

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-15758



In the Matter of

Ads in Motion, Inc., et. al,

Respondents.

DECLARATION OF DAVID S. FRYE IN SUPPORT OF
DIVISION OF ENFORCEMENT'S MOTION FOR SUMMARY DISPOSITION

DAVID S. FRYE, pursuant to 28 U.S.C. § 1746, declares:

1. I am a Senior Counsel with the Division of Enforcement ("Division") of the Securities and Exchange Commission ("Commission"), and co-counsel for the Division in the above-captioned administrative proceeding. I submit this Declaration in support of the Division's Motion for Summary Disposition ("Motion").

2. Attached hereto as Exhibit 1 is a true copy of excerpts from the Form 10-SB-12G of Premier Beverage Group Corp. ("PBGC") (then known as Sunrise U.S.A. Incorporated) filed with the Commission on August 19, 2003. This exhibit includes excerpts from the exhibits submitted with that form.¹

¹ The Division asks that pursuant to Rule of Practice 323, the Court take official notice of this and all other information and filings on EDGAR attached to this declaration and/or referred to in the accompanying Motion. To reduce the volume of its motion papers, the Division is attaching excerpted copies of lengthier filings that are accessible on EDGAR. The Division will provide full copies of any of these documents if requested by the Court or by Respondent. For ease of reference, the Division has added page numbers to these documents in the bottom right hand corner.

3. Attached hereto as Exhibit 2 is a true copy of a printout from www.otcquote.com showing the trading status of PBGC's common stock as of as of February 12, 2014.

4. Attached hereto as Exhibit 3 is a true copy of PBGC's (then known as Dam Holdings, Inc.) Form 8-K filed with the Commission on October 24, 2011.

5. Attached hereto as Exhibit 4 is a true copy of certain stock transfer records for PBGC's common stock produced by Corporate Stock Transfer, Inc. ("CST"), along with a Declaration from the Custodian of Records of CST authenticating those records.

6. Attached hereto as Exhibit 5 is a true copy of a printout showing all EDGAR filings with the Commission by PBGC and its predecessors, including company filings and ownership reports on Forms 3, 4 and/or 5, and Schedules 13D or 13G, and amendments, if any, from August 13, 2003 through May 18, 2014, inclusive. This printout was obtained from the ThomsonOne subscription based online search system.

7. Attached hereto as Exhibit 6 is a true copy of a Notification of Late Filing on Form 12b-25 relating to PBGC's Form 10-K for the period ended December 31, 2011, filed with the Commission on April 2, 2012.

8. Attached hereto as Exhibit 7 is a chart prepared by the staff showing information derived from Exhibit 5 concerning PBGC's periodic filing history for each period from December 31, 2011 through March 31, 2014, inclusive, as of May 19, 2014. The first column gives the type of filing. The second column gives the period end date of the filing. The third column gives the date the form was due to be filed. The fourth column shows the date the form was filed, or, alternatively, shows that it was not filed. The fifth column gives the number of months and days late the form was filed or,

alternatively, how delinquent the form remains. The last column notes whether a Notification of Late Filing on Form 12b-25 was filed for the periodic report in question and, if such a filing was made, the date of the filing.

9. Attached hereto as Exhibit 8 is a true copy of a delinquency letter from the Division of Corporation Finance (“Corporation Finance”) to PBGC, dated May 13, 2013, along with a true copy of the return receipt confirming delivery of the letter on May 15, 2013.

10. Attached hereto as Exhibit 9 is a true copy of a letter from PBGC to Corporation Finance dated May 23, 2014.

11. Attached hereto as Exhibit 10 is a true copy of a letter from PBGC to Corporation Finance dated August 15, 2013.

12. Attached hereto as Exhibit 11 is a true copy of PBGC’s Form 8-K and exhibit thereto, filed with the Commission on August 1, 2013.

13. Attached hereto as Exhibit 12 is a true copy of a letter from PBGC to Corporation Finance dated September 5, 2013.

14. Attached hereto as Exhibit 13 is a true copy of PBGC’s Form 8-K and exhibit thereto, filed with the Commission on September 6, 2013.

15. Attached hereto as Exhibit 14 is a true copy of an email from Richard Fisher, counsel for PBGC, received by myself on May 15, 2014.

16. Attached hereto as Exhibit 15 is a true copy of an Order of Suspension of Trading in *In the Matter of Ads in Motion, Inc., et al.*, Commission File No. 500-1, Exchange Act Rel. No. 71580 (February 20, 2014).

17. Attached hereto as Exhibit 16 is a true copy of PBGC's Preliminary 14C, filed with the Commission on July 1, 2013.

18. Attached hereto as Exhibit 17 is a true copy of PBGC's Definitive 14C, filed with the Commission on July 15, 2013.

19. I personally read through all of the Forms 8-K filed by PBGC since August 1, 2011. None of these forms announce the appointment of Jon Buttles as treasurer or chief financial officer of the company.

20. In addition to reviewing the printout from ThomsonOne (Exhibit 5 *supra*), which includes all Forms 3, 4, and 5, Schedules 13D and 13G, I also conducted separate EDGAR, LEXIS and ThomsonOne searches for the names Fouad Kallamni, Jon Buttles, and Richard Fisher, to verify whether or not they had filed any of the referenced forms and/or schedules concerning PBGC or its equity securities. These searches failed to find any such forms and/or schedules.

21. Attached hereto as Exhibit 18 is a true copy of a screenshot from the Nevada Secretary of State's website showing the corporate status information for PBGC, printed on November 21, 2013.

22. Attached hereto as Exhibit 19 is a true copy of a screenshot from the Nevada Secretary of State's website showing the corporate status information for PBGC, printed on May 14, 2014.

23. Attached hereto as Exhibit 20 is a true copy of a screenshot from the "Our Team" page on PBGC's corporate website, at <http://premierbeveragegroup.com/team.html>, printed on May 14, 2014.

24. Attached hereto as Exhibit 21 is a true copy of a PBGC Company Presentation, dated December 2011, downloaded from PBGC's website, http://premierbeveragegroup.com/files/PBGC_Presentation_Jan%202012_WEB.pdf, on May 16, 2014.

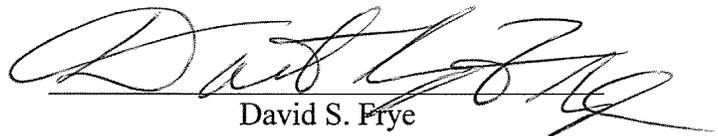
25. Attached hereto as Exhibit 22 is a table, prepared by the staff, setting forth certain financial information collected from PBGC's periodic reports on file in the Commission's EDGAR database. The first column gives the period end to which the information relates, and also the period end to which the source filing relates. As noted in the chart, for the periods ending December 31, 2011 and December 31, 2012 the figures in the following columns are for the prior twelve months, and are presented in italics. For all other periods, the figures are for the prior three months. The second column gives the total revenue for the period indicated. The third column gives the net losses for the period indicated. The fourth column gives the filing type for the source filing. The fifth column gives the page citation within the source filing. The sixth column gives date on which the filing was made in EDGAR. Pursuant to Commission Rule of Practice 323, the Division requests that the Court take official notice of the source filings and of the information presented herein, all of which are available free of charge on the Commission's EDGAR website. The Division will provide hard copies of the source filings on request.

26. Attached hereto as Exhibit 23 is a table, prepared by the staff, setting forth certain additional financial information collected from PBGC's periodic reports on file in the Commission's EDGAR database. The first column gives the period end to which the information relates, and also the period end to which the source filing relates. The

second column shows the number of months covered by the figures presented. The third column shows the net cash flow from operating activities. The fourth column shows the net cash flow from financing activities (*i.e.* loans and stock sales). The fifth column shows the amount of cash on hand at the beginning of each period. The sixth column shows the amount of cash on hand at the end of each period. The seventh column shows the filing type of the source filing. The eighth column gives the page citation within the source filing. The ninth column shows the date on which the filing was made in EDGAR. Pursuant to Commission Rule of Practice 323, the Division requests that the Court take official notice of the source filings and of the information presented herein, all of which are available free of charge on the Commission's EDGAR website. The Division will provide hard copies of the source filings on request.

27. I declare under penalty of perjury that the foregoing is true and correct.

Executed: May 19, 2014.



David S. Frye

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-SB

GENERAL FORM FOR REGISTRATION OF SECURITIES OF SMALL
BUSINESS ISSUERS

Under Section 12(b) or (g) of the Securities Exchange Act of 1934

Sunrise U.S.A. Incorporated

(Name of Small Business Issuer in its charter)

State of Nevada

(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification No.)

(Address of Principal Executive Offices)

(Issuer's telephone number)

Securities to be registered pursuant to Section 12(b) of the Act:
NONE

Securities to be registered pursuant to Section 12(g) of the Act:
44,965,724 shares of voting COMMON STOCK, \$.01 PAR VALUE

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PART 1

ITEM 1: Description of Business

(a) General Development of Business:

The Company

Sunrise U.S.A Incorporated, (the "Company") was incorporated on July 22, 1999 in the State of Nevada as a wholly owned subsidiary of USA Sunrise Beverages, Inc. (the "Parent"). The Company has authorized 99,000,000 shares of \$0.01 par value voting common stock (the "Common Stock") and 1,000,000 shares of \$0.01 par value preferred stock (the "Preferred Stock"). On August 14, 2002 the Parent transferred to the Company all of its right, title and interest to certain intellectual assets and beverage formulas together with certain liabilities in exchange for 100% of the Company's issued and outstanding Common Stock. On September 20, 2002 the Parent approved the distribution of all of the issued and outstanding common stock in the Company to Parent's shareholders of record as of that date (the "Spin-off" and the "Recipient Shareholders"). Upon the filing of this Form 10-SB the Company intends to distribute 10,615,724 shares of Common Stock to the Recipient Shareholders and 34,350,000 shares of Common Stock in satisfaction of certain liabilities assumed from the Parent. There are no shares of Preferred Stock issued or outstanding.

The Company is a widely held company with 93 shareholders. Upon completion of this filing the Company intends to distribute 44,965,724 shares of Common Stock. As part of this filing the Company intends to file applications for registration with one or more States and intends to file an application with the Over The Counter Bulletin Board (the "OTCBB") to provide for the trading of the Company's shares of Common Stock where and when permissible.

Business of the Company

The Company is a development stage company with no present business operations. The principal assets of the company include the right to, manufacture and market a South American formulated papaya soft drink known as "Papaya Sunrise" and certain rights to establish a spring water bottling facility.

On March 31, 2003, the Company and Paul Miller Sr. Trust (the "Trust") entered into a letter of intent (the "Letter of Intent") setting forth the basic terms for establishing a bottling facility and for the purchase of spring water in bulk to be located in Spearfish, South Dakota. The Letter of Intent requires the Company, among other things, to attain a working capital position of \$250,000 prior to the entering into definitive operating agreements. See Material Contracts, Exhibit 10.1.

(b) Narrative Description of Business

The Company was incorporated in the State of Nevada. In August 2002, U.S.A Sunrise Beverages, Inc., the parent company transferred to the Company all contracts rights title and interest to all intellectual property and any and all formulas and technology for manufacturing, production and distribution for water and or soft drinks owned by U.S.A Sunrise Beverages, Inc. The Company's beverage products may include, among other things, production and sale of bottled fruit juice and/or spring water products.

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Papaya Sunrise

Prior to the assignment of the Beverage Assets to the Company, the Parent engaged in limited test marketing activities of Papaya Sunrise. In 1991, the Parent produced blind samples for distributors and bottlers located in the mid-west United States. During the period July 1991 to October 1993, the Parent produced and sold approximately 82,000 cases of Papaya Sunrise. The Parent ceased production due to a shortage of working capital.

The Papaya soft drink is a leading retail beverage in South America, especially in Bolivia. The product is not made from juice of the papaya fruit, but from concentrates using natural flavors. The Parent developed its own private formulas to match these flavors (the "Private Formulas"). The formulas, while based on its ingredients, depend on the order, time and method while mixing for preparation (the "Private Processes"). The ingredients are readily available in the United States from concentrate manufacturers. The Private Formulas and Private Processes are confidential and held secretly by the Company.

Rushmore Spring Water

The Company's Letter of Intent provides for the use of a manufacturing facility for the production of bottled water. Spearfish is located in the Black Hills of South Dakota and the Company's facility next to a spring based water source.

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SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Company has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized.

SUNRISE U.S.A. INCORPORATED
(Registrant)

OFFICERS & DIRECTORS:

/s/ Omar B. Barrientos Date: _____
Omar Barrientos, Director & President

/s/ Gene Fairchild Date: _____
Gene Fairchild, Director & Secretary

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EXHIBIT 3(i)
CERTIFICATE OF INCORPORATION

SECRETARY OF STATE

THE GREAT SEAL OF THE STATE OF NEVADA

STATE OF NEVADA

CORPORATE CHARTER

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that SUNRISE U.S.A. INCORPORATED did on JULY 22, 1999, file in this office the original Article of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have herunto set my hand and
affixed the Great Seal of State, at my office, in Las
Vegas, Nevada, on July 22, 1999.

/s/ Dean Heller
Secretary of State

/s/ Shaynell Dals
Certification Clerk

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Exhibit 3 (ii)

ARTICLES OF INCORPORATION AND AMENDMENTS

FILED
 IN THE OFFICE OF THE
 SECRETARY OF STATE OF THE
 STATE OF NEVADA
 Jul 22 1999
 No C1805099
 Signature
 DEAN HELLER, SECRETARY OF STATE

ARTICLES OF INCORPORATION
 OF
 SUNRISE U.S.A. INCORPORATED

We, the undersigned, natural persons of the age of twenty-one years or more, acting as incorporators pursuant to NRS 78 of the State of Nevada, adopt the following Articles of Incorporation for such corporation.

I

The name of the corporation is Sunrise U.S.A. Incorporated

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized are:

- (1) To act as distributor, representative, licensee, producer, manufacturer, bottler, or agent as such, to establish marketing companies directly or by contract, to establish advertising companies, warehouses, product lines, trucking lines direct or under contract, to establish retail and wholesale operations of international and interstate commerce.
- (2) The corporation hereby formed shall have power to purchase, lease, or otherwise acquire by bequest, devise, gift or other means, and to hold, own, manage, or develop, and to mortgage, hypothecate, deed in trust, sell, convey, exchange, option, sub-divide, or otherwise dispose of real and personal property of every class and description and any estate or interest therein, as may be necessary or convenient for the proper conduct of the affairs of the corporation, without limitation as to amount or value, in any of the states, districts, or territories of the United States, and in any and all foreign countries, subject to the laws of such states, districts, territories, or countries.

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- (3) To finance, erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery, and plants, and any and all other structures and erections that may at anytime be necessary, useful, or advantageous for the purposes of the corporation.
- (4) To incur obligations and debts and borrow money, either upon or without security, from any person, firm or corporation, for any purpose or object in or about its business or affairs or purposes, without limitation as to amount, and to cause the payment of money and of debts in any lawful manner, including, but not limited to, the issuance and sale of shares or other disposition of bonds, obligations, negotiable and transferable instruments and evidence of indebtedness of all kinds whether secured by hypothecation of property or otherwise; to mortgage, pledge, make deeds of trust, create lien upon, or otherwise to alienate or hypothecate any or all of the real estate and personal property and things of value of the corporation as security for the payment of debts.
- (5) To organize or cause to be organized under the laws of any state, district, territory, province or government, a corporation or corporations for the purpose of accomplishing any or all of the objects for which this corporation is organized and to dissolve, wind up, liquidate, merge or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, merged or consolidated; to subscribe or to cause to be subscribed for and to purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge, exchange, distribute, and otherwise dispose of, the whole or any part of the shares of the capital stock, bonds, coupons, preferred stock, mortgages, deeds of trust, debentures, securities, obligations, evidences of indebtedness, notes, good will, rights, assets, and property of any and every kind, or any part thereof, of any other corporation or corporations, or associations, including but not limited to, banking corporations now or hereafter existing, and whether or not created by the laws of the State of Nevada; to operate, manage, and

control such properties, or any of them, either in the name of such corporation or corporations, or in shares of capital stock to exercise all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon with power to designate some persons for that purpose from time to time to the same extent as natural persons might or could do, to purchase, hold, acquire, sell, exchange, transfer, pledge, hypothecate, or otherwise deal in shares of this corporation's own capital stock, bonds or other obligations from time to time to such an extent and in such manner and upon such terms as its Board of Directors shall determine at the delegation of such power to the Board of Directors by the shareholders.

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- (6) To issue capital stock of this corporation in payment for real or personal property, services, or any other right, or thing of value, for the uses and purposes of the corporation, and when so issued such stock shall become and be fully paid, and the same as though paid for in cash at par and the Directors shall be the sole judges of the value of any property, services, rights, or things acquired in exchange for capital stock.
- (7) Without limitation or restriction either by or upon the foregoing specified powers and purposes, to own, buy, hold, acquire by conveyance, instruments of transfer, contract, lease, royalty arrangement, license, permit, option, franchise, grant, assignment, gift, devise, bequeath, or otherwise, by any lawful means any real or personal property or thing of value of any character, and to sell, convey, use, operate, trade, rent, pledge, mortgage, transfer, hypothecate, alienate, or dispose of the same, and to build, construct, install, erect and operate buildings, structures, terminals, garages, stations, stores, warehouses, bottling companies, distribution centers, sales routes, improvements, and facilities, equipment and appliances, machinery and installations of any kind, to further the purposes of this corporation and as may be incidental, necessary or convenient in connection with its business, or to carry on any other business which may seem to this corporation capable of being convenient in connection with its business, or to carry on any other business which may seem to this corporation capable of being conveniently carried on in connection with its business or calculated directly or indirectly to enhance the value of, or render possible any of the corporation's property or rights.
- (8) To do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time be conducive to or expedient for the protection or benefit of this corporation. The purposes specified herein shall be construed both as purposes and powers and shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause in this or any other article, but the purposes or powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of the specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general power of this corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed.
- (9) And to have any and all powers above set forth as fully as natural persons, whether as principals, agents, trustees, or otherwise.
- (10) And for any other lawful purpose.

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IV.

The number of shares that the corporation shall have authority to issue, shall be and is:

Preferred Stock: One Million (1,000,000) shares of Preferred stock of One Cent (\$.01) par value each. Said stock, when issued, shall be fully paid and non-assessable.

Common Stock: Eighteen Million (18,000,000) shares of Common Stock of One Cent (\$.01) par value each. Said stock, when issued, shall be fully paid and non-assessable.

V.

The corporation will not commence business until consideration of the value of at least One Thousand Dollars (\$1,000.00) has been received for the issuance of shares.

VI.

The address of the corporation's registered office is [REDACTED] The mailing address is [REDACTED], and the name of the registered agent at such address is Omar Barrientos.

The address and name of the office of the registered resident agent is:

Corporate Services, Group, LLC at: [REDACTED] [REDACTED]

The mailing address for the resident agent is: [REDACTED] [REDACTED]
[REDACTED]

VII.

The number of directors of this corporation shall be established by the By-Laws of the corporation. The number of directors constituting the initial Board of Directors of the corporation is one (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successor is elected and shall qualify is:

NAME	ADDRESS
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Omar Barrientos	[REDACTED]
-----------------	------------

Gene Fairchild	[REDACTED]
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VIII.

BYLAWS OF Sunrise U.S.A. Incorporated

1. The Articles of Incorporation as filed shall constitute the initial Bylaws of the company. The articles of incorporation are considered to always be an attachment to the bylaws.
2. Vote by Stockholders is non-cumulative.
3. The president and or the Board have the right to designate places and times for Board Meetings and stockholder's meetings.
4. Annual stockholder's meetings may be called with ten days notification.

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5. To be valid, special meetings do not need timely notices, but must have quorum of at least majority of Director's for Board meetings and majority of stockholder's votes, including proxies for stockholder's meetings.
6. The percentage of voting stock to constitute a majority for stockholder's meetings shall be 51%.
7. Records of the company may be inspected by its stockholder's with previous written request and within legal and corporate parameters and with the utmost care to protect the confidentiality of other stockholder's. Records of company may be examined for a specific purpose only, no copies of sensitive information shall be permitted, no copies of Confidential ledgers shall be permitted, no copies of contracts shall be permitted, no copies of stock consideration shall be permitted.
 - 7.1 Private Ledger inclusions are: Stock consideration, any request by any stockholder's of privacy retention, Stock's Certificates, contracts of the company with individuals or entities where sensitive information is included at the discretion of the officers of the company.
8. Every stockholder is entitled to review and comment on his (her's) (It's) own stock ledger and is entitled to the copies of record.
9. All of the provision established on articles of incorporation, unless revoked, by resolution shall be part of the By-Laws of the Company.
10. The Board of Directors have the authority granted to amend, alter, add to, repeal, rescind or change in any other way any and all of the Bylaws of this Corporation as the Board of Directors shall deem fit and proper, and such authority shall not require either any action or consent by of from the shareholders of the Corporation. The shareholders are to retain the right to revoke the above grant of authority to the directors. Such revocation shall be made by a resolution adopted by the holders of a majority of the Corporation's stock entitled to vote by written consent or at a duly convened meeting of shareholders. Unless and until such revocation action is taken by the shareholders, the shareholders shall not exercise their power, under Articles of the Bylaws to amend, alter, add to, repeal, rescind or change in any way the Bylaws of the corporation.
11. Resolutions of the Board of Directors shall constitute amendments or additions to the By-Laws of the Company. The incorporation of the Resolutions by reference shall be by attachment to records.

12. Any By-Laws adopted by the company found to be illegal by a competent jurisdictional body of law shall be considered upon such finding as void. Balance of By-Laws shall not be affected by any such finding.

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IX.

The names and addresses of the incorporators are:

Omar Barrientos
Gene Fairchild



X

No shareholder shall be liable for the debts of the corporation in any amount greater than the amount remaining unpaid on the capital stock for which he has subscribed.

XI

The corporation insofar as permitted by law, may indemnify any and all of its Directors or officers or both, or former Directors or officers, of any person who may have served at its request as a Director or officer of another corporation in which this corporation owns shares of capital stock or of which it is a creditor, against any liabilities arising and in connection therewith expenses actually and necessarily incurred by them with the defense of any claim, action, suit or proceedings, civil or criminal, which they or any of them are made parties or a party, by reason of being or having been such Director or officer, except in relation to matters as to which any such Director officer shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall be deemed to be exclusive of any other rights to which those indemnified may be entitled, under any by law, agreement, vote of shareholders or otherwise.

IN TESTIMONY WHEREOF, we have set our hands and seals this 16th Day of June, 1999.

Signature

Omar Barrientos

Signature

Gene Fairchild

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STATE OF SOUTH DAKOTA
COUNTY OF PENNINGTON

On this the 16 th day of June, 1999, before me, the undersigned officer, personally appeared Omar Barrientos and Gene Fairchild known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.
/s/ Signature

Notary Public, South Dakota
My Commission Expires (hand written 3/11/2005

(Seal)

Seal of the Secretary of State of the State of Nevada
I hereby certify that this is a true and complete copy of the document as filed in this office.
Jul 22 '99

Dean Heller
Secretary of State.
By (signature _____)

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Exhibit 3(iii)

Certificate of Amendment

Dean Heller

MARKET ACTIVITY

Quote & Company Info

Current Market

Closing Summary

Market Maker Data

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Corporate Actions

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QUOTE & COMPANY INFO  [Print](#)

Premier Beverage Group Corp. (PBGC: OTC Pink Limited)

0.0129 0.00 (0.00%) At: Feb 7, 2014

Volume: 0 CUSIP: 74048H101 PS ID: 128113 Piggyback Qualified: Yes



[Quote](#) [Time & Sales](#) [Charts](#) [Company Info](#) [News](#) [Filings and Disclosure](#) [Short Sales](#) [Insider Transactions](#) [Research](#)

Trade Data Summary | [Time & Sales](#)

Last Sale	0.0129 — Feb 7, 2014	Daily Range	N/A — N/A
Change	+0.00 (+0.00%)	52wk Range	0.0012 — 0.0179
Prev Close	0.0129	Volume	0
Opening Price	N/A	Dividend (Yield)	N/A (N/A)

¹Trade data delayed 15 minutes.

