

Exhibit 1

Attachment F

ABC INC

PROFIT & LOSS STATEMENT

1/1/2012 - 12/31/2012

SALES		\$500,000
COST OF GOODS SOLD		<u>\$200,000</u>
GROSS PROFIT		\$300,000
EXPENSES		
OFFICER SALARY	\$40,000	
WAGES	\$60,000	
RENT	\$20,000	
TAXES	\$10,000	
DEPRECIATION	\$10,000	
ADVERTISING	\$20,000	
ACCOUNTING	\$5,000	
AUTO	\$10,000	
BANK CHARGES	\$1,000	
INSURANCE	\$4,000	
LEGAL	\$6,000	
POSTAGE	\$2,000	
SECURITY	\$5,000	
TELEPHONE	\$2,000	
UTILITIES	<u>\$5,000</u>	
TOTAL EXPENSES		<u>\$200,000</u>
NET INCOME		<u>\$100,000</u>

Exhibit 2

Form **1120**

U.S. Corporation Income Tax Return

OMB No. 1545-0123

Department of the Treasury
Internal Revenue Service

For calendar year 2012 or tax year beginning _____, 2012, ending _____,
 ▶ Information about Form 1120 and its separate instructions is at www.irs.gov/form1120.

2012

A Check if: 1 a Consolidated return (attach Form 851) <input type="checkbox"/> b Life/nonlife consolidated return <input type="checkbox"/> 2 Personal holding co (attach Sch PH) <input type="checkbox"/> 3 Personal service corp (see instrs) <input type="checkbox"/> 4 Schedule M-3 attached <input type="checkbox"/>	TYPE OR PRINT ABC, INC THE HARDWARE STORE 100 COLFAX ST DENVER, CO 80202	B Employer identification number 11-1111111	C Date incorporated _____	D Total assets (see instructions) \$ 0.	E Check if: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Name change (4) <input type="checkbox"/> Address change
--	---	---	---	---	---

I N C O M E	1 a	Gross receipts or sales	1 a	500,000.	
		b	Returns and allowances	1 b	
		c	Balance. Subtract line 1b from line 1a	1 c	500,000.
	2		Cost of goods sold (attach Form 1125-A)	2	200,000.
	3		Gross profit. Subtract line 2 from line 1c	3	300,000.
	4		Dividends (Schedule C, line 19)	4	
	5		Interest	5	
	6		Gross rents	6	
	7		Gross royalties	7	
	8		Capital gain net income (attach Schedule D (Form 1120))	8	
	9		Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797)	9	
10		Other income (see instructions - attach schedule)	10		
11		Total income. Add lines 3 through 10	11	300,000.	
D E D U C T I O N S	12	Compensation of officers (see instructions - attach Form 1125-E)	12	40,000.	
	13	Salaries and wages (less employment credits)	13	60,000.	
	14	Repairs and maintenance	14		
	15	Bad debts	15		
	16	Rents	16	20,000.	
	17	Taxes and licenses	17	10,000.	
	18	Interest	18		
	19	Charitable contributions	19		
	20	Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562)	20	10,000.	
	21	Depletion	21		
	22	Advertising	22	20,000.	
	23	Pension, profit-sharing, etc, plans	23		
	24	Employee benefit programs	24		
	25	Domestic production activities deduction (attach Form 8903)	25		
	26	Other deductions (attach statement) SEE STATEMENT 1	26	40,000.	
	27	Total deductions. Add lines 12 through 26	27	200,000.	
	28	Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11	28	100,000.	
T X C R S A N D P M T S	29a	Net operating loss deduction (see instructions)	29 a		
		b Special deductions (Schedule C, line 20)	29 b		
		c Add lines 29a and 29b	29 c		
30	Taxable income. Subtract line 29c from line 28 (see instructions)	30	100,000.		
31	Total tax (Schedule J, Part I, line 11)	31	22,250.		
32	Total payments and refundable credits (Schedule J, Part II, line 21)	32	0.		
33	Estimated tax penalty (see instructions). Check if Form 2220 is attached <input checked="" type="checkbox"/>	33			
34	Amount owed. If line 32 is smaller than the total of lines 31 and 33, enter amount owed	34	22,250.		
35	Overpayment. If line 32 is larger than the total of lines 31 and 33, enter amount overpaid	35			
36	Enter amount from line 35 you want: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	36			

Sign Here ▶ Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer _____ Date _____ Title _____

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	SELF-PREPARED			
	Firm's address ▶			Firm's EIN ▶	
			Phone no.		

