



One Step Vend

ONE STEP VENDING CORP. (OTC: KOSK)

A Nevada Corporation

ANNUAL REPORT FOR THE PERIOD ENDING DECEMBER 31, 2015

Prepared in accordance with
OTC Pink Basic Disclosure Guidelines
(v1.1 April 25, 2013)

One Step Vending Corp.
6625 Top Gun St. #104
San Diego, CA 92121

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Cautionary Note Regarding Forward-Looking Statements

Information set forth in this Annual Report contains forward-looking statements, including, without limitation, statements containing the words “believes,” “anticipates,” “expects,” “intends,” “plans,” “seeks,” “estimates,” “may,” “will,” “could,” “stands to,” and “continues,” as well as similar expressions. Such forward-looking statements may involve known and unknown risks, uncertainties and other factors which might cause the actual results, financial condition, performance or achievements of One Step Vending Corp., or industry results, to be materially different from any historic or future results, financial conditions, performance or achievements expressed or implied by such forward-looking statements. Given these uncertainties, the reader is advised not to place any undue reliance on such forward-looking statements. These forward-looking statements speak only as of the date of publication of this document. One Step Vending Corp. expressly disclaims any obligation to update any such forward-looking statements in this document to reflect any change in its expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based, unless required by law or regulation.

I. Name of the issuer and its predecessors

Name: **One Step Vending Corp.** (As of March 19, 2015)

Formerly known as

- Rewards Nexus Inc. (As of September 17, 2013)

II. Address of the issuer’s principal executive offices

Company Headquarters

6625 Top Gun St. #104, San Diego, CA 92121

Tel: (619) 701-6799

info@onestepvending.com

www.onestepvending.com

IR Contact

N/A

III. Security Information

Trading Symbol: **KOSK**

Exact title and class of securities outstanding: Common Stock, Class A Convertible Preferred Stock (Not tradable), Preferred Stock (Not tradable)

CUSIP: 68246L104

Par Value: \$0.00025

Total common shares authorized: 250,000,000 as of: 12/31/2015
Total common shares outstanding: 155,795,495 as of: 12/31/2015

Total preferred shares authorized: 90,000,000 as of 12/31/2015
Total preferred shares outstanding: 22,000,000 as of 12/31/2015

Total Class A preferred shares authorized: 10,000,000 as of 12/31/2015
Total Class A preferred shares outstanding: 105,000 as of 12/31/2015

Transfer Agent

Pacific Stock Transfer Co.

4045 South Spencer Street, Suite 403, Las Vegas, NV 89119

Phone: (702) 361-3033

Fax: (702) 433-1979

Pacific Stock Transfer Co. is registered under the Securities Exchange Act of 1934 and regulated by the U.S. Securities and Exchange Commission.

- Any restrictions on the transfer of security:

NONE

- Any trading suspension orders issued by the SEC in the past 12 months.

NONE

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

Effective April 6, 2015, the Company effectuated a 1 for 100 reverse stock split, thereby reducing the issued and outstanding shares of Common Stock from 79,523,440 prior to the reverse split to 795,495 following the reverse split.

Effective July 1, 2015, the Company acquired a 51% equity stake in Micro Markets Inc., formerly known as Corporate Refreshment Services Corp. (CRS), a California based company that is engaged in providing food and beverage self-checkout Micro Market Kiosk services to small and medium businesses. The Company funded the acquisition of Micro Markets Inc. with the issuance of 2,500,000 common shares, restricted from resale for a one-year period. No debt was assumed in connection with this acquisition.

IV. Issuance History

The Company has not raised capital through a securities offering and has not issued shares for services within the last two years.

V. Financial Statements

Copies of the following unaudited Consolidated Financial Statements of One Step Vending Corp. for the year ended December 31, 2015 are attached hereto as Exhibit:

1. Consolidated Balance Sheets
2. Consolidated Income Statements
3. Consolidated Statements of Cash Flows
4. Financial Notes

The attached Consolidated Financial Statements and the notes thereto are hereby incorporated by reference into this Annual Report.

