



1) **Name of the issuer and its predecessors**

**FIRST BITCOIN CAPITAL CORP. (formerly GRAND PACARAIMA GOLD CORP.)**

2) **Address of the issuer's principal executive offices**

Company Headquarters

900-850 West Hastings St.  
Vancouver, BC V6C 1E1  
CANADA

Phone: 647-351-2047

Email: info@bitcoincapitalcorp.com

Website(s): www.bitcoincapitalcorp.com

IR Contact

Address 1:

Address 2:

Address 3:

Phone:

Email:

Website(s):

3) **Security Information**

Trading Symbol: **BITCF**

Exact title and class of securities outstanding: COMMON Shares

CUSIP: **38610P106**

Par or Stated Value: 0.001

Total shares authorized: 500,000,000

as of: 12/31/2014

Total shares outstanding: 302,080,272

as of: 12/31/2014

Additional class of securities (if necessary):

Trading Symbol: N/A

Exact title and class of securities outstanding: N/A

CUSIP: N/A

Par or Stated Value: N/A

Total shares authorized: N/A

as of: N/A

Total shares outstanding: N/A

as of: N/A

Transfer Agent

**Integral Transfer Agency**

100 Queen St East, Suite 203

Toronto, ONT, M5S 3C2

CANADA

Phone: 416-623-8028

Is the Transfer Agent registered under the Exchange Act?\* Yes:  No:

\*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

**NONE**, with an exception of controlling shareholder(s) pursuant to SEC rule 144.

Describe any trading suspension orders issued by the SEC in the past 12 months.

**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:

**NONE**

#### **4) Issuance History**

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

**N/A**

B. Any jurisdictions where the offering was registered or qualified;

**N/A**

C. The number of shares offered;

**N/A**

D. The number of shares sold;

**N/A**

E. The price at which the shares were offered, and the amount actually paid to the issuer;

**N/A**

F. The trading status of the shares; and

**N/A**

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

**N/A**

#### **5) Financial Statements (POSTED on OTCmarkets.com on March 31, 2015)**

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

**ANNUAL REPORT for 2014 was posted to OTCIQ on March, 31, 2015**

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

**6) Describe the Issuer's Business, Products and Services:**

A. a description of the issuer's business operations;

**The Company entered into the mining exploration business with its acquisition of the mining and exploration concessions in Southern Venezuela. The Company's principal business is the acquisition, exploration and mining of mineral properties. The company has expanded its business plan to enter into the digital crypto currency business, including BitCoin and other crypto-currency related business, including Bitcoin Exchange [www.CoinQX.com](http://www.CoinQX.com)**

B. Date and State (or Jurisdiction) of Incorporation:

**FIRST BITCOIN CAPITAL CORP. (the Company) was originally organized in the State of Nevada on November 7, 1989 as United Development International and renamed Mindenao Gold Mining Corporation and reincorporated in the State of Oregon in July 2005. On February 6, 2006 the Company reorganized by dissolving its filing in Oregon and reincorporated in British Columbia, Canada as Grand Pacaraima Gold Corporation. The Company had also incorporated in the United Kingdom as Grand Pacaraima Gold Limited effective May 14, 2007 and since has dissolved that registration and reverted to Canada. On February 27, 2014 the Company changed its name to First Bitcoin Capital Corp.**

C. the issuer's primary and secondary SIC Codes;

**60999906  
104101**

D. the issuer's fiscal year end date; **12/31/2014**

E. principal products or services, and their markets;

**The company's primary business was development of gold mines and other commodities, including oil and gas properties. In 2014, Company Management decided to enter into digital or crypto currency and become industry's first Bitcoin consolidator, to be involved in Bitcoin mining, payment processing, online products sales and other Bitcoin related business. The Company plans to operate worldwide.**

**7) Describe the Issuer's Facilities**

**With the reincorporation of Mindenao Gold Mining Corporation with Grand Pacaraima Gold Corporation on February 6, 2006 the company acquired development and mining rights to mineralized property in the Pacaraima region in Southern Venezuela near the borders of Brazil and Guyana. Acquired rights include the Cerro Trompa Mine located 8 kilometers northeast of Icabaru and other mining properties including the San Miguel, Mosquito and Zapata Mines. The primary concession was granted in 1981 for 40 years on properties 3,500 meters long by 300 meters wide or approximately 4 square miles. These rights were acquired through the issue of 41,000,000 shares of common stock with a market price of \$0.04 per share or \$1,640,000. No extraction activities have commenced on the properties and the evaluation of the mineral reserves is not current. Accordingly, the company has recorded impairment of 78% of its acquisition costs**

to be compliant with current accounting principles leaving a net book value of \$360,000 for these assets.