²Trade times are in EST (Eastern Standard Time).

Quote Data

Best Bid	Best Ask	Time of Last Inside Change (EST)
0.005 x 10,000 shares	0.0129 x 24,500 shares	9:30:03 AM

Real-Time Level 2 Montage

MMID	Bid Price	Shares	Date/Time (EST)	MMID	Ask Price	Shares	Date (EST)
<u>NITE</u>	0.005	10,000	Jan 27, 2014	<u>ETRF</u>	0.0129	24,500	9:30:03 AM
<u>ATDF</u>	0.0042	28,100	9:30:28 AM	<u>NITE</u>	0.013	10,000	Feb 7, 2014
<u>CDEL</u>	0.004	50,000	11:17:05 AM	<u>CSTI</u>	0.0138	10,000	8:30:03 AM
<u>MBAY</u>	0.0029	10,000	Jan 31, 2014	<u>MBAY</u>	0.014	10,000	Jan 31, 2014
<u>CSTI</u>	0.0013	10,000	8:30:05 AM	<u>ATDF</u>	0.025	25,000	9:30:03 AM
<u>ETRF</u>	0.0011	100,000	9:30:03 AM	<u>CDEL</u>	0.026	40,750	11:17:05 AM
<u>VFIN</u>	0.0001	10,000	May 15, 2013	<u>VFIN</u>	Unpriced		Nov 15, 2013

Real time as of Wed, Feb 12, 2014 11:18:59 AM (EST)

Market Maker Information

MMID	Name	Location
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Securities and Exchange Commission
Washington, D. C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 19, 2011

DAM HOLDINGS, INC.

(Name of Registrant as specified in its charter)

Nevada (State or Other Jurisdiction of Incorporation)	000-50370 (Commission File Number)	[REDACTED] (I.R.S. Employer Identification No.)
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501 Madison Ave.
Suite 501
New York, NY 10022
646-820-0630

(Address and telephone number of principal executive offices)

P.O. Box 503
Totowa, NJ 07511

(Former Address of principal executive offices)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.01 Completion of Acquisition or Disposition of Assets

On October 19, 2011, pursuant to the terms of an Agreement and Plan of Merger (the "Agreement") between OSO USA LLC, a Delaware limited liability company ("OSO") and OSO Beverages Corp., a Delaware corporation ("OSO Beverages") that is a wholly-owned subsidiary of the Registrant, DAM Holdings, Inc., a Nevada corporation (the "Company"), OSO merged into OSO Beverages. OSO Beverages was the surviving corporation, and the principal members of OSO were issued 50,000,000 newly issued restricted shares of the Company's common stock as consideration for all of the outstanding membership interests of OSO.

The Company has applied in Nevada to do business under the name "Premier Beverage Group".

Description of the Company

As used in this Current Report on Form 8-K, all references to the "Company," "we," "our" and "us" for periods prior to the closing of the merger refer to OSO USA, LLC and its Fury Distribution Holdings, LLC subsidiary, and for periods subsequent to the closing of the merger refer to DAM Holdings, Inc. and its wholly-owned subsidiary, OSO Beverages Corp.

Forward-Looking Statements

The Company or management may make or may have made certain forward-looking statements, orally or in writing, such as those within Management's Discussion and Analysis contained in its various SEC filings. The Company wishes to ensure that such statements are accompanied by meaningful cautionary statements, so as to ensure to the fullest extent possible the protections of the safe harbor established in the Private Securities Litigation Reform Act of 1995. Such statements are therefore qualified in their entirety by reference to and are accompanied by the following discussion of certain important factors that could cause actual results to differ materially from those described in such forward-looking statements.

The Company cautions the reader that this list of factors is not intended to be exhaustive. The Company operates in a continually changing business environment, and new risk factors emerge from time to time. Management cannot predict such factors, nor can it assess the impact, if any, of such factors on the Company's business or the extent to which any factors may cause actual results to differ materially from those described in any forward-looking statement. None of the Company's forward-looking statements should be relied upon as a prediction of actual results.

The Company faces risks and uncertainties that could render actual events materially different than those described in our forward-looking statements. These risks and uncertainties are described elsewhere in this report.

Overview

We are engaged in the business of developing, producing, marketing and distributing premium energy beverages sold directly to so-called "on-premise accounts" such as clubs, bars and restaurants. Our flagship brand is "OSO", a premium energy beverage that has been sold in the New York market since 2006. While energy drinks have exploded in mass retail environments, on-premise accounts have been forced to sell a mass retail product since it was the only energy drink on the market. Up until now, no one had created a stand out product that matched the high end surrounding of exclusive clubs and on-premise accounts. We developed OSO to fill this gap in the market, providing a premium experience from taste, to packaging, to image, which has ultimately been well received in a market seeking to identify a perceived high caliber product. OSO is crystal clear in color and delivers a smooth, crisp aftertaste, without the bite commonly associated with other mainstream energy drinks. OSO is currently offered in an 8.3oz can, and, we intend to also market it in a sleek glass bottle.

Industry Overview

According to the market research firm, Mintel, in 2007, non-alcoholic beverage sales in the United States reached \$84.5 billion. The industry experienced impressive growth considering the top three segments (milk, carbonated drinks and fruit juices) which account for 62% of total market sales displayed flat or declining sales compared with the same period a year ago. Much of the industry growth can be attributed to a new generation of beverages that offer specific functional benefits to the consumer such as energy, vitamins or antioxidants. These beverages are classified as functional beverages. Today's consumers expect more from their beverages. Consumers no longer see beverages as just a thirst quencher, but rather view beverages as a way to define their lifestyle. This shift in consumer preference has created an overlapping hybrid category of beverages we now know as functional beverages. Functional beverages not only satisfy thirst, but contain vitamins, minerals, antioxidants and other nutrients beneficial to the body. Sports drinks, enhanced waters, energy drinks, ready-to-drink teas and soy beverages all fall under the functional beverage category.

The functional beverage market in the United States has developed beyond being a niche category of drinks meant for better health and well-being. New functional beverages (such as sports drinks, ready-to-drink tea, and designer water) have added a new dimension to the earlier definition, with an increased emphasis on convenience, novelty, fun, and image while maintaining their status as a "healthy drink". Of these new categories, some include already established functional varieties undergoing transformation, some are based on discoveries of new ingredients, and some blur the line between categories. This wide variety has grown to appeal to almost all types of consumers that have now become extremely taste- and ingredient-conscious as well as more sophisticated about their overall food consumption.

Growth in the functional beverage category has soared as health and wellness take on a more predominant role in the American consumer's life. According to Mintel, 2007 functional beverage sales in the U.S. excluding Wal-Mart, were valued at \$9.8 billion. Energy drinks and enhanced waters accounted for more than half of sales contributing roughly \$6.6 billion and \$1.0 billion respectively, which represented the most competitive and fastest growing segment of the category. Mintel projected that the energy drink market will grow 12% annually, outpacing all other beverages. The four main players, Red Bull, Hansen's Natural, Coca-Cola and PepsiCo, control roughly 75% of the U.S. energy drink market, leaving an increasing number of entrepreneurs in pursuit of the remaining 25% market share.

According to Mintel, functional beverage sales are being driven by young consumers aged 18-34, and households with children. We believe that Americans aged between 18 and 34 years of age try harder to be healthy, want convenience, and are heavily swayed by brand image. Functional beverages provide vitamins, are portable and project a quality lifestyle.

Our Strategy

Our business strategy is to build powerful and relevant brands that are distinct from existing products. Our flagship brand, OSO, a premium energy beverage, has been available since 2006 to on premise accounts in New York demonstrates this strategy.

In general, our existing and future brands will share the following brand and product characteristics:

- Distinctive brand image for its target audience;
- Innovative and attractive packaging separating the product from mainstream brands;
- Brand positioning beginning with trend setting niche consumer before moving to mass retail; and
- Potential for large market distribution.

As we build out sales of OSO in New York, we intend to continue to evaluate growth opportunities through distribution agreements with national distributors or other relationships we may be able to foster.

Competition

The success and popularity of functional beverages has created an extremely competitive environment. The principal areas of competition are taste, pricing, packaging, development of new products and flavors, and marketing campaigns. Our products compete with a wide range of drinks produced by a relatively large number of manufacturers, any of which have substantially greater financial, marketing and distribution resources than we do.

Important factors affecting our ability to compete successfully include taste and flavor of products, trade and consumer promotions, rapid and effective development of new, unique cutting-edge products, attractive and different packaging, branded product advertising and pricing. We also compete for distributors who will concentrate on marketing our products over those of our competitors, provide stable and reliable distribution, and secure adequate shelf space in retail outlets.

In the energy drink category, the industry is dominated by five brands: Red Bull, Monster, Rockstar, Full Throttle and AMP. Red Bull is the industry leader, having pioneered the energy drink category. Monster is owned by Hansen's Natural, and in 2007 was second to Red Bull in terms of revenues, according to New Nutrition Business. Rockstar, a private company with a distribution agreement with Pepsi, has the third highest revenues, followed by Full Throttle, a Coca-Cola brand and AMP, which is owned by Pepsi.

Big beverage conglomerates have been taking market share by creating their own beverages, or through acquiring smaller proven functional beverage companies. Coca-Cola acquired Glacéau and its VitaminWater and Fuze Beverages, while PepsiCo acquired sparkling beverage maker IZZE natural, Ardea and its Airforce Nutrisoda, and super-premium juice maker Naked Juice in a bid to expand their non-carbonated beverage portfolios. That being said, new entrants continue to gain market share by focusing on new discoveries and vitamin enhancements to generate buzz on their product.

Operations

We operate a lean infrastructure that relies on outside parties in terms of manufacturing, inventory procurement and management, and distribution. Our outsourced operational infrastructure will allow us to scale up and down as required to meet volume requirements.

Raw Materials and Suppliers

The principal raw materials which we use are aluminum cans and ends, labels, nutritive and non-nutritive additives, concentrates and sweeteners, the costs of which are subject to fluctuations. We are uncertain whether the prices of these or any other raw materials or ingredients will continue to fluctuate in the future.

Generally, the raw materials that we use in our business are readily available from numerous sources. However, some raw materials are manufactured by a limited number of companies, including some of our ingredients and our aluminum cans.

We purchase beverage flavors, concentrates, juices, vitamins, sweeteners as well as other ingredients, from a sole supplier. We have identified alternative suppliers for many of the supplements contained in many of our beverages. We seek to develop back-up sources of supply for certain of our flavors and concentrates, and to conclude arrangements with suppliers which would enable us to obtain access to certain concentrates or flavor formulas in certain circumstances.

Manufacturing

We do not directly manufacture our products but instead outsource the manufacturing to third-party bottlers and contract packers. We provide our third-party manufacturers with the vitamin blends, juices, flavors, sweeteners and other ingredients, as well as our cans, labels, trays and boxes for our beverage products. Depending on the product, the third-party bottlers add filtered water, sweeteners, and vitamin blends for the manufacture and packaging of the finished products into approved containers in accordance with our formulas.

We presently use a sole source for the bottling and contract packaging of our line of beverages. We do not have any formal written agreements in place with our bottler. If our relationships with our bottler were to terminate, we believe that we can obtain alternative manufacturing and co-packing facilities in the United States with adequate capacity for most of our products at commercially reasonable rates and/or within a reasonably short time period. We continue to seek alternative and/or additional manufacturing and packing facilities in the United States with adequate capacity for the production of our various products to minimize the risk of any disruption in production, minimize our shipping and handling costs, and to lower our overall cost of producing products.

Our ability to estimate demand for our products is imprecise, particularly with new products, and may be less precise during periods of rapid growth, particularly in new markets. If we materially underestimate demand for our products or are unable to secure sufficient ingredients or raw materials including, but not limited to, bottles, cans, labels, flavors, vitamins, or certain sweeteners, or packing arrangements, we might not be able to satisfy demand on a short-term basis.

Distribution

We distribute our products through our wholly owned subsidiary, Fury Distribution Holdings LLC. We are currently aggressively seeking new or expanded relationships with third-party distributors and will continue to pursue such relationships. However, we cannot assure you that we will be successful and if we are not successful, we may need to curtail operations or cease operating our business.

Intellectual Property

Our intellectual property includes trademarks related to OSO as well as trade secrets relating formulation and bottling which we have licensed from our sole officer.

Although we do not believe that we infringe the proprietary rights of third parties, there can be no assurance that third parties will not claim infringement by us with respect to past, current or future technologies. Any such claim, whether meritorious or not, could be time-consuming, result in costly litigation and could have a material adverse effect upon our business, results of operations and financial condition.

Personnel

We do not have any full time employees, other than our founder, Fouad Kallamni, who acts as our President. We contract with several specialist independent contractors for design, artwork, accounting, treasury, legal and infrastructure services. We have not entered into any written agreement with our President.

The success of the Company will depend in part on our future ability to attract, integrate, retain and motivate highly qualified technical and managerial personnel, and upon the continued service of our senior management personnel. The competition for qualified personnel in our industry and geographical location is intense, and there can be no assurance that we will be successful in attracting, integrating, retaining and motivating a sufficient number of qualified personnel to conduct our business in the future. The Company has never had a work stoppage, and no employees are represented under collective bargaining agreements. We consider our relations with our employees to be good.

Executive Compensation

Our President did not receive any compensation in 2009, 2010 or year to date 2011.

Facilities

We rent space for our inventory as required through short term arrangements with third parties as required. We rent our corporate headquarters for a fixed rate of \$2,500 per month on a month to month basis effective August 15, 2011. Our corporate headquarters are located at 501 Madison Avenue, Suite 501, New York, NY 10022.

Subsidiaries

The Company currently has one wholly-owned subsidiary, OSO Beverages Corp., which in turn owns all the membership interests of Fury Distribution Holdings LLC, a New York limited liability company.

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 our consolidated financial statements and notes thereto appearing elsewhere in this Current Report on Form 8-K.

The matters discussed in this registration statement contain forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those discussed herein. Factors that could cause or contribute to such differences are discussed in this section and elsewhere in this Current Report on Form 8-K.

Our Business

Formed in 2009, we are engaged in the production, marketing and sale of functional beverages primarily sold directly to on premise accounts, including bars, night clubs and hotels. We aim to increase our exposure and sales to both on-premise accounts and retail sales channels in both existing and future geographic markets.

Results of Operations**Three Month Period Ended June 30, 2011 Compared to the Three Month Period Ended June 30, 2010.*****Net Sales***

Net sales for the three month period ended June 30, 2011 decreased to \$23,184 from \$58,562 (a decrease of \$35,378 or 60%) for the three month period ended June 30, 2010. The decrease in net sales was primarily a result of lack of inventory during the period in 2011 which limited sales.

Cost of Goods Sold

Cost of goods sold for the three month period ended June 30, 2011 were \$11,035 as compared to \$22,233 for the comparable period in 2010, a decrease of \$11,198 or 50%. The decrease in cost of goods sold in 2011 was primarily attributable to the decrease in sales in the 2011 period.

Gross Profit

Gross profit for the three month period ended June 30, 2011 was \$12,149 as compared to \$36,330 for the comparable period in 2010, a decrease of \$24,181 or 67%. The decrease in gross profit was primarily due to the decrease in sales in the 2011 period resulting from a lack of inventory.

Expenses

Total operating expenses for the three month period ended June 30, 2011 were \$27,632 as compared to \$41,419 for the comparable period in 2010, a decrease of \$13,787 or 33%. The decrease in operating expenses was primarily attributable to a significant decrease in general and administrative costs during the 2011 period.

Net Loss

Net loss for the three month period ended June 30, 2011 was \$15,483, as compared to \$5,089, during the comparable period in 2010, an increase of \$10,394 or 204%. The small increase in net loss is attributable to the decrease in sales during the 2011 period which was not accompanied by a proportionate decrease in costs of goods sold and operating expenses.

One Year Period Ended December 31, 2010 Compared to the Year Period from Inception (April 28, 2009) to December 31, 2009.*Net Sales*

Net sales for the year ended December 31, 2010 increased to \$173,093 from \$124,238 (an increase of \$48,855 or 39%) for the period from inception (April 28, 2009) to December 31, 2009. The increase in net sales was primarily driven by the longer period during the 2010 period as well as the ramp up of sales following our inception in April, 2009.

Cost of Goods Sold

Cost of goods sold for the year ended December 31, 2010 were \$57,224 as compared to \$78,002 for the period from inception (April 28, 2009) to December 31, 2009, a decrease of \$20,778 or 27%. The decrease in cost of goods sold in 2010, despite a 39% increase in sales, was attributable to increased costs in 2009 associated with higher production and inbound freight costs to ramp inventory quickly at the launch of the company in 2009.

Gross Profit

Gross profit for the year ended December 31, 2010 increased to \$115,869 from \$46,236 during the period from inception (April 28, 2009) to December 31, 2009, an increase of \$69,633 or 150%. The substantial increase in gross profit was primarily due to costs incurred in 2009 related to the launch of our product which were reflected in cost of goods sold.

Expenses

Total operating expenses for the year ended December 31, 2010 were \$164,868 an increase of \$61,767 or 60% as compared to \$103,101 during the period from inception (April 28, 2009) to December 31, 2009. The increase in operating expenses was primarily attributable to the longer time period and an increase in selling costs during the 2010 period.

Net Loss

Net loss for the year ended December 31, 2010 was \$48,999, as compared to \$56,587, during the period from inception (April 28, 2009) to December 31, 2009, a decrease of \$7,588 or 13%. The decrease in net loss, is attributable to the increase in gross profit during the 2010 period.

Cash Flows*Net cash provided by (used in) operating activities*

Net cash provided by operating activities was \$100,861 in the year ended December 31, 2010 as compared to net cash used in operating activities of \$13,511 during the period from inception (April 28, 2009) to December 31, 2009. This increase in net cash provided was primarily because we purchased a significant amount of inventory during the 2010 period.

Analysis and Expectations. Our net cash from operating activities can fluctuate significantly due to changes in our inventories. Other factors that may vary significantly include our accounts payable and accrued expenses. Going forward, we expect the net cash that we generate from operating activities to continue to fluctuate as our inventories, receivables, accounts payables and the other factors described above change with increased production and the purchase of larger quantities of raw materials. These fluctuations could cause net cash from operating activities to fall, even if, as we expect, our net income grows as we expand. Although we expect net cash from operating activities will rise over the long term, we cannot predict how these fluctuations will affect our cash flow in any particular quarter.

Net cash provided by (used in) financing activities.

Net cash used in financing activities was \$106,826 in the year ended December 31, 2010 as compared to net cash provided by financing activities of \$21,997 during the period from inception (April 28, 2009) to December 31, 2009. The decrease in net cash provided by financing activities was primarily as a result of significant proceeds from notes during the 2009 period.

Liquidity and Capital Resources

Our capital requirements are dependent on several factors and are primarily related to our product development expenses and inventory purchases. We believe that our current cash and cash equivalents along with cash to be generated through certain planned fundraising initiatives and by operations will be sufficient to meet our anticipated cash for the next 12 months. Through our certain planned fundraising initiatives, we may seek to sell additional equity or debt securities or obtain a credit facility. The sale of additional equity or convertible debt securities could result in additional dilution to our stockholders. The incurrence of indebtedness would result in an

increase in our fixed obligations and could result in borrowing covenants that would restrict our operations. There can be no assurance that financing will be available in amounts or on terms acceptable to us, if at all. If financing is not available when required or is not available on acceptable terms, we may be unable to continue to grow our business. In addition, we may be unable to take advantage of business opportunities or respond to competitive pressures. Any of these events could have a material and adverse effect on our business, results of operations and financial condition.

Risks and Uncertainty

The preceding statements under "Management's Discussion and Analysis of Financial Condition and Results of Operations" which are not historical facts are forward-looking statements. These forward-looking statements involve risks and uncertainties that could render them materially different, including, but not limited to, the risk that new products and product upgrades may not be available on a timely basis, the risk that such products and upgrades may not achieve market acceptance, the risk that competitors will develop similar products and reach the market first, and the risk that the Company would not be able to fund its working capital needs from cash flow.

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The following table sets forth, as of October 18, 2011, the ownership of the Company's common stock by (i) each of our directors and executive officers; (ii) all of our executive officers and directors as a group; and (iii) all persons known by us to beneficially own more than 5% of our common stock. Unless otherwise indicated in the footnotes to the table, (1) the following individuals have sole voting and sole investment control with respect to the shares they beneficially own and (2) the address of each beneficial owner listed below is c/o the Company, 501 Madison Avenue, Suite 501, New York, New York, 10022.

Name and Address of Beneficial Owner	Shares of Common Stock (1)	Percentage Ownership of Common (2)
<u>Executive Officers and Directors</u>		
Fouad Kallamni	31,500,000	51.5%
All Executive Officers and Directors as a group (one persons)	31,500,000	51.5%
All Executive Officers, Directors and 5% Stockholders as a group (one persons)	31,500,000	51.5%

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- (1) Calculated pursuant to Rule 13d-3(d) of the Exchange Act. Under Rule 13d-3(d), shares not outstanding which are subject to options, warrants, rights or conversion privileges exercisable within 60 days are deemed outstanding for the purpose of calculating the number and percentage owned by such person, but are not deemed outstanding for the purpose of calculating the percentage owned by each other person listed.
- (2) Based upon 61,111,939 shares of Common Stock issued and outstanding, as of October 19, 2011.

Employment Agreements and Executive Compensation

The Company currently has no written employment agreement with our executive officers nor do we have any termination of employment or any change of control arrangements with our officer. We currently do not pay our President a salary. We do not carry any key-man or other life insurance on our officer.

Employee Benefit Plans

We have no employee benefit plans.

Off-Balance Sheet Arrangements

We have no off-balance sheet arrangements.

Item 3.02 Unregistered Sales of Equity Securities

On October 19, 2011, the Company issued 50,000,00 newly issued shares of the Company's Common Stock to the members of OSO USA, LLC, as consideration for the acquisition by OSO Beverages Corp., a wholly-owned subsidiary of the Company, of OSO USA LLC. This transaction was not registered under the Act in reliance on the exemption from registration in Section 4(2) of the Act, as a transaction not involving any public offering. These securities were issued as restricted securities and the certificates were stamped with restrictive legends to prevent any resale without registration under the Act or in compliance with an exemption.

On October 15, 2011, the Company issued 8,880,000 newly issued shares of the Company's Common Stock to two creditors of the Company pursuant to the conversion of debt held by such creditors into shares of the Company's Common Stock. This transaction was not registered under the Act in reliance on the exemption from registration in Section 4(2) of the Act, as a transaction not involving any public offering.

Item 5.01 Change in Control of Registrant

On October 19, 2011, the Company issued 50,000,000 newly issued shares of the Company's Common Stock to the members of OSO USA LLC, as consideration for the acquisition by OSO Beverages Corp., a wholly-owned subsidiary of the Company, of OSO USA LLC. This resulted in a change in the majority stockholder of the Company.

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

On October 20, 2011, Mark S. Klein resigned as President of the Company and as director of the Company.

On October 19, 2011, Fouad Kallamni was appointed to a vacancy in the Board of Directors of the Company in accordance with the written consent of majority of directors dated October 19, 2011. In addition, on October 19, 2011, Fouad Kallamni was appointed President of the Company. Mr. Kallamni has had no prior relationship with the Company and was not a party to any transaction with the Company prior to the Agreement and Plan of Merger between OSO USA LLC and OSO Beverages Corp, a wholly-owned subsidiary of the Company.

The following table sets forth the names and positions of our new director and executive officer:

Name	Age	Position
Fouad Kallamni	33	President, Director

Fouad Kallamni, President and Director, is the founder of OSO LLC USA and oversees all business activities of the Company, including brand and product development. Prior to founding OSO USA LLC, Mr. Kallamni was Chief Executive Officer and Director of PriLabs, Inc., a marketer of exclusive brand (private label) functional beverage programs with retailers. Mr. Kallamni founded PriLabs and built its business from inception, counting top tier retailers among its clients, including Walgreens, Duane Reade, Stop & Shop, Roundys and CVS. Mr. Kallamni is also a co-founder and partner of Casablanca Foods, LLC, a marketer of specialty Moroccan Foods with customers such as Wegmans, Food Emporium, Crate & Barrel, Stop & Shop, The Fresh Market and other retail chains. Previously, Mr. Kallamni was a managing partner at The Incompass Group, a full service marketing, special events and promotions company based in New York that builds brand experience through lifestyle, entertainment, fashion and nightlife. Mr. Kallamni also has experience in public relations having worked at The Vanck Group as head of event marketing and promotions. The Vanck Group worked with such clients as Nike, Pepsi, LG, Virgin, Def Jam, Maverick Records, Bad Boy and Prince.

