

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

ALLIANCE CREATIVE GROUP, INC

FORMERLY INVICTA GROUP, INC

7366 N. Lincoln Ave Ste 105

Lincolnwood, IL. 60712

312-498-9769

www.ACGX.us

Info@ACGemail.com

Annual Report

For the period ending December 31, 2023
(the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was: 4,079,211

4,079,211 as of 12/31/2023 (Current Reporting Period Date)

2,854,211 as of 12/31/2022 (Most Recent Completed Fiscal Year End)

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control¹⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

Current name is Alliance Creative Group, Inc. since Oct, 22, 2010

Incorporated in the State of Nevada on June 1, 2000 as Invicta Group, Inc.

Current State and Date of Incorporation or Registration: Currently in Nevada and Incorporated in the State of Nevada on June 1, 2000

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

No changes in the past 5 years

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

No Trading Suspensions

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

None in the past 12 months

Address of the issuer's principal executive office:

7366 N. Lincoln Ave Ste 105, Lincolnwood, IL. 60712

Address of the issuer's principal place of business:

X Check if principal executive office and principal place of business are the same address:

¹⁴ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer Company
Phone: 702-361-3033
Email: joslyn@pacificstocktransfer.com
Address: 4045 South Spencer Street, Suite 403
Las Vegas, NV 89119

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>ACGX</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>01858T206</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>8,000,000</u>	<u>as of: 12/31/2023</u>
Total shares outstanding:	<u>4,079,211</u>	<u>as of: 12/31/2023</u>
Total number of shareholders of record:	<u>2,310</u>	<u>as of: 02/08/2023</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of security:	<u>Preferred Series G</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>10,000,000</u>	<u>as of: 12/31/2023</u>
Total shares outstanding:	<u>1</u>	<u>as of: 12/31/2023</u>
Total number of shareholders of record:	<u>1</u>	<u>as of: 12/31/2023</u>

Exact title and class of securities outstanding:	<u>Preferred Series H</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>2,000,000</u>	<u>as of: 12/31/2023</u>
Total shares outstanding:	<u>601,700</u>	<u>as of: 12/31/2023</u>
Total number of shareholders of record:	<u>2</u>	<u>as of: 12/31/2023</u>

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. **For common equity, describe any dividend, voting and preemption rights.**

No dividend, 1 for 1 voting rights, no preferred or preemption rights

2. **For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.**

Series G = No dividend, Liquidation is 1,000,000 shares per share, Voting is the sum of the following: one million (1,000,000) votes per share plus the number of shares of the Company's common stock outstanding.

Series H = No Dividend, but accumulate 4% interest and conversion rights at 30% discount to market from the average of the lowest 3 closing prices during the last 10 days of trading into common shares. No voting rights.

3. **Describe any other material rights of common or preferred stockholders.**

None

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None

3) Issuance History

*The goal of this section is to provide disclosure with respect to each event that resulted in any 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.***

Disclosure under this item shall include, in chronological order, all offerings and issuances of 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. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance:</u> Date <u>12/31/2021</u> Common: 2,014,211 Preferred G: 4,000,000 Preferred H: 709,501			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or canceled)	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. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>01/01/2022</u>	<u>New Issuance</u>	<u>135,000</u>	<u>Common</u>	<u>\$25,000</u>	<u>No</u>	<u>Richard Silverman</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/8/22</u>	<u>New Issuance</u>	<u>225,000</u>	<u>Common</u>	<u>\$63,630</u>	<u>yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>5/10/22</u>	<u>New Issuance</u>	<u>230,000</u>	<u>Common</u>	<u>\$25,000</u>	<u>No</u>	<u>Richard Silverman</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>11/10/22</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$26,040</u>	<u>yes</u>	<u>Sherin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>1/16/23</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$40,000</u>	<u>No</u>	<u>Richard Silverman</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>1/24/23</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$24,720</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>7/24/23</u>	<u>New Issuance</u>	<u>325,000</u>	<u>Common</u>	<u>\$57,525</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>9/13/23</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$40,000</u>	<u>No</u>	<u>Richard Silverman</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>Rule 144</u>
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date <u>12/31/2023</u> Common: 4,079,211 Preferred G: 1 Preferred H: 601,700									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