8) **Officers, Directors, and Control Persons.**

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Simon Rubin- Chairman of the Board of Directors	0 shares	
Central Asia Franchise Holdings, LTD (Controlled by G.Rubin -Director)	100,000,000 shares	33%
Nadir Energy and Mining Corporation (Controlled by Ben Binjaminow- director)	41,700,000 shares	13.8%

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five 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);  
**N/A**
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 person's involvement in any type of business, securities, commodities, or banking activities;  
**N/A**
3. 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  
**N/A**
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.  
**N/A**

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

CENTRAL ASIA FRANCHISE HOLDINGS LTD	100,000,000 shares	33%
Controlling person- G.Rubin -director		
Resident Agent:		

CAFH- P.O.Box 6622 Woodland Hills, CA 91365

NADIR ENERGY and MINING CORPORATION  
Controlling person - Ben Binjaminow- director  
Resident agent:  
Babadostov G. 1156 Nome St., Aurora, CO 80012

41,700,000 shares 13.8%

## 9) Third Party Providers

### Legal Counsel

Robyrt Regan  
REGAN Law Office  
50 Richmond St. E  
CANADA  
Phone: 647.351.2047

A.M. Santos Law CHTD  
5440 West Sahara Avenue, Third Floor  
Las Vegas, NV 89146  
Phone: 702.749.4594

### Accountant or Auditor

Don Meyers  
749 E. Hampton Ave.  
Meza, AZ 85204  
Phone: 480-247-2001

### Investor Relations Consultant N/A

:

## 10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

I, Simon Rubin, certify that:

1. I have reviewed this quarterly disclosure statement of FIRST **BITCOIN CAPITAL 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.

March, 31, 2015

/s/ Simon Rubin /Chairman/ \_\_\_\_\_

/s/ Simon Rubin /CEO/ \_\_\_\_\_



I, Simon Rubin, CEO, certify that:

1. I have reviewed this annual disclosure statement of First Bitcoin Capital 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: March 31, 2015

*/s/ Simon Rubin*

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Simon Rubin  
CEO



# First Bitcoin Capital Corp.

## Consolidated Balance Sheets

(Unaudited)

	December 31, 2014	December 31, 2013
<b><u>ASSETS</u></b>		
Current Assets		
Cash	\$ 7,213	\$ -
Total Current Assets	<u>7,213</u>	<u>-</u>
Long-Term Assets		
Mineral Properties	<u>360,000</u>	<u>360,000</u>
Total Long-Term Assets	<u>360,000</u>	<u>360,000</u>
Total Assets	<u><u>\$ 367,213</u></u>	<u><u>\$ 360,000</u></u>
<b><u>LIABILITIES AND STOCKHOLDERS' EQUITY</u></b>		
Current Liabilities		
Operational Loans-Related Party	\$ 114,016	\$ 60,000
Total Liabilities	<u>114,016</u>	<u>60,000</u>
Stockholders' Equity		
Common Stock, authorized 500,000,000 shares, par value \$0.001, issued and outstanding on December 31, 2014 and 2013, is 302,080,272 respectively	302,080	302,080
Additional Paid-in Capital	3,154,000	3,154,000
Deficit Accumulated during Exploration Stage	<u>(3,202,883)</u>	<u>(3,156,080)</u>
Total Stockholders' Equity	<u>253,197</u>	<u>300,000</u>
Total Liabilities and Stockholders' Equity	<u><u>\$ 367,213</u></u>	<u><u>\$ 360,000</u></u>

The accompanying notes are an integral part of these statements

# First Bitcoin Capital Corp.

## Consolidated Statements of Operations

(Unaudited)

	Year Ended December 31,	
	<u>2014</u>	<u>2013</u>
Income		
Revenue	\$ -	\$ -
Cost of Goods Sold	-	-
Gross Profit	<u>-</u>	<u>-</u>
Operating Expenses		
General and Administrative	<u>46,803</u>	<u>20,000</u>
Total Expenses	<u>46,803</u>	<u>20,000</u>
Net Loss from Operations	<u>\$ (46,803)</u>	<u>\$ (20,000)</u>
Basic and Diluted (Loss) per Share	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted Average Number of Shares	<u>302,080,272</u>	<u>302,080,272</u>

