 2009-02-25 0001023298 us-gaap:UnclassifiedIndefinitelivedIntangibleAssetsMember 2009-02-25 0001023298 us-gaap:OtherIntangibleAssetsMember 2009-02-25 0001023298 us-gaap:LicensingAgreementsMember 2011-01-01 2011-12-31 0001023298 us-gaap:RetainedEarningsMember 2011-01-01 2011-12-31 0001023298 us-gaap:RetainedEarningsMember 2012-01-01 2012-03-31 0001023298 us-gaap:CommonStockMember 2011-12-31 0001023298 us-gaap:AdditionalPaidInCapitalMember 2011-12-31 0001023298 us-gaap:TreasuryStockMember 2011-12-31 0001023298 us-gaap:RetainedEarningsMember 2011-12-31 0001023298 us-gaap:CommonStockMember 2012-03-31 0001023298 us-gaap:AdditionalPaidInCapitalMember 2012-03-31 0001023298 us-gaap:TreasuryStockMember 2012-03-31 0001023298 us-gaap:RetainedEarningsMember 2012-03-31 0001023298 us-gaap:CommonClassBMember 1997-03-07 0001023298 us-gaap:CommonClassBMember 2008-06-09 0001023298 us-gaap:SubsequentEventMember alpe:ThirdPartyMember 2012-01-01 2012-03-31 0001023298 us-gaap:SubsequentEventMember us-gaap:OfficerMember 2012-01-01 2012-03-31 0001023298 us-gaap:SubsequentEventMember alpe:ConsultantMember 2012-01-01 2012-03-31 0001023298 us-gaap:SubsequentEventMember alpe:ConsultantOneMember 2012-01-01 2012-03-31 0001023298 us-gaap:SubsequentEventMember alpe:ConsultantTwoMember 2012-01-01 2012-03-31 0001023298 us-gaap:SubsequentEventMember us-gaap:BoardOfDirectorsChairmanMember 2012-01-01 2012-03-31 0001023298 alpe:AlphaenCorporationMember 2012-01-01 2012-03-31 0001023298 alpe:AvenuePicturesIncMember 2012-01-01 2012-03-31 0001023298 alpe:WombatProductionsIncMember 2012-01-01 2012-03-31 0001023298 us-gaap:SubsequentEventMember alpe:CleanLithiumCorporationMember 2014-01-01 2014-12-31 0001023298 alpe:AvenuePicturesIncMember 2012-03-31 0001023298 alpe:WombatProductionsIncMember 2012-03-31 0001023298 us-gaap:SubsequentEventMember 2012-01-01 2012-12-31 0001023298 us-gaap:SubsequentEventMember 2013-01-01 2013-12-31 0001023298 us-gaap:SubsequentEventMember 2014-01-01 2014-12-31 0001023298 us-gaap:SubsequentEventMember 2012-12-31 0001023298 us-gaap:SubsequentEventMember 2013-12-31 0001023298 us-gaap:SubsequentEventMember alpe:CleanLithiumCorporationMember 2014-12-31 0001023298 alpe:EmployeeMember 2012-01-01 2012-03-31 0001023298 alpe:NonemployeeMember 2012-01-01 2012-03-31 xbrli:shares iso4217:USD iso4217:USD xbrli:shares xbrli:pure 10-Q false 2012-03-31 2012 Q1 alpha-En Corp 0001023298 --12-31 Smaller Reporting Company ALPE 27821030 644 376 0 3078 644 3454 644 3454 132633 134499 0 1385 0 991 140875 134384 273508 271259 273508 271259 0 0 0 278210 0 278210 7788103 7788103 -8269794 -8264735 69383 69383 644 3454 -272864 -267805 214 0 70000 0 60383 5059 130383 5059 -130169 -5059 -130169 -5059 28107697 27821030 -0.00 -0.00 0 0 -526 268 804 376 278 644 0 0 0 0 126000 0 94614 278210 7718103 -69383 -7832316 27821030 798918 126000 3000 123000 300000 70000 70000 70000 0 13500 0 120915 -3078 17050 -1866 -24534 -3847 17500 0 -214 -1385 24008 4115 6722 5500 0.01 0.01 2000000 2000000 0.01 0.01 1000000 35000000 35000000 1000000 27821030 0 27821030 0 <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Note 1 - Organization and Operations</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Alpha-En Corporation (“Company”) was incorporated under the laws of the State of Delaware on March 7, 1997 and had operated through its wholly-owned subsidiaries, Avenue Pictures, Inc. and its subsidiaries and Wombat Productions, Inc. through May 2, 2006.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">From May 2, 2006 through February 24, 2009, the Company had been inactive.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">On February 25, 2009, the Company was granted a license for an exclusive, worldwide, transferable, perpetual license to use certain proprietary technology for the processing of lithium for use in batteries and other fields.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Commencing in October 2010, working through a third party, the Company conducted a series of tests to determine if the process works and, based on the results, believes that the process is workable and commercially feasible .</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Note 2 - Significant and Critical Accounting Policies and Practices</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE:

10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Management of the Company is responsible for the selection and use of appropriate accounting policies and the appropriateness of accounting policies and their application. Critical accounting policies and practices are those that are both most important to the portrayal of the Company’s financial condition and results and require management’s most difficult, subjective, or complex judgments, often as a result of the need to make estimates about the effects of matters that are inherently uncertain. The Company’s significant and critical accounting policies and practices are disclosed below as required by generally accepted accounting principles.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Basis of Presentation – Unaudited Interim Financial Information</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The accompanying unaudited interim financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for the interim financial information, and with the rules and regulations of the United States Securities and Exchange Commission (“SEC”) to Form 10-Q and Article 8 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by U.S. GAAP for complete financial statements. The unaudited interim financial statements furnished reflect all adjustments (consisting of normal recurring accruals) which are, in the opinion of management, necessary to a fair statement of the results for the interim period presented. Unaudited consolidated interim results are not necessarily indicative of the results for the full fiscal year. These financial statements should be read in conjunction with the financial statements of the Company for the year ended December 31, 2011 and notes thereto contained in the information filed as part of the Company’s Form 10-K, which was filed on April 16, 2012.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Use of Estimates and Assumptions and Critical Accounting Estimates and Assumptions</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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(s) of the financial statements and the reported amounts of revenues and expenses during the reporting period(s).</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;CLEAR: both"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> Critical accounting estimates are estimates for which (a) the nature of the estimate is material due to the levels of subjectivity and judgment necessary to account for highly uncertain matters or the susceptibility of such matters to change and (b) the impact of the estimate on financial condition or operating performance is material. The Company’s critical accounting estimates and assumptions affecting the financial statements were:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>(i)</div> </td> <td style="TEXT-ALIGN: justify"> <div> <i>Assumption as a going concern</i>: Management assumes that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>(ii)</div> </td> <td style="TEXT-ALIGN: justify"> <div><i>Valuation allowance for deferred tax assets</i>: Management assumes that the realization of the Company’s net deferred tax assets resulting from its net operating loss (“NOL”) carry-forwards for Federal income tax purposes that may be offset against future taxable income was not considered more likely than not and accordingly, the potential tax benefits of the net loss carry-forwards are offset by a full valuation allowance. Management made this assumption based on (a) the Company has incurred recurring losses, (b) general economic conditions, and (c) its ability to raise additional funds to support its daily operations by way of a public or private offering, among other factors.</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>(iii)</div> </td> <td style="TEXT-ALIGN: justify"> <div><i>Estimates and assumptions used in valuation of equity instruments</i>: Management estimates expected term of share options and similar instruments, expected volatility of the Company’s common shares and the method used to estimate it, expected annual rate of quarterly dividends, and risk free rate(s) to value share options and similar instruments.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">These significant accounting estimates or assumptions bear the risk of change due to the fact that there are uncertainties attached to these estimates or assumptions, and certain estimates or assumptions are difficult to measure or value.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Management bases its estimates on historical experience and on various assumptions that are believed to be reasonable in relation to the financial statements taken as a whole under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Management regularly evaluates the key factors and assumptions used to develop the estimates utilizing currently available information, changes in facts and circumstances, historical experience and reasonable assumptions. After such evaluations, if deemed appropriate, those estimates are adjusted accordingly.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Actual results could differ from those estimates.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Principles of Consolidation</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company applies the guidance of Topic 810 “Consolidation” of the FASB Accounting Standards Codification to determine whether and how to consolidate another entity. Pursuant to ASC Paragraph 810-10-15-10, all majority-owned subsidiaries - all entities in which a parent has a controlling financial interest - shall be consolidated except (1) when control does not rest with the parent, the majority owner; (2) if the parent is a broker-dealer within the scope of Topic 940 and control is likely to be temporary; (3) consolidation by an investment company within the scope of Topic 946 of a non-investment-company investee. Pursuant to ASC Paragraph 810-10-15-8, the usual condition for a controlling financial interest is ownership of a majority voting interest, and, therefore, as a general rule ownership by one reporting entity, directly or indirectly, of more than 50 percent of the outstanding voting shares of another entity is a condition pointing toward consolidation. The power to control may also exist with a lesser percentage of ownership, for example, by contract, lease, agreement with other stockholders, or by court decree. The Company consolidates all less-than-majority-owned subsidiaries, if any, in which the parent’s power to control exists.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;CLEAR: both"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> The consolidated financial statements include all accounts of the entities as of the reporting period ending date(s) and for the reporting period(s) as follows:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-ALIGN:Left; TEXT-INDENT: 0in; WIDTH: 100%"> <table style="MARGIN: 0in; WIDTH: 90%; BORDER-COLLAPSE: collapse; OVERFLOW: visible" cellspacing="0" cellpadding="0" align="left"> <tr style="HEIGHT: 12px"> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="23%"> <div>Name of consolidated subsidiary or
 entity</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="1%"> <div> </div> </td> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="20%"> <div>State or other jurisdiction of
 incorporation or organization</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="1%"> <div> </div> </td> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="20%"> <div>Date of incorporation or formation
 (date of acquisition, if applicable)</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="1%"> <div> </div> </td> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="23%" colspan="2"> <div>Attributable
 interest</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="23%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="22%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="23%"> <div>Avenue Pictures, Inc.</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>Delaware</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>April 28, 1992
 (September 30, 1996)</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; PADDING-RIGHT: 5px; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="22%"> <div>100</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div>%</div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="23%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="22%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="23%"> <div>Wombat Productions, Inc.</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle;

FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>Delaware</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>March 7, 1997</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; PADDING-RIGHT: 5px; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="22%"> <div>100</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div>%</div> </td> </tr> </table> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The consolidated financial statements include all accounts of the Company and its inactive consolidated subsidiaries as of the reporting period ending date.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">All inter-company balances and transactions have been eliminated.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> <i><u> Fair Value of Financial Instruments</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows paragraph 820-10-35-37 of the FASB Accounting Standards Codification (“Paragraph 820-10-35-37”) to measure the fair value of its financial instruments and paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The three (3) levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 7%; FONT-SIZE: 10pt"> <div>Level 1</div> </td> <td style="WIDTH: 1%; FONT-SIZE: 10pt"> <div> </div> </td> <td style="WIDTH: 92%; FONT-SIZE: 10pt"> <div>Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.</div> </td> </tr> <tr style="VERTICAL-ALIGN: top"> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> </tr> <tr style="VERTICAL-ALIGN: top"> <td style="FONT-SIZE: 10pt"> <div>Level 2</div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div>Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.</div> </td> </tr> <tr style="VERTICAL-ALIGN: top"> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> </tr> <tr style="VERTICAL-ALIGN: top"> <td style="FONT-SIZE: 10pt"> <div>Level 3</div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div>Pricing inputs that are generally observable inputs and not corroborated by market data.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Financial assets are considered Level 3 when their fair values are determined using pricing models, discounted cash flow methodologies or similar techniques and at least one significant model assumption or input is unobservable.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The carrying amounts of the Company’s financial assets and liabilities, such as cash, prepaid expenses, and accrued expenses approximate their fair values because of the short maturity of these instruments.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Transactions involving related parties cannot be presumed to be carried out on an arm's-length basis, as the requisite conditions of competitive, free-market dealings may not exist. Representations about transactions with related parties, if made, shall not imply that the related party transactions were consummated on terms equivalent to those that prevail in arm's-length transactions unless such representations can be substantiated.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Cash Equivalents</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> <i><u> Off-Balance-Sheet Credit Exposures</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to FASB ASC paragraph 310-10-50-9 an entity shall disclose a description of the accounting policies and methodology the entity used to estimate its liability for off-balance-sheet credit exposures and related charges for those credit exposures. Such a description shall identify the factors that influenced management's judgment (for example, historical losses and existing economic conditions) and a discussion of risk elements relevant to particular categories

of financial instruments.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company does not have any off-balance-sheet credit exposure to its customers at March 31, 2012 and 2011.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Related Parties</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to Section 850-10-20 the Related parties include a. affiliates of the Company (“Affiliate” means, with respect to any specified Person, any other Person that, directly or indirectly through one or more intermediaries, controls, is controlled by or is under common control with such Person, as such terms are used in and construed under Rule 405 under the Securities Act); b. entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825–10–15, to be accounted for by the equity method by the investing entity; c. trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; d. principal owners of the Company; e. management of the Company; f. 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; and g. other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The financial statements shall include disclosures of material related party transactions, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of consolidated or combined financial statements is not required in those statements. The disclosures shall include: a. the nature of the relationship(s) involved; b. a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which income statements are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; c. the dollar amounts of transactions for each of the periods for which income statements are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and d. amount due from or to related parties as of the date of each balance sheet presented and, if not otherwise apparent, the terms and manner of settlement.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Commitment and Contingencies</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the consolidated financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company’s consolidated financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Revenue Recognition</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Stock-Based Compensation for Obtaining Employee Services</u> </i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company accounts for share-based payment transactions issued to employees under the guidance of the Topic 718 Compensation - Stock Compensation of the FASB Accounting Standards Codification (“ASC Topic 718”).</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Section 718-10-20 an employee is an individual over whom the grantor of a share-based compensation award exercises or has the right to exercise sufficient control to establish an employer-employee relationship based on common law as illustrated in case law and currently under U.S. Internal Revenue Service (“IRS”) Revenue Ruling 87-41. A non-employee director does not satisfy this definition of employee. Nevertheless, non-employee directors acting in their role as members of a board of directors are treated as employees if those directors were elected by the employer’s shareholders or appointed to a board position that will be filled by shareholder election when the existing term expires. However, that requirement applies only to awards granted to non-employee directors for their services as directors. Awards granted to non-employee directors for other services shall be accounted for as awards to non-employees.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 718-10-30-2 and 718-10-30-3 a share-based payment transaction with employees shall be measured based on the fair value of the equity instruments issued and an entity shall account for the compensation cost from share-based payment transactions with employees in accordance with the fair value-based method, i.e., the cost of services received from employees in exchange for awards of share-based compensation generally shall be measured based on the grant-date fair value of the equity instruments issued or the fair value of the liabilities incurred/settled.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 718-10-30-6 and 718-10-30-9 the measurement objective for equity instruments awarded to employees is to estimate the fair value at the grant date of the equity instruments that the entity is obligated to issue when employees have rendered the requisite service and satisfied any other conditions necessary to earn the right to benefit from the instruments (for example, to exercise share options). That estimate is based on the share price and other pertinent factors, such as expected volatility, at the grant date. As such, the fair value of an equity share option or similar instrument shall be estimated using a valuation technique such as an option pricing model. For this purpose, a similar instrument is one whose fair value differs from its intrinsic value, that is, an instrument that has time value.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">If the Company’s common shares are traded in one of the national exchanges the grant-date share price of the Company’s common stock will be used to measure the fair value of the common shares issued, however, if the Company’s common shares are thinly traded the use of share prices established in its most recent private placement memorandum (“PPM”), or weekly or monthly price observations would generally be more appropriate than the use of daily price observations as such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraph 718-10-55-21 if an observable market price is not available for a share option or similar instrument with the same or similar terms and conditions, an entity shall estimate the fair value of that instrument using a valuation technique or model that meets the requirements in paragraph 718-10-55-11 and takes into account, at a minimum, all of the following factors:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0px; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0px" cellspacing="0" cellpadding="0"> <tr style="TEXT-ALIGN: justify; VERTICAL-ALIGN: top"> <td style="WIDTH: 0px"></td> <td style="TEXT-ALIGN: left; WIDTH: 0.5in"> <div>a.</div> </td> <td style="TEXT-ALIGN: justify"> <div>The exercise price of the option.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>b.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected term of the option, taking into account both the contractual term of the option and the effects of employees’ expected exercise and post-vesting employment termination behavior: The expected life of options and similar instruments represents the period of time the option and/or warrant are expected to be outstanding. Pursuant to paragraph 718-10-S99-1, it may be appropriate to use the <i>simplified method</i>, <i>i.e., expected term = ((vesting term + original contractual term) / 2)</i>, if (i) A company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term due to the limited period of time its equity shares have been publicly traded; (ii) A company significantly changes the terms of its share option grants or the types of employees that receive share option grants such that its historical exercise data may no longer provide a reasonable basis upon which to estimate expected term; or (iii) A company has or expects to have significant structural changes in its business such that its historical exercise data may no longer provide a reasonable basis upon which to estimate expected term. The Company uses the simplified method to calculate expected term of share options and similar instruments as the company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>c.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The current price of the underlying share.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>d.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected volatility of the price of the underlying share for the expected term of the option. Pursuant to ASC Paragraph 718-10-55-25 a newly publicly traded entity might base expectations about future volatility on the average volatilities of similar entities for an appropriate period following their going public. A nonpublic entity might base its expected volatility on the average volatilities of otherwise similar public entities. For purposes of identifying otherwise similar entities, an entity would likely consider characteristics such as industry, stage of life cycle, size, and financial leverage. Because of the effects of diversification that are present in an industry sector index, the volatility of an index should not be substituted for the average of volatilities of otherwise similar entities in a fair value measurement. Pursuant to paragraph 718-10-S99-1 if shares of a company are thinly traded the use of weekly or monthly price observations would generally be more appropriate than the use of daily price observations as the volatility calculation using daily observations for such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market. The Company uses the average historical volatility of the comparable companies over the expected term of the share options or similar instruments as its expected volatility.</div> <div> </div> </td> </tr> </table> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>e.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected dividends on the underlying share for the expected term of the option. The expected dividend yield is based on the Company’s current dividend yield as the best estimate of projected dividend yield for periods within the expected term of the share options and similar instruments.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>f.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The risk-free interest rate(s) for the expected term of the option. Pursuant to ASC 718-10-55-28 a U.S. entity issuing an option on its own shares must use as the risk-free interest rates the implied yields currently available from the U.S. Treasury zero-coupon yield curve over the contractual term of the option if the entity is using a lattice model incorporating the option’s contractual term. If the entity is using a closed-form model, the risk-free interest rate is the implied yield currently available on U.S. Treasury zero-coupon issues with a remaining term equal to the expected term used as the assumption in the model.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 718-10-30-11 and 718-10-30-17 a restriction that stems from the forfeitability of instruments to which employees have not yet earned the right, such as the inability either to exercise a non-vested equity share option or to sell non-vested shares, is not reflected in estimating the fair value of the related instruments at the grant date. Instead, those restrictions are taken into account by recognizing compensation cost only for awards for which employees render the requisite service and a non-vested equity share or non-vested equity share unit awarded to an employee shall be measured at its fair value as if it were vested and issued on the grant date.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 718-10-35-2 and 718-10-35-3 the compensation cost for an award of share-based employee compensation classified as equity shall be recognized over the requisite service period, with a corresponding credit to equity (generally, paid-in capital). The requisite service period is the period during which an employee is required to provide service in exchange for an award, which often is the vesting period. The total amount of compensation cost recognized at the end of the requisite service period for an award of share-based compensation shall be based on the number of instruments for which the requisite service has been rendered (that is, for which the requisite service period has been completed). An entity shall base initial accruals of compensation cost on the estimated number of instruments for which the requisite service is expected to be rendered. That estimate shall be revised if subsequent information indicates that the actual number of instruments is likely to differ from previous estimates. The cumulative effect on current and prior periods of a change in the estimated number of instruments for which the requisite service is expected to be or has been rendered shall be recognized in compensation cost in the period of the change. Previously recognized compensation cost shall not be reversed if an employee share option (or share unit) for which the requisite service has been rendered expires unexercised (or unconverted).</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Under the requirement of ASC Paragraph 718-10-35-8 the Company made a policy decision to recognize compensation cost for an award with only service conditions that has a graded vesting schedule on a straight-line basis over the requisite service period for the entire award. </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Equity Instruments Issued to Parties Other Than Employees for Acquiring Goods or Services</u> </i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company accounts for equity instruments issued to parties other than employees for acquiring goods or services under the guidance of Sub-topic 505-50 of the FASB Accounting Standards Codification (“Sub-topic 505-50”).</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC paragraph 505-50-25-7, if fully vested, non-forfeitable equity instruments are issued at the date the grantor and grantee enter into an agreement for goods or services (no specific performance is required by the grantee to retain those equity instruments), then, because of the elimination of any obligation on the part of the counterparty to earn the equity instruments, a measurement date has been reached. A grantor shall recognize the equity instruments when they are issued (in most cases, when the agreement is entered into). Whether the corresponding cost is an immediate expense or a prepaid asset (or whether the debit should be characterized as contra-equity under the requirements of paragraph 505-50-45-1) depends on the specific facts and circumstances. Pursuant to ASC paragraph 505-50-45-1, a grantor may conclude that an asset (other than a note or a receivable) has been received in return for fully vested, non-forfeitable equity instruments that are issued at the date the grantor and grantee enter into an agreement for goods or services (and no specific performance is required by the grantee in order to retain those equity instruments). Such an asset shall not be displayed as contra-equity by the grantor of the equity instruments. The transferability (or lack thereof) of the equity instruments shall not affect the balance sheet display of the asset. This guidance is limited to transactions in which equity instruments are transferred to other than employees in exchange for goods or services.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to Paragraphs 505-50-25-8 and 505-50-25-9, an entity may grant fully vested, non-forfeitable equity instruments that are exercisable by the grantee only after a specified period of time if the terms of the agreement provide for earlier exercisability if the grantee achieves specified performance conditions. Any measured cost of the transaction shall be recognized in the same period(s) and in the same manner as if the entity had paid cash for the goods or services or used cash rebates as a sales discount instead of paying with, or using, the equity instruments. A recognized asset, expense, or sales discount shall not be reversed if a stock option that the counterparty has the right to exercise expires unexercised.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 505-50-30-2 and 505-50-30-11 share-based payment transactions with nonemployees shall be measured at the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable. The issuer shall measure the fair value of the equity instruments in these transactions using the stock price and other measurement assumptions as of the earlier of the following dates, referred to as the measurement date: (a) The date at which a commitment for performance by the counterparty to earn the equity instruments is reached (a performance commitment); or (b) The date at which the counterparty's performance is complete. If the Company’s common shares are traded in one of the national exchanges the grant-date share price of the Company’s common stock will be used to measure the fair value of the common shares issued, however, if the Company’s common shares are thinly traded the use of share prices established in the Company’s most recent private placement memorandum (“PPM”), or weekly or monthly price observations would generally be more appropriate than the use of daily price observations as such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraph 718-10-55-21 if an observable market price is not available for a share option or similar instrument with the same or similar terms and conditions, an entity shall estimate the fair value of that instrument using a valuation technique or model that meets the requirements in paragraph 718-10-55-11 and takes into account, at a minimum, all of the following factors:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>a.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The exercise price of the option.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>b.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected term of the option, taking into account both the contractual term of the option and the effects of employees’ expected exercise and post-vesting employment termination behavior: Pursuant to Paragraph 718-10-50-2(f)(2)(i) of the FASB Accounting Standards Codification the expected term of share options and similar instruments represents the period of time the options and similar instruments are expected to be outstanding taking into consideration of the contractual term of the instruments and holder’s expected exercise behavior into the fair value (or calculated value) of the instruments. The Company uses historical data to estimate holder’s expected exercise behavior. If the Company is a newly formed corporation or shares of the Company are thinly traded the contractual term of the share options and similar instruments is used as the expected term of share options and similar instruments as the Company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt">   </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>c.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The current price of the underlying share.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>d. </div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected volatility of the price of the underlying share for the expected term of the option. Pursuant to ASC Paragraph 718-10-55-25 a newly publicly traded entity might base expectations about future volatility on the average volatilities of similar entities for an appropriate period following their going public. A nonpublic entity might base its expected volatility on the average volatilities of otherwise similar public entities. For purposes of identifying otherwise similar entities, an entity would likely consider characteristics such as industry, stage of life cycle, size, and financial leverage. Because of the effects of diversification that are present in an industry sector index, the volatility of an index should not be substituted for the average of volatilities of otherwise similar entities in a fair value measurement. Pursuant to paragraph 718-10-S99-1 if shares of a company are thinly traded the use of weekly or monthly price observations would generally be more appropriate than the use of daily price observations as the volatility calculation using daily observations for such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market. The Company uses the average historical volatility of the comparable companies over the expected term of the share options or similar instruments as its expected volatility.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>e.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected dividends on the underlying share for the expected term of the option. The expected dividend yield is based on the Company’s current dividend yield as the best estimate of projected dividend yield for periods within the expected term of the share options and similar instruments.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>f.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The risk-free interest rate(s) for the expected term of the option. Pursuant to ASC 718-10-55-28 a U.S. entity issuing an option on its own shares must use as the risk-free interest rates the implied yields currently available from the U.S. Treasury zero-coupon yield curve over the contractual term of the option if the entity is using a lattice model incorporating the option’s contractual term. If the entity is using a closed-form model, the risk-free interest rate is the implied yield currently available on U.S. Treasury zero-coupon issues with a remaining term equal to the expected term used as the assumption in the model.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC paragraph 505-50-S99-1, if the Company receives a right to receive future services in exchange for unvested, forfeitable equity instruments, those equity instruments are treated as unissued for accounting purposes until the future services are received (that is, the instruments are not considered issued until they vest). Consequently, there would be no recognition at the measurement date and no entry should be recorded.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Deferred Tax Assets and Income Tax Provision</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the fiscal years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Statements of Income and Comprehensive Income in the period that includes the enactment date.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company adopted section 740-10-25 of the FASB Accounting Standards Codification (“Section 740-10-25”) with regards to uncertainty income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The estimated future tax effects of temporary differences between the tax basis of assets and liabilities are reported in the accompanying balance sheets, as well as tax credit carry-backs and carry-forwards. The Company periodically reviews the recoverability of deferred tax assets recorded on its balance sheets and provides valuation allowances as management deems necessary.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Management makes judgments as to the interpretation of the tax laws that might be challenged upon an audit and cause changes to previous estimates of tax liability. In addition, the Company operates within multiple taxing jurisdictions and is subject to audit in these jurisdictions. In management’s opinion, adequate provisions for income taxes have been made for all years. If actual taxable income by tax jurisdiction varies from estimates, additional allowances or reversals of reserves may be necessary. </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Tax years that remain subject to examination by major tax jurisdictions</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i> </i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company discloses tax years that remain subject to examination by major tax jurisdictions pursuant to the ASC Paragraph 740-10-50-15.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif"

align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Earnings per Share</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Earnings per share ("EPS") is the amount of earnings attributable to each share of common stock. For convenience, the term is used to refer to either earnings or loss per share. EPS is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Pursuant to ASC Paragraphs 260-10-45-10 through 260-10-45-16 Basic EPS shall be computed by dividing income available to common stockholders (the numerator) by the weighted-average number of common shares outstanding (the denominator) during the period. Income available to common stockholders shall be computed by deducting both the dividends declared in the period on preferred stock (whether or not paid) and the dividends accumulated for the period on cumulative preferred stock (whether or not earned) from income from continuing operations (if that amount appears in the income statement) and also from net income. The computation of diluted EPS is similar to the computation of basic EPS except that the denominator is increased to include the number of additional common shares that would have been outstanding if the dilutive potential common shares had been issued during the period to reflect the potential dilution that could occur from common shares issuable through contingent shares issuance arrangement, stock options or warrants.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 260-10-45-45-21 through 260-10-45-45-23 Diluted EPS shall be based on the most advantageous conversion rate or exercise price from the standpoint of the security holder. The dilutive effect of outstanding call options and warrants (and their equivalents) issued by the reporting entity shall be reflected in diluted EPS by application of the treasury stock method unless the provisions of paragraphs 260-10-45-35 through 45-36 and 260-10-55-8 through 55-11 require that another method be applied. Equivalents of options and warrants include non-vested stock granted to employees, stock purchase contracts, and partially paid stock subscriptions (see paragraph 260–10–55–23). Anti-dilutive contracts, such as purchased put options and purchased call options, shall be excluded from diluted EPS. Under the treasury stock method: a. Exercise of options and warrants shall be assumed at the beginning of the period (or at time of issuance, if later) and common shares shall be assumed to be issued. b. The proceeds from exercise shall be assumed to be used to purchase common stock at the average market price during the period. (See paragraphs 260-10-45-29 and 260-10-55-4 through 55-5.) c. The incremental shares (the difference between the number of shares assumed issued and the number of shares assumed purchased) shall be included in the denominator of the diluted EPS computation.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">There were no potentially dilutive common shares outstanding for the reporting period ended March 31, 2012 and 2011.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Cash Flows Reporting</u> </i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company adopted paragraph 230-10-45-24 of the FASB Accounting Standards Codification for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method (“Indirect method”) as defined by paragraph 230-10-45-25 of the FASB Accounting Standards Codification to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period pursuant to paragraph 830-230-45-1 of the FASB Accounting Standards Codification.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Subsequent Events</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued. Pursuant to ASU 2010-09 of the FASB Accounting Standards Codification, the Company as an SEC filer considers its financial statements issued when they are widely distributed to users, such as through filing them on EDGAR.</div>   <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i> </i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Recently Issued Accounting Pronouncements</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">In August 2014, the FASB issued the FASB Accounting Standards Update No. 2014-15 <i>“Presentation of Financial Statements - Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity’s Ability to Continue as a Going Concern (“ASU 2014-15”).</i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">In connection with preparing financial statements for each annual and interim reporting period, an entity’s management should evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the entity’s ability to continue as a going concern within one year after the date that the <i>financial statements are issued</i> (or within one year after the date that the <i>financial statements are available to be issued</i> when applicable). Management’s evaluation should be based on relevant conditions and events that are known and reasonably knowable at the date that the <i>financial statements are issued</i> (or at the date that the <i>financial statements are available to be issued</i> when applicable). Substantial doubt about an entity’s ability to continue as a going concern exists when relevant conditions and events, considered in the aggregate, indicate that it is probable that the entity will be unable to meet its obligations as they become due within one year after the date that the financial statements are issued (or available to be issued). The term <i>probable</i> is used consistently with its use in Topic 450, Contingencies.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">When management identifies conditions or events that raise substantial doubt about an entity’s ability to continue as a going concern, management should consider whether its plans that are intended to mitigate those relevant conditions or events will alleviate the substantial doubt. The mitigating effect of management’s plans should be considered only to the extent that (1) it is probable that the plans will be effectively implemented and, if so, (2) it is probable that the plans will mitigate the conditions or events that raise substantial doubt

about the entity’s ability to continue as a going concern.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">If conditions or events raise substantial doubt about an entity’s ability to continue as a going concern, but the substantial doubt is alleviated as a result of consideration of management’s plans, the entity should disclose information that enables users of the financial statements to understand all of the following (or refer to similar information disclosed elsewhere in the footnotes):</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>a.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Principal conditions or events that raised substantial doubt about the entity’s ability to continue as a going concern (before consideration of management’s plans)</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>b.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Management’s evaluation of the significance of those conditions or events in relation to the entity’s ability to meet its obligations</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>c.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Management’s plans that alleviated substantial doubt about the entity’s ability to continue as a going concern.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">If conditions or events raise substantial doubt about an entity’s ability to continue as a going concern, and substantial doubt is not alleviated after consideration of management’s plans, an entity should include a statement in the footnotes indicating that there is <i>substantial doubt about the entity’s ability to continue as a going concern</i> within one year after the date that the financial statements are issued (or available to be issued). Additionally, the entity should disclose information that enables users of the financial statements to understand all of the following:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>a.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Principal conditions or events that raise substantial doubt about the entity’s ability to continue as a going concern</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>b.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Management’s evaluation of the significance of those conditions or events in relation to the entity’s ability to meet its obligations</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>c.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Management’s plans that are intended to mitigate the conditions or events that raise substantial doubt about the entity’s ability to continue as a going concern.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The amendments in this Update are effective for the annual period ending after December 15, 2016, and for annual periods and interim periods thereafter. Early application is permitted.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Management does not believe that any other recently issued, but not yet effective accounting pronouncements, when adopted, will have a material effect on the accompanying financial statements.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Basis of Presentation – Unaudited Interim Financial Information</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The accompanying unaudited interim financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for the interim financial information, and with the rules and regulations of the United States Securities and Exchange Commission (“SEC”) to Form 10-Q and Article 8 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by U.S. GAAP for complete financial statements. The unaudited interim financial statements furnished reflect all adjustments (consisting of normal recurring accruals) which are, in the opinion of management, necessary to a fair statement of the results for the interim period presented. Unaudited consolidated interim results are not necessarily indicative of the results for the full fiscal year. These financial statements should be read in conjunction with the financial statements of the Company for the year ended December 31, 2011 and notes thereto contained in the information filed as part of the Company’s Form 10-K, which was filed on April 16, 2012.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Use of Estimates and Assumptions and Critical Accounting Estimates and Assumptions</u> </i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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(s) of the financial statements and the reported amounts of revenues and expenses during the reporting period(s).</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;CLEAR: both"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> Critical accounting estimates are estimates for which (a) the nature of the estimate is material due to the levels of subjectivity and judgment necessary to account for highly uncertain matters or the susceptibility of such matters to change and (b) the impact of the estimate on financial condition or operating performance is material. The Company’s critical accounting estimates and assumptions affecting the financial statements were:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>(i)</div> </td> <td style="TEXT-ALIGN: justify"> <div><i>Assumption as a going concern</i>: Management assumes that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt;

FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>(ii)</div> </td> <td style="TEXT-ALIGN: justify"> <div><i>Valuation allowance for deferred tax assets</i>: Management assumes that the realization of the Company’s net deferred tax assets resulting from its net operating loss (“NOL”) carry-forwards for Federal income tax purposes that may be offset against future taxable income was not considered more likely than not and accordingly, the potential tax benefits of the net loss carry-forwards are offset by a full valuation allowance. Management made this assumption based on (a) the Company has incurred recurring losses, (b) general economic conditions, and (c) its ability to raise additional funds to support its daily operations by way of a public or private offering, among other factors.</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>(iii)</div> </td> <td style="TEXT-ALIGN: justify"> <div><i>Estimates and assumptions used in valuation of equity instruments</i>: Management estimates expected term of share options and similar instruments, expected volatility of the Company’s common shares and the method used to estimate it, expected annual rate of quarterly dividends, and risk free rate(s) to value share options and similar instruments.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">These significant accounting estimates or assumptions bear the risk of change due to the fact that there are uncertainties attached to these estimates or assumptions, and certain estimates or assumptions are difficult to measure or value.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Management bases its estimates on historical experience and on various assumptions that are believed to be reasonable in relation to the financial statements taken as a whole under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Management regularly evaluates the key factors and assumptions used to develop the estimates utilizing currently available information, changes in facts and circumstances, historical experience and reasonable assumptions. After such evaluations, if deemed appropriate, those estimates are adjusted accordingly.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Actual results could differ from those estimates.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr> </table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Principles of Consolidation</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company applies the guidance of Topic 810 “Consolidation” of the FASB Accounting Standards Codification to determine whether and how to consolidate another entity. Pursuant to ASC Paragraph 810-10-15-10, all majority-owned subsidiaries - all entities in which a parent has a controlling financial interest - shall be consolidated except (1) when control does not rest with the parent, the majority owner; (2) if the parent is a broker-dealer within the scope of Topic 940 and control is likely to be temporary; (3) consolidation by an investment company within the scope of Topic 946 of a non-investment-company investee. Pursuant to ASC Paragraph 810-10-15-8, the usual condition for a controlling financial interest is ownership of a majority voting interest, and, therefore, as a general rule ownership by one reporting entity, directly or indirectly, of more than 50 percent of the outstanding voting shares of another entity is a condition pointing toward consolidation. The power to control may also exist with a lesser percentage of ownership, for example, by contract, lease, agreement with other stockholders, or by court decree. The Company consolidates all less-than-majority-owned subsidiaries, if any, in which the parent’s power to control exists.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;CLEAR: both"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> The consolidated financial statements include all accounts of the entities as of the reporting period ending date(s) and for the reporting period(s) as follows:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-ALIGN:Left; TEXT-INDENT: 0in; WIDTH: 100%"> <table style="MARGIN: 0in; WIDTH: 90%; BORDER-COLLAPSE: collapse; OVERFLOW: visible" cellspacing="0" cellpadding="0" align="left"> <tr style="HEIGHT: 12px"> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="23%"> <div>Name of consolidated subsidiary or
 entity</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="1%"> <div> </div> </td> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="20%"> <div>State or other jurisdiction of
 incorporation or organization</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="1%"> <div> </div> </td> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="20%"> <div>Date of incorporation or formation
 (date of acquisition, if applicable)</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="1%"> <div> </div> </td> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="23%" colspan="2"> <div>Attributable
 interest</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="23%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman;

BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="22%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="23%"> <div>Avenue Pictures, Inc.</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>Delaware</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>April 28, 1992
 (September 30, 1996)</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; PADDING-RIGHT: 5px; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="22%"> <div>100</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div>%</div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="23%"> <div> </div> </td> <td style="TEXT-ALIGN: left; 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table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr> </table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Fair Value of Financial Instruments</u> </i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows paragraph 820-10-35-37 of the FASB Accounting Standards Codification (“Paragraph 820-10-35-37”) to measure the fair value of its financial instruments and paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The three (3) levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 7%; FONT-SIZE: 10pt"> <div>Level 1</div> </td> <td style="WIDTH: 1%; FONT-SIZE: 10pt"> <div> </div> </td> <td style="WIDTH: 92%; FONT-SIZE: 10pt"> <div>Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.</div> </td> </tr> <tr style="VERTICAL-ALIGN: top"> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> </tr> <tr style="VERTICAL-ALIGN: top"> <td style="FONT-SIZE: 10pt"> <div>Level 2</div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div>Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.</div> </td> </tr> <tr style="VERTICAL-ALIGN: top"> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td

style="FONT-SIZE: 10pt"> <div> </div> </td> </tr> <tr style="VERTICAL-ALIGN: top"> <td style="FONT-SIZE: 10pt"> <div>Level 3</div> </td> <td style="FONT-SIZE: 10pt"> <div> </div> </td> <td style="FONT-SIZE: 10pt"> <div>Pricing inputs that are generally observable inputs and not corroborated by market data.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Financial assets are considered Level 3 when their fair values are determined using pricing models, discounted cash flow methodologies or similar techniques and at least one significant model assumption or input is unobservable.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The carrying amounts of the Company’s financial assets and liabilities, such as cash, prepaid expenses, and accrued expenses approximate their fair values because of the short maturity of these instruments.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Transactions involving related parties cannot be presumed to be carried out on an arm's-length basis, as the requisite conditions of competitive, free-market dealings may not exist. Representations about transactions with related parties, if made, shall not imply that the related party transactions were consummated on terms equivalent to those that prevail in arm's-length transactions unless such representations can be substantiated.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Cash Equivalents</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"> <tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Off-Balance-Sheet Credit Exposures</u> </i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to FASB ASC paragraph 310-10-50-9 an entity shall disclose a description of the accounting policies and methodology the entity used to estimate its liability for off-balance-sheet credit exposures and related charges for those credit exposures. Such a description shall identify the factors that influenced management's judgment (for example, historical losses and existing economic conditions) and a discussion of risk elements relevant to particular categories of financial instruments.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company does not have any off-balance-sheet credit exposure to its customers at March 31, 2012 and 2011.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Related Parties</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to Section 850-10-20 the Related parties include a. affiliates of the Company (“Affiliate” means, with respect to any specified Person, any other Person that, directly or indirectly through one or more intermediaries, controls, is controlled by or is under common control with such Person, as such terms are used in and construed under Rule 405 under the Securities Act); b. entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825–10–15, to be accounted for by the equity method by the investing entity; c. trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; d. principal owners of the Company; e. management of the Company; f. 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; and g. other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The financial statements shall include disclosures of material related party transactions, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of consolidated or combined financial statements is not required in those statements. The disclosures shall include: a. the nature of the relationship(s) involved; b. a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which income statements are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; c. the dollar amounts of transactions for each of the periods for which income statements are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and d. amount due from or to related parties as of the date of each balance sheet presented and, if not otherwise apparent, the terms and manner of settlement.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"> <tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Commitment and Contingencies</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the consolidated financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The

Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company’s consolidated financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td> </td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Revenue Recognition</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> <i><u> Deferred Tax Assets and Income Tax Provision</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the fiscal years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Statements of Income and Comprehensive Income in the period that includes the enactment date.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company adopted section 740-10-25 of the FASB Accounting Standards Codification (“Section 740-10-25”) with regards to uncertainty income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The estimated future tax effects of temporary differences between the tax basis of assets and liabilities are reported in the accompanying balance sheets, as well as tax credit carry-backs and carry-forwards. The Company periodically reviews the recoverability of deferred tax assets recorded on its balance sheets and provides valuation allowances as management deems necessary.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Management makes judgments as to the interpretation of the tax laws that might be challenged upon an audit and cause changes to previous estimates of tax liability. In addition, the Company operates within multiple taxing jurisdictions and is subject to audit in these jurisdictions. In management’s opinion, adequate provisions for income taxes have been made for all years. If actual taxable income by tax jurisdiction varies from estimates, additional allowances or reversals of reserves may be necessary. </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Tax years that remain subject to examination by major tax jurisdictions</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i> </i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company discloses tax years that remain subject to examination by major tax jurisdictions pursuant to the ASC Paragraph 740-10-50-15.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> <i><u>Earnings per Share</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Earnings per share ("EPS") is the amount of earnings attributable to each share of common stock. For convenience, the term is used to refer to either earnings or loss per share. EPS is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Pursuant to ASC Paragraphs 260-10-45-10 through 260-10-45-16 Basic EPS shall be computed by dividing income available to common stockholders (the numerator) by the weighted-average number of common shares outstanding (the denominator) during the period. Income available to common stockholders shall be computed by deducting both the dividends declared in the period on preferred stock (whether or not paid) and the dividends accumulated for the period on cumulative preferred stock (whether or not earned) from income from continuing operations (if that amount appears in the income statement) and also from net income. The computation of diluted EPS is similar to the computation of basic EPS except that the denominator is increased to include the number of additional common shares that would have been outstanding if the dilutive potential common shares had been issued during the period to reflect the potential dilution that could occur from common shares issuable through contingent shares issuance arrangement, stock options or warrants.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 260-10-45-45-21 through 260-10-45-45-23 Diluted EPS shall be based on the most advantageous conversion rate or exercise price from the standpoint of the security holder. The dilutive effect of outstanding call options and warrants (and their equivalents) issued by the reporting entity shall be reflected in diluted EPS by application of the treasury stock method unless the provisions of paragraphs 260-10-45-35 through 45-36 and 260-10-55-8 through 55-11 require that another method be applied. Equivalents of options and warrants include non-vested stock granted to employees, stock purchase contracts, and partially paid stock subscriptions (see paragraph 260–10–55–23). Anti-dilutive contracts, such as purchased put options and purchased call options, shall be excluded from diluted EPS. Under the treasury stock method: a. Exercise of options and warrants shall be assumed at the beginning of the period (or at time of issuance, if later) and common shares shall be assumed to be issued. b. The proceeds from exercise shall be assumed to be used to purchase common stock at the average market price during the period. (See paragraphs 260-10-45-29 and 260-10-55-4 through 55-5.) c. The incremental shares (the difference between the number of shares assumed issued and the number of shares assumed purchased) shall be included in the denominator of the diluted EPS computation.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">There were no potentially dilutive common shares outstanding for the reporting period ended March 31, 2012 and 2011.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Cash Flows Reporting</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company adopted paragraph 230-10-45-24 of the FASB Accounting Standards Codification for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method (“Indirect method”) as defined by paragraph 230-10-45-25 of the FASB Accounting Standards Codification to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period pursuant to paragraph 830-230-45-1 of the FASB Accounting Standards Codification.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Subsequent Events</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued. Pursuant to ASU 2010-09 of the FASB Accounting Standards Codification, the Company as an SEC filer considers its financial statements issued when they are widely distributed to users, such as through filing them on EDGAR.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td> </td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Recently Issued Accounting Pronouncements</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">In August 2014, the FASB issued the FASB Accounting Standards Update No. 2014-15 <i>“Presentation of Financial Statements - Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity’s Ability to Continue as a Going Concern (“ASU 2014-15”).</i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">In connection with preparing financial statements for each annual and interim reporting period, an entity’s management should evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the entity’s ability to continue as a going concern within one year after the date that the <i>financial statements are issued</i> (or within one year after the date that the <i>financial statements are available to be issued</i> when applicable). Management’s evaluation should be based on relevant conditions and events that are known and reasonably knowable at the date that the <i>financial statements are issued</i> (or at the date that the <i>financial statements are available to be issued</i> when applicable). Substantial doubt about an entity’s ability to continue as a going concern exists when relevant conditions and events, considered in the aggregate, indicate that it is probable that the entity will be unable to meet its obligations as they become due within one year after the date that the financial statements are issued (or available to be issued). The term <i>probable</i> is used consistently with its use in Topic 450, Contingencies.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">When management identifies conditions or events that raise substantial doubt about an entity’s ability to continue as a going concern, management should consider whether its plans that are intended to mitigate those relevant conditions or events will alleviate the substantial doubt. The mitigating effect of management’s plans should be considered only to the extent that (1) it is probable that the plans will be effectively implemented and, if so, (2) it is probable that the plans will mitigate the conditions or events that raise substantial doubt about the entity’s ability to continue as a going concern.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">If conditions or events raise substantial doubt about an entity’s ability to continue as a going concern, but the substantial doubt is alleviated as a result of consideration of management’s plans, the entity should disclose information that enables users of the financial statements to understand all of the following (or refer to similar information disclosed elsewhere in the footnotes):</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>a.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Principal conditions or events that raised substantial doubt about the entity’s ability to continue as a going concern (before consideration of management’s plans)</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td

style="WIDTH: 0.25in"> <div>b.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Management’s evaluation of the significance of those conditions or events in relation to the entity’s ability to meet its obligations</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>c.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Management’s plans that alleviated substantial doubt about the entity’s ability to continue as a going concern.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">If conditions or events raise substantial doubt about an entity’s ability to continue as a going concern, and substantial doubt is not alleviated after consideration of management’s plans, an entity should include a statement in the footnotes indicating that there is <i>substantial doubt about the entity’s ability to continue as a going concern</i> within one year after the date that the financial statements are issued (or available to be issued). Additionally, the entity should disclose information that enables users of the financial statements to understand all of the following:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>a.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Principal conditions or events that raise substantial doubt about the entity’s ability to continue as a going concern</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>b.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Management’s evaluation of the significance of those conditions or events in relation to the entity’s ability to meet its obligations</div> </td> </tr> </table> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>c.</div> </td> <td style="TEXT-ALIGN: justify"> <div>Management’s plans that are intended to mitigate the conditions or events that raise substantial doubt about the entity’s ability to continue as a going concern.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The amendments in this Update are effective for the annual period ending after December 15, 2016, and for annual periods and interim periods thereafter. Early application is permitted.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Management does not believe that any other recently issued, but not yet effective accounting pronouncements, when adopted, will have a material effect on the accompanying financial statements.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"> <tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Note 3 – Going Concern</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company has elected to adopt early application of Accounting Standards Update No. 2014-15, <i>“Presentation of Financial Statements—Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity’s Ability to Continue as a Going Concern (“ASU 2014-15”)</i>.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company’s financial statements have been prepared assuming that it will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">As reflected in the financial statements, the Company had an accumulated deficit at March 31, 2012, a net loss and net cash used in operating activities for the reporting period then ended. These factors raise substantial doubt about the Company’s ability to continue as a going concern.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company is attempting to further implement its business plan and generate sufficient revenue; however, the Company’s cash position may not be sufficient to support its daily operations. While the Company believes in the viability of its strategy to further implement its business plan and generate sufficient revenue and in its ability to raise additional funds by way of a public or private offering, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon its ability to further implement its business plan and generate sufficient revenue and its ability to raise additional funds by way of a public or private offering.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The financial statements do not include any adjustments related to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Note 4 – Intangible Assets</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif"> On February 25, 2009, the Company was granted an exclusive, worldwide, transferable, perpetual license (“License”) to use certain proprietary technology for the processing of lithium for use in batteries and other fields. A patent application relating to the licensed technology is pending. </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif">   </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">In exchange for the License, the Company:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">(1) issued 1,000,000 shares of common stock of the Company;</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">(2) issued an additional 2,000,000 shares of common stock of the Company which are restricted and subject to forfeiture if there has not been at least $1,000,000 in total commercial sales of licenses products within three years (Threshold);</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">(3) will pay royalties of $1.00 per kilogram, of lithium products manufactured and sold, payable quarterly;</div> <div

style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">(4) will pay a royalty of $.01 per kilogram, of excess products manufactured and sold, payable quarterly;</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">(5) will grant options to purchase up to a total of 19% (inclusive of previously issued shares) of the issued and outstanding shares of the Company upon the issuance of any additional shares after the date of the License. These options are exercisable at the same prices as the shares sold or values received for five years from each grant date. These grants are only issuable if the Threshold is met.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Upon a transfer of the entire License, the Company shall pay the licensor a fee equal to 19% of all compensation received on the transfer.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The License has been recorded at its fair value of $250,000 based on management’s projected net cash flows to be realized from sales of products under the License.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to the terms of the License Agreement, the additional 2,000,000 shares of the Company’s common stock, which were issued, are subject to forfeiture if there has not been at least $1,000,000 in total commercial sales of licenses products by February 25, 2012.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">As of February 25, 2012, commercial sales of the licensed products have not commenced.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0.5in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">As of December 31, 2011, the Company has evaluated the fair value of the Technology License intangible asset and has determined that it is in excess of the carrying value based on the estimated net discounted cash flows anticipated from the sale of the process under the licensing agreement. The Company recorded an impairment of $250,000 at December 31, 2011.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> 0.19 0.19 1000000 2000000 2000000 1000000 1000000 1.00 0.01 250000 250000 126000 3000 123000 300000 -432419 -432419 -5059 278210 7788103 -69383 -8264735 278210 7788103 -69383 -8269794 27821030 798918 27821030 798918 <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Note 5 – Related Party Transactions</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Advances from Stockholders</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">From time to time, stockholders of the Company advance funds to the Company for working capital purpose. Those advances are unsecured, non-interest bearing and due on demand.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Free Office Space</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company has been provided office space by its Chief Executive Officer at no cost. The management determined that such cost is nominal and did not recognize the rent expense in its financial statements.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Note 6 – Stockholders’ Equity (Deficit)</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Shares Authorized</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Upon formation the total number of shares of all classes of stock which the Company is authorized to issue is Eighteen Million (18,000,000), consisting of fifteen million (15,000,000) shares of common stock, par value one cent ($0.01) per share (the "Common Stock"), one million (1,000,000) shares of Class B common stock, par value one cent ($0.01) per share (the "Class B Common Stock") and two million (2,000,000) shares of preferred stock, par value one cent ($0.01) per share (the "Preferred Stock").</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">On June 9, 2008 the Company filed a Certificate of Amendment to the Certificate of Incorporation and changed its total number of shares of all classes of stock which the Company is authorized to issue is Thirty Eight Million (38,000,000) shares of which Two Million (2,000,000) shares shall be Preferred Stock, par value $0.01 per share, One Million (1,000,000) shares shall be Class B Common Stock, no par value, and Thirty Five Million (35,000,000) shares shall be Common Stock, par value $0.01 per share.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"> <tr><td></td></tr></table> 18000000 38000000 15000000 1000000 35000000 1000000 0.01 0.01 0.01 2000000 2000000 0.01 0.01 <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-INDENT: 0in; MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Note 7 – Subsequent Events</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company has evaluated all events that occurred after the balance sheet date through the date when the financial statements were issued to determine if they must be reported. The Management of the Company determined that the following reportable subsequent event(s) needed to be disclosed as followed:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif"

align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Share issuances:</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i> </i></div> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>-</div> </td> <td style="TEXT-ALIGN: justify"> <div>On December 14, 2012, the Company sold 444,444 shares of common stock at $0.0225 per share or $10,000 in aggregate.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px 0pt 0.5in; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>-</div> </td> <td style="TEXT-ALIGN: justify"> <div>On January 15, 2013, the Company sold 684,930 shares of common stock at $0.0365 per share or $25,000 in aggregate.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0pt; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0pt" cellspacing="0" cellpadding="0" width="100%"> <tr style="VERTICAL-ALIGN: top"> <td style="WIDTH: 0.25in"></td> <td style="WIDTH: 0.25in"> <div>-</div> </td> <td> <div>On May 8, 2014, the Company issued 869,565 shares of its common stock in lieu of payment of $50,000 of the loan payable – stockholder/officer.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Formation of Majority-Owned Subsidiary:</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">On September 17, 2014, the Company formed Clean Lithium Corporation under the laws of New York State as a wholly owned subsidiary with a nominal share capital of $100,000.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">On October 13, 2014, the Company sold 150,000 shares (1.5%) in the Capital of Clean Lithium Corporation to Sukvinder Sokhi, an investor, for $150,000.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u> Stock Option Issuances:</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-ALIGN:Left; TEXT-INDENT: 0in; WIDTH: 100%"> <table style="MARGIN: 0in; WIDTH: 100%; BORDER-COLLAPSE: collapse; OVERFLOW: visible" cellspacing="0" cellpadding="0" align="left"> <tr style="HEIGHT: 12px"> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="83%"> <div>Stock Option Shares</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="15%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="83%"> <div>Stock options issued in February 20, 2013 to the third party for legal services with an exercise price of $0.10 per share expiring five (5) years from the date of issuance</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; PADDING-RIGHT: 5px; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="15%"> <div>150,000</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="83%"> <div>Stock options issued in February 20, 2013 to the officer for his services with an exercise price of $0.10 per share expiring five (5) years from the date of issuance</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; PADDING-RIGHT: 5px; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="15%"> <div>250,000</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="83%"> <div>Stock options issued on September 25, 2014 to a consultant with an exercise price of $0.20 per share expiring five (5) years from the date of issuance</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; 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FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-ALIGN:Left; TEXT-INDENT: 0in; WIDTH: 100%"> <table style="MARGIN: 0in; WIDTH: 100%; BORDER-COLLAPSE: collapse; OVERFLOW: visible" cellspacing="0" cellpadding="0" align="left"> <tr style="HEIGHT: 12px"> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="83%"> <div>Stock Option Shares</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="15%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; 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FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="83%"> <div>Stock options issued in February 20, 2013 to the officer for his services with an exercise price of $0.10 per share expiring five (5) years from the date of issuance</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; PADDING-RIGHT: 5px; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="15%"> <div>250,000</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; 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FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;CLEAR: both"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The consolidated financial statements include all accounts of the entities as of the reporting period ending date(s) and for the reporting period(s) as follows:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;TEXT-ALIGN:Left; TEXT-INDENT: 0in; WIDTH: 100%"> <table style="MARGIN: 0in; WIDTH: 90%; BORDER-COLLAPSE: collapse; OVERFLOW: visible" cellspacing="0" cellpadding="0" align="left"> <tr style="HEIGHT: 12px"> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="23%"> <div>Name of consolidated subsidiary or

entity</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="1%"> <div> </div> </td> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="20%"> <div>State or other jurisdiction of
 incorporation or organization</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="1%"> <div> </div> </td> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="20%"> <div>Date of incorporation or formation
 (date of acquisition, if applicable)</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="1%"> <div> </div> </td> <td style="BORDER-BOTTOM: #000000 1px solid; TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 700" width="23%" colspan="2"> <div>Attributable
 interest</div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="23%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; BORDER-TOP: #000000 1px solid; FONT-WEIGHT: 400" width="22%"> <div> </div> </td> <td style="TEXT-ALIGN: center; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="23%"> <div>Avenue Pictures, Inc.</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>Delaware</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>April 28, 1992
 (September 30, 1996)</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; PADDING-RIGHT: 5px; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="22%"> <div>100</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div>%</div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="23%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="22%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #ffffff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> </tr> <tr style="HEIGHT: 12px"> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="23%"> <div>Wombat Productions, Inc.</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>Delaware</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="20%"> <div>March 7, 1997</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: middle; FONT-WEIGHT: 400" width="1%"> <div> </div> </td> <td style="TEXT-ALIGN: right; FONT-STYLE: normal; PADDING-RIGHT: 5px; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="22%"> <div>100</div> </td> <td style="TEXT-ALIGN: left; FONT-STYLE: normal; FONT-FAMILY: times new roman; BACKGROUND: #cceeff; FONT-SIZE: 10pt; VERTICAL-ALIGN: bottom; FONT-WEIGHT: 400" width="1%"> <div>%</div> </td> </tr> </table> </div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> Avenue Pictures, Inc. Wombat Productions, Inc. 0.015 Delaware Delaware 1997-03-07 1992-04-28 1 1 444444 684930 869565 150000 0.0225 0.0365 10000 25000 50000 150000 100000 27821030 0 27821030 0 <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"><i><u>Stock-Based Compensation for Obtaining

Employee Services</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company accounts for share-based payment transactions issued to employees under the guidance of the Topic 718 Compensation - Stock Compensation of the FASB Accounting Standards Codification (“ASC Topic 718”).</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Section 718-10-20 an employee is an individual over whom the grantor of a share-based compensation award exercises or has the right to exercise sufficient control to establish an employer-employee relationship based on common law as illustrated in case law and currently under U.S. Internal Revenue Service (“IRS”) Revenue Ruling 87-41. A non-employee director does not satisfy this definition of employee. Nevertheless, non-employee directors acting in their role as members of a board of directors are treated as employees if those directors were elected by the employer’s shareholders or appointed to a board position that will be filled by shareholder election when the existing term expires. However, that requirement applies only to awards granted to non-employee directors for their services as directors. Awards granted to non-employee directors for other services shall be accounted for as awards to non-employees.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 718-10-30-2 and 718-10-30-3 a share-based payment transaction with employees shall be measured based on the fair value of the equity instruments issued and an entity shall account for the compensation cost from share-based payment transactions with employees in accordance with the fair value-based method, i.e., the cost of services received from employees in exchange for awards of share-based compensation generally shall be measured based on the grant-date fair value of the equity instruments issued or the fair value of the liabilities incurred/settled.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 718-10-30-6 and 718-10-30-9 the measurement objective for equity instruments awarded to employees is to estimate the fair value at the grant date of the equity instruments that the entity is obligated to issue when employees have rendered the requisite service and satisfied any other conditions necessary to earn the right to benefit from the instruments (for example, to exercise share options). That estimate is based on the share price and other pertinent factors, such as expected volatility, at the grant date. As such, the fair value of an equity share option or similar instrument shall be estimated using a valuation technique such as an option pricing model. For this purpose, a similar instrument is one whose fair value differs from its intrinsic value, that is, an instrument that has time value.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">If the Company’s common shares are traded in one of the national exchanges the grant-date share price of the Company’s common stock will be used to measure the fair value of the common shares issued, however, if the Company’s common shares are thinly traded the use of share prices established in its most recent private placement memorandum (“PPM”), or weekly or monthly price observations would generally be more appropriate than the use of daily price observations as such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraph 718-10-55-21 if an observable market price is not available for a share option or similar instrument with the same or similar terms and conditions, an entity shall estimate the fair value of that instrument using a valuation technique or model that meets the requirements in paragraph 718-10-55-11 and takes into account, at a minimum, all of the following factors:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="MARGIN-TOP: 0px; FONT: 10pt Times New Roman, Times, Serif; MARGIN-BOTTOM: 0px" cellspacing="0" cellpadding="0"> <tr style="TEXT-ALIGN: justify; VERTICAL-ALIGN: top"> <td style="WIDTH: 0px"></td> <td style="TEXT-ALIGN: left; WIDTH: 0.5in"> <div>a.</div> </td> <td style="TEXT-ALIGN: justify"> <div>The exercise price of the option.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>b.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected term of the option, taking into account both the contractual term of the option and the effects of employees’ expected exercise and post-vesting employment termination behavior: The expected life of options and similar instruments represents the period of time the option and/or warrant are expected to be outstanding. Pursuant to paragraph 718-10-S99-1, it may be appropriate to use the <i>simplified method</i>, <i>i.e., expected term = ((vesting term + original contractual term) / 2)</i>, if (i) A company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term due to the limited period of time its equity shares have been publicly traded; (ii) A company significantly changes the terms of its share option grants or the types of employees that receive share option grants such that its historical exercise data may no longer provide a reasonable basis upon which to estimate expected term; or (iii) A company has or expects to have significant structural changes in its business such that its historical exercise data may no longer provide a reasonable basis upon which to estimate expected term. The Company uses the simplified method to calculate expected term of share options and similar instruments as the company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>c.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The current price of the underlying share.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>d.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected volatility of the price of the underlying share for the expected term of the option. Pursuant to ASC Paragraph 718-10-55-25 a newly publicly traded entity might base expectations about future volatility on the average volatilities of similar entities for an appropriate period following their going public. A nonpublic entity might base its expected volatility on the average volatilities of otherwise similar public entities. For purposes of identifying otherwise similar entities, an entity would likely consider characteristics such as industry, stage of life cycle, size, and financial leverage. Because of the effects of diversification that are present in an industry sector index, the volatility of an index should not be substituted for the average of volatilities of otherwise similar entities in a fair value measurement. Pursuant to paragraph 718-10-S99-1 if shares of a company are thinly traded the use of weekly or monthly price observations would generally be more appropriate than the use of daily price observations as the volatility calculation using daily observations for such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market. The Company uses the average historical volatility of the comparable companies over the expected term of the share options or similar instruments as its expected volatility.</div> <div> </div> </td> </tr> </table> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>e.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected dividends on the underlying share for the expected term of the option. The expected dividend yield is based on the Company’s current dividend yield as the best estimate of projected dividend yield for periods within the expected term of the share options and similar instruments.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New

Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>f.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The risk-free interest rate(s) for the expected term of the option. Pursuant to ASC 718-10-55-28 a U.S. entity issuing an option on its own shares must use as the risk-free interest rates the implied yields currently available from the U.S. Treasury zero-coupon yield curve over the contractual term of the option if the entity is using a lattice model incorporating the option’s contractual term. If the entity is using a closed-form model, the risk-free interest rate is the implied yield currently available on U.S. Treasury zero-coupon issues with a remaining term equal to the expected term used as the assumption in the model.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 718-10-30-11 and 718-10-30-17 a restriction that stems from the forfeitability of instruments to which employees have not yet earned the right, such as the inability either to exercise a non-vested equity share option or to sell non-vested shares, is not reflected in estimating the fair value of the related instruments at the grant date. Instead, those restrictions are taken into account by recognizing compensation cost only for awards for which employees render the requisite service and a non-vested equity share or non-vested equity share unit awarded to an employee shall be measured at its fair value as if it were vested and issued on the grant date.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 718-10-35-2 and 718-10-35-3 the compensation cost for an award of share-based employee compensation classified as equity shall be recognized over the requisite service period, with a corresponding credit to equity (generally, paid-in capital). The requisite service period is the period during which an employee is required to provide service in exchange for an award, which often is the vesting period. The total amount of compensation cost recognized at the end of the requisite service period for an award of share-based compensation shall be based on the number of instruments for which the requisite service has been rendered (that is, for which the requisite service period has been completed). An entity shall base initial accruals of compensation cost on the estimated number of instruments for which the requisite service is expected to be rendered. That estimate shall be revised if subsequent information indicates that the actual number of instruments is likely to differ from previous estimates. The cumulative effect on current and prior periods of a change in the estimated number of instruments for which the requisite service is expected to be or has been rendered shall be recognized in compensation cost in the period of the change. Previously recognized compensation cost shall not be reversed if an employee share option (or share unit) for which the requisite service has been rendered expires unexercised (or unconverted).</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Under the requirement of ASC Paragraph 718-10-35-8 the Company made a policy decision to recognize compensation cost for an award with only service conditions that has a graded vesting schedule on a straight-line basis over the requisite service period for the entire award. </div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> <div style="MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif "> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> <i><u>Equity Instruments Issued to Parties Other Than Employees for Acquiring Goods or Services</u></i></div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">The Company accounts for equity instruments issued to parties other than employees for acquiring goods or services under the guidance of Sub-topic 505-50 of the FASB Accounting Standards Codification (“Sub-topic 505-50”).</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC paragraph 505-50-25-7, if fully vested, non-forfeitable equity instruments are issued at the date the grantor and grantee enter into an agreement for goods or services (no specific performance is required by the grantee to retain those equity instruments), then, because of the elimination of any obligation on the part of the counterparty to earn the equity instruments, a measurement date has been reached. A grantor shall recognize the equity instruments when they are issued (in most cases, when the agreement is entered into). Whether the corresponding cost is an immediate expense or a prepaid asset (or whether the debit should be characterized as contra-equity under the requirements of paragraph 505-50-45-1) depends on the specific facts and circumstances. Pursuant to ASC paragraph 505-50-45-1, a grantor may conclude that an asset (other than a note or a receivable) has been received in return for fully vested, non-forfeitable equity instruments that are issued at the date the grantor and grantee enter into an agreement for goods or services (and no specific performance is required by the grantee in order to retain those equity instruments). Such an asset shall not be displayed as contra-equity by the grantor of the equity instruments. The transferability (or lack thereof) of the equity instruments shall not affect the balance sheet display of the asset. This guidance is limited to transactions in which equity instruments are transferred to other than employees in exchange for goods or services.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to Paragraphs 505-50-25-8 and 505-50-25-9, an entity may grant fully vested, non-forfeitable equity instruments that are exercisable by the grantee only after a specified period of time if the terms of the agreement provide for earlier exercisability if the grantee achieves specified performance conditions. Any measured cost of the transaction shall be recognized in the same period(s) and in the same manner as if the entity had paid cash for the goods or services or used cash rebates as a sales discount instead of paying with, or using, the equity instruments. A recognized asset, expense, or sales discount shall not be reversed if a stock option that the counterparty has the right to exercise expires unexercised.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraphs 505-50-30-2 and 505-50-30-11 share-based payment transactions with nonemployees shall be measured at the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable. The issuer shall measure the fair value of the equity instruments in these transactions using the stock price and other measurement assumptions as of the earlier of the following dates, referred to as the measurement date: (a) The date at which a commitment for performance by the counterparty to earn the equity instruments is reached (a performance commitment); or (b) The date at which the counterparty's performance is complete. If the Company’s common shares are traded in one of the national exchanges the grant-date share price of the Company’s common stock will be used to measure the fair value of the common shares issued, however, if the Company’s common shares are thinly traded the use of share prices established in the Company’s most recent private placement memorandum (“PPM”), or weekly or monthly price observations would generally be more appropriate than the use of daily price observations as such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market.</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC Paragraph 718-10-55-21 if an observable market price is not available for a share option or similar instrument with the same or similar terms and conditions, an entity shall estimate the fair value of that instrument using a valuation technique or model that meets the requirements in paragraph 718-10-55-11 and takes into account, at a minimum, all of the following factors:</div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>a.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The exercise price of the option.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times