Use the space below to provide any additional details, including footnotes to the table above:

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☐ (If yes, you must complete the table below)

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. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
05/25/2023	\$250,000	\$250,000	Pay \$6,250 Quarterly	05/24/2025	30% discount to market converted at the average price of the lowest 4 closes during the last 10 days	Robert & Julie DePalma	Loan
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

Use the space below to provide any additional details, including footnotes to the table above:

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")
On December 31, 2022, the Board of Directors of Alliance Creative Group, Inc., a Nevada corporation (the "Company"), ratified the following actions by unanimous written consent:

Pursuant to the Asset Purchase Agreement wherein the Company acquired all of the outstanding membership interests and manager interests of two limited liability companies. This included 6403 N WAYNE OWNER,

LLC, a Delaware limited liability company (the ‘First Company’) that owns the real property located at 6403 N. Wayne and which contains a sixteen unit corner walk-up, mixed-use building on the border of the Edgewater and Rogers Park neighborhoods of Chicago, Illinois. The Company also acquired all of the outstanding membership interests and manager interests of Peak Construction Group, LLC, a Delaware limited liability company (the ‘Second Company’). The Second Company is in the construction business with a management team that is experienced in commercial, multi-family, senior living, healthcare, industrial, hospitality, and academic construction market segments. The Second Company also provides design/build services with construction management to offer building and service experience. The purchase of the First Company and the Second Company were each acquired via the Company’s assumption of the then outstanding liabilities of each of them. That is, the Company acquired both the First Company and the Second Company merely by assuming their existing liabilities.

Pursuant to the Acquisition and Exchange Agreement wherein the Company completed an exchange transaction.

Pursuant to the Divestiture and Stock Purchase Agreement wherein the Company completed the divestiture of the packaging business that it has historically owned

If the Company is able to implement its business plans and subject to favorable market conditions, the Company seeks to operate as a holding company. The Company believes that this may allow the Company to gain the benefits that may serve a “shared resource strategy” whereby its subsidiaries and real estate investments may gain the benefits of vertical integration with the opportunity to achieve operating efficiencies and cost savings. If these efforts are successful, the Company anticipates that it may, subject to market conditions, acquire additional real estate assets with a focus on special situations and distressed assets.

In addition and as a secondary strategy, the Company may seek to acquire or originate secured loans and, if circumstances allow, to invest funds in early-stage companies, if market conditions and opportunities allow. If the Company is successful in these strategies, the Company anticipates that it may allow it to better utilize its planned shared resource model. As currently planned and subject to further review of future market conditions and then available and suitable investment opportunities, the Company intends to focus on investments consistent with the Company’s managerial and financial resources.

Overall, the Company believes that it has the managerial skills and relationships that may allow it to successfully implement its strategies if it can successfully identify and acquire appropriate acquisition targets, deploy its managerial resources effectively and, if market conditions allow. If these goals can be achieved, then the Company believes that its shared resources strategy may allow the Company to manage its subsidiaries more efficiently and identify appropriate secured lending opportunities with reduced expenses. If these goals can be achieved, the Company may be able to own a diversified portfolio of businesses and investment projects with resulting diversification and lower risk in both the private and public markets.

As currently planned and if market conditions allow, the Company anticipates that it will initially focus on three types of investments or projects: (a) real estate acquisition; (b) secured lending for small businesses; and (c) early-stage equity business investments (and acqui-hires).

The Company also currently owns an aggregate of 1,682,188 shares of PeopleVine, Inc. and the Company holds one seat on the Board of Directors of PeopleVine, Inc.

