

**DISCLOSURE STATEMENT PURSUANT TO THE PINK BASIC  
DISCLOSURE GUIDELINES**

**AIMRITE HOLDINGS CORPORATION**

A Nevada Corporation  
("Company")



4116 Antique Sterling Court  
Las Vegas, Nevada 89129-3658  
702.768.0555

<https://aimriteholdingscorp.com/>  
[info@aimriteholdingscorp.com](mailto:info@aimriteholdingscorp.com)  
Primary SIC Code: 7371  
Secondary SIC Code: 6770

**QUARTERLY REPORT  
FOR THE PERIOD ENDING SEPTEMBER 30, 2019**  
("Reporting Period")

As of the date of the Reporting Period, the number of shares outstanding of our Common Stock was: 133,445,698

As of the date of the Reporting Period, the number of shares outstanding of our Preferred Stock was: 0

As of the date of the prior Reporting Period, the number of shares outstanding of our Common Stock was: 133,445,698

As of the date of the prior Reporting Period, the number of shares outstanding of our Preferred Stock was: 0

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

Yes: **X**

No: ☐

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

Yes: ☐

No: **X**

Indicate by check mark whether a Change in Control of the Company has occurred over this Reporting Period:

Yes: ☐

No: **X**

## **AIMRITE HOLDINGS CORPORATION**

### **Information required for compliance with the provisions of the OTC Markets Group Inc.'s Pink Basic Disclosure Guidelines**

To provide more meaningful and useful information, this Quarterly Report Disclosure Statement may contain certain "forward-looking statements" [as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act")]. These statements may reflect our current expectations regarding our possible future results of operations, performance, and achievements.

Wherever possible, the Aimrite Holdings Corporation. (the "Company") has tried to identify these forward-looking statements by using words such as "anticipate," "believe," "estimate," "expect," "plan," "intend," and similar expressions. These statements reflect our current beliefs and are based on information currently available to us. Accordingly, these statements are subject to certain risks, uncertainties, and contingencies, which could cause our actual results, performance, or achievements to differ materially from those expressed in, or implied by, such statements.

The Company cannot predict all of the risks and uncertainties. Accordingly, to the extent included, such information should not be regarded as representations that the results or conditions described in such statements or that our objectives and plans will be achieved, and the Company does not assume any responsibility for the accuracy or completeness of any of these forward-looking statements. These forward-looking statements are found at various places throughout this Report and include information concerning possible or assumed future results of our operations, including statements about potential acquisition or merger targets; business strategies; future cash flows; financing plans; plans and objectives of management, any other statements regarding future acquisitions, future cash needs, future operations, business plans and future financial results, and any other statements that are not historical facts.

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Exchange Act as well as Rule 144 of the Securities Act of 1933 ("Securities Act"), and state Blue Sky laws, require issuers to provide *adequate current information* to the public markets. The Disclosure Statement was

prepared in view to compliance with the Securities and Exchange Commission's proposed amendments to enhance retail investor protections, an action to increase the availability of issuer information and modernize the rule governing quotations for the over-the-counter securities, and to comply with these laws.

The safe harbor provisions of the Exchange Act may not apply to an issuer that issues penny stock. Actual results may differ materially from those indicated by such forward-looking statements because of various important factors. The Company does not assume any obligation to update any forward-looking statements to reflect events or circumstances after the date of this Disclosure Statement except as required by applicable law.

## **AIMRITE HOLDINGS CORPORATION**

### **Item 1. Name of the issuer and its predecessor (if any).**

The names of the issuer and the names used by predecessor entities and the dates of the name changes are as follows:

AIMRITE HOLDINGS CORPORATION (sometimes the "issuer" or the "Company")

The names used by the issuer (and predecessors) entities are Q-Com Corp. from September 6, 1988 until March 31, 1995 and Drink Word, Inc. from March 31, 1995 until July 21, 1995 when the current name was adopted by the Company..

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable). Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The date of incorporation in Nevada is September 6, 1988 and all name change events are set forth above. At all times, the Company has been a Nevada corporation (there have been no changes in state of incorporation since inception). The Company is an active corporation, validly existing and in good standing under the laws of the State of Nevada, NV Business ID 19881025188 – Entity Number C7140-1988, with a valid and existing Nevada State Business License and is current with its annual report filings.

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below: Not Applicable

**Item 2. Shares Outstanding.**

The Company has a class of Common Stock outstanding as of September 30, 2019:

Trading Symbol:	AIMH
Exact title and class of securities outstanding:	Common Stock
CUSIP No:	009003 20 3
Par or stated value:	\$ 0.001

Total shares authorized:	150,000,000	as of September 30, 2019
Total shares outstanding:	133,445,698	as of September 30, 2019
Number of shares in the Public Float:	6,832,382	as of September 30, 2019
Total number of shareholders of record:	392	as of September 30, 2019

The Company has a class of shares of Preferred Stock authorized and none currently have been issued or are outstanding:

Exact title and class of securities:	Preferred Stock
Par or Stated Value:	\$.001
Total Shares Authorized:	50,000,000
Outstanding:	0

Transfer Agent:

Empire Stock Transfer Inc.  
1859 Whitney Mesa Drive  
Henderson, Nevada 889014  
702.818.5898  
702.974.1444 (facsimile)  
info@empirestock.com

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

Describe any trading suspension orders issued by the Securities and Exchange Commission concerning the issuer or its predecessors:

None

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

Not Applicable

Restrictions on the transfer of securities:

Other than 6,832,382 shares of our Common Stock that is free trading / non-restricted, all other shares are restricted and subject to Rule 144 or such other exemption from registration under the Securities Act.