The accompanying notes are an integral part of these statements

**First Bitcoin Capital Corp.**

Consolidated Statement of Stockholders' Deficit

(Unaudited)

From 7-Nov-1989 (Inception) to 31-Dec-2014

	<u>Common Stock</u>		<u>Paid in</u>	<u>Accumulated</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Capital</u>	<u>(Deficit)</u>	<u>Equity/ (Deficit)</u>
<b>Balance, December 31, 2012</b>	302,080,272	302,080	3,154,000	(3,136,080)	320,000
Net (Loss)				(20,000)	(20,000)
<b>Balance, December 31, 2013</b>	302,080,272	302,080	3,154,000	(3,156,080)	300,000
Net (Loss)				(46,803)	(46,803)
<b>Balance, December 31, 2014</b>	<u>302,080,272</u>	<u>\$ 302,080</u>	<u>\$ 3,154,000</u>	<u>\$ (3,202,883)</u>	<u>\$ 253,197</u>

The accompanying notes are an integral part of these statements

## First Bitcoin Capital Corp.

### Consolidated Statements of Cash Flows

(Unaudited)

	Year Ended	
	December 31,	
	<u>2014</u>	<u>2013</u>
Operating activities		
Net (Loss)	\$ (46,803)	\$ (20,000)
Adjustments to reconcile Net (Loss) to cash:		
Common Stock issued for Services	-	
Impairment Expense	-	-
Depreciation	-	-
Changes in Assets and Liabilities		
(Increase)/decrease in Accounts Receivable	-	-
Increase/(decrease) in Accounts Payable	-	-
Net cash (used) by operating activities	<u>(46,803)</u>	<u>(20,000)</u>
Investment activities		
Purchase of Equipment	-	-
Net cash (used) by investment activities	<u>-</u>	<u>-</u>
Financing activities		
Operational Loans-Related Party	54,016	20,000
Proceeds from sale of Common Stock		
Net cash provided by financing activities	<u>54,016</u>	<u>20,000</u>
Net (decrease) in cash	7,213	-
Cash and equivalents - beginning	-	-
Cash and equivalents - ending	<u>\$ 7,213</u>	<u>\$ -</u>
Cash Paid For:		
Interest	\$ -	\$ -
Income Taxes	<u>\$ -</u>	<u>\$ -</u>
Non-cash Activities:		
Common Stock issued for Assets	<u>\$ -</u>	<u>\$ -</u>
Common Stock issued for Services	<u>\$ -</u>	<u>\$ -</u>
Common Stock issued for Merger	<u>\$ -</u>	<u>\$ -</u>

The accompanying notes are an integral part of these statements

# **First Bitcoin Capital Corp.**

Notes to Unaudited Consolidated Financial Statements  
(December 31, 2014 and December 31, 2013)

## **NOTE 1. ORGANIZATION AND DESCRIPTION OF BUSINESS**

First Bitcoin Capital Corp (the Company) is a Canadian corporation that was originally organized in the State of Nevada on November 7, 1989 as United Development International and renamed Mindenao Gold Mining Corporation and reincorporated in the State of Oregon in July 2005. On February 6, 2006 the Company reorganized by dissolving its filing in Oregon and reincorporated in British Columbia, Canada as Grand Pacaraima Gold Corp. The Company had also incorporated in the United Kingdom as Grand Pacaraima Gold Limited effective May 14, 2007 and has since dissolved that registration and reverted to Canada. On February 27, 2014 the Company changed its name to First Bitcoin Capital Corp.

The Company entered into the mining exploration business with its acquisition of the mining and exploration concessions in Southern Venezuela. However, with its name change and the creation of three subsidiaries during 2014 has expanded its principal business into the high technology field of digital crypto currency.

## **NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### Financial Statement Presentation

The Company has implemented ASU 2014-10 Topic 915 by removing the financial reporting distinction between development stage entities and other reporting entities.

### Basis of Presentation

The financial statements and accompanying notes are prepared in accordance with accounting principles generally accepted in the United States of America.

### Use of estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

### Cash and Cash Equivalents

Cash and cash equivalents consist of cash and short term deposits with original maturities of three months or less when purchased. As of December 31, 2014, cash and cash equivalents consists of cash and cash in trust.