Prior to December 31, 2022 and for the entire year of 2022 the Company was a Packaging and Fulfillment Solutions Company focused on Retail Packaging and Packaging Management. ACG helps its clients from initial concept and packaging development through final production and managed inventory solutions. The core business has been around since 1997. The public company was organized in 2000. ACG currently focuses mostly on providing solutions for flexible and clear packaging, folding cartons, vendor managed inventory supply chain services and fulfillment. Additional services include but are not limited to corrugated boxes, commercial printing, labels, and other products and services related to the printing or packaging of consumer products.

Moving forward in 2023 these printing and packaging services have been divested and are no longer part of the Company.

On June 1, 2023, ACG entered into a Secured Loan and Equity agreement with Say Less Spritz, LLC. The agreement includes a loan from ACG to Say Less in the amount of \$250,000 and gives ACG a secured position earning interest and a 5% equity position in the company. Say Less Spritz, LLC acquired all the rights to the Rose Spritz / Coastal Spritz brands and business.

ACG also entered into a consulting agreement with Say Less Spritz

As of December 31, 2023, ACG increased the Secured Loan with Say Less Spritz, LLC to \$390,000.

B. List any subsidiaries, parent company, or affiliated companies.

As of December 31, 2023 the company has two (2) wholly owned subsidiaries:

6403 N. Wayne Owner, LLC
Peak Construction Group, LLC

C. Describe the issuers' principal products or services.

The Company seeks to operate as a holding company. The Company believes that this may allow the Company to gain the benefits that may serve a "shared resource strategy" whereby its subsidiaries and real estate investments may gain the benefits of vertical integration with the opportunity to achieve operating efficiencies and cost savings. If these efforts are successful, the Company anticipates that it may, subject to market conditions, acquire additional real estate assets with a focus on special situations and distressed assets.

In addition and as a secondary strategy, the Company may seek to acquire or originate secured loans and, if circumstances allow, to invest funds in early-stage companies, if market conditions and opportunities allow. If the Company is successful in these strategies, the Company anticipates that it may allow it to better utilize its planned shared resource model. As currently planned and subject to further review of future market conditions and then available and suitable investment opportunities, the Company intends to focus on investments consistent with the Company's managerial and financial resources.

Overall, the Company believes that it has the managerial skills and relationships that may allow it to successfully implement its strategies if it can successfully identify and acquire appropriate acquisition targets, deploy its managerial resources effectively and, if market conditions allow. If these goals can be achieved, then the Company believes that its shared resources strategy may allow the Company to manage its subsidiaries more efficiently and identify appropriate secured lending opportunities with reduced expenses. If these goals can be achieved, the Company may be able to own a diversified portfolio of businesses and investment projects with resulting diversification and lower risk in both the private and public markets.

As currently planned and if market conditions allow, the Company anticipates that it will initially focus on three types of investments or projects: (a) real estate acquisition; (b) secured lending for small businesses; and (c) early-stage equity business investments (and acqui-hires).

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

During 2023 - ACG has been working remotely and is not renting office space.

During the first quarter of 2023 the prior leases were assigned and removed from the liabilities of the current company.

The Company is currently using 7366 N. Lincoln Ste 105, Lincolnwood, IL. 60172 as its main office and is not being charged rent at this time but may negotiate and enter into a future office space lease agreement if needed.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

If any insiders 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 (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors 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 owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Paul Sorkin</u>	<u>CEO & Chairman</u>	<u>Chicago, IL</u>	<u>1</u>	<u>Preferred</u>	<u>55.5%</u>	<u>N/A</u>
<u>Kyle Badgley</u>	<u>CFO</u>	<u>Chicago, IL</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

NONE

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

NONE

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

NONE

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

NONE

5. Been the subject 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

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

NONE

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

NONE

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: William Aul
Firm: Law offices of William M. Aul, Esq.
Address 1: 1660 Hotel Circle North STE 207
Address 2: San Diego, CA. 92108
Phone: 619-497-2555
Email: Bill@Aullaw.net