VI. Issuer's Business, Products and Services

A. Overview

One Step Vending Corp. (“One Step Vending” or “The Company”) offers U.S. retailers innovative loyalty solutions including rewards and gift card programs, along with emerging marketing strategies aimed at consumers. Our company grows through acquisitions and cooperative agreements with companies that have high potential and capabilities of achieving sustainable growth, resulting in a rapidly acquiring market share. We build key strategies for our subsidiaries while providing financing and operational business support.

At the moment, the Company targets five key business sectors:

- the loyalty management market
- the online food ordering industry
- the marketing consulting industry
- micro-market vending services

One Step Vending' strategic goal is to create a commercial network of wide-brand recognition products and services from different sectors within target industries. Compelling offers utilizing consumer rewards programs and systems will be distributed individually and conveniently packaged to a ready consumer base; thus offering them numerous benefits for

having consumed within the network. In conjunction with consulting services, this will create an unparalleled, technologically advanced network of high-quality retailers that are patronized by a large and loyal consumer base. The network will consist of:

- Commercial Retailers: Food, Clothing/Apparel, Consumer Products
- Leisure Firms: Theatres, Amusement, Recreation

Our Mission

Our mission is to support thousands of businesses in the realization of their business goals, by bringing to world a portfolio of brands that meet the needs and desires of people that other participants in the market are lacking. We will achieve a leading position through fostering a winning network of associates and partners and building mutually loyalty and trust. The focus of everything we do is geared towards systematically maximizing return to our shareholders and giving them the opportunity for future growth and prosperity.

Our Values

Our values include:

- Applying experienced strategic thinking and proven execution strategies to produce measurable results.
- Achieving business success which is based on the extensive expertise and commitment of our people.
- Processes and practices that promote and ensure fairness, transparency and accountability.

Our Vision

Our vision is to make One Step Vending a prominent, dynamic business group with sustainable growth and actively involved in multiple sectors within the retail marketing industry. Our team consists of visionaries and doers, determined to systematically provide superior value to our shareholders, our associates and our society.

Recent Business Developments

On July 1, 2015, the Company acquired a 51% equity stake in Micro Markets Inc., formerly known as Corporate Refreshment Services Corp. (CRS), a California based company that is engaged in providing food and beverage self-checkout Micro Market Kiosk services to small and medium businesses. The Company funded the acquisition of Micro Markets Inc. with the issuance of 2,500,000 common shares, restricted from resale for a one-year period. No debt was assumed in connection with this acquisition.

- B. One Step Vending Corp. was incorporated under the laws of the State of Nevada on June 21, 2004.
- C. Primary SIC Code: **7389**
Secondary SIC Code: **7374**
- D. Issuer's fiscal year end date: **December 31**
- E. Principal products or services, and their markets

Earn IQ is a tailor-made marketing solution for small to medium sized businesses desiring to capitalize on brand recognition and strengthen brand loyalty. This completely customizable marketing solution allows consumers to purchase items either online or physically from participating retailers in the robust Earn IQ network and earn points based on their total bill. Earn IQ presents its retailers with different percentage tiers to choose from. Consumers are able to aggregate the points (1 point = 1 USD) they have earned into a reward point exchange account and redeem them, either online or physically, for products or services at any retailer within the Earn IQ network and at any time. All the afore-mentioned transactions are made with the use of a unique QR-Code, available both in physical form (physical card) and via Smart phones (application).

Earn IQ's loyalty marketing solutions help firms better understand the needs of their target groups by mapping the entire chain of customer loyalty activities from account management, and the management of redemption processes, to the implementation of advertising campaigns.

As a coalition loyalty owner and operator, Earn IQ is responsible for establishing relationships with Commercial Partners, issuing the applicable reward points, and holds responsibility for the program in terms of funding any required reserve, owning the redemption liability and managing Breakage. In general terms, Earn IQ's business is based on two major streams of activity: (i) the sale of marketing services to our Commercial Partners; and (ii) delivering rewards to our members.

Earn IQ currently builds revenues and profits from a number of different sources:

- Commissions on the retailers' revenues which are attributed to Earn IQ
- Value added marketing services

Earn IQ primarily focuses on direct sales to reach merchants.