As of the Reporting Date, Cede & Co. was the holder of record of 3,483,941 shares (2.6%) of the issued and outstanding shares of Common Stock. Cede & Co. is the nominee name for The Depository Trust Company ("DTC"), a clearing house that holds the Company's shares in its name for banks, brokers and institutions in order to expedite the sale and transfer of the stock. DTC is able to provide position information on a security at the DTC participant level. Issuers and their authorized third-party agents can use DTC's Security Position Report web service throughout the year to obtain position information on their securities as needed. The Company has not elected to subscribe to the service or make a special request for security positions.

The Company is informed and believes that there are no control securities or restricted securities of the Company held in Cede & Co.'s name.

The Resident Agent of the issuer is:

Silver Shield Services, Inc.  
4590 Deodar Street  
Silver Springs, Nevada 89429

### **Item 3. Issuance History.**

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

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

List any events, in chronological order, that resulted in changes the total outstanding and the nature of each offering for the last two fiscal years and the interim period to the date hereof.

None

Set forth below, in tabular format, is the nature of each offering, for the last two fiscal years and the interim period to the date hereof, is a summary of the Common and Preferred Stock issuances:

A. December 31, 2016 to September 30, 2019 and to the date hereof:

Number of Shares outstanding as of December 31, 2016  Common: 108,445,698  Preferred: 0	Opening Balance:  Common: 108,445,698  Preferred 0								
Date of Transaction	Transaction type (e.g. new issuance, cancellation shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance ? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
September 29, 2017	New Issuance	12,500,000	Common	\$.001	Yes	Fiori Communication [Kelly Flowers]	Consulting Services	Restricted	4(a)(2)
September 29, 2017	New Issuance	12,500,000	Common	\$.001	Yes	Jose F. Garcia	Cash – Cancellation of Indebtedness	Restricted	4(a)(2)
Shares Outstanding as of September 30, 2019:  [Report Date and the date hereof]  133,445,698 Common  Preferred 0	Ending Balance:  Common 133,445,698  Preferred: 0								

The Company is informed and believes that each restricted certificate contains a legend (i) stating that the shares have not been registered under the Securities Act and (ii) setting forth or referring to the restriction on transferability and sale of the shares under the Securities Act.

B. Debt Securities, Including Promissory and Convertible Notes.

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

Set forth below in chart format is the nature of each offering of debt securities, including promissory and convertible notes, for the last two fiscal years as of the date of his report:

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance	Interest Accrued	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
Sept 21, 2017	\$32,083	\$25,000	\$6,083	Sept 21, 2018	Not Convertible Debt	Fred Angelopoulos	Loan of funds - working capital

C. Outstanding Warrants and Outstanding Options.

None

D. Other.

(i) The trading status of the shares (securities):

The Company is informed and believes that each restricted certificate contains a legend (i) stating that the shares have not been registered under the Securities Act and (ii) setting forth or referring to the restriction on transferability and sale of the shares under the Securities Act.

*Restricted securities* are securities acquired in an unregistered private sale from the issuer or from an affiliate of such an issuer.

*Control securities* are those held by an affiliate of the issuing company. An affiliate is a person such as a director or large shareholder in the relationship of control of or with the issuer. Control means the power to direct the management and policies of the company in question, whether through the ownership of voting securities, by contract, or otherwise. If the investor buys securities from a controlling person or "affiliate," he or she takes restricted securities, even if they were not restricted in the affiliate's hands. All stock acquired by an affiliate in the open market becomes subject to Rule 144 as "control securities."

See discussion of Rule 144 hereinbelow.

(ii) Other - Evergreen Rule.

Rule 144(i) of Rule 144 states that Rule 144 is not available for the resale of securities initially issued by a former shell company until one year after the issuer has filed current “Form 10” information (the information that would be required if the company were a reporting company and filing a general form for registration of securities on Form 10 under the Exchange Act with the Securities and Exchange Commission reflecting its status as an entity that is no longer a shell company; and unless the issuer of shares is current on all reports and other materials required to be filed with the Securities and Exchange Commission during the 12 months prior).

Accordingly, subsection (i) to Rule 144 prohibits or limits the resale (public) of the stock. Shares issued by a previous shell cannot take advantage of the six-month holding period. Under Rule 144(i), one year needs to pass from the date the company ceased to be a shell and filed the Form 10 type information. Further, shareholders may not be able to rely on Rule 144 to sell their stock until the company is current for one year with its filings.

(iii) Shell Company.

Rule 405 and 12b-2 of the Exchange Act defines a shell company as an issuer that has no or nominal operations and either (i) no or nominal assets, (ii) assets consisting solely of cash and cash equivalents; or (iii) assets consisting of any amount of cash and cash equivalents and nominal other assets. A shell issuer may also be a blank check company or a blind pool company, a company in the developmental stage, any company that has no specific business plan or purpose, or a company that has as its business plan to merge with or acquire an unidentified third property.

(iv) Shell Test.

The Securities and Exchange Commission has no “bright light” test to determine if an issuer is a shell as described above.

(v) Rule 144.