### Risks and Uncertainties

The Company is subject to several categories of risk associated with its activities. Mineral exploration and production is a speculative business, and involves a high degree of risk. Among the factors that have a direct bearing on the Company's prospects are uncertainties inherent in estimating mineral deposits, future mining production, and cash flows, particularly with respect to properties that have not been fully proven with economic mineral reserves; access to additional capital; changes in the price of the underlying commodity; availability and cost of services and equipment; and the presence of competitors with greater financial resources and capacity.

The further development and acceptance of the Bitcoin Network and other Digital Math-Based Asset systems, which represent a new and rapidly changing industry, are subject to a variety of risk factors that are difficult to evaluate

### Mineral Property Costs

Mineral property exploration costs are expensed as incurred. Mineral property acquisition costs are initially capitalized when incurred. The Company assesses the carrying costs for impairment at each fiscal quarter end. When it has been determined that a mineral property can be economically developed as a result of establishing proven and probable reserves, the costs then incurred to develop such property, are capitalized. Such costs will be amortized using the units-of-production method over the estimated life of the probable reserve. If mineral properties are subsequently abandoned or impaired, any capitalized costs will be charged to operations.

### Environmental Costs

Environmental expenditures that relate to current operations are expensed or capitalized as appropriate. Expenditures that relate to an existing condition caused by past operations, and which do not contribute to current or future revenue generation, are expensed. Liabilities are recorded when environmental assessments and/or remedial efforts are probable, and the cost can be reasonably estimated. Generally, the timing of these accruals coincides with the earlier of completion of a feasibility study or the Company's commitments to plan of action based on the then known facts.

To date the Company has experienced no environmental costs.

### Impairment of Long-Lived Assets

The Company reviews the recoverability of its long-lived assets whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. The estimated future cash flows are based upon, among other things, assumptions about future operating performance, and may differ from actual cash flows. Long-lived assets evaluated for impairment are grouped with other assets to the lowest level for which identifiable cash flows are largely independent of the cash flows of other groups of assets and liabilities. If the sum of the projected undiscounted cash flows (excluding interest) is less than the carrying value of the assets, the assets will be written down to the estimated fair value in the period in which the determination is made.

During the years ended December 31, 2014 and 2013, impairment was zero and zero respectively.

### Basic and Diluted Net Income (Loss) Per Share

The Company is required to present both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is computed by dividing net income (loss) available to common shareholders (numerator) by the weighted average number of shares outstanding (denominator) during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period using the treasury stock method and convertible preferred stock using the if-converted method. In computing Diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential shares if their effect is anti dilutive.

The Company has no dilutive instruments.

### Income Taxes

The provision for income taxes is the total of the current taxes payable and the net of the change in the deferred income taxes. Provision is made for the deferred income taxes where differences exist between the period in which transactions affect current taxable income and the period in which they enter into the determination of net income in the financial statements.

### Recent Accounting Guidance

The Company has evaluated the recent accounting pronouncements through ASU 2014-18 and has implemented ASU 2014-10 by eliminating reference to itself as a development stage entity and inception-to-date reporting. The Company believes that none of the other pronouncements will have a material effect on the company's financial statements.

### **NOTE 3. GOING CONCERN**

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. However, at December 31, 2014 the Company has an accumulated loss of \$3,202,883 of which \$2,740,000 result from the purchase of mineral properties with the issuance of common stock and subsequent impairment for the lack of extraction activities. This raises substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from this uncertainty.

#### Management's Plan

The Company has recently entered into the digital crypto currency business and plans to expand efforts to include mining bitcoins, the development of new types of crypto currency and the launching of an online digital currency exchange with an intention of consolidating this emerging industry under its corporate umbrella. During the year ended December 31, 2014 the Company organized three subsidiaries as listed below to further its business objectives.

Bit Coin ATM Franchise Corp's principal activity is to provide a workable format for individuals or businesses to enter the crypto currency business. BITMINER CC LTD's principal activity is to provide a platform for mining cyber currency. CoinQX Exchange Limited's principal activity is the control and exchange of bitcoin into other crypto currencies. Each of these Companies is expected to be brought into full activity during 2015. Additionally, the Company is working to organize a variety of business that will facilitate the exchange cyber currencies for product and services.

Management continues to seek funding from its shareholders and other qualified investors to pursue its business plan. These funds may be raised through equity financing, debt financing, or other sources, which may result in further dilution in the equity ownership of our shares. There is still no assurance that the Company will be able to maintain operations at a level sufficient for an investor to obtain a return on his investment. Further, the Company may continue to be unprofitable. The Company needs to raise additional funds in the immediate future in order to proceed with its exploration program.

