

ANNUAL REPORT

Amendment No.1

Pursuant to Rule 15c2-(11)(a)(5) For



For the Year Ended December 31, 2017

Dated: April 4, 2018

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

NUGL, INC.

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EXPLANATORY NOTE

This Amendment No. 1 Annual Report amends the Company’s Annual Report for year ended December 31, 2017, as filed with OTC Markets Group on April 2, 2018 (the “Original Filing”). The purpose of this Amendment No. 1 is to correct a misstatement of our financial statements for year ended December 31, 2016. For convenience and ease of reference, the Company is filing this Annual Report in its entirety with all applicable changes and unless otherwise stated, all information contained in this amendment is as of the filing date of the Original Filing. Except as stated herein, this Annual Report does not reflect events or transactions occurring after such filing date or modify or update those disclosures in the original Annual Report that may have been affected by events or transactions occurring subsequent to such filing date.

NUGL, INC.
ANNUAL REPORT

All information contained in this Annual Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

No dealer, salesman or any other person has been authorized to give any information or to make any representations not contained herein in connection with the Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Issuers Annual Report.

ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The exact name of the Issuer is:

NUGL, Inc. (hereinafter referred to as “Nugl”, “Issuer” or “Company”).

Predecessor entities since inception and dates of name changes:

- USA Telcom, Inc. (November 5, 1998 to April 28, 2000)
- USA Telcom Internationale, Inc. (April 28, 2000 to September 30, 2004)
- ZannWell, Inc. (September 30, 2004 to January 3, 2005)
- The Blackhawk Fund, Inc. (January 3, 2005 to September 16, 2011)
- Vidable, Inc. (September 16, 2011 – September 5, 2015)
- VIBE I, Inc. (September 5, 2015 – October 26, 2015)
- Coresource Strategies (October 26, 2015- December 11, 2017)

ITEM 2. ADDRESS OF THE ISSUER’S PRINCIPAL EXECUTIVE OFFICES

Company Headquarters:

Address: 4195 Chino Hills Parkway, #175
Chino Hills, CA 91709
Phone: 714-383-9982

Investor Relations Firm:

None

ITEM 3. SECURITY INFORMATION

Trading symbol

The Company’s trading symbol is NUGL as of December 11, 2017 (formerly HTOO).

The Company’s CUSIP

The Company’s CUSIP is 629429101 (Former Cusip was 21871J100 until December 2017)

Par or Stated Value:

The Company’s Common Stock has \$0.001 par value.

Shares Authorized:

As of the date of this Report, the Issuer has two classes of securities; Common Stock and Preferred Stock.

The Company is authorized to issue two hundred fifty million (250,000,000) shares of common stock, of which 44,335,196 shares were issued and outstanding as of December 31, 2017.

The Company is authorized to issue ten million (10,000,000) shares of Preferred Stock, of which there were 10,000,000 shares issued and outstanding as of December 31, 2017.

Shares Outstanding as of December 31, 2017:

<u>Class</u>	<u>Period End Date</u>	<u>Shares Authorized</u>	<u>Shares Outstanding(1)</u>	<u>Freely Tradable Shares (Float)</u>	<u>Total Number of Beneficial Shareholders (10%+)</u>	<u>Total Number of Shareholders of Record</u>
Common	December 31, 2017	250,000,000	44,335,196	15,050,161	3	71
Preferred	December 31, 2017	10,000,000	10,000,000	0	1	1

Transfer Agent

Action Stock Transfer, Inc.*
2469 E. Fort Union Blvd, Suite 214
Salt Lake City, UT 84121
(801) 274-1088 voice
(801) 274-1099 fax

*The Company's transfer agent is registered under the Exchange Act.

Restrictions on the transfer of any security:

None

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:

On May 24, 2017, the Company entered into a Definitive Merger Agreement (the "Agreement") with Nugl, Inc., a Nevada corporation ("NUGL").

On August 24, 2017, the Company underwent a Statutory A Reorganization pursuant to Section 1081(a) of the Oklahoma General Corporation Law, as a tax-free organization.

In connection with the NUGL Agreement, the Company completed a name change to NUGL, Inc. and symbol change to NUGL, as approved by the board of directors and majority of shareholders on August 24, 2017. The Corporate Action was declared effective by the Financial Industry Regulatory Authority, Inc. on December 7, 2017("FINRA").