New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>b.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected term of the option, taking into account both the contractual term of the option and the effects of employees’ expected exercise and post-vesting employment termination behavior: Pursuant to Paragraph 718-10-50-2(f)(2)(i) of the FASB Accounting Standards Codification the expected term of share options and similar instruments represents the period of time the options and similar instruments are expected to be outstanding taking into consideration of the contractual term of the instruments and holder’s expected exercise behavior into the fair value (or calculated value) of the instruments. The Company uses historical data to estimate holder’s expected exercise behavior. If the Company is a newly formed corporation or shares of the Company are thinly traded the contractual term of the share options and similar instruments is used as the expected term of share options and similar instruments as the Company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt">   </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>c.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The current price of the underlying share.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>d.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected volatility of the price of the underlying share for the expected term of the option. Pursuant to ASC Paragraph 718-10-55-25 a newly publicly traded entity might base expectations about future volatility on the average volatilities of similar entities for an appropriate period following their going public. A nonpublic entity might base its expected volatility on the average volatilities of otherwise similar public entities. For purposes of identifying otherwise similar entities, an entity would likely consider characteristics such as industry, stage of life cycle, size, and financial leverage. Because of the effects of diversification that are present in an industry sector index, the volatility of an index should not be substituted for the average of volatilities of otherwise similar entities in a fair value measurement. Pursuant to paragraph 718-10-S99-1 if shares of a company are thinly traded the use of weekly or monthly price observations would generally be more appropriate than the use of daily price observations as the volatility calculation using daily observations for such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market. The Company uses the average historical volatility of the comparable companies over the expected term of the share options or similar instruments as its expected volatility.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>e.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The expected dividends on the underlying share for the expected term of the option. The expected dividend yield is based on the Company’s current dividend yield as the best estimate of projected dividend yield for periods within the expected term of the share options and similar instruments.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <table style="WIDTH: 100%; BORDER-COLLAPSE: collapse; FONT: 10pt Times New Roman, Times, Serif" cellspacing="0" cellpadding="0"> <tr style="VERTICAL-ALIGN: top"> <td style="TEXT-ALIGN: justify; WIDTH: 0.5in; FONT-SIZE: 10pt"> <div>f.</div> </td> <td style="TEXT-ALIGN: justify; FONT-SIZE: 10pt"> <div>The risk-free interest rate(s) for the expected term of the option. Pursuant to ASC 718-10-55-28 a U.S. entity issuing an option on its own shares must use as the risk-free interest rates the implied yields currently available from the U.S. Treasury zero-coupon yield curve over the contractual term of the option if the entity is using a lattice model incorporating the option’s contractual term. If the entity is using a closed-form model, the risk-free interest rate is the implied yield currently available on U.S. Treasury zero-coupon issues with a remaining term equal to the expected term used as the assumption in the model.</div> </td> </tr> </table> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify"> </div> <div style="CLEAR:both; FONT-FAMILY:Times New Roman;FONT-SIZE: 10pt;MARGIN: 0pt 0px; FONT: 10pt Times New Roman, Times, Serif" align="justify">Pursuant to ASC paragraph 505-50-S99-1, if the Company receives a right to receive future services in exchange for unvested, forfeitable equity instruments, those equity instruments are treated as unissued for accounting purposes until the future services are received (that is, the instruments are not considered issued until they vest). Consequently, there would be no recognition at the measurement date and no entry should be recorded.</div> </div><table border="0" style="width:100%; table-layout:fixed;" cellspacing="0" cellpadding="0"><tr><td></td></tr></table> 0 0 0 0 EX-101.SCH 8 alpe-20120331.xsd XBRL TAXONOMY EXTENSION SCHEMA 101 - Document - Document And Entity Information link:presentationLink link:definitionLink link:calculationLink 102 - Statement - Consolidated Balance Sheets link:presentationLink link:definitionLink link:calculationLink 103 - Statement - Consolidated Balance Sheets (Parenthetical) link:presentationLink link:definitionLink link:calculationLink 104 - Statement - Consolidated Statements of Operations link:presentationLink link:definitionLink link:calculationLink 105 - Statement - Consolidated Statement of Changes in Stockholders' Equity (Deficit) link:presentationLink link:definitionLink link:calculationLink 106 - Statement - Consolidated Statements of Cash Flows link:presentationLink link:definitionLink link:calculationLink 107 - Disclosure - Organization and Operations link:presentationLink link:definitionLink link:calculationLink 108 - Disclosure - Significant and Critical Accounting Policies and Practices link:presentationLink link:definitionLink link:calculationLink 109 - Disclosure - Going Concern link:presentationLink link:definitionLink link:calculationLink 110 - Disclosure - Intangible Assets link:presentationLink link:definitionLink link:calculationLink 111 - Disclosure - Related Party Transactions link:presentationLink link:definitionLink link:calculationLink 112 - Disclosure - Stockholders' Equity (Deficit) link:presentationLink link:definitionLink link:calculationLink 113 - Disclosure - Subsequent Events link:presentationLink link:definitionLink link:calculationLink 114 - Disclosure - Significant and Critical Accounting Policies and Practices (Policies) link:presentationLink link:definitionLink link:calculationLink 115 - Disclosure - Significant and Critical Accounting Policies and Practices (Tables) link:presentationLink link:definitionLink link:calculationLink 116 - Disclosure - Subsequent Events (Tables) link:presentationLink link:definitionLink link:calculationLink 117 - Disclosure - Organization and Operations (Details Textual) link:presentationLink link:definitionLink link:calculationLink 118 - Disclosure - Significant and Critical Accounting Policies and Practices (Details) link:presentationLink link:definitionLink link:calculationLink 119 - Disclosure - Intangible Assets (Details Textual) link:presentationLink link:definitionLink link:calculationLink 120 - Disclosure - Stockholders' Equity (Deficit) (Details Textual) link:presentationLink link:definitionLink link:calculationLink 121 - Disclosure - Subsequent Events (Details) link:presentationLink link:definitionLink link:calculationLink 122 - Disclosure - Subsequent Events (Details Textual) link:presentationLink link:definitionLink link:calculationLink EX-101.CAL 9 alpe-20120331_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE EX-101.DEF 10 alpe-20120331_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE EX-101.LAB 11 alpe-20120331_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE Document And Entity Information [Abstract] Document Information [Table] Class of Stock [Axis] Document Type Amendment Flag Document Period End Date Document Fiscal Year Focus Document Fiscal Period Focus Entity Registrant Name Entity Central Index Key Current Fiscal Year End Date Entity Filer Category Trading Symbol Entity Common Stock, Shares Outstanding Statement of Financial Position [Abstract] Statement [Table] Class of Stock [Domain] Statement [Line Items] Assets [Abstract] ASSETS Liabilities and Equity [Abstract] LIABILITIES AND STOCKHOLDERS' DEFICIT Assets, Current [Abstract] CURRENT ASSETS Cash Cash Prepaid Expense, Current Prepaid expenses Assets, Current Total Current Assets Assets TOTAL ASSETS Liabilities, Current [Abstract] CURRENT LIABILITIES Stockholders' Equity Attributable to Parent [Abstract] STOCKHOLDERS' DEFICIT Accrued Liabilities, Current Accrued expenses Notes Payable, Current Note payable Other Notes Payable, Current Note payable - related party Due to Related Parties, Current Advances from related parties Liabilities, Current Total Current Liabilities Liabilities TOTAL LIABILITIES Preferred Stock, Value, Issued Preferred stock: par value $0.01; 2,000,000 shares authorized; none issued or outstanding Common Stock, Value, Issued Common stock Common Class B [Member] Common Class A [Member] Additional Paid in Capital Additional paid-In capital Retained Earnings (Accumulated Deficit) Accumulated deficit Treasury Stock, Value

Treasury stock, at cost Stockholders' Equity Attributable to Parent Total Stockholders' Deficit Balance Balance Liabilities and Equity TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT Income Statement [Abstract] Revenues Revenue Operating Expenses [Abstract] Operating Expenses: Research and Development Expense Research and development General and Administrative Expense General and administrative expenses Operating Expenses Total Operating Expenses Income (Loss) from Continuing Operations before Equity Method Investments, Income Taxes, Extraordinary Items, Noncontrolling Interest Loss before income taxes Income Tax Expense (Benefit) Income tax provision Net Income (Loss) Attributable to Parent Net loss Net loss Weighted Average Number of Shares Outstanding, Basic and Diluted - basic and diluted Earnings Per Share, Basic and Diluted Net Loss Per Common Share - basic and diluted Earnings Per Share, Basic and Diluted, Other Disclosures [Abstract] Weighted Average Common Shares Outstanding: Statement of Cash Flows [Abstract] Net Cash Provided by (Used in) Operating Activities, Continuing Operations [Abstract] CASH FLOWS FROM OPERATING ACTIVITIES Net Cash Provided by (Used in) Financing Activities, Continuing Operations [Abstract] CASH FLOWS FROM FINANCING ACTIVITIES Cash and Cash Equivalents, Period Increase (Decrease) NET CHANGE IN CASH Cash and Cash Equivalents, at Carrying Value CASH BALANCE AT BEGINNING OF PERIOD CASH BALANCE AT END OF PERIOD Supplemental Cash Flow Information [Abstract] SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION: Interest Paid Interest paid Income Taxes Paid, Net Income tax paid Statement of Stockholders' Equity [Abstract] Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Adjustments to reconcile net loss to net cash used in operating activities Equity Components [Axis] Share-based Compensation Common stock issued for compensation Equity Component [Domain] Common Stock [Member] Additional Paid-in Capital [Member] Treasury Stock [Member] Retained Earnings [Member] Shares, Outstanding Balance (in shares) Balance (in shares) Stock Issued During Period, Value, Other Common stock issued for investor relations Stock Issued During Period, Shares, Other Common stock issued for investor relations (in shares) Adjustments to Additional Paid in Capital, Other Options granted for research and development Adjustment of Warrants Granted for Services Warrant granted for compensation Amortization of Intangible Assets Amortization Increase (Decrease) in Operating Capital [Abstract] Changes in operating assets and liabilities: Increase (Decrease) in Prepaid Expense Prepaid expenses Increase (Decrease) in Accrued Liabilities Accrued expenses Net Cash Provided by (Used in) Operating Activities, Continuing Operations Net cash used in operating activities Proceeds from (Repayments of) Notes Payable Proceeds from (repayments to) notes payable Proceeds from (Repayments of) Related Party Debt Proceeds from (repayments to) notes payable - related party Proceeds from (Repayments of) Other Long-term Debt Advances from (repayments to) stockholder Net Cash Provided by (Used in) Financing Activities, Continuing Operations Net cash flows provided by financing activities Preferred Stock, Par or Stated Value Per Share Preferred Stock, Shares Authorized Preferred Stock, Shares Issued Preferred Stock, Shares Outstanding Common Stock, No Par Value EX-101.PRE 12 alpe-20120331_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE EXCEL 13 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0`!@`(````(0`X\,*TO@$``$40```3``@"6T-O;G1E;G1?5'EP97-=+GAM;"""B!`(HH``"``` M```
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M&R)EF*D$S@/Y,4EB'1+:$,-_*.GA_@NPZ?\T,-^\59#6N>DEYW;7(=%U2*Q# M0OM%AD38'[K$87M%+#*E3A:65`59R#P$7A":T[O^Z:A_.GYWVI`V,Z7U[PP!
MMB2];3BU,11$90_N7/&Q5%U%1%<1<1_"D'=KRAN6.;'(DFF=/5L%>3=S_=-1 M_W3\[K0A3;1*V@'>GSD!MB2-S;QL%40[-FQ#9!MBS6"XMOB(:P)\[;A5&,TW
MVQ#9AE@S&+Z%<,D-CYM$FX'K'%@M1M5\>+'FKT.BZY"X%V**%'>C5AS#ZAX: MPDZ5V$=6B]%2T;%$'8MH-07SA?VBW%9]I.I/:G3`
/U!S(!5S"IS!11=XMW"8 M-:J+5`^?NMHAIYY M5;*7>5P-U$$6<&6KRCRNX6.Y\ZI#*>--,RC/O&`XG'AYG!8N99B7M^10VVV:
M2*&2UUP6-24I91;7P%_MTT/59LN36]+EOB2J/P`*9[3+*T_FJ2NDR?S M;[M"E?%S!O-^]T=QTN9N/O32YVE2JDIMZP&D\PBT/^<'[*O%)H498-F=
M4FZ7[J,_%\'$]5:+ID`_4GFLV/].M5?'/\IT\U=:2*@V]`D[*S4"TJ_;3`$ M@[W>Z*>F`W^7SD9NX]>L_D<=_Y3I;E]#N\Y\RRK^BG%E*Z3O%:URG^2R->I
M*$F@DX1`KZ\'@V`V]L>3.[*,=!;XVV:9#$;!>#J[@<6C>35E$G$=KQ:E.CJP M]H"\.L2XDOTY9&[K0[/I*O:K@D&E,,DC9EFZ4]>!6E30Y;=5&$P7WAMT)M&:
M]3G-S-1$K08;@8D%!>!WEW@VZ<9X,(=N(E!D/I'S#6YY48R\[7W6%.#W"8.' M[D8-2W1&$PY-
C>AK@J"3&+RP&#@O%CZ$Y7V9&P>!CI4C#/TN?X.Y)LVHFUMD M!P0+&$C0__N1<-#2A7EW'0K#TY0)B32C<;,RA@/?KJR^WB$+%C`(X9F[GQ"
MV82A5332_)I07S\1LH!!./D,(0ZR"4<6(6EF30F#\1!^3$%$@E/?!0L8B/"8 M\B)>7G$HMM'&YIW7I#G=.;(#@@4,%-QF+?>Y_A#@H&L/`6D8DAT0+&`@/7P&
M"0?953KY%#T$I&%(%)A01[&A=DL%&V(P^F`4O&Z76]BH;;J>.V/*I;-^X!(^8 M:.C,MZ.1CYMH]ON'S\Q>E\J."*XQ>="%&<^-CP!Y]Y46,H/77'9$^"QB<`5W
M;0*-VMH$1E:7UEKTH-_3AM;U2%]GQL$C)MU=.T#0WP&F]G.H-:>;1[V(X!$3 M!Q;(_4T,<-2U5PTMXEPT[!017&-
RH?'>O;@"LFMCT8?V^X867=H(M(2#4N8F M8H)^:B,(SFP$(_O=6XM.%%$O(GC$Y/J4\>/7[NN-M6T^TL-.I()'3*Y/&3\< MA2#7E<:22&^*YU[,
(IV'@[*]@4#IS(0.`W)9[F0DLZQR$O6*YR$!>$`7[064@X'4ZAH28&PO=V]R:W-H965T$K M:9/LA81P?.XYQS<7+V]>BQR],*FX*"-,"\C5L8BX>4FPK]_
/5Q=8Z0T+1.: MBY)%^(TI?+/Z_&FY$_)998QI!`REBG"F=;5P715GK*#*$14KX4DJ9$$UW,J- MJRK):%(O*G+7][RI6U!>8LNPD.=PB#3E,;L7\;9@I;
8DDN54@WZ5\4KMV8KX M'+J"RN=M=16+H@**-<^Y?JM),2KBQ>.F%)*N<_#]2D(:[[GKFP/Z@L=2*)%J M!^A<*_30\]R=N\"T6B8<')C8D61IA&_)XHY,L;
M:U@']X6RG>M^1RL3NJ^3) M=UXR2!OVR>S`6HAG`WU,S$^PV#U8_5#OP`^)$I;2;:Y_BMTWQC>9ANV>@"-C
M;)&\W3,50Z)`X_@3PQ2+'`3`%17VMX]U72UE&*'H&>@HJJH MZ4"R`-Z]+ZNB=?J>47!H2&X-2X1G&($'!;OSL@K\8.F^0*)Q@[FS&+BV&-(B
M7%#32@(9?4G'(]Y7-F!3V41NI-S9'_IE_.-E@DO*&##L64]\0.8MKZUL,6'= M1WT_X26%##C"8*)+J=-OZU@(7#M(E_4@26BM\Y,TX&'EP`]'%BWFT.+TDD(&
M?"I+BSDL!"UVOB,#'CHBXRPM9)!EV)D>A&E&^>B?$L`<^;@]S:*AA,#W1J%: MS%##I,4,-,S_1X-9--8PSL%B)O:O&\S\[OF@/@'#EX=0KQHKZ!S:KFY`H=7P
MSF@@9HCT-N'C\&OTN.ZT3;:I:^?28:N1B^90C3[5U0WH2*V+AA&QD^;#(=%@ MAEUUW7H?[BJ@^JF:E\#IUB9FU3C=<6\WH*&,;NN',D;
CZDP9Q^96U[[-)EM0 MT]^3<-YUP5#":)"=*<%.J_Y^!'YGLI'0C+3C_6T/'O;-7#"Y85]8GBL4BZTY
M5!#X7[:_M@>>6[]^U;0/X+Q1T0U[HG+#2X5REL)2SYF!=VE/+/9&BZI^[Z^% MAI-&_36#DR6#MZ?G`#@50N]OS)FH/:NN_@$``/__`P!02P,$%``&``@````A
M`%(]A8J4`P``&ULE%9= M;YLP%'V?M/^`>"\$$@A$2:HFK-ND39JF3P?39E?3P[X"16`2/;=I_OVN;,-O)THR' M-EP?"\[]LN__J6IO6?,.*MPH^"D>_AMJ05:7:7+<_^>/Q[O[O,]
[A`;85JVN*%% M_XJY?[]\_VY^I.R)[S$'C"T"T?.'OA>AF8W?"XAF113[X7*N'O2+X",W?GM\3X\?&:F^ MD!9#M"%/,@,;2I\D]',E3;`Y/-O]J#+PC7D5WJ)#+;
[3XR=,=GL!Z4[`(^G8 MK'HM,"\AHD`3Q(ED*FD-`N"OUQ!9&A`1]*+^'TDE]@M_G`;)=#2.`.YM,!>/ M1%+Z7GG@@C:_-
2CJJ31)W)-,0'V_'@=QED1)^C9+J!4I!PLDT'+.Z-&#JH%O M\@[)&HQFP'SR3.L8?/V7J^"C)'F0+`M_ZGO@!8?\/"_':30/GR&F98]9G6.R
MU(:L3Q`90"J2M9*8U*5_BS-D]0!K$U`FDWR\O>I`^%Z)+Q=@C_H:Z,"VV3GDC&&F^4:>^ M1^SCRVV92(.NZ=0(4Z=AL77*N\'0>;
T<878Y2_[4:I#S2PR5-5B'V>I!C5:.?25G+EE8X;``(T^' M=O@K8CO2FO2+H)T:/#94P+"C?NYAN,5PXX\"`&\I%:<7 M^8%A7
%[^`0``__\#`%!+`P04``8`"````"$`^V*E;90&``"G&P``$P```'AL M+W1H96UE+W1H96UE,2YX;6SL64]OVS84OP_8=R!T!T;VTGMAL'=8K8L9NM31O$
M;H<>:9F66%.B0-))?1O:XX`!P[IAEP&[[3!L*]`"NW2?)EN'K0/Z%%?9(2K(8 MRTO2!AO6U8=$(G]_]_C(W7W7UVH.(H4,B,B).5QVZM=KGJ(Q#X?TSAH>W>&_4L;
M'I(*QV/,>$SS:WIQ([[K6^Z6F[CMA4HEFY6*(3\Z6F%CMA4HEFY6*&$8R\L\(3', M3;B(L(?7S53&`A\!W8A5UJK59B57"-/90C",@>WLRH3Y!0TW2V\J(]QB\QDKJ
M`9^)@29-G!4&.Y[6-$+99<-(A2N"`\W1+H[2:7\^TuQ^4&H$]
 M3!`6#?]M!!TVM+$6:]]Y?&K9/1+#X+S1+0X`OWU)9E;G4ZGT4IEL40-
R#[6E_`; MU69>\W!$%Y@#%Y\+%#!'DY'M$#)H(=&++Y_\]NS)BZ\^_2PBRL@DG(W&^ M%<,04V<%#H
%V">F>"AW@K3EF9;@.<8UW5T#Q*`->G]UW9J8W@9J9H"><;8>0` M]SAG'2Y'#*7#!#R8I8+B01B2D2B6^0(2?`(=#.&<24G(^ M%<,04V<%#H
M,QPK')"8**3G)20$NWN4>K8=8_Z@DL^4^>@>11U2TTRI"GD!:+=FD$T[P(>K$PK-W<
M:3?$45*&'=X+&(_D%(48SVN2J#[W$0W0_0[^'*U]EQ+E>+!!QA.A84U*\](:9?W*R(@U\)7K0E;9KDMEVE.YM[RG^$MF,QBDO@!`[VV)+J>#9G82^M_"EBZL2`,SYJ?%N^6HG1GA<(T%R$1E$FGIB]K
MN=KYQ*M\$D7^5=+P1,1V`=4,#_D3'2&N3Q?M%!U=@=4F^1*&VXY;2>H2J\XD6%,JJ+VZ&DQBCYIC[GQK2RH:8E:_S%FY(M(LB$CFU=0;0:ET9F[Z&MO:Y:1.H_G`NH
M=Q2WIEDN'#YV%[?%$5I]E:>+8MKA-E73XH;O,H/LZ]9J[/4`@?='-:Q_$HT\GQ!#UJ[+)Y+_GH!7'%9WL72QE_^B\+\&R=FA(TC^*4@"=Y;B!PJ$EP-1ZZ[C6JE8&56JCAD8!
MZAS9ZB:+6TK8B#9TX%'9B`H87)YB%7%FX@;AP<`CFSHEJ$YK%Q8N%:N,G1I_4@9J$9\'M]$3FX[C`SF>E:Q8WZ1S:*EH!SW;VVV=?)-L+G<%M8+M!M]M3?P&:T:Y6!5(6\7W;;?3T%=F3;7;3=(7-]0:R4L1X$>_OT`H+_0
M<4_;6%^X@%L7L.53!$A>)SFFS^<-L$D&^L@W(JUS7U_)TO&F7*_'LCXAAW2F5_T$S'BJ@LD_+D8F3B-N7C&W4FN3X4%#9YQ-0$'9[#>@J/O;B%)"'>
%59BVH*$4J/\M]`>I]'MI-:Q5KXN-&5`QWC/9UR+JF+V)D;Y.J+J%J+^T&'2!OW/D'8V&7$/3/6=?T6@K)H/%-`J/8"T-9.IG%GKRT(%SNZ[ZK4R%%L\=*6P'5$O6A`DGH]8G-J1<(YWAH7AE&5V^A`UH:CK1=.V)%U%[@4D3&_%'WN=5WJ3*]%1`KZ%L*;ZH"=8/R@2E2>X0=%U/PCLDEG*JHGUHJ'OAAD2D%!T>A2P=M5FEHT-%B
]#%MM5G/2J/SX?'9E;%'GUQC/%H%SDA
>G(5R-$S^ZH;]G)*G6?*B9]U>-M5'W%`%LD@B-2V!&U3-1%V3-WH&6Q.M=A#+MN.JE;>%
~~

~~M7!:OEE5=2FJV:NS<^1AH[-?5VVJ^'NBU,"LVZ#@HYB_[,+VN&FS\Z+K`3RO& M3#-=+`55_[WOJSD03NVU3N1W]N=Z6:V**?-M>F[K2&@B%:4!4?~~
~~<793,9^?XG MTS4VM#_X=]7DZEJV]1!OM[RJ.A-T+/,`O7>8?3-7B"F.KLOY%99F$GR!I-J. M_["6([L35-Q6-6(4Z.\F[EX68JL.RY3XJ90X(!RY$M~~
~~\Z)*EJ4UE;7WM=K7#? M0>9Q6<]Q9IJM;T9/!IV?NRL/^QN*[^T`I%NU^[(3MXX)2#`#%DT>#`BJWU8\ MK-VP2Q[[J]U]9)$!U)_EU=*%_4K.+\C0VGAY=Q+%~~
~~(_D?4\PFX(E-1NXN_CE[M^;-GNFUOD1X]&@R45GPO0U.?;EO',>N$`?1V):Y;QVS61!-/#1[>&CD>'9[JGCU_];NSXMGK5R^*5Z?'KP_/3UY^7QP>G9_~~
~~\=K-'._YQ MW:S<1*P6L,=H,1\1FA3SH.0*GNK?(T&W;F`C)(`06I8$G5^.4,\;O_]PINCHIXUS98HM`]>B`M/#T]91'FA4:?B/WW`/~~
~~M_<].7AZ^/+H=_:?U8E15X^#H[RC"N8G$N(^OO$(S;XDG/F+HQX4;?2A,YMTL M].F5\'1I;&L6%]\=?W_R\J5P^NI9`7N?O'KZH2">-Y;7S[[X?3T^?$+`E'"PJ%~~
~~\J$C%:# M<.)EN5KCIW2=Q-^?5^]7Q7=3;/AP@"+=`Q@K!^P#>SC,4RT+=T6+G3_]\?^A M*I;D-~~
~~O[TQ_^\7[PKY8N,2,;H#7AI3=*E+HAFBFF):@1$_=MVI3^>$D>_DX\% M(M"\.)F?[18'7WSQF0%S71)EFK)BIM5UO5A?71<3W.%W,/3T9F_Q3EY"L[YH~~
~~M)N-)61,T[\H!P\TM3B ME#>$Q.3S'GZZW^>`9XKOLQ<2C,^JBWI=$I,^^L2&?K%KVPZ8*K2OBZJ:@RK3~~
~~MP-5@YE?SHIWCR:8YA.FH:,MB.ADIJV).0CG'WQY-UPV>]V[Q;E%/Q^\F8_ZI M-%I#]*_\QFX!7I?5:@V/Q<'8"DQ$,:IJ^5_RH)?@=*5]K*K1]7PQ75RA&O!#~~
~~M1$-^)L?12$=`2'(6UY/US'[5)(P'KP@71#%$+QA3HU>JZ;@9;!?$H#=-WS#P-MU6BU(&I6#O6A;>"-%HD$*?G7!XK<;&ZZ>(5ZR>/L/A1FT1_EE~~
~~/5W#$136=$/@PRS7,DNT>Q]!&"Z6V M3>S=K*I'$Q*`H(K,Q$2_##9\ KF:3TAG**\I!7!48X653B5'I12U-GQ*PFX4 MT71;(&8G#+G-G6`WN&?Q/PL<8L8=.&~~
~~VFKCR26L!B?O2O_]*.1),R#' M<.MR2E+\Q_7XRAP7GEZN4$PHES*P?X1HCJ*W(IWZ.6.0*1M%AOPP5AQXP]S MVY-9:=LXI:,:(3!S_\/^V7[Q_>'AJ1G~~
~~*)1#N"=M#8VD+)`;*)J^7H/EP+57 M2N[*[$8VZZY]5HW68H+P_O'[D24\++U"&EK^DUR0L^,C@P;V?$9AL%#YRQ8X~~
~~M),`8H8`_U_34DL)JQ=G>_]PW75NK_C)U.W)3C(F6%HCG'/,YAD;3)(_9;FSB MR\5BY23(62SAQNR@2Q<*:1,QG?OO2/C+-8D0"IPB_Z6TGX%69M'?#JH!+C7#~~
~~MP5;G*H].>1OT07%%>M0^RFF#BW8]42ZO1@,$R(E!3,2HR3IQ(VD(TB*M/D-<) M6D\J&%X'1F,AM\S)&;E<0ZI+KTC>D"(Q[*)[-V&>#-!B/962`#]X8F`!B'Y$~~
~~M+UFZ)+'IQK%A_:"UTOI:D]+V&`J15+*D?RP#QB_*\'>EW!I*P74ER!!#E[ M71+`X\$H=*S[-M'49&3Q7^,<&3'E"_HHJ'B(TS8M#C[U&O3`\_C![>5QJ\`1~~
~~M3%]%4V$IRT'8W\'^A%!,-$;RX'ZML7&, MVTT597<0S,!:&W&EY9SOAQ#5GMEWF&)MLQBC-\UK%I=KD/YRJ62Q`5LD!U2V~~
~~M@[WJ]/Z('R<9A,VJY)M.=>A%8P7R.$)D389Q'?C`:=`SVIG\':_LKY9(9I?EF]*UXOP(%^~~
~~MO2QGTMD^@QX\L$E7WWZ9N_JV5X:F@"IJU'<3-+G+#APSA#;J/+U2X;V:$QK>-M%Q=!\$`:%P35"AN"-M^("KK#-~~
~~H9[(1]ZK]^2*X$XMWQBB2(,K97HBGDA7@^N>@1`]EDNA`'+-^2B=O M@!U,*U@67UG:@[(M>K65%!7=S%M[^>JY>6LC\L4W>^""#-`8"P92GE5CJR$J~~
~~MA^1%OF*Y)IG41%:9D8[!<"\N+U&I17E%HH)XZG)M"3`P:8%X&"VSB-T5-Y$@ M0EK&1%]HLNGD306'PGIS^UV:P%UFH`^^8+'$OT8-~~
~~HKE$GPMBATMM*2AI[=7K$J[$HDB MF(DD$+IV46\5HHU2=-SQ5UH\-:FJT6(98!3VH0S$'+5U]X6\R=]9R[7Z77;9 M,E/8JIG0965(,.G!CXC23%"H.K4&&;+~~
~~[0HFTJ!_,)G5C MHC=F%1D(=O:H,$$T,&D9SZ& M>"P9%X12@IDR#QY/KE8E/:6&&>8"C(@?I+RSGLM,3(MN>\N62*D6(6=FC4E@~~
~~M-718!0RTO:0O4K+&\H[(-1HFFW]>H!00%DO!?K7&MD M&9>0LK3M75BDT]!PI60DQLV2"+)[0"D\;O0O5B1Z0B9(^7;A#R5J[X\F-7U9~~
~~M^")``WL8*4)$!C7<-Y179+^H><*U.ZDCV8?HY`%Y2AZ9'M6/QE&F9]U6VV9S MVYS2:5+M"N"DD9F:IX4Y&\=2UE~~
~~MZ^?,%Z4I=,+8%EN:K26C/VDCIJ$MXU6^16L&U`LKY@WL!J:UW@VMY6+;P^QV M^K/S2-`,.I(:Y.^(T^7SACU!9VA$RGM_HQ)/5DM!=DU7D1\QI3&#PV+E-~~
~~SL+J9K\XQ5=%/5>V^;Y"GF8)3W8QP M'UJ*??')0T MA(#!T3];"&PY^=02ZQM6>GP_VX74EWPL5='4D6,5!.S@DEKD~~
~~MK>M]JL5+=CFG9RF.W(LC_5%5W8V2GSM.UI#+!VD MA-JW"W.D(QG-`-E*I/_P8/E;*(YNGO*IV50@15VZ;=3OK+F+=.(N*@4/=$JI M^5]*^;M?;`[QDX?*$E!-~~
~~3.%PUN1;!,""GR$\=MA?$;_M.^!A29QI.UD1^%"S M:WD0ZGF(O%P0QP:A,A:4AT^B$G?E/<8OY(4*,L94]")HZK!C\82^70L>JO>E MRAF4ZVZ,JX.)4(=;~~
~~Z)FS@HB-7./LCJL1[W>B^`QZ MA$12):#VA+6]2+F-)6FD`YZT=*O+L%21BY1%5`,4V,Z'ADMJL,4@^KD5^"PM~~
~~MD">O0^+$S*D63>H$_@%_>M2RB2>'E,64,HE9*:D]L?.F=^4$,M,E^H>^IT$N M0@R2OHSQFEOO]\8V=#_Z784-%_OG.FBI>:T8O'6!]: M+#X=`/6O_4';~~
~~FB/Z[YW_Q8P9@UMQFYS@V!C1Y??$.%8/NA,+#]R.0^36,)PT M_H4?AT&D6=QZ)-`;\$R#B8W5->K_`Y`Z_%@PF>JB_S6XB!$ZEE6_^O%GIO]~~
~~MF2`\T@?13WAD?L+C)WN//XM2>D?'1;6PTXT3Q?)8C$DDSE;1\0@.R(7V5J%D M0:CA)0=/#LS>$P'YD>!)C[1)W[#%2PJBXV9@%'8FZP4\;OF#W"/+DVLI@X-~~
~~'3L>.0/-!FV\EGLY5@;SG"\ M>T>LM=BYGI"!HQ,+)\J*2^!'3BKG?Q1=*GQ<(M4W+P:XH6U_:TL$V?@6,O*/UB".N=["%(ICQE5#~~
~~MTOT"0TDPO'@WL$_/58AZU;C*XLAT#->)`#;J5B99">Y1AW]T7<]C^X.`&.(VW.]#! M6BIF6YTS[#CFT(6D"L\6NSZD3MXW#<2O1VD,+YM0\@6~~
~~M"TPF"9A;!K>N%Q>AI1"B!]J`P'*`P%8#QP0"NY0#$E+`CH/"O>P=]1"RV,0 MVAA'63KC,"7\34<8]F>+,94K>=)$,6O5M;W16`VT(=NF)CF9)^@?$WJ9=&A#~~
~~M=)#))\6_QDO/4U\V>Y;HS[O:O!64*VKF+K:JFRDBA$\L MYI0`=UEGAV8$ZRBHQD1TTI$=/I+R_B"7RX(""^CHKY7#'W3(?G'B/FB@=LRL~~
~~M1-6AF5J+%*G)$KE@7E MVS/P?0(#CE&0C?=R>IDVZYC13"-'T]@:THU42WFOK,0L$()#9/'!AW"@MBZU M=#3&C'1VJOB>';~~
~~5UPX1)ZYQ^]3S0>VOC$E)ZH0*S_"G<3/A+ M#688&2+]LI[]6[,WK>97=#597I&].7];Q1_WVV0]%#L$O`PH1RG%RD2)V!YB M-5/LRDP`CDK4-~~
~~Z9D+.K:+UY7X"^U>44GI>,76@39VX9EV%3)@1J6J"OC M3!COB*CY$![GZ%$QU[34>@:2M6E9U7I&/IBP`DN+>1%:LI9"P'Q+8M%$-<=+~~
~~M9][U7$&J,PALT=D9B!>:Y563!Z/6Q;H#)K5S+3I-YC`,^D_/6V9-6A:D(92A-M4N]E5J",J18JU]:4UN,FN074;'2U@FRGH+;4%/4_TONAA&%\AS=NYID[B#~~
~~/8-#_M@3=WB\7X@)/4`-M5`ZN%DG3X&Y802=*3>YFYIVH7ICQ?FHQ1I@R*D!TIXNE?/*H[+SSFHK:7@A8 M]O!X<5!P'+4Y_$[?7,<3!'.US@=Z!*]4;~~
~~__U_>+,E$<'?.=@U_:78F'I.2O: M.3/3KD3=A\RKW*38OOMO3'+%NYA^Y?[X9$FA``%PO3);2X4A>*NETV^#*S'[=JJHR)4PK4HC\E$S^(MV'&&>!>~~
~~([8>&]H,!N[[F"(0$_M358=]MRN4KQHI(M[,K3W7]N%":*!O+&I+?P&T`Q;((_T:"-)83._(VN!AOL*QYA_%6Y?8RN"AQ!*3>JLXH@~~
~~MHIS^(*TO[$*5Q5R6$'HR71V>&#]O2XWR8VUG3N1.P-#F7UCR`",5#YS@6BIO M"02X!^$/-?#AILCDN>FLAEV2!7:\()#:V8[01:TM&M]N:&F#N2(00;&*9W`~~
~~MO#[=:^5\/WGX)"O*9;VRAZ/5_:^*"_!HFD7^J`32`[I<$S,[R,#TAX)YT_;; MOFN;)%&V*!F01S0@>8,:R)Z3-%"G=:%#33L#[%F;(?%#K:@<9DKC$W<\>D)3~~
~~M]<%#_<\3'#5S`H(*9>/:`4BUU8$(+R34M\-#WYBV1N2Z/V M'I.&I'ZK'K\J:(+%^U:RH:2O6-63/G-_552`W([I\?Y7Q24_._M&H3&V;]/*~~
~~M44KDU,C#46E&W*O70U8<7A5GROIGWBQ^2M+JAN,Q#6X5(L/&/#VW?9/H#%+@5LT$; M!2)L@O,OQO!`I9\C^&TPDM4<@K\0VN9;DV'~~
~~\+7_66D"W&P]J+XBUX54JLCUB M7-B18C\>A)RJ!T+'W"`OO9..9\*DCX[Q-D$`?K.K-CB=T...:X!R:R.6>>9+X-@<%8"&QVD$HV'7KJ^YV)_LY^:V(=!~~
~~MV#&CHRN]+()#'[N>F2/KL2&Z9A/*C$_3(XMDRI!Y"X4Y&FVB*O,J4]<>@:A\ MVQ#=8T%3"TYAT]!.YKQ7/K0TQ,,"6`?30Z:.%=18*2O(2'8^23C+]VS1UA;F~~
~~M#F:$7\?4N7`PT]Y1;CFCF,O[E^S46%F@99#*7QEYPW)@Z&#TV!1:T!/?1BIM MR0+&T'V!"HX.A.:$5W'7]:93P-~~
~~4G)LFW8_W9WCQCU=A<5KO5%F4M1V@E\I',H&`*6K]]9=^$2<8&HGH0)C@[BBZG!&&I2FCI7[M\/ ME`^6C8,"5L&5R!_A=K$;@A#`^RBG^1.<4#S0P!4>~~
~~[[5-9V=;6T(0=N5`LIA. M%)=#E^#@A&`X/,OCF(20*?9:=IM"-22*+!V=L5%/2!C\QJV8MM6$8)IN6RDB M#O^JL1;&UWQ@.2F>H;88I-~~
~~4:JA=SC.J%,A!HJ+?86@NM<[,"'%;M)7$N[;5M)2=CHV<"I#3Z@I%9*=ZC=65&4(,3)U4K@MBQW". M*ZA(ZE/]!?)"1M-R@OFPD5U,FP[*9GAL][W-~~
~~MTMLZJ$T^__4N`(:+SXK7I)EH,U8>XB[F`DL5TG^?/K2"]]D77^P=1(3>T6K(M0(3C6?Q_6K^K1TU!AU]_DHKV&RQ,0[N4P3\TE2(^-IT=:%$CKXA-)S1W8'0G~~
~~MC/@7X_E<'YS`[8&RMLB]<.RI)JE]E'KN;/;A,1V-L6B1#-S18'Z)I!OFH2]^9EE6UT>JM;>L%#L,8I36. M%BXFV6S6,&U#?ES*B*&2M\O)>Y~~
~~\R9VT7CIW)V_NP*]>SCG">0E6](Z%H`<*` M(:.?J5>,Q+(RT=(O\18D2RV\NM!Y3J'K.&05BK.PE=N8+?@2[@TKTU"1W-4" MX2*AKH/I7H#PD%~~
~~(7698E;X85*KTA]K.#S[O0O6V4(@^AVYVC)P9,C3 M"FHN&9B4//^G1MB8Y0$B]8_@@4E1I6Q!-?Z4VH6;U$Q)K4X)*VLD1N2E#N!^~~
~~MLTHYHD8Y)725C'I;W8VP+(=,D+!16[I!J(M.1K/6K0@TU*-W/85GF(T^=09=-MO9?`S$.KMF8($,KM<96-##8'V-:ZJ$?.!,K+U);]A+B:&0S7(,#5A76/G"BE~~
~~MH1`JJJK`.G98ZN3UF?7NQ-](_(G-/O]L[Y,#NKWQL.%[%!T\IB=W0T=Q8 M"A\,6]N$:4`A,FYJG__~~
~~[(!LL21%S[GO3C)""?!T+NX4E8TC.$Q5$^20ELTF:?.8IF[%*:DL`5%F_+4D M]]GLMZD"FS1$[1Z-J,T/]6,^ML#PXVSQ;,%HR$F"RZ3V0%#"!M3]F)E" M#B0J4#:)-~~
~~F??W00J"P3X>G`-R[=]`3Z-%K$I@@P_1HS-"K5_/X8*N7QN4&2>-M^V[Y($$:JN=0WG0@$B5ZY)EEMTTA5YT5=%#Z=B5Q='\L_QLJ=&'_*0/6~~
~~MH$_?@W_Q2B"FRIWP& M+_[XZGZ`4J8@97_33H,"0`?&+>@LI(Q8N:EW,56!6"_,*X]2[UMGUK[NE@'-MH('R!$:&~~
~~(`YE-SBU:7Q`R07G!>.6@>^GHW#V=#Q*.0$L%_4@72VL5DJF,XZ: M8(/-%XH4\\?FR7#@M/GNP].I#7)_EJ^TI#:Y9O&ME2=J#MMC6[%RAYJZQ;'53$;^C_~~
~~MSO6!W#C?6JL^3<#8FK0V*,51BAIB(Y^BHEK]>:L*,9:@1U24%0OIVA])QRBMZ_S?-DL$99O[L%=LES5O6]]ZIAXE\6L^DQ_U]$V~~
~~\MH!,=JMU=5%AEVF*_M!OITCS3R:7I$0?>>6BH[I4\`PH M;R[X,("Z^DK`2UWK4>!\;1_P/--+FR>FF?V^\7#XI'X4Q61JN_#;J^-=NJ~~
~~M1-XA8N'84@I.;W6.Y(LK/BXUJ6VTBJQE5[B-DV#C5+[:XG9W M9?8UI!"CR^F6VQH>IC>R<;;GPSVP M7]W;$%J_Y]$3M,>\>B~~
~~MQ,LB8(K1IF7IX(H0LID#J&?F9)+/62*$[%NL%)30I1UM%EKA$!)U?G&:@QFR MK^'6H^!-9J":XHH^28*!L.%VZ"R*MG:)"&>^`N!Z"!I"4--H9/7R#\<'K>9~~
~~M.[T>G(2+%K!$5J^3!M#]Q?@ON$NC$'(@':3EUR@*ZHMDQ[V0:+[1Z(:[57E(M;4J3T\&'9:,A`V6BLS-"_G[Q7?<@2>:]D>NGBI1=NY&*]7(H<9#01!8(^^HD~~
~~MS-2"+FBJ]XJ5,\J"58LK[#=$P.(C11)X17:^8;+29WL2WT;68%2B3.".[0@T M>/*`/DM&#;A]L[>F\,<$U.BF`KO;7DN2;XMC_R'A9@^]472S!0DGD]#MNCJC=,6~~
~~M-[JQ7RFM3NHO8-/33$KV(JT1DC`D6-4+0J\VND;>T+&Z@AQA[`T0][C:]61[M2#=L!+N+9*F>#5@>H/)R\$1[UJF2/;O83)4D5`]-F9@`=4X*)+'!1AC<7QS>~~

