

PotNetwork Holdings Inc.
Unaudited Consolidated Financial Statements
As of September 30, 2015

PotNetwork Holdings Inc.
Unaudited Consolidated Balance Sheets
As of September 30, 2015 and December 31, 2014

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ASSETS	Sept 30	December 31
Current Assets	2015	2014
Cash	\$34,526	\$100
Other Current Assets	710	\$0
Inventory Automobiles & Spireon GPS (Note 2)	<u>172,880</u>	\$0
Total Current assets	\$208,116	\$100
Fixed Assets, net	\$1,646	\$9,600
Rent & Utility Deposits	\$33,673	0
Auto Loans Receivable (Includes Principal, Interest , & Banks)	<u>\$3,052,041</u>	<u>0</u>
TOTAL ASSETS	<u>\$3,295,476</u>	<u>\$9,700</u>
 LIABILITIES		
Current Liabilities		
Accounts Payable and Accrued liabilities	\$54,840	\$11,700
Financial Loan Payable	<u>221,812</u>	<u>0</u>
Total Current Liabilities	\$276,652	\$11,700
Loans From Third Parties (Note 3)	106,000	209,847
Note Payable (Note 4)	<u>1,502,861</u>	<u>320,000</u>
Total Liabilities	<u>\$1,885,513</u>	<u>\$529,847</u>
 STOCKHOLDERS EQUITY		
Common ; Authorized 6,500,000,000 shares,\$.0001 par value; and 6,497,571,520 Issued and outstanding at Sept 30, 2015 and 5,399,150,326 Issued and outstanding and December 31, 2014 respectively.	\$87,573	\$87,573
Preferred Stock Class D Authorized - 6,000 shares, .00001 par value; and 760 Issued and outstanding at Sept 30, 2015 and None Issued and outstanding at Dec. 31, 2014, respectively.	\$200	\$200
Preferred Stock Class E Authorized 20,000,000 shares, .00001 par value, and 6,209,236 Issued and outstanding at Sept 30, 2015 and None issued and outstanding at Dec. 31, 2014, respectively.	\$200	\$200
Additional paid in capital	2,837,249	2,275,003
Retained Earnings (Deficit) Sunrise	\$693,557	0
Retained Earnings (Deficit) POTN	<u>-2,208,816</u>	<u>-2,902,373</u>
Retained Earnings (Deficit) Consolidated	<u>-1,515,259</u>	<u>-2,902,373</u>
	1,409,963	-539,547
Total Liabilities & Stockholders Equity	<u>\$3,295,476</u>	<u>\$9,700</u>

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

PotNetwork Holdings Inc.
Unaudited Consolidated Statements of Income
For the year Nine Months ended Sept 30, 2015 and 2014

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	<u>Nine Months Ended</u>		<u>Three Months Ended</u>	
	<u>Sept 30 2015</u>	<u>Sept 30 2014</u>	<u>Sept 30 2015</u>	<u>Sept 30 2014</u>
Sales	\$ 4,691,960	\$0	1,330,844	\$0
Cost of Sales	\$2,835,490	\$0	771,888	\$0
Gross Margin	\$1,856,470	\$0	558,956	\$0
Expenses:				
Salary & Benefits	\$459,702	\$0	84,500	\$0
General and Administrative	\$68,936	\$1,887	29,492	697
Legal & Professional	\$42,269	0	8,164	0
Advertising	\$282,370	0	99,077	0
Insurance	\$21,083	0	3,371	
Supplies	\$29,974	0	8,308	0
Rent	\$99,964	0	34,424	0
Interest	\$99,352	0	27,554	4,972
Depreciation	1,235	\$1,200	400	400
Other	\$58,028	0	17,279	0
Total Expenses	\$1,162,913	\$16,059	\$312,169	\$6,069
Profit (Loss) before income taxes	\$693,557	(\$16,059)	\$246,787	(\$6,069)
Provision for income taxes	\$0	0	\$0	\$0
Net Profit (Loss)	<u>\$693,557</u>	<u>(\$16,059)</u>	<u>\$246,787</u>	<u>(\$6,069)</u>

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PotNetwork Holdings Inc.
Unaudited Consolidated Statement of Cash Flows
For the year Nine Months ended Sept 30, 2015 and 2014

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	Nine Months Ended	
	Sept 30 2015	Sept 30 2014
	<u>2015</u>	<u>2014</u>
OPERATING ACTIVITIES		
Net Income (Loss)	\$693,557	(\$16,059)
Add:		
Depreciation	823	1,200
Adjustments to reconcile net income (loss)		
Decreases (Increases)		
Notes receivable	-	-
Inventory	\$172,880	-
Fixed Assets	-	-
Other Assets	-	-
Accts payable	43,140	-66,600
Financial Loan Payable	221,812	-
Notes Payable	<u>-1,182,861</u>	<u>0</u>
Net cash (used in) operating activities	\$2,315,073	\$77,572
Loans Receivable	<u>\$2,975,027</u>	
CASH FLOWS FROM INVESTING ACTIVITIES	(\$659,954)	
(decrease) in deferred development costs		
Increase in assets	-	-
CASH FLOWS FROM FINANCING ACTIVITIES	-	-
Proceeds from issuance of common stock	0	0
Proceeds from additional paid in capital	-	-
Net cash (used in) financing activities	<u>\$0</u>	<u>0</u>
NET INCREASE (DECREASE) IN	\$34,426	(\$3,887)
Cash, Beginning	<u>\$100</u>	<u>\$7,000</u>
Cash, Ending	<u>\$34,526</u>	<u>\$3,113</u>