The Company completed a 2000-for-1 reverse split of its issued and outstanding common stock of the Company on August 3, 2015. The reverse split was approved by the board of directors and majority of shareholders on May 28, 2015. The Corporate Action was approved by FINRA and made effective on August 3, 2015. In addition, the Company completed a reverse merger with Coresource Strategies, Inc. on or about September 15, 2015.

ITEM 4. ISSUANCE HISTORY

Events by the Issuer Resulting in Changes in Total Outstanding Shares for the Past Two Fiscal Years:

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two-year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

During the three months ended December 31, 2017, the Company did not issue any shares of common stock or preferred stock.

During the three months ended September 30, 2017, the Company issued an aggregate of 41,400,000 shares of restricted common stock were issued, 25,000,000 of which were pursuant to the merger with Nugl, and a total 15,000,000 shares of its restricted common stock to retire and cancel all of the issued and outstanding debt due to Mr. Lino Luciani pursuant to promissory note entered into by the Company in 2011. Additionally, the Company received authorization to cancel all 12,000,000 shares of common stock that was issued in 2015. The processing of the cancellation was completed in August 2017.

During the three months ended June 30, 2017, the Company issued an aggregate of 25,000,000 shares of restricted common stock to its shareholders and 10,000,000 shares of preferred shares.

During the three months ended March 31, 2017, the Company issued 0 shares of restricted common stock.

During the year ending December 31, 2016, the Company issued an aggregate of 610,000 shares of restricted common stock to 5 shareholders.

ITEM 5. FINANCIAL STATEMENTS

Unaudited financial statements for the year ended December 31, 2017, are included herein. The numbers contained in this filing are exclusively the accounting numbers for NUGL, Inc. On May 24, 2017, the Company entered into a Definitive Merger Agreement with Nugl, Inc., a Nevada corporation and on August 24, 2017, the Company underwent a Statutory A Reorganization pursuant to Section 1081(a) of the Oklahoma General Corporation Law, as a tax-free organization. Pursuant to the closing of the merger and reorganization, the financial statements herein are solely those of Nugl, Inc., the merged in Nevada corporation.

The financial statements requested pursuant to this item have been prepared in accordance with US GAAP by persons with sufficient financial skills.

NUGL, INC.
BALANCE SHEET
December 31, 2017
(UNAUDITED)

	<u>DECEMBER 31,</u> <u>2017</u>	<u>DECEMBER 31,</u> <u>2016</u>
ASSETS		
<u>Current Assets</u>		
Cash and Cash Equivalents	\$ 5,533	
Total Current Assets	<u>5,533</u>	
<u>Other Assets</u>		
Property Held for Sale	-	
Total Other Assets	<u>-</u>	
TOTAL ASSETS	\$ <u>5,533</u>	
LIABILITIES AND STOCKHOLDERS' DEFICIT		
<u>Current Liabilities</u>		
Accounts Payable and Accrued Liabilities	\$ 0	
Accrued Interest	931	
Convertible Notes Payable – Other	25,000	
Total Current Liabilities	<u>25,931</u>	
TOTAL LIABILITIES	<u>25,931</u>	
<u>Stockholders' Deficit</u>		
Preferred stock: 10,000,000 authorized; \$0.001 par value 10,000,000 and 0 issued and outstanding, respectively	10,000	
Common stock: 4,000,000,000 authorized; \$0.001 par value 44,335,196 and 44,335,196 issued and outstanding, respectively	44,335	
Additional paid in capital	0	
Retained Deficit	<u>74,733</u>	
TOTAL STOCKHOLDERS' DEFICIT	(20,938)	
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ <u>5,533</u>	

The accompanying notes are an integral part of these financial statements.

NUGL, INC.
CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2017
(UNAUDITED)

	Twelve Months Ended December 31,	
	2017	2016
<u>REVENUES:</u>	\$ -	\$ _____
<u>EXPENSES:</u>		
Operating Expenses		
Cost of Goods Sold	-	
Depreciation	-	
Selling, general and administrative expenses	(14,200)	_____
Total operating expenses	(14,200)	_____
Net loss from operations	(14,200)	
Other income (expense)		
Accrued Interest Expense	(931)	
	_____	_____
Net income/(loss)	\$ (15,131)	\$ _____
Basic and diluted loss per share	\$ 0.00	\$ _____
Weighted average number of shares outstanding	44,335,196	_____

The accompanying notes are an integral part of these financial statements.