M$Y-9ML^Q;%;B"]9!"2X9$V5`PD$A=[:LQ=E36C-4K66P`@*W@-<^BT5;H-*H-MI`,H1@H,:)9!\G3W#]5-4+KD`P)]UIS&"J^59WU9[[\4ET#`+@
M5KT#,RGU'3.K>&(8#R6[E`>A%A!OX7`C&C8>$I3Z,FL;*=.G.&L?K&[+HN<-M^4EYM"RFBMMQV\)E%7AAGOPB%!<@[-MD;8CY95R_R#MDF/>L=T!&
6RS60`9VWK;",<"0%G/&YHZO>,P4(-M9"YUA@6/+#?&;$L`Q7;`?(L;2@PG5`G(B8J+E*67U`<4HIQKXCZ[_*Z;IU+7-MI?7P^/UN&)34`^(U/:6AI3)"H4[_]
/BW1:U7?@*D%#+LQ&I>][D%9^JU3DCJ-MH)./6Y-4K48+(%1]$M<4NX&Z,4/2N55I3,Q/EDV7N9(H;#=*-MD8^FI:V*#13I'=B7]*\YB9%[G^P]-
CS(QG81:3C$]].&I',(4(]->VK.TP?-M7/6T$WMI<>,[CV0#.4F]#:MN;GO"03*Y9NA2?7UD+&8+QR;%W5Y^VDF9?0Y<-MA^\?AH_86N$LY'P[]`U!15!.X:]P4;=U&
J:2JL[GK)H_`A"R$.9@NB/#81(4PC(*=*&D/(-M0["HA8E6P6B8N?B>6=>X9AS*5]/[L'OO!SNT-MFF0-WT?&[$AE..KYBFEIC.4V.HIYL.-M=5N<'2S]?K
%0\%;3(.F]KWW^!Q((EY#1=#G")8H]W2"O08"\@]VNX:E,R3E-MK4O@H^V^.H/@*D(0$!V/+`L%>50084@D1W0(
M,RT'$&+.K9:]1%JXDDYR!2&L2\B[C^R)QQKB@D@F@CUM1X_LG%SJ&AJN238O
MNHLF]X:D3+/8Q=G*?T:DN5YK95NL,YS6>Z'XC?BT)80^[FNM&.J4Q5RG3LP6-MW[*!%IM+-Z\6V.7?A5MYM5#/4[,/K*$9L')\BX]S^J$RH(.CHB^FQ^_'T7D/
M[L#E&4LRD.\HE@DA@I+`.G?L#)-"2[B9L,^]42M-M%@$E4(X61)T`N9_;R-"7"('X;!"?H#+?[J.%SD%H"?XWD#RA[<^0/C9&!Z<(
M+\-TNQC&BU(B*IWE@RGG.`N=0S>;&"07>%@MZ,RA<`2GG,X`_T:G1]7B3FO)-M$=VJQ>7][1,$5T80^==CC"N[)S0#G'$28PHMC(`E36^^GI=B00L&-+_$*0:T
M;OQRTV-12=N&>C1@:7-8\O3V#C3%*TQ(,T&_=N_OU`UPJPW-MFD[28))A'^/@PS0XEKK,0K'T!ZQ%8MS@.-D)J9R>F`CS4$J[=!UW(]TWDKF)
M:@()V3+4+XF9P`*M>HNAG&^ACF!W?'3<2E6%-?WPV]E]8ZGG=@]]=P"=N=OLH+`?/O9(?.F8?F8/K&FAV%>2)!G-M>:'`*;"3%0@]=G1;
`3-!NLWO#XD0G*Z0FU#<(Z?(^B%U7L;Z:8%C4*?27NXKLHJ>N*4=?HH7I+:*)\!-M-6V!6#X2W@LWM%=VU!7=&5@AGU1O<8*.[Z:=`X3Y59C#D/R!D]
(9=^F"W(<,-M:J?#:RQQBQ/G;J>Y:BS8F:Q=AVN"6$@?#1K"(S3EZW'!5PX1!&0>RY2DQ'V(-M4_ZK_1CV,)E4GF-$\
(W1@;/]&YY!?>:X^J]69&GFOU8KLEBYS9FI6!.DU6M7-M6(I_\C;4C1Y/3+;H^HJ=R_M\=T/]>V%G=XS!)=(#S#BC.FX\`ME03$6Q+\4)1Y7X^T'106BY9
MX=CKZU&]P,[LG;SMV.F`@;-3&0G%V3+6[7'.V"##9-SYH*-F&P;MQ`*#DE4W@9I1-F#$NFJ3V^(D%SA,\(S.B+\$5%QJ;K)`C562Y>QQ"/-M@/7])
//+>)4Y:IW3B(=>-%25S@$9GT;?ZYQ/-A[*T7=U=N)?D]334_4K*Q?]-M]8:O%D>>[&19U<&@-O[RO>70E2U(1]D_\2\U?&0F-%;H0L)(9;X6%\C1IJ]K
MRD7-SUB*QB)/$L+V$YA&'D.]`_FP]WVLPEXFE;:CW>RI'OAC2=2[QZN"@T$-M-D:K@#7/_C3ZB+=E2Y0OB`=;[P*M&*=3Y/,2DFZ-T`TQ[;&
DMH$P`6%<("`T-M@>W'0CBG;(X2]^VK.18"QC2P+9B4Y'D)*B(M^U"X8MFVG)*#)9@3=BT_1-32
M$)LD+M,2$19>)KY>CU@93ST_7TCU/7SU5=D4(YF=JLKN5T2>+%FGIK`4%\5Z-MFS+W$KH4;H8E[:"=?KC0TGY!R!;
@>KRCG059BPVE;\,YR?NXM2V,5)L'?[)I=@U8N-8D$(\T]UU8-M#7ZG=F]E.<&2L4&2,^5Q`^AG&:M?X+^I3+-M=`2^5@Q0>D\4`I608;^F"R,LF4>J[2YBJ&
G3P'CJE:^/"\5"@]*1R3;6'>W7H)J6N@UZS]^T%^Y(*/B@2&N\-T_.X4L@2MUO:Q-6;T!=N-M.?"[ON-LF5%-"J$#CAT@)648\6<\'^NN
\CQDA<#GY>02MD(P[##MSI.'_WK?-M&P8FUQ07Q=,77#NFN__#34;6=ZCO1>LRK2#ODIR-W*BOP84<:9:G-H6PE]E.
M/JD9VH!H;4"H*!'&ADZ)-&67D@5E0]0`8:(.$46"S%M"QFW49!9"'#=H)@RDUQS1EYU>'?&.22+OC]=Y^YNB6.R]O?-JC&WAL:Y7K-&J[7^3&[U
MI$K]9D)`"@I*V[&^A9PG?@PZ/.:LH?HFC1W=-R,#"EH70#/WB=B*P#SKF,PH-M\%\I%OG64+-CND^A('6?=&^RO=GH7Z\6M`F"C;92+Y4"2CJ.!-&\,/-/=H<
MKE.Z3Q?KPE4RG-K">B[A)?B_7-.98*#[5S/<`)G>9=9>AXRI>$T=[DF\(7W&-M%.'3VUUUYI_:!FJI<\A+5\UJ0LY->DO4S;^"YY3#-:/I1RW6TOH.F/,%YKCS
MNBW;8M("9JZ5GYOH<%$`#:XZ"1,]9F\;R`4G\R:MX<,"#Y*U-V0EX1DBV1BM-M=_T&Y3+9?PX,L3;?^F`)=2M'R1&WMA\DSS@`%
\$3\WPH4MA48H+F9?&%'83=-MS@WGK&O@.4V]IS='6$]IVX<=!]#>>N%HT`M`HTW^%1;SV[##EP[$EYW*0'0=
M=+7^DP'W'W,U"'QBF=OB3%6"?N#3>:/1&\7.O>/3LWOWY8IJN;9%4-EFFXT>-M[_3]0K&970;K@R$'VL=N=5"UQ$\KX>$2A-C7JYV_+6<0$PI,8&
ESFPD^5_DK-MK@2I[2Y)E(XG&/8+@!-HTG%VJ(<`-WUR__I3CSZUT.R3C_2GAM7VK."8YM27-M[^*G`;*'GQ;?H:Q'!A^X\.I*@A*FMP,/DMH@1&V3
/AC(D19ON"(4)^)>XPJ4-MG'RZ'Z_$>E>IIZD:[\4S+&W37IQ%=$0T^%);O`79YN*B/KNNV68+G:=:PU6Z
M%`(30/&W\8O56P#;O#T%0-::?4$UQ5@G'O'0W6,89[GWKHO"BK(!*$@"`_WD-M-9F=Z%Y">L4WJB+Z]T`$:3LC5LZ;#!D9(SO?AV;-&A`_M(!X3=^\\GM9"`/V
M;[B6[=B)#=?#:,:&4[;RT#$(02Z(CIC!(A\!&&B;XE<'W;YH:Y/.Z3GQ=]RJ-M.H,DN\/GS(VI`Y/'3"QTT.2]E_'5`K]14M<'G0TN0U-+:,D*"P:OA8GX0S&+
M3=AR3J9INTQDY)QE^!!E@%P-G^FNU,33SHTJ"7OJP?-4`_Z3_,,-MNIO1@&LG\KDAJP%#48HS278EL1.M"[!R4E:JCS+J=*1A6WT])ACVBEJSLMLJ
M=;JQ+>\B/.FFAJ%_ER?H.]JX*5J%0+\/%YY$(+K/'Q=/,T(G<>HXWU84*L?Z-MQ@TG*=5D:VJ4(Y,@0D>4!&)*;'LITUA,#&!R;Y?CQ8@2U;@FI*`TOYB2Q7'N
M2T2+43:?B\B4AGR\3EX?=U!W5R`%]N*Q?O9J0Z#`C$6TRM]XA_.[;AB8M]U31K0:.3))*X>'=L[J9@@5("-Z?'MXR>)&)#F\:?FKP6R/K;5]-?G_[)UI;AS)E<>O
MDC#D,060-%=9F@8:*'$1Z+%$0J3<,`1_X"IQQ*XB6*1E#?S!A_`!=!8=Q2?Q-M[_]>;)F15:QJM>@V,$`O4F5F+"_>OL52.O]B#BOA1,F.\S,CS8G+?>4G)8*P
M[BCU8$?N7#1\+(XWNQ#A/WUGZI<:['CV"Q@^`:!I)LPBY"/10V<9)^=TU[`B-M+;X4!@:)H,B.7E$R#D\B_5L6Z97L6&?3;4923<(I=&4+2%O)[A$.+:1;D>!Y#3-
WKO+)??[R'NC2%'H>J#0P-M9<:*]Y[_Z$@>U*A._E80NJ]Y5(%UQ,?8_K1R]?\+3:\-XHIF]":Z6:6@TI1-MWHW48$"O6C!5M*LJ%;P%\![9>W"H4[L33.
(O\&&Y/_?B6_Z;.3_A7K@>S!&'-M/.D%ZYR6@>LF.DM\#83`+*L-`"?@46Y;DLPN5!4LL]KG(_ENV"-,B0ZQLP^I-MENI_L=,!0H4[23E%DM;N<@F&\;
7=,PL.0RLL8MJI`WA]SNFGFJ;DQPT.K'3J-M]PVD?"(-YC?QN`"%*$LJ+^$A`7NF-KG(V5`L_,2JR"\8[K;K`GK0]$152CX-M,X*<%D%!)5A1L2:)Q^E$D;
(Y30R5B9@%15:QU,[TKL"EHS01KN;/#8?U4U:I-MVE^?6G0"[&=VH1&-EXWQ=98D=PBJN^]$$@XZQ5,J9$;U$V@!J,FX#FVPNRP&
M15`P+YU^<+09V=G$>F9_R*!Q7A!GD8H1Z;:\=L<;KR3*MQWW4KZ.%!DAIQ4+-M8+DV'>MUO@-=AP;!R7P*_!8AD6SZ3+Y/E?W(O\JDGX
\K5F*"2I18&+=C\=%I-M_FS_!RS+CAR9?/X8PDZ)&>(<9KHC+H--V>W$"T-M46V-6KPND`3I``/9*=1?;;\8O*[0X+6U_V3,/;=;!MYR41\>W(R&9!Y[.]".
MQV]R"\2]83.X>T<82'#;<#"8X`X;TJE,%N1OKNW$7HV6[7,\>@_:P0YI>B!?-M*KI@-+YV4UK`84:9I>8%;=?#H;\HJ#A$#8TWDJY1&;:Q\OB_,6]C=$2(\R8%
M"\75G'V`$3MF%)KC>1#:"'"">C`J[N,/$$L=KS?3ELU\^8%BY`7B*`K*R>=;4-M\P'[@V+]4L>>S%11&I:"K>SJ.6#N&8,$64QXWQ+"DPP=6U7V;N.
MKFM>BT2XA68%9@N[65>L;]241OHH;8%6P/7`[H_?48BF+M/"+D01)8X8B>(:-M?HTS.L"(^PA@-DF4X1R#,
\"9D0LX>VLK?K,3#>$&M0F6!QNY[+&^P%)L7HWL-M7!-PZY\#_O_>TOVGHX`YZ15+>7;M$[L[S3I960>H_G/`%K+QWORRP"BVO,Y]"']0:A5:#*AW:0T
MN8+1)I5E%J7DIV#Z8KF&P/UMDP0SDI]*>Z02ES!=X74`"/+>"4EQ2$ESXJFW-M?:H%1MZ'X3AN#/(W_),>)
M9V-EE7%&`DDO@DU7>'\;NG^1:VZ5J,AJ(0$P0OC+@T9-O$4D[W4=^IN!4*)-M'@$S.R!FB4"-&!BA+8_A+&EJL%0CU7Q!?"\W!*'OE)`M8<+*X,BL2)O(58F*
M>Z3,Z\!+=#4^1XJ@?P4[XV(TNAW2(F#\N+I5X(#&(7Z/?>\!V3[L-ME`A/31!V/PE%J%0\EYML-KB';NJYR=YD;3(`+K?&)C9LOXE-].X1(%FO.7FC
M.8C)V^D3C"XB)BZLY&"1__S,D.P0&QQ_PIT.#TF$0N,:7R!`T+!%A&:-SDA[-MB1]$$SRXH>5-C2Z-"N7YP3IDN0?)%5Y1QOA!+=X:%NXZF8QLP&
223?_O54L>-M1.T;I&S!4'24TPX>D.D&;ME6HF;FF#T$\-6'/A.C,<;?JRI-X("9R_^\:^ZP-M)F][SZT^PS,/4)IX@A*#LU06?=)_4B98<-:%<$*(@+@7:QN?K_487-
U=K?26G=7;U^4AFS^`US`,B]8-F'7BFBW05EL6+Z%#XIJM]9/&3+^@\-MT<7=)$VYNDJO#L\S48C$-'?W;5$E@'XB+F@M62U(IE0KQ6KO1/&4^;711)8Z6L
\3Y]H]I/RS7;%6FMAZ4[^.T`-MZU=UO'^>_9.C\[_>-L^O2,^J/GJE)D;K#5DM;5=Q>_#)\NT(?2G&X579$*\?-M1:8;]}2*VCED%(,B3G`H[0#.C^_Z??_]^W`>S'UO-
ZF%F%+T-MWOLY<3[Z1Q[D;V,M?Q^PEPD*T[8X?#-4^M"^R'*_MDB![)"IE'27=`!O-Z&N*
M\(TUGWI%B5Z0H%G/$M:R"D"IG&*J+B)VRW<,PGCMA[-IJTOBV#@GI7?R52PB-ML&BQ$_)0]L056BLQ5--BXU4N%0$/%%XN\O"D5_2!H!W-4QXG2A7
\(N7?*MGB-M%#"@*+5S9%BS)3=8#K?8:Y#;;]D#\I_HZO(T3B0"X-(EY-=H[5?_X,.PPRU8:.,[%L-M-^F+'.0++%MJ@W!=L5.60@,;
NQQ&N4"DNMIEC2-5E$*%AIYH`:=@)0`A[4OT-M29ZJRHL9W,UJ$W;NKXD3,VX!9KTZA81UX-Z\#\GLE3^"3QR+CW\V\+2'_2K8
M5#0O%.ZC\9B!DZPC=!%/7W*MRXQ=2-;@**N=T#J5L%[E"2U_*-MHJD20MWX@__9)G)W'4*>UXP)1-MKA0YY:95/0TNZA,Q5ZL)$VZY5LR]@E>J1AR0-
B3/=DOU=F\,FG#`T+!.,#;/-M;NJY94/UG'].\HJ+#-MK`:_RA9F7UK-'5A=75E;TKS);E1O+UDZ+8BC]O3B'
M[[HG9RY:'XIC*;CAVGP#XPZ_/"UO206LPFXV<&>P#+58&L@FU7>$^M70GI`_
M2`%VL8*819A?$1^];1[E?O_KJEO'4B$KK+D9?8KUNAU`+O$D3XGZ]DT;`KJ2DX$YB(G7H_V1Q*DH:Z7>-/E]/O5%,33\7F]PDSZ/E-ME=5Z9F@&],T[_>D3;
X:)C2!3FCU("!.ED37":3444HXVVUY]]FO*D%3&8^T)-M^.4Z5)G*_^\(Y!CX.*)<^-5HJ2CPR'A:X*4+-_V@KR1&-8HZ#!UW(-M"`:<L1[6MV%3I^*W<>Y#:P(&:;V
\GYM25P^E"TE=)1\)X6X8@QOKM&T`7Y@-MAQ&@L!\U!^]C$5I]0&+MQ1D1NSAN+B`#4OLX10Y4IRBX\BK4=)WNP$B[E&>9
M[^/,U)27209;XHQE!2N9TJ-M^H7ED;/@$XG]4,!O($^4G^@/K0T:U:HC"G1YW$&1V6F[*WNBAH^:06RU[:RW-M0+L^3JAA@CYK>RA9;C2\BBQ';!
(.[H$Y(9IL1RBOKE4'BCW&&57O*7!?1U*R&@5*%JJ4X-5>T-M84/W**D)1E;!LSK=U^=7MJX#Z\!^)'XBDY3?FH2,9\>Y^2
MN6E*YN3!NFL=J$!1AI:!^U!53*%\N?OFKIV'W8F-3<;_R=DM7H\G%,%NE8^(-M'K<$83\E>DI#0U?]H&,+U^Y(7F(?&^-7U"Y\[ZS_#HV57/[8^!DT)=");G."
M=\^.'C15=@HL]XQ[OH8UU>Q*A=F_P,]QWAQ>DQ;5W=X1*!K7+HPW;@RZZ7YD-MA)A_;5>FRZR5Z;A%$^>+AEJW4R^<]=&
M4`T;5KV:'1$SBZ[(R)*>_7X2:6[J-M-W-E>L\9E8%#R[X/UYH8^$(M@V0-`A!T9A5]QF"%N^6Y_L9*G%:+6R[VZ>*-ML^YX>_#)N-H[W"MY&JN58L/]
[%W?HJOG'>_#0#*I[D";P0;`4E$<$-MF^95E;[!`DQZJ^V,J\"&T$']+O%5SJ(TH82_Z6-2.7:LEA]U^R6*KYQZ"ZM/-MH[;/W0^8LKC8XRF_KLG"L;)