Non-affiliates reselling restricted securities, as well as affiliates selling restricted or non-restricted securities, are not considered to be engaged in a distribution and, therefore, are not deemed underwriters as defined in Section 2(a)(11), if Rule 144 applies and the six conditions are met:

1. Holding Periods. Before an investor may sell restricted securities of a non-reporting issuer, the investor must hold them for at least one year. The holding period only applies to restricted securities. Because securities acquired in the public market are not restricted, there is no holding period for an affiliate who purchases securities of the issuer in the marketplace.<sup>1</sup>

---

<sup>1</sup> Before an investor may sell restricted securities of a reporting issuer, he or she must hold the stock for at least six months. The holding period only applies to restricted securities. Because securities acquired in the public market are not restricted, there is no holding period for an affiliate who purchases securities of the reporting issuer in the



After a one year holding period, a non-affiliate investor may have unlimited re-sales under Rule 144 and need not comply with any other Rule 144 requirements.

Additional securities purchased from the issuer do not affect the holding period of previously purchased securities of the same class. If an investor purchased restricted securities from another non-affiliate, he or she can tack on that non-affiliate's holding period to his or her holding period. If an investor acquires restricted securities from an affiliate, a new holding period commences. Rule 144(d)(ii) permits "tacking" of the holding period. If stock is acquired from the issuer in conversion of a convertible note, the newly acquired stock shall be deemed to be acquired at the same time as the convertible note was issued.

An affiliate's resale is subject to the other conditions of the rule. After the one year holding period, an investor may resell the securities in accordance with all Rule 144 requirements including (i) current public information, (ii) volume limitations, (iii) manner of sale requirements for equity securities, and (iv) filing notice with the Securities and Exchange Commission.

2. Adequate Current Information. Except for a non-affiliate of non-reporting issuers, there must be adequate current information about the reporting issuer of the securities before the sale can be made. For non-reporting companies, this means that certain company information, including information regarding the nature of its business, the identity of its officers and directors, and its financial statements, is publicly available. For a non-reporting issuer, after the one year holding period, an investor need not comply with any other Rule 144 requirements, including any requirements relating to adequate current information. Rule 144(c) codifies what constitutes current public information.<sup>2</sup>

3. Trading Volume Formula. After the applicable holding period, the number of shares an affiliate may sell during any three-month period cannot exceed the greater of 1% of the outstanding shares of the same class being sold, or if the class is listed on a stock exchange or quoted on Nasdaq, the greater of 1% or the average reported weekly trading volume during the four weeks preceding the filing a notice of the sale on Form 144. Over-the-counter stocks, including those quoted on the OTC Bulletin Board and the Pink Sheets, can only be sold using 1% measurement. [Rule 144(e) has an alternative volume limit of up to 10% of debt securities that may apply to convertible notes.]

---

marketplace. But an affiliate's resale is subject to the other conditions of the rule. After the six-month holding period, an affiliate may resell the securities in accordance with all Rule 144 requirements including (i) current public information, (ii) volume limitations, (iii) manner of sale requirements for equity securities, and (iv) filing notice with the Securities and Exchange Commission. After a six-month holding period but before one year, a non-affiliate may make unlimited re-sales under the rule except that the reporting issuer must continue to file Exchange Act reports.

The six-month holding period for reporting shells is subject to being lengthened until after the shell ceases to be a shell to one year.

<sup>2</sup> Adequate current information generally means that the companies have complied with the periodic reporting requirements of the Exchange Act.

4. Ordinary Brokerage Transactions. The sales must be handled in all respects as routine trading transactions, and brokers may not receive more than a normal commission. Neither the seller nor the broker can solicit orders to buy the securities. Rule 144(f) codifies the requirements as it relates to the manner of sale.

5. Filing Notice with the Securities and Exchange Commission. At the time as an affiliate places his or her order, the affiliate must file a notice with the Securities and Exchange Commission on Form 144 if the sale involves more than 5,000 shares or the aggregate dollar amount is greater than \$50,000 in any three-month period. The sale must take place within three months of filing the notice and, if the securities have not been sold, the proposed seller must file an amended notice.

Rule 144(d) requires that a period of one-year elapse between the later of the date of the acquisition of unregistered securities and any resale of such securities in reliance on Rule 144. Additionally, Rule 144(k) requires that a period of two years (calculated in accordance with Rule 144(k)) elapse between the later of the date of the acquisition of unregistered securities and any resale of such securities in reliance on Rule 144(k).

#### **Item 4. Financial Statements.**

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

- ☒ U.S. GAAP  
☐ IFRS

B. The financial statements supplied pursuant to this item have been prepared in accordance with US GAAP by persons with sufficient financial skills (See B. below for information regarding preparer).