NUGL, INC.
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2017
(UNAUDITED)

For the Twelve Months Ended

December 31,

2017

2016

CASH FLOWS FROM OPERATING ACTIVITIES:

Net Income (loss)	\$	<u>(15,131)</u>	\$	
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Adjustments to Reconcile Net Income/(loss) to Net Cash

Used in Operations:

Changes in Operating Assets and Liabilities:

Increase in Accounts Payable and Accrued Liabilities		<u>15,931</u>		
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NET CASH GENERATED IN OPERATING ACTIVITIES:

	\$	<u>-</u>	\$	
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CASH FLOWS FROM FINANCING ACTIVITIES:

NET CASH USED IN FINANCING ACTIVITIES:

Sale of Stock

NET INCREASE/(DECREASE) IN CASH AND CASH

	\$	<u> </u>	\$	
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EQUIVALENTS:

CASH AND CASH EQUIVALENTS:

Beginning of Period		<u>4,733</u>		
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End of Period		<u>5,533</u>		
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The accompanying notes are an integral part of these financial statements.

NUGL, INC.
STATEMENT OF STOCKHOLDERS' EQUITY
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2017

	Common Stock		Preferred Stock		Additional Paid-In Capital	Retained Deficit
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>		
Balances, December 31, 2016	10,200,201	\$10,200	-	-	\$ 3,846	\$(344,209)
Decrease in Convertible Notes Payable/Accrued Interest					(3,846)	284,607
Net Loss for the Twelve Months Ended December 31, 2017						(15,131)
Increase in Contributed Capital						
Issuance of Preferred Stock			10,000,000	10,000		
Issuance of Common Stock	34,134,995	34,135				
Balances, December 31, 2017	54,335,196	\$54,335	10,000,000	\$10,000	\$	\$(74,733)

The accompanying notes are an integral part of these financial statements.

NUGL, INC.
NOTES TO THE FINANCIAL STATEMENTS
Internally prepared by Management for the Year Ended December 31, 2017

NOTE 1 – SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the presentation of the accompanying unaudited condensed consolidated financial statements follows:

General

The accompanying unaudited condensed consolidated financial statements of the Company, have been prepared in accordance with the rules and regulations (S-X) of the Securities and Exchange Commission (the "SEC"). Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles (GAAP) for complete financial statements.

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included.

Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Revenue Recognition

The Company will recognize revenue in accordance with Accounting Standards Codification subtopic 605-10, Revenue Recognition ("ASC 605-10") which requires that four basic criteria must be met before revenue can be recognized: (1) persuasive evidence of an arrangement exists; (2) delivery has occurred; (3) the selling price is fixed and determinable; and (4) collectability is reasonably assured. Determination of criteria (3) and (4) are based on management's judgments regarding the fixed nature of the selling prices of the products delivered and the collectability of those amounts. Provisions for discounts and rebates to customers, estimated returns and allowances, and other adjustments will be provided for in the same period the related sales will be recorded.

ASC 605-10 incorporates Accounting Standards Codification subtopic 605-25, Multiple-Element Arrangements ("ASC 605-25"). ASC 605-25 addresses accounting for arrangements that may involve the delivery or performance of multiple products, services and/or rights to use assets. There was no effect on implementing ASC 605-25 on the Company's financial position and results of operations, since the Company has not started generating revenue.

Cash

The Company considers cash to consist of cash on hand and temporary investments having an original maturity of 90 days or less that are readily convertible into cash.

Property and Equipment

Property and equipment are stated at cost. When retired or otherwise disposed, the related carrying value and accumulated depreciation are removed from the respective accounts and the net difference less any amount realized from disposition, is reflected in earnings. All acquired property and equipment has yet to be placed in service, therefore no depreciation was recorded for the period from date of inception through the twelve months ended December 31, 2017.

Long-Lived Assets

The Company follows FASB ASC 360-10-15-3, “Impairment or Disposal of Long-lived Assets,” which established a “primary asset” approach to determine the cash flow estimation period for a group of assets and liabilities that represents the unit of accounting for a long-lived asset to be held and used. Long-lived assets to be held and used are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. The carrying amount of a long-lived asset is not recoverable if it exceeds the sum of the undiscounted cash flows expected to result from the use and eventual disposition of the asset. Long-lived assets to be disposed of are reported at the lower of carrying amount or fair value less cost to sell.