~~[V[F=Z-.A.OB?[Z%;8F8@:(!@M3Z8P-`=K/]V@OD-MW2AL_M6H@7*&0XC=$,WK\Z]X/P[:,
M:NL9U0KT<>OQ".@GG*RA[SHN*F$'CN49&)9E)%ML]H%F&C-9E>E$TY@1JTJD-M4,O^C,ON#`^[VI4ID,9=KVDB#UP@^)255JAPF&MRO%QHBB#N>?
<^H?L[YV3=-M2;J67,$LX%3XGZKSY)7!L52&2&JY3M;%JG^UB<4O*@V-M&)*@=U+I@BE%"W?5O9B5(!]T\-$7.=Q=$9]&"$JAS9RNW';GO]EJ*.NMDBC=
M1#"DYEK:I-DE.8T)R>OI3^=GE:OF4*P_&;7CZOE2%^!P@*37J9J':/%:6T\V-M"W5C8V.1?PL2*CFP'"FBA#6Z^\F#`3*R"A281ZMNBR&(4TU'A7EB0C@UY$8+
M\>KUGA4\>;JQ^&Q]HM\IK&#]27<%^`=E#=ZW@I?X8Y[:]D-)$X1Y+8=`P(:G-M3YXM;C*X;T5FCD*Z),-IZ7]CVK#)UJ\Y`Z@FT_580/80WJFA%0`+I3*
M!5MQ=U("&&0+-]@0@]9]E%L%`R^L"/4)8_Y7YQ^;/Z&8(D-1]KV$Z2,;4"#&-M5B14]A5Y5JZNX7&US?$B:K,"SJI[$ZL=L_3]T]O1"L7`VP#8>R
ML+J\25L^SD&0WCJ^YDI8\R9-WAZT=7CWX2_D0C'3X>C#^TNQ7890R??HQJ]6-M?!3FJ59I8K79MY845E]G=D)U#O;:E_^WI?/AZ:>=0G1QXI^I(!U;"7;RJ0R
M`X?U*'CFF0T)R,-M="?NC\ZT0#HCY<"+'P[P_35P7SZ'Y,B<;G9(B;UIQXK5H.QNJ>DI/6/*_)D#-M71)I9:&\<*#$("B1%C;Q]
\JZ?!Y;8N8DG,7&WO[4O`W_GZ)PO<'T!7([&%7*-MA!K/\^T6:,YR(7DLM7D^W,5KU/Q17FS-O9N*:O?R]9'S#+>EO@$&4/U!YC;^
M,@R[N3:#NV'I^3'%$J?G2X?O5;ZSA<:(8V[GK_A1<);,LZ+28:3#G/T\$+;D-MRWF0V;9D*:RA(&6^)5@.1?.:J#-H-^\1R32C1HD.D?-,NA,;%1Y(1$IVS?.U
MG6.G44P$G:'PB7+>9L'JRNB89QE26C(Q=2K?YQEH)_2P:MZ^-!959>L9A,)5-MWM*R8M`#T]#U!&$`)P$NRZ8[L%*>V7'I%0Z+>Y?P%3SI2-;(N.)(A^G266A;
M>2>(;>1+RY=E=LP4ME0=8+,PPVSU5V_MJV;*3/LW[XZ'E__G*62"]S[:CF<(-MR:5'])ZNJOJ>.-7C9F%P=?W^>&EGB',S>R[B^5:@F/IV5S6:`*L_Z++>/33S
M<84_.^`%&EW+C;(8=.TMA0.0D:_(%>[.Y-HXK'<;)SQMV:H7^@?>E@[/5ZWY-MJK&_`J$"N&LP.BL[N+10-
FR=%4PDJN!N?4FK)IIM[YEV+GX*46%RW(S?7UXW-ML"<1%:&^[O)_&/U(KH6(WMIW(N&FSU;EG_0AS9O#[>91M:O5YB7,_3U.3V7P-M=1>"+D_;
BTWI\2O/ICQ<7>L^I`64NCW1$X>+GA4?KM?X=@I29=C@X`^,:(RO-M*C4%$8T40?-^$R6&P':)$[1'+!E==^FH`E.6O=@4BD-F)]U!XM0I;`KYZJ;)
M2*7=]]V:VO-$@6VZ0N)=9LF7(U(E?',P_=A]$/3O3X@ZM+R/UYZYN$CV-1=9-M+V(`WW:G\^5IDK3`R6O;:T78JH,$(@7$NC/19T3N9%1.0X+[L6*"F'H=TC\.
MCJTIFH#3_$](/.G.N8\.?M.'<1/&EKXC&\7Z_<43:OZ&VI(R==K/NA/:TQ!C-MJV,QLU,CONWE1JEA+W8]/,9N86Q)=,HN)JDMS4#M4#U]
M0E&]\KV(.P.UT(_Z#03R@B]PCN&\B"3WXF8TKF+`Y5`E`RFGM`39\L79Y_PA-M]})!N!NK8_^Y<84C2N;"-J%3J<6)(L^W1V\K5W`,`K(I+5S/"QKLGLNF>E>[/
MLKF":V'261:O*,(PPVL*;DQZ+89A)SU_;C8XV+]MW0E'5.ENO5=6`$Z/2=]T-ML0W[MM:TNB^ET2;A.;[IY2;D;VQTX58^7)_VL!*G3M73Q8_,!GNC'W"078B
M1\RQ)@9JB-I=R+2YS%Z61)DTU63/Y<1S,*[;M[4@^(K9A*83="9G[>/?1#=J-MWM5OQ^/;[_\E``````/___`P!02P,$%```&``@`````A``<-D0U```P```OPL```!@`
M``!X;"]W;W)KZ\EX(-M%Y0U:Q\%D>^1)F,Y;79K___>OAYNY[PF)FQQ7K"%K_XT(_W;S^=-JS_B3*`F1
M'C@T8NV74K;+,!1926HL`M:2!D8*QFLLX9;O0M%R@G,]J:["411-PQK3QC<.-M2WZ)!RL*FI%[ECW7I)'&A),*2^`7)6W%NUN=76)78_[TW-
YDK&[!8DLK*M^T-MJ>_5V?)QUS".MQ7L^Q5-=`2(^E2?C8?H6CL*>#$@MN<0V<$CMPAQJD:UUB)(-P
M@Q(+#D%IO3QT6FWC3<9.MG4:_0;5P.GQ/_;B3JT?/C=DZO-Q`8U/%C<:>/8_MBFSLO`C2SN>,Q@94%??BQ$*F/EN`3MHDG<:
<'NI-^T&)C7=5J4>GM3YV$[_3-M])>P,X,VDBJ[ET?,%&DK8FZZ0R^F'HDS2/V#!LFT8*:Y:/&.?,=\1QOA5:2`-M[(B"&=1D;AHP2L5P0``#X1```8`````>&
PO=V]R:W-H965T-M&ULE%A=;ZLX%'Q?:?\#XKT!`^$C2G)U0]7=*^V55JO]>";@-M)*@!1Y@V[;_?8Q\L$G2\-(T]G@8CX_'.,MO']71>J<-+UF]LLG,M2U:YZPH
MZ_W*_N?OEZ?8MGB;U45V9#5=V9^4V]_6O_ZR/+/FE1\H;2U@J/G*/K3M:>$X-M/#_0*N,S=J(U].Q84V4M?&WV#C\U-"ODH.KH>*X;.E56UC8R+)I'.-AN5^;T
MF>5O%:U;)&GH,6M!/S^4)WYAJ_)'Z*JL>7T[/>6L.@'%MCR6[:8]P<)LOS"+;^,Z*LR;QAGNW8&=`X*'<\Y<1('F-;+HH09"-NMANY6
M]G>R2+W`=M9+;="_)3WSP?\6/[#S;TU9_%'6%-R&=1(KL&7L54!_%*()!CNC-MT2]R!?YLK(+NLK=C^Q<[_T[+_:&%Y9[#C,3$%L7G,^4Y.`HT,V\NF')V!`'P
MUZI*41K@2/8A/\]ET1Y6MA_.YI'K$X!;6\K;EU)0VE;^QEM6_8<@HJB0Q%,D-M*E(B#>9Q%/&G2<]9FZV7#SA:4'@CGITP4,ED`\W5;
MP`^!_2[`<@C,F,-:OJ\]LG3>P?Y<0397(#HBO8+P.H@#LCIM8-?CV@08%L>V-M>FU^1ROE;Q`BBTTVI(,&[<'`\OB#!7AE`U7_X,!X,$)BZ5@8&+WIL->/PFZL
M)BF8(DF`#4GSCA:]0$@@);EZ7XI]H>SSW2CNNC5%4/Z/FR3`AJ)^HJ@((:AH-M;!+V*DW!O/=0TQ1.T23`AJ:HFRIJ0L@M3=C[E:9HBB8!-JJXMQ\U(610Q8,&
MS0QQA#V\M078,",QS$`(3I?X7N@;^RO5`4&0]`R:L&2*,`'6A?E&O6X0\B.NZW@::(P+GRN%<2;6@:Y:!@7-G712D"[$R2?JPN:EHV8ZX.
<\COK2Z(-QXSJV2@,BO,B?^X:E9\:"#B!-M;Q08F13@$FV(ZV>MG,.0OB=.1]P1-RG*"88QD'?'BV\LVD9A!I$P;-%KRDAM-M\3H40-
L7YSZFKU9;9GR+EZK;!7^]4Y,Y$CO(71Q-MDU*<8"1K?AG%O%$8%!=%<4Q<8T>D=R&ZO$E93\9A[_<[217\,R?8B],HL38-M%*GBP2D(3`"[MCLT=
(&3,I^,0S\PEFZC,.KA8>+'(_N&V?^D(S1QWJ3TEV@]-M+H(^P=$]A5'BO,B+0],\`Q)&L7O#.\\X!\2>]4'R_3TK1QDRS?-`86Z]WZAN
MG(5_\Z7+FW042+2ARUBYC<(,`FW8HJ_=I*CW,*3OIJG"#!^.HV2+_O!)40[7-MW-&KC!E9"H-7!:/DQ3U9$)B=*`EOP'BW.V5[^C-K]F7-K2/=0;VXLP@BN,'[
M+WYIV4G>Y;:LA7NK_/<`OU-0N.BY,P#O&&LO7\0-N_OE8_T_````___\#`%!+-M`P04``8`"`````"$`U)B^L)8#``!N"P``&``````'AL+W=O@,FMB4*JAJK;
I$V:=GUVP"16`3/;:=I__MOW,PT.!4&WDAP7S^SN=S\UG?/A>Y]\25%K*,"!T'Q.-E(E-1[B/R\\?#Z(9X-MVK`R9;DL>41>N":WF_?OUB>I'O6!
<^,!0ZDC"EL22*Y\R`?GT0-ME6[9BF0(7<'4X[$:);*H@&(G:E+B%XML 14 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ ..report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } ..report table.authRefData a { display: block; font-weight: bold; } ..report table.authRefData p { margin-top: 0px; } ..report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } ..report table.authRefData .hide a:hover { background-color: #2F4497; } ..report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } ..report table.authRefData table{ font-size: 1em; } /* Report Styles */ ..pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ ..report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } ..report hr { border: 1px solid #acf; } /* Top labels */ ..report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } ..report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } ..report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; word-wrap: break-word; } ..report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } ..report td.pl div.a { width: 200px; } ..report td.pl a:hover { background-color: #ffc; } /* Header rows... */ ..report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ ..report .rc { background-color: #f0f0f0; } /* Even rows... */ ..report .re, .report .reu { background-color: #def; } ..report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ ..report .ro, .report .rou { background-color: white; } ..report .rou td { border-bottom: 1px solid black; } ..report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ ..report .fn { white-space: nowrap; } /* styles for numeric types */ ..report .num, .report .nump { text-align: right; white-space: nowrap; } ..report .nump { padding-left: 2em; } ..report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ ..report .text { text-align: left; white-space: normal; } ..report .text .big { margin-bottom: 1em; width: 17em; } ..report .text .more { display: none; } ..report .text .note { font-style: italic; font-weight: bold; } ..report .text .small { width: 10em; } ..report sup { font-style: italic; } ..report .outerFootnotes { font-size: 1em; } XML 15 R9.htm IDEA: XBRL DOCUMENT~~

~~Going Concern~~	~~3 Months Ended~~ ~~Mar. 31, 2012~~
~~Going Concern Disclosure [Abstract]~~	-
~~Going Concern Disclosure [Text Block]~~	~~**Note 3 – Going Concern**~~ - ~~The Company has elected to adopt early application of Accounting Standards Update No. 2014-15, *"Presentation of Financial Statements– Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern ("ASU 2014-15")*.~~ - ~~The Company's financial statements have been prepared assuming that it will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.~~ - ~~As reflected in the financial statements, the Company had an accumulated deficit at March 31, 2012, a net loss and net cash used in operating activities for the reporting period then ended. These factors raise substantial doubt about the Company's ability to~~

~~continue as a going concern.~~

~~The Company is attempting to further implement its business plan and generate sufficient revenue; however, the Company's cash position may not be sufficient to support its daily operations. While the Company believes in the viability of its strategy to further implement its business plan and generate sufficient revenue and in its ability to raise additional funds by way of a public or private offering, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon its ability to further implement its business plan and generate sufficient revenue and its ability to raise additional funds by way of a public or private offering.~~

~~The financial statements do not include any adjustments related to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.~~

~~EXCEL 16 Financial_Report.xls IDEA: XBRL DOCUMENT begin 644 Financial_Report.xls M[[N_34E-12U697)S:6]N.B`Q+C`-"E@M1&]C=6UE; G0M5'EP93H@5V]R:V)O M;VL-"D-O;G1E;G0M5'EP93H@;75L=&EP87)T+W)E;&%T960[(&)O=6YD87)Y M/2(M+2TM/5].97AT4&%R=%]C,S'!L; W)E&UL;G,Z=CTS1")U&UL;G,Z;STS1")U&UL/@T*(#QX.D5X8V5L5V]R:V)O;VL^#0H@(#QX M.D5X8V5L5V]R:W-H965T5])]);F9O#I%>&-E;%=O#I%>&-E;%=O#I%>&-E;%=O#I%>&-E;%=O#I%>&-E;%=O#I%>&-E;%=OF%T:6]N7V%N9%]/<&5R871I;VYS/"]X M.DYA;64^#0H@("`@/'@Z5V]R:W-H965T4V]U#I%>&-E;%=O#I%>&-E;%=O#I.86UE/@T*("`@(#QX M.E=O#I%>&-E;%=O M#I.86UE/DEN=&%N9VEB;&5?07-S971S/"]X.DYA M;64^#0H@("`@/'@Z5V]R:W-H965T4V]U#I%>&-E;%=O5]4#I7;W)K#I7;W)K#I.86UE /@T*("`@(#QX.E=O#I%>&-E;%=O M#I%>&-E;%=OF%T:6]N7V%N9%]/<&5R871I;VYS M7T1E/"]X.DYA;64^#0H@("`@/'@Z5V]R:W-H965T4V]U#I%>&-E;%=O#I.86UE/@T*("`@(#QX M.E=O#I%>&-E;%=O M#I.86UE/DEN=&%N9VEB;&5?07-S971S7T1E=&%I M;'-?5&5X=#PO>#I.86UE/@T*("`@(#QX.E=O#I%>&-E;%=O#I.86UE M/E-T;V-K:]L9&5R#I.86UE/@T*("`@ M(#QX.E=O#I%>&-E M;%=O#I.86UE/E-U8G-E<75E;G1?179E;G1S7T1E M=&%I;',\+W@Z3F%M93X-"B`@("`\>#I7;W)K5'0\+W@Z3F%M93X-"B`@("`\ M>#I7;W)K#I3=',E97-H965T(\$A2968],T0B5V]R:W-H965T M&-E;"!84"!O3X-"CPO:'1M;#X-"@T*+2TM+2TM/5].97AT M4&%R=%]C,S'0O:'1M;#L@8VAA7!E(&-O;G1E;G0],T0G=&5X="]H=&UL.R!C:&%R2!);F9O'0^/'-P86X^/"]S<&%N/CPO=&0^#0H@ M("`@("\+W1R/@T* ("`@("`@/'1R(&-L87-S/3-$'0^86QP:&$M16X@0V]R<#QS<&%N/CPO'0^ M/'-P86X^/"]S<&%N/CPO=&0^#0H@("`@("\+W1R/@T*("`@("`@/'1R(&-L M87-S/3-$'0^/'-P86X^/"]S<&%N/CPO=&0^#0H@ M("`@("\+W1R/@T*("`@("`@/'1R(&-L87-S/3-$'0^/'-P86X^/"]S<&%N/CPO=&0^#0H@("`@ M("`\+W1R/@T*("`@("`@/'1R(&-L87-S/3-$'1087)T7V,S,Y.#!A7SAB869? #0X,E\X-68P7SEC.#4V,#,V.&8W M80T*0V]N=&5N="U,;V-A=&EO; CH@9FEL93HO+R]#.B]C,S'0O:F%V87-C3X-"B`@("`\=&%B;&4@8VQA'!E;G-E6%B;&4\+W1D/@T*("`@("`@("`\=&0@8VQA3PO M=&0^#0H@("`@("`@(#QT9"!C;&%S'0^/'-P86X^/"]S<&%N/CPO=&0^#0H@("`@("\+W1R/@T*("`@("`@/'1R(&-L87-S/3-$'0^/'-P86X^/"]S<&%N M/CPO=&0^#0H@("`@("`@(#QT9"!C;&%S'0^/'-P86X^/"]S<&%N M/CPO=&0^#0H@("`@("\+W1R/@T*("`@("`@/'1R(&-L87-S/3-$!T.B!T97AT+VAT;6P[(&-H87)S970]|G5S+6%S8VEI(@T*#0H\'1M;#X-"B`@/&AE M860^#0H@("`@/$U%5$$@:'1T<"UE75I=CTS1$-O;G1E;G0M5'EP92!C;VYT M96YT/3-$)W1E>'0O:'1M;#L@8VAA'0^/'-P86X^/"]S<&%N/CPO=&0^ M#0H@("`@("`@(#QT9"!C;&%S'0^/'-P86X^/"]S<&%N/CPO=&0^ M#0H@("`@("\+W1R/@T*("`@("`@/'1R(&-L87-S/3-$'0^)FYB M'0^)FYBF5D/"]T9#X-"B`@("`@("`@/'1D(&-L87-S/3-$;G5M<#XQ+#`P M,"PP,#\3X-"CPO:'1M;#X-"@T*+2TM+2TM/5].97AT4& M%R=%]C,S'0^/'-P86X^/"]S<&%N/CPO=&0^#0H@("`@("`@ M(#QT9"!C;&%S'0^/'-P86X^/"]S<&%N/CPO=&0^#0H@("`@("`\ M+W1R/@T*("`@("`@/'1R(&-L87-S/3-$'!E;G-E5/"]T9#X-"B`@("`@ M("`@/'1D(&-L87-S/3-$;G5M/B@U+2D\'0^/'-P86X^/"]S<&%N/CPO=&0^#0H@("`@("`@(#QT9"!C;&%S'0^/'-P86X^/"]S<&%N/CPO=&0^#0H@("`@("\+W1R/@T*("`@("`@/'1R(&-L87-S/3-$!T.B!T97AT+VAT;6P[(&-H87)S970]|G5S+6%S8VEI(@T*#0H\:'1M;#X- M"B`@/&AE860^#0H@("`@/$U%5$$@:'1T<"UE75I=CTS1$-O;G1E;G0M5'EP M92!C;VYT96YT/3-$)W1E>'0O:'1M;#L@8VAA2`I1!F86-E/3-$)U1I;65S($YE=R!2;VUA;B<^ M:6X@=&AE(&-O;G1E>'0@;V8@=&AE(%-E8W5R:71I97,@06-T(&]F(#$Y,S,L M(&%S(&%M96YD960N/"]F;VYT/CPO<"`^#0H\<"!S='EL93TS1"=M87)G:6XM M=&]P.C!P=#MM87)G:6XM8F]T=&]M.C!P=#LG/CQF;VYT('-T>6QE/3-$)V9O M;G0M2`I1!F86-E/3-$)U1I;65S($YE=R!2;VUA;B<^36%N M86=E;65N="!B96QI979E2!F86-E/3-$)U1I;65S($YE=R!2;VUA;B<^ M5&AE($-O;7!A;GD@:&%S(&%D;W!T960@:6X@=&AE(&-O;G1E>'0@;V8@=&AE M(%-E8W5R:71I97,@06-T(&]F(#$Y,S,L(&%S(&%M96YD960N/"]F;VYT/CPO M<"`^#0H\<"!S='EL93TS1"=M87)G:6XM=&]P.C!P=#MM87)G:6XM8F]T=&]M M.C!P=#LG/CQF;VYT('-T>6QE/3-$)V9O;G0M2!F86-E/3-$)U1I M;65S($YE=R!2;VUA;B<^5&AE(&%C8V]M<&%N>6EN9R!F:6YA;F-I86P@'0O:F%V87-C3X-"B`@("`\=&%B;&4@8VQA2!F86-E/3-$)U1I;65S($YE=R!2;VUA;B<^ M:6X@=&AE(&-O;G1E>'0@;V8@=&AE(%-E8W5R:71I97,@06-T(&]F(#$Y,S,L M(&%S(&%M96YD960N/"]F;VYT/CPO<"`^#0H\<"!S='EL93TS1"=M87)G:6XM M=&]P.C!P=#MM87)G:6XM8F]T=&]M.C!P=#LG/CQF;VYT('-T>6QE/3-$)V9O M;G0M2!F86-E/3-$)U1I;65S($YE=R!2;VUA;B<^1F]R($9I;F%N M8VEA;"!R97!O2!F86-E/3-$)U1I;65S($YE=R!2;VUA;B<^36%N86=E;65N="!A;F0@86-C M;W5N=&EN9R!P&-O;G1E>'0@;V8@=&AE(%-E8W5R:71I97,@06-T(&]F(#$Y M,S,L(&%S(&%M96YD960N/"]F;VYT/CPO<"`^#0H\<"!S='EL93TS1"=M87)G M:6XM=&]P.C!P=#MM87)G:6XM8F]T=&]M.C!P=#LG/CQF;VYT('-T>6QE/3-$ M)V9O;G0M2!F86-E/3-$)U1I;65S($YE=R!2;VUA;B<^5&AE($-O M;7!A;GD@:&%S(&%D;W!T960@:6X@=&AE(&-O;G1E>'0@;V8@=&AE(%-E8W5R M:71I97,@06-T(&]F(#$Y~~

M.E1H;65S($YE=R!2;VUA;CM&3TY4+5-)6D4Z(#$P<'0[34%21TE..B`P<'0@ M,'!X.R!&3TY4.B`Q,'!T(%1H;65S($YE=R!2;VUA;BP@5&EM97,L(%-
E3X\:3X\ M=3X\9F]N=''!S='EL93TS1''=&3TY4+49!34E,63H@)U1H;65S($YE=R!2;VUA M;B6QE/3-$)T ,14%2.F)O=&@[($9/3E0M1D%-24Q9.E1H;65S($YE
M=R!2;VUA;CM&3TY4+5-)6D4Z(#$P<'0[34%21TE..B`P<'0@,'!X.R!&3TY4 M.B`Q,'!T(%1H;65S($YE=R!2;VUA;BP@5&EM97,L(%-E3Y4:&
4@<')E<&%R871I M;VX@;V8@9FEN86YC:6%L('-T871E;65N=',@:6X@8V]N9F]R;6ET>2!W:71H M(&%C8V]U;G1I;F<@<')I;F-I<&QE'!E;G-
E6QE/3-$)T ,14%2.F)O=&@[($9/ M3E0M1D%-24Q9.E1H;65S($YE=R!2;VUA;CM&3TY4+5-)6D4Z(#$P<'0[34%2
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H(&UA='1E3X\9F]N=''!S='EL93TS1''=''04 +1U)/54Y$+4 /3$]2.B!T6QE/3-$)TU!4D=) M3BU43U`Z(#!P=#L@1D].5#H@,3!P=''!4:6UE6QE/3-$)U9%
M4E1)0T%,+4%,24=..B!T;W`G/B`\=&0@6QE/3-$)U=)1%1(.B`P+C(U:6XG/B`\9&EV/BAI M*3PO9&EV/B`\+W1D/B`\=&0@2<^(#QD:78^
/&9O;G0@2!O9B!O<&5R871I;VYS+''!R96%L:7IA=&EO M;B!O9B!A6QE/3-$ M)T)!0TM'4D]53D0M0T]],3U(Z('1R86YS<&%R96YT)SXN/''|F;VYT
/CPO9&EV M/B`\+W1D/B`\+W1R/B`\+W1A8FQE/B`\=&%B;&4@2<^(#QD:78^/&9O;G0@''!AF%T:6]N(&]F('1H92!#;VUP86YY)B,X,C$W.W,@;F5T
M(&1E9F5R''!A&%B;&4@:6YC;VUE('=A2!T:&%N(&YO=''!A;F0@86-C;W)D M:6YG;'DL('1H92!P;W1E;G1I86P@=&%X(&)E;
F5F:71S(&]F('1H92!N970@ M;&]S2UF;W)W87)D2!H87,@:6YC=7)R960@6QE/3-$)U=) M1%1(.B`P+C(U:6XG/CPO=&
0^(#QT9''!S='EL93TS1''=724142#H@,''XR-6EN M)SX@/&1I=CXH:6EI*3PO9&EV/B`\+W1D/B`\=&0@2<^(#QD:78^/&9O;G0@2!O9B!T:&
4@0V]M<&%N>28C.#(Q-SMS(&-O M;6UO;B!S:&%R97,@86YD('1H92!M971H;V0@=7-E9''!T;R!E3X\9F]N=''!S='EL93TS1''=''04 +1U)/54Y$
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VUA;CM&3TY4+5-)6D4Z(#$P<'0[34%21TE..B`P<'0@,'!X M.R!&3TY4.B`Q,'!T(%1H;65S($YE=R!2;VUA;BP@5&EM97,L(%-
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M34%21TE..B`P<'0@,'!X.R!&3TY4.B`Q,'!T(%1H;65S($YE=R!2;VUA;BP@ M5&EM97,L(%-
E3Y 86YA9V5M96YT(')E9W5L87)L>2!E=F%L=6%T97,@=&AE(&ME M>2!F86-T;W)S(&%N9''!A''E3XF(S$V,#L\+V1I=CX@/&1I=B!S='EL93TS
M1''=#3$5!4CIB;W1H.R!&3TY4+49!34E,63I4:6UE#L@1D].5#H@,3!P=''!4:6UE M6QE/3-$)T ,14%2.F)O=&@[($9/3E0M1D%-24Q9.E1H;65S($YE M=R!2;
VUA;CM&3TY4+5-)6D4Z(#$P<'0[34%21TE..B`P<'0@,'!X.R!&3TY4 M.B`Q,'!T(%1H;65S($YE=R!2;VUA;BP@5&EM97,L(%- E3X\:3X\=3X\9F]N=''!S
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3TY4+49!34E,63I4:6UE M#L@ M1D].5#H@,3!P=''!4:6UE&-E<'0@*#$I('=H96X@8V]N=&%I;F5D(&%N9''!O;''!D;V5S(&YO="!T('=I=&@@@=&AE
M('!A2!I;G9E2!T:&4@<''1D96%L;''!I;G%U:7)Y(&-O;G-I M2!I;G%U:7)Y(&-O;G-I M2!I;G%U:7)Y(&-O;G-I M2!I;G%U:7)Y(&-O;G-I M2!I;G%U:7)Y(&-O;G-I
@[($9/3E0M1D%-24Q9.E1I M;65S($YE=R!2;VUA;CM&3TY4+5-)6D4Z(#$P<'0[34%21TE..B`P<'0@,'!X M.R!&3TY4.B`Q,'!T(%1H;65S($YE=R!2;
VUA;BP@5&EM97,L(%- E3XF(S$V,#L\+V1I=CX@/&1I=B!S='EL93TS1''=#3$5!4CIB;W1H.R!&3TY4 M+49!34E,63I4:6UE3PO9&EV/B`\+W1D/B`\=&
0@6QE/3-$)T)/4D1%4BU43U`Z(#!P M=#L@4%!)3D4Z(#!P=#L@
M4BU"3U143TTZ(",P,#`P,#`@,7!X('-O;&ED.R!&415A4+4%,24=..B!C96YT97([($9/3E0M4U193$4Z(&YO6QE/3-$)T)/4D1%
M4BU"3U143TTZ(",P,#`P,#`@,7!X('-O;&ED.R!&415A4+4%,24=..B!C96YT M97([($9/3E0M4U193$4Z(&YO6QE/3-$)T)/4D1%
M4D1%4BU"3U143TTZ(",P,#`P,#`@,7!X('-O;&ED.R!&415A4+4%,24=..B!C M96YT97([($9/3E0M4U193$4Z(&YO6QE M/3-$)U1%6%0M04Q)1TXZ(&
E;G1E6QE/3-$)U1%6%0M04Q)1TXZ(&-E;G1E''!S;VQI9#L@1D].5''U714E'2%0Z(#0P,''<@=VED=&@],T0R,''4^(#QD M:78^)B,Q-C`[/''|D:78^(#PO=&
0^(#QT9''!S='EL93TS1''=415A4+4%,24=. M.B!C96YT97([($9/3E0M4U193$4Z(&YO''!S;VQI9#L@1D]. M5''U714E'2%0Z(#0P,''<@=VED=&
@],T0R,B4^(#QD:78^)B,Q-C`[/''|D:78^ M(#PO=&0^(#QT9''!S='EL93TS1''=415A4+4%,24=..B!C96YT97([($9/3E0M
M4U193$4Z(&YO6QE/3-$)U1%6%0M04Q)1TXZ(&QE9G0[($9/3E0M4U193$4Z(&YO6QE/3-$)U1%
M6%0M04Q)1TXZ(')I9VAT.R!&3TY4+5-)6D4Z(#$P<'0[34%21TE..B!N;W)M86P[(%!!1$1)3D#L@1D].5#H@,3!P=''!4:6UE6QE/3-$)U1%6%0M04Q)1TXZ(&-E;G1E
M2T=23U5.1#H@(V-C965F9CL@1D].5''U714I%.B`Q,'!T.R!&615)424 !3"U!' M3$E'3CH@8F]T=&]]M.R!&3TY4+5=%%24=(5#H@#`P)R!W:61T:#TS1#(R)3X@
M/&1I=CXQ,#`\+V1I=CX@/''|T9#X@/''1D('-T>6QE/3-$)U1%6%0M04Q)1TXZ M(&QE9G0[($9/3E0M4U193$4Z(&YO6QE/3-$)U1%6%0M04Q)1TXZ(&QE9G0[($9/3E0M4U193$4Z(&YO6QE/3-$)U1%6%0M04Q)1TXZ(&QE9G0[($9/3E0M4U193$4Z(&YO6QE/3-$
M)U1%6%0M04Q)1TXZ(&QE9G0[($9/3E0M4U193$4Z(&YO6QE/3-$)U1%6%0M04Q) M1TXZ(&QE9G0[($9/3E0M4U193$4Z(&YO6QE/3-$
M)U1%6%0M04Q)1TXZ(&QE9G0[($9/3E0M4U193$4Z(&YO6QE/3-$)U1% M6%0M04Q)1TXZ(&QE9G0[($9/3E0M4U193$4Z(&YOXML 17 R8.htm
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Significant and Critical Accounting Policies and Practices	3 Months Ended Mar. 31, 2012
Accounting Policies [Abstract]	-
Significant Accounting Policies [Text Block]	**Note 2 – Significant and Critical Accounting Policies and Practices** - The Management of the Company is responsible for the selection and use of appropriate accounting policies and the appropriateness of accounting policies and their application. Critical accounting policies and practices are those that are both most important to the portrayal of the Company's financial condition and results and require management's most difficult, subjective, or complex judgments, often as a result of the need to make estimates about the effects of matters that are inherently uncertain. The Company's significant and critical accounting policies and practices are disclosed below as required by generally accepted accounting principles. - *Basis of Presentation – Unaudited Interim Financial Information* - The accompanying unaudited interim financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") for the interim financial information, and with the rules and regulations of the United States Securities and Exchange Commission ("SEC") to Form 10-Q and Article 8 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by U.S. GAAP for complete financial statements. The unaudited interim financial statements furnished reflect all adjustments (consisting of normal recurring accruals) which are, in the opinion of management, necessary to a fair statement of the results for the interim period presented. Unaudited consolidated interim results are not necessarily indicative of the results for the full fiscal year. These financial statements should be read in conjunction with the financial statements of the Company for the year ended December 31, 2011 and notes thereto contained in the information filed as part of the Company's Form 10-K, which was filed on April 16, 2012. - *Use of Estimates and Assumptions and Critical Accounting Estimates and Assumptions* - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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(s) of the financial statements and the reported amounts of revenues and expenses during the reporting period(s). -

~~Critical accounting estimates are estimates for which (a) the nature of the estimate is material due to the levels of subjectivity and judgment necessary to account for highly uncertain matters or the susceptibility of such matters to change and (b) the impact of the estimate on financial condition or operating performance is material. The Company's critical accounting estimates and assumptions affecting the financial statements were:~~

~~(i) *Assumption as a going concern*: Management assumes that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.~~

~~(ii) *Valuation allowance for deferred tax assets*: Management assumes that the realization of the Company's net deferred tax assets resulting from its net operating loss ("NOL") carry-forwards for Federal income tax purposes that may be offset against future taxable income was not considered more likely than not and accordingly, the potential tax benefits of the net loss carry-forwards are offset by a full valuation allowance. Management made this assumption based on (a) the Company has incurred recurring losses, (b) general economic conditions, and (c) its ability to raise additional funds to support its daily operations by way of a public or private offering, among other factors.~~

~~(iii) *Estimates and assumptions used in valuation of equity instruments*: Management estimates expected term of share options and similar instruments, expected volatility of the Company's common shares and the method used to estimate it, expected annual rate of quarterly dividends, and risk free rate(s) to value share options and similar instruments.~~

~~These significant accounting estimates or assumptions bear the risk of change due to the fact that there are uncertainties attached to these estimates or assumptions, and certain estimates or assumptions are difficult to measure or value.~~

~~Management bases its estimates on historical experience and on various assumptions that are believed to be reasonable in relation to the financial statements taken as a whole under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.~~

~~Management regularly evaluates the key factors and assumptions used to develop the estimates utilizing currently available information, changes in facts and circumstances, historical experience and reasonable assumptions. After such evaluations, if deemed appropriate, those estimates are adjusted accordingly.~~

~~Actual results could differ from those estimates.~~

~~*Principles of Consolidation*~~

~~The Company applies the guidance of Topic 810 "Consolidation" of the FASB Accounting Standards Codification to determine whether and how to consolidate another entity. Pursuant to ASC Paragraph 810-10-15-10, all majority-owned subsidiaries—all entities in which a parent has a controlling financial interest - shall be consolidated except (1) when control does not rest with the parent, the majority owner; (2) if the parent is a broker-dealer within the scope of Topic 940 and control is likely to be temporary; (3) consolidation by an investment company within the scope of Topic 946 of a non-investment-company investee. Pursuant to ASC Paragraph 810-10-15-8, the usual condition for a controlling financial interest is ownership of a majority voting interest, and, therefore, as a general rule ownership by one reporting entity, directly or indirectly, of more than 50 percent of the outstanding voting shares of another entity is a condition pointing toward consolidation. The power to control may also exist with a lesser percentage of ownership, for example, by contract, lease, agreement with other stockholders, or by court decree. The Company consolidates all less-than-majority-owned subsidiaries, if any, in which the parent's power to control exists.~~

~~The consolidated financial statements include all accounts of the entities as of the reporting period ending date(s) and for the reporting period(s) as follows:~~

Name of consolidated subsidiary or entity	**State or other jurisdiction of incorporation or organization**	**Date of incorporation or formation (date of acquisition, if applicable)**	**Attributable interest**
Avenue Pictures, Inc.	Delaware	April 28, 1992 (September 30, 1996)	100 %
Wombat Productions, Inc.	Delaware	March 7, 1997	100 %

~~The consolidated financial statements include all accounts of the Company and its inactive consolidated subsidiaries as of the reporting period ending date.~~

~~All inter-company balances and transactions have been eliminated.~~

~~*Fair Value of Financial Instruments*~~

~~The Company follows paragraph 820-10-35-37 of the FASB Accounting Standards Codification ("Paragraph 820-10-35-37") to measure the fair value of its financial instruments and paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The three (3) levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:~~

~~Level 1~~ - ~~Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.~~

Level 2 - Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.

Level 3 - Pricing inputs that are generally observable inputs and not corroborated by market data.

Financial assets are considered Level 3 when their fair values are determined using pricing models, discounted cash flow methodologies or similar techniques and at least one significant model assumption or input is unobservable.

The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

The carrying amounts of the Company's financial assets and liabilities, such as cash, prepaid expenses, and accrued expenses approximate their fair values because of the short maturity of these instruments.

Transactions involving related parties cannot be presumed to be carried out on an arm's length basis, as the requisite conditions of competitive, free-market dealings may not exist. Representations about transactions with related parties, if made, shall not imply that the related party transactions were consummated on terms equivalent to those that prevail in arm's-length transactions unless such representations can be substantiated.

Cash Equivalents

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Off-Balance-Sheet Credit Exposures

Pursuant to FASB ASC paragraph 310-10-50-9 an entity shall disclose a description of the accounting policies and methodology the entity used to estimate its liability for off-balance-sheet credit exposures and related charges for those credit exposures. Such a description shall identify the factors that influenced management's judgment (for example, historical losses and existing economic conditions) and a discussion of risk elements relevant to particular categories of financial instruments.

The Company does not have any off-balance-sheet credit exposure to its customers at March 31, 2012 and 2011.

Related Parties

The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.

Pursuant to Section 850-10-20 the Related parties include a. affiliates of the Company ("Affiliate" means, with respect to any specified Person, any other Person that, directly or indirectly through one or more intermediaries, controls, is controlled by or is under common control with such Person, as such terms are used in and construed under Rule 405 under the Securities Act); b. entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825–10–15, to be accounted for by the equity method by the investing entity; c. trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; d. principal owners of the Company; e. management of the Company; f. 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; and g. other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

The financial statements shall include disclosures of material related party transactions, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of consolidated or combined financial statements is not required in those statements. The disclosures shall include: a. the nature of the relationship(s) involved; b. a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which income statements are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; c. the dollar amounts of transactions for each of the periods for which income statements are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and d. amount due from or to related parties as of the date of each balance sheet presented and, if not otherwise apparent, the terms and manner of settlement.