Item 9.01 Financial Statements and Exhibits

Exhibit Description

10.1 Agreement and Plan of Merger

99.1 Auditor's Report and audited financial statements of OSO USA LLC for the period from inception (April 28, 2009) to December 31, 2010

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: October 21, 2011

DAM Holdings, Inc.

/s/ Fouad Kallamni

By: Fouad Kallamni, President

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-15758

In the Matter of

Ads in Motion, Inc., *et al.*,

Respondents.

**DECLARATION OF CARYLYN BELL CERTIFYING RECORDS
OF REGULARLY CONDUCTED BUSINESS ACTIVITY**

I, the undersigned, Carylyn Bell, pursuant to 28 U.S.C. § 1746, declare that:

1. I am President of Corporate Stock Transfer, Inc. ("CST") and by reason of my position I am familiar with the company's record keeping practices and systems. I am authorized by CST and qualified to make this Declaration.

2. I certify that the documents attached to this Declaration, and serially numbered Corporate Stock – Premier Beverage Page 1 through Corporate Stock – Premier Beverage Page 16, inclusive, are true copies of, or are derived from and truly reflect the contents of, records of CST that were:

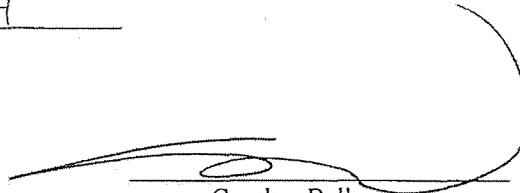
(a) made at or near the time of the occurrence of the matters set forth therein, by, or from information transmitted by, a person with knowledge of those matters;

(b) kept in the course of regularly conducted business activity of CST,
and

(c) made by the regularly conducted business activity of CST as a regular practice.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 5/13/2014


Carylyn Bell

From: 10/01/11 To: 11/24/11

Cusip: 3108 DAM HOLDINGS INC.

Cert #	Action Code	Prt #	Name	Quantity	Actn	Date	Log	Prs no	Prs Name
2478-6	RESTRICT	454682	[REDACTED]	87,267.0000	CXLD	11/16/11	418528	454682	FRANK BASILE
2479-4	AND CONTROL	454681	[REDACTED]	750,000.0000	CXLD	10/17/11	417763	59164	CORPORATE STOCK TRANSF
2500-7		502633	[REDACTED]	75,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2501-5		502634	[REDACTED]	75,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2502-3		502635	[REDACTED]	1,470,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2503-1		502636	[REDACTED]	750,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2504-9		502637	[REDACTED]	170,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2505-6		502638	[REDACTED]	1,500,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2506-4		502639	[REDACTED]	1,500,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2507-2		502640	[REDACTED]	915,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2508-0		502641	[REDACTED]	500,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2509-8		502630	[REDACTED]	1,420,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2510-6		502642	[REDACTED]	75,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2511-4		502643	[REDACTED]	15,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2512-2		502644	[REDACTED]	15,000.0000	ISSD CXLD	10/12/11 10/17/11	417618 417772	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2513-0	RESTRICT	436162	[REDACTED]	514,800.0000	ISSD	10/17/11	417763	59164	CORPORATE STOCK TRANSF
2514-8	RESTRICT	454681	[REDACTED]	235,200.0000	ISSD	10/17/11	417763	59164	CORPORATE STOCK TRANSF
2515-5		436162	[REDACTED]	853,000.0000	ISSD	10/17/11	417773	59164	CORPORATE STOCK TRANSF
2516-3		416855	[REDACTED]	49,678.0000	ISSD CXLD	10/17/11 11/07/11	417773 418479	59164 416855	CORPORATE STOCK TRANSF BLUE DOCK INVESTMENTS
2517-1		416855	[REDACTED]	13,950.0000	ISSD	10/17/11	417773	59164	CORPORATE STOCK TRANSF

Exhibit 4

From: 10/01/11 To: 11/24/11

Cusip: 3108 DNM HOLDINGS INC.

Cert #	Action Code	Prt #	Name	Quantity	Actn	Date	Log	Prs no	Prs Name
2538-7		502641	[REDACTED]	10,000.0000	ISSD	10/17/11	417773	59164	CORPORATE STOCK TRANSF
2539-5		502641	[REDACTED]	10,000.0000	ISSD	10/17/11	417773	59164	CORPORATE STOCK TRANSF
2540-3		502638	[REDACTED]	350,000.0000	ISSD CXLD	10/17/11 11/02/11	417773 418330	59164 14760	CORPORATE STOCK TRANSF CEDE & CO
2541-1		502642	[REDACTED]	75,000.0000	ISSD CXLD	10/17/11 11/04/11	417773 418431	59164 14760	CORPORATE STOCK TRANSF CEDE & CO
2542-9		502643	[REDACTED]	15,000.0000	ISSD	10/17/11	417773	59164	CORPORATE STOCK TRANSF
2543-7		502644	[REDACTED]	15,000.0000	ISSD CXLD	10/17/11 11/22/11	417773 418993	59164 14760	CORPORATE STOCK TRANSF CEDE & CO
2544-5		502678	[REDACTED]	470,000.0000	ISSD CXLD	10/18/11 11/09/11	417798 418585	59164 14760	CORPORATE STOCK TRANSF CEDE & CO
2545-2		502679	[REDACTED]	470,000.0000	ISSD CXLD	10/18/11 11/14/11	417798 418706	59164 14760	CORPORATE STOCK TRANSF CEDE & CO
2546-0	RESTRICT	502719	[REDACTED]	31,500,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2547-8	RESTRICT	502720	[REDACTED]	5,000,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2548-6	RESTRICT	502721	[REDACTED]	2,500,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2549-4	RESTRICT	502722	[REDACTED]	2,000,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2550-2	RESTRICT	502723	[REDACTED]	1,500,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2551-0	RESTRICT	502724	[REDACTED]	1,500,000.0000	ISSD CXLD	10/20/11 11/08/11	417921 418413	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2552-8	RESTRICT	502725	[REDACTED]	750,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2553-6	RESTRICT	502726	[REDACTED]	375,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2554-4	RESTRICT	502729	[REDACTED]	375,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2555-1	RESTRICT	502730	[REDACTED]	450,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2556-9	RESTRICT	502731	[REDACTED]	450,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2557-7	RESTRICT	502732	[REDACTED]	475,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2558-5	RESTRICT	502733	[REDACTED]	250,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2559-3	RESTRICT	502734	[REDACTED]	250,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2560-1	RESTRICT	502737	[REDACTED]	250,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF

Exhibit 4

From: 10/01/11 To: 11/24/11

Cusip: 3106 DAM HOLDINGS INC.

Cert #	Action Code	Prt #	Name	Quantity	Actn	Date	Log	Prs no	Prs Name
2561-9	RESTRICT	502738	[REDACTED]	725,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2562-7	RESTRICT	502739	[REDACTED]	187,500.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2563-5	RESTRICT	502730	[REDACTED]	187,500.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2564-3	RESTRICT	502741	[REDACTED]	150,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2565-0	RESTRICT	502742	[REDACTED]	250,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2566-8	RESTRICT	502743	[REDACTED]	125,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2567-6	RESTRICT	502744	[REDACTED]	100,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2568-4	RESTRICT	502745	[REDACTED]	100,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2569-2	RESTRICT	502746	[REDACTED]	100,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2570-0	RESTRICT	502747	[REDACTED]	100,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2571-8	RESTRICT	502748	[REDACTED]	100,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2572-6	RESTRICT	502749	[REDACTED]	50,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2573-4	RESTRICT	502750	[REDACTED]	50,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2574-2	RESTRICT	502753	[REDACTED]	50,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2575-9	RESTRICT	502754	[REDACTED]	50,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2576-7	RESTRICT	502755	[REDACTED]	50,000.0000	ISSD	10/20/11	417921	59164	CORPORATE STOCK TRANSF
2577-5		502539	[REDACTED]	1,500,000.0000	ISSD	10/27/11	418172	59164	CORPORATE STOCK TRANSF
			[REDACTED]		CXLD	11/15/11	418738	14760	CEDE & CO
2578-3		14760	[REDACTED]	4,542,000.0000	ISSD	11/02/11	418330	14760	CEDE & CO
2579-1		14760	[REDACTED]	75,000.0000	ISSD	11/04/11	418431	14760	CEDE & CO
2580-9		14760	[REDACTED]	300,000.0000	ISSD	11/04/11	418432	14760	CEDE & CO
2581-7		436162	[REDACTED]	63,578.0000	ISSD	11/07/11	418477	479301	WINDING FLOWER
2582-5		14760	[REDACTED]	170,000.0000	ISSD	11/07/11	418478	14760	CEDE & CO
2583-3		436162	[REDACTED]	63,578.0000	ISSD	11/07/11	418479	416855	BLUE DOCK INVESTMENTS
2584-1	RESTRICT	478679	[REDACTED]	1,000,000.0000	ISSD	11/08/11	418413	59164	CORPORATE STOCK TRANSF
2585-8	RESTRICT	502724	[REDACTED]	500,000.0000	ISSD	11/09/11	418413	59164	CORPORATE STOCK TRANSF
2586-6		14760	[REDACTED]	470,000.0000	ISSD	11/09/11	418505	14760	CEDE & CO

Exhibit 4

From: 10/01/11 To: 11/24/11 Cusip: 3108 DAM HOLDINGS INC.

Cert #	Action Code	Prt #	Name	Quantity	Acct	Date	Log	Prs no	Prs Name
2567-4		14760	[REDACTED]	470,000.0000	ISSD	11/14/11	418706	14760	CEDE & CO
2588-2		14760	[REDACTED]	1,500,000.0000	ISSD	11/15/11	418738	14760	CEDE & CO
2589-0		454682	[REDACTED]	87,267.0000	ISSD	11/16/11	418528	454682	FRANK BASILE
2590-8		14760	[REDACTED]	15,000.0000	ISSD	11/22/11	418993	14760	CEDE & CO

CUSIP: Shares Issued: 80,333,579.0000
 Cancelled: 20,386,423.0000
 Outstanding: 61,111,676.0000
 Certs Issued: 91
 Cancelled: 35

From: 11/25/11 To: 04/24/14

Cusip: 3421 PREMIER BEVERAGE GROUP CORP

Cert #	Action Code	Prt #	Name	Quantity	Acct	Date	Log	Pri no	Pri Name
1623-8	RESTRICT	449083	[REDACTED]	25.0000	CXLD	12/28/11	420161	233020	FIRST CLEARING LLC
1625-8	RESTRICT	449085	[REDACTED]	75.0000	CXLD	12/12/11	419668	233020	FIRST CLEARING LLC
1626-1	RESTRICT	449085	[REDACTED]	50.0000	CXLD	12/12/11	419669	233020	FIRST CLEARING LLC
1632-9	RESTRICT	449092	[REDACTED]	25.0000	CXLD	11/29/11	419160	14760	CEDE & CO
1635-2	RESTRICT	449096	[REDACTED]	25.0000	CXLD	12/12/11	419667	233020	FIRST CLEARING LLC
1636-0	RESTRICT	449097	[REDACTED]	50.0000	CXLD	03/13/12	423519	470393	R BYRON RATLIFF &
1638-6	RESTRICT	449099	[REDACTED]	50.0000	CXLD	12/21/11	419994	14760	CEDE & CO
2178-2	RESTRICT	454602	[REDACTED]	2,099.0000	CXLD	06/12/12	427444	233020	FIRST CLEARING LLC
2402-6	RESTRICT	470378	[REDACTED]	87.0000	CXLD	12/28/11	420161	233020	FIRST CLEARING LLC
2404-2	RESTRICT	470380	[REDACTED]	259.0000	CXLD	12/12/11	419668	233020	FIRST CLEARING LLC
2405-9	RESTRICT	470381	[REDACTED]	173.0000	CXLD	12/12/11	419669	233020	FIRST CLEARING LLC
2411-7	RESTRICT	470389	[REDACTED]	87.0000	CXLD	11/29/11	419160	14760	CEDE & CO
2414-1	RESTRICT	470392	[REDACTED]	87.0000	CXLD	12/12/11	419667	233020	FIRST CLEARING LLC
2415-8	RESTRICT	470393	[REDACTED]	173.0000	CXLD	03/13/12	423519	470393	R BYRON RATLIFF &
2417-4	RESTRICT	470395	[REDACTED]	173.0000	CXLD	12/21/11	419994	14760	CEDE & CO
2428-1	RESTRICT	470380	[REDACTED]	54.0000	CXLD	12/12/11	419668	233020	FIRST CLEARING LLC
2429-9	RESTRICT	470381	[REDACTED]	36.0000	CXLD	12/12/11	419669	233020	FIRST CLEARING LLC
2435-6	RESTRICT	470389	[REDACTED]	18.0000	CXLD	11/29/11	419160	14760	CEDE & CO
2438-0	RESTRICT	470392	[REDACTED]	18.0000	CXLD	12/12/11	419667	233020	FIRST CLEARING LLC
2439-6	RESTRICT	470393	[REDACTED]	36.0000	CXLD	03/13/12	423519	470393	R BYRON RATLIFF &

Exhibit 4

From: 11/25/11 To: 04/24/14

Casip: 3421 PREMIER BEVERAGE GROUP CORP

Cert #	Action Code	Prt #	Name	Quantity	Actn	Date	Log	Prt no	Prt Name
2441-4	RESTRICT	449099	[REDACTED]	36,000.0000	CXLD	12/21/11	419994	14760	CEDE & CO
2456-2	RESTRICT	449083	[REDACTED]	18,000.0000	CXLD	12/28/11	420161	233020	FIRST CLEARING LLC
2477-8	RESTRICT	454242	[REDACTED]	87,267.0000	CXLD	12/23/11	419682	454242	SHARP CAPITAL LP
2518-9		502633	[REDACTED]	75,000.0000	CXLD	02/08/12	422052	14760	CEDE & CO
2519-7		502634	[REDACTED]	75,000.0000	CXLD	03/28/12	424220	14760	CEDE & CO
2524-7		436162	[REDACTED]	1,000,000.0000	CXLD	01/30/12	421528	103701	ALPCO
2533-8		502641	[REDACTED]	50,000.0000	CXLD	02/07/12	421981	502641	PROGENY CONSULTING GRO
2534-6		502641	[REDACTED]	50,000.0000	CXLD	02/07/12	421981	502641	PROGENY CONSULTING GRO
2535-3		502641	[REDACTED]	25,000.0000	CXLD	02/07/12	421981	502641	PROGENY CONSULTING GRO
2536-1		502641	[REDACTED]	25,000.0000	CXLD	02/07/12	421981	502641	PROGENY CONSULTING GRO
2537-9		502641	[REDACTED]	25,000.0000	CXLD	02/07/12	421981	502641	PROGENY CONSULTING GRO
2538-7		502641	[REDACTED]	10,000.0000	CXLD	02/07/12	421981	502641	PROGENY CONSULTING GRO
2539-5		502641	[REDACTED]	10,000.0000	CXLD	02/07/12	421981	502641	PROGENY CONSULTING GRO
2542-9		502643	[REDACTED]	15,000.0000	CXLD	12/06/11	419461	14760	CEDE & CO
2546-0	RESTRICT	502719	[REDACTED]	31,500,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2547-8	RESTRICT	502720	[REDACTED]	5,000,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2548-6	RESTRICT	502721	[REDACTED]	2,500,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2549-4	RESTRICT	502722	[REDACTED]	2,000,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2550-2	RESTRICT	502723	[REDACTED]	1,500,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2552-8	RESTRICT	502725	[REDACTED]	750,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2553-6	RESTRICT	502726	[REDACTED]	375,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2554-4	RESTRICT	502729	[REDACTED]	375,000.0000	CXLD	12/12/11	419029	59164	CORPORATE STOCK TRANSF
2555-1	RESTRICT	502730	[REDACTED]	450,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2556-9	RESTRICT	502731	[REDACTED]	450,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2557-7	RESTRICT	502732	[REDACTED]	475,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF

Exhibit 4

From: 11/25/11 To: 04/24/14

Cusip: 3421 PREMIER BEVERAGE GROUP CORP

Cert #	Action Code	Frt #	Name	Quantity	Actn	Date	Log	Prs no	Prs Name
2558-5	RESTRICT	502733	[REDACTED]	250,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2559-3	RESTRICT	502734	[REDACTED]	250,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2560-1	RESTRICT	502737	[REDACTED]	250,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2561-9	RESTRICT	502738	[REDACTED]	725,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2562-7	RESTRICT	502739	[REDACTED]	187,500.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2563-5	RESTRICT	502740	[REDACTED]	187,500.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2564-3	RESTRICT	502741	[REDACTED]	150,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2565-0	RESTRICT	502742	[REDACTED]	250,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2566-8	RESTRICT	502743	[REDACTED]	125,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2567-6	RESTRICT	502744	[REDACTED]	100,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2568-4	RESTRICT	502745	[REDACTED]	100,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2569-2	RESTRICT	502746	[REDACTED]	100,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2570-0	RESTRICT	502747	[REDACTED]	100,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2571-8	RESTRICT	502748	[REDACTED]	100,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2572-6	RESTRICT	502749	[REDACTED]	50,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2573-4	RESTRICT	502750	[REDACTED]	50,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2574-2	RESTRICT	502751	[REDACTED]	50,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2575-9	RESTRICT	502754	[REDACTED]	50,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2576-7	RESTRICT	502755	[REDACTED]	50,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2581-7		436162	[REDACTED]	63,578.0000	CXLD	01/30/12	421598	103701	ALPCO
2583-3		436162	[REDACTED]	63,578.0000	CXLD	01/30/12	421598	103701	ALPCO
2585-8	RESTRICT	502724	[REDACTED]	500,000.0000	CXLD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2588-2		14760	[REDACTED]	1,500,000.0000	CXLD	01/18/12	421030	14760	CEDE & CO
2589-0		454682	[REDACTED]	87,267.0000	CXLD	11/29/11	419189	14760	CEDE & CO
2591-6		14760	[REDACTED]	853,000.0000	ISSD	11/29/11	N/A	59164	CORPORATE STOCK TRANSF
2592-4		14760	[REDACTED]	130.0000	ISSD	11/29/11	419160	14760	CEDE & CO
			[REDACTED]		CXLD	12/05/11	419614	14760	CEDE & CO

Exhibit 4

From: 11/25/11 To: 04/24/14

Cusip: 3421 PREMIER BEVERAGE GROUP CORP

Cert #	Action Code	Prt #	Name	Quantity	Acctn	Date	Log	Prs no	Prs Name
2593-2		14760	[REDACTED]	87,267.0000	ISSD	11/29/11	419183	14760	CEDE & CO
2595-7	RESTRICT	470389	[REDACTED]	130.0000	ISSD	12/05/11	419414	14760	CEDE & CO
2596-5		14760	[REDACTED]	15,000.0000	ISSD	12/06/11	419461	14760	CEDE & CO
2597-3	RESTRICT	470392	[REDACTED]	130.0000	ISSD	12/12/11	419667	233020	FIRST CLEARING LLC
2598-1	RESTRICT	470380	[REDACTED]	389.0000	ISSD	12/12/11	419668	233020	FIRST CLEARING LLC
2599-9	RESTRICT	470381	[REDACTED]	259.0000	ISSD	12/12/11	419669	233020	FIRST CLEARING LLC
2600-5	RESTRICT	502724	[REDACTED]	500,000.0000	ISSD CXLD	12/13/11 12/16/11	419029 419900	59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2601-3	RESTRICT	502719	[REDACTED]	31,500,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2602-1	RESTRICT	502720	[REDACTED]	5,000,000.0000	ISSD CXLD	12/13/11 10/25/13	419029 446316	59164 502720	CORPORATE STOCK TRANSF CORE EQUITY GROUP LLC
2603-9	RESTRICT	502721	[REDACTED]	2,500,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2604-7	RESTRICT	502722	[REDACTED]	2,000,000.0000	ISSD CXLD	12/13/11 12/16/11	419029 419900	59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2605-4	RESTRICT	502723	[REDACTED]	1,500,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2606-2	RESTRICT	502725	[REDACTED]	750,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2607-0	RESTRICT	502726	[REDACTED]	375,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2608-8	RESTRICT	502729	[REDACTED]	375,000.0000	ISSD CXLD	12/13/11 12/16/11	419029 419900	59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2609-6	RESTRICT	502730	[REDACTED]	450,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2610-4	RESTRICT	502731	[REDACTED]	450,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2611-2	RESTRICT	502732	[REDACTED]	475,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2612-0	RESTRICT	502733	[REDACTED]	250,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2613-8	RESTRICT	502734	[REDACTED]	250,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2614-6	RESTRICT	502737	[REDACTED]	250,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2615-3	RESTRICT	502738	[REDACTED]	725,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF

Exhibit 4

From: 11/25/11 To: 04/24/14

Cusip: 3431 PREMIER BEVERAGE GROUP CORP

Cert #	Action Code	Prt #	Name	Quantity	Actn	Date	Log	Prs no	Prs Name
2616-3	RESTRICT	502739	[REDACTED]	187,500.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2617-9	RESTRICT	502740	[REDACTED]	187,500.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2618-7	RESTRICT	502741	[REDACTED]	150,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2619-5	RESTRICT	502742	[REDACTED]	250,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2620-3	RESTRICT	502743	[REDACTED]	125,000.0000	ISSD CXLD	12/13/11 12/16/11	419029 419900	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2621-1	RESTRICT	502744	[REDACTED]	100,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2622-9	RESTRICT	502745	[REDACTED]	100,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2623-7	RESTRICT	502746	[REDACTED]	100,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2624-5	RESTRICT	502747	[REDACTED]	100,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2625-3	RESTRICT	502748	[REDACTED]	100,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2626-0	RESTRICT	502749	[REDACTED]	50,000.0000	ISSD CXLD	12/13/11 12/16/11	419029 419900	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2627-8	RESTRICT	502750	[REDACTED]	50,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2628-6	RESTRICT	502753	[REDACTED]	50,000.0000	ISSD CXLD	12/13/11 12/16/11	419029 419900	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2629-4	RESTRICT	502754	[REDACTED]	50,000.0000	ISSD CXLD	12/13/11 12/16/11	419029 419900	59164 59164	CORPORATE STOCK TRANSF CORPORATE STOCK TRANSF
2630-2	RESTRICT	502755	[REDACTED]	50,000.0000	ISSD	12/13/11	419029	59164	CORPORATE STOCK TRANSF
2631-0	RESTRICT	502724	[REDACTED]	500,000.0000	ISSD	12/16/11	419900	59164	CORPORATE STOCK TRANSF
2632-8	RESTRICT	502722	[REDACTED]	2,000,000.0000	ISSD	12/16/11	419900	59164	CORPORATE STOCK TRANSF
2633-6	RESTRICT	502723	[REDACTED]	375,000.0000	ISSD	12/16/11	419900	59164	CORPORATE STOCK TRANSF
2634-4	RESTRICT	502743	[REDACTED]	125,000.0000	ISSD	12/16/11	419900	59164	CORPORATE STOCK TRANSF
2635-1	RESTRICT	502749	[REDACTED]	50,000.0000	ISSD	12/16/11	419900	59164	CORPORATE STOCK TRANSF
2636-9	RESTRICT	502753	[REDACTED]	50,000.0000	ISSD	12/16/11	419900	59164	CORPORATE STOCK TRANSF
2637-7	RESTRICT	502754	[REDACTED]	50,000.0000	ISSD	12/16/11	419900	59164	CORPORATE STOCK TRANSF
2638-5	RESTRICT	449099	[REDACTED]	250.0000	ISSD	12/21/11	419994	14760	CEDE & CO
2639-3		454682	[REDACTED]	87,267.0000	ISSD	12/23/11	419652	454242	SHARP CAPITAL LP