To reach a consumer audience, Earn IQ is currently using the following marketing tools:

- An integrated marketing campaign which includes a mix of local, radio, print, digital and outdoor advertising
- Word of mouth referrals
- Well-placed signage that captures the attention of consumers and conveys a simple, consistent message that encourages guests to join our loyalty program (signage on entry doors, tabletops, menu inserts, etc.)

Distribution methods of the products or services

Earn IQ conducts its sales activities in-house as well as carefully chosen free lancers who are paid based on performance. Cards are distributed through the merchants, mailing, as well as at events organized by the company. Virtual cards are also available for download through application links conveyed in social media advertising.

Competition

In general, the loyalty management market in the New York metropolitan area is highly competitive. However, we have not identified a direct competitor in this particular niche of co-branded retailing loyalty marketing industry where network size, quality of rewards and quantity of actionable data are included. The most significant competition comes from existing consulting and market research firms or from reward cards distributed through individual retailers who also choose to do business development and market research internally as part of their ordinary business functions. Our key advantage in competition with internal development is that managers are already overloaded with responsibilities and they are not willing to invest substantially in any stand-alone loyalty plan.

In regard to B2C services offered, consumers have a significant amount of power since they have a large number of reward programs to choose from. Moreover, services are undifferentiated, which means that customer loyalty is usually low. Reward programs must compete on quality, timeliness of service and customer relations. Our main competition comes from several websites and mobile apps that offer coupons or promotional gift cards usable at local stores, but the market of potential cardholders is truly vast. Our competitive edge is the simplicity of our program, the benefits gained by consumers, immediacy of customer gratification, and the wide range of choices for gaining and redeeming rewards and finally, our strategy of carefully choosing our partners/merchants in order to ensure that they meet specific needs of consumers.

The market of online food ordering has enjoyed solid growth for the past 3 years. Although Earn IQ faces several competitors in this market, their focus is specifically on online food ordering. The historical growth and performance from these companies has opened the online food ordering market especially in the New York Metropolitan area. These companies are formidable competitors, but their structure does not offer the same value proposition

that Earn IQ provides to its consumers. The Earn IQ loyalty program will differentiate us from online food ordering companies and will offer a larger incentive not only to the merchants who have not developed online ordering systems, but especially to those who cooperate with these companies.

VII. Issuer's Facilities

The issuer occupies a small portion of the following leased office space of its subsidiary company, Micro Markets Inc., on a rent-free basis:

6625 Top Gun St. #104, San Diego, CA 92121

VIII. Officers, Directors, and Control Persons

A. Officers and Directors

- Brian Duke (President & Treasurer)
6625 Top Gun St. #104, San Diego, CA 92121
5 year employment history: President and CEO of VendEver LLC
Board memberships and other affiliations: None
Compensation by the issuer: None for the time being
Number of shares beneficially owned: -0- shares
- Vasiliki Anagnostou (Secretary)
6625 Top Gun St. #104, San Diego, CA 92121
5 year employment history: Secretary at the BoD of One Step Vending Corp.
Board memberships and other affiliations: None
Compensation by the issuer: None for the time being
Number of shares beneficially owned: 11 million preferred shares

B. Legal/Disciplinary History

None of the officers, directors, or control persons of One Step Vending Corp. has, in the past five years, been the subject of any of the following:

- A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses)
- The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any

type of business, securities, commodities, or banking activities

- A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or
- The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Beneficial Shareholders

- **Progressive Designs Inc. (Beneficial owner of 79% of the common stock)**

Sole Shareholder: Peter Alexeas

Address: 13 Centre Street, Hempstead NY 11550

IX. Third Party Providers

Legal Counsel: **Law Offices of Joseph L. Pittera
2214 Torrance Boulevard, Suite 101
Torrance, CA 90501
Tel: 310-328-3588**

Accountant or Auditor: **None**

Investor Relations Consultant: **None**

Other Advisor: **Legal counsel and in-house management assisted the President/Treasurer in the preparation of this statement.**

X. Issuer Certifications

I, Brian Duke, certify that:

1. I have reviewed this annual disclosure statement of One Step Vending Corp.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were

made, not misleading with respect to the period covered by this disclosure statement;
and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: April 4, 2015
/s/ Brian Duke
President & Treasurer

EXHIBIT



One Step Vend

ONE STEP VENDING CORP. (OTC: KOSK)

**CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2015**

(Unaudited, expressed in US Dollars)

One Step Vending Corp.
6625 Top Gun St. #104
San Diego, CA 92121

One Stop Vending Corp.