The financial statements for this reporting period were prepared by:

Name: Jose F. Garcia  
Title: Treasurer and Chief Financial Officer

C. Financial Statements – table of contents – September 30, 2019.

Balance Sheets as of September 30, 2019 and December 31, 2018	11
Statements of Operations for the three and nine months ended September 30, 2019 and 2018	12
Statement of Changes in Stockholders' Deficit for the year ended December 31, 2018 and the nine months ended September 30, 2019	13
Statements of Cash Flows for the nine months ended September 30, 2019 and 2018	15
Notes Financial Statements	15 – 18

AIMRITE HOLDINGS CORP.  
BALANCE SHEETS

	<u>September 30, 2019</u>	<u>December 31, 2018</u>
ASSETS		
Current assets		
Cash	\$ 90	\$ 116
Total current assets	<u>90</u>	<u>116</u>
 Total assets	 <u>\$ 90</u>	 <u>\$ 116</u>
 LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable	\$ 17,750	\$ 17,000
Accrued interest payable	6,083	3,833
Related party payables	14,149	14,049
Notes payable, current	<u>25,000</u>	<u>25,000</u>
Total current liabilities	<u>62,982</u>	<u>59,882</u>
 Stockholders' deficit		
Preferred stock, \$0.001 par value; 50,000,000 shares authorized; none issued or outstanding	-	-
 Common stock, \$0.001 par value; 150,000,000 shares authorized; 133,445,698 shares issued and outstanding at September 30, 2019 and December 31, 2018, respectively	 133,446	 133,446
Additional paid in capital	18,890,489	18,890,489
Accumulated deficit	<u>(19,086,827)</u>	<u>(19,083,701)</u>
Total stockholders' deficit	<u>(62,892)</u>	<u>(59,766)</u>
 Total liabilities and stockholders' deficit	 <u>\$ 90</u>	 <u>\$ 116</u>

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

AIMRITE HOLDINGS CORP.  
STATEMENTS OF OPERATIONS

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
Revenue	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Operating expenses				
Professional fees	750	400	750	5,340
General and administrative	<u>42</u>	<u>42</u>	<u>126</u>	<u>5,721</u>
Total operating expenses	<u>792</u>	<u>442</u>	<u>876</u>	<u>11,061</u>
Loss from operations	<u>(792)</u>	<u>(442)</u>	<u>(876)</u>	<u>(11,061)</u>
Other income (expense)				
Interest expense	<u>(750)</u>	<u>(750)</u>	<u>(2,250)</u>	<u>(2,250)</u>
Total other income (expense)	<u>(750)</u>	<u>(750)</u>	<u>(2,250)</u>	<u>(2,250)</u>
Net loss available to common shareholders	<u>\$ (1,542)</u>	<u>\$ (1,192)</u>	<u>\$ (3,126)</u>	<u>\$ (13,311)</u>
Loss per common share, basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average number of common shares outstanding	<u>133,445,698</u>	<u>133,493,698</u>	<u>133,445,698</u>	<u>133,493,698</u>

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

AIMRITE HOLDINGS CORP.  
STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT

	Preferred Stock		Common Stock		Additional Paid In Capital	Accumulated Deficit	
	Shares	Amount	Shares	Amount			
December 31,	-	\$ -	133,493,698	\$ 133,494	\$ 18,890,441	\$ (19,050,311)	\$
Stock forfeited	-	-	(48,000)	(48)	48	-	
Period ended	-	-	-	-	-	(33,390)	
December 31, 2018	-	-	-	-	-	-	
December 31,	-	-	133,445,698	133,446	18,890,489	(19,083,701)	
Period ended	-	-	-	-	-	(3,126)	
December 31, 2019	-	-	-	-	-	-	
September 30,	-	\$ -	133,445,698	\$ 133,446	\$ 18,890,489	\$ (19,086,827)	\$

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

AIMRITE HOLDINGS CORP.  
STATEMENTS OF CASH FLOWS

	Nine months ended September 30,	
	2019	2018
Cash flows from operating activities		
Net loss	\$ (3,126)	\$ (13,311)
Adjustments to reconcile net loss to net cash used in operating activities:		
Expenses paid on behalf of company by related party	-	6,047
Changes in operating liabilities		
Accounts payable	750	400
Accrued interest payable	2,250	2,250
Net cash used in operating activities	<u>(126)</u>	<u>(4,614)</u>
Cash flows from investing activities	<u>-</u>	<u>-</u>
Cash flows from financing activities		
Proceeds from related party loans	100	3,000
Cash flows from financing activities	<u>100</u>	<u>3,000</u>
Net change in cash	(26)	(1,614)
Cash, beginning of period	116	1,695
Cash, end of period	<u>\$ 90</u>	<u>\$ 81</u>
Supplemental disclosure of cash flow information		
Cash paid for interest	<u>\$ -</u>	<u>\$ -</u>
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>

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

**Aimrite Holdings Corp.**  
**Notes to Financial Statements**  
**September 30, 2019**

**NOTE 1 – NATURE OF OPERATIONS AND ORGANIZATION**

The Company was organized September 6, 1988 as Q-Com Corp. under the laws of the State of Nevada. On March 31, 1995, its name was changed to Drink World, Inc. On July 21, 1995, the Company changed its name to Aimrite Holdings Corporation ("AHC"). As AHC, the Company was a technology development and commercialization company, specifically for the production and manufacturing of the COAST (Computer Optimized Adaptive Suspension Technology) system through a master license from Aimrite Systems International, Inc.

On July 24, 1995, the stockholders approved a 2-for-1 forward stock split and approved changing the par value from \$0.01 to \$0.001. The Company changed the authorized number of shares of common stock to 50,000,000 and authorized 10,000,000 shares of preferred stock at \$0.001 par value.

On July 25, 1995, the Company issued 8,000,000 shares of common stock to acquire an 80% interest in Aimrite Systems International, Inc. ("ASI"). During 1996, AHC issued 676,000 shares of common stock to pay debts of ASI. The Company also approved a 1-for-20 reverse stock split.