Exhibit 4

From: 11/25/11 To: 04/24/14

Cusip: 3421 PREMIER BEVERAGE GROUP CORP

Cert #	Action Code	Prt #	Name	Quantity	Actn	Date	Log	Prs No	Prs Name
2660-9	RESTRICT	470393	[REDACTED]	50.0000	ISSD	03/13/12	423519	470393	R BYRON RATLIFF &
2661-7	RESTRICT	470393	[REDACTED]	173.0000	ISSD	03/13/12	423519	470393	R BYRON RATLIFF &
2662-5	RESTRICT	470393	[REDACTED]	36.0000	ISSD	03/13/12	423519	470393	R BYRON RATLIFF &
2663-3		14760	[REDACTED]	195,000.0000	ISSD	03/13/12	423596	14760	CEDE & CO
2664-1		14760	[REDACTED]	75,000.0000	ISSD	03/28/12	424220	14760	CEDE & CO
2669-8	RESTRICT	454682	[REDACTED]	2,099.0000	ISSD	06/12/12	427444	233020	FIRST CLEARING LLC
2666-6	RESTRICT	502638	[REDACTED]	1,385,926.0000	ISSD	06/26/13	442119	59164	CORPORATE STOCK TRANSF
2667-4	RESTRICT	515730	[REDACTED]	500,000.0000	ISSD	09/17/13	444936	59164	CORPORATE STOCK TRANSF
2668-2	RESTRICT	515731	[REDACTED]	500,000.0000	ISSD	09/17/13	444936	59164	CORPORATE STOCK TRANSF
2669-0	RESTRICT	504056	[REDACTED]	1,000.0000	ISSD	09/27/13	445372	59164	CORPORATE STOCK TRANSF
			[REDACTED]		CXLD	09/27/13	445409	59164	CORPORATE STOCK TRANSF
2670-8	RESTRICT	504056	[REDACTED]	1,000,000.0000	ISSD	09/27/13	445410	59164	CORPORATE STOCK TRANSF
2671-6	RESTRICT	515925	[REDACTED]	2,250,000.0000	ISSD	10/25/13	446316	502720	CORE EQUITY GROUP LLC
2672-4	RESTRICT	515926	[REDACTED]	2,750,000.0000	ISSD	10/25/13	446316	502720	CORE EQUITY GROUP LLC

CUSIP: Shares Issued: 71,078,380.0000
 Cancelled: 66,749,647.0000
 Outstanding: 64,587,409.0000
 Certs Issued: 81
 Cancelled: 92

DAM Holdings, Inc - Period 10.01.11 to 11.24.11

NAME.....	CERT. ID...	ISSUR. DATE	SHARES.....	COMMENT.....
[REDACTED]	2510-6	10/12/11	75,000.0000	
[REDACTED]	2511-4	10/12/11	15,000.0000	
[REDACTED]	2512-2	10/12/11	15,000.0000	
[REDACTED]	2502-3	10/12/11	1,470,000.0000	
[REDACTED]	2503-1	10/12/11	750,000.0000	
[REDACTED]	2507-2	10/12/11	915,000.0000	
[REDACTED]	2504-9	10/12/11	170,000.0000	
[REDACTED]	2506-4	10/12/11	1,500,000.0000	
[REDACTED]	2505-6	10/12/11	1,900,000.0000	
[REDACTED]	2509-8	10/12/11	1,420,000.0000	
[REDACTED]	2508-0	10/12/11	500,000.0000	
[REDACTED]	2501-5	10/12/11	75,000.0000	
[REDACTED]	2500-7	10/12/11	75,000.0000	
[REDACTED]	2516-3	10/17/11	49,678.0000	
[REDACTED]	2517-1	10/17/11	13,900.0000	
[REDACTED]	2541-1	10/17/11	75,000.0000	
[REDACTED]	2525-4	10/17/11	49,678.0000	
[REDACTED]	2526-2	10/17/11	13,900.0000	
[REDACTED]	2542-9	10/17/11	15,000.0000	
[REDACTED]	2515-5	10/17/11	853,000.0000	
[REDACTED]	2524-7	10/17/11	1,060,000.0000	
[REDACTED]	2543-7	10/17/11	15,000.0000	
[REDACTED]	2520-5	10/17/11	1,155,000.0000	
[REDACTED]	2521-1	10/17/11	800,000.0000	
[REDACTED]	2528-8	10/17/11	915,000.0000	
[REDACTED]	2522-1	10/17/11	170,000.0000	
[REDACTED]	2523-9	10/17/11	1,312,000.0000	

Exhibit 4

TRANSACTION REPORT 3108 -- ADDITIONAL ISSUANCES

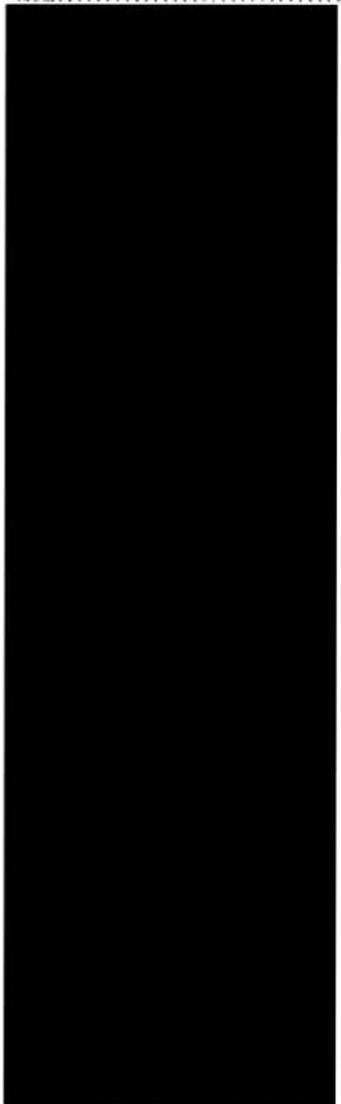
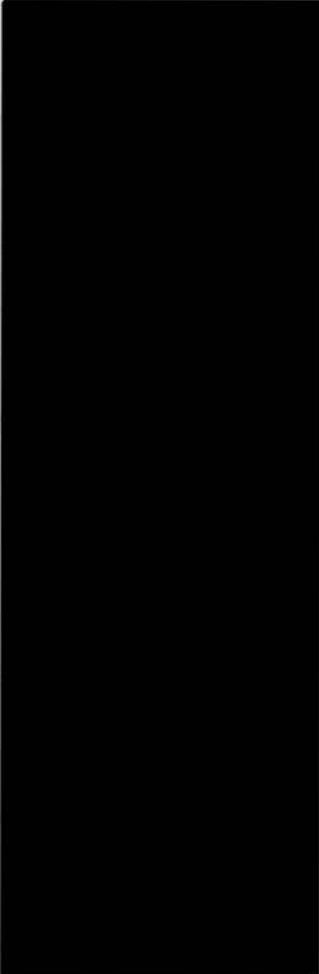
NAME.....	CERT.ID...	ISSUE DATE	SHARES.....	COMMENT.....
	2540-3	10/17/11	360,000.0000	
	2527-0	10/17/11	1,500,000.0000	
	2529-6	10/17/11	5,000.0000	
	2530-4	10/17/11	100,000.0000	
	2531-2	10/17/11	100,000.0000	
	2532-0	10/17/11	100,000.0000	
	2533-8	10/17/11	50,000.0000	
	2534-6	10/17/11	50,000.0000	
	2535-3	10/17/11	25,000.0000	
	2536-1	10/17/11	25,000.0000	
	2537-9	10/17/11	25,000.0000	
	2538-7	10/17/11	10,000.0000	
	2539-5	10/17/11	10,000.0000	
	2519-7	10/17/11	75,000.0000	
	2518-9	10/17/11	75,000.0000	
	2544-5	10/18/11	470,000.0000	
	2545-2	10/18/11	470,000.0000	
	2557-7	10/20/11	475,000.0000	
	2565-0	10/20/11	250,000.0000	
	2549-4	10/20/11	2,000,000.0000	
	2553-6	10/20/11	375,000.0000	
	2574-2	10/20/11	50,000.0000	
	2573-4	10/20/11	50,000.0000	
	2547-8	10/20/11	5,000,000.0000	
	2561-9	10/20/11	725,000.0000	
	2572-6	10/20/11	50,000.0000	
	2570-0	10/20/11	100,000.0000	
	2551-0	10/20/11	1,500,000.0000	

Exhibit 4

TRANSACTION REPORT 3103 -- ADDITIONAL ISSUANCES

NAME.....	CERT.ID. ...	ISSUE DATE	SHARES.....	COMMENT.....
	2568-4	10/20/11	100,000.0000	
	2575-9	10/20/11	50,000.0000	
	2546-0	10/20/11	31,500,000.0000	
	2566-8	10/20/11	125,000.0000	
	2562-7	10/20/11	187,500.0000	
	2558-5	10/20/11	250,000.0000	
	2548-6	10/20/11	2,500,000.0000	
	2559-3	10/20/11	250,000.0000	
	2560-1	10/20/11	250,000.0000	
	2576-7	10/20/11	50,000.0000	
	2563-5	10/20/11	187,500.0000	
	2550-2	10/20/11	1,500,000.0000	
	2571-8	10/20/11	100,000.0000	
	2569-2	10/20/11	100,000.0000	
	2555-1	10/20/11	450,000.0000	
	2556-9	10/20/11	450,000.0000	
	2564-3	10/20/11	150,000.0000	
	2567-6	10/20/11	100,000.0000	
	2554-4	10/20/11	375,000.0000	
	2552-8	10/20/11	750,000.0000	
2577-5	10/27/11	1,500,000.0000		

			70,327,156.0000	

76 records listed.

Exhibit 4

Premier Beverage - Period 11/25/11 to 4/24/14

NAME	CERT. ID...	ISSUE DATE	SHARES.....	COMMENT.....
[REDACTED]	2641-9	12/29/11	89,807.0000	
[REDACTED]	2666-6	06/26/13	1,365,926.0000	
[REDACTED]	2668-2	09/17/13	500,000.0000	
[REDACTED]	2667-4	09/17/13	500,000.0000	
[REDACTED]	2669-0	09/27/13	1,000.0000	
[REDACTED]	2670-8	09/27/13	1,000,000.0000	
			=====	
			3,476,733.0000	

6 records listed.

FILINGS

<input type="checkbox"/>	DOCUMENT FORMAT	FILING TYPE	SK ITEMS	FILING DESCRIPTION	PAGES	RECEIPT DATE (EST)	FILING DATE (EST)	WILLIAMS ACT FILER	AMENDMENT	FORM TYPE
<input type="checkbox"/>		10-Q		Quarterly Financials	25	05/19/14 08:05 AM	09/30/13		A	Quarterly Financials
<input type="checkbox"/>		10-Q		Quarterly Financials	46	05/15/14 09:07 AM	09/30/13			Quarterly Financials
<input type="checkbox"/>		10-Q		Quarterly Financials	111	05/14/14 06:02 AM	06/30/13			Quarterly Financials
<input type="checkbox"/>		10-Q		Quarterly Financials	33	04/22/14 03:36 PM	03/31/13			Quarterly Financials
<input type="checkbox"/>		10-K		Annual Financials	46	03/18/14 01:35 PM	12/31/12		A	Annual Financials
<input type="checkbox"/>		10-K		Annual Financials	49	03/13/14 04:48 PM	12/31/12			Annual Financials
<input type="checkbox"/>		8-K	7.01;9.01	Current Event	4	12/19/13 05:08 PM	12/19/13			Current Event
<input type="checkbox"/>		10-Q		Quarterly Financials	33	10/23/13 02:21 PM	09/30/12			Quarterly Financials
<input type="checkbox"/>		10-Q		Quarterly Financials	20	10/15/13 04:22 PM	06/30/12			Quarterly Financials
<input type="checkbox"/>		10-Q		Quarterly Financials	22	10/15/13 04:19 PM	03/31/12			Quarterly Financials
<input type="checkbox"/>		10-K		Annual Financials	79	09/13/13 03:00 PM	12/31/11			Annual Financials
<input type="checkbox"/>		D		Annual Financials	6	09/09/13 06:04 AM	09/09/13			Annual Financials
<input type="checkbox"/>		8-K	7.01	Current Event	4	09/06/13 10:46 AM	09/03/13			Current Event
<input type="checkbox"/>		8-K	7.01	Current Event	3	08/02/13 12:56 PM	07/31/13			Current Event
<input type="checkbox"/>		DEF 14C		Definitive Proxy	5	07/15/13 03:04 PM	07/15/13			Definitive Proxy
<input type="checkbox"/>		PROXY		Proxy Statement	5	07/01/13 10:51 AM	07/01/13			Proxy Statement
<input type="checkbox"/>		D		Proxy Statement	6	06/14/13 12:03 PM	06/14/13			Proxy Statement

<https://filings.thomsonone.com/Filings.Web/WebResource.axd?d=uLiMxIR0JUfoFPWMT0TgmjuYfnt6ZUQu...> 5/19/2014

<input type="checkbox"/>	 	NT 10-K		Notice of late 10-K	2	04/02/12 03:49 PM	12/31/11		Notice of late 10-K
<input type="checkbox"/>	 	8-K	2.01;3.02;4.01;5.01;5.02;5.03;9.01	Current Event	19	03/16/12 05:07 PM	10/19/11	A	Current Event
<input type="checkbox"/>	 	8-K	2.01;3.02;4.01;5.01;5.02;5.03;9.01	Current Event	19	02/16/12 05:01 PM	10/19/11	A	Current Event
<input type="checkbox"/>	 	8-K	2.01;3.02;4.01;5.01;5.02;5.03;9.01	Current Event	31	12/23/11 04:56 PM	10/19/11	A	Current Event
<input type="checkbox"/>	 	8-K	2.04;3.02;9.01	Current Event	23	12/15/11 03:41 PM	12/09/11		Current Event
<input type="checkbox"/>	 	8-K	5.03;7.01;8.01;9.01	Current Event	5	12/02/11 06:03 AM	12/01/11		Current Event

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FILINGS

<input type="checkbox"/>	DOCUMENT FORMAT	FILING TYPE Y	8K ITEMS	FILING DESCRIPTION	PAGES	RECEIPT DATE (EST)	FILING DATE (EST)	WILLIAMS ACT FILER	AMENDMENT	FORM TYPE
<input type="checkbox"/>		8-K	2.01;2.04;9.01	Current Event	13	10/27/11 05:14 PM	10/24/11			Current Event
<input type="checkbox"/>		8-K	2.01;3.02;5.01;5.02;9.01	Current Event	25	10/24/11 12:51 PM	10/19/11			Current Event
<input type="checkbox"/>		10-Q		Quarterly Financials	25	10/12/11 03:52 PM	09/30/11			Quarterly Financials
<input type="checkbox"/>		10-Q		Quarterly Financials	52	09/23/11 03:09 PM	06/30/11			Quarterly Financials
<input type="checkbox"/>		10-Q		Quarterly Financials	13	09/23/11 11:37 AM	03/31/11			Quarterly Financials
<input type="checkbox"/>		10-K		Annual Financials	32	09/23/11 11:35 AM	12/31/10			Annual Financials
<input type="checkbox"/>		NT 10-K		Notice of late 10-K	2	03/29/11 03:59 PM	12/31/10			Notice of late 10-K
<input type="checkbox"/>		10-Q		Quarterly Financials	13	11/08/10 12:04 PM	09/30/10			Quarterly Financials
<input type="checkbox"/>		10-Q		Quarterly Financials	13	08/17/10 06:02 AM	06/30/10			Quarterly Financials
<input type="checkbox"/>		NT 10-Q		Notice of late 10-Q	2	08/17/10 06:02 AM	06/30/10			Notice of late 10-Q
<input type="checkbox"/>		10-Q		Quarterly Financials	13	05/24/10 10:56 AM	03/31/10			Quarterly Financials
<input type="checkbox"/>		NT 10-Q		Notice of late 10-Q	2	05/12/10 12:46 PM	03/31/10			Notice of late 10-Q
<input type="checkbox"/>		144		Restricted Stk. Sale	2	02/04/10 10:16 PM	02/02/10	KLEIN MARK S		Restricted Stk. Sale
<input type="checkbox"/>		10-K		Annual Financials	35	04/15/10 02:40 PM	12/31/09			Annual Financials
<input type="checkbox"/>		NT 10-K		Notice of late 10-K	2	03/29/10 12:54 PM	12/31/09			Notice of late 10-K

<https://filings.thomsonone.com/Filings.Web/WebResource.axd?d=uLFmXlR0JUfoFPWMTToTgmjuYfnt6ZUQu...> 5/15/2014

<input type="checkbox"/>	 	8-K	3.02;9.01	Current Event	5	12/29/09 04:12 PM	12/24/09	Current Event
<input type="checkbox"/>	 	REGST		Employee benefit Plans	14	12/22/09 01:09 PM	12/22/09	Employee benefit Plans
<input type="checkbox"/>	 	10-Q		Quarterly Financials	17	11/18/09 03:26 PM	09/30/09	Quarterly Financials
<input type="checkbox"/>	 	NT 10-Q		Notice of late 10-Q	2	11/12/09 03:18 PM	09/30/09	Notice of late 10-Q

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FILINGS

<input type="checkbox"/>	DOCUMENT FORMAT	FILING TYPE ▽	8K ITEMS	FILING DESCRIPTION	PAGES	RECEIPT DATE (EST)	FILING DATE (EST)	WILLIAMS ACT FILER	AMENDMENT	FORM TYPE
<input type="checkbox"/>	 	10-Q		Quarterly Financials	40	08/13/09 04:37 PM	06/30/09			Quarterly Financials
<input type="checkbox"/>	 	DEF 14C		Definitive Proxy	11	06/26/09 02:04 PM	06/26/09			Definitive Proxy
<input type="checkbox"/>	 	PROXY		Proxy Statement	9	06/05/09 05:01 PM	06/05/09			Proxy Statement
<input type="checkbox"/>	 	8-K	3.02;9.01	Current Event	6	06/05/09 04:54 PM	05/30/09			Current Event
<input type="checkbox"/>	 	10-Q		Quarterly Financials	22	05/14/09 01:49 PM	03/31/09			Quarterly Financials
<input type="checkbox"/>	 	10-K		Annual Financials	49	04/14/09 04:20 PM	12/31/08			Annual Financials
<input type="checkbox"/>	 	4		Insider Buy/Sell	2	04/10/09 09:38 AM	10/10/08	KLEIN MARK S		Insider Buy/Sell
<input type="checkbox"/>	 	3		New Insider Report	2	04/10/09 09:24 AM	05/13/08	KLEIN MARK S		New Insider Report
<input type="checkbox"/>	 	NT 10-K		Notice of late 10-K	2	03/26/09 11:40 AM	12/31/08			Notice of late 10-K
<input type="checkbox"/>	 	8-K	5.02;9.01	Current Event	2	12/02/08 05:18 PM	12/02/08			Current Event
<input type="checkbox"/>	 	8-K	4.01;9.01	Current Event	2	11/17/08 01:22 PM	11/13/08			Current Event
<input type="checkbox"/>	 	10-Q		Quarterly Financials	22	11/14/08 05:16 PM	09/30/08			Quarterly Financials
<input type="checkbox"/>	 	10-Q		Quarterly Financials	15	09/19/08 04:44 PM	06/30/08		A	Quarterly Financials
<input type="checkbox"/>	 	10-Q		Quarterly Financials	15	09/17/08 05:22 PM	06/30/08			Quarterly Financials
<input type="checkbox"/>	 	NT 10- Q		Notice of late 10-Q	2	08/12/08 02:45 PM	06/30/08			Notice of late 10-Q
<input type="checkbox"/>	 	3		New Insider Report	2	07/02/08 09:28 AM	05/12/08	KLEIN MARK S		New Insider Report

<https://filings.thomsonone.com/Filings.Web/WebResource.axd?d=uLfmXR0JUfoFPWMT0TgmjuYfnt6ZUQu...> 5/15/2014

<input type="checkbox"/>		8-K	5.02;9.01;5.03	Current Event	25	06/27/08 05:20 PM	06/23/08		Current Event
<input type="checkbox"/>		8-K	2.01;3.02;9.01;7.01	Current Event	47	05/16/08 05:19 PM	05/13/08		Current Event
<input type="checkbox"/>		10-Q		Quarterly Financials	69	05/12/08 04:47 PM	03/31/08		Quarterly Financials
<input type="checkbox"/>		10-K		Annual Financials	79	04/18/08 03:09 PM	12/31/07	A	Annual Financials
<input type="checkbox"/>		8-K	8.01;9.01	Current Event	11	04/07/08 05:20 PM	04/02/08		Current Event
<input type="checkbox"/>		10-K		Annual Financials	79	04/01/08 05:32 PM	12/31/07		Annual Financials
<input type="checkbox"/>		NT 10-K		Notice of late 10-K	2	04/01/08 01:48 PM	12/31/07		Notice of late 10-K
<input type="checkbox"/>		REGDEX		Form D Filings	9	12/13/07 11:14 PM	12/10/07		Form D Filings
<input type="checkbox"/>		10-Q		Quarterly Financials	16	11/15/07 02:49 PM	09/30/07		Quarterly Financials
<input type="checkbox"/>		NT 10-Q		Notice of late 10-Q	2	11/14/07 04:37 PM	09/30/07		Notice of late 10-Q
<input type="checkbox"/>		4		Insider Buy/Sell	2	09/24/07 06:19 PM	08/23/07	DUCHARME LEONARD	Insider Buy/Sell
<input type="checkbox"/>		4		Insider Buy/Sell	2	09/19/07 06:43 PM	08/23/07	JENSEN DARREN	Insider Buy/Sell
<input type="checkbox"/>		4		Insider Buy/Sell	2	09/19/07 04:03 PM	08/23/07	RESSLER PALUL	Insider Buy/Sell
<input type="checkbox"/>		REGST		Employee benefit Plans	15	09/10/07 01:44 PM	09/10/07		Employee benefit Plans
<input type="checkbox"/>		8-K	1.01;2.01;3.02;5.03;8.01;9.01	Current Event	53	08/30/07 06:03 AM	08/23/07		Current Event
<input type="checkbox"/>		REGST		Employee benefit Plans	8	08/21/07 06:02 AM	08/21/07		Employee benefit Plans
<input type="checkbox"/>		10-Q		Quarterly Financials	14	08/14/07 12:56 PM	06/30/07		Quarterly Financials

<input type="checkbox"/>	 	DEF 14C		Definitive Proxy	11	07/19/07 10:19 AM	07/19/07		Definitive Proxy
<input type="checkbox"/>	 	8-K	8.01;9.01	Current Event	3	07/13/07 12:50 PM	07/11/07		Current Event
<input type="checkbox"/>	 	PROXY		Proxy Statement	11	07/09/07 05:23 PM	07/09/07		Proxy Statement
<input type="checkbox"/>	 	10-K		Annual Financials	42	06/20/07 06:02 AM	12/31/06	A	Annual Financials
<input type="checkbox"/>	 	10-Q		Quarterly Financials	12	06/04/07 03:29 PM	03/31/07		Quarterly Financials
<input type="checkbox"/>	 	10-K		Annual Financials	42	05/31/07 06:04 AM	12/31/06		Annual Financials
<input type="checkbox"/>	 	NT 10-Q		Notice of late 10-Q	2	05/15/07 05:38 PM	03/31/07		Notice of late 10-Q
<input type="checkbox"/>	 	NT 10-K		Notice of late 10-K	2	03/30/07 12:04 PM	12/31/06		Notice of late 10-K
<input type="checkbox"/>	 	10-Q		Quarterly Financials	29	11/14/06 04:44 PM	09/30/06		Quarterly Financials