Income Taxes

The Company has adopted Accounting Standards Codification subtopic 740-10, Income Taxes (“ASC 740-10”) which requires the recognition of deferred tax liabilities and assets for the expected future tax consequences of events that have been included in the financial statement or tax returns. Under this method, deferred tax liabilities and assets are determined based on the difference between financial statements and tax basis of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. Temporary differences between taxable income reported for financial reporting purposes and income tax purposes consist primarily of timing differences such as deferred officers’ compensation and stock-based compensation accounting.

Net Loss per Common Share, basic and diluted

The Company has adopted Accounting Standards Codification subtopic 260-10, Earnings Per Share (“ASC 260-10”) specifying the computation, presentation and disclosure requirements of earnings per share information. Basic loss per share has been calculated based upon the weighted average number of common shares outstanding.

Stock based compensation

The Company follows Accounting Standards Codification subtopic 718-10, Compensation (“ASC 718-10”) which requires that all share-based payments to both employees and non-employees be recognized in the income statement based on their fair values.

As of December 31, 2017, the Company did not have any issued or outstanding stock options.

Convertible Debt Instruments

If the conversion features of conventional debt instruments provide for a rate of conversion that is below market value at issuance, this feature is characterized as a beneficial conversion feature (“BCF”). A BCF is recorded by the Company as a debt discount pursuant to ASC Topic 470-20 “Debt with Conversion and Other Options.”

In those circumstances, the convertible debt is recorded net of the discount related to the BCF, and the Company amortizes the discount to operations over the life of the debt using the effective interest method.

The Company was not required to record any BCF's on any of the convertible debt it issued during the years ended December 31, 2016 and year ended December 31, 2017.

Concentrations of Credit Risk

Financial instruments and related items, which potentially subject the Company to concentrations of credit risk, consist primarily of cash, cash equivalents and trade receivables. The Company places its cash and temporary cash investments with high credit quality institutions. At times, such investments may be in excess of the FDIC insurance limit.

Research and Development

The Company accounts for research and development costs in accordance with Accounting Standards Codification subtopic 730-10, Research and Development ("ASC 730-10"). Under ASC 730-10, all research and development costs must be charged to expense as incurred. Accordingly, internal research and development costs are expensed as incurred. Third-party research and development costs are expensed when the contracted work has been performed or as milestone results have been achieved as defined under the applicable agreement. Company-sponsored research and development costs related to both present and future products are expensed in the period incurred. The Company did not incur any research and development expenses from date of inception through December 31, 2017.

Reliance on Key Personnel and Consultants

The Company has 1 full-time employees and no part-time employees. Additionally, the Company has consultants performing various specialized services. The Company is heavily dependent on the continued active participation of these current executive officers, employees and key consultants. The loss of any of the senior management or key consultants could significantly and negatively impact the business until adequate replacements can be identified and put in place.

Fair Value

Accounting Standards Codification subtopic 825-10, Financial Instruments ("ASC 825-10") requires disclosure of the fair value of certain financial instruments. The carrying amount reported in the consolidated balance sheet for accounts payable and accrued expenses, advances and notes payable approximates fair value because of the immediate or short-term maturity of these financial instruments.

Reclassification

Certain reclassifications have been made to prior periods' data to conform to the current period's presentation. These reclassifications had no effect on reported income or losses.

Recent Accounting Pronouncements

The Company continually assesses any new accounting pronouncements to determine their applicability to the Company. Where it is determined that a new accounting pronouncement affects the Company's financial reporting, the Company undertakes a study to determine the consequence of the change to its financial statements and assures that there are proper controls in place to ascertain that the Company's financials properly reflect the change.

NOTE 2 – GOING CONCERN MATTERS

The accompanying unaudited condensed consolidated financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

As shown in the accompanying unaudited condensed consolidated financial statements. In addition, the Company is in a development stage, has yet commercialized its planned business and has not generated any revenues since inception. These factors among others may indicate that the Company will be unable to continue as a going concern for a reasonable period of time.

The Company's existence is dependent upon management's ability to develop profitable operations and or upon obtaining additional financing to carry out its planned business. Management is devoting substantially all of its efforts to the commercialization of its planned product and processes, as well as raising additional debt or equity financing in order to accelerate the development and commercialization of additional products. There can be no assurance that the Company's commercialization or financing efforts will result in profitable operations or the resolution of the Company's liquidity problems.