On February 5, 1997, the stockholders approved "spinning-off" the subsidiary, ASI, effective February 12, 1997. AHC acquired all of the assets, except patents, and all of the liabilities of ASI by returning 1,105,080 shares of ASI common stock to ASI. The Company also gave 1,753,400 shares of ASI stock to acquire a master marketing agreement and 426,548 shares for a master license to use the patents. An additional 2,000,000 shares of AHC stock was used to acquire the license and marketing agreements. Under the terms of the license and marketing agreements, AHC will also pay an 8% royalty for the right to manufacture and market the computer controlled shock absorber system and a computer controlled air suspension system developed by ASI.

On October 9, 1999, the Company amended the articles of incorporation to increase the authorized number of shares of common stock and preferred stock to 100,000,000 and 50,000,000, respectively, while maintaining their \$0.001 par value.

In 2005, a Nevada District Court appointed a custodian for the Company and new officers and directors were then appointed. On March 9, 2005, the Company filed its Form 15 with the Securities and Exchange Commission, a Certification and Notice of Termination Under Section 12(g) of the Securities Exchange Act of 1934.

From March 2007 to December 31, 2014, the Company was relatively inactive. On July 23, 2015, the Company amended its articles of incorporation to withdrawal all preferred share designations and authorizations. At that time, the Board recognized the contingent issuance for not to exceed 48,000 Preferred B Shares, which would have converted on a 1:1 basis to common stock and maintains a common stock reserve for those shares. If issued, the Company may have a right of first refusal to acquire the shares.

From 2015 until the present, the Company had actively sought to seek, investigate and, if such investigation warrants, acquire an interest in business opportunities presented to it by persons or firms who or which desire to seek the advantages of a public and traded issuer. No transactions were consummated. During this period, the Company maintained its current filings in the State of Nevada.

**Aimrite Holdings Corp.**  
**Notes to Financial Statements**  
**September 30, 2019**

**NOTE 2 – UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**

The accompanying unaudited consolidated financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, and cash flows for the periods ended September 30, 2019 and 2018 and for all periods presented herein, have been made.

The preparation of consolidated 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 at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reported period. Actual results could differ from those estimates. Management further acknowledges that it is solely responsible for adopting sound accounting practices, establishing and maintaining a system of internal accounting control and preventing and detecting fraud. The Company's system of internal accounting control is designed to assure, among other items, that (1) recorded transactions are valid; (2) all valid transactions are recorded and (3) transactions are recorded in the period in a timely manner to produce financial statements which present fairly the financial condition, results of operations and cash flows of the company for the respective periods being presented.

**NOTE 3 – GOING CONCERN**

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. However, the Company does not have significant cash or other current assets, nor does it have an established source of revenues sufficient to cover its operating costs and to allow it to continue as a going concern. Under the going concern assumption, an entity is ordinarily viewed as continuing in business for the foreseeable future with neither the intention nor the necessity of liquidation, ceasing trading, or seeking protection from creditors pursuant to laws or regulations. Accordingly, assets and liabilities are recorded on the basis that the entity will be able to realize its assets and discharge its liabilities in the normal course of business.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully its plans and eventually attain profitable operations. The accompanying financial statements do not include any adjustments that may be necessary if the Company is unable to continue as a going concern. During the next year, the Company's foreseeable cash requirements will relate to continual development of the operations of its business, maintaining its good standing and making the requisite filings with the Securities and Exchange Commission, and the payment of expenses associated with research and development. The Company may experience a cash shortfall and be required to raise additional capital. Historically, it has mostly relied upon internally generated funds and funds from the sale of shares of stock to finance its operations and growth. Management may raise additional capital through future public or private offerings of the Company's stock or through loans from private investors, although there can be no assurance that it will be able to obtain such financing. The Company's failure to do so could have a material and adverse effect upon it and its shareholders.



**Aimrite Holdings Corp.**  
**Notes to Financial Statements**  
**September 30, 2019**

**NOTE 4 - SIGNIFICANT ACCOUNTING POLICIES**

Use of Estimates

The preparation of consolidated financial statements in 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 of the financial statements and the reported amounts of revenues and expenses during the reporting period. A change in managements' estimates or assumptions could have a material impact on the Company's financial condition and results of operations during the period in which such changes occurred.

Actual results could differ from those estimates. The Company's condensed consolidated financial statements reflect all adjustments that management believes are necessary for the fair presentation of their financial condition and results of operations for the periods presented.

Cash

The Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. The company does not have cash equivalents as of September 30, 2019 or December 31, 2018.

Fair Value Measurements

The fair value of a financial instrument is the amount that could be received upon the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Financial assets are marked to bid prices and financial liabilities are marked to offer prices. Fair value measurements do not include transaction costs. A fair value hierarchy is used to prioritize the quality and reliability of the information used to determine fair values. Categorization within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The fair value hierarchy is defined into the following three categories:

Level 1: Quoted market prices in active markets for identical assets or liabilities.

Level 2: Observable market-based inputs or inputs that are corroborated by market data.

Level 3: Unobservable inputs that are not corroborated by market data.

Net Loss Per Share

Net loss per share is computed by dividing net loss by the weighted average number of common shares outstanding during the specified period. Diluted earnings per common share is computed by dividing net loss by the weighted average number of common shares and potential common shares during the specified period. For the three or six months ended September 30, 2019 and 2018, there was no such potentially dilutive shares included in the diluted weighted average shares outstanding.