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FILINGS

<input type="checkbox"/>	DOCUMENT FORMAT	FILING TYPE	SK ITEMS	FILING DESCRIPTION	PAGES	RECEIPT DATE (EST)	FILING DATE (EST)	WILLIAMS ACT FILER	AMENDMENT	FORM TYPE
<input type="checkbox"/>		DEF 14C		Definitive Proxy	19	10/05/06 04:48 PM	10/05/06			Definitive Proxy
<input type="checkbox"/>		PROXY		Proxy Statement	18	09/25/06 03:54 PM	09/21/06			Proxy Statement
<input type="checkbox"/>		SCD 13D		Acquisition Statement	6	09/13/06 11:37 AM	09/13/06	GIORDANO CHRIS	A	Acquisition Statement
<input type="checkbox"/>		SCD 13D		Acquisition Statement	5	09/12/06 06:55 AM	09/12/06	BARRIENTOS OMAR	A	Acquisition Statement
<input type="checkbox"/>		SCD 13D		Acquisition Statement	4	09/08/06 01:17 PM	09/08/06	JENSEN DARREN		Acquisition Statement
<input type="checkbox"/>		SCD 13D		Acquisition Statement	4	09/08/06 01:14 PM	09/08/06	DUCHARME LEONARD		Acquisition Statement
<input type="checkbox"/>		SCD 13D		Acquisition Statement	4	09/08/06 01:12 PM	09/08/06	RESSLER PAUL		Acquisition Statement
<input type="checkbox"/>		8-K	9.01;1.01	Current Event	9	09/07/06 05:31 PM	08/31/06			Current Event
<input type="checkbox"/>		3		New Insider Report	2	08/29/06 02:06 PM	08/15/06	DUCHARME LEONARD		New Insider Report
<input type="checkbox"/>		3		New Insider Report	2	08/29/06 02:02 PM	08/15/06	JENSEN DARREN		New Insider Report
<input type="checkbox"/>		3		New Insider Report	2	08/29/06 09:28 AM	08/15/06	RESSLER PAUL		New Insider Report
<input type="checkbox"/>		8-K	5.01;2.01;3.02;5.02;9.01	Current Event	120	08/21/06 04:51 PM	08/15/06			Current Event
<input type="checkbox"/>		10-Q		Quarterly Financials	11	08/14/06 06:08 AM	06/30/06			Quarterly Financials
<input type="checkbox"/>		8-K	9.01;1.01	Current Event	51	06/13/06 07:53 AM	06/07/06			Current Event
<input type="checkbox"/>		SC 14F1		Change in Majority Dir	8	06/13/06 06:06 AM	06/13/06	SUNRISE USA INC		Change in Majority Dir
<input type="checkbox"/>		10-Q		Quarterly Financials	20	05/15/06 03:51 PM	03/31/06			Quarterly Financials

<https://filings.thomsonone.com/Filings.Web/WebResource.axd?d=uLfMxIR0JUfoFPWMT0TgmjuYfnt6ZUQu...> 5/15/2014

<input type="checkbox"/>		8-K	9.01;5.03	Current Event	3	04/17/06 11:09 AM	03/27/06				Current Event
<input type="checkbox"/>		10-K		Annual Financials	44	03/31/06 04:18 PM	12/31/05				Annual Financials
<input type="checkbox"/>		SCD 13D		Acquisition Statement	9	03/28/06 04:00 PM	03/28/06	GIORDANO CHRIS	A		Acquisition Statement
<input type="checkbox"/>		SCD 13D		Acquisition Statement	6	03/28/06 12:33 PM	03/28/06	BARRIENTOS OMAR	A		Acquisition Statement
<input type="checkbox"/>		4		Insider Buy/Sell	2	03/23/06 03:33 PM	08/19/03	GIORDANO CHRIS			Insider Buy/Sell
<input type="checkbox"/>		4		Insider Buy/Sell	2	03/22/06 02:03 PM	08/19/03	BARRIENTOS OMAR			Insider Buy/Sell
<input type="checkbox"/>		DEF 14C		Definitive Proxy	19	02/28/06 03:03 PM	02/24/06				Definitive Proxy
<input type="checkbox"/>		10-Q		Quarterly Financials	12	11/14/05 05:05 PM	09/30/05				Quarterly Financials
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<input type="checkbox"/>		REGST 10		General Registration	122	07/20/05 12:22 PM	07/20/05		A		General Registration
<input type="checkbox"/>		10-K		Annual Financials	43	07/20/05 11:58 AM	12/31/04		A		Annual Financials
<input type="checkbox"/>		REGST 10		General Registration	48	05/23/05 02:43 PM	05/23/05		A		General Registration
<input type="checkbox"/>		10-Q		Quarterly Financials	13	05/16/05 01:06 PM	03/31/05				Quarterly Financials
<input type="checkbox"/>		10-K		Annual Financials	42	05/02/05 05:48 PM	12/31/04				Annual Financials
<input type="checkbox"/>		8-K	4.01	Current Event	2	04/21/05 03:00 PM	04/19/05		A		Current Event
<input type="checkbox"/>		8-K	4.01	Current Event	2	04/12/05 04:31 PM	03/29/05				Current Event

<input type="checkbox"/>		NT 10-K		Notice of late 10-K	3	03/29/05 06:21 AM	12/31/04			Notice of late 10-K
<input type="checkbox"/>		REGST 10		General Registration	91	03/11/05 01:04 PM	03/11/05	A		General Registration
<input type="checkbox"/>		10-Q		Quarterly Financials	13	11/15/04 02:26 PM	09/30/04			Quarterly Financials
<input type="checkbox"/>		REGST 10		General Registration	82	11/15/04 09:14 AM	11/15/04	A		General Registration
<input type="checkbox"/>		8-K	4.01;9.01	Current Event	3	10/12/04 06:06 AM	10/01/04			Current Event
<input type="checkbox"/>		SCD 13D		Acquisition Statement	15	09/21/04 01:08 PM	09/21/04		GIORDANO CHRIS	Acquisition Statement
<input type="checkbox"/>		10-Q		Quarterly Financials	13	08/09/04 05:07 PM	06/30/04			Quarterly Financials
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<input type="checkbox"/>		10-K		Annual Financials	35	06/07/04 12:16 PM	12/31/03			Annual Financials
<input type="checkbox"/>		REGST 10		General Registration	47	06/04/04 05:15 PM	06/04/04	A		General Registration
<input type="checkbox"/>		SCD 13D		Acquisition Statement	3	04/28/04 03:14 PM	04/28/04		BARRIENTOS OMAR	Acquisition Statement
<input type="checkbox"/>		SCD 13D		Acquisition Statement	3	04/28/04 03:08 PM	04/28/04		SCHROEDER ELIZABETH & BARRIENTOS ISABEL J/T	Acquisition Statement
<input type="checkbox"/>		3		New Insider Report	2	04/22/04 01:03 PM	03/31/03		SCHROEDER ELIZABETH & BARRIENTOS ISABEL J/T	New Insider Report
<input type="checkbox"/>		3		New Insider Report	2	04/22/04 12:42 PM	03/31/03		BARRIENTOS OMAR	New Insider Report
<input type="checkbox"/>		5		Yr. End Insider Report	2	04/21/04 03:45 PM	12/31/03		SCHROEDER ELIZABETH & BARRIENTOS ISABEL J/T	Yr. End Insider Report
<input type="checkbox"/>		5		Yr. End Insider Report	2	04/21/04 03:04 PM	12/31/03		BARRIENTOS OMAR	Yr. End Insider Report
<input type="checkbox"/>		10-Q		Quarterly	12	03/23/04	09/30/03			Quarterly

<input type="checkbox"/>				Financials		05:19 PM			Financials
<input type="checkbox"/>			10-Q	Quarterly Financials	12	03/23/04 05:15 PM	06/30/03		Quarterly Financials
<input type="checkbox"/>			REGST 10	General Registration	87	08/19/03 06:01 AM	08/19/03		General Registration

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 12B-25

NOTIFICATION OF LATE FILING
SEC File Number: 000-50370

Check One: Form 10-K Form 20-F Form 11-K Form 10-Q Form NSAR Form N-CSR

For the period ended: December 31, 2011

- Transition Report on Form 10-K
- Transition Report on Form 20-F
- Transition Report on Form 11-K
- Transition Report on Form 10-Q
- Transition Report on Form NSAR

For the transition period ended: Not Applicable

Read Attached Instruction Sheet Before Preparing Form. Please Print or Type.
Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates: Not Applicable

PART I - REGISTRANT INFORMATION

Full Name of Registrant:	Premier Beverage Group Corp.
State of Incorporation:	Nevada
Former Name if Applicable:	DAM Holdings, Inc.
Address of Principal Executive Office:	501 Madison Avenue, Suite 501, New York, NY 10022

PART II - RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense.
 - (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; and
 - (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.
-

Premier Beverage Holdings Corp.
 Chart of Delinquent Filings
 (as of May 19, 2014)

Filing	Period end	Date due	Date filed	Months/days late or delinquent	12b-25?
10-K	12/31/11	03/30/12	09/13/13	17 months, 14 days	04/02/12
10-Q	03/31/12	05/15/12	10/15/13	17 months	Not filed
10-Q	06/30/12	08/14/12	10/15/13	14 months, 1 day	Not filed
10-Q	09/30/12	11/14/12	10/23/13	11 months, 9 days	Not filed
10-K	12/31/12	04/01/13	03/13/14	11 months, 12 days	Not filed
10-Q	03/31/13	05/15/13	04/22/14	11 months, 7 days	Not filed
10-Q	06/30/13	08/14/13	05/14/14	9 months	Not filed
10-Q	09/30/13	11/14/13	05/15/13	6 months, 1 day	Not filed
10-K	12/31/13	03/31/14	Not filed	1 month, 6 days	Not filed
10-Q	03/31/14	05/15/14	Not filed	4 days	Not filed



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

May 13, 2013

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Mr. Fouad Kallamni
President
Premier Beverage Group Corp.
501 Madison Avenue
Suite 501
New York, NY 10022

Re: Premier Beverage Group Corp.
File No. 0-50370

Dear Mr. Kallamni:

We are writing to address the reporting responsibilities under the Securities Exchange Act of 1934 of the referenced company. For ease of discussion in this letter, we will refer to the referenced company as the "Registrant".

It appears that the Registrant is not in compliance with its reporting requirements under Section 13(a) of the Securities Exchange Act of 1934. If the Registrant is in compliance with its reporting requirements, please contact us (through the contact person specified below) within fifteen days from the date of this letter so we can discuss the reasons why our records do not indicate that compliance. If the Registrant is not in compliance with its reporting requirements, it should file all required reports within fifteen days from the date of this letter.

If the Registrant has not filed all required reports within fifteen days from the date of this letter, please be aware that the Registrant may be subject, without further notice, to an administrative proceeding to revoke its registration under the Securities Exchange Act of 1934. This administrative proceeding would be brought by the Commission's Division of Enforcement pursuant to Section 12(j) of the Securities Exchange Act of 1934. If the Registrant's stock is trading, it also may be subject to a trading suspension by the Commission pursuant to Section 12(k) of the Securities Exchange Act of 1934.

Page 2

Finally, please consider whether the Registrant is eligible to terminate its registration under the Securities Exchange Act of 1934. If the Registrant is eligible to terminate its registration, it would do so by filing a Form 15 with the Commission. While the filing of a Form 15 may cease the Registrant's on-going requirement to file periodic and current reports, it would **not** remove the Registrant's obligation to file all reports required under Section 13(a) of the Securities Exchange Act of 1934 that were due on or before the date the Registrant filed its Form 15. Again, if the Registrant is eligible to terminate its registration under the Securities Exchange Act of 1934, please note that the filing of a Form 15 would not remove the Registrant's requirement to file delinquent Securities Exchange Act of 1934 reports – the Registrant would still be required to file with the Commission all periodic reports due on or before the date on which the Registrant filed a Form 15.

If you should have a particular question in regard to this letter, please contact the undersigned at (202) 551-3245 or by fax at (202) 772-9207.

Sincerely,

Marva D. Simpson
Special Counsel
Office of Enforcement Liaison
Division of Corporation Finance

SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
<ul style="list-style-type: none"> ■ Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired. ■ Print your name and address on the reverse so that we can return the card to you. ■ Attach this card to the back of the mailpiece, or on the front if space permits. 	<p>A. Signature <input checked="" type="checkbox"/> Agent <input checked="" type="checkbox"/> Addressee</p>
<p>1. Article Addressed to:</p> <p>Mr. Fouad Kallamni President Premier Beverage Group Corp. 501 Madison Avenue Suite 501 New York, NY 10022</p>	<p>B. Received by (Printed Name) _____ C. Date of Delivery <u>5/15/13</u></p> <p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No</p>
<p>2. Article Number (Transfer from service label)</p>	<p>3. Service Type</p> <p><input type="checkbox"/> Certified Mail <input type="checkbox"/> Express Mail <input type="checkbox"/> Registered <input type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> Insured Mail <input type="checkbox"/> C.O.D.</p> <p>4. Restricted Delivery? (Extra Fee) <input type="checkbox"/> Yes</p>
<p>7011 3500 0002 9750 6767</p>	<p>PS Form 3811, February 2004 Domestic Return Receipt 102595-02-M-1540</p>

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U.S. Securities & Exchange Commission
100 F Street NE
Washington, DC 20549

Marva D. Simpson - Mail Stop 3628





To: Marva D. Simpson, Esq.
Special Counsel
Office of Enforcement Liaison
Division of Corporate Finance
Securities and Exchange Commission
Washington, DC 20549
202-772-9207

From: Richard A. Fisher
Counsel

Subject: Your Correspondence of May 13, 2013

Date: May 23, 2013

Pages: 4 (including Cover Sheet)

Premier Beverage Group Corp | 501 Madison Avenue | Suite 501 | New York | NY | 10022



PREMIER BEVERAGE GROUP

May 23, 2013

Marva D. Simpson, Esq.
Special Counsel
Office of Enforcement Liaison
Division of Corporate Finance
Securities and Exchange Commission
Washington, DC 20549

Dear Ms. Simpson:

Reference is made to your correspondence dated May 13, 2013, a copy of which is attached hereto.

On May 22, 2013, Premier Beverage Group Corp. (the "Registrant") closed a \$150,000 round of financing which has been in negotiation for the past several months. The sole use of proceeds of this round of financing is to fund the costs required for the Company to become current in its Exchange Act filings as well as to file a Schedule 14C to increase its authorized capital. These costs include the fees (\$50,000) quoted by the firm of auditors that the Company has now retained (RRBE) to complete the 2011 audit and to audit 2012, as well as to review the five 10-Qs that will be filed. These costs also include the cost of a management consulting firm engaged to oversee this project, my fees as corporate counsel, accrued fees of the Company's transfer agent and various other fees and expenses that will be incurred as a part of this process.

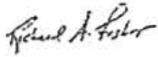
The auditors will commence work the week of June 10, by which time the Company expects to have completed all of its financial statements. The Company will file its reports with the SEC (starting with the 2011 10-K) as they are prepared and will be current with all of its filings no later than the due date of the second quarter 10-Q (approximately August 15).

The Company has also received a \$100,000 commitment to purchase inventory to restart its operations. This commitment will be funded within 5 business days.

The Company respectfully requests that it be permitted to file its Exchange Act reports as provided herein and that no administrative proceeding be brought by the Division of Enforcement in light of the Company's express undertakings in this respect.

Kindly advise if you require any additional information. If not, your confirmation of this request to me at [REDACTED] would be most appreciated.

PREMIER BEVERAGE GROUP CORP.


By: _____
Counsel

Via Facsimile Transmission Only to 202-772-9207

Premier Beverage Group Corp | 501 Madison Avenue | Suite 501 | New York | NY | 10022



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

May 13, 2013

**CERTIFIED MAIL.
RETURN RECEIPT REQUESTED**

Mr. Fouad Kallamni
President
Premier Beverage Group Corp.
501 Madison Avenue
Suite 501
New York, NY 10022

Re: Premier Beverage Group Corp.
File No. 0-50370

Dear Mr. Kallamni:

We are writing to address the reporting responsibilities under the Securities Exchange Act of 1934 of the referenced company. For ease of discussion in this letter, we will refer to the referenced company as the "Registrant".

It appears that the Registrant is not in compliance with its reporting requirements under Section 13(a) of the Securities Exchange Act of 1934. If the Registrant is in compliance with its reporting requirements, please contact us (through the contact person specified below) within fifteen days from the date of this letter so we can discuss the reasons why our records do not indicate that compliance. If the Registrant is not in compliance with its reporting requirements, it should file all required reports within fifteen days from the date of this letter.

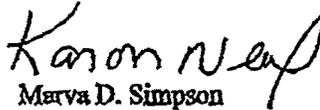
If the Registrant has not filed all required reports within fifteen days from the date of this letter, please be aware that the Registrant may be subject, without further notice, to an administrative proceeding to revoke its registration under the Securities Exchange Act of 1934. This administrative proceeding would be brought by the Commission's Division of Enforcement pursuant to Section 12(j) of the Securities Exchange Act of 1934. If the Registrant's stock is trading, it also may be subject to a trading suspension by the Commission pursuant to Section 12(k) of the Securities Exchange Act of 1934.

Page 2

Finally, please consider whether the Registrant is eligible to terminate its registration under the Securities Exchange Act of 1934. If the Registrant is eligible to terminate its registration, it would do so by filing a Form 15 with the Commission. While the filing of a Form 15 may cease the Registrant's on-going requirement to file periodic and current reports, it would not remove the Registrant's obligation to file all reports required under Section 13(a) of the Securities Exchange Act of 1934 that were due on or before the date the Registrant filed its Form 15. Again, if the Registrant is eligible to terminate its registration under the Securities Exchange Act of 1934, please note that the filing of a Form 15 would not remove the Registrant's requirement to file delinquent Securities Exchange Act of 1934 reports - the Registrant would still be required to file with the Commission all periodic reports due on or before the date on which the Registrant filed a Form 15.

If you should have a particular question in regard to this letter, please contact the undersigned at (202) 551-3245 or by fax at (202) 772-9207.

Sincerely,



Marva D. Simpson

for Special Counsel
Office of Enforcement Liaison
Division of Corporation Finance



PREMIER BEVERAGE GROUP

To: **Marva D. Simpson, Esq.**
Special Counsel
Office of Enforcement Liaison
Division of Corporate Finance
Securities and Exchange Commission
Washington, DC 20549
202-772-9207

From: Richard A. Fisher
Counsel

Subject: Update Regarding Your Correspondence of May 13, 2013

Date: August 15, 2013

Pages: 5 (including Cover Sheet)

Premier Beverage Group Corp | 501 Madison Avenue | Suite 501 | New York | NY | 10022



August 15, 2013

Marva D. Simpson, Esq.
Special Counsel
Office of Enforcement Liaison
Division of Corporate Finance
Securities and Exchange Commission
Washington, DC 20549

Dear Ms. Simpson:

Reference is made to your correspondence dated May 13, 2013 and my response dated May 23, 2013, copies of which are attached hereto.

The purpose of this correspondence is to update you on the status of our return to full reporting company status under the Exchange Act. As of today, we have completed virtually all audit work required for our Annual Reports on Form 10-K for the calendar years ended December 31, 2012 and 2011. Further, we have completed the drafting of our 2011 Form 10-K and have nearly completed drafts of our 2012 Form 10-K as well as the Form 10-Qs for the quarters ended March 31, June 30 and September 30, 2012 and March 31 and June 30, 2013.

For reasons of clarity and completeness, we will be filing all reports simultaneously. We expect that all reports will be filed on or about August 30, 2013.

I refer you to our Form 8-K filed on August 2, 2013 and the press release included therein as Exhibit 99.1.

I will advise you when we have filed our reports. Please contact me [REDACTED] if you have any comments or questions.

PREMIER BEVERAGE GROUP CORP.

By: 
Counsel

Via Facsimile Transmission Only to 202-772-9207

Attachments

Premier Beverage Group Corp | 501 Madison Avenue | Suite 501 | New York | NY | 10022



May 23, 2013

Marva D. Simpson, Esq.
Special Counsel
Office of Enforcement Liaison
Division of Corporate Finance
Securities and Exchange Commission
Washington, DC 20549

Dear Ms. Simpson:

Reference is made to your correspondence dated May 13, 2013, a copy of which is attached hereto.

On May 22, 2013, Premier Beverage Group Corp. (the "Registrant") closed a \$150,000 round of financing which has been in negotiation for the past several months. The sole use of proceeds of this round of financing is to fund the costs required for the Company to become current in its Exchange Act filings as well as to file a Schedule 14C to increase its authorized capital. These costs include the fees (\$50,000) quoted by the firm of auditors that the Company has now retained (RRBB) to complete the 2011 audit and to audit 2012, as well as to review the five 10-Qs that will be filed. These costs also include the cost of a management consulting firm engaged to oversee this project, my fees as corporate counsel, accrued fees of the Company's transfer agent and various other fees and expenses that will be incurred as a part of this process.

The auditors will commence work the week of June 10, by which time the Company expects to have completed all of its financial statements. The Company will file its reports with the SEC (starting with the 2011 10-K) as they are prepared and will be current with all of its filings no later than the due date of the second quarter 10-Q (approximately August 15).

The Company has also received a \$100,000 commitment to purchase inventory to restart its operations. This commitment will be funded within 5 business days.

The Company respectfully requests that it be permitted to file its Exchange Act reports as provided herein and that no administrative proceeding be brought by the Division of Enforcement in light of the Company's express undertakings in this respect.

Kindly advise if you require any additional information. If not, your confirmation of this request to me at [REDACTED] would be most appreciated.

PREMIER BEVERAGE GROUP CORP.

A handwritten signature in dark ink, appearing to read "Richard A. Fisher", is written over a horizontal line.

By: _____
Counsel

Via Facsimile Transmission Only to 202-772-9207

Premier Beverage Group Corp | 501 Madison Avenue | Suite 501 | New York | NY | 10022



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

May 13, 2013

**CERTIFIED MAIL.
RETURN RECEIPT REQUESTED**

Mr. Fouad Kallamni
President
Premier Beverage Group Corp.
501 Madison Avenue
Suite 501
New York, NY 10022

Re: Premier Beverage Group Corp.
File No. 0-50370

Dear Mr. Kallamni:

We are writing to address the reporting responsibilities under the Securities Exchange Act of 1934 of the referenced company. For ease of discussion in this letter, we will refer to the referenced company as the "Registrant".

It appears that the Registrant is not in compliance with its reporting requirements under Section 13(a) of the Securities Exchange Act of 1934. If the Registrant is in compliance with its reporting requirements, please contact us (through the contact person specified below) within fifteen days from the date of this letter so we can discuss the reasons why our records do not indicate that compliance. If the Registrant is not in compliance with its reporting requirements, it should file all required reports within fifteen days from the date of this letter.

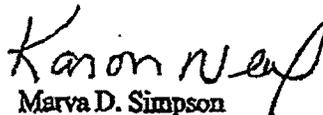
If the Registrant has not filed all required reports within fifteen days from the date of this letter, please be aware that the Registrant may be subject, without further notice, to an administrative proceeding to revoke its registration under the Securities Exchange Act of 1934. This administrative proceeding would be brought by the Commission's Division of Enforcement pursuant to Section 12(j) of the Securities Exchange Act of 1934. If the Registrant's stock is trading, it also may be subject to a trading suspension by the Commission pursuant to Section 12(k) of the Securities Exchange Act of 1934.

Page 2

Finally, please consider whether the Registrant is eligible to terminate its registration under the Securities Exchange Act of 1934. If the Registrant is eligible to terminate its registration, it would do so by filing a Form 15 with the Commission. While the filing of a Form 15 may cease the Registrant's on-going requirement to file periodic and current reports, it would not remove the Registrant's obligation to file all reports required under Section 13(a) of the Securities Exchange Act of 1934 that were due on or before the date the Registrant filed its Form 15. Again, if the Registrant is eligible to terminate its registration under the Securities Exchange Act of 1934, please note that the filing of a Form 15 would not remove the Registrant's requirement to file delinquent Securities Exchange Act of 1934 reports – the Registrant would still be required to file with the Commission all periodic reports due on or before the date on which the Registrant filed a Form 15.

If you should have a particular question in regard to this letter, please contact the undersigned at (202) 551-3245 or by fax at (202) 772-9207.

Sincerely,



Marva D. Simpson

for Special Counsel

Office of Enforcement Liaison

Division of Corporation Finance

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 31, 2013

PREMIER BEVERAGE GROUP CORP.
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of
incorporation)

000-50370
(Commission File Number)

[REDACTED]
(IRS Employer
Identification No.)