Statement of Financial Condition
December 31, 2015

		Assets	
Current			
Cash/Equivalent	\$	39,542)	
Accounts Receivable		17,658	
Prepaid Expenses		88,270	
Inventory		<u>26,002</u>	
Total Current			\$ 92,398
Fixed			
Building	\$	33,561	
Equipment		268,519	
Delivery		<u>113,453</u>	
		-445,353	
Less Depreciation		<u>352,959</u>	
Net			62,574
Other			
Goodwill	\$	153,308	
Software		121,611	
Org Expense		<u>765</u>	
		275,683	
Less Amortization		<u>765</u>	
Total Other			<u>274,919</u>
Total Assets			<u>\$ 429,891</u>

Prepared Without Audit

One Stop Vending Corp.

Statement of Financial Condition
December 31, 2015

Liabilities and Stockholder,s Equity

Liabilities

Accounts Payable	\$	136,378	
Convertible Debt		434,540	
Credit Line		10,743	
Other		<u>3,040</u>	
Total Current			\$ 584,701

Due Partner		186,857	186,957
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Stockholder,s Equity

Preferred Stock	\$	5,528	
Common Stock		38,950	
Paid in Capital		6,579,353	
Accumulated Deficit	(5,827,982)
Capital Loss	(1,017,142)
Loss for the Period		<u>(120,174)</u>	

Equity			\$ (341,767)
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Total Liabilities & Stockholder,s Equity			<u>\$ 429,891</u>
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Prepared Without Audit

One Stop Vending Corp.

Statement of Income and Expenses
December 31, 2015

Income		\$ 267,596
Cost of Sales		<u>134,814</u>
Gross Profit		\$ 132,782
Expenses		
Salaries//Related	\$ 80,075	
Rent/Related	27,854	
Utilities	2,777	
Insurance	6,828	
Telephone/Internet	2,225	
Auto/Delivery	6,080	
Bank Charges	2,242	
Office	698	
Research/Development	1,251	
Income Tax	3,119	
Depreciation/Amortization	86,314	
General/Administrative	31,626	
Professional	<u>1,900</u>	
Total Expenses		<u>252,989</u>
Net Loss		<u><u>\$ 129,174</u></u>

Prepared Without Audit

One Stop Vending Corp.

Statement of Cash Flow
December 31, 2015

Increase/Decrease in Cash

Net Loss	\$ (120,716)
Amortization	88,314
Accounts Receivable	4,219
Software	(51)
Hardware	(697)
Accounts Payable	(82,698)
Net Cash	<u>(111,089)</u>
CashFlow From Investments	
Investment in Subsidiary	\$ (1,000,000)
Goodwill	906,073
Software Acquisition	55,000
Net Cashin Investments	<u>\$ (38,927)</u>
Cash Flow From Financing	
Issuance of notes payable	\$ (160,843)
Issuance of Common Stock	1,192,000)
Prior Adjustment	<u>(885,638)</u>
Net Cash from Financing	\$ 145,519
Net Decrease in Cash	<u><u>(4,497)</u></u>

Prepared Without Audit

One Step Vending, Corp.

Notes to Consolidated Financial Statements

(Unaudited)

NOTE 1 - Organization and Operations

One Step Vending Corp. (“One Step Vending” or “The Company”) was incorporated on June 21, 2004 under the laws of the state of Nevada. One Step Vending is a holding company focused on the acquisitions of market-changing and disruptive business models. The Company supports subsidiaries with key financial, sales, marketing, and operational changes designed to accelerate growth and shareholder value.

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

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") and are stated in US dollars.