## Income Taxes

Income taxes are provided for using the asset and liability method of accounting in accordance with the Income Taxes Topic of the FASB ASC. Deferred tax assets and liabilities are determined based on differences between the financial reporting and tax basis of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. A valuation allowance is established when necessary to reduce deferred tax assets to the amount expected to be realized by management. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. The computation of limitations relating to the amount of such tax assets, and the determination of appropriate valuation allowances relating to the realization of such assets, are inherently complex and require the exercise of judgment. As additional information becomes available, management continually assesses the carrying value of our net deferred tax assets.

## Stock Based Compensation

Stock based compensation is accounted for using the Equity-Based Payments to Non-Employee's Topic of the FASB ASC, which establishes standards for the accounting of transactions in which an entity exchanges its equity instruments for goods or services. It also addresses transactions in which an entity incurs liabilities in exchange for goods or services that are based on the fair value of the entity's equity instruments or that may be settled by the issuance of those equity instruments. We determine the value of stock issued at the date of grant. We also determine, at the date of grant, the value of stock at fair market value or the value of services rendered (based on contract or otherwise), whichever is more readily determinable. Shares issued to employees are expensed upon issuance.

Stock based compensation for employees is accounted for using the Stock Based Compensation Topic of the FASB ASC. We use the fair value method for equity instruments granted to employees and will use the Black-Scholes model for measuring the fair value of options, if issued. The stock based fair value compensation is determined as of the date of the grant or the date at which the performance of the services is completed (measurement date) and is recognized over the vesting periods.

## **NOTE 5 – CAPITAL STOCK**

### Authorized

The Company is authorized to issue up to 50,000,000 shares of \$0.001 par value Preferred Stock and 150,000,000 shares of \$0.001 par value Common Stock.

### Issued

There were -0- shares of Preferred Stock issued or outstanding at September 30, 2019 and December 31, 2018 and 133,445,698 shares of Common Stock issued and outstanding as of September 30, 2019 and December 31, 2018, respectively.

## **NOTE 6 – RELATED PARTY BALANCES**

The Company has received \$100 of advances from related parties to fund operations, none of which were made during the nine months ended September 30, 2019. The related party advances carry no interest and are due on demand. As such, they are included in current liabilities. There was \$14,149 and \$14,049 due to related parties as of September 30, 2019 and December 31, 2018, respectively.

**NOTE 7 – NOTE PAYABLE**

On September 21, 2017, the Company entered into a note payable for cash proceeds of \$25,000. The note carries interest at 12% per annum and is due on September 21, 2018. There was \$25,000 of principal and accrued interest totaling \$6,083 and \$3,833 due as of September 30, 2019 and December 31, 2018, respectively.

**Item 5. Issuer's Business, Products and Services.**

Summarize the issuer's business operations (if the issuer does not have current operations, state "no operations"):

The Company intends to become active as a management advisory and consulting firm for small and medium size companies, to include, but not limited to providing operational services in corporate development, restructuring, finance, and strategic growth plans, as well as strategy development, website and social media consulting. The Company will also focus on the investment of capital in private companies that are interested in expanding their business by gaining better access to financial and administrative services to start-up, emerging growth and mature businesses. We believe that we have access to investment capital and we will be able to identify and take advantage of a profitable business opportunity. The success of our plan of operation will be dependent upon the availability of funding and the management of the business opportunity. Obtaining financing and consummation of a transaction may result in the issuance of our previously authorized and unissued shares of common stock that would result in a reduction in percentage ownership of shares owned by our present and prospective stockholders and the addition of others to our management.

The Company further proposes to seek, investigate and, if such investigation warrants, acquire an interest in business opportunities presented to it by persons or firms who or which desire to seek the advantages of a public and traded issuer. The Company will not restrict its search to any specific business, industry, or geographical location and the Company may participate in a business venture of virtually any kind or nature. This discussion of the proposed business is purposefully general and is not meant to be restrictive of the Company's unlimited discretion to search for and enter into potential business opportunities.

The Company may seek a business opportunity with entities which have recently commenced operations, or which wish to utilize the public marketplace in order to raise additional capital in order to expand into new products or markets, to develop a new product or service, or for other corporate purposes. The Company may acquire assets and establish wholly owned subsidiaries in various businesses or acquire existing businesses as subsidiaries.

Company has no plans, proposals, arrangements or understandings with respect to the sale or issuance of additional securities prior to the location of an acquisition or merger candidate.

For information prior to December 31, 2016, see Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines for the period ending December 31, 2018. For further information prior to 2005, reference is made to the Company filings with the Securities and Exchange Commission which may be inspected and copied at the principal office of the SEC, 100 F Street NE, Washington, DC 20549. Copies are available at the prescribed rates. Also, the SEC maintains a website at <http://sec.gov> that contains reports, proxy and other information regarding the Company or for any registrant that files reports electronically.

#### Prior Not Completed Corporate Action:

The Board of Directors of the Company had approved a reverse stock split of the Company's authorized, issued and outstanding shares of common stock, par value \$0.001 per share (the "Common Stock"), at a ratio of 1-for-20 (the "Reverse Stock Split").