501 Madison Avenue
Suite 501
New York, NY 10022

(Address of principal executive offices, zip code)

Registrant's telephone number, including area code: [REDACTED]

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 144-12 under the Exchange Act (17 CFR 240.144-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Forward-Looking Statements:

Some of the statements in this report are forward-looking statements that involve risks and uncertainties. These forward-looking statements include statements about our plans, objectives, expectations, intentions and assumptions that are not statements of historical fact. You can identify these statements by the following words:

- "may"
- "will"
- "should"
- "estimates"
- "plans"
- "expects"
- "believes"
- "intends"

and similar expressions. We cannot guarantee our future results, performance or achievements. Our actual results and the timing of corporate events may differ significantly from the expectations discussed in the forward-looking statements. You are cautioned not to place undue reliance on any forward-looking statements.

**Item Regulation FD Disclosure
7.01.**

On July 31, 2013, the Registrant released a letter to shareholders from its President, Fouad Kallamni, which highlights that the Company completed a financing to bring SEC filings current, restructured a senior secured note that had been in default, converted an unsecured promissory notes into common stock, expects the arrival of OSO All Natural Energy Beverages in September 2013 and will be current in all of its filings with the SEC by August 31, 2013. The full text of the shareholder letter is set forth in Exhibit 99.1 hereto.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PREMIER BEVERAGE GROUP CORP.
(Registrant)

Dated: August 1, 2013

By: /s/ Fouad Kallamni
Fouad Kallamni
President and Principal Executive Officer

EXHIBIT INDEX

Exhibit Number	Description
99.1	Shareholder Letter dated July 31, 2013

Exhibit 99.1

July 31, 2013

Dear Shareholders,

I am pleased to report that in the second quarter of 2013 we accomplished many strategic corporate activities that have positioned Premier Beverage Group for growth. We secured sufficient capital to bring our public filings current and shortly will return to fully reporting status under the securities laws. We also restructured our outstanding senior secured promissory note, which was technically in default, giving us adequate time to execute upon our planned business objectives.

While we haven't disclosed much about OSO since the financing challenges we experienced in 2012, I am pleased to report that OSO continues to be offered in key accounts in New York City and that we have been able to maintain many relationships that will be important to our next phase. To that end, we expect our new all-natural formulated OSO Energy Beverages to be introduced in the NYC market this September. We plan to offer OSO and OSO Light in 8.4oz aluminum cans initially, with the sought-after glass bottle OSO to be launched in 2014. With our new product line, we plan to build on our current distribution channels that service top NYC on-premise accounts. We have also identified certain national and regional distribution relationships that we are evaluating to introduce our products to retail.

On the corporate side, we expect to be current in our securities filings no later than the end of August. We have re-engaged our auditors, Liebman Goldberg & Hymowitz, and are actively at work preparing our audited financial statements for years ended December 31, 2011 and December 31, 2012, along with all of the quarterly filings through June 30, 2013.

With our focus solely on the initiatives above, we have put our Captive Brands private label strategy on hold. The previously announced acquisition of Monsoon and True Colors brands from Universal Brands did not close, and we are re-evaluating our relationship with these brands and their captive retailers.

As we re-enter the market, I believe that OSO's superior taste and uniqueness separate it from all other brands in the "energy drink" space and set the stage for a true ultra premium experience. I thank you for your continued support of Premier Beverage Group and look forward to keeping you posted on our progress.

Sincerely,

Fouad Kallamni

President
Premier Beverage Group Corp.

Premier Beverage Group Corp | 501 Madison Avenue | Suite 501 | New York | NY | 10022



To: **Marva D. Simpson, Esq.**
Special Counsel
Office of Enforcement Liaison
Division of Corporate Finance
Securities and Exchange Commission
Washington, DC 20549
202-772-9207

From: Richard A. Fisher
Counsel

Subject: Update Regarding Your Correspondence of May 13, 2013

Date: September 5, 2013

Pages: 4 (including Cover Sheet)



September 5, 2013

Marva D. Simpson, Esq.
Special Counsel
Office of Enforcement Liaison
Division of Corporate Finance
Securities and Exchange Commission
Washington, DC 20549

Dear Ms. Simpson:

Reference is made to your correspondence dated May 13, 2013 and my response dated May 23 and August 15, 2013.

I draw your attention to a press release issued by Premier Beverage Group earlier this week. We have completed virtually all of the work required for audits for both 2011 and 2012 (as well as the financial statements needed to prepare our 2013 Form 10-Qs), and we are now waiting for our auditing firm to complete its work. With end of summer vacations and now religious holidays, we find that we are running behind schedule and able to exert only modest influence to speed the process along. As the press release indicates, we will now be submitting our filings *seriatim* with the expectation that all will be filed no later than the end of this month and hopefully well before then. No accounting issues, of substance have been raised, and the matter is now one of completing the work in process.

I will advise you when we have filed our reports. Please contact me at [REDACTED] if you have any comments or questions.

PREMIER BEVERAGE GROUP CORP.

By: Richard Fisher
Counsel

Via Facsimile Transmission Only to 202-772-9207

Attachment

Premier Beverage Group Provides Update on Securities Filings and Production

NEW YORK, NY, September 3, 2013 – On September 3, 2013, Premier Beverage Group Corp. (OTC: PBGC) released a letter to shareholders from its President, Fouad Kallamni. The complete text of Mr. Kallamni's letter follows:

"Dear Shareholders,

I wanted to provide an update on our progress with respect to our securities filings and status of our planned production run.

We have completed the vast majority of the work to file our securities filings for the years ended December 31, 2011 and December 31, 2012, along with all of the quarterly filings through June 30, 2013. Due to certain scheduling conflicts, we are revising our filing plans to occur throughout the month of September as filings are completed.

On the product front, I am pleased to report that our new OSO and OSO Light products are currently being produced and are expected to arrive the first week of October 2013. We are planning several events and marketing programs aimed at supporting our launch in NYC in Q4 2013.

Thank you for your continued support of Premier Beverage Group.

Sincerely,

Fouad Kallamni

President
Premier Beverage Group Corp."

About Premier Beverage Group

Premier Beverage Group (OTC: PBGC) is a holding company that – through its subsidiaries, OSO Beverages and Captive Brands – owns, develops, markets and distributes premium functional beverages. Premier Beverage Group's flagship brand, OSO, is a premium energy beverage offered primarily in on-premise venues. OSO, offered in both original and light flavors, is produced in Austria using only the finest ingredients – resulting in a clear, crisp energy beverage and an up-market consumer experience. Captive Brands provides a turnkey private label program for retailers seeking to offer functional beverage and related products. For more information on Premier Beverage Group, please visit www.premierbeveragegroup.com. For more information on OSO Beverages, please visit www.osobeverages.com.

This press release, within the meaning of the Private Securities Litigation Reform Act of 1995, contains forward-looking statements involving known and unknown risks, delays, and uncertainties that may cause our actual results or performance to differ materially from those expressed or implied by these forward-looking statements. These risks, delays, and uncertainties include, but are not limited to: risks associated with the uncertainty of future financial results, our reliance on a limited number of suppliers, the limited diversification of our product offerings, additional financing requirements, development of new products, government approval processes, the impact of competitive products or pricing, technological changes, as well as the effect of economic conditions and other uncertainties detailed in the Company's filings with the Securities and Exchange Commission. The Company undertakes no obligation to update any forward-looking statements.

SOURCE: Premier Beverage Group

For more information, contact:

Investor Relations


ir@premierbeveragegroup.com

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 3, 2013

PREMIER BEVERAGE GROUP CORP.
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of
incorporation)

000-50370
(Commission File Number)

[REDACTED]
(IRS Employer Identification No.)

501 Madison Avenue
Suite 501
New York, NY 10022

(Address of principal executive offices, zip code)

Registrant's telephone number, including area code: 646-820-0630

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Forward-Looking Statements:

Some of the statements in this report are forward-looking statements that involve risks and uncertainties. These forward-looking statements include statements about our plans, objectives, expectations, intentions and assumptions that are not statements of historical fact. You can identify these statements by the following words:

- "may"
- "will"
- "should"
- "estimates"
- "plans"
- "expects"
- "believes"
- "intends"

and similar expressions. We cannot guarantee our future results, performance or achievements. Our actual results and the timing of corporate events may differ significantly from the expectations discussed in the forward-looking statements. You are cautioned not to place undue reliance on any forward-looking statements.

Item 7.01. Regulation FD Disclosure

On September 3, 2013, the Registrant released a letter to shareholders from its President, Fouad Kallamni, updating the Registrant's schedule for bringing its SEC filings current and providing information regarding the expected early October 2013 delivery of its new OSO and OSO Light products. The full text of the shareholder letter is set forth in Exhibit 99.1 hereto.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PREMIER BEVERAGE GROUP CORP.
(Registrant)

Dated: September 6, 2013

By: /s/ Fouad Kallamni
Fouad Kallamni
President and Principal Executive Officer

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Shareholder Letter dated September 3, 2013

Premier Beverage Group Provides Update on Securities Filings and Production

NEW YORK, NY, September 3, 2013 – On September 3, 2013, Premier Beverage Group Corp. (OTC: PBGC) released a letter to shareholders from its President, Fouad Kallamni. The complete text of Mr. Kallamni's letter follows:

"Dear Shareholders,

I wanted to provide an update on our progress with respect to our securities filings and status of our planned production run.

We have completed the vast majority of the work to file our securities filings for the years ended December 31, 2011 and December 31, 2012, along with all of the quarterly filings through June 30, 2013. Due to certain scheduling conflicts, we are revising our filing plans to occur throughout the month of September as filings are completed.

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Thank you for your continued support of Premier Beverage Group.

Sincerely,

Fouad Kallamni

President
Premier Beverage Group Corp."

About Premier Beverage Group

Premier Beverage Group (OTC: PBGC) is a holding company that – through its subsidiaries, OSO Beverages and Captive Brands – owns, develops, markets and distributes premium functional beverages. Premier Beverage Group's flagship brand, OSO, is a premium energy beverage offered primarily in on-premise venues. OSO, offered in both original and light flavors, is produced in Austria using only the finest ingredients – resulting in a clear, crisp energy beverage and an up-market consumer experience. Captive Brands provides a turnkey private label program for retailers seeking to offer functional beverage and related products. For more information on Premier Beverage Group, please visit www.premierbeveragegroup.com. For more information on OSO Beverages, please visit www.osobeverages.com.

Premier Beverage Group Corp | 501 Madison Avenue | Suite 501 | New York | NY | 10022

This press release, within the meaning of the Private Securities Litigation Reform Act of 1995, contains forward-looking statements involving known and unknown risks, delays, and uncertainties that may cause our actual results or performance to differ materially from those expressed or implied by these forward-looking statements. These risks, delays, and uncertainties include, but are not limited to: risks associated with the uncertainty of future financial results, our reliance on a limited number of suppliers, the limited diversification of our product offerings, additional financing requirements, development of new products, government approval processes, the impact of competitive products or pricing, technological changes, as well as the effect of economic conditions and other uncertainties detailed in the Company's filings with the Securities and Exchange Commission. The Company undertakes no obligation to update any forward-looking statements.

SOURCE: Premier Beverage Group

For more information, contact:

Investor Relations

ir@premierbeveragegroup.com

Premier Beverage Group Corp | 501 Madison Avenue | Suite 501 | New York | NY | 10022

Frye, David

From: Richard Fisher [REDACTED]
Sent: Thursday, May 15, 2014 11:02 AM
To: Frye, David; Donnelly, Kenneth
Cc: Shields, Kathy Moore
Subject: Premier Beverage Group Corp.

Gentlemen:

The purpose of this email is to update you on the status of PBGC's filings.

Premier Beverage Group Corp. has now filed all of its Forms 10-Q for calendar year 2013. PBGC's Form 10-K has been drafted and is undergoing final audit review by its auditors. We have provided all required input in a timely and responsible manner and believed that the May 15 filing date would be met. The auditors have advised, however, that they will not be able to conclude their partner review and other procedures until next week.

Accordingly, PBGC expects to file its Form 10-K for 2013 next week but in no event will file the Form 10-K later than Tuesday, May 27, 2014 (Monday is a holiday). The Form 10-Q for the first quarter of 2014 will be filed simultaneously with the Form 10-K.

PBGC has gone to considerable effort and incurred substantial expense to become current in its filings. It certainly would not have filed its Forms 10-Q for 2013 if it did not intend to file the 10-K for 2013 and the 10-Q for the first quarter of this year. The third party funding commitment that it in place has been refreshed, again subject to PGBC becoming current in its filings and now subject to confirmation that PBGC's registration under the '34 Act will not be revoked.

Respectfully submitted,

Richard Fisher

--
Richard A. Fisher,
Esq.



UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

February 20, 2014

In the Matter of

**Ads In Motion, Inc.,
Premier Beverage Group Corp.
Pulmo BioTech, Inc.,
TriMedia Entertainment Group, Inc., and
Zanett, Inc.,**

File No. 500-1

**ORDER OF SUSPENSION OF
TRADING**

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Ads In Motion, Inc. because it has not filed any periodic reports since the period ended February 26, 2011.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Premier Beverage Group Corp. because it has not filed any periodic reports since the period ended September 30, 2012.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Pulmo BioTech, Inc. because it has not filed any periodic reports since the period ended December 31, 2009.

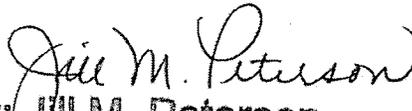
It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of TriMedia Entertainment Group, Inc. because it has not filed any periodic reports since the period ended July 31, 2008.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Zanett, Inc. because it has not filed any periodic reports since the period ended March 31, 2011.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed companies. Therefore, it is ordered, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the securities of the above-listed companies is suspended for the period from 9:30 a.m. EST on February 20, 2014, through 11:59 p.m. EST on March 5, 2014.

By the Commission.

Elizabeth M. Murphy
Secretary


By: Jill M. Peterson
Assistant Secretary

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14C INFORMATION

Information Statement Pursuant to Section 14(c) of the
Securities Exchange Act of 1934

Check the appropriate box:

- Preliminary information statement
- Confidential, for use of the Commission only (as permitted by Rule 14c-6(d)(2))
- Definitive information statement

PREMIER BEVERAGE GROUP CORP.
(Name of Registrant as specified in its Charter)

Payment of filing fee (check the appropriate box):

- No fee required
 - Fee computed on table below per Exchange Act Rules 14c-5(g) and 0-11
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11:
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
 - Fee paid previously with preliminary materials.
 - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a) (2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number or the form or schedule and the date of its filing.
 - (1) Amount previously paid:
 - (2) Form, schedule or registration statement no.:
 - (3) Filing party:
 - (4) Date filed:
-
-

**NOTICE OF ACTION BY WRITTEN CONSENT OF STOCKHOLDERS
PREMIER BEVERAGE GROUP CORP.
501 Madison Avenue, Suite 501
New York, NY 10022**

NOTICE IS HEREBY GIVEN that the holders of more than a majority of the voting power of the stockholders of Premier Beverage Group Corp., a Nevada corporation (the "Company" "we," "us," or "our"), have approved the following action without a meeting of stockholders in accordance with Section 78.320 of the Nevada Revised Statutes:

The approval of an amendment to our articles of incorporation to increase our authorized shares of common stock from 99,000,000 to 250,000,000.

Stockholders of record at the close of business on June 28, 2013 (the "Record Date"), are entitled to receive a copy of this information statement.

The enclosed information statement is contains information pertaining to the matter acted upon and is being furnished to you pursuant to Rule 14c-2 promulgated under the Securities Exchange Act of 1934, as amended (the "Exchange Act").

**WE ARE NOT ASKING YOU FOR A PROXY, AND YOU ARE REQUESTED
NOT TO SEND US A PROXY**

By Order of the Board of Directors
/s/ Fouad Kallamni
Sole Director

July 1, 2013

PREMIER BEVERAGE GROUP CORP.
501 Madison Avenue, Suite 501
New York, NY 10022

INFORMATION STATEMENT

Action by Written Consent of Stockholders

GENERAL INFORMATION

**WE ARE NOT ASKING YOU FOR A PROXY,
AND YOU ARE REQUESTED NOT TO SEND US A PROXY**

This information statement is being furnished in connection with the action by written consent of stockholders taken without a meeting of a proposal to approve the action described in this information statement. We are mailing this information statement to our stockholders of record as of June 28, 2013.

What action was taken by written consent?

We obtained stockholder consent for the approval of an amendment to our articles of incorporation to increase our authorized shares of common stock, par value \$0.00015 per share ("Common Stock"), from 99,000,000 to 250,000,000.

How many shares of voting stock were outstanding on June 28, 2013?

On June 28, 2013, the date we received the consent of the holders of a majority of the voting power of our stockholders, there were 62,587,409 shares of Common Stock outstanding.

What vote was obtained to approve the amendment to the articles of incorporation described in this information statement?

We obtained the approval of the holders of 36,500,000 shares of Common Stock, or approximately 58.3% of the voting power of our common stockholders.

**WE ARE NOT ASKING YOU FOR A PROXY
AND YOU ARE REQUESTED NOT TO SEND US A PROXY.**

**AMENDMENT TO THE ARTICLES OF INCORPORATION
TO INCREASE AUTHORIZED SHARES OF COMMON STOCK
FROM 99,000,000 TO 250,000,000**

Our sole director and the holders of a majority of the voting power of our stockholders have approved an amendment to our articles of incorporation to increase our authorized shares of Common Stock from 99,000,000 to 250,000,000. The increase in our authorized shares of Common Stock will become effective upon the filing of the amendment to our articles of incorporation (the "Amendment") with the Secretary of State of the State of Nevada. We will file the Amendment to effect the increase in our authorized shares of Common Stock approximately (but not less than) 20 days after a definitive Information Statement is mailed to stockholders.

The form of Amendment to be filed with the Secretary of State of the State of Nevada is set forth as Appendix A to this information statement.

Outstanding Shares and Purposes of the Amendment

Our articles of incorporation currently authorize us to issue a maximum of 99,000,000 shares of Common Stock, par value \$0.00015 per share. As of June 28, 2013, we had 62,587,409 shares of Common Stock issued and outstanding.

Our sole director (the "Board") believes that the increase in our authorized Common Stock will provide the Company greater flexibility with respect to the Company's capital structure for several purposes, including additional equity financings and possible stock-based acquisitions.

Effects of the Increase in Authorized Common Stock

The additional shares of Common Stock will have the same rights as the presently authorized shares of Common Stock, including the right to cast one vote per share of Common Stock. Although the authorization of additional shares will not, in itself, have any effect on the rights of any holder of our Common Stock, the future issuance of additional shares of Common Stock (other than by way of a stock split or dividend) would have the effect of diluting the voting rights and could have the effect of diluting earnings per share and book value per share of existing stockholders.

At present, we have outstanding substantial secured indebtedness that is convertible into shares of Common Stock at various prices. In addition, we have incurred accrued consulting fees that we expect to discharge through the issuance of shares of Common Stock later in 2013. Apart from the possibility of debt conversion and such issuance of shares of Common stock, the Board has no plans to issue the additional shares of Common Stock authorized by the Amendment. However, it is possible that some of these additional shares could be used in the future for various other purposes without further stockholder approval, except as such approval may be required in particular cases by our charter documents, applicable law or the rules of any stock exchange or other quotation system on which our securities may then be listed. These purposes may include raising capital, providing equity incentives to employees, officers or directors, payment of expenses, establishing strategic relationships with other companies and expanding the Company's business or product lines through the acquisition of other businesses or products.

We could also use the additional shares of Common Stock that will become available pursuant to the Amendment to oppose a hostile takeover attempt or to delay or prevent changes in control or management of the Company. Although the Board's approval of the Amendment was not prompted by the threat of any hostile takeover attempt (nor is the Board currently aware of any such attempts directed at the Company), nevertheless, stockholders should be aware that the Amendment could facilitate future efforts by us to deter or prevent changes in control of the Company, including transactions in which stockholders of the Company might otherwise receive a premium for their shares over then current market prices.

**SECURITY OWNERSHIP OF
CERTAIN BENEFICIAL OWNERS AND MANAGEMENT**

The following table sets forth, as of June 28, 2013, the number of and percent of our common stock beneficially owned by:

- all directors and nominees, naming them,
- our executive officers,
- our directors and executive officers as a group, without naming them, and
- persons or groups known by us to own beneficially 5% or more of our common stock:

We believe that all persons named in the table have sole voting and investment power with respect to all shares of common stock beneficially owned by them.

A person is deemed to be the beneficial owner of securities that can be acquired by him within 60 days from June 28, 2013 upon the exercise of options, warrants or convertible securities. We have no outstanding options or warrants, and none of our outstanding convertible securities may be converted if, after conversion, the holder thereof would own in excess of 4.99% of the then issued and outstanding shares of Common Stock. None of our convertible debt is owned by any director or officer.

Each director's, officer's and beneficial owner's address is c/o Premier Beverage Group Corp., 501 Madison Avenue, Suite 501, New York, NY 10022, Attn: Fouad Kallamni.

<u>Name</u>	<u>Shares of Common Stock</u>	<u>Percentage of Class¹</u>
Fouad Kallamni, Sole Director and President	31,500,000	50.3%
All Directors and Named Executive Officers as a Group (1 Person)	31,500,000	50.3%
Core Equity Group, LLC	5,000,000	8.0%

DESCRIPTION OF SECURITIES

General

The authorized capital stock of our company consists of 99,000,000 shares of shares of Common Stock and 1,000,000 shares of Preferred Stock. As of the June 28, 2013, there were 62,587,409 shares of Common Stock issued and outstanding and 60,030 shares of Preferred Stock issued and outstanding.

Common Stock

Holders of our common stock are entitled to one vote per share and to receive dividends when and as declared by the Board of Directors and to share ratably in our assets legally available for distribution in the event of the liquidation, dissolution or winding up of the Company. Holders of our common stock do not have subscription, redemption or conversion rights, nor do they have any preemptive rights. Holders of our common stock do not have cumulative voting rights, which means that the holders of more than half of the

¹ Based on 62,587,409 shares of Common Stock outstanding as of the Record Date. There are no outstanding options, warrants, rights or conversion privileges.

outstanding shares of common stock can elect all of our directors, if they choose to do so. In such event, the holders of the remaining shares would not be able to elect any directors. The Board is empowered to fill any vacancies on the Board. Except as otherwise required by Nevada law, all stockholder action is taken by vote of a majority of the outstanding shares of the our common stock voting as a single class present at a meeting of stockholders at which a quorum (consisting of a majority of the outstanding shares of our common stock) is present in person or by proxy.

Preferred Stock

Series A. We have authorized the issuance of 660,000 shares of preferred stock designated as "Series A 8% Convertible Preferred Stock". Each share of Series A Preferred Stock (a) has a stated value of \$5.00 per share, (b) is non-voting, (c) includes a dividend of 8% per annum, (d) may be redeemed at any time for an amount equal to the stated value plus all accumulated and unpaid dividends, (e) may be converted into 10 shares of common stock and has a (f) liquidation preference of \$5.00 per share plus all accumulated and unpaid dividends. There are 60,000 shares of Series A Preferred Stock issued and outstanding with an aggregate stated value of \$300,000.

No dividends have been declared with respect to the Series A Preferred Stock. Currently, the holders of the 60,000 shares of Series A Preferred Stock may convert their shares into a total of 13,300 shares of Common Stock.

Series B. We have authorized the issuance of 2,000 shares of preferred stock designated as "Series B 8% Convertible Preferred Stock". Each share of Series B Preferred Stock (a) has a stated value of \$500.00 per share, (b) is non-voting, (c) includes a dividend of 8% per annum, (d) may be redeemed at any time for an amount equal to the stated value plus all accumulated and unpaid dividends, (e) may be converted into shares of common stock at a conversion price of \$5.00 per share and has a (f) liquidation preference of \$500.00 per share plus all accumulated and unpaid dividends. There are 30 shares of Series B Preferred Stock issued and outstanding with an aggregate stated value of \$15,000.

No dividends have been declared with respect to the Series B Preferred Stock. Currently, the holders of the 30 shares of Series B Preferred Stock may convert their shares into a total of 3,000 shares of Common Stock.