There can be no assurance that any additional financings will be available to the Company on satisfactory terms and conditions, if at all. In the event the Company is unable to continue as a going concern, it may elect or required to seek protection from its creditors by filing a voluntary petition in bankruptcy or may be subject to an involuntary petition in bankruptcy. To date, management has not considered this alternative, nor does management view it as a likely occurrence.

The accompanying unaudited condensed consolidated statements do not include any adjustments relating to the recoverability of assets and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 3 – CONVERTIBLE NOTES PAYABLE

On July 15, 2017, the Company issued a \$25,000 convertible promissory note for the period of one year at 8% interest to retire accounts payable, convertible notes payable, and the related accrued interest. The company may repay the note at any time. The conversion price is the lesser of \$0.001 per share, or 50% of the price of the common stock immediately prior to the forced conversion date. The maximum allowable conversion percentage is 9.9%.

NOTE 4 – NOTES PAYABLE, RELATED PARTIES

As of December 31, 2017 there are no related party notes payable.

NOTE 5 – STOCKHOLDERS' EQUITY

Preferred Stock

The Company is authorized to issue 10,000,000 shares of preferred stock with a par value of \$0.001 per share. As of December 31, 2017, the Company had 10,000,000 shares of preferred stock issued and outstanding. The Board of Directors may fix and determine the relative rights and preferences of the shares of any series established.

Common stock

The Company is authorized to issue 4,000,000,000 shares of \$0.001 par value common stock as of December 31, 2017. As of December 31, 2017, there were 44,335,196 shares of the Company's common stock issued and outstanding.

NOTE 6 - STOCK OPTIONS

As of December 31, 2017, the Company has not granted any stock options.

NOTE 7 - RELATED PARTY TRANSACTIONS

As of December 31, 2017, there were no related party transactions.

NOTE 8 - LITIGATION

The Company is subject at times to other legal proceedings and claims, which arise in the ordinary course of its business. Although occasional adverse decisions or settlements may occur, the Company believes that the final disposition of such matters should not have a material adverse effect on its financial position, results of operations or liquidity. There was no outstanding litigation as of December 31, 2017.

NOTE 9 - PRINCIPAL NUMBERS

The numbers contained in this filing are exclusively the accounting numbers for NUGL, Inc. On May 24, 2017, the Company entered into a Definitive Merger Agreement with Nugl, Inc., a Nevada corporation and on August 24, 2017, the Company underwent a Statutory A Reorganization pursuant to Section 1081(a) of the Oklahoma General Corporation Law, as a tax-free organization. Pursuant to the closing of the merger and reorganization, the financial statements herein are solely those of Nugl, Inc., the merged in Nevada corporation. The financial statements requested pursuant to this item have been prepared in accordance with US GAAP by persons with sufficient financial skills.

NOTE 10 – FORWARD LOOKING STATEMENTS

This Annual Report includes a number of forward-looking statements that reflect Management's current views with respect to future events and financial performance. You can identify these statements by forward-looking words such as “may,” “will,” “expect,” “anticipate,” “believe,” “estimate” and “continue,” or similar words. Those statements include statements regarding the intent, belief or current expectations of us and members of our management team as well as the assumptions on which such statements are based. Prospective investors are cautioned that any such forward-looking statements are not guarantees of future performance and involve risk and uncertainties, and that actual results may differ materially from those contemplated by such forward-looking statements.

Readers are urged to carefully review and consider the various disclosures made by us in this report and in our other reports filed with the Securities and Exchange Commission and OTC Markets. Important factors currently known to Management could cause actual results to differ materially from those in forward-looking statements. We undertake no obligation to update or revise forward-looking statements to reflect changed assumptions, the occurrence of unanticipated events or changes in the future operating results over time. We believe that our assumptions are based upon reasonable data derived from and known about our business and operations. No assurances are made that actual results of operations or the results of our future activities will not differ materially from our assumptions. Factors that could cause differences include, but are not limited to, expected market demand for our products, fluctuations in pricing for materials, and competition.

