

Alliance Creative Group, Inc.
Financial Statements
For the Quarter Ended
March 31, 2012

Nosek & Associates
Certified Public Accountants

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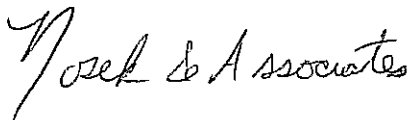
To the Board of Directors:

May 18, 2012

Alliance Creative Group, Inc.
1000 E. State Parkway Suite A
Schaumburg, Il. 60173

We have compiled the accompanying consolidated balance sheet of Alliance Creative Group Inc. as of March 31, 2012, and the related statements of income, retained earnings, and cash flows for the period then ended (and supplementary information), 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 the representation of management in the form of financial statements (and supplementary information). We have not audited or reviewed the accompanying financial statements (and supplementary information) and, accordingly, do not express an opinion or any other form of assurance on them.



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Certified Public Accountants

Alliance Creative Group, Inc.
Consolidated Statement of Assets, Liabilities and Retained
Earnings
As of March 31, 2012

	<u>Total</u>
ASSETS	
Current Assets	
Bank Accounts	\$ 230,965
Accounts Receivable	2,183,059
Other Current Assets	
Inventory	809,895
Loans and Notes Receivables	194,822
Investment	125,000
Total Other Current Assets	<u>1,129,717</u>
Total Current Assets	<u>3,543,741</u>
Fixed Assets	
Furniture & Fixtures	4,811
Autos - Seven	256,662
Machinery & Equipment	120,551
Total Fixed Assets	<u>382,025</u>
Other Assets	
Security Deposits	3,412
Organizational Costs	32,500
Goodwill	1,123,464
Total Other Assets	<u>1,159,376</u>
TOTAL ASSETS	<u>\$ 5,085,142</u>

Alliance Creative Group, Inc.
Consolidated Statement of Assets, Liabilities and Retained
Earnings
As of March 31, 2012

	<u>Total</u>
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	1,493,050
Line of Credit - Centrust Bank	241,977
Inventory Loan - Centrust Bank	41,667
Equipment Loan - Midwest Bank	34,514
Accrued Taxes	66,091
Accrued Expenses	<u>1,110</u>
Total Current Liabilities	<u>1,878,409</u>
Long Term Liabilities	
Note Payable - Golden State 2004	244,549
Note Payable - Golden State debenture	142,097
Note Payable - Seven Auto Loans	118,550
Note Payable - STLK	310,000
Notes Payable	397,015
Note Payable - Promissory Note	210,158
Note Payable - Shareholder	<u>128,712</u>
Total Long Term Liabilities	<u>1,551,081</u>
Total Liabilities	\$ 3,429,491
Equity	
Retained Earnings	(9,011,433)
Additional Paid in Capital	10,234,806
Common Stock	85,547
Preferred Stock	50,000
Net Income	<u>296,731</u>
Total Equity	<u>\$ 1,655,651</u>
TOTAL LIABILITIES AND EQUITY	<u><u>\$ 5,085,142</u></u>

Shares Outstanding 8,554,746

Alliance Creative Group, Inc.
 Consolidated Statement of Income and Loss
 As of March 31, 2012

	For the quarter ending 3/31/2012	Year-to-Date 3/31/2012
<u>Income</u>		
Revenue	\$ 2,528,197	\$ 2,528,197
Cost of Goods Sold	\$ 1,764,818	\$ 1,764,818
Gross Profit	763,379	\$ 763,379
Operating Expenses	\$ 465,705	\$ 465,705
Other Income/(Expense)	\$ (943)	\$ (943)
Net Income	<u>296,731</u>	<u>296,731</u>

Alliance Creative Group, Inc.
Consolidated Statement of Cash Flows
As of March 31, 2012

	<u>Total</u>
OPERATING ACTIVITIES	
Net Income	\$ 296,731
Adjustments to reconcile Net Income to Net Cash provided by operations:	
Increase/Decrease in Accounts Receivable	(72,232)
Increase/Decrease in Inventory	(325,777)
Increase/Decrease Prepaid Expenses	(3,235)
Increase/Decrease in Accounts Payable	223,334
Increase/Decrease in Accrued Expenses	16,772
Increase/Decrease in Investments	(25,000)
Increase/Decrease in Other Current Liabilities	(16,772)
Net cash provided by operating activities	<u>93,821</u>
INVESTING ACTIVITIES	
Increase/Decrease in Buildings	-
Increase/Decrease in Computers	-
Increase/Decrease Furniture & Fixtures	-
Increase/Decrease Mach. & Equip	-
Increase/Decrease in Goodwill	-
Increase/Decrease in Organizational Costs	-
Increase/Decrease Security Deposits	-
Net cash provided by investing activities	<u>-</u>
FINANCING ACTIVITIES	
Increase/Decrease in Notes Payable	(123,653)
Increase/Decrease in Mortgage Payable	8,199
Change in Capital Surplus	(240,562)
Change in Common Stock	-
Change in Preferred Stock	-
Net cash provided by financing activities	<u>(356,016)</u>
Net cash increase for period	<u>(262,195)</u>
Cash at beginning of the Period	<u>493,160</u>
Cash at end of period	<u>\$ 230,965</u>

ALLIANCE CREATIVE GROUP, INC
(FKA INVICTA GROUP, INC)
STATEMENT OF STOCKHOLDER EQUITY
As of March 31, 2012

	<u>COMMON STOCK</u>		<u>PREFERRED STOCK</u>		<u>Paid in</u>	<u>Accumulated</u>	<u>TOTAL</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Capital</u>	<u>Deficit</u>	
Balance - July 1, 2011	5,111,788	\$ 51,118.00	5,000,000	\$ 50,000.00	10,234,806.00	(9,457,874.00)	\$ 878,050.00
Shares Issued - 2011							
Sales	-	-					
Issues for Services - Restricted	-	-					
Note Conversions	3,442,558	\$ 34,425.58					
Balance - September 30, 2011	8,554,346	\$ 85,543.46	5,000,000	\$ 50,000.00	10,234,806.00	(9,264,048.68)	\$ 1,106,300.78
Shares Issued - 2011							
Sales	-	-					
Issues for Services - Restricted	-	-					
Note Conversions	-	\$ -					
Balance - December 31, 2011	8,554,346	\$ 85,543.46	5,000,000	\$ 50,000.00	10,234,806.00	(8,714,701.82)	\$ 1,655,647.64
Shares Issued - 2012							
Sales	-	-					
Issues for Services - Restricted	-	-					
Note Conversions	-	\$ -					
Balance - March 31, 2012	8,554,346	\$ 85,543.46	5,000,000	\$ 50,000.00	10,234,806.00	-	\$ 10,370,349.46