Commitment and Contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the consolidated financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of

~~relief sought or expected to be sought therein.~~

~~If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's consolidated financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.~~

~~Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed.~~

~~*Revenue Recognition*~~

~~The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.~~

~~*Stock-Based Compensation for Obtaining Employee Services*~~

~~The Company accounts for share-based payment transactions issued to employees under the guidance of the Topic 718 Compensation - Stock Compensation of the FASB Accounting Standards Codification ("ASC Topic 718").~~

~~Pursuant to ASC Section 718-10-20 an employee is an individual over whom the grantor of a share-based compensation award exercises or has the right to exercise sufficient control to establish an employer-employee relationship based on common law as illustrated in case law and currently under U.S. Internal Revenue Service ("IRS") Revenue Ruling 87-41. A non-employee director does not satisfy this definition of employee. Nevertheless, non-employee directors acting in their role as members of a board of directors are treated as employees if those directors were elected by the employer's shareholders or appointed to a board position that will be filled by shareholder election when the existing term expires. However, that requirement applies only to awards granted to non-employee directors for their services as directors. Awards granted to non-employee directors for other services shall be accounted for as awards to non-employees.~~

~~Pursuant to ASC Paragraphs 718-10-30-2 and 718-10-30-3 a share-based payment transaction with employees shall be measured based on the fair value of the equity instruments issued and an entity shall account for the compensation cost from share-based payment transactions with employees in accordance with the fair value-based method, i.e., the cost of services received from employees in exchange for awards of share-based compensation generally shall be measured based on the grant-date fair value of the equity instruments issued or the fair value of the liabilities incurred/settled.~~

~~Pursuant to ASC Paragraphs 718-10-30-6 and 718-10-30-9 the measurement objective for equity instruments awarded to employees is to estimate the fair value at the grant date of the equity instruments that the entity is obligated to issue when employees have rendered the requisite service and satisfied any other conditions necessary to earn the right to benefit from the instruments (for example, to exercise share options). That estimate is based on the share price and other pertinent factors, such as expected volatility, at the grant date. As such, the fair value of an equity share option or similar instrument shall be estimated using a valuation technique such as an option pricing model. For this purpose, a similar instrument is one whose fair value differs from its intrinsic value, that is, an instrument that has time value.~~

~~If the Company's common shares are traded in one of the national exchanges the grant-date share price of the Company's common stock will be used to measure the fair value of the common shares issued, however, if the Company's common shares are thinly traded the use of share prices established in its most recent private placement memorandum ("PPM"), or weekly or monthly price observations would generally be more appropriate than the use of daily price observations as such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market.~~

~~Pursuant to ASC Paragraph 718-10-55-21 if an observable market price is not available for a share option or similar instrument with the same or similar terms and conditions, an entity shall estimate the fair value of that instrument using a valuation technique or model that meets the requirements in paragraph 718-10-55-11 and takes into account, at a minimum, all of the following factors:~~

~~a. The exercise price of the option.~~

~~b. The expected term of the option, taking into account both the contractual term of the option and the effects of employees' expected exercise and post-vesting employment termination behavior: The expected life of options and similar instruments represents the period of time the option and/or warrant are expected to be outstanding. Pursuant to paragraph 718-10-S99-1, it may be appropriate to use the *simplified method, i.e., expected term = ((vesting term + original contractual term) / 2)*, if (i) A company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term due to the limited period of time its equity shares have been publicly traded; (ii) A company significantly changes the terms of its share option grants or the types of employees that receive share option grants such that its historical exercise data may no longer provide a reasonable basis upon which to estimate expected term; or (iii) A company has or expects to have significant structural changes in its business such that its historical exercise data may no longer provide a reasonable basis upon which to estimate expected term. The Company uses the simplified method to calculate expected term of share options and similar instruments as the company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term.~~

~~c. The current price of the underlying share.~~

~~d. The expected volatility of the price of the underlying share for the expected term of the option. Pursuant to ASC Paragraph 718-10-55-25 a newly publicly traded entity might base expectations about future volatility on the average volatilities of similar entities for an appropriate period following their going public. A nonpublic entity might base its expected volatility on the average volatilities of otherwise similar public entities. For purposes of identifying otherwise similar entities, an entity would likely consider characteristics such as industry, stage of life cycle, size, and financial leverage. Because of the effects of diversification that are present in an industry sector index, the volatility of an index should not be substituted for the average of volatilities of otherwise similar entities in a fair value measurement. Pursuant to paragraph 718-10-S99-1 if shares of a company are thinly traded the use of weekly or monthly price observations would generally be more appropriate than the use of daily price observations as the volatility calculation using daily observations for such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market. The Company uses the average historical volatility of the comparable companies over the expected term of the share options or similar instruments as its expected volatility.~~

~~e. The expected dividends on the underlying share for the expected term of the option. The expected dividend yield is based on the Company's current dividend yield as the best estimate of projected dividend yield for periods within the expected term of the share options and similar instruments.~~

~~f. The risk-free interest rate(s) for the expected term of the option. Pursuant to ASC 718-10-55-28 a U.S. entity issuing an option on its own shares must use as the risk-free interest rates the implied yields currently available from the U.S. Treasury zero-coupon yield curve over the contractual term of the option if the entity is using a lattice model incorporating the option's contractual term. If the entity is using a closed-form model, the risk-free interest rate is the implied yield currently available on U.S. Treasury zero-coupon issues with a remaining term equal to the expected term used as the assumption in the model.~~

~~Pursuant to ASC Paragraphs 718-10-30-11 and 718-10-30-17 a restriction that stems from the forfeitability of instruments to which employees have not yet earned the right, such as the inability either to exercise a non-vested equity share option or to sell non-vested shares, is not reflected in estimating the fair value of the related instruments at the grant date. Instead, those restrictions are taken into account by recognizing compensation cost only for awards for which employees render the requisite service and a non-vested equity share or non-vested equity share unit awarded to an employee shall be measured at its fair value as if it were vested and issued on the grant date.~~

~~Pursuant to ASC Paragraphs 718-10-35-2 and 718-10-35-3 the compensation cost for an award of share-based employee compensation classified as equity shall be recognized over the requisite service period, with a corresponding credit to equity (generally, paid-in capital). The requisite service period is the period during which an employee is required to provide service in exchange for an award, which often is the vesting period. The total amount of compensation cost recognized at the end of the requisite service period for an award of share-based compensation shall be based on the number of instruments for which the requisite service has been rendered (that is, for which the requisite service period has been completed). An entity shall base initial accruals of compensation cost on the estimated number of instruments for which the requisite service is expected to be rendered. That estimate shall be revised if subsequent information indicates that the actual number of instruments is likely to differ from previous estimates. The cumulative effect on current and prior periods of a change in the estimated number of instruments for which the requisite service is expected to be or has been rendered shall be recognized in compensation cost in the period of the change. Previously recognized compensation cost shall not be reversed if an employee share option (or share unit) for which the requisite service has been rendered expires unexercised (or unconverted).~~

~~Under the requirement of ASC Paragraph 718-10-35-8 the Company made a policy decision to recognize compensation cost for an award with only service conditions that has a graded vesting schedule on a straight-line basis over the requisite service period for the entire award.~~

~~*Equity Instruments Issued to Parties Other Than Employees for Acquiring Goods or Services*~~

~~The Company accounts for equity instruments issued to parties other than employees for acquiring goods or services under the guidance of Sub-topic 505-50 of the FASB Accounting Standards Codification ("Sub-topic 505-50").~~

~~Pursuant to ASC paragraph 505-50-25-7, if fully vested, non-forfeitable equity instruments are issued at the date the grantor and grantee enter into an agreement for goods or services (no specific performance is required by the grantee to retain those equity instruments), then, because of the elimination of any obligation on the part of the counterparty to earn the equity instruments, a measurement date has been reached. A grantor shall recognize the equity instruments when they are issued (in most cases, when the agreement is entered into). Whether the corresponding cost is an immediate expense or a prepaid asset (or whether the debit should be characterized as contra-equity under the requirements of paragraph 505-50-45-1) depends on the specific facts and circumstances. Pursuant to ASC paragraph 505-50-45-1, a grantor may conclude that an asset (other than a note or a receivable) has been received in return for fully vested, non-forfeitable equity instruments that are issued at the date the grantor and grantee enter into an agreement for goods or services (and no specific performance is required by the grantee in order to retain those equity instruments). Such an asset shall not be displayed as contra-equity by the grantor of the equity instruments. The transferability (or lack thereof) of the equity instruments shall not affect the balance sheet display of the asset. This guidance is limited to transactions in which equity instruments are transferred to other than employees in exchange for goods or services.~~

~~Pursuant to Paragraphs 505-50-25-8 and 505-50-25-9, an entity may grant fully vested, non-forfeitable equity instruments that are exercisable by the grantee only after a specified period of time if the terms of the agreement provide for earlier exercisability~~

~~if the grantee achieves specified performance conditions. Any measured cost of the transaction shall be recognized in the same period(s) and in the same manner as if the entity had paid cash for the goods or services or used cash rebates as a sales discount instead of paying with, or using, the equity instruments. A recognized asset, expense, or sales discount shall not be reversed if a stock option that the counterparty has the right to exercise expires unexercised.~~

~~Pursuant to ASC Paragraphs 505-50-30-2 and 505-50-30-11 share-based payment transactions with nonemployees shall be measured at the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable. The issuer shall measure the fair value of the equity instruments in these transactions using the stock price and other measurement assumptions as of the earlier of the following dates, referred to as the measurement date: (a) The date at which a commitment for performance by the counterparty to earn the equity instruments is reached (a performance commitment); or (b) The date at which the counterparty's performance is complete. If the Company's common shares are traded in one of the national exchanges the grant-date share price of the Company's common stock will be used to measure the fair value of the common shares issued, however, if the Company's common shares are thinly traded the use of share prices established in the Company's most recent private placement memorandum ("PPM"), or weekly or monthly price observations would generally be more appropriate than the use of daily price observations as such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market.~~

~~Pursuant to ASC Paragraph 718-10-55-21 if an observable market price is not available for a share option or similar instrument with the same or similar terms and conditions, an entity shall estimate the fair value of that instrument using a valuation technique or model that meets the requirements in paragraph 718-10-55-11 and takes into account, at a minimum, all of the following factors:~~

~~a.~~ ~~The exercise price of the option.~~

~~b.~~ ~~The expected term of the option, taking into account both the contractual term of the option and the effects of employees' expected exercise and post-vesting employment termination behavior: Pursuant to Paragraph 718-10-50-2(f)(2)(i) of the FASB Accounting Standards Codification the expected term of share options and similar instruments represents the period of time the options and similar instruments are expected to be outstanding taking into consideration of the contractual term of the instruments and holder's expected exercise behavior into the fair value (or calculated value) of the instruments. The Company uses historical data to estimate holder's expected exercise behavior. If the Company is a newly formed corporation or shares of the Company are thinly traded the contractual term of the share options and similar instruments is used as the expected term of share options and similar instruments as the Company does not have sufficient historical exercise data to provide a reasonable basis upon which to estimate expected term.~~

~~c.~~ ~~The current price of the underlying share.~~

~~d.~~ ~~The expected volatility of the price of the underlying share for the expected term of the option. Pursuant to ASC Paragraph 718-10-55-25 a newly publicly traded entity might base expectations about future volatility on the average volatilities of similar entities for an appropriate period following their going public. A nonpublic entity might base its expected volatility on the average volatilities of otherwise similar public entities. For purposes of identifying otherwise similar entities, an entity would likely consider characteristics such as industry, stage of life cycle, size, and financial leverage. Because of the effects of diversification that are present in an industry sector index, the volatility of an index should not be substituted for the average of volatilities of otherwise similar entities in a fair value measurement. Pursuant to paragraph 718-10-S99-1 if shares of a company are thinly traded the use of weekly or monthly price observations would generally be more appropriate than the use of daily price observations as the volatility calculation using daily observations for such shares could be artificially inflated due to a larger spread between the bid and asked quotes and lack of consistent trading in the market. The Company uses the average historical volatility of the comparable companies over the expected term of the share options or similar instruments as its expected volatility.~~

~~e.~~ ~~The expected dividends on the underlying share for the expected term of the option. The expected dividend yield is based on the Company's current dividend yield as the best estimate of projected dividend yield for periods within the expected term of the share options and similar instruments.~~

~~f.~~ ~~The risk-free interest rate(s) for the expected term of the option. Pursuant to ASC 718-10-55-28 a U.S. entity issuing an option on its own shares must use as the risk-free interest rates the implied yields currently available from the U.S. Treasury zero-coupon yield curve over the contractual term of the option if the entity is using a lattice model incorporating the option's contractual term. If the entity is using a closed-form model, the risk-free interest rate is the implied yield currently available on U.S. Treasury zero-coupon issues with a remaining term equal to the expected term used as the assumption in the model.~~

~~Pursuant to ASC paragraph 505-50-S99-1, if the Company receives a right to receive future services in exchange for unvested, forfeitable equity instruments, those equity instruments are treated as unissued for accounting purposes until the future services are received (that is, the instruments are not considered issued until they vest). Consequently, there would be no recognition at the measurement date and no entry should be recorded.~~

~~Deferred Tax Assets and Income Tax Provision~~

~~The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the~~

~~differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the fiscal years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Statements of Income and Comprehensive Income in the period that includes the enactment date.~~

~~The Company adopted section 740-10-25 of the FASB Accounting Standards Codification ("Section 740-10-25") with regards to uncertainty income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures.~~

~~The estimated future tax effects of temporary differences between the tax basis of assets and liabilities are reported in the accompanying balance sheets, as well as tax credit carry backs and carry forwards. The Company periodically reviews the recoverability of deferred tax assets recorded on its balance sheets and provides valuation allowances as management deems necessary.~~

~~Management makes judgments as to the interpretation of the tax laws that might be challenged upon an audit and cause changes to previous estimates of tax liability. In addition, the Company operates within multiple taxing jurisdictions and is subject to audit in these jurisdictions. In management's opinion, adequate provisions for income taxes have been made for all years. If actual taxable income by tax jurisdiction varies from estimates, additional allowances or reversals of reserves may be necessary.~~

~~Tax years that remain subject to examination by major tax jurisdictions~~

~~The Company discloses tax years that remain subject to examination by major tax jurisdictions pursuant to the ASC Paragraph 740-10-50-15.~~

~~Earnings per Share~~

~~Earnings per share ("EPS") is the amount of earnings attributable to each share of common stock. For convenience, the term is used to refer to either earnings or loss per share. EPS is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Pursuant to ASC Paragraphs 260-10-45-10 through 260-10-45-16 Basic EPS shall be computed by dividing income available to common stockholders (the numerator) by the weighted-average number of common shares outstanding (the denominator) during the period. Income available to common stockholders shall be computed by deducting both the dividends declared in the period on preferred stock (whether or not paid) and the dividends accumulated for the period on cumulative preferred stock (whether or not earned) from income from continuing operations (if that amount appears in the income statement) and also from net income. The computation of diluted EPS is similar to the computation of basic EPS except that the denominator is increased to include the number of additional common shares that would have been outstanding if the dilutive potential common shares had been issued during the period to reflect the potential dilution that could occur from common shares issuable through contingent shares issuance arrangement, stock options or warrants.~~

~~Pursuant to ASC Paragraphs 260-10-45-45-21 through 260-10-45-45-23 Diluted EPS shall be based on the most advantageous conversion rate or exercise price from the standpoint of the security holder. The dilutive effect of outstanding call options and warrants (and their equivalents) issued by the reporting entity shall be reflected in diluted EPS by application of the treasury stock method unless the provisions of paragraphs 260-10-45-35 through 45-36 and 260-10-55-8 through 55-11 require that another method be applied. Equivalents of options and warrants include non-vested stock granted to employees, stock purchase contracts, and partially paid stock subscriptions (see paragraph 260–10–55–23). Anti-dilutive contracts, such as purchased put options and purchased call options, shall be excluded from diluted EPS. Under the treasury stock method: a. Exercise of options and warrants shall be assumed at the beginning of the period (or at time of issuance, if later) and common shares shall be assumed to be issued. b. The proceeds from exercise shall be assumed to be used to purchase common stock at the average market price during the period. (See paragraphs 260-10-45-29 and 260-10-55-4 through 55-5.) c. The incremental shares (the difference between the number of shares assumed issued and the number of shares assumed purchased) shall be included in the denominator of the diluted EPS computation.~~

~~There were no potentially dilutive common shares outstanding for the reporting period ended March 31, 2012 and 2011.~~

~~Cash Flows Reporting~~

~~The Company adopted paragraph 230-10-45-24 of the FASB Accounting Standards Codification for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method ("Indirect method") as defined by paragraph 230-10-45-25 of the FASB Accounting Standards Codification to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash~~

~~receipts or payments in the period pursuant to paragraph 830-230-45-1 of the FASB Accounting Standards Codification.~~

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~~*Subsequent Events*~~

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~~The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued. Pursuant to ASU 2010-09 of the FASB Accounting Standards Codification, the Company as an SEC filer considers its financial statements issued when they are widely distributed to users, such as through filing them on EDGAR.~~

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~~*Recently Issued Accounting Pronouncements*~~

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~~In August 2014, the FASB issued the FASB Accounting Standards Update No. 2014-15 *"Presentation of Financial Statements - Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern ("ASU 2014-15")*.~~

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~~In connection with preparing financial statements for each annual and interim reporting period, an entity's management should evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the entity's ability to continue as a going concern within one year after the date that the *financial statements are issued* (or within one year after the date that the *financial statements are available to be issued* when applicable). Management's evaluation should be based on relevant conditions and events that are known and reasonably knowable at the date that the *financial statements are issued* (or at the date that the *financial statements are available to be issued* when applicable). Substantial doubt about an entity's ability to continue as a going concern exists when relevant conditions and events, considered in the aggregate, indicate that it is probable that the entity will be unable to meet its obligations as they become due within one year after the date that the financial statements are issued (or available to be issued). The term *probable* is used consistently with its use in Topic 450, Contingencies.~~

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~~When management identifies conditions or events that raise substantial doubt about an entity's ability to continue as a going concern, management should consider whether its plans that are intended to mitigate those relevant conditions or events will alleviate the substantial doubt. The mitigating effect of management's plans should be considered only to the extent that (1) it is probable that the plans will be effectively implemented and, if so, (2) it is probable that the plans will mitigate the conditions or events that raise substantial doubt about the entity's ability to continue as a going concern.~~

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~~If conditions or events raise substantial doubt about an entity's ability to continue as a going concern, but the substantial doubt is alleviated as a result of consideration of management's plans, the entity should disclose information that enables users of the financial statements to understand all of the following (or refer to similar information disclosed elsewhere in the footnotes):~~

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a. ~~Principal conditions or events that raised substantial doubt about the entity's ability to continue as a going concern (before consideration of management's plans)~~
b. ~~Management's evaluation of the significance of those conditions or events in relation to the entity's ability to meet its obligations~~
c. ~~Management's plans that alleviated substantial doubt about the entity's ability to continue as a going concern.~~

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~~If conditions or events raise substantial doubt about an entity's ability to continue as a going concern, and substantial doubt is not alleviated after consideration of management's plans, an entity should include a statement in the footnotes indicating that there is *substantial doubt about the entity's ability to continue as a going concern* within one year after the date that the financial statements are issued (or available to be issued). Additionally, the entity should disclose information that enables users of the financial statements to understand all of the following:~~

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a. ~~Principal conditions or events that raise substantial doubt about the entity's ability to continue as a going concern~~
b. ~~Management's evaluation of the significance of those conditions or events in relation to the entity's ability to meet its obligations~~
c. ~~Management's plans that are intended to mitigate the conditions or events that raise substantial doubt about the entity's ability to continue as a going concern.~~

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~~The amendments in this Update are effective for the annual period ending after December 15, 2016, and for annual periods and interim periods thereafter. Early application is permitted.~~

-

~~Management does not believe that any other recently issued, but not yet effective accounting pronouncements, when adopted, will have a material effect on the accompanying financial statements.~~

~~**XML 18 R2.htm IDEA: XBRL DOCUMENT**~~

~~**Consolidated Balance Sheets (USD $)**~~	~~**Mar. 31, 2012**~~	~~**Dec. 31, 2011**~~
~~**CURRENT ASSETS**~~	-	-
~~**Cash**~~	~~**$ 644**~~	~~**$ 376**~~
~~**Prepaid expenses**~~	~~**0**~~	~~**3,078**~~
~~**Total Current Assets**~~	~~**644**~~	~~**3,454**~~
~~**TOTAL ASSETS**~~	~~**644**~~	~~**3,454**~~
~~**CURRENT LIABILITIES**~~	-	-
~~**Accrued expenses**~~	~~**132,633**~~	~~**134,499**~~
~~**Note payable**~~	~~**0**~~	~~**1,385**~~

~~Note payable - related party~~	~~0~~	~~991~~
~~Advances from related parties~~	~~140,875~~	~~134,384~~
~~Total Current Liabilities~~	~~273,508~~	~~271,259~~
~~TOTAL LIABILITIES~~	~~273,508~~	~~271,259~~
~~STOCKHOLDERS' DEFICIT~~	-	-
~~Preferred stock: par value $0.01; 2,000,000 shares authorized; none issued or outstanding~~	~~0~~	~~0~~
~~Common stock~~	~~278,210~~	~~278,210~~
~~Additional paid-In capital~~	~~7,788,103~~	~~7,788,103~~
~~Accumulated deficit~~	~~(8,269,794)~~	~~(8,264,735)~~
~~Treasury stock, at cost~~	~~(69,383)~~	~~(69,383)~~
~~Total Stockholders' Deficit~~	~~(272,864)~~	~~(267,805)~~
~~TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT~~	~~644~~	~~3,454~~
~~Common Class B [Member]~~	-	-
~~STOCKHOLDERS' DEFICIT~~	-	-
~~Common stock~~	~~$ 0~~	~~$ 0~~

~~XML 19 R6.htm IDEA: XBRL DOCUMENT~~

~~Consolidated Statements of Cash Flows (USD $)~~	~~3 Months Ended~~		~~12 Months Ended~~
	~~Mar. 31, 2012~~	~~Mar. 31, 2011~~	~~Dec. 31, 2011~~
~~CASH FLOWS FROM OPERATING ACTIVITIES~~	-	-	-
~~Net loss~~	~~$ (5,059)~~	~~$ (130,169)~~	~~$ (432,419)~~
~~Adjustments to reconcile net loss to net cash used in operating activities~~	-	-	-
~~Common stock issued for compensation~~	~~0~~	~~126,000~~	-
~~Warrant granted for compensation~~	~~0~~	~~70,000~~	-
~~Amortization~~	~~0~~	~~13,500~~	-
~~Changes in operating assets and liabilities:~~	-	-	-
~~Prepaid expenses~~	~~3,078~~	~~(120,915)~~	-
~~Accrued expenses~~	~~(1,866)~~	~~17,050~~	-
~~Net cash used in operating activities~~	~~(3,847)~~	~~(24,534)~~	-
~~CASH FLOWS FROM FINANCING ACTIVITIES~~	-	-	-
~~Proceeds from (repayments to) notes payable~~	~~0~~	~~17,500~~	-
~~Proceeds from (repayments to) notes payable - related party~~	~~(1,385)~~	~~(214)~~	-
~~Advances from (repayments to) stockholder~~	~~5,500~~	~~6,722~~	-
~~Net cash flows provided by financing activities~~	~~4,115~~	~~24,008~~	-
~~NET CHANGE IN CASH~~	~~268~~	~~(526)~~	-
~~CASH BALANCE AT BEGINNING OF PERIOD~~	~~376~~	~~804~~	~~804~~
~~CASH BALANCE AT END OF PERIOD~~	~~644~~	~~278~~	~~376~~
~~SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:~~	-	-	-
~~Interest paid~~	~~0~~	~~0~~	-
~~Income tax paid~~	~~$ 0~~	~~$ 0~~	-

~~XML 20 R22.htm IDEA: XBRL DOCUMENT~~

~~Subsequent Events (Details Textual) (Subsequent Event [Member], USD $)~~	~~12 Months Ended~~		
	~~Dec. 31, 2014~~	~~Dec. 31, 2013~~	~~Dec. 31, 2012~~
~~Subsequent Event [Line Items]~~	-	-	-
~~Stock Issued During Period, Shares, New Issues~~	~~869,565~~	~~684,930~~	~~444,444~~
~~Shares Issued, Price Per Share~~	-	~~$ 0.0365~~	~~$ 0.0225~~
~~Stock Issued During Period, Value, New Issues~~	~~$ 50,000~~	~~$ 25,000~~	~~$ 10,000~~
~~Clean Lithium Corporation [Member]~~	-	-	-
~~Subsequent Event [Line Items]~~	-	-	-
~~Stock Issued During Period Shares New Issues Percentage~~	~~1.50%~~	-	-
~~Stock Issued During Period, Shares, New Issues~~	~~150,000~~	-	-
~~Stock Issued During Period, Value, New Issues~~	~~150,000~~	-	-
~~Members' Capital~~	~~$ 100,000~~	-	-

~~XML 21 Show.js IDEA: XBRL DOCUMENT /** * Rivet Software Inc. * * @copyright Copyright (c) 2006-2011 Rivet Software, Inc. All rights reserved. * Version 2.4.0.3 * */ var Show = {}; Show.LastAR = null, Show.hideAR = function(){ Show.LastAR.style.display = 'none'; }; Show.showAR = function (link, id, win){ if(Show.LastAR){ Show.hideAR(); } var ref = link; do { ref = ref.nextSibling; } while (ref && ref.nodeName != 'TABLE'); if (!ref || ref.nodeName != 'TABLE') { var tmp = win ? win.document.getElementById(id) : document.getElementById(id); if(tmp){ ref = tmp.cloneNode(true); ref.id = ''; link.parentNode.appendChild(ref); } } if(ref){ ref.style.display = 'block'; Show.LastAR = ref; } }; Show.toggleNext = function(link){ var ref = link; do{ ref = ref.nextSibling; }while(ref.nodeName != 'DIV'); if(ref.style && ref.style.display && ref.style.display == 'none'){ ref.style.display = 'block'; if(link.textContent){ link.textContent = link.textContent.replace('+', '-'); }else{ link.innerText = link.innerText.replace('+', '-'); } }else{ ref.style.display =~~

'none'; if(link.textContent){ link.textContent = link.textContent.replace('-', '+'); }else{ link.innerText = link.innerText.replace('-', '+'); } } }; XML 22 R7.htm IDEA: XBRL DOCUMENT

Organization and Operations	3 Months Ended Mar. 31, 2012
~~Organization, Consolidation and Presentation of Financial Statements [Abstract]~~	-
~~Nature of Operations [Text Block]~~	~~Note 1 - Organization and Operations~~ - ~~Alpha-En Corporation ("Company") was incorporated under the laws of the State of Delaware on March 7, 1997 and had operated through its wholly-owned subsidiaries, Avenue Pictures, Inc. and its subsidiaries and Wombat Productions, Inc. through May 2, 2006.~~ - ~~From May 2, 2006 through February 24, 2009, the Company had been inactive.~~ - ~~On February 25, 2009, the Company was granted a license for an exclusive, worldwide, transferable, perpetual license to use certain proprietary technology for the processing of lithium for use in batteries and other fields.~~ - ~~Commencing in October 2010, working through a third party, the Company conducted a series of tests to determine if the process works and, based on the results, believes that the process is workable and commercially feasible .~~

XML 23 R3.htm IDEA: XBRL DOCUMENT

Consolidated Balance Sheets (Parenthetical) (USD $)	Mar. 31, 2012	Dec. 31, 2011
~~Preferred Stock, Par or Stated Value Per Share~~	~~$ 0.01~~	~~$ 0.01~~
~~Preferred Stock, Shares Authorized~~	~~2,000,000~~	~~2,000,000~~
~~Preferred Stock, Shares Issued~~	~~0~~	~~0~~
~~Preferred Stock, Shares Outstanding~~	~~0~~	~~0~~
~~Common Stock, Par or Stated Value Per Share~~	~~$ 0.01~~	~~$ 0.01~~
~~Common Stock, Shares Authorized~~	~~35,000,000~~	~~35,000,000~~
~~Common Stock, Shares, Outstanding~~	~~27,821,030~~	~~27,821,030~~
~~Common Stock, Shares, Issued~~	~~27,821,030~~	~~27,821,030~~
~~Common Class B [Member]~~	-	-
~~Common Stock, No Par Value~~	–	–
~~Common Stock, Shares Authorized~~	~~1,000,000~~	~~1,000,000~~
~~Common Stock, Shares, Outstanding~~	~~0~~	~~0~~
~~Common Stock, Shares, Issued~~	~~0~~	~~0~~

XML 24 R17.htm IDEA: XBRL DOCUMENT

Organization and Operations (Details Textual) (Alpha-En Corporation [Member])	3 Months Ended Mar. 31, 2012
~~Alpha-En Corporation [Member]~~	-
~~Franchisor Disclosure [Line Items]~~	-
~~Entity Incorporation, State Country Name~~	~~State of Delaware~~
~~Entity Incorporation, Date of Incorporation~~	~~Mar. 07, 1997~~

XML 25 R1.htm IDEA: XBRL DOCUMENT

Document And Entity Information	3 Months Ended Mar. 31, 2012	Jun. 01, 2015
~~Document Information [Line Items]~~	-	-
~~Document Type~~	~~10-Q~~	-
~~Amendment Flag~~	~~false~~	-
~~Document Period End Date~~	~~Mar. 31, 2012~~	-
~~Document Fiscal Year Focus~~	~~2012~~	-
~~Document Fiscal Period Focus~~	~~Q1~~	-
~~Entity Registrant Name~~	~~alpha-En Corp~~	-
~~Entity Central Index Key~~	~~0001023298~~	-
~~Current Fiscal Year End Date~~	~~--12-31~~	-
~~Entity Filer Category~~	~~Smaller Reporting Company~~	-
~~Trading Symbol~~	~~ALPE~~	-
~~Entity Common Stock, Shares Outstanding~~	-	~~27,821,030~~

XML 26 R18.htm IDEA: XBRL DOCUMENT

Significant and Critical	3 Months Ended

Accounting Policies and Practices (Details)	Mar. 31, 2012
Franchisor Disclosure [Line Items]	-
Entity Registrant Name	alpha-En Corp
Avenue Pictures, Inc [Member]	-
Franchisor Disclosure [Line Items]	-
Entity Registrant Name	Avenue Pictures, Inc.
Entity Incorporation, State Country Name	Delaware
Entity Incorporation, Date of Incorporation	Apr. 28, 1992
Equity Method Investment, Ownership Percentage	100.00%
Wombat Productions, Inc [Member]	-
Franchisor Disclosure [Line Items]	-
Entity Registrant Name	Wombat Productions, Inc.
Entity Incorporation, State Country Name	Delaware
Entity Incorporation, Date of Incorporation	Mar. 07, 1997
Equity Method Investment, Ownership Percentage	100.00%

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MV3N%AEF3GZ&9^,JF-%/[HC6_0#+8W#/-(&3LC%IS>YK9+^\VY&,>2%WS('#F;M7@TF8Y:7\[=X=!USFWJ>6>W;/C,1.#A>/K)
MA\P*:O7EI?O>D^^:?W3>N/?.6I[-(5D?04WD11(,:EAT@Q(D,MWS8/'IE/N<.L2RH<[O2]D@KQ;=F:^<;8D+U, M4F8/.Y8]
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MKI2N365GRED13)XJ&FI5:,U603SADU8+*^5X>?NG)!04GZ>&IEH-]48Q^YSUEA:QN:$H1>,XYKM02,/(%K(,M1
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PET&H+:4Q=57LX3 M!9>WI=I)-YNM%@Q@$]E:MKR58>5I2>VO5X4U^X@UR#V#82##X`7KX4K`THJK
MJYUYM64.'#`)?7D=KOIT:YBX2N#S)/>PNF0E(C MXZ(HUU&>VN]7C:;1.DY`VPR8/"6I(T#5.&ZVM$81,(],'C+(FYK7$[.F,U`6
MI.AZRG^%0@H*5ZQ(J'V\MHSHK)=*1G-KA9714'OTI@;_)3$I9&\"J&)!1>W, M5P7Y,W.8H#;)(8I&UXOWTX;:^>NUM"[G!*Z*2*$OM:=/ZVLAGFO'=
(?LQO6*^$.SP$+ M=P*X/RJ(3SY@/5>P\+XN?6/>+7=<`;[P&G`+YOE@C'0MH:N\9?[`A2LO<`MR M?P7=+X@=H'S].-'8=VS+[JE109@%42_-
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\8/>>L9TF1PQ^1\.V M%GUVW1P[K=C_%NQ*22-?&L=6&[!9IK8+K9%N0`/W MO5]AK$>AAI_Q;V9=N>*)B1=NKK",UE:G#;GH52`V"EUQO&
KI<>F*L(=X9.N? M,O/'8]00T_K\V6991R.6T?2B;>Z-E*:5PC<"5:'9I4>YQ6#.3K%=.^FS/\5U
MNBCZ:VV]D1H$*^5O"*]"L0MF7-,'H]:'.W^0I+B*%P3BIM;05)#G(6P0MD+3 MBQ8=6\?'Z\&^8SY.PCT(%T^96V?CSQX#'SY9V.\`CI=POWS&
6FUQ.RQ8NC3J MC5IBQF`]=._25M7)U04[26NM>G-;;85J3,8LN3[^"-UM+(/U?2]YHJ:P]71M MP0FP9LK[+X-A@[A5EBAP.&%SF).O]+A@S\7G:6%TO:"
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/1T'_NQ=R M0!E.2,2[)98_SJW-!/_<_1G:H:8G\2\#8U/@\XZ&Z]I7`Q].B70"?^`*_L_9 MC3$JC2_U*`MM9F)&+7Q=J+GZ-;8.-3'-
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MST$OA47S;^<""\!OLGL?3HF65V84$XU@PNX/7`S'Z!GQ*]J'#%W/)WR(3[=& M^H+SE4X3O@HZAIK3.H@'#GKSU(.@*U>WPD=@A1OAI-#
(&4>?_PPXR!I.M)JJ M0DJW>`\Z#Q0YP%S_=R:3P0/BXE[`X0/K]:!JJ>*A3"&\J2JX`UD$"(!0$#A1HG)(MNCD-]V;ZNUG,#!;W3-