END OF NOTES TO FINANCIAL STATEMENTS

MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATIONS

The following discussion of our financial condition and results of operations should be read in conjunction with the financial statements and related notes to the financial statements included elsewhere in this Annual Report. Some of the statements under "Management's Discussion and Analysis," "Description of Business" and elsewhere herein may include forward-looking statements which reflect our current views with respect to future events and financial performance. These statements include forward-looking statements both with respect to us specifically and our industry in general. Statements which include the words "expect," "intend," "plan," "believe," "project," "anticipate," "will," and similar statements of a future or forward-looking nature identify forward-looking statements for purposes of the federal securities laws or otherwise. The safe harbor provisions of the federal securities laws do not apply to any forward-looking statements contained in this Annual Report. All forward-looking statements address such matters that involve risks and uncertainties. Accordingly, there are or will be important factors that could cause our actual results to differ materially from those indicated in these statements. We undertake no obligation to publicly update or review any forward-looking statements, whether as a result of new information, future developments or otherwise. If one or more of these or other risks or uncertainties materialize, or if our underlying assumptions prove to be incorrect, actual results may vary materially from what we projected. Any forward-looking statements you read herein reflect our current views with respect to future events and are subject to these and other risks, uncertainties and assumptions relating to our written and oral forward-looking statements attributable to us or individuals acting on our behalf and such statements are expressly qualified in their entirety by this paragraph.

General / Plan of Operations

NUGL is a search engine and online directory, created by technology professionals for the marijuana industry. The NUGL database includes listings for dispensaries, strains, doctors, lawyers, service professionals, vape shops, hydro stores, and brands. Our platform serves as a front and back-end solution developed to make a thriving and growing industry better, more fun, and a lot safer. We are always striving to serve our community's needs. NUGL will continue to adapt and evolve with this ever-changing industry, while advocating positive and responsible use in the MMJ community.

On August 24, 2017, the Company underwent a Statutory A Reorganization pursuant to Section 1081(a) of the Oklahoma General Corporation Law, as a tax-free organization. Because of the reorganization, the financial statements from 2017 to 2016 are not comparable.

Results of Operations

The net income/loss for the year ended December 31, 2017 was \$15,131. The increase in net loss in 2017 can be attributed to accrued interest and travel expenses attributable to the definitive merger agreement.

Depreciation expense in the year ended December 31, 2017 included \$0.00.

Total operating expenses including one-time expenses, depreciation and amortization for the year ended December 31, 2017 was \$14,200 for sales, general and administrative expenses and \$0 in research and development costs, as compared to \$0 for the year ended December 31, 2016. The increase in general and administrative expenses can be attributed to travel expenses attributable to the definitive merger agreement.

Liquidity and Capital Resources

As of December 31, 2017 we had \$5,533 in cash and cash equivalents. The increase in cash and cash equivalents is a result of operational and administrative expenses and issuance of common stock.

Cash Flow from Operating Activities

During the year ended December 31, 2017, net cash provided by the Company's operating activities was \$0

Cash Flow from Investing Activities

During the year ended December 31, 2017, the net cash provided by/used in investing activities by the Company was \$0.00.

Cash Flow from Financing Activities

During the year ended December 31, 2017, net cash provided by financing activities was \$0.

Going Concern

We have not attained profitable operations and are dependent upon obtaining outside financing sources to maintain operations. For these reasons, there may be substantial doubt that we will be able to continue as a going concern without further financing.

Off-Balance Sheet Arrangements

We have no significant off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to stockholders.

Critical Accounting Policies

Our financial statements and accompanying notes have been prepared in accordance with United States generally accepted accounting principles applied on a consistent basis. 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, 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 periods.

We regularly evaluate the accounting policies and estimates that we use to prepare our financial statements. In general, management's estimates are based on historical experience, on information from third party professionals, and on various other assumptions that are believed to be reasonable under the facts and circumstances. Actual results could differ from those estimates made by management.

Recently Issued Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

ITEM 6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES

Business Operations

The Company was formerly a developer of water solutions or Resource Management System ("RMS"). Due to economic constraints and demands, the shareholders, board of directors and management determined that it would be in the best interest of the company to change directions and move to a technology company.

On May 24, 2017, the Company entered into a Definitive Merger Agreement (the "Agreement") with Nugl, Inc., a Nevada corporation ("NUGL"). Pursuant to the Agreement, upon the closing, NUGL shall be merged with and into the Company and the Company shall be the surviving entity. In exchange for merging the NUGL business entity the Company, the Company agreed to cancel 12,000,000 shares of common stock, the Company shall issue

25,000,000 shares of common stock to be allocated among the NUGL shareholders, and 10,000,000 shares of Preferred Stock to be held in trust by Lanham & Lanham, LLC.