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PotNetwork Holdings Inc.
Unaudited Consolidated Statement of Stockholders Equity
September 30, 2015

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<u>Description</u>	<u>Common Stock</u> <u>Shares</u>	<u>Preferred(E/F)</u> <u>Shares</u>	<u>Common</u> <u>Amount</u>	<u>Additional</u> <u>Paid-In Capital</u>	<u>Accum Equity</u> <u>(Deficit)</u>	<u>Total</u> <u>Stockholders</u> <u>Equity(Deficit)</u>
Balance						
<u>December 31,2013</u>	5,671,159,696	1,000,000	\$87,573	\$2,004,579	-2,851,546	-2,445,476
Shares Retired	(3,000,000,000)			(508,422)		
Shares Retired		(1,000,000)		404,758		
Shares Issued	798,681,000			53,000		
Shares Issued	2,727,990,625			217,424		
Net Profit (Loss)					-50,827	-50,827
Balance						
<u>December 31,2014</u>	5,399,150,326	0	\$87,573	\$ 2,171,339	(\$2,902,373)	(\$2,496,303)
Shares Issued	300,000,000	1,500 (E)		349,379		
				316,531		
Shares Issued	798,421,194					
Net Profit (Loss)					693,557	693,557
Balance						
Sept 30,2015	6,497,571,520	1,500 (E)	\$87,573	\$2,837,249	(\$2,208,816)	(\$2,049,121)
<u>Sept 30, 2105</u>	6,209,236 (F)					

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PotNetwork Holdings Inc.
Unaudited-NOTES TO FINANCIAL STATEMENTS
September 30, 2015

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NOTE 1 – NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

The Company changed its name to PotNetwork Holdings Incorporated (formerly United Treatment Centers, Inc.) on July 24, 2015. PotNetwork Holdings Inc. (the “Company”) was incorporated in the State of Wyoming. The company has two (2) subsidiaries: Sunrise Auto Mall Inc, and Potnetwork.com. On February 11, 2015 the company acquired Sunrise Auto Mall Inc.'s business operations which is a company in the Sub Prime Auto Sales industry. Potnetwork.com is a digital media company focusing exclusively on the Marijuana industry. These financial statements were prepared consolidating PotNetwork Holdings Inc, from Sunrise Auto Mall Inc & Potnetwork.com

Cash and Cash Equivalents - The Company considers all highly liquid investments purchased with an original maturity date of three months or less to be cash equivalents.

Inventory - The Company values inventory at the lower of costs or market.

Fixed Assets

Furniture, fixtures and computer equipment is recorded at cost. Depreciation is computed by the straight line and accelerated methods over the estimated lives of the assets ranging from three to seven years. Expenditures for maintenance and repairs are charged to operations as incurred.

Income Taxes

The Company accounts for income taxes using the provisions of Statement of Financial Accounting Standards (“SFAS”) No.109, Accounting for Income Taxes. Under this standard, deferred tax assets and liabilities represent the estimated tax effects of future deductible or taxable amounts attributed to differences between the financial statements carrying amounts and the tax bases of existing assets and liabilities. The standard also allows recognition of income tax benefits for loss carryforwards, credit carryforwards and certain temporary differences for which tax benefits have not previously been recorded. Valuation allowances are provided for uncertainties associated with deferred tax assets.

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PotNetwork Holdings Inc.
Unaudited-NOTES TO FINANCIAL STATEMENTS
September 30, 2015

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Note 2 – INVENTORY:

The Company's Inventory consists of the following:

	Sept 30	December 31
	2015	2014
Automobiles, valued at cost	\$130,177	\$0
Spireon- GPS, valued at cost	<u>42,703</u>	<u>0</u>
Total Fixed Assets	<u>\$172,880</u>	<u>\$0</u>

Inventory is valued at the lower of cost or market.

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PotNetwork Holdings Inc.
Unaudited-NOTES TO FINANCIAL STATEMENTS
September 30, 2015

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Note 3 – Loans from Third Parties	Sept 30 2015	December 31 2014
These loans bear 8% interest per annum and have terms of demand repayment.		
Loan from Third Parties – J.C.	\$0	\$105,847
Loan from Third Parties - K.N.	106,000	104,000
Total Loans from Third Parties	\$106,000	\$209,847

K.N. Is holder of a note dated September 11, 2012 in the original principal amount of \$ 100,000. Part of the original note was acquired in a private transaction in June 2014. The security derives from 3 convertible Promissory Notes dated March 25, 2010 amount \$ 150,000, November 4, 2010 amount \$ 50,000, and March 11, 2011 amount \$ 25,000. 4,000. The balance of the note at Sept 30, 2015 is \$ 106,000, including 2015 interest of \$ 4,000.

Notes 4 – Note Payable	Sept 30 2015	December 31 2014
These loans bear 8% interest per annum and have terms of demand repayment.		
J.C.	\$50,000	\$290,000
M.H.	0	\$30,000
D.G.	1,375,229	-
E.T. note dated May 15, 2014.	\$50,000	-
Total Note Payable	\$1,502,861	\$320,000

D.G. Is holder of a note dated February 1, 2015 in the original principal amount of \$ 1,850,000. at an interest rate of 8% annually. The Balance of the note at Sept 30, 2015 is \$ 1,402,861, including 2015 interest of \$ 18,602.

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