Subject to the required approval of Financial Industry Regulatory Authority ("FINRA") and other regulatory authorities, the Company had intended to implement this Reverse Stock Split. As a result, every twenty (20) shares of common stock outstanding would have been exchanged for one share of common stock and the total number of shares outstanding would have been reduced from 133,493,698 to approximately 6,672,285. No fractional shares were to be issued in association with the reverse stock split, and holders who would otherwise receive fractional shares would have their shares rounded up to the next whole share.

On October 24, 2018, FINRA Market Operations notified the Company that that pursuant to FINRA Rule 6490(d), they have determined that the corporate action request was deficient and that it was necessary for the protection of investors, the public interest, and to maintain fair and orderly markets, that documentation related to the Company's related corporate action would not be processed.

Specifically, as set forth in FINRA Rule 6490(d)(3)(2), FINRA had actual knowledge that the issuer is not current in its reporting requirements, if applicable, to the Securities and Exchange Commission or other regulatory authority. FINRA indicated that FINRA had reviewed the periodic reports filed by the Company with the Securities and Exchange Commission as required under Section 13 or 15(d) of the Exchange Act. The Company was delinquent in its periodic filings with the Securities and Exchange Commission, having failed to mandatory reports in 2001 through 2004.

The October 24, 2018 letter indicated that as a result, FINRA would cease processing documentation related to such Company Related Action and would make no announcement on the Daily List and did indicate that the Company could request an appeal of FINRA's determination in writing within seven (7) calendar days after service of its notice or the Exchange Act Rule 10b-17 Action or the corporate request would be closed. The Company did not file an appeal as (i) factually (a) the Company did not file those reports prior to the Company's filing of a Form 15 on March 9, 2005, (b) there is almost an impossibility to file the 14 year old plus missing reports, (c) the purported voiced concerns of FINRA provided no indication that any appeal would be remotely successful; and (ii) the submission of new facts that address the concerns in the deficiency letter will not serve as a basis to reverse FINRA's decision. The Company is informed and believes that if there are new facts that FINRA is requested to consider in reviewing this corporate action request, these must be submitted to FINRA Market Operations as a new request.

#### Shell Status:

As of the date hereof, the Company is defined as a "shell" company, an entity which is generally described as having no or nominal operations and with no or nominal assets or assets consisting solely of cash and cash equivalents. As a shell company, our purpose is to locate and consummate a merger or acquisition with a private entity. Based upon the proposed future business activities, the Company is also deemed to be a "blank check" company. The Securities and Exchange Commission's definition of such a company as a development stage company is that it has no specific business plan or purpose or has indicated that its business plan is to engage in a merger or acquisition with an unidentified company or companies, or other entity or person and is issuing "penny stock."

A business combination involving the issuance of the Company's securities will most likely result in the acquired company obtaining controlling interest in the Company. Any such business combination may also require our controlling shareholders to sell or transfer all or a portion of the Company's securities held.

#### Recent Issued Accounting Pronouncements:

From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board, or FASB, or other standard setting bodies and adopted by us as of the specified effective date. Unless otherwise discussed, the impact of recently issued standards that are not yet effective will not have a material impact on the Company's financial position or results of operations upon adoption.

In June 2018, the FASB issued ASU No. 2018-07, "Compensation-Stock Compensation (Topic 718): Improvements to Nonemployee Share-Based Payment Accounting," ("ASU 2018-07"), which expands the scope of Topic 718 to include share-based payment transactions for acquiring goods and services from non-employees. ASU 2018-07 is

effective for financial statements issued for quarterly periods beginning after December 15, 2018, and for the interim periods therein. The adoption of ASU 2018-07 is not expected to have a significant impact on the Company's consolidated financial statements.

In August 2018, the FASB issued ASU 2018-15, *"Customer's Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Contract"* (ASU No. 2018-15). The new standard describes the accounting for implementation, set-up, and other upfront costs incurred in a cloud computing arrangement (CCA). Under the new guidance, customers will assess if a CCA includes a software license and if a CCA does include a software license, implementation and set-up costs will be accounted for consistent with existing internal-use software implementation guidance. Implementation costs associated with a CCA that does not include a software license would be expensed to operating expenses. The standard also provides classification guidance on these implementation costs as well as additional quantitative and qualitative disclosures. The standard is effective for public business entities for fiscal years beginning after December 15, 2019, and interim periods within those fiscal years. Early adoption is permitted, including adoption in any interim periods. Entities can choose to adopt the new guidance prospectively or retrospectively. The Company is assessing this standard and currently believes it will not have any material impact on the consolidated financial statements.

In 2018, the FASB issued ASU No. 2018-02, *Income Statement-Reporting Comprehensive Income* (Topic 220): *Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income*. These new standard permits entities to reclassify to retained earnings the tax effects stranded in accumulated other comprehensive income ("AOCI") as a result of U.S. tax reform. The amendments in this update are effective for all entities for fiscal years beginning after December 15, 2018, and interim periods within those fiscal years. The Company has evaluated the impact and timing of the this standard and has concluded it will not impact the consolidated financial statements.

In 2017, the FASB issued ASU No. 2017-07, *Compensation-Retirement Benefits* (Topic 715), *Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost*. The standard requires that an employer report the service cost component in the same line items as other compensation costs arising from services rendered by the pertinent employees during the period. The other components of net benefit cost are required to be presented in the income statement separately from the service cost component and outside of operating profit. The amendments in this update are effective for public business entities for quarterly periods beginning after December 15, 2017, including interim periods within those quarterly periods. The Company adopted this ASU effective August 1, 2018 and has concluded it will not impact the consolidated financial statements.