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 estimate(s) and assumption(s) affecting the financial statements was (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. 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 accompanying condensed consolidated financial statements include the accounts of Micro Markets Inc. (51% stake) and of Earn IQ, Inc., the Company's wholly-owned subsidiary. All significant inter-company transactions have been eliminated.

FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying values of cash, accounts receivable, accounts payable, promissory notes payable and due to related parties approximate fair value because of the short-term nature of these

instruments. Management is of the opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

GOODWILL

Goodwill is not amortized, but is subject to an annual review for impairment at a reporting unit level. The reporting unit or units used to evaluate and measure goodwill for impairment are determined primarily from the manner in which the business is managed or operated. The accounting estimate relative to assessing the impairment of goodwill is a critical accounting estimate for each of our reportable segments. During the year ended December 31, 2015, we recognized (i) \$406,073 of goodwill impairment charges associated with the Earn IQ business; (ii) \$500,000 of goodwill impairment charges associated with the elimination of the Alpha Card Technology business unit.

STOCK ISSUED IN EXCHANGE FOR SERVICES

The valuation of common stock issued in exchange for services is valued at an estimated fair market value as determined by officers and directors of the Company based upon other sales and issuances of the Company's common stock within the same general time period.

REVENUE RECOGNITION

The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company recognizes 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.

INCOME TAXES

The Company uses the assets and liability method of accounting for income taxes pursuant to FASB ASC 740 "Income Taxes". Under the asset and liability method of FASB ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable

to temporary differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

NET INCOME (LOSS) PER COMMON SHARE

Net income (loss) per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock and potentially dilutive outstanding shares of common stock during the period to reflect the potential dilution that could occur from common shares issuable through contingent share arrangements, stock options and warrants. As of December 31, 2015 there were 105,000 potentially dilutive shares relating to the outstanding convertible preferred stock.

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.

RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

On June 10, 2014, the Financial Accounting Standards Board ("FASB") issued update ASU 2014-10, Development Stage Entities (Topic 915). Amongst other things, the amendments in this update removed the definition of development stage entity from Topic 915, thereby removing the distinction between development stage entities and other reporting entities from US GAAP. In addition, the amendments eliminate the requirements for development stage entities to (1) present inception-to-date information on the statements of income, cash flows and shareholders equity, (2) label the financial statements as those of a development stage entity; (3) disclose a description of the development stage activities in which the entity is engaged and (4) disclose in the first year in which the entity is no longer a development stage entity that in prior years it had been in the development stage. The amendments are effective for annual reporting periods beginning after December 31, 2014 and interim reporting periods beginning after December 15, 2015, however entities are permitted to early adopt for any annual or interim reporting period for which the financial statements have yet to be issued. The Company has elected to early adopt these amendments and accordingly have not labeled the financial statements as those of a development stage entity and have not presented inception-to-date information on the respective financial statements.

Management does not believe that any other recently issued, but not yet effective, accounting standard if currently adopted would have a material effect on the accompanying financial statements.

NOTE 3 - Going Concern

The financial statements have been prepared assuming 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.

As reflected in the financial statements, the Company had an accumulated deficit at December 31, 2015 and expects to incur further losses in the development of its business. These factors raise substantial doubt about the Company's ability to continue as a going concern.

Although the Company has recognized some nominal amount of revenues since inception, the Company is devoting substantially all of its efforts on establishing the business and its planned principal operations have not commenced. The Company is attempting to commence operations 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 commence operations and generate sufficient revenue and in its ability to raise additional funds, 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. Due to the above, the Company may consider sale or merger arrangement in the future.

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 - Acquisitions

Effective July 1, 2015, the Company acquired a 51% equity stake in Micro Markets Inc., a California based company that is engaged in providing food and beverage self-checkout Micro Market Kiosk services to small and medium businesses. The Company funded the acquisition of Micro Markets with the issuance of 2,500,000 common shares, restricted from resale for a one-year period. No debt was assumed in connection with this acquisition.

The acquisition of Micro Markets qualified as a business combination and is accounted for under the acquisition method of accounting. As of the end of the reporting period, the initial accounting for the business combination is incomplete. There is information that remains outstanding as of the end of the reporting period which is preventing us from finalizing the acquisition accounting.