With the Closing of the Agreement, the Company began operating the business of NUGL. NUGL is a search engine and online directory, created by technology professionals for the marijuana industry. The NUGL database is a software platform for all things cannabis and includes listings for dispensaries, strains, doctors, lawyers, service professionals, vape shops, hydro stores, and brands. The NUGL database search results cannot be bought and provide unbiased ratings. Our platform serves as a front and back-end solution developed to make a thriving and growing industry better, more fun, and a lot safer. We are always striving to serve our community's needs. NUGL will continue to adapt and evolve with this ever-changing industry, while advocating positive and responsible use in the MMJ community.

Principal Products or Services, and their Markets

How does it work?

Profiles are created by all types of cannabis companies that can then connect with one another, provided both companies accept the connection. For example, a strain's profile can connect with a dispensary's profile and vice versa. Once each profile is verified by the other, you will know the strain is part of the dispensary's inventory. Search results and reviews are completely organic. We do not allow paid placement listings or reviews outside of our advertising platform, ensuring that the information available on NUGL is as straightforward and truthful as possible.

Other features include a META search of everything on the internet including addition profiles, reviews and coupons. We want our community to have all the information they need in one common location, right at their fingertips. We have also built in search analytics, so every profile owner can review what the community is searching for and where they are searching for it. The search analytics will give companies the ability to tailor their business to meet the NUGL community's wants and needs.

Main Features That ONLY WE Offer

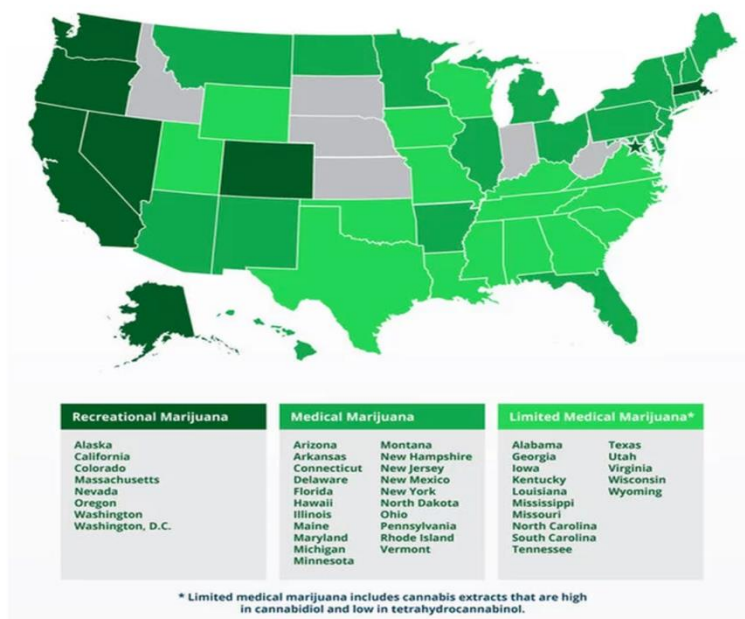
1. Unbiased Search Listings: The software features listings and reviews that display all types of profiles from shops, services, brands and strains in the cannabis industry.
2. META Search Functionality: Our search functionality works much like Google Web Search. The profiles that have the latest and most up-to-date profiles will post better results when patients search for what they are looking for. Patients can search by strain, symptom, location and store name.
3. Enhanced Profiles: Anything 420 can have a profile and be located in the search results and on the map. Profiles can connect with one another with our dual verification showing the business relationship and connection.

Search analytics for geographic and demographic results so business know what is in demand.

Market Overview

- The market for marijuana and medical marijuana products is rapidly evolving.
- 2015, the marijuana industry rose to the fastest growing industry in America.
- 2016 the industry grew to \$6.7 billion
- As of 2018 over half the US states have legalized medical cannabis and 9 states have legalized recreational cannabis

Marijuana Legalization by State



Marketing Strategy

1. Populate the map with relevant profiles
2. Gain users by strategic alliances with celebrity endorsements
3. Create strategic alliances with magazines and 420 events

Revenue Model

NUGL will generate revenue on a monthly basis through the sale of provider listings. Given high growth in the cannabis industry, new businesses are entering the market daily. We believe we can reach 100% of the addressable market with our platform, while charging 20% of the rates our competition is charging and while offering more futures.