### **NOTE 4. OPERATIONAL LOANS -- RELATED PARTY**

The Company has received non-interest bearing demand operational loans from a major shareholder with an accumulated total of \$114,016 as of December 31, 2014.



## NOTE 5. STOCKHOLDERS' EQUITY

### Common Stock

The Company is authorized to issue 500,000,000 common shares with a par value of \$0.001 per share.

With the reincorporation and merger of Mindenao Gold Mining Corporation and Grand Pacaraima Gold Corporation on February 6, 2006 the company acquired development and mining rights to mineralized property in the Pacaraima region in Southern Venezuela through the issue of 41,000,000 common shares at a market value of \$0.04 per share or \$1,640,000. The reincorporation resulted in 61,080,272 common shares issued and outstanding.

During the year ended December 31, 2007, the Company issued 100,000,000 common shares to acquire mineral property interests valued at \$1,100,000; 120,000,000 for an 80% interest in oil production properties and 21,000,000 common shares for \$27,000 cash and \$309,000 in consulting services.

The Company has since not issued any additional shares.

## NOTE 6. PROVISION FOR INCOME TAXES

The Company provides for income taxes under ASC 740 "Income Taxes" which requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect currently.

The standard requires the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. In the Company's opinion, it is uncertain whether they will generate sufficient taxable income in the future to fully utilize the net deferred tax asset. Accordingly, a valuation allowance equal to the deferred tax asset has been recorded. The total deferred tax asset is \$1,121,009 which is calculated by multiplying a 35% estimated tax rate by the cumulative net operating loss (NOL) of \$3,202,883. The total valuation allowance is a comparable \$1,121,009. Details for the years ended December 31, 2014 and 2013:

	December 31, 2014	December 31, 2013
Deferred Tax Asset	\$ 16,381	\$ 7,000
Valuation Allowance	(16,381)	(7,000)
Current Taxes Payable	-	-
Income Tax Expense	<u>\$ -</u>	<u>\$ -</u>

First Bitcoin Capital Corp.  
Notes to Unaudited Financial Statements-Continued

The federal NOL is due to expire 20 years from the date of its creation. The chart below shows the year of creation, the amount of each estimated year's NOL and the year of expiration if not utilized.

<u>Year</u>	<u>Amount</u>	<u>Expiration</u>
2006	20,080	2026
2007	336,000	2027
2008	-	2028
2009	2,740,000	2029
2010	13,000	2030
2011	14,000	2031
2012	13,000	2032
2013	20,000	2033
2014	46,803	2034
Total	<u>\$ 3,202,883</u>	

**NOTE 7. MINERAL PROPERTY**

With the reincorporation of Mindenao Gold Mining Corporation with Grand Pacaraima Gold Corporation on February 6, 2006 the company acquired development and mining rights to mineralized property in the Pacaraima region in Southern Venezuela near the borders of Brazil and Guyana. Acquired rights include the Cerro Trompa Mine located 8 kilometers northeast of Icabaru and other mining properties including the San Miguel, Mosquito and Zapata Mines. The primary concession was granted in 1981 for 40 years on properties 3,500 meters long by 300 meters wide or approximately 4 square miles.

These rights were acquired through the issue of 41,000,000 shares of common stock with a market price of \$0.04 per share or \$1,640,000. No extraction activities have commenced on the properties and the evaluation of the mineral reserves is not current. Accordingly, the company has recorded impairment of 78% of its acquisition costs to be compliant with current accounting principles leaving a net book value of \$360,000 for these assets.

**NOTE 8. ORGANIZATION AND CONSOLIDATION OF SUBSIDIARIES**

During the year ended December 31, 2014 the Company organized three subsidiaries in the digital crypto currency business. On February 27, 2014 in the state of Colorado the Company organized, Bit Coin ATM Franchise Corp as confirmed with a Certificate of Good Standing on March 30, 2015 its principle activity is to provide a workable format for individuals or businesses to enter the crypto currency business. On March 21, 2014, the Company organized BITMINER CC LTD with the Companies House of England and Wales with its principal activity to be the mining of digital crypto currency. On July 4, 2014, the Company organized CoinQX Exchange Limited in British Columbia, Canada its primary activity to be the exchange of bitcoin into other crypto currencies. Each of these Companies is expected to be brought into full activity during 2015.

The Company consolidated these statements with the only activity recorded by its subsidiaries from CoinQX Exchange Limited which was \$800 cash from an \$800 notes payable.