~~O%Z`71RGW%QD1J@E_&I!\^B0.@0'5L)(-DHEX!8S4. M6HFR'21XZ3JVX3IX_"'(Z2MAG9*/CLT@.X%/)"'X_B07$UZWK4#;F@HB\A*)UB/>,F*36-%~~
~~M?X!=47H$[(S!Q#(\LLS4)WKQS&7L".56#N+@;AH8^[ZPOC<_3D#&GDCM-8GI@9B"C(-Y_^68.J .7WG7(~~
~~M/6]VFNKI\CR%#MSZ%8`@^.8464%'@#N%&-Q"<8\3Z>2I^MNAS+H$IM9V..H8~~
~~M$\M%O>,LEQU88$-[$M<2K9,5]US7#TV4=,D3G4D]A5$)`GN6L<.HL20Q>H%P MN#=@J,$>9A$2&IUN,2<_FIAN>'XT"80K`UW@SKQX`!2`$;~~
~~SMO<3>1UPQ2RB@FF6"]Q#)_E1?A6)F0MNBIF M'2:\$T*%J&?19+LGR0`$/K1!+)T#?SED#:9\RE2>V%X`^NC)]WR0,:-":M?+~~
~~MUCSQ!FY@8U"%:JCL%(#H=XCGTKH3VF:6G4GU8ODHDS#'@@9=`'#YIJZ:CO,F~~
~~MNB[Y$G(%YR`8:!,'3O(076R")+UZW,90[LGQL"JOBJG^RT%D5)R3"4M#-1UP M!3;1CR4(8WZ\NJD@E8I1N^F/|REVO&=&~~
~~\3D<@UQ.DV!TF9X7#$>AC\X;L:6 M*'.+|\@MPEP@]!9@OTQ'%7HU]"IXH'>S:4(4\KQ$N,@:43GHQ:9D"@=17VR#Y*$BL32L$H~~
~~\R.$O8A$_(A/O(G%CPRTY'&\1"&I5!GS0-A6YI?#@ MR>,IA9ET*,0D!0]X?Y"<#YC,&L3S/H&'_8I+9HY#(8!T,K<`Z4"8Y**X'Y]#~~
~~M_!S"O>G/X9?IP?QL"DARXT,02$.93.#P(-'>_&F*K&F)_&X<|N"8_9G]Z16R MG)-]FW4HSM"9#IC;UG`U(#7?7>W>/TCDRZ..5Y.J9_?=~~
~~[OVM++UPP8#(%8>/ M%5QR^/_VWK6IC2Q+%_Y^(LY_R..9BH8X$B4$LL'N[@A\J^:,JV",J^N=3Q4I M:0NRG,I4Y06L^O7ONNU;*B4$2"#A|)CI-~~
~~I"YS;_?/YR M^N[D4_ODT^E/L)=%.G$>&^K'?CM]_^5?&-7J]J+$:GT<<;CU67W@^.^=:'9'5QKZQ0]`0N1;ID\+PPB-9&9%MHHL(.Y/#0_,F5?B+"~~
~~MQ0Z$:YVQKM7=ZVI4:'B>09NHHNZ38NWC%1IA#@DF^^"C5N3%B!'K.H9^ M.?OD.88&")K6AB7=A-F0]86/:HAZ+Z4TC15];~~
~~E)FDS37$Q^'4_01I*,13"((-M+T/L;!^,2E(LX'&B9'D;+6_T6I`7!L:%^8]3>"R.OBK0#6"\A/Y.PK3B=@HF~~
~~M:0&[AC(4)]%G@,C%L\"JBKB+60Z!@Y>DX&EBE1'C4SF"7#BP4]0?4 MG2R,@!F%!A,!HX,21'*RPDJT_3",$37C^6$N,J;D-AC"""?5C^%C<(Q@R5QS~~
~~MPAG0#QR,?=Z&*W79VUH]E$2"F:;D`)/%26IXR7)HW$4AYG[C99][SI%O[-6~~
~~M_^>QOP%E&_/@UB@=$V@W+PRNB#5E"N<#89)@)E4FJ9=_EB'8L1G<'VZ-#M>+ M;V,6Y5^!B2I%CZ)=#$->$X;~~
~~E4FNZ]T7ZGO3]C5LK^*]:'2=I8>Y>\Y5ZJ-/ MFZ0W$@WZ7-A,=>QF9*]&R@/U(`49.UB\,$4XN&+2+6@:\|['!*IMZ+FSXL"X~~
~~M)`*0UXD0T!0^1X2\%N?+|^MO=+@CZ@DYR6;G=)(`M`F0L>1`0'Z410K51\JY M1#Z<16F9US@",;&$D_"~~
~~(.#@:DX,^P&H5!T*1@6M:J_,T%.%7G>6!>>/*R4D? M1-F@"'-`W0!7Z$:-@);9!$,_"?VE3]%U5`O'(>4FFDP2)S%D(,B]3&>+_)5F~~
~~MA:CS89`)59EPPLR$E5C63W(PS`9J/0FI#NLEB+4GF\CVG'#E6GBW2T.!J2VP&E-NN M6>DW5#:=OOX\G%6S>:?H$@NN33>9<.24/7 M>H^M;~~
~~[BY4J0P4.E<>A-P$HE.HX%?LSZ!?J1BNA>2I[NR<6[X#S,PLLL MG%SA7-OX?[TVEF)@&M$X_(.:1]64W`5M>H)&%:^RF`\%HLMZ%WNLLC6-R~~
~~MT3D980S1#Z.`<0GC])6?^Z.^86`LV G'K"25Z&&"8:IR49W@;9.0PY]D54Y/ M.L!)9V^"G>ZNJ0'AF:&/*^AGZ5>5M8#=.*`;P MLG;=D6J*COHT"~~
~~[,I?.E@UUD%^<\P4@BKU6VU@H&)!,S_WDMV9"5ITK9OMO6; M_"NEECO)(]Z3,B^]J"`58]UV-IA2BEN87T43GI+9VNNTX/H=?K3%]31DZ6'_~~
~~ML9;$-L0#B%E^SE"P*6GB1L>9-%L@`S,U0*4IS2BQBW]J4?992LGGL)F]#H8Q M!TZB6>H@8LO$Q%&"D_;~~
~~(GX_>[L,DC?BB%2FZ3OW3X[#H)+U!LR$U!(#.WS#. M4Z#12-_@&``C!N:MIP8Z)@5K])I;M./J6XAI?RW<`1H--+\6O`G&$^$89:98~~
~~M,:41Q0APH,TIG9W>+#-TA@\R)`*7%3DW**?;B9-JXZZU%]QD4@_A]9:|P_:N M>%ZHF:V@'5B/B?*L/=_J1&,*Y?^XF5G^)*KSCO9Z,)_N/'~~
~~M6!CX]NSS^P^?T0OYZ>3\`KXY@&T/)[EZ$YS]^\/GCY_.?GL=7$=47'1[%$$V M)X9YUD41_O7A]*=_X3YW)]_JP@,#)';N$1K9N/W:~~
~~MG]VN!5>I?H';3C*=V3V@%$CO].V_483;'_\HLR@?1@.K^@N1.>1B033\A]Q1 M'4R4AJZ>+5V]|\G*845+T(A7T*5I:VX9A3DRGWB~~
~~MO!NWXPW1D?Q#_0$TA`0Q"ZO]<5(46=0O.5;KL2BV^;:5#`Y70@9N/'MYE6D3 M-D/(EE)5:FAV[E[5Z4MWOC.;L`%KH(;-~~
~~6N"]3]A&#&WE!C0GW)SPEB_POB?\-MO:^_VWTF&["1.DM,+JT';L5@H-1JMJ).):D%@KS'N3_N4L?1NYX:XP$IBAD'HT)]?WL>EL&%[L-U'_@4~~
~~MG$675W/6=W[R_OWI+S^U/_,L>CK@_AD7:-*]",S^L,L_U+W.X3W"2UH'$1;+2+H%+?WU2NS>S"QLWU~~
~~MX6GEIAQ*6F[ICDS^L'XCKJ42T)OBTQ7W=Y,*'U-0U`]C*CAF6!%$M@A9[W4@ MQE4%$$:VYN=+;<=`XJ<'7':E,7/>V\=L`JTKX&~~
~~7F$@F$C@5_"S*!K<4D-#']SDQ!D=-MJU#;/?S&':=+Z'0&$5BC="PYC;V@?H58C0]:#2+M8P7A*`O"'GN!,3`(+9>J M*.U7I!G#:IHOF.X!NRV--APB,-K"=~~
~~M<-@(DZ)V%*\-A?/MUI*[9D>]BF`/P+R;2L4A[`_6)T9_225UE$Q*;N1FX;JH-MTU_T)^*K:!P.36C>OA,J#`)983UN/TO#H:#X3L=#O+~~
~~6*A4D242YJR[:E"51$0]7C!`1I'S36:T%%:BA[BRG[8%.W-MJ$+9!LS-ZG0.$F M66B1`6BX=:;5$P5N4J/P(`JKZ/E$(.-T"*IEBY1DM`&~~
~~PMU687P4C[-;(N*W8 MLYJZ%F<&3M71<`EYKB!PD(+@4ER,3AK=Q6DF1@C4AO@F96)IL'&>K=S$KC45 M+J-K,5RPY0>"YXA!0RA!OM3;*1,~~
~~LK=[7\5-`("!F*K?<#IRC:JJ-M\>1#:,[!K1RATU=0BRP8#Q(F65&.&01VZ+5J"2QFH2YA:H+O#L3IM=R6Z?,`M3+_$42._/ZI!E*VS26T7~~
~~/FW#-S2_^M"`AC=UNA_=WM*WGI):C$\9YL006]RQ M*K(-E%H:"3\KE=-6B8`KOS&^]2PO]JM!*&V3"5+K"J'BQ]CHQP)KYRI8"%>]~~
~~M<3N_553BQ@VBY#J-KY%>M*\(^Q4B%X'[C*I0GQJ582<(#?"+%!8A9RA1VB%H~~
~~M6IB-_Y:W8Y5<%E<,PDNH8JS3,UR!O\40ANA'R'X0R;VL="YM,))-6ZCK0^&[Y/V<=S+R4&1S#7H MH"_AT*T]AF.\8GT1>0&9+I,2=-0P=W@M'+%E-~~
~~0V^\+90RF/R@;/1J/V6,P/: M%U<*A.@[L(FC(OCP;<)!GX8SK'NN+L`K!S\OWCDQT@_&>>UUVL>H,`G"*6LD M$IQ3P"38,INX';:'A`X'7:1C~~
~~MDLE%P#G)TK^]2]2`C=SWUB8U-W^;MXDD'E."?A9>=\Y&8R,NGR(!"@S>@H'X M[YM*1,Y%ECCZU]3[VW=LS+8AG^\`:-C\VK2D"T5;+*?=~~
~~[G;H^#Y7#LOD,>\Y-M`)>C$6@S.O'*S6AVT]].]%-N[X:Q"K%(3#Q%^82ZV*HIV"@BX;[C)C^AYV>TU;K`MN`-M\=\N2AC)O&^HI]N3B?~~
~~M%W69YRYM&>67O$K;YN!_,'"V!;8T+W+#:*3#*W6F!!TUG2K788ZN<&K@BJF2 M60H/MK'I`?4OX'%,0)K57TT$=@OH.1A46CI8+?E_,~~
~~S368J@E7+G@LI5>!,H M9^KVW9G'1LYC3.SZZA'9V28#^HZA7Q:=M.A815IGIJDI&Y>`#DPG*!1/K;(O~~
~~M73_L;+R6]]J^T*'I:\I+R`@GIF`/FBF58H@Y::OZ%3NYR[,32)52VR;@5$8:%1@)U^'+;A M1W+;-A`GN&62"W=8>~~
~~@Z=[H1KZN/>==5`XDQ+K+4S40FQ@*G$5&7LWEJ4,M-M#*/0#?R)&U1G&7;'O";%K3W7XO^%=Z~~
~~M`X25M2KZFA=*,7S4%K[HL2E>F1E%T"MO2DG,|BD?I+Z"2C%B4]DKIWIAXL[$W!\?BU!"E<;TSR#\3_@R+%'=#4N';~~
~~M26J#P%F`_A%LTZU_1:&M4#(!LE-"&_)I[BZR]O&*3V^',F"(#W&%7B%!4#%03=(8]'1DNC=0WZ2,(5*R5.*'=@1K: M.CL62B#X>3G4OY=;~~
~~D!(#GS%RS/X-I9LT+56*`%[4;R54*04*9Y.[X::NT_<-M9EVB;";DL`.!1"VT55&P,VV[(A/;V:?HT0*+8']$W`0-C_M=2I8W:`V-;^2I~~
~~M?2.'/3*5[]R#D'.KW6C"B"2@<[)[P3MIV^VD:J"VS\W3*ARE6*H,&?EEE.:),D\#. M67U6V2!B!4;',/:"TT1>Q1VGI7I;;M@V3#)6E[!W8"L.%~~
~~/%]1[.92(UU>!EB M",+;*S(9\1L9!6OB,!K+F_Y.TS**'Y;9>J,%^%.8U&;%6RS4ZS]>HC* M!=:=SQ^-(ELLR-C_%JD1MM%&>X+"/NB9,5%P^0~~
~~/U+(R2QFA8Z5PEX=2A<.H? M:>ET2EZN@5`'ANXH[1/(H$^9JTRFUHP@,L>.HE2.#CH4-MBVRI(]=LHK-:%)~~
~~M27O2@4ON49EX;;N'SN/&U:33#T5OJLMSO)5/F;1;[YY[BP[!$'_7F)HTK'<X@A1BCD/G$L(A&XD47)9@]R8%N21-J]!!F+/_\>T=-,3C2S)^KKS*2,RU__~~
~~M4N9YTL8C+>5B^!-YU_C?1J*H,$N`N842OOM6P;@KZ&330>1:!MP:0-0 M+E%H<5!%%:^#G6@7M<^\#',LVU'7&!SFEN^AY[J4[L@M>`->8?~~
~~<+84I:/0:=-M=!.>&)4MJ.R:2H0L\`X8!Z#(FS0'CP]`FO*LH9?;\WE?4SNO#8RN,`NY^VWE*+\S@T$(`"<6?5YFJ^23@E?N!>RZ~~
~~M9.6@+:EO]/R'E2F'08SF[F2(HSNZQMIND&UFP9JV35Q.$->J9`-MEX%MR'2XD&PC^A.&S=%C01X^O@8$Z72*06L,H&G-5UB;1[:GGR\\@"VC)9=8~~
~~MU!8L/))(T2\?/I:4Q2[F[,;A?2.?L8\=.) M4LX@_J/HQKB*=$8XZE/H1XPH0=T$DFE0B>ER@`.[)2,5HI,9IW%#C(E(F2$[>FHO&)^);~~
~~^_WWQUGERQ_K%;=I5N9)NB6'?98-G#V5=<[`7M[OZ1(^.-ML_0)[N7+RKT\ECP,!XBB_X=B*`]*`ID]8B()>@$9B>BZ^7@~~
~~MH%/%U[QT6JMDI7A`#)6:+$]/PULI:;SY+KIY8(6V"*V")L)/LQO$YH=-%*)_MX?E(I9A-IS4!P>L453N)=%1W'&0N!W1; 3<5>:,D+#MS=2%]~~
~~[$HM![&A)P8- M"NM`+LTT,5>3A_7`A?:"C\0\-A39J#@H(^G[K-(!PD>/"I8SO3!2!JASD2' MPI#=10;O@7E$#XA>0[@+B3N@I)'FA$;~~
~~/SZZ#(VU?.LWI?%04L1.(2K0B``K0 MG9-SFQ`1@#V@Y51>%2XNE2]`8='?(_9Z[NUP#\SDL>?JDZTN-+*;G2G15Y%~~
~~MI`+S6O$]06EQEI$[*+&T'TB+8Y3I*,<3@C>ZQJ5/XG#`K!8,C12V9%B.?7#B M\Y]=0XEBH3=*?>6R"BJ-QU`I[QVC)(DJ0@$K*^M1RF,*"~~
~~(`.P//,FK]W=QXN"K-NB<;G@ MK3JD;R%<22%=1HP8U3@/Q\I'C].YE%8RMV;4]WFJ!MU^JJ$V7UHDG>A"(0H=~~
~~MIP4I53C8/)EI&.%$DNSF[.]SXD;XE91;)'^V*4C\AL$X2J)Q.6[5AV1$CC\C MH&7^*C>[O]-7=:RW_?;LRY>SG^GM^Z`LNYUH9`&S36,60R]WI/D;~~
~~K73)=C?Z MU;U>E,Q`;=X"BED_KKO[[F!?R(LC:J4G//FJ?1<`G-L*[EU+G2[MW`Z?W7\`M,=T^.E.7SBY$'Z%'7"WD="R4+:O#'DQ7)N,J`YZ&~~
~~KN_9E^OJ`8SYYFA?=@*& MSJE,$/2HMBE`I/=8A^?(,'VAK\`*C-+L=>`M)(Y&=O_F(S<$8AK,Q(=,<(=NX.I>=2C:*V+)/L9_)/]Y_!#L[>E~~
~~/I%_\7Y&%T2:4PU>/< M#7X,NKONT*`88!+!23"H!:=PHA,.0(DY5<0+IO5G*:8>@+@TX7O%.'E!.4EU M>I;K6_#7((HG^YK&U'BB'C]9!-<4+!%22(:E-~~
~~DNHCR3)QN@89ZJ[(UU\W1`[Z;J!NJS/KXAHK=TGLN`(!`%]S_B+H!EJ*>`BF'?IZ'JBQEB/`4?4+U,J?*5I~~
~~M2KH$_U`S55)]ZC9\\>QLE:N>I_L%*H=#I[WXZUD+$C`]JE6>>5V_Y[IQV%D9~~
~~M1U]5;+-="5$/M$Y8.M#4(#?1@R@98DK*M(65*5RL08K]8#K`<$L>_26YH;:$ M!?'8<7E[P5L?5MLQ08`P598[U8"FK(QM`8:-,5]'/)>"H6W4-~~