291

2012

FEDERAL STATEMENTS

PAGE 1

CLIENT 11111111

ABC, INC
THE HARDWARE STORE

11-1111111

2/06/13

10:28AM

STATEMENT 1
FORM 1120, LINE 26
OTHER DEDUCTIONS

ACCOUNTING	\$	5,000.
AUTO AND TRUCK		10,000.
BANK CHARGES		1,000.
INSURANCE		4,000.
LEGAL AND PROFESSIONAL		6,000.
POSTAGE		2,000.
SECURITY		5,000.
TELEPHONE		2,000.
UTILITIES		5,000.
TOTAL	\$	<u>40,000.</u>

(0023)

2012

-or-

COLORADO
C Corporation Income Tax
Form 112

Do Not Submit Federal Return, Forms or Schedules when Filing this Return.

Fiscal Year Beginning	
1/01	2012
ending	
12/31	2012

Name of Corporation ABC, INC THE HARDWARE STORE	Colorado Account Number •
Address 100 COLFAX ST	Federal Employer Identification Number • 11-1111111
City DENVER	State ZIP CO 80202

Final Return

If you are submitting a statement disclosing a listed or reportable transaction, check this box

A Apportionment of Income. This return is being filed for:

(42) A corporation not apportioning income;

(43) A corporation engaged in interstate business apportioning income using single-factor apportionment (Schedule SF required);

(44) A corporation engaged in interstate business apportioning income under special regulation;

(45) A corporation electing to pay a tax on its gross Colorado sales;

(47) Other, federal form filed.

B Separate/Consolidate/Combined Filing. This return is being filed by:

A single corporation filing a separate return;

An affiliated group of corporations electing to file a consolidated return (Warning: such election is binding for four years).
 If your election was made in a prior year, enter the year of election here: _____ (Schedule C required);

An affiliated group of corporations required to file a combined return (Schedule C required);

An affiliated group of corporations required to file a combined return that includes another affiliated, consolidated group (Schedule C required).

Federal Taxable Income		Round to the Nearest Dollar	
1	Federal taxable income from Form 1120.....	1	100,000 00
2	Federal taxable income of companies not included in this return.....	2	00
3	Net federal taxable income, line 1 minus line 2.....	3	100,000 00
Additions			
4	Federal net operating loss deduction.....	4	00
5	Colorado income tax deduction.....	5	00
6	Other additions, include explanation.....	6	00
7	Total of lines 3 through 6.....	7	100,000 00
Subtractions			
8	Exempt federal interest.....	8	00
9	Excludable foreign source income.....	9	00
10	Colorado source capital gain (asset acquired on or after 5/9/94, held five years).....	10	00
11	Other subtractions, include explanation.....	11	00
12	Total of lines 8 through 11.....	12	0 00
Taxable Income			
13	Modified federal taxable income, line 7 minus line 12.....	13	100,000 00
14	Colorado taxable income before net operating loss deduction.....	14	100,000 00
15	Colorado net operating loss deduction (May not exceed \$250,000).....	15	00
16	Colorado taxable income, line 14 minus line 15.....	16	100,000 00
17	Tax, 4.63% of the amount on line 16.....	17	4,630 00
Credits			
18	Total nonrefundable credits from line 73, Form 112CR (may not exceed tax on line 17).....	18	0 00
19	Net tax, line 17 minus line 18.....	19	4,630 00
20	Recapture of prior year credits.....	20	00

21	Total of lines 19 and 20.....	21	4,630	00
22	Estimated tax and extension payments and credits.....	22		00
23	W-2G Withholding from lottery winnings.....	23		00
24	Refundable innovative motor vehicle credit from line 74, Form 112CR.....	24		00
25	Total of lines 22 through 24.....	25		00
26	Net tax due. Subtract line 25 from line 21.....	26	4,630	00
27	Penalty.....	27		00
28	Interest.....	28		00
29	Estimated tax penalty due.....	29		00
30	Total due. Enter the sum of lines 26 through 29.....	30	4,630	00
31	Overpayment, line 25 minus line 21.....	31		00
32	Amount from line 31 to carry forward for future year estimated tax.....	32		00
33	Amount from line 31 to be refunded.....	33		00

Direct Deposit

Routing number _____ Type: Checking Savings
Account number _____

Pay Electronically at www.Colorado.gov/RevenueOnline or Mail and Make Checks Payable To:
Colorado Department of Revenue, Denver, CO 80261-0006

The State may convert your check to a one time electronic banking transaction. Your bank account may be debited as early as the same day received by the State. If converted, your check will not be returned. If your check is rejected due to insufficient or uncollected funds, the Department of Revenue may collect the payment amount directly from your bank account electronically.