NOTE 5 – Stockholders' Equity

SHARES AUTHORIZED

Upon formation the total number of shares of all classes of stock which the Company is authorized to issue is Three Hundred Fifty Million (350,000,000) shares of which Two Hundred Fifty Million (250,000,000) shares shall be Common Stock, par value \$0.00025 per share, Ninety Million (90,000,000) shares shall be Preferred Stock, par value \$0.00025 per share and Ten Million (10,000,000) shares shall be Convertible Preferred Stock Class A, par value \$0.00025 per share.

COMMON STOCK

On April 9, 2015 the Company entered into a debt settlement agreement with Progressive Designs Inc. Pursuant to this shares-for-debt settlement agreement, which has been duly authorized by the Company's board of directors, the Company authorized issuance of 55,000,000 restricted common shares at \$0.001 per share, in full and final settlement of the \$55,000 in demand loan owing to this creditor.

On April 27, 2015 the Company fully converted the outstanding principal amount of \$120,000 derived from a series of convertible promissory notes issued to the debt holders (see table below) into 400,000 Class A preferred shares at \$0.30 per share.

Date	Amount in USD
01/24/2011	50,000
02/25/2011	30,000
03/17/2011	35,000
04/29/2011	20,000
04/29/2014	24,960

On May 15, 2015 the Company converted 147,500 Class A Preferred shares into 14,750,000 common shares at a rate of \$0.00025 per share.

On May 15, 2015 the Company authorized issuance of 2,500,000 restricted common shares at \$0.40 per share to initiate the acquisition of Micro Markets Inc.

On June 16, 2015 the Company converted 147,500 Class A Preferred shares into 14,750,000 common shares at a rate of \$0.00025 per share.

On July 16, 2015 the Company entered into a debt settlement agreement with Progressive Designs Inc. Pursuant to this shares-for-debt settlement agreement, which has been duly authorized by the Company's board of directors, the Company authorized issuance of 68,000,000 restricted common shares at \$0.00025 per share, in full and final settlement of the \$17,000 in demand loan owing to this creditor.

ADVANCES FROM STOCKHOLDER

From time to time, the members of the Board of Directors and the beneficial stockholder of the Company advance funds to the Company for working capital purpose. Those advances are unsecured and non-interest bearing.

NOTE 6 - Intangible Assets

Our recorded identifiable intangible assets primarily include customer lists, trademarks and trade names. Identifiable intangible assets with finite lives are amortized over their estimated useful lives, which is the period over which the asset is expected to contribute directly or indirectly to our future cash flows. We have no indefinite-lived intangibles other than goodwill.

The determination of the fair value of the intangible assets and the estimated useful lives are based on an analysis of all pertinent factors including (1) the use of widely-accepted valuation approaches, the income approach, or the cost approach, (2) our expected use of the asset, (3) the expected useful life of related assets, (4) any legal, regulatory, or contractual provisions, including renewal or extension periods that would cause substantial costs or modifications to existing agreements, and (5) the effects of demand, competition, and other economic factors.

Should any of the underlying assumptions indicate that the value of the intangible assets might be impaired, we may be required to reduce the carrying value and subsequent useful life of the asset. If the underlying assumptions governing the amortization of an intangible asset were later determined to have significantly changed, we may be required to adjust the amortization period of such asset to reflect any new estimate of its useful life. Any write-down of the value or unfavorable change in the useful life of an intangible asset would increase expense at that

time. There were no impairments of identifiable intangible assets during the year ended December 31, 2015.

NOTE 7 - Subsequent Events

Effective January 12, 2016, the Company authorized issuance of 7,500,000 common shares at \$0.00123 per share, in full and final settlement of the \$9,250 in demand loan owing to its creditor.

Effective January 13, 2016, the Company authorized issuance of 7,500,000 common shares at \$0.00123 per share, in full and final settlement of the \$9,250 in demand loan owing to its creditor.

The Company has evaluated subsequent events through April 4, 2016 and has determined that there were no additional subsequent events to recognize or disclose in these financial statements.