PZD^&3,SZIO M"-V-RY-Z%<(KCHI2YRJXFP|OW;|_ADZH+K`>0OZ>I@;J\:(72W&3Y,DM\GL_MB3NZLMU:;2-PG)Q;XT2V=8DM9-\X-
W; .=5JJYI$'+UQEFOJIG>Q5D")B*[5 M`F[I:[6U[EG:\#GLH|8/?XM,75) ^(Y%[RVZU2I%+Z4H*FR*()@9<*V]C/! M-%)PZ:J!
[MK0FRBAE5?E\O<1W<1OFV'B-XON\ M;]]H[;NT+'+82'+B(U..KV_N;"J/1@+QU-/9!#=LTP[:>DN2\)TME"R>
M\"N!+KC1JZDIVJ0RR9D<8$I]=Y)L+0"6W5K..UR0=;A@S[*Y?RJ3J'!S+=U: MD]DD7G&NNSF75(\'8U`)@GP!9Z-3=I/J!F[^A7IFE[]729
/OM0_FI:*+>^A& MBE'<1&]#%?YK,8@"CG2$;OR+Z<94*@^M))ZE7=:@6UHB8>=/E4]2!MP1F'GD-M#3SXCK'T6P&V0FM3Z=`$F%2\R^&8>5_0\E-
^&G(3>NF7ZY=8&EH8$$#3B,L[!V??3);RT+*I.-\SY M>(924F([4I7'6TY4_VU3G6W2HG=,(NQM[\J\S1`XR5AAI>]X*22B,6.1BS"
M"F,&G`GCO'[WTBIDS?U6%N75@+M>8C6WVJ'WZX@`!$?DBX,AV;EG41@KD#:D M2[&J6#_)*->^2Y@"YR"S=$:\UR@M:%/)G5,
(DIJCE.C,=IP.RZ3I@SFBFQ#/'7'F1W$=I[C8U*9 MG%-%WED%8T?7[9*(W+W'19#2-WA?JS5#&K4$*R*Y)KRNH9VM7/]U5>1;-/3 MVI`,2,
(CUT=$70H)9BJ.!@BQ#6=FP/LTYL8M4I.$&*ESFC"!*#4LVW4+,=@A186['4:+#\[<*4&O?`]]$_S?.9[VM5IH>+IL_U_CQ M("\^L(9VZ@B+4P-
L((U=@C.R];Y@0.:#L6V0=$\&>&/Q,OR4DFC*&NB*IX>N MF%^,J1MV81RH,-#DRCO3T)SH3Y34W=:CV]Q4?;;C+/:Z_3:O;OBK+H%+M6A
MUHUAL7TE6%7CT89N>_B56(M;EDL;9*C2H:H%V#^A=XT5F2M.E(_K$%CF+H'L4/=Z/."H#:P!X^&;+#[C1VJZH3MHYXY&,J<6.I`MB_P&
JS]'=RJFW.>F^-\YH0]6/ M"IW"T%=.4L9?[$Y@3WI;EE?6Z79DPB(ZY0K:$$W+QUNRZYRPE
M^!'^NR@S!G.Z\Z4S>27KNWGXZCUN'Q9N9D.5+7,=3-+O96>[3:,\DD<3NL(MQ/TD0^#47P[QPB"Z`IC3V@F-
U$FY%7AN*AWM+B@>MS,*V<:FL+$'|"_S-$C+ MN!+\,R1$7=DW',R.49<_*;PVO];SUKU[,5'52N`JXZJF=-LC,^U25/'#6M%
MZ1%=//OSL9NHAKR$O>3WO_;B9^"D;O\"DDD:CO"NATZCM6H1P\BO.O"%@_:$ ML[^3E[$CG6?A9QH=^&W*DXF.9ZL/CRQY
M!I1$\%YRZ$8<'F*Y1+DNZ!)H\0#P8VLN5SKQ_+[(,$P['WJ]\J'Y+BTI9!='
MEG$T>FK)?+RO&K=5PR@>*V8CS,%`&]F?]_>7!`D"AK$(W4B(H0])@)-C6:TU M*LE%YI4<3I
M%73UZ2)444YS1WFRFG1E4*SC935O;*1:IJ\:]!5]KE[E2H?H6Z MGP:EONK>+I)`9ABB,.T[&!""2(MF`GRPPEWU=W:Y[*I?-Y_J]_Z65W4Z'98Q
MB2P-9,?#(#OF#=_`>#0P'ILZUP;&HX'Q:!)_[YWX^Q!\CF73[AO`CN^5NAK`-MCJ4`.VH=-
(9%@\FU,]K=Z>XBW,0=N_O5[=!R!?W+XH$L@`58B`SB'8YOXCD] MK.H.R/L&?)L!GSV%=?90]&;S]RK2=H5*UYQR-8UN8,3\
MG>9:^SG?U*$PAY3NHFE$+BJI!!"=Q=0VNJ_5FPCS=GPYBJ'Z`9N*_S`PB7?? M)YC$3*BV$2L-&D2CO31H$`T:1(,&T:!!-&@0#1K$QJ-!-$K`B
MN7U/=?L:7(H&EZ+!I=AN]K5Q<[TUG5IC4/L^4\D\0H>K24[3,,9B\YJLO&J* M:YGHM,G%*9,:O&%N=JUINU@FDDO-
Y2PF$F#L4/PY9D]W97(AY3U)&I6MBI[Q MK6>,F*'-466P$\S0G`VZNP=[E$A5,9:_4Z:R6#Q]',1M'*X3O6:J"R2#&WY&
MV])DW^.K"`+1-+/>DNOUF)5]:R.#]SJ1[DOX+3C!G%?604]!HHT5_?8ZT*?C,FP!!((+6&X MG1YG%$?AP/C*0'/*`?N8L`MP82JP-3!_Q+4])BO
/.O+R`GBE5!AE-"(7YN1[ M@2XRQ]Q6::^YS&R1SWL6(,,Y\`Q=9T_-)"1UZ!L-P#ZS^H^P!J>2D/4CG#:I
ML2@HN51%:]HHRM&W,U5DZ3G)H.ZTJK%E23/?"][7+9CDW;`<^*B#+\))7J.NHT`-DTH8U]@4Z]%!&6M`,_B0E?IH4>*#HO[!:KG9R M-:=A0TJFJV-
YK=3)-,O4I6Y_70(= M9UC+1RJTE1![5>&`H:[A$+B\=C(/E9NA@]Y]71>*/(][G^8(+A6-^3)4+HKY M"T8F+'.N46<7<7;-
RF=FV_(,$JS,\@MNG5FRY0_LR6P&_=6T4*>Z*T9(NY6I M>2_JG/83US35+Y'17@*OR23@Y8D93E]%YC0&NBI,CHK^DI1# MNAL_RR-
J!2-WKJ9@F9VW/8+ZUL\4Y,@+LW\>)@J:75+'.(I&0%;`9B@=?J?7 M^6&7=RZZ2CE#JJ]PX9KM<\I)&6M,)N*>%**JH\8X-^DK3D$FL=>VHXFT#,"9
MUEJ,YX/2SX#9QL9I@:TWT,RAO!!#I]QUBJL(K3C!8UY&ZT7GH$\X\)UU MVH-AE>(F]2AY9+,$6(5)3WPD%=49I.%"NB$I4:
(]^>Q$:*_5%F43XT:*H$(XJ)#"]0 MD7TJ$S-5?][C]%E+AY[O.YU$"4TF'*(G&1-=M%>AQL"U]B$!@I'G+Q;=GKSF MVHON6P(HD&$?W$G!??\!-T&"
MB>O:(O]0]=D>_'>O80E;RQ+6Y[;_M$&880J6*[N`"(]^-#WW=<_7VG)-K=EY\.+]XL:OCY!;Y6>EGPZ+(HG[)X4HJ M^-?9@P)Q;&K=.0N6`&
23""V4EACYV=A4AI"C=B2(^HRM;[Z$*$=I[LQN+X#) MZ3)_2A9UF8YV+G5?$JLYO*-S:39OP\&Z,&/"?\.865I>7KF_?!F\!5MK0/,S
M.!9FEOTI9SVQA^M)I`@M!N=DW=G1T1C%3&CG;RA>VH#J[T;1_@M@^[MK/3*T="_,0,E2B@WAPT!DG$[D11AR[T()Q/M1&=;
A@8P;B>>.CEP:-!$%?*, M`#AK#9QC%M)]"Y*9L/#5YK,[#?4-OZMM`31S7G'/0.(QUVB*DH15HM,%9NA/&$&L$F)80BY50:_J M=1@3DJ"^&
<+GV2W'H3ZWM8#R&\6X+'/CF)-)K&,E!I),\M>8PJ7'=YG$V(><-MJXJ,=\'%IW3/XZ!G#@_>DD+DC_W&)B<_\K8$>(M%DZ9:"`C^G!?\20Q6/C!
M+I^VKVZW_, R&^?00ABVC?B&*<+6UQBT@L$5UO?H/,*<:U\(`Y@\CP2CQ@]C M[WZ2.M#G M0*FA=DSI)B.YQY0X@M[<;
M#"K+(#&,L@;C4KP1.WX*@^>^M\)9(SC),C5? ;4U+A=GB(SQE$Y#HR0.;QC M>LR(0$L0&Y:.U#`(FQJ`%9Z,"CM0H/*(_L'XG&16IQDCL:0N_
/F4>BVR`!9K M&`>-$H&S(2`_2;O`_(X!<#"),+L!V:$:18FTER&/$O`I;#!UF6+=,CYJ*CNQ M]U1&:G5&,5\8.(YXD:)
(NJE`I_II_IN7"!3*=UFUKMWFNV8AD:F*6TL&O=GP MROZXVX"J^9!(`YOO0"Z6P^N#HO1\><[#`GZ!.RLZ"Q.<@"">:+$YP"Z!.@F
M(<(4FY$640'Y+/S.9=6TU:4'0B!/'"RB9IT6]-W11-S]P+\/4Q>N?)DOW5HQ MS,>55\0FE_T,IHX=AFN%6Z3@SMH_VRO5K(!*N4E"1B.E!>R-]
M!"G>6/=M';Q&)Q:^=475F$EU2I%.CY34#<9V5DC<6.*$=U4TO,K=H4PDK`^&,[B0`S[])M3S_,>@ M.N<=^<>+5:&:CGRWX:2V8O\
(88@/V!E[1[]OHQAMA]A\3,7HPK9$_$#9^(U6 M])A:$6.Z"-ZR:4&1F.S((W0T=>[>]A<>N&GK%%VJ^)L,C7[ML#"\:6!\1/>JL;M?FY)*YI]X
/6X'YOD5K;A.NW-\U]H5-Z`4^. M56;J^!C*HG:6XF_PF_3XVSN9]@4^)S!RC8/OP_J>3 MS]\WT]WN-)+'Y,.?"6<2V:\SGT?IZE28J9[..&/S_&7$^3X*2
\1"P"8$2'-M+`$>(95LIHJQ\-2W(J?]K!3X3Q]2]% M.H8DV`%IS^]"S^SIX[S'X7TWQ!]FDI*)B3T>*K'C)ER>2?@S<]!U'
M@!5KU]X7[;&Y5JCP:%S;;/N^AB#709`@OQ)1":C@AYJXD1N_O@B$F@%1OZX$ MDV*Y\0Z7.U2]J0X4F]_XP"8U2_F(40T&5>/UW\]#77\
[O5\[JIW276 M*A64(8-)>"&%.!`5+90H>`HT+J1;&"`,;V:AI=V!1[N,B#>0VR+IS-CH@@HJ MN=&245Y,&H&YGK5;:3NW6?+FKGDK&][+1.G7?
(YT$@EY8I.ZO>#G^I1J94L! M;,F/B1AG*E88*G9/BVQCIPP7Y_,U05`6+H<1"-DI_9+FZ/>O>]@>WG.L>VS8 MQ1P2JZ?])2E,?0.]4/HZ+M[<6^Z"
[D`OI9M4EC;)TKYD>(3N5;"-51*]!=CT M@,%T3`M,C9.'.>KD<4)`NV5)]I9#Y*.K/8_=*5S#S#=SCGHES@'IK#@+D1=/
MF;/A,K"\`>;YA43=8:_3$AEUR2ZAID\LSNJW*^665FC@3?)\UW#C9?CM0RY#
MJT9@&#!/+3#P<"=QF'@.TH+#>4C',.E+ID0LT:Z[4G8]=`VP2N8ZTDU$9M;% MU"C#4HZ)\4?.*4KAV3G]3^VUI:H1OU2>5K&SOSOWRO)P^L;RUZ-
K-"D1F(D^ MSS%NRB3(TU:PTUUJ-&>KZJ7OVN5K$RE?K9(WJC_&==[8OM#`[.@(K:^OEKC=-MV8=M<$W=C@6+[E++%5URKW1-AN=0)WI5)-
R]K"8CCMUXHA*W=&C4^@PSDQ_MGAV*J4G.M050M)_4\P`I'>?JAK1975N=ID6"B*Z[SZB]#W^U_>7LG+Z_%=U
M?5'[[=F7+V<_T]NW@B>B\ZRX^L<+A&M\`)*B`4WL]J+$>KYJD1!GGUU5OY^9 MP<[!^AI$$TH`7LA]AVLR;W;Z"J-E=[N-NPMW8`'H7D-
'|N@?TMEG9K#;+3F= MG`O7GKS=B<;&3_,YHI\ZEL5K M(#N?IV9(&1!U6B$EK#B:(7D0[J@0NHT@21_4N>^A`ZY6U<.TCX0C;&P0D4?"
M^AG60O.N5^DQW"1NE=C_QI5))&>6V4U^>JO,YW M!F^,A[-1=Q\G/2X$0ADZ.;&1R:L@@%;M1K7U+/W:J*"HQMC5-O^BOA5OXW3P]9__^W_]
[_\5!'_7;R'>2'XVJKPQY?\V;Q$?AQ\^-MJ]$_7IQW]G^'_\.RP"]IY^#W`_[WBR`:PDE@;O[P]_UN[\4_*Z1_;Q(.7FSN M3=K\NVX,>/P'I3:^U7B>7IJ<+40
/?DT(=5!A4P+FV#:![M0:QK3V)EERW=+: MY8:E.1DM2^O=(91=Q,`V[-^QN"N]J
MXJ"_IK07"BIDBCJ!`&7!Z%75D?]CWXZ.3GW"NJT/"#KH]ZEX['(,EF4,`_O/-F!ZKK1VP%M=]I_S<-
M<)(5T0"X_Q%^[K/Y>G#1_O_V*%65"A[%J335Q6?&]6:=0%Z5$ZE*V@4G>!=4
M8&CVC(LQ4TQC*.9!>B.5+$D8HS)+HOQ*#0U*#I7H45$A/[$C24."TI#@9&/4 M`LHLX]HK+N?;%;Q_(*66)@?!'/5]E"T+XLD]
/ZFMJG5%RKYP`#R?H0M=KL6L M"I$=+'?"J8*@&H;NNO5`NLF0_GI$#4C9RWFMYGUV5,)^.)T-:'?S.9X^%WL]
MI$L!,_H#5!^;2CK72YCZ+:#T]\GUR5::T:VE"']?^AA)C[9,B7W%4.D&.\J2 M%Q9G4'H!`I94/N@9;)K4_TNW*+D)MFH0ILS0U\5^I51;.SI$J
\W+?7XYW5^HWI9."D9:)7+?RJ')AP[E]MB8E-:[9U M;0TY\N@Q-YY:@+&?#"OEA@XDW;QW;/XW-AU=%+/2%>5U,T*`[J24.6`%?X+P
M"@[.4;7F`3ZV%G\-OT?0D-N74%QU6;P]>?=?/WT^^_67]]AD]PS6561ADJ-J MGDB^M.$[#MDZQ)6YI(;Z`\MNA&T@2*>P$$HA-
ZUNHHPM6;3;1=JPX]]C.&3& M:!#(9BRPG]*1:[C]BA['H.!+Q04)LTD`S+'>Q79I@Q4W*F?
M0CV&M7,-]4":#.@I@V)F_J37:`HVCFO\DH5X@'^0%D3EOG:]7CVNWRAV\4Y7 MKC'?8$W]X+,V"859$J#::MT:L1*I<9A$7+;4F_(R/L6=JU1-S]
MB77]^D^N]!,1+@8L7.N,=;T^8J\`'[O[SNW=XBIN@J!WOPN;@>UV-"@W/L\01Q*B^89&&N&&(Z8(?M2*/$,Y=C]8O9Y\\CY;?38G6]E%A M5EGL=
(*Q/9ZY80XW84E'(YA$$%Z&V,39:27EMH)!ET'B]W2N;?U&PK3B+W-@ MFKVF;+)1N%):7V4-C!5/!515Q'K(4"(I'0<#9QH.O.HG<$N'9@3%N>PNH.7
/2H3;C"8 MEQ."!,,7AB'ZK!S<<%CE33CE7I>3LA_#QQ#@*(NN23-"!%""40/E';UW%+\;
M@1*59C55?0V[N@^[VA1^]6&N=DJ5GU$2>%E"LUW?'2[F7@^C]?JLS3:CQ-I3 M#1/KH?_:$B"GY[QY[SI%A[E6_^>Q
/Q^M5!NE&FQ:,'FM*5,X'Y!T`X;E'@5_MEB'8L5D\M7#_?!NS*/\*3%0Q5!K:Q3`D[I5:;DW/*&UE??K^QJV5G?@V3ZZH MM_0P;

```
<6Y2GUTQI/T1J)!GPN;J8[=C.S5S9A&"BI[G)"B"`=73+H%36/>]YA` MM0T]=U;X"81[C@98,4@I>B$[A3(FY"999EW),MR+'&6S$PXNPN8B:"1TKZ20Z&
V:!I_KH^FN50.4I"C3##@'A?U50KA_4Z M!%#=$+V"Z<3SP,%?49#_9:%/,3O,5EQXX7N-1(K@H]C'@#F<3Y?S;X]S'9S9
M[04GE'M(/D2;#)U3D3^V8D5M8#+)4E",!0LG];@N@9Q0R%MYMDA#@RN=ZPFW M#-4L9R`%-FBEZ#8IWKEL-?'DS9FA'T\^MU%%
MD(W>N3>!X4<%Q*?N0!7H5S@21CTZVN\$CJ_/R?K-;L[H/M0H8$<)1;%#>78 M57HCQ1`Z7P-(_&,G,<(%27H9^E7E;6'*D1@6:D)H1CB()TX)WA\
MV)&>0#P#>%E[&DF3-IWMX4L'N\XJI/ULF`BZ..E(`Q.XF/^]E^QWPPY2]LVV M?I__I=1R)WG$>U+FI1?$I+*)V\X&
4W=Q"_.K:,)3,EM[G0H*.C_:8N@C,DP1 MS*(EH1AQ6&(VI3,4;`K6WE8[AK4";HJ`GLC,-%1`QRUF^:7AV,N@Z< MA#ZWUXQ,3'>A&57(GX_>
[@.U3>/^$>CI]4^/H[B3](:19S0!H*^:6B02;)RD M>P38G@R>DZEALR:,+>DUMQC*\5N(Z94MW`'=<*L%;X*M!SMVF2G6HVE$L5F<
M1I;4M(+>+#/TW0\RI7S@9^<&$>X/3:J-N]9><)-)FX776_8.V[OB5WE5MX*! M\YH4C-L<7@^I&@D\!]B7JPJCG).09+.!Q?UD8AR&8X?F5W6-
F?`GG<^C"ZWF ML#@2`*`OMWUYBN8J^,_Z1&,*[?Y!U;O(OGOQ)KF`U^^(\?H]GQ]NSS^P^? MT6GZZ>3\`KXY@&T/)[EZ$YS]^
\/GCY_.?GL=8'-$&.SVH(=L3@SSK`MZ_.O# MZ4__PGWN3K[513MD,CK.\A\=^D^P/_D6$'G*VB4R@5P1I3%OV)?_^02SYXBY
MO\'4B01CCC=!1CL<6&\Q?&1$_YFY*6^":H@&CJY(Q_+@;[*45QT;Z^D>_#`3 M)ODE'#L@^.G(_MN]<_:WAHU.G;_,)FS`&JAALQ9X[Q.N$4-;N0'-"3
MM).LLX!5'-Z$F=KXU36'5W, "]0*]H^/NYX;X@(+GQENHD-_?GD?E\*& M]<%V'_&C4W`675[-6=_YR?OWI[_\U/[,L^CI@,_CDW6-*K'?Z6S\8=Z'5G_8
M!L5A=3K4RGT9C[N^[10X*SR^59NQS?$UQ[<)%MHF+&^3=(&G(<]5NQ">#7EN
MB!ZP7@?";^FX'Q;8K7U8#J3ULJNME8VEPL<4%/7#FJC&04%@3A"UGL=*'<51V,XT=K^* M3.[NH M.K9:2?LQC#*$ZE)G(].2X-
2"L_#;]RBI/6I*:C=GAGY)+1YY0&>.?,EM1.%C M&36EM8]46BM%15B*I@L;NU38>-!K'[RZ8\VL"UEW7CM@M2^#1KMA])U(,&_P
MLRC@W())0Q_$0]WI8BUMNX??N. T"1+0P#!K:)0EI[$7U*\0(1"'+6)?!JR# M'&7A6-VDV5=&8Z'E4BVH_8JT[EA-
JP[3:V*WI2&>0T2C6[A..07=@2)%+03A M.J1C>EZH9#"5"MTQ;KV`WQ$02.TH7M,2Y]NM)7?-CGH5P1Z`D3J5NDG8'ZRR MC/Z2>O`HF939XIT;A]E7
M5>!M(;73`?0)Q&C@)Q@E"C'U!#.;$:#@=Q[X?(T946\XW.[+7O*@5KZ)FSK@ M6G>):;B[J5MT#N3)(`?$Q+D@GR`(_F0R%OJ=I5JQDTDBRD5MV29&
@8HIJ'JT M@R#MYRJ[%BBJAK*WF+(/-G6+*I1M$/2L3N<0H3PD':%`8&99VL?J0]8IA)<# M6=[2H7RK`$NWR&"R=JH&
2,R4BXTMM,@P.L!+HLS1$P7C4V,)(?2MZ/E$(.-T M"*IEBY1DM`&P$UJ87P4C4!$%+#>-T\N(H4,UAJVCX1+<7T$0)P6!OKC`J#2Z
M"XY-C!"H#5%:RL328.,"7+F)76LJ7((08\,%^ZP@!)`8-(1UY$N]G3+1R(:[-M]U7\E""B%ADA7EF$%@
MAUZKEF"1%NH2IB:@^D"CE5R65PQ\C%AH[%.SZ`+RNGC MP.W6QA.%&$W(?Q`_OJUU+.SLD5SFA$"&$R#XK;W@LYHX[94-BK*[%H(4JRR#
M<+^P245+,/APR&@\X1X:NIF(?65:&5*)GE&.Q_0,^;;R<4XM`("BE69ZB+U* M(\(TT=8G<>'NBS=NF2!J&5^OK+(RV'C<9HPB%B&V\=CR@-
120:89C%=@."?) M$/_G@]GI_.%@K\=-9&IS9NA'IO"L`^>PFS#48X:AM#'%F(K2@I#[@3G0GKE& M@O0%-GKIQW`7KUC]1=9&
EMBD!)4[S!W1`4=L.>=68U0OQ<0&J;.UL-'K+F0@7 M5TH5[\!VC8H/WR84FZEMGWQW'G?0:7C MVN?J(@ISG/KBG1
/./F!8X5ZG?8RZK4#JLO(H<50%#)"-Z(G;@,EUN:_M]2%-+3CIM*X!4VZL+VYAGP*Y2.92.R=R&3"Y*$TN7I@7>&V&[2$8QA3G67U\ M+[@@B\Z;/J^-
'1FCJ>G#@YTLV,9/1J"]P1R&3G_FO^6VD^V.A_OK-*#@QFX2 M!H=?$P[R;&,W!E\-:7O+/)P M^22Y3=?'51H,4#DET>%O;
J58/#\D=#CH(AV3OE$$G`1_L-\*4)P1-<`_[K=9 M/;B[I->Z0AA/U.O/?*7/V8I=E6:PWV@&FS-#7S.0`P_DQ!LUX"ER\/*R7W!'
MB_MFLY%_FR6I_C6*LHIO#1F"_9&TI]&J53JO010?T+8ZTTW&=LCG'8Z3GM M]"ZP_2\'K$X&Q>Z;H._LK
\'OQSO%226N$R+205YIQ)K;L6ZH+U9?/,\@=6&J M_9SKH]F7BO\V:_X_R[UQ*_
MAU@&BCL,],4,X+E+.U;Y):_2]@MY$PR<;8$MS8O<,!KI]$P=:4'W3J?*C=E@ M-(8:-V.V;I;"@VWL&$*-0'@,I]:(D?8Y=C:9T_?;
V&VZZPKG0Z5D"7XKF(Q"CO++(X97X^LR[S&6]4GH MY%KQP6?IF%IJ3]$KEI>4FE)0\QD@7S0_"V5@A_,W=&J7&)K&J1=:M@"@L
M-(J]T[C&=LY);ML&X@2W3'+A#@L/6^=. ^)U]6D7=65UXF006>HFPQ-C@=.( MJ+OA/#6HY>8F4O00_L2-Z;,,NV(Z+;*37-
EV]1*EEE9#N@,U3$N+D8`:5H89 M-QWBR'0?4X14GN\%_TIO@+"R5D5?\Z)YAH_:"C(]-H7,,Z,(>G6"*8G9/J4D MU9]LBF7W!,7;S8VN>%P,%C)
M((WKG5S^F?!G6*2X&Y(*UTY2FX>0!>CW23#;0'Y%T=50DE&D>U0(;\FGN$S2 MUP%@P]SETZY+^)1$/7891_G'Q^TT3]6M3!,%))'C:3
/((6%G.FOI]D&CD1H4 MLPR2@M?)W.[!%6&-!X.9]YF7B^&.]>`5F_0B9\84S>'.VD*$HF*@FJ"+/.C( M<&FDODG_4*!BK<0)[0[4T!:LLE`"P<_+H;
[=W'J8&/B,D6/V;RA=Y&FIXAT* MV#ODK82"]4CQ='HW$5[CB=OU3I3-A!R1()!PT%P5!3L)M]%=M*RS9[8'ZG@<
ML3:,0:B4#%,0JN;]A[B)NAOJ)MI:YXX]+2)>[[@:3\^3>GH.>V3XW[DU*1I5]TO"WGZ)@+E($U`-R83.2=IS\%Z5^,>E:0ED$H-TQR`>8U_&V%B
M$XQ-O_#;,F(&(05[2/R:?2C\?$(CG_EQNA%1@ATUQ30@]2-G8T!E@XC5,1UI
MV@M.$WD5=YR6ZFVY$4(PR5A=PMZ!Y3M0),4(C#_4B@>%R<.0/U`KTRAI3*"5SE4RN!T*I[:REDZGY+,;"'5@ M@)7RJ($,^J2C,)E:HXC(!L-$TH%:
(1EECFJGSUV2M0V`63)(]3A96Y=RYJ= M^9WSN'&T0+K$H=OY5,FC]V]Y]ZBPV"2HKD?42V.OUAOK[@(,KO3Y]() MK(Y.$_@-6/GP"C:#;
(D'TWO4IK'6;81O#=5PK:GD."8EV MDQ*KBTVXPHWT55Y?R^ZS3B:H2>[<.)K>IOOW:58J.)5"F1JGV##MUZ;P,A"G?#$J*Y)9==40VCQQ<#
(81DDUIE.@:)19=@\1-P9 M*C_$_2)FCT.Z"@6K)#O1]2XA>X!B;^!@/+T(BTZS[98_MTJ1JM@Y)7_IE_#; MPZ7-82-M-F>&OFS!?ZP*9)-
OA$;9?*]&BJPK(*'@Q%9%,EW1;\^S%+O/-^+L M<<69P>*DJFL^CB+\IG3&BD['>'7(J$]W].EI=YH$VW)7RN%(0TT8\,VYA=?"
M^XVW1=QH^`J*,AA:$0@EQD+8M6:#[-JX-Z`J\Z,)&%@Q$S!X`F8VK]*O@9P M?X[TM)::+4I!K\8; F.$GK@!5>D6-
TK-G00['V!L'(#=6?4?8:@?4\P/@Y9F4T,@;T$GY@J#,\F3M:'.RT*LCJ^+%0+LESM!>_K%IRAO@!2FC-; M0@>?S$2'M2R6U`,G90(.C,XB
%]6%_*)Q]%5QZ6A"1J.I(95/D@8D_@:MJLR9 M7,UI2*W\<.ZNN4O'9N44Q(0_"X(`W0E*.68[C9=N+=]UO2N M265!Y`L*M(F&)H='<=7;%\<.,!N3M&
206WW1$/V%0^HCS7DY;C*>9.H*\YK@ MPIQZZQ5,72E8D)/C:@O813K1!FAWO0QZF!)"8NXSXF[O`1B6%]6Q//A*R:&\
MI#$(4&/``1="1K028JJ'&!.H*EF'+`@'J/5:\WNP8K@=!/D<9QFE[,[GB]# MY:*8OV`$QC)G1#$AMD,^BO
MDS0748:QGVBT%%/S7B361G7I.8[*B\6B'[UKDL$(+U%HI01>DTG8QQ,SC)R# MS,D/7^@O"?2CN_&S/*)6,-+2.;QDYVV
/P+!7'[F$:J8*LW\BD1$$\Q)8>*%S MCD;1",B*8B]8\M3K_+#+.Q==I9Q,HR`6:CG!=-)8O,9.FD(=-<9YBB8E M&J!Y<%E&0Q).Q%
[;CB;20DK+EXE.8)S"YFCIMX-Z#E!BJCA-^*QB;A MA*O(1//1V*,>;FC#.%?..&T4QM$3W=2C6C'M:F:B@46+-##6@C!8;6\/$@/Q
M$B0'+R&'D3M,M!$55Z]?(ER9=C\3,^T] M$I]OEH<,O8RY>AFF9Z`&`B>UX$XU+5`VBX&___NN?J[3D6+ZI@Y\6'\XL7NZB'^<03?-K'ZY2EJ M=(OF;
EKHN`*%^[$UBQK$86; 8_$EP\"33-NG](E@1_L%J9JI"!`.===D8MH1 MP<`NP98(=88->MY!8[0-HYCV4XC<0&%+.H/_<-_0F_J&
MO7.L6]$Y:!S&NIN*U!0("G$)Y3CFB4]$-":GW%DCR:6L2#+L<>:TWSKGM#+0 M53B4"!PEU\_2GS""F/2E*W<@'EMJ\[&&$";#&?-R4.YW<'A)
\N4[ZN27"1.G&>&_IS4\"Z1GR(N3P6_J^[7\-F\?<'P7OGFAAFY/F(9P4L$KT7)0RJM>G^F0*,4@!!&<#28T>W=YD.$DCF_,M\`?3@%F@K@D5
MDM>ANI%W,0:4(C6QC@U-3\&.L#.!5Q!@PUU],X3/VV8='D(:13KHEC`[=5D& MQF`GD[C!1>'B2G++3X7"I5;1YN"ZGA',MJX[CX.>.0S\Z24C2/&?>
[WVD?DK M_+"_KSW=PBD3KA75.`R*)XF!3@?7D;:O;K`, M]#>-B\F8!:#\2VD,E4Z2UY1PMOEA!`+65;AP.KE23DH?++(>?*+G@%)T#W;W
M@A,XIK8A"N?#!B_"@'4BNKN[6/L7EVI:]LB!PW/:`A&I<^8V.6'.0?L%RA^<-MFI_:W39?I(8*BOHN%
(2$<1DEB5/!*TQ[!UUE!744IEYRPEHH1Q^E<[:KFZHY M/'KF(QSC8_K?\W!*OC!]8OF-JKI)`P1\Q,?NSWIY5H?N];)Q'FS/#&FQS.O7`"OC/GJ*["1'
M=3HPPO+P'M40ID=4;AF=3<]0W#,%8]D*5#?=,W MQ[$^S'DDQ@I<[#(DU@]=:]W(2-';"70K$>J"=/L^%D8U,I;NK4;G[@7\?IN1B"L4^7.)+CLKH*X_Z
MEO%QY17Q3P7+6,OK-$U!M.8T4W!G[9_ME6I)"BR7R>"?L01',DC)0-8I:J+9 MTX/V1OJP.+RQ[MLZ@0"=\TNA4OJ/_>@L5O+MH;-7H(*%%8L9-\>':
MMH9XN)KWJE'S-F>&OIIGCSS@,V]TO*>H>.62?,FA!:9F<7Y[G)]P3V'G'P(P MMX?-Q3PUQ;`:!F;V8>..*30`D.Y=:G>__
LF9C'+Q1=6)8]^!_2O:UIUVY_BN MU5!NEEQ(@#P7'[Z!A(D)'%B7Y6)ZYASH0O("Z35-21D!7J[(A9!SA)8[8:"+ M9HX;4N\+0B>S!C!&,?WA_4\GG[=1A-
Q)'%1E"-P$>U;G69JDF-8_7J4X.6K$ MR>;,L`JA,&!KV]WPLJ:89D7I\[?2"17]NNUTY)7#OX*<71WZ58X),$.Q<:RJ];Z;4/
M.[NO@_>>G/K55S61HX#L!F#G'RALYV4EGTA>/C!EAGHI%9L\WA?ML7E8]RQJ M<&VN6V"O(-E2G=G]UT?,U$]6FY6$RZ&
N7R$HOX"DJ_PNS4D.)GIO]I-M`Q3H"=\O5*U%)`6$4OX*YGK>@ M,%KRIECCZH;WTISZ-9[CG!..I\-CNWO!S_6U!LK6R-A:.)..8/IJ.:=%#@NG
M/AWG\S5!_'2N$S,((_A+QE\I5K>'[QSK'AMV,8?$ZFE_20ICI!C^VN+-O>4N M:+R\8"Y&H+T*ICJS3/06C!%>FQ*12>F59ISU"MQ#DBG7-*NY`6K
/L39N@:8/G8=:0Q=6?6Q=0HPU("DW$2SZG6XME9YNE<6RJG]C$D:!4[ M^[MSKRP/IV\L?SVZ1LL8&Y
/3YQT\]#QM!3O=I49SMJI>^JY=OC9I&*N&DJT] MQG7>V+[0P.SH46ZOEL1"!`Y9.EO@G3#&RZ*[U')%E]PKTUO5C7(0O2J2:3D[
MB@RL6YTX(@P(W<^A'@1NAP*=DM!OVH&X?2(,#JB*^^ MWGS:64#G["CSO#WM+V?G].7EOZH+[]IOS[Y\.?N9WK[5EQ:0,^X?+]`;9[U% M1:9G\^
\/G[^1#NJ!":J6E]T+1=-M=5`'JWJ8]I%PH#"4CA8X)>-G6`O-NUZEQW"?G)CZMWCZ=+ISH_0^%Q'T-$KO M>N1/IIY(TRFNCO#Y7Y76^,WAC
```

)R-NOLX67XA$,K0252.3%X%(1=K-[K)UI,P MMZT]H\1H4L_>JX&BLD1LT=[M[+]DY9:`U=RWQ];W5V;6NZI=/[-=.J4;I:(;FU\?@IRP=**@XHZ
M\3*J6A(NYJJA%L=7N!FZ[55F0;"+*JAF+;SO+.O8FNS%NR8B>B6/E#XDV4,V M-^DA28O'WT_28A__\0OV+#O0H>A>YTTE)0M/K6_.;Z,O
\38Q'#>?&R&A56SA M]Y$S(#Q//(-JL60*8.O>.8":#/;?/'$J8+!$!J#UE332<%W$Z1U=K7?'HB-Q MEB`%(KL>3V("SM4X5`SG;*&H6KH]ER9D!G=N"3[U
MGUB>H?_DPE6+BR]!-Q;.ILP8#J2/!8$J;^".5CO7D]S'ZYGG'O0+0A`M"V&9 M'90SK/T=($AS40%X@!.GRE-"RL/#-X6WE.R%OM.ZLMNY(!
(%ZF5D$%(B#U#' M"%Y+L]M\W\6CI_M;KM*-5$CI!E\4MK[O0FNTAM$G&[-/2ZB'-/<`8&HV0IP1\/,CG)"A>,XA6$8 MQ5.'->T%OUU%L?
(H6LP(PW^N(P>D'@?)"YSSY71%*Q7#DEYT*)!)V(&[&Y4(-M)]B?!C?AE-OH3,H^*!M4MYM%U]R0>*0R0@?@\(_1B#]TC7B[K])KLC'D'SY7
MFL59$GQ4_:S$"]XE)V_GV-=A;^`Z:XQ&3#Y`"$/L*P=63IK%0ZQ5AA?@@7R$ M^K;]H(&,5'4:0.DC$I`&KGV[R?^G0>*P^7-
@>[$-DV`24OZYZXW@H!GK M9_@%F??0_3HYK,D[OF%"J=C3[K4ZG@_]/.V#ZTF@01!]>OJ)7;VL_E&TZ]>ZNQ1]U3855TD#W`30@
M'C3NR88H&`,I]7%[L0#K&*F(X+\8OAS^@=YG-G0Q*E4$L4*8L?]\!-I&@S@M M!#`=L6U1X:$DH@>::.%$
MR5+Z$[0U4&_BAE,^`I4<.E02"IV0%^4_]U9))IW]6X@$FT/D>4,CFT@C/:$1 M,I,,(+L+7EY.*!8J$@*.;F\NU+!LNGCD>) M;`\WAN2I&GE,+:!5L1:
[K[E+[EQ_G7!K-V%5,@@(&/^NL*]?YNKT:^\'@RFHCC,$QG;<^/$CA&N$U</D3R#&7K5G6_5GIKG?CVSC=L)U%*19]8NQ;#7WD^R+":KQ"BU2V-
F(S9PDR.8*5J9+RKS1/ M]Z&,K8J18%(';,-8(/S7KU[`3LT\02O=RY\^!CRAJ$W@V.F.\BQA M/-B39'AF[=H+%HE^&+[+8?C.\9<4_MWMT;\K8?C]%T`+$;
\!AKUZ@?U0@<[B M_!\ONB_^V=G;/Y:L@3O.Q5N'W(^/2KFCO',MB]M/O;OTU&___`Q\/VH.O+CW MU'GMG/(/>6GGX@`Y&_$I+C
/WW]^12D+C_DP$7>;X)9/7C>T&BRG.*4TP6^;D M6Y17%GS@+)AU(?)I[]\?/%/(#\CP,\?9>%;.8N_/[9!$MF7CRY";/AE^E$
MU6S7X>W;U=VT[:*4&=FN_>[O0KA&V_Z"NKB]?M@:A0FW<'/?JVL5IQ-\[,3V MCGTGK1Z_I#`9A`?XF&9GJ.#F;Z=S]JWWZ/N&
6M)GSOW[*4V'^2^J6(J:/FG9 M93;(VYS31'HAJ4_HLZ@RW[?3G_TNP=YHW5;,-+9QM^O7CO[D&G[J+5+.+^
M"]T$.GBUN@T@+OR9PPSGW`&IO%?$@KPM^`$Q(ISQK\FIJO6T!YH7'>@JSO[MH_E+!\F"T2^1+'/7M(*5T_&L;XW'"]?8V>OL+[M&30$?Y
_E(ZB-_T:=UBE) M6K!V?ZJ]SD)*!,W1(\2]36,FV]&HN&>CF=-S_DL)UY8S'_;7RI][^ MG39ER65Y9.LP=>`6I]1M*LT^"Q0#[>,[#);$<9T*5[LEE35T%
[.8[LN.N6EW MG,RZ%[("?:YWL'#U!YN[=HM(=!Y&0+?OPDE4A/%]]^'P%BIXE)U@5>4IR&`)
M?>M`9.V]UC';5J8XI4:`G[`HZ^Z7=K%BU#X\Z!ZBY57[N0?/!8P!3*950]UU
M]]Z]OEB]6?TJO%SXE:UB@:*"J^AU>LNN@:@*P*@$O*'9P7T:NE^@0*"`NS5 M47>_:F%X\WO@"E;+Q%XNUE%>O3HZVN\FZ'LX(5WX[%
(GY-M\-9 MSDIN1^\);L?J9<;+6^0WW([C5\>'=UH(Z1R."WC-HN/EJR5<5'1##MP[4IWE MPY:Q$I(ZNGTAKXZ/CO>/5KN,U;*JXZ=-9S&9RYZ
/0^S8OH%LZ5" M:MJUFBK*5_O?8Q5ESZVBE/T:(,#=X>;1J@+GZK2!)DS9!):H<4Z:X$R%F/V"7,6RLHF`Y#23BNF_B M1RR\.D-`#15<3,*!:B[@8
\/$"AUATDS*9X&9)0HS]3!)]]U5I$;!AV]P M=PB'DL^+>A\FB#B1ZRYE#N)E)7^(^F7CDXS`#W^1GI]#:$@999BUL"34QQ"+9#5K1 MN9F4+*;1]E6GO]W
M#`>">2=MF@A%C0!L&'YOC?SJRU6$[AIB6Y9G'1S5$3N/^P4NQ<_S+P772_95
M4*%"]VJL]T+8^]`*SN"8?I[/F,QDZY@`VM)VT@R9*]OU$:T%NUNS7-L,[`WX M^%NPS8;$TM:`EUWR!2\+ZUE6S:IU67=>_;Y_?/RJ8B*\Y
MO?R]5.2V107UPASGI#79"#@_8L"729O9[U235!9]>T2PEH$(W^VUM M((+^=#:BD6N"$"_OD>6_MF7-HXPE`G`'C[?Y9I8/WOPEXG$KVOSS,#O+:%I#
M2EL[5QF]?8<;4$F@^1VX[^\T1FTN[QWFL.)I/_14CCJ;O=`YE^1H_[&F;72> M!_+4H^X2D=PJ^2_^^(.G.F]SEY"7*YWJP^_KT>&]Z&&
Y::QL\O/VN_>(D[\H M^[GZL\2@/?5U>X#_]>CEIOI?_:KL-=1DPS3S(DN32^.6?>6Y9+S6U?F`X&)=FO%FFJ'\84M,VOL+&EM!;.TO+RR@)1
M4<>RN?U]'?`+M,__.$G@+J;!N*2XK739X,BI=,ZJ#LM$O3[PB"%L^[L M[_5^V-4]`=_9O9U_IF#17I1?KR,ZVHOTZU74(M@TJ=%N48;U?\IWFO2(_;/+
M5<:Z`R_03=[,@%'0@M-M-Z+7>LB.'OY)C6#<6;^GJ%`5I6U6BYQ]_$WP]NSS M^P^?V^_/GTZ.;^`CPZ`7X:37+T)SD#;^_CI]+?7P764(]K)]>JC]$X,$ZU3
M'__UX?2G?^%&=R??ZO1&F8S66/^#XP_'/EB)P&"BH2Q>E$_,TE*9)K/C.@_,U3[)J@JNW!V13J6 M!W^3I;SJ6*WYZ."'&066*-
U2")._9EC*/_D(87I)MV]O8[CK-$?9M$ M5"]&'2ZP\8C3Y<+MM*'=U?<@UL<]GW$T',;J$;E-AHF4]>L[/WG__O27G]J? M>18]K2^LBR;OQ(#V'=3?
[_1`X3WK(X-KX2YB.>)&,M5E#]KMK+TUC\CMK)> MO:;[M&QE$PYT0]C*ZL3'TFPE=9USTI;AD#N581U4&1?8W60A'^EN)1_9!&GV
MS-233J.>;`8?>0+U9#D^@@K*9]I+_/_WA)_Q')G+)LBT1DEY9@>Z(9I-X7MA-@S&2E=RNZ'O9\AC-D&T;K*
M]ATH_78]&0-+LZ]*!MVVUM#/J^":*?4:7*EA&:NST2J+OEYM:M'7ZE->CRW-M))XI/&E29YK4F5F1T:3.+"U1-
V+Q3>K,\UKAMIM>3>K,9IMDF^`E>%YNGR9U M9E-X3Y,ZTWAZ&D_^SG0#6$K353J^Y)FSTP]:5)G-H2/;%)4JDF=^4Z82Z.D
M?!_,I5%2OB^9]KR4E"9U9E/XR"8I*4WJS/?%8QI=I4F=V:#4F=LS8FI;);\-M[D@_?;J7WDG!'I3FZ`KW%,.O\)'BSRT^0;Y,TLWOE0EZT.
[^G[Y,)PJ!W7_'3B;E[OOK=3]R\UR/#+X/7W?!#P M-6S6HR'-)*\W\[>XS0KA[%,'_#OYS#>&5ODB<[C>(EVYON=[_`\SA+U5$>R MWUR1VB/YR^7
/L)N"SH?D5-T_%9*$),S"58(8!I0AA M]]0P&5+J=-VS]'?=1C7_[KNHK@U!X;@!4%@M@$*W)FL/N;RECW1D_^W>.?M;
MVQ[+>2O#`?O9CS0XW:;I/5*Q-FZ_5I%=M^TDTZE+]`22\S]?_AOXI?/C'V46 MY<-HX(-R`)$YY!*Y8GK.J-EEF$1_\1,-
73U7NGKODY7#BI:@D9%NV^C2ULYP M[I#AX,\2I`:^T7(^Y#XQF<31`(74;D-TSX/H0/ZA_@`:0H*.Y.I^G!1%%O5+
MSA?U6!2L0^7%MI+!IA0Q/-5FW!>&IDY?:B")-G&!]S[A&C&TE1O0G'!SPEN^ MP/N>\/>^_F[WF6S`1NHL&U;`7:>2G%RKI%3!.=C998:>P-
D,-OW^CLJM]V$ MY=U^DG46L,1G-GYUS>'57,-)%L5!]Z@5[!\?=STWA"V!/NC0GU_>QZ6P87NP
MW4?\C$JK5TC6-:K$_A9`-]R'5G_8!L5A=3K4RGT9VU0XO_'+NY?`V:+U-WW<>W2;K`TY#GJET(SX8\-T0/6*\#X;=TW`^+X#Q+AR6G6S8^A$U87N-#
M^-X.[^CP2PHKX14=_OXN M5F'R*2JNHG*\1#7&@VMN]EULIDGI5_8>8&5O9[_W]Q_OM>"U5-WI:FWO-_P$4>[#Z)=RW7.@!JSA\:,'0JBN?
[DE0/5I'M]TY;'>/'E+X].'/ M,L)J\.(J'9XFURHOL'[F["9167X53>;QCY/\+%G!,EXNN/[`(O>M+%IZGNM9 MX`-(]M7ZU[@<:YQ/D$8"W`=4H++
<)=!!#^D_CIZQU/17NN@#9]$'#U_T$BB<M+X\.CP\Z3]IH7]8_=-'=):`NCUX>]U[V-FC1CZW@=)<`GYP!R[W?)M&?^34"
M)X&WZ'>S?&V%U[W;70:CY9`TN6ZW5RFNKION*M;U\!O=/5A^70"(U@54$M1IS_O52YVM:RZVUNX6,*U?,+%KIA%OURXV.7XSF,M
M]M%9\ZO%9+^*W>%)Y>_"252$\0*.]03+/[K]UCO+]U=27>>]=#Q&\P^VB!G@
M65GD1<@U]`OTZLJ4E@$S?W74W>^XBM2B;Z]JGK_SB^_B,_?>ENM$0?H3V94F&X/8K$UP&)/L1M][.\\%;OP36]#V75(\TQRAR)PF8<&BN
M1=?J/`Z3_#R-H\%T*:?`A_$D3J?*PW+Z$A4QV?+#Z#H:EF%E]Q;&I.S,YODOC`C>#?L_P':L'
M:]&=FPP,"YX*W<0V02<%$\9."@H'X$DWC"K20,FQY7"/AXHQ6"[+:(@MFS1^
MRY=T$@V"5_M'_OFW`^Y"Y?U27OEXN`D\?]_Q"$5'@KK?W.^UN MAQJ`Z=LO2PR?I-1'+/3(;N`2!3JVAZ:I6!Y@'_

J68WF)")$1TBSR\RR-Z<\YQM"B_,J97=8VT\P0L`Q)^RJ:!#P# M4W"[^0$\Q7]*8+IEEL$7XZE<@U_W+O:"4RS-2F#-
MGQ4'P(2U>61[^OG")5;S[,M4^W-\+3H(D3>QTAP++%@Q3C+>F18`[ ME8^FL">PXT,U`J:J[Y-^:P^.&38?=BU6.1QQ[8AP7`.Z<;!">#+*`MA`A,(<(KG>;
N-VX4MH"+X2=XN#]EX"Y$P25VD\I"]G03B9I%CA/^3VECR-2#"M>K$;;<4]'>)G/.8Q5BI']HV152 M\R@$\KI&N]<`JE'@`NXS*Y2\=8?.-

3 Months Ended

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~~XML 29 XML 30 XML 31 XML 32 XML 33 XML 34 XML 35 XML 36 XML 37 XML 38 XML 39 XML 40~~