DISSENTER'S RIGHTS

Under the Nevada Revised Statutes, holders of shares of Common Stock are not entitled to dissenters' rights with respect to any aspect of the Amendment, and we will not independently provide holders with any such right.

COST OF INFORMATION STATEMENT

The Company is making the mailing and will bear the costs associated therewith. There will be no solicitations made.

DELIVERY OF INFORMATION TO A SHARED ADDRESS

If you and one or more Stockholders share the same address, it is possible that only one Information Statement was delivered to your address. Any registered shareholder who wishes to receive a separate copy of the Information Statement at the same address now or in the future may mail a request to receive separate copies to the Company at 501 Madison Avenue, Suite 501, New York, NY 10022, Attn: President, or call the Company at (646) 820-0630 and we will promptly deliver the Information Statement to you upon your request. Stockholders who received multiple copies of this Information Statement at a shared address and who wish to receive a single copy may direct their request to the same address.

FORWARD-LOOKING STATEMENTS AND INFORMATION

This Information Statement includes forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. You can identify our forward-looking statements by the words "expects," "projects," "believes," "anticipates," "intends," "plans," "predicts," "estimates" and similar expressions. The forward-looking statements are based on management's current expectations, estimates and projections about us. The Company cautions you that these statements are not guarantees of future performance and involve risks, uncertainties and assumptions that we cannot predict. In addition, the Company has based many of these forward-looking statements on assumptions about future events that may prove to be inaccurate. Accordingly, actual outcomes and results may differ materially from what the Company has expressed or forecast in the forward-looking statements. You should rely only on the information the Company has provided in this Information Statement. The Company has not authorized any person to provide information other than that provided herein. The Company has not authorized anyone to provide you with different information. You should not assume that the information in this Information Statement is accurate as of any date other than the date on the front of the document.

WHERE YOU CAN FIND MORE INFORMATION ABOUT THE COMPANY

The Company files annual, quarterly and current reports, proxy statements and other information with the SEC. As of the date of this Information Statement, we are not current in such filings. You can read and copy any materials that the Company files with the SEC at the SEC's Public Reference Room at 100 F Street, N.E., Washington, D.C. 20549. You can obtain information about the operation of the SEC's Public Reference Room by calling the SEC at 1-800-SEC-0330. The SEC also maintains a Web site that contains information we file electronically with the SEC, which you can access over the Internet at <http://www.sec.gov>. Copies of these materials may also be obtained by mail from the Public Reference Section of the SEC, 100 F Street, N.E., Washington, D.C. 20549 at prescribed rates.

By Order of the Board of Directors
/s/ Fouad Kallamni
Sole Director

July 1, 2013

APPENDIX A

FORM OF CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION

Certificate of Amendment to articles of incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 • After Issuance of Stock)

1. Name of corporation:

Premier Beverage Group Corp.

2. The articles have been amended as follows: (provide article numbers, if available)

Article FOURTH is hereby amended such that the number of shares that the Corporation shall have the authority to issue is 251,000,000, of which (i) 250,000,000 shall be shares of common stock, par value \$0.00015 per share, and (ii) 1,000,000 shall be shares of preferred stock.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise a least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is 58.3%

4. *Effective date of filing: (optional)*

(must not be later than 90 days after the certificate is filed)

5. Signature: (required)



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14C INFORMATION

Information Statement Pursuant to Section 14(c) of the
Securities Exchange Act of 1934

Check the appropriate box:

- Preliminary information statement
- Confidential, for use of the Commission only (as permitted by Rule 14c-6(d)(2))
- Definitive information statement

PREMIER BEVERAGE GROUP CORP.
(Name of Registrant as specified in Its Charter)

Payment of filing fee (check the appropriate box):

- No fee required
 - Fee computed on table below per Exchange Act Rules 14c-5(g) and 0-11
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11:
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
 - Fee paid previously with preliminary materials.
 - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a) (2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number or the form or schedule and the date of its filing.
 - (1) Amount previously paid:
 - (2) Form, schedule or registration statement no.:
 - (3) Filing party:
 - (4) Date filed:
-
-

**NOTICE OF ACTION BY WRITTEN CONSENT OF STOCKHOLDERS
PREMIER BEVERAGE GROUP CORP.
501 Madison Avenue, Suite 501
New York, NY 10022**

NOTICE IS HEREBY GIVEN that the holders of more than a majority of the voting power of the stockholders of Premier Beverage Group Corp., a Nevada corporation (the "Company" "we," "us," or "our"), have approved the following action without a meeting of stockholders in accordance with Section 78.320 of the Nevada Revised Statutes:

The approval of an amendment to our articles of incorporation to increase our authorized shares of common stock from 99,000,000 to 250,000,000.

Stockholders of record at the close of business on June 28, 2013 (the "Record Date"), are entitled to receive a copy of this information statement.

The enclosed information statement is contains information pertaining to the matter acted upon and is being furnished to you pursuant to Rule 14c-2 promulgated under the Securities Exchange Act of 1934, as amended (the "Exchange Act").

**WE ARE NOT ASKING YOU FOR A PROXY, AND YOU ARE REQUESTED
NOT TO SEND US A PROXY**

By Order of the Board of Directors
/s/ Fouad Kallamni
Sole Director

July 15 , 2013

PREMIER BEVERAGE GROUP CORP.
501 Madison Avenue, Suite 501
New York, NY 10022

INFORMATION STATEMENT

Action by Written Consent of Stockholders

GENERAL INFORMATION

**WE ARE NOT ASKING YOU FOR A PROXY,
AND YOU ARE REQUESTED NOT TO SEND US A PROXY**

This information statement is being furnished in connection with the action by written consent of stockholders taken without a meeting of a proposal to approve the action described in this information statement. We are mailing this information statement to our stockholders of record as of June 28, 2013.

What action was taken by written consent?

We obtained stockholder consent for the approval of an amendment to our articles of incorporation to increase our authorized shares of common stock, par value \$0.00015 per share ("Common Stock"), from 99,000,000 to 250,000,000.

How many shares of voting stock were outstanding on June 28, 2013?

On June 28, 2013, the date we received the consent of the holders of a majority of the voting power of our stockholders, there were 62,587,409 shares of Common Stock outstanding.

What vote was obtained to approve the amendment to the articles of incorporation described in this information statement?

We obtained the approval of the holders of 36,500,000 shares of Common Stock, or approximately 58.3% of the voting power of our common stockholders.

**WE ARE NOT ASKING YOU FOR A PROXY
AND YOU ARE REQUESTED NOT TO SEND US A PROXY.**

**AMENDMENT TO THE ARTICLES OF INCORPORATION
TO INCREASE AUTHORIZED SHARES OF COMMON STOCK
FROM 99,000,000 TO 250,000,000**

Our sole director and the holders of a majority of the voting power of our stockholders have approved an amendment to our articles of incorporation to increase our authorized shares of Common Stock from 99,000,000 to 250,000,000. The increase in our authorized shares of Common Stock will become effective upon the filing of the amendment to our articles of incorporation (the "Amendment") with the Secretary of State of the State of Nevada. We will file the Amendment to effect the increase in our authorized shares of Common Stock approximately (but not less than) 20 days after this definitive Information Statement is mailed to stockholders.

The form of Amendment to be filed with the Secretary of State of the State of Nevada is set forth as Appendix A to this information statement.

Outstanding Shares and Purposes of the Amendment

Our articles of incorporation currently authorize us to issue a maximum of 99,000,000 shares of Common Stock, par value \$0.00015 per share. As of June 28, 2013, we had 62,587,409 shares of Common Stock issued and outstanding.

Our sole director (the "Board") believes that the increase in our authorized Common Stock will provide the Company greater flexibility with respect to the Company's capital structure for several purposes, including additional equity financings and possible stock-based acquisitions.

Effects of the Increase in Authorized Common Stock

The additional shares of Common Stock will have the same rights as the presently authorized shares of Common Stock, including the right to cast one vote per share of Common Stock. Although the authorization of additional shares will not, in itself, have any effect on the rights of any holder of our Common Stock, the future issuance of additional shares of Common Stock (other than by way of a stock split or dividend) would have the effect of diluting the voting rights and could have the effect of diluting earnings per share and book value per share of existing stockholders.

At present, we have outstanding substantial secured indebtedness that is convertible into shares of Common Stock at various prices. In addition, we have incurred accrued consulting fees that we expect to discharge through the issuance of shares of Common Stock later in 2013. Apart from the possibility of debt conversion and such issuance of shares of Common stock, the Board has no plans to issue the additional shares of Common Stock authorized by the Amendment. However, it is possible that some of these additional shares could be used in the future for various other purposes without further stockholder approval, except as such approval may be required in particular cases by our charter documents, applicable law or the rules of any stock exchange or other quotation system on which our securities may then be listed. These purposes may include raising capital, providing equity incentives to employees, officers or directors, payment of expenses, establishing strategic relationships with other companies and expanding the Company's business or product lines through the acquisition of other businesses or products.

We could also use the additional shares of Common Stock that will become available pursuant to the Amendment to oppose a hostile takeover attempt or to delay or prevent changes in control or management of the Company. Although the Board's approval of the Amendment was not prompted by the threat of any hostile takeover attempt (nor is the Board currently aware of any such attempts directed at the Company), nevertheless, stockholders should be aware that the Amendment could facilitate future efforts by us to deter or prevent changes in control of the Company, including transactions in which stockholders of the Company might otherwise receive a premium for their shares over then current market prices.

**SECURITY OWNERSHIP OF
CERTAIN BENEFICIAL OWNERS AND MANAGEMENT**

The following table sets forth, as of June 28, 2013, the number of and percent of our common stock beneficially owned by:

- all directors and nominees, naming them,
- our executive officers,
- our directors and executive officers as a group, without naming them, and
- persons or groups known by us to own beneficially 5% or more of our common stock:

We believe that all persons named in the table have sole voting and investment power with respect to all shares of common stock beneficially owned by them.

A person is deemed to be the beneficial owner of securities that can be acquired by him within 60 days from June 28, 2013 upon the exercise of options, warrants or convertible securities. We have no outstanding options or warrants, and none of our outstanding convertible securities may be converted if, after conversion, the holder thereof would own in excess of 4.99% of the then issued and outstanding shares of Common Stock. None of our convertible debt is owned by any director or officer.

Each director's, officer's and beneficial owner's address is c/o Premier Beverage Group Corp., 501 Madison Avenue, Suite 501, New York, NY 10022, Attn: Fouad Kallamni.

<u>Name</u>	<u>Shares of Common Stock</u>	<u>Percentage of Class¹</u>
Fouad Kallamni, Sole Director and President	31,500,000	50.3%
All Directors and Named Executive Officers as a Group (1 Person)	31,500,000	50.3%
Core Equity Group, LLC	5,000,000	8.0%

DESCRIPTION OF SECURITIES

General

The authorized capital stock of our company consists of 99,000,000 shares of shares of Common Stock and 1,000,000 shares of Preferred Stock. As of the June 28, 2013, there were 62,587,409 shares of Common Stock issued and outstanding and 60,030 shares of Preferred Stock issued and outstanding.

Common Stock

Holders of our common stock are entitled to one vote per share and to receive dividends when and as declared by the Board of Directors and to share ratably in our assets legally available for distribution in the event of the liquidation, dissolution or winding up of the Company. Holders of our common stock do not have subscription, redemption or conversion rights, nor do they have any preemptive rights. Holders of our common stock do not have cumulative voting rights, which means that the holders of more than half of the

¹ Based on 62,587,409 shares of Common Stock outstanding as of the Record Date. There are no outstanding options, warrants, rights or conversion privileges.

outstanding shares of common stock can elect all of our directors, if they choose to do so. In such event, the holders of the remaining shares would not be able to elect any directors. The Board is empowered to fill any vacancies on the Board. Except as otherwise required by Nevada law, all stockholder action is taken by vote of a majority of the outstanding shares of the our common stock voting as a single class present at a meeting of stockholders at which a quorum (consisting of a majority of the outstanding shares of our common stock) is present in person or by proxy.

Preferred Stock

Series A. We have authorized the issuance of 660,000 shares of preferred stock designated as "Series A 8% Convertible Preferred Stock". Each share of Series A Preferred Stock (a) has a stated value of \$5.00 per share, (b) is non-voting, (c) includes a dividend of 8% per annum, (d) may be redeemed at any time for an amount equal to the stated value plus all accumulated and unpaid dividends, (e) may be converted into 10 shares of common stock and has a (f) liquidation preference of \$5.00 per share plus all accumulated and unpaid dividends. There are 60,000 shares of Series A Preferred Stock issued and outstanding with an aggregate stated value of \$300,000.

No dividends have been declared with respect to the Series A Preferred Stock. Currently, the holders of the 60,000 shares of Series A Preferred Stock may convert their shares into a total of 13,300 shares of Common Stock.

Series B. We have authorized the issuance of 2,000 shares of preferred stock designated as "Series B 8% Convertible Preferred Stock". Each share of Series B Preferred Stock (a) has a stated value of \$500.00 per share, (b) is non-voting, (c) includes a dividend of 8% per annum, (d) may be redeemed at any time for an amount equal to the stated value plus all accumulated and unpaid dividends, (e) may be converted into shares of common stock at a conversion price of \$5.00 per share and has a (f) liquidation preference of \$500.00 per share plus all accumulated and unpaid dividends. There are 30 shares of Series B Preferred Stock issued and outstanding with an aggregate stated value of \$15,000.

No dividends have been declared with respect to the Series B Preferred Stock. Currently, the holders of the 30 shares of Series B Preferred Stock may convert their shares into a total of 3,000 shares of Common Stock.

DISSENTER'S RIGHTS

Under the Nevada Revised Statutes, holders of shares of Common Stock are not entitled to dissenters' rights with respect to any aspect of the Amendment, and we will not independently provide holders with any such right.

COST OF INFORMATION STATEMENT

The Company is making the mailing and will bear the costs associated therewith. There will be no solicitations made.

DELIVERY OF INFORMATION TO A SHARED ADDRESS

If you and one or more Stockholders share the same address, it is possible that only one Information Statement was delivered to your address. Any registered shareholder who wishes to receive a separate copy of the Information Statement at the same address now or in the future may mail a request to receive separate copies to the Company at 501 Madison Avenue, Suite 501, New York, NY 10022, Attn: President, or call the Company at (646) 820-0630 and we will promptly deliver the Information Statement to you upon your request. Stockholders who received multiple copies of this Information Statement at a shared address and who wish to receive a single copy may direct their request to the same address.

FORWARD-LOOKING STATEMENTS AND INFORMATION

This Information Statement includes forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. You can identify our forward-looking statements by the words "expects," "projects," "believes," "anticipates," "intends," "plans," "predicts," "estimates" and similar expressions. The forward-looking statements are based on management's current expectations, estimates and projections about us. The Company cautions you that these statements are not guarantees of future performance and involve risks, uncertainties and assumptions that we cannot predict. In addition, the Company has based many of these forward-looking statements on assumptions about future events that may prove to be inaccurate. Accordingly, actual outcomes and results may differ materially from what the Company has expressed or forecast in the forward-looking statements. You should rely only on the information the Company has provided in this Information Statement. The Company has not authorized any person to provide information other than that provided herein. The Company has not authorized anyone to provide you with different information. You should not assume that the information in this Information Statement is accurate as of any date other than the date on the front of the document.

WHERE YOU CAN FIND MORE INFORMATION ABOUT THE COMPANY

The Company files annual, quarterly and current reports, proxy statements and other information with the SEC. As of the date of this Information Statement, we are not current in such filings. You can read and copy any materials that the Company files with the SEC at the SEC's Public Reference Room at 100 F Street, N.E., Washington, D.C. 20549. You can obtain information about the operation of the SEC's Public Reference Room by calling the SEC at 1-800-SEC-0330. The SEC also maintains a Web site that contains information we file electronically with the SEC, which you can access over the Internet at <http://www.sec.gov>. Copies of these materials may also be obtained by mail from the Public Reference Section of the SEC, 100 F Street, N.E., Washington, D.C. 20549 at prescribed rates.

By Order of the Board of Directors
/s/ Fouad Kallamni
Sole Director

July 15, 2013

APPENDIX A

FORM OF CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION

Certificate of Amendment to articles of incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 • After Issuance of Stock)

1. Name of corporation:

Premier Beverage Group Corp.

2. The articles have been amended as follows: (provide article numbers, if available)

Article FOURTH is hereby amended such that the number of shares that the Corporation shall have the authority to issue is 251,000,000, of which (i) 250,000,000 shall be shares of common stock, par value \$0.00015 per share, and (ii) 1,000,000 shall be shares of preferred stock.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise a least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is 58.3%

4. *Effective date of filing: (optional)*

(must not be later than 90 days after the
certificate is filed)

5. Signature: (required)

PREMIER BEVERAGE GROUP CORP.

Business Entity Information			
Status:	Active	File Date:	7/22/1999
Type:	Domestic Corporation	Entity Number:	C18050-1999
Qualifying State:	NV	List of Officers Due:	7/31/2014
Managed By:		Expiration Date:	
NV Business ID:	NV19991321246	Business License Exp:	7/31/2014

Additional Information	
Central Index Key:	0001253557

Registered Agent Information			
Name:	INCORP SERVICES, INC.	Address 1:	2360 CORPORATE CIRCLE STE 400
Address 2:		City:	HENDERSON
State:	NV	Zip Code:	89074-7722
Phone:		Fax:	
Mailing Address 1:		Mailing Address 2:	
Mailing City:		Mailing State:	NV
Mailing Zip Code:			
Agent Type:	Commercial Registered Agent - Other		
Jurisdiction:	NEVADA	Status:	Active

Financial Information			
No Par Share Count:	0	Capital Amount:	\$ 37,600.00
Par Share Count:	250,000,000.00	Par Share Value:	\$ 0.00015
Par Share Count:	1,000,000.00	Par Share Value:	\$ 0.0001

Officers				<input type="checkbox"/> Include Inactive Officers
Treasurer - JON BUTTLES				
Address 1:	501 MADISON AVENUE SUITE 501	Address 2:		
City:	NEW YORK	State:	NY	
Zip Code:	10022	Country:	USA	
Status:	Active	Email:		
Secretary - RICHARD FISHER				
Address 1:	501 MADISON AVENUE SUITE 501	Address 2:		
City:	NEW YORK	State:	NY	
Zip Code:	10022	Country:	USA	
Status:	Active	Email:		
President - FOUAD KALLAMNI				
Address 1:	501 MADISON AVENUE SUITE 501	Address 2:		
City:	NEW YORK	State:	NY	
Zip Code:	10022	Country:	USA	
Status:	Active	Email:		
Director - FOUAD KALLAMNI				
Address 1:	501 MADISON AVENUE SUITE 501	Address 2:		
City:	NEW YORK	State:	NY	

Zip Code:	10022	Country:	USA
Status:	Active	Email:	

Actions\Amendments			
Action Type:	Articles of Incorporation		
Document Number:	C18050-1999-001	# of Pages:	7
File Date:	7/22/1999	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18050-1999-009	# of Pages:	1
File Date:	9/28/1999	Effective Date:	
(No notes for this action)			
Action Type:	Registered Agent Change		
Document Number:	C18050-1999-003	# of Pages:	1
File Date:	10/1/2002	Effective Date:	
CORPORATE SERVICES GROUP, LLC 2ND FLOOR 723 SO. CASINO CENTER BLVD. LAS VEGAS NV 891016716 RAA			
Action Type:	Amendment		
Document Number:	C18050-1999-004	# of Pages:	1
File Date:	10/1/2002	Effective Date:	
REVOKED/REINSTATED - 04/01/01 RAA			
Action Type:	Amendment		
Document Number:	C18050-1999-005	# of Pages:	1
File Date:	3/5/2003	Effective Date:	
CAPITAL STOCK WAS 19,000,000 @ .01 = \$190,000 DEG CERTIFICATE OF AMENDMENT FILED AMENDING ARTICLE IV (STOCK).(FILING FEE \$200). (1) PG. DEG			
Action Type:	Registered Agent Change		
Document Number:	C18050-1999-006	# of Pages:	1
File Date:	10/30/2003	Effective Date:	
LAUGHLIN INTERNATIONAL INC 2533 NORTH CARSON STREET CARSON CITY NV 89706 CXE			
Action Type:	Amendment		
Document Number:	C18050-1999-007	# of Pages:	1
File Date:	10/30/2003	Effective Date:	
CAPITAL STOCK WAS 100,000,000 @ .01 = \$1,000,000 CXE CERTIFICATE OF AMENDMENT FILED AMENDING ARTICLE IV, STOCK (1,000,000 PREFERRED STOCK @ .0001 & 99,000,000 COMMON STOCK @ .0001 FOR A TOTAL OF 100,000,000 @ .0001 = \$10,000.00). (1) PG. CXE			
Action Type:	Annual List		
Document Number:	C18050-1999-002	# of Pages:	1
File Date:	7/30/2004	Effective Date:	
List of Officers for 2004 to 2005			
Action Type:	Registered Agent Address Change		
Document Number:	C18050-1999-008	# of Pages:	71
File Date:	9/10/2004	Effective Date:	
INCORP SERVICES, INC. SUITE 1 RXS 6075 SOUTH EASTERN AVE LAS VEGAS NV 891193146 RXS			
Action Type:	Amendment		
Document Number:	20060194187-78	# of Pages:	1
File Date:	3/27/2006	Effective Date:	3/26/2006
(No notes for this action)			

Action Type:	Annual List		
Document Number:	20060550542-49	# of Pages:	1
File Date:	8/29/2006	Effective Date:	
(No notes for this action)			
Action Type:	Amendment		
Document Number:	20060723294-05	# of Pages:	3
File Date:	11/8/2006	Effective Date:	10/25/2006
Previous Stock Value: Par Value Shares: 100,000,000 Value: \$ 0.0001 No Par Value Shares: 0 ----- ----- Total Authorized Capital: \$ 10,000.00 New Stock Value: Par Value Shares: 99,000,000 Value: \$ 0.00015 Par Value Shares: 1,000,000 Value: \$ 0.0001 No Par Value Shares: 0 ----- ----- Total Authorized Capital: \$ 14,950.00			
Action Type:	Designation		
Document Number:	20060728753-60	# of Pages:	7
File Date:	11/14/2006	Effective Date:	11/13/2006
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20070473732-25	# of Pages:	1
File Date:	7/10/2007	Effective Date:	
(No notes for this action)			
Action Type:	Amendment		
Document Number:	20070515061-07	# of Pages:	2
File Date:	7/25/2007	Effective Date:	8/10/2007
(No notes for this action)			
Action Type:	Amended Designation		
Document Number:	20070634113-57	# of Pages:	8
File Date:	9/17/2007	Effective Date:	9/17/2007
AMENDING SERIES A DESIGNATION FILED 11/14/06			
Action Type:	Registered Agent Address Change		
Document Number:	20080296150-43	# of Pages:	222
File Date:	4/29/2008	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20080595756-07	# of Pages:	1
File Date:	9/6/2008	Effective Date:	
(No notes for this action)			
Action Type:	Amendment		
Document Number:	20090658824-94	# of Pages:	1
File Date:	9/2/2009	Effective Date:	9/14/2009
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20090670096-39	# of Pages:	1
File Date:	9/9/2009	Effective Date:	
(No notes for this action)			
Action Type:	Reinstatement		
Document Number:	20110684887-45	# of Pages:	1
File Date:	9/22/2011	Effective Date:	
REVOKED 8/1/11. REINSTATED			
Action Type:	Acceptance of Registered Agent		
Document Number:	20110684889-67	# of Pages:	1
File Date:	9/22/2011	Effective Date:	
(No notes for this action)			
Action Type:	Merge In		
Document Number:	20110792146-73	# of Pages:	7

File Date:	11/1/2011	Effective Date:	11/1/2011
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20130471728-55	# of Pages:	1
File Date:	7/18/2013	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20130471773-05	# of Pages:	1
File Date:	7/18/2013	Effective Date:	
(No notes for this action)			
Action Type:	Amendment		
Document Number:	20130532448-62	# of Pages:	1
File Date:	8/12/2013	Effective Date:	8/19/2013
Previous Stock Value: Par Value Shares: 99,000,000 Value: \$ 0.00015 Par Value Shares: 1,000,000 Value: \$ 0.0001 No Par Value Shares: 0 ----- Total Authorized Capital: \$ 14,950.00 New Stock Value: Par Value Shares: 250,000,000 Value: \$ 0.00015 Par Value Shares: 1,000,000 Value: \$ 0.0001 No Par Value Shares: 0 ----- Total Authorized Capital: \$ 37,600.00			

PREMIER BEVERAGE GROUP CORP.