Accountant

Name: Patrick Comisky
Address 1: 10827 S. Western Ave
Address 2: Chicago, IL. 60643
Phone: 773-773-4720
Email: Patc@desmondcpa.com

Investor Relations

NONE

All other means of Investor Communication:

X (Twitter): Twitter.com/ACGsocial
LinkedIn Linkedin/com/company/acgx

Other Service Providers

Provide 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, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

NONE

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Paul Sorkin
Title: CEO
Relationship to Issuer: CEO

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

☐ IFRS
☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Paul Sorkin
Title: CEO
Relationship to Issuer: CEO

Describe the qualifications of the person or persons who prepared the financial statements: **Over a decade of legal and accounting experience**

Provide the following qualifying financial statements:

- ☐ Audit letter, if audited;
- ☐ Balance Sheet;
- ☐ Statement of Income;
- ☐ Statement of Cash Flows;
- ☐ Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- ☐ Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

Alliance Creative Group, Inc.**Balance Sheet**

	12/31/2023	12/31/2022
Assets		
Cash	89,420	13,460
Accounts Receivable	-	147,634
Employee Advances	-	0
Inventory	-	0
Loan Receivables	10,432	
Event Advance	22,500	
Say Less Loan	390,000	
Other Current Assets		
Total Current Assets	<u>512,351</u>	<u>161,094</u>
Property and Equipment	3,500,000	3,500,000
Leasehold Improvements	118,271	
Investments	165,142	165,142
Organizational Cost		
Deposits and other assets	<u>0</u>	<u>0</u>
Total Other Assets	<u>3,783,413</u>	<u>3,665,142</u>
Total Assets	4,295,764	3,826,236
Liabilities and Stockholders Deficit		
Liabilities		
Current Liabilities		
Accounts payable and accrued expenses	-	121,374
Line of credit	-	0
Credit Cards	<u>175</u>	<u>0</u>
Total current liabilities	175	121,374
Long Term Liabilities		
Notes payable	-	0
Convertible notes payable	-	25,000
SBA Loan	-	0
Mortgage on Wayne Property	<u>2,063,488</u>	<u>2,102,610</u>
Loan for Wayne	711,377	711,377
Loan for ACGX	250,000	150,000
Loan Payable - DePalma	250,000	
Loan Payable - PBC	20,000	
Loan Payable - TriMensch	40,000	
Loan Payable - Josh Ray	174,895	
Total Long Term Liabilities	3,509,761	2,988,987
Total Liabilities	3,509,935	3,110,361
Stockholders Equity		
Preferred Stock	601,700	638,236
Common Stock	4,079,211	2,854,211
Additional paid in capital	7,952,013	7,882,013
Accumulated deficit	<u>(8,868,007)</u>	<u>(8,984,131)</u>
Total Stockholders Equity	785,829	715,875
Total Liabilities and Stockholders Equity	4,295,764	3,826,236

Alliance Creative Group, Inc

Statement of Operations

	For the 3 Months Ended		For the 12 Months Ended	
	12/31/2023	12/31/2022	12/31/2023	12/31/2022
Revenue	192,299	3,399,008	652,553	12,242,126
Cost of revenues		2,581,879	-	9,433,863
Gross Profit	192,299	817,182	652,553	2,808,264
Operating Expenses				
General and Administrative expenses	175,131	762,419	560,890	2,678,361
Total Operating expenses	175,131	762,419	560,890	2,678,361
Income (loss) from operations	17,168	54,763	91,663	129,903
Other Expenses/Income				
Interest Income	11,875	-	24,375	-
Other Income	-	-	86	-
Bad Debt Write Off		19,228		45,802
Taxes		18,000		(9,070)
Total other expenses	-	18,000	-	(9,070)
Net Income	29,043	17,535	116,124	93,171