C The corporation's books are in care of:

Name		Telephone Number	
Address		City	State ZIP

D Business code number per federal return (NAICS).....

E Year corporation began doing business in Colorado.....

F May the Colorado Department of Revenue discuss this return with the paid preparer shown below (see instructions) .. Yes No

G Kind of business in detail:

H Has the Internal Revenue Service made any adjustments in the corporation's income or tax or have you filed amended federal income tax returns at any time during the last four years? Yes No If Yes, for which year(s)?
Did you file amended Colorado returns to reflect such changes or submit copies of the Federal Agent's reports? Yes No

Under penalties of perjury in the second degree, I declare that I have examined this return and to the best of my knowledge is true, correct and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Person or Firm preparing return (name, address and telephone number):

SELF-PREPARED

Signature and Title of Officer	Date
--------------------------------	------

Exhibit 3

Form **1120**

U.S. Corporation Income Tax Return

OMB No. 1545-0123

For calendar year 2012 or tax year beginning _____, 2012, ending _____, _____
 ▶ Information about Form 1120 and its separate instructions is at www.irs.gov/form1120.

2012

A Check if: 1 a Consolidated return (attach Form 851) <input type="checkbox"/> b Life/nonlife consolidated return <input type="checkbox"/> 2 Personal holding co (attach Sch PH) <input type="checkbox"/> 3 Personal service corp (see instrs) <input type="checkbox"/> 4 Schedule M-3 attached <input type="checkbox"/>	TYPE OR PRINT	ABC, INC THE MEDICAL MARIJUANA CENTER 100 COLFAX ST DENVER, CO 80202	B Employer identification number 11-1111111 C Date incorporated D Total assets (see instructions) \$ 0.
E Check if: (1) Initial return (2) Final return (3) Name change (4) Address change			

I N C O M E	1 a	Gross receipts or sales	1 a	500,000.	
	1 b	Returns and allowances	1 b		
	1 c	Balance. Subtract line 1b from line 1a	1 c		500,000.
	2	Cost of goods sold (attach Form 1125-A)	2		200,000.
	3	Gross profit. Subtract line 2 from line 1c	3		300,000.
	4	Dividends (Schedule C, line 19)	4		
	5	Interest	5		
	6	Gross rents	6		
	7	Gross royalties	7		
	8	Capital gain net income (attach Schedule D (Form 1120))	8		
	9	Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797)	9		
10	Other income (see instructions - attach schedule)	10			
11	Total income. Add lines 3 through 10	11		300,000.	
D E D U C T I O N S	12	Compensation of officers (see instructions - attach Form 1125-E)	12		
	13	Salaries and wages (less employment credits)	13		
	14	Repairs and maintenance	14		
	15	Bad debts	15		
	16	Rents	16		
	17	Taxes and licenses	17		
	18	Interest	18		
	19	Charitable contributions	19		
	20	Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562)	20		
	21	Depletion	21		
22	Advertising	22			
23	Pension, profit-sharing, etc, plans	23			
24	Employee benefit programs	24			
25	Domestic production activities deduction (attach Form 8903)	25			
26	Other deductions (attach statement)	26			
27	Total deductions. Add lines 12 through 26	27		0.	
28	Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11	28		300,000.	
29	29a	Net operating loss deduction (see instructions)	29a		
	29b	Special deductions (Schedule C, line 20)	29b		
	29c	Add lines 29a and 29b	29c		
T X C R S A N D R E F U N D A B L E	30	Taxable income. Subtract line 29c from line 28 (see instructions)	30		300,000.
	31	Total tax (Schedule J, Part I, line 11)	31		100,250.
	32	Total payments and refundable credits (Schedule J, Part II, line 21)	32		0.
	33	Estimated tax penalty (see instructions). Check if Form 2220 is attached <input checked="" type="checkbox"/>	33		
	34	Amount owed. If line 32 is smaller than the total of lines 31 and 33, enter amount owed	34		100,250.
	35	Overpayment. If line 32 is larger than the total of lines 31 and 33, enter amount overpaid	35		
36	Enter amount from line 35 you want: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	36			

Sign Here ▶ Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer _____ Date _____ Title _____

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	SELF-PREPARED			
	Firm's address ▶				Firm's EIN ▶
					Phone no. _____

(0023)
2012
 -Or-

COLORADO
C Corporation Income Tax
Form 112

Do Not Submit Federal Return, Forms or Schedules when Filing this Return.