For Accounting Pronouncements and information prior to December 31, 2016, see Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines for the Annual Period ending December 31, 2018.

The Company has considered all other recently issued accounting pronouncements and does not believe the adoption of such pronouncements will have a material impact on its consolidated financial statements.

#### **Item 6. Issuer's Facilities.**

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

Our executive and corporate offices are located at:

4116 Antique Sterling Court  
Las Vegas, Nevada 89129-3658

The executive office locations are provided at no cost to the Company by Jose F. Garcia, an officer, director and shareholder, on a month to month basis.

There are no other assets, properties of facilities owned, used or leased by the issuer.

#### **Item 7. Officers, Directors and Control Persons.**

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

##### **A. Officers, Directors, and Control Persons.**

Using the tabular format below, the Company provides information regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, regardless of the number of shares they own. If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.

As at September 30, 2019:

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Bruce N. Barton	Officer and Director	Las Vegas, Nevada	45,000,100	Common	33.72%	
Jose F. Garcia	Officer and Director	Las Vegas, Nevada	12,500,000	Common	9.31%	
North American Natural Resources Group, Inc.	Owner of more than 5%	Las Vegas, Nevada	31,500,000	Common	23.60%	(1)
Fiori Communications	Owner of more than 5%	Solana Beach, California	12,500,000	Common	9.31%	(2)

(1) Bruce N. Barton is the controlling representative of the shares of Common Stock of North American Natural Resources Group, Inc.

(2) Fiori Communications is controlled by Kelly Flowers.

#### Beneficial Ownership.

Beneficial ownership is determined in accordance with the rules of the Securities and Exchange Commission and generally includes voting or investment power with respect to securities. Unless otherwise indicated herein, to the Company's knowledge, the persons and entities named in the tables have sole voting and sole investment power with respect to all shares beneficially owned, subject to community property laws where applicable. Under the rules of the Securities and Exchange Commission, shares of the Company's Common Stock, subject to options or warrants that are currently exercisable or exercisable within 60 days of the Record Date are deemed to be outstanding and to be beneficially owned by the person holding the options or warrants for the purpose of computing the percentage ownership of that person but are not treated as outstanding for the purpose of computing the percentage ownership of any other person. Applicable percentage voting power is based on



shares of Common Stock outstanding as of the Reporting Date. The Company has no options or warrants issued and outstanding.

#### Indemnification.

The Nevada Revised Statutes and our Articles of Incorporation, as amended, allow us to indemnify the Company's officers and directors from certain liabilities. Our Bylaws provide that to the fullest extent permitted by the laws of the State of Nevada (currently set forth in NRS 78.751), as the same now exists or may hereafter be amended or supplemented, the Company shall indemnify the directors and officers, including payment of expenses as they are incurred and in advance of the final disposition of any action, suit, or proceeding. Employees, agents, and other persons may be similarly indemnified by the Company, including advancement of expenses, in such case or cases and to the extent set forth in a resolution or resolutions adopted by the Board of Directors.

Neither the Bylaws nor the Articles of Incorporation include any specific indemnification provisions for the officer or director against liability under the Securities Act. Additionally, insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons of the Company pursuant to the foregoing provisions, or otherwise, the Company has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Act and is, therefore, unenforceable.

#### **Item 8. Legal/Disciplinary History.**

A. Please identify whether any of the foregoing persons have in the past ten (10) years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses).

None of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

2. The entry of an order, judgment, or decree not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities.

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the CFTC, 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.

None of the foregoing persons have been the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None of the foregoing persons have been the subject of any 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.

B. There are no pending legal proceedings incidental to the business, to which the Company or any of its subsidiaries is a party or of which any of their property is the subject.

There are no proceedings known to be threatened or contemplated by governmental authorities.

#### **Item 9. Third Party Providers.**

Set forth below are the name, address, telephone number, and email address of each of the following outside providers that advise the Company on matters relating to operations, business development and disclosure:

Securities Counsel: None – contracted upon a need basis.

Accountant or Auditor: Financials prepared by management.

Investor Relations Consultant: None.

Other Service Providers:

Provide below is the name of any other service provider(s) that that assisted, advised, prepared or provided information with respect to this disclosure statement. This includes

counsel, advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period:

Ronald J. Stauber, Esq.  
Stauber Law Offices  
1880 Century Park East  
Suite 315  
Los Angeles, California 90067  
310.556.0080  
310.556.3687 (facsimile)  
ronstauber@stauber.com

**Item 10. Issuer Certification.**

I, Bruce N. Barton, President of Aimrite Holdings Corporation, hereby certifies that:

1. I have reviewed this Disclosure and Quarterly Report of September 30, 2019.
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 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, and for, the periods presented in this issuer's Informational Disclosure Statement.

Date: June 22, 2020

*/s/ Bruce N. Barton*

---

Bruce N. Barton  
President and Chief  
Executive Officer

I, Jose F. Garcia, Treasurer/Chief Financial Officer of Aimrite Holdings Corporation, hereby certifies that:

1. I have reviewed this Disclosure and Quarterly Report of September 30, 2019.
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 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, and for, the periods presented in this issuer's Informational Disclosure Statement.

Date: June 22, 2020

*/s/ Jose F. Garcia*

---

Jose F. Garcia  
Treasurer - Chief Financial Officer