Business Entity Information			
Status:	Active	File Date:	7/22/1999
Type:	Domestic Corporation	Entity Number:	C18050-1999
Qualifying State:	NV	List of Officers Due:	7/31/2014
Managed By:		Expiration Date:	
NV Business ID:	NV19991321246	Business License Exp:	7/31/2014

Additional Information	
Central Index Key:	0001253557

Registered Agent Information			
Name:	INCORP SERVICES, INC.	Address 1:	2360 CORPORATE CIRCLE STE 400
Address 2:		City:	HENDERSON
State:	NV	Zip Code:	89074-7722
Phone:		Fax:	
Mailing Address 1:		Mailing Address 2:	
Mailing City:		Mailing State:	NV
Mailing Zip Code:			
Agent Type:	Commercial Registered Agent - Other		
Jurisdiction:	NEVADA	Status:	Active

Financial Information			
No Par Share Count:	0	Capital Amount:	\$ 37,600.00
Par Share Count:	250,000,000.00	Par Share Value:	\$ 0.00015
Par Share Count:	1,000,000.00	Par Share Value:	\$ 0.0001

Officers				<input type="checkbox"/> Include Inactive Officers
Treasurer - JON BUTTLES				
Address 1:	501 MADISON AVENUE SUITE 501	Address 2:		
City:	NEW YORK	State:	NY	
Zip Code:	10022	Country:	USA	
Status:	Active	Email:		
Secretary - RICHARD FISHER				
Address 1:	501 MADISON AVENUE SUITE 501	Address 2:		
City:	NEW YORK	State:	NY	
Zip Code:	10022	Country:	USA	
Status:	Active	Email:		
President - FOUAD KALLAMNI				
Address 1:	501 MADISON AVENUE SUITE 501	Address 2:		
City:	NEW YORK	State:	NY	
Zip Code:	10022	Country:	USA	
Status:	Active	Email:		
Director - FOUAD KALLAMNI				
Address 1:	501 MADISON AVENUE SUITE 501	Address 2:		
City:	NEW YORK	State:	NY	

Zip Code:	10022	Country:	USA
Status:	Active	Email:	

Actions\Amendments			
Action Type:	Articles of Incorporation		
Document Number:	C18050-1999-001	# of Pages:	7
File Date:	7/22/1999	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18050-1999-009	# of Pages:	1
File Date:	9/28/1999	Effective Date:	
(No notes for this action)			
Action Type:	Registered Agent Change		
Document Number:	C18050-1999-003	# of Pages:	1
File Date:	10/1/2002	Effective Date:	
CORPORATE SERVICES GROUP, LLC 2ND FLOOR 723 SO. CASINO CENTER BLVD. LAS VEGAS NV 891016716 RAA			
Action Type:	Amendment		
Document Number:	C18050-1999-004	# of Pages:	1
File Date:	10/1/2002	Effective Date:	
REVOKED/REINSTATED - 04/01/01 RAA			
Action Type:	Amendment		
Document Number:	C18050-1999-005	# of Pages:	1
File Date:	3/5/2003	Effective Date:	
CAPITAL STOCK WAS 19,000,000 @ .01 = \$190,000 DEG CERTIFICATE OF AMENDMENT FILED AMENDING ARTICLE IV (STOCK).(FILING FEE \$200). (1) PG. DEG			
Action Type:	Registered Agent Change		
Document Number:	C18050-1999-006	# of Pages:	1
File Date:	10/30/2003	Effective Date:	
LAUGHLIN INTERNATIONAL INC 2533 NORTH CARSON STREET CARSON CITY NV 89706 CXE			
Action Type:	Amendment		
Document Number:	C18050-1999-007	# of Pages:	1
File Date:	10/30/2003	Effective Date:	
CAPITAL STOCK WAS 100,000,000 @ .01 = \$1,000,000 CXE CERTIFICATE OF AMENDMENT FILED AMENDING ARTICLE IV, STOCK (1,000,000 PREFERRED STOCK @ .0001 & 99,000,000 COMMON STOCK @ .0001 FOR A TOTAL OF 100,000,000 @ .0001 = \$10,000.00). (1)PG. CXE			
Action Type:	Annual List		
Document Number:	C18050-1999-002	# of Pages:	1
File Date:	7/30/2004	Effective Date:	
List of Officers for 2004 to 2005			
Action Type:	Registered Agent Address Change		
Document Number:	C18050-1999-008	# of Pages:	71
File Date:	9/10/2004	Effective Date:	
INCORP SERVICES, INC. SUITE 1 RXS 6075 SOUTH EASTERN AVE LAS VEGAS NV 891193146 RXS			
Action Type:	Amendment		
Document Number:	20060194187-78	# of Pages:	1
File Date:	3/27/2006	Effective Date:	3/26/2006
(No notes for this action)			

Action Type:	Annual List	# of Pages:	1
Document Number:	20060550542-49	Effective Date:	
File Date:	8/29/2006		
(No notes for this action)			
Action Type:	Amendment	# of Pages:	3
Document Number:	20060723294-05	Effective Date:	10/25/2006
File Date:	11/8/2006		
Previous Stock Value: Par Value Shares: 100,000,000 Value: \$ 0.0001 No Par Value Shares: 0 -----			
----- Total Authorized Capital: \$ 10,000.00 New Stock Value: Par Value Shares: 99,000,000			
Value: \$ 0.00015 Par Value Shares: 1,000,000 Value: \$ 0.0001 No Par Value Shares: 0 -----			
----- Total Authorized Capital: \$ 14,950.00			
Action Type:	Designation	# of Pages:	7
Document Number:	20060728753-60	Effective Date:	11/13/2006
File Date:	11/14/2006		
(No notes for this action)			
Action Type:	Annual List	# of Pages:	1
Document Number:	20070473732-25	Effective Date:	
File Date:	7/10/2007		
(No notes for this action)			
Action Type:	Amendment	# of Pages:	2
Document Number:	20070515061-07	Effective Date:	8/10/2007
File Date:	7/25/2007		
(No notes for this action)			
Action Type:	Amended Designation	# of Pages:	8
Document Number:	20070634113-57	Effective Date:	9/17/2007
File Date:	9/17/2007		
AMENDING SERIES A DESIGNATION FILED 11/14/06			
Action Type:	Registered Agent Address Change	# of Pages:	222
Document Number:	20080296150-43	Effective Date:	
File Date:	4/29/2008		
(No notes for this action)			
Action Type:	Annual List	# of Pages:	1
Document Number:	20080595756-07	Effective Date:	
File Date:	9/6/2008		
(No notes for this action)			
Action Type:	Amendment	# of Pages:	1
Document Number:	20090658824-94	Effective Date:	9/14/2009
File Date:	9/2/2009		
(No notes for this action)			
Action Type:	Annual List	# of Pages:	1
Document Number:	20090670096-39	Effective Date:	
File Date:	9/9/2009		
(No notes for this action)			
Action Type:	Reinstatement	# of Pages:	1
Document Number:	20110684887-45	Effective Date:	
File Date:	9/22/2011		
REVOKED 8/1/11. REINSTATED			
Action Type:	Acceptance of Registered Agent	# of Pages:	1
Document Number:	20110684889-67	Effective Date:	
File Date:	9/22/2011		
(No notes for this action)			
Action Type:	Merge In	# of Pages:	7
Document Number:	20110792146-73		

File Date:	11/1/2011	Effective Date:	11/1/2011
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20130471728-55	# of Pages:	1
File Date:	7/18/2013	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20130471773-05	# of Pages:	1
File Date:	7/18/2013	Effective Date:	
(No notes for this action)			
Action Type:	Amendment		
Document Number:	20130532448-62	# of Pages:	1
File Date:	8/12/2013	Effective Date:	8/19/2013
Previous Stock Value: Par Value Shares: 99,000,000 Value: \$ 0.00015 Par Value Shares: 1,000,000 Value: \$ 0.0001 No Par Value Shares: 0 ----- Total Authorized Capital: \$ 14,950.00 New Stock Value: Par Value Shares: 250,000,000 Value: \$ 0.00015 Par Value Shares: 1,000,000 Value: \$ 0.0001 No Par Value Shares: 0 ----- Total Authorized Capital: \$ 37,600.00			

Premier Beverage Group

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- [Team](#)
- [Investor Relations](#)
- [Press](#)
- [Contact Us](#)

Team

Fouad Kallamni, Chief Executive Officer, President and Director

Mr. Kallamni is the founder of Premier Beverage Group and oversees all business activities of the Company and its subsidiaries, including brand and product development. Prior to founding Premier Beverage Group and OSO Beverages, Mr. Kallamni was Chief Executive Officer and Director of PriLabs, Inc., a marketer of exclusive brand (private label) functional beverage programs with retailers. Mr. Kallamni founded PriLabs and built its business from inception, counting top tier retailers among its clients, including Walgreens, Duane Reade, Stop & Shop, Roundys and CVS. Mr. Kallamni is also a co-founder and partner of Casablanca Foods, LLC, a marketer of specialty Moroccan Foods with customers such as Wegmans, Food Emporium, Crate & Barrel, Stop & Shop, The Fresh Market and other retail chains. Previously, Mr. Kallamni was a managing partner at The Incompass Group, a full service marketing, special events and promotions company based in New York that builds brand experience through lifestyle, entertainment, fashion and nightlife. Mr. Kallamni also has experience in public relations having worked at The Varick Group as head of event marketing and promotions. The Varick Group worked with such clients as Nike, Pepsi, LG, Virgin, Def Jam, Maverick Records, Bad Boy and Prince.

Jon Buttles, Finance

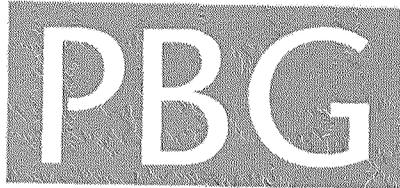
Mr. Buttles is an experienced financial executive with 15 years experience in financing and growing companies. For the last 10 years, Mr. Buttles has worked primarily with start ups and early stage companies, guiding them through the capital raising process and helping build out institutional style infrastructure. Mr. Buttles has operated in the technology, health care, medical devices, manufacturing, distribution media and consumer products industries in various capacities. Mr. Buttles is founder and managing partner of Core Equity Group LLC, a financial advisory and strategic consulting firm focused on building and growing early stage companies. Prior to Core Equity Group LLC, Mr. Buttles was managing director at SBI USA LLC, a boutique investment bank, where he led banking transactions in the public and private banking sectors across a diverse set of industries. Prior to SBI USA, Mr. Buttles worked at Monument Advisors Inc, a middle market private equity boutique managing a mezzanine fund and a leveraged buyout fund. Mr. Buttles began his career in the corporate lending group of Bank One, now JP Morgan Chase. Mr. Buttles has a strong base of corporate finance experience in technology investment banking, public and private placements, leveraged buy-outs, private equity fund management and mergers and acquisitions. Mr. Buttles holds a BS in Finance and a minor in Economics from Miami University, Oxford Ohio.

Richard A. Fisher, Counsel

Mr. Fisher has more than thirty years experience with small and micro cap companies, both as the senior executive and as outside legal counsel, and has negotiated, supervised and closed numerous complex merger, acquisition and financing transactions as well as international joint ventures. Mr. Fisher has considerable hands-on experience with federal and state securities laws and regulations applicable to public companies as well as with structuring private equity and investment transactions. He holds a Bachelor of Arts degree in Economics from Northwestern University and a Juris Doctor from the University of Virginia Law School. Mr. Fisher is a member of the

Massachusetts, Virginia and District of Columbia bars and is admitted to practice before the United States Supreme Court and United States Tax Court. He is a Registered Principal with a FINRA (formerly NASD)-member brokerage firm. Mr. Fisher was formerly a partner in the major Boston law firm of Foley Hoag LLP.

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PREMIER BEVERAGE GROUP

**COMPANY PRESENTATION
DECEMBER 2011**



Safe Harbor



The information contained in this presentation consists of forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Exchange Act of 1934. These statements may involve risks and uncertainties that could cause actual results to differ materially from those described in such statements. Although the Company believes that the expectations reflected in such forward-looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct. Important factors, including general economic conditions, consumer spending levels, market acceptance of product lines, the future success of market penetration, ability to successfully market and distribute products, changes in consumer preferences, changes in demand for future products, legislative, regulatory and competitive developments, the Company's ability to secure additional working capital and/or generate sufficient cash flow to support its operations, and other factors could cause actual results to differ materially from the Company's expectations. Premier Beverage Group's Information Statement on Form 8-K, and forthcoming Quarterly Reports on Form 10-Q, recent Current Reports and other SEC filings discuss some of the important risk factors that may affect Premier Beverage Group's business, results of operations and financial condition. The Company undertakes no obligation to revise or update publicly any forward-looking statements for any reason.

Introduction

- ▶ Premier Beverage Group (PBGC) is a creator and marketer of consumer brands, primarily in the functional beverage category
- ▶ PBG has its own premium brand and also creates captive brands for retailers
- ▶ Flagship brand **OSO**; a premium energy beverage
 - Exclusively offered in high profile on premise accounts in New York City
- ▶ Captive brands are developed for retailers using a turnkey solution program
 - Brands include (1): **MONSOON, 24:7, TRUE COLORS, CareOne**
 - Customers include (1): **Stop&Shop, Roundy's**
- ▶ Publicly traded, fully reporting OTC: PBGC

(1) Upon completion of acquisition from UBC

Team



- ▶ Fouad Kallamni – President
 - Founder, oversees product development and marketing of each brand, PriLabs, Casablanca Foods, The Incompass Group, The Varick Group

- ▶ Jon Buttles – Finance
 - Responsible for financial operations and capital strategies, Core Equity Group, SBI USA LLC, Monument Advisors Inc., Bank One (now JP Morgan Chase)

- ▶ Richard Fisher – Counsel
 - Mr. Fisher has more than thirty years experience with small and micro cap companies, both as the senior executive and as outside legal counsel, and has negotiated, supervised and closed numerous complex merger, acquisition and financing transactions as well as international joint ventures.



Company Highlights

- ▶ OSO energy beverage caters to the top-shelf consumer through it's select NYC on-premise venues
- ▶ PBGC's turnkey captive brand program works in partnership with retailers to create higher margin, higher quality private label functional beverages, which benefit both consumers and retailers given the current economic downturn
- ▶ PBGC's risk mitigated strategic approach blends the high return potential of brand ownership with the lower risk more predictable cash flow of captive brands
- ▶ Management has strong relationships and access to high profile individuals, including celebrities and trend setters, that drive brand identity

Industry

- ▶ The functional beverage category is defined by any beverage with nutritional value or functional ingredients, which broadly includes energy drinks, energy shots and enhanced waters
- ▶ Energy drinks have led the functional beverage category in growth for the last 5 years, with forecasted growth of 12% annually over the next 3 years
- ▶ Energy drink market is driven by the younger generations, with over 64% of sales coming from 18-24 year olds and 50% of college students consume an energy drink every week
- ▶ 2009 U.S. functional beverage sales valued at \$9.0 billion, according to Mintel
- ▶ Highly competitive industry, with large beverage conglomerates representing 75% of the market, and a highly fragmented non differentiated group of smaller companies filling out the remaining 25%
- ▶ Large beverage conglomerates are taking market share by acquiring smaller proven functional beverage companies through brand ownership or distribution rights

Industry Dynamics

- ▶ Growth in functional beverage category is extremely strong, driven from:
 - Multi-function beverages using innovative ingredients providing unique benefits to consumers at the same time quenching thirst
 - The value of health and wellness taking on more predominant role in consumers decision making
 - Youth and young adults defining themselves by what they drink
 - Attractive branding and packaging making beverage selection a lifestyle choice

- ▶ The economic downturn has made captive brands more attractive
 - As a less expensive alternative to name brands, captive brand demand continues to rise as consumers are affected by the current economic downturn
 - Retailers now more than ever are seeking ways to maximize profit on shelf space, giving captive brands a significant advantage over name brands
 - Captive brands allow retailers to differentiate themselves with an exclusive offering, driving additional foot traffic and store volumes

Business Strategy

- ▶ Business strategy focused on building powerful and relevant brands for both consumers and retailers
- ▶ Leverage strong existing relationships of management team to drive brand recognition and broaden product distribution
- ▶ Unique strategy blends the potential high returns of brand ownership with the predictable, lower risk, cash flow generating captive brand business
- ▶ Captive brand engine provides solid cash flow, economies of scale, and a strong base of suppliers, third party bottlers, and co-packers, along with relationships with key buyers, which allows us to respond quickly to retailers needs



Premier Beverage Group Brands

- ▶ PBGC creates relevant and powerful brands tailored to specific consumer demographics

- ▶ Characteristics of PBGC brands
 - Distinctive brand image for target audience
 - Innovative and attractive packaging separating the product from mainstream brands
 - Brand positioning beginning with creating niche product for select consumers before moving to mass retail
 - Potential for large market distribution
 - The ability to leverage existing relationships with trend setting individuals to launch brands, providing instant credibility and reach

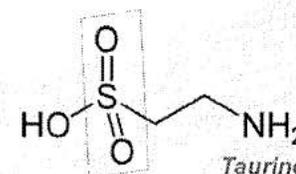


OSO[®]

OSO Beverages



- ▶ OSO was developed to fill a gap in the energy drink market through offering the first a top-shelf/premium product to the energy drink category
- ▶ OSO (pronounced “O-SO”) was derived from the chemical composition of the drink’s active ingredient, Taurine
- ▶ Formula developed in Austria (considered to be the motherland of energy drinks) by our founder and leading formula and ingredient specialists
- ▶ OSO is currently sold exclusively in on-premise venues in NYC
- ▶ Operated through OSO Beverages Corp., a wholly owned sub of PBGC



Rebranding OSO

- ▶ Redesigned Brand Packaging
 - Premium, sophisticated and pure
 - Highest quality ingredients in the world
 - Attractive and tasteful
- ▶ The Bottle (available Q1 2012)
 - Glass
 - Premium packaging, 100% recyclable
 - Design simple, elegant and refined
- ▶ The Beverage
 - Uniquely 100% all natural
 - Crystal clear liquid enforces purity
 - Exquisitely refined taste
 - Available in original and light



OSO



- ▶ Market strategy seeks the smarter premium consumers
 - Leverage existing relationships with trend setting individuals/celebrities
 - Align OSO with upscale social scene through sponsorship of events in high end clubs, bars and social gatherings
 - Currently in New York with expansion plans to Miami, Boston, Philadelphia, Atlanta to start
 - Entry into select retailers with can version in each geographic market after initial penetration

- ▶ OSO to launch in glass bottle in Q1 2012 at on premise accounts, including clubs, hotels, restaurants and bars

- ▶ “Vodka OSO” has become ubiquitous in the best on premise venues in NYC

- ▶ Pursue mass retail, leveraging the unique premium glass bottle and all natural positioning

Captive Brands

Captive Brands Overview

- ▶ Captive brands are the next generation of private label brands, and have become a high growth category for retailers given the economic downturn
- ▶ Captive brands are owned and marketed exclusively by the retailer but have no brand affiliation or evidence of association with the retailer
- ▶ Retailers make significantly higher margins selling their own captive brands than they do selling national brands, providing a strong incentive to move product
- ▶ Retailers decide product positioning and how much shelf space each product is allocated; by creating competitive captive brand products and positioning the captive brand products in competitive shelf space, retailers can steal market share and create a loyal customer base

Captive Brands Program

- ▶ Captive Brands offers retailers a turnkey captive brand program for functional beverages from A to Z

- ▶ Captive Brands provides the following services:
 - A fully developed brand, including trademark
 - Attractive consumer packaging
 - A unique ingredient formulation
 - Manufacturing capabilities
 - A comprehensive marketing strategy to drive sales

- ▶ In return for exclusivity on these products, Captive Brands receives:
 - Long term manufacturing and supply agreement with the retailer
 - Royalty agreement on sales incurred post expiration of the agreement

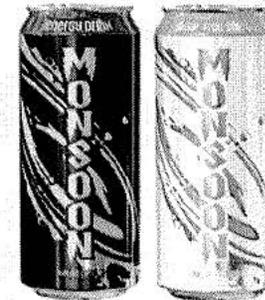
Brands Under Letter of Intent



▶ Roundy's Supermarkets, Inc.

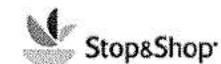
- Brand: **MONSOON**
- Owns and operates 152 retail grocery stores in Wisconsin and Minnesota

ROUNDY'S SUPERMARKETS, INC.
PICK 'N SAVE • COPPS • RAINBOW FOODS



▶ Ahold

- Brand: **CareOne** Energy Booster (2 pack)
- Operates more than 355 supermarkets in New England under the Stop&Shop brand name



Corporate Information



Corporate

- ▶ Premier Beverage Group Corp
 - Nevada C-Corporation
 - OTC: PBGC
 - Fully reporting

- ▶ Operating Subsidiaries
 - OSO Beverages Corp. (Delaware)
 - Captive Brands Corp. (Delaware)

- ▶ Shares Outstanding (as of Dec 31, 2011)
 - 99.0 million authorized common shares
 - 61.2 million common shares outstanding
 - 8.6 million public float
 - 53% owned by management and founders

Summary

- ▶ PBGC creates and markets consumer brands, primarily in the category of functional beverages
- ▶ PBGC's flagship brand, OSO, is the hottest energy beverage in the high profile, trend setting, on premise market in New York
- ▶ PBGC's unique strategy blends the potential high returns of brand ownership with the predictable lower risk captive brand business
- ▶ Well positioned in current economic climate through PBGC's captive brands business, with high potential for strong revenue growth in the near term through newly acquired and pipeline customers
- ▶ Founders and management have strong experience and expertise in the production, branding, and marketing of functional beverages

Premier Beverage Group Corp. -- Revenues and Losses

Period End	Revenue	Net income or loss	Filing	Page citation	Date filed
<i>*12/31/11</i>	<i>\$95,101</i>	<i>-\$204,359</i>	<i>10-K</i>	<i>F-3</i>	<i>09/13/13</i>
03/31/12	\$17,215	-\$173,651	10-Q	4	10/15/13
06/30/12	\$15,060	-\$135,886	10-Q	4	10/15/13
09/30/12	\$11,388	-\$122,005	10-Q	4	10/23/13
<i>*12/31/12</i>	<i>\$53,685</i>	<i>-\$482,690</i>	<i>10-K</i>	<i>F-3</i>	<i>03/13/14</i>
03/31/13	\$5,760	-\$53,584	10-Q	4	04/22/14
06/30/13	\$8,800	-\$383,850	10-Q	4	05/14/14
09/30/13	\$6,560	-\$156,841	10-Q	4	05/15/14

*The year end figures are for the preceeding 12 months (in italics).
All other figures are for the preceeding 3 months.

Premier Beverage Group Corp. -- Selected Cash Flow Information

Period End	Number of months covered	Net cash provided by (used in) operating activities	Net cash provided by (used in) financing activities	Cash, beginning of period	Cash, end of period	Filing	Page cite	Date filed
12/31/11	12	-\$158,184	\$179,266	\$2,521	\$21,862	10-K	F-5	09/13/13
03/31/12	3	-\$36,137	\$85,922	\$21,862	\$71,647	10-Q	5	10/15/13
06/30/12	6	-\$109,217	\$87,355	\$21,862	\$0	10-Q	5	10/15/13
09/30/12	9	-\$111,493	\$89,631	\$21,862	\$0	10-Q	5	10/23/13
12/31/12	12	-\$81,862	\$60,000	\$21,862	\$0	10-K	F-5	03/13/14
03/31/13	3	\$0	\$0	\$0	\$0	10-Q	5	04/22/14
06/30/13	6	-\$53,502	\$90,000	\$0	\$36,498	10-Q	5	05/14/14
09/30/13	9	-\$175,868	\$210,300	\$0	\$34,432	10-Q	5	05/15/14