**Alliance Creative Group
(FKA Invicta Group, Inc)**

Statement of Stock Holder Equity	Common Stock		Preferred Stock		Paid in Capital	Accumulated Deficit
Balance - December 31, 2021	2,014,611	2,014,611	709,501	7,095	7,882,013	(9,077,301)
Issues for Services - Restricted Conversions 1st Qtr 2022	135,000	135,000				
Balance - March 31, 2022	2,149,611	2,149,611	- 709,501	7,095	7,882,013	(9,077,301)
Issues for Services - Restricted Conversions 2nd Qtr 2022	230,000 225,000	230,000 225,000	(63,630)	(637)		
Balance - June 30 , 2022	2,604,211	2,604,211	- 645,871	6,458	7,882,013	(9,101,349)
Issues for Services - Restricted Conversions 2nd Qtr 2022	- -	- -	- -	- -	- -	- -
Balance - September 30 , 2022	2,604,211	2,604,211	- 645,871	6,458	7,882,013	(9,101,349)
Issues for Services - Restricted Conversions 2nd Qtr 2022	250,000	250,000	(7,634)	(764)		
Balance - December 31, 2022	2,854,211	2,854,211	638,237	5,694	7,882,013	(8,984,131)
Issues for Services - Restricted Conversions 1st Qtr 2023	300,000 300,000	300,000 300,000	-56,950	-569		
Sale of new Preferred			25000	250	25000	
Balance - March 31, 2023	3,454,211	3,454,211	606,286		7,907,013	-8,908,222
No Issuances or conversions in Q2, 2023						
Balance - June 30, 2023	3,454,211	3,454,211	606,286		7,907,013	-8,962,706
Issues for Services - Restricted Conversions 3rd Qtr 2023	300,000 325,000	300,000 325,000	-54,586	-546		
Balance - September 30, 2023	4,079,211	625,000	551,700			-8,900,049
No Issuances or Conversions						
Sale of New Preferred			50000	500	50,000	
Balance - December 31, 2023	4,079,211	4,079,211	601,700		7,957,013	-8,868,007
Statement of Stock Holder Equity	Common Stock		Preferred Stock		Paid in Capital	Accumulated Deficit

Alliance Creative Group, Inc**Statement of Cash Flows**

	12 months ended	
OPERATING ACTIVITIES	12/31/2023	12/31/2022
Income (loss) from operations	116,124	93,170
Income to Net Cash provided		
Increase/Decrease in Accounts Receivable	(147,634)	1,598,699
Increase/Decrease in Inventory		1,635,857
Increase/Decrease in Employee Advances		419,510
Increase/Decrease in Loan Receivables	(10,432)	
Increase/Decrease in other current assets	(412,500)	
Increase/Decrease in property and equipment		(3,440,000)
Increase/Decrease in Prepaid Expenses		
Increase/Decrease in Accounts Payable	121,374	(1,510,085)
Increase/Decrease in Accured Expenses		
Increase/Decrease in Accounts Investments		
Increase/Decrease in Other Current Liabilities		
Increase/Decrease in Debt Converted interest expense		
Net Cash provided by operating activities	<u>(449,192)</u>	<u>2,405,982</u>
INVESTING ACTIVITES		
Increase/Decrease in Buildings		3,500,000
Increase/Decrease in Leasehold Improvements	(118,271)	
Increase/Decrease in Furniture & Fixtures		
Increase/Decrease in Machinery & Equipment		
Increase/Decrease in Goodwill/Organizational Costs		
Increase/Decrease in Security Deposits		25,399
Net cash provided by investing activities	<u></u>	<u>25,399</u>
FINANCING ACTIVITIES		
Increase/Decrease in Notes Payable	121,374	(9,167)
Payroll Protection Program		
SBA loan		(147,083)
Increase/Decrease in Line of Credit		(742,000)
Change in capital surplus		(691,574)
Change in Common Stock	1,225,000	
Change in Preferred Stock	36,537	
Net cash provided by financing activities	<u>75,000</u>	<u>434,278</u>
Net cash increase for period	<u>75,960</u>	<u>(17,831)</u>
Cash at beginning of the period	<u>13,460</u>	<u>31,291</u>
Cash at the end of the period	<u>89,420</u>	<u>13,460</u>

Alliance Creative Group, Inc.

