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Invicta Group, Inc.
111 W. Maple Ste. 1102
Chicago, Il. 60610-5443

To the Board of Directors

February 14, 2010

We have compiled the accompanying consolidated statement of assets, liabilities and retained earnings of Invicta Group, Inc. as of December 31, 2009, and the related consolidated statement of income and loss and consolidated statement of cash flows for the period then ended in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting information that is representation of management in the form of financial statements. We have not audited or reviewed the accompanying financial statements and accordingly, do not express an opinion or any other form of assurance on them.

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Invicta Group, Inc.
 Consolidated Statement of Assets, Liabilities and Retained
 Earnings
 As of December 31, 2009

	<u>Total</u>
ASSETS	
Current Assets	
Bank Accounts	\$ 211,373
Accounts Receivable	984,981
Other Current Assets	
Inventory	407,674
Loans and Notes Receivables	40,321
Prepaid Expenses	11,732
Total Other Current Assets	<u>459,726</u>
Total Current Assets	1,656,080
Fixed Assets	
Furniture & Fixtures	83,094
Machinery & Equipment	10,000
Total Fixed Assets	<u>93,094</u>
Other Assets	
Security Deposits	12,274
Organizational Costs	32,500
Goodwill	987,062
Total Other Assets	<u>1,031,836</u>
TOTAL ASSETS	<u><u>\$ 2,781,010</u></u>

Invicta Group, Inc.
 Consolidated Statement of Assets, Liabilities and Retained
 Earnings
 As of December 31, 2009

	<u>Total</u>
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	\$ 812,053
Accrued Taxes	5,953
Accrued Expenses	1,120
Convertible Debentures	148,759
Current Portion of Long Term Debt	575,000
Stockholder Loan	202,150
	<u>1,745,034</u>
Total Current Liabilities	1,745,034
Long Term Liabilities	
Notes Payable- Golden Gate	284,299
Notes Payable	775,463
Loan Payable	52,296
Note Payable - STLK	586,168
	<u>1,698,226</u>
Total Long Term Liabilities	1,698,226
Total Liabilities	\$ 3,443,261
Equity	
Retained Earnings	(10,527,922)
Additional Paid in Capital	9,657,193
Common Stock	264,873
Preferred Stock	7,405
Net Income	(63,801)
	<u>\$ (662,251)</u>
Total Equity	\$ (662,251)
TOTAL LIABILITIES AND EQUITY	<u><u>\$ 2,781,010</u></u>

Shares Outstanding

2,648,734,439

Invictra Group, Inc.
Consolidated Statement of Income and Loss
As of December 31, 2009

	For the quarter ending 12/31/2009	Year-to-Date 12/31/2009
<u>Income</u>		
Revenue	\$ 2,344,960	\$ 2,695,877
Cost of Goods Sold	<u>2,174,988</u>	<u>2,521,088</u>
Gross Profit	169,972	174,789
Operating Expenses	152,105	238,589
Net Income	<u>17,867</u>	<u>(63,801)</u>

Invicta Group, Inc.
Consolidated Statement of Cash Flows
As of December 31, 2009

	Total
OPERATING ACTIVITIES	
Net Income	\$ (63,801)
Adjustments to reconcile Net Income to Net Cash provided by operations:	
Increase/Decrease in Accounts Receivable	(205,998)
Increase/Decrease in Inventory	-
Increase/Decrease Prepaid Expenses	-
Increase/Decrease in Accounts Payable	124,068
Increase/Decrease in Accrued Expenses	37,303
Increase/Decrease in Intercompany transactions	172,846
Increase/Decrease in Other Current Liabilities	11,841
Net cash provided by operating activities	76,258
INVESTING ACTIVITIES	
Increase/Decrease in Buildings	-
Increase/Decrease in Computers	(351)
Increase/Decrease Furniture & Fixtures	-
Increase/Decrease Mach. & Equip	-
Increase/Decrease in Goodwill	-
Increase/Decrease in Organizational Costs	(34,290)
Increase/Decrease Security Deposits	(15,131)
Net cash provided by investing activities	(49,772)
FINANCING ACTIVITIES	
Increase/Decrease in Notes Payable	(37,201)
Increase/Decrease in Mortgage Payable	(55,911)
Change in Capital Surplus	120,000
Change in Common Stock	47,500
Change in Preferred Stock	110,500
Net cash provided by financing activities	184,888
Net cash increase for period	211,373
Cash at end of period	\$ 211,373