Date and State of Incorporation

We were incorporated in November 1998 in the state of Nevada as USA Telcom and subsequently changed our name in 2000 to USA Telcom Internationale. In 2004, we changed our name to ZannWell, Inc. and, in 2005, we changed our name to The Blackhawk Fund and in 2011 we changed our name to Vidable, Inc. In 2015, we changed the name to VIBE I, Inc and on October 26, 2015, changed the name to Coresource Strategies, Inc. On or about August 1, 2017 the shareholders, the board and management determined that it was in the best interest of the Company to change domiciles to Oklahoma. Management was instructed to take the necessary steps to complete this transition.

On August 24, 2017, the Company underwent a Statutory A Reorganization pursuant to Section 1081(a) of the Oklahoma General Corporation Law, as a tax-free organization. Pursuant to the reorganization, on August 24, 2017, Coresource Strategies, Inc., caused NUGL, Inc., to be incorporated in the State of Oklahoma, as a direct, wholly owned subsidiary. Concurrently, NUGL, Inc. caused Coresource Operations, Inc., to be incorporated as a direct, wholly owned subsidiary. Under the terms of the Reorganization, Coresource Strategies, Inc., was merged with and into Coresource Operations, Inc. pursuant to Section 1081(g) of the General Corporation Law of the State of Oklahoma. Upon consummation of the Reorganization, each issued and outstanding equity of Coresource Strategies, Inc., was converted into and exchanged for an equivalent equity of NUGL, Inc. (on a one for one basis) having the same designations, rights, powers and preferences, and qualifications, limitations and restrictions as the equities of Coresource Strategies, Inc. being converted. There was no spinoff and Coresource Strategies, Inc. corporate existence ceased. Under the Reorganization, Coresource Strategies, Inc. shareholders became equity holders of NUGL, Inc., in the same proportion.

Primary and Secondary SIC Codes

Primary SIC Code: 8900

Issuers Fiscal Year End Date

The Issuer's fiscal year end is December 31.

ITEM 7. ISSUER'S FACILITIES

The Company is currently using very nominal facilities until such time as a more substantial facility is necessary. The Company's executive and employees work remotely.

ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS

Officers, Directors, and Control Persons as of December 31, 2017:

Name	Title
Brandon Vargas	President and Chief Executive Officer, Secretary, Treasurer, Chief Financial Officer (Interim), and Director
Ryan Bartlette	Chief Marketing Officer
Jeff Odle	Chief Technology Officer

Involvement in Certain Legal Proceedings

None of the officers, directors, promoters or control persons of the Issuer have been involved in the past five (5) years in any of the following:

- (1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);
- (2) The entry of an order, judgment, or decree, not subsequently reverse, 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 bank activities;
- (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
- (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.

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Beneficial Shareholders

The name, address and shareholdings of all officers, directors and persons beneficially owning more than ten percent of any class of the Company's equity securities or officers and directors of the Company are:

Name	Common Directly Owned⁽¹⁾	Percent Ownership⁽²⁾
Brandon Vargas 4195 Chino Hills Parkway #175 Chino Hills, CA 91709	8,000,000	18.04%
Ryan Bartlette 4195 Chino Hills Parkway #175 Chino Hills, CA 91709	3,000,000	6.76%
Jeff Odle 4195 Chino Hills Parkway #175 Chino Hills, CA 91709	3,000,000	6.76%
Arlene Kubat 4195 Chino Hills Parkway #175 Chino Hills, CA 91709	7,000,000	15.78%
Lanham & Lanham LLC, In trust 28562 Oso Parkway, Unit D Rancho Santa Margarita, CA 92688	5,400,000	12.18%
TOTAL	26,400,000	59.54%
Preferred Stock		
Lanham & Lanham LLC, In Trust 28562 Oso Parkway, Unit D Rancho Santa Margarita, CA 92688	10,000,000	100%

- (1) As of the date of this report's publication there were 44,335,196 shares of common stock issued and outstanding, and there are 10,000,000 shares of preferred stock issued and outstanding as of December 31, 2017.

ITEM 9. THIRD PARTY PROVIDERS

Counsel

Horwitz + Armstrong, A Prof. Law Corporation
14 Orchard, Suite 200
Lake Forest, CA 92630
jlockett@horwitzarmstrong.com

Accountant or Auditor

None. These financials were prepared internally by management.

ITEM 10. ISSUER CERTIFICATION

I, Brandon Vargas, Chief Executive Officer certify that:

1. I have reviewed this Amendment No. 1 Annual disclosure statement of NUGL, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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: April 4, 2018

Signature: /s/ *Brandon Vargas*

Title: Chief Executive Officer