Notes to the Financial Statements

(Unaudited)

December 31, 2023

1. Summary of Significant Accounting Policies

a. Basis of Financial Statement Presentation -The condensed financial statements presented are those of Alliance Creative Group, Inc., (the “Company”). The accompanying unaudited condensed financial statements have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted in accordance with such rules and regulations. The information furnished in the interim condensed financial statements, includes normal recurring adjustments and reflects all adjustments, which, in the opinion of management, are necessary for a fair presentation of such financial statements. Although management believes the disclosures and information presented are adequate to make the information not misleading. These financial statements have not been audited but have been prepared according to U.S. GAAP.

b. Year End – The company has adopted a 12/31-year end.

c. Nature of Operations – During 2023 Alliance Creative Group, Inc. has been a parent company for multiple subsidiaries and/or investments.

d. Use of Estimates –the preparation of financial statements inconformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the 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. Actual results could differ from those estimates.

e. These accounting policies conform to generally accepted accounting principles and have been applied in the preparation of the financial statements. The books and records of the Company are maintained on the accrual basis of accounting for financial statements and tax reporting purposes

f. Cash and Cash Equivalents – For purposes of the statement of cash flows, the

company considers all highly liquid instruments purchased with an original maturity of three months or less to be cash equivalents.

g. Inventory – The primary basis of accounting for inventory is at cost. Cost includes all of the expenditure directly or indirectly incurred in bringing the product to its current condition.

h. Property, Equipment and Depreciation - Property and equipment are stated at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the assets which range from 5 to 39 years.

i. Revenue Recognition – Revenue is recognized when cash is collected. Accounting is on a cash basis.

j. Goodwill – Goodwill has been recorded at cost and has not been amortized as its useful life is undeterminable.

2. Current Liabilities

a. Current liabilities include all trade amounts payable as well any short-term loans.

3. Long term Liabilities

a. The Mortgage with Old Second Bank.

b. \$250,000 Convertible promissory note due May 24, 2025

c. All other long-term loans

4. Shares for Services

a. None during the 4th quarter of 2023.

5. Equity

a. The Company did not convert or and issued any new common shares during the 4th quarter to reduce the Series H preferred shares.

b. The Company sold 50,000 any new Series H preferred shares in the 4th Quarter for \$50,000.

c. Common Stock consists of 4,079,211 common shares and 601,700 preferred shares.

6. Paycheck Protection Program (PPP) and Government loans or grants

a. Company received \$249,012 around April 27th, 2020 from 5th 3rd bank related to the PPP program. The Company used over 75% of these funds

to cover payroll, employee benefits, health insurance, rent, utilities, and other approved expenses to hopefully qualify for the full amount to be forgiven.

- b. The Company will evaluate all future programs to determine if they are eligible for any other programs that become available

This debt was assigned and removed during the 1st quarter of 2023

7. Small Business Association (SBA) Loan

- a. Company received \$150,000 as a SBA loan around June 26th, 2020. The terms of the loan are 30 years at a 3.75% rate with interest accruing but payments were deferred until June of 2021.
- b. The Company will evaluate all future programs to determine if they are eligible for any other programs that become available

This debt was assigned and removed during the 1st quarter of 2023

10) Issuer Certification

Principal Executive Officer:

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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Paul Sorkin certify that:

1. I have reviewed this Disclosure Statement for Alliance Creative Group, Inc.;
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, 2024 [Date]

Paul Sorkin

[CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Kyle Badgley certify that:

1. I have reviewed this Disclosure Statement for Alliance Creative Group, Inc.;
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, 2024 [Date]

Kyle Badgley

[CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")