Fiscal Year Beginning	1/01	2012
ending	12/31	2012

Name of Corporation ABC, INC THE MEDICAL MARIJUANA CENTER	Colorado Account Number •
Address 100 COLFAX ST	Federal Employer Identification Number • 11-1111111
City DENVER	State ZIP CO 80202

Final Return

If you are submitting a statement disclosing a listed or reportable transaction, check this box

- **A Apportionment of Income.** This return is being filed for:
 - (42) A corporation not apportioning income;
 - (43) A corporation engaged in interstate business apportioning income using single-factor apportionment (Schedule SF required);
 - (44) A corporation engaged in interstate business apportioning income under special regulation;
 - (45) A corporation electing to pay a tax on its gross Colorado sales;
 - (47) Other, federal form filed.
- **B Separate/Consolidate/Combined Filing.** This return is being filed by:
 - A single corporation filing a separate return;
 - An affiliated group of corporations electing to file a consolidated return (Warning: such election is binding for four years).
If your election was made in a prior year, enter the year of election here: _____ (Schedule C required);
 - An affiliated group of corporations required to file a combined return (Schedule C required);
 - An affiliated group of corporations required to file a combined return that includes another affiliated, consolidated group (Schedule C required).

Federal Taxable Income		Round to the Nearest Dollar	
1	Federal taxable income from Form 1120	1	300,000 00
2	Federal taxable income of companies not included in this return	2	00
3	Net federal taxable income, line 1 minus line 2	3	300,000 00
Additions			
4	Federal net operating loss deduction	4	00
5	Colorado income tax deduction	5	00
6	Other additions, include explanation	6	00
7	Total of lines 3 through 6	7	300,000 00
Subtractions			
8	Exempt federal interest	8	00
9	Excludable foreign source income	9	00
10	Colorado source capital gain (asset acquired on or after 5/9/94, held five years)	10	00
11	Other subtractions, include explanation	11	00
12	Total of lines 8 through 11	12	0 00
Taxable Income			
13	Modified federal taxable income, line 7 minus line 12	13	300,000 00
14	Colorado taxable income before net operating loss deduction	14	300,000 00
15	Colorado net operating loss deduction (May not exceed \$250,000)	15	00
16	Colorado taxable income, line 14 minus line 15	16	300,000 00
17	Tax, 4.63% of the amount on line 16	17	13,890 00
Credits			
18	Total nonrefundable credits from line 73, Form 112CR (may not exceed tax on line 17)	18	0 00
19	Net tax, line 17 minus line 18	19	13,890 00
20	Recapture of prior year credits	20	00

21	Total of lines 19 and 20.....	21	13,890	00
22	Estimated tax and extension payments and credits.....	22		00
23	W-2G Withholding from lottery winnings.....	23		00
24	Refundable innovative motor vehicle credit from line 74, Form 112CR.....	24		00
25	Total of lines 22 through 24.....	25		00
26	Net tax due. Subtract line 25 from line 21.....	26	13,890	00
27	Penalty.....	27		00
28	Interest.....	28		00
29	Estimated tax penalty due.....	29		00
30	Total due. Enter the sum of lines 26 through 29.....	30	13,890	00
31	Overpayment, line 25 minus line 21.....	31		00
32	Amount from line 31 to carry forward for future year estimated tax.....	32		00
33	Amount from line 31 to be refunded.....	33		00

Direct Deposit

Routing number _____ Type: Checking Savings
Account number _____

**Pay Electronically at www.Colorado.gov/RevenueOnline or Mail and Make Checks Payable To:
Colorado Department of Revenue, Denver, CO 80261-0006**

The State may convert your check to a one time electronic banking transaction. Your bank account may be debited as early as the same day received by the State. If converted, your check will not be returned. If your check is rejected due to insufficient or uncollected funds, the Department of Revenue may collect the payment amount directly from your bank account electronically.

C The corporation's books are in care of:

Name		Telephone Number	
Address		City	State ZIP

D Business code number per federal return (NAICS).....

E Year corporation began doing business in Colorado.....

F May the Colorado Department of Revenue discuss this return with the paid preparer shown below (see instructions) .. Yes No

G Kind of business in detail:

H Has the Internal Revenue Service made any adjustments in the corporation's income or tax or have you filed amended federal income tax returns at any time during the last four years? Yes No If Yes, for which year(s)?
Did you file amended Colorado returns to reflect such changes or submit copies of the Federal Agent's reports? Yes No

<p>Under penalties of perjury in the second degree, I declare that I have examined this return and to the best of my knowledge is true, correct and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.</p>	Person or Firm preparing return (name, address and telephone number): SELF-PREPARED
	Signature and Title of